

SUPREME COURT OF NOVA SCOTIA

IN THE MATTER OF the *Companies Creditors Arrangement Act* R.S.C., 1985, c. C- 36, as amended (the “**CCAA**”)

AND IN THE MATTER OF an application by Blue Lobster Capital Limited, 3284906 Nova Scotia Limited, 3343533 Nova Scotia Limited and 4318682 Nova Scotia Limited (collectively, the “**Applicants**”) for relief under s. 11 of the CCAA and other relief.

NOTICE OF MOTION

To: The Service List as set out in Schedule “A” hereto

Motion

KSV Restructuring Inc., in its capacity as Court-appointed Monitor (the “**Monitor**”) in this proceeding is applying to a judge for three orders pursuant to the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”):

- (a) an Order (the “**Settlement Order**”), which, among other things:
 - (i) directs the Monitor to close the asset purchase agreement, on consent of the Applicants, the Monitor and Royal Bank of Canada (“**RBC**”), between 3284906 Nova Scotia Limited (“**Spirit Co**”), and 4318682 Nova Scotia Limited (“**Annapolis Cider**” and together with Spirit Co, the “**SCAC Vendors**”), as represented by the Monitor, and Shannon Theresa Lynch, on behalf of a nominee corporation to be incorporated (the “**Lynch Purchaser**”) for the business and assets of Spirit Co and Annapolis Cider pursuant to an Asset Purchase Agreement dated May 31, 2025 between the SCAC Vendors, as represented by the Monitor, and the Lynch Purchaser (the “**Lynch APA**”);
 - (ii) directs the Monitor to close the asset purchase agreement, on consent of the Applicants, the Monitor and RBC, between 3343533 Nova Scotia Limited (“**Lost Bell**”), as represented by the Monitor, and Coast to Coast Marketing Ltd, and James Roue Beverage Company Ltd. (together, “**Coast**”, and together with the Lynch Purchaser, the “**Purchasers**”) for the business and assets of Lost Bell pursuant to an Asset Purchase Agreement dated May 9, 2025, between Lost Bell, as represented by the Monitor, and Coast (the “**Coast APA**”);

- (iii) varies the procedures for the sale and marketing of the real property held by Blue Lobster Capital Limited ("**BLCL**");
- (iv) terminates the Interim Financing Facility provided to the Applicants by Royal Bank of Canada (the "**Bank**") pursuant to the letter agreement provided by the Bank to the Applicants dated January 14, 2025 and approved by this Court under the Charging Order issued on January 21, 2025; and
- (v) approves the Fifth Report and the Monitor's activities described in the Fifth Report.

Time and place

The motion is to be heard by a judge on **September 9, 2025 at 9:30 a.m.** at The Law Courts, 1815 Upper Water Street, Halifax, Nova Scotia (902-424-4900). The motion will be heard inwriting.

References

The moving party relies on the following legislation, Rules, or points of law:

- (a) the provisions of the CCAA generally, including s. 11 and 36 thereof;
- (b) the Nova Scotia Civil Procedure Rules, and in particular Rules 2.03 and 23; and
- (c) such further and other references as counsel may advise and this Honourable Court may permit.

Evidence

The evidence in support of the motion is as follows:

- (a) the Fifth Report of the Monitor, to be filed; and
- (b) such further and other evidence as counsel may advise and this Honourable Court may permit.

Possible order against you

You may file an affidavit and a brief and state your position on whether the proposed order should be made. If you do not, the judge may grant an order without further notice to you.

Signed this 2nd day of September, 2025



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Appointed Monitor