

IN THE SUPREME COURT OF NEWFOUNDLAND AND LABRADOR
IN BANKRUPTCY AND INSOLVENCY

IN THE MATTER OF an application of Grant Thornton Limited, as Court-Appointed Monitor of 92834 Newfoundland and Labrador Inc. ("92834" or the "Company");

AND IN THE MATTER OF the Companies' Creditors Arrangement Act, R.S.C. 1985, C. c-36, as amended (the "CCAA")

NOTICE OF MOTION

Grant Thornton Limited, as Court-Appointed Monitor of the Company (hereinafter the "Applicant") will make a motion before the presiding Judge in Bankruptcy and Insolvency on _____, the ____ day of _____ 2026 at 10:00 a.m., or so soon thereafter as the motion can be heard at the Courthouse, Duckworth Street, St. John's, Newfoundland and Labrador.

On the hearing of this Motion, the Applicant intends to apply for the following relief:

1. An order, *inter alia*:

(a) pursuant to the CCAA;

- (i) Approving the activities, fees and disbursements of the Monitor as described in the Monitors Eighteenth Report, including without limitation the steps taken by the Monitor pursuant to the Interim Receivership Order, the Initial CCAA order, the ARIO as amended and the fees of the Monitor's legal counsel, to the extent not previously approved;
- (ii) Approving the Monitor's Final Statement of Receipts and Disbursements from the period of February 21, 2022 to May 20, 2026;
- (iii) Approving the discharge of the Monitor from its duties as specified within the orders of this Honourable Court including the Interim Receivership Order, the Initial CCAA order and the ARIO as amended; and

- (iv) Terminating these CCAA proceedings, including the Administration Charge, upon the Monitor filing a Monitor's termination certificate confirming that all matters to be attended to in connection with these CCAA proceedings have been completed.
- (b) Abridging the notice periods pursuant to section 11 of the CCAA and the *Rules of the Supreme Court, 1986*, Rule 3.03 (1), Rule 6.04 (2) and Rule 6.06;
- (c) Pursuant to Section 11 of the CCAA directing that the service on the service list set out in **Schedule "A"** hereto is sufficient for the purposes of this Application; and
- (d) Such further and other relief as this Honourable Court deems just and equitable.

THE GROUNDS FOR THE APPLICATION ARE AS FOLLOWS:

BACKGROUND

- 2. As of February 21, 2022, Canada Fluorspar Inc., and Canada Fluorspar (NL) (hereinafter referred to as the "**Original Entities**") were insolvent and were unable to meet its debt obligations as they became due. As a result, PricewaterhouseCoopers Inc., in its capacity as court-appointed receiver and manager of Bridging Finance Inc., and Bridging Income Fund LP ("**PWC**") applied for an interim receivership order pursuant to s.47(1) of the *Bankruptcy and Insolvency Act*, RSC 1985 c. B-3 (the "**BIA**") over substantially all the assets and undertaking of the Original Entities, which order was issued by this Honourable Court on the 21st day of February, 2022 (the "**Interim Receivership Order**"). Pursuant to the Interim Receivership Order, Grant Thornton Limited ("**GTL**") was appointed as Interim Receiver of all the assets and undertaking of the Original Entities, with the exception of those assets and undertakings that were carved out of the receivership (defined therein as the "**Excluded Property**").
- 3. On the 8th day of March 2022, GTL as Interim Receiver made an application to this Honourable Court declaring that Canada Fluorspar Inc., Canada Fluorspar (NL) Inc., and Newspar (hereinafter the "**New Entities**") were a company to which the CCAA applied and requesting protection under the CCAA. As a result of that application, the Court granted an initial CCAA Order on the 11th day of March 2022 (the "**Initial CCAA Order**") and the Court subsequently granted the ARIO on the 18th day of March 2022. In both orders, GTL was appointed and confirmed as CCAA Monitor.

4. In the Initial CCAA Order, this Honourable Court authorized the Monitor, on behalf of the New Entities, to enter into a DIP Financing Agreement with the DIP Lenders referenced in the Initial CCAA Order (the “**DIP Lenders**”).
5. Following the 18th day of March 2022, the Monitor conducted a Sales and Investment Solicitation Process (“SISP”) as contemplated in the order of this Honourable Court issued on the same day as the ARIO (the “**SISP Order**”). The activities of the Monitor in executing the SISP during this period are outlined generally in the Monitor’s Third, Fourth and Fifth Report.
6. On the 31st day of May 2022, the Monitor made an application to this Honourable Court seeking an extension of the stay period until the 2nd day of September 2022 and amending the SISP procedures to extend the dates of the Phase 2 Bid Deadline and each step thereafter in order to correspond with the CCAA stay period (the “**Amended SISP Order**”). The extension was requested to allow the Monitor to arrange the completion of a National Instruments 43-101 Technical Report with the expectation that it would assist in increasing the purchase price for the New Entities’ assets. The court granted these amendments by Order dated the 10th day of June 2022.
7. As outlined in the Monitor’s Fifth Report, the Monitor received multiple bids for the New Entities’ assets through the SISP process. The Monitor made a recommendation to the DIP Lenders as to its preferred choice with respect to the bids received. The DIP Lenders supported the Monitor’s recommendation, and the Monitor therefore notified the successful bidder (the “**Successful Bidder**”) on August 18, 2022.
8. On the 30th day of August 2022, this Honourable Court issued the 2nd Amended ARIO extending the CCAA stay period until the 17th day of October 2022 and amended the SISP procedures in order to allow time to (i) complete the SISP; (ii) enter into a definitive agreement with the Successful Bidder; and (iii) obtain court approval.
9. As outlined in the Monitor’s Fifth Report, the Monitor completed the SISP and awarded, with the consent and the agreement of the DIP Lenders, the sale of the New Entities’ assets to the Successful Bidder.
10. As outlined in the Monitor’s Sixth Report, the Monitor and the New Entities worked diligently to complete the definitive agreement. However, the Successful Bidder failed to top up the agreed

upon deposit as required by the SISP, and therefore failed to complete a key deadline as outlined in the SISP. As a result of this material adverse change, the agreement with the Successful Bidder was then terminated and the Monitor filed with this Court a Material Adverse Change Report.

11. On the 12th day of October 2022, this court issued the 3rd Amended ARIO extending the CCAA stay period until the 26th day of February 2023 to allow the senior secured creditors and the DIP Lenders time to determine next steps as it related to the New Entities' assets, including the possibility of another SISP or a different type of sale or liquidation process.
12. Following the 12th day of October 2022, the Monitor and the Company worked diligently to solicit bids from parties that previously submitted proposals during the SISP. As of January 26, 2023, the Monitor selected, and the DIP Lenders approved a new successful bidder (the "**Purchaser**").
13. On the 13th day of February 2023, the Monitor entered into a Letter of Intent with the Purchaser.
14. On the 21st day of February 2023, this court issued the 4th Amended ARIO extending the CCAA stay period until the 31st day of May 2023 to allow (i) the Purchaser to complete its due diligence (ii) enter into a definitive agreement; and (iii) obtain court approval.
15. On the 18th day of May 2023, the court issued the 5th Amended ARIO extending the CCAA stay period until the 16th day of June, 2023 to allow the Purchaser (i) to complete the definitive agreement and (ii) obtain court approval and close the transaction. In addition, the court approved the addition of CFI Newspaper Holdings Inc. to these proceedings (CFI Newspaper Holdings Inc., the Original Entities and the New Entities are hereinafter referred to as "**CFI**").
16. On the 7th day of June, 2023, the court issued the Approval and Reverse Vesting Order (the "**ARVO**") (i) approving the sale to the Purchaser and (ii) issuing the 6th Amended ARIO extending the CCAA stay period until the 31st day of October, 2023.
17. Pursuant to the ARVO, all the Excluded Liabilities, Claims and Encumbrances (except for the Permitted Encumbrances) as defined in the Share Purchase Agreement between CFI and the Purchaser were vested out to ResidualCo, being 92834, and 92834 was added as an applicant in these CCAA proceedings.

18. On the 13th day of June 2023, the share transaction with the Purchaser closed and the sale proceeds were paid by the Purchaser to the Monitor.
19. On the 25th day of October, 2023, the court issued (i) the Claims Identification Order, (ii) the 7th amendment to the ARIO extending the stay of proceedings until the 31st day of March, 2024, (iii) the interim distribution of funds by the Monitor to Bridging in an amount of \$14,100,000.00 as set out in the Monitor's Tenth Report; and (iv) approval of the activities, fees and disbursements of the Monitor and its Legal Counsel.
20. On the 26th day of October 2023, the Monitor remitted the amount of \$14,112,409.00 to Bridging, which amount included outstanding interest due and owing.
21. On the 25th day of January, 2024, this court issued an order (the "**Distribution Order**") providing for the following: (i) 8th amendment to the ARIO extending the stay of proceedings until the 30th day of June, 2024, (ii) a distribution of funds by the Monitor to the priority claimants in an amount of \$272,892.76 and to Bridging in an amount of \$500,878.46, and (iii) that upon final distribution of funds by the Monitor, the stay of proceedings be lifted to allow the Monitor to make an assignment in to bankruptcy with respect to 92384.
22. Pursuant to the Distribution Order, claimants were given until the 15th day of February 2024 to appeal any claim determinations or the Monitor's proposed distribution of the funds.
23. The Monitor received 6 notices of disputed claims, with a total claims value of \$1,813,643.01.
24. On the 15th day of May, 2024, this court issued an order providing the following; (i) that the Monitor remit \$1,230,700.00 into this Honourable Court, as funds representing the amount of the disputed claim of the Town of St. Lawrence, (ii) that the Monitor remit \$123,078.05 into this Honourable Court, as funds representing the amount of the disputed claim of Box L. Mining and Ranching LLC, and (iii) that any determinations subject to an unresolved dispute between the Monitor and the claimants shall be submitted for adjudication to this Honourable Court.
25. The disputed claims of the Town of St. Lawrence and Box L. Mining and Ranching LLC were subsequently resolved.

26. At a Case Management Meeting held on April 17, 2024, this court scheduled September 19, 2024, as the hearing date for the appeals filed by Inaminka Marine Services Limited and Richard Spellacy (the “**Appeals**”).
27. The Appeals were heard by this Honourable Court on the 19th day of September 2024, at which time the court reserved its decision.
28. On the 12th day of December, 2024, this court rendered a decision dismissing the appeal of Inaminka Marine Services Limited and ordering the Monitor to make a redetermination of the claim of Richard Spellacy.
29. On the 13th day of December 2024, this court issued an order providing the following; (i) that the Stay of Proceedings be extended to the 30th day of June, 2025, (ii) that a deadline to appeal the Monitor’s redetermination of Mr. Spellacy’s claim, be fourteen (14) days from the date of the issuance of the Monitor’s redetermination, and (iii) approval of the Monitor’s seventeenth report.
30. On the 26th day of May 2025, the Monitor issued its redetermination of Mr. Spellacy’s claim, which was appealed by Mr. Spellacy on the 6th day of June 2025;
31. At a Case Management Meeting held on the 25th day of July 2025, this court scheduled November 18, 2025, as the hearing date for the second appeal of Mr. Spellacy, as well as setting filing deadlines for both the Monitor, its counsel and Mr. Spellacy and his counsel;
32. Prior to the hearing date of November 18, 2025, a settlement was reached on Mr. Spellacy’s claim, and as a result Mr. Spellacy withdrew his claim;

FEES AND DISBURSEMENTS OF THE MONITOR AND ITS LEGAL COUNSEL

33. Pursuant to paragraph 27 of the ARIO (as amended), the Monitor and its legal counsel are to be paid their reasonable fees and disbursements at their standard rates and charges incurred both before and after the ARIO. The accounts of the Monitor from February 21, 2022, to May 20, 2026, and its legal counsel for the period from September 1, 2023, to May 19, 2026, that are the subject of the within motion total approximately [\$2,362,332.80] inclusive of applicable tax.

34. The Monitor and its legal counsel have sought to ensure that the work required to be performed in these CCAA proceedings has been undertaken in the most efficient manner possible, including utilizing consistent core personnel throughout the proceedings and by having work performed by junior and/or lower cost professionals to the extent appropriate.
35. The Monitor and its legal counsel have significant knowledge, experience and skills in complex restructuring matters.
36. The total number of hours worked by the Monitor's professionals during the period of August 29, 2023 to April 14, 2026, is approximately 673 at an average billing rate of \$364.18 per hour;
37. The total number of hours worked by the Monitor's counsel during the period of September 1, 2023, to May 19, 2026, is approximately 517.40 at any average billing rate of \$405.65.
38. The fees and disbursements charged by the Monitor and its legal counsel are consistent with market professional rates for significant commercial restructuring matters.
39. The Monitor is of the opinion that the accounts of the Monitor and its legal counsel are fair and reasonable in the circumstances of these CCAA proceedings;

TERMINATION OF CCAA PROCEEDINGS

40. The proposed termination order provides that, upon service by the Monitor of a certificate upon the service list in these CCAA proceedings certifying that, to the knowledge of the Monitor, all matters to be attended to in connection with these CCAA proceedings have been completed, these CCAA proceedings will be terminated and Grant Thornton Limited discharged as Monitor, provided that, notwithstanding its discharge as Monitor, Grant Thornton shall have authority to carry out, complete or address any matters in its role as Monitor that are ancillary or incidental to these CCAA proceedings.
41. The Monitor has duly and properly discharged and performed its duties and obligations under these CCAA proceedings in compliance and in accordance with the CCAA and all orders issued by this Honourable Court in these CCAA proceedings.

42. The Monitor is of the opinion that the CCAA proceedings, including the Administration Charge, should be terminated upon the Monitor filing a Monitor's termination certificate.

RELIEF SOUGHT

43. The Applicant seeks the following relief:

- (a) An order with the following particulars;
 - (i) Approving the activities, fees and disbursements of the Monitor as described in the Monitors Eighteenth Report, including without limitation the steps taken by the Monitor pursuant to the Interim Receivership Order, the Initial CCAA order, the ARIO as amended and the fees of the Monitor's legal counsel, to the extent not previously approved;
 - (ii) Approving the Monitor's Final Statement of Receipts and Disbursements from the period of February 21, 2022 to May 20, 2026;
 - (iii) Approving the discharge of the Monitor from its duties as specified within the orders of this Honourable Court including the Interim Receivership Order, the Initial CCAA order and the ARIO as amended;
 - (iv) Terminating these CCAA proceedings, including the Administration Charge, upon the Monitor filing a Monitor's termination certificate confirming that all matters to be attended to in connection with these CCAA proceedings have been completed.

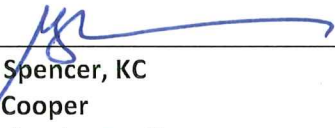
OTHER GROUNDS

44. The provisions of the CCAA, including section 11 thereof; and the inherent equitable jurisdiction of this Honourable Court;
45. The following documentary evidence will be used at the hearing of this Application:
- (a) The affidavit of Liam Murphy, sworn as of the 19th day of June, 2026;

- (b) The affidavit of Meghan King, sworn as of the 12th day of June 2026;
- (c) The Monitor's Eighteenth Report; and
- (d) Such further and other evidence as counsel may advise and this Honourable Court may permit.

All of which is respectfully submitted.

DATED AT St. John's, in the Province of Newfoundland and Labrador, this 26th day of June, 2026.



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AND TO: The Service List attached as Schedule "A" to the Application

SCHEDULE "A"
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67. Golden Dory Resources Corp
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68. Export Development Canada
Contract Insurance & Bonding
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AccountsReceivable@edc.ca
69. Human Rights Commission
Newfoundland and Labrador
c/o Human Rights complaint 13862, Brandon Burke v. Canada Fluorspar
PO Box 8700

St. John's NL A1B 4J6
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70. Labour Relations Board File# 5761
Newfoundland and Labrador Labour Relations Board
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Glenn Branton - glennbranton@gov.nl.ca
Jennifer Rose - JenniferRose@gov.nl.ca
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71. CF Investments S.a.r.l
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72. Bill Dobbs
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73. Dr. Andrew Furey (2020) Professional Medical Corporation
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74. George Furey
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75. Leo Power
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76. Stifel Nicolaus & Co., Inc. as Custodian of IRA#75368057 FBO Lindsay Gorrill
77. Casey Walsh
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78. A. Harvey Logistics
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79. Acklands Grainger Inc.
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80. Agat Laboratories Ltd.
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81. Agilent Technology Services Canada Inc.
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82. Argentia Freezers & Terminals
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83. Asgco Manufacturing Inc.
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84. Atlantic Purification System Ltd.
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85. Atlantic Canada Opportunities Agency (ACOA)
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86. Box L Mining and Ranching LLC
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87. Cahill Fabrication Structural Limited
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88. ControlPro Distributors Inc.

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89. Dallas Mercer Consulting Inc.
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90. Donaldson Company Inc.
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91. Eastern Composite Services Inc.
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92. Easy Kleen Pressure Systems Ltd.
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93. Electronic Centre Limited
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96. Head, Johnson, Kachigian & Wilkinson, PC
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97. Hoskin Scientific Limited
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98. Immersive Technologies Inc.
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99. Imprint Specialty Promotions Limited
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104. Mid-Ship Group LLC
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105. Morrison Hershfield Limited
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106. Multotech Canada Ltd.
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107. Norman Marine Services
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109. Orkin Canada Corporation
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110. P.B.A Industrial Supplies Ltd.
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111. Pardy's Recreation and Marine Ltd.
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- 112. Peninsula Glass and Tire
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- 113. Quadra Chemicals Ltd.
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- 114. R&E Transport Ltd.
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- 115. R.J.G. Construction Limited
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- 116. Richard A. Spellacy, Master Mariner
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- 117. Rideout Tool & Machine Inc.
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- 118. Russel Metals Inc.
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- 119. Samson Equipment Limited
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- 120. Seabulk Inc.
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- 121. Service Canada - WEPP - Super Priority
WEPP MSA Payment Office PO Box 2222 Matane QC G4W 4R8
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- 124. SLR Consulting (Canada) Ltd.
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- 127. Tamal Industrial Rubber Limited
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