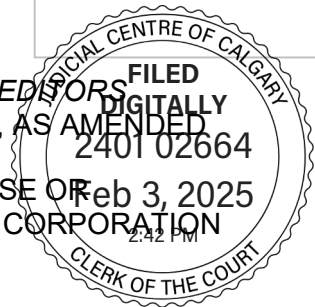


COURT FILE NUMBER 2401-02664
COURT COURT OF KING'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY

Clerk's Stamp

APPLICANTS IN THE MATTER OF *THE COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED
AND IN THE MATTER OF THE COMPROMISE OR ARRANGEMENT OF LYNX AIR HOLDINGS CORPORATION
and 1263343 ALBERTA INC. dba LYNX AIR



DOCUMENT **APPLICATION**
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT
McCarthy Tétrault LLP
4000, 421 - 7 Avenue SW
Calgary, AB T2P 4K9
Attention: Sean Collins, KC
Phone: 403-260-3531
Fax: 403-260-3501
Email: scollins@mccarthy.ca

NOTICE TO RESPONDENT(S)

This application is made against you. You are a respondent.

You have the right to state your side of this matter before the Justice.

To do so, you must be in Court when the application is heard, as shown below:

Date: February 13, 2025
Time: 10:00 a.m.
Where: Edmonton Law Courts via Webex. Videoconference details are enclosed as Schedule "A" to this Application
Before Whom: Honourable Justice L.K. Harris

Go to the end of this document to see what else you can do and when you must do it.

Remedy claimed or sought: FTI Consulting Canada Inc., in its capacity as the court-appointed monitor (the "**Monitor**") of Lynx Air Holdings Corporation ("**Lynx Holdings**") and 1263343 Alberta Inc. dba Lynx Air ("**Lynx Air**", Lynx Air and Lynx Holdings are collectively referred to as, the "**Applicants**") pursuant to the Initial Order granted under the Companies' Creditors Arrangement Act (Canada) (the "**CCAA**") on February 22, 2024, as subsequently amended and restated on March 1, 2024 (collectively, the "**ARIO**"), in the within proceedings (the "**CCAA Proceedings**"),

Clerk's Stamp

COURT FILE NUMBER 2401-02664
COURT COURT OF KING'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY
APPLICANTS IN THE MATTER OF *THE COMPANIES' CREDITORS
ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED
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applies for the following order (the “**Stay Extension Order**”), substantially in the form attached as Schedule “**B**” hereto:

1. Declaring that the time for service of this application (the “**Application**”) and the Eighth Report of the Monitor, dated February 3, 2025 (the “**Eighth Monitor’s Report**”), is abridged, if necessary, the Application is properly returnable on February 13, 2025, that service of the Application and Eighth Monitor’s Report, on the service list (the “**Service List**”) created and maintained in respect of the CCAA Proceedings, is validated, good, and sufficient, and that no persons, other than those on the Service List, are entitled to service of the materials filed in connection with the within Application.
2. Extending the Stay Period (as such term is defined in paragraph 15 of the ARIO), retroactively from January 31, 2025 up to and including September 30, 2025, or such other date as this Honourable Court may order.
3. Such further and other relief as may be sought by the Monitor.

Capitalized Terms

4. Capitalized terms used in this Application and not otherwise defined, have the same meaning as ascribed to such terms in the ARIO.

Grounds for Making this Application: The grounds for the Application are as follows:

Background

5. On February 22, 2024, the Applicants were granted protection under the CCAA pursuant to an initial order granted by the Honourable Justice Gill of this Court (the “**Initial Order**”).
6. The Initial Order, among other things:
 - (a) granted a broad stay of proceedings in favour of the Applicants, their property, and business up to and including March 4, 2024; and,
 - (b) appointed the Monitor as the Applicants’ Monitor.
7. The Initial Order was amended and restated pursuant to the ARIO, granting the Stay Period up to and including April 15, 2024.

8. The Stay Period was subsequently extended by further orders of this Court and was most recently extended until January 31, 2025.

Extension of Stay Period

9. The Stay expired on January 31, 2025.

10. The within proceedings have been in the nature of determining trust claims of the GTAA, Airport Authorities, in addition to responding to an application brought by the Canadian Union of Public Employees, which application has heard on December 4, 2024. The determination of the CUPE application will not impact the remaining distribution of funds, as described in the Monitor's Eighth Report. The Monitor had previously anticipated that the distribution would have been complete by January 31, 2025 but a final distribution is not possible at this time given the outstanding matters described in the Monitor's Eighth Report. No creditor or affected stakeholder has indicated to the Monitor that it wishes to have its claim determined other than in accordance with the procedures that have been established for distribution of funds in these proceedings.

11. The Monitor thus seeks an extension of the Stay Period, retroactive to January 31, 2025 up to and including September 30, 2025, in order to, among other things, provide the Applicants and the Monitor with additional time to determine the final outstanding claims, make a final distribution, and seek its discharge.

12. The Applicants have sufficient liquidity to fund their obligations and the costs of the CCAA Proceedings, to the end of the proposed extension of the Stay Period.

13. The Applicants have acted, and are continuing to act, in good faith and with due diligence.

14. It is just, convenient, necessary, and in the best interest of the Applicants and their stakeholders, that the Applicants be afforded an extension of the Stay Period, in order to enable the Applicants to evaluate their position and proposed path forward, with respect to these CCAA Proceedings.

Material or evidence to be relied upon:

15. The Applicants intend to rely upon the following materials:

- (a) Eighth Report of the Monitor; and,

- (b) such further and other material or evidence as counsel to the Applicants may advise and this Honourable Court may permit.

Applicable Acts and Regulations:

16. The Applicants will rely upon and refer to the following:

- (a) the CCAA, including, without limitation, sections 11.02(2) – (3) and the inherent and equitable jurisdiction of this Honourable Court;
- (b) the *Judicature Act*, RSA 2000, c J-2;
- (c) *Alberta Rules of Court*, Alta. Reg. 124/2010; and,
- (d) such further and other Acts and regulations as counsel to the Applicants may advise.

WARNING

If you do not come to Court either in person or by your lawyer, the Court may give the applicant(s) what they want in your absence. You will be bound by any order that the Court makes. If you want to take part in this application, you or your lawyer must attend in Court on the date and at the time shown at the beginning of the form. If you intend to rely on an affidavit or other evidence when the application is heard or considered, you must reply by giving reasonable notice of the material to the applicant.

SCHEDULE "A" **WEBEX DETAILS**

Virtual Courtroom 86 has been assigned for the above noted matter:

Virtual Courtroom Link:

<https://albertacourts.webex.com/meet/virtual.courtroom86>

Instructions for Connecting to the Meeting

1. Click on the link above or open up Chrome or Firefox and cut and paste it into your browser address bar.
2. If you do not have the Cisco Webex application already installed on your device, the site will have a button to install it. Follow installation instructions. Enter your full name and email address when prompted
3. Click on the **Open Cisco Webex Meeting**.
4. You will see a preview screen. Click on **Join Meeting**.

Key considerations for those attending:

1. Please connect to the courtroom **15 minutes prior** to the start of the hearing.
2. Please ensure that your microphone is muted and remains muted for the duration of the proceeding, unless you are speaking. Ensure that you state your name each time you speak.
3. If bandwidth becomes an issue, some participants may be asked to turn off their video and participate by audio only.
4. **Note: Recording or rebroadcasting of the video is prohibited.**
5. **Note: It is highly recommended you use headphones with a microphone or a headset when using Webex. This prevents feedback.**

For more information relating to Webex protocols and procedures, please visit:

<https://www.albertacourts.ca/qb/court-operations-schedules/webex-remote-hearings-protocol>

You can also join the meeting via the "Cisco Webex Meetings" App on your smartphone/tablet or other smart device. You can download this via the App marketplace and join via the link provided above.

SCHEDULE "B"
FORM OF STAY EXTENSION ORDER

[See attached]

Clerk's Stamp

COURT FILE NUMBER 2401-02664
COURT COURT OF KING'S BENCH OF ALBERTA
JUDICIAL CENTRE CALGARY

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

AND IN THE MATTER OF THE COMPROMISE OR
ARRANGEMENT OF LYNX AIR HOLDINGS
CORPORATION and 1263343 ALBERTA INC. dba LYNX
AIR

DOCUMENT **ORDER (STAY EXTENSION)**

ADDRESS FOR SERVICE AND CONTACT
INFORMATION OF PARTY
FILING THIS DOCUMENT
McCarthy Tétrault LLP
4000, 421 – 7th Avenue SW
Calgary, AB T2P 4K9
Attention: Sean Collins, KC
Tel: 403-260-3531
Fax: 403-260-3501
Email: scollins@mccarthy.ca

DATE ON WHICH ORDER WAS PRONOUNCED: February 13, 2025

LOCATION OF HEARING: Edmonton, Alberta

NAME OF JUDGE WHO MADE THIS ORDER: Justice L.K. Harris

UPON the application (the "**Application**") of FTI Consulting Canada Inc., in its capacity as the court-appointed monitor (the "**Monitor**") of Lynx Air Holdings Corporation and 1263343 Alberta Inc. dba Lynx Air (collectively, the "**Applicants**") pursuant to the initial order granted under the *Companies' Creditors Arrangement Act* (Canada) (the "**CCA**") on February 22, 2024 (the "**Filing Date**"), as subsequently amended and restated on March 1, 2024 (collectively, the "**ARIO**"), in the within proceedings (the "**CCA Proceedings**"); **AND UPON** reading the Eighth Report of the Monitor dated February 3, 2025, filed; **AND UPON** reading the Affidavit of Service of Katie Hynne, sworn on February •, 2025 (the "**Service Affidavit**"), filed; **AND UPON** hearing counsel for the Monitor and for any other parties who may be present.

IT IS HEREBY ORDERED AND DECLARED THAT:

SERVICE

1. The time for service of the Application and the Eighth Monitor's Report is abridged, the Application is properly returnable today, service of the Application and the Eighth Monitor's Report on the service list (the "**Service List**") attached as an exhibit to the Service Affidavit, in the manner described in the Service Affidavit, is good and sufficient, and no other persons other than those listed on the Service List are entitled to service of the Application or the Eighth Monitor's Report.

EXTENSION OF STAY PERIOD

2. The Stay Period, as defined in paragraph 15 of the ARIO is hereby extended, retroactively from January 31, 2025 up to and including September 30, 2025.

MISCELLANEOUS MATTERS

3. Service of this Order shall be deemed good and sufficient by:
 - (a) Serving same on:
 - (i) the persons listed on the Service List created in these proceedings;
 - (ii) any other person served with notice of the Application for this Order;
 - (iii) any other parties attending or represented at the Application for this Order;and,
 - (b) posting a copy of this Order on the Monitor's website at <http://cfcanada.fticonsulting.com/lynxair/>and service on any other person is hereby dispensed with.

Justice of the Court of King's Bench of Alberta