



Court File No. CV-23-00709183-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE
JUSTICE CONWAY

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TUESDAY, THE 7TH
DAY OF MAY, 2024

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 CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL CORP., CROWN CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC., SIMPLY GREEN HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST

PEOPLES TRUST COMPANY

Applicant

AND

CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL CORP., CROWN CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC., SIMPLY GREEN HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST

Respondents

ORDER

(Second Stay Extension, DIP Amendment and Other Relief)

THIS MOTION, made by KPMG Inc., in its capacity as Court-appointed monitor of the Respondents (in such capacity, the "**Monitor**"), pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**"), for an order, among other things, extending the Stay Period (as defined in the Amended and Restated Initial Order made in

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these CCAA proceedings dated November 17, 2023, the “**ARIO**”), was heard by videoconference on May 7, 2024.

ON READING the Motion Record of the Monitor, the Third Report of the Monitor dated May 1, 2024 (the “**Third Report**”) and the affidavit of Josef Prospero sworn April 30, 2024, and on hearing the submissions of counsel for the Monitor, counsel for the Applicant, counsel for HWS Consulting Inc., Chief Restructuring Officer of the Respondents (the “**CRO**”), and those other parties present, no one else appearing although duly served as appears from the Affidavit of Service of Marleigh Dick affirmed May 3, 2024,

SERVICE AND DEFINITIONS

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 hereby dispenses with further service thereof.
2. **THIS COURT ORDERS** that all capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Third Report.

STAY EXTENSION

3. **THIS COURT ORDERS** that the Stay Period is hereby extended until and including September 27, 2024.

FIRST DIP AMENDMENT

4. **THIS COURT ORDERS** that paragraph 39 of the ARIO, as amended by the Stay Extension Order granted by this Court in these CCAA proceedings on February 5, 2024, is hereby

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amended by replacing the reference to “\$15,000,000” to “\$21,000,000” such that, after giving effect to such amendment, paragraph 39 of the ARIO shall provide as follows:

THIS COURT ORDERS that the Respondents are hereby authorized and empowered to obtain and borrow under a credit facility from the Applicant (in such capacity, the “**DIP Lender**”) in order to finance the Respondents’ working capital requirements and restructuring costs, provided that borrowings under such credit facility shall not exceed \$21,000,000 unless permitted by further Order of this Court.

5. **THIS COURT ORDERS** that the First DIP Amendment is hereby approved, and that the Respondents are hereby authorized and empowered to enter into the First DIP Amendment, *nunc pro tunc*, subject to such minor amendments as may be acceptable to the Respondents, in consultation with the Monitor, and the Applicant.

6. **THIS COURT ORDERS** that all references to “DIP Agreement” in the ARIO shall be deemed to be references to the DIP Agreement as amended by the First DIP Amendment.

CRO FEES

7. **THIS COURT ORDERS** that the Work Fee of \$65,000 per month payable to the CRO by the Respondents pursuant to and in accordance with the CRO Engagement Letter (as defined in the ARIO), as amended, for four (4) months commencing in June 2024, is hereby approved.

8. **THIS COURT ORDERS** that the Cost Reductions Fee of \$150,000 payable to the CRO by the Respondents pursuant to and in accordance with the CRO Engagement Letter, as amended, in two payments of \$75,000 on July 1, 2024 and August 1, 2024, subject to the provision by the

CRO of evidence substantiating costs savings in relation to the operation of the Respondents acceptable to the DIP Lender and the Monitor, is hereby approved.

GENERAL

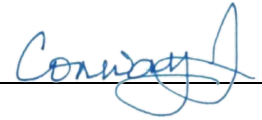
9. **THIS COURT ORDERS** that this Order shall have full force and effect in all provinces and territories in Canada.

10. **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, to give effect to this Order and to assist the Applicant, the Respondents, 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, to the Respondents and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Applicant, the Respondents and the Monitor and their respective agents in carrying out the terms of this Order.

11. **THIS COURT ORDERS** that each of the Applicant, the Respondents and the Monitor be at liberty and is 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, and that the Monitor is authorized and empowered to act as a representative in respect of the within proceedings for the purpose of having these proceedings recognized in a jurisdiction outside Canada.

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12. **THIS COURT ORDERS** that this Order and all of its provisions are effective as of 12:01 a.m. Eastern Standard/Daylight Time on the date of this Order without the need for entry or filing.

A handwritten signature in blue ink, appearing to read "Conway", is written over a horizontal line.

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c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL
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SIMPLY GREEN HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

PROCEEDING COMMENCED AT TORONTO

ORDER
(Second Stay Extension, DIP Amendment and Other Relief)

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