

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE) TUESDAY, THE 30TH
)
MR. JUSTICE PENNY) DAY OF NOVEMBER, 2021

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

AND IN THE MATTER OF A PROPOSED PLAN
OF COMPROMISE OR ARRANGEMENT WITH RESPECT TO
GROWTHWORKS CANADIAN FUND LTD.

POST-FILING CLAIMS PROCEDURE ORDER

THIS MOTION, made by GrowthWorks Canadian Fund Ltd. (the “**Applicant**” or the “**Fund**”) for an order establishing a supplementary claims process to identify, determine and resolve certain post-filing claims against the Fund and/or its directors and officers, was heard this day by way of judicial video conference via Zoom in Toronto, Ontario due to the COVID-19 pandemic.

ON READING the Motion Record of the Fund, including the Notice of Motion and the affidavit of C. Ian Ross sworn on November 17, 2021, the Twenty-Eighth Report of FTI Consulting Canada Inc. (the “**Twenty-Eighth Report**”), in its capacity as monitor of the Applicant (the “**Monitor**”), and on hearing the submissions of counsel for the Applicant and the Monitor, and such other counsel that were present as listed on the counsel slip, no one else appearing although properly served as appears from the affidavit of service, filed:

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Motion Record of the Fund and the Twenty-Eighth Report is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.

DEFINITIONS AND INTERPRETATION

2. **THIS COURT ORDERS AND DECLARES** that all capitalized terms used, but not otherwise defined, herein shall have the meanings given to them in the Claims Procedure Order issued in these proceedings and dated January 9, 2014 (the “**Claims Procedure Order**”).

3. **THIS COURT ORDERS AND DECLARES** that this Order shall supplement the Claims Procedure Order, which shall continue in full force and effect, subject to any modification hereof, and nothing herein shall extend or be deemed to extend the time period for asserting any Claim, D&O Claim or D&O Indemnity Claim or revive or otherwise affect any Claim, D&O Claim or D&O Indemnity Claim that has been barred or extinguished pursuant to the Claims Procedure Order or other order of this Court. For greater certainty, to the extent of any discrepancy between this Order and the Claims Procedure Order, this Order shall govern.

4. **THIS COURT ORDERS AND DECLARES** that the following terms shall have the following meanings:

- (a) “**Claims Officer**” means one or more individuals appointed in accordance with paragraph 34 of this Order to act as a claims officer for the purposes of this Order;
- (b) “**Dispute Package**” means the Proof of Post-Filing Claim or Proof of Post-Filing D&O Indemnity Claim, as applicable, filed by a Post-Filing Claimant, the Post-Filing Notice of Revision or Disallowance delivered by the Monitor in respect of that Proof of Post-Filing Claim or Proof of Post-Filing D&O Indemnity Claim, as applicable, the Post-Filing Dispute Notice filed by the Post-Filing Claimant in respect of the Post-Filing Notice of Revision or Disallowance, and any ancillary documentation as determined by the Monitor in consultation with the Applicant;
- (c) “**Effective Time**” means 5:00 p.m. (Eastern Time) on the date of this Order;
- (d) “**Excluded Post-Filing Claim**” means any Post-Filing Claim entitled to the benefit of the Administration Charge;
- (e) “**Notice to Post-Filing Claimants**” means the notice to Post-Filing Claimants for

publication in substantially the form attached as Schedule “A” hereto;

- (f) **“Portfolio Company”** has the meaning ascribed to it in the Initial Order;
- (g) **“Post-Filing Claim”** means a Post-Filing Fund Claim, a Post-Filing D&O Claim and a Post-Filing D&O Indemnity Claim, provided, however, that **“Post-Filing Claim”** shall not include an Excluded Post-Filing Claim;
- (h) **“Post-Filing Claimant”** means any Person having a Post-Filing Claim and includes the permitted transferee or assignee of a Post-Filing Claim or a trustee, executor, liquidator, receiver, receiver and manager, or other Person acting on behalf of or through any such Person;
- (i) **“Post-Filing Claimants’ Guide to Completing the Proof of Post-Filing Claim”** means the guide to completing the Proof of Post-Filing Claim form in substantially the form attached as Schedule “C” hereto;
- (j) **“Post-Filing Claims Bar Date”** means 5:00 p.m. (Eastern Time) on January 21, 2022;
- (k) **“Post-Filing Claims Package”** means the Proof of Post-Filing Claim or Proof of Post-Filing D&O Indemnity Claim, as applicable, the Notice to Post-Filing Claimants, the Post-Filing Claimants’ Guide to Completing the Proof of Post-Filing Claim, and such other materials as the Monitor, in consultation with the Applicant, may consider appropriate or desirable;
- (l) **“Post-Filing Claims Process”** means the procedures outlined in this Order, including the Schedules hereto;
- (m) **“Post-Filing D&O Claim”** means (i) any right or claim of any Person that may be asserted or made in whole or in part against one or more Directors or Officers that relates to a Post-Filing Fund Claim for which such Directors or Officers are by law liable to pay in their capacity as Directors or Officers, or (ii) any right or claim of any Person that may be asserted or made in whole or in part against one or more

Directors or Officers, in that capacity, whether or not asserted or made, in connection with any indebtedness, liability or obligation of any kind whatsoever, and any interest accrued thereon or costs payable in respect thereof, including by reason of the commission of a tort (intentional or unintentional), by reason of any breach of contract or other agreement (oral or written), by reason of any breach of duty (including any legal, statutory, equitable or fiduciary duty) or by reason of any right of ownership of or title to property or assets or right to a trust or deemed trust (statutory, express, implied, resulting, constructive or otherwise), and whether or not any indebtedness, liability or obligation, and any interest accrued thereon or costs payable in respect thereof, is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, unsecured, perfected, unperfected, present or future, known or unknown, by guarantee, surety or otherwise, and whether or not any right or claim is executory or anticipatory in nature, including any right or ability of any Person to advance a claim for contribution or indemnity from any such Directors or Officers or otherwise with respect to any matter, action, cause or chose in action, whether existing at present or commenced in the future, which indebtedness, liability or obligation, and any interest accrued thereon or costs payable in respect thereof (A) is based in whole or in part on facts arising between the Filing Date and the Effective Time, or (B) relates to a time period between the Filing Date and the Effective Time, provided, however, that "Post-Filing D&O Claim" shall not include an Excluded Post-Filing Claim;

- (n) **"Post-Filing D&O Indemnity Claim"** means any existing or future right of any Director or Officer against the Applicant or any Portfolio Company, which arose or arises as a result of any Person filing a Post-Filing D&O Proof of Claim in respect of such Director or Officer for which such Director or Officer is entitled to be indemnified by the Applicant;
- (o) **"Post-Filing D&O Indemnity Claims Bar Date"** means 5:00 p.m. (Eastern Time) on the day which is fifteen (15) Business Days after the date of deemed receipt of the Proof of Post-Filing Claim pursuant to paragraph 40 hereof by the applicable

Director or Officer;

- (p) **“Post-Filing Dispute Notice”** means a notice substantially in the form attached as Schedule “E” hereto which must be delivered to the Monitor by any Post-Filing Claimant wishing to dispute a Post-Filing Notice of Revision or Disallowance, with reasons for its dispute;
- (q) **“Post-Filing Fund Claim”** means any right or claim of any Person against the Applicant in respect of any indebtedness, liability or obligation of any kind whatsoever of the Applicant that arises after the Filing Date but before the Effective Time and remains unpaid as of the date of this Order, provided, however, that “Post-Filing Fund Claim” shall not include an Excluded Post-Filing Claim;
- (r) **“Post-Filing Notice of Revision or Disallowance”** means a notice substantially in the form attached as Schedule “D” hereto advising a Post-Filing Claimant that the Monitor has revised or disallowed all or part of such Post-Filing Claimant’s Post-Filing Claim as set out in its Proof of Post-Filing Claim or Proof of Post-Filing D&O Indemnity Claim, as applicable;
- (s) **“Proof of Post-Filing Claim”** means the proof of claim in substantially the form attached as Schedule “B” hereto;
- (t) **“Proof of Post-Filing D&O Indemnity Claim”** means the proof of claim substantially in the form attached as Schedule “B-2” hereto; and
- (u) **“Proven Post-Filing Claim”** means each Post-Filing Claim that has been proven in accordance with this Order.

5. **THIS COURT ORDERS** that all references as to time herein shall mean Eastern time, and any reference to an event occurring on a Business Day shall mean prior to 5:00 p.m. Eastern Time on such Business Day unless otherwise indicated herein.

6. **THIS COURT ORDERS** that all references herein to the word "including" shall mean "including without limitation", that all references herein to the singular include the plural, the plural

include the singular, and that all references herein to any gender includes all genders.

GENERAL PROVISIONS

7. **THIS COURT ORDERS** that the Monitor, in consultation with Applicant, is hereby authorized to use reasonable discretion as to the adequacy of compliance with respect to the manner in which forms delivered hereunder are completed and executed, and the time in which they are submitted, and may, where it is satisfied that a Post-Filing Claim has been adequately proven, waive strict compliance with the requirements of this Order, including in respect of completion, execution and time of delivery of such forms. Further, the Monitor may request any further documentation from a Person that the Monitor, in consultation with the Applicant, may require in order to enable it to determine the validity of a Post-Filing Claim.

8. **THIS COURT ORDERS** that, notwithstanding any other provisions of this Order, the solicitation by the Applicant or the Monitor of Post-Filing Claims and the filing by any Post-Filing Claimant of any Proof of Post-Filing Claim or Proof of Post-Filing D&O Indemnity Claim shall not, for that reason only, grant any Person standing in these proceedings.

9. **THIS COURT ORDERS** that all Post-Filing Claims filed shall be denominated in the original currency of the Post-Filing Claim. Where no currency is indicated, the Post-Filing Claim shall be presumed to be in Canadian Dollars. Any Post-Filing Claims denominated in a foreign currency shall be converted to Canadian Dollars based on the Bank of Canada's daily average exchange rate for that currency against the Canadian Dollar on the last Business Day before the date on which the Effective Time occurs.

10. **THIS COURT ORDERS** that nothing in this Order shall constitute or be deemed to constitute an allocation or assignment of a Post-Filing Claim or an Excluded Post-Filing Claim into particular affected or unaffected classes for the purpose of a Plan and, for greater certainty, the treatment of Post-Filing Claims or any other claims are to be subject to a Plan or further order of the Court and the class or classes of Creditors for voting and distribution purposes shall be subject to the terms of any proposed Plan or further order of this Court.

MONITOR'S ROLE

11. **THIS COURT ORDERS** that the Monitor, in addition to its prescribed rights, duties, responsibilities and obligations under the CCAA and under the Initial Order, is hereby directed and empowered to take such other actions and fulfill such other roles as are contemplated by this Order or incidental thereto.

12. **THIS COURT ORDERS** that (i) in carrying out the terms of this Order, the Monitor shall have all of the protections given it by the CCAA, the Initial Order, and this Order, and as an officer of this Court, including the stay of proceedings in its favour, (ii) the Monitor shall incur no liability or obligation as a result of the carrying out of the provisions of this Order, except to the extent that the Monitor has acted with gross negligence or wilful misconduct, (iii) the Monitor shall be entitled to rely on the books and records of the Applicant and any information provided by the Applicant, all 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 or in any information provided by any Post-Filing Claimant, except to the extent that the Monitor has acted with gross negligence or wilful misconduct.

NOTICE TO POST-FILING CLAIMANTS

13. **THIS COURT ORDERS** that the form and substance of each of the Notice to Post-Filing Claimants, Proof of Post-Filing Claim, Proof of Post-Filing D&O Indemnity Claim, Claimants' Guide to Completing the Proof of Post-Filing Claim, Post-Filing Notice of Revision or Disallowance and Post-Filing Dispute Notice substantially in the forms attached as Schedules "A", "B", "B-2", "C", "D" and "E", respectively, to this Order are hereby approved. Notwithstanding the foregoing, the Monitor, in consultation with the Applicant, may from time to time make non-substantive changes to such forms as the Monitor, in consultation with the Applicant, considers necessary or advisable.

14. **THIS COURT ORDERS** that:

- (a) the Monitor shall, no later than two (2) Business Days following the making of this

Order, post a copy of the Post-Filing Claims Package on the Monitor's Website;

- (b) the Monitor shall, no later than two (2) Business Days following the making of this Order, serve a copy of this Order and the Post-Filing Claims Package on the CCAA Service List;
- (c) the Monitor shall, no later than seven (7) Business Days following the making of this Order, send a Post-Filing Claims Package to all known potential Post-Filing Claimants, based on the Applicant's books and records;
- (d) the Monitor shall, no later than seven (7) Business Days following the making of this Order, cause the Notice to Post-Filing Claimants, amended or abridged as the Monitor deems reasonable in its discretion for the purposes of publication, to be published for at least one (1) Business Day in *The Globe and Mail* (National Edition);
- (e) the Monitor shall, provided such request is received in writing by the Monitor prior to the Post-Filing Claims Bar Date, send a copy of the Post-Filing Claims Package to any Person requesting such material as soon as reasonably practicable following receipt of such request; and
- (f) the Monitor shall send to any Director or Officer named in a Post-Filing D&O Proof of Claim received on or before the Post-Filing Claims Bar Date a copy of such Post-Filing D&O Proof of Claim, including copies of any documentation submitted to the Monitor by the Post-Filing Claimant, as soon as practicable.

15. **THIS COURT ORDERS** that the delivery of a Proof of Post-Filing Claim or Proof of Post-Filing D&O Indemnity Claim by the Monitor to a Person shall not constitute an admission by the Applicant or the Monitor of any liability of the Applicant or any Director or Officer to any Person.

PROOFS OF CLAIM

16. **THIS COURT ORDERS** that any Person that wishes to assert a Post-Filing Fund Claim must deliver to the Monitor on or before the Post-Filing Claims Bar Date a completed Proof of Post-

Filing Claim, including all relevant supporting documentation in respect of such Post-Filing Fund Claim, in the manner set out in this Order.

17. **THIS COURT ORDERS** that any Person that wishes to assert a Post-Filing D&O Claim must deliver to the Monitor on or before the Post-Filing Claims Bar Date a completed Proof of Post-Filing Claim, including all relevant supporting documentation in respect of such Post-Filing D&O Claim, in the manner set out in this Order.

18. **THIS COURT ORDERS** that any Director or Officer that wishes to assert a Post-Filing D&O Indemnity Claim must deliver to the Monitor on or before the Post-Filing D&O Indemnity Claims Bar Date a completed Proof of Post-Filing D&O Indemnity Claim, including all relevant supporting documentation in respect of such Post-Filing D&O Indemnity Claim, in the manner set out in this Order.

19. **THIS COURT ORDERS** that each Person shall include any and all Post-Filing Fund Claims it asserts against the Applicant and any and all Post-Filing D&O Claims it asserts against one or more Directors or Officers in a single Proof of Post-Filing Claim.

20. **THIS COURT ORDERS** that each Person shall include any and all Post-Filing D&O Indemnity Claims it asserts against the Applicant or Portfolio Company, as applicable, in a single Proof of Post-Filing D&O Indemnity Claim.

21. **THIS COURT ORDERS** that, in respect of any Post-Filing Fund Claim, any Person that does not file a Proof of Post-Filing Claim as provided for herein such that the Proof of Post-Filing Claim is received by the Monitor on or before the Post-Filing Claims Bar Date:

- (a) shall be and is hereby forever barred from making or enforcing such Post-Filing Fund Claim against the Applicant and/or the Property (as defined in the Initial Order) and all such Post-Filing Fund Claims shall be forever extinguished, barred, discharged and released as against the Applicant and the Property, and the Applicant shall not have any liability whatsoever in respect thereof;
- (b) shall be and is hereby forever barred from making or enforcing such Post-Filing

Fund Claim as against any other Person who could claim contribution or indemnity from the Applicant and/or against the Property;

- (c) shall not be entitled to vote such Post-Filing Fund Claim at any Creditors' Meeting in respect of any Plan or to receive any distribution thereunder in respect of such Post-Filing Fund Claim; and
- (d) shall not be entitled to any further notice of, and shall not be entitled to participate as a Claimant or creditor in, the Post-Filing Claims Process or the CCAA Proceedings in respect of such Post-Filing Fund Claim.

22. **THIS COURT ORDERS** that, in respect of any Post-Filing D&O Claim, any Person that does not file a Proof of Post-Filing Claim as provided for herein such that the Proof of Post-Filing Claim is received by the Monitor on or before the Post-Filing Claims Bar Date:

- (a) shall be and is hereby forever barred from making or enforcing such Post-Filing D&O Claim against any Director or Officer or any insurer of such Director or Officer, and all such Post-Filing D&O Claims shall be forever extinguished, barred, discharged and released as against the Directors and Officers and the Property and the Directors and Officers shall not have any liability whatsoever in respect thereof;
- (b) shall be and is hereby forever barred from making or enforcing such Post-Filing D&O Claim as against any other Person who could claim contribution or indemnity from any Director or Officer and/or against the Property;
- (c) shall not be entitled to receive any distribution in respect of such Post-Filing D&O Claim; and
- (d) shall not be entitled to any further notice of, and shall not be entitled to participate as a Claimant or creditor in, the Post-Filing Claims Process or the CCAA Proceedings in respect of such Post-Filing D&O Claim.

23. **THIS COURT ORDERS** that, in respect of any Post-Filing D&O Indemnity Claim, any Director or Officer that does not file a Proof of Post-Filing D&O Indemnity Claim as provided for

herein such that the Proof of Post-Filing D&O Indemnity Claim is received by the Monitor on or before the Post-Filing D&O Indemnity Claims Bar Date:

- (a) shall be and is hereby forever barred from making or enforcing such Post-Filing D&O Indemnity Claim against the Applicant, and such Post-Filing D&O Indemnity Claim shall be forever extinguished, barred, discharged and released as against the Applicant and the Property and the Applicant shall not have any liability whatsoever in respect thereof;
- (b) shall be and is hereby forever barred from making or enforcing such Post-Filing D&O Indemnity Claim as against any other Person who could claim contribution or indemnity from the Applicant and/or against the Property;
- (c) shall not be entitled to vote such Post-Filing D&O Indemnity Claim at any Creditors' Meeting or to receive any distribution in respect of such Post-Filing D&O Indemnity Claim; and
- (d) shall not be entitled to any further notice of, and shall not be entitled to participate as a Claimant or creditor in, the Post-Filing Claims Process or the CCAA Proceedings in respect of such Post-Filing D&O Indemnity Claim.

24. **THIS COURT ORDERS** that Persons with Excluded Post-Filing Claims shall not be required to file a Proof of Post-Filing Claim in this process in respect of such Excluded Post-Filing Claims, unless required to do so by further order of this Court.

ADJUDICATION OF POST-FILING CLAIMS

25. **THIS COURT ORDERS** that the Monitor, subject to the terms of this Order, shall review all Proofs of Post-Filing Claims filed, consult with the Applicant and, in the case of a Post-Filing D&O Claim, the applicable Director or Officer with respect thereto, and at any time may:

- (a) request additional information from a Post-Filing Claimant;

- (b) request that a Post-Filing Claimant file a revised Proof of Post-Filing Claim;
- (c) resolve and settle any issue arising in a Proof of Post-Filing Claim or in respect of a Post-Filing Fund Claim or Post-Filing D&O Claim;
- (d) accept (in whole or in part), the amount of any Post-Filing Fund Claim or Post-Filing D&O Claim and so notify the Post-Filing Claimant in writing; and
- (e) revise or disallow (in whole or in part) the amount of any Post-Filing Fund Claim or Post-Filing D&O Claim and so notify the Post-Filing Claimant in writing.

26. **THIS COURT ORDERS** that the Monitor, subject to the terms of this Order, shall review all Proofs of Post-Filing D&O Indemnity Claims filed, consult with the Applicant with respect thereto, and at any time may:

- a. request additional information from a Director or Officer;
- b. request that a Director or Officer file a revised Proof of Post-Filing D&O Indemnity Claim;
- c. resolve and settle any issue arising in a Proof of Post-Filing D&O Indemnity Claims or in respect of a Post-Filing D&O Indemnity Claim;
- d. accept (in whole or in part), the amount of any Post-Filing D&O Indemnity Claim and so notify the Director or Officer in writing; and
- e. revise or disallow (in whole or in part) the amount of any Post-Filing D&O Indemnity Claim and so notify the Director or Officer in writing.

27. **THIS COURT ORDERS** that, where a Post-Filing Claim has been accepted by the Monitor in accordance with this Order, such Post-Filing Claim shall constitute such Post-Filing Claimant's Proven Post-Filing Claim. The acceptance of any Post-Filing Claim or other determination of same in accordance with this Order, in whole or in part, shall not constitute an admission of any fact, thing, liability, or quantum or status of any claim by any Person, save and except in the context of

the CCAA Proceedings.

28. **THIS COURT ORDERS** that, where a Post-Filing Claim is revised or disallowed (in whole or in part), the Monitor shall deliver to the Post-Filing Claimant a Post-Filing Notice of Revision or Disallowance, attaching the form of Post-Filing Dispute Notice.

29. **THIS COURT ORDERS** that the failure by the Monitor to send a Post-Filing Notice of Revision or Disallowance shall not result in any Post-Filing Claim being accepted as a Proven Post-Filing Claim or being deemed to be accepted as a Proven Post-Filing Claim.

30. **THIS COURT ORDERS** that a Person who has received a Post-Filing Notice of Revision or Disallowance in respect of a Post-Filing Claim and who intends to dispute such Post-Filing Notice of Revision or Disallowance shall deliver a Post-Filing Dispute Notice to the Monitor by 5:00 p.m. (Eastern Time) on the day that is not later than fifteen (15) Business Days following deemed receipt of the Post-Filing Notice of Revision or Disallowance pursuant to paragraph 40 of this Order. The filing of a Post-Filing Dispute Notice with the Monitor in accordance with this paragraph shall constitute an application to have the amount of such Post-Filing Claim determined pursuant to the Post-Filing Claims Process as provided in this Order.

31. **THIS COURT ORDERS** that where a Post-Filing Claimant that receives a Post-Filing Notice of Revision or Disallowance fails to file a Post-Filing Dispute Notice with the Monitor within the requisite time period provided in this Order, the amount of such Post-Filing Claimant's Post-Filing Claim shall be deemed to be as set out in the Post-Filing Notice of Revision or Disallowance and such amount, if any, shall constitute such Post-Filing Claimant's Proven Post-Filing Claim, and the balance of such Post-Filing Claimant's Post-Filing Claim, if any, shall be forever extinguished, barred, discharged and released as against the Applicant, the Property and the Directors and Officers, as applicable, and the Property and the Applicant and/or Directors and Officers, as applicable, shall not have any liability whatsoever in respect thereof.

RESOLUTION OF POST-FILING CLAIMS

32. **THIS COURT ORDERS** that, as soon as practicable after the delivery of the Post-Filing Dispute Notice to the Monitor, the Monitor shall attempt to resolve and settle the Post-Filing Claim

with the Post-Filing Claimant, subject to the terms of this Order.

33. **THIS COURT ORDERS** that, in the event that a dispute raised in a Post-Filing Dispute Notice is not settled within a time period or in a manner satisfactory to the Monitor in consultation with the Applicant and the applicable Post-Filing Claimant, the Monitor, in consultation with the Applicant, shall either: (i) send a Dispute Package to a Claims Officer, or (ii) on notice to the disputing Post-Filing Claimant, schedule an appointment with the Court for the purpose of scheduling a motion to seek a determination by the Court of the disputed Post-Filing Claim, at which appointment directions will be sought from the Court on the process for such determination.

34. **THIS COURT ORDERS** that the appointment of any Claims Officer to adjudicate a disputed Post-Filing Claim shall be subject to mutual agreement between the affected Post-Filing Claimant and the Monitor, in consultation with the Applicant, and if such agreement is not reached within ten (10) Business Days of receipt by the Monitor of the applicable Post-Filing Dispute Notice, such Claims Officer shall be appointed by the Court. Each of the Applicant and the Monitor is hereby authorized to bring a motion to seek an order of the Court appointing a Claims Officer in respect of any and all disputed Post-Filing Claims. The Applicant shall pay the reasonable professional fees and disbursements of each Claims Officer on presentation and acceptance of invoices from time to time. Each Claims Officer shall be entitled to a reasonable retainer against his or her fees and disbursements which shall be paid by the Monitor upon request by such Claims Officer.

35. **THIS COURT ORDERS** that, subject to further order of the Court, the Claims Officer shall determine the amount of each Post-Filing Claim in respect of which a dispute has been referred to such Claims Officer and, in doing so, the Claims Officer shall be empowered to determine the process in which evidence may be brought before him or her as well as any other procedural matters which may arise in respect of the determination of any Post-Filing Claim.

36. **THIS COURT ORDERS** that the Monitor or the Post-Filing Claimant may appeal the Claims Officer's determination to this Court by serving upon the other (with a copy to the Applicant) and filing with this Court, within ten (10) Business Days of notification of the Claims Officer's determination of such Post-Filing Claimant's Post-Filing Claim, a notice of motion returnable on a

date to be fixed by this Court. If a notice of motion is not filed within such period, then the Claims Officer's determination shall be deemed to be final and binding and shall be such Post-Filing Claimant's Proven Post-Filing Claim.

NOTICE OF TRANSFEREES

37. **THIS COURT ORDERS** that neither the Monitor nor the Applicant shall be obligated to send notice to or otherwise deal with a transferee or assignee of a Post-Filing Claim unless and until (i) actual written notice of the permitted transfer or assignment, together with satisfactory evidence of such transfer or assignment, shall have been received by the Monitor, and (ii) the Monitor shall have acknowledged in writing such transfer or assignment, and thereafter such transferee or assignee shall for all purposes hereof constitute the "Post-Filing Claimant" in respect of such Post-Filing Claim. Any such transferee or assignee of a Post-Filing Claim shall be bound by all notices given or steps taken in respect of such Post-Filing Claim in accordance with this Order prior to the written acknowledgement by the Monitor of such transfer or assignment.

38. **THIS COURT ORDERS** that the transferee or assignee of any Post-Filing Claim (i) shall take the Post-Filing Claim subject to the rights and obligations of the transferor/assignor of the Post-Filing Claim, and subject to the rights of the Applicant and any Director or Officer against any such transferor or assignor, including any rights of set-off which the Applicant, Director or Officer had against such transferor or assignor, and (ii) cannot use any transferred or assigned Post-Filing Claim to reduce any amount owing by the transferee or assignee to the Applicant, Director or Officer, whether by way of set off, application, merger, consolidation or otherwise.

SERVICE AND NOTICE

39. **THIS COURT ORDERS** that the forms of notice to be provided in accordance with this Order shall constitute good and sufficient service and delivery of notice of this Order, the Post-Filing Claims Bar Date and Post-Filing D&O Indemnity Claims Bar Date on all Persons who may be entitled to receive notice and who may assert a Post-Filing Claim and no other notice or service need be given or made and no other documents or material need be sent to or served upon any Person in respect of this Order.

40. **THIS COURT ORDERS** that the Monitor may, unless otherwise specified by this Order, serve and deliver the Post-Filing Claims Package, the Proof of Post-Filing D&O Indemnity Claim, the Post-Filing Notice of Revision or Disallowance, and any letters, notices or other documents to Post-Filing Claimants, Directors, Officers, or other interested Persons, by forwarding true copies thereof by email, prepaid ordinary mail or courier to such Persons (with copies to their counsel as appears on the CCAA Service List if applicable) at the physical or electronic address, as applicable, last shown on the records of the Applicant or the Monitor or set out in such Person's Proof of Post-Filing Claim or Proof of Post-Filing D&O Indemnity Claim. Any such service or notice shall be deemed to have been received: (i) if delivered by email by 5:00 p.m. (Eastern Time) on a Business Day, on such Business Day, and if delivered after 5:00 p.m. (Eastern Time) on a Business Day or on a day other than on a Business Day, on the following Business Day; (ii) if sent by prepaid ordinary mail, on the third Business Day after mailing within Ontario, the fifth Business Day after mailing within Canada (other than within Ontario), and the tenth Business Day after mailing internationally; and (iii) if sent by courier, on the next Business Day following dispatch.

41. **THIS COURT ORDERS** that any notice or other communication (including Proofs of Post-Filing Claim, Proofs of Post-Filing D&O Indemnity Claim and Post-Filing Dispute Notices) to be given under this Order by any Person to the Monitor shall be in writing in substantially the form, if any, provided for in this Order and will be sufficiently given only if delivered by email, or if it cannot be given by email by prepaid registered mail or courier, addressed to:

FTI Consulting Canada Inc., GrowthWorks Canadian Fund Ltd. Monitor

Address: TD Waterhouse Tower
79 Wellington Street West
Suite 2010, P.O. Box 104
Toronto ON M5K 1G8

Email: growthworkscanadianfundltd@fticonsulting.com

Attention: Patrick Kennedy

Any such notice or other communication by a Person to the Monitor shall be deemed received only upon actual receipt thereof by the Monitor during normal business hours on a Business Day or, if

delivered outside of normal business hours, the next Business Day.

42. **THIS COURT ORDERS** that if, during any period during which notices or other communications are being given pursuant to this Order, a postal strike or postal work stoppage of general application should occur, such notices or other communications sent by ordinary mail and then not received shall not, absent further Order of this Court, be effective and notices and other communications given hereunder during the course of any such postal strike or work stoppage of general application shall only be effective if given by courier or digital transmission in accordance with this Order.

43. **THIS COURT ORDERS** that, in the event that this Order is later amended by further order of this Court, the Monitor shall post such further order on the Monitor's Website and such posting shall constitute adequate notice of such amendment.

SEALING ORDER

44. **THIS COURT ORDERS** that **Confidential Exhibit "B"** to the affidavit of C. Ian Ross sworn on November 17, 2021, which contains a confidential summary of the Fund's significant remaining investments shall be kept confidential and not form part of the public record, but rather shall be placed, separate and apart from all other contents of the court file for these proceedings, in a sealed envelope attached to a notice that sets out the title of these proceedings and the statement that the contents are subject to this Motion and sealing Order, and remain under seal until further Order of this Court.

MISCELLANEOUS


45. **THIS COURT ORDERS** that the Monitor and the Applicant may, at any time, and with such notice as this Court may require, seek directions from this Court with respect to this Order and the Post-Filing Claims Process, or for such further order or orders as any of them may consider necessary or desirable to amend, supplement or clarify the terms of this Order.

46. **THIS COURT ORDERS** that this Order shall have full force and effect in all provinces and territories in Canada, outside Canada and against all Persons against whom it may be enforceable.

47. **THIS COURT ORDERS** that this Order is effective from the date that it is made and is enforceable without any need for entry and filing.

48. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, the United States or in any other foreign jurisdiction, to give effect to this Order and to assist the Applicant, 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 and to the Monitor, as an officer of the 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 and the Monitor and their respective agents in carrying out the terms of this Order.

49. **THIS COURT ORDERS** that each of the Applicants and the Monitor be at liberty and are 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.



A handwritten signature in blue ink, appearing to read "Perry J.", is written above a horizontal line.

SCHEDULE "A"

NOTICE TO HOLDERS OF POST-FILING CLAIMS AGAINST GROWTHWORKS CANADIAN FUND LTD.

(hereinafter referred to as the "**Applicant**") and/or its Directors and Officers

On November 30, 2021, the Ontario Superior Court of Justice issued an order in the *Companies' Creditors Arrangement Act* proceeding of the Applicant setting out a supplementary claims process to identify, determine and resolve certain post-filing claims against the Applicant and its Directors and Officers (the "**Post-Filing Claims Procedure Order**"). Capitalized terms not defined in this Notice have the meanings given to them in the Post-Filing Claims Procedure Order, which all Persons are encouraged to review in its entirety.

PLEASE TAKE NOTICE that the Post-Filing Claims Procedure Order requires all Persons who assert a Post-Filing Fund Claim or a Post-Filing D&O Claim, whether unliquidated, contingent or otherwise, to deliver a completed Proof of Post-Filing Claim as set out in the Post-Filing Claims Procedure Order.

Completed Proofs of Post-Filing Claims, and all relevant supporting documentation, must be received by the Monitor by 5:00 p.m. (prevailing Eastern Time) on January 21, 2022 (the "Post-Filing Claims Bar Date"), as set out in the Post-Filing Claims Procedure Order. Completed Proofs of Post-Filing Claims must be sent to the Monitor by email, or if it cannot be given by email, by prepaid registered mail or courier, at the following address:

FTI Consulting Canada Inc., GrowthWorks Canadian Fund Ltd. Monitor

**Address: TD Waterhouse Tower
79 Wellington Street West
Suite 2010, P.O. Box 104
Toronto, Ontario Canada, M5K 1G8**

**Email: growthworkscanadianfundltd@fticonsulting.com
Attention: Patrick Kennedy**

Post-Filing Fund Claims and Post-Filing D&O Claims each relate to the period after the Filing Date (October 1, 2013). The Post-Filing Claims Procedure does not revive or otherwise affect any Claim or D&O Claim that was barred or extinguished pursuant to the January 9, 2014 Claims Procedure Order.

Pursuant to the Post-Filing Claims Procedure Order, Post-Filing Claims Packages, including the form of Proof of Post-Filing Claim, will be sent to known potential Post-Filing Claimants as specified in the Post-Filing Claims Procedure Order. The Post-Filing Claims Procedure Order and Post-Filing Claims Package are also available on the website of the Monitor at <http://cfcanada.fticonsulting.com/gcfl/default.htm>, or can be requested from the Monitor in writing prior to the Post-Filing Claims Bar Date.

Only Proofs of Post-Filing Claims that are actually received by the Monitor on or before the Post-Filing Claims Bar Date will be considered filed by the Post-Filing Claims Bar Date. **It is**

your responsibility to ensure that the Monitor receives your Proof of Post-Filing Claim by the Post-Filing Claims Bar Date.

PROOFS OF POST-FILING CLAIMS WHICH ARE NOT RECEIVED BY THE POST-FILING CLAIMS BAR DATE WILL BE BARRED AND EXTINGUISHED FOREVER.

DATED at Toronto this • day of •, 2021.

SCHEDULE "B"

**PROOF OF POST-FILING CLAIM AGAINST
GROWTHWORKS CANADIAN FUND LTD.**
(hereinafter referred to as the "**Applicant**") and/or its Directors and Officers

This form is to be used by Post-Filing Claimants asserting a Post-Filing Fund Claim and/or a Post-Filing D&O Claim against the Applicant or its Director(s) and/or Officer(s). Capitalized terms not defined in this form have the meanings given to them in the Post-Filing Claims Procedure Order, which all Persons are encouraged to review in its entirety.

1. PARTICULARS OF POST-FILING CLAIMANT

- (a) Full Legal Name of Post-Filing Claimant
(the "**Post-Filing Claimant**"): _____

*(Full legal name should be the name of the Post-Filing Claimant of the Applicants or the Directors and/or Officers as of October 1, 2013 (the "**Filing Date**"), notwithstanding whether an assignment of a Post-Filing Fund Claim and/or Post-Filing D&O Claim, or a portion thereof, has occurred following the Filing Date)*

- (b) Attention (Contact Person): _____

- (c) Email Address: _____

- (d) Telephone Number: _____

- (e) Fax Number: _____

- (f) Full Mailing Address of the
Post-Filing Claimant:
(the Post-Filing Claimant as of the Filing Date) _____

2. PARTICULARS OF ASSIGNEE(S) (IF ANY)

- (a) Has the Post-Filing Fund Claim or Post-Filing D&O Claim been sold or assigned by the Post-Filing Claimant to another party [check (√) one]?

Yes No

(If Yes, you must include the details and documentation that support the assignment, including whether all or a portion of the Post-Filing Fund Claim or Post-Filing D&O Claim has been assigned. If there is more than one assignee, please attach a separate sheet with the required contact information for each)

- (b) Full Legal Name of the original
Post-Filing Claimant(s): _____

- (c) Full Legal Name of Assignee(s): _____

- (d) Attention (Contact Person): _____
- (e) Email Address: _____
- (f) Telephone Number: _____
- (g) Fax Number: _____
- (h) Full Mailing Address of the Assignee _____

3. PARTY CLAIMING AGAINST

- (a) The Post-Filing Claimant asserts this Post-Filing Fund Claim and/or Post-Filing D&O Claim against [check (√) one or both, as applicable]:
 - The Applicant
 - Director(s) and/or Officer(s) of the Applicant

4. AMOUNT AND NATURE OF POST-FILING CLAIM

- (a) The Applicant / Director(s) and/or Officer(s) was/were and still is/are indebted to the Post-Filing Claimant as follows:

Director(s) and/or Officer(s) Name(s)	Currency	Original Currency Amount	Unsecured Claim	Secured Claim
<i>(If you are making a Post-Filing D&O Claim against the Directors and/or Officers, please list the Director(s) and/or Officer(s) against which you assert your Post-Filing D&O Claim. If your Post-Filing Claim is against the Applicant, this column can be left blank)</i>				
_____	_____	_____	<input type="checkbox"/>	<input type="checkbox"/>
_____	_____	_____	<input type="checkbox"/>	<input type="checkbox"/>
_____	_____	_____	<input type="checkbox"/>	<input type="checkbox"/>
_____	_____	_____	<input type="checkbox"/>	<input type="checkbox"/>
_____	_____	_____	<input type="checkbox"/>	<input type="checkbox"/>
_____	_____	_____	<input type="checkbox"/>	<input type="checkbox"/>

- (b) Is a secured or priority claim being asserted? [check (√) one]
 - Yes
 - No

(If a secured claim is being asserted, please give full particulars of the security, including the date on which the security was given, the value at which you assess the security and a copy of the security documents. If a priority claim is being asserted, please provide details as to the priority claim being asserted, the basis for the priority claim and any relevant documents you have in support of your priority claim)

5. PARTICULARS OF POST-FILING CLAIM AND DOCUMENTATION

- (a) Please provide all particulars of the Post-Filing Claim and supporting documentation, including the amount, description of transaction(s) or agreement(s) giving rise to the Post-Filing Claim, name of any guarantor which has guaranteed the Post-Filing Claim, and amount of invoices, particulars of all credits, discounts, etc. claimed, description of the security, if any, granted by any Applicant or any Director or Officer to the Post-Filing Claimant and estimated value of such security.

Particulars not already contained herein and relevant supporting documentation may be appended as a schedule to this Proof of Post-Filing Claim.

6. CERTIFICATION

I hereby certify that:

- (a) I am the Post-Filing Claimant or authorized representative of the Post-Filing Claimant;
- (b) I have knowledge of all the circumstances connected with the Post-Filing Fund Claim and/or Post-Filing D&O Claim referred to herein;
- (c) The Post-Filing Claimant asserts this Post-Filing Fund Claim and/or Post-Filing D&O Claim against the Applicant or Director(s) and/or Officer(s) of the Applicant as set out herein; and
- (d) Complete documentation in support of this Post-Filing Fund Claim and/or Post-Filing D&O Claim is attached;

(signature of the Post-Filing Claimant or authorized representative)

(witness signature)

(print name)

(print name)

(title)

Dated at _____ this _____ day of _____, 202_

7. FILING PROOF OF POST-FILING CLAIM

Completed Proofs of Post-Filing Claims, and all relevant supporting documentation, must be received by the Monitor by 5:00 p.m. (Eastern Time) on January 21, 2022 (the "**Post-Filing Claims Bar Date**"), as set out in the Post-Filing Claims Procedure Order. Completed Proofs of Post-Filing Claims must be sent to the Monitor by email, or if it cannot be given by email, by prepaid registered mail or courier, at the following address:

FTI Consulting Canada Inc., GrowthWorks Canadian Fund Ltd. Monitor

Address: TD Waterhouse Tower
79 Wellington Street West
Suite 2010, P.O. Box 104
Toronto, Ontario Canada, M5K 1G8

Email: growthworkscanadianfundltd@fticonsulting.com
Attention: Patrick Kennedy

Only Proofs of Post-Filing Claims that are actually received by the Monitor on or before the Post-Filing Claims Bar Date will be considered filed by the Post-Filing Claims Bar Date. **It is your responsibility to ensure that the Monitor receives your Proof of Post-Filing Claim by the Post-Filing Claims Bar Date.**

PROOFS OF POST-FILING CLAIMS WHICH ARE NOT RECEIVED BY THE POST-FILING CLAIMS BAR DATE WILL BE BARRED AND EXTINGUISHED FOREVER.

For more information see <http://cfcanada.fticonsulting.com/qcfl/default.htm>, or contact the Monitor by telephone at 416-649-8087 or toll-free at 1-855-431-3185.

SCHEDULE "B-2"

PROOF OF POST-FILING D&O INDEMNITY CLAIM

This form is to be used only by Directors or Officers of GrowthWorks Canadian Fund Ltd. (the "**Applicant**") asserting a Post-Filing D&O Indemnity Claim against the Applicant. Capitalized terms not defined in this form have the meanings given to them in the Post-Filing Claims Procedure Order, which all Persons are encouraged to review in its entirety.

If you are not a Director or Officer asserting a Post-Filing D&O Indemnity Claim, but have a Post-Filing Fund Claim or a Post-Filing D&O Claim against the Applicant and/or its Director(s) and/or Officer(s), please use the form titled "Proof of Post-Filing Claim", which is available on the Monitor's website: <http://cfcanda.fticonsulting.com/gcfl/default.htm>.

1. PARTICULARS OF THE DIRECTOR OR OFFICER

(a) Full Legal Name of the Director or Officer _____

Full legal name should be the name of Director or Officer as of October 1, 2013 (the "Filing Date")

(b) Attention (Contact Person): _____

(c) Email Address: _____

(d) Telephone Number: _____

(e) Fax Number: _____

(f) Full Mailing Address of the Director or Officer

2. POST-FILING D&O INDEMNITY CLAIM

(a) Position(s) Held: _____

(b) Date Position(s) Held: From _____ to _____
(mm/dd/yyyy) From _____ to _____
From _____ to _____

(c) Reference No. of Proof of Post-Filing Claim:
(with respect to which this Post-Filing D&O Indemnity Claim is made)

(d) Particulars of and Basis for Post-Filing D&O Indemnity Claim:

(Provide all particulars of the Post-Filing D&O Indemnity Claim, including all supporting documentation)

3. CERTIFICATION

I hereby certify that:

- (a) I am a Director or Officer asserting a Post-Filing D&O Indemnity Claim, or an authorized representative thereof;
- (b) I have knowledge of all the circumstances connected with this Post-Filing D&O Indemnity Claim;
- (c) This Post-Filing D&O Indemnity Claim is asserted against the Applicant as set out above; and
- (d) Complete documentation in support of this Post-Filing D&O Indemnity Claim is attached.

(signature of Director/Officer or authorized representative)

(witness signature)

(print name)

(print name)

(title)

Dated at _____ this _____ day of _____, 202_

4. FILING PROOF OF POST-FILING D&O INDEMNITY CLAIM

Completed Proofs of Post-Filing D&O Indemnity Claims, and all relevant supporting documentation, must be received by the Monitor by 5:00 p.m. (Eastern Time) on the day which is fifteen (15) Business Days after the date of deemed receipt of the Proof of Post-Filing D&O Indemnity Claim by the Director or Officer (the "**Post-Filing D&O Indemnity Claims Bar Date**"). Completed Proofs of Post-Filing D&O Indemnity Claims must be sent to the Monitor by email, or if it cannot be given by email, by prepaid registered mail or courier, at the following address:

FTI Consulting Canada Inc., GrowthWorks Canadian Fund Ltd. Monitor

Address: TD Waterhouse Tower
79 Wellington Street West
Suite 2010, P.O. Box 104
Toronto, Ontario Canada, M5K 1G8

Email: growthworkscanadianfundltd@fticonsulting.com

Attention: Patrick Kennedy

Only Proofs of Post-Filing D&O Indemnity Claims that are actually received by the Monitor on or before the Post-Filing D&O Indemnity Claims Bar Date will be considered filed by the Post-Filing D&O Indemnity Claims Bar Date. **It is your responsibility to ensure that the Monitor receives your Proof of Post-Filing D&O Indemnity Claim by the Post-Filing D&O Indemnity Claims Bar Date.**

PROOFS OF POST-FILING D&O INDEMNITY CLAIMS WHICH ARE NOT RECEIVED BY THE POST-FILING D&O INDEMNITY CLAIMS BAR DATE WILL BE BARRED AND EXTINGUISHED FOREVER AND YOU WILL BE PROHIBITED FROM MAKING OR ENFORCING SUCH POST-FILING D&O INDEMNITY CLAIM AGAINST THE APPLICANT.

For more information see <http://cfcanada.fticonsulting.com/gcfl/default.htm>, or contact the Monitor by telephone at 416-649-8087 or toll-free at 1-855-431-3185.

SCHEDULE “C”

POST-FILING CLAIMANTS’ GUIDE TO COMPLETING THE PROOF OF POST-FILING CLAIM

This Post-Filing Claimants’ Guide to Completing the Proof of Post-Filing Claim (the “**Guide**”) has been prepared to assist Post-Filing Claimants in filling out the Proof of Post-Filing Claim form against GrowthWorks Canadian Fund Ltd. (the “**Applicant**”) and/or its Director(s) and Officer(s). Capitalized terms not defined in this Guide have the meanings given to them in the Post-Filing Claims Procedure Order, which all Persons are encouraged to review in its entirety.

The Post-Filing Claims Procedure Order and the Proof of Post-Filing Claim may be found at the Monitor’s website: <http://cfcanada.fticonsulting.com/gcfl/default.htm>

Please note that this is a guide only. In the event of any inconsistency between the terms of this Guide and the terms of the Post-Filing Claims Procedure Order, the terms of the Post-Filing Claims Procedure Order will govern.

SECTION 1 – PARTICULARS OF POST-FILING CLAIMANT

- (a) A separate Proof of Post-Filing Claim must be filed by each Person asserting a Post-Filing Fund Claim and/or Post-Filing D&O Claim against the Applicant and/or its Director(s) and/or Officer(s).
- (b) The Post-Filing Claimant shall include any and all Post-Filing Fund Claims and/or Post-Filing D&O Claims it asserts against the Applicant and/or its Director(s) and/or Officer(s) in a single Proof of Post-Filing Claim.
- (c) The full legal name of the Post-Filing Claimant must be provided.
- (d) If the Post-Filing Claimant operates under a different name or names, please indicate this in a separate schedule in the supporting documentation.
- (e) If the Post-Filing Fund Claim and/or Post-Filing D&O Claim has been assigned or transferred to another party, Section 2 must also be completed.
- (f) Unless the Post-Filing Fund Claim and/or the Post-Filing D&O Claim is assigned or transferred, all future correspondence, notices, etc. regarding the Post-Filing Fund Claim and/or Post-Filing D&O Claim will be directed to the address and contact indicated in this section.

SECTION 2 – ASSIGNEE

- (a) If the Post-Filing Fund Claim and/or Post-Filing D&O Claim has been assigned or transferred to another party, this section must be completed.
- (b) The full legal name of the Assignee must be provided.
- (c) If the Assignee operates under a different name or names, please indicate this in a separate schedule in the supporting documentation.
- (d) If the Monitor in consultation with the Applicant is satisfied that an assignment or transfer has occurred, all future correspondence, notices, etc. regarding the Post-Filing Fund Claim and/or Post-Filing D&O Claim will be directed to the Assignee at the address and contact indicated in this section.

SECTION 3 – PARTY CLAIMING AGAINST

- (a) Indicate whether the Post-Filing Fund Claim and/or Post-Filing D&O Claim is being asserted against the Applicant and/or its Director(s) and/or Officer(s).
- (b) If a Post-Filing Fund Claim and/or Post-Filing D&O Claim is being asserted against both the Applicant and its Director(s) and/or Officer(s), this should be indicated by checking both boxes in this section.

SECTION 4 – AMOUNT OF POST-FILING CLAIM OF CLAIMANT AGAINST APPLICANT

- (a) Indicate the amount the Applicant and/or its Director(s) and/or Officer(s) was/were and still is/are indebted to the Post-Filing Claimant.

Director(s) and/or Officer(s) Name(s)

- (b) If you are making a Post-Filing D&O Claim against the Director(s) and/or Officer(s) of the Applicant, the names of these Director(s) and/or Officer(s) should be provided in this column.
- (c) If the Post-Filing Claimant is claiming against the Applicant only (and not its Director(s) and/or Officer(s)), this column can be left blank, but the remaining portions of the chart (i.e., Currency, Original Currency Amount, Unsecured Claim, and Secured Claim) must be completed, as applicable.

Currency and Original Currency Amount

- (d) The amount of the Post-Filing Fund Claim and/or the Post-Filing D&O Claim must be provided in the currency in which it arose.
- (e) Indicate the appropriate currency in the Currency column.
- (f) If the Post-Filing Fund Claim and/or Post-Filing D&O Claim is denominated in multiple currencies, use a separate line to indicate the Post-Filing Fund Claim and/or Post-Filing D&O Claim amount in each such currency. If there are insufficient lines to record these amounts, attach a separate schedule indicating the required information.

Unsecured Claim

- (g) Check this box **ONLY** if the Post-Filing Fund Claim and/or Post-Filing D&O Claim recorded on that line is an unsecured claim.

Secured Claim

- (h) Check this box **ONLY** if the Post-Filing Fund Claim and/or Post-Filing D&O Claim recorded on that line is a secured claim.
- (i) If a secured claim is being asserted, the Post-Filing Claimant must provide full particulars of the security, including the date on which the security was given, the value at which the security is assessed and copies of the security documents. If there are insufficient lines to provide these particulars, please attach a separate schedule indicating the required information.
- (j) If a priority claim is being asserted, the Post-Filing Claimant must provide details as to the priority claim being asserted, the basis for the priority claim and any relevant documents in support of the priority claim. If there are insufficient lines to provide these particulars, please attach a separate schedule indicating the required information.

SECTION 5 – PARTICULARS OF POST-FILING CLAIM AND DOCUMENTATION

- (a) Attach to the Proof of Post-Filing Claim form all particulars of the Post-Filing Fund Claim and/or Post-Filing D&O Claim and supporting documentation, including amount, and description of transaction(s) or agreement(s), or legal breach(es) giving rise to the Post-Filing Fund Claim and/or Post-Filing D&O Claim, and amount of invoices, particulars of all credits, discounts, etc. claimed, description of the security, if any and estimated value of such security.
- (b) If the Post-Filing Claimant has additional particulars to provide that are not already contained in the Proof of Post-Filing Claim, a separate schedule should be attached to the Proof of Post-Filing Claim indicating the required information.
- (c) Complete supporting documentation submitted with the Proof of Post-Filing Claim.
- (d) Any schedules and/or supporting documentation appended to the Proof of Post-Filing Claim must be received by the Monitor by the Post-Filing Claims Bar Date (see Section 7 below).

SECTION 6 – CERTIFICATION

- (a) The Person signing the Proof of Post-Filing Claim should:
 - (i) Certify that they are the Post-Filing Claimant or an authorized representative of the Post-Filing Claimant.
 - (ii) Certify that they have knowledge of all the circumstances connected with the Post-Filing Fund Claim and/or Post-Filing D&O Claim.
 - (iii) Certify that the Post-Filing Fund Claim and/or Post-Filing D&O Claim is asserted against the Applicant and/or its Director(s) and Officer(s) as set out in the Proof of Post-Filing Claim;
 - (iv) Certify that complete documentation in support of the Post-Filing Fund Claim and/or Post-Filing D&O Claim is attached; and
 - (v) Have a witness to the certification. A witness signature must be provided.
- (b) By signing and submitting the Proof of Post-Filing Claim, the Post-Filing Claimant is asserting the Post-Filing Fund Claim and/or Post-Filing D&O Claim against the Applicant and/or its Director(s) and/or Officer(s).

SECTION 7 – FILING PROOF OF POST-FILING CLAIM

Completed Proofs of Post-Filing Claims, and all relevant supporting documentation, **must be received by the Monitor by 5:00 p.m. (Eastern time) on January 21, 2022 (the “Post-Filing Claims Bar Date”), as set out in the Post-Filing Claims Procedure Order. Completed Proofs of Post-Filing Claims must be sent to the Monitor by email, or if it cannot be given by email, by prepaid registered mail or courier, at the following address:**

FTI Consulting Canada Inc., GrowthWorks Canadian Fund Ltd. Monitor

**Address: TD Waterhouse Tower
79 Wellington Street West
Suite 2010, P.O. Box 104
Toronto, Ontario Canada, M5K 1G8**

Email: growthworkscanadianfundltd@fticonsulting.com
Attention: Patrick Kennedy

Only Proofs of Post-Filing Claims that are actually received by the Monitor on or before the Post-Filing Claims Bar Date will be considered filed by the Post-Filing Claims Bar Date. **It is your responsibility to ensure that the Monitor receives your Proof of Post-Filing Claim by the Post-Filing Claims Bar Date.**

PROOFS OF POST-FILING CLAIMS WHICH ARE NOT RECEIVED BY THE POST-FILING CLAIMS BAR DATE WILL BE BARRED AND EXTINGUISHED FOREVER.

For more information see <http://cfcanada.fticonsulting.com/gcfl/default.htm>, or contact the Monitor by telephone at 416-649-8087 or toll-free at 1-855-431-3185.

SCHEDULE "D"

POST-FILING NOTICE OF REVISION OR DISALLOWANCE

Regarding Post-Filing Claims against GrowthWorks Canadian Fund Ltd. (hereinafter referred to as the "Applicant") **and its Director(s) and/or Officer(s)**

To:

(name of Post-Filing Claimant)

Post-Filing Claim
Reference No.:

Capitalized terms not defined in this Post-Filing Notice of Revision or Disallowance have the meaning ascribed in the Post-Filing Claims Procedure Order dated November 30, 2021 (the "**Post-Filing Claims Procedure Order**"). All dollar values contained herein are in Canadian Dollars unless otherwise noted.

Pursuant to the Post-Filing Claims Procedure Order, FTI Consulting Canada Inc., in its capacity as Court-appointed Monitor of the Applicant (the "**Monitor**"), hereby gives you notice that it has reviewed your Proof of Post-Filing Claim or Proof of Post-Filing D&O Indemnity Claim, as applicable, in conjunction with the Applicant, and has revised or disallowed your Post-Filing Claim. Subject to further dispute by you in accordance with the Post-Filing Claims Procedure Order, your Post-Filing Claim will be allowed as follows:

Amount Allowed by Monitor

Type of Post-Filing Claim	Amount as Submitted		Total amount allowed by Monitor	Amount allowed as secured	Amount allowed as unsecured
	Original Currency				
A. Post-Filing Fund Claim		\$	\$	\$	\$
B. Post-Filing D&O Claim		\$	\$	\$	\$
C. Post-Filing D&O Indemnity Claim		\$	\$	\$	\$
D. TOTAL CLAIM		\$	\$	\$	\$

REASON(S) FOR THE REVISION OR DISALLOWANCE:

Post-Filing Dispute Notice

If you intend to dispute this Post-Filing Notice of Revision or Disallowance, you must, by no later than 5:00 p.m. (Eastern Time) on the day that is **fifteen (15) Business Days** after this Post-Filing Notice of Revision or Disallowance is deemed to have been received by you (in accordance with paragraph [40] of the Post-Filing Claims Procedure Order), deliver a Post-Filing Dispute Notice. The Post-Filing Dispute Notice must be given to the Monitor by email, or if it cannot be given by email, by prepaid registered mail or courier, at the following address:

FTI Consulting Canada Inc., GrowthWorks Canadian Fund Ltd. Monitor

**Address: TD Waterhouse Tower
79 Wellington Street West
Suite 2010, P.O. Box 104
Toronto, Ontario Canada, M5K 1G8**

**Email: growthworkscanadianfundltd@fticonsulting.com
Attention: Patrick Kennedy**

Any Post-Filing Claimant who fails to deliver a Post-Filing Dispute Notice by the deadline set forth in paragraph 40 of the Post-Filing Claims Procedure Order shall be deemed to accept the classification and the amount of its Post-Filing Claim as set out in the Post-Filing Notice of Revision or Disallowance and such Post-Filing Claim as set out in the Notice of Revision or Disallowance shall be deemed such Post-Filing Claimant's Proven Post-Filing Claim with the balance of such claim, if any, forever extinguished, barred, discharged and released.

If you agree with this Post-Filing Notice of Revision or Disallowance, there is no need to file anything further with the Monitor.

The form of Post-Filing Dispute Notice is enclosed and can also be accessed on the Monitor's website at <http://cfcanada.fticonsulting.com/gcfl/default.htm>

IF YOU FAIL TO FILE A POST-FILING DISPUTE NOTICE WITHIN THE PRESCRIBED TIME PERIOD, THIS POST-FILING NOTICE OF REVISION OR DISALLOWANCE WILL BE BINDING UPON YOU.

DATED this _____ day of _____, 20__.

FTI Consulting Canada Inc.

SCHEDULE "E"

POST-FILING DISPUTE NOTICE

Regarding Post-Filing Claims against GrowthWorks Canadian Fund Ltd. (hereinafter referred to as the "Applicant") and its Director(s) and/or Officer(s)

Capitalized terms not defined in this Post-Filing Dispute Notice have the meanings ascribed to them in the Post-Filing Claims Procedure Order dated November 30, 2021 (the "**Post-Filing Claims Procedure Order**"). You can obtain a copy of the Post-Filing Claims Procedure Order on the Monitor's website at <http://cfcanada.fticonsulting.com/gcfl/default.htm>.

1. PARTICULARS OF POST-FILING CLAIMANT:

(a) Full Legal Name of Post-Filing Claimant
(the "**Post-Filing Claimant**"): _____

*(Full legal name should be the name of the Post-Filing Claimant of the Applicants or the Directors and/or Officers as of October 1, 2013 (the "**Filing Date**"), notwithstanding whether an assignment of a Post-Filing Claim, or a portion thereof, has occurred following the Filing Date)*

(b) Attention (Contact Person): _____

(c) Email Address: _____

(d) Telephone Number: _____

(e) Fax Number: _____

(f) Full Mailing Address of the
Post-Filing Claimant:
(the Post-Filing Claimant as of the Filing Date) _____

2. PARTICULARS OF ASSIGNEE(S) (IF APPLICABLE)

(a) Has the Post-Filing Fund Claim or Post-Filing D&O Claim been sold or assigned by the Post-Filing Claimant to another party [check (√) one]?

Yes No

(If Yes, you must include the details and documentation that support the assignment, including whether all or a portion of the Post-Filing Claim has been assigned. If there is more than one assignee, please attach a separate sheet with the required contact information for each)

(b) Full Legal Name of the original _____

Post-Filing Claimant(s): _____

(c) Full Legal Name of Assignee(s): _____

(d) Attention (Contact Person): _____

(e) Email Address: _____

(f) Telephone Number: _____

(g) Fax Number: _____

(h) Full Mailing Address of the Assignee _____

3. DISPUTE OF REVISION OR DISALLOWANCE OF POST-FILING CLAIM

The Post-Filing Claimant hereby disagrees with the value of its Post-Filing Claim set out in the Post-Filing Notice of Revision or Disallowance dated _____, and asserts a Post-Filing Claim as follows:

Type of Post-Filing Claim	Amount allowed by Monitor as unsecured (Post-Filing Notice of Revision or Disallowance)	Amount allowed by Monitor as secured (Post-Filing Notice of Revision or Disallowance)	Amount claimed by Post-Filing Claimant as unsecured	Amount claimed by Post-Filing Claimant as secured
A. Post-Filing Fund Claim	\$	\$	\$	\$
B. Post-Filing D&O Claim	\$	\$	\$	\$
C. Post-Filing D&O Indemnity Claim	\$	\$	\$	\$
D. TOTAL CLAIM	\$	\$	\$	\$

4. REASON(S) FOR DISPUTE

(Provide full particulars of why you dispute the Monitor's revision or disallowance of your Post-Filing Claim as set out in the Post-Filing Notice of Revision or Disallowance, and provide all supporting documentation, including amount, description of transaction(s) or agreement(s) giving rise to the Post-Filing Claim, and amount of Post-Filing Claim allocated thereto, date and number of all invoices, particulars of all credits, discounts, etc. claimed. The particulars provided must support the value of the Post-Filing Claim as stated by you in Section 3, above)

DATED this _____ day of _____, 20__.

(Signature of Post-Filing Claimant, or, if the Post-Filing Claimant is a corporation, the signature of the authorized signing officer of the corporation that is executing this Post-Filing Dispute Notice)

(Print name of Post-Filing Claimant, or, if the Post-Filing Claimant is a corporation, the name of the Post-Filing Claimant and the name of the authorized signing officer of the corporation that is executing this Post-Filing Dispute Notice)

5. FILING POST-FILING DISPUTE NOTICE

This Post-Filing Dispute Notice must be delivered to the Monitor by no later than 5:00 p.m. (Eastern Time) on the day that is **fifteen (15) Business Days** after the Post-Filing Notice of Revision or Disallowance was deemed to have been received by you (in accordance with paragraph 40 of the Post-Filing Claims Procedure Order). This Post-Filing Dispute Notice must be delivered to the Monitor by email, or if it cannot be given by email, by prepaid registered mail or courier, at the following address:

FTI Consulting Canada Inc., GrowthWorks Canadian Fund Ltd. Monitor

**Address: TD Waterhouse Tower
79 Wellington Street West
Suite 2010, P.O. Box 104
Toronto, Ontario Canada, M5K 1G8**

**Email: growthworkscanadianfundltd@fticonsulting.com
Attention: Patrick Kennedy**

Any Post-Filing Claimant who fails to deliver this Post-Filing Dispute Notice by the deadline set forth in paragraph 30 of the Post-Filing Claims Procedure Order shall be deemed to accept the classification and the amount of its Post-Filing Claim as set out in the Post-Filing Notice of Revision or Disallowance and such Post-Filing Claim as set out in the Notice of Revision or Disallowance shall be deemed such Post-Filing Claimant's Proven Post-Filing Claim with the balance of such claim, if any, forever extinguished, barred, discharged and released.

IF YOU FAIL TO FILE THIS POST-FILING DISPUTE NOTICE WITHIN THE PRESCRIBED TIME PERIOD, THE POST-FILING NOTICE OF REVISION OR DISALLOWANCE WILL BE BINDING UPON YOU.

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding Commenced at Toronto

**POST-FILING CLAIMS PROCEDURE
ORDER**

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