

## TAB 2E

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Court File No. CV-18-597922-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST

BETWEEN:

CWB MAXIUM FINANCIAL INC.

Plaintiff

- and -

1970636 ONTARIO LTD. o/a MT. CROSS PHARMACY, UMAIR N. NASIM, SHRIKANT  
MALHOTRA, 1975193 ONTARIO LTD. dba MTN RX & HEALTH AND ANGELO  
KIRKOPOULOS

Defendants

AFFIDAVIT OF MUKUL MANCHANDA  
(Sworn September 12, 2019)

I, **MUKUL MANCHANDA**, of the City of Brampton, in the Province of Ontario, **MAKE  
OATH AND SAY AS FOLLOWS:**

1. I am a Licensed Insolvency Trustee with msi Spergel Inc. ("**Spergel**"), the Court-Appointed Receiver (the "**Receiver**") of 1970636 Ontario Inc. o/a Mt. Cross Pharmacy (the "**Debtor**"), and as such have knowledge of the matters to deposed herein, except where such knowledge is stated to be based on information and belief, in which case I state the source of the information and verily believe such information to be true.
2. The Receiver was appointed, without security, of certain of the assets, undertakings and properties of the Debtor by Order of the Honourable Justice McEwen dated June 14, 2018.
3. In connection with the receivership for the period from December 1, 2018 to September 10, 2019 fees of \$65,445.36 inclusive of HST and disbursements charged by Spergel as detailed in the

billing summary and time dockets attached hereto as **Exhibit "1"** to this, my Affidavit. This represents 180.85 hours at an effective rate of \$318.97 per hour.

4. The hourly billing rates detailed in this Affidavit are comparable to the hourly rates charged by Spergel for services rendered in relation to similar proceedings.

5. This Affidavit is made in support of a motion to, *inter alia*, approve the interim receipts and disbursement of the Receiver and its accounts.

6. I make this Affidavit for no improper purpose.

**SWORN** before me at the City of  
Toronto, in the Province of Ontario  
this 12<sup>th</sup> day of September, 2019.

B. Eileen Sturge  
Commissioner for Taking Affidavits

Barbara Eileen Sturge, a Commissioner, etc.,  
Province of Ontario, for MSI Spergel Inc. and  
Spergel & Associates Inc.  
Expires September 21, 2019.

Mukul Manchanda

Mukul Manchanda

**This is Exhibit "1" of the Affidavit of  
Mukul Manchanda  
Sworn before me on this 12<sup>th</sup> day of September, 2019**

*B. Eileen Sturge*  
**A Commissioner, Etc.**

Barbara Eileen Sturge, a Commissioner, etc.,  
Province of Ontario, for msi Spergel Inc. and  
Spergel & Associates Inc.  
Expires September 21, 2019.



SPERGEL

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January 14, 2019

Invoice #: 11605

1970636 Ontario Ltd. o/a Mt. Cross Pharmacy

## Invoice

RE: 1970636 Ontario Ltd. o/a Mt. Cross Pharmacy

FOR PROFESSIONAL SERVICES RENDERED in the period December 1, 2018 to December 31, 2018 including ongoing operation of pharmacy, sales process, correspondence with various parties and all other matters herein.

	Hours	Hourly Rate	Total
Philip H. Gennis, LL.B., CIRP, Trustee	17.70	\$465.00	\$8,230.50
Deborah Hornbostel, CPA, CA, CFE, CIRP, LIT	0.50	465.00	232.50
Selwyn Postan	0.40	205.00	82.00
Frieda Kanaris	11.20	205.00	2,296.00
Mukul Manchanda, CIRP, Trustee	21.80	290.00	6,322.00
Others	7.60	67.11	510.00
Total Professional fees	59.20	\$298.53	\$17,673.00
HST			2,297.49
<b>Total</b>			<b>\$19,970.49</b>

HST Registration #R103478103

(AAMTCR-R)

msi Spergel inc. Licensed Insolvency Trustees 505 Consumers Road, Suite 200, Toronto, ON M2J 4V8 • Tel 416 497 1660 • Fax 416 494 7199

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Member **ICIN** The Independent Canadian Insolvency Network

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Filters Used:

- Time Entry Date: 1/01/70 to 12/31/18
- File ID: AAMTCR-R: to AAMTCR-R:
- Time Entry Bill Status: Un-Billed to Un-Billed
- Time Entry Bill Status: Un-Billed to Un-Billed

MSGG - Detailed Time Dockets

Printed on: 1/14/19

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File Name (ID): 1970636 Ontario Ltd. o/a Mt. Cross Pharmacy (AAMTCR-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Deborah Hombostel (DHO)</b>					
Mon	12/10/2018	Review and approve accounts payable	0.10	\$465.00	\$46.50
Tues	12/11/2018	Review and approve accounts payable	0.10	\$465.00	\$46.50
Tues	12/18/2018	Review and approve accounts payable	0.10	\$465.00	\$46.50
Thur	12/27/2018	Review and approve accounts payable	0.20	\$465.00	\$93.00
			<b>Deborah Hombostel (DHO)</b>	<b>0.50</b>	<b>\$232.50</b>
<b>Frieda Kanaris (FKA)</b>					
Mon	12/03/2018	Print McKesson statement and work on reconciling invoices, t/c with pharmacy re missing invoices; print and review payables, requisition payment; review direct deposits and prepare deposit form; review and deposit Claimsecure cheque; prepare SRD.	2.80	\$205.00	\$574.00
Tues	12/04/2018	Finishe reconciling McKesson invoices and requisition wire transfer payment; review additional payables and requisition payment; courier cheque to landlord and pharmacy.	1.40	\$205.00	\$287.00
Wed	12/05/2018	T/c's with Mike and McKesson re orders on hold.	0.40	\$205.00	\$82.00
Thur	12/06/2018	T/c's with Mike and Chris Boothroyd (McKesson).	0.40	\$205.00	\$82.00
Fri	12/07/2018	T/c with PG, review emails from McKesson re credit limit increase for pharmacy.	0.30	\$205.00	\$61.50
Mon	12/10/2018	Prepare Interim Notice of Receiver and SRD; fax to O.R.	0.70	\$205.00	\$143.50
Mon	12/17/2018	Print McKesson statement, reconcile invoices and requisition wire transfer payment; print and review invoices and requisition payment for payables.	1.40	\$205.00	\$287.00
Tues	12/18/2018	Courier cheques to pharmacy.	0.20	\$205.00	\$41.00
Wed	12/19/2018	T/c with Totals Inventory to arrange for inventory valuation.	0.30	\$205.00	\$61.50
Thur	12/20/2018	T/c with Mike.	0.20	\$205.00	\$41.00
Mon	12/24/2018	Review utility invoices and requisition payment for payables.	0.70	\$205.00	\$143.50
Mon	12/31/2018	Print McKesson statement and reconcile invoices, requisition payment; prepare deposit form for direct deposits; t/c's with Mike; review invoices and requisition payment for staff.	2.40	\$205.00	\$492.00
			<b>Frieda Kanaris (FKA)</b>	<b>11.20</b>	<b>\$2,296.00</b>
<b>Haran Sivanathan (HSI)</b>					
Wed	11/28/2018	Deposit, Cheque, Pre-Authorized payment, Review Files, GIC's and Bank reconciliation	0.50	\$100.00	\$50.00
Wed	12/05/2018	General	0.50	\$100.00	\$50.00
Tues	12/11/2018	Deposit, Cheque, Pre-Authorized payment, Review Files, GIC's and Bank reconciliation	0.50	\$100.00	\$50.00
Tues	12/18/2018	Deposit, Cheque, Pre-Authorized payment, Review Files, GIC's and Bank reconciliation	0.60	\$100.00	\$60.00
Thur	12/27/2018	Deposit, Cheque, Pre-Authorized payment, Review Files, GIC's and Bank reconciliation	0.50	\$100.00	\$50.00
			<b>Haran Sivanathan (HSI)</b>	<b>2.60</b>	<b>\$260.00</b>
<b>Inga Friptuleac (IFR)</b>					
Mon	12/03/2018	Issue payments, Deposits	1.40	\$50.00	\$70.00
Mon	12/10/2018	Issue cheques	0.40	\$50.00	\$20.00
Mon	12/17/2018	Deposits; Issue cheques	1.40	\$50.00	\$70.00
Mon	12/24/2018	Issue cheques	0.80	\$50.00	\$40.00
Mon	12/31/2018	Post deposit; Issue payments	1.00	\$50.00	\$50.00
			<b>Inga Friptuleac (IFR)</b>	<b>5.00</b>	<b>\$250.00</b>
<b>Mukul Manchanda (MMA)</b>					

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## MSGG - Detailed Time Dockets

Printed on: 1/14/19

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File Name (ID): 1970636 Ontario Ltd. o/a Mt. Cross Pharmacy (AAMTCR-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Mukul Manchanda (MMA)</b>					
Sun	12/02/2018	Receipt and review an email from D. Milivojevic containing the draft approval and vesting order. Drafted the report to court.	2.80	\$290.00	\$812.00
Mon	12/03/2018	Drafted report, prepared appendices to the report. Multiple email exchanges with D. Milivojevic regarding the report.	3.20	\$290.00	\$928.00
Tues	12/04/2018	Receipt and review of an email from D. Milivojevic containing comments on the report. Telephone discussion with D. Milivojevic regarding the report. Revised the report and provided a revised copy to D. Milivojevic. Receipt and review of the notice of motion and approval and vesting order. Sent an email to D. Milivojevic providing comments regarding the notice of motion. Sent an email to D. Milivojevic asking if we need an ancillary order for the other relief we are seeking from the court. Receipt and review of the motion materials. Sent an email to J. Russo asking him to serve the materials to D. Thomson. Posted the motion materials on the case website. Telephone call from a U. Nasim, he advised that he shares the same name as the principal of the company and that in one of our motion materials on our website we have certain of his details listed online. I advised him that we will remove same from the website. Amended the materials and uploaded same to the website. Receipt and review of the motion materials of Miller Thomson returnable December 11, 2018. Posted same on the case website.	4.50	\$290.00	\$1,305.00
Wed	12/05/2018	Receipt and review of email exchanges related to the application under the criminal code and the response from Crown.	0.20	\$290.00	\$58.00
Thur	12/06/2018	Telephone discussion with B. Wyett regarding the credit terms and shipping issues with McKesson. Discussed the issue with F. Kanaris and noted that a payment to McKesson was made. Telephone call to B. Wyett advising that the payment to McKesson was made and McKesson should ship the order as usual.	0.30	\$290.00	\$87.00
Fri	12/07/2018	Discussions with F. Kanaris related to the credit increase with McKesson.	0.20	\$290.00	\$58.00
Mon	12/10/2018	Email exchanges with B. Wyett regarding final agreement of purchase and sale.	0.10	\$290.00	\$29.00
Tues	12/11/2018	Attended at court for Mt. Cross sale approval. Review of multiple emails regarding insurance on the pharmacy. Telephone discussions with P. Gennis regarding same. Review of emails from B. Wyett regarding assignment of lease and other matters.	3.20	\$290.00	\$928.00
Wed	12/12/2018	Review of assignment of sublease.	0.70	\$290.00	\$203.00
Thur	12/13/2018	Receipt and review of an email from D. Milivojevic containing comments to the assignment agreement. Review the agreement and edits. Provided the revised agreement to P. Gennis. Telephone discussion with P. Gennis regarding the assignment agreement.	1.20	\$290.00	\$348.00
Fri	12/14/2018	Receipt and review of the issued and entered approval and vesting order and the order of Honourable Justice Dunphy related to amendment of claim by Maxium. Posted same to the case website. Sent an email to D. Milivojevic asking her to provide a copy of the endorsement of Honourable Justice Wilton-Siegel. Review of email exchanges related to the assignment agreement.	1.00	\$290.00	\$290.00
Mon	12/17/2018	Review of an email from B. Wyett regarding assignment of the lease agreement.	0.20	\$290.00	\$58.00

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File Name (ID): 1970636 Ontario Ltd. o/a Mt. Cross Pharmacy (AAMTCR-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Mukul Manchanda (MMA)</b>					
Tues	12/18/2018	Review of cheque requisitions forms along with supporting documents. Approved same for payment. Receipt and review of email exchanges between B. Wyett and P. Gennis regarding the Head Lease Agreement. Sent an email to D. Milivojevic asking her to provide a copy of the agreement and advise if a date has been fixed for the criminal court matter. Receipt and review of an email to D. Waldman requesting copy of the original lease. Receipt and review of an email from I. Grubner regarding closing documents.	0.60	\$290.00	\$174.00
Wed	12/19/2018	Review of email exchanges regarding the assignment agreement. Review of email exchanges regarding the criminal code application to obtain seized records. Email exchanges with B. Wyett regarding inventory valuation prior to the date of closing. Instructed F. Kanaris to book the appraiser for January 3, 2018. Email exchanges with J. Russo regarding closing of the purchase agreement.	0.70	\$290.00	\$203.00
Thur	12/20/2018	Telephone call from U. Nasim regarding the motion materials served by Maxium. Receipt and review of the statement from Pallett Valo.	0.40	\$290.00	\$116.00
Fri	12/21/2018	Email exchanges with D. Milivojevic regarding closing documents. Sent an email to D. Milivojevic outlining the closing documents we require in respect of the agreement of purchase and sale. Receipt and review of the draft Bill of Sale. Telephone discussions with A. Ilchenko and J. Russo regarding the closing documents.	0.40	\$290.00	\$116.00
Mon	12/24/2018	Receipt and review of an email from A. Ilchenko containing the closing documents. Sent an email to A. Ilchenko providing comments regarding the closing documents. Receipt, review and approval of payables. Receipt and review of an email from D. Milivojevic regarding the date for the criminal code application for obtaining seized records.	1.40	\$290.00	\$406.00
Thur	12/27/2018	Receipt and review of an email from B. Wyett advising that he would like to postpone the closing of the pharmacy from January 3rd to January 21st. Review of email exchanges between P. Gennis and counsels regarding same. Instructed F. Kanaris to reschedule the inventory valuation for January 19th or 20th. Receipt of confirmation from Total Inventory of the change in date. Sent an email to B. Wyett advising that the inventory valuation has been rescheduled for Jan 19th.	0.40	\$290.00	\$116.00
Mon	12/31/2018	Receipt and review of an email from B. Wyett regarding the criminal code proceedings. Receipt and review of an email from D. Milivojevic answering B. Wyett's question. Receipt and review of email exchanges related to the payment of statutory holidays to Angela and Elias.	0.30	\$290.00	\$87.00
<b>Mukul Manchanda (MMA)</b>			<b>21.80</b>		<b>\$6,322.00</b>
<b>Phillip H. Gennis (PGE)</b>					
Mon	12/03/2018	Review of Draft Sale Approval and Vesting Order; email exchange regarding revisions to Receiver's Report; review of draft report; review and approve payables;	2.00	\$465.00	\$930.00
Tues	12/04/2018	Final review of Report to Court.	1.50	\$465.00	\$697.50
Wed	12/05/2018	Email exchange with Counsel; review Maxium Motion Record for hearing set for December 11, 2018.	1.50	\$465.00	\$697.50
Fri	12/07/2018	Dealing with request for additional credit with McKesson in its capacity as pharmaceutical supplier to operating pharmacy.	0.50	\$465.00	\$232.50



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MSGG - Detailed Time Dockets

Printed on: 1/14/19

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File Name (ID): 1970636 Ontario Ltd. o/a Mt. Cross Pharmacy (AAMTCR-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Phillp H. Gennis (PGE)</b>					
Tues	12/11/2018	Attendance before HHJ Willon-Siegel to obtain Sale Approval and Vesting Order; sealing order and release of oostdyk funds; email exchange with Counsel; email exchange and telephone discussion with Insurance Broker; telephone discussion with Ben Wyett at Maxium;	3.00	\$465.00	\$1,395.00
Tues	12/11/2018	Review and approve payables.	0.20	\$465.00	\$93.00
Wed	12/12/2018	Review of Lease Assignment Agreement; discussion with MM regarding insurance; telephone discussion with Insurance Broker.	1.00	\$465.00	\$465.00
Thur	12/13/2018	Telephone discussion with RCMP; review of proposed changes to the Lease Assignment Agreement; revisions to Agreement; discussions with Mukul Manchanda.	1.75	\$465.00	\$813.75
Tues	12/18/2018	Email exchange with Ben Wyett; email to Counsel for Landlord requesting copy of head lease; telephone discussion with Counsel for Purchaser.	1.00	\$465.00	\$465.00
Wed	12/19/2018	Email exchange with Counsel regarding CC Application; email exchange with Counsel for Receiver regarding closing; telephone discussion with Counsel for Purchaser; email exchange with Ben Wyett at CWB.	1.50	\$465.00	\$697.50
Fri	12/21/2018	Email exchange with Insurance Broker regarding revisions to coverage; email exchange with Counsel regarding Criminal Code Motion; email exchange with Counsel for Receiver and Counsel for Purchaser regarding closing of sale pursuant to Sale Approval and Vesting Order; telephone discussion with Counsel for Purchaser; telephone discussion with Counsel for Receiver (Ilchenko) regarding sale closing documents; review of email from Ilchenko to Counsel for Purchaser enclosing closing documents; review of closing documents	1.50	\$465.00	\$697.50
Thur	12/27/2018	Email exchange with Counsel regarding closing; email from CWB Maxium regarding need to defer closing to 21 January and to postpone inventory taking; telephone discussion with Counsel regarding postponement of closing to January 21, 2019; email to Counsel for Purchaser and Counsel for Receiver regarding revised closing date; review and approve payables.	1.25	\$465.00	\$581.25
Fri	12/28/2018	Review of issues related to insurance coverage; review of email exchanges regarding Criminal Code production application.	1.00	\$465.00	\$465.00
<b>Phillp H. Gennis (PGE)</b>			<b>17.70</b>		<b>\$8,230.50</b>
<b>Selwyn Postan (SPO)</b>					
Mon	12/03/2018	Discussions with FKA re Advert placed Sept 14, 2018; TC to National Post requesting copy of invoice	0.40	\$205.00	\$82.00
<b>Selwyn Postan (SPO)</b>			<b>0.40</b>		<b>\$82.00</b>
<b>Total for File ID AAMTCR-R:</b>			<b>59.20</b>		<b>\$17,673.00</b>
<b>Grand Total:</b>			<b>59.20</b>		<b>\$17,673.00</b>

**SPERGEL**

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September 11, 2019

Invoice #: 11727

1970636 Ontario Ltd. o/a Mt. Cross Pharmacy

**Invoice****RE: 1970636 Ontario Ltd. o/a Mt. Cross Pharmacy****FOR PROFESSIONAL SERVICES RENDERED** for the period January 1, 2019 to September 10, 2019 in connection with our appointment as Court Appointed Receiver.

	<b>Hours</b>	<b>Hourly Rate</b>	<b>Total</b>
Philip H. Gennis, LL.B., CIRP, Trustee	32.85	\$465.00	\$15,275.25
Harvey S. Lipman, CPA, CA, CIRP, Trustee	0.50	465.00	232.50
Deborah Hombostel, CPA, CA, CFE, CIRP, LIT	1.10	465.00	511.50
Mukul Manchanda, CPA, CIRP, LIT	53.00	350.00	18,550.00
Frieda Kanaris	23.30	205.00	4,776.50
Evan McCullagh	0.50	135.00	67.50
Others	10.40	57.69	600.00
Total Professional fees	121.65	\$328.92	\$40,013.25
HST			5,201.72
Reimbursable Expenses			
Courier			\$230.02
Total Reimbursable expenses			\$230.02
HST on expenses			\$29.88
<b>Total</b>			<b>\$45,474.87</b>

HST Registration #R103478103

(AAMTCR-R)

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MSGG - Detailed Time Dockets

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File Name (ID): 1970636 Ontario Ltd. o/a Mt. Cross Pharmacy (AAMTCR-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Deborah Hornbostel (DHO)</b>					
Thur	01/10/2019	Review and approve accounts payable	0.20	\$465.00	\$93.00
Thur	01/24/2019	Review and approve accounts payable	0.30	\$465.00	\$139.50
Wed	01/30/2019	Review and approve accounts payable	0.10	\$465.00	\$46.50
Fri	02/08/2019	Review and approve accounts payable	0.10	\$465.00	\$46.50
Fri	02/15/2019	Review and approve accounts payable	0.10	\$465.00	\$46.50
Wed	03/20/2019	review and approve accounts payable	0.10	\$465.00	\$46.50
Tues	04/23/2019	Review and approve accounts payable	0.10	\$465.00	\$46.50
Thur	06/13/2019	Review and approve accounts payable	0.10	\$465.00	\$46.50
<b>Deborah Hornbostel (DHO)</b>			<b>1.10</b>		<b>\$511.50</b>
<b>Evan McCullagh (EMC)</b>					
Wed	07/10/2019	Discussion with FK re POS system, pick up POS system from Mike at Joice pharmacy.	0.50	\$135.00	\$67.50
<b>Evan McCullagh (EMC)</b>			<b>0.50</b>		<b>\$67.50</b>
<b>Frieda Kanaris (FKA)</b>					
Wed	01/02/2019	Requisition payment for rent and petty cash advance for delivery charges; t/c with Hamco Heating and Mike; courier cheques to pharmacy and landlord.	0.70	\$205.00	\$143.50
Thur	01/03/2019	T/c's with Hamco re furnace repairs.	0.20	\$205.00	\$41.00
Mon	01/07/2019	Review and deposit Claimsecure cheque; review and requisition payment for payables; t/c with Mike, prepare schedules of payments made to Mike, Angela and Elias and forward to Mike.	0.90	\$205.00	\$184.50
Tues	01/08/2019	Review and requisition payment for additional payables.	0.30	\$205.00	\$61.50
Wed	01/09/2019	T/c's with Hamco Heating and Mike re additional furnace repairs required.	0.40	\$205.00	\$82.00
Thur	01/10/2019	Review and deposit cheques from pharmacy.	0.30	\$205.00	\$61.50
Fri	01/11/2019	Sort delivery and expense receipts from pharmacy.	1.10	\$205.00	\$225.50
Mon	01/14/2019	Review and requisition payment for pharmacy staff; prepare interim billing.	0.70	\$205.00	\$143.50
Tues	01/15/2019	Print McKesson statement and reconcile invoices, requisition payment; t/c with Mike re inventory taking.	2.30	\$205.00	\$471.50
Wed	01/16/2019	T/c with alarm company, scan and forward copy of invoice to MM.	0.30	\$205.00	\$61.50
Thur	01/17/2019	T/c with Alectra re final reading; emails with MM; review email and invoice from Securitron.	0.40	\$205.00	\$82.00
Fri	01/18/2019	Compile data and file HST return; exchange of emails with Total Inventory confirming appointment; t/c with Alectra re new account to be opened.	0.50	\$205.00	\$102.50
Sat	01/19/2019	Attendance at pharmacy to oversee inventory count by Totals Inventory.	4.00	\$205.00	\$820.00
Mon	01/21/2019	Scan and email inventory to MM and PG; t/c with Cogeco; prepare letter and fax to Union Gas/Enbridge cancelling service; t/c and fax to Waste Connections cancelling service; t/c from Hamco Heating.	0.70	\$205.00	\$143.50
Tues	01/22/2019	Review and requisition payment for pharmacy staff and payables; review and deposit cheques.	0.80	\$205.00	\$164.00
Wed	01/23/2019	Deposit cash from premises; prepare schedule of delivery and expenses and reconcile with petty cash advances.	1.50	\$205.00	\$307.50
Thur	01/24/2019	T/c with Angela; puralator cheques to pharmacy; email exchange with MM.	0.40	\$205.00	\$82.00
Fri	01/25/2019	Print invoices and requisition payment for final Union/Enbridge; t/c's with Clarion Merchant services regarding return of debit/credit terminal.	0.40	\$205.00	\$82.00

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File Name (ID): 1970636 Ontario Ltd. o/a Mt. Cross Pharmacy (AAMTCR-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Frieda Kanaris (FKA)</b>					
Wed	01/30/2019	Print McKesson statement and reconcile invoices, requisition payment.	1.40	\$205.00	\$287.00
Thur	01/31/2019	Review banking transactions and prepare posting for ODB and other direct deposits.	0.30	\$205.00	\$61.50
Fri	02/01/2019	T/c to Chris Boothroyd, email to MM.	0.20	\$205.00	\$41.00
Mon	02/04/2019	Review and deposit Claimsecure and Green Shield cheques.	0.30	\$205.00	\$61.50
Wed	02/13/2019	Review banking transactions, prepare posting for direct deposits; requisition payment for payable.	0.30	\$205.00	\$61.50
Fri	02/15/2019	Review and deposit rebate cheques; send email to Chris Rolfe re insurance cancellation; requisition payment for utilities.	0.40	\$205.00	\$82.00
Tues	02/19/2019	Review and deposit Claimsecure cheque; review cancellation forms, print and return executed forms to Chris Rolfe (Pearson Dunn).	0.40	\$205.00	\$82.00
Wed	02/20/2019	Review and deposit ODB cheque; requisition payment for Cogeco.	0.40	\$205.00	\$82.00
Mon	03/04/2019	Review and deposit RBC bank draft re funds from company's account; t/c with pharmacy.	0.30	\$205.00	\$61.50
Thur	03/14/2019	Prepare posting for ETF from Pallet Vallo re sale of pharmacy.	0.20	\$205.00	\$41.00
Wed	03/20/2019	T/c's with Mike; review and requisition payment for Hamco invoice.	0.30	\$205.00	\$61.50
Thur	04/04/2019	Review and deposit insurance refund cheques; return redirected mail to pharmacy; compile data and file HST return.	0.50	\$205.00	\$102.50
Tues	05/14/2019	T/c with Mike and Clarion regarding return of POS equipment.	0.30	\$205.00	\$61.50
Wed	05/22/2019	Review and deposit HST refund cheque.	0.30	\$205.00	\$61.50
Fri	05/24/2019	T/c and email with LTC Ministry.	0.30	\$205.00	\$61.50
Thur	06/06/2019	Prepare interim notice of Receiver 246(2) and fax to O.R.	0.50	\$205.00	\$102.50
Thur	06/13/2019	T/c's with Mike and Clive (Elavon) regarding the return of POS equipment still at pharmacy.	0.30	\$205.00	\$61.50
Thur	07/04/2019	Review and respond to collection notice from Canada Legal Referral, compile data and file HST return.	0.20	\$205.00	\$41.00
Wed	07/10/2019	T/c's with Evan and Mike regarding return of POS equipment.	0.30	\$205.00	\$61.50
Thur	08/15/2019	Review and deposit cheque.	0.20	\$205.00	\$41.00
<b>Frieda Kanaris (FKA)</b>			<b>23.30</b>		<b>\$4,776.50</b>
<b>Harvey S. Lipman (HLI)</b>					
Thur	01/17/2019	To cheques review and approve	0.30	\$465.00	\$139.50
Tues	02/19/2019	To cheque review and sign	0.10	\$465.00	\$46.50
Wed	03/20/2019	To cheque review and sign	0.10	\$465.00	\$46.50
<b>Harvey S. Lipman (HLI)</b>			<b>0.50</b>		<b>\$232.50</b>
<b>Haran Sivanathan (HSI)</b>					
Wed	01/09/2019	Deposit, Cheque, Pre-Authorized payment, Review Files, GIC's and Bank reconciliation, Wire Transfer	0.50	\$100.00	\$50.00
Wed	01/16/2019	Deposit, Cheque, Pre-Authorized payment, Review Files, GIC's and Bank reconciliation	0.60	\$100.00	\$60.00
Wed	01/23/2019	Deposit, Cheque, Pre-Authorized payment, Review Files, GIC's and Bank reconciliation	0.30	\$100.00	\$30.00
Wed	07/31/2019	Pre-Authorized payment, Review Files, GIC's and Bank reconciliation	0.20	\$100.00	\$20.00
<b>Haran Sivanathan (HSI)</b>			<b>1.60</b>		<b>\$160.00</b>
<b>Inga Friptuleac (IFR)</b>					
Mon	01/07/2019	Issue cheques	1.20	\$50.00	\$60.00
Tues	01/08/2019	Deposit	0.20	\$50.00	\$10.00
Mon	01/14/2019	Issue cheques	1.20	\$50.00	\$60.00



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Filters Used:

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File Name (ID): 1970636 Ontario Ltd. o/a Mt. Cross Pharmacy (AAMTCR-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Inga Friptuleac (IFR)</b>					
Tues	01/22/2019	Issue cheques ; Deposit	2.20	\$50.00	\$110.00
Mon	01/28/2019	Issue cheque; Postings	0.60	\$50.00	\$30.00
Mon	02/04/2019	Deposit; Issue cheques	0.60	\$50.00	\$30.00
Mon	02/11/2019	Issue cheque; Post deposit	0.40	\$50.00	\$20.00
Tues	02/19/2019	issue cheques; Deposit	0.60	\$50.00	\$30.00
Mon	02/25/2019	Deposit	0.20	\$50.00	\$10.00
Tues	03/05/2019	Deposit	0.20	\$50.00	\$10.00
Mon	03/18/2019	Issue cheque	0.20	\$50.00	\$10.00
Mon	04/01/2019	Deposit	0.20	\$50.00	\$10.00
Mon	04/22/2019	Issue cheque	0.20	\$50.00	\$10.00
Tues	05/14/2019	Deposit	0.20	\$50.00	\$10.00
Tues	05/21/2019	Deposit	0.20	\$50.00	\$10.00
Wed	06/12/2019	Issue cheque	0.20	\$50.00	\$10.00
Wed	08/14/2019	Deposit	0.20	\$50.00	\$10.00
<b>Inga Friptuleac (IFR)</b>			<b>8.80</b>		<b>\$440.00</b>
<b>Mukul Manchanda (MMA)</b>					
Wed	01/02/2019	Receipt, review and approve payables. Receipt and review of email exchanges with C. Rolfe regarding insurance.	0.40	\$350.00	\$140.00
Thur	01/03/2019	Telephone call from B. Wyett regarding number of issues including: a) production order under the criminal code; b) Outstanding items from Umair; c) Notice of sale issued for one of Umair's property and the registration of the receivership order on the properties.	0.30	\$350.00	\$105.00
Fri	01/04/2019	Receipt and review of voicemail from B. Wyett regarding M. Abdelsayed invoices. Sent an email to B. Wyett advising that I will contact M. Abdelsayed regarding same. Receipt and review of an email from B. Wyett containing comments regarding the assignment of the lease from the landlord. Sent an email providing comments. Receipt and review of an email from D. Milivojevic providing comments regarding the assignment agreement.	0.90	\$350.00	\$315.00
Mon	01/07/2019	Telephone discussion with M. Abdelsayed regarding the HST issue for his invoices. Review of emails from M. Abdelsayed and F. Kanaris regarding HST number and the total amount paid to him by the receiver to date. Receipt and review of an email from B. Wyett containing revisions to the lease agreement by the landlord. Sent an email with my comments.	0.80	\$350.00	\$280.00
Tues	01/08/2019	Receipt and review of an email from B. Wyett providing comments regarding the revised assignment of lease. Review of email exchange between P. Gennis and F. Kanaris regarding the balance in the trust account and estimated sales up until Jan 21, 2019. Telephone discussion with P. Gennis regarding same and regarding the common area management charges requested by the landlord. Receipt and review of email exchanges between P. Gennis and B. Sachdeva regarding the assignment agreement. Receipt and review of an email from D. Milivojevic advising that either J. Russo or herself will attend at the court to seek extension. Receipt and review of an email from D. Milivojevic regarding the latest amendments to the assignment of lease. Receipt and review of an email from B. Wyett advising the amount of CAM outstanding to the landlord. Receipt and review of an email from M. Box advising that he does not have any issues with the changes made by the landlord to the assignment agreement.	0.60	\$350.00	\$210.00

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- File ID: AAMTCR-R: to AAMTCR-R:
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File Name (ID): 1970636 Ontario Ltd. o/a Mt. Cross Pharmacy (AAMTCR-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Mukul Manchanda (MMA)</b>					
Wed	01/09/2019	Receipt and review of an email from B. Wyett providing the revised lease agreement from the landlord. Receipt and review of an email from P. Gennis providing comments regarding same. Receipt and review of email exchanges with D. Milivojevic regarding the hearing related to the criminal code proceedings. Receipt and review of email exchanges with C. Rolfe regarding the insurance policy. Receipt and review of voicemail from B. Wyett regarding issues related to the operations.	0.40	\$350.00	\$140.00
Thur	01/10/2019	Receipt and review of a voicemail from B. Wyett regarding the agreement of purchase and sale. Receipt and review of an email from B. Wyett attaching the agreement of purchase and sale and suggesting certain edits. Receipt and review of an email from M. Abdelsayed containing letters from patients regarding calls received from A. Mikhael to transfer the file. Receipt and review of an email from M. Abdelsayed advising further instances of A. Mikhael regarding contacting the pharmacy's patients and doctors. Receipt and review of an email from B. Wyett containing four additional letters from patients.	0.80	\$350.00	\$280.00
Fri	01/11/2019	Receipt and review of an email from M. Abdelsayed containing additional letters from patients. Sent an email to B. Wyett containing the closing documents. Email exchange with B. Wyett regarding the closing agenda. Receipt and review of an email from C. Rolfe regarding the insurance.	0.20	\$350.00	\$70.00
Mon	01/14/2019	Email exchanges and telephone discussion with A. Ilchenko regarding the closing agenda. Email exchanges with B. Wyett regarding providing our accounts at the end of December 2018. Email exchanges with B. Wyett regarding the inventory count scheduled for Saturday. Receipt and review of email exchange regarding the insurance. Receipt, review and approval of our December invoice. Receipt and review of an email from A. Ilchenko containing the closing agenda. Receipt and review of an email from D. Milivojevic providing an update regarding the call with Justice Leitch regarding the production of records.	1.40	\$350.00	\$490.00
Tues	01/15/2019	Receipt and review of an email from B. Wyett regarding schedules to the approval and vesting order. Sent an email to A. Ilchenko regarding the encumbrances. Telephone discussion with A. Ilchenko regarding same. Email exchanges with B. Wyett regarding dating the APA and the changes suggested by B. Wyett. Receipt and review of an email from A. Ilchenko responding to B. Wyett's request regarding the schedules of the approval and vesting order. Receipt and review of an email from B. Wyett containing the final assignment agreement. Prepared an executed copy of same and emailed to B. Wyett. Receipt and review of an email from B. Wyett asking for the copies of invoices related to utilities and a letter from the receiver authorizing the purchaser to open new accounts. Instructed F. Kanaris to scan copies of invoices from the utility companies. Drafted an authorization letter and emailed same to B. Wyett along with copies of invoices.	1.80	\$350.00	\$630.00

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## Filters Used:

- File ID: AAMTCR-R: to AAMTCR-R:
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File Name (ID): 1970636 Ontario Ltd. o/a Mt. Cross Pharmacy (AAMTCR-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Mukul Manchanda (MMA)</b>					
Wed	01/16/2019	Email exchanges with B. Wyett regarding the alarm service at the premises. Provided B. Wyett with the invoice related to the alarm system. Receipt and review of an email from D. Milivojevic advising that the orders have been issued by Justice Leitch. Receipt and review of an email from B. Wyett asking me to provide a signed copy of the ownership change form for Cogeco. Prepared an executed copy of the ownership change form and provided same to B. Wyett. Receipt and review of an email from D. Milivojevic containing the orders of Justice Leitch. Uploaded same to the case website. Sent an email to B. Wyett providing him with our current billings and WIP. Receipt and review of an email from P. Gennis to Detective Carter providing him with the orders of Justice Leitch and asking him to advise when will access to the records be provided to the receiver. Receipt and review of voicemail from I. Grubner regarding closing documents. Telephone discussion with A. Ilchenko regarding same, instructed him to forward the revised documents to I. Grubner. Receipt and review of an email from D. Carter regarding the records. Receipt and review of an email from A. Ilchenko containing the revised closing documents.	1.70	\$350.00	\$595.00
Thur	01/17/2019	Receipt and review of an email from B. Wyett enclosing the signed closing documents. Receipt and review of an email from B. Wyett containing the HST joint election and asked for the appropriate reporting period. Sent an email to B. Wyett providing the reporting period. Receipt and review of an email from I. Grubner containing signed copies of closing documents.	0.70	\$350.00	\$245.00
Fri	01/18/2019	Receipt and review of voicemail from B. Wyett regarding pwer of sale proceedings of U. Nasim's home. Email exchanges with B. Wyett regarding same. Review and approve payables. Receipt and review of an email from B. Wyett regarding the legal costs of the landlord. Receipt and review of an email from B Wyett containing the landlord's invoice related to legal expenses. Receipt and review of an email from A. Ilchenko containing final closing documents with signatures of the purchaser.	0.80	\$350.00	\$280.00
Mon	01/21/2019	Review of multiple emails in relation to the closing of the sale of the assets of the pharmacy. Telephone discussions with A. Ilchenko regarding same.	0.90	\$350.00	\$315.00
Tues	01/22/2019	Receipt and review of an email from P. Gennis forwarding an email from D. Carter regarding our meeting tomorrow.	0.20	\$350.00	\$70.00
Wed	01/23/2019	Travel to the premises of RCMP in Stoney Creek. Attended meeting with D. Carter and reviewed certain documents in RCMP's possession. Multiple discussions and review of documents with the RCMP officer. Took electronic copies of certain documents. Travel back.	6.50	\$350.00	\$2,275.00
Thur	01/24/2019	Receipt and review of an email from M. Abdelsayed providing an audit report from Claim Secure. Email exchanges with B. Wyett regarding inventory adjustment. Telephone discussion with B. Wyett regarding same. Instructed to F. Kanaris to communicate with McKesson regarding rebates. Determined that no rebates were available to the receiver. Receipt and review of an email from A. Ilchenko containing the HST Election form.	1.40	\$350.00	\$490.00
Fri	01/25/2019	Review and approve payables.	0.30	\$350.00	\$105.00



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Filters Used:

- File ID: AAMTCR-R: to AAMTCR-R:
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File Name (ID): 1970636 Ontario Ltd. o/a Mt. Cross Pharmacy (AAMTCR-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Mukul Manchanda (MMA)</b>					
Mon	01/28/2019	Receipt and review of an email from B. Wyett regarding the rebates from McKesson. Email exchanges with McKesson regarding same. Sent an email to B. Wyett advising that the Receiver's account with McKesson is not entitled to rebates or discounts.	0.30	\$350.00	\$105.00
Tues	01/29/2019	Continue review of the information received from RCMP.	2.00	\$350.00	\$700.00
Fri	02/01/2019	Receipt and review of an email from B. Wyett regarding the rebates and discounts issue with McKesson. Sent an email to F. Kanaris regarding same. Receipt and review of an email from F. Kanaris advising that she has been advised by Chris from McKesson that the Receiver is not eligible for rebates or discounts. Sent an email to F. Kanaris instructing her to obtain same in writing.	0.40	\$350.00	\$140.00
Mon	02/04/2019	Sent an email to F. Kanaris requesting email coordinates for M. Stern. Sent an email to M. Stern asking him to advise if the Receiver is eligible for any rebates or discounts. Email exchanges related to the cancellation of the insurance.	0.50	\$350.00	\$175.00
Tues	02/05/2019	Receipt and review of an email from A. Ilchenko regarding the status of the inventory adjustment. Sent an email to A. Ilchenko advising that we are waiting to hear from McKesson regarding the Receiver's eligibility for rebates or discounts. Upon receipt of same we will be able to close the transaction and receive the funds.	0.40	\$350.00	\$140.00
Wed	02/06/2019	Sent an email to B. Wyett providing him with an update regarding the status of the rebates and discounts from McKesson.	0.20	\$350.00	\$70.00
Thur	02/07/2019	Receipt and review of an email from M. Sterns advising that McKesson does not pay rebates to Ontario pharmacies. Forwarded the email to B. Wyett and asked whether the amount held in trust can now be transferred to the receiver. Receipt and review of an email from B. Wyett agreeing that the amounts can be transferred now. Email exchanges with A. Ilchenko to effect the transfer of funds. Email exchanges with A. Ilchenko regarding the wire transfer information. Obtained the information from F. Kanaris and provided same to A. Ilchenko.	0.60	\$350.00	\$210.00
Fri	02/08/2019	Email exchanges with A. Ilchenko regarding transfer of funds.	0.20	\$350.00	\$70.00
Mon	02/11/2019	Receipt and review of an email from B. Sachdeva regarding certain outstanding matters. Drafted a response and emailed same to J. Russo, A. Ilchenko and P. Gennis. Conference call regarding same. Multiple email exchanges with counsel regarding same. Prepared the final response and emailed same to P. Gennis. Email exchanges with P. Gennis regarding the information obtained from RCMP.	1.20	\$350.00	\$420.00
Tues	02/12/2019	Receipt and review of an email from B. Wyett advising that Joice Pharmacy received certain cheques belonging to Mt. Cross. Discussion with the banking department regarding same. Sent an email to B. Wyett advising him to endorse the cheques and forward to us. Review of the information obtained from RCMP.	2.70	\$350.00	\$945.00
Wed	02/13/2019	Receipt and review of confirmation of receipt of funds from Pallett Valo. Sent an email to J. Russo asking him to reach to S. Oostdyk in order to obtain the vendor file.	0.20	\$350.00	\$70.00
Thur	02/14/2019	Review of a voicemail from B. Wyett. Telephone call to B. Wyett left a voicemail.	0.10	\$350.00	\$35.00
Fri	02/15/2019	Further review of the information obtained from RCMP.	1.40	\$350.00	\$490.00
Wed	02/20/2019	Sent an email to J. Russo regarding reaching to S. Oostdyk. Telephone discussion with J. Russo regarding same. Email exchanges with B. Wyett regarding an outstanding invoice for Cogeco. Instructed F. Kanaris to pay the invoice. Review and approve the payable.	0.30	\$350.00	\$105.00



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Filters Used:

- File ID: AAMTCR-R: to AAMTCR-R:
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File Name (ID): 1970636 Ontario Ltd. o/a Mt. Cross Pharmacy (AAMTCR-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Mukul Manchanda (MMA)</b>					
Thur	02/21/2019	Continue review of information received from RCMP.	1.50	\$350.00	\$525.00
Wed	02/27/2019	Review of email exchanges with J. Russo regarding sending a letter to S. Oostdyk to obtain the vendor file.	0.20	\$350.00	\$70.00
Thur	02/28/2019	Continue review of the information received from RCMP.	1.20	\$350.00	\$420.00
Tues	03/05/2019	Email exchanges with J. Russo regarding the status of the vendor file from S. Oostdyk.	0.20	\$350.00	\$70.00
Thur	03/07/2019	Receipt and review of an email from J. Russo containing a letter from S. Oostdyk. Receipt and review of vendor file received from S. Oostdyk.	0.80	\$350.00	\$280.00
Wed	03/13/2019	Review of the closing documents related to the sale of the pharmacy and prepared a journal entry to be entered in ascend. Provided same to F. Kanaris. Continue reviewing the information received from RCMP.	2.50	\$350.00	\$875.00
Thur	03/14/2019	Receipt and review of email exchanges between B. Wyett and P. Gennis regarding the status of the review of information received from RCMP.	0.20	\$350.00	\$70.00
Fri	03/22/2019	Discussion with P. Gennis regarding the outstanding matters and closing the file.	0.50	\$350.00	\$175.00
Mon	03/25/2019	Receipt and review of an email from B. Wyett asking status of report regarding the information received from RCMP. Sent an email to B. Wyett providing him with an update. Receipt and review of an email from P. Gennis to B. Sachdeva regarding outstanding matters and discharge of the Receiver.	0.40	\$350.00	\$140.00
Tues	04/09/2019	Receipt and review of an account statement from counsel. Sent an email asking for some clarification.	0.20	\$350.00	\$70.00
Thur	04/11/2019	Receipt and review of email exchanges between S. McTaggart and D. Milivojevic regarding obtaining a copy of the receiver's report.	0.20	\$350.00	\$70.00
Mon	04/15/2019	Email exchanges with D. Milivojevic regarding request from S. McTaggart. Email exchanges and telephone discussion with B. Sachdeva regarding same. Sent a copy of the report to B. Sachdeva.	0.30	\$350.00	\$105.00
Wed	05/01/2019	Email exchanges with S. Cassavia regarding issuance of T4's.	0.20	\$350.00	\$70.00
Thur	05/02/2019	Email exchanges with S. Cassavia regarding T4's for 2017 and 2018. Review of documents provided by S. Cassavia.	0.40	\$350.00	\$140.00
Thur	05/09/2019	Meeting with B. Sachdeva regarding the file.	0.40	\$350.00	\$140.00
Mon	05/13/2019	Receipt and review of an email from B. Wyett regarding payment received from insurance company. Instructed B Wyett to forward the cheque to my attention. Email exchanges with S. Cassavia regarding T4, ROE and WEPPA.	0.40	\$350.00	\$140.00
Tues	05/28/2019	Email exchanges with the landlord regarding clean up of graffiti.	0.20	\$350.00	\$70.00
Thur	05/30/2019	Email exchanges with B. Sachdeva and J. Russo regarding the assignment agreement. Receipt and review of security opinion from J. Russo. Prepared an executed copy of the executed agreement and emailed same to B. Sachdeva.	1.00	\$350.00	\$350.00
Thur	07/04/2019	Commence drafting the report to court.	2.50	\$350.00	\$875.00
Mon	07/08/2019	Continue drafting the report.	1.60	\$350.00	\$560.00
Fri	07/26/2019	Draft the report to court.	2.50	\$350.00	\$875.00
Wed	07/31/2019	Receipt and review of revised report. Finalized the draft and sent an email to J. Russo containing the draft report for his review and comments. Asked J. Russo to canvass dates for a discharge motion.	0.80	\$350.00	\$280.00
Thur	08/01/2019	Receipt and review of an email from J. Russo regarding the report.	0.10	\$350.00	\$35.00
Tues	08/06/2019	Email exchanges and telephone discussion with J. Russo regarding scheduling a discharge hearing.	0.20	\$350.00	\$70.00

Filters Used:

- File ID: AAMTCR-R; to AAMTCR-R;
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File Name (ID): 1970636 Ontario Ltd. o/a Mt. Cross Pharmacy (AAMTCR-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Mukul Manchanda (MMA)</b>					
Fri	08/09/2019	Email exchanges with D. Milivojevic regarding scheduling court attendance for the Receiver's discharge motion.	0.20	\$350.00	\$70.00
Thur	08/15/2019	Receipt and review of an email from D. Milivojevic regarding court attendance. Email exchanges and discussion regarding forwarding the receivership records to Maxium upon the discharge of the receiver.	0.30	\$350.00	\$105.00
Wed	08/28/2019	Email exchanges and telephone discussion with J. Russo regarding the discharge motion of the receiver. Receipt and review of email exchanges between J. Russo and B. Sachdeva regarding a call to discuss the discharge of the receiver.	0.50	\$350.00	\$175.00
Wed	09/04/2019	Participated in a conference call with J. Russo, B. Sachdeva and P. Gennis regarding the discharge of the receiver.	0.40	\$350.00	\$140.00
Tues	09/10/2019	Review of an email from J. Russo containing the notice of motion and draft discharge order and the fee affidavits. Finalize the report along with fee affidavit of the receiver. Telephone discussion with J. Russo regarding the discharge of the receiver and post discharge duties.	2.50	\$350.00	\$875.00
<b>Mukul Manchanda (MMA)</b>			<b>53.00</b>		<b>\$18,550.00</b>
<b>Phillip H. Gennis (PGE)</b>					
Wed	01/02/2019	Review and approve payables; lengthy telephone discussion with Const. Carter (RCMP)	0.75	\$465.00	\$348.75
Thur	01/03/2019	Review revised Assignment Agreement with respect to the lease of the pharmacy premises.	0.75	\$465.00	\$348.75
Fri	01/04/2019	Receipt and review of email from Ben Wyett (Maxium) regarding Assignment of Lease; telephone discussion with Ben Wyett regarding lease assignment; email to Dina Milivojevic at Pallet Valo requesting relief of amended Assignment Agreement; receipt and review of responding email from Counsel for Receiver with proposed minor amendments; review of minor amendments to Lease Assignment Agreement; email forwarding same to Ben Wyett.	1.00	\$465.00	\$465.00
Mon	01/07/2019	Receipt of Revised Assignment Agreement and review of same; email to Counsel requesting review of revisions.	0.75	\$465.00	\$348.75
Tues	01/08/2019	Email from Ben Wyett regarding lease assignment; telephone discussion with Ben Wyett regarding same; telephone discussion with MM regarding funds on hand; telephone discussion and follow up email to Bobby Sachdeva regarding Sub-Landlord's dealing with deposit; email from Dina Milivojevic regarding lease assignment; email from FK confirming funds on hand; discussion with Mukul Manchanda regarding adjustments; receipt of email from Ben Wyett regarding the Sub-Landlord's claim from additional rent (Taxes and CAM charges); receipt and review of email from Murray Box regarding approval of proposed changes to Assignment Agreement; further email from Ben Wyett regarding possible further revisions to Assignment Agreement; email to Ben Wyett advising of the Receiver's proposed dealing with additional rent being claimed by Landlord pursuant to the sublease.	1.50	\$465.00	\$697.50
Wed	01/09/2019	Receipt and review of email from Ben Wyett together with attachments and respond thereto.	0.50	\$465.00	\$232.50
Thur	01/10/2019	Review and approve payables.	0.25	\$465.00	\$116.25
Mon	01/14/2019	Email from Ben Wyett requesting closing Agenda; email to PV requesting same; email from BW regarding invoices to December 31; receipt and review of closing Agenda from PV; email from PV regarding Criminal Code Application for document disclosure.	0.75	\$465.00	\$348.75

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Filters Used:

- File ID: AAMTCR-R: to AAMTCR-R:
- Time Entry Bill Status: Un-Billed to Un-Billed
- Time Entry Bill Status: Un-Billed to Un-Billed

MSGG - Detailed Time Dockets

Printed on: 9/11/19

Page 9 of 10

File Name (ID): 1970636 Ontario Ltd. o/a Mt. Cross Pharmacy (AAMTCR-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Phillp H. Gennis (PGE)</b>					
Tues	01/15/2019	Email exchange with Ben Wyett; receipt execution and transmittal of SubLease Assignment Agreement; email exchange with Counsel for Receiver regarding Schedules to Vesting Order;	0.50	\$465.00	\$232.50
Wed	01/16/2019	Receipt and review of criminal code Orders; email exchange with RCMP; email exchange with Ben Wyett; lengthy telephone discussion with RCMP Detective Carter and setting up of initial meeting for January 23rd; telephone discussion with Alex Ilichenko regarding closing and receipt of subsequent email directed to Solicitor for purchaser; review of closing documents.	1.50	\$465.00	\$697.50
Thur	01/17/2019	Email from Ben Wyett to Counsel with signature pages in escrow; review and approve payables;	0.25	\$465.00	\$116.25
Fri	01/18/2019	Receipt and review of closing documents provided by Solicitor for Purchaser; email exchange with CWB and Counsel regarding account from Landlord;	0.75	\$465.00	\$348.75
Mon	01/21/2019	Receipt and review of closing documents; execution and transmittal of closing documents; receipt and review of pharmacy inventory; multiple emails with Counsel regarding inventory adjustment post-closing; email advice to MM regarding closing and post-closing adjustments; receipt and review of wire transfer confirmation	1.25	\$465.00	\$581.25
Tues	01/22/2019	Lengthy email from Corporal Carter of the RCMP regarding our impending meeting scheduled for January 23rd.	0.25	\$465.00	\$116.25
Wed	01/23/2019	Attendance at RCMP Offices in Stoney Creek to commence examination of books, records and computer data seized May 16, 2018 (inclusive of travel time); Email exchange with Counsel and Ben Wyett regarding inventory adjustments; telephone discussion with Ben Wyett regarding our meeting with the RCMP	5.00	\$465.00	\$2,325.00
Thur	01/24/2019	Review and approve payables	0.50	\$465.00	\$232.50
Thur	01/31/2019	Telephone discussion with Corporal Carter RCMP.	0.50	\$465.00	\$232.50
Fri	02/01/2019	Email exchange with Chris Rolfe regarding cancellation of insurance on pharmacy.	0.25	\$465.00	\$116.25
Mon	02/04/2019	Email exchange with MM regarding execution of insurance cancellation.	0.25	\$465.00	\$116.25
Tues	02/05/2019	Email exchange with Counsel for Receiver regarding finalizing inventory valuation and adjustments; receipt and review of email response from MM to Counsel.	0.25	\$465.00	\$116.25
Thur	02/07/2019	Email exchange with Counsel regarding final adjustments with respect to inventory valuation and remaining outstanding matters post-closing.	0.50	\$465.00	\$232.50
Fri	02/08/2019	Email exchange between Receiver and Counsel regarding closing adjustments and forwarding of funds to Receiver for transmittal to CWB.;	0.25	\$465.00	\$116.25
Sat	02/09/2019	Receipt and review of lengthy email from Counsel for CWB; transmittal to MM requesting draft response.	0.25	\$465.00	\$116.25
Mon	02/11/2019	Receipt and review of draft response to email from CWB Counsel; email exchanges regarding response to enquiries put forward by Counsel by Maxium; lengthy telephone discussion with RCMP; transmittal of responding email to Counsel for CWB.	1.00	\$465.00	\$465.00
Wed	02/13/2019	Email exchange with Counsel.	0.25	\$465.00	\$116.25
Thur	02/21/2019	Review and approve payables.	0.10	\$465.00	\$46.50
Mon	02/25/2019	Telephone discussion of Corporal Carter (RCMP-Stoney Creek Detachment).	0.50	\$465.00	\$232.50



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Filters Used:

- File ID: AAMTCR-R: to AAMTCR-R:
- Time Entry Bill Status: Un-Billed to Un-Billed
- Time Entry Bill Status: Un-Billed to Un-Billed

MSGG - Detailed Time Dockets

Printed on: 9/11/19

Page 10 of 10

File Name (ID): 1970636 Ontario Ltd. o/a Mt. Cross Pharmacy (AAMTCR-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Phillp H. Gennls (PGE)</b>					
Wed	02/27/2019	Email correspondence to John Russo regarding request made of Sean Oostdyk regarding his Vendor file on sale of Mt. Cross Pharmacy; telephone discussion with Constable Carter of the RCMP.	0.50	\$465.00	\$232.50
Fri	03/01/2019	Email to John Russo regarding Sean Oostdyk.	0.25	\$465.00	\$116.25
Thur	03/07/2019	Telephone discussion with Constable Carter RCMP Stoney Creek Detachment; email exchange with Bobby Sachdeva regarding Sean Oostdyk.	0.50	\$465.00	\$232.50
Thur	03/07/2019	Receipt and review of documents provided by Sean Oostdyk comprising his file on the sale to 197 of the pharmacy business that eventually became Mt. Cross Pharmacy.	2.00	\$465.00	\$930.00
Mon	03/11/2019	Conference call with Counsel related to the Purchase and Sale of Mt. Cross Pharmacy;	0.25	\$465.00	\$116.25
Thur	03/14/2019	Email from Ben Wyett regarding review of police seized documentary evidence; internal discussion with MM; responding email to Ben Wyett..	0.50	\$465.00	\$232.50
Fri	03/22/2019	Review of analysis of RCMP productions relative to Mt. Cross and related parties.	0.50	\$465.00	\$232.50
Mon	03/25/2019	Email exchange with Ben Wyett regarding review of RCMP productions; Brief discussion with MM regarding need to move for our discharge; telephone discussion with Bobby Sachdeva regarding Spergel seeking its discharge as Receiver and the possible bankruptcy of 197 thereby permitting Maxium to seek and obtain an Order under S. 38 of the BIA regarding any potential claims against Sean Oostdyk over purchase and sale transaction; email to Bobby Sachdeva confirming same..	0.75	\$465.00	\$348.75
Mon	04/15/2019	General	0.00	\$465.00	\$0.00
Mon	04/15/2019	Email exchange with Counsel for London Life regarding release of Receiver's last report; email exchange with Receiver's Counsel with respect to a response to the London Life enquiry.	0.25	\$465.00	\$116.25
Thur	05/30/2019	Receipt and Review of revised Assignment Agreement (Receiver to Maxium); email exchange with MM and Counsel in this regard.	1.00	\$465.00	\$465.00
Fri	07/26/2019	Review draft report to Court.	1.50	\$465.00	\$697.50
Thur	08/01/2019	Additional review of draft report to Court.	0.50	\$465.00	\$232.50
Tues	08/06/2019	Receipt and review of Receiver's Counsel revisions to Final Report to Court; transmittal of draft report to Counsel for Maxium for review and comments;	0.75	\$465.00	\$348.75
Thur	08/15/2019	Receipt and review of email from Counsel for Maxium; forwarding request for comments to Counsel for Receiver.	0.50	\$465.00	\$232.50
Tues	08/27/2019	Review of Claims assignment and discussions with MM in this regard.	0.50	\$465.00	\$232.50
Wed	08/28/2019	Review of email from Counsel for CWB Maxium; conference call with John Russo, Counsel to Receiver regarding Maxium Counsel's request regarding books and records applicable to assigned Choses in Action.	0.50	\$465.00	\$232.50
Wed	09/04/2019	Conference call with Counsel for Maxium and Counsel for Receiver regarding upcoming court attendance.	0.75	\$465.00	\$348.75
Mon	09/09/2019	Receipt and review of Notice of Motion; proposed Disacharge Order and Fee Affidavit from Counsel for Receiver in advance of September 23rd motion.	1.00	\$465.00	\$465.00
Phillp H. Gennls (PGE)			32.85		\$15,275.25
Total for File ID AAMTCR-R:			121.65		\$40,013.25
Grand Total:			121.65		\$40,013.25

## TAB 2F

Court File No. CV-18-597922-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST

BETWEEN:

CWB MAXIUM FINANCIAL INC.

Plaintiff

- and -

1970636 ONTARIO LTD. o/a MT. CROSS PHARMACY, UMAIR N. NASIM, SHRIKANT  
MALHOTRA, 1975193 ONTARIO LTD. dba MTN RX & HEALTH AND ANGELO  
KIRKOPOULOS

Defendants

AFFIDAVIT OF MUKUL MANCHANDA  
(Sworn September 12, 2019)

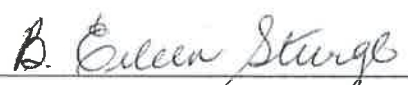
I, **MUKUL MANCHANDA**, of the City of Brampton, in the Province of Ontario, **MAKE  
OATH AND SAY AS FOLLOWS:**

1. I am a Licensed Insolvency Trustee with insi Spergel Inc. ("**Spergel**"), the Court-Appointed Receiver (the "**Receiver**") of Umair N. Nasim and Shrikant Malhotra (the "**Guarantors**"), and as such have knowledge of the matters to be deposed herein, except where such knowledge is stated to be based on information and belief, in which case I state the source of the information and verily believe such information to be true.

2. The Receiver was appointed, without security, and only with certain powers with respect to the assets, undertakings and properties of the Guarantors by Order of the Honourable Justice Penny dated September 21, 2018.

3. In connection with the receivership for the period from September 24, 2018 to September 10, 2019 fees of \$26,239.64 inclusive of HST and disbursements charged by Spergel as detailed in the billing summary and time dockets attached hereto as **Exhibit "1"** to this, my Affidavit. This represents 66.65 hours at an effective rate of \$346.10 per hour.
4. The hourly billing rates detailed in this Affidavit are comparable to the hourly rates charged by Spergel for services rendered in relation to similar proceedings.
5. This Affidavit is made in support of a motion to, *inter alia*, approve the interim receipts and disbursement of the Receiver and its accounts.
6. I make this Affidavit for no improper purpose.

**SWORN** before me at the City of  
Toronto, in the Province of Ontario  
this 12<sup>th</sup> day of September, 2019.



Commissioner for Taking Affidavits  
Barbara Eileen Sturge, a Commissioner, etc.,  
Province of Ontario, for msi Spergel Inc. and  
Spergel & Associates Inc.  
Expires September 21, 2019.

)  
)  
)  
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)



Mukul Manchanda

**This is Exhibit "1" of the Affidavit of  
Mukul Manchanda  
Sworn before me on this 12<sup>th</sup> day of September, 2019**

*B. Eileen Sturge*  
**A Commissioner, Etc.**

Barbara Eileen Sturge, a Commissioner, etc.,  
Province of Ontario, for msi Spergel Inc. and  
Spergel & Associates Inc.  
Expires September 21, 2019.





**SPERGEL**

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September 11, 2019

Invoice #: 11725

CWB Maxium Financial  
30 Vogel Road # 1  
Richmond Hill, ON L4B3K6

## Invoice

**RE: Shrikant Malhorta**

**FOR PROFESSIONAL SERVICES RENDERED** for the period September 24, 2018 to September 10, 2019 in connection with our appointment as Court-Appointed Receiver for the purposes of investigation and inspection.

	Hours	Hourly Rate	Total
Philip H. Gennis, LL.B., CIRP, Trustee	3.25	\$465.00	\$1,511.25
Mukul Manchanda, CPA, CIRP, LIT	12.50	315.44	3,943.00
Frieda Kanaris	2.20	205.00	451.00
Total Professional fees	17.95	\$328.98	\$5,905.25
HST			767.68
Reimbursable Expenses			
Filing Fees			\$70.00
PPSA Search			\$8.00
Total Reimbursable expenses			\$78.00
<b>Total</b>			<b>\$6,750.93</b>

HST Registration #R103478103

(AAMALH-R)

**msi Spergel inc.** Licensed Insolvency Trustees 505 Consumers Road, Suite 200, Toronto, ON M2J 4V8 • Tel 416 497 1660 • Fax 416 494 7199

• Barrie 705 722 5090 • Hamilton 905 527 2227 • Mississauga 905 602 4143 • Oshawa 905 721 8251 • Toronto-Central 416 778 8813  
• Brampton 905 874 4905 • London 519 902 2772 • Peterborough 705 748 3333 • Scarborough 416 642 1363 • Saskatchewan 306 341 1660

Member **CAIRP** Canadian Association of Insolvency  
and Restructuring Practitioners

[www.spergel.ca](http://www.spergel.ca)

Member **ICIN** The Independent Canadian Insolvency Network

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## Filters Used:

- File ID: AAMALH-R: to AAMALH-R:  
 - Time Entry Bill Status: Un-Billed to Un-Billed  
 - Time Entry Bill Status: Un-Billed to Un-Billed

## MSGG - Detailed Time Dockets

Printed on: 9/11/19

Page 1 of 2

## File Name (ID): Shrikant Malhotra (AAMALH-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Frieda Kanaris (FKA)</b>					
Tues	10/02/2018	Request PPSA printout; prepare draft Notice of Receiver, review with MM and make revisions as discussed; finalize Notice of Receiver, fax to O.R., mail copy to Shrikant Malhotra; review confirmation from O.R.	1.20	\$205.00	\$246.00
Tues	10/16/2018	Requisition payment of filing fee.	0.30	\$205.00	\$61.50
Tues	03/19/2019	Prepare draft Interim Notice of Receiver 246(2).	0.30	\$205.00	\$61.50
Wed	03/20/2019	Finalize Interim Notice of Receiver and fax to O.R.	0.40	\$205.00	\$82.00
<b>Frieda Kanaris (FKA)</b>			<b>2.20</b>		<b>\$451.00</b>
<b>Mukul Manchanda (MMA)</b>					
Mon	09/24/2018	Receipt and review of the draft order from C. Mills. Sent an email to C. Mills providing comments.	0.30	\$290.00	\$87.00
Tues	09/25/2018	Receipt and review of the revised order.	0.20	\$290.00	\$58.00
Fri	09/28/2018	Receipt and review of the issued and entered receivership order.	0.10	\$290.00	\$29.00
Tues	10/02/2018	Reviewed the Notice and Statement of the Receiver. Edited same and signed the final copy to be sent to the OSB. Receipt and review of the PPSA results. Review of the land title search - the search indicated that S. Malhotra transferred his interest in the primary residence to his wife in August 2017. Telephone discussion with the OSB regarding the receivership. Receipt and review of a fax from OSB containing the estate number.	0.50	\$290.00	\$145.00
Mon	10/15/2018	Receipt and review of the statement of financial position from S. Malhotra. Noted that no significant assets are owned by S. Malhotra currently.	0.30	\$290.00	\$87.00
Tues	10/16/2018	Review of the court order to determine the information that the Receiver can request from parties subject to the order. Sent an email to C. Mills regarding same.	0.40	\$290.00	\$116.00
Mon	10/22/2018	Email exchanges with C. Mills regarding the information provided by S. Malhotra.	0.20	\$290.00	\$58.00
Wed	10/24/2018	Various email exchanges with B. Wyatt regarding the financial disclosure provided by U. Nasim	0.40	\$290.00	\$116.00
Tues	10/30/2018	Review of the documents received from S. Malhotra regarding his financial position. Drafted a letter to S. Malhotra requesting additional information. Sent the draft letter to C. Mills for comments.	1.60	\$290.00	\$464.00
Wed	10/31/2018	Email exchanges with C. Mills regarding my draft letter.	0.20	\$290.00	\$58.00
Thur	11/01/2018	Email exchanges with C. Mills regarding letter to S. Malhotra requesting additional information. Revised the letter and emailed same along with other documents to S. Malhotra. Multiple telephone discussions with J. Russo regarding registering the receivership on title and conducting title searches.	0.60	\$290.00	\$174.00
Tues	11/13/2018	Email exchanges with C. Mills regarding non-compliance with the court order.	0.20	\$290.00	\$58.00
Thur	11/15/2018	Drafted a letter to S. Malhotra regarding the information requested in the Receiver's letter dated November 1, 2018. Sent an email to C. Mills containing the draft letter. Receipt and review of an email from C. Mills containing comments regarding the letter. Finalized the letter and emailed same to S. Malhotra.	0.60	\$290.00	\$174.00
Fri	11/16/2018	Receipt and review of an email from S. Malhotra containing certain documents. Telephone discussions with C. Mills regarding same. Receipt and review of an email from S. Malhotra asking to confirm receipt of documents. Sent an email to S. Malhotra confirming receipt of his email and advising that I will be in touch if further documents are required.	1.60	\$290.00	\$464.00

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## Filters Used:

- File ID: AAMALH-R: to AAMALH-R;
- Time Entry Bill Status: Un-Billed to Un-Billed
- Time Entry Bill Status: Un-Billed to Un-Billed

## MSGG - Detailed Time Dockets

Printed on: 9/11/19

Page 2 of 2

File Name (ID): Shrikant Malhorta (AAMALH-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Mukul Manchanda (MMA)</b>					
Mon	03/11/2019	Drafted report to court. Prepared appendices and emailed same to J. Russo for comments.	3.50	\$350.00	\$1,225.00
Tues	03/19/2019	Review, edit and sign the 246 report.	0.30	\$350.00	\$105.00
Fri	07/26/2019	Draft the report to court.	1.00	\$350.00	\$350.00
Tues	09/10/2019	Review motion materials and prepare fee affidavit.	0.50	\$350.00	\$175.00
<b>Mukul Manchanda (MMA)</b>			<b>12.50</b>		<b>\$3,943.00</b>
<b>Phillp H. Gennis (PGE)</b>					
Tues	10/23/2018	File Review and internal discussions with MM.	1.50	\$465.00	\$697.50
Tues	10/30/2018	Review correspondence to Debtor.	0.25	\$465.00	\$116.25
Thur	11/01/2018	Correspondence to Counsel regarding Debtor's assets.	0.50	\$465.00	\$232.50
Fri	11/16/2018	Review correspondence to debtor.	0.25	\$465.00	\$116.25
Mon	03/11/2019	Review and execute Report to Court; email exchange with Counsel.	0.50	\$465.00	\$232.50
Thur	04/11/2019	Receipt and review of email from Counsel for London Life regarding report; instructing Counsel for Receiver to respond confirming details of Court's endorsement relative to disseminating March 11th Report.	0.25	\$465.00	\$116.25
<b>Phillp H. Gennis (PGE)</b>			<b>3.25</b>		<b>\$1,511.25</b>
<b>Total for File ID AAMALH-R:</b>			<b>17.95</b>		<b>\$5,905.25</b>
<b>Grand Total:</b>			<b>17.95</b>		<b>\$5,905.25</b>

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**SPERGEL**

September 11, 2019

Invoice #: 11726

 CWB Maxium Financial  
 30 Vogel Road # 1  
 Richmond Hill, ON L4B3K6

## Invoice

**RE: Umair Nasim**

**FOR PROFESSIONAL SERVICES RENDERED** for the period September 24, 2018 to September 10, 2019 in connection with our appointment as Court-Appointed Receiver for the purposes of investigation and inspection.

	Hours	Hourly Rate	Total
Philip H. Gennis, LL.B., CIRP, Trustee	12.40	\$465.00	\$5,766.00
Mukul Manchanda, CPA, CIRP, LIT	34.10	320.97	10,945.00
Frieda Kanaris	2.20	205.00	451.00
Total Professional fees	48.70	\$352.40	\$17,162.00
HST			2,231.06
Reimbursable Expenses			
Courier			\$15.62
Filing Fees			\$70.00
PPSA Search			\$8.00
Total Reimbursable expenses			\$93.62
HST on expenses			\$2.03
<b>Total</b>			<b>\$19,488.71</b>

HST Registration #R103478103

(AANASI-R)

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 • Brampton 905 874 4905 • London 519 902 2772 • Peterborough 705 748 3333 • Scarborough 416 642 1363 • Saskatchewan 306 341 1660

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 and Restructuring Practitioners

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Member **ICIN** The Independent Canadian Insolvency Network

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## Filters Used:

- File ID: AANASI-R: to AANASI-R:
- Time Entry Bill Status: Un-Billed to Un-Billed
- Time Entry Bill Status: Un-Billed to Un-Billed

## MSGG - Detailed Time Dockets

Printed on: 9/11/19

Page 1 of 4

File Name (ID): Umair Nasim (AANASI-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Frieda Kanaris (FKA)</b>					
Mon	10/01/2018	Review Court Order and draft Notice of Receiver.	0.50	\$205.00	\$102.50
Tues	10/02/2018	Request PPSA printout; review draft Notice of Receiver with MM and make revisions as discussed. finalize Notice of Receiver, fax to O.R., mail copy to Umair Nasim; review confirmation from O.R.	0.70	\$205.00	\$143.50
Tues	10/16/2018	Requisition payment of filing fee.	0.30	\$205.00	\$61.50
Tues	03/19/2019	Prepare draft Interim Notice of Receiver 246(2).	0.30	\$205.00	\$61.50
Wed	03/20/2019	Finalize Interim Notice of Receiver and fax to O.R.	0.40	\$205.00	\$82.00
<b>Frieda Kanaris (FKA)</b>			<b>2.20</b>		<b>\$451.00</b>
<b>Mukul Manchanda (MMA)</b>					
Mon	09/24/2018	Receipt and review of the draft order from C. Mills. Sent an email to C. Mills providing comments.	0.30	\$290.00	\$87.00
Tues	09/25/2018	Receipt and review of the revised order.	0.20	\$290.00	\$58.00
Fri	09/28/2018	Receipt and review of the issued and entered receivership order.	0.10	\$290.00	\$29.00
Tues	10/02/2018	Reviewed the Notice and Statement of the Receiver. Edited same and signed the final copy to be sent to the OSB. Receipt and review of the PPSA results. Review of the credit application submitted by U. Nasim to Maxium. Noted U. Nasim listed other real estate on the credit application. Telephone call to D. Milivojevic - left a voicemail for her to call me back. Telephone discussion with the OSB regarding the receivership. Receipt and review of a fax from OSB containing the estate number.	0.60	\$290.00	\$174.00
Mon	10/15/2018	Receipt and review of an email from U. Nasim asking for a template to report his financial position. Email exchanges with C. Mills regarding same.	0.20	\$290.00	\$58.00
Tues	10/16/2018	Sent an email to U. Nasim providing him with a template to report assets, liabilities, income and expenses. Also notified him that he is in breach of the order as the information was to be provided by October 12, 2018.	0.30	\$290.00	\$87.00
Mon	10/22/2018	Receipt and review of an email from U. Nasim reporting his assets, liabilities, income and expenses. Email exchanges with C. Mills regarding the information provided by U. Nasim.	0.40	\$290.00	\$116.00
Tues	10/23/2018	Review of the documents submitted by U. Nasim in accordance with the court order.	0.30	\$290.00	\$87.00
Wed	10/24/2018	Various email exchanges with B. Wyatt regarding the financial disclosure provided by U. Nasim	0.60	\$290.00	\$174.00
Tues	10/30/2018	Review of the documents received from S. Malhotra regarding his financial position. Drafted a letter to S. Malhotra requesting additional information. Sent the draft letter to C. Mills for comments.	1.60	\$290.00	\$464.00
Wed	10/31/2018	Email exchanges with C. Mills regarding my draft letter.	0.20	\$290.00	\$58.00
Thur	11/01/2018	Email exchanges with C. Mills regarding my letter requesting additional information. Revised the letter and emailed same to U. Nasim along with other documents. Sent an email to D. Milivojevic asking her to register the receivership order on title of the real properties owned by U. Nasim. Multiple telephone discussions with J. Russo regarding registering the receivership on title and conducting title searches. Telephone discussion with R. Mikkola regarding the registration on Spitfire property. Email exchanges and telephone discussion with C. Mills regarding same. Receipt and review of an email from R. Mikkola regarding the property searches and registration of the order on title of the Kelso property.	1.90	\$290.00	\$551.00



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## Filters Used:

- File ID: AANASI-R: to AANASI-R:
- Time Entry Bill Status: Un-Billed to Un-Billed
- Time Entry Bill Status: Un-Billed to Un-Billed

## MSGG - Detailed Time Dockets

Printed on: 9/11/19

Page 2 of 4

File Name (ID): Umalr Nasim (AANASI-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Mukul Manchanda (MMA)</b>					
Fri	11/02/2018	Sent an email to C. Mills regarding the registration of the order against the real properties. Telephone discussions with C. Mills regarding same. Receipt and review of an email from T. Bermejo advising that the order has been registered against the property located at 46 Kelso Drive. Receipt and review of an email from S. Pordage regarding registering the order on title of the other real property owned by U. Nasim.	0.50	\$290.00	\$145.00
Tues	11/06/2018	Email exchanges with S. Pordage regarding registering the court order on title of the real property owned by U. Nasim.	0.20	\$290.00	\$58.00
Tues	11/13/2018	Email exchanges with C. Mills regarding non-compliance with the court order.	0.20	\$290.00	\$58.00
Thur	11/15/2018	Drafted a letter to S. Malhotra regarding the information requested in the Receiver's letter dated November 1, 2018. Sent an email to C. Mills containing the draft letter. Receipt and review of an email from C. Mills containing comments regarding the letter. Finalized the letter and emailed same to S. Malhotra.	0.60	\$290.00	\$174.00
Fri	11/16/2018	Telephone discussion with C. Mills regarding the information request sent to U. Nasim. Receipt and review of an email from C. Mills containing U. Nasim's PPSA record indicating that he may have interest in 2 other pharmacies. Researched the pharmacies online and on the website of the OCP and noted that the two pharmacies appear to be close for business.	0.80	\$290.00	\$232.00
Mon	11/19/2018	Receipt and review of an email from U. Nasim asking me to advise if he needs to provide any additional information. Sent an email to U. Nasim providing him with a copy of my letter dated November 1, 2018 and asking him to provide the requested information.	0.30	\$290.00	\$87.00
Thur	11/22/2018	Multiple email exchanges related to examination of U. Nasim.	0.20	\$290.00	\$58.00
Fri	11/23/2018	Receipt and review of an email from U. Nasim replying to the Receiver's request for information. Email exchanges with C. Mills regarding examination of U. Nasim.	0.20	\$290.00	\$58.00
Wed	12/05/2018	Telephone discussion with J. Russo regarding the examination of U. Nasim. Email exchanges with B. Wyatt regarding the outstanding mortgage on U. Nasim's real properties.	0.30	\$290.00	\$87.00
Fri	12/07/2018	Telephone discussion with J. Russo regarding the examination of U. Nasim on Monday. Reviewed documents provided to date.	0.60	\$290.00	\$174.00
Mon	12/10/2018	Travel to the offices of Cindy Jones for examination of U. Nasim. Meeting with J. Russo and P. Gennis before the examination. Attended the examination. Travel back. Email exchanges with B. Wyatt regarding the outstanding mortgage on the two real properties owned by U. Nasim.	5.50	\$290.00	\$1,595.00
Tues	12/18/2018	Sent an email to J. Russo asking for update regarding the transcript of U. Nasim's examination.	0.10	\$290.00	\$29.00
Wed	12/19/2018	Receipt and review of an email from J. Russo containing the list of undertakings provided by U. Nasim.	0.30	\$290.00	\$87.00
Wed	01/02/2019	Sent an email to J. Russo asking him to advise if he has received a response from U. Nasim to the undertakings provided during the examination.	0.10	\$350.00	\$35.00
Thur	01/03/2019	Receipt and review of an email from C. Mills containing a notice of sale in relation to the property located at 27 Spitfire Drive, Mount Hope ON. Email exchanges with J. Russo and D. Milivojevic regarding the undertakings of U. Nasim and the notice of sale.	0.30	\$350.00	\$105.00
Mon	01/07/2019	Email exchanges with D. Milivojevic regarding availability of court to seek extension to file the report due to information outstanding from U. Nasim.	0.20	\$350.00	\$70.00

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## Filters Used:

- File ID: AANASI-R: to AANASI-R:
- Time Entry Bill Status: Un-Billed to Un-Billed
- Time Entry Bill Status: Un-Billed to Un-Billed

## MSGG - Detailed Time Dockets

Printed on: 9/11/19

Page 3 of 4

File Name (ID): Umair Nasim (AANASI-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Mukul Manchanda (MMA)</b>					
Thur	01/10/2019	Receipt and review of an email from D. Milivojevic advising that Justice Penny has extended the deadline for the Receiver's report to February 11, 2019. Receipt and review of an email from D. Milivojevic containing Justice Penny's Endorsement.	0.10	\$350.00	\$35.00
Mon	01/28/2019	Receipt and review of multiple emails containing documents related to the undertakings provided by Nasim during the examination. Sent an email to J. Russo asking him to advise when can we expect to receive the remainder of the information.	2.20	\$350.00	\$770.00
Wed	02/06/2019	Review of certain documents provided by Nasim as part of his undertakings. Email exchanges with J. Russo regarding a call to discuss the outstanding items.	1.20	\$350.00	\$420.00
Thur	02/07/2019	Email exchanges and telephone discussion with J. Russo regarding requesting an extension to submit the Receiver's report. Receipt and review of an email from J. Russo advising that D. Milivojevic will be attending at court tomorrow to seek the extension and that U. Nasim is attending at his office tomorrow to provide more information.	0.50	\$350.00	\$175.00
Fri	02/08/2019	Email exchanges with B. Wyett regarding information received to date and whether the receiver will be filing a report on Feb 11th.	0.10	\$350.00	\$35.00
Mon	02/11/2019	Receipt and review of an email from J. Russo regarding U. Nasim's request for refinancing of the mortgage. Sent an email to J. Russo advising that the Receiver will consent to the refinancing provided that the amount outstanding does not increase.	0.30	\$350.00	\$105.00
Tues	02/12/2019	Review of the information provided by U. Nasim as part of his undertakings.	0.60	\$350.00	\$210.00
Thur	02/21/2019	Receipt and review of additional information from U. Nasim.	0.80	\$350.00	\$280.00
Fri	03/01/2019	Review of the documents provided by U. Nasim as part of the undertakings.	0.50	\$350.00	\$175.00
Tues	03/05/2019	Review of the information provided by U. Nasim. Sent an email to J. Russo asking him to provide an updated chart of undertakings.	1.80	\$350.00	\$630.00
Wed	03/06/2019	Receipt and review of an email from S. Pordage containing the document releasing the receivership order from title of the property. Email exchanges and telephone discussions with J. Russo and S. Pordage regarding registering on title. Receipt and review of an email from J. Russo containing additional documents provided by U. Nasim.	1.70	\$350.00	\$595.00
Thur	03/07/2019	Receipt and review of an email from J. Russo containing updated undertaking chart and additional documents. Receipt and review of an email from S. Pordage providing registration on title.	0.70	\$350.00	\$245.00
Mon	03/11/2019	Drafted report to court. Prepared appendices and emailed same to J. Russo for comments.	4.20	\$350.00	\$1,470.00
Tues	03/19/2019	Review, edit and sign the 246 report.	0.30	\$350.00	\$105.00
Wed	04/24/2019	Email exchanges with B. Wyett regarding foreclosure of Nasim residences. Email exchanges with J. Russo regarding same.	0.20	\$350.00	\$70.00
Fri	07/26/2019	Draft the report to court.	1.00	\$350.00	\$350.00
Thur	08/01/2019	Receipt and review of an email from S. Pordage providing a letter from Gowlings advising that Home Trust has taken possession of the Kelso Drive property and is in the process of selling same. Forwarded same to B. Sachdeva and B. Wyett.	0.30	\$350.00	\$105.00
Tues	09/10/2019	Review motion materials and prepare fee affidavit.	0.50	\$350.00	\$175.00
<b>Mukul Manchanda (MMA)</b>			<b>34.10</b>		<b>\$10,945.00</b>
<b>Philip H. Gennis (PGE)</b>					
Thur	10/18/2018	File Review and on-going discussions with MM.	1.50	\$465.00	\$697.50
Tues	10/30/2018	Review correspondence to Debtor.	0.25	\$465.00	\$116.25

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Filters Used:

- File ID: AANASI-R: to AANASI-R:
- Time Entry Bill Status: Un-Billed to Un-Billed
- Time Entry Bill Status: Un-Billed to Un-Billed

MSGG - Detailed Time Dockets

Printed on: 9/11/19

Page 4 of 4

File Name (ID): Umair Nasim (AANASI-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
<b>Phillp H. Gennis (PGE)</b>					
Thur	11/01/2018	Correspondence to debtor;	0.50	\$465.00	\$232.50
Fri	11/16/2018	Review correspondence to Debtor.	0.25	\$465.00	\$116.25
Tues	11/20/2018	Email and discussion with MM regarding debtor responses to inquiries by Receiver.	0.25	\$465.00	\$116.25
Mon	12/03/2018	Email exchange with Counsel regarding examination of debtor.	0.50	\$465.00	\$232.50
Mon	12/10/2018	Attend in Hamilton Cross-Examination of Debtor by Counsel for Receiver.	5.00	\$465.00	\$2,325.00
Wed	12/19/2018	Review transcript of cross examination of Umair Nasim	1.25	\$465.00	\$581.25
Wed	12/19/2018	Review of Chart of Undertakings from Examination of Umair Nasim held in Hamilton.	0.75	\$465.00	\$348.75
Thur	01/03/2019	Receipt and review of multiple emails to and from Spergel to and from Pallett Valo (Counsel for Receiver) regarding outstanding undertakings from Umair Nasim cross-Examination and the possible need for an date extension for the motion scheduled for January 11, 2019.	0.30	\$465.00	\$139.50
Thur	01/10/2019	Email from Counsel confirming court-ordered extension to February 11th for filing Receiver's report.	0.10	\$465.00	\$46.50
Fri	01/18/2019	Receipt and review of Notice of Sale Under Mortgage.	0.25	\$465.00	\$116.25
Fri	02/08/2019	Review of Endorsement of Justice Patillo.	0.25	\$465.00	\$116.25
Mon	03/11/2019	Review and execute Report to Court.Email exchange with Counsel.	0.50	\$465.00	\$232.50
Thur	04/11/2019	Receipt and review of email from Counsel for London Life regarding report; instructing Counsel for Receiver to respond confirming details of Court's endorsement relative to disseminating March 11th Report.	0.25	\$465.00	\$116.25
Thur	08/01/2019	Email exchange with MM regarding action taken by Home Trust on residence owned by Umair Nasim.	0.50	\$465.00	\$232.50
Phillp H. Gennis (PGE)			12.40		\$5,766.00
Total for File ID AANASI-R:			48.70		\$17,162.00
Grand Total:			48.70		\$17,162.00



## TAB 2G

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

B E T W E E N:

CWB MAXIUM FINANCIAL INC.

Plaintiff

and

1970636 ONTARIO LTD. O/A MT. CROSS PHARMACY,  
UMAIR N. NASIM, SHRIKANT MALHOTRA, 1975193 ONTARIO LTD. dba  
MTN RX & HEALTH and ANGELO KIRKOPOULOS

Defendants

**AFFIDAVIT OF JOHN RUSSO  
(Sworn on September 9, 2019)**

I, JOHN RUSSO, of the Town of Richmond Hill, in the Province of Ontario,  
**MAKE OATH AND SAY AS FOLLOWS:**

1. I am a Partner at Pallett Valo LLP (“**PV**”), lawyers for msi Spergel inc. in its capacity as the Court-Appointed Receiver of 1970636 Ontario Ltd. o/a Mt. Cross Pharmacy (the “**Receiver**”) and, as such, I 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. Attached hereto and marked as **Exhibit “A”** are detailed invoices (the “**Invoices**”) issued to the Receiver by PV for fees and disbursements incurred by PV in the course of the matter between November 1, 2018 and July 31, 2019 (the “**Appointment Period**”). The total

fees charged by PV to the Receiver during the Appointment Period were \$16,365.50, plus disbursements of \$2,711.54, plus HST of \$2,442.57 totaling \$21,519.61.


3. The Invoices are a fair and accurate description of the services provided and the amounts charged by PV.

4. Attached hereto and marked as **Exhibit "B"** is a schedule summarizing each invoice in Exhibit "A", the total billable hours charged per invoice, the total fees charged per Invoice and the average hourly rate charged per Invoice. The average hourly rate during the Appointment Period was \$409.14.

5. Attached hereto and marked as **Exhibit "C"** is a schedule summarizing the billing rates and year of call for each lawyer and Law Clerk that has completed work on this file during the Appointment Period.

6. I make this affidavit in support of a motion for, among other things, approval of PV's fees and disbursements in these proceedings and for no other or improper purpose.

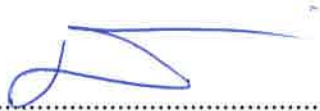
**SWORN BEFORE ME** at the City of  
Mississauga, in the Regional Municipality of  
Peel on September 9, 2019

  
\_\_\_\_\_  
Commissioner for Taking Affidavits  
(or as may be)

Dina Miliyojevic

  
\_\_\_\_\_  
JOHN RUSSO

This is **Exhibit "A"** referred to in the Affidavit  
of JOHN RUSSO sworn before me  
this 9th day of September, 2019



.....  
A Commissioner for Taking Affidavits

Dina Milivojevic

## **EXHIBIT "A"**

**Detailed Invoices  
See attached.**

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**PALLET VALO LLP**  
Lawyers & Trade-Mark Agents

www.palletvalo.com

**Your Authority For:**

Business Law • Commercial Litigation • Commercial Real Estate  
Construction • Insolvency & Corporate Restructuring  
Employment & Labour • Wills, Estates & Trusts

FILE NO.: 50136-79801

STATEMENT NO.: 195186

April 30, 2019

msi Spergel Inc.  
Philip Gennis  
505 Consumers Road  
Toronto, Ontario  
M2J 4V8  
Canada

RE: 1970636 Ontario Ltd. o/a MT. Cross Pharmacy

**TO OUR PROFESSIONAL SERVICES RENDERED ON YOUR BEHALF** in connection with the above-noted matter for the period ending April 30, 2019 including the following:

**SUMMARY OF ACCOUNT**

November 12, 2018	DMI	Reviewing agreement with United Pharma Group; email to M. Manchanda re: same.	0.50	\$ 137.50
November 16, 2018	DMI	Email to M. Manchanda re: agreement of purchase and sale for Mt. Cross Pharmacy.	0.10	\$ 27.50
November 20, 2018	DMI	Email correspondence with M. Manchanda re: agreement of purchase and sale for Mt. Cross Pharmacy.	0.20	\$ 55.00
November 22, 2018	DMI	Commenting on purchase agreement; email to M. Manchanda re: same.	1.30	\$ 357.50
December 2, 2018	DMI	Drafting approval and vesting order and notice of motion; email to M. Manchanda re: same.	1.20	\$ 330.00
December 3, 2018	SGA	Drafted Fee Affidavits for the Interim Receivership and the Receivership.	1.00	\$ 115.00
December 4, 2018	SGA	Instructions from D. Milivojevic; finalized two fee affidavits for the Interim Receiver and the Receiver; various discussions with D. Milivojevic and J. Russo re Motion Record; finalized Draft Order; assembled and finalized Motion Record; email to service list serving Motion Record returnable December 11, 2018; prepared Affidavit of Service.	3.20	\$ 368.00

December 4, 2018	AAI	Discussing with J. Russo requirements for service of Notices under Order and application of s.5 Canada Evidence Act.	0.60	\$ 333.00
December 4, 2018	DMI	Various emails with M. Manchanda re: draft sale approval materials; various revisions to same; finalizing same; finalizing fee affidavit; various emails and discussions with S. Garrafa re: same and providing instructions re: compiling and service of motion record.	3.70	\$ 1,017.50
December 5, 2018	SGA	Prepared cover letter for service of motion record via courier; finalized Motion Record; prepared Affidavit of Service; prepared profile memo re instructions for filing; various emails to and from profile; telephone call with profile; email to D. Milivojevic and J. Russo re filing of all materials.	1.30	\$ 149.50
December 11, 2018	DMI	Preparing materials and submissions for court tomorrow; emails to J. Russo and P. Gennis re: same.	0.80	\$ 220.00
December 12, 2018	MTB	Consulted by Dina on reviewing the Assignment of Sublease; begin review of the Assignment.	0.20	\$ 97.00
December 12, 2018	DMI	Discussion with M. Box re: consent to assignment; email to P. Gennis re: same.	0.30	\$ 82.50
December 13, 2018	MTB	Finish review of the Assignment and email to Dina regarding the Assignment.	1.00	\$ 485.00
December 13, 2018	DMI	Reviewing email from M. Box re: comments on consent to assignment; email to P. Gennis re: same.	0.30	\$ 82.50
December 17, 2018	SMR	Email from Cindy Jones Reporting Inc. re: transcripts; Email to D. Milivojevic; Email to Cindy Jones.	0.10	\$ 12.00
December 19, 2018	SPO	Correspondence with J. Russo re: Agreement of Purchase and Sale; reviewed and had discussion with R. Mikkola re: same.	0.20	\$ 65.00
December 19, 2018	AAI	Discussing with J. Russo closing of sale transaction for pharmacy assets.	0.30	\$ 166.50
December 19, 2018	DMI	Email correspondence and discussions with R. Mikkola, J. Russo, A. Ilchenko and others re: closing; drafting response to Mazza; discussion with J. Russo re: same.	1.30	\$ 357.50
December 20, 2018	AAI	Reviewing APS and discussing with D. Milivojevic documentation required for closing.	0.40	\$ 222.00
December 21, 2018	AAI	Calls with P. Gennis; preparing Bill of Sale, Bring down certificates, receipt, declaration re residency; HST joint election; preparing email to purchaser's solicitor; call with J. Russo and M. Manchanda.	2.20	\$ 1,221.00
December 21, 2018	DMI	Email correspondence re: closing documents.	0.50	\$ 137.50
December 27, 2018	AAI	Reviewing emails from P. Gennis and purchaser regarding changes of closing date to December 21 to accommodate purchaser and landlord; call with P. Gennis.	0.40	\$ 222.00

January 4, 2019	MTB	Review email from Dina regarding the revisions to the Consent made by the Purchaser; review the revisions, make a number of further revisions to the Assignment and email it to Dina.	0.60	\$ 291.00
January 8, 2019	MTB	Review changes to the Consent made by the Sublandlord and email to client advising that the changes were fine as they did not impact the Assignor / Spergel.	0.20	\$ 97.00
January 8, 2019	DMI	Email correspondence re: assignment of lease.	0.40	\$ 114.00
January 14, 2019	AAI	Reviewing emails received from counsel for the Purchaser and from Maxium; Reviewing closing documentation and preparing closing agenda; call with M. Manchanda; circulating closing.	1.50	\$ 832.50
January 15, 2019	AAI	Reviewing questions received from counsel for Purchaser and from Maxium regarding terms of Sale Approval and Vesting Order; Call with M. Manchanda regarding questions and status of closing; preparing response.	0.80	\$ 444.00
January 16, 2019	AAI	Calls and emails from counsel for purchaser; reviewing revisions requested by Maxium and purchaser; Revising all closing documentation and re-circulating signature copies to counsel for purchaser; call with M. Manchanda regarding closing documentation; reporting to J. Russo on status.	1.80	\$ 999.00
January 17, 2019	AAI	Calls with counsel for Purchaser regarding closing documents; discussing closing documentation and conditions with J. Russo and M. Manchanda.	1.30	\$ 721.50
January 18, 2019	AAI	Reviewing executed sale documents provided by counsel for the purchaser; circulating to Receiver for execution of counterparts; calls with M. Manchanda and P. Gennis regarding closing issues; emails to Maxium and Receiver regarding methodology of payment of closing proceeds and payment of Landlords counsel fees for assignment; call with purchasers counsel regarding closing documentation; emails from and to P. Gennis regarding change in Receiver Signatory; revising Statutory Declaration and HST Election.	3.20	\$ 1,776.00
January 21, 2019	AAI	Calls with M. Manchanda, P. Gennis regarding closing documentation to be executed by Receiver; call with Maxium regarding closing documentation and status of loan advance; revising Receiver closing documentation; calls with purchasers counsel regarding closing conditions; closing transaction.	3.30	\$ 1,831.50
January 23, 2019	AAI	Emails from and to Maxium; Revising closing documentation and recirculating.	0.60	\$ 333.00
February 5, 2019	AAI	Emails to and from P. Gennis regarding post-closing adjustments and status of closing.	0.20	\$ 111.00



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February 7, 2019	AAI	Emails from M. Manchanda regarding release of closing funds; emails to all parties to confirm post-closing inventory valuation and rebate issues completed.	0.80	\$ 444.00
February 8, 2019	AAI	Emails to and from all parties regarding confirmation of closing and distribution of sale proceeds to Receiver; arranging for disbursement of sale proceeds.	0.50	\$ 277.50
February 8, 2019	AAI	Emails from all parties to sale transaction regarding release from escrow of closing funds; Arranging for payment of closing funds to Receiver from Escrow account.	0.30	\$ 166.50
February 10, 2019	JRU	Review email from B. Sachdeva re: inquiry with respect to vendor's file of lawyer S. Oostdyk pertaining to purchase of Mt. Cross Pharmacy from 1919932.	0.10	\$ 42.50
February 11, 2019	AAI	Reviewing email from M. Manchanda, Receiver, and responding; call with J. Russo and M. Manchanda regarding obtaining Vendor file.	1.40	\$ 777.00
February 11, 2019	JRU	Review email from P. Gennis to B. Sachdeva re: request for vendor file from S. Oostdyk.	0.10	\$ 42.50
February 13, 2019	JRU	Email from M. Manchanda re: instructions to write to S. Oostdyk to obtain copy of vendor's file.	0.10	\$ 42.50
February 15, 2019	JRU	Review email from C. Mills re: amended statement of claim; Email from K. Hanna re: timing of listing on MLS.	0.20	\$ 85.00
February 20, 2019	JRU	Email to M. Manchanda enclosing draft letter to S. Oostdyk requesting vendor file.	0.10	\$ 42.50
March 5, 2019	JRU	Draft letter to S. Oostdyk re: request for response to request for vendor's file failing which motion to be brought; Review email from S. Oostdyk re: timing of delivery of Vendor's file; Email to P. Gennis and M. Manchanda re: timing of receipt of file.	0.20	\$ 85.00
March 7, 2019	JRU	Review letter from S. Oostdyk re: enclosing vendors file; Email to M. Manchanda re: receipt of vendor's file and next steps; Email to M. Manchanda and P. Gennis enclosing documents received by S. Oostdyk.	0.20	\$ 85.00
March 8, 2019	AAI	Discussing with J. Russo request by Applicant for documentation obtained from Vendor.	0.30	\$ 166.50
March 11, 2019	JRU	Conference call with A. Ilchenko, P. Gennis and M. Manchanda re: vendor's file received from S. Oostdyk.	0.30	\$ 127.50
March 11, 2019	JRU	Conference call with P. Gennis and A. Ilchenko re: documentation disclosed by S. Oostdyk and next steps.	0.30	\$ 127.50
March 25, 2019	JRU	Review email from P. Gennis re: closing of files as there is nothing further to realize upon related to the pharmacies and related parties.	0.10	\$ 42.50
TOTAL				\$ 16,365.50
OUR FEES (subject to HST)				<u>\$ 16,365.50</u>

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# **FEE SUMMARY**

Initials	Name	Hours	Billing Rate	Amount
MTB	Murray Box	2.00	\$ 485.00	\$ 970.00
SGA	Shallon Garrafa	5.50	\$ 115.00	\$ 632.50
AAI	Alex Ilchenko	19.90	\$ 555.00	\$ 11,044.50
DMI	Dina Milivojevic	10.20	\$ 275.00	\$ 2,805.00
DMI	Dina Milivojevic	0.40	\$ 285.00	\$ 114.00
SMR	Sue Mrkonjic	0.10	\$ 120.00	\$ 12.00
SPO	Steven Pordage	0.20	\$ 325.00	\$ 65.00
JRU	John Russo	1.70	\$ 425.00	\$ 722.50

## **DISBURSEMENTS (\*\*subject to HST)**

Agents Fee **	\$ 149.00	
Bank Charges **	\$ 13.00	
Conference Call**	\$ 0.34	
Corporate Search **	\$ 19.00	
Courier **	\$ 324.72	
Court Filing Costs	\$ 160.00	
Long Distance **	\$ 3.43	
Photocopies/Printing **	\$ 480.25	
Register Other Documents	\$ 128.05	
Registration Costs - Taxable **.	\$ 10.60	
Registration Costs - Taxable **.	\$ 10.75	
Search/Sub-search of Title **	\$ 269.40	
Transcripts **	\$ 1,143.00	
<b>Total Disbursements</b>		<b>\$ 2,711.54</b>
 Total HST on Fees and Disbursements		 \$ 2,442.57
<b>Total Fees, Disbursements and HST</b>		<b>\$ 21,519.61</b>

**THIS IS OUR ACCOUNT HEREIN  
PALLETT VALO LLP**

**Per:** John Russo

**Payment due upon receipt**

**Visa and Mastercard are accepted**

**REMITTANCE COPY - PLEASE RETURN WITH PAYMENT**

msi Spergel Inc.  
Philip Gennis  
505 Consumers Road  
Toronto, Ontario  
M2J 4V8  
Canada

File No.: 50136-79801  
Statement 195186  
No.:  
April 30, 2019  
John Russo

RE: 1970636 Ontario Ltd. o/a MT. Cross Pharmacy

**TOTAL THIS INVOICE:**

Total Fees	\$ 16,365.50
Total Disbursements	\$ 2,711.54
Total Fees and Disbursements	\$ 19,077.04
Total HST on Fees and Disbursements	\$ 2,442.57
<b>TOTAL DUE AND OWING TO PALLETT VALO LLP</b>	<b>\$ 21,519.61</b>

You can use your MASTERCARD or VISA to pay this bill. Simply fill in the information below and return the same to our office.



**VISA**



Credit Card Number:

\_\_\_\_\_

Expiration Date:

\_\_\_\_\_

Amount:

\_\_\_\_\_

Card Holder Name:

\_\_\_\_\_

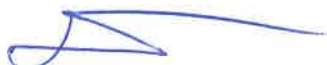
Card Holder Signature:

\_\_\_\_\_

Please return completed form by mail or fax to (905) 273-6920. Thank you.

**PAYMENT DUE UPON RECEIPT OF INVOICE**

This is **Exhibit "B"** referred to in the Affidavit  
of JOHN RUSSO sworn before me  
this 9th day of September, 2019




.....  
A Commissioner for Taking Affidavits

Dana Milivojovic

**EXHIBIT “B”****Calculation of Average Hourly Billing Rates of Pallett Valo LLP for the Appointment Period**

<b>Invoice No.</b>	<b>Fees</b>	<b>Disburs.</b>	<b>HST</b>	<b>Hours</b>	<b>Average Hourly Rate</b>	<b>Total</b>
195186	\$16,365.50	\$2,711.54	\$2,442.57	40	\$409.14	\$21,519.61
<b>Total Fees</b>	\$16,365.50	\$2,711.54	\$2,442.57			\$21,519.61

This is **Exhibit "C"** referred to in the Affidavit  
of JOHN RUSSO sworn before me  
this 9th day of September, 2019



.....  
A Commissioner for Taking Affidavits

Dina Milivojevic



## EXHIBIT “C”

### Billing Rates of Pallet Valo LLP for the Appointment Period

TIMEKEEPER	HOURLY RATE	YEAR OF CALL	HOURS WORKED	TOTAL
Murray Box	\$485.00	1986	2	\$970.00
Shallon Garrafa	\$115.00	n/a	5.5	\$632.50
Alex Ilchenko	\$555.00	1993	19.9	\$11,044.50
Dina Milivojevic	2018 – \$275.00	2013	10.2	\$2,805.00
	2019 – \$285.00		0.4	\$114.00
Sue Mrkonjic	\$120.00	n/a	0.1	\$12.00
Steven Pordage	\$325.00	2013	0.2	\$65.00
John Russo	\$425.00	1999	1.7	\$722.50
		<b>Total</b>	<b>40</b>	<b>\$16,365.50</b>

CWB MAXIUM FINANCIAL INC.

Plaintiff

-and- 1970636 ONTARIO LTD. O/A MT. CROSS PHARMACY ET.  
AL.  
Defendant

Court File No. CV-18-597922-00CL

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

PROCEEDING COMMENCED AT  
TORONTO

**AFFIDAVIT OF JOHN RUSSO**

**PALLET VALO LLP**

Lawyers & Trade-Mark Agents  
77 City Centre Drive, West Tower  
Suite 300  
Mississauga, Ontario L5B 1M5

**JOHN RUSSO (LSO # 42112D)**

Tel: (905) 273-3300 ext: 282  
Fax: (905) 273-6920  
Email: jrusso@pallettvalo.com

**DINA MILIVOJEVIC (LSO # 64521U)**

Tel: (905) 273-3300 ext: 283  
Fax: (905) 273-6920  
Email: dmilivojevic@pallettvalo.com

Lawyers for the Receiver, msi Spergel inc.

## TAB 2H

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

B E T W E E N:

CWB MAXIUM FINANCIAL INC.

Plaintiff

and

1970636 ONTARIO LTD. O/A MT. CROSS PHARMACY,  
UMAIR N. NASIM, SHRIKANT MALHOTRA, 1975193 ONTARIO LTD. dba  
MTN RX & HEALTH and ANGELO KIRKOPOULOS

Defendants

**AFFIDAVIT OF JOHN RUSSO  
(Sworn on September 9, 2019)**

I, JOHN RUSSO, of the Town of Richmond Hill, in the Province of Ontario,  
**MAKE OATH AND SAY AS FOLLOWS:**

1. I am a Partner at Pallett Valo LLP (“PV”), lawyers for msi Spergel inc. in its capacity as the Court-Appointed Receiver of Umair N. Nasim and Shrikant Malhotra (the “**Receiver**”) and, as such, I 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. Attached hereto and marked as **Exhibit “A”** are detailed invoices (the “**Invoices**”) issued to the Receiver by PV for fees and disbursements incurred by PV in the course of the matter between November 19, 2018 and April 30, 2019 (the “**Appointment Period**”). The total

fees charged by PV to the Receiver during the Appointment Period were \$20,532.82, plus disbursements of \$0.50, plus HST of \$2,647.72 totaling \$23,014.60.

3. The Invoices are a fair and accurate description of the services provided and the amounts charged by PV.

4. Attached hereto and marked as **Exhibit "B"** is a schedule summarizing each invoice in Exhibit "A", the total billable hours charged per invoice, the total fees charged per Invoice and the average hourly rate charged per Invoice. The average hourly rate during the Appointment Period was \$346.53.

5. Attached hereto and marked as **Exhibit "C"** is a schedule summarizing the billing rates and year of call for each lawyer and Law Clerk that has completed work on this file during the Appointment Period.

6. I make this affidavit in support of a motion for, among other things, approval of PV's fees and disbursements in these proceedings and for no other or improper purpose.

**SWORN BEFORE ME** at the City of  
Mississauga, in the Regional Municipality of  
Peel on September 9, 2019

\_\_\_\_\_  
Commissioner for Taking Affidavits  
(or as may be)

Dina Milivojević

\_\_\_\_\_  
JOHN RUSSO

This is **Exhibit "A"** referred to in the Affidavit  
of JOHN RUSSO sworn before me  
this 9th day of September, 2019



.....  
A Commissioner for Taking Affidavits

Dina Kilibojevic



## **EXHIBIT "A"**

**Detailed Invoices  
See attached.**

FILE NO.: 50136-81164

STATEMENT NO.: 193402

February 19, 2019

msi Spergel Inc.  
Philip Gennis  
505 Consumers Road  
Toronto, Ontario  
M2J 4V8  
Canada

RE: Umair Nasim

**TO OUR PROFESSIONAL SERVICES RENDERED ON YOUR BEHALF** in connection with the above-noted matter for the period ending February 18, 2019 including the following:

**SUMMARY OF ACCOUNT**

November 19, 2018	DMI	Reviewing agreement of purchase and sale for Mt. Cross Pharmacy and providing comments on same; reviewing email from M. Manchanda to U. Nasim re: failure to provide information and documentation.	2.10	\$ 577.50
November 26, 2018	DMI	Email correspondence re: agreement of purchase and sale, criminal application and examination of Umair Nasim.	0.20	\$ 55.00
November 27, 2018	DMI	Email to G. Roy re: criminal application materials; revising purchase agreement; email to M. Manchanda re: same; email to J. Russo re: examination of Umair Nasim.	0.50	\$ 137.50
November 29, 2018	DMI	Email to J. Russo re: examination of Umair Nasim; reviewing comments from purchaser's counsel on agreement of purchase and sale; email to M. Manchanda re: same.	0.50	\$ 137.50

November 30, 2018	SGA	Various discussions with D. Milivojevic; prepared Notice of Examination; telephone call to court reporter in Hamilton to book examination for December 10, 2018; prepared letter to U. Nasim serving the Notice of Examination; prepared Affidavit of Service; various discussions with D. Milivojevic re criminal materials to be served.	1.20	\$ 138.00
December 3, 2018	DMI	Email correspondence with M. Manchanda and P. Gennis re: examination of Umair Nasim and draft court materials; reviewing report and providing comments on same; finalizing draft notice of motion.	2.20	\$ 605.00
December 4, 2018	JRU	Review fee affidavit; Review motion re: approval of fees and approval of sale; Email to M. Machanda re: Examination of Umair Nasim.	0.60	\$ 255.00
December 6, 2018	JRU	Review email from M. Machanda re: examination of Umair Nasim and letters dated November 1, 2018 and November 15, 2018.	0.20	\$ 85.00
December 7, 2018	JRU	Telephone call with M. Machanda re: examination of U. Nasim on December 10th.	0.30	\$ 127.50
December 7, 2018	DMI	Meeting with J. Russo to discuss examination of Umair Nasim; email to H. McCalla re: searches to be run.	0.20	\$ 55.00
December 8, 2018	JRU	Conduct asset searches re: U. Nasim; Review documents provided M. Machanda re: examination of U. Nasim; Preparation for examination of U. Nasim.	3.50	\$ 1,487.50
December 9, 2018	JRU	Preparation for examination of U. Nasim pursuant to Order of Justice Penny.	2.80	\$ 1,190.00
December 10, 2018	JRU	Travel to and from Cindy Jones Verbatim Reporting, Hamilton from office re: examination of Umair Nasim pursuant to Appointment Order of Justice Penny; Attendance at examination of Umair Nasim pursuant to Appointment Order of Justice Penny.	3.80	\$ 1,615.00
December 19, 2018	KKU	Discussion with Hamilton Courthouse and G. Roy regarding scheduling of Application; Prepare Undertakings Chart for U. Nasim.	2.10	\$ 325.50
January 11, 2019	JRU	Telephone call with. U. Nasim re: answers to undertakings.	0.20	\$ 85.00
January 14, 2019	JRU	Review motion materials re: preparation for motion for order releasing information ceased pursuant to warrant in criminal proceedings of U. Nasim and G. Kirkopolous; Review email from Crown re: Crown's position on application; Review email from Nasim's counsel re: position on Application; Review email from Kirkopolous' counsel re: position on application; Conference call with Justice Leitch re: scheduling of Application.	0.80	\$ 340.00

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January 21, 2019	JRU	Review email from P. Gennis re: meeting with RCMP; Review emails from U. Nasim enclosing answers to undertakings; Review answers to undertakings provided to date; Email to M. Machanda enclosing response received from U. Nasim to undertakings; Email to U. Nasim requesting responses to all undertakings on or before January 31st.	1.30	\$ 552.50
January 28, 2019	JRU	Telephone call from U. Nasim re: status of undertakings; Email to U. Nasim re: remaining undertakings.	0.20	\$ 85.00
January 30, 2019	JRU	Email to and from U. Nasim re: pick up of documents related to undertakings.	0.10	\$ 42.50
January 31, 2019	JRU	Emails to and from U. Nasim re: delivery of outstanding undertakings.	0.20	\$ 85.00
February 4, 2019	JRU	Review answers to undertakings provided by U. Nasim.	0.30	\$ 127.50
February 6, 2019	JRU	Email to U. Nasim enclosing underchart with answers provided to date and request for timing of responses to outstanding undertakings; Email to M. Machanda enclosing undertaking chart and responses /documents provided to date; Email from U. Nasim re: timing of delivery of additional documents.	0.30	\$ 127.50
February 8, 2019	JRU	Meeting with U. Nasim re: delivery of additional documents and discussion with respect to outstanding matters; Review documents provided by U. Nasim.	0.40	\$ 170.00
February 11, 2019	JRU	Email from U. Nasim re: renewal of mortgage; Email from M. Machanda re: instructions with respect to renewal of mortgage; Email to C. Mills re: status of U. Nasim answer to undertakings; Emails to and from M. Macahanda and P. Gennis re: request for vendor file.	0.50	\$ 212.50
February 12, 2019	KKU	Update undertakings chart of U. Nasim.	0.40	\$ 62.00
TOTAL				\$ 8,680.50
OUR FEES (subject to HST)				<u>\$ 8,680.50</u>

#### FEE SUMMARY

Initials	Name	Hours	Billing Rate	Amount
SGA	Shallon Garrafa	1.20	\$ 115.00	\$ 138.00
KKU	Kyle Kuczynski	2.50	\$ 155.00	\$ 387.50
DMI	Dina Milivojevic	5.70	\$ 275.00	\$ 1,567.50
JRU	John Russo	15.50	\$ 425.00	\$ 6,587.50

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Total HST on Fees

\$ 1,128.47

**Total Fees and HST**

**\$ 9,808.97**

**THIS IS OUR ACCOUNT HEREIN  
PALLETT VALO LLP**

**Per: John Russo**

**Payment due upon receipt**

**Visa and Mastercard are accepted**

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# PALLET VALO LLP

Lawyers & Trade-Mark Agents

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Your Authority For:  
Business Law • Commercial Litigation • Commercial Real Estate  
Construction • Insolvency & Corporate Restructuring  
Employment & Labour • Wills, Estates & Trusts

## REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

msi Spergel Inc.  
Philip Gennis  
505 Consumers Road  
Toronto, Ontario  
M2J 4V8  
Canada

File No.: 50136-81164  
Statement 193402  
No.:  
February 18, 2019  
John Russo

RE: Umair Nasim

### TOTAL THIS INVOICE:

Total Fees	\$ 8,680.50
Total Disbursements	\$ 0.00
Total Fees and Disbursements	\$ 8,680.50
Total HST on Fees	\$ 1,128.47
TOTAL DUE AND OWING TO PALLETT VALO LLP	\$ 9,808.97

You can use your MASTERCARD or VISA to pay this bill. Simply fill in the information below and return the same to our office.



Credit Card Number:

\_\_\_\_\_

Expiration Date:

\_\_\_\_\_

Amount:

\_\_\_\_\_

Card Holder Name:

\_\_\_\_\_

Card Holder Signature:

\_\_\_\_\_

Please return completed form by mail or fax to (905) 273-6920. Thank you.

**PAYMENT DUE UPON RECEIPT OF INVOICE**

E. & O.E.

HST registration no.: R119447654

77 City Centre Drive, West Tower Suite 300, Mississauga, ON L5B 1M5 Telephone 905.273.3300 Fax 905.273.6920 Toll Free 1.800.323.3781

Email: [receivables@pallettvalo.com](mailto:receivables@pallettvalo.com)





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# PALLET VALO LLP

Lawyers & Trade-Mark Agents

www.palletvalo.com

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Construction • Insolvency & Corporate Restructuring  
Employment & Labour • Wills, Estates & Trusts

FILE NO.: 50136-81164

STATEMENT NO.: 194308

March 28, 2019

msi Spergel Inc.  
Philip Gennis  
505 Consumers Road  
Toronto, Ontario  
M2J 4V8  
Canada

RE: Umair Nasim

**TO OUR PROFESSIONAL SERVICES RENDERED ON YOUR BEHALF** in connection with the above-noted matter for the period ending March 26, 2019 including the following:

### SUMMARY OF ACCOUNT

February 10, 2019	JRU	Email from U. Nasim re: renewal of mortgage re: 46 Kelso Dr., Caledonia.	0.10	\$ 42.50
February 12, 2019	JRU	Review additional documents provided by U. Nasim; Review updated undertaking chart.	0.30	\$ 127.50
February 21, 2019	JRU	Review undertakings; Email to M. Manchanda enclosing additional undertakings provided; Email to U. Nasim re: outstanding undertakings.	0.30	\$ 127.50
February 24, 2019	JRU	Email to M. Manchanda enclosing additional answers/documents in response to undertakings.	0.10	\$ 42.50
March 6, 2019	JRU	Emails to and from U. Nasim re: outstanding undertakings; Review additional undertakings.	1.30	\$ 552.50
March 7, 2019	JRU	Emails to and from U. Nasim re: missing undertakings; Email to M. Manchanda re: additional undertakings and updated undertakings chart.	0.50	\$ 212.50
March 11, 2019	JRU	Review msi report to the Court of the Receiver re: Maholtra and Nasim.	0.30	\$ 127.50
March 12, 2019	JRU	Email from U. Nasim enquiring re: next steps.	0.10	\$ 42.50
TOTAL				\$ 1,275.00
<b>OUR FEES (subject to HST)</b>				<b>\$ 1,275.00</b>

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# **FEE SUMMARY**

<b>Initials</b>	<b>Name</b>	<b>Hours</b>	<b>Billing Rate</b>	<b>Amount</b>
JRU	John Russo	3.00	\$ 425.00	\$ 1,275.00

## **DISBURSEMENTS (\*\*subject to HST)**

Photocopies/Printing **	\$ 0.50	
<b>Total Disbursements</b>		<b>\$ 0.50</b>

Total HST on Fees and Disbursements	\$ 165.82
-------------------------------------	-----------

<b>Total Fees, Disbursements and HST</b>	<b>\$ 1,441.32</b>
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**THIS IS OUR ACCOUNT HEREIN  
PALLETT VALO LLP**

**Per: John Russo**

**Payment due upon receipt**

**Visa and Mastercard are accepted**

**REMITTANCE COPY - PLEASE RETURN WITH PAYMENT**

msi Spergel Inc.  
Philip Gennis  
505 Consumers Road  
Toronto, Ontario  
M2J 4V8  
Canada

File No.: 50136-81164  
Statement 194308  
No.:  
March 26, 2019  
John Russo

RE: Umair Nasim

**TOTAL THIS INVOICE:**

Total Fees	\$ 1,275.00
Total Disbursements	\$ 0.50
Total Fees and Disbursements	\$ 1,275.50
Total HST on Fees and Disbursements	\$ 165.82
<b>TOTAL DUE AND OWING TO PALLETT VALO LLP</b>	<b>\$ 1,441.32</b>

You can use your MASTERCARD or VISA to pay this bill. Simply fill in the information below and return the same to our office.

**VISA**

Credit Card Number:

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Expiration Date:

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Amount:

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Card Holder Name:

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Card Holder Signature:

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Please return completed form by mail or fax to (905) 273-6920. Thank you.

**PAYMENT DUE UPON RECEIPT OF INVOICE**



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Employment & Labour • Wills, Estates & Trusts

FILE NO.: 50136-81164

STATEMENT NO.: 195187

April 30, 2019

msi Spergel Inc.  
Philip Gennis  
505 Consumers Road  
Toronto, Ontario  
M2J 4V8  
Canada

RE: Umair Nasim

**TO OUR PROFESSIONAL SERVICES RENDERED ON YOUR BEHALF** in connection with the above-noted matter for the period ending April 30, 2019 including the following:

### SUMMARY OF ACCOUNT

November 1, 2018	TBE	Instructions from J. Russo; discussions with R. Mikkola; conduct title searches; pull transfers, charges, notices and applications in teraview; draft Application to Register Court Order; email to M. Manchanda re Application.	1.10	\$ 137.50
November 1, 2018	RHM	Email and call from Mukul; review title; calls to and from Mukul regarding new registration, and brief discussion with lawyer from Miller Thomson; email to Mukul.	2.20	\$ 1,265.00
November 1, 2018	TEV	Consulted by R. Mikkola regarding issues related to registration of Receivership Order on title and concerns about inconsistency in name of Plaintiff in title of proceedings.	0.10	\$ 42.50
November 2, 2018	SPO	Reviewed and registered Application re: Court Order; discussion with R. Mikkola re: same; correspondence with R. Blundell re: same.	0.80	\$ 260.00
November 2, 2018	TBE	Attend to the registration of the Application to Register Court Order on Kelso Property; email to R. Mikkola and J. Russo re same; email to M. Manchanda re same.	0.20	\$ 25.00



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November 2, 2018	RHM	Engaged regarding upcoming call with clerk at Miller Thomson; review application to delete registration in error, and brief discussion with S. Pordage.	0.40	\$ 230.00
November 5, 2018	DMI	Drafting Criminal Code materials for documents seized in Kirkopoulos's criminal proceedings; reviewing emails from G. Roy and criminal counsel re: same; emails to M. Manchanda and P. Gennis re: same.	1.50	\$ 412.50
November 6, 2018	SPO	Correspondence with M. Manchanda re: registration of Application to appoint Receiver.	0.10	\$ 32.50
November 7, 2018	DMI	Email to M. Manchanda re: comments and questions on criminal materials.	0.20	\$ 55.00
November 20, 2018	SPO	Correspondence with M. Manchanda and R. Blundell re: registration of Receivership Appointment.	0.10	\$ 32.50
November 21, 2018	SPO	Correspondence with R. Blundell re: status of registration.	0.10	\$ 32.50
November 22, 2018	DMI	Finalizing draft criminal application materials; email to J. Russo re: same.	1.20	\$ 330.00
November 23, 2018	JRU	Amend/revise materials required to inspection order pursuant to Rule 490(15) of the Criminal Code.	0.80	\$ 340.00
November 23, 2018	KKU	Retrieve Federal Crown names for D. Milivojevic.	0.20	\$ 31.00
November 23, 2018	DMI	Finalizing draft application materials to be sent to P. Gennis and M. Manchanda; drafting email re: same.	0.50	\$ 137.50
November 30, 2018	SPO	Followed up with R. Blundell re: registration of court order.	0.10	\$ 32.50
November 30, 2018	KKU	Conduct research regarding service of Form 1; Discussion with D. Milivojevic regarding same.	0.70	\$ 108.50
November 30, 2018	DMI	Arranging for service of criminal application materials on defendants; various discussions and emails with S. Garrafa re: same.	0.50	\$ 137.50
December 3, 2018	SGA	Instructions from D. Milivojevic; prepared cover letters for service re: Application and Consent; various emails to client re Notice of Examination.	0.40	\$ 46.00
December 5, 2018	DMI	Email correspondence with P. Gennis re: criminal materials; service of criminal materials on G. Roy.	0.30	\$ 82.50
December 5, 2018	SGA	Prepared Affidavit of Service for the criminal matter re service of the Application and Consent.	0.30	\$ 34.50
December 7, 2018	HRC	Instruction from D. Milivojevic; obtain parcel register and active instruments registered on title.	0.80	\$ 88.00
December 10, 2018	KKU	Discussion with D. Milivojevic regarding setting date for Notice of Application; Phone calls to Hamilton Courthouse and Trial Coordinator's Office regarding next court date for accuseds and dates for Application to be heard.	0.60	\$ 93.00
December 11, 2018	DMI	Email correspondence with P. Gennis re: criminal application.	0.80	\$ 220.00
December 13, 2018	KKU	Attempt to contact Hamilton courthouse.	0.20	\$ 31.00

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December 14, 2018	SPO	Followed up with R. Blundell re: status of registration of Court Order.	0.10	\$ 32.50
December 19, 2018	DMI	Email correspondence with P. Gennis re: s. 490(15) application.	0.20	\$ 55.00
December 24, 2018	DMI	Email correspondence re: section 490(15) application.	0.10	\$ 27.50
December 27, 2018	DMI	Email to G. Roy and counsel to defendants re: scheduling of s. 490(15) application; email correspondence with J. Russo re: same.	0.10	\$ 27.50
December 28, 2018	DMI	Email correspondence with B. Wyett and counsel for other parties re: s. 490(15) application.	0.20	\$ 55.00
January 3, 2019	SPO	Email to R. Blundell requesting update from LRO.	0.10	\$ 35.00
January 7, 2019	SPO	Email from R. Blundell re: status of Amendment/Withdrawal.	0.10	\$ 35.00
January 8, 2019	DMI	Booking court date to seek extension of deadline for delivery of report.	0.50	\$ 142.50
January 9, 2019	DMI	Email correspondence re: teleconference with Justice Leitch.	0.40	\$ 114.00
January 10, 2019	DMI	Attendance at 9:30 motion to extend deadline for delivery of report; email to J. Russo, P. Gennis and M. Manchanda re: same; email to service list re: same; email correspondence re: section 490(15) Criminal Code application.	2.90	\$ 826.50
January 14, 2019	DMI	Preparation for conference call with Justice Leitch; attendance on conference call with Justice Leitch; update email to counsel who did not attend re: same.	0.50	\$ 142.50
January 15, 2019	KKU	Conduct research and prepare memorandum regarding the test to obtain records pursuant to section 490(15) of the criminal code; Email to D. Milivojevic and J. Russo attaching same.	1.90	\$ 294.50
January 16, 2019	DMI	Reviewing case law on section 490(15) of the Criminal Code; drafting brief submissions for court; travel to and attendance at court in Hamilton; email to J. Russo, M. Manchanda and P. Gennis re: same.	4.50	\$ 1,282.50
January 17, 2019	SPO	Reviewed correspondence with R. Blundell re: correction registration on title to Mount Hope property.	0.10	\$ 35.00
January 25, 2019	SPO	Correspondence with R. Blundell re: registration of receivership Order.	0.10	\$ 35.00
February 4, 2019	KKU	Review documents provided by client and cross reference with undertakings and refusals chart.	2.00	\$ 310.00
February 5, 2019	KKU	Update answers to undertakings chart; Create dropbox link with documents answering all questions; email same to J. Russo.	2.10	\$ 325.50
February 7, 2019	DMI	Drafting and filing request for 9:30 scheduling motion form; discussion with J. Russo re: attendance at 9:30 scheduling motion tomorrow; preparation for same.	1.00	\$ 285.00

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February 8, 2019	DMI	Travel to and attendance at scheduling motion; email correspondence and discussions with J. Russo and S. Garrafa re: same.	3.00	\$ 855.00
February 11, 2019	KKU	Update undertakings and refusals chart.	0.20	\$ 31.00
February 11, 2019	JRU	Review email from C. Mills re: status of U. Nasim answers to undertakings.	0.10	\$ 42.50
February 12, 2019	JRU	Email to M. Manchanda re: status of undertakings and request from U. Nasim for Receivers consent to renewal of mortgage with respect to 46 Kelso Dr., Caledonia; Email from M. Mukul re: consent to same provided principal amount under mortgage is not increased.	0.20	\$ 85.00
February 14, 2019	SPO	Email from R. Blundell re: registration of amended Notice.	0.10	\$ 35.00
February 19, 2019	JRU	Email to U. Nasim re: response to request to refinance Caledonia Property.	0.10	\$ 42.50
February 24, 2019	JRU	Email to M. Manchanda re: discussion and status of renewal of mortgage with respect to 46 Kelso Dr., Caledonia.	0.10	\$ 42.50
March 6, 2019	SPO	Correspondence with R. Blundell re: amended parcel register.	0.10	\$ 35.00
March 7, 2019	TMH	Instructions from S. Pordage; prepare Application; prepare for registration.	0.50	\$ 125.00
March 7, 2019	SPO	Reviewed and registered Receivership Order; sent email to R. Blundell re: same.	0.20	\$ 70.00
March 8, 2019	SPO	Email correspondence with R. Blundell re: statements required to be inserted in registration of Order.	0.10	\$ 35.00
March 11, 2019	SMR	Instructions from D. Milivojevic; Compile appendices for Report.	0.30	\$ 37.50
March 11, 2019	DMI	Email correspondence and discussions re: report re: guarantors; reviewing and providing comments on same; arranging for service of same.	1.00	\$ 285.00
March 12, 2019	SMR	Prepare Affidavit of Service of D. Milivojevic; Emails to and from process server re: filing of MSI Report; Telephone call with M. Manchanda; Discussions with D. Milivojevic; Assemble and copy Report.	1.50	\$ 187.50
March 27, 2019	SPO	Correspondence with R. Blundell re: certification of Court Order.	0.10	\$ 35.00
April 1, 2019	JRU	Email from U. Nasim re: documentation received from Miller Thomson and request for information.	0.10	\$ 42.50
April 6, 2019	JRU	Email to U. Nasim re: documentation received from Miller Thomson.	0.10	\$ 42.50
April 26, 2019	JRU	Telephone call with U. Nasim re: status of powers of sale and explanation with respect to same.	0.20	\$ 85.00
TOTAL				\$ 10,411.00
OUR FEES (subject to HST)				<u>\$ 10,411.00</u>

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# **FEE SUMMARY**

Initials	Name	Hours	Billing Rate	Amount
TBE	Tess Bermejo	1.30	\$ 125.00	\$ 162.50
TEV	Ted Evangelidis	0.10	\$ 425.00	\$ 42.50
SGA	Shallon Garrafa	0.70	\$ 115.00	\$ 80.50
TMH	Teresa Hancock	0.50	\$ 250.00	\$ 125.00
KKU	Kyle Kuczynski	7.90	\$ 155.00	\$ 1,224.50
HRC	Hyacinth McCalla	0.80	\$ 110.00	\$ 88.00
RHM	Ray Mikkola	2.60	\$ 575.00	\$ 1,495.00
DMI	Dina Milivojevic	5.60	\$ 275.00	\$ 1,540.00
DMI	Dina Milivojevic	13.80	\$ 285.00	\$ 3,933.00
SMR	Sue Mrkonjic	1.80	\$ 125.00	\$ 225.00
SPO	Steven Pordage	1.30	\$ 325.00	\$ 422.50
SPO	Steven Pordage	1.00	\$ 350.00	\$ 350.00
JRU	John Russo	1.70	\$ 425.00	\$ 722.50

Total HST on Fees \$ 1,353.43

**Total Fees and HST \$ 11,764.43**

**THIS IS OUR ACCOUNT HEREIN  
PALLETT VALO LLP**

**Per: John Russo**

**Payment due upon receipt**

**Visa and Mastercard are accepted**

329



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Construction • Insolvency & Corporate Restructuring  
Employment & Labour • Wills, Estates & Trusts

REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

msi Spergel Inc.  
Philip Gennis  
505 Consumers Road  
Toronto, Ontario  
M2J 4V8  
Canada

File No.: 50136-81164  
Statement 195187  
No.:  
April 30, 2019  
John Russo

RE: Umair Nasim

TOTAL THIS INVOICE:

Total Fees	\$ 10,411.00
Total Disbursements	\$ 0.00
Total Fees and Disbursements	\$ 10,411.00
Total HST on Fees	\$ 1,353.43
TOTAL DUE AND OWING TO PALLETT VALO LLP	\$ 11,764.43

You can use your MASTERCARD or VISA to pay this bill. Simply fill in the information below and return the same to our office.

☐

VISA

☐☐

Credit Card Number:

\_\_\_\_\_

Expiration Date:

\_\_\_\_\_

Amount:

\_\_\_\_\_

Card Holder Name:

\_\_\_\_\_

Card Holder Signature:

\_\_\_\_\_

Please return completed form by mail or fax to (905) 273-6920. Thank you.

**PAYMENT DUE UPON RECEIPT OF INVOICE**

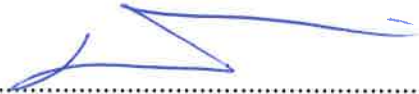
E. & O.E.

HST registration no.: R119447654

77 City Centre Drive, West Tower Suite 300, Mississauga, ON L5B 1M5 Telephone 905.273.3300 Fax 905.273.6920 Toll Free 1.800.323.3781

Email: [receivables@pallettvalo.com](mailto:receivables@pallettvalo.com)

This is **Exhibit "B"** referred to in the Affidavit  
of JOHN RUSSO sworn before me  
this 9th day of September, 2019



.....  
A Commissioner for Taking Affidavits

Dina Miliogjevic

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**EXHIBIT “B”****Calculation of Average Hourly Billing Rates of Pallett Valo LLP for the Appointment Period**

<b>Invoice No.</b>	<b>Fees</b>	<b>Disburs.</b>	<b>HST</b>	<b>Hours</b>	<b>Average Hourly Rate</b>	<b>Total</b>
193402	\$8,680.50	\$0	\$1,128.47	24.9	\$348.61	\$9,808.97
194308	\$1,441.32	\$0.50	\$165.82	3.0	\$425.00	\$1,441.32
195187	\$10,411.00	\$0	\$1,353.43	39.1	\$265.98	\$11,764.43
<b>Total</b>	<b>\$20,532.82</b>	<b>\$0.50</b>	<b>\$2,647.72</b>	<b>67.0</b>	<b>\$346.53</b>	<b>\$23,014.60</b>



This is **Exhibit "C"** referred to in the Affidavit  
of JOHN RUSSO sworn before me  
this 9th day of September, 2019



.....  
A Commissioner for Taking Affidavits

Dana Milivojevic

## EXHIBIT “C”

### Billing Rates of Pallet Valo LLP for the Appointment Period

TIMEKEEPER	HOURLY RATE	YEAR OF CALL	HOURS WORKED	TOTAL
Tess Bermejo	\$125.00	n/a	1.3	\$162.50
Ted Evangelidis	\$425.00	2002	0.1	\$42.50
Shallon Garrafa	\$115.00	n/a	0.7	\$80.50
Teresa Hancock	\$250.00	n/a	0.5	\$125.00
Kyle Kuczynski	\$155.00	2019	7.9	\$1,224.50
Hyacinth McCalla	\$110.00	n/a	0.8	\$88.00
Ray Mikkola	\$575.00	1988	2.6	\$1,495.00
Dina Milivojevic	2018 – \$275.00	2013	5.6	\$1,540.00
	2019 – \$285.00		13.8	\$3,933.00
Sue Mrkonjic	\$125.00	n/a	1.8	\$225.00
Steven Pordage	2018 – \$325.00	2013	1.3	\$325.00
	2019 – \$350.00		1.0	\$350.00
John Russo	\$425.00	1999	1.7	\$722.50
		<b>Total</b>		<b>\$10,411.00</b>

CWB MAXIUM FINANCIAL INC.

Plaintiff

-and- 1970636 ONTARIO LTD. O/A MT. CROSS PHARMACY ET.  
AL.  
Defendant

Court File No. CV-18-597922-00CL

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

PROCEEDING COMMENCED AT  
TORONTO

**AFFIDAVIT OF JOHN RUSSO**

**PALLET VALO LLP**

Lawyers & Trade-Mark Agents  
77 City Centre Drive, West Tower  
Suite 300  
Mississauga, Ontario L5B 1M5

**JOHN RUSSO (LSO # 42112D)**

Tel: (905) 273-3300 ext: 282  
Fax: (905) 273-6920  
Email: jrusso@pallettvalo.com

**DINA MILIVOJEVIC (LSO # 64521U)**

Tel: (905) 273-3300 ext: 283  
Fax: (905) 273-6920  
Email: dmilivojevic@pallettvalo.com

Lawyers for the Receiver, msi Spergel inc.

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## **TAB 2I**

**1970636 Ontario Ltd. o/a Mt. Cross Pharmacy**  
**Receiver's Statement of Receipts and Disbursements**  
**As at September 10, 2019**

**RECEIPTS**

Cash in Bank	\$ 112,134.93
Other receipts (funds from Faber & Oostdyk)	110,136.59
Accounts receivable	2,559.24
Sales	291,468.51
Sale of Assets en bloc	105,820.97
Misc. refunds and receipts.	3,088.25
HST refund	61,093.40
Advance from secured creditors	350,000.00
Interest allocation	2,969.94

<b>TOTAL RECEIPTS</b>	<b>1,039,271.83</b>
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**DISBURSEMENTS**

Advertising	2,920.20
Inventory taking	1,400.00
HST ITC'S	61,066.72
Insurance	12,280.68
Miscellaneous	
Search fees	\$ 105.80
Bank charges	990.09
Travel	4,946.02
Other misc disbursements	7,160.67
Change of locks and monitoring	1,851.56
Purchases	254,584.49
Utilities	16,552.51
Occupation rent	104,736.87
Pharmacist + assistant's wages	113,987.50
Repairs and maintenance	33,232.61
Computer services (Fillware)	2,680.00
Redirection of mail/courier/delivery charges	9,887.08
Office expense	981.98
Receiver's fees	160,350.50
Legal fees	60,101.92

<b>TOTAL DISBURSEMENTS</b>	<b>849,817.20</b>
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<b>Net Receipts over disbursements</b>	<b>\$ 189,454.63</b>
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## TAB 2J

## SCHEDULE "A"

## INTERIM RECEIVER CERTIFICATE

CERTIFICATE NO. 1AMOUNT \$50,000.00

1. THIS IS TO CERTIFY that msi Spergel inc., the interim receiver (the "**Interim Receiver**") of the assets, undertakings and properties 10970636 Ontario Ltd. o/a Mt. Cross Pharmacy acquired for, or used in relation to a business carried on by the Debtors, including all proceeds thereof (collectively, the "**Property**") appointed by Order of the Ontario Superior Court of Justice (Commercial List) (the "**Court**") dated the 16<sup>th</sup> day of May, 2018 (the "**Order**") made in an action having Court file number CV-18-59792200CL, has received as such Interim Receiver from the holder of this certificate (the "**Lender**") the principal sum of \$50,000.00, being part of the total principal sum of \$100,000.00 which the Interim 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 monthly not in advance on the 18<sup>th</sup> day of each month after the date hereof at a notional rate per annum equal to the rate of one (1) per cent above the prime commercial lending rate of Canadian Western Bank 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 Interim Receiver pursuant to the Order or to any further order of the Court, a charge upon the whole of the 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 Interim 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 Richmond Hill, 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 Interim



- 2 -

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 Interim Receiver to deal with the Property as authorized by the Order and as authorized by any further or other order of the Court.

7. The Interim 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 18<sup>th</sup> day of May, 2018.

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

Per:



Name: Philip H. Gennis, J.D., CIRP, LIT

Title: Senior Principal



**SCHEDULE "A"****INTERIM RECEIVER CERTIFICATE**

CERTIFICATE NO. 2

AMOUNT \$50,000.00

1. THIS IS TO CERTIFY that msi Spergel inc., the interim receiver (the "**Interim Receiver**") of the assets, undertakings and properties 10970636 Ontario Ltd. o/a Mt. Cross Pharmacy acquired for, or used in relation to a business carried on by the Debtors, including all proceeds thereof (collectively, the "**Property**") appointed by Order of the Ontario Superior Court of Justice (Commercial List) (the "**Court**") dated the 16<sup>th</sup> day of May, 2018 (the "**Order**") made in an action having Court file number CV-18-59792200CL, has received as such Interim Receiver from the holder of this certificate (the "**Lender**") the principal sum of \$50,000.00, being part of the total principal sum of \$100,000.00 which the Interim 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 monthly not in advance on the 7<sup>th</sup> day of each month after the date hereof at a notional rate per annum equal to the rate of one (1) per cent above the prime commercial lending rate of Canadian Western Bank 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 Interim Receiver pursuant to the Order or to any further order of the Court, a charge upon the whole of the 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 Interim 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 Richmond Hill, 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 Interim

- 2 -

Receiver to any person other than the holder of this certificate without the prior written consent of the holder of this certificate.

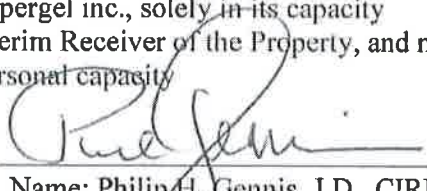
6. The charge securing this certificate shall operate so as to permit the Interim Receiver to deal with the Property as authorized by the Order and as authorized by any further or other order of the Court.

7. The Interim 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 7<sup>th</sup> day of June, 2018.

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

Per:

  
Name: Philip H. Gennis, J.D., CIRP, LIT  
Title: Senior Principal



**SCHEDULE "A"****RECEIVER CERTIFICATE**

CERTIFICATE NO. 1

AMOUNT \$100,000.00

1. THIS IS TO CERTIFY that msi Spergel inc., the Receiver (the "Receiver") of the assets, undertakings and properties 10970636 Ontario Ltd. o/a Mt. Cross Pharmacy acquired for, or used in relation to a business carried on by the Debtors, including all proceeds thereof (collectively, the "Property") appointed by Order of the Ontario Superior Court of Justice (Commercial List) (the "Court") dated 14<sup>th</sup> day of June, 2018 (the "Order") made in an action having Court file number CV-18-597922-00CL, has received as such Receiver from the holder of this certificate (the "Lender") the principal sum of \$100,000.00, being part of the total principal sum of \$250,000.00 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 monthly not in advance on the 23<sup>rd</sup> day of each month after the date hereof at a notional rate per annum equal to the rate of one (1) per cent above the prime commercial lending rate of Canadian Western Bank 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 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 Richmond Hill, 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.

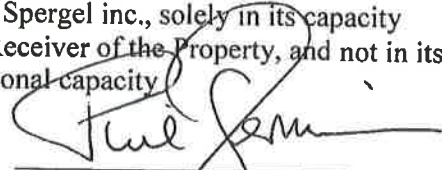
6. The charge securing this certificate shall operate so as to permit the Receiver to deal with the Property as authorized by the Order and as authorized by any further or other order of the Court.

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 23<sup>rd</sup> day of July, 2018.

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

Per:



Name: Philip H. Gennis

Title: Senior Principal





**SCHEDULE "A"****RECEIVER CERTIFICATE**CERTIFICATE NO. 2AMOUNT \$150,000.00

1. THIS IS TO CERTIFY that msi Spergel inc., the Receiver (the "**Receiver**") of the assets, undertakings and properties 10970636 Ontario Ltd. o/a Mt. Cross Pharmacy acquired for, or used in relation to a business carried on by the Debtors, including all proceeds thereof (collectively, the "**Property**") appointed by Order of the Ontario Superior Court of Justice (Commercial List) (the "**Court**") dated 14<sup>th</sup> day of June, 2018 (the "**Order**") made in an action having Court file number CV-18-597922-00CL, has received as such Receiver from the holder of this certificate (the "**Lender**") the principal sum of \$150,000.00, being part of the total principal sum of \$250,000.00 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 monthly not in advance on the 12th day of each month after the date hereof at a notional rate per annum equal to the rate of one (1) per cent above the prime commercial lending rate of Canadian Western Bank 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 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 Richmond Hill, 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.

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6. The charge securing this certificate shall operate so as to permit the Receiver to deal with the 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 12th day of September, 2018.

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

Per:



Name: Philip H. Gennis

Title: Senior Principal

## TAB 3

ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST

THE HONOURABLE ) MONDAY, THE 23<sup>RD</sup>  
JUSTICE )  
DAY OF SEPTEMBER, 2019

B E T W E E N:

CWB MAXIUM FINANCIAL INC.

Plaintiff

– and –

1970636 ONTARIO LTD. o/a MT. CROSS PHARMACY,  
UMAIR N. NASIM, SHRIKANT MALHOTRA, 1975193 ONTARIO LTD. dba MTN RX  
& HEALTH and ANGELO KIRKOPOULOS

Defendants

DISCHARGE ORDER

THIS MOTION, made by msi Spergel inc. (“**Spergel**”) in its capacity as the Court-appointed receiver (the “**Receiver**”) of the undertaking, property and assets of 1970636 Ontario Ltd. o/a Mt. Cross Pharmacy (the “**Debtor**”) and Umair N. Nasim and Shrikant Malhotra (collectively, the “**Guarantors**”), for an order, among other things:

1. approving the activities of the Receiver as set out in the Final Report of the Receiver dated September 12, 2019 (the “**Report**”) and the Receiver’s interim statement of receipts and disbursements as at September 10, 2019 (the “**Interim R&D**”) contained therein;
2. approving the fees and disbursements of the Receiver and its counsel in relation to the receiverships of the Debtor and the Guarantors for the time periods set out in the Report, together with the Fee Accrual (as defined in the Report) to the completion of the proceedings;

3. authorizing the Receiver to make the distributions proposed in the Report; and
4. effective on the filing of a certificate by the Receiver certifying that all outstanding matters to be attended to in connection with the receivership of the Debtor and the Guarantors have been completed to the satisfaction of the Receiver (the “**Receiver’s Certificate**”), discharging Spergel as Receiver of the undertaking, property and assets of the Debtor and the Guarantors, and releasing Spergel from any and all liability, as set out in paragraph 5 of this Order,

was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Report, the Affidavits of the Mukul Manchanda each sworn September 12, 2019 as to the fees of the Receiver incurred in connection with the receiverships of the Debtor and the Guarantors and the Affidavits of John Russo each sworn September 9, 2019 as to the fees of Receiver’s counsel incurred in connection with the receiverships of the Debtor and the Guarantors (collectively, the “**Fee Affidavits**”), and on hearing the submissions of counsel for the Receiver, no one else appearing although served as evidenced by the Affidavit of Sue Mrkonjic sworn September 13, 2019, filed;

1. THIS COURT ORDERS that that the time and manner for service of the Notice of Motion and the Motion Record are hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.
2. THIS COURT ORDERS that the activities of the Receiver, as set out in the Report, and the Interim R&D are hereby approved.
3. THIS COURT ORDERS that the fees and disbursements of the Receiver and its counsel, as set out in the Report and the Fee Affidavits, including the Fee Accrual to the completion of these proceedings, are hereby approved.
4. THIS COURT ORDERS that, after payment of the fees and disbursements herein approved, including the Fee Accrual, the Receiver shall pay the monies remaining in its hands to CWB Maxium Financial Inc. to a maximum of \$350,000 plus interest.
5. THIS COURT ORDERS that the Land Registrar for the Land Registry Office of Wentworth (#62) is hereby directed to delete and expunge from title to the property municipally

known as 27 Spitfire Drive, Mount Hope, Ontario and more particularly described at Schedule "A" hereto (the "**Spitfire Property**") the Order of the Honourable Justice Penny dated September 21, 2018 made in these proceedings (the "**Guarantors Receivership Order**") registered as Instrument No. WE1342178 against title to the Spitfire Property.

6. THIS COURT ORDERS that the Land Registrar for the Land Registry Office of Haldimand (#18) is hereby directed to delete and expunge from title to the property municipally known as 46 Kelso Drive, Caledonia, Ontario and more particularly described as Schedule "A" hereto (the "**Kelso Property**") the Guarantors Receivership Order registered as Instrument No. CH87176 against title to the Kelso Property.

7. THIS COURT ORDERS that upon payment of the amounts set out in paragraph 3 hereof and upon the Receiver filing the Receiver's Certificate, the Receiver shall be discharged as Receiver of the undertaking, property and assets of the Debtor and the Guarantors, provided however that notwithstanding its discharge herein (a) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receiverships herein, and (b) the Receiver shall continue to have the benefit of the provisions of all Orders made in these proceedings, including all approvals, protections and stays of proceedings in favour of Spergel in its capacity as Receiver.

8. THIS COURT ORDERS AND DECLARES that Spergel is hereby released and discharged from any and all liability that Spergel now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of Spergel while acting in its capacity as Receiver herein, save and except for any gross negligence or wilful misconduct on the Receiver's part. Without limiting the generality of the foregoing, Spergel 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, save and except for any gross negligence or wilful misconduct on the Receiver's part.

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**SCHEDULE "A"**

<b>Municipal Address</b>	<b>PIN</b>	<b>Property Description</b>
27 Spitfire Drive, Mount Hope, Ontario	17400-0326 (LT)	LOT 6, PLAN 62M970, HAMILTON ; S/T EASEMENT IN WE121864 S/T RT TO ENTER IN FAVOUR OF GRISENTHWAITE-KANUKA LIMITED ANY TIME WITHIN 5 YRS AFTER 2003-05-16, AS SET OUT IN WE161230
46 Kelso Drive, Caledonia, Ontario	38155-0578 (LT)	LOT 104, PLAN 18M51; SUBJECT TO AN EASEMENT FOR ENTRY AS IN CH81108; HALDIMAND COUNTY

CWB MAXIUM FINANCIAL INC.  
Plaintiff

-and-  
Defendants

1970636 ONTARIO LTD. O/A MT. CROSS PHARMACY et al.

Court File No. CV-18-597922-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

PROCEEDING COMMENCED AT  
TORONTO

**DISCHARGE ORDER**

**PALLET VALO LLP**

Lawyers & Trade-Mark Agents  
77 City Centre Drive, West Tower, Suite 300  
Mississauga, Ontario L5B 1M5

**JOHN RUSSO (LSO # 42112D)**

Tel: (905) 273-3300 ext: 282  
Fax: (905) 273-6920  
Email: jrusso@pallettvalo.com

**DINA MILIVOJEVIC (LSO # 64521U)**

Tel: (905) 273-3300 ext: 283  
Fax: (905) 273-6920  
Email: dmilivojevic@pallettvalo.com

Lawyers for the Receiver, msi Spergel inc.

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## TAB 4

Court File No. — CV-18-597922-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST

THE HONOURABLE — ) ~~WEEKDAY, MONDAY, THE #23<sup>RD</sup>~~  
JUSTICE — ) DAY OF MONTH, 20YR ~~SEPTEMBER,~~  
2019

BETWEEN:

PLAINTIFF

CWB MAXIUM FINANCIAL INC.

Plaintiff

— and —

DEFENDANT

Defendant

1970636 ONTARIO LTD. o/a MT. CROSS PHARMACY,  
UMAIR N. NASIM, SHRIKANT MALHOTRA, 1975193 ONTARIO LTD. dba MTN RX  
& HEALTH and ANGELO KIRKOPOULOS

Defendants

DISCHARGE ORDER

THIS MOTION, made by [~~RECEIVER'S NAME~~]msi Spergel inc. ("**Spergel**") in its capacity as the Court-appointed receiver (the "**Receiver**") of the undertaking, property and assets of [~~DEBTOR~~]1970636 Ontario Ltd. o/a Mt. Cross Pharmacy (the "**Debtor**"), and Umair N. Nasim and Shrikant Malhotra (collectively, the "**Guarantors**"), for an order, among other things:

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1. approving the activities of the Receiver as set out in the ~~report of the Receiver dated~~ [DATE] (the "**Report**"); Final Report of the Receiver dated September 12, 2019 (the "**Report**")

and the Receiver's interim statement of receipts and disbursements as at September 10, 2019 (the "Interim R&D") contained therein;

2. —approving the fees and disbursements of the Receiver and its counsel;

~~3.2. approving the distribution of the remaining proceeds available in relation to the estate~~receiverships of the Debtor; ~~and~~ and the Guarantors for the time periods set out in the Report, together with the Fee Accrual (as defined in the Report) to the completion of the proceedings;

3. authorizing the Receiver to make the distributions proposed in the Report; and

4. —effective on the filing of a certificate by the Receiver certifying that all outstanding matters to be attended to in connection with the receivership of the Debtor and the Guarantors have been completed to the satisfaction of the Receiver (the "Receiver's Certificate"), discharging [RECEIVER'S NAME]Spergel as Receiver of the undertaking, property and assets of the Debtor~~;~~ and

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~~5.4. the Guarantors, and releasing~~ [RECEIVER'S NAME]Spergel from any and all liability, as set out in paragraph 5 of this Order<sup>†</sup>,

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was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Report, the ~~affidavits~~Affidavits of the Mukul Manchanda each sworn September 12, 2019 as to the fees of the Receiver incurred in connection with the receiverships of the Debtor and ~~its~~the Guarantors and the Affidavits of John Russo each sworn September 9, 2019 as to the fees of Receiver's counsel as to fees (the "incurred in connection with the receiverships of the Debtor and the Guarantors (collectively, the "Fee Affidavits"),"), and on hearing the submissions of counsel for the Receiver, no one else appearing although served as evidenced by the Affidavit of [NAME]Sue Mrkonjic sworn [DATE],September 13, 2019, filed<sup>2</sup>;

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<sup>†</sup> If this relief is being sought, stakeholders should be specifically advised, and given ample notice. See also Note 4, below.

<sup>2</sup> This model order assumes that the time for service does not need to be abridged.

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

1.2. THIS COURT ORDERS that the activities of the Receiver, as set out in the Report, and the Interim R&D are hereby approved.

2.3. THIS COURT ORDERS that the fees and disbursements of the Receiver and its counsel, as set out in the Report and the Fee Affidavits, including the Fee Accrual to the completion of these proceedings, are hereby approved.

3.4. THIS COURT ORDERS that, after payment of the fees and disbursements herein approved, including the Fee Accrual, the Receiver shall pay the monies remaining in its hands to [NAME OF PARTY]<sup>3</sup>-CWB Maxium Financial Inc. to a maximum of \$350,000 plus interest.

5. THIS COURT ORDERS that the Land Registrar for the Land Registry Office of Wentworth (#62) is hereby directed to delete and expunge from title to the property municipally known as 27 Spitfire Drive, Mount Hope, Ontario and more particularly described at Schedule "A" hereto (the "Spitfire Property") the Order of the Honourable Justice Penny dated September 21, 2018 made in these proceedings (the "Guarantors Receivership Order") registered as Instrument No. WE1342178 against title to the Spitfire Property.

6. THIS COURT ORDERS that the Land Registrar for the Land Registry Office of Haldimand (#18) is hereby directed to delete and expunge from title to the property municipally known as 46 Kelso Drive, Caledonia, Ontario and more particularly described as Schedule "A" hereto (the "Kelso Property") the Guarantors Receivership Order registered as Instrument No. CH87176 against title to the Kelso Property.

4.7. THIS COURT ORDERS that upon payment of the amounts set out in paragraph 3 hereof {and upon the Receiver filing a certificate certifying that it has completed the other activities described in the Report}, the Receiver's Certificate, the Receiver shall be discharged as Receiver of the undertaking, property and assets of the Debtor and the Guarantors, provided however that

<sup>3</sup> ~~This model order assumes that the material filed supports a distribution to a specific secured creditor or other party.~~

notwithstanding its discharge herein (a) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership ~~receiverships~~ herein, and (b) the Receiver shall continue to have the benefit of the provisions of all Orders made in ~~this proceeding~~ these proceedings, including all approvals, protections and stays of proceedings in favour of [RECEIVER'S NAME] Spergel in its capacity as Receiver.

5-8. ~~{~~THIS COURT ORDERS AND DECLARES that [RECEIVER'S NAME] Spergel is hereby released and discharged from any and all liability that [RECEIVER'S NAME] Spergel now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of [RECEIVER'S NAME] Spergel while acting in its capacity as Receiver herein, save and except for any gross negligence or wilful misconduct on the Receiver's part. Without limiting the generality of the foregoing, [RECEIVER'S NAME] Spergel 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, save and except for any gross negligence or wilful misconduct on the Receiver's part.<sup>4</sup> ~~}~~

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<sup>4</sup> The model order subcommittee was divided as to whether a general release might be appropriate. On the one hand, the Receiver has presumably reported its activities to the Court, and presumably the reported activities have been approved in prior Orders. Moreover, the Order that appointed the Receiver likely has protections in favour of the Receiver. These factors tend to indicate that a general release of the Receiver is not necessary. On the other hand, the Receiver has acted only in a representative capacity, as the Court's officer, so the Court may find that it is appropriate to insulate the Receiver from all liability, by way of a general release. Some members of the subcommittee felt that, absent a general release, Receivers might hold back funds and/or wish to conduct a claims bar process, which would unnecessarily add time and cost to the receivership. The general release language has been added to this form of model order as an option only, to be considered by the presiding Judge in each specific case. See also Note 1, above.

**SCHEDULE "A"**

<b><u>Municipal Address</u></b>	<b><u>PIN</u></b>	<b><u>Property Description</u></b>
<u>27 Spitfire Drive, Mount Hope, Ontario</u>	<u>17400-0326 (LT)</u>	<u>LOT 6, PLAN 62M970, HAMILTON ;</u> <u>S/T EASEMENT IN WE121864 S/T RT</u> <u>TO ENTER IN FAVOUR OF</u> <u>GRISENTHWAITE-KANUKA</u> <u>LIMITED ANY TIME WITHIN 5 YRS</u> <u>AFTER 2003-05-16, AS SET OUT IN</u> <u>WE161230</u>
<u>46 Kelso Drive, Caledonia, Ontario</u>	<u>38155-0578 (LT)</u>	<u>LOT 104, PLAN 18M51; SUBJECT TO</u> <u>AN EASEMENT FOR ENTRY AS IN</u> <u>CH81108; HALDIMAND COUNTY</u>



CWB MAXIUM FINANCIAL INC.  
Plaintiff

-and-

1970636 ONTARIO LTD. O/A MT. CROSS PHARMACY et al.  
Defendants

Court File No. CV-18-597922-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST

PROCEEDING COMMENCED AT  
TORONTO

DISCHARGE ORDER

PALLET VALO LLP

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Lawyers for the Receiver, msi Spergel inc.

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CWB MAXIUM FINANCIAL INC.  
Plaintiff

-and-  
Defendants

1970636 ONTARIO LTD. O/A MT. CROSS PHARMACY et al.

Court File No. CV-18-597922-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

PROCEEDING COMMENCED AT  
TORONTO

**MOTION RECORD  
OF THE RECEIVER**

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Lawyers for the Receiver, msi Spergel inc.