

**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.

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

**SEVENTEENTH REPORT OF GRANT THORNTON LIMITED,
IN ITS CAPACITY AS MONITOR
UNDER THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, C. C-36
92834 NEWFOUNDLAND AND LABRADOR INC.**

December 6, 2024



**Grant Thornton Limited,
Court-Appointed Monitor**

Suite 300 – 15 International Place
St. John's, NL A1A 0L4

TABLE OF CONTENTS

INTRODUCTION1
EXTENSION OF THE STAY OF PROCEEDINGS2

APPENDICES

- A – Order for Extension of the Stay of Proceedings to December 21, 2024
B – Statement of Receipts and Disbursements to December 4, 2024

INTRODUCTION

1. On February 21, 2022, upon the application of PricewaterhouseCoopers Inc., in its capacity as court-appointed receiver and manager of Bridging Finance Inc. and Bridging Income Fund LP (collectively referred to as "**Bridging**"), Grant Thornton Limited ("**GTL**") was appointed as Interim Receiver (the "**Interim Receiver**") of all the current and future assets, undertakings and properties (the "**Property**") of Canada Fluorspar (NL) Inc. and Canada Fluorspar Inc. by order of the Supreme Court of Newfoundland and Labrador (the "**Court**").
2. On March 8, 2022, the Interim Receiver made an application to commence proceedings pursuant to the *Companies' Creditors Arrangement Act* ("**CCAA**") and the Court issued an order ("**Initial Order**") on March 11, 2022, and GTL was appointed Monitor ("**Monitor**"). The Initial Order imposed a stay of proceedings ("**Stay of Proceedings**") against Canada Fluorspar (NL) Inc., Canada Fluorspar Inc., and Newspar (a General Partnership) (collectively, "**CFI**").
3. On May 29, 2023, the Monitor made application to the Court to request approval of a transaction for the sale of the Property (the "**Transaction**") following the conclusion of the sales and investment solicitation process by way of a reverse vesting order. The Court granted an order on June 7, 2023, which, amongst other things, approved the Transaction and replaced CFI in these CCAA proceedings with 92834 Newfoundland and Labrador Inc. ("**92834**" or the "**Company**").
4. On October 25, 2023, the Court issued an order which, among other things, granted an order to empower the Monitor to administer a claims identification process ("**Claims Identification Process**") which included Claims Bar Date of November 25, 2023. Subsequently, on January 25, 2024, the Court granted an order which, among other things, provided for an appeal period of the Claims Identification Process to February 15, 2024.

5. The Stay of Proceedings was most recently extended by this Honourable Court to December 21, 2024. A copy of the order is attached hereto as **Appendix "A"**. A further detailed update on these CCAA proceedings has been included in the Affidavit of Phil Clarke dated December 6, 2024, included within the Monitor's application as referenced herein. Stakeholders are further encouraged to review previous reports of the Monitor, orders as granted by the Court and other relevant materials on the Monitor's case management website: www.DoaneGrantThornton.ca/CFI.

EXTENSION OF THE STAY OF PROCEEDINGS

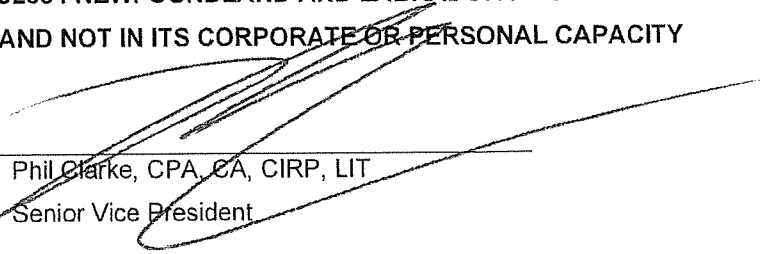
6. The purpose of this seventeenth report of the Monitor (the "**Seventeenth Report**") is solely to request that this Honourable Court grant an extension of the Stay of Proceedings to June 30, 2025. The current Stay of Proceedings expires on December 21, 2024.
7. As of the date of this Seventeenth Report, two (2) appeals remain outstanding with a decision to be rendered by this Honourable Court, being the appeal of Inaminka Marine Service Limited and Richard A. Spellacy (collectively, the "**Claimants**"). These appeals were heard in conjunction by this Honourable Court on September 19, 2024.
8. The Monitor is of the view that this extension is necessary to provide sufficient time to conclude the Claims Identification Process and appeals from the Claimants. This is the final outstanding item with regards to these CCAA proceedings. Upon the resolution of the appeals of the Claimants, the Monitor intends to distribute any remaining funds and seek its discharge to conclude these CCAA proceedings.
9. The Monitor has prepared a statement of receipts and disbursements to December 4, 2024 ("**December 2024 SRD**") which demonstrates that the Monitor has sufficient funds held to support the requested extension. A copy of the December 2024 SRD is attached hereto as **Appendix "B"**.

Seventeenth Report to the Court submitted by Grant Thornton Limited
In its capacity as Monitor of 92834 Newfoundland and Labrador Inc.
December 6, 2024

10. The Monitor respectfully recommends to this Honourable Court that it grant the Monitor's requested relief as supported in this Seventeenth Report.

ALL OF WHICH IS RESPECTFULLY SUBMITTED this 6th day of December 2024.

**GRANT THORNTON LIMITED, SOLELY IN ITS CAPACITY AS MONITOR OF
92834 NEWFOUNDLAND AND LABRADOR INC.
AND NOT IN ITS CORPORATE OR PERSONAL CAPACITY**



Phil Clarke, CPA, CA, CIRP, LIT
Senior Vice President

Seventeenth Report to the Court submitted by Grant Thornton Limited
In its capacity as Monitor of 92834 Newfoundland and Labrador Inc.
December 6, 2024

Appendix A

Order for Extension of the Stay of Proceedings to December 21, 2024

2022 01G 0709

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

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

ORDER

Before the Honourable Justice MacDonald;

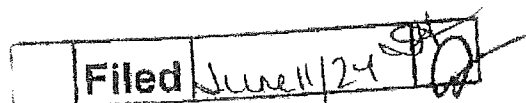
THIS APPLICATION, made by Grant Thornton Limited ("GTL" or the "Monitor"), in its capacity as Court-Appointed Monitor of the Company, pursuant to the CCAA for an Order substantially in the form filed with the Application heard on this 11th day of June 2024.

ON READING the affidavit of Phil Clarke sworn on the 5th day of June 2024 (the "Monitor Affidavit") and the Exhibits thereto and the Monitor's Sixteenth Report;

UPON HEARING Counsel for the Monitor and other counsel as they may appear;

IT IS HEREBY ORDERED:

1. THAT the time for service of the within Notice of Motion and materials filed, as set out in the affidavit of service is hereby deemed adequate notice so that this Application is properly returnable today and this Court hereby dispenses with further service thereof.
2. THAT all terms not otherwise defined herein shall have the meaning ascribed to them in the Amended and Restated Initial Order of this Court dated March 18th, 2022 (the "ARIO"), Amendment #1 of ARIO dated June 10th, 2022 (the "Amended ARIO"), Amendment #2 to the ARIO



dated August 30th, 2022 (" 2nd Amended ARIO "), the Amendment #3 to the ARIO dated October 12th 2022 (" 3rd Amended ARIO "), the Amendment # 4 to the ARIO dated February 21st, 2023 (" 4th Amended ARIO "), the Amendment #5 to the ARIO dated the May 18, 2023 (" 5th Amended ARIO "), the Amendment #6 to the ARIO dated June 7, 2023 (" 6th Amended ARIO "), and the Amendment #7 to the ARIO dated October 25, 2023 (" 7th Amended ARIO "), and the Amendment #8 to the ARIO dated January 25, 2024 (" 8th Amended ARIO "), the Monitor's Affidavit and the Monitor's Sixteenth Report dated June 5, 2024;

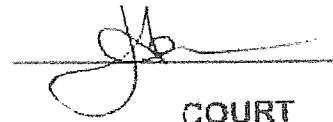
EXTENSION TO THE STAY PERIOD

3. THIS COURT ORDERS that the current Stay Period under the CCAA be and is hereby extended to and including the 21st day of December 2024.

APPROVAL OF THE MONITOR'S SIXTEENTH REPORT

4. THIS COURT ORDERS that the Monitor's Sixteenth Report and the activities of the Monitor and its counsel 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 St. John's, in the Province of Newfoundland and Labrador, this 11 day of June 2024.


COURT
OFFICER

Seventeenth Report to the Court submitted by Grant Thornton Limited
In its capacity as Monitor of 92834 Newfoundland and Labrador Inc.
December 6, 2024

Appendix B

Statement of Receipts and Disbursements to December 4, 2024

GRANT THORNTON LIMITED

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT PROCEEDINGS OF
92834 NEWFOUNDLAND AND LABRADOR INC.STATEMENT OF RECEIPTS AND DISBURSEMENTS
FROM FEBRUARY 21, 2022 TO December 4, 2024

	Total	Notes
Cash Receipts		
Cash on Hand	\$ 52	
Purchase - Successful Bidder	24,500,000	
Deposit - Successful Bidder	500,000	
Deposit - Forfeited by Unsuccessful Bidder	1,250,000	
DIP Financing	4,700,000	
Funds from Retainer	36,210	
HST Collected	5,274	
HST Refunds	672,254	
Insurance Refund	5,025	
Interest	389,717	
Misc. Refunds	230,269	
Sale of Assets	177,412	
Sale of Inventory	2,952,809	1
Scrap Metals	36,653	
Transfer from Deloitte	80,172	
Transfer from Interim Receivership	210,125	
Total Cash Receipts	\$ 35,745,971	
Disbursements		
Advertising	\$ 19,223	
Appraisal Fees	3,883	
Change of Locks	562	
Commission	15,750	
Computer Services	47,076	
Environmental	7,156	
Equipment Leases / Buyouts	197,041	
Filing Fees	73	
Freight & Shipping	4,234	
Fuel	210,180	
HST Paid (ITC)	731,335	
Insurance	1,110,616	
Interest Expense	3,632	
Inventory Trucking to Ship	338,483	2
Legal Fees	930,693	
Mining Licenses & Leases	255,047	
Miscellaneous Fees	4,041	
Monitors Fees & Expenses	2,091,783	
Motor Vehicle Registrations	633	
Non-resident Withholding Tax Remitted	41,848	
Payroll Services	15,650	
Professional Services	516,376	3
Rent Expense	64,003	
Repairs & Maintenance	221,876	
Royalty Payments	400,000	
Storage	2,456	
Supplies	73,587	
Taxes	1,081	
Travel	54,721	
Utilities	498,050	
Wages & Benefits	3,084,510	
Workers' Compensation (Workplace NL)	36,656	
Total Disbursements	\$ 10,982,254	
Payments to Priority Claimants		
Service Canada - Wage Earner Protection Program	\$ 52,537	
Canada Revenue Agency - Deemed Trust	76,438	
Meridian One Cap Credit Corp.	27,200	
Bank of Montreal	88,561	
De Lage Landen Financial Services Canada Inc.	34,956	
Total Payments to Priority Claimants	\$ 279,693	
Payments to Secured Creditors		
Repayment of DIP Financing - Bridging Finance	\$ 4,022,790	
Repayment of DIP Financing - Province of NL	3,990,639	
Interim Distribution - Bridging Finance	14,112,409	
Second Interim Distribution - Bridging Finance	500,878	
Total Payments to Secured Creditors	\$ 22,626,716	
Funds Paid Into Court - per March 15, 2024 Order	\$ 1,353,778	
TOTAL DISBURSEMENTS	\$ 35,242,441	
FUNDS ON HAND	\$ 503,530	

Notes:

1. Sale of inventory is recorded net of certain disbursements related to brokerage, surveying and shipping, as well as a payment to secured creditor HSBC in the amount of \$2,118,000 USD.
2. Net of amount recovered from settlement with supplier (Farrell's).
3. Various services related to environmental monitoring, 43-101 mine survey and report, and mining consultants.