

FILE NUMBER 2503 - 13640  
COURT COURT OF KING'S BENCH OF ALBERTA  
JUDICIAL CENTRE EDMONTON

IN THE MATTER OF THE COMPROMISE OR  
CREDITORS ARRANGEMENT ACT, RSC 1985,  
C-36, as amended  
2503 13640

AND IN THE MATTER OF THE COMPROMISE OR  
ARRANGEMENT OF COAST AUTOMOTIVE  
GROUP INC., COAST NORTH VANCOUVER AUTO  
SALES INC., COAST AUTO DRAYTON INC. and  
2461765 ALBERTA LTD.

APPLICANT BDO CANADA LIMITED, IN ITS CAPACITY AS  
COURT-APPOINTED MONITOR OF COAST  
AUTOMOTIVE GROUP INC., COAST NORTH  
VANCOUVER AUTO SALES INC., COAST AUTO  
DRAYTON INC., AND 2461765 ALBERTA LTD.

DOCUMENT **APPLICATION (TERMINATION OF CCAA  
PROCEEDINGS AND ANCILLARY RELIEF)**

ADDRESS FOR SERVICE AND  
CONTACT INFORMATION OF  
PARTY FILING THIS DOCUMENT **BLAKE, CASSELS & GRAYDON LLP**  
Suite 3500, Bankers Hall East Tower  
855 – 2<sup>nd</sup> Street S.W.  
Calgary, Alberta T2P 4J8

Attention: Kelly Bourassa / Aryo Shalviri  
Telephone: (403) 260-9697 / (416)863-2962  
Email: [kelly.bourassa@blakes.com](mailto:kelly.bourassa@blakes.com) /  
[aryo.shalviri@blakes.com](mailto:aryo.shalviri@blakes.com)  
File Ref: 103940/01

**NOTICE TO THE RESPONDENT(S):**

This Application is made against you. You are a respondent. You have the right to state your side of this matter before the Court.

To do so, you must be in Court when the application is heard as shown below:

<b>Date:</b>	December 9, 2025
<b>Time:</b>	10:00 a.m.
<b>Where:</b>	Edmonton Law Courts (via Webex, details attached at Appendix "A")
<b>Before Whom:</b>	The Honourable Justice L.K. Harris

Go to the end of this document to see what else you can do and when you must do it.

**REMEDY CLAIMED OR SOUGHT:**

1. BDO Canada Limited, in its capacity as court-appointed Monitor (the “**Monitor**” or “**BDO**”) for and on behalf of Coast Automotive Group Inc. (“**Coast Automotive**”), Coast North Vancouver Auto Sales Inc. (“**Coast North Van**”), Coast Auto Drayton Inc. (“**Coast Drayton Valley**”) and 2461765 Alberta Ltd. (“**246**”, and together with Coast Automotive, Coast North Van and Coast Drayton Valley, the “**Coast Auto Group**”), seeks the following order under the *Companies’ Creditors Arrangement Act*, RSC 1985 c C-36, as amended (the “**CCAA**”):
  - (a) an order (the “**CCAA Termination Order**”) substantially in the form attached hereto as **Schedule “A”** granting the following relief:
    - (i) abridging the time for service of this Application and the supporting materials, if necessary, and deeming service to be good and sufficient;
    - (ii) extending the Stay Period (as defined below) until the earlier of January 30, 2026, or the filing of the CCAA Termination Certificate (as defined below);
    - (iii) upon filing of the CCAA Termination Certificate with the Court (the “**Termination Time**”):
      - a) terminating these CCAA proceedings (Court File No. 2503 – 13640) of the Coast Auto Group (the “**CCAA Proceedings**”);
      - b) terminating the Administration Charge, Interim Lender’s Charge, Sales Agent Charge, KERP Charge and D&O Charge (the “**Charges**”), all as defined in and created pursuant to the ARIO (as defined below); and
      - c) discharging BDO as Monitor and granting certain releases in favour of the Monitor, and its counsel;
    - (iv) authorizing the Monitor to make distributions of any remaining funds less the Bankruptcy Reserve (as defined below) to the Bank of Montreal (“**BMO**”) in its capacity as both interim lender and senior secured lender;

- (v) authorizing and empowering, but not requiring, the Monitor for and on behalf of some or all of the Coast Auto Group entities to make assignments in bankruptcy pursuant to the *Bankruptcy and Insolvency Act*, RSC 1985, c. B-3 (“**BIA**”), and authorizing and empowering, but not requiring, BDO, to act as trustee in bankruptcy (BDO acting in such capacity, or such other licenced trustee as may be engaged to act as trustee in bankruptcy, the “**Trustee**”) in respect of some or all of the Coast Auto Group entities, and to fund a reasonable retainer to the Trustee from the Bankruptcy Reserve (as defined in the Third Report);
  - (vi) approving the pre-filing report of BDO in its capacity as proposed Monitor dated July 8, 2025 (the “**Pre-Filing Report**”), the first report of the Monitor dated July 21, 2025 (the “**First Report**”), the second report of the Monitor dated October 8, 2025 (the “**Second Report**”), and the Third Report of the Monitor dated December 2, 2025 (the “**Third Report**” and, together, the “**Reports**”) and the actions, conduct and activities of the Monitor set out therein;
  - (vii) approving the Monitor’s and its legal counsel’s professional fees and disbursements as set out in the affidavit of Clark Lonergan sworn December 2, 2025 (the “**Fee Affidavit**”); and
  - (viii) waiving and dispensing with the requirement for the Monitor and its counsel to pass their accounts for the balance of their fees incurred to the Termination Time.
- (b) such further and other relief as counsel may advise and this Honourable Court may permit.

**GROUND FOR MAKING THIS APPLICATION:**

CCAA Proceedings

2. Capitalized terms used herein but not otherwise defined have the meaning ascribed to them in the Third Report.

1. On July 16, 2025, upon application by BMO, the Honourable Justice M.E. Burns of the Court of King's Bench of Alberta (the "**Court**") granted an initial order (the "**Initial Order**") pursuant to the CCAA. Among other things, pursuant to the Initial Order, the Court:
  - (a) granted an initial stay of proceedings in favour of the Coast Auto Group up to and including July 26, 2025 (the "**Stay Period**") to permit the Monitor to devise a proposed court-supervised sale and investment solicitation process ("**SISP**");
  - (b) appointed BDO as Monitor, with expanded powers, of the Coast Auto Group;
  - (c) granted the Administration Charge on the property of the Coast Auto Group in the amount of \$275,000 as security for the professional fees and disbursements of BMO's legal counsel, the Monitor, and its legal counsel; and
  - (d) approved interim financing pursuant to an interim financing term sheet dated July 16, 2025, together with the Interim Lender's Charge in the amount of \$350,000 in favour of Bank of Montreal as interim lender.
  
2. On July 25, 2025, the Honourable Justice M.H. Bourque granted an amended and restated initial order (the "**ARIO**"). Pursuant to the ARIO, among other things, the Court:
  - (a) extended the Stay Period until and including October 19, 2025;
  - (b) increased the Administration Charge to \$600,000;
  - (c) increased the Interim Lender's Charge to \$2,500,000;
  - (d) granted the Sales Agent Charge in favour of Dealer Solutions North America, Inc. ("**DSMA**"), in its capacity as sales agent in the maximum amount of \$350,000;
  - (e) granted the D&O Charge in favour of the directors and officers of the Coast Auto Group in the maximum amount of \$250,000;
  - (f) approved a key employee retention plan, together with the KERP Charge in favour of certain key personnel in the maximum amount of \$125,000;
  - (g) permitted the Coast Auto Group, with the consent of BMO, to make pre-filing payments to critical suppliers up to an aggregate amount of \$50,000; and

- (h) further expanded the powers of the Monitor.
3. On the same day, the Court also granted an Order authorizing the Monitor and DSMA in its capacity as sales agent, to conduct the SISP.
  4. On October 16, 2025, the Honourable Justice D.R. Mah granted:
    - (a) an approval and vesting order, among other things, approving and authorizing the sale transaction (the “**Drayton Valley Transaction**”) of certain of the assets, undertakings and properties of Coast Drayton Valley and 246 (together, the “**Drayton Valley Vendors**”), pursuant to a purchase and sale agreement between the Drayton Valley Vendors as vendors and Stetson CDJR Ltd. and Stetson CDJR Properties Ltd. as purchasers (the “**Drayton Valley Purchasers**”) dated as of October 7, 2025;
    - (b) an approval and vesting order, among other things, approving and authorizing the sale transaction (the “**North Van Transaction**”) of certain of the assets, undertakings and properties of Coast North Van (the “**North Van Vendor**”), pursuant to a purchase and sale agreement between the North Van Vendor as vendor and 1559054 B.C. Limited as purchaser (the “**North Van Purchaser**”) dated as of October 6, 2025;
    - (c) an ancillary relief order, among other things:
      - (i) extending the Stay Period up to and including December 12, 2025;
      - (ii) approving the accounts for the fees and disbursements of the Monitor and its legal counsel;
      - (iii) authorizing the Monitor to make distributions to BMO in its capacity as both interim lender and senior secured lender; and
      - (iv) adjourning *sine die*, the approval of the Pre-Filing Report, the First Report, and the Second Report, and the actions, conduct, and activities of the Monitor set out therein.

#### **Activities of the Monitor Since Filing the Second Report**

5. Since the filing of the Second Report, the Monitor has:

- (a) held regular discussions with BMO, Coast Auto Group, and key stakeholders regarding operations, liquidity, and restructuring initiatives;
- (b) continued to assist the Coast Auto Group with employee, vendor and supplier communications;
- (c) continued to respond to creditor and vendor inquiries relating to these CCAA Proceedings;
- (d) provided oversight and support to the Coast Auto Group's treasury functions, including interim financing reporting requirements through:
  - (i) implementing a weekly treasury monitoring protocol;
  - (ii) conducting variance analysis between actual and forecasted cash flow and submitting variance updates to BMO; and
  - (iii) facilitating interim financing requests;
- (e) supervised and assisted with activities related to the Drayton Valley Transaction and the North Van Transaction (together, the "**Transactions**"), including:
  - (i) assisting the Coast Auto Group and Sales Agent in corresponding and providing additional information and analysis to Drayton Valley Purchasers and North Van Purchaser (together with the Drayton Valley Purchasers, the "**Purchasers**");
  - (ii) participating in various meetings with Purchasers;
  - (iii) facilitating North Van Purchaser communications and meetings with the union;
  - (iv) facilitating communications and meetings among the Purchasers and the Dealerships' original equipment manufacturer, Stellantis Canada Inc. ("**Stellantis Canada**");
  - (v) performing all required closing activities associated with the Transactions and/or activities required to extend the timeline for closing of the North Van Sale Agreement and the Drayton Valley Sale Agreement;
  - (vi) communicating with Stellantis Canada regarding the termination of existing dealership agreements, cut-off items and other transition items associated with the Transactions; and
  - (vii) working with legal counsel to close and/or extend the closing date of the Transactions;

- (f) corresponded with Blakes and counsel to BMO regarding matters related to these CCAA Proceedings;
- (g) assisted the Company in preparation of the prepared the Third Revised Cash Flow Forecast;
- (h) prepared and executed on the sale of any vehicles (i.e. used or 2024 vehicles) that will not be acquired under the Transactions;
- (i) paid out the required KERP amounts on October 31, 2025; and
- (j) prepared the Third Report.

### **Discharge of the Monitor and Termination of the CCAA Proceedings**

3. The administration of these CCAA Proceedings is nearing completion. The Drayton Valley Transaction is anticipated to close on or before December 3, 2025. The North Van Transaction is anticipated to close on or before December 15, 2025. Once the Transactions close, the Coast Auto Group will have no material assets or operating businesses remaining.
4. The proposed CCAA Termination Order provides that these CCAA Proceedings will be terminated upon filing with the Court an executed certificate of the Monitor (the “**CCAA Termination Certificate**”) certifying that, to the knowledge of the Monitor, all matters to be attended to in connection with these CCAA Proceedings have been completed to the satisfaction of the Monitor. At such time, BDO will be discharged as Monitor, and all claims against the Monitor and its counsel, and each of their respective affiliates, officers, directors, partners, employees and agents will be released. Additionally, the Charges will be fully discharged and extinguished.

### **Stay Extension**

5. The Stay Period is set to expire on December 12, 2025. The continuation of the stay of proceedings is necessary to provide stability during the remaining administration of these CCAA Proceedings. Accordingly, the Monitor is seeking an extension of the Stay Period until and including the earlier of January 30, 2026 or the filing of the CCAA Termination Certificate.

6. The remaining matters and wind-down activities to be performed in these CCAA Proceedings (the “**Residual CCAA Matters**”) are described in the Third Report.
7. The extension of the Stay Period is supported by the Monitor’s latest cash flow analysis and the Monitor anticipates this will provide sufficient time to complete the administration of the Residual CCAA Matters.
8. In the Monitor’s view, the Coast Auto Group has acted and continues to act in good faith and with due diligence.
9. The Monitor does not believe that any creditor will be materially prejudiced if the stay of proceedings is extended.

#### **Bankruptcy Relief and Winding-Down**

10. The Monitor understands that certain of the Coast Auto Group entities may have pre-filing sales tax arrears outstanding. To appropriately and efficiently wind-down the remaining estates of the Coast Auto Group entities, including to make the *Wage Earner Protection Program Act* available to employees of the Coast Auto Group that are not transferred to the Purchasers, the Monitor is proposing that it be authorized, but not required, to assign some or all of the Coast Auto Group entities into bankruptcy, and that BDO be authorized and empowered, but not required, to act as trustee in bankruptcy in respect of some or all of the Coast Auto Group entities. BDO is an experienced licensed insolvency trustee and has the requisite expertise, experience, and qualifications to oversee the assignments and bankruptcy proceedings.

#### **Distribution**

11. The Monitor was previously authorized to make distributions of (i) ordinary course sales to reduce amounts outstanding under the Floorplan Credit Facilities, and (ii) proceeds of the Transactions. The Monitor anticipates that certain additional funds may be available for distribution to BMO. As set out in the First Report, the Monitor’s counsel has previously opined on the enforceability of BMO’s security interest and BMO has made first in time registrations in respect of that security. The Monitor should be granted authority to distribute any remaining funds available, other than the Bankruptcy Reserve, to BMO immediately prior to the CCAA Termination Time.

**Approval of Fees, Reports, and Activities**

12. The Monitor's fees and disbursements for the period September 27, 2025, to November 28, 2025, and the Monitor's counsel's fees for the period of September 1, 2025, to November 21, 2025, should be approved.
13. The Monitor's and its legal counsel's fees and disbursements are reasonable in the circumstances and have been validly incurred in accordance with the provisions of the orders of this Court in these CCAA Proceedings.
14. The Monitor and its counsel should not be required to pass their accounts for the balance of their fees incurred to the Termination Time. BMO is the only party with an economic interest in the fees paid to the Monitor and its legal counsel and it would not be a constructive use of the judicial resources or estate funds to require a further fee approval application unless such approval is requested by BMO.
15. The Reports and the actions, conduct, and activities of the Monitor set out therein, should be approved.
16. The Monitor has acted reasonably and in good faith throughout the CCAA Proceedings.

**Affidavits or other evidence to be used in support of this Application**

17. Third Report of the Monitor.
18. The Previous Reports filed in these proceedings.
19. The Affidavit of Clark Lonergan sworn December 2, 2025.
20. Such further and other material and evidence as counsel may advise and this Honourable Court permits.

**Applicable rules:**

21. *Alberta Rules of Court*, AR 124/2010.
22. *Bankruptcy and Insolvency General Rules*.

**Applicable Acts and regulations:**

23. *Companies' Creditors Arrangement Act*, RSC 1985, c C-36, as amended.

24. *Bankruptcy and Insolvency Act*, RSC 1985 c B-3, as amended.
25. Such further and other Acts and Regulations as counsel may advise and this Honourable Court may permit.

**Any irregularity complained of or objection relied on:**

26. None.

**How the application is proposed to be heard or considered:**

27. Via Webex, on the Edmonton Commercial List before the Honourable Justice L. K. Harris.

**WARNING**

If you do not come to Court either in person or by your lawyer, the Court may give the applicant(s) what they want in your absence. You will be bound by any order that the Court makes.

If you want to take part in this application, you or your lawyer must attend in Court on the date and at the time shown at the beginning of the form. If you intend to rely on an affidavit or other evidence when the application is heard or considered, you must reply by giving reasonable notice of the material to the applicant.

## **Appendix “A”**

### **Webex Details**

**Virtual Courtroom 86** has been assigned for the above noted matter:

Virtual Courtroom Link: <https://albertacourts.webex.com/meet/virtual.courtroom86>

#### **Instructions for Connecting to the Meeting**

1. Click on the link above or open up Chrome or Firefox and cut and paste it into your browser address bar.
2. If you do not have the Cisco Webex application already installed on your device, the site will have a button to install it. Follow installation instructions. Enter your full name and email address when prompted.
3. Click on the **Open Cisco Webex Meeting**.
4. You will see a preview screen. Click on **Join Meeting**.

#### **Key considerations for those attending:**

1. Please connect to the courtroom 15 minutes prior to the start of the hearing.
2. Please ensure that your microphone is muted and remains muted for the duration of the proceeding, unless you are speaking. Ensure that you state your name each time you speak.
3. If bandwidth becomes an issue, some participants may be asked to turn off their video and participate by audio only.

**Note: Recording or rebroadcasting of the video is prohibited.**

**Note: It is highly recommended you use headphones with a microphone or a headset when using Webex. This prevents feedback.**

For more information relating to Webex protocols and procedures, please visit: <https://www.albertacourts.ca/qb/court-operations-schedules/webex-remote-hearings-protocol>

You can also join the meeting via the “Cisco Webex Meetings” App on your smartphone/tablet or other smart device. You can download this via the App marketplace and join via the link provided above.

**Schedule "A"**

**Form of Order**

Termination of CCAA Proceedings and Ancillary Relief

COURT FILE NUMBER 2503-13640

COURT COURT OF KING'S BENCH OF ALBERTA

JUDICIAL CENTRE EDMONTON

MATTER IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, RSC 1985, c. C-36, as amended  
AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF COAST AUTOMOTIVE GROUP INC., COAST NORTH VANCOUVER AUTO SALES INC., COAST AUTO DRAYTON INC., AND 2461765 ALBERTA LTD.

APPLICANT BDO CANADA LIMITED, IN ITS CAPACITY AS COURT-APPOINTED MONITOR OF COAST AUTOMOTIVE GROUP INC., COAST NORTH VANCOUVER AUTO SALES INC., COAST AUTO DRAYTON INC., AND 2461765 ALBERTA LTD.

DOCUMENT **ORDER (TERMINATION OF CCAA PROCEEDINGS AND ANCILLARY RELIEF)**

ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT BLAKE CASSELS & GRAYDON LLP  
3500, 855 2<sup>nd</sup> Street SW  
Calgary, Alberta T2P 4J8

Attention: Kelly Bourassa / Aryo Shalviri  
Telephone: (403) 260-9697 / (416)863-2962  
Email: [kelly.bourassa@blakes.com](mailto:kelly.bourassa@blakes.com) / [aryo.shalviri@blakes.com](mailto:aryo.shalviri@blakes.com)

**DATE ON WHICH ORDER WAS PRONOUNCED:** December 9, 2025

**LOCATION WHERE ORDER WAS PRONOUNCED:** Edmonton Law Courts

**NAME OF JUSTICE WHO MADE THIS ORDER:** The Honourable Justice L.K. Harris

**UPON** the application (the "**Application**") of BDO Canada Limited, in its capacity as court-appointed Monitor (in such capacity and not in its personal or corporate capacity, the "**Monitor**" or "**BDO**") of Coast Automotive Group Inc., Coast North Vancouver Auto Sales Inc. ("**Coast North Van**"), Coast Auto Drayton Inc. ("**Coast Drayton Valley**"), and 2461765 Alberta Ltd ("**246**", and collectively, the "**Coast Auto Group**");

**AND UPON** having read the Application, the initial order granted by the Honourable Justice M.E. Burns on July 16, 2025 (the “**Initial Order**”), as amended and restated by the order of the Honourable Justice M.H. Bourque granted on July 25, 2025 (the “**ARIO**”), the pre-filing report of the Monitor dated July 8, 2025 (the “**Pre-Filing Report**”), the first report of the Monitor dated July 21, 2025 (the “**First Report**”), the second report of the Monitor dated October 8, 2025 (the “**Second Report**”), the third report of the Monitor dated December 2, 2025 (the “**Third Report**”), the Affidavit of Clark Lonergan sworn December 2, 2025 (the “**Fee Affidavit**”), and the affidavit of service;

**AND UPON** hearing counsel for the Monitor, counsel for the Bank of Montreal, and any other interested parties who may be present;

**IT IS HEREBY ORDERED AND DECLARED THAT:**

**SERVICE**

1. Service of notice of this application and supporting materials is hereby declared to be good and sufficient, no other person is required to have been served with notice of this application, and the application is properly returnable today.

**STAY EXTENSION**

2. The Stay Period, as ordered and defined in paragraph 13 of the ARIO, is extended until and including the earlier of January 30, 2026, or the filing of the CCAA Termination Certificate (as defined herein).

**TERMINATION OF CCAA PROCEEDINGS**

3. Upon filing of an executed certificate in substantially the form attached hereto as **Schedule “A”** (the “**CCAA Termination Certificate**”), certifying that, to the knowledge of the Monitor, all matters to be attended to in connection with these CCAA proceedings (Court File No. 2503 – 13640) of the Coast Auto Group (the “**CCAA Proceedings**”) have been completed to the satisfaction of the Monitor, save and except as provided in this Order (collectively, the “**Residual CCAA Matters**”), these CCAA Proceedings shall be automatically terminated without any further Order, act or formality (the “**CCAA Termination Time**”), provided that nothing herein impacts the validity of any Orders made in these CCAA Proceedings or any actions or steps taken by any person pursuant to or as authorized by any Orders of the Court made in these CCAA Proceedings.

## TERMINATION OF COURT-ORDERED CHARGE

4. Upon the Monitor filing the CCAA Termination Certificate:
  - a) the Administration Charge, as defined in and created pursuant to the Initial Order, as amended and restated by the ARIO, will be fully discharged and extinguished;
  - b) the Interim Lender's Charge, as defined in and created pursuant to the Initial Order, as amended and restated by the ARIO, will be fully discharged and extinguished;
  - c) the Sales Agent Charge, as defined in and created pursuant to the ARIO will be fully discharged and extinguished;
  - d) the D&O Charge, as defined in and created pursuant to the ARIO will be fully discharged and extinguished; and
  - e) the KERP Charge, as defined in and created pursuant to the ARIO will be fully discharged and extinguished.

## DISCHARGE OF THE MONITOR

5. No action or other proceedings shall be commenced against the Monitor in any way arising from or related to its capacity or conduct as Monitor, except with prior leave of this Court on notice to the Monitor, and upon such terms as this Court may direct.
6. Upon the Monitor filing the CCAA Termination Certificate confirming that the Residual CCAA Matters have been completed (the "**Termination Time**"), BDO shall be discharged as Monitor of the Coast Auto Group, provided however, that notwithstanding its discharge herein: (a) the Monitor shall remain Monitor for the performance of such incidental duties as may be required to complete the administration of the CCAA Proceedings; and (b) the Monitor shall continue to have the benefit of the provisions of all Orders made in these CCAA Proceedings, including all approvals, protections, and stays of proceedings in favour of the Monitor in its capacity as Monitor.
7. Effective as of the Termination Time, in addition to the protections in favour of the Monitor in any Order of this Court in the CCAA Proceedings or the CCAA, the Monitor and Blake, Cassels & Graydon LLP in its capacity as counsel to the Monitor, and each of their respective affiliates and officers, directors, partners, employees and agents (collectively the "**Released Parties**") are hereby released and discharged from any and all claims that any person may have or be entitled to assert against the Released Parties whether known

or unknown, matured or unmatured, foreseen or unforeseen, existing or hereafter arising, based in whole or in part on any act or omission, transaction, dealing or other occurrence existing or taking place on or prior to the Termination Time in any way relating to, arising out of or in respect of the within CCAA Proceedings (collectively, the “**Released Claims**”) and any such Released Claims are hereby released, stayed, extinguished and forever barred and the Released Parties shall have no liability in respect thereof, provided that the Released Claims shall not include any claim or liability arising out of any fraud, gross negligence or wilful misconduct on the part of the Released Parties.

8. No action or other proceedings shall be commenced against any of the Released Parties in any way arising from or related to the within CCAA Proceeding, except with prior leave of this Court on at least seven days’ prior written notice to the applicable Released Party, and provided that any such Order granting leave includes a term granting the applicable Released Party security for its costs and the costs of its counsel in connection with any proposed action or proceeding, such security to be on terms this Court deems just and appropriate.

#### **BOOKS AND RECORDS**

9. Following the CCAA Termination Time, the Monitor is authorized, but not required, to destroy or otherwise dispose of the books and records of the Coast Auto Group, subject to preserving such records as required by statute.

#### **FINAL DISTRIBUTION**

10. The Monitor is hereby authorized to distribute any and all remaining funds in the possession of the Monitor, other than the Bankruptcy Reserve (as defined in the Third Report) prior to the Termination Time to BMO on account of principal, interest, fees and expenses owing to BMO by the Coast Auto Group.

#### **BANKRUPTCY**

11. From and after the date hereof, whether prior to or following the CCAA Termination Time, (a) each of the Coast Auto Group entities is authorized to make an assignment in bankruptcy pursuant to the *Bankruptcy and Insolvency Act*, RSC 1985, c. B-3 (“**BIA**”), (b) the Monitor is hereby authorized and empowered, but not required, to make such assignment in bankruptcy on behalf of each of the members of the Coast Auto Group and to take any steps incidental thereto, including, for certainty, to execute, endorse, and file, for and on behalf and in the name of some or all of the Coast Auto Group, any documents

or instruments of whatever nature as may be necessary or desirable in connection therewith, including in the performance of any statutory obligations of some or all of the Coast Auto Group under the *BIA*; (c) BDO is hereby authorized and empowered, but not required, to act as trustee in bankruptcy (BDO acting in such capacity, or such other licenced trustee as may be engaged to act as trustee in bankruptcy, the “**Trustee**”) in respect of some or all of the Coast Auto Group; and (d) the Monitor is authorized and empowered, but not required, to (i) transfer from the Bankruptcy Reserve (as defined in the Third Report) to the Trustee, from time to time, a reasonable retainer and/or funding for costs associated with the bankruptcies of the Coast Auto Group entities, and (ii) to remit any funds held by it to the Trustee for distributions to BMO. For greater certainty, no resolutions or other authorizations from any director, officer, or shareholder of some or all of the Coast Auto Group will be required to commence any such bankruptcy proceeding.

#### **APPROVAL OF FEES, REPORTS, AND ACTIVITIES**

12. The accounts of the Monitor and its legal counsel, Blake, Cassels & Graydon LLP, for their respective fees and disbursements, as set out in the Fee Affidavit are hereby approved without the necessity of a formal passing of its accounts.
13. The requirement of the Monitor and the Monitor's counsel to pass their accounts is hereby waived and dispensed with in respect of the period to the Termination Time, provided that the Monitor and its counsel provides BMO with a written statement of the quantum of such accounts from time to time and BMO does not request in writing that the Monitor or its counsel pass their accounts for such period.
14. The Pre-Filing Report, the First Report, the Second Report, and the Third Report, and the actions, conduct, and activities of the Monitor set out therein, are hereby ratified and approved.

#### **SERVICE OF ORDER**

15. Service of this Order may be effected by facsimile, electronic mail, personal delivery, courier or regular mail.

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Justice of the Court of King's Bench of  
Alberta

**SCHEDULE "A"**

Clerk's Stamp

**FORM OF CCAA TERMINATION CERTIFICATE**

COURT FILE NUMBER 2503-13640

COURT COURT OF KING'S BENCH OF ALBERTA

JUDICIAL CENTRE EDMONTON

MATTER IN THE MATTER OF THE COMPANIES'  
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DOCUMENT CCAA TERMINATION CERTIFICATE

ADDRESS FOR SERVICE AND  
CONTACT INFORMATION OF PARTY  
FILING THIS DOCUMENT BLAKE CASSELS & GRAYDON LLP  
3500, 855 2<sup>nd</sup> Street SW  
Calgary, Alberta T2P 4J8

Attention: Kelly Bourassa / Aryo Shalviri  
Telephone: (403) 260-9697 / (416)863-2962  
Email: [kelly.bourassa@blakes.com](mailto:kelly.bourassa@blakes.com) /  
[aryo.shalviri@blakes.com](mailto:aryo.shalviri@blakes.com)

**RECITALS**

- A. BDO Canada Limited ("**BDO**"), was appointed as the Monitor of Coast Automotive Group Inc., Coast North Vancouver Auto Sales Inc., Coast Auto Drayton Inc., and 2461765 Alberta Ltd. (collectively, the "**Coast Auto Group**"), in the within proceedings commenced under the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**") pursuant to an Initial Order of the Honourable Justice M.E. Burns on July 16, 2025 (as amended and restated).

- B. This CCAA Termination Certificate is the CCAA Termination Certificate referred to in paragraph 3 of the Order of the Honourable Justice L.K. Harris dated December 9, 2025 (the “**CCAA Termination Order**”), a copy of which is attached hereto.
- C. Pursuant to the CCAA Termination Order, upon filing of this CCAA Termination Certificate with the Court, among other things: (i) BDO will be discharged as the Monitor, (ii) the CCAA proceedings shall be automatically terminated, and (iii) the Released Parties will obtain the benefits of the Released Claims, all in accordance with the terms of the CCAA Termination Order.
- D. Capitalized terms used but not defined herein have the meanings ascribed to them in the CCAA Termination Order.

**THE MONITOR CERTIFIES** that to the knowledge of the Monitor, the Residual CCAA Matters have been completed to the satisfaction of the Monitor.

**ACCORDINGLY**, the Monitor now considers it appropriate that the CCAA Proceedings be terminated in accordance with the CCAA Termination Order.

**DATED** at Toronto, Ontario this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_.

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BDO CANADA LIMITED in its capacity as Court-appointed Monitor of Coast Automotive Group Inc., Coast North Vancouver Auto Sales Inc., Coast Auto Drayton Inc., and 2461765 Alberta Ltd., and not in its personal or corporate capacity.