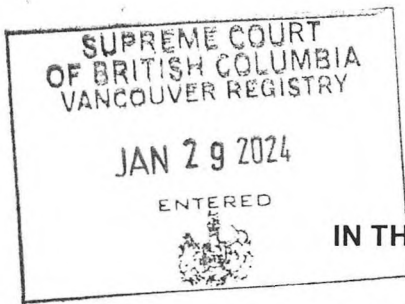




235084  
No. S-235084

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 THE BUSINESS CORPORATIONS ACT, R.S.O. 1990,

C. B.16, AS AMENDED

AND

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF

BRON MEDIA CORP. AND THE ENTITIES LISTED AT **SCHEDULE "A"**

PETITIONERS

**ORDER MADE AFTER APPLICATION**

BEFORE THE HONOURABLE  
MR. JUSTICE GOMERY

)  
)  
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)

WEDNESDAY, THE 17<sup>TH</sup> DAY OF  
JANUARY, 2024

ON THE APPLICATION of Grant Thornton Limited, in its capacity as the Court-appointed of the Petitioners (in such capacity, the "**Monitor**"), coming on for hearing at Vancouver, British Columbia on Wednesday, January 17, 2024; AND ON HEARING John Birch and Forrest Finn, counsel for the Monitor, and those other counsel listed in **Schedule "B"** hereto, and no one else appearing although duly served; AND UPON READING the material filed herein, including the Pre-Filing Report of the Monitor dated July 18, 2023, the First Report of the Monitor dated July 26, 2023, the Supplement to the First Report of the Monitor dated July 27, 2023, the Second Report of the Monitor dated October 6, 2023, the Third Report of the Monitor dated October 26, 2023, the Supplement to the Third Report of the Monitor dated November 3, 2023, the Fourth Report of the Monitor dated December 7, 2023, and the Fifth Report of the Monitor dated January 11, 2024 (collectively, the "**Reports**");

THIS COURT ORDERS AND DECLARES THAT:

1. The activities of the Monitor, as set out in the Reports, are hereby approved.

2. The fees and disbursements of the Monitor and its counsel as set out in Affidavit #1 of Mark Wentzell affirmed October 26, 2023, Affidavit #2 of Mark Wentzell affirmed January 11, 2024, Affidavit #1 of Jeremy Bornstein affirmed October 26, 2023, and Affidavit #1 of Forrest Finn affirmed January 11, 2024 are hereby approved.
3. Endorsement of this order by counsel appearing, other than counsel for the Monitor, 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 Grant Thornton Limited  
Cassels Brock & Blackwell LLP  
(Forrest Finn)



BY THE COURT



\_\_\_\_\_  
REGISTRAR

**Schedule "A"**  
**List of Petitioners**

| <b>#</b> | <b>Debtor Company</b>                     | <b>Jurisdiction</b> |
|----------|-------------------------------------------|---------------------|
| 1.       | BRON Animation Inc.                       | British Columbia    |
| 2.       | BRON Creative Corp.                       | Ontario             |
| 3.       | BRON Developments Inc.                    | British Columbia    |
| 4.       | BRON Media Corp.                          | British Columbia    |
| 5.       | BRON Media Holdings Intl. Corp.           | British Columbia    |
| 6.       | BRON Media Holdings USA Inc.              | British Columbia    |
| 7.       | BRON Releasing Inc.                       | British Columbia    |
| 8.       | BRON Studios Inc.                         | British Columbia    |
| 9.       | BRON Ventures 1 (Canada) Corp             | British Columbia    |
| 10.      | BRON Everest Productions Inc.             | Ontario             |
| 11.      | Fables Productions BC Inc.                | British Columbia    |
| 12.      | Gossamer Productions BC Inc.              | British Columbia    |
| 13.      | Hench 2 BC Productions Inc.               | British Columbia    |
| 14.      | Henchmen Productions Inc.                 | British Columbia    |
| 15.      | Robin Hood Digital PC BC Inc.             | British Columbia    |
| 16.      | Windor Productions BC Inc.                | British Columbia    |
| 17.      | BRON Creative USA, Corp.                  | Nevada              |
| 18.      | BRON Digital USA, LLC                     | Delaware            |
| 19.      | BRON Life USA Inc. (BRON Legacy USA Inc.) | Delaware            |
| 20.      | BRON Media Holdings USA Corp.             | Delaware            |
| 21.      | BRON Releasing USA Inc.                   | Delaware            |
| 22.      | BRON Studios USA Inc.                     | Nevada              |

|     |                                                                 |            |
|-----|-----------------------------------------------------------------|------------|
| 23. | BRON Ventures 1, LLC                                            | Delaware   |
| 24. | BRON Studios USA Developments Inc.                              | Nevada     |
| 25. | Bakhorma, LLC                                                   | Washington |
| 26. | Drunk Parents, LLC                                              | New York   |
| 27. | Fables Holdings USA, LLC                                        | Delaware   |
| 28. | Fables Productions USA Inc                                      | Delaware   |
| 29. | Gossamer Holdings USA, LLC                                      | Delaware   |
| 30. | Gossamer Productions USA Inc.                                   | Delaware   |
| 31. | Harry Haft Productions, Inc.                                    | New York   |
| 32. | Heavyweight Holdings, LLC<br>(previously Harry Haft Films, LLC) | Delaware   |
| 33. | I Am Pink Productions, LLC                                      | Delaware   |
| 34. | Lucite Desk, LLC                                                | Delaware   |
| 35. | National Anthem Holdings, LLC<br>(f. k. a. BCDC Holdings, LLC)  | Delaware   |
| 36. | National Anthem ProdCo Inc.                                     | New Mexico |
| 37. | Oakland Pictures Holdings, LLC                                  | Delaware   |
| 38. | Pathway Productions, LLC                                        | Delaware   |
| 39. | Robin Hood Digital PC USA Inc.                                  | Delaware   |
| 40. | Robin Hood Digital USA, LLC                                     | Delaware   |
| 41. | Solitary Holdings USA, LLC                                      | Delaware   |
| 42. | Surrounded Holdings USA LLC                                     | Delaware   |
| 43. | Welcome to Me, LLC                                              | California |

**Schedule "B"**

**List of Counsel**

| <b>NAME</b>                                     | <b>PARTY</b>                                                                                      |
|-------------------------------------------------|---------------------------------------------------------------------------------------------------|
| Asim Iqbal, Miller Thomson LLP                  | Counsel for the Petitioners                                                                       |
| Monica Faheim, Miller Thomson LLP               | Counsel for the Petitioners                                                                       |
| Michael Gargaro, Articled Student               | Counsel for the Petitioners                                                                       |
| John Birch, Cassels Brock & Blackwell LLP       | Counsel to the Monitor                                                                            |
| Forrest Finn, Cassels Brock & Blackwell LLP     | Counsel to the Monitor                                                                            |
| Peter Bychawski, Blake, Cassels & Graydon LLP   | Counsel for Access Road Capital, LLC                                                              |
| Mike Shakra, Bennett Jones LLP                  | Counsel to Creative Wealth Media<br>Lending LP 2016                                               |
| David Gruber, Bennett Jones LLP                 | Counsel to Creative Wealth Media<br>Lending LP 2016                                               |
| Claire Hildebrand, Blake, Cassels & Graydon LLP | Counsel for Three Point Capital<br>Holdings, LLC                                                  |
| Robin Schwill                                   | Counsel for Media Res Studio, LLC                                                                 |
| Philip Cho                                      | Counsel for Premium Properties<br>Limited and agent for the Ad Hoc<br>Group of Investor Creditors |
| Jason Wadden                                    | Counsel for Catalyst Media Fund                                                                   |