



Court File No. CV-19-615862-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST

THE HONOURABLE CHIEF	)	MONDAY, THE 3 <sup>RD</sup>
	)	
JUSTICE MORAWETZ	)	DAY OF MARCH, 2025

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

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT  
OF **JTI-MACDONALD CORP.**

**CCAA PLAN AMENDMENT ORDER**

**THIS MOTION**, made by Deloitte Restructuring Inc. in its capacity as court-appointed Monitor (the "**Monitor**") of JTI-Macdonald Corp. (the "**Applicant**") pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**"), for an Order, among other things, approving the amendments to the Second Amended and Restated Plan of Compromise and Arrangement in respect of the Applicant dated January 27, 2025 attached as Appendix "A" to the Twenty-Fifth Report (as defined below), was heard virtually on this day in Toronto, Ontario.

**ON READING** the Motion Record of the Monitor dated February 27, 2025, including the Twenty-Fifth Report of the Monitor dated February 27, 2025 (the "**Twenty-Fifth Report**"), and upon hearing the submissions of counsel to the Honourable Warren K. Winkler K.C., counsel to the Monitor, counsel to the Applicant, and those other parties listed on the Participant Information Form, no one appearing for any other person on the Common Service List, although properly

served with the Monitor's Motion Record, as appears from the Lawyer's Certificate of Service of Jake Harris, dated February 27, 2025;

### **SERVICE**

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record is hereby abridged and validated so that this Motion is properly returnable today and that further service thereof is hereby dispensed with.

### **INTERPRETATION**

2. **THIS COURT ORDERS** that capitalized terms used and not otherwise defined herein shall have the meanings ascribed to them in the Third Amended and Restated Plan of Compromise and Arrangement in respect of the Applicant dated February 27, 2025 (the "**Third A&R JTIM Plan**"), attached as Appendix "B" to the Twenty-Fifth Report.

### **APPROVAL OF THE CCAA PLAN AMENDMENTS**

3. **THIS COURT ORDERS** that the Amendments (as defined in the Twenty-Fifth Report), as reflected in the Third A&R JTIM Plan, are hereby approved.

### **GENERAL PROVISIONS**

4. **THIS COURT ORDERS** that this Order shall have full force and effect in all provinces and territories in Canada, outside Canada and against all Persons against whom it may be enforceable.

5. **THIS COURT ORDERS** that the Applicant and the Monitor are authorized to seek an order of any court of competent jurisdiction to recognize this Order and to confirm this Order as binding and effective in any appropriate foreign jurisdiction.

6. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States, or abroad, including but not limited to the courts in respect of the Pending Litigation and the Quebec Class Actions, to give effect to this Order and to assist the Applicant, the Monitor and their respective agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Applicant and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Applicant and the Monitor and their respective agents in carrying out the terms of this Order.

7. **THIS COURT ORDERS** that the Applicant and the Monitor shall be at liberty and are hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order.

8. **THIS COURT ORDERS** that this Order and all of its provisions are effective as of 12:01 a.m. on the date hereof and is enforceable without further need for entry or filing.

  
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Chief Justice Morawetz

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED  
AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF JTI-MACDONALD CORP.

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)**

Proceeding Commenced at Toronto

**CCAA PLAN AMENDMENT ORDER**

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