

**IN THE SUPREME COURT OF BRITISH COLUMBIA**

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

AND

IN THE MATTER OF OAK AND FORT CORP., 1282339 B.C. LTD.,  
OAK AND FORT US GROUP, INC., OAK AND FORT ENTERPRISE (U.S.), INC., NYM  
MERGER HOLDINGS LLC and OAK AND FORT CALIFORNIA, LLC

PETITIONERS

**NOTICE OF APPLICATION**

Name of Applicant: KSV Restructuring Inc. (“**KSV**”), in its capacity as the Court-appointed Monitor of the Petitioners (in such capacity, the “**Monitor**”)

To: The Service List, a copy of which is attached hereto as Schedule "A"

**TAKE NOTICE THAT** an application will be made by the Monitor to the Honourable Madam Justice Fitzpatrick, at the courthouse at 800 Smithe Street, Vancouver, British Columbia (by MS Teams) on Thursday, January 8, 2026 at 11:30 a.m. for the order set out in Part 1 below.

The time estimate for this application is 5 minutes.

This matter is not within the jurisdiction of an associate judge. The Honourable Madam Justice Fitzpatrick is seized of these proceedings and the date and time of this application has been set with Scheduling.

**PART I: ORDER SOUGHT**

1. An order (the “**Activity and Fee Approval Order**”) in substantially the form attached as Schedule "B", among other things, for the following relief:

- (a) approving the conduct and activities of the Proposal Trustee and the Monitor, as applicable, as described in the First Report of the Proposal Trustee and Pre-Filing Report of the Proposed Monitor dated June 6, 2025 (the “**Pre-Filing Report**”), the First Report of the Monitor dated June 13, 2025 (the “**First Report**”), the Second Report of the Monitor dated June 30, 2025 (the “**Second Report**”), the Supplement to the Second Report of the Monitor dated July 3, 2025 (the “**Supplemental Second**”

**Report**”), the Third Report of the Monitor dated September 29, 2025 (the “**Third Report**”), the Fourth Report of the Monitor dated November 17, 2025 (the “**Fourth Report**”), the Fifth Report of the Monitor dated November 26, 2025 (the “**Fifth Report**”), the Supplement to the Fifth Report of the Monitor dated December 17, 2025 (the “**Supplemental Fifth Report**”), and the Sixth Report of the Monitor dated December 23, 2025 (the “**Sixth Report**”); and

- (b) approving the fees and disbursements of the Proposal Trustee, the Monitor, and the Monitor’s counsel, Bennett Jones LLP (“**Bennett Jones**”), including a fee accrual for estimated fees anticipated to be incurred by the Monitor and Bennett Jones until the Effective Date as summarized in the Sixth Report, and in the Fee Affidavits (as defined therein).

- 2. The Monitor may also seek such further relief as counsel may advise and this Honourable Court may deem just.

## **PART II: FACTUAL BASIS**

### **A. Overview**

- 1. Capitalized terms used herein have the same meanings as in the Pre-Filing Report, the First Report, the Second Report, the Supplemental Second Report, the Third Report, the Fourth Report, the Fifth Report, the Supplemental Fifth Report and the Sixth Report (collectively, the “**Reports**”), unless otherwise defined.

- 2. All references to monetary amounts in this application are in Canadian dollars unless otherwise stated.

- 3. Background on the Petitioners and the circumstances that precipitated these CCAA Proceedings are set out in the previous Court materials filed in the within proceedings, including the Reports, and are therefore not repeated herein.

### **B. Monitor’s and Proposal Trustee’s Activities**

- 4. On June 2 and 3, 2025, as applicable, the Petitioners filed Notices of Intention to Make a Proposal in accordance with Part III of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as

amended (the “**BIA**”), and KSV consented to act as proposal trustee (such proceedings, collectively, the “**Proposal Proceedings**”).

5. Between June 2 and 3, 2025, as applicable, and June 6, 2025, KSV, in its capacity as trustee in the Proposal Proceedings (in such capacity, the “**Proposal Trustee**”), engaged in various activities for the benefit of the Petitioners and their stakeholders including, but not limited to:

- (a) advising management to the Petitioners on the process to file a Notice of Intention to Make a Proposal (“**NOI**”);
- (b) preparing materials in connection with the filing of the NOI including an engagement letter with statutory disclosures, a representation letter, a creditor listing, and the NOIs;
- (c) filing the NOI documentation and corresponding with representatives of the Office of the Superintendent of Bankruptcy in connection with the filing;
- (d) advising management to the Petitioners on funding issues including the possibility of debtor in possession funding; and
- (e) drafting the First Report of the Proposal Trustee and Pre-Filing Report of the Monitor.

6. On June 6, 2025, this Court granted an order (the “**Initial Order**”), pursuant to which, among other things, the Proposal Proceedings were taken up and continued under the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”) (such proceedings, the “**CCAA Proceedings**”). The Petitioners were granted standard initial CCAA relief, and KSV was appointed monitor of the Petitioners.

7. Since the granting of the Initial Order, the Monitor and counsel for the Monitor have engaged in various activities for the benefit of the Petitioners and their stakeholders in the CCAA Proceedings, all in accordance with the Initial Order, the Claims Process Order, the Meeting Order and the other Orders issued by the Court from time to time in these proceedings including (as particularized in the Reports), but not limited to:

- (a) assisting the Petitioners in obtaining additional relief pursuant to an Amended and Restated Initial Order issued by this Court on June 16, 2025, and a Second Amended and Restated Initial Order issued by this Court on July 4, 2025;
- (b) assisting the Petitioners in successfully commencing proceedings in the United States Bankruptcy Court for the Southern District of New York for recognition of the CCAA Proceedings as a foreign main proceeding under Chapter 15 of title 11 of the *United States Bankruptcy Code* (the “**Chapter 15 Proceedings**”);
- (c) posting application materials, reports, orders, notices and the service list in both the CCAA Proceedings and the Chapter 15 Proceedings on the Monitor’s case website;
- (d) overseeing the approval of an interim financing facility between Oak and Fort Corp., as the borrower, and Klaus Lam, Bo Ra Kam, Min-Seon Scott Park, Bear and Otter Holdings Ltd., and Min Kang as lenders, pursuant to the Debtor In Possession Financing Term Sheet dated June 25, 2025 (the “**DIP Term Sheet**”);
- (e) overseeing the drafting of a Claims Process Order this Court granted on July 4, 2025 and which, among other things, approved a claims process for soliciting and determining claims against the Petitioners and their directors and officers (the “**Claims Process**”) and authorized the Monitor and Petitioners to carry out the Claims Process on the terms set out therein;
- (f) administering the Claims Process, including:
  - (i) compiling a list of known Claimants from the Petitioners’ books and records;
  - (ii) assisting the Petitioners to send a Claims Package to all known claimants on or around July 11, 2025;
  - (iii) working with the Petitioners to send an Employee Claims Package to all Terminated Employees;

- (iv) working with the Petitioners to send a Claims Package to all parties that may have a Restructuring Claim, as needed;
- (v) arranged for notices to be published on July 11 and 14, 2025, in *The Globe and Mail* (National Edition);
- (vi) logging Proof of Claim Forms upon receipt;
- (vii) assisting the Petitioners in settlement discussions with Claimants;
- (viii) issuing Notices of Revision and Disallowance as appropriate to facilitate the consensual resolution of certain claims that had been disputed by the Petitioners;
- (g) assisting the Petitioners and their counsel in preparing and finalizing a consolidated plan of compromise and arrangement (the “**Plan**”) and coordinating the procedures for a meeting of creditors to consider and vote on the Plan (the “**Meeting**”), which meeting will be called, held, and conducted virtually by the Monitor;
- (h) comparing the estimated recoveries to the Petitioners’ arm’s-length unsecured creditors holding Accepted Claims under the Plan to their estimated recoveries if the Petitioner’s assets are liquidated;
- (i) assisting the Petitioners and their counsel in negotiating the terms of a fee letter dated November 24, 2025 between HUK 165 Limited (“**Hilco**”) and Oak and Fort Corp. for the payment of a facility fee in the amount of \$210,000.00 in connection with the exit financing to be provided by Hilco;
- (j) corresponding with the Petitioners’ stakeholders and creditors and providing financial and operational updates in connection with the CCAA Proceedings and the Chapter 15 Proceedings;
- (k) compiling and issuing the Meeting Materials to all Affected Creditors, including publishing the Newspaper Notice in accordance with the Meeting Order;

- (l) receiving and tracking Proxy forms submitted by Affected Creditors;
- (m) hosting the Meeting on December 19, 2025, in which the Required Majority voted in favour of implementing the Plan;
- (n) monitoring the Petitioners' receipts and disbursements on a daily basis and working with the Petitioner's management to prepare periodic cash flow forecasts;
- (o) assisting the Petitioners with the performance of their reporting obligations under the DIP Term Sheet;
- (p) corresponding with creditors and other stakeholders regarding various matters on an as-needed basis; and
- (q) preparing the Reports and recommendations as contained therein on the various relief which the Petitioners have sought from the Court in these CCAA Proceedings.

8. The Monitor has prepared six reports and two supplemental reports outlining the details of the work required of the Monitor during the CCAA Proceedings.

9. The Monitor and Proposal Trustee is seeking approval of its activities as described in the Reports provided, however, that only KSV in its personal capacity and only with respect to its own personal liability shall be entitled to rely upon or utilize in any way such approval.

10. Barring the unforeseen, it is anticipated that this will be the last application in these CCAA Proceedings. The relief requested by the Monitor in this application is being sought in parallel with the Petitioners' application for relief seeking, among other things, approval to terminate the CCAA Proceedings and discharge the Monitor following implementation of the Petitioners' Plan.

**C. Fees and Disbursements of the Monitor, the Proposal Trustee and the Monitor's Counsel**

11. As part of the efficient completion of these CCAA Proceedings, the Monitor seeks to approve the fees of the Monitor and those of its counsel in these CCAA Proceedings.

12. Pursuant to paragraphs 36 and 37 of the Second Amended and Restated Initial Order granted July 4, 2025, this Court ordered and directed:

36. The Monitor, counsel to the Monitor and counsel to the Petitioners shall be paid their reasonable fees and disbursements, in each case at their standard rates and charges, by the Petitioners as part of the cost of these proceedings. The Petitioners are hereby authorized and directed to pay the accounts of the Monitor, counsel to the Monitor and counsel to the Petitioners on a periodic basis.

37. The Monitor and its legal counsel shall pass their accounts from time to time, and for this purpose the accounts of the Monitor and its legal counsel are hereby referred to a judge of the British Columbia Supreme Court who may determine the manner in which such accounts are to be passed, including by hearing the matter on a summary basis or referring the matter to a Registrar of this Court.

13. The Monitor's Statement of Fees, Disbursements and Taxes from June 2, 2025, to December 19, 2025, are summarized in the first affidavit of Noah Goldstein, affirmed December 23, 2025 (the "**KSV Affidavit**") and are included as Appendix "C" of the Sixth Report. The Monitor's billings include \$ 795,153.20 in fees, exclusive of disbursements and HST. KSV's billings include a brief period of 4 and 3 days, as applicable, where KSV was acting in its capacity as the Proposal Trustee prior to the Proposal Proceedings being taken up and continued as the CCAA Proceedings.

14. The invoices for fees, disbursements, and taxes of Bennett Jones for the period from June 11, 2025, to December 19, 2025, are summarized in the first affidavit of Jesse Mighton, affirmed December 23, 2025 (the "**Bennett Jones Affidavit**"), and are included as Appendix "D" of the Sixth Report. Bennett Jones' billings included \$639,702.50 in fees, \$9,012.36 in expenses, and \$77,208.17 in taxes, for total billings of \$725,923.03.

15. The Monitor and Bennett Jones estimate they will incur further fees and disbursements of up to an aggregate total of \$450,000 excluding disbursements and taxes from December 20, 2025 through to the date of the Monitor's discharge (the "**Fee Accrual**").

16. The Monitor's anticipated pre-implementation activities include preparing for and attending the Sanction Hearing, reviewing and coordinating materials to be filed in connection with and attending the Recognition Hearing, assisting the Petitioners to prepare for implementation of the Plan. The Monitor's anticipated post-implementation activities will be limited to those

activities contemplated in the Plan and Claims Process Order, including administering distributions to Affected Creditors pursuant to the Plan, and assisting the Company in resolving any disputed Potential Unresolved Employee Claims.

17. The Plan contemplates the establishment of an Administrative Costs Reserve in the amount of \$350,000, to be funded out of the Cash Pool and which will be held by the Monitor, on behalf of the Petitioners, for the purpose of paying the Administrative Costs arising after the Effective Date. The Administrative Costs are those claims and costs arising after the Effective Date owing to the beneficiaries of the Administration Charge and to counsel to the Petitioners in the Chapter 15 Proceedings.

18. The Administrative Costs Reserve will allow those parties entitled to receive payments in respect of Administrative Costs to carry out any post-implementation matters and provides the Monitor with discretion and authority to make those payments from time to time and as needed. If the Administrative Costs are greater than the sum of the Administrative Costs Reserve, then the Monitor is permitted to draw from the balance remaining in the Cash Pool and the Petitioners shall pay to the Monitor the difference no later than five business days following final determination of those Administrative Costs.

19. The Monitor is of the view that the Fee Accrual sufficiently estimates the remaining fees to be incurred through to termination of the CCAA Proceedings and is reasonable in the circumstances.

### **PART III: LEGAL BASIS**

1. The Monitor relies on the following:

- (a) the CCAA;
- (b) *Supreme Court Civil Rules*, B.C. Reg. 168/2009, as amended;
- (c) the inherent jurisdiction of this Honourable Court; and
- (d) such further and other legal basis as counsel may advise and this Honourable Court may allow.



2. The remedial objective of the CCAA is to facilitate a restructuring of a debtor company. Section 11 of the CCAA grants this Court broad and flexible authority to make the orders necessary to achieve these objectives. The Monitor respectfully submits that the relief sought on this Application furthers the objectives of the CCAA and benefits the Petitioners and their stakeholders.

CCAA, section 11.  
*Century Services Inc. v. Canada (Attorney General)*, 2010 SCC 60 at paras. 18-19 and 70.  
*North American Tungsten Corp. (Re)*, 2015 BCSC 1376 at paras. 25 and 27.

**A. Approval of the Monitor's and Proposal Trustee's Activities**

3. The Reports outline the specific activities taken by the Monitor for which the Monitor is now seeking approval by this Honourable Court, including those activities taken in its prior capacity as the Proposal Trustee in the Proposal Proceedings.

4. The Monitor's activities were taken in furtherance of the Monitor's duties and functions under section 23 of the CCAA and the Second Amended and Restated Initial Order granted July 4, 2025, the Claims Process Order, the Meeting Order, and the other Orders issued by the Court from time to time in these proceedings. The Proposal Trustee's activities were taken in furtherance of its duties and functions under Part I of the BIA. KSV, in its capacity as the Monitor and the Proposal Trustee, acted honestly and in good faith in exercising its powers and in performing those duties and functions for the benefit of the Petitioners and their stakeholders.

5. Approval of the Monitor's and the Proposal Trustee's activities is appropriate in the circumstances because such approval will:

- (a) allow the Monitor, the Petitioners, and other stakeholders to move forward confidently with the implementation of the Plan in these CCAA Proceedings, should the Sanction Order requested by the Petitioners be granted;
- (b) enable the Court, tasked with supervising these CCAA Proceedings, to satisfy itself that the Monitor's court-mandated activities have been conducted in a prudent and diligent manner;

- (c) bring the Monitor's and the Proposal Trustee's activities before the Court, providing an opportunity for the concerns of stakeholders and the Court to be addressed, and any issues to be rectified in a timely way;
- (d) provide certainty and finality in these CCAA Proceedings regarding the activities undertaken by the Monitor, and certainty and finality in the Proposal Proceedings regarding the activities undertaken by the Proposal Trustee, while providing an opportunity for the Petitioners and any stakeholders to raise specific objections and concerns;
- (e) provide appropriate protection for the Monitor and the Proposal Trustee, not otherwise provided by the CCAA, BIA or other statutes; and
- (f) protect the Petitioners and their creditors from delay that would be caused by:
  - (i) re-litigation of any steps taken to-date by the Monitor and Proposal Trustee; and
  - (ii) potential indemnity claims by the Monitor and Proposal Trustee.

*Target Canada Co. (Re)*, 2015 ONSC 7574 at paras 12 and 23.

*Bank of Montreal v Haro-Thurlow Street Project Limited Partnership*, 2024 BCSC 1722 at paras 53-55.

**B. Approval of the Fees of the Monitor and Proposal Trustee and the Monitor's Counsel**

6. On an application to approve a monitor's fees in a CCAA proceeding, the analysis is whether the fees are fair and reasonable in the circumstances. This requires ensuring the monitor is compensated fairly and that the integrity of the CCAA process is protected.

*Re Nortel Networks Corporation et al*, 2017 ONSC 673 ("*Nortel*") at para 13  
citing *Winalta Inc., Re* (2011), 84 C.B.R. (5th) 157.

7. In *Nortel*, the Court referenced the following considerations applicable to a receiver's compensation:

- (a) the nature, extent and value of the assets;

- (b) the complications and difficulties encountered;
- (c) the degree of assistance provided by the debtor;
- (d) the time spent;
- (e) the receiver's knowledge, experience and skill;
- (f) the diligence and thoroughness displayed;
- (g) the responsibilities assumed;
- (h) the results of the receiver's efforts; and
- (i) the cost of comparable services when performed in a prudent and economical manner.

*Nortel* at para 14 citing to *Bank of Nova Scotia v. Diemer*,  
2014 ONSC 365 ("*Diemer*") at para 5, aff'd 2014 ONCA 851.  
*Redcorp Ventures Ltd. (Re)*, 2016 BCSC 188 ("*Redcorp*") at para 23.

8. Courts have held that the appropriate focus on application to approve monitor's fees in proceedings under the CCAA is no different than that in a receivership or bankruptcy.

*Winalta Inc. (Re)*, 2011 ABQB 399 at para 30.

9. It is not necessary to go through the dockets, hours, the explanations or disbursements, line by line, in order to determine whether the appropriate fees are reasonable. Nor is the Court obligated to second-guess the amount of time spent by a court officer unless it is clearly excessive or overreaching.

*Diemer* at para 19.

10. Similar factors are considered on the assessment of the fees and disbursements of legal counsel in proceedings under the CCAA. These include:

- (a) the time expended;

- (b) the complexity of the proceedings;
- (c) the degree of responsibility assumed by the lawyers;
- (d) the amount of money involved, including reference to the debt, amount of proceeds after realization, payments to the creditors;
- (e) the degree and skill of the lawyers involved;
- (f) the results achieved;
- (g) the ability of the client to pay; and
- (h) the client's expectations as to the fee.

*Redcorp* at para 33.

11. The Monitor submits that its and Bennett Jones' fees are fair and reasonable in the circumstances because:

- (a) the Monitor's and Bennett Jones' fees were properly incurred;
- (b) the work completed by the Monitor and Bennett Jones was delegated to appropriate professionals in each firm, with the appropriate seniority and hourly rates;
- (c) the Monitor's and Bennett Jones' fees in this matter are consistent with the market for similar firms with the capacity to handle a file of comparable size and complexity;
- (d) Bennett Jones' invoices were provided to the Monitor when rendered, and all have been approved by the Monitor; and
- (e) the services of the Monitor and Bennett Jones were performed in a prudent and economical manner.

12. The Monitor and Bennett Jones engaged in a significant amount of activity during the relevant period to advance these CCAA Proceedings for the benefit of all stakeholders, which

activities include those summarized at paragraph 7 of Part 2 above, and set out more specifically in the Reports for which approval is sought.

13. The Monitor's fees as set out in the KSV Affidavit are consistent with fees charged by similar full service corporate law firms in British Columbia and Ontario that have the capacity and expertise to undertake a file of comparable size and complexity and work undertaken was delegated to the appropriate professionals in the Monitor's organisation based on seniority and hourly rates.

14. The Proposal Trustee's fees are significantly less than the Monitor's fees given KSV only acted as Proposal Trustee for 3 or 4 days, as applicable, before the Proposal Proceedings were taken up and continued as the CCAA Proceedings pursuant to the Initial Order.

15. The Monitor has reviewed all accounts rendered by its counsel in this period and confirms that all services described in the accounts of the Monitor's counsel were rendered to the Monitor, and that the Monitor believes that all charges are fair, reasonable and consistent with the market for such legal services in British Columbia and Ontario.

16. The Monitor submits that the Monitor's fees and Bennett Jones' fees are fair and reasonable in the circumstances and the Court should approve the fees set out in the KSV Affidavit, the Bennett Jones Affidavit, and the Sixth Report.

#### **PART IV: MATERIAL TO BE RELIED ON**


1. The First Report of the Proposal Trustee and Pre-Filing Report of the Proposed Monitor filed June 6, 2025;
2. The First Report of the Monitor filed June 13, 2025;
3. The Second Report of the Monitor filed June 30, 2025;
4. The Supplement to the Second Report of the Monitor filed July 3, 2025;
5. The Third Report of the Monitor filed September 29, 2025;
6. The Fourth Report of the Monitor filed November 17, 2025;

7. The Fifth Report of the Monitor filed November 26, 2025;
8. The Supplement to the Fifth Report of the Monitor filed December 17, 2025;
9. The Sixth Report of the Monitor filed December 23, 2025;
10. Affidavit #1 of Jesse Mighton, made December 23, 2025;
11. Affidavit #1 of Noah Goldstein, made December 23, 2025; and
12. Such further and other materials as counsel may advise and this Honourable Court may allow.

TO THE PERSONS RECEIVING THIS NOTICE OF APPLICATION: If you wish to respond to this notice of application, you must, within 5 business days after service of this notice of application or, if this application is brought under Rule 9-7, within 8 business days after service of this notice of application,

- (a) file an application response in Form 33,
- (b) file the original of every affidavit, and of every other document, that
  - (i) you intend to refer to at the hearing of this application, and
  - (ii) has not already been filed in the proceeding, and
- (c) serve on the applicant 2 copies of the following, and on every other party of record one copy of the following:
  - (i) a copy of the filed application response;
  - (ii) a copy of each of the filed affidavits and other documents that you intend to refer to at the hearing of this application and that has not already been served on that person;
  - (i) (iii) if this application is brought under Rule 9-7, any notice that you are required to give under Rule 9-7(9).

Dated: December 23, 2025

  
\_\_\_\_\_  
Signature of Andrew Froh  
Lawyers for the Monitor

THIS NOTICE OF APPLICATION is filed by Bennett Jones LLP, whose office address and address for service is 2500 Park Place, 666 Burrard Street, Vancouver, BC, V6C 2X8; Telephone: 604-891-7500; Facsimile: 604-891-5100 (Reference: 074735.00060)

***To be completed by the court only:***

Order made

- ☐ in the terms requested in paragraphs \_\_\_\_\_ of Part 1 of this notice of application
- ☐ with the following variations and additional terms:

Dated: \_\_\_\_\_

\_\_\_\_\_  
Signature of ☐ Judge ☐ Associate Judge

**APPENDIX**

**THIS APPLICATION INVOLVES THE FOLLOWING:**

- ☐ discovery: comply with demand for documents
- ☐ discovery: production of additional documents
- ☐ other matters concerning document discovery
- ☐ extend oral discovery
- ☐ other matter concerning oral discovery
- ☐ amend pleadings
- ☐ add/change parties
- ☐ summary judgment
- ☐ summary trial
- ☐ service
- ☐ mediation
- ☐ adjournments
- ☐ proceedings at trial
- ☐ case plan orders: amend
- ☐ case plan orders: other
- ☐ experts
- ☒ none of the above



**SCHEDULE "A"**  
**SERVICE LIST**

(attached)

No. S-254287  
Vancouver Registry

**IN THE SUPREME COURT OF BRITISH COLUMBIA**

**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,  
RSC 1985, c C-36, as amended**

**and**

**IN THE MATTER OF OAK AND FORT CORP., 1282339 B.C. LTD.,  
OAK AND FORT US GROUP, INC., OAK AND FORT ENTERPRISE (U.S.), INC.,  
NYM MERGER HOLDINGS LLC and OAK AND FORT CALIFORNIA, LLC**

**PETITIONERS**

**SERVICE LIST**

(As at December 23, 2025)

Monitor's Website: <https://www.ksvadvisory.com/experience/case/oakandfort>

<p><b>Fasken Martineau DuMoulin LLP</b> 2900 – 550 Burrard Street Vancouver, BC V6C 0A3</p> <p>Attention: Kibben Jackson Lisa Hiebert Tiffany Bennett</p> <p>Email: <a href="mailto:kjackson@fasken.com">kjackson@fasken.com</a> <a href="mailto:lhiebert@fasken.com">lhiebert@fasken.com</a> <a href="mailto:tbennett@fasken.com">tbennett@fasken.com</a> <a href="mailto:svolkow@fasken.com">svolkow@fasken.com</a> <a href="mailto:jbeaulieu@fasken.com">jbeaulieu@fasken.com</a></p> <p><i>Counsel for the Petitioners</i></p>	<p><b>KSV Restructuring Inc.</b> 220 Bay Street, Suite 1300 Toronto, ON M5J 2W4</p> <p>Attention: Noah Goldstein Murtaza Tallat Dean Perlman</p> <p>Email: <a href="mailto:ngoldstein@ksvadvisory.com">ngoldstein@ksvadvisory.com</a> <a href="mailto:mtallat@ksvadvisory.com">mtallat@ksvadvisory.com</a> <a href="mailto:dperlman@ksvadvisory.com">dperlman@ksvadvisory.com</a></p> <p><i>The Monitor</i></p>
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<p><b>Bennett Jones LLP</b> 2500 Park Place, 666 Burrard Street Vancouver, BC V6C 2X8</p> <p>Attention: Sean Zweig Jesse Mighton Andrew Froh</p> <p>Email: <a href="mailto:zweigs@bennettjones.com">zweigs@bennettjones.com</a> <a href="mailto:mightonj@bennettjones.com">mightonj@bennettjones.com</a> <a href="mailto:froha@bennettjones.com">froha@bennettjones.com</a> <a href="mailto:morenoe@bennettjones.com">morenoe@bennettjones.com</a></p> <p><i>Counsel for the Monitor</i></p>	<p><b>McCarthy Tétrault LLP</b> Suite 2400, 745 Thurlow Street Vancouver, BC V6E 0C5</p> <p>Attention: Lance Williams Jenna Clark Ashley Bowron</p> <p>Email: <a href="mailto:lwilliams@mccarthy.ca">lwilliams@mccarthy.ca</a> <a href="mailto:jkrclark@mccarthy.ca">jkrclark@mccarthy.ca</a> <a href="mailto:abowron@mccarthy.ca">abowron@mccarthy.ca</a> <a href="mailto:sdanielisz@mccarthy.ca">sdanielisz@mccarthy.ca</a></p> <p><i>Counsel for the DIP Lenders</i></p>
<p><b>Cole Schotz</b> 1325 Avenue of the Americas New York, NY 10019</p> <p>Attention: Mark Tsukerman Warren Usatine</p> <p>Email: <a href="mailto:MTsukerman@coleschotz.com">MTsukerman@coleschotz.com</a> <a href="mailto:WUsatine@coleschotz.com">WUsatine@coleschotz.com</a></p> <p><i>US Counsel for the Monitor as the foreign representative in the Chapter 15 Proceedings</i></p>	<p><b>McMillan</b> Brookfield Place, 181 Bay Street, Suite 4400 Toronto, ON M5J 2T3</p> <p>Attention: Cindy Chung Steve Lutz Kourtney Rylands Cassandra Buchan</p> <p>Email: <a href="mailto:cindy.chung@mcmillan.ca">cindy.chung@mcmillan.ca</a> <a href="mailto:steve.lutz@mcmillan.ca">steve.lutz@mcmillan.ca</a> <a href="mailto:Kourtney.Rylands@mcmillan.ca">Kourtney.Rylands@mcmillan.ca</a> <a href="mailto:cassandra.buchan@mcmillan.ca">cassandra.buchan@mcmillan.ca</a></p> <p><i>Counsel for Hilco Capital (Canada) ULC</i></p>

Secured Creditors	
<p><b>Business Development Bank of Canada</b>  1133 Melville Street, Suite 1500  Vancouver, BC V6E 4E5</p> <p>Attention: Sundeep Sihota</p> <p>Email: <a href="mailto:sundeep.sihota@bdc.ca">sundeep.sihota@bdc.ca</a></p>	<p><b>Kornfeld LLP</b>  1100 One Bentall Centre  505 Burrard Street, Box 11  Vancouver, BC V7X 1M5</p> <p>Attention: Douglas Hyndman</p> <p>Email: <a href="mailto:dhyndman@kornfeldllp.com">dhyndman@kornfeldllp.com</a></p> <p><i>Counsel for Business Development Bank of Canada</i></p>
<p><b>Royal Bank of Canada</b>  36 York Mills Road, 4th Floor  Toronto, ON M2P 0A4</p>	<p><b>MCM Law LLP</b>  The Hive  401 - 121 5th Avenue  Kamloops, BC V2C 0M1</p> <p>Attention: Jennifer Cockbill</p> <p>Email: <a href="mailto:jennifer@mcmlaw.ca">jennifer@mcmlaw.ca</a>  <a href="mailto:lisa@mcmlaw.ca">lisa@mcmlaw.ca</a>  <a href="mailto:Dinushi@mcmlaw.ca">Dinushi@mcmlaw.ca</a></p> <p><i>Counsel for Royal Bank of Canada</i></p>
<p><b>Shopify Inc.</b>  151 O'Connor Street, Ground Floor  Ottawa, ON K2P 2L8</p> <p>Attention: Laura Staszkiel</p> <p>Email: <a href="mailto:laura.staszkiel@shopify.com">laura.staszkiel@shopify.com</a>  <a href="mailto:bankruptcies-insolvencies@shopify.com">bankruptcies-insolvencies@shopify.com</a></p>	<p><b>Blake, Cassels &amp; Graydon LLP</b>  199 Bay Street  Suite 4000, Commerce Court West  Toronto, ON M5L 1A9</p> <p>Attention: Chris Burr</p> <p>Email: <a href="mailto:chris.burr@blakes.com">chris.burr@blakes.com</a></p> <p><i>Counsel for Shopify Inc.</i></p>
<p><b>De Lage Landen Financial Services Canada Inc.</b>  5046 Mainway, Unit 1  Burlington, ON L7L 5Z1</p>	<p><b>Ford Credit Canada Leasing</b>  PO Box 2400  Edmonton, AB T5J 5C7</p>

Landlords	
<p><b>Torys LLP</b> 79 Wellington St. W. 30th Floor (deliveries) / 33rd Floor (reception) Box 270, TD South Tower Toronto, ON M5K 1N2</p> <p>Attention: David Bish</p> <p>Email: <a href="mailto:dbish@torys.com">dbish@torys.com</a></p> <p><i>Counsel for Cadillac Fairview</i></p>	<p><b>Camelino Galessiere LLP</b> 65 Queen Street West Suite 440 Toronto, ON M5H 2M5</p> <p>Attention: Linda Galessiere</p> <p>Email: <a href="mailto:lgalesiere@cglegal.ca">lgalesiere@cglegal.ca</a></p> <p><i>Counsel for Ivanhoé Cambridge (JLL) and Morguard</i></p>
<p><b>Whitelaw Twining</b> 2400 - 200 Granville Street Vancouver, BC V6C 1S4</p> <p>Attention: John Fiddick</p> <p>Email: <a href="mailto:jfiddick@wt.ca">jfiddick@wt.ca</a></p> <p><i>Counsel for Low Tide Properties Ltd.</i></p>	<p><b>Miller Thomson LLP</b> Scotia Plaza 40 King Street West, Suite 6600 Toronto, ON M5H 3S1</p> <p>Attention: Gregory Azeff Gina Rhodes Jaclyn Tarola</p> <p>Email: <a href="mailto:gazeff@millerthomson.com">gazeff@millerthomson.com</a> <a href="mailto:grhodes@millerthomson.com">grhodes@millerthomson.com</a> <a href="mailto:jtarola@millerthomson.com">jtarola@millerthomson.com</a></p> <p><i>Counsel for Unibail Rodamco Westfield Group, Westfield LLC, Westfield Management LLC, Century City Mall, LLC, and V F Mall, LLC</i></p>

<p><b>Cassels Brock &amp; Blackwell LLP</b>  Suite 2200, RBC Place  885 West Georgia Street  Vancouver, BC V6C 3E8</p> <p>Attention: Vicki Tickle</p> <p>Email: <a href="mailto:vtickle@cassels.com">vtickle@cassels.com</a></p> <p><i>Counsel for 7 East 6th Avenue Holdings Ltd.</i></p>	
<p style="text-align: center;"><b>Unsecured Creditors</b></p>	
<p><b>Gowling WLG (Canada) LLP</b>  One Main Street West  Hamilton, ON L8P 4Z5</p> <p>Attention: Chris Heinemann</p> <p>Email: <a href="mailto:christoph.heinemann@gowlingwlg.com">christoph.heinemann@gowlingwlg.com</a></p> <p><i>Counsel for China Export and Credit Insurance Corporation and Suzhou Hengrun Import &amp; Export Corp., Ltd.</i></p>	<p><b>Langlois Lawyers LLP</b>  2820, boul. Laurier, 13e étage  Québec QC G1V 0C1</p> <p>Attention: Amélie Breton</p> <p>Email: <a href="mailto:amelie.breton@langlois.ca">amelie.breton@langlois.ca</a></p> <p><i>Counsel for GardaWorld</i></p>
<p><b>High Fashion Garments International Company Ltd</b>  11/F, High Fashion Centre  1-11 Kwai Hei Street, Kwai Chung  New Territories, Hong Kong</p> <p>Attention: Diane Ma</p> <p>Email: <a href="mailto:DianeMa@highfashion.com.hk">DianeMa@highfashion.com.hk</a></p>	<p><b>Amex Bank of Canada</b>  PO Box 3204 STN F  Toronto, ON M1W 3W7</p> <p>Attention: Waseem Nanji</p> <p>Email: <a href="mailto:Waseem.Nanji@aexp.com">Waseem.Nanji@aexp.com</a></p>

Government Entities	
<p><b>Canada Revenue Agency Surrey National Verification and Collection Centre</b> 9755 King George Boulevard Surrey, BC V3T 5E1</p> <p>Tel: 1-866-891-7403 Fax: 1-833-697-2389</p>	<p><b>Department of Justice Canada British Columbia Regional Office</b> 900 - 840 Howe Street Vancouver, BC V6Z 2S9</p> <p>Attention: Aminollah Sabzevari Jessica Ko</p> <p>Email: <a href="mailto:aminollah.sabzevari@justice.gc.ca">aminollah.sabzevari@justice.gc.ca</a> <a href="mailto:jessica.ko@justice.gc.ca">jessica.ko@justice.gc.ca</a> <a href="mailto:mariam.assadi@justice.gc.ca">mariam.assadi@justice.gc.ca</a></p>
<p><b>Ministry of Attorney General</b> PO Box 9280 Stn Prov Govnt Victoria, BC V8W 9J7</p> <p>Email: <a href="mailto:AGLSBRevTaxInsolvency@gov.bc.ca">AGLSBRevTaxInsolvency@gov.bc.ca</a></p>	

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- B-1 -

**SCHEDULE "B"**  
**DRAFT ORDER – ACTIVITY AND FEE APPROVAL ORDER**  
(attached)

**IN THE SUPREME COURT OF BRITISH COLUMBIA**

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,  
RSC 1985, c C-36, as amended

AND

IN THE MATTER OF OAK AND FORT CORP., 1282339 B.C. LTD.,  
OAK AND FORT US GROUP, INC., OAK AND FORT ENTERPRISE (U.S.), INC., NYM  
MERGER HOLDINGS LLC AND OAK AND FORT CALIFORNIA, LLC

PETITIONERS

**ORDER MADE AFTER APPLICATION**

BEFORE THE HONOURABLE MADAM     )  
JUSTICE FITZPATRICK                     )     January 8, 2026  
   )

**ON THE APPLICATION** of KSV Restructuring Inc., in its capacity as the Court-appointed Monitor of the Petitioners (in such capacity, the “**Monitor**”), and in its prior capacity as the trustee of the Petitioners in the proposal proceedings commenced by the Petitioners under Division I of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended (the “**BIA**”), bearing Estate Nos. 11-3231322, 11-3231319, 11-3231324, 11-3231323, 11-3231408, 11-3231410 (in such capacity, the “**Proposal Trustee**”) coming on for hearing at Vancouver, British Columbia, on this 8<sup>th</sup> day of January, 2026; **AND ON HEARING** Jesse Mighton and Andrew Froh, counsel for the Monitor, and those other counsel listed on **Schedule “A”** hereto; **AND UPON HAVING READ** the application material filed, including the Sixth Report of the Monitor dated December 23, 2025 (the “**Sixth Report**”), the affidavit of Noah Goldstein sworn December 23, 2025 (the “**KSV Affidavit**”), and the affidavit of Jesse Mighton sworn December 23, 2025 (the “**Bennett Jones Affidavit**”); **AND PURSUANT TO** the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”), the BIA, the *Supreme Court Civil Rules* and the inherent jurisdiction of this Honourable Court;

**THIS COURT ORDERS AND DECLARES THAT:**

1. The time for service of the Notice of Application for this order and the materials filed in support is hereby abridged such that this application is properly returnable today, and further

service upon any interested party other than those parties on the service list maintained in these proceedings is hereby dispensed with.

## **ACTIVITIES AND FEE APPROVAL**

2. The activities and conduct of the Proposal Trustee and the Monitor, as applicable, referred to in the First Report of the Proposal Trustee and Pre-Filing Report of the Proposed Monitor dated June 6, 2025, the First Report of the Monitor dated June 13, 2025, the Second Report of the Monitor dated June 30, 2025, the Supplement to the Second Report of the Monitor dated July 3, 2025, the Third Report of the Monitor dated September 29, 2025, the Fourth Report of the Monitor dated November 17, 2025, the Fifth Report of the Monitor dated November 26, 2025, the Supplement to the Fifth Report of the Monitor dated December 17, 2025, and the Sixth Report are hereby approved, provided, however, that only the Proposal Trustee and the Monitor, in its personal capacity and solely with respect to its own personal liability, shall be entitled to rely upon or make any use of such approval.

3. The professional fees and disbursements of the Proposal Trustee and the Monitor as set out in the KSV Affidavit for the period of June 2, 2025 to December 19, 2025, in the amount of \$795,153.20 (excluding disbursements and applicable taxes), are hereby approved.

4. The professional fees and disbursements of Bennett Jones LLP, legal counsel to the Monitor, as set out in the Bennett Jones Affidavit for the period of May 18, 2025 to December 19, 2025, in the amount of \$639,702.50 (excluding disbursements and applicable taxes), are hereby approved.

5. The Fee Accrual (as defined in the Sixth Report), in the estimated amount of \$450,000 (excluding disbursements and applicable taxes) is also hereby approved.

6. The Monitor and Bennett Jones LLP shall no longer be required to pass their accounts pursuant to the CCAA and the Second Amended and Restated Initial Order dated July 4, 2025.

## **GENERAL PROVISIONS**

7. THIS COURT REQUESTS the aid and recognition of other Canadian and foreign Courts, tribunals, and regulatory or administrative bodies, including any court or administrative tribunal of any federal or State Court or administrative body in the United States of America, to act in aid of and to be complementary to this Court in carrying out the terms of this Order where required. All courts, tribunals, and regulatory and administrative bodies are hereby respectfully

requested to make such orders and to provide such assistance to the Petitioners and 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 Petitioners and the Monitor and their respective agents in carrying out the terms of this Order.

8. Endorsement of this Order by counsel appearing on this application, other than counsel for the Petitioners, is hereby dispensed with.

THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT:

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Signature of Andrew Froh  
Lawyer for the Monitor

BY THE COURT

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REGISTRAR

**Schedule “A”**  
**Appearance List**

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