



UrtheCast Corp. and Subsidiary/Affiliate Update

("Company" or "UrtheCast")

FAQs for Our Valued Suppliers/Vendors

Overview

- To maintain business continuity, UrtheCast has made a filing under the *Companies' Creditors Arrangement Act* (Canada) ("**CCAA**"). This does not mean that UrtheCast is going out of business. Rather, filing under CCAA is being done to sustain the day-to-day operations of the Company.
- A filing under the CCAA will provide the Company with the stability and breathing space that is needed to review critical financial and business issues and take steps to recapitalize the Companies and/or find a strategic buyer for the Company.

We anticipate that the Company's operations including product development and delivery of products to customers will continue.

- UrtheCast Corp. is a parent to several subsidiaries, in a number of jurisdictions including Geosys which operates primarily in Maple Grove, Minnesota and Toulouse, France. The Company intends to continue to provide support to subsidiary entities while operating in CCAA.
- Ernst & Young Inc. ("**EYI**") has been appointed by the Court as "**Monitor**" in the CCAA proceedings of the Company. EYI is an international professional services firm and a leading restructuring firm in Canada and will be acting independently from UrtheCast.
- While operating in CCAA, UrtheCast will be working with EYI to:
 - assess various financial and business options available to ensure the viability of the Company going forward;
 - develop and implement a procedure to solicit an investment in the Company, or alternatively, a sale of part or all of the Company ("**Sales** and Investment Solicitation Process" or "**SISP**");
 - engage in discussions with prospective purchasers or investors; and
 - reorganize, re-negotiate, or eliminate any existing contracts of an onerous nature or any non-performing assets.
- UrtheCast will have access to a special form of financing by way of a Debtor in Possession ("**DIP**") financing facility while the Company restructures its business. The DIP facility will be used for ongoing operations. A DIP facility is a special form of financing, typically provided to companies who have made a filing under the CCAA.
- UrtheCast's valued suppliers are welcome to view copies of current and future public notices and Court Orders as they become available on the EYI's website at www.ey.com/ca/urthecast.

General FAQs:

Q: What is CCAA?

A: The *Companies' Creditors Arrangement Act* ("**CCAA**") is federal legislation which allows Canadian Courts to grant a company protection from its creditors for a period of time.

The process involves the Court appointment of a Monitor. The Monitor serves as an Officer of the Court and reports to the Court on a regular basis and as directed by the Court.

While the future of a company that has filed for CCAA is uncertain, it does not mean that UrtheCast is bankrupt or that it will cease to exist as a going concern in the future.

It is intended that the commencement of proceedings under the CCAA will provide UrtheCast with protection from certain actions that creditors might take to collect funds so that it can develop a plan to restructure its business and finances.

Q: Who is EYI?

A: Ernst & Young Inc. (EYI) has been appointed as Monitor in these CCAA proceedings. EYI is licensed by the Office of the Superintendent of Bankruptcy as Licensed Insolvency Trustees. EYI has a demonstrated track record in corporate restructuring in addition to being an internationally-recognized professional services firm.

Q: What will happen to UrtheCast?

A: UrtheCast is an ambitious developer of world-first technologies, and organizations like this require access to investor financing to be successful. The financial difficulties UrtheCast has experienced are largely attributable to the extent of funds required to execute on the commercialization of technologies under development.

The Company's financial difficulties have been further exacerbated by COVID-19, which has negatively impacted sales, the collection of receivables from customers, and the timely completion of milestones in connection with engineering and services contracts.

The inability to obtain further financing to sustain operations from UrtheCast's current lenders is the rationale for UrtheCast's application for an initial CCAA order.

Creditors of UrtheCast that are owed amounts relating to obligations incurred before September 4, 2020, are generally stayed from taking any action to collect debts while UrtheCast seeks to restructure its obligations and resume normal operations.

The UrtheCast brand will still be used while we operate as 'UrtheCast.'



Q: Is UrtheCast in bankruptcy?

A: No, UrtheCast is in a restructuring phase. This is a legal process that provides the Company with creditor protection until a plan is developed in the consideration of the affected creditors and restructuring possibilities.

Q: What does “restructuring” mean?

A: Restructuring can take many forms including, but not limited to:

- Recapitalizing the Company;
- Selling all or parts of the Company;
- Assigning the liabilities or parts thereof to a third party; and
- Such other undertaking to create value for the stakeholders.

Q: How long will UrtheCast be in CCAA?

A: CCAA timing is different for every company and is based on individual circumstances. Timelines are not known at this stage.

Q: Will operations at UrtheCast be interrupted?

A: It is UrtheCast’s intent to continue operations uninterrupted during the CCAA proceedings. UrtheCast or EYI will inform you if circumstances change.

Supplier FAQs:

Q: How does this affect my business?

A: Any amounts owed to you for services or goods that you supplied to UrtheCast before September 4, 2020 are subject to a court-ordered stay of proceedings (i.e. frozen pending further determination.)

All collection proceedings, claims and court actions of creditors are stayed and no actions may be commenced against UrtheCast during this process without leave of the Court.

Pursuant to the terms of the Initial Order, creditors are prevented from terminating, amending or accelerating contracts or otherwise interrupting the supply of goods or services to UrtheCast. UrtheCast intends to seek a DIP Facility that would be available during the restructuring process to assist in fulfilling its obligations.

Q: Will I be paid for services or goods supplied on or after September 4, 2020?

A: Goods and services that you supply to UrtheCast on or after September 4, 2020 are not subject to the stay provisions of the Initial Order, and UrtheCast will continue to make payments in accordance with normal credit terms.

Q: If the date of my invoice is on or after September 4, 2020 will I get paid?

A: The cut-off for purposes of the determination of post-September 4, 2020 purchases is the date of receipt of the goods and services provided to UrtheCast, not the date of the invoice or receipt of the invoice.

Q: How much of the money owed to me from before September 4, 2020 will I receive?

A: It is too early to say what the payout may be on your claim. The actual quantum available to a specific creditor will be determined following the completion of a claims process (which has not been initiated) and the ultimate outcome of these CCAA proceedings.



Q: I am a creditor of UrtheCast -- how do I file a proof of Claim?

A: At the current time there is no need to file claims with UrtheCast. A claims process as determined by the Court will be commenced as part of the CCAA proceedings in the future and you will receive a copy of a proof of claim to be filed with UrtheCast or the Monitor. We are not able to tell you at this time the date on which these documents will be sent out.

Q: How do I know that if I supply goods or services to UrtheCast during the restructuring that I will be paid?

A: UrtheCast intends to seek approval from the Court for the provision of a DIP financing facility that would be available to UrtheCast during the restructuring process to fund its on-going operations and to explore all possible opportunities. The Company also has a duty to pay post-filing obligations as they come due in the normal course.

Q: Who can I contact for updates on these proceedings?

A: For questions or additional information, you can contact:

UrtheCast	<ul style="list-style-type: none">Trini Chan at tchan@urthecast.com or Naveena Pareek at npareek@urthecast.com
Inquiries of the Monitor (EYI)	<ul style="list-style-type: none">Philippe Mendelson, Vice President, 604-891-8491 philippe.mendelson@ca.ey.com

Further information, including copies of current and future public notices and Court Orders, are available on the Monitor's website at www.ey.com/ca/urthecast.