

District of: ONTARIO
Division No. 12-Ottawa
Court No. 33-2618511
Estate No. 33-2618511

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IN THE MATTER OF THE PROPOSAL OF

EUREKA 93 INC. OF THE CITY OF OTTAWA IN THE PROVINCE OF ONTARIO

Notice of Reconvened General Meeting of Creditors

Take notice that:

As you are aware, the general meeting of creditors (the “**Original General Meeting**”) to vote on the Proposal filed on June 12, 2020 pursuant to Part III of the Bankruptcy and Insolvency Act (Canada) (the “**BIA**”) (the “**Proposal**”) of Eureka 93 Inc. (“**Eureka**” or the “**Company**”) was held on July 28, 2020 at 2:00 a.m. (Toronto time) via Zoom Meeting.

At the Original General Meeting, two motions were made. First, Dominion Capital LLC (“**Dominion**”) made a motion (the “**Dominion Motion**”) to adjourn the meeting to a date not less than 30 days hence to:

1. Receive the documentation ordered by RSJ Macleod from Mr. Kouwenberg.
2. Allow Dominion to conduct examinations of Seann Poli.
3. For the trustee to obtain:
 - a. Details (and if written) all agreements among the first mortgagee, Family Lending, the DIP financier and the debtor respecting the consent to postpone to the DIP financing;
 - b. Details and evidence of any advances, payments and a discharge statement for the first mortgage.
 - c. For examination of the first mortgagee by Dominion, if so advised, by Dominion.

Prior to that Dominion Motion being made, the Company advised the Proposal Trustee that they disputed the proof of claim submitted by Dominion. As a result, the Proposal Trustee marked Dominion’s proof of claim as “objected to” and permitted Dominion to vote on the Dominion Motion subject to the vote being declared invalid in the event the objection is sustained. As a result, the resolution proposed by the Dominion Motion passed.

Since the vote on the Dominion Motion could subsequently be declared invalid, a second motion was brought to adjourn the meeting to a time to be so determined by the Court. That motion passed.

On July 31, 2020, a Case Conference was arranged in front of Justice MacLeod in order to set a timetable for the review and potential disallowance of Dominion’s proofs of claim and for the matters set out in the Dominion Motion. On August 5, 2020, Justice MacLeod issued a Case Conference Order that ordered and directed the following:

- (a) The Trustee is to forthwith assess and value the proofs of claim submitted by the noteholders and to issue its Form 77 no later than August 14, 2020. The noteholders and the debtors are to fully cooperate with the Trustee.
- (b) The examination of Mr. Poli and others as approved by the meeting of creditors in the Eureka 93 proposal shall proceed and shall be completed by August 18th, 2020. If the Trustee wishes to conduct the examinations, the Trustee shall do so. If not, then the noteholders may do so.
- (c) If the Trustee accepts the proof of claim in any of the proposals and the debtor (or any other creditor) wishes to challenge the validity of the debt owing to the noteholders, the said creditor(s) shall advise the noteholders in writing of the specific basis for doing so and shall undertake to bring the necessary application before the court.
- (d) Subject to further order or agreement in writing and to any application or appeal which must be determined in advance thereof, the votes on the proposals shall be completed no later than August 28th, 2020.

A copy of the Case Conference Order is available on the Proposal Trustee's website at <https://www.insolvencies.deloitte.ca/en-ca/pages/Eureka93.aspx>.

On August 14, 2020, the Proposal Trustee issued Form 77 Notice of Disallowance to Dominion disallowing a portion of its claim against the Company, and disallowing in full its claim against the Company's directors.

With respect to matter #1 of the Dominion Motion, the Proposal Trustee understands that Dominion has since been provided with information from Mr. Kouwenberg.

With respect to matter #2 of the Dominion Motion, on August 10, 2020, Dominion provided to the Proposal Trustee and the Company an extensive list of information that it required prior to the examination of Mr. Poli. Given the extent of the information requested, which will take Mr. Poli and the Company significant time to accumulate, and some of which may be with third parties, the Proposal Trustee has not proceeded with the examination of Mr. Poli but has instead sought further direction from Justice MacLeod.

With respect to matter #3, since it relates to Artiva Inc. and not Eureka, that information has not been obtained by the Proposal Trustee.

The Proposal Trustee has set August 28, 2020 as the date for the reconvened general meeting of creditors (the "**Reconvened Meeting**").

The Company has advised the Proposal Trustee that they are in the process of preparing an Amended Proposal that will involve only minor, technical amendments (the "**Amended Proposal**"). Once the amendments are finalized, the Trustee will file a copy of the Amended Proposal with the Office of the Superintendent of Bankruptcy and will post on the Proposal Trustee's website a copy of the Amended Proposal, a version that identifies the changes from the Proposal, and a supplementary report of the Proposal Trustee. Also available on the Proposal Trustee's website will be revised proxy and voting letter forms for those who wish to revise their proxy or vote in the Amended Proposal.

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Any revised proxy/voting letter intended to be used at the Reconvened Meeting must be for the Amended Proposal lodged with the Proposal Trustee prior to the commencement of the Reconvened Meeting and should be forwarded to:

Deloitte Restructuring Inc.
Proposal Trustee in the Proposal of Eureka 93 Inc.
Attention: Hartley Bricks
By email - hbricks@deloitte.ca or by facsimile at 416-601-6690

Due to the restrictions imposed by the Ontario Government as a result of COVID-19, the Reconvened Meeting will be held by Zoom Meeting on **August 28, 2020 at 11:30 am**. Creditors may attend the Reconvened Meeting to consider the Proposal either in person via Zoom Meeting or by proxy. The Zoom Meeting details are as follows:

Zoom Link: <https://deloitte.zoom.us/j/97044744237?pwd=YkFhcHlkNHY0RSt2T3pJRHVrbUt5QT09>

Password: 737557

-or-

Dial In # Canada - (613) 209-3054 or (647) 374 4685 or (438) 809-7799; US - (720) 928-9299

Meeting ID: 970 4474 4237

Password: 737557

Please note that only those creditors who submitted a valid proof of claim prior to the Original General Meeting which is admitted by the Proposal Trustee will be allowed to vote at the Reconvened Meeting.

Dated at Toronto, Ontario, this 17th day of August, 2020

DELOITTE RESTRUCTURING INC.
in its capacity as Proposal Trustee under the
Notices of Intention to Make a Proposal for
Eureka 93 Inc. and not in its personal or
corporate capacity

Per: 

Hartley Bricks, MBA, CPA, CA, CIRP, LIT
Senior Vice President