

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

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

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
NOYA HOLDINGS INC. AND 1001155163 ONTARIO INC.

Applicants

TERMINATION CERTIFICATE

RECITALS

1. Pursuant to the Amended and Restated Initial Order of the Honourable Justice Cavanagh of the Ontario Superior Court of Justice (Commercial List) dated November 15, 2024 (as further amended and restated from time to time, the “**ARIO**”), the Applicants were granted protection from their creditors pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”), and BDO Canada Limited (“**BDO**”) was appointed as the monitor (“**Monitor**”) of the Applicants.
2. Pursuant to the Approval and Reverse Vesting Order of the Court, dated March 5, 2025, the court approved the transaction (the “**Transaction**”) contemplated by the Stalking Horse Purchase Agreement dated November 11, 2024, as amended (the “**SPA**”), among Noya Holdings Inc. (the “**Vendor**”), Noya Cannabis Inc. (the “**Company**”) and Lending Stream Inc. (the “**Purchaser**”) and ordered, *inter alia*, that: (i) 1001155163 Ontario Inc. (“**ResidualCo**”) be added as an Applicant to these CCAA Proceedings; (ii) all of the

Vendor's right, title and interest in and to the Transferred Assets be vested in the Company, free and clear from any Encumbrances; (iii) the Excluded Assets, Excluded Liabilities and Excluded Contracts be vested absolutely and exclusively in ResidualCo; (iv) all of the Vendor's right, title and interest in and to the Purchased Shares be vested absolutely and exclusively in the Purchaser, free and clear from any Encumbrances, except for the Permitted Encumbrances, which vesting is, in each case, to be effective upon the delivery by the Monitor to the Purchaser of a certificate confirming that the Monitor has received written confirmation in form and substance satisfactory to the Monitor from the Purchaser and the Vendor that all conditions to closing have been satisfied or waived by the parties to the SPA.

3. Pursuant to an Order of this Court dated April 1, 2025 (the “**CCAA Termination Order**”), among other things, BDO shall be discharged as the Monitor and the Applicants' CCAA proceedings shall be terminated upon the service of this Termination Certificate on the service list in these CCAA proceedings, all in accordance with the terms of the CCAA Termination Order.
4. Capitalized terms not defined herein shall have the meaning given to them in the ARIO or the CCAA Termination Order, as applicable.

THE MONITOR CERTIFIES the following:

1. To the knowledge of the Monitor, all matters to be attended too in connection with the Applicants' CCAA Proceedings (Court File No. CV-24-00730120-00CL) have been completed.
2. Accordingly, the CCAA Termination Time as defined in the CCAA Termination Order has occurred.

DATED at Kitchener, Ontario this 22nd day of April, 2025.

**BDO CANADA LIMITED, IN ITS CAPACITY
AS MONITOR OF THE APPLICANTS, AND
NOT IN ITS PERSONAL OR CORPORATE
CAPACITY**



Per: _____

Name: Robyn Duwyn

Title: Senior Vice President

I have authority to bind the Corporation

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Court File No. CV-24-00730120-00CL

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COMMERCIAL LIST**

PROCEEDING COMMENCED AT
TORONTO

TERMINATION CERTIFICATE
(CCAA Termination)

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