

This licence made in duplicate this 15<sup>th</sup> day of August, 2016.

**BETWEEN:**

**HER MAJESTY THE QUEEN**, in right of the Province of Nova Scotia, as represented by the Administrator, Nova Scotia Department of Fisheries and Aquaculture, as appointed under section 54A of the Fisheries and Coastal Resources Act, SNS 1996, c. 25,

hereinafter referred to as "**THE ADMINISTRATOR**"

OF THE ONE PART

- and -

KELLY COVE SALMON LTD  
1 FUNDY BAY DRIVE  
ST. GEORGE, NB E5C3E2

hereinafter referred to as "**THE LICENCEE**"

OF THE OTHER PART

**WHEREAS** the Administrator, under the provisions of the Fisheries and Coastal Resources Act, S.N.S. 1996, Chapter 25 (the "Act") and the Aquaculture Licence and Lease Regulations (the "Regulations"), is authorized to renew aquaculture licences and aquaculture leases;

**AND WHEREAS** pursuant to the Act the Licencee was issued Aquaculture Licence No. 1039 on February 8, 2012 for a term of five years of April 27, 2011 to April 26, 2016;

**AND WHEREAS** the Licencee wishes to renew aquaculture Licence No. 1039;

**NOW THEREFORE** in consideration of the mutual covenants herein contained, the parties hereto agree as follows:

1. The Administrator hereby grants to the Licencee a licence to use a 8.75 hectare area located in the body of waters known as Annapolis Basin, more particularly described in Schedule "A" attached to and forming part of this Agreement (the "site") for the marine suspended cage cultivation of *Salmo salar* (Atlantic salmon), *Hippoglossus hippoglossus*, (Atlantic halibut) *Gadus morhua* (Atlantic cod), *Oncorhynchus mykiss*, (rainbow trout) and *Melanogrammus aeglefinus* (haddock).
2. The term of this licence shall be for ten years commencing on the 27<sup>th</sup> day of April, 2016 to the 27<sup>th</sup> day of April, 2026 with the right of renewal, in accordance with the terms of the Act and the Regulations.
3. The Licencee shall pay to the Minister of Finance and Treasury Board an annual fee as set out in the Regulations. The annual payment must be received by the anniversary date of the licence. Late payments are subject to a fee as set out in the Regulations.
4. The undertakings set out in Schedule "B" to this licence (the "undertakings"), form part of this Agreement, and the Licencee hereby agrees to comply with any conditions or limitations contained in the undertakings unless compliance for licensing purposes is expressly waived by the Administrator. The Licencee is responsible for confirming any undertakings and ensuring compliance with them.

5. The Licencee agrees to comply with any permits, protocols, approvals, licenses or permissions (the "licensing requirements") which may be required under the laws of the relevant municipality, the Province or Canada. The Licencee is responsible for confirming any licensing requirements and ensuring compliance with them.
6. This licence must not be assigned except with the written approval of the Administrator. If the Licencee is a corporation, any change in the right to control the corporation shall be deemed to be an assignment. No assignment shall be binding on the Administrator until approved by him in accordance with the Regulations.
7. In the event that the Licencee shall cease conducting an aquaculture business in the normal course, become insolvent, make a general assignment for the benefit of creditors, suffer or permit the appointment of a receiver of its business assets, or avail itself of any proceeding in bankruptcy under any statute relating to insolvency or the protection of rights of creditors, the Administrator may revoke this licence and this Agreement shall be of no further force and effect subject only to the right of Her Majesty the Queen in right of the Province of Nova Scotia ("Her Majesty") to claim for damages.
8. The Licencee must adhere to the Farm Management Plan, as it is in effect for this licence from time to time, and any failure to adhere to the Farm Management Plan is a breach of this licence.
9. The Licencee shall submit to the Minister of the Nova Scotia Department of Fisheries and Aquaculture (the "Minister") an annual report stating such information as the Minister requires concerning the Licencee's use and the productivity of the site.
10. The Licencee is hereby prohibited from using the site in any way that would interfere with other licenced aquaculture operations.
11. If the Administrator, in his or her sole discretion, is of the opinion that the aquaculture activities authorized by this licence are detrimental to or interfere with other licenced facilities, the Administrator may revoke this licence without compensation.
12. Following the completion of a performance review, in accordance with the Regulations, of the aquacultural operation subject to this licence, the Administrator may vary any terms or conditions of this licence in order to address any concerns raised in the performance review.
13. The Administrator may revoke this licence without advance notice or compensation if the Licencee is found by a court of competent jurisdiction to be in violation of any law of the Province or Canada relating to fishery activities.
14. If the Licencee fails to perform any of its obligations under this licence, the Minister may have the obligations performed, with the amount of any costs incurred to be a debt due to Her Majesty, for which Her Majesty shall have a first priority charge on the aquacultural produce within the site.
15. If the Licencee is in breach of any term of this licence and such breach is not corrected within the time period set out in the notice from the Administrator, the Administrator may revoke this licence without further notice or compensation.
16. Should it become necessary for Her Majesty to expropriate the Licencee's rights under this licence, it is hereby agreed that the value of the licence for purposes of expropriation compensation shall not exceed the depreciated value of improvements made by the Licencee that cannot be removed from the site. No compensation may be claimed for the cancellation of this licence where compensation is paid or payable in relation to the expropriation of a licence for the same site.


- 17. Any notices required to be given under this licence may be sent by regular mail to the parties at their addresses set out in the heading of this Agreement, and notice will be deemed to have been received by the intended recipient thereof five business days from the date on which the notice is post-marked. The parties, by agreement, may effect notice by any other means. The Licencee must notify the Administrator of any change of address within thirty (30) days.
- 18. Nothing in this Agreement shall be taken as a warranty by the Administrator that the site may be used now or in the future by the Licencee for aquaculture purposes. The Administrator assumes no responsibility whatsoever for any private property rights or for the actions of other levels of government which may interfere with the use of the site for aquaculture purposes.
- 19. This licence shall be subject to the laws of the Province of Nova Scotia and the parties hereby agree to attorn to its courts.
- 20. This licence shall be subject to any changes made from time to time in the Act, the Regulations or any other relevant legislation.

**IN WITNESS WHEREOF** the Parties have caused this Agreement to be duly executed.

**SIGNED, SEALED AND DELIVERED**  
in the presence of

**HER MAJESTY THE QUEEN**  
in right of the Province of Nova Scotia, as  
represented by the Administrator, Nova Scotia  
Department of Fisheries and Aquaculture

[Redacted signature]  
Witness

[Redacted signature]   
Administrator - Nova Scotia Department  
of Fisheries and Aquaculture

[Redacted signature]  
Witness

Kelly Cove Salmon Ltd.  
Per:  
[Redacted signature]  
Glenn Cooke



Schedule A  
**GPS COORDINATE INFORMATION SHEET**

Application #: 1039  
Applicant: Kelly Cove Salmon Ltd.  
Location: Annapolis Basin County: Annapolis  
Hydrographic Chart: 4396 Orthophoto #:  
Dimensions of site: 160m x 464m x 209m x 461m Size: 8.75 ha.

**Approximate Coordinates of Application:**

Datum used: NAD 83

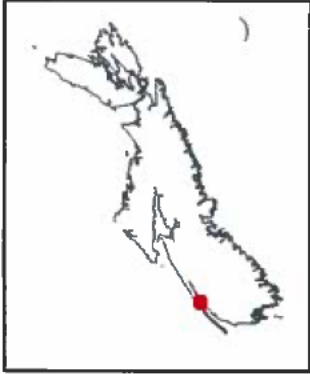
Centre coordinates (Approx.) Lat. 44° 39' 12.48"  
Long. -65° 45' 22.68"

Corner #1 Lat. 44° 39' 20.34" Corner #2 Lat. 44° 39' 20.40"  
Long. -65° 45' 27.36" Long. -65° 45' 20.10"

Corner #3 Lat. 44° 39' 08.76" Corner #4 Lat. 44° 39' 05.52"  
Long. -65° 45' 17.64" Long. -65° 45' 17.58"

Corner #5 Lat. 44° 39' 05.40"  
Long. -65° 45' 27.06"

**Note: The coordinates and dimensions for this site have been taken from the survey.**

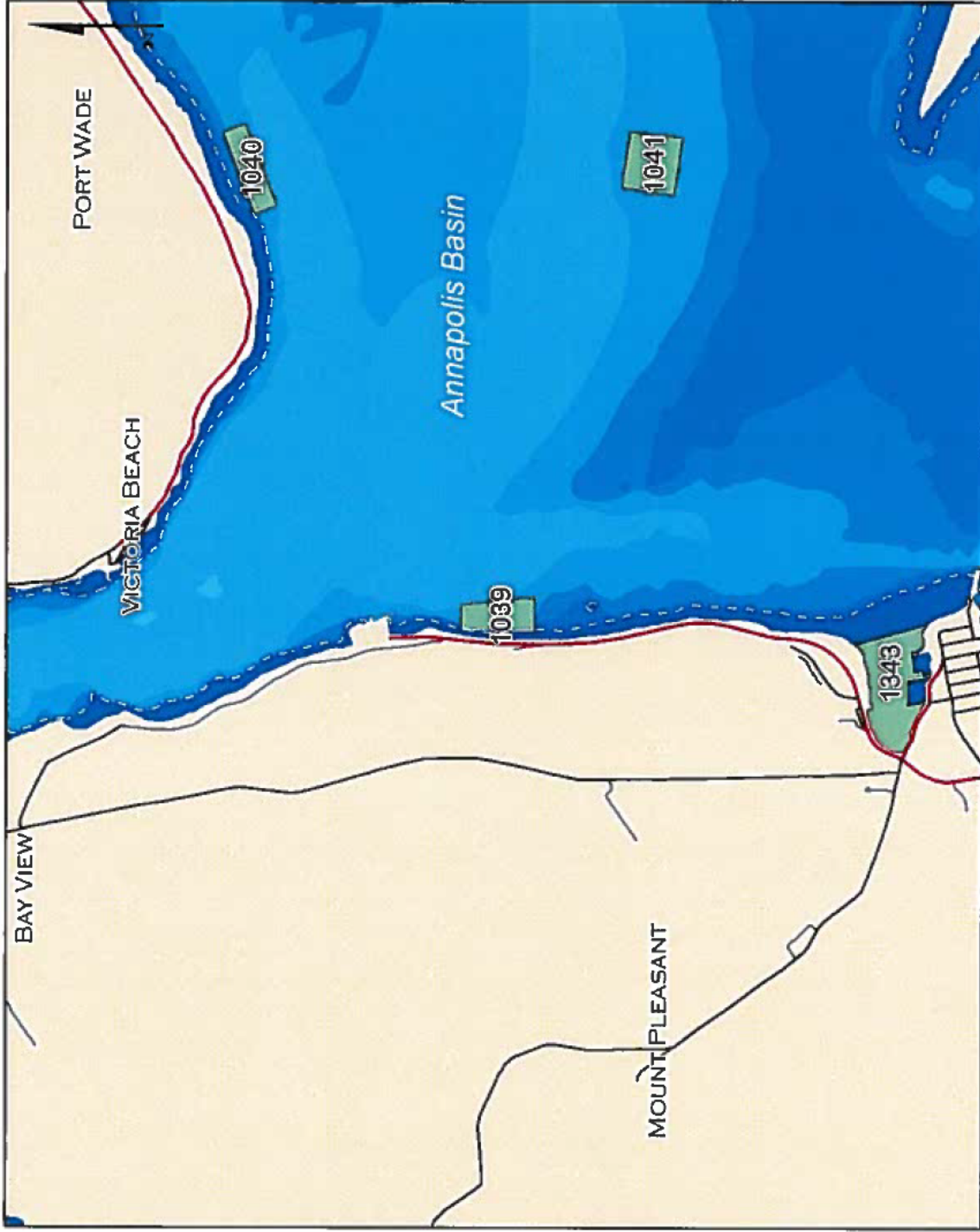


**Aquaculture Site**

**1039**

Centre  
 Lat 44° 39' 12.48" Long -65° 45' 22.68"  
 Corner 1  
 Lat 44° 39' 20.34" Long -65° 45' 27.36"  
 Corner 2  
 Lat 44° 39' 20.40" Long -65° 45' 20.10"  
 Corner 3  
 Lat 44° 39' 08.76" Long -65° 45' 17.64"  
 Corner 4  
 Lat 44° 39' 05.52" Long -65° 45' 17.58"  
 Corner 5  
 Lat 44° 39' 05.40" Long -65° 45' 27.06"

DATUM NAD 83  
 The above coordinates  
 are from a legal survey



**Application Information**

Proponent : Kelly Cove Salmon Ltd.  
 Site Location : Annapolis Basin  
 Dimensions : 160m x 464m x 209m x 461m  
 Area : 8.75 ha.

Chart No.

**4396**

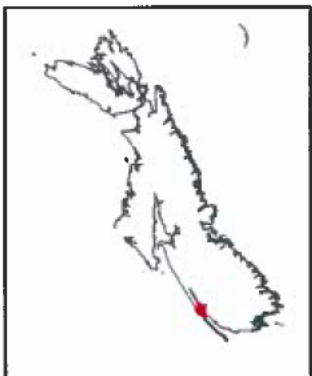


**Disclaimer**

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MK-1039-MAR-2016

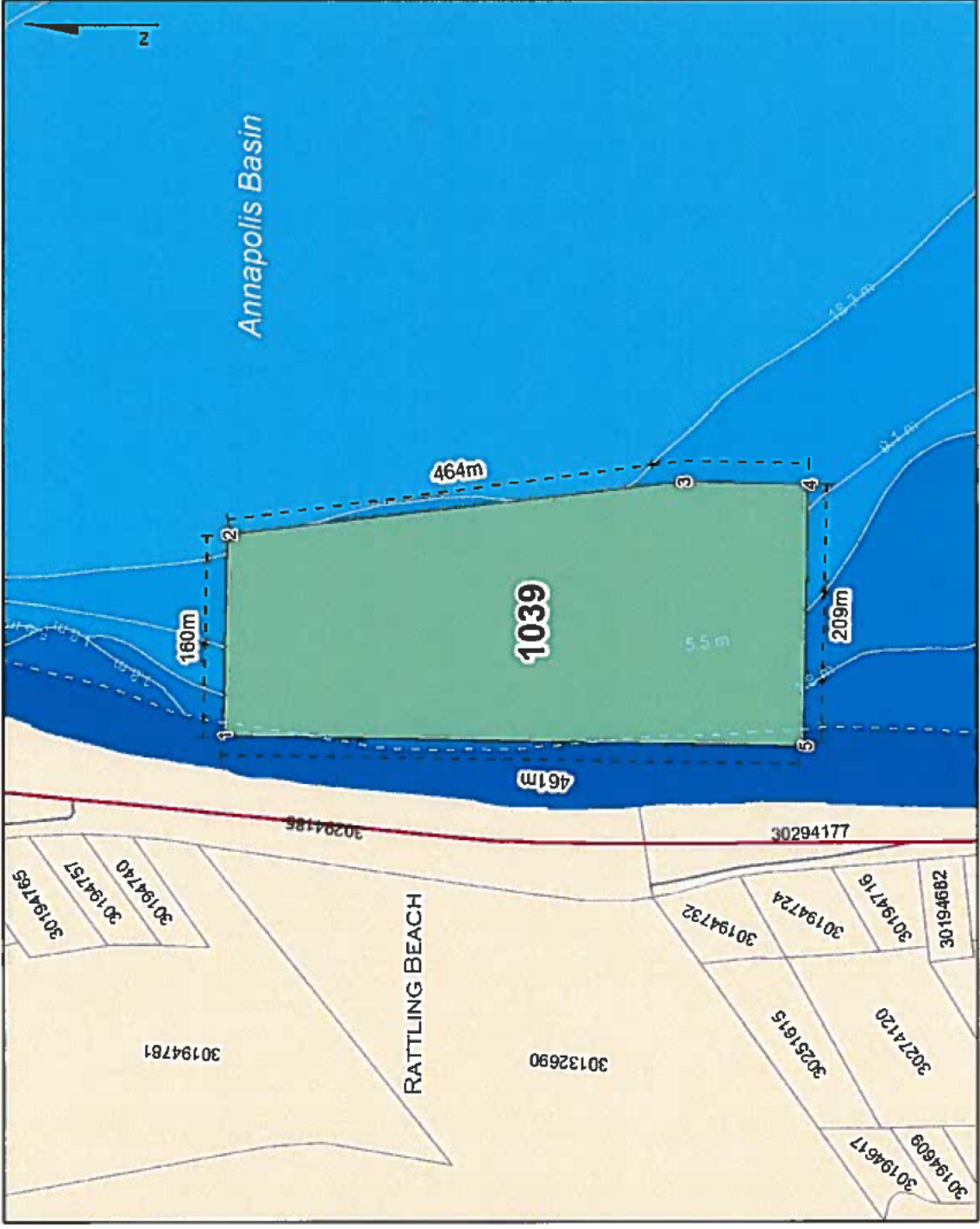
Issued Lease Low Water Mark



**Aquaculture Site  
1039**

Centre  
 Lat 44° 39' 12.48" Long -65° 45' 22.68"  
 Corner 1  
 Lat 44° 39' 20.34" Long -65° 45' 27.36"  
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**Application Information**

Proponent : Kelly Cove Salmon Ltd.  
 Site Location : Annapolis Basin  
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 Area : 8.75 ha.

Chart No.  
**4396**



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MK-1039-MAR-2016

**Schedule "B"**

This Schedule sets out any undertakings required of the Licencee.

There are no undertakings required of the Licencee.

AMENDMENT TO LICENCE

THIS INDENTURE made in duplicate the 12<sup>th</sup> day of May, 2022.

**BETWEEN:**

**HER MAJESTY THE QUEEN**, in right of the Province of Nova Scotia, as represented by the Minister, Nova Scotia Department of Fisheries and Aquaculture

hereinafter referred to as "**The Minister**"

OF THE ONE PART

- and -

**KELLY COVE SALMON LTD.**  
1 FUNDY BAY DRIVE  
ST. GEORGE, NB E5C 3E2

hereinafter referred to as "**The Licencee**"

OF THE OTHER PART

**WHEREAS** the Minister, under the provisions of the Fisheries and Coastal Resources Act, S.N.S. 1996, Chapter 25 (the "Act") and the Aquaculture Licence and Lease Regulations (the "Regulations"), is authorized to amend existing aquaculture licences and aquaculture leases in order to permit the suspended cultivation of an additional species;

**AND WHEREAS** pursuant to the Act the Licencee was issued Aquaculture Licence No. 1039 on August 15, 2016 for a term of ten years from April 27, 2016 to April 27, 2026;

**AND WHEREAS** the Licencee is desirous of amending Licence No. 1039 to amend the boundaries of the aquaculture site, subject to whatever undertakings are prescribed by the Minister;

**AND WHEREAS** the Minister consents to amend Licence No. 1039 to permit the amendment of the boundaries of the aquaculture site;

**NOW THEREFORE**, in consideration of the mutual covenants and agreements herein and the sum of \$1.00 and other good and valuable consideration (the receipt and sufficiency of which are hereby acknowledged), the Parties agree as follows:

1. Licence No. 1039 is hereby amended by deleting "a 8.75 hectare area" in Clause 1 and substituting with the following: "a 29.1 hectare area".
2. Licence No. 1039 is hereby further amended by deleting its Schedule "A" and substituting the attached Schedule "A".
3. Except as expressly amended herein Licence No. 1039 shall continue in full force and effect.





# SCHEDULE A

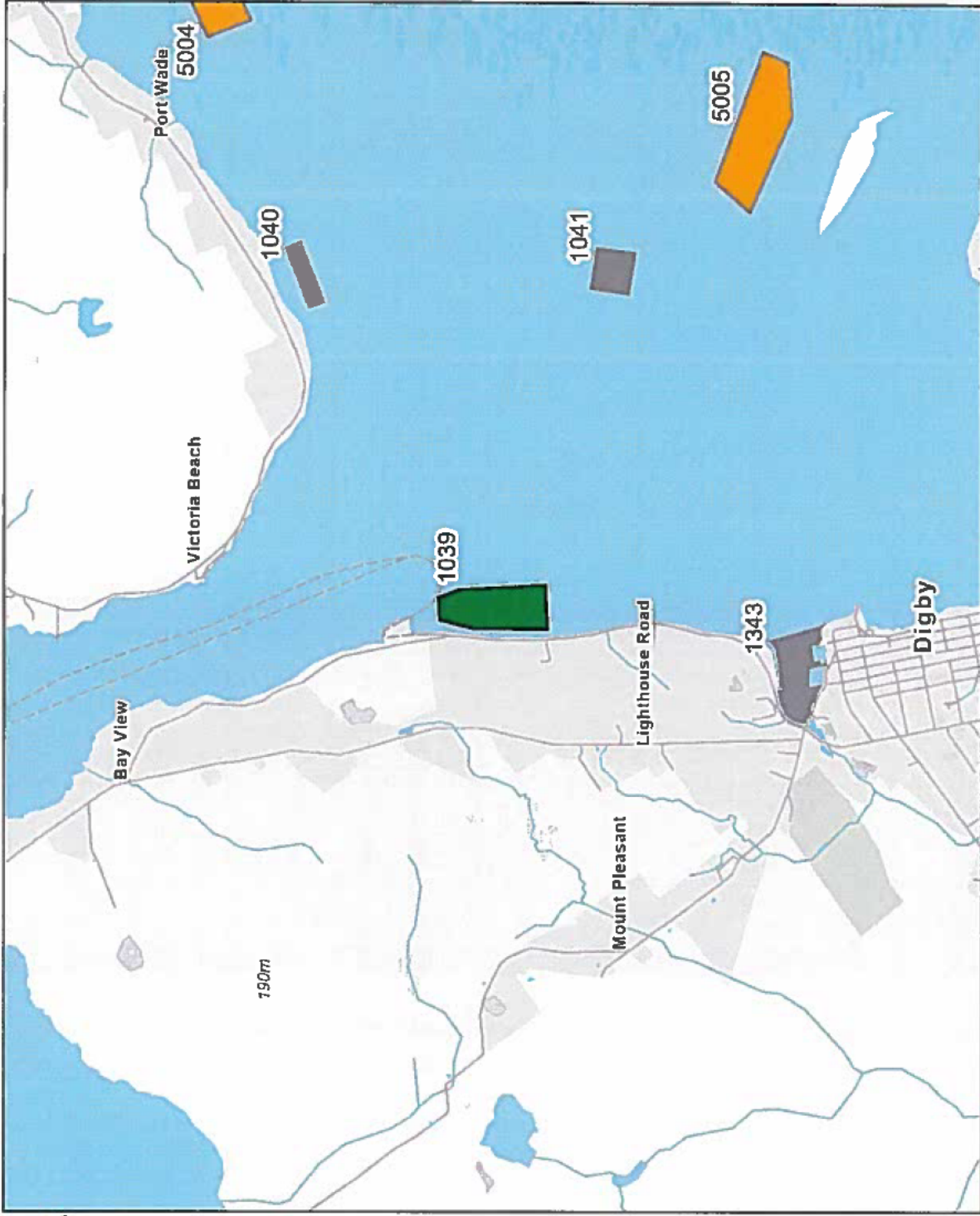


## Aquaculture Site

### 1039

Corner	Latitude	Longitude
1	44° 39' 27.630"	-65° 45' 24.292"
2	44° 39' 28.170"	-65° 45' 15.702"
3	44° 39' 22.818"	-65° 45' 12.461"
4	44° 38' 59.587"	-65° 45' 9.594"
5	44° 38' 58.536"	-65° 45' 26.318"
6	44° 38' 18.773"	-65° 45' 27.027"
Centre	44° 39' 11.987"	-65° 45' 18.761"

DATUM NAD 83 CSRS UTM Zone 20  
The above coordinates are not from a legal survey



License/Lease Holder Kelly Cove Salmon Ltd.

County Digby

Waterbody Annapolis Basin

Hectares 29.1

Species Type Finfish

Culture Type Suspended Culture

Chart 4396

Issued Application



Issued Experimental

0 0.5 1 2



Kilometers



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(Date: 2022-02-07)

Created By: MKC



AMENDMENT TO LICENCE

THIS INDENTURE made in duplicate the 21<sup>st</sup> day of September, 2022.

**BETWEEN:**

**HER MAJESTY THE QUEEN**, in right of the Province of Nova Scotia, as represented by the Administrator, Nova Scotia Department of Fisheries and Aquaculture, as appointed under section 54A of the Fisheries and Coastal Resources Act, SNS 1996, c. 25,

hereinafter referred to as "**the Administrator**"

OF THE ONE PART

- and -

**KELLY COVE SALMON LTD.**

874 Main Street  
Black's Harbour, NB  
E5H 1E6

hereinafter referred to as "**the Licencee**"

OF THE OTHER PART

**WHEREAS** the Administrator, under the provisions of the Fisheries and Coastal Resources Act, S.N.S. 1996, Chapter 25 (the "Act") and the Aquaculture Licence and Lease Regulations (the "Regulations"), is authorized to amend existing aquaculture licenses and aquaculture leases;

**AND WHEREAS** pursuant to the Act the Licencee was issued Aquaculture Licence No. 1039 on August 15, 2016 for a term of ten years from April 27, 2016 to April 27, 2026, authorizing the Marine Cage cultivation of Atlantic Salmon (*Salmo salar*), Atlantic halibut (*Hippoglossus hippoglossus*), Atlantic cod (*Gadus morhua*), Rainbow trout (*Oncorhynchus mykiss*), and Haddock (*Melanogrammus aeglefinus*);

**AND WHEREAS** pursuant to the Act the Licencee was issued an amendment to Licence No. 1039 on May 12, 2022 to change the licence size from 8.75 hectare area to 29.1 hectare area;

**AND WHEREAS** the Licencee is desirous of amending Licence No. 1039 to permit the Marine Cage cultivation of Lump fish (*Cyclopterus lumpus*), subject to whatever undertakings are prescribed by the Administrator;

**AND WHEREAS** the Administrator consents to amend Licence No. 1039 to permit the cultivation of Lump fish (*Cyclopterus lumpus*);

**NOW THEREFORE**, in consideration of the mutual covenants and agreements herein and the sum of \$1.00 and other good and valuable consideration (the receipt and sufficiency of which are hereby acknowledged), the Parties agree as follows:

1. Licence No. 1039 is hereby amended by adding thereto "and Lump fish (*Cyclopterus lumpus*)" at the end of clause 1.
2. Except as expressly amended herein Licence No. 1039 shall continue in full force and effect.



# SCHEDULE A



## Aquaculture Site

### 1039

Corner	Latitude	Longitude
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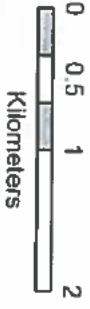
DATUM NAD 83 CSRS UTM Zone 20  
The above coordinates are not from a legal survey



License/Lease Holder	County	Waterbody	Hectares	Species Type	Culture Type	Chart
Kelly Cove Salmon Ltd.	Digby	Annapolis Basin	29.1	Finfish	Suspended Culture	4396

- Amendment Application
- Other Issued Lease

- Other Proposed Application
- Issued Experimental



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Data: 2022, Ed. 16  
Checked By: JMK

# SCHEDULE A



## Aquaculture Site 1039

Corner	Latitude	Longitude
1	44° 39' 27.630"	-65° 45' 24.292"
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License/Lease Holder: Kelly Cove Salmon Ltd.  
 County: Digby  
 Waterbody: Annapolis Basin  
 Hectares: 29.1  
 Species Type: Finfish  
 Culture Type: Suspended Culture  
 Chart: 4396

Amendment Application  
 Other Issued Lease



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 Date: 2022-05-16  
 Created By: MK