



Deloitte Restructuring Inc.  
8 Adelaide St. West  
Suite 200  
Toronto, ON M5H 0A9  
Canada

Estate No. 33-2618512

Tel: 416-775-7326  
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www.deloitte.ca

**IN THE MATTER OF THE PROPOSAL OF  
LIVEWELL FOODS CANADA INC.**

**To the Creditors of LiveWell Foods Canada Inc.:**

Please take notice that on February 14, 2020 (the “**Filing Date**”), LiveWell Foods Canada Inc. (the “**Company**”) filed a Notice of Intention to Make a Proposal (the “**NOI**”) pursuant to Section 50.4(1) of the *Bankruptcy and Insolvency Act* (the “**BIA**”) and Deloitte Restructuring Inc. has been named as Trustee (“**Deloitte**” or the “**Trustee**”) under the NOI. Related entities Eureka 93 Inc., Artiva Inc. and Vitality CBD Natural Health Products Inc. (the “**Related Entities**”) also filed NOIs on the Filing Date and creditors of those entities will be sent a separate notice.

Pursuant to Section 69(1) of the BIA, the effect of filing an NOI is an automatic stay of proceedings (the “**Stay**”) against all creditors from continuing or commencing any actions against the Company. The Company has 30 days within which to file a Proposal to its creditors, or to seek an extension of the time from the Ontario Superior Court of Justice (the “**Court**”) to file a Proposal.

Enclosed with this letter are the following documents for your records:

- A copy of the NOI;
- A list of known creditors with debts greater than \$250 as at the Filing Date;
- A Certificate of Filing of a NOI issued by the Official Receiver; and
- The Consent of the Trustee.

The Company is continuing to operate and maintain its business in the ordinary course during the NOI proceedings and the Trustee is required to monitor the Company’s business and affairs during the Stay and to report any material adverse changes to the Office of the Superintendent of Bankruptcy and the Court.

The Company has negotiated for new financing called “debtor-in-possession” or “DIP” financing to provide additional liquidity during the NOI proceedings for which it will be seeking Court approval. The Company will also be seeking an administrative consolidation of its proposal proceedings with the Related Entities.

The NOI generally prohibits the Company from paying for goods and services that were received on or before the Filing Date and if you are owed monies for goods or services supplied on or before the Filing Date, you will have the opportunity to file a Proof of Claim once a claims process is established. Suppliers should provide invoices to the Company for goods and services delivered up to and including Filing Date and prepare separate invoices for all goods and services delivered after the Filing Date.

Notice to Creditors of LiveWell Foods Canada Inc.

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Updates and information related to the NOI proceedings will be posted on Deloitte's website at [www.insolvencies.deloitte.ca](http://www.insolvencies.deloitte.ca) under the link entitled "Eureka 93 Inc. et al". Should you have additional questions, please contact Stacey Greenbaum by e-mail at [sgreenbaum@deloitte.ca](mailto:sgreenbaum@deloitte.ca) or by telephone at 416-874-4320.

Dated at Toronto, Ontario this 19<sup>th</sup> day of February, 2020.

Yours truly,

**DELOITTE RESTRUCTURING INC.**

In its capacity as the Proposal Trustee for  
LiveWell Foods Canada Inc.

and not in its personal or corporate capacity



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Per: Hartley Bricks, MBA, CPA, CA, CIRP, LIT  
*Senior Vice President*

Enc.

District of: Ontario  
Division No. 12 - Ottawa  
Court No.  
Estate No.

- FORM 33 -  
Notice of Intention To Make a Proposal  
(Subsection 50.4(1) of the Act)

In the matter of the proposal of  
LiveWell Foods Canada Inc.  
of the City of Ottawa, in the Province of Ontario

Take notice that:

1. I, LiveWell Foods Canada Inc., an insolvent person, state, pursuant to subsection 50.4(1) of the Act, that I intend to make a proposal to my creditors.
2. Deloitte Restructuring Inc. of Bay Adelaide East, 8 Adelaide Street West, Suite 200, Toronto, ON, M5H 0A9, a licensed trustee, has consented to act as trustee under the proposal. A copy of the consent is attached.
3. A list of the names of the known creditors with claims of \$250 or more and the amounts of their claims is also attached.
4. Pursuant to section 69 of the Act, all proceedings against me are stayed as of the date of filing of this notice with the official receiver in my locality.

Dated at the City of Ottawa in the Province of Ontario, this 14th day of February 2020.



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LiveWell Foods Canada Inc.  
Insolvent Person

To be completed by Official Receiver:

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Filing Date

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Official Receiver

District of: Ontario  
 Division No. 12 - Ottawa  
 Court No.  
 Estate No.

- FORM 33 -

Notice of Intention To Make a Proposal  
 (Subsection 50.4(1) of the Act)

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 LiveWell Foods Canada Inc.  
 of the City of Ottawa, in the Province of Ontario

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
1221858 Ontario Ltd	Attn: R Pererkin 269 Pleasant Park Road Ottawa ON K1H 5M7		12,823.95
6502709 Canada Inc.	36 Doris Ave. Ottawa ON K1T 3W8		215,340.01
8439109 Canada Inc. (Le Vibe)	1966 Boul Maloney Est Gatineau QC J8R 3Z4		735.84
9051058 Canada Inc.	Attn: P Boulet 206-900 Boul de la Carriere Gatineau QC J8Y 6T5		3,546.98
AGA Financial Group Inc (Manulife)	c/o Groupe Financier AGA Inc 3500 De Maisonneuve Blvd West, Suite 2200 Westmount QC H3Z 3C1		5,611.43
BDO Canada	1000 Rue De La Gauchetiere Ouest, Bureau 200 Montreal QC H3B 4W5		2,437.47
CNW Telbec	2000, Avenue McGill College, 3iem Etage Montreal QC H3A 3H3		40,713.11
Computershare	100 University Ave. , 11th Floor, South Tower Toronto ON M5J 2Y1		3,051.41
Conrad Seguin	183 Dovercourt Road Toronto ON M6J 3C1		8,933.37
Corporate Traveller	220-220 Laurier Ave West Ottawa ON K1P 5Z9		13,558.56
David Rendimonti	45 Maple Edge Lane Whitby ON L1R 2N1		5,384.33
Employee - Accrued Payroll - July 2019 to Sept 2019			262,382.08
Employee (Former) - Accrued Vacation Payable			111,511.99
Excelins Consulting Inc.	Attn: Stéphane Vézina 18 De L'argile Gatineau QC J8Z 3G2		1,695.00

District of: Ontario  
 Division No. 12 - Ottawa  
 Court No.  
 Estate No.

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 LiveWell Foods Canada Inc.  
 of the City of Ottawa, in the Province of Ontario

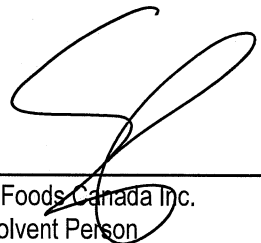
<b>List of Creditors with claims of \$250 or more.</b>			
<b>Creditor</b>	<b>Address</b>	<b>Account#</b>	<b>Claim Amount</b>
Grit Capital Advisory	18 Yorkville Avenue, Suite 2405 Toronto ON M4W 3Y8		56,500.00
iCorp.ca	136 Leopolds Drive Ottawa ON K1V 7E3		23,306.25
icorp.ca Inc.	136 Leopolds Drive Ottawa ON K1V 7E3		21,893.75
Intact Insurance	Attn: BrokerLink 201-3009 St. Joseph Blvd Orleans ON K1E 1E1		1,850.63
JR Gagnon Affaires Publiques	Attn: Jean-René Gagnon 72 avenue des Flandres Candiac QC J5R 6W1		20,120.65
KerrSmith Design	2 River Street Toronto ON M5A 3N9		309,789.65
Microsoft Corporation	Lockbox 910430, PO Box 4090 Station A Toronto ON M5W 0E9		2,843.76
MNP LLP	1155 boul. Rene-Levesque O., 23e etage Montreal QC H3B 2K2		311,867.51
Omnivigil Solutions	290-4765, 1er Avenues Quebec QC G1H 2T3		565.13
Ontario Ministry of Labour	400 University Ave #14 Toronto ON M7A 1T7		149,000.00
Patrick McGrade	3 Goswell Rd Toronto ON M9A 1G2		6,415.72
Perley-Robertson, Hill & McDougall LLP	Attn: Dirk Boucher 340 Albert St #1400 Ottawa ON K1R 7Y6		17,608.29
Peter Geimer	11 Pavillion Stree Unionville ON L3R 1N8		309.87
Plantech Control Systems Inc.	3466 S Service Rd Vineland Station ON L0R 2E0		29,725.86

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 LiveWell Foods Canada Inc.  
 of the City of Ottawa, in the Province of Ontario

<b>List of Creditors with claims of \$250 or more.</b>			
<b>Creditor</b>	<b>Address</b>	<b>Account#</b>	<b>Claim Amount</b>
Postmedia	P.O Box 7400 London ON N5Y 4X3		33,436.02
Robert Leaker	5 Glover Mountain Rd Stoney Creek ON L8J 1X5		54,678.79
Rogers	CP11442 Montreal ON H3C 5J2		3,007.09
Rogers (Artiva)	CP11442 Montreal QC H3C 5J2		340.69
Seann Poli Reimbursed Exp	5851 Knights Dr Ottawa ON K4M 1K3		421.96
Steve Archambault	1561 Maley LN Ottawa ON K2W 1C2		4,345.74
Tilray Inc.	1100 Maughan Road Nanaimo BC V9X 1J2		1,551,722.98
Timothy J. McCunn Professional Corp.	47 Kings Landing Private Ottawa ON K1S 5P3		71,190.00
Vitality CBD Natural Health Products Inc.	1400 - 340 Albert St., Ottawa ON K1R 0A5		1,048,910.78
West Canada Holdings ULC	181 Bay Street, Suite 400 Toronto ON M5J 2V8		6,102.00
<b>Total</b>			<b>4,413,678.65</b>

  
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 LiveWell Foods Canada Inc.  
 Insolvent Person





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**NOTICE OF INTENTION TO MAKE A PROPOSAL**  
(Section 50.4(1))

**LIVEWELL FOODS CANADA INC.**  
of the City of Ottawa,  
in the Province of Ontario

**CONSENT OF TRUSTEE TO ACT UNDER PROPOSAL**

WE, DELOITTE RESTRUCTURING INC. ("Deloitte"), of the City of Toronto, in the Province of Ontario hereby consent to being appointed as Trustee under the Notice of Intention to Make a Proposal of LiveWell Foods Canada Inc.

Deloitte's consent is provided subject to the following conditions:

- a) no representative of Deloitte will cross the border into the United States for any reason with respect to these Proposal proceedings;
- b) in the event that the Company or any affiliate or subsidiaries seek protection in the United States either through a concurrent Chapter 11 filing pursuant to the United States Bankruptcy Code or a recognition of this proceeding under Chapter 15, Deloitte cannot act as the foreign representative; and
- c) Deloitte cannot act in any capacity with enhanced powers which include management or decision making capacities or taking possession and control of the operations of the Company or their subsidiaries, related companies, or affiliates in Canada, the United States, or elsewhere., including as an interim receiver or receiver, or monitor pursuant to the *Companies Creditors Arrangement Act*, should the Company subsequently file under that Act.

Dated at Toronto, Ontario this 14<sup>th</sup> day of February, 2020.

DELOITTE RESTRUCTURING INC.  
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