

CANADA

PROVINCE OF QUEBEC
DISTRICT OF MONTRÉAL

SUPERIOR COURT
Commercial Division

File: No: 500-11-057679-199

Montreal, October 8, 2021

Present: The Honourable Marie-Anne Paquette,
J.S.C.

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

INVESTISSEMENT QUÉBEC

Applicant / Secured Creditor

- and -

FIERA PRIVATE DEBT INC.

Impleaded Party

- and -

FORTRESS GLOBAL ENTERPRISES INC.

FORTRESS SPECIALTY CELLULOSE INC.

FORTRESS BIOENERGY LTD.

FORTRESS XYLITOL INC.

9217-6536 QUÉBEC INC.

Debtors

- and -

DELOITTE RESTRUCTURING INC.

Monitor

ORDER

ON READING Investissement Québec (“**IQ**” or the “**Applicant**”)’s *Application for the Issuance of an Order Extending the Stay Period and Approving a Third Amending Agreement to the Interim Financing Agreement* (the “**Application**”), the affidavit of Mr. Ludovic Coderre filed in support thereof and the Thirteenth Report (the “**Thirteenth Report**”) of Deloitte Restructuring Inc., in its capacity as monitor of the Debtors (the “**Monitor**”), and relying upon the submissions of counsel

and being advised that the parties listed on the service list prepared by the Applicant were given prior notice of the presentation of the Application;

GIVEN the initial order rendered by this Court in the present matter on December 16, 2019 (as amended, restated or otherwise modified, from time to time, including pursuant to orders rendered by this Court on December 26, 2019 and on January 10, 2020, the “**Initial Order**”);

GIVEN the orders rendered by this Court in the present matter on March 23, 2019, May 1, 2020, August 10, 2020 and October 23, 2020;

GIVEN the provisions of the the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, C-36 (as amended the “**CCAA**”);

WHEREFORE, THE COURT:

1. **GRANTS** the Application.
2. **ORDERS** that the Stay Period (as defined in the Initial Order) shall be extended to and including March 31, 2022.
3. **APPROVES** the Third Amending Agreement (the “**Third Amending Agreement**”) (Exhibit R-2 to the Application) to the Interim Financing Term Sheet dated January 9, 2020 (the “**Interim Financing Term Sheet**”) and **AUTHORIZES** the Debtors to borrow from IQ such amounts as the Debtors may consider necessary or desirable, from time to time, in consultation with the Monitor, up to an aggregate maximum amount of \$24,000,000, outstanding at any time, on terms and conditions as set forth in the Interim Term Sheet, as amended by the First Amending Agreement dated September 1, 2020 (the “**First Amending Agreement**”), the Second Amending Agreement dated October 23, 2020 (the “**Second Amending Agreement**”) and by the Third Amending Agreement (collectively with the Interim Financing Term Sheet, the First Amending Agreement and the Second Amending Agreement, the “**Interim Financing Agreement**”), to fund the ongoing expenditures of the Debtors and to pay such other amounts as are permitted by the terms of this Order, the Interim Financing Agreement and the Revised DIP Budget (as defined in the Application) attached as Appendix C to the Thirteenth Report, which is hereby approved.
4. **ORDERS** that paragraph 24 of the Initial Order (as amended, from time to time, including on August 10, 2020 and October 23, 2020) shall be further amended and restated as follows:

***DECLARES** that all of the Property is hereby subject to a charge and security for an aggregate amount of \$28,800,000 (such charge and security is referred to herein as the “Interim Lender Charge”) in favour of the Interim Lender as security for all obligations of the Debtors to the Interim Lender with respect to all amounts owing (including principal, interest and the Interim Lender Expenses) under or in connection with the Interim Financing Term Sheet (as amended, from time to time, including pursuant to the First Amending Agreement, the Second Amending Agreement and the Third Amending Agreement thereto) and the Interim Financing Documents (collectively, the “Debtors’ Obligations”). The Interim Lender Charge shall have the priority established in paragraphs 55 and 56 of this Order.*

5. **APPROVES** the activities of the Monitor, up to the date of this Order, in connection with the restructuring of the Debtors, including but not limited to the activities described in the Thirteenth Report of the Monitor and **DECLARES** that the Monitor has fulfilled its obligations pursuant to the CCAA and the orders rendered thus far by this Court in the context of these proceedings.
6. **ORDERS** that Appendix A to the Thirteenth Report of the Monitor is confidential and is filed under seal until further order from this Court.
7. **ORDERS** the provisional execution of this Order notwithstanding any appeal and without the requirement to provide any security or provision for costs.
8. **WITHOUT COSTS.**

Montreal, October 8, 2021

The Honourable Marie-Anne Paquette, j.s.c.