



**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

COUNSEL/ENDORSEMENT SLIP

COURT FILE NO.: CV-25-00739279-00CL

DATE: March 30, 2025

NO. ON LIST: 3

TITLE OF PROCEEDING: SYNAPTIVE MEDICAL INC. v. BDC CAPITAL INC.

BEFORE: JUSTICE OSBORNE

PARTICIPANT INFORMATION

For Plaintiff, Applicant, Moving Party:

| Name of Person Appearing | Name of Party | Contact Info |
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For Defendant, Respondent, Responding Party:

| Name of Person Appearing | Name of Party | Contact Info |
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For Other, Self-Represented:

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| Karen Kimel | The Monitor, Richter | kkimel@richter.ca |
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ENDORSEMENT OF JUSTICE OSBORNE:

- [1] On March 26, 2025, I granted Orders with reasons to follow. These are those reasons.
- [2] Defined terms in this Endorsement have the meaning given to them in the motion materials and in the Reports of the Monitor, unless otherwise stated.
- [3] This was the comeback hearing in this *CCAA* Application. The Applicant sought an ARIO authorizing the Applicant to borrow up to a maximum amount of \$7 million as DIP financing, increasing the maximum amount of the Administration Charge to \$500,000 and extending the stay of proceedings to and including June 20, 2025.
- [4] The Applicant also sought an SISP Approval Order approving a sales process and authorizing the Monitor and the Applicant to perform their respective roles with respect thereto. Finally, the Applicant sought approval of the pre-filing report of the Proposed Monitor and the first report of the Monitor.
- [5] The relief sought and granted is appropriate. It is not opposed by any party. The Service List has been served. No party filed responding materials.
- [6] In the Initial Order, I authorized DIP financing up to \$1 million, together with a corresponding Charge. The proposed increase of \$7 million is appropriate and supported by the Monitor. The basis for that is fully set out in the materials and the First Report. Jurisdiction to approve interim financing and related priority charges flows from section 11.2 of the *CCAA*. I am satisfied that the factors set out in 11.2(4) have been met here.
- [7] The Monitor is satisfied that the economic terms of the DIP Term Sheet are comparable to the terms for similar DIP financing facilities that have been approved in other insolvency proceedings.
- [8] The proposed SISP is the only path forward to maximize the opportunity to generate the highest value. It builds on the work done during the pre-filing by the Applicant in terms of investment solicitation efforts. That, in part, drives the timelines in the proposed SISP and makes them, while short, appropriate in the circumstances.
- [9] This Court routinely approves sales processes where the appropriate factors have been met as I am satisfied they are here. A sale process is clearly warranted at this time to maximize chances of success. I am satisfied that a sale or investment will benefit the entire economic

community, no creditors object, and there is no better viable alternative. Indeed, there is no alternative here. The factors set out in section 36 of the *CCAA* are met. The proposed process appears fair, is supported by the Monitor, has a support of the Applicant's secured creditors and appears appropriate in the circumstances.

- [10] In addition, I am satisfied that the proposed stay extension is appropriate and necessary. It will facilitate the implementation of the SISP and any resulting transaction. The factors set out in section 11.02(2) are met. The Applicant has acted and continues to act in good faith and with due diligence. The Monitor is satisfied that the cash flow statement reflects sufficient liquidity to maintain operations and this proceeding through the proposed stay extension period.
- [11] I am also satisfied that the increase in the Administrative Charge is appropriate. The proposed quantum of \$500,000 is fair and reasonable in the circumstances of this case.
- [12] Finally, I am satisfied that the Pre-Filing Report of the Proposed Monitor and the First Report of the Monitor and the activities described therein, are appropriate, consistent with the appointment mandate and are approved.
- [13] For all of these reasons, I granted the orders signed.

A handwritten signature in green ink that reads "Osborn J." The signature is written in a cursive style with a large initial 'O' and a distinct 'J' at the end.