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January 22, 2024

TO: ALL SHAREHOLDERS

**Re: Nexii Building Solutions Inc., Nexii Construction Inc, NBS IP Inc., and Nexii Holdings Inc.
(collectively, the “Companies”)**

Please be advised that on January 11, 2024, the Companies were granted protection under the *Companies' Creditors Arrangement Act* (the “CCAA”) pursuant to an order (the “Initial Order”) of the Supreme Court of British Columbia (the “Court”). Pursuant to the Initial Order, KSV Restructuring Inc. was appointed as monitor (the “Monitor”). On January 16, 2024, the company sought and obtained recognition of the CCAA proceedings in the United States pursuant to Chapter 15 of the United States Bankruptcy Code in Delaware. On January 22, 2024, the Court approved an amended and restated initial order (“ARIO”). While not petitioners in the CCAA proceedings, the stay of proceedings granted pursuant to the Initial Order has been extended to the entities that form the Omicron business.

The decision to commence CCAA proceedings was not an easy one. Following a period of aggressive growth and expansion commencing in 2021, the Companies' costs continued to increase. Despite the implementation of cost reduction initiatives, these increasing costs resulted in the Companies being unable to meet their obligations to their lenders, culminating in the Companies missing payments owing under their loan agreements. As a result, the Companies would have been unable to stabilize their business or obtain the further financing without the protection and stability that the CCAA proceedings offer.

The primary purpose of the CCAA proceedings is to provide the Companies with stability and time to continue to operate their business and pursue a sale process (the “Sale Process”) with a view to identifying a value-maximizing transaction.

The Companies have obtained debtor-in-possession financing (“DIP Financing”) from Powerscourt Investments XXV Trust, Trinity Capital Inc., Horizon Technology Finance Corporation and Horizon Credit II LLC (collectively, the “DIP Lenders”) to ensure that they have sufficient liquidity during the CCAA proceedings.

Amounts available for distribution to stakeholders will depend on the results of the Sale Process. Shareholders of Nexii Building Solutions Inc. will only receive distributions if all secured and unsecured claims against the Companies are paid in full. Based on the Companies' books and records an initial estimate of these claims appear to be approximately CAD\$109 million. This amount could increase if additional claims arise during the CCAA proceedings.

The Companies will provide periodic updates on the progress of the CCAA proceedings and key developments as warranted. Additional details in respect of the CCAA proceedings will be posted periodically on the Monitor's website at: <https://www.ksvadvisory.com/experience/case/nexii>.

Yours very truly,

KSV RESTRUCTURING INC.

**IN ITS CAPACITY AS COURT-APPOINTED CCAA MONITOR OF
NEXII BUILDING SOLUTIONS INC.,
NEXII CONSTRUCTION INC, NBS IP INC., AND
NEXII HOLDINGS INC.
AND NOT IN ITS PERSONAL OR CORPORATE CAPACITY**