

CANADA

PROVINCE OF QUEBEC
DISTRICT OF MONTRÉAL

File: No: 500-11-057679-199

SUPERIOR COURT
Commercial Division

Montreal, December 26, 2019

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

Co-Applicant / Secured Creditor

- and -

FIERA PRIVATE DEBT INC.

Co-Applicant / Secured Creditor

- and -

FORTRESS GLOBAL ENTERPRISES INC.

- and -

FORTRESS SPECIALTY CELLULOSE INC.

- and -

FORTRESS BIOENERGY LTD.

- and -

FORTRESS XYLITOL INC.

- and -

9217-6536 QUÉBEC INC.

Debtors

- and -

DELOITTE RESTRUCTURING INC.

Monitor

AMENDED FIRST DAY ORDER

ON READING the Applicants' *Application for the Issuance of a First Day Order, an Amended and Restated Initial Order, a Receivership Order and a Claims Procedure Order*, pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, C-36 (as amended the "**CCAA**") and the affidavit of Mr. Alejandro Morales filed in support thereof (the "**Application**"), relying upon the submissions of counsel and being advised that the interested parties, including secured creditors who are likely to be affected by the charges created herein were given prior notice of the presentation of the Application;

GIVEN the First Day Order rendered by this Court on December 16, 2019 (the "**First Day Order**");

GIVEN the provisions of the CCAA;

WHEREFORE, THE COURT:

1. **GRANTS** the Application.
2. **ORDERS** that paragraph 5 of the First Order shall be amended as follows:

*5. ORDERS that, until and including January 10, 2020, or such later date as the Court may order (the "**Stay Period**"), no proceeding or enforcement process in any court or tribunal (each, a "**Proceeding**") shall be commenced or continued against or in respect of the Debtors, or affecting the Debtors' business operations and activities (the "**Business**") or the Property (as defined herein below), including as provided in paragraph 9 hereinbelow except with leave of this Court. Any and all Proceedings currently under way against or in respect of the Debtors or affecting the Business or the Property are hereby stayed and suspended pending further order of this Court, the whole subject to subsection 11.1 CCAA.*

3. **ORDERS** that paragraph 15 of the First Day Order shall be amended as follows:

15. ORDERS that Debtors be and are hereby authorized to borrow, repay and reborrow from Investissement Québec (the "Interim Lender") such amounts from time to time as Debtors may be considered necessary or desirable, in consultation with the Monitor, up to a maximum principal amount of \$1,500,000 outstanding at any time, on the terms and conditions as set forth in the Interim Financing Term Sheet filed as Exhibit R-18 to the Application (the "Interim Financing Term Sheet") and in the Interim Financing Documents (as defined hereinafter), to fund the ongoing expenditures of Debtors and to pay such other amounts as are permitted by the terms of the Order and the Interim Financing Documents (as defined hereinafter) (the "Interim Facility");

4. **ORDERS** that paragraph 18 of the First Day Order shall be amended as follows:

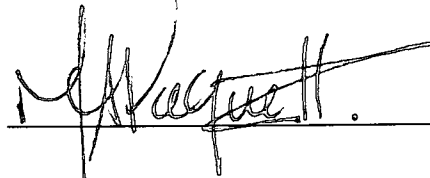
18. DECLARES that all of the Property of Debtors is hereby subject to a charge and security for an aggregate amount of \$1,800,000 (such charge and security is referred to herein as the "Interim Lender Charge") in favour of the Interim Lender as security for all obligations of Debtors to the Interim 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 and the Interim Financing Documents. The Interim Lender Charge shall have the priority established by paragraph 23 and following of this Order.

5. **ORDERS** Debtors, with the prior approval of the Monitor or the Monitor, on behalf of the Debtors, shall be entitled but not obligated to pay amounts owing, either prior to or after the date of the First Day Order, for biomass actually supplied to the Debtors or for other goods or services actually supplied to the Debtors if, in the opinion of the Monitor, the supplier is essential to the business and ongoing operations of the Debtors and provided that the payments of such amounts is made in accordance with the cash-flow forecast appended to the Monitor's pre-filing report and the budget attached to the Interim Financing Term Sheet, or with the prior consent of Investissement Québec, up to a maximum of \$250,000;

6. **ORDERS** the provisional execution of this Amended First Day Order notwithstanding any appeal and without the requirement to provide any security or provision for costs whatsoever.

WITHOUT COSTS.

Montreal, Dècember 26, 2019



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