

**2025 01G 0491**  
**IN THE SUPREME COURT OF NEWFOUNDLAND AND LABRADOR**  
**IN BANKRUPTCY AND INSOLVENCY**

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

**AND IN THE MATTER OF** an application of Karwood Contracting Ltd., Karwood Engineering Ltd., Karwood Design Group Ltd., and Karwood Ontario Ltd. (the “**Applicants**”)

**NOTICE OF MOTION**

<b>SUMMARY OF CURRENT DOCUMENT</b>	
<b>Court File Number:</b>	2025 01G 0491
<b>Date of Filing of Document:</b>	04 April 2025
<b>Name of Filing Party or Person:</b>	Applicants
<b>Application to which Documents Being Filed Relates:</b>	Notice of Motion filed by the Applicants
<b>Statement of Purpose of Filing:</b>	Seeking approval for a sale of property
<b>Court Sub-File Number, if any:</b>	N/A

The Applicants make a motion before the Honourable Justice MacDonald of the Newfoundland and Labrador Supreme Court (sitting in Bankruptcy and Insolvency) to be heard on 11 April 2025, or as soon after that time as the motion may be heard.

**THIS MOTION IS FOR:**

1. The Applicants seek an Order pursuant to the CCAA substantially in the form attached as **Schedule “B”** to this Motion, which, among other things:
  - a. abridges the notice periods pursuant to s. 11 of the CCAA and Rules 3.03(1), 6.04(2), and 6.06 of the *Rules of the Supreme Court, 1986*, SNL 1986, c. 42,

Schedule D, as amended (the "**Rules**");

- b. directs that service on the Service List attached as **Schedule "A"** to this Notice of Motion is sufficient for the purpose of this Motion pursuant to s. 11 of the CCAA;
  - c. approves the proposed property sale transaction outlined herein (the "**Purchased Property**"), thereby vesting the right, title and interest in the Purchased Property in the purchaser.
- 2 Capitalized terms used but not defined in this Notice of Motion shall have the meanings given to them in the Amended and Restated Initial Order ("**ARIO**").

**THE FOLLOWING EVIDENCE** will be relied upon at the hearing of this Motion:

- a. affidavit of Gregory Hussey, to be filed;
- b. such further and other evidence as counsel may advise.

**GROUND FOR THE MOTION:**

- 3 In January 2025, the Applicants were granted protection under s. 11 of the CCAA (the "**Initial Order**"). The relief outlined in the Initial Order was extended by virtue of the Amended and Restated Initial Order ("**ARIO**").
- 4 The Applicants' assets include real property located in the Province of Newfoundland and Labrador. The Applicants are currently seeking Court approval for the sale of one parcel of land located in Paradise, NL.
- 5 The Agreement of Purchase and Sale ("**APS**") relating to the property for which the sales approval is requested, and the amendments thereto, is attached to the Affidavit of Gregory Hussey as **Confidential Exhibit "A"**.
- 6 The APS is dated 12 July 2023 and pertains to 59 Silver Birch Crescent, Paradise, NL. The parties to the APS are Karwood Contracting Ltd. as Vendor and Matthew Strowbridge as Purchaser.
7. The proposed sale for which the Applicants seek Court approval meets an assessment of fair market value and is supported by the Applicants and the Monitor as being in the best interest of all stakeholders, in addition to complying with s. 36(1)

of the CCAA and meeting the Soundair test.

**CONCLUSION:**

8 The Applicants repeat the foregoing and request approval of the transaction proposed and a formal vesting order vesting all rights, title, and interest in and to the Purchased Property free and clear of all charges, liens, and encumbrances.

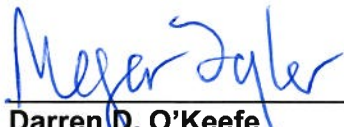
**GROUND:**

9 In addition to the other grounds discussed herein, the Applicants rely on:

- a. the provisions of the CCAA;
- b. the provisions of the *Rules of the Supreme Court, 1986*;
- c. the inherent and equitable jurisdiction of this Honourable Court;
- d. such further and other grounds as counsel may advise.

**DATED** at St. John's, in the Province of Newfoundland and Labrador, this 4<sup>th</sup> day of April 2025.

**O'KEEFE & SULLIVAN**

*for*   
\_\_\_\_\_  
**Darren D. O'Keefe**  
Solicitor for the Applicants  
Suite 202, 80 Elizabeth Ave.  
St. John's, NL, A1A 1W7  
dokeefe@okeefesullivan.com

**To:** The Honourable Supreme Court  
233 Duckworth Street,  
St. John's, NL, A1C 1B6

**And to:**

The Service List attached hereto as **Schedule "A"**

**KARWOOD CONTRACTING LTD. AND KARWOOD ENGINEERING INC. AND KARWOOD  
ONTARIO LTD. AND KARWOOD DESIGN GROUP LTD.**

**SCHEDULE "A"  
MASTER SERVICE  
LIST**

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<p><b>ROYAL BANK OF CANADA</b> 1871 Hollis Street, 7<sup>th</sup> Floor Halifax, NS B3J 1M7</p> <p>David Savoie 902-421-4905 David.Savoie@rbc.com</p>	<p><b>AXIOM LEASING INC.</b> 4 Robert Speck Pkwy 15th Floor, Mississauga, ON L4Z 1S1</p>
<p><b>MOSKOWITZ CAPITAL MORTGAGE FUND II INC.</b></p> <p><b>Stewart McKelvey</b> Suite 1100, Cabot Place 100 New Gower St. St. John's, N.L. A1C 6K3 Tel 709.570.8851 Fax 709.722.4565</p> <p><b>Stephen Winter</b> swinter@stewartmckelvey.com</p> <p><b>Joe Thorne</b></p>	<p><b>BANK OF MONTREAL</b> 31 Water Street St. John's NL A1C 1A9 Canada</p> <p><b>Raffael Di Genova</b> Raffael.digenova@bmo.com</p> <p><b>Cox &amp; Palmer</b> Scotia Centre, 235 Water St suite 1100, St. John's, NL A1C 1B6</p> <p><b>Josh McElman</b> jmcelman@coxandpalmer.com</p>

<p>joethorne@stewartmckelvey.com</p>	<p><b>Allison Philpott</b>  aphilpott@coxandpalmer.com</p> <p><b>Counsel for the Bank of Montreal</b></p>
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<p><b>DEPARTMENT OF FINANCE</b>  Dept of Digital Government and Service NL  2<sup>nd</sup> Floor, West Block, P.O. Box 8700  St. John's, NL A1B 4J6  Tel 709-729-2981  Fax 709-729-2091</p> <p>collections@gov.nl.ca</p>	<p><b>Boreal Atlantic Ltd.</b>  239 Main Street  Milltown  NL Canada  A0H 1W0</p> <p><b>White Wayne Law Office</b>  wayne@waynewhitelaw.ca</p> <p>386 Elizabeth Ave,  St. John's, NL  A1B 3G3</p>
<p><b>WORKPLACE NL</b>  PO Box 9000  St. John's, NL  A1A 3B8</p> <p><b>Jennifer Langdon</b>  jennifer.langdon@workplacenl.ca</p>	<p><b>STEELCASE FINANCIAL SERVICES LTD.</b>  200 King Street west  Suite 2400  Toronto ON  M5H 3T4</p>
<p><b>FORD CREDIT CANADA LEASING, DIVISION  OF CANADIAN ROAD LEASING COMPANY</b>  PO Box 2400  Edmonton AB T5J 5C7  Canada  ON L4S 0C8</p>	<p><b>LIBRO CREDIT UNION LTD.</b>  217 York Street  London, Ontario  N6A 5P9</p>

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<b>DEPARTMENT OF JUSTICE CANADA</b> <b>CRA</b> Suite 1400, Duke Tower 5251 Duke Street Halifax NS B3J 1P3 Tel: 782-409-0068  <b>Deanna Frappier, K.C.</b> Deanna.Frappier@justice.gc.ca <b>Caitlin Ward</b> caitlin.ward@justice.gc.ca	<b>Kent Building Supplies</b> c/o Learmonth, Boulos & Fitzgerald 804-140 Water St. PO Box 700, Stn. C St. John's, Newfoundland and Labrador A1C 5L4  <b>R. Barry Learmonth</b> Email: barry@lbflegal.com

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