

Court File No.: CV-19-00632077-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

**B E T W E E N:**

**FIRSTONTARIO CREDIT UNION LIMITED**

**Applicant**

**-and-**

**1393382 ONTARIO LIMITED**

**Respondent**

**APPLICATION UNDER** Subsection 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985 c. B-3, as amended, Section 101 of the *Courts of Justice Act*, R.S.O. 1990 c. C.43, as amended, and Rule 14.05(3)(g) and (h) of the *Rules of Civil Procedure*

**MOTION RECORD OF COURT-APPOINTED RECEIVER**

(For Motion returnable May 7, 2020)

April 29, 2020

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Lawyers for msi Spergel Inc., in its capacity  
as Court-appointed Receiver of certain  
property of 1393382 Ontario Limited

TO: Service List attached

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

BETWEEN:

**FIRSTONTARIO CREDIT UNION LIMITED**

Applicant

- and -

**1393382 ONTARIO LIMITED**

Respondent

Application under Section 243 of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c.B-3, as amended, and Section 101 of the *Courts of Justice Act*, R.S.O. 1990, c. C.43, as amended, and Rule 14.05(3)(g) and (h) of the *Rules of Civil Procedure*

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TAB 1

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

**B E T W E E N:**

**FIRSTONTARIO CREDIT UNION LIMITED**

**Applicant**

**-and-**

**1393382 ONTARIO LIMITED**

**Respondent**

**APPLICATION UNDER** Subsection 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985 c. B-3, as amended, Section 101 of the *Courts of Justice Act*, R.S.O. 1990 c. C.43, as amended, and Rule 14.05(3)(g) and (h) of the *Rules of Civil Procedure*

**NOTICE OF MOTION**

**(Returnable May 7, 2020 via Zoom Conference)**

msi Spergel Inc., in its capacity as Court-appointed Receiver of certain property of 1393382 Ontario Limited (the “Receiver”) will make a motion to a judge on Thursday, May 7<sup>th</sup>, 2020 at 9:30 a.m., or soon after that time as the motion can be heard, at 330 University Avenue, Toronto, Ontario.

**PROPOSED METHOD OF HEARING:** The motion is to be heard

- in writing under subrule 37.12.1 (1) because it is (*insert one of on consent, unopposed or made without notice*);
- in writing as an opposed motion under subrule 37.12.1 (4);

x orally before the Honourable Madam Justice Gilmore via zoom.us conference using the following meeting particulars:

Join Zoom Meeting

<https://us02web.zoom.us/j/88089263740?pwd=aDBVdHZRRE5RRkxma3dvcEhVQUM4dz09>

Meeting ID: 880 8926 3740

Password: 324103

**THE MOTION IS FOR** an order:

- (a) abridging the time for service of the Notice of Motion and Motion Record, approving and validating the service of same, and dispensing with any further service thereof;
- (b) approving the First Report of the Receiver dated April 24, 2020 (the “Report”) and the actions of the Receiver described therein;
- (c) approving the Receiver’s proposed sales process described in the Report with respect to the respondent’s property located at 22216 Bloomfield Road, Chatham, Ontario (the “Bloomfield Property”);
- (d) approving the fees and disbursements of the Receiver and the Receiver’s counsel;
- (e) approving the Receiver’s Statement of Receipts and Disbursements as at March 31, 2020;
- (f) sealing the unredacted version of the motion record and the confidential appendices to the Report pending the completion of a sale of the Bloomfield Property; and,
- (g) such further and other relief as counsel may advise and this Honourable Court may permit.

**THE GROUNDS FOR THE MOTION ARE:**

- (a) as set forth in the Report;

- (b) Section 249 of the *Bankruptcy and Insolvency Act*;
- (c) Rules 1.04(1), 3.02, 16.04, 16.08, 37.07, and 41.05 of the *Rules of Civil Procedure*:  
and,
- (d) Such further grounds as counsel may advise, and as this Honourable Court may  
allow.

**THE FOLLOWING DOCUMENTARY EVIDENCE** will be used at the hearing of the motion:

- (a) The First Report of the Receiver dated April 24, 2020, and the appendices thereto; and,
- (b) Such further evidence as may be filed and as this Honourable Court may admit.

April 29, 2020

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**FIRST ONTARIO CREDIT UNION LIMITED**  
Applicant

-and- **1393382 ONTARIO LIMITED**  
Respondent

Court File No. CV-19-00632077-00CL

**4**

*ONTARIO*  
**SUPERIOR COURT OF JUSTICE**  
COMMERCIAL LIST

PROCEEDING COMMENCED AT  
TORONTO

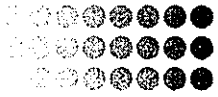
**NOTICE OF MOTION**  
(Motion returnable May 7, 2020)

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TAB 2



**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(Commercial List)**

**BETWEEN**

**FIRST ONTARIO CREDIT UNION LIMITED**

Applicant

- and -

**1393382 ONTARIO LIMITED**

Respondents

**FIRST REPORT OF THE RECEIVER**

**APRIL 24, 2020**

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- B. Order of the Honourable Justice Hainey, dated December 18, 2019
- C. Parcel Register
- D. Summary of Marketing Proposals (Redacted)
- E. Colliers International Marketing Proposal (Redacted)
- F. Fee Affidavit of Deborah Hornbostel, sworn April 23, 2020
- G. Fee Affidavit of Alyssa Adams, sworn April 21, 2020
- H. Receiver's Statement of Receipts and Disbursements as at March 31, 2020

**CONFIDENTIAL APPENDICES**

- A. Summary of Appraisals
- B. Summary of Marketing Proposals
- C. Colliers International Marketing Proposal

## I. INTRODUCTION AND BACKGROUND

1. On September 30, 2019, CIBC obtained on an ex parte basis, in court file No. CV-19-00628293-00CL, an order appointing BOO Canada Limited ("**BDO**") as receiver over all the assets, undertakings and properties of 1393382 Ontario Limited ("**139 Co.**") 908593 Ontario Limited ("**908 Co.**"), 2145744 Ontario Limited, 2145754 Ontario Limited, 1552838 Ontario Inc., 2189788 Ontario Inc., 2123618 Ontario Limited, 1849722 Ontario Limited, 2469244 Ontario Limited, 2364507 Ontario Limited (the "**September 30, 2019 Order**").

2. On application made by First Ontario Credit Union Limited ("**First Ontario**") pursuant to subsection 243(1) of the *Bankruptcy and Insolvency Act* (the "**BIA**") and section 101 of the *Courts of Justice Act* (the "**CJA**"), an Order was granted by the Honourable Justice Hainey dated December 16, 2019, (the "**Appointment Order**"), attached hereto as **Appendix "A"**. The Appointment Order lifted the stay of proceedings with respect to the September 30, 2019 Order; discharged BDO as receiver with respect to property owned by 139 Co. municipally known as 22216 Bloomfield Road, Chatham, ON including land, buildings, pumps and related assets (the "**Bloomfield Property**"), effective 5:00 PM, December 18, 2019; and appointed msi Spergel Inc. ("**Spergel**") as Receiver (in such capacity, the "**Receiver**"), without security, of the Bloomfield Property effective 5:00 PM, December 18, 2019.

3. On December 18, 2019, a further Order was issued by the Honourable Justice Hainey to correct an error in the Appointment Order whereby 1393382 Ontario Limited was incorrectly described as 1393882 Ontario Limited and 130 Co., attached hereto as **Appendix "B"**.

4. As a result of the proceedings pursuant to the September 30, 2019 Order, BDO had incurred fees and expenses (the "**BDO Receiver's Charge**") and borrowed funds charged against the Bloomfield Property assets (the "**CIBC's Receiver's Borrowing Charge**").

5. The Appointment Order issued by the Honourable Justice Hainey also permitted the BDO Receiver's Charge and the CIBC's Receiver's Borrowing Charge to remain and rank *pari passu* with the Receiver's Charge and the Receiver's Borrowing Charge granted in the Appointment Order. The amounts secured by the BDO Receiver's Charge and the CIBC's Receiver's Borrowing Charge were to subsequently be agreed upon between CIBC, First Ontario and BDO, or absent such agreement, be determined by the Court.

6. 139 Co. was incorporated on December 29, 1999 and according to the Corporate Profile Report dated December 14, 2016, Sarbjit Singh Dhillon and Madhir Singh Dhillon are the officers and directors of 139 Co.

7. 139 Co. owns the Bloomfield Property located at 22216 Bloomfield Road, Chatham, ON, more particularly described as:

PIN	00877 - 0040 (LT)
DESCRIPTION	PT LT 18, CON A, RALEIGH, AS IN 477708, TOGETHER WITH EASEMENT AS IN CK32321 OVER PART OF LOT 18, CON. A, RALEIGH, DESIGNATED AS PART 1, 24R8539; CHATHAM-KENT

A copy of the Parcel Register for the Bloomfield Property is attached hereto as **Appendix "C"**. 139 Co. also owns three other gas station properties and BDO remains as receiver of those properties pursuant to the September 30, 2019 Order.

8. 139 Co. is indebted to First Ontario with respect to a loan outstanding in the approximate amount of \$14.6 million. First Ontario has a priority charge over the Bloomfield Property.



9. Prior to the Receiver's appointment, 908 Co., a company related to 139 Co., operated the various businesses located at the Bloomfield Property. As previously mentioned, BDO was also appointed as the receiver of 908 Co. pursuant to the September 30, 2019 Order.

10. The Bloomfield Property is located adjacent to the 401 Highway between London and Windsor and is one of only three truck fueling stations along that corridor. The Bloomfield Property comprises approximately 11 acres improved with a 5,600 square foot commercial building and fuel pumping facilities for both retail customers and commercial truck customers. An Esso branded gas station services the retail side with four pumps and the commercial diesel fuel business operates with seven pumps as the Bloomfield Truck Stop. Truck parking, a sleeping area and shower facilities are also provided. 139 Co. also operates an *On The Run* convenience store within the commercial building. There is a seating area for 32 restaurant patrons. Prior to the Receiver's appointment, a Subway and Pizza Pizza franchise operated at the Bloomfield Property by 908 Co. but BDO had already ceased operations of those two businesses at the date of the Receiver's appointment.

## II. PURPOSE OF THIS REPORT

11. The purpose of this report (the "**First Report**") is to seek an Order of the Court:

- (a) approving the First Report and the actions of the Receiver described herein;
- (b) approving the Receiver's proposed sales process described herein with respect to the Bloomfield Property;
- (c) approving the fees and disbursements of the Receiver and the Receiver's counsel;
- (d) approving the Receiver's Statement of Receipts and Disbursements as at March 31, 2020;

- (e) sealing the unredacted version of the motion record and the confidential appendices to the First Report pending the completion of a sale of the Bloomfield Property; and,
- (f) such further and other relief as counsel may advise and this Court may permit.

### **III. ACTIONS OF THE RECEIVER UPON APPOINTMENT**

12. On December 17, 2019 the Receiver attended at the Bloomfield Property to inspect the assets and meet with representatives of BDO to plan for the turnover of the Bloomfield Property at 5:00 PM on December 18, 2019.
13. The Receiver undertook the following activities immediately upon its appointment:
  - met with and engaged employees on behalf of the Receiver;
  - secured the books and records relating to the Bloomfield Property;
  - contacted existing fuel providers to advise of the receivership and coordinate the ongoing delivery of fuel and reporting;
  - undertook an inventory of the convenience store goods and fuel inventory; and,
  - photographed and secured the premises by changing the locks.
14. The Receiver prepared and issued all statutory notices in accordance with the *BIA*.
15. The Receiver engaged Flett Beccario as the Receiver's independent legal counsel and arranged for it to register the Appointment Order on title to the Property.
16. The Receiver also engaged the services of KRS Group of Companies Limited ("**KRS**") to assist it with the ongoing operations, and more particularly with regard to the purchasing of fuel, setting of prices, management of personnel and customers, and site maintenance and improvement.

17. Since taking possession of the Bloomfield Property, the Receiver's activities have been focused primarily on the day-to-day management of the gas station and convenience store business in conjunction with KRS and safeguarding of the Bloomfield Property, including, without limitation, the following:

- Ongoing hiring and termination of staff and processing of bi-weekly payroll;
- Arrangements for funding of ongoing operations and the issuance of Receiver Certificates;
- Arrangements for ongoing fuel deliveries;
- Opening of the Receiver's bank account and execution of various pre-authorized debit arrangements with suppliers;
- Arranging supplier and utility accounts and credit facilities for the Receiver;
- Negotiating supplier contracts;
- Obtaining approval from the Ministry of the Attorney General and the Ontario Lottery & Gaming Commission for the operation of lottery facilities;
- Monitoring and approving store inventory purchases;
- Monitoring and posting daily sales and cash deposits to Receiver's trust account;
- Tracking and reconciling daily sales (cash deposits, credit card receipts, commissions, cross lease receipts and other miscellaneous charges and receipts etc.) with daily Parkland reports and arranging payment of balances due;
- Issuing invoices and statements of account to commercial clients and pursuing collections;
- Preparing monthly statements of revenues and expenses;
- Arranging for insurance coverage for the Receiver and ongoing payment arrangements;
- Dealings with Canada Revenue Agency ("CRA") to ascertain filing status and liabilities and to open payroll and HST accounts for the Receiver;
- Attending to the completion of various outstanding tax returns due;
- Dealings with unpaid and unsecured suppliers;
- Obtaining and reviewing pre-receivership records;
- Contacting the Municipality of Chatham-Kent for property tax status and arranging for payment of arrears and current instalments;
- Reviewing and approving operating issues and required maintenance and site repairs;
- Verifying and maintaining proper licensing with respect to propane, TSSA, tobacco, OLG, fire safety, fuel pump calibration etc. and,

- Ongoing payment processing, cash management, reporting and forecasting.

18. The Receiver has continued operations to date with the intention to sell the Bloomfield Property as a going concern.

19. The Receiver has worked in conjunction with BDO to ensure a smooth turnover of the receivership proceedings and to minimize costs wherever possible. All creditors were advised of the change in receivers and ongoing accounts appear to have been transitioned with very few issues.

20. Insurance for the Bloomfield Property continues to be in place under a policy for 139 Co. administered by BDO, for which the Receiver reimburses BDO its appropriate premium share.

21. The Receiver negotiated the purchase of a Kubota tractor from the receiver of 908 Co. which had been located at the Bloomfield Property and used for snow plowing. The Receiver also made arrangements with the receiver of 908 Co. to leave its restaurant equipment and chattels in place during the sales process in order to make the Bloomfield Property more attractive to potential purchasers.

22. The Receiver worked with the local police to ascertain the ownership of numerous trailers that had been parking illegally onsite and then made arrangements for either removal of the trailers or monthly parking rent.

23. The Receiver made arrangements for new signage to be manufactured and installed near the 401 Highway when weather would permit it in the spring, which unfortunately is further delayed due to Covid-19 restrictions.

24. The Receiver engaged the services of Antec Appraisal Group Inc. (“**Antec**”) and Metrix Southwest Inc. (“**Metrix**”) to attend at and conduct appraisals of the Bloomfield Property. The Receiver obtained appraisals from Antec on March 6, 2020 and from Metrix on February 5, 2020. A summary of the appraisals is attached to the unredacted motion record as **Confidential Appendix “A”**.

#### **IV. PROPOSED SALES PROCESS**

25. The Receiver requested marketing proposals from Cushman Wakefield, CB Richard Ellis and Colliers International (“**Colliers**”). A redacted summary of their marketing proposals is attached hereto as **Appendix “D”**; an unredacted summary is attached to the unredacted motion record as **Confidential Appendix “B”**.

26. A copy of the marketing proposal of Colliers, redacted for any market value references, is attached hereto as **Appendix “E”**; an unredacted copy of the marketing proposal is attached to the unredacted motion record as **Confidential Appendix “C”**. The Receiver recommends proceeding with Colliers for the following reasons:

- The proposal does not utilize a listing price and instead calls for offers by a deadline date, which the Receiver prefers;
- The commission structure is at the lower end of the three proposals;
- The proposal provides a market valuation that significantly exceeds the market valuation provided by Cushman Wakefield and is more in line with the appraised values provided by Antec and Metrix;
- The timeline of approximately twelve weeks is reasonable; and,
- Colliers is well regarded in the marketplace and is experienced in the sale of fuel stations.

27. The proposed time frame in the Colliers proposal is as follows:

Pre-Due Diligence/Pre-Marketing	4 weeks
Active Marketing	5 weeks
Bid Date:	End of Marketing Period (Week 9)
Second Round of Offers	Week 11
Execution of Agreement	Week 12

28. The Receiver notes that the current state of emergency in Canada as a result of Covid-19 may continue to delay the sales process; however, given the ongoing monthly operating losses at the Bloomfield Truck Stop, the Receiver desires to have the Property sold as soon as possible for the benefit of all stakeholders, and therefore the Receiver seeks to obtain approval by the Court to proceed with its sales process, pursuant to the terms of the Colliers proposal, so that it may commence the process as soon as practicable.

## V. FEES AND DISBURSEMENTS

29. Attached hereto as **Appendix "F"** is the Fee Affidavit of Deborah Hornbostel, sworn April 23, 2020, which incorporates, by reference, a copy of the Receiver's time docket pertaining to the receivership to and including March 31, 2020. In total, the Receiver has charged professional fees in the amount of \$151,297.25, plus HST of \$19,668.64. This represents a total of 685.25 hours at an average rate of \$220.79 per hour. The Receiver notes that these charges include an overall discount of \$55,920 from its standard hourly rates.

30. Attached hereto as **Appendix "G"** is the Fee Affidavit of Alyssa Adams, sworn April 21, 2020 which attaches copies of the invoices rendered by Flett Beccario for the period December 12, 2019 to March 30, 2020 which detail the services provided to the Receiver in the amount of \$7,100.59, inclusive of disbursements and applicable taxes.

31. The Receiver has reviewed the accounts of Flett Beccario and, given the Receiver's involvement in this matter, the Receiver is of the opinion that all the work as set out in Flett Beccario's accounts was carried out and was necessary. The hourly rate of the lawyer at Flett Beccario who worked on this matter is reasonable in light of the services required and the services were carried out by a lawyer with the appropriate level of experience.

## VI. RECEIPTS AND DISBURSEMENTS

32. Attached hereto as **Appendix "H"** is a copy of the Receiver's Statement of Receipts and Disbursements as at March 31, 2020.

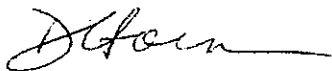
## VII. RECOMMENDATION

33. For the reasons discussed in this First Report, the Receiver recommends that the Court grant the relief specified at paragraph 11 of this First Report.

This Report is respectfully submitted this 24<sup>th</sup> day of April, 2020.

**msi Spergel Inc.,**

In its capacity as Court Appointed Receiver of  
1393382 Ontario Limited  
and not in its personal or corporate capacity  
Per:



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Deborah Hornbostel, CPA, CA, CFE, CIRP, LIT

TAB A



## Appendix A

ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST

THE HONOURABLE

)

MONDAY, THE 16<sup>H</sup>

JUSTICE *Hainey*

)

DAY OF DECEMBER, 2019

)

FIRSTONTARIO CREDIT UNION LIMITED

Applicant

- and -

1393882 ONTARIO LIMITED

Respondent

**ORDER**  
**(appointing Receiver)**

THIS MOTION made by the Applicant, FirstOntario Credit Union Limited ("FirstOntario") for an Order pursuant to section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended (the "BIA") and section 101 of the *Courts of Justice Act*, R.S.O. 1990, c. C.43, as amended (the "CJA") appointing msi Spergel Inc. as receiver (in such capacities, the "Receiver") without security, of all of the assets, undertakings and properties of 1393882 Ontario Limited ("139 Co" or the "Debtor") acquired for, or used in relation to a business carried on by the Debtor, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the affidavit of Virginia Selemidis sworn December 2, 2019 and the Exhibits thereto and on hearing the submissions of counsel for FirstOntario, and such other parties as attended the hearing of the application and on reading the consent of msi Spergel Inc. to act as the Receiver,

**SERVICE**

1. THIS COURT ORDERS that the time for service of the Notice of Motion and the Motion is hereby abridged and validated so that this motion is properly returnable today and hereby dispenses with further service thereof.

**LIFTING STAY OF PROCEEDINGS**

2. THIS COURT ORDERS the stay of proceedings imposed under the Amended Receivership Order dated September 30, 2019 in the action commenced by Canadian Imperial Bank of Commerce ("**CIBC**") under court file no. CV-19-00628293-00CL (the "**CIBC Action**") is hereby lifted to permit the bringing of this application and the making of this Order.

**DISCHARGE OF RECEIVER IN THE CIBC ACTION**

3. THIS COURT ORDERS that BDO Canada Limited ("**BDO**"), appointed by Order dated September 30, 2019 in the CIBC Action as receiver of the assets, undertakings and properties of, among other parties, 130 Co, is hereby discharged as receiver of property municipally known as 22216 Bloomfield Road, Chatham, Ontario, including land, buildings, pumps and related operating assets (such property, the "**Bloomfield Property**") as of 5:00 p.m. (Toronto time) on Wednesday, December 18, 2019 (the "**Effective Time**"), including land, buildings, pumps and related operating assets, and legally described as:

PIN	00877 – 0040 (LT)
DESCRIPTION	PT LT 18, CON A, RALEIGH, AS IN 477708, TOGETHER WITH EASEMENT AS IN CK32321 OVER PART OF LOT 18, CON. A, RALEIGH, DESIGNATED AS PART 1, 24R8539; CHATHAM-KENT

4. THIS COURT ORDERS AND DECLARES that BDO is hereby released and discharged from any and all liability that BDO now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of BDO while acting in its capacity as Receiver in relation to the Bloomfield Property, save and except for any gross negligence or wilful misconduct on the Receiver's part. Without limiting the generality of the foregoing, BDO is hereby forever released and discharged from any and all liability relating to matters that were raised, or which could have been raised, in the within receivership proceedings as they relate to the Bloomfield Property, save and except for any gross negligence or wilful misconduct on the Receiver's part.

5. THIS COURT ORDERS that BDO shall be reimbursed for amounts set out in a payment agreement to be reached among BDO, CIBC and FirstOntario, in accordance with that agreement, or absent such agreement, as determined by this Court, and that said amounts shall be deemed to form a part of the CIBC Receiver's Charge (as defined below).

6. THIS COURT ORDERS that, other than as provided in this paragraph, nothing in this Order shall affect the charge granted in favour of BDO (the "CIBC Receiver") in the CIBC Action (the "CIBC Receiver's Charge"), including the assets pursuant to which such charge was granted, and that the CIBC Receiver's Charge and the receiver's borrowings charge granted in the CIBC Action (the "CIBC Receiver's Borrowings Charge") shall each rank *pari passu* with the Receiver's Charge and the Receiver's Borrowings Charge (as those terms are defined herein), respectively, granted in this Order as they pertain to the Bloomfield Property, provided that the Applicant's right to challenge the priority of the CIBC Receiver's Borrowings Charge over the Applicant's security interests, and the quantum owed under such charge as it affects the Bloomfield Property, shall be preserved. For the purpose of this paragraph, the charges in favour of BDO shall apply for the time period from September 30, 2019 to and including the Effective Time, and the amounts secured under such charges shall be agreed upon as between BDO, CIBC and FCU, or absent such agreement, shall be determined by this Court.

*GH*

*and (b) CIBC and BDO shall each retain the right to challenge the priority and quantum of the Receiver's Charge and the Receiver's Borrowings Charge over the Bloomfield Property.*

*GH*

## APPOINTMENT

7. THIS COURT ORDERS that pursuant to section 243(1) of the BIA and section 101 of the CJA, msi Spergel Inc. is hereby appointed Receiver, without security, of the Bloomfield Property 5:00 p.m. (Toronto time) on Wednesday, December 18, 2019.

*at the  
Bloomfield  
Property*

8. THIS COURT ORDERS that the appointment of the Receiver hereunder is effective notwithstanding an Order of Justice Hainey made in the CIBC Action dated October 7, 2019 amending an Order dated September 30, 2019 granting to CIBC a Mareva injunction, as may be amended from time to time (collectively, the "**Mareva Order**"), and nothing in the Mareva Order shall impair the powers of the Receiver as granted herein, save and except that all bank accounts and bank account balances of the Debtor existing at the time of the making of this Order shall remain subject to the Mareva Order, and save and except as specified in paragraph 9(j) below.

## RECEIVER'S POWERS

9. THIS COURT ORDERS that the Receiver is hereby empowered and authorized, but not obligated, to act at once in respect of the Bloomfield Property and, without in any way limiting the generality of the foregoing, the Receiver is hereby expressly empowered and authorized to do any of the following where the Receiver considers it necessary or desirable:

- (a) to take possession of and exercise control over the Bloomfield Property and any and all proceeds, receipts and disbursements arising out of or from the Bloomfield Property;
- (b) to receive, preserve, and protect the Bloomfield Property, or any part or parts thereof, including, but not limited to, the changing of locks and security codes, the relocating of Property to safeguard it, the engaging of independent security personnel, the taking of physical inventories and the placement of such insurance coverage as may be necessary or desirable;

*GH* (c)

- to manage, operate, and carry on the business of the Debtor, including the powers to enter into any agreements, incur any obligations in the ordinary course of business, cease to carry on all or any part of the business, or cease to perform any contracts of the Debtor;
- (d) to engage consultants, appraisers, agents, experts, auditors, accountants, managers, counsel and such other persons from time to time and on whatever basis, including on a temporary basis, to assist with the exercise of the Receiver's powers and duties, including without limitation those conferred by this Order;
- (e) to purchase or lease such machinery, equipment, inventories, supplies, premises or other assets to continue the business of the Debtor or any part or parts thereof;
- (f) to receive and collect all monies and accounts now owed or hereafter owing to the Debtor and to exercise all remedies of the Debtor in collecting such monies, including, without limitation, to enforce any security held by the Debtor;
- (g) to settle, extend or compromise any indebtedness owing to the Debtor;
- (h) to execute, assign, issue and endorse documents of whatever nature in respect of any of the Bloomfield Property, whether in the Receiver's name or in the name and on behalf of the Debtor, for any purpose pursuant to this Order;
- (i) to initiate, prosecute and continue the prosecution of any and all proceedings and to defend all proceedings now pending or hereafter instituted with respect to the Debtor, the Bloomfield Property or the Receiver, and to settle or compromise any such proceedings. The authority hereby conveyed shall extend to such

*of the  
Bloomfield  
Property*

appeals or applications for judicial review in respect of any order or judgment pronounced in any such proceeding;

- (j) to market any or all of the Bloomfield Property, including advertising and soliciting offers in respect of the Bloomfield Property or any part or parts thereof and negotiating such terms and conditions of sale as the Receiver in its discretion may deem appropriate. However, the proceeds of the sale of any of the undertaking, property or assets of the Debtor which are in excess of the Debtor's secured indebtedness to CIBC and FirstOntario (with the priorities between them to be agreed upon between them, or absent such agreement, shall be determined by this Court) and subject to paragraphs 6, 9(k), 26, 27, 28 and 29 of this Order or further orders of this court, shall be retained by the Receiver and remain subject to the Mareva Order;
- (k) to sell, convey, transfer, lease or assign the Bloomfield Property or any part or parts thereof out of the ordinary course of business,
  - (i) without the approval of this Court in respect of any transaction not exceeding \$50,000.00, provided that the aggregate consideration for all such transactions does not exceed \$100,000.00; and
  - (ii) with the approval of this Court in respect of any transaction in which the purchase price or the aggregate purchase price exceeds the applicable amount set out in the preceding clause or, in the opinion of the Receiver, court approval is otherwise necessary or desirable regardless of the value of the transaction;

and in each such case notice under subsection 63(4) of the Ontario *Personal Property Security Act*, or section 31 of the Ontario *Mortgages Act*, as the case may be, shall not be required.

- (l) to apply for any vesting order or other orders necessary to convey the Bloomfield Property or any part or parts thereof to a purchaser or purchasers thereof, free and clear of any liens or encumbrances affecting such Property;
- (m) to report to, meet with and discuss with such affected Persons (as defined below) as the Receiver deems appropriate on all matters relating to the Bloomfield Property and the receivership, and to share information, subject to such terms as to confidentiality, including without limitation of any Court order, and as the Receiver deems advisable;
- (n) to register a copy of this Order and any other Orders in respect of the Bloomfield Property against title to any of the Bloomfield Property;
- (o) to apply for any permits, licences, approvals or permissions as may be required by any governmental authority and any renewals thereof for and on behalf of and, if thought desirable by the Receiver, in the name of the Debtor;
- (p) to enter into agreements with any trustee in bankruptcy appointed in respect of the Debtor, including, without limiting the generality of the foregoing, the ability to enter into occupation agreements for any property owned or leased by the Debtor;
- (q) to exercise any shareholder, partnership, joint venture or other rights which the Debtor may have;



- (r) to terminate any lease or contract that provides 908593 Ontario Limited ("908 Co") with the right or entitlement to use or occupy the Bloomfield Property or to manage or operate any business located at the Bloomfield Property; and
- (s) to take any steps reasonably incidental to the exercise of these powers or the performance of any statutory obligations.

and in each case where the Receiver takes any such actions or steps, it shall be exclusively authorized and empowered to do so, to the exclusion of all other Persons (as defined below), including the Debtor, and without interference from any other Person.

**DUTY TO PROVIDE ACCESS AND CO-OPERATION TO THE RECEIVER**

10. THIS COURT ORDERS that (i) the Debtor, (ii) all of its current and former directors, officers, employees, agents, accountants, legal counsel and shareholders, and all other persons acting on its instructions or behalf, and (iii) all other individuals, firms, corporations, governmental bodies or agencies, or other entities having notice of this Order (all of the foregoing, collectively, being "Persons" and each being a "Person") shall forthwith advise the Receiver of the existence of any Property in such Person's possession or control, shall grant immediate and continued access to the Bloomfield Property to the Receiver, and shall deliver all such Property to the Receiver upon the Receiver's request.

11. THIS COURT ORDERS that all Persons shall forthwith advise the Receiver of the existence of any books, documents, securities, contracts, orders, corporate and accounting records, and any other papers, records and information of any kind related to the business or affairs of the Debtor, and any computer programs, computer tapes, computer disks, or other data storage media containing any such information (the foregoing, collectively, the "Records") in that Person's possession or control, and shall provide to the Receiver or permit the Receiver to make, retain and take away copies thereof and grant to the Receiver unfettered access to and use of accounting, computer, software and physical facilities relating thereto, provided however that nothing in this

paragraph 5 or in paragraph 6 of this Order shall require the delivery of Records, or the granting of access to Records, which may not be disclosed or provided to the Receiver due to the privilege attaching to solicitor-client communication or due to statutory provisions prohibiting such disclosure.

12. THIS COURT ORDERS that books, documents, securities, contracts, orders, corporate and accounting records, and any other papers, records and information of any kind related primarily to the business or affairs of the persons and entities (other than the Debtor) subject to

- (a) the CIBC Receivership Order, including those parties set out in Schedule "A", shall be delivered to BDO Canada Limited; and
- (b) the Mareva Order, as amended, but not the CIBC Receivership Order, save and except for the Records of the Debtor but including those parties

set out in Schedule "B", shall be delivered to ~~CIBC~~ *The Independent Supervising Solicitor appointed in the CIBC Action and shall be subject to the Access Order dated October 16, 2019 in the CIBC Action but the Receiver shall be permitted to copy any documents* and not kept in the possession of the Receiver; however, the Receiver is not obligated to perform any investigation in respect of the existence of such Non-Debtor Records.

13. THIS COURT ORDERS that if any Records are stored or otherwise contained on a computer or other electronic system of information storage, whether by independent service provider or otherwise, all Persons in possession or control of such Records shall forthwith give unfettered access to the Receiver for the purpose of allowing the Receiver to recover and fully copy all of the information contained therein whether by way of printing the information onto paper or making copies of computer disks or such other manner of retrieving and copying the information as the Receiver in its discretion deems expedient, and shall not alter, erase or destroy any Records without the prior written consent of the Receiver. Further, for the purposes of this paragraph, all Persons shall provide the Receiver with all such assistance in gaining immediate access to the information in the Records as the Receiver may in its discretion require including providing the Receiver with instructions on the use of any computer or other system and

*53 delivered to IT and*

providing the Receiver with any and all access codes, account names and account numbers that may be required to gain access to the information.

14. THIS COURT ORDERS that all Persons are hereby enjoined and restrained from in any way altering, concealing, defacing, destroying, discarding, erasing or otherwise tampering or adversely dealing with any of the Bloomfield Property of the Debtors or from removing any Property in the ordinary course of business, from the premises of the Debtors without the prior written consent of the Receiver.

15. THIS COURT ORDERS that any security personnel engaged by the Receiver pursuant to paragraph 8(b) herein shall be authorized and entitled, but not required, to escort or remove any persons onto or from the Bloomfield Property of the Debtor as the Receiver may in its sole discretion consider it necessary or desirable to escort or remove.

**NO PROCEEDINGS AGAINST THE RECEIVER**

16. THIS COURT ORDERS that no proceeding or enforcement process in any court or tribunal (each, a "Proceeding"), shall be commenced or continued against the Receiver except with the written consent of the Receiver or with leave of this Court.

**NO PROCEEDINGS AGAINST THE DEBTOR OR THE BLOOMFIELD PROPERTY**

17. THIS COURT ORDERS that with the exception of the CIBC Action no Proceeding against or in respect of the Debtor or the Bloomfield Property shall be commenced or continued except with the written consent of the Receiver or with leave of this Court and any and all Proceedings currently under way against or in respect of the Debtor or the Bloomfield Property are hereby stayed and suspended pending further Order of this Court.

**NO EXERCISE OF RIGHTS OR REMEDIES**

18. THIS COURT ORDERS that with the exception of the CIBC Action all rights and remedies against the Debtor, the Receiver, or affecting the Bloomfield Property, are hereby stayed and suspended except with the written consent of the Receiver or leave

of this Court, provided however that this stay and suspension does not apply in respect of any "eligible financial contract" as defined in the BIA, and further provided that nothing in this paragraph shall (i) empower the Receiver or the Debtor to carry on any business which the Debtor is not lawfully entitled to carry on, (ii) exempt the Receiver or the Debtor from compliance with statutory or regulatory provisions relating to health, safety or the environment, (iii) prevent the filing of any registration to preserve or perfect a security interest, or (iv) prevent the registration of a claim for lien.

#### **NO INTERFERENCE WITH THE RECEIVER**

19. THIS COURT ORDERS that no Person shall discontinue, fail to honour, alter, interfere with, repudiate, terminate or cease to perform any right, renewal right, contract, agreement, licence or permit in favour of or held by the Debtor, without written consent of the Receiver or leave of this Court.

#### **CONTINUATION OF SERVICES**

20. THIS COURT ORDERS that all Persons having oral or written agreements with the Debtor or statutory or regulatory mandates for the supply of goods and/or services, including without limitation, all computer software, communication and other data services, centralized banking services, payroll services, insurance, transportation services, utility or other services to the Debtor are hereby restrained until further Order of this Court from discontinuing, altering, interfering with or terminating the supply of such goods or services as may be required by the Receiver, and that the Receiver shall be entitled to the continued use of the Debtor's current telephone numbers, facsimile numbers, internet addresses and domain names, provided in each case that the normal prices or charges for all such goods or services received after the date of this Order are paid by the Receiver in accordance with normal payment practices of the Debtor or such other practices as may be agreed upon by the supplier or service provider and the Receiver, or as may be ordered by this Court. Notwithstanding the forgoing, nothing herein contained shall require any entities in respect of which BDO has been appointed as receiver in the CIBC Action to continue to supply goods or services to the Debtor.

### **RECEIVER TO HOLD FUNDS**

21. THIS COURT ORDERS that all funds, monies, cheques, instruments, and other forms of payments received or collected by the Receiver from and after the making of this Order from any source whatsoever, including without limitation the sale of all or any of the Bloomfield Property and the collection of any accounts receivable in whole or in part, whether in existence on the date of this Order or hereafter coming into existence, shall be deposited into one or more new accounts to be opened by the Receiver (the "Post Receivership Accounts") and the monies standing to the credit of such Post Receivership Accounts from time to time, net of any disbursements provided for herein, shall be held by the Receiver to be paid in accordance with the terms of this Order or any further Order of this Court.

### **EMPLOYEES**

22. THIS COURT ORDERS that all employees of the Debtor shall remain the employees of the Debtor until such time as the Receiver, on the Debtor's behalf, may terminate the employment of such employees. The Receiver shall not be liable for any employee-related liabilities, including any successor employer liabilities as provided for in section 14.06(1.2) of the BIA, other than such amounts as the Receiver may specifically agree in writing to pay, or in respect of its obligations under sections 81.4(5) or 81.6(3) of the BIA or under the *Wage Earner Protection Program Act*.

### **PIPEDA**

23. THIS COURT ORDERS that, pursuant to clause 7(3)(c) of the *Canada Personal Information Protection and Electronic Documents Act*, the Receiver shall disclose personal information of identifiable individuals to prospective purchasers or bidders for the Bloomfield Property and to their advisors, but only to the extent desirable or required to negotiate and attempt to complete one or more sales of the Bloomfield Property (each, a "Sale"). Each prospective purchaser or bidder to whom such personal information is disclosed shall maintain and protect the privacy of such information and limit the use of such information to its evaluation of the Sale, and if it does not complete a Sale, shall return all such information to the Receiver, or in the alternative destroy all

such information. The purchaser of any Property shall be entitled to continue to use the personal information provided to it, and related to the Bloomfield Property purchased, in a manner which is in all material respects identical to the prior use of such information by the Debtor, and shall return all other personal information to the Receiver, or ensure that all other personal information is destroyed.

#### **LIMITATION ON ENVIRONMENTAL LIABILITIES**

24. THIS COURT ORDERS that nothing herein contained shall require the Receiver to occupy or to take control, care, charge, possession or management (separately and/or collectively, "Possession") of any of the Bloomfield Property that might be environmentally contaminated, might be a pollutant or a contaminant, or might cause or contribute to a spill, discharge, release or deposit of a substance contrary to any federal, provincial or other law respecting the protection, conservation, enhancement, remediation or rehabilitation of the environment or relating to the disposal of waste or other contamination including, without limitation, the *Canadian Environmental Protection Act*, the *Ontario Environmental Protection Act*, the *Ontario Water Resources Act*, or the *Ontario Occupational Health and Safety Act* and regulations thereunder (the "Environmental Legislation"), provided however that nothing herein shall exempt the Receiver from any duty to report or make disclosure imposed by applicable Environmental Legislation. The Receiver shall not, as a result of this Order or anything done in pursuance of the Receiver's duties and powers under this Order, be deemed to be in Possession of any of the Bloomfield Property within the meaning of any Environmental Legislation, unless it is actually in possession.

#### **LIMITATION ON THE RECEIVER'S LIABILITY**

25. THIS COURT ORDERS that the Receiver shall incur no liability or obligation as a result of its appointment or the carrying out the provisions of this Order, save and except for any gross negligence or wilful misconduct on its part, or in respect of its obligations under sections 81.4(5) or 81.6(3) of the BIA or under the *Wage Earner Protection Program Act*. Nothing in this Order shall derogate from the protections afforded the Receiver by section 14.06 of the BIA or by any other applicable legislation.

**RECEIVER'S ACCOUNTS**

26. THIS COURT ORDERS that the Receiver and counsel to the Receiver shall be paid their reasonable fees and disbursements, in each case at their standard rates and charges unless otherwise ordered by the Court on the passing of accounts, and that the Receiver and counsel to the Receiver shall be entitled to and are hereby granted a charge (the "Receiver's Charge") on the Bloomfield Property, as security for such fees and disbursements, both before and after the making of this Order in respect of these proceedings, and that the Receiver's Charge shall form a charge on the Bloomfield Property in priority to all security interests, trusts, liens, charges and encumbrances, statutory or otherwise, in favour of any Person, but subject to sections 14.06(7), 81.4(4),



and 81.6(2) of the BIA, and subject to paragraph ~~Error! Reference source not found.~~ ✓ ✓  
of this Order.

27. THIS COURT ORDERS that the Receiver and its legal counsel shall pass its accounts from time to time, and for this purpose the accounts of the Receiver and its legal counsel are hereby referred to a judge of the Commercial List of the Ontario Superior Court of Justice.

28. THIS COURT ORDERS that prior to the passing of its accounts, the Receiver shall be at liberty from time to time to apply reasonable amounts, out of the monies in its hands, against its fees and disbursements, including legal fees and disbursements, incurred at the standard rates and charges of the Receiver or its counsel, and such amounts shall constitute advances against its remuneration and disbursements when and as approved by this Court.

**FUNDING OF THE RECEIVERSHIP**

29. THIS COURT ORDERS that the Receiver be at liberty and it is hereby empowered to borrow by way of a revolving credit or otherwise, such monies from time to time as it may consider necessary or desirable, provided that the outstanding principal amount does not exceed \$1,000,000.00 (or such greater amount as this Court may by further Order authorize) at any time, at such rate or rates of interest as it deems advisable for such period or periods of time as it may arrange, for the purpose of

funding the exercise of the powers and duties conferred upon the Receiver by this Order, including interim expenditures. The whole of the Bloomfield Property shall be and is hereby charged by way of a fixed and specific charge (the "Receiver's Borrowings Charge") as security for the payment of the monies borrowed, together with interest and charges thereon, in priority to all security interests, trusts, liens, charges and encumbrances, statutory or otherwise, in favour of any Person, but subordinate in priority to the Receiver's Charge and the charges as set out in sections 14.06(7), 81.4(4), and 81.6(2) of the BIA, and subject to paragraph ~~Error! Reference source not~~ <sup>6</sup> **found.** of this Order.

30. THIS COURT ORDERS that neither the Receiver's Borrowings Charge nor any other security granted by the Receiver in connection with its borrowings under this Order shall be enforced without leave of this Court.

31. THIS COURT ORDERS that the Receiver is at liberty and authorized to issue certificates substantially in the form annexed as Schedule "C" hereto (the "Receiver's Certificates") for any amount borrowed by it pursuant to this Order.

32. THIS COURT ORDERS that the monies from time to time borrowed by the Receiver pursuant to this Order or any further order of this Court and any and all Receiver's Certificates evidencing the same or any part thereof shall rank on a *pari passu* basis, unless otherwise agreed to by the holders of any prior issued Receiver's Certificates.

#### **SERVICE AND NOTICE**

33. THIS COURT ORDERS that the E-Service Protocol of the Commercial List (the "**Protocol**") is approved and adopted by reference herein and, in this proceeding, the service of documents made in accordance with the Protocol (which can be found on the Commercial List website at <http://www.ontariocourts.ca/scj/practice/practice-directions/toronto/e-service-protocol/>) shall be valid and effective service. Subject to Rule 17.05 this Order shall constitute an order for substituted service pursuant to Rule 16.04 of the Rules of Civil Procedure. Subject to Rule 3.01(d) of the Rules of Civil Procedure and paragraph 21 of the Protocol, service of documents in accordance with



the Protocol will be effective on transmission. This Court further orders that a Case Website shall be established in accordance with the Protocol with the following URL <https://www.spergelcorporate.ca/engagements/1393382OntarioLimited>.

34. THIS COURT ORDERS that if the service or distribution of documents in accordance with the Protocol is not practicable, the Receiver is at liberty to serve or distribute this Order, any other materials and orders in these proceedings, any notices or other correspondence, by forwarding true copies thereof by prepaid ordinary mail, courier, personal delivery or facsimile transmission to the Debtor's creditors or other interested parties at their respective addresses as last shown on the records of the Debtor and that any such service or distribution by courier, personal delivery or facsimile transmission shall be deemed to be received on the next business day following the date of forwarding thereof, or if sent by ordinary mail, on the third business day after mailing.

#### **GENERAL**

35. THIS COURT ORDERS that the Receiver may from time to time apply to this Court for advice and directions in the discharge of its powers and duties hereunder.

36. THIS COURT ORDERS that nothing in this Order shall prevent the Receiver from acting as a trustee in bankruptcy of the Debtor.

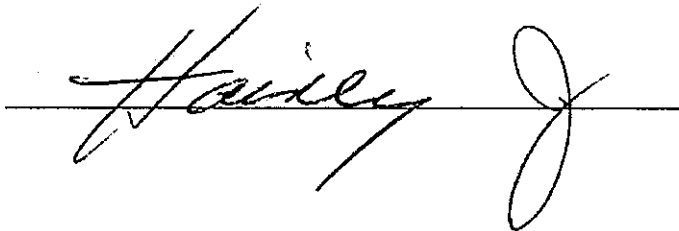
37. THIS COURT HEREBY REQUESTS the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, 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 or to assist the Receiver and its agents in carrying out the terms of this Order.

38. 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, and that the Receiver is authorized and empowered to act as a representative in respect of the within proceedings for the purpose of having these proceedings recognized in a jurisdiction outside Canada.

39. THIS COURT ORDERS that the Applicant shall have its costs of this motion, up to and including entry and service of this Order, provided for by the terms of the Applicant's security or, if not so provided by the Applicant's security, then on a substantial indemnity basis to be paid by the Receiver from the Debtor's estate with such priority and at such time as this Court may determine.

40. THIS COURT ORDERS that any interested party may apply to this Court to vary or amend this Order on not less than seven (7) days' notice to the Receiver and to any other party likely to be affected by the order sought or upon such other notice, if any, as this Court may order.

A handwritten signature in cursive script, appearing to read "Hailey J.", is written over a horizontal line.

ENTERED AT / INSCRIT A TORONTO  
ON / BOOK NO:  
LE / DANS LE REGISTRE NO:

DEC 16 2019

PER / PAR: CA

**SCHEDULE "A"**  
**PERSONS AND ENTITIES SUBJECT TO THE MAREVA ORDER**  
**OF SEPTEMBER 30, 2019**  
**AS AMENDED ON OCTOBER 7, 2019**

Sarbjit Singh Dhillon;  
Mandhir S. Dhillon;  
Simranjit Dhillon;  
Mandeep Dhillon;  
908593 ONTARIO LIMITED, operating as Eagle Travel Plaza;  
1393382 ONTARIO LIMITED;  
2145744 ONTARIO LIMITED;  
2145754 ONTARIO LIMITED;  
1552838 ONTARIO INC.;  
2189788 ONTARIO INC.;  
2123618 ONTARIO LIMITED;  
1849722 ONTARIO LTD.;  
2469244 ONTARIO LIMITED;  
2364507 ONTARIO LIMITED;  
1254044 ONTARIO LIMITED; and  
2612550 ONTARIO LIMITED.

**SCHEDULE "C"**

**PERSONS AND ENTITIES SUBJECT TO THE MAREVA ORDER OF SEPTEMBER  
30, 2019 AS AMENDED ON OCTOBER 7, 2019 AND October 30, 2019 BUT NOT  
THE CIBC RECEIVERSHIP ORDER**

2541899 Ontario Ltd.;  
2571279 Ontario Inc.;  
2541900 Ontario Ltd.;  
2587984 Ontario Inc.;  
2431264 Ontario Inc.;  
2542372 Ontario Inc.;  
2034039 Ontario Inc.;

**SCHEDULE "B"**  
**RECEIVER CERTIFICATE**

CERTIFICATE NO. \_\_\_\_\_

AMOUNT \$ \_\_\_\_\_

1. THIS IS TO CERTIFY that msi Spergel Inc., the receiver (the "Receiver") of the assets, undertakings and properties 1393382 Ontario Limited ("139 Co or the "Debtor") acquired for, or used in relation to a business carried on by the Debtor, including all proceeds thereof (collectively, the "Property") appointed by Order of the Ontario Superior Court of Justice (Commercial List) (the "Court") dated the 4<sup>th</sup> day of December, 2019 (the "Order") made in an action having Court file number CV-19-00632077-00CL, has received as such Receiver from the holder of this certificate (the "Lender") the principal sum of \$ \_\_\_\_\_, being part of the total principal sum of \$ \_\_\_\_\_ which the Receiver is authorized to borrow under and pursuant to the Order.

2. The principal sum evidenced by this certificate is payable on demand by the Lender with interest thereon calculated and compounded [daily][monthly not in advance on the \_\_\_\_\_ day of each month] after the date hereof at a notional rate per annum equal to the rate of \_\_\_\_\_ per cent above the prime commercial lending rate of Bank of \_\_\_\_\_ from time to time.

3. Such principal sum with interest thereon is, by the terms of the Order, together with the principal sums and interest thereon of all other certificates issued by the Receiver pursuant to the Order or to any further order of the Court, a charge upon the whole of the Bloomfield Property, in priority to the security interests of any other person, but subject to the priority of the charges set out in the Order and in the *Bankruptcy and Insolvency Act*, and the right of the Receiver to indemnify itself out of such Property in respect of its remuneration and expenses.

4. All sums payable in respect of principal and interest under this certificate are payable at the main office of the Lender at ~~Toronto, Ontario~~.

5. Until all liability in respect of this certificate has been terminated, no certificates creating charges ranking or purporting to rank in priority to this certificate shall be issued by the Receiver to any person other than the holder of this certificate without the prior written consent of the holder of this certificate.

6. The charge securing this certificate shall operate so as to permit the Receiver to deal with the Bloomfield Property as authorized by the Order and as authorized by any further or other order of the Court.

7. The Receiver does not undertake, and it is not under any personal liability, to pay any sum in respect of which it may issue certificates under the terms of the Order.

DATED the \_\_\_\_ day of \_\_\_\_\_, 20\_\_.

msi Spergel Inc., solely in its capacity  
as Receiver of the Bloomfield Property, and  
not in its personal capacity

Per: \_\_\_\_\_

Name:

Title:

**FIRSTONTARIO CREDIT UNION LIMITED**  
Applicant

- AND -

**1393882 ONTARIO LIMITED**  
Respondent

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL COURT**

PROCEEDINGS COMMENCED AT TORONTO

**ORDER  
(appointing Receiver)**

**SimpsonWigle LAW LLP**  
1 Hunter Street East  
Suite 200  
P.O. Box 990  
Hamilton, Ontario, L8N 3R1

**DAVID J. H. JACKSON**  
**LSUC NO. AO15656-R**

Tel: (905) 528-8411  
Fax: (905) 528-9008  
E: [jacksond@simpsonwigle.com](mailto:jacksond@simpsonwigle.com)

Lawyers for the Applicant

**TAB B**

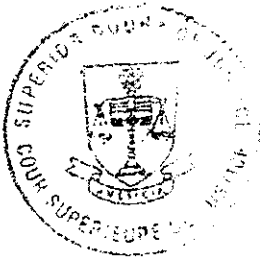


## Appendix B

Court File No. CV-19-00632077-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

THE HONOURABLE MR.	)	WEDNESDAY, THE 18 <sup>TH</sup>
	)	
JUSTICE HAINEY	)	DAY OF DECEMBER, 2019



**FIRSTONTARIO CREDIT UNION LIMITED**

Applicant

- and -

**1393382 ONTARIO LIMITED**

Respondent

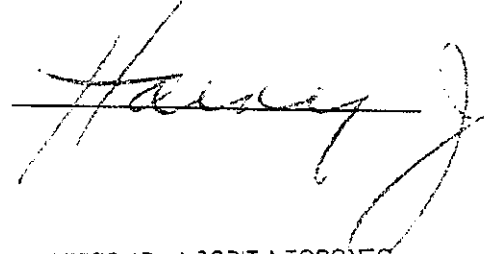
**ORDER**

THIS MOTION made by the Applicant, FirstOntario Credit Union Limited ("FirstOntario") for an Order amending the Order of Justice Hainey dated December 16, 2019, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the affidavit of David John Hopkins Jackson sworn December 18, 2019 and on hearing the submissions of counsel for FirstOntario, and this Motion being heard without notice to the Service List,


1. THIS COURT ORDERS that the Order of Justice Hainey dated December 16, 2019 is hereby amended by substituting the name of the "Debtor" incorrectly described throughout as "1393882 Ontario Limited" to "1393382 Ontario Limited", including in the

style of cause of the Order, and also amending the reference to 1393382 Ontario Limited in paragraph 3 of the Order from "130 Co" to "139 Co".

A handwritten signature in black ink, appearing to read "Hainey", is written over a horizontal line.

ENTERED AT / INSCRIT A TORONTO  
ON / BOOK NO:  
LE / DANS LE REGISTRE NO:

DEC 18 2019

PER / PAR: 

**FIRSTONTARIO CREDIT UNION LIMITED**  
Applicant

- AND -

**1393382 ONTARIO LIMITED**  
Respondent

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL COURT**

PROCEEDINGS COMMENCED AT TORONTO

**ORDER**

**SimpsonWigle LAWLLP**  
1 Hunter Street East  
Suite 200  
P.O. Box 990  
Hamilton, Ontario, L8N 3R1

**DAVID J. H. JACKSON**  
**LSUC NO. AO15656-R**

Tel: (905) 528-8411  
Fax: (905) 528-9008  
E: [jacksond@simpsonwigle.com](mailto:jacksond@simpsonwigle.com)

Lawyers for the Applicant

TAB C

## Appendix C

Chat ham, ON



PARCEL REGISTER (ABBREVIATED) FOR PROPERTY IDENTIFIER

LAND  
REGISTRY  
OFFICE #24

00877-0040 (LT)

PAGE 1 OF 1  
PREPARED FOR SHELINE01  
ON 2019/10/04 AT 10:39:47

\* CERTIFIED IN ACCORDANCE WITH THE LAND TITLES ACT \* SUBJECT TO RESERVATIONS IN CROWN GRANT \*

PROPERTY DESCRIPTION: FT. LT. 18, CON. A, RALEIGH, AS IN 477708, TOGETHER WITH EASEMENT AS IN CK32321 OVER PART OF LOT 18, CON. A, RALEIGH, DESIGNATED AS PART 1, 24R8539 ; CHATHAM-KENT

PROPERTY REMARKS:  
RECENTLY:  
FIRST CONVERSION FROM BOOK  
CAPACITY SHARE  
BENO  
PIN CREATION DATE:  
1993/09/13

REG. NUM.	DATE	INSTRUMENT TYPE	AMOUNT	PARTIES FROM	PARTIES TO	CERT/CHKD
**EFFECTIVE	2000/07/29	THE NOTATION OF THE "BLOCK IMPLEMENTATION DATE" OF 1993/09/13 ON THIS PIN**				
**WAS REPLACED WITH THE "PIN CREATION DATE" OF 1993/09/13**						
** PRINTOUT INCLUDES ALL DOCUMENT TYPES (DELETED INSTRUMENTS NOT INCLUDED) **						
**SUBJECT, ON FIRST REGISTRATION UNDER THE LAND TITLES ACT, TO SUBSECTION 4(1) OF THE LAND TITLES ACT, EXCEPT PARAGRAPH 11, PARAGRAPH 14, PROVINCIAL SUCCESSION DUTIES * AND ESCHEATS OR FORFEITURE TO THE CROWN.						
** THE RIGHTS OF ANY PERSON WHO SHOULD, BUT FOR THE LAND TITLES ACT, BE ENTITLED TO THE LAND OR ANY PART OF IT THROUGH LENGTH OF ADVERSE POSSESSION, PRESCRIPTION, MISDESCRIPTION OR BOUNDARIES SETTLED BY CONVENTION.						
** DATE OF CONVERSION TO LAND TITLES: 1993/09/13 **						
24R2364	1979/09/18	PLAN REFERENCE				C
LT27549	2000/01/17	TRANSFER		906593 ONTARIO LIMITED	1393382 ONTARIO LIMITED	C
CK32760	2009/01/09	NOTICE	\$1	1393382 ONTARIO LIMITED	THE CORPORATION OF THE MUNICIPALITY OF CHATHAM-KENT	C
CK129070	2017/03/02	CHARGE	\$11,000,000	1393392 ONTARIO LIMITED	FIRSTONTARIO CREDIT UNION LIMITED	C
CK129071	2017/03/02	NO ASSESSMENT BEN		1393387 ONTARIO LIMITED	FIRSTONTARIO CREDIT UNION LIMITED	C
REMARKS: CK129070						
CK129070	2019/02/13	NOTICE	\$2	1393382 ONTARIO LIMITED	FIRSTONTARIO CREDIT UNION LIMITED	C
REMARKS: CK129070						
CK160261	2012/16/01	CAP. COURT ORDER		ONTARIO SUPERIOR COURT OF JUSTICE	EDD CANADA LIMITED	

NOTE: ADJOINING PROPERTIES SHOULD BE INVESTIGATED TO ASCERTAIN DESCRIPTIVE INCONSISTENCIES. IF ANY, WITH DESCRIPTION REPRESENTED FOR THIS PROPERTY. NOTE: ENSURE THAT YOUR PRINTOUT STATES THE TOTAL NUMBER OF PAGES AND THAT YOU HAVE PICKED THEM ALL UP.

**TAB D**



## Appendix D

**Summary of Marketing Proposals: Bloomfield Truck Stop**

	<b>Cushman &amp; Wakefield</b>	<b>CB Richard Ellis</b>	<b>Colliers International</b>
<b>Background</b>	Approximately 51,000 employees in 70 countries, with 400 offices. The listing team includes 2 sales representatives including a local agent from their London office.	Approximately 75,000 employees in 111 countries, with 450 plus offices. The Retail Investment Group consists of 5 people including 2 account managers, 2 sales associates and a full-time client services coordinator.	18,650 professionals and staff in 400 offices located in 68 countries. The listing team would consist of 2 leaders from the Toronto Urban Redevelopment Advisory Team and 2 local brokers out of their London office.
<b>Marketing Plan</b>	Recommend property be marketed through a standard offering process via MLS with a suggested list price of \$[REDACTED]. Marketing to include a printed brochure, on site signage, MLS listing, upload to several real estate boards, media/newspaper ads, web site, email blast, social media, telemarketing.	Unpriced offering with a bid date. Full marketing package, targeted marketing and calling campaign to gas station operators, email blasts to major commercial brokerages and CBRE network of investors, MLS Listing on Toronto Board and local Chatham Board, place ad in Commercial Exchange (website and print), in person property tours with CBRE (subject to Covid-19 guidelines).	Recommend going to market with an unpriced tender process and a deadline to submit offers. Comprehensive awareness campaign utilizing MLS, direct presentations, custom brochures, email blasts, Globe & Mail advertising and other regional publications, Colliers' Canada website and online advertising.
<b>Timing</b>	Marketing process up to 19 weeks.	Marketing 60 days; Bids and negotiations 7-14 days; Court approval/closing 10-30 days.	Launch date TBD; Pre-due diligence/pre-marketing 4 weeks; Marketing reports 4 weeks; Active marketing/bid date 5 weeks; Second round of offers 1 week; APS execution 2 weeks. Due diligence/closing TBD.
<b>Commission Structure</b>	4% of the final price plus HST (4.5% with cooperating agent).	3% of purchase price (4% with co-op fee)	Three percent (3%) of sale price plus HST (4% with co-operating broker).
<b>Listing Term</b>	6 months to 8 months	6 months	6 months
<b>Broker Valuation</b>	\$[REDACTED] to \$[REDACTED]	No valuation provided.	\$[REDACTED] to \$[REDACTED]

# TAB E

## Appendix E

Proposal for Real Estate Services  
**Prepared for msi Spergel Inc**  
as Court-Appointed Receiver of the Bloomfield Property



**22216 BLOOMFIELD ROAD  
CHATHAM, ONTARIO**

PREPARED BY:

**COLLIERS INTERNATIONAL  
LONDON**  
650 Colborne Street  
London, ON N6A 5A1  
T: +1 519 438 4300  
F: +1 519 438 8274

**COLLIERS INTERNATIONAL  
TORONTO**  
181 Bay Street, Suite 1400  
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F: +1 316 777 2277



Accelerating success.

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MARKETING STRATEGY	16
TERMS	26
THE TEAM	27
RECENT DISPOSITION	32

# EXECUTIVE SUMMARY

The Property is situated on an 11.249 acre site on the west side of Bloomfield Road, just south of Chatham in Kent County. The site is readily accessed via Hwy 401 Exit #81 (Bloomfield Road). Exit 81 has both east and west bound exits and the site is approximately a 1 minute drive from the highway. Known as the Bloomfield Truck Stop, the site serves both automobiles and highway tractor trailers. Located on the south side of the 401, it is in a fairly rural area outside of the city of Chatham. Signage is excellent along Bloomfield Road and visibility and signage from Hwy 401. Bloomfield Road is a major exit for the Chatham-Kent area and Exit 81 is about 75 kms east of the Detroit/Windsor international border crossing, and about 100 kms west of London. The 2016 annual average daily traffic volumes for the Bloomfield Road section of Hwy 401 is about 20,000 to 22,000 AADT.

The site is large and well equipped as a truck stop with 11 fuel pumps. There are 7 diesel pumps for tractor trailers and 4 pumps for automobiles / retail gas sales. Both sets of pumps are canopy covered. The site is paved and there is a dirt/gravel truck parking area at the rear of the property. The building is a 5,600 sq. ft. structure designed as an Esso branded gas service station which formally included Pizza Pizza and Subway along with a convenience store with gas sales. There are washrooms and showers available. The restaurants are not operating at present. There is also a truck weigh scale located on the property.

Fuels offered are both diesel (tractor trailers and similar) and retail (automotive). The 2018 diesel sales were reported to be [REDACTED] litres and [REDACTED] retail liters. The 2019 diesel sales were reported to be [REDACTED] litres and [REDACTED] retail liters. Stores sales for 2019 were reported to be [REDACTED] with the top three products sold being tobacco, lottery, and fuel sales.

In this proposal we will discuss the property overview, market overview, our strategic approach including valuation and marketing plan, team overview and our business terms which cover our accountability and reporting as well as our success fee.

# PROPERTY OVERVIEW

## 22216

### BLOOMFIELD ROAD, CHATHAM-KENT

**PIN:** 00877-0040

**ARN:** 365011000501700

**REGISTERED OWNER:** 1393382 ONTARIO LTD.

**LEGAL DESCRIPTION:** PT LT 18, CON A, RALEIGH, AS IN 477708, TOGETHER WITH EASEMENT AS IN CK32321 OVER PART OF LOT 18, CON. A, RALEIGH, DESIGNATED AS PART 1, 24R8539 ; CHATHAM-KENT

**LOCATION OVERVIEW:** LOCATED SOUTH OF HWY 401 ON BLOOMFIELD ROAD IN CHATHAM-KENT

**FRONTAGE:** 484.62 FT

**TOTAL LOT SIZE:** 11.249 ACRES

**OFFICIAL PLAN:** RURAL INDUSTRIAL

**ZONING:** MR-141, RURAL INDUSTRIAL, EXCEPTION 141

**FRONTAGE AS PER GEOWAREHOUSE:** 484.62 FT

**BUILDING AREA AS PER MPAC:** 5,600

**NUMBER OF PUMPS - DIESEL:** 7 (CANOPY COVERED)

**NUMBER OF PUMPS - RETAIL:** 4 (CANOPY COVERED)





# Highway 401



22216 Bloomfield Rd

# ZONING MR-141

## USES PERMITTED

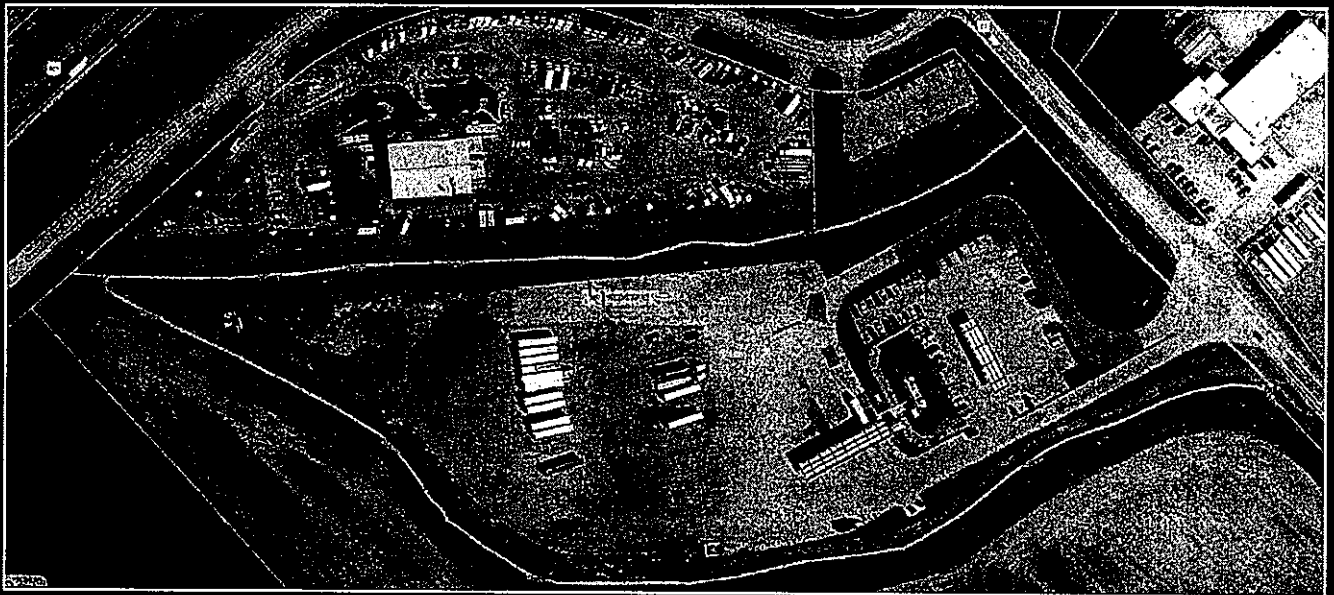
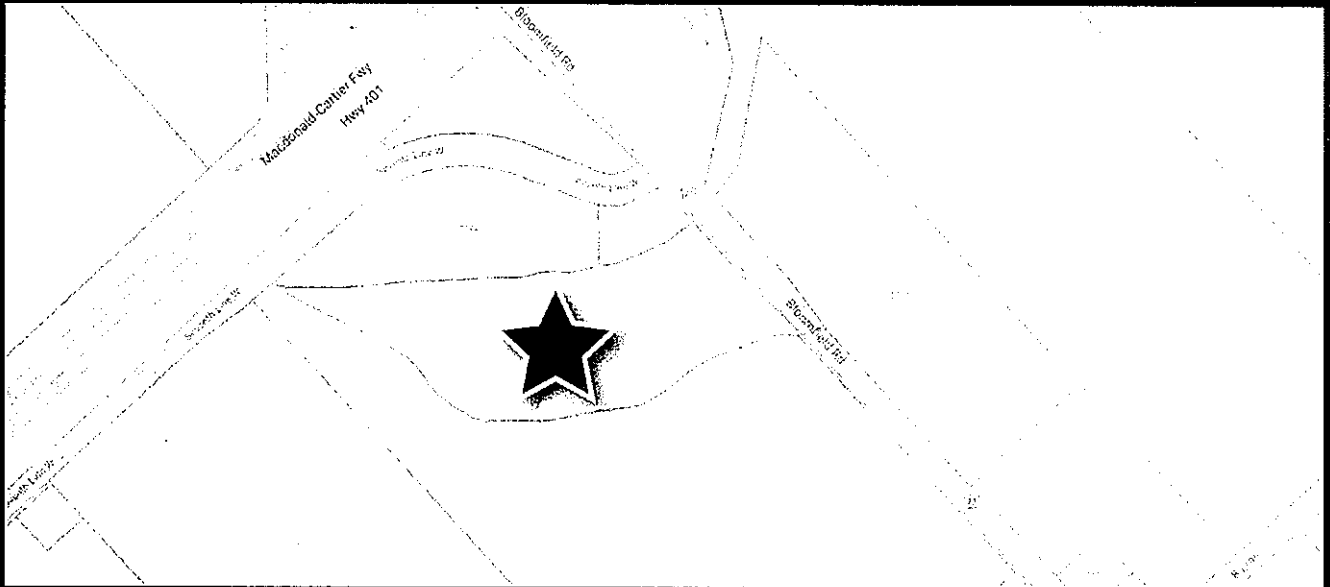
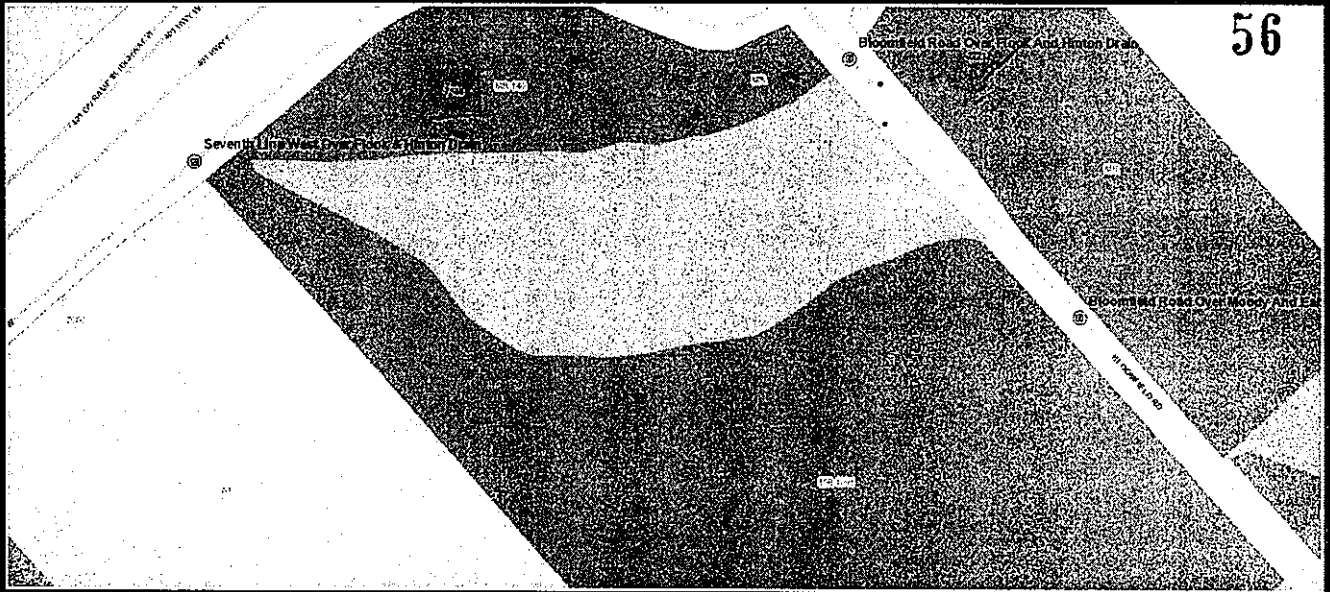
### MR USES:

- Agricultural Industrial Establishment
- Agricultural Processing Establishment
- Agricultural Service Establishment
- Agricultural Supply Establishment
- Clinic, Veterinary
- Dwelling Accessory
- Feed or Flour Mill
- Grading Station for farm product
- Grain Elevator or other Storage Facility for farm produce
- Industrial Use – If a municipal water supply is not available, only a Dry Industry shall be permitted
- Nursery
- Public Storage
- Retail Store engaged in the sale of farm produce
- Service Trade Establishment primarily serving the rural community
- Truck Terminal
- Warehouse
- Uses and Buildings accessory to the above permitted uses

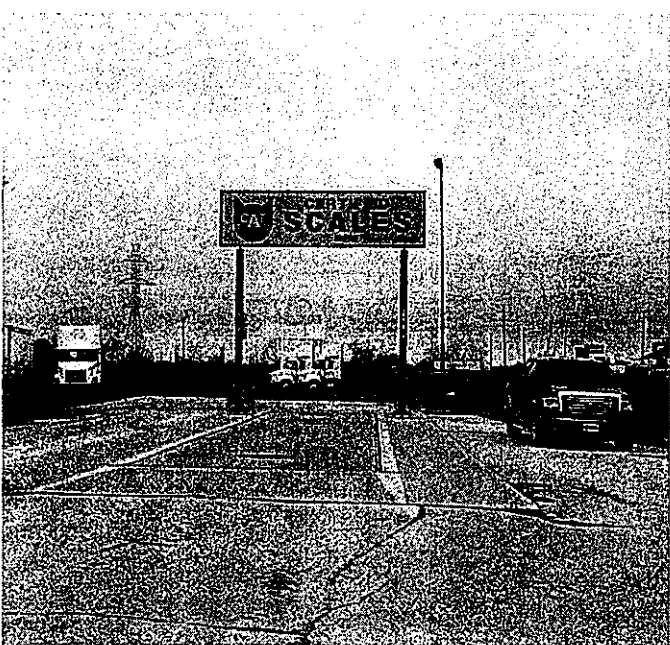
### MR-141

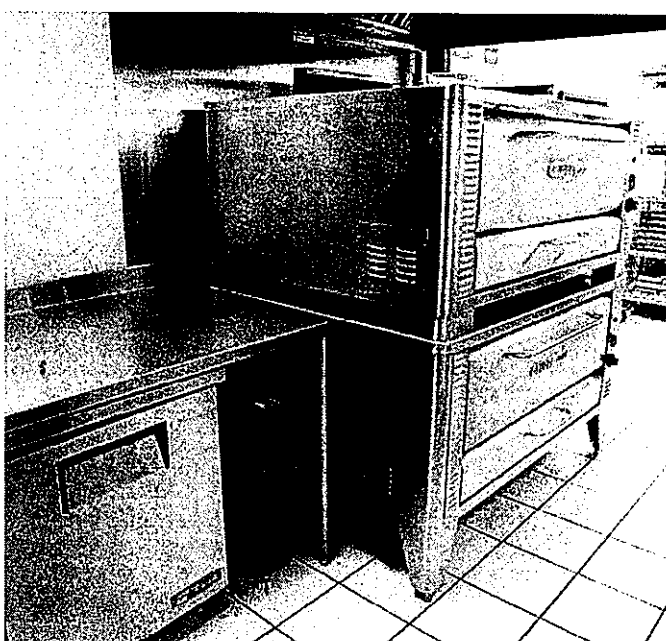
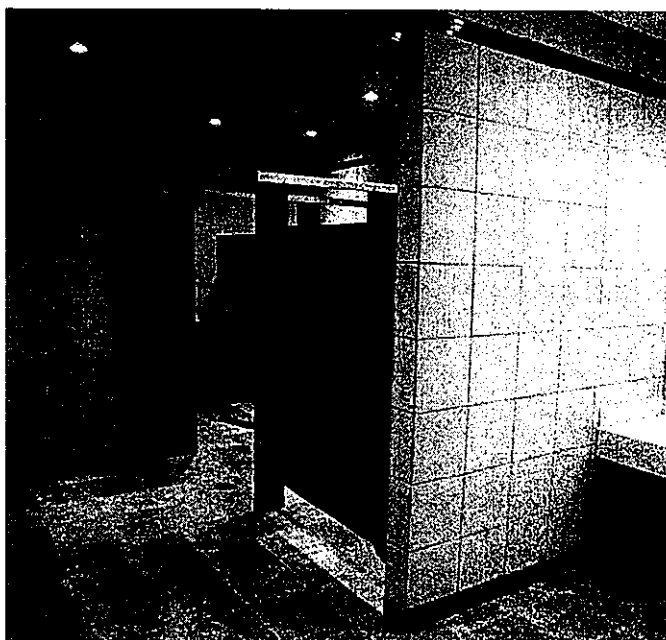
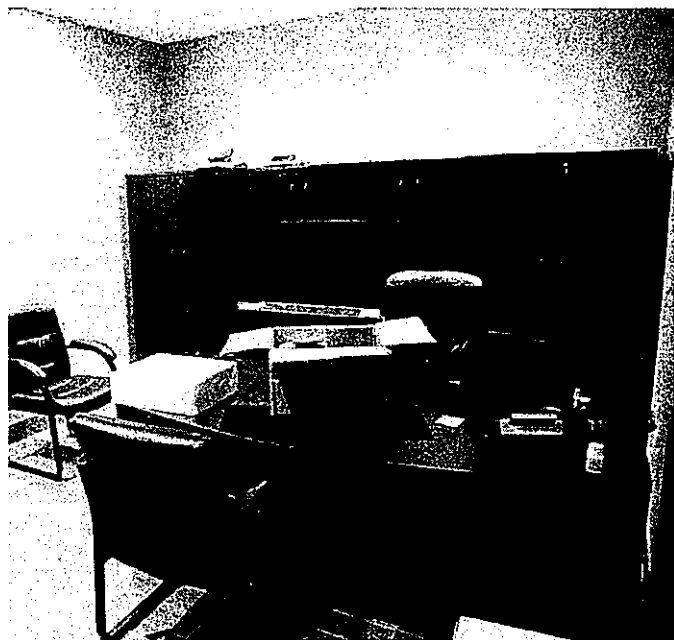
The permitted uses also include the following:

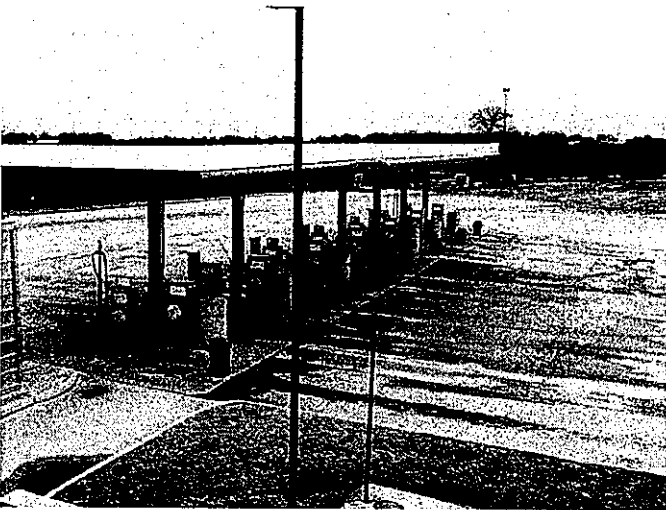
- An automobile service station
- A gas bar
- An automotive use, excluding an automobile body shop
- A carwash
- A truck driving school
- A convenience retail store operated in conjunction with an integral part of a permitted use
- A truck parking area

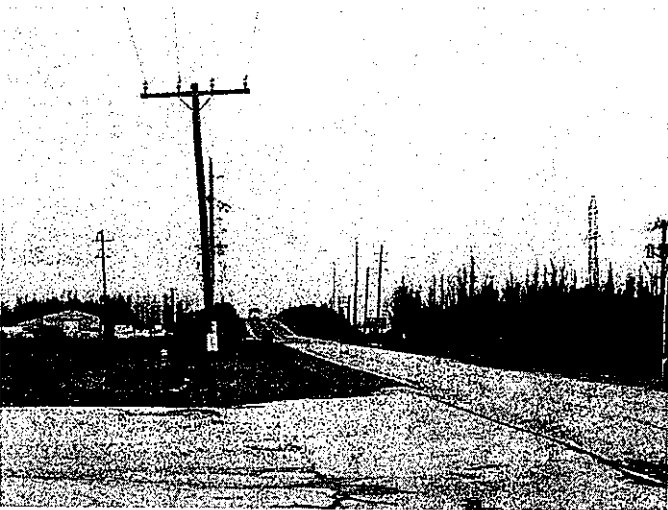
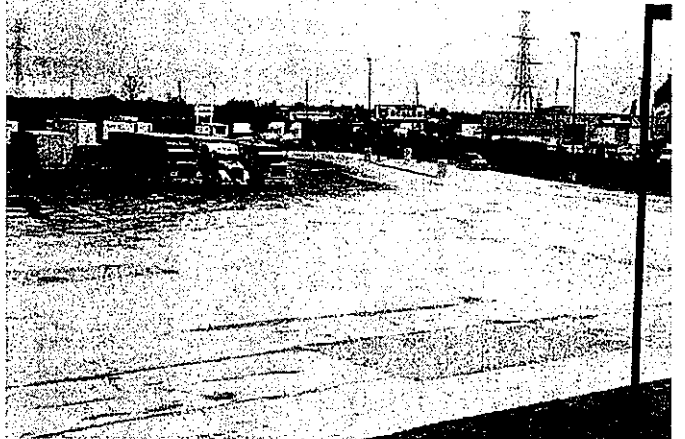
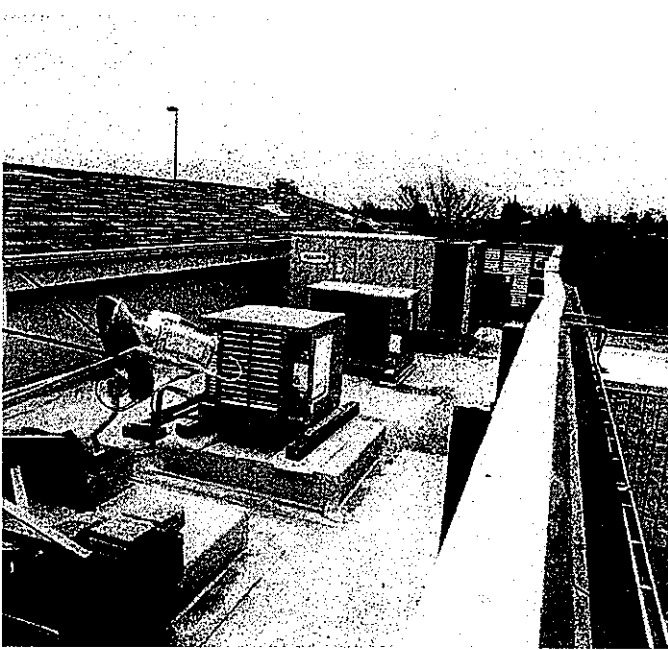
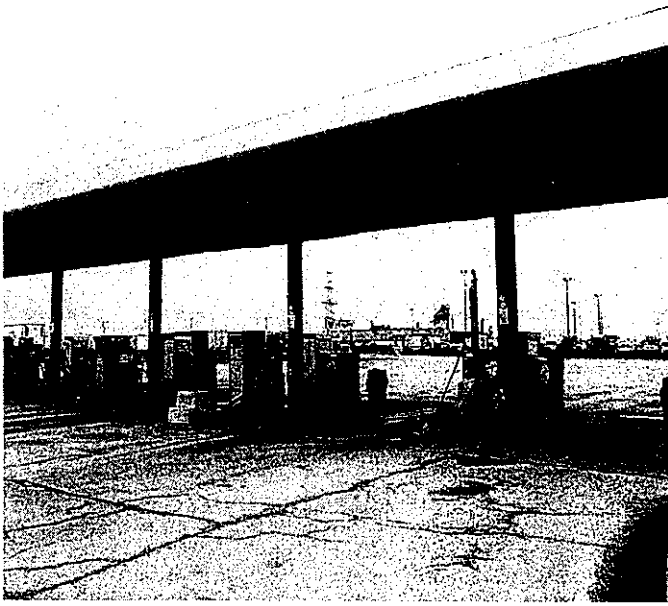


# PROPERTY PHOTOS









# PRICING & VALUATION

## THE DIRECT COMPARISON APPROACH

The direct comparison approach is directly related to the prices of similar, competitive properties, which then indicate the property's value. The direct comparison approach looks at elements of comparison: the differences in the legal, physical, location, and economic characteristics of similar sold and listed properties, and more closely at differences in property rights, date sold, location, land use, and financing. The analysis of similar sold properties located in a similar market place of the subject property provides historic open market evidence while properties presently offered on the open market offer an insight into market trends.

### Selected Comparable Sales

Address	List Date	Sale Date	List Price	Sale Price	SF of Bldg	Pumps	\$/Pump
104 Chatham St., Blenheim		10-Feb-20		██████	1,350	2	██████
3511-3535 Wyandotte St. E., Windsor	26-Feb-19	2-Jan-20	██████	██████	1,300	3	██████
5300 Walker Rd., Windsor		12-Feb-20		██████		4	██████
69 Oxford St. W., Drumbo		15-Nov-17		██████	2,400	4	██████
100 County Rd. 34 E., Cottam	18-Mar-19	17-May-19	██████	\$██████	2,100	3	██████
468 Hwy. 77, Leamington	16-Oct-19	Active	██████		6,300	4	██████
Average \$/Pump							██████

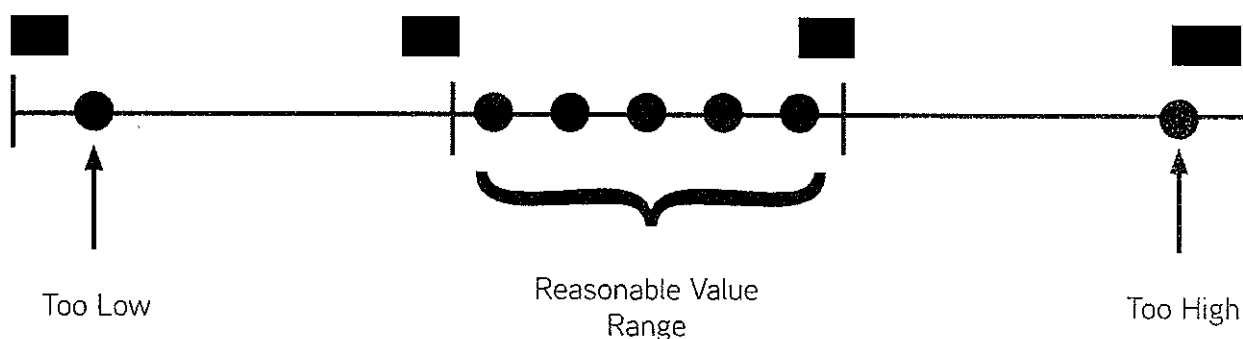
## SALE PRICE

Our recommendation is to go to the market unpriced with a deadline to submit offers.



# WHAT IS A REASONABLE VALUE RANGE?

- > Accurate value expectations are critical to a successful transaction
- > Educated valuations will typically congregate within a fairly tight range
- > Uneducated or "extreme" valuations (high or low) are often referred to as outliers and commonly caused by two factors:
  - > Lack of effort to understand the asset prior to submitting an offer
  - > Lack of intellect
- > The probability of transaction success with an uneducated or extreme value is low
- > Outliers will typically gravitate towards the mean
- > It is essential to manage expectations and mitigate risk through the entire process



## CONCLUSION

### Listing Price Range - Comparison Approach

Low	████████	11	████████
High	████████	11	████████

Note: This is a broker opinion of value, not an appraisal.

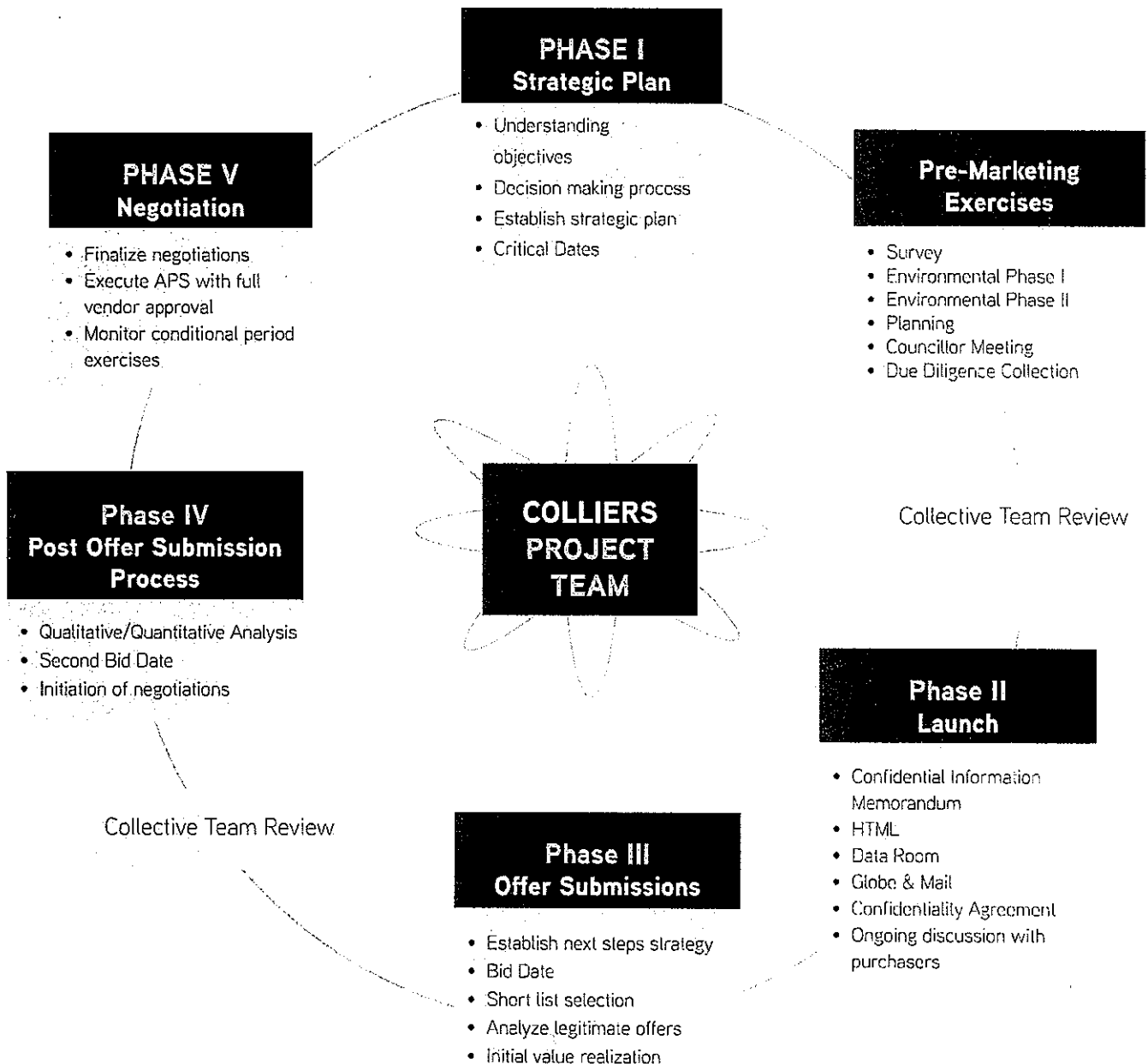
We have reviewed the information provided, the local and regional data and examined comparable properties.

Based on our research, we would like to offer the property within a range of ██████████ to \$ ██████████ per pump, or a sale price range of \$ ██████████ to \$ ██████████, and would market the property at \$ ██████████, for a six (6) month period.

**Suggested Asking Price: \$ ██████████**

# STRATEGIC APPROACH

## RECEIVERSHIP OFFERING PROCESS



# RECEIVERSHIP TENDER BID PROCESS & TIMING

Colliers International provides a full service advisory team to guide you throughout the transaction process. Our methodology focuses on credibility, confidentiality and transparency. An organized and efficient approach to multiple offers through an unpriced offering and specified bid date ensures that the value of the Subject Site is maximized.

## PRE-MARKETING PERIOD

- Identify easements and/or site specific development restrictions
- Create ideal transaction structure to favour owner
- Environmental assessment(s) and remediation
- Recommendations for the preparation of the asset and lands for marketing
- Crafting of disposition strategy
- Finalize public relations and marketing strategies
- Create owner approved documentation
- Customize data room information on secure electronic platform for due diligence items
- Creation of Multiple Listing Service (MLS)

## MARKETING PERIOD

A transparent tender/bid process including the following:

- Marketing period followed by a defined bid date
- Confidential tender bid process with contact directly to development and investment community
- Educate purchaser to level the playing field
- Maximized leverage to obtain favourable terms
- Target ideal purchaser to:
  - Maximize value
  - Ensure transaction certainty
  - Mitigate risk and false starts

## BID PERIOD

### Round One Bid Date

- Collect all bids on either custom LOI or owner approved standardized documentation. All bids to be summarized in bid matrix for the ease of review and understanding
- Select short list of proponents based on ability to complete the transaction
- Create a final bid resubmission environment to allow short listed proponents the opportunity to improve their offer(s)

### Round Two Bid Date

- Select proponent
- Finalize transaction

## TRANSACTION TIMELINE

Launch Date	TBD
Pre-Due Diligence/ Pre Marketing	4 Weeks
Marketing Reports	4 Weeks
Active Marketing	5 Weeks
Bid Date	End of Marketing Period
Second Round Offers	1 Week
APS Execution	2 Weeks
Due Diligence	TBD
Closing	TBD

# MARKETING STRATEGY

## KEY STEPS

Colliers understands that in today's world, generic is not enough which is why Colliers designs and implements creative and strategic advertising and marketing solutions to ensure our clients stand apart from the competition. Colliers' strategic marketing program is focused on creating awareness and understanding so we ensure your project receives exposure through every possible medium. **Colliers will pay for the production and distribution of the applicable marketing materials.**

Our marketing strategy contains the following key steps:

### 1. Awareness:

Ensure that all prospects are aware of the Subject Site and its key differentiators;

### 2. Understanding:

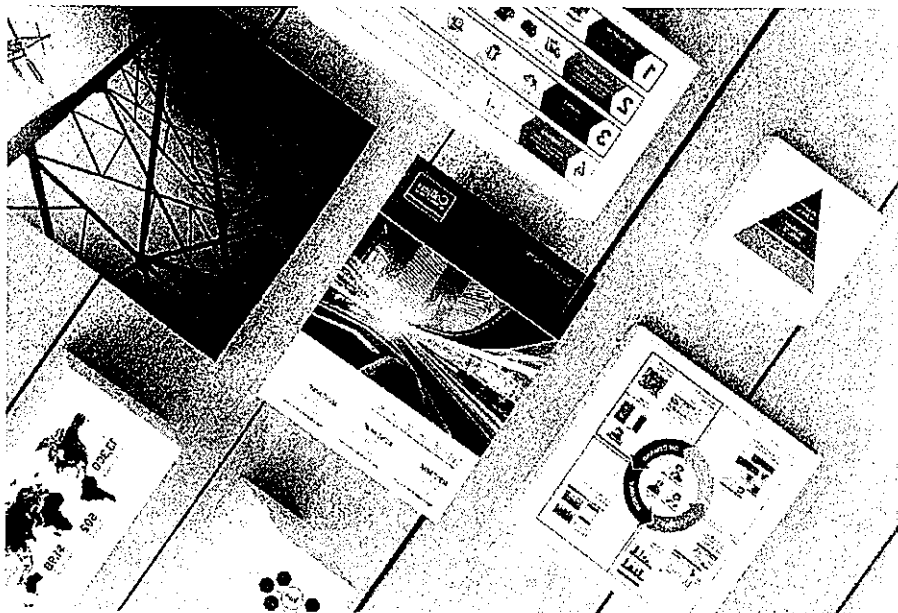
Direct dialogue with identified prospects partnered with detailed property information;

### 3. Influence:

Face-to-face meetings to eliminate obstacles and uncover opportunities; and

### 4. Transaction:

Optimized leverage through increased transparency.



More than **67,000** views on our YouTube channel: ColliersCanada



More than **11,000** LinkedIn followers: @Colliers International Canada



More than **5,200** Twitter followers for @collierscanada with feed averaging 62,000+ impressions a month



More than **800** followers on Instagram: @colliersCanada

# MARKETING STRATEGY

## MARKETING MATERIALS

Exclusive to Colliers



### WEBSITE ADVERTISING

ColliersCanada.com is the #1 ranked CRE website in Canada which receives approximately 120,000 visitors per month conducting over 30,000 property searches per month. The Subject Site will be prominently displayed on the website and feature on the front page from time to time.



### DIRECT PRESENTATIONS

Colliers International will present directly to all possible purchasers as this is the most effective method of not only presenting the opportunity but allowing for immediate discussion with respect to immediate questions and answers.



### PROFESSIONAL PHOTOGRAPHY

First impressions matter. Professional photography increases the perceived value of a property by nearly 13%.



### DIRECT MAIL CAMPAIGN

To ensure maximum exposure, Colliers has the capability to develop custom mail campaigns for specific target groups that highlight the benefits of the offering to them.



### DIGITAL ADVERTISING

Colliers has secured and partnered with the country's most prominent digital publications. We have exclusive digital advertising rights in Vancouver Sun, Calgary Herald, Globe and Mail, Financial Post and BIV. We will create featured digital ads for the Subject Site in these publications as needed.



### CUSTOMIZED BROCHURE

Colliers in-house project marketing division takes brochures to the next level for commercial properties. We create pieces that drive more awareness, ensure the brand/identity of the client and property take precedence and provide all relevant data.



### PRINT ADVERTISING

Colliers maintains a consistent advertising presence in both local and national papers. The Subject Site, will be featured in the Globe and Mail and if deemed required it can be featured in additional papers.



### EMAIL CAMPAIGN

Colliers maintains an extensive database that will be analyzed to extract a list of target groups which will receive email communications that promote the offering to them.

# WEBSITE ADVERTISING

## More than a web listing.

Our infrastructure allows users to post unlimited images, as well as embed video tours of properties, 3D office fit-out diagrams, virtual tours and more.

### Company Website

The Colliers Canada website has a tagged infrastructure, and is optimized for search engines. We can feature properties on our homepage and cross-promote content throughout the site. Our site receives 120,000+ visitors each month.

### Responsive Design

Colliers' technology, including a fully responsive web design (RWD) for collierscanada.com visitors, ensures an optimal user experience on any device and enhanced search engine optimization capabilities. This allows users to search and view property listings on the go with their mobile smart phones and tablets.

Homepage

collierscanada.com



Fully  
responsive  
design

Property Search  
Page

Highest ranked commercial real estate services webpage in Canada (alexa.com)

Secure documents section to restrict access and monitor prospects

Video embedding capability on all property listing pages

Listing Page

SEO tagging and optimization



Tracks calls, emails and form leads

Unlimited, full-screen, high-resolution property photos

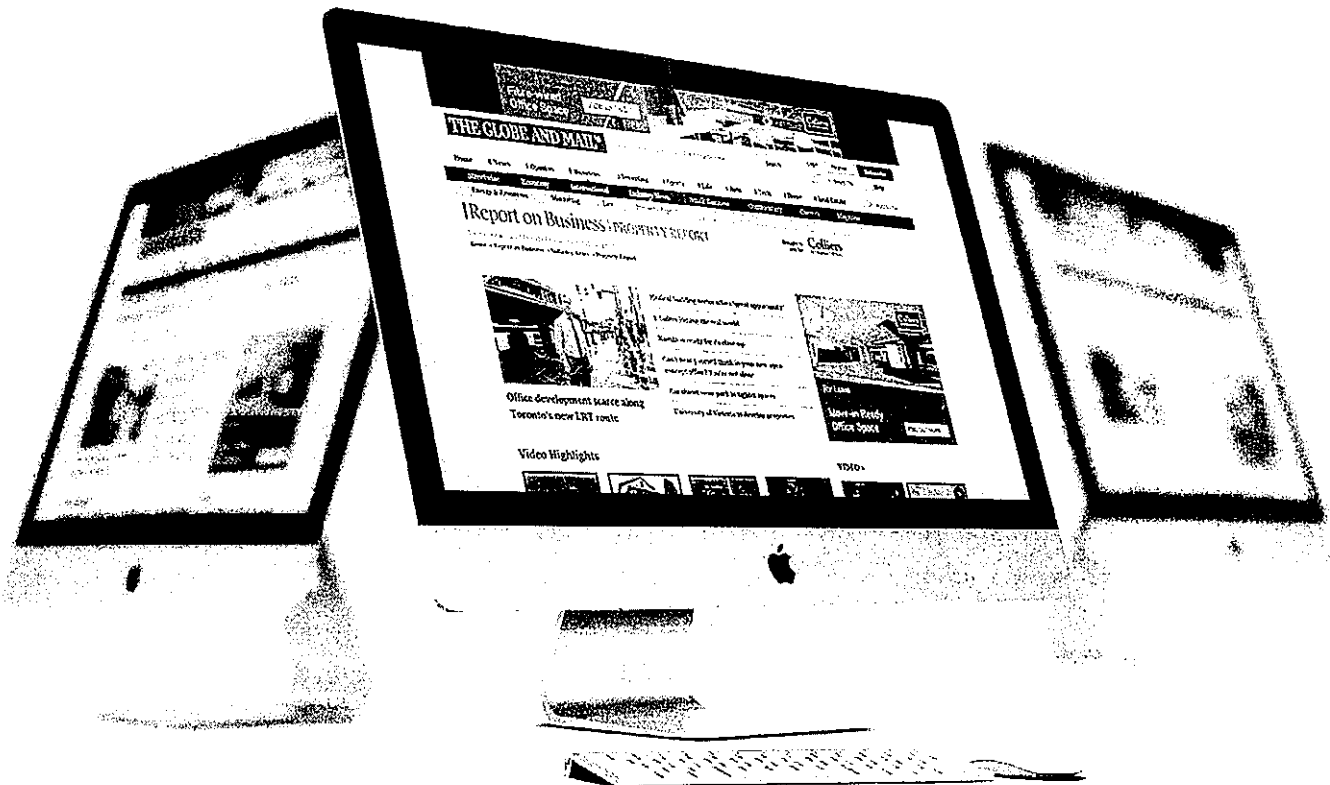
Ability to publish listings to other internal and external websites

# DIGITAL ADVERTISING

## Published Press Advertising

### On-line Advertising

Our clients can place their listings in prime online real estate. On all our partner news sites including theglobeandmail.com and financialpost.com, a Colliers box ad displaying featured listings and a property search function appear on all commercial real estate articles. In addition to alerting users of the latest listings, the banner offers a dynamic property search and feed functionality, the first of its kind in the Canadian commercial real estate industry.





**Development Opportunity - 3.2 Acres**

Colliers

- Property adjacent to the Danforth GO Station and TTC Main Street Subway Station
- Currently operated as self storage facility with excellent income
- Zoned for mixed-use intensification due to adjacency of multiple modes of High-Order Transit
- Existing vibrant local retail, restaurant, and community activity create opportunity for seamless and successful mixed-use development

collierscanada.com/24785

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lan.Gragtmans@colliers.com

Steve Keyzer\*  
+1 416 643 3770  
Steve.Keyzer@colliers.com

WWW.COLLIERSCANADA.COM

For Sale  
RETAIL DEVELOPMENT  
480-534-XXXX  
19 acre retail d... STP... 000

**THE GLOBE AND MAIL**

# PRINT ADVERTISING

## Property Listing Group Advertising

**The Globe & Mail**  
Colliers has preferred positioning and full-colour advertisement in The Globe And Mail, Canada's largest national newspaper. Colliers also appears weekly in the Report on Business section.

**THE RESULTS ARE IN.**

**EMPLOYER**  
GOLD | CANADA |

As the named Colliers International's Gold Level Best Employer in Canada, we show our clients who consistently provide us opportunities to demonstrate our expertise and raise the bar on our service delivery. We thank our employees whose commitment and contributions consistently elevate our game, enabling us to achieve our desired distinction.

Ready to see how enlisting with one of Canada's top companies can take your success to the next level? Contact us today.

collierscanada.com

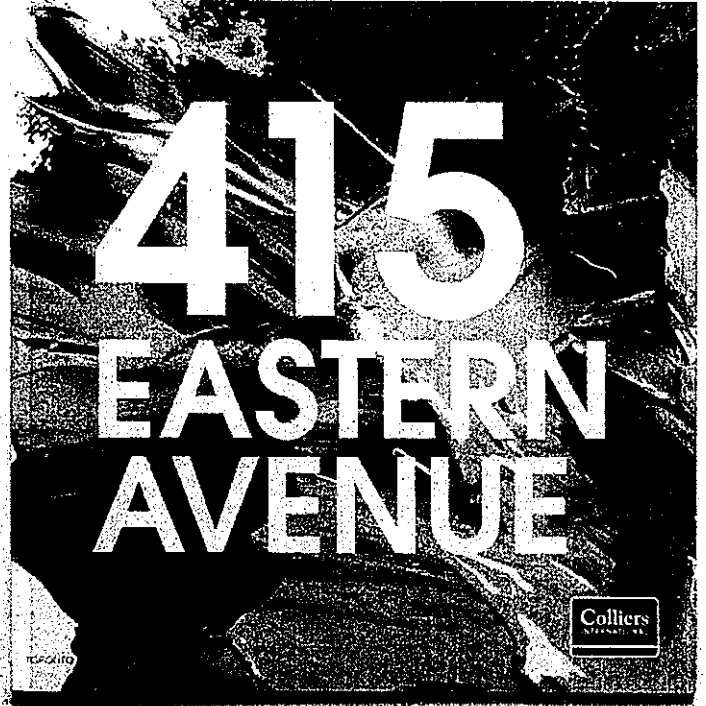
Accelerating success.

Colliers INTERNATIONAL

# CUSTOMIZED BROCHURE

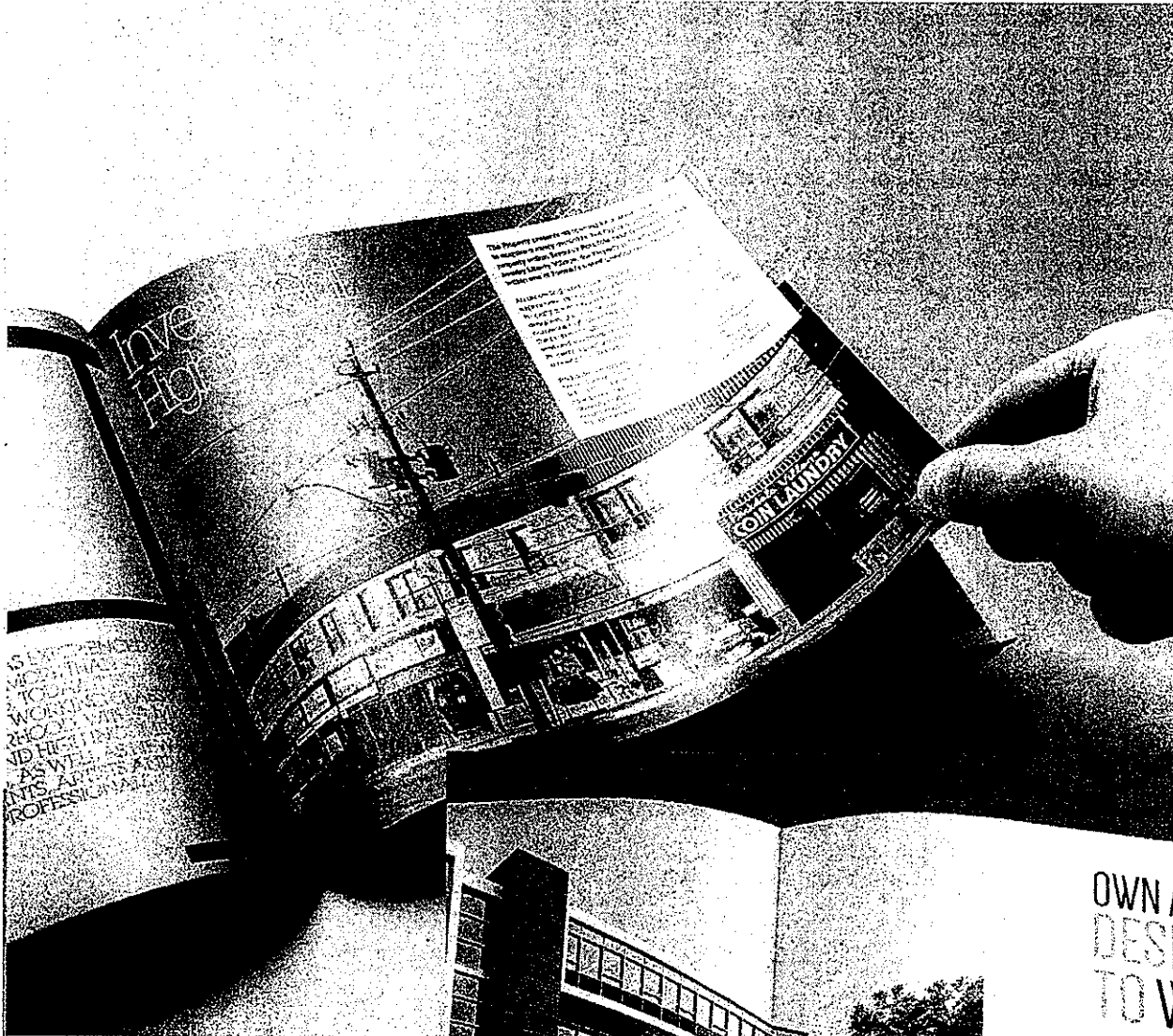
## CIM and Technical Manuals

Our marketing and brokerage professionals are trained to build out information memorandum as much more than just due diligence information. This documentation walks prospects through the benefits a property has to offer, as well as overcomes objections potential buyers may have.

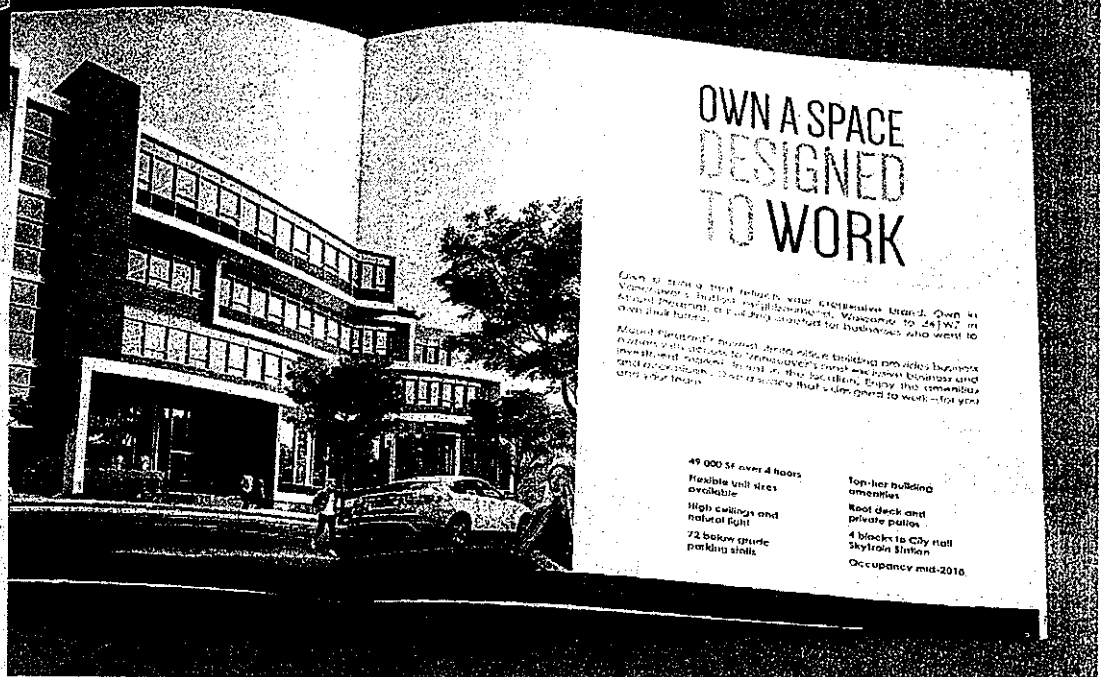


# Flyers/Brochures

Colliers creates custom brochures and flyers to market assets, incorporating key messaging and identity elements determined at the planning stage.



AS EXPERIENCE  
MODERN  
TOGETHER  
WORKING  
SCHOOL  
AND HIGH  
AS WELL AS  
ARTS AND  
PROFESSIONAL



## OWN A SPACE DESIGNED TO WORK

Even in today's tight market, your expressive ideas. Own a space designed to support your business. Welcome to 440 West 1st Street, a new building for business who want to

Make the most of your space with modern building provides business friendly and modern. In fact, it's the perfect space for your business and your employees. Don't miss this opportunity to work in for you

- 49,000 sq ft over 4 floors
- Flexible unit sizes available
- High ceilings and natural light
- 72 below-grade parking stalls
- Top-tier building amenities
- Roof deck and private patios
- 4 blocks to City Hall
- Hydroxyl System
- Occupancy mid-2010

# WHY COLLIERS

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Our expansive relationships and reputation of integrity are the cornerstones of our advisory practice. Our Mission: To maximize value and transaction terms for owners of real estate by leveling the playing field between vendor and purchaser.

## Unrivaled Marketing and Market Intelligence

Colliers is the first brokerage to invest in a dedicated team to provide a strategic and creative project marketing approach for commercial real estate. By adopting a strategic project marketing mentality, it further enhances the opportunity to create mass awareness and targets far more potential purchasers for our clients over any other brokerage firm.

The depth and strength of our local Market Intelligence team provides a strategic thinking process based on extensive market research and insight, financial analysis and modeling to conceive the ideal solution. It is then presented in a compelling fashion that best positions the clients' property in the marketplace resulting in an accelerated disposition at the maximum value.

## Local Roots with Global Reach

First established in 1898 in Vancouver as Macaulay & Nicolls, Colliers has grown to become Canada's largest Canadian-owned commercial real estate services company.

Colliers' local, national and global coverage spans more than 400 offices in 68 countries, reaching 95% of the developed world. We recognize that local real estate knowledge must come from people in the field, so we support local research; local industry leadership and a strong network among our professionals (including robust search tools) so that they may easily access the knowledge of their peers.

# #1

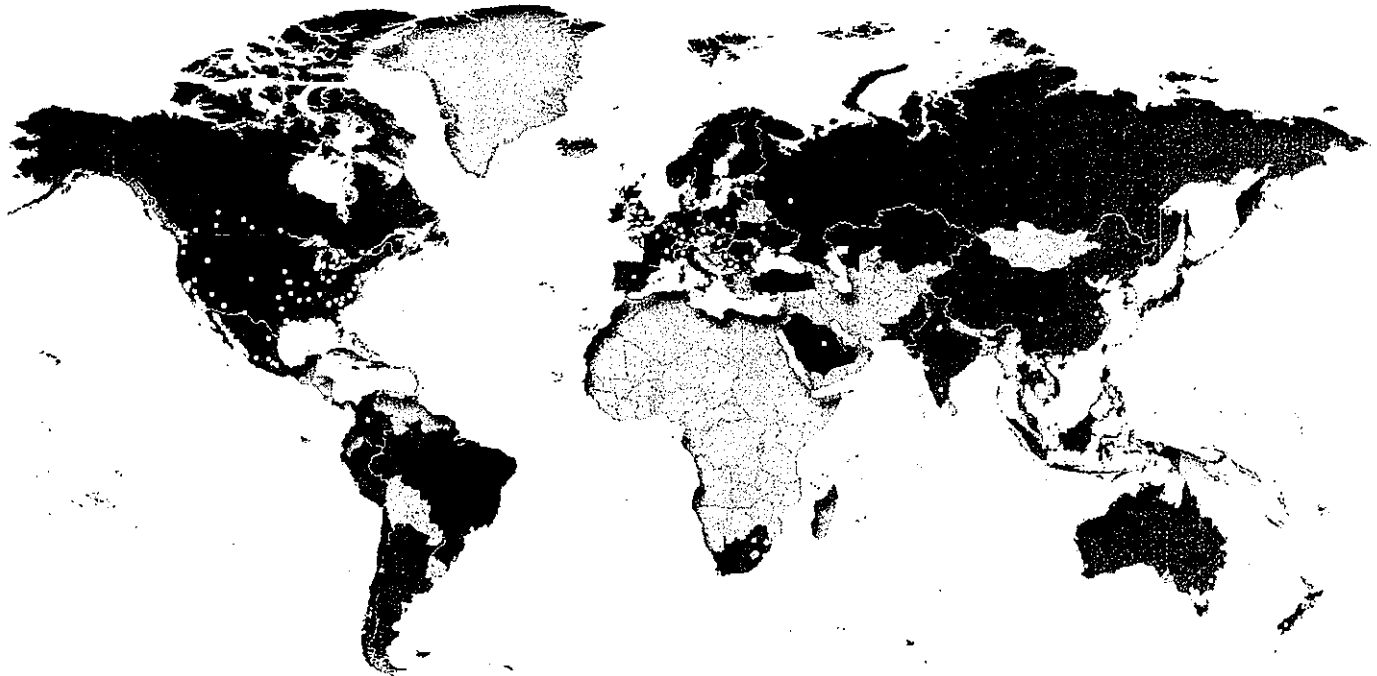
Ranked Canadian Real Estate Company

COMMERCIAL PROPERTY  
EXECUTIVE &  
MULTIHOUSING NEWS

# #1

Ranked Commercial Real Estate Website in Canada ALEXA.COM

Colliers' global presence in Canada through exclusive partnerships



**68**  
COUNTRIES



**400**  
OFFICES



**18,650**  
PROFESSIONALS  
AND STAFF



**2B**  
SF UNDER  
MANAGEMENT



**3.5B**  
IN REVENUE



**\$129B**  
TRANSACTION  
VALUE (US \$)



**International Property Awards**

Best Property Consultancy

Best Property Consultancy Marketing

Best Property Consultancy Website

# TERMS

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The time, effort, and expenses involved in creating and maintaining an effective marketing campaign for this project is considerable. We are extremely confident that given a diligent and highly focused exposure to the market, we can affect a sale at an optimum price level. We commit to represent the Seller in a professional and confidential manner.

## LISTING TERM

We request a six (6) month listing agreement.

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## SUCCESS FEE

The commission payable to Colliers upon successful completion of a sale transaction will be four percent (4%) of the sale price, plus HST. In a transaction involving a co-operating broker, we will pay one percent (1%) of the purchase price to the co-operating / selling broker.

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## EXPENSES

Colliers will be responsible for all marketing costs and co-operating broker's fees. Colliers will not charge for telephone calls, travel expenses, overhead, management, administrative or other related expenses. The cost of this Proposal is at the expense of Colliers International and will remain the cost of Colliers International.

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## REPORTING

One of the most important functions to be performed while managing the marketing and negotiating process is accountability for performance and provided in the manner of the client's preference.

Throughout the course of the marketing and sales process, you will be fully informed of all activity on the property. Chris Kirwin and Lisa Lansink will assume direct responsibility for maintaining this communication.

We recommend that progress meetings or updates occur as required. Additional meetings will be required as soon as offers are received.

# MEET THE TEAM



Ian  
**GRAGTMANS**  
*Executive Vice President, Broker\*\**  
ian.gragtmans@colliers.com

**Professional Summary:** Ian has 30 years of experience maximizing value creation and maintaining certainty for vendors, purchasers, and agents. He is well known for assembling and leading highly effective teams that are grounded by integrity, strategy, transparency and execution at every stage. He uses his capital markets expertise and strong connections throughout the industry to make himself a valuable asset for clients. Ian contributes regularly as an on-air television guest and commentator with Bloomberg News, the Canadian Broadcasting Corporation (CBC), and the Business News Network (BNN). He shares his knowledge to increase awareness in the business community about current market conditions and future trends in the commercial real estate industry.



Chris  
**KIRWIN**  
*President/Broker of Record\*\*\**  
chris.kirwin@colliers.com

**Professional Summary:** Chris Kirwin is the Broker of Record and President of Colliers International London, Ontario, licensed to trade in real estate in Ontario. He is also an Accredited Appraiser of the Canadian Institute (AACI) as well as an SIOR. Chris has over 20 years of experience in commercial real estate brokerage in London and Southwestern Ontario. He has extensive background in tenant and landlord representation, real estate investments and valuation. Chris brought Colliers International to London in 2005. Chris has been called many times throughout his career as an expert witness for litigation and assessment appeals as well as public speaking engagements.



Lisa  
**LANSINK**  
*Broker\*\**  
lisa.lansink@colliers.com

**Professional Summary:** Lisa Lansink is a Real Estate Broker, licensed to trade in real estate in Ontario. She brings a creative and solution-oriented approach to her work at Colliers. Regarded as a valuable strategic partner for clients, helping them ensure that their real estate initiatives are aligned with their overall strategy and business objectives, helping parties bridge the gaps in negotiations, which she does by helping them to find sound, logical, and workable solutions to issues. Lisa has work in an appraisal and valuation capacity for a number of years which has translated to a logical, detailed oriented approach to dealing with her clients and buyers.



Steve  
**KEYZER**  
*Senior Vice President\**  
steve.keyzer@colliers.com

**Professional Summary:** Steve is a key leader within the redevelopment and intensification vertical in the downtown Toronto market. Acting on behalf of an ever increasing number of private and corporate urban real estate owners to maximize the value of their properties, he brings certainty and a focused and diligent approach to process while establishing highest & best use for a given asset. He is able to guide property owners through the redevelopment process to align value expectations for sale as well as Joint Venture projects. He graduated from the University of Guelph with a Bachelor of Commerce.



# Ian Gragtmans

EXECUTIVE VICE PRESIDENT, BROKER | BROKERAGE



ian.Gragtmans@colliers.com

## AFFILIATIONS AND MEMBERSHIPS

- TREB
- OREA
- RECO

## CONTACT DETAILS

MOB +1 416 565 6670  
 DIR +1 416 643 3784  
 FAX +1 416 777 2277

Colliers International  
 181 Bay Street  
 Suite 1400  
 Toronto, Ontario  
 M5J 2V1  
 Canada  
[www.collierscanada.com](http://www.collierscanada.com)

## EXPERTISE

Maximizing value of under-utilized assets through redevelopment, intensification and use change.

## COMPANY EXPERIENCE

Ian's 30 years of experience in assembling and leading highly effective teams to maximize value creation while maintaining certainty are well known. His integrity, strategy creation, transparency and execution of process coupled with his connectivity to and understanding of capital markets has made him a valuable asset for his clients. Ian is a regular television on-air guest and commentator at the Canadian Broadcasting Corporation (CBC) and the Business News Network (BNN) where he educates the business community about current market conditions and future trending in the commercial real estate industry.

## RECENT DISPOSITIONS

165 Tapscott Road  
 Private Family  
 4.09 acres

6 Dawes Road  
 Carlyle Communities  
 3.2 acres

16 Lock Street & 12 Lakeport Road  
 Rankin Construction  
 1.112 acres

675-695 Progress Ave  
 Private Family  
 6.28 acres

502 Adelaide Street West  
 Minto  
 0.23 acres

315-325 Spadina Ave  
 PRT Developments  
 0.502 acres  
 1100 Briar Hill  
 TDSB  
 2 acres

149 College Street  
 Private Family  
 0.62 acres  
 300 Valermo Drive  
 TDSB  
 8.5 acres

229 Richmond St W  
 Private Family  
 0.65 acres  
 50 Resources Road  
 Labatt Breweries  
 36 acres

119 Church Street  
 Embee  
 0.4 acres  
 5607 Yonge Street  
 Scotiabank  
 0.3 acres

193-195 McCaul Street  
 Lamb Developments  
 0.4 acres  
 6 Lloyd Ave  
 Stanton Renaissance  
 2.6 acres

2256 Lake Shore  
 Boulevard West  
 All Canadian Storage  
 1.56 acres  
 6080 Yonge Street  
 Private Family  
 0.8 acres

457 Richmond St W  
 King  
 0.1 acres  
 64-86 Bathurst Street  
 Private Family  
 0.8 acres

366-400 Scott Street  
 C.L. Robins Limited  
 13.2 acres  
 Church & Wellesley  
 Private Family  
 0.45 acres

505 Richmond St W  
 Build Toronto  
 1.3 acres  
 189 Church Street  
 NOW Magazine  
 0.13 acres

4650 Eglinton Ave W  
 Build Toronto  
 4.4 acres  
 1117 Dundas Street  
 West  
 Toronto Parking  
 Authority  
 0.37 acres

50 Page Ave  
 TDSB  
 4.8 acres  
 70 Silver Birch Ave  
 The Church of St. Aidan  
 0.8 acres

Accelerating success.







## Christopher Kirwin, SIOR, AACI

PRESIDENT | BROKER OF RECORD  
COLLIERS INTERNATIONAL LONDON ONTARIO



Chris.Kirwin@colliers.com

### EDUCATION AND QUALIFICATIONS

St. Francis Xavier University  
Real Estate Appraisal & Assessment

#### Designations

RECO: Broker of Record  
SIOR: Society of Industrial & Office Realtors  
AACI: Accredited Appraiser of the Canadian Institute

#### Affiliations

RECO, OREA, CREA, AIC, SIOR, ORCA (Ontario Retirement Communities Association)

### COMMUNITY

Habitat for Humanity  
Heartland Ontario: Board of Directors  
St Vincent DePaul: Real Estate Committee  
Libro Financial: Past Board of Directors  
Ryerson School Council: Past President  
Appraisal Institute of Canada (London): Past President

### CONTACT DETAILS

MOB +1 518 854 4448  
OR +1 518 438 4300 x201  
TF +1 877 730 0500

Colliers International  
650 Colborne Street  
London, ON N6A 5A1  
www.colliers.com

### AREA OF EXPERTISE

Christopher Kirwin is President of Colliers International London Ontario, Brokerage. He delivers both transactional & advisory services to corporate and private clients. His real estate and location strategy specializations include negotiation of leasing, expansion, relocation and disposition

Chris is a trusted advisor to corporate clients in a wide variety of industries assisting them with their real estate requirements including acquisitions, dispositions, leasing and management. He takes great pride in his ability to help clients implement logical and defensible real estate solutions thereby reducing their decision-making risk.

In addition to being Broker of Record, he has achieved the highest standard of appraisal designation offered by the Appraisal Institute of Canada. Chris' background in appraisal and current SIOR designation provide him with an excellent background to assist clients through a broad variety of complex real estate requirements

### PROFESSIONAL ACCOMPLISHMENTS

As a corporate real estate services specialist, SIOR & AACI professional, Chris has coordinated and delivered multiple service disciplines to his clients, and managed transactions for difficult properties. He has also personally worked on the location strategy, site search, economic incentives negotiations, or transaction implementation for many capital projects since bringing Colliers International to London in 2005.

### NOTABLE TRANSACTIONS

**Putnam, Ontario:** Representing the Seller, negotiated the sale of 160 acres of development land along Hwy 401 near Ingersoll

**Arbor Trace Alzheimer Special Care Facility:** Represented the Seller for the sale of a 4 acre parcel of vacant land to Arbor Trace for the development of their facility.

**Thames Valley Board of Education / London District Catholic School Board**  
Chris has represented both boards in the disposition & leasing of real estate assets in London.

**GMS Financial:** Representing the Seller, negotiated the sale of 100 ac on Highbury Ave S and 212 ac development site on Wellington Rd S, London

**Expropriation:** Chris has been involved in many expropriation appraisals in the city of London including Commissioners Rd, Springbank Ave and Oxford St W road widenings.

**Habitat for Humanity:** Chris represented HH for purchase of townhouse development site in north London as well as leasing their SW Ontario corporate headquarters

**EllisDon:** Chris represents EllisDon for the sale of development land (office & industrial) on Oxford & Veterans Memorial Rd, London

**Provincial Road, Windsor:** Chris represents the Seller in the sale of 36 acres commercial development site for over \$12MM. This property is currently under contract

Accelerating success.



## Lisa Lansink BA

BROKER

LAND, APARTMENTS & INVESTMENTS  
ACQUISITIONS, DISPOSITIONS



Lisa.Lansink@colliers.com

### EDUCATION AND QUALIFICATIONS

Real Estate Broker

Bachelor of Arts  
University of Waterloo

### AFFILIATIONS

FRPO

LPMA

LDCA

RECO

CREA

OREA

LSTAR

LSTAR Commercial  
Council

### CONTACT DETAILS

MOB +1 519 871 1233  
DIR +1 519 438 4300 x 205  
FAX +1 519 438 8274

Colliers International  
650 Colborne Street  
London, ON N6A 5A1

[www.colliers.com](http://www.colliers.com)

### AREA OF EXPERTISE

Lisa focuses on the acquisition and disposition of purpose built apartments, multi-residential development sites, and apartment sales for all levels of buyers and sellers, including institutional and private investors, and owner operators.

In addition to apartment sales, Lisa works with land developers and builders to acquire development land, vacant developments, and infill redevelopment sites.

### PROFESSIONAL EXPERIENCE

**Colliers International London Ontario, Brokerage (2016-Present)** Real Estate Broker - Licensed Realtor® specializing in multi-family and apartment building acquisitions and dispositions, development land, re-development and infill sites, subdivisions and apartment land sites.

**Wellington Realty Group Incorporated, Brokerage (2014-2016)** Real Estate Sales Representative - Licensed Realtor® Negotiated sales of properties for investment and redevelopment.

**Lansink Appraisals & Consulting (2003 - 2016)** Consultant & Researcher: ICI Real Property Appraisals including litigation support, forensic, expropriation, and injurious affection analysis. Research and analyses including: zoning, official plan, and land use; comparable searches and market sales; income and cap rate analysis; and market rent and vacancy rates.

**Marigold Homes Inc. (1999 - Present)** Builder/President - Design/Build of new homes and developments on infill lots.

### NOTABLE TRANSACTIONS

**Vacant Land:** Represented the owner in the disposition of 8 Fairview Court London, a 1.8 acre site approved for a 54-unit apartment building

**Vacant Land:** Represented the owner in the disposition of a 1.12 acre site at 11 Jane Street, Aylmer, approved for a 40-unit apartment building

**Vacant Land:** Represented the buyer in the acquisition of a 1.5 acre site in London for the development of a 71-unit apartment building

**Vacant Land:** Represented the owner in the disposition of an 18.79 acre industrial site

**Vacant Land:** Represented the owner in the disposition of 62 acres in Lambton Shores

**Vacant Land:** Represented the buyer in the acquisition of a 3.5 acre site in Windsor for the development of a long term care facility

**Vacant Land:** Represented the buyer in the acquisition of a 2.36 acre site in Woodstock for the development of a 59-unit apartment

**Vacant Land:** Represented the seller in the disposition of a 1.5 acre site in London for the development of a 27-unit stacked townhome complex

**44,000 SF Iconic Office Building:** Represented the buyer in the acquisition of an off-market signature office building 660 Waterloo Street, London. Owned p/t Siskinds

**52 Suite Apartment Building:** Represented the buyer in the acquisition of 485 Windsor Avenue, Windsor

**47 Suite Apartment Building:** Represented the owner in the disposition of 148 Concession Street East, Tillsonburg

**33 Suite Apartment Building:** Represented the buyer in the acquisition of 933 Goyeau Street, Windsor

**12 Suite Apartment Building:** Represented the buyer in the acquisition of 151 Marconi Boulevard, London

**63 Bed Student Complex:** Represented the seller in the disposition of 36-42 University Avenue East, Waterloo

Accelerating success.



## Steve Keyzer, B.COMM

SENIOR VICE PRESIDENT | BROKERAGE



steve.keyzer@colliers.com

### EDUCATION AND QUALIFICATIONS

University of Guelph –  
Marketing Management

### AFFILIATIONS AND MEMBERSHIPS

RECO, TREB

### CONTACT DETAILS

MOB +1 416 804 3558  
DIR +1 416 643 3770  
FAX +1 416 777 2277

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181 Bay Street  
Suite 1400  
Toronto, Ontario  
M5J 2V1  
Canada  
[www.colliers.com/canada](http://www.colliers.com/canada)

### AREA OF EXPERTISE

- Toronto Urban Redevelopment Advisory (TURA)
- More than \$1 Billion in Commercial real estate transactions
- Specializes in urban redevelopment properties
- Annually ranked as top producer at Colliers

As a co-lead of the Colliers Toronto Urban Redevelopment Advisory Team practice group, Steve is a key leader within the redevelopment and intensification vertical in the Toronto market. Acting on behalf of an ever increasing number of urban real estate owners to maximize the value of their property(s), he brings certainty and a focused and diligent approach to process while establishing highest & best use for a given asset while mitigating risk.

He applies his creative background to determine a specific go-to-market strategies for sale assignments which are tailored to uncover competitive advantages and opportunities for value creation.

Backed by Colliers Toronto's marketing team, Steve is able to offer best in-class marketing tools to segmented targets to generate strong targeted marketing campaigns for sale and joint venture assignments, which allows property owners to maximize the value of their asset and meet their individual investment goals. Steve also provides development consulting should a property owner wish to develop their property on their own.

### BUSINESS AND EDUCATIONAL BACKGROUND

Steve studied at the University of Guelph obtaining a Bachelor of Commerce specializing in Marketing Management.

Prior to joining the real estate industry Steve worked within the advertising industry at Cossette Communications. This experience allows him to add value to real estate transactions through targeted property marketing campaigns, as well as providing clients with industry leading marketing materials and market reports.

### COMMUNITY INVOLVEMENT

Steve is a member of the Make-A-Wish Foundation's Corporate Cabinet and dedicates time to raising money to grant wishes for kids in need.

### NOTABLE RECENT REDEVELOPMENT TRANSACTION HIGHLIGHTS

- 315 Spadina – 0.5 Acre Mixed Use Development Site – Student Residential Development - \$27M
- 6 Dawes Avenue – 3.0 Acres of Redevelopment Land at Main GO Station - \$42.25M
- 502 Adelaide Street W – Mixed Use Development Site - \$25 M
- 2256 Lake Shore BLVD West - \$36.5M - Sale of 1.5 Acre Redevelopment Site

Accelerating success.

# RECENT DISPOSITIONS

**SOLD!**

**\$1,300,000**

**FOR SALE 104 Christina Street Sarnia ON**

**Excellent Investment Opportunity!**

Located in the heart of downtown Sarnia, this prime location is the perfect spot for a gas station, car wash, or other service business. The property is situated on a busy street with high traffic volume and excellent visibility. The building is well-maintained and features a large canopy for customer protection. The property is currently operating as a gas station and is being sold as a turnkey business. The seller is offering a comprehensive package that includes all equipment, inventory, and customer lists. This is a rare opportunity to acquire a profitable business in a growing market. The property is also zoned for commercial use, providing flexibility for future development. The location is ideal for a gas station, car wash, or other service business. The property is situated on a busy street with high traffic volume and excellent visibility. The building is well-maintained and features a large canopy for customer protection. The property is currently operating as a gas station and is being sold as a turnkey business. The seller is offering a comprehensive package that includes all equipment, inventory, and customer lists. This is a rare opportunity to acquire a profitable business in a growing market. The property is also zoned for commercial use, providing flexibility for future development.

Colliers International  
London, Ontario Branch  
610 Colborne St.  
London, ON N6A 5A9  
Tel: +1 519 433 4300  
colliers.ca/london

Colliers  
A REALTY BUSINESS

**Christina St.,  
Sarnia, ON - Sale - Gas Station**

**SOLD!**

**Investment Opportunity**

**FOR SALE**

**\$4,700,000**

**36, 38, 40, 42 University Avenue East,  
Waterloo, ON**

**CHRIS KIRVIN\*\* AAG, SGP  
President/Broker of Properties  
+1 519 433 4300 ext 207  
chris.kirvin@colliers.com**

**LISA LANZetta\*\* EA  
Senior  
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**CARREN BIVANT\*\* SGR  
Vice President/Broker  
+1 519 504 7317  
carren.bivant@colliers.com**

Colliers  
A REALTY BUSINESS

COLLIERS INTERNATIONAL  
LONDON/ONTARIO BRANCH  
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+1 519 433 4300  
www.colliers.com

**University Ave.,  
Waterloo, ON - Sale**

**Colliers**

**FOR SALE**

**Freestanding Office Building Overlooking the Thames River**

**4,459 SF Available**

**\$900,000.00**

**Listing # 17150**

**200+ Riverway Drive, Chatham, ON**

**FEATURED BENEFITS**

- Single Storey Commercial Office Space
- Excellent exposure, concrete driveway, ample onsite parking
- Overlooking the Thames River and minutes from Hwy 427

Receptionists Available

colliers.ca/17150-56 **VIEW ONLINE**

**Riverside,  
Chatham, ON - Listing**

**FOR SALE > 36.47 ACRES**

**Trucking Yard**

**1790 PROVINCIAL ROAD, WINDSOR ON**

**Trucking Yard For Sale**

**Asking: \$12,000,000  
Losses: \$3,600 Per Acre Per Month**

**Property Details**

- 3.5 Acre Parcel
- 2000 sq ft building
- Existing 2000 sq ft building in need of major renovation
- 2000 sq ft building in need of major renovation
- 2000 sq ft building in need of major renovation
- 2000 sq ft building in need of major renovation
- 2000 sq ft building in need of major renovation

**Contact Us**

**MIKE YERON AAG\*\*  
President/Broker of Properties  
+1 519 433 4300 EXT 207  
mike.yeron@colliers.com**

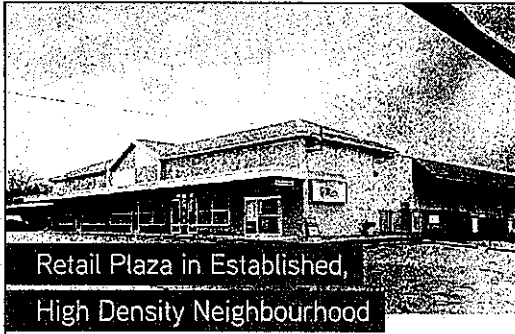
**MATT CHAMBERLAIN  
Vice President/Broker of Properties  
+1 519 433 4300 EXT 203  
matt.chamberlain@colliers.com**

**PROPERTY NEEDS:  
Some 5000 sq ft building,  
2000 sq ft building,  
2000 sq ft building**

COLLIERS INTERNATIONAL, LONDON/ONTARIO BRANCH  
610 Colborne St. London, ON N6A 5A9  
+1 519 433 4300  
www.colliers.com

**Provincial Road,  
Windsor, ON - Conditional Sale**

# RECENT DISPOSITIONS



## Retail Plaza in Established, High Density Neighbourhood

SALE | 1050 Kipps Lane, London ON

\$4,750,000

7%

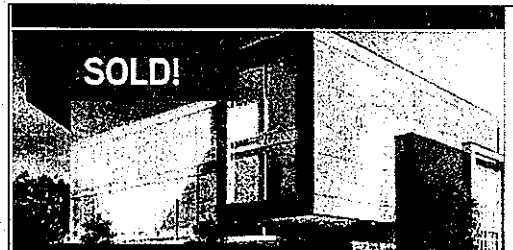
- ▶ 21,000 sq ft of space divided into 72 units
- ▶ Proximity to University, City Centre & downtown area
- ▶ The surrounding area is a high density neighbourhood with many family owned and operated businesses
- ▶ Located on a major public transit route
- ▶ Under 5 minutes drive to downtown
- ▶ Zone is highly desirable for shopping and dining
- ▶ 10 units are self-contained
- ▶ Annual operating income for approx. \$1.5 million
- ▶ Full property report
- ▶ 40% return on investment
- ▶ Monthly cash flow \$100,000

Call Matt at 416-461-2000

or visit us at [www.colliers.com](http://www.colliers.com)



**Kipps Lane,**  
London, ON - Listing



**SOLD!**

## Office, Medical/Dental or Restaurant Land for Sale or Build to Suit

2125 & 2155 Oxford Street East  
& 600-650 Industrial Road  
London, ON

Colliers International, A/C/L 0351  
President/Owner of Record  
416-461-2000 x 101  
[www.colliers.com](http://www.colliers.com)

MATT CHAMBERLAIN  
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COLLIERS INTERNATIONAL  
LONDON ON (416) 461-2000  
100-10000000  
[www.colliers.com](http://www.colliers.com)



### KEY FEATURES/HIGH POINTS

- ▶ 2 parcels of 100,000 sq ft each (total 200,000 sq ft) zoned for industrial use
- ▶ Major roads via 404 & 401
- ▶ 200,000 sq ft of parking available
- ▶ Fully serviced by all utilities
- ▶ Located in a high density neighbourhood

**650 Industrial Road,**  
London, ON - Sale & Conditional Sale of parcels  
1 & 2

# CONTACT

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EXECUTIVE VICE PRESIDENT, BROKER

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M: +1 416 565 6670

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## CHRIS KIRWIN, AACI, SIOR

PRESIDENT/BROKER OF RECORD

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## LISA LANSINK

BROKER

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\*Sales Representative

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## TEAM WEBSITE

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[www.collierscanada.com/TURA](http://www.collierscanada.com/TURA)



## FACEBOOK

[www.facebook.com/ColliersInternationalLondon](http://www.facebook.com/ColliersInternationalLondon)

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## TWITTER

@torontoredev



## INSTAGRAM

@torontoredev

**Colliers**  
INTERNATIONAL

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TAB F

## Appendix F



Court File No. CV-19-00632077-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

BETWEEN:

**FIRST ONTARIO CREDIT UNION LIMITED**

Applicant

- and -

**1393382 ONTARIO LIMITED**

Respondent

**AFFIDAVIT OF DEBORAH HORNBOSTEL  
(Sworn April 23, 2020)**

I, **DEBORAH HORNBOSTEL**, of the City of Toronto, in the Province of Ontario, **MAKE OATH AND SAY:**

1. I am a Partner with msi Spergel Inc. ("**Spergel**"), the Court Appointed Receiver of 1393382 Ontario Limited and as such have knowledge of the matters to which I hereinafter depose. Unless I indicate to the contrary, the facts herein are within my personal knowledge and are true. Where I have indicated that I have obtained facts from other sources, I believe those facts to be true.
2. By Order of the Honourable Justice Hailey dated December 16, 2019, Spergel was appointed as Receiver of certain assets of the Respondent located at 2216 Bloomfield Road, Chatham referred to as the Bloomfield Property.

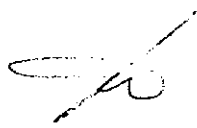
3. In connection with the receivership of the Respondent, fees of \$201,217.25, exclusive of applicable HST, were incurred by Spergel at its standard rates to and including March 31, 2020, as provided for in Spergel’s summary of time charges and related detailed time docket by person which provide a fair and accurate description of the services provided, appended hereto as **Exhibit “A”** to this my Affidavit.

4. Spergel has applied a courtesy discount to its standard rates in the amount of \$55,920. The total fees charged for this period amount to \$151,297.25, plus applicable HST of \$19,668.64. A total of 685.25 hours was expended at an effective hourly rate of \$220.79.

5. I verily believe that the hourly rates charged for the services performed are fair and reasonable in the circumstances.

6. I make this affidavit in support of a motion for, *inter alia*, approval of the Spergel’s fees incurred, as detailed herein, and for no other or improper purpose.

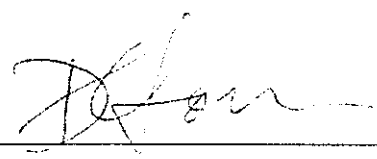
**SWORN** before me at the City of Toronto, in the Province of Ontario this 23<sup>rd</sup> day of April, 2019.



Commissioner for Taking Affidavits

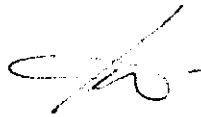
Nelly Livshitz, a Commissioner, etc.,  
Province of Ontario, for *msi Spergel inc.*  
Expires March 13, 2021.

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)  
)



**Deborah Hornbostel CPA, CA, LIT, CIRP, CFE**

**Exhibit "A" of the Affidavit of  
Deborah Hornbostel  
Sworn before me on this 23<sup>rd</sup> day of April, 2020**



**A Commissioner, Etc.**

Nelly Livshitz, a Commissioner, etc.,  
Province of Ontario, for msi Spergel inc.  
Expires March 13, 2021.

**In The Matter Of The Receivership Of  
1393382 Ontario Limited**

**Summary of Time Charges Of The Receiver To March 31, 2020**

	<u>Hours</u>	<u>Standard Hourly Rates</u>	<u>Standard Charge</u>	<u>Discount Applied</u>	<u>Fees Charged</u>
Deborah Hornbostel, CPA, CA, CFE, CIRP, LIT	190.00	\$ 525.00	\$99,750.00	\$24,700.00	\$75,050.00
Trevor Pringle, CFE, CIRP, LIT	52.30	525.00	27,457.50	6,799.00	20,658.50
Philip H. Gennis, LL.B., CIRP, LIT	2.55	525.00	1,338.75	331.50	1,007.25
Gillian Goldblatt, CPA, CA, CIRP, LIT	1.20	375.00	450.00	174.00	276.00
Harvey S. Lipman, CPA, CA, CIRP, LIT	0.80	525.00	420.00	104.00	316.00
Mukul Manchanda, CPA, CIRP, LIT	0.30	395.00	118.50	31.50	87.00
Alan Spergel, CPA, CA, FCIRP, CFE, LIT	0.10	525.00	52.50	13.00	39.50
Rashid Peeroo	279.90	200.00	55,980.00	12,595.50	43,384.50
Inga Friptuleac	121.40	125.00	15,175.00	9,105.00	6,070.00
Haran Sivanathan	27.00	150.00	4,050.00	1,331.00	2,719.00
Frieda Kanaris	8.30	250.00	2,075.00	539.50	1,535.50
Evan McCullagh	1.40	250.00	350.00	196.00	154.00
<b>Total</b>	<u>685.25</u>		<u>\$207,217.25</u>	<u>\$55,920.00</u>	<u>\$151,297.25</u>
HST					19,668.64
<b>Total Charge</b>					<u>\$170,965.89</u>
<b>Average Hourly Rate</b>			<u>\$ 302.40</u>		<u>\$ 220.79</u>

## Filters Used:

- Time Entry Date: 1/01/70 to 3/31/20  
 - File Client ID: AA1393 to AA1393  
 - Time Entry Bill Status: Un-Billed to Un-Billed  
 - Time Entry Bill Status: Un-Billed to Un-Billed

MSGG - Detailed Time Dockets

Printed on: 4/08/20

Page 1 of 28

File Name (ID): 1393382 Ontario Limited (AA1393:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Alan Spergel (ASP)</b>					
Mon	03/23/2020	Review/sign cheque	0.10	\$395.00	\$39.50
			<b>Alan Spergel (ASP)</b>		<b>\$39.50</b>
<b>Deborah Hornbostel (DHO)</b>					
Mon	12/02/2019	Re Bloomfield - review BDO projections and report, review and amend draft management agreement, discussions with TP on potential appointment and related issues	1.50	\$395.00	\$592.50
Wed	12/11/2019	Review of reports of BDO	2.50	\$395.00	\$987.50
Thur	12/12/2019	Operating discussions and planning with TP, review and amend draft operating agreement and circulate to Ross MacFarlane and TP	2.40	\$395.00	\$948.00
Fri	12/13/2019	Discussion with TP re Operator Agreement points for consideration and update from him re his discussions with C.Mazer of BDO and First Ontario, review draft appointment order, drafting of planning considerations list	1.20	\$395.00	\$474.00
Mon	12/16/2019	Review various emails from David Jackson/TP and draft Allocation Agreement and related schedules, cc with Virginia and Mark of First Ontario and TP, reschedule to later, instructions to FK to put Totals Inventory on hold and arrange for staffing for Dec.18., update Planning Considerations list and forward to TP, update status call with TP, cc with Chris Mazur and Angelo of BDO, cc with First Ontario, their counsel and potential operator, email to BDO to request certain documentation, confirm onsite meeting and provide Spergel contact info for supplier transition	3.50	\$395.00	\$1,382.50
Tues	12/17/2019	Arrange for and supervise Ascend license, OSB registration, bank account opening, obtain and circulate court order, commence AGCO online application, attend onsite to meet with BDO and staff and KRS to review all matters and plan transition, draft employee employment offer template	11.50	\$395.00	\$4,542.50
Wed	12/18/2019	TC with Craig Slater of AGCO, tcs with other AGCO personnel to process new application n for lottery seller approval, obtain approval and certificate, provide to Arvider onsite for posting, instructions to him to complete Gaming Assistance application, tc with him to review, prepare Retailer Agreement and PAD for OLG and submit to Catherine Stevens at OLG, review email from Mark Zimmer of Parkland, tc with him to arrange cut-off, set-up and ongoing procedures, complete PAD document and email it to him, discussion with Gary Singh re supplies via Parkland, tc with Terea Tang of Core-mark to discuss procedures for ongoing supplies, ascertain status of various licenses and permits and discussions with TP and Gary Singh re related issues, execute employment offers for release, tc with RP and Arvinder re staffing employment issues, email to Chris Mazer re CRA accounts, receipt of property tax info from him, various emails from Angelo of BDO re transition issues and documentation, instructions to RP re attendance onsite for turnover, tc to Ministry of Finance re Tobacco Permit and request to Gary Singh to contact TSSA re licenses, receipt and review of new Court Order correcting appointment of receiver, email to Karen at AAmco to provide Court Order	7.50	\$395.00	\$2,962.50

Filters Used:

- Time Entry Date: 1/01/70 to 3/31/20
- File Client ID: AA1393 to AA1393
- Time Entry Bill Status: Un-Billed to Un-Billed
- Time Entry Bill Status: Un-Billed to Un-Billed

Printed on: 4/08/20  
Page 2 of 28

File Name (ID): 1393382 Ontario Limited (AA1393:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Deborah Hornbostel (DHO)</b>					
Thur	12/19/2019	Receipt of amended employee listing from BDO, discussion with RP re Arvider Singh's employee recommendations, prepare additional/amended offer letters, electronic filing of various documents from BDO, review various emails on transition issues, supervise FK re suppliers, provide email to Teresa Tang of Core-mark to complete account set-up, update from Arvider re completion of AGCO registration, various emails with Gary Singh re transition issues, tc with him to review set-up and duties expected, prepare website info for posting, tc to TSSA, email court order to TSSA intake, tcs from Kasia of MOF, email Court Order to MOF, tc from Shariffe of MOF insolvency, commence preparation of NOR, update call with TP, provide void cheque to Mark Zimmer of Parkland, review email from him re status of transition, review correspondence from North American Truck Stop Network, forward to Gary Singh for review, email to them for historical data, email from Car-Tel, complete documents and submit for reactivation of account, attend to banking issues re set-up of Core-mark payment account, review PPSA, create creditor list and finalize NOR, request copies of retail and cardlock agreements from Angelo of BDO	7.50	\$395.00	\$2,962.50
Fri	12/20/2019	Review of OSB Certificate of Filing, discussions with RP and Arvider re Global Payments terminal, tcs and emails to Global Payments to request change in banking info, email to Catie Stevens OLG, and then to Josie DeMarco OLG, review email from Dart Petroleum, forward to Gary Singh, email to Angelo BDO re status of utility accounts, email from Car-Tel advising of reactivation of account, filing documents, review and respond to email from Nancy Connery of Global Payments, tc from Natalie Renner of Davies re OLG, respond to email from Josie DeMarco OLG, review email exchange between BDO and Kamen Popov of Global Payments, tc to him to discuss set-up of account and related issues with BDO, email to Nancy of Global Payments to provide emailing instructions for account access etc., review responding confirmation, emails with Karen MacArthur of Amco and Gary Singh to set-up procedures for ordering diesel, update from Gary re status of other supplier, update from TP re registration on title, insurance coverage and operating agreement with KRS	4.60	\$395.00	\$1,817.00
Sat	12/21/2019	Review email from Peter MacArthur of Amco re supply levels, email to Gary for inventory ordering, review response for Amco, email to Gary for status re pricing to customers and retail price setting	0.30	\$395.00	\$118.50

## Filters Used:

- Time Entry Date: 1/01/70 to 3/31/20  
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Printed on: 4/08/20

Page 3 of 28

File Name (ID): 1393382 Ontario Limited (AA1393:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Deborah Hornbostel (DHO)</b>					
Mon	12/23/2019	Review and respond to emails from Karen MacArthur of Aamco re invoicing and payment, arrange set-up of wire transfer account to Aamco, discussions with TP re BDO's request for asset purchase/removal, review email from David Jackson re same, review Court Order for clarification on certain issues, review accounts receivable with BMO, arrange for Spergel invoicing and set up of accounting, procedural planning with Rashid, review banking account transactions for posting, vm and em to Angelo Consoli to discuss o/s issues, emails with Kamen Popov and Nancy Connery of Global Payments re set-up issues, review land title registration, email to TP to advise of incorrect municipal address used, review Global Payments requested Agreement, email it to Gary Singh with my concerns etc, review shift report and bank deposits with RP, provide contact info to him for follow up with Parkland, forward him confirmation of Car-Tel account arrangements, tc with Diko of Can-Am Appraiz re tractor valuation status, arrange payment for second Amco delivery, receipt of MOF Tobacco Permit application, track down incorporation documents for application, complete and submit to Josette Stephen, provide banking info and instructions to Arvinder and KRS,	6.30	\$395.00	\$2,488.50
Tues	12/24/2019	Email exchange with Angelo of BDO re assets of 908 onsite, review his response, email and vm to Josie DeMarco of OLG for update, tc to Nikki Horton of CFIB to discuss membership benefits, receipt and review of PAD and invoice, emails with her re change of account and arrears, tc with Tammi Kingdom of Chase to discuss terms of potential services and contract, email to KRS to verify acceptable terms, email to RP to obtain required sales data, review and approve disbursements, review bank account transactions, discussions with RP re operations, tel call with Josie DeMarco regarding reactivation of lottery terminal, tc with Arvinder to update, receipt of second receivership certificate from OSB, email to request cancellation of it, review fuel orders and approve disbursements	5.30	\$395.00	\$2,093.50
Thur	12/26/2019	Tel Call with Arvinder for sales info, receipt and analysis of info from him, review new email from Nikki Horton of CFIB, complete PAD and submit, review email from Tammi of Chase, provide all required information to her for the application, email from Teresa Tang of Core-mark, review and approve order	1.80	\$395.00	\$711.00
Fri	12/27/2019	Review various emails from Angelo of BDO re accounts receivable for fuel customers, email instructions to Rashid for set-up of accounts receivable issuance and tracking, forward Angelo's emails to him for email contact info of customers, email from Tami of Chase requesting ownership info re msi Spergel for application, track down and submit info to her, receipt and review of contract terms and several emails with Tami re same, execute application, review new fuel invoice and bill of lading, email to Rashid and Haran wrt processing payment thereof, approve online wire payment, supervise Rashid re operating issues, receipt of Tobacco Reseller Permit from MOF, email it with instructions to Arvinder for posting	2.70	\$395.00	\$1,066.50
Sun	12/29/2019	Emails with Rashid re Coremark	0.20	\$395.00	\$79.00

## Filters Used:

- Time Entry Date: 1/01/70 to 3/31/20  
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Printed on: 4/08/20

Page 4 of 28

File Name (ID): 1393382 Ontario Limited (AA1393:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Deborah Hornbostel (DHO)</b>					
Mon	12/30/2019	Review and respond to emails from Jas of KRS re operational issues, emails with RP re Coremark payment, review and approve cheque requisition and online payment, review emails re Frito Lay account set-up, review email from Tami re Chase status and provide another void cheque, review emails from Rashid re missing deposits from global and parkland to account of BDO, review email from Peter MacArthur re delivery schedule, email with Angelo of BDO re cigarette pricing changes, approve changes and price allocation, review his email re sale of non 1393892 assets onsite, email to Jas to check out Roussy trailer onsite tomorrow, respond to Angelo re his request for response by January 6.	1.60	\$395.00	\$632.00
Tues	12/31/2019	Emails with Rashid re HST recording in Ascend and Amco overpayment, emails with Jas Singh re Roussy trailer need and items stored in it	0.50	\$395.00	\$197.50
Wed	01/01/2020	Review email from Teresa Tang of Core-mark, approve order for delivery, email to TP re Rousy Trailer usage and status of appraisal	0.30	\$395.00	\$118.50
Thur	01/02/2020	Email from TP re appraisal of Kabota, provide recommendation for offer to BDO, review payroll info from RP and research holiday pay issue, provide instructions to him, instructions to RP re obtaining month end report, respond to email from FK re coke account status, update from Jas Singh re storage issue for salt, emails from Gary and Jas Singh re various operations issues, respond, tc with RP re various operational issues, provide instructions, review email from Imperial Tobacco and provide instructions, arrange for deposit book release at BMO for Arvinder, review and approve Core-mark payment	1.50	\$395.00	\$592.50
Fri	01/03/2020	Review email from Pioneer re EFT transaction, email to RP re Coremark payment, approve it online, email to Angelo of BDO to provide offer for trailer and Kabuta, review email from Frito Lay and Pioneer invoice, receipt of Amco payment, email to RP to prepare cheque req, receipt and approval for wire transfer, many attempts to approve online, email to HS re approval issue, tc from Tami of Chase requesting further info, provide via email, review email exchanges between RP and Mark Zimmer of Parkland, forward pricing email to KRS, update from RP re payroll re-processing and status and review his email to Arvinder re ongoing procedures, email to Arvinder for historical sales volume info, receipt and review of sample reports, further email to him to continue	1.80	\$395.00	\$711.00
Mon	01/06/2020	Review and approve payroll, instructions to RP for go-forward procedures, Tc with TP re general operations and status of KRS agreement, review expenses report of Derek Ellis, instructions to RP and Jas re Derrick's expenses, confirm with TP our initial instructions to Derek, review and respond to voice mail from Natalie Renner of Davies re OLG status, review emails from Imperial Tobacco and Frito Lay, complete credit applications, tcs and emails with Dimitri of Imperial re application issues, review sales accounting issues with RP and provide instructions, review and approve disbursements, tc with Jas of KRS re accounts receivable procedures and Derek, resolve Imperial account and email update to RP, review emails to customers and AR summary, instructions to RP for P&L reporting, check CRA account opening status online, review email from Ross MacFarland to David Jackson and respond	4.90	\$395.00	\$1,935.50



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Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Deborah Hornbostel (DHO)</b>					
Tues	01/07/2020	Email to Arvinder to f/u on historical sales info, review emails from BDO re Esso signage replacement and manhole cover quotes, emails to KRS on those issues, review emails from Parkland re invoices and credit card offsets, verify receipt of funds in bank account and discussion with RP re ongoing accounting and procedures, vm from Nikki Horton of CFIB, execute PAD and send to her, update from FK re CRA, verify status online and provide CRA contact info for f/u, investigation into NATSN, recommendation email to KRS to terminate, provide updated banking info to Arvinder and f/u on status of deposit book, provide contact info to RP for f/u with Global Payments on December fees paid, general operational supervision	3.20	\$395.00	\$1,264.00
Wed	01/08/2020	Review emails from Jas, review and provide further information on NATSN charges and revenue, advise from Imperial Tobacco re PAD, forward to RP to obtain reversal of unauthorized charges, update from him confirming same, mtg with RP to review sales and receipts reconciliation, instructions to him for f/u, email to Mark Zimmer to request Parkland volume reports, review several emails from BDO re Derek issues, payment receipts and Kabota, ics with Angelo re same, provide wire instructions to Angelo, discussion with TP re Kabota and general issues, email to Jas re P&L reporting, provide appraiser contact info to TP, fax Court order and NOR to CRA RITKE, prepare application for RT0002 account, tc with Angelo to discuss CRA accounts issues and revised offer for Kabota and trailer, commence summary of historical sales, review new statement from Federated Insurance, resolve deal for purchase of the trailer and Kabota with BDO, email to Tami Kingdom for status of account set-up	4.40	\$395.00	\$1,738.00
Thur	01/09/2020	Work on P&L reporting with RP and provide instructions, review various accounting reconciliations with RP, tc with Tami Kingdom of Chase, review Global Payments contract again, vm to Nancy Connery of Global, update from RP re Global's response to PAD, tc with RP to Moneris and instructions to him for f/u, review and approve disbursements and wires, forward pricing to KRS, supervise operations.	3.80	\$395.00	\$1,501.00
Fri	01/10/2020	Review P&L with TP, email to Angelo of BDO re Global Payments merchant statements and allocation, amend and finalize for issuance to First Ontario, tc to TSSA re status of application/license, resend email of December 19 to intake office, vm and email to Kamen Popov of Global Payments, review email from Tami Kingdom, obtain and supply various requested information, review statement of account for December from Global, supervise and instructions to RP re ongoing accounting and reconciliations, review email from G. Singh and provide billing instructions to Evan of Waddick Fuels re DEF, review emails for appraisers engagements, email to Arvidner to advise of BDO attendance at restaurants, tc with Kamen Popov to discuss cancellation of contract terms, tc from Carol-Anne of CRA insolvency, instructions to ES to contact OSB for cancellation of second estate number, complete summary of fuel sales for appraisers and sales process, review and amend draft Global payment fee allocation to BDO, prepare sales projection for insurance purposes, review and execute revised Chase agreement and submit, email to Ssanja at Parkland to f/u on c-store sales historical info, track down TSSA licenses onsite and further emails to TSSA for f/u	5.30	\$395.00	\$2,093.50

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Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Deborah Hornbostel (DHO)</b>					
Fri	01/10/2020	Emails with KRS and RP re unexpected shut down of back court operations	0.30	\$395.00	\$118.50
Mon	01/13/2020	Review emails from BDO re SIR system, review draft bill of sale from BDO and respond to request price allocation and wire transfer info, review various supplier invoices and emails, tc from Mike Lawson of Waddick Fuels, complete and submit credit application to Waddick, update email to Gary Singh re Waddick, instructions to RP re payroll and related holiday pay, tc from Boswell Bedford of TSSA, email from Tami Kingdom of Chase, respond, update TP, tc from Mike Lawson of Waddick to discuss procedures for account, email from Jas Singh re NATSN recommendation, tc and em to Angie Foud of NATSN to discuss account, tc from Kelly Hart of TSSA legal dept., further tc from Boswell of TSSA to discuss application procedure, review expenses of Derek Ellis, provide instructions to RP re same, various operational emails with KRS, complete and submit TSSA licence application, review and execute Coke credit application, forward property tax info to FK for f/u with the town of Chatham, receipt and review of information from Sanja of Parkland re store sales for 2019, respond and request 2018, review email from Antec re information requested, email to Angelo of BDO to request some info, email to Mukul to request assistance from Dhillons on some historical info, tc with Angie of NATSN and email her copies of the court orders, amend and finalize Bill of Sale re Kubota and trailer, prepare payment requisition for same, email with Jas re Derek and First Ontario reporting	7.40	\$395.00	\$2,923.00
Tues	01/14/2020	Review email from Waddick, arrange for set-up of wire account, email to Jas Singh re repairs to property from truck damage, email to Angelo of BDO f/u on o/s agreements and requesting insurance policy, email to him re Bill of Sale and payment, review current draft KRS management agreement and discuss issues with TP, review various operating issues with RP and Jas Singh, review signage replacement quote, queries to Gary Singh re same, review draft payroll and request various amendments, provide comments on KRS draft agreement to TP and Ross MacFarlane, receipt of loss payee insurance confirmation, em to MM to request further info from Dhillons, review revised payroll and approve it and other disbursements, approve wire payment to BDO	5.30	\$395.00	\$2,093.50
Wed	01/15/2020	Review and amend service list, review and amend draft KRS agreement, approve Coremark order, receipt of Waddick invoice, confirm delivery and arrange for online payment, finalize Global fee allocation schedule and email it to Angelo at BDO to request reimbursement, overseeing operations, investigation into the ATM restocking, email to KRS to obtain replacement ATM, request MM to contact Dhillons for ATM info, address enquiry from OLG re 908's scratch tickets return status with BDO.	2.80	\$395.00	\$1,106.00
Thur	01/16/2020	Review and approve disbursements, review bank account status and reconciliation of RP, supervise operations, review appraisal by Otto & Co., summarize store sales by category 2019	2.90	\$395.00	\$1,145.50

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Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Deborah Hornbostel (DHO)</b>					
Fri	01/17/2020	Review and approve payments to suppliers, review insurance change from Federated, review all emails with BDO for o/s issues, email to KRS to summarize status of o/s issues, review their responses and provide further information and instructions, emails from Angelo at BDO re financial information and site plans, em to Arvinder to search premises, email to Nikki Horton to cancel CFIB membership, tc with her to discuss implications and mc rates, receipt and review of revised Global Payments contract from Nancy Connerly, email to her to confirm rates and other execution issues ie personal guarantee, summarize historical financial info	5.30	\$395.00	\$2,093.50
Mon	01/20/2020	Review and approve disbursements, review Global Payments revised pricing schedule and CFIB benefits, vm to Nancy Connerly to discuss, email to Nikki Horton to advise of Global Payments position, filing of various documents, forward pricing and supplier emails, updates from RP re various operating issues, email to Angie Stroud of NATSN to request post Dec.18 invoice, tc with Nancy Connerly, receipt and review of detailed rate schedule from her and revised page 5 of contract, supervise RP, obtain online access of CRA, review accounts and filings online, compare sales schedules received from BDO and Parkland, review Access Cash agreement, email to Jas re unacceptable term, seek update on Dhillon ATM onsite, review request by Jas re DAS PAD application, email to him for further confirmation re DAS invoicing and need for PAD	4.80	\$395.00	\$1,896.00
Tues	01/21/2020	Summarize store sales from BDO's data and compare to Parkland data, review revised draft HST return for December, tc with TP, f/u email to Angelo re Bank Statements status, email to Gary re sign quote update and extra costs estimate, receipt and review of Parkland agreements from BDO, review Angelo's email re their missing credit card receipts, review issue with RP, receipt of fully executed Kubota Agreement via email, receipt of bank statements from BDO, discussion with TP on them and review of email from David Jackson re First Ontario's request for investigation into tracing funds, compile and send information requested to David of Antec, operational issues with RP ie. Cross lease income verification, T- Chek receipts (execute forms for bank change), site plan drawings etc	3.90	\$395.00	\$1,540.50
Wed	01/22/2020	Review and approve Coremark order, email to Angelo at BDO to request Libro bank statements, review TSSA inspection report, email to KRS to request prompt correction of deficiencies, respond to Kevin Abbott of TSSA, review update from Jas re DAS account, review of amended Access Cash agreement, amend further and email revised document to Jas, review email from Virginia re financial statements, review same and file electronically	1.70	\$395.00	\$671.50
Thur	01/23/2020	Review operational emails and approve invoices and postings, review draft KRD agreement from Gary Singh, comment to TP re same, tc from Andrew Mackay of BG Fuels, executed approval for t-chek fee, review ATM agreement re Dhillons, provide instructions to RP to contact provider for removal, approve online payment	1.10	\$395.00	\$434.50
Fri	01/24/2020	Approve disbursements, update from and instructions to RP re Imperial Tobacco, Dhillon's ATM, review bank statement from Libro, discussion with TP on them and operating issues, update from RP re Comdata issues, respond to Gary Singh re TSSA licence, review email from Angelo of BDO re insurance policy	0.90	\$395.00	\$355.50

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<b>Deborah Hornbostel (DHO)</b>					
Mon	01/27/2020	Review email from Chad Brownlee re insurance coverage, tc with TP to discuss, review and approve disbursements, forward pricing to KRS, review various emails from Parkland and BDO	0.50	\$395.00	\$197.50
Tues	01/28/2020	Review and approve payroll and employee expenses, review various emails from BDO re insurance, T-Chek etc., review RP's reconciliation of amounts due between BDO and Spergel and approve request for reimbursement email, review sales reports and reconciliations with RP, email to KRS to request dates of site visits, respond to email from David Devries re site plans, review fuel delivery emails, update from FK re WSIB and CRA account opening status, f/u email to Nikki Horton of CFIB, review of ATM agreement between, file 3 HST returns, email to Angelo at BDO to advise of CRA accounts and filings by Spergel, review insurance policy renewal, email to TP re same, tc and em to Angelo of BDO re insurance allocation, sign cheques, requisition CRA HST payment	4.60	\$395.00	\$1,817.00
Wed	01/29/2020	Review and approve Coremark order, review and requisition and pay Amco invoice, email with Angelo re Amco invoicing, email exchange with Nikki Horton of CFIB, tc from CFIB service manager, email from Nancy Connery re revised master card rate, finalize merchant application and submit to her, update tc with TP, email exchange with KRS re status of TSSA work order, review email from TSSA re evidence required	1.70	\$395.00	\$671.50
Thur	01/30/2020	Respond to email from Nancy Connery re CFIB discount, provide member number, review pricing issues for diesel, discussion with TP on situation, request further Amco invoice from BDO, review gas, diesel and store sales for January and discounts given, email to Gary Singh to advise of concern on pricing and sales, review and approve disbursements and various operating issues ie. Derek's tools, PNE o/s invoice, calibration of pumps, sign and light quote	2.90	\$395.00	\$1,145.50
Fri	01/31/2020	Review email re CIBC's motion to prevent receivership sales process, review service list, review and respond to Nancy Connery re Global Payment confirmation, review email from Jas re installation of new ATM and handling of old ATM, review ATM TEC related agreements and draft/send correspondence to TEC requesting removal, amend and send requested correspondence to DAS to confirm appointment and address, review and forward invoices for payment processing.	1.40	\$395.00	\$553.00
Mon	02/03/2020	Review and approve disbursements, review emails from KRS re Dart Petroleum and Country Signs and respond, discussion with TP re application by debtors to stop sales process, review various emails re operations, email exchange with Nikki Horton of CFIB	1.30	\$395.00	\$513.50
Tues	02/04/2020	Review email from John Carter of Metric re draft appraisal information, provide various historical information to him for appraisal amendment, review draft P&L for January and f/u with enquires, discussion with TP re operations and court proceedings, review email from Jas re required repairs, send him the executed Dart proposal authorization, review and approve various disbursements, commence review of operating agreement and email to TP re pertinent info, review invoicing emails to customers, review terms of Veoliacon and send email to KRS on situation, general supervision of RP	2.80	\$395.00	\$1,106.00

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Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Deborah Hornbostel (DHO)</b>					
Wed	02/05/2020	Review and approve Imperial Tobacco orders, posting reports, instructions to RP re BDO recoveries, email from Jas Singh re scale customer terms, instructions to RP to proceed to amend terms, review insurance documents received today, review email from Jas/DART petroleum re spillcover damage to all 4 spill covers, authorize repairs, forward to TP to update, email updated sales information to David Devries for appraisal, review and respond to correspondence from TEC Smartcash re their contract, review updated appraisal from Metrix, discussion with RP re Derreck Ellis expenses, further emails with Jas re operational issues	1.90	\$395.00	\$750.50
Thur	02/06/2020	Review and approve disbursements and various operating emails with KRS	0.50	\$395.00	\$197.50
Mon	02/10/2020	Review and approve disbursement, respond to email from Waddick Fuel, status update with and instructions to RP re operating issues	0.60	\$395.00	\$237.00
Tues	02/11/2020	Review draft payroll (reject due to errors), expense reports, operating disbursements, DAS cheque requisition, prepare data for online remittance and reporting, status call with TP, review emails re BDO/Spergel account receipts and payments	1.20	\$395.00	\$474.00
Wed	02/12/2020	Review DAS, new payroll and operating disbursements, approve cheque requisitions and online remittances, sign cheques, prepare confirmation of employment letter for Arvinder	1.80	\$395.00	\$711.00
Thur	02/13/2020	Review email and invoices/statement from Angie Fout of NATSN, update to Gary Singh re status of ongoing account, email to Angie to request banking info for wire transfer payment and address change, update from Jas Singh re various operating issues, instructions to RP re illegal onsite trailer parking, requisition payment for NATSN, review and approve Coremark and Amco payments	1.30	\$395.00	\$513.50
Fri	02/14/2020	Review photos of trailers parked onsite, vm to Traffic West Inc., draft and email letter to Traffic West, instructions to RP for further documentation and photos, review TSSA requirements, email to Jas for cooperating documentation wrt the repair work done, execute TSSA Compliance pending receipt of docs, review and approve disbursements, review and execute amended bank reference letter for Arvinder, finalize and submit TSSA Compliance report, review new draft agreement from KRS, provide further comments and attachments for it to TP, receipt of confirmation of work done email from Dart Petroleum, send another email to TSSA including that documentation, review further documents from Jas, instructions to RP re removal of other trailers onsite	3.20	\$395.00	\$1,264.00
Tues	02/18/2020	Review mail/invoices received from BDO, email to TP to advise him of realty tax status, requisition payment, review bank account status, approve disbursements and postings, review and finalize operating agreement, email it to Gary	1.90	\$395.00	\$750.50
Wed	02/19/2020	Review and approve disbursements, review sales and purchases to determine average fuel and diesel margins for January, email to KRS re account 643 discount, discussion with TP re preparation of P&L, instructions to RP re same	1.60	\$395.00	\$632.00

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Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Deborah Hornbastel (DHO)</b>					
Thur	02/20/2020	Review various correspondence re accounts, requisition payments for properly taxes and water, scan and send those bills to Angela at BDO with requests for payment/reimbursements, work on 2 month P&L report, review and approve disbursements, review, amend and file January 2020 HST return, email to HS to set-up online pymt account, email to Angie Fout of NATSN to confirm receipt of wire transfer, discussion with TP re inventory adjustments to P&L, supervise RP re calculation of adjustments, review amended P&L statement and forward to TP	6.50	\$395.00	\$2,567.50
Fri	02/21/2020	P&L adjustments, filing of various hard copy documents, instructions to RP re illegal truck parking, tc to Ross MacFarlane re same, review and approve online payments, review new insurance documents and allocation of costs email	0.80	\$395.00	\$316.00
Sun	02/23/2020	Emails with RP re police report and information received on the trailers parked onsite	0.20	\$395.00	\$79.00
Mon	02/24/2020	Review draft legal letter from Ross MacFarlane, review information obtained from the police re the trailers onsite, further research online, vm to Traffic West, tc with Steve from there, emails to KRS, Ross MacFarlane and TP, review and approve disbursements, tc with Jazz Singh re trailers, vm to Steve at Traffic West	0.90	\$395.00	\$355.50
Tues	02/25/2020	Review new listing of trailer plates onsite (6), tc to Steve of Traffic West, review and approve disbursements, investigate payment to NATSN and respond to Angie Fout re amount sent, prepare confirmation of employment letter for Mandeep Sran, tcs from Steve re parking offer, email to KRS to consult on it	0.80	\$395.00	\$316.00
Wed	02/26/2020	Review and respond to email from Parkland re SRP arrears owed by BDO and pre-receivership, review response from KRS re trailer parking, tc to Steve at Traffic West, approve coremark order	0.50	\$395.00	\$197.50
Thur	02/27/2020	Review and approve various cheque requisitions and payroll, sign cheques, draft Traffic West Parking Agreement, tc and email to Ross MacFarlane re same, review proposed fuel supply agreement with KRS, tcs with Gary to discuss, email to TP and Ross MacFarlane re that discussion and my concerns, review and respond to email from Angela of BDO re o/s issues, review suggested changes from Ross re Traffic West Parking Agreement, finalize and forward to Traffic West, review and execute KRS Operating Agreement, email back to Gary Singh	2.90	\$395.00	\$1,145.50
Fri	02/28/2020	Review draft agreement from Ross MacFarlane re KRS Fuel Supply Agreement, reply, finalize and send to Gary Singh, tc to Steve of Traffic West to f/u on agreement, email from Samantha of Coremark re o/s invoice, investigate and arrange payment, approve online pymt, discussion with RP re onsite visit issues, receipt of executed Fuel Agreement from KRS, execute and return copy along with void cheque, review and respond to email from Arvinder re bank deposit issue at local branch, review correspondence from insurance co., discussion with Haran re banking deposit problem	1.40	\$395.00	\$553.00
Mon	03/02/2020	Review and approve disbursements	0.20	\$395.00	\$79.00
Tues	03/03/2020	Review and approve disbursements, email to Arvinder to confirm truck parking status and to Steve at Traffic West to confirm status of agreement, email exchange with him re status and arrears,	0.50	\$395.00	\$197.50
Wed	03/04/2020	Approve Coremark order, approve cheque requisitions and Amco online payment, commence review of draft P&L for Feb.	0.80	\$395.00	\$316.00

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Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Deborah Hornbostel (DHO)</b>					
Thur	03/05/2020	Detailed review of draft February P&L, instructions to RP for improvements, finalize draft, forward to TP, respond to Jas re status of same, review emails re 18 Wheeler arrears, review and approve Coremark and Amco payments, review insurance correspondence change	1.40	\$395.00	\$553.00
Fri	03/06/2020	Review and approve disbursements, review January and February inventory purchases wrt explaining P&L results for February, provide schedule and info to TP	0.80	\$395.00	\$316.00
Mon	03/09/2020	Review and approve disbursements, update tc with TP re sales process plans	0.20	\$395.00	\$79.00
Tues	03/10/2020	Email to Angelo at BDO re CRA accounts enclosing CRA documentation, review statement from municipality re new tax arrears, instructions to RP to f/u, email to Traffic West re status of payment, review response, review of historical pre-receivership sales info and related discounts, review and approve payroll and operating disbursements	1.80	\$395.00	\$711.00
Wed	03/11/2020	Review invoices from KRS, approve Coremark order, forward gas pricing, update RP re Traffic West status, sale and development plans	0.30	\$395.00	\$118.50
Thur	03/12/2020	Complete KRS PAD, review and execute accounts payable, prepare NDA for Colliers, receipt of executed NDA, finalize schedules on historical sales, respond to Ian Gragtmans with available requested information, review operational emails, provide instructions to RP, approve online payments to CRA and Coremark	1.80	\$395.00	\$711.00
Fri	03/13/2020	Review and approve disbursements	0.10	\$395.00	\$39.50
Mon	03/16/2020	Review and approve disbursements, locate and forward March Imperial Tobacco emails, tc from Karen of Amco Petroleum, approve online payment for NATSN, forward pricing to KRS, update from RP re Imperial and provide instructions for proper accounting of credits	0.40	\$395.00	\$158.00
Tues	03/17/2020	Prepare NDA and send to Brad Walford of CBRE, Review and approve disbursements, review email from Gary Singh re new client pricing, receipt of NDA from CBRE, email to Brad Walford confidential info	0.90	\$395.00	\$355.50
Wed	03/18/2020	Approve Coremark order, review and approve disbursements	0.30	\$395.00	\$118.50
Thur	03/19/2020	Review and approve disbursements, forward pricing to KRS, review executed NDA from Michael Yull of CW, email to him to provide info on hand	0.60	\$395.00	\$237.00
Fri	03/20/2020	Review letter from Carson Ellis re employment concerns, tc with RP re same, review new legal circulations regarding newly enacted laws for employees due to covid 19, email to Ross MacFarlane for guidance on issues, review email from Gary Singh requesting approval for direct debit of monthly invoice, approve, forward pricing email, instructions to RP re upcoming payroll	0.80	\$395.00	\$316.00

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<b>Deborah Hornbostel (DHO)</b>					
Mon	03/23/2020	Review and respond to email from Paul Hewitt of Parkland re PAD issue, update from RP re status of payroll and to discuss employee concerns, tc disc with TP re upcoming rules for essential services and impact on receivership proceedings, emails with KRS re transitioning employees to direct deposit, email to HS and IF re requirements for direct payroll deposits, discussion/investigation with HS re alternatives for payment to employees without cheques, email to KRS to request listing of emails and sins of employees for payroll processing, review memo from Ross MacFarlane re Carson Ellis work refusal, email to Gary and Jas Singh on actions they must promptly undertake on this issue and precautions for the other employees	2.20	\$395.00	\$869.00
Tues	03/24/2020	Review and approve payroll and mileage and expenses of Arvinder, instructions to RP to amend submission of Derrick Carson for non-delivered goods, review responding email from Paul Hewitt of Parkland, approve amended requisition re D.Ellis and send to IF with instructions for processing, review email from Angelo Consoli re insurance premium allocation and Internet bills, emails with RP for Internet status update, email to Angelo to request wire transfer info for insurance and update on Internet status, receipt thereof, prepare cheque requisition re same, instructions to HS for wire transfer, review of Bell info, discussion with RP on it and provide instructions for f/u with Bell, tc with Jas Singh re employee concerns, email update to TP and RP, email with Gary Singh re PD Fuels invoice, requisition payment, review email from Jas Singh re new sight protocols, mtg with Carson Ellis and approve pay temporary pay increases	4.00	\$395.00	\$1,580.00
Wed	03/25/2020	Review and approve Coremark order, diesel fuel delivery invoices	0.20	\$395.00	\$79.00
Thur	03/26/2020	Review listing proposal of Colliers, review and approve accounts payable and online payments, review email from Jas regarding Carson Ellis work refusal, additional work to be undertaken by Derick Ellis and respond with instructions and queries	0.90	\$395.00	\$355.50
Fri	03/27/2020	Export bank statement for RP, approve disbursements, review HST reporting, queries to RP on it and instructions to him on adjustments to be made, amend schedule and attend to filing online return, review email from Chris Mazur re Derek Ellis Facebook posting of toilet paper, investigation instructions to RP, tcs with TP and Jas Singh, review employment agreement, email to Ross MacFarlane re termination procedure advise, tracking down executed employment letter, prepare leave of absence letter for Carson Ellis, emails with TP and Jas Singh re termination of Derek Ellis	3.20	\$395.00	\$1,264.00
Mon	03/30/2020	Review email from Ross MacFarlane re instructions for Derek Ellis termination letter, prepare letter and email it to Jas Singh along with ROE instructions, instructions to RP for considerations wrt handling of D. Ellis work duties, tc from Jas Singh re unable to attend site, update TP, discussions with RP re sourcing of cleaning suppliers, email from Gary Singh advising he will not attend to terminate D.Ellis, tc and email with Rocco Tuzzi to request a local attendee, revise termination letter re ROE to follow, update RP, coordinate meeting for tomorrow onsite, arrange for payment of Waddick invoice	2.40	\$395.00	\$948.00
Tues	03/31/2020	TC from Rocco Tuzzi re attendance at site today, update TP and discuss KRS issues, update from RP re termination of Derek Ellis and go forward plans	0.50	\$395.00	\$197.50
			<b>190.00</b>		<b>\$75,050.00</b>

Deborah Hornbostel (DHO)

190.00

\$75,050.00



## Filters Used:

- Time Entry Date: 1/01/20 to 3/31/20  
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File Name (ID): 1393382 Ontario Limited (AA1393:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Evan McCullagh (EMC)</b>					
Wed	12/18/2019	Arrange pick up and arrange deposit of advance from FOCU, draft insurance letters from yesterday.	0.50	\$110.00	\$55.00
Thur	12/19/2019	Review legal invoice, prep CHQ REQ.	0.10	\$110.00	\$11.00
Wed	01/08/2020	Review insurance form, email to DH and TP; prep cover letter re legal fees.	0.30	\$110.00	\$33.00
Mon	02/03/2020	review legal invoice, prep CHQ REQ for approval.	0.10	\$110.00	\$11.00
Fri	02/07/2020	Prep cover letter re legal fees.	0.10	\$110.00	\$11.00
Tues	03/17/2020	correspondence with TP, C&W, RP and DH re NDA, questions, proposal timeline. Send NDA.	0.30	\$110.00	\$33.00
<b>Evan McCullagh (EMC)</b>			<b>1.40</b>		<b>\$154.00</b>
<b>Frieda Kanaris (FKA)</b>					
Tues	12/17/2019	T/c's and emails with Totals Inventory.	0.30	\$185.00	\$55.50
Thur	12/19/2019	Review emails and letters from BDO; prepare schedule of suppliers, review with DH, prepare and email letters to vendors to continue service; exchange of emails with vendors.	1.90	\$185.00	\$351.50
Fri	12/20/2019	Exchange of emails with vendors.	0.40	\$185.00	\$74.00
Mon	12/23/2019	Fax Notice of Receiver to O.R.; mailing Notice of Receiver to creditors; prepare and email letters to utilities to set up new accounts; t/c's and exchange of emails with vendors; review invoices with DH and PR.	1.60	\$185.00	\$296.00
Mon	12/30/2019	Exchange of emails with various suppliers; t/c with CRA.	0.50	\$185.00	\$92.50
Thur	01/02/2020	Email exchange with suppliers.	0.30	\$185.00	\$55.50
Thur	01/09/2020	Send email to WSIB requesting new account be opened for Receiver; t/c's and fax to CRA re opening RP and RT Receiver accounts;	0.50	\$185.00	\$92.50
Mon	01/13/2020	Complete and email Coca Cola credit application.	0.30	\$185.00	\$55.50
Tues	01/14/2020	T/c from supplier; t/c with WSIB re opening new account.	0.50	\$185.00	\$92.50
Wed	01/15/2020	Prepare and email letter to supplier (Great Canadian Meat); t/c to City of Chatham re tax bill and change of mailing address.	0.40	\$185.00	\$74.00
Thur	01/16/2020	T/c from WSIB, email Court Order.	0.30	\$185.00	\$55.50
Mon	01/20/2020	T/c with CRA.	0.20	\$185.00	\$37.00
Mon	02/03/2020	T/c with hydro re setting up new account.	0.30	\$185.00	\$55.50
Fri	02/07/2020	Review and respond to email from Bell Canada.	0.20	\$185.00	\$37.00
Tues	02/18/2020	T/c with Municipality of Chatham-Kent.	0.20	\$185.00	\$37.00
Thur	02/20/2020	Send email to Municipality of Chatham-Kent re Court Order and request to change mailing address; t/c and email to Entegrus re new account to be opened.	0.40	\$185.00	\$74.00
<b>Frieda Kanaris (FKA)</b>			<b>8.30</b>		<b>\$1,535.50</b>
<b>Gillian Goldblatt (GGO)</b>					
Tues	12/17/2019	email and t/c with DHO re:OLG licence; vm to Craig Slater at AGCO re:licence, f/u email to Craig; vm to Tony Ferreira at OLG re:licence, begin completing AGCO Retailer Application Form, OLG Retailer Application Form.	1.20	\$230.00	\$276.00
<b>Gillian Goldblatt (GGO)</b>			<b>1.20</b>		<b>\$276.00</b>
<b>Harvey S. Lipman (HLI)</b>					
Tues	01/21/2020	To review cheques and sign	0.20	\$395.00	\$79.00
Thur	02/20/2020	To cheque review and sign	0.30	\$395.00	\$118.50
Fri	03/06/2020	To cheque review and sign	0.30	\$395.00	\$118.50

Filters Used:

- Time Entry Date: 1/01/70 to 3/31/20
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File Name (ID): 1393382 Ontario Limited (AA1393:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Harvey S. Lipman (HLI)			0.80		\$316.00
<b>Haran Sivanathan (HSI)</b>					
Fri	12/27/2019	Accrued time to finalize banking	0.50	\$100.00	\$50.00
Mon	12/30/2019	Accrued time to finalize banking	1.20	\$100.00	\$120.00
Tues	12/31/2019	Accrued time to finalize banking	0.60	\$100.00	\$60.00
Fri	01/03/2020	Accrued time to finalize banking	0.90	\$100.00	\$90.00
Mon	01/06/2020	Accrued time to finalize banking	0.80	\$100.00	\$80.00
Tues	01/07/2020	Accrued time to finalize banking	1.30	\$100.00	\$130.00
Thur	01/09/2020	Accrued time to finalize banking	0.90	\$100.00	\$90.00
Fri	01/10/2020	Accrued time to finalize banking	1.50	\$100.00	\$150.00
Mon	01/13/2020	Accrued time to finalize banking	0.90	\$100.00	\$90.00
Wed	01/15/2020	Accrued time to finalize banking	0.80	\$100.00	\$80.00
Thur	01/16/2020	Accrued time to finalize banking	0.90	\$100.00	\$90.00
Mon	01/20/2020	Accrued time to finalize banking	0.60	\$100.00	\$60.00
Tues	01/21/2020	Accrued time to finalize banking	0.50	\$100.00	\$50.00
Thur	01/23/2020	Accrued time to finalize banking	0.50	\$100.00	\$50.00
Fri	01/24/2020	Accrued time to finalize banking	0.90	\$100.00	\$90.00
Mon	01/27/2020	Accrued time to finalize banking	1.90	\$100.00	\$190.00
Wed	01/29/2020	Accrued time to finalize banking	0.80	\$100.00	\$80.00
Mon	02/03/2020	General	0.50	\$110.00	\$55.00
Wed	02/05/2020	General	0.80	\$110.00	\$88.00
Fri	02/07/2020	General	0.60	\$110.00	\$66.00
Tues	02/11/2020	General	0.60	\$100.00	\$60.00
Thur	02/13/2020	General	0.90	\$100.00	\$90.00
Wed	02/19/2020	General	0.60	\$100.00	\$60.00
Thur	02/20/2020	General	0.50	\$100.00	\$50.00
Mon	02/24/2020	General	0.50	\$100.00	\$50.00
Thur	02/27/2020	General	0.60	\$100.00	\$60.00
Mon	03/09/2020	General	0.50	\$100.00	\$50.00
Tues	03/10/2020	General	0.90	\$100.00	\$90.00
Thur	03/12/2020	General	0.80	\$100.00	\$80.00
Mon	03/16/2020	General	1.50	\$100.00	\$150.00
Wed	03/18/2020	General	0.80	\$100.00	\$80.00
Tues	03/24/2020	General	0.50	\$100.00	\$50.00
Wed	03/25/2020	General	0.90	\$100.00	\$90.00
Haran Sivanathan (HSI)			27.00		\$2,719.00
<b>Inga Frptuleac (IFR)</b>					
Mon	12/23/2019	Issue cheque	0.20	\$50.00	\$10.00
Mon	12/30/2019	Postings, Issue cheques,	0.60	\$50.00	\$30.00
Tues	12/31/2019	Postings, Issue cheques, prepare payments	5.00	\$50.00	\$250.00
Mon	01/06/2020	Issue cheques, Post debit and credit entries	7.00	\$50.00	\$350.00
Tues	01/07/2020	Issue cheques, Post debit and credit entries	1.00	\$50.00	\$50.00
Mon	01/13/2020	Issue cheques; Posting Debit and Credit entries	1.40	\$50.00	\$70.00
Tues	01/14/2020	Issue cheques; Posting Debit and Credit entries	7.00	\$50.00	\$350.00
Wed	01/15/2020	Issue cheques; Posting Debit and Credit entries	1.40	\$50.00	\$70.00
Mon	01/20/2020	Issue Cheques, Post Debit and credit entries ; Deposit	7.00	\$50.00	\$350.00
Tues	01/21/2020	Issue Cheques, Post Debit and credit entries	1.80	\$50.00	\$90.00
Tues	01/28/2020	Issue cheques, Post debit and credit entries	7.00	\$50.00	\$350.00
Wed	01/29/2020	Issue cheques, Post debit and credit entries	3.00	\$50.00	\$150.00
Mon	02/03/2020	Issue cheques, Post deposits	6.00	\$50.00	\$300.00

## Filters Used:

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File Name (ID): 1393382 Ontario Limited (AA1393:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Inga Friptuleac (IFR)</b>					
Tues	02/04/2020	Issue cheques, Post deposits	1.20	\$50.00	\$60.00
Tues	02/11/2020	Deposits, Issue cheques, Post debit and credit entries	6.40	\$50.00	\$320.00
Wed	02/12/2020	Deposits, Issue cheques, Post debit and credit entries	5.00	\$50.00	\$250.00
Wed	02/19/2020	Post debit and credit entries; Issue cheques	7.00	\$50.00	\$350.00
Mon	02/24/2020	Post debit and credit entries, issue cheques	7.00	\$50.00	\$350.00
Tues	02/25/2020	Post debit and credit entries, issue cheques	5.00	\$50.00	\$250.00
Mon	03/02/2020	Issue cheques, post debit and credit transactions	2.00	\$50.00	\$100.00
Tues	03/03/2020	Issue cheques, post debit and credit transactions	7.00	\$50.00	\$350.00
Mon	03/09/2020	Issue cheques; Post debit and credit transactions	2.00	\$50.00	\$100.00
Tues	03/10/2020	Issue cheques; Post debit and credit transactions	7.00	\$50.00	\$350.00
Wed	03/11/2020	Issue cheques; Post debit and credit transactions	1.00	\$50.00	\$50.00
Mon	03/16/2020	Issue cheques; Post debit and credit transactions	7.00	\$50.00	\$350.00
Tues	03/17/2020	Issue cheques; Post debit and credit transactions	3.00	\$50.00	\$150.00
Mon	03/23/2020	Issue cheques, Post transactions	4.60	\$50.00	\$230.00
Tues	03/24/2020	Issue cheques, Post transactions, Deposits	7.00	\$50.00	\$350.00
Mon	03/30/2020	Post debit and credit transactions	0.80	\$50.00	\$40.00
<b>Inga Friptuleac (IFR)</b>			<b>121.40</b>		<b>\$6,070.00</b>
<b>Mukul Manchanda (MMA)</b>					
Tues	01/14/2020	Review of emails from D. Hornbostel outlining a list of items required from the principals of the debtor. Sent an email to S. Dhillon requesting certain books and records.	0.20	\$290.00	\$58.00
Wed	01/15/2020	Receipt and review of an email from S. Dhillon advising that the operating agreements should be requested from Parkland. Forwarded same to D. Hornbostel.	0.10	\$290.00	\$29.00
<b>Mukul Manchanda (MMA)</b>			<b>0.30</b>		<b>\$87.00</b>
<b>Phillip H. Gennis (PGE)</b>					
Mon	12/23/2019	Review and approve payables.	0.10	\$395.00	\$39.50
Mon	12/30/2019	Review and approve payables.	0.50	\$395.00	\$197.50
Fri	01/03/2020	Review and approve payables.	0.20	\$395.00	\$79.00
Wed	01/08/2020	Review and approve payables.	0.20	\$395.00	\$79.00
Wed	01/15/2020	Review and approve payables.	0.20	\$395.00	\$79.00
Wed	02/05/2020	Review and approve payables.	0.40	\$395.00	\$158.00
Mon	02/10/2020	Review and approve payables.	0.20	\$395.00	\$79.00
Wed	02/12/2020	Review and approve payables.	0.25	\$395.00	\$98.75
Fri	02/14/2020	Review and approve payables.	0.25	\$395.00	\$98.75
Wed	03/11/2020	Review and approve payables.	0.25	\$395.00	\$98.75
<b>Phillip H. Gennis (PGE)</b>			<b>2.55</b>		<b>\$1,007.25</b>
<b>Rashid Peeroo (RPR)</b>					
Tues	12/17/2019	Travel to Chatham, meeting with BDO and operations people. Conversations with operators and manager of file. Taking pictures of premises and documenting details on operations. Travel back to office	9.00	\$155.00	\$1,395.00
Wed	12/18/2019	Travel to Chatham to take possession of property. Obtained keys to premises, met with staff and coordinated end of day close and transition from BDO. Conversation with operators on status of certain systems and processes for reporting sales. Taking of pictures and documenting issues with damages to property. Briefing of issues by manager and BDO staff.	7.00	\$155.00	\$1,085.00

Filters Used:

- Time Entry Date: 1/01/20 to 3/31/20
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File Name (ID): 1393382 Ontario Limited (AA1393:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Rashid Peeroo (RPR)</b>					
Thur	12/19/2019	Supervised inventory count. Conversation with Totals inventory on the scope of the count. Conversation with manager on issues relating to operations. Phone call to employee not being retained by Spergel. Travel back to office.	7.00	\$155.00	\$1,085.00
Mon	12/23/2019	Setting up new daily expense tracker, phone call with moneris on outstanding payment issues. Phone & email conversation with operators on issues relating to gas station operations.	4.00	\$155.00	\$620.00
Tues	12/24/2019	Phone call with Moneris and frijo lay on supplier issues. Setting up of spreadsheets for daily bank reconciliation and performance of daily bank reconciliation.	2.00	\$155.00	\$310.00
Fri	12/27/2019	Creation of AR tracking schedule for outstanding diesel accounts. Phone call with moneris and esso help desk to support investigation of discrepancies between bank account and shift reports. Phone call with operators at KRS to clarify shift reporting issues. Email and phone call conversation with Arvinder on change of processes. Investigation of discrepancies and setting up of moneris merchant direct account. Preparation of wire documentation for payment of fuel. Daily bank reconciliation.	4.50	\$155.00	\$697.50
Mon	12/30/2019	Daily bank reconciliation, email with Angelo on outstanding debits not deposited to account, preparation of cheque requisitions and reconciliation of outstanding payments. Phone call with Jas Singh from KRS on issues relating to operations. Email correspondence with Mark Zimmer from Parkland fuel on outstanding credit payments. Email with Teresa from coremark for clarification on purchases. Investigation for wire payments to AMCO. Email correspondence and phone conversation with Arvinder on retrieving documents to support cheque requisitions.	3.40	\$155.00	\$527.00
Tues	12/31/2019	Phone call with Jas from KRS group on operating issues. Manual cheque requisition for all debit deposits from taking possession. Reconciliation of all outstanding payments and addition to accounts receivable tracker. Phone call to AMCO to resolve payment issues.	3.90	\$155.00	\$604.50
Thur	01/02/2020	Daily bank reconciliation with multiple cheque requisitions. Communication with imperial tobacco on account set up, Communication with Jas S. from KRS group on issues relating to parkland fuel purchases, and payroll issues. Investigation of payroll discrepancies. Email with Mark Zimmer on emails relating to parkland fuel settlement reports. Entering of information on AR tracker for house accounts. Email with Arvinder on issues relating to store operations and clarification for payroll.	4.80	\$155.00	\$744.00
Fri	01/03/2020	Daily bank reconciliation and posting of cheque requisitions for multiple accounts. Phone call with Jas S. from KRS group on getting information about employees. Working on improving spreadsheet to properly tie in backcourt and front court sales.	3.60	\$155.00	\$558.00
Mon	01/06/2020	Bank reconciliation and review of payroll amounts. Review of Derek Ellis expenses and creation of payroll cheques with mailing of cheques. Phone call with Arvinder on obtaining information for reporting requirements. Phone call with Jas S. from KRS group on resolving responsibilities with respect to collections and store operations. Emailing of invoices to all outstanding customers and updating of Tracker for AR collections. Creation of cheque requisition for invoices.	6.60	\$155.00	\$1,023.00
Tues	01/07/2020	Phone call with Jas, reconciliation of sales, reconciliations of will add more	5.00	\$155.00	\$775.00

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File Name (ID): 1393382 Ontario Limited (AA1393:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Rashid Peeroo (RPR)</b>					
Wed	01/08/2020	Daily bank reconciliation and correspondence with Arvinder S. on obtaining proper backup for transactions. Gathering data to compile monthly P&L. Phone call with BDO on nature of employee expenses for Derek E. Phone call with global payments on obtaining proper back up to support charges in bank account. Multiple deposit/cheque requisition postings entered. Review of financial information of company and operations for prior years to determine acceptable fuel levels and sales turnover. Email with Jas S. from KRS group on operating issues. Phone call with imperial tobacco to retrieve invoices and reconcile debits posted to bank account from prior administration. Email correspondence with Arvinder to obtain information. Reconciliation of credit card payments to fuel purchases.	6.00	\$155.00	\$930.00
Thur	01/09/2020	Work on creation of P&L, review of expenses and sales data. Bank reconciliation and corresponding cheque requisitions. Phone call with Jas S. from KRS group on payroll issues. Email with Arvinder obtaining information regarding TSSA licenses. Phone call with imperial tobacco to review account information. Phone call with monetis and email correspondence on obtaining new operating account for back court diesel transactions. Email of AR statement to customer.	4.00	\$155.00	\$620.00
Fri	01/10/2020	Daily bank reconciliation with cheque requisitions. Review of cash deposit from Arvinder S. and posting of cheque requisitions. Creation of invoice for BDO with respect to global payment account charges for the proportional month of December. Phone call to AR customer on receiving invoices. Phone call with Arvinder regarding sales data.	4.20	\$155.00	\$651.00
Mon	01/13/2020	Bank reconciliation and phone call with labour board on correct calculation of holiday pay. Processing of proper holiday pay amounts for each employee. Email Jas. to inform of amounts needed to add to payroll. Review expenses from employees and phone call to champion products to gather information of expenses relating to mileage. Cheque requisitions for disbursements and receipts. Update of AR tracking spreadsheet. Phone call with appraiser. Prospective purchaser email review and addition to spreadsheet.	4.80	\$155.00	\$744.00
Tues	01/14/2020	Bank reconciliation. Multiple phone calls with Jas S. on payroll issues and investigation of Derek expenses. Cheque requisitions and review of payroll including calculations on holiday pay and revisions from KSR group payroll register. Reconciliation of credit card sales to pioneer account. Phone call and email to AR customer along with GFS. Phone call with two appraisers on scheduling time to view site.	5.10	\$155.00	\$790.50
Wed	01/15/2020	Daily bank reconciliation and processing of cheque requisitions. Assembly and preparation of payroll. Phone call with Angelo regarding the ATM on site belonging to the Dhillons. Phone call with Jas S. on issues on site. AR collection phone calls and follow up for outstanding accounts. Communication with Arvinder on necessary information required for record keeping purposes. Phone call to T-Check to obtain more information on collection of money. Review of prospective purchaser and adding of name to purchaser list.	5.00	\$155.00	\$775.00

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File Name (ID): 1393382 Ontario Limited (AA1393:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Rashid Peeroo (RPR)</b>					
Thur	01/16/2020	Bank reconciliation and multiple cheque requisitions to update Ascend. Review of data provided by Arvinder to reconcile between sales and amounts entering the bank account. Phone call with Jas S. on operations issues and communication from Arvinder on obtaining correct information for diesel sales. Phone call with old dutch on obtaining pre authorized debit access and payment of outstanding invoices. Preparation of PAD agreement form. Entering email and contact info for potential purchaser. Mailing of payroll cheques. Review email from TCheck payment system.	5.00	\$155.00	\$775.00
Fri	01/17/2020	Phone call with Jas on operating issues, call to Derek discussing tool allowances and discrepancies in employee expense reimbursement. Cheque requisitions for all deposits and daily bank reconciliation. Email to multiple AR clients and updating of AR tracker. Review email from Angelo C. from BDO on prior period financial statements. Emailing of void cheque and pre authorized debit form to Old dutch foods. Email review of GFS issues and correspondence.	2.30	\$155.00	\$356.50
Mon	01/20/2020	Phone call with Jas S. on operational issues regarding Bloomfield site. Bank reconciliation and cheque requisitions including entering of sales data into tracker. Review PAD agreement from Jas. Review of AR customers and email to outstanding customers. Email sent to frito lay on status of PAD agreement. Call with Sabjit Dhillon on information regarding operations of ATM on site. Call with Gordon Food Services on status of outstanding AR. Email of void cheque to Old dutch foods. Email correspondence with Arvinder on site operation issues. Updating information to support HST return.	4.40	\$155.00	\$682.00
Tues	01/21/2020	Updating of information to support HST reporting. Phone call with imperial Tobacco on gathering proper documentation for HST return. Phone call with Tchek on status of payments. T Check reconciliation of payments made to BDO belonging to msi Spergel. Bank reconciliation and posting of cheque requisitions. Reconciliation on amounts claiming by BDO to be outstanding. Email with Parkland fuel on properly allocating amounts from BDO to msi Spergel appointment. Entering of data into daily tracker. Review of current AR outstanding. Credit card reconciliation. Email to Angelo from BDO on issues regarding pre appointment and review of bank deposit from Arvinder.	3.90	\$155.00	\$604.50
Wed	01/22/2020	Finalization of HST return for Bloomfield property. Profitability analysis on operations relating to front court. Daily bank reconciliation and posting of cheque requisitions. Review of email from Jas S. and response. Update front court sales tracker. Email to Mark Zimmer on gathering information on credit card transactions. Credit card reconciliation. Email to Sabjit on matters relating to the on site ATM. Email to AR customer.	4.00	\$155.00	\$620.00
Thur	01/23/2020	Email to Angelo and Adam from BDO on outstanding transactions and collection of amounts owing to msi Spergel. Review response email. Reconciliation of credits from fuel sales. Bank reconciliation and posting of cheque requisitions. Email to Mark Zimmer on confirmation of proper fuel credit card sales. Review of Dhillon ATM agreement.	4.40	\$155.00	\$682.00

Filters Used:

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- Time Entry Bill Status: Un-Billed to Un-Billed
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File Name (ID): 1393382 Ontario Limited (AA1393:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Rashid Peeroo (RPR)</b>					
Fri	01/24/2020	Email sent to Angelo on proper invoicing procedures from GFS services. Phone call with Jas S regarding ongoing operations issues. Bank reconciliation and posting of cheque requisitions. Email to GFS services and preparation of invoice as per GFS requirements. Entering of daily sales into front court tracker. Credit card sales reconciliation. Creation of BDO statement of adjustments. Phone call with Imperial Tobacco regarding invoices. Phone call with ComData on the status of the POS terminal that has become inoperative and the status of monies not received by msi Spergel yet. Conversations with Arvinder and Adam from BDO on proper segregation of monies not remitted to msi Spergel. Entering of AR invoices and review of outstanding balance of AR.	3.90	\$155.00	\$604.50
Mon	01/27/2020	Updating of AR tracker for customers, subsequent email to outstanding AR customer. Email to Veolia environmental on status of outstanding AR. Email correspondence with Jas S. on payroll issues. Review of employee expenses for Derek and Arvinder. Review email from Mark Zimmer on petroleum issues. Daily bank reconciliation and posting of multiple cheque requisitions. Review email from Karen M. from AMCO petroleum. Review of front court sales for the month of January. Addition of information into daily sales tracker and credit card reconciliation.	3.60	\$155.00	\$558.00
Tues	01/28/2020	Ar tracker update. Email to Jas on ongoing payroll issues. Review of Payroll register and posting of payroll to GL in addition to review of payroll hours sent by Arvinder. Bank reconciliation and posting of cheque requisitions. Updating of daily front court sales tracker. Credit card reconciliation. Review of ATM agreement by Dhillons. Email to Angelo requesting information on T Chek amounts outstanding to 1393382 Ontario Inc. Email sent to appraiser to schedule meeting on site. Phone call to T Chek and Cat scale to ask for documentation regarding expenses and sales.	4.30	\$155.00	\$666.50
Thur	01/30/2020	Call to Infra Solutions to request information on services and issuance of invoices. Email correspondence with Jas S. on operations issues. Phone call and email correspondence with Arvinder S. on information regarding sales and operations. Daily bank reconciliation and posting of multiple cheque requisitions. Creation of back court sales tracker information. Email with Angelo on issues regarding outstanding payments to 1393382 Ontario inc. Phone call to Bryan Lobaskie on issues regarding on site ATM. AR customer account creation and credit card reconciliation. Updating of daily sales tracker. Email to Kathy M. on outstanding AR to company. Email to multiple customers for outstanding AR.	6.20	\$155.00	\$961.00
Fri	01/31/2020	Phone call with CAT scale on revenue sharing scheme. Phone call to Jas S. on operations related issues. Phone call to Arvinder on sales related issues. Daily bank reconciliation and posting of cheque requisitions. Work on updating back court tracker along with daily front court sales tracker. Contact of AR customer and follow up email with Gordon Food Services. Creation of back court cash flow analysis.	3.80	\$155.00	\$589.00
Mon	02/03/2020	Email to GFS for AR related issues, daily bank reconciliation and cheque requisition. Email to old dutch foods regarding outstanding payments. Email to Great Canadian Meat for information regarding payment of invoices owing. Work on creation of P&L. Email correspondence with CAT scale on issues relating to rent payments.	3.70	\$155.00	\$573.50

## Filters Used:

- Time Entry Date: 1/01/20 to 3/31/20  
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File Name (ID): 1393382 Ontario Limited (AA1393:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Rashid Peeroo (RPR)</b>					
Tues	02/04/2020	Emailing and updating of AR invoices includes drafting of invoices and adding information to AR tracker. Daily bank reconciliation and posting of cheque requisitions. Finishing work related for P&L and review of final product. Inputting of data into daily tracker for both front and back court. Credit card reconciliation.	4.60	\$155.00	\$713.00
Wed	02/05/2020	Email to Gordon Food Services on outstanding AR payments. Phone conversation with Jas S. regarding operations issues. Email to Adam from BDO on outstanding amounts owing to msi Spergel regarding cigarette purchases. Phone call with Imperial Tobacco on information regarding amounts charged to msi Spergel but belonging to BDO. Bank reconciliation and posting of cheque requisitions. Email to Mark Zimmer regarding petrol prices. Credit card reconciliation. Call Frito Lay on status of account. Email to Veolia on outstanding AR. Review of mileage for Derek. Sales data addition into daily tracker. Investigation on debit balances in bank account. Email to GBL payments on receiving invoice for card processing fees.	3.70	\$155.00	\$573.50
Thur	02/06/2020	Phone call with Najeeb from Pepsi on status of charge account and unpaid invoices. Phone call with Coca Cola for information regarding amounts billed to BDO and the status of credit terms with Coke. Email correspondence with Arvinder on issues regarding Bloomfield. Bank reconciliation and posting of cheque requisitions. Creation of HST return for Jan. Email to coremark. Daily tracking of front court and back court sales.	4.20	\$155.00	\$651.00
Fri	02/07/2020	Analysis of fuel margin on certain house accounts. Daily bank reconciliation and posting of cheque requisitions. AR collections and reconciliation of Veolia environmental remittances. Creation of reconciliation for Veolia invoices to BDO. Email to Gordon Food services on outstanding invoices. Updating of daily sales tracker and follow up with coke.	4.80	\$155.00	\$744.00
Mon	02/10/2020	Daily bank reconciliation and posting of cheque requisitions. Phone call to PNE on account set up issues in addition to coca cola. Review of expenses for Derek. Set up portal for global payments. Email/phone conversation with Jas S.	2.60	\$155.00	\$403.00
Tues	02/11/2020	Mailing of AR statements to customers. Review of email from Jas and follow up phone call with PNE. Daily bank reconciliation and posting of cheque requisitions and payroll creation. Phone call with supplier Agris /Kent farm on quantity of salt inventory. Follow up email with coca cola on invoicing issues. Correcting of errors made by Jas on the payroll register. Email correspondence with Adam on outstanding invoices to be paid by BDO and follow up email review of Angelo's email.	5.30	\$155.00	\$821.50
Wed	02/12/2020	Daily bank reconciliation and posting of few cheque req's. Review of bank deposit from Arvinder S. Review of updated payroll from Jas. Update to AR tracker and follow up email with GFS and other customers on outstanding AR. Email correspondence with Jas on issues on site and phone conversation with Coremark on supplier issues. Update sales tracker for front/back court transactions and phone call to Frito Lay. Finish of HST return for Bloomfield.	3.90	\$155.00	\$604.50
Thur	02/13/2020	Update of AR tracker for collections. Creation and review of cheque requisition to BDO for cheques from veolia received to msi in error. Bank reconciliation and cheque requisition. Phone call to Chatham municipality and to Derek E. Investigation of trailers on site. Email made to AR customers.	3.20	\$155.00	\$496.00



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MSGG - Detailed Time Dockets

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File Name (ID): 1393382 Ontario Limited (AA1393:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Rashid Peeroo (RPR)</b>					
Fri	02/14/2020	Further investigation of trailers on site including phone conversations with trucking companies and trustee of Celadon group. Phone call with Arvinder on operating issues and trailers in addition to Derek. Phone call with Imperial Tobacco. Bank reconciliation and posting of cheque requisitions. Update of daily sales tracker. Email follow up with GFS and Frito Lay.	3.00	\$155.00	\$465.00
Tues	02/18/2020	Email to PNE on outstanding bills and Imperial tobacco to correct invoicing issues. Bank reconciliation and cheque requisitions. Email to Pepsico on vendor management issues. Creation of Invoices for accounts receivable customers and mailing of invoices. Calculation of operating fuel margins for different AR customers. Entering of sales data into daily tracker for front/back court transactions. Review of deposit details from Arvinder. Email to Old Dutch food to obtain information on disbursements.	5.10	\$155.00	\$790.50
Wed	02/19/2020	Daily bank reconciliation and posting of cheque requisitions. Preliminary work on creation of P&L. Follow up AR emails to customers on +30 day balances and updating AR tracking spreadsheet. Credit card reconciliation. Email to Arvinder on operations issues.	3.20	\$155.00	\$496.00
Thur	02/20/2020	Daily bank reconciliation and posting of cheque requisitions. Compiling OLG expenses and creation of journal entry to properly record commission. Work on P&L including gathering data from Ascend, sales tracker and Arvinder sales data. Review of data and creation of P&L.	4.80	\$155.00	\$744.00
Fri	02/21/2020	Daily bank reconciliation and posting of cheque requisitions. Phone call to Chatham Police regarding un authorized trailers parked. Investigation of surrounding towing companies including phone conversations with towing companies/ local municipality. Phone conversation with Jas. Entering of data into daily tracker and credit card reconciliation.	2.30	\$155.00	\$356.50
Mon	02/24/2020	Daily bank reconciliation and posting of cheque requisitions. Phone call with trailer wizards on removal of unauthorized trailer on site. Phone call with Chatham police service regarding trailers. Email to GFS inquiring about outstanding balances on AR. Creation of confirmation letter for bloomfield employee. Updating of sales tracker for multiple days of sales. Processing and emailing of AR invoices to customers. Review Watson cheque remittance and updating of AR records. Review of Derek/Arvinder expenses. Credit card reconciliation.	4.00	\$155.00	\$620.00
Tues	02/25/2020	Bank reconciliation and posting of cheque requisitions. Phone call to Arvinder. Review of payroll from KRS group including correcting errors.	4.10	\$155.00	\$635.50
Wed	02/26/2020	Daily bank reconciliation and posting of cheque requisitions. Updating of AR records and modifications made to improve the AR collections tracker and follow up phone calls to outstanding customers. Email to Pepsico on outstanding balance. Updating of sales tracker.	2.40	\$155.00	\$372.00
Thur	02/27/2020	Bank reconciliation and posting of cheque requisitions. Payroll corrections and review from Jas S. Preparation of payroll for each employee. Email and phone correspondence with Jas. Updating of daily tracker and credit card reconciliation.	3.10	\$155.00	\$480.50
Fri	02/28/2020	Travel to Bloomfield property and inspection of property. Conversations with Arvinder S. on operation issues. Phone call made to Traffic West Inc on trailers currently on site. Travel back to office.	8.00	\$155.00	\$1,240.00

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File Name (ID): 1393382 Ontario Limited (AA1393:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Rashid Peeroo (RPR)</b>					
Mon	03/02/2020	Bank Reconciliation and cheque requisition for multiple days. Updating of daily sales tracker. Update of AR tracking schedule. Email to Pepsico for clarification. Email to BMO regarding short deposit. Mailing of AR statements. Credit card reconciliation and beginning work for creation of P&L.	5.60	\$155.00	\$868.00
Wed	03/04/2020	Finishing of P&L, final review and submission. Includes phone conversation with Arvinder S. for clarification. Daily bank reconciliation for two days with credit card reconciliation and updating of sales tracker.	5.00	\$155.00	\$775.00
Thur	03/05/2020	Daily bank reconciliation and posting of cheque requisition. Email to Arvinder and Jas on outstanding invoices for the camera system. Finishing work on P&L. Phone conversation with trucking company contracted to remove trailers on site and follow up with KSV Advisory on removal of trailers.	3.00	\$155.00	\$465.00
Fri	03/06/2020	Daily bank reconciliation and posting of cheque requisitions. Follow up research on P&L.	3.00	\$155.00	\$465.00
Mon	03/09/2020	Bank Reconciliation and cheque requisitions, updating of sales data for tracker and work reconciliation of credit card fees.	2.00	\$155.00	\$310.00
Tues	03/10/2020	Daily bank reconciliation performed with corresponding cheque req. Review of payroll, derek /arvinder expenses, email with Jas on outstanding site issues. Update sales tracker, start payroll taxes. Email suppliers Tetra Chem and great Canadian meat.	5.00	\$155.00	\$775.00
Thur	03/12/2020	Daily bank reconciliation and posting of cheque requisitions for two days of transactions. Updating of sales information into tracker and communication with Arvinder S. on daily operations issues. Final preparation and mailing of payroll cheques to employees. Review of prior year sales data of volume for appraisal.	4.50	\$155.00	\$697.50
Fri	03/13/2020	Daily bank reconciliation and preparation of cheque requisitions. Creation of invoices for AR customers and mailing of AR summaries. Updating of sales tracker. Credit card reconciliation and updating of daily sales tracker.	2.00	\$155.00	\$310.00
Mon	03/16/2020	Bank reconciliation and cheque requisitions. Review of AR invoices from Arvinder and updating of AR tracker. Emailing of invoices to customers. Phone call to Chatham Kent municipality and imperial tobacco regarding additional charges and missing invoices respectfully.	3.00	\$155.00	\$465.00
Tues	03/17/2020	Daily bank reconciliation and posting of cheque requisitions. Starting work related to HST return. Review of bank deposits from Arvinder S. and adding sales data into tracker.	3.20	\$155.00	\$496.00
Wed	03/18/2020	Daily bank reconciliation and posting of cheque requisitions. Follow up phone calls with AR customers and updating AR schedule. Adding sales data into tracker and performed credit card reconciliation. Phone conversation with Arvinder S. on operations and email correspondence with Jas S. on issues regarding outstanding bills. Email to suppliers regarding unpaid invoices. Reconciliation of amounts owing to Old Dutch foods.	3.20	\$155.00	\$496.00
Thur	03/19/2020	Daily bank reconciliation and posting of cheque requisitions. Email correspondence with Frito Lay on invoices outstanding. Addition of sales data into daily tracker and credit card reconciliation. Phone conversation with AR customer on operations related issues and fuel inquiries.	2.70	\$155.00	\$418.50
Fri	03/20/2020	Bank reconciliation and cheque requisitions. Phone conversation with Arvinder S. on payroll and COVID-19 concerns. Review of letter from employee regarding COVID-19 Self isolation. Updating of sales tracker and credit card reconciliation.	2.30	\$155.00	\$356.50

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File Name (ID): 1393382 Ontario Limited (AA1393:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Rashid Peeroo (RPR)</b>					
Mon	03/23/2020	Daily bank reconciliation and creation of cheque requisitions for payment. Enter data into sales tracker. Phone conversation with Jas on payroll and subsequent review of payroll register and review of Derek Ellis/Arvinder Singh expense reports.	3.30	\$155.00	\$511.50
Tues	03/24/2020	Daily bank and credit card reconciliation. Entering of data into sales tracker and finalizing of HST return. Review of BDO email regarding bell phone line and subsequent phone call to Bell regarding outstanding charges and review of multiple phone numbers linked to bell invoice. Phone conversation with Arvinder regarding Internet modems currently in use in the station.	4.00	\$155.00	\$620.00
Thur	03/26/2020	Bank reconciliation and compilation of cheque requisitions. Phone conversation with AR customers on outstanding invoices.	2.60	\$155.00	\$403.00
Fri	03/27/2020	Daily bank reconciliation and secondary review of Derek Ellis expenses. Phone conversation with Arvinder on operations relating coping with COVID -19 and status of store inventory. Finalizing of HST return for February.	3.20	\$155.00	\$496.00
Mon	03/30/2020	Phone conversation with multiple vendors on obtaining quotes for cleaning services for the truck stop. Emailing and creation of invoices for AR customers with corresponding updating to AR tracking spreadsheet. Phone conversation with Greenfield & Veolia environmental on the status of unpaid invoices. Credit card reconciliation and updating of sales tracker. Review of Derek Ellis expenses in preparation for termination meeting.	3.60	\$155.00	\$558.00
Tues	03/31/2020	Travel to site for termination of employee. Securing keys in possession of former employee. Phone conversation with cleaning companies. Spot check of premises and travel back.	7.00	\$155.00	\$1,085.00
<b>Rashid Peeroo (RPR)</b>			<b>279.90</b>		<b>\$43,384.50</b>
<b>Trevor Pringle (TPR)</b>					
Mon	12/02/2019	tdw's David Jackson, lawyer; review and execute consent; review application record; tdw Virginia Selemidis, FirstOntario; review financial information; review draft management agreement; review PPSA search	1.00	\$395.00	\$395.00
Tues	12/03/2019	review motion material; tdw Chris Mazur, BDO; tdw David Jackson, lawyer; review appraisal; conference call with Louis Grilli & Nancy Tucker, FirstOntario re management agreement	0.50	\$395.00	\$197.50
Thur	12/12/2019	correspond/tdw Ross Macfarlane, lawyer; correspond/tdw's David Jackson, lawyer; correspond/tdw Virginia Selemidis, FirstOntario re borrowing limit increase to \$1,000,000; correspond with Louis Grilli, lawyer - FirstOntario re drafting management agreement; review draft management agreement for truck stop	0.90	\$395.00	\$355.50
Fri	12/13/2019	correspondence re draft management agreement; tdw David Jackson, lawyer; tdw Chris Mazur, BDO re effective date; tdw Virginia Selemidis, FirstOntario re KRS; tdw Ross Macfarlane, lawyer; review draft receivership order; tdw Mark Perkins, FirstOntario re KRS; call/correspond w/ Louis Grilli, FirstOntario; correspond/tdw Gary Singh, KRS re operating truck stop; review and make changes to management/operating agreement	1.90	\$395.00	\$750.50
Sun	12/15/2019	correspondence re draft order, allocation agreement; tdw Ross Macfarlane, lawyer; correspond with David Jackson, lawyer; tdw Chris Mazur, BDO; review draft order	0.50	\$395.00	\$197.50

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File Name (ID): 1393382 Ontario Limited (AA1393:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Trevor Pringle (TPR)</b>					
Mon	12/16/2019	correspond with Ross Macfarlane, lawyer; review draft order; review allocation agreement; review BDO's draft P&L; conference call with Virginia Selemidis & Mark Perkins, FirstOntario; review and make changes to operating agreement with KRS; correspond with David Jackson, lawyer; correspond w/ Chris Mazur, BDO; conference call with Chris Mazur & Angelo Consoli, BDO re transitioning operations; conference call with Gary Singh, KRS & FirstOntario re operating agreement	1.90	\$395.00	\$750.50
Tues	12/17/2019	correspondence re OLG; correspondence re insurance coverage; conference call with Ross Macfarlane, lawyer & David Jackson, lawyer re operating agreement with KRS; review and amend operating agreement; call Gary Singh, KRS; correspond with Ross Macfarlane, lawyer re IA; correspond with insurers re Court Order; attend at Bloomfield premises in Chatham; meet with Angelo Consoli, BDO to review operations; tdw Chad Brownlee, Dan Laurie Insurance; meet with Gary & Kulwam Singh, KRS at premises; tdw's Mark Perkins, FirstOntario; correspond/tdw's David Jackson, lawyer re amending order	6.50	\$395.00	\$2,567.50
Wed	12/18/2019	tdw's David Jackson, lawyer re amending order; correspond/tdw Ross Macfarlane, lawyer; correspond with Sia, CANAM re Kubota value; correspond/tdw Virginia Selemidis, FirstOntario re advance request; prepare advance request for FirstOntario re operating expenses; review AGCO lottery certificate; discussions/correspondence re third party assets at premises; prepare Receiver Certificate No 1; review operating agreement with KRS Holdings Inc.; review amending Order	1.40	\$395.00	\$553.00
Thur	12/19/2019	review and sign insurance letters; correspond with Doug Timmermans, Federated Insurance re coverage; correspond with Chad Brownlee, Dan Lawrie Insurance re coverage; review certificate of receivership from OSB; review and approve payment of legal invoice; review G/L; discussions/correspondence re ongoing operations; correspond with Mark Perkins, FirstOntario; review operating agreement with KRS Holdings; research Kubota value; tdw Virginia Selemidis, FirstOntario; review draft notice of receiver; review PPSA; correspond/tdw Ross Macfarlane, lawyer; review and execute acknowledgement and direction to register order on title	1.60	\$395.00	\$632.00
Fri	12/20/2019	correspond with Mark Perkins, FirstOntario; correspondence re registering order on title; discussions re operations; call Gary Singh, KRS re operating agreement; review G/L; correspond with Chad Brownlee, Dan Lawrie Insurance; review insurance endorsements	0.40	\$395.00	\$158.00
Mon	12/23/2019	discussions/correspondence re operations, fuel purchasing, 3rd party assets including Kubota value; correspond with Gary Singh, KRS re operating agreement; correspond with Ross Macfarlane, lawyer; correspond/tdw's David Jackson, lawyer re BDO & operating assets; correspond with Mark Perkins et al, FirstOntario re BDO & operating assets at location; review G/L; review Global payments agreement; correspondence re Moneris account; review corporation profile report	1.40	\$395.00	\$553.00
Tues	12/24/2019	discussions/correspondence re operations; review G/L	0.10	\$395.00	\$39.50
Thur	01/02/2020	correspondence re Kubota valuation; prepare chq rq re site visit; review G/L; review bank reconciliation; review A/R listing; review sales report; correspond/tdw Mark Perkins, FirstOntario re sales process, appraisal quotes	0.70	\$395.00	\$276.50

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File Name (ID): 1393382 Ontario Limited (AA1393:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Trevor Pringle (TPR)</b>					
Fri	01/03/2020	correspond/tdw Pat Del Sordo, Humpreys re appraisal quote; correspond/tdw Kevin Antonides, Antec re appraisal quote; call/correspond with John Carter, Metrix re appraisal quote; correspond with Ross Macfarlane, lawyer; correspond with Chris Yung, lawyer re Lenczner Slaght (CIBC's counsel) being added to service list; correspondence re offer for Kubota/trailer; review G/L; review notice of appearance re BDO	0.90	\$395.00	\$355.50
Mon	01/06/2020	discussions/correspondence re service list, Kubota/trailer value, operations, profit & loss statements; correspond/tdw David Jackson, lawyer; correspond/tdw's Virginia Selemidis, FirstOntario; correspond/tdw John Carter, Metrix re appraisal quote; review G/L; review Federated Insurance endorsement	1.30	\$395.00	\$513.50
Tues	01/07/2020	review G/L; correspondence re manhole covers proposal, NATSN membership	0.10	\$395.00	\$39.50
Wed	01/08/2020	discussions/correspondence re operations; employee compensation, appraisals, Kubota \$28k offer; review and sign letter to lawyer; review Federated Insurance statement; review G/L; tdw Virginia Selemidis, FirstOntario re Kubota \$28k offer	0.50	\$395.00	\$197.50
Thur	01/09/2020	correspond with Gary Singh, KRS re operating agreement; correspond with Pat Del Sordo, Humpreys re appraisal quote; correspond with Mark Perkins, FirstOntario re appraisal quotes, listing proposals; review G/L; review Federated Insurance correspondence; discussions/correspondence re books and records, profit and loss statement for December; correspond/tdw Kevin Antonides, Antec; correspond with John Carter, Metrix re appraisal quote; review draft December P&L	0.90	\$395.00	\$355.50
Fri	01/10/2020	review and make changes to December draft Profit & Loss statement; correspond with Gary Singh, KRS re operating agreement; correspond with John Carter, Metrix re appraisal; correspond/tdw Virginia Selemidis, FirstOntario re December P&L; correspond with Kevin Antonides, Antec re appraisal; review G/L; discussions/correspondence re draft P&L, operations; correspond/tdw Chad Brownlee, Dan Lawrie Insurance re quote	1.20	\$395.00	\$474.00
Mon	01/13/2020	review BDO bill of sale re Kubota/trailer; discussions/correspondence re operations, Chase decline, revised Global contract, SIR system, TSSA update; review G/L; review historical sales summary; correspondence re NATSN; correspond with Gary Singh, KRS re operating agreement; correspondence re BG Fuels/prospective purchaser; correspond/tdw Dave, Antec re appraisal	0.90	\$395.00	\$355.50
Tues	01/14/2020	review KRS amendments to operating agreement; correspond with Ross Macfarlane, lawyer re operating agreement; correspondence re Kubota bill of sale; tdw Virginia Selemidis, FirstOntario; review G/L; discussions/correspondence re operations, retail & cardlock agreements, insurance coverage	0.40	\$395.00	\$158.00
Wed	01/15/2020	review signage quote; review Federated Insurance endorsement; discussions/correspondence re changes to KRS operating agreement; review service list; review G/L; correspond with Gary Singh, KRS re operating agreement; correspond/tdw Ross Macfarlane, lawyer re amending service list; review 2018 financial statements	0.90	\$395.00	\$355.50
Thur	01/16/2020	review G/L; discussions/correspondence re operations, financial information; tdw David Jackson, lawyer	0.30	\$395.00	\$118.50

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File Name (ID): 1393382 Ontario Limited (AA1393:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Trevor Pringle (TPR)</b>					
Tues	01/21/2020	review Federated Insurance correspondence; discussions/correspondence re operations, signage quote, maintenance, bank statements; tdw David Jackson, lawyer re tracing funds; review G/L; review Kubota bill of sale; review Parkland Motor Fuel Supply Agreements ("MFA"); review CIBC bank statements for 2018 & 2019; correspondence re tracing funds	1.20	\$395.00	\$474.00
Wed	01/22/2020	review cost allocation information; tdw Virginia Selemidis, FirstOntario; review G/L; conference call with Mark Perkins, Virginia Selemidis & Louis Grilli - FirstOntario re tracing funds, cost allocation with CIBC; tdw David Jackson, lawyer; review 2018 & 2018 financial statements; review TSSA inspection report	1.70	\$395.00	\$671.50
Thur	01/23/2020	review G/L; discussions/correspondence re operations; correspond/tdw's Jeff Mackinnon, lawyer - McTague Law re Dhillon refinancing; conference call with Mark Perkins, Frank Mancuso & Virginia Selemidis, FirstOntario and David Jackson, lawyer re cost allocation with CIBC; correspond/tdw Virginia Selemidis, FirstOntario re Dhillon refinancing; correspond w/call Tejdeep Singh Chalhtha, lawyer - TSC Law re Dhillon refinancing; review Dhillon commitment letter	1.40	\$395.00	\$553.00
Fri	01/24/2020	review G/L; review proposed amendments to KRS operating agreement; discussions re operations; review Libro 2018 & 2019 statements	0.40	\$395.00	\$158.00
Mon	01/27/2020	correspond/tdw Mark Perkins, FirstOntario re operating agreement; review G/L; review Federated Insurance correspondence; correspond with Chad Brownlee, Dan Lawrie Insurance re quote; discussions/correspondence re operations	0.50	\$395.00	\$197.50
Tues	01/28/2020	review G/L; correspond with Mark Perkins, FirstOntario; correspondence re appraisal, insurance coverage; tdw Virginia Selemidis, FirstOntario; correspond with Tejdeep Singh Chalhtha, TSC Law	0.40	\$395.00	\$158.00
Wed	01/29/2020	review G/L; discussions/correspondence re operations	0.10	\$395.00	\$39.50
Thur	01/30/2020	correspond with Gary Singh, KRS re operating agreement; review G/L; discussions/correspondence re operations, fuel pricing; review fuel purchase invoices; correspondence re calibration of pumps	0.40	\$395.00	\$158.00
Fri	01/31/2020	review G/L; correspond/tdw Ross Macfarlane, lawyer	0.10	\$395.00	\$39.50
Mon	02/03/2020	review G/L; tdw David Jackson, lawyer re tracing funds; discussions/correspondence re operations; review and approve payment of Flett Beccario legal invoice; review KRS invoice; correspond with Gary Singh, KRS; review Metrix draft appraisal	0.90	\$395.00	\$355.50
Tues	02/04/2020	review G/L; correspondence re Metrix appraisal; correspondence re stay of sales process; review and make changes to January profit & loss statement; discussions/correspondence re operations; correspond/tdw Virginia Selemidis, FirstOntario re January P&L, draft Metrix appraisal; tdw David Jackson, lawyer re fee allocation; correspond with Mark Perkins, FirstOntario	1.40	\$395.00	\$553.00
Wed	02/05/2020	review G/L; review Federated Insurance statements; review spillboxes repair quote and photos; correspond with Virginia Selemidis, FirstOntario re environmental reports; review draft Metrix appraisal; review historical sales	0.50	\$395.00	\$197.50
Thur	02/06/2020	review G/L; correspond with Tejdeep Chalhtha, TSC Law; tdw Virginia Selemidis, FirstOntario; review Metrix draft appraisal	0.30	\$395.00	\$118.50
Fri	02/07/2020	review G/L, bank reconciliation; review A/R; review and sign letter to lawyer	0.20	\$395.00	\$79.00
Mon	02/10/2020	review G/L, bank rec	0.10	\$395.00	\$39.50

## Filters Used:

- Time Entry Date: 1/01/20 to 3/31/20  
 - File Client ID: AA1393 to AA1393  
 - Time Entry Bill Status: Un-Billed to Un-Billed  
 - Time Entry Bill Status: Un-Billed to Un-Billed

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File Name (ID): 1393382 Ontario Limited (AA1393:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Trevor Pringle (TPR)</b>					
Tues	02/11/2020	review G/L, bank rec; discussions re operations; review motion record; tdw Virginia Selemidis, FirstOntario	0.30	\$395.00	\$118.50
Wed	02/12/2020	review G/L, bank rec	0.10	\$395.00	\$39.50
Thur	02/13/2020	review G/L, bank rec; review NATSN invoices; discussions/correspondence re operations; tdw Virginia Selemidis, FirstOntario	0.30	\$395.00	\$118.50
Tues	02/18/2020	review G/L, bank rec; review allocation material; discussions/correspondence re operations; correspond with David de Vries, Antec re appraisal; correspond/tdw Virginia Selemidis, FirstOntario; correspond with Tejdeep Chattha, lawyer; review KRS operating agreement; conference call with Virginia Selemidis, FirstOntario & David Jackson, lawyer re allocation issues; correspond with Mark Perkins, FirstOntario	1.90	\$395.00	\$750.50
Wed	02/19/2020	review G/L, bank reconciliation; review Direction to TSC Law re FirstOntario refinancing funds paid to 908; review allocation documents; discussions/correspondence re operations; tdw's David Jackson, lawyer; tdw Mark Perkins, FirstOntario; tdw Virginia Selemidis, FirstOntario; conference call with Virginia Selemidis, FirstOntario & David Jackson, lawyer	1.10	\$395.00	\$434.50
Thur	02/20/2020	review G/L, bank reconciliation; correspond/tdw David Jackson, lawyer re outstanding fees, profit & loss; discussions/correspondence re operations, profit & loss statement; correspond with John Carter, Metrix re appraisal; review and make changes to December 18th to February 18th profit and loss statement; tdw Virginia Selemidis, FirstOntario re P&L	1.50	\$395.00	\$592.50
Fri	02/21/2020	review G/L, bank rec; review and make changes to Dec 2019 to Feb 2020 profit and loss statement; review Federated Insurance policy premiums; call/correspond with Chad Brownlee, Dan Lawrie Insurance re Markel Insurance policy; review environmental insurance policy; correspond/tdw's David Jackson, lawyer re P&L; discussions/correspondence re operations; correspondence re illegal trailer parking onsite	1.20	\$395.00	\$474.00
Mon	02/24/2020	review G/L, bank rec; discussions/correspondence re operations, trailer parking issue	0.20	\$395.00	\$79.00
Tues	02/25/2020	review G/L, bank rec; correspondence re appraisal	0.10	\$395.00	\$39.50
Wed	02/26/2020	review G/L, bank rec; discussions/correspondence re operations; review OLG sales; review A/R	0.30	\$395.00	\$118.50
Thur	02/27/2020	review G/L, bank rec; tdw Virginia Selemidis, FirstOntario; review diesel fuel supply agreement with KRS; correspond with Gary Singh, KRS; discussions/correspondence re operations; review Traffic West parking rental agreement	0.50	\$395.00	\$197.50
Fri	02/28/2020	correspondence re diesel supply agreement; review G/L, bank rec; review Federated Insurance statement	0.20	\$395.00	\$79.00
Mon	03/02/2020	review G/L, bank rec; correspond with David deVries, Antec re appraisal; correspond/tdw David Jackson, lawyer	0.30	\$395.00	\$118.50
Tues	03/03/2020	review G/L, bank rec; discussions re operations	0.10	\$395.00	\$39.50
Wed	03/04/2020	review G/L, bank rec; discussions re operations; tdw David Jackson, lawyer	0.90	\$395.00	\$355.50
Thur	03/05/2020	review Federated Insurance statement of account; review draft profit and loss statement for February 2020; correspond/tdw Virginia Selemidis, FirstOntario; review G/L, bank rec; discussions re operations; tdw David Jackson, lawyer	0.90	\$395.00	\$355.50

Filters Used:

- Time Entry Date: 1/01/70 to 3/31/20
- File Client ID: AA1393 to AA1393
- Time Entry Bill Status: Un-Billed to Un-Billed
- Time Entry Bill Status: Un-Billed to Un-Billed

MSGG - Detailed Time Dockets

Printed on: 4/08/20

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File Name (ID): 1393382 Ontario Limited (AA1393:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Trevor Pringle (TPR)</b>					
Fri	03/06/2020	review Federated Insurance policy change; review G/L, bank rec; review and make changes to February profit and loss statement; discussions/correspondence re operations; call/correspond with Virginia Selemidis, FirstOntario re Feb P&L; correspond with Mark Perkins, FirstOntario re Feb P&L; review Antec draft appraisal; review and approve payment of appraisal invoices; correspond with David Jackson, lawyer	1.40	\$395.00	\$553.00
Mon	03/09/2020	review January & February fuel purchases; review G/L, bank rec; conference call with Mark Perkins, Virginia Selemidis & Frank Mancuso, FirstOntario re operating results, sales process; correspondence re finalizing appraisals; correspond/tdw Ian Gragtmans, Colliers re listing proposal; correspond/tdw Mike Yull, Cushman & Wakefield re listing proposal; correspond w/call Mike C., CBRE re listing proposal; discussions re operations; review final Metrix appraisal; review final Antec appraisal	1.40	\$395.00	\$553.00
Tues	03/10/2020	review G/L, bank rec; correspond with Ian Gragtmans, Colliers re listing proposal	0.10	\$395.00	\$39.50
Thur	03/12/2020	review G/L; tdw Virginia Selemidis, FirstOntario; tdw David Jackson, lawyer	0.20	\$395.00	\$79.00
Fri	03/13/2020	review G/L; discussions re operations; correspond/tdw David Jackson, lawyer; conference call with Virginia Selemidis, FirstOntario & David Jackson, lawyer re operations, P&L;	0.90	\$395.00	\$355.50
Mon	03/23/2020	review G/L, bank reconciliation; discussions/correspondence re operations, payroll; review creditors statements; review Federated Insurance policy premium breakdown; review KRS March invoice; conference call with Ian Gragtmans et al, Colliers re listing proposal; tdw Virginia Selemidis, FirstOntario	0.90	\$395.00	\$355.50
Tues	03/24/2020	review G/L, bank reconciliation; discussions/correspondence re operations, employees; tdw Mike Yull, Cushman & Wakefield re listing proposal; tdw David Jackson, lawyer re sales process	0.40	\$395.00	\$158.00
Wed	03/25/2020	review G/L; discussions/correspondence re operations, payroll	0.10	\$395.00	\$39.50
Thur	03/26/2020	review G/L, bank reconciliation; correspond with Ian Gragtmans, Colliers; review Colliers listing proposal; discussions re operations	0.30	\$395.00	\$118.50
Fri	03/27/2020	review G/L; discussions/correspondence re operations; discussions/correspondence re terminating Derek Ellis	0.30	\$395.00	\$118.50
Mon	03/30/2020	review G/L, bank reconciliation; discussions/correspondence re operations, Derek Ellis termination; tdw Virginia Selemidis, FirstOntario; review fuel sales	0.40	\$395.00	\$158.00
Tues	03/31/2020	review G/L; discussions/correspondence re operations	0.20	\$395.00	\$79.00
<b>Trevor Pringle (TPR)</b>			<b>52.30</b>		<b>\$20,658.50</b>
<b>Total for File ID AA1393:</b>			<b>685.25</b>		<b>\$151,297.25</b>
<b>Grand Total:</b>			<b>685.25</b>		<b>\$151,297.25</b>



**TAB G**

## Appendix G

Court File No.: CV-19-00632077-00CL

*ONTARIO*  
**SUPERIOR COURT OF JUSTICE**  
**COMMERCIAL LIST**

**B E T W E E N:**

**FIRSTONTARIO CREDIT UNION LIMITED**

**Applicant**

**-and-**

**1393382 ONTARIO LIMITED**

**Respondent**


**APPLICATION UNDER** Subsection 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985 c. B-3, as amended, Section 101 of the *Courts of Justice Act*, R.S.O. 1990 c. C.43, as amended, and Rule 14.05(3)(g) and (h) of the *Rules of Civil Procedure*

**AFFIDAVIT OF ALYSSA ADAMS**

I, **ALYSSA ADAMS**, of the City of Welland, in the Regional Municipality of Niagara. MAKE OATH AND SAY:

1. I am a member of the firm of Flett Beccario (“Flett”), lawyers for msi Spergel Inc. in its capacity as Court-Appointed Receiver for the respondent, 1393382 Ontario Limited. (“1393382”), and as such have knowledge of the matters hereinafter deposed to. Where this affidavit is based upon information received from others, I verily believe that information to be true.
2. On December 16, 2019, pursuant to an order of the Court (the “Appointment Order”) msi Spergel Inc. was appointed Receiver of 1393882.

- 3. Flett’s fees for the period of December 12, 2019 to March 30, 2020 were approved by the Order of the Honourable Justice Hainey dated December 16, 2019.
- 4. Pursuant to the Appointment Order, Flett provided services and incurred disbursements from the period December 12, 2019 to March 30, 2020, to the Receiver (the “Period”). Copies of Flett’s accounts dated December 18, 2019, January 30, 2020 and April 21, 2020, which include a fair and accurate description of the services provided along with the hours and applicable rates claimed by Flett are attached and collectively marked as Exhibit “A” to this my affidavit. The accounts for the Period total \$7,100.59 all inclusive.
- 5. J. Ross Macfarlane was called to the bar of the Province of Ontario in 1995. and specializes in the practice of insolvency and commercial litigation. His standard hourly rate is \$425.00. He is identified as JRM in the accounts attached and marked as Exhibit “A”.
- 6. I make this affidavit in support of a motion for, *inter alia*, approval of Flett’s fees and disbursements, incurred and estimated, detailed herein, and for no other or improper purpose.

SWORN before me at the City of Welland )  
 in the Regional Municipality of Niagara, this )  
21 day of April, 2020. )  
 )  
 )  
 )  
 \_\_\_\_\_ )  
 A Commissioner, etc. )

  
 ALYSSA ADAMS

Colleen Lynn Balint, a Commissioner,  
 etc., Province of Ontario, for  
 Flett Beccario, Barristers and Solicitors.  
 Expires December 4, 2022.

These is Exhibit "A" referred to  
In the Affidavit of ALYSSA ADAMS  
Sworn Before me at the City of Welland  
In the Province of Ontario  
This 21 day of April, 2020



---

A Commissioner, etc.

Colleen Lynn Balint, a Commissioner,  
etc., Province of Ontario, for  
Flett Beccario, Barristers and Solicitors.  
Expires December 4, 2022.

IN ACCOUNT WITH

# FLETT BECCARIO

P.O. BOX 340  
190 DIVISION STREET  
WELLAND, ONTARIO  
L3B 5P9

msi Spergel Inc.

December 18, 2019

21 King Street West, Suite 1602  
Box 54

Hamilton, ON L8P 4W7

File #: 52355  
Inv #: 75462

Attention: Trevor B. Pringle

**Re: Receivership of 1393382 Ontario Limited (Dhillon)**  
**For Professional Services rendered through December 18/19**

DATE	DESCRIPTION	HOURS	RATE	LAWYER
Dec-12-19	Initial telephone call with client; review application materials; further tct client	1.70	425.00	JRM
	Review and revise draft operating agreement; review further comments from client	1.30	425.00	JRM
Dec-15-19	Emails with Jackson and client; tcf client; reviewing draft orders etc.	1.00	425.00	JRM
Dec-16-19	Emails with client and Jackson re: scope of appointment order	0.40	425.00	JRM
	Review and comment upon draft operating agreement	0.80	425.00	JRM
Dec-17-19	Teleconference with client and Jackson; further review and revision of operating agreement	1.40	425.00	JRM
	Totals	6.60	\$2,805.00	
	Total HST on Fees		364.65	
<b>Taxable Disbursements</b>				
	File storage fees		\$15.00	
	Totals		\$15.00	
	Total HST on Disbursements		1.95	
<b>Total Fees &amp; Disbursements (including HST)</b>			<b>\$3,186.60</b>	

H.S.T. No.: 122423049

In accordance with section 33 of the Solicitor's Act, interest will be charged at the rate of 2.0% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this statement is delivered

E.&amp;O.E.

**THIS IS OUR ACCOUNT**

**FLETT BECCARIO**

**Per:**

**J. Ross Macfarlane**

Total  
Fees \$2,805.00 \$15.00 Total  
Disb.  
Total HST \$366.60 \$3,186.60

IN ACCOUNT WITH

# FLETT BECCARIO

P.O. BOX 340  
190 DIVISION STREET  
WELLAND, ONTARIO  
L3B 5P9

msi Spergel Inc.

January 30, 2020

21 King Street West, Suite 1602  
Box 54

Hamilton, ON L8P 4W7

File #: 52355  
Inv #: 75755

Attention: Trevor B. Pringle

**Re: Receivership of 1393382 Ontario Limited (Dhillon)**  
**For Professional Services rendered through January 30/20**

DATE	DESCRIPTION	HOURS	RATE	LAWYER
Dec-18-19	Emails with client; tcf client	0.30	425.00	JRM
Dec-19-19	Reviewing materials re: registration of court orders	0.30	425.00	JRM
	Review material for registration of court orders; emails with client; tcf client; arranging for execution of authorization and direction	0.70	425.00	JRM
Dec-23-19	Emails with client re: municipal address on registration	0.20	425.00	JRM
Jan-03-20	Emails with client re: service list	0.10	425.00	JRM
	Review title and municipal address; emails with client	0.20	425.00	JRM
Jan-14-20	Review and comment upon operating agreement; emails with clients	1.20	425.00	JRM
	Review file and draft service list (TJD)	2.00	175.00	JRM
Jan-15-20	Tcf client	0.10	425.00	JRM
	Revising service list; email to Jackson	1.20	425.00	JRM
Jan-17-20	Review and revise service list; emails with Jackson and other counsel	0.40	425.00	JRM
	Totals	6.70	\$2,347.50	
	Total HST on Fees		305.18	
	<b>Taxable Disbursements</b>			
	registration fee		\$75.90	

In accordance with section 33 of the Solicitor's Act, Interest will be charged at the rate of 2.0% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this statement is delivered

E.&amp;.O.E.



Registrations \$62.80

Totals \$138.70

Total HST on Disbursements 18.03

**Total Fees & Disbursements (including HST) \$2,809.41**

H.S.T. No.: 122423049

**THIS IS OUR ACCOUNT**

**FLETT BECCARIO**

**Per:**

Total  
Fees \$2,347.50 \$138.70 Total  
Disb.

Total HST \$323.21

\$2,809.41

**J. Ross Macfarlane**

IN ACCOUNT WITH

# FLETT BECCARIO

P.O. BOX 340  
190 DIVISION STREET  
WELLAND, ONTARIO  
L3B 5P9

msi Spergel Inc.  
21 King Street West, Suite 1602  
Box 54  
Hamilton, ON L8P 4W7  
Attention: Trevor B. Pringle

April 21, 2020

File #: 52355  
Inv #: 76536

**Re: Receivership of 1393382 Ontario Limited (Dhillon)**  
**For Professional Services rendered through April 21/20**

DATE	DESCRIPTION	HOURS	RATE	LAWYER
Feb-21-20	Tcf Hornbostel; review email from client; consider RSLA notice and remedies	0.60	425.00	JRM
Feb-23-20	Tcf Hornbostel; review email from client; consider RSLA notice and remedies	1.10	425.00	JRM
Mar-30-20	Emails with client and associate re: employment matter; prepare and draft termination letter	0.60	425.00	JRM
	Totals	2.30	<u>\$977.50</u>	
	Total HST on Fees		127.08	

**Total Fees & Disbursements (including HST)**

**\$1,104.58**

H.S.T. No.: 122423049

**THIS IS OUR ACCOUNT**

**FLETT BECCARIO**

Per:



**J. Ross Macfarlane**

Total Fees	\$977.50
Total Disb.	\$0.00
Total HST	<u>\$127.08</u>
	<b>\$1,104.58</b>

In accordance with section 33 of the Solicitor's Act, interest will be charged at the rate of 2.0% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this statement is delivered

E.&O.E.

FIRSTONTARIO CREDIT UNION LIMITED  
Applicant

-and- 1393882 ONTARIO LIMITED  
Respondent

Court File No. CV-19-00632077-00CL

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**  
**COMMERCIAL COURT**  
  
**PROCEEDING COMMENCED AT**  
**TORONTO**

**AFFIDAVIT OF ALYSSA ADAMS**

**FLETT BECCARIO**  
190 Division Street  
P.O. Box 340  
Welland ON L3B 5P9

**J. Ross Macfarlane (LSO# 36417N)**  
jrmactar@flettbeccario.com  
Tel: (905) 732-4481  
Fax: (905) 732-2020

*Lawyers for msi Spergel Inc. in its capacity as Court-  
appointed Receiver of certain property of 1393382 Ontario  
Limited*

TAB H

## Appendix H

## 1393382 Ontario Limited

Statement of Receipts and Disbursements  
As at March 31, 2020

<b>RECEIPTS</b>	
Fuel and Store Sales	\$ 2,027,287
Receiver's Borrowings	707,000
HST Collected	270,157
Cross Lease Income	4,325
Lottery Commission	2,416
Rental Income	2,299
Interest Earned	1,865
<b>TOTAL RECEIPTS</b>	<b><u>3,015,348</u></b>
<b>DISBURSEMENTS</b>	
Fuel Purchases	1,713,943
HST Paid on Disbursements	248,421
Store Purchases	125,066
Wages	55,846
Management Fees	45,700
Purchase of Equipment	28,500
Lottery Expense	27,744
Property Taxes	18,452
Repairs and Maintenance	14,074
Appraisal Fees	12,614
Insurance Fees	12,318
Payroll Deductions Remitted	10,532
Credit Card Processing Fees	6,787
Legal Fees	5,306
Utilities	4,499
GST/HST Remitted	2,935
Other Miscellaneous Expenses	2,831
<b>TOTAL DISBURSEMENTS</b>	<b><u>2,335,568</u></b>
<b>NET RECEIPTS</b>	<b><u>\$ 679,780</u></b>

**Notes**

- 1.) Accounts Receivable of \$49,673.24 were outstanding as of March 31st 2020

**FIRST ONTARIO CREDIT UNION LIMITED**  
Applicant

-and- **1393382 ONTARIO LIMITED**  
Respondent

Court File No. CV-19-00632077-00CL

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**  
**COMMERCIAL LIST**

PROCEEDING COMMENCED AT  
TORONTO

**MOTION RECORD OF COURT-APPOINTED RECEIVER**  
(Motion returnable May 7, 2020)

**FLETT BECCARIO**  
190 Division Street  
P.O. Box 340  
Welland ON L3B 5P9

**J. Ross Macfarlane (LSO# 36417N)**  
jimacfar@flettbeccario.com  
Tel: (905) 732-4481  
Fax: (905) 732-2020

Lawyers for msi Spergel Inc., in its capacity as Court-  
appointed Receiver of certain property of 1393382 Ontario  
Limited