

ONTARIO
SUPERIOR COURT OF JUSTICE
(IN BANKRUPTCY AND INSOLVENCY)

Estate Number: **33-2618511**
Court File No.: **33-2618511**

**AND IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL
OF EUREKA 93 INC. OF THE CITY OF OTTAWA IN THE PROVINCE OF ONTARIO**

**AND IN THE MATTER OF THREE RELATED INTENDED PROPOSALS (LIVEWELL
FOODS CANADA INC., ARTIVA INC., AND VITALITY CBD NATURAL HEALTH
PRODUCTS INC.)**

NOTICE OF MOTION

Eureka 93 Inc. (“**Eureka 93**”), Livewell Foods Canada Inc. (“**LiveWell**”), Artiva Inc. (“**Artiva**”) and Vitality CBD Natural Health Products Inc. (“**Vitality**” and, together with Eureka 93, LiveWell and Artiva, the “**Debtors**”) will make a Motion to the Bankruptcy Court in writing at 161 Elgin Street, Ottawa, Ontario.

PROPOSED METHOD OF HEARING: The Motion is to be heard in writing.

THE MOTION IS FOR:

1. An Order extending the time by which the Debtors are required to file Proposals until 12 June 2020 substantially in the form attached as **Schedule “A”**;
2. Such further and other relief as this Honourable Court deems just.

THE GROUNDS FOR THE MOTION ARE:

1. The grounds set out in the Seann Poli Affidavit sworn 17 April 2020 (the “**Poli Second Extension Affidavit**”) and the Report of Deloitte Restructuring Inc. (the “**Proposal Trustee**”) in its capacity as Proposal Trustee dated 20 April 2020 (the “**Second Extension Report**”).
2. The Debtors have acted, and are acting, in good faith and with due diligence.

3. The Debtors will likely be able to make viable proposals if the extension being applied for is granted.
4. No creditor will be materially prejudiced if the extension being applied for is granted.
5. *Bankruptcy and Insolvency Act*, RSC 1985, c B-3.
6. The Proposal Trustee supports the extension of the time by which the Debtors are required to file Proposals.
7. There is no creditor that has indicated that they oppose the relief being sought by the Debtors.
8. Such further and other grounds as counsel may advise and this Honourable Court may accept.

THE FOLLOWING DOCUMENTARY EVIDENCE will be used at the hearing of the Motion:

1. The Poli Second Extension Affidavit;
2. The Second Extension Report; and
3. Such further and other evidence as this Honourable Court may permit.

20 April 2020

GOWLING WLG (CANADA) LLP
Barristers & Solicitors
Suite 1600, 1 First Canadian Place
100 King Street West
Toronto, ON M5X 1G5

E. Patrick Shea (LSUC No. 39655K)
Tel: (416) 369-7399
Fax: (416) 862-7661
Email: patrick.shea@gowlingwlg.com

Benoit M. Duchesne (LSO # 44922I)
Email: benoit.duchesne@gowlingwlg.com

Lawyers for the Debtors