

Supreme Court of Nova Scotia

Application by Victory Farms Incorporated and Jonathan Mullen Mink Ranch Limited (the "Applicants") for relief under the *Companies' Creditors Arrangement Act*

DISTRIBUTION ORDER

BEFORE THE HONOURABLE JUSTICE

IN CHAMBERS:

**UPON MOTION** made by Deloitte Restructuring Inc., in its capacity as the Monitor (the "**Monitor**") of Victory Farms Inc. and Jonathan Mullen Mink Ranch Limited for an Order:

- (a) validating service of this Notice of Motion and the supporting Ninth Report of the Monitor;
- (b) in accordance with paragraph 7 of the Sale Approval and Vesting Order in these proceedings dated April 10, 2017, authorizing the interim distribution of \$1,148,755 out of funds held by the Monitor to certain Designated Creditors of the Applicants, specifically in accordance with the distribution table contained within the Ninth Report of the Monitor and appended hereto as Schedule "A";
- (c) approving the payment by Victory Farms Inc. to Royal Bank of Canada ("RBC") of \$8,000 from cash on hand, in full and final settlement of a set-off claim asserted by RBC;
- (d) approving the Reports, conduct and activities of the Monitor to date; and
- (e) providing such further and other relief as counsel may seek and this Honourable Court deems just and equitable.

**UPON READING** the Monitor's Ninth Report, the Affidavit of Chris Lirette sworn July 21, 2017, and other materials on file herein;

**AND UPON HEARING** the submissions of Ben Durnford, counsel for the Monitor, and such other counsel who appeared:

**NOW UPON MOTION:**

**IT IS HEREBY ORDERED THAT:**

**Service**

1. The timing and method of service of the Notice of Motion, the supporting Affidavit, and the Monitor's Ninth Report are hereby validated, such that this Motion is properly returnable today and further service hereof is hereby dispensed with;

**Distribution**

2. The Monitor be and is hereby authorized and directed to distribute the sum of \$1,148,755 out of the residual asset sale proceeds held by the Monitor in accordance with paragraph 7 of the Sale Approval and Vesting Order, to those certain Designated Creditors and in the amounts listed in Schedule "A" of this Order, and as set forth in the Monitor's Ninth Report.

3. The payment by Victory Farms Inc. of \$8,000 to RBC from cash on hand, be and is hereby approved;

4. The Reports filed by the Monitor, together with the conduct and activities of the Monitor as described therein, be and are hereby approved.

5. This Order and all of its provisions are effective as of 12:01 a.m. local time on the date of this Order

**DATED** at Halifax, Province of Nova Scotia, this \_\_\_\_ day of August, 2017.

\_\_\_\_\_  
Deputy Prothonotary

**SCHEDULE "A"**  
**Distribution Table**

<b><u>Designated Creditor</u></b>	<b><u>Distribution Amount</u></b>
<b>North American Fur Auctions Inc.</b>	<b>\$873,532</b>
<b>American Legend Cooperative</b>	<b>\$275,223</b>