

**CLAIMS PROCESS INSTRUCTION LETTER**

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**IN THE MATTER OF THE JOSEPH RICHARD HOSPITALITY GROUP LTD., 1138279 B.C. LTD., 1164312 B.C. LTD., AD PROLEM CAPITAL INVESTMENTS LTD., CLOVER 67 PRIVATE DINING ROOM LTD., EDITH & ARTHUR PUBLIC HOUSE LTD., JOSEPH BOURQUE INVESTMENTS LTD., JOSEPH RICHARD INVESTMENTS LTD., JOSEPH RICHARD IP HOLDINGS LTD., JOSEPH RICHARD MANAGEMENT LTD., JRG CANTEEN VIRTUAL KITCHEN LTD., JRG CLOVER STATION LRS LTD., JRG CLOVERDALE HOLDINGS LTD., JRG CLOVERDALE VENTURES LTD., JRG FOODHALL (VANCOUVER) VENTURES LTD., JRG GLASS HOUSE ESTATES WINERY LTD., JRG LEDGEVIEW HOLDINGS LTD., JRG STEVESTON HOTELS LTD., JRG SYSTEMS LTD., JRG WHISKEY CHARLIE CAFE, PITT MEADOWS LTD., LIVELYHOOD PUBLIC HOUSE LTD., LOWERCASE CAPITAL CONSULTING LTD., MICKY'S INVESTMENTS (COQUITLAM) LTD., MONKEY SEE TIKI BAR LTD., OAK & THORNE PUBLIC HOUSE LTD., OCEANSIDE YACHT CLUB AND PUBLIC HOUSE LTD., S & L KITCHEN & BAR HOLDINGS ABBOTSFORD LTD., S & L KITCHEN & BAR HOLDINGS LANGLEY LTD., S & L KITCHEN & BAR HOLDINGS SOUTH SURREY LTD., STEVESTON HOSPITALITY SERVICES LTD., SUDO ASIAN KITCHEN HOLDINGS (LANGLEY) LTD., THE ITALIAN OSTERIA AND CHEESE BAR LTD., THE PHAT BIRD PUBLIC HOUSE LTD., THE STUDY PUBLIC HOUSE LTD., TOWNHALL HOLDINGS (ABBOTSFORD) LTD., TOWNHALL HOLDINGS (CHILLIWACK) LTD., TOWNHALL HOLDINGS (COQUITLAM) LTD., TOWNHALL HOLDINGS (MAPLE RIDGE) LTD., TOWNHALL HOLDINGS (SOUTH SURREY) LTD., TOWNHALL HOLDINGS LTD., and WHISKEY CHARLIE HOLDINGS LTD.**  
**(the "Petitioners"), and**  
**BLANK CANVAS CATERING LTD., JRG QUEENS LRS VENTURES LTD., JRG CHILLIWACK HOLDINGS LTD., JRG GROWTH VENTURES LTD., JRG PUBLISHED HOLDINGS LTD., and JRG WHIP HOLDINGS LTD.**  
**(collectively, with the Petitioners, the "Debtors")**

**CLAIMS PROCESS INSTRUCTION LETTER**

ALL CAPITALIZED TERMS NOT OTHERWISE DEFINED HEREIN HAVE THE MEANINGS GIVEN TO THEM IN SCHEDULE "A" HERETO

The Petitioners have identified you as a Person with a Claim against one or more of the Debtors. This Instruction Letter provides instructions regarding the Claims Process.

## OVERVIEW OF THE CLAIMS PROCESS

On July 27, 2023, on application by the Petitioners, the Court granted the Claims Process Order in proceedings commenced by the Petitioners under the CCAA. The Claims Process Order establishes the Claims Process by which Claims against the Debtors and their Directors and Officers may be proved.

A copy of the Claims Process Order is posted on the Monitor's Website at: [www.ey.com/ca/jrg](http://www.ey.com/ca/jrg).

The Monitor, in conjunction with the Petitioners, has sent a Claims Package to each known Creditor as of July 17, 2023, the date the CCAA Proceedings were initiated.

## PROVING YOUR CLAIM

A blank Proof of Claim form is enclosed. The completed Proof of Claim must be received by the Monitor by 5:00 p.m. (Vancouver time) on the Claims Bar Date or the Restructuring Claims Bar Date, as applicable. If no Proof of Claim is received by the Monitor by the Claims Bar Date or the Restructuring Claims Bar Date, as applicable, subject to further Order of the Court, in accordance with the Claims Process Order, then your Claims will be forever barred and extinguished, and you will be prohibited from making or enforcing a Claim against the Debtors or their Directors and Officers.

Where a Proof of Claim is received by the Monitor, the Monitor, the Petitioners and, if appropriate, the relevant Director(s) or Officer(s) will review the Proof of Claim and, as soon as reasonably practicable, determine whether the Claim or Director/Officer Claim set out in the Proof of Claim is accepted, disputed in whole, or disputed in part. Where the Claim is disputed in whole or in part, the Monitor will, within ten (10) Business Days after the Claims Bar Date or the Restructuring Claims Bar Date, as applicable, issue a Notice of Revision or Disallowance to the Creditor advising that the Creditor's Claim as set out in its Proof of Claim has been revised or disallowed and the reasons therefor.

If a Creditor objects to a Notice of Revision or Disallowance, the Creditor must notify the Monitor of the objection in writing by submitting a Notice of Dispute by prepaid registered mail, email, personal delivery, courier, or facsimile to the Monitor within ten (10) days of the date of delivery of the Notice of Revision or Disallowance. The Creditor must also, within fourteen (14) days after the date of delivery of the Notice of Revision or Disallowance, file and serve on the Petitioners and the Monitor a Notice of Application seeking to appeal the Notice or Revision or Disallowance, along with all supporting affidavit material. The appeal from the Notice of Revision or Disallowance shall proceed as a hearing *de novo*, and the parties may adduce evidence in respect of the Claim not previously included in connection with the applicable Proof of Claim or in connection with the corresponding Notice of Revision or Disallowance.

## THE MONITOR

All documentation referred to in this Instruction Letter as being deliverable to the Monitor, including a Proof of Claim or a Notice of Dispute, and all enquiries or questions regarding the Claims Process, should be addressed to the court-appointed Monitor at:

**Ernst and Young Inc.**  
Court-appointed Monitor  
Suite 1900 – 1133 Melville Street  
Vancouver, British Columbia V6E 4E5  
Attention: Kaleb Dekker

Telephone: 604.648.6716  
Fax: 604.899.3530  
Email: kaleb.dekker@parthenon.ey.com

Additional Proofs of Claim can be found on the Monitor's Website or obtained by contacting the Monitor at the address indicated above and providing your name, address, facsimile number and e-mail address. Once the Monitor has this information, you will receive, as soon as practicable, additional Proofs of Claim.

If you are submitting your Proof of Claim electronically, please submit your Proof of Claim, and any accompanying documentation, in **one** PDF file.

Proofs of Claim submitted in a currency other than Canadian Dollars will be converted to Canadian Dollars at the applicable Bank of Canada exchange rate published on July 17, 2023 (the "**Filing Date**").

### **CLAIMS PROCESS ORDER**

This Instruction Letter is provided to assist you in participating in the Claims Process. If anything in this Instruction Letter differs from the terms of the Claims Process Order, the terms of the Claims Process Order will govern.

**IN ACCORDANCE WITH THE TERMS OF THE CLAIMS PROCESS ORDER IF YOU FAIL TO FILE A PROOF OF CLAIM BY THE CLAIMS BAR DATE OR THE RESTRUCTURING CLAIMS BAR DATE, AS APPLICABLE, YOUR CLAIMS WILL BE FOREVER BARRED AND EXTINGUISHED, AND YOU WILL BE PROHIBITED FROM MAKING OR ENFORCING A CLAIM AGAINST THE DEBTOR OR ITS DIRECTORS AND OFFICERS.**

**IN ACCORDANCE WITH THE TERMS OF THE CLAIMS PROCESS ORDER, IF YOU RECEIVE A NOTICE OF REVISION OR DISALLOWANCE AND DO NOT FILE A NOTICE OF DISPUTE WITH THE MONITOR WITHIN FIVE BUSINESS DAYS AFTER THE DATE OF DELIVERY OF THE NOTICE OF REVISION OR DISALLOWANCE, YOU WILL: (I) YOU WILL BE DEEMED TO HAVE ACCEPTED THE AMOUNT AND STATUS OF YOUR CLAIM DEEMED TO HAVE ACCEPTED THE AMOUNT AND STATUS OF YOUR CLAIM AS SET FORTH IN THE NOTICE OF REVISION OR DISALLOWANCE, IF ANY; AND (II) YOU WILL HAVE NO FURTHER CLAIM AGAINST THE DEBTOR OR ANY DIRECTORS OR OFFICERS, AND ALL SUCH FURTHER CLAIMS WILL BE AUTOMATICALLY DISCHARGED AND RELEASED AND YOU WILL BE FOREVER BARRED AND ESTOPPED FROM ASSERTING OR BRINGING ANY SUCH FURTHER CLAIM.**

**DATED THE \_\_\_\_\_ DAY OF JULY, 2023 AT THE CITY OF VANCOUVER, IN THE PROVINCE OF BRITISH COLUMBIA**

**ERNST AND YOUNG INC.,**  
in its capacity as the court-appointed  
Monitor of The Joseph Richard Hospitality Group Ltd.

PER: \_\_\_\_\_

## APPENDIX “A”

### Definitions

1. “**ARIO**” means the Order made July 27, 2023, in the CCAA Proceedings, amending and restating the Initial Order, as may be amended and extended from time to time;
2. “**Business Day**” means any day other than a Saturday, Sunday or a holiday on which banks are generally closed for business in Vancouver, British Columbia;
3. “**CCAA**” means the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended;
4. “**CCAA Proceedings**” means the proceedings commenced by the Petitioner under the CCAA on the Filing Date in Supreme Court of British Columbia Action No. S-235026, Vancouver Registry;
5. “**Claim**” means any right of any Person against any of the Debtors, arising in or in connection with any jurisdiction, whether or not asserted, in connection with any indebtedness, liability or obligation of any kind of any of the Debtors owed to such Person and any interest, or penalties accrued thereon or costs payable in respect thereof, whether liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, unsecured, present, future, known or unknown, by guarantee, surety or otherwise, and whether or not such right is executory or anticipatory in nature, including the right or ability of any Person to advance a claim for contribution or indemnity or otherwise with respect to any matter, action, cause or chose in action, whether existing at present or commenced in the future, which indebtedness, liability or obligation is based in whole or in part on facts existing, or transactions which occurred, prior to the Filing Date, or which would have been claims provable in bankruptcy had the Debtors become bankrupt on the Filing Date (including for greater certainty any tax obligations and equity claims as such term is defined in the CCAA), and shall include, without limitation, any Restructuring Claim and any D&O Claim, and “**Claims**” means all of them, provided however that in no case shall “**Claim**” include an Excluded Claim;
6. “**Claims Bar Date**” means 5:00 p.m. (Vancouver time) on September 15, 2023, or such other date as may be ordered by the Court;
7. “**Claims Package**” means the document package which shall include copies of: (i) this Instruction Letter; and (ii) a blank Proof of Claim form.
8. “**Claims Process**” means the determination and adjudication of Claims to be undertaken and administered by the Monitor and the Petitioner pursuant to the terms of the Claims Process Order;

9. “**Claims Process Order**” means the Order of the Court made in the CCAA Proceedings on July 27, 2023 establishing the Claims Process;
10. “**Court**” means the Supreme Court of British Columbia;
11. “**Creditor**” means any Person having a Claim and may, where the context requires, include the assignee of a Claim or a trustee, interim receiver, receiver and manager, or other Person acting on behalf of such Person. “Creditor” shall not, however, include a Person in respect of its Excluded Claim;
12. “**D&O Claim**” means any right or claim as described in subsection 11.03(1) of the CCAA as well as any right or claim of any Person against one or more of the Directors and Officers of any nature whatsoever, present, future, due or accruing due to such Person and any interest accrued thereon or cost payable in respect thereof, whether liquidated, unliquidated, contingent, matured, unmatured, disputed, undisputed, secured, unsecured, known or unknown, and the right or ability of any Person to advance a claim for contribution, indemnity or otherwise with respect to any matter, action or cause which indebtedness, liability or obligations is based in whole or in part on facts existing as at the Filing Date;
13. “**Director**” means anyone who is or was or may be deemed to be or to have been, whether by statute, operation or law or otherwise, a director or *de facto* director of any of the Debtors;
14. “**Filing Date**” means July 17, 2023;
15. “**Initial Order**” means the Order made July 17, 2023, in the CCAA Proceedings;
16. “**Instruction Letter**” means this letter;
17. “**Monitor**” means Ernst and Young Inc. in its capacity as Court-appointed Monitor pursuant to the ARIIO;
18. “**Monitor’s Website**” means the Monitor’s website located at [www.ey.com/ca/jrg](http://www.ey.com/ca/jrg);
19. “**Notice of Dispute**” means the notice that may be delivered by a Creditor who has received a Notice of Revision or Disallowance disputing such Notice of Revision or Disallowance;
20. “**Notice of Revision or Disallowance**” means the notice that may be delivered by the Monitor to a Creditor advising that the Petitioner has revised or disallowed in whole or in part such Creditor’s Claim as set out in its Proof of Claim;
21. “**Officer**” means anyone who is or was or may be deemed to be or to have been, whether by statute, operation or law or otherwise, an officer or *de facto* officer of any of the Debtors;
22. “**Order**” means an order of the Court made in these CCAA Proceedings;
23. “**Person**” means any individual, corporation, limited or unlimited liability company, general or limited partnership, association, trust, unincorporated organization, joint venture, governmental body or agency, a governmental authority or any other entity;

24. **“Proof of Claim”** means the form to be completed and filed by a Creditor disputing its Claim as set out in the Claims Package;
25. **“Restructuring Claims Bar Date”** means 5:00 p.m. (Vancouver time) on the later of (i) thirty (30) days after the date on which the Monitor sends a Claims Package to any person holding a Restructuring Claim; or (ii) the Claims Bar Date, or such other date as may be ordered by the Court.