

ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST

THE HONOURABLE MR. ) TUESDAY, THE 2<sup>nd</sup>  
JUSTICE HAINEY ) DAY OF JUNE, 2020

IN THE MATTER OF THE *COMPANIES' CREDITORS*  
*ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR  
ARRANGEMENT OF JAMES E. WAGNER CULTIVATION  
CORPORATION, JAMES E. WAGNER CULTIVATION LTD.,  
JWC 1 LTD., JWC 2 LTD., JWC SUPPLY LTD. AND  
GROWTHSTORM INC.

(collectively, the "**Applicants**" and each an "**Applicant**")



ANCILLARY ORDER

**THIS MOTION** made by the Applicants, pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "CCAA") was heard this day via videoconference due to the COVID-19 pandemic.

**ON READING** the Third Report of KSV Kofinan Inc. (the "**Monitor**") dated May [25], 2020 (the "**Third Report**"), together with the appendices thereto and such other materials as were filed by the parties, and on hearing the submissions of counsel to the Applicants, counsel to the Monitor and such other counsel as were present, no one appearing for any other although duly served as appears from the affidavit of service of Aiden Nelms sworn May 25, 2020.

**SERVICE**

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

**DEFINITIONS**

2. **THIS COURT ORDERS** that all terms not otherwise defined herein shall have the meaning ascribed to them in the Amended and Restated Initial Order dated April 9, 2020.

**DIP AMENDMENT**

3. **THIS COURT ORDERS** that the execution by the Applicants of the Second Amendment to Interim Financing Term Sheet dated May 25, 2020, a copy of which is attached to the Third Report, is hereby authorized and approved.

**STAY EXTENSION**

4. **THIS COURT ORDERS** that the Stay Period be and is hereby extended until and including June 30, 2020.

**APPROVAL OF THE MONITOR'S REPORTS AND ACTIVITIES**

5. **THIS COURT ORDERS** that the Report of the Proposed Monitor dated March 31, 2020, the First Report of the Monitor dated April 6, 2020, the Second Report of the Monitor dated May 4, 2020, and the Third Report of the Monitor dated May 25, 2020 and the activities of the Monitor referred to therein be and are hereby approved; provided, however, that only the Monitor, in its personal capacity and only with respect to its own personal liability, shall be entitled to rely upon or utilize in any way such approval.

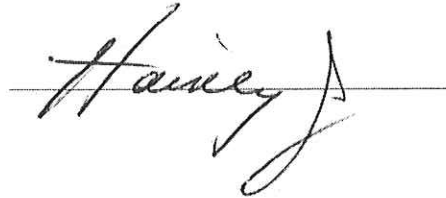
**GENERAL**

6. **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 Applicants, the Monitor 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 to provide such assistance to the Applicants and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, or to assist the Applicants and the Monitor and their respective agents in carrying out the terms of this Order.

7. **THIS COURT ORDERS** that each of the Applicants and the Monitor be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order.

8. **THIS COURT ORDERS** that this Order and all of its provisions are effective as of 12:01 a.m. Toronto time on the date of this Order.

A handwritten signature in cursive script, appearing to read "Hamie J.", is written over a horizontal line.

SUPERIOR COURT OF JUSTICE  
**ENTERED**  
JUN 02 2020  
RW  
COUR SUPÉRIEURE DE JUSTICE  
**ENTRÉ**

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF JAMES E. WAGNER CULTIVATION CORPORATION, JAMES E. WAGNER CULTIVATION LTD., JWC 1 LTD., JWC 2 LTD., JWC 2 LTD., JWC SUPPLY LTD AND GROWTHSTORM INC.

Court File No. CV-20-00639000-00CL

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SUPERIOR COURT OF JUSTICE  
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Proceedings commenced in Toronto

**ANCILLARY ORDER**

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