14 November 2025

Supreme Court of Newfoundland and Labrador
309 Duckworth Street
PO Box 937
St John's, NL A1C 5M3

Attention: Court Registry

Re: Court No 2025 01G 4683
Ocean View Farms Limited in re *Companies' Creditors Arrangement Act*

We act for The Bank of Nova Scotia (the **Bank**) in the above-noted matter. The purpose of this letter is to set out briefly the Bank's position for the hearing scheduled for 2pm on 14 November 2025 (the **Hearing**). We ask that this correspondence be brought to the attention of The Honourable Justice MacDonald as soon as possible in advance of the Hearing.

At the last hearing on 29 October 2025, the Bank submitted that a sale and investment solicitation process (**SISP**) should be prepared for approval at the Hearing. The Court agreed with that submission, and requested that Ocean View Farms Limited (the **Company**) consult with the Bank on the development of the SISP and that any points of disagreement between the Company and the Bank be flagged for the Court in advance of the 14 November hearing, with the parties providing written statements if necessary.

Contrary to the Court's request, the Company did not engage in any consultation with the Bank on a SISP. Rather, less than 24 hours before the scheduled hearing, the Company provided the Bank with a draft SISP and advised that it would not seek approval of the SISP at the Hearing but would ask for a stay extension to 12 December 2025 to allow for more time to finalize a SISP (the **Stay Extension**). The Company has offered no explanation for this plainly last-minute filing or its failure to distribute a draft SISP to the Bank in enough time for actual consultations to happen.

Given the extremely late notice of the Company's position, and the other matters set out below, the Bank is not in position to agree to the Stay Extension. It is concerned that no updated cash flow variance reports or projections have been provided since the First Report of the Monitor on 27 October. Based on the variance reports and projections in that report, the Company is projected to use $450,000 of the $500,000 DIP loan by the end of the requested Stay Extension. Relatedly, the Company has advised the Bank that a critical supplier will not provide required equipment repair and maintenance services without

Mark Russell | Partner
Direct 345 925 5394 ***Main*** 709 738 7800 ***Email*** mrussell@coxandpalmer.com
235 Water Street Suite 1100 St. John's NL A1C 1B6 Canada

payment of prior amounts due. The Bank has no visibility as to how this issue may impact the Company's cash flow projections or DIP financing needs to 12 December or later.

In any event, SISP approval should not wait another 30 days. It is unacceptable to the Bank that this process should have burned through 3 months of time, restructuring costs, and almost all of a $500,000 DIP loan before a SISP is even launched and with no other viable exit solution having been presented. While the Bank agrees that the holiday period must be taken into account when setting milestone dates in the SISP, approval of the SISP now will allow the parties to prepare the process launch materials and launch the SISP before the holiday break and make use of two to three additional weeks of market exposure.

Accordingly, the Bank's position in brief is that:

1. The Court should grant at most a short stay extension to 21 November 2025, with a hearing scheduled for late next week to consider (*a*) the Stay Extension and (*b*) approval of a SISP.

2. In advance of a hearing next week, and with sufficient time for the parties to review and consider, the Monitor should file updated cash flow reports (with actuals to date and projections through the intended SISP period).

3. The Company, the Bank, and the Monitor should consult on the SISP terms with the intention that the Court will approve a SISP next week, and can resolve any disagreements on the SISP terms at that time.

4. The Company should consult with the Bank on the Company's DIP financing needs, which will be acute by the 12 December 2025 stay expiry.

Counsel will make further oral submissions at the Hearing.

Yours very truly,

Mark Russell