

No. S-194951
VANCOUVER REGISTRY

IN THE SUPREME COURT OF BRITISH COLUMBIA

IN THE MATTER OF SECTION 99 OF THE BRITISH COLUMBIA SOCIETIES ACT, S.B.C.
2015, C.18, AS AMENDED

AND

IN THE MATTER OF A PROPOSED ARRANGEMENT INVOLVING
PANORAMA RESORT INTERVAL OWNERS' ASSOCIATION

PANORAMA RESORT INTERVAL OWNERS' ASSOCIATION, PANORAMA RESORT
TIMESHARE INC. and RICHARD WILLIAMS

PETITIONERS

NOTICE OF APPLICATION FOR FINAL ORDER

TO: The Members of the Panorama Interval Owners' Association (the "**Members**")
AND TO: Those "**Interested Persons**" as defined in the Interim Order made herein on
April 30, 2019.

NOTICE IS HEREBY GIVEN that a Petition to the Court has been filed by Panorama Interval Owners' Association, Panorama Resort Timeshare Inc. and Richard Williams (the "**Petitioners**") in the Supreme Court of British Columbia for approval, pursuant to section 100 of the Societies Act, S.B.C. 2015 c. 18 of an arrangement contemplated in a Plan of Arrangement dated May 24, 2019 (the "**Arrangement**").

NOTICE IS FURTHER GIVEN that by Order of a judge of the Supreme Court of British Columbia, dated April 30, 2019, the Court has given directions by means of an interim order (the "**Interim Order**") on the calling of a meeting (the "**Meeting**") for the purpose of, among other things, considering and voting upon the special resolution to approve the Arrangement.

NOTICE IS FURTHER GIVEN that if the Arrangement is approved at the Meeting, the Petitioners intend to apply to the Supreme Court of British Columbia for a final order (the "**Final Order**") approving the Arrangement, which application will be heard at the courthouse at 800 Smithe Street, in the City of Vancouver, in the Province of British Columbia on **October 10, 2019 at 9:45 a.m.** (Vancouver time) or so soon thereafter as counsel may be heard or at such other date and time as the Court may direct.

IF YOU WISH TO BE HEARD AT THE HEARING OF THE APPLICATION FOR THE FINAL ORDER OR WISH TO BE NOTIFIED OF ANY FURTHER PROCEEDINGS, YOU MUST GIVE NOTICE OF YOUR INTENTION by filing a form entitled "Response to Petition"

together with any evidence or materials which you intend to present to the Court at the Vancouver Registry of the Supreme Court of British Columbia and YOU MUST ALSO DELIVER a copy of the Response to Petition and any other evidence or materials to the Petitioners' address for delivery, which is set out below, on or before 4:00 p.m. (Vancouver time) on **October 4, 2019**.

YOU OR YOUR SOLICITOR may file the Response to Petition. You may obtain a form of Response to Petition at the Registry. The address of the Registry is 800 Smithe Street, Vancouver, British Columbia, V6Z 2E1.

IF YOU DO NOT FILE A RESPONSE TO PETITION AND ATTEND EITHER IN PERSON OR BY COUNSEL at the time of the hearing of the application for the Final Order, the Court may approve the Arrangement, as presented, or may approve it subject to such terms and conditions as the Court deems fit, all without further notice to you. If the Arrangement is approved, it will affect the rights of the Members and the Interested Persons.

A copy of the Petition to the Court, the Interim Order and the other documents that were filed in support of the Interim Order and will be filed in support of the Final Order will be furnished to any Member or Interested Person upon request in writing addressed to the solicitors of the Petitioners at the address for delivery set out below.

The Petitioners' address for delivery is:

Miller Thompson LLP
400 – 725 Granville Street
Vancouver, BC V7Y 1G5

Attention: Gordon Plottel

DATED this 24th day of May, 2019.



Solicitor for the Petitioners
Gordon Plottel