NO. S-248103
VANCOUVER REGISTRY

IN THE SUPREME COURT OF BRITISH COLUMBIA

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*, S.B.C. 2002, c. 57

AND

IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF 1527920 B.C. LTD.

PETITIONER

NOTICE OF APPLICATION

Name of applicant: Felix Payment Systems Ltd. ("**Felix**")

To: Service List, attached hereto as **Schedule "A"**

TAKE NOTICE that an application will be made by Felix to the Honourable Justice Masuhara at the courthouse at 800 Smithe Street, Vancouver, British Columbia on November 3, 2025 at 10:00 a.m., for the orders set out in Part 1 below.

Felix estimates that the application will take 1 day.

☐ This matter is within the jurisdiction of an associate judge.

☒ This matter is not within the jurisdiction of an associate judge. Justice Masuhara is seized of these proceedings and this matter has been booked through trial scheduling.

PART 1: ORDER(S) SOUGHT

1. Felix seeks an order substantially in the form attached hereto as **Schedule "B"** (the "**Litigation Order**") that, among other things:

   (a) approves the Proposed Litigation Plan (as defined below) as the process to adjudicate the ownership of the Patent Application (as defined below) within these CCAA proceedings.

2. Felix seeks such other orders, directions, and declarations as counsel for Felix may advise and this Court may deem appropriate in the circumstances.

PART 2: FACTUAL BASIS

Background

1. Felix is a British Columbia corporation.

Affidavit #1 of Andrew Cole, sworn November 1, 2024
[Sixth Cole Affidavit] at Exhibit "A"

2. On October 15, 2024, Felix filed a notice of intention to make a proposal under the *Bankruptcy and Insolvency Act*, R.S.C. 1985 c. B-3, which commenced the "**NOI Proceeding**".

Affidavit #6 of Andrew Cole, sworn June 27, 2025
[Sixth Cole Affidavit] at para 3

3. On November 25, 2024, this Court granted an initial order with respect to Felix under the *Companies' Creditors Arrangement Act*, RSC 1985, c C-36 (the "**CCAA**"), which, among other things, granted Felix a continuation of the NOI Proceeding as a proceeding under the CCAA and appointed Alvarez & Marsal Canada Inc. as monitor of the assets, business, and financial affairs of Felix (in such capacity, the "**Monitor**").

Order Made After Application (Initial Order), pronounced November 25, 2024
[Initial Order] at paras 3 and 22;

Sixth Cole Affidavit at para 4

4. On December 6, 2024, this Court granted an amended and restated initial order, which, among other things, approved an extension of the stay of proceedings until February 28, 2025.

Amended and Restated Initial Order, pronounced December 6, 2024
[ARIO] at para 16;

Sixth Cole Affidavit at para 4

5. Felix, as foreign debtor and foreign representative, filed a petition under chapter 15 of the United States Bankruptcy Code in the United States Bankruptcy Court for the Eastern District of North Carolina (the "**Chapter 15 Court**"), Case No. 25-00053-PWM (the "**Chapter 15 Proceedings**"). On January 15, 2025, the Chapter 15 Court in the Chapter 15 Proceedings

entered an order granting provisional relief confirming that the Initial Order and the ARIO are fully enforceable against Felix and its assets located in the United States.

Sixth Cole Affidavit at para 6

The Stalking Horse Subscription Agreement

6. On February 28, 2025, this Court granted an order approving the transactions (the "**Transactions**") contemplated in the Amended and Restated Stalking Horse Subscription Agreement, dated February 24, 2025 (the "**Stalking Horse Subscription Agreement**"), among Felix, as vendor, and Jake Boxer, Doug Mordy, the CA Mordy Legacy Trust, and PEL Chartered Professional Accountants Inc. (collectively, the "**Purchasers**"), as purchasers.

Order Made After Application (Approval and Reverse Vesting Order), pronounced February 28, 2025 [**Approval and Reverse Vesting Order**];

Sixth Cole Affidavit at para 7;

Affidavit #5 of Andrew Cole, dated February 24, 2025 [**Fifth Cole Affidavit**] at Exhibit "E"

7. The Chapter 15 Proceedings remain ongoing and have recognized the Approval and Reverse Vesting Order.

8. Capitalized terms used and not otherwise defined in the following paragraphs have the meanings given to them in the Stalking Horse Subscription Agreement, and references to 'sections' are references to sections of the Stalking Horse Subscription Agreement.

Fifth Cole Affidavit at Exhibit "C"

9. The Transactions in the Stalking Horse Subscription Agreement were structured as a reverse vesting order whereby the Purchasers acquired shares to be issued by Felix (the "**Purchased Shares**") pursuant to the Approval and Reverse Vesting Order. The Stalking Horse Subscription Agreement contemplated that the Approval and Reverse Vesting Order would, among other things:

(a) vest out of Felix certain excluded assets, excluded contracts, and excluded liabilities, which would be vested into a new subsidiary of Felix to be incorporated ("**ResidualCo**");

(b) terminate and cancel all Existing Shares as well any agreement, contract, plan, indenture, deed, certificate, subscription right, conversion right, pre-emptive right, option, or other document or instrument governing and/or having been created or granted in connection with the share capital of Felix, if any (other than the rights of the Purchasers under the Stalking Horse Agreement), for no consideration; and

(c) authorize and direct Felix to issue the Purchased Shares, and vest in the Purchasers the Purchased Shares, free and clear from any Encumbrances, except Permitted Encumbrances.

Fifth Cole Affidavit at Exhibit "C"

10. The Implementation Steps, as set out in Exhibit "A" to the Stalking Horse Subscription Agreement and incorporated into the proposed Approval and Reverse Vesting Order, were completed and as a result, the Transactions closed on February 28, 2025. The Implementation Steps included:

(a) Felix issuing the Purchased Shares to the Purchasers and the Existing Shares will be cancelled; and

(b) Felix retaining the Retained Assets, in each case free and clear of and from any and all security interests (whether contractual, statutory, or otherwise), hypothecs, mortgages, trusts or deemed trusts (whether contractual, statutory, or otherwise), liens, executions, levies, charges, or other financial or monetary claims, whether or not they have attached or been perfected, registered or filed and whether secured, unsecured or otherwise, including, without limiting the generality of the foregoing: (i) any encumbrances or charges created by the Initial Order, the ARIO, and the Sale Process Order, or any other Order of this Court, and (ii) all charges, security interests or claims evidenced by registrations pursuant to the *Personal Property Security Act* (British Columbia) or any other personal property registry system (all of which are collectively referred to as the "Encumbrances", which term shall not include the Permitted Encumbrances listed in Schedule "C" to the Approval and Reverse Vesting Order).

Fifth Cole Affidavit at Exhibit "C";
Sixth Cole Affidavit at para 9 and Exhibit "A"

11. The Retained Assets under the Stalking Horse Subscription Agreement include all assets owned by Felix on the Effective Date and any assets acquired by Felix up to and including closing.

Fifth Cole Affidavit at Exhibit "C"

12. As a result of the Transactions closing: (i) Felix retains the Retained Assets; (ii) the Purchaser now holds all the newly issued shares in Felix; and (iii) the Excluded Assets, Excluded Liabilities, and Excluded Contracts were transferred to ResidualCo. On March 10, 2025, the Monitor assigned ResidualCo into bankruptcy.

Sixth Cole Affidavit at para 10 and Exhibit "B"

13. The Transactions in the Stalking Horse Subscription Agreement benefit Felix because, among other things, they assure Felix's many stakeholders—including its employees, customers, and Critical Suppliers (as defined in Affidavit #1 of Andrew Cole, sworn November 21, 2024)—that there will be a going-concern outcome for Felix's business. Felix's value is as a going-concern, and a liquidation would not realise the same value.

Sixth Cole Affidavit at para 11

14. Prior to the closing of the Transactions, DapIt NA LLC ("**DapIt**") was the second lien secured lender to Felix. Steve Hall is a significant shareholder of DapIt. DapIt sought leave to appeal the Approval and Reverse Vesting Order. The leave application was heard by the Court of Appeal for British Columbia and leave was denied.

Sixth Cole Affidavit at para 14

The Patent Claim

15. Felix filed a United States patent application on October 13, 2022 with the United States Patent and Trademark Office ("**USPTO**") entitled "Systems and Methods for Centralized Authentication of Financial Transactions" with application serial no. 17/996,200 and publication no. 20230214834 (the "**Parent Patent Application**").

Sixth Cole Affidavit at para 13 and Exhibit "C"

16. On January 10, 2024, DapIt recorded with the USPTO against the Parent Patent Application an assignment agreement dated January 5, 2024 that purported to assign the Parent Patent Application from Felix to DapIt (the "**Purported Assignment Agreement**"). The

USPTO recorded the Purported Assignment Agreement under Reel/Frame 06680/0949 and transferred ownership of the Parent Patent Application from DapIt to Felix.

Sixth Cole Affidavit at para 15 and Exhibit "D"

17. On February 14, 2024, DapIt filed a continuation patent application of the Parent Patent Application with the USPTO entitled "Systems and Methods for Centralized Authentication of Financial Transactions" with application serial no. 18/442,016 and publication no. 20240249285 (the "**Continuation Patent Application**", together with the Parent Patent Application, the "**Patent Applications**").

Sixth Cole Affidavit at para 16

18. The Purported Assignment Agreement was signed by Steve Hall purportedly on behalf of Felix. Mr. Hall does not have, and has never had, signing authority for Felix and, as such, Mr. Hall had no legal basis to execute the Purported Assignment Agreement on behalf of Felix.

Sixth Cole Affidavit at para 17

19. The Patent Application is an asset of Felix and was not validly transferred. The USPTO requires confirmation of Felix's ownership of the Patent Applications, and to do so, a determination is required whether the Patent Applications are retained assets of Felix and otherwise dealt with as part of the Stalking Horse Subscription Agreement.

Sixth Cole Affidavit at para 18

20. The issue is whether the Patent Application was an asset of Felix (it was), and whether it is a Retained Asset pursuant to this Court's order (it is). In order to give full effect to the transaction in the Stalking Horse Subscription Agreement approved by this Court, a order is required confirming that the Proposed Assignment Agreement was a nullity, and the Patent Application is and has always been an asset of Felix.

21. The Purchasers urgently require third party financing to support the development of Felix post-closing. Felix remains a pre-revenue business and the Purchasers provided interim financing throughout the CCAA proceedings. So far, while the Patent Claim remains outstanding, third parties have been unwilling to invest in Felix, as they do not know the extent of its assets.

Sixth Cole Affidavit at para 19

The Proposed Litigation Plan

22. Felix seeks approval of a streamlined litigation process within these CCAA proceedings that culminates a declaration that the Patent Application is an asset of Felix (the "**Proposed Litigation Plan**"). The Proposed Litigation Plan sets out the timeline for each element of the litigation to take place, subject to further order of this Court or any adjournments agreed to by Felix and DapIt, with the dates as follows:

(a) Felix serves its notice of application that stands in the place of a notice of civil claim and supporting affidavits by November 7, 2025;

(b) DapIt serves its application response and supporting affidavits, if any, by November 21, 2025;

(c) Felix serves any reply affidavits by December 5, 2025;

(d) any cross-examinations on affidavits completed by January 30, 2026; and

(e) a hearing before this Court as soon as practicable thereafter.

PART 3: LEGAL BASIS

The Patent Claim Should be Adjudicated in the CCAA Proceedings

23. The appropriate forum to adjudicate ownership of the Patent Application is these CCAA proceedings. The crux of the matter is whether Steve Hall had the authority to execute the Purported Assignment Agreement on behalf of Felix. This is a matter of British Columbia corporate law.

24. The broad discretion afforded to supervising CCAA courts under s. 11 of the CCAA gives this Court jurisdiction to adjudicate such ownership claims within this proceeding. This Court should exercise that discretion to adjudicate ownership and approve the Proposed Litigation Plan.

This Court has Jurisdiction to Adjudicate the Patent Claim

25. The CCAA grants broad and flexible authority to the supervising court to make any order necessary to facilitate the reorganization of the debtor and achieve the CCAA's remedial

objectives. Section 11 of the CCAA empowers courts to "make any order that it considers appropriate in the circumstances."

Century Services Inc. v Canada (Attorney General), 2010 SCC 60 [***Century Services***] at para 19;

9354-9186 Québec inc. v Callidus Capital Corp., 2020 SCC 10 [***Callidus***] at paras 48

26. Section 11 has been interpreted broadly, including "to sanction measures for which there is no explicit authority in the CCAA". This flexibility allows both the court and the parties to tailor proceedings to fit their particular case.

Callidus at paras 65 and 67, citing *Century Services* at paras 61-62;

Peace River Hydro Partners v Petrowest Corp., 2022 SCC 41 at para 66

27. That authority is bound by three "baseline considerations": (i) the order sought is "appropriate" in the circumstances, and the applicant has been acting (ii) in good faith and (iii) with due diligence. An order is "appropriate" if it advances the remedial purpose of the CCAA.

Canada v Canada North Group Inc., 2021 SCC 30 at para 21;

Callidus at paras 49-50 and 67, citing *Century Services* at paras 59, 69-70

28. The broad authority conferred by s. 11 of the CCAA is designed to grant supervising CCAA courts the jurisdiction to deal with all of the issues that arise in the context of those CCAA proceedings.

Arrangement relatif à Bloom Lake, 2017 QCCS 284 at para 29, citing *Eagle River International Ltd., Re*, 2001 SCC 92 at paras 25-28 and 64

29. Once a CCAA proceeding is commenced, there is a strong preference that *all* issues pertaining to the debtor, including claims by the debtor against third parties, be resolved within those proceedings.

Mundo Media Ltd. (Re), 2022 ONCA 607 [***Mundo Media***] at para 52;

Essar Steel Algoma Inc. Et al, (Re), 2016 ONSC 595, at para 31;

Montréal, Maine & Atlantic Canada Co., 2013 QCCS 5194 at para 29

30. Courts have held that the broad remedial jurisdiction granted in s. 11 of the CCAA includes the discretion to order the litigation of claims within CCAA proceedings. There are

numerous instances of litigation taking place within CCAA proceedings in the past two decades and courts customizing litigation procedure in CCAA proceedings to reach a timely resolution.[1]

31. The single proceeding model favours litigation concerning an insolvent company to be dealt with in a single jurisdiction rather than fragmented across separate proceedings. A party who wishes to fragment the proceedings, and who is not a "stranger to the [insolvency proceeding]", must demonstrate "sufficient cause" to send the parties scurrying to multiple jurisdictions.

Mundo Media at para 6;

Sam Lévy & Associés Inc. v Azco Mining Inc., 2001 SCC 92 [***Sam Lévy***] at para 76[2]

32. The single proceeding model is not limited to claims *against* a debtor, but also supports addressing claims *by* a debtor in the insolvency proceeding.

Mundo Media at paras 52-53

This Court Should Exercise its Discretion to Adjudicate the Patent Claim

33. The adjudication of ownership of a key asset fits squarely within the remedial purpose of the CCAA. The matter at issue with the ownership of one of Felix's key assets, and the subject matter of the Stalking Horse Purchase Agreement. Adjudication furthers the remedial objectives of the CCAA to allow CCAA courts to design systems that create solutions in insolvency proceedings.

34. The issue is simple: did Mr. Hall have authority to execute the Purported Assignment Agreement? This question is appropriate for this Court to answer, can be resolved expeditiously

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[1] See *eg. Alderbridge Way GP Ltd. (Re)*, 2023 BCSC 1718; *Bluberi Gaming Technologies Inc. et al (Re)*, 2015 QCCS 5373; *Re Crystallex International Corporation*, [2011] (Ont SCJ [Commercial List]), Court File No CV-11-9532-00CL; *Re Essar Steel Algoma Inc et al*, [2015] (Ont SCJ [Commercial List]), Court File No CV-15-11169-00CL; *Re Sears Canada Inc et al*, [2017] (Ont SCJ [Commercial List]), Court File No CV-17-11846-00CL; *Re 9323-7055 Québec inc*, [2015] (QCCS [Commercial Division]), Court File No 500-11-049838-150; *Re Hollinger Inc et al*, [2007] (Ont SCJ [Commercial List]), Court File No 07-CL-7120; *Re Bondfield Construction Company Limited et al*, [2019] (Ont SCJ [Commercial List]), Court File No CV-19-615560-00CL; *Re Sino-Forest Corporation*, [2012] (Ont SCJ [Commercial List]), Court File No CV-12-9667-00CL; *Re The Cash Store Financial Services Inc et al*, [2014] (Ont SCJ [Commercial List]), Court File No CV-14-10518-00CL.

[2] Although *Sam Lévy* was decided in the context of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, the same principles apply in the context of the CCAA. *See Century Services* at para 22; *Newfoundland and Labrador v. AbitibiBowater Inc.*, 2012 SCC 67, at para 21.

on limited evidence, and would provide a complete resolution to the outstanding issue that is vital to the going-concern business of Felix.

35. Expeditiously resolving this issue furthers the remedial objectives of the CCAA: it allows Felix to finalize the Transactions and thereby attract new investments to avoid requiring further assistance from this Court. As established when granting the Approval and Vesting Order, the Transactions benefit Felix's stakeholders as they contemplate a going-concern sale of the business. Resolution of the Patent Claim creates certainty for the Transactions to the benefit of those same stakeholders.

36. Without finality, Felix is unable to raise capital and cannot proceed with advancing its restructuring post-closing of the Transactions. As in most CCAA proceedings, speedy and summary litigation are justified because protracted litigation would jeopardise a restructuring.

1057863 B.C. Ltd. (Re), 2021 BCSC 2499 at para 42

37. The balance of prejudice favours this Court exercising its jurisdiction to adjudicate this issue. The prejudice of proceeding through traditional litigation is significant. Traditional litigation would be expensive and time-consuming, thereby posing a significant risk to the successful restructuring of Felix.

Walter Energy Canada Holdings, Inc. (Re), 2016 BCSC 2470 at para 24

38. By contrast, the advantages to this Court adjudicating are numerous. The CCAA's flexibility allows the Court to streamline the process to ensure an expedited proceeding while maintaining procedural fairness—a luxury not offered in traditional litigation. As a result, any prejudices can be addressed by appropriately adjusting the process.

39. DapIt has participated, and been represented by counsel, throughout these CCAA proceedings. DapIt is far from a "stranger" to the proceedings—on the contrary, DapIt is actively involved in these proceedings.

40. This Court is particularly well placed to adjudicate this issue by virtue of its involvement in the CCAA proceedings. This Court is well acquainted with the relationship amongst the relevant parties and the circumstances resulting in Felix's insolvency. This Court has already addressed questions regarding the relationship between Felix, DapIt, and Mr. Hall in this

proceeding in various contexts. The time and expense required to replicate that knowledge for another court would be a waste of the parties' and judicial resources.

PART 4: MATERIAL TO BE RELIED ON

1. Order Made After Application (Initial Order), pronounced November 25, 2024;
2. Order Made After Application (Amended and Restated Order), pronounced December 6, 2024;
3. Order Made After Application (Approval and Reverse Vesting Order), pronounced February 28, 2025;
4. Affidavit #5 of Andrew Cole, made February 24, 2025;
5. Affidavit #6 of Andrew Cole, made June 27, 2025;
6. Affidavit #7 of Andrew Cole, made October 20, 2025; and
7. Such further and other materials as counsel may advise and this Court may permit.

TO THE PERSONS RECEIVING THIS NOTICE OF APPLICATION: If you wish to respond to this notice of application, you must, within 5 business days after service of this notice of application or, if this application is brought under Rule 9-7, within 8 business days after service of this notice of application

- (a) file an application response in Form 33,
- (b) file the original of every affidavit, and of every other document, that
  - (i) you intend to refer to at the hearing of this application, and
  - (ii) has not already been filed in the proceeding, and
- (c) serve on the applicant 2 copies of the following, and on every other party of record one copy of the following
  - (i) a copy of the filed application response;

(ii) a copy of each of the filed affidavits and other documents that you intend to refer to at the hearing of this application and that has not already been served on that person; and

(iii) if this application is brought under Rule 9-7, any notice that you are required to give under Rule 9-7(9).

DATED: October 21, 2025

Counsel for Felix Payment Systems Ltd.
McCarthy Tétrault LLP
(H. Lance Williams and Ashley Bowron)

To be completed by the court only:

Order made

☐ in the terms requested in paragraphs ____________________ of Part 1 of this notice of application

☐ with the following variations and additional terms:

DATE: ____________________

____
Signature of ☐ Judge
☐ Associate Judge

APPENDIX

THIS APPLICATION INVOLVES THE FOLLOWING:

☐ discovery: comply with demand for documents

☐ discovery: production of additional documents

☐ other matters concerning document discovery

☐ extend oral discovery

☐ other matter concerning oral discovery

☐ amend pleadings

☐ add/change parties

☐ summary judgment

☐ summary trial

☐ service

☐ mediation

☐ adjournments

☐ proceedings at trial

☐ case plan orders: amend

☐ case plan orders: other

☐ experts

☒ none of the above

NO. S248103
VANCOUVER REGISTRY

IN THE SUPREME COURT OF BRITISH COLUMBIA

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,

R.S.C. 1985, c. C-36

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*, S.B.C. 2002, c.57

AND

IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF

FELIX PAYMENT SYSTEMS LTD.

PETITIONER

SERVICE LIST
As at October 21, 2025

Cassels Brock & Blackwell LLP Suite 2200, 885 West Georgia Street Vancouver, BC V6E 3E8 Attention: Vicki Tickle Hayley Roberts Email: vtickle@cassels.com hroberts@cassels.com *Counsel to the Court Appointed Monitor, Alvarez & Marsal Canada Inc.*	**Alvarez & Marsal Canada Inc.** 925 West Georgia Street, Suite 902 Vancouver, BC V6C 3L2 Attention: Anthony Tillman Taylor Poirier Ryan Wu Email: atillman@alvarezandmarsal.com tpoirier@alvarezandmarsal.com ryan.wu@alvarezandmarsal.com *Court Appointed Monitor*

Osler, Hoskin & Harcourt LLP Bentall Four, 1055 Dunsmuir St Suite 3000, Vancouver, BC V7X 1K8 Attention: Mary Buttery Emma Newbery Lucas Hodgson Sam Tse Emily Paplawski Stephen Kroeger Email: mbuttery@osler.com enewbery@osler.com lhodgson@osler.com stse@osler.com epaplawski@osler.com skroeger@osler.com *Counsel to Proposed DIP Lender*	**McCarthy Tétrault LLP** Suite 2400, 745 Thurlow Street Vancouver BC V6E 0C5 Attention: Lance Willams Ashley Bowron Victoria Tortora Sue Danielisz Email: lwilliams@mccarthy.ca abowron@mccarthy.ca vtortora@mccarthy.ca sdanielisz@mccarthy.ca *Counsel to the Petitioner, Felix Payment Systems Ltd.*
Kornfeld LLP 1100 One Bentall Centre, 505 Burrard St, Box 11 Vancouver, BC, Canada V7X 1M5 Attention: Douglas B. Hyndman Email: dhyndman@kornfeldllp.com *Counsel to the Business Development Bank of Canada*	**Axiom B.I. MC Group of Companies** 1680 – 200 Burrard Street Vancouver, BC V6C 3L6 Attention: Vincenzo DePalma Email: vdepalma@axiomcapitalinc.com

Department of Justice Canada B.C. Regional Office 900-840 Howe Street Vancouver, BC V6Z 2S9 Attention: Jessica Ko Miriam Assadi Email: Jessica.ko@justice.gc.ca Mariam.Assadi@justice.gc.ca	**Dennis Dawson James Aitken LLP** 666 Burrard St Suite 770 Vancouver, BC V6C 2X8 Attention: Craig Dennis Email: cdennis@djacounsel.com *Counsel to the Respondent, Dapit NA, LLC*
Dapit NA, LLC 6605 Abercorn St STE 204 Sevannah GA 314 05-5819 USA Attention: Andrew Clough Email: ac@dapit.com	**Hahn Loeser & Parks LLP** 200 Public Square, Suite 2800 Cleveland, Ohio 44114 Attention: Christopher Wick Email: cwick@hahnlaw.com *US Attorney to the Respondent, Dapit NA, LLC*

E-SERVICE LIST
As at October 21, 2025

vtickle@cassels.com; hroberts@cassels.com; atillman@alvarezandmarsal.com; tpoirier@alvarezandmarsal.com; ryan.wu@alvarezandmarsal.com; mbuttery@osler.com; enewbery@osler.com; lhodgson@osler.com; stse@osler.com; epaplawski@osler.com; skroeger@osler.com; lwilliams@mccarthy.ca; abowron@mccarthy.ca; vtortora@mccarthy.ca; sdanielisz@mccarthy.ca; dhyndman@kornfeldllp.com; vdepalma@axiomcapitalinc.com; Jessica.ko@justice.gc.ca; Mariam.Assadi@justice.gc.ca; cdennis@djacounsel.com; ac@dapit.com; cwick@hahnlaw.com

SCHEDULE "B"

NO. S-248103
VANCOUVER REGISTRY

IN THE SUPREME COURT OF BRITISH COLUMBIA

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*, S.B.C. 2002, c. 57

AND

IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF 1527920 B.C. LTD.

PETITIONER

ORDER MADE AFTER APPLICATION

(LITIGATION ORDER)

BEFORE THE HONOURABLE JUSTICE MASUHARA	)))	MONDAY, THE 3RD DAY OF NOVEMBER, 2025

ON THE APPLICATION of Felix Payment Systems Ltd. ("**Felix**") coming on for hearing at Vancouver, British Columbia, on the 3rd day of November, 2025; AND ON HEARING H. Lance Williams and Ashley Bowron, counsel for Felix and those other counsel listed on **Schedule "A"** hereto; AND UPON READING the material filed, including Affidavit #6 of Andrew Cole sworn June 27, 2025 and Affidavit #7 of Andrew Cole sworn October 20, 2025;

THIS COURT ORDERS AND DECLARES THAT:

1. Felix is authorized to proceed with adjudication of the claim against DapIt NA LLC ("**DapIt**") regarding the purported assignment of the patent application before the United States patent office, filed on October 13, 2022, for "Systems and Methods for Centralized Authentication of Financial Transactions", with serial no. 17/996,200 before this Court according to the following litigation timeline, subject to further order of this Court or any adjournments agreed to by Felix and DapIt:

    (a) Felix serves its notice of application that stands in the place of a notice of civil claim and supporting affidavits by November 7, 2025;

(b) DapIt serves its application response and supporting affidavits, if any, by November 21, 2025;

(c) Felix serves any reply affidavits by December 5, 2025;

(d) any cross-examinations on affidavits completed by January 30, 2026; and

(e) a hearing before this Court as soon as practicable thereafter.

2. Endorsement of this Order by counsel appearing on this application other than counsel for Felix is hereby dispensed with.

THIS COURT HEREBY REQUESTS the aid and recognition of other Canadian and foreign Courts, tribunal, 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 Vendor and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Vendor and the Monitor and their respective agents in carrying out the terms of this Order.

THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT:

____

Lawyer for Felix Payment Systems Ltd.
McCarthy Tétrault LLP
(H. Lance Williams and Ashley Bowron)

BY THE COURT

____

REGISTRAR

SCHEDULE "A"

List of Counsel

Counsel Name	Party Represented