

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

**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C.
1985, c. C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF EASTERN MEAT SOLUTIONS INC., SIERRA
CUSTOM FOODS INC., SIERRA SUPPLY CHAIN SERVICES INC.,
SIERRA REALTY CORPORATION, RVB HOLDINGS INC., VANDEN
BROEK HOLDINGS (2008) INC., SIERRA REALTY CALGARY
CORPORATION AND EASTERN MEAT SOLUTIONS (USA) CORP.**

(the “**Applicants**”)

THIRD REPORT OF THE MONITOR

DATED JANUARY 21, 2025

INTRODUCTION

1. On May 21, 2024, Eastern Meat Solutions Inc. (“**Eastern Meat**” or “**EMS**”), 2298442 Ontario Limited, formerly known as Sierra Custom Foods Inc. (“**Sierra Foods**”), Sierra Supply Chain Services Inc. (“**Sierra Services**”), Coldterra Realty Corporation, formerly known as Sierra Realty Corporation (“**Sierra Realty**”), RVB Holdings Inc., Vanden Broek Holdings (2008) Inc., Eastern Meat Solutions (USA) Corp., and Coldterra Realty Calgary Corporation, formerly known as Sierra Realty Calgary Corporation (“**Sierra Calgary**” and collectively, the “**Applicants**”) commenced these proceedings (the “**CCAA Proceedings**”) pursuant to the *Companies’ Creditors Arrangement Act*, R.S.C., 1985, c. C-36, as amended (the “**CCAA**”) before the Ontario Superior Court of Justice (Commercial List) (the “**Court**”).

2. The Applicants' main business activities previously included trading meat products and providing food processing and cold storage services for the food industry. Prior to the commencement of these CCAA Proceedings, the Applicants operated three distinct business lines: (i) the "**Trading Business**", which was conducted by EMS; (ii) the "**Processing Business**", which was conducted by Sierra Foods; and (iii) the "**Cold Storage Business**", which was conducted by Sierra Services. The Trading Business has largely been wound down, and the Processing Business was sold with a closing date of October 25, 2024.
3. To commence these proceedings, on May 21, 2024, the Applicants sought and obtained an initial order pursuant to the CCAA (the "**Initial Order**"). In addition to the Initial Order, the Applicants have obtained a number of other Orders, as set out in the table below:

Date of Order	Significant relief obtained ¹
May 21, 2024	<ul style="list-style-type: none"> • Initial Order granting the Applicants protection from creditors • Administration Charge • Directors' Charge • Intercompany Charge • Authorization to pay certain pre-filing amounts to critical suppliers • Restriction to exercise certain rights of set-off • Extension of stay period to May 31, 2024
May 31, 2024	<ul style="list-style-type: none"> • Amended and Restated Initial Order granting further relief • Approval of the sale and investment solicitation process (the "SISP") in respect of Sierra Foods' assets • Approval of a debtor-in-possession credit facility (the "DIP Loan") • Extension of stay period to September 30, 2024
September 25, 2024	<ul style="list-style-type: none"> • Approval of the Successful Bid and resulting asset purchase agreement (the "APA") • Approval of a sealing order in respect of certain sections of the APA

¹ Capitalized terms not defined in this table have the meaning ascribed to them in the applicable Order.

Date of Order	Significant relief obtained ¹
	<ul style="list-style-type: none"> • Approval of the Key Employee Retention Program (the “KERP”) • Amendment of the DIP Loan and extension of its maturity date to January 31, 2025 • Extension of stay period to January 31, 2025 • Declaration that the provisions of the <i>Wage Earner Protection Program Act</i> (“WEPPA”) apply to the Applicants
November 21, 2024	<ul style="list-style-type: none"> • Granted an interim interlocutory injunction prohibiting the Bank of Montreal (“BMO”) from paying out a draw on a letter of credit (“LC”) issued by BMO

4. The Applicants, in their motion materials dated January 17, 2025 (the “**Motion**”), seek certain relief, including:
- a. extending the stay period up to and including May 31, 2025 (the “**Stay Period**”);
 - b. approving the fees and disbursements of the Monitor and its legal counsel through January 3, 2025;
 - c. authorizing and approving the Second DIP Amendment;
 - d. ratifying the Applicants’ filing of the Articles of Amendment for Sierra Custom Foods Inc., Sierra Realty Corporation and Sierra Realty (Calgary) Corporation;
 - e. authorizing and directing the Applicants to file the Articles of Amendment in respect to Sierra Supply Chain Services Inc.;
 - f. authorizing and directing the Monitor to make the PMSI Distributions (as defined herein) to the holders of purchase money security interests (each, a “**PMSI**”) with respect to Sierra Foods; and
 - g. authorizing 2298442 Ontario Limited, formerly Sierra Custom Foods Inc., to make an assignment in bankruptcy.

5. The background related to the requested relief is included in the affidavit of Robert Vanden Broek sworn January 17, 2025 (the “**Fourth Vanden Broek Affidavit**”).

PURPOSE

6. The purpose of this third report of the Monitor (the “**Third Report**”) is to provide the Court with information on:
- a. the Monitor’s activities since the issuance of the Monitor’s second report dated September 23, 2024 (the “**Second Report**”);
 - b. the Applicants’ actual receipts and disbursements from September 9, 2024 through January 5, 2025 (the “**Reporting Period**”);
 - c. the Applicants’ revised cash flow forecast through June 1, 2025 (the “**Revised Forecast**” and the “**CF Period**”);
 - d. the closing of the sale of the assets of Sierra Foods and the status of the inventory reconciliation contemplated thereby;
 - e. the status of the injunction sought by the Applicants in respect of the LC;
 - f. the Applicants’ filing of the Articles of Amendment for Sierra Custom Foods Inc., Sierra Realty Corporation and Sierra Realty (Calgary) Corporation;
 - g. the Applicants’ intention to file the Articles of Amendment in respect to Sierra Supply Chain Services Inc.;
 - h. the Applicants’ request to permit 2298442 Ontario Limited to make an assignment in bankruptcy;
 - i. the Applicants’ request to authorize and direct the Monitor to make future

distributions in respect of certain PMSIs (the “**PMSI Distributions**”);

- j. the Applicants’ request for approval of the Second DIP Amendment;
- k. the Applicants’ request to approve the activities, fees and disbursements of the Monitor and its counsel, Dentons Canada LLP (“**Dentons**”) for the period from September 1, 2024 to January 3, 2025; and
- l. the Applicants’ request to extend the stay of proceedings to May 31, 2025.

TERMS OF REFERENCE

- 7. In preparing this Third Report and making the comments herein, the Monitor has been provided with, and has relied upon certain unaudited financial information, books, records and financial information prepared by the Applicants, discussions with and information from the Applicants’ management (“**Management**”) and other third-party sources (collectively, the “**Information**”). Except as described in this Third Report:
 - a. the Monitor has reviewed the Information for reasonableness, internal consistency and use in the context in which it was provided. However, the Monitor has not audited or otherwise attempted to verify the accuracy or completeness of such information in a manner that would wholly or partially comply with Generally Accepted Assurance Standards (“**GAAS**”) pursuant to the *CPA Canada Handbook* (the “**CPA Handbook**”) and, accordingly, the Monitor expresses no opinion or other form of assurance contemplated under GAAS in respect of the Information; and
 - b. some of the Information referred to in this Third Report consists of forecasts and projections. An examination or review of the financial forecast and projections, as

outlined in the CPA Handbook, has not been performed.

8. Future-oriented financial information referred to in this Third Report was prepared based on the Applicants' estimates and assumptions. Readers are cautioned that since projections are based upon assumptions about future events and conditions that are not ascertainable, the actual results will vary from the projections, even if the assumptions materialize, and the variations could be significant.
9. Unless otherwise indicated, the Monitor's understanding of the factual matters expressed in this Third Report concerning the Applicants and their businesses is based on the Information and not independent factual determinations made by the Monitor.
10. Unless otherwise noted, all dollar amounts in this Third Report are in Canadian funds.
11. Capitalized terms not defined herein have the meaning ascribed to them in the Fourth Vanden Broek Affidavit.

MONITOR'S ACTIVITIES SINCE THE SECOND REPORT

12. Since issuing its Second Report, the Monitor has undertaken the following activities:
 - a. monitored the Applicants' receipts and disbursements;
 - b. routinely engaged with the Applicants' management in respect of operating matters (e.g., supplier calls, resolving creditor and supplier disputes, purchasing decisions), including on-site visits at the Applicants' premises regarding the CCAA Proceedings;
 - c. provided support to the Applicants' in managing communications with stakeholders, including suppliers, creditors and employees;

- d. assisted the Applicants in preparing cash flow variance reporting and reporting the same to BMO as required by the Applicants' debtor-in-possession credit agreement (the "**DIP Credit Agreement**");
- e. updated the Monitor's case website where information relevant to the CCAA Proceedings can be found. The address of the website is: www.insolvencies.deloitte.ca/easternmeat (the "**Monitor's Website**");
- f. monitored an email inbox (easternmeatsolutions@deloitte.ca) and telephone hotline (416-601-6048) for interested parties to make inquiries to the Monitor;
- g. assisted the Applicants in developing the Revised Forecast. The Revised Forecast does not reflect the receipt of the proceeds of the sale of the Processing Business as such amount remains subject to a sealing order. The payment to BMO of approximately \$4.9 million, being a portion of the proceeds from this sale, is reflected in the reduced opening balance of the "BMO pre-filing credit facility" on the Revised Forecast;
- h. held discussions with the Applicants' former customers regarding amounts owing thereto;
- i. corresponded with the Applicants' trade credit insurer regarding the status of claim payments;
- j. at the direction of the Applicants and pursuant to an Order of the Court dated September 25, 2024, distributed a portion of the proceeds resulting from the closing of the Transaction to BMO, the Applicants' senior secured lender;
- k. reviewed and provided comments on materials related to the closing of the sale of the Processing Business;

- l. communicated with third parties involved in the sale of the Processing Business to facilitate closing and post-closing adjustments;
- m. reviewed court materials and supporting documentation related to the LC to prepare for and attend the hearing on November 19, 2024, wherein the Applicants sought and obtained injunctive relief related to the LC;
- n. participated in discussions with stakeholder legal counsel regarding material events in these CCAA Proceedings;
- o. reviewed the results of an opinion relating to certain PMSIs with respect to Sierra Foods;
- p. received updates from management and its counsel on the future of the Cold Storage Business; and
- q. prepared this Third Report.

THE APPLICANTS' ACTUAL RECEIPTS AND DISBURSEMENTS DURING THE REPORTING PERIOD

13. The following table summarizes the Applicants' receipts and disbursements for the Reporting Period, along with variances compared to the 17-week cash flow forecast through January 5, 2025 included in the Second Report (the "**Forecast**"):

Eastern Meats Solutions Inc. and certain of its affiliates
Statement of Receipts and Disbursements
For the Period September 9, 2024 to January 5, 2025
(in \$000s)

	Actual	Forecasted	Variance
RECEIPTS			
Customer receipts	18,546	15,283	3,262
HST refund	-	1,160	(1,160)
DIP Funding requirement	-	1,404	(1,404)
Total receipts	18,546	17,848	698
DISBURSEMENTS			
Direct costs	(8,834)	(10,444)	1,610
HST payment	(265)	(330)	65
Salaries and benefits	(2,894)	(2,806)	(88)
Rent and leases	(3,846)	(3,713)	(133)
Utilities	(856)	(1,075)	219
Selling, general, and administrative	(956)	(549)	(407)
Interest	(280)	(321)	41
Professional fees	(2,150)	(1,564)	(586)
Total disbursements	(20,082)	(20,803)	721
Net inflow/ (outflow)	(1,537)	(2,955)	1,418
Opening balance	3,278	3,278	-
Closing balance	1,741	323	1,418

14. The following paragraphs detail the Applicants' actual receipts and disbursements, along with the significant variances from the Forecast, for the Reporting Period:

- a. **Customer receipts:** The Applicants collected approximately \$18.5 million from customers during the Reporting Period. The positive variance of approximately \$3.3 million is structural in nature and primarily due to greater-than-expected sales and resulting collections;
- b. **HST refunds:** The negative variance of \$1.2 million related to forecast HST refunds is attributed to the timing of receipt of the projected HST refunds for May, June, July, August and September 2024. The Applicants are currently subject to an HST review and are responding to Canada Revenue Agency's ("CRA") HST audit requests. Of the three primary operating Applicants, CRA is still in the process of

completing its review of the Processing Business. The Applicants expect all reviews to be complete by March 2025. The Applicants advised the Monitor that CRA is also requiring the income tax returns for the relevant Applicant entities be filed prior to releasing any HST refunds, which may affect the timing for further HST refunds;

- c. **DIP funding requirement:** The Applicants realized a negative variance of \$1.4 million related to DIP funding. The entire variance is attributed to greater-than-expected customer receipts in the Reporting Period, which resulted in a reduced funding requirement;
- d. **Direct Costs:** The Applicants realized a positive variance of approximately \$1.6 million related to direct costs. The Forecast contemplated a later closing date for the sale of the Processing Business, and as such, the Applicants realized lower-than-expected meat purchases and freight costs in the Reporting Period;
- a. **Selling, general, and administrative expenses:** Compared to the Forecast, there was a negative variance of \$407,000 related to selling, general, and administrative expenses which is structural in nature and primarily due to IT services, insurance, and repairs and maintenance; and
- e. **Professional fees:** Compared to the Forecast, there was a negative variance of \$586,000 related to professional fees. The variance is primarily attributed to the timing of invoice receipts and payments compared to the Forecast, coupled with increased professional fees incurred to address unforeseen matters in the Applicants' restructuring.

THE APPLICANTS' REVISED FORECAST

15. The Applicants prepared the Revised Forecast, which is attached hereto as Appendix "A".
16. A summary of the Revised Forecast is set out below:

Eastern Meats Solutions Inc. and a certain of its affiliates 21-Week Cash Flow Forecast (in \$ 000s) For the Period January 6, 2025 to June 1, 2025	
	Forecast
Receipts	
Customer receipts	6,543
HST refunds	1,800
Other receipts	798
DIP draws	2,590
Total receipts	11,731
Disbursements	
Direct costs	(1,022)
HST payments	(391)
Salaries and benefits	(2,078)
Rent and leases	(4,950)
Utilities	(874)
Selling, general & administrative	(781)
Interest	(94)
Professional fees	(1,670)
Disbursement to the Purchaser	(800)
Total disbursements	(12,658)
Net inflow/ (outflow)	(927)
Opening balance	1,741
Ending cash balance	814

17. The Revised Forecast is prepared on a weekly basis during the CF Period and represents the Applicants' estimates of their projected receipts and disbursements during the Forecast Period. The Revised Forecast has been prepared using the probable and hypothetical assumptions set out in the notes attached to the Revised Forecast (the "**Assumptions**"). The Revised Forecast contemplates borrowings under the DIP of approximately \$2.6 million through the Forecast Period.
18. The Monitor has reviewed the Revised Forecast regarding the reasonableness of the Assumptions as required by section 23(1)(b) of the CCAA.

19. Pursuant to this standard, the Monitor's review of the Revised Forecast consisted of inquiries, analytical procedures, review of certain supporting data and consideration of the Information. Since the Assumptions need not be supported, the Monitor's procedures with respect to the material Assumptions were limited to evaluating whether they were consistent with the purpose of the Revised Forecast.
20. The Monitor has also:
- a. discussed the Assumptions with Management;
 - b. participated in conference calls with stakeholders in respect of cash flow matters;
and
 - c. if necessary, proposed amendments to the Revised Forecast and Assumptions where appropriate.
21. Based on the Monitor's review, nothing has come to its attention that causes it to believe, in all material respects, that:
- a. the material Assumptions are not consistent with the purpose of the Revised Forecast;
 - b. as of the date of this Third Report, the material Assumptions are not suitably supported and consistent with the plans of the Applicants or do not provide a reasonable basis for the Revised Forecast given the probable and hypothetical assumptions contained therein; or
 - c. the Revised Forecast does not reflect the Assumptions.
22. As set out in the Revised Forecast, the Applicants forecast a draw on the DIP Loan to fund operations, beginning in February 2025. A draw on the DIP Loan at that time may not be

required if certain customer receipts occur in January 2025 or there are other positive timing variances for other material forecast items. Should the Applicants draw the forecast amount of the DIP Loan, the Applicants' forecast that they will have approximately \$760,000 of undrawn liquidity under the DIP Loan at the end of the CF Period.

23. The Revised Forecast includes the following cash flows:

- a. receipts during the CF Period totalling approximately \$11.7 million. The primary business activity during the CF Period occurs in the Cold Storage Business and is made up of the following amounts:
 - i. customer receipts from the Cold Storage Business totalling \$6.5 million for the CF Period;
 - ii. forecast HST receipts of approximately \$1.8 million. As discussed, this represents several months' worth of HST filings as CRA finalizes its audit of the Applicants' returns. The normal course payment of the refunds contained in the returns has been disrupted given CRA's on-going review;
 - iii. other receipts of approximately \$798,000. This represents i) trade credit insurance claims that the Applicants are currently advancing and for which the Applicants expect to receive payment; and ii) an expected rebate payment from a customer; and
 - iv. DIP funding of approximately \$2.6 million.
- b. disbursements during the CF Period total approximately \$12.7 million. This is primarily made up of the following amounts:
 - i. direct costs of approximately \$1.0 million. This represents disbursements

- for freight, packaging, and logistics related to the Cold Storage Business;
- ii. salaries and benefits of approximately \$2.1 million. This represents ongoing bi-weekly payroll for the Trading Business and the Cold Storage Business;
 - iii. rent and leases of approximately \$5.0 million. The majority of this represents property and equipment lease payments for the Hamilton facility occupied by Sierra Services;
 - iv. utilities of approximately \$874,000. The majority of this represents electricity, water, and gas payments for Sierra Services' operations;
 - v. selling, general, and administrative expenses of approximately \$781,000. This represents i) insurance costs; ii) general office and computer costs; and iii) repair and maintenance costs;
 - vi. professional fees of approximately \$1.7 million; and
 - vii. disbursement to the Purchaser of Sierra Foods' assets in accordance with certain post-closing adjustments contained in the APA. This represents a disbursement based on the purchase price adjustment terms related to the Transaction (defined below).
 - viii. The Monitor notes that the collection of HST receipts is a material risk associated with the Revised Forecast. Potential delays in CRA's audit of the Applicants' returns present a significant timing and collection risk.

CLOSING OF THE TRANSACTION AND THE INVENTORY RECONCILIATION

24. On September 25, 2024, the Court granted an order (the “**Approval and Vesting Order**”)

approving the sale transaction (the “**Transaction**”) contemplated by the asset purchase agreement, as amended, between Sierra Foods and 1001000161 Ontario Limited (the “**Purchaser**”) dated September 19, 2024 (the “**APA**”) and vesting in the Purchaser all of the right, title, and interest of Sierra Foods in and to the Purchased Assets (as defined in the APA). The Transaction closed on October 25, 2024 (the “**Closing Date**”) and the Monitor issued a certificate reflecting same on that date.

25. Subsequent to the closing of the Transaction, the Monitor, at the direction of the Applicants, distributed a material portion of the sale proceeds to pay down outstanding secured obligations due to BMO on November 8, 2024.
26. The APA included a purchase price adjustment stipulating that if the inventory amount as of the Closing Date (the “**Estimated Closing Inventory Amount**”) is less than the agreed-upon target inventory amount, the purchase price shall be decreased by the difference.
27. In accordance with the APA, the Purchaser delivered its Estimated Closing Inventory Amount to the Applicants within 60 days of the Closing Date.
28. Subsequently, and pursuant to the APA, the Applicants issued an Objection Notice disputing certain valuations and quantities included in the Estimated Closing Inventory Amount made by the Purchaser. The Applicants and the Purchaser, with the assistance of the Monitor, are in discussions to resolve the inventory adjustment figure.

LETTER OF CREDIT

29. On March 10, 2023, Sierra Calgary entered an agreement relating to an unconstructed facility in Calgary, Alberta (the “**Calgary Facility**”) with Sierra Winds Business Park Inc. (the “**SWBP**”). In anticipation of fulfilling certain future obligations under the pre-lease agreement (the “**Calgary Pre-Lease Contract**”), Sierra Calgary applied for and obtained

a letter of credit issued by BMO on November 23, 2023 (defined herein as the “**LC**”).

30. As set out in the Fourth Vanden Broek Affidavit, the LC was never delivered to SWBP and the original LC has, at all times, remained in the possession of the Applicants or their counsel. In the fall of 2024, Woolsey Equities Inc. (“**Woolsey**”), a continuation of SWBP, submitted multiple draw requests on the LC to BMO each request in the amount of \$1.495 million. Among other reasons, as the LC was not delivered to Woolsey, the Applicants are of the view that any draw on the LC could not be honored. Further, the Applicants are of the view that no amount is payable to Woolsey pursuant to the Calgary Pre-Lease Contract. Subsequently, and notwithstanding this view, the Applicants were advised that BMO intended to honour the demand for payment that Woolsey submitted.
31. As a result, on November 21, 2024, Sierra Calgary sought and was granted an interim interlocutory injunction. The Court enjoined BMO from making any payment to Woolsey under the LC and directed the production of all communications between BMO and the SWBP relating to the LC.
32. On January 10, 2025, the Applicants received certain documents pursuant to the LC Order, which the Applicants are in the process of reviewing. The Applicants intend to return to Court once such materials have been reviewed.

ARTICLES OF AMENDMENT AND ASSIGNMENT INTO BANKRUPTCY

Corporate name changes

33. As set out in the Fourth Vanden Broek Affidavit and pursuant to the APA, Sierra Foods agreed that within 120 days of closing the Transaction, Sierra Foods, Sierra Services, Sierra Realty, and Sierra Calgary (collectively, the “**Sierra Entities**”) would change their legal names to avoid confusion with the entity to be operated by the Purchaser post-closing.

34. The Applicants' corporate counsel completed the filing of Articles of Amendment for Sierra Foods, Sierra Realty, and Sierra Calgary and will seek to file Articles of Amendment for Sierra Services. In summary:
- a. Sierra Foods' name was changed to 2298442 Ontario Limited on November 21, 2024;
 - b. Sierra Realty's name was changed to Coldterra Realty Corporation on November 24, 2024;
 - c. Sierra Calgary's name was changed to Coldterra Realty Calgary Corporation on November 18, 2024; and
 - d. Sierra Services' name is to be changed to Coldterra Supply Chain Ltd.
35. Accordingly, the Applicants now seek the Court's approval of these name changes already made and those changes still pending.
36. The Sierra Entities are also requesting to amend the style of cause in these CCAA Proceedings to reflect the updated names in accordance with the changes required by the APA.
37. The Applicants' requests to amend the style of cause and ratification of these name changes comply with the APA and Approval and Vesting Order and will prevent confusion with the post-closing entity operated by the Purchaser. As such, the Monitor supports the relief sought by the Applicants.

PMSI Distributions

38. Following the closing of the Transaction, certain proceeds were set aside and heldback to address the potential priority claims of creditors who may claim PMSIs.
39. The Monitor's counsel has reviewed the lease arrangements between various equipment

lessors and Sierra Foods and corresponding security registrations, and determined that the parties listed in Appendix “B” hold valid and enforceable PMSIs with respect to Sierra Foods.

40. As such, the Monitor supports the PMSI Distribution to those secured creditors listed in Appendix “B”, as set out in the Order sought by the Applicants.
41. As part of the PMSI review, the Monitor’s counsel identified a number of potential claimants with a deficient PMSI claim (i.e., deficient lease documentation or registrations, or missing necessary agreements) (the “**Deficient PMSI Claim Holders**”).
42. As a result, the Monitor’s counsel has delivered correspondence to each of the Deficient PMSI Claim Holders requesting that the claimant provide the Monitor the necessary documentation to satisfy a valid, enforceable and priority PMSI claim, on or before February 19, 2025 (the “**Deadline**”).
43. In the event a Deficient PMSI Claim Holder provides the Monitor with the necessary documentation to rectify the PMSI Claim, the Monitor will make a distribution on account of any valid and enforceable PMSI claim. If the Monitor does not receive the necessary information on or before the Deadline, the Monitor will consider that Deficient PMSI Claim Holder’s claim as deficient and subordinate to the BMO secured claim.

Assignment into bankruptcy

44. All proceeds from the Transaction of Sierra Foods have been or will be applied towards the repayment of BMO’s secured debt and certain PMSI interests. Accordingly, Sierra Foods no longer holds any material assets available for realization for the benefit of its creditors.
45. As set out in the Fourth Vanden Broek Affidavit, Sierra Foods seeks to make an assignment

in bankruptcy under the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended.

46. The Monitor is of the view that the assignment in bankruptcy in respect of Sierra Foods will permit an efficient resolution of Sierra Foods' affairs and provide a forum for its creditors to file their claims.

SECOND DIP AGREEMENT

47. As set out in the Motion and the Fourth Vanden Broek Affidavit, the Applicants are seeking to extend the maturity of the DIP Loan from January 31, 2025 to May 31, 2025. A copy of the amending agreement entered into among the Applicants and the DIP Lender dated January 16, 2025 (the "**Second DIP Amending Agreement**") is attached hereto as Appendix "C". The only material change in the Second DIP Amendment is to extend the maturity date until May 31, 2025.
48. The on-going availability of the DIP Loan is consistent with the forecast liquidity needs of the Applicants and will allow the Applicants to consider the restructuring options for the Cold Storage Business. The Monitor supports the approval of the Second DIP Amending Agreement.

APPROVAL OF THE MONITOR AND ITS COUNSEL'S FEES

49. The Applicants are currently seeking the approval of the fees and disbursements for the Monitor and its counsel from September 1, 2024, to January 3, 2025 (the "**Fee Period**") as set out in the affidavits of Jordan Sleeth of Deloitte Restructuring Inc. and Robert Kennedy of Dentons (collectively, the "**Fee Affidavits**"). The Monitor supports this request.
50. The Monitor and Dentons have each maintained detailed records of their professional time and costs during the Fee Period. The Monitor's professional time and disbursements are

detailed in the affidavit of Jorden Sleeth sworn January 21, 2025 (the “**Sleeth Fee Affidavit**”). Dentons’ professional fees and disbursements are detailed in the affidavit of Robert Kennedy (the “**Kennedy Fee Affidavit**”) sworn January 21, 2025. Copies of the Fee Affidavits are attached as Appendices “**D**” and “**E**”, respectively.

51. The Monitor’s accounts during the Fee Period total \$430,503 in fees, plus \$16,012 in disbursements, administration expenses of \$12,915 and HST of \$59,726 for a total amount of \$519,156. The details of the time spent, including a summary of the personnel, hours and hourly rates of the services provided by the Monitor, are more particularly described in the Sleeth Fee Affidavit.
52. Dentons’ accounts during the Fee Period total \$369,801.50 in fees, plus \$1,537.93 in disbursements, plus HST of \$48,248.01 for a total amount of \$419,587.44. The details of the time spent including a summary of the personnel, hours and hourly rates of the services provided by Dentons are more particularly described in the Kennedy Fee Affidavit.
53. The Monitor has reviewed the accounts of its counsel and confirms it authorized the work performed. The Monitor believes that the accounts of the Monitor and Dentons are reasonable in the circumstances and respectfully requests that the Court approve the Monitor’s and its counsel’s fees and disbursements as set out in the Fee Affidavits.

EXTENSION OF THE STAY PERIOD

54. The current Stay Period expires on January 31, 2025 and the Applicants are currently seeking an extension of the Stay Period to May 31, 2025 (the “**Extended Stay Period**”). The Monitor is supportive of the Court extending the Stay Period to May 31, 2025 as it will allow the Applicants the necessary time to consider restructuring options for the Cold

Storage Business and the manner in which the claims of creditors may be addressed.

55. The Revised Forecast projects that the Applicants will, with the availability of the DIP, have sufficient liquidity through the Extended Stay Period should their requested relief be approved by the Court.
56. The Monitor is of the view that the Applicants have acted and continue to act in good faith and with due diligence and an extension of the Stay Period is appropriate in the circumstances.

RECOMMENDATIONS

57. In summary, the Monitor comments as follows with respect to the relief that is being sought by the Applicants:
 - a. the approval of the name changes and the concurrent change to the style of cause are necessary to be compliant with the APA;
 - b. the assignment in bankruptcy in respect of Sierra Foods will permit for an efficient resolution of Sierra Foods' affairs;
 - c. the approval of the Second DIP Amending Agreement is necessary to support the continued operations of the Applicants during these CCAA Proceedings;
 - d. the PMSI Distributions are appropriate to facilitate payments to certain parties holding PMSIs with respect to Sierra Foods;
 - e. the extension to the Stay Period will allow the Applicants to consider restructuring options for the Cold Storage Business and undertake the other activities above; and
 - f. the Applicants have acted, and are acting, in good faith and with due diligence in attempting to implement a restructuring of their business and affairs.

58. For these reasons, the Monitor recommends that the Court approve the relief sought by the Applicants in their Motion.

All of which is respectfully submitted this 21st day of January, 2025.

DELOITTE RESTRUCTURING INC.

Solely in its capacity as Court-appointed Monitor of
Eastern Meat Solutions Inc. et al,
and not in its personal or corporate capacity

Per:



Jorden Sleeth, CPA, CA, CIRP, LIT
Senior Vice-President



Todd Ambachtsheer, CPA, CA, CIRP, LIT
Senior Vice-President

Appendix “A”

Cash Flow Forecast

Eastern Meats Solutions Inc. and certain of its affiliates

21-Week Cash Flow Forecast (in \$ 000s)

For the Period January 6, 2025 to June 1, 2025

Forecast

6-Jan-25

12-Jan-25

Forecast

13-Jan-25

19-Jan-25

Forecast

20-Jan-25

26-Jan-25

Forecast

27-Jan-25

2-Feb-25

Forecast

3-Feb-25

9-Feb-25

RECEIPTS

Customer receipts	237,223	344,547	335,823	270,400	237,223
HST refund	-	-	-	-	-
Other receipts	176,000	-	-	310,827	-
DIP draws	-	-	-	-	611,609
Total receipts	413,223	344,547	335,823	581,227	848,832

DISBURSEMENTS

Direct costs	(81,172)	(163,197)	(48,266)	(15,459)	(81,172)
HST payment	-	-	-	(78,111)	-
Salaries and benefits	(188,885)	-	(188,885)	-	(188,885)
Rent and leases	(4,916)	(55,953)	(15,392)	(83,827)	(878,553)
Utilities	(145,627)	-	-	-	(145,627)
Selling, general & administrative	(30,891)	(119,434)	(40,821)	(28,206)	(30,891)
Interest	-	-	-	-	(25,583)
Professional fees	-	-	(325,000)	-	-
Disbursement to Amir (Inventory)	-	-	-	(800,000)	-
Total disbursements	(451,491)	(338,585)	(618,364)	(1,005,603)	(1,350,712)
Net inflow/ (outflow)	(38,268)	5,962	(282,541)	(424,376)	(501,880)
Opening balance	1,741,103	1,702,835	1,708,797	1,426,256	1,001,880
Closing balance	1,702,835	1,708,797	1,426,256	1,001,880	500,000

Forecast 10-Feb-25 16-Feb-25	Forecast 17-Feb-25 23-Feb-25	Forecast 24-Feb-25 2-Mar-25	Forecast 3-Mar-25 9-Mar-25	Forecast 10-Mar-25 16-Mar-25	Forecast 17-Mar-25 23-Mar-25	Forecast 24-Mar-25 30-Mar-25	Forecast 31-Mar-25 6-Apr-25	Forecast 7-Apr-25 13-Apr-25	Forecast 14-Apr-25 20-Apr-25
344,547	335,823	270,400	237,223	344,547	335,823	270,400	237,223	397,554	387,488
-	-	-	-	-	-	-	-	1,200,000	-
-	-	77,827	-	-	-	-	77,827	-	-
-	74,397	-	960,955	-	-	-	943,146	-	-
344,547	410,220	348,227	1,198,178	344,547	335,823	270,400	1,258,196	1,597,554	387,488
(13,197)	(48,266)	(15,459)	(81,172)	(13,197)	(48,266)	(15,459)	(81,172)	(13,197)	(48,266)
-	-	-	(78,111)	-	-	-	(78,111)	-	-
(188,885)	-	-	(188,885)	-	(188,885)	-	(188,885)	-	(188,885)
-	(15,392)	(77,827)	(884,553)	-	(15,392)	-	(962,380)	-	(15,392)
-	-	-	(145,627)	-	-	-	(145,627)	-	-
(40,821)	(28,206)	(30,891)	(40,821)	(28,206)	(30,891)	(30,891)	(40,821)	(28,206)	(30,891)
-	-	(3,058)	-	-	-	-	(15,782)	-	-
-	(420,000)	-	-	-	(325,000)	-	-	-	(300,000)
-	-	-	-	-	-	-	-	-	-
(242,903)	(511,864)	(127,236)	(1,419,169)	(41,403)	(608,434)	(46,351)	(1,512,778)	(41,403)	(583,434)
101,644	(101,644)	220,991	(220,991)	303,144	(272,611)	224,049	(254,582)	1,556,151	(195,946)
500,000	601,644	500,000	720,991	500,000	803,144	530,533	754,582	500,000	2,056,151
601,644	500,000	720,991	500,000	803,144	530,533	754,582	500,000	2,056,151	1,860,205

Forecast 21-Apr-25 27-Apr-25	Forecast 28-Apr-25 4-May-25	Forecast 5-May-25 11-May-25	Forecast 12-May-25 18-May-25	Forecast 19-May-25 25-May-25	Forecast 26-May-25 1-Jun-25	Total	Notes
312,000	273,719	397,554	387,488	312,000	273,719	6,542,727	1
-	400,000	-	-	-	200,000	1,800,000	2
-	77,827	-	-	-	77,827	798,133	3
-	-	-	-	-	-	2,590,106	4
312,000	751,546	397,554	387,488	312,000	551,546	11,730,966	
(15,459)	(81,172)	(13,197)	(48,266)	(15,459)	(81,172)	(1,021,647)	5
-	(78,111)	-	-	-	(78,111)	(390,556)	6
-	(188,885)	-	(188,885)	-	(188,885)	(2,077,732)	7
-	(962,380)	-	(15,392)	-	(962,380)	(4,949,728)	8
-	(145,627)	-	-	-	(145,627)	(873,763)	9
(30,891)	(40,821)	(28,206)	(30,891)	(40,821)	(28,206)	(780,727)	10
-	(23,543)	-	-	-	(25,901)	(93,868)	11
-	-	-	(300,000)	-	-	(1,670,000)	12
-	-	-	-	-	-	(800,000)	13
(46,351)	(1,520,539)	(41,403)	(583,434)	(56,280)	(1,510,282)	(12,658,020)	
265,650	(768,993)	356,151	(195,946)	255,720	(958,736)	(927,053)	
1,860,205	2,125,855	1,356,861	1,713,012	1,517,066	1,772,786	1,741,103	
2,125,855	1,356,861	1,713,012	1,517,066	1,772,786	814,050	814,050	

Eastern Meat Solutions Inc. and its affiliates
Notes to Cash Flow Forecast
For the 21-Week Ended June 1, 2025

The cash flow forecast ("**CF**") for the period January 6, 2025, to June 1, 2025 (the "**Cash Flow Period**") was prepared by Eastern Meat Solutions Inc. ("**EMS**") and its affiliates with the assistance of the Monitor. The Monitor relied on EMS's internal books and records, discussions with management of EMS ("**Management**") and forecast realizations during the Cash Flow Period to assist in the preparation of the CF. The Monitor notes that while the CF was prepared on a consolidated basis, each entity operates and accounts for its business on a stand-alone basis. The Monitor has not audited or otherwise attempted to verify the accuracy or completeness of the financial information in the CF in a manner that would wholly or partially comply with Canadian Auditing Standards pursuant to the *CPA Canada Handbook* and, accordingly, the Monitor expresses no opinion or other form of assurance in respect of the financial information contained in the CF.

Some of the information referred to in the CF and these notes consists of financial forecasts and projections. An examination or review of the financial forecast and projections, as outlined in the *CPA Canada Handbook*, has not been performed.

Future oriented financial information referred to in the accompanying CF was prepared based on Management's estimates and assumptions. Readers are cautioned that since projections are based upon assumptions about future events and conditions that are not ascertainable, the actual results will vary from the projections, even if the assumptions materialize, and the variations could be material.

The information and assumptions contained in the CF and these notes is not intended to be relied upon by any prospective purchaser or investor in any transactions with EMS. All amounts referenced herein are in Canadian dollars unless otherwise noted.

RECEIPTS

1 Customer receipts - \$6,543,000

This amount is comprised primarily of receipts from the cold storage business ("**Cold Storage**") operations and does not include any collections from EMS' meat brokerage ("**Trading**") or meat processing ("**Processing**") business.

2 HST refunds - \$1,800,000

This amount represents the total HST refunds that the Applicants forecast to receive during the CF Period for the Trading and Processing businesses. This amount assumes that Canada Revenue Agency releases certain HST amounts that are currently due to the Applicants and subject to audit by CRA.

3 Other receipts - \$798,000

Other receipts represent net trade credit insurance claims that the Applicants have advanced and are expected to collect, and the collection of a rebate based on an existing agreement with a customer.

4 DIP draws - \$2,590,000

Receipts of debtor-in-possession financing are estimated based on anticipated cash requirements throughout the CF Period. Excess cash is not forecast to be repaid to the DIP Lender.

DISBURSEMENTS

5 Direct costs - \$1,022,000

Direct costs are assumed to support the Applicants' forecast level of sales based on historic margins during the Reporting Period and are assumed with significantly reduced credit terms. Generally, this amount represents freight, logistics, and items such as warehouse supplies.

6 HST Payment - \$391,000

The Cold Storage business generally is a net payor of HST, which payments are reflected on this line.

7 Salaries and benefits - \$2,078,000

Salaries and benefits are estimated based on the payroll costs incurred during the Reporting Period of the Trading and Storage businesses.

8 Rent and leases - \$4,950,000

This forecast amount represents rent expenses (for the Applicants' office space and cold storage facilities) and equipment leases to support operations.

9 Utilities - \$874,000

Utility expenses are assumed to be solely incurred by the Cold Storage business and are assumed to be disbursed throughout the forecast period based on historical trends given the assumed level of activity.

10 Selling, general, and admin - \$781,000

Selling, general & admin expenses are assumed to be disbursed throughout the forecast period based on trends reflected during the Reporting Period.

11 Interest Expense - \$94,000

This forecast amount represents existing interest obligations accruing and payable on the Applicants' senior secured pre-filing credit facility and DIP Loan in accordance with their terms. Such amounts are assumed to be paid monthly in arrears.

12 Professional fees - \$1,670,000

This line item represents fees for counsel to the Applicants, the Monitor, and its counsel.

13 Disbursement to Purchaser - \$800,000

This line item represents a one-time disbursement to 1001000161 Ontario Limited based on the terms of the asset purchase agreement.

Appendix "B"

PMSI Holders

Appendix “B”

Secured parties holding valid and enforceable purchase money security interests (“**PMSI**”) in relation to “Sierra Custom Foods Inc.” in Ontario under the *Personal Property Security Act* (Ontario) as of January 12, 2025¹:

1. De Lage Financial Services Canada Inc.

Agreement Number	PPR File Number	PPR Registration Date & Number	Date of Possession of Collateral	PMSI
777908	792788958	20230428 1037 1529 2425 April 28, 2023	May 26, 2023	Yes
767819	791206182	20230303 1441 1530 7289 March 3, 2023	March 3, 2023	Yes
768790	789497928	20221221 1935 1531 5114 December 21, 2022	December 20, 2022	Yes
760114	786276675	20220830 1936 1531 8731 August 30, 2022	August 30, 2022	Yes
752900	783059553	20220517 1048 1529 9491 May 17, 2022	May 13, 2022	Yes
736782	776851686	20210929 1050 1529 1912 September 29, 2021	September 27, 2021	Yes
695258	760753485	20200309 1434 1530 4460 March 9, 2020	February 28, 2020	Yes
697755	761202891	20200324 1942 1531 7727 March 24, 2020	March 25, 2020	Yes
710116	766565577	20201007 1937 1531 8774 October 7, 2020	October 31, 2020	Yes
786410	798204924	20231018 1658 1530 4745 October 18, 2023	October 23, 2023	Yes

¹According to search results with a currency date of January 12, 2025 and conducted in the personal property registry of Ontario (“**PPR**”) against “Sierra Custom Foods Inc.”, De Lage Financial Services Canada Inc., PNC Equipment Finance, and CWB National Leasing Inc. have registered financing statements in connection with valid and enforceable PMSIs in relation to “Sierra Custom Foods Inc.” The respective file and registration numbers of those secured parties’ PMSI registrations are listed in the table included in this Appendix.

789423	797803812	20231004 1446 1529 6410 October 4, 2023	October 3, 2023	Yes
	794741202	20230627 1744 1531 5317 June 27, 2023		
714489	768311064	20201204 1431 1530 0534 December 4, 2020	February 1, 2021	Yes

2. PNC Equipment Finance

Agreement Number	PPR File Number	PPR Registration Date & Number	Date of Possession of Collateral	PMSI
101102-011	797986503	20231011 1226 1901 0395 October 11, 2023	October 11, 2023	Yes
	792453969	20230418 1125 1902 0877 April 18, 2023		
101102-010	792453969	20230418 1125 1902 0877 April 18, 2023 20231005 1917 5064 8972 (Amendment) October 5, 2023	October 23, 2023	Yes

3. CWB National Leasing Inc.

Agreement Number	File Number	PPR Registration Date & Number	Date of Possession of Collateral	PMSI
3066734	777638853	20211026 1251 6005 5689 October 26, 2021	October 22, 2021	Yes

Appendix "C"

Second DIP Amending Agreement

**SECOND AMENDING AGREEMENT TO DIP FACILITY LOAN AGREEMENT
DATED AS OF JANUARY 16, 2025**

This Second Amending Agreement to the DIP Facility Loan Agreement (the “**Second Amending Agreement**”) is made as of January 16, 2025, among the Obligors and the DIP Lender.

WHEREAS:

- A. Pursuant to the DIP Facility Loan Agreement among the Obligors and the DIP Lender dated May 28, 2024 (the “**Original DIP Facility Loan Agreement**”), the DIP Lender agreed to make available the DIP Facility to the Obligors in accordance with the terms and conditions of the DIP Facility Loan Agreement.
- B. Pursuant to an amending agreement dated September 20, 2024, (the “**First Amending Agreement**”) the Obligors and the DIP Lender agreed to amend the Original DIP Facility Loan Agreement in accordance with the terms and conditions of the First Amending Agreement (as so amended, the “**DIP Facility Loan Agreement**”).
- C. The Obligors and the DIP Lender have agreed to amend the DIP Facility Loan Agreement in accordance with the terms and conditions of this Second Amending Agreement.
- D. 2298442 Ontario Limited (formerly, Sierra Custom Foods Inc.) proposes to file for bankruptcy under the *Bankruptcy and Insolvency Act* (Canada).
- E. It would be an Event of Default under Sections 26(f)(ii) and 26(h) of the DIP Facility Loan Agreement for 2298442 Ontario Limited to file for bankruptcy under the *Bankruptcy and Insolvency Act* (Canada), but the DIP Lender is willing to consent to 2298442 Ontario Limited filing for bankruptcy under the *Bankruptcy and Insolvency Act* (Canada) in accordance with the terms and conditions of this Second Amending Agreement.
- F. Sierra Supply Chain Services Inc. proposes to change its name to Coldterra Supply Chain Ltd.; and
- G. It would be a Default under Sections 25(l) and 26(c) of the DIP Facility Loan Agreement for Sierra Supply Chain Services Inc. to change its name to Coldterra Supply Chain Ltd. without DIP Lender consent, but the DIP Lender is willing to consent to such name change in accordance with the terms and conditions of this Second Amending Agreement.

NOW THEREFORE in consideration of the foregoing and their respective covenants and agreements contained herein, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, the parties hereby agree as follows:

1. **Defined Terms:** Capitalized terms that are not expressly defined in this Second Amending Agreement have the meanings ascribed to them in the DIP Facility Loan Agreement, as amended by the First Amending Agreement.

2. **Amendments to DIP Facility Loan Agreement:** The Obligors and the DIP Lender acknowledge and agree that the terms and conditions of the DIP Facility Loan Agreement, as amended by the First Amending Agreement shall remain in full force and effect and shall remain unamended save and except as expressly amended by the terms of this Second Amending Agreement. The Obligors and the DIP Lender agree that the DIP Facility Loan Agreement is hereby amended as follows:
 - (a) The text of section 3 of the DIP Facility Loan Agreement is hereby deleted and replaced with the following text “Borrowers: Eastern Meat Solutions Inc., 2298442 Ontario Limited and Sierra Supply Chain Services Inc. (collectively, the “**Borrowers**”, and any reference to the Borrowers shall be deemed to mean, “the Borrowers or any one of them”).”
 - (b) The text of section 5 of the DIP Facility Loan Agreement is hereby deleted and replaced with the following text “Guarantors: Coldterra Realty Corporation, RVB Holdings Inc., Vanden Broek Holdings (2008) Inc. and Coldterra Realty Calgary Corporation, together with Eastern Meat Solutions (USA) Corp. and all other subsidiaries of the Borrowers (collectively, the “**Guarantors**”, and any reference to the Guarantors shall be deemed to mean, “the Guarantors or any one of them”; and collectively with the Borrowers, the “**Obligors**”).”
 - (c) The text of subsection 19(a) of the DIP Facility Loan Agreement is hereby deleted and replaced with the following text: “May 31, 2025, or such later date determined by the DIP Lender, in its sole discretion”.
 - (d) The existing DIP Budget for the period from January 6, 2025 to June 29, 2025, as applicable, is replaced by the DIP Budget for the period from January 6, 2025 to June 29, 2025 attached as Schedule A hereto.
3. **Consent:** The DIP Lender consents to 2298442 Ontario Limited filing for bankruptcy under the *Bankruptcy and Insolvency Act* (Canada) and Sierra Supply Chain Services Inc. changing its name to Coldterra Supply Chain Ltd. The foregoing consents constitute consents of the specific subject matter referred to in this Section 3 only, and shall in no way derogate from any of the Obligors’ other obligations under the DIP Facility Loan Agreement, as amended herein, or the other DIP Loan Documents, and shall in no way modify or alter the DIP Facility Loan Agreement, as amended herein, or the other DIP Loan Documents, all of which remain in full force and effect, unamended, except as set forth herein.
4. **Representations and Warranties:** Each Obligor represents and warrants to the DIP Lender, upon which the DIP Lender relies in entering into this Second Amending Agreement, that:
 - (a) all representations and warranties contained in the DIP Facility Loan Agreement and the First Amending Agreement, and the other DIP Loan Documents are true and correct in all material respects on the date hereof with the same effect as if

made on and as of such date, except to the extent that such representations and warranties relate specifically to an earlier date;

- (b) no Default or Event of Default has occurred and is continuing; and
 - (c) no Material Adverse Effect has occurred and is continuing.
5. **Conditions Precedent:** This Second Amending Agreement shall become effective on the date upon which the following conditions are satisfied:
- (a) a counterpart of this Second Amending Agreement is executed by each party hereto; and
 - (b) the Court shall have issued an order, in a form acceptable to the DIP Lender and the Obligors, approving this Second Amending Agreement.
6. **Covenant:** The Obligors agree to provide the DIP Lender with concurrent notice of the change of name from Sierra Supply Chain Services Inc. to Coldterra Supply Chain Ltd. (with a copy by email to hsilverman@blg.com).
7. **Counterparts:** This Second Amending Agreement may be executed in any number of counterparts and delivered by e-mail, including in PDF format, each of which when executed and delivered shall be deemed to be an original, and all of which when taken together, shall constitute one and the same instrument.
8. **Enurement:** This Second Amending Agreement shall be binding upon and enure to the benefit of the Obligors and the DIP Lender and their respective successors and permitted assigns.
9. **Governing Law and Jurisdiction:** This Second Amending Agreement shall be governed by, and construed in accordance with, the Laws of the Province of Ontario and the federal Laws of Canada applicable therein. The parties hereby attorn and submit to the non-exclusive jurisdiction of the Court.

[remainder of page left intentionally blank; signature pages follow]

IN WITNESS WHEREOF, the parties have executed this Second Amending Agreement as of the date first written above.

BANK OF MONTREAL, as DIP Lender

E-SIGNED by John Gil

on 2025-01-16 22:48:59 GMT

By:

Name: John Gil

Title:

Director, SAMU

By:

Name:

Title:

IN WITNESS WHEREOF, the parties have executed this Second Amending Agreement as of the date first written above.

BANK OF MONTREAL, as DIP Lender

By: _____

Name:

Title:

By:  _____

Name:

Title: Shane Klein
Managing Director

**EASTERN MEAT SOLUTIONS INC., as a
Borrower**

By: 

Name: Robert Vanden Broek
Title: President

**2298442 ONTARIO LIMITED
(previously, SIERRA CUSTOM
FOODS INC.), as a Borrower**

By: 

Name: Robert Vanden Broek
Title: President

**SIERRA SUPPLY CHAIN SERVICES INC.,
as a Borrower**

By: 

Name: Robert Vanden Broek
Title: President

**COLDTERRA REALTY CORPORATION
(previously, SIERRA REALTY
CORPORATION), as a Guarantor**

By: 

Name: Robert Vanden Broek
Title: President

RVB HOLDINGS INC., as a Guarantor

By: 

Name: Robert Vanden Broek
Title: President

**VANDEN BROEK HOLDINGS (2008) INC.,
as a Guarantor**

By: 

Name: Robert Vanden Broek
Title: President

**COLDTERRA REALTY CALGARY
CORPORATION (previously, SIERRA
REALTY CALGARY CORPORATION), as a
Guarantor**

By: 

Name: Robert Vanden Broek
Title: President

**EASTERN MEAT SOLUTIONS (USA)
CORP., as a Guarantor**

By: 

Name: Robert Vanden Broek
Title: President

SECOND AMENDING AGREEMENT

SCHEDULE A

DIP BUDGET

See attached.

Eastern Meats Solutions Inc. and certain of its affiliates

25-Week Cash Flow Forecast (in CAD \$000s)

For the period January 6, 2025 to June 29, 2025

	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast	Forecast
	6-Jan-25	13-Jan-25	20-Jan-25	27-Jan-25	3-Feb-25	10-Feb-25	17-Feb-25	24-Feb-25	3-Mar-25	10-Mar-25	17-Mar-25	24-Mar-25
	12-Jan-25	19-Jan-25	26-Jan-25	2-Feb-25	9-Feb-25	16-Feb-25	23-Feb-25	2-Mar-25	9-Mar-25	16-Mar-25	23-Mar-25	30-Mar-25
RECEIPTS												
Customer receipts	237,223	344,547	335,823	270,400	237,223	344,547	335,823	270,400	237,223	344,547	335,823	270,400
HST refund (payment)	-	-	-	(78,111)	-	-	-	-	(78,111)	-	-	-
Other receipts	176,000	-	-	310,827	-	-	-	77,827	-	-	-	-
DIP draws	-	-	-	-	399,131	-	74,397	-	959,892	-	-	-
Total receipts	413,223	344,547	335,823	503,116	636,354	344,547	410,220	348,227	1,119,004	344,547	335,823	270,400
DISBURSEMENTS												
Direct costs	(81,172)	(163,197)	(48,266)	(15,459)	(81,172)	(13,197)	(48,266)	(15,459)	(81,172)	(13,197)	(48,266)	(15,459)
Salaries and benefits	(188,885)	-	(188,885)	-	(188,885)	(188,885)	-	-	(188,885)	-	(188,885)	-
Rent and leases	(4,916)	(55,953)	(15,392)	(83,827)	(878,553)	-	(15,392)	(77,827)	(884,553)	-	(15,392)	-
Utilities	(145,627)	-	-	-	(145,627)	-	-	-	(145,627)	-	-	-
Selling, general & administrative	(30,891)	(119,434)	(40,821)	(28,206)	(30,891)	(40,821)	(28,206)	(30,891)	(40,821)	(28,206)	(30,891)	(30,891)
Interest	-	-	-	-	(25,583)	-	-	(1,996)	-	-	-	-
Professional fees	-	-	(325,000)	-	-	-	(420,000)	-	-	-	(325,000)	-
Disbursement to Amir (Inventory)	-	-	-	(800,000)	-	-	-	-	-	-	-	-
Total disbursements	(451,491)	(338,585)	(618,364)	(927,492)	(1,350,712)	(242,903)	(511,864)	(126,173)	(1,341,058)	(41,403)	(608,434)	(46,351)
Net inflow/ (outflow)	(38,268)	5,962	(282,541)	(424,376)	(714,358)	101,644	(101,644)	222,054	(222,054)	303,144	(272,611)	224,049
Opening balance	1,953,581	1,915,312	1,921,275	1,638,734	1,214,358	500,000	601,644	500,000	722,054	500,000	803,144	530,533
Closing balance	1,915,312	1,921,275	1,638,734	1,214,358	500,000	601,644	500,000	722,054	500,000	803,144	530,533	754,582

DIP opening balance	-	-	-	-	-	399,131	399,131	473,528	473,528	1,433,420	1,433,420	1,433,420
DIP draw	-	-	-	-	399,131	-	74,397	-	959,892	-	-	-
DIP closing balance	-	-	-	-	399,131	399,131	473,528	473,528	1,433,420	1,433,420	1,433,420	1,433,420

BMO pre-filing credit facility	(6,846,023)	(6,846,023)	(6,846,023)	(6,846,023)	(6,846,023)	(6,846,023)	(6,846,023)	(6,846,023)	(6,846,023)	(6,846,023)	(6,846,023)	(6,846,023)
DIP closing balance	-	-	-	-	(399,131)	(399,131)	(473,528)	(473,528)	(1,433,420)	(1,433,420)	(1,433,420)	(1,433,420)
Ending Cash	1,915,312	1,921,275	1,638,734	1,214,358	500,000	601,644	500,000	722,054	500,000	803,144	530,533	754,582
Excess (Deficiency)	(4,930,711)	(4,924,748)	(5,207,289)	(5,631,665)	(6,745,154)	(6,643,509)	(6,819,551)	(6,597,497)	(7,779,443)	(7,476,299)	(7,748,910)	(7,524,861)

Eastern Meats Solutions Inc. and certain of its affiliates			
25-Week Cash Flow Forecast (in CAD \$000s)			
For the period January 6, 2025 to June 29, 2025			
		Forecast	
		23-Jun-25	
		29-Jun-25	Total Notes
RECEIPTS			
Customer receipts	273,719	7,913,489	1
HST refund (payment)	-	1,409,444	2
Other receipts	77,827	875,960	3
DIP draws	359,805	2,733,707	4
Total receipts	711,351	12,932,600	
DISBURSEMENTS			
Direct costs	(81,172)	(1,179,742)	5
Salaries and benefits	(188,885)	(2,455,501)	6
Rent and leases	(962,380)	(5,927,499)	7
Utilities	(145,627)	(1,019,390)	8
Selling, general & administrative	(28,206)	(893,551)	9
Interest	(29,674)	(115,498)	10
Professional fees	-	(1,995,000)	11
Disbursement to Amir (Inventory)	-	(800,000)	12
Total disbursements	(1,435,944)	(14,386,181)	
Net inflow/ (outflow)	(724,593)	(1,453,581)	
Opening balance	1,224,593	1,953,581	
Closing balance	500,000	500,000	

DIP opening balance	2,373,902
DIP draw	359,805
DIP closing balance	2,733,707

BMO pre-filing credit facility	(6,846,023)
DIP closing balance	(2,733,707)
Ending Cash	500,000
Excess (Deficiency)	(9,079,730)

Appendix "D"

Fee Affidavit of Jordan Sleeth

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

**IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF EASTERN MEAT SOLUTIONS INC.,
SIERRA CUSTOM FOODS INC., SIERRA SUPPLY CHAIN
SERVICES INC., SIERRA REALTY CORPORATION,
RVB HOLDINGS INC., VANDEN BROEK HOLDINGS (2008) INC.,
SIERRA REALTY CALGARY CORPORATION AND EASTERN
MEAT SOLUTIONS (USA) CORP.**

Applicants

**AFFIDAVIT OF JORDEN SLEETH
(Sworn January 21, 2025)**

I, **Jorden Sleeth**, of the Town of Oakville, in the Province of Ontario, **MAKE OATH AND SAY:**

1. I am a Senior Vice-President with Deloitte Restructuring Inc. ("**Deloitte**") in its capacity as Monitor in the *Companies' Creditors Arrangement Act* ("**CCAA**") proceedings for Eastern Meat Solutions Inc., Sierra Custom Foods Inc., Sierra Supply Chain Services Inc., Sierra Realty Corporation, RVB Holdings Inc., Vanden Broek Holdings (2008) Inc., Sierra Realty Calgary Corporation and Eastern Meat Solutions (USA) Corp. (collectively, the "**Debtors**") pursuant to an order of the Court dated May 21, 2024 and as such, have knowledge of the matters to hereinafter deposed to.
2. Attached hereto as Exhibit "**A**" is a schedule summarizing each invoice attached hereto in Exhibit "**B**", the total billable hours charged per invoice, the total fees charged per invoice and the average hourly rate charged per invoice.
3. Attached hereto as Exhibit "**B**", is a true copy of the invoices issued by Deloitte for fees and disbursements incurred during the Debtors' CCAA proceedings between September 1, 2024, and January 3, 2025. The total fees charged by Deloitte during that period were \$430,503, plus disbursements of \$16,012, plus Administrative Expenses of \$12,915, plus Harmonized Sales Tax ("**HST**") in the amount of \$59,726 for a total of \$519,156.

4. Accordingly, I verily believe that the total fees, disbursements, administration fees, and HST as at the date of this fee affidavit are \$519,156.
5. Attached hereto as Exhibit "C" is a schedule summarizing the respective billing rate of each of the representatives at Deloitte who acted during the receivership.
6. To the best of my knowledge, the rates charged by Deloitte throughout the course of this proceeding are comparable to those charged by other firms in Toronto for the provision of similar services.
7. The hourly billing rates outlined in Exhibit "C" to this affidavit are comparable to the hourly rates charged by Deloitte for services rendered in similar proceedings.
8. I make the affidavit in support of a motion by the Debtors for, among other things, approval of the fees and disbursements of the Monitor and its counsel.

SWORN BEFORE ME This 21st day of January,
2025.



A Commissioner for taking Affidavits (*or as may be*)



JORDEN SLEETH

Todd Jeffrey Ambachtsheer,
a Commissioner, etc., Province of Ontario,
for Deloitte LLP and Deloitte Restructuring Inc.
Expires September 9, 2027.

This is Exhibit "A" referred to in the Affidavit of Jorden Sleeth
sworn January 21, 2025



Todd Jeffrey Ambachtsheer,
a Commissioner, etc., Province of Ontario,
for Deloitte LLP and Deloitte Restructuring Inc.
Expires September 9, 2027.

Commissioner for Taking Affidavits (or as may be)

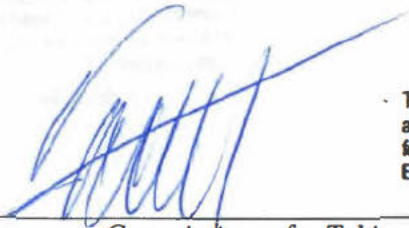
EXHIBIT "A"

In the matter of the *Companies' Creditors Arrangement Act* ("CCAA") proceedings for Eastern Meat Solutions Inc., Sierra Custom Foods Inc., Sierra Supply Chain Services Inc., Sierra Realty Corporation, RVB Holdings Inc., Vanden Broek Holdings (2008) Inc., Sierra Realty Calgary Corporation and Eastern Meat Solutions (USA) Corp. (the "Debtors")

Summary of the fees and disbursements of Deloitte Restructuring Inc. in its capacity as Monitor of the Debtors.
For the period September 1, 2024, to January 3, 2025

#	Invoice #	Period End	Hours	Fees	Disbursements	Administrative Expenses	Subtotal	HST	Total	Avg Rate
1	8005165037	7-Sep-24	59.8	32,057.50	1,929.85	961.73	34,949.08	4,543.38	39,492.46	536
2	8005229100	14-Sep-24	66.2	39,020.00	320.28	1,170.60	40,510.88	5,266.41	45,777.29	589
3	8005231381	21-Sep-24	106.8	59,055.00	1,365.61	1,771.65	62,192.26	8,084.99	70,277.25	553
4	8005249829	28-Sep-24	62.5	33,592.50	2,935.47	1,007.78	37,535.75	4,879.65	42,415.40	537
5	8005294458	5-Oct-24	51.1	27,360.00	786.22	820.80	28,967.02	3,765.71	32,732.73	535
6	8005294457	12-Oct-24	39.4	23,640.00	686.49	709.20	25,035.69	3,254.64	28,290.33	600
7	8005333745	19-Oct-24	43.7	26,995.00	138.93	809.85	27,943.78	3,632.69	31,576.47	618
8	8005333751	26-Oct-24	70.0	37,802.50	-	1,134.08	38,936.58	5,061.76	43,998.34	540
9	8005333756	2-Nov-24	49.2	25,427.50	909.65	762.83	27,099.98	3,523.00	30,622.98	517
10	8005356977	9-Nov-24	37.7	15,595.00	6,928.04	467.85	22,990.89	2,988.82	25,979.71	414
11	8005403254	15-Nov-24	50.0	24,805.00	-	744.15	25,549.15	3,321.39	28,870.54	496
12	8005441883	22-Nov-24	30.7	18,205.00	-	546.15	18,751.15	2,437.65	21,188.80	593
13	8005461323	29-Nov-24	34.4	15,925.00	-	477.75	16,402.75	2,132.36	18,535.11	463
14	8005473461	6-Dec-24	25.1	12,472.50	-	374.18	12,846.68	1,670.07	14,516.75	497
15	8005512385	13-Dec-24	21.0	9,442.50	11.95	283.28	9,737.73	1,265.90	11,003.63	450
16	8005576512	3-Jan-25	52.7	29,107.50	-	873.23	29,980.73	3,897.49	33,878.22	552
				430,502.50	16,012.49	12,915.11	459,430.10	59,725.91	519,156.01	537.93

This is Exhibit "B" referred to in the Affidavit of Jordan
Sleeth sworn January 21, 2025



Todd Jeffrey Ambachtsheer,
a Commissioner, etc., Province of Ontario,
for Deloitte LLP and Deloitte Restructuring Inc.
Expires September 9, 2027.

Commissioner for Taking Affidavits (or as may be)



ATTN: Rob Vanden Broek
Eastern Meat Solutions Inc.
5090 Explorer Drive,
Suite 203
Mississauga ON L4W 4T9
Canada

Invoice 8005165037

Deloitte Restructuring Inc.
Bay Adelaide Centre
8 Adelaide Street West, Suite 200
Toronto ON M5H 0A9

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

Date: September 16, 2024
Client No.: 1123210
WBS#: EAS00748
Engagement Partner: Jorden Sleeth

GST/HST Registration: 122893605RT0001
QST Registration: 1012314163TQ0001

For professional services rendered

Fees

In connection to our engagement letter dated May 7, 2024 for the period to September 7, 2024.

Please see attached appendices.

HST applicable	32,057.50
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Expense

Out-of-pocket Expenses - Taxi, Car Rentals, Fuel.

HST applicable	1,929.85
Administrative Expense	961.73

Sales Tax

HST at 13.00 %	4,543.38
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Total Amount Due (CAD)	39,492.46
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Accounts shall be due and payable when rendered. Interest shall be calculated at a simple daily rate of 0.0493% (equivalent to 18% per annum). Interest shall be charged and payable at this rate on any part of an account which remains unpaid from thirty(30) days after the invoice date to the date on which the entire account is paid.



Invoice Number 8005165037

September 16, 2024

Use the following payment methods and ensure your payment contains the details provided in the example.

Client Name	Client#	Invoice#	Amount (CAD)	Comments
Eastern Meat Solutions Inc.	1123210	8005165037	39,492.46	Payment for invoice 8005165037

Contact:

Please send payment confirmation by email to: receivablesdebiturs@deloitte.ca, and reference the invoice number(s) paid

Payment Options

1. EFT Payments(remittance email mandatory) :

Preferred Method

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Transit – Institution : 47696-002

Account Number : 1590219

USD Payment

Transit – Institution : 47696-002

Account Number : 1363514

2. Wire Payment :

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Account Number : 476961590219

Swift Code : NOSCCATT

USD Payment, Beneficiary Bank (Bank of Nova Scotia) :

Account Number : 476961363514

Swift Code : NOSCCATT

Clearing Code : CC000247696

Address: P.O. Box 4234 STN A, Toronto ON M4W 5P6

USD Payment, Intermediary Bank (Bank of America NA) :

Address: 222 Broadway, New York, NY 10038

Account Number : 476961363514

Swift Code : BOFAUS3N

ABA Routing Number : 026009593

Note: Intermediary Bank information may not be required for payments coming from outside the US

3. Online Payment :

Select either Deloitte LLP or Deloitte S.E.N.C.R.L./s.r.l. through your financial institution and quote the seven digits of the Client No. shown above.

Please note we do not accept Interac e-Transfers.

4. Cheque payments, please mail to :

For CAD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP

c/o T04567C

PO Box 4567, Stn A

Toronto ON M5W 0J1

For USD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP

c/o T04567U

PO Box 4567, Stn A

Toronto ON M5W 0J1



Appendix #1
Summary of Fees

Name	Level	Role	Hours	Rate	Amount
Sleeth, Jorden	Partner	Monitor	3.3	900.00	2,970.00
Ambachtsheer, Todd	Partner	Monitor	6.8	900.00	6,120.00
Lin, Mu-Shan Martin	Senior Manager	Monitor	23.0	600.00	13,800.00
DeLottinville, Sean	Executive Director	SISP	3.0	600.00	1,800.00
Dave, Sumit	Manager	Monitor	17.1	500.00	8,550.00
Hong, Matthew	Staff	Monitor	2.7	375.00	1,012.50
Gao, Peiqi	Staff	SISP	3.0	375.00	1,125.00
Conorton, Laura	Administrative Staff	Monitor	0.9	200.00	180.00
Total Professional Hours and Fees			59.8		35,557.50
Courtesy discount					(3,500.00)
Out-of-pocket Expenses - taxi, car rentals, fuel					1,929.85
Total Fees and Expenses (CAD)					33,987.35



Appendix #2
Work performed up to September 7, 2024

Date	Name	Narrative	Hours
9/3/2024	Conorton, Laura	Reviewing deposit requisitions and correspondence with team on information required for the transaction amounts received last week	0.2
9/3/2024	Ambachtsheer, Todd	Weekly call; discussion with J. Sleeth; review and discuss variance analysis; review and provide comments on employee letter; discuss cash flows	3.0
9/3/2024	Hong, Matthew	Internal call with M. Lin and S. Dave, All hands - disbursement meeting	1.1
9/3/2024	DeLottinville, Sean	Weekly call and closing DD requests	2.0
9/3/2024	Lin, Mu-Shan Martin	Attend client site. Join disbursement call. Update and review CFF.	6.4
9/3/2024	Gao, Peiqi	Offer letter, [REDACTED], employee listing, organizing responses	2.2
9/3/2024	Dave, Sumit	Approving expenses for September 3, preparing actual cash flow for week ended September 1, meeting with M. Lin, and M. Hong discussing transition	4.5
9/3/2024	Sleeth, Jorden	Call with [REDACTED] re: transition attendance on -site, debrief with S. Delotinville	0.6
9/3/2024	Sleeth, Jorden	Various - all hands call re: operations and SISP updates; call with T. Ambachtsheer and M. Lin re: advancing workstreams; review employee communication; review prior week VA	1.4
9/4/2024	Hong, Matthew	Review 275 Walker drive lease agreement and respond to creditor emails	0.4
9/4/2024	Conorton, Laura	Recording deposits from August 27/28 and bank fee disbursements. Making adjustments to requisitions.	0.7
9/4/2024	Ambachtsheer, Todd	Review and comment on ERV; review report and provide comments thereon; finalize variance analysis and send to BMO	3.8
9/4/2024	DeLottinville, Sean	Closing DD requests	1.0
9/4/2024	Lin, Mu-Shan Martin	Attend client site. Inquire re. access to bank accounts. Address ERV comments. Update revised CFF.	6.2
9/4/2024	Dave, Sumit	Approving expenses for Sept 4, preparing variance analysis for week ended Sept 1, attending disbursement meeting, and discussions with N. Ahmed and J. Fornear on variances	6.8
9/4/2024	Sleeth, Jorden	Various - update to RVB re: [REDACTED] access requests;	0.3

Date	Name	Narrative	Hours
9/5/2024	Hong, Matthew	Call with T. Ambachtsheer and M. Lin re. ERV, review of [REDACTED] [REDACTED]	0.8
9/5/2024	Lin, Mu-Shan Martin	Attend client site. Call T. Ambachtsheer re. ERV comments. Address comments on the ERV. Inquiry with EMS re. ERV questions. Inquire client re. loan documentation and prepaid amounts. Review VA. Attend disbursement calls.	6.2
9/5/2024	Dave, Sumit	Attending disbursement meeting, finalizing variance analysis, approving expenses for Sept 5, discussing cash flow forecast with T. Ambachtsheer	4.6
9/6/2024	Lin, Mu-Shan Martin	Review and update the VA. Address comments on the ERV. Discuss the VA with S. Dave.	4.2
9/6/2024	Gao, Peiqi	MNP requests and email to client	0.8
9/6/2024	Hong, Matthew	Review payment request and approve	0.4
9/6/2024	Dave, Sumit	Finalizing variance analysis, and preparing package for distribution	1.2
9/6/2024	Sleeth, Jorden	Review and approve VA for circulation; review [REDACTED] request and approve Dentons response thereto	0.5
9/6/2024	Sleeth, Jorden	Review [REDACTED] access requests, respond to group	0.5
Total			59.8



ATTN: Rob Vanden Broek
Eastern Meat Solutions Inc.
5090 Explorer Drive,
Suite 203
Mississauga ON L4W 4T9
Canada

Invoice 8005229100

Deloitte Restructuring Inc.
Bay Adelaide Centre
8 Adelaide Street West, Suite 200
Toronto ON M5H 0A9

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

Date: October 03, 2024
Client No.: 1123210
WBS#: EAS00748
Engagement Partner: Jorden Sleeth

GST/HST Registration: 12289 3605 RT0001
QST Registration: 1000870419 TQ0002

For professional services rendered

Fees

In connection to our engagement letter dated May 7, 2024 for the period to September 14, 2024.

Please see attached appendices for details.

HST applicable	39,020.00
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Expense

Out-of-pocket Expenses - Taxi, Car Rentals, Fuel, Telephone

HST applicable	320.28
Administrative Expense	1,170.60

Sales Tax

HST at 13.00 %	5,266.41
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Total Amount Due (CAD)	45,777.29
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Accounts shall be due and payable when rendered. Interest shall be calculated at a simple daily rate of 0.0493% (equivalent to 18% per annum). Interest shall be charged and payable at this rate on any part of an account which remains unpaid from thirty(30) days after the invoice date to the date on which the entire account is paid.



Invoice Number 8005229100

October 03, 2024

Use the following payment methods and ensure your payment contains the details provided in the example.

Client Name	Client#	Invoice#	Amount (CAD)	Comments
Eastern Meat Solutions Inc.	1123210	8005229100	45,777.29	Payment for invoice 8005229100

Contact:

Please send payment confirmation by email to: receivablesdebiturs@deloitte.ca, and reference the invoice number(s) paid

Payment Options

1. EFT Payments(remittance email mandatory) :

Preferred Method

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Transit – Institution : 47696-002

Account Number : 1590219

USD Payment

Transit – Institution : 47696-002

Account Number : 1363514

2. Wire Payment :

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Account Number : 476961590219

Swift Code : NOSCCATT

USD Payment, Beneficiary Bank (Bank of Nova Scotia) :

Account Number : 476961363514

Swift Code : NOSCCATT

Clearing Code : CC000247696

Address: P.O. Box 4234 STN A, Toronto ON M4W 5P6

USD Payment, Intermediary Bank (Bank of America NA) :

Address: 222 Broadway, New York, NY 10038

Account Number : 476961363514

Swift Code : BOFAUS3N

ABA Routing Number : 026009593

Note: Intermediary Bank information may not be required for payments coming from outside the US

3. Online Payment :

Select either Deloitte LLP or Deloitte S.E.N.C.R.L./s.r.l. through your financial institution and quote the seven digits of the Client No. shown above.

Please note we do not accept Interac e-Transfers.

4. Cheque payments, please mail to :

For CAD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP
c/o T04567C
PO Box 4567, Stn A
Toronto ON M5W 0J1

For USD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP
c/o T04567U
PO Box 4567, Stn A
Toronto ON M5W 0J1



Appendix #1
Summary of Fees

Name	Level	Role	Hours	Rate	Amount
Sleeth, Jorden	Partner	Monitor	6.50	900.00	5,850.00
Ambachtsheer, Todd	Partner	Monitor	13.40	900.00	12,060.00
Moons, Laurent	Partner	Monitor	0.40	900.00	360.00
Lin, Mu-Shan Martin	Senior Manager	Monitor	28.80	600.00	17,280.00
DeLottinville, Sean	Executive Director	SISP	0.50	600.00	300.00
Dave, Sumit	Manager	Monitor	15.70	500.00	7,850.00
Hong, Matthew	Staff	Monitor	0.30	375.00	112.50
Gao, Peiqi	Staff	SISP	0.50	375.00	187.50
Conorton, Laura	Administrative Staff	Monitor	0.10	200.00	20.00
Total Professional Hours and Fees			66.20		44,020.00
Courtesy discount (Phase 1 report reimbursement)					(5,000.00)
Out-of-pocket Expenses - taxi, car rentals, fuel, telephone					320.28
Total Fees and Expenses (CAD)					39,340.28



Appendix #2
Work performed up to September 14, 2024

Date	Name	Narrative	Hours
9/5/2024	Ambachtsheer, Todd	Variance review; discuss ERV; disbursement meeting	2.8
9/6/2024	Ambachtsheer, Todd	Further variance review; discuss [REDACTED]	1.5
9/9/2024	Ambachtsheer, Todd	Weekly call; review second report	1.5
9/9/2024	Hong, Matthew	Respond to various creditor emails and calls	0.3
9/9/2024	Lin, Mu-Shan Martin	Attend client site. Address comments on the ERV. Email R. Nedadur re. non-applicants receivables, debt reconciliation, and prepaids.	5.6
9/9/2024	Dave, Sumit	Approving expenses for September 9, preparing actual cash flow for week ended September 1, meeting with N. Ahmed, and J. Fornear on variances	5.8
9/9/2024	Sleeth, Jorden	Call with AQM re: onsite attendance, connect RVB with AQM	0.3
9/9/2024	Sleeth, Jorden	All hands call re: status of SISP, operations; update memo for BMO (draft and circulate)	0.9
9/9/2024	DeLottinville, Sean	Weekly team meeting touchpoint	0.5
9/10/2024	Lin, Mu-Shan Martin	Attend client site. Email and call R. Nedadur re. the insurance proceeds. Correspond with N. Ahmed re. ERV questions. Update the ERV. [REDACTED] Approve payment requests.	4.7
9/10/2024	Dave, Sumit	Approving expenses for September 10, attending disbursement meeting, preparing variance analysis	5.5
9/10/2024	Sleeth, Jorden	Misc - payment follow ups; invoice follow ups TGF and Dentons; deposit follow ups re: AQM deposit; develop SISP proceeds and payout analysis, circulate same to TGF;	2.0
9/10/2024	Ambachtsheer, Todd	Disbursement meeting; review variance analysis; discussions re: unpaid amounts; review outstanding information requests;	2.5
9/11/2024	Conorton, Laura	Website Updates	0.1
9/11/2024	Lin, Mu-Shan Martin	Attend client site. Call with J. Sleeth and T. Ambachtsheer re. ERV. Prepare for the meeting. Review and make changes to the variance analysis. Approve payments for Sept 11. Update the ERV analysis and send out.	4.2
9/11/2024	Gao, Peiqi	MNP requests	0.5
9/11/2024	Dave, Sumit	Approving expenses for September 11, finalizing variance analysis discussing it with M. Lin, discussing cash flow forecast with T. Ambachtsheer, and M. Lin	4.4
9/11/2024	Sleeth, Jorden	Review draft ERV, call with M. Lin and T. Ambachtsheer re: same	0.6

Date	Name	Narrative	Hours
9/11/2024	Ambachtsheer, Todd	Review ERV; Second Report review and comments	2.4
9/12/2024	Moons, Laurent	Call re HST	0.4
9/12/2024	Lin, Mu-Shan Martin	Attend client site. Discuss CFF with R. Nedadur. Address comments on the variance analysis. Address comments on the Monitor Report. Approve payment requests.	7.4
9/12/2024	Sleeth, Jorden	Various: call with [REDACTED] HST; update proceeds analysis, circulate to TGF; review proceeds with T. Ambachtsheer, discuss same with R. Kennedy (Dentons) and R. Kennedy (TGF); WEPP email; review insurance letter	2.0
9/12/2024	Ambachtsheer, Todd	Further review of Second Report; disbursement meeting; variance analysis review	1.9
9/13/2024	Lin, Mu-Shan Martin	Discuss with R. Nedadur re. CFF. Update CFF. Distribute the variance analysis. Review invoices for payment approvals. Update the variance analysis based on comments.	6.9
9/13/2024	Sleeth, Jorden	Review weekly VA, provide comments	0.7
9/13/2024	Ambachtsheer, Todd	Discussions re: taxes	0.8
Total			66.2



ATTN: Rob Vanden Broek
Eastern Meat Solutions Inc.
5090 Explorer Drive,
Suite 203
Mississauga ON L4W 4T9
Canada

Invoice 8005231381

Deloitte Restructuring Inc.
Bay Adelaide Centre
8 Adelaide Street West, Suite 200
Toronto ON M5H 0A9

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

Date: October 03, 2024
Client No.: 1123210
WBS#: EAS00748
Engagement Partner: Jorden Sleeth
GST/HST Registration: 122893605RT0001
QST Registration: 1012314163TQ0001

For professional services rendered

Fees

In connection to our engagement letter dated May 7, 2024 for the period to September 21, 2024.
Please see attached appendix for details.

HST applicable 59,055.00

Expense

Out-of-pocket Expenses - Taxi, Car Rentals, Fuel, Tolls.

HST applicable 1,365.61
Administrative Expense 1,771.65

Sales Tax

HST at 13.00 % 8,084.99

Total Amount Due (CAD) 70,277.25

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



Invoice Number 8005231381

October 03, 2024

Use the following payment methods and ensure your payment contains the details provided in the example.

Client Name	Client#	Invoice#	Amount (CAD)	Comments
Eastern Meat Solutions Inc.	1123210	8005231381	70,277.25	Payment for invoice 8005231381

Contact:

Please send payment confirmation by email to: receivablesdebiturs@deloitte.ca, and reference the invoice number(s) paid

Payment Options

1. EFT Payments(remittance email mandatory) :

Preferred Method

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Transit – Institution : 47696-002

Account Number : 1590219

USD Payment

Transit – Institution : 47696-002

Account Number : 1363514

2. Wire Payment :

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Account Number : 476961590219

Swift Code : NOSCCATT

USD Payment, Beneficiary Bank (Bank of Nova Scotia) :

Account Number : 476961363514

Swift Code : NOSCCATT

Clearing Code : CC000247696

Address: P.O. Box 4234 STN A, Toronto ON M4W 5P6

USD Payment, Intermediary Bank (Bank of America NA) :

Address: 222 Broadway, New York, NY 10038

Account Number : 476961363514

Swift Code : BOFAUS3N

ABA Routing Number : 026009593

Note: Intermediary Bank information may not be required for payments coming from outside the US

3. Online Payment :

Select either Deloitte LLP or Deloitte S.E.N.C.R.L./s.r.l. through your financial institution and quote the seven digits of the Client No. shown above.

Please note we do not accept Interac e-Transfers.

4. Cheque payments, please mail to :

For CAD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP
c/o T04567C
PO Box 4567, Stn A
Toronto ON M5W 0J1

For USD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP
c/o T04567U
PO Box 4567, Stn A
Toronto ON M5W 0J1



Appendix #1
Summary of Fees

Name	Level	Role	Hours	Rate	Amount
Sleeth, Jorden	Partner	Monitor	19.3	900.00	17,370.00
Ambachtsheer, Todd	Partner	Monitor	5.7	900.00	5,130.00
Moons, Laurent	Partner	Monitor	1.0	900.00	900.00
Lin, Mu-Shan Martin	Senior Manager	Monitor	45.3	600.00	27,180.00
Lazor, Stephanie	Manager	Monitor	2.0	500.00	1,000.00
Hong, Matthew	Staff	Monitor	31.5	375.00	11,812.50
Gao, Peiqi	Staff	SISP	1.0	375.00	375.00
Roter, Zac	Staff	SISP	0.5	375.00	187.50
Conorton, Laura	Administrative Staff	Monitor	0.5	200.00	100.00
Total Professional Hours and Fees			106.8		64,055.00
Courtesy discount (Phase 1 report reimbursement)					(5,000.00)
Out-of-pocket Expenses - taxi, car rentals, fuel, tolls					1,365.61
Total Fees and Expenses (CAD)					60,420.61



Appendix #2
Work performed up to September 21, 2024

Date	Name	Narrative	Hours
9/16/2024	Sleeth, Jorden	Misc - review AQM data requests and comment; review [REDACTED]	1.0
9/16/2024	Ambachtsheer, Todd	Review and discuss Monitor report; discuss cash flows	2.2
9/16/2024	Hong, Matthew	Attend client premise, prepare variance analysis, respond to creditor inquiries re. weppa, [REDACTED]	7.8
9/16/2024	Lin, Mu-Shan Martin	Address Monitor Report comments, including expanding the SISP section. [REDACTED] Draft email re. AR and inventory reconciliation.	4.3
9/16/2024	Lin, Mu-Shan Martin	Update the CFF to include the pro fee section, circulate the same. Approve payment requests.	5.3
9/16/2024	Roter, Zac	Salesforce to input buyers list	0.5
9/17/2024	Ambachtsheer, Todd	Review and discuss cash flows; review court materials	1.5
9/17/2024	Lazor, Stephanie	Review Agreement and provide comments (email) - quick discuss with Laurent (re: HST issue at CS)	1.7
9/17/2024	Lin, Mu-Shan Martin	Attend client site. Preliminary review of the variance analysis. Review the AR analysis, discuss the same with R. Nedadur. Discuss the CFF with T. Ambachtsheer and update accordingly.	6.2
9/17/2024	Lin, Mu-Shan Martin	Discuss the final version of the CFF with R. Nedadur. Setup [REDACTED]. Update the CFF section of the Monitor Report.	4.2
9/17/2024	Hong, Matthew	Weekly variance analysis, expense approvals	8.2
9/17/2024	Sleeth, Jorden	Prepare for and attend all hands call; review APA markups from DLA, email to Dentons re: same; review draft orders	1.2
9/17/2024	Sleeth, Jorden	Email to and dcw Alon Spindel (Brampton landlord)	0.5
9/18/2024	Conorton, Laura	Website updates	0.2
9/18/2024	Lin, Mu-Shan Martin	Attend client site. Updated CFF based on R. Nedadur's comments. Internal call to discuss Monitor Report. Update Monitor Report to include additional reliefs sought by the Applicants. Review variance analysis and provide comments.	6.2
9/18/2024	Lin, Mu-Shan Martin	Discuss with EMS regarding WEPPA. Further update to the CFF. Review AP summary. [REDACTED]	3.4

Date	Name	Narrative	Hours
9/18/2024	Hong, Matthew	Address variance analysis review comments, review and approve payments made by EMS and affiliates, internal call with M.Lin re. variance analysis, update appendix in affidavit	6.4
9/18/2024	Sleeth, Jorden	Call with [REDACTED] SISP status update; internal call with Monitor team re: CFF, report, other deliverables	0.4
9/18/2024	Sleeth, Jorden	Review purchaser edits to APA; various emails and calls with R. Nedadur re APA, tax, lease, other considerations, [REDACTED] re: purchaser edits to APA, quota; fee affidavit	1.5
9/18/2024	Gao, Peiqi	Checking quota	0.5
9/19/2024	Moons, Laurent	Discussions + review re: Cold Storage HST	1.0
9/19/2024	Lazor, Stephanie	Cleaned up/finalized per Laurent's comments and sent post concurrence (re HST at CS)	0.3
9/19/2024	Hong, Matthew	Internal discussion with M.Lin re. Variance analysis review comments and upcoming deliverables, call with T. Ambachtsheer re. variance analysis comments, [REDACTED]	4.2
9/19/2024	Lin, Mu-Shan Martin	Review updated variance analysis. Update Monitor Report based on Dentons comments. Approve payment requests. Discuss the DCF calculations with M. Hong. Update AR and AP analysis.	7.4
9/19/2024	Sleeth, Jorden	Review NoM and related materials (orders, affidavit), provide comments; prepare fee affidavit; initial CFF review, circulate to TGF; [REDACTED]; review HST analysis; review NOL use on sale transaction with RN	3.5
9/19/2024	Sleeth, Jorden	Attend to APA - call with DLA, debrief with R. Kennedy, calls with R. Nedadur re: quota, review DLA revisions, approve APA and transaction; review lease amendment, circulate to V Cross, call with Landlord, dcw SD and PH re same	3.9
9/19/2024	Gao, Peiqi	Checking customer A contract and others	0.5
9/20/2024	Conorton, Laura	website update	0.3
9/20/2024	Lin, Mu-Shan Martin	Attend client site. Address comments from Dentons re. the Monitor Report. Approve payment requests. Review and update the cash flow notes. Revise the Cash Flow Forecast. Review the Management Rep Letter.	8.3
9/20/2024	Sleeth, Jorden	Review and revise Monitor report, review cash flow, call with team re: same; review Dentons revisions, call with V Cross adn R. Kennedy, review CF Notes, DIP amending agmt, lease assignment and finalize report	7.3



Date	Name	Narrative	Hours
9/20/2024	Ambachtsheer, Todd	Review and discuss cash flows; review court materials	2.0
9/20/2024	Hong, Matthew	Internal call with J. Sleeth, T. Ambachtsheer, and M. Lin re. Monitor Report, Various calls with M. Lin re. updating the monitor report	4.9
Total			106.8



ATTN: Rob Vanden Broek
Eastern Meat Solutions Inc.
5090 Explorer Drive,
Suite 203
Mississauga ON L4W 4T9
Canada

Invoice 8005249829

Deloitte Restructuring Inc.
Bay Adelaide Centre
8 Adelaide Street West, Suite 200
Toronto ON M5H 0A9

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

Date:	October 10, 2024
Client No.:	1123210
WBS#:	EAS00748
Engagement Partner:	Jorden Sleeth
GST/HST Registration:	122893605RT0001
QST Registration:	1012314163TQ0001

For professional services rendered

Fees

In connection to our engagement letter dated May 7, 2024 for the period to September 28, 2024.
Please see attached appendices.

HST applicable	33,592.50
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Expense

Out-of-pocket Expenses - Taxi, Car Rentals, Fuel, Tolls.

HST applicable	2,935.47
Administrative Expense	1,007.78

Sales Tax

HST at 13.00 %	4,879.65
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Total Amount Due (CAD)	42,415.40
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Accounts shall be due and payable when rendered. Interest shall be calculated at a simple daily rate of 0.0493% (equivalent to 18% per annum). Interest shall be charged and payable at this rate on any part of an account which remains unpaid from thirty(30) days after the invoice date to the date on which the entire account is paid.



Invoice Number 8005249829

October 10, 2024

Use the following payment methods and ensure your payment contains the details provided in the example.

Client Name	Client#	Invoice#	Amount (CAD)	Comments
Eastern Meat Solutions Inc.	1123210	8005249829	42,415.40	Payment for invoice 8005249829

Contact:

Please send payment confirmation by email to: receivablesdebiturs@deloitte.ca, and reference the invoice number(s) paid

Payment Options

1. EFT Payments(remittance email mandatory) :

Preferred Method

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Transit – Institution : 47696-002

Account Number : 1590219

USD Payment

Transit – Institution : 47696-002

Account Number : 1363514

2. Wire Payment :

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Account Number : 476961590219

Swift Code : NOSCCATT

USD Payment, Beneficiary Bank (Bank of Nova Scotia) :

Account Number : 476961363514

Swift Code : NOSCCATT

Clearing Code : CC000247696

Address: P.O. Box 4234 STN A, Toronto ON M4W 5P6

USD Payment, Intermediary Bank (Bank of America NA) :

Address: 222 Broadway, New York, NY 10038

Account Number : 476961363514

Swift Code : BOFAUS3N

ABA Routing Number : 026009593

Note: Intermediary Bank information may not be required for payments coming from outside the US

3. Online Payment :

Select either Deloitte LLP or Deloitte S.E.N.C.R.L./s.r.l. through your financial institution and quote the seven digits of the Client No. shown above.

Please note we do not accept Interac e-Transfers.

4. Cheque payments, please mail to :

For CAD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP

c/o T04567C

PO Box 4567, Stn A

Toronto ON M5W 0J1

For USD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP

c/o T04567U

PO Box 4567, Stn A

Toronto ON M5W 0J1



Appendix #1
Summary of Fees

Name	Level	Role	Hours	Rate	Amount
Sleeth, Jorden	Partner	Monitor	3.5	900.00	3,150.00
Ambachtsheer, Todd	Partner	Monitor	6.0	900.00	5,400.00
Lin, Mu-Shan Martin	Senior Manager	Monitor	23.2	600.00	13,920.00
Hong, Matthew	Staff	Monitor	26.5	375.00	9,937.50
Gao, Peiqi	Staff	SISP	3.0	375.00	1,125.00
Conorton, Laura	Administrative Staff	Monitor	0.3	200.00	60.00
Total Professional Hours and Fees			62.5		33,592.50
Courtesy discount					-
Out-of-pocket Expenses - taxi, car rentals, fuel, tolls					2,935.47
Total Fees and Expenses (CAD)					36,527.97



Appendix #2
Work performed up to September 28, 2024

Date	Name	Narrative	Hours
9/23/2024	Hong, Matthew	Attend client premise; draft weekly VA.	5.6
9/23/2024	Sleeth, Jorden	Finalize monitor report, call with EMS re: report comments, cash flow, DIP; weekly call with EMS and TGF; call [REDACTED]	3.5
9/23/2024	Ambachtsheer, Todd	Weekly call; draft update for report; call on report; [REDACTED]	2.5
9/23/2024	Lin, Mu-Shan Martin	Attend client site. Update the Monitor Report [REDACTED] Discuss the CFF with R. Nedadur, R. Vanden Broek, and T. Ambachtsheer. Finalize the CFF and CF notes.	3.7
9/24/2024	Conorton, Laura	Update website.	0.2
9/24/2024	Lin, Mu-Shan Martin	Finalize the AR and AP analysis. Discuss the same with R. Nedadur. Discuss the variance analysis with M. Hong. Inquire with EMS re. the status of the wind down.	3.6
9/24/2024	Ambachtsheer, Todd	Calls re: SISP; discuss inventory count needs.	0.5
9/24/2024	Hong, Matthew	Weekly Variance Analysis. Call with F. Khalid re. classification of entries. Call with M. Lin re. variance analysis.	4.2
9/24/2024	Gao, Peiqi	Financial rollover files preparation and distribute.	3.0
9/25/2024	Conorton, Laura	Update website.	0.1
9/25/2024	Hong, Matthew	Draft variance analysis and address M. Lin's review comments.	7.1
9/25/2024	Lin, Mu-Shan Martin	Run through CFF with M. Hong. Discuss with M. Hong re. changes required for the variance analysis due to the new CFF. Review [REDACTED]. Review and update the variance analysis.	6.3
9/25/2024	Ambachtsheer, Todd	Attend court; cash flow discussions.	1.5
9/26/2024	Hong, Matthew	Call with M. Lin re. working capital covenant and weekly variance analysis.	0.4
9/26/2024	Lin, Mu-Shan Martin	Calculate availability for this week based on actuals.	1.4
9/27/2024	Hong, Matthew	Call with R. Nedadur, M. Lin, N. Ahmed, T. Ambachtsheer re. cash flow compliance; call with N. Ahmed, M. Lin, and F. Khalid re. same; update variance analysis for the week.	4.4
9/27/2024	Ambachtsheer, Todd	Call with R. Nedadur re: cash flows; other cash flow calls; coordinate attendance at inventory count.	1.5



Date	Name	Narrative	Hours
9/27/2024	Lin, Mu-Shan Martin	Prepare disbursement trackers. Correspond with EMS re. payment approvals for this week. Recalculate availability for this week based on actuals. Address comments on the VA. Call D. Feregotto and N. Ahmend re. payment approvals and availability.	8.2
9/28/2024	Hong, Matthew	Attend client premise; monitor inventory count; review results and follow up on variances.	4.8
Total			62.5



ATTN: Rob Vanden Broek
Eastern Meat Solutions Inc.
5090 Explorer Drive,
Suite 203
Mississauga ON L4W 4T9
Canada

Invoice 8005294458

Deloitte Restructuring Inc.
Bay Adelaide Centre
8 Adelaide Street West, Suite 200
Toronto ON M5H 0A9

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

Date:	October 25, 2024
Client No.:	1123210
WBS#:	EAS00748
Engagement Partner:	Jorden Sleeth
GST/HST Registration:	122893605RT0001
QST Registration:	1012314163TQ0001

For professional services rendered

Fees

In connection to our engagement letter dated May 7, 2024 for the period to October 5, 2024.

Please see attached appendix for details.

HST applicable	27,360.00
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Expense

Out-of-pocket Expenses - Taxi, Car Rentals, Fuel, Tolls

HST applicable	786.22
Administrative Expense	820.80

Sales Tax

HST at 13.00 %	3,765.71
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Total Amount Due (CAD)	32,732.73
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Accounts shall be due and payable when rendered. Interest shall be calculated at a simple daily rate of 0.0493% (equivalent to 18% per annum). Interest shall be charged and payable at this rate on any part of an account which remains unpaid from thirty(30) days after the invoice date to the date on which the entire account is paid.



Invoice Number 8005294458

October 25, 2024

Use the following payment methods and ensure your payment contains the details provided in the example.

Client Name	Client#	Invoice#	Amount (CAD)	Comments
Eastern Meat Solutions Inc.	1123210	8005294458	32,732.73	Payment for invoice 8005294458

Contact:

Please send payment confirmation by email to: receivablesdebiturs@deloitte.ca, and reference the invoice number(s) paid

Payment Options

1. EFT Payments(remittance email mandatory) :

Preferred Method

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Transit – Institution : 47696-002

Account Number : 1590219

USD Payment

Transit – Institution : 47696-002

Account Number : 1363514

2. Wire Payment :

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Account Number : 476961590219

Swift Code : NOSCCATT

USD Payment, Beneficiary Bank (Bank of Nova Scotia) :

Account Number : 476961363514

Swift Code : NOSCCATT

Clearing Code : CC000247696

Address: P.O. Box 4234 STN A, Toronto ON M4W 5P6

USD Payment, Intermediary Bank (Bank of America NA) :

Address: 222 Broadway, New York, NY 10038

Account Number : 476961363514

Swift Code : BOFAUS3N

ABA Routing Number : 026009593

Note: Intermediary Bank information may not be required for payments coming from outside the US

3. Online Payment :

Select either Deloitte LLP or Deloitte S.E.N.C.R.L./s.r.l. through your financial institution and quote the seven digits of the Client No. shown above.

Please note we do not accept Interac e-Transfers.

4. Cheque payments, please mail to :

For CAD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP
c/o T04567C
PO Box 4567, Stn A
Toronto ON M5W 0J1

For USD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP
c/o T04567U
PO Box 4567, Stn A
Toronto ON M5W 0J1



Appendix #1
Summary of Fees

Name	Level	Role	Hours	Rate	Amount
Sleeth, Jorden	Partner	Monitor	4.2	900.00	3,780.00
Ambachtsheer, Todd	Partner	Monitor	1.1	900.00	990.00
Lin, Mu-Shan Martin	Senior Manager	Monitor	24.3	600.00	14,580.00
Hong, Matthew	Staff	Monitor	21.2	375.00	7,950.00
Conorton, Laura	Administrative Staff	Monitor	0.3	200.00	60.00
Total Professional Hours and Fees			51.1		27,360.00
Courtesy discount					-
Out-of-pocket Expenses - taxi, car rentals, fuel, tolls					786.22
Total Fees and Expenses (CAD)					28,146.22



Appendix #2
Work performed up to October 5, 2024

Date	Name	Narrative	Hours
9/24/2024	Sleeth, Jorden	Call with Allianz re: status of insurance claim and payment.	0.3
9/25/2024	Sleeth, Jorden	Prepare for and attend Court hearing re: SISP result, stay extension.	1.0
9/27/2024	Sleeth, Jorden	Call with T. Ambachtsheer; [REDACTED]	0.4
9/27/2024	Ambachtsheer, Todd	Call with J. Sleeth.	0.2
9/29/2024	Sleeth, Jorden	Various - draft all hands call agenda and circulate.	0.3
9/30/2024	Lin, Mu-Shan Martin	Call N. Ahmed re. disbursement availability. [REDACTED] [REDACTED] Distribute the same.	6.7
9/30/2024	Ambachtsheer, Todd	Weekly call; review variance.	0.9
9/30/2024	Hong, Matthew	Prepare weekly variance analysis for week ended September 29, internal call with M. Lin and T. Ambachtsheer re. WEPPA.	3.8
9/30/2024	Sleeth, Jorden	Various - all hands call; [REDACTED] [REDACTED] review and circulate lease assignment agreement to Brampton landlord.	1.5
10/1/2024	Conorton, Laura	Update website.	0.3
10/1/2024	Sleeth, Jorden	Attend closing call with TGF and DLA.	0.4
10/1/2024	Hong, Matthew	Call with F. Khalid re. variance analysis and unclassified transactions, call with M. Mehdi and M.Lin re. WEPPA, address review comments on WEPPA POC.	4.9
10/1/2024	Lin, Mu-Shan Martin	Attend call with EMS re. WEPPA information. Review WEPPA workbook. Check availability based on payment request. Review variance analysis.	5.3
10/2/2024	Hong, Matthew	Address M. Lin's review comments for VA, Call with creditors Re. CCAA, update disbursement tracker based on current week results, various calls with Sierra and Eastern Meats. Call F. Khalid, N. Ahmed re. approval of payments, payment scheduling, working capital.	4.6
10/2/2024	Sleeth, Jorden	Attend closing call with DLA and TGF.	0.3
10/2/2024	Lin, Mu-Shan Martin	Call with J. Sleeth [REDACTED] Review variance analysis.	1.3
10/3/2024	Hong, Matthew	Finalize Variance Analysis, follow up with client re. disbursements made, update disbursement tracker, various internal discussions with M.Lin re. WEPPA and disbursements.	4.7

Date	Name	Narrative	Hours
10/3/2024	Lin, Mu-Shan Martin	Call M. Mehdi re. SIN numbers for terminated employees. Inquire with EMS re. employee disbursements for week ended Sept 29. [REDACTED] R. Nedadur. Address comments on the VA.	4.3
10/4/2024	Lin, Mu-Shan Martin	Attend call with N. Ahmed re. availability for this week. Address comments on the VA. Research WEPPA eligibility for terminated employees due to performance related reasons. Prepare and review WEPPA workbook.	6.7
10/4/2024	Hong, Matthew	Call with N. Ahmed re. disbursements, review of WEPPA, address variance analysis	3.2
Total			51.1



ATTN: Rob Vanden Broek
Eastern Meat Solutions Inc.
5090 Explorer Drive,
Suite 203
Mississauga ON L4W 4T9
Canada

Invoice 8005294457

Deloitte Restructuring Inc.
Bay Adelaide Centre
8 Adelaide Street West, Suite 200
Toronto ON M5H 0A9

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

Date:	October 25, 2024
Client No.:	1123210
WBS#:	EAS00748
Engagement Partner:	Jorden Sleeth
GST/HST Registration:	122893605RT0001
QST Registration:	1012314163TQ0001

For professional services rendered

Fees

In connection to our engagement letter dated May 7, 2024 for the period to October 12, 2024.

Please see attached appendix for details.

HST applicable	23,640.00
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Expense

Out-of-pocket Expenses - Taxi, Car Rentals, Fuel, Tolls

HST applicable	686.49
Administrative Expense	709.20

Sales Tax

HST at 13.00 %	3,254.64
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Total Amount Due (CAD)	28,290.33
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Accounts shall be due and payable when rendered. Interest shall be calculated at a simple daily rate of 0.0493% (equivalent to 18% per annum). Interest shall be charged and payable at this rate on any part of an account which remains unpaid from thirty(30) days after the invoice date to the date on which the entire account is paid.



Invoice Number 8005294457

October 25, 2024

Use the following payment methods and ensure your payment contains the details provided in the example.

Client Name	Client#	Invoice#	Amount (CAD)	Comments
Eastern Meat Solutions Inc.	1123210	8005294457	28,290.33	Payment for invoice 8005294457

Contact:

Please send payment confirmation by email to: receivablesdebiturs@deloitte.ca, and reference the invoice number(s) paid

Payment Options

1. EFT Payments(remittance email mandatory) :

Preferred Method

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Transit – Institution : 47696-002

Account Number : 1590219

USD Payment

Transit – Institution : 47696-002

Account Number : 1363514

2. Wire Payment :

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Account Number : 476961590219

Swift Code : NOSCCATT

USD Payment, Beneficiary Bank (Bank of Nova Scotia) :

Account Number : 476961363514

Swift Code : NOSCCATT

Clearing Code : CC000247696

Address: P.O. Box 4234 STN A, Toronto ON M4W 5P6

USD Payment, Intermediary Bank (Bank of America NA) :

Address: 222 Broadway, New York, NY 10038

Account Number : 476961363514

Swift Code : BOFAUS3N

ABA Routing Number : 026009593

Note: Intermediary Bank information may not be required for payments coming from outside the US

3. Online Payment :

Select either Deloitte LLP or Deloitte S.E.N.C.R.L./s.r.l. through your financial institution and quote the seven digits of the Client No. shown above.

Please note we do not accept Interac e-Transfers.

4. Cheque payments, please mail to :

For CAD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP
c/o T04567C
PO Box 4567, Stn A
Toronto ON M5W 0J1

For USD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP
c/o T04567U
PO Box 4567, Stn A
Toronto ON M5W 0J1



Appendix #1
Summary of Fees

Name	Level	Role	Hours	Rate	Amount
Sleeth, Jorden	Partner	Monitor	11.5	900.00	10,350.00
Ambachtsheer, Todd	Partner	Monitor	0.8	900.00	720.00
Lin, Mu-Shan Martin	Senior Manager	Monitor	10.7	600.00	6,420.00
Hong, Matthew	Staff	Monitor	16.4	375.00	6,150.00
Total Professional Hours and Fees			39.4		23,640.00
Courtesy discount					-
Out-of-pocket Expenses - taxi, car rentals, fuel, tolls					686.49
Total Fees and Expenses (CAD)					24,326.49



Appendix #2

Work performed up to October 12, 2024

Date	Name	Narrative	Hours
10/6/2024	Sleeth, Jorden	[REDACTED]; call with T. Ambachtsheer, circulate emails to R. Kennedy, review emails from DRI SISP team.	1.0
10/7/2024	Hong, Matthew	Call with M. Lin re. WEPPA, update disbursement tracker based on approved expenses, update variance analysis for week ended October 5	4.6
10/7/2024	Lin, Mu-Shan Martin	Review and send the WEPPA information to T. Ambachtsheer.	1.2
10/7/2024	Sleeth, Jorden	[REDACTED]; update call with TGF/EMS; call with V. Cross of Dentons re: [REDACTED]	1.0
10/7/2024	Sleeth, Jorden	Attend transaction closing call with counsel; review VA and comment.	0.8
10/8/2024	Hong, Matthew	Draft variance commentary analysis, review and approve daily disbursements, update disbursement tracker, call with F. Khalid re. transaction classifications.	4.3
10/8/2024	Lin, Mu-Shan Martin	Review the variance analysis and provide comments. Review daily disbursements.	3.2
10/8/2024	Sleeth, Jorden	Attend transaction closing call with counsel; [REDACTED] and W/C mechanism on closing.	0.7
10/9/2024	Sleeth, Jorden	Call [REDACTED]	0.4
10/9/2024	Hong, Matthew	Address variance analysis review comments; internal discussion with M. Lin re. variance analysis; update disbursement tracker.	3.7
10/9/2024	Lin, Mu-Shan Martin	Review the variance analysis. Review transactions for this week. Call N. Ahmed re. disbursements.	3.6
10/10/2024	Lin, Mu-Shan Martin	Attend disbursement calls with N. Ahmed. Review and finalize the variance analysis.	2.7
10/10/2024	Hong, Matthew	Call with M. Lin re. variance analysis; address review comments from T. Ambachtsheer; call with N. Ahmed and M. Lin re. disbursement tracker	3.8
10/10/2024	Sleeth, Jorden	Review VA and comment; [REDACTED]	3.5
10/10/2024	Sleeth, Jorden	Closing issues - review email to landlord, liaise with Dentons re: same; update call with Rebecca Kennedy; [REDACTED]	1.0
10/10/2024	Ambachtsheer, Todd	Discussions with J. Sleeth; review variance analysis; review payment approvals.	0.8

Date	Name	Narrative	Hours
10/11/2024	Sleeth, Jorden	Various - call with YVF re: closing w/c mechanics; [REDACTED]; monitor and Dentons call re: closing, o/s workstreams/issues.	1.6
10/11/2024	Sleeth, Jorden	[REDACTED] closing call with DLA and TGF and Dentons; update call with Dentons re: CS business, transaction closing, insurance, HST.	1.5
Total			39.4



ATTN: Rob Vanden Broek
Eastern Meat Solutions Inc.
5090 Explorer Drive,
Suite 203
Mississauga ON L4W 4T9
Canada

Invoice 8005333745

Deloitte Restructuring Inc.
Bay Adelaide Centre
8 Adelaide Street West, Suite 200
Toronto ON M5H 0A9

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

Date: November 05, 2024
Client No.: 1123210
WBS#: EAS00748
Engagement Partner: Jorden Sleeth

GST/HST Registration: 122893605RT0001
QST Registration: 1012314163TQ0001

For professional services rendered

Fees

In connection to our engagement letter dated May 7, 2024 for the period to October 19, 2024.

Please see attached appendices.

HST applicable 26,995.00

Expense

Out-of-pocket Expenses - taxi, car rentals, fuel, tolls.

HST applicable 138.93
Administrative Expense 809.85

Sales Tax

HST at 13.00 % 3,632.69

Total Amount Due (CAD) 31,576.47

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



Invoice Number 8005333745

November 05, 2024

Use the following payment methods and ensure your payment contains the details provided in the example.

Client Name	Client#	Invoice#	Amount (CAD)	Comments
Eastern Meat Solutions Inc.	1123210	8005333745	31,576.47	Payment for invoice 8005333745

Contact:

Please send payment confirmation by email to: receivablesdebiturs@deloitte.ca, and reference the invoice number(s) paid

Payment Options

1. EFT Payments(remittance email mandatory) :

Preferred Method

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Transit – Institution : 47696-002

Account Number : 1590219

USD Payment

Transit – Institution : 47696-002

Account Number : 1363514

2. Wire Payment :

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Account Number : 476961590219

Swift Code : NOSCCATT

USD Payment, Beneficiary Bank (Bank of Nova Scotia) :

Account Number : 476961363514

Swift Code : NOSCCATT

Clearing Code : CC000247696

Address: P.O. Box 4234 STN A, Toronto ON M4W 5P6

USD Payment, Intermediary Bank (Bank of America NA) :

Address: 222 Broadway, New York, NY 10038

Account Number : 476961363514

Swift Code : BOFAUS3N

ABA Routing Number : 026009593

Note: Intermediary Bank information may not be required for payments coming from outside the US

3. Online Payment :

Select either Deloitte LLP or Deloitte S.E.N.C.R.L./s.r.l. through your financial institution and quote the seven digits of the Client No. shown above.

Please note we do not accept Interac e-Transfers.

4. Cheque payments, please mail to :

For CAD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP

c/o T04567C

PO Box 4567, Stn A

Toronto ON M5W 0J1

For USD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP

c/o T04567U

PO Box 4567, Stn A

Toronto ON M5W 0J1



Appendix #1
Summary of Fees

Name	Level	Role	Hours	Rate	Amount
Sleeth, Jorden	Partner	Monitor	13.5	900.00	12,150.00
Ambachtsheer, Todd	Partner	Monitor	3.0	900.00	2,700.00
Lin, Mu-Shan Martin	Senior Manager	Monitor	8.8	600.00	5,280.00
Hong, Matthew	Staff	Monitor	18.2	375.00	6,825.00
Conorton, Laura	Administrative Staff	Monitor	0.2	200.00	40.00
Total Professional Hours and Fees			43.7		26,995.00
Courtesy discount					-
Out-of-pocket Expenses - taxi, car rentals, fuel, tolls					138.93
Total Fees and Expenses (CAD)					27,133.93



Appendix #2
Work performed up to October 19, 2024

Date	Name	Narrative	Hours
10/14/2024	Sleeth, Jorden	[REDACTED] draft memo to TGF, develop waterfall analysis, [REDACTED] with Ramesh re same.	4.5
10/15/2024	Lin, Mu-Shan Martin	Approve disbursements.	1.2
10/15/2024	Ambachtsheer, Todd	Discussions with J. Sleeth; strategy call	1.8
10/15/2024	Sleeth, Jorden	Various - closing call with DLA; planning call with EMS, TGF [REDACTED] to EMS; finalize waterfall and draft email memo for RN, circulate and discuss with RN; email memo to Dentons re: Loblaw	3.5
10/16/2024	Conorton, Laura	Website updates, reviewing and providing wire details	0.2
10/16/2024	Lin, Mu-Shan Martin	Review the WEPPA template.	0.9
10/16/2024	Hong, Matthew	Weekly variance analysis; responding to creditor emails re. CCAA; update service listing; call with J. Fornear re. outstanding invoice balances; call with F. Khalid re. classifying transactions; call with N. Ahmed re. current bank balance	7.9
10/16/2024	Ambachtsheer, Todd	[REDACTED] discuss cash flows; review WEPPA documents	1.2
10/16/2024	Sleeth, Jorden	Closing call with DLA [REDACTED] [REDACTED] correspondence; circulate Monitor cert re: Processing sale.	2.0
10/17/2024	Hong, Matthew	Complete variance analysis; review [REDACTED] inquiries; compile SCFI actual results throughout CCAA period	6.9
10/17/2024	Lin, Mu-Shan Martin	Address comments on WEPPA letter and send the same to Dentons. Review the variance analysis for week ended Oct 13.	3.2
10/17/2024	Sleeth, Jorden	Discussions with R. Kennedy (TGF) re: closing of processing, [REDACTED]	0.5
10/18/2024	Hong, Matthew	Address review comments for variance analysis from M. Lin; call with N. Ahmed re. current bank balance	3.4
10/18/2024	Lin, Mu-Shan Martin	Discuss the variance analysis with M. Hong and leave comments. Review and finalize the variance analysis. Address comments on the variance analysis.	3.5
10/18/2024	Sleeth, Jorden	Review closing documents (inventory estimate consent), direction to pay; review and respond to RVB issues list; call with T. Ambachtsheer re: closing, DIP	3.0
Total			43.7



ATTN: Rob Vanden Broek
Eastern Meat Solutions Inc.
5090 Explorer Drive,
Suite 203
Mississauga ON L4W 4T9
Canada

Invoice 8005333751

Deloitte Restructuring Inc.
Bay Adelaide Centre
8 Adelaide Street West, Suite 200
Toronto ON M5H 0A9

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

Date: November 05, 2024
Client No.: 1123210
WBS#: EAS00748
Engagement Partner: Jorden Sleeth

GST/HST Registration: 122893605RT0001
QST Registration: 1012314163TQ0001

For professional services rendered

Fees

In connection to our engagement letter dated May 7, 2024 for the period to October 26, 2024.

Please see attached appendices.

Sales Tax

HST applicable	37,802.50
Administrative Expense	1,134.08
HST at 13.00 %	5,061.76
Total Amount Due (CAD)	43,998.34

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



Invoice Number 8005333751

November 05, 2024

Use the following payment methods and ensure your payment contains the details provided in the example.

Client Name	Client#	Invoice#	Amount (CAD)	Comments
Eastern Meat Solutions Inc.	1123210	8005333751	43,998.34	Payment for invoice 8005333751

Contact:

Please send payment confirmation by email to: receivablesdebiturs@deloitte.ca, and reference the invoice number(s) paid

Payment Options

1. EFT Payments(remittance email mandatory) :

Preferred Method

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Transit – Institution : 47696-002

Account Number : 1590219

USD Payment

Transit – Institution : 47696-002

Account Number : 1363514

2. Wire Payment :

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Account Number : 476961590219

Swift Code : NOSCCATT

USD Payment, Beneficiary Bank (Bank of Nova Scotia) :

Account Number : 476961363514

Swift Code : NOSCCATT

Clearing Code : CC000247696

Address: P.O. Box 4234 STN A, Toronto ON M4W 5P6

USD Payment, Intermediary Bank (Bank of America NA) :

Address: 222 Broadway, New York, NY 10038

Account Number : 476961363514

Swift Code : BOFAUS3N

ABA Routing Number : 026009593

Note: Intermediary Bank information may not be required for payments coming from outside the US

3. Online Payment :

Select either Deloitte LLP or Deloitte S.E.N.C.R.L./s.r.l. through your financial institution and quote the seven digits of the Client No. shown above.

Please note we do not accept Interac e-Transfers.

4. Cheque payments, please mail to :

For CAD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP
c/o T04567C
PO Box 4567, Stn A
Toronto ON M5W 0J1

For USD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP
c/o T04567U
PO Box 4567, Stn A
Toronto ON M5W 0J1



Appendix #1
Summary of Fees

Name	Level	Role	Hours	Rate	Amount
Sleeth, Jorden	Partner	Monitor	11.3	900.00	10,170.00
Ambachtsheer, Todd	Partner	Monitor	3.8	900.00	3,420.00
Lin, Mu-Shan Martin	Senior Manager	Monitor	15.9	600.00	9,540.00
Lazor, Stephanie	Manager	Monitor	1.0	500.00	500.00
Brown, Rose	Manager	Monitor	0.5	500.00	250.00
Hong, Matthew	Staff	Monitor	36.7	375.00	13,762.50
Conorton, Laura	Administrative Staff	Monitor	0.8	200.00	160.00
Total Professional Hours and Fees			70.0		37,802.50
Courtesy discount					-
Out-of-pocket Expenses - taxi, car rentals, fuel, tolls					-
Total Fees and Expenses (CAD)					37,802.50



Appendix #2

Work performed up to October 26, 2024

Date	Name	Narrative	Hours
10/21/2024	Ambachtsheer, Todd	Review covenant and emails related to same; review variance analysis; call on options with R. Vanden Broek and R. Nedadur	1.5
10/21/2024	Lin, Mu-Shan Martin	Call M. Hong re. the revised CFF. Respond to comment from T. Ambachtsheer in the variance analysis.	0.8
10/21/2024	Lazor, Stephanie	Respond to client's questions and Jorden's email (re-review of agreement to confirm supplier etc)	0.8
10/21/2024	Hong, Matthew	Call with [REDACTED] call with M. Lin re. October Cash Flow; update disbursement tracker; review payment approvals	4.6
10/21/2024	Conorton, Laura	Website updates	0.1
10/21/2024	Sleeth, Jorden	Update call with EMS, TGF, Dentons; call with RVB, RN and T. Ambachtsheer re: [REDACTED] GST, [REDACTED] memo to RN re: [REDACTED]	2.0
10/21/2024	Sleeth, Jorden	Attend to closing deliveries and queries from TGF and Dentons re: HST election, funding direction, restrictive covenant, indemnity and transition agreement.	1.5
10/22/2024	Ambachtsheer, Todd	Various - calls with J. Sleeth and M. Hong re: claims, cash flow, closing; review initial VA report and provide comments.	1.0
10/22/2024	Lin, Mu-Shan Martin	Review the variance analysis and leave comments.	2.3
10/22/2024	Hong, Matthew	Call with [REDACTED] [REDACTED] complete variance analysis; create October cash flow	8.9
10/22/2024	Sleeth, Jorden	Various - emails to TGF re: closing, call with R. Kennedy re: same; [REDACTED] dcw RVB re same	0.5
10/23/2024	Ambachtsheer, Todd	Distribute variance analysis; review short term cash flow forecast	0.1
10/23/2024	Hong, Matthew	Draft updated October cash flow; address review comments from M. Lin re. variance analysis	8.3
10/23/2024	Lin, Mu-Shan Martin	Review and prepare the short-term cash flow forecast. Summarize the CFF and distribute. Review variance analysis and distribute. Address comments on the CFF.	6.4
10/23/2024	Sleeth, Jorden	Call with TGF [REDACTED] [REDACTED] email Dentons re: approach to [REDACTED]	1.8

Date	Name	Narrative	Hours
10/24/2024	Lazor, Stephanie	Finalized and sent to Jorden post concurrence	0.2
10/24/2024	Conorton, Laura	Website update	0.1
10/24/2024	Hong, Matthew	Internal discussion with M.Lin re. WEPPA; updating cash flow based on R. Nedadur request; address comments from T. Ambachtsheer	8.5
10/24/2024	Lin, Mu-Shan Martin	Update the short-term CFF. Attend call with R. Nedadur re. CFF. Review WEPPA letter. Distribute email internally.	4.6
10/24/2024	Sleeth, Jorden	Call with RVB and RN re: [REDACTED], closing of processing; prepare for and attend BMO call (update deck), debrief same with V. Cross and T. Ambachtsheer; attend to closing documents	3.0
10/25/2024	Lin, Mu-Shan Martin	Update the CFF to current balances. Include actual disbursements. Draft and send email to R. Nedadur re. the CFF.	1.8
10/25/2024	Brown, Rose	Trust Banking Adm - confirm wire Rec'd in Trust Account. Send email to RBC and confirm with the team that it was received.	0.5
10/25/2024	Conorton, Laura	Website updates. Reviewing communications re incoming wire and discussion with team and further correspondence with bank	0.6
10/25/2024	Hong, Matthew	Update proof of claims; update October cash flow; call with T. Ferreira re. set off and outstanding payables; respond to creditor emails	6.4
10/25/2024	Ambachtsheer, Todd	Review variance analysis; discussions on cash flow	1.2
10/25/2024	Sleeth, Jorden	Attend to closing matters - receive funds, execute and return monitor certificate; email to Allianz re AR insurance	2.5
Total			70.0



ATTN: Rob Vanden Broek
Eastern Meat Solutions Inc.
5090 Explorer Drive,
Suite 203
Mississauga ON L4W 4T9
Canada

Invoice 8005333756

Deloitte Restructuring Inc.
Bay Adelaide Centre
8 Adelaide Street West, Suite 200
Toronto ON M5H 0A9

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

Date: November 05, 2024
Client No.: 1123210
WBS#: EAS00748
Engagement Partner: Jorden Sleeth

GST/HST Registration: 122893605RT0001
QST Registration: 1000870419TQ0002

For professional services rendered

Fees

In connection to our engagement letter dated May 7, 2024 for the period to November 2, 2024.

Please see attached appendices for details.

HST applicable	25,427.50
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Expense

Out-of-pocket Expenses - Firmex

HST applicable	909.65
Administrative Expense	762.83

Sales Tax

HST at 13.00 %	3,523.00
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Total Amount Due (CAD)	30,622.98
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Accounts shall be due and payable when rendered. Interest shall be calculated at a simple daily rate of 0.0493% (equivalent to 18% per annum). Interest shall be charged and payable at this rate on any part of an account which remains unpaid from thirty(30) days after the invoice date to the date on which the entire account is paid.



Invoice Number 8005333756

November 05, 2024

Use the following payment methods and ensure your payment contains the details provided in the example.

Client Name	Client#	Invoice#	Amount (CAD)	Comments
Eastern Meat Solutions Inc.	1123210	8005333756	30,622.98	Payment for invoice 8005333756

Contact:

Please send payment confirmation by email to: receivablesdebiturs@deloitte.ca, and reference the invoice number(s) paid

Payment Options

1. EFT Payments(remittance email mandatory) :

Preferred Method

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Transit – Institution : 47696-002

Account Number : 1590219

USD Payment

Transit – Institution : 47696-002

Account Number : 1363514

2. Wire Payment :

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Account Number : 476961590219

Swift Code : NOSCCATT

USD Payment, Beneficiary Bank (Bank of Nova Scotia) :

Account Number : 476961363514

Swift Code : NOSCCATT

Clearing Code : CC000247696

Address: P.O. Box 4234 STN A, Toronto ON M4W 5P6

USD Payment, Intermediary Bank (Bank of America NA) :

Address: 222 Broadway, New York, NY 10038

Account Number : 476961363514

Swift Code : BOFAUS3N

ABA Routing Number : 026009593

Note: Intermediary Bank information may not be required for payments coming from outside the US

3. Online Payment :

Select either Deloitte LLP or Deloitte S.E.N.C.R.L./s.r.l. through your financial institution and quote the seven digits of the Client No. shown above.

Please note we do not accept Interac e-Transfers.

4. Cheque payments, please mail to :

For CAD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP
c/o T04567C
PO Box 4567, Stn A
Toronto ON M5W 0J1

For USD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP
c/o T04567U
PO Box 4567, Stn A
Toronto ON M5W 0J1



Appendix #1
Summary of Fees

Name	Level	Role	Hours	Rate	Amount
Sleeth, Jorden	Partner	Monitor	5.8	900.00	5,220.00
Ambachtsheer, Todd	Partner	Monitor	3.0	900.00	2,700.00
Lin, Mu-Shan Martin	Senior Manager	Monitor	10.2	600.00	6,120.00
Lazor, Stephanie	Manager	Monitor	0.5	500.00	250.00
Hong, Matthew	Staff	Monitor	28.9	375.00	10,837.50
Xie, Jason	Staff	Monitor	0.8	375.00	300.00
Total Professional Hours and Fees			49.2		25,427.50
Courtesy discount					-
Out-of-pocket Expenses - Firmex					909.65
Total Fees and Expenses (CAD)					26,337.15



Appendix #2
Work performed up to November 2, 2024

Date	Name	Narrative	Hours
10/27/2024	Sleeth, Jorden	Review outstanding items, memo to TGF re: same, emails to R. Nedadur re: same; reply to Allianz.	1.0
10/27/2024	Hong, Matthew	Compile WEPPA Documents with updated estate number	0.6
10/28/2024	Sleeth, Jorden	Various - EMS-TGF-Monitor call re: closing, cash items, restructuring strategy; review cash flow and pro fee payment status; [REDACTED], call with R. Kennedy (Detons), review Confed letter, email to Dentons re same	1.5
10/28/2024	Ambachtsheer, Todd	Weekly update call; monitor team discussion	1.0
10/29/2024	Ambachtsheer, Todd	Call with J. Sleeth; review WEPPA	0.5
10/29/2024	Sleeth, Jorden	Emails to Dentons re: [REDACTED] call with TGF re: same	2.0
10/29/2024	Lin, Mu-Shan Martin	Review AR and AP for YVF. Discuss WEPPA with M. Hong.	1.3
10/29/2024	Hong, Matthew	Variance Analysis; reconcile YVR payment schedule; calculate WEPPA for additional employee listing	8.3
10/30/2024	Ambachtsheer, Todd	[REDACTED] review and discuss WEPPA	1.0
10/30/2024	Sleeth, Jorden	Update call [REDACTED] and TGF	0.5
10/30/2024	Hong, Matthew	Complete WEPPA Schedule, address variance analysis review comments and additional inquiries, call [REDACTED]. CRA	7.7
10/30/2024	Lin, Mu-Shan Martin	Review variance analysis. Review the YVF AR and AP analysis. Discuss the rent intercompany payment and review the invoice re. the same.	3.2
10/31/2024	Lin, Mu-Shan Martin	Address comments on the variance analysis. Review WEPPA workbook for second tranche of employees.	3.4
10/31/2024	Hong, Matthew	Update WEPPA termination listing with vacation percentages, call with S. Lam re. WEPPA, call with Service Canada re. tombstone information update, address T. Ambachtsheer re. variance analysis review comments, update October Cash Flow	7.6
10/31/2024	Lazor, Stephanie	Client call re HST and inducement fee	0.5
10/31/2024	Ambachtsheer, Todd	Call on HST	0.5
10/31/2024	Sleeth, Jorden	HST call with RVB, RN and S. Lazor; [REDACTED] [REDACTED]	0.8
10/31/2024	Xie, Jason	Meeting with M.Hong to discuss preparation of WEPPA forms. Preparation of WEPPA form amendments.	0.8

Date	Name	Narrative	Hours
11/1/2024	Lin, Mu-Shan Martin	Discuss the CFF with M. Hong. Review WEPPA calculation.	2.3
11/1/2024	Hong, Matthew	Review payment approvals, send out WEPPA letters, update october cash flow forecast	4.7
Total			49.2



ATTN: Rob Vanden Broek
Eastern Meat Solutions Inc.
5090 Explorer Drive,
Suite 203
Mississauga ON L4W 4T9
Canada

Invoice 8005356977

Deloitte Restructuring Inc.
Bay Adelaide Centre
8 Adelaide Street West, Suite 200
Toronto ON M5H 0A9

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

Date: November 12, 2024
Client No.: 1123210
WBS#: EAS00748
Engagement Partner: Jorden Sleeth

GST/HST Registration: 122893605RT0001
QST Registration: 1000870419TQ0002

For professional services rendered

Fees

In connection to our engagement letter dated May 7, 2024 for the period to November 9, 2024.

Please see attached appendices for details.

HST applicable	15,595.00
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Expense

Out-of-pocket Expenses - Telephone, Tolls, Newspapers/Magazines/Books

HST applicable	6,928.04
Administrative Expense	467.85

Sales Tax

HST at 13.00 %	2,988.82
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Total Amount Due (CAD)	25,979.71
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Accounts shall be due and payable when rendered. Interest shall be calculated at a simple daily rate of 0.0493% (equivalent to 18% per annum). Interest shall be charged and payable at this rate on any part of an account which remains unpaid from thirty(30) days after the invoice date to the date on which the entire account is paid.



Invoice Number 8005356977

November 12, 2024

Use the following payment methods and ensure your payment contains the details provided in the example.

Client Name	Client#	Invoice#	Amount (CAD)	Comments
Eastern Meat Solutions Inc.	1123210	8005356977	25,979.71	Payment for invoice 8005356977

Contact:

Please send payment confirmation by email to: receivablesdebiturs@deloitte.ca, and reference the invoice number(s) paid

Payment Options

1. EFT Payments(remittance email mandatory) :

Preferred Method

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Transit – Institution : 47696-002

Account Number : 1590219

USD Payment

Transit – Institution : 47696-002

Account Number : 1363514

2. Wire Payment :

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Account Number : 476961590219

Swift Code : NOSCCATT

USD Payment, Beneficiary Bank (Bank of Nova Scotia) :

Account Number : 476961363514

Swift Code : NOSCCATT

Clearing Code : CC000247696

Address: P.O. Box 4234 STN A, Toronto ON M4W 5P6

USD Payment, Intermediary Bank (Bank of America NA) :

Address: 222 Broadway, New York, NY 10038

Account Number : 476961363514

Swift Code : BOFAUS3N

ABA Routing Number : 026009593

Note: Intermediary Bank information may not be required for payments coming from outside the US

3. Online Payment :

Select either Deloitte LLP or Deloitte S.E.N.C.R.L./s.r.l. through your financial institution and quote the seven digits of the Client No. shown above.

Please note we do not accept Interac e-Transfers.

4. Cheque payments, please mail to :

For CAD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP
c/o T04567C
PO Box 4567, Stn A
Toronto ON M5W 0J1

For USD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP
c/o T04567U
PO Box 4567, Stn A
Toronto ON M5W 0J1



Appendix #1
Summary of Fees

Name	Level	Role	Hours	Rate	Amount
Ambachtsheer, Todd	Partner	Monitor	1.2	900.00	1,080.00
Moons, Laurent	Partner	Monitor	0.3	900.00	270.00
Lin, Mu-Shan Martin	Senior Manager	Monitor	2.1	600.00	1,260.00
Lazor, Stephanie	Manager	Monitor	0.7	500.00	350.00
Brown, Rose	Manager	Monitor	1.3	500.00	650.00
Hong, Matthew	Staff	Monitor	29.9	375.00	11,212.50
Xie, Jason	Staff	Monitor	1.9	375.00	712.50
Conorton, Laura	Administrative Staff	Monitor	0.3	200.00	60.00
Total Professional Hours and Fees			37.7		15,595.00
Courtesy discount					-
Out-of-pocket Expenses - Telephone, Tolls, Newspapers/Magazines/Books					6,928.04
Total Fees and Expenses (CAD)					22,523.04



Appendix #2
Work performed up to November 9, 2024

Date	Name	Narrative	Hours
11/4/2024	Lazor, Stephanie	Draft narrative/email to [REDACTED]	0.7
11/4/2024	Ambachtsheer, Todd	Update call; discussion re: insurance; cash flow discussions	1.2
11/4/2024	Hong, Matthew	Weekly variance analysis; WEPPA submissions and review; call with S. Srikaruna re. [REDACTED]	7.7
11/5/2024	Hong, Matthew	Draft variance analysis commentary; review and submit WEPPA claims; update October Cash Flow to reflect updated actual disbursements	6.1
11/6/2024	Hong, Matthew	Address T. Ambachtsheer review comments for VA, call with M. Lin re. deliverable updates, draft updated October Cash Flow Forecast	5.6
11/6/2024	Lin, Mu-Shan Martin	Review lease reconciliation.	0.4
11/6/2024	Xie, Jason	Update the Lease Commitment Schedule to current balances.	1.9
11/7/2024	Brown, Rose	Trust Banking Adm - Input Receipt from Oct 24/24 and provide print out to Team showing total balance in the account.	0.2
11/7/2024	Lin, Mu-Shan Martin	Review the revised CFF.	1.7
11/7/2024	Hong, Matthew	Review and address comments with M. Lin re. November Cash Flow Forecast, review disbursement approvals	5.4
11/8/2024	Moons, Laurent	Review	0.3
11/8/2024	Conorton, Laura	Preparing documents for wire to BMO for sale of Sierra Foods.	0.3
11/8/2024	Hong, Matthew	Finalize variance analysis and send out for internal review, discussions with [REDACTED] prepare cheque and wire form for payment to BMO, call with [REDACTED]. WEPPA, address Denton review comments re. WEPPA, review expense approvals	5.1
11/8/2024	Brown, Rose	Trust Banking - Disbursement wire.	1.1
Total			37.7



ATTN: Rob Vanden Broek
Eastern Meat Solutions Inc.
5090 Explorer Drive, Suite 203
Mississauga ON L4W 4T9
Canada

Invoice 8005403254

Deloitte Restructuring Inc.
Bay Adelaide Centre
8 Adelaide Street West, Suite 200
Toronto ON M5H 0A9

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

Date: November 25, 2024
Client No.: 1123210
WBS#: EAS00748
Engagement Partner: Jorden Sleeth

GST/HST Registration: 122893605RT0001
QST Registration: 1000870419TQ0002

For professional services rendered

Fees

In connection to our engagement letter dated May 7, 2024 for the period to November 15, 2024.

Please see attached appendices for details.

Sales Tax

HST applicable	24,805.00
Administrative Expense	744.15
HST at 13.00 %	<u>3,321.39</u>
Total Amount Due (CAD)	<u>28,870.54</u>

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



Invoice Number 8005403254

November 25, 2024

Use the following payment methods and ensure your payment contains the details provided in the example.

Client Name	Client#	Invoice#	Amount (CAD)	Comments
Eastern Meat Solutions Inc.	1123210	8005403254	28,870.54	Payment for invoice 8005403254

Contact:

Please send payment confirmation by email to: receivablesdebiturs@deloitte.ca, and reference the invoice number(s) paid

Payment Options

1. EFT Payments(remittance email mandatory) :

Preferred Method

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Transit – Institution : 47696-002

Account Number : 1590219

USD Payment

Transit – Institution : 47696-002

Account Number : 1363514

2. Wire Payment :

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Account Number : 476961590219

Swift Code : NOSCCATT

USD Payment, Beneficiary Bank (Bank of Nova Scotia) :

Account Number : 476961363514

Swift Code : NOSCCATT

Clearing Code : CC000247696

Address: P.O. Box 4234 STN A, Toronto ON M4W 5P6

USD Payment, Intermediary Bank (Bank of America NA) :

Address: 222 Broadway, New York, NY 10038

Account Number : 476961363514

Swift Code : BOFAUS3N

ABA Routing Number : 026009593

Note: Intermediary Bank information may not be required for payments coming from outside the US

3. Online Payment :

Select either Deloitte LLP or Deloitte S.E.N.C.R.L./s.r.l. through your financial institution and quote the seven digits of the Client No. shown above.

Please note we do not accept Interac e-Transfers.

4. Cheque payments, please mail to :

For CAD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP
c/o T04567C
PO Box 4567, Stn A
Toronto ON M5W 0J1

For USD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP
c/o T04567U
PO Box 4567, Stn A
Toronto ON M5W 0J1



Appendix #1
Summary of Fees

Name	Level	Role	Hours	Rate	Amount
Sleeth, Jorden	Partner	Monitor	10.0	900.00	9,000.00
Ambachtsheer, Todd	Partner	Monitor	0.5	900.00	450.00
Lin, Mu-Shan Martin	Senior Manager	Monitor	2.3	600.00	1,380.00
Lazor, Stephanie	Manager	Monitor	0.1	500.00	50.00
Brown, Rose	Manager	Monitor	0.1	500.00	50.00
Hong, Matthew	Staff	Monitor	25.8	375.00	9,675.00
Xie, Jason	Staff	Monitor	11.2	375.00	4,200.00
Total Professional Hours and Fees			50.0		24,805.00
Courtesy discount					-
Out-of-pocket Expenses					-
Total Fees and Expenses (CAD)					24,805.00

**Appendix #2****Work performed up to November 15, 2024**

Date	Name	Narrative	Hours
11/4/2024	Sleeth, Jorden	All hands call, review required items for delivery.	0.8
11/11/2024	Ambachtsheer, Todd	EMS update call.	0.5
11/11/2024	Hong, Matthew	Address November 3 review comments from T. Ambachtsheer; submit WEPP claims from various terminated employees; review and approve disbursements; provide bank balance and discuss with T. Ambachtsheer.	6.3
11/11/2024	Sleeth, Jorden	Group call re: o/s items; email to BMO re: debt repayment and application to debt; review Loblaw's claim emails.	1.5
11/12/2024	Lazor, Stephanie	Finalize and send post Laurent's concurrence.	0.1
11/12/2024	Brown, Rose	File back up disk.	0.1
11/12/2024	Sleeth, Jorden	Email memo to V Cross re: [REDACTED]	0.7
11/12/2024	Hong, Matthew	Weekly Variance Analysis; Call with various creditors re. CCAA update; respond to email inquiries from Shared Mailbox; compile information re. [REDACTED]	3.4
11/13/2024	Sleeth, Jorden	All hands call, review [REDACTED] dcw R. Kennedy (Dentons) and T. Ambachtsheer re: same; follow up with RN re: [REDACTED]	3.5
11/13/2024	Hong, Matthew	Draft WEPPA Packages and review employer information forms; draft variance analysis commentary; review of Loblaw payments.	8.2
11/13/2024	Xie, Jason	Prepare WEPPA packages. Address review comments from M. Hong & M. Lin. re. WEPPA packages.	5.4
11/13/2024	Lin, Mu-Shan Martin	Review the WEPPA package and variance analysis.	2.3
11/14/2024	Xie, Jason	Prepare WEPPA packages to be sent out. Address notes from M. Hong & T. Ambachtsheer re. WEPPA packages. Send out WEPPA packages.	5.8
11/14/2024	Hong, Matthew	Address review comments for variance analysis, prepare and submit WEPPA packages, review disbursements for approval.	5.6
11/14/2024	Sleeth, Jorden	Sierra Realty [REDACTED]	1.5
11/15/2024	Hong, Matthew	Call with Annabelle re: [REDACTED], file WEPPA claims, review disbursements for SSCS, address employee inquiries via shared mailbox.	2.3
11/15/2024	Sleeth, Jorden	Various - [REDACTED], call with V. Cross re: same.	2.0
Total			50.0



ATTN: Rob Vanden Broek
Eastern Meat Solutions Inc.
5090 Explorer Drive, Suite 203
Mississauga ON L4W 4T9
Canada

Invoice 8005441883

Deloitte Restructuring Inc.
Bay Adelaide Centre
8 Adelaide Street West, Suite 200
Toronto ON M5H 0A9

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

Date: December 03, 2024
Client No.: 1123210
WBS#: EAS00748
Engagement Partner: Jorden Sleeth

GST/HST Registration: 122893605RT0001
QST Registration: 1000870419TQ0002

For professional services rendered

Fees

In connection to our engagement letter dated May 7, 2024 for the period to November 22, 2024.

Please see attached appendices.

Sales Tax

HST applicable	18,205.00
Administrative Expense	546.15
HST at 13.00 %	<u>2,437.65</u>
Total Amount Due (CAD)	<u>21,188.80</u>

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



Invoice Number 8005441883

December 03, 2024

Use the following payment methods and ensure your payment contains the details provided in the example.

Client Name	Client#	Invoice#	Amount (CAD)	Comments
Eastern Meat Solutions Inc.	1123210	8005441883	21,188.80	Payment for invoice 8005441883

Contact:

Please send payment confirmation by email to: receivablesdebiturs@deloitte.ca, and reference the invoice number(s) paid

Payment Options

1. EFT Payments(remittance email mandatory) :

Preferred Method

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Transit – Institution : 47696-002

Account Number : 1590219

USD Payment

Transit – Institution : 47696-002

Account Number : 1363514

2. Wire Payment :

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Account Number : 476961590219

Swift Code : NOSCCATT

USD Payment, Beneficiary Bank (Bank of Nova Scotia) :

Account Number : 476961363514

Swift Code : NOSCCATT

Clearing Code : CC000247696

Address: P.O. Box 4234 STN A, Toronto ON M4W 5P6

USD Payment, Intermediary Bank (Bank of America NA) :

Address: 222 Broadway, New York, NY 10038

Account Number : 476961363514

Swift Code : BOFAUS3N

ABA Routing Number : 026009593

Note: Intermediary Bank information may not be required for payments coming from outside the US

3. Online Payment :

Select either Deloitte LLP or Deloitte S.E.N.C.R.L./s.r.l. through your financial institution and quote the seven digits of the Client No. shown above.

Please note we do not accept Interac e-Transfers.

4. Cheque payments, please mail to :

For CAD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP

c/o T04567C

PO Box 4567, Stn A

Toronto ON M5W 0J1

For USD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP

c/o T04567U

PO Box 4567, Stn A

Toronto ON M5W 0J1



Appendix #1
Summary of Fees

Name	Level	Role	Hours	Rate	Amount
Sleeth, Jorden	Partner	Monitor	7.7	900.00	6,930.00
Ambachtsheer, Todd	Partner	Monitor	4.5	900.00	4,050.00
Lin, Mu-Shan Martin	Senior Manager	Monitor	1.9	600.00	1,140.00
Hong, Matthew	Staff	Monitor	15.8	375.00	5,925.00
Conorton, Laura	Administrative Staff	Monitor	0.8	200.00	160.00
Total Professional Hours and Fees			30.7		18,205.00
Courtesy discount					-
Out-of-pocket Expenses					-
Total Fees and Expenses (CAD)					18,205.00



Appendix #2
Work performed up to November 22, 2024

Date	Name	Narrative	Hours
11/15/2024	Hong, Matthew	Call with Annabelle re. [REDACTED], file WEPPA claims, review disbursements for SSCS, address employee inquiries via shared mailbox	2.3
11/15/2024	Sleeth, Jorden	Various - [REDACTED] [REDACTED] call with V. Cross re: same	2.0
11/18/2024	Ambachtsheer, Todd	Weekly update call; call with Ro. Kennedy; call with Re. Kennedy; discuss cash flow issues	3.5
11/18/2024	Hong, Matthew	Draft variance analysis and commentary, approve disbursements, file WEPPA and respond to ex-employee inquiries	7.4
11/18/2024	Sleeth, Jorden	All hands call with TGF, Dentons, EMS re: insurance letter, HST, WEPP, [REDACTED]; debrief call with Rob Kennedy (Dentons); review and provide comments on [REDACTED]; review revised draw request, email to Dentons	2.2
11/19/2024	Ambachtsheer, Todd	Review and discuss letter	0.5
11/19/2024	Lin, Mu-Shan Martin	Review the variance analysis and provide comments.	1.7
11/19/2024	Hong, Matthew	Address review comments related to variance analysis, respond to email inquiries re. WEPPA, internal meeting with M. Lin re. VA	3.8
11/19/2024	Sleeth, Jorden	Review draft EMS letter to [REDACTED] call with RJ Kennedy and discuss same with T. Ambachtsheer	0.8
11/20/2024	Ambachtsheer, Todd	Discuss variance analysis; review letter to [REDACTED]	0.5
11/20/2024	Lin, Mu-Shan Martin	Review final version of the VA.	0.2
11/20/2024	Hong, Matthew	Address T. Ambachtsheer review comments, circulate VA internally and address Dentons comments, provide bank balance to R. Nedadur	1.9
11/21/2024	Sleeth, Jorden	Injunctive relief hearing - prepare for, attend, debrief with V. Cross, RJ Kennedy and T. Ambachtsheer	2.5
11/22/2024	Hong, Matthew	Payment approvals and respond to req re. WEPPA	0.4
11/22/2024	Conorton, Laura	Website updates	0.8
11/22/2024	Sleeth, Jorden	Review and provide comments [REDACTED]	0.2
Total			30.7



ATTN: Rob Vanden Broek
Eastern Meat Solutions Inc.
5090 Explorer Drive, Suite 203
Mississauga ON L4W 4T9
Canada

Invoice 8005461323

**Deloitte
Restructuring Inc.**
Bay Adelaide Centre
8 Adelaide Street West, Suite 200
Toronto ON M5H 0A9

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

Date: December 09, 2024
Client No.: 1123210
WBS#: EAS00748
Engagement Partner: Jorden Sleeth

GST/HST Registration: 12289 3605 RT0001
QST Registration: 1000870419 TQ0002

For professional services rendered

Fees

In connection to our engagement letter dated May 7, 2024 for the period to November 29, 2024.

Please see attached appendices for details

Sales Tax

HST applicable	15,925.00
Administrative Expense	477.75
HST at 13.00 %	<u>2,132.36</u>
Total Amount Due (CAD)	<u>18,535.11</u>

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



Invoice Number 8005461323

December 09, 2024

Use the following payment methods and ensure your payment contains the details provided in the example.

Client Name	Client#	Invoice#	Amount (CAD)	Comments
Eastern Meat Solutions Inc.	1123210	8005461323	18,535.11	Payment for invoice 8005461323

Contact:

Please send payment confirmation by email to: receivablesdebiturs@deloitte.ca, and reference the invoice number(s) paid

Payment Options

1. EFT Payments(remittance email mandatory) :

Preferred Method

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Transit – Institution : 47696-002

Account Number : 1590219

USD Payment

Transit – Institution : 47696-002

Account Number : 1363514

2. Wire Payment :

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Account Number : 476961590219

Swift Code : NOSCCATT

USD Payment, Beneficiary Bank (Bank of Nova Scotia) :

Account Number : 476961363514

Swift Code : NOSCCATT

Clearing Code : CC000247696

Address: P.O. Box 4234 STN A, Toronto ON M4W 5P6

USD Payment, Intermediary Bank (Bank of America NA) :

Address: 222 Broadway, New York, NY 10038

Account Number : 476961363514

Swift Code : BOFAUS3N

ABA Routing Number : 026009593

Note: Intermediary Bank information may not be required for payments coming from outside the US

3. Online Payment :

Select either Deloitte LLP or Deloitte S.E.N.C.R.L./s.r.l. through your financial institution and quote the seven digits of the Client No. shown above.

Please note we do not accept Interac e-Transfers.

4. Cheque payments, please mail to :

For CAD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP

c/o T04567C

PO Box 4567, Stn A

Toronto ON M5W 0J1

For USD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP

c/o T04567U

PO Box 4567, Stn A

Toronto ON M5W 0J1



Appendix #1
Summary of Fees

Name	Level	Role	Hours	Rate	Amount
Sleeth, Jorden	Partner	Monitor	1.7	900.00	1,530.00
Ambachtsheer, Todd	Partner	Monitor	1.9	900.00	1,710.00
Lin, Mu-Shan Martin	Senior Manager	Monitor	5.2	600.00	3,120.00
Hong, Matthew	Staff	Monitor	25.4	375.00	9,525.00
Conorton, Laura	Administrative Staff	Monitor	0.2	200.00	40.00
Total Professional Hours and Fees			34.4		15,925.00
Courtesy discount					-
Out-of-pocket Expenses					-
Total Fees and Expenses (CAD)					15,925.00



Appendix #2
Work performed up to November 29, 2024

Date	Name	Narrative	Hours
11/25/2024	Ambachtsheer, Todd	Weekly call; discussions re: cash flow	0.7
11/25/2024	Conorton, Laura	Website updates	0.1
11/25/2024	Sleeth, Jorden	All hands call; update call with RJ Kennedy	1.0
11/25/2024	Hong, Matthew	Weekly variance analysis and address review comments; respond to emails re. disbursement approvals; call with R. Nedadur re. cash flow	8.4
11/25/2024	Lin, Mu-Shan Martin	Review the variance analysis.	1.9
11/26/2024	Conorton, Laura	Website update	0.1
11/26/2024	Hong, Matthew	Draft November Cash Flow; discussion with C. Torres re. [REDACTED] call with S. Srikaruna re. same;	7.8
11/27/2024	Ambachtsheer, Todd	Discuss [REDACTED] review variance analysis; discuss cash flows	1.2
11/27/2024	Hong, Matthew	Draft November Cash Flow for EMS, SCFI and SSCS, Draft Cash Flow for EMS and SCFI excluding SSCS, Address review comments M. Lin re. Cash Flow, address VA comments	5.6
11/27/2024	Lin, Mu-Shan Martin	Review the CFF (consolidated and excluding Cold Storage). Discuss the CFF with M. Hong.	2.5
11/27/2024	Sleeth, Jorden	Mtw R. Kennedy (TGF) re: [REDACTED]	0.5
11/28/2024	Hong, Matthew	Respond to various emails re. WEPPA, disbursement approvals	0.3
11/29/2024	Lin, Mu-Shan Martin	Discuss comments from T. Ambachtsheer with M. Hong. Review the revised VA.	0.8
11/29/2024	Hong, Matthew	Address review comments from T. Ambachtsheer re. Cash Flow, Call with M. Lin re. Cash Flow, Update variance analysis for week ended November 24	3.3
11/29/2024	Sleeth, Jorden	Review UKG disclaimer	0.2
Total			34.4



ATTN: Rob Vanden Broek
Eastern Meat Solutions Inc.
5090 Explorer Drive, Suite 203
Mississauga ON L4W 4T9
Canada

Invoice 8005473461

Deloitte Restructuring Inc.
Bay Adelaide Centre
8 Adelaide Street West, Suite 200
Toronto ON M5H 0A9

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

Date: December 11, 2024
Client No.: 1123210
WBS#: EAS00748
Engagement Partner: Jorden Sleeth

GST/HST Registration: 122893605RT0001
QST Registration: 1000870419TQ0002

For professional services rendered

Fees

In connection to our engagement letter dated May 7, 2024 for the period to December 6, 2024.

Please see attached appendices for details.

Sales Tax

HST applicable	12,472.50
Administrative Expense	374.18
HST at 13.00 %	<u>1,670.07</u>
Total Amount Due (CAD)	<u>14,516.75</u>

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



Invoice Number 8005473461

December 11, 2024

Use the following payment methods and ensure your payment contains the details provided in the example.

Client Name	Client#	Invoice#	Amount (CAD)	Comments
Eastern Meat Solutions Inc.	1123210	8005473461	14,516.75	Payment for invoice 8005473461

Contact:

Please send payment confirmation by email to: receivablesdebiturs@deloitte.ca, and reference the invoice number(s) paid

Payment Options

1. EFT Payments(remittance email mandatory) :

Preferred Method

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Transit – Institution : 47696-002

Account Number : 1590219

USD Payment

Transit – Institution : 47696-002

Account Number : 1363514

2. Wire Payment :

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Account Number : 476961590219

Swift Code : NOSCCATT

USD Payment, Beneficiary Bank (Bank of Nova Scotia) :

Account Number : 476961363514

Swift Code : NOSCCATT

Clearing Code : CC000247696

Address: P.O. Box 4234 STN A, Toronto ON M4W 5P6

USD Payment, Intermediary Bank (Bank of America NA) :

Address: 222 Broadway, New York, NY 10038

Account Number : 476961363514

Swift Code : BOFAUS3N

ABA Routing Number : 026009593

Note: Intermediary Bank information may not be required for payments coming from outside the US

3. Online Payment :

Select either Deloitte LLP or Deloitte S.E.N.C.R.L./s.r.l. through your financial institution and quote the seven digits of the Client No. shown above.

Please note we do not accept Interac e-Transfers.

4. Cheque payments, please mail to :

For CAD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP

c/o T04567C

PO Box 4567, Stn A

Toronto ON M5W 0J1

For USD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP

c/o T04567U

PO Box 4567, Stn A

Toronto ON M5W 0J1



Appendix #1
Summary of Fees

Name	Level	Role	Hours	Rate	Amount
Sleeth, Jorden	Partner	Monitor	3.2	900.00	2,880.00
Ambachtsheer, Todd	Partner	Monitor	0.4	900.00	360.00
Lin, Mu-Shan Martin	Senior Manager	Monitor	5.2	600.00	3,120.00
Hong, Matthew	Staff	Monitor	13.1	375.00	4,912.50
Xie, Jason	Staff	Monitor	3.2	375.00	1,200.00
Total Professional Hours and Fees			25.1		12,472.50
Courtesy discount					-
Out-of-pocket Expenses					-
Total Fees and Expenses (CAD)					12,472.50

**Appendix #2****Work performed up to December 6, 2024**

Date	Name	Narrative	Hours
12/2/2024	Ambachtsheer, Todd	Weekly update call with EMS and TGF.	0.4
12/2/2024	Lin, Mu-Shan Martin	Address comments on the CFS.	1.2
12/3/2024	Xie, Jason	Prepared variance analysis for week 27.	3.2
12/3/2024	Lin, Mu-Shan Martin	Address comments from T. Ambachtsheer re. the CFF. Discuss with T. Ambachtsheer. Distribute the CFF to R. Nedadur.	2.7
12/4/2024	Sleeth, Jorden	████████ insurance claim - review POs and invoices, provide comments to Dentons; call with R. Kennedy re: ██████████	0.7
12/4/2024	Lin, Mu-Shan Martin	Discuss with M. Hong re. changes to the CFF.	0.4
12/4/2024	Hong, Matthew	Update cash flow and variance analysis commentary	3.9
12/5/2024	Lin, Mu-Shan Martin	Review the variance analysis.	0.9
12/5/2024	Hong, Matthew	Complete variance analysis and address review comments, review disbursements for payment, review total payments made to SSCS on behalf of SCFI	6.9
12/5/2024	Sleeth, Jorden	Review ML invoice chain, call with R. Kennedy re: same; email memo to R. Nedadur re: same; mtw M. Lin and J. Alleyne re: court report	1.5
12/6/2024	Hong, Matthew	Prepare WEPPA package, internally circulate VA, and address Denton's review comments	2.3
12/6/2024	Sleeth, Jorden	Review ██████████ payment to EMS re: AMIR, review APA, email to R. Nedadur re: same; review ██████████ invoices and support	1.0
Total			25.1



ATTN: Rob Vanden Broek
Eastern Meat Solutions Inc.
5090 Explorer Drive, Suite 203
Mississauga ON L4W 4T9
Canada

Invoice 8005512385

Deloitte Restructuring Inc.
Bay Adelaide Centre
8 Adelaide Street West, Suite 200
Toronto ON M5H 0A9

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

Date: December 18, 2024
Client No.: 1123210
WBS#: EAS00748
Engagement Partner: Jorden Sleeth

GST/HST Registration: 122893605RT0001
QST Registration: 1000870419TQ0002

For professional services rendered

Fees

In connection to our engagement letter dated May 7, 2024 for the period to December 13, 2024.

Please see attached appendices for details.

HST applicable 9,442.50

Expense

Out-of-pocket Expenses

HST applicable 11.95
Administrative Expense 283.28

Sales Tax

HST at 13.00 % 1,265.90

Total Amount Due (CAD) 11,003.63

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



Invoice Number 8005512385

December 18, 2024

Use the following payment methods and ensure your payment contains the details provided in the example.

Client Name	Client#	Invoice#	Amount (CAD)	Comments
Eastern Meat Solutions Inc.	1123210	8005512385	11,003.63	Payment for invoice 8005512385

Contact:

Please send payment confirmation by email to: receivablesdebiturs@deloitte.ca, and reference the invoice number(s) paid

Payment Options

1. EFT Payments(remittance email mandatory) :

Preferred Method

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Transit – Institution : 47696-002

Account Number : 1590219

USD Payment

Transit – Institution : 47696-002

Account Number : 1363514

2. Wire Payment :

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Account Number : 476961590219

Swift Code : NOSCCATT

USD Payment, Beneficiary Bank (Bank of Nova Scotia) :

Account Number : 476961363514

Swift Code : NOSCCATT

Clearing Code : CC000247696

Address: P.O. Box 4234 STN A, Toronto ON M4W 5P6

USD Payment, Intermediary Bank (Bank of America NA) :

Address: 222 Broadway, New York, NY 10038

Account Number : 476961363514

Swift Code : BOFAUS3N

ABA Routing Number : 026009593

Note: Intermediary Bank information may not be required for payments coming from outside the US

3. Online Payment :

Select either Deloitte LLP or Deloitte S.E.N.C.R.L./s.r.l. through your financial institution and quote the seven digits of the Client No. shown above.

Please note we do not accept Interac e-Transfers.

4. Cheque payments, please mail to :

For CAD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP

c/o T04567C

PO Box 4567, Stn A

Toronto ON M5W 0J1

For USD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP

c/o T04567U

PO Box 4567, Stn A

Toronto ON M5W 0J1



Appendix #1
Summary of Fees

Name	Level	Role	Hours	Rate	Amount
Sleeth, Jordan	Partner	Monitor	2.0	900.00	1,800.00
Lin, Mu-Shan Martin	Senior Manager	Monitor	2.3	600.00	1,380.00
Hong, Matthew	Staff	Monitor	16.7	375.00	6,262.50
Total Professional Hours and Fees			21.0		9,442.50
Courtesy discount					-
Out-of-pocket Expenses					11.95
Total Fees and Expenses (CAD)					9,454.45

**Appendix #2****Work performed up to December 13, 2024**

Date	Name	Narrative	Hours
12/9/2024	Hong, Matthew	Prepare WEPPA Package for [REDACTED], Weekly Variance Analysis, update December Cash Flow	7.4
12/9/2024	Sleeth, Jorden	Monitor and Deloitte call re: priority items and advancing same ([REDACTED])	0.8
12/10/2024	Hong, Matthew	Prepare variance analysis, review disbursements for approval, call with [REDACTED] re. shortfall rent and property taxes	6.4
12/11/2024	Hong, Matthew	Review disbursements for approval, address review comments for variance analysis; process [REDACTED] WEPPA claim; internal discussion with T. Ambachtsheer re. VA	1.3
12/11/2024	Lin, Mu-Shan Martin	Review the variance analysis.	1.5
12/12/2024	Sleeth, Jorden	Call with Dentons re: outstanding items [REDACTED] responses and discuss with T. Ambachtsheer	1.2
12/12/2024	Hong, Matthew	Circulate variance analysis, call with [REDACTED] re. rent payment and landlord, respond to R. Ramesh re. variance reporting for week ended December 8, review and approval SSCS weekly disbursements	1.4
12/12/2024	Lin, Mu-Shan Martin	Attend meeting with Dentons. Prepare for the meeting.	0.8
12/13/2024	Hong, Matthew	Review payment disbursements, respond to shared mailbox	0.2
Total			21.0



ATTN: Rob Vanden Broek
Eastern Meat Solutions Inc.
5090 Explorer Drive, Suite 203
Mississauga ON L4W 4T9
Canada

Invoice 8005576512

Deloitte Restructuring Inc.
Bay Adelaide Centre
8 Adelaide Street West, Suite 200
Toronto ON M5H 0A9

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

Date:	January 10, 2025
Client No.:	1123210
WBS#:	EAS00748
Engagement Partner:	Jorden Sleeth
GST/HST Registration:	122893605RT0001
QST Registration:	1000870419TQ0002

For professional services rendered

Fees

In connection to our engagement letter dated May 7, 2024 for the period to January 3, 2025.

Please see attached appendices.

Sales Tax

HST applicable	29,107.50
Administrative Expense	873.23
HST at 13.00 %	<u>3,897.49</u>
Total Amount Due (CAD)	<u>33,878.22</u>

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



Invoice Number 8005576512

January 10, 2025

Use the following payment methods and ensure your payment contains the details provided in the example.

Client Name	Client#	Invoice#	Amount (CAD)	Comments
Eastern Meat Solutions Inc.	1123210	8005576512	33,878.22	Payment for invoice 8005576512

Contact:

Please send payment confirmation by email to: receivablesdebitours@deloitte.ca, and reference the invoice number(s) paid

Payment Options

1. EFT Payments(remittance email mandatory) :

Preferred Method

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Transit – Institution : 47696-002

Account Number : 1590219

USD Payment

Transit – Institution : 47696-002

Account Number : 1363514

2. Wire Payment :

Bank of Nova Scotia: 44 King Street West, Toronto, Ontario M5H 1H1

CAD Payment

Account Number : 476961590219

Swift Code : NOSCCATT

USD Payment, Beneficiary Bank (Bank of Nova Scotia) :

Account Number : 476961363514

Swift Code : NOSCCATT

Clearing Code : CC000247696

Address: P.O. Box 4234 STN A, Toronto ON M4W 5P6

USD Payment, Intermediary Bank (Bank of America NA) :

Address: 222 Broadway, New York, NY 10038

Account Number : 476961363514

Swift Code : BOFAUS3N

ABA Routing Number : 026009593

Note: Intermediary Bank information may not be required for payments coming from outside the US

3. Online Payment :

Select either Deloitte LLP or Deloitte S.E.N.C.R.L./s.r.l. through your financial institution and quote the seven digits of the Client No. shown above.

Please note we do not accept Interac e-Transfers.

4. Cheque payments, please mail to :

For CAD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP
c/o T04567C
PO Box 4567, Stn A
Toronto ON M5W 0J1

For USD Dollar (\$) Payments :

DELOITTE MANAGEMENT SERVICES LP
c/o T04567U
PO Box 4567, Stn A
Toronto ON M5W 0J1



Appendix #1
Summary of Fees

Name	Level	Role	Hours	Rate	Amount
Sleeth, Jorden	Partner	Monitor	9.8	900.00	8,820.00
Ambachtsheer, Todd	Partner	Monitor	6.2	900.00	5,580.00
Lin, Mu-Shan Martin	Senior Manager	Monitor	4.2	600.00	2,520.00
Hong, Matthew	Staff	Monitor	32.5	375.00	12,187.50
Total Professional Hours and Fees			52.7		29,107.50
Courtesy discount					-
Out-of-pocket Expenses					-
Total Fees and Expenses (CAD)					29,107.50



Appendix #2
Work performed up to January 3, 2025

Date	Name	Narrative	Hours
12/2/2024	Sleeth, Jorden	Call with RJ Kennedy re: status of Monitor deliverables	0.5
12/4/2024	Ambachtsheer, Todd	Variance review; discuss cash flows	0.7
12/5/2024	Ambachtsheer, Todd	Insurance matters; cash flow discussions	1.0
12/9/2024	Ambachtsheer, Todd	Discussions re: insurance and Loblaws	0.6
12/10/2024	Ambachtsheer, Todd	Review VA	0.4
12/12/2024	Ambachtsheer, Todd	Monitor call	0.5
12/16/2024	Lin, Mu-Shan Martin	Prepare the Third Monitor Report.	3.2
12/16/2024	Hong, Matthew	Prepare weekly variance analysis and draft commentary	7.6
12/16/2024	Ambachtsheer, Todd	Weekly update call	1.0
12/16/2024	Sleeth, Jorden	All hands update call; review and circulate BLG and Dentons invoices, cover memo to RVB and RN re: same	1.2
12/17/2024	Sleeth, Jorden	Call with RJ Kennedy re: stay extension, restructuring planning; draft meeting agenda/speaking points for EMS and TGF	1.0
12/17/2024	Lin, Mu-Shan Martin	Review the variance analysis.	0.6
12/17/2024	Hong, Matthew	Call with [REDACTED] re. WEPP, address review comments from M. Lin re. VA, address T. Ambachtsheer review comments	2.3
12/18/2024	Lin, Mu-Shan Martin	Address comments from TGF on the VA.	0.4
12/18/2024	Hong, Matthew	Internal discussion with M. Lin re. 3rd monitor report, address comments from Dentons, TGF, and the Applicant re. VA, update bank balances for VA, perform intercompany transaction analysis	3.4
12/18/2024	Sleeth, Jorden	Revise and circulate stay extension considerations memo to Dentons; email to Rebecca Kennedy re: same	0.7
12/19/2024	Hong, Matthew	Review applicant weekly disbursements, return calls from shared mailbox related to CCAA proceedings, compile variance analysis and update long-term cash flow for third monitor report	2.3
12/19/2024	Sleeth, Jorden	Prepare for, attend and debrief update call with EMS and TGF re: restructuring plans	1.5
12/20/2024	Hong, Matthew	Compile and perform analysis for third monitor report, review disbursements for payment	2.2



Appendix #2

Work performed up to January 3, 2025

Date	Name	Narrative	Hours
12/20/2024	Sleeth, Jorden	Consider EMS [REDACTED] email memo to RJ Kennedy and T. Ambachtsheer, call with RJ Kennedy re: same	1.5
12/23/2024	Sleeth, Jorden	All hands call re: o/s issues, email to Dentons re: [REDACTED] Dentons re: same, revise [REDACTED] " memo for Dentons and circulate; review [REDACTED] letters, approve for release	2.0
12/23/2024	Ambachtsheer, Todd	Update call	1.0
12/24/2024	Sleeth, Jorden	Call with RK (TGF) and RK (Dentons), RVB, Ramesh and T. Ambachtsheer [REDACTED] with RJ Kennedy (Dentons)	1.0
12/24/2024	Ambachtsheer, Todd	Update call	1.0
12/27/2024	Sleeth, Jorden	Review updated [REDACTED] and income tax calculation, review final letter, review email from D. Hirsch	0.4
1/2/2025	Hong, Matthew	Variance Analysis for Week Ended December 22 and December 29, Review of disbursements, and respond to outstanding shared mailbox request	7.6
1/3/2025	Hong, Matthew	Variance Analysis for Week Ended December 22 and December 29, Review of disbursements, respond to creditors re. WEPP	7.1
Total			52.7

This is Exhibit "C" referred to in the Affidavit of Jorden Sleeth
sworn January 21, 2025



Todd Jeffrey Ambachtsheer,
a Commissioner, etc., Province of Ontario,
for Deloitte LLP and Deloitte Restructuring Inc.
Expires September 9, 2027.

Commissioner for Taking Affidavits (or as may be)

EXHIBIT "C"

Billing rates of Deloitte representatives acting during the Debtors' CCAA Proceedings
For the period September 1, 2024, to January 3, 2025

Name	Level	Role	Rate
Sleeth, Jorden	Partner	Monitor / SISP	900.00
Ambachtsheer, Todd	Partner	Monitor	900.00
Moons, Laurent	Partner	Monitor	900.00
Lin, Mu-Shan Martin	Senior Manager	Monitor	600.00
DeLottinville, Sean	Executive Director	SISP	600.00
Lazor, Stephanie	Manager	Monitor	500.00
Brown, Rose	Manager	Monitor	500.00
Dave, Sumit	Manager	Monitor	500.00
Hong, Matthew	Staff	Monitor	375.00
Gao, Peiqi	Staff	SISP	375.00
Roter, Zac	Staff	SISP	375.00
Xie, Jason	Staff	Monitor	375.00
Conorton, Laura	Administrative Staff	Monitor	200.00

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF EASTERN MEAT SOLUTIONS INC., SIERRA CUSTOM FOODS INC., SIERRA SUPPLY CHAIN SERVICES INC., SIERRA REALTY CORPORATION, RVB HOLDINGS INC., VANDENBROEK HOLDINGS (2008) INC., SIERRA REALTY CALGARY CORPORATION AND EASTERN MEAT SOLUTIONS (USA) CORP.

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

PROCEEDING COMMENCED AT TORONTO

AFFIDAVIT OF JORDEN SLEETH

DENTONS CANADA LLP

77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON M5K 0A1
Fax: (416) 863-4592

Michael Schafner (LSO# 39268J)

Tel: 416-863-4457

michael.schafner@dentons.com

Robert J. Kennedy (LSO # 474070)

Tel: (416) 367-6756

robert.kennedy@dentons.com

Valerie Cross (LSBC # 511475)

Tel: 1-604-648-6541

valerie.cross@dentons.com

Lawyers for Deloitte Restructuring Inc., the Monitor

Appendix "E"

Fee Affidavit of Robert Kennedy

Court File No.: CV-24-00720622-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985,
c. C-36, AS AMENDED

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
EASTERN MEAT SOLUTIONS INC., SIERRA CUSTOM FOODS INC., SIERRA
SUPPLY CHAIN SERVICES INC., SIERRA REALTY CORPORATION, RVB
HOLDINGS INC., VANDEN BROEK HOLDINGS (2008) INC., SIERRA REALTY
CALGARY CORPORATION AND EASTERN MEAT SOLUTIONS (USA) CORP.**

(the “**Applicants**”)

AFFIDAVIT OF ROBERT KENNEDY
(Sworn January 21, 2025)


I, **ROBERT KENNEDY**, of the City of Pickering, in the Province of Ontario, **SWEAR**
AND SAY AS FOLLOWS:

1. I am a Partner with Dentons Canada LLP (“**Dentons**”), as such, I have knowledge of the matters to which I hereinafter depose.
2. Pursuant to the Amended and Restated Initial Order of Justice Penny granted May 31, 2024 (the “**Amended and Restated Initial Order**”), Deloitte Restructuring Inc. was appointed Monitor of Eastern Meat Solutions Inc., Sierra Custom Foods Inc., Sierra Supply Chain Services Inc., Sierra Realty Corporation, RVB Holdings Inc., Vanden Broek Holdings (2008) Inc., Sierra Realty Calgary Corporation, and Eastern Meat Solutions (USA) Corp. in the within proceedings (the “**Monitor**”).

3. The Monitor retained Dentons as counsel to advise it with regard to the matters related to its appointment and the exercise of its powers and performance of its duties.
4. The Amended and Restated Initial Order provides at paragraph 33 that the Monitor, and counsel to the Monitor, shall be paid their reasonable fees and disbursements at their standard rates and charges.
5. The Dentons fees and disbursements for the period of September 1, 2024 to December 31, 2024 (the “**Fee Period**”), are summarized in the invoices rendered to the Monitor (the “**Invoices**”). The Invoices are a fair and accurate description of the services provided, the disbursements incurred and the amounts charged by Dentons. I am advised by the Monitor that it has reviewed the Invoices and that it considers the fees and disbursements as fair and reasonable. A copy of the Invoices, with minor redactions to protect confidentiality, are attached and marked as **Exhibit “A”**.
6. Attached and marked as **Exhibit “B”** is a schedule summarizing the Invoices, the total billable hours charged, the total fees charged (both prior to and after the application of the applicable discount) along with the average hourly rate charged.
7. Attached and marked as **Exhibit “C”** is a schedule summarizing the respective years of call and standard billing rates of each of the solicitors at Dentons who acted for the Monitor.
8. The Dentons rates and disbursements are consistent with those in the market for these types of matters and have been previously approved by this Honourable Court in similar proceedings.

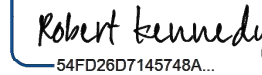
9. I make this affidavit in support of the motion for, among other things, approval of the fees and disbursements of Dentons and for no other or improper purpose.

SWORN by video conference by Robert Kennedy of the City of Pickering in Province of Ontario, before me at the City of Toronto in the Province of Ontario on January 21, 2025 in accordance with O. Reg. 431/20, Administering Oath or Declaration Remotely.

DocuSigned by:

716DC5FB63604ED...


Commissioner for Taking Affidavits
Sarah Lam (LSO # 87304S)

Signed by:


54FD26D7145748A...

ROBERT KENNEDY

THIS IS EXHIBIT "A" REFERRED TO IN THE
AFFIDAVIT OF ROBERT KENNEDY SWORN
BEFORE ME THIS 21st DAY OF JANUARY, 2025.

DocuSigned by:

716DC5FB63604ED...

A Commissioner for Taking Affidavits, etc.
Sarah Lam

DENTONS

Dentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1

T 416 863 4511
F 416 863 4592

dentons.com

Deloitte Restructuring Inc.
8 Adelaide Street West, Suite 200
Toronto ON M5H 0A9
Canada
Attention: Jorden Sleeth
Senior Vice President

INVOICE # 3888032

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
October 15, 2024	569588-000017	Robert Kennedy

**Deloitte Restructuring Inc.
Re: Eastern Meat Solutions Inc.**

Professional Fees	\$ 80,857.00
Less: Discount	(2,857.00)
Net Professional Fees	\$ 78,000.00
Disbursements	960.53
HST (13.0%) on \$78,759.64	10,238.75
Total Amount Due	<u>\$ 89,199.28 CAD</u>

Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Credit Card:

To pay online with a credit card, visit
<https://www.dentons.com/canada-CADpay>.

Alternatively, credit card payment is accepted via telephone at 1-888-444-8859.
You will require your invoice number and amount to pay.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com
referencing invoice number in message. Auto-deposit
is setup on our accounts and therefore no password
required.

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and
reference your payee account number (client ID) as 569588. Please email us at
AR.Canada@dentons.com referencing invoice number and payment amount.

Wire Transfer / EFT:

Bank of Montreal
1st Canadian Place, Toronto, ON M5X 1A3
Swift Code: BOFMCAM2

Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324 (or 00020004324)
Routing: 000100022

For wire or EFT payments, please email remittance to AR.Canada@dentons.com referencing invoice number and payment amount.
Payment due on receipt. Interest will be charged at the rate of 8% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP

Deloitte Restructuring Inc.

Re: Eastern Meat Solutions Inc.

INVOICE 3888032

Page 2 of 7

Matter # 569588-000017

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	ID	Description of Work	Hours
02-Sep-24	VC	Collect and revise comments on APA and send to TGF.	0.3
03-Sep-24	SL	Reviewing and revising Week 13 variance analysis.	1.1
03-Sep-24	VC	Review and comment on variance analysis. Review and comment on letter to employees.	0.6
03-Sep-24	RJK	Conversation with Rebecca Kennedy. Attend update call and consider SISP matters. Review various correspondence re: employee communication. Review variance reporting.	1.2
06-Sep-24	SL	Meeting with Valerie Cross regarding preparing security opinion.	0.2
06-Sep-24	RJK	Review various correspondence re: variance reporting. Review reporting. Review correspondence from Caroline Tardif and from Jorden Sleeth. [REDACTED] Review correspondence re: purchaser diligence.	0.8
07-Sep-24	VC	Review and comment on variance analysis. Review and comment on letter to employees.	0.4
07-Sep-24	RJK	Review correspondence from Jorden Sleeth. Review draft reply re: Exceldor.	0.2
08-Sep-24	SL	Reviewing and revising week 14 variance analysis.	1.0
08-Sep-24	RJK	Review correspondence from Jorden Sleeth re: transaction matters.	0.2
09-Sep-24	SL	Drafting security opinion.	0.5
09-Sep-24	SL	EMS Weekly Update Call.	0.6
09-Sep-24	SL	Revising and circulating Variance Analysis.	0.3
09-Sep-24	RJK	Correspondence to and from Jorden Sleeth. Conference with Valerie Cross. Review correspondence from Sarah Lam. [REDACTED] [REDACTED]	0.8
10-Sep-24	VC	Review further revised APA.	0.4
10-Sep-24	RJK	Review revised APA. Conference with Valerie Cross.	0.9
11-Sep-24	SL	Drafting security opinion.	1.2
11-Sep-24	VC	Emails with counsel to various creditors. Emails with Sarah Lam re security review.	0.1
11-Sep-24	RJK	Review various correspondence re: Exceldor. Review revised APA. Review correspondence from Shurabi Srikaruna re: APA matters. [REDACTED]	0.9
12-Sep-24	SL	Reviewing the service list to ensure that it's current and correspondence with Deloitte regarding same.	0.4
12-Sep-24	SL	Reviewing and organizing EMS documents to file.	0.1
12-Sep-24	VC	Call with TGF and purchaser counsel re APA. Review letter to Allianz.	0.7

DENTONS CANADA LLP

Deloitte Restructuring Inc.

Re: Eastern Meat Solutions Inc.

INVOICE 3888032

Page 3 of 7

Matter # 569588-000017

Date	ID	Description of Work	Hours
12-Sep-24	RJK	Conversation with Jorden Sleeth re: SISP and APA. Conversation with Alex MacFarlane. Review various correspondence re: APA. Review revised APA. [REDACTED]	1.4
13-Sep-24	SL	Reviewing and revising week 15 variance analysis.	1.1
13-Sep-24	VC	Review and comment on variance reporting.	0.3
13-Sep-24	RJK	Review correspondence from Martin Lin. Review variance reporting. Review draft APA. [REDACTED] [REDACTED] Review correspondence from Ramesh Nedadur. Work on security review matters.	1.8
15-Sep-24	SL	Drafting security opinion.	3.3
16-Sep-24	SL	Drafting security opinion.	2.8
16-Sep-24	LG	Exchanging emails with Sarah Lam and receiving instructions. Ordering and obtaining ON uncertified PPSA searches and ordering ON PPSA certificates. Drafting and sending email to Jason Welch regarding conducting DE UCC search. Ordering and obtaining AB PPSA search. Reporting to Sarah Lam.	1.0
16-Sep-24	VC	Emails with TGF and Deloitte re sale approval materials. Review and provide form of security review.	0.9
16-Sep-24	RJK	Work on SISP matters. Review various correspondence re: AVO motion and Court report. Work on security opinion matters. Conference with Sarah Lam. Review draft Orders. [REDACTED]	2.1
17-Sep-24	AC	Instructions from Valerie Cross. Draft fee affidavit to be appended to monitor's report. Correspondence to Valerie Cross and Robert Kennedy.	0.5
17-Sep-24	SL	Drafting security opinion.	5.8
17-Sep-24	SL	Reviewing draft affidavit and orders in connection with the September 25th hearing and organizing documents in file.	0.2
17-Sep-24	LG	Receiving and reviewing ON PPSA searches. Drafting and finalizing ON PPSA summaries. Reporting to Sarah Lam.	1.0
17-Sep-24	VC	EMS weekly update call. Call with Rob Kennedy re court materials. Emails to legal assistants re fee affidavits. Review and comment on further revised APA. Review and comment on draft order.	3.0
17-Sep-24	RJK	Work on closing matters. Various correspondence [REDACTED] [REDACTED] Review revised draft APA. Attend update call. Conference with Valerie Cross. Review motion matters. Review correspondence re: amendments to APA. Review draft Court materials.	3.3
18-Sep-24	SL	Reviewing second report of the monitor [REDACTED] [REDACTED]	0.2
18-Sep-24	SL	Call with Val Cross regarding security opinion of Sierra Custom Foods Inc.	0.6
18-Sep-24	SL	Drafting security opinion.	3.1
18-Sep-24	LG	Exchanging emails with Sarah Lam and receiving instructions. Ordering and obtaining ON bank act searches.	0.5
18-Sep-24	VC	Call with Sarah Lam re security review. Emails with TGF re APA. Review further revised APA. Call with Rob Kennedy re APA. Review and revise	4.4

Date	ID	Description of Work	Hours
		Deloitte fee affidavit. Review and revise Dentons' fee affidavit. Review further revised orders and motion materials. Review and comment on DIP amendment to term sheet.	
18-Sep-24	RJK	[REDACTED] Review correspondence from Jorden Sleeth re: APA. Review and work on revised motion materials. Review and consider various correspondence re: APA amendments. Review various correspondence re: APA matters. Review fee affidavit. Review correspondence from Adam Drieger and Krall release. Review correspondence from Rebecca Kennedy. [REDACTED]	3.1
19-Sep-24	BK	[REDACTED] Review draft asset purchase agreement. Emails to and from Valerie Cross.	1.0
19-Sep-24	VF	Reviewing and replying to emails from Valerie Cross and Sarah Lam regarding review of Lease Assignment Agreement. Reviewing Lease and Lease Assignment Agreement and preparing comments on same.	1.2
19-Sep-24	SL	Call with Val Cross regarding the EMS security review opinion.	0.1
19-Sep-24	SL	Reviewing and revising week 16 EMS variance report.	1.1
19-Sep-24	SL	Reviewing the fee affidavit of Jorden Sleeth and commissioning same.	0.3
19-Sep-24	SL	[REDACTED]	0.4
19-Sep-24	SL	Drafting EMS security opinion.	0.4
19-Sep-24	BB	Review Second Report of the Monitor and confirm charge amounts and dates of all court orders.	0.5
19-Sep-24	VC	Call re EMS APA. Emails re fee affidavits. Call with deloitte re taxes; email with tax partner re same. Emails with TGF re affidavits. Emails with internal team re revisions to report.	2.3
19-Sep-24	RJK	Review various correspondence re: APA matters. Conversation with Rebecca Kennedy. Review revised APA. Conversation with Jorden Sleeth [REDACTED] Review revised Orders. Review correspondence re: lease assignment. Review assignment. Conference with Valerie Cross. Review correspondence from Ramesh Naedadur. Review various correspondence re: lease assignment. Review correspondence from Matt Hong. Review variance report. Review various correspondence re: tax matters. Review revised APA. Review and work on motion materials.	3.7
20-Sep-24	VF	Finalizing review of Lease Assignment Agreement and preparation of comments on same. Sending comments on Lease Assignment Agreement to Valerie Cross for review.	0.4
20-Sep-24	SL	Reviewing and providing comments on the Assignment and Consent agreement.	2.0
20-Sep-24	SL	Reviewing and revising the second report of the monitor.	1.1
20-Sep-24	SL	Preparing security opinion by pulling and reviewing searches and corresponding with TGF regarding outstanding security documents.	0.5

DENTONS CANADA LLP

Deloitte Restructuring Inc.

Re: Eastern Meat Solutions Inc.

INVOICE 3888032

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Matter # 569588-000017

Date	ID	Description of Work	Hours
20-Sep-24	VC	Emails with tax colleagues. Review and revise monitor's report. Review and update security review. Revise revise motion record. Review lease assignment and provide comments. Emails with Deloitte on finalizing fee affidavits and cash flow. Call with TGF and Deloitte re same.	3.6
20-Sep-24	RJK	Review various correspondence re: APA. Review correspondence re: lease assignment. Review various correspondence re: DIP amendment. Review correspondence re: closing matters. Conversation with Jorden Sleeth. Review and work on monitor's report. Conference with Valerie Cross. Review various correspondence re: Monitor's report. Review fee affidavit. Review cash flow forecast. Review various correspondence re: cash flow.	2.7
20-Sep-24	MJ	Email exchange with Valerie Cross and Rob Kennedy	0.3
20-Sep-24	DL	Conduct searches in RPMRR and review the search results. Email to Lisa Gidari.	0.8
21-Sep-24	SL	Drafting EMS security opinion.	1.5
21-Sep-24	SL	Reviewing and redacting Deloitte's invoices in the fee affidavit of Jorden Sleeth.	1.2
21-Sep-24	SL	Call with Rob Kennedy regarding redaction of Deloitte's invoices in the fee affidavit of Jorden Sleeth.	0.1
21-Sep-24	RJK	Work on monitor's report. Various conversations with Todd Ambachtsheer. Conversation with Jorden Sleeth.	2.1
22-Sep-24	JM	Review of security agreement for enforceability and scope of collateral. Correspondence with Dentons team regarding same.	1.0
22-Sep-24	SL	Drafting EMS security opinion.	1.3
22-Sep-24	VC	Review TGF comments to monitor's report.	0.3
22-Sep-24	RJK	Review Monitor's Report. Conversation with Rebecca Kennedy. Review correspondence from Shurabi Srikaruna. Review revised Monitor's report.	0.8
23-Sep-24	SL	Reviewing and revising EMS security opinion.	1.7
23-Sep-24	SL	Commissioning the affidavit of service of Amanda Campbell regarding service of the second report of the monitor.	0.1
23-Sep-24	SL	Reviewing and finalizing the second report of the monitor.	1.4
23-Sep-24	SL	Call with Val Cross regarding EMS security opinion.	0.3
23-Sep-24	VC	Review TGF comments to monitor's report. Review Further revised report from monitor and finalize for service. Complete Sierra Foods security review. Review and revise EMS and Sierra Services security review.	6.1
23-Sep-24	RJK	Work on Monitor's report. Attend weekly update call. Various correspondence to and from Jorden Sleeth. Conference with Valerie Cross. Conversation with Jorden Sleeth. Attend conference call re: cash flows and next steps. Attend conference call with Jorden Sleeth and Todd Ambachtsheer re: monitor's report. Review revised monitor's report. Conversation with Alex MacFarlane and Jorden Sleeth re: AVO motion. Correspondence to Alex MacFarlane.	2.2

DENTONS CANADA LLP

Deloitte Restructuring Inc.

Re: Eastern Meat Solutions Inc.

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Matter # 569588-000017

Date	ID	Description of Work	Hours
24-Sep-24	SL	Reviewing, finalizing, and circulating EMS security opinion.	1.6
24-Sep-24	VC	Call with TGF re Sept 25 court hearing. Finalize security review. Emails with TGF and Deloitte re WEPPA and other issues. Review motion record, factum and prepare for court.	3.3
24-Sep-24	RJK	Work on motion matters. Conference with Sarah Lam re: opinions. Various correspondence and from Valerie Cross. Review various correspondence re: Court order. Conference with Valerie Cross. Review monitor's report.	1.9
24-Sep-24	KK	Review draft opinion on enforceability of BMO security and related email exchanges with Val Cross. Finalize and sign opinion.	0.5
25-Sep-24	VC	Call with Rob Kennedy. Attend court hearing.	2.0
25-Sep-24	RJK	Preparation for motion. Conference with Valerie Cross. Review revised Orders. Attend motion. Correspondence from and to Rebecca Kennedy. Review APA. Conference with Valerie Cross re: APA and next steps. Conversation with Alex MacFarlane. Review various correspondence re: closing matters. Review correspondence from Valerie Cross. review correspondence from Shurabi Srikaruna. Conversation with Jorden Sleeth.	2.4
26-Sep-24	SL	[REDACTED]	0.2
26-Sep-24	SL	[REDACTED]	0.8
27-Sep-24	VC	Review revised assignment and consent.	0.2
27-Sep-24	RJK	Review various correspondence re: closing matters. Review revised assignment.	0.4
29-Sep-24	SL	[REDACTED]	0.4
30-Sep-24	SL	[REDACTED]	0.3
30-Sep-24	VC	Emails with TGF re closing.	0.2
30-Sep-24	RJK	Review various correspondence and attachments re: closing matters. Conference with Valerie Cross.	1.1
Total			111.1

DENTONS CANADA LLP

Deloitte Restructuring Inc.

Re: Eastern Meat Solutions Inc.

INVOICE 3888032

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Matter # 569588-000017

Timekeeper	Hours	Rate	Fees
Amanda Campbell	0.5	180.00	90.00
Birpal Benipal	0.5	455.00	227.50
Brian Kearn	1.0	1,000.00	1,000.00
Dominique Lévesque	0.8	400.00	320.00
Jonathan Meyer	1.0	605.00	605.00
Kenneth Kraft	0.5	1,145.00	572.50
Lisa Gidari	2.5	390.00	975.00
Mark Jadd	0.3	1,180.00	354.00
Robert Kennedy	34.0	1,030.00	35,020.00
Sarah Lam	39.3	455.00	17,881.50
Valerie Cross	29.1	785.00	22,843.50
Vince Fuda	1.6	605.00	968.00
Total	111.1		\$80,857.00

TOTAL PROFESSIONAL FEES	\$ 80,857.00
Less: Discount	<u>(2,857.00)</u>
NET PROFESSIONAL FEES	\$ 78,000.00

TAXABLE DISBURSEMENTS

Searches	\$ 759.64
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TOTAL TAXABLE DISBURSEMENTS	\$ 759.64
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NON-TAXABLE DISBURSEMENTS

Agent Fees (NT)	\$ 12.00
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Searches*	188.89
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TOTAL NON-TAXABLE DISBURSEMENTS	\$ 200.89
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TOTAL DISBURSEMENTS	\$ 960.53
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TOTAL FEES AND DISBURSEMENTS	\$ 78,960.53
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TAXES

HST (13.0%) on Professional Fees of \$78,000.00	\$ 10,140.00
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HST (13.0%) on Taxable Disbursements of \$759.64	98.75
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TOTAL TAXES	<u>10,238.75</u>
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TOTAL AMOUNT DUE	<u>\$ 89,199.28</u> CAD
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DENTONS

Dentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1

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dentons.com

Deloitte Restructuring Inc.
8 Adelaide Street West, Suite 200
Toronto ON M5H 0A9
Canada
Attention: Jorden Sleeth
Senior Vice President

INVOICE # 3893049

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
November 12, 2024	569588-000017	Robert Kennedy

**Deloitte Restructuring Inc.
Re: Eastern Meat Solutions Inc.**

Professional Fees	\$ 101,302.50
HST (13.0%) on \$101,302.50	13,169.33
Total Amount Due	<u>\$ 114,471.83 CAD</u>

Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Credit Card:

To pay online with a credit card, visit
<https://www.dentons.com/canada-CADpay>.

Alternatively, credit card payment is accepted via telephone at 1-888-444-8859.
You will require your invoice number and amount to pay.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com
referencing invoice number in message. Auto-deposit
is setup on our accounts and therefore no password
required.

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and
reference your payee account number (client ID) as 569588. Please email us at
AR.Canada@dentons.com referencing invoice number and payment amount.

Wire Transfer / EFT:

Bank of Montreal
1st Canadian Place, Toronto, ON M5X 1A3
Swift Code: BOFMCAM2

Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324 (or 00020004324)
Routing: 000100022

For wire or EFT payments, please email remittance to AR.Canada@dentons.com referencing invoice number and payment amount.
Payment due on receipt. Interest will be charged at the rate of 8% per annum on all outstanding amounts over 30 days.

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	ID	Description of Work	Hours
01-Oct-24	SL	[REDACTED]	0.1
01-Oct-24	SL	Reviewing and revising week 17 variance report.	1.1
01-Oct-24	VC	Review draft letter to Allianz. Review and revise variance reporting. Review draft closing agenda. Closing call with purchaser's counsel. Call with TGF.	1.3
01-Oct-24	RJK	Review various correspondence re: closing matters and issues. [REDACTED] review correspondence from Martin Lin. Review cash flow reporting. Review closing agenda and consider next steps. Review correspondence re: insurance claims. Review correspondence re: DIP advance.	1.7
02-Oct-24	VF	Reviewing and replying to email from Sarah Lam regarding review of Consent to Assignment.	0.1
02-Oct-24	SL	Attend closing update call.	0.3
02-Oct-24	SL	[REDACTED]	1.7
02-Oct-24	VC	Emails with team on landlord consent. Attend closing call. [REDACTED]	1.1
02-Oct-24	RJK	Review various correspondence re: closing matters. Review revised assignment. [REDACTED] Review correspondence from Jordan Sleeth.	0.6
03-Oct-24	VF	Reviewing Landlord's revisions to Consent to Assignment and preparing comments on same. Sending comments to Sarah Lam for review.	1.0
03-Oct-24	SL	Meeting with Val Cross regarding [REDACTED]	0.2
03-Oct-24	SL	Attend EMS update call.	0.2
03-Oct-24	SL	[REDACTED]	0.6
03-Oct-24	VC	Conference with Sarah Lam on assignment and landlord consent. Attend closing call. [REDACTED]	0.6
03-Oct-24	RJK	Review various correspondence re: closing matters. Review closing agenda and consider closing matters.	0.9
04-Oct-24	SL	Attend EMS update call.	0.3
04-Oct-24	SL	Reviewing software contracts and organizing documents in file.	0.1
04-Oct-24	SL	Reviewing week 18 variance report.	0.2
04-Oct-24	VC	Emails with TGF re software issues. Review contract. Attend [REDACTED]	1.0

Date	ID	Description of Work	Hours
04-Oct-24	RJK	Review correspondence from Valerie Cross. Review and consider contract disclaimer matters. Review correspondence from Todd Ambachtsheer. Review variance analysis. Consider closing matters.	1.2
05-Oct-24	VC	Emails re lease with TGF and Deloitte.	0.3
05-Oct-24	RJK	Review correspondence from Todd Ambachtsheer re: lease assignment issue. Review various correspondence re: [REDACTED]	0.7
06-Oct-24	SL	Reviewing week 18 variance report.	0.5
06-Oct-24	VC	Review and comment on variance analysis.	0.2
06-Oct-24	RJK	Review various correspondence re: APA and closing matters. [REDACTED]	0.3
07-Oct-24	SL	Reviewing week 18 variance report.	0.4
07-Oct-24	VC	Attend call with TGF. Attend call with Deloitte. [REDACTED]	1.6
07-Oct-24	RJK	Review various correspondence re: [REDACTED] [REDACTED] Review correspondence from Martin Lin. Review correspondence from Ramesh Nedadur. Review correspondence from Shurabi Srikaruna. Review correspondence from Jorden Sleeth.	1.1
08-Oct-24	SL	Call with Val Cross and Rob Kennedy regarding issues [REDACTED]	0.2
08-Oct-24	SL	Meeting with Val Cross regarding [REDACTED]	0.2
08-Oct-24	SL	Considering issues and case-law [REDACTED]	2.6
08-Oct-24	SL	Reviewing draft indemnity and transition agreement.	1.3
08-Oct-24	VC	Conference with Rob and Sarah re open issues. Attend daily closing call.	1.1
08-Oct-24	RJK	Review various correspondence and documentation re: closing matters. Conference with Valerie Cross re: closing matters and strategy. Review lease documentation and assignment.	1.6
09-Oct-24	SL	Reviewing closing documents.	1.0
09-Oct-24	SL	Reviewing and revising indemnity and transition agreement.	0.5
09-Oct-24	SL	Attend EMS update call.	0.3
09-Oct-24	VC	Review and revise indemnity agreement.	0.6
09-Oct-24	RJK	Review correspondence from Shurabi Srikaruna re: lease assignment issues. Review and consider issue. Conference with Valerie Cross.	0.5
10-Oct-24	SL	Reviewing closing documents.	0.9
10-Oct-24	SL	Reviewing week 19 variance report.	0.6
10-Oct-24	VC	[REDACTED] Emails with Deloitte re same. Attend closing call with TGF.	1.9
10-Oct-24	RJK	Work on closing matters. Review various correspondence re: lease assignment matters. Review draft correspondence re: assignment. Conversation with Rebecca Kennedy. Conference with Valerie Cross. Correspondence from and to Jorden Sleeth. Conversation with Jorden	2.1

DENTONS CANADA LLP

Deloitte Restructuring Inc.

Re: Eastern Meat Solutions Inc.

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Matter # 569588-000017

Date	ID	Description of Work	Hours
		Sleeth. Review various correspondence re: [REDACTED] Review variance report.	
11-Oct-24	VC	Call with Rob Kennedy on open issues for sale.	1.7
11-Oct-24	RJK	Review various correspondence re: closing matters. Review and consider WEPPA matters. Conference with Valerie Cross re: closing matters. Review correspondence re: UKG. Review correspondence from Todd Ambachtsheer. Review DIP advance notice. Review and consider LC issue. Review correspondence from Jorden Sleeth. Correspondence to Jorden Sleeth. Attend conference call re: closing and restructuring matters and next steps.	2.4
12-Oct-24	SL	Reviewing and revising week 19 variance report.	0.3
15-Oct-24	SL	Preparing execution copy of Monitor's Certificate and considering process to file same.	0.7
15-Oct-24	SL	Drafting letter to Allianz regarding outstanding payments owed to EMS.	2.0
15-Oct-24	SL	Reviewing closing documents and outstanding action items for Deloitte/Dentons.	0.3
15-Oct-24	SL	Updating service list.	0.4
15-Oct-24	SL	Reviewing and saving BMO LC to file.	0.1
15-Oct-24	VC	Attend weekly call with EMS and TGF. Review and revise letter to Allianz re payments. Attend weekly closing call. Attend EMS restructuring call. [REDACTED]	2.5
15-Oct-24	RJK	Attend weekly update call. Work on closing matters. Various conversations with Valerie Cross. Review correspondence from Rebecca Kennedy. Review correspondence from Jorden Sleeth. [REDACTED] Work on closing matters. Attend strategy conference call re: next steps.	1.9
16-Oct-24	SL	Reviewing closing agenda and closing documents.	1.0
16-Oct-24	SL	Attend EMS update call.	0.3
16-Oct-24	SL	Updating the service list and reviewing process for filing monitor's certificate.	0.4
16-Oct-24	MB	[REDACTED] Correspond with Valerie Cross on this matter.	1.9
16-Oct-24	VC	[REDACTED] Circulate Allianz letter. Confirm closing mechanics with TGF and Deloitte. Call with Rob Kennedy. Review closing documents and closing agenda. Review further update on software contract. Attend daily closing call. Review and revise notes for BMO call. Revise and settle Allianz letter.	3.7
16-Oct-24	RJK	Conversation with Todd Ambachtsheer. Review correspondence from Valerie Cross. Conversation with Shurabi Srikaruna re: closing matters. Conversation with Valerie Cross re: closing matters and next steps. Review various correspondence re: closing matters. Review correspondence from Rebecca Kennedy re: lender call. Review lender call notes. Review correspondence from Jorden Sleeth and Todd Ambachtsheer. Review various correspondence re: insurance letter.	2.4

DENTONS CANADA LLP

Deloitte Restructuring Inc.

Re: Eastern Meat Solutions Inc.

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Matter # 569588-000017

Date	ID	Description of Work	Hours
		Attend lender call and consider next steps. Review revised closing agenda.	
17-Oct-24	SL	Weekly update closing call.	0.4
17-Oct-24	SL	Reviewing and revising letter to Allianz.	1.2
17-Oct-24	SL	[REDACTED]	0.2
17-Oct-24	SL	Reviewing closing agenda and closing documents.	0.5
17-Oct-24	SL	[REDACTED]	2.1
17-Oct-24	SL	Reviewing APA and corresponding with Todd Ambachtsheer [REDACTED] [REDACTED]	0.5
17-Oct-24	VC	Emails with employment team re WEPPA. Emails with monitor re closing mechanics. Attend weekly closing call. Review amendment.	1.5
17-Oct-24	RJK	Review various correspondence re: closing matters. Conference with Valerie Cross re: WEPPA matters. Review correspondence from Todd Ambachtsheer. Review various correspondence re: LC matters. Review various correspondence re: monitor's certificate. Review correspondence re: Allianz Canada. Review and consider Loblaws matters. Conference with Sarah Lam re: closing matters. [REDACTED] [REDACTED] Review APA. Review correspondence from Adam Drieger. Review draft amendment. Consider closing matters. Conversation with Jorden Sleeth.	3.1
18-Oct-24	MR	[REDACTED]	0.2
18-Oct-24	CRL	Review WEPPA materials and calculations; email to Sarah Lam and Valerie Cross regarding outstanding issues and additional documentation.	1.8
18-Oct-24	SL	Reviewing and assisting with APA transaction closing matters.	0.3
18-Oct-24	SL	Reviewing email correspondence regarding letter to Allianz regarding outstanding settlement claims.	0.2
18-Oct-24	SL	Reviewing draft estimate inventory.	0.3
18-Oct-24	SL	Reviewing closing documents and collecting signatures from the Monitor.	1.0
18-Oct-24	SL	Reviewing wire details, closing direction and payment, and discussions with Val Cross regarding same.	1.6
18-Oct-24	VC	Emails with Deloitte re WEPPA, Allianz, APA amendment. Emails re closing estimates. Review and revise direction to pay.	2.0
18-Oct-24	RJK	Review various correspondence re: closing matters. Review APA amendment. [REDACTED] [REDACTED] Review details re: insurance claims. Conference with Rebecca Kennedy re: administration matters. Correspondence to and from Todd Ambachtsheer re: insurance matters. Review correspondence re: UKG. [REDACTED] [REDACTED] Review correspondence	3.6

Date	ID	Description of Work	Hours
		from Adam Drieger. Review drat closing documents. Review correspondence from Meaghen Russell. Correspondence to Rebecca Kennedy. Review correspondence from Jorden Sleeth re: inventory estimate and closing matters. [REDACTED]	
		[REDACTED] Consider closing matters.	
19-Oct-24	SL	Reviewing closing matters and collecting signature pages from the Monitor.	1.2
19-Oct-24	VC	Review further updated direction. Emails with TGF re closing.	0.3
20-Oct-24	CRL	[REDACTED]	0.6
21-Oct-24	SL	[REDACTED]	0.6
21-Oct-24	SL	[REDACTED]	0.5
21-Oct-24	SL	[REDACTED]	1.3
21-Oct-24	SL	Reviewing and revising week ended October 13, 2024 variance report.	0.8
21-Oct-24	SL	[REDACTED]	0.1
21-Oct-24	SL	Correspondence with Shurabi Srikaruna regarding final closing documents and reviewing same.	1.5
21-Oct-24	SL	[REDACTED]	0.5
21-Oct-24	VC	Emails re direction, disclaimers and closing. Review revised direction. Review revised indemnity agreement. Emails with Dentons' internal team and monitor re closing. Review and revise variance reporting. Call with TGF re closing. Emails re Allianz, Loblaws and direction.	3.1
21-Oct-24	RJK	Work on closing matters. Attend update call. Review and revise Loblaws and Foodtastic correspondence. Various correspondence to and from TGF re: closing matters. Various conversations with Jorden Sleeth re: closing and restructuring matters. Review closing agenda. Finalize Loblaws and Foodtatic correspondence. Conversation with Rebecca Kennedy re: letters. Conference with Sarah Lam. Consider restructuring matters and next steps.	4.9
22-Oct-24	SL	Calls and email correspondence with Shurabi Srikaruna regarding finalized closing documents and reviewing same.	1.6
22-Oct-24	RJK	Review various correspondence re: Loblaws. Conversation with Rebecca Kennedy re: administration matters. Work on closing matters. Review correspondence from Jorden Sleeth. Various conversations with Jorden Sleeth. Review correspondence from Rebecca Kennedy re: closing update. Conference with Valerie Cross. Review correspondence from Adam Drieger. Review correspondence from Valerie Cross. Review correspondence from Adam Drieger re: closing update. [REDACTED] Review correspondence from Rebecca Kennedy. Review correspondence from Matt Hong. Review closing agenda.	2.8
23-Oct-24	SL	[REDACTED]	0.2
23-Oct-24	VC	Allianz call with TGF and EMS and Deloitte.	0.4

DENTONS CANADA LLP

Deloitte Restructuring Inc.

Re: Eastern Meat Solutions Inc.

INVOICE 3893049

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Matter # 569588-000017

Date	ID	Description of Work	Hours
23-Oct-24	RJK	Work on closing matters. Review correspondence from Jorden Sleeth re: insurance claims. Review documentation. Various conversations with Jorden Sleeth.	2.1
24-Oct-24	SL	Reviewing signature pages of the Monitor and circulating same to TGF.	0.2
24-Oct-24	SL	Reviewing provisional assessment letters and saving to file.	0.2
24-Oct-24	SL	EMS closing matters.	1.4
24-Oct-24	VC	Emails with TGF, Dentons and Deloitte re closing. Emails re further revised indemnity, license and funds. Review final documents with Sarah Lamb. Attend call with BMO re restructuring.	1.7
24-Oct-24	RJK	Review various correspondence re: closing matters. Work on closing matters and review draft documents. Conversation with Jorden Sleeth. Review correspondence from Sarah Lam re: signature pages and escrow. Review correspondence from Todd Ambachtsheer. Review deck and preparation for conference call with BMO. Attend conference with BMO. Consider strategy.	3.7
25-Oct-24	SL	Updating signature page for the direction re funds and reviewing closing documents.	0.3
25-Oct-24	SL	Reviewing and revising draft variance report for the week ended October 20, 2024.	0.7
25-Oct-24	SL	Finalizing closing matters for EMS and calls with Rob Kennedy regarding same.	1.8
25-Oct-24	VC	Calls with Sarah Lamb re closing; emails with TGF and Deloitte re same. Call with Sarah Lamb re wires and filing monitor certificate. Emails re Allianz.	0.5
25-Oct-24	RJK	Review various correspondence re: closing matters. Work on closing matters. Various conversations with Jorden Sleeth. Voicemail to Adam Drieger Various conversations with Sarah Lam. Conversation with Shurabi. Conversation with Rebecca Kennedy. Review closing documents. Review and revise Monitor's certificate. Attend to filing matters.	3.4
28-Oct-24	SL		0.3
28-Oct-24	VC	Review TGF draft letter.	0.6
28-Oct-24	RJK	Review closing matters. Attend weekly update call. Review correspondence from Shurabi Srikaruna. Review correspondence from Valerie Cross re: administration matters. Conversation with Jorden Sleeth. Review comments.	2.3
29-Oct-24	SL		0.5
29-Oct-24	VC	Review ARIO and DIP terms and provide summary. Review letter from claimant. Call with Rob Kennedy. Emails with Deloitte.	1.3

DENTONS CANADA LLP

Deloitte Restructuring Inc.

Re: Eastern Meat Solutions Inc.

INVOICE 3893049

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Matter # 569588-000017

Date	ID	Description of Work	Hours
29-Oct-24	RJK	Various correspondence to and from Jordan Sleeth re: restructuring matters. Various conversations with Rebecca Kennedy re: restructuring matters. Conversation with Alex McFarlane. [REDACTED] [REDACTED] Review ARIO and DIP term sheet. Consider strategy re: restructuring. Various conversations with Rebecca Kennedy. Various conversations with Jordan Sleeth re: restructuring steps. Consider BMO matters. Conference with Valerie Cross.	4.9
30-Oct-24	RJK	Various correspondence re: administration matters. Various conversations with Jordan Sleeth re: [REDACTED] correspondence to and from Rebecca Kennedy. Various correspondence to and from Jordan Sleeth. Review slide deck. Conversation with Jordan Sleeth re: update call. Attend update call. Conversation with Jordan Sleeth re: strategy.	2.6
31-Oct-24	SL	Meeting with Val Cross regarding questions from Deloitte regarding WEPPA calculations.	0.1
31-Oct-24	SL	Call with Matthew Hong regarding WEPPA calculation questions.	0.1
31-Oct-24	VC	Conference with Sarah Lamb on WEPPA	0.1
31-Oct-24	RJK	Review correspondence to Loblaws and Foodtastic. Various correspondence to and from Jordan Sleeth. Review correspondence from Todd Ambachtsheer. Review correspondence from Shurabi Srikaruna. [REDACTED]. Review correspondence from Matt Smith. Review various correspondence re: WEPPA. Conversation with Jordan Sleeth. Conference with Valerie Cross re: administration matters. [REDACTED]	3.4
Total			129.9

Timekeeper	Hours	Rate	Fees
Craig Lawrence	2.4	815.00	1,956.00
Maree Bullivant	1.9	625.00	1,187.50
Meaghen Russell	0.2	845.00	169.00
Robert Kennedy	54.2	1,030.00	55,826.00
Sarah Lam	41.0	455.00	18,655.00
Valerie Cross	29.1	785.00	22,843.50
Vince Fuda	1.1	605.00	665.50
Total	129.9		\$101,302.50

TOTAL PROFESSIONAL FEES **\$ 101,302.50**

TAXES

HST (13.0%) on Professional Fees of \$101,302.50 \$ 13,169.33

TOTAL TAXES **13,169.33**

TOTAL AMOUNT DUE **\$ 114,471.83 CAD**

DENTONS

Dentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1

T 416 863 4511
F 416 863 4592

dentons.com

Deloitte Restructuring Inc.
8 Adelaide Street West, Suite 200
Toronto ON M5H 0A9
Canada
Attention: Jorden Sleeth
Senior Vice President

INVOICE # 3898915

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
December 5, 2024	569588-000017	Robert Kennedy

**Deloitte Restructuring Inc.
Re: Eastern Meat Solutions Inc.**

Professional Fees	\$ 130,919.50
Less: Discount	(2,919.50)
Net Professional Fees	\$ 128,000.00
Disbursements	577.40
HST (13.0%) on \$128,577.40	16,715.06
Total Amount Due	<u>\$ 145,292.46 CAD</u>

Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Credit Card:

To pay online with a credit card, visit
<https://www.dentons.com/canada-CADpay>.

Alternatively, credit card payment is accepted via telephone at 1-888-444-8859.
You will require your invoice number and amount to pay.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com
referencing invoice number in message. Auto-deposit
is setup on our accounts and therefore no password
required.

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and
reference your payee account number (client ID) as 569588. Please email us at
AR.Canada@dentons.com referencing invoice number and payment amount.

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Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	ID	Description of Work	Hours
01-Nov-24	SL	[REDACTED]	0.3
01-Nov-24	VC	Call with Rob Kennedy re various EMS agreements, and security review.	0.2
01-Nov-24	RJK	Work on and consider restructuring matters. Conference with Sarah Lam. Voicemail to and from Jorden Sleeth. Conference with Valerie Cross re: administration matters. [REDACTED] Conversation with Jorden Sleeth. Review correspondence from Matt Hong. Review draft variance report.	1.9
03-Nov-24	SL	Reviewing and revising week 22 variance report.	0.2
04-Nov-24	CRL	Review WEPPA entitlement and wage questions, review APA for continuation of employment issues, and draft email to Sarah Lam regarding same.	0.8
04-Nov-24	SL	[REDACTED]	1.1
04-Nov-24	SL	Following up with Craig Lawrence regarding WEPPA questions.	0.1
04-Nov-24	SL	Reviewing and revising week 22 variance report.	0.8
04-Nov-24	VC	Emails with TGF re PMSIs. Emails with various creditors re claims process.	0.8
04-Nov-24	RJK	Various correspondence re: update. Conference with Valerie Cross re: administration matters. [REDACTED] [REDACTED] Various correspondence to and from Jorden Sleeth. Conversation with Todd Ambachtsheer. [REDACTED] [REDACTED] Review draft reply. Conversation with Rebecca Kennedy. Consider distribution matters.	2.4
05-Nov-24	SL	Reviewing Sierra Custom Foods Inc. PPSA search summary.	0.1
05-Nov-24	SL	Reviewing Allianz settlement package.	0.2
05-Nov-24	SL	Reviewing email correspondence regarding [REDACTED] [REDACTED]	0.1
05-Nov-24	SL	Reviewing WEPPA questions from Deloitte.	0.3
05-Nov-24	SL	[REDACTED]	1.8
05-Nov-24	MB	Discuss with Valerie Cross in respect of the security review.	0.1
05-Nov-24	BB	Review relevant leases for security review.	2.4
05-Nov-24	VC	Emails with Deloitte, TGF and Sierra re leases. [REDACTED] [REDACTED] Emails with counsel to various unsecured creditors. Emails with TGF and Deloitte re insurance matters.	2.0
05-Nov-24	RJK	Various correspondence to and from Valerie Cross. [REDACTED] [REDACTED] Review PPSA search summary. Conference with Sarah Lam.	3.7

DENTONS CANADA LLP

Deloitte Restructuring Inc.

Re: Eastern Meat Solutions Inc.

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Matter # 569588-000017

Date	ID	Description of Work	Hours
		Correspondence to and from Todd Ambachtscheer. Various correspondence re: data room. Review correspondence from Sean DeLottinville. Correspondence to Shurabi Srikaruna re: [REDACTED]. Review correspondence from Shurabi Srikaruna. Conversation with Jorden Sleeth re: administration matters. Various correspondence re: Exceldor matters. Review documentation re: [REDACTED]. Consider Allianz matters.	
06-Nov-24	SL	[REDACTED] Chat with Maree Bullivant regarding same.	1.7
06-Nov-24	SL	Reviewing Allianz settlement package.	0.6
06-Nov-24	SL	[REDACTED]	0.2
06-Nov-24	MB	[REDACTED]	2.0
06-Nov-24	VC	Emails with counsel to Exceldor. [REDACTED] Call with Deloitte re same. Call with Sarah Lam re security review for same.	1.0
06-Nov-24	RJK	Review various correspondence re: [REDACTED]. [REDACTED] Review correspondence from Todd Ambachtscheer. Review various correspondence re: distributions. Review [REDACTED]. [REDACTED]	2.4
07-Nov-24	SL	Correspondence with Matthew Hong regarding APA.	0.1
07-Nov-24	SL	[REDACTED]	0.5
07-Nov-24	SL	Meeting with Val Cross regarding Direction to Pay and correspondence with Shurabi Srikaruna regarding compiled and executed transaction closing documents.	0.4
07-Nov-24	MB	Revise opinion letter for PMSI security review.	1.2
07-Nov-24	VC	Emails with counsel to Exceldor. Reviewing PMSI spreadsheet. Call with Deloitte re same. Call with Sarah Lam re security review for same.	0.6
07-Nov-24	RJK	Review correspondence from Todd Ambachtscheer. [REDACTED]. [REDACTED] Consider next steps.	1.7
08-Nov-24	CRL	Review WEPPA spreadsheet on entitlements and email Sarah Lam regarding same.	0.2
08-Nov-24	SL	Reviewing and revising variance report for the week ended November 3, 2024.	0.6
08-Nov-24	SL	Call with Valerie Cross regarding PMSI security review.	0.2
08-Nov-24	SL	Email correspondence with Matthew Hong regarding WEPPA calculations.	0.5
08-Nov-24	SL	Reviewing and revising PMSI security review report letter.	1.3
08-Nov-24	SL	Reviewing and considering distribution matters.	1.0
08-Nov-24	MB	Complete PMSI security review.	4.4
08-Nov-24	BB	Review and consider leases.	1.7

Date	ID	Description of Work	Hours
08-Nov-24	VC	Review weekly variance report. Review letter to UKG. Review TGF email update. Emails with Deloitte on wire of purchase price. Begin reviewing draft PMSI security review. Call with Rob Kennedy. Call with Sarah Lam on research assignment.	1.7
08-Nov-24	RJK	Conference with Valerie Cross re: administration matters. Review various correspondence re: WEPPA. Review various correspondence re: distribution. Review correspondence re: UKG. Review various correspondence re: PMSI review.	0.8
09-Nov-24	VC	Emails with Deloitte.	0.1
10-Nov-24	SL	[REDACTED]	0.7
10-Nov-24	SL	[REDACTED]	1.2
11-Nov-24	SL	[REDACTED]	1.0
11-Nov-24	SL	[REDACTED]	0.9
11-Nov-24	SL	[REDACTED]	4.8
11-Nov-24	VC	Attend weekly call with TGF and Deloitte. Conference with Sarah Lam on funds flow. Conference with Sarah Lam on PMSI security review. call with Rob Kennedy re various agreements.	2.0
11-Nov-24	RJK	Review various correspondence re: PMSI matters. Review draft PMSI review. Conversation with Rebecca Kennedy re: administration matters. Attend update call. [REDACTED] [REDACTED] Review correspondence from Valerie Cross. Review correspondence from Todd Ambachtscheer. Review various correspondence re: [REDACTED] [REDACTED] Review various correspondence re: [REDACTED] Review draft correspondence re: paydowns. Review correspondence from Jorden Sleeth to BMO re: paydown.	3.4
12-Nov-24	SL	[REDACTED]	1.1
12-Nov-24	SL	[REDACTED]	0.2
12-Nov-24	SL	Reviewing and revising PMSI security opinion.	1.7
12-Nov-24	MB	[REDACTED]	1.4
12-Nov-24	VC	Emails re BMO and letters to various creditors.	0.5
12-Nov-24	RJK	Work on PMSI review matters. Review various correspondence re: [REDACTED]. Review summary. Consider correspondence to Loblaw's re: [REDACTED] Review correspondence from Valerie Cross. Review various correspondence re: [REDACTED]. Review correspondence from Alex MacFarlane re: [REDACTED] Conference with Maree Bullivant re: [REDACTED]. [REDACTED] Correspondence to Alex MacFarlane. Conversation with Rebecca Kennedy. [REDACTED] Review correspondence from Alex McFarlane. Review correspondence from Sarah Lam re: [REDACTED] [REDACTED] Review correspondence from DJ Miller. Review correspondence from Jorden Sleeth. [REDACTED]	5.1

DENTONS CANADA LLP

Deloitte Restructuring Inc.

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Matter # 569588-000017

Date	ID	Description of Work	Hours
13-Nov-24	SL	Meeting with Val Cross regarding PMSI security opinion.	0.6
13-Nov-24	SL	Reviewing and revising PMSI security opinion.	2.2
13-Nov-24	SL	[REDACTED]	1.0
13-Nov-24	MB	[REDACTED]	1.5
13-Nov-24	LG	Exchanging emails with Sarah Lam and receiving instructions. Ordering and obtaining ON and Federal corporate profile reports. Ordering and obtaining ON PPSA uncertified searches. Ordering ON PPSA certificates.	0.8
13-Nov-24	BB	Review Initial Order re: information provisions.	1.1
13-Nov-24	VC	Attend weekly update call. [REDACTED] Call with Deloitte. Conference with Sarah on PMSI security review. Review and comment on same. [REDACTED]	2.6
13-Nov-24	RJK	[REDACTED]. Preparation for update call. Attend update call. [REDACTED]. Various conferences with Valerie Cross re: administration matters. Review Loblaw's matters. Various conversations with Jordan Sleeth re: administration matters. [REDACTED]. [REDACTED]. Review various correspondence from Alex McFarlane. Review various correspondence from TGF. Correspondence to Birpal Benipal.	5.8
14-Nov-24	SL	Reviewing and revising PMSI security opinion.	3.1
14-Nov-24	SL	Drafting letter to Allianz regarding amounts owing under the rebate program.	0.7
14-Nov-24	SL	Reviewing and revising draft variance report.	0.5
14-Nov-24	MB	Meeting with Sarah Lam in respect of the PMSI security review opinion. Revise the opinion.	1.0
14-Nov-24	LG	Receiving and reviewing ON PPSA searches. Drafting and finalizing ON PPSA summaries. Reporting to Sarah Lam.	1.0
14-Nov-24	VC	Emails with Deloitte and TGF re Allianz and weekly variance report. Call with Rob Kennedy re PMSIs. Review and revise PMSI review.	0.9
14-Nov-24	RJK	Review various correspondence re: insurance matters. Review PMSI letter. Conference with Valerie Cross re: PMSI letter and revisions. [REDACTED].	1.6
15-Nov-24	SL	Reviewing and revising PMSI security opinion.	2.2
15-Nov-24	SL	Drafting second letter to Allianz regarding amounts owing under the rebate program.	1.7
15-Nov-24	VC	Emails with Deloitte and TGF re Allianz and weekly variance report. Call with Rob Kennedy re PMSIs. Review and revise PMSI review.	1.8
15-Nov-24	RJK	Conference call with Jordan Sleeth re: administration matters. Continue review of lease documentation. [REDACTED]. [REDACTED]. Conference with Valerie Cross. Review revised PMSI review. [REDACTED]. [REDACTED]. Conversation with Jordan Sleeth. Prepare comments on draft letter. Review various correspondence re: [REDACTED]. Conversation with Rebecca Kennedy. Preparation for conference call.	4.5

Date	ID	Description of Work	Hours
		Attend update call. Conference call with Monitor team. Conversation with Rebecca Kennedy. [REDACTED] Review draft Allianz letter. Review correspondence to Sierra Winds.	
18-Nov-24	RA	Receive and review email instructions from Sarah Lam. Ordering AB PPSA search with respect to Sierra Winds Business Park Inc. Receive, review, compile and forward same. Various correspondence regarding the foregoing.	0.4
18-Nov-24	SL	Finalizing Allianz letter regarding outstanding claims.	0.5
18-Nov-24	SL	Reviewing and revising PMSI security review.	1.5
18-Nov-24	SL	Coordinating PPSA searches on Sierra Winds Business Park Inc. and reviewing letter to Sierra Winds Business Park Inc. dated November 15, 2024.	0.7
18-Nov-24	MB	Review draft letter from company's counsel on the letter of credit matter. Review correspondence on this issue.	0.2
18-Nov-24	BB	Review Master Lease Agreement	0.4
18-Nov-24	VC	Attend weekly call with Deloitte and TGF. [REDACTED], Allianz, and material contracts. Call with Rob Kennedy re EMS. Review letter to landlord. Review letter from BLG.	1.6
18-Nov-24	RJK	[REDACTED]. Review searches. Conference with Valerie Cross. Review correspondence from Shurabi Srikaruna. Attend update call. [REDACTED]. Review correspondence from Virginie Gauthier. Review and consider correspondence from Shurabi Srikaruna re: LC. Review correspondence from Brendan Wong. Various correspondence to and from Jorden Sleeth and Todd Ambachtsheer re: [REDACTED]. Various conferences with [REDACTED]. Review correspondence from Ryan Middleton.	2.8
18-Nov-24	REM	[REDACTED].	1.0
19-Nov-24	RA	Receive and review email instructions from Val Cross. Ordering AB PPSA searches. Receive, review, compile and forward same. Further email from Val Cross. Conducting NUANS and corporate searches. Receive, review, compile, and forward with summary of same. Various correspondence regarding the foregoing.	0.8
19-Nov-24	DRW	[REDACTED]	1.9
19-Nov-24	SL	[REDACTED].	2.5
19-Nov-24	SL	[REDACTED].	0.4
19-Nov-24	MB	[REDACTED].	0.5
19-Nov-24	SKH	[REDACTED].	0.7

Date	ID	Description of Work	Hours
19-Nov-24	VC	[REDACTED]	2.0
19-Nov-24	RJK	Conversation with Rebecca Kennedy re: [REDACTED]. Review draft correspondence. Review correspondence from Jorden Sleeth. Consider letter. Various conversations with Jorden Sleeth re: draft correspondence and next steps. Review correspondence from Todd Ambachtsheer. Review correspondence from Shurabi Srikaruna. [REDACTED]. Conference with Valerie Cross. Review correspondence from Rebecca Kennedy. Review and consider draw request. Conversation with Rebecca Kennedy. Review correspondence from DJ Miller. Review correspondence from Valerie Cross. Review corporate searches. Conference with Valerie Cross re: [REDACTED]. Review various correspondence from Denis Wiebe. Conversation with Jorden Sleeth.	4.8
19-Nov-24	JR	Review of emails from Robert Kennedy. Ordering searches. Providing searches to Robert Kennedy.	0.2
20-Nov-24	DRW	[REDACTED]	0.5
20-Nov-24	SL	Reviewing and revising variance report.	0.5
20-Nov-24	SL	[REDACTED]	1.4
20-Nov-24	MB	[REDACTED]	0.1
20-Nov-24	VC	[REDACTED]	1.3
20-Nov-24	RJK	Review correspondence from Shurabi Srikaruna. [REDACTED]. Various correspondence to and from Rebecca Kennedy. Review and consider correspondence from Brendan Wong. [REDACTED]. Various conversations with Jorden Sleeth. Review revised draw request. Various correspondence to and from Dennis Wiebe. Conference with Valerie Cross. Various conversations with Rebecca Kennedy. Review various correspondence re: cash flows. [REDACTED]. Review summary from Sonja Homenuck re: [REDACTED]. Consider next steps and strategy re: injunction motion. Various correspondence to and from Jorden Sleeth.	5.1
21-Nov-24	DRW	Brief discussion with Val Cross a [REDACTED]	1.0
21-Nov-24	SL	[REDACTED]	0.5
21-Nov-24	SL	[REDACTED]	0.5
21-Nov-24	SL	[REDACTED]	0.2
21-Nov-24	SL	[REDACTED]	0.4

DENTONS CANADA LLP

Deloitte Restructuring Inc.

Re: Eastern Meat Solutions Inc.

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Matter # 569588-000017

Date	ID	Description of Work	Hours
21-Nov-24	SL	Meeting with Val Cross and Rob Kennedy regarding injunction hearing.	0.5
21-Nov-24	SKH	Email exchanges with Valerie Cross.	0.2
21-Nov-24	VC	Review emergency injunction materials, prepare for and attend hearing. Review BMO response materials. Prepare speaking notes. Call with TGF re same. Call with Deloitte re same. Call with Rob Kennedy re same. Calls with team re hearing.	7.5
21-Nov-24	SW	[REDACTED].	0.3
21-Nov-24	RJK	Review draft motion materials. Various correspondence to and from Jorden Sleeth. Various conversations with Jorden Sleeth. [REDACTED]. Correspondence to TGF team re: motion materials. Preparation for motion. [REDACTED]. Attend motion. Conference with Deloitte team re: motion and next steps. Review short endorsement.	5.4
22-Nov-24	SL	Reviewing and revising PMSI security opinion.	0.1
22-Nov-24	SL	Reviewing and saving endorsement from November 15 hearing.	0.4
22-Nov-24	MDS	Reviewing latest correspondence.	0.3
22-Nov-24	VC	Review judicial reasons and draft terms of order. Emails with real estate team re lease.	0.6
22-Nov-24	RJK	Conversation with Rebecca Kennedy. Review endorsement. Conference with Valerie Cross re: PMSI review. Review correspondence from Shurabi Srikuaruna. Review draft Order. Review correspondence from Val Cross. Review correspondence from Jorden Sleeth. Review correspondence from Todd Ambachtsheer. Correspondence to Jorden Sleeth. Conversation with Valerie Cross. Review correspondence from Sonja Homenuck. [REDACTED]. Review correspondence from Justin Mageau. Consider Order matters.	2.7
25-Nov-24	SL	Coordinating and reviewing updates to the service list.	0.3
25-Nov-24	SL	Drafting letter to Loblaws.	0.4
25-Nov-24	SL	Reviewing documents received from Allianz.	0.3
25-Nov-24	SL	Following up with compiled closing book from sale of Sierra Foods.	0.1
25-Nov-24	VC	[REDACTED]. Emails with Dentons team re PMSI review. Emails with Allianz. Review documents related to same.	1.3
25-Nov-24	RJK	Review endorsement and consider next steps. Review correspondence from Jeff Larry. Review update call summary. Review correspondence re: Allianz correspondence. Review various correspondence re: stay extension. Conference with Valerie Cross re: administration matters. Review PMSI opinion. Review correspondence re: CRA. Conference with Jorden Sleeth re: administration matters.	2.7
26-Nov-24	VC	Call with Deloitte re various contracts. Call with Rob Kennedy. Call with TGF re insurance. Review various revisions to injunction order.	1.0
26-Nov-24	RJK	Conference with Valerie Cross. Review correspondence from Todd Ambachtsheer. Review PMSI opinion and consider comments. Review correspondence from Doug Montgomery. Review and consider	2.3

DENTONS CANADA LLP

Deloitte Restructuring Inc.

Re: Eastern Meat Solutions Inc.

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Matter # 569588-000017

Date	ID	Description of Work	Hours
		comments on injunction order. Voicemail left with Jorden Sleeth. Conference with Valerie Cross. Correspondence to DJ Miller and Rebecca Kennedy. Consider next steps re: injunction.	
27-Nov-24	SL	Reviewing and revising PMSI security review.	0.7
27-Nov-24	SL	Reviewing and revising variance report for the week ended November 24, 2024.	0.6
27-Nov-24	SL	Reviewing notice to disclaim UKG contract and correspondence with the company and Deloitte regarding same.	0.9
27-Nov-24	VC	Review notice of disclaimer. Emails with Deloitte re same.	0.3
27-Nov-24	RJK	Review various correspondence re: UKG. Review correspondence from Jorden Sleeth. Work on administration matters. Conference with Valerie Cross. Review various correspondence re; reporting. Consider restructuring strategy.	1.6
28-Nov-24	SL	Drafting letter to Loblaws.	0.1
28-Nov-24	SL	Reviewing and revising PMSI security review.	0.6
28-Nov-24	VC	Emails re court hearings and extension.	0.1
28-Nov-24	RJK	Conversation with Rebecca Kennedy re: administration matters. Review correspondence from Matt Hong. Review correspondence from Alex McFarlane. Conference with Valerie Cross re: administration matters. Review comments re: PMSI review.	1.7
29-Nov-24	SL	[REDACTED].	1.8
29-Nov-24	SL	Reviewing the affidavit of Robert Vanden Broek and the UKG software contract and order.	1.3
29-Nov-24	SL	Reviewing and revising PMSI security review.	0.2
29-Nov-24	SL	Calls with Shurabi Srikaruna regarding Notice to Disclaim.	0.2
29-Nov-24	VC	Conference with Sarah Lam on contract disclaimer.	0.3
29-Nov-24	RJK	Review various correspondence re: UKG contract. Review Affidavit and other materials. Review various correspondence re: interlocutory order. Review revised order. Review and consider correspondence re: Loblaws matters. Conversation with Jorden Sleeth.	0.9
Total			174.9

DENTONS CANADA LLP

Deloitte Restructuring Inc.

Re: Eastern Meat Solutions Inc.

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Timekeeper	Hours	Rate	Fees
Birpal Benipal	5.6	455.00	2,548.00
Craig Lawrence	1.0	815.00	815.00
Dennis Wiebe	3.4	950.00	3,230.00
John Regush	0.2	700.00	140.00
Lisa Gidari	1.8	390.00	702.00
Maree Bullivant	12.4	625.00	7,750.00
Michael Schafler	0.3	1,070.00	321.00
Rennie Ali	1.2	295.00	354.00
Robert Kennedy	63.3	1,030.00	65,199.00
Ryan Middleton	1.0	885.00	885.00
Sarah Lam	53.3	455.00	24,251.50
Shoshanah Webber	0.3	660.00	198.00
Sonja Homenuck	0.9	910.00	819.00
Valerie Cross	30.2	785.00	23,707.00
Total	174.9		\$130,919.50

TOTAL PROFESSIONAL FEES	\$ 130,919.50
Less: Discount	<u>(2,919.50)</u>
NET PROFESSIONAL FEES	\$ 128,000.00

TAXABLE DISBURSEMENTS

Corp. Search/Copies/Micro.	\$ 7.00
Land Title/Court/Corp Agents Fee	8.00
Searches	<u>562.40</u>

TOTAL TAXABLE DISBURSEMENTS	\$ <u>577.40</u>
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TOTAL DISBURSEMENTS	\$ <u>577.40</u>
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TOTAL FEES AND DISBURSEMENTS	\$ 128,577.40
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TAXES

HST (13.0%) on Professional Fees of \$128,000.00	\$ 16,640.00
HST (13.0%) on Taxable Disbursements of \$577.40	<u>75.06</u>

TOTAL TAXES	<u>16,715.06</u>
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TOTAL AMOUNT DUE	<u>\$ 145,292.46 CAD</u>
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DENTONS

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Toronto, ON, Canada M5K 0A1

T 416 863 4511
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dentons.com

Deloitte Restructuring Inc.
8 Adelaide Street West, Suite 200
Toronto ON M5H 0A9
Canada
Attention: Jorden Sleeth
Senior Vice President

INVOICE # 3911065

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
January 15, 2025	569588-000017	Robert Kennedy

**Deloitte Restructuring Inc.
Re: Eastern Meat Solutions Inc.**

Professional Fees	\$ 62,499.00
HST (13.0%) on \$62,499.00	8,124.87
Total Amount Due	<u>\$ 70,623.87 CAD</u>

Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

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Routing: 000100022

For wire or EFT payments, please email remittance to AR.Canada@dentons.com referencing invoice number and payment amount.
Payment due on receipt. Interest will be charged at the rate of 8% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP

Deloitte Restructuring Inc.

Re: Eastern Meat Solutions Inc.

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Matter # 569588-000017

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Date	ID	Description of Work	Hours
02-Dec-24	SL	Meeting with Val Cross regarding letter to Loblaws.	0.5
02-Dec-24	SL	[REDACTED].	2.6
02-Dec-24	SL	[REDACTED]	0.2
02-Dec-24	SL	Following up with Joanne Plamondon from Allianz regarding November 18, 2024 letter.	0.1
02-Dec-24	VC	Attend weekly update call. Review Loblaws claims and review and revise letter to Loblaws. Emails re Allianz policy. Conference with Sarah Lam re Loblaws.	1.5
02-Dec-24	RJK	Review various correspondence re: Loblaws payment. Attend weekly update call. Review payment table. Review various correspondence re: Allianz insurance claims. Review draft correspondence to Loblaws re: payments. Conversation with Jorden Sleeth re: administration matters. Review purchase agreement re: inventory adjustments.	2.3
03-Dec-24	SL	Call with Val Cross and Todd Ambachtsheer regarding Loblaws letter.	0.3
03-Dec-24	SL	[REDACTED].	1.3
03-Dec-24	SL	[REDACTED].	0.6
03-Dec-24	SL	Drafting letter to Loblaws.	3.7
03-Dec-24	SL	Reviewing email correspondence regarding Maple Lodge claim.	0.1
03-Dec-24	SL	Reviewing email correspondence from Joanne Plamondon regarding payment of outstanding Allianz claims.	0.3
03-Dec-24	VC	Conference with Sarah Lam on Loblaws letter. Conference with Sarah Lam re insurance policy. Calls and emails with Deloitte re same. Address update from Allianz.	1.3
03-Dec-24	RJK	Review various correspondence re: Loblaws matters. Review revised correspondence. Review various correspondence re: Allianz. Work on administration matters. Review correspondence from Shurabi Srikaruna re: insurance claims.	1.4
04-Dec-24	SL	Meeting with Val Cross regarding Maple Lodge Claim.	0.9
04-Dec-24	SL	[REDACTED].	0.5
04-Dec-24	SL	Reviewing Maple Lodge Claim.	1.5
04-Dec-24	SL	[REDACTED].	0.2
04-Dec-24	VC	Review Maple Lodge claim information. Review Allianz claim information. Conference with Sarah Lam on Maple Lodge.	0.9
04-Dec-24	RJK	Conversation with Jorden Sleeth. Conversation with Rebecca Kennedy. Review correspondence from Rebecca Kennedy. Review BMO update	1.8

DENTONS CANADA LLP

Deloitte Restructuring Inc.

Re: Eastern Meat Solutions Inc.

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Date	ID	Description of Work	Hours
		deck. Review various correspondence re: Allianz matters. Conversation with Jorden Sleeth re: administration matters. Review various correspondence re: Maple Lodge. Review invoicing.	
05-Dec-24	RJK	Review and consider various correspondence re: Maple Lodge. Conversation with Jorden Sleeth re: Maple Lodge matters. Review correspondence from Rebecca Kennedy. Review draft order. Correspondence to Rebecca Kennedy. Review correspondence from Jorden Sleeth. Work on PMSI review. Conversation with Jorden Sleeth.	2.4
06-Dec-24	SL	Reviewing and revising variance report.	0.9
06-Dec-24	SL	Reviewing and revising PMSI security review.	0.5
06-Dec-24	SL	Reviewing email correspondence regarding letter to Loblaws.	0.2
06-Dec-24	VC	Emails with TGF re Loblaws; internal emails re correspondence and creditors.	0.1
06-Dec-24	RJK	Review correspondence from Rebecca Kennedy. Review Order. Review various correspondence re: variance reporting. [REDACTED]. Work on PMSI review. Conference with Sarah Lam and Valerie Cross re: PMSI review. Correspondence to Jorden Sleeth re: Maple Lodge. Review correspondence from Jorden Sleeth.	2.1
09-Dec-24	SL	Drafting letter to Allianz.	1.1
09-Dec-24	SL	[REDACTED]	0.7
09-Dec-24	SL	Meeting with Rob Kennedy regarding review of purchase orders and invoices between Sierra Custom Foods and Maple Lodge.	0.2
09-Dec-24	SL	[REDACTED].	0.2
09-Dec-24	SL	Reviewing email correspondence from Jorden Sleeth regarding outstanding questions.	0.2
09-Dec-24	SL	Reviewing invoices and purchase orders between Sierra Custom Foods and Maple Lodge.	0.9
09-Dec-24	VC	Attend weekly update call with Deloitte. Emails with TGF.	1.6
09-Dec-24	RJK	Review correspondence from Bruce Darlington. Correspondence to Jorden Sleeth and Todd Ambachtsheer re: Loblaws set-off matters. Various correspondence to and from Todd Ambachtsheer. Review Loblaws set-off matters. Conversation with Rebecca Kennedy re: administration matters. Review correspondence from Jorden Sleeth. [REDACTED]. Review and consider monitor comments. Review revised Loblaws correspondence. Review and work on Maple Lodge matters. Conference with Sarah Lam. Attend Monitor team conference call re: administration matters.	2.6
10-Dec-24	SL	Reviewing email correspondence from Jorden Sleeth regarding claim for Maple Lodge.	0.1
10-Dec-24	VC	Attend weekly update call with Deloitte. Emails with TGF.	0.1
10-Dec-24	RJK	Review correspondence from Jorden Sleeth re: Maple Lodge. Review correspondence from Sarah Lam re: invoicing. Conversation with Jorden Sleeth re: administration matters.	0.9

DENTONS CANADA LLP

Deloitte Restructuring Inc.

Re: Eastern Meat Solutions Inc.

INVOICE 3911065

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Matter # 569588-000017

Date	ID	Description of Work	Hours
11-Dec-24	SL	Drafting letter to Allianz regarding payment of settled claims.	0.4
11-Dec-24	SL	Reviewing and revising letter to Allianz regarding outstanding and settled claims.	1.7
11-Dec-24	SL	Reviewing email correspondence regarding PMSI review.	0.1
11-Dec-24	VC	Attend weekly update call with Deloitte. Emails with TGF.	1.1
11-Dec-24	RJK	Review various correspondence re: insurance payments. Review correspondence from Jorden Sleeth re: administration matters. Review revised PMSI opinion. Review various correspondence re: PMSI review. Consider restructuring matters and next steps.	1.3
12-Dec-24	SL	Reviewing and revising variance analysis.	0.4
12-Dec-24	SL	[REDACTED]	0.2
12-Dec-24	SL	[REDACTED]	0.4
12-Dec-24	SL	Call with Val Cross regarding Maple Lodge claims and reviewing same.	0.8
12-Dec-24	VC	Attend call with Deloitte re o/s items.	0.7
12-Dec-24	RJK	Review correspondence from Jorden Sleeth re: administration matters. Review various correspondence re: variance reporting. Review variance report. Review various correspondence re: Maple Lodge. Conversation with Rebecca Kennedy re: Loblaws matters. Attend conference call re: Loblaws and set-off. Conversation with Rebecca Kennedy. Work on Loblaws matters.	2.2
13-Dec-24	SL	Preparing follow-up email to PMSI parties with outstanding documents.	0.5
16-Dec-24	SL	Reviewing and revising letter to Allianz.	1.1
16-Dec-24	SL	[REDACTED]	0.1
16-Dec-24	SL	Circulating updated service list to TGF.	0.1
16-Dec-24	VC	Review and comment on updated Allianz letter. [REDACTED]	0.7
16-Dec-24	RJK	Preparation for weekly update. Various correspondence to and from Jorden Sleeth. Attend weekly update call. Review correspondence from Bruce Darlington. Review purchase agreement. Conversations with Rebecca Kennedy. Review correspondence from Shurabi Srikaruna. Review correspondence from Bruce Darlington. Review correspondence from Shurabi Srikaruna. Review filed Orders and endorsement. Work on administration matters. Review various correspondence re: Loblaws matters. Review draft correspondence re: Allianz. Review correspondence from Todd Ambachtsheer	3.4
17-Dec-24	RJK	Review correspondence from Shurabi Srikaruna. Review correspondence from Jorden Sleeth. Conversation with Jorden Sleeth re: administration matters. Review correspondence re: weekly update. Review stay extension considerations summary. Consider strategy. Review BMO update.	2.2
18-Dec-24	SL	Reviewing and revising variance analysis.	0.4
18-Dec-24	SL	[REDACTED]	0.6

Date	ID	Description of Work	Hours
18-Dec-24	SL	[REDACTED]	0.2
18-Dec-24	RJK	Conversation with Jordan Sleeth re: administration matters. Conversation with Rebecca Kennedy re: administration matters. Review various correspondence re: PMSI review. Conference with Sarah Lam re: PMSI review. [REDACTED]. Review various correspondence re: variance reporting. [REDACTED]	2.4
19-Dec-24	SL	Reviewing executed vendor buying agreement, supplier terms and conditions, vendor and carrier standard operating procedures, and vendor income freight profile documents.	0.1
19-Dec-24	SL	[REDACTED]	0.2
19-Dec-24	VC	Emails with Loblaws representative and TGF.	0.3
19-Dec-24	RJK	Review correspondence from Bruce Darlington. Consider Loblaws matters. Review correspondence from Martin Lin. Review correspondence from Ramesh Nedadur. Review correspondence from Rebecca Kennedy. Conversations with Jordan Sleeth re: administration matters. Attend conference re: sale process and restructuring steps. Review correspondence and attachments from Ben Goodis. [REDACTED]	2.8
20-Dec-24	SL	[REDACTED]	0.7
20-Dec-24	RJK	Conversation with Jordan Sleeth. Review various correspondence re: Loblaws. Review and consider summary of administration matters.	1.6
22-Dec-24	VC	Review and comment on TGF letter.	0.2
23-Dec-24	SL	Drafting, reviewing and revising letter to Allianz.	2.2
23-Dec-24	SL	Drafting, reviewing, and revising letter to Loblaws.	1.5
23-Dec-24	SL	[REDACTED]	0.9
23-Dec-24	SL	Reviewing email correspondence regarding outstanding action items regarding letters to Allianz and Loblaws.	0.2
23-Dec-24	VC	Emails with Deloitte re letters, set-off and inventory. Attend call with Deloitte re same. Review and revise Allianz and Loblaws letters. Emails with TGF and Deloitte re same. Review and revise letters to PMSI claimants.	3.0
23-Dec-24	RJK	[REDACTED] [REDACTED] Conversation with Jordan Sleeth. Attend weekly update call. Review correspondence from Jordan Sleeth re: administration matters. [REDACTED] [REDACTED] Attend conference call with Deloitte team re: administration matters. Review various correspondence re: Allianz and Loblaws letters. [REDACTED] [REDACTED] Review various correspondence re: BMO call.	3.1
24-Dec-24	SL	Reviewing email correspondence regarding EMS matters.	0.4

DENTONS CANADA LLP

Deloitte Restructuring Inc.

Re: Eastern Meat Solutions Inc.

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Matter # 569588-000017

Date	ID	Description of Work	Hours
24-Dec-24	SL	[REDACTED]	1.2
24-Dec-24	SL	Reviewing and revising letter to Loblaws.	0.2
24-Dec-24	VC	Emails with Deloitte re supplier. Emails with Deloitte re o/s issues.	0.4
24-Dec-24	RJK	Review various correspondence re: Allianz. Review and work on PMSI review. review various correspondence re: Bank update. Review deck. [REDACTED]. Conference call with Jordan Sleeth and Todd Ambachtsheer. Review summary re: administration matters. Consider next steps. Consider [REDACTED]	2.8
29-Dec-24	VC	Emails with Company re Allianz. Emails with TGF re same.	0.2
30-Dec-24	SL	Reviewing email correspondence regarding termination of Allianz insurance policy.	0.1
30-Dec-24	RJK	Review various correspondence re: Allianz and insurance policies. Conversation with Rebecca Kennedy re: administration matters. [REDACTED]. Review correspondence from Shurabi Srikaruna. [REDACTED] Review correspondence from Todd Ambachtsheer.	1.8
Total			81.7

Timekeeper	Hours	Rate	Fees
Robert Kennedy	37.1	1,030.00	38,213.00
Sarah Lam	32.5	455.00	14,787.50
Valerie Cross	12.1	785.00	9,498.50
Total	81.7		\$62,499.00

TOTAL PROFESSIONAL FEES \$ **62,499.00**


TAXES

HST (13.0%) on Professional Fees of \$62,499.00 \$ 8,124.87

TOTAL TAXES **8,124.87**

TOTAL AMOUNT DUE **\$ 70,623.87 CAD**

THIS IS EXHIBIT "**B**" REFERRED TO IN THE
AFFIDAVIT OF ROBERT KENNEDY SWORN
BEFORE ME THIS 21st DAY OF JANUARY, 2025.

DocuSigned by:

716DC5FB63604ED...

A Commissioner for Taking Affidavits, etc.
Sarah Lam


EXHIBIT “B”

Summary of Invoices and Calculation of Average Hourly Billing Rates of Dentons Canada LLP

The Period from September 1, 2024 to December 31, 2024

Date	Invoice No.	Fees	Discount on Fees	Disbursements	Taxes(HST)	Hours	Average Rate	Total
October 15, 2024	3888032	80,857.00	-2,857.00	960.53	10,238.75	111.1	702.07	89,199.28
November 12, 2024	3893049	101,302.50	0.00	0.00	13,169.33	129.9	881.23	114,471.83
December 5, 2024	3898915	130,919.50	-2,919.50	577.40	16,715.06	174.9	830.72	145,292.46
January 15, 2025	3911065	62,499.00	0.00	0.00	8,124.87	81.7	864.43	70,623.87
TOTALS:		\$375,578.00	(\$5,776.50)	\$1,537.93	\$48,248.01	497.6	\$ 819.61	\$419,587.44

THIS IS EXHIBIT "C" REFERRED TO IN THE
AFFIDAVIT OF ROBERT KENNEDY SWORN
BEFORE ME THIS 21st DAY OF JANUARY, 2025.

DocuSigned by:

716DC5FB63604ED...

A Commissioner for Taking Affidavits, etc.
Sarah Lam

EXHIBIT “C”**Billing Rates of Dentons Canada LLP**

For the period September 1, 2024 to December 31, 2024

	<u>Rate</u>	<u>Year of Call</u>
Dennis Wiebe	\$950	1985
Kenneth Kraft	\$1,145	1991
Mark Jadd	\$1,180	1991
Michael Schafner	\$1,070	1997
Sonja Homenuck	\$910	2000
Robert Kennedy	\$1,030	2002
Brian Kearl	\$1000	2004 (AB)
Shoshanah Webber	\$660	2004
Ryan Middleton	\$885	2006
Meaghen Russell	\$845	2006
Craig Lawrence	\$815	2008
John Regush	\$600	2015 (AB)
Valerie Cross	\$785	2016 (BC)
Jonathan Meyer	\$605	2019
Vince Fuda	\$605	2019
Maree Bullivant	\$625	2022
Sarah Lam	\$455	2023
Birpal Benipal	\$455	2024
Dominique Lévesque	\$400	Paralegal (QB)
Lisa Gidari	\$390	Law Clerk
Rennie Ali	\$295	Law Clerk
Amanda Campbell	\$180	Legal Assistant

Court File No.: CV-24-00720622-00CL

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF EASTERN MEAT SOLUTIONS INC., SIERRA CUSTOM FOODS INC., SIERRA SUPPLY CHAIN SERVICES INC., SIERRA REALTY CORPORATION, RVB HOLDINGS INC., VANDENBROEK HOLDINGS (2008) INC., SIERRA REALTY CALGARY CORPORATION AND EASTERN MEAT SOLUTIONS (USA) CORP.

	<p>ONTARIO</p> <p>SUPERIOR COURT OF JUSTICE</p> <p>(COMMERCIAL LIST)</p>
	<p>PROCEEDING COMMENCED AT TORONTO</p>
	<p>AFFIDAVIT OF ROBERT KENNEDY</p>
<p>DENTONS CANADA LLP 77 King Street West, Suite 400 Toronto-Dominion Centre Toronto, ON M5K 0A1 Fax: (416) 863-4592</p> <p>Michael Schaffer (LSO# 39268J) Tel: 416-863-4457 michael.schaffer@dentons.com</p> <p>Robert J. Kennedy (LSO # 47407O) Tel: (416) 367-6756 robert.kennedy@dentons.com</p> <p>Valerie Cross (LSO # 91539Q) Tel: 1-604-648-6541 valerie.cross@dentons.com</p> <p><i>Lawyers for Deloitte Restructuring Inc., the Monitor</i></p>	