

January 31, 2020

TO THE CREDITORS OF 3246628 NOVA SCOTIA LIMITED (dba "BEST BUY AUTO SALES").

Sir/Madam:

Subject: 3246628 Nova Scotia Limited ("324NS") - in bankruptcy

Please be advised that on January 24, 2020, the Supreme Court of Nova Scotia issued a bankruptcy order adjudging 3246628 Nova Scotia Limited into bankruptcy (the "Bankruptcy Order"). Under the Bankruptcy Order, Deloitte Restructuring Inc. was appointed as the Licensed Insolvency Trustee of 324NS.

Please find enclosed the following documents for your files:

1. Bankruptcy Order dated January 24, 2020;
2. Statement of Affairs (Form 78);
3. Notice of First Meeting of Creditors (Form 68); and
4. Proof of Claim/Proxy (Forms 31/36).

Copies of documents listed above will also be made available on Deloitte Restructuring Inc.'s webpage (www.insolvencies.deloitte.ca). If you wish to attend the first meeting of creditors via conference call, please contact Colleen O'Brien at (709) 758 5215 or via email colobrien@deloitte.ca. We trust you will find the above and enclosed to be in order.

Sincerely,

DELOITTE RESTRUCTURING INC.

Acting in its capacity as
Licensed Insolvency Trustee of 3246628 Nova Scotia Limited
and not in its personal capacity

Per:



James Foran, CPA, CA, CIRP, LIT
Vice President

Enclosures

2020

RECEIVED

4 9 5 2 4 6

JAN 24 2020

Hfx. No.

B. No.

Estate No.

COURT ADMINISTRATION



**Supreme Court of Nova Scotia
In Bankruptcy & Insolvency**

**IN THE MATTER OF THE BANKRUPTCY OF
3246628 NOVA SCOTIA LIMITED**

BANKRUPTCY ORDER

UPON APPLICATION of NextGear Capital Corporation, of Halifax, Nova Scotia, a creditor, filed the 3rd day of January, 2020;

AND UPON hearing Tim Hill, Q.C., Solicitor for the Applying Creditor;

AND UPON IT APPEARING to the Court that the following act of bankruptcy has been committed: namely that 3246628 Nova Scotia Limited has ceased to meet its liabilities as they become due;

IT IS ORDERED that:

1. the said 3246628 Nova Scotia Limited, of Bedford, Province of Nova Scotia be and is hereby adjudged bankrupt and a Bankruptcy Order is hereby made against the said 3246628 Nova Scotia Limited;
2. Deloitte Restructuring Inc., of Halifax, in the Province of Nova Scotia, be and is hereby appointed trustee of the estate of the said bankrupt;
3. the said Trustee give security in an amount to be fixed by the official receiver pursuant to subsection 16(1) of the *Bankruptcy & Insolvency Act*; and

4. the costs of and incidental to this Application and Order be paid the Applicant out of the assets of the estate upon taxation thereof.

I hereby certify that the foregoing is a true copy of the original order on file herein.

Dated the 24 day of January A.D., 2020

PL# 141480.0019361103
GINA DiDIODATO
Deputy Registrar in Bankruptcy

GINA DiDIODATO

Deputy Registrar in Bankruptcy
Deputy Registrar in Bankruptcy

District of: Nova Scotia
 Division No. 51 - Halifax
 Court No.
 Estate No.

Original Amended

-- Form 78 --

Statement of Affairs (Business Bankruptcy) made by an entity
 (Subsection 49(2) and Paragraph 158(d) of the Act / Subsections 50(2) and 62(1) of the Act)

In the matter of the bankruptcy of
 3246628 Nova Scotia Limited
 of the Town of Bedford, in the Province of Nova Scotia

To the bankrupt:

You are required to carefully and accurately complete this form and the applicable attachments showing the state of your affairs on the date of the bankruptcy, on the 24th day of January 2020. When completed, this form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

LIABILITIES (as stated and estimated by the officer)	ASSETS (as stated and estimated by the officer)
1. Unsecured creditors as per list "A" 1.00	1. Inventory 0.00
Balance of secured claims as per list "B" 7,000.00	2. Trade fixtures, etc. 0.00
Total unsecured creditors 7,001.00	3. Accounts receivable and other receivables, as per list "E"
	Good 0.00
2. Secured creditors as per list "B" 0.00	Doubtful 0.00
3. Preferred creditors as per list "C" 0.00	Bad 0.00
4. Contingent, trust claims or other liabilities as per list "D"	Estimated to produce 0.00
estimated to be reclaimable for 0.00	4. Bills of exchange, promissory note, etc., as per list "F" 0.00
Total liabilities. 7,001.00	5. Deposits in financial institutions 0.00
Surplus NIL	6. Cash 0.00
	7. Livestock 0.00
	8. Machinery, equipment and plant 0.00
	9. Real property or immovable as per list "G" 0.00
	10. Furniture 0.00
	11. RRSPs, RRIFs, life insurance, etc. 0.00
	12. Securities (shares, bonds, debentures, etc.) 0.00
	13. Interests under wills 0.00
	14. Vehicles 0.00
	15. Other property, as per list "H" 0.00
	If bankrupt is a corporation, add:
	Amount of subscribed capital 0.00
	Amount paid on capital 0.00
	Balance subscribed and unpaid 0.00
	Estimated to produce 0.00
	Total assets 0.00
	Deficiency 7,001.00

I, Rebecca Blumenthal, of the Town of Bedford in the Province of Nova Scotia, do swear (or solemnly declare) that this statement and the attached lists are to the best of my knowledge, a full, true and complete statement of my affairs on the 24th day of January 2020 and fully disclose all property of every description that is in my possession or that may devolve on me in accordance with the Act.

SWORN (or SOLEMNLY DECLARED)
 before me at the City of Halifax in the Province of Nova Scotia, on this 31st day of January 2020.

Rebecca Blumenthal

District of: Nova Scotia
 Division No. 51 - Halifax
 Court No.
 Estate No.

FORM 78 -- Continued

List "A"
 Unsecured Creditors

3246628 Nova Scotia Limited

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
1	Automotive Finance Canada Inc. Attn: Julie Ann Whitacre	300 - 13085 Hamilton Crossing Blvd Carmel IN 46032 US	0.00	1,000.00	1,000.00
2	CRA - Tax - Atlantic Attn: Quebec Insolvency Intake Centre	Shawinigan-Sud National Verification and Collection Centre 4695 Shawinigan-Sud Blvd Shawinigan-sud QC G9P 5H9	1.00	0.00	1.00
3	CWB National Leasing Inc.	1525 Buffalo Place Winnipeg MB R3T 1L9	0.00	1,000.00	1,000.00
4	GE Canada Equipment Financing G.P.	2300 Meadowvale Blvd Mississauga ON L5N 5P9	0.00	1,000.00	1,000.00
5	Nextgear Capital Corporation	2233 Argentia Rd, Suite 111 Mississauga ON L5N 2X7	0.00	1,000.00	1,000.00
6	Royal Bank of Canada	c/o Stewart McKelvey P.O. Box 997 Halifax NS B3J 2X2	0.00	1,000.00	1,000.00
7	The Toronto Dominion Bank	Clayton Park, 278 Lacewood Dr. Halifax NS B3M 3N8	0.00	1,000.00	1,000.00
8	The Toronto-Dominion Bank	3500 Steeles Avenue East Level 4 Tower 1 Markham ON L3R 0X1	0.00	1,000.00	1,000.00
Total:			1.00	7,000.00	7,001.00

24-Jan-2020

Date

Rebecca Blumenthal

District of: Nova Scotia
 Division No. 51 - Halifax
 Court No.
 Estate No.

FORM 78 -- Continued

List "B"
 Secured Creditors

3246628 Nova Scotia Limited

No.	Name of creditor	Address	Amount of claim	Particulars of security	When given	Estimated value of security	Estimated surplus from security	Balance of claim
1	Automotive Finance Canada Inc. Attn: Julie Ann Whitacre	300 - 13085 Hamilton Crossing Blvd Carmel IN 46032 US	1,000.00	Business Assets - Stock In Trade - Inventory	20-Apr-2012	0.00		1,000.00
2	CWB National Leasing Inc.	1525 Buffalo Place Winnipeg MB R3T 1L9	1,000.00	Business Assets - Stock In Trade - Inventory	28-Feb-2014	0.00		1,000.00
3	GE Canada Equipment Financing G.P.	2300 Meadowvale Blvd Mississauga ON L5N 5P9	1,000.00	Business Assets - Stock In Trade - Inventory	20-Jan-2015	0.00		1,000.00
4	Nextgear Capital Corporation	2233 Argentia Rd, Suite 111 Mississauga ON L5N 2X7	1,000.00	Business Assets - Stock In Trade - Inventory	26-Sep-2017	0.00		1,000.00
5	Royal Bank of Canada	c/o Stewart McKelvey P.O. Box 997 Halifax NS B3J 2X2	1,000.00	Business Assets - Stock In Trade - Inventory	30-Jan-2020	0.00		1,000.00
6	The Toronto Dominion Bank	Clayton Park, 278 Lacewood Dr. Halifax NS B3M 3N8	1,000.00	Business Assets - Stock In Trade - Inventory	25-Sep-2017	0.00		1,000.00
7	The Toronto-Dominion Bank	3500 Steeles Avenue East Level 4 Tower 1 Markham ON L3R 0X1	1,000.00	Business Assets - Stock In Trade - Inventory	26-Sep-2017	0.00		1,000.00
Total:			7,000.00			0.00	0.00	7,000.00

24-Jan-2020

Date

Rebecca Blumenthal

District of: Nova Scotia
Division No. 51 - Halifax
Court No.
Estate No.

FORM 78 -- Continued

List "C"
Preferred Creditors for Wages, Rent, etc.

3246628 Nova Scotia Limited

No.	Name of creditor	Address and occupation	Nature of claim	Period during which claim accrued	Amount of claim	Amount payable in full	Difference ranking for dividend
Total:					0.00	0.00	0.00

24-Jan-2020

Date

Rebecca Blumenthal

District of: Nova Scotia
Division No. 51 - Halifax
Court No.
Estate No.

FORM 78 -- Continued

List "D"
Contingent or Other Liabilities

3246628 Nova Scotia Limited

No.	Name of creditor or claimant	Address and occupation	Amount of liability or claim	Amount expected to rank for dividend	Date when liability incurred	Nature of liability
Total:			0.00	0.00		

24-Jan-2020

Date

Rebecca Blumenthal

District of: Nova Scotia
Division No. 51 - Halifax
Court No.
Estate No.

FORM 78 -- Continued

List "E"
Debts Due to the Bankrupt

3246628 Nova Scotia Limited

No.	Name of debtor	Address and occupation	Nature of debt	Amount of debt (good, doubtful, bad)	Folio of ledgers or other book where particulars to be found	When contracted	Estimated to produce	Particulars of any securities held for debt
			Total:	0.00 0.00 0.00			0.00	

24-Jan-2020

Date

Rebecca Blumenthal

District of: Nova Scotia
Division No. 51 - Halifax
Court No.
Estate No.

FORM 78 -- Continued

List "F"

Bills of Exchange, Promissory Notes, Lien Notes, Chattel
Mortgages, etc., Available as Assets

3246628 Nova Scotia Limited

No.	Name of all promissory, acceptors, endorsers, mortgagors, and guarantors	Address	Occupation	Amount of bill or note, etc.	Date when due	Estimated to produce	Particulars of any property held as security for payment of bill or note, etc.
Total:				0.00		0.00	

24-Jan-2020

Date

Rebecca Blumenthal

District of: Nova Scotia
Division No. 51 - Halifax
Court No.
Estate No.

FORM 78 -- Continued

List "G"
Real Property or Immovables Owned by Bankrupt

3246628 Nova Scotia Limited

Description of property	Nature of bankrupt interest	In whose name does title stand	Total value	Particulars of mortgages, hypothecs, or other encumbrances (name, address, amount)	Equity or surplus
Total:			0.00		0.00

24-Jan-2020

Date

Rebecca Blumenthal

District of: Nova Scotia
Division No. 51 - Halifax
Court No.
Estate No.

FORM 78 -- Concluded

List "H"
Property

3246628 Nova Scotia Limited
FULL STATEMENT OF PROPERTY

Nature of property	Location	Details of property	Original cost	Estimated to produce
(a) Stock-in-trade		Inventory	0.00	0.00
(b) Trade fixtures, etc.			0.00	0.00
(c) Cash in financial institutions			0.00	0.00
(d) Cash on hand			0.00	0.00
(e) Livestock			0.00	0.00
(f) Machinery, equipment and plant			0.00	0.00
(g) Furniture			0.00	0.00
(h) Life insurance policies, RRSPs, etc.			0.00	0.00
(i) Securities			0.00	0.00
(j) Interests under wills, etc.			0.00	0.00
(k) Vehicles			0.00	0.00
(l) Taxes			0.00	0.00
(m) Other			0.00	0.00
			Total:	0.00

24-Jan-2020

Date

Rebecca Blumenthal

Court No.

File No.

In the matter of the bankruptcy of
3246628 Nova Scotia Limited
of the Town of Bedford, in the Province of Nova
Scotia

Form 78 (Bill C-12)
Statement of affairs (Business bankruptcy)

Deloitte Restructuring Inc. - Licensed Insolvency
Trustee

1969 Upper Water Street, Suite 1500, Purdy's
Wharf Tower II
Halifax NS B3J 3R7
Phone: (902) 721-5661 Fax: (902) 423-5820

District of: Nova Scotia
Division No. 01
Court No.
Estate No.

Original Amended

FORM 68
Notice of Bankruptcy, First Meeting of Creditors
(Subsection 102(1) of the Act)

In the matter of the bankruptcy of
3246628 Nova Scotia Limited
of the town of Bedford, in the Province of Nova Scotia

Take notice that:

1. 3246628 Nova Scotia Limited was deemed bankrupt by bankruptcy order on the 24th day of January 2020, and the undersigned, Deloitte Restructuring Inc., was appointed as the Licensed Insolvency Trustee of the estate by the official receiver, subject to affirmation by the creditors of the trustee's appointment or substitution of another trustee by the creditors.

2. The first meeting of creditors of the bankrupt will be held on the 14th day of February 2020, at 11:00am, at the office of Deloitte located at Purdy's Wharf Tower II, 1969 Upper Water Street, Suite 1500, Halifax, NS B3J 3R7.

3. To be entitled to vote at the meeting, a creditor must lodge with the trustee, before the meeting, a proof of claim and, where necessary, a proxy.

4. Enclosed with this notice is a proof of claim form, proxy form, and list of all creditors showing the amounts of their claims.

5. Creditors must prove their claims against the estate of the bankrupt in order to share in any distribution of the proceeds realized from the estate.

Dated at the City of Halifax in the Province of Nova Scotia, this 31st day of January 2020.

Deloitte Restructuring Inc. - Licensed Insolvency Trustee

1969 Upper Water Street, Suite 1500, Purdy's Wharf Tower II
Halifax NS B3J 3R7
Phone: (902) 721-5661 Fax: (902) 423-5820

District of: Nova Scotia
Division No. 51 - Halifax
Court No.
Estate No.

- FORM 31 / 36 -
Proof of Claim / Proxy

In the matter of the bankruptcy of
3246628 Nova Scotia Limited
of the Town of Bedford, in the Province of Nova Scotia

All notices or correspondence regarding this claim must be forwarded to the following address:

In the matter of the bankruptcy of 3246628 Nova Scotia Limited of the Town of Bedford in the Province of Nova Scotia and the claim of _____, creditor.

I, _____, of the city of _____, a creditor in the above matter, hereby appoint _____, of _____, to be my proxyholder in the above matter, except as to the receipt of dividends, _____ (with or without) power to appoint another proxyholder in his or her place.

I, _____ (name of creditor or representative of the creditor), of the city of _____ in the province of _____ do hereby certify:

1. That I am a creditor of the above named debtor (or I am _____ (position/title) of _____, creditor).

2. That I have knowledge of all the circumstances connected with the claim referred to below.

3. That the debtor was, at the date of bankruptcy, namely the 24th day of January 2020, and still is, indebted to the creditor in the sum of \$ _____, as specified in the statement of account (or affidavit or solemn declaration) attached and marked Schedule "A", after deducting any counterclaims to which the debtor is entitled. (The attached statement of account or affidavit must specify the vouchers or other evidence in support of the claim.)

4. (Check and complete appropriate category.)

A. UNSECURED CLAIM OF \$ _____

(other than as a customer contemplated by Section 262 of the Act)

That in respect of this debt, I do not hold any assets of the debtor as security and
(Check appropriate description.)

Regarding the amount of \$ _____, I claim a right to a priority under section 136 of the Act.

Regarding the amount of \$ _____, I do not claim a right to a priority.

(Set out on an attached sheet details to support priority claim.)

B. CLAIM OF LESSOR FOR DISCLAIMER OF A LEASE \$ _____

That I hereby make a claim under subsection 65.2(4) of the Act, particulars of which are as follows:

(Give full particulars of the claim, including the calculations upon which the claim is based.)

C. SECURED CLAIM OF \$ _____

That in respect of this debt, I hold assets of the debtor valued at \$ _____ as security, particulars of which are as follows:
(Give full particulars of the security, including the date on which the security was given and the value at which you assess the security, and attach a copy of the security documents.)

D. CLAIM BY FARMER, FISHERMAN OR AQUACULTURIST OF \$ _____

That I hereby make a claim under subsection 81.2(1) of the Act for the unpaid amount of \$ _____

(Attach a copy of sales agreement and delivery receipts.)

E. CLAIM BY WAGE EARNER OF \$ _____

That I hereby make a claim under subsection 81.3(8) of the Act in the amount of \$ _____,

That I hereby make a claim under subsection 81.4(8) of the Act in the amount of \$ _____,

F. CLAIM BY EMPLOYEE FOR UNPAID AMOUNT REGARDING PENSION PLAN OF \$ _____

That I hereby make a claim under subsection 81.5 of the Act in the amount of \$ _____,

That I hereby make a claim under subsection 81.6 of the Act in the amount of \$ _____,

G. CLAIM AGAINST DIRECTOR \$_____

(To be completed when a proposal provides for the compromise of claims against directors.)

That I hereby make a claim under subsection 50(13) of the Act, particulars of which are as follows:

(Give full particulars of the claim, including the calculations upon which the claim is based.)

H. CLAIM OF A CUSTOMER OF A BANKRUPT SECURITIES FIRM \$_____

That I hereby make a claim as a customer for net equity as contemplated by section 262 of the Act, particulars of which are as follows:

(Give full particulars of the claim, including the calculations upon which the claim is based.)

5. That, to the best of my knowledge, I _____ (am/am not) (or the above-named creditor _____ (is/is not)) related to the debtor within the meaning of section 4 of the Act, and _____ (have/has/have not/has not) dealt with the debtor in a non-arm's-length manner.

6. That the following are the payments that I have received from, and the credits that I have allowed to, and the transfers at undervalue within the meaning of subsection 2(1) of the Act that I have been privy to or a party to with the debtor within the three months (or, if the creditor and the debtor are related within the meaning of section 4 of the Act or were not dealing with each other at arm's length, within the 12 months) immediately before the date of the initial bankruptcy event within the meaning of Section 2 of the Act: (Provide details of payments, credits and transfers at undervalue.)

7. *(Applicable only in the case of the bankruptcy of an individual.)*

Whenever the trustee reviews the financial situation of a bankrupt to redetermine whether or not the bankrupt is required to make payments under section 68 of the Act, I request to be informed, pursuant to paragraph 68(4) of the Act, of the new fixed amount or of the fact that there is no longer surplus income.

I request that a copy of the report filed by the trustee regarding the bankrupt's application for discharge pursuant to subsection 170(1) of the Act be sent to the above address.

Dated at _____, this _____ day of _____, _____.

Witness

Individual Creditor

Witness

Name of Corporate Creditor

Per _____
Name and Title of Signing Officer

Return To:

Phone Number: _____
Fax Number: _____
E-mail Address: _____

Deloitte Restructuring Inc. - Licensed Insolvency Trustee

5 Springdale Street, Suite 1000
St. John's NL A1E 0E4
Phone: (709) 758-5215 Fax: (709) 576-8460

NOTE: If an affidavit is attached, it must have been made before a person qualified to take affidavits.

WARNINGS: A trustee may, pursuant to subsection 128(3) of the Act, redeem a security on payment to the secured creditor of the debt or the value of the security as assessed, in a proof of security, by the secured creditor.

Subsection 201(1) of the Act provides severe penalties for making any false claim, proof, declaration or statement of account.