

CANADA
PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL

SUPERIOR COURT
Commercial Division

No.: 500-11-058645-207

IN THE MATTER OF THE PLAN OF
ARRANGEMENT AND COMPROMISE
OF:

FLIGHTHUB GROUP INC.

- and -

FLIGHTHUB SERVICE INC.

- and -

SSFP CORP.

- and -

JUSTFLY INC.

- and -

JUSTFLY CORP.

- and -

11644670 CANADA INC.

Debtors/Applicants

- and -

MNP LTD

Monitor

CLAIMS PROCEDURE ORDER

ON READING the Debtors/Applicants' (collectively, the "**Debtors**") *Application for the Issuance of a Claims Process Order* pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, C-36 (as amended; the "**CCAA**") and the exhibits, the affidavit of Christopher Cave filed in support thereof (the "**Application**"), the consent of MNP LTD to act as monitor (the "**Monitor**"), relying upon the submissions of counsel and being advised that the interested parties, including secured creditors, were given prior notice of the presentation of the Application;

GIVEN the provisions of the CCAA;

WHEREFORE, THE COURT:

- [1] **GRANTS** the *Application for the Issuance of a Claims Process Order*;
- [2] **ORDERS** that any prior delay for the presentation of the Application is hereby abridged and validated so that the Application is properly returnable today and hereby dispenses with further service thereof;
- [3] **PERMITS** service of the present Order (this "**Order**") at any time and place and by any means whatsoever;

Definitions

- [4] **DECLARES** that the following terms in this Order shall, unless otherwise indicated, have the following meanings ascribed thereto:
 - a. "**BIA**" means the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended;
 - b. "**Business Day**" means a day, other than a Saturday, a Sunday, or a holiday (as defined in article 61 of the *Interpretation Act*, R.S.Q., c. I-16, as amended);
 - c. "**CCAA**" means the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended;
 - d. "**CCAA Proceedings**" means the proceedings in respect of the Debtors before the Court commenced pursuant to the CCAA in court file number 500-11-058645-207;
 - e. "**Claim**" means any right of any Person against any of the Debtors in connection with any indebtedness or obligation of any kind of the Debtors, present, future, due or accruing due to such Person and any interest accrued thereon or costs payable in respect thereof, whether liquidated, unliquidated, contingent, matured, unmatured, disputed, undisputed, secured, unsecured, known or unknown, including, *inter alia*, any

executory or non-executory guarantee or surety and i) the right or ability of any Person to advance a claim for contribution, indemnity or otherwise with respect to any matter, action or cause, which indebtedness, liability or obligation is based in whole or in part on facts existing as at the Determination Date; ii) any Equity Claim; and iii) any claim which would constitute a claim under the CCAA as at the Determination Date. A Claim shall include, without limitation, a) any Claim against the Directors and Officers; and b) any Restructuring Claim, provided however, that in no case shall a Claim include an Excluded Claim;

- f. **"Claims Bar Date"** means 5:00 p.m. (Montreal time) on July 30, 2020 or, for a Creditor with a Restructuring Claim, the latest of (a) 5:00 pm (Montreal time) on July 30, 2020 and (b) thirty (30) days after the date of receipt by the Creditor of a notice from the Debtors giving rise to the Restructuring Claim, it being understood that at no time shall such a notice from the Debtors be sent to the Creditor less than thirty (30) days before the date of the Creditors' Meeting;

- g. **"Claim against the Directors or Officers"** means a claim as defined in paragraph 11.03(1) of the CCAA as well as any right of any Person against any of the Directors or Officers in connection with any indebtedness or obligation of any kind of the Directors or Officers, present, future, due or accruing due to such Person and any interest accrued thereon or costs payable in respect thereof, whether liquidated, unliquidated, contingent, matured, unmatured, disputed, undisputed, secured, unsecured, known or unknown, including, inter alia, any executory or non-executory guarantee or surety and i) the right or ability of any Person to advance a claim for contribution, indemnity or otherwise with respect to any matter, action or cause, which indebtedness, liability or obligation is based in whole or in part on facts existing as at the Determination Date; ii) any Equity Claim; iii) any Restructuring Claim and iv) any claim which would constitute a claim under the CCAA as at the Determination Date;

- h. **"Claims Officer"** means a Person appointed pursuant to paragraph [10] which may include any person considered to be qualified by the Monitor and the Debtors, including a retired judge, administrative decider or grievance arbitrator;

- i. **"Court"** means the Superior Court of Québec (commercial division) sitting in the district of Montreal;

- j. **"Creditor"** means any Person holding a Claim and may, where the context requires, include the assignee of a Claim or a trustee, interim receiver, receiver, receiver and manager, or other Person acting on behalf of such Person and includes a Known Creditor. A Creditor shall not, however, include any Person holding an Excluded Claim;
- k. **"Creditors' Instructions"** means the instructions for Creditors, including a Proof of Claim, an Instruction Letter explaining how to complete same, and a copy of this Order;
- l. **"Creditors' List"** means a list of all Known Creditors;
- m. **"Creditors' Meeting"** means any meeting of the Debtors' Creditors to be convened, with leave of the Court, for the purposes of voting on the Plan (if any), and any adjournment or suspension thereof;
- n. **"Directors or Officers"** means any of the present or former, *de jure* or *de facto*, directors or officers of any of the Debtors as well as any other individuals legally entitled to administer the affairs of any of the Debtors;
- o. **"Designated Newspapers"** means *La Presse*, the *Montreal Gazette* and the *USA Today*;
- p. **"Determination Date"** means, (i) for JustFly Inc., April 30, 2020, and (ii) for Flighthub Group Inc., Flighthub Service Inc., SSFP Corp., JustFly Corp. and 11644670 Canada Inc., May 8, 2020;
- q. **"Equity Claim"** has the meaning ascribed thereto in the definition contained in the BIA and the CCAA;
- r. **"Excluded Claim"** means (i) any claim of a Secured Creditor; and (ii) any right of any Person against the Debtors in connection with any indebtedness or obligation of any kind which came into existence after the Determination Date and any interest thereon, including any obligation of the Debtors toward creditors who have supplied or shall supply services, utilities, goods or materials or who have or shall have advanced funds to the Debtors after the Determination Date, but only to the extent of their claims in respect of the supply of such services, utilities, goods, materials or funds after the Determination Date and to the extent that such claims are not otherwise affected by the Plan (if any);

- s. **"Initial Order"** means the Order of the Court rendered on May 8, 2020 and amended and restated on May 19, 2020 under the CCAA;
- t. **"Instruction Letter"** means the instruction letter sent to Creditors in a document substantially in the form of **Schedule "B"** hereto;
- u. **"Known Creditor"** means a Creditor whose Claim is included in the Debtors' books and records;
- v. **"Monitor"** means MNP Ltd., acting in its capacity as monitor of the Debtors pursuant to the Initial Order;
- w. **"Newspaper Notice"** means the notice of this Order to be published in the Designated Newspapers on the Publication Date in accordance with paragraph [5], which shall set out the Claims Bar Date and the Creditors' Instructions, being substantially in the form of **Schedule "A"** hereto;
- x. **"Notice of Dispute"** means the notice that may be delivered by a Creditor who has received a Notice of Revision or Disallowance disputing such Notice of Revision or Disallowance, which notice shall be substantially in the form attached hereto as **Schedule "E"**
- y. **"Notice of Revision or Disallowance"** means the notice referred to in paragraph [9]a hereof, advising a Creditor that the Monitor has revised or rejected all or part of such Creditor's Claim set out in its Proof of Claim and setting out the reasons for such revision or disallowance, and being substantially in the form of **Schedule "D"** hereto;
- z. **"Person"** means any individual, corporation, limited or unlimited liability company, general or limited partnership, association, trust, unincorporated organization without legal personality, joint venture, governmental body or agency, or any other entity;
- aa. **"Plan"** means a plan of compromise or arrangement which may be filed by the Debtors pursuant to the CCAA, as such plan may be amended or supplemented from time to time;
- bb. **"Proof of Claim"** means the form of Proof of Claim for Creditors referred to in paragraph [8] hereof, in the form of **Schedule "C"** hereto;

- cc. **"Proven Claim"** means the amount of any Claim of any Creditor as of the Determination Date, determined in accordance with the provisions of the CCAA and this Order, and proven by delivering a Proof of Claim to the Monitor;
- dd. **"Publication Date"** means the date on which the publication of the Newspaper Notice in all of the Designated Newspapers has been completed;
- ee. **"Restructuring Claim"** means any right of any Person against any of the Debtors in connection with any indebtedness or obligation of any kind owed to such Person arising out of the restructuring, repudiation, or termination of any contract, lease, employment agreement, collective agreement or other agreement, whether written or oral, after the Determination Date, including any right of any Person who receives a notice of disclaimer, repudiation or termination from any of the Debtors; provided however, that a Restructuring Claim may not include an Excluded Claim;
- ff. **"Secured Creditor"** has the meaning attributed thereto in section 2 of the BIA;
- gg. **"Service List"** means the service list maintained by the Monitor in respect of the CCAA Proceedings;

Notification Procedure

- [5] **ORDERS** that the form of Newspaper Notice shall be published by the Monitor in the Designated Newspapers as soon as possible following the issuance of this Order, but in any event no later than June 27, 2020;
- [6] **ORDERS** that the Monitor shall publish on its website at <https://mnpdebt.ca/en/corporate/engagements/flighthub-group> on or before 5:00 p.m. (Montreal time) on June 27, 2020, a copy of the Creditors' List, the Creditors' Instructions and the present Order;
- [7] **ORDERS** that, in addition to the publication referred to in paragraph [6], the Monitor shall send, by regular mail, a copy of the Creditors' Instructions to each Known Creditor no later than 5:00p.m. (Montreal time) on June 27, 2020;

Claims Bar Date

- [8] **ORDERS** that, unless otherwise authorized by the Court, a Creditor who does not file a Proof of Claim by the Claims Bar Date i) shall not be entitled to any further notice; ii) shall be forever barred from pursuing a Claim against the Debtors or the Directors or Officers; iii) shall not be entitled to participate as a Creditor in these proceedings; iv) shall not be entitled to vote on any matter in these proceedings, including the Plan (if any); v) shall not be entitled to file a Claim against the Debtors or the Directors or Officers; or vi) shall not be entitled to receive a distribution under the Plan (if any);

Claims Procedure

- [9] **ORDERS** that the following procedure shall apply where a Creditor files a Proof of Claim before the Claims Bar Date:
- a. the Monitor, together with the Debtors, shall review the Proof of Claim to value the amounts and terms set out therein for voting and distribution purposes;
 - b. where applicable, the Monitor shall send the Creditor, or its legal counsel, a Notice of Revision or Disallowance by mail, telecopier, courier, email or other means of electronic communication;
 - c. the Creditor who receives a Notice of Revision or Disallowance, personally or through its legal counsel, and wishes to dispute it shall, within ten (10) calendar days, or in the case of Creditors whose Proof of Claim lists an address that is outside of Canada, twenty (20) calendar days of the Notice of Revision or Disallowance, send by registered mail, courier or email, a Notice of Dispute to the Monitor setting out the basis for its dispute;
 - d. unless otherwise authorized by this Court, if the Creditor does not provide a Notice of Dispute within the time period provided for above, such Creditor shall be deemed to have accepted the determination of its Claim as set out in the Notice of Revision or Disallowance;
 - e. the Monitor, with the assistance of the Debtors, shall attempt to consensually resolve the disputed Claim following the receipt by the Monitor of the Notice of Dispute; and

- f. if, after the expiration of such period of time as the Monitor believes appropriate, the disputed Claim has not been resolved, the Monitor, after consultation with the Debtors, shall refer the Claim to the Court and either the Creditor, the Monitor or the Debtors may bring an application for the resolution of such Claim by the Court;

Claims Officer

- [10] **ORDERS** that the Monitor may, with the approval of the Debtors, appoint one or more Claims Officers under such terms as may be agreed between the Monitor and the Debtors with the applicable Claims Officer, including with regards to the latter's reasonable remuneration;
- [11] **ORDERS** that if the Monitor elects to appoint a Claims Officer, it shall notify the Court and the Service List of the proposed appointment and any interested Creditor may bring an application to the Court, served upon the Monitor and the Debtors, within ten (10) calendar days of such notification to contest the proposed appointment. If no such application is filed within the applicable delay, the appointment will be deemed accepted, unless the Court orders otherwise;
- [12] **ORDERS** that any Claims Officer shall be authorized and empowered to determine any substantive or procedural matter in connection with the adjudication of any Notice of Dispute referred to it in accordance with this Order, including the nature, validity or quantum of the subject Claim and the modalities of the adjudication process;
- [13] **ORDERS** that a Claims Officer's determination as to the nature, validity or quantum of a Claim may be appealed to the Court by the applicable Creditor, the Monitor and/or the Debtors by filing an application to the Court within fifteen (15) calendar days and served on the Debtors, the Monitor and/or the applicable Creditor, as the case may be;

Notices and Communications

[14] **ORDERS** that any notice, service or other communication to be given under this Order by any Creditor to the Monitor or the Debtors shall be in writing in substantially the form provided for in this Order, where applicable, and will be sufficiently given only if given by mail, telecopier, courier, email or other means of electronic communication addressed to:

Monitor:

MNP Ltd.

To the attention of:
Mr. Pierre Marchand

Email:
pierre.marchand@mnp.ca

With a copy to:

Dentons LLP

To the attention of:
Me Ari Y. Sorek

Email:
ari.sorek@dentons.com

Debtors:

Stikeman Elliott LLP

To the attention of:
Me Joseph Reynaud
Me Rémi Leprévost

Email:
jreynaud@stikeman.com
rleprevost@stikeman.com

[15] **ORDERS** that any document sent by the Monitor pursuant to this Order may be sent by e-mail, ordinary mail, registered mail, courier or facsimile transmission. A

Creditor shall be deemed to have received any document sent pursuant to this Order two (2) Business Days after the document is sent by mail and one (1) Business Day after the document is sent by courier, e-mail or facsimile transmission. Documents shall not be sent by ordinary or registered mail during a postal strike or work stoppage of general application;

Aid and Assistance of Other Courts

- [16] **REQUESTS** the aid and recognition of any court or any judicial, regulatory or administrative body in any province or territory of Canada and any judicial, regulatory or administrative tribunal or other court constituted pursuant to the Parliament of Canada or the legislature of any province or any court or any judicial, regulatory or administrative body of the United States and of any other nation or state to act in aid of and to be complementary to the Court in carrying out the terms of this Order;

General Provisions

- [17] **ORDERS** that for the purposes of this Order, all Claims that are denominated in a foreign currency shall be converted to Canadian dollars at the Bank of Canada noon spot rate of exchange for exchanging currency to Canadian dollars on the Determination Date;
- [18] **ORDERS** that the Monitor shall use reasonable discretion as to the adequacy of completion and execution of any document completed and executed pursuant to this Order and, where the Monitor is satisfied that any matter to be proven under this Order has been adequately proven, the Monitor may waive strict compliance with the requirements of this Order as to the completion and execution of documents;
- [19] **DECLARES** that the Monitor may apply to the Court for advice and direction in connection with the discharge or variation of its powers and duties under this Order;

[20] **ORDERS** the provisional execution of this Order notwithstanding appeal, and without requirement to provide any security or provision for costs whatsoever;

[21] **WITHOUT COSTS.**

Montréal, June 19, 2020

Michel A. Pinsonnault, j.s.c.
JP1736

SCHEDULE A
NOTICE TO CREDITORS

CANADA
PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL

SUPERIOR COURT
Commercial Division

No.: 500-11-058645-207

**IN THE MATTER OF THE PLAN OF
ARRANGEMENT AND COMPROMISE
OF:**

FLIGHTHUB GROUP INC.

- and -

FLIGHTHUB SERVICE INC.

- and -

SSFP CORP.

- and -

JUSTFLY INC.

- and -

JUSTFLY CORP.

- and -

11644670 CANADA INC.

Debtors/Applicants

- and -

MNP LTD

Monitor

NOTICE TO CREDITORS

TAKE NOTICE that on May 8, 2020, the Superior Court of Québec issued an Initial Order (which was amended and restated on May 19, 2020) pursuant to the *Companies' Creditors Arrangement Act* (the "**CCAA**") appointing MNP Ltd. (the "**Monitor**") to act as Monitor with regard to the entirety of the property, assets, rights, and obligations of FlightHub Group Inc., FlightHub Service Inc., SSFP Corp, JustFly Inc., JustFly Corp. and 11644670 Canada Inc. (collectively, the "**Debtors**").

On June 19, 2020, the Superior Court issued an Order pursuant to the CCAA concerning the processing of claims (the "**Claims Process Order**") which establishes a claims process (the "**Claims Process**") with the goal of identifying, establishing, adjudicating, or otherwise resolving the Claims of any person against the Debtors and the Directors or Officers of the Debtors.

Capitalized terms in this Notice have the meanings ascribed to them in the Claims Process Order, which can be found on the Monitor's website, along with all documentation relating to the restructuring process, at the following address: <https://mnpdebt.ca/en/corporate/engagements/flighthub-group>.

Any person who may have a claim against the Debtors and/or any of their Directors or Officers should carefully review and comply with the provisions of the Claims Process Order. In accordance with the Order, any person having a claim against the Debtors and/or any of their Directors or Officers must send Proof of Claim to the Monitor, to be received by the Monitor on or before the Claims Bar Date of **July 30, 2020, at 5:00 PM**.

Creditors who fail to file a Proof of Claim by the Claims Bar Date shall not be entitled to any further notice whatsoever, unless another order is issued by the Court. Moreover, these Creditors (i) shall be forever barred from pursuing a Claim against the Debtors or their Directors or Officers; (ii) shall not be entitled to participate as a Creditor in these proceedings; (iii) shall not be entitled to vote on any matter in these proceedings, including the Plan; (iv) shall not be entitled to file a Claim against the Debtors or their Directors or Officers; and (v) shall not be entitled to receive a distribution under the Plan or otherwise pursuant to the CCAA proceedings.

Pursuant to the Claims Process Order, the Monitor will send by regular mail to each known Creditor a copy of the Instruction Letter to Creditors by no later than 5:00 p.m. (Montréal time) on June 27, 2020. Any person may also obtain the Claims Process Order and the Instruction Letter to Creditors from the Monitor's website at <https://mnpdebt.ca/en/corporate/engagements/flighthub-group>.

ANY CLAIM FOR WHICH A PROOF OF CLAIM IS NOT RECEIVED BY THE CLAIMS BAR DATE SHALL BE FOREVER BARRED AND EXTINGUISHED.

Persons requiring additional information about the Claims Process or documents related to the Claims Process are invited to contact:

MNP Ltd.

Monitor of FlightHub Group et al.
1155, René-Lévesque Blvd. W.
19th Floor
Montréal, Québec H3B 4V2

Attention: Mr. Pierre Marchand
Tel: 514-906-4645
Email: pierre.marchand@mnp.ca

Montréal, ● 2020.

MNP LTD.

As Monitor of FlightHub Group Inc. et al.,
and not in its personal capacity

SCHEDULE B
INSTRUCTION LETTER TO CREDITORS

Re: *In the Plan of Arrangement and Compromise of FlightHub Group Inc., FlightHub Service Inc., SSFP Corp, JustFly Inc., JustFly Corp. and 11644670 Canada Inc. – Instruction Letter to Creditors*

Dear Sir or Madam,

This letter provides instructions on how to complete the Proof of Claim form with the Monitor in respect of any Claim you may have against any of the Debtors or its Directors or Officers, in accordance with the Claims Process Order issued by the Superior Court of Québec on June 19, 2020 (the "**Claims Process Order**"). Please note that this letter is only a guide. In case of discrepancy between the terms of this letter and those of the Claims Process Order, the terms of the Claims Process Order shall prevail.

Capitalized terms in this letter have the meanings ascribed to them in the Claims Process Order, which can be found on the Monitor's website, along with all documentation relating to the restructuring process, at the following address:

<https://mnpdebt.ca/en/corporate/engagements/flighthub-group>.

We invite you to refer to the following documents, copies of which are attached to this letter:

1. Notice to Creditors;
2. Blank Proof of Claim Form.

Pursuant to the Order, the Determination Date for the Claims against the Debtors is (i) in the case of JustFly Inc., April 30, 2020 and (ii) in the case of the other Debtors, May 8, 2020.

Any Creditor who wishes to assert a Claim in the restructuring process, including any Creditor who is already a party to legal proceedings against one of the Debtors or its Directors or Officers, is required to file a Proof of Claim Form with the Monitor. The Creditor must indicate its full legal name, address, and contact information. If the Creditor does business with the Debtors under one or several name(s) other than its legal name, it must indicate this and provide a copy of the relevant supporting documentation, if applicable.

The Creditor must identify which Debtor, and which of the Debtor's Directors or Officers (if applicable), it wishes to assert a Claim against. Creditors who wish to assert Claims against more than one Debtor and/or their Directors or Officers must complete a separate form for each Debtor which they wish to assert a Claim against.

The Creditor must include with the completed Proof of Claim Form a statement of account, affidavit, or statutory declaration, which must be identified as "Schedule A",

containing the particulars of the Claim and supporting all amounts stated in the Proof of Claim Form. The Creditor should also include any other relevant supporting documentation and all additional pages required to complete the Proof of Claim Form, if additional space was needed.

Additional blank Proof of Claim Forms may be downloaded from the Monitor's website or may be sent to you if you contact the Monitor using the contact information below and provide your name, mailing address, email address, and fax number.

The completed and signed Proof of Claim Form may be emailed to the Monitor at pierre.marchand@mnp.ca or sent by regular or registered mail or by courier to the address below. The completed Proof of Claim Form and supporting documents must be sent and received by the Monitor no later than **July 30, 2020, at 5:00 PM.**

If you have any questions regarding the Claims Process or the attached documents, please contact the Monitor at:

MNP Ltd.

Monitor of FlightHub Group et al.
1155, René-Lévesque Blvd. W.
19th Floor
Montréal, Québec H3B 4V2

Attention: Mr. Pierre Marchand
Tel: 514-906-4645
Email: pierre.marchand@mnp.ca

Yours very truly,

Montréal, ● 2020.

MNP LTD.

As Monitor of FlightHub Group Inc. et al.,
and not in its personal capacity

SCHEDULE C
PROOF OF CLAIM FORM

PROOF OF CLAIM

IN THE MATTER OF THE PLAN OF ARRANGEMENT AND COMPROMISE OF

_____ (hereinafter, the "**Debtor**")

and of the claim of _____ (hereinafter, the "**Creditor**").

All notices or other correspondence regarding this claim should be sent to the following address:

..... (name of creditor)

..... (number and street)

..... (city, province, country, and postal code)

Telephone Facsimile..... Email

I, _____, residing in the city of _____ in the Province of _____, hereby certify the following:

If you are a representative of the corporation, please specify your position or duties.

- I am the creditor of the Debtor or
- I am _____ of the creditor of the Debtor.

The following field is mandatory:

- I am aware of all the circumstances surrounding the claim referred to in this form.

The attached statement of account, affidavit, or statutory declaration must refer to the supporting documents or other evidence in support of the claim.

The Debtor was, at the date of Determination Date, being (i) April 30, 2020, for JustFly Inc. or (ii) May 8, 2020, for the other Debtors, indebted to the Creditor and remains indebted to the Creditor in the amount of \$_____, as set out in the statement of account (or affidavit or statutory declaration attached hereto and referred to as Schedule A), after deducting the amount of any set-off claim to which the Debtor is entitled.

Enter the amount of the unsecured claim against the Debtor.

Claim in the amount of \$_____ for which I have no security interest in the Debtor's assets as collateral.

Enter the amount of the secured claim against the Debtor.

Secured claim in the amount of \$ _____ for which I have a security interest in the Debtor's assets as collateral.

Enter the amount of the secured claim against the Debtor's Directors or Officers.

Claim in the amount of \$_____ against _____.

Signed in _____, this _____ day of _____ 2020

Witness

Creditor (or creditor's representative)

Print Witness' name: _____

Instructions for completing the Proof of Claim Form:

Before completing this form, please refer to the Instruction Letter to Creditors, available on the Monitor's website at the following address:

<https://mnpdebt.ca/en/corporate/engagements/flighthub-group>

The completed Proof of Claim Form and supporting documents must be sent and received by the Monitor by email, fax, regular mail, courier, or registered mail to the address below no later than **July 30, 2020, at 5:00 PM.**

MNP Ltd.

Monitor of FlightHub Group et al.
1155, René-Lévesque Blvd. W.
19th Floor
Montréal, Québec H3B 4V2

Attention: Mr. Pierre Marchand
Tel: 514-906-4645
Email: pierre.marchand@mnp.ca

IF YOU DO NOT FILE YOUR PROOF OF CLAIM AGAINST THE DEBTOR OR ITS DIRECTORS OR OFFICERS ON OR BEFORE JULY 30, 2020, YOU WILL BE FOREVER BARRED FROM ASSERTING YOUR CLAIM AND FROM PARTICIPATING IN THE RESTRUCTURING.

In completing your Proof of Claim Form, particular attention should be paid to the notes in the margins of the form and to the following instructions:

- a) The Proof of Claim Form must be completed and signed by an individual, not a corporation. If you are acting for or on behalf of a corporation or another person, you must state your position or duties with the corporation or other person (for example, "*director of accounts*", "*monitor*", "*authorized agent*", etc.);
- b) The person signing the Proof of Claim Form must know the facts surrounding the Claim;
- c) All amounts must be supported by a statement of account, affidavit, or statutory declaration containing the particulars of the Claim, which must be identified as "Schedule A";
- d) The person signing the Proof of Claim Form must sign before a witness, indicating the place and date.

Montréal, ● 2020.

MNP LTD.

As Monitor of FlightHub Group Inc. et al.,
and not in its personal capacity

SCHEDULE D
FORM OF NOTICE OF REVISION OR REJECTION

CANADA
PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL

SUPERIOR COURT
Commercial Division

No.: 500-11-058645-207

**IN THE MATTER OF THE PLAN OF
ARRANGEMENT AND COMPROMISE
OF:**

FLIGHTHUB GROUP INC.

- and -

FLIGHTHUB SERVICE INC.

- and -

SSFP CORP.

- and -

JUSTFLY INC.

- and -

JUSTFLY CORP.

- and -

11644670 CANADA INC.

Debtors/Applicants

- and -

MNP LTD

Monitor

NOTICE OF REVISION OR REJECTION

Name of Creditor: ●

Reference n° for this Notice: ●

In accordance with the order made by the Superior Court of Québec on June 19, 2020 (the "**Order**"), pursuant to which a claims process was approved with the goal of identifying, establishing, adjudicating, or otherwise resolving the Claims of any person

against FlightHub Group Inc., FlightHub Service Inc., SSFP Corp, JustFly Inc., JustFly Corp. and 11644670 Canada Inc. (collectively, the "**Debtors**"), MNP Ltd., as Monitor of the Debtors, hereby informs you that it has assessed your proof of claim and that it has revised or rejected your claim as detailed hereunder:

DEBTOR CONCERNED:

DIRECTOR(S) OR OFFICER(S) CONCERNED (if applicable):

UNSECURED CLAIM AGAINST THE DEBTOR

Proof of claim amount	Amount rejected	Amount accepted
●	●	●

UNSECURED CLAIM AGAINST THE DIRECTORS AND/OR OFFICERS OF THE DEBTOR

Proof of claim amount	Amount rejected	Amount accepted
●	●	●

SECURED CLAIM AGAINST THE DEBTOR

Proof of claim amount	Amount rejected	Amount accepted
●	●	●

SECURED CLAIM AGAINST THE DIRECTORS AND/OR OFFICERS OF THE DEBTOR

Proof of claim amount	Amount rejected	Amount accepted
●	●	●

REASONS FOR THE MONITOR'S REVISION OR REJECTION:



If you disagree with this Notice of Revision or Rejection, please note the following:

1. If you intend to contest this Notice of Revision or Rejection, you must, within:
 - a. in the case of Creditors whose Proof of Claim lists an address that is in Canada, ten (10) calendar days; or
 - b. in the case of Creditors whose Proof of Claim lists an address that is outside of Canada, twenty (20) calendar days;

of the date of this notice, send to the Monitor a Notice of Dispute (a form of which is attached to this notice), by registered mail courier or email, at each of the following addresses:

Monitor: MNP Ltd., as Monitor of FlightHub Group et al.
1155, René-Lévesque Blvd. W.
19th Floor
Montréal, Québec H3B 4V2

Attention: Mr. Pierre Marchand
Tel: 514-906-4645
Email: pierre.marchand@mnp.ca

Counsel to the Monitor: Dentons Canada LLP
1, Place Ville Marie
Suite 3900
Montréal, Québec H3B 4M7

Attention: Ari Sorek
Email: ari.sorek@dentons.com

Counsel to the Debtors: Stikeman Elliott LLP
1155 René-Lévesque Boulevard West
41st Floor
Montréal (Québec) H3B 3V2

Attention: Joseph Reynaud and Rémi Leprévost
Emails: jreynaud@stikeman.com;
rleprevost@stikeman.com

2. If you do not send a Notice of Dispute within the prescribed time limit, your claim will be deemed to have been resolved as set out in this Notice of Revision or Rejection.
3. In the event that you send a Notice of Dispute and your Claim is adjudicated in accordance with the Claims Process Order, the Monitor and the Debtor reserve the right to file and present any motion or request, as well as any other grounds for objection, as may be appropriate.

IF YOU DO NOT SERVE A NOTICE OF DISPUTE WITHIN THE PRESCRIBED TIME LIMIT, THIS NOTICE OF REVIEW OR DISMISSAL WILL BIND YOU IN THE DISTRIBUTION OF THE APPLICANTS' ASSETS.

Made in Montréal this _____ day of _____ 2020.

MNP LTD.

As Monitor of FlightHub Group Inc. et al.,
and not in its personal capacity

By: _____

SCHEDULE E
FORM OF NOTICE OF DISPUTE

CANADA
PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL

SUPERIOR COURT
Commercial Division

No.: 500-11-058645-207

**IN THE MATTER OF THE PLAN OF
ARRANGEMENT AND COMPROMISE
OF:**

FLIGHTHUB GROUP INC.

- and -

FLIGHTHUB SERVICE INC.

- and -

SSFP CORP.

- and -

JUSTFLY INC.

- and -

JUSTFLY CORP.

- and -

11644670 CANADA INC.

Debtors/Applicants

- and -

MNP LTD

Monitor

NOTICE OF DISPUTE

Pursuant to the order issued by the Superior Court of Québec on June 19, 2020 (the “**Claims Process Order**”), we hereby give you notice of our intention to dispute the Notice of Revision or Disallowance bearing Reference Number _____ and dated _____ issued by MNP Ltd. in its capacity as Court-appointed monitor of FligHtub Group Inc. *et al*, in respect of our Claim (all undefined capitalized terms herein shall have the meaning attributed to them in the Claims Process Order).

Name of Creditor: _____

Reason(s) for dispute (*attach additional sheet and copies of all supporting documentation if necessary*):

Signature of Creditor (or representative): _____

(Please print name): _____

Date: _____

Telephone number: _____

Facsimile number: _____

Email address: _____

Full mailing address: _____

THIS FORM AND SUPPORTING DOCUMENTATION ARE TO BE RETURNED TO THE MONITOR BY REGISTERED MAIL, COURIER OR EMAIL AT THE ADDRESS INDICATED BELOW IN ORDER TO BE RECEIVED BY THE MONITOR WITHIN TEN (10) CALENDAR DAYS (IN THE CASE OF CREDITORS WHOSE PROOF OF CLAIM LISTS AN ADDRESS THAT IS IN CANADA), OR TWENTY (20) CALENDAR DAYS (IN THE CASE OF CREDITORS WHOSE PROOF OF CLAIM LISTS AN ADDRESS THAT IS OUTSIDE OF CANADA) OF RECEIPT BY THE CREDITOR OF THE NOTICE OF REVISION OR DISALLOWANCE.

Creditors shall be responsible for obtaining proof of delivery of such Notice of Dispute through their choice of delivery method. No acknowledgement of receipt will be provided by the Monitor.

Address for Service of the Notice of Dispute:

Monitor: MNP Ltd., as Monitor of FlightHub Group et al.
1155, René-Lévesque Blvd. W.
19th Floor
Montréal, Québec H3B 4V2

Attention: Mr. Pierre Marchand
Tel: 514-906-4645
Email: pierre.marchand@mnp.ca

Counsel to the
Monitor: Dentons Canada LLP
1, Place Ville Marie
Suite 3900
Montréal, Québec H3B 4M7

Attention: Ari Sorek
Email: ari.sorek@dentons.com

Counsel to the
Debtors: Stikeman Elliott LLP
1155 René-Lévesque Boulevard West
41st Floor
Montréal (Québec) H3B 3V2

Attention: Joseph Reynaud and Rémi Leprévost
Emails: jreynaud@stikeman.com;
rleprevost@stikeman.com