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C A N A D A
PROVINCE OF QUEBEC
DISTRICT OF MONTREAL
COURT. No.: 500-11-041305-117

S U P E R I O R C O U R T
Commercial Division

IN THE MATTER OF THE PLAN OF COMPROMISE OR ARRANGEMENT OF: 1810040 ALBERTA LTD. (formerly known as HOMBURG INVEST INC. and HOMBURG SHARECO INC.)

– and –

THE ENTITIES LISTED IN APPENDIX A

Mis en cause

– and –

DELOITTE RESTRUCTURING INC. (formerly known as **SAMSON BÉLAIR/DELOITTE & TOUCHE INC.**)

Monitor

**FORTY-EIGHTH REPORT TO THE COURT
SUBMITTED BY DELOITTE RESTRUCTURING INC.
IN ITS CAPACITY AS MONITOR**

(Companies' Creditors Arrangement Act, R.S.C. 1985, c. C-36, as amended)

INTRODUCTION

1. On September 9, 2011, 1810040 Alberta Ltd. (formerly known as Homburg Invest Inc. and Homburg Shareco Inc.) ("**HII**") and certain related entities (collectively, the "**Debtors**") filed and obtained protection from their respective creditors under the *Companies' Creditors Arrangement Act* (the "**CCAA**") pursuant to an Order rendered by the Superior Court of Québec (as amended and extended from time to time, the "**Initial Order**").
2. Pursuant to the Initial Order (as amended), the Stay extends to the entities listed in Appendix A hereto (collectively, the "**Applicant Partnerships**" and, together with the Debtors, the "**HII Parties**").
3. Deloitte Restructuring Inc. (formerly known as Samson Bélair/Deloitte & Touche Inc.) was appointed as monitor (the "**Monitor**") under the CCAA.

4. Pursuant to the Initial Order, an initial stay of proceedings (the "**Stay**") was granted until October 7, 2011 in favor of the HII Parties, which Stay has been extended from time to time by order of the Court. Most recently, the Court extended the Stay up to and including January 31, 2018 (the "**Stay Period**").
5. Since the Initial Order, the Monitor has filed reports with the Court and served same to the Service List from time to time. The Monitor filed forty-seven such Monitor's reports (as well as some supplemental reports) prior to this forty-Eighth report of the Monitor (the "**Forty-Eighth Report**"). Copies of all of the Monitor's reports are available on the Monitor's website at www.insolvencies.deloitte.ca under the Homburg Invest Inc. link. The Monitor has also established a toll free number that is referenced on the Monitor's website so that parties may contact the Monitor if they have questions with respect to the HII Parties' restructuring under the CCAA.

PURPOSE OF THE FORTY-EIGHTH REPORT

6. This Forty-Eighth Report is intended to provide an update on the progress of the HII Parties' restructuring process and related steps in connection with the execution of the HII/Shareco Plan and the Homco 61 Plan (collectively, the "**Plans**") and confirm the support of the Monitor to the Debtors' Application for an extension of the Stay Period dated January 25, 2018 (the "**Debtors' Application**"). This report also outlines the current and projected cash positions of the Debtors, the status of the restructuring and the orderly liquidation initiatives.
7. This Forty-Eighth Report is structured as follows:
 - I- Updates on the Execution of the Plans and the Distributions;
 - II- Debtors' Cash Flows;
 - III- Activities of the Monitor;
 - IV- Extension of the Stay Period;
 - V- Position of the Various Cash Reserves; and
 - VI- Conclusions and Recommendations.

TERMS OF REFERENCE

8. In preparing this Forty-Eighth Report, the Monitor has relied upon unaudited financial information, the HII Parties' records, the amended motion for an Initial Order dated September 9, 2011, and all subsequent motions filed with the Court and exhibits in support of same, its discussions with management of the HII Parties ("**Management**") and the HII Parties' and the Monitor's legal advisors. While the Monitor has analyzed the information, some in draft form, the Monitor has not performed an audit or otherwise verified such information. Forward looking financial information included in this Forty-Eighth Report is based on assumptions of Management regarding future events, and actual results achieved will vary from this information and such variations may be material.
9. Unless otherwise stated, all monetary amounts contained herein are expressed in Canadian dollars. Capitalized terms not otherwise defined in this Forty-Eighth Report are as defined in the previous reports of the Monitor and the HII/Shareco Plan.

I. UPDATE ON THE EXECUTION OF THE PLANS AND THE DISTRIBUTIONS

10. On March 27, 2014, in conformity with the Plans, the Monitor issued certificates confirming that the Plan Implementation Date ("**PID**") took place from March 24, 2014

to March 27, 2014 and that the Homco 61 Plan Implementation Date occurred on March 27, 2014.

DISTRIBUTIONS

11. Since PID, the Monitor proceeded with several distributions to the Affected Creditors and Homco 61 Affected Creditors under the respective Plans.
12. Since the filing of the Forty-Seventh Report on September 29, 2017 at the time of the request for the Twenty-Seventh Extension, the Monitor has not proceeded with any additional distributions to all Affected Creditors or all Homco 61 Affected Creditors. The Monitor has however continued its efforts to contact those bondholders who had not provided a Letter of Instructions or for whom the banking details provided were incomplete or erroneous, in order to proceed with the distributions to which they are entitled. These efforts have resulted in the receipt of information allowing to proceed with distributions to a number of creditors. These recent distributions reduced to a relatively nominal amount the number of creditors (16) whose distributions were on hold due to incorrect or missing information. An amount of approximately \$50K as pending payments in regard of these 16 creditors.
13. For efficiency purposes, as described the previous monitor reports, it is the current intention of the Monitor that the next distribution of the Asset Realization Cash Pool will be the final distribution under the terms of the Plans. This final distribution is currently anticipated to occur following the completion of the realization of any equity over the remaining properties which is expected to take place over the course of the next extension period, as detailed hereunder. The delay in the sale of one of the specific asset with potential equity, namely Homco 123, is mainly explaining the postponement of the final distribution.

RESOLUTION OF DISPUTED CLAIMS

14. As indicated in the Forty-Seventh Report, only one category of Disputed Claims remains outstanding, namely the claims of the Bond 6 Claim Holders (i.e. the Bond 6 HII Deficiency Claim that can only be determined at the time of the Final Distribution).
15. Cash, and a nominal amount of Geneva share related that were not tendered (415) as per the Frasers Property's one-time offer, are being held in reserve by the Monitor in connection with the remaining Disputed Claims of the Bond 6 Claim Holders, in conformity with the Plans.

SALE PROCESS / REALIZATION OF NON-CORE ASSETS

16. The status of the orderly realization process of the remaining non-core assets of HII since the issuance of the Forty-Seventh Report can be summarized as follows:
 - i. European Non-Core Assets: Certain European Non-Core Assets continue to be held by HII. While a sale process of all of these properties is currently ongoing, all costs in connection with these properties continue to be assumed by the individual entities or, in case of a shortfall, by Propertize (as successor of SNS), the secured creditor on the remaining properties. As of the date of this Forty-Eighth Report, two of these properties remain unsold, namely those of Homco 119 and Homco 123. As indicated in previous Monitor's reports, in light of changes in market conditions, it has been determined that some of these real estate properties could generate equity for HII, for the benefit of the Affected Creditors under the HII/Shareco Plan. Since the Forty-

Seventh Report, the HII Group, in consultation with the Monitor and with the Liquidation Advisory Committee, has continued its efforts and its discussions with Propertize in order to determine the best course of action to dispose of its interest in the latter in the best interests of the Affected Creditors.

- ii. As contemplated and indicated in the Forty-Seventh Report, the Monitor held a meeting with Propertize in October 2017 to discuss the possibility to sale/transfer the two remaining properties to Propertize and allow for the monetization of the equity on the property, for the benefit of HII's creditors, with a view to be in a position to proceed with the final distribution and exit the CCAA proceedings. After considering the potential acquisition, Propertize came back to the Monitor in mid-November 2017, indicating that Propertize would not acquire the property and allow Homco 123 to monetize any equity, due namely to internal administrative issues. Propertize also tried to find potential purchasers within its internal network, but was not successful.
- iii. The status of the disposition process of these two properties that are remaining at the time of this Forty-Eighth Report is the following:
 - a. Homco 119: Based on recent information, there is a slight possibility than a sale *could* generate equity for the ultimate benefit of the Affected Creditors. However, this would likely require investment as well as a lease renewal agreement with the tenant. The HII Group does not intend to invest and any investment would need to come from Propertize. This process is ongoing. In the absence of any certainty with respect to equity on this property, the intent is to transfer or otherwise liquidate the corporate structure prior to exiting the CCAA proceedings.
 - b. Homco 123: While the complications related to the renewal of hazardous waste processing and fire/building safety permits are still not fully resolved, an important development took place on December 6, 2017, with the permits being issued subject to certain conditions. These conditions are being contested by the tenant and it is expected that a final and binding decision will be rendered in March or April 2018.

Considering the recent answer received from Propertize, the potential significant equity amount related to Homco 123 and the recent developments regarding the safety and environmental permits contemplating a final decision in March or April 2018, the sale process for this property was re-launched, with precise milestones and dates. The sale process is led by the broker Jones Lang Lasalle (JLL), who knows the property and the issues and has been involved since the beginning of the process. A Plan of Action detailing the sale process was filed by JLL on January 18, 2018 and is attached as Appendix D of this Forty-Eighth Report. This process contemplates a closing in the month of June 2018.

BANKRUPTCY AND WINDING-UP OF NON-CORE BUSINESS ENTITIES

17. The HII Group and the Monitor continue to assess the proper course of action with respect to the remaining Non-Core Business Entities, including bankruptcy filings and/or wind-ups, a number of which were initiated or completed in the previous months. A few Non-Core Business Entities have assets remaining, such that their winding-up or bankruptcy is expected to result in additional recoveries for HII, for the benefit of the Affected Creditors under the HII/Shareco Plan. As of the date of the Forty-Eighth Report, it is expected that some other HII Group Entities will be filed into bankruptcy imminently,

after which there will be only six (6) Homcos that will be left to be wound up or filed into bankruptcy in order to end the execution of the Plans and exit the CCAA proceedings.

II. DEBTORS' CASH FLOWS

18. The purpose of this section is as follows:

- i. Provide budget-to-actual analysis highlights by Debtor for the period from September 16, 2017 to January 15, 2018; and
- ii. Provide explanations or comments on the variances by Debtor.

OVERVIEW

19. The following table provides an overview of the allocated opening cash balances, the allocated closing cash balances, and the cash variations by Debtor for the period from September 16, 2017 to January 15, 2018:

Cash variation for the period from September 16, 2017 to January 15, 2018 (C\$000)						
Petitioner	Opening cash balance	Total variation in cash balance	Subtotal	Surplus (funding) between HII and its Non-Petitioners (Note 1)	Funded by Administrative Reserve	Adjusted ending cash balance
1810040 Alberta Ltd.	407	(96)	311	10	475	796
HMCI	41	-	41	-	-	41
Total	448	(96)	352	10	475	837

Note 1: This amount represents an amount paid previously on behalf of a Non-Petitioner and reimbursed to HII.

20. For the budget to actual cash flow forecast analysis of 1810040 Alberta Ltd. (formerly Homburg Invest Inc. and Homburg Shareco Inc.), and HMCI for the period from September 16, 2017 to January 15, 2018, and commentaries in respect of the analysis performed, please refer to Appendix B of this Forty-Eight Report.
21. As of the date of this report, all appropriate and approved post-filing expenses were paid, and will continue to be paid, in the normal course out of the Administrative Reserve or the respective entity's working capital, as the case may be.
22. As part of the Plan Transactions completed in the context of the implementation of the HII/Shareco Plan, HII transferred most of its available cash into the Monitor's trust accounts. Since PID, HII submits a weekly request to the Monitor which transfers sufficient funds to cover the appropriate and approved post-filing expenses for the following week from the Administrative Reserve as outlined in the Thirty-Fifth Report.

1810040 Alberta Ltd. (formerly Homburg Invest Inc. and Homburg Shareco Inc.)

23. Total cash inflows for 1810040 Alberta Ltd. were \$436.2K for the period noted, while total cash outflows were \$543.3K, which resulted in a negative net cash variation of \$107.1K compared to a budgeted negative net cash variation of \$281.5K. This positive variance of \$174.4K is mainly due to the receipt of tax refunds and the receipt of

Homburg Holding (US) Inc. cash balance in preparation for the liquidation of the company that were not budgeted.

HMCI

24. As indicated in the Debtor's Application, a transaction is expected to close imminently involving Cominar, HII, HMCI and Homburg Real Estate Trust ("HRET"). Based on the information provided to the Monitor, HRET is a trust in which HII has an interest and currently holds no assets. HMCI is a fully-owned subsidiary of HII and its sole asset is approximately \$40K in cash. The existing claims filed against HMCI in the course of the CCAA proceedings total approximately \$4M, including approximately \$2M from HII.
25. Under the transaction Cominar will purchase HII's interest in HRET and all of the shares of HMCI held by HII, the whole for a nominal consideration and on an "as is, where is" basis. HII will also release its claim against HMCI.
26. The Monitor, with the approval of the LAC, consented to this transaction on the basis that the interests of HII in HMCI and HRET are of no value or nominal value and that the transaction allows for the entities to be removed from the HII Group structure at no further costs for the HII Group.

Cash budgeting

27. Since the Forty-Seventh Report, the Debtors, with the support of the Monitor, have continued to perform budget-to-actual analysis on a regular basis.

III. ACTIVITIES OF THE MONITOR

28. This section summarizes other activities of the Monitor which are not specifically addressed in the previous sections.

CASH FLOW MONITORING

29. On a regular basis, the Monitor has continued to analyze the Debtors' cash flows. As explained in the previous section of this Forty-Eighth Report, a budget-to-actual cash flow analysis of the Debtors for the period from September 16, 2017 to January 15, 2018 has been prepared together with commentaries of cash variances, as presented in Appendix B of this Forty-Eighth Report.
30. As part of this process, the Monitor has also analyzed cash inflows and cash outflows from all of the HII Parties' bank accounts.
31. Any disbursements for services rendered to the HII Parties have been presented to the Monitor for review.

NOTIFYING AND REPORTING DUTIES PERFORMED BY THE MONITOR

32. Within five (5) business days, the Monitor made available on its website all public information and documentation related to the HII Parties' restructuring process.

COMMUNICATIONS WITH CREDITORS

33. Since September 2011, the Monitor has made available a toll-free number (related to a call center) and a mailbox in order to assist its communications with Affected Creditors and Homco 61 Affected Creditors.
34. Following PID, the First Distribution and the several subsequent distributions that have been made, the Monitor has received a large number of phone calls and emails from Affected Creditors and Homco 61 Affected Creditors (mostly after each distribution date). The Monitor has responded and continues to respond to each query in a timely manner.
35. As part of each distribution made under the Plans (as further detailed above), each Affected Creditor and Homco 61 Affected Creditor received a personalized letter explaining the distribution to which it is entitled and that it received or should have received.
36. The distributions to most of the creditors, namely all holders of Mortgage Bond Claims and Corporate Bond Claims, are made by way of wire transfers based on the banking information included in the Letters of Instructions submitted to the Monitor. The Monitor is pursuing its efforts to contact the creditors who did not provide a Letter of Instructions or for which the banking details provided were incomplete or erroneous in order to proceed with the distributions to which they are entitled. As of the date of this Forty-Eighth Report, as indicated previously and notwithstanding the Monitor's efforts, 23 creditors are yet to provide the relevant information requested for distribution purposes.
37. In accordance with the Plans, the Monitor will publish a Notice of Final Distribution in the designated newspapers at least 30 days prior to the Final Distribution Date and, to the extent valid information is still missing for some Affected Creditors such that their distributions remain undeliverable or un-cashed, the cash held in escrow in connection with said claims will be remitted to the Cash Pool or Asset Realization Cash Pool in order to form part of the final distribution to the Affected Creditors with Proven Claims having filed valid Letter of Instructions. The Monitor will also ensure that all Geneba shares held in NPEX accounts are properly assigned to the relevant Affected Creditors or, in the case of missing Letters of Instructions or other sources of valid information, returned to Geneba for cancellation without any consideration pursuant to the terms of the HII/Shareco Plan.

IV. EXTENSION OF THE STAY PERIOD

OVERVIEW

38. Pursuant to the Twenty-Eighth Extension Order, the Stay Period was extended up to and including January 31, 2018.
39. The Debtors' Application is seeking a twenty-ne extension of the Stay Period until June 30, 2018 (the "**Twenty-Ninth Extension Period**"). This extension will allow, among other things, to:
 - i. Complete the realization of the remaining Non-Core Business Assets (including the Homco 123 property);
 - ii. Complete the winding up and/or bankruptcy of the remaining HII Group Entities;

- iii. Release all available cash amounts to form part of the final distribution to the Affected Creditors and Homco 61 Affected Creditors under the Plans (by obtaining any consents and/or orders necessary as the case may be), including the cash amount remaining in the Litigation Reserve provided by the HII/Shareco Plan and the cash amount held in trust with the Monitor in connection with the Directors' Charge in order for such amounts;
 - iv. Proceed with the final distribution to the Affected Creditors and Homco 61 Affected Creditors pursuant to the Plans and complete all steps necessary in connection thereto; and
 - v. Continue to keep creditors and other stakeholders informed and answer their queries.
40. It is the Monitor's view that it is in the best interests of the stakeholders to provide the HII Parties with the Twenty-Ninth Extension Period in order to allow the HII Parties and the Monitor to continue their progress towards finalizing the remaining steps provided in the Plans and exit the CCAA proceedings.

EXTENDED 5-MONTH CASH FLOW FORECASTS

41. The Debtors, with the support of the Monitor, prepared new cash flow forecasts for the Twenty-Ninth Extension Period, adjusting the projected cash flows for the period ending on June 30, 2018, namely the end of the Twenty-Ninth Extension Period.
42. The extended 5-month cash flow forecasts for 1810040 Alberta Inc., and HMCI, as well as additional commentaries identifying the primary assumptions, are attached as Appendix C.
43. Presented in the table below is a summary of the forecasted cash variations for each of the Debtors:

Extension - period ending June 30, 2018 (Appendix C)			
(C\$000)	Opening cash balance as of January 16, 2018	Forecasted cash variation for the period	Forecasted closing cash balance as at June 30, 2018
1810040 Alberta Ltd.	796	(322)	474

1810040 Alberta Ltd. (formerly Homburg Invest Inc. and Homburg Shareco Inc.)

44. Payroll is expected to be stable during the period to reflect the expected workload. This expense is related to the sole director and officer monthly fixed costs as well as employees' hourly fees to keep accounting and tax records updated.
45. Rent expense is expected to be incurred during all the period as the office is required to support the employees.
46. Professional fees in connection with the restructuring of the HII Group are expected to be higher in the month June 2018 in light namely of the work required to proceed with the remaining distribution(s) and to complete the wind-down of the structure and exit the CCAA proceedings.
47. Office and administrative fees are expected to be at \$5K per month.

48. At the time of this Forty-Eighth Report, there is nothing that would lead the Monitor to believe that HII will need additional financing to meet its current obligations during the Twenty-Ninth Extension Period.

V. POSITION OF THE VARIOUS CASH RESERVES

49. The following table presents an overview of the current balances in the Cash Pool and the various Cash Reserve accounts held by the Monitor pursuant to the HII/Shareco Plan:

Cash Reserves Accounts (C\$000)	
Trust Account	January 15, 2018
Cash Pool and Asset Realization Cash Pool	2,821
Administrative Reserve	74
Litigation Reserve	513
Disputed Claims Reserves	620
Directors' Charge Reserve	2,037

Cash Reserves Accounts (€000)	
Trust Account	January 15, 2018
Administrative Reserve	108

Note 1: This table excludes any potential equity that could be generated by a European entity.

VI. CONCLUSIONS AND RECOMMENDATIONS

50. It is the Monitor's view that the HII Parties have acted in good faith and with due diligence in accordance with the CCAA and the Initial Order and the subsequent orders rendered by the Court.
51. It is the Monitor's opinion that, for the reasons further elaborated in this Forty-Eighth Report, the Twenty-Ninth Extension, up to June 30, 2018, should be granted to the HII Parties in order to allow the Monitor and the HII Parties to pursue their efforts towards completing the remaining steps provided by the Plans, proceed with the final distribution and exit the CCAA proceedings.
52. The Monitor respectfully submits this Forty-Eighth Report to the Court.

DATED AT MONTREAL, this 26th day of January 2018.



Pierre Laporte, CPA, CA, CIRP, LIT
Senior Vice-President

DELOITTE RESTRUCTURING INC.
In its capacity as Court-Appointed Monitor

APPENDIX A

THE ENTITIES Mis-en-Cause

HOMCO REALTY FUND (61) LIMITED PARTNERSHIP

APPENDIX B

The following is the budget-to-actual cash flow analysis for 1810040 Alberta Ltd. (formerly Homburg Invest Inc. and Homburg Shareco Inc.) for the period noted:

1810040 Alberta Ltd.
Budget-to-Actual Cash Flow
Unaudited - Based on discussions with the company's Management
(C\$000)

	For the 4-month period from		
	September 16, 2017 to January 15, 2018		
	Actual	Budget	Variance
Cash inflows			
Other receipts	436.2	-	436.2
Total cash inflows	436.2	-	436.2
Cash outflows			
Payroll	105.8	90.0	(15.8)
Rent expense	8.0	10.0	2.0
Restructuring related professional fees	404.3	159.0	(245.3)
Directors & Officers Insurance	-	-	-
Office & administrative	25.2	22.5	(2.7)
Other expenditures / Refund to Administrative Reserve	-	-	-
Total cash outflows	543.3	281.5	(261.8)
Opening cash balance	407.3	407.3	-
Adjustment to opening balance	-	-	-
Variation in cash balance	(107.1)	(281.5)	174.4
Exchange rate (Gain / Loss)	10.5	-	10.5
Ending cash balance	310.7	125.8	184.9
Deficit funded by the Administrative Reserve	475.3	(125.8)	601.1
Surplus (funding) between HII and its non-Petitioners	10.3	-	10.3
Adjusted ending cash balance	796.3	-	796.3

1810040 Alberta Ltd. budget-to-actual commentaries

The Monitor's comments on HII's total cash inflow and outflow variances during the period noted are as follows:

Ending cash balance

- The adjustment to the ending cash balance of \$475.3K reflects the funding received from the Monitor's trust account. As outlined in paragraph 70 of the Thirty-Fifth Report, at PID all HII cash was transferred to trust accounts controlled by the Monitor and accordingly, HII now submits funding requests to the Monitor. These funding requests are reviewed by the Monitor and funds are then transferred to HII to allow for the payment of post-PID expenses.

Inflows

- Other receipts were \$436.2K compared to a budgeted amount of nil, resulting in a favorable variance of \$436.2K. The favorable variance is mainly due to the unbudgeted receipt of \$30.8K of tax refunds, unbudgeted receipt of \$12.9K of refunds related to Stichting Homburg invoices, and \$391.5K unbudgeted receipt from Homburg Holdings (US) Inc. in preparation of the liquidation of the company.

Outflows

- Payroll was \$105.8K compared to a budgeted amount of \$90.0K, resulting in an unfavorable variance of \$15.8K. This unfavorable variance is mainly due to a higher workload than originally anticipated.
- Restructuring related professional fees were \$404.3K compared to a budgeted amount of \$159.0K, resulting in an unfavorable variance of \$245.3K. This difference is mainly related to higher fees than expected during the period in relation to all the bankruptcy that need to be executed as per the implementation of the Plan as well as higher fees than expected from the Stichting during the period (timing difference).
- Office & Administrative expenses were \$25.2K compared to a budgeted amount of \$22.5K, resulting in an unfavorable variance of \$2.7K. This unfavorable variance is mainly due to timing.
- In accordance with the Court Order dated February 17, 2012 and February 7, 2014, the payment of fees, disbursements and expenses of the Trustees of the Stichting Homburg Bonds and Stichting Homburg Capital Securities A (collectively, "**Stichting**") and their legal and financial advisors incurred since December 3, 2011 are to be advanced by HII. The following table presents a summary of the actual fees advanced to Stichting since the Court Order was implemented, which will be offset against any dividend payable to Stichting from HII (see table on next page):

Stichting Homburg invoice list				
Invoice	Date Range	Amt. per Invoice	Amount in \$	
INVOICE nr 3.2012	Dec. 5, 2011 - Dec. 31, 2011	\$ 239,128	\$	239,128
INVOICE nr 4.2012	Jan 1, 2012 - Jan. 31, 2012	\$ 265,486	\$	265,486
INVOICE nr 5.2012	Feb 1, 2012 - Feb. 29, 2012	\$ 248,270	\$	248,270
INVOICE nr 6.2012 & 7.2012	Mar 1, 2012 - Mar 31, 2012	\$ 249,364	\$	249,364
INVOICE nr 8.2012 & 9.2012	Apr 1, 2012 - Apr 30, 2012	\$ 298,703	\$	314,448
INVOICE nr 10.2012 & 11.2012	May 1, 2012 - May 31, 2012	\$ 263,852	\$	275,239
INVOICE nr 12.2012 & 13.2012	June 1, 2012 - June 30, 2012	\$ 262,786	\$	263,186
INVOICE nr 15.2012 & 16.2012	July 1, 2012 - July 31, 2012	\$ 273,271	\$	273,276
INVOICE nr 17.2012	Aug 1, 2012 - Aug 31, 2012	\$ 226,459	\$	226,459
INVOICE nr 19.2012	Sept 1, 2012 - Sept 30, 2012	\$ 296,400	\$	296,400
INVOICE nr 21.2012	Oct 1, 2012 - Oct 31, 2012	\$ 567,214	\$	567,214
INVOICE nr 23.2012	Nov 1, 2012 - Nov 30, 2012	\$ 515,486	\$	515,486
INVOICE nr 25.2012	Dec 1, 2012 - Dec 31, 2012	\$ 357,005	\$	357,005
INVOICE nr 26.2013	Jan 1, 2013 - Jan 31, 2013	\$ 444,643	\$	444,643
INVOICE nr 28.2013	Feb 1, 2013 - Feb 28, 2013	\$ 702,612	\$	702,612
INVOICE nr 30.2013	Mar 1, 2013 - Mar 31, 2013	\$ 538,339	\$	538,339
INVOICE nr 32.2013	Apr 1, 2013 - Apr 30, 2013	\$ 604,713	\$	604,713
INVOICE nr 34.2013	May 1, 2013 - May 31, 2013	\$ 593,466	\$	593,466
INVOICE nr 36.2013	June 1, 2013 - June 30, 2013	\$ 249,762	\$	249,762
INVOICE nr 38.2013	July 1, 2013 - July 31, 2013	\$ 185,942	\$	185,942
INVOICE nr 40.2013	Aug 1, 2013 - Aug 31, 2013	\$ 271,064	\$	271,064
INVOICE nr 42.2013	Sept 1, 2013 - Sept 30, 2013	\$ 279,299	\$	279,299
INVOICE nr 44.2013	Oct 1, 2013 - Oct 31, 2013	\$ 219,944	\$	219,944
INVOICE nr 46.2013	Nov 1, 2013 - Nov 30, 2013	\$ 181,046	\$	181,046
INVOICE nr 48.2013	July 11, 2013 - Oct 31, 2013	\$ 79,326	\$	79,326
INVOICE nr 49.2013	Dec 1, 2013 - Dec 31, 2013	\$ 160,456	\$	160,456
INVOICE nr 51.2014	Jan 1, 2014 - Jan 31, 2014	\$ 199,448	\$	199,448
INVOICE nr 53.2014	Feb 1, 2014 - Feb 28, 2014	\$ 220,613	\$	220,613
INVOICE nr 55.2014	Mar 1, 2014 - Mar 14, 2014	\$ 87,323	\$	87,323
INVOICE nr 57.2014	Mar 15, 2014 - Mar 31, 2014	\$ 112,092	\$	112,092
INVOICE nr 59.2014	April 1, 2014 - April 30, 2014	\$ 164,803	\$	164,803
INVOICE nr 61.2014	May 1, 2014 - May 31, 2014	\$ 104,369	\$	104,369
INVOICE nr 62.2014	June 1, 2014 - June 30, 2014	\$ 240,526	\$	240,526
INVOICE nr 63.2014	July 1, 2014 - July 31, 2014	\$ 191,507	\$	191,507
INVOICE nr 64.2014	Aug 1, 2014 - Aug 31, 2014	\$ 60,684	\$	60,684
INVOICE nr 65.2014	Sept 1, 2014 - Sept 30, 2014	\$ 93,436	\$	93,436
INVOICE nr 66.2014	Oct 1, 2014 - Oct 31, 2014	\$ 54,263	\$	54,263
INVOICE nr 67.2014	Nov 1, 2014 - Nov 30, 2014	\$ 117,530	\$	117,530
INVOICE nr 68.2014	Dec 1, 2014 - Dec 31, 2014	\$ 91,491	\$	91,491
INVOICE nr 69.2015	Jan. 1, 2015 - Jan. 31, 2015	\$ 95,993	\$	95,993
INVOICE nr 70.2015	Feb. 1, 2015 - Feb. 28, 2015	\$ 46,427	\$	46,427
INVOICE nr 71.2015	Mar 1, 2015 - Mar 31, 2015	\$ 40,810	\$	40,810
INVOICE nr 72.2015	April 1, 2015 - April 30, 2015	\$ 97,138	\$	97,138
INVOICE nr 73.2015	May 1, 2015 - May 31, 2015	\$ 83,154	\$	83,154
INVOICE nr 74.2015	June 1, 2015 - June 30, 2015	\$ 107,050	\$	107,050
INVOICE nr 75.2015	July 1, 2015 - July 31, 2015	\$ 38,653	\$	38,653
INVOICE nr 76.2015	August 1, 2015 - August 31, 2015	\$ 30,349	\$	30,349
INVOICE nr 77.2015	September 1, 2015 - September 30, 2015	\$ 26,787	\$	26,787
INVOICE nr 78.2015	October 1, 2015 - October 31, 2015	\$ 23,735	\$	23,735
INVOICE nr 79.2015	November 1, 2015 - November 30, 2015	\$ 44,787	\$	44,787
INVOICE nr 80.2015	December 1, 2015 - December 31, 2015	\$ 59,084	\$	59,084
INVOICE nr 81.2016	Januray 1, 2016 - January 31, 2016	\$ 23,401	\$	23,401
INVOICE nr 82.2016	February 1, 2016 - February 29, 2016	\$ 39,195	\$	39,195
INVOICE nr 83.2016	March 1, 2016 - March 30, 2016	\$ 65,717	\$	65,717
INVOICE nr 84.2016	April 1, 2016 - April 30, 2016	\$ 42,348	\$	42,348
INVOICE nr 85.2016	May 1, 2016 - May 31, 2016	\$ 26,009	\$	26,009
INVOICE nr 86.2016	June 1, 2016 - June 30, 2016	\$ 45,248	\$	45,248
INVOICE nr 87.2016	July 1, 2016 - July 31, 2016	\$ 18,366	\$	18,366
INVOICE nr 88.2016	August 1, 2016 - August 31, 2016	\$ 14,980	\$	14,980
INVOICE nr 89.2016	September 1, 2016 - September 30, 2016	\$ 16,907	\$	16,907
INVOICE nr 90.2016	October 1, 2016 - October 31, 2016	\$ 16,564	\$	16,564
INVOICE nr 91.2016	November 1, 2016 - November 30, 2016	\$ 16,929	\$	16,929
INVOICE nr 92.2016	December 1, 2016 - December 31, 2016	\$ 23,286	\$	23,286
INVOICE nr 93.2017	January 1, 2017 - January 31, 2017	\$ 18,229	\$	18,229
INVOICE nr 94.2017	February 1, 2017 - February 28, 2017	\$ 20,141	\$	20,141
INVOICE nr 95.2017	March 1, 2017 - March 31, 2017	\$ 25,937	\$	25,937
INVOICE nr 96.2017	April 1, 2017 - April 30, 2017	\$ 17,225	\$	17,225
INVOICE nr 97.2017	May 1, 2017 - May 31, 2017	\$ 25,251	\$	25,251
INVOICE nr 98.2017	June 1, 2017 - June 30, 2017	\$ 23,271	\$	23,271
INVOICE nr 99.2017	July 1, 2017 - July 31, 2017	\$ 31,729	\$	31,729
INVOICE nr. 100.2017	August 1, 2017 - August 31, 2017	\$ 34,919	\$	34,919
INVOICE nr. 101.2017	September 1, 2017 - September 30, 2017	\$ 20,654	\$	20,654
INVOICE nr. 102.2017	October 1, 2017 - October 31, 2017	\$ 17,824	\$	17,824
INVOICE nr. 103.2017	November 1, 2017 - November 30, 2017	\$ 21,435	\$	21,435
INVOICE nr. 104.2018	December 1, 2017 - December 31, 2017	\$ 11,401	\$	11,401
CREDIT NOTE C24.2016	invoices 83, 84, 85, 86, 87	\$ (4,644)	\$	(6,579)
CREDIT NOTE C26.2017	Invoices 92,93,94	\$ (7,419)	\$	(10,135)
CREDIT NOTE C27.2017	Invoices 89,90,91,92	\$ (819)	\$	(1,203.31)
CREDIT NOTE C28.2017	Invoices 95,96,97	\$ (7,930)	\$	(11,804.60)
CREDIT NOTE C29.2017	Invoices 98,99,100	\$ (8,488)	\$	(12,647.97)
VAT Refund ¹	Invoices 3, 4 & 5	€ (70,352)	\$	(86,667)
VAT Refund ¹	Invoices 6, 8 & 10	€ (59,975)	\$	(74,993)
VAT Refund ²	Invoices 7, 9 & 11	€ (13,800)	\$	(17,256)
VAT Refund ¹	Invoices 12, 15 & 17	€ (54,455)	\$	(70,536)
VAT Refund ²	Invoices 13 & 16	€ (3)	\$	(4)
VAT Refund ²	Invoices 19 & 21	€ (73,072)	\$	(98,969)
VAT Refund ³	Invoices 23 & 25	€ (40,046)	\$	(54,238)
VAT Refund ⁴	Invoices 21, 23, 25, 26 & 28	€ (120,803)	\$	(161,115)
VAT Refund ⁵	Invoices 30, 32, 34 & 36	€ (127,837)	\$	(176,338)
VAT Refund ⁵	Invoices 36, 38 & 40	€ (58,686)	\$	(82,583)
VAT Refund ⁷	Invoice 23	€ (6,175)	\$	(9,187)
VAT Refund ⁸	Invoices 42, 44, 46 & 48	€ (57,272)	\$	(85,971)
VAT Refund ⁹	Invoices 49, 51, 53 & 55	€ (54,611)	\$	(82,665)
VAT Refund ¹⁰	Invoices 57, 59 & 61	€ (32,861)	\$	(48,178)
VAT Refund ¹¹	Invoices 62, 63 & 64	€ (29,097)	\$	(41,105)
VAT Refund ¹²	Invoices 65, 66 & 67	€ (19,953)	\$	(28,138)
VAT Refund ¹³	Invoices 68, 69 & 70	€ (21,799)	\$	(29,494)
VAT Refund ¹⁴	Invoices 71, 72 & 73	€ (18,216)	\$	(25,652)
VAT Refund ¹⁵	Invoices 74, 75 & 76	€ (13,474)	\$	(19,264)
VAT Refund ¹⁶	Invoices 77, 78, 79 & 80	€ (10,627)	\$	(16,658)
VAT Refund ¹⁷	Invoices 80, 81, 82	€ (10,558)	\$	(15,409)
VAT Refund ¹⁸	Invoices 83, 84, 85	€ (15,461)	\$	(22,551)
VAT Refund ¹⁹	Invoices 86, 87, 88	€ (7,439)	\$	(10,827)
VAT Refund ²⁰	Invoices, 89, 90, 91, 92	€ (7,605)	\$	(10,611)
VAT Refund ²¹	Re: Foreign currency effects	€ (100,000)	\$	(146,080)
Total (Converted on date paid)			\$	10,193,732

HMCI

The following is the budget-to-actual cash flow analysis for HMCI for the period noted:

HMCI
Budget-to-Actual Cash Flow
Unaudited - Based on discussions with the company's Management
(C\$000)

	For the 4-month period from		
	September 16, 2017 to January 15, 2018		
	Actual	Budget	Variance
Cash inflows			
Other receipts	-	-	-
Total cash inflows	<u>-</u>	<u>-</u>	<u>-</u>
Cash outflows			
Other expenditures	-	-	-
Total cash outflows	<u>-</u>	<u>-</u>	<u>-</u>
Opening cash balance	41.2	41.2	-
Variation in cash balance	-	-	-
Exchange rate (Gain / Loss)	-	-	-
Ending cash balance	<u>41.2</u>	<u>41.2</u>	<u>-</u>

HMCI budget-to-actual commentaries

The Monitor's comments on HMCI's total cash inflow and outflow variances during the period noted are as follows:

Inflows-Outflows

- No significant transactions occurred during the period in HMCI, as expected

APPENDIX C
1810040 Alberta Ltd. - Extended 5-month cash flow forecast (\$C)

Updated as of January 15, 2018

1810040 Alberta Ltd. (formerly Homburg Invest Inc. and Shareco)
 Extended cash flow statement from January 16, 2018 to June 30, 2018

Beginning period: Ending period:	47th Report		48th Report					TOTAL 5-Month Period
	January 16 to 31	TOTAL	For the month of February	For the month of March	For the month of April	For the month of May	For the month of June	
	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast
Cash inflows								
GST/HST/VAT received	-	-	-	-	-	-	-	-
Other receipts	-	-	-	-	-	-	-	-
Total cash inflows	-	-	-	-	-	-	-	-
Cash outflows								
Payroll	10,000	10,000	20,000	20,000	20,000	20,000	20,000	100,000
Rent expense	2,000	2,000	2,000	2,000	2,000	2,000	2,000	10,000
Restructuring related professional fees	7,000	7,000	14,000	14,000	14,000	14,000	110,000	166,000
Directors & Officers Insurance	-	-	-	-	-	-	-	-
Office & administrative	2,500	2,500	5,000	5,000	5,000	5,000	5,000	25,000
Other expenditures	-	-	-	-	-	-	-	-
Total cash outflows	21,500	21,500	41,000	41,000	41,000	41,000	137,000	301,000
Opening balance	796,300	796,300	774,800	733,800	692,800	651,800	610,800	774,800
Payments in transit	-	-	-	-	-	-	-	-
Variation in cash balance (Petitioners)	(21,500)	(21,500)	(41,000)	(41,000)	(41,000)	(41,000)	(137,000)	(301,000)
Variation in cash balance (Non-Petitioners)	-	-	-	-	-	-	-	-
Exchange rate	-	-	-	-	-	-	-	-
Adjusted ending cash balance	774,800	774,800	733,800	692,800	651,800	610,800	473,800	473,800

Notes:

- 1) The opening cash balance reflects the allocated cash balance as at January 15, 2018.
- 2) Payroll is expected to be stable during the period to reflect the expected workload.
- 3) Rent expense is expected to be incurred during all the period as the office is required to support the employees.
- 4) Budgeted amounts for professional fees during the Twenty-ninth Extension Period reflects the lower level of work expected during the first 4 months and the expected workload increase in June 2018 in light namely of the work required to proceed with the remaining distribution(s) and to complete the wind-down of the structure and exit the CCAA proceedings.
- 5) Office and administrative fees are expected to be at \$5K per month.

NOTES AND REPRESENTATIONS TO THE CASH FLOW STATEMENT

NOTE A – PURPOSE AND WARNINGS

The cash flow projections have been prepared solely for the purpose of the CCAA proceedings. Consequently, readers are cautioned that they may not be appropriate for other purposes.

Since the cash flow projections are based on assumptions regarding future events, actual results will vary from the information presented, and the variations may be material.

NOTE B – DEFINITIONS

CASH FLOW STATEMENT

A statement indicating, on a monthly basis, the projected cash flow of 1810040 Alberta Ltd., based on probable and hypothetical assumptions that reflect 1810040 Alberta Ltd.'s planned course of action for the period covered.

HYPOTHETICAL ASSUMPTIONS

Meaning assumptions with respect to a set of economic conditions or courses of action which are not necessarily the most probable in 1810040 Alberta Ltd.'s judgment, but are consistent with the purpose of the Cash Flow Statement.

PROBABLE ASSUMPTIONS

Meaning assumptions that:

- (i) 1810040 Alberta Ltd.'s cash flow reflects the most probable set of economic conditions and planned courses of action, **Suitably Supported**, that are consistent with the plans of 1810040 Alberta Ltd.; and
- (ii) Provide a reasonable basis for the Cash Flow Statement.

SUITABLY SUPPORTED

Meaning that the assumptions are based on either one or more of the following factors:

- (i) The past performance of 1810040 Alberta Ltd.;
- (ii) The performance of other industry/market participants engaged in similar activities as 1810040 Alberta Ltd.;
- (iii) Feasibility studies;
- (iv) Marketing studies; or
- (v) Any other reliable source of information that provides objective corroboration of the reasonableness of the Assumptions.

The extent of detailed information supporting each assumption, and an assessment as to the reasonableness of each assumption, will vary according to circumstances and will be influenced by factors such as the significance of the assumption and the availability and quality of the supporting information.

ASSUMPTIONS

Assumptions	Source	Probable Assumption	Hypothetical Assumption
<u>Opening cash balance</u>	Based on allocated closing cash balances as at January 15, 2018	X	
<u>Exchange rates</u>	All cash flows are in Canadian dollars		X
<u>Forecast cash receipts</u>			
GST/HST/VAT received	No refunds are forecasted for the period	X	
Other receipts	No receipts are forecasted for the period	X	
<u>Forecast cash disbursements</u>			
Payroll	Based on updated salaries and payment of applicable severances	X	
Rent expense	Office space in Halifax	X	
Restructuring related professional fees	Represent fees of Deloitte, McCarthy Tétrault, Osler, Clifford Chance, Loyens & Loeff, Terrealis and others	X	
Director and Officers Insurance	No Directors and Officers insurance fees are forecasted for the period	X	
Office & administrative	Bank fees, travel, telephone, non-CCAA professional fees and other	X	

Assumptions	Source	Probable Assumption	Hypothetical Assumption
	miscellaneous costs		
Other expenditures	No disbursements are forecasted for the period	X	
<u>Ending cash balance</u>	Based on allocated cash transactions	X	

APPENDIX D

JLL Plan of Action detailing the sale process

Plan of action



Location: Platinawerf 22-28

Date: 18 January 2018

To: Hinvest REMS BV: Peter van Jaarsveld

From: JLL: Frans Landmeter + Koen der Kinderen

Dear Mr. Van Jaarsveld,

Referring to your request to restart the sales process for the property located at Platinawerf 22-28 in Beuningen we hereby send you an renewed plan of action.

Update

- In October 2015 JLL send you a sales advice for the property in Beuningen to Homco Realty Fund (123) LP
- In 2016 JLL started sales activities but interrupted the process because of:
 - o Inter-Che-M received a writ of execution from the municipality called (Omgevings Dienst Regio Nijmegen, a Provincial Authority) because the building did not meet the tightened safety requirements for their business activities. Inter-Che-M had to take action to receive/ keep the required permit;
- In addition JLL encountered issues that required
 - o Maintenance or repair of the building (for account of both tenant and owner);
 - o The solvency of the tenant Inter-Che-M;
 - o Lack of information (financials of Inter-Che-M), sublease agreements and technical information (daily maintenance) from Inter-Che-M.
- Recently (on December 6th 2017 Inter-Che-M received the final safety and environmental permits, but these were not in accordance with Inter-CheM's request, not in line with its business requirements and not in line with recommendations and reports obtained from international experts substantiating Inter-Che-M's application. As a result InterCheM and its lawfirm Stibbe, filed a formal appeal against the decision.
- A binding decision is expected in March/April, as the Government procedure foresees the appointment of a council of experts, presenting an arbitration proposal to the High Court within 3 months.
- In the meantime the Owner investigated the reported leakages and structural construction errors and reached agreement with lessee regarding the maintenance/correction. Lessor will solve the overdue maintenance in consultation with lessee on a short term, prior to the anticipated sale and transfer of the property.
- Inter-Che-M will hand over information on the financial position, technical information e.g. status and sublease agreement(s).

Based on the abovementioned information, it is appropriate to restart and expand the sales process, while the permit process runs its final leg, within a final and well defined timeframe and procedure.

Plan of action
Date: 18 January 2018

The proposed time line is currently expected to be as follows:

Time line	Start	End
Preparation/update candidate list, teaser, investment memorandum	15 January 2018	31 January 2018
Update data room	15 January 2018	1 April 2018
Start marketing process (longlist)	15 February 2018	
Selection / Short list – (2 nd round)	15 March 2018	22 March 2018
LOI	22 March 2018	1 April 2018
Permit procedure final outcome		31 March 2018
Start Due Diligence / SPA	1 April 2018	15 May 2018
SPA		22 May 2018
Closing	between 31 May 2018	30 June 2018

Based on the interest expressed during the initial phase, the NDA's distributed and returned, we expect to be able to organize and complete a transparent sales process. In addition, new/additional candidates were identified by yourself, Propertize and JLL.

We kindly request for your approval on the abovementioned plan of action and time line and seek your support in the delicate management of the tenant as his "attitude" towards a transfer to a new owner will be fundamental in the realization of the embedded value in the remaining 12 year lease agreement.

Yours sincerely,



Koen der Kinderen
Consultant MidCap Investments Team



Frans Landmeter
National Director