Court File No.: BK-26-03382861-0032
Estate No.: 32-3382861

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE	)	FRIDAY, THE 24th
	)	
JUSTICE STEELE	)	DAY OF JULY, 2026

IN THE MATTER OF THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985, c. B-3, AS AMENDED

IN THE MATTER OF THE NOTICES OF INTENTION TO MAKE A PROPOSAL OF FIELD AVIATION COMPANY INC. AND FIELD AVIATION EAST LTD.

ANCILLARY ORDER

THIS MOTION, made by Field Aviation Company Inc. ("**Field Canada**") and Field Aviation East Ltd. (together, the "**Field Entities**"), for an Order, among other things, (i) extending the time for the Field Entities to file a proposal under the *Bankruptcy and Insolvency Act* (Canada) (the "**BIA**") and the corresponding stay of proceedings, (ii) approving a distribution to Wells Fargo Capital Finance Corporation Canada and Wells Fargo Bank, National Association (together, "**Wells**") on account of their secured indebtedness, (iii) declaring that this NOI Proceeding is a proceeding to which the *Wage Earner Protection Program Act* ("**WEPPA**") applies, (iv) approving an asset retrieval and limited release agreement (the "**Asset Retrieval Agreement**") between United Kingdom Research and Innovation ("**UKRI**") and Field Canada, (v) approving the A&R Data Transfer Agreement (as defined below), (vi) approving the first report dated June 10, 2026 (the "**First Report**") and the second report dated July 22, 2026 (the "**Second Report**") of AlixPartners Restructuring, Inc., in its capacity as proposal trustee (the "**Proposal Trustee**"), and the activities described therein, and (vii) approving the fees and disbursements of the Proposal

Trustee and its counsel as described in the Second Report, was heard via judicial video-conference this day at 330 University Avenue, Toronto, Ontario.

ON READING the affidavits of John Mactaggart sworn July 17, 2026 ("**July 17 Mactaggart Affidavit**") and July 23, 2026 (the "**July 23 Mactaggart Affidavit**"), the exhibits attached thereto, and the Second Report, and on hearing the submissions of counsel for the Field Entities, the Proposal Trustee and such other counsel who were present and no other party appearing, although duly served as evidenced by the Certificate of Service of Ines Ferreira, filed:

SERVICE AND DEFINITIONS

1. **THIS COURT ORDERS** that the time for service and filing of the Notice of Motion and the Motion Record is hereby abridged and validated so that this motion is properly returnable today and hereby dispenses with further service thereof.

2. **THIS COURT ORDERS** that capitalized terms used herein that are otherwise not defined shall have the meaning ascribed to them in the July 17 Mactaggart Affidavit, July 23 Mactaggart Affidavit, or the Second Report, as applicable.

EXTENSION OF PROPOSAL PERIOD AND STAY OF PROCEEDINGS

3. **THIS COURT ORDERS** that the time for the Field Entities to file a proposal with the Official Receiver, and the attendant stay of proceedings, be and is hereby extended to October 3, 2026, pursuant to section 50.4(9) of the BIA.

APPROVAL OF ASSET RETRIEVAL AGREEMENT

4. **THIS COURT ORDERS** that the Asset Retrieval Agreement attached as Exhibit "C" to the Mactaggart Affidavit, including all steps taken by Field Canada in connection therewith, is hereby ratified and approved, *nunc pro tunc*, and Field Canada is authorized to perform its obligations set out therein.

A&R DATA TRANSFER AGREEMENT

5. **THIS COURT ORDERS** that the A&R Data Transfer Agreement between Field Canada, FR Aviation Limited trading as Draken ("**Draken**") and Wells Fargo Bank, National Association dated June 29, 2026 (the "**A&R Data Transfer Agreement**"), substantially in the form attached as Exhibit "B" to the Mactaggart Affidavit (which replaces and supersedes the Data Transfer Agreement dated June 5, 2026, approved by this Court pursuant to the Order dated June 12, 2026), is hereby ratified and approved.

6. **THIS COURT ORDERS** that the Field Entities are authorized, *nunc pro tunc*, to execute, deliver and perform their obligations under the A&R Data Transfer Agreement, and to take such additional steps and execute such additional documents as may be necessary or desirable to give effect thereto.

EMPLOYEES OF FIELD CANADA MEET CRITERIA UNDER WEPPA

7. **THIS COURT ORDERS AND DECLARES** that pursuant to sections 5(1)(b)(iv) and 5(5) of the WEPPA, Field Canada meets the criteria prescribed by section 3.2 of the WEPP Regulations, and Field Canada's employees whose employment has ended in connection with the NOI Proceeding are eligible to apply for payments in accordance with WEPPA.

DISTRIBUTION

8. **THIS COURT ORDERS** that the Proposal Trustee is hereby authorized and directed, without any personal or corporate liability whatsoever, and without further Order of this Court, to make a distribution or distributions from any of the proceeds of the DHC/PAL Transactions or closing of the transaction contemplated by the Voyageur Bill of Sale, as applicable, to Wells on account of the obligations owing to Wells, including accrued and accruing interest, fees and costs, as of the date of payment, in respect of:

(a) the DIP Term Sheet and secured by the DIP Lender's Charge; and

(b) the indebtedness owing to Wells pursuant to the Credit Agreement and related security documents;

to repay in full the outstanding obligations owing to Wells as of the date of payment (the "**Distributions**").

9. **THIS COURT ORDERS** that the Proposal Trustee and the Field Entities are hereby authorized to take all reasonable necessary steps and actions to effect the Distributions in accordance with the provisions of this Order and shall not incur any liability as a result of making the Distributions.

10. **THIS COURT ORDERS** that, notwithstanding:

(a) the pendency of these proceedings;

(b) any applications for a bankruptcy order now or hereafter issued pursuant to the BIA in respect of any of the Field Entities and any bankruptcy order issued pursuant to any such applications;

(c) any assignment in bankruptcy made in respect of any of the Field Entities; and

(d) any provisions of any federal or provincial legislation.

the Distributions shall be made free and clear of all claims and encumbrances and shall be binding on any trustee in bankruptcy or receiver that may be appointed in respect of any of the Field Entities and shall not be void or voidable nor deemed to be a preference, assignment, fraudulent conveyance, transfer at undervalue, or other reviewable transaction under the BIA or any other applicable federal or provincial legislation, nor shall they constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation.

ASSIGNMENT IN BANKRUPTCY

11. **THIS COURT ORDERS** that the Proposal Trustee shall be authorized, but not obligated, to take such steps as it considers necessary or desirable in connection with any assignment in bankruptcy of any of the Field Entities pursuant to the BIA, including executing and filing any documents required to effect such assignment.

APPROVAL OF THE PROPOSAL TRUSTEE'S REPORTS AND ACTIVITIES

1. **THIS COURT ORDERS** that the First Report and Second Report of the Proposal Trustee and the activities described therein, are hereby approved; provided, however, that only the

Proposal Trustee, in its personal capacity and only with respect to its own personal liability, shall be entitled to rely upon or utilize such approval in any way.

APPROVAL OF THE PROPOSAL TRUSTEE'S FEES AND DISBURSEMENTS

2. **THIS COURT ORDERS** that the fees and disbursements of the Proposal Trustee and its legal counsel, as set out in the Second Report and in particular, the Affidavit of Noah Goldstein sworn July 22, 2026, and the Affidavit of Michael Shakra sworn July 22, 2026, respectively, are hereby approved.

ADDITIONAL SALE TRANSACTIONS

3. **THIS COURT ORDERS** that the Field Entities, with the consent of the Proposal Trustee, are authorized to sell, convey, transfer, lease or assign property of the Field Entities (for clarity, other than the PAL Purchased Assets and the DHC Purchased Assets) out of the ordinary course of business without the approval of this Court in respect of any transaction not exceeding $250,000 (exclusive of applicable taxes).

GENERAL

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

5. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Field Entities, the Proposal Trustee 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 Field Entities and to the Proposal Trustee, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Proposal Trustee and its agents in carrying out the terms of this Order.

Jana Steele

Digitally signed by Jana Steele
Date: 2026.07.27 13:03:16 -04'00'

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Proceedings commenced at **Toronto**

ANCILLARY ORDER

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