



NO. S-226773  
VANCOUVER REGISTRY

**IN THE SUPREME COURT OF BRITISH COLUMBIA**

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,  
R.S.C. 1985, c. C-36, AS AMENDED

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*, S.B.C. 2002, c. 57

AND

IN THE MATTER OF MEDIPURE PHARMACEUTICALS INC. AND MEDIPURE  
HOLDINGS INC.

PETITIONERS

**ORDER MADE AFTER APPLICATION**  
**(FEE APPROVAL ORDER)**

BEFORE THE HONOURABLE )  
MR. JUSTICE WALKER ) November 1, 2022  
)

ON THE APPLICATION of Deloitte Restructuring Inc. ("**Deloitte**"), in its capacity as Court-appointed Monitor of the Petitioners (in such capacity, the "**Monitor**"), coming on for hearing at Vancouver, British Columbia via MS Teams, on the 1st day of November, 2022; AND ON HEARING Christopher J. Ramsay, counsel for the Monitor, and those other counsel listed on **Schedule "A"** hereto, no one else appearing, although duly served; AND UPON READING the material filed, including the First Material Adverse Change Report of the Proposal Trustee dated June 3, 2022, the First Report of the Proposal Trustee dated June 8, 2022, the Second Report of the Proposal Trustee dated June 16, 2022, the Third Report of the Proposal Trustee dated June 23, 2022, the Second Material Adverse Change Report of the Proposal Trustee dated July 29, 2022, the Fourth Report of the Proposal Trustee dated August 8, 2022 (collectively, the "**Proposal Trustee's Reports**"), the Monitor's First Report filed August 25, 2022, the Monitor's Supplement to the First Report filed September 1, 2022, the Monitor's Second Supplement to the First Report filed September 13, 2022, the Monitor's Second Report filed September 29,

2022, the Monitor's First Supplement to the Second Report filed October 4, 2022, the Monitor's Second Supplement to the Second Report filed October 24, 2022, and the First Confidential Supplement to the Second Supplement to the Monitor's Second Report dated October 24, 2022 (collectively, the "**Monitor's Reports**") and the Affidavit No. 1 of Jeff Keeble and the Affidavit No. 1 of Katie G. Mak (together, the "**Fee Affidavits**");

THIS COURT ORDERS that:

1. The activities of the Proposal Trustee and the Monitor, as described in the Proposal Trustee's Reports and the Monitor's Reports, are hereby approved; provided, however, that only the Proposal Trustee and/or the Monitor in its personal capacity and only with respect to its own personal liability, shall be entitled to rely upon or utilize in any way such approval.
2. The fees and disbursements of the Proposal Trustee, the Monitor and its counsel Clark Wilson LLP, including the estimated completion costs, as described in the Fee Affidavits, are hereby approved.
3. After payment of the fees and disbursement of the Proposal Trustee, the Monitor and its counsel Clark Wilson LLP, as herein approved, and after completing the remaining activities related to these proceedings, the Monitor shall file the Monitor's Certificate in substantially the same form as attached hereto as **Schedule "B"** (the "**Monitor's Certificate**").
4. Effective as at the time and date upon the Monitor's Certificate is filed:
  - (a) the Monitor shall be discharged as Monitor of the Petitioners in these proceedings, provided that notwithstanding its discharge herein:
    - (i) the Monitor shall remain Monitor for the performance of such incidental duties as may be required to complete the administration of these proceedings;
    - (ii) the Monitor shall continue to have the benefit of the provisions of all Orders made in these proceedings, including all approvals, protections and stays of proceedings in favour of Deloitte in its capacity as Monitor
  - (b) the stay of proceedings as provided for in the Initial Order pronounced August 19, 2022, and as extended by further Orders of this Court, shall be terminated.



**Schedule "A"**

**LIST OF COUNSEL**

Christopher J. Ramsay	Deloitte Restructuring Inc., Monitor

**Schedule "B"**

NO. S-226773  
VANCOUVER REGISTRY

**IN THE SUPREME COURT OF BRITISH COLUMBIA**

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,  
R.S.C. 1985, c. C-36, AS AMENDED

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*, S.B.C. 2002, c. 57

AND

IN THE MATTER OF MEDIPURE PHARMACEUTICALS INC. AND MEDIPURE  
HOLDINGS INC.

PETITIONERS

**MONITOR'S CERTIFICATE**

**RECITALS**

- A. On May 11, 2022, the Petitioners filed a Notice of Intention to Make a Proposal pursuant to section 50.4 (1) of the *Bankruptcy and Insolvency Act (Canada)*, R.S.C. 1985 c. B-3, as amended (the "**NOI Proceedings**"). Deloitte Restructuring Inc. ("**Deloitte**") was appointed as the proposal trustee in the NOI Proceedings (the "**Proposal Trustee**").
- B. Pursuant to an Order (the "**Initial Order**") pronounced by Mr. Justice Walker on August 19, 2022: (i) the NOI Proceedings were continued under the *Companies' Creditors Arrangement Act*, R.S.C., 1985, c. C-36 (the "**CCAA Proceedings**") in respect of the Petitioners; and (ii) Deloitte was appointed as monitor of the Petitioners (the "**Monitor**").
- C. Pursuant to further Order pronounced by Mr. Justice Walker on [November 1, 2022], the Monitor was authorized and directed to file with the Court a certificate confirming the completing of the remaining activities related to these proceedings, at which time: (i) the Monitor shall be discharged as the Monitor of the Petitioners in these CCAA Proceedings; and (ii) the stay of proceedings in favour of the Petitioners as provided for in the Initial Order, and as extended by further Orders of the Court made from time-to-time, shall be terminated.

**THE MONITOR HEREBY CERTIFIES the following:**

1. The Monitor has completed the remaining activities related to these CCAA proceedings.

**Deloitte Restructuring Inc. in its capacity as  
Monitor of the Petitioners and no in its  
personal or corporate capacity**

Per: \_\_\_\_\_

**Name:**

**Title:**

---

---

No. **S-226773**  
Vancouver Registry

**IN THE SUPREME COURT OF BRITISH  
COLUMBIA**

THE *COMPANIES' CREDITORS ARRANGEMENT*  
ACT, R.S.C. 1985, c. C-36

AND

IN THE MATTER OF THE *BUSINESS*  
*CORPORATIONS ACT*, S.B.C. 2002, c. 57

AND

IN THE MATTER OF MEDIPURE  
PHARMACEUTICALS INC. AND MEDIPURE  
HOLDINGS INC.

---

---

**ORDER MADE AFTER APPLICATION**

---

---

File No.: 29442-0031

**Clark Wilson LLP**  
900 – 885 West Georgia Street  
Vancouver, BC V6C 3H1  
604.643.3176

LAWYER: Christopher J. Ramsay