

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

**In Bankruptcy and Insolvency**

**IN THE MATTER OF AN APPLICATION UNDER SUBSECTION  
47(1) OF THE *BANKRUPTCY AND INSOLVENCY ACT* R.S.C.1985,  
c. B-3 AND IN THE MATTER OF SECTION 101 OF THE *COURTS  
OF JUSTICE ACT*, R.S.O. 1990, c. C-43**

**BETWEEN:**

**HSBC BANK CANADA**

**Applicant**

**and**

**HARWELL HESCO ELECTRIC SUPPLY CO. LIMITED**

**Respondent**

**MOTION RECORD  
(Returnable May 16, 2016)**

April 29, 2016

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

**IN THE MATTER OF AN APPLICATION UNDER SUBSECTION  
47(1) OF THE *BANKRUPTCY AND INSOLVENCY ACT* R.S.C.1985,  
c. B-3 AND IN THE MATTER OF SECTION 101 OF THE *COURTS  
OF JUSTICE ACT*, R.S.O. 1990, c. C-43**

BETWEEN

HSBC BANK CANADA

Applicant

and

HARWELL HESCO ELECTRIC SUPPLY CO. LIMITED

Respondent

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# Tab 1

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

**In Bankruptcy and Insolvency**

**IN THE MATTER OF AN APPLICATION UNDER SUBSECTION 47(1)  
OF THE *BANKRUPTCY AND INSOLVENCY ACT* R.S.C.1985, c. B-3  
AND IN THE MATTER OF SECTION 101 OF THE *COURTS OF  
JUSTICE ACT*, R.S.O. 1990, c. C-43**

BETWEEN

HSBC BANK CANADA

Applicant

and

HARWELL HESCO ELECTRIC SUPPLY CO. LIMITED

Respondent

**NOTICE OF MOTION  
(returnable May 16, 2016)**

Deloitte Restructuring Inc. ("**Deloitte**"), in its capacity as court-appointed interim receiver and receiver (the "**Receiver**") of Harwell Hesco Electric Supply Co. Limited ("**Harwell**") will make a motion to a judge presiding over the Commercial List on the Monday of 16th day of May, 2016 at 10:00 a.m. or as soon after that time as the motion can be heard, at 330 University Avenue Toronto, Ontario.

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

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**THE MOTION IS FOR** an Order substantially in the form appended hereto as Schedule "A", *inter alia*:

- (a) approving the distribution of funds from the receivership to HSBC Bank Canada ("HSBC") and the distribution of any future recoveries to HSBC without further Order of the Court;
- (b) approving the Receiver's Final Statement of Receipts and Disbursements for the period of March 2, 2009 to March 31, 2016;
- (c) approving all steps taken by, and activities of, the Receiver, and all amounts distributed, or to be distributed, by the Receiver, as set out in the Third and Final Report of the Receiver, dated April 12, 2016 (the "**Third and Final Report**"), and declaring that Deloitte shall have no further liability in respect thereof, save for any gross negligence or willful misconduct;
- (d) approving the fees and disbursements of the Receiver to March 31, 2016, including the estimated costs to complete the administration of the receivership;
- (e) releasing the Receiver in its capacity as court-appointed interim receiver and receiver from any and all liability in any way arising out of its acts or omissions while acting in its capacity as court-appointed interim receiver and receiver, save an except for any gross negligence or willful misconduct on the Receiver's part; and
- (f) such further and other relief as to this Honourable Court may seem just.

THE GROUNDS FOR THE MOTION ARE:

1. Pursuant to the Order of the Honourable Madame Justice Pepall, dated March 2, 2009 (the "**Receivership Order**"), Deloitte was appointed as the Receiver, without security, over all of the assets, undertakings and properties of Harwell.

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2. Harwell carried on business as a distributor and wholesaler of electrical supplies and components to manufacturers and contractors throughout Southern Ontario. Harwell had substantial accounts receivables, many of which were deeply in arrears.
3. HSBC is the senior secured creditor of Harwell with indebtedness totalling approximately \$2.8 million as of the date of the Receivership Order.
4. The Receiver obtained an Order approving a sale of Harwell's assets (the "**Danbury Sale**") to Danbury Industrial ("**Danbury**"). Danbury paid the Receiver \$360,000 of the \$840,000 agreed upon net minimum guarantee in relation to the acquired assets. While a claim was initiated by Danbury in relation to this sale, it was ultimately settled and dismissed on consent.
5. The Receiver has collected \$1,388,165 in accounts receivables.
6. The Receiver has also collected a total of \$1,020,435 in connection with a life insurance policy issued by North American Life Assurance Company ("**North American**") on the life of Harwell's president, Laurence M. Vassallo, who died on September 24, 2008. While litigation was commenced in relation to this policy, it has since been settled without costs.
7. The Receiver has also collected a total of \$573,164 in connection with key-man life insurance policies issued by North American on the lives of Joseph G. Vassallo and George T. Vassallo.
8. During the receivership, total receipts were \$3,488,957 and total disbursements were \$3,412,661, including interim distributions to HSBC of \$2,712,632. There remains a surplus of receipts over disbursements of \$76,297. \$43,194 of this amount will be used to settle the Receiver's final invoice, with the balance of \$33,102 to be paid to HSBC as a final disbursement.
9. The Receiver's fees and disbursements for the period of January 13, 2015 to the date of this Motion, including time estimated for discharging the Receiver, summarized in the

copies of the Receiver's accounts, represent a fair and accurate description of the services provided, the disbursements incurred and the amounts charged by the Receiver.

10. The Receiver has obtained an independent opinion on the validity and enforceability of HSBC's security. HSBC has suffered a shortfall on its secured indebtedness and there will be no funds for distribution to unsecured creditors.

11. The Receiver has carried out its responsibilities in accordance with the Receivership Order and as set out in its various reports to the Court, including its most recent Third and Final Report. Aside from ancillary matters, the activities of the Receiver and its counsel are now complete and, accordingly, the Receiver is seeking its discharge.

12. Rules 2.03 and 37 of the *Rules of Civil Procedure*, section 47 of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3.

13. Such further and 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:

- (a) The Third and Final Report of the Receiver dated April 12, 2016 (Third and Final Report") and all Exhibits thereto;
- (b) The Affidavit of Paul M. Casey sworn on March 28, 2016 attached as Exhibit "H" to the Third and Final Report; and
- (c) Such further and other material as counsel may advise and this Honourable Court may permit.

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April 29, 2016

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Schedule "A" - Draft Discharge Order

Court File No. CV-09-8035-00CL

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

**In Bankruptcy and Insolvency**

THE HONOURABLE ) MONDAY, THE 16TH  
JUSTICE ) DAY OF MAY, 2016

**IN THE MATTER OF AN APPLICATION UNDER SUBSECTION 47(1)  
OF THE *BANKRUPTCY AND INSOLVENCY ACT* R.S.C.1985, c. B-3  
AND IN THE MATTER OF SECTION 101 OF THE *COURTS OF  
JUSTICE ACT*, R.S.O. 1990, c. C-43**

BETWEEN

HSBC BANK CANADA

Applicant

and

HARWELL HESCO ELECTRIC SUPPLY CO. LIMITED

Respondent

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**DISCHARGE ORDER**

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**THIS MOTION**, made by Deloitte Restructuring Inc. (formerly Deloitte & Touche Inc.) ("**Deloitte**"), in its capacity as the court-appointed interim receiver and receiver ("**Receiver**") of the assets, undertakings, and property of Harwell Hesco Electric Supply Co.

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Limited (the "**Debtor**"), for approval of its discharge, activities and fees, was heard this day at 330 University Avenue, Toronto, Ontario.

**ON READING** the Third and Final Report of the Receiver, dated April 12, 2016 (the "**Third and Final Report**"), the Affidavit of Paul M. Casey sworn on March 28, 2016 (the "**Casey Affidavit**") and on hearing the submissions of counsel for the Receiver, no one else appearing although duly served as evidenced by the Affidavit of Service of Kim Humphrey, filed:

1. **THIS COURT ORDERS** that the conduct, decisions, and activities of the Receiver as set out in the Third and Final Report be and are hereby approved.

2. **THIS COURT ORDERS** that the fees and disbursements of the Receiver and its counsel, as set out in the Third and Final Report and the Casey Affidavit, including the costs to complete the administration of the receivership, be and are hereby approved.

3. **THIS COURT ORDERS** that the distribution of the recoveries in the Debtor's receivership to HSBC Bank Canada, and the distribution of any future recoveries to HSBC Bank Canada without further order of the Court, be and are hereby approved.

4. **THIS COURT ORDERS** that the Receiver's Final Statement of Receipts and Disbursements for the period of March 2, 2009 to March 31, 2016 for the Debtor's receivership be and is hereby approved.

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5. **THIS COURT ORDERS** that, by this Order, the Receiver shall be discharged as the court-appointed interim receiver and receiver of the assets, undertakings, and property of the Debtor, provided however that notwithstanding its discharge herein (a) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership herein, and (b) the Receiver shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of Deloitte in its capacity as Receiver.

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

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**ONTARIO  
SUPERIOR COURT OF JUSTICE**

Proceeding commenced at Toronto, Ontario

**NOTICE OF MOTION  
(RETURNABLE MAY 16, 2016)**

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Touche Inc. in its Capacity as the Court-  
appointed Interim Receiver and Receiver of  
Harwell Hesco Electric Supply Co. Limited

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## Tab 2

000012

Court File No. CV-09-8035-00CL

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

**HSBC BANK CANADA**

**Applicant**

**- and -**

**HARWELL HESCO ELECTRIC SUPPLY CO.  
LIMITED**

**Respondent**

**THIRD AND FINAL REPORT OF  
DELOITTE RESTRUCTURING INC.  
INTERIM RECEIVER AND RECEIVER**

**April 12, 2016**

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Initial Order dated March 2, 2009	A
March 31, 2009 Order	B
Distribution Order dated October 28, 2009	C
Danbury Claim	D
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## I. Introduction

1. By Order of the Honourable Madame Justice Pepall dated March 2, 2009 (the “**Initial Order**”), Deloitte Restructuring Inc. (formerly known as Deloitte & Touche Inc.) (“**Deloitte**”) was appointed interim receiver and receiver (the “**Receiver**”), without security, over all of the assets, undertakings and properties of Harwell Hesco Electric Supply Co. Limited (“**Harwell**” or the “**Company**”) pursuant to section 47(1) of the *Bankruptcy and Insolvency Act* (“**BIA**”) and section 101 of the *Courts of Justice Act*. The Initial Order of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) is attached hereto as Exhibit “A”.
2. By Order of the Honourable Madame Justice Pepall dated March 31, 2009 (the “**March 31 Order**”), the Court approved the sale transaction (the “**Danbury Sale**”) between the Receiver and Danbury Industrial (“**Danbury**”) for the liquidation of the inventory and fixed assets of the Company by Danbury. In support of the sale transaction, the Receiver submitted its First Report to the Court dated March 24, 2009 (the “**First Report**”). A copy of the March 31 Order is attached hereto as Exhibit “B”.
3. By Order of the Honourable Mr. Justice Newbould dated October 28, 2009 (the “**Distribution Order**”), the Court approved the scheme of distribution proposed by the Receiver as set out in the Receiver’s Second Report to the Court dated October 7, 2009 (the “**Second Report**”). A copy of the Distribution Order is attached hereto as Exhibit “C”.

## II. Purpose of this Report

4. The purpose of the Receiver’s third and final report (the “**Third Report**”) is to:
  - a) report to this Honourable Court on the activities of the Receiver since the Receiver’s Second Report to the Court dated October 7, 2009;

- b) provide this Honourable Court with the Receiver's Statement of Receipts and Disbursements for the full period of the receivership from March 2, 2009 to March 31, 2016;
- c) seek this Honourable Court's approval of the Receiver's conduct and activities to date;
- d) seek this Honourable Court's approval of the Receiver's professional fees and costs for the period of the receivership; and
- e) seek this Honourable Court's approval of the discharge of Deloitte Restructuring Inc. as Receiver.

### **III. Background to Receivership**

5. Harwell was a private corporation that carried on business as a distributor and wholesaler of electrical supplies and components to manufacturers and contractors throughout southern Ontario. The Company operated five outlets, including a head office and warehouse facility located in Toronto.
6. The Company was unable to meet its financial obligations as they came due. In particular, the Company was in default on its loan obligations to its senior secured creditor, HSBC, to whom it owed approximately \$2.8 million. On March 2, 2009, the Bank made an application to the Court for the appointment of the Receiver, which application was granted.
7. Also on March 2, 2009, the Receiver, on behalf of the Company, filed an assignment in bankruptcy and the Office of the Superintendent of Bankruptcy subsequently issued a Certificate of Appointment naming Deloitte as Trustee of the estate of the bankrupt (the "Trustee").
8. On March 4, 2016, Deloitte was discharged by the Court as Trustee of Harwell.
9. During the receivership, the Receiver has sought the advice of Aird & Berlis LLP when the advice of independent legal counsel was required. For matters where independent counsel was not required, including in the preparation of this Third and Final Report and to attend in Court for the Receiver's application for discharge, the Receiver sought the advice of Baker and McKenzie LLP ("Baker"), counsel to HSBC Bank Canada ("HSBC" or the "Bank"), the

first secured creditor and Applicant. The Receiver understands that the fees and costs of Baker have been funded directly by HSBC.

## **IV. Asset Realization**

### **Sale of inventory and fixed assets**

10. Upon the Court's approval of the Danbury Sale, Danbury commenced its liquidation of the inventory and fixed assets of the Company. Danbury conducted retail/wholesale inventory sales at four of the Company's locations, closing locations and consolidating assets as necessary. It also held auctions at three locations for the remaining inventory and assets not previously sold. Danbury requested and was given an extension of 30 days by the Receiver to complete its liquidation sale, in return for agreeing to pay the additional occupancy costs. By June 2009, all inventory and fixed assets of the Company had been sold and removed, and the Receiver had vacated all of the Company's locations.
11. Pursuant to the terms of the Danbury Sale, Danbury provided a net minimum guarantee of \$840,000 (the "NMG") with respect to the Company's inventory and fixed assets. Danbury paid the Receiver \$360,000 of the NMG but refused to pay the remaining balance of \$480,000.
12. In its proposal dated March 30, 2009, Danbury had estimated that it would generate sales proceeds of \$1,575,894 from the sale of the inventory and fixed assets. However, after the completion of the sale, Danbury advised the Receiver that actual sale proceeds totaled \$759,135.
13. On August 26, 2009, 1416088 Ontario Limited, carrying on business as Danbury Industrial, commenced a legal action against Deloitte and HSBC claiming damages in the amount of \$500,000 and alleging that the Receiver had made representations as to the value of the inventory upon which Danbury had relied upon to its detriment. A copy of the Statement of Claim giving rise to this litigation (the "Danbury Claim") is attached hereto as Exhibit "D".

14. Danbury did not obtain the consent of the Receiver or seek leave of this Honourable Court to proceed against the Receiver as provided for in paragraph 8 of the Initial Order. In addition, the Danbury Claim was not filed with the Commercial List.
15. On September 30, 2009, counsel for the Receiver attended at a 9:30 Commercial List Appointment and consented to a hearing date of February 3, 2010 for Danbury's motion for leave to commence a proceeding against the Receiver. The Motion judge hearing this matter also heard submissions from the parties at that time as to whether or not the matter should be transferred to the Commercial List.
16. Following various communications among the parties over the period and a Pre-Trial Conference held in late 2013, the Receiver and Danbury agreed to a 'walkaway' settlement whereby all claims against each other would be released with no acknowledgment of liability by either party. Counsel for the parties attended a chambers appointment before Mr. Justice Brown on Jan. 23, 2014 to take out the consent dismissal order. A copy of the consent dismissal order of Justice Brown dated January 24, 2014 is attached hereto as Exhibit "E".

#### **Accounts receivable**

17. As of the date of the receivership, the Company's accounts receivable totaled \$2,836,311. Of this amount, almost \$1.4 million or 49% was over 90 days overdue and included customers who had filed for bankruptcy or whose accounts had previously been assigned to a collection agency. The largest customer owed \$272,050 and had claimed a set-off of \$241,922 for construction lien claims and related expenses arising from Harwell's failure to pay the related suppliers, while the second largest account receivable who owed approximately \$144,000 had filed for bankruptcy in 2007.
18. As of October 28, 2009, the Receiver, having collected a \$1,272,164 in accounts receivable, assigned the remaining outstanding receivables to a collection agency or referred the accounts to legal counsel for collection. As of the date of this Third Report,

total accounts receivable collections from the receivership estate are \$1,388,165. All collection efforts have now been discontinued as no further recoveries are expected.

## **V. Life Insurance**

### **Life Insurance Policy of Laurence M. Vassallo**

19. In May 1994, Harwell purchased a life insurance policy from North American Life Assurance Company on the life of the Company's president, Laurence M. Vassallo (the "**Policy**"). This policy was subsequently assigned to Manulife Financial ("**Manulife**") for administration. Pursuant to the Policy, Harwell was the sole named beneficiary of the insurance proceeds payable upon the death of Laurence M. Vassallo.
20. Laurence M. Vassallo's death on September 24, 2008 triggered the insurance coverage relating to the Policy. On October 17, 2008, the Policy was paid out by Manulife by way of a cheque made payable to Harwell. The death benefit paid to Harwell was \$1,008,569 plus interest of \$1,865.16, totaling \$1,010,435 (the "**Proceeds**").
21. The Proceeds were deposited to a business account in the name of Harwell at TD Canada Trust (the "**TD Account**"), which had been opened by Laurence P. Vassallo ("**Vassallo Sr.**"), the father of Laurence M. Vassallo and the former chief executive officer and sole shareholder of Harwell, and Joseph G. Vassallo (the brother of Laurence M. Vassallo and the former president and director of Harwell) only a few weeks prior to receipt of the Proceeds.
22. Shortly after the deposit of the Proceeds to the TD Account, several transactions occurred resulting in the transfer of the proceeds to Vassallo Sr., and the TD Account was closed. None of these transactions were disclosed to the Receiver by Vassallo Sr.
23. The Proceeds were subject to the security of HSBC and had been transferred to Vassallo Sr. at a time when the Company was insolvent and in default on its loan obligations to HSBC.

24. Given the covert nature of the opening of the TD Account and the deposit and dissipation of the Proceeds, it was perceived that there was a real and genuine risk that Vassallo Sr. would continue to dissipate the funds resulting in substantial prejudice to the estate of Harwell and Harwell's creditors. Accordingly, on April 17, 2009 the Receiver made an application to this Honourable Court for an order to prevent Vassallo Sr. from continuing to dissipate the Proceeds.
25. By way of an order granted by the Honourable Mr. Justice Newbould on April 17, 2009 (the "April 17 Order"), Vassallo Sr. was restrained from disposing of any of his assets. A copy of the April 17 Order is attached hereto as Exhibit "F".
26. On April 21, 2009, legal counsel for Vassallo Sr. contacted the Receiver to advise that Vassallo Sr. was prepared to return the Proceeds to the Receiver. The payment was to be made in two instalments consisting of (i) \$800,000 to be paid on April 24, 2009 and (ii) \$210,435 to be paid by July 31, 2009.
27. Vassallo Sr. paid the first instalment of \$800,000 but failed to pay the Receiver the remaining \$210,435 by the July 31, 2009 due date.
28. The Receiver agreed to accept payment of the remaining amount due, plus an additional \$10,000 for costs and forgone interest, from Vassallo Sr. on or before January 15, 2010 in return for Vassallo Sr. providing his consent to judgment in this matter in favour of the Receiver for an amount of \$220,435.
29. The Receiver received both the \$10,000 payment for costs and forgone interest and the remaining \$210,435 by the required date.
30. On June 19, 2009, Angela Vassallo, the widow of Laurence M. Vassallo, filed a Statement of Claim against Vassallo Sr., the Receiver, HSBC, George Vassallo, Joseph Vassallo, Jolage Limited, and the Trustee (the "AV Claim") in respect of the Proceeds. The AV Claim asserts that Laurence M. Vassallo was the beneficial owner of the Policy and that, accordingly, Angela Vassallo is the beneficiary of a Resulting Trust or Constructive Trust involving the Proceeds. A copy of the AV Claim is attached hereto as Exhibit "G".

31. Ms. Vassallo did not obtain the consent of the Receiver or seek leave of this Honourable Court prior to initiating legal proceedings against the Receiver. The AV Claim was settled without costs.

### **Life Insurance Policies of Joseph and George Vassallo**

32. Also in May 1994, Harwell purchased a life insurance policy from North American Life Assurance Company on the life of Joseph G. Vassallo (the "N Policy"). The N Policy had a cash surrender value of \$292,000 in 2014. The N Policy is administered by Manulife and has an annual premium of \$9,620.
33. In May 1994, Harwell also purchased a life insurance policy from North American Life Assurance Company on the life of George T. Vassallo (the "GV Policy"). The GV Policy had a cash surrender value of \$280,000 in 2014. The GV Policy is administered by Manulife and has an annual premium of \$6,320.
34. Without the knowledge or consent of the Receiver, the N Policy and the GV Policy were transferred to Joseph G. Vassallo in February 2009. During the receivership, the Receiver took steps to realize on the equity in these policies for the benefit of Harwell's creditors. On June 23, 2014, the Receiver received the cash surrender value of the GV Policy in the amount of \$280,559. On June 27, 2014, the Receiver received the cash surrender value of the N Policy in the amount of \$292,605.

## **VI. Receiver's Fees**

35. The Receiver has maintained detailed records of its professional time and costs relating to the Receivership Order. The Receiver's fees and disbursements rendered for the receivership period since March 2, 2009 to discharge are particularized in the Affidavit of Paul M. Casey sworn on March 28, 2016 (the "Casey Affidavit"). The Casey Affidavit, which appends the Receiver's invoices, is attached as Exhibit "H". The total amount of the invoices for the receivership, including an accrual of time for an estimate of fees and disbursements to be

incurred for this application for taxation and discharge, is \$406,180.78 inclusive of GST of \$15,652.81 and HST of \$10,139.59.

36. The Receiver seeks approval of its fees and disbursements (including the estimate of fees and disbursements to be incurred for this application for taxation and discharge).

## **VII. Receiver's Final Statement of Receipts and Disbursements**

37. Attached hereto as Exhibit "I" is the Receiver's Final Statement of Receipts and Disbursements for the period March 2, 2009 to March 31, 2016, which indicates an excess of receipts over disbursements of \$2,788,928. During the receivership period, total receipts were \$3,488,957, and disbursements were \$3,412,661, which included interim distributions to HSBC of \$2,712,632. As of March 31, 2016, there remains a surplus of receipts over disbursements of \$76,297 which, subject to the Court's approval, will be used to settle the receiver's final invoice of \$43,194, with the balance to be paid to HSBC as a final distribution.

## **VIII. Secured Creditors and Distribution**

38. As described in the Second Report, the Receiver recommended that the scheme of distribution outlined in paragraph 35 of the Second Report be approved by the Court. This scheme of distribution was supported by the legal opinion of Aird and Berlis LLP, the Receiver's independent legal counsel, and recommended that HSBC be entitled to distributions of up to \$2,927,000 on account of its outstanding secured debt. Pursuant to the Distribution Order dated October 28, 2009, the Court approved this scheme of distribution.
39. To date, HSBC has received cumulative distributions of \$2,712,631.81; the Receiver estimates that there will be approximately \$33,000 remaining in the estate account for further distribution to HSBC in accordance with the Distribution Order. The Receiver intends to make this further distribution to HSBC upon issuance of the order sought herein.

## IX. Receiver's Request to the Court

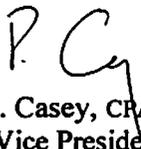
40. The Receiver respectfully requests that this Honourable Court grant an order which provides for the following:
- a. approving this Third and Final Report and the Receiver's activities set out herein;
  - b. approving of the Receiver's Final Statement of Receipts and Disbursements for the period March 2, 2009 to March 31, 2016;
  - c. declaring that all steps taken by, and activities of, the Receiver, and all amounts distributed, or to be distributed, by the Receiver are approved and that Deloitte shall have no further liability in respect thereof, save for any gross negligence or wilful misconduct;
  - d. directing the payment by the Receiver of the balance of the receivership proceeds, and any other amounts which may be received in the estate following its discharge (up to the cumulative amount of \$2,927,000, to HSBC);
  - e. approving the Receiver's fees and disbursements for the period March 2, 2009 to March 28, 2016 including the accrual of time to complete its receivership administration; and
  - f. discharging the Interim Receiver and Receiver.

All of the foregoing is respectfully submitted to this Honourable Court

Dated at Toronto, Ontario this 12<sup>th</sup> day of April, 2016.

**Deloitte Restructuring Inc.**  
**In its capacity as Interim Receiver and Receiver**  
**of Harwell Hesco Electric Supply Co. Limited**  
**and not in its personal capacity**

Per:

  
Paul M. Casey, CPA, CA, CIRP  
Senior Vice President

# Tab A

Court File No.: CV-09-8035-00CL

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

THE HONOURABLE MADAME )  
JUSTICE PEPALL )  
)

MONDAY, THE 2<sup>nd</sup> DAY  
OF MARCH, 2009



HSBC BANK CANADA

Applicant

and

HARWELL HESCO ELECTRIC SUPPLY CO. LIMITED

Respondent

**ORDER**

THIS APPLICATION, made by the Applicant, HSBC Bank Canada (the "HSBC") for an Order pursuant to section 47(1) of the *Bankruptcy and Insolvency Act* (the "BIA") and section 101 of the *Courts of Justice Act* (the "CJA") appointing Deloitte & Touche Inc. ("Deloitte") as interim receiver and receiver (in such capacities, the "Receiver") without security, of all of the assets, undertakings and properties of Harwell Hesco Electric Supply Co. Limited (the "Borrower") was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Consent of the Parties, the Affidavit of Stephen Wayland, sworn February 26, 2009, and on hearing the submissions of counsel for HSBC and the Borrower, and on reading the consent of Deloitte to act as the Receiver.

*+ on George Vassallo being unapproved, sup.*

**SERVICE**

1. **THIS COURT ORDERS** that the time for service of the Notice of Application and the Application Record is hereby abridged so that this application is properly returnable today and hereby dispenses with further service thereof.

**APPOINTMENT**

2. **THIS COURT ORDERS** that pursuant to section 47(1) of the BIA and section 101 of the CJA, Deloitte is hereby appointed Receiver, without security, of all of the Borrower's current and future assets, undertakings and properties of every nature and kind whatsoever, and wherever situate including all proceeds thereof (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 and control of the Property and any and all proceeds, receipts and disbursements arising out of or from the Property;
- (b) to receive, preserve, protect and maintain control of 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 Borrower, 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 Borrower;

- (d) to engage consultants, appraisers, agents, experts, auditors, accountants, managers, current or former employees, 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 powers and duties conferred by this Order;
- (e) to purchase or lease such machinery, equipment, inventories, supplies, premises or other assets to continue the business of the Borrower or any part or parts thereof;
- (f) to receive and collect all monies and accounts now owed or hereafter owing to the Borrower and to exercise all remedies of the Borrower in collecting such monies, including, without limitation, to enforce any security held by the Borrower;
- (g) to settle, extend or compromise any indebtedness owing to the Borrower;
- (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 Borrower, for any purpose pursuant to this Order;
- (i) to undertake environmental or workers' health and safety assessments of the Property and operations of the Borrower;
- (j) 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 Borrower, 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;
- (k) 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;

- (l) 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 \$500,000 provided that the aggregate consideration for all such transactions does not exceed \$1,000,000; 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, and in each case the Ontario *Bulk Sales Act* shall not apply.

- (m) 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;
- (n) 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;
- (o) to meet with and discuss with any Persons (as defined below) with which the Borrower currently or previously has had any dealings, and to share information or require the delivery of such documents as the Receiver may require, subject to such terms as to confidentiality as the Receiver deems advisable;

- (p) to register a copy of this Order and any other Orders in respect of the Property against title to any of the Property;
- (q) to apply for any permits, licences, approvals or permissions as may be required by any governmental authority and any renewals thereof for and on behalf of and, if thought desirable by the Receiver, in the name of the Borrower;
- (r) to enter into agreements with any trustee in bankruptcy appointed in respect of the Borrower, including, without limiting the generality of the foregoing, the ability to enter into occupation agreements for any property owned or leased by the Borrower;
- (s) to exercise any shareholder, partnership, joint venture or other rights which the Borrower may have;
- (t) to make, on behalf of the Borrower, an assignment in bankruptcy for the benefit of creditors generally; and,
- (u) to take any steps reasonably incidental to the exercise of these powers,

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 Borrower, and without interference from any other Person.

#### **RETENTION OF LAWYERS**

4. THIS COURT ORDERS that the Receiver may retain Baker & McKenzie LLP, lawyers for the Applicant herein, to represent and advise the Receiver in respect of any matter where there is no conflict of interest.

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

5. THIS COURT ORDERS that (i) the Borrower, (ii) all of its current and former directors, officers, employees, agents, accountants, legal counsel and shareholders, and all other persons acting on their 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.

6. 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 Borrower, 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 6 or in paragraph 7 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.

7. 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.

**NO PROCEEDINGS AGAINST THE RECEIVER**

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

**NO PROCEEDINGS AGAINST THE BORROWER OR THE PROPERTY**

9. THIS COURT ORDERS that no Proceeding against or in respect of the Borrower 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 Borrower or the Property are hereby stayed and suspended pending further Order of this Court.

**NO EXERCISE OF RIGHTS OR REMEDIES**

10. THIS COURT ORDERS that all rights and remedies against the Borrower, 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 nothing in this paragraph shall (i) empower the Receiver or the Borrower to carry on any business which the Borrower are not lawfully entitled to carry on, (ii) exempt the Receiver or the Borrower 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 Borrower, 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 the Borrower 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 (and for which purposes, the Receiver shall be considered thereunder, with the Borrower, to be the insured), transportation services, utility or other services to the Borrower are hereby restrained until further Order of this Court from discontinuing, altering, interfering with or terminating the supply of such goods or services as may be required by the Receiver, and that the Receiver shall be entitled to the continued use of the Borrower's current telephone numbers, facsimile numbers, internet addresses and domain names, provided in each case that the normal prices or charges for all such goods or services received after the date of this Order are paid by the Receiver in accordance with normal payment practices of the Borrower 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.

#### **EMPLOYEES**

14. **THIS COURT ORDERS** that all employees of the Borrower shall remain the employees of the Borrower until such time as the Receiver, on the Borrower's behalf, may terminate the employment of such employees. The Receiver shall not be liable for any employee-related liabilities, including wages, severance pay, termination pay, vacation pay, and pension or benefit amounts, other than such amounts as the Receiver may specifically agree in writing to pay, or such amounts as may be determined in a Proceeding before a court or tribunal of competent jurisdiction.

15. **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 Borrower, and shall return all other personal information to the Receiver, or ensure that all other personal information is destroyed.

#### LIMITATION ON ENVIRONMENTAL LIABILITIES

16. 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**

17. 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 willful misconduct on its part. 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**

18. THIS COURT ORDERS that any expenditure or liability which shall properly be made or incurred by the Receiver, including the fees of the Receiver and the fees and disbursements of its legal counsel, incurred at the standard rates and charges of the Receiver and its counsel, shall be allowed to it in passing its accounts and 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 (the "Receiver's Charge").

19. THIS COURT ORDERS 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.

20. 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 normal 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**

21. 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.

22. 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.

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

24. 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.

#### GENERAL

25. 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.

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

27. 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.

28. 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.

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

30. THIS COURT ORDERS that the Receiver may serve any court materials in these proceedings (including, without limitation, Application Records, Motion Records, Facta and Orders) on all represented parties electronically, by emailing a PDF or other electronic copy of such materials to counsel's email address as recorded on the service list, provided that the Receiver shall deliver printed copies of such materials to the Borrower's counsel and to any other party requesting same as soon as practicable thereafter.

nl

*+ since shall be deemed to have been effected one day thereafter.*

31. THIS COURT ORDERS that the Receiver may serve any court materials in these proceedings (including, without limitation, Application Records, Motion Records, Facta and Orders) on all unrepresented creditors, including foreign based creditors, by courier to the creditor's address as recorded on the service list.

nl

*+ since shall be deemed to have been effected one day thereafter.*

32. 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.

*[Signature]*

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

MAR 02 2009

PER / PAR: *[Signature]*

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

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

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

33. THIS IS TO CERTIFY that Deloitte & Touche Inc., the interim receiver and receiver (the "Receiver") of all of the assets, undertakings and properties of Harwell Hesco Electric Supply Co. Limited appointed by Order of the Ontario Superior Court of Justice (the "Court") dated the \_\_\_ day of \_\_\_\_\_, 2009 (the "Order") made in an application having Court file number \_\_\_\_\_ has received as such Receiver from the holder of this certificate (the "Lender") the principal sum of \$ \_\_\_\_\_, being part of the total principal sum of \$ \_\_\_\_\_ which the Receiver is authorized to borrow under and pursuant to the Order.

34. 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.

35. 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 (as defined in the Order), in priority to the security interests of any other person, but subject to the priority of the charges set out in the Order, and the right of the Receiver to indemnify itself out of such Property in respect of its remuneration and expenses.

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

37. 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.

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

39. 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 \_\_\_\_\_, 2009.

**Deloitte & Touche Inc., solely in its capacity as  
Receiver of the Property (as defined in the  
Order), and not in its personal capacity**

Per: \_\_\_\_\_  
Name:  
Title:

900037

**HSBC BANK CANADA**  
Applicant

-and- **HARWELL HESCO ELECTRIC SUPPLY CO. LIMITED**  
Respondent

Court File No. CV-09-8035-00CL

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

**ORDER**

**BAKER & McKENZIE LLP**  
Barristers & Solicitors  
181 Bay Street, P.O. Box 874  
Suite 2100  
Toronto, Ontario  
M5J 2T3

**J. Brian Casey (15895A)**  
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**David Gadsden (50749U)**  
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**Lawyers for the Applicant**

## **Tab B**

Court File No. CV-09-8035-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)  
IN BANKRUPTCY AND INSOLVENCY

THE HONOURABLE MADAME

)

TUESDAY, THE 31<sup>st</sup> DAY

JUSTICE PEPALL

)

OF MARCH, 2009

)



HSBC BANK CANADA

Applicant

and

HARWELL HESCO ELECTRIC SUPPLY CO. LIMITED

Respondent

IN THE MATTER OF AN APPLICATION PURSUANT TO  
SECTION 47(1) OF THE *BANKRUPTCY AND INSOLVENCY ACT*,  
R.S.C. 1985, c. B-3, AS AMENDED AND  
SECTION 101 OF THE *COURTS OF JUSTICE ACT*,  
R.S.O. 1990, c.C.43, AS AMENDED

APPROVAL AND VESTING ORDER

THIS MOTION, made by Deloitte & Touche Inc. in its capacity as the Court-appointed interim receiver and receiver (the "Receiver") of the undertaking, property and assets of Harwell Hesco Electric Supply Co. Limited (the "Debtor") for an order approving the sale transaction (the "Transaction") contemplated by the conditionally accepted liquidation proposal (the "Sale Agreement") between the Receiver and Danbury Industrial (the "Purchaser") made as of March

19, 2009 and appended to the First Report of the Receiver dated March 24, 2009 (the "Report"), and vesting in the Purchaser the Debtor's right, title and interest in and to the assets referred to in the Sale Agreement (the "Purchased Assets"), was heard this day at 330 University Avenue, Toronto, Ontario.

*sl* ON READING the Report and on hearing the submissions of counsel for the Receiver, *counsel for George T. Vascillo, and Joseph G. Vascillo, unrepresented*, no one appearing for any other person on the service list, although properly served as appears from the affidavit of Renee McNish sworn March 27, 2009 filed:

1. THIS COURT ORDERS AND DECLARES that the time for service of the Notice of Motion and Motion Record in respect of this motion be and it is validated and abridged, if necessary, such that this Motion is properly returnable today.
2. THIS COURT ORDERS AND DECLARES that the Report, and the actions of the Receiver set out therein be and are hereby approved.
3. THIS COURT ORDERS AND DECLARES that the Transaction is hereby approved, and that the Sale Agreement is commercially reasonable and in the best interests of the Debtor and its stakeholders. The execution of the Sale Agreement by the Receiver is hereby authorized and approved, and 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.
4. THIS COURT ORDERS AND DECLARES that, subject to paragraph 5 of this Order, upon the delivery of a Receiver's certificate to the Purchaser substantially in the form attached as Schedule A hereto (the "Receiver's Certificate"), all of the Debtor's right, title and interest in and to the Purchased Assets referred to in the Sale Agreement shall vest absolutely in the 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, 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 Madam Justice Pepall

dated March 2, 2009; 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.

5. THIS COURT ORDERS that in the event that the Purchaser fails to account for the sale proceeds as provided for in paragraph 10(e) of the Sale Agreement, all of the right, title and interest in and to the Purchased Assets that are unsold and remaining in the Purchaser's possession at such time, shall revert to the Receiver upon application to and approval by this Court.

6. 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.

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

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 Debtor and any bankruptcy order issued pursuant to any such applications; and
- (c) any assignment in bankruptcy made in respect of the Debtor;

the vesting of the Purchased Assets in the Purchaser pursuant to this Order shall be binding on any trustee in bankruptcy that may be appointed in respect of the Debtor and shall not be void or voidable by creditors of the Debtor, nor shall it constitute nor be deemed to be a settlement,

fraudulent preference, assignment, fraudulent conveyance 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 ORDERS AND DECLARES that the Transaction is exempt from the application of the *Bulk Sales Act* (Ontario).

10. 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.

11. THIS COURT ORDERS that the unredacted copy of the Sale Agreement dated March 19, 2009, shall be treated as confidential and shall be segregated from the other documents filed in connection with this motion and shall be provided to the Court in a sealable envelope marked with the following label:

Pursuant to an order dated March 31, 2009 (the "Order"), this envelope shall be and remain sealed in the court file and shall not be opened until the closing of the Transaction pursuant to the Sale Agreement or upon further order of the Court.

and that the sealed envelope shall not be opened until the closing of the Transaction pursuant to the Sale Agreement or upon further order of the Court.



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

MAR 31 2009

PER / PAR: 

**Schedule A – Form of Receiver’s Certificate**

Court File No. CV-09-8035-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)  
IN BANKRUPTCY AND INSOLVENCY****BETWEEN:****HSBC BANK CANADA****Applicant****and****HARWELL HESCO ELECTRIC SUPPLY CO. LIMITED****Respondent****RECEIVER’S CERTIFICATE****RECITALS**

- A. Pursuant to an Order of the Honourable Madam Justice Pepall of the Ontario Superior Court of Justice (the "Court") dated March 2, 2009, Deloitte & Touche Inc. was appointed as the interim receiver and receiver (the "Receiver") of the undertaking, property and assets of Harwell Hesco Electric Supply Co. Limited (the "Debtor").
- B. Pursuant to an Order of the Court dated March 31, 2009, the Court approved the accepted liquidation proposal made as of March 19, 2009 (the "Sale Agreement") between the Receiver and Danbury Industrial (the "Purchaser") and provided for the vesting in the Purchaser of the Debtor's right, title and interest in and to 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 the payment of the deposit in the amount of \$125,000 by the Purchaser.
- 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 a deposit in the amount of \$125,000 towards the Purchase Price for the Purchased Assets payable pursuant to the terms of the Sale Agreement; and
2. This Certificate was delivered by the Receiver at \_\_\_\_\_ [TIME] on \_\_\_\_\_ [DATE].

**DELOITTE & TOUCHE INC., in its capacity  
as Receiver of the undertaking, property and  
assets of Harwell Hesco Electric Supply Co.  
Limited, and not in its personal capacity**

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

**Name:**

**Title:**

500044

**HSEC BANK CANADA**  
Applicant

-and- **HARWELL HESCO ELECTRIC SUPPLY CO. LIMITED**  
Respondent

Court File No. CV-09-8035-00CL

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**  
(Commercial List)  
**IN BANKRUPTCY AND INSOLVENCY**  
**PROCEEDING COMMENCED AT**  
**TORONTO**

**APPROVAL AND VESTING ORDER**

**BAKER & MCKENZIE LLP**  
Barristers & Solicitors  
181 Bay Street, P.O. Box 874  
Suite 2100  
Toronto, ON., M5J 2T3

**J. Brian Casey (15895A)**  
Tel: (416) 863-6979

**David Gadsden (50749U)**  
Tel: (416) 863-6983

**Fax: (416) 863-6275**

**Lawyers for the Receiver**  
**Deloitte & Touche Inc.**

HSBC BANK CANADA  
Applicant

-and- HARWELL HESCO ELECTRIC SUPPLY CO. LIMITED  
Respondent

31 MAR 2009

Court File No. CV-09-8035-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(Commercial List)  
IN BANKRUPTCY AND INSOLVENCY  
PROCEEDING COMMENCED AT  
TORONTO

MOTION RECORD  
(Motion Returnable March 31, 2009)

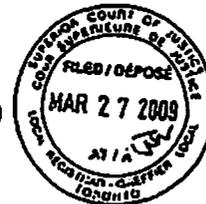
BAKER & MCKENZIE LLP  
Barristers & Solicitors  
181 Bay Street, P.O. Box 874  
Suite 2100  
Toronto, ON, M5J 2T3

J. Brian Casey (15895A)  
Tel: (416) 865-6979

David Gadsden (50749U)  
Tel: (416) 865-6983

Fax: (416) 863-6275

Lawyers for the Receiver  
Deloitte & Touche Inc.



MURC 11311.001

The Receiver seeks an order approving its 1<sup>st</sup> report + mandating approval of its conditional sale transaction between it + Harbour Industrial together with a vesting order. I am satisfied in the circumstances outlined that the proposed purchase price is fair + commercially reasonable + represents the best recovery for creditors of Harwell. The senior secured creditor, HSBC Bank Canada, is owed approximately \$3 million + consents + no one with any economic interest is opposed. The benefits associated with the proposal are outlined in paragraph 26 of the 1<sup>st</sup> report. I am also satisfied that the draft order presented should be signed including that portion which sets the copy of the sale agreement into effect or further order of the court. The contents of the agreement are consequently commercially sensitive + it is in the benefit of all creditors that it be sealed off those terms.  
BTB/pdl

# Tab C

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

THE HONOURABLE MR )  
JUSTICE NEWBOULD )  
)

WEDNESDAY, THE 28<sup>th</sup> DAY  
OF OCTOBER, 2009

BETWEEN

HSBC BANK CANADA

Applicant

and

HARWELL HESCO ELECTRIC SUPPLY CO. LIMITED

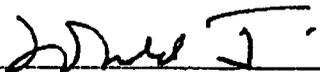
Respondent

**ORDER**

**THIS MOTION**, made by Deloitte & Touche Inc., in its capacity as court-appointed interim receiver under section 47(1) of the *Bankruptcy and Insolvency Act* and interim receiver under section 101 of the *Courts of Justice Act* (the "Receiver") without security, of all of the assets, undertakings and properties of Harwell Hesco Electric Supply Co. Limited ("Harwell") was heard this day at 330 University Avenue, Toronto, Ontario.

**ON READING** the Notice of Motion and Second Report of the Receiver filed, and on hearing the submissions of counsel for the Receiver and HSBC Bank Canada and such other counsel as were present. *the matter being undisputed - JW J.*

1. THIS COURT ORDERS that the time for service of the Notice of Motion, the Second Report of the Receiver and the Motion Record is hereby abridged so that this motion is properly returnable today and hereby dispenses with further service thereof.
2. THIS COURT ORDERS that the Second Report of the Receiver is hereby approved and the activities of the Receiver as set out therein be and hereby are approved.
3. THIS COURT ORDERS that the Receiver's Interim Statement of Receipts and Disbursements for the period March 2 to September 30, 2009 be and hereby is approved.
4. THIS COURT ORDERS that the proposed Scheme of Distribution set out in the Second Report of the Receiver be and hereby is approved.
5. THIS COURT ORDERS that nothing contained in the Second Report of the Receiver or this Order shall prejudice the rights of 1416088 Ontario Limited, carrying on business as Danbury Industrial, with respect to the claims that have been or may be advanced by it in the Action against Deloitte & Touche Inc. and HSBC Bank Canada, Court File No. CV-09-385806.

  
\_\_\_\_\_

HSBC BANK CANADA  
Applicant

-and-

HARWELL, HESCO ELECTRIC SUPPLY CO. LIMITED  
Respondent

Court File No. CV-09-8035-00CL

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**

PROCEEDING COMMENCED AT  
TORONTO, ONTARIO

**ORDER**

**BAKER & MCKENZIE LLP**  
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Suite 2100  
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M5J 2T3

J. Brian Casey (15895A)  
Tel: (416) 865-6979

David Gadsden (50749U)  
Tel: (416) 865-6983  
Fax: (416) 863-6275

Lawyers for the Receiver  
Deloitte & Touche Inc.

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## **Tab D**

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RECEIVED

-08-26 2009

LEGAL DEPT.

CV-09-385806

Court File No.

ONTARIO  
SUPERIOR COURT OF JUSTICE

BETWEEN:

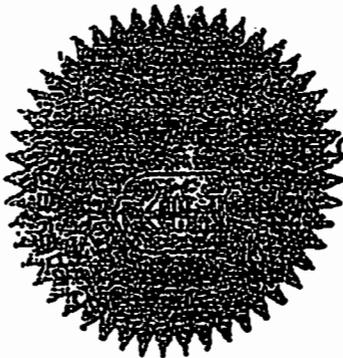
1416088 ONTARIO LIMITED, carrying on business as DANBURY INDUSTRIAL

Plaintiff

- and -

PRICEWATERHOUSECOOPERS LLP, PRICEWATERHOUSECOOPERS INC. and HSBC BANK CANADA

Defendants



STATEMENT OF CLAIM

TO THE DEFENDANT(S):

A LEGAL PROCEEDING HAS BEEN COMMENCED AGAINST YOU by the Plaintiff.  
The claim made against you is set out in the following pages.

IF YOU WISH TO DEFEND THIS PROCEEDING, you or an Ontario lawyer acting for you must prepare a Statement of Defence in Form 18A prescribed by the Rules of Civil Procedure, serve it on the Plaintiff(s) lawyer(s) or, where the Plaintiff(s) do(es) not have a lawyer, serve it on the Plaintiff(s), and file it, with proof of service, in this Court office WITHIN TWENTY DAYS after this statement of claim is served on you, if you are served in Ontario.

If you are served in another province or territory of Canada or in the United States of America, the period for serving and filing your Statement of Defence is forty days. If you are served outside Canada and the United States of America, the period is sixty days.

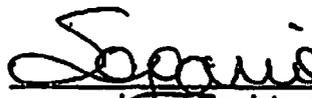
Instead of serving and filing a Statement of Defence, you may serve and file a Notice of Intent to Defend in Form 18B prescribed by the Rules of Civil Procedure. This will entitle you to ten more days within which to serve and file your Statement of Defence.

IF YOU PAY THE PLAINTIFF'S CLAIM and \$1,000.00 for costs, within the time for serving and filing your statement of Defence you may move to have this proceeding dismissed by the court. If you believe the amount claimed for cost is excessive, you may pay the plaintiff's claim and \$100.00 for costs and have the costs assessed by the court.

IF YOU FAIL TO DEFEND THIS PROCEEDING, JUDGMENT MAY BE GIVEN AGAINST YOU IN YOUR ABSENCE AND WITHOUT FURTHER NOTICE TO YOU. IF YOU WISH TO DEFEND THIS PROCEEDING BUT ARE UNABLE TO PAY LEGAL FEES, LEGAL AID MAY BE AVAILABLE TO YOU BY CONTACTING A LOCAL LEGAL AID OFFICE.

Date: 26 Aug. 2009

Issued by:

  
Local Registrar

M. Sagarla  
Registrar

Address of the Court Office:  
Superior Court of Justice  
Court House  
393 University Avenue  
Toronto, Ontario  
M5G 1E8

TO: **DELOITTE & TOUCHE INC.**  
c/o Mary Clites  
30 Wellington Street West  
P.O. Box 400, Stn.  
Commerce Court  
Toronto, Ontario  
M5L 1B1

AND TO: **HSBC BANK OF CANADA**  
70 York Street  
Toronto, Ontario  
M5J 1S9

## CLAIM

1. **The Plaintiff claims:**
  - a. **damages in the amount of \$500,000;**
  - b. **pre-judgment and post-judgment interest on any sums awarded in favor of the Plaintiff pursuant to the terms of the *Courts of Justice Act*, R.S.O. 1990, c.C.43 (as amended);**
  - c. **its costs of this action;**
  - d. **payment of applicable Goods and Services Tax on any sums awarded in favor of the Plaintiff, including costs, pursuant to the terms of the *Excise Tax Act*, R.S.C. 1985, c. E-15; and**
  - e. **such further and other relief as counsel may advise and this Honourable Court may deem just.**
  
2. **The Plaintiff is a corporation incorporated pursuant to the laws of the Province of Ontario and carries on the business of purchasing and re-selling assets by way of liquidation and/or auction from trustees, receivers and managers, corporations and others ("Danbury").**

3. The Defendant, Deloitte & Touche Inc., is a corporation incorporated pursuant to the laws of Canada and carries on the business in Ontario as a professional consulting firm, trustee in bankruptcy, and receiver and manager (the "Receiver").
4. The Defendant, HSBC Bank Canada, is a federally and provincially incorporated chartered bank, with offices throughout Canada including the City of Toronto.
5. In or around the Fall of 2008, and pursuant to the provisions of a security agreement between, *inter alia*, Harwell Hesco Electric Supply Limited (the "Company") and its banker, HSBC Bank Canada (the "Bank"), the Receiver was appointed as monitor and/or private receiver of the Company as well as agent for HSBC (the "Private Appointment").
6. Thereafter, at all material times, the Receiver was the agent of the Bank. In this capacity, the Receiver on behalf of the Bank, entered into forbearance agreements with the Company that, *inter alia*, provided for the Company to sell substantially all its assets by March, 2009.
7. By court Order dated March 2, 2009 (the "Appointment Order"), upon the application of the Bank, the Receiver was appointed as court-appointed interim receiver and receiver of the Company (the "Court Appointment").
8. The Appointment Order requires the Receiver to obtain the approval of the Court with respect to sales of assets of the Company in excess of \$500,000.

9. The Receiver subsequently assigned the Company into bankruptcy and was appointed its trustee.
10. On or about March 2, 2009, the Receiver advised Danbury of its Court Appointment, and represented that it was seeking expressions of interest for the liquidation of the Company's assets, which included inventory of approximately \$5.8 million valued on a book-value basis.
11. On or after March 6, 2009, after further inventory analysis conducted by the Receiver or under its direction, the Receiver represented to Danbury that the book value of the inventory was now \$4,610,855 (the "Amended Book Value").
12. On March 13, 2009, and in reliance on the Receiver's representation that the book value of the inventory was \$4,610,855, Danbury delivered to the Receiver its proposal for the liquidation and sale of the Company's assets which proposal was subject to the approval of the Court (the "First Proposal").
13. The First Proposal provided for a net minimum guarantee (the "NMG") of payment to the Receiver in the amount of \$1,250,000 based on an inventory count of no less than the Amended Book Value.
14. By its terms, the First Proposal required an inventory analysis in order to verify the quantity, cost and the wholesale value of the inventory.

15. The Receiver was not willing to accept the First Proposal.
16. On March 19, 2009, Danbury delivered a revised proposal, which provided for a second NMG of \$1,147,000 based on an inventory of no less than the Amended Book Value and further, based on a final inventory verification being conducted no later than March 31, 2009 and subject to the approval of the Court (the "Second Proposal").
17. The Second Proposal further required that should an adjustment have to be made to the inventory, the gross recovery would be recalculated as 43.27% of the adjusted inventory at cost and the NMG recalculated as 46% of the revised net recovery.
18. The Second Proposal was accepted and signed by the Receiver.
19. By Order of the Court dated March 31, 2009, the Receiver obtained the approval of the Second Proposal including the vesting of the Inventory in Danbury pursuant thereto.
20. Danbury was never advised by the Receiver that the Court had approved the terms of the Second Proposal which included a requirement for a complete inventory to verify quantity, cost, and wholesale value of the inventory as well as a formula for adjustment of same.

21. On or about March 24, 2009, and in accordance with the terms of the Second Proposal, Danbury conducted a sample count of the inventory for the purpose of verifying the quantity of the inventory (the "Sample Count").
22. The Sample Count revealed that the quantity of the inventory had been significantly overstated. Danbury advised the Receiver of this fact on or about March 27, 2009.
23. The Receiver was well aware that Danbury was unable to review the book value other than through the Receiver's lists and representations since the computer system of the Company was not operational at that time.
24. Danbury proposed to the Receiver that a full inventory or count be conducted in accordance with the Second Proposal. The Receiver refused and instead represented the book value of the inventory was accurate and that the book value of the inventory was in fact \$4,610,885.
25. By failing or refusing to proceed to conduct a full inventory analysis or adjustment as required by the Second Proposal, the Receiver is in breach of its contract with Danbury and as a result, caused damages to Danbury.
26. The Receiver was further aware through its long history with Danbury, some thirty years, that Danbury was utilizing the book value of the inventory in order to ascertain its NMG.

27. In the face of the Receiver's refusal to conduct a full inventory and its failure or refusal to advise that the Second Proposal which required such an inventory had been accepted, Danbury had no choice but to rely on the Receiver's representations as to the book value of the inventory.
28. On or about March 30, 2009, and as a result of the concerns raised by Danbury in respect of the quantity of the Company's inventory as revealed by the Sample Count, the parties stipulated a reduced NMG of \$840,000 (the "March 30<sup>th</sup> Agreement").
29. Danbury proceeded to sell the inventory of the Company including by way of liquidation and auction. The prices obtained represented approximately twenty percent (20%) of the alleged book value of the inventory and net of expenses represented approximately ten percent (10%) of the book value of the inventory.
30. Using the formula in the Second Proposal, the amount owing by Danbury (the NMG) would be reduced to \$497,000.
31. During the sale process, Danbury obtained access to the Company's computer system for the first time. When the computers became operational, it became apparent that:
  - (a) There were significant discrepancies in the manner by which the inventory was recorded and tracked by the Company, including a significant discrepancy between the book value recorded in some of the branch

operations, and the book value shown in the main Toronto branch of the Company;

- (b) The Company had no inventory control system, such that obsolete inventory was not being written off, but rather was being carried at cost;
- (c) The book value of inventory was significantly less than had been represented by the Receiver; and
- (d) The inventory supplied by the Receiver did not correspond to the representations made by the said Receiver.

32. It therefore became clear that the cost of the inventory had been significantly overstated by the Receiver, and that the representations made by the Receiver as to the cost of the inventory were false.

33. Subsequent to the execution of the Final Agreement and the sale of the Company's inventory by Danbury, Danbury learned that prior to the Court Appointment on March 2, 2009, the Receiver knew that the book value of the inventory and the information with respect thereto that it provided to prospective purchasers, including Danbury, was inaccurate and could not be relied on.

34. In particular, and without limiting the generality of the foregoing, during the period of the Private Appointment, the Receiver was aware that a number of prospective

**purchasers had refused to complete a purchase of the assets of the Company, and specifically that a prospective purchaser of the Company's assets who had executed an agreement of purchase and sale had withdrawn due to material discrepancies in the inventory of the Company, including the book value thereof. The full particulars are known only to the Receiver and/or the Bank.**

- 35. The Receiver, at that time was acting under the Private Appointment and as such was agent for the Bank. As such, the Bank is, in law, responsible for the actions, inactions, and/or misrepresentations of the Receiver. In the further alternative, the Bank is vicariously responsible for the conduct of the Receiver.**
- 36. Additionally, the Bank had knowledge of material discrepancies with regard to the book value of the inventory.**
- 37. The Bank provided its documents and all other file materials as well as knowledge of the material discrepancies in the inventory to the Receiver. Particulars of the information that was conveyed was only known to the Receiver and the Bank.**
- 38. Danbury states that the Receiver knowingly withheld this information from prospective purchasers, including Danbury.**
- 39. Danbury therefore states that when the Receiver represented to Danbury that (i) the book value of the inventory was \$4,610,885, and (ii) that the book value of the**

inventory was accurate (the "Representations"), the Receiver knew that such Representations were false.

40. In the alternative, Danbury states that the Receiver was reckless and/or careless as to whether the Representations were true or false.
41. In the further alternative, Danbury states that the Representations were negligently made in circumstances when the Receiver knew and/or ought to have known that the Representations were untrue, and with the knowledge that Danbury would in fact rely upon them in purchasing the Company's assets.
42. Danbury states that it had a special relationship with the Receiver, such that the Receiver owed it a duty of care, by reason of, *inter alia*, the following facts:
- (a) The Representations were made to Danbury by an individual with whom Danbury had dealt for thirty (30) years;
  - (b) The Receiver is a firm comprised of professional accountants and trustees in bankruptcy with expertise in the valuation and costing of inventory, and who are in the business of providing advice with respect to such matters; and,
  - (c) The Receiver ought reasonably to have foreseen that Danbury would rely on its Representations.

43. Danbury pleads that representations made by the Receiver were negligent by virtue of, *inter alia*, the following:

(a) The Receiver owed a duty of care to Danbury by virtue of a "special relationship" between these parties;

(b) The representations made by the Receiver were untrue, inaccurate and/or misleading;

(c) The Receiver has acted negligently in make the representations to Danbury;

(d) Danbury relied on the representations, and did so in a reasonable manner;  
and

(e) Danbury has relied on the representations to its detriment, and as a result, has sustained damages.

44. In relying on the Representations, Danbury acted reasonably.

45. Danbury states that the Representations were made by the Receiver with the intention that they be relied upon by the Plaintiff in determining whether to purchase the inventory of the Company.

46. Danbury in fact relied detrimentally or otherwise upon the Representations in its decision to do so, and has suffered damages as a result, including loss of profits for which the Defendants are responsible.
47. Danbury proposes that the Trial of this Action take place in the City of Toronto.

26 Aug. 2009

**BERKOW, COHEN LLP**  
Barristers  
141 Adelaide Street West  
Suite 400  
Toronto, Ontario  
M5H 3L5

**Jack B. Berkow**  
LSUC No.: 15063 O

Tel: (416) 364-4900  
Fax: (416) 364-3865

**Lawyers for the Plaintiff**

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CU-09-385806

1416088 ONTARIO LIMITED, carrying on business as  
DANBURY INDUSTRIAL  
Plaintiff

- and -

DELOITTE & TOUCHE INC. et al  
Defendants

Court File No.:

ONTARIO  
SUPERIOR COURT OF JUSTICE

Proceedings commenced at  
TORONTO

STATEMENT OF CLAIM

BERKOW COHEN LLP  
Barristers  
141 Adelaide Street West  
Suite 400  
Toronto, Ontario  
M5H 3L5

JACK B. BERKOW  
LSUC No. 15063 O

Tel: (416) 364-4900  
Fax: (416) 364-3865

Lawyers for the Plaintiff

**Tab E**

000063

Court File No.: CV-09-385806

**THE HONOURABLE JUSTICE** )  
**D.M. BROWN** )  
 )  
 )

**THURSDAY, THE 23<sup>rd</sup>**  
**DAY OF JANUARY, 2014**

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**

**BETWEEN:**

**1416088 ONTARIO LIMITED, carrying on business as DANBURY INDUSTRIAL**

**Plaintiff**

**- and -**

**DELOITTE & TOUCHE INC. in its capacity as COURT-APPOINTED INTERIM  
RECEIVER, RECEIVER AND TRUSTEE OF HARWELL HESCO ELETRICAL  
SUPPLY CO. LIMITED and HSBC BANK CANADA**

**Defendant**

**AND BETWEEN:**

**DELOITTE & TOUCHE INC. in its capacity as COURT-APPOINTED INTERIM  
RECEIVER, RECEIVER AND TRUSTEE OF HARWELL HESCO ELETRICAL  
SUPPLY CO. LIMITED**

**Plaintiff by Counterclaim**

**-and-**

**1416088 ONTARIO LIMITED, carrying on business as DANBURY INDUSTRIAL**

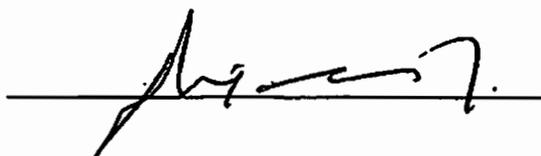
**Defendant by Counterclaim**

**ORDER**

**THIS MOTION**, made by the parties, for an order dismissing this action and counterclaim without costs, was read this day at 330 University Avenue, Toronto, Ontario.

**ON READING** the Consent of the parties, filed,

1. **THIS COURT ORDERS** that this action and counterclaim be, and is hereby dismissed without costs.

A handwritten signature in black ink, appearing to be "J. G. Smith", is written over a horizontal line.

ENTERED AT / INSCRIT A TORONTO  
ON / BOOK NO.  
LE / DANS LE REG. STRE NO.

JAN 24 2014

NB

**1416088 ONTARIO LIMITED, carrying on business as  
DANBURY INDUSTRIAL**

Plaintiff

- and - **DELOITTE & TOUCHE INC. in its capacity as COURT  
APPOINTED INTERIM RECEIVER, RECEIVER AND  
TRUSTEE OF HARWELL HESCO ELECTRIC SUPPLY CO.  
LIMITED ET AL.**  
Defendants

Court File No. CV-09-385806

**ONTARIO  
SUPERIOR COURT OF JUSTICE**

Proceedings commenced at  
**Toronto**

**ORDER**

**BERKOW, COHEN LLP**  
Barristers  
141 Adelaide Street West, Suite 400  
Toronto ON M5H 3L5

**Jack B. Berkow** LSUC# 150630  
**Scott A. Crocco** LSUC#54236R  
Tel: (416) 364-4900  
Fax: (416) 364-3865

**Lawyers for the Plaintiff,  
1416088 ONTARIO LIMITED,  
c.o.b. as Danbury Industrial**

File Number: 090252

090252

# Tab F

000066

Commercial List No.: CV-09-8134-00CL



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

**IN THE MATTER OF THE BANKRUPTCY OF HARWELL HESCO  
ELECTRIC SUPPLY CO. LIMITED**

**THE HONOURABLE  
JUSTICE NEWBOULD**

)  
)  
)

**FRIDAY, THE 17<sup>th</sup> DAY  
OF APRIL, 2009**

**BETWEEN**

**DELOITTE & TOUCHE INC, in its capacity as Court-Appointed Interim Receiver and Receiver  
of HARWELL HESCO ELECTRIC SUPPLY CO. LIMITED**

**Applicant**

**and**

**LAURIE PHILIP VASSALLO**

**Respondent**

**ORDER**

**- Penal Notice -**

**If you, the Respondent, disobey this Order you may be held to be in contempt of  
court and may be imprisoned, fined or have your assets seized.**

**Any other person who knows of this order and does anything which helps or  
permits the Respondent to breach the terms of this Order may also be held to be in contempt  
of court and may be imprisoned, fined or have their assets seized.**

**THIS MOTION, made without notice by the Applicant, Deloitte & Touche Inc., as  
Receiver of the estate of Harwell Hesco Electric Supply Co. Limited, for an interim Order in the  
form of a *Mareva* injunction restraining the Respondent, Laurie Philip Vassallo, from dissipating  
his assets and other relief, was heard this day at Toronto, Ontario.**

**ON READING** the Affidavit of Robert Bougie sworn April 15, 2009, on hearing the submissions of counsel for the Applicant, and on noting the undertaking of the Applicant to abide by any Order this Court may make concerning damages arising from the granting and enforcement of this Order,

**Mareva Injunction**

1. **THIS COURT ORDERS** that the Respondent, and his agents, assigns, and anyone else acting on his behalf or in conjunction with any of them, and any and all persons with notice of this injunction, are restrained from directly or indirectly, by any means whatsoever:

- (a) selling, removing, dissipating, alienating, transferring, assigning, encumbering, or similarly dealing with any assets of the Respondent, wherever situate;
- (b) instructing, requesting, counselling, demanding, or encouraging any other person to do so; and
- (c) facilitating, assisting in, aiding, abetting, or participating in any acts the effect of which is to do so.

2. **THIS COURT ORDERS** that paragraph 1 applies to all of the Respondent's assets whether or not they are in his own name and whether they are solely or jointly owned. For the purpose of this order, the Respondent's assets include any asset which he has the power, directly or indirectly, to dispose of or deal with as if it were his own. The Respondent is to be regarded as having such power if a third party holds or controls the assets in accordance with his direct or indirect instructions.

3. **THIS COURT ORDERS** that if the total value free of charges or other securities of the Respondent's assets exceeds \$1,010,434.53, the Respondent may sell, remove, dissipate, alienate, transfer, assign, encumber, or similarly deal with them so long as the total unencumbered value of the Respondent's assets remains above \$1,010,434.53.

**Ordinary Living Expenses**

4. **THIS COURT ORDERS** that the Respondent may apply for an order, on at least twenty-four (24) hours notice to the Applicant, specifying the amount of funds which the Respondent is entitled to spend on ordinary living expenses and legal advice and representation.

**Disclosure of Information**

5. **THIS COURT ORDERS** that the Respondent prepare and provide to the Applicant within five (5) days of the date of service of this Order, a sworn statement describing the nature, value, and location of his assets worldwide, whether in his own name or not and whether solely or jointly owned.

6. **THIS COURT ORDERS** that the Respondent submit to examinations under oath within two (2) days of the delivery by the Respondent of the aforementioned sworn statements.

7. THIS COURT ORDERS that if the provision of any of this information is likely to incriminate the Respondent, he may be entitled to refuse to provide it, but is recommended to take legal advice before refusing to provide the information. Wrongful refusal to provide the information referred to in paragraph 5 herein is contempt of court and may render the Respondent liable to be imprisoned, fined, or have his assets seized.

**Third Parties**

8. THIS COURT ORDERS all banks holding accounts in the name of the Respondent (the "Banks") to forthwith freeze and prevent any removal or transfer of monies or assets of the Respondent held in any account or on credit on behalf of the Respondent, with the Banks, until further Order of the Court.

9. THIS COURT ORDERS that the Banks forthwith disclose and deliver up to the Applicant any and all records held by the Banks concerning the Respondent's assets and accounts, including the existence, nature, value and location of any monies or assets or credit, wherever situate, held on behalf of the Respondent by the Banks.

**Alternative Payment of Security into Court**

10. THIS COURT ORDERS that this Order will cease to have effect if the Respondent provides security by paying the sum of \$1,010,434.53 into Court, and the Accountant of the Superior Court of Justice is hereby directed to accept such payment.

**Service**

~~11. THIS COURT ORDERS that the time for service of the Notice of Motion and Motion Record in respect of this motion be and it is validated and abridged, if necessary, such that this Motion is properly returnable today~~ *dur I*

**Variation, Discharge or Extension of Order**

12. THIS COURT ORDERS that anyone served with or notified of this Order may apply to the Court at any time to vary or discharge this order, on four (4) days notice to the Applicant.

13. THIS COURT ORDERS that the Applicant shall apply for an extension of this Order within ten (10) days hereof, failing which this Order will terminate.

*Let this order  
return  
dur I.*

*[Signature]*

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

APR 17 2009

PER / PAR: *[Signature]*

Court File No. CV-09-8134-00CL

**IN THE MATTER OF THE BANKRUPTCY OF HARWELL HESCO ELECTRIC SUPPLY CO. LIMITED**

**DELOITTE & TOUCHE INC., in its capacity as Court-Appointed Interim Receiver and Receiver of HARWELL HESCO ELECTRIC SUPPLY CO. LIMITED**      **- and -**      **LAURIE PHILIP VASSALLO**  
Applicant      Respondent

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

**PROCEEDING COMMENCED AT TORONTO**

**ORDER**

**BAKER & MCKENZIE LLP  
Barristers & Solicitors  
181 Bay Street, P.O. Box 874  
Suite 2100  
Toronto, Ontario M5J 2T3**

**J. Brian Casey (15895A)  
Tel: (416) 865-6979**

**David Gadsden (50749U)  
Tel: (416) 865-6983  
Fax: (416) 863-6275**

**Solicitors for the Applicant**

# Tab G

CU-09-381391

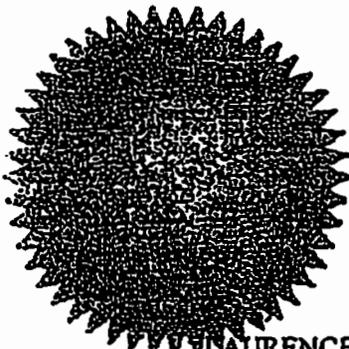
Court File

ONTARIO  
SUPERIOR COURT OF JUSTICE

ANGELA VASSALLO

Plaintiff

-and-



LAURENCE P. VASSALLO, DELOITTE & TOUCHE Inc. as TRUSTEE  
IN BANKRUPTCY FOR THE ESTATE OF HARWELL HESCO  
ELECTRIC CO. LIMITED a Bankrupt, HSBC Bank Canada,  
GEORGE VASSALLO, JOSEPH VASSALLO, JOLAGE LIMITED, and  
DELOITTE & TOUCHE INC., in its capacity as court appointed interim receiver and  
receiver of HARWELL HESCO ELECTRIC SUPPLY CO. LIMITED

Defendants

## STATEMENT OF CLAIM

## TO THE DEFENDANTS

A LEGAL PROCEEDING HAS BEEN COMMENCED AGAINST YOU by the plaintiff.  
The claim made against you is set out in the following pages.

IF YOU WISH TO DEFEND THIS PROCEEDING, you or an Ontario lawyer acting for you must prepare a statement of defence in Form 18A prescribed by the Rules of Civil Procedure, serve it on the plaintiff's lawyer or, where the plaintiff does not have a lawyer, serve it on the plaintiff, and file it, with proof of service in this court office, WITHIN TWENTY DAYS after this statement of claim is served on you, if you are served in Ontario.

If you are served in another province or territory of Canada or in the United States of America, the period for serving and filing your statement of defence is forty days. If you are served outside Canada and the United States of America, the period is sixty days.

Instead of serving and filing a statement of defence, you may serve and file a notice of intent to defend in Form 18B prescribed by the Rules of Civil Procedure. This will entitle you to ten more days within which to serve and file your statement of defence.

IF YOU FAIL TO DEFEND THIS PROCEEDING, JUDGMENT MAY BE GIVEN AGAINST YOU IN YOUR ABSENCE AND WITHOUT FURTHER NOTICE TO YOU. IF YOU WISH TO DEFEND THIS PROCEEDING BUT ARE UNABLE TO PAY LEGAL FEES, LEGAL AID MAY BE AVAILABLE TO YOU BY CONTACTING A LOCAL LEGAL AID OFFICE.

IF YOU PAY THE PLAINTIFF'S CLAIM, and \$1,500.00 for costs, within the time for serving and filing your statement of defence you may move to have this proceeding dismissed by the court. If you believe the amount claimed for costs is excessive, you may pay the plaintiff's claim and \$500.00 for costs and have the costs assessed by the court.

Date 19 June 2009

Issued by: Soparis  
 M. Sagaria  
 Registrar  
 Local Registrar  
 393 University Ave. -  
 10th Fl.  
 Toronto, Ontario  
 M5G 1E6

**TO: LAURENCE P. VASSALLO**  
 c/o Aylesworth LLP  
 Barristers & Solicitors  
 Ernst & Young Tower  
 Toronto-Dominion Centre  
 222 Bay Street  
 Toronto, ON M5K 1H1

Steven Gray  
 Tel: 416-777-4032  
 Fax: 416-865-1398

**AND TO: DELOITTE & TOUCHE INC.**  
 as Trustee in Bankruptcy for the  
 Estate of Harwell Hesco Electric Co.  
 Limited  
 c/o Baker & McKenzie LLP  
 Barrister & Solicitors  
 181 Bay Street, Suite 2100  
 Toronto, ON  
 M5J 2Y3

David Gadsden  
 Tel: 416-865-6983  
 Fax: 416-863-6275

**AND TO: HSBC BANK CANADA**  
c/o Baker & McKenzie LLP  
Barrister & Solicitors  
181 Bay Street, Suite 2100  
Toronto, ON  
M5J 2Y3

David Gadsden  
Tel: 416-865-6983  
Fax: 416-863-6275

**AND TO: DELOITTE & TOUCHE INC.**  
Court Interim Receiver  
c/o Baker & McKenzie LLP  
Barrister & Solicitors  
181 Bay Street, Suite 2100  
Toronto, ON  
M5J 2Y3

David Gadsden  
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**AND TO: GEORGE VASSALLO**  
c/o Bennett Jones LLP  
3400 One First Canadian Place  
Toronto, ON  
M5X 1A4

Gavin H. Finlayson  
Tel: 416-863-1200  
Fax: 416-863-1716

**AND TO JOSEPH VASSALLO**  
c/o Aylesworth LLP  
Barristers & Solicitors  
Ernst & Young Tower  
Toronto-Dominion Centre  
222 Bay Street  
Toronto, ON M5K 1H1

Steven Gray  
Tel: 416-777-4032  
Fax: 416-865-1398

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**AND TO: JOLAGE LIMITED**  
c/o Aylesworth LLP  
Barristers & Solicitors  
Ernst & Young Tower  
Toronto-Dominion Centre  
222 Bay Street  
Toronto, ON M5K 1H1

**Steven Gray**  
Tel: 416-777-4032  
Fax: 416-865-1398

**CLAIM**

1. The Plaintiff, Angela Vassallo, claims:

(a) Dependent's support in the sum of \$1,400,000.00, pursuant to the provisions of the *Succession Law Reform Act*, R.S.O. 1990 chapter S26;

(b) In the alternative:

- i. An Order declaring that at all material times, Laurence Michael Vassallo was the beneficial owner of the two policies of insurance herein described;
- ii. An Order declaring that the Plaintiff is the beneficiary of a Resulting Trust involving the proceeds of two insurance policies as herein described totaling the sum of \$1,400,000.00;
- iii. An Order directing that the proceeds of the said insurance policies be paid to the Plaintiff.

(c) In the further alternative:

- iv. An Order declaring that at all material times, Laurence Michael Vassallo was the beneficial owner of the two policies of insurance herein described;
- v. An Order declaring that the Plaintiff is the beneficiary of a Constructive Trust involving the proceeds of two insurance policies as herein described totaling the sum of \$1,400,000.00;
- vi. An Order directing that the proceeds of the said insurance policies be paid to the Plaintiff;

(d) In the further alternative:

- i. An Order declaring that the Plaintiff has a secured interest in the policy of insurance in the sum of \$1,000,000.00 as herein described together with the

Defendants, Joseph Vassallo and George Vassallo and subject only to the secured interest of the Defendant, HSBC Bank Canada;

- ii. An Order requiring that the Defendants HSBC Bank Canada, Deloitte & Touche Inc. in its capacity as court appointed Interim Receiver and Receiver of Harwell Hesco Electric Supply Co. Limited and Deloitte & Touche Inc. as Trustee in Bankruptcy for the Estate of Harwell Hesco Co. Limited, a bankrupt, and Laurence P. Vassallo, or any of them pay to the Plaintiff, Angela Vassallo, together with the Defendants Joseph Vassallo and George Vassallo the sum of \$1,000,000.00, or such other sum as may be properly due to those parties, after proper deduction therefrom, if any, of monies properly due to the Defendant HSBC Bank Canada.

#### **PARTIES AND BACKGROUND**

2. The Plaintiff, Angela Vassallo, is the Estate Trustee and beneficiary of the estate of Laurence Michael Vassallo, deceased. Angela Vassallo (Angela) and Laurence Michael Vassallo (Laurie Jr.) were husband and wife for 30 years. Laurie Jr. died on September 24<sup>th</sup>, 2008. His Last Will and Testament named Angela as his Estate Trustee and as his sole beneficiary. A Certificate of Appointment of Estate Trustee with a Will was issued to Angela on the 22<sup>nd</sup> day of January 2009.
3. The Defendants Joseph Vassallo (Joseph) and George Vassallo (George) are the brothers of Laurie Jr.

4. The Defendant Laurence P. Vassallo (Laurie Sr.) is the father of Laurie Jr., Joseph and George, as well as three other daughters. Laurie Sr. was at all material times the sole shareholder of Harwell Hesco Electric Co. Limited (Harwell Hesco).
5. The Defendant Harwell Hesco Electric Supply Co. Ltd. (Harwell Hesco) is a company incorporated pursuant to the laws of the Province of Ontario, and at all material times operated as an electrical contractor from various premises, including premises in:
  - a) Toronto, Ontario;
  - b) Hamilton, Ontario;
  - c) Burlington, Ontario.
6. Harwell Hesco began operations as an electrical equipment business over fifty years ago and was owned and operated by Laurie Sr. and his brother until approximately 1990.
7. In 1990, Laurie Sr. became the sole shareholder of Harwell Hesco, and appointed Laurie Jr. as President of the company.
8. Laurie Jr. worked with Harwell Hesco from the mid-1970's until the date of his death, namely September 24, 2008.
9. Joseph worked with Harwell Hesco from the mid-1970's until the company's bankruptcy on March 3, 2009.
10. George worked for Harwell Hesco from the mid-1970's until approximately 2006, when he left Harwell Hesco to form his own business.

11. Harwell Hesco required infusions of capital from time to time, and each of Laurie Jr., Joseph and George would advance money by way of secured loans to Harwell Hesco. The Security Agreements obtained by Laurie Jr., Joseph and George for these loans were subject to the Security Agreements provided by Harwell Hesco to HSBC Bank Canada.

12. Harwell Hesco filed an Assignment in Bankruptcy on March 3<sup>rd</sup>, 2009 and the Defendant Deloitte & Touche Inc. as Trustee in Bankruptcy for the Estate of Harwell Hesco Electrical Co. Ltd., a bankrupt, was appointed the Trustee in Bankruptcy.

13. The Defendant, HSBC Bank Canada (HSBC), is a bank carrying on business in Canada, and at all material times was retained by Harwell Hesco for its normal banking and financing needs.

14. Prior to the bankruptcy of Harwell Hesco, HSBC, pursuant to certain Security Agreements that were made between Harwell Hesco and HSBC, appointed Deloitte & Touche Inc. as the Receiver and Manager of the assets of Harwell Hesco. That appointment occurred in or about the fall 2008. Subsequently, Deloitte & Touche Inc. became the court appointed Interim Receiver and Receiver of Harwell Hesco Supply Co. Limited.

15. The Defendant, Jolage Limited, (Jolage) is a company incorporated pursuant to the laws of the Province of Ontario. At all material times, the shareholders of Jolage were Laurie Sr., Laurie Jr., Joseph and George, together with Patricia Vassallo, the spouse of Laurie Sr. Included among the properties owned by Jolage were the properties from which Harwell Hesco operated its business in Burlington, Hamilton and Toronto.

16. Laurie Sr. controlled Jolage Ltd. ("Jolage").
17. During his ownership of Harwell Hesco, Laurie Sr. treated Harwell Hesco as his personal vehicle, with little or no regard to proper delineation between his personal affairs and the corporate affairs of Harwell Hesco.
18. It was always the desire and intention of Laurie Sr. that Laurie Jr. would own Harwell Hesco.

**\$1,000,000.00 LIFE INSURANCE POLICY**

19. In or about 1990, Harwell Hesco purchased life insurance policies on the lives of Laurie Jr., Joseph and George.
20. The policy of insurance taken out on the life of Laurie Jr. was in the sum of \$1,000,000.00, and Harwell Hesco was named as the beneficiary of the policy. Harwell Hesco paid the annual premiums relating to the policy.
21. The policies of insurance taken out on the lives of Laurie Jr., Joseph and George by Harwell Hesco were always intended to be for the benefit of Laurie Jr., Joseph and George respectively, notwithstanding the ownership of the policies, the payments of the premiums and the designation of the beneficiaries.
22. Laurie Jr. died on September 24, 2008, and on October 17, 2008, Harwell Hesco received the proceeds from the \$1,000,000.00 life insurance policy taken out on the life of Laurie Jr.

23. The full amount of the insurance proceeds were paid by Harwell Hesco to Laurie Sr. and Joseph. The proceeds of the said policy of insurance are the subject matter of an application bearing Court File No. CV-09-8134-00CL brought by Deloitte & Touche Inc. in its capacity as court appointed interim receiver and receiver of Harwell Hesco Electric Supply Co. Ltd., and the funds are now subject to a Court Order in that application.

**\$400,000.00 LIFE INSURANCE POLICY**

24. In a similar manner to that of Harwell Hesco, Jolage maintained a policy of insurance on the life of Laurie Jr. in the principal sum of \$400,000.00.
25. Again, in a similar manner to that of Harwell Hesco, the policy of insurance was owned by Jolage, the premiums were paid by Jolage and the beneficiary of the policy was Jolage. Notwithstanding, it was always the intention of Laurie Sr. and Jolage that the policy of insurance would be for the benefit of Laurie Jr.
26. Jolage has applied for and received the proceeds of insurance, totaling approximately \$400,000.00.
27. In or about the fall 2008, after the death of Laurie Jr., Laurie Sr. transferred control of Jolage to Joseph.
28. Laurie Sr., before transferring control of Jolage to Joseph, made payments from Jolage to Angela and to Joseph, using the proceeds of insurance, and characterizing the payment to Angela as "assistance".

**DEPENDANT'S RELIEF CLAIM**

29. Pursuant to the provisions of the *Succession Law Reform Act*, Angela makes claim for dependant's relief.
30. Angela states that at all material times, Laurie Jr. was the beneficial owner of the policy of insurance in the sum of \$1,000,000.00 owned by Harwell Hesco.
31. Angela states that at all material times Laurie Jr. was the beneficial owner of the policy of insurance in the sum of \$400,000.00 owned by Jolage.
32. Prior to the death of Laurie Jr., Laurie Jr. and Angela were the registered owners, as joint tenants, of the property municipally known as 1327 Deerwood Trail, Oakville, Ontario.
33. As referenced herein, Laurie Jr. advanced funds from time to time to Harwell Hesco, and in so doing, Laurie Jr., together with Angela, obtained a line of credit loan from the Toronto Dominion Bank in the principal sum of \$642,500.00, secured by way of a mortgage registered against the property municipally known as 1327 Deerwood Trail, Oakville, Ontario.
34. On the date of the death of Laurie Jr., the approximate amount outstanding pursuant to the line of credit mortgage was in the sum of \$642,500.00.
35. On the date of his death Laurie Jr. was owed approximately \$750,000.00 by Harwell Hesco, representing the funds advanced by Laurie Jr. to Harwell Hesco from time to time.

36. Angela states that at all times prior to his death, Laurie Jr. assured her that she would be "looked after" in the event of his death.

### RESULTING TRUST

37. In the event that Angela is not awarded dependent's support pursuant to the provisions of the *Succession Law Reform Act* as set out hereinbefore, then Angela states that she is the beneficiary of two Resulting Trusts in connection with the \$1,000,000.00 life insurance policy owned by Harwell Hesco and the \$400,000.00 life insurance policy owned by Jolage.

38. Angela states that the \$1,000,000.00 policy of insurance was taken out by Harwell Hesco for the benefit of Laurie Jr., not for the benefit of Harwell Hesco. In that regard, Laurie Jr. advanced funds to Harwell Hesco from time to time for the purpose of allowing Harwell Hesco to continue to operate. Harwell Hesco made use of the funds advanced by Laurie Jr. and included among the payments made by Harwell Hesco were payments made on account of the premiums necessary to ensure that the \$1,000,000.00 policy of insurance remained in good standing.

39. Angela states that at all times, Harwell Hesco maintained the \$1,000,000.00 policy of insurance as trustee for Laurie Jr. and it was always understood and agreed that any proceeds of insurance paid out under the \$1,000,000.00 policy of insurance would be paid to and held in trust by Harwell Hesco for the benefit of Angela.

40. Angela states that the \$400,000.00 policy of insurance was taken out by Jolage for the benefit of Laurie Jr., not for the benefit of Jolage. In that regard, Laurie Jr. advanced

funds to Jolage from time to time for the purpose of allowing Jolage to continue to operate. Jolage made use of the funds advanced by Laurie Jr., and included among the payments made by Jolage were payments made on account of the premiums necessary to ensure that the \$400,000.00 policy of insurance remained in good standing.

41. Angela states that at all times, Jolage maintained the \$400,000.00 policy of insurance as trustee for Laurie Jr. and it was always understood and agreed that any proceeds of insurance paid out under the \$400,000.00 policy of insurance would be paid to and held in trust by Jolage for the benefit of Angela.

#### CONSTRUCTIVE TRUST

42. In the event that Angela is not awarded dependent's support pursuant to the provisions of the *Succession Law Reform Act* as set out hereinbefore and in the event that this Court does not find that a resulting trust exists, then Angela states that she is the beneficiary of two Constructive Trusts in connection with the \$1,000,000.00 life insurance policy owned by Harwell Hesco and the \$400,000.00 life insurance policy owned by Jolage.
43. Angela states that at all times it was the intention of Laurie Sr., Laurie Jr. and Harwell Hesco that the proceeds of the \$1,000,000.00 policy of insurance would be for her benefit, not for the benefit of Harwell Hesco.
44. Laurie Sr. was still actively involved with Harwell Hesco at the time of the death of Laurie Jr. He was the sole shareholder of Harwell Hesco at the time of the death of Laurie Jr. As such, Harwell Hesco was unjustly enriched when it received the proceeds from the \$1,000,000.00 life insurance policy.

45. Angela states that she remains liable to the Toronto Dominion Bank for the line of credit taken out on 1327 Deerwood Trail, Oakville, Ontario, that she has not received any monies in connection with loan advances made by Laurie Jr. to Harwell Hesco and that Harwell Hesco has accordingly been unjustly enriched as a result of the payment of the life insurance policy to it.
46. Although Laurie Jr. was an employee of Harwell Hesco, he was not its founder nor its directing mind. Laurie Sr. was its founder and sole directing mind up to and after, the date of death of Laurie Jr. As such, the payment of the \$1,000,000.00 insurance policy to Harwell Hesco is without juristic reason.
47. Angela therefore states that the necessary factors for a constructive trust have been established and accordingly she is the beneficiary of the proceeds of the \$1,000,000.00 policy of insurance.
48. Angela states that at all times it was the intention of Laurie Sr., Laurie Jr. and Jolage that the proceeds of the \$400,000.00 policy of insurance would be for her benefit, not for the benefit of Jolage.
49. Laurie Sr. was still actively involved with Jolage at the time of the death of Laurie Jr. He was the controlling shareholder of Jolage at the time of the death of Laurie Jr. As such, Jolage was unjustly enriched when it received the proceeds from the \$400,000.00 life insurance policy.

50. Angela states that she remains liable to the Toronto Dominion Bank for the line of credit taken out on 1327 Deerwood Trail, Oakville, Ontario, that she has not received any monies in connection with loan advances made by Laurie Jr. to Jolage and that Jolage has accordingly been unjustly enriched as a result of the payment of the life insurance policy to it.

51. Although Laurie Jr. was a shareholder of Jolage, he was not its founder nor its directing mind. Laurie Sr. was its founder and directing mind up to and after, the date of death of Laurie Jr. As such, the payment of the \$400,000.00 insurance policy to Jolage is without juristic reason.

52. Angela therefore states that the necessary factors for a constructive trust have been established and accordingly she is the beneficiary of the proceeds of the \$400,000.00 policy of insurance.

**SECURITY INTEREST**

53. In the event that Angela is not awarded dependent's support pursuant to the provisions of the *Succession Law Reform Act* as set out hereinbefore, and in the event that this Court does not find that a resulting trust or constructive trust exists, then Angela states that she, Joseph and George have a security interest over the said proceeds of insurance payable to Harwell Hesco in the sum of \$1,000,000.00.

54. Angela states that the loans advanced by Laurie Jr., Joseph and George were secured by way of a Security Agreement provided by Harwell Hesco to them.

55. Angela states that the proceeds of insurance in the sum of \$1,000,000.00 paid to Harwell Hesco were subject only to the general Security Agreement given by Harwell Hesco to HSBC. Accordingly Angela, Joseph and George have a second priority claim against the said life insurance policy, or against such sum as may be remaining after the amounts properly due to HSBC had been deducted therefrom.

June 19, 2009

**RITCHIE KETCHESON HART  
& BIGGART LLP**  
Barristers and Solicitors  
1 Eva Road, Suite 206  
Toronto, ON  
M9C 4Z5

John C.L. Ritchie  
LSUC No. 13778L  
John R. Hart  
LSUC No. 21689T  
Tel: 416-622-6601 ext. 243  
Fax: 416-622-4713

**Solicitors for the Plaintiff**

900086

Court File No.

ANGELA VASSALLO

and

LAURENCE P. VASSALLO E AL.

0-09-381391

Plaintiff

Defendants

*Ontario*

SUPERIOR COURT OF JUSTICE

PROCEEDING COMMENCED AT  
TORONTO

STATEMENT OF CLAIM

RITCHIE KETCHESON  
HART & BIGGART LLP  
Barristers & Solicitors  
206-1 Eve Road  
TORONTO, ON M9C 4Z5  
John C.L. Ritchie  
LSUC # 13778L  
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Fax: (416) 622-4713

Solicitors for the Plaintiff

# Tab H

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

**IN THE MATTER OF AN APPLICATION UNDER SUBSECTION 47(1)  
OF THE *BANKRUPTCY AND INSOLVENCY* ACT, R.S.C. 1985,  
c. B-3 AND IN THE MATTER OF SECTION 101 OF THE *COURTS OF  
JUSTICE* ACT, R.S.O. 1990, c. C-43**

**BETWEEN:**

**HSBC BANK CANADA**

**Applicant**

**- and -**

**HARWELL HESCO ELECTRIC SUPPLY CO. LIMITED**

**Respondent**

**IN THE MATTER OF THE COURT- APPOINTED RECEIVERSHIP OF  
SECURUS CAPITAL INC., and 2165520 ONTARIO INC.**

**AFFIDAVIT OF PAUL CASEY  
(Sworn March 28, 2016)**

**I, PAUL CASEY, of the City of Toronto, in the Province of Ontario, MAKE OATH  
AND SAY AS FOLLOWS:**

1. I am a Chartered Professional Accountant, a Chartered Insolvency and Restructuring Professional, a Licensed Insolvency Trustee qualified to practice in the Province of Ontario, and a Senior Vice-President of Deloitte Restructuring Inc. ("**Deloitte**"), the Court-Appointed Interim Receiver and Receiver (the "**Receiver**") of Harwell Hesco Electric Supply Co. Limited ("**Harwell**") and, as such, I have knowledge of the matters to which I hereinafter depose. Unless I indicate to the contrary, the facts herein are within my personal knowledge and

are true. Where I have indicated that I have obtained facts from other sources, I believe those facts to be true.

2. A schedule of the invoices rendered including hours by staff and average rates is attached as Exhibit "A" to this affidavit.

3. Attached hereto as Exhibit "B" are true copies of our invoices for fees and disbursements incurred by Deloitte for the period ending February 18, 2016, which includes an accrual for costs of Court approval and finalization of the estate as described in the Receiver's Third and Final Report.

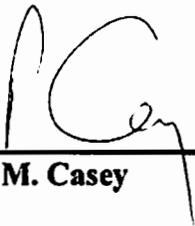
4. The hourly billing rates included in our invoices attached as Exhibit "B" to this affidavit are comparable to the hourly rates charged by Deloitte for services rendered in relation to similar proceedings.

5. The total actual and accrued hours and fees for the receivership billings are 1,098.5 hours and \$377,437.30 resulting in an average billing rate per hour of \$343.59. Adding out-of-pocket costs of \$2,951.18, GST/HST of \$25,792.40, the total invoices amount to \$406,180.88.

6. I make this affidavit in support of a motion by the Receiver for, inter alia, approval of the fees and disbursements of the Receiver.

**SWORN BEFORE ME**  
at the City of Toronto, in the  
Province of Ontario this 28<sup>th</sup>  
day of March, 2016.

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\_\_\_\_\_  
**Paul M. Casey**

\_\_\_\_\_  
A commissioner for taking oaths, etc.

**Anna Koroneos, a Commissioner, etc.,**  
Province of Ontario  
for Deloitte Restructuring Inc.,  
Trustee in Bankruptcy,  
Expires July 10, 2016.



In the matter of the Receivership of Harrow Hesco Electric Supply Co. Limited  
 Summary of Fees for the Receivership Period from February 12, 2009 to February 18, 2016 (with accrual to discharge)

This is Exhibit "A" in the Affidavit of Paul Curran sworn before me this 15th day of March 2016 a Commissioner, etc. *[Signature]*

Anna Koroneos, a Commissioner, etc.,  
 Province of Ontario  
 for Deloitte Restructuring Inc.,  
 Trustee in Bankruptcy,  
 Expires July 10, 2016.

Professional	Position	Feb 12 to Jan 6, 2009		Jan 1 to Aug 28, 2009		Aug 31 to Oct 30, 2009		Nov 1 to Dec 22, 2009		Mar 11 to Oct 31, 2010		Nov 9, 2010 to May 20, 2011		June 14 to Nov 30, 2011		Dec 9, 2011 to Dec 30, 2014		Jan 13, 2015 to Feb 18, 2016 (incl. accrual)		TOTAL		
		Hours	Fees	Hours	Fees	Hours	Fees	Hours	Fees	Hours	Fees	Hours	Fees	Hours	Fees	Hours	Fees	Hours	Fees	Average Rate	Hours	Fees
Bougie, Robert	Senior Vice-President	34.2	\$ 19,750.50	13.1	\$ 7,565.25	5.6	\$ 3,234.00	6.7	\$ 3,869.25	3.7	\$ 2,136.75	10.50	6,063.75	6.9	\$ 4,153.80	2.2	\$ 1,320.00	-	\$ -	\$580.14	82.90	48,093.30
Casey, Paul	Senior Vice-President	-	-	-	-	-	-	-	-	-	-	-	-	-	0.4	240.00	12.9	7,740.00	600.00	13.30	7,980.00	
West, Daniel	Senior Vice-President	2.7	1,559.25	-	-	0.6	346.50	-	-	-	-	-	-	-	-	-	-	-	577.50	3.30	1,905.75	
Wong, Brenda	Senior Manager	167.0	75,985.00	37.2	16,926.00	16.2	7,371.00	9.6	4,368.00	6.2	2,821.00	26.30	11,966.50	11.0	5,197.50	1.3	611.00	-	-	455.77	274.80	125,246.00
Hurgesa, Jasno	Senior Manager	13.8	6,279.00	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	455.00	13.80	6,279.00	
Laiten, Adam	Senior Manager	-	-	-	-	-	-	-	-	-	-	-	-	-	-	21.2	9,964.00	11.8	5,546.00	470.00	33.00	15,510.00
Lekivetz, Frank	Senior Manager	-	-	1.0	455.00	-	-	-	-	-	-	-	-	-	-	-	-	-	455.00	1.00	455.00	
Zonpaniti, Rob	Senior Manager	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	3.4	1,598.00	470.00	3.40	1,598.00
Litvack, Bryan	Senior Consultant	299.4	77,544.60	59.5	15,410.50	1.7	440.30	0.5	129.50	2.3	645.25	3.80	1,396.50	0.7	269.50	-	-	-	261.04	367.90	96,036.15	
Cabales, Dave	Senior Consultant	-	-	1.8	472.50	-	-	-	-	-	-	-	-	-	-	-	-	-	262.50	1.80	472.50	
Patel, Irtesh	Senior Consultant	-	-	3.0	787.50	-	-	-	-	-	-	-	-	-	-	-	-	-	262.50	3.00	787.50	
Penner, Charles	Senior Consultant	42.9	11,261.25	8.9	2,336.25	-	-	-	-	-	-	-	-	-	-	-	-	-	262.50	51.80	13,597.50	
Cook, James	Manager	47.3	17,382.75	2.3	845.25	-	-	-	-	-	-	-	-	-	-	-	-	-	367.50	49.60	18,228.00	
Drane, Julie	Manager	3.8	1,396.50	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	367.50	3.80	1,396.50	
Lewis, Jeffrey	Manager	17.5	6,431.25	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	367.50	17.50	6,431.25	
Damiani, Stefano	Senior Consultant	5.8	1,522.50	-	-	0.3	78.75	-	-	-	-	-	-	-	-	-	-	-	262.50	6.10	1,601.25	
Fok, Anthony	Senior Consultant	1.5	393.75	6.0	1,575.00	-	-	-	-	-	-	-	-	-	-	-	-	-	262.50	7.50	1,968.75	
Koroneos, Anna	Manager	1.3	341.25	-	-	-	-	-	-	-	-	-	-	-	-	1.7	595.00	63.2	22,120.00	348.28	66.20	23,056.25
Tan, Robert	Administration	1.9	232.75	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	122.50	1.90	232.75	
Robert, Brenden	Administration	0.5	35.00	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	70.00	0.50	35.00	
Corbett, Cecilia	Administration	1.4	98.00	-	-	0.3	23.10	-	-	-	-	-	-	-	-	-	-	-	71.24	1.70	121.10	
Sehrtbreck, Edrb	Administration	-	-	5.2	582.40	0.7	78.40	-	-	-	-	-	-	-	-	-	-	-	112.00	5.90	660.80	
Brown, Rose	Administration	37.1	4,155.20	8.5	952.00	2.9	324.80	2.1	235.20	7.7	862.40	4.10	459.20	2.9	324.80	11.4	1,140.00	11.1	1,221.00	110.19	87.80	9,674.60
<b>Total Professional Fees</b>		<b>678.1</b>	<b>224,368.55</b>	<b>146.5</b>	<b>47,907.65</b>	<b>28.3</b>	<b>11,896.85</b>	<b>18.9</b>	<b>8,601.95</b>	<b>19.9</b>	<b>6,665.40</b>	<b>44.70</b>	<b>19,885.95</b>	<b>21.5</b>	<b>9,945.60</b>	<b>38.2</b>	<b>13,870.00</b>	<b>102.4</b>	<b>38,225.00</b>			<b>381,366.95</b>
Less: Courtesy discount																						
			<b>224,368.55</b>		<b>47,907.65</b>		<b>11,896.85</b>		<b>8,601.95</b>		<b>6,665.40</b>		<b>19,885.95</b>		<b>9,945.60</b>		<b>(3,929.65)</b>		<b>38,225.00</b>			<b>377,437.30</b>
Disbursements		1,618.43		1,296.04		9.53		27.18		0.00		0.00		0.00		0.00		0.00			2,951.18	
Total Fees & Disbursements		225,986.98		49,203.69		11,906.38		8,629.13		6,665.40		19,885.95		9,945.60		9,940.35		38,225.00			380,388.48	
GST/HST		11,299.35		2,460.18		595.32		431.46		866.50		2,585.17		1,292.93		1,292.24		4,969.25			25,792.40	
Total Invoice		237,286.33		51,663.87		12,501.70		9,060.59		7,531.90		22,471.12		11,238.53		11,232.59		43,194.25			406,180.88	

100009



# Deloitte

On the Affidavit of Paul Casey M.S.  
Sworn before me this 28th day of  
March 2016  
A Commissioner of the Court

Anna Koroneso, a Commissioner, etc.,  
Province of Ontario  
for Deloitte Restructuring Inc.,  
Trustee in Bankruptcy,  
Expires July 10, 2016.

100090  
Deloitte & Touche Inc.  
5140 Yonge Street  
Suite 1700  
Toronto ON M2N 6L7  
Canada

Tel: (416) 601-6150  
Fax: (416) 801-6151  
www.deloitte.ca

Harwell Hesco Electric Supply Company  
c/o Deloitte & Touche Inc.  
1 Concorde Gate  
Suite 200  
Toronto, ON M3C 4G4

Date: June 3, 2009  
Invoice No: 2429274  
Client/Mandate No: 752920/10000110  
Billing Partner: Robert J. Bougie  
GST Registration No: 133245290

Attention: Robert Bougie

## BILL

For professional services rendered in connection with our acting as Court appointed Interim Receiver and Receiver of Harwell Hesco Electric Supply Company for the period February 17, 2009 to May 31, 2009.

Date	Professional	Description of Work Performed
2/12/2009	Wong, Brenda	Reviewing emails from Harwell. Telephone discussion with S. Wayland.
2/13/2009	Wong, Brenda	Reviewing latest cash flow and discussion with BDO re numbers.
2/17/2009	Bougie, Robert J	review Asset Engineering appraisal; telephone disc re same with S Wayland
2/17/2009	Wong, Brenda	Reviewing weekly cash flow and email/calls to M Williams re outstanding questions.
2/18/2009	Bougie, Robert J	Review revised forecast and discussion of same with B Wong; telephone disc with S Wayland
2/18/2009	Wong, Brenda	Discussion with M Williams and making changes to cash flow. Sending cash flow to HSBC with comments.
2/23/2009	Bougie, Robert J	Disc with B Wong re status of potential purchaser; follow up telephone disc with S Wayland
2/23/2009	Wong, Brenda	Discussion with Dick Jones. Discussions with Bob Bougie re status.
2/24/2009	Bougie, Robert J	Attendance at HSBC offices for meeting with S Wayland and B Casey re failed offer and discussion of alternative courses of action; follow up disc with B Pettit re same; attendance at Baker McKenzie offices for meeting with Joe V, R Jones, B Casey and S Wayland re court appointment and logistic issues
2/24/2009	Wong, Brenda	Attending at Harwell and discussion with Joe/Michael. Meeting with HSBC, Baker & Deloitte. Meeting with J Cook to discuss status.

Accounts shall be due and payable when rendered. Interest shall be charged at a simple daily rate of 0.0493% (equivalent to 18% per annum). Interest shall be charged and payable at this rate on any part of an account which remains unpaid from thirty (30) days after the invoice date to the date on which the entire account is paid.

2/25/2009	Wong, Brenda	Follow up with BDO re sales process info. Follow up with Michael re a/p list. Meeting with Michael and Joe to discuss inventory count and preparing for receivership.
2/25/2009	Robert, Brendan	PPSA request, submitted by B. Wong.
2/26/2009	Bougie, Robert J	Review and comment on draft initial order; sign and deliver consent to act; telephone disc with R Jones; review statement of affairs; review and respond to e-mail messages; telephone disc with D Gadsden re changes to draft order; telephone disc with S Wayland
2/26/2009	Wong, Brenda	Reviewing PPSA and pulling info for stmt of affairs. Follow up with Michael re a/p list. Reviewing draft order. Discussion with B Bougie re status. Reviewing statement of affairs and follow up re corrections/revisions.
2/27/2009	Wong, Brenda	Reviewing and finalizing stmt of affairs. Call to M Morrow re industry contacts. Attending at Harwell to review stmt of affairs with Joe/Michael. Making changes to stmt of affairs. Team conference call to discuss taking possession. Making revisions to checklist.
2/27/2009	Litvack, Bryan N	Conference call for taking possession on Monday. Calling locksmith to put on notice for Monday.
3/1/2009	Wong, Brenda	Review employee list and employees to retain. Reviewing BDO & CF lists, preparing list of potential purchasers. Reviewing teaser.
3/2/2009	Drane, Julie	Attendance to Hamilton location to take possession
3/2/2009	Burgess, Jason	Take Possession, Complete checklist
3/2/2009	Cook, James	Attend on conference call with team; Take possession of Mississauga location; discussions with Ray Calleja re status of inventory; telephone discussions with team and B Wong re status.
3/2/2009	Tan, Robert Yu-Sheng	Went for receivership. Told to not image any machines and only retrieve backup tape. Also Told to remove remote access and establish internet connection.
3/2/2009	Bougie, Robert J	Review and edit bankruptcy assignment documents; review, approve and sign statement of affairs; review and approve term and task letter; review and edit teaser document re sale of business; attendance at court; telephone disc with S Wayland; telephone disc with B Casey; review final order; attendance at Company head office; meeting with management; tour of premises; meeting with staff; meeting with B Wong re day one matters; telephone disc with S Wayland; review and respond to e-mail messages
3/2/2009	Penner, Charles D	Preparation for taking possession of Harwell Hesco; took possession of business; discussing situation with store manager & employees; gathered employee contact information; Reviewed store premises and identified any issues requiring immediate attention; took pictures of the showroom & warehouse; oversaw changing of the exterior locks.

3/2/2009	Wong, Brenda	Attending at 41 Ossington to take possession. Meeting with Management. Meeting with employees. Meeting with Receiver's employees to explain receivership and answering questions, giving instruction to employees re info required and duties, gathering information re leases, rent, and utilities. Finalizing teaser and sending out to prospective purchasers. Updating, directing and calls with Team. Discussion with J Cook re completion of inventory list.
3/2/2009	Litvack, Bryan N	Calling security companies to change emergency contact information. Drive from Concorde Gate to Hesco office on Ossington. Toured facility with locksmith to have locks changed. Took pictures of the building and its inventory. Took ownership registration from company car vehicles. Go through checklist and items to complete tomorrow with Brenda
3/2/2009	Damiani, Stefano	Called locksmith to confirm timing and availability; Attended 41 Ossington head office location to receive key and alarm password; Attended Markham location at 110 Torbay Road, Markham re: taking possession; Met locksmith, toured facility, took pictures and completed Team Checklist; Prepared summary / cover memo for checklist;
3/2/2009	Fok, Anthony	Assistance with IT work at client site
3/2/2009	Lewis, Jeffrey R	Control and possession of Burlington location
3/3/2009	Drane, Julie	follow up with Bank re: statements and cheque copies
3/3/2009	Drane, Julie	review and respond to emails regarding security monitoring
3/3/2009	Burgess, Jason	Complete file and forward to GTA
3/3/2009	Cook, James	Attend at Hamilton to oversee completion of inventory count; various discussions with B Wong and C. Penner re status; complete draft of Sales Information. Package and fwd to B Wong.
3/3/2009	Bougie, Robert J	Telephone disc with Rona Hardware re interest in assets; review and approval of draft confidentiality agreement; corresp with B Wong
3/3/2009	Penner, Charles D	Opening & closing of Hamilton location; midday travel between Hamilton location and Kitchener office; supervision of updating of inventory; clearing of issues raised by staff; completion of possession checklist; processing of photos taken and emailed to engagement manager; dealings with customers calling with regards to the status of bankruptcy.
3/3/2009	Wong, Brenda	Attending at Harwell. Meeting with Receiver's staff to review duties and deliverables. Reviewing draft correspondence to CRA, insurance broker. Discussions with Team re status of outstanding matters. Calls from prospective purchasers. Meeting with Rona rep to show 41 Ossington site. Discussions with M Williams re payroll. Call and faxes to Ceridian. Reviewing Harwell leases. Revisions to confidentiality agreement. Reviewing and revisions to sales info package.

3/3/2009	Litvack, Bryan N	Draft letter to insurance company to continue coverage and change loss payee to D&T. Confirm changes to emergency contact info with ADT. Draft letter to CRA requesting add new payroll & GST numbers for the Receiver. Tour building with reps from Rona. Draft letter to Petro Canada to cancel Super Pass account.
3/3/2009	Brown, Rose M	Open Trust account at HSBC – Prepare letters and have signed, Obtain and copy various documents to be sent with opening account letter, Fax letter and documents to the bank, Telephone call to the bank to confirm receipt of request. Courier original letter and documents to the bank, Set up bank accounts on Ascend program, Set up receipts, disbursement, reconciliation and a banking folder for the account and file.
3/3/2009	Lewis, Jeffrey R	Follow-up emails, documentation etc. Uploading photographs onto computer and sending to Receivership management.
3/4/2009	Drane, Julie	Conversation with ex-employee re: company property to be returned
3/4/2009	Cook, James	Various discussions with C Penner re status of inventory count; telephone v/m for landlords of Markham and Burlington; respond to various creditor inquiries; draft letter re A/R signification;
3/4/2009	Bougie, Robert J	Review and edit sales information package; telephone disc with S Wayland; telephone disc with B Pettit; telephone disc with N Mourant; disc throughout day with B Wong; review and responding to e-mail messages
3/4/2009	Penner, Charles D	Time spent opening & closing Hamilton location; supervising former employees as they complete updating inventory; time spent scheduling completion of inventory; updates provided to engagement manager regarding status of engagement; time spent dealing with calls from customers & vendors regarding status of bankruptcy; time spent drafting invoice to be prepared by former employees for work performed in this week.
3/4/2009	Wong, Brenda	Reviewing and making revisions to sales info package. Discussion with M Williams re payroll and call to Ceridian. Discussions with team re recovering company property, leased Mercedes, third party property. Discussion with B Bougie re sales info package and process. Calls and emails to prospective purchasers. Drafting introduction for web page. Tour of 41 Ossington with HSBC and S Adams.
3/4/2009	Litvack, Bryan N	Calling Mercedes Benz about returning leased car to them, sent court order to Vinny at head office. Follow up message to MJ DuPont about security monitoring at St. Catherines store. Call employees to notify them of cancelling cell phones tomorrow. Do inventory count of 12 selected items from listing. Gather invoices to determine which services to cut-off and which to keep.
3/4/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and take to the bank and file back up.
3/5/2009	Weisz, Daniel	QA review on information package and meet with Brenda to discuss comments

3/5/2009	Burgess, Jason	Attend at location to pick up mail.
3/5/2009	Cook, James	Various discussions with C Penner re status of inventory; respond to various creditor inquiries draft S 245 notice; discussion with J Armstrong re A/R letters and statements; discussion with B Wong re status;
3/5/2009	Bougie, Robert J	Review and respond to e-mail messages; telephone disc with former employees (x2); telephone disc with G Zimmerman (Mississauga landlord); review and finalize sales package; disc throughout day with B Wong
3/5/2009	Wong, Brenda	Making revisions, meeting with partner re QA review, finalizing sales info package, and circulating to parties who had signed CA to date. Responding to calls and emails from prospective purchasers. Follow up re status of inventory listing. Reviewing letter to signify A/R. Reviewing letters to suppliers re ongoing services.
3/5/2009	Litvack, Bryan N	Drafting letters to all gas and utility companies to continue service under new account. Call up 3rd parties to pick up their equipment. Call up Orion communications to cancel all telephone lines except 5 lines, then drafted letter confirming this. Call Bell Mobility and left message with Insolvency dept. to cancel account. Calculating termination and severance payments. Follow up with creditor messages. Monitor retained employees.
3/5/2009	Penner, Charles D	Opening and Closing Hamilton Location; supervising staff as they complete inventory; dealing with calls from customers requesting information on status of bankruptcy; coordinated acquisition of keys to Burlington location, and coordinated time to show open property for real estate brokers.
3/5/2009	Corbett, Cecilia	Post text and 2 court documents to Insolvency web site; proofread and reformat; test links; forward to A Joyce (Marketing) for publication; email notify B Wong re live site with copy to J d'Eon et al (Public Relations)
3/5/2009	Corbett, Cecilia	Post text and 2 court documents to Insolvency web site; proofread, reformat; forward to A Joyce (Marketing) for publication; email notify B Wong re live site with copy to J d'Eon (Public Relations)
3/5/2009	Brown, Rose M	Re-direction for 5 locations -- prepare cheques, Canada Post forms and letters. Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
3/6/2009	Cook, James	Arrange for attendance at Markham and Burlington, various discussions with C Penner re status of inventory; review completed inventory counts for all locations; attend on conference call with Bryan and Brenda re status; file org;
3/6/2009	Wong, Brenda	Calls and emails to Ceridian to fund payroll and stop payment. Follow up with M Williams re Markham rent, 2008 payroll. Meeting with Deloitte Team to discuss progress and outstanding items. Reviewing revised inventory numbers. Calls and emails to prospective purchasers.

3/6/2009	Litvack, Bryan N	Drafting letters and faxing them to all gas & utility companies. Followed up with Mercedes about picking up leased vehicle for Monday. Spoke to Bell's insolvency dept. about closing account. Calculating termination and severance payments. Gave tour of 41 Ossington to Bob Todd. Conference call with Brenda and Jim about status of receivership. Calculating termination and severance payments. Monitoring employees.
3/6/2009	Damiani, Stefano	Met with representative of Emery Investments (landlord) to facilitate measurements and inspection of location; Attended Canada Post for mail re-direct; Review of locksmith invoice;
3/6/2009	Penner, Charles D	Opened and closed Hamilton location; supervised completion of inventory updates by staff; provided assistance in showing staff how to produce invoices to be sent to D&T for time worked during the week; closed and locked up location; obtained keys to Burlington location & supervised as real estate broker shoed property to prospective buyers.
3/6/2009	Wong, Brenda	Updating potential purchasers tracking schedule.
3/6/2009	Brown, Rose M	Re-direction of mail for 5 locations -- Photo copy signed cheques and forms and give to Stefano to take to Canada Post, Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up. Prepare Payroll wire transfer -have signed and fax to the bank. Confirm wire transfer was processed and obtain confirmation slip of wire and give to B Wong.
3/7/2009	Wong, Brenda	Calculating rent payable to related parties. Reviewing working paper files.
3/7/2009	Wong, Brenda	Reviewing and responding to emails re sales process and letter from Dick Jones re life insurance. Returning creditor calls. Reviewing Danbury proposal.
3/9/2009	Penner, Charles D	Acquired copies of Burlington location keys, and had couriered to attention of engagement manager.
3/9/2009	Bougie, Robert J	responding to R Jones re vacating Ossington; telephone disc with M Nowina; update meeting with B Wong
3/9/2009	Wong, Brenda	Call to Markham landlord re rent payment for March. Discussion with M Williams re prepaid. Call to J Karagiannis re confidentiality agreement. Reviewing emails from prospective purchasers. Call to B Lovegrove re sale of inventory. Discussions with Rohit and Thoressa re A/R. Discussions with Joe re retention of books and records, Maple Leaf seat license, Laurie's BMW, etc. Calculating Receiver's first payroll. Meeting with AEC re AR review.
3/9/2009	Litvack, Bryan N	Drafting letter to Rogers Wireless to cancel account. Calling CRA to schedule GST Audit. Pickup mail at post office. Preparing ROE and cheques for mailing tomorrow. Toured facility with Maynards. Met with people repossessing Mercedes Benz car on company lease. Called Superior Propane to arrange for pick up of their propane tanks. Returning supplier calls.

3/9/2009	Corbett, Cecilia	Post 3 court documents per B Wong; save and submit page for posting. Update the web section with links to posted documents, also slightly revised text; submit for approval. Notify N Mansouri re publication requirement; then notify B Wong when publication complete.
3/9/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
3/10/2009	Penner, Charles D	Discussion with manager regarding Harwell Hesco vehicles.
3/10/2009	Bougie, Robert J	Tel disc with M Nowina; tel disc with R Jones; tel disc with G Finlayson of Bennet Jones; review and responding to e-mail messages; disc with B Wong; review @ s245 notices
3/10/2009	Wong, Brenda	Discussion with B Litvack re outstanding issues. Reviewing draft letter to insurance co. Discussions with HH employees re A/R collection. Call from Lease Finance Group released equipment.
3/10/2009	Litvack, Bryan N	Draft letter to insurance company to change policy coverage on auto insurance. Pick up mail. Go through A/R outstanding with Thoressa and Rohit. Return vendor calls. Drive to Mississauga location to open office for Danbury and AEC to visit, as well as employee to pickup belongings.
3/10/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
3/11/2009	Drane, Julie	Review voicemail messages from employees - email to Brenda; review return email from Brenda - call back to employee to advise and to instruct further inquiries to go to Brenda per her request
3/11/2009	Bougie, Robert J	Review and amend AEC proposal re A/R collection; tel disc re same with B Wong and disc of proposal to existing staff member; tel disc with N Mourant; tel disc with G Zimmerman re Mississauga lease; ongoing disc throughout day with B Wong
3/11/2009	Wong, Brenda	Reviewing a/r detail worksheet. Discussion with B Bougie re collection of A/R. Discussion with Thoressa re A/R collectability and employment offer. Discussions with Rohit/Thoressa re proof of delivery. Responding to calls/emails re site showings.
3/11/2009	Litvack, Bryan N	Drive to Burlington store to open up for AEC. Located and removed 2008 & 2009 packing slips from location. Drove to Hamilton store to show to AEC and Maynards. Picked up packing slips. Arranged for employee to drop off laptop and blackberry at Hamilton store. Updated A/R analysis spreadsheet. Updated WEPP calculation spreadsheet. Drove to Burlington store to show to Maynards.
3/12/2009	Wong, Brenda	Discussion with Thoressa re A/R collection. Follow up re moving server to Concorde. Follow up calls/emails to liquidators/other interested parties re submission of proposals. Email to Ryder lift truck. Returning emails from prospective purchasers and creditors. Responding to email re 3rd party property at Markham.

3/12/2009	Litvack, Bryan N	Drive to Mississauga office to open it up for Maynards to view it. Drive to Ossington office. Meet with Brenda to discuss current status of items. Called WSIB to confirm we can use same WSIB number for remitting future payments, sent fax of court order. Updated WEPP calculation spreadsheet. Return voicemails from employees and customers.
3/12/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for couriering and file back up. Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and take to the bank and file back up.
3/13/2009	Wong, Brenda	Reviewing and responding to emails re sales process and letter from Dick Jones re life insurance. Returning creditor calls. Reviewing Danbury proposal.
3/13/2009	Litvack, Bryan N	Call CRA to find out status of our new number. Called Coca-cola to pick up their coke machine at 41 Ossington. Followed up with Michael on o/s items. Return employees calls. Return call to CRA- Roland about completing GST audit, sent him court order. Return supplier calls.
3/13/2009	Corbett, Cecilia	Post 1 court document, update section, advise Joyce/Mansouri to publish, notify Brenda Wong when live
3/15/2009	Wong, Brenda	Reviewing WEPP letter and calculation. Updating taking possession checklist.
3/16/2009	Cook, James	Review emails re life insurance and update to B Bougie.
3/16/2009	Litvack, Bryan N	Calling vendors to pick up their property, Burlington Vending, City water Int'l. Search through Joe and Michael's office for info on life insurance policy and monies received. Retrieve faxes and voicemails from customers regarding their amount owing to Hesco. Answered employee calls about their ROE's being filed incorrectly. Research about selling leaf and raptor license, call Eric Lange and MLSE about current status of Harwell's account.
3/16/2009	Wong, Brenda	Call and letter to Equitable Life. Calls and letter to CIBC. Responding to calls from creditors. Call from Angela Vassallo re creditors meeting. Call from employees re ROE forms to be amended. Call and letter to J Dawson, insurance broker. Returning calls/emails from landlord reps. Follow up with B Litvack on various matters. Follow up with liquidators re proposals. Call from John Karagiannis. Call from Harwell counsel re collections.
3/16/2009	Brown, Rose M	Deposits - Input cheques receipt into Ascend and print deposit slip and file back up.
3/16/2009	Lewis, Jeffrey R	Packaging and sending information to Brenda Wong.
3/17/2009	Cook, James	return telephone calls from creditors; draft Trustee's Preliminary report; discussion with A Koroneos re status of claims process; review proposals received from liquidators and draft summary schedule and discussions with B Wong re same;

3/17/2009	Litvack, Bryan N	Updating WEPP spreadsheet for determining max payable to service Canada. Created spreadsheet of all items to be picked up at each Hesco location. Called service Canada to order more ROE forms. Retrieved faxes from customers and gave to Thoressa to note for her collection calls. Retiring customer and creditor calls. Spoke to MLSE rep about Harwell tickets and costs for keeping the license.
3/17/2009	Wong, Brenda	Attending at 41 Ossington to review status with B Litvack; discussion with Thoressa re A/R. Reviewing proposals and calls/emails to AEC, Danbury, HSBC. Calculating weekly payroll. Responding to creditor calls/correspondence. Review WEPP calculation.
3/17/2009	Brown, Rose M	Deposits - Input cheques receipt into Ascend and print deposit slip and file back up.
3/18/2009	Cook, James	Review file re 3rd Pty goods; telephone conversation with R Fitzgerald re status of 3rd party goods located at Markham; draft trustees prelim report to B Wong; email to B Litvak re access to various locations; telephone discussions with various creditors re status of claims;
3/18/2009	Penner, Charles D	Attendance at Harwell Hesco Hamilton Location - assistance with showing property with real estate agent; time having keys cut for Burlington location, & delivery to Burlington office.
3/18/2009	Litvack, Bryan N	Contact Eric Lange to setup an ad to sell raptor/leafs license on his website. Called other interested parties for the tickets to get their offers. Called LFG to find out about buyout on credit card terminals. Sort out faxes received and give to Thoressa. Arrange for Burlington vending to pick up pop machine tomorrow. Arrange for Steve Adams to review inventory listings for all locations and determine if the cost and quantities are accurate. Determine legible commission and expenses for employees for WEPP.
3/18/2009	Wong, Brenda	Finalizing WEPP mailing documents; question to B Litvack re commissions and expenses payable. Discussions and emails with B Litvack re 3rd party property and Maple Leaf license. Drafting engagement letter for Thoressa and follow up re question on implications. Follow up with broker re life insurance policies. Follow up re outstanding questions on Danbury proposal. Calculation re NMG under different scenarios. Responding to/reviewing numerous emails.
3/18/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
3/18/2009	Lewis, Jeffrey R	Emails and calls regarding recovery of store keys
3/19/2009	Cook, James	review proof of claims and subsequent discussion with A Koroneos re same; review and discuss final draft proposal received from Danbury;

3/19/2009	Litvack, Bryan N	Contact Orion communications about why they disconnected long distance. Create inventory spreadsheet of all inventory items from each location. Return customer calls and forward messages and faxes to Thoressa. Met with CRA for GST audit and provided him information he requested and to speak to A/P clerk for specific questions. Called alarm companies to find out which phone numbers relate to security system. Emailed all phone and fax lines to keep to Orion communications and to cancel the other lines. Update Brenda on issues at Harwell.
3/19/2009	Wong, Brenda	Emails to/from B Litvack re miscellaneous outstanding matters. Email to Danbury re proposal. Reviewing revised Danbury proposal. Reviewing letter and follow-up re Eurolite licn.
3/19/2009	Lewis, Jeffrey R	Emails and calls to arrange collection of three items of third party property from Burlington and one item from Hamilton Store. Travel to stores arranging handover of property. Assisting a tenant of the Burlington Store with ventilation problems.
3/20/2009	Cook, James	discussion with A Koroneos re status of claims process; review proofs of claim;
3/20/2009	Litvack, Bryan N	Meet with Brenda to get an update on what to complete today. Faxed supporting documents to CRA proving invoices shipped to USA. Retrieve customer messages and faxes and relay to Thoressa. Answer creditor calls. Pack and send out employee pay stubs not previously sent. Send out faxes to customers. Supervise Rohit in packing files in boxes. Call Schneider Electric and left message for them to pick up their electronic sign. Pack up packing slips.
3/20/2009	Wong, Brenda	Attending at 41 Ossington to review status. Discussions/emails with B Litvak re books and records, life insurance, A/R, Danbury attendance, etc. Follow up re Danbury proposal. Follow up with insurance broker re life insurance. Calls from employees re proofs of claim, ROEs, and missing pay stubs. Call from legal counsel for George Vassallo. Calls from employee and FRO re FRO garnishment.
3/20/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
3/23/2009	Cook, James	discussion with B Wong re status; emails with Danbury to coordinate Hamilton visit;
3/23/2009	Bougie, Robert J	review Danbury proposal; meeting with B Wong re status update; tel disc with D Ordon; tel disc with Baker McKenzie; review e-mails received while away; initial review of draft report to court; tel disc (x2) with S Wayland
3/23/2009	Litvack, Bryan N	Return employees call regarding filling out forms for WEPP process. Return customer calls about them making payment to us. Meet with Danbury and Steve and oversee the inventory test counts as 41 Ossington. Compile spreadsheet listing of books and records in boxes. Update WEPP spreadsheet.
3/23/2009	Wong, Brenda	Follow up with Bryan/Jim re Danbury inventory test count. Drafting Receivers 1st report to court. Telephone discussion with D. Gadsden re life insurance and approval of sale.

3/24/2009	Cook, James	Discussion with B Wong re status of inventory count by Danbury; attend at Hamilton to facilitate inventory count; email re status to B Wong and B Litvack;
3/24/2009	Bougie, Robert J	finalize report to court; ongoing discussions throughout day with B Wong re operational issues; review and respond to e-mail messages; review and signing disbursement cheques; tel disc with S Wayland; tel disc with D Gadsden
3/24/2009	Litvack, Bryan N	Answer employee calls about WEPP. Answer creditor and customer calls. Speak to Brenda about the plan for the rest of the week.
3/24/2009	Wong, Brenda	Discussion with Barry Lockyer re progress & status of inventory count. Call to Manulife re policy info. Call from Service Canada re corrections to ROE. Reviewing books and records to be destroyed vs. packed. Calculating Receivers final payroll & T4 totals. Call to HSBC re October bank statements and life insurance cheque. Call to and emails to/from D Gadsden re life insurance.
3/24/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
3/25/2009	Weisz, Daniel	QA review of first report and review comments with Brenda
3/25/2009	Bougie, Robert J	Update discussion with B Wong
3/25/2009	Litvack, Bryan N	Call back employees regarding their WEPP questions. Take message from customers and gave to Thoressa to follow-up. Sent out invoices through fax to customers. Supervise Rohit shredding paper. Answer questions from Danbury. Look into restoring Internet access at Toronto office.
3/25/2009	Wong, Brenda	Call to Car Source re obtaining copy of lease. Discussion with J Cook re Hamilton and Burlington inventory count and Markham 3rd party property claim. Discussion with Bob Bougie re Maple Leaf license and accounts sent to collection lawyer. Reviewing letter from insurance co. and drafting a response. Discussions/emails to/from B Litvack re outstanding matters. Email to G Vassallo re Maple Leaf license. Letter to S Gray at Aylesworth re corporate records. Reviewing emails and faxes from creditors/customers.
3/25/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and take to the bank and file back up.
3/25/2009	Lewis, Jeffrey R	Attendance at Burlington location with 2 x realtors
3/26/2009	Bougie, Robert J	disc with B Wong re status of Danbury inventory counts; issuing report to court; tel disc with S Wayland; tel disc with Active Surplus re inventory
3/26/2009	Koroneos, Anna	Review redirected mail and send for A/R and claims to Noor
3/26/2009	Litvack, Bryan N	Call back employees regarding their WEPP questions. Take message from customers and gave to Thoressa to follow-up. Sent out invoices through fax to customers. Supervise Rohit shredding paper. Arrange for One Connect to send technician to Ossington to fix internet connection.

3/26/2009	Wong, Brenda	Sending letter to insurance broker to request confirmation re coverage. Calls from D Gadsden re notices to be served. Calls to Service Canada re ROEs. Emails/calls with B Litvack re inventory, Kraun, etc. Discussion with J Goldberg re accounts sent to collection.
3/26/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file backup & Cheques - Input and print disbursement cheques; prepare cheques for mailing and file backup & prepare transfer of funds to bankruptcy.
3/27/2009	Cook, James	Telephone discussion with Rob Fitzpatrick re 3rd party goods at Markham;
3/27/2009	Cook, James	Discussion with B Wong re amended NMG received from Danbury;
3/27/2009	Penner, Charles D	Attendance at Harwell Hesco Hamilton location to assist liquidator perform test counts from inventory listing. Time spent waiting for liquidator to arrive; time spent performing test counts with liquidator.
3/27/2009	Wong, Brenda	Responding to calls from employee, FRO, creditor and Service Canada. Providing AR collection list to Thoressa. Telephone discussion with J Milne re inventory list. Reviewing AR status with Thoressa. Reviewing Danbury inventory test count results. Email to G Vassallo confirming sale of seat license.
3/27/2009	Litvack, Bryan N	Forward faxes and call received to Thoressa. Update Brenda on 3rd party property remaining. Drive to Hamilton to allow Danbury to conduct inventory counts. Call Eric Lange to cancel leafs/raptors license on his website. Pack up all packing slips at Hamilton office to take back to Toronto.
3/30/2009	Bougie, Robert J	Conf call with D Ordon et al @ Danbury re revisions required to NMG; tel disc with Baker McKenzie (x3) re re-scheduling motion; tel disc with S Wayland; review revised Danbury NMG; tel disc with D Ordon; review e-mail re insurance issue
3/30/2009	Wong, Brenda	Dealing with correspondence. Call to Joe Vassallo. Email to G Vassallo re transfer of seat license; preparing letter to Maple Leaf Sports. Telephone calls with Danbury and reviewing revised proforma. Reviewing list of 3rd party property & sending to Danbury. Reviewing 30 day goods claim. Responding to email from Ryder re forklift. Discussions with B Litvack re status. Call to ADT & Securely Yours re outstanding invoice. Follow up with Aylesworth re share register and minute book. Writing AR demand letter.
3/30/2009	Koroneos, Anna	T/c with Tom Penton of Majic Light re: status
3/30/2009	Koroneos, Anna	Review message from Angela of Enbridge re: status of closing account and forward to JC
3/30/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
3/30/2009	Litvack, Bryan N	At 41 Ossington office for the day. Sent letter to Schneider Electric asking them to pick up their electronic signs at Harwell. Call employees back regarding their WEPP questions. Forward faxes to Thoressa and send faxes to customers. Update 3rd party listing spreadsheet. Calling Legrand about their 30 day claim.

3/31/2009	Bougie, Robert J	Attendance at court re approval order for sale of inventory; follow up tel disc (x3)with B Wong; tel disc with S Wayland
3/31/2009	Wong, Brenda	Reviewing proofs of claim received. Follow up re various outstanding matters including leases, rent payments, 3rd party property claims etc. Finalizing letters to Advance, Interbase and R-Bros. Discussions with Thoressa re AR status and prebilling; follow up re accounts in collection and MRO AR. Updating rent schedule. Making arrangements re transition of possession to Danbury. Reviewing Notice of Dispute re 30 day goods claim. Discussion with Bob re status and Danbury. Follow up re share register and minute books. Sending info to Danbury re prospective purchasers.
3/31/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
3/31/2009	Litvack, Bryan N	Draft letter to Langrand to deny their 30 day claim. Draft letter to ADT to remit payment and terminate service on May 31. Sort through invoices received. Answer cx-employees call about WEPP. Enter employee WEPP applications online. Follow-up on Schneider Electric electronic signs if they want to pick them up. Update 3rd party property listing.
4/1/2009	Wong, Brenda	Meeting with Danbury re transfer of possession. Sending AR demand letters to White Oaks and Fred Giessler. Discussions with Thoressa re AR matters including accounts sent to Collection. Reviewing leases re restrictions on liquidation sales. Call to Joe re books and records to be removed. Reviewing books and records in LMV office. Responding to letter from Minden Gross re Eurolite lien. Call and email to Sysmarc re cost to bring systems back on line. Reviewing estimate from Sysmarc.
4/1/2009	Koroneos, Anna	With Mahraj of the Ontario Battery Services re; o/s invoices and status of possible payment
4/1/2009	Bougie, Robert J	Review documentation re insurance proceeds; drafting and issuing letter to TD Bank; disc with S Wayland; tel disc with Baker Mckenzie
4/1/2009	Corbett, Cecilia	Posted 3 court documents and submitted same; added links to the section, tested for accuracy; submitted for approval. Sent email to Anne Joyce (Mktg) requesting publication. Notified Brenda Wong re status.
4/1/2009	Litvack, Bryan N	Make a list of all boxes which Joe is going to pick up. Give information to Danbury for all stores. Drive to St. Catherines to pick up 2008 packing slips and key for van at the store. Drive to Hamilton to pickup 2 credit terminals to be returned to LFG. Drive to Ossington office. Return employee calls about WEPP. Dispose of confidential payroll records.
4/2/2009	Cook, James	Emails to EHV re status of property claim;
4/2/2009	Cook, James	Review letter received from IBO group re A/R and forward same to B Litvack

4/2/2009	Wong, Brenda	Call from Service Canada re ROE. Follow up re preparing list of employee contact info for Danbury. Returning creditor/employee calls. Reviewing disbursement cheques. Responding to call from ADT re alarm signal. Attending at 41 Ossington: discussions with Thoressa re A/R and Markham packing slips, discussions with Danbury re computer systems. Follow up with J Lewis re Burlington tour. Updating list of o/s items. Reviewing list of books and records to be transferred to Joe.
4/2/2009	Koroneos, Anna	Forward redirected mail - t/c with John Hill of Glo Lighting re: status;
4/2/2009	Brown, Rose M	Cheques - Input and print disbursement cheques; prepare cheques for mailing and file back up. / Deposits - Print deposit slip and copy of cheques. Input in to Ascend and file back up.
4/2/2009	Litvack, Bryan N	Dispose of reaming payroll records at 41 Ossington. Summarize all boxes for Joe to pick up from 41 Ossington. Talk to phone company about why long distance doesn't work and if they cut the line for the security system. Called ADT to troubleshoot problem with alarm panel then requested to have a technician come out tomorrow to fix it. Drive to Markham to pick up packing slips and inspect 3rd party property. Drive to office. Sort through mail. Return employee and customer calls.
4/3/2009	Cook, James	Attend at Ossington re ADT alarm repairs; telephone discussion with ADT re status of technician; telephone discussion with B Litvack re CAPP; discussion with Joe Vassallo re records;
4/3/2009	Brown, Rose M	Cheques - Input and print disbursement cheques; prepare cheques for mailing and file back up. / Deposits - Print deposit slip and copy of cheques. Input in to Ascend and file back up.
4/3/2009	Lewis, Jeffrey R	Attendance at Burlington location with realtor and potential purchaser
4/3/2009	Wong, Brenda	Responding to calls and emails. Call to Danbury to follow up re forklift, rent cheques, and update on locations. Discussions with B Litvack re various outstanding matters. Call to Joe re sale of 41 Ossington and Burlington books and records.
4/3/2009	Litvack, Bryan N	Contact One Connect to maintain Internet service. Follow-up with Thoressa about A/R collections. Search for all vehicle registration information. Update Brenda on current items on the file. Enter employee WEPP applications online. Answer employee calls regarding WEPP. Sort through mail received. Left msg for de lage landen about getting a copy of the lease agreement for the forklift.
4/4/2009	Wong, Brenda	Attending at 41 Ossington for ADT service call to restore alarm monitoring.
4/6/2009	Brown, Rose M	Deposits - Print deposit slip and copy of cheques. Input in to Ascend and file back up.
4/6/2009	Bougie, Robert J	Review and respond to e-mail messages; tel disc with S Vail at TD Bank re proceeds from insurance; follow up disc with Baker McKenzie

4/6/2009	Wong, Brenda	Sending demand letter to All State. Call to Ceridian re FRO garnishment and preparing 2009 T4s. Call to M May re FRO cheques. Call to IBM re outstanding invoices. Call to Car Source released vehicle. Call to Cap Management and from Danbury re software support. Reviewing draft correspondence to CIBC and LFC. Call from employee re ROE and follow up with Service Canada.
4/6/2009	Litvack, Bryan N	Drafted letter to LFG to return credit card terminals. Called CIBC then drafted letter to close company's brokerage account and remit balance to Receiver. Sort through mail. Call Utility companies to make sure they issue revised invoices for March 2 and after. Enter employees WEPP application. Send email to de lage landen requesting copy of their agreement with Harwell re: forklift.
4/7/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
4/7/2009	Bougie, Robert J	Review and revise affidavit re insurance proceeds; tel disc with D Gadsdon; tel disc with S Vail (TD Bank) re information request
4/7/2009	Wong, Brenda	Call from and letter to landlord for Markham. Reviewing emails re life insurance. Call to Ceridian re T4s. Reviewing Ceridian reports. Follow up with Danbury re rent payment. Telephone discussion with St. Catharines landlord re rent and occupancy. Reviewing emails re miscellaneous outstanding matters. Reviewing disbursement cheques. Preparing letter to Maple Leaf Sports. Reviewing Affidavit re court application and discussion with B Bougie and D Gadsden. Reviewing De Lage lease document.
4/7/2009	Litvack, Bryan N	Drive to 110 Torbay store to open for landlord Chris Lee. Drive to Ossington store. Go through A/R sub ledger with Thoressa to determine what is still collectible. Go through A/R customer issues with Thoressa. Fix labels on Filebank boxes. Call back customers about their WEPP questions. Follow with De lange about getting copy of lease for forklift.
4/8/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and take to the bank and file back up.
4/8/2009	Wong, Brenda	Follow up re status of outstanding items. Calls from employees re WEPPA and ROE. Reviewing email from Schneider re POD. Reviewing draft letter to Kraun. Review status of 3rd party property. Reviewing AR collectability worksheet. Reviewing TD correspondence re Harwell account.
4/8/2009	Bougie, Robert J	Tel disc with TD Bank; review documentation received from TD re Oakville bank account; analysis of account activity; prep of analysis for HSBC and Baker McKenzie
4/8/2009	Litvack, Bryan N	Sort through mail and update Brenda on important letters received. Draft letter to Kraun demanding payment for their balance owing and send out. Determine invoices received which companies and have not received notice, then mail out bankruptcy notice. Answer employee calls about WEPP. Enter employee WEPP application online.

4/9/2009	Cook, James	Draft email to R Fitzpatrick and P Murphy re EHV 3rd party property claim; telephone call with R Fitzpatrick re same; review documents received from R Fitzpatrick;
4/9/2009	Brown, Rose M	Deposits – Print deposit slip and copy of cheques. Input in to Ascend and file back up.
4/9/2009	Wong, Brenda	Follow up re Markham 3rd party property claim. Call from Danbury re landlord's agent visit. Writing response to letter from Economical. Call to Incuity re rent cheques. Reviewing letter from Kraun counsel. Reviewing assignment document re Ryder lease and sending to Baker. Review A/R status.
4/9/2009	Litvack, Bryan N	Sort through mail and update Brenda on important letters received. Call Pitney Bowes about picking up their postage machine. Draft letter and send out to Pitney Bowes requesting refund for postage on company's account. Enter employee WEPP applications online. Follow-up with LFG about picking up their credit card terminals. Follow-up with De Lage Landen about getting more support for the transfer of lease agreement.
4/9/2009	Koroneos, Anna	With Rashad of Global Payments on o/s invoice and client #
4/13/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
4/13/2009	Wong, Brenda	Call from Service Canada re employee ROE. Call from J Lewis and call to Danbury re Burlington alarm. Reviewing T4 and T4A summaries. Follow up with Danbury re exit from Markham and St. Catharines. Call to D Gadsden re rent and lease assignment.
4/13/2009	Litvack, Bryan N	Prepare T4 & T4A Summary for 2009. Prepare March GST return. Follow-up with Carsource and Cedar Springs about picking up their assets at Mississauga Store. Prepare 2009 year-end EHT return.
4/14/2009	Cook, James	Telephone discussion with R Fitzpatrick re EHV claim and subsequent email to EHV re same; telephone discussion with B Wong re status of EHV
4/14/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
4/14/2009	Wong, Brenda	Calls from Danbury re Burlington access and tenant, and exit from Markham and St. Catharines. Call to Joe re access to Burlington. Email to Danbury re daily reporting and weekly accounting. Call from landlord for St. Catharines. Call from D Gadsden re rent. Discussions with Danbury and J Cook re EHV property claim. Meeting with B Litvack to review statutory returns.
4/14/2009	Bougie, Robert J	Review and revise draft affidavit re insurance proceeds; letter to TD Bank re additional information; tel disc with S Wayland; tel disc with D Gadston
4/14/2009	Litvack, Bryan N	Drive to Mississauga store for Carsource to pick up their leased van. Drive back to Concorde Gate. Drive back to Mississauga store to open gate for Car Source to remove van. Return employees calls about WEPP. Sort through mail. Finish preparing 2008 and 2009 EHT returns. Work on WSIB returns.

4/15/2009	Burgess, Jason	Co-ordinate with Landlord and auctioneer. Correspondence with B. Wong
4/15/2009	Cook, James	Telephone call with Liuz Scott re garbage piling up at Burlington location and direction to B Litvack re same
4/15/2009	Wong, Brenda	Follow up re EHV property claim. Discussion with Danbury re EHV, inventory costing, and exit from Markham & St. Catharines. Sending out exit instructions. Writing letter to Standard Life re wind-up of group RRSP plan. Calls from employee re ROE and landlord's agent. Discussion with Thoressa re A/R. Reviewing letter from Kraun's counsel and forwarding to Baker. Meeting with B Litvack re statutory returns and outstanding items. Reviewing EHV proof of property claim and sending email with outstanding questions.
4/15/2009	Bougie, Robert J	Corresp with TD re registration of the GIC; tel disc with C Perry; tel disc with D Gadston; attendance at Baker Mckenzie offices to review and sign final affidavit; review and respond to e-mail messages
4/15/2009	Litvack, Bryan N	Complete 2008 and 2009 WSIB returns. Complete employee T4's and T4A during receivership. Answer employee calls about WEPP. Sort mail
4/16/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up. Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
4/16/2009	Wong, Brenda	Follow up re EHV: email to EHV re outstanding questions, call to Danbury re what inventory was found at Markham, discussion with P Murphy of EHV. Attending at 41 Ossington to follow up re A/R, EHV and site visit. Discussions with employees re ROE issues.
4/16/2009	Litvack, Bryan N	Call waste management about picking up their garbage bins. Mail out T4's, EHT, and WSIB returns. Sorting mail. Returning customer calls and forwarding information to Thoressa
4/17/2009	Burgess, Jason	Discussions with Danbury representative and landlord regarding re-scheduling transition time. Attend at location, document and take pictures of location and obtain keys from Danbury. Some extra time required as I requested that the upper storage area be cleaned and some additional items put in the dumpster. Email pictures and documents
4/17/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
4/17/2009	Bougie, Robert J	Review motion record attendance at court re Mareva Order; Tel disc with S Wayland
4/17/2009	Wong, Brenda	Telephone discussions with Danbury and landlord re Markham exit and shelving. Call to J Palumbo re St. Catharine exit. Discussions/emails to team re St. Catharines and Markham exits. Preparing lease disclaimer letter for St. Cat and reviewing disclaimer for Markham. Call from Service Canada re employee ROE. Call from employee re ROE. Calls to Service Canada re ROEs.

4/17/2009	Litvack, Bryan N	Send another letter to LFG requesting they pick up their leased credit card terminals. Draft lease disclaimer for Markham store. Visit Danbury at Markham Store. Meet with landlord to do walk around and take pictures. Monitor Danbury to make sure they clean warehouse fully.
4/20/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
4/20/2009	Bougie, Robert J	Update discussion with B Wong; tel disc with S Wayland; review and respond to numerous e-mail messages re Mareva Order
4/20/2009	Wong, Brenda	Discussion with B Bougie re status update. Discussion with B Litvack re EHV property claim and update on Markham exit. Follow up with Baker re outstanding matters including forklift. Calls/emails to/from Danbury re various matters. Follow up on outstanding A/R. Sending details of financial institutions re LP Vassallo and other info to Baker. Call from creditor. Call from Schneider re product recall. Call from employee re WEPP forms.
4/20/2009	Litvack, Bryan N	Call utility and gas companies to cancel services at Markham location. Sort mail. Contact security company to end service at Markham location. Contact telephone company about April's bill. Drive to Hamilton store to check inventory items which EHV claims belongs to them. Conduct a count of all items ordered for EHV.
4/21/2009	Burgess, Jason	Attend at premises. Exchanged keys with landlord, emailed signoff to Brenda Wong. The Landlord was 30 minutes late for the exchange.
4/21/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up. & Input and print disbursement cheques; prepare cheques for mailing and file back up.
4/21/2009	Bougie, Robert J	tel disc with S Wayland; review and respond to numerous e-mail messages re insurance funds; tel disc with D Ordon; disc with B Wong re ongoing operational issues; tel disc with Baker McKenzie;
4/21/2009	Wong, Brenda	Reviewing and responding to emails and correspondence. Follow up with Danbury re April rent cheques and accounting. Preparing EHV Notice of Dispute. Call to D&A re accounts to be sent to collection. Reviewing April activity on old HSBC accounts. Calls/emails from Thoressa re A/R. Discussions with B Litvack re various outstanding matters. Discussion with IED re reward system.
4/21/2009	Litvack, Bryan N	Draft letter to Securely Yours to cancel security monitoring at Markham location. Call phone company to ask for revised billing for numbers which were cancelled in March. Draft letter to CGB Insurance to updated insurance policy for Markham & St. Catherines stores. Called Horizon Utilities to close our account in St. Catherines. Called WEPP asking who I can speak to for updating proof of claims received. Sort mail. Call 407 ETR to notify them of bankruptcy and to close account.

4/21/2009	Penner, Charles D	Sent appraisal to engagement manager and follow-up regarding it's review
4/22/2009	Brown, Rose M	Deposits - Photocopy cheque. Input receipt into Ascend and print deposit slip and take to the bank and file back up.
4/22/2009	Wong, Brenda	Discussion with D Gadsden re Kraun. Emails/calls to Thoressa re Kraun and Lutron. Reviewing rent disbursements. Reviewing cheque received. Responding to calls/emails. Call from Hoffman re EHV order. Call from J Vassallo re Burlington garbage.
4/22/2009	Bougie, Robert J	Attendance at Baker & McKenzie's offices for meeting with R Jones re L Vassallo settlement; follow up disc with B Casey re related company debt positions; tel disc with B Pettit and S Wayland; review Dnabury Sales summary
4/22/2009	Litvack, Bryan N	Draft letter to MJ Dumont security to stop security monitoring service at St. Catharines store. Call back creditor about question on receivership. Call Ryder logistics to organize pickup of postage machine tomorrow. Sort mail. Create Monthly Occupancy costs spreadsheet. Call Waste Management to add Joe to the account to make arrangements to pick up garbage at Burlington store. Update WEPP on employees proof of claims filed.
4/23/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
4/23/2009	Wong, Brenda	Research re MRO Operations. Follow up with D Gadsden re Kraun and rent assignment. Reviewing Jomeva/Jolage corporation profile reports. Call from De Lage. Call from employee re proof of claim form.
4/23/2009	Bougie, Robert J	Review order of Justice Newbold; review and approve minutes of settlement re L Vassallo; tel disc with Baker McKenzie; tel disc with S Wayland
4/23/2009	Litvack, Bryan N	Update A/R aged sub ledger for collections to date. Go through A/R sub ledger with Thoressa to get status of receivables outstanding. Meet Pitney Bowes at 41 Ossington to give them back their postage machine. Do a walkthrough of 41 Ossington building.
4/24/2009	Litvack, Bryan N	Sort mail. Update occupancy expenses spreadsheet. Drive to Mississauga store to meet Cedar Springs for them to pick up their water cooler then drive back to office. Return customers voicemails about making payment. Send out proof of claim form for Pliant Corp bankruptcy.
4/27/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up. Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
4/27/2009	Bougie, Robert J	Tel disc with D Gadsden re assignment of rents; attendance at Baker McKenzie offices to execute Receiver's Certificate re :L Vassallo; review and respond to e-mail messages; review Danbury sales summary

4/27/2009	Wong, Brenda	Reviewing disbursements. Reviewing email from Baker re rent assignment and Kraun A/R. Discussion with B Litvack re Hamilton tenants and obligations. Reviewing email from Danbury re sales to date. Reviewing updated A/R status schedule. Reviewing fax from Emery Investments re Markham property. Reviewing disbursements to pay.
4/27/2009	Litvack, Bryan N	Follow up with Guild Electric about making payment. Contact Joe Vassallo about electricity invoices for his buildings in Hamilton. Draft letter to Horizon Utilities to update information for Jolage to take over the accounts at their buildings. Scan and send signed ROE to employee. Review Markham Landlord's claim for damages at unit and draft reply letter to them.
4/28/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up. Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
4/28/2009	Bougie, Robert J	Disc with B Wong re assignment of rents; follow up disc with D Gadsden re same
4/28/2009	Wong, Brenda	Email to employee re bankruptcy mailings. Reviewing status of outstanding items. Call to Service Canada re employee ROE. Follow up with Joe re removal of books and records. Contacting Schneider re proof of delivery for EMCOR. Discussion with D Gadsden re MRO, Kraun, and rent assignment. Reviewing letter to Emery re Markham rent. Follow up re MRO A/R. Responding to miscellaneous calls and emails.
4/28/2009	Litvack, Bryan N	Drive to Mississauga store to meet Ryder for pickup of their forklift. Drive to Concorde Gate. Draft and send letter to Canada Bonded Agency requesting they forward all future correspondence to the Receiver. Answer employees calls about WEPP. Speak to Thoressa about customer to send 2nd demand letters to.
4/29/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and take to the bank and file back up.
4/29/2009	Wong, Brenda	Calls re removal of Burlington books and records. Reviewing Lutron/Eurolite accounts and responding to emails from D Gadsden re Kraun lien. Call / emails with Danbury re exit dates; emails to B Litvack re preparing for Mississauga exit.
4/30/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
4/30/2009	Wong, Brenda	Meeting with B Litvack re status update. Call from Danbury re internet problems. Call from D&A re A/R settlement. Reviewing letter from Kraun counsel and verifying Eurolite A/P.
4/30/2009	Litvack, Bryan N	Meet with Brenda to discuss o/s items while she is away next week. Contact Oneconnect about march and April invoice. Sort mail.
5/1/2009	Litvack, Bryan N	Following up with Thoressa regarding A/R customers balances.

5/4/2009	Litvack, Bryan N	Draft and send out 10 second A/R demand letter to customers. Sort mail. Call Canada Bonded Attorney to discuss resuming collection of accounts sent to them by Harwell. Complete and send agreement to Canada Bondend Agency. Call CRA about payroll audit. Completed RC59 form for CRA and faxed to them for access to GST & Payroll accounts. Review records for support of credit note against Eurolite.
5/5/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up. Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
5/5/2009	Penner, Charles D	Discussion and finalization of Harwell Hesco appraisal with engagement manager
5/5/2009	Litvack, Bryan N	Drive to Hamilton store to meet representative from De Lage Landen to pick up their forklift. Drive to Concorde Gate. Email ex-employees about Eurolite credit amount and call David at Baker McKenzie. Call Burlington Hydro about meters at Burlington location. Draft letter to Megapro properties to disclaim Mississauga lease. Answer customers calls about second A/R demand letter. Update A/R sub ledger for amounts received to date. Arrange with Danbury and landlord to meet at Mississauga location tomorrow.
5/6/2009	Bougie, Robert J	Review and signing disbursement cheques; review letter, statement of claim and statement of defence received from Emery Jamieson LLP re the RSI et al litigation; tel disc re same with S Wayland; letter and disclaimer of lease re Mississauga premises
5/6/2009	Koroneos, Anna	T/calls (2)with Glen Philisek former employee re: filing his proof of claim; t/c with Paul Sherick of Energy Jamieson (?) re: Enersource, report to send to B. Bougie on possible litigation;
5/6/2009	Litvack, Bryan N	Drive to Mississauga store to meet landlord to walk around premises and give him the keys. Drive to Concorde Gate. Call Thoressa to look into Eurolite credit on accounting system. Sort mail. Drive to Mississauga to take pictures of the unit with everything removed. Follow up with Danbury about removing waste bin at 110 Torbay Rd.
5/7/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
5/7/2009	Bougie, Robert J	Tel disc with S Wayland; letter to Emery Jamieson re o/s litigation
5/7/2009	Litvack, Bryan N	Follow-up with Danbury about making weekly payment from sales proceeds. Return voice messages from Compower and Industrial Automation about payment of their o/s amounts. Draft and fax letter to utility gas companies to terminate accounts for Mississauga store. Follow-up with Thoressa on the status of A/R collection. Draft and send settlement letter to Industrial Automation.

5/8/2009	Litvack, Bryan N	Forward Canada Bonded Agency's requests to Thoressa. Review invoices received. Call Service Canada and update them on WEPP proof of claims received. Answer creditor calls. Sort mail. Follow-up with Danbury regarding advance from their sales and checking that records have been removed from Burlington store.
5/11/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
5/11/2009	Wong, Brenda	Reviewing emails and correspondence. Meeting with B Litvack to review outstanding matters. Call from employee re missing cheque. Call to Danbury to confirm re exit dates. Email to Danbury re EHV inventory. Discussion with D Gadsden re Kraun.
5/11/2009	Litvack, Bryan N	Meet with Brenda to update her on item arising from Harwell last week. Call Rob from Dafoe electric to work out arrangement for amounts due to the company. Call Joe to settle Burlington invoice.
5/12/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up. Input and print disbursement cheques; prepare cheques for mailing and file back up.
5/12/2009	Wong, Brenda	Reviewing email from D Gadsden. Email to Thoressa re Kraun a/r. Discussion with B. Bougie re status update. Reviewing fax from Markham landlord. Discussions with B Litvack re various outstanding matters. Follow up re A/R deposits to old account to be transferred to Receiver's account. Telephone call from S. Wayland re potential realization. Reviewing disbursements.
5/12/2009	Litvack, Bryan N	Prepare GST return for April. Call CIBC Investor Services to remind them to send chq for total balance to us. Call Waste Management to request new invoice. Review letter from Emery Investments regarding Markham exit, left msg for Bernie at Emery to call me back. Run VIN reports on vehicles owned by Harwell.
5/13/2009	Brown, Rose M	Input and print disbursement cheques/wire; prepare cheques for mailing and file back up.
5/13/2009	Koroneos, Anna	T/c with Charmaine of Global Payments re: director guarantee and question on his bankruptcy; advise we are not trustee if he is bankrupt;
5/13/2009	Wong, Brenda	Responding to letter from Mississauga landlord. Discussion with J Vassallo re status of liquidation and rent cheques. Discussion with B Litvack re A/R. Reviewing A/R status & commission earned to date. Follow up with Danbury re weekly sales proceeds. Attending at 41 Ossington to review status of inventory liquidation, to review A/R status with Thoressa, and to follow up on Notice from City of Toronto re 48 Givens.
5/13/2009	Litvack, Bryan N	Sort mail. Email to Joe letter from City of Toronto re: cleanup at 28 Givins St. Follow-up with Peter from FTI about A/R amount due to us. Answer calls from utility companies. Call around for printer ribbon for printer at 41 Ossington.

5/14/2009	Wong, Brenda	Reviewing correspondence on Kraun. Drafting AR demand form letter for Thoressa. Discussion with B Litvack re Eurolite credit, 3rd party property claim, and other outstanding matters. Follow up with J Hart re A Vassallo and MRO.
5/14/2009	Litvack, Bryan N	Spoke to Peter from FTI about payment of his o/s balance to Harwell. Sort mail. Spoke to Bernie Cooper about settling balance at 110 Torbay Rd. Markham. Call CRA about status of receiving a payroll audit.
5/15/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up. Input and print disbursement cheques/wire; prepare cheques for mailing and file back up.
5/15/2009	Wong, Brenda	Discussions with B Litvack re A/R. Discussion with Thoressa re status. Reviewing occupancy costs to date and estimate for June; sending email to Danbury re June occupancy.
5/15/2009	Litvack, Bryan N	Drove to MTO to get VIN report on 2 vehicles owned by Harwell. Return requests from Canada Bonded Collection about offers received from customers. Call Enbridge and ADT to sort out bills. Sort mail and send copy of cheques to Thoressa.
5/19/2009	Wong, Brenda	Reviewing Danbury sales report. Call from Burlington purchaser re occupancy date. Reviewing outstanding items. Follow up with Thoressa re A/R. Letter to ADT re monitoring services to be extended to June 30.
5/19/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
5/20/2009	Wong, Brenda	Email from G Vassallo and follow up with Maple Leaf Sports re transfer of license. Reviewing Danbury sales report. Reviewing correspondence.
5/21/2009	Bougie, Robert J	Update discussion with B Wong
5/21/2009	Wong, Brenda	Site visit to 41 Ossington. Reviewing A/R with Thoressa. Reviewing and updating A/R status schedule.
5/21/2009	Brown, Rose M	Deposits - Print deposit slip and copy of cheques. Input in to Ascend and file back up.
5/22/2009	Litvack, Bryan N	Draft 2nd demand letters to customers. Sort through open A/R listing to determine which customers to send specific letter to. Create personalized letters for each customer and send faxes to customers over \$1k who have not made any payment to date. Spoke to collection agency about certain customer accounts.
5/22/2009	Wong, Brenda	Discussions with B Litvack re A/R. Reviewing faxes from Thoressa. Reviewing draft A/R letters. Sending out A/R demand letters. Call from Danbury re City of Toronto call. Call from OLG re outstanding A/R. Fax from J Hart re MRO A/R.
5/25/2009	Wong, Brenda	Discussions with B Litvack re A/R. Reviewing A/R status and sending out second demand letters. Calls from Danbury re City of Toronto notice. Calls/emails to/from Thoressa re A/R. Call from Technut re Bombardier part. Email to Danbury re June rent.
5/25/2009	Litvack, Bryan N	Sending out 2nd demand letter to customers. Answer call from customers about their o/s balance. Print out and go through all correspondence received during receivership from customers to see which amounts can still be collected. Sort mail.

5/25/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
5/26/2009	Wong, Brenda	Discussion with and email to collection agency. Reviewing emails re outstanding a/r. Call/emails from customer re outstanding account.
5/26/2009	Litvack, Bryan N	Sending out 2nd demand letter to customers. Go through all o/s balances over \$500 with Thoressa and update into our tracking spreadsheet. Go through all correspondence with customers during receivership. Send letter to ADT asking them what they want to do with their alarm equipment upon our termination of their contract.
5/26/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
5/27/2009	Cook, James	Review fax and subsequent telephone discussion with customer re returns and outstanding A/R; email to B Litvack and customer re settlement of same.
5/27/2009	Bougie, Robert J	Review draft receiver's certificate and comment thereon; review revised version; disc with B Wong re operational matters
5/27/2009	Wong, Brenda	Reviewing A/R status. Follow up with Thoressa re Giessler. Follow up with John Hart re MRO A/R and letter to Minden Gross. Telephone discussions with Joe Vassallo re MRO, and Burlington exit and June occupancy at Toronto and Hamilton. Drafting letter re June occupancy. Call and email to Danbury re Burlington, Toronto and Hamilton exits.
5/27/2009	Litvack, Bryan N	Attended auction at Burlington location. Made sure appropriate assets were sold and monitored auction process. Checked emails and faxes received throughout the day and replied to urgent requests.
5/27/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and take to the bank and file back up.
5/28/2009	Wong, Brenda	Meeting with B Litvack to review status of outstanding items. Reviewing letter from Minden re MRO and calls to B Temins and J Samra. Discussion with D Gadsden re Kraun and liens. Discussion with Thoressa re Giessler and MRO. Attending at 41 Ossington and discussion with S Adams re MRO. Preparing statement of R&D and calculating estimated realization.
5/28/2009	Litvack, Bryan N	Sending out by mail 2nd demand letters to customers where fax number didn't work. Return messages from customers about 2nd demand letter. Call Superior propane about tanks held at Hesco locations and to get revised billing. Met with Brenda to go over remaining items to complete. Call Enbridge to get updated invoice for Mississauga and Markham. Create spreadsheet of all customer accounts and invoice information to send to collection agency.
5/29/2009	Cook, James	Telephone discussion with Anne from Services Canada re WEPPA claim; discussion with B Litvack re same;

5/29/2009	Wong, Brenda	Call/email to Sandvik re A/R. Discussion with B Litvack re A/R. Emails to/from Thoressa re A/R. Updating estimated statement of realization. Call from Steven Gray re Burlington. Follow up Joe re June occupancy and Burlington exit. Drafting letter for D&A re All State. Follow-up emails to Danbury re payments. Email to Danbury re Burlington exit schedule. Reviewing GESCO A/R paperwork.
5/29/2009	Litvack, Bryan N	Following up with customer who said they would make payment. Sending out letter by mail of 2nd demand letters to customers where fax number didn't work. Finish spreadsheet of all customer accounts by invoice to send to collection agency. Update tracking A/R sub ledger spreadsheet.
5/29/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
5/30/2009	Wong, Brenda	Responding to calls & emails from Danbury, new owner and counsel, Joe Vassallo and counsel, regarding transfer of Burlington premises to new owner. Reviewing list of A/R accounts to be sent to collection.
6/1/2009	Bougie, Robert J	Review updated statement of estimated realizations; responding to e-mails re payments from Danburys; tel disc with S Wayland
6/2/2009	Bougie, Robert J	Review revised R&D and estimated statement of realizations; telephone disc re same with S Wayland

**Summary of Fees**

<b>Professional</b>	<b>Position</b>	<b>Hours</b>	<b>Rate</b>	<b>Fees</b>	
Bougie, Robert	Partner	34.20	\$ 577.50	\$ 19,750.50	
Weisz, Daniel	Partner	2.70	577.50	1,559.25	
Wong, Brenda	Senior Manager	167.00	455.00	75,985.00	
Burgess, Jason	Senior Manager	13.80	455.00	6,279.00	
Litvack, Bryan	Senior Consultant	299.40	259.00	77,544.60	
Penner, Charles	Senior Consultant	42.90	262.50	11,261.25	
Cook, James	Manager	47.30	367.50	17,382.75	
Drane, Julie	Manager	3.80	367.50	1,396.50	
Lewis, Jeffrey	Manager	17.50	367.50	6,431.25	
Damiani, Stefano	Senior Consultant	5.80	262.50	1,522.50	
Fok, Anthony	Senior Consultant	1.50	262.50	393.75	
Koroneos, Anna	Senior Consultant	1.30	262.50	341.25	
Tan, Robert	Senior Analyst	1.90	122.50	232.75	
Robert, Brenden	Administration	0.50	70.00	35.00	
Corbett, Cecelia	Administration	1.40	70.00	98.00	
Brown, Rose	Administration	37.10	112.00	4,155.20	
		<u>678.10</u>		<u>\$224,368.55</u>	<b>Blended Rate \$330.88</b>
<b>Total Professional Fees</b>				<b>\$224,368.55</b>	
Courier and postage	42.92				
Taxi	31.25				
Mileage allowance	1,411.14				
Miscellaneous	65.81				
Parking	67.31				
				<u>\$1,618.43</u>	
<b>Total Fees and Disbursements</b>				<b>\$225,986.98</b>	
<b>GST @ 5%</b>				<u>11,299.35</u>	
<b>Total Amount Due</b>				<u><b>\$237,286.33</b></u>	



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Please return to Jacquie

Harwell Hesco Electric Supply Company  
c/o Deloitte & Touche Inc.  
1 Concorde Gate  
Suite 200  
Toronto, ON M3C 4G4

Date: September 8, 2009  
Invoice No: 2472190  
Client/Mandate No: 752920/10000110  
Billing Partner: Robert J. Bougie

GST Registration No: 133245290

Attention: Robert Bougie

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**BILL**

For professional services rendered in connection with our acting as Court appointed Interim Receiver and Receiver of Harwell Hesco Electric Supply Company for the period May 31, 2009 to August 31, 2009.

Date	TKPR Name	Narrative
6/1/2009	Bougie, Robert J	Review updated statement of estimated realizations; responding to e-mails re payments from Danburys; telephone discussion with S Wayland.
6/1/2009	Litvack, Bryan N	Summarizing and highlighting all accounts which are to be sent to collection agency today. Draft letters and fax to utility and alarm companies to terminate service at Burlington location. Go through remaining A/R accounts with Thoressa and document why accounts are collectible or not collectible.
6/2/2009	Bougie, Robert J	Review revised R&D and estimated statement of realizations; telephone discussion re same with S Wayland.
6/2/2009	Litvack, Bryan N	Making copies of all customer information to give to collection agency. Courier binder to D&A collections. Call Union Gas to cancel account at Burlington. Return CRA call about having payroll audit completed. Sort mail. Send updated listing of customer to collection agency. Send copy of cheques received to Thoressa.
6/2/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up. Input and print disbursement cheques; prepare cheques for mailing and file back up.
6/2/2009	Cook, James	Telephone discussion with Anne from Services Canada re Fitzpatrick WEPPA and email to Fitzpatrick and discussion with B Litvack re same.

Accounts shall be due and payable when rendered. Interest shall be charged at a simple daily rate of 0.0493% (equivalent to 18% per annum). Interest shall be charged and payable at this rate on any part of an account which remains unpaid from thirty (30) days after the invoice date to the date on which the entire account is paid.

6/3/2009	Litvack, Bryan N	Place receivership files on Q Drive. Place calls for customers about them making payment. Follow-up with Thoressa on status of customers asking for invoice and making payments. Call Burlington Hydro to confirm they received our letter to cancel our account. Called Illinois lawyer about lawsuit filed against Hesco. E-mail Superior Propane about propane tanks. Responding to collection agency requests.
6/3/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and take to the bank and file back up.
6/4/2009	Wong, Brenda	Reviewing correspondence. Meeting with B Litvack to discuss A/R and other outstanding items. Returning call from Sandvik re A/R. Follow up with Danbury re weekly payment, server and Burlington auction. Follow up re Giessler and MRO a/r.
6/4/2009	Litvack, Bryan N	Meet with Brenda to discuss o/s items and determine what is needed from Thoressa upon her exit tomorrow. Call filebank to arrange for pickup of boxes from 41 Ossington tomorrow. Update WEPP claims paid onto spreadsheet. Calculate projected utility costs for Burlington building for May to determine deduction to be made to Jolage Ltd. for June rent, and send to Joe Vassallo. Updating spreadsheet to calculate Thoressa's commission. Sort mail and send copy of cheques to Thoressa. Complete GST returns for RT0001 account up to May and RT0002 for May.
6/4/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
6/5/2009	Wong, Brenda	Call and email from former employee re T4, follow up with Ceridian. Reviewing disbursements and calculating rent payments. Reviewing commission calculation. Reviewing email correspondence. Reviewing MRO correspondence and preparing to send to counsel.
6/5/2009	Litvack, Bryan N	Email Orion communications to cancel Hamilton and Toronto phone lines for the end of the month. Updating spreadsheet for more customers to be sent to collection agency next week. Drive to 41 Ossington. Finish packing up files into Filebank boxes and meet Filebank to pick up all the boxes. Meet with Thoressa to discuss the spreadsheet for her commission and discuss final items regarding A/R collection. Return call from person claiming to have bought vehicle from Hesco.
6/5/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
6/8/2009	Litvack, Bryan N	Sending more requested customer information to collection agency. Call back WEPP about message they left last week on employee's proof of claim. Call up Power Stream to request o/s invoice from them. Reply to D&A collection agency about their requests for invoices. Called IBM about them picking up there server next week. Sort mail. Telephone conversation with D&A collection about strategy of sending of invoices and POD's for them to use. Arrange for filebank to ship packing slip boxes to D&A collection.

6/8/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
6/8/2009	Cook, James	Telephone discussion with Dan Guglia of Colliers re Ossington.
6/9/2009	Litvack, Bryan N	Draft letter to MTO for Danbury to sell the vehicles at auction. Finalize next set of accounts to send to D&A collection. Respond to requests from D&A Collection. Arrange for AFT team to wipe clean server at Harwell next week.
6/9/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
6/10/2009	Litvack, Bryan N	Respond to D&A collections requests about discount we are allowing them to offer. Answer ex-employees calls about completing proof of claim form. Finalize with Thoressa the amount of commission we still owe her for A/R collections. Sort mail. Update D&A collections on the cheques received so they can update their records. Sort out credits for June invoice with Orion for phone bill. Arrange with AFT group and IBM for the server to get cleaned and picked up by IBM.
6/10/2009	Brown, Rose M	Deposits - Photocopy cheque, input receipt into Ascend and print deposit slip and take to the bank and file back up.
6/11/2009	Bougie, Robert J	Review and comment of legal letters re accounts in collection; meeting with B Litvack re same; discussion with S Wayland; review and responding to e-mail messages.
6/11/2009	Litvack, Bryan N	Reviewing offers from collection agency and discussing with Bob before responding to collection agencies offers. Meet with CRA Auditor and discuss company's files for payroll audit. Follow-up with Superior propane about current amount due to make payment. Reviewing 2008 T4 records to compare to assessment by CRA auditor.
6/11/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up. Input and print disbursement cheques; prepare cheques for mailing and file back up.
6/12/2009	Litvack, Bryan N	Return employee message about his WEPP claim. Call CBA collections to go ahead with litigation against Advance Electric for A/R balance. Sorting mail and reviewing ADT balance as they sent us a refund cheque. Call Enbridge Gas to follow-up on o/s invoices from them. Follow-up with One Connect about o/s balance.
6/12/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
6/15/2009	Wong, Brenda	Meeting with B Litvack for status update/to discuss outstanding items. Reviewing CRA trust examiner's statement re payroll audit and telephone discussion with CRA. Reviewing disbursements. Email to J Vassallo re services to be cancelled upon Receivers exit. Drafting transmittal letter to IBM.

6/15/2009	Litvack, Bryan N	Meet AFT at 41 Ossington to delete server and image 2 computer hard drives. Meet with Brenda to discuss items from last week when she was away. Cancel One Connect ADSL service. Follow-up with CBA Collection on estimate of costs for Advance Electric litigation. Prepare listing of all accounts that need to be closed upon our exit and contact information. Sort mail. Send modem back to OneConnect
6/15/2009	Fok, Anthony	Wipe drives.
6/15/2009	Caballes, Dave	Imaging computers and verifying image.
6/16/2009	Penner, Charles D	Obtained staffing status update and provided availability to engagement manager.
6/16/2009	Wong, Brenda	Calls from ADT re alarms at 41 Ossington, attending at Ossington to investigate alarms and review auction preparations. Call from CG&B Group re insurance.
6/16/2009	Litvack, Bryan N	Drive to Hamilton store to monitor auction. Drive back to Concorde Gate. Follow-up with AFT about status of cleaning IBM hard drives and to clean other servers at 41 Ossington. Responding to e-mail's from D&A collection about customer accounts. FileGST returns for RP0001 & RP0002 for March 2009.
6/16/2009	Fok, Anthony	Completion wiping for 1st server; commute to/from client site; installation of 1st server; removal of drives from 2nd and 3rd server for wiping as requested.
6/17/2009	Wong, Brenda	Reviewing email from G Vassallo re life insurance policy, email to Joe re policies, and email to Manulife to request copy of insurance policies. Follow up with ADT/Danbury re service call. Reviewing disbursements. Meeting with G Kavoukis re status of collection of accounts receivables.
6/17/2009	Litvack, Bryan N	Meet the movers sent by IBM to pickup IBM server at 41 Ossington. Arrange for Superior Propane to pickup their propane tanks. Sort mail and review bills.
6/18/2009	Wong, Brenda	Reviewing email from G Vassallo re life insurance. Discussions with AFT/B Litvack re wiping of hard drives. Preparing reference letter for T Henriques. Email to DBA re PCL Constructors.
6/18/2009	Litvack, Bryan N	Monitored the auction at 41 Ossington. Return creditor calls and requests from D&A Collection. Drafted letters to utility companies in preparation for abandoning Toronto & Hamilton locations next week.
6/18/2009	Cook, James	respond to various telephone calls;
6/19/2009	Wong, Brenda	Call to G Reid from Danbury re June 26 exit. Email to C Penner re Hamilton exit procedures. Email to G Stapleton re Hamilton visit. Discussion with B Bougie re status update. Finalizing letters to Hamilton utilities re closing accounts.

6/19/2009	Litvack, Bryan N	Organzie AFT team to clean hard drives from 41 Ossington. Finish drafting letters to utility companies upon our exit next week. Update spreadsheet for WEPP claims paid by SC. Follow-up with D&A collections on cheques received and account to send to them.
6/19/2009	Penner, Charles D	Review of instructions for exit of Hamilton premises.
6/19/2009	Patel, Jitesh	Computer hard drive replacement and desktop hard drive wipe (20 computers).
6/22/2009	Litvack, Bryan N	Follow-up with Superior Propane about if they picked up propane cylinders from Hamilton last week. Sent a letter to Superior Propane documenting their no shows for pick up the past couple of weeks. Return employee call about form 31 for WEPP. Sort mail. Scand and send cheques received to D&A collections.
6/23/2009	Schrbrock, Edith	Bookkeeping
6/23/2009	Bougie, Robert J	Telephone discussion with S Wayland; review statement of claim from A Vassallo.
6/23/2009	Wong, Brenda	Discussion with B Bougie re current status. Call to Enbridge re St. Catharines account. Returning calls re A/R. Call to CBA re set-off charges. Reviewing EFT deposited to old account.
6/24/2009	Schrbrock, Edith	Bookkeeping.
6/24/2009	Penner, Charles D	Travel to/from Harwell Hesco Hamilton location; review of Receiver exit procedures; walkthrough of premises with Danbury contact Garth; documented discussions & sent update to manager regarding discussions held with Garth during visit; setup of meeting times for Friday to facilitate Receiver exit.
6/25/2009	Schrbrock, Edith	Bookkeeping.
6/25/2009	Wong, Brenda	Responding to emails re Hamilton exit and various A/R including FTI A/R. Discussion with D Gadsden re A/R and sending Giessler account to D&A.
6/26/2009	Schrbrock, Edith	Bookkeeping.
6/26/2009	Schrbrock, Edith	Bookkeeping.
6/26/2009	Wong, Brenda	Reviewing disbursements. Email to/from D&A re Giessler account. Call to Danbury to check on status of Ossington exit. Call to J Vassallo to schedule final walk around and attending at 41 Ossington for walk around with landlord. Reviewing and finalizing notification letters to utilities.
6/26/2009	Penner, Charles D	Travel to/from Hamilton location; walkthrough of facility with Garth from Danbury; took pictures of facility, downloaded and titled pictures; obtained keys from Garth; performed walkthrough with Joe V, and provided Joe with keys to facility; obtained signoff from Joe noting no issues with the facility.

6/29/2009	Sehrbrock, Edith	Bookkeeping.
6/29/2009	Wong, Brenda	Reviewing emails. Sending notification letter to Toronto Hydro.
6/30/2009	Bougie, Robert J	Discussion with B Wong re life insurance policy transfer issue; follow up disc with S Wayland
6/30/2009	Wong, Brenda	Reviewing correspondence. Call from legal counsel for Thomas Betts. Sending letter to CGB to cancel insurance. Letter to Scott & Pichelli re Munck Cranes dividend. Follow up re Graham missing A/R payment. Review life insurance policies and email to insurance co. re same. Call from Sam Visca re outstanding A/R. Emails to/from D&A re various A/R accounts.
7/2/2009	Wong, Brenda	Call and fax from Ministry of Labour re employee wage claims. Call to ADT to dispute invoices arising from faulty alarm system.
7/3/2009	Wong, Brenda	Reviewing occupancy costs and portion payable by Danbury.
7/6/2009	Bougie, Robert J	Review analysis from Danbury re NMG and results of sale; meeting with B Wong re same; telephone discussion with S Wayland; initial draft of response to Danbury
7/6/2009	Wong, Brenda	Follow up with Manulife re life insurance policies and putting Manulife on notice re any future actions re policies. Reviewing emails from Danbury.
7/6/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
7/7/2009	Bougie, Robert J	Finalize and issue letter to Danbury re NMG; tel disc with S Wayland; review life insurance policy analysis; tel disc with B Pettit.
7/7/2009	Wong, Brenda	Reviewing Danbury email and discussion with B Bougie re same. Estimating outstanding occupancy costs. Follow up re calculation of present value of life insurance policies. Responding to emails re A/R (Kraun, Steam Whistle). Responding to request for info from Ministry of Labour. Sending email to J Vassallo re life insurance policies. Reviewing Enbridge correspondence.
7/7/2009	Lekivetz, Frank	Calculation of PV factors/calculation of amounts owing wrt life insurance policies regarding Joe/George Vassalo
7/7/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
7/8/2009	Bougie, Robert J	Responding to Danbury re their response re NMG.
7/8/2009	Wong, Brenda	Reviewing emails to Danbury re inventory count. Telephone discussion with Joe re insurance policies.
7/9/2009	Wong, Brenda	Review correspondence from CBA re A/R. Discussion with B Litvack re outstanding matters. Responding to email from D&A re confirmation of payments. Reviewing email from Manulife re insurance policies. Responding to request from Min of Labour for payroll information.

7/9/2009	Litvack, Bryan N	Following up with requests from collection agency and other emails relating to Harwell from the past 2 weeks. Sort mail. Call WEPP to update them on claims received. Gather info for Ministry of Labour's requests.
7/9/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
7/13/2009	Bougie, Robert J	Review letter from R Jones re transfer of life insurance policies; disc of same with B Wong; telephone discussion with S Wayland; telephone discussion with n Walters from Ministry of Labour re payroll audit.
7/13/2009	Wong, Brenda	Reviewing status of Aug 31/08 t/s and CT return. Email to Manulife re early surrender of life insurance policies. Follow up re employee missing last pay cheque and call to Ceridian to stop payment and reissue. Call from Ministry of Labour and resending payroll schedule. Follow up re Advance Electric o/s A/R.
7/13/2009	Litvack, Bryan N	File June GST returns for RT0001 & RT0002. Sort mail and review bills received.
7/13/2009	Brown, Rose M	Input and print disbursement cheque; prepare cheques for mailing and file back up.
7/14/2009	Wong, Brenda	Call from ex-employee re WEPPA application. Calls to/from CBA re Advance Electric. Reviewing email from Manulife re insurance policies and sending email to G Vassallo re same.
7/14/2009	Litvack, Bryan N	Call Enbridge to confirm they closed 41 Ossington account. Responding to another request from CRA re: May A/R write-offs. Draft letter to Orion to close account and confirm final payment. Sorting out Drazen's WEPP claim with Service Canada.
7/14/2009	Brown, Rose M	Input and print disbursement cheque; prepare cheques for mailing and file back up.
7/15/2009	Bougie, Robert J	Telephone discussion with D Ordon re settlement of NMG; follow up disc with S Wayland; follow up e-mails.
7/15/2009	Wong, Brenda	Email & call from MOL re wage claims.
7/17/2009	Wong, Brenda	Reviewing proof of claim filed by Ministry of Labour.
7/20/2009	Wong, Brenda	Reviewing fax from Sullivan re Kraun lien status. Reviewing old HSBC account bank activity and email to HSBC re transfer of A/R collections. Call from employee re MOL claim filed with trustee.
7/20/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
7/21/2009	Bougie, Robert J	meeting with B Wong to review life insurance matter and other o/s issues; tel disc with D Ordon; tel disc with S Wayland
7/21/2009	Wong, Brenda	Telephone discussion with G Vassallo. Discussions with B Bougie re outstanding matters. Discussion with MOL re letters sent to employees. Reviewing utility bills. Reviewing secured claims filed to date.

7/21/2009	Litvack, Bryan N	Sort mail and review bills received. Ordering box from Filebank to find April 2008 GST Return. Return calls from collection agency. Look through the proof of claims received for all the secured claims filed.
7/22/2009	Wong, Brenda	Discussion with D&A re status of accounts sent to collection. Drafting Receiver's second report to Court.
7/22/2009	Litvack, Bryan N	Complete and file April 2008 GST return. Sort mail and review bills.
7/22/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and take to the bank and file back up.
7/23/2009	Bougie, Robert J	receipt and review corresp from Emery Jamieson LLP re discontinuation of Resin Systems Inc & RS Technologies litigation; tel disc re same with S Wayland
7/23/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
7/24/2009	Litvack, Bryan N	Send e-mail to superior propane to close our account and determine final balance owing. Sort mail.
7/24/2009	Wong, Brenda	Reviewing/responding to emails re A/R. Call from HRDC re WEPP claim. Discussion with HSBC re life insurance policies and email to G Vassallo re same.
7/27/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
7/28/2009	Bougie, Robert J	Receipt and review payment offer from Danbury; tel disc re same with S Wayland; prep and sending response to Danbury; meeting with B Wong to review insurance cash surrender issue and estimated file realizations; conf call with S Wayland; review revised NRV calculation and disc with B Wong; follow up disc with S Wayland.
7/28/2009	Wong, Brenda	Discussions with B Bougie & HSBC re life insurance and estimated realization. Calls and email to Manulife re insurance policy. Updating statements of estimated realization and receipts & disbursements.
7/28/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
7/31/2009	Litvack, Bryan N	Answer employee calls about their WEPP claim. Return call from Service Canada about employee proof of claims. Sort mail. Send copy of cheques received to D&A Collections
7/31/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
8/4/2009	Wong, Brenda	Reviewing D&A AR status report. Reviewing assignment agreement for MLSE seat license and call to MLSE re same. Call from A Vassallo requesting update. Reviewing PPSA registrations. Call to HRDC re monthly WEPP statement.
8/4/2009	Litvack, Bryan N	Complete July GST Return.
8/4/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.

8/5/2009	Wong, Brenda	Reviewing secured claims and sending letters to PPSA creditors who have not filed a claim or filed incomplete claims. Discussion with HSBC re life insurance policies, repayment of insurance proceeds and guarantee.
8/5/2009	Litvack, Bryan N	Complete July GST Return.
8/6/2009	Wong, Brenda	Telephone discussion with G Vassallo re life insurance policies.
8/7/2009	Wong, Brenda	Responding to email from Manulife. Discussion with D Gadsen re outstanding matters. Sending letter to J Gottli re Kraun A/R.
8/10/2009	Wong, Brenda	Reviewing correspondence from D&A.
8/10/2009	Bougie, Robert J	update discussion with B Wong; review release of RSI lawsuit, editing same and forwarding with cover letter to Emery Jameson
8/11/2009	Bougie, Robert J	Telephone discussion with D Ordon re settlement of outstanding NMG; follow up disc with S Wayland re same
8/11/2009	Brown, Rose M	Deposits - Print deposit slip and copy of cheques. Input in to Ascend and file back up.
8/12/2009	Wong, Brenda	Reviewing fax from Kraun counsel and email from D Gadsden re same.
8/13/2009	Bougie, Robert J	Telephone discussion with A Vesallo; e-mail to B Wong re follow up A/R collection matters discussed with A Vesallo
8/13/2009	Wong, Brenda	Reviewing emails re Giessler A/R.
8/14/2009	Bougie, Robert J	Comment on Statement of Defence re Angela Vassallo litigation; telephone discussion with D Ordon re settlement of NMG dispute.
8/14/2009	Wong, Brenda	Responding to emails re Giessler A/R.
8/17/2009	Bougie, Robert J	Review revised proposal from Danbury; telephone discussion re same with B Pettit and S Wayland; written response to D Ordon
8/17/2009	Wong, Brenda	Telephone discussion with A Vassallo. Call to J Vassallo re life insurance. Call to Manulife re obtaining copy of policies. Reviewing correspondence and bank statements. Letter to A Nayak re replacement payroll cheque.
8/18/2009	Wong, Brenda	Call from customer re outstanding A/R. Reviewing Kraun A/R documentation. Follow up re MRO A/R. Telephone discussion with J Hart re Laurie Jr. proof of claim, MRO, etc. Call to Enbridge re final bill. Reviewing outstanding utility bills. Calls from A Vassallo re MRO.
8/18/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
8/20/2009	Wong, Brenda	Reviewing and responding to D&A email on A/R collection. Letter to ex-employee re uncashed cheque. Meeting with D&A to discuss status and strategy. Call from ex-employee re termination claim.
8/20/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.

8/24/2009	Wong, Brenda	Transmittal letter to Manulife requesting copy of policies.
8/24/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
8/25/2009	Wong, Brenda	Responding to inquiry from CRA. Letter to WSIB requesting account be closed and refund of credit. Responding to CRA employee verification request.
8/26/2009	Wong, Brenda	Sending MRO A/R to collection agency. Responding to Kraun's counsel re information request.
8/26/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
8/27/2009	Wong, Brenda	Reviewing emails re A/R status. Call to Union Gas re final bill. Calculating occupancy costs. Pulling documents for Danbury litigation and meeting with B Bougie to discuss.
8/27/2009	Bougie, Robert J	review statement of claim filed by Danbury Sales; tel disc re same with internal legal department; follow up disc re same with S Wayland; telephone call to Baker McKenzie; meeting with B Wong to review her notes and discuss response; review own files and preparation of detailed response to claim
8/27/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
8/27/2009	Cook, James	Gather emails re Danburys; review Statement of claim and disc with B Wong
8/28/2009	Wong, Brenda	Responding to queries re A/R status. Responding to statement of claim.
8/28/2009	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.

Summary of Fees

Professional	Position	Hours	Rate	Fees	
Bougie, Robert	Partner	13.10	\$577.50	\$ 7,565.25	
Wong, Brenda	Senior Manager	37.20	455.00	16,926.00	
Lekivetz, Frank	Senior Manager	1.00	455.00	455.00	
Litvack, Bryan	Senior Consultant	59.50	259.00	15,410.50	
Caballes, Dave	Senior Consultant	1.80	262.50	472.50	
Patel, Jitesh	Senior Consultant	3.00	262.50	787.50	
Penner, Charles	Senior Consultant	8.90	262.50	2,332.25	
Cook, James	Manager	2.30	367.50	845.25	
Fok, Anthony	Senior Consultant	6.00	262.50	1,575.00	
Schrbrock, Edith	Administration	5.20	112.00	582.40	
Brown, Rose	Administration	8.50	112.00	952.00	
		<u>146.50</u>		<u>\$47,907.65</u>	<b>Blended Rate \$327.01</b>
<b>Total Professional Fees</b>				\$47,907.65	
Courier and postage	56.80				
Taxi	73.78				
Mileage allowance	380.84				
Computer back up & processing costs	687.86				
Carfax Reports	46.30				
Used Car Reports	38.46				
PPSA Search costs	12.00				
				<u>\$1,296.04</u>	
<b>Total Fees and Disbursements</b>				\$49,203.69	
GST @ 5%				<u>2,460.18</u>	
<b>Total Amount Due</b>				<u>\$51,663.87</u>	



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Date: November 3, 2009  
Invoice No: 2500437  
Client/Mandate No: 752920/1000110  
Billing Partner: Robert J. Bougie  
GST Registration No: 133245290

Attention: Robert Bougie

### BILL

For professional services rendered in connection with our acting as Court appointed Interim Receiver and Receiver of Harwell Hesco Electric Supply Company for the period August 31, 2009 to October 31, 2009.

Date	Professional	Description of Work Provided
8/31/2009	Wong, Brenda	Finalize response to Statement of Claim and sending to Baker McKenzie; telephone call to S. Adams; review Kraun packing slips.
9/1/2009	Wong, Brenda	Review mail and fax to Drivecon regarding incorrect invoice.
9/2/2009	Wong, Brenda	Prepare Receiver's S245(2) interim report; update statement of R&D.
9/2/2009	Brown, Rose M	Deposits; photocopy cheque; input receipt into Ascend and print deposit slip and file back up; input and print disbursement cheques; prepare cheques for mailing and file back up.
9/3/2009	Wong, Brenda	Review working paper files for notes regarding Danbury. review correspondence from D&A.
9/3/2009	Bougie, Robert J	Attendance at Baker McKenzie offices for meeting with B. Casey, D. Gadsden and S. Wayland to discuss strategy regarding Danbury litigation and other matters; follow up discussion with S. Wayland; follow up meeting with B. Wong.
9/4/2009	Damiani, Stefano	Attended at Canada Post regarding mail redirection.
9/8/2009	Bougie, Robert J	Review and sign S246 notice and discussion of same with B. Wong.
9/8/2009	Wong, Brenda	Finalize interim S246 report and circulating to Vassallos and OSB; send receivers' reports and trustee's statement to Baker McKenzie; update statement of estimated realization; review letter from Sullivan Mahoney regarding Kraun accounting.
9/8/2009	Corbett, Cecilia	Posting document to Harwell web page.
9/9/2009	Wong, Brenda	Telephone discussion with D. Gadsden regarding Kraun A/R and status of other outstanding matters.
9/10/2009	Wong, Brenda	Review Baker draft letter to Kraun; respond to email from D&A regarding Arvin A/R.

Accounts shall be due and payable when rendered. Interest shall be charged at a simple daily rate of 0.0493% (equivalent to 18% per annum). Interest shall be charged and payable at this rate on any part of an account which remains unpaid from thirty (30) days after the invoice date to the date on which the entire account is paid.

Date	Professional	Description of Work Provided
9/11/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
9/14/2009	Wong, Brenda	Review and respond to D&A emails regarding outstanding A/R; review and respond to email from Car Source regarding secured proof of claim; review insurance policies from Manulife and call and fax to D. Morton regarding missing information.
9/15/2009	Wong, Brenda	Telephone call from J. Vassallo regarding Danbury litigation; respond to letter from HRDC requesting copy of ROE; telephone call with D. Morton of Manulife.
9/15/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
9/16/2009	Wong, Brenda	Review fax from Manulife and call to D. Morton regarding same and pull together relevant policy information to send to D. Gadsden; calls with D. Gadsden regarding Danbury litigation.
9/17/2009	Wong, Brenda	Review emails from Baker McKenzie regarding Danbury litigation and Laurie Vassallo minutes of settlement.
9/17/2009	Litvack, Bryan N	Complete Aug GST Return; contact Orion telecommunications to notify them our account should have been closed at end of June, no further payments to be made.
9/18/2009	Wong, Brenda	Review August commission calculation from D&A.
9/21/2009	Sehrbrock, Edith	Estate banking.
9/25/2009	Wong, Brenda	Review email from D&A. Follow up with D. Gadsden regarding insurance policies.
9/25/2009	Sehrbrock, Edith	Estate banking.
9/28/2009	Wong, Brenda	Follow up with CRA regarding proof of property claim; telephone call with D. Gadsden regarding status of outstanding legal matters.
9/28/2009	Brown, Rose M	Prepare transfer sheet and have signed; fax to bank and input into Ascend general ledger and file back up.
9/29/2009	Wong, Brenda	Draft transmittal letter to Baker & McKenzie; update Receiver's second report; review and respond to letter from McCague Peacock regarding action against Harwell regarding 2007 MVA.
10/1/2009	Wong, Brenda	Review and respond to creditor correspondence; update Statement of Receipts & Disbursements and revisions to Receivers 2nd report to Court.
10/2/2009	Litvack, Bryan N	Complete Sept GST Returns.
10/5/2009	Brown, Rose M	Deposits; photocopy cheque; input receipt into Ascend and print deposit slip and file back up.
10/5/2009	Bougie, Robert J	Review and edit Report to Court; discussion of same with B. Wong.
10/5/2009	Wong, Brenda	Making revisions to report.
10/6/2009	Bougie, Robert J	Additional amendments to report to court and telephone discussion with Baker McKenzie
10/7/2009	Bougie, Robert J	Incorporate comments from Baker McKenzie into Report to Court, finalizing report; discussion of same with QA partner; telephone discussion with S. Wayland.
10/7/2009	Wong, Brenda	Review changes to report and pulling together exhibits. Referencing report.
10/7/2009	Weisz, Daniel	QA review of Receiver's 2nd report and meet with B. Bougie to discuss comments.

Date	Professional	Description of Work Provided
10/8/2009	Wong, Brenda	Follow up with CRA regarding outstanding Proof of Property claim.
10/13/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
10/13/2009	Wong, Brenda	Telephone calls from S. Wayland regarding life insurance and Danbury proceeds and estimated statement of realization; respond to emails regarding A/R collection status; drafting letter to Aylesworth regarding transfer of insurance policies and follow up emails to Manulife and D. Gadsden regarding same; telephone discussion with D. Gadsden regarding Court date and insurance policies.
10/14/2009	Wong, Brenda	Call from M. Ordon (Aylesworth) regarding director's liability for wages; review CRA deemed trust claim and follow up call to CRA. Call from D. Gadsden regarding lessors who have filed secured proof of claim.
10/14/2009	Bougie, Robert J	Discussion with B. Wong regarding Court Report and other ongoing matters.
10/15/2009	Brown, Rose M	Deposits; print deposit slip and copy of cheques.; input in to Ascend and file back up.
10/15/2009	Wong, Brenda	Call from M. Ordon of Aylesworth requesting supporting information with respect to employee arrears; e-mails from Manulife and to D. Gadsden regarding transfer of insurance policies; e-mail from and telephone call with D. Gadsden regarding G. Vassallo security, and follow up email to Aird & Berlis.
10/16/2009	Wong, Brenda	Review updated D&A inventory report; review and responding to correspondence from M. Ordon requesting copies of payroll records with respect to J. Vassallo director's liability; e-mail and telephone call with D. Gadsden re life insurance policies.
10/19/2009	Wong, Brenda	Call from A. Vassallo regarding obtaining a copy of the Receiver's Second Report.
10/20/2009	Brown, Rose M	Review of GST returns for Aug to Sep/09.
10/20/2009	Wong, Brenda	Call from A. Vassallo regarding proof of claim filed by M. Vassallo and follow up regarding same; telephone discussion and e-mails with D. Gadsden regarding outstanding confirmation from Manulife regarding insurance policies and follow-up e-mail to D. Morton; finalizing letter to D. Jones regarding life insurance policies.
10/22/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
10/22/2009	Wong, Brenda	Drafting letter regarding A/R to City of Toronto and Georgian Properties for D&A.
10/23/2009	Wong, Brenda	Review and respond to letter from McCague Peacock regarding pre-receivership employee claim against Harwell; review correspondence from D&A.
10/26/2009	Brown, Rose M	Deposits; print deposit slip and copy of cheques; input in to Ascend and file back up.
10/27/2009	Wong, Brenda	Respond to call from G. Vassallo's legal counsel for copy of his claim; call requesting replacement of employee payroll cheque.
10/28/2009	Corbett, Cecilia	Posting document to web page.
10/28/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.

<b>Date</b>	<b>Professional</b>	<b>Description of Work Provided</b>
10/28/2009	Bougie, Robert J	Attendance at Court regarding distribution order; telephone discussion with S. Wayland; telephone discussion with D. Gadsden.
10/28/2009	Wong, Brenda	Review funds in estate account and confirming amount available for distribution; review fax from Sullivan Mahoney regarding Kraun A/R.
10/29/2009	Corbett, Cecilia	Posting document to Harwell web page.
10/29/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
10/29/2009	Wong, Brenda	Discussion with B. Bougie regarding Kraun a/r and e-mail and telephone discussion with D. Gadsden regarding same.
10/30/2009	Wong, Brenda	Review correspondence from Bennett Jones LLP regarding secured claim of G. Vassallo.

Summary of Fees

Professional	Position	Hours	Rate	Fees	
Bougie, Robert	Partner	5.60	\$ 577.50	\$ 3,234.00	
Weisz, Daniel	Partner	0.60	577.50	346.50	
Wong, Brenda	Senior Manager	16.20	455.00	7,371.00	
Litvack, Bryan	Senior Consultant	1.70	259.00	440.30	
Damiani, Stefano	Senior Consultant	0.30	262.50	78.75	
Corbett, Cecilia	Administration	0.30	77.00	23.10	
Sehrbrock, Edith	Administration	0.70	112.00	78.40	
Brown, Rose	Administration	2.90	112.00	324.80	
		<u>28.30</u>		<u>\$11,896.85</u>	<b>Blended Rate \$420.38</b>
<b>Total Professional Fees</b>				\$11,896.85	
Courier	6.66				
Mileage allowance	2.87				
				<u>\$9.53</u>	
<b>Total Fees and Disbursements</b>				\$11,906.38	
GST @ 5%				<u>595.32</u>	
<b>Total Amount Due</b>				<u>\$12,501.70</u>	

# Deloitte

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Harwell Hesco Electric Supply Co. Limited  
c/o Deloitte & Touche Inc.  
181 Bay Street  
Brookfield Place, Suite 1400  
Toronto, ON M5J 2V1

Date: January 19, 2010  
Invoice No: 2539581  
Client/Mandate No: 752920/10000110  
Billing Partner: Robert J. Bougie  
GST Registration No: 133245290

Attention: Robert Bougie

## BILL

For professional services rendered in connection with our acting as Court appointed Interim Receiver and Receiver of Harwell Hesco Electric Supply Co. Limited for the period November 1, 2009 to December 31, 2009.

Date	Professional	Description of Work Completed
11/2/2009	Wong, Brenda	Completing Transfer of Ownership form with respect to life insurance policies of G. and J. Vassallo, and sending e-mail and letter to Manulife; reviewing e-mail from D&A.
11/3/2009	Bougie, Robert J	Review letter from R. Jones regarding Angela Vassallo litigation; telephone discussion of same with S. Wayland; telephone discussion with D. Gadsden of Baker & McKenzie; conference call with S. Wayland and D. Gadsden; ongoing matters regarding Danbury litigation.
11/4/2009	Wong, Brenda	Follow up regarding questions from D. Jones on HSBC debt; review cash in the estate account and investment options.
11/4/2009	Bougie, Robert J	Review Angela Vassallo's motion material; preparation of a response to Baker & McKenzie; review and respond to correspondence from Berkow Cohen regarding Danbury litigation.
11/5/2009	Brown, Rose M	Investment - confirm investment amount and term with Senior Manager on file; call Bank to set up the investment; prepare investment ticket, input into Ascend and prepare file back up.
11/6/2009	Bougie, Robert J	Review draft statement of defense regarding Danbury action and providing comments thereon to Baker & McKenzie; follow-up discussion with S. Wayland.
11/6/2009	Wong, Brenda	Reviewing e-mail from HSBC and responding to D. Jones' questions regarding interest owed on HSBC debt.

Accounts shall be due and payable when rendered. Interest shall be charged at a simple daily rate of 0.0493% (equivalent to 18% per annum). Interest shall be charged and payable at this rate on any part of an account which remains unpaid from thirty (30) days after the invoice date to the date on which the entire account is paid.

Date	Professional	Description of Work Completed
11/9/2009	Brown, Rose M	Deposits -photocopy cheque; input receipt into Ascend and print deposit slip and file back up.
11/9/2009	Wong, Brenda	Reviewing e-mail from Baker & McKenzie re letter to Kraun.
11/10/2009	Wong, Brenda	Call to D. Morton of Manulife to confirm transfer of life insurance policies back to Harwell; telephone discussion with D. Gadsden re potential sale of policies to two interested parties.
11/10/2009	Litvack, Bryan	Return calls from creditors.
11/11/2009	Wong, Brenda	Review letter from Sullivan Mahoney regarding Kraun A/R.
11/12/2009	Brown, Rose	Input and print disbursement cheques; prepare cheques for mailing and file back up.
11/16/2009	Bougie, Robert	Discussion with B. Wong regarding sale of insurance policies to G. Vassallo.
11/16/2009	Wong, Brenda	Letter to R. Jones to confirm the transfer of ownership of the life insurance policies back to Harwell; e-mails to parties who had expressed an interest in purchasing the policies to request that they submit offers; discussion with B. Bougie as to what should be Receiver's "ask" price.
11/17/2009	Bougie, Robert	Telephone discussion with S. Wayland; review and respond to e-mail messages regarding sale of insurance policies; discussion with B. Wong regarding same.
11/17/2009	Wong, Brenda	Reviewing net present value calculation regarding Manulife life insurance policies, telephone call with HSBC regarding sale of policies, and respond to e-mails from G. Vassallo and J. Milne; telephone discussion with J. Milne regarding insurance policies; call from D. Gadsden regarding supporting notes in financial statements for A. Vassallo secured claim.
11/19/2009	Wong, Brenda	Reviewing D&A commission calculation.
11/20/2009	Brown, Rose M	Deposits - Photocopy cheque; input receipt into Ascend and print deposit slip and file back up.
11/20/2009	Wong, Brenda	Meeting with D&A Collection and reviewing A/R status reports.
11/24/2009	Wong, Brenda	Follow up with Service Canada re status of WEPPA payment for employee under CRA garnishment.
11/25/2009	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
11/26/2009	Wong, Brenda	Call from Service Canada regarding WEPP application for ex-employcc; call to WSIB to request refund of credit balance. Letter to ex-employee re vacation arrears paid to CRA RTP.
11/26/2009	Litvack, Bryan	Enter amended WEPP application online for one employee; call Service Canada to inform them of Proof of Claim received.
11/27/2009	Wong, Brenda	Reviewing affidavit of D. Ordon.
11/30/2009	Bougie, Robert	Review D. Ordon affidavit and preparation of detailed comments thereon; discussion of same with B. Wong; telephone discussion with D. Gadsden.

Date	Professional	Description of Work Completed
11/30/2009	Wong, Brenda	Prepare a response to the Affidavit of D. Ordon; review and respond to correspondence from HRDC regarding employee earnings.
12/1/2009	Bougie, Robert J	Attendance at Baker & McKenzie offices to review and discuss response to D Ordon affidavit
12/1/2009	Wong, Brenda	Review e-mail from D&A Collections regarding status of outstanding accounts; conference call with D. Gadsden and B. Bougie regarding Affidavit of D. Ordon and follow up re sending additional information and answering outstanding questions.
12/4/2009	Brown, Rose M	Deposits - photocopy cheque; input receipt into Ascend and print deposit slip and file back up.
12/4/2009	Wong, Brenda	Review and respond to D. Gadsden e-mail regarding Danbury affidavit; sending e-mail to GrantThornton to request copy of/information regarding the 2001 GSA.
12/7/2009	Bougie, Robert	Conference call with P. Casey and D. Gadsden re strategy regarding Danbury litigation.
12/8/2009	Wong, Brenda	Review factums for A. Vassallo action; reviewing account close-out letters from D&A Collection.
12/9/2009	Wong, Brenda	Attending in court for A. Vassallo motion.
12/16/2009	Brown, Rose	Input and print disbursement cheques; prepare cheques for mailing and file back up.
12/21/2009	Bougie, Robert	Review and response to new proposal from Danbury legal counsel; telephone discussion with S. Wayland; conf call with S Wayland and P. Casey.
12/22/2009	Brown, Rose M	Prepare GST returns for Nov/09 and print general ledger reports for support.

Summary of Fees

Professional	Position	Hours	Rate	Fees	
Bougie, Robert	Partner	6.70	\$ 577.50	\$ 3,869.25	
Wong, Brenda	Senior Manager	9.60	455.00	4,368.00	
Litvack, Bryan	Senior Consultant	0.50	259.00	129.50	
Brown, Rose	Administration	2.10	112.00	235.20	
		<u>18.90</u>		<u>\$8,601.95</u>	<b>Blended Rate \$455.13</b>
Total Professional Fees				\$8,601.95	
Disbursements (courier)				<u>\$27.18</u>	
Total Fees and Disbursements				\$8,629.13	
GST @ 5%				<u>431.46</u>	
<b>Total Amount Due</b>				<u><b>\$9,060.59</b></u>	

900136



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Harwell Hesco Electric Supply Co. Limited  
c/o Deloitte & Touche Inc.  
181 Bay Street  
Brookfield Place, Suite 1400  
Toronto, ON M5J 2V1

Date: November 5, 2010  
Invoice No: 2726183  
Client/Mandate No: 752920/1000110  
Billing Partner: Robert J. Bougie

GST Registration No: 133245290

Attention: Robert Bougie

### BILL

For professional services rendered in connection with our acting as Court appointed Interim Receiver and Receiver of Harwell Hesco Electric Supply Co. Limited for the period March 1, 2010 to October 31, 2010.

Date	Professional	Description
3/11/2010	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and file back up.
3/15/2010	Brown, Rose M	Deposits - Photocopy cheque, input receipt into Ascend, print deposit slip; take to the bank and file back up.
3/23/2010	Bougie, Robert J	Review and comment on draft statements of defense for Deloitte & Touche Inc. and for HSBC regarding A Vassallo matter; telephone discussion with S Wayland; e-mail correspondence with Baker McKenzie.
3/25/2010	Brown, Rose M	Prepare GST return for Feb/10; print GL's for support and copy and mail for RT0002 account; Netfile RT0001 return.
3/30/2010	Bougie, Robert J	Review revised statements of defense for HSBC & Deloitte regarding Angela Vassallo litigation; telephone discussion with S Wayland.
4/1/2010	Wong, Brenda	Responding to email from D. Gadsden regarding amount owed by Danbury.
4/5/2010	Wong, Brenda	Reviewing occupancy costs payable by Danbury.
4/13/2010	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
4/20/2010	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
4/23/2010	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
4/26/2010	Bougie, Robert J	Review and comment on draft statement of defense and counter claim; telephone discussion with S Wayland.
4/26/2010	Wong, Brenda	Reviewing statement of defense.

Accounts shall be due and payable when rendered. Interest shall be charged at a simple daily rate of 0.0493% (equivalent to 18% per annum). Interest shall be charged and payable at this rate on any part of an account which remains unpaid from thirty (30) days after the invoice date to the date on which the entire account is paid.

Date	Professional	Description
4/27/2010	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
4/28/2010	Brown, Rose M	Prepare GST return (RT0001) for Mar/10; confirm with Bryan amount to process; net file return and print confirmation and file.
4/30/2010	Brown, Rose M	Discuss with Sr. Manager and confirm investment, the amount and term; call Bank to set up investment; prepare investment ticket & have signed, input into Ascend and file back up.
5/6/2010	Wong, Brenda	Call to Manulife regarding annual premium and fax regarding change of address.
5/13/2010	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
5/20/2010	Brown, Rose M	Prepare GST RT0002 return for Mar/10; print GL's for support and copy and mail.
5/21/2010	Brown, Rose M	Deposits - Photocopy cheque, Input receipt into Ascend and print deposit slip and take to the bank and file back up.
5/28/2010	Brown, Rose M	Prepare email and send to file Manager/Partner - confirm re-investment, the amount and term; e-mail Bank to renew investment; prepare investment ticket, input into Ascend and file back up.
5/31/2010	Brown, Rose M	Prepare email and send to file Manager/Partner - confirm re-investment, the amount and term; call Bank to renew investment; prepare investment ticket, input into Ascend and file back up.
6/23/2010	Wong, Brenda	Review calculation of WEPPA priority claim and prepare cover letter to Service Canada.
6/28/2010	Brown, Rose M	Photocopy cheque, input receipt into Ascend; print deposit slip and file back up.
6/29/2010	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
6/30/2010	Brown, Rose M	Prepare GST return for May/10; print GL's for support; Netfile return and print confirmation and file; prepare email and send to file Manager/Partner - confirm re-investment, the amount and term; call Bank to renew investment; prepare investment ticket, input into Ascend and file back up.
7/2/2010	Litvack, Bryan N	Filing GST returns for May and June to claim GST refund for A/R bad debt write-off.
7/5/2010	Wong, Brenda	Call from HSBC and reviewing cash and WIP position.
7/21/2010	Wong, Brenda	Telephone call with D Gadsden regarding status of Danbury and Vassallo litigation and receivership; e-mail to D Gadsden regarding outstanding items, current cash and future cash position.
7/22/2010	Wong, Brenda	Responding to e-mail from D. Gadsden regarding funds on hand and HSBC indebtedness.
7/23/2010	Wong, Brenda	Call from CRA regarding RT0001 account.
7/26/2010	Brown, Rose M	Prepare email and send to file Manager/Partner - confirm re-investment, the amount and term; call Bank to renew investment; prepare investment ticket, input into Ascend and file back up.
7/29/2010	Wong, Brenda	Reviewing fax from CRA regarding proof of property & unsecured claims.

Date	Professional	Description
8/3/2010	Brown, Rose M	Photocopy cheque, Input receipt into Ascend; print deposit slip, take to the bank and file back up.
8/4/2010	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
8/4/2010	Wong, Brenda	Preparing transmittal letter to CRA regarding proof of property claim.
8/12/2010	Litvack, Bryan N	Contact telephone to close our account and stop sending us invoices.
8/24/2010	Bougie, Robert J	Review and comment on amended statement of claim from Danbury's; correspondence to Baker McKenzie regarding same.
8/24/2010	Wong, Brenda	Verifying number on Danbury amended Statement of Claim.
8/26/2010	Brown, Rose M	Prepare email and send to file Manager/Partner - confirm re-investment, the amount and term; call Bank to renew investment; prepare investment ticket, input into Ascend and file back up.
9/8/2010	Bougie, Robert J	Review and comment on Statements of Defense and cross claims regarding Vasallo matter; telephone discussion with S Wayland.
9/22/2010	Brown, Rose M	Photocopy cheque, input receipt into Ascend; print deposit slip, take to the bank and file back up.
9/23/2010	Brown, Rose M	Preparing (June & July GST returns and submit by Net file and file back up.
9/24/2010	Brown, Rose M	Prepare email and send to file Manager/Partner - confirm re-investment, the amount and term; call Bank to renew investment; prepare investment ticket, input into Ascend and file back up.
9/27/2010	Brown, Rose M	Prepare email and send to file Manager/Partner - confirm re-investment, the amount and term; call Bank to renew investment; prepare investment ticket, input into Ascend and file back up.
9/27/2010	Wong, Brenda	Telephone call with D Gadsden regarding Danbury litigation and reviewing e-mail correspondence regarding same.
9/30/2010	Wong, Brenda	Pulling together documents regarding Danbury litigation and sending to Bakers.
10/4/2010	Bougie, Robert J	Review revised court pleadings regarding Danbury claim; review court materials regarding Vasallo claim; responding to e-mail correspondence.
10/18/2010	Wong, Brenda	Call from CRA regarding GST account and anticipated dividends.
10/19/2010	Wong, Brenda	Call from and letter to CRA regarding RT0001 account activity.
10/20/2010	Litvack, Bryan N	Recalculating GST write-offs on RT0001 account.
10/21/2010	Litvack, Bryan N	Reviewing backup for GST ITC for write-off of bad debts.
10/21/2010	Wong, Brenda	Reviewing GST calculations and filings for bad debt write-offs and making corrections.
10/22/2010	Brown, Rose M	Prepare email and send to file Manager/Partner - confirm re-investment, the amount and term; call Bank to renew investment; prepare investment ticket, input into Ascend and file back up.
10/22/2010	Wong, Brenda	Letter to CRA regarding RT0001 account activity.
10/27/2010	Brown, Rose M	Deposits - Photocopy cheque, input receipt into Ascend; print deposit slip and file back up.

Summary of Fees

Professional	Position	Hours	Rate		
Bougie, Robert	Partner	3.70	\$577.50	\$	2,136.75
Wong, Brenda	Senior Manager	6.20	\$455.00	\$	2,821.00
Litvack, Bryan	Senior Consultant	2.30	\$367.50	\$	845.25
Brown, Rose	Administration	7.70	\$112.00	\$	862.40
		<u>19.90</u>			\$6,665.40
					<b>Blended Rate \$334.94</b>
Total Professional Fees					\$6,665.40
HST @ 13%					866.50
<b>Total Amount Due</b>					<b><u>\$7,531.90</u></b>

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Harwell Hesco Electric Supply Co. Limited  
c/o Deloitte & Touche Inc.  
181 Bay Street  
Brookfield Place, Suite 1400  
Toronto, ON M5J 2V1

Date: June 8, 2011  
Invoice No: 2878312  
Client/Mandate No: 752920/1000110  
Billing Partner: Robert J. Bougie

GST Registration No: 133245290

Attention: Robert Bougie

### BILL

For professional services rendered in connection with our acting as Court appointed Interim Receiver and Receiver of Harwell Hesco Electric Supply Co. Limited for the period November 1, 2010 to May 31, 2011.

Date	Professional	Description
11/9/2010	Brown, Rose M	Input and print disbursement cheque; prepare cheque for mailing and file back up.
11/10/2010	Brown, Rose M	Confirm GL/bank balances for B. Bougie.
11/17/2010	Brown, Rose M	Deposits - photocopy cheque, input receipt into Ascend, print deposit slip and file back up; prepare input journal entry to correct cheque coding from 2009.
11/17/2010	Wong, Brenda	Preparing statement of HSBC indebtedness as requested by Baker McKenzie; call to HSBC regarding outstanding balance.
11/18/2010	Litvack, Bryan	Order Filebank boxes and call CRA regarding filing corporate tax returns.
11/18/2010	Wong, Brenda	Telephone call from D. Gadsen regarding HSBC statement and update on litigations.
11/19/2010	Litvack, Bryan N	Install T2TaxPrep software; research BIA to determine what is trustees responsibility for filing tax returns; start preparing 2008 tax return.
11/22/2010	Litvack, Bryan N	Complete Harwell's 2008 tax return.
11/23/2010	Litvack, Bryan N	Complete Harwell's 2008 tax return.
11/23/2010	Wong, Brenda	Review corporate tax return.
11/24/2010	Litvack, Bryan N	Draft letter to CRA to attach to filing of 2008 and 2009 tax returns.
11/24/2010	Wong, Brenda	Review draft letter to CRA.
11/30/2010	Brown, Rose M	Prepare HST return for Oct/10; print general Ledger for support; Netfile return, print confirmation and file.
12/10/2010	Bougie, Robert J	Review affidavit and related attachments regarding A. Vassallo; attendance at Baker McKenzie offices to swear affidavit.

Accounts shall be due and payable when rendered. Interest shall be charged at a simple daily rate of 0.0493% (equivalent to 18% per annum). Interest shall be charged and payable at this rate on any part of an account which remains unpaid from thirty (30) days after the invoice date to the date on which the entire account is paid.

Date	Professional	Description
12/11/2010	Wong, Brenda	Review draft affidavit for Angela Vassallo litigation.
12/21/2010	Brown, Rose M	Investment -- prepare email and send to file Manager/Partner - confirm re-investment, the amount and term; email bank to renew investment; prepare investment ticket, input into Ascend and file back up.
12/22/2010	Brown, Rose M	Deposits - photocopy cheque, input receipt into Ascend; print deposit slip, take to the bank and file back up.
1/4/2011	Wong, Brenda	Telephone call from HSBC regarding cash holdback.
1/5/2011	Brown, Rose M	Deposits - Photocopy cheque, input receipt into Ascend and print deposit slip and file back up.
1/20/2011	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
1/21/2011	Brown, Rose M	Investment -- Prepare email and send to file Manager/Partner - confirm re-investment, the amount and term; call Bank to renew investment; prepare investment ticket, input into Ascend and file back up.
2/1/2011	Bougie, Robert J	Review draft affidavit of documents; review files and forwarding numerous documents to Baker McKenzie for addition to affidavit.
2/2/2011	Wong, Brenda	Reviewing affidavit of documents regarding Danbury litigation and previous emails with Danbury/HSBC regarding same; telephone call with D. Gadsden.
2/3/2011	Bougie, Robert J	Attendance at Baker McKenzie offices to swear affidavit of documents regarding Danbury litigation.
2/3/2011	Wong, Brenda	Sending additional supporting documents to D. Gadsden.
2/22/2011	Wong, Brenda	Responding to calls from former employees regarding obtaining copies of T4s.
2/28/2011	Brown, Rose M	Deposit - Photocopy cheque, input receipt into Ascend, print deposit slip, take to the bank and file back up.
3/18/2011	Litvack, Bryan N	Call Service Ontario about request to complete missing info on tax return; complete request and send to Service Ontario.
3/22/2011	Brown, Rose M	Investment: prepare email and send to file Manager/Partner - confirm re-investment, the amount and term; call bank to renew investment; prepare investment ticket, input into ascend and file back up.
3/23/2011	Wong, Brenda	Call from J. Vassallo requesting copies of inventory and A/R information and emails; checking what records are in the possession of the receiver and what records are at Filebank; email inventory lists and Gesco invoices on hand to J. Vassallo; calls and emails with D. Gadsden regarding same.
3/24/2011	Wong, Brenda	Email to J Vassallo regarding his request for information and advising he must pay costs.
3/29/2011	Wong, Brenda	Telephone call with D. Gadsen regarding J. Vassallo information request; telephone calls to One Connect and CAPP Associates regarding email data; review draft email from D. Gadsden.
3/31/2011	Brown, Rose M	Prepare HST return for Feb/11.; print General Ledger for support; Netfile return, print confirmation and file.
4/6/2011	Bougie, Robert J	Review affidavit of documents of HSBC, Deloitte and Danbury regarding Danbury litigation.

Date	Professional	Description
4/8/2011	Wong, Brenda	Follow up with AFT and i365 regarding status of backup tape; telephone call with D. Gadsen regarding additional documentation and review of email regarding correspondence on occupancy costs.
4/12/2011	Wong, Brenda	Call from S Liu regarding report of tape recovery specialist; email to D. Gadsden regarding Harwell back-up tape.
4/13/2011	Wong, Brenda	Telephone call with D. Gadsden regarding backup tapes; arrange for retrieval of files from offsite storage.
4/14/2011	Wong, Brenda	Searching for back-up tapes and contacting AFT lab regarding sending two additional tapes to i365 for recovery.
4/18/2011	Wong, Brenda	Call to i365 and sending back-up tapes to Seagate for evaluation.
4/19/2011	Wong, Brenda	Reviewing documents in preparation for Discoveries.
4/20/2011	Wong, Brenda	Review documents filed with affidavit.
4/25/2011	Wong, Brenda	Reviewing motion materials.
4/26/2011	Bougie, Robert J	Attendance at Baker McKenzie offices and required follow up regarding preparation for discovery on the Danbury litigation.
4/26/2011	Wong, Brenda	Reviewing motion materials; call with i365 regarding recovery of Harwell backup tapes; meeting with Baker & McKenzie and HSBC to prepare for Examinations.
4/27/2011	Wong, Brenda	Follow up on outstanding questions.
4/28/2011	Wong, Brenda	Reviewing documents in preparation for Discoveries.
4/29/2011	Wong, Brenda	Reviewing documents in preparation for examination for discoveries.
5/2/2011	Wong, Brenda	Meeting with D. Gadsen in preparation for Examinations.
5/3/2011	Brown, Rose M	Review outstanding cheque for and void cheque # 63 as requested by B. Wong and file back up.
5/4/2011	Brown, Rose M	Deposits - photocopy cheque, input receipt into Ascend, print deposit slip and file back up.
5/6/2011	Wong, Brenda	Responding to request for information from D. Gadsden regarding Danbury litigation.
5/12/2011	Wong, Brenda	Reviewing affidavit of documents in preparation for Examinations.
5/13/2011	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
5/13/2011	Wong, Brenda	Preparing for and attendance at examinations regarding Danbury litigation.
5/20/2011	Wong, Brenda	Reviewing Deloitte dockets to send to D. Gadsden.

**Summary of Fees**

<b>Professional</b>	<b>Position</b>	<b>Hours</b>	<b>Rate</b>		
Bongie, Robert	Partner	10.50	\$577.50	\$ 6,063.75	
Wong, Brenda	Senior Manager	26.30	\$455.00	11,966.50	
Litvack, Bryan	Manager	3.80	\$367.50	1,396.50	
Brown, Rose	Administration	4.10	\$112.00	459.20	
		<u>44.70</u>		19,885.95	<b>Blended Rate \$444.88</b>
<b>Total Professional Fees</b>				19,885.95	
<b>HST @ 13%</b>				2,585.17	
<b>Total Amount Due</b>				<u>\$22,471.12</u>	



Deloitte & Touche Inc.  
5140 Yonge Street  
Suite 1700  
Toronto ON M2N 6L7  
Canada

Tel: (416) 601-6150  
Fax: (416) 601-6151  
www.deloitte.ca

Harwell Hesco Electric Supply Co. Limited  
c/o Deloitte & Touche Inc.  
181 Bay Street  
Brookfield Place, Suite 1400  
Toronto, ON M5J 2V1

Date: December 2, 2011  
Invoice No: 2968587  
Client/Mandate No: 752920/1000110  
Billing Partner: Robert J. Bougie  
HST Registration No: 133245290

Attention: Robert Bougie

### BILL

For professional services rendered in connection with our acting as Court appointed Interim Receiver and Receiver of Harwell Hesco Electric Supply Co. Limited for the period June 1, 2011 to November 30, 2011.

Date	Professional	Description
6/14/2011	Bougie, Robert J	Review settlement offer received from J. Hart re: Angela Vassallo litigation; discussion of same with S. Wayland; discussion with B. Wong; review updated bank position; conference call with S. Wayland, D. Gadsden & B. Wong; review revised estimated bank position schedule; telephone discussion with S. Wayland; telephone discussion with D. Gadsden.
6/14/2011	Wong, Brenda	Reviewing A. Vassallo's offer to settle. Updating Statement of R&D. Conference call with HSBC and Baker McKenzie.
6/20/2011	Brown, Rose M	Prepare HST return for April 11. Print general Ledger for support. Netfile return and print confirmation and file.
6/27/2011	Brown, Rose M	Estate Trust Administration - Disbursement cheque.
6/30/2011	Brown, Rose M	Estate Trust Administration - HST Returns & Net File.
7/5/2011	Brown, Rose M	Estate Trust Administration - deposit.
7/18/2011	Bougie, Robert J	Review transcripts from B. Wong, S. Wayland and Ordon discoveries
7/19/2011	Wong, Brenda	Reviewing transcripts from examinations for discovery.
7/21/2011	Brown, Rose M	Estate Trust Administration - Investment Certificate renewal.
8/4/2011	Litvack, Bryan N	Call CRA hotline to find out status re: HST refund.
8/8/2011	Litvack, Bryan N	Prepare and send in Harwell corporate tax return for period March 3, 2009 to March 2, 2010.
8/22/2011	Brown, Rose M	Estate Trust Administration - Investment Certificate renewal.
9/21/2011	Brown, Rose M	Estate Trust Administration - Investment Certificate renewal.
9/27/2011	Bougie, Robert J	Review affidavit of documents in preparation for examination for discovery re A. Vassallo litigation.

Accounts shall be due and payable when rendered. Interest shall be charged at a simple daily rate of 0.0493% (equivalent to 18% per annum). Interest shall be charged and payable at this rate on any part of an account which remains unpaid from thirty (30) days after the invoice date to the date on which the entire account is paid.

Date	Professional	Description
10/11/2011	Bougie, Robert J	Review and respond to questions from Chart of Undertakings prepared by Baker McKenzie; discussion of same with B. Wong.
10/12/2011	Wong, Brenda	Responding to correspondence from Service Canada re employee payroll information. Responding re: examination for discoveries - undertakings.
10/13/2011	Wong, Brenda	Responding to undertakings from Examination for Discoveries.
10/14/2011	Wong, Brenda	Responding to undertakings from Examination for Discoveries.
10/17/2011	Bougie, Robert J	Meeting with B. Wong to review in detail our proposed answers to the Deloitte undertakings re: Danbury litigation.
10/17/2011	Brown, Rose M	Trust Banking Administration - Deposit.
10/17/2011	Wong, Brenda	Reviewing responses to undertakings with B. Bougie and completing undertakings.
11/2/2011	Wong, Brenda	Responding to CRA inquiry re: GST returns filed.
11/18/2011	Wong, Brenda	Reviewing e-mail from BDO Dunwoody re: directors' liability and checking working paper files for information requested.
11/21/2011	Brown, Rose M	Trust Banking Administration - Deposit, Investment renewal.
11/30/2011	Wong, Brenda	Telephone call/emails with BDO Dunwoody re J. Vassallo director's liability and request for information on employee wage arrears.

**Summary of Fees**

Professional	Position	Hours	Rate	
Bougie, Robert	Partner	6.90	\$602.00	\$ 4,153.80
Wong, Brenda	Senior Manager	11.00	\$472.50	5,197.50
Litvack, Bryan	Manager	0.70	\$385.00	269.50
Brown, Rose	Administration	2.90	\$112.00	324.80
		<u>21.50</u>		<u>9,945.60</u>
				<b>Blended Rate</b>
				<u>\$462.59</u>
<b>Total Professional Fees</b>				9,945.60
<b>HST @ 13%</b>				<u>1,292.93</u>
<b>Total Amount Due</b>				<u><b>\$11,238.53</b></u>

Deloitte Restructuring Inc.  
181 Bay Street  
Suite 1400  
Toronto, Ontario M5J 2V1  
Canada

Tel: 416-801-8150  
Fax: 416-801-8890  
www.deloitte.ca

**Private and confidential**

Harwell Hesco Electric Supply Co. Limited  
c/o Deloitte & Touche Inc.  
181 Bay Street  
Brookfield Place, Suite 1400  
Toronto, ON M5J 2V1

Date: January 21, 2015  
Invoice No: 3721647  
Client/Mandate No: 752920/1000110  
Billing Partner: Paul Casey

HST Registration No: 122893605

Attention: Paul Casey

## Invoice

For professional services rendered in connection with our acting as Court appointed Interim Receiver and Receiver of Harwell Hesco Electric Supply Co. Limited for the period December 1, 2011 to December 31, 2014.

Date	Professional	Description
12/9/2011	Bougie, Robert	Telephone discussion with S. Wayland regarding the Danbury action, Angela Vassallo action and outstanding guarantees; conference call with S Wayland and D. Gadsdon regarding same.
1/9/2012	Brown, Rose	Trust Banking Administration - Disbursement cheque.
1/10/2012	Brown, Rose	Trust Banking Administration - Filing of HST returns.
1/20/2012	Brown, Rose	Trust Bank Administration - Investment renewal.
2/21/2012	Brown, Rose	Trust Banking Administration - Investment renewal.
3/22/2012	Brown, Rose	Trust Banking Administration - Investment renewal.
3/28/2012	Bougie, Robert	Conference call with D. Gadsdon regarding proposed Vassallo settlement and status of Danbury litigation.
3/29/2012	Bougie, Robert	Discussion with B Wong; correspondence to S. Wayland regarding estimated realization; telephone discussion with S. Wayland.
3/29/2012	Wong, Brenda	Updating the Statement of Receipts and Disbursements and Estimated Realizable Value schedule.
4/18/2012	Brown, Rose	Trust Banking Administration - Deposit.
4/23/2012	Brown, Rose	Trust Banking Administration - Investment purchase.
4/27/2012	Brown, Rose	Trust Banking Administration - GST returns - March 2012.
5/2/2012	Wong, Brenda	Reviewing life insurance policies.
5/9/2012	Bougie, Robert	Review draft proposal regarding offer to settle the A. Vassallo litigation; telephone discussion with S. Wayland; instructions to counsel regarding same.

Date	Professional	Description
5/14/2012	Wong, Brenda	Telephone attendance to Manulife Financial regarding annual life insurance premium.
5/15/2012	Bougie, Robert	Telephone discussion with G. Agro regarding sale of G. Vassallo life insurance policy; review files; review net present value calculation; correspondence with G Agro; telephone discussion with S. Wayland.
5/15/2012	Brown, Rose	Trust Bank Administration - Disbursement cheque.
5/15/2012	Wong, Brenda	Obtaining updated present value for life insurance policies.
5/24/2012	Brown, Rose	Trust Banking Administration - renewal of investment.
7/18/2012	Brown, Rose	Trust Banking Administration - pull investment vouchers and prepare schedule of monthly interest earned on trust funds for B. Bougie.
7/23/2012	Brown, Rose	Trust Banking Administration - Renewal of Investment.
7/26/2012	Brown, Rose	Trust Banking Administration - Cash out investment and issue distribution cheque to HSBC.
7/30/2012	Brown, Rose	Estate Administration - Prepare HST returns RT1 & RT2 for June, 2012 and Net file.
9/6/2012	Brown, Rose	Estate Administration - GST Returns - July, 2012.
10/31/2012	Brown, Rose	Estate Administration - HST returns.
12/4/2012	Koroneos, Anna	Review of file; discussion with A. Laiken on same; email to B. Wong regarding 246(2) reports; and search for same; review of email from B. Wong on non-filing and respond; calculate statutory notices which are missing.
12/5/2012	Koroneos, Anna	Discussion with B. Wong via email on status of 246(2) report; and search system for same.
12/6/2012	Koroneos, Anna	Review of 246(2) notice in Q drive for issues and email to A. Laiken for his comments on preparation of further reports.
3/28/2013	Brown, Rose	Estate Administration - Prepare and submit by Net file HST returns for February 2013.
5/7/2013	Brown, Rose	Estate Administration - Prepare and file HST Returns for March and April 2013.
5/13/2013	Brown, Rose	Trust Banking Administration - Disbursement cheques.
9/3/2013	Brown, Rose	Estate Administration - HST returns May to August 2013.
9/19/2013	Laiken, Adam	Reviewing file for s.246; reviewing mail received.
9/23/2013	Brown, Rose	Trust Banking Administration - Print general ledger reports for various dates for A. Laiken.
9/23/2013	Laiken, Adam	Reviewing file for background information for s.246 reports; creating Receipt and Disbursements ("R&D") for each six month period.
9/24/2013	Laiken, Adam	Working on the R&Ds and the s.246(2) reports for each six month period and referencing the s246 reports.
9/27/2013	Laiken, Adam	Referencing R&Ds; meeting with P. Casey and updating s. 246 reports.
10/2/2013	Laiken, Adam	Reviewing file to determine the most recent status of ongoing litigation; emailing counsel for update.
10/22/2013	Laiken, Adam	Telephone attendance with D. Gadsden for update on ongoing legal matters and summarizing for P. Casey.

Date	Professional	Description
11/8/2013	Brown, Rose	Estate Administration - Net filing - HST returns for September and October 2013.
1/14/2014	Brown, Rose	Estate Administration - HST Returns for November and December 2013.
1/16/2014	Brown, Rose	Trust Banking Administration - Disbursement cheques.
1/29/2014	Laiken, Adam	Updating s.246 reports for comments.
4/9/2014	Laiken, Adam	Telephone attendance with D. Gadsden regarding future steps to wind up.
4/11/2014	Laiken, Adam	Reviewing files to determine the amount still owed to HSBC and expected cash to distribute; email correspondence to D. Gadsden with update and estimate on requirements to complete administration.
5/5/2014	Laiken, Adam	Telephone attendance with insurance broker regarding steps to receive cash.
5/28/2014	Laiken, Adam	Getting documents signed to surrender the policies; writing letter to Manulife Financial; telephone attendances with Policy Advisor regarding process and tax component; researching tax component.
6/3/2014	Laiken, Adam	Reviewing files for previous 246 reports.
6/16/2014	Laiken, Adam	Updating 246(2) reports with information from 246(1) report and creating report for additional completed period.
6/18/2014	Laiken, Adam	Updating 246(2) reports and statements of R&D.
6/23/2014	Brown, Rose	Trust Banking Administration - Deposit.
6/24/2014	Laiken, Adam	Administration for Insurance cheques; meeting with Rose Brown.
7/9/2014	Laiken, Adam	Meeting with P. Casey; telephone attendance with S. Wayland regarding insurance update.
7/10/2014	Laiken, Adam	Telephone attendance with Manulife Financial regarding tax information.
7/17/2014	Laiken, Adam	Reviewing files for tax carry forwards, message to S. Wayland.
7/18/2014	Brown, Rose	Trust Administration - HST returns for April, May and June 2014.
7/18/2014	Laiken, Adam	Calculations of the amount appropriate for a distribution to HSBC; reviewing file for scheme of distribution and past distribution; assessing future needs.
7/21/2014	Casey, Paul	Review A. Laiken's recommendations and R&D; email follow-up.
7/21/2014	Laiken, Adam	Responding to P. Casey, outlining proposed distribution calculation.
8/15/2014	Laiken, Adam	Letter to S. Wayland re distribution; updating 246 reports.
8/18/2014	Brown, Rose	Courier out Harwell cheque to HSBC.
8/20/2014	Brown, Rose	Reviewing Harwell files for final report and discharge documents.
11/05/2014	Brown, Rose	Trust Administration - HST returns for September and October 2014.
11/10/2014	Laiken, Adam	Updating statement of R&D and 246(2) report for August 31, 2014.
11/13/2014	Laiken, Adam	Finalizing 246(2) reports.
12/30/2014	Brown, Rose	Trust Administration - HST returns for November 2014.

A detailed summary of hours and rates is as follows:

Professional	Position	Hours	Rate	Fees
Robert Bougie	Partner, RS	2.2	\$ 600.00	\$ 1,320.00
Paul Casey	Partner, RS	0.4	\$ 600.00	240.00
Brenda Wong	Senior Manager, RS	1.3	\$ 470.00	611.00
Adam Laiken	Senior Manager, RS	21.2	\$ 470.00	9,964.00
Anna Koroneos	Manager, RS	1.7	\$ 350.00	595.00
Rose Brown	Trust Administration	11.4	\$ 100.00	1,140.00
<b>Total hours and professional fees</b>		<b>38.2</b>		<b>\$ 13,870.00</b>
<b>Less: Courtesy discount</b>				<b>(3,929.65)</b>
				<b>\$ 9,940.35</b>
<b>HST @ 13%</b>				<b>1,292.24</b>
<b>Total</b>				<b>\$ 11,232.59</b>
<b>Less: Unapplied portion of previous payment (Retainer)</b>				<b>(11,232.59)</b>
<b>Total Amount Due</b>				<b>\$ 0.00</b>

**A notice to our clients:**

We encourage our clients to pay by Electronic Funds Transfer, however, when paying by cheque please remit payment to:

**CAD Payments :**

Deloitte Management Services LP  
 c/o T04567C  
 PO Box 4567, STN A  
 Toronto, ON M5W 0J1

**USD Payments :**

Deloitte Management Services LP  
 c/o T04567U  
 PO Box 4567, STN A  
 Toronto, ON M5W 0J1

Accounts shall be due and payable when rendered. Interest shall be calculated at a simple daily rate of 0.0493% (equivalent to 18% per annum). Interest shall be charged and payable at this rate on any part of an account which remains unpaid from thirty (30) days after the invoice date to the date on which the entire account is paid.

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**Private and confidential**

Harwell Hesco Electric Supply Co. Limited  
 c/o Deloitte Restructuring Inc.  
 Bay Adelaide East  
 22 Adelaide Street West, Suite 200  
 Toronto, ON M5H 0A9

Date: February 19, 2016  
 Invoice No: 3996278  
 Client/Mandate No: 752920/1000110  
 Billing Partner: Paul Casey  
 HST Registration No: 122893605

Attention: Paul Casey

# Invoice

For professional services rendered in connection with our acting as Court appointed Interim Receiver and Receiver of Harwell Hesco Electric Supply Co. Limited for the period from January 13, 2015 to February 19, 2016 (including an accrual for time to attend to the discharge of the Receiver and related matters).

Date	Professional	Description	Hours
2015-01-13	Brown, Rose M	Trust Banking Administration - disbursement cheques.	0.2
2015-01-20	Brown, Rose M	Renewal of investment.	0.3
2015-01-20	Laiken, Adam RF	Call with Canada Revenue Agency ("CRA") re loss carryforward in advance of preparation of tax return.	0.3
2015-02-09	Laiken, Adam RF	Reviewing T2 issued; question to R. Zompanti regarding tax on income.	0.3
2015-02-17	Laiken, Adam RF	Analysis and conversion of interim statements of receipts and disbursements ("R&D") to Income Statements for tax purposes.	1.0
2015-02-18	Laiken, Adam RF	Preparing tax returns for the six years 2010-2015.	2.7
2015-02-19	Laiken, Adam RF	Reviewing draft tax returns and comparing to income statements.	1.0
2015-02-20	Laiken, Adam RF	Updating the income for tax purposes calculations; creating balance sheets to use in the tax returns; call with Rob Zompanti; updating tax returns and supporting documentation.	4.0
2015-03-17	Zompanti, Rob	Reconcile 2010-2015 returns.	2.0

Accounts shall be due and payable when rendered. Interest shall be calculated at a simple daily rate of 0.0493% (equivalent to 18% per annum). Interest shall be charged and payable at this rate on any part of an account which remains unpaid from thirty (30) days after the invoice date to the date on which the entire account is paid.

<b>Date</b>	<b>Professional</b>	<b>Description</b>	<b>Hours</b>
2015-03-20	Laiken, Adam RF	Reviewing comments on tax returns from R. Zompanti and responding to same.	1.0
2015-03-23	Laiken, Adam RF	Emails with R. Zompanti, responding to his review questions.	1.0
2015-03-23	Zompanti, Rob	Correspondence with A. Laiken re corporate tax returns.	1.0
2015-03-23	Brown, Rose M	Trust Banking Administration - investment renewal.	0.4
2015-03-26	Laiken, Adam RF	Updating tax returns for R. Zompanti comments.	0.5
2015-03-30	Zompanti, Rob	Clear queries; correspondence with A. Laiken.	0.4
2015-03-31	Casey, Paul M	Meeting regarding status with A. Laiken; renew Term Deposit.	0.5
2015-04-01	Casey, Paul M	Meeting with A. Laiken to review and execute tax returns; discussion of open points.	0.6
2015-04-06	Brown, Rose M	Estate Administration - Prepare HST returns and net file.	0.9
2015-04-07	Koroneos, Anna	Review of executed returns; with C. Golshani of CRA's Insolvency Unit to seek instructions on filing.	1.0
2015-04-10	Brown, Rose M	Prepare transfer between accounts and send for processing.	0.3
2015-04-13	Koroneos, Anna	With R. Brown on status of the administration	0.3
2015-04-22	Brown, Rose M	Trust Banking Administration - cash out investment on maturity and contact bank not to renew.	0.3
2015-05-04	Brown, Rose M	Pick up bank draft and prepare transfer between accounts.	0.6
2015-05-26	Koroneos, Anna	With R. Brown on tax returns and HST payment received; review of records and emails to A. Laiken on next steps.	1.5
2015-05-26	Brown, Rose M	Trust banking administration – deposit.	0.3
2015-06-10	Casey, Paul M	Telephone discussion with S. Wayland of HSBC; email correspondence with A. Koroneos.	0.2
2015-06-11	Koroneos, Anna	T2 returns and follow up with P. Casey; Prepare schedule of returns.	2.0
2015-06-12	Koroneos, Anna	Review of 2010 T2 and telephone discussion with CRA; review the scheme of distribution and reconcile with the	2.0

Date	Professional	Description	Hours
		general ledger of the trust account.	
2015-06-15	Koroneos, Anna	Telephone discussion with J. Bedard-Carosi of CRA on T2 filings, balance owing and reassessment required for 2010; with P. Casey on same; email to Insolvency Unit to discuss options to expedite the reassessment and subsequent discussion with P. Casey including reporting to the bank.	2.0
2015-06-16	Koroneos, Anna	Discussion with C. Golshani and with auditor re: the 2010 return and Notice of Assessment; summarize discussions.	0.8
2015-07-10	Casey, Paul M	Meeting with A. Koroneos and draft report to the bank; review of CRA correspondence; calculation and instructions re: distribution.	0.8
2015-07-10	Koroneos, Anna	With P. Casey on memo to HSBC and draft same; prepare interim R&D to date; review of CRA Notices of Assessment and emails from CRA re: timing of 2010 reassessment.	3.0
2015-07-13	Koroneos, Anna	With P. Casey on memo to HSBC and forward amended interim R&D; update memo and forward	1.0
2015-07-13	Casey, Paul M	Review of interim R&D and prior court order and report to court; edit report to HSBC; Telephone discussion with A. Koroneos; Telephone discussion with S. Wayland re: interim distribution and tax facilities.	1.0
2015-07-14	Casey, Paul M	Meeting with A. Koroneos re tax loss carry forwards; review 2010 and 2015 T2 returns; draft communication to HSBC.	0.6
2015-07-14	Koroneos, Anna	Review of P. Casey emails and respond; account for secured creditor refund and distribution; update R&D to include contingency.	0.6
2015-07-15	Casey, Paul M	Update R&D and issue reporting email to HSBC; Instructions re distribution to secured creditors.	0.4
2015-07-16	Casey, Paul M	Correspondence to HSBC and distribution; Meeting with R. Brown, Trust administrator to discuss same.	0.3
2015-07-16	Brown, Rose M	Trust Banking Administration – Disbursement cheques and revised R&D and reconcile amounts to current general ledger. Prepare transfer between accounts for payment of expenses.	1.1
2015-07-17	Brown, Rose M	Finalize updated R&D and review Paul Casey.	0.2

Harwell Hesco Electric Supply Co. – Receivership  
 February , 2016  
 Invoice

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<b>Date</b>	<b>Professional</b>	<b>Description</b>	<b>Hours</b>
2015-08-27	Koroneos, Anna	Review of reassessment for 2010; with P. Casey on same and analysis of all filed returns; call to CRA to discuss reevaluation of filed returns; email to P. Casey on same.	2.0
2015-10-01	Casey, Paul M	Meeting with A. Koroneos; Research holdbacks and past correspondence and calculate sixth distribution; email to S. Wayland re: same.	1.0
2015-10-01	Koroneos, Anna	Review of Notice of Reassessment from CRA; with P. Casey on same; review of work in progress and prior reports to HSBC; calculate prior accruals for accuracy; review of email to HSBC.	1.0
2015-10-08	Brown, Rose M	Banking Administration - disbursement cheques.	0.5
2015-10-09	Brown, Rose M	Banking Administration - disbursement cheque and prepare deposit slip.	0.2
2015-11-10	Koroneos, Anna	Banking Administration – review of the Receiver's Second Report to Court and discussion with team on same.	2.0
2015-12-03	Koroneos, Anna	Review of message from CRA on status of T2 and respond.	0.2
2015-12-14	Koroneos, Anna	With P. Casey on the estate administration.	0.1
2015-12-16	Koroneos, Anna	Commence draft final report to court, review of prior reports.	2.0
2015-12-18	Koroneos, Anna	Summarize administration to date to locate any outstanding matters.	1.0
2016-01-12	Brown, Rose	Filing HST returns for November and December 2015.	0.3
2016-01-22	Koroneos, Anna	Review of Court Reports and Court Orders, work on draft Third and Final Report to Court.	3.5
2016-01-22	Brown, Rose	Prepare schedule of receivables collected from D&A Collections.	1.5
2016-01-25	Koroneos, Anna	Continue work on the Third and Final Report to Court, with A. Laiken re Angela Vassallo Statement of Claim conclusion. Update Statement of Receipts and Disbursements. E-mail to D. Gadsden of Baker re: update and discharge.	6.0

Date	Professional	Description	Hours
2016-01-26	Koroneos, Anna	Drafting Third and Final Court report; work on final R&D and review of Reports of Receiver pursuant to Section 246(2) of the BIA.	4.0
2016-01-27	Koroneos, Anna	Review of final R&D and with R. Brown on same.	4.5
2016-01-28	Koroneos, Anna	Draft notices pursuant to S. 246(2) of the BIA and prepare interim R&D to notice dates.	2.5
2016-01-29	Koroneos, Anna	Statutory reports of the receiver pursuant to Section 246(2) of the BIA for current periods not filed.	6.0
2016-02-03	Koroneos, Anna	Reconciliation of R&Ds prepared for Report of the Receiver and forward for filing by R. Brown.	1.5
2016-02-10	Koroneos, Anna	Review of amended order and questions for legal counsel.	1.0
2016-02-16	Koroneos, Anna	Review of email from D. Gadsden of Baker MacKenzie LLP and forward to P. Casey; Schedule meeting to discuss discharge.	0.1
2016-02-17	Koroneos, Anna	Prepare for and attend meeting with P. Casey to discuss the administration, work to be performed and discharge.	1.1
2016-02-17	Casey, Paul M	Meeting with A. Koroneos to discuss the administration, work to be performed and discharge. Review of draft Report to Court.	1.0
2016-02-18	Casey, Paul M	CC with legal counsel and A. Koroneos to review outstanding matters and schedule timing for discharge.	0.5
2016-02-18	Koroneos, Anna	With legal counsel on discharge and finalizing of the Third and Final Report to Court for discharge.	0.5
	Casey, Paul M	Finalize and file Third and Final Court Report; review application materials for discharge of receiver	
	Koroneos, Anna	Finalize Third Report and R&D; application materials; settle final estate obligations and distribution	
	Brown, Rose M	Trust banking administration, disbursements cheques and closing of the trust account.	
	Koroneos, Anna	Prepare and file final BIA S. 246(3) Report	
	Koroneos, Anna	Attendance at court for discharge as required.	
	Casey Paul M.	Attendance at court, for discharge as required.	

A detailed summary of hours and rates is as follows:

<b>Professional</b>	<b>Position</b>	<b>Hours</b>	<b>Rate</b>	<b>Fees</b>
Paul Casey	Partner, RS	12.9	\$ 600.00	\$ 7,740.00
Adam Laiken	Senior Manager, RS	11.8	\$ 470.00	5,546.00
Zompanti, Rob	Senior Manager, Tax	3.4	\$ 470.00	1,598.00
Anna Koroneos	Manager, RS	63.2	\$ 350.00	22,120.00
Rose Brown	Trust Administration	11.1	\$ 110.00	1,221.00
<b>Total hours and professional fees</b>		<b>102.4</b>		<b>\$38,225.00</b>
HST @ 13%				4,969.25
<b>Total Amount Due</b>				<b>\$43,194.25</b>

\*Includes accruals for time to discharge as follows: Rose Brown – 4 hours; Anna Koroneos – 10 hours, Paul Casey 6 hours.

Remittance information on last page

Accounts shall be due and payable when rendered. Interest shall be calculated at a simple daily rate of 0.0493% (equivalent to 18% per annum). Interest shall be charged and payable at this rate on any part of an account which remains unpaid from thirty (30) days after the invoice date to the date on which the entire account is paid.

**HSBC BANK CANADA**

-Applicant -

- and -

**HARWELL HESCO ELECTRIC SUPPLY CO. LIMITED**

- Respondents -

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

(PROCEEDING COMMENCED AT TORONTO)

**AFFIDAVIT OF PAUL CASEY  
Deloitte Restructuring Inc.**

**DELOITTE RESTRUCTURING INC.**  
Court-appointed Interim Receiver and Receiver of  
Harwell HESCO Electric Supply Co. Limited  
Bay Adelaide East Tower  
22 Adelaide St. West, Suite 200  
Toronto ON M5H 0A9

**Paul Casey, CPA, CA, CIRP, LIT**  
**Telephone: 416-775-7172**  
**Facsimile: 416-601-6690**

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# Tab I

**DELOITTE RESTRUCTURING INC., COURT-APPOINTED INTERIM RECEIVER AND RECEIVER OF  
HARWELL HESCO ELECTRIC SUPPLY CO. LIMITED  
FINAL STATEMENT OF RECEIPTS AND DISBURSEMENTS  
FOR THE PERIOD MARCH 2, 2009 TO MARCH 31, 2016**

<b>Receipts</b>	
Cash	\$ 49,424
A/R collections	1,388,165
Life insurance proceeds	1,593,599
Sale of inventory and fixed assets	360,000
Sale of Maple Leaf Seat License	27,000
HST refund	26,656
GST collected	5,024
Interest earned	30,743
Other	8,346
<b>Total receipts</b>	<b>\$ <u>3,488,957</u></b>
Less: S81.4 super priority (WEPPA) claim	\$ 56,152
CRA Deemed Trust Claim	8,105
<b>Net receipts after priority claims</b>	<b>\$ <u>3,424,700</u></b>
<b>Disbursements</b>	
Administrative, taking possession and other	\$ 5,176
Advances to trustee for Bankruptcy administration costs	38,310
Commission on collection of A/R	50,997
Insurance premiums	4,091
Danbury Litigation - Award of Costs	9,000
Insurance premiums	79,700
Lease payments	4,949
Payroll	6,706
Receiver's fees (to January 2015)	342,163
GST and HST on Receiver's fees	20,823
Rent	36,552
Other operating expenses	5,338
Security	702
Telephone and utilities	20,788
GST and PST paid	10,385
HST paid	90
<b>Total disbursements</b>	<b>\$ <u>635,772</u></b>
<b>Excess of Cash Receipts over Disbursements</b>	<b>\$ <u>2,788,928</u></b>
<b>Distribution to secured creditor</b>	
First distribution - October 29, 2009	\$ (740,000)
Second distribution - January 20, 2010	(250,000)
Third distribution - July 2012	(1,045,103)
Fourth distribution - July 2014	(400,000)
Fifth distribution - July 2015	(177,529)
Sixth distribution - October, 2015	(100,000)
<b>Total distributions to secured creditor</b>	<b><u>(2,712,632)</u></b>
<b>Net cash on hand</b>	<b>\$ <u>76,297</u></b>
Less: Receiver's fees to discharge (accrued and forecast)	(43,194)
<b>Funds available for distribution</b>	<b>\$ <u>33,102</u></b>

HSBC BANK CANADA  
Applicant

-and- HARWELL HESCO ELECTRIC SUPPLY CO. LIMITED  
Respondent

Court File No. CV-09-8035-00CL

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**

PROCEEDING COMMENCED AT  
TORONTO, ONTARIO

**MOTION RECORD**  
**(Returnable May 16, 2016)**

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