

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

IMPERIAL TOBACCO CANADA LIMITED,

Debtor in a Foreign Proceeding.¹

Chapter 15

Case No. 19-10771 (JPM)

**ORDER GRANTING THE MOTION OF
FOREIGN REPRESENTATIVE FOR RECOGNITION OF THE ORDER
OF THE CANADIAN COURT APPROVING TERMINATION OF THE IHGI
RETIREMENT PLAN AND AUTHORITY TO FUND PLAN TERMINATION COSTS**

This matter was brought by FTI Consulting Canada Inc. (“FTI”), the authorized foreign representative of Imperial Tobacco Canada Limited (the “Debtor”) and the court-appointed monitor (the “Monitor”)² of the Debtor and Imperial Tobacco Company Limited, upon its filing of the *Motion of the Foreign Representative for Recognition of the Order of the Canadian Court Approving Termination of the IHGI Retirement Plan and Authority to Fund Plan Termination Costs* (the “Motion”) [Docket No. 79], pursuant to sections 362, 363(b), 1507(a) and 1520 of title 11 of the United States Code (the “Bankruptcy Code”) and rule 6004(h) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), supported by the declaration of Paul Bishop in support of the Motion [Docket No. 80], with the Monitor subsequently filing the certificate of no objection regarding the Motion [Docket No. 82].

After consideration of the Motion, the exhibits attached thereto, and all other pleadings submitted in support thereof, and with no objections or responses having been filed by creditors

¹ The last four digits of the Debtor’s taxpayer identification number are 4374. The Debtor’s registered office is located at 30 Pedigree Court, Brampton (Ontario) Canada L6T 5T8.

² FTI was appointed as Monitor pursuant to Canada’s *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, by order dated March 12, 2019.



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or parties-in-interest, the Court finds that a hearing is not required, and sufficient cause appearing therefor:

THE COURT HEREBY MAKES THE FOLLOWING FINDINGS OF FACT AND CONCLUSIONS OF LAW:

A. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and section 1501 of the Bankruptcy Code, and the *Amended Standing Order of Reference to Bankruptcy Judges of the District Court for the Southern District of New York, dated January 31, 2021* (Preska, C.J.).

B. This is a core proceeding pursuant to 28 U.S.C. § 157(b).

C. Venue is proper before this Court pursuant to 28 U.S.C. § 1410.

D. Due and proper notice of the Motion was provided. No other or further notice need be provided.

E. The relief granted herein is necessary and appropriate, in the interests of public and international comity and consistent with the public policy of the United States.

F. The relief granted herein is reasonable and appropriate, and consummation of the transactions contemplated by the Motion is in the best interests of the Debtor and its estate and represents an exercise of the Debtor's sound business judgment.

NOW THEREFORE, IT IS HEREBY ORDERED AS FOLLOWS:³

1. The Motion is hereby **GRANTED** as set forth herein.

2. The order of the Canadian Court dated March 25, 2024 authorizing, among other things, the Debtor to terminate the IHGI Plan is hereby recognized and given full force and effect in the United States. The Debtor, in consultation with the Monitor, is hereby authorized, pursuant to section 363(b) of the Bankruptcy Code, as made applicable to this chapter 15 case by section

³ Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Motion.

1520(a)(2), to take any and all actions reasonably necessary or appropriate to consummate termination of the IHGI Plan in accordance with applicable law and is authorized to satisfy obligations under the IHGI Plan, whether through cash and/or the purchase of an annuity contract or contracts or otherwise, as required by Title IV of ERISA, up to \$6 million, exclusive of the financial year 2024 contribution, in or through the United States.

3. Subject to the termination of the IHGI Plan and purchase of annuities, the Monitor is hereby authorized to remove the IHGI Plan participants and beneficiaries from the Chapter 15 Notice Parties.

4. Notwithstanding any provision in the Bankruptcy Code or the Bankruptcy Rules to the contrary, including but not limited to Bankruptcy Rules 6004(h) and 9014, (a) this Order shall be effective and enforceable immediately upon entry, (b) the Monitor or the Debtor is not subject to any stay, including the automatic stay imposed by section 362 of the Bankruptcy Code, in the implementation, enforcement, or realization of the relief granted in this Order, and (c) this Order shall constitute a final order within the meaning of 28 U.S.C. § 158(a).

5. This Court shall retain jurisdiction with respect to the enforcement, implementation or interpretation of this Order.

Dated: August 26, 2024
New York, New York

/S/ John P. Mastando III
HONORABLE JOHN P. MASTANDO III
UNITED STATES BANKRUPTCY JUDGE