

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

BETWEEN:

ROYNAT INC.

Applicant

- and -

TAMTAN INC. and 1308963 ONTARIO LIMITED (o/a EZ FOOD GROUP)

Respondents

MOTION RECORD
(returnable July 29, 2020)

July 15, 2020

CHAITONS LLP
5000 Yonge Street, 10th Floor
Toronto, ON M2N 7E9

Sam Rappos (LSO #51399S)
Tel: (416) 218-1137
Fax: (416) 218-1837
Email: samr@chaitons.com

**Lawyers for the Court-appointed
Receiver, msi Spergel Inc.**

TO: SERVICE LIST

SERVICE LIST

(as of July 15, 2020)

<p>BLAKE, CASSELS & GRAYDON LLP 199 Bay Street, Suite 4000 Toronto, ON M5L 1A9</p> <p>Chris Burr Tel: (416) 863-2400 Fax: (416) 863-2653 E-mail: chris.burr@blakes.com</p> <p>Lawyers for Roynat Inc.</p>	<p>CHAITONS LLP 5000 Yonge Street, 10th Floor Toronto, ON M2N 7E9</p> <p>Sam Rappos Tel: (416) 218-1137 Fax: (416) 218-1837 E-mail: samr@chaitons.com</p> <p>Lawyers for msi Spergel Inc., Court-appointed Receiver</p>
<p>MSI SPERGEL INC. 505 Consumers Road, Suite 200 North York, ON M2J 4V8</p> <p>Philip Gennis and Mukul Manchanda Tel: (416) 497-1660 Fax: (416) 494-7199 E-mail: PGennis@spergel.ca / mmanchanda@spergel.ca</p> <p>Court-appointed Receiver</p>	<p>SEIZED PROPERTY MANAGEMENT DIRECTORATE Public Services and Procurement Canada 11 Laurier Street, Place du Portage Gatineau QC K1A 0S5</p> <p>Jean Cadrin and Céline Forest E-mail: Jean.Cadrin@tpsgc-pwgsc.gc.ca Celine.Forest@tpsgc-pwgsc.gc.ca</p>
<p>PUBLIC PROSECUTION SERVICE OF CANADA Guy-Favreau Complex, East Tower, 9th floor 200 René-Lévesque Boulevard West Montréal, QC H2Z 1X4</p> <p>Ninette Singoye and Belinda Peres E-mail: Ninette.Singoye@ppsc-sppc.gc.ca Belinda.Peres@ppsc-sppc.gc.ca</p>	<p>TRANSBIZ TRUCK TRAINING CENTRE 1405 Morningside Avenue, 2nd floor Scarborough, ON M1B 3J1</p> <p>Muzzaffar Malik E-mail: malikjee123@hotmail.com / smalik124@hotmail.com</p>
<p>RELIABLE CONSULTANTS INC. 1405 Morningside Avenue, 2nd floor Scarborough, ON M1B 3J1</p> <p>Beverly Gobin E-mail: careers.reliable.consultants@gmail.com</p>	<p>ABRAHAMS LLP 488 Huron Street Toronto, ON M5R 2R3</p> <p>Garth Dingwall Tel: (416) 964-0304 Fax: (866) 807-0806 E-mail: garth@abrahamsllp.com</p> <p>Lawyers for Reliable Consultants Inc.</p>

<p>DEPARTMENT OF JUSTICE CANADA Ontario Regional Office 120 Adelaide Street West, Suite 400 Toronto, ON M5H 1T1</p> <p>Diane Winters and Pat Confalone Tel: (416) 973-3172 Fax: (416) 973-0810 Email: Diane.Winters@justice.gc.ca / Pat.Confalone@justice.gc.ca</p> <p>Lawyers for Canada Revenue Agency</p>	<p>HER MAJESTY THE QUEEN IN RIGHT OF THE PROVINCE OF ONTARIO AS REPRESENTED BY THE MINISTER OF FINANCE Legal Services, 11th Floor, 777 Bay Street Toronto, ON M5G 2C8</p> <p>Kevin J. O'Hara Tel: (416) 327-8463 Fax: (416) 325-1460 Email: kevin.ohara@ontario.ca</p>
<p>DEPARTMENT OF JUSTICE CANADA 174 Stone Road West Guelph, ON N1G 4S9</p> <p>Andrea Horton Tel: (226) 217-8478 Fax: (226) 217-8507 Email: andrea.horton@canada.ca</p> <p>Lawyers for Agriculture and Food Inspection Legal Services</p>	<p>AFFLECK GREENE MCMURTRY LLP 365 Bay St., Suite 200 Toronto, ON M5H 2V1</p> <p>David Vaillancourt and Jacob Millar Tel: (416) 360-8100 Fax: (416) 360-2800 E-mail: Dvaillancourt@agmlawyers.com / jmillar@agmlawyers.com</p> <p>Lawyers for Central Ontario Dairy Distributing Inc.</p>
<p>FASKEN MARTINEAU DuMOULIN LLP 333 Bay Street, Suite 2400 Bay Adelaide Centre, Box 20 Toronto, ON M5H 2T6</p> <p>Dylan Chochla Tel: (416) 868-3425 Fax: (416) 364-7813 E-mail: dchochla@fasken.com</p> <p>Lawyers for Forest Ridge Inc.</p>	<p>MACDONALD SAGER MANIS LLP 150 York Street, Suite 800 Toronto, ON M5H 3S5</p> <p>Howard Manis Tel: (416) 364-1553 Fax: (416) 364-1453 E-mail: hmanis@msmlaw.net</p> <p>Lawyers for Argil Property Tax Services Paralegal Professional Corporation</p>
<p>CITY OF TORONTO Metro Hall, 55 John Street, 26th Floor Toronto, ON M5V 3C6</p> <p>City Clerk E-mail: clerk@toronto.ca</p> <p>Christopher J. Henderson Tel: (416) 397-7106 Email: chender3@toronto.ca</p>	<p>TREASURER, CITY OF TORONTO George Charocopos Collections Department North York Civic Centre, Lower Level 5100 Yonge Street North York, ON M2N 5V7</p> <p>Fax: (416) 395-6703 E-mail: gcharoc@toronto.ca</p>

TAMTAN INC. 46 Tomlin Crescent Richmond Hill, ON L4C 7S9	1308963 ONTARIO LTD. 46 Tomlin Crescent Richmond Hill, ON L4C 7S9
1978240 ONTARIO INC. (o/a OpalOnline and formerly 1562712 Ontario Inc.) c/o Gary Rapkoski 301 High Street Whitby, ON L1N 5H7	EMPLOYMENT PANACHE c/o Birenbaum Gottlieb PC 951 Wilson Ave., Unit 21 Toronto, ON M3K 2A7 Tel: (416) 633-3720 Fax: (416) 633-4546
THE DENBAR FOOD GROUP INC. c/o Denise and Barry Millman 328 Wicklow Beach Road Colborne, ON K0K 1S0	

INDEX

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

BETWEEN:

ROYNAT INC.

Applicant

- and -

TAMTAN INC. and 1308963 ONTARIO LIMITED (o/a EZ FOOD GROUP)

Respondents

INDEX

Tab	Document
A.	Notice of Motion returnable July 29, 2020
B.	Third Report of msi Spergel Inc. dated July 15, 2020
Appendix 1	Appointment Order of Justice McEwen dated October 16, 2019
Appendix 2	First Report dated December 10, 2019 w/o appendices
Appendix 3	Order of The Honourable Madam Justice Conway dated December 17, 2019
Appendix 4	Second Report dated March 3, 2020 w/o appendices
Appendix 5	Approval and Vesting Order of Justice Conway dated March 13, 2020
Appendix 6	Ancillary Order of Justice Conway dated March 13, 2020
Appendix 7	Receiver's Interim Statements of Receipts and Disbursements as at July 10, 2020
Appendix 8	Fee Affidavit of Philip H. Gennis sworn July 15, 2020
Appendix 9	Fee Affidavit of Sam Rappos sworn July 15, 2020
Appendix 10	Receiver's Certificates representing the TamTan Borrowings
Appendix 11	Roynat Payout Statement with respect to the TamTan Borrowings as at July 9, 2020
Appendix 12	CRA Account Balance relative to HST owing by TamTan

Tab	Document
Appendix 13	Security Opinion delivered by Chaitons LLP to the Receiver
Appendix 14	Roynat Payout Statement relative to the indebtedness of TamTan as at July 9, 2020
Appendix 15	Receiver's Certificate representing the 1308 Borrowings
Appendix 16	Roynat Payout Statement with respect to the 1308 Borrowings as at July 9, 2020
Appendix 17	CRA Payroll Audit Report with respect to TamTan dated December 19, 2019
Appendix 18	PPSA Search Report with respect to 1308

TAB A

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

BETWEEN:

ROYNAT INC.

Applicant

- and -

TAMTAN INC. and 1308963 ONTARIO LIMITED (o/a EZ FOOD GROUP)

Respondents

NOTICE OF MOTION
(returnable July 29, 2020)

msi SPERGEL INC. (“**Spergel**”), in its capacity as Court-appointed receiver (the “**Receiver**”) of TamTan Inc. (“**TamTan**”) and 1308963 Ontario Limited (o/a EZ Food Group) (“**1308**” and together with TamTan, the “**Debtors**”) will make motion to a Judge of the Commercial List on Wednesday July 29, 2020 at 9:30 am, or as soon after that time as the motion can be heard, by judicial teleconference via Zoom at Toronto, Ontario.

PROPOSED METHOD OF HEARING: The motion is to be heard orally.

THE MOTION IS FOR:

- (a) if necessary, an order abridging the time for service of this notice of motion and the motion record and validating the method of service so that the motion is properly returnable on July 29, 2020;

- (b) an order:
- (i) authorizing and directing the Receiver to distribute the net sale proceeds of the Morningside Property (as defined below) as set out below and in the Third Report of the Receiver dated July 15, 2020 (the “**Third Report**”);
 - (ii) authorizing and directing the Receiver to distribute the net sale proceeds of the 1308 Property (as defined below) as set out below and in the Third Report;
 - (iii) authorizing and directing the Receiver to file an assignment in bankruptcy for and on behalf of 1308;
 - (iv) approving the Third Report and the actions and activities of the Receiver described therein;
 - (v) approving the Receiver’s Statements of Receipts and Disbursements as at July 10, 2020;
 - (vi) approving the fees and disbursements of the Receiver and its legal counsel, including an estimated accrual for fees and disbursements to be incurred to the completion of these receivership proceedings and/or any bankruptcy proceedings, as detailed in the Third Report and the fee affidavits appended thereto;

- (vii) discharging Spergel as Receiver upon the Receiver filing a certificate with the Court confirming it has completed the administration of these receivership proceedings; and
- (c) advice and direction of the Court with respect to the Morningside Proceeds (as defined below) following the proposed distributions and holdback described below and in the Third Report.

THE GROUNDS FOR THE MOTION ARE:

Realizations

1. On October 16, 2019, Spergel was appointed as Receiver of the Debtors pursuant to the Order of Justice McEwen (the “**Receivership Order**”).
2. The Receiver has completed the sale of the primary asset of TamTan, being land and premises municipally known as 1405 Morningside Avenue, Toronto Ontario (the “**Morningside Property**”), and the primary asset of 1308, being certain personal property (the “**1308 Personal Property**”).
3. As of July 10, 2020, the sale of the Morningside Property and the 1308 Property respectively generated net sale proceeds of \$6,984,272.89 (the “**Morningside Proceeds**”) and \$199,585.11 (the “**1308 Proceeds**”).
4. The Receiver is not aware of any other property or assets of the Companies that exists and could be recovered by the Receiver for the benefit of their creditors.

Proposed Distributions

5. Pursuant to paragraph 14 of the Receivership Order, the Receiver may not distribute any of the property subject to the receivership proceedings without Order of the Court.

6. The Receiver is requesting that the Court authorize and direct it to make the following distributions from the Morningside Proceeds:

- (a) \$150,000 plus accrued interest to date of payment to Roynat Inc. (“**Roynat**”) on account of funds borrowed by the Receiver pursuant to the Receivership Order and which is secured by a Court-ordered charge;
- (b) \$2,620,975.97 plus accrued interest to date of payment to Roynat on account of its valid and enforceable mortgage over the Morningside Property; and
- (c) the fees and disbursements of the Receiver and its counsel, including fee accruals to completion of the administration of the receivership proceeding.

7. The Receiver will also maintain a holdback of \$26,269.35 with respect to the claim of Canada Revenue Agency (“**CRA**”) on account of outstanding HST amounts.

8. The Receiver is requesting that the Court authorize and direct it to make the following distributions from the 1308 Proceeds:

- (a) \$30,000 plus accrued interest to date of payment to Roynat on account of funds borrowed by the Receiver pursuant to the Receivership Order and which is secured by a Court-ordered charge; and

- (b) the fees and disbursements of the Receiver and its counsel, including fee accruals to completion of the administration of the receivership proceeding and any bankruptcy proceeding.

Bankruptcy of 1308

- 9. Following payment of the amounts described above, there will be approximately \$150,000 remaining from the 1308 Proceeds.
- 10. The Receiver is of the view that the most efficient way to deal with the remaining 1308 Proceeds is for there to be a bankruptcy of 1308, so the property can be dealt with by a trustee under the *Bankruptcy and Insolvency Act*.
- 11. As a result, the Receiver is requesting that the Court authorize it to file an assignment in bankruptcy in the name and on behalf of 1308.

Motion for Advice and Direction Regarding Remaining Morningside Proceeds

- 12. On February 8, 2019, the Court of Quebec (Criminal and Penal Division) issued restraint orders and management orders under section 490.8 and 490.81 of the *Criminal Code* with respect to the Morningside Property, amongst other things (the “**Restraint Order**”).
- 13. The Restraint Order was registered on title to the Morningside Property on February 14, 2019.
- 14. The Restraint Order was granted in connection with criminal proceedings brought against the principal of TamTan and the possibility that the Morningside Property represents proceeds of crime.

15. The criminal proceedings are ongoing and have yet to reach the trial stage.
16. The Seized Property Management Directorate (the “SPMD”) and Public Services and Procurement Canada take the position that, as a result of the provisions of the *Criminal Code* and the Restraint Order, the Morningside Proceeds, net of the distributions discussed above, should be delivered to it in so that it may be dealt with by the SPMD in accordance with the relevant provisions of the *Criminal Code* and the *Seized Property Management Act* (Canada).
17. The Receiver understands that certain unsecured creditors of the Debtors may take the position that the Morningside Proceeds should first be used to repay the claims of other creditors of TamTan and/or 1308 before it is delivered to the SPMD.
18. As a result, the Receiver is seeking the advice and direction of the Court as to the entitlement of the net Morningside Proceeds following the proposed distributions discussed above.
19. In the event that the Court determines that net Morningside Proceeds should be available for payment to unsecured creditors before being delivered to SPMD, the Receiver will request that the Court authorize and direct it to file an assignment in bankruptcy in the name and behalf of TamTan so that the property can be dealt with by a trustee under the *Bankruptcy and Insolvency Act*.

General

20. The Third Report and the appendices thereto, including the Affidavit of Philip H. Gennis sworn July 15, 2020 and the Affidavit of Sam Rappos sworn July 15, 2020.
21. Rules 1.04, 1.05, 2.01, 2.03, and 37 of the *Rules of Civil Procedure* (Ontario).

22. The equitable and inherent jurisdiction of the Court.
23. Such other grounds as counsel may advise and this Honourable Court may permit.

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

1. The Third Report and the appendices attached thereto; and
2. Such further and other evidence as counsel may advise and this Honourable Court may permit.

July 15, 2020

CHAITONS LLP
5000 Yonge Street, 10th Floor
Toronto, ON M2N 7E9

Sam Rappos (LSO #51399S)
Tel: (416) 218-1137
Fax: (416) 218-1837
Email: samr@chaitons.com

**Lawyers for the Court-appointed
Receiver, msi Spergel Inc**

ROYNAT INC.

Applicant

- and -

TAMTAN INC. and 1308963 ONTARIO LIMITED (o/a

EZ FOOD GROUP)

Respondents

Court File No. CV-19-00628569-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceedings commenced at TORONTO

NOTICE OF MOTION
(returnable July 15, 2020)

CHAITONS LLP
5000 Yonge Street, 10th Floor
Toronto, ON M2N 7E9

Sam Rappos (LSO #51399S)
Tel: (416) 218-1137
Fax: (416) 218-1837
Email: samr@chaitions.com

**Lawyers for the Court-appointed
Receiver, msi Spergel Inc.**

TAB B

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

BETWEEN:

ROYNAT INC.

Applicant

- and -

TAMTAN INC. AND 1308963 ONTARIO LIMITED (o/a EZ FOOD GROUP)

Respondents

**THIRD REPORT OF MSI SPERGEL INC.
IN ITS CAPACITY AS COURT-APPOINTED RECEIVER OF
TAMTAN INC. and 1308963 ONTARIO LIMITED (o/a EZ FOOD GROUP)**

July 15, 2020

TABLE OF CONTENTS

INTRODUCTION AND PURPOSE OF THE THIRD REPORT	Page 1
BACKGROUND	Page 3
REALIZATIONS	Page 3
FEEES AND DISBURSEMENTS OF THE RECEIVER AND ITS COUNSEL	Page 6
RECEIVER’S PROPOSED DISTRIBUTIONS	Page 7
CRIMINAL CODE RESTRAINT ORDER	Page 12
DISCHARGE OF THE RECEIVER	Page 13

APPENDICES

1. Order of Mr. Justice McEwen dated October 16, 2019
2. First Report of the Receiver dated December 10, 2019 without appendices
3. Order of Madam Justice Conway dated December 17, 2019
4. Second Report of the Receiver dated March 3, 2020 without appendices
5. Approval and Vesting Order of Madam Justice Conway dated March 13, 2020
6. Ancillary Order of Madam Justice Conway dated March 13, 2020
7. Receiver's Interim Statements of Receipts and Disbursements as at July 10, 2020
8. Fee Affidavit of Philip H. Gennis sworn July 15, 2020
9. Fee Affidavit of Sam Rappos sworn July 15, 2020
10. Receiver's Certificates representing the TamTan Borrowings
11. Roynat Payout Statement with respect to the TamTan Borrowings as at July 9, 2020
12. CRA Account Balance relative to HST owing by TamTan
13. Security Opinion delivered by Chaitons LLP to the Receiver
14. Roynat Payout Statement relative to the indebtedness of TamTan as at July 9, 2020
15. Receiver's Certificate representing the 1308 Borrowings
16. Roynat Payout Statement with respect to the 1308 Borrowings as at July 9, 2020
17. CRA Payroll Audit Report with respect to TamTan dated December 19, 2019
18. PPSA Search Report with respect to 1308

INTRODUCTION AND PURPOSE OF THE THIRD REPORT

1. On October 16, 2019, on the application of Roynat Inc. (“**Roynat**”), msi Spergel Inc. (“**Spergel**”) was appointed as receiver (the “**Receiver**”) of the property, assets and undertakings of TamTan Inc. (“**TamTan**”) and 1308963 Ontario Limited operating as EZ Food Group (“**1308**”, and together with TamTan, the “**Companies**”) pursuant to the Order of The Honourable Mr. Justice McEwen of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) (the “**Receivership Order**”).¹ Attached hereto as **Appendix “1”** is a copy of the Receivership Order.
2. This third report to the Court (the “**Third Report**”) is filed by the Receiver to:
 - (a) request an Order of the Court:
 - (i) authorizing and directing the Receiver to distribute the net sale proceeds of the Morningside Property (as defined below) as described below;
 - (ii) authorizing and directing the Receiver to distribute the net sale proceeds of the 1308 Property (as defined below) as described below;
 - (iii) authorizing and directing the Receiver to file an assignment in bankruptcy for and on behalf of 1308;
 - (iv) approving this Third Report and the actions and activities of the Receiver described herein;

¹ As discussed below, the property subject to the receivership proceeding excluded certain bank accounts.

- (v) approving the Receiver's Statements of Receipts and Disbursements as at July 10, 2020;
 - (vi) approving the fees and disbursements of the Receiver and its legal counsel, including an estimated accrual for fees and disbursements to be incurred to the completion of these receivership proceedings;
 - (vii) discharging Spergel as Receiver upon the Receiver filing a certificate with the Court confirming it has completed the administration of these receivership proceedings; and
 - (b) seek the advice and direction of the Court with respect to the net sale proceeds of the Morningside Property following the proposed distributions described below.
3. The Receiver will not assume responsibility or liability for losses incurred by the reader as a result of the circulation, publication, reproduction or use of this Third Report for any other purposes.
 4. In preparing this Third Report, the Receiver has relied upon certain information provided to it by others. Unless otherwise stated herein, the Receiver has not performed an audit or verification of such information for accuracy, completeness or compliance with Accounting Standards for Private Enterprises or International Financial Reporting Standards. Accordingly, the Receiver expresses no opinion or other form of assurance with respect to such information.
 5. All references to dollars in this Third Report are in Canadian currency unless otherwise noted.

BACKGROUND

6. TamTan is an Ontario corporation that was incorporated on November 9, 2006. At the time of the Receiver's appointment, TamTan was the registered owner of land and premises municipally known as 1405 Morningside Avenue, Toronto Ontario (the "**Morningside Property**"). Nader Gramian-Nik is the sole officer and director of TamTan.
7. 1308 is an Ontario corporation that was incorporated on August 10, 1998. The Receiver understands that 1308 operated a food processing facility from the Morningside Property under the name EZ Food Group. Nadereh Akhavan-Foumani is the sole officer and director of 1308.
8. On February 8, 2019, the Court of Quebec (Criminal and Penal Division) issued restraint orders and management orders under section 490.8 and 490.81 of the *Criminal Code* with respect to the Morningside Property, and certain bank accounts in the names of TamTan and 1308 respectively (collectively, the "**Bank Accounts**"). A restraint order and management order was registered on title to the Morningside Property on February 14, 2019 (the "**Restraint Order**").
9. The restraint orders and management orders were granted in connection with criminal proceedings brought against Nader Gramian-Nik and the possibility that the Morningside Property and the Bank Accounts represent proceeds of crime.

REALIZATIONS

10. Upon its appointment, the Receiver completed a review of the books and records of the Companies. Based on this review, the Receiver determined that TamTan's primary asset

was the Morningside Property. With respect to 1308, the books and records showed that 1308's assets were primarily comprised of accounts receivable, and certain personal property (collectively, the "**1308 Property**").

11. On December 17, 2019, the Receiver brought a motion for an order approving, amongst other things, the auction services agreement dated December 6, 2019 (the "**Auction Agreement**") between the Receiver and Platinum Asset Services Inc. (the "**Auctioneer**") with respect to the 1308 Property and authorizing the Auctioneer to conduct a public auction (and, if applicable, re-auction) as referenced in, and in accordance with the terms of the Auction Agreement (the "**Auction**"). In connection with that motion, the Receiver served its First Report to the Court dated December 10, 2019 (the "**First Report**"). Attached hereto as **Appendix "2"** is a copy of the First Report (without appendices).
12. By order of The Honourable Madam Justice Conway dated December 17, 2019 (the "**December 17th Order**"), the Court approved the relief sought by the Receiver, pursuant to which the Auctioneer was authorized to sell the 1308 Property and transfer 1308's right, title and interest in and to the 1308 Property purchased by a respective purchaser at the Auction free and clear of claims and encumbrances. Attached hereto as **Appendix "3"** is a copy of the December 17th Order.
13. With respect to the Morningside Property, the Receiver conducted a sale process and, on March 3, 2020, the Receiver brought a motion for an order approving the agreement of purchase and sale dated February 27, 2020 between the Receiver, as vendor, and Forest Ridge Inc. (the "**Purchaser**" or "**Forest Ridge**"), as purchaser, (the "**Sale Agreement**") with respect to the Morningside Property, and authorizing the Receiver to complete the

- transaction contemplated thereby (the “**Transaction**”). In connection with this motion, the Receiver served its Second Report to Court dated March 3, 2020 (the “**Second Report**”). Attached hereto as **Appendix “4”** is a copy of the Second Report (without appendices).
14. By order of The Honourable Madam Justice Conway dated March 13, 2020, (the “**Approval and Vesting Order**”), the Court approved the Transaction and vested title in the Purchaser subject to the closing of the Transaction. Attached hereto as **Appendix “5”** is a copy of the Approval and Vesting Order.
 15. In addition to the Approval and Vesting Order, the Court also issued an Order dated March 13, 2020 approving the Second Report, the conduct of the Receiver outlined therein as well as the fees and disbursements of the Receiver and its legal counsel. Attached hereto as **Appendix “6”** is a copy of this Order.
 16. Following the issuance of the Approval and Vesting Order, the Receiver completed the closing of the Transactions on April 3, 2020.
 17. With respect to the 1308 Property, it was sold by the Auctioneer to the Purchaser of the Morningside Property, which transaction closed contemporaneously with the closing of the sale of the Morningside Property on April 3, 2020.
 18. As detailed in the Receiver’s Interim Statements of Receipts and Disbursements for each of the Companies as of July 10, 2020, copies of which are collectively attached hereto as **Appendix “7”**, the sale of the Morningside Property and the 1308 Property respectively generated net sale proceeds of \$6,984,272.89 (the “**Morningside Proceeds**”) and \$199,585.11 (the “**1308 Proceeds**”).

19. The Receiver is not aware of any other property or assets of the Companies that exists and could be recovered by the Receiver for the benefit of their creditors.

FEES AND DISBURSEMENTS OF THE RECEIVER AND ITS COUNSEL

20. Pursuant to paragraph 20 of the Receivership Order, the Receiver and its legal counsel are required to pass their accounts before the Court. Attached hereto as **Appendix “8”** is the Affidavit of Philip H. Gennis, sworn July 15, 2020, which details that, for the period from October 16, 2019 to and including July 10, 2020:
- (a) the Receiver’s fees and disbursements related to the TamTan receivership were in the amount of \$157,547.99 inclusive of disbursements and HST, which represents a total of 345.70 hours at an average hourly rate of \$403.31 per hour; and
 - (b) the Receiver’s fees and disbursements related to the 1308 receivership were in the amount of \$49,107.26 inclusive of disbursements and HST, which represents a total of 117.25 hours at an average hourly rate of \$370.64 per hour.
21. Attached hereto as **Appendix “9”** is the Affidavit of Sam Rappos of Chaitons LLP (**“Chaitons”**), sworn July 15, 2020, which details that for the period from September 27, 2019 to and including July 10, 2020:
- (a) Chaitons’ fees and disbursements related to the TamTan receivership were in the amount of \$48,230.33, inclusive of disbursements and HST; and
 - (b) Chaitons’ fees and disbursements related to the 1308 receivership were in the amount of \$4,224.30, inclusive of disbursements and HST.

22. The Receiver has reviewed the accounts of its legal counsel and the Receiver is of the view that all the work set out in the accounts was carried out and was necessary. The hourly rates of the lawyers who worked on this matter were reasonable in light of the services required, and the services were carried out by lawyers with the appropriate level of experience.
23. Provided that there is no opposition to the relief sought in this Third Report and that such relief is granted, the Receiver estimates that the additional fees and disbursements for itself necessary to complete the receivership and bankruptcy, if applicable, of TamTan will be \$60,000, not including disbursements and HST (the “**TamTan Fee Accrual**”) and to complete the receivership and bankruptcy of 1308 will be \$35,000, not including disbursements and HST (the “**1308 Fee Accrual**”).
24. The Receiver estimates that the additional fees and disbursements for its legal counsel to complete the receivership and bankruptcy, if applicable, of TamTan will be \$12,500, not including disbursements and HST (the “**TamTan Fee Accrual**”) and to complete the receivership and bankruptcy of 1308 will be \$10,000, not including disbursements and HST (the “**1308 Fee Accrual**”).

RECEIVER’S PROPOSED DISTRIBUTIONS

25. Pursuant to paragraph 14 of the Receivership Order, the Receiver may not distribute any of the property subject to the receivership proceedings without Order of the Court. The Receiver is requesting that the Court authorize and direct it to make the distributions described below.

Morningside Proceeds: TamTan Borrowings

26. Pursuant to Paragraph 22 of the Receivership Order, the Receiver borrowed monies from Roynat in the principal amount of \$150,000 (the “**TamTan Borrowings**”) to fund its activities in these proceedings. Attached as **Appendix “10”** is a copy of the Receiver’s Certificates representing the TamTan Borrowings.
27. Pursuant to Paragraph 22 of the Receivership Order, the TamTan Borrowings are secured by a Court-ordered charge over TamTan’s property in priority to all security interests, trusts, liens, charges and encumbrances, statutory or otherwise, in favour of any Person (as defined in the Receivership Order), but subordinate to the Receiver’s Charge, and the charges set out in subsections 14.06(7), 81.4(4), and 81.6(2) of the *Bankruptcy and Insolvency Act*.
28. Therefore, after payment of the fees and disbursements of the Receiver and its legal counsel, including the TamTan Fee Accrual, the Receiver recommends that it be authorized and directed to distribute \$150,000 plus accrued interest to the date of payment from the Morningside Proceeds to Roynat as reflected in the payout statement provided by Roynat, a copy of which is attached hereto as **Appendix “11”**.

Morningside Proceeds: Canada Revenue Agency (“CRA”)

29. The Receiver has, based on its review of TamTan’s on-line access at CRA, ascertained that no payroll account was opened by TamTan and accordingly, no payroll deemed trust claim has been advanced by CRA to the Receiver.

30. Through on-line access, the Receiver has obtained a printout representing a balance due by TamTan on account of HST in the amount of \$26,269.35. The on-line system at CRA shows that returns are outstanding since January 1, 2019. However, CRA appears to have raised assessments and charged penalties and interest for 2019 up to the date of the Receivership Order, being October 16, 2019. Attached hereto as **Appendix “12”** is a copy of the CRA Account Balance Summary relative to HST purportedly owing by TamTan.
31. Due to a lack of books and records, the Receiver cannot file TamTan’s outstanding HST returns and thus is unable determine the accuracy of these assessments. In the event that a bankruptcy of TamTan is ultimately not filed, it would be the Receiver’s intention to treat this assessment as a deemed trust and pay it from the Morningside Proceeds.

Morningside Proceeds: Roynat

32. The Receiver has obtained an opinion from its legal counsel that, subject to the usual assumptions and qualifications contained in an opinion of such nature, Roynat had a valid and enforceable mortgage against the Morningside Property prior to the completion of the Transaction (the “**Security Opinion**”). Attached as **Appendix “13”** is a copy of the Security Opinion.
33. On July 9, 2020 Roynat provided details of the amounts due to it by TamTan as borrower as at July 9, 2020 (inclusive of legal expenses and interest) which totalled \$2,620,975.97 and a per diem of \$270.71 to July 29, 2020. Attached to as **Appendix “14”** is a copy of the Roynat Payout Statement with respect to the indebtedness of TamTan as at July 9, 2020.

34. Therefore, after payment of the fees and disbursements of the Receiver and legal counsel, including the TamTan Fee Accrual, and the TamTan Borrowings and the unpaid HST (absent a bankruptcy of TamTan), the Receiver recommends that it be authorized and directed by the Court to pay to Roynat from the net Morningside Proceeds the full amount of the indebtedness of TamTan to Roynat, inclusive of interest to the date of payment based on the payout statement provided above together with accrued interest to the date of payment.

1308 Proceeds: 1308 Borrowings

35. Pursuant to paragraph 22 of the Receivership Order, the Receiver borrowed \$30,000 from Roynat to fund its activities in these proceedings with respect to 1308 (the “**1308 Borrowings**”). Attached as **Appendix “15”** hereto is a copy of the Receiver’s Certificate representing the 1308 Borrowings.
36. As discussed above with respect to the TamTan Borrowings, the 1308 Borrowings are secured by a Court-ordered charge over 1308’s property in priority to all security interests, trusts, liens, charges and encumbrances, statutory or otherwise, in favour of any Person, but subordinate to the Receiver’s Charge, and the charges set out in subsections 14.06(7), 81.4(4), and 81.6(2) of the *Bankruptcy and Insolvency Act*.
37. Therefore, after payment of the fees and disbursements of the Receiver and its legal counsel, including the 1308 Fee Accrual, the Receiver recommends that it be authorized and directed to distribute \$30,000 plus accrued interest to the date of payment from the 1308 Proceeds, as reflected in the payout statement provided by Roynat, a copy of which is hereto as **Appendix “16”**.

1308: CRA

38. CRA conducted a trust exam of 1308's payroll account on December 12, 2019 and provided the Receiver with a letter dated December 19, 2019 confirming that 1308 did not owe any amount on account of unpaid source deductions for the years 2017 and 2018. No claim has been received for the year 2019, likely because the business was no longer operating as early as the beginning of 2019. A copy of the CRA Trust Audit report dated December 19, 2019 is attached hereto as **Appendix "17"**
39. Through on-line access, the Receiver has determined that there is no balance owing by 1308 to CRA on account of HST, but there are outstanding returns for all of 2019 to the date of the receivership.

1308: Other Creditors

40. Following payment of 1308 Borrowings as outlined above as well as the fees of the Receiver and its Counsel including the 1308 Fee Accrual, there will be approximately \$150,000.00 remaining from the 1308 Proceeds.
41. As set out in the PPSA Certificate current as of February 24, 2020 attached hereto as **Appendix "18"**, Roynat was the only person that had registered a security interest against 1308. As Roynat will be repaid in full from the Morningside Proceeds, 1308 has no other known secured creditors.
42. In the circumstances, the Receiver is of the view that the most efficient way to deal with the remaining 1308 Proceeds is for there to be a bankruptcy of 1308, so the property can be dealt with by a trustee under the *Bankruptcy and Insolvency Act*.

43. Accordingly, the Receiver requests that the Court authorize and direct it to file an assignment in bankruptcy for and on behalf 1308

CRIMINAL CODE RESTRAINT ORDER

44. As outlined earlier in this Third Report, on February 14, 2019, the Restraint Order was registered on title to the Morningside Property.
45. The Receiver has been informed by representatives of the Seized Property Management Directorate (the “SPMD”) and Public Services and Procurement Canada that the criminal proceedings against Mr. Gramian-Nik are ongoing and have yet to reach the trial stage.
46. The SPMD takes the position that, as a result of the provisions of the *Criminal Code* and the Restraint Order, the Morningside Proceeds should be delivered to it in so that it may be dealt with by the SPMD in accordance with the relevant provisions of the *Criminal Code* and the *Seized Property Management Act* (Canada).
47. The Receiver understands that certain unsecured creditors of TamTan and/or 1308 may take the position that the Morningside Proceeds should first be used to repay the claims of other creditors of TamTan and/or 1308 before it is delivered to the SPMD.
48. As a result, the Receiver is seeking the advice and direction of the Court as to the entitlement of the net Morningside Proceeds following the proposed distributions discussed above.
49. In the event that the Court determines that net Morningside Proceeds should be available for payment to unsecured creditors before being delivered to SPMD, then the Receiver will

request that the Court authorize and direct it to file an assignment in bankruptcy for and on behalf of TamTan so as to enable a claims process to be conducted..

DISCHARGE OF THE RECEIVER

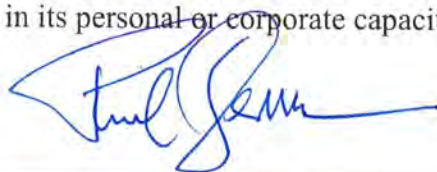
50. In the event that the order sought by the Receiver is granted by the Court, the Receiver proposes to attend to the matters proposed above. Once the advice and direction motion concerning entitlement to the net Morningside Proceeds is dealt with, the Receiver will only have a few residual and/or administrative matters to address to complete the administration of these receivership proceedings.
51. As a result the Receiver is seeking an Order approving its activities and conduct from and after the Second Report as described in this Third Report and upon the Receiver filing a Certificate with the Court confirming that it has completed the administration of these receivership proceedings, that the Receiver be released and discharged from any and all liability that it 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.

All of which is respectfully submitted to the Court this 15th day of July, 2020.

msi Spergel inc.,

solely in its capacity as the Court-Appointed
Receiver of TamTan Inc., and 1308963 Ontario Limited
and not in its personal or corporate capacity

Per:



Philip H. Gennis, J.D., CIRP, LIT
Senior Principal

APPENDIX 1

ONTARIO

SUPERIOR COURT OF JUSTICE

COMMERCIAL LIST

THE HONOURABLE MR.

)

WEDNESDAY, THE 16TH DAY

)

JUSTICE MCEWEN

)

OF OCTOBER, 2019



ROYNAT INC.

Applicant

- and -

TAMTAN INC. and 1308963 ONTARIO LIMITED (o/a EZ FOOD GROUP)

Respondents

**ORDER
(Appointing Receiver)**

THIS APPLICATION made by the Applicant for an Order pursuant to section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended (the “**BIA**”) and section 101 of the *Courts of Justice Act*, R.S.O. 1990, c. C.43, as amended (the “**CJA**”) appointing msi Spergel Inc. as receiver and manager (in such capacities, the “**Receiver**”) without security, of all of the assets, undertakings and properties of TamTan Inc. and 1308963 Ontario Limited (o/a EZ Food Group) (together, the “**Debtors**”) acquired for, or used in relation to a business carried on by the Debtors, excluding the bank accounts listed in Schedule A hereof (the “**Property**”), was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the affidavit of Silvio Marsili sworn October 3, 2019 and the Exhibits thereto and on hearing the submissions of counsel for the Applicant, the Public Prosecution Service

of Canada and counsel for those parties listed on the counsel slip for today's hearing, attached, no one appearing although duly served as appears from the affidavits of service of Norman Ng, sworn October 7, 2019, Melissa Feriozzo, sworn October 7, 2019 and Nancy Thompson, sworn October 7, 2019, and on reading the consent of msi Spergel Inc. to act as the Receiver,

SERVICE

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

APPOINTMENT

2. THIS COURT ORDERS that pursuant to section 243(1) of the BIA and section 101 of the CJA, msi Spergel Inc. hereby appointed Receiver, without security, of all of the Property.

RECEIVER'S POWERS

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

- (a) to take possession of and exercise control over the Property and any and all proceeds, receipts and disbursements arising out of or from the Property;
- (b) to receive, preserve, and protect the Property, or any part or parts thereof, including, but not limited to, the changing of locks and security codes, the relocating of Property to safeguard it, the engaging of independent security personnel, the taking of physical inventories and the placement of such insurance coverage as may be necessary or desirable;
- (c) to manage, operate, and carry on the business of the Debtors, including the powers to enter into any agreements, incur any obligations in the ordinary course of

business, cease to carry on all or any part of the business, or cease to perform any contracts of the Debtors;

- (d) to engage consultants, appraisers, agents, experts, real estate brokers, auditors, accountants, managers, counsel and such other persons from time to time and on whatever basis, including on a temporary basis, to assist with the exercise of the Receiver's powers and duties, including without limitation those conferred by this Order;
- (e) to purchase or lease such machinery, equipment, inventories, supplies, premises or other assets to continue the business of the Debtors or any part or parts thereof;
- (f) to receive and collect all monies and accounts now owed or hereafter owing to the Debtors and to exercise all remedies of the Debtors in collecting such monies, including, without limitation, to enforce any security held by the Debtors;
- (g) to settle, extend or compromise any indebtedness owing to the Debtors;
- (h) to execute, assign, issue and endorse documents of whatever nature in respect of any of the Property, whether in the Receiver's name or in the name and on behalf of the Debtors, for any purpose pursuant to this Order;
- (i) to initiate, prosecute and continue the prosecution of any and all proceedings and to defend all proceedings now pending or hereafter instituted with respect to the Debtors, the Property or the Receiver, and to settle or compromise any such proceedings. The authority hereby conveyed shall extend to such appeals or applications for judicial review in respect of any order or judgment pronounced in any such proceeding;
- (j) to market any or all of the Property, including advertising and soliciting offers in respect of the Property or any part or parts thereof and negotiating such terms and conditions of sale as the Receiver in its discretion may deem appropriate;
- (k) to sell, convey, transfer, lease or assign the Property or any part or parts thereof out of the ordinary course of business,

- (i) without the approval of this Court in respect of any transaction not exceeding \$50,000, provided that the aggregate consideration for all such transactions does not exceed \$150,000; and
- (ii) with the approval of this Court in respect of any transaction in which the purchase price or the aggregate purchase price exceeds the applicable amount set out in the preceding clause;

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

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

- (r) to take any steps reasonably incidental to the exercise of these powers or the performance of any statutory obligations.

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

DUTY TO PROVIDE ACCESS AND CO-OPERATION TO THE RECEIVER

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

5. THIS COURT ORDERS that all Persons shall forthwith advise the Receiver of the existence of any books, documents, securities, contracts, orders, corporate and accounting records, and any other papers, records and information of any kind related to the business or affairs of the Debtors, and any computer programs, computer tapes, computer disks, or other data storage media containing any such information (the foregoing, collectively, the “**Records**”) in that Person’s possession or control, and shall provide to the Receiver or permit the Receiver to make, retain and take away copies thereof and grant to the Receiver unfettered access to and use of accounting, computer, software and physical facilities relating thereto, provided however that nothing in this paragraph 5 or in paragraph 6 of this Order shall require the delivery of Records, or the granting of access to Records, which may not be disclosed or provided to the Receiver due to the privilege attaching to solicitor-client communication or due to statutory provisions prohibiting such disclosure.

6. THIS COURT ORDERS that if any Records are stored or otherwise contained on a computer or other electronic system of information storage, whether by independent service

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

7. THIS COURT ORDERS that the Receiver shall provide each of the relevant landlords with notice of the Receiver's intention to remove any fixtures from any leased premises at least seven (7) days prior to the date of the intended removal. The relevant landlord shall be entitled to have a representative present in the leased premises to observe such removal and, if the landlord disputes the Receiver's entitlement to remove any such fixture under the provisions of the lease, such fixture shall remain on the premises and shall be dealt with as agreed between any applicable secured creditors, such landlord and the Receiver, or by further Order of this Court upon application by the Receiver on at least two (2) days notice to such landlord and any such secured creditors.

NO PROCEEDINGS AGAINST THE RECEIVER

8. THIS COURT ORDERS that no proceeding or enforcement process in any court or tribunal, save and except for any proceeding commenced or continued under the *Criminal Code* or comparable criminal or penal statute by the Attorney General of Canada (each, a "**Proceeding**"), shall be commenced or continued against the Receiver except with the written consent of the Receiver or with leave of this Court.

NO PROCEEDINGS AGAINST THE DEBTOR OR THE PROPERTY

9. THIS COURT ORDERS that no Proceeding against or in respect of the Debtors or the Property shall be commenced or continued except with the written consent of the Receiver or with

leave of this Court and any and all Proceedings currently under way against or in respect of the Debtor or the Property are hereby stayed and suspended pending the written consent of the Receiver that such Proceedings may continue or further Order of this Court.

NO EXERCISE OF RIGHTS OR REMEDIES

10. THIS COURT ORDERS that all rights and remedies against the Debtors, the Receiver, or affecting the Property, are hereby stayed and suspended except with the written consent of the Receiver or leave of this Court, provided however that this stay and suspension does not apply in respect of any “eligible financial contract” as defined in the BIA, and further provided that nothing in this paragraph shall (i) empower the Receiver or any Debtor to carry on any business which such Debtor is not lawfully entitled to carry on, (ii) exempt the Receiver or any Debtor from compliance with statutory or regulatory provisions relating to health, safety or the environment, (iii) prevent the filing of any registration to preserve or perfect a security interest, or (iv) prevent the registration of a claim for lien.

NO INTERFERENCE WITH THE RECEIVER

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

CONTINUATION OF SERVICES

12. THIS COURT ORDERS that all Persons having oral or written agreements with either Debtor or statutory or regulatory mandates for the supply of goods and/or services, including without limitation, all computer software, communication and other data services, centralized banking services, payroll services, insurance, transportation services, utility or other services to such Debtor are hereby restrained until further Order of this Court from discontinuing, altering, interfering with or terminating the supply of such goods or services as may be required by the Receiver, and that the Receiver shall be entitled to the continued use of such Debtor’s current telephone numbers, facsimile numbers, internet addresses and domain names, provided in each case that the normal prices or charges for all such goods or services received after the date of this

Order are paid by the Receiver in accordance with normal payment practices of such Debtor or such other practices as may be agreed upon by the supplier or service provider and the Receiver, or as may be ordered by this Court.

RECEIVER TO HOLD FUNDS

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

NO DISTRIBUTIONS WITHOUT FURTHER ORDER

14. THIS COURT ORDERS that the Receiver shall not may any distribution of any Property, or any proceeds thereof, without further Order of the Court.

EMPLOYEES

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

PIPEDA

16. THIS COURT ORDERS that, pursuant to clause 7(3)(c) of the *Canada Personal Information Protection and Electronic Documents Act*, the Receiver shall disclose personal

information of identifiable individuals to prospective purchasers or bidders for the Property and to their advisors, but only to the extent desirable or required to negotiate and attempt to complete one or more sales of the Property (each, a “**Sale**”). Each prospective purchaser or bidder to whom such personal information is disclosed shall maintain and protect the privacy of such information and limit the use of such information to its evaluation of the Sale, and if it does not complete a Sale, shall return all such information to the Receiver, or in the alternative destroy all such information. The purchaser of any Property shall be entitled to continue to use the personal information provided to it, and related to the Property purchased, in a manner which is in all material respects identical to the prior use of such information by the Debtors, and shall return all other personal information to the Receiver, or ensure that all other personal information is destroyed.

LIMITATION ON ENVIRONMENTAL LIABILITIES

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

LIMITATION ON THE RECEIVER’S LIABILITY

18. THIS COURT ORDERS that the Receiver shall incur no liability or obligation as a result of its appointment or the carrying out the provisions of this Order, save and except for any gross negligence or wilful misconduct on its part, or in respect of its obligations under sections 81.4(5)

or 81.6(3) of the BIA or under the *Wage Earner Protection Program Act*. Nothing in this Order shall derogate from the protections afforded the Receiver by section 14.06 of the BIA or by any other applicable legislation.

RECEIVER'S ACCOUNTS

19. THIS COURT ORDERS that the Receiver and counsel to the Receiver shall be paid their reasonable fees and disbursements, in each case at their standard rates and charges unless otherwise ordered by the Court on the passing of accounts, and that the Receiver and counsel to the Receiver shall be entitled to and are hereby granted a charge (the “**Receiver’s Charge**”) on the Property, as security for such fees and disbursements, both before and after the making of this Order in respect of these proceedings, and that the Receiver’s Charge shall form a first charge on the Property in priority to all security interests, trusts, liens, charges and encumbrances, statutory or otherwise, in favour of any Person, but subject to sections 14.06(7), 81.4(4), and 81.6(2) of the BIA.

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

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

FUNDING OF THE RECEIVERSHIP

22. THIS COURT ORDERS that the Receiver be at liberty and it is hereby empowered to borrow by way of a revolving credit or otherwise, such monies from time to time as it may consider necessary or desirable, provided that the outstanding principal amount does not exceed \$200,000 (or such greater amount as this Court may by further Order authorize) at any time, at such rate or rates of interest as it deems advisable for such period or periods of time as it may arrange, for the purpose of funding the exercise of the powers and duties conferred upon the Receiver by this Order, including interim expenditures. The whole of the Property shall be and is hereby charged

by way of a fixed and specific charge (the “**Receiver’s Borrowings Charge**”) as security for the payment of the monies borrowed, together with interest and charges thereon, in priority to all security interests, trusts, liens, charges and encumbrances, statutory or otherwise, in favour of any Person, but subordinate in priority to the Receiver’s Charge and the charges as set out in sections 14.06(7), 81.4(4), and 81.6(2) of the BIA.

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

24. THIS COURT ORDERS that the Receiver is at liberty and authorized to issue certificates substantially in the form annexed as Schedule “B” hereto (the “**Receiver’s Certificates**”) for any amount borrowed by it pursuant to this Order.

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

SERVICE AND NOTICE

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

27. THIS COURT ORDERS that if the service or distribution of documents in accordance with the Protocol is not practicable, the Receiver is at liberty to serve or distribute this Order, any other

materials and orders in these proceedings, any notices or other correspondence, by forwarding true copies thereof by prepaid ordinary mail, courier, personal delivery or facsimile transmission to the Debtors' creditors or other interested parties at their respective addresses as last shown on the records of the Debtors and that any such service or distribution by courier, personal delivery or facsimile transmission shall be deemed to be received on the next business day following the date of forwarding thereof, or if sent by ordinary mail, on the third business day after mailing.

GENERAL

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

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

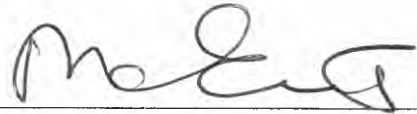
30. THIS COURT HEREBY REQUESTS the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.

31. THIS COURT ORDERS that the Receiver be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order, and that the Receiver is authorized and empowered to act as a representative in respect of the within proceedings for the purpose of having these proceedings recognized in a jurisdiction outside Canada.

32. THIS COURT ORDERS that the Plaintiff shall have its costs of this motion, up to and including entry and service of this Order, provided for by the terms of the Plaintiff's security or, if not so provided by the Plaintiff's security, then on a substantial indemnity basis to be paid by the

Receiver from each Debtor's estate with such priority and at such time as this Court may determine.

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

A handwritten signature in black ink, appearing to be 'M. E. G.', written over a horizontal line.

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

OCT 16 2019

PER / PAR:

A small, stylized handwritten signature or mark, possibly 'G', written next to the 'PER / PAR:' label.

SCHEDULE "A"
ACCOUNTS NOT SUBJECT TO PROPOSED RECEIVERSHIP

ROYAL BANK OF CANADA

1. Account Folio 04062 #1020551 of EZ FOOD GROUP (1308963 Ontario Ltd.)
2. Account 04062 #1020692 of TAMTAN Inc.
3. Account 04062 #1020544 of TRANS CANADA FOOD SERVICE (1842227 Ontario Inc.)

BANK OF MONTREAL

4. Account 0002 #1808906 of TRANS CANADA FOOD SERVICE (1842227 Ontario Inc.)

BANK OF NOVA SCOTIA

5. Account 71332 #066419 of TAMTAN Inc.
6. Account 71332 #127612 of EZ FOOD GROUP (1308963 Ontario Inc.)
7. Account Folio 71332 #0040215 of EZ CASH & CARRY (1847405 Ontario Inc.)
8. Account Folio 71332 #0061816 of TRANS CANADA FOOD SERVICE (1842227 Ontario Inc.)

SCHEDULE "B"

RECEIVER CERTIFICATE

CERTIFICATE NO. _____

AMOUNT \$ _____

1. THIS IS TO CERTIFY that msi Spergel Inc., the receiver (the "**Receiver**") of the assets, undertakings and properties TamTan Inc. and 1308963 Ontario Limited (o/a EZ Food Group) 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 10th day of October, 2019 (the "**Order**") made in an action having Court file number __-CL-_____, has received as such Receiver from the holder of this certificate (the "**Lender**") the principal sum of \$_____, being part of the total principal sum of \$200,000 which the Receiver is authorized to borrow under and pursuant to the Order.

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

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

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

5. Until all liability in respect of this certificate has been terminated, no certificates creating charges ranking or purporting to rank in priority to this certificate shall be issued by the Receiver

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

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

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

DATED the ____ day of _____, 20__.

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

Per: _____

Name:

Title:

ROYNAT INC. - and - TAMTAN INC. and 1308963 ONTARIO LIMITED (o/a EZ FOOD Group)

ONTARIO

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

Proceeding Commenced at Toronto

ORDER

(Appointing Receiver)

BLAKE, CASSELS & GRAYDON LLP

Barristers and Solicitors

199 Bay Street

Suite 4000, Commerce Court West

Toronto, Ontario M5L 1A9

Chris Burr (LSO#:5517211)

Tel: 416-863-3261

Fax: 416-863-2653

Email: chris.burr@blakes.com

Lawyers for the Applicant

APPENDIX 2

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

BETWEEN:

ROYNAT INC.

Applicant

- and -

TAMTAN INC. and 1308963 ONTARIO LIMITED (o/a EZ FOOD GROUP)

Respondents

**FIRST REPORT OF MSI SPERGEL INC.
IN ITS CAPACITY AS THE COURT-APPOINTED RECEIVER OF
TAMTAN INC. and 1308963 ONTARIO LIMITED**

December 6, 2019

TABLE OF CONTENTS

1.0	APPOINTMENT AND BACKGROUND	Page 1
2.0	PURPOSE OF THIS REPORT AND DISCLAIMER	Page 1
3.0	ACTIONS OF THE RECEIVER UPON APPOINTMENT	Page 2
4.0	AUCTION AGREEMENT	Page 4
5.0	RECOMMENDATIONS	Page 5

APPENDICES

1. Appointment Order of the Honourable Justice McEwen dated October 16, 2019
2. Letters from the Receiver's Counsel to the Tenants
3. Redacted Auction Agreement

1.0 APPOINTMENT AND BACKGROUND

- 1.0.1 This report (this “**Report**”) is filed by msi Spergel inc. (“**Spergel**”) in its capacity as the Court-appointed receiver (in such capacity, the “**Receiver**”) of TamTan Inc. (“**TamTan**”) and 1308963 Ontario Limited (“**1308**”, together with TamTan shall be referred to herein as the “**Companies**”).
- 1.0.2 1308 is an Ontario corporation that was incorporated on August 10, 1998. The Receiver understands that 1308 operated as a food processing facility from the leased premises located at 1405 Morningside Avenue, Toronto Ontario (the “**Real Property**”).
- 1.0.3 TamTan is an Ontario corporation that was incorporated on November 9, 2006. TamTan owns the Real Property.
- 1.0.4 Spergel was appointed as the Receiver, without security, of all the assets, undertakings and properties of the Companies (collectively, the “**Property**”) by Order of the Honourable Mr. Justice McEwen of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) made October 16, 2019 (the “**Appointment Order**”). The Appointment Order was made upon the application of the Companies’ general secured creditor, Roynat Inc. (“**Roynat**”). Attached as **Appendix “1”** to this Report is a copy of the Appointment Order

2.0 PURPOSE OF THIS REPORT AND DISCLAIMER

- 2.0.1 The purpose of this Report is to advise the Court as to the steps taken by the Receiver in these proceedings and to seek Orders from this Court:
- (a) approving this Report and the actions of the Receiver described herein;
 - (b) approving the contract to auction certain Property of 1308 between Platinum Asset Services Inc. (the “**Auctioneer**”), as auctioneer, and the Receiver (the “**Auction Agreement**”), and authorizing the Auctioneer to conduct a public auction (and, if applicable, re-auction) as referenced in, and in accordance with the terms of the Auction Agreement (the “**Auction**”);

- (c) vesting in each purchaser at such Auction the 1308's right, title and interest in and to the Property purchased by such respective purchaser at the Auction, free and clear of claims and encumbrances; and
 - (d) authorizing the Receiver to terminate the lease arrangements, if any, with the Tenants (as defined herein) and ordering the Tenants to vacate the Real Property forthwith.
- 2.0.2 The Receiver will not assume responsibility or liability for losses incurred by the reader as a result of the circulation, publication, reproduction or use of this Report for any other purpose.
- 2.0.3 In preparing this Report, the Receiver has relied upon certain information provided to it by the Companies' former management. The Receiver has not performed an audit or verification of such information for accuracy, completeness or compliance with Accounting Standards for Private Enterprises or International Financial Reporting Standards. Accordingly, the Receiver expresses no opinion or other form of assurance with respect to such information.
- 2.0.4 All references to dollars in this Report are in Canadian currency unless otherwise noted.

3.0 ACTIONS OF THE RECEIVER UPON APPOINTMENT

- 3.0.1 A copy of the Appointment Order was provided to the Companies' by Roynat's counsel and by the Receiver. In addition, the Receiver prepared its statutory Notice and Statement of the Receiver in accordance with sections 245(1) and 246(1) of the *Bankruptcy and Insolvency Act* (Canada) and mailed a copy to all creditors of the Companies known to the Receiver.

TamTan Inc.

- 3.0.2 Further to its appointment and commencing on October 16, 2019, the Receiver attended at the Real Property for the purpose of taking possession and securing same. Additionally, the Receiver undertook the following activities:
- a) took possession of the available books and records;

- b) arranged for insurance coverage and security in respect of the Real Property;
- c) notified the commercial tenants at the Real Property of the Receiver's appointment;
- d) engaged Chaitons LLP (the "**Receiver's Counsel**") as the Receiver's independent counsel; and
- e) retained Lockit Security to assist the Receiver with management and safeguarding of the Real Property.

3.0.3 Since the date Receiver took possession of the Real Property, the Receiver's activities have been focused on primarily on the day-to-day management and safeguarding of the Real Property, including without limitation, dealing with Transbiz Truck Training Centre ("**Transbiz**") and Reliable Consultants Inc. ("**Reliable**", collectively the "**Tenants**"), the management and payment of monthly utilities and conducting regular inspections of the Real Property.

3.0.4 On October 25, 2019, the Receiver's Counsel sent a letter to each of Transbiz and Reliable asking the Tenants to provide documentations outlining the lease terms with TamTan. Having received no response to the letters from the Tenants, on November 15, 2019 the Receiver's Counsel sent another letter to the Tenants advising, amongst other things, that no payment of rent has been made to the Receiver since its appointment and unless the Receiver receives written documentation from the Tenants supporting an existence of a lease of the Real Property and payment of rent by 4:00pm on November 22, 2019, the Receiver will have no other alternative but to immediately evict the Tenants from the Real Property. As at the date of this Report, the Receiver's Counsel has not received satisfactory response or payment of rent from the Tenants. Accordingly, the Receiver is requesting that an order be made requiring the Tenants to vacate the Real Property forthwith. Attached as **Appendix "2"** to this Report are copies of the letters sent to the Tenants by the Receiver's Counsel.

3.0.5 The Receiver engaged the services of Colliers International Realty Advisors Inc. and York Simcoe Appraisal Corp. to attend at and conduct an appraisal of the

Real Property. The Receiver has received the appraisals with respect to the Real Property and will provide copies of same to this Honourable Court in its future attendance.

- 3.0.6 In addition, the Receiver requested and received listing proposals in relation to listing the Real Property for sale from Colliers International, Avison Young, CBRE and Cushman & Wakefield. After comparing the proposals submitted by the brokerages and in consultation with the stakeholders, the Receiver has engaged Colliers International to market and sell the Real Property.

1308963 Ontario Limited

- 3.0.7 After taking possession of the books and records of 1308, the Receiver extracted an accounts receivable listing from the accounting server and took steps to realize on 1308's outstanding accounts receivable. In this regard, the Receiver issued demand letters on October 23, 2019 to all customers listed in 1308's books and records totaling \$108,582.50. On November 19, 2019, the Receiver issued second demand letters with respect to the outstanding receivables. As at the date of this Report, the Receiver has not collected anything on account of outstanding receivables however, the Receiver's collection efforts are ongoing.

4.0 AUCTION AGREEMENT

- 4.0.1 Pursuant to the terms of the Appointment Order, Receiver is empowered to and authorized to, amongst other things, market any or all of 1308's assets, including advertising and soliciting offers and proposals in respect of the assets and negotiating such terms and conditions of sale as the Receiver, in its discretion, deemed appropriate.
- 4.0.2 The Receiver sought and obtained an appraisal for the fixed assets (comprising mainly of food processing equipment) of 1308. The appraisal was conducted by Platinum Asset Services Inc. (the "**Platinum Appraisal**"). The Receiver will bring a copy of the Platinum Appraisal for review by the Court.
- 4.0.3 As at the date of this Report, the terms of the Auction Agreement have yet to be finalized and executed by the parties. The Receiver anticipates an agreement

comparable to the Auction Agreement, a redacted copy of which is attached at **Appendix “3”** hereto, will be entered between the Auctioneer and the Receiver. The Auction Agreement remains subject to the approval of this Court.

4.0.4 It is the Receiver’s position that the net minimum guarantee is in line with the appraised value of the assets and the rates and commissions provided in the Auction Agreement are fair and reasonable. Further, the Receiver believes that a public auction is a commercially reasonable method for disposing of the fixed assets of 1308, given, amongst other things, the disadvantageous economies of scale that would result if the Receiver were to conduct its own sale process and the urgency to vacate the Real Property and have it ready for sale in accordance with the marketing timeline proposed by the listing agent.

4.0.5 The Auction is scheduled to take place in January 2020. The net proceeds of sale from the Auction would be held by the Receiver pending further order of this Court.

5.0 RECOMMENDATIONS

5.0.1 The Receiver respectfully requests that this Honourable Court grant the relief sought in this Report.

Dated at Toronto this 6th day of December, 2019

msi Spergel inc.,
solely in its capacity as court-appointed
Receiver of TamTan Inc. and 1308963
Ontario Limited (o/a EZ Food Group)and
not in its personal or corporate capacity

Per:

Philip H. Gennis, J.D., CIRP, LIT
Senior Principal

APPENDIX 3

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

THE HONOURABLE *Madam*
JUSTICE *Conway*

)
)
)

TUESDAY, THE 17th
DAY OF DECEMBER, 2019

BETWEEN:



ROYNAT INC.

- and -

Applicant

TAMTAN INC. and 1308963 ONTARIO LIMITED (o/a EZ FOOD GROUP)

Respondents

ORDER

THIS MOTION, made by msi Spergel Inc. in its capacity as Court-appointed receiver (the “**Receiver**”) of the property, assets and undertakings of the Respondents, was heard this day at the Court House, 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion and the First Report of the Receiver dated December 10, 2019 (the “**First Report**”) and the appendices thereto, and on hearing the submissions of counsel for the Receiver and such other counsel listed on the Counsel Slip, no one else from the service list appearing although properly served as evidenced by the affidavit of service of Lynda Christodoulou sworn December 11, 2019, filed,

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record is 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 First Report, and conduct and activities of the Receiver described therein, be and are hereby approved.

3. **THIS COURT ORDERS** that the Receiver is hereby authorized to enter into an auction services agreement substantially in the form attached as Appendix 3 to the First Report (the “**Auction Services Agreement**”) with Platinum Asset Services Inc. (the “**Auctioneer**”) for the auction of the property of the Respondent, 1308963 Ontario Limited (o/a EZ Food Group) (“**1308**”) listed on Schedule “A” to the Auction Services Agreement (the “**1308 Property**”) (the “**Auction**”). The Auction Services Agreement is hereby approved, with such amendments as the Receiver and the Auctioneer may deem necessary. The Auction of the 1308 Property to be conducted by the Auctioneer pursuant to the terms of the Auction Services Agreement is hereby approved. The Receiver is hereby authorized and directed to take such additional steps and execute such additional documents as may be necessary or desirable for the completion of the Auction and for the conveyance of any or all of the 1308 Property to a person or persons (a “**Purchaser**”) in accordance with the Auction Services Agreement.

4. **THIS COURT ORDERS** that the Auctioneer is hereby authorized to market and sell the 1308 Property in accordance with the Auction Services Agreement.

5. **THIS COURT ORDERS** that the Auctioneer is hereby permitted to sell all or any of the 1308 Property at the Auction and in accordance with the Auction Services Agreement, and that upon the Auctioneer completing the sale of any or all of the 1308 Property to a Purchaser at the

Auction and delivering a bill of sale or similar conveyance document to such person (a “**Bill of Sale**”), all of 1308’s right, title and interest in and to the 1308 Property specified in such Bill of Sale shall vest absolutely in such Purchaser, free and clear of and from any and all security interests (whether contractual, statutory, or otherwise), hypothecs, mortgages, trusts or deemed trusts (whether contractual, statutory, or otherwise), liens, construction liens, condominium liens, certificates of action, executions, levies, charges, or other financial or monetary claims, whether or not they have attached or been perfected, registered or filed and whether secured, unsecured or otherwise (collectively, the “**Claims**”) including, without limiting the generality of the foregoing: (i) any encumbrances or charges created by the Order of The Honourable Justice McEwen dated October 16, 2019; and (ii) all charges, security interests or claims evidenced by registrations pursuant to the *Personal Property Security Act* (Ontario) or any other personal property registry system.

6. **THIS COURT ORDERS** that for the purposes of determining the nature and priority of Claims, the net proceeds from the sale of the 1308 Property, including, without limitation, any net minimum guarantee amount payable to the Receiver under the terms of the Auction Services Agreement (the “**Proceeds**”), shall stand in the place and stead of the 1308 Property, and that from and after the delivery of the Bill of Sale in respect of the specified 1308 Property, all Claims shall attach to the Proceeds with the same priority as they had with respect to each of the 1308 Property immediately prior to the sale, as if the 1308 Property had not been sold and remained in the possession or control of the person having that possession or control immediately prior to the sale.

7. **THIS COURT ORDERS** that, notwithstanding:

- (a) the pendency of these proceedings;

- (b) any applications for a bankruptcy order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act* (Canada) in respect of 1308 and any bankruptcy order issued pursuant to any such applications; and
- (c) any assignment in bankruptcy made in respect of 1308;

the sale and vesting of title to all or any of the 1308 Property in a Purchaser pursuant to this Order shall be binding on any trustee in bankruptcy that may be appointed in respect of 1308 and shall not be void or voidable by creditors of 1308, nor shall it constitute nor be deemed to be a fraudulent preference, assignment, fraudulent conveyance, transfer at undervalue, or other reviewable transaction under the *Bankruptcy and Insolvency Act* (Canada) or any other applicable federal or provincial legislation, nor shall it constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation.

8. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.

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

DEC 17 2019

PER / PAR:



ROYNAT INC.

Applicant

- and -

TAMTAN INC. and 1308963 ONTARIO LIMITED (o/a

EZ FOOD GROUP)

Respondents

Court File No. CV-19-00628569-00CL

ONTARIO

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

Proceedings commenced at TORONTO

ORDER

CHAITONS LLP

5000 Yonge Street, 10th Floor
Toronto, ON M2N 7E9

Sam Rappos (LSO #51399S)

Tel: (416) 218-1137

Fax: (416) 218-1837

Email: samr@chaitons.com

**Lawyers for the Court-appointed
Receiver, msi Spergel Inc.**

APPENDIX 4

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

BETWEEN:

ROYNAT INC.

Applicant

- and -

TAMTAN INC. and 1308963 ONTARIO LIMITED (o/a EZ FOOD GROUP)

Respondents

**SECOND REPORT OF MSI SPERGEL INC.
IN ITS CAPACITY AS THE COURT-APPOINTED RECEIVER OF
TAMTAN INC. and 1308963 ONTARIO LIMITED**

March 3, 2020

TABLE OF CONTENTS

APPOINTEMENT AND BACKGROUND	Page 1
PURPOSE OF THIS SECOND REPORT	Page 3
ACTIONS OF THE RECEIVER SINCE THE FIRST REPORT	Page 4
THE SALES PROCESS WITH RESPECT TO REAL PROPERTY	Page 6
RECEIVER'S STATEMENT OF RECEIPTS AND DISBURSEMENTS	Page 8
PROPOSED DISTRIBUTION	Page 8
REQUEST FOR A PROTECTIVE SEALING ORDER	Page 10
RECOMMENDATIONS	Page 10

APPENDICES

- A. Order of the Honourable Justice McEwen dated October 16, 2019
- B. First Report dated December 10, 2019
- C. Order of The Honourable Madam Justice Conway dated December 17, 2019
- D. Listing Agreement with Colliers International
- E. Sales and Marketing Report of Colliers International
- F. Redacted Sales Agreement for Real Property with Forest Ridge Inc.
- G. Receiver's Interim Statement of Receipts and Disbursements.
- H. Receiver's Certificate with respect to the 1308 Borrowings
- I. Receiver's Certificate with respect to the TamTan Borrowings

CONFIDENTIAL APPENDICES

- A. Appraisal Report of York Simcoe Appraisal Corporation dated November 8, 2019
- B. Appraisal Report of Colliers International dated November 13, 2019
- C. Receiver's Analysis of the Offers Received for the Real Property
- D. Copy of the Un-redacted Sale Agreement

APPOINTMENT AND BACKGROUND

1. This second report (this “**Second Report**”) is filed by msi Spergel Inc. (“**Spergel**”) in its capacity as the Court-appointed receiver (the “**Receiver**”) of TamTan Inc. (“**TamTan**”) and 1308963 Ontario Limited (“**1308**”, and together with TamTan, the “**Companies**”).

2. TamTan is an Ontario corporation that was incorporated on November 9, 2006. TamTan is the registered owner of the Real Property. Nader Gramian-Nik is the sole officer and director of TamTan.

3. 1308 is an Ontario corporation that was incorporated on August 10, 1998. The Receiver understands that 1308 operated a food processing facility from leased premises located at 1405 Morningside Avenue, Toronto Ontario (the “**Real Property**”). Nadereh Akhavan-Foumani is the sole officer and director of 1308.

4. On February 8, 2019, the Court of Quebec (Criminal and Penal Division) issued restraint orders and management orders under section 490.8 and 490.81 of the *Criminal Code* with respect to the Real Property, and certain bank accounts in the names of TamTan and 1308 respectively (collectively, the “**Bank Accounts**”). A restraint order and management order was registered on title to the Real Property on February 14, 2019 (the “**Restraint Order**”).

5. The restraint orders and management orders were granted in connection with criminal proceedings brought against Nader Gramian-Nik and the possibility that the Real Property and the Bank Accounts represent proceeds of crime.

6. Spergel was appointed as the Receiver of all the assets, undertakings and properties of the Companies, other than the Bank Accounts (collectively, the **"Property"**) by Order of The Honourable Mr. Justice McEwen of the Ontario Superior Court of Justice (Commercial List) (the **"Court"**) issued on October 16, 2019 (the **"Receivership Order"**). The Receivership Order was granted upon the application of the Companies' secured creditor, Roynat Inc. (**"Roynat"**). Attached hereto as **Appendix "A"** is a copy of the Receivership Order.

7. The Receiver retained Chaitons LLP (the **"Receiver's Counsel"**) as its independent legal counsel.

8. On December 17, 2019, the Receiver brought a motion for an order approving, amongst other things, the auction services agreement dated December 6, 2019 (the **"Auction Agreement"**) between the Receiver and Platinum Asset Services Inc. (the **"Auctioneer"**) with respect to certain personal property of 1308 (collectively, the **"1308 Property"**) and authorizing the Auctioneer to conduct a public auction (and, if applicable, re-auction) as referenced in, and in accordance with the terms of the Auction Agreement (the **"Auction"**). In connection with that motion, the Receiver served its First Report to the Court dated December 10, 2019 (the **"First Report"**). Attached hereto as **Appendix "B"** is a copy of the First Report (without appendices).

9. By order of The Honourable Madam Justice Conway dated December 17, 2019 (the **"December 17th Order"**), the Court approved the relief sought by the Receiver, pursuant to which the Auctioneer was authorized to sell the 1308 Property and transfer 1308's right, title and interest in and to the 1308 Property purchased by a respective

purchaser at the Auction free and clear of claims and encumbrances. Attached hereto as **Appendix "C"** is a copy of the December 17th Order.

PURPOSE OF THIS SECOND REPORT

10. The purpose of this Second Report is to advise the Court as to the steps taken by the Receiver since the date of the First Report and to seek Orders from this Court:

- (a) approving this Second Report and the actions of the Receiver described herein, including without limitation, approval of the Receiver's interim statement of receipts and disbursements as at February 29, 2020;
- (b) approving the sale transaction contemplated by the agreement of purchase and sale dated February 27, 2020 between the Receiver, as vendor, and Forest Ridge Inc. (the "**Purchaser**" or "**Forest Ridge**"), as purchaser (the "**Sale Agreement**"), with respect to the Purchased Assets (as defined in the Sale Agreement), and authorizing the Receiver to complete the transaction contemplated therein (the "**Transaction**");
- (c) vesting in the Purchaser TamTan's right, title and interest in and to the Purchased Assets free and clear of any claims and encumbrances, save and except for "Permitted Encumbrances";
- (d) authorizing and directing the Receiver to make a distribution with respect to the 1308 Borrowings (as defined herein) and the TamTan Borrowings (as defined herein); and

- (e) sealing the Confidential Appendices (as defined herein) to this Second Report until the earlier of the completion of the Transaction or further order of this Court.

11. The Receiver will not assume responsibility or liability for losses incurred by the reader as a result of the circulation, publication, reproduction or use of this Second Report for any other purposes.

12. In preparing this Second Report, the Receiver has relied upon certain information provided to it by the Companies' former management. Unless otherwise stated herein, the Receiver has not performed an audit or verification of such information for accuracy, completeness or compliance with Accounting Standards for Private Enterprises or International Financial Reporting Standards. Accordingly, the Receiver expresses no opinion or other form of assurance with respect to such information.

13. All references to dollars in this Second Report are in Canadian currency unless otherwise noted.

ACTIONS OF THE RECEIVER SINCE THE FIRST REPORT

TamTan

14. Based on the information provided to the Receiver, TamTan was a real property holding company and the Real Property represents the only property owned by TamTan, other than whatever funds were in the TamTan Bank Accounts. The Receiver is not aware of TamTan having any employees prior to its appointment.

15. As reported in the First Report, the Receiver engaged the services of Colliers International Realty Advisors Inc. ("**Colliers**") and York Simcoe Appraisal Corp. ("**York Simcoe**") to attend at and conduct an appraisal of the Real Property. The Receiver obtained appraisals in relation to the Real Property from York Simcoe and Colliers on November 8, 2019 and November 13, 2019, respectively. Copies of the York Simcoe and Colliers appraisals as they relate to the Real Property will be provided to the Court as **Confidential Appendices "A" and "B"** to the Second Report.

16. During the course of its mandate, the Receiver was advised that a Phase II Environmental Site Assessment ("**Phase II ESA**") was conducted by Fisher Environmental Ltd. ("**Fisher**") for Forest Ridge as part of Forest Ridge's due diligence with respect to the potential purchase of the Real Property prior to the appointment of the Receiver. In order to save time in conducting a new environmental assessment, the Receiver thought it prudent to reach out to Fisher and Forest Ridge to discuss whether Fisher and Forest Ridge will be willing to sell the existing Phase II ESA to the Receiver. Ultimately, the Receiver was able to purchase Phase II ESA along with a reliance letter from Fisher.

1308

17. As noted above, 1308 carried on business as a food processor from the Real Property. The Receiver has no information regarding what employees 1308 had prior to its appointment.

18. Following the issuance of the December 17th Order, the Receiver signed the Auction Agreement and assisted the Auctioneer in setting up the premises for the Auction of the 1308 Property to the extent required by the Auction Agreement.

19. As noted in the First Report, after taking possession of the books and records of 1308, the Receiver extracted an accounts receivable listing from the accounting server and took steps to realize on 1308's outstanding accounts receivable. However, given the lack of supporting documents, the Receiver has been unable to collect any receivables. The Receiver intends to assign the receivables to a collection agency.

20. Based on the information provided to the Receiver, 1308 has no property other than the accounts receivable referred to herein, the 1308 Property that is subject to the Auction Agreement, and the 1308 Bank Accounts.

THE SALES PROCESS WITH RESPECT TO THE REAL PROPERTY

21. The Receiver sought and received Sales and Marketing Proposals (the "**Proposals**") from four national Real Estate Brokerages. After carefully reviewing the Proposals, the Receiver entered into an MLS Listing Agreement dated December 11, 2019 (the "**Listing Agreement**") with Colliers. The Real Property was listed for sale on the MLS web site for Southwestern Ontario and the GTA. Attached hereto as **Appendix "D"** is a copy of the Listing Agreement.

22. Colliers prepared sales and marketing materials that were accessible online to prospective purchasers. Colliers also targeted prospective purchasers that may have an interest in the Real Property and emailed sales and marketing materials to a

comprehensive list of buyers. In addition, Colliers distributed marketing materials to commercial real estate agents. In an effort to ensure that the Real Property was widely exposed to the marketplace, the Listing Agreement contemplated a period to accept offers from potential purchasers which offers were to be considered on January 31, 2020. Attached hereto as **Appendix "E"** is a copy of the sales and marketing report of Colliers outlining in detail the efforts undertaken to obtain offers.

23. Colliers marketing efforts resulted in six (6) parties submitting Agreements of Purchase and Sale with respect to the Real Property. A summary of the offers received during the duration of the sales process of the Real Property will be provided to the Court as **Confidential Appendix "C"** to the Second Report.

24. Upon receipt of the offers, the Receiver, in consultation with Colliers and the stakeholders, determined that the offer from Forest Ridge represented the highest realizable value in respect of the Real Property. Accordingly, the Receiver accepted the offer submitted by Forest Ridge, subject firstly to the approval of this Honourable Court and secondly to Forest Ridge successfully completing a purchase of the 1308 Property from the Auctioneer. Attached hereto as **Appendix "F"** is a redacted copy of the Sale Agreement. An un-redacted copy of the Sale Agreement will be provided to the Court as **Confidential Appendix "D"** to the Second Report (collectively with Confidential Appendices "A", "B", and "C", the "**Confidential Appendices**").

25. The Receiver understands that Forest Ridge has successfully entered into an agreement of purchase and sale with the Auctioneer with respect to the 1308 Property,

and that transaction is scheduled to close on the same date scheduled for the closing of the Transaction.

26. The Receiver has discussed the Sale Agreement with Roynat and representatives of the Seized Property Management Directorate, and both parties support the Receiver entering into the Sale Agreement with Forest Ridge.

27. It is the opinion of the Receiver that the terms and conditions contained within the Sale Agreement are commercially reasonable, that the purchase price in the Sale Agreement represents market value for the Real Property, the Real Property has been sufficiently exposed to the market by Colliers, and that all reasonable steps have been taken to obtain the best price for the Real Property.

28. Accordingly, the Receiver recommends that the Transaction be approved by this Court.

RECEIVER'S STATEMENT OF RECEIPTS AND DISBURSEMENTS

29. Attached as **Appendix "G"** to this Second Report is a copy of the Receiver's Interim Statement of Receipts and Disbursements as at February 29, 2020.

PROPOSED DISTRIBUTION

Real Property Taxes

30. In connection with the closing of the Transaction, the Receiver will pay any outstanding realty taxes with respect to the Real Property that are owed to the City of Toronto.

Receiver's Certificates

31. Pursuant to paragraph 22 of the Receivership Order, the Receiver borrowed \$30,000 from Roynat to fund its activities in these proceedings with respect to 1308 (the "**1308 Borrowings**"), and \$150,000 to fund its activities in these proceedings with respect to TamTan (the "**TamTan Borrowings**"). Attached hereto as **Appendices "H" and "I"** are copies of the Receiver's Certificates representing the 1308 Borrowings and the TamTan Borrowings.

32. Pursuant to paragraph 22 of the Receiver Order, the issuance of Receiver's Certificate has the effect of creating a charge on the Property, by way of a fixed and specific charge as security for the repayment of the monies borrowed, together with interest and charges thereon, in priority to all security interests, trusts, liens, charges and encumbrances, statutory or otherwise, in favour of any Person (as defined in the Receivership Order), but subordinate to the Receiver's Charge, and the charges set out in subsections 14.06(7), 81.4(4), and 81.6(2) of the *Bankruptcy and Insolvency Act*.

33. The Receiver recommends that, following the closing of the transaction with respect to the 1308 Property, it be authorized and directed to distribute \$30,000 plus applicable interest to Roynat in respect of the repayment of the 1308 Borrowings.

34. The Receiver also recommends that, following the closing of the Transaction, it be authorized and directed to distribute \$150,000 plus applicable interest to Roynat in respect of the repayment of the TamTan Borrowings.

REQUEST FOR A PROTECTIVE SEALING ORDER

35. The Receiver is seeking a sealing order in respect of the Confidential Appendices as they each contain commercially sensitive information, the release of which prior to the completion of the Transaction would be prejudicial to the stakeholders of the Companies in the event that the Transaction does not close.

RECOMMENDATIONS

36. The Receiver respectfully requests that this Honourable Court grant the relief sought in this Second Report.

Dated at Toronto this 3rd day of March, 2020.

msi Spergel inc.,

solely in its capacity as court-appointed
Receiver of TamTan Inc. and 1308963
Ontario Limited and not in its personal
or corporate capacity

Per:



Mukul Manchanda, CPA, CIRP, LIT
Principal

APPENDIX 5

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

THE HONOURABLE *Madam*

)

FRIDAY, THE 13th

JUSTICE *Conway*

)

DAY OF MARCH, 2020

)

BETWEEN:



ROYNAT INC.

Applicant

- and -

TAMTAN INC. and 1308963 ONTARIO LIMITED (o/a EZ FOOD GROUP)

Respondents

APPROVAL AND VESTING ORDER

THIS MOTION, made by msi Spergel Inc. in its capacity as the Court-appointed receiver (the “**Receiver**”) of the undertaking, property and assets of TamTan Inc. (the “**Real Property Debtor**”) and 1308963 Ontario Limited (o/a EZ Food Group) (the “**Equipment Debtor**”, and together with the Real Property Debtor, the “**Debtors**”) for an order, *inter alia*, approving the sale transaction (the “**Transaction**”) contemplated by an agreement of purchase and sale (the “**Sale Agreement**”) between the Receiver and Forest Ridge Inc. (the “**Purchaser**”) dated February 27, 2020, a redacted copy of which is appended to the Second Report of the Receiver dated March 3, 2020 (the “**Second Report**”), and vesting in the Purchaser the Real Property Debtor’s right, title and interest in and to the assets described in the Sale Agreement, including, without limitation, the real property described in **Schedule “A”** hereto (the “**Real**

Property”, and collectively referred to herein with the other purchased assets as the “**Purchased Assets**”), was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Second Report and the appendices thereto, and on hearing the submissions of counsel for the Receiver and counsel for the Purchaser, no one appearing for any other person on the service list, although properly served as appears from the affidavit of Lynda Christodoulou sworn March 5, 2020, filed:

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.
2. **THIS COURT ORDERS AND DECLARES** that the Transaction be and is hereby approved, and the execution of the Sale Agreement by the Receiver be and is hereby authorized, ratified and approved, with such minor amendments as the Receiver and the Purchaser may agree to in writing. The Receiver is hereby authorized and directed to take such additional steps and execute such additional documents as may be necessary or desirable for the completion of the Transaction and for the conveyance of the Purchased Assets to the Purchaser, or as it may direct in writing.
3. **THIS COURT ORDERS AND DECLARES** that upon the delivery of a Receiver’s certificate to the Purchaser substantially in the form attached as **Schedule “B”** hereto (the “**Receiver's Certificate**”), all of the Real Property Debtor’s right, title and interest in and to the Purchased Assets shall vest absolutely in the Purchaser, or whomever it may direct in writing, free and clear of and from any and all security interests (whether contractual, statutory, or otherwise), hypothecs, mortgages, trusts or deemed trusts (whether contractual, statutory, or

otherwise), liens (statutory or otherwise), executions, levies, charges, pledges, leases, offers to lease, title retention agreements or arrangements, restrictions on use, development or similar agreements, title defects, Work Orders (as defined in the Sale Agreement), options, adverse claims, servitudes, encroachments, prior claims, assignments, liabilities (direct, indirect, absolute or contingent), obligations, judgments, writs of seizure, notices of sale, contractual rights, rights of first refusal, or any other right or interest of any nature or any other financial or monetary claims or any other arrangement or condition, whether or not they have attached or been perfected, registered or filed and whether secured, unsecured or otherwise (collectively, the “**Claims**”), including, without limiting the generality of the foregoing: (i) any encumbrances or charges created by the Order of the Honourable Justice McEwen dated October 16, 2019; (ii) all charges, security interests or claims evidenced by registrations pursuant to the *Personal Property Security Act* (Ontario), the *Land Titles Act* (Ontario), or any other personal or real property registry system; and (iii) those Claims listed on **Schedule “C”** hereto (all of which are collectively referred to as the “**Encumbrances**”, which term shall not include the permitted encumbrances listed on **Schedule “D”**) and, for greater certainty, this Court orders that all of the Claims and Encumbrances affecting or relating to the Purchased Assets are hereby expunged and discharged as against the Purchased Assets.

4. **THIS COURT ORDERS** that upon the registration in the Land Registry Office for the appropriate Land Titles Division of an Application for Vesting Order in the form prescribed by the *Land Titles Act*, the Land Registrar is hereby directed to enter the Purchaser, or whomever the Purchaser may direct in writing, as the owner of the Real Property in fee simple, and is hereby directed to delete and expunge from title to the Real Property all of the Encumbrances listed in Schedule “C” hereto.

5. **THIS COURT ORDERS** that for the purposes of determining the nature and priority of Claims, the net proceeds from the sale of the Purchased Assets shall stand in the place and stead of the Purchased Assets, and that from and after the delivery of the Receiver's Certificate all Claims and Encumbrances shall attach to the net proceeds from the sale of the Purchased Assets with the same priority as they had with respect to the Purchased Assets immediately prior to the sale, as if the Purchased Assets had not been sold and remained in the possession or control of the person having that possession or control immediately prior to the sale.

6. **THIS COURT ORDERS AND DIRECTS** the Receiver to file with the Court a copy of the Receiver's Certificate, forthwith after delivery thereof.

7. **THIS COURT ORDERS AND DECLARES** that no current or former tenants of the Real Property shall be entitled to withhold rental payments, set off any claim with respect to any over-payment of rent (including, without limitation, overpayment of additional rent), or claim remedies as against the Purchaser with respect to any sums that may be owing to them pursuant to their respective leases, if any, for any period prior to the Date of Closing (as defined in the Sale Agreement) of the Transaction (collectively, the "**Tenant Claims**") and that the Tenant Claims shall be included in as Claims subject to the provisions of paragraph 3 of this Order.

8. **THIS COURT ORDERS** that, notwithstanding:

- (a) the pendency of these proceedings;
- (b) any applications for a bankruptcy order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act* (Canada) in respect of the Debtors and any bankruptcy order issued pursuant to any such applications; and
- (c) any assignment in bankruptcy made in respect of the Debtors;

the vesting of the Purchased Assets in the Purchaser, or as it may direct in writing, pursuant to this Order shall be binding on any trustee in bankruptcy that may be appointed in respect of the Debtors and shall not be void or voidable by creditors of the Debtors, nor shall it constitute nor be deemed to be a fraudulent preference, assignment, fraudulent conveyance, transfer at undervalue, or other reviewable transaction under the *Bankruptcy and Insolvency Act* (Canada) or any other applicable federal or provincial legislation, nor shall it constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation.

9. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.

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

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

MAR 13 2020

PER / PAR: 

Schedule A – Legal Description of the Real Property

PIN 06054-0805(LT) PCL BLK 0-1 SECT M1919 PTS BLKS 9, 10 ON PLAN M1995 AND PT BLK O, BEING A RESERVE ON PLAN M1919; PTS 19 TO 21, 23 TO 28, 49 TO 53, 55 TO 58, 62, 67 & 68 66R15458; TOGETHER WITH EASE AND ROW OVER PTS 36, 42, 43, 47 66R15458 AS IN C531411 TOGETHER WITH EASE OVER PTS 29, 36 TO 38, 40 TO 46, 47, 48, 54, 63, 64 & 65 AS IN C531411; SUBJ TO EASE OVER PT 49, 50, 53, 55, 56 and 58 66R15458 AS IN C617313 SUBJ TO ROW OVER PTS 49 TO 51, 55 and 56 66R15458 AS IN C617313 SUBJ TO EASE AND RGT OVER 25 TO 27 and 49 66R15458 AS IN C531411 SUBJ TO RGT AS IN A928321 SCARBOROUGH.

Schedule B – Form of Receiver’s Certificate

Court File No. CV-19-00628569-00CL

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

B E T W E E N:

ROYNAT INC.

Applicant

- and -

TAMTAN INC. and 1308963 ONTARIO LIMITED (o/a EZ FOOD GROUP)

Respondents

RECEIVER’S CERTIFICATE

RECITALS

A. Pursuant to an Order of the Honourable Justice McEwen of the Ontario Superior Court of Justice (the “**Court**”) dated October 16, 2019, msi Spergel Inc. was appointed as the receiver (the “**Receiver**”) of the undertaking, property and assets of TamTan Inc. (the “**Real Property Debtor**”) and 1308963 Ontario Limited (o/a EZ Food Group) (the “**Equipment Debtor**”, and together with the Real Property Debtor, the “**Debtors**”).

B. Pursuant to an Order of the Court dated March 13, 2020, the Court approved the agreement of purchase and sale made as of February 27, 2020 (the “**Sale Agreement**”) between the Receiver and Forest Ridge Inc. (the “**Purchaser**”) and provided for the vesting in the Purchaser of the Real Property Debtor’s right, title and interest in and to the assets described in the Sale Agreement (the “**Purchased Assets**”), which vesting is to be effective with respect to

the Purchased Assets upon the delivery by the Receiver to the Purchaser of a certificate confirming (i) the payment by the Purchaser of the Purchase Price for the Purchased Assets; (ii) that the conditions to Closing as set out in sections 12 and 13 of the Sale Agreement have been satisfied or waived by the Receiver and the Purchaser, as applicable; and (iii) the Transaction has been completed to the satisfaction of the Receiver.

C. Unless otherwise indicated herein, terms with initial capitals have the meanings set out in the Sale Agreement.

THE RECEIVER CERTIFIES the following:

1. The Purchaser has paid and the Receiver has received the Purchase Price for the Purchased Assets payable on the Date of Closing pursuant to the Sale Agreement;
2. The conditions to Closing as set out in sections 12 and 13 of the Sale Agreement have been satisfied or waived by the Receiver and the Purchaser, as applicable; and
3. The Transaction has been completed to the satisfaction of the Receiver.
4. This Certificate was delivered by the Receiver at _____ [TIME] on _____, 2020

**msi Spergel Inc., in its capacity as Receiver of
the undertaking, property and assets of
TamTan Inc. and 1308963 Ontario Limited
(o/a EZ Food Group), and not in its personal
capacity**

Per: _____

Name:

Title:

Schedule C – Encumbrances

a) **Instruments to be deleted from PIN No. 06054-0805(LT)**

Reg. No.	Registration Date	Instrument Type	Amount	Parties From	Parties To
AT2353616	April 16, 2010	Charge	\$2,750,000.00	TamTan Inc.	Roynat Inc.
AT2353638	April 16, 2010	Notice of Assignment of Rents General		TamTan Inc.	Roynat Inc.
AT3706673	October 3, 2014	Charge	\$3,000,000	TamTan Inc.	Roynat Inc.
AT3706684	October 3, 2014	Notice of Assignment of Rents General		TamTan Inc.	Roynat Inc.
AT5077163	February 14, 2019	Application for Restrictions Based on Court Order			Attorney General of Canada - Re: February 12, 2019 Restraint and Management Order of Justice Joëlle Roy in Court of Québec File No. 500-38-025571-190
AT5267314	October 21, 2019	Application To Register Court Order		Superior Court of Justice Commercial List	MSI Spergel Inc.

b) **Other Encumbrances**

(1) **PPSA**

	File No./Registration No.	Current Debtor	Current Secured Party	Current Collateral Classification	Current General Collateral Description and other Particulars
1.	660382884/ 20100408 0835 1862 9824 20170720 1933 1531 2764 20200120 1730 1590 5128	TamTan Inc.	Roynat Inc.	Inventory, Equipment, Accounts, Other, Motor Vehicle Included	Expiry Date: April 8, 2023 An amendment was registered on July 20, 2017 to amend the address of the secured party. An amendment was registered on January 20, 2020 to renew the registration for an additional three year term.

	File No./Registration No.	Current Debtor	Current Secured Party	Current Collateral Classification	Current General Collateral Description and other Particulars
2.	698752791/ 20140808 1314 1590 7986 20170720 1933 1531 2759	TamTan Inc.	Roynat Inc.	Inventory, Equipment, Accounts, Other, Motor Vehicle Included	Expiry Date: August 8, 2024 An amendment was registered on July 20, 2017 to amend the address of the secured party.
3.	698752845/ 20140808 1314 1590 7987 20170720 1933 1531 2761	TamTan Inc.	Roynat Inc.	Accounts, Other	Expiry Date: August 8, 2024 <u>General Collateral Description:</u> General assignment of rents and leases with regard to 1405 Morningside Avenue, Scarborough, Ontario. An amendment was registered on July 20, 2017 to amend the address of the secured party.

(2) Writs of Execution

Execution No.	Creditor Name
19-0004142	Argil Property Tax Services Paralegal Professional Corporation

(3) Litigation/Judgments

	Case Number	Case Opened Date	Case Status	Plaintiff/Appellant	Defendant/Respondent	Case Type	Amount	Last Event Result Information
1.	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A

- (4) All outstanding municipal taxes, fines, interest and penalties.
- (5) Restraint Order and Management Order of Justice Joëlle Roy dated February 12, 2019 in the Court of Quebec (Criminal and Penal Division) proceedings having Court File No. 500-38-025571-190.
- (6) Restraint Order and Management Order of Justice Joëlle Roy dated February 12, 2019 in the Court of Quebec (Criminal and Penal Division) proceedings having Court File No. 500-38-025576-199.
- (7) Restraint Order and Management Order of Justice Joëlle Roy dated February 8, 2019 in the Court of Quebec (Criminal and Penal Division) proceedings having Court File No. 500-38-025575-191.
- (8) Restraint Order and Management Order of Justice Joëlle Roy dated February 8, 2019 in the Court of Quebec (Criminal and Penal Division) proceedings having Court File No. 500-38-025558-197.
- (9) Restraint Order and Management Order of Justice Joëlle Roy dated February 8, 2019 in the Court of Quebec (Criminal and Penal Division) proceedings having Court File No. 500-38-025557-199.

- (10) Restraint Order and Management Order of Justice Joëlle Roy dated February ___, 2019 in the Court of Quebec (Criminal and Penal Division) proceedings having Court File No. 500-38-025559-195.

**Schedule D – Permitted Encumbrances
(unaffected by the Vesting Order)**

1. The reservations, limitations, provisos, conditions, restrictions and exceptions expressed in the letters patent or grant from the Crown and all statutory exceptions to title;
2. The provisions of governing municipal by-laws;
3. Municipal taxes, liens, charges, including hydro and water charges, rates and assessments accruing from day to day and not yet due and payable provided they are adjusted for in the statement of adjustments;
4. Any defects or minor encroachments which might be revealed by an up to date survey of the Lands;
5. Any right of expropriation conferred upon, reserved to or vesting in Her Majesty the Queen in Right of Canada and Ontario;
6. Any registered restrictions or covenants that run with the Lands provided that same have been complied with in all material respects;
7. Any easements, rights of way or right of re-entry in favour of a developer, not materially or adversely impairing the present use of the Lands;
8. Any agreements with municipal, utilities or public authorities provided that same have been complied with in all material respects;
9. The Existing Active Permits; and
10. The following instruments registered on title to the Lands in the Toronto (#66) Land Registry Office:

Registration Number	Date	Instrument Type
A928322	June 23, 1981	NOTICE
66R14547	January 17, 1986	AGREEMENT
66R14854	December 8, 1986	PLAN REFERENCE
C344173	December 19, 1986	PLAN REFERENCE
		NOTICE
		AGREEMENT
C531412	December 22, 1988	NOTICE
C616744	December 12, 1989	NOTICE
		AGREEMENT
C531411	December 22, 1988	EASEMENT
C617313	December 14, 1989	EASEMENT

ROYNAT INC.

Applicant

- and -

TAMTAN INC. and 1308963 ONTARIO LIMITED (o/a

EZ FOOD GROUP)

Respondents

Court File No. CV-19-00628569-00CL

ONTARIO

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

Proceedings commenced at TORONTO

ORDER

CHAITONS LLP

5000 Yonge Street, 10th Floor
Toronto, ON M2N 7E9

Sam Rappos (LSO #51399S)

Tel: (416) 218-1137

Fax: (416) 218-1837

Email: samr@chaitons.com

**Lawyers for the Court-appointed
Receiver, msi Spergel Inc.**

APPENDIX 6

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

THE HONOURABLE *Maden*

JUSTICE *Conway*

)
)
)

FRIDAY, THE 13th

DAY OF MARCH, 2020

BETWEEN:



ROYNAT INC.

Applicant

- and -

TAMTAN INC. and 1308963 ONTARIO LIMITED (o/a EZ FOOD GROUP)

Respondents

ORDER

THIS MOTION, made by msi Spergel Inc. in its capacity as Court-appointed receiver (the “**Receiver**”) of the property, assets and undertakings of the Respondents, was heard this day at the Court House, 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion and the Second Report of the Receiver dated March 3, 2020 (the “**Second Report**”) and the appendices thereto, and on hearing the submissions of counsel for the Receiver and such other counsel listed on the Counsel Slip, no one else from the service list appearing although properly served as evidenced by the affidavit of service of Lynda Christodoulou sworn March 5, 2020, filed,

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record is 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 Second Report, and conduct and activities of the Receiver described therein, be and are hereby approved.
3. **THIS COURT ORDERS** that the interim Statements of Receipts and Disbursements attached as Appendix "G" to the Second Report be and are hereby approved.
4. **THIS COURT ORDERS** that the Confidential Appendices to the Second Report shall be sealed and shall not form part of the public record pending the closing of the Transaction (as such term is defined in the Approval and Vesting Order dated March 13, 2020) or further Order of the Court.

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

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

MAR 13 2020

PER / PAR: 

ROYNAT INC.

Applicant

- and -

TAMTAN INC. and 1308963 ONTARIO LIMITED (o/a

EZ FOOD GROUP)

Respondents

Court File No. CV-19-00628569-00CL

ONTARIO

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

Proceedings commenced at TORONTO

ORDER

CHAITONS LLP

5000 Yonge Street, 10th Floor
Toronto, ON M2N 7E9

Sam Rappos (LSO #51399S)

Tel: (416) 218-1137

Fax: (416) 218-1837

Email: samr@chaitons.com

**Lawyers for the Court-appointed
Receiver, msi Spergel Inc.**

APPENDIX 7

In the matter of the receivership of
TAMTAN INC.
Receiver's Statement of Receipts and Disbursements
As at July 10, 2020

RECEIPTS

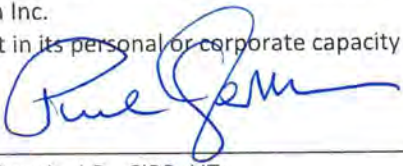
1. Asset Realization		
Sale of land and building		\$ 7,424,111.67
2. Miscellaneous		
HST collected	\$ 552.22	
Interest allocation	4,888.61	
Interest income	1,549.32	
Rental Income	4,247.78	
Receiver Borrowing from Secured Creditor	<u>150,000.00</u>	161,237.93
TOTAL RECEIPTS		<u>7,585,349.60</u>

DISBURSEMENTS

3. Fees Paid		
To official receiver	<u>70.00</u>	70.00
4. Premium		
Insurance	<u>36,631.44</u>	36,631.44
5. Legal fees and disbursements		
HST on legal fees	<u>5,091.22</u>	5,091.22
6. Federal and Provincial taxes		
HST paid on disbursements exclusive of fees	43,268.55	
HST on Receiver's fees	<u>16,122.47</u>	59,391.02
7. Miscellaneous		
Appraisal fees	6,375.00	
Commission	264,950.00	
Travel	382.48	
Other misc disbursements	137.37	
Change of locks	640.00	
Security	4,837.12	
Utilities	24,027.17	
Redirection of mail	163.25	
Repairs & maintenance	20,922.67	
Legal fees/disbursements	40,120.32	
Receiver's fees	124,026.90	
Ascend License Fee	275.00	
Environmental consultants fees	13,000.00	
HST on Ascend License Fee	<u>35.75</u>	499,893.03
TOTAL DISBURSEMENTS		<u>601,076.71</u>

Net Receipts over Disbursements \$ 6,984,272.89
E&OE

msi Spergel inc. Court-Appointed Receiver
Tamtan Inc.
and not in its personal or corporate capacity
Per:


Philip Gennis, J.D., CIRP, LIT

In the matter of the receivership of
1308963 ONTARIO LIMITED o/a EZ FOOD GROUP
Receiver's Statement of Receipts and Disbursements
As at July 10, 2020

RECEIPTS

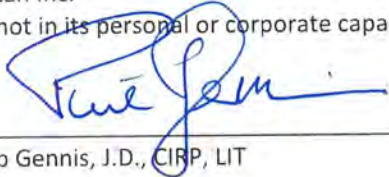
Machinery & equipment	\$ 223,703.00	\$ 223,703.00
2. Miscellaneous		
Interest allocation	216.01	
Receiver Borrowing from Secured Creditor	30,000.00	30,216.01
TOTAL RECEIPTS		253,919.01

DISBURSEMENTS

3. Fees Paid		
To official receiver	70.00	70.00
4. Premium		
Insurance	1,825.00	1,825.00
5. Federal and Provincial taxes		
HST paid on disbursements and legal fees	1,101.97	
HST on Receiver's Fees	4,864.39	5,966.36
6. Miscellaneous		
Appraisal fees	5,500.00	
Accounting services	199.68	
Redirection of mail	163.25	
Legal fees	2,872.59	
Receiver's fees and costs	37,426.27	
Ascend License Fee	275.00	
HST on Ascend License Fee	35.75	46,472.54
TOTAL DISBURSEMENTS		54,333.90

Net Receipts over Disbursements	\$ 199,585.11
E&OE	

msi Spergel inc. Court-Appointed Receiver
Tamtan Inc.
and not in its personal or corporate capacity
Per:


Philip Gennis, J.D., CIRP, LIT

APPENDIX 8

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

BETWEEN:

ROYNAT INC.

Applicant

- and -

TAMTAN INC. AND 1308963 ONTARIO LIMITED (o/a EZ FOOD GROUP)

Respondents

FEE AFFIDAVIT OF PHILIP GENNIS
(Sworn July 15, 2020)

I, **PHILIP GENNIS**, of the City of Toronto, in the Province of Ontario, **MAKE OATH AND SAY:**

1. I am a Licensed Insolvency Trustee with msi Spergel inc. ("**MSI**"), the court-appointed Receiver (the "**Receiver**") of all the assets, undertakings and properties of the Respondents. As such I have knowledge of the matters hereinafter deposed to.
2. MSI was appointed Receiver pursuant to the Order made by the Honourable Justice McEwen of the Ontario Superior Court of Justice (Commercial List) on October 16, 2019.
3. Attached hereto as **Exhibits "A"** and "**B"**", respectively, are true copies of the Receiver's time dockets with respect to professional fees incurred in the receivership of TamTan Inc. and 1308963 Ontario Limited for the period from October 16, 2019 to and including July 10, 2020.
4. The Receiver's fees and disbursements related to the TamTan receivership were in the amount of \$157,547.99 inclusive of disbursements and HST; which represents a total of 345.70 hours at an average hourly rate of \$403.31 per hour.

5. The Receiver's fees and disbursements related to the 1308 receivership were in the amount of \$49,107.26 inclusive of disbursements and HST, which represents a total of 117.25 hours at an average hourly rate of \$370.64 per hour.
6. To the best of my knowledge the rates charged by MSI in connection with acting as Receiver are comparable to the rates charged by other firms in the Toronto market for the provision of similar services.
7. I make this affidavit in support of the Receiver's motion for; *inter alia*, approval of its fees and disbursements and not for an improper purpose.

SWORN BEFORE ME at the City
of Toronto, in the Province of
Ontario, this 15th day of July, 2020.


A Commissioner, etc.

Barbara Eileen Sturge, a Commissioner, etc.,
Province of Ontario, for MSI Spergel Inc.
and Spergel & Associates Inc.
Expires September 21, 2022.



PHILIP GENNIS

**EXHIBIT A TO THE AFFIDAVIT OF
PHILIP GENNIS
SWORN THE 15TH DAY OF JULY, 2020**

A handwritten signature in brown ink, reading "Barbara Eileen Sturge", is written over a horizontal line.

A Commissioner, etc.

Barbara Eileen Sturge, a Commissioner, etc.,
Province of Ontario, for msi Spergel inc.
and Spergel & Associates inc.
Expires September 21, 2022.



SPERGEL

July 10, 2020

TamTan Inc.

Invoice

RE: TamTan Inc.

FOR PROFESSIONAL SERVICES RENDERED for the period October 16, 2019 to July 10, 2020 in connection with our appointment as Court-Appointed Receiver.

	Hours	Hourly Rate	Total
Philip H. Gennis, LL.B., CIRP, LIT	145.40	\$525.00	\$76,335.00
Deborah Hornbostel, CPA, CA, CFE, CIRP, LIT	5.90	525.00	3,097.50
Mukul Manchanda, CPA, CIRP, LIT	109.80	395.00	42,419.00
Eileen Sturge	2.10	250.00	525.00
Frieda Kanaris	43.40	250.00	10,850.00
Others	39.10	158.48	6,196.50
Total Professional fees	345.70	\$403.31	\$139,423.00
HST			18,124.99
Total			\$157,547.99

HST Registration #R103478103

(AATAMT-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

Member **ICIN** The Independent Canadian Insolvency Network

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 1 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Alan Spergel (ASP)					
Fri	11/29/2019	Review/sign cheque	0.10	\$525.00	\$52.50
			0.10		\$52.50
Deborah Hornbostel (DHO)					
Wed	01/08/2020	Review and approve disbursements	0.20	\$525.00	\$105.00
Fri	01/10/2020	Review and approve accounts payable	0.10	\$525.00	\$52.50
Mon	01/13/2020	Tc with Jessie Lee prospective purchaser, forward her listing info, f/u calls	0.30	\$525.00	\$157.50
Mon	02/03/2020	Review and approve disbursements	0.20	\$525.00	\$105.00
Mon	02/24/2020	Review and approve disbursements	0.10	\$525.00	\$52.50
Wed	04/01/2020	TC from PG requesting online access registration, attend to submission for access with CRA portal	0.60	\$525.00	\$315.00
Wed	04/08/2020	review and sign disbursement cheques	0.30	\$525.00	\$157.50
Tues	04/14/2020	Review and approve disbursements/cheques	0.20	\$525.00	\$105.00
Thur	04/23/2020	Check on CRA access status, submit confirmation of filing to CRA to request processing of April 1st request,	0.30	\$525.00	\$157.50
Wed	05/06/2020	Review and approve disbursements	0.30	\$525.00	\$157.50
Sat	06/06/2020	Check on online access status and update PGE	0.30	\$525.00	\$157.50
Mon	06/08/2020	Check on access status, tel call from Wendy Rugger of CRA to discuss access issues, prepare paper RC59 application and submit application by fax (3 times), review and sign disbursement cheque	1.20	\$525.00	\$630.00
Thur	06/11/2020	Review and approve disbursemnt	0.10	\$525.00	\$52.50
Thur	06/25/2020	Tel call to CRA Business Windows regarding online access status/problems	0.50	\$525.00	\$262.50
Mon	06/29/2020	Access online CRA account, review tax return filings, download and email 2016 return to PG and MM	0.40	\$525.00	\$210.00
Wed	07/08/2020	Tel call with PGE re CRA accounts, go online and review accounts, change mailing address, download detailed assessment reports, email findings to PGE	0.80	\$525.00	\$420.00
			5.90		\$3,097.50
Eileen Sturge (EST)					
Thur	01/02/2020	Prepare interim invoice	0.50	\$250.00	\$125.00
Tues	03/03/2020	Prepare invoice	0.50	\$250.00	\$125.00
Tues	03/17/2020	Administration on file	0.10	\$250.00	\$25.00
Mon	04/13/2020	Prepare invoice	0.50	\$250.00	\$125.00
Wed	07/08/2020	Admin on file	0.50	\$250.00	\$125.00
			2.10		\$525.00
Frieda Kanaris (FKA)					
Mon	10/21/2019	Attend to mail redirection; prepare Notice of Receiver and creditor list, fax to OR; mailing to creditors.	1.00	\$250.00	\$250.00
Tues	10/22/2019	Prepare and fax letter to Enbridge to open new account; send email to Toronto Hydro re new account opening; t/c's and email with Rocco re security checks; t/c with ADT regarding service call to amend codes; complete FCA insurance survey form and Vacancy questionnaire, forward to MM for review; forward to FCA; request opening of estate bank accounts.	2.50	\$250.00	\$625.00
Wed	10/23/2019	Travel to premises, meet with ADT technician to change alarm codes, return to office; scan and email FCA insurance survey form.	2.10	\$250.00	\$525.00

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 2 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Frieda Kanaris (FKA)					
Thur	10/24/2019	Review and respond to email from insurance broker.	0.40	\$250.00	\$100.00
Fri	10/25/2019	T/c and email with Rocco re security checks; t/c and email with Sentinel re service call to alarm code.	0.40	\$250.00	\$100.00
Mon	10/28/2019	T/c's and emails with ADT and Rocco Tuzzi re alarm going off at premises; travel to premises to meet with Sentinel technician re fire alarm panel beeping.	1.70	\$250.00	\$425.00
Tues	10/29/2019	T/c and email with Adriana (FCA); emails with Economical Insurance; t/c with Rocco re sprinkler system; t/c Soheil (employee) re ROE; t/c with Kala re Nitrogen tank.	0.50	\$250.00	\$125.00
Wed	10/30/2019	Follow-up t/c, fax and email with Enbridge and Toronto Hydro re opening new accounts; exchange of emails with Rocco and Adam re chemicals on site.	0.50	\$250.00	\$125.00
Thur	10/31/2019	Review email from Toronto Hydro; exchange of emails with Rob Purdy (Colliers) re scheduling appraisal.	0.30	\$250.00	\$75.00
Fri	11/01/2019	Attend premises to meet with Bob Purdy re appraisal of property; t/c with ADT re guard service in case of alarm; t/c with David Rober re appraisal; revise insurance surevey form and resubmit to FCA, discussion with PG re same.	1.50	\$250.00	\$375.00
Mon	11/04/2019	Travel to premises, meet with David Rober (appraisal of property), return to office; t/c's with Rocco; t/c with Sentinel re second quote on sprinkler system.	1.20	\$250.00	\$300.00
Tues	11/05/2019	Review email from Sentinel re quote to repair sprinkler system, forward to MM.	0.20	\$250.00	\$50.00
Tues	11/12/2019	T/c's with Rocco re snow removal at premises.	0.30	\$250.00	\$75.00
Thur	11/14/2019	T/c's and emails requesting quotations for snow removal; t/c with Enbridge re setting up new account; email with Sentinel re setting up appointment for sprinkler repair, advise Rashid of appointment.	0.80	\$250.00	\$200.00
Mon	11/18/2019	T/c's with City of Toronto re open work orders and permits; t/c with Sentinel re additional work to be performed.	0.50	\$250.00	\$125.00
Tues	11/19/2019	T/c's with City of Toronto, Inspection dept and records dept re drawings for work permits; follow-up t/c and email re snow removal quote.	0.50	\$250.00	\$125.00
Wed	11/20/2019	Exchange of emails with brokers re setting up appointments for site visits.	0.40	\$250.00	\$100.00
Thur	11/21/2019	Attend at premises to meet with brokers re listing proposals (CBRE and Avison Young), return to office; t/c's with Rocco and emails with MM re missing Nitrogen tank; requisition payment for payables; complete Routine Disclosure form and letter of authorization for attending Scarborough Civic Centre to obtain drawings, liase with MM re same.	3.50	\$250.00	\$875.00
Fri	11/22/2019	Attend at Scarborough Civic Centre to request permit drawings; travel to premises to meet with Anthony Miller (Colliers) to review building, return to office; t/c's and emails re snow removal.	1.50	\$250.00	\$375.00
Mon	11/25/2019	T/c's with City of Toronto re permit drawings; t/c with Soheil.	0.40	\$250.00	\$100.00
Tues	11/26/2019	T/c's with Soheil and Kala regarding trailers on site.	0.30	\$250.00	\$75.00
Thur	11/28/2019	Review emails from City of Toronto, upload drawings, t/c to Inspector; review insurance endorsement, t/c and emails with Sevi (Economical Insurance); exchange of emails with Mark Adams re snow removal.	0.60	\$250.00	\$150.00
Fri	11/29/2019	Further exchange of emails with Mark Adams re contracting snow removal, emails with MM re same.; schedule inspections online with City of Toronto.	0.50	\$250.00	\$125.00
Mon	12/02/2019	Forward digital drawings to Print Three to be printed.	0.30	\$250.00	\$75.00
Tues	12/03/2019	Travel to premises and meet with City of Toronto building inspector, review drawings and premises, return to office.	1.50	\$250.00	\$375.00

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 3 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Frieda Kanaris (FKA)					
Wed	12/04/2019	T/c with Enbridge re security deposit, requisition payment; discuss permits with PG.	0.40	\$250.00	\$100.00
Tues	12/10/2019	Review and requisition payment of payables; prepare and mail demand letters to accounts receivable debtors; email o/s invoices to Palace Foods, exchange of emails.	1.20	\$250.00	\$300.00
Thur	12/12/2019	Review and respond to email from Sentinel regarding additional repairs to sprinkler system; review and respond to email from Air Products re nitrogen tank.	0.30	\$250.00	\$75.00
Tues	12/17/2019	Exchange of emails with various parties, Jay Zaretski (Rossclair) re o/s building permits, Anthony Miller (Colliers) re onsite access, Sentinel re sprinkler repairs.	0.70	\$250.00	\$175.00
Wed	12/18/2019	Review emails from Dylan Chochla, requisition payment for environment report and reliance letter; requisition payment for legal fees and other payables.	0.40	\$250.00	\$100.00
Thur	12/19/2019	Attend on site to meet with Mario Gallo (CBRE) and David Hammer (Green Bridge).	2.20	\$250.00	\$550.00
Fri	12/20/2019	Exchange of emails with Dylan Chochla and PG, prepare letter and courier cheques.	0.40	\$250.00	\$100.00
Mon	12/30/2019	Request building inspections by City of Toronto, send email to Jay Zaretski (Rossclair).	0.30	\$250.00	\$75.00
Fri	01/03/2020	Exchange of emails with Anthony Miller re site visit.	0.30	\$250.00	\$75.00
Tues	01/07/2020	Review and requisition payment for payables; t/c with City of Toronto Inspector; exchange of emails with Jay Zaretski (Rossclair); travel to premises and meet with Jay and City of Toronto inspector, tour premises and review drawings.	2.20	\$250.00	\$550.00
Wed	01/08/2020	Emails and t/c's with Rocco and MM re heating, review heating proposal with PG; travel to premises to allow viewing by broker; review company records to retain.	1.80	\$250.00	\$450.00
Fri	01/17/2020	Exchange of emails with Scott Cowie (RossClair) and PG.	0.30	\$250.00	\$75.00
Mon	01/20/2020	Exchange of emails re snow plowing and records.	0.30	\$250.00	\$75.00
Tues	01/21/2020	T/c with CRA re CPP ruling.	0.20	\$250.00	\$50.00
Tues	01/28/2020	Exchange of emails with Jay Zaretski re meeting at premises.	0.30	\$250.00	\$75.00
Wed	01/29/2020	Travel to premises to meet with Jay Zaretski and others (RossClair).	1.50	\$250.00	\$375.00
Fri	01/31/2020	Review and requisition payment for payables; review and scan property tax bill to PG.	0.40	\$250.00	\$100.00
Thur	02/20/2020	Review and requisition payment for payables.	0.50	\$250.00	\$125.00
Tues	03/03/2020	Prepare SRD.	0.20	\$250.00	\$50.00
Wed	03/11/2020	Review and requisition payment for payables.	0.40	\$250.00	\$100.00
Thur	03/12/2020	Exchange of emails with Rocco.	0.10	\$250.00	\$25.00
Tues	03/17/2020	T/c with MPAC and email to PG and MM.	0.30	\$250.00	\$75.00
Mon	04/06/2020	T/c's and emails with Toronto Hydro and Enbridge cancelling services.	0.70	\$250.00	\$175.00
Wed	04/08/2020	Review and requisition payment for payables.	0.60	\$250.00	\$150.00
Tues	04/14/2020	Prepare Interim Notice of Receiver and SRD.	0.50	\$250.00	\$125.00
Tues	04/28/2020	Fax Interim Notice to O.R.	0.20	\$250.00	\$50.00
Mon	05/04/2020	Review and requisition payment for final hydro bill.	0.30	\$250.00	\$75.00
Tues	05/19/2020	Send follow-up email to Brownlee insurance re refund cheques.	0.20	\$250.00	\$50.00
Thur	05/21/2020	Prepare interim billing and draft SRD.	0.80	\$250.00	\$200.00
Mon	06/01/2020	Review and requisition payment for Lockit Security.	0.30	\$250.00	\$75.00
Wed	06/03/2020	Interim billing; file administration.	0.90	\$250.00	\$225.00
Thur	06/04/2020	Prepare draft invoice for total WIP.	0.30	\$250.00	\$75.00
Mon	06/08/2020	Revisions to SRD.	0.30	\$250.00	\$75.00

Filters Used:

- Time Entry Date: 1/01/20 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 4 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Frieda Kanaris (FKA)					
Wed	06/10/2020	Review and requisition payment for payables.	0.20	\$250.00	\$50.00
		Frieda Kanaris (FKA)	43.40		\$10,850.00
Harvey S. Lipman (HLI)					
Tues	11/19/2019	To cheque review and sign	0.10	\$525.00	\$52.50
Wed	11/27/2019	To cheque review and sign	0.10	\$525.00	\$52.50
Tues	01/21/2020	To review cheques and sign	0.20	\$525.00	\$105.00
		Harvey S. Lipman (HLI)	0.40		\$210.00
Hinna Shaikh (HSH)					
Thur	03/05/2020	Updated site - uploaded docs	0.10	\$120.00	\$12.00
Fri	03/13/2020	Updated site - uploaded docs	0.10	\$120.00	\$12.00
Fri	03/13/2020	Updated site - uploaded docs	0.00	\$120.00	\$0.00
		Hinna Shaikh (HSH)	0.20		\$24.00
Haran Sivanathan (HSI)					
Thur	12/05/2019	Pre-Authorized payment, Review Files, GIC's and Bank reconciliation/Posting cheques/Deposit	0.20	\$125.00	\$25.00
		Haran Sivanathan (HSI)	0.20		\$25.00
Inga Friptuleac (IFR)					
Mon	10/21/2019	B/A set up	0.20	\$75.00	\$15.00
Mon	11/18/2019	Issue cheques, Deposit	1.40	\$75.00	\$105.00
Mon	11/25/2019	Issue cheque	0.20	\$75.00	\$15.00
Mon	12/02/2019	Issue cheque	0.20	\$75.00	\$15.00
Tues	12/10/2019	Issue cheques	1.00	\$75.00	\$75.00
Mon	12/16/2019	Issue cheques, Deposit	1.40	\$75.00	\$105.00
Mon	12/30/2019	Deposit, Issue cheque	0.40	\$75.00	\$30.00
Tues	01/07/2020	Issue cheques	1.00	\$75.00	\$75.00
Wed	01/15/2020	Deposit	0.20	\$75.00	\$15.00
Tues	01/21/2020	Issue Cheques,	0.40	\$75.00	\$30.00
Mon	01/27/2020	Issue cheques	0.40	\$75.00	\$30.00
Tues	02/25/2020	Issue cheques	0.60	\$125.00	\$75.00
Mon	03/02/2020	Post Deposit	0.20	\$125.00	\$25.00
Mon	03/30/2020	Issue cheque	0.20	\$125.00	\$25.00
Wed	04/08/2020	Post Deposit, Issue cheques	1.40	\$125.00	\$175.00
Wed	04/15/2020	Issue cheques, Post deposit	0.60	\$125.00	\$75.00
Wed	05/06/2020	Issue cheques	0.40	\$125.00	\$50.00
Thur	06/04/2020	Issue cheques	0.60	\$125.00	\$75.00
Tues	06/09/2020	Issue cheque	0.20	\$125.00	\$25.00
		Inga Friptuleac (IFR)	11.00		\$1,035.00
Mukul Manchanda (MMA)					
Tues	10/15/2019	Time spent and not billed prior to the appointment including; multiple telephone calls with counsels and Roynat. Conference call with Public works, counsels and Roynat. Review of the application record, factum and the draft receivership order.	2.50	\$375.00	\$937.50

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 5 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Mukul Manchanda (MMA)					
Wed	10/16/2019	Receipt and review of an email from C. Burrs advising that the order was granted. Receipt and review of the Receivership Order and endorsement of The Honourable Justice McEwen. Noted that page 10 of the Receivership Order was missing. Sent an email to M. Feriozzo to resend the Receivership Order. Sent an email to L. Sopov counsel for the principal of the borrower asking him to have his client provide access to the premises. Email exchanges and telephone calls with L. Sopov regarding same. Email exchanges with J. Itzso regarding contact information for the principal of borrowers. Telephone discussion with Rocco regarding attendance at the premises to take possession. Travel to the premises. Noted that the premises was locked. Discussion with one of the tenants regarding gaining access to the premises. Met with Kala (the maintenance personnel) to gain access to the premises. Took a tour of the premises and arranged to have the locks changed. Notified tenants of the appointment of the Receiver. Review of books and records present at the premises. Multiple telephone discussions with Soheil (the bookkeeper) regarding location of books and records of the premises. Telephone discussion with N. Garmain-Nik regarding attendance at the premises tomorrow. Travel back. Multiple telephone calls with J. Itzso and S. Marsili regarding setting up a line for Receiver's borrowings and commencing the sale process. Arranged to have a case website prepared and uploaded the relevant court documents to same.	5.50	\$375.00	\$2,062.50
Thur	10/17/2019	Attended at the premises of the company and met with N. Gramian-Nik. Discussed the location of the books and records. Further discussions regarding insurance of the premises. Meeting with certain parties claiming to have personal effects in the premises. Review the items and released same where appropriate. Discussion with Soheil regarding the insurance policy and tenants at the premises. Looked for documents related to leases with the tenants. Soheil advised that as per his knowledge there is no written lease with the tenants. Travel back. Email exchanges with F. Kanaris regarding the insurance policy. Sent an email to S. Rappos asking him to have the Receivership Order registered against title of the property. Receipt and review of an email from Rocco providing pictures of the premises. Instructed R. Peeroo to save same on the server. Receipt and review of multiple email exchanges with the insurance broker. Instructed F. Kanaris to do the mail redirection. Review of email exchanges with ADT regarding reprogramming the alarm system. Receipt and review of an email from C. Burr asking for na update. Sent an email to C. Burr providing an update.	2.80	\$375.00	\$1,050.00
Fri	10/18/2019	Receipt and review of email exchanges with Economical Insurance. Review of email exchanges regarding ADT and reprogramming of the alarm codes. Received reviewed an approved the invoice of Lockit Security. Receipt and review of an email from S. Marsili providing an introduction to a real estate broker interested in putting an offer on the purchase of the building. Review of the draft notice of receiver. Provided edits and instructed F. Kanaris to finalize same for Monday. Telephone calls from various parties interested in purchasing the building.	1.50	\$375.00	\$562.50

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 6 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Mukul Manchanda (MMA)					
Mon	10/21/2019	Review of multiple emails from S. Rappos regarding the APS received from C. Burr. Conference call with S. Rappos and P. Gennis regarding the go forward strategy for the marketing of the property. Further discussions regarding the tenants at the premises. Conference call with J. Itzso and P. Gennis regarding obtaining appraisal of the property and 3 marketing proposals from rela estate brokerages. Review approve and sign the notice and statement of the receiver. Receipt and review of an email from S. Rappos providing a copy of the instrument registered against the title of the property. Review of an email from D. Moore regarding the sale of the property.	1.20	\$375.00	\$450.00
Thur	10/24/2019	Review of the insurance documents. Email exchanges with B. Petherick regarding continuation of insurance.	0.50	\$375.00	\$187.50
Fri	10/25/2019	Email exchanges regarding reprogramming of the alarm system. Receipt and review of letter from S. Rappos to the two tenants.	0.50	\$375.00	\$187.50
Mon	10/28/2019	Review of email exchanges regarding alarm issues at the premises. Receipt and review of an email from Rocco providing an inspection report. Receipt and review of an email from F. Kanari providing pictures of the alarm panel and the issue related to the pressure of the sprinkler system. Sent an email to S. Rappos providing him with a letter from the insurance company and asking him to review same and advise the Receiver of the options available to is. Receipt and review of an email from S. Rappos asking for a copy of the policy. Sent an email to S. Rappos providing him a copy of the policy. Receipt and review of an email from S. Rappos asking for terms and conditions underlying the policy. Email exchanges with the insurance company regarding same. Sent an email to S. Rappos providing him with the terms and conditions of the policy	1.20	\$375.00	\$450.00
Tues	10/29/2019	Receipt and review of an email from J. Izso regarding the borrowings of the Receiver. Email exchanges with the insurance provider regarding the nitrogen tanks. Review of email exchanges with B. Richardson regarding obtaining a quotation for insuring the property.	0.50	\$375.00	\$187.50
Wed	10/30/2019	Receipt and review of the proof of property claim from Cintas. Receipt and review of email exchanges regarding obtaining appraisal of the property. Email exchanges regarding obtaining a Phase I of the property.	0.20	\$375.00	\$75.00
Thur	10/31/2019	Email exchanges regarding borrowing funds to pay overheads. Receipt and review of an email from Rocco providing inspection report. Lengthy telephone conversation with CRA regarding the receivership.	0.90	\$375.00	\$337.50
Mon	11/04/2019	Receipt and review of an email from M. Silvio regarding a broken catch basin lid. Email exchanges with the property manager to arrange a fix for same. Email exchanges with Economical insurance regarding keeping the insurance and adding the Receiver as the named insured.	0.60	\$375.00	\$225.00
Tues	11/05/2019	Email exchanges regarding obtaining quotation for the repair of the sprinkler system.	0.20	\$375.00	\$75.00
Wed	11/06/2019	Review of email exchanges with ADT regarding adding guard services.	0.20	\$375.00	\$75.00

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 7 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Mukul Manchanda (MMA)					
Thur	11/07/2019	Receipt and review of an email from Rocco providing the inspection report. Receipt and review of an email from D. Moore regarding the status of listing the property for sale. Receipt and review of emails containing quotation for insurance of the property. Email exchanges with Selvi regarding added the Receiver as the named insured.	0.70	\$375.00	\$262.50
Mon	11/11/2019	Receipt and review of an email from C. Brownlee asking if we have made a decision on the insurance of the property. Review of email exchanges regarding the insurance quotation. Email exchanges with S. Sakthikumar regarding adding as as named insured on the current policy. Email exchanges with S. Rappos regarding the issues with the tenants. Review of email exchanges regarding the deposit being held by the brokerage engaged by the owners prior to the receivership.	0.80	\$375.00	\$300.00
Tues	11/12/2019	Email exchanges with J. Izso regarding list of expenses to be paid and advance of funds. Review of the inspection report from Rocco. Review of costs incurred to date.	0.40	\$375.00	\$150.00
Wed	11/13/2019	Review of email exchanges with J. Izso regarding the advance request and the status of the marketing process.	0.40	\$375.00	\$150.00
Thur	11/14/2019	Receipt and review of inspection report from Rocco. Review of expenses incurred to date and projected expenses for the next couple of months. Prepared a request for advance. Review email exchanges with J. Izso regarding the advance request. Review of email exchanges between counsel regarding mutual release for the deposit received prior to receivership.	0.60	\$375.00	\$225.00
Fri	11/15/2019	Receipt and review of an email from S. Rappos regarding the outstanding City permits. Receipt and review of an email from S. Rappos to D. Moore advising him of the appointment of the receiver and that the Receiver will not be assuming the APS and instructing him to return the deposit. Email exchanges with S. Rappos regarding tenants. Review of draft letters to tenants. Receipt and review of the title search of the property.	0.60	\$375.00	\$225.00
Mon	11/18/2019	Review of open permits at the premises. Receipt and review of an email from Rocco providing the inspection report. Review of email exchanges between counsel regarding mutual release of the deposit received prior to the receivership. Email exchanges and telephone discussion with J. Izso regarding request for advance of funds. Dealt with the daily upkeep issues related to the property. Dealt with tenant related issues.	1.40	\$375.00	\$525.00
Wed	11/20/2019	Email exchanges regarding the insurance and adding spergel as named insured.	0.30	\$375.00	\$112.50
Thur	11/21/2019	Review and approve payables. Review of email exchanges regarding the nitrogen tank. Review the open City Permits, execute authorizations to obtain the drawings from the City.	0.60	\$375.00	\$225.00
Fri	11/22/2019	Email exchanges and telephone discussion with Canadian Food Agency regarding retrieval of assets owned by the agency. Receipt and review of multiple quotations for snow removal.	0.40	\$375.00	\$150.00
Tues	11/26/2019	Preparation of NDA for Roynat and the government.	1.00	\$375.00	\$375.00
Wed	11/27/2019	Lengthy telephone discussion with A. Miller regarding the requirements for the marketing proposal. Review of marketing proposals received from various brokerages.	0.80	\$375.00	\$300.00

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 8 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Mukul Manchanda (MMA)					
Thur	11/28/2019	Review of email from Rocco providing the inspection report. Receipt and review of the insurance endorsement. Receipt and review of the drawings relating to the building permits. Receipt and review of marketing proposals. Review of the comparison of marketing proposal and provided comments. Email exchanges regarding snow removal. Review of email exchanges with counsel regarding the issues related to the tenants.	1.30	\$375.00	\$487.50
Fri	11/29/2019	Email exchanges regarding cost of salting. Approved the quotation. Receipt and review of the draft APS.	0.50	\$375.00	\$187.50
Mon	12/02/2019	Email exchanges with B. Petherick regarding insurance coverage. Email exchanges with S. Rappos regarding the APA and providing vacant possession of the property to the eventual purchaser. Receipt and review of the inspection report from Rocco.	0.40	\$375.00	\$150.00
Tues	12/03/2019	Email exchanges with C. Brownlee regarding obtaining a quotation for insurance to be effective in January 2020. Receipt and review of two quotations from C. Brownlee. Email exchanges with J. Izso regarding the sales process.	0.40	\$375.00	\$150.00
Wed	12/04/2019	Receipt and review of draft email to stakeholders regarding listing of the property. Receipt and review of an email from S. Rappos containing revised APS.	1.00	\$375.00	\$375.00
Thur	12/05/2019	Email exchanges with A. Horton regarding attendance at the premises by CFIA.	0.20	\$375.00	\$75.00
Fri	12/06/2019	Multiple telephone discussions with CFIA inspectors regarding disposal of restricted items. Draft report to court. Lengthy telephone discussion with A. Miller regarding the impact of cooling units and broilers on the sale of the building. Sent an email to S. Rappos regarding adding additional equipment to the auction.	2.30	\$375.00	\$862.50
Mon	12/09/2019	Email exchanges and telephone discussion with B. Petherick regarding obtaining quotation for insurance and related issues. Email exchanges with Rocco regarding inspection. Review and approve payables. Review of email exchanges with D. Chochla regarding the environmental reports."	0.50	\$375.00	\$187.50
Tues	12/10/2019	Receipt and review of comments from S. Rappos regarding the report. Finalized the report, prepared an executed copy and emailed same to S. Rappos. Arranged to have the original report couriered to Chaitons LLP.	0.50	\$375.00	\$187.50
Wed	12/11/2019	Review of the revised motion record from S. Rappos. Receipt and review of email exchanges between S. Rappos and B. Peres. Email exchanges with B. Petherick regarding the insurance quotation. Receipt and review of the draft agreement of purchase and sale and the listing agreement. Sent an email to A. Miller providing him with the form of offer.	0.80	\$375.00	\$300.00
Thur	12/12/2019	Telephone call from G. Tomasi regarding renting the premises. Discussion regarding the sale process.	0.30	\$375.00	\$112.50
Thur	12/12/2019	"Review of multiple emails exchanges with A. Miller containing various documents to effect the listing of the property. Gathered and provided additional documents requested by A. Millers. Multiple discussions regarding obtaining insurance. Telephone discussion with CRA auditor regarding the trust exam. Telephone discussion and email exchanges with S. Malik regarding occupancy at the premises."	1.40	\$375.00	\$525.00

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 9 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Mukul Manchanda (MMA)					
Mon	12/16/2019	"Email exchanges with C. Brownlee regarding insurance premium and the documents required to by the underwriter. Review of email exchanges with S. Rappos regarding the auction agreement and the ability of the Receiver to make changes to same. Further discussions regarding the positions taken by the tenants. Review of email exchanges with multiple interested parties regarding the sale of the property. Receipt and review of the insurance application from C. Brownlee. Provided comments regarding same. Email exchanges regarding the rent of Transbiz. Review of lengthy email exchanges between P. Gennis and S. Malik regarding payment of outstanding rent and vacating the premises."	1.80	\$375.00	\$675.00
Tues	12/17/2019	0.8 " Email exchanges regarding sprinkler repair. Receipt and review of email regarding the auction services agreement and advising that the court granted the relief sought with the exception of terminating the leases. Receipt and review of the order and endorsement of Justice Conway. Email exchanges with Rocco regarding increasing the frequency of inspection as per the requirement of the new insurer. Receipt and review of the invoices from C. Brownlee."	0.80	\$375.00	\$300.00
Wed	12/18/2019	"Review of emails from D. Chochla regarding payment for the Phase II Environmental. Email exchanges with S. Rappos regarding detention of packaging by Canada Food Inspection Agency. Receipt and review of an email from A. Miller advising of the showings scheduled for the next few days."	0.30	\$375.00	\$112.50
Mon	12/23/2019	Receipt and review of an email from Rocco providing inspection report. Email exchanges regarding the detention of packaging issued by CFIA. Review of email exchanges with A. Miller regarding the alarm code. Receipt and review of an email from A. Miller providing an update regarding recent showings and interest in the property.	0.40	\$375.00	\$150.00
Tues	12/24/2019	Email exchanges with A. Miller regarding drawings and additional information requested by interested parties.	0.30	\$375.00	\$112.50
Fri	12/27/2019	Receipt and review of an email from Rocco providing inspection report.	0.20	\$375.00	\$75.00
Mon	12/30/2019	Receipt and review of an email from Rocco providing the inspection report. Receipt and review of email exchanges with the tenants. Receipt and review of an email containing the reliance letter, phase ii esa from Fisher Environmental.	1.40	\$375.00	\$525.00
Thur	01/02/2020	Receipt and review of an email from Rocco providing the inspection report. Receipt and review of email exchanges with J. Izso regarding additional advance. Email exchanges with A. Miller regarding update with respect to the marketing of the building.	0.30	\$375.00	\$112.50
Fri	01/03/2020	Reviw of email exchanges with respect to the issue with the sprinkler system. Receipt and review of an update from A. Miller.	0.30	\$375.00	\$112.50
Mon	01/06/2020	Receipt and review of an email from Rocco providing the inspection report.	0.20	\$375.00	\$75.00
Tues	01/07/2020	Receipt and review of an email from Rocco providing quotations to repair the HVAC.	0.20	\$375.00	\$75.00
Wed	01/08/2020	Email exchanges regarding removal of books and records. Telephone discussion with A. Moskowitz regarding same.	0.40	\$375.00	\$150.00
Fri	01/10/2020	Receipt and review of an email from Rocco providing the inspection report. Review of email exchanges with A. Miller regarding the environmental reports and reliance letter.	0.50	\$375.00	\$187.50
Sat	01/11/2020	Receipt and review of an email from P. Gennis containing the reliance letter and Phase II ESA report. Review of emails from A. Miller providing an update regarding showings.	1.00	\$375.00	\$375.00

Filters Used:

- Time Entry Date: 1/01/20 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 10 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Mukul Manchanda (MMA)					
Mon	01/13/2020	Receipt and review of an email from Rocco providing the inspection report. Receipt and review of the environmental reports. Review of an email from A. Miller providing an update on the marketing of the property.	0.90	\$375.00	\$337.50
Tues	01/14/2020	Email exchanges with A. Miller regarding queries related to the sales process and vacant possession of the premises.	0.30	\$375.00	\$112.50
Wed	01/15/2020	Receipt and review of an email from Rocco providing the inspection report. Receipt and review of an email from G. Dingwall with respect to his client Reliable Consultants Inc.	0.30	\$375.00	\$112.50
Fri	01/17/2020	Receipt and review of an email from Rocco containing the inspection report. Review of email exchanges with S. Cowie regarding the open permits. Email exchanges with R. Peeroo regarding the CFIA detained cardboards. Email exchanges with Rocco regarding HVAC work required at the premises.	0.50	\$375.00	\$187.50
Mon	01/20/2020	Receipt and review of the inspection report from Rocco and status of snow removal. Receipt and review of email exchanges with S. Rappos regarding the issue related to Reliance Consultants Inc. Receipt and review of email exchanges between S. Rappos and G. Dingwall. Review of email exchanges regarding books and records of the company on site. Receipt and review of an email from Rocco providing update regarding the heaters for the premises. Receipt and review of an email from J. Izso requesting an update on the file. Receipt and review of an email from R. Peeroo asking whether the books and records can be handed over to the principal of the company. Receipt and review of an email from G. Dingwall regarding payment of rent. Receipt and review of an email to N. Hooper requesting a quotation and attaching previous ESA reports for review. Receipt and review of an email to J. Izso providing the requested update. Receipt and review of an email from S. Rappos advising that Maya will be attending at court to adjourn the motion given the tenants have agreed to vacate the premises.	1.20	\$375.00	\$450.00
Tues	01/21/2020	Receipt and review of an email from S. Rappos providing the endorsement regarding adjourning the matter related to the tenants. Receipt and review of an email from P. Gennis to S. Cowie regarding estimate to deal with the open permits.	0.20	\$375.00	\$75.00
Wed	01/22/2020	Receipt and review of a listing update from A. Miller.	0.20	\$375.00	\$75.00
Mon	02/03/2020	Receipt and review of an email from Rocco containing the inspection Invoice. Receipt and review of an email from A. Miller providing an update regarding the offers submitted and the issue related to the purchase of the equipment. Telephone discussion with A. Miller regarding same. Receipt and review of an email from H. Jonathan containing the offer summary. Review of offers in detail and discussion regarding same. Multiple telephone discussions with counsels for potential purchasers regarding the changes made to the draft offer. Receipt and review of blackline version of offers. Receipt and review of an email from B. Miller. Receipt and review of an email from Rocco providing the inspection report.	2.80	\$395.00	\$1,106.00

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 11 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Mukul Manchanda (MMA)					
Tues	02/04/2020	Receipt and review of an email from H. Jonathan forwarding a question with respect to the refrigeration units. Receipt and review of an email from A. Morskowitz to H. Jonathan advising that the refrigeration equipment is part of the building and is not including with the assets available at the auction. Receipt and review of an email from P. Gennis to J. Izso providing him with an update regarding the offers on hand and the issues surrounding the open permits. In depth review of the offers from 118 and Forest Ridge and the blackline version of same. Multiple telephone discussions with A. Miller regarding counter offer to both parties and removal of all conditions by both parties.	2.30	\$395.00	\$908.50
Wed	02/05/2020	Ongoing review of the submitted offers and negotiations with brokers and potential purchasers. Multiple telephone discussions with counsels of the prospective purchasers and listing broker regarding finalizing the terms of the offer. Telephone discussion with S. Rappos and P. Gennis regarding the changes made to the original offer format and the impact of same on the Receiver. Assisted in preparing the reporting for the stakeholders. Receipt and review of an email from J. Izso regarding the title insurance. Receipt and review of an updated offer from Forest Ridge and 118. Further discussion with counsel and listing broker regarding the revised offers. Amended the reporting to stakeholders accordingly. Receipt and review of an email from Rocco providing the inspection report. Review of email exchanges between S. Rappos and G. Dingwall regarding possibility of Reliable filing a proof of claim with the receiver.	3.60	\$395.00	\$1,422.00
Thur	02/06/2020	Receipt and review of an email from P. Gennis to J. Izso providing the offer summary and providing a recommendation to accept the Forest Ridge offer. Receipt and review of an email from J. Izso advising Roynat's support with accepting the Forest Ridge Offer. Receipt and review of an email from Public works advising their support with accepting the Forest Ridge Offer. Email exchanges with S. Rappos regarding the mention of equipment owned by Tamtan in the offers. Receipt and review of an email from P. Gennis to the stakeholders outlining the procedure and timeline to have the offer approved by the court. Review of multiple email exchanges with counsel regarding finalizing a form of offer and have a conversation with counsel for the prospective purchaser.	0.90	\$395.00	\$355.50
Fri	02/07/2020	Receipt and review of an email from Rocco providing the inspection report.	0.20	\$395.00	\$79.00
Mon	02/10/2020	Receipt and review of multiple emails from D. Law containing revised offer along with blackline versions of same.	0.80	\$395.00	\$316.00
Tues	02/11/2020	Receipt and review of an email from Rocco containing the inspection report.	0.20	\$395.00	\$79.00
Thur	02/13/2020	Review of the blackline version of the agreement of purchase and sale circulated by D. Law. Receipt and review of an email from S. Rappos providing comments regarding the changed made to the agreement of purchase and sale. Conference call with S. Rappos and P. Gennis regarding same. Conference call with D. Law, D. Chochla, S. Rappos and P. Gennis regarding the Agreement of Purchase and Sale.	1.80	\$395.00	\$711.00
Fri	02/14/2020	Receipt and review of an email from Rocco providing the inspection report.	0.20	\$395.00	\$79.00

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 12 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Mukul Manchanda (MMA)					
Tues	02/18/2020	Receipt and review of email exchanges between R. Peeroo and Nader regarding picking up books and records of the company. Receipt and review of an email from S. Rappos containing comments regarding the changes proposed by D. Law to the agreement of purchase and sale. Sent an email to P. Gennis providing comments regarding same. Receipt and review of an email from P. Gennis to S. Rappos providing our comments regarding the proposed changes.	0.60	\$395.00	\$237.00
Wed	02/19/2020	Receipt and review of an email from S. Rappos containing the revised agreement of purchase and sale. Sent an email to S. Rappos asking him for a call for tomorrow. Receipt and review of email exchanges between J. Izso and P. Gennis regarding security documents of Roynat. Discussion regarding the changes proposed by the purchaser. Drafted an email to counsel regarding our comments and concerns. Receipt and review of an email from S. Rappos to D. Law outlining the Receiver's comments and concerns. Receipt and review of an email from J. Howard providing the final report on the sales process undertaken by Colliers.	1.80	\$395.00	\$711.00
Thur	02/20/2020	Receipt and review of multiple email exchanges between counsels. Telephone discussion with S. Rappos regarding the proposed changes to the agreement of purchase and sale. Agreed with the proposed changes and instructed S. Rappos to finalize the agreement if the purchaser is on board with the changes. Email exchanges regarding Nader's WEPPA claim. Review of his eligibility for WEPPA.	1.00	\$395.00	\$395.00
Fri	02/21/2020	Receipt and review of lengthy email exchanges between counsels regarding the changes made to the APS. Discussion with S. Rappos regarding same. Receipt and review of an email from J. Izso providing the payout figures.	0.20	\$395.00	\$79.00
Sun	02/23/2020	Email exchanges with S. Rappos and P. Gennis regarding the Environmental Phase II ESA Report.	0.20	\$395.00	\$79.00
Mon	02/24/2020	Receipt and review of an email from S. Rappos providing an opinion regarding the environmental indemnity. Further email exchanges regarding the additional changes made by the purchaser. Lengthy email exchanges with S. Rappos regarding the protections afforded to a Receiver under the BIA and the Receivership Order with respect to environmental liability. Telephone discussion with S. Rappos regarding same. Email exchanges regarding existing case law with respect to the Receiver's liability for environmental issues. Conference call with S. Rappos and P. Gennis to discuss the APS and strategy going forward. Review of email exchanges with D. law requesting a call to discuss the matter and the position of the purchaser.	1.50	\$395.00	\$592.50

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 13 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Mukul Manchanda (MMA)					
Tues	02/25/2020	Email exchanges with S. Rappos regarding the APS. Telephone discussion with A. Moskowitz regarding the auction and delaying same pending completion of the deal with Forest Ridge. Left a voicemail for S. Rappos to call me back to discuss the auction issue. Receipt and review of an email from D. Law containing a revised version of APS. Telephone discussion with S. Rappos regarding same. Agreed that we will waive the environmental indemnity. Instructed S. Rappos to advise D. Law of same. Receipt and review of a voicemail from D. Law advising that his client is adamant in putting the condition of the environmental inspection upon closing. Discussion regarding same with S. Rappos. Agreed that we will talk to the stakeholders and provide a deadline to Forest Ridge to firm up the offer and advise that we are not able to hold up the process any longer. Discussion with S. Marsili regarding same. Agreed to have a conference call tomorrow to discuss same. Email exchanges and telephone discussions with S. Hyde regarding the wire transfer and the fee associated with same.	2.50	\$395.00	\$987.50

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 14 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Mukul Manchanda (MMA)					
Wed	02/26/2020	Drafted a synopsis of the discussions taken place with Forest Ridge and the issues faced by the Receiver in advance of the conference call and emailed same to S. Marsili and J. Izso. Conference call with S. Marsili, J. Izso, P. Gennis and S. Rappos to discuss the current situation with the purchaser and develop a go forward strategy. Agreed that the Receiver will not take a conditional offer to court and in the event the purchaser is not willing to waive the conditions the Receiver will go back to the market and seek other offers. Instructed S. Rappos to have an off the record conversation with purchaser's counsel regarding same. Sent an email to all the stakeholders advising of the situation and the proposed go forward strategy and requested that any objections to the proposed strategy be provided right away. Multiple telephone conversations with counsel regarding the conditions underlying the offer. Conference call with J. Izso and D. Gilbert regarding the position of the receiver and the risk of the receiver in going to court with a conditional offer. Advised that the Receiver agreeable to a holdback of \$100K for any environmental concerns however requires a firm deal to be signed tomorrow for it to hold of the auction otherwise the auction will proceed and the purchaser can purchase those assets at the auction. Multiple discussions with J. Izso regarding the request from the purchaser of reps and warranties from the receiver. Advised that the receiver in no circumstances will provide any reps or warranties. Receipt and review of an email from J. Izso advising that Roynat is supportive of the proposed action outlined by the receiver. Review of an email from S. Rappos to D. Law advising if his client can satisfy himself of the environmental concerns by having his consultant attend tomorrow we may be able to preserve the deal. Receipt and review of an email from D. Law asking if his client will be permitted to post a security guard at the premises. Email exchanges with J. Izso regarding the protection afforded to the receiver through its insurance policy. Receipt and review of an email from S. Rappos forwarding an email from D. Law asking if the Receiver will agree to a \$100K holdback and waiving the environmental indemnity. Sent an email S. Rappos confirming that the Receiver will agree to those terms however the Receiver will not provide any reps or warranties. Receipt and review of an email from S. Rappos to D. Law responding to his email. Receipt and review of an email from D. Law requesting a conference call to discuss the matter. Participated in a conference call with S. Rappos, D. Law and P. Gennis. Agreed if the deal can be firm by end of day tomorrow the Receiver is prepared to accept same and go to court otherwise the Receiver will continue on with the auction process and go back to market to seek other offers for the real property. D. Law advised he will have a revised agreement for our review in the morning.	5.50	\$395.00	\$2,172.50

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 15 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Mukul Manchanda (MMA)					
Thur	02/27/2020	Receipt and review of an email from D. Law providing a further revised version of the APS including a complicated holdback provision. Sent an email to S. Rappos asking for his comments. Telephone discussion with S. Rappos regarding same. Agreed that it will be better for the receiver just to provided a reduction in the purchase price of \$100K than dealing with the complicated holdback provision. Conference call with J. Izso and S. Rappos regarding same. J. Izso advised that Roynat is onboard with the strategy. Instructed S. Rappos to advise D. Law to deduct \$100K from the purchase price and take out the holdback provisions. Receipt and review of an email from D. Law circulating a further revised version of the APS. Sent an email to D. Law advising that we are agreeable with the revised version and asked him to have his client sign same and return to our attentions. Receipt and review the signed version. Printed and prepared a fully executed copy of the APS and emailed same to D. Law. Sent an email to the stakeholders advising that a firm deal has been reached with Forest Ridge.	3.00	\$395.00	\$1,185.00
Fri	02/28/2020	Telephone discussion with J. Cadrin regarding the concessions given to Forest Ridge and the timing of the Receiver's report. Receipt and review of an email from D. Chochla regarding certain leases and tenants.	0.50	\$395.00	\$197.50
Mon	03/02/2020	Drafted report to court. Review of application record, marketing activities, bid summary and agreement of purchase and sale to assist in drafting the report. Sent an email to S. Rappos containing the draft report. Telephone discussion with J. Izso regarding the payout numbers. Sent an email to D. Law asking for the status of the deposit.	5.50	\$395.00	\$2,172.50
Tues	03/03/2020	Sent an email to S. Rappos following up regarding the report. Telephone call with S. Rappos to discuss the marshalling issue and discussion regarding same with the government. Receipt and review of the revised report from S. Rappos. Telephone discussion with S. Rappos regarding the changes proposed in the revised report and the distribution of funds to the relevant parties. Conference call with J. Izso regarding the distribution issue. J. Izso agreed that the Receiver will speak with the government regarding the marshalling issue prior to recommending a distribution. Revised the report accordingly and prepared an executed copy of same. Prepared appendices and confidential appendices to the report and emailed same to S. Rappos.	2.50	\$395.00	\$987.50
Wed	03/04/2020	Receipt and review of an email from S. Rappos to D. Chochla providing the service list. Review of email exchanges between D. Chochla and S. Rappos regarding serving the motion materials to various parties. Receipt and review of an email from S. Rappos containing the motion record returnable March 13, 2020.	0.60	\$395.00	\$237.00
Thur	03/05/2020	Sent an email to S. Rappos asking him to advise if he spoke to the government regarding the distribution issue. Email exchanges with R. Peeroo regarding request from Nadir for his outstanding wages and collection of books and records.	0.40	\$395.00	\$158.00
Tues	03/10/2020	Receipt and review of an email from S. Rappos providing his statement of account and allocation of fees between TamTan and 1308. Receipt and review of an email from S. Rappos containing his February 2020 invoice. Receipt and review of an email from S. Rappos forwarding an email from J. Cardin asking a number of questions regarding the sale of property.	0.40	\$395.00	\$158.00

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
 - File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 16 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Mukul Manchanda (MMA)					
Wed	03/11/2020	Email exchanges with S. Rappos regarding insurance cost, sprinkler repair costs and the cost of the Phase II ESA as requested by J. Cardin. Receipt and review of an email from Rocco providing invoices related to the water test. Approved same for payment. Review of an email from S. Rappos to J. Cardin providing the requested information.	0.40	\$395.00	\$158.00
Thur	03/12/2020	Email exchanges with respect to the deadline for tenants to vacate the premises. Receipt and review of an email from S. Rappos containing a draft approval and vesting order. Telephone discussion with A. Miller regarding the upcoming court hearing.	0.70	\$395.00	\$276.50
Fri	03/13/2020	Receipt and review of an email from S. Rappos containing the approval and vesting order and ancillary order. Arranged to have same posted on the website. Review of email exchanges with J. Izso regarding same. Review of email exchange between S. Rappos and S. Moussa regarding timing to close the sale transaction. Review of emails from S. Rappos to the tenants regarding vacating the premises by March 15, 2020. Receipt and review of an email from S. Rappos asking for a copy of the Receiver's invoice mentioned in the R&D. Sent an email to S. Rappos providing him with a copy of same. Review of an email from C. Burr proposing a time to discuss the distribution issue and the issue related to the position taken by CRA with respect to obtaining comfort letters.	0.90	\$395.00	\$355.50
Mon	03/16/2020	Receipt and review of an email from Rocco providing the inspection report. Review of email exchanges with counsel regarding termination of lease of Transbiz and the date to vacate the premises for Transbiz.	0.40	\$395.00	\$158.00
Tues	03/17/2020	Receipt and review of an email from F. Kanaris providing the letter from MCAP regarding an appeal filed by the owners regarding the tax assessment. Email exchanges with S. Rappos and P. Gennis regarding same.	0.30	\$395.00	\$118.50
Wed	03/18/2020	Receipt and review of email exchanges between counsels regarding the tax appeal issue.	0.30	\$395.00	\$118.50
Fri	03/20/2020	Receipt and review of a lengthy email from S. Rappos to S. Marsili regarding the distribution and marshalling issue. Receipt and review of an email containing invoices from CFIA. Review of email exchanges with Transbiz regarding vacating the premises. Conference call with P. Gennis and S. Rappos regarding same.	0.80	\$395.00	\$316.00
Sat	03/21/2020	Review of email exchanges between counsels regarding the issue with Transbiz. Review of email from S. Rappos to Transbiz advising that the premises must be vacated by March 31st.	0.30	\$395.00	\$118.50
Mon	03/23/2020	Receipt and review of an email from R. Tuzi providing the inspection report. Email exchanges with J. Izso regarding setting up a call. Participated in a conference call with J. Izso, S. Marsili, S. Rappos and P. Gennis to discuss, amongst other things, the distribution of funds once the sale of the property closes. Email exchanges with F. Kanaris regarding outstanding payments to utilities and property manager. Telephone discussion with the property manager regarding same.	1.40	\$395.00	\$553.00
Tues	03/24/2020	Telephone discussion with the utility companies regarding payment of outstanding invoices.	0.30	\$395.00	\$118.50

Filters Used:

- Time Entry Date: 1/01/20 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 17 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Mukul Manchanda (MMA)					
Mon	03/30/2020	Receipt and review of an email from R. Tuzi providing the inspection report. Review of email exchanges with S. Rappos regarding request from the purchaser for inspection of the property. Review of email exchanges with the tenant regarding vacating the premises and leaving it in broom swept condition. Receipt and review of an email from S. Rappos to J. Shevchuk containing the completed Expedited Board Directions Form. Email exchanges with realtor regarding attendance at the premises tomorrow.	0.90	\$395.00	\$355.50
Tues	03/31/2020	Receipt and review of an email from S. Rappos asking for the interim tax bill. Receipt and review of an email from S. Rappos to the tenant reminding that the office should be vacated today and left in broom swept condition. Receipt and review of an email containing the interim bill. Receipt and review of closing documents. Multiple telephone discussions with P. Gennis and S. Rappos regarding same. Review of multiple email exchanges with realtor regarding inspection of the property. Receipt and review of an email from R. Tuzi providing pictures of the trailers left on the premises and providing pictures of the vacant office. Multiple telephone discussions with R. Tuzi regarding same. Receipt and review of an email exchange between counsels requesting that the Receiver change the locks of the premises. Arranged to have the locks changed. Email exchanges with S. Rappos and P. Gennis regarding interest accrued on the deposit provided by the purchaser. Receipt and review of an email from J. Izso regarding closing of the property.	3.00	\$395.00	\$1,185.00
Wed	04/01/2020	Telephone discussions with various parties regarding the trailers left at the premises and the removal of same. Email exchanges with counsel regarding same. Email exchanges with the purchaser and realtor regarding arranging for inspection. Review of email exchanges regarding the tenant's claim for purported repairs undertaken by the tenant prior to the receivership. Email exchanges and conference calls with S. Rappos and P. Gennis regarding cost associated with removal of trailers and whether the purchaser will be willing to split same with the receiver. Receipt and review of an email from A> Moskowitz providing inspection report and pictures of trailers and an estimate of cost associated with removal of same. Receipt and review of an email from S. Rappos to S. Malik responding to his email regarding the purported repairs and claim regarding same. Receipt and review of an email from F. Kanaris advising that the owner of three of the truck and three trailers will make arrangements to remove them from the premises. Telephone discussion and review of email from R. Tuzi regarding the trailers. Receipt and review of final closing documents. Email exchanges and telephone discussions with S. Rappos and P. Gennis regarding obtaining a joint election for HST. Email exchanges with Fasken and Chaitaons regarding the joint election. Review of the Excise Tax Act and other materials to determine if the joint election is necessary in the current situation. Receipt and review of an email from E. Marshall providing the VIN history report of the trailers. Receipt and review of the signed closing documents. Email exchanges with banking department to determine the interest earned on the deposit.	3.20	\$395.00	\$1,264.00

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 18 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Mukul Manchanda (MMA)					
Thur	04/02/2020	Receipt and review of an email from S. Rappos to D. Law providing the executed closing documents to be held in escrow pending receipt of funds. Receipt and review of the Receiver's certificate and statutory declaration. Review of email from F. Kanari advising that Eas may take all of the trailers. Receipt and review of an email from Inga providing the interest earned on the account. Calculated the interest associated with the deposit and emailed same to P. Gennis. Receipt and review of an email from E. Marshall providing VIN history for another trailer. Various email exchanges regarding ownership of trailers. Receipt and review of an email from S. Rappos to D. Law attaching a joint election form. Receipt and review of an email from D. Law regarding the joint election. Review of further email exchanges between D. Law and S. Rappos regarding same. Participated in a conference call with S. Han, D. Law, S. Rappos and P. Gennis regarding the HST issue. Receipt and review of an email from S. Han providing the relevant section of the Excise Tax Act. Receipt and review of the validity of the HST number of the purchaser. Receipt and review of email exchanges between S. Rappos and Mearthys regarding the HST issue. Receipt and review of email exchanges between N. Desy and S. Rappos providing him with the APS and explaining the HST issue. Telephone discussion with N. Desy answered his queries regarding the HST issue and agreed with the proposed response. Receipt and review of an email from N. Desy providing an opinion regarding the joint election. Receipt and review of an email from D. Law providing extension for closing the deal. Email exchanges with respect to the appropriateness of the Bill of Sale. Review of email exchanges between D. Law and S. Rappos regarding the removal of the trailers and the cost associated with same.	3.60	\$395.00	\$1,422.00
Fri	04/03/2020	Review of email exchanges regarding insurance coverage post closing for removal of trailers. Review of email exchanges with D. law regarding insurance coverage and removal of trailers. Participated in conference call with S. Rappos and P. Gennis regarding the cost of removal. Agreed that the Receiver will provide a reduction of \$25K in the purchase price in order to close the deal. Receipt and review of the signed undertaking regarding payment of realty taxes. Receipt and review of an email from P. Gennis advising that Roynat is onboard with our strategy regarding removal of trailers. Receipt and review of an email from S. Rappos to D. Law containing the statement of adjustment. Recalculated the interest and emailed same to P. Gennis. Review of email exchanges with EAS regarding removal of trailers and proof of ownership of same.	1.50	\$395.00	\$592.50
Mon	04/06/2020	Receipt and review of an email from S. Rappos providing an original and revised statement of adjustment and advising of the amount that will be transferred to the receiver. Receipt and review of an email from Inga asking for the interest allocation with respect to the \$1 million dollar deposit. Sent an email to Inga providing her with the requested information. Receipt and review of an email from S. Rappos containing his accounts and allocation.	0.50	\$395.00	\$197.50
Tues	04/07/2020	Receipt and review of an email from N. Lezon providing the insurance cancellation documents and the information with respect to the premium refund. Receipt and review of an email from L. Christodoulou with respect to wiring the funds to the Receiver's account.	0.30	\$395.00	\$118.50

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 19 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Mukul Manchanda (MMA)					
Wed	04/08/2020	Email exchanges with A. Miller with respect to the Fintrac requirement and the form that is required to be filled out. Received, reviewed and approved multiple payables. Receipt and review of the McCarthy retainer letter.	0.50	\$395.00	\$197.50
Tues	04/14/2020	Telephone discussion with R. Tuzi regarding outstanding invoices. Email exchanges with F. Kanaris and I. Friptuleac regarding payment of outstanding invoices. Review and approve the interim report of the Receiver. Receipt and review of an email from A. Miller requesting court documents with respect to the receivership and approval of the APS. Sent an email to A. Miller providing him the requested information.	0.70	\$395.00	\$276.50
Fri	04/17/2020	Receipt and review of email exchanges between S. Rappos and G. Dingwall regarding G. Dingwall's claim for outstanding amounts and the mechanism to file a proof of claim.	0.30	\$395.00	\$118.50
Mon	04/20/2020	Receipt and review of an email from G. Dingwall regarding the issue surrounding the Crown's claim pursuant to a restraint order. Receipt and review of an email from S. Rappos to G. Dingwall responding to his query. Receipt and review of an email from S. Rappos regarding the distribution of the funds and obtaining an order regarding same. Telephone discussion with P. Gennis regarding the claim of the Crown and how to best deal with it. Receipt and review of an email from P. Gennis to S. Rappos regarding a recommended go forward strategy. Receipt and review of an email from S. Rappos regarding the security opinion and marshalling issue.	0.50	\$395.00	\$197.50
Mon	04/27/2020	Receipt, review and approve Receiver's interim report.	0.20	\$395.00	\$79.00
Wed	04/29/2020	Receipt and review of an email from J. Izso regarding a distribution motion.	0.10	\$395.00	\$39.50
Fri	05/01/2020	Receipt and review of an email from S. Rappos containing a draft letter to the Commercial List for a motion to approve distribution to Roynat and an order allowing the Receiver to Bankrupt the companies.	0.30	\$395.00	\$118.50
Tues	05/12/2020	Receipt and review of an email from S. Rappos to J. Cadrin and group regarding, amongst other things, the security position of the crown in the matter.	0.20	\$395.00	\$79.00
Fri	05/15/2020	Receipt and review of an email from J. Cadrin regarding the issue of priority of crown under the restraint order. Receipt and review of an email from S. Rappos responding to J. Cadrin.	0.40	\$395.00	\$158.00
Tues	05/26/2020	Review of email exchanges with J. Izso regarding the distribution motion.	0.20	\$395.00	\$79.00
Fri	07/10/2020	Review and provide comments regarding the third report of the receiver.	1.00	\$395.00	\$395.00
Mukul Manchanda (MMA)			109.80		\$42,419.00

Philip H. Gennis (PGE)

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Philip H. Gennis (PGE)					
Tues	10/15/2019	All matters prior to appointment not previously posted (August 27th to and including October 15th), including: responding to request by Roynat for conflict check; clearing conflicts; email exchanges with Vanja Ginic at Blakes (Counsel for Roynat) regarding timeline for receivership application; drive-by inspection of property located at 1405 Morningside Drive, Toronto; email to Vanja Ginic confirming observations after drive-by site inspection; email exchange with Jeremy Iszo regarding prospective purchaser currently dealing with Owner and supposedly to be resolved by September 9th and advising that Blakes would continue to draft materials notwithstanding given history of dealings with this purchaser; email from Jeremy Iszo enclosing correspondence from Counsel for prospective Purchaser to Counsel for Owner; review of letters attached to email; email exchange with Roynat regarding status of motion materials; email exchange with Chris Burr at Blakes regarding timeline for finalization of materials; email exchange with Chris Burr in an effort to set up conference call with all Counsel and Silvio Marsili and Jeremy Iszo at Roynat; conference call (September 25th) with Chris Burr, Silvio Marsili and Jeremy Iszo regarding receivership application; email to Sam Rappos at Chaitons requesting clearance of conflicts in advance of retainer as Counsel for Receiver; email exchange with Chaitons regarding their ability to act; review of draft Affidavit in support of Motion and draft receivership order; further conference call with Chris Burr and Sam Rappos regarding impending receivership application and content of both Affidavit and Draft Order; receipt and review of revised Affidavit and Receivership Order; receipt and review of further revised Affidavit and Draft Order; receipt and review of email confirming service of motion materials; receipt, review, execution and transmittal of Consent to Act as Receiver; receipt and review of complete motion record; receipt and review of email from Counsel for Receiver to Counsel for Roynat regarding Receiver's charge over assets; receipt and review of email from Counsel for Receiver to DPW regarding Receiver's charge over assets and requesting signed consent to such charge; receipt and review of Factum filed on behalf of Roynat; receipt and review of response from DPW regarding Receiver's Charge which appeared to claim priority over Roynat for costs and confirming judicial authority for such position; receipt and review of email from Counsel for Receiver to DPW requesting judicial precedent for position apparently being adopted by federal government; review of restraint order and its application to position being taken by DPW regarding costs; receipt and review of email from Counsel for Roynat to Counsel for Receiver proposing alternative to Receiver's charge and suggesting that Roynat would have to cover the costs of the receivership; receipt and review of further email from DPW regarding cost issue and confirming consultation with Commercial Law Group of DOJ; receipt and review of endorsement of Justice McEwen dated October 10th adjourning motion to October 16th; receipt and review of email from Counsel for Debtor to Counsel for Roynat and Counsel for Receiver requesting adjournment until the end of October to allow Debtor to seek financing sufficient to discharge liability to creditors; receipt and review of responding email to request for adjournment to end of October which email confirmed that Roynat would not entertain such adjournment; numerous other matters not specifically delineated herein.	4.50	\$525.00	\$2,362.50

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 21 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Philip H. Gennis (PGE)					
Wed	10/16/2019	Receipt and review of endorsement and Receivership Order granted by HHJ McEwen; email exchange with Counsel for Receiver, Counsel for Roynat and representatives of DPW; email exchange with Roynat regarding set up of Receiver's borrowing line; email exchange with Louie Sopov Counsel for Debtors; email exchange with Counsel for Receiver regarding registration of Receiver's interest on title to ZMorningside property.	0.75	\$525.00	\$393.75
Thur	10/17/2019	Email exchange with Counsel for Roynat regarding Receiver's taking of possession; email exchange with Sam Rappos regarding the issue of costs previously raised by DPW.	0.50	\$525.00	\$262.50
Mon	10/21/2019	Receipt and return of voice mail messages to broker enquiries (CBREx2; Colliers; Cushman & Wakefield) regarding Morningside property; receipt and review of emails from enquiring real estate brokers; receipt and review of email from Counsel for Receiver enclosing email from Purchasers's Counsel Dylan Cochla prior APS dated July 9th; receipt and review of email from Sam Rappos enclosing Receipted Application to Register Order on Title to Morningside Drive property; email exchange and teleconference with Counsel for Receiver (Sam Rappos-Chaitons with respect to sales process and legal issues relating to getting vacant possession of property through termination of existing verbal tenancies;	2.00	\$525.00	\$1,050.00
Tues	10/22/2019	Email to Jeremy Izso regarding appraisers; email exchange with potential purchaser of property; email to Sam Rappos regarding tenancies and challenges in getting vacant possession.	0.50	\$525.00	\$262.50
Wed	10/23/2019	Receipt and review of email from Jeremy Izso of Roynat regarding appraisals of both equipment and real property; email to Rob Purdy of Colliers requesting an appraisal of the real property; email to Dino Bottero of DBottero Associates requesting an appraisal of the real property;	0.50	\$525.00	\$262.50
Fri	10/25/2019	Receipt and review of auction proposals from Colliers and Bottero & Associates; telephone discussion with Oksana at Dino Bottero's office regarding proposal; telephone and email request for appraisal quote from Cushman & Wakefield; brief telephone discussion with Jeremy Izso at Roynat regarding appraisals; request additional appraisal proposal from Cushman & Wakefield; telephone discussions with all three appraisers; email to Roynat and DPW outlining appraisal quotes received and recommending acceptance of the two lowest; Receipt and review of email from Sam Rappos enclosing correspondence to current tenants at Morning side property.	1.25	\$525.00	\$656.25
Mon	10/28/2019	Receipt of revised appraisal proposal from Cushman & Wakefield; email exchange with DPW regarding approval of recommended course of action relative to appraisals and appraisers selected by Receiver; receipt and review of prior appraisal from early 2019; email to prior appraiser requesting quote for update on prior appraisal; receipt and review of email from insurer requesting consent to termination of policy; email to Counsel for Receiver to respond to existing insurer.	1.00	\$525.00	\$525.00
Tues	10/29/2019	Receive and review appraisal engagement letter from York Simcoe appraisals; email exchange with Cushman & Wakefield regarding its engagement as appraiser; email exchange with parties at DPW regarding appraisal quotes and recommendation as to which firms to use; receipt and review of email exchange with Counsel regarding insurance on building.	1.50	\$525.00	\$787.50

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 22 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Philip H. Gennis (PGE)					
Wed	10/30/2019	Email exchanges with stakeholders regarding appraisals; receipt and review of appraisal engagement letters; execution of appraisal engagement letters and transmittal to appraisers; email to stakeholders regarding need for a Phase I environmental report on the property;	1.00	\$525.00	\$525.00
Thur	10/31/2019	Individual telephone discussion with appraisers;	1.30	\$525.00	\$682.50
Fri	11/01/2019	Emails with insurance brokers and FCA regarding insurance for building; email to Receiver's Counsel, Sam Rappos relating to the evolving insurance issue; internal email exchanges with MM regarding insurance coverage; telephone discussion with Rob Purdy of Colliers regarding appraisal engagement; email exchange with Bob Richardson regarding obtaining alternative coverage; email exchange with FCA regarding quote for insurance on real property; telephone discussion with Dan Lawrie Insurance regarding possible alternative insurer;	1.30	\$525.00	\$682.50
Mon	11/04/2019	Email from Chad Brownless of Dan Lawrie Insurance regarding alternative insurance on real property; forwarding copy of Receivership Order; email from appraiser regarding Conditional APS on the real property registered with OREA; email exchange with property manager regarding broken catch basin lid which is posing a danger on the property site.	0.50	\$525.00	\$262.50
Wed	11/06/2019	Telephone discussion with prospective purchaser; receipt and review of email from said Purchaser; receipt and response to email from Trafalgar Environmental; re	0.50	\$525.00	\$262.50
Thur	11/07/2019	Telephone discussion with Silvio Marsili regarding real estate broker enquiry; receipt and review of email forwarded by Silvio Marsili; email exchange with insurance broker regarding alternative coverage for building; email exchange with real estate broker regarding real estate; finalizing insurance coverage; telephone discussions with appraisers; receipt and review of second quote for insurance on real property.	0.50	\$525.00	\$262.50
Mon	11/11/2019	Receipt and response to email from proposed alternative insurance broker regarding insurance coverage on real property	0.20	\$525.00	\$105.00
Tues	11/12/2019	Review of impending costs in support of borrowing request; receipt and review of first draft appraisal from York Simcoe Appraisal Corp; telephone discussion with second appraiser requesting ETD for its appraisal.	1.25	\$525.00	\$656.25
Wed	11/13/2019	Email exchange with Jeremy Izso at Roynat and DPW personnel providing an update on the timing for the listing of the real property for sale; receipt and review of initial draft of Colliers Appraisal; email exchange with Counsel regarding action to be taken relative to tenants; review of summary in support of Receiver's Request for Funding.	1.50	\$525.00	\$787.50
Thur	11/14/2019	Processing invoices for appraisals; telephone discussion with brokers.	0.75	\$525.00	\$393.75
Fri	11/15/2019	Email exchange between Counsel for Receiver and Counsel for Previous Prospective Purchaser regarding return of deposit; review and execution of OREA Mutual Release thus facilitating refund of deposit previously paid; review of title abstract; receipt and review of draft letters from Receiver's Counsel to tenants in occupation of parts of the real property; preparation and transmittal of NDA to brokers selected for submission of Listing Proposals; email exchange regarding the existence of Phase 1 and 2 Environmental reports and the availability of same;	1.50	\$525.00	\$787.50

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
 - File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 23 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Philip H. Gennis (PGE)					
Mon	11/18/2019	Review report into outstanding work orders and open permits; telephone discussions with prospective real estate brokers; preliminary drafting of Schedule to Listing Agreement and Receiver's form of Offer.	1.75	\$525.00	\$918.75
Tues	11/19/2019	Forward cheques to Appraisers with request for final version of appraisals; corresponding with prospective realtors enclosing appraisals and requesting listing proposals; email to Counsel for former purchaser with respect to existence of Phase 1 and 2 Environmental Reports;	1.20	\$525.00	\$630.00
Tues	11/19/2019	Email exchange with Counsel for previous purchaser regarding Phase 1 and 2 Reports.	0.20	\$525.00	\$105.00
Wed	11/20/2019	Email exchanges with prospective listing brokers; email exchange with Counsel for previous purchaser regarding Phase 1 and 2 Reports; email exchange with Counsel enquiring as to potential for opposition to sale approval motion.	0.50	\$525.00	\$262.50
Wed	11/20/2019	Receipt and review of emails from Counsel for previous purchaser regarding acquiring Phase 1 and 2 Environmental Reports.	0.20	\$525.00	\$105.00
Thur	11/21/2019	Review final appraisals; telephone discussions with prospective listing brokers;	1.25	\$525.00	\$656.25
Fri	11/22/2019	Email exchange with Jeremy Izso at Roynat regarding Receiver's Borrowing Certificate; execution and transmittal of Certificate; email from Roynat regarding revised timetable for listing of property.	0.50	\$525.00	\$262.50
Mon	11/25/2019	Telephone discussions with prospective listing brokers for real estate; email exchange with Jeremy Izso regarding appraisals telephone discussion with Jeremy Izso regarding appraisals and timeline for a sales process; receipt and review of email from Counsel for Receiver regarding tenancy of Reliable Consultants Inc.	1.25	\$525.00	\$656.25
Tues	11/26/2019	Review of NDAs to be executed by Roynat and DPW; receipt and response to emails from Cushman and Wakefield regarding its desire to submit proposal.	0.75	\$525.00	\$393.75
Wed	11/27/2019	Receipt and review of four Listing Proposals for the sale of 1405 Morningside Avenue, Toronto. Proposals received from Colliers International; CBRE, Avison Young and Cushman & Wakefield; preparation of comparative analysis of each of the four Listing Proposals; review of appraisals in light of the listing proposals received.	2.00	\$525.00	\$1,050.00
Thur	11/28/2019	Telephone discussion with Silvio Marsili and Jeremy Izso regarding listing of property asnd proposed successful broker; left voicemail for government representative; review of City of Toronto outstanding permits and work orders; review of insurance certificate from Economical Mutual Insurance; detailed review of plans obtained from City of Toronto relating to open permits; arranging for attendance by city officials to ascertain the extent of the work to be done.	2.00	\$525.00	\$1,050.00
Fri	11/29/2019	Email exchanges with Counsel for Receiver regarding proposed APS and schedule to Listing Agreement.	0.50	\$525.00	\$262.50
Mon	12/02/2019	Email exchange and telephone discussion with Insurance Broker seeking to extend Economical Mutual Policy beyond December 31, 2019; email and telephone discussion with 2nd broker regarding replacement insurance to be effective December 31st; email exchange with Counsel regarding APS.	0.75	\$525.00	\$393.75
Tues	12/03/2019	Email exchange with Insurance Broker; review of insurance quotes.	0.50	\$525.00	\$262.50

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 24 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Philip H. Gennis (PGE)					
Tues	12/03/2019	Email exchange with insurance broker regarding replacement insurance; telephone discussion with existing broker regarding replacement insurance and her attempts to have existing insurer continue to provide cover into 2020; review of insurance quotes; telephone discussion with Jeremy Izso regarding timing of listing of property; further email exchange with Counsel with respect to Receiver's Form of Offer; numerous emails from potential listing brokers seeking update on listing; email to stakeholders regarding listing and issues relating to open permits with the City of Toronto.	1.50	\$525.00	\$787.50
Wed	12/04/2019	Dealing with City of Toronto as regards the open permits; receipt and review of revisions to draft Receiver's Form of Offer and response to Counsel thereon,	1.50	\$525.00	\$787.50
Thur	12/05/2019	Review of insurance quotes; email exchanges with insurance brokers; telephone discussion with Jean Cadrin of DPW; responding to emails from brokers who had submitted Listing Proposals; preparation of Schedule "A" to Listing; telephone discussion with Anthony Miller of Colliers confirming his success at securing listing.	1.25	\$525.00	\$656.25
Fri	12/06/2019	Final Review of First Report to Court seeking termination of leasehold interests; email exchange with stakeholders with respect to insurance quotations	0.50	\$525.00	\$262.50
Mon	12/09/2019	Email exchange with insurance broker regarding quotes for replacement insurance provided; Email exchange with Counsel for prior prospective Purchaser regarding cost of acquiring environmental reports; telephone discussion with Jeremy Izso at Roynat	0.75	\$525.00	\$393.75
Tues	12/10/2019	Email exchange with Roynat regarding Listing Agreement going live; email exchange with Counsel for prior prospective purchaser finalizing Receiver's acquisition of Phase 1 and 2 Reports; and Letters of Reliance; review of Receiver's Counsel's revisions to Receiver's standard form of Offer; receipt, review and execution of Listing Agreement after requested amendments made; review of Motion Record for motion returnable December 17th; email exchange with Roynat regarding ownership of on-site boilers	1.50	\$525.00	\$787.50
Wed	12/11/2019	Email to stakeholders confirming the fact that the Listing Agreement was now live on the MLS; email exchange and telephone discussion with Receiver's Counsel with respect to purported tenancy of Transbiz; receipt and review of lengthy email from owner of Transbiz confirming the Receiver's position regarding termination of lease and payment of rental arrears review of documents provided by Transbiz including lease from EZ Foods to Transbiz;	1.50	\$525.00	\$787.50
Fri	12/13/2019	Review purported lease between EZ Foods and Transbiz;	1.50	\$525.00	\$787.50

Filters Used:

- Time Entry Date: 1/01/20 to 7/10/20
 - File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 25 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Philip H. Gennis (PGE)					
Mon	12/16/2019	Telephone discussion with Jeremy Iszo at Roynat regarding active listing; telephone discussion with Listing Agent outlining issues around equipment within building and outstanding building permits on file with the City of Toronto and requesting contact info for private building condition specialist so as to enable a complete assessment of outstanding work to be done on current permits and the cost to do so; email exchange with Sam Rappos regarding tenant concerns in the building; receipt and review of emails regarding occupation of premises by Transbiz and email to Transbiz requesting payment of rent for November and December as well as evidence of payment of rent for January through October 2019; email exchange with Counsel in regards to tenancy concerns and the need for vacant possession on closing; email exchange with listing broker regarding showings; email exchange with Dylan Chocla of Faskens regarding obtaining environmental reports; finalizing insurance for building (execution of application and related documents ensuring that replacement coverage is in place effective December 31, 2019; review of detailed work permits and plans applicable thereto.	4.00	\$525.00	\$2,100.00
Tues	12/17/2019	Attendance before HHJ Conway on motion to terminate leases; email exchange with insurance broker to finalize property insurance; coordinate vacancy inspections in order to comply with property insurance requirements; lengthy email exchange with tenant regarding payment of rental arrears and confirming advice regarding outside date for occupation; execution and transmittal of insurance documents; receipt and review of email exchange with Building Inspector regarding open permits with City of Toronto.	1.75	\$525.00	\$918.75
Wed	12/18/2019	Email from listing broker outlining showings and prospective purchasers; telephone discussion with listing agent; lengthy telephone discussion with prospective purchaser; review of email exchange with building condition consultant regarding his proposed dealing with open permits; telephone discussion with City of Toronto Building and Zoning Department to better clarify protocol for dealing with open permits; receipt of rental arrears from Transbiz including payment to December 31, 2019; receipt and review of email from Counsel for Receiver enclosing a copy of a Detention Order with respect to certain books and records purportedly located on-site at 1405 Morningside Avenue.	2.00	\$525.00	\$1,050.00
Thur	12/19/2019	Review of lease documents provided by Transbiz.	0.50	\$525.00	\$262.50
Thur	12/19/2019	Review and approve payables.	0.50	\$525.00	\$262.50
Fri	12/20/2019	Dealing with heating issues at the premises; site visit with property manager.	1.50	\$525.00	\$787.50
Mon	12/23/2019	Receipt and response to enquiries from prospective purchasers of Morningside Avenue property; referral of enquiries from Insolvency Insider to listing broker; email exchange and telephone discussion with Listing broker;	0.75	\$525.00	\$393.75
Tues	12/24/2019	Email exchange with Anthony Miller at Colliers; lengthy telephone discussion with Anthony Miller; email exchanges with prospective purchasers responding to advertisement in Insolvency Insider; re-draft advertisement in Insolvency Insider directing enquiries to Anthony Miller rather than Receiver.	1.00	\$525.00	\$525.00
Mon	12/30/2019	Email exchange with Transbiz.	0.25	\$525.00	\$131.25
Thur	01/02/2020	Email exchange and telephone discussion with Anthony Miller at Colliers; review of funding requirements; email exchange with Roynat with respect to funding requirements; preparation, execution and transmittal of borrowing certificates.	1.00	\$525.00	\$525.00

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 26 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Philip H. Gennis (PGE)					
Fri	01/03/2020	Receipt and review of Colliers Listing Summary; transmittal of summary to stakeholders.	0.50	\$525.00	\$262.50
Mon	01/06/2020	Email exchange with Counsel regarding second floor tenant; email exchange with Anthony Miller regarding protocol with respect to offers from prospective purchasers which wish to include acquisition of equipment;	0.50	\$525.00	\$262.50
Wed	01/08/2020	Meeting regarding results of building inspection and results of comparison to plans submitted to City of Toronto by TamTan Inc. and telephone discussion with Jeremy Izso at Roynat in this regard; telephone discussion with Anthony Miller; review and approve payables; email exchange with Anthony Miller and with prospective purchaser; email exchange with Counsel for Receiver regarding protocol for a sale of both building and equipment to one purchaser;	0.75	\$525.00	\$393.75
Fri	01/10/2020	Email exchange with Anthony Miller regarding interest in building and request for Environmental Reports.	0.20	\$525.00	\$105.00
Mon	01/13/2020	EDmail to Anthony Miller enclosing Phase 2 Environmental.	0.25	\$525.00	\$131.25
Tues	01/14/2020	Email exchange with Lisating Broker enclosing email from prospective purchaser; telephone discussion with Broker.	0.20	\$525.00	\$105.00
Wed	01/15/2020	Receipt and review of email from Sam Rappos enclosing correspondence with attachments from Counsel for Reliable Consultants, a purported tenant at the Morningside Avenue premises; email to Receiver's Counsel regarding motion adjourned to December 21st.	0.50	\$525.00	\$262.50
Thur	01/16/2020	Receipt and review of insurance policy.	0.20	\$525.00	\$105.00
Fri	01/17/2020	Email exchange with Contractor regarding issues surrounding open building permits from City of Toronto; provision of copies of open permits to contractor so as to enable estimates to be completed; receipt and review of quote for heaters to protect the building against the freezing of pipes; telephone discussion and email exchange with property manager regarding additional site checks in light of delays in installing heaters and the onset of below freezing temperatures.	1.00	\$525.00	\$525.00
Sun	01/19/2020	Emails from property manager confirming site visits on January 18th and 19th to ensure that pipes were still operational; email exchange with Receiver's Counsel confirming resolution of issues with tenants in anticipation of motion return date of December 21st;	0.50	\$525.00	\$262.50
Mon	01/20/2020	Email exchange with property manager regarding delays in completion of snow removal at Morningside property; email exchange with Roynat regarding status of marketing and querie regarding disclosure to purchasers of contractor's estimates; telephone discussion with Jeremy Izso of Roynat in this regard;	0.50	\$525.00	\$262.50
Tues	01/21/2020	Email exchange with insurance broker; receipt and review of insurance policy; email exchange with contractor regarding outstanding issues relative to open permits and the requirements to complete same and obtain approval from the City of Toronto; telephone discussion with contractor.	1.00	\$525.00	\$525.00
Wed	01/22/2020	Receipt and review of Listing Report from Colliers; forwarding Listing Report to stakeholders	0.50	\$525.00	\$262.50
Fri	01/24/2020	Email exchange with Building Contractor regarding estimates dealing with outstanding building permits at Morningside Property.	0.50	\$525.00	\$262.50

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
 - File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 27 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Philip H. Gennis (PGE)					
Mon	01/27/2020	Email from Anthony Miller from Colliers regarding approaching deadline for receipt of offers; email exchange with property manager confirming site visits and issues with snow removal contractor; further discussions with listing broker; lengthy discussion with building contractor regarding remedial work relative to open building permits with the City of Toronto.	1.00	\$525.00	\$525.00
Tues	01/28/2020	Email exchange with Roynat regarding Title Insurance with respect to Morningside property.	0.25	\$525.00	\$131.25
Thur	01/30/2020	Email exchange with property manager with regards to on-going vacancy inspections and resolution of heat issue.	0.25	\$525.00	\$131.25
Fri	01/31/2020	Telephone discussion with Listing Broker regarding offers received and to be received; email from Broker with brief summary of offering prices; brief email to Roynat outlining offer summary.	0.75	\$525.00	\$393.75
Mon	02/03/2020	Detailed review of Offers received for purchase of the building; lengthy telephone discussions with listing broker; telephone discussions with Counsel for two highest bidders regarding re-submission of highest and best offers; email communication with Listing Broker outlining requirements of Receiver relative to the two highest bidders; receipt and review of email from property manager relative to vacancy checks;	2.50	\$525.00	\$1,312.50
Tues	02/04/2020	On-going discussions with Listing Broker with respect to terms of offers submitted by two highest bidders; email exchange with Jeremy Izso regarding Title Insurance Claim; provision of cost estimate from Scott Cowie relative to remediation of work done under open permits.; email exchanges with listing brokers; On-going review of two highest value offers.	2.00	\$525.00	\$1,050.00
Wed	02/05/2020	On-going negotiations with listing broker and top purchasers; numerous emails back and forth in an effort to increase the purchase price; detailed analysis of top two offers; receiving confirmation that second place purchasers would not waive his conditions; telephone discussion with Counsel for prospective purchaser; telephone discussion with Receiver's Counsel regarding blacklined version of offer from leading offeror; further detailed review of revisions to leading offer; preparation of offer analysis for stakeholders; email to lead offer outlining protocol for acquisition of both equipment and real property; email exchange with Roynat regarding Title Insurance enquiry; email exchange with property manager regarding site inspections; review of email exchange between Counsel for Receiver and unsecured creditor regarding claims process;	4.00	\$525.00	\$2,100.00

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 28 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Philip H. Gennis (PGE)					
Thur	02/06/2020	Finalize analysis of offers received and forwarding same to Roynat for a preliminary review; lengthy email exchange with Counsel for Forest Ridge regarding finalizing APS for property; email exchange with Counsel for Receiver regarding finalizing APS with Forest Ridge; receipt and review of authorization from Counsel for Forest Ridge to seek a further review of Fire Department files; execution and transmittal of Fire Department Authorization to Counsel for Forest Ridge; email to stakeholders outlining the protocol going from our motion for court approval to closing of the approved sale transaction; review of black-line APS from Forest Ridge so as to permit comparison with Receiver's Standard form of offer; email exchange with Sam Rappos, Counsel for Receiver regarding finalizing APS; telephone discussion with Jean Cadrin of DPW in Montreal regarding decision to work with Forest Ridge Offer and coordinate simultaneous acquisition of equipment from Platinum Assets; receipt and review of email from Jean Cadrin confirming support for Forest Ridge Offer to purchase real property; email exchange with all Counsel involved regarding March 10, 2020 motion return date;	2.50	\$525.00	\$1,312.50
Fri	02/07/2020	Email exchange with Counsel for Receiver and Roynat regarding need for stakeholder attendance at sale approval motion; email from property manager confirming site attendances; receipt and review of correspondence from City of Toronto regarding backwater displacement test requirements;	0.50	\$525.00	\$262.50
Mon	02/10/2020	Email exchange with Counsel and Roynat regarding date for sale approval motion; email exchange with Receiver's Counsel regarding communication with Counsel for Purchaser; receipt and review of Purchaser's black-line APS;	1.00	\$525.00	\$525.00
Tues	02/11/2020	Email from property manager confirming site visit;	0.20	\$525.00	\$105.00
Thur	02/13/2020	Receipt and review of email from Sam Rappos outlining comments with respect to revised APS submitted by Counsel for Purchaser; Telephone discussion with Sam Rappos regarding APS revisions; conference call with Receiver's Counsel and Counsel for Purchaser regarding proposed revisions to APS.	1.00	\$525.00	\$525.00
Fri	02/14/2020	Review of draft APS from Counsel for Purchaser	0.75	\$525.00	\$393.75
Mon	02/17/2020	Email exchange with Listing Broker requesting full marketing report with respect to the real property; drafting of Receiver's Second Report to Court; email to Sam Rappos requesting opinion on validity of Roynat security; email to Jeremy Izso at Roynat requesting payout statements for loans to both TamTan and to 1308 as well as loans made to the Receiver under borrowing certificates.	4.00	\$525.00	\$2,100.00
Tues	02/18/2020	Revisions to Second Report to Court; receipt and review of newest version of APS from Forest Ridge; receipt and review of comments from Counsel regarding most recent draft of offer from Forest Ridge; email to Counsel; internal review of proposed changes to APS by Purchaser's Counsel; email to Receiver's Counsel commenting on proposed changes to APS by the Purchaser.	2.00	\$525.00	\$1,050.00
Wed	02/19/2020	Receipt and review of email exchange between Counsel for Receiver and Counsel for Purchaser; telephone discussion with Counsel for Purchaser; Receipt and review of Sales and Marketing Summary from Colliers regarding property at 1405 Morningside Avenue, Toronto; receipt and review of draft revisions to APS from Counsel for Receiver and email transmitting same to Counsel for Purchaser.	0.75	\$525.00	\$393.75

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
 - File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 29 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Philip H. Gennis (PGE)					
Fri	02/21/2020	Receipt and review of email from Receiver's Counsel to Counsel for Purchaser outlining proposed revision to environmental indemnity and provision regarding property tax adjustments; receipt of email from Roynat enclosing mortgage payout statement requested by Receiver for purposes of second report to court; receipt a	0.50	\$525.00	\$262.50
Sun	02/23/2020	Email exchange with Counsel for Receiver in response to an email request for a copy of the Phase 2 Environmental Report with respect to 1405 Morningside Avenue.	0.20	\$525.00	\$105.00
Mon	02/24/2020	Email exchange with Receiver's Counsel regarding opinion on the risk relative to the environmental issue in the APS and the definition of gross Negligence and Wilful mis-conduct as used in the BIA regarding the environmental protection afforded a Receiver; conference call with Receiver's Counsel and Counsel for Purchaser.	0.75	\$525.00	\$393.75
Tues	02/25/2020	Receipt and review of further revisions to APS by Counsel for Purchaser; review of voicemail from Counsel for Purchaser left with Receiver's Counsel; telephone discussion with Counsel for Receiver; brief meeting with Silvio Marsili regarding challenges with position being taken by Counsel for Purchaser; email to Receiver's Counsel advising of discussion with Roynat and advising of a conference call to be scheduled for Wednesday.	0.75	\$525.00	\$393.75
Wed	02/26/2020	Email exchange with Roynat in advance of conference call; review of email memo to Roynat in advance of conference call	0.50	\$525.00	\$262.50
Tues	03/03/2020	Review Revised Receiver's Report to Court; email to Counsel and subsequent telephone discussion with Counsel regarding issues surrounding distribution orders and position being taken by CRA and the Courts.	0.75	\$525.00	\$393.75
Wed	03/04/2020	Review of Motion Record filed by Counsel for Receiver.	0.25	\$525.00	\$131.25
Wed	03/11/2020	Receipt and review of email from DPW requesting clarification of matters disclosed on Interim SRD and other matters in Receiver's Report to Court; drafting of response to enquiries and transmittal of same to Receiver's Counsel.	0.50	\$525.00	\$262.50
Thur	03/12/2020	Review of draft Vesting Order; telephone discussion with Sam Rappos regarding tomorrow's Sale Approval Motion; email requesting property manager attend to ensure vacating of premises by tenants.	0.75	\$525.00	\$393.75
Fri	03/13/2020	Attendance before HHJ Conway on Sale Approval Motion; email to Roynat advising as to the results of Motion; email exchange with Jeremy Iszo regarding next steps and timetable for closing and distribution.	1.50	\$525.00	\$787.50
Mon	03/16/2020	Email exchange with Counsel regarding tenant occupation and evictions; email exchange with property manager; telephone discussion with Silvio Marsili regarding future course of action; email exchange with Transbiz regarding date of departure; file review; email exchange with Rashid Peroo to confirm details of his discussion with Transbiz.	0.75	\$525.00	\$393.75
Tues	03/17/2020	Receipt and review of email from City of Toronto regarding previously commenced appeal of realty assessment.	0.25	\$525.00	\$131.25
Wed	03/18/2020	Receipt and review of email exchange between Receiver's Counsel and Counsel for the Purchaser of Morningside property regarding realty tax appeal; receipt and review of further email exchange between MPAC and Counsel for Receiver with respect to realty tax appeal.	0.50	\$525.00	\$262.50

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 30 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Philip H. Gennis (PGE)					
Fri	03/20/2020	Receipt and review of email from Roynat requesting clarification as to whether a distribution application post-closing would qualify under the urgency protocol now in effect at the SCO; telephone discussion with Sam Rappos; receipt and review of Counsel's response to Roynat; review of law on marshalling.	1.00	\$525.00	\$525.00
Sat	03/21/2020	Email exchange with current tenant Transbiz regarding vacating the premises by March 31, email exchange with Counsel in this regard; receipt and review of email exchange between Receiver's Counsel and Counsel for Purchaser regarding closing.	0.75	\$525.00	\$393.75
Mon	03/23/2020	Email exchange with Roynat and Counsel for Receiver regarding distribution issue and Court closure due to Covid-19 Pandemic; conference call in this regard with Roynat and Counsel.	0.75	\$525.00	\$393.75
Sat	03/28/2020	Email exchange and telephone discussion with Listing Broker regarding on-site inspection request from Purchaser; email exchange with Receiver's Counsel regarding APS provision related to on-site inspection prior to closing.	0.50	\$525.00	\$262.50
Mon	03/30/2020	Receipt of email from Receiver's Counsel confirming that APS does provide for pre-closing inspection; receipt and review of email from Receiver's Counsel to last tenant confirming date for its vacating premises being noon March 31, 2020; receipt of email from Receiver's Counsel requesting confirmation of party from Receiver's Office who would be attending with the Purchaser at time of inspection; email exchange with Listing Broker arranging for Agent attendance at on-site inspection together with Receiver's property manager; email exchange with Counsel for Receiver regarding who would be signing closing documents on behalf of Receiver; email from Receiver's Counsel confirming delivery of draft closing documents for review and execution by Receiver; email exchange with property manager regarding site attendance with Purchaser and Listing Broker; receipt of email from Receiver's Counsel with Tax Assessment Document extending time for assessment appeal to May 15th so as to permit the Purchaser to make decisions as to whether appeal should be continued; receipt and review of email from property manager confirming that his attendance would not be required on-site as realtor would attend with Purchaser.	1.50	\$525.00	\$787.50

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 31 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Philip H. Gennis (PGE)					
Tues	03/31/2020	Email exchange with Receiver's Counsel regarding items to be included on SOA and arranging for transmittal of realty tax bill to Counsel; email exchange and telephone discussion with Anthony Miller of Colliers regarding vacancy status of real property; receipt and review of report with photos attached from ppty manager regarding the results of his final site visit; email exchange with Receiver's Counsel regarding vacancy status of building; email exchange with Receiver's Counsel regarding Receiver's HST number; further email exchange with Receiver's Counsel and Counsel for Purchaser regarding vacancy status of property and request for final pre-closing site visit by Purchaser; email exchange with Receiver's Counsel regarding interest earned on Purchaser's deposit and entitlement under the terms of the approved APS; instructing property manager to attend once again to ascertain full detail of vehicles remaining on-site; email exchange with representative of Purchaser to finalize timing for pre-closing site inspection and arrangements for same with Listing Broker; email from Jonathan Howard confirming his attendance at the site visit; email exchange with Counsel regarding whether the "as-is, where-is" provision of the APS would allow us contractually to leave the trailers on-site; receipt and review of email from ppty manager with respect to further site visit and confirming the change of locks to former leased premises and keying them to a single key for the entire building; email to listing agent reporting on ppty manager's final site visit; ; email exchange between Counsel and Roynat regarding status of transaction and timing of closing.	3.50	\$525.00	\$1,837.50
Wed	04/01/2020	On-going efforts to organize removal and/or destruction of trailers left on-site so as to enable to deliver absolute vacant possession to Purchaser; receipt, review, execution and transmittal of closing documents; conference call with Receiver's Counsel regarding requirement to remove trailers given the "as-is, where-is" nature of the transaction; lengthy email exchange with Counsel for Purchaser and Receiver's Counsel regarding the necessity for both parties executing an HST Election Form; email from Listing Broker reporting on positive site visit with Purchaser; email exchange requesting on-line request for most recent tax return filed by Debtor corporation in order for the Receiver to file appropriate returns post-closing; email to Counsel regarding Undertaking to Re-Adjust; receipt of email from Liquidator regarding destruction and removal of trailers and contents; telephone discussion with Adam Moskowitz regarding trailers; forwarding email to Receiver's Counsel with instructions to begin discussions with Counsel for Purchaser; email to Receiver's Counsel providing wire transfer details for receivership trust account; further email exchange with Sam Rapposd regarding the trailers on-site; email exchange with Adam Moskowitz regarding trailers; email exchange with Receiver's Counsel regarding impact of Bill of Sale document on the HST issue; email exchange with Receiver's Counsel and Counsel for Purchaser regarding possible holdback or price reduction to allow for the orderly removal of the trailers to the rear of the property;	3.75	\$525.00	\$1,968.75

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 32 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Philip H. Gennis (PGE)					
Thur	04/02/2020	Conference call with Receiver's Counsel regarding trailers and HST Election issues;; email exchanges with respect to calculation of interest earned on the Purchaser's deposit; receipt and review of additional closing documents and attendance to execution by Facetime call with Receiver's Counsel; receipt and review of email from Liquidator regarding ownership of one non-roadworthy abandoned trailer; email confirming attendance by owner of trailers to remove same from the property; conference call with Counsel for Receiver and Counsel for Purchaser with respect to the HST Election and the necessity for its signature; receipt and review of email from tax partner at Faskens outlining the statutory support for the position adopted by the Purchaser; telephone discussion with Senior Real Estate Counsel at Pallet Valo LLP., and Senior Tax Accountant at Grant Thornton in an effort to confirm the veracity of the position taken by the Purchaser; conducting independent HST Registration search online at CRA with respect to the Purchaser; instructing Rashid Peroo of the Receiver's office to attend on-site to supervise the removal of the trailers; email exchanges with Rashid Peroo; telephone discussion with Rashid Peroo from the site; receipt and review of email from Receiver's Counsel to Tax Counsel at McCarthys LLP requesting an opinion as to the position being adopted by the Purchaser on the HST Election; receipt and review of opinion from McCarthys LLP on this issue; email exchange with Counsel extending closing to April 3rd; email exchange regarding dismantling and scrapping of trailers; email exchange between Receiver's Counsel and Receiver regarding a holdback versus reduction in purchase price; telephone discussion with Adam Moskowitz regarding trailers.	3.50	\$525.00	\$1,837.50

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
 - File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 33 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Philip H. Gennis (PGE)					
Fri	04/03/2020	Email exchange and telephone discussion with Chad Brownlee regarding Receiver's ability to maintain third party liability insurance coverage post closing to insure against liability with respect to the dismantling and removal of trailers; receiving advice from insurance broker that coverage CANNOT be maintained and post-closing the Receiver cannot maintain an ownership interest; email exchange with Receiver's Counsel regarding insurance issue and impact upon the decision with respect to a holdback versus a price reduction; telephone discussion with Roynat regarding proposed decision to agree to a price reduction of \$25,000; email exchanges with purported owner of trailers who ultimately could not provide ownership documents; telephone discussion with Adam Moskowitz regarding dismantling of trailers and removal as scrap; receipt and review of draft undertaking regarding trailers in the event that a holdback was determined to be the optimum solution to the trailer issues; brief conference call with Receiver's Counsel; receipt and review of Statement of Adjustments; email advising Receiver's Counsel as to quantum of interest earned on Purchaser's deposit so as to provide for credit on SOA; receipt and review of revised SOA with interest component and price reduction noted thereon;; email exchange with Counsel for Purchaser and Receiver's Counsel regarding purported ownership dispute with respect to trailers; resolution of ownership issue relative to trailers after approximately 35 emails back and forth between purported owner of trailers and Counsel; organizing protocol for dismantling and removal of trailers; email confirming revised amount of interest earned on Purchaser's deposit and confirming that difference would be refunded by Receiver's Counsel to the Purchaser; revision to Receiver's Certificate, execution and transmittal thereof to Receiver's Counsel; receipt of confirmation of closing and confirmation of wire transfer of balance due on closing; confirming closing with realtors and stakeholders; cancelling of insurance; telephone discussion with Jean Cadrin regarding Restraint Order and timetable for distribution of funds; email exchange with Jean Cadrin confirming that upon receipt of sale proceeds from Receiver's Counsel they will remain in trust until we are able to bring our application for distribution and discharge which ability has been impaired by the closure of the Courts save and except for urgent matters; instructing cancellation of utilities.	3.75	\$525.00	\$1,968.75
Fri	04/10/2020	Review and approve payables.	0.50	\$525.00	\$262.50
Fri	04/17/2020	Receipt and review of email from Counsel for an unsecured creditor; telephone discussion with broker regarding invoice and payment of commission.	0.50	\$525.00	\$262.50
Mon	04/20/2020	Email exchange with Counsel for Receiver regarding proposed application to Court for an Order distributing funds to Roynat; response suggesting a single application for a complete distribution, approval of conduct and discharge and requiring Counsel to seek the position of DPW regarding surplus and its restraint order	0.75	\$525.00	\$393.75
Mon	04/27/2020	Review and execution of S. 246(2) BIA Notice and Interim SRD.	0.50	\$525.00	\$262.50
Wed	04/29/2020	Receipt of email from Roynat regarding possible distribution hearing; email exchange with Receiver's Counsel in this regard; receipt and review of email from Counsel for Receiver to Roynat;	0.25	\$525.00	\$131.25

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 34 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Philip H. Gennis (PGE)					
Fri	05/01/2020	Review of draft email from Sam Rappos (Receiver's Counsel) to Commercial List; telephone discussion with Sam Rappos in this regard. email to Sam Rappos regarding Receiver's position relative to dealings with DPW on a distribution hearing.	0.50	\$525.00	\$262.50
Mon	05/04/2020	Receipt, review and processing of invoice from Chaitons LLP.	0.50	\$525.00	\$262.50
Mon	05/11/2020	Email exchange with Sam Rappos regarding CC restraint order; telephone discussion with Sam Rappos in similar regard.	0.50	\$525.00	\$262.50
Tues	05/12/2020	Telephone discussion with Counsel regarding application for distribution order and proposed discussions with Crown regarding its entitlement to all of the surplus after payment of secured creditors in priority to unsecured creditors; email exchange between Crown and Counsel for Receiver regarding status of CC Restraint Order vis-a-vis other unsecured creditors.	0.50	\$525.00	\$262.50
Fri	05/15/2020	Email from Jean Cadrin regarding CC provisions; email response from Counsel for Receiver.	0.50	\$525.00	\$262.50
Wed	05/20/2020	Conference call with Counsel for the Receiver and the Federal Government proceeds of crime directorate regarding the government's entitlement to net sale proceeds to the exclusion of any other creditors of TamTan Inc., review of criminal code sections; telephone consultations with a number of insolvency practitioners to see if asny have had to mdeal with CC forfeiture issues; internal discussion with MM; email to Counsel for Receiver suggesting approach to distribution motion; requesting and reviewing draft SRD.	1.00	\$525.00	\$525.00
Fri	05/22/2020	Review draft SRD.	0.50	\$525.00	\$262.50
Mon	05/25/2020	Receipt and review of email from Jeremy Iszo of Roynat regarding proposed course of action relative to a distribution motion; telephone discussion with Counsel for Receiver; responding email to Roynat; lengthy response to Roynat enquiry.	0.75	\$525.00	\$393.75
Thur	05/28/2020	Email exchange with Counsel for Receiver regarding a conversation had with a large creditor of EZ Food Group; responding to creditor enquiry and providing copy of Notice and Statement of Receiver;	0.50	\$525.00	\$262.50
Wed	06/03/2020	Email exchange with Counsel for Receiver regarding of confirmation of date for Distribution Motion; receipt and review of GL and WIP report for both companies in receivership; email from Receiver's Counsel to stakeholders regarding July 29th date for Distribution Motion;	1.00	\$525.00	\$525.00
Mon	06/08/2020	Review interim SRD as at May 15, 2020; email request to Roynat for payout numbers with respect to mortgage and Receiver's borrowing; draft outline and file review for Final Report to Court.	2.00	\$525.00	\$1,050.00
Tues	06/09/2020	Email exchange with Counsel regarding timing of Report to Court; email response from Roynat regarding payout statements; email exchange with Counsel regarding potential issues around service on DOJ in light of response received on another matter; email request from Counsel regarding bank accounts; email exchange with Counsel for Creditor in 1308; preliminary review of case law provided by Crown in Quebec regarding purported priority of restriction order over other unsecured creditors.	1.50	\$525.00	\$787.50

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 35 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Philip H. Gennis (PGE)					
Wed	06/10/2020	Preliminary review of caselaw provided by Crown Attorney in Quebec regarding CC Restriction Order; review and approve payment of final Hydro bill to date of closing;	1.00	\$525.00	\$525.00
Thur	06/11/2020	Completion of review of case law provided by Crown in Quebec;	1.00	\$525.00	\$525.00
Fri	06/19/2020	Review of case law provided by DPW purportedly in support of the position it has adopted regarding surplus sale proceeds after payment of Receiver's Fees and Roynat mortgage; email exchange with Receiver's Counsel.	1.25	\$525.00	\$656.25
Wed	07/01/2020	File review and assembly of documents in preparation for drafting of final report to Court.	2.00	\$525.00	\$1,050.00
Thur	07/02/2020	Email to Counsel regarding security opinion and position to be taken with proceeds of crime directoprate; further email to Vaughn Barber at Perfection Industrial; email	0.25	\$525.00	\$131.25
Fri	07/03/2020	Receipt of email from Jean Cadrin regarding timing of Report; email to Counsel for Receiver in this regard.	0.25	\$525.00	\$131.25
Mon	07/06/2020	Preparation of Third Report to Court.	2.00	\$525.00	\$1,050.00
Tues	07/07/2020	Telephone discussion with Receiver's Counsel regarding government entitlement to net sale proceeds under the terms of its proceeds of crime restraint order; further drafting of report.	1.00	\$525.00	\$525.00
Wed	07/08/2020	Email exchange with telephone discussion with Roynat regarding payout statements on loan to TamTan and Receiver's borrowings; receipt and review of statements; review of email correspondence regarding CRA assessments for HST.	1.00	\$525.00	\$525.00
Wed	07/08/2020	Draft Third Report to Court	3.00	\$525.00	\$1,575.00
Thur	07/09/2020	Finalize Third Report to Court and assemble appendices.	3.00	\$525.00	\$1,575.00
Thur	07/09/2020	Email exchanges with Roynat and further telephone discussion regarding payout numbers; receipt of email from Jean Cadrin, Seized Property Management Directorate.	0.50	\$525.00	\$262.50
Philip H. Gennis (PGE)			145.40		\$76,335.00
Rashid Peeroo (RPR)					
Wed	10/16/2019	Travel to site with Mukul M. to take possession of the property. Securing of locks and doors and obtaining financial records. Correspondence with staff and tenants on issues. Secured property and performed perimeter check before turning all lights and activating alarm. Phone call with ADT on changing alarm codes.	4.50	\$175.00	\$787.50
Thur	10/17/2019	Travel to site to meet with former principal and bookkeeper to obtain records for outstanding AR and AP transactions as well as utilities and insurance. Printing and posting of door notice. Securing of property once completed. Communication with two tenants on the status of the property and operating issues. Travel back to office. Drafting and sending of formal email to ADT to request technician to change alarm codes.	4.20	\$175.00	\$735.00
Fri	10/18/2019	Creation of demand letters for outstanding AR customers and drafting notice of receiver. Creation of tenant listing schedule and email to ADT on changing of master alarm codes.	2.70	\$175.00	\$472.50
Tues	11/05/2019	Phone call with ADT to update services	0.40	\$175.00	\$70.00
Wed	11/06/2019	Sent receivership order to ADT representative.	0.10	\$175.00	\$17.50
Mon	12/16/2019	Visit to site, gave keys to Colliers representative and gave a tour of property outlining all light switches and entry points. Travel back to office.	1.00	\$175.00	\$175.00

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AATAMT-R: to AATAMT-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 36 of 36

File Name (ID): TamTan Inc. (AATAMT-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Rashid Peeroo (RPR)					
Mon	12/23/2019	Attended premises to grant access to former principal of ez foods/tamtan inc for retrieval of files. Coordination of HVAC personnel and sprinkler system personnel and granted access to both onto premises. Performed check of premises before leaving. Secured property. Travel back to office.	4.00	\$175.00	\$700.00
Tues	12/24/2019	Visit to site, granted access to tenants to flip breaker switch. Travel back to office.	0.80	\$175.00	\$140.00
Fri	01/03/2020	Visit to site granting access to realtor. Accompanied realtor and prospective purchaser on site. Travel back to office. phone conversation on rent issues with current tenant.	2.00	\$175.00	\$350.00
Thur	01/16/2020	Visit to site gathering necessary files needed. Conversation with platinum assets on identifying records to retain. Walk and inspection of doors.	1.50	\$175.00	\$262.50
Fri	01/17/2020	Phone call to CFIA	0.10	\$175.00	\$17.50
Tues	01/21/2020	Email to former principal to organize meeting.	0.10	\$175.00	\$17.50
Mon	01/27/2020	Visit to site. Meeting with former principal on removal of files and coordination of removal of office files. Travel back to office.	1.50	\$175.00	\$262.50
Tues	01/28/2020	Drafting and email to Ellie Marshall from Platinum Assets	0.10	\$175.00	\$17.50
Thur	02/20/2020	Email to former principal of company.	0.10	\$200.00	\$20.00
Tues	03/03/2020	Visit to site granting access to purchaser. Secured site and travel back to office.	2.50	\$200.00	\$500.00
Fri	03/06/2020	Travel to site for property/equipment walk through with purchaser. Travel back to property.	1.50	\$200.00	\$300.00
Rashid Peeroo (RPR)			27.10		\$4,845.00
Shenaz Tolat (STO)					
Mon	10/21/2019	PPSA search - requested by Frieda Kanaris	0.10	\$50.00	\$5.00
Shenaz Tolat (STO)			0.10		\$5.00
Total for File ID AATAMT-R:			345.70		\$139,423.00
Grand Total:			345.70		\$139,423.00

**EXHIBIT B TO THE AFFIDAVIT OF
PHILIP GENNIS
SWORN THE 15TH DAY OF JULY, 2020**


A Commissioner, etc.

Barbara Eileen Sturge, a Commissioner, etc.,
Province of Ontario, for msi Spergel inc.
and Spergel & Associates inc.
Expires September 21, 2022.



July 10, 2020

1308963 Ontario Limited

Invoice

RE: 1308963 Ontario Limited

FOR PROFESSIONAL SERVICES RENDERED for the period October 16, 2019 to July 10, 2020 in connection with our appointment as Court-Appointed Receiver.

	Hours	Hourly Rate	Total
Philip H. Gennis, LL.B., CIRP, LIT	33.45	\$525.00	\$17,561.25
Deborah Hornbostel, CPA, CA, CFE, CIRP, LIT	.30	525.00	157.50
Mukul Manchanda, CPA, CIRP, LIT	46.90	395.00	18,151.50
Eileen Sturge	1.50	250.00	375.00
Frieda Kanaris	15.40	250.00	3,850.00
Others	19.70	170.69	3,362.50
Total Professional fees	117.25	\$370.64	\$43,457.75
HST			5,649.51
Total			\$49,107.26

HST Registration #R103478103

(AATAMT-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

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AA1308-R: to AA1308-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 1 of 9

File Name (ID): 1308963 Ontario Limited (AA1308-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Deborah Hornbostel (DHO)					
Fri	01/10/2020	Review and approve accounts payable	0.10	\$525.00	\$52.50
Tues	04/14/2020	Review and approve disbursement/cheque	0.10	\$525.00	\$52.50
Mon	06/08/2020	Review and sign disbursement cheque	0.10	\$525.00	\$52.50
Deborah Hornbostel (DHO)			0.30		\$157.50
Eileen Sturge (EST)					
Thur	01/02/2020	Prepare interim invoice	0.50	\$250.00	\$125.00
Tues	03/03/2020	Prepare invoice	0.50	\$250.00	\$125.00
Mon	04/13/2020	Prepare invoice	0.50	\$250.00	\$125.00
Eileen Sturge (EST)			1.50		\$375.00
Frieda Kanaris (FKA)					
Thur	10/17/2019	T/c and emails with insurance broker; attend to mail redirection.	0.80	\$250.00	\$200.00
Mon	10/21/2019	Finalize Notice of Receiver, fax to OR; attend to mailing to creditors.	1.50	\$250.00	\$375.00
Wed	10/23/2019	T/c and email with Adam (Platinum Assets) to schedule appraisal; prepare and mail out demand letters to o/s A/R.	1.40	\$250.00	\$350.00
Fri	10/25/2019	Travel to premises to meet Adam (Platinum Appraisals), walk through plant to review equipment, t/c with PG and MM.	1.60	\$250.00	\$400.00
Wed	10/30/2019	Review email from Cintas, prepare and forward proof of claim (property); review email, scan o/s invoices and email to Denbar.	0.70	\$250.00	\$175.00
Fri	11/01/2019	Revise FCA insurance form, email to FCA; t/c with Adam re estimate value of equipment.	0.50	\$250.00	\$125.00
Tues	11/05/2019	Email exchange with Denbar re A/R owing.	0.30	\$250.00	\$75.00
Fri	11/08/2019	T/c with CRA; email exchange with Denbar.	0.20	\$250.00	\$50.00
Tues	11/12/2019	T/c and email with account debtors, review collection status with MM.	0.30	\$250.00	\$75.00
Thur	11/14/2019	Review and respond to emails from account debtors (Continental Foods and Denbar Food).	0.50	\$250.00	\$125.00
Tues	11/19/2019	Prepare and mail second demand letter to account debtors.	0.80	\$250.00	\$200.00
Fri	11/22/2019	Review and respond to email from Canadian Food Inspection.	0.20	\$250.00	\$50.00
Mon	11/25/2019	Send email to Palace Foods releasing their equipment once payment is received; email to Denbar requesting balance of A/R to be paid;	0.50	\$250.00	\$125.00
Tues	12/03/2019	T/c with Denise (Denbar), re amount owing.	0.40	\$250.00	\$100.00
Fri	12/06/2019	Exchange of emails with Rashid to provide information on receivables; email statement to Denbar.	0.50	\$250.00	\$125.00
Tues	12/10/2019	Review email from Continental with MM and send responding email.	0.30	\$250.00	\$75.00
Thur	12/12/2019	Email invoices to Denbar.	0.20	\$250.00	\$50.00
Tues	12/24/2019	Prepare schedule of o/s A/R collections, scan copies of demand letters and invoices, forward to MM for submitting to counsel to send demand letters.	0.90	\$250.00	\$225.00
Tues	01/21/2020	Email to account debtor re Accounts receivable owing.	0.30	\$250.00	\$75.00
Wed	01/22/2020	Email to interested party re auction.	0.20	\$250.00	\$50.00
Tues	03/03/2020	Prepare SRD	0.20	\$250.00	\$50.00
Tues	04/14/2020	Prepare Interim Notice of Receiver and SRD.	0.50	\$250.00	\$125.00
Tues	04/28/2020	Revisions to Interim notice of Receiver and SRD; fax to O.R.	0.40	\$250.00	\$100.00
Thur	05/21/2020	Prepare interim billing and draft SRD.	0.70	\$250.00	\$175.00
Wed	06/03/2020	Interim billing; file administration.	0.90	\$250.00	\$225.00
Thur	06/04/2020	Prepare draft invoice for total WIP.	0.30	\$250.00	\$75.00
Mon	06/08/2020	Revisions to SRD.	0.30	\$250.00	\$75.00

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
 - File ID: AA1308-R: to AA1308-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 2 of 9

File Name (ID): 1308963 Ontario Limited (AA1308-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Frieda Kanaris (FKA)			15.40		\$3,850.00
Haran Sivanathan (HSI)					
Thur	01/30/2020	General	0.20	\$125.00	\$25.00
Thur	01/30/2020	General	0.20	\$125.00	\$25.00
Haran Sivanathan (HSI)			0.40		\$50.00
Inga Friptuleac (IFR)					
Mon	10/21/2019	B/A set up	0.20	\$75.00	\$15.00
Tues	01/07/2020	Deposit: Issue cheques	1.00	\$75.00	\$75.00
Mon	01/27/2020	Posting Deposit	0.20	\$75.00	\$15.00
Wed	03/25/2020	Issue cheque	0.20	\$125.00	\$25.00
Thur	06/04/2020	Issue cheque	0.20	\$125.00	\$25.00
Inga Friptuleac (IFR)			1.80		\$155.00
Mukul Manchanda (MMA)					
Fri	10/18/2019	Review of the draft demand letters.	0.50	\$375.00	\$187.50
Mon	10/21/2019	Review approve and sign the notice of the receiver.	0.30	\$375.00	\$112.50
Fri	10/25/2019	Review of WEPPA requirement. Telephone calls from ex employees regarding outstanding wages. Review of an email from B. Petherick regarding insurance coverage. Telephone discussion with A. Moskowitz and F. Kanaris regarding appraisal of the equipment.	0.80	\$375.00	\$300.00
Mon	10/28/2019	Receipt and review of a voicemail from J. Millar regarding the receivership of EZ Foods. Telephone call with J. Millar answered his queries. Receipt and review of an email from J. Millar containing letter in relation to the amount outstanding to Central Ontario Dairy Distributing Inc. Further email exchanges regarding realization of assets and potential for distribution to unsecured creditors.	0.80	\$375.00	\$300.00
Thur	10/31/2019	Lengthy telephone conversation with CRA regarding the receivership.	0.60	\$375.00	\$225.00
Tues	11/05/2019	Review of the A/R collections and the responses received to date. Telephone calls from various vendors regarding the receivership.	0.80	\$375.00	\$300.00
Thur	11/14/2019	Email exchanges with a customer regarding collection of receivables.	0.20	\$375.00	\$75.00
Fri	11/15/2019	Receipt and review of an email from E. Marshall containing the appraisal and an invoice regarding same.	0.50	\$375.00	\$187.50
Tues	11/19/2019	Review and approve the second demand letter for collection of receivables.	0.40	\$375.00	\$150.00
Wed	11/20/2019	Telephone call with A. MOskowitz regarding status of the appraisal and possibility of Platinum presenting a net minimum guarantee for the assets.	0.60	\$375.00	\$225.00
Mon	11/25/2019	Lengthy telephone discussion with A. Moskowitz regarding an auction proposal. Email exchanges and discussion with counsel regarding getting same approved from the court. Telephone discussion with J. Izso regarding the auction of the equipment.	0.90	\$375.00	\$337.50
Wed	11/27/2019	Telephone conversation with A. Moskowitz regarding his auction proposal and timing of same.	0.30	\$375.00	\$112.50
Thur	11/28/2019	Receipt and review of the auction proposal. Email exchanges regarding insurance of the equipment.	0.40	\$375.00	\$150.00

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AA1308-R: to AA1308-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 3 of 9

File Name (ID): 1308963 Ontario Limited (AA1308-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Mukul Manchanda (MMA)					
Tues	12/03/2019	Review of multiple email exchanges with A. Horton regarding attendance at premises by CFIA for inspection of food products. Sent an email to A. Horton advising her of our counsel's contact information and asking her to direct legal questions to counsel. Sent an email to A. Horton advising her of our availability to provide access to the premises.	0.30	\$375.00	\$112.50
Fri	12/06/2019	Drafted the first report of the Receiver and emailed same to S. Rappos for comments. Receipt and review of auction agreement from A. Moskowitz regarding the auction agreement. Sent an email to S. Rappos containing the draft auction agreement.	3.50	\$375.00	\$1,312.50
Tues	12/10/2019	Receipt and review of comments from S. Rappos regarding the report. Finalized the report, prepared an executed copy and emailed same to S. Rappos. Arranged to have the original report couriered to Chaitons LLP. Email exchanges with J. Miller regarding the proceedings and the process to evaluate and sell the assets.	1.20	\$375.00	\$450.00
Wed	12/11/2019	Review of emails received from a customer regarding outstanding receivables. Lengthy telephone discussion with A. Moskowitz regarding the auction process and access to the premises. Email exchanges with S. Rappos regarding providing early access to Platinum. Telephone discussion with A. Moskowitz advising that we cannot provide access prior to the approval of auction from the court. Further advised that we are okay with providing Platinum till March 15th to conclude the auction. Reviewed the auction agreement and made necessary changes.	1.50	\$375.00	\$562.50
Mon	12/30/2019	Receipt and review of that statement of examiner from CRA with respect to the payroll account.	0.30	\$375.00	\$112.50
Mon	01/06/2020	Email exchanges with A. Moskowitz and P. Gennis regarding auction. Conference call with A. Moskowitz and P. Gennis regarding the auction and the possibility of a purchaser purchasing both the building and the equipment and mechanics to deal with that offer. Agreed that A. Moskowitz will commence preparing for the auction. Receipt and review of the auction agreement. Email exchanges with S. Rappos regarding the auctions and the inquire received from J. Millar.	1.00	\$375.00	\$375.00
Tues	01/07/2020	Review of email exchanges between J. Millar and S. Rappos regarding the auction. Telephone discussions with A. Moskowitz regarding removal of books and records and eventual removal of machinery and equipment. Receipt and review of an email from CFIA regarding disposal of detained products.	0.80	\$375.00	\$300.00
Wed	01/08/2020	Email exchanges with F. Kanaris and Rocco regarding the heating issue and repair of Hvac.	0.30	\$375.00	\$112.50
Sat	01/11/2020	Receipt and reveiw of asset listing prepared by the appraiser.	0.10	\$375.00	\$37.50
Mon	01/13/2020	Telephone discussion with A. Moskowitz regarding the existing tenants and the removal of walls for the purposes of removal of equipment. Receipt, reviewed and replied to an email from A. Moskowitz regarding same.	0.50	\$375.00	\$187.50
Tues	01/14/2020	Email exchanges with E. Marshall regarding disposal of cardboard detained by CFIA. Lengthy telephone conversations with A. Moskowitz regarding same. Email exchanges with A. Miller regarding the asset listing subject to the auction agreement.	0.80	\$375.00	\$300.00

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
 - File ID: AA1308-R: to AA1308-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 4 of 9

File Name (ID): 1308963 Ontario Limited (AA1308-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Mukul Manchanda (MMA)					
Wed	01/15/2020	Receipt and review of an email from Rocco containing his invoice. Approved same for payment. Review of email exchanges with CFIA regarding proper way of disposal of the cardboards. Email exchanges and telephone discussion with A. Moskowitz regarding additional skids of cardboard that may be subject to CFIA's regulations. Discussions with CFIA regarding same. Instructed A. Moskowitz to dispose the additional skids in the same manner.	0.80	\$375.00	\$300.00
Tues	01/21/2020	Receipt and review of an email to A. Moskowitz regarding the payment of the net minimum guarantee.	0.20	\$375.00	\$75.00
Tues	01/28/2020	Multiple email exchanges regarding disposing off the books and records present at the site.	0.30	\$375.00	\$112.50
Tues	02/04/2020	Travel to the premises to inspect the assets and meet with the auctioneer.	1.50	\$395.00	\$592.50
Wed	02/05/2020	Review of an email from A. MOskowitz regarding moving the auction and providing the net proceeds the receiver will receive if the receiver was to accept the offer from Forest Ridge. Receipt and review of an email to S. Rappos providing him with a summary of the offers received and a copy of the blackline version of same.	0.50	\$395.00	\$197.50
Thur	02/06/2020	Receipt and review of an email to D. Law asking for a draft form of Bill of Sale with respect to the sale of the assets subject to the auction. Receipt and review of an email from D. Law with respect to same. Receipt and review of an email from S. Rappos regarding the reference to equipment purchase in the offers.	0.40	\$395.00	\$158.00
Mon	02/10/2020	Receipt and reveiw of an email from D. Law containing an offer for the equipment along with blackline version of same.	0.50	\$395.00	\$197.50
Tues	02/11/2020	Receipt and review of an email from A. Moskowitz providing comments regarding the offer to purchase equipment from D. Law. Receipt and review of an email from S. Rappos providing comments regarding same.	0.30	\$395.00	\$118.50
Thur	02/13/2020	Receipt and review of an email from J. Miller requesting an update on the status of the receivership.	0.10	\$395.00	\$39.50
Wed	02/19/2020	Lengthy telephone discussion with A. Moskowitz regarding the sale of the equipment to Forest Ridge and the changes made to the draft bill of sale by counsel of the purchaser.	0.70	\$395.00	\$276.50
Fri	02/21/2020	Email exchanges and lengthy telephone discussion with A. Moskowitz regarding the status of the deal and whether the auction should be delayed further and issues regarding same.	0.70	\$395.00	\$276.50
Mon	02/24/2020	Lengthy discussion with CRA regarding the tax accounts of the company. Discussion regarding destruction of the books and records of the company. Review of WEPPA eligibility of certain employees. Telephone discussion with A. MOskowitz regarding status of the auction and the shredding of the detained boxes.	1.50	\$395.00	\$592.50
Wed	02/26/2020	Lengthy discussions with A. Moskowitz providing him with update regarding the deal and holding off the auction until end of tomorrow in anticipation of hammering a firm deal with the purchaser. Receipt and review of the agreement of purchase and sale and the bill of sale with respect to the auction equipment. Receipt and review of an email from D. Law asking if it will be helpful if he received the money in his trust account from his client with respect to the purchase of the equipment. Sent an email advising that it does not help as it will be subject to closing of the real property and can be returned to the purchaser.	1.50	\$395.00	\$592.50

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AA1308-R: to AA1308-R:

File Name (ID): 1308963 Ontario Limited (AA1308-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Mukul Manchanda (MMA)					
Thur	02/27/2020	Receipt and review of an email from D. Law to A. MOSkowitz providing him with the copy of the APS with respect to equipment. Receipt and review of an email from A. MOSkowitz containing the signed agreement. Receipt and review of an email from D. Law containing the fully executed copy of the APS.	0.70	\$395.00	\$276.50
Fri	02/28/2020	Receipt and review of an email from A. Moskowitz providing a copy of the signed APS and advising that the deposit hasn't been received yet. Telephone discussion with A. Moskowitz regarding same. Discussion with D. Law regarding the deposit. Instructed A. Moskowitz to cancel the auction.	0.50	\$395.00	\$197.50
Mon	03/02/2020	Receipt and review of email exchanges between J. Miller and S. Rappos regarding the upcoming court date. Drafted report to court. Review of application record, marketing activities, bid summary and agreement of purchase and sale to assist in drafting the report. Sent an email to S. Rappos containing the draft report.	3.50	\$395.00	\$1,382.50
Tues	03/03/2020	Email exchanges with E. Marshall regarding the asset listing. Receipt and review of the asset listing without liquidation values. Receipt and review of an email from A. Moskowitz regarding the asset available at the auction and the misunderstanding amongst the potential purchaser regarding the assets that are not property of EZ Foods. Telephone discussion with A. Moskowitz regarding same. Receipt and review of an email to A. Miller asking if the potential purchasers are willing to carve out the equipment from the offer to purchase the real property and resubmit their bids.	1.00	\$395.00	\$395.00
Tues	03/10/2020	Receipt and review of an email from S. Rappos providing his statement of account and allocation of fees between TamTan and 1308.	0.20	\$395.00	\$79.00
Thur	03/12/2020	Email exchanges with Nader regarding pickup of books and records and outstanding wages.	0.20	\$395.00	\$79.00
Mon	03/23/2020	Lengthy telephone discussions with A. Moskowitz regarding sale of the equipment and status of sale of property and the closing date of the transaction. Review of available books and records of the company with respect to A/R and outstanding amounts to CRA.	2.70	\$395.00	\$1,066.50
Wed	03/25/2020	Multiple telephone discussions with A. Moskowitz regarding the closing date. Travel to the premises and securely remove the server containing certain data. Transported same to the office.	2.80	\$395.00	\$1,106.00
Thur	03/26/2020	Email exchanges with R. Peeroo regarding payment of the CFIA invoice. Review and approved payables.	0.30	\$395.00	\$118.50
Mon	03/30/2020	Receipt and review of an email from R. Tuzi providing the final inspection report with respect to the assets at the premises. Email exchanges and telephone discussions with property manager regarding providing access to the purchaser for inspection of the assets. Receipt and review of an email from A. Moskowitz providing the closing documents circulated by D. Law. Sent an email to S. Rappos asking him to provide comments. Multiple telephone discussions with A. Moskowitz regarding the closing documents. Telephone discussion with S. Rappos regarding the closing documents. Receipt and review of an email from S. Rappos containing revised closing documents. Receipt and review of email exchanges between A. Moskowitz and D. Law regarding the revisions.	1.80	\$395.00	\$711.00

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AA1308-R: to AA1308-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 6 of 9

File Name (ID): 1308963 Ontario Limited (AA1308-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Mukul Manchanda (MMA)					
Tues	03/31/2020	Multiple telephone discussions with A. Moskowitz regarding closing documents. Email exchanges with S. Rappos regarding the Bill of Sale, Sale Agreement and the bring down certificate. Review of the final documents. Review of email exchanges and telephone discussions with A. Moskowitz regarding the trailers left on site. Receipt and review of an email containing the pictures of the trailers left on the premises.	1.70	\$395.00	\$671.50
Wed	04/01/2020	Email exchanges with R. Peeroo regarding removal of books and records and computers. Arranged for the owner to attend at the premises to remove the books and records. Review of the computers obtained from the premises and secured electronic information.	1.20	\$395.00	\$474.00
Mon	04/06/2020	Receipt and review of an email from A. Moskowitz to D. law regarding payment of HST. Telephone discussion with A. Moskowitz regarding same and regarding removal of the items from the trailers by Eas. Receipt and review of an email from S. Rappos containing his accounts and allocation.	0.60	\$395.00	\$237.00
Tues	04/07/2020	Review of email exchanges with respect to the insurance premium refund.	0.20	\$395.00	\$79.00
Mon	04/13/2020	Email exchanges with R. Peeroo regarding the visa statements received by Nader. Provided instructions regarding recording of same. Telephone discussion with A. Moskowitz regarding the auction proceeds and calculation of same. Email exchanges with A. Moskowitz regarding same.	0.50	\$395.00	\$197.50
Tues	04/14/2020	Receipt and review of the interim report of the Receiver.	0.20	\$395.00	\$79.00
Wed	04/15/2020	Receipt and review of an email from E. Marshall containing the sales summary including the costs associated with same. Telephone discussion with A. Moskowitz regarding buyers premium and garbage removal charges.	0.50	\$395.00	\$197.50
Thur	04/16/2020	Receipt and review of an email from S. Rappos regarding the net auction proceeds.	0.10	\$395.00	\$39.50
Mon	04/20/2020	Email exchanges with banking regarding issuance of payment with respect to certain payables.	0.20	\$395.00	\$79.00
Mon	04/27/2020	Receipt, review and approve Receiver's interim report.	0.20	\$395.00	\$79.00
Tues	05/12/2020	Telephone call from B. Gobin regarding amounts outstanding pre-receivership and payment of same.	0.30	\$395.00	\$118.50
Mon	06/01/2020	Receipt, review and approve payables.	0.10	\$395.00	\$39.50
Fri	07/10/2020	Review and provide comments regarding the third report of the receiver.	1.00	\$395.00	\$395.00
Mukul Manchanda (MMA)			46.90		\$18,151.50
Philip H. Gennis (PGE)					
Wed	10/23/2019	Telephone discussion with Adam Moscovitz of Platinum Assets regarding conducting an appraisal of equipment belonging to 1308; internal email to FKA instructing her to arrange for an meet Adam so as to enable the appraisal to be done.	0.50	\$525.00	\$262.50
Fri	10/25/2019	telephone discussion with Adam Moscovitz of Platinum Assets regarding appraisal of equipment.	0.50	\$525.00	\$262.50
Fri	11/01/2019	Emails with insurance brokers and FCA regarding insurance for building; email to Receiver's Counsel, Sam Rappos relating to the evolving insurance issue; internal email exchanges with MM regarding insurance coverage;	0.50	\$525.00	\$262.50
Thur	11/07/2019	On-going telephone discussions with outside insurance brokers regarding placement of insurance on equipment inside real property.	0.50	\$525.00	\$262.50

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
 - File ID: AA1308-R: to AA1308-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 7 of 9

File Name (ID): 1308963 Ontario Limited (AA1308-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Philip H. Gennis (PGE)					
Mon	11/11/2019	Receipt and response to email from proposed alternative insurance broker regarding insurance coverage on real property;	0.20	\$525.00	\$105.00
Fri	11/15/2019	Review of Asset Appraisal.	0.75	\$525.00	\$393.75
Mon	11/25/2019	Review of appraisal submitted by Platinum Assets; discussion with Jeremy Izso regarding sales process; telephone discussion with Sam Rappos regarding sales process for food processing equipment	0.50	\$525.00	\$262.50
Tues	11/26/2019	Receipt and review of Platinum Asset Auction Proposal; email exchange with Counsel coordinating Court time for sale approval motion on moveable assets.	0.75	\$525.00	\$393.75
Thur	11/28/2019	Telephone discussion with Roynat regarding proposed disposition strategy relative to moveable assets and equipment	0.50	\$525.00	\$262.50
Tues	12/03/2019	Email exchange with Insurance Broker; review of insurance quotes.	0.50	\$525.00	\$262.50
Wed	12/04/2019	Review of Platinum Auction Services Agreement.	1.00	\$525.00	\$525.00
Fri	12/06/2019	Review of Auction Services Agreement; Final review of report to Court seeking approval of sales process for equipment	0.50	\$525.00	\$262.50
Tues	12/10/2019	Telephone discussion with Counsel regarding Auction Services Agreement with Platinum Assets; telephone discussion with Insurance Broker regarding replacement insurance coverage.	0.50	\$525.00	\$262.50
Tues	12/17/2019	Attendance before HHJ Conway on Motion to approve Auction Services Agreement; email exchange with insurance broker to finalize property insurance;	1.75	\$525.00	\$918.75
Fri	12/20/2019	Email to Adam Moscovitz regarding preparation for auction and potential for an "en bloc" offer to purchase which includes the equipment.	0.20	\$525.00	\$105.00
Mon	12/23/2019	Receipt and review of email from Adam Moscovitz regarding equipment auction.	0.25	\$525.00	\$131.25
Mon	01/06/2020	Telephone discussion with Adam Moscovitz regarding Auction Services Agreement and protocol for dealing with a prospective purchaser who wishes to acquire both the real estate and the equipment; review, execution and transmittal of the Revised Auction Services Agreement.	1.00	\$525.00	\$525.00
Tues	01/07/2020	Email exchange with Counsel for Receiver and prospective purchaser of equipment.	0.50	\$525.00	\$262.50
Sun	01/12/2020	Email exchange with Anthony Miller regarding on-site equipment; telephone discussion with Anthony Miller in like regard.	0.20	\$525.00	\$105.00
Fri	01/17/2020	Review of email exchange between Receiver and Canadian Food Inspection Agency regarding labelled boxes on-site and the CFIA requirements for destruction; telephone call with CFIA	0.50	\$525.00	\$262.50
Mon	01/20/2020	Email exchange with Receiver's Counsel confirming that the Receiver's attendance at Court on January 21 was no longer required.	0.20	\$525.00	\$105.00
Tues	01/21/2020	Receipt and review of insurance policy; email exchange with Platinum Assets regarding wire transfer of deposit required under the terms of the executed Auction Services Agreement;	0.50	\$525.00	\$262.50
Wed	01/22/2020	Telephone discussion with prospective purchaser of equipment; telephone discussion with Platinum Assets regarding CFIA boxes on site and the protocol for destruction thereof; receipt and review of endorsement from hearing held January 21st;	0.20	\$525.00	\$105.00
Thur	01/23/2020	Email exchange with Platinum assets regarding destruction of CFIA packaging; telephone discussion with Counsel for Receiver regarding the Receiver's obligation in this regard.	0.50	\$525.00	\$262.50
Fri	01/24/2020	Email exchange with Platinum assets regarding destruction of CFIA packaging; telephone discussion with Jeremy Izso from Roynat.	0.50	\$525.00	\$262.50
Tues	01/28/2020	Finalizing	0.50	\$525.00	\$262.50

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
- File ID: AA1308-R: to AA1308-R:

File Name (ID): 1308963 Ontario Limited (AA1308-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Philip H. Gennis (PGE)					
Thur	01/30/2020	Email exchange with Adam Moscovitz of Platinum Asset regarding auction.	0.25	\$525.00	\$131.25
Mon	02/03/2020	Email exchange with Adam Moskowitz; review of asset list; telephone discussions with Auctioneer and real estate brokers as to the protocol for the purchase of the equipment.	1.00	\$525.00	\$525.00
Wed	02/05/2020	Numerous telephone discussions with Platinum Assets regarding minimum acceptable price for equipment; email exchange with Adam Moskowitz regarding on-going negotiations with lead purchaser; telephone discussion with Roynat in this regard.	1.00	\$525.00	\$525.00
Thur	02/06/2020	Email exchange with Counsel for Forest Ridge regarding acquisition of equipment from Platinum Assets; telephone discussion with Adam Moskowitz of Platinum Assets;	0.50	\$525.00	\$262.50
Mon	02/10/2020	Email exchange with Counsel for Forest Ridge regarding proposed APS with respect to the equipment.	0.20	\$525.00	\$105.00
Tues	02/11/2020	Review of proposed APS for equipment with Adam Moskowitz of Platinum Assets; telephone discussion with Platinum; telephone discussion with Dan Law, Counsel for Purchaser;	0.50	\$525.00	\$262.50
Fri	02/14/2020	Review of draft APS for equipment from Counsel for Purchaser.	0.75	\$525.00	\$393.75
Tues	03/03/2020	Review Revised Report to Court; email and subsequent telephone discussion with Counsel regarding issues surrounding distribution orders and the position now being taken by the Courts and CRA.	0.75	\$525.00	\$393.75
Wed	03/04/2020	Review of Motion Record filed by Counsel for Receiver.	0.25	\$525.00	\$131.25
Tues	03/31/2020	Email exchange with Liquidator regarding trailers remaining on-site; telephone discussion with Liquidator in this regard; receipt and review of ppty managers photos of trailers left on-site; email exchange with Receiver's Counsel enclosing email from owner of Transbiz outlining his issues with Receiver including demand for payment of pre-receivership debts apparently owned by EZ Foods to Transbiz; payment of March rent and request of Receiver to pay for snow removal purportedly requested by Receiver.	1.00	\$525.00	\$525.00
Wed	04/01/2020	Email from Receiver to Receiver's Counsel with response to claims made by former tenant Transbiz; email exchange with Receiver's Counsel regarding Receiver's obligation relative to removal of trailers; conference call with Receiver's Counsel and MM of Receiver's office regarding trailers and demands being made by Purchaser; receipt and review of email from Listing Broker regarding site visit to be held the morning of the 1st of April and the results thereof (no issues raised by Purchaser confirmed); receipt and review of lengthy email from Liquidator regarding removal of trailers from real property; review of email response from Receiver's Counsel to former tenant regarding claims made by it and demanding payment of rent for March not yet paid; email exchange with Liquidator requesting ownership details with respect to trailers on site; receipt of initial report on ownership from Liquidator;	1.50	\$525.00	\$787.50
Wed	04/15/2020	Receipt and review of accounting from Platinum Assets with respect to sale proceeds from sale of equipment used by EZ Foods; telephone discussion with Adam Moskowitz regarding account of proceeds.	0.50	\$525.00	\$262.50
Mon	04/20/2020	Email exchange with Counsel for Receiver regarding proposed application to Court for an Order distributing funds to Roynat; response suggesting a single application for a complete distribution, approval of conduct and discharge; discussion regarding seeking power to bankrupt debtor corporation in order to facilitate a distribution of net proceeds from sale of assets net of fees and costs; review and approve payables..	0.75	\$525.00	\$393.75

Filters Used:

- Time Entry Date: 1/01/70 to 7/10/20
 - File ID: AA1308-R: to AA1308-R:

MSGG - Detailed Time Dockets

Printed on: 7/13/20

Page 9 of 9

File Name (ID): 1308963 Ontario Limited (AA1308-R:)

Day	Date	Memo	B-Hrs	B-Rate	Amount
Philip H. Gennis (PGE)					
Mon	04/27/2020	Review and execution of S. 246(2) BIA Notice and Interim SRD.	0.50	\$525.00	\$262.50
Tues	04/28/2020	Receipt, review and execution of S. 246(2) BIA Notice; transmittal for filing	0.50	\$525.00	\$262.50
Wed	05/20/2020	Receipt and review of draft SRD to May 15, 2020.	0.50	\$525.00	\$262.50
Mon	06/08/2020	Review of Interim SRD as at May 31, 2020; draft outline and file review for Final Report to Court.	1.50	\$525.00	\$787.50
Mon	07/06/2020	Preparation of Third Report to Court.	2.00	\$525.00	\$1,050.00
Tues	07/07/2020	Drafting of Third Report to Court.	0.50	\$525.00	\$262.50
Wed	07/08/2020	Email exchange with telephone discussion with Roynat regarding payout statements on loan to TamTan and Receiver's borrowings; receipt and review of statements.	0.50	\$525.00	\$262.50
Wed	07/08/2020	Draft Third Report to Court.	2.00	\$525.00	\$1,050.00
Thur	07/09/2020	Finalize Third Report and assemble appendices.	2.50	\$525.00	\$1,312.50
Philip H. Gennis (PGE)			33.45		\$17,561.25
Rashid Peeroo (RPR)					
Fri	11/08/2019	Phone call with ADT to get guard services added to the account. Cheque requisition form for ADT payment.	0.40	\$175.00	\$70.00
Wed	11/13/2019	Phone call with ADT Canada to gather invoices	0.20	\$175.00	\$35.00
Thur	11/14/2019	Preparation of ADT invoices for cheque requisition	0.10	\$175.00	\$17.50
Mon	11/18/2019	Travel to site to supervise technician in repairing sprinkler system. Inspection of property and securing once complete. Travel back to office.	3.00	\$175.00	\$525.00
Tues	11/19/2019	Travel onsite site to allow access to sprinkler technician. Travel back to office.	1.50	\$175.00	\$262.50
Tues	11/26/2019	Phone conversation with Soheil former bookkeeper on location of materials needed for CRA audit.	0.20	\$175.00	\$35.00
Fri	12/06/2019	Visit to property government inspection, supervised visit of government employees for detention of assets. Retrieving data for payroll trust audit. Travel back to office.	4.00	\$175.00	\$700.00
Thur	12/12/2019	Attended CRA Trust audit and provided access to government auditor. Travel back to office.	3.50	\$175.00	\$612.50
Fri	12/13/2019	Compiled list of employees and sent to CRA	0.20	\$175.00	\$35.00
Wed	04/01/2020	Travel to site supervising access of former principal to remove files. Removal of server and files relating to receivership. Travel back to office.	2.00	\$200.00	\$400.00
Thur	04/02/2020	Visit to property supervising removal of trailers on site. Coordination with owner of trailers to confirm removal to a later date. Travel back.	2.00	\$200.00	\$400.00
Fri	04/03/2020	Phone conversation with ADT services to cancel alarm.	0.30	\$200.00	\$60.00
Rashid Peeroo (RPR)			17.40		\$3,152.50
Shenaz Tolat (STO)					
Mon	10/21/2019	PPSA search - requested by Frieda Kanaris	0.10	\$50.00	\$5.00
Shenaz Tolat (STO)			0.10		\$5.00
Total for File ID AA1308-R:			117.25		\$43,457.75
Grand Total:			117.25		\$43,457.75

APPENDIX 9

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

BETWEEN:

ROYNAT INC.

Applicant

- and -

TAMTAN INC. AND 1308963 ONTARIO LIMITED (o/a EZ FOOD GROUP)

Respondents

AFFIDAVIT OF SAM RAPPOS
(sworn July 15, 2020)

I, **SAM RAPPOS**, of the City of Markham, in the Province of Ontario **MAKE OATH**
AND SAY AS FOLLOWS:

1. I am a partner with the law firm of Chaitons LLP ("**Chaitons**"), lawyers for msi Spergel Inc. in its capacity as Court-appointed receiver of the Respondents and not in its personal capacity (the "**Receiver**"), and as such have knowledge of the matters to which I hereinafter depose.
2. Attached hereto as the following exhibits are copies of the following accounts issued by Chaitons to the Receiver totalling \$52,454.63 (comprised of fees of \$44,597.50, disbursements of \$1,962.41 and HST of \$5,894.72) with respect to this proceeding:

Exhibit "A" - Account for the period up to and including November 30, 2019;

Exhibit "B" - Account for the period up to and including January 31, 2020;

Exhibit "C" - Account for the period up to and including February 29, 2020;

Exhibit "D" - Account for the period up to and including March 31, 2020;

Exhibit "E" - Account for the period up to and including April 30, 2020;

Exhibit "F" - Account for the period up to and including May 15, 2020; and

Exhibit "G" - Account for the period up to and including July 10, 2020.

3. I confirm that the accounts described above accurately reflect the services provided by Chaitons in this matter and the fees and disbursements claimed by it from September 27, 2019 to July 10, 2020.

4. I confirm that, with respect to the accounts attached as exhibits hereto, the breakdown of the amounts between the receivership of TamTan Inc. and the receivership of 1308 Ontario Limited are as follows:

	<u>Fees</u>	<u>Disbursements</u>	<u>HST</u>	<u>Total</u>
TamTan	\$41,219.50	\$1,572.32	\$5,438.51	\$48,230.33
1308	\$3,378.00	\$390.09	\$456.21	\$4,224.30

5. Attached hereto as **Exhibit "H"** is a summary of additional information with respect to Chaitons' accounts, indicating all members of Chaitons who have worked on this matter, their year

of call to the bar, total time charged and hourly rates, and I hereby confirm that this list represents an accurate account of such information.

SWORN before me at the City)
of Toronto, this 15th)
day of July, 2020)
)



SAM RAPPOS



A Commissioner For Taking Affidavits, etc.

***THIS IS EXHIBIT "A" TO THE
AFFIDAVIT OF SAM RAPPOS
SWORN BEFORE ME THIS 15TH
DAY OF JULY, 2020.***



.....
A Commissioner Etc.



INVOICE NUMBER: 273865

November 30, 2019

MSI SPERGEL INC.
505 CONSUMERS ROAD
SUITE 200
TORONTO, ON, M2J 4V8

Re: RECEIVERSHIP OF TAMTAN INC.
Our file: 007972-64463

FOR PROFESSIONAL SERVICES RENDERED on this matter up to and including November 30, 2019:

PROFESSIONAL FEES

SUBJECT TO HST	\$4,987.50	
SUB-TOTAL		\$4,987.50

DISBURSEMENTS

NON TAXABLE	\$76.40	
SUBJECT TO HST	\$100.75	
SUB-TOTAL		\$177.15
HST at 13.00%		\$661.47

GRAND TOTAL

\$5,826.12

Amount payable on the current invoice	\$5,826.12
Plus outstanding invoices on this matter	\$0.00
Amount Due	<u>\$5,826.12</u>
Trust Balance	

Nov 18, 19	SPR	Reviewed and drafted correspondence;	0.20	\$105.00
Nov 25, 19	SPR	Discussed matters with counsel to tenant;	0.20	\$105.00
Nov 25, 19	SPR	Discussed non-real property matters with client;	0.20	\$105.00
Nov 26, 19	SPR	Reviewed and drafted correspondence regarding scheduling of motion to deal with personal property matters;	0.30	\$157.50
Nov 29, 19	SPR	Reviewed and revised draft APA; reviewed and drafted correspondence;	1.20	\$630.00
			9.50	\$4,987.50
		TOTAL HOURS		

TOTAL PROFESSIONAL FEES**\$4,987.50**

HST at 13.00%

648.38

DISBURSEMENTS:**Subject to HST:**

Teraview Charges Taxable	\$25.00
Teranet Fee Taxable	\$10.75
Teranet Electronic Registration Fee Taxable	\$65.00
	\$100.75

Non-Taxable:

Registration/Filing Fee(s) Non-taxable	\$64.40
Teraview Charges Non-taxable	\$12.00
	\$76.40

TOTAL DISBURSEMENTS**\$177.15**

HST at 13.00%

13.10

HST No R124110933

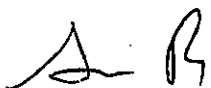
INVOICE NUMBER: 273865

E. & O.E. Payment due on receipt of the account. In Accordance with the Solicitor's Act, interest will be charged on any unpaid balance at the rate of 0.5% per annum commencing one month after delivery of this account.

GRAND TOTAL

\$5,826.12**CHAITONS LLP**

per:



Sam Rappos

HST No R124110933

INVOICE NUMBER: 273865

E. & O.E. Payment due on receipt of the account. In Accordance with the Solicitor's Act, interest will be charged on any unpaid balance at the rate of 0.5% per annum commencing one month after delivery of this account.

LAWYERS' SUMMARY:

Lawyers and legal assistants involved	Hourly Rate	Hours Billed	Total Billed
SAM RAPPOS	\$525.00	9.50	\$4,987.50
Total:		9.50	\$4,987.50

HST No R124110933

INVOICE NUMBER: 273865

E. & O.E. Payment due on receipt of the account. In Accordance with the Solicitor's Act, interest will be charged on any unpaid balance at the rate of 0.5% per annum commencing one month after delivery of this account.

***THIS IS EXHIBIT "B" TO THE
AFFIDAVIT OF SAM RAPPOS
SWORN BEFORE ME THIS 15TH
DAY OF JULY, 2020.***



.....
A Commissioner Etc.



INVOICE NUMBER: 274816

January 31, 2020

MSI SPERGEL INC.
505 CONSUMERS ROAD
SUITE 200
TORONTO, ON, M2J 4V8

Re: **RECEIVERSHIP OF TAMTAN INC.**
Our file: 007972-64463

FOR PROFESSIONAL SERVICES RENDERED on this matter up to and including January 31, 2020:

PROFESSIONAL FEES

SUBJECT TO HST	\$7,117.50	
SUB-TOTAL		\$7,117.50

DISBURSEMENTS

NON TAXABLE	\$517.61	
SUBJECT TO HST	\$262.58	
SUB-TOTAL		\$780.19
HST at 13.00%		\$959.41

GRAND TOTAL

\$8,857.10

Amount payable on the current invoice	\$8,857.10
Plus outstanding invoices on this matter	\$0.00
Amount Due	<u>\$8,857.10</u>
Trust Balance	

PROFESSIONAL FEES:

Dec 3, 19	SPR	Reviewed and drafted correspondence regarding various matters;	0.30	\$157.50
Dec 4, 19	SPR	Reviewed and revised draft APS for real property; reviewed and drafted correspondence;	1.50	\$787.50
Dec 6, 19	SPR	Reviewed and drafted correspondence;	0.20	\$105.00
Dec 10, 19	SPR	Reviewed and revised draft report; drafted notice of motion; prepared motion record for service; prepared service list; reviewed and drafted correspondence;	2.50	\$1,312.50
Dec 11, 19	SPR	Reviewed and drafted correspondence regarding upcoming motion;	0.40	\$210.00
Dec 16, 19	SPR	Drafted court order; reviewed lease documentation; reviewed and drafted correspondence regarding tenant and other matters;	1.50	\$787.50
Dec 17, 19	SPR	Prepared for and attended motion before Commercial List; attended to having Court order entered; reviewed and drafted correspondence; reviewed search results and updated service list;	4.20	\$2,205.00
Dec 18, 19	SPR	Reviewed and drafted correspondence;	0.20	\$105.00
Jan 6, 20	SPR	Reviewed and drafted correspondence;	0.30	\$157.50
Jan 7, 20	SPR	Reviewed and drafted correspondence;	0.20	\$105.00
Jan 9, 20	SPR	Discussed matters with client;	0.20	\$105.00
Jan 19, 20	SPR	Reviewed correspondence;	0.20	\$108.00
Jan 21, 20	MP	Attend at the motion to adjourn the motion for an order requiring tenants to vacate the property;	1.00	\$540.00
Jan 21, 20	SPR	Reviewed and drafted correspondence regarding tenant motion;	0.40	\$216.00

Jan 23, 20	SPR	Discussed matters with client;	0.20	\$108.00
Jan 24, 20	SPR	Reviewed correspondence;	0.20	\$108.00
			13.50	\$7,117.50
TOTAL HOURS				

TOTAL PROFESSIONAL FEES
HST at 13.00%

\$7,117.50
925.28

DISBURSEMENTS:

Subject to HST:

Kap Litigation Services Taxable	\$75.00	
Internet Search Fee Taxable	\$159.90	
Courier and Taxi Charges Taxable	\$17.20	
Long Distance Telephone Taxable	\$0.48	
Telecopier Charges Taxable	\$1.00	
Photocopying Charges Taxable	\$9.00	
		\$262.58

Non-Taxable:

Registration/Filing Fee(s) Non-taxable	\$283.19	
Teraview Charges Non-taxable	\$26.00	
Government Disbursement Internet	\$208.42	
Search Non-tax.		\$517.61

TOTAL DISBURSEMENTS**\$780.19**

HST at 13.00%

34.14

GRAND TOTAL**\$8,857.10****CHAITONS LLP**

per:



Sam Rappos

\$1,942.50 plus HST in fees and \$258.80 in non-taxable disbursements, and \$131.29 plus HST for taxable disbursements, are attributable to EZ Foods matters

LAWYERS' SUMMARY:

Lawyers and legal assistants involved	Hourly Rate	Hours Billed	Total Billed
MAYA POLIAK	\$540.00	1.00	\$540.00
SAM RAPPOS	\$540.00	1.00	\$540.00
SAM RAPPOS	\$525.00	11.50	\$6,037.50
Total:		13.50	\$7,117.50

***THIS IS EXHIBIT "C" TO THE
AFFIDAVIT OF SAM RAPPOS
SWORN BEFORE ME THIS 15TH
DAY OF JULY, 2020.***



.....
A Commissioner Etc.



INVOICE NUMBER: 275490

February 29, 2020

MSI SPERGEL INC.
505 CONSUMERS ROAD
SUITE 200
TORONTO, ON, M2J 4V8

Re: RECEIVERSHIP OF TAMTAN INC.
Our file: 007972-64463

FOR PROFESSIONAL SERVICES RENDERED on this matter up to and including February 29, 2020:

PROFESSIONAL FEES

SUBJECT TO HST	\$7,782.00	
SUB-TOTAL		\$7,782.00

DISBURSEMENTS

NON TAXABLE	\$220.42	
SUBJECT TO HST	\$184.90	
SUB-TOTAL		\$405.32
HST at 13.00%		\$1,035.70

GRAND TOTAL

\$9,223.02

Amount payable on the current invoice	\$9,223.02
Plus outstanding invoices on this matter	\$8,857.10
Amount Due	<u>\$18,080.12</u>
Trust Balance	

PROFESSIONAL FEES:

Feb 5, 20	SPR	Discussed matters with client; reviewed and drafted correspondence;	0.30	\$162.00
Feb 6, 20	SPR	Reviewed APS; reviewed and drafted correspondence regarding same and offers received;	0.80	\$432.00
Feb 7, 20	SPR	Finalized scheduling of motion; discussed matters with Federal Crown prosecutor; reviewed and drafted correspondence;	0.50	\$270.00
Feb 11, 20	SPR	Reviewed and drafted correspondence;	0.20	\$108.00
Feb 13, 20	SPR	Attended a conference call to discuss proposed sale of real property and draft sale agreement; reviewed and drafted correspondence; discussed matters with client;	0.90	\$486.00
Feb 18, 20	SPR	Reviewed comments received from client on sale agreement; reviewed changes to sale agreement and drafted correspondence to client regarding same;	1.00	\$540.00
Feb 19, 20	SPR	Reviewed and revised draft sale agreement; reviewed and drafted correspondence;	2.40	\$1,296.00
Feb 20, 20	SPR	Discussed sale agreement matters with client; reviewed and drafted correspondence;	0.50	\$270.00
Feb 21, 20	SPR	Reviewed and drafted correspondence regarding sale agreement; discussed matters with client;	0.70	\$378.00
Feb 23, 20	SPR	Reviewed environmental reports and considered environmental matters related to sale;	0.50	\$270.00
Feb 24, 20	SPR	Reviewed and drafted correspondence regarding environmental issues; attended call to discuss sale; updated service list;	1.00	\$540.00
Feb 24, 20	DT	Research regarding section 14.06(2) of the Bankruptcy and Insolvency Act;	0.61	\$122.00

HST No R124110933

INVOICE NUMBER: 275490

E. & O.E. Payment due on receipt of the account. In Accordance with the Solicitor's Act, interest will be charged on any unpaid balance at the rate of 0.5% per annum commencing one month after delivery of this account.

Feb 25, 20	SPR	Reviewed search results; reviewed revised draft sale agreement and discussed same with counsel to purchaser; discussed matters with client; discussed research regarding seized property with articling student; reviewed and drafted correspondence;	1.70	\$918.00
Feb 25, 20	DT	Research regarding restraint and management orders under s.490.8 and s.490.81 of the Criminal Code;	2.25	\$450.00
Feb 26, 20	SPR	Discussed matters with client and Roynat; attended call with client and purchaser's lawyer; reviewed and drafted correspondence;	1.20	\$648.00
Feb 26, 20	DT	Research regarding restraint and management orders under s.490.8 and s.490.81 of the Criminal Code;	0.14	\$28.00
Feb 27, 20	SPR	Reviewed revised draft of sale agreement and discussed same with client; discussed matters with counsel to the purchaser; reviewed and drafted correspondence regarding finalization of sale agreement;	1.10	\$594.00
Feb 28, 20	SPR	Reviewed and drafted correspondence regarding sale approval motion;	0.50	\$270.00
TOTAL HOURS			16.30	\$7,782.00

TOTAL PROFESSIONAL FEES

HST at 13.00%

\$7,782.00

1,011.66

DISBURSEMENTS:**Subject to HST:**

Internet Search Fee Taxable	\$159.90	
Teraview Charges Taxable	\$25.00	
		\$184.90

HST No R124110933

INVOICE NUMBER: 275490

E. & O.E. Payment due on receipt of the account. In Accordance with the Solicitor's Act, interest will be charged on any unpaid balance at the rate of 0.5% per annum commencing one month after delivery of this account.

Non-Taxable:

Teraview Charges Non-taxable	\$12.00
Government Disbursement Internet	\$208.42
Search Non-tax.	

\$220.42

TOTAL DISBURSEMENTS**\$405.32**

HST at 13.00%

24.04

GRAND TOTAL**\$9,223.02****CHAITONS LLP**

per:



Sam Rappos

LAWYERS' SUMMARY:

Lawyers and legal assistants involved	Hourly Rate	Hours Billed	Total Billed
SAM RAPPOS	\$540.00	13.30	\$7,182.00
DANA TALUCCI	\$200.00	3.00	\$600.00
Total:		16.30	\$7,782.00

HST No R124110933

INVOICE NUMBER: 275490

E. & O.E. Payment due on receipt of the account. In Accordance with the Solicitor's Act, interest will be charged on any unpaid balance at the rate of 0.5% per annum commencing one month after delivery of this account.

Doc#4725057v1

***THIS IS EXHIBIT "D" TO THE
AFFIDAVIT OF SAM RAPPOS
SWORN BEFORE ME THIS 15TH
DAY OF JULY, 2020.***



.....
A Commissioner Etc.



INVOICE NUMBER: 275868

March 31, 2020

MSI SPERGEL INC.
505 CONSUMERS ROAD
SUITE 200
TORONTO, ON, M2J 4V8

Re: RECEIVERSHIP OF TAMTAN INC.
Our file: 007972-64463

FOR PROFESSIONAL SERVICES RENDERED on this matter up to and including March 31, 2020:

PROFESSIONAL FEES

SUBJECT TO HST	\$12,452.50	
SUB-TOTAL		\$12,452.50

DISBURSEMENTS

NON TAXABLE	\$351.50	
SUBJECT TO HST	\$190.47	
SUB-TOTAL		\$541.97
HST at 13.00%		\$1,643.59

GRAND TOTAL		\$14,638.06
--------------------	--	--------------------

Amount payable on the current invoice	\$14,638.06
Plus outstanding invoices on this matter	\$18,080.12
Amount Due	<u>\$32,718.18</u>
Trust Balance	

PROFESSIONAL FEES:

Mar 2, 20	SPR	Reviewed and drafted correspondence regarding EZ Foods matters (0.2); Reviewed and drafted correspondence regarding sale of real property (0.2);	0.40	\$216.00
Mar 3, 20	SPR	Attended conference call with government; discussed matters with client; reviewed parcel and writs; reviewed and revised draft report; reviewed and drafted correspondence;	3.80	\$2,052.00
Mar 4, 20	SPR	Drafted notice of motion and order; revised draft approval and vesting order; finalized service list; finalized motion record for service; reviewed and drafted correspondence;	3.50	\$1,890.00
Mar 9, 20	SPR	Discussed matters with client; discussed matters with Jean Cadrin; reviewed and drafted correspondence;	0.60	\$324.00
Mar 10, 20	SPR	Reviewed and drafted correspondence;	0.20	\$108.00
Mar 11, 20	SPR	Reviewed and drafted correspondence regarding upcoming motion;	0.50	\$270.00
Mar 12, 20	SPR	Discussed matters with client; revised Court orders; reviewed and drafted correspondence regarding motion;	0.90	\$486.00
Mar 13, 20	SPR	Attended at Commercial List Court for sale approval; attended to having orders issued and entered; reviewed and drafted correspondence regarding next steps; discussed matters with client;	3.50	\$1,890.00
Mar 14, 20	SPR	Reviewed and drafted correspondence;	0.20	\$108.00
Mar 15, 20	SPR	Reviewed and drafted correspondence;	0.30	\$162.00
Mar 16, 20	SPR	Reviewed and responded to correspondence;	0.30	\$162.00
Mar 18, 20	SPR	Reviewed and drafted correspondence regarding MPAC matter;	0.30	\$162.00
Mar 19, 20	SPR	Reviewed and drafted correspondence;	0.20	\$108.00

HST No R124110933

INVOICE NUMBER: 275868

E. & O.E. Payment due on receipt of the account. In Accordance with the Solicitor's Act, interest will be charged on any unpaid balance at the rate of 0.5% per annum commencing one month after delivery of this account.

Mar 20, 20	SPR	Discussed distribution matters with client; reviewed and drafted correspondence regarding distribution matters and MPAC appeal;	1.00	\$540.00
Mar 21, 20	SPR	Reviewed and responded to correspondence from tenant and discussed same with client;	0.60	\$324.00
Mar 23, 20	SPR	Discussed matters with MPAC and counsel to purchaser; attended call with client and Roynat to discuss matters related to distributions; reviewed and drafted correspondence;	1.00	\$540.00
Mar 26, 20	SPR	Reviewed and revised form regarding appeal of MPAC assessment; drafted correspondence regarding same;	0.30	\$162.00
Mar 27, 20	SPR	Reviewed and drafted correspondence;	0.20	\$108.00
Mar 30, 20	SPR	Finalized form regarding MPAC appeal and reviewed and drafted correspondence regarding same; reviewed and drafted correspondence regarding closing matters;	0.50	\$270.00
Mar 31, 20	SPR	Reviewed and commented on draft purchaser closing documents; drafted closing documents; reviewed and drafted correspondence regarding numerous sale transaction matters;	4.70	\$2,538.00
Mar 31, 20	AMK	Review of document registration agreement; e-mail communication to S. Rappos in connection therewith;	0.10	\$32.50
TOTAL HOURS			23.10	\$12,452.50

TOTAL PROFESSIONAL FEES
HST at 13.00%

\$12,452.50
1,618.83

HST No R124110933

INVOICE NUMBER: 275868

E. & O.E. Payment due on receipt of the account. In Accordance with the Solicitor's Act, interest will be charged on any unpaid balance at the rate of 0.5% per annum commencing one month after delivery of this account.

DISBURSEMENTS:**Subject to HST:**

Kap Litigation Services Taxable	\$63.00	
Teraview Charges Taxable	\$25.00	
Courier and Taxi Charges Taxable	\$100.97	
Photocopying Charges Taxable	\$1.50	
		\$190.47

Non-Taxable:

Registration/Filing Fee(s) Non-taxable	\$320.00	
Teraview Charges Non-taxable	\$31.50	
		\$351.50

TOTAL DISBURSEMENTS**\$541.97**

HST at 13.00%

24.76

GRAND TOTAL**\$14,638.06****CHAITONS LLP**

per: _____



Sam Rappos

\$540 plus HST in legal fees is attributable to matters related to EZ Foods

HST No R124110933

INVOICE NUMBER: 275868

E. & O.E. Payment due on receipt of the account. In Accordance with the Solicitor's Act, interest will be charged on any unpaid balance at the rate of 0.5% per annum commencing one month after delivery of this account.

LAWYERS' SUMMARY:

Lawyers and legal assistants involved	Hourly Rate	Hours Billed	Total Billed
SAM RAPPOS	\$540.00	23.00	\$12,420.00
ALEXANDRA KRANCEVIC	\$325.00	0.10	\$32.50
Total:		23.10	\$12,452.50

HST No R124110933

INVOICE NUMBER: 275868

E. & O.E. Payment due on receipt of the account. In Accordance with the Solicitor's Act, interest will be charged on any unpaid balance at the rate of 0.5% per annum commencing one month after delivery of this account.

*THIS IS EXHIBIT "E" TO THE
AFFIDAVIT OF SAM RAPPOS
SWORN BEFORE ME THIS 15TH
DAY OF JULY, 2020.*



.....
A Commissioner Etc.

INVOICE NUMBER: 276170

April 30, 2020

MSI SPERGEL INC.
505 CONSUMERS ROAD
SUITE 200
TORONTO, ON, M2J 4V8

Re: **RECEIVERSHIP OF TAMTAN INC.**
Our file: 007972-64463

FOR PROFESSIONAL SERVICES RENDERED on this matter up to and including April 30, 2020:

PROFESSIONAL FEES

SUBJECT TO HST	\$7,506.00	
SUB-TOTAL		\$7,506.00

DISBURSEMENTS

NON TAXABLE	\$50.00	
SUBJECT TO HST	\$4.78	
SUB-TOTAL		\$54.78
HST at 13.00%		\$976.40

GRAND TOTAL

\$8,537.18

Amount payable on the current invoice	\$8,537.18
Plus outstanding invoices on this matter	\$0.00
Amount Due	<u>\$8,537.18</u>
Trust Balance	

HST No R124110933

INVOICE NUMBER: 276170

E. & O.E. Payment due on receipt of the account. In Accordance with the Solicitor's Act, interest will be charged on any unpaid balance at the rate of 0.5% per annum commencing one month after delivery of this account.

PROFESSIONAL FEES:

Apr 1, 20	SPR	Attended call with client and with counsel to purchaser; discussed matters with client; reviewed and drafted correspondence regarding to closing; attended to matters related to closing;	2.20	\$1,188.00
Apr 2, 20	SPR	Attended to matters related to closing of sale transaction, including discussing matters with client and reviewing and drafting correspondence and documents;	5.40	\$2,916.00
Apr 3, 20	SPR	Attended to matters related to closing of sale of 1405 Morningside Avenue;	3.20	\$1,728.00
Apr 6, 20	SPR	Reviewed and drafted correspondence regarding post closing matters; attended to post closing matters;	1.40	\$756.00
Apr 8, 20	SPR	Reviewed and drafted correspondence;	0.10	\$54.00
Apr 16, 20	SPR	Reviewed and drafted correspondence;	0.30	\$162.00
Apr 18, 20	SPR	Reviewed and drafted correspondence and updated service list;	0.30	\$162.00
Apr 20, 20	SPR	Reviewed and drafted correspondence regarding next steps in proceeding;	0.50	\$270.00
Apr 29, 20	SPR	Reviewed and drafted correspondence regarding next steps;	0.20	\$108.00
Apr 30, 20	SPR	Drafted letter to the Court for a hearing;	0.30	\$162.00
			13.90	\$7,506.00
		TOTAL HOURS		

TOTAL PROFESSIONAL FEES

HST at 13.00%

\$7,506.00
975.78**DISBURSEMENTS:**

HST No R124110933

INVOICE NUMBER: 276170

E. & O.E. Payment due on receipt of the account. In Accordance with the Solicitor's Act, interest will be charged on any unpaid balance at the rate of 0.5% per annum commencing one month after delivery of this account.

Subject to HST:

Postage Charges Taxable	\$1.78	
Telecopier Charges Taxable	\$3.00	
		\$4.78

Non-Taxable:

Bank Service Charges Non-taxable	\$50.00	
		\$50.00

TOTAL DISBURSEMENTS**\$54.78**

HST at 13.00%

0.62

GRAND TOTAL

\$8,537.18**CHAITONS LLP**

per:



Sam Rappos

HST No R124110933

INVOICE NUMBER: 276170

E. & O.E. Payment due on receipt of the account. In Accordance with the Solicitor's Act, interest will be charged on any unpaid balance at the rate of 0.5% per annum commencing one month after delivery of this account.

LAWYERS' SUMMARY:

Lawyers and legal assistants involved	Hourly Rate	Hours Billed	Total Billed
SAM RAPPOS	\$540.00	13.90	\$7,506.00
Total:		13.90	\$7,506.00

HST No R124110933

INVOICE NUMBER: 276170

E. & O.E. Payment due on receipt of the account. In Accordance with the Solicitor's Act, interest will be charged on any unpaid balance at the rate of 0.5% per annum commencing one month after delivery of this account.

Doc#4772622v1

***THIS IS EXHIBIT "F" TO THE
AFFIDAVIT OF SAM RAPPOS
SWORN BEFORE ME THIS 15TH
DAY OF JULY, 2020.***

.....

A Commissioner Etc.

Chaitons^{LLP}

INVOICE NUMBER: 276431

May 28, 2020

MSI SPERGEL INC.
505 CONSUMERS ROAD
SUITE 200
TORONTO, ON, M2J 4V8

Re: RECEIVERSHIP OF TAMTAN INC.
Our file: 007972-64463

FOR PROFESSIONAL SERVICES RENDERED on this matter up to and including May 15, 2020:

PROFESSIONAL FEES

SUBJECT TO HST	\$1,188.00	
SUB-TOTAL		\$1,188.00
HST at 13.00%		\$154.44

GRAND TOTAL		\$1,342.44
--------------------	--	-------------------

Amount payable on the current invoice	\$1,342.44
Plus outstanding invoices on this matter	\$0.00
Amount Due	<u>\$1,342.44</u>
Trust Balance	

HST No R124110933

INVOICE NUMBER: 276431

E. & O.E. Payment due on receipt of the account. In Accordance with the Solicitor's Act, interest will be charged on any unpaid balance at the rate of 0.5% per annum commencing one month after delivery of this account.

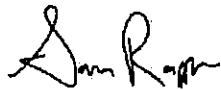
PROFESSIONAL FEES:

May 1, 20	SPR	Drafted letter to the Court and reviewed and drafted correspondence regarding same;	0.50	\$270.00
May 12, 20	SPR	Discussed matters with client; reviewed and considered provisions of Criminal Code and drafted correspondence to PSPC;	1.20	\$648.00
May 14, 20	SPR	Reviewed and drafted correspondence regarding discussions with PPSAC;	0.30	\$162.00
May 15, 20	SPR	Reviewed and drafted correspondence;	0.20	\$108.00
TOTAL HOURS			2.20	\$1,188.00

TOTAL PROFESSIONAL FEES**\$1,188.00**

HST at 13.00%

154.44

GRAND TOTAL**\$1,342.44****CHAITONS LLP**

per:

Sam Rappos

HST No R124110933

INVOICE NUMBER: 276431

E. & O.E. Payment due on receipt of the account. In Accordance with the Solicitor's Act, Interest will be charged on any unpaid balance at the rate of 0.5% per annum commencing one month after delivery of this account.

LAWYERS' SUMMARY:

Lawyers and legal assistants involved	Hourly Rate	Hours Billed	Total Billed
SAM RAPPOS	\$540.00	2.20	\$1,188.00
Total:		2.20	\$1,188.00

HST No R124110933

INVOICE NUMBER: 276431

E. & O.E. Payment due on receipt of the account. In Accordance with the Solicitor's Act, interest will be charged on any unpaid balance at the rate of 0.5% per annum commencing one month after delivery of this account.

***THIS IS EXHIBIT "G" TO THE
AFFIDAVIT OF SAM RAPPOS
SWORN BEFORE ME THIS 15TH
DAY OF JULY, 2020.***



.....
A Commissioner Etc.

INVOICE NUMBER: 277000

July 15, 2020

MSI SPERGEL INC.
505 CONSUMERS ROAD
SUITE 200
TORONTO, ON, M2J 4V8

Re: **RECEIVERSHIP OF TAMTAN INC.**
Our file: 007972-64463

FOR PROFESSIONAL SERVICES RENDERED on this matter up to and including July 10, 2020:

PROFESSIONAL FEES

SUBJECT TO HST	\$3,564.00	
SUB-TOTAL		\$3,564.00

DISBURSEMENTS

SUBJECT TO HST	\$3.00	
SUB-TOTAL		\$3.00
HST at 13.00%		\$463.71

GRAND TOTAL		\$4,030.71
--------------------	--	-------------------

Amount payable on the current invoice	\$4,030.71
Plus outstanding invoices on this matter	\$0.00
Amount Due	<u>\$4,030.71</u>
Trust Balance	

HST No R124110933

INVOICE NUMBER: 277000

E. & O.E. Payment due on receipt of the account. In Accordance with the Solicitor's Act, interest will be charged on any unpaid balance at the rate of 0.5% per annum commencing one month after delivery of this account.

PROFESSIONAL FEES:

May 20, 20	SPR	Attended conference call with client and Crown; discussed matters with client; reviewed and drafted correspondence;	1.20	\$648.00
May 26, 20	SPR	Reviewed and drafted correspondence;	0.30	\$162.00
May 27, 20	SPR	Reviewed and drafted correspondence;	0.10	\$54.00
May 28, 20	SPR	Discussed matters with counsel to judgment creditor; reviewed and drafted correspondence in response to questions;	0.70	\$378.00
May 29, 20	SPR	Reviewed and drafted correspondence; updated service list;	0.50	\$270.00
Jun 3, 20	SPR	Reviewed and drafted correspondence; prepared counsel slip for hearing;	0.40	\$216.00
Jun 4, 20	SPR	Reviewed and drafted correspondence;	0.20	\$108.00
Jun 5, 20	SPR	Reviewed and drafted correspondence;	0.10	\$54.00
Jun 9, 20	SPR	Reviewed and drafted correspondence;	0.30	\$162.00
Jul 7, 20	SPR	Reviewed and drafted correspondence;	0.20	\$108.00
Jul 9, 20	SPR	Reviewed and drafted correspondence;	0.10	\$54.00
Jul 10, 20	SPR	Reviewed and drafted correspondence; finalized security opinion regarding Roynat mortgage on real property;	2.50	\$1,350.00
			6.60	\$3,564.00
		TOTAL HOURS		

TOTAL PROFESSIONAL FEES**\$3,564.00**

HST at 13.00%

463.32**DISBURSEMENTS:****Subject to HST:**

Teraview Charges Taxable

\$3.00

HST No R124110933

INVOICE NUMBER: 277000

E. & O.E. Payment due on receipt of the account. In Accordance with the Solicitor's Act, interest will be charged on any unpaid balance at the rate of 0.5% per annum commencing one month after delivery of this account.

3.

\$3.00

TOTAL DISBURSEMENTS
HST at 13.00%

\$3.00
0.39

GRAND TOTAL

\$4,030.71

CHAITONS LLP

per:



Sam Rappos

HST No R124110933

INVOICE NUMBER: 277000

E. & O.E. Payment due on receipt of the account. In Accordance with the Solicitor's Act, interest will be charged on any unpaid balance at the rate of 0.5% per annum commencing one month after delivery of this account.

Doc#4821498v1

LAWYERS' SUMMARY:

Lawyers and legal assistants involved	Hourly Rate	Hours Billed	Total Billed
SAM RAPPOS	\$540.00	6.60	\$3,564.00
Total:		6.60	\$3,564.00

HST No R124110933

INVOICE NUMBER: 277000

E. & O.E. Payment due on receipt of the account. In Accordance with the Solicitor's Act, interest will be charged on any unpaid balance at the rate of 0.5% per annum commencing one month after delivery of this account.

Doc#4821498v1

***THIS IS EXHIBIT "H" TO THE
AFFIDAVIT OF SAM RAPPOS
SWORN BEFORE ME THIS 15TH
DAY OF JULY, 2020.***



.....
A Commissioner Etc.

SUMMARY

Lawyer	Year of Call	Hours Billed	Hourly Rate	Amount Billed
Sam Rappos	2005	21.0	\$525	\$11,102.50
Sam Rappos	2005	60.0	\$540	\$32,400.00
Maya Poliak	2007	1.0	\$540	\$540.00
Alexandra Krancevic	2017	0.1	\$325	\$32.50
Dana Talucci	Articling Student	3.0	\$200	\$600
Total Hours and Amounts Billed		85.1		\$44,597.50
Average Hourly Rate			\$524.06	
Total Costs				\$1,962.41
Total Taxes (HST)				\$5,894.72
TOTAL				\$52,454.63

ROYNAT INC.

Applicant

- and -

TAMTAN INC. and 1308963 ONTARIO LIMITED (o/a

EZ FOOD GROUP)

Respondents

Court File No. CV-19-00628569-00CL

ONTARIO

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

Proceedings commenced at TORONTO

AFFIDAVIT OF SAM RAPPOS

CHAITONS LLP

5000 Yonge Street, 10th Floor
Toronto, ON M2N 7E9

Sam Rappos (LSO #51399S)

Tel: (416) 218-1137

Fax: (416) 218-1837

Email: samr@chaitions.com

**Lawyers for the Court-appointed
Receiver, msi Spengel Inc.**

APPENDIX 10

RECEIVER CERTIFICATE

CERTIFICATE NO. 2

AMOUNT \$ 100,000.00

1. THIS IS TO CERTIFY that msi Spergel Inc., the receiver (the “**Receiver**”) of the assets, undertakings and properties TamTan Inc. and 1308963 Ontario Limited (o/a EZ Food Group) 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 16th day of October, 2019 (the “**Order**”) made in an action having Court file number CV-19-00628569-00CL 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 \$200,000 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 3rd day of each month after the date hereof at a notional rate per annum equal to the rate of 2.75 per cent above the Roynat Floating Base Rate 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 Toronto, Ontario.
5. Until all liability in respect of this certificate has been terminated, no certificates creating charges ranking or purporting to rank in priority to this certificate shall be issued by the Receiver

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

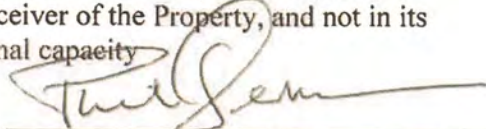
6. The charge securing this certificate shall operate so as to permit the Receiver to deal with the Property as authorized by the Order and as authorized by any further or other order of the Court.

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 2nd day of January, 2020.

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

Per:

A handwritten signature in dark ink, appearing to read "Philip H. Gennis", written over a horizontal line.

Name: Philip H. Gennis

Title: Senior Principal

RECEIVER CERTIFICATE

CERTIFICATE NO. 1

AMOUNT \$ 50,000.00

1. THIS IS TO CERTIFY that msi Spergel Inc., the receiver (the “**Receiver**”) of the assets, undertakings and properties TamTan Inc. and 1308963 Ontario Limited (o/a EZ Food Group) 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 16th day of October, 2019 (the “**Order**”) made in an action having Court file number CV-19-00628569-00CL has received as such Receiver from the holder of this certificate (the “**Lender**”) the principal sum of \$50,000.00, being part of the total principal sum of \$200,000 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 19th day of each month after the date hereof at a notional rate per annum equal to the rate of 2.75 per cent above the Roynat Floating Base Rate 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 Toronto, Ontario.
5. Until all liability in respect of this certificate has been terminated, no certificates creating charges ranking or purporting to rank in priority to this certificate shall be issued by the Receiver

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

6. The charge securing this certificate shall operate so as to permit the Receiver to deal with the 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 19th day of November, 2019.

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

APPENDIX 11

RoyNat Capital

Portfolio Administration

PAYOUT FIGURES

As at July 09, 2020

Client Name :

Msi Spergel Inc.

Account No:

011857-001

Interest Rate:

3.770%

Principal Outstanding		\$150,000.00
Interest in arrears		\$3,243.57
Accrued Interest		\$356.20
Accrued Late Payment Charge		\$7.73
		<hr/>
Total		\$153,607.50
Daily accrual valid until:	July 29, 2020	\$15.82

Checked by

APPENDIX 12

Government
of CanadaGouvernement
du Canada

Canada Revenue Agency

View account balance

Account number:

834821761 RT0001

Business name:

TAMTAN INC.

Note: Credits may be held on this account because of unfiled return(s).

Outstanding balance

Your amount owing: \$26,269.35

Interim balance

Your current interim balance: \$0.00

Period-end balances *(select the link to view account transactions)*

Period-end	Interim balance	Balance
Non-reporting period	\$0.00	\$0.00
2019-Oct-16	\$0.00	\$1,628.56
2019-Sep-30	\$0.00	\$9,603.71
2019-Jun-30	\$0.00	\$9,821.92
2019-Mar-31	\$0.00	\$5,215.16
2018-Dec-31	\$0.00	\$0.00
2018-Sep-30	\$0.00	\$0.00

Period-end	Interim balance	Balance
2018-Jun-30	\$0.00	\$0.00
2018-Mar-31	\$0.00	\$0.00
2017-Dec-31	\$0.00	\$0.00
2017-Sep-30	\$0.00	\$0.00
2017-Jun-30	\$0.00	\$0.00
2017-Mar-31	\$0.00	\$0.00
2016-Dec-31	\$0.00	\$0.00
2016-Sep-30	\$0.00	\$0.00
2016-Jun-30	\$0.00	\$0.00
2016-Mar-31	\$0.00	\$0.00
2015-Dec-31	\$0.00	\$0.00
2015-Sep-30	\$0.00	\$0.00
2015-Jun-30	\$0.00	\$0.00
2014-Dec-31	\$0.00	\$0.00
2013-Dec-31	\$0.00	\$0.00
2012-Dec-31	\$0.00	\$0.00
Prior periods	\$0.00	\$0.00
TOTAL	\$0.00	\$26,269.35

APPENDIX 13

July 15, 2020

VIA EMAIL

msi Spergel Inc.
505 Consumers Road, Suite 200
North York, M2J 4V8

Attention: Philip Gennis

Re: TamTan Inc. ("TamTan")

Dear Mr. Gennis,

On October 16, 2019, the Superior Court of Justice (Commercial List) appointed msi Spergel Inc. as receiver (the "**Receiver**") over the property, assets and undertaking of TamTan. The property of TamTan subject to the receivership included real property municipally known as 1405 Morningside Avenue, Toronto and legally described as set out in **Schedule "A"** hereto (the "**Property**"). On April 3, 2020, the Receiver completed a sale of the Property.

In your capacity as Receiver, you have requested that we review the following to determine its validity and enforceability as against the Property prior to the completion of the sale:

1. Charge/Mortgage of Land granted by TamTan in favour of Roynat Inc. ("**Roynat**") in the principal amount of \$2,750,000 registered against the Property on April 16, 2010 as instrument number AT2353616 (the "**Mortgage**").

Opinion

Subject to the assumptions and qualifications hereinafter set out, we are of the opinion that:

1. The Mortgage provides Roynat with a valid and enforceable registered first charge over the Property. The Mortgage secures the payment of all moneys and liabilities of TamTan to Roynat.

Searches

1. A Corporation Profile Report produced on December 12, 2019 by the Ministry of Government Services indicates that TamTan was incorporated on November 9, 2006 as "TamTan Inc.". TamTan does not appear to have changed its name since the date of incorporation and it does not appear to have a French-form of name.
2. We also obtained a certificate from the Sheriff of the City of Toronto in respect of executions which were outstanding against TamTan as at December 13, 2019. The certificate evidenced an execution registered subsequent to the registration of the Mortgage in favour of Argil Property Tax Services Paralegal Professional Corporation on August 13, 2019.
3. We conducted a subsearch against the Property in the Land Registry Office for the Land Titles Division of Toronto (66) on March 3, 2020. The subsearch evidences that TamTan was the registered owner of the Property and the Mortgage was the first registered charge against the Property.

Scope of Review, Assumptions and Qualifications

Our opinion expressed herein is limited to the laws of Ontario and to the laws of Canada applicable therein. This opinion is based solely on a review of copies of the Mortgage and our searches of the governmental

records referred to above. We have not reviewed any other documentation or made any other enquiries about matters which may affect the validity and enforceability of the Mortgage.

For the purposes of this opinion we have assumed that:

1. the Mortgage was duly authorized, executed and delivered by TamTan to Roynat;
2. the genuineness of all signatures (whether on originals or copies of documents), the conformity to original documents submitted to us as notarial, certified, conformed, photostatic or telecopies copies thereof and the authenticity of the originals of such documents;
3. there are no agreements or other facts which might affect the validity or enforceability of the Mortgage which is not apparent from a review of the Mortgage;
4. consideration/value was given by Roynat to TamTan;
5. TamTan had the capacity to borrow money in Ontario, to provide the Mortgage, to execute and deliver the Mortgage and to perform the covenants contained therein on its part to be performed;
6. the indices and filing systems at the public offices where we have searched or enquired or have caused searches or enquiries to be completed were accurate, current and complete;
7. we express no opinion as to the priority of the Mortgage with respect to:
 - (a) any defects of quality or title, encroachments or by-law infractions which might be revealed by an up-to-date survey of the Property;
 - (b) any liens and related certificates of action registered against the Property pursuant to the *Construction Lien Act* (Ontario);
 - (c) all limitations, reservations, provisos and conditions expressed in the original grant from the Crown;
 - (d) liens for taxes (which includes local improvement assessments, charges, levies and rates) or utility charges (including levies or imposts for sewers and other municipal utility services) not yet due;
 - (e) zoning and building by-laws and ordinances, and municipal by-laws and regulations;
 - (f) undetermined or inchoate liens and charges;
 - (g) the exceptions and qualification set forth in the *Land Titles Act* (Ontario);
 - (h) any statutory liens or claims which may have or obtain priority without registration in any office of public record;
 - (i) defects or irregularities in title to the Property which in our opinion, acting reasonably, do not and will not, either individually or in the aggregate, materially and adversely affect the Mortgage or the priority thereof or the value or use of the Property;
 - (j) any unregistered development, subdivision, servicing, site plan, restrictive covenant or similar agreements concerning the Property entered into from time to time, but any such agreement would not have priority over the Mortgage unless Roynat (i) had actual notice of such agreement before the Mortgage was registered or (ii) subordinated the Mortgage to such agreement;

- (k) minor encroachments over neighbouring lands and permitted under agreements with the owners of such lands or under possessory rights;
- (l) any unregistered easements or rights of way that may affect the Property; and
- (m) the rights of any party under any lease, sublease, agreement to lease, tenancy agreement or any other occupancy agreement relating to the Property, or a portion thereof, for which notice is not required to be registered pursuant to the provisions of the *Land Titles Act* (Ontario) or in respect of which Roynat had actual notice when the Mortgage was registered.

The opinions expressed herein are also subject to the following qualifications:

1. we express no opinion on whether the Mortgage can be attacked under the *Bankruptcy and Insolvency Act* (Canada) or any other federal or provincial legislation as a fraudulent conveyance, preference, transaction at undervalue or otherwise;
2. enforceability of the Mortgage may be limited by bankruptcy, insolvency, reorganization, receivership, moratorium, arrangement or winding-up laws or other similar laws affecting the enforcement of creditors' rights generally; and
3. enforceability of the Mortgage may also be limited by equitable principles including the principle that equitable remedies such as specific performance and injunction may only be granted in the discretion of a court of competent jurisdiction.

We trust the above is satisfactory for your purposes. Should you have any questions, please contact the undersigned.

Yours truly,
CHAITONS LLP



Sam Rappos
LAWYER

SCHEDULE "A"

PIN	06054-0805 (LT)
Property Description	PCL BLK 0-1 SECT M1919 PTS BLKS 9, 10 ON PLAN M1995 AND PT BLK O, BEING A RESERVE ON PLAN M1919; PTS 19 TO 21, 23 TO 28, 49 TO 53, 55 TO 58, 62, 67 & 68 66R15458; TOGETHER WITH EASE & ROW OVER PTS 36, 42, 43, 47 66R15458 AS IN C531411 TOGETHER WITH EASE OVER PTS 29, 36 TO 38, 40 TO 46, 47, 48, 54, 63, 64 & 65 AS IN C531411; SUBJ TO EASE OVER PT 49, 50, 51, 53, 55, 56, 58 66R15458 AS IN C617313 SUBJ TO ROW OVER PTS 49 TO 51, 55, 56 66R15458 AS IN C617313 SUBJ TO EASE & RGT OVER 25 TO 27, 49 66R15458 AS IN C531411 SUBJ TO RGT AS IN A928321 SCARBOROUGH. DESCRIPTION AMENDED 94/11/30 BY K. MASSAROTTO , CITY OF TORONTO

APPENDIX 14

To:

From:

D.O.:

Date:

**RoyNat Capital
Portfolio Administration**

PAYOUT FIGURES
As at July 09, 2020

TamTan Inc. (Borrower)
1308963 Ontario Limited oa EZ Food Group (Guarantor)

Account No: 009656-003
Interest Rate: 3.770 %

Principal Outstanding	(Includes arrears of \$ 2,289,647.74)	\$2,289,647.74
Interest in arrears		\$39,594.73
Interest Charges in arrears		\$129,212.97
Returned Cheque Fee in arrears		\$600.00
Expenses and Late Payment Charge		\$161,920.53
Total		\$2,620,975.97
Daily accrual valid until:	July 29, 2020	\$270.71

Checked by _____

APPENDIX 15

RECEIVER CERTIFICATE

CERTIFICATE NO. 3

AMOUNT \$ 30,000.00

1. THIS IS TO CERTIFY that msi Spergel Inc., the receiver (the “**Receiver**”) of the assets, undertakings and properties TamTan Inc. and 1308963 Ontario Limited (o/a EZ Food Group) 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 16th day of October, 2019 (the “**Order**”) made in an action having Court file number CV-19-00628569-00CL has received as such Receiver from the holder of this certificate (the “**Lender**”) the principal sum of \$30,000.00, being part of the total principal sum of \$200,000 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 3rd day of each month after the date hereof at a notional rate per annum equal to the rate of 2.75 per cent above the Roynat Floating Base Rate 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 Toronto, Ontario.

5. Until all liability in respect of this certificate has been terminated, no certificates creating charges ranking or purporting to rank in priority to this certificate shall be issued by the Receiver

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

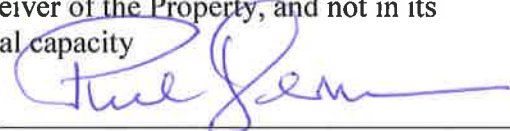
6. The charge securing this certificate shall operate so as to permit the Receiver to deal with the Property as authorized by the Order and as authorized by any further or other order of the Court.

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 2nd day of January, 2020.

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

APPENDIX 16

To:

From:

D.O.:

Date:

RoyNat Capital
Portfolio Administration
PAYOUT FIGURES
As at July 09, 2020

Client Name : Msi Spergel Inc.

Account No: 011857-001
Interest Rate: 3.770%

Principal Outstanding	\$30,000.00
Interest in arrears	\$664.61
Accrued Interest	\$72.69
Accrued Late Payment Charge	\$1.58
Total	\$30,738.88
Daily accrual valid until:	July 29, 2020
	\$3.23

Checked by _____

APPENDIX 17



Canada Revenue
Agency

Agence du revenu
du Canada

Tax Services Office
North York ON M2N 6R9

December 19, 2019

1308963 ONTARIO LTD
C/O MSI SPERGEL INC
200-505 CONSUMERS RD
TORONTO ON M2J 4V8

Account Number
88722 9623 RP0001

Dear Sir or Madam:

Subject: Payroll examination statement of account

We have recently completed an examination of your books and records. Enclosed is your PD83-1, Payroll Examination Statement of Account.

If you have questions or need information about the attached documentation, please call me at (416)414-3266.

Yours truly,

A. Gritti
Trust Accounts Examination Officer

Enclosure(s)

Canada

Toronto North Tax Services Office
5001 Yonge Street
North York ON M2N 6R9

Local : 416-414-3266
Toll Free : 1-866-818-8858
Fax : 416-512-4242
Web site : canada.ca/taxes



Payroll Examination Statement of Account

Taxpayer's Name 1308963 ONTARIO LTD		Date 2019-12-12	
Taxpayer's Address 200-505 CONSUMERS RD		Collections Section Contact	
TORONTO, ON M2J 4V8		Collections Section Telephone	
Account Number 887229623RP0001		Tax Services Office 1263 Toronto North	
An examination of your payroll records performed on 2019-12-12		covering the period(s) from 2017-01-01 to 2019-10-31	
discloses discrepancies in your remittances as follows:			
Details	Current Year 2019 \$	Previous Year 2018 \$	Previous Year(s) 2017 \$
Total deductions and taxpayer's obligation		131,539.64	106,491.35
Total credits to date		131,772.83	107,119.37
Adjustments		-233.19	-628.02
Difference		0.00	0.00
Corrections re EI and/or CPP (See PD86 attached)		0.00	0.00
Balance		0.00	0.00
Failure to remit penalty		0.00	0.00
Interest		0.00	0.00
Late remitting penalty		0.00	0.00
Failure to deduct penalty		0.00	0.00
Late filing penalty		0.00	0.00
Mandatory electronic filing penalty		0.00	0.00
Total owing		0.00	0.00
Total arrears disclosed during examination		0.00	
Previous arrears		0.00	
Adjustments (Previous arrears)		0.00	
Interest to date on previous arrears		0.00	
Sub total		0.00	
Less: Current payment		0.00	
Balance due		0.00	

A notice of assessment will follow shortly. However, the amount owing is due and payable immediately and you are therefore required to provide the examination officer with the appropriate payment. Failure to do so may result in legal proceedings either by way of garnishee or action in the Federal Court which could result in seizure and sale of your assets.

ALESSA GRITTI	2019-12-12
For Assistant Director, Revenue Collections Division	Date

Signature for receipt only of this statement
--

APPENDIX 18

RUN NUMBER : 346
RUN DATE : 2019/12/12
ID : 20191212143329.67

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 1
(2886)

THIS IS TO CERTIFY THAT A SEARCH HAS BEEN MADE IN THE RECORDS OF THE CENTRAL OFFICE
OF THE PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM IN RESPECT OF THE FOLLOWING:

TYPE OF SEARCH : BUSINESS DEBTOR

SEARCH CONDUCTED ON : 1308963 ONTARIO LTD.

FILE CURRENCY : 11DEC 2019

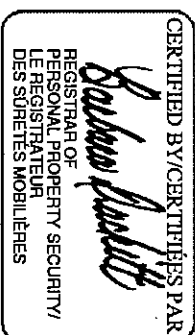
ENQUIRY NUMBER 20191212143329.67 CONTAINS 15 PAGE(S), 4 FAMILY(IES).

THE SEARCH RESULTS MAY INDICATE THAT THERE ARE SOME REGISTRATIONS WHICH SET OUT A BUSINESS DEBTOR NAME
WHICH IS SIMILAR TO THE NAME IN WHICH YOUR ENQUIRY WAS MADE. IF YOU DETERMINE THAT THERE ARE OTHER
SIMILAR BUSINESS DEBTOR NAMES, YOU MAY REQUEST THAT ADDITIONAL ENQUIRIES BE MADE AGAINST THOSE NAMES.

CHAITONS LLP - LYNDIA CHRISTODOULOU
5000 YONGE STREET, 10TH FLOOR
TORONTO ON M2N 7E9

CONTINUED...

2



(enfs 06/2019)



RUN NUMBER : 346
RUN DATE : 2019/12/12
ID : 20191212143329.67

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 3
(2888)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : 1308963 ONTARIO LTD.
FILE CURRENCY : 11DEC 2019

FORM 1G FINANCING STATEMENT / CLAIM FOR LITEN

FILE NUMBER
710697861

CATION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD
002 3 20151008 1005 1902 5125

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME ONTARIO CORPORATION NO.
03 NAME BUSINESS NAME ADDRESS
04 ADDRESS

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME ONTARIO CORPORATION NO.
06 NAME BUSINESS NAME ADDRESS
07 ADDRESS

08 SECURED PARTY /
09 THEN CLAIMANT ADDRESS

10 COLLATERAL CLASSIFICATION CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO. FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE

11 MOTOR YEAR MAKE MODEL V.I.N.
12 VEHICLE

13 GENERAL DERIVED DIRECTLY OR INDIRECTLY FROM ANY SALE AND OR DEALINGS WITH THE
14 COLLATERAL COLLATERAL AND A RIGHT TO AN INSURANCE PAYMENT OR OTHER PAYMENT THAT
15 DESCRIPTION INDENIIFIES OR COMPENSATES FOR LOSS OR DAMAGE TO THE COLLATERAL OR

16 REGISTERING
17 AGENT ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED...

CERTIFIED BY/CERTIFIÉES PAR
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SURETES MOBILIERES
Ontario
(c) 19 06/2019

RUN NUMBER : 346
RUN DATE : 2019/12/12
ID : 20191212143329.67

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 4
(2889)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : 1308963 ONTARIO LTD.
FILE CURRENCY : 11DEC 2019

FORM 1G FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER
710697861

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD
003 3 20151008 1005 1902 5125

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME
03 NAME BUSINESS NAME
04 ADDRESS ONTARIO CORPORATION NO.

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME
06 NAME BUSINESS NAME
07 ADDRESS ONTARIO CORPORATION NO.

08 SECURED PARTY /
09 LIEN CLAIMANT ADDRESS

10 COLLATERAL CLASSIFICATION
CONSUMER INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MOTOR VEHICLE AMOUNT DATE OF NO. FIXED
MATERIALITY OR Maturity DATE

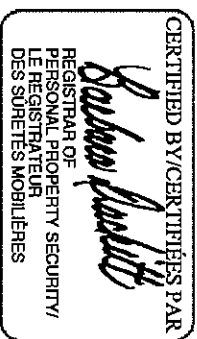
11 MOTOR YEAR MAKE MODEL V.I.N.
12 VEHICLE

13 GENERAL PROCEEDS OF THE COLLATERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING
17 AGENT ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 5



TYPE OF SEARCH : BUSINESS DEPTOR
 SEARCH CONDUCTED ON : 1308963 ONTARIO LTD.
 FILING CURRENCY : 11DEC 2019

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER
 698752863

01 CAVIATION PAGE 1001 NO. OF PAGES 1 MOTOR VEHICLE SCHEDULE 20140808 1315 1590 7988 P PSA 10
 REGISTRATION NUMBER UNDER PERIOD

02 DEPTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME
 03 NAME BUSINESS NAME 1308963 ONTARIO LTD.
 04 ADDRESS 1405 MORNINGSIDE AVENUE SCARBOROUGH ONTARIO CORPORATION NO. ON M1B 3J1

05 DEPTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME
 06 NAME BUSINESS NAME
 07 ADDRESS ONTARIO CORPORATION NO.

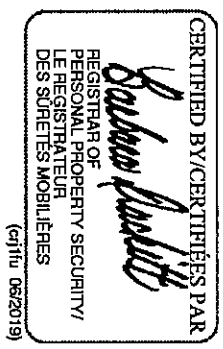
08 SECURED PARTY / LIEN CLAIMANT ADDRESS ROYAL INC.

09 COLLATERAL CLASSIFICATION ADDRESS 40 KING STREET WEST, 26TH FLOOR TORONTO ON M5H 1H1

10 COLLATERAL CLASSIFICATION CONSUMER INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MOTOR VEHICLE AMOUNT DATE OF MATURITY OR NO FIXED MATURITY DATE

11 MOTOR YEAR MAKE MODEL V.I.N.
 12 VEHICLE

13 GENERAL COLLATERAL DESCRIPTION
 14 REGISTERING AGENT ADDRESS 1600 - FOUR ROBERT SPECK PARKWAY MISSISSAUGA ON L4Z 1S1
 15 KEYSER MASON BALL, MISSISSAUGA LAWYERS
 16 *** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***
 CONTINUED... 6



RUN NUMBER : 346
RUN DATE : 2019/12/12
ID : 20191212143329.67

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 6
(2891)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : 1308963 ONTARIO LTD.
FILE CURRENCY : 11DEC 2019

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED
FILING NO. OF PAGES SCHEDULE NUMBER UNDER
01 001 20170720 1933 1531 2760

21 RECORD REFERENCED
ENTRY NUMBER 698752863

PAGE AMENDED NO SPECIFIC PAGE AMENDED
X CHANGE REQUIRED
A AMENDMENT

22 REFERENCE
DEBTOR/ TRANSFEROR
BUSINESS NAME 1308963 ONTARIO LTD.

25 OTHER CHANGE
AMEND SECURED PARTY ADDRESS
FROM - 40 KING STREET WEST, 26TH FLOOR, TORONTO, ON M5H 1H1
TO - 5500 NORTH SERVICE ROAD, SUITE 650, BURLINGTON, ONTARIO L7L 6

26 REASON/
DESCRIPTION
DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03/ TRANSFEREE BUSINESS NAME
06 ADDRESS
04/07 ONTARIO CORPORATION NO.

29 ASSIGNOR
SECURED PARTY/ALIEN CLAIMANT/ASSIGNEE
ROYNAP INC.
08 ADDRESS 5500 NORTH SERVICE RD. SUITE 650 BURLINGTON ON L7L 6W6
09 COLLATERAL CLASSIFICATION

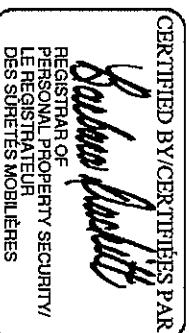
10 CONSUMER
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE
MOTOR VEHICLE DATE OF NO. FIXED

11 MOTOR YEAR MAKE MODEL V.I.N.

12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION
16 REGISTERING AGENT OR
17 SECURED PARTY/ALIEN CLAIMANT
CANADIAN SECURITIES REGISTRATION SYSTEMS
4126 NORLAND AVENUE BURNABY BC V5G 3S8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 7



(c)2th 06/2019



RUN NUMBER : 346
RUN DATE : 2019/12/12
ID : 20191212143329.67

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 8
(2893)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : 1308963 ONTARIO LTD.
FILE CURRENCY : 11DEC 2019

FORM 1C FINANCING STATEMENT / CLAIM FOR LEND

FILE NUMBER
665146611

01 CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD
002 002 20101014 0802 1862 3480

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME
03 NAME BUSINESS NAME ADDRESS ONTARIO CORPORATION NO.
04 ADDRESS

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME
06 NAME BUSINESS NAME ADDRESS ONTARIO CORPORATION NO.
07 ADDRESS

08 SECURED PARTY /
09 LEND CLAIMANT ADDRESS 0

10 COLLATERAL CLASSIFICATION
CONSUMER INVENTORY EQUIPMENT ACCOUNTS OTHER MOTOR VEHICLE AMOUNT DATE OF NO. FIXED
GOODS INCLUDED Maturity OR Maturity DATE

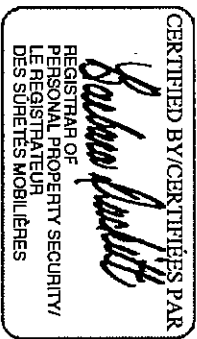
11 MOTOR YEAR MAKE MODEL V.I.N.
12 VEHICLE

13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING
17 AGENT ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 9



RUN NUMBER : 346
RUN DATE : 2019/12/12
ID : 20191212143329.67

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 9
(2894)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : 1308963 ONTARIO LTD.
FILE CURRENCY : 11DEC 2019

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CADITION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED
FILING NO. OF PAGES SCHEDULE NUMBER UNDER
01 002 20160714 1941 1531 3439

RECORD FILE NUMBER 665146611

PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED
X A AMENDMENT

FIRST GIVEN NAME SURNAME

BUSINESS NAME 1308963 ONTARIO LTD.

DEBTOR/

TRANSFEROR

OTHER CHANGE CHANGE SECURED PARTY ADDRESS FROM
5160 YONGE STREET, P.O. BOX 35, STE. 100
TORONTO, ON M2N 6L9

DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

DEBTOR/ BUSINESS NAME

TRANSFEREE

04/07 ADDRESS

ONTARIO CORPORATION NO.

ASSIGNOR

SECURED PARTY/LEEN CLAIMANT/ASSIGNER
ROYAL INC.

ADDRESS 5500 NORTH SERVICE RD. SUITE 650

BURLINGTON

ON

L7L 6W6

COLLATERAL CLASSIFICATION

CONSUMER MOTOR VEHICLE NO. FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MAYINITY OR MAYINITY DATE

YEAR MAKE

MODEL

V-I-N-

MOTOR

VEHICLE

GENERAL

COLLATERAL

DESCRIPTION

REGISTERING AGENT OR

SECURED PARTY/

LEEN CLAIMANT

CANADIAN SECURITIES REGISTRATION SYSTEMS
4126 NORLAND AVENUE

BURNABY

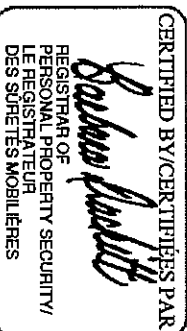
BC

V5G 3S8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED...

10



(c)24 06/2019



RUN NUMBER : 346
RUN DATE : 2019/12/12
ID : 2019121214329.67

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 10
(2895)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : 1308963 ONTARIO LTD.
FILE CURRENCY : 11DEC 2019

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CATION PAGE NO. OF PAGES SCHEDULED REGISTRATION NUMBER REGISTERED UNDER
02 002 20160714 1941 1531 3439

01 RECORD FILE NUMBER 665146611

21 REFERENCE PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED RENEWAL CORRECT PERIOD

22 REFERENCE DEBTOR/ TRANSFEROR BUSINESS NAME FIRST GIVEN NAME INITIAL SURNAME

23 OTHER CHANGE TO

24 REASON/ DESCRIPTION 5500 NORTH SERVICE RD. SUITE 650
BURLINGTON, ON L7L 6W6

25 DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

02/ DEBTOR/ TRANSFEROR BUSINESS NAME

03/ TRANSFEROR BUSINESS NAME

04/07 ADDRESS ONTARIO CORPORATION NO.

29 ASSIGNOR

08 SECURED PARTY/LEEN CLAIMANT/ASSIGNEE

09 COLLATERAL CLASSIFICATION ADDRESS

10 CONSUMER MOTOR VEHICLE DATE OF NO. FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE

11 MOTOR YEAR MAKE MODEL V-I-N

12 VEHICLE

13 GENERAL

14 COLLATERAL

15 DESCRIPTION

16 REGISTERING AGENT OR ADDRESS

17 SECURED PARTY/LEEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED...

11

CERTIFIED BY/CERTIFIÉES PAR
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTREUR
DES SURETES MOBILIÈRES
Barbara P. Smith

(e/24 06/2019)



RUN NUMBER : 346
RUN DATE : 2019/12/12
ID : 20191212143329.67

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 11
(2896)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : 1308963 ONTARIO LTD.
FILE CURRENCY : 11DEC 2019

FORM 1C FINANCING STATEMENT / CLAIM FOR LITEN

FILE NUMBER
660382893

CAUTION	PAGE	TOTAL	MOTOR VEHICLE	REGISTRATION	REGISTERED	REGISTRATION
FILE NO.	OF	PAGES	SCHEDULE	NUMBER	UNDER	PERIOD
001	002			20100408 0835 1862 9825	P	PSSA 10

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME
03 NAME BUSINESS NAME 1308963 ONTARIO LTD.
04 ADDRESS 1405 MORNINGSIDE AVENUE SCARBOROUGH ONTARIO CORPORATION NO. ON MIB 3J1

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME
06 NAME BUSINESS NAME
07 ADDRESS

08 SECURED PARTY / LITEN CLAIMANT
09 ADDRESS ROYAL INC. 5160 YONGE STREET, P.O. BOX 35, STE. 100 TORONTO ON M2N 6L9

10 COLLATERAL CLASSIFICATION
CONSUMER INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MOTOR VEHICLE AMOUNT DATE OF MATURITY OR MATURITY DATE NO. FIXED

11 MOTOR VEHICLE YEAR MAKE MODEL V.I.N.
12 VEHICLE

13 GENERAL COLLATERAL DESCRIPTION
14
15
16 REGISTERING AGENT HEENAN BLAICKIE LLP
17 ADDRESS 333 BAY STREET, SUITE 2900 TORONTO ON M5H 2T4

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 12

CERTIFIED BY/CERTIFIÉES PAR
Barbara Powell
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES
(c) 11/06/2019



RUN NUMBER : 346
RUN DATE : 2019/12/12
ID : 20191212143329.67

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 12
(2897)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : 1308963 ONTARIO LTD.
FILE CURRENCY : 11DEC 2019

FORM 1G FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER
660382893

01 CHATIGNON PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD
002 002 20100408 0835 1862 9825

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME
03 NAME BUSINESS NAME ADDRESS
04 ADDRESS

ONTARIO CORPORATION NO.

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME
06 NAME BUSINESS NAME ADDRESS

ONTARIO CORPORATION NO.

07 SECURED PARTY /
08 LIEN CLAIMANT ADDRESS
09 ADDRESS 0

10 COLLATERAL CLASSIFICATION
CONSUMER INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MOTOR VEHICLE AMOUNT DATE OF NO. FIXED
GOODS INCLUDED MAJORITY OR MAJORITY DATE

11 MOTOR YEAR MAKE MODEL V.I.N.
12 VEHICLE

13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING
17 AGENT ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED...

13

CERTIFIED BY/CERTIFIÉS PAR
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRÉTÉS MOBILIÈRES

Barbara Proulx

(crtfu 06/2019)

Ontario



RUN NUMBER : 346
RUN DATE : 2019/12/12
ID : 20191212143329.67

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 13
(2898)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : 1308963 ONTARIO LTD.
FILE CURRENCY : 11DEC 2019

FORM 2G FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION PAGE TOTAL: MOTOR VEHICLE REGISTRATION REGISTERED
FILING NO. OF PAGES SCHEDULE NUMBER UNDER
001 1 20101001 1637 1793 0795

21 RECORD FILE NUMBER 660382893

22 PAGE-AMENDED NO SPECIFIC PAGE-AMENDED CHANGE-REQUIRED RENEWAL CORRECT
AMENDMENT A AMENDMENT YEARS PERIOD

23 REFERENCE FIRST GIVEN NAME INITIAL SURNAME
24 DEBTOR/ TRANSFEROR BUSINESS NAME 1308963 ONTARIO LTD.

25 OTHER CHANGE TO ADD AN ADDITIONAL DEBTOR TO REFERENCE FILE NUMBER 660382893 AND
26 PERSON/ DESCRIPTION REGISTRATION NUMBER 20100408083518629825.
27
28

02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME
05 DEBTOR/ BUSINESS NAME EZ FOOD
03/ TRANSFEREE
06 ADDRESS 1405 MORNINGSIDE AVENUE SCARBOROUGH ONTARIO CORPORATION NO: MTB3J1
04/07

29 ASSIGNOR
08 SECURED PARTY/ALIEN CLAIMANT/ASSIGNEE
09 ADDRESS

09 COLLATERAL CLASSIFICATION ADDRESS

10 CONSUMER MOTOR VEHICLE NO. FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MAYORALTY DATE

11 MOTOR YEAR MAKE MODEL V-I-N

12 VEHICLE
13 GENERAL
14 COLLATERAL
15 DESCRIPTION
16 REGISTERING AGENT OR ADDRESS HEENAN BLAIKIE LLP J. BORRELLI
17 SECURED PARTY/ ADDRESS 333 BAY STREET, SUITE 2900 TORONTO ON M5H2T4
LITEN CLAIMANT

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 14

CERTIFIED BY/CERTIFIÉES PAR
Barbara Pickett
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES
(c)24u 06/2019)



RUN NUMBER : 346
RUN DATE : 2019/12/12
ID : 20191212143329.67

PROVINCE OF ONTARIO
MINISTRY OF GOVERNMENT SERVICES
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 14
(2899)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : 1308963 ONTARIO LTD.
TIME CURRENCY : 11DEC 2019

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAPTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED
FILING NO. OF PAGES SCHEDULE NUMBER UNDER
01 001 20170720 1933 1531 2765

RECORD REFERENCE PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED
660382893 20170720 1933 1531 2765

REFERENCE DEBTOR/ TRANSFEROR BUSINESS NAME FIRST GIVEN NAME INITIAL SURNAME
1308963 ONTARIO LTD.

OTHER CHANGE AMEND SECURED PARTY ADDRESS
FROM - 5160 YONGE STREET, P.O. BOX 35, STE 1000, TORONTO, ON M2N 6L9
TO - 5500 NORTH SERVICE ROAD, SUITE 650, BURLINGTON, ONTARIO L7L 6

DEBTOR/ TRANSFEROR BUSINESS NAME FIRST GIVEN NAME INITIAL SURNAME
ADDRESS ONTARIO CORPORATION NO.

ASSIGNOR SECURED PARTY/ALIEN CLAIMANT/ASSIGNER
ADDRESS 5500 NORTH SERVICE RD. SUITE 650 BURLINGTON ON L7L 6W6

COLLATERAL CLASSIFICATION CONSUMER INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE
DATE OF NO. FIXED

MOTOR VEHICLE YEAR MAKE MODEL V-I-N-
GENERAL COLLATERAL DESCRIPTION
REGISTRATION AGENT OR ADDRESS CANADIAN SECURITIES REGISTRATION SYSTEMS
4126 MORTLAND AVENUE BURNABY BC V5G 3S8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 15

CERTIFIED BY/CERTIFIÉS PAR
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTREUR
DES SURETÉS MOBILIÈRES
[Signature]
(e/24u 06/2019)

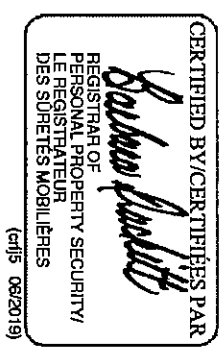


TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : 1308963 ONTARIO LTD.
 FILE CURRENCY : 11DEC 2019

INFORMATION RELATING TO THE REGISTRATIONS LISTED BELOW IS ATTACHED HERETO.

FILE NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER
710697861	20151008 1005 1902 5125	20170720 1933 1531 2760		
698752863	20140808 1315 1590 7988	20160714 1941 1531 3439		
665146611	20101014 0802 1862 3480	20101001 1637 1793 0795	20170720 1933 1531 2765	
660382893	20100408 0835 1862 9825			

8 REGISTRATION(S) ARE REPORTED IN THIS ENQUIRY RESPONSE.



(cst) 06/2019



ROYNAT INC.

Applicant

- and -

TAMTAN INC. and 1308963 ONTARIO LIMITED (o/a

EZ FOOD GROUP)

Respondents

Court File No. CV-19-00628569-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceedings commenced at TORONTO

MOTION RECORD
(returnable July 29, 2020)

CHAITONS LLP
5000 Yonge Street, 10th Floor
Toronto, ON M2N 7E9

Sam Rappos (LSO #51399S)
Tel: (416) 218-1137
Fax: (416) 218-1837
Email: samr@chaitions.com

**Lawyers for the Court-appointed
Receiver, msi Spergel Inc.**