

2024

SUPREME COURT
OF NOVA SCOTIA

SEP 10 2026

HALIFAX, N.S.

Hfx No. 538745

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.

SETTLEMENT APPROVAL, DIRECTION
AND ANCILLARY ORDER

Before the Honourable Associate Chief Justice Darlene Jamieson, in chambers:

UPON MOTION of AlixPartners Restructuring, Inc. in its capacity as Court-appointed monitor of the Applicants (the "**Monitor**") for an Order pursuant to the CCAA:

- (a) approving the settlement agreement dated July 8, 2026 (the "**Fee Allocation Settlement**") entered into between the Monitor, Blue Lobster Capital Limited ("**BLCL**") and Kevin Alexander Rice (together with BLCL, the "**BLCL Parties**");
- (b) providing advice and direction regarding a debt repayment made by BLCL to Royal Bank of Canada prior to the commencement of these proceedings (the "**RBC Debt Repayment**") and whether the RBC Debt Repayment should be allocated to 3284906 Nova Scotia Limited ("**Spirit Co**") or BLCL; and
- (c) approving the Tenth Report of the Monitor dated August 10, 2026 (the "**Tenth Report**") and the Monitor's activities described therein.

UPON READING the Notice of Motion, the Tenth Report and other materials filed in this proceeding, and on hearing the submissions of counsel for the Monitor, counsel for the Applicants, and such other counsel who were present and wished to be heard;

AND UPON READING the Affidavit of Service of Natasha Rambaran sworn August 10, 2026 confirming that the parties on the service list maintained in this proceeding and certain additional parties were served with notice of this Motion;

NOW UPON MOTION:

IT IS HEREBY ORDERED THAT:

1. The time for service of the Notice of Motion is hereby abridged and validated so that this Motion is properly returnable today and further service thereof is hereby dispensed with.

APPROVAL OF FEE ALLOCATION SETTLEMENT

2. The Fee Allocation Settlement between the Monitor and the BLCL Parties, on the terms set out therein and as described in the Tenth Report, be and is hereby approved.
3. No later than 90 days following the date of this Order:
 - (a) the BLCL Parties shall satisfy in full in cash all known unsecured claims and liabilities against BLCL that accrued on or before the date of this Order (collectively, the “**BLCL Claims**”); and
 - (b) Kevin Alexander Rice, on behalf of himself and the BLCL Parties, shall provide the Monitor with a signed declaration (the “**Declaration**”) confirming that the BLCL Parties have satisfied the BLCL Claims in full, which the Monitor shall serve on the service list maintained in this proceeding and file with the Court.
4. For greater certainty, the BLCL Claims shall include any claims or liabilities that (a) accrued on or before the date of this Order but were unascertained and therefore not paid pursuant to paragraph 3 of this Order, or (b) accrue after the date of this Order, and the BLCL Parties shall remain liable for, and shall pay in full, all such claims and liabilities; *provided, however*, that this paragraph does not apply to the professional fees and costs of the Monitor, the Monitor’s legal counsel and the Applicants’ legal counsel incurred in connection with these CCAA proceedings, which shall be governed exclusively by, and dealt with in accordance with, the terms of the Fee Allocation Settlement. To the extent the BLCL Parties fail to pay any BLCL Claims in full, the BLCL Parties shall remain liable for all such obligations.
5. The Monitor is hereby authorized and directed to take all necessary steps and actions, and to execute such additional documentation as may be necessary or desirable, to give effect to the Fee Allocation Settlement.
6. The Monitor shall incur no liability as a result of entering into or implementing the Fee Allocation Settlement.
7. The Declaration shall constitute sufficient evidence that the BLCL Claims have been satisfied and paid in full. The Monitor shall be entitled to rely on the Declaration without any obligation to make further inquiry or verify that the BLCL Claims have been satisfied and paid in full, other than to serve and file the Declaration in accordance with paragraph 3 of this Order.

ADVICE AND DIRECTIONS

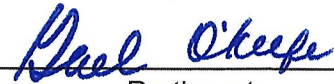
8. The Monitor shall review such information and documentation provided to it by BLCL and RBC to verify the amount of the RBC Debt Repayment, and shall confirm in writing to BLCL and RBC the verified amount of the RBC Debt Repayment no later than September 25, 2026.
9. The RBC Debt Repayment was made for the benefit of BLCL and, for all purposes in these CCAA proceedings, shall be allocated to the indebtedness of BLCL.
10. The Monitor is hereby authorized and directed to allocate the RBC Debt Repayment in

accordance with paragraph 8 of this Order for distribution purposes in these CCAA proceedings.

APPROVAL OF MONITOR'S ACTIVITIES

11. The Tenth Report and the activities of the Monitor referred to therein be and are hereby approved; provided, however, that only the Monitor, 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.

DATED at Halifax, Nova Scotia, this 10th day of September, 2026.



Prothonotary-
GAEL O'KEEFE
Deputy Prothonotary

Certified to be a true and correct copy
of original document herein

Date

September 10, 2026



GAEL O'KEEFE
Deputy Prothonotary