

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

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

**AND IN THE MATTER OF RED LOBSTER MANAGEMENT LLC,
RED LOBSTER HOSPITALITY LLC and RED LOBSTER CANADA, INC.**

APPLICATION OF RED LOBSTER MANAGEMENT LLC UNDER
SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, C. C-36, AS AMENDED

**MOTION RECORD
(Termination of CCAA Recognition Proceeding)
Returnable November 5, 2024**

October 25, 2024

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TO: SERVICE LIST

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

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

**AND IN THE MATTER OF RED LOBSTER MANAGEMENT LLC,
RED LOBSTER HOSPITALITY LLC and RED LOBSTER CANADA, INC.**

APPLICATION OF RED LOBSTER MANAGEMENT LLC UNDER
SECTION 46 OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,
R.S.C. 1985, C. C-36, AS AMENDED

SERVICE LIST
(as at September 12, 2024)

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¹ Section headings are for managing the Service List only.

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² Based on litigation search results, and other available information

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

**AND IN THE MATTER OF RED LOBSTER MANAGEMENT LLC,
RED LOBSTER HOSPITALITY LLC and RED LOBSTER CANADA, INC.**

**APPLICATION OF RED LOBSTER MANAGEMENT LLC UNDER
SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, C. C-36, AS AMENDED**

MOTION RECORD

I N D E X

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TAB 1

Court File No.: CV-24-00720567-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

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

**AND IN THE MATTER OF RED LOBSTER MANAGEMENT LLC,
RED LOBSTER HOSPITALITY LLC and RED LOBSTER CANADA, INC.**

APPLICATION UNDER SECTION 46 OF THE *COMPANIES' CREDITORS
ARRANGEMENT ACT*, R.S.C. 1985, C. C-36, AS AMENDED

**NOTICE OF MOTION
(Termination of CCAA Recognition Proceeding)**

Red Lobster Management LLC (“**RL Management**”), in its capacity as the foreign representative of itself, Red Lobster Hospitality LLC (“**RL Hospitality**”) and Red Lobster Canada, Inc. (“**RL Canada**” and, together with RL Management and RL Hospitality, the “**Canadian Debtors**”), will make a motion to a judge of the Ontario Superior Court of Justice (Commercial List) on November 5, 2024, at 11:00 a.m., or as soon after that time as the motion can be heard.

PROPOSED METHOD OF HEARING: The motion is to be heard:

- In writing under subrule 37.12.1(1) because it is (*insert one of* on consent, unopposed *or* made without notice);
- In writing as an opposed motion under subrule 37.12.1(4);
- In person;
- By telephone conference;
- By video conference.

at the following location:

Zoom coordinates to be provided by the Commercial List Office.

Please advise if you plan to attend the motion by emailing Caitlin McIntyre at caitlin.mcintyre@blakes.com.

THIS MOTION IS FOR:

1. An Order substantially in the form appended to the Motion Record of the Foreign Representative (the “**CCAA Termination Order**”):
 - (a) approving the fees and activities of FTI Consulting Canada Inc. (“**FTI**”) in its capacity as Information Officer of the Debtor (the “**Information Officer**”) as set out in the Pre-Filing Report dated May 27, 2024 (the “**Pre-Filing Report**”), First Report dated June 17, 2024 (the “**First Report**”), Second Report dated September 9, 2024 (the “**Second Report**”) and Third Report, to be filed (the “**Third Report**”); and
 - (b) terminating the within proceeding (the “**CCAA Proceeding**”) under Part IV of the *Companies’ Creditors Arrangement Act* (“**CCAA**”) and granting related relief including discharging the Information Officer and granting a release in respect of the Information Officer and its counsel;
2. Such further and other relief as counsel may request and this Honourable Court may permit.

THE GROUNDS FOR THE MOTION ARE:**Background***RL Group and the Canadian Debtors*

3. RL Management and its subsidiaries (collectively, the “**Debtors**”), including the Canadian Debtors, are part of a leading seafood restaurant operator in the United States and Canada (“**RL Group**”). The RL Group operates 27 restaurants in Canada through RL Canada, one of the Canadian Debtors.

Chapter 11 Cases and Recognition Proceedings

4. On May 19, 2024 (the “**Petition Date**”), the Debtors filed voluntary petitions for relief with the United States Bankruptcy Court for the Middle District of Florida, Orlando Division (“**US Court**”), thereby commencing cases (the “**Chapter 11 Cases**”) pursuant to chapter 11 or title 11 of the United States Code (the “**Bankruptcy Code**”).

5. On May 21, 2024, the US Court made various orders, including an order authorizing RL Management to act as foreign representative in respect of the Debtors and the Chapter 11 Cases (in such capacity, the “**Foreign Representative**”).

6. Also on May 21, 2024, this Court granted an interim stay of proceedings (the “**Interim Stay Order**”) in respect of the Canadian Debtors, as well as their respective directors and officers, in Canada.

7. On May 28, 2024, this Court made the Initial Recognition Order and Supplemental Recognition Order that, among other things, (i) declared RL Management to be a “foreign representative” as defined in the CCAA, (ii) recognized the Chapter 11 Cases as foreign main proceedings in respect of the Canadian Debtors, (iii) granted a stay of proceedings in respect of the Canadian Debtors, and (iv) granted certain court-ordered charges, including a DIP charge, on the Canadian Debtors’ collateral in favour of the DIP Lenders.

The Plan

8. On July 19, 2024, the Debtors filed a Joint Chapter 11 Plan of Red Lobster Management LLC and Its Debtor Affiliates (as amended, the “**Plan**”) with the US Court. On September 6, 2024, the US Court granted an order confirming the Plan (the “**Confirmation Order**”). The Confirmation Order was recognized by this Court on September 10, 2024.

9. The Effective Date of the Plan occurred on September 16, 2024.

10. Given that the Effective Date of the Plan has now occurred, the Foreign Representative does not anticipate requiring any further relief from this Court. Accordingly, the Foreign Representative is seeking to terminate the CCAA Proceedings and requesting certain relief associated with the termination, including approval of the Information Officer's activities and fees and discharge of the Information Officer.

11. The Information Officer is supportive of the requested relief.

ADDITIONAL GROUNDS

12. The provisions of the CCAA, including Part IV thereof, and the inherent and equitable jurisdiction of this Honourable Court;

13. Rules 1.04, 2.03, 3.02, 16 and 37 of the *Rules of Civil Procedure*, R.R.O. 1990, Reg. 194, as amended; and

14. Such further and other grounds as counsel may advise.

THE FOLLOWING DOCUMENTARY EVIDENCE will be used at the hearing of the motion:

- (a) The Affidavit of Nancy Thompson sworn October 25, 2024;
- (b) The Pre-Filing Report, the First Report, the Second Report and the Third Report, to be filed;
- (c) Such further and other evidence as counsel may advise and this Honourable Court permit.

Date: October 25, 2024

BLAKE, CASSELS & GRAYDON LLP
Barristers and Solicitors
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- 5 -

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Lawyers for the Foreign Representative

TO: SERVICE LIST

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

AND IN THE MATTER OF RED LOBSTER MANAGEMENT LLC, RED LOBSTER HOSPITALITY LLC and RED LOBSTER CANADA, INC.

APPLICATION OF RED LOBSTER MANAGEMENT LLC UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

Proceeding Commenced at Toronto

NOTICE OF MOTION

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Lawyers for the Foreign Representative

TAB 2

Court File No. CV-24-00720567-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

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

**AND IN THE MATTER OF RED LOBSTER MANAGEMENT LLC,
RED LOBSTER HOSPITALITY LLC and RED LOBSTER CANADA, INC.**

APPLICATION OF RED LOBSTER MANAGEMENT LLC UNDER
SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, C. C-36, AS AMENDED

AFFIDAVIT OF NANCY THOMPSON

I, NANCY THOMPSON, of the City of Brampton, in the Regional Municipality of Peel, MAKE OATH AND SAY:

1. I am a law clerk in the employ of Blake, Cassels & Graydon LLP ("**Blakes**"), lawyers for Red Lobster Management LLC ("**RL Management**") in its capacity as Foreign Representative for itself, Red Lobster Hospitality LLC and Red Lobster Canada, Inc. (in such capacity, the "**Foreign Representative**"), and as such have knowledge of the matters hereinafter deposed to.
2. Attached hereto as **Exhibit "A"** is a copy of the *Notice of Occurrence of Effective Date of the Debtors' Second Amended Joint Chapter 11 Plan, Dated September 4, 2024* filed on the US docket on September 16, 2024.
3. I understand that no further relief is anticipated to be needed from the Canadian court in the within proceeding, and US counsel to RL Management and its debtor affiliates has confirmed the CCAA recognition proceedings can be terminated.

4. This affidavit is sworn in support of the Motion of the Foreign Representative for, amongst other things, termination of the within proceeding, and for no other purpose.

SWORN BEFORE ME

in person OR by video conference)
by Nancy Thompson of the City of Brampton,)
in the Regional Municipality of Peel, before)
me at the City of Burlington, in the Regional)
Municipality of Halton, on October 25, 2024,)
in accordance with O.Reg.431/20,)
Administering Oath or Declaration Remotely)



A Commissioner for Taking Affidavits, etc.

Caitlin McIntyre, LSO #72306R



NANCY THOMPSON

This is **Exhibit "A"** referred to in the

Affidavit of Nancy Thompson

sworn before me by video conference
this 25th day of October, 2024



A Commissioner, etc.

Caitlin McIntyre, LSO #72306R

**UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
ORLANDO DIVISION**
www.flmb.uscourts.gov

IN RE:	Chapter 11 Cases
RED LOBSTER MANAGEMENT LLC, ¹	Case No. 6:24-bk-02486-GER Lead Case
RED LOBSTER RESTAURANTS LLC, RLSV, INC., RED LOBSTER CANADA, INC., RED LOBSTER HOSPITALITY LLC, RL KANSAS LLC, RED LOBSTER SOURCING LLC, RED LOBSTER SUPPLY LLC, RL COLUMBIA LLC, RL OF FREDERICK, INC., RED LOBSTER OF TEXAS, INC., RL MARYLAND, INC., RED LOBSTER OF BEL AIR, INC., RL SALISBURY, LLC, RED LOBSTER INTERNATIONAL HOLDINGS LLC,	Jointly Administered with No. 6:24-bk-02487-GER Case No. 6:24-bk-02488-GER Case No. 6:24-bk-02489-GER Case No. 6:24-bk-02490-GER Case No. 6:24-bk-02491-GER Case No. 6:24-bk-02492-GER Case No. 6:24-bk-02493-GER Case No. 6:24-bk-02494-GER Case No. 6:24-bk-02495-GER Case No. 6:24-bk-02496-GER Case No. 6:24-bk-02497-GER Case No. 6:24-bk-02498-GER Case No. 6:24-bk-02499-GER Case No. 6:24-bk-02500-GER

Debtors.

**NOTICE OF OCCURRENCE OF THE EFFECTIVE DATE OF THE DEBTORS’
SECOND AMENDED JOINT CHAPTER 11 PLAN, DATED SEPTEMBER 4, 2024**

PLEASE TAKE NOTICE that on September 6, 2024, the United States Bankruptcy Court for the Middle District of Florida entered *Findings of Fact, Conclusions of Law, and Order (I) Approving the Adequacy of the Disclosure Statement on a Final Basis and (II) Confirming the Joint Chapter 11 Plan for Red Lobster Management LLC and its Debtor Affiliates* (the “Confirmation Order”) confirming the *Second Amended Joint Chapter 11 Plan for Red Lobster Management LLC and Its Debtor Affiliates* as of September 4, 2024 (the “Plan”) filed by Red Lobster Management LLC and its debtor affiliates, as debtors and debtors-in-possession in the

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number are Red Lobster Management LLC (6889); Red Lobster Sourcing LLC (3075); Red Lobster Supply LLC (9187); RL Kansas LLC (2396); Red Lobster Hospitality LLC (5297); Red Lobster Restaurants LLC (4308); RL Columbia LLC (7825); RL of Frederick, Inc. (9184); RL Salisbury, LLC (7836); RL Maryland, Inc. (7185); Red Lobster of Texas, Inc. (1424); Red Lobster of Bel Air, Inc. (2240); RLSV, Inc. (6180); Red Lobster Canada, Inc. (4569); and Red Lobster International Holdings LLC (4661). The Debtors’ principal offices are located at 450 S. Orange Avenue, Suite 800, Orlando, FL 32801.

above captioned chapter 11 cases (collectively, the “Debtors”). Copies of the Confirmation Order and the Plan may be obtained at <https://dm.epiq11.com/RedLobster>;

PLEASE TAKE FURTHER NOTICE that the Plan Effective Date² occurred on September 16, 2024.

PLEASE TAKE FURTHER NOTICE that, unless provided by a Final Order, Proofs of Claim with respect to Claims arising from the rejection of Executory Contracts or Unexpired Leases pursuant to the Plan, if any, must be Filed with the Bankruptcy Court within thirty (30) days after the later of (1) the date of entry of an order of the Bankruptcy Court (including the Confirmation Order) approving such rejection, (2) the effective date of such rejection, or (3) the Plan Effective Date. **ANY ENTITY THAT IS REQUIRED TO FILE A PROOF OF CLAIM ARISING FROM THE REJECTION OF AN EXECUTORY CONTRACT OR AN UNEXPIRED LEASE THAT FAILS TO DO SO SHALL BE FOREVER BARRED, ESTOPPED, AND ENJOINED FROM ASSERTING SUCH CLAIM, AND SUCH CLAIM SHALL NOT BE ENFORCEABLE, AGAINST THE DEBTORS, THEIR ESTATES, THE REORGANIZED DEBTORS, THE PURCHASER, THE WIND-DOWN DEBTORS, THE PLAN ADMINISTRATOR, THE GUC TRUST OR THE GUC TRUSTEE, OR ANY OF THEIR RESPECTIVE PROPERTY, SUCCESSORS OR ASSIGNS, AND SUCH CLAIMS SHALL BE FOREVER DISCHARGED FROM ANY AND ALL INDEBTEDNESS AND LIABILITY WITH RESPECT TO SUCH CLAIM UNLESS OTHERWISE ORDERED BY THE BANKRUPTCY COURT OR AS OTHERWISE PROVIDED IN THE PLAN. ALL SUCH CLAIMS WILL, AS OF THE PLAN EFFECTIVE DATE, BE SUBJECT TO THE PERMANENT INJUNCTION SET FORTH IN ARTICLE VIII OF THE PLAN.**

PLEASE TAKE FURTHER NOTICE that, other than holders of (a) DIP Claims, (b) Professional Fee Claims, (c) Administrative Expense Claims Allowed by an order of the Bankruptcy Court on or before the Plan Effective Date, or (d) Administrative Expense Claims that arose in the ordinary course of business under assumed Unexpired Leases or Executory Contracts, holders of any Administrative Expense Claim must File and serve upon Debtors’ counsel, Plan Administrator’s counsel, and the GUC Trustee’s counsel, as applicable, a request for allowance and payment of such Administrative Expense Claim by no later than the Administrative Expense Claims Bar Date, which shall be thirty (30) days after the Plan Effective Date, except as specifically set forth to the contrary in the Plan or a Final Order. **ANY PERSON WHO FAILS TO TIMELY FILE AND SERVE A REQUEST FOR PAYMENT OF AN ADMINISTRATIVE EXPENSE CLAIM WILL BE FOREVER BARRED FROM SEEKING PAYMENT OF SUCH ADMINISTRATIVE EXPENSE CLAIM BY THE DEBTORS, REORGANIZED DEBTORS, WIND-DOWN DEBTORS OR THE GUC TRUSTEE.**

[Remainder of Page Intentionally Left Blank]

² Capitalized terms not defined herein shall have the meanings ascribed to them in the Plan.

Dated: September 16, 2024

Respectfully submitted,

W. Austin Jowers (admitted *pro hac vice*)
Jeffrey R. Dutson (admitted *pro hac vice*)
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Filer's Attestation: Pursuant to Local Rule 1001-2(g)(3) regarding signatures, Paul Steven Singerman attests that concurrence in the filing of this paper has been obtained.

Counsel for Debtors and Debtors-in-Possession

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

AND IN THE MATTER OF RED LOBSTER MANAGEMENT LLC, RED LOBSTER HOSPITALITY LLC and RED LOBSTER CANADA, INC.

APPLICATION OF RED LOBSTER MANAGEMENT LLC UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, C. C-36, AS AMENDED

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

Proceeding Commenced at Toronto

**AFFIDAVIT OF NANCY THOMPSON
Sworn October 25, 2024**

BLAKE, CASSELS & GRAYDON LLP

Barristers and Solicitors

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Lawyers for the Foreign Representative

TAB 3

Court File No. CV-24-00720567-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

THE HONOURABLE
JUSTICE PENNY

TUESDAY, THE 5TH
DAY OF NOVEMBER, 2024

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

**AND IN THE MATTER OF RED LOBSTER MANAGEMENT LLC,
RED LOBSTER HOSPITALITY LLC and RED LOBSTER CANADA, INC.**

APPLICATION OF RED LOBSTER MANAGEMENT LLC UNDER
SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, C. C-36, AS AMENDED

**ORDER
(TERMINATION OF CCAA RECOGNITION PROCEEDING)**

THIS MOTION, made pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**") by Red Lobster Management LLC ("**RL Management**") in its capacity as the foreign representative (the "**Foreign Representative**"), in respect of itself and Red Lobster Canada, Inc. and Red Lobster Hospitality LLC (the "**Canadian Debtors**") for an Order substantially in the form enclosed in the Motion Record of the Foreign Representative dated October 25, 2024, was heard this day by videoconference in Toronto, Ontario.

ON READING the Notice of Motion, the affidavit of Nancy Thompson sworn October 25, 2024, and the Third Report of FTI Consulting Canada Inc. ("**FTI**") in its capacity as

information officer (the “**Information Officer**”) dated October 25, 2024 (the “**Third Report**”), each filed,

AND UPON HEARING the submissions of counsel for the Foreign Representative, counsel for the Information Officer and counsel for such other parties as were present and wish to be heard, no one else appearing although duly served as appears from the Lawyer’s Certificate of Service of Caitlin McIntyre dated October [25], 2024, filed:

SERVICE AND DEFINITIONS

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.
2. Capitalized terms not otherwise defined herein have the meanings given to them in the Third Report.

APPROVAL OF FEES & ACTIVITIES

3. **THIS COURT ORDERS** that the Information Officer’s activities, as set out in the Pre-Filing Report dated May 27, 2024, First Report dated June 17, 2024, Second Report dated September 9, 2024 and Third Report, be and are hereby approved; provided however that only the Information Officer, in its personal capacity and only with respect to its own respective personal liability, shall be entitled to rely upon or utilize in any way such approval.
4. **THIS COURT ORDERS** that the fees of the Information Officer and Fasken, as counsel to the Information Officer, as set out in the Third Report and the fee affidavits attached thereto, be and are hereby approved.

TERMINATION OF CCAA PROCEEDING

5. **THIS COURT ORDERS** that upon e-filing by the Information Officer of an executed certificate substantially in the form attached hereto as Schedule “A” (the “**Information Officer’s Termination Certificate**”) certifying that all matters to be attended to in connection with this CCAA proceeding have been completed, this CCAA proceeding shall be terminated without any other act or formality (the “**CCAA Termination Time**”); provided that nothing herein shall impact the validity of any Orders made in this CCAA proceeding or any actions or steps taken by any Person in connection therewith.

6. **THIS COURT ORDERS** that the Information Officer may rely on written notice (which for greater certainty, may be provided by way of email) from the Foreign Representative or its counsel advising that all matters related to the CCAA proceeding have been completed and the Information Officer shall incur no liability with respect to the delivery or filing of the Information Officer’s Termination Certificate, save and except for any gross negligence or wilful misconduct on its part.

7. **THIS COURT ORDERS** that the Administration Charge (as defined in the Supplemental Recognition Order dated May 28, 2024) shall be terminated, released and discharged at the CCAA Termination Time without any other act or formality.

8. **THIS COURT ORDERS** that effective at the CCAA Termination Time, FTI shall be and is discharged as the Information Officer in this proceeding; provided that the Information Officer shall continue to have the benefit of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of the Information Officer.

9. **THIS COURT ORDERS AND DECLARES** that effective at the CCAA Termination Time, FTI and Fasken shall be: (i) deemed to have satisfied all their duties and obligations

pursuant to all Orders made in this proceeding, and (ii) released and discharged from any and all liability that FTI or Fasken (each a “**Released Party**”) now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of FTI while acting in its capacity as Information Officer or Fasken while acting in its capacity as counsel to the Information Officer (the “**Released Claims**”), save and except for any gross negligence or wilful misconduct on such applicable Released Party’s part (the “**Unreleased Claims**”). Without limiting the generality of the foregoing, upon the e-filing of the Information Officer’s Termination Certificate, FTI and Fasken shall be forever released and discharged from any and all liability relating to matters that were raised, or which could have been raised, in the within CCAA proceeding, save and except for any gross negligence or wilful misconduct on such applicable Released Party’s part.

10. **THIS COURT ORDERS** that no action or other proceeding shall be commenced against the Information Officer, FTI or Fasken in any way arising from or related to the Unreleased Claims except with prior leave of this Court and on prior written notice to the applicable Released Party.

GENERAL

11. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, in the United States of America or any other foreign jurisdiction, to give effect to this Order and to assist the Foreign Representative, and the Information Officer, and their respective counsel and agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Foreign Representative, and the Information Officer as may be necessary or desirable to give effect to

this Order, or to assist the Foreign Representative and the Information Officer and their respective counsel and agents in carrying out the terms of this Order.

12. **THIS COURT ORDERS** that each of the Foreign Representative and the Information Officer be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order.

13. **THIS COURT ORDERS** that this Order and all its provisions are effective as of 12:01 a.m. (Toronto time) on the date of this Order and are enforceable without any need for entry and filing.

JUSTICE PENNY

SCHEDULE “A”

FORM OF INFORMATION OFFICER’S TERMINATION CERTIFICATE

Court File No. CV-24-00720567-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

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

**AND IN THE MATTER OF RED LOBSTER MANAGEMENT LLC,
RED LOBSTER HOSPITALITY LLC and RED LOBSTER CANADA, INC.**

APPLICATION OF RED LOBSTER MANAGEMENT LLC UNDER
SECTION 46 OF THE *COMPANIES’ CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, C. C-36, AS AMENDED

INFORMATION OFFICER’S CERTIFICATE

- A. Pursuant to an Order of the Honourable Justice Penny of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) dated May 28, 2024, FTI Consulting Canada Inc. was appointed as information officer (in such capacity, the “**Information Officer**”) in respect of these proceeding (the “**CCAA Recognition Proceeding**”) commenced by Red Lobster Management LLC in its capacity as the foreign representative of itself, Red Lobster Canada, Inc. and Red Lobster Hospitality LLC (in such capacity, the “**Foreign Representative**”) pursuant to the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”).
- B. Pursuant to an Order of the Honourable Justice Penny dated November 5, 2024 (the “**CCAA Termination Order**”), the Court provided for the termination of this CCAA

Recognition Proceeding upon the filing of this certificate (the “**Information Officer’s Termination Certificate**”) with the Court.

C. Except as otherwise stated, any capitalized terms not otherwise defined herein shall have the meanings given to such terms in the CCAA Termination Order.

THE INFORMATION OFFICER HEREBY CERTIFIES THAT:

1. The Information Officer has been advised by the Foreign Representative (or its counsel) that all matters related to the CCAA Proceeding have been completed.
2. To the knowledge of the Information Officer, all matters to be attended to in connection with the CCAA Proceeding (Court File No. CV-24-00720567-00CL) have been completed.

ACCORDINGLY, the CCAA Termination Time has occurred.

**FTI CONSULTING CANADA INC.
solely in its capacity as Information Officer
and not in its personal or corporate capacity**

Per: _____
Name:
Title:

Court File No.: CV-24-00720567-00CL

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

AND IN THE MATTER OF RED LOBSTER MANAGEMENT LLC, RED LOBSTER HOSPITALITY LLC and RED LOBSTER CANADA, INC.

APPLICATION OF RED LOBSTER MANAGEMENT LLC UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, C. C-36, AS AMENDED

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

Proceeding Commenced at Toronto

CCAA TERMINATION ORDER

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Lawyers for the Foreign Representative

Court File No.: CV-24-00720567-00CL

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

AND IN THE MATTER OF RED LOBSTER MANAGEMENT LLC, RED LOBSTER HOSPITALITY LLC and RED LOBSTER CANADA, INC.

APPLICATION OF RED LOBSTER MANAGEMENT LLC UNDER SECTION 46 OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, C. C-36, AS AMENDED

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

Proceeding Commenced at Toronto

**MOTION RECORD
(Termination of CCAA Recognition Proceeding)
Returnable November 5, 2024**

BLAKE, CASSELS & GRAYDON LLP

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