

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

B E T W E E N:

THE TORONTO-DOMINION BANK

Applicant

and

TORONTO ARTSCAPE INC.

Respondent

AIDE MEMOIRE OF THE RECEIVER
(Hearing April 17, 2025)

April 15, 2025

Fogler, Rubinoff LLP
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AIDE MEMOIRE OF THE RECEIVER

(Hearing April 17, 2025)

1. This Aide Memoire is being filed in respect of a motion brought by the Receiver, msi Spergel Inc., ("**Receiver**"), for:

- (a) An Order approving the Third Report of the Receiver dated April 9, 2025 (the "**Third Report**") and the activities of the Receiver described therein;
- (b) An Order approving the Receiver's Interim Statement of Receipts and Disbursements as at April 7, 2025;
- (c) An Order approving the sale transaction contemplated by an agreement of purchase and sale dated February 6, 2025 between Koffler Centre of the Arts ("**Koffler**") and the Receiver for the purchase and sale of Unit 10, Level 1 at the property located at 180 Shaw Street, Toronto, Ontario;
- (d) An Order approving the sale transaction contemplated by an agreement of purchase and sale dated March 13, 2025 between Timothy Moxam ("**Moxam**") and the Receiver for the purchase and sale of Unit 4, Level A property located at 150 Sudbury Street, Toronto, Ontario;
- (e) An Order vesting in the purchasers all of the Debtor's right, title and interest in and to the purchased properties, free and clear of all encumbrances, except certain permitted encumbrances;
- (f) An Order sealing certain Confidential Appendices to the Third Report;

- (g) An Order authorizing and directing the Receiver to make a distribution to The City of Toronto in the amount of \$15,618.78, plus any other amounts accrued at the closing of the Transactions, for the outstanding realty taxes;
- (h) An Order approving the fees and disbursements of the Receiver; and
- (i) An Order approving the fees and disbursements of Fogler, Rubinoff LLP as legal counsel to the Receiver.

2. The Receiver has completed the sale of a number of properties pursuant to a series of Approval and Vesting Order of Justice Conway granted by Justice Conway dated January 7, 2025, including the sale of commercial condominium units at 180 Shaw Street to a number of purchasers, including Koffler, and the sale of 20 live/work units at 38 Abell to the City of Toronto.

3. This motion involves the sale of a further unit at 180 Shaw Street to Koffler and the sale of a parking unit at 150 Sudbury Street to Moxam, the owner of a condominium unit at 38 Abell (150 Sudbury and 38 Abell are adjacent and represent the same building).

4. The background facts and legal tests for the relief sought by the Receiver are set out in the factum filed by the Receiver for the motion before Justice Conway, attached.

5. No parties are opposing the relief being sought.

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AIDE MEMOIRE

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