ONTARIO SUPERIOR

COURT OF JUSTICE

(COMMERCIAL LIST)

THE HONOURABLE)	FRIDAY, THE 3rd
JUSTICE OSBORNE)	DAY OF OCTOBER, 2025

BETWEEN:

RI FLOW LLC and NFS LEASING CANADA LTD.

Applicants

and

FLOW BEVERAGE CORP., FLOW WATER INC., FLOW BEVERAGES INC., 2446692 ONTARIO LIMITED, and FLOW GLOW BEVERAGES INC.

Respondents

APPLICATION UNDER section 243(1) of the *Bankruptcy and Insolvency Act*, RSC 1985, c B-3, as amended and section 101 of the *Courts of Justice Act*, RSO 1990, c C43, as amended

ANCILLARY ORDER

THIS MOTION, made by Richter Inc., in its capacity as Court-appointed receiver (in such capacity, the "Receiver") without security, of all of the assets, undertaking and properties of Flow Beverage Corp. ("FBC"), Flow Water Inc. ("FWI"), Flow Beverages Inc. ("FBI"), 2446692 Ontario Limited ("244 Ltd"), and Flow Glow Beverages Inc. ("FGB", and collectively with FBC, FWI and 244 Ltd, the "Debtors"), acquired for, or used in relation to a business carried on by the Debtors, for an order, among other things: (a) approving the First Report (as defined below) and the conduct and activities of the Receiver described therein; (b) sealing the confidential appendices to the First Report; and (c) approving the fees and disbursements of the Receiver and those of its counsel, was heard this day by Zoom videoconference in Toronto, Ontario.

ON READING the First Report of the Receiver dated as of September 23, 2025 (the "First Report"), the Supplement to the First Report of the Receiver dated October 1, 2025 (the "Supplemental Report"), the Affidavit of Andrew Adessky affirmed September 23, 2025 (the "Richter Fee Affidavit"),

the Affidavit of Patryk Sawicki affirmed September 23, 2025 (the "Gowling Fee Affidavit"), and on hearing the submissions of counsel for the Receiver, counsel for RI WaterCo ULC, and any other parties listed on the counsel slip, no one appearing for any other party, although duly served as appears from the Lawyer's Certificate of Service of Patryk Sawicki dated September 25, 2025 and the Lawyer's Certificate of Service of Patryk Sawicki dated October 2, 2025:

- 1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and Motion Record of the Receiver is hereby abridged and validated so that this motion is properly returnable today and hereby dispenses with further service thereof.
- 2. **THIS COURT ORDERS** that capitalized terms used in this Order and not otherwise defined herein shall have the meanings ascribed to them in the First Report.
- 3. **THIS COURT ORDERS** that the First Report and the Supplemental Report and the activities and conduct of the Receiver described in each report are hereby approved; *provided that* only the Receiver, in its personal capacity and solely with respect to its own personal liability, may rely on or otherwise invoke this approval.
- 4. **THIS COURT ORDERS** that the fees and disbursements of the Receiver for the period from September 2 to September 14, 2025, all as set out in the Richter Fee Affidavit, are approved.
- 5. **THIS COURT ORDERS** that the fees and disbursements of counsel to the Receiver for the period from September 1 to September 14, 2025, all as set out in the Gowling Fee Affidavit, are approved.
- 6. **THIS COURT ORDERS** that the confidential appendices "1", "2" and "3" to the First Report are sealed and shall not form part of the public record until further order of the Court.
- 7. **THIS COURT ORDERS** that this Order shall have full force and effect in all provinces and territories in Canada, and any other jurisdiction in which it is enforceable.
- 8. THIS COURT HEREBY REQUESTS the aid and recognition of other Canadian and foreign Courts, tribunals, regulatory, or administrative bodies, including any Court or administrative tribunal of any federal or State Court or administrative body in the United States of America, to act in aid of and to be complementary to this Court in carrying out the terms of this Order where required. All courts, tribunals, regulatory, and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Receiver in any foreign proceeding, or to assist the Receiver and its agents in carrying out the terms of this Order.

- 9. **THIS COURT ORDERS** that the Receiver be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order.
- 10. **THIS COURT ORDERS** that this Order and all of its provisions are effective as of 12:01 a.m. on the date of this Order without any need for entry and filing.

Court File No.: CV-25-00750817-00CL

FLOW BEVERAGE CORP. et al RI FLOW LLC et al - and -**Applicants** Respondents **ONTARIO SUPERIOR COURT OF** JUSTICE (COMMERCIAL LIST) PROCEEDINGS COMMENCED AT TORONTO **ANCILLARY ORDER GOWLING WLG (CANADA) LLP** Barristers & Solicitors 1 First Canadian Place 100 King Street West, Suite 1600 Toronto ON M5X 1G5 Asim Iqbal (LSO# 61884B) 416.862.4693 Tel: Email: asim.iqbal@gowlingwlg.com Thomas Gertner (LSO# 67756S) 416.369.4618 Tel: Email: thomas.gertner@gowlingwlg.com Patryk Sawicki (LSO# 88028I) 416.369.7246 Email: patryk.sawicki@gowlingwlg.com Lawyers for the Receiver