

CANADA
PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL

S U P E R I O R C O U R T
(Commercial Division)
(Sitting as a court designated pursuant to the
Bankruptcy and Insolvency Act, 1985, c. B-3)

No.: 500-11-064800-242

***IN THE MATTER OF THE NOTICE OF
INTENTION TO MAKE A PROPOSAL OF:***

**EARTH ALIVE CLEAN TECHNOLOGIES
INC.**, a legal person having its registered office
at 1560-1050 Cote du Beaver Hall, Montréal
(Québec) H2Z 1S4

Debtor / Applicant

-and-

RAYMOND CHABOT INC., a legal person
having a place of business at 600 de la
Gauchetière Street West, Suite 2000,
Montréal (Québec) H3B 4L8

Trustee

-and-

NIKOLAOS SOFRONIS, residing and
domiciled at A Romescht L-7364 Bofferdange,
Grand-Duché de Luxembourg

VLADIMIR CARDON DE LICHTBUER,
residing and domiciled at Brabantlaan n° 40-A
3090 Overijse, Belgique

Secured Creditors

**APPLICATION FOR THE ISSUANCE OF AN ORDER (I) APPROVING AN INTERIM
FINANCING AND AN INTERIM FINANCING CHARGE, (II) APPROVING AN
ADMINISTRATION CHARGE, (III) APPROVING A D&O CHARGE, (IV) EXTENDING
THE TIME TO FILE A PROPOSAL AND (V) APPROVING ANCILLARY RELIEF**

**(Sections 50.4, 50.6, 64.1, 64.2, 65.13, 69 and 183 of the *Bankruptcy and
Insolvency Act, 1985, c. B-3*)**

TO ONE OF THE HONOURABLE JUDGES OF THE SUPERIOR COURT, SITTING IN COMMERCIAL DIVISION, IN AND FOR THE JUDICIAL DISTRICT OF MONTRÉAL, OR TO THE REGISTRAR OF THIS COURT, EARTH ALIVE CLEAN TECHNOLOGIES INC., RESPECTFULLY SUBMITS THE FOLLOWING:

1. INTRODUCTION

1. On October 22, 2024, the Applicant, Earth Alive Clean Technologies Inc. (“**Earth Alive**” or the “**Company**”) filed a Notice of Intention to Make a Proposal (the “**NOI**”) under Subsection 50.4(1) of the *Bankruptcy and Insolvency Act* R.S.C., 1985, c. B-3 (the “**BIA**”) and Raymond Chabot Inc. (“**RCI**”) was appointed as trustee thereto (RCI acting in such capacity is herein referred to as the “**Trustee**”) as appears from a copy of the certificate of filing communicated herewith as **Exhibit R-1**.

2. By way of the present *Application for the Issuance of an Order (i) Approving an Interim Financing and an Interim Financing Charge, (ii) Approving an Administration Charge, (iii) Approving a D&O Charge, (iv) Extending the Time to File a Proposal and (v) Approving Ancillary Relief* (the “**Application**”), Earth Alive seeks the issuance of an order, substantially in the form of the draft order communicated as **Exhibit R-2** (the “**NOI Order**”), *inter alia*:
 - (i) approving the implementation of a sale and investment solicitation process (the “**SISP**”);
 - (ii) approving the Interim Facility (as defined below) provided by Nikolaos Sofronis (“**Mr. Sofronis**”), Erik Bomans (“**Mr. Bomans**”), Jean-Pierre Ferorelli (“**Ferorelli**”), William Vanderfelt (“**Mr. Vanderfelt**”), Christian Dumolin (“**Mr. Dumolin**”), Greg Nolet (“**Mr. Nolet**”), Jérôme Lecoq (“**Mr. Lecoq**”) et PHAGEC, société familiale civile belge (“**Phagec**”) (each, an “**Interim Lender**” and collectively, the “**Interim Lenders**”) and the related Interim Financing Charge (as defined below);
 - (iii) approving an Administration Charge (as defined below);
 - (iv) approving a D&O Charge (as defined below);

- (v) extending the time to file a proposal until December 16, 2024;
 - (vi) ordering the suspension of any and all obligations of Earth Alive with respect to disclosure, reporting, auditing, as a result of its status of reporting issuer in each of the provinces and territories in Canada for which it is subject to security laws and regulations; and
 - (vii) approving ancillary relief.
3. For the reasons set forth hereinafter, Earth Alive respectfully submits that the order sought should be approved by this Court in the context of these proceedings (the “**NOI Proceedings**”), as it will allow Earth Alive, with the assistance of the Trustee, to maintain its operations while implementing the SISP in order to conclude a transaction with a view to maximizing the value of its business and assets, the whole for the benefit of its creditors and stakeholders.

2. **THE COMPANY**

2.1. **OVERVIEW**

4. Earth Alive specializes in the development, production and distribution of microbial technology to formulate and manufacture ecological products for various industries.
5. Earth Alive’s common shares are listed on the TSX Venture Exchange (the “**TSX-V**”), under the symbol “EAC”. As explained below, on September 4, 2024, a cease trade order has been issued in respect of Earth Alive’s shares. As a result, all trading in Earth Alive’s shares has been suspended.
6. The Company’s activities consist of developing innovative products contributing to regenerative agriculture, natural dust suppression, ecological industrial cleaning and the ecological conversion of mines. Its flagship products include:

- (i) **ea1™ Microbial Dust Suppressant**: a dust suppressant used in the mining and other industrial sectors as an efficient and environmentally sustainable alternative to water resources and harmful chemicals;
- (ii) **Biopure EA™ and Rapidall™**: industrial cleaners that eliminate a wide range of residual embedded dirt and tough greases; and
- (iii) **Soil Activator™**: a biofertilizer that improves soil fertility, promotes carbon fixation, and increases crop yields and quality.

2.2. CORPORATE STRUCTURE

- 7. Earth Alive was incorporated on February 2, 2011 under the *Canada Business Corporations Act*, RSC 1985, c C-44 (the “**CBCA**”) and has its registered head office at 1560-1050 Cote du Beaver Hall Montréal, Québec, H2Z1S4 Canada. A copy of Earth Alive’s federal and provincial profile corporate profile report for the province of Quebec is attached hereto as **Exhibit R-3**.
- 8. The main shareholders of Earth Alive are: the Swenden Family (12.7%), Groupe Lune Rouge Inc. (10.7%), Mr. Vanderfelt (8.6%), Robert Taub (5.2%), Mr. Sofronis (5.1%), Mr. Dumolin (4.0%), Les Abatteurs Jacques Élément Inc. (3.5%) and other retail shareholders (50.3%).
- 9. Earth Alive is the ultimate parent of the three following wholly-owned subsidiaries, namely:
 - (i) Earth Alive Chile SpA, incorporated in Chile;
 - (ii) Earth Alive Europe SL, incorporated in Spain; and
 - (iii) Earth Alive Tecnologias Limpas Mexico: incorporated in Mexico.
- 10. These subsidiaries have virtually no operations or assets and were incorporated with a view to developing the Company’s products in markets outside of North America.

11. Earth Alive is the result of an amalgamation pursuant to the CBCA on February 1, 2024 by and between Interlube Inc. (“**Interlube**”) – a Quebec-based company specializing in environmentally conscious lubricants for machinery in mining operations – and Earth Alive, the latter being the result of a previous amalgamation pursuant to the CBCA on April 10, 2014 by and between Corporation Gold Treegenic and Earth Alive (Exhibit R-3).
12. Mr. Sofronis is the President and chief executive officer of the Company since October 12, 2021 and Mr. Robert Blain is the chairman of the board of directors of the Company since January 2014.

2.3. RECENT CHALLENGES

13. The COVID-19 pandemic had a profound impact on the mining and agricultural industries, disrupting operations and supply which, in the fall of 2021, caused the Company to proceed with a reorganization of its management team and its operations.
14. Since then, management has been actively working to reduce production costs and prices to the market to provide more attractiveness for its innovative products.
15. The Company is still in the early stages of commercialization of its products and thus, its revenues are not sufficient to cover its operating expenses.
16. Despite achieving historically high sales figures in the first quarter of 2024, partly due to the integration of Interlube’s business, Earth Alive has recently been facing significant liquidity challenges.
17. The factors contributing to Earth Alive’s liquidity crisis include:
 - (i) Earth Alive encountered significant logistical challenges within its agriculture division during the first quarter of 2024, exacerbated by a shipment bound for Europe which experienced unforeseen delays due to a

fire aboard the vessel transporting the products causing a significant disruption in the supply chain;

- (ii) Regulatory modifications in the United States hindered the Company's ability to ship products to the US market, necessitating comprehensive and costly paperwork revisions, unplanned and longer processing timelines and delayed sales; and
 - (iii) The mining sector's inherent resistance to transformation and longer than expected delays for the adoption of green technologies and practices have also strained the Company's cash flow.
18. On September 4, 2024, the *Autorité des marchés financiers* (the "**AMF**") issued a *Cease Trade Order* (the "**CTO**") in respect of the stock of Earth Alive for failing to file on SEDAR+ its interim financial statements and its management discussion and analysis report for the second quarter ended June 30, 2024 within the prescribed delay.
19. Indeed, due to the lack of funds and resources, Earth Alive has been unable to complete and file its interim financial statements and management discussion and analysis for the second quarter ended June 30, 2024. On September 10, 2024, Earth Alive issued a press release wherein it confirmed that it did not expect to file such reports for the time being and that the Company was reviewing its strategic alternatives.
20. In response to these challenges, the Company, with the assistance of its legal and financial advisors, explored various options to identify the best solution to improve its financial standing.
21. On September 11, 2024, the Company secured financing for a total amount of \$650,000¹ by setting up two loans (the "**First Emergency Loans**") which were respectively granted by Mr. Sofronis (the president and chief executive officer of

¹ All amounts referred to herein are expressed in Canadian dollars.

the Company) and Mr. Vladimir Cardon de Lichtbuer (“**Mr. Cardon de Lichtbuer**”).

22. On September 27, 2024, the Company secured an additional financing for an amount of \$100,000 which was granted by Mr. Sofronis (the “**Second Emergency Loan**” and collectively with the First Emergency Loans, the “**Emergency Loans**”).
23. The Emergency Loans were required in order to allow the Company to meet its most pressing obligations, including funding payroll and paying critical suppliers.
24. The Emergency Loans are secured by a hypothec on the universality of the Company’s movable property. A copy of the Emergency Loans and the related hypothecs is communicated in support of this Application, *en liasse*, as **Exhibit R-4**.
25. The Emergency Loans have been disbursed in full. However, the Emergency Loans did not provide a long-term solution. It is clear that further funding is required in order for the Company to maintain its operations.
26. Given the ongoing liquidity challenges and the need to stabilize operations, the relief provided for under the NOI Order will allow Earth Alive to, *inter alia*:
 - (i) continue its operations without the immediate threat of creditor actions;
 - (ii) secure interim financing to continue its operations throughout the NOI Proceedings; and
 - (iii) conduct a SISP, under the supervision of the Trustee, with a view to concluding a transaction for the Company’s assets or business as a going concern to maximize value for the Company’s stakeholders.

3. **ASSETS, INDEBTEDNESS, EMPLOYEES AND OTHER LIABILITIES**

27. As explained above, the Company has lacked the resources and funds to complete its interim financial statements for the second quarter of 2024. Earth

Alive's main assets and liabilities as at March 31, 2024 are more fully described below.

3.1. ASSETS

28. As of March 31, 2024, Earth Alive's total assets amounted to \$9,862,205 (as categorized below) as appears from a copy of the Company's interim financial statements for the period ended March 2024 copy of which is communicated in support hereof as **Exhibit R-5**.

3.1.1 Current Assets:

- (i) Cash and cash equivalents: \$2,013,090
- (ii) Trade and other receivables: \$1,518,055
- (iii) Inventory: \$1,667,576
- (iv) Prepaid expenses: \$91,285

3.1.2 Non-Current Assets

- (i) Property, plant, and equipment: \$254,161
- (ii) Right-of-use assets: \$529,300
- (iii) Goodwill: \$3,785,776
- (iv) Intangible assets: \$2,962

3.2. LIABILITIES

29. As of March 31, 2024, Earth Alive's total liabilities amounted to \$4,304,539, as categorized below.

3.2.1 Current Liabilities:

- (i) Trade and other payables: \$953,776

- (ii) Lease liabilities: \$195,551
- (iii) Current portion of deferred considerations payable: \$496,000

3.2.2 Non-Current Liabilities:

- (i) Lease liabilities: \$365,212
 - (ii) Long-term portion of deferred considerations payable: \$2,294,000
30. In addition to the liabilities listed above, and as explained earlier, the Company has entered into loan agreements for a total amount of \$750,000 with Sofronis and Mr. Cardon de Lichtbuer (i.e. the Emergency Loans), which are secured by hypothecs on the universality of the Debtor's movable property.
31. As appears from a copy of the *Register of Personal and Movable Real Rights* (the "**RPMRR**") search results as of October 21, 2024, communicated herewith as **Exhibit R-6**, Mr. Sofronis and Mr. Cardon de Lichtbuer are the Company's only secured creditors.
32. Although movable hypothecs are still registered in the RPMRR in favour of (i) Red Moon Group Inc. (formerly Influx Anse Investments Inc.), (ii) Investissements MSL Inc. and (iii) the Canadian Imperial Bank of Commerce, no amounts are owed to these parties by the Company as of the date of this Application.

3.3. EMPLOYEES

33. As of the date hereof, Earth Alive has 11 employees all of which have been paid in the normal course of business.
34. Earth Alive does not maintain any pension or retirement plans.

4. **RESTRUCTURING PLAN AND RELIEF SOUGHT**

4.1. **THE SISP**

35. As mentioned above, the Company intends to initiate a SISP, under the supervision of the Trustee, with a view to concluding a transaction which will allow for the continuation of the Company's business as a going concern.
36. The SISP was developed by the Company in consultation with the Trustee and is designed to maximize the value of the Company's business and assets.
37. The SISP shall begin as soon as practical, following the issuance of the NOI Order, according to the following timeline, which has been determined in consideration of and in accordance with the Company's cash-flow requirements and the amount of interim financing that the Company has been able to secure:

STAGES / MILESTONES	ESTIMATED TIMELINE
Preparation of a business opportunity document (" Teaser ") Preparation of a document specifying the terms and conditions of the call for tenders (" Process Letter ") Preparation of a virtual data room Preparation of a confidentiality agreement Preparation of a list of potential buyers	October 15-31, 2024
Launch of the SISP	November 1, 2024
Due Diligence Period	November 1, 2024 – December 20, 2024
Binding offers deadline	December 21, 2024
Negotiations with tenderers and preparation of Court material for the approval of an offer	December 22, 2024 – January 15, 2025
Signing of Binding Asset or Share Purchase Agreement	January 15, 2025

STAGES / MILESTONES	ESTIMATED TIMELINE
Service of Application for Court Approval of Asset or Share Purchase Agreement	January 16, 2025
Hearing for Court Approval (subject to Court availability)	Week of January 20, 2025
Closing of the transaction	Week of January 27, 2025

38. As provided for under the NOI Order, the SISP procedures, *inter alia*, will contain the following material terms and conditions :

Summary of Certain Key Terms of the SISP	
<p>Requirements for Qualified Bid</p>	<ul style="list-style-type: none"> • Deposit of at least ten (10%) percent of the total purchase price payable under the offer. • Must include an Outside Date of January 31, 2025 or sooner. • Must identify the bidder and any principals and the representatives of the bidder who are authorized to appear and act on their behalf for all purposes regarding the transactions contemplated. • Must include a list of any consents required in order for the bidder to complete the transactions contemplated. • Evidence upon which the Trustee may reasonably conclude that the bidder has the necessary financial ability to close the contemplated transaction and perform future performance of all obligations to be assumed. • Acknowledgement that the bidder has relied solely on its independent review and investigation and that it has not relying on any representation by the Trustee. • Must be on an “as is, where is” basis. • No condition or contingency relating to due diligence or

	financing or any other material conditions precedent to the offeror's obligation to complete the transaction.
Credit Bid Permitted	<ul style="list-style-type: none"> • A secured creditor of Earth Alive, including any Interim Lender, may participate as a bidder in the SISP, or commit to Bid its secured debt, including a credit bid of some or all of its outstanding indebtedness under any loan facility (inclusive of interest and other amounts payable under any loan agreement, including the Loans) owing to such party in the SISP.
Bid by directors or officers	<ul style="list-style-type: none"> • To the extent any of the Debtor's directors and officers, or any person related thereto, intends to act as a prospective bidder, such person shall notify the Trustee, the Debtor and its counsel, in writing, no later than ten (10) days before the bidding offer deadline of December 21, 2024, failing which it shall not be permitted to participate in the SISP. Upon receipt of such notice, the director(s) and/or officer(s) concerned, and any person related thereto, shall no longer be entitled to receive any documentation or information regarding the conduct of the SISP.
Extension of the Outside Date	<ul style="list-style-type: none"> • Extension of the Outside Date may be required where customary regulatory approval required is pending.
Court Approval	<ul style="list-style-type: none"> • As soon as practicable after determination of the winning bid, the Company will bring an application to the Court

39. The timelines and terms of the SISP are reasonable and appropriate in the circumstances, and will result in a fair and equitable process that will appropriately canvass the market to identify the best available transaction for the benefit of the Company and its stakeholders.

4.2. THE INTERIM FINANCING AND INTERIM FINANCING CHARGE

40. To date, the continuation of the Debtor's operations has been made possible by injections from shareholders and investors, including the Emergency Loans.

41. However, the Company will require access to additional funding to maintain its operations throughout the NOI Proceedings and to pay the costs of the NOI Proceedings including the SISP.
42. As part of management's effort to raise money, the Company was able to secure financing with the group of Interim Lenders, which includes management members, board members and shareholders, which have shown interest in the Company as potential investors and/or purchasers subject to a privatization of the Company through a formal restructuring process.
43. Accordingly, on October 17, 2024, the Company has entered into an Interim Financing Term Sheet with the Interim Lenders, a copy of which is communicated in support of the Application as **Exhibit R-7** (the "**Interim Financing Term Sheet**").
44. Subject to certain terms and conditions, including the granting of the proposed NOI Order, and the implementation of a SISP, the Interim Lenders have agreed to provide the Company with an interim financing facility in a maximum principal amount of \$1,720,000 (the "**Interim Facility**") to fund the Company's working capital and general corporate purposes, including legal and other professional costs associated with the NOI Proceedings on the terms set out in the Interim Financing Term Sheet and summarized below.
45. The Interim Lenders are not prepared to advance the funding necessary without the security of a Court-approved charge. Therefore, the Interim Financing Term Sheet provides that the Interim Facility must be secured by a super-priority court-ordered charge (the "**Interim Financing Charge**") in an amount of \$2,200,000 over the Company's property.
46. It is intended that Interim Financing Charge will secure the Interim Facility under the Interim Financing Term Sheet, having priority over all other liens on the property of the Company other than the Administration Charge.

47. The material terms of the Interim Facility are summarized in the table below. Capitalized terms used in the below table that are not otherwise defined herein have the meaning given to such terms in the Interim Financing Term Sheet.

Summary of Certain Key Terms of the Interim Facility	
Maximum Facility Amount	\$1,720,000. The respective contribution amount of each Interim Lender and the terms and conditions of its transfer to the Trustee's account is further set forth in the Interim Financing Term Sheet
Interest Rate	18% per annum. Accrued interest will be capitalized on an annual basis.
Facility Advances	Consistent with the Cash Flow Projections.
Purpose	Working capital and general corporate purposes, including legal and other professional costs associated with the NOI Proceedings, in accordance with the Cash Flow Projections.
Repayment	<p>The earliest of the occurrence of any of the following (such earliest date, the "Maturity Date"):</p> <ul style="list-style-type: none">(i) January 31, 2025;(ii) the implementation of a proposal within the NOI Proceedings (a "Proposal"), which has been approved by the Interim Lenders (with respect to their claims in connection with the Interim Facility and the Advances) and by the requisite majorities of the Company's creditors and sanctioned by an order entered by the Court;(iii) the completion of the sale of all or substantially all of the assets of the Company (unless the Interim Lenders consent to such sale and agrees that the Interim Facility shall remain outstanding, subject to any reduction to the maximum commitment required by the Interim Lenders);(iv) an Event of Default, as defined in the Interim Financing Term Sheet, in respect of which the Interim Lenders have elected in their sole discretion to accelerate all amounts owing under the Interim Facility and demand repayment; <p>and</p> <ul style="list-style-type: none">(v) the date on which the stay of proceedings expires without being extended or on which the NOI Proceedings are terminated.

48. The Interim Financing Term Sheet is subject to customary covenants, events of default, conditions precedent, representations and warranties made by the Company to the Interim Lenders.
49. The proposed terms of the Interim Facility are fair and reasonable and no alternative offers for financing have been presented.
50. The proposed Interim Facility was extended to the Company on an urgent basis and constitutes the only financing option available to the Company.

4.3. THE ADMINISTRATION CHARGE

51. The Company asks this Court to grant an administration charge in favour of the Trustee, along with its counsel and Earth Alive's counsel, on the Company's property as security for their respective fees and disbursements relating to services rendered in respect of the Company in the maximum amount of \$250,000 (the "**Administration Charge**").
52. The amount of the Administration Charge is limited to what is necessary to ensure that the beneficiaries of the Administration Charge have adequate protection throughout the NOI Proceedings.
53. The Administration Charge is proposed to have first priority over all other Charges (as defined below).

4.4. THE D&O CHARGE

54. A restructuring of the Company will only be possible with the continued participation of its directors and management.
55. The directors and officers can be held liable for certain obligations of the Company owing to employees and government entities, which may include accrued wages and unpaid accrued vacation pay, together with unremitted sales, goods and services, and harmonized taxes.

56. The Company's directors and officers currently benefit from a liability insurance policy that covers officers and directors and has an aggregate limit of \$5,000,000. This coverage is subject to standard exclusions which could make it difficult to cover all potential liabilities of the directors and officers that can arise in the context of a restructuring process. In addition, the existing liability insurance policy is set to expire on December 11, 2024 and there is no certainty that it could be renewed.
57. As a result of the foregoing, the Company asks this Court to grant a priority charge on the Company's property as security for the potential liability of the directors and officers incurred in such capacity after the commencement of the NOI Proceedings in the amount of \$100,000 (the "**D&O Charge**"). This amount takes into account the approximate amount of a payroll cycle for the Company.
58. The NOI Order further provides that no insurer shall be entitled to be subrogated to or claim the benefit of the D&O Charge, and that the Company's directors and officers shall only be entitled to the benefit of the D&O Charge to the extent that they do not have coverage under any directors' and officers' insurance policy, or to the extent that such coverage is insufficient to pay amounts for which they are entitled to be indemnified in accordance with the NOI Order.

4.5. PRIORITY OF PROPOSED CHARGES

59. It is contemplated by the proposed NOI Order that the priorities of the various charges over the property (collectively, the "**Charges**"), as among them, will be as follows:
 - (i) First – the Administration Charge;
 - (ii) Second – the Interim Financing Charge; and
 - (iii) Third – the D&O Charge.
60. As appears from the Trustee's report, the Trustee believes that the amounts of the Charges are reasonable in the circumstances.

4.6. EXTENSION OF THE TIME TO FILE A PROPOSAL

61. In connection with the filing of the NOI, Earth Alive has communicated with its employees, customers and suppliers in order to stabilize its operations and dealt with various operational issues.
62. Considering that the NOI was filed on October 22, 2024, the time limit for the filing of a proposal under subsection 50.4(8) of the BIA is currently set to expire on November 21, 2024.
63. Earth Alive therefore requires additional time to implement the SISP, and implement all ancillary measures related thereto.
64. Accordingly, Earth Alive respectfully submits that this Court should extend the time period to make a proposal by 45 days to December 16, 2024 (the “**Extension Date**”), pursuant to subsection 50.4(9) of the BIA.
65. As will appear from the Trustee’s report to be filed with the Court on or about prior to the present of this Application, Earth Alive’s cash flow will be sufficient to continue the operations up to and until the Extension Date.

4.7. EXEMPTION FROM CERTAIN REPORTING OBLIGATIONS

66. As a publicly traded company, Earth Alive is required to, among other things, prepare and file interim financial statements, management’s discussion and analysis and other continuous disclosure documents under applicable securities legislations and regulations.
67. The Company needs to devote all of its time and resources to implement its restructuring plan, including the SISP.
68. Preparing the continuous disclosure reporting documents would divert the attention of the management from tasks essential to the restructuring and would require significant resources and could impede the Company’s ability to timely and efficiently complete its restructuring.

69. As mentioned above, all trading in the Company's securities has been suspended on September 4, 2024 due to the issuance of a CTO by the AMF.
70. In these circumstances, the Company requests that any and all continuous disclosure, reporting and filing obligations as a result of the Company's status as a reporting issuer in Québec, Alberta, British Columbia and Ontario be suspended until further order of this Court.

5. **CONCLUSIONS**

71. The filing and presentation of this Application has been approved by all of the directors of Earth Alive.
72. For the reasons explained above, Earth Alive believes it is both appropriate and necessary that the relief being sought be granted to allow it to restructure its business and affairs, maximize long term value, the whole for the benefit of its creditors and stakeholders.
73. Considering the urgency of the situation, Earth Alive respectfully submits that the notices given of the presentation of the present Application are proper and sufficient and that it should be granted in accordance with its conclusions.

THEREFORE MAY IT PLEASE THIS HONOURABLE COURT TO:

GRANT the present Application;

ISSUE an order in the form of the draft NOI Order communicated as Exhibit R-2;

WITHOUT COSTS, save and except in case of contestation.

MONTRÉAL, October 22, 2024

Davies Ward Phillips & Vineberg LLP

DAVIES WARD PHILLIPS & VINEBERG LLP

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Inc.

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CANADA
PROVINCE OF QUÉBEC
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Grand-Duché de Luxembourg

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residing and domiciled at Brabantlaan n° 40-A
3090 Overijse, Belgique

Secured Creditors

**LIST OF EXHIBITS IN SUPPORT OF AN APPLICATION FOR THE ISSUANCE OF
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**(Sections 50.4, 50.6, 64.1, 64.2, 65.13, 69 and 183 of the *Bankruptcy and
Insolvency Act, 1985, c. B-3*)**

- EXHIBIT R-1** Copy of Earth Alive's Certificate of Filing of an NOI
- EXHIBIT R-2** Copy of a draft NOI Order
- EXHIBIT R-3** Copy of Earth Alive's federal and provincial (Quebec) corporate profile report
- EXHIBIT R-4** Copy of the Emergency Loans
- EXHIBIT R-5** Financial Statements of Earth Alive for the period ended March 31, 2024
- EXHIBIT R-6** Copy of the RPMRR search result as of October 21, 2024 with respect to Earth Alive
- EXHIBIT R-7** Interim Financing Term Sheet

MONTRÉAL, October 22, 2024



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AFFIDAVIT OF NIKOLAOS SOFRONIS

I, the undersigned, Nikolaos Sofronis, having my professional address at 1560-1050 Cote du Beaver Hall, city of Montréal, province of Québec, H2Z1S4, solemnly declare as follows:

1. I am President of Earth Alive Clean Technologies Inc.;
2. All the facts alleged in the *Application for the Issuance of an Order (i) Approving an Interim Financing and an Interim Financing Charge, (ii) Approving an Administration Charge, (iii) Approving a D&O Charge, (iv) Extending the Time to File a Proposal and (v) Approving Ancillary Relief* are true to the best of my knowledge.

AND I HAVE SIGNED:

Signé par :

Nikolaos Sofronis

3D4BCAA8354141B...

Nikolaos Sofronis

SOLEMNLY AFFIRMED before me at Montreal, Quebec, Canada, this 22 day of October 2024 by Anne Bredin, whose oath was administered at Athens, Greece, all by technological means and in accordance with the March 20, 2020 memorandum of the Quebec Department of Justice

Signé par :

Anne Bredin

Commissioner for Oaths for and outside Québec



CANADA
Province of Québec
District of Montréal

**SUPERIOR COURT
(Commercial Division)**

**IN THE MATTER OF THE NOTICE OF
INTENTION TO MAKE A PROPOSAL
OF:**

No.: 500-11-064800-242

**EARTH ALIVE CLEAN TECHNOLOGIES
INC.**, a legal person having its registered
office at 1560-1050 Cote du Beaver Hall,
Montréal (Québec) H2Z 1S4

Debtor / Applicant

and

RAYMOND CHABOT INC., a legal person
having a place of business at 600 de la
Gauchetière Street West, Suite 2000,
Montréal (Québec) H3B 4L8

Trustee

and

NIKOLAOS SOFRONIS, residing and
domiciled at A Romescht L-7364
Bofferdange, Grand-Duché de
Luxembourg

and

VLADIMIR CARDON DE LICHTBUER,
residing and domiciled at Brabantlaan n°
40-A 3090 Overijse, Belgique

Secured Creditors

**NOTICE OF PRESENTATION
Commercial Practice Division
(Courtroom 16.10)**

1. PRESENTATION OF THE PROCEEDING

TAKE NOTE that the *Application for the Issuance of an Order (I) Approving an Interim Financing and an Interim Financing Charge, (II) Approving an Administration Charge, (III) Approving a D&O Charge, (IV) Extending the Time to File a Proposal and (V) Approving Ancillary Relief* will be presented in the Commercial Practice Division of the Superior Court, in Courtroom 16.10 of the Montréal Courthouse located at 1 Notre-Dame Street,

in the City of Montréal, Province of Québec, during the virtual calling of the roll on November 1, 2024, at 8:45 a.m., or as soon as counsel may be heard.

2. HOW TO JOIN THE VIRTUAL CALLING OF THE ROLL IN PRACTICE DIVISION

The contact information to join the calling of the roll of Room 16.10 is as follows:

Rejoindre la réunion Microsoft Teams

+1 581-319-2194 Canada, Québec (Numéro payant)

(833) 450-1741 Canada (Numéro gratuit)

ID de conférence : 820 742 874#

[Numéros locaux](#) | [Réinitialiser le code confidentiel](#) | [En savoir plus sur Teams](#) | [Options de réunion](#)

Rejoindre à l'aide d'un dispositif de vidéoconférence teams@teams.justice.gouv.qc.ca ID de la conférence VTC: 1193653703 [Autres instructions relatives à la numérotation VTC](#)

In person: if and only if you do not have access to one of the above-mentioned technological means. You may then go to Room 16.10 of the Montréal Courthouse, located at: 1 Notre-Dame Street. East, Montréal, Québec.

3. FAILURE TO PARTICIPATE IN THE VIRTUAL CALLING OF THE ROLL

TAKE NOTE that if you wish to contest the proceeding, you must inform in writing the party that initiated the proceeding at the contact information indicated in this notice of presentation at least 48 hours before the date of presentation of the proceeding and participate in the virtual calling of the roll. Otherwise, a judgement may be rendered against you during the presentation of the proceeding, without further notice or delay.

4. OBLIGATIONS

4.1 Duty of cooperation

TAKE NOTE that you are duty-bound to co-operate and, in particular, to keep one another informed at all times of the facts and particulars conducive to a fair debate and to make sure that relevant evidence is preserved (*Code of Civil Procedure*, art. 20)

4.2 Dispute prevention and resolution processes

TAKE NOTE that before referring your dispute to the Court, you must consider private dispute prevention and resolution processes, which consist of negotiation between the parties as well as mediation and arbitration, in which the parties call on a third person to assist them (*Code of Civil Procedure*, art. 2).

PLEASE GOVERN YOURSELF ACCORDINGLY.

Montréal, this 22th day of October, 2024

Davies Ward Phillips & Vineberg LLP

Davies Ward Phillips & Vineberg LLP

Lawyers for the Debtor Applicant, Earth Alive Clean Technologies Inc.

Me Gabriel Lavery Lepage

Me William Rodier-Dumais

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wordierdumais@dwpv.com

O/F: 290984

No. 500-11-064800-242
SUPERIOR COURT
(Commercial Division)
District of Montréal

**IN THE MATTER OF THE NOTICE OF INTENTION
TO MAKE A PROPOSAL OF:
EARTH ALIVE CLEAN TECHNOLOGIES INC.**

Debtor / Applicant

and

RAYMOND CHABOT INC.

Trustee

and

NIKOLAOS SOFRONIS

and

VLADIMIR CARDON DE LICHTBUER

Secured Creditors

**APPLICATION FOR THE ISSUANCE OF AN ORDER
(I) APPROVING AN INTERIM FINANCING AND AN
INTERIM FINANCING CHARGE, (II) APPROVING AN
ADMINISTRATION CHARGE, (III) APPROVING A D&O
CHARGE, (IV) EXTENDING THE TIME TO FILE A
PROPOSAL AND (V) APPROVING ANCILLARY
RELIEF, LIST OF EXHIBITS, AFFIDAVIT OF
NIKOLAOS SOFRONIS AND NOTICE OF
PRESENTATION**

ORIGINAL

DAVIES

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