

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 Approval and Vesting Order (the “**Lynch AVO**”), which, among other things:
 - (i) approves a proposed transaction (the “**Lynch Transaction**”) 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) vests the Purchased Assets (as defined in the Lynch APA) in the Lynch Purchaser, or as it may direct, free and clear of encumbrances, upon execution and delivery of a certificate by the Monitor confirming completion of the Lynch Transaction;
- (b) an Approval and Vesting Order (the “**Coast AVO**”), which, among other things:
 - (i) approves a proposed transaction (the “**Coast Transaction**” and together with the Lynch Transaction, the “**Transactions**”) 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**”); and

- (ii) vests the Purchased Assets (as defined in the Coast APA) in Coast free and clear of encumbrances, upon execution and delivery of a certificate by the Monitor confirming completion of the Coast Transaction; and
- (c) an Ancillary Order (“**Ancillary Order**”), which, among other things:
 - (i) seals the confidential appendices to the Fourth Report of the Monitor (the “**Fourth Report**”);
 - (ii) subject to the Monitor confirming the security of the Royal Bank of Canada (“**RBC**”), authorizes the Monitor to make distributions to RBC up to the amount of its indebtedness on a per-entity basis from the proceeds of the Transactions;
 - (iii) directs Blue Lobster Capital Limited to ensure vacant possession of the BLCL Real Properties (as defined in the Fourth Report) and directing and authorizing the Monitor to immediately list the BLCL Real Properties for sale;
 - (iv) orders Mr. Rice to vacate the real property located at 2138 Brunswick Street, Halifax (the “**Brunswick Property**”) within 30 days of the date of the Ancillary Order to allow the BLCL Real Properties to be listed for sale on a vacant basis;
 - (v) expands the Monitor’s powers and authorizes and directs the Monitor to execute the Lynch APA, the Coast APA and all closing documents related thereto as vendor on behalf of the SCAC Vendors and Lost Bell, respectively, to disclaim contracts not assumed by the Purchasers, to take all steps necessary to close the Transactions, and to exercise other powers reflected in the Ancillary Order;
 - (vi) extends the stay period to October 31, 2025; and
 - (vii) approves the Fourth Report and the Monitor’s activities described in the Fourth Report.

Time and place

The motion is to be heard by a judge on **June 26, 2025 at 9:30 a.m.** at The Law Courts, 1815 Upper Water Street, Halifax, Nova Scotia (902-424-4900). The moving party has set the motion for a hearing from 9:30 a.m. – 11:00 a.m. The moving party says that the motion will not require more time.

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 Fourth 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, attend the hearing of the motion, and state your position on whether the proposed order should be made. If you do not attend, the judge may grant an order without further notice to you.

Signed this 17th day of June, 2025


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Schedule "A"

Service List

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