

**SUPERIOR COURT**  
(Commercial Division)

**CANADA**  
**PROVINCE OF QUÉBEC**  
**DISTRICT OF MONTRÉAL**

NO: 500-11-063053-231

DATE: June 10, 2025

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**PRESIDING: THE HONOURABLE KAREN M. ROGERS, J.S.C.**

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**IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, RSC 1985, C C-36 OF:**

**STORNOWAY DIAMONDS (CANADA) INC.**

-and-

**11272420 CANADA INC.**

Debtors

-and-

**DELOITTE RESTRUCTURING INC.**

Monitor

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**KEY EMPLOYEE RETENTION PLAN TRUST ORDER**

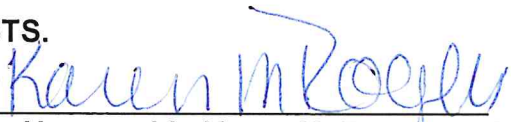
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- [1] **ON READING** the Debtors' *Application for the Issuance of an Approval and Vesting Order, a Liquidation Order and Ancillary Relief* (the "**Application**"), the affidavit and the exhibits filed in support thereof;
- [2] **CONSIDERING** the notification of the Application;
- [3] **CONSIDERING** the Fourth Amended and Restated Initial Order issued by this Court on October 8, 2024, as amended on January 17 and February 24, 2025;
- [4] **GIVEN** the provisions of the *Companies' Creditors Arrangement Act*, RSC 1985, c C-36, as amended.

JR 1825

**THE COURT HEREBY:**

- [5] **GRANTS** the Application.
- [6] **ORDERS** that paragraph 37.1 of the Fourth Amended and Restated Initial Order, be replaced as follows:
- [37.1] **ORDERS AND DECLARES** that an amount equal to the aggregate of (i) the value of the outstanding obligations owing under the KERP Agreements, as amended (Exhibit R-4 to the Debtors' *Application for the Issuance of an Approval and Vesting Order, a Liquidation Order and Ancillary Relief* dated June 6, 2025) and (ii) the value of the Debtors' key officers' retention bonuses, as described in the retention letters communicated under seal, *en liasse*, as Exhibit R-4 to the Debtors' *Application for the Issuance of an Approval and Vesting Order, a Liquidation Order and Ancillary Relief* dated June 6, 2025 (the "**Retention Letters**"), be placed in trust with a third party trust agent (the "**KERP Trust**"), and **ORDERS** that the amounts placed in the KERP Trust shall be released in accordance with the terms and conditions set forth in the KERP Agreements and in the Retention Letters, as applicable.
- [7] **ORDERS** that Exhibit R-4 in support of the Application is confidential and is filed under seal.
- [8] **ORDERS** the provisional execution of this Order notwithstanding appeal and without security.
- [9] **THE WHOLE WITHOUT COSTS.**

  
The Honourable Karen M. Rogers, J.S.C.