

2019

Hfx No. 494188

Supreme Court of Nova Scotia
In Bankruptcy and Insolvency

IN THE MATTER OF: the Receivership of Civic Homes Limited

Between:

Royal Bank of Canada

Applicant

-and-

Civic Homes Limited

Respondent

AFFIDAVIT OF GAVIN MACDONALD

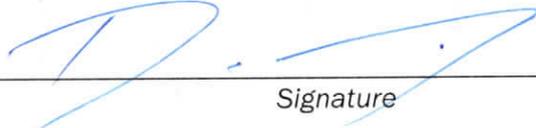
I, Gavin MacDonald, make oath and give evidence as follows:

1. I am a Partner with the law firm Cox & Palmer (“**C&P**”) and the solicitor of Deloitte Restructuring Inc., the Receiver.
2. I have personal knowledge of the evidence sworn to in this affidavit except where otherwise stated to be based on information or belief.
3. I state, in this affidavit, the source of any information that is not based on my own personal knowledge, and I state my belief of the source.
4. My affidavit filed in this proceeding sworn October 2, 2020 included a Certificate re Land Registration Act as of September 30, 2020 and I confirm that there were no additional encumbrances recorded in the parcel register prior to the time of closing of the sale.
5. On February 17, 2021, I performed a search of the Judgment Role in the Halifax Land Registration Office pursuant to the Land Registration Act for judgments against the Respondent. No judgments were noted in the search.
6. Attached hereto and marked as Exhibit “A” is a search of the Personal Property Security Registry (Nova Scotia) in respect of registrations in the name of the Respondent as of February 11, 2021. The search discloses no new registrations since my affidavit sworn October 2, 2020.
7. Attached hereto as Exhibit “B” is a true copy of the detailed invoices (the “**Invoices**”) issued by C&P for fees and disbursements incurred by C&P in the course of the proceedings between April 30, 2020 and December 20, 2020 (the “**Appointment Period**”). The total fees charged by C&P during the Appointment Period were \$43,167.50, plus disbursements in the amount of \$769.49, plus Harmonized Sales Tax (HST) in the amount of \$6,529.84 for a total of \$50,466.83.

2019

Hfx No. 494188

This is Exhibit "A" referred to in the Affidavit of Gavin MacDonald sworn before me on the 18th day of February, 2021.



Signature

DEVON E. CASSIDY
A Barrister of the Supreme
Court of Nova Scotia

This report lists registrations in the Personal Property Registry that match the following search criteria:

Province or Territory Searched: Nova Scotia
Type of Search: Debtors (Enterprise)
Search Criteria: CIVIC HOMES LIMITED
Date and Time of Search (YYYY-MM-DD hh:mm): 2021-02-11 09:36 (Atlantic)
Transaction Number: 21285957
Searched By: M174776

The following table lists records that match the Debtors (Enterprise) you specified.

Exact	Included	Original Registration Number	Enterprise Name	Place
*	*	12602314	CIVIC HOMES LIMITED	Halifax
*	*	24297731	CIVIC HOMES LIMITED	Dartmouth
*	*	32717100	CIVIC HOMES LIMITED	DARTMOUTH

An '*' in the 'Exact' column indicates that the Debtor (Enterprise) exactly matches the search criteria.

Included Column Legend

- An asterisk (*) in the 'Included' column indicates that the registration's details are included within the Search Result Report.

Registration Counts

- 3 registration(s) contained information that **exactly** matched the search criteria you specified.

- 0 registration(s) contained information that **closely** matched the search criteria you specified.

When reviewing the registrations below, note that a registration which has expired or been discharged within the last 30 days can still be re-registered by the secured party.

All registration date/time values are stated in Atlantic Time.

For more information concerning the Personal Property Registry, go to www.acol.ca

Registration Details for Registration Number: 12602314

Province or Territory: Nova Scotia
Registration Type: PPSA Financing Statement

Registration History

Registration Activity	Registration Number	Date/Time (Atlantic) (YYYY-MM-DD hh:mm)	Expiry Date (YYYY-MM-DD)	File Number
Original	12602314	2007-06-21 13:09	2012-06-21	868495-RB10
Renewal	19496413	2012-05-03 18:23	2017-06-21	
Global Change	20353868	2012-11-09 23:32	2017-06-21	
Renewal	27647684	2017-05-19 12:12	2022-06-21	

As listed in the Registration History section above, this registration has been the subject of an Amendment or Global Change to add or delete information. The following registration details provide the registration number for the Amendment that added or deleted information. If no "added by" or "deleted by" registration number is provided, the information was added by the original registration and has not been deleted.

Debtors

Type: Enterprise
 CIVIC HOMES LIMITED
 PO BOX 51019
 Halifax NS B4A 1P7
 Canada

Secured Parties

The Secured Party below was deleted by registration number 20353868

Type: Enterprise
 Royal Bank of Canada
 630 Rene Levesque W 1st Fl
 Montreal PQ H3B 1S6
 Canada

The Secured Party below was added by registration number 20353868

Type: Enterprise
 Royal Bank of Canada
 1 PVM - 2e Etage, Aile Est
 Montreal QC H3C 3A9
 Canada

General Collateral

All of the Debtor's present and after-acquired personal property except for consumer goods and all proceeds thereof, including, without limitation, all of the Debtor's personal and after-acquired personal property.

Registration Details for Registration Number: 24297731

Province or Territory: Nova Scotia
 Registration Type: PPSA Financing Statement

Registration History

Registration Activity	Registration Number	Date/Time (Atlantic) (YYYY-MM-DD hh:mm)	Expiry Date (YYYY-MM-DD)	File Number
Original	24297731	2015-05-20 16:15	2020-05-20	101355
Renewal	32770364	2020-05-19 12:25	2025-05-20	

This registration has **not** been the subject of an Amendment or Global Change. The following registration information was added by the original registration and has not been deleted.

Debtors

Type: Enterprise
 CIVIC HOMES LIMITED

Mohsen Teimouri
1-10 IIsley Avenue
Dartmouth NS B3B 1L3
Canada

Secured Parties

Type: Enterprise
LOON LAKE DEVELOPMENTS LIMITED
222 Montague Road
Dartmouth NS B2W 3P5
Canada

General Collateral

A security interest is taken in all of the Debtors present and after acquired personal property related to the development of lands at 661 Main Street, Dartmouth, Nova Scotia - PID 41332503.

Registration Details for Registration Number: 32717100

Province or Territory: Nova Scotia
Registration Type: Notice of Appointment of Receiver

Registration History

Registration Activity	Registration Number	Date/Time (Atlantic) (YYYY-MM-DD hh:mm)	Expiry Date (YYYY-MM-DD)	File Number
Original	32717100	2020-05-04 16:04	2025-05-04	39598-2
Amendment	32717324	2020-05-04 16:25	2025-05-04	39598-2

As listed in the Registration History section above, this registration has been the subject of an Amendment or Global Change to add or delete information. The following registration details provide the registration number for the Amendment that added or deleted information. If no "added by" or "deleted by" registration number is provided, the information was added by the original registration and has not been deleted.

Court Information

There is only one set of "active" Court Information per registration. Rows of Court Information shown in strikethrough have been amended by the next registration in the table.

Registration Number	Court File Number	Court
32717100	HFX NO. 494188	Supreme Court of Nova Scotia
32717324	HFX NO. 494188	Supreme Court of Nova Scotia

Debtors

Type: Enterprise
CIVIC HOMES LIMITED
10 ILSLEY AVENUE, UNIT 1
DARTMOUTH NS B3B 1L3
Canada

Receivers

The Secured Party below was deleted by registration number 32717324

Type: ~~Enterprise~~
~~DELOITTE RESTRUCTURING INC.~~
~~FORAN, JAMES~~
~~1669 UPPER WATER ST.~~
~~HALIFAX NS B3J 1L3~~
Canada

The Secured Party below was added by registration number 32717324

Type: Enterprise
DELOITTE RESTRUCTURING INC.
FORAN, JAMES
1969 UPPER WATER ST.
HALIFAX NS B3J 1L3
Canada

General Collateral

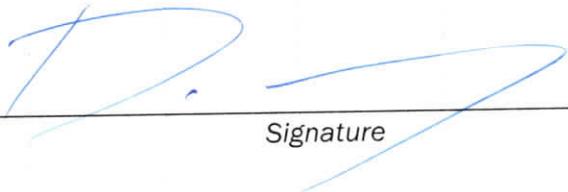
A security interest is taken in all of the Debtor's present and after-acquired personal property.

END OF REPORT

2019

Hfx No. 494188

This is Exhibit "B" referred to in the Affidavit of Gavin MacDonald sworn before me on the 18th day of February, 2021.



Signature

DEVON E. CASSIDY
A Barrister of the Supreme
Court of Nova Scotia

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1100-1959 Upper Water Street
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Halifax, NS B3J 3E5

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Deloitte Restructuring Inc.
Purdy's Wharf Tower II
1500-1969 Upper Water Street
Halifax, NS B3J 3R7

July 31, 2020
File #10039598-00002
Your Ref:
HST REG.#R119436244
Client # 10039598

Invoice #:101075140

FOR PROFESSIONAL SERVICES RENDERED IN CONNECTION WITH THIS MATTER:

RE: Civic Homes Limited

01 May 20	GDM	Email exchange with receiver; review order; call with counsel to borrower.	1.00 hrs.
04 May 20	GDM	Call with J Foran; prepare notices of receivership.	0.50 hrs.
04 May 20	KMG	Discussion with G MacDonald regarding form of registration; Attend to draft PPSA and forward to G MacDonald for review; Attend to registration; Obtain post registration searches and forward all to G MacDonald.	0.20 hrs.
05 May 20	GDM	Call with counsel to borrower; call with K MacLeod, Deloitte re payments.	0.40 hrs.
07 May 20	GDM	Review submissions of borrower counsel; email with client; call with counsel to Loon Lake.	0.80 hrs.
08 May 20	GDM	Review correspondence re dispute between company and Loon Lake; instructions from client re security review; emails to counsel for secured creditors; order property and PPSA searches.	0.50 hrs.
11 May 20	GDM	Emails re searches; email exchange with Dexter Construction counsel re security review; review PPSA search.	0.50 hrs.
11 May 20	KMG	Attend to PPSA search and forward same to L Briand.	0.10 hrs.
12 May 20	GDM	Call with counsel to Civic; review emails.	0.70 hrs.
25 May 20	GDM	Email exchange with counsel to Dexter Construction re status.	0.20 hrs.
29 May 20	GDM	Call with receiver re status and next steps.	0.50 hrs.
08 Jun 20	GDM	Review draft receiver's report, mark-up same and email with client.	1.00 hrs.
09 Jun 20	GDM	Review tender package; report to client.	1.00 hrs.
12 Jun 20	GDM	Call with J Foran re status and sale process.	0.50 hrs.
15 Jun 20	GDM	Emails with client re status; review RBC security; review due diligence searches; draft security opinion to receiver.	4.00 hrs.
16 Jun 20	GDM	Call with J Foran re sale process and security review; email exchange with K MacLeod re opinion.	0.40 hrs.
16 Jun 20	KMG	Obtain PPSA search and forward same to L Briand.	0.10 hrs.
17 Jun 20	GDM	Call with J Foran re RBC security review opinion.	0.40 hrs.
23 Jun 20	GDM	Email from K MacLeod; review revised report; email to client.	0.40 hrs.
26 Jun 20	GDM	Review motion materials; emails with client.	1.00 hrs.

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29 Jun 20	GDM	Emails re sale process motion; call with counsel to Loon Lake; call with receiver re tender package and NDA; email counsel to Loon Lake with NDA; call with receiver and counsel to RBC; email to counsel to borrower; letter to Court re sale approval process motion.	3.30 hrs.
30 Jun 20	GDM	Emails re tender package and sales process order; calls with receiver, counsel to borrower and counsel to Loon Lake; review development agreement extension documents and email partner for comments on same.	2.60 hrs.
01 Jul 20	JGS	Review memo from G MacDonald; review Development Agreement; review Parcel register; review draft letter; email to G MacDonald re same.	1.30 hrs.
02 Jul 20	GDM	Review emails and correspondence; call with RBC counsel; draft letter to Court.	3.00 hrs.
06 Jul 20	GDM	Prepare and attend hearing re sale process; conference with receiver and call with counsel to RBC.	4.00 hrs.
07 Jul 20	GDM	Emails re development agreement extension, and sales process.	0.40 hrs.
08 Jul 20	GDM	Emails with client re sales process.	0.30 hrs.
09 Jul 20	GDM	Email with counsel to Dexter re teaser and tender package; report email with issued order; attend to recording receivership order.	0.40 hrs.
30 Jul 20	GDM	Review and respond to email re receiver's certificate.	0.20 hrs.
31 Jul 20	GDM	Conference with associate re security review opinions.	0.40 hrs.

TOTAL FEES:

\$11,145.00

FEE SUMMARY

Gavin D. MacDonald	28.40 hrs.	\$370.00
Kendra MacKenzie-Granger	0.40 hrs.	\$130.00
John G. Stewart	1.30 hrs.	\$450.00
	<hr/>	
	30.10 hrs.	

Taxable Other Charges:

Printing (in-house)	\$0.35
Total Taxable Other Charges	<hr/> \$0.35

Total Other Charges

\$0.35

Non-taxable disbursements:

PPSA - registration (non-taxable)	\$72.75
Registration costs (NT)	100.00
Total Non-Taxable Disbursements:	<hr/> \$172.75

Thank you for your business.

P.O. Box 2380
1100-1959 Upper Water Street
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Halifax, NS B3J 3E5

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Taxable disbursements:

Delivery & courier	\$4.75
PPSA - Search	26.25
Total Taxable Disbursements	<u>\$31.00</u>
Total Disbursements	<u>\$203.75</u>

SUMMARY:

Professional Fees for this Invoice	\$11,145.00
HST on Professional Fees	1,671.75
Total Professional Fees Including Taxes	<u>\$12,816.75</u>
Taxable Other Charges	\$0.35
HST on Other Charges	0.05
Total Other Charges Including Tax	<u>\$0.40</u>
Taxable Disbursements for this Invoice	31.00
Non-Taxable Disbursements for this Invoice	172.75
HST on Disbursements	4.65
Total Disbursements Including Tax	<u>\$208.40</u>
Total Invoice	<u>\$13,025.55</u>
Balance now due	CAD <u>\$13,025.55</u>

STATEMENT OF ACCOUNT

Amount of this invoice	\$13,025.55
Previous Balance	\$0.00
Interest on Overdue Amount	\$0.00
Total Amount Owing	CAD <u>\$13,025.55</u>

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Payment Options: Wire, Cash, Cheque, VISA, MasterCard, In Office Debit, Online Banking

Terms:

An interest charge of 12% per annum is payable on the balance not paid within 45 days of the date of the invoice.

Thank you for your business.

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Deloitte Restructuring Inc.
Purdy's Wharf Tower II
1500-1969 Upper Water Street
Halifax, NS B3J 3R7

September 11, 2020
File #10039598-00002
Your Ref:
HST REG.#R119436244
Client # 10039598

Invoice #:101076832

FOR PROFESSIONAL SERVICES RENDERED IN CONNECTION WITH THIS MATTER:

RE: Civic Homes Limited

05 Aug 20	GDM	Emails re sales process.	0.30 hrs.
11 Aug 20	DEC	Initial review of security opinion requirements, initial drafting of opinion; initial review of security documents.	0.70 hrs.
13 Aug 20	GDM	Review and respond to receiver email.	0.20 hrs.
13 Aug 20	DEC	Review of documents, including brief and report of the monitor; drafting of opinion letter regarding Dexter security.	1.60 hrs.
14 Aug 20	DEC	Completion of Dexter Security Opinion.	0.20 hrs.
17 Aug 20	GDM	Review and work on opinion re Dexter security.	0.50 hrs.
17 Aug 20	DEC	Initial review of security documents for Loon Lake Developments and initial drafting of security memo regarding Loon Lake Developments; review and revision of security opinion regarding Dexter Construction.	1.40 hrs.
18 Aug 20	DEC	Drafting of Loon Lake Security Opinion; further review of security documents and associated court filings in respect of Loon Lake Security.	2.40 hrs.
19 Aug 20	GDM	Conference with associate re Loon Lake security; email exchange with receiver; review receivership order re Civic application; call with Receiver; review draft Loon Lake security opinion; email with Dexter opinion.	2.00 hrs.
19 Aug 20	DEC	Review and revision of Security Opinion for Dexter; meeting with G MacDonald to review Loon Lake issues; review of security documents regarding Loon Lake; review and revision of Security Opinion regarding Loon Lake; telephone call with client regarding Loon Lake Security; email to S Kingston regarding Loon Lake Security.	3.20 hrs.
20 Aug 20	DEC	Review of correspondence from M Moir.	0.10 hrs.
24 Aug 20	GDM	Emails re offer delivery; email re update on status; revise opinion re Loon Lake security.	1.00 hrs.
25 Aug 20	GDM	Call with J Foran re bids; review email summary of bids; call with M Moir re bankruptcy; work on Loon	1.00 hrs.

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25 Aug 20	DEC	Lake opinion; email receiver. Review and revision of Security Opinion regarding Loon Lake.	0.90 hrs.
25 Aug 20	CN	Attend to conducting a Personal Property Security Act search; Forward results to D Cassidy.	0.10 hrs.
26 Aug 20	GDM	Meet receiver re offers and Loon Lake opinion; call with M Moir re bankruptcy; notice of motion re sale approval, emails and faxes re same.	3.00 hrs.
26 Aug 20	DEC	Review of Notice of Motion.	0.10 hrs.
27 Aug 20	GDM	Notice of Motion and letter to chambers scheduling; emails with client; finalize opinion re Loon Lake security and emails re same.	1.00 hrs.
28 Aug 20	GDM	Emails re timing of sale approval motion.	0.40 hrs.
31 Aug 20	GDM	Investigate process for interim sealing order; call with client re sale recommendation; emails re same; call with M Moir re bankruptcy; emails with Court re motion for directions.	1.50 hrs.
31 Aug 20	DEC	Review of correspondence.	0.50 hrs.

TOTAL FEES:

\$6,766.00

FEE SUMMARY

Gavin D. MacDonald	10.90 hrs.	\$370.00
Devon E. Cassidy	11.10 hrs.	\$245.00
Corinna Niekamp	0.10 hrs.	\$135.00
	<u>22.10 hrs.</u>	

Non-taxable disbursements:

Prothonotary's Fees (NT)	\$66.00
Total Non-Taxable Disbursements:	<u>\$66.00</u>

Taxable disbursements:

Conference / Telephone Calls	\$3.76
Delivery & courier	6.00
Total Taxable Disbursements	<u>\$9.76</u>
Total Disbursements	<u>\$75.76</u>

SUMMARY:

Professional Fees for this Invoice	\$6,766.00
HST on Professional Fees	1,014.90
Total Professional Fees Including Taxes	<u>\$7,780.90</u>

Thank you for your business.

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Taxable Disbursements for this Invoice	9.76
Non-Taxable Disbursements for this Invoice	66.00
HST on Disbursements	1.46
Total Disbursements Including Tax	<u>\$77.22</u>
Total Invoice	<u>\$7,858.12</u>
Balance now due	CAD <u>\$7,858.12</u>

STATEMENT OF ACCOUNT

Amount of this invoice	\$7,858.12
Previous Balance	\$13,025.55
Interest on Overdue Amount	\$0.00
Total Amount Owning	CAD <u>\$20,883.67</u>

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Payment Options: Wire, Cash, Cheque, VISA, MasterCard, In Office Debit, Online Banking

Terms:

An interest charge of 12% per annum is payable on the balance not paid within 45 days of the date of the invoice.

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Deloitte Restructuring Inc.
Purdy's Wharf Tower II
1500-1969 Upper Water Street
Halifax, NS B3J 3R7

December 10, 2020
File #10039598-00002
Your Ref:
HST REG.#R119436244
Client # 10039598

Invoice #:101082115

FOR PROFESSIONAL SERVICES RENDERED IN CONNECTION WITH THIS MATTER:

RE: Civic Homes Limited

01 Sep 20	GDM	Call with RBC and counsel.	0.40 hrs.
01 Sep 20	DEC	Review of correspondence in respect of court dates; participation in video call with RBC.	0.70 hrs.
02 Sep 20	GDM	Motion for directions; update to receiver.	1.20 hrs.
16 Sep 20	GDM	Email exchange with receiver.	0.20 hrs.
17 Sep 20	GDM	Call with J Foran re status.	0.30 hrs.
21 Sep 20	GDM	Email re sale approval motion.	0.20 hrs.
21 Sep 20	DEC	Initial drafting of required motion materials, including orders and brief.	1.70 hrs.
22 Sep 20	GDM	Review and mark-up second report of receiver; instructions to associate re motion documents; call with Dexter counsel re sales process.	1.30 hrs.
23 Sep 20	DEC	Review and revision of motion materials, including Brief and confidentiality agreement; review of second report of the receiver and confidential second report.	7.60 hrs.
24 Sep 20	DEC	Continued review and revision of motion documents.	0.90 hrs.
25 Sep 20	GDM	Emails re development agreement extension.	0.20 hrs.
27 Sep 20	JGS	Review emails and documents; review parcel registers; email to G MacDonald re Deloitte's concerns.	1.00 hrs.
28 Sep 20	GDM	Email exchange re development agreement amendment.	0.70 hrs.
29 Sep 20	GDM	Work on sale approval motion.	4.30 hrs.
29 Sep 20	DEC	Meeting with G MacDonald to discuss and review motion materials; revision of motion materials.	2.00 hrs.
29 Sep 20	JGS	Review emails from client; draft amendments to Amending Agreement; review parcel register; email to client re same.	1.00 hrs.
30 Sep 20	GDM	Work on motion materials; conference with associate; email from client re report.	1.00 hrs.
30 Sep 20	DEC	Continued revision of motion materials; review of PPSA results.	0.80 hrs.
30 Sep 20	JFW	Attendance to conducting Personal Property Security Act search; summarize and forward results to D Cassidy.	0.10 hrs.
01 Oct 20	GDM	Emails with receiver; instructions to associate; voicemail to counsel to Civic Homes.	0.50 hrs.
01 Oct 20	DEC	Continued review and revision of motion materials;	3.00 hrs.

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		preparation of documents for filing; correspondence with client regarding documents for filing and second report.	
01 Oct 20	EM	Find and print case law to include in book of authorities for D Cassidy.	0.20 hrs.
02 Oct 20	GDM	Conference with associate re filing; emails re same; call with S Kingston re hearing; email re NDA and disclosure of confidential memorandum.	1.00 hrs.
02 Oct 20	DEC	Final revision of motion materials; final preparation of documents for filing; correspondence with client regarding second reports and filing; review and revision of NDA; correspondence with service list regarding NDA.	2.50 hrs.
02 Oct 20	CB	Attend to prothonotary's office to file documents for D Cassidy.	0.30 hrs.
05 Oct 20	DEC	Drafting and submission of Notice of an Application for a Publication Ban; drafting of Affidavit of Service re Motion materials.	0.80 hrs.
06 Oct 20	GDM	Mark-up affidavit of service.	0.20 hrs.
06 Oct 20	DEC	Review and reply to email from M Moir and provision of confidential supplement to same; revision and execution of Affidavit of Service.	1.20 hrs.
07 Oct 20	GDM	Call with counsel to Loon Lake; Call with client; conference with associate re filing motion materials; call with counsel to Civic Homes.	0.80 hrs.
07 Oct 20	DEC	Telephone calls with T Morse and Court Administration staff; drafting of cover letter regarding motion materials.	1.00 hrs.
07 Oct 20	CB	Deliver court documents to prothonotary's office for G MacDonald and D Cassidy.	0.30 hrs.
08 Oct 20	GDM	Call with counsel to Civic Homes; call with receiver; emails re hearing.	1.00 hrs.
09 Oct 20	GDM	Review submissions of Civic Homes; revise sale order per comments from HRM; emails re same; call with receiver.	1.00 hrs.
09 Oct 20	DEC	Review of M Moir submissions in respect of chambers hearing and sale and vesting order; review of correspondence from client regarding second report.	0.20 hrs.
13 Oct 20	GDM	Prepare and attend sale approval motion; revise confidentiality order; emails re same; conference with client and associate.	1.70 hrs.
13 Oct 20	DEC	Meeting with client and participating in General Chambers hearing on the Notice of Motion.	1.20 hrs.
19 Oct 20	DEC	Review of correspondence in respect of sale; initial drafting of documents.	0.30 hrs.
21 Oct 20	GDM	Call with K MacLeod; investigate whether marshalling would apply; call with J Foran; email re insurance.	0.50 hrs.
22 Oct 20	DEC	Review of Agreement and terms; email to G Munroe regarding closing; review of correspondence in respect of title from buyer's counsel.	0.50 hrs.

Thank you for your business.

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26 Oct 20	GDM	Emails with client and associate re closing documents and timing.	0.30 hrs.
26 Oct 20	DEC	Telephone call to G Munroe; review of Bankruptcy assignment.	0.20 hrs.
27 Oct 20	DEC	Telephone call with G Munroe; correspondence with client in respect of tenants, leases and closing documents; drafting of closing documents.	2.50 hrs.
28 Oct 20	GDM	Review draft closing documents; conference with associate; email exchange with receiver re closing.	0.50 hrs.
28 Oct 20	DEC	Revision of closing documents; email correspondence with G Munroe regarding HST issue; correspondence with client in respect of tenants and closing; drafting of assignment of rents; review of draft adjustments and email to client re same.	2.00 hrs.
28 Oct 20	SLG	Receipt of file and agreement; arranging for Form 26 order to get recorded; telephone conference with tax office; preparation of statement of adjustments and funds.	1.00 hrs.
29 Oct 20	GDM	Review closing documents; review emails; instructions to associate; meeting with client re closing and next steps.	1.00 hrs.
29 Oct 20	DEC	Additional review and revision of closing documents; review and reply to correspondence from client in respect of closing and lease transfer; review of letter to tenants from client and email providing comments re same; review of adjustments; meeting with client to execute documents; email to G Monroe regarding closing documents.	3.10 hrs.
29 Oct 20	SLG	Telephone conference with P Franche at McInnes Cooper; email to P Franche enclosing draft adjustments.	0.40 hrs.
30 Oct 20	DEC	Review of letter of credit; review of correspondence in respect of closing particulars for sale of Loonview Lane; additional review of letter to tenants; review of SRRR recording Sale and Vesting Order.	0.60 hrs.
30 Oct 20	AW	Office conference with D Cassidy to take research instructions regarding letter of credit.	0.40 hrs.
30 Oct 20	SLG	Attendance to closing; preparation of closing letter and package; delivery to McInnes Cooper; email exchanges with P Franche.	1.00 hrs.
31 Oct 20	AW	Commence research regarding letters of credit.	2.00 hrs.
02 Nov 20	DEC	Review of wire particulars.	0.10 hrs.
02 Nov 20	SLG	Receipt of wire particulars for client; preparation of wire form.	0.30 hrs.
03 Nov 20	AW	Conduct case law research considering the doctrine of marshalling as it relates to letters of credit.	2.40 hrs.
04 Nov 20	AW	Continue case law research considering the doctrine of marshalling in relation to letters of credit; discussions with D Cassidy.	3.70 hrs.
04 Nov 20	DEC	Meeting with A Wilbert to review Letter of Credit issue research; review of correspondence from Weldon	0.50 hrs.

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05 Nov 20	GDM	McInnis. Conference with J Foran; conference with associate re research.	0.50 hrs.
05 Nov 20	AW	Continue researching the doctrine of marshalling and subrogation in relation to letters of credit; office conference with D Cassidy and G MacDonald; commence drafting memorandum.	7.60 hrs.
05 Nov 20	DEC	Meeting with A Wilbert and G MacDonald for initial discussion in respect of marshalling; review of letter from M Moir in respect of amending litigation filing.	0.90 hrs.
06 Nov 20	GDM	Conference with associate re research; call with J Foran re results of same.	1.00 hrs.
06 Nov 20	AW	Continue case law research considering the law of subrogation in relation to letters of credit; discussions with D Cassidy; office conference with G MacDonald and D Cassidy.	5.20 hrs.
06 Nov 20	DEC	Meeting with A Wilbert and G MacDonald to review and discuss letter of credit issue; review and reply to email from client in respect of HRM development agreement; email to G Munroe regarding HRM development agreement.	1.20 hrs.
09 Nov 20	GDM	Review and comment on draft report to creditors; emails re creditors package; conference with associate re development agreement.	0.50 hrs.
09 Nov 20	DEC	Review of Civic Full Creditor package.	0.30 hrs.
10 Nov 20	AW	Continue to draft memorandum to G MacDonald regarding impact of letter of credit on insolvency proceeding.	4.60 hrs.
12 Nov 20	DEC	Review and revision of memo in respect of letter of credit; review of correspondence to client in respect of additional debt claim from Loon Lake; review of correspondence to HRM in respect of development agreement.	1.00 hrs.
12 Nov 20	AW	Call with D Cassidy to discuss memorandum; continue to draft and revise memorandum to G MacDonald regarding impact of letter of credit on insolvency proceeding.	2.00 hrs.
15 Nov 20	GDM	Review legal memo re marshalling and subrogation; report email to client.	0.40 hrs.
16 Nov 20	DEC	Review of correspondence from HRM regarding transfer of amendment; review of correspondence regarding marshalling and letter of credit.	0.20 hrs.
25 Nov 20	GDM	Call with J Foran re next steps, review emails.	0.50 hrs.
26 Nov 20	GDM	Review draft vehicle letter and emails with client and borrower counsel.	0.50 hrs.
27 Nov 20	GDM	Emails re disposition of bankrupt's vehicle.	0.20 hrs.
27 Nov 20	DEC	Review and reply to email from K MacLeod enclosing closing statements from sale.	0.10 hrs.

TOTAL FEES:

\$23,887.50

Thank you for your business.

P.O. Box 2380
1100-1959 Upper Water Street
Purdy's Wharf Tower 1
Halifax, NS B3J 3E5

Tel: (902) 421-6262
Fax: (902) 421-3130
www.coxandpalmerlaw.com

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Page 5

FEE SUMMARY

Gavin D. MacDonald	21.90 hrs.	\$370.00
Devon E. Cassidy	37.10 hrs.	\$245.00
Alicia Wilbert	27.90 hrs.	\$190.00
Shannon L. Gale	2.70 hrs.	\$135.00
Jason Williamson	0.10 hrs.	\$135.00
Chelsea Barkhouse	0.60 hrs.	\$145.00
Erin Mitchell	0.20 hrs.	\$145.00
John G. Stewart	2.00 hrs.	\$450.00
	<hr/>	
	92.50 hrs.	

Taxable Other Charges:

Library Research	\$88.03
Photocopies	5.95
Printing (in-house)	163.80
Scanning	0.60
Total Taxable Other Charges	<hr/>
	\$258.38

Total Other Charges

\$258.38

Non-taxable disbursements:

Prothonotary's Fees (NT)	\$66.00
Registry of Deeds - Recording/Registration (NT)	100.00
Total Non-Taxable Disbursements:	<hr/>
	\$166.00

Taxable disbursements:

Bank Fees	\$15.00
Delivery & courier	41.50
PPSA - Search	8.75
Total Taxable Disbursements	<hr/>
	\$65.25

Total Disbursements

\$231.25

SUMMARY:

Professional Fees for this Invoice	\$23,887.50
HST on Professional Fees	3,583.13
Total Professional Fees Including Taxes	<hr/>
	\$27,470.63

Taxable Other Charges	\$258.38
HST on Other Charges	38.76
Total Other Charges Including Tax	<hr/>
	\$297.14

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Taxable Disbursements for this Invoice	65.25
Non-Taxable Disbursements for this Invoice	166.00
HST on Disbursements	9.79
Total Disbursements Including Tax	<u>\$241.04</u>
Total Invoice	<u>\$28,008.81</u>
Balance now due	CAD <u>\$28,008.81</u>

STATEMENT OF ACCOUNT

Amount of this invoice	\$28,008.81
Previous Balance	\$77.22
Interest on Overdue Amount	\$1.14
Total Amount Owning	CAD <u>\$28,087.17</u>

Please return this page with your payment if paying by cheque

To pay by online banking, please add Cox & Palmer as a payee and enter your 8 digit client number 10039598 when prompted for an account. In the reference box, please enter your 5 digit matter number 00002 or up to 2 invoice numbers. Use of the reference box will ensure timely and accurate allocation of payment to your account.

Payment Options: Wire, Cash, Cheque, VISA, MasterCard, In Office Debit, Online Banking

Terms:

An interest charge of 12% per annum is payable on the balance not paid within 45 days of the date of the invoice.

Thank you for your business.

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Deloitte Restructuring Inc.
Purdy's Wharf Tower II
1500-1969 Upper Water Street
Halifax, NS B3J 3R7

December 31, 2020
File #10039598-00002
Your Ref:
HST REG.#R119436244
Client # 10039598

Invoice #:101084109

FOR PROFESSIONAL SERVICES RENDERED IN CONNECTION WITH THIS MATTER:

RE: Civic Homes Limited

08 Dec 20	GDM	Email counsel to borrower, review and mark-up draft section 38 letter and call for claims letter re distribution; emails with client re same.	1.00 hrs.	
14 Dec 20	GDM	Emails re vehicle appraisal.	0.20 hrs.	
17 Dec 20	GDM	Various calls and emails re vehicle seizure and possible settlement.	2.00 hrs.	
21 Dec 20	GDM	Emails with client and RBC counsel re letter of credit treatment; email exchange with client re distribution process.	0.50 hrs.	
TOTAL FEES:				\$1,369.00

FEE SUMMARY

Gavin D. MacDonald	3.70 hrs.	\$370.00
	<u>3.70 hrs.</u>	

SUMMARY:

Professional Fees for this Invoice	\$1,369.00
HST on Professional Fees	205.35
Total Professional Fees Including Taxes	<u>\$1,574.35</u>
Total Invoice	<u>\$1,574.35</u>
Balance now due	CAD <u>\$1,574.35</u>

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STATEMENT OF ACCOUNT

Amount of this invoice	\$1,574.35
Previous Balance	\$0.00
Interest on Overdue Amount	\$0.00
Total Amount Owing	CAD <u>\$1,574.35</u>

Please return this page with your payment if paying by cheque

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