

March 5, 2025

**HAND DELIVERED**

The Honourable Justice Presiding in Chambers  
Supreme Court of Nova Scotia  
The Law Courts Building  
1815 Upper Water Street  
Halifax, NS B3J 1S7

The Honourable Justice Presiding:

**Re: 4595756 Nova Scotia Limited v. TCAS Holdings Limited, et al.**  
**Hfx. No. 531915**  
**Our File No.: 50069315-00001**

1. We represent Deloitte Restructuring Inc., court appointed receiver and manager of the respondent companies (the “**Receiver**”) pursuant to an order of this Court issued April 4, 2024 (the “**Receivership Order**”). These written submissions are in support of the Receiver’s motion to amend the style of cause for this proceeding by removing 4595756 Nova Scotia Limited (“**459 NSL**”) as applicant and adding 4644903 Nova Scotia Limited (“**464 NSL**”) as an applicant.
2. This motion is scheduled to be heard at 9:30am on March 14, 2025.

**SERVICE, NOTICE AND ABRIDGEMENT OF TIME**

3. The relief sought in this motion is pursuant to the *Bankruptcy and Insolvency Act* (“**BIA**”) and therefore the Bankruptcy and Insolvency General Rules supersede our Civil Procedure Rules in the event of any inconsistency. BIA Rule 3 states:  
  
**3** In cases not provided for in the Act or these Rules, the courts shall apply, within their respective jurisdictions, their ordinary procedure to the extent that that procedure is not inconsistent with the Act or these Rules.

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50069315/00001/1379-6576-0275v2

4. As this is a matter where the BIA does not specify a minimum notice requirement, BIA Rule 6 applies. Rule 6 states:

**6** (1) Unless otherwise provided in the Act or these Rules, every notice or other document given or sent pursuant to the Act or these Rules must be served, delivered personally, or sent by mail, courier, facsimile or electronic transmission.

(2) Unless otherwise provided in these Rules, every notice or other document given or sent pursuant to the Act or these Rules

(a) must be received by the addressee at least four days before the event to which it relates, if it is served, delivered personally, or sent by facsimile or electronic transmission; or

(b) must be sent to the addressee at least 10 days before the event to which it relates, if it is sent by mail or by courier.

(3) A trustee, receiver or administrator who gives or sends a notice or other document shall prepare an affidavit, or obtain proof, that it was given or sent, and shall retain the affidavit or proof in their files.

(4) The court may, on an ex parte application, exempt any person from the application of subsection (2) or order any terms and conditions that the court considers appropriate, including a change in the time limits.

5. In terms of measuring the four days provided for under BIA Rule 6, the period of time is governed by BIA Rule 4, which stipulates clear business days:

**4** If a period of less than six days is provided for the doing of an act or the initiating of a proceeding under the Act or these Rules, calculation of the period does not include Saturdays or holidays.

6. In accordance with BIA Rule 6(1), the motion materials will be served electronically by email on March 6, 2025. No opposition is anticipated. Proof of service by affidavit will be filed in advance of the hearing of the pending motion.

## AMENDMENT TO STYLE OF CAUSE

7. The background for this motion is provided in the Fifth Report of the Receiver dated March 5, 2025. Both 459 NSL and 464 NSL have a common ownership, and have advised they require the relief sought herein. Each company is represented by Stewart McKelvey.
8. The authority of the Court to add and remove parties to a proceeding and amend the style of cause accordingly is codified by Civil Procedure Rules 83.03 and 83.04:

**83.03** A party to a proceeding other than an action may amend the notice by which the proceeding is started, or a notice of contest, participation, or contention, with the agreement of the parties affected by the amendment or with permission of a judge.

**83.04 (1)** A notice that starts a proceeding, or a third party notice, may be amended to add a party, except in the circumstances described in Rule 83.04(2).

**(2)** A judge must set aside an amendment, or part of an amendment, that makes a claim against a new party and to which all of the following apply:

**(a)** a legislated limitation period, or extended limitation period, applicable to the claim has expired;

**(b)** the expiry precludes the claim;

**(c)** the person protected by the limitation period is entitled to enforce it.

**(3)** A notice may be amended to remove a party from a proceeding, but the removed party may make a motion for costs or other relief.

9. 459 NSL is the applicant and successful purchaser of the assets of the respondent companies. The asset purchase agreement, dated May 27, 2024 (the “APA”), and the sale approval and vesting order issued September 20, 2024 contemplated that the approved purchaser might assign its rights under the APA and its right to take ownership of the assets.

10. The Receiver has been advised that 459 NSL has elected to do so and intends to assign those rights, together with the underlying debt and security at the heart of this proceeding, to 464 NSL and certain related entities as more particularly described in the Fifth Report.
11. The Receiver sees no prejudice to any party to these proceedings and is bringing this motion to update the style of cause accordingly with the support and consent of 459 NSL and 464 NSL.
12. The Receiver submits that the Court should approve the amendments to the proceeding to add 464 NSL and remove 459 NSL since the Fifth Report discloses a valid basis for the change and the restriction set forth in Rule 83.04 does not apply.

All of which is respectfully submitted,

A handwritten signature in blue ink, appearing to read 'Gavin D. F. MacDonald', followed by a large, stylized flourish.

Gavin D. F. MacDonald

GDFM/SME  
Enclosures

Cc: Service List