

SUPREME COURT OF NOVA SCOTIA

IN THE MATTER OF: **The *Companies' Creditors Arrangement Act*, RSC 1985, c C-36, as amended (the "CCAA")**

AND IN THE MATTER OF: **A Plan of Compromise or Arrangement of CFFI Ventures Inc. ("CFFI")**

NOTICE OF MOTION

TO: The Service List

Motion

FTI Consulting Canada Inc. ("**FTI**") in its capacity as the Court-appointed monitor of CFFI (in such capacity, the "**Monitor**"), moves for:

- (1) an Order (the "**Sale Approval Order**"), *inter alia*:
 - (a) approving the asset purchase agreement (the "**APA**") between New Tide Capital LP as purchaser (the "**Purchaser**") and CFFI as vendor, and the transactions contemplated therein (collectively, the "**Transaction**"), inclusive of minor amendments that CFFI and the Purchaser may deem necessary, with the consent of the Monitor;
 - (b) vesting in the Purchaser CFFI's right, title and interest in and to the Purchased Assets (as defined in the APA) free and clear of any claims and encumbrances other than certain Assumed Liabilities and Permitted Encumbrances (each as defined in the APA), as set out in the APA;
 - (c) authorizing CFFI to take such additional steps as may be necessary for the completion of the Transaction and the conveyance of the Purchased Assets (as defined in the APA) to the Purchaser; and
 - (d) deeming all persons to have waived any and all defaults, rights, or non-compliance with any covenant, warranty, representation, undertaking, pledge, term, provision, condition, or obligation (whether express or implied) in any Organizational Document (as defined in the APA), contract, or other arrangement, directly or indirectly arising out of or in connection with: (i) CFFI's insolvency; (ii) the commencement of this CCAA proceeding or proceedings under the *Companies Act*; and (iii) the APA and/or the consummation of the Transaction;and
- (2) an Order (the "**Enhanced Powers Order**"), *inter alia*:

- (a) enhancing the Monitor’s powers and authority;
- (b) approving the fees and disbursements of the Monitor and its counsel, Stikeman Elliott LLP (“**Stikeman Elliott**”); and
- (c) approving the (i) Pre-Filing Report of the Proposed Monitor dated March 12, 2026, (ii) Supplement to the Pre-Filing Report of the Proposed Monitor dated March 13, 2026, (iii) First Report of the Monitor dated March 19, 2026, (iv) Second Report of the Monitor dated May 19, 2026, (v) Third Report of the Monitor dated June 1, 2026, (vi) Fourth Report of the Monitor dated June 8, 2026, and (vii) Fifth Report of the Monitor dated August 25, 2026 (collectively, the “**Reports**”), and the activities and conduct of the Monitor as set out therein.

Time and Place

This Motion is to be heard by a Judge at 9:30 a.m. on September 17, 2026, in the Law Courts, 1815 Upper Water St., Halifax, Nova Scotia, B3J 1S7. The moving party has arranged a half-day in Chambers. The moving party says that this Motion will not require more time.

References

The moving party relies on the following legislation, rules, or points of law:

- The provisions of the *Companies’ Creditors Arrangement Act*, RSC 1985, c C-36, as amended, and in particular sections 11 and 36 thereof; and
- The *Nova Scotia Civil Procedure Rules*, Royal Gaz Nov 19, 2008, and in particular rules 2.03 and 23 thereof.

Evidence

The evidence in support of the Motion is as follows:

- The Reports, and in particular the Fifth Report of the Monitor dated August 25, 2026; and
- Such further and other evidence as the moving party may advise and this Honourable Court may permit.

Possible order against you

You may file an Affidavit and a brief, attend the hearing of this 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.

Signature

Signed August 25, 2026.



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