

C A N A D A

PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL

SUPERIOR COURT
(Commercial Division)

Sitting as a court designated pursuant to the
Companies' Creditors Arrangement Act, RSC
1985, c. C-36)

Nº: 500-11-065700-250

**IN THE MATTER OF THE PLAN OF
ARRANGEMENT OR COMPROMISE OF:**

ENERKEM ALBERTA BIOFUELS G.P. INC.

9546-7049 QUÉBEC INC. (ResidualCo 1)

9546-7064 QUÉBEC INC. (ResidualCo 2)

9390-1783 QUÉBEC INC.

Applicants/Residual Debtors

-and-

ENERKEM ALBERTA BIOFUELS L.P.

Mise-en-cause

-and-

DELOITTE RESTRUCTURING INC.

Monitor

APPLICATION FOR A STAY EXTENSION

**(Section 11.02(2) of the *Companies' Creditors Arrangement Act*, RSC 1985, c
C-36)**

**TO THE HONOURABLE JUSTICE CÉLINE LEGENDRE J.S.C. OF THE SUPERIOR
COURT, SITTING IN COMMERCIAL DIVISION, IN AND FOR THE JUDICIAL
DISTRICT OF MONTRÉAL, DELOITTE RESTRUCTURING INC., IN ITS CAPACITY
AS MONITOR, RESPECTFULLY SUBMITS THE FOLLOWING:**

I. INTRODUCTION

1. By the present *Application for a Stay Extension* (the “**Application**”) Deloitte Restructuring Inc., in its capacity as monitor (the “**Monitor**”) hereby seeks the issuance of an order substantially in the form of the draft order communicated herewith as **Exhibit R-1** (the “**Stay Extension Order**”), providing, *inter alia*, for an extension of a stay of proceedings until and including May 15, 2026 the whole as more amply set out herein.
2. The Monitor has prepared a report in support of this Application (the “**Monitor’s Fourth Report**”), which is disclosed in support hereof as **Exhibit R-2**.

II. BACKGROUND AND THE CCAA PROCEEDINGS

3. Enerkem Inc., Enerkem Alberta Biofuels G.P. Inc., Enerkem Limited (UK), Enerkem Corporation (Delaware), Enerkem Spain Holdings, Sociedad Limitada (Spain) and 9390-1783 Québec Inc. (the “**Initial Applicants**”) operated in the field of converting heterogeneous waste and biomass materials into a diverse range of clean fuels and circular chemicals, using proprietary patent technology.
4. In recent years, the Initial Applicants faced increasing financial challenges and setbacks in connection with their main projects and revenue sources.
5. On May 12, 2025, this Court granted the Initial Applicant’s *Application for the issuance of an initial order, an amended and restated initial order, and an order approving a sale and investment solicitation process* and issued an initial order under the *Companies’ Creditors Arrangement Act* (“**CCAA**”) valid until May 22, 2025 (the “**Initial Order**” and the “**Stay Period**”) providing for, *inter alia*, the appointment of Deloitte Restructuring Inc. as Monitor, as appears from the Court record.
6. The Initial Order also provided for a Sale and Investment Solicitation Process Order (the “**SISP Order**”), which approved, *inter alia*, the conduct of a sale and investment solicitation process in respect of the Initial Applicants’ business and property (the “**SISP**”) in accordance with the procedures set out in the annex appended to the draft SISP Order.
7. On May 22, 2025, the Initial Applicants attended the “comeback hearing”, following which this Court issued an Amended and Restated Initial Order, which provided for, *inter alia*, the following relief:
 - (i) an extension of the Stay Period until August 22, 2025;
 - (ii) an increase to the Administration Charge to a total amount of up to \$1 million for work performed and to be performed by the Professionals in connection with these CCAA proceedings; and
 - (iii) an increase to the D&O Charge to a total amount of up to \$2 million.

8. The Stay Period was extended on several occasions, including most recently until November 17, 2025.
9. On July 30, 2025, further to the results of the SISP, this Court issued an Approval and Reverse Vesting Order (the “**RVO**”) approving the transactions (the “**Transactions**”) contemplated by a subscription agreement dated July 22, 2025, entered into by and among Enkern Inc. (the “**Issuer**”) and Repsol Quimica, S.A. (“**Repsol**”), Monarch Alternative Capital LP (“**Monarch**”) and ESC Sustainable Solutions Fund, L.P. (together with Repsol and Monarch, the “**Investors**”).
10. The reverse vesting structure of the Transactions allowed the Issuer and Enkern UK, Enkern Delaware and Enkern Spain (collectively, the “**Retained Entities**”), to maintain their existing intellectual property, licenses, permits, certifications, regulatory approvals and other requirements essential to their operations, as well as preserving their tax attributes which would have otherwise been adversely impacted through an asset purchase structure.
11. Pursuant to the RVO, 9546-7049 Québec Inc. (“**ResidualCo 1**”) and of 9546-7064 Québec Inc. (“**ResidualCo 2**”) (collectively, the “**ResidualCos**”, and together with Enkern Alberta Biofuels G.P. Inc., the “**Residual Debtors**”) were added as parties to these CCAA proceedings and the Issuer and the Retained Entities ceased to be parties thereto.
12. The Transactions contemplated in the RVO closed on September 2, 2025.
13. As a result of the Transactions and of the RVO, the only tangible assets remaining for the purpose of these CCAA Proceedings are those of Enkern Alberta Biofuels G.P. Inc. and Enkern Alberta Biofuels L.P. (collectively, “**EAB**”).
14. EAB previously operated a commercial-scale demonstration biorefinery in Edmonton (the “**Alberta Plant**”), which was retired as of January 20, 2024, and prepared to undergo physical removal of equipment, among other final decommissioning steps.
15. Concurrently with the closing of the Transactions, the powers of the Monitor were expanded in order to allow the Monitor to conduct the wind down of the Residual Debtors and their assets.
16. The SISP also involved the solicitation of liquidation proposals for the Alberta Plant. As previously reported to the Court, the Monitor received several proposals and related deposits from bidders for the dismantlement of the Alberta Plant and the liquidation thereof (the “**EAB Proposal(s)**”).

III. ACTIVITIES OF THE MONITOR SINCE THE CLOSING OF THE TRANSACTIONS

17. Since the issuance of the RVO and the closing of the Transactions, the Monitor has:
- (i) continued discussions with the City of Edmonton and with Alberta Environment and Protected Areas with respect to the obligations of EAB under applicable environmental laws in relation to the Alberta Plant;
 - (ii) maintained regular communication with the Initial Applicants, the Investors, and its remaining secured creditor, Fiera Private Debt Fund IV LP ("**Fiera**"), as to the remaining steps needed to monetize the Alberta Plant, wind down the Residual Debtors and terminate the CCAA proceedings; and
 - (iii) continued discussions with the bidders having submitted an EAB Proposal regarding the dismantlement of the Alberta Plant and the liquidation thereof.

IV. RELIEF SOUGHT

A. Issuance of a Stay Extension Order

18. With the present Application, the Monitor is hereby seeking an extension of the Stay Period, which currently expires on November 17, 2025 for six (6) months, up to and until May 15, 2026.
19. As set out above, the Transactions have been implemented such as the Initial Applicants' business is continuing under new ownership and has been restructured in accordance with the remedial objectives of the CCAA.
20. Since assisting with the closing of the Transactions, the Monitor has been working diligently to advance the present CCAA proceedings.
21. The requested extension of the Stay Period is notably necessary to allow the Monitor to continue and finalize the discussions with the City of Edmonton and Alberta Environment and Protected Areas regarding the potential environmental liabilities associated with the Alberta Plant.
22. Accordingly, the Monitor is in the process of initiating a site assessment in respect of the Alberta Plant in order to determine the extent of the environmental obligations, if any.
23. The Monitor will only be able to resume discussions with the bidders having submitted an EAB Proposal when the results of the required environmental studies are received.

24. Consequently, the Monitor requires additional time to accomplish certain remaining actions to effectuate the orderly wind-down of the Residual Debtors' affairs, the whole in the best interest of all stakeholders.
25. Accordingly, the Monitor submits that the requested Stay Period extension up to and until May 15, 2026, is appropriate and necessary in the circumstances.
26. Based on the projections and assumptions which will be set out in a schedule to the Monitor's Fourth Report, the Monitor expects to have sufficient funding and liquidity to cover anticipated expenses during the extended Stay Period.
27. The Monitor has acted and continues to act in good faith and with diligence throughout these CCAA proceedings, and the requested extension is appropriate in the circumstances.

V. CONCLUSION

28. For the reasons set forth above, the Monitor submits that it is both appropriate and necessary that the relief sought herein be granted. With such relief, the Monitor will be able to pursue the restructuring initiatives for the benefit of all stakeholders.

FOR THESE REASONS, MAY IT PLEASE THIS HONOURABLE COURT TO:

GRANT the present *Application for a Stay Extension*.

RENDER the Stay Extension Order substantially in the form of the draft order communicated herewith as **Exhibit R-1**.

THE WHOLE without costs, save and except in the event of contestation.

MONTREAL, November 12, 2025

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Our file: 1268210

SWORN STATEMENT OF JEAN-FRANÇOIS NADON

I, the undersigned, Jean-François Nadon, having my professional address at 1190 Avenue des Canadiens-de-Montréal, suite 500, Montréal, Québec, H3B 0M7, in the city and judicial district of Montréal, do solemnly affirm that:

1. I am a duly authorized representative of Deloitte Restructuring Inc., acting in its capacity as court-appointed Monitor of the Residual Debtors.
2. All the factual allegations contained in the Application are true.

AND I HAVE SIGNED:



JEAN-FRANÇOIS NADON

SOLEMNLY AFFIRMED before me by
technological means in Montréal, Québec
this 12th day of November 2025.



Commissioner for Oaths
for the Province of Québec



**NOTICE OF PRESENTATION
COMMERCIAL DIVISION
(16.12)**

TO: **Service List**

PRESENTATION OF THE PROCEEDING

You are hereby notified of the attached Application for a Stay Extension (Section 11.02(2) of the *Companies' Creditors Arrangement Act*, RSC 1985, c C-36.

TAKE NOTICE the Court has advised the Monitor that it is prepared to extend the Stay Period until May 15, 2026, at 11:59 p.m., without a hearing on the basis of the attached Application, provided that no party objects to such proposed extension.

Should you wish to object to the extension of the Stay Period until May 15, 2026, you are required to serve a written Notice of Objection on the Service List no later than November 14, 2025 at 16:30.

PLEASE GOVERN YOURSELF ACCORDINGLY.

MONTREAL, November 12, 2025

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Our file: 1268210

C A N A D A

PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL

SUPERIOR COURT
(Commercial Division)

Sitting as a court designated pursuant to the
Companies' Creditors Arrangement Act, RSC
1985, c. C-36)

Nº: 500-11-065700-250

**IN THE MATTER OF THE PLAN OF
ARRANGEMENT OR COMPROMISE OF:**

ENERKEM ALBERTA BIOFUELS G.P. INC.

9546-7049 QUÉBEC INC. (ResidualCo 1)

9546-7064 QUÉBEC INC. (ResidualCo 2)

9390-1783 QUÉBEC INC.

Applicants/Residual Debtors

-and-

ENERKEM ALBERTA BIOFUELS L.P.

Mise-en-cause

-and-

DELOITTE RESTRUCTURING INC.

Monitor

LIST OF EXHIBITS

Exhibit R-1	Draft Stay Extension Order
Exhibit R-2	Fourth Report to the Court submitted by Deloitte Restructuring Inc. in its capacity as Monitor dated November 13, 2025

MONTREAL, November 12, 2025

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EXHIBIT R-1

SUPERIOR COURT
(Commercial Division)

CANADA
PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL

No.: 500-11-065700-250

DATE: November 17, 2025

BEFORE THE HONOURABLE CÉLINE LEGENDRE, J.S.C.

IN THE MATTER OF THE COMPROMISE OR ARRANGEMENT OF:

**ENERKEM ALBERTA BIOFUELS G.P. INC.
9546-7049 QUÉBEC INC. (ResidualCo 1)
9546-7064 QUÉBEC INC. (ResidualCo 2)
9390-1783 QUÉBEC INC.**

Applicants/Residual Debtors

-and-

ENERKEM ALBERTA BIOFUELS L.P.

Mise-en-cause

-and-

DELOITTE RESTRUCTURING INC.

Monitor

ORDER EXTENDING THE STAY OF PROCEEDINGS

500-11-065700-250

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- [1] **CONSIDERING** the Monitor's *Application for a Stay Extension* dated November 12, 2025 (the "**Application**");
- [2] **CONSIDERING** the Initial Order issued by this Court on May 12, 2025, as amended and restated from time to time, including on July 30, 2025 (the "**Initial Order**");
- [3] **CONSIDERING** that the Stay Period (as defined in the Initial Order), currently expires on November 17, 2025;
- [4] **CONSIDERING** that it is appropriate and economical to extend the Stay Period (as defined in the Initial Order) until the May 15, 2026.
- [5] **CONSIDERING** the Service List (as defined in the Initial Order) was notified the Application, advised of the proposed extension and invited to submit any objections thereto prior to November 14, 2025 at 16:30 ("**Objection Deadline**");
- [6] **CONSIDERING** the absence of any contestation or objection to the proposed extension prior to the Objection Deadline;
- [7] **CONSIDERING** the Monitor's Fourth Report dated November 13, 2025.
- [8] **GIVEN** the provisions of the *Companies' Creditors Arrangement Act*, RSC, 1985, c. C-36 (the "**CCAA**");

THE COURT HEREBY:

- [9] **GRANTS** the Application.
- [10] **EXTENDS** the Stay Period (as defined in the Initial Order, as amended and restated from time to time, including on July 30, 2025), up to and including May 15, 2026.
- [11] **DECLARES** that this Order and all other orders in these proceedings shall have full force and effect in all provinces and territories in Canada.
- [12] **THE WHOLE WITHOUT COSTS.**

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CÉLINE LEGENDRE, J.S.C.

MTRE SANDRA ABITAN
MTRE JACK M. LITTLE
(OSLER HOSKIN & HARCOURT LLP)
COUNSEL TO THE MONITOR

EXHIBIT R-2
to be filed subsequently

No: 500-11-065700-250

SUPERIOR COURT

(Commercial Division)

(Sitting as a court designated pursuant to the
Companies' Creditors Arrangement Act,
RSC 1985, c. C-36)

DISTRICT OF MONTRÉAL

**IN THE MATTER OF THE PLAN OF ARRANGEMENT OR
COMPROMISE OF:**

ENERKEM ALBERTA BIOFUELS G.P. INC. ET ALS.

.

Applicant/Residual Debtors

-and-

ENERKEM ALBERTA BIOFUELS L.P.

Impleaded Parties

-and-

DELOITTE RESTRUCTURING INC.

Monitor

**APPLICATION FOR A STAY EXTENTION, AFFIDAVIT,
NOTICE OF PRESENTATION, LIST OF EXHIBITS,
EXHIBITS (Section 11.02(2) of the *Companies'*
Creditors Arrangement Act, RSC 1985, c C-36)**

ORIGINAL

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