

Superior Court
(Commercial Division)

Canada
Province of Québec
District of Montréal
No: 500-11-058763-208

In the matter of the *Companies' Creditors Arrangement Act* of:

**Groupe Dynamite Inc.
GRG USA Holdings Inc.
GRG USA LLC**

Debtors

-and-

Deloitte Restructuring Inc.

Monitor

**Application for a Fifth Extension of the Stay Period
(Companies' Creditors Arrangement Act, s 11.02(2))**

To the Honourable Brian Riordan, Judge of the Superior Court, sitting in the Commercial Division for the District of Montréal, the Debtors respectfully submit:

I. Introduction

1. By the present application (the "**Application**"), the Debtors request an extension of the Stay Period to September 24, 2021, in accordance with the terms of the proposed extension order (the "**Proposed Extension Order**"), communicated herewith as **Exhibit P-1**.
2. The relief sought in the Application is necessary and appropriate to allow for the Debtors to continue the restructuring process contemplated in the Initial Order dated September 8, 2020, as amended and restated on September 18, 2020 and on May 18, 2021 (the "**Initial Order**").
3. The Monitor supports the relief sought.

II. The Stay Period should be extended

4. On September 8, 2020, the Debtors served an Application for an Initial Order and an Amended and Restated Initial Order (the "**Initial Application**"), as appears from the Court record.

5. The Initial Application provides a detailed description of the activities of the Debtors, their key stakeholders, the circumstances surrounding the filing of the Initial Application as well as the Restructuring contemplated pursuant to the Initial Order.
6. On September 8, 2020, this Court granted the Initial Application and rendered an Initial Order, commencing proceedings in respect of the Debtors under the CCAA (the “**CCAA Proceedings**”).
7. On September 18, 2020, the Court rendered an amended and restated initial order, *inter alia*, confirming the provisions of the Initial Order and extending the Stay Period to October 19, 2020.
8. Since September 18, 2020, the Court extended the Stay Period on several occasions, including most recently, on April 19, 2021, to July 6, 2021.
9. Since the last extension of the Stay Period on April 19, 2021, the Debtors:
 - (a) have proceeded to continue their review of their lease portfolio. As of June 8, 2021, Groupe Dynamite had verbal agreements with landlords regarding all of its 303 stores, as well as finally documented agreements regarding 224 (74%) of them;
 - (b) have launched a claims process; and
 - (c) have progressed in the elaboration of one or more plan(s) of compromise or arrangement.
10. The Debtors seek the extension of the Stay Period until September 24, 2021 to complete the review of their lease portfolio, to enter into lease amending agreements, to progress in the review of the proofs of claim, and to submit a plan of compromise or arrangement.
11. It is respectfully submitted that the Debtors have acted and are acting in good faith and with due diligence and that the proposed extension should be granted, in accordance with the Proposed Extension Order.
12. Given the need to advance the restructuring process as quickly as possible, it is respectfully submitted that this Court order the provisional execution of the order sought notwithstanding any appeal.

FOR THESE REASONS, MAY IT PLEASE THE COURT TO:

RENDER an order substantially in the form of the Proposed Extension Order, Exhibit P-1;

THE WHOLE without legal costs, save in case of contestation.

Montreal, June 10, 2021

McCarthy Tétrault

McCarthy Tétrault LLP

Lawyers for the Debtors

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Affidavit

I, the undersigned, Guy Vallières, authorized representative of the Debtors, domiciled for the purpose hereof at 5592 Ferrier Street, Mount-Royal, Québec, Canada, solemnly declare that all the facts alleged in the present *Application for a Fifth Extension of the Stay Period* are true.

AND I HAVE SIGNED



Guy Vallières

SOLEMNLY AFFIRMED TO BEFORE ME AT
SAINTE-MARTHE, this 10th day of June, 2021



COMMISSIONER OF OATHS
FOR THE PROVINCE OF QUÉBEC

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Notice of Presentation

TO: Service List

1. PRESENTATION OF THE PROCEEDING

TAKE NOTICE that the present *Application for a Fifth Extension of the Stay Period* will be presented for adjudication before the Superior Court of Québec, sitting in the commercial division for the district of Montréal, located at 1 Notre Dame Street East, Montréal, QC, H2Y 1B6, **during the virtual roll** on June 17, 2021 at 10:00 am and in room to be determined.

2. HOW TO JOIN THE VIRTUAL PRACTICE ROLL CALL

The coordinates for joining the room [to be determined] virtual roll call are the following:

- a) **With Microsoft Teams Tool:** by clicking on the link available on the website www.tribunaux.qc.ca;

You need at that time to inscribe your name and click on "Joining now". In order to facilitate the progress and the identification of the participants, we are inviting you to inscribe your name by this manner:

The lawyers: Mtre First name, Last Name (name of the represented party)

The syndics: First name, Last Name (syndic's name)

The superintendent: First name, Last name (superintendent's name)

The parties non-represented by lawyers: First name, Last name (precise: Plaintiff, Defendant, Petitioner, Respondent, Creditor, Opponent or other)

For people who are assisting to a public hearing: the mention may be limited to entering: (public)

b) **By telephone:**

Canada, Québec (paid number): + 1 581-319-2194

Canada (toll-free number): (833) 450-1741

Conference ID: [to be determined]

c) **By videoconference:** teams@teams.justice.gouv.qc.ca

Conference VTC ID: [to be determined]

d) **In person:** If and only if you do not have access to one of these technological means above-identified. You can then go to room 17.09 of the Courthouse of Montreal, located at:

1 Notre-Dame Street East.

3. DEFAULT OF PARTICIPATING TO THE VIRTUAL ROLL CALL

TAKE NOTICE that if you wish to contest the proceeding you need to advise by written the instigator of the proceeding at the indicated coordinates in this Notice of Presentation at least 48 hours before the presentation date and participate to the virtual roll call. Failing that, a judgment could be rendered during the presentation of the proceeding, without any further notice or delay.

4. OBLIGATIONS

4.1 The Collaboration

TAKE NOTICE that you have the obligation to cooperate with the other party, in particular by informing each other, at all relevant times, of all facts and elements susceptible of promote a loyal debate and making sure you preserve the relevant evidence (*Civil Code of Procedure*, Art. 20).

4.2 Preventing and Resolving Disputes Method

TAKE NOTICE that you must, before going to the Tribunal, considerate the recourse of all preventing and resolving disputes methods which are, among others, negotiation, mediation or arbitration, for which the parties appeal a third-party assistance (*Civil Code of Procedure*, Art. 2).

DO GOVERN YOURSELVES ACCORDINGLY.

Montreal, June 10, 2021

McCarthy Tétrault

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Lawyers for the Debtors

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Proposed Monitor

List of Exhibits

EXHIBITS	DESCRIPTION
Exhibit P-1	Proposed Extension Order

Montreal, June 10, 2021



McCarthy Tétrault LLP
Lawyers for the Debtors

Superior Court
(Commercial Division)

Canada
Province of Québec
District of Montréal
No: 500-11-058763-208
Date: June 17, 2021

Presiding: The Honourable Brian Riordan, J.S.C.

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**EXTENSION ORDER
(FIFTH EXTENSION)**

HAVING READ the *Application for a Fifth Extension of the Stay Period* dated June 10, 2021 (the "**Application**") and the exhibit and the affidavit filed in support thereof;

GIVEN the submissions of counsel;

GIVEN the Initial Order rendered on September 8, 2020 (as amended and restated on September 18, 2020 and on May 18, 2021, the "**Initial Order**");

GIVEN the Extension Order dated October 15, 2020;

GIVEN the Extension Order dated December 10, 2020;

GIVEN the Extension Order dated February 25, 2021;

GIVEN the Extension Order dated April 19, 2021;

GIVEN the provisions of the CCAA;

THE COURT:

[1] **GRANTS** the Application.

[2] **DECLARES** that all capitalized terms used but not otherwise defined in the present Order (this “**Order**”) shall have the meanings ascribed to them in the Initial Order.

Service

[3] **ORDERS** that any prior delay for the presentation of the Application is hereby abridged and validated so that the Application is properly returnable today and hereby dispenses with any further service thereof.

[4] **PERMITS** service of this Order at any time and place and by any means whatsoever.

Extension of the Stay Period

[5] **EXTENDS** the Stay Period and the application of the Initial Order until September 24, 2021.

Approval of the Monitor’s activities

[6] **APPROVES** the activities of the Monitor, up to the date of this Order, in connection with the Restructuring, including the activities described in the Seventh Report of the Monitor dated June 11, 2021 and **DECLARES** that the Monitor has fulfilled its obligations pursuant to the CCAA and the orders of this Court up until the date of this Order.

General

[7] **ORDERS** that Appendices A, C and D to the Seventh Report of the Monitor dated June 11, 2021 in support of the Application are confidential and are filed under seal, and **PRAYS ACT** of the Debtors’ undertaking to communicate any of those appendices to certain creditors following the execution of a confidentiality agreement.

[8] **ORDERS** the provisional execution of this Order notwithstanding appeal, and without requirement to provide any security or provision for costs whatsoever.

[9] **THE WHOLE** without costs.

The Honourable Brian Riordan, J.S.C.

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