



**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)**

THE HONOURABLE  
JUSTICE J. DIETRICH

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TUESDAY, THE 9<sup>TH</sup> DAY  
OF SEPTEMBER, 2025

Court No.: 31-3268936  
Estate No.: 31-3268936

**IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF  
IOVATE HEALTH SCIENCES INTERNATIONAL INC.**

Court No.: 31-3268942  
Estate No.: 31-3268942

**IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF  
IOVATE HEALTH SCIENCES U.S.A. INC.**

Court No.: 31-3268971  
Estate No.: 31-3268971

**IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF  
NORTHERN INNOVATIONS HOLDING CORP.**

**ORDER**

**THIS MOTION**, made by Iovate Health Sciences International Inc. ("**Iovate International**"), Iovate Health Sciences U.S.A. Inc. ("**Iovate USA**"), and Northern Innovations Holding Corp. ("**Northern Innovations**") and together with Iovate International and Iovate USA, the "**Iovate Entities**") for an Order, *inter alia*:


- (a) abridging the time for service of the Iovate Entities' Notice of Motion so that the motion is properly returnable on September 9, 2025;
- (b) approving the administrative consolidation of the proposal proceedings of the Iovate Entities under one title of proceeding;

DOC#15240616v7

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DATED AT TORONTO THIS 9 DAY OF September 2025  
FAIT À TORONTO LE 9 JOUR DE

 **Erin Hartman; Registrar, Superior Court of Justice**  
REGISTRAR GREFFIER

- (c) granting an Administrative Professionals Charge (as defined below) in the maximum amount of \$750,000, on the assets, undertakings and properties of the Iovate Entities to secure payment of the fees and disbursements of the Administrative Professionals (as defined below), both before and after the making of this Order, with respect and incidental to the Proposal Proceedings (as defined below), provided that the Administrative Professionals Charge shall rank behind Encumbrances (as defined below) in favour of any Persons (as defined below) that have not been served with notice of this motion;
- (d) authorizing and empowering Iovate International to act as a foreign representative of the Proposal Proceedings (as defined below) for the purpose of having the Proposal Proceedings recognized in a jurisdiction outside of Canada; and
- (e) authorizing and empowering Iovate International, as foreign representative, to apply to the United States Bankruptcy Court for relief pursuant to Chapter 15 of the *United States Bankruptcy Code*, 11 U.S.C. §§ 101-1330, as amended (the "*United States Bankruptcy Code*") and any other provision of the *United States Bankruptcy Code*;

was heard this day at 330 University Avenue, Toronto, Ontario by videoconference.

**ON READING** the Motion Record of the Iovate Entities, including the Affidavit of Wesley Parris sworn September 6, 2025 and the exhibits thereto, and on hearing the submissions of counsel for the Iovate Entities, KSV Restructuring Inc., in its capacity as proposal trustee in the Proposal Proceedings (as defined below) (the "**Proposal Trustee**"), and Royal Bank of Canada as agent for a syndicate of lenders, and other such parties shown on the Participant Information Form filed with the Court:

#### **SERVICE**

1. **THIS COURT ORDERS** that the time for service and filing of the Notice of Motion and the Motion Record is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.

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REGISTRAR GREFFIER

## ADMINISTRATIVE CONSOLIDATION

2. **THIS COURT ORDERS** that the proposal proceedings of Iovate International (Estate No.: 31-3268936), Iovate USA (Estate No.: 31-3268942) and Northern Innovations (Estate No.: 31-3268971) (collectively, the "**Proposal Proceedings**") be and are hereby administratively consolidated and the Proposal Proceedings are hereby authorized and directed to continue under the following joint title of proceedings:

Court No.: 31-3268936  
Estate No.: 31-3268936

### IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF IOVATE HEALTH SCIENCES INTERNATIONAL INC.

Court No.: 31-3268942  
Estate No.: 31-3268942

### IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF IOVATE HEALTH SCIENCES U.S.A. INC.

Court No.: 31-3268971  
Estate No.: 31-3268971

### IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF NORTHERN INNOVATIONS HOLDING CORP.

3. **THIS COURT ORDERS** that the Proposal Trustee may administer the Proposal Proceedings on a consolidated basis for the purpose of carrying out its administrative duties and responsibilities as proposal trustee under the *Bankruptcy and Insolvency Act*, RSC 1985, c B-3, as amended.

4. **THIS COURT ORDERS** that all further materials in the Proposal Proceedings shall be filed with the Commercial List Office only in the Iovate International estate and court file (Estate No.: 31-3268936 and Court No.: 31-3268936) and hereby dispenses with further filing thereof in the estate and court file of Iovate USA and Northern Innovations.

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## ADMINISTRATIVE PROFESSIONALS CHARGE

5. **THIS COURT ORDERS** that the Proposal Trustee, counsel to the Proposal Trustee, KPMG LLP in its capacity as financial advisor to the Iovate Entities, and Canadian and U.S. counsel to the Iovate Entities (collectively, the "**Administrative Professionals**") shall be paid their reasonable fees and disbursements (including any pre-filing fees and disbursements), in each case at their standard rates and charges, by the Iovate Entities as part of the costs of these Proposal Proceedings. The Iovate Entities are hereby authorized and directed to pay the accounts of the Administrative Professionals for work performed in connection with these Proposal Proceedings, including any proceedings under the *United States Bankruptcy Code* and any bankruptcy proceedings under the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, on a periodic basis.

6. **THIS COURT ORDERS** that the Administrative Professionals shall be paid their reasonable fees and disbursements in each case at their standard rates and charges, and that the Administrative professionals shall be and are hereby entitled to a charge (the "**Administrative Professionals Charge**") on the assets, undertakings and properties of the Iovate Entities (the "**Property**") to a maximum amount of \$750,000, to secure payment of the fees and disbursements of the Administrative Professionals, both before and after the making of this Order, with respect and incidental to the Proposal Proceedings, including any proceedings under the *United States Bankruptcy Code* and any bankruptcy proceedings under the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended, and that the Administrative Professionals Charge shall form a first charge on the Property in priority to all security interests, trusts, liens, charges and encumbrances, statutory or otherwise (collectively, "**Encumbrances**"), in favour of any individual, firm, corporation, governmental body or agency, or any other entities (all of the foregoing, collectively being "**Persons**" and each being a "**Person**"), provided that the Administrative Professionals Charge shall rank behind Encumbrances in favour of any Persons that have not been served with notice of this motion. The Iovate Entities and the beneficiaries of the Administrative Professionals Charge shall be entitled to seek priority of the Administrative Professionals Charge ahead of such Encumbrances on notice to those parties.

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## FOREIGN REPRESENTATIVE

7. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States, to give effect to this Order and to assist the Iovate Entities, the Proposal Trustee and their respective agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and provide such assistance to the Iovate Entities and to the Proposal Trustee, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant foreign representative status to Iovate International in any foreign proceeding, or to assist the Iovate Entities and the Proposal Trustee and their respective agents in carrying out the terms of this Order.

8. **THIS COURT ORDERS** that Iovate International be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, including in the United States, for the recognition of this Order and the Proposal Proceedings for assistance in carrying out the terms of this Order, and Iovate International is authorized and empowered to act as a foreign representative in respect of the Proposal Proceedings for the purpose of having the Proposal Proceedings recognized in a jurisdiction outside of Canada.

9. **THIS COURT ORDERS** that Iovate International is authorized and empowered, as a foreign representative of the Iovate Entities and the Proposal Proceedings, to apply to the United States Bankruptcy Court for relief pursuant to Chapter 15 of the *United States Bankruptcy Code*, and any other provisions of the *United States Bankruptcy Code*.

## SERVICE AND CASE WEBSITE

10. **THIS COURT ORDERS** that the E-Service Guide of the Commercial List (the "**Guide**") is approved and adopted by reference herein and, in this proceeding, the service of documents made in accordance with the Guide (which can be found on the Commercial List website at <https://www.ontariocourts.ca/scj/practice/regional-practice-directions/eservice-commercial/>) shall be valid and effective service. Subject to Rule 17.05 this Order shall constitute an order for substituted service pursuant to Rule 16.04 of the Rules of Civil Procedure.

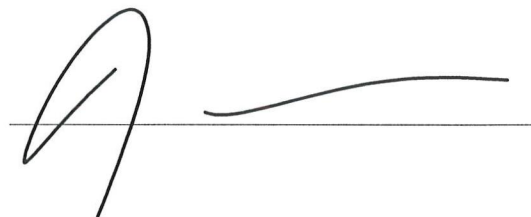
Subject to Rule 3.01(d) of the Rules of Civil Procedure and paragraph 21 of the Guide, service of

documents in accordance with the Guide will be effective on transmission. This Court further orders that a Case Website shall be established in accordance with the Guide with the following URL: <https://www.ksvadvisory.com/experience/case/Iovate>.

#### COMEBACK CLAUSE

11. **THIS COURT ORDERS** that any interested party may apply to this Court to vary or amend this Order on not less than five (5) days' notice to Iovate International, the Proposal Trustee, Royal Bank of Canada, and to any other party likely to be affected by the order sought or upon such other notice, if any, as this Court may order.

12. **THIS COURT ORDERS** that this order is effective from the date it is made, and it is enforceable without the need for entry and filing, provided that any party may nonetheless submit a formal order for original, signing, entry and filing, as the case may be.



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IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF NORTHERN INNOVATIONS HOLDING CORP.

Court No.: 31-3268971

Estate No.: 31-3268971

*ONTARIO*  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)  
Proceedings commenced at Toronto

ORDER

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