

No. **S-231354**
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

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

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*,
S.B.C. 2002, c. 57, AS AMENDED

AND

IN THE MATTER OF THE *CANADA BUSINESS CORPORATIONS ACT*,
R.S.C. 1985, c. C-44, AS AMENDED

IN THE MATTER OF A PLAN OF COMPROMISE AND ARRANGEMENT OF
CANWEST AEROSPACE INC. AND CAN WEST GLOBAL AIRPARTS INC.

PETITIONERS

ORDER MADE AFTER APPLICATION

(MEETING AND PROCESS ORDER)

BEFORE) THE HONOURABLE MADAME) May 4, 2023
) JUSTICE FITZPATRICK)
))

ON THE APPLICATION of the Petitioners coming on for hearing at Vancouver, British Columbia on May 4, 2023 and on hearing Christopher J. Ramsay, counsel for the Petitioners and the counsel on the list attached hereto as **Schedule "A"**, and upon reading the material filed, and pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. c. C-36, as amended (the "**CCAA**"), the British Columbia Supreme Court Civil Rules and the inherent jurisdiction of this Honourable Court;

THIS COURT ORDERS that:

1. All capitalized terms in this Meeting and Process Order, unless otherwise stated herein, have the meaning ascribed to them in the Plan of Compromise and Arrangement (the "**Plan**"), substantially in the form attached hereto as **Schedule "B"**.

PLAN OF COMPROMISE AND ARRANGEMENT

2. The Plan is hereby accepted for filing, and the Petitioners are hereby authorized to seek approval of the Plan in the manner set forth herein.

3. The Petitioners, subject to the provisions of the Plan, be and are hereby authorized to make and to file a modification or restatement of, or amendment or supplement to, the Plan (each a "**Plan Modification**") prior to or at the Creditors Meeting: (a) provided that notice of such Plan Modification and blackline of the changes made is made to the Proven Creditors and those Creditors with Disputed Claims (the "**Claiming Creditors**") in accordance with paragraph 4 by no later than June 13, 2023, or (b) where such Plan Modification, in the opinion of the Petitioners and the Monitor, is not materially adverse to the financial or economic interests of the Creditors, or concerns a matter which is of an administrative nature required to better give effect to the implementation of the Plan, or to cure any errors, omissions or ambiguities. Any such Plan Modification shall, for all purposes, be and be deemed to form part of and be incorporated into the Plan.

4. The notice of such a Plan Modification shall be sufficient at or before the Creditors Meeting if, prior to or at the Creditors Meeting: (a) the Chair (as defined in this Meeting and Process Order) communicates the details of the Plan Modification to the Claiming Creditors and other Persons present at the Creditors Meeting prior to any vote being taken at the Creditors Meeting; (b) the Petitioners provide notice to the service list as amended from time to time (the "**Service List**") of any such Plan Modification and file a copy thereof with the Court forthwith and in any event prior to the Court hearing the application seeking the Sanction Order (the "**Sanction Application**"); and (c) the Monitor posts an electronic copy of the Plan Modification on the Monitor's Website forthwith and in any event prior to the Court hearing the Sanction Application.

5. After the Creditors Meeting (and both prior to and subsequent to the obtaining of any Sanction Order), the Petitioners may at any time and from time to time, subject to the provisions of the Plan, effect a Plan Modification: (a) pursuant to an Order of the Court, or (b) without further Order of the Court, where such Plan Modification concerns a matter which, in the opinion of the Petitioners and the Monitor, is of an administrative nature required to better give effect to the implementation of the Plan or the Sanction Order or to cure any errors, omissions or ambiguities, and in either circumstance is not materially adverse to the financial or economic interests of the Creditors. The Monitor shall forthwith post on the Monitor's Website any such Plan Modification, with notice of such posting forthwith provided to the Service List.

CLASSIFICATION OF CREDITORS

6. For the purposes of considering and voting on the Plan, there shall be two classes of Creditors, being the Unsecured Creditor Class and the Secured Creditor Class.

NOTICE OF CREDITORS MEETING

7. The Monitor is hereby authorized to call, hold and conduct the meeting of the Unsecured Creditors on June 13, 2023 at 3 p.m. (Vancouver time), in accordance with the protocol for conducting the Creditors Meeting via video-conferencing technology, substantially in the form attached hereto as **Schedule "C"** (the "**Electronic Meeting Protocol**"), for the purpose of considering, and if deemed advisable by the Unsecured Creditor Class and the Secured Creditor Class, voting in favour of, with or without variation, the Plan Resolution (as defined below) to approve the Plan, unless the Chair (as defined below), in accordance with paragraph 17 and 18 hereof decides to adjourn, postpone or otherwise reschedule the Creditors Meeting.

8. The notice of creditors meeting substantially in the form attached hereto as **Schedule "D"** (the "**Notice of Creditors Meeting**"), the proxy substantially in the form attached hereto as **Schedule "E"** (the "**Proxy**"), and the form of resolution substantially in the form attached hereto as **Schedule "F"** (the "**Plan Resolution**") (collectively, with the Electronic Meeting Protocol, the "**Meeting Materials**"), are each hereby approved and the Petitioners, with the consent of the Monitor, are authorized to make such changes to such forms of documents as they consider necessary or desirable to conform the content thereof to the terms of the Plan or this Meeting and Process Order.

9. The Monitor shall send to each of the Claiming Creditors:

- (a) by email at the email address appearing on the Creditor's Proof of Claim filed pursuant to the Claims Process Order; or
- (b) if no email address was included on the Creditor's Proof of Claim, by regular mail at the address on the Proof of Claim, or such other address subsequently provided to the Petitioners or Monitor in writing by such Creditor;

the Meeting Materials by no later than June 6, 2023, and advise that all Meeting Materials may be obtained from the Monitor's Website.

10. The Monitor shall forthwith post an electronic copy of the Meeting Materials (and any amendments made thereto in accordance with paragraph 8 hereof) on the Monitor's Website.

11. The delivery of the Meeting Materials in the manner set out in paragraph 9 hereof and the posting of the Meeting Materials on the Monitor's Website in accordance with paragraph 10 hereof, shall constitute good and sufficient service of this Meeting

and Process Order and the Plan, and good and sufficient notice of the Creditors Meeting on all Persons who may be entitled to receive notice thereof in these proceedings or who may wish to be present in person or by Proxy at the Creditors Meeting or who may wish to appear in these proceedings, and no other form of notice or service need be made on such Persons.

12. Accidental failure of, or accidental omission by, the Monitor to provide a copy of the Meeting Materials to any one or more of the Claiming Creditors, the non-receipt of a copy of the Meeting Materials by any Claiming Creditor beyond the reasonable control of the Monitor or any failure or omission to provide a copy of the Meeting Materials as a result of events beyond the reasonable control of the Monitor shall not constitute a breach of this Meeting and Process Order, and shall not invalidate any resolution passed or proceedings taken at the Creditors Meeting, but if any such failure or omission is brought to the attention of the Monitor prior to the Creditors Meeting, then the Monitor shall use reasonable efforts to rectify the failure or omission by the method and in the time most reasonably practicable in the circumstances.

CONDUCT AT THE CREDITORS MEETING

13. A representative of the Monitor, designated by the Monitor, shall preside as the chair of the Creditors Meeting (the "**Chair**") and, subject to any further Order of this Court, shall decide all matters relating to the conduct of the Creditors Meeting.

14. The Chair is authorized to accept and rely upon Proxies or such other forms as may be acceptable to the Chair.

15. The quorum required at the Creditors Meeting shall be one (1) Unsecured Creditor present at such meeting in person or by Proxy.

16. The Monitor may appoint scrutineers for the supervision and tabulation of the attendance at, quorum at and votes cast at the Creditors Meeting (the "**Scrutineers**"). A Person designated by the Monitor shall act as secretary at the Creditors Meeting (the "**Secretary**").

17. If (a) the requisite quorum is not present at the Creditors Meeting, or (b) the Creditors Meeting is postponed by the request of the Petitioners or by vote of the majority in value of the Proven Claims of those Proven Creditors in person or by Proxy at the Creditors Meeting, then the Creditors Meeting shall be adjourned by the Chair to such time and place as the Chair deems necessary or desirable.

18. The Chair is hereby authorized, in its sole and absolute discretion, to adjourn, postpone or otherwise reschedule the Creditors Meeting on one or more occasions to such time(s), date(s) and place(s) as the Chair deems necessary or desirable (without the need to first convene such Creditors Meeting for the purpose of any adjournment, postponement or other rescheduling thereof). None of the Petitioners, the Chair or the Monitor shall be required to deliver any notice of the adjournment of the Creditors Meeting or adjourned Creditors Meeting, provided that:

- (a) the Monitor shall announce the adjournment of the Creditors Meeting or adjourned Creditors Meeting, as applicable;
- (b) the Monitor shall forthwith post notice of the adjournment on the Monitor's Website;
- (c) the Monitor shall cause a notice of the adjournment to be distributed to the Claiming Creditors;
- (d) the Monitor shall provide notice of the adjournment to the Service List forthwith; and
- (e) any Proxies validly delivered in connection with the Creditors Meeting shall be accepted as Proxies in respect of any adjourned Creditors Meeting.

19. Subject to paragraph 28 hereof, the only Persons entitled to attend and speak at the Creditors Meeting are Proven Creditors (or their respective duly appointed Proxy holders), representatives of the Monitor and the Petitioners, and all such parties' financial and legal advisors, the Chair, the Secretary and Scrutineers and their respective legal counsel and advisors. Any other Person may be admitted to the Creditors Meeting on invitation of the Petitioners or the Chair.

VOTING PROCEDURE AT THE CREDITORS MEETING

20. At the Creditors Meeting, the Chair shall direct the votes with respect to the Plan Resolution and any amendments, variations or supplements to the Plan that are made in accordance with the terms thereof.

21. The vote required to pass the Plan Resolution and any other resolution to be voted on at the Creditors Meeting to approve, amend, vary or supplement the Plan, shall be decided by the affirmative vote of at least the Required Majority of the votes cast on such resolution in accordance with the Electronic Meeting Protocol, and any other matter submitted for a vote at the Creditors Meeting shall be decided as follows:

- (a) If with respect to the Unsecured Creditor Class, by a majority in value of the Unsecured Creditor Claims, and the result of any vote will be binding on all Unsecured Creditors whether or not any such Unsecured Creditor is present and voting (in person or by proxy) at the Creditors Meeting;
- (b) If with respect to the Secured Creditor Class, by a majority in value of the Secured Creditor Claims, and the result of any vote will be binding on all Secured Creditors whether or not any such Secured Creditor is present and voting (in person or by proxy) at the Creditors Meeting; and
- (c) If with respect to both the Unsecured and the Secured Creditor Classes, by a majority in value of the Proven Claims, and the result of any vote will be binding on all Proven Creditors whether or not any such Proven

Creditor is present and voting (in person or by proxy) at the Creditors Meeting.

unless the Chair decides, in its sole and absolute discretion, to hold such vote by an alternative method consistent with the Electronic Meeting Protocol. For the purposes of this section, the Monitor shall have the authority to determine whether or not any question to be submitted to a vote at the Creditors Meeting under paragraphs (a), (b), or (c) above are with respect to the Unsecured Creditor Class, the Secured Creditor Class, or both.

22. Subject to paragraph 28 hereof, the only Persons entitled to vote at the Creditors Meeting shall be Proven Creditors and their Proxy holders.

23. Any Proxy for a Claiming Creditor must be received by the Monitor by email to CWA@fticonsulting.com by 5:00 p.m. (Vancouver time) on June 12, 2023, or 24 hours (excluding Saturdays, Sundays and statutory holidays) prior to any adjourned, postponed or rescheduled Creditors Meeting (the "**Proxy Deadline**").

24. In the absence of instruction to vote for or against the approval of the Plan Resolution in a duly signed and returned Proxy, the Proxy shall be deemed to include instructions to vote for the approval of the Plan Resolution, unless the Proxy gives the Proxy holder the ability to exercise its discretion at the Creditors Meeting.

25. To the extent that the Monitor is in receipt of more than one Proxy in respect of the same Claiming Creditor, the last submitted duly signed Proxy returned to the Monitor shall be deemed to be the voting instructions with respect to the Plan of such Claiming Creditor.

26. Each Unsecured Creditor shall be entitled to one vote equal to the aggregate dollar value of its Unsecured Creditor Claim.

27. Each Secured Creditor shall be entitled to one vote equal to the aggregate dollar value of its Secured Creditor Claim.

28. A Creditor with a Disputed Claim shall be entitled to attend the Creditors Meetings and cast one vote up to the aggregate dollar value of its Disputed Claim. The Scrutineers shall keep a separate record and tabulation of any votes cast in respect of Disputed Claims. The Monitor shall report the result of the vote and the tabulation of votes of Proven Claims and Disputed Claims to the Court.

29. An Unsecured Creditor Claim, Secured Creditor Claim, or Disputed Claim shall:

- (a) not include fractional numbers and shall be rounded down to the nearest whole dollar amount; and
- (b) be converted into Canadian Dollars at the Bank of Canada exchange rate for the US dollar to the Canadian dollar as of the Filing Date.

30. No Claiming Creditor shall be entitled to split or sub-divide its Claim for purposes of voting or distribution.

31. An Claiming Creditor may transfer or assign the whole of its Claim prior to the Creditors Meeting or any adjourned, postponed or rescheduled Creditors Meeting, provided that neither the Petitioners nor the Monitor shall be obligated to give notice to or otherwise deal with the transferee or assignee of such Claim as a Claiming Creditor, in respect thereof, including allowing such transferee or assignee of a Claiming Creditor to vote at the Creditors Meeting, unless and until actual notice of the transfer or assignment, together with satisfactory evidence of such transfer or assignment, has been received and acknowledged by the Monitor in writing no later than 12:00 noon on the date that is three (3) Business Days prior to the Creditors Meeting or any adjourned, postponed or rescheduled Creditors Meeting. Thereafter, such transferee or assignee shall, for all purposes in this Meeting and Process Order, constitute a Claiming Creditor, as applicable, and shall be bound by any and all notices previously given to the transferor or assignor and steps taken in respect of such Claim. Such transferee or assignee shall not be entitled to set-off, apply, merge, consolidate or combine any Claims assigned or transferred to it against or on account or in reduction of any amounts owing by such transferee or assignee to either of the Petitioners.

32. A Claiming Creditor may transfer or assign the whole of its Claim after the Creditors Meeting or any adjourned, postponed or rescheduled Creditors Meeting provided that neither the Petitioners nor the Monitor shall not be obligated to deal with such transferee or assignee as a Claiming Creditor, in respect thereof unless and until actual notice of the transfer or assignment, together with satisfactory evidence of such transfer or assignment, has been received and acknowledged by the Monitor in writing. Thereafter, such transferee or assignee shall, for all purposes in accordance with this Meeting and Process Order and the Plan, constitute a Claiming Creditor, as applicable, and shall be bound by any and all notices previously given to the transferor or assignor and steps taken in respect of such Claim.

APPROVAL OF THE PLAN

33. In order to be approved, the Plan must receive an affirmative vote by the Required Majority.

34. Following the vote at the Creditors Meeting, the Monitor shall tally the votes and determine whether the Plan has been approved by the Required Majority.

35. The results of and all votes provided at the Creditors Meeting shall be binding on all Unsecured Creditors and Secured Creditors, whether or not any such Unsecured Creditor or Secured Creditor is present or voting at the Creditors Meeting.

SANCTION HEARING

36. The Monitor shall provide a report to the Court as soon as practicable after the Creditors Meeting (the "**Monitor's Report Regarding the Creditors Meeting**") with respect to:

- (a) the results of voting at the Creditors Meeting on the Plan Resolution;
- (b) whether the Required Majority has approved the Plan; and
- (c) in its discretion, any other matter relating to the Sanction Application.

37. An electronic copy of the Monitor's Report Regarding the Creditors Meeting, the Plan, including any Plan Modifications, and a copy of the materials filed in respect of the Sanction Application shall be posted on the Monitor's Website prior to the Sanction Application.

38. In the event the Plan has been approved by the Required Majority, the Petitioners may bring the Sanction Application before this Court on or before June 19, 2023, or such later date as the Petitioners may advise the Service List, provided that such later date shall be acceptable to the Monitor.

39. Service of this Meeting and Process Order by the Petitioners on the Service List, the delivery of the Meeting Materials in accordance with paragraph 9 hereof, and posting of the Meeting Materials on the Monitor's Website in accordance with paragraph 10 hereof, shall constitute good and sufficient service and notice of the Sanction Application.

40. Any Person intending to oppose the Sanction Application shall (i) file or have filed with the Court an Application Response and any other materials to be used to oppose the Sanction Application (collectively, the "**Response Materials**") and serve such Response Materials on the Service List at least two (2) Business Days before the date set for the hearing of the Sanction Application, or such shorter time as the Court, by Order, may allow.

41. In the event that the hearing of the Sanction Application is adjourned, only those Persons appearing on the Service List and those Persons who have filed Response Materials as of the date of service shall be served with notice of the adjourned date.

42. Subject to any further order of the Court, in the event of any conflict, inconsistency, ambiguity or difference between the provisions of the Plan and this Meeting and Process Order, the terms, conditions and provisions of the Meeting and Process Order shall govern and be paramount, and any such provision of the Plan shall be deemed to be amended to the extent necessary to eliminate any such conflict, inconsistency, ambiguity or difference.

MONITOR'S ROLE

43. The Monitor, in addition to its prescribed rights and obligations under the CCAA and the ARIO, is hereby authorized and empowered to take such other actions and fulfill such other roles as are authorized by this Meeting and Process Order.

44. That: (i) in carrying out the terms of this Meeting and Process Order, the Monitor shall have all the protections given to it by the CCAA, the ARIO, or as an officer of the Court, including the stay of proceedings in its favour; (ii) the Monitor shall incur no liability or obligation as a result of carrying out the provisions of this Meeting and Process Order, save and except for any gross negligence or wilful misconduct on its part; (iii) the Monitor shall be entitled to rely on the books and records of the Petitioners and any information provided by the Petitioners and any information acquired by the Monitor as a result of carrying out its duties under this Meeting and Process Order without independent investigation; and (iv) the Monitor shall not be liable for any claims or damages resulting from any errors or omissions in such books, records or information.

GENERAL PROVISIONS

45. The Monitor shall use reasonable discretion as to the adequacy of compliance with respect to the manner in which any forms hereunder are completed and executed and the time in which they are submitted and may waive strict compliance with the requirements of this Meeting and Process Order including with respect to the completion, execution and time of delivery of required forms.

46. The Petitioners or the Monitor may, from time to time, apply to this Court to amend, vary, supplement or replace this Meeting and Process Order or for advice and directions concerning the discharge of their respective powers and duties under this Meeting and Process Order or the interpretation or application of this Meeting and Process Order.

47. Any notice or other communication to be given under this Meeting and Process Order by an Unsecured Creditor or Secured Creditor to the Petitioner or the Monitor shall be in writing in substantially the form, if any, provided for in this Meeting and Process Order and will be sufficiently given only if given by prepaid ordinary mail, registered mail, courier, personal delivery or email addressed to:

(a) if to the Petitioners:

Canwest Aerospace Inc. and Can West Global Airparts Inc.

Attention: Thomas Jackson and Tara Lundy
Email: tomj@canwestaerospace.com and
taral@canwestaerospace.com

with copies (which shall not constitute notice) to:

Clark Wilson LLP
900-885 West Georgia Street
Vancouver, BC V6C 3H1

Attention: Christopher J. Ramsay and Katie G. Mak
Email: cramsay@cwilson.com and kmak@cwilson.com

(b) if to the Monitor:

FTI Consulting Canada Inc.
1450-701 West Georgia Street
Vancouver, BC V7Y 1B6

Attention: Craig Munro
Email: Craig.Munro@fticonsulting.com

with copies (which shall not constitute notice) to:

DLA Piper (Canada) LLP
2800-666 Burrard Street
Vancouver, BC V6C 2Z7

Attention: Colin Brousson
Email: colin.brousson@dlapiper.com

Any notice given by delivery, mail, e-mail, or courier shall be effective when received.

48. Any notice or other communication from the Petitioners or the Monitor to any Person shall be sent by email, unless otherwise expressly provided herein.

49. Any notice or other communication pursuant to this Meeting and Process Order sent by email shall be deemed to have been received, if delivered by 5:00 p.m. on a Business Day, on such Business Day and if delivered after 5:00 p.m. or other than on a Business Day, on the following Business Day. Any notice or other communication pursuant to this Meeting and Process Order sent by regular mail shall be deemed to be received on the day that is five (5) Business Days after such notice or communication is sent.

50. In the event that the day on which any notice or communication required to be delivered pursuant to this Meeting and Process Order is not a Business Day, then

such notice or communication shall be required to be delivered on the next Business Day.

51. All references to time in this Meeting and Process Order shall mean prevailing local time in Vancouver, British Columbia, and any references to an event occurring on a Business Day shall mean prior to 5:00 p.m. on the Business Day unless otherwise indicated.

52. References to the singular shall include the plural, references to the plural shall include the singular and to any gender shall include all genders.

THIS COURT HEREBY REQUESTS:

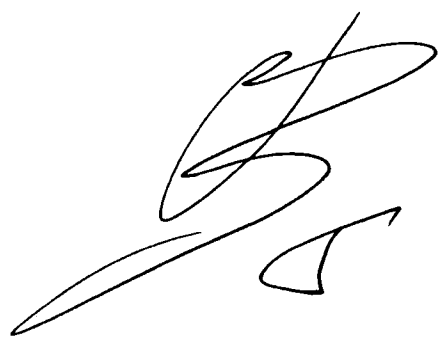
53. The aid and recognition of any court, tribunal, regulatory or administrative bodies, having jurisdiction in Canada, in the United States of America or in any other foreign jurisdiction to give effect to this Meeting and Process Order and to assist the Petitioners and the Monitor and their respective agents in carrying out the terms of this Meeting and Process Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Petitioners 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 Petitioners and the Monitor and their respective agents in carrying out the terms of this Order.

54. Endorsement of this Order by counsel appearing on this application, other than counsel for the Petitioners, is hereby dispensed with.

THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT:



Signature of Lawyer for the Petitioners
Lawyer: Christopher J. Ramsay



BY THE COURT

REGISTRAR



BY THE COURT

Registrar



**SCHEDULE A
LIST OF COUNSEL**

Chris Ramsey	petitioners
Colin Bronson	Monitor FTI
Jordan Phutz	RBC
E. Watson	RBC
V. TICKLE	landlord

SCHEDULE B
PLAN OF COMPROMISE AND ARRANGEMENT

**SCHEDULE C
ELECTRONIC MEETING PROTOCOL**

No. **S-231354**
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

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

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*,
S.B.C. 2002, c. 57, AS AMENDED

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IN THE MATTER OF THE *CANADA BUSINESS CORPORATIONS ACT*,
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IN THE MATTER OF A PLAN OF COMPROMISE AND ARRANGEMENT OF
CANWEST AEROSPACE INC. AND CAN WEST GLOBAL AIRPARTS INC.

PETITIONERS

ELECTRONIC MEETING PROTOCOL

**RE: THE PLAN OF COMPROMISE AND ARRANGEMENT OF
CANWEST AEROSPACE INC. AND CAN WEST GLOBAL AIRPARTS INC.**

By Order of the Supreme Court of British Columbia (the "**Court**") pronounced May 4, 2023 (the "**Meeting and Process Order**"), FTI Consulting Canada Inc., the court-appointed monitor (the "**Monitor**") of Canwest Aerospace Inc. and Can West Global Airparts Inc. (the "**Petitioners**") in the within proceedings (the "**CCAA Proceedings**"), has been authorized to convene, hold and conduct a meeting of the Petitioners' Unsecured and Secured Creditors (the "**Creditors Meeting**") to consider and vote on the Plan of Compromise and Arrangement of the Petitioners dated May 4, 2023, as may be amended (the "**Plan**").

To facilitate the Creditors Meeting during the COVID-19 pandemic, and to promote and maintain social distancing, the Court has authorized the Monitor to convene, hold and conduct the following substantive Electronic Meeting Protocol (the "**Protocol**"). Capitalized terms not otherwise defined in this Protocol have the meanings ascribed to them in the Plan and the Meeting and Process Order. Copies of the Plan and the Meeting and Process Order are available at the Monitor's Website: <http://cfcanada.fticonsulting.com/CWA/>

MEETING DETAILS

1. Date of the Meeting: June 13, 2023
2. Time of the Meeting: 3:00 p.m. (Vancouver time)
3. Meeting platform: Cisco Webex

TECHNOLOGY AND MEETING ETIQUETTE

4. The Creditors Meeting will be conducted using the Webex virtual meeting platform. The Webex virtual meeting platform can be downloaded at <https://webex.com/downloads> or accessed through your web browser.
5. Prior to the Creditors Meeting, you are required to learn the software as the Chair will not have the capacity to answer questions concerning the technology during the Creditors Meeting.
6. During the Creditors Meeting:
 - (a) leave your microphone device on mute until recognized by the Chair to prevent background noise; and
 - (b) turn your video feed off within the program, to prevent unnecessary use of bandwidth.

PRE-MEETING REQUIREMENTS

7. Proxy cut-off: All Proxies to be deposited with the Chair in accordance with the Meeting and Process Order must be received by the Monitor by email at CWA@fticonsulting.com by 5:00 p.m. on June 12, 2023. The Monitor will provide you with confirmation of receipt. If you have not received a confirmation of receipt by 10:00 a.m. on June 13, 2023, please follow up with the Monitor by email.
8. Attendance Notice: Parties intending to attend the Creditors Meeting through Webex shall notify the Monitor by email by 5:00 p.m. on June 12, 2023. The Monitor will provide you with confirmation of receipt. If you have not received a confirmation of receipt by 10:00 a.m. on June 13, 2023, please follow up with the Monitor by email.
9. Prior to the Creditors Meeting, the Monitor will provide information by email to parties that have delivered Proxies or notices of attendance. The information to be provided in advance of the Meeting is:
 - (a) a proposed agenda for the Creditors Meeting;
 - (b) a unique creditor identification number;
 - (c) confirmation as to the status of your claim (whether it is admitted or contested for voting purposes); and
 - (d) the Meeting ID and password.

CONDUCT AT MEETING

Registration

10. The Webex Meeting will be open at 2:15 p.m. on June 13, 2023 to provide sufficient time for registration. You are encouraged to call in early, and no later than 2:55 p.m. so that the registration process can be completed in a timely fashion and not delay the commencement of the Creditors Meeting. The Creditors Meeting will begin promptly, and the Chair may not have capacity to admit late registrations.
11. During the registration process, you will be required to:
 - (a) identify yourself by your unique creditor identification number and/or whether you hold a proxy;
 - (b) identify any additional individuals in attendance with you, including their capacity (legal counsel and firm as applicable); and
 - (c) confirm your contact details and claim amount.

Calling the Creditors Meeting to Order

12. A representative of the Monitor will act as Chair of the Creditors Meeting.
13. The Chair will call the Creditors Meeting to order at 3:00 p.m. (Vancouver time) on June 13, 2023, and will adjourn the Creditors Meeting, if the Chair determines that is necessary to permit completion of the registration process. The time of the adjournment will be estimated by the Chair at the time the adjournment is declared.

Motions and Voting at the Creditors Meeting

14. The Chair will maintain a roster of all participants compiled during the registration process. When a motion is called for by the Chair, either as a standard protocol motion for such meetings or based on a request for a motion generally, the Chair will request from the general population of Proven Creditors in attendance at the Meeting for:
 - (a) a second of the motion; and
 - (b) a call for a vote on the motion, by the required majority of votes as may be required in the circumstances.
15. In all instances, and in respect of all motions and votes, the Chair is authorized to accept ballots and/or votes electronically, by a Webex electronic poll, or by such other means as the Chair deems sufficient in the circumstances.

Questions at the Creditors Meeting

16. The Webex platform includes a chat feature that allows you to submit questions to the Chair electronically. For the purposes of asking questions at the Creditors Meeting, please use the chat feature and (i) include your creditor identification number and (ii) state your interest in asking a question.

17. The Chair will recognize your interest in asking a question in the following priority:
 - (a) those that have submitted requests via the chat function, and in the order of registration; and
 - (b) those that are unable to register on the chat or prefer not to do so, via a general call for questions.
18. Once recognized by the Chair, and before asking your question, please: (i) state your creditor identification number; (ii) your name; and (iii) the creditor you represent. You may then ask your question.
19. For clarity, you will not be permitted to ask a question or to speak at the Creditors Meeting unless and until you have been recognized by the Chair.

POST-MEETING REPORTING

20. The Monitor will, within 2 business days of the Creditors Meeting, provide a report that includes:
 - (a) a summary of all motions called at the Creditors Meeting;
 - (b) the result of the votes on each motion; and
 - (c) such further and other information as determined by the Chair to be necessary.The report will be available on the Monitor's website at:
<http://cfcanada.fticonsulting.com/CWA/>.

SCHEDULE D

No. **S-231354**
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CANWEST AEROSPACE INC. AND CAN WEST GLOBAL AIRPARTS INC.

PETITIONERS

NOTICE OF CREDITORS MEETING

**RE: THE: PLAN OF COMPROMISE AND ARRANGEMENT OF
CANWEST AEROSPACE INC. AND CAN WEST GLOBAL AIRPARTS INC.**

TAKE NOTICE that by Order of the Supreme Court of British Columbia (the "**Court**") dated May 4, 2023 (the "**Meeting and Process Order**"), FTI Consulting Canada Inc., the Court-appointed monitor (the "**Monitor**") of Canwest Aerospace Inc. and Can West Global Airparts Inc. (the "**Petitioners**") for the within proceedings (the "**CCAA Proceedings**"), has been authorized to convene, hold and conduct a meeting of the Petitioners' Unsecured Creditors to consider and vote on the Plan of Compromise and Arrangement of the Petitioners dated May 4, 2023, as may be amended (the "**Plan**").

Capitalized terms not otherwise defined in this Notice of Creditors Meeting have the meanings ascribed to them in the Plan and the Meeting and Process Order. Copies of the Plan and the Meeting and Process Order are available at the Monitor's Website:
<http://cfcanada.fticonsulting.com/CWA/>

The Plan

The Plan contemplates the compromise of the rights and claims of the unsecured creditors and

the secured creditors of the Petitioners and, if accepted at the Creditors Meeting by the Required Majority, will become binding on all of the Petitioners' Unsecured Creditors and Secured Creditors.

Details of how Unsecured Creditors and Secured Creditors are being treated under the Plan can be found in the Monitor's report filed in conjunction with the Plan.

The Meeting

The Creditors Meeting will be held at 3:00 p.m. (Vancouver, B.C. time) on June 13, 2023 in accordance with the Electronic Meeting Protocol. **The Creditors Meeting will be held by Webex. The Webex client can be downloaded at <https://webex.com/downloads> or accessed through your web browser.**

Only Proven Creditors will be able to attend and to vote on the Plan at the Creditors Meeting. Creditors with Disputed Claims will be able to attend the Creditors Meeting and vote on the Plan and such votes will be tabulated separately in accordance with the Meeting and Process Order. Holders of Unaffected Claims are not entitled to either attend or vote at the Creditors Meeting.

In order to participate in any voting associated with the Plan, Creditors must have filed a Proof of Claim with the Monitor in accordance with the Claims Process Order pronounced by the Court on May 8, 2020. Claiming Creditors who will be attending the Creditors Meeting are to notify the Monitor by email to CWA@fticonsulting.com by 5:00 p.m. on June 12, 2023.

Proven Creditors who are unable to attend the Creditors Meeting are requested to date, sign and return the accompanying "proxy" (the "**Proxy**").

To be used at the Creditors Meeting, a Proxy must be received by the Monitor prior to 5:00 p.m. (Vancouver B.C. time) on June 12, 2023 by email.

Sanction Order

If the Plan is approved at the Creditors Meeting by the Required Majority of Unsecured Creditors and all other necessary conditions are met, the Petitioners intend to make an application to the Court on October 13, 2023 (the "**Sanction Application**") for, among other things, the Sanction Order.

Any person wishing to oppose the Sanction Order must serve a copy of the materials to be used to oppose the application and setting out the basis for such opposition upon the lawyers for the Petitioners and the Monitor as well as those parties listed on the Service List posted on the Monitor's Website. Such materials must be served at least two (2) Business Days before the date of the hearing of the Sanction Application.

Further Information

You may obtain further information on the Petitioners' CCAA Proceedings at the Monitor's Website: <http://cfcanada.fticonsulting.com/CWA/>

Yours truly,

FTI CONSULTING CANADA INC.
in its capacity as Monitor of the Petitioners
and not in its personal or corporate capacity

Per:

Craig Munro

Schedule E
FORM OF PROXY

No. **S-231354**
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

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

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*,
S.B.C. 2002, c. 57, AS AMENDED

AND

IN THE MATTER OF THE *CANADA BUSINESS CORPORATIONS ACT*,
R.S.C. 1985, c. C-44, AS AMENDED

IN THE MATTER OF A PLAN OF COMPROMISE AND ARRANGEMENT OF
CANWEST AEROSPACE INC. AND CAN WEST GLOBAL AIRPARTS INC.

PETITIONERS

PROXY

**RE: THE PLAN OF COMPROMISE AND ARRANGEMENT
OF CANWEST AEROSPACE INC. AND CAN WEST GLOBAL AIRPARTS INC.**

Before completing this Proxy, please read carefully the accompanying Instructions for Completion of Proxy.

All capitalized terms used herein and not otherwise defined have the meaning ascribed to them in the plan of compromise and arrangement of Canwest Aerospace Inc. and Can West Global Airparts Inc. (the "**Petitioners**") dated May 4, 2023, as may be amended from time to time (the "**Plan**") and filed pursuant to the *Companies' Creditors Arrangement Act* (Canada) (the "**CCAA**").

THIS PROXY MUST BE COMPLETED, SIGNED AND RETURNED BY THE RECIPIENT TO THE PETITIONERS' COURT-APPOINTED MONITOR, FTI CONSULTING CANADA INC. BY EMAIL TO CWA@FTICONSULTING.COM BY NO LATER THAN 5:00 P.M. (VANCOUVER, B.C. TIME) ON JUNE 12, 2023. NO PROXY WILL BE ACCEPTED BY THE CHAIR AFTER THIS TIME.

THE UNDERSIGNED CLAIMING CREDITOR revokes all proxies previously given and hereby nominates, constitutes and appoints _____ (the "**Named Nominee**") as his/her/its proxy, or, if no name is inserted in the preceding blank space for the Named

Nominee, Craig Munro of FTI Consulting Canada Inc., in its capacity as Monitor of the Petitioners, or such person as Craig Munro, in his sole and absolute discretion, with the power of substitution, may designate, shall be deemed to be appointed as the proxyholder (the "Deemed Nominee") for the undersigned Claiming Creditor to attend on behalf of the undersigned Claiming Creditor at the Creditors Meeting held to consider and vote on the Plan, and any other matters that may be put before the Creditors Meeting, as follows:

A. (mark only one):

Vote FOR approval of the Plan; **OR**

Vote AGAINST approval of the Plan; **OR**

Vote FOR OR AGAINST approval of the Plan as the Nominee or Deemed Proxyholder may determine;

and

B. Vote and otherwise act at the discretion of the Named Nominee or Deemed Nominee, as applicable, for and on behalf of the Claiming Creditor in respect of any amendments, modifications, variations or supplements to the Plan and to any other matters that may come before the Creditors Meeting.

*If this Proxy is submitted and a box is not marked under (A) above as a vote for or against approval of the Plan, this Proxy shall be voted **FOR** approval of the Plan.*

DATED this _____ day of May, 2023.

Witness Signature

(Only applicable if Claiming Creditor is an individual)

Per: _____

Signature of Claiming Creditor or, if the Creditor is a corporation, signature of an authorized signing officer of the corporation

Print name of Claiming Creditor

Title of the authorized signatory of the corporation, if applicable

Schedule F

FORM OF RESOLUTION

BE IT RESOLVED THAT:

1. The Plan of Compromise and Arrangement of Canwest Aerospace Inc. and Can West Global Airparts Inc. (the "**Petitioners**") pursuant to the Companies' Creditors Arrangement Act (Canada) dated May 4, 2023 (the "**Plan**"), which Plan has been presented to this meeting (as such Plan may be amended, restated, supplemented and/or modified as provided for in the Plan), be and is hereby accepted, approved, agreed to and authorized; and
2. Any one director or officer of each of the Petitioners be and is hereby authorized and directed, for and on behalf of the Petitioners (whether under their respective corporate seal or otherwise), to execute and deliver, or cause to be executed and delivered, any and all documents and instruments and to take or cause to be taken such other actions as he or she may deem necessary or desirable to implement this resolution and the matters authorized hereby, including the transactions required by the Plan, such determination to be conclusively evidenced by the execution and delivery of such documents or other instruments or the taking of any such actions.

No. **S-231354**
Vancouver Registry

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CANWEST AEROSPACE INC. AND CAN WEST GLOBAL AIRPARTS INC.

PETITIONERS

ORDER MADE AFTER APPLICATION

File No.: 54101-0001

Christopher J. Ramsay
CLARK WILSON LLP
Barristers & Solicitors
900 – 885 West Georgia Street
Vancouver, BC, V6C 3H1
(604) 687-5700