

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

THE HONOURABLE	)	THURSDAY, THE 30 TH
	)	
JUSTICE CAVANAGH	)	DAY OF JULY, 2026

**IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, R.S.C. 1985, C. C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF BALBOA INC., DSPLN INC., HAPPY
GILMORE INC., INTERLUDE INC., MULTIVILLE INC., THE
PINK FLAMINGO INC., HOMETOWN HOUSING INC., THE
MULLIGAN INC., HORSES IN THE BACK INC., NEAT NESTS
INC. AND JOINT CAPTAIN REAL ESTATE INC. (collectively the
“Applicants”, and each an “Applicant”)**

INTERIM DISTRIBUTION ORDER

THIS MOTION, made by AlixPartners Restructuring Inc.,¹ in its capacity as the Court-appointed monitor of the Applicants (in such capacity, the “**Monitor**”), for an Order, *inter alia*, authorizing and directing the Receiver to make certain payments and distributions in accordance with the Fifteenth Report of the Monitor dated July 21, 2026 (the “**Fifteenth Report**”) and establish, hold and maintain certain reserves as recommended and described in the Fifteenth Report, was heard this day by judicial videoconference via Zoom in Toronto, Ontario.

ON READING the Notice of Motion of the Monitor, the Fifteenth Report, including the appendices thereto, and such other materials that were filed, and on hearing the submissions of counsel to the Monitor, and those other counsel that were present, no one else appearing although

¹ Effective June 1, 2026, AlixPartners Restructuring, Inc. was substituted in place of KSV Restructuring Inc. as Court Officer in these proceedings pursuant to an order dated June 3, 2026 issued by the Ontario Superior Court of Justice.

duly served as appears from the Lawyer's Certificate of Services of Joseph Bellissimo dated July 21 and 22, 2026, filed;

SERVICE AND DEFINITIONS

1. **THIS COURT ORDERS** that the time for service and filing of the Notice of Motion and the Motion Record is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.

2. **THIS COURT ORDERS** that capitalized terms used in this Order and not otherwise defined herein shall have the meanings ascribed to them in the Fifteenth Report or, if not defined therein, shall have the meanings ascribed to them in the Second Amended and Restated Initial Order of this Court dated March 28, 2024 (as amended and restated from time to time, the "SARIO"), as applicable.

INTERIM DISTRIBUTIONS

3. **THIS COURT ORDERS** that the Proposed Distributions described in the Fifteenth Report be and are hereby approved and the Monitor is hereby authorized and directed, for and on behalf of the Applicants, without personal or corporate liability whatsoever to any Person, and without further Order of this Court, to make one or more distributions from the Mortgaged Property Proceeds to the Mortgagees in accordance with the Proposed Distributions, which distributions shall be applied by each Mortgagee first to the principal amount owing to such Mortgagee under their mortgage or charge and thereafter to interest, fees, penalties, charges, costs or similar amounts to the extent recoverable under, and in accordance with, the terms of such Mortgagee's mortgage or charge.

4. **THIS COURT ORDERS** that the Monitor and its counsel are hereby authorized and directed to take all necessary steps and actions to effect each of the payments and distributions in accordance with the provisions of this Order from time to time and shall not incur any liability as a result of making any such payments or distributions.

5. **THIS COURT ORDERS** that, notwithstanding anything else contained in this Order, each of the payments and distributions provided for in this Order shall be made free and clear of all security interests (whether contractual, statutory, or otherwise), hypothecs, mortgages, trusts or

deemed trusts (whether contractual, statutory, or otherwise), liens, executions, levies, charges, or other financial or monetary claims, whether or not they have attached or been perfected, registered or filed and whether secured, unsecured or otherwise, including, without limiting the generality of the foregoing: (i) any encumbrances or charges created by the SARIO; and (ii) all charges, security interests, liens, trusts, or claims evidenced by registrations pursuant to the *Personal Property Security Act* (Ontario) or any other personal property or real property registry system.

6. **THIS COURT ORDERS** that the Monitor or any other person facilitating payments and distributions pursuant to this Order shall be entitled to deduct and withhold from any such payment or distribution such amounts as may be required to be deducted or withheld under any applicable law and to remit such amounts to the appropriate governmental authority or other person entitled thereto as may be required by such law. To the extent that amounts are so withheld or deducted and remitted to the appropriate governmental authority or other person entitled thereto, such withheld or deducted amounts shall be treated for all purposes as having been paid pursuant to this Order.

7. **THIS COURT ORDERS** that, notwithstanding:

- (a) the pendency of these CCAA proceedings;
- (b) any applications for a bankruptcy order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act* (Canada) in respect of any of the Applicants and any bankruptcy or receivership order issued pursuant to any such application; and
- (c) any assignment in bankruptcy made in respect of any of the Applicants;

any payments or distributions made pursuant to this Order are final and irreversible and shall be binding on any trustee in bankruptcy or receiver that may be appointed in respect of any of the Applicants and shall not be void or voidable by creditors of such entity, nor shall it constitute nor be deemed to be a fraudulent preference, assignment, fraudulent conveyance, transfer at undervalue, or other reviewable transaction under the *Bankruptcy and Insolvency Act* (Canada) or any other applicable federal or provincial legislation, nor shall they constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation.

8. **THIS COURT ORDERS AND DECLARES** that: (a) the Monitor shall not incur any liability under the Income Tax Act, R.S.C. 1985, c. 1 (5th Supp.); the Taxation Act, 2007, S.O. 2007, c. 11, Sch. A; the Excise Tax Act, R.S.C. 1985, c. E-15; the Employment Insurance Act, S.C. 1996, c. 23; the Retail Sales Tax Act, R.S.O. 1990, c. R.31; the Corporations Tax Act, R.S.O. 1990, c. C.40; or any other similar federal, provincial, or territorial tax legislation (collectively, the “Statutes”) for facilitating the payments or distributions made pursuant to this Order, and the Monitor shall not have any liability for any of the Applicants’ tax liabilities under the Statutes in respect of this payment, regardless of how or when such liabilities may have arisen; and (b) the Monitor are hereby forever released, remised and discharged from any claims against them under or pursuant to the Statutes or otherwise at law arising as a result of any payments or distributions made pursuant to this Order.

GENERAL

9. **THIS COURT ORDERS** that this Order shall have full force and effect in all provinces and territories in Canada.

10. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal and regulatory or administrative bodies, having jurisdiction in Canada or in any other foreign jurisdiction, to give effect to this Order and to assist the Monitor and its respective agents in carrying out the terms of this Order. All courts, tribunals and regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its respective agents in carrying out the terms of this Order.

11. **THIS COURT ORDERS** that this Order and all of its provisions are effective as of 12:01 a.m. (Eastern Time) on the date of this Order without the need for entry or filing.

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Court File No. CV-24-00713245-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

PROCEEDING COMMENCED AT
TORONTO

INTERIM DISTRIBUTION ORDER

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