

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

**IN THE MATTER OF Section 101 of the *Courts of Justice Act*, R.S.O. 1990 c.C.43, as amended, and in the matter of Section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended**

B E T W E E N:

**THE TORONTO-DOMINION BANK**

Applicant

- and -

**TOOLPLAS SYSTEMS INC. AND TOOL PROCESSING SOLUTIONS INC.**

Respondents

**MOTION RECORD  
Returnable November 3, 2022**

October 24, 2022

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Lawyers for the Court-appointed Receiver,  
Deloitte Restructuring Inc.

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**IN THE MATTER OF Section 101 of the *Courts of Justice Act*, R.S.O. 1990 c.C.43, as amended, and in the matter of Section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended**

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# **TAB 1**

Notice of Motion Returnable November 3, 2022

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

**IN THE MATTER OF Section 101 of the *Courts of Justice Act*, R.S.O. 1990 c.C.43, as amended, and in the matter of Section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended**

**B E T W E E N:**

**THE TORONTO-DOMINION BANK**

Applicant

**- and -**

**TOOLPLAS SYSTEMS INC. AND TOOL PROCESSING SOLUTIONS INC.**

Respondents

**NOTICE OF MOTION  
(Returnable November 3, 2022)**

**DELOITTE RESTRUCTURING INC.** (“**Deloitte**”), in its capacity as court-appointed receiver and manager (the “**Receiver**”) of Toolplas Systems Inc. and Tool Processing Solutions Inc. (together, the “**Debtors**”) will make a motion to a Judge presiding over the Commercial List on November 3, 2022, at 12:00 p.m. or as soon after that time as the motion can be heard by judicial teleconference via Zoom at Toronto, Ontario. Please advise if you intend to join the motion by emailing Rachel Nicholson at [rnicholson@tgf.ca](mailto:rnicholson@tgf.ca), who can provide you with the Zoom coordinates, once made available by the Court.

**PROPOSED METHOD OF HEARING:** This Motion is to be heard orally.

**THIS MOTION IS FOR:**

1. An Order (the proposed “**Discharge Order**”), *inter alia*:
  - (a) discharging Deloitte as Receiver effective upon the filing of the Receiver’s discharge certificate, the form of which is attached as Schedule “A” to the proposed Discharge Order (the “**Discharge Certificate**”), certifying that the Remaining Activities (as defined herein) have been completed to the satisfaction of the Receiver;
  - (b) unsealing Confidential Appendices “1”, “2” and “3” appended to the Receiver’s First Report to the Court dated April 13, 2021 (collectively, the “**Confidential Appendices**”) such that the Confidential Appendices form part of the public record;
  - (c) approving the Receiver’s Statement of Receipts and Disbursements for the period from June 5, 2021 to September 30, 2022 and the cumulative receivership period from March 3, 2021 to September 30, 2022;
  - (d) approving the fees and disbursements of the Receiver and its counsel; and
  - (e) approving the Receiver’s Third Report to the Court dated October 24, 2022 (the “**Third Report**”) and the activities described therein.

**THE GROUNDS FOR THE MOTION** are as follows:

**Background**

2. By Order of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) dated March 3, 2021 (the “**Appointment Order**”), Deloitte was appointed Receiver of the assets, properties and undertakings (the “**Property**”) of the Debtors pursuant to section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3 (“**BIA**”) and section 101 of the *Courts of Justice Act*, R.S.O. 1990, C. C-43, as amended;
3. The Debtors are private Ontario corporations which designed and manufactured plastic injection moulds and related tooling for automotive interior, exterior and functional component modules;
4. On April 20, 2021, the Court issued an Approval and Vesting Order (the “**Approval and Vesting Order**”) that, among other things, approved the transaction (the “**Transaction**”) detailed in the Auction Services Agreement (the “**Auction Agreement**”) between the Receiver and Corporate Assets Inc. (the “**Auctioneer**”) dated March 25, 2021, and vesting the right, title, and interest of the Receiver and the Debtors to the property listed in Schedule A of the Auction Agreement (the “**Purchased Assets**”) in and to the Auctioneer upon closing of the Transaction;
5. The Approval and Vesting Order also sealed the Confidential Appendices pending further order of the Court, being respectively (i) a summary of the offers received in the sale process conducted by the Receiver, (ii) the summary of auction proposals received by the

Receiver; and (iii) an unredacted copy of the Auction Agreement. The Receiver no longer requires that the Confidential Appendices remain sealed as the Transaction has closed;

6. The closing of the Transaction took place on June 11, 2021 and the Purchased Assets were sold by the Auctioneer pursuant to a public auction that took place in mid-June, 2021 (the “**Auction**”) on the terms set out in the Auction Agreement;
7. On June 23, 2021, the Court granted an Order, that, among other things, approved a distribution to The Toronto-Dominion Bank (“**TD**”), the Applicant in these proceedings, from available proceeds of the Property (including the sale of the Purchased Assets) as well as future distributions to TD of proceeds of the Property up to the amount of the TD Secured Indebtedness (which was in the amount of approximately \$17.5 million);

### **Discharge of Receiver and Remaining Activities**

8. All activities in connection with the administration of the receivership proceeding have largely been concluded by the Receiver, including the sale of the Purchased Assets and collection of accounts receivable and unbilled contract revenue;
9. The remaining tasks to conclude the receivership administration are as follows (collectively, the “**Remaining Activities**”):
  - (a) pay the outstanding professional fees (including fees incurred to the conclusion of the receivership proceeding), subject to Court approval;



- (b) prepare and file the Receiver's final report as required under Section 246(3) of the BIA;
  - (c) distribute remaining funds to TD, if any;
  - (d) close the Receiver's trust accounts; and
  - (e) any incidental tasks that may be required in connection with concluding the receivership proceedings, including without limitation, the filing of the Discharge Certificate, upon completion of the above matters.
10. Other than the Remaining Activities, the Receiver has completed its administration of the estate in accordance with the terms of the Appointment Order and the various other orders rendered by the Court in the course of these proceedings. Accordingly, the Receiver recommends that it be discharged pursuant to the terms of the proposed Discharge Order;

**Approval of statement of receipts and disbursements, fees and activities**

11. The Receiver is seeking approval of its Statement of Receipts and Disbursements, which is appended to the Third Report, for the period from June 5, 2021 to September 30, 2022 and for the cumulative receivership period from the date of the Appointment Order. Total receipts for the receivership period to September 30, 2022 are \$18.4 million, disbursements are \$18.2 million (which includes the distributions to TD), resulting in a surplus of receipts over disbursements of \$139,000 as at September 30, 2022;

12. The Receiver is also seeking approval of its fees and the fees of its counsel, along with approval of the Receiver's activities as described in the Third Report, which is appropriate and necessary for the due administration of the within estate; and
13. Such other grounds as counsel may advise and this Honourable Court may deem just.

**THE FOLLOWING DOCUMENTARY EVIDENCE** will be used at the hearing of this application:

1. The Receiver's Third Report to the Court dated October 24, 2022, including all appendices attached thereto; and
2. Such further and other evidence as counsel may advise and this Honourable Court may permit.

October 24, 2022

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Lawyers for the Court-Appointed Receiver

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

**IN THE MATTER OF Section 101 of the *Courts of Justice Act*, R.S.O. 1990 c.C.43, as amended,  
and in the matter of Section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as  
amended**

**B E T W E E N:**

**THE TORONTO-DOMINION BANK**

Applicant

**- and -**

**TOOLPLAS SYSTEMS INC. AND TOOL PROCESSING SOLUTIONS INC.**

Respondents

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(as of October 21, 2022)**

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## **TAB 2**

Third Report of Deloitte Restructuring Inc. to the Court dated October 24, 2022

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

**IN THE MATTER OF** Section 101 of the *Courts of Justice Act*, R.S.O. 1990 c.C.43, as amended, and in the matter of Section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended

**BETWEEN:**

**THE TORONTO-DOMINION BANK**

Applicant

- and -

**TOOLPLAS SYSTEMS INC. AND TOOL PROCESSING SOLUTIONS INC.**

Respondents

**THIRD REPORT OF DELOITTE RESTRUCTURING INC.  
IN ITS CAPACITY AS RECEIVER AND MANAGER**

**Dated October 24, 2022**

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## APPENDICES

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| APPENDIX “B”: | Fee Affidavit of Jordan Sleeth sworn October 21, 2022   |
| APPENDIX “C”  | Fee Affidavit of Grant Moffat sworn October 19, 2022  |

## INTRODUCTION

1. By order of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) dated March 3, 2021 (the “**Appointment Order**”), Deloitte Restructuring Inc. (“**Deloitte**”) was appointed receiver and manager (in such capacity, the “**Receiver**”) of all of the assets, undertakings and properties of Toolplas Systems Inc. (“**TPS**”) and Tool Processing Solutions Inc. (“**Tool Solutions**” and collectively with TPS, “**Toolplas**” or the “**Debtors**”) acquired for, or used in relation to the business carried on by the Debtors (the “**Property**”).
2. The Debtors are private Ontario corporations which designed and manufactured plastic injection moulds and related tooling for automotive interior, exterior and functional component modules. The Debtors operated two manufacturing plants in Ontario: (i) one located at 1905 Blackacre Dr., Oldcastle, Ontario (the “**Head Office**”) leased from an unrelated third-party, and (ii) a second plant located at 3920 North Talbot Rd., Oldcastle, Ontario (“**Plant 2**” and together with the Head Office, the “**Premises**”) leased from Mamatas Real Estate Holdings Unlimited Liability Company, a related party.
3. On April 20, 2021, the Court granted an Approval and Vesting Order (the “**Approval and Vesting Order**”) that, among other things, approved the transaction (the “**Transaction**”) detailed in the Auction Services Agreement between the Receiver and Corporate Assets Inc. (the “**Auctioneer**”) dated March 25, 2021 (the “**Auction Agreement**”), together with any further amendments thereto deemed necessary by the Receiver in its sole discretion, and vesting the right, title, and interest of the Receiver and Toolplas to the property listed in Schedule A of the Auction Agreement (the “**Purchased Assets**”) in and to the Auctioneer upon closing of the Transaction. The Purchased Assets were sold by the Auctioneer

pursuant to a public auction that took place in mid-June 2021 (the “**Auction**”) on the terms set out in the Auction Agreement.

4. The Receiver filed its First Report to the Court dated April 13, 2021 (the “**First Report**”) in support of its motion for the Approval and Vesting Order. The Approval and Vesting Order also sealed Confidential Appendices “1”, “2” and “3” to the First Report (collectively, the “**Confidential Appendices**”), being respectively (i) a summary of the offers received in the Sale Process (as defined in the First Report), (ii) the summary of auction proposals received by the Receiver; and (iii) an unredacted copy of the Auction Agreement, pending further order of the Court.
5. On June 23, 2021, the Court granted an Order (the “**Distribution Order**”), that, among other things, approved a distribution to The Toronto-Dominion Bank (“**TD**”), the Applicant in these proceedings, from available proceeds of the Property (including the sale of the Purchased Assets) as well as future distributions to TD of proceeds of the Property up to the amount of the TD Secured Indebtedness (as defined in the Second Report as the amount of approximately \$17.5 million).
6. The Receiver filed its Second Report to the Court dated June 14, 2021 (the “**Second Report**”) in support of its motion for the Distribution Order.
7. All orders granted in these proceedings, along with the Receiver’s motion materials and other court documents and information relevant to the receivership can be accessed on the Receiver’s website at [www.insolvencies.deloitte.ca/en-ca/Toolplas](http://www.insolvencies.deloitte.ca/en-ca/Toolplas) (the “**Receiver’s Website**”).

8. The purpose of this third report of the Receiver (the “**Third Report**”) is to report on the activities of the Receiver since the date of the Second Report and to provide the Court with the evidentiary basis to make an order (the “**Discharge Order**”), among other things:
- (a) approving this Third Report and the activities and conduct of the Receiver described herein;
  - (a) approving the Receiver’s Statement of Receipts and Disbursements for the period from June 5, 2021 to September 30, 2022;
  - (b) approving the fees and disbursements of the Receiver and its independent counsel, Thornton Grout Finnigan LLP (“**TGF**”), for the periods indicated in the Sleeth Affidavit and the Moffat Affidavit (each as defined below);
  - (c) discharging Deloitte as Receiver effective upon the filing of the Receiver’s discharge certificate, the form of which is attached as Schedule “A” to the proposed Discharge Order (the “**Discharge Certificate**”), certifying that the Remaining Activities (as defined herein) have been completed to the satisfaction of the Receiver; and
  - (d) unsealing the Confidential Appendices such that the Confidential Appendices form part of the public record. The Receiver notes, however, that the Auctioneer takes the position that the economic terms of the Auction Agreement, as reflected in each of the Confidential Appendices, should remain under seal indefinitely as disclosure of such economic terms could impact future transactions to which the Auctioneer may become a party.

## TERMS OF REFERENCE

9. In preparing this Third Report, Deloitte has accessed and relied upon unaudited, draft and/or internal financial information, Toolplas' books and records, discussions with certain employees and management of Toolplas, discussions with TD, and information from third parties (collectively, the "**Information**"). Except as described in this Third Report:
  - (a) Deloitte has reviewed the Information for reasonableness, internal consistency and use in the context in which it was provided. However, Deloitte has not audited or otherwise attempted to verify the accuracy or completeness of the Information in a manner that would wholly or partially comply with Canadian Auditing Standards ("**CAS**") pursuant to the Chartered Professional Accountants Canada Handbook and, accordingly, the Receiver expresses no opinion or other form of assurance contemplated under CAS in respect of the Information; and
  - (b) Deloitte has prepared this Third Report in its capacity as Receiver in connection with the relief sought by the Receiver described herein. Parties using this Third Report other than for the purposes outlined herein are cautioned that it may not be appropriate for their purposes.
10. Unless otherwise stated, all dollar amounts contained in this Third Report are expressed in Canadian dollars. Where necessary for the purposes of this Third Report, US dollars have been converted at the rate of US\$1.00 = CDN\$1.25.
11. All capitalized terms not defined herein are defined in the Appointment Order or the Second Report, as applicable.



## ACTIVITIES OF THE RECEIVER SINCE THE SECOND REPORT

12. Since the date of the Second Report, the Receiver has undertaken the following activities in accordance with the terms of the Appointment Order:

- (a) continued to engage former employees of Toolplas on a part-time basis as necessary for the due administration of the Debtors' estates and terminated such engagement no later than August 2021;
- (b) completed the administration of the Wage Earner Protection Program ("WEPP") applications of Toolplas' former employees, responded to employee inquiries, and discussed with Service Canada the WEPP eligibility of certain former employees;
- (c) reviewed and responded to inquiries from creditors and other interested parties;
- (d) continued to correspond with Canada Revenue Agency ("CRA") to provide information as required, including payroll source deduction details and scheduling trust examinations;
- (e) filed statutory harmonized sales tax ("HST") returns for the period after the Appointment Order;
- (f) completed efforts to collect and settle the Debtors' remaining outstanding accounts receivable and unbilled contract revenue ("UBCR"), including intercompany receivables owed from Toolplas Systems Mexico de RL de CV ("**Toolplas Mexico**") and Toolplas Global Inc. ("**TGI**"), which are related parties (as further described below);
- (g) finalized sale matters with the Auctioneer;

- (h) exited the Premises on August 31, 2021;
- (i) issued its statutory notices pursuant to subsection 246(2) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3 (“**BIA**”);
- (j) provided status updates on the progress of the receivership to TD;
- (k) distributed proceeds of the Property to TD, pursuant to the Distribution Order;
- (l) maintained and posted to the Receiver’s Website all motion materials and Court orders; and
- (m) prepared this Third Report.

## **THE TRANSACTION**

13. As set out in the Second Report, due to restrictions related to the COVID-19 pandemic, the public auction took place online from June 15, 2021 to June 17, 2021.
14. The Transaction closed effective June 11, 2021 (the “**Closing Date**”) and the Net Minimum Guarantee (as defined in the Auction Agreement), less the deposit already received, was paid to the Receiver on the Closing Date.
15. In July 2021, a second payment was paid by the Auctioneer to the Receiver with respect to proceeds of sale of assets in excess of the Net Minimum Guarantee and pursuant to the Proceeds Sharing Formula (as defined in the Auction Agreement).
16. On August 4, 2021, the Auctioneer held a second auction for any remaining assets.
17. In August 2021, the Auctioneer paid to the Receiver US\$48,000 in respect of the VFI Equipment (as defined and discussed below) to be held in trust pending further resolution.

18. In September 2021, the final proceeds related to the Transaction were paid by the Auctioneer to the Receiver.
19. As discussed in the Second Report, four pieces of equipment subject to lease agreements between TGI, TPS, First Midwest Equipment Finance Inc. and First Midwest Finance Co. (together, “FMW”), which were owned by TGI and therefore did not constitute Property, were also included in the Auction and the sale proceeds from such equipment were separately accounted for and remitted directly by the Auctioneer to FMW.

#### **UPDATE ON REVIEW OF SECURITY INTERESTS**

20. A detailed review of the registrations filed pursuant to the *Personal Property Security Act* (Ontario) (the “PPSA”) against each of TPS and Tool Solutions was set out in the Second Report.
21. As discussed in the Second Report, VFI KR SPE I LLC (“VFI”) filed registrations against TPS in respect of certain equipment subject to a Master Lease Agreement dated May 22, 2019 between Varilease Finance Inc. (“Varilease”), as lessor, and TGI and TPS as co-lessees, along with accompanying schedules and documentation. VFI claimed a priority interest in respect of a Makino EDAF3 sinker EDM machine (s/n E80225) (the “VFI Equipment”), which was in the possession of TPS and included in the Auction as authorized by VFI. Since the date of the Second Report, TGF received certain assignment and purchase documentation as between Varilease and VFI and reviewed the security documentation in favour of VFI. TGF concluded that VFI held a validly perfected purchase money security interest in the VFI Equipment and has a priority claim to the proceeds

thereof arising from the Auction. Therefore, the Receiver transferred the net proceeds from the sale of the VFI Equipment to VFI in August 2021.

22. In the Second Report, the Receiver noted that JPMorgan Chase Bank, N.A. (“**JPMorgan**”) filed a registration under the PPSA against Tool Solutions in respect of a receivables purchase agreement. Since the date of the Second Report, the Receiver and its counsel have reviewed a copy of such agreement and JPMorgan has confirmed that none of the receivables collected during the receivership proceeding in respect of the Property of Tool Solutions were purchased by JPMorgan.

#### **OTHER CLAIMS**

23. In August 2021, the Receiver settled with Service Canada in respect of the priority claim for the WEPP owing to former employees for unpaid wages and vacation pay in the amount of \$123,660.
24. In September 2021, the Receiver settled with a former employee who did not meet the criteria to be eligible for payment under WEPP but was entitled to a claim in the amount of \$2,000 pursuant to section 81.4 of the BIA.
25. In December 2021 and February 2022, the Receiver settled with CRA with respect to unremitted source deductions owing prior to the date of the Appointment Order in the total amount of \$28,561.

## COLLECTION EFFORTS

### *Yanfeng Settlement Agreement*

26. As at the date of the Second Report, the Receiver was in the process of finalizing a Settlement and Release Agreement (the “**Yanfeng Settlement Agreement**”) between the Receiver and Yanfeng US Automotive Interior Systems I LLC (“**Yanfeng**”) in respect of the collection of a receivable owing by Yanfeng for unpaid services provided by Toolplas to Yanfeng prior to the date of the Appointment Order. The Yanfeng Settlement Agreement was finally executed on August 30, 2021. After the date of the Yanfeng Settlement Agreement, and pursuant to the terms thereof, the Receiver arranged for the disposal of the tools referenced therein as Yanfeng did not wish to collect such tools.

### *Accounts Receivable and UBCR*

27. As of the date of the Appointment Order, TPS had invoiced and was owed approximately US\$5,526,000 from 13 customers and had a further US\$5,527,000 of UBCR. As at September 30, 2022, the Receiver has collected \$12,202,343 in accounts receivable, UBCR and inventory. These amounts are included in the R&D (as defined below). The Receiver has determined that no further outstanding accounts receivable or UBCR is collectable.

### *TGI and Toolplas Mexico*

28. As described in the Second Report, the Receiver reviewed the books and records of Toolplas and determined that TGI and Toolplas Mexico are indebted to Toolplas in the amounts of \$5.2 million and \$139,000, respectively.
29. After issuing multiple demand letters, the Receiver engaged local counsel in the United States to assist with collecting the indebtedness owing to Toolplas by TGI and engaged

local legal counsel in Mexico to assist with collecting the indebtedness owing to Toolplas by Toolplas Mexico.

30. After extensive conversations and negotiations, the Receiver, in consultation with TD, who will suffer a shortfall on its secured indebtedness and is therefore the only stakeholder with an economic interest, ultimately abandoned such collections efforts as it was determined that the additional cost of continuing such collection efforts would outweigh the potential benefit to the receivership estate.

#### **CANADA REVENUE AGENCY**

31. Since the date of the Second Report, the Receiver has continued to regularly engage with CRA and has confirmed the following:
- (a) there are no outstanding amounts due on the pre and post receivership payroll accounts as such accounts have been reconciled and closed;
  - (b) the corporate tax return for the 2021 fiscal year is due, however, the Receiver has communicated to CRA that such return will not be filed. As such, the outstanding HST refunds on the post-receivership HST account in the amount of approximately \$20,000 will not be received as the cost of preparing such return is disproportionate to the potential refund. The Receiver consulted with TD on this matter and TD supports the Receiver's actions in this regard; and
  - (c) the post-receivership HST account has been closed and no further post-receivership HST returns will be filed.

32. Additionally, the Receiver filed an appeal with CRA with regards to the amount of approximately \$240,000 claimed by the Receiver on behalf of TPS pursuant to the Canada Emergency Wage Subsidy (“CEWS”), which was denied by CRA. The Receiver appealed the original denial and continued to engage with CRA, in consultation with TD, on the basis that the amount owing to TPS related only to amounts due prior to the Appointment Order. However, on October 3, 2022, CRA confirmed to the Receiver via telephone that the Receiver’s appeal has been denied due to the fact that TPS is no longer operating in the normal course as the business had ceased operations. CRA has advised the Receiver that it will be providing a formal letter outlining the denial of the appeal, which the Receiver has not yet received as of the date of this Third Report.

#### **RECEIPTS AND DISBURSEMENTS**

33. Attached hereto as **Appendix “A”** is the Receiver’s Statement of Receipts and Disbursements for the period from June 5, 2021 to September 30, 2022 (the “**R&D**”), and for the cumulative receivership period from March 3, 2021 to September 30, 2022. Total receipts for the receivership period to September 30, 2022 are \$18.4 million and disbursements are \$18.2 million, resulting in a surplus of receipts over disbursements of \$139,000 as at September 30, 2022. The Receiver is seeking the Court’s approval of the R&D.
34. Under the terms of the Distribution Order, the Receiver has distributed \$14.7 million to TD in respect of the TD Secured Indebtedness. Such amounts are included in the disbursement figure noted above.

## **FEES OF THE RECEIVER AND ITS COUNSEL**

35. The Receiver and its counsel have maintained records of their professional time and costs and now seek approval for their fees and disbursements as set out below.
36. Professional fees and disbursements charged by the Receiver in relation to the administration of the receivership for the period June 1, 2021 to October 14, 2022 total \$312,513, including fees in the amount of \$251,889 (which includes estimated fees to the conclusion of the administration of the receivership proceedings in the amount of \$11,415), disbursements in the amount of \$24,672 and HST in the aggregate amount of \$35,953, as further described in the Affidavit of Jordan Sleeth sworn October 21, 2022 (the “**Sleeth Affidavit**”), a copy of which is attached hereto as **Appendix “B”**. The Receiver’s invoices as set out in the Sleeth Affidavit have been redacted in certain instances to protect customer confidentiality.
37. Professional fees and disbursements charged by TGF, independent legal counsel to the Receiver, for the period June 1, 2021 to October 14, 2022 total \$97,662, including fees in the amount of \$85,238 (which includes estimated fees to the conclusion of the administration of the receivership proceedings in the amount of \$10,000), disbursements in the amount of \$1,244 and HST in the aggregate amount of \$11,181, as further described in the Affidavit of Grant Moffat sworn October 19, 2022 (the “**Moffat Affidavit**”), a copy of which is attached hereto as is attached hereto as **Appendix “C”**.
38. The Receiver respectfully submits that the fees and disbursements of the Receiver and its counsel, as set out in the Sleeth Affidavit and the Moffat Affidavit, are reasonable in the circumstances and have been validly incurred in accordance with the provisions of the



Appointment Order. Accordingly, the Receiver requests the approval of the foregoing fees and disbursements of the Receiver and its counsel. Such request is also approved by TD.

### **REMAINING ACTIVITIES AND DISCHARGE OF THE RECEIVER**

39. The Receiver has concluded the majority of its administration of the receivership. The remaining tasks to conclude the receivership administration are as follows (collectively, the **“Remaining Activities”**):

- (a) pay the outstanding professional fees (including fees incurred to the conclusion of the receivership proceeding), subject to Court approval;
- (b) prepare and file the Receiver’s final report as required under Section 246(3) of the BIA;
- (c) distribute remaining funds to TD, if any;
- (d) close the Receiver’s trust accounts; and
- (e) any incidental tasks that may be required in connection with concluding the receivership proceedings, including without limitation, the filing of the Discharge Certificate, upon completion of the above matters.

40. Other than the Remaining Activities, the Receiver has completed its administration of the estate in accordance with the terms of the Appointment Order and the various other orders rendered by the Court in the course of these proceedings. Accordingly, the Receiver recommends that it be discharged pursuant to the terms of the proposed Discharge Order.

## RECEIVER'S REQUEST TO THE COURT

41. The Receiver respectfully recommends that the Court grant the Discharge Order, which, among other things:

- (a) approves the R&D;
- (b) approves the activities and conduct of the Receiver as described in this Third Report;
- (c) approves the fees of the Receiver and its counsel as described in this Third Report, the Sleeth Affidavit and Moffat Affidavit;
- (d) discharges the Receiver, subject to the Receiver completing the Remaining Activities and the filing of the Discharge Certificate;
- (e) declares that, upon the filing of the Discharge Certificate, Deloitte is released and discharged from any and all liability that Deloitte now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of Deloitte while acting in its capacity as Receiver, save and except for the Receiver's gross negligence or willful misconduct; and
- (f) unseals the Confidential Appendices such that the Confidential Appendices form part of the public record.

All of which is respectfully submitted at Toronto, Ontario this 24<sup>th</sup> day of October, 2022.

**DELOITTE RESTRUCTURING INC.**,  
solely in its capacity as Court-appointed  
Receiver and Manager of Toolplas Systems  
Inc. and Tool Processing Solutions Inc., and  
not in its personal or corporate capacity

Per:



Jorden Sleeth  
Senior Vice-President

Per: Stacey Greenbaum

Stacey Greenbaum  
Vice-President

# **APPENDIX “A”**

Receiver’s Statement of Receipts and Disbursements for the period from June 5, 2021 to  
September 30, 2022

**In the Matter of the Receivership of  
Toolplas Systems Inc. and Tool Processing Solutions Inc.  
Statement of Receipts and Disbursements for the interim period June 5, 2021 to September 30, 2022  
and the cumulative period March 3, 2021 to September 30, 2022**

**APPENDIX "A"**

C\$ (US\$1.00 = C\$1.25)

|   | <i>Interim</i>                        | <i>Interim</i>                          | <i>Cumulative</i>                       |
|---|---------------------------------------|---|---|
|   | <b>Mar 3, 2021 to<br/>Jun 4, 2021</b> | <b>Jun 5, 2021 to<br/>Sept 30, 2022</b> | <b>Mar 3, 2021 to<br/>Sept 30, 2022</b> |
| <b>Receipts</b>   |                                       |   |   |
| Accounts receivable, UBCR, inventory                        | \$ 11,576,129                         | \$ 626,215                              | \$ 12,202,343                           |
| Cash on-hand and other receipts, including auction proceeds | 569,554                               | 5,593,700                               | 6,163,255                               |
| <b>Total receipts</b>                                       | <b>12,145,683</b>                     | <b>6,219,915</b>                        | <b>18,365,598</b>                       |
| <b>Disbursements</b>  |                                       |   |   |
| Receiver's fees and disbursements                           | 805,654                               | 260,268                                 | 1,065,923                               |
| Occupancy costs, including utilities                        | 356,263                               | 181,400                                 | 537,662                                 |
| Legal counsel fees and disbursements                        | 295,304                               | 110,661                                 | 405,965                                 |
| HST paid and remitted                                       | 200,935                               | 602,994                                 | 803,929                                 |
| Contract wages  | 151,334                               | 5,839                                   | 157,173                                 |
| Deemed trust and lien payments                              | 90,801                                | 154,221                                 | 245,021                                 |
| Operational expenses  | 65,191                                | 119,767                                 | 184,958                                 |
| Insurance   | 59,081                                | 58,350                                  | 117,431                                 |
| Cumulative effect of foreign exchange                       | 37,927                                | -                                       | 37,927                                  |
| Distribution of funds to Secured Creditor                   |                                       | 14,670,933                              | 14,670,933                              |
| <b>Total disbursements</b>                                  | <b>2,062,489</b>                      | <b>16,164,434</b>                       | <b>18,226,923</b>                       |
| <b>Excess of receipts over disbursements</b>                | <b>\$ 10,083,194</b>                  | <b>\$ (9,944,519)</b>                   | <b>\$ 138,675</b>                       |

# **APPENDIX “B”**

Fee Affidavit of Jordan Sleeth sworn October 21, 2022

**APPENDIX "B"**

Court File No. CV-21-00658065-00CL

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

**BETWEEN:**

**THE TORONTO-DOMINION BANK**

Applicant

- and -

**TOOLPLAS SYSTEMS INC. AND TOOL PROCESSING SOLUTIONS INC.**

Respondents

**AFFIDAVIT OF JORDEN SLEETH  
(Sworn October 21, 2022)**

I, **JORDEN SLEETH**, of the Town of Oakville, in the Province of Ontario, **MAKE OATH AND SAY AS FOLLOWS:**

1. I am a Chartered Professional Accountant, Chartered Insolvency and Restructuring Professional qualified to practice in the Province of Ontario, and am a Senior Vice-President of Deloitte Restructuring Inc. ("**Deloitte**"), the Court-Appointed receiver and manager (the "**Receiver**") of the assets, undertakings and properties of Toolplas Systems Inc. and Tool Processing Solutions Inc.. (the "**Debtors**"). Unless I indicate to the contrary, the facts herein are within my personal knowledge and are true. Where I have indicated that I have obtained facts from other sources, I believe those facts to be true.

2. Attached hereto as Exhibit "**A**" is a schedule summarizing each invoice 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**" are true copies of the invoices for fees and disbursements incurred by Deloitte in the course of the Receiver's administration for the period

June 1, 2021 to October 14, 2022 (including estimated fees of \$11,415 to complete the administration of the Receivership).

4. To the best of my knowledge, the rates charged by Deloitte throughout the course of these proceedings are comparable to the rates charged by other accounting firms in the Toronto market for the provision of similar services, and are comparable to the hourly rates charged by Deloitte for services rendered in relation to similar proceedings.

5. I make this affidavit in support of a motion by the Receiver for, *inter alia*, approval of the fees and disbursements of the Receiver.

**SWORN** before me, by **JORDEN SLEETH**, via video conference from the City of Oakville, in the Province of Ontario, to the City of Toronto, in the Province of Ontario, this 21<sup>st</sup> day of October, 2022 in accordance with *O. Reg. 431/20, Administering Oath or Declaration Remotely*.



Commissioner for Taking Affidavits

Rachel Nicholson



**JORDEN SLEETH**



This is Exhibit “A” referred to in the Affidavit of Jordan Sleeth sworn before me, by **JORDEN SLEETH**, via video conference from the City of Oakville, in the Province of Ontario, to the City of Toronto, in the Province of Ontario, this 21<sup>st</sup> day of October, 2022 in accordance with *O. Reg. 431/20, Administering Oath or Declaration Remotely*.



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A Commissioner for taking affidavits

## EXHIBIT “A”

**In the matter of the Receivership of Toolplas Systems Inc. and Tool Processing Solutions Inc.  
Calculation of Average Hourly Billing Rates of  
Deloitte Restructuring Inc.  
for the period June 1, 2021 to estate completion**

| Invoice Date      | Invoice Period                                     | Invoice #  | Fees                 | Disbursements       | HST                 | Total Invoice Amount | Hours        | Average Hourly Fee Rate |
|-------------------|--|------------|----------------------|---------------------|---------------------|----------------------|--------------|-------------------------|
| August 24, 2021   | June 1 - July 31, 2021                             | 8002024096 | \$ 114,152.50        | \$ 7,097.42         | \$ 15,762.49        | \$ 137,012.41        | 273.2        | \$ 417.83               |
| November 2, 2021  | August 1 - September 30, 2021                      | 8002173022 | \$ 74,877.00         | \$ 2,246.31         | \$ 10,026.03        | \$ 87,149.34         | 202.9        | \$ 369.03               |
| January 5, 2022   | October 1 to November 30, 2021                     | 8002313910 | \$ 21,780.50         | \$ 8,297.52         | \$ 3,910.14         | \$ 33,988.16         | 52.6         | \$ 414.08               |
| January 5, 2022   | December 1-31, 2021                                | 8002315191 | \$ 10,361.00         | \$ 4,595.35         | \$ 1,944.33         | \$ 16,900.68         | 22.0         | \$ 470.95               |
| February 23, 2022 | January 1-31, 2022                                 | 8002415870 | \$ 5,517.00          | \$ 1,658.59         | \$ 932.83           | \$ 8,108.42          | 13.6         | \$ 405.66               |
| May 26, 2022      | February 1 to April 30, 2022                       | 8002649963 | \$ 6,138.50          | \$ 199.58           | \$ 823.95           | \$ 7,162.03          | 17.0         | \$ 361.09               |
| August 16, 2022   | May 1 to July 31, 2022                             | 8002830402 | \$ 3,244.50          | \$ 102.72           | \$ 435.14           | \$ 3,782.36          | 7.6          | \$ 426.91               |
| October 18, 2022  | August 1, 2022 to estate completion <sup>(1)</sup> | 8002977178 | \$ 15,817.50         | \$ 474.53           | \$ 2,117.96         | \$ 18,409.99         | 38.8         | \$ 407.67               |
| <b>Total</b>      |  |            | <b>\$ 251,888.50</b> | <b>\$ 24,672.02</b> | <b>\$ 35,952.87</b> | <b>\$ 312,513.39</b> | <b>627.7</b> | <b>\$ 401.29</b>        |

<sup>(1)</sup> Includes an accrual of fees of \$11,415 to complete the administration of the receivership estate.

This is Exhibit “**B**” referred to in the Affidavit of Jordan Sleeth sworn before me, by **JORDEN SLEETH**, via video conference from the City of Oakville, in the Province of Ontario, to the City of Toronto, in the Province of Ontario, this 21<sup>st</sup> day of October, 2022 in accordance with *O. Reg. 431/20, Administering Oath or Declaration Remotely*.

*Riv*

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A Commissioner for taking affidavits

EXHIBIT "B"



**Invoice 8002024096**

**Deloitte Restructuring Inc.**

Bay Adelaide Centre  
8 Adelaide Street West, Suite 200  
Toronto ON M5H 0A9

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

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

Date: August 24, 2021  
Client No.: 1139799  
WBS#: TDB00523  
Engagement Partner: Jordan Sleeth

HST Registration : 122893605RT0001

**For professional services rendered**

**Fees**

In our capacity as Receiver of Toolplas Systems Inc. and Tool Processing Solutions Inc. ("Toolplas" or the "Company") for the period June 1, 2021 to July 31, 2021.

Please see the attached appendices for details.

HST applicable 114,152.50

**Expense**

Email hosting

HST applicable 3,672.84  
Administrative Expense 3,424.58

**Sales Tax**

HST at 13.00 % 15,762.49

**Total Amount Due (CAD) 137,012.41**

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.



## Appendix #1

### Summary of Fees

| Name                                     | Level                | Hours        | Rate   | Amount            |
|--|----------------------|--------------|--------|-------------------|
| Sleeth, Jordan                           | Partner              | 9.3          | 695.00 | 6,463.50          |
| Bricks, Hartley                          | Director             | 1.8          | 580.00 | 1,044.00          |
| Hristow, Catherine                       | Director             | 0.2          | 580.00 | 116.00            |
| Greenbaum, Stacey                        | Senior Manager       | 63.9         | 505.00 | 32,269.50         |
| Van Alphen, Wendy                        | Senior Manager       | 9.9          | 505.00 | 4,999.50          |
| Casey, Brian                             | Senior Manager       | 50.5         | 505.00 | 25,502.50         |
| Chu, Jonathan                            | Manager              | 52.1         | 450.00 | 23,445.00         |
| McTaggart, Michael                       | Senior               | 8.7          | 275.00 | 2,392.50          |
| O'Neill, Sandi                           | Consultant           | 64.0         | 250.00 | 16,000.00         |
| Brown, Rose                              | Estate Administrator | 12.3         | 150.00 | 1,845.00          |
| Conorton, Laura                          | Estate Administrator | 0.5          | 150.00 | 75.00             |
| <b>Total Professional Hours and Fees</b> |                      | <b>273.2</b> |        | <b>114,152.50</b> |
| <b>Out of pocket Expenses:</b>           |                      |              |        |                   |
| Email hosting                            |                      |              |        | <b>3,672.84</b>   |
| <b>Total Fees and Expenses (CAD)</b>     |                      |              |        | <b>117,825.34</b> |

**Appendix #2****Work performed from June 1, 2021 to July 31, 2021**

| <b>Date</b> | <b>Name</b>        | <b>Narrative</b>  | <b>Hours</b> |
|-------------|--------------------|---|--------------|
| 1-Jun-21    | Sleeth, Jordan     | Review and approve payments, review ELs with external counsel to pursue collections.  | 0.5          |
| 1-Jun-21    | Hristow, Catherine | Review and approve wire transfers.  | 0.1          |
| 1-Jun-21    | Greenbaum, Stacey  | Second court report; call with Larry and Sandi re plant and IT equipment; IFS truck; prepare weekly disbursements; administer May payroll; finalize Ready Go.   | 4.0          |
| 1-Jun-21    | Casey, Brian       | Project Mgt / Meetings / data review  | 1.0          |
| 1-Jun-21    | McTaggart, Michael | June 1 Cheque requisitions.   | 0.3          |
| 1-Jun-21    | O'Neill, Sandi     | Review emails; meet Larry and walk through plant; various plant tours; call Mike at IFS re delivering truck and attend at IFS; call with SG re computers, take pics of lot #'s and email to SG; remove license plates from truck. | 4.0          |
| 2-Jun-21    | Sleeth, Jordan     | Review draft distribution court report, discuss same with S. Greenbaum.   | 1.0          |
| 2-Jun-21    | Bricks, Hartley    | Review and execute disbursements.   | 0.1          |
| 2-Jun-21    | Greenbaum, Stacey  | Update court report re comments and send to counsel.  | 0.5          |
| 2-Jun-21    | Casey, Brian       | Project Mgt / Meetings / data review  | 1.0          |
| 2-Jun-21    | McTaggart, Michael | HST returns for February, March, April 2021, call with CRA, update employee listing, file WEPP payment confirmations, coordinate CRA access with tax team.  | 1.1          |
| 2-Jun-21    | O'Neill, Sandi     | Review of emails and respond.   | 0.3          |
| 2-Jun-21    | Brown, Rose        | Trust Banking Administration - Prepare deposit and take to the bank. Prepare disbursement cheques and have signed and mail out. Prepare labels for Amended T4 slip. Label and stuff envelopes.                                    | 1.7          |
| 3-Jun-21    | Hristow, Catherine | Review and approve wire transfers.  | 0.1          |
| 3-Jun-21    | Greenbaum, Stacey  | Call with Mexico counsel; call with PC Outfitters re IT onsite; call with Lapain and IFS re liens.  | 2.0          |
| 3-Jun-21    | Casey, Brian       | Project Mgt / Meetings / data review  | 1.0          |
| 3-Jun-21    | O'Neill, Sandi     | Review emails - respond to SG and JC re Iron Mountain; call from Larry re update on IT matters; review list of storage from Theresa.  | 0.5          |
| 4-Jun-21    | Greenbaum, Stacey  | Calls with counsel and WVA re █████ and Yanfeng; call with B. Casey re IT matters; call with Michigan counsel.  | 2.5          |

| <b>Date</b> | <b>Name</b>        | <b>Narrative</b>  | <b>Hours</b> |
|-------------|--------------------|---|--------------|
| 4-Jun-21    | McTaggart, Michael | Emails and calls to outstanding recipient's of T4's, call with Service Canada re: POC's, call with WSIB re: cheque payment related to estate of former employee.                                  | 1.2          |
| 4-Jun-21    | O'Neill, Sandi     | Review emails and quote re IT.  | 0.3          |
| 4-Jun-21    | Brown, Rose        | Trust banking Administration - Disbursement wires.  | 0.5          |
| 7-Jun-21    | Greenbaum, Stacey  | Update with Larry; IT matters Wayne and Brian; call with landlord; discs with J. Chu.   | 1.5          |
| 7-Jun-21    | Casey, Brian       | Data review / server configuration / working with vendor on-site, coordination / meetings   | 1.0          |
| 7-Jun-21    | Chu, Jonathan      | R&D to June 4, 2021 for the Second Report; call with C. Assets re leased assets and IT items; call with S. Greenbaum re same; correspondence to L. Jones and C. Assets re IT assets.              | 3.0          |
| 7-Jun-21    | O'Neill, Sandi     | Review emails; go to Service Canada to return license plates.   | 1.3          |
| 7-Jun-21    | Brown, Rose        | Scan and send mail rec'd to SG/MM.  | 0.2          |
| 8-Jun-21    | Sleeth, Jorden     | Call with S. Greenbaum re: court report, creditor issue; review R&D and provide comments.   | 1.0          |
| 8-Jun-21    | Greenbaum, Stacey  | Update call with J. Sleeth re various; call with MREH receiver; discussion with Wayne / Brian re IT; auction matters re IT.   | 4.0          |
| 8-Jun-21    | Casey, Brian       | Data review / server configuration / working with vendor on-site, coordination / meetings   | 1.0          |
| 8-Jun-21    | Chu, Jonathan      | Calls and correspondence with C. Assets re IT matters and list of additional assets; review C. Assets bill of sale; correspondence to J. Sleeth re distribution matters; call with IT contractor. | 2.0          |
| 8-Jun-21    | O'Neill, Sandi     | Review emails re computers; call from Larry re update - call with SG re Larry's last week, Corporate Assets, IT and crane removal; review emails re crane removal.                                | 1.3          |
| 9-Jun-21    | Sleeth, Jorden     | Review draft 2nd court report, TGF revisions and draft court order, provide comments on same.   | 2.3          |
| 9-Jun-21    | Greenbaum, Stacey  | Call with counsel and WVA ██████; IT matters; second court report; auction matters.   | 3.5          |
| 9-Jun-21    | Van Alphen, Wendy  | Call regarding ██████, Yanfeng, ██████, with SG and counsel; discussions with ██████; update ██████ agreement re emails from ██████ on pmt dates.   | 0.9          |
| 9-Jun-21    | Casey, Brian       | Data review / server configuration / working with vendor on-site, coordination / meetings   | 2.0          |

| <b>Date</b> | <b>Name</b>        | <b>Narrative</b>   | <b>Hours</b> |
|-------------|--------------------|--|--------------|
| 9-Jun-21    | Chu, Jonathan      | Call with S. Greenbaum re bill of sale, second report, and additional assets; call with C. Assets re additional assets; update second report and R&D per Deloitte and TGF comments.  | 3.3          |
| 9-Jun-21    | O'Neill, Sandi     | Attend at Plant 1 and oversee removal of crane and take pics and send to SG and JC; meet Wayne -IT and call SG to walk around Plant 1 and update SG on computer towers; gather towers with Larry and put in Boardroom -take pics and send to SG and JC; attend at Plant 2 walk around - gather up computer towers with Larry and Wayne to store - take pics and send to SG and JC; disc. with Corporate Assets re auction. | 5.5          |
| 9-Jun-21    | Brown, Rose        | Scan Mail rec'd and send to SG, Scan and save Receipts and Disbursement for 2 months on Q Drive.   | 1.3          |
| 10-Jun-21   | Sleeth, Jordan     | Review court report revisions, bill of sale and receiver cert, draft affidavit and invoice review.   | 1.5          |
| 10-Jun-21   | Greenbaum, Stacey  | Second court report; auction matters with J. Chu and call with Corporate Assets; ██████████ collection efforts; IT matters; update call with Sandi.  | 3.5          |
| 10-Jun-21   | Van Alphen, Wendy  | Email to SG and Rachel, emails from Anna Costa ██████████ re payment.  | 0.3          |
| 10-Jun-21   | Casey, Brian       | Data review / server configuration / working with vendor on-site, coordination / meetings  | 3.0          |
| 10-Jun-21   | Chu, Jonathan      | Calls with S. Greenbaum; update Second Report and R&D and compile QA package; bill of sale for J. Sleeth; calls and emails C. Assets re same; draft email to C. Assets re closing, additional assets, and other follow-ups; update Sleeth fee affidavit.   | 6.8          |
| 10-Jun-21   | McTaggart, Michael | Update fee affidavit documents and exhibits for June 10, 2021.   | 0.3          |
| 10-Jun-21   | Brown, Rose        | Trust Banking Administration - EFT information obtain form TD Bank.  | 0.5          |
| 11-Jun-21   | Sleeth, Jordan     | Swear fee affidavit, review bill of sale and auction transaction closing, status update call with S. Greenbaum.  | 1.0          |
| 11-Jun-21   | Bricks, Hartley    | QA review of report to court.  | 0.8          |
| 11-Jun-21   | Greenbaum, Stacey  | Second court report; disbursements; review of weekly mail; IT matters; disc with counsel; TGI demand letter.   | 5.0          |
| 11-Jun-21   | Casey, Brian       | Data review / server configuration / working with vendor on-site, coordination / meetings  | 2.0          |
| 11-Jun-21   | Chu, Jonathan      | Update Receiver's Report for QA comments; compile appendices; calls with J. Sleeth and S. Greenbaum re closing; coordinate closing documents and follow-ups on receipt of funds.   | 3.4          |



| <b>Date</b> | <b>Name</b>        | <b>Narrative</b>   | <b>Hours</b> |
|-------------|--------------------|--|--------------|
| 11-Jun-21   | McTaggart, Michael | Update Service Canada for POC received, update WEPP employee listing, status update on WEPP to J. Chu and S. Greenbaum.  | 0.6          |
| 11-Jun-21   | O'Neill, Sandi     | Review emails and disc. With JC re car ownerships.   | 0.3          |
| 11-Jun-21   | Brown, Rose        | Trust Banking Administration - Checking online for incoming wire.  | 0.5          |
| 13-Jun-21   | Brown, Rose        | Trust Banking Administration - Disbursement wires.   | 0.5          |
| 14-Jun-21   | Bricks, Hartley    | Review of further draft of report and provide comments to S. Greenbaum.  | 0.8          |
| 14-Jun-21   | Greenbaum, Stacey  | Finalize second court report incl. call with counsel; review of mail; disc with Sandi re car ownership transfer; comments to Michigan counsel.   | 4.0          |
| 14-Jun-21   | Van Alphen, Wendy  | CC with SG re Receiver's court report re Yanfeng comments; CC with SG and counsel re court report; Disc. with SG re CEWS, CRA, [REDACTED], Yanfeng; Call with SG and Rachel re Yanfeng and [REDACTED].                           | 0.4          |
| 14-Jun-21   | Casey, Brian       | Data cleanse/Meetings/Project Mgt/Evidence Coordination  | 2.0          |
| 14-Jun-21   | Chu, Jonathan      | Instructions to M. McTaggart re auction; calls and emails re closing documents; final review second report; review lot listings re IT equipment; website posting; review motion materials.                                       | 5.0          |
| 14-Jun-21   | O'Neill, Sandi     | Attend at Plant 1 and pick up files for 2 vehicles with missing ownerships to get replacements; travel to Service Ontario (various); call to SG, JC and Corporate Assets re ownerships; call with plant 1 real estate agent.     | 7.5          |
| 14-Jun-21   | Brown, Rose        | Trust Banking Administration - Confirm wires received and process at TD Bank and input into Ascend.  | 0.2          |
| 15-Jun-21   | Greenbaum, Stacey  | IT items; review of disbursements; call with counsel re various; creditor call.  | 3.0          |
| 15-Jun-21   | Casey, Brian       | Data cleanse/Meetings/Project Mgt/Evidence Coordination  | 2.0          |
| 15-Jun-21   | Chu, Jonathan      | Auction matters, including attendance on live bidding; instructions to M. McTaggart re observations, disbursement requisition forms.   | 2.0          |
| 15-Jun-21   | McTaggart, Michael | Monitoring auction for Day 1   | 2.0          |
| 15-Jun-21   | O'Neill, Sandi     | Email IRP office re ownerships and phone call; review bills from Bell and Allstream - call Allstream re bill dated June 1/21; attend at Plant 1 to deliver ownerships to Corporate Assets, scan and email receipts to SC and JC. | 3.0          |
| 16-Jun-21   | Greenbaum, Stacey  | Watch auction; update call with MM; IT matters and call with B. Casey; review of disbursements; Toolplas Mexico coordinate with legal.   | 3.0          |

| <b>Date</b> | <b>Name</b>        | <b>Narrative</b>  | <b>Hours</b> |
|-------------|--------------------|---|--------------|
| 16-Jun-21   | Casey, Brian       | Data cleanse/Meetings/Project Mgt/Evidence Coordination   | 2.0          |
| 16-Jun-21   | Chu, Jonathan      | Review Lot 2 draft accounting; deposit requisition form for Corp. Assets receipt; disbursement requisition for Mexican counsel; attendance and monitoring auction; review day 3 lots for monitoring.              | 3.0          |
| 16-Jun-21   | O'Neill, Sandi     | Email SC and JC update on ownerships; email/call from SG and Wayne -IT re internet down at Plant 2 - call MNSI.   | 0.5          |
| 16-Jun-21   | Brown, Rose        | Trust Banking Administration - Disbursement cheques, deposits. Scan mail rec'd and send SG.   | 1.5          |
| 17-Jun-21   | Greenbaum, Stacey  | Call with Sandi; IT matters; review of 2021 T4s.  | 1.5          |
| 17-Jun-21   | Casey, Brian       | Data cleanse/Meetings/Project Mgt/Evidence Coordination   | 2.0          |
| 17-Jun-21   | Chu, Jonathan      | Monitoring auction.   | 1.0          |
| 17-Jun-21   | McTaggart, Michael | Monitoring auction, update T4 addresses and email to R. Brown with updates.   | 1.5          |
| 17-Jun-21   | O'Neill, Sandi     | Call from Corporate Assets - excavator at the plant from Pinchin Ltd for landlord; call from Wayne - IT re meeting.   | 1.5          |
| 18-Jun-21   | Greenbaum, Stacey  | ADP call; CRA call re HST & payroll audit; review and send email to TD re auction; call with WVA and counsel re YF and █████ next steps; review of mail; update call with Sandi.                                  | 3.0          |
| 18-Jun-21   | Van Alphen, Wendy  | Prep email for █████; prep schedule for paid invoices for YFAI.   | 2.0          |
| 18-Jun-21   | Casey, Brian       | Data Cleaning / Meetings  | 3.0          |
| 18-Jun-21   | Chu, Jonathan      | Review CRA guidance on CEWS and Covid subsidies; draft email to TD re auction results; draft letter to Corp. Assets re vehicle transfers; calls with S. Greenbaum re same; review outstanding receivership tasks. | 3.5          |
| 18-Jun-21   | McTaggart, Michael | Review auction results and summarize daily lots & sales.  | 0.4          |
| 18-Jun-21   | O'Neill, Sandi     | Meet Wayne -IT at Plant 1, assist Wayne with packaging up IT equipment for Toronto; discuss with Corporate Assets letters to sell the vehicles.   | 5.5          |
| 19-Jun-21   | Chu, Jonathan      | Review task list and provide update to S. Greenbaum.  | 0.2          |
| 22-Jun-21   | Sleeth, Jordan     | Review litigation updates from U.S. counsel, liaise with S. Greenbaum re: budget.   | 0.3          |
| 21-Jun-21   | Bricks, Hartley    | Review and execute wire transfer.   | 0.1          |
| 21-Jun-21   | Greenbaum, Stacey  | Correspondence re JP Morgan and required docs to counsel; call with J. Chu re status update and next steps; call with counsel re █████; █████ agreement.  | 2.0          |
| 21-Jun-21   | Chu, Jonathan      | Review outstanding tasks with S. Greenbaum; emails re IT, website posting, utilities, and disbursement instructions.  | 1.5          |

| <b>Date</b> | <b>Name</b>        | <b>Narrative</b>  | <b>Hours</b> |
|-------------|--------------------|---|--------------|
| 21-Jun-21   | O'Neill, Sandi     | Review utility bills - Essex Powerlines and Union Gas - respond to SG and JC.   | 0.5          |
| 21-Jun-21   | Brown, Rose        | Trust Banking Administration - Disbursement wire.   | 0.4          |
| 22-Jun-21   | Casey, Brian       | Data searching / cleansing , meetings   | 2.0          |
| 22-Jun-21   | O'Neill, Sandi     | Attend at Plant 1 re access for Wayne-IT; attend at Plant 2 re IT access; Call with plant 1 real estate agent.  | 1.5          |
| 23-Jun-21   | Sleeth, Jorden     | Prepare for and attend distribution hearing.  | 0.5          |
| 23-Jun-21   | Greenbaum, Stacey  | Attend virtual court; call with WVA re [REDACTED] and YF; review of [REDACTED] demand letter; review mail from CRA re HST.  | 2.5          |
| 23-Jun-21   | Casey, Brian       | Data searching / cleansing , meetings   | 2.0          |
| 23-Jun-21   | Chu, Jonathan      | Update R&D and forecast disbursements for the First Distribution of Funds to TD; review distribution motion / endorsement and website posting.  | 2.0          |
| 23-Jun-21   | McTaggart, Michael | Disbursement requisitions for week of June 21.  | 0.8          |
| 23-Jun-21   | O'Neill, Sandi     | Review emails.  | 0.3          |
| 24-Jun-21   | Greenbaum, Stacey  | Review of R&D; first distribution to TD; review and approve weekly disbursements.   | 2.5          |
| 24-Jun-21   | Casey, Brian       | Data searching / cleansing , meetings   | 2.0          |
| 24-Jun-21   | Chu, Jonathan      | Schedules, emails and compile supporting documents re first distribution to TD.   | 1.5          |
| 24-Jun-21   | O'Neill, Sandi     | Review emails from SG re Union Gas amount owing and call Union Gas to discuss; call from Wayne - IT re access to Plant 2.   | 1.5          |
| 25-Jun-21   | Greenbaum, Stacey  | Emails re [REDACTED] and call with WVA.   | 0.7          |
| 25-Jun-21   | Van Alphen, Wendy  | Call with S. Greenbaum.   | 0.3          |
| 25-Jun-21   | Chu, Jonathan      | Distribution follow-up and checklist discussion with S. Greenbaum.  | 0.5          |
| 25-Jun-21   | O'Neill, Sandi     | Attend at Service Ontario re plate ownerships.  | 0.5          |
| 25-Jun-21   | Brown, Rose        | Trust Banking Administration - Preparing of wire requests and disbursement cheques - have signed and send to TD Bank. Confirm with TD bank received and obtain confirmation and send to JC. Input Wire into Ascend. | 2.2          |
| 28-Jun-21   | Casey, Brian       | Review access and servers   | 1.0          |
| 28-Jun-21   | O'Neill, Sandi     | Coordinate grass cutting at plant 1; review email from JC re Tribunal Ontario - call them to discuss letter and confirm to furtheraction required; review bill from Hydro One.                                      | 1.5          |

| <b>Date</b> | <b>Name</b>       | <b>Narrative</b>   | <b>Hours</b> |
|-------------|-------------------|--|--------------|
| 29-Jun-21   | Casey, Brian      | Review access and servers  | 1.0          |
| 29-Jun-21   | O'Neill, Sandi    | Call with Hydro One re invoice.  | 0.5          |
| 30-Jun-21   | Van Alphen, Wendy | Follow up with [REDACTED].   | 0.2          |
| 30-Jun-21   | O'Neill, Sandi    | Call with Corporate Assets re environmental.   | 0.5          |
| 2-Jul-21    | Van Alphen, Wendy | Review of [REDACTED] remittance and request for payment.   | 0.3          |
| 2-Jul-21    | O'Neill, Sandi    | Review emails.   | 0.3          |
| 5-Jul-21    | Greenbaum, Stacey | Creditor inquiries; [REDACTED]; payroll audit; review of power of attorney re Mexico; correspondence with Michigan counsel re TGI.   | 3.0          |
| 5-Jul-21    | Casey, Brian      | Server setup / review / support / meetings   | 1.0          |
| 5-Jul-21    | Chu, Jonathan     | Calls and correspondence with C. Assets re updates and removal process; call with S. O'Neill re attendance and site maintenance; email to F. Landau re site visit requirements.          | 1.0          |
| 5-Jul-21    | O'Neill, Sandi    | Calls re grass cutting at plant 1; call from JC - catch up on Toolplas - booking time for tomorrow to let property manager from Fuller Landau in to Plant 2; call with Corporate Assets. | 1.8          |
| 5-Jul-21    | Brown, Rose       | Scan and send mail received to SG.   | 0.1          |
| 6-Jul-21    | Greenbaum, Stacey | Call with counsel re [REDACTED], YF, TGI, Mexico; review of TGI docs from Michigan counsel; call with creditor; call with JC re status update; call with WVA.                            | 3.0          |
| 6-Jul-21    | Van Alphen, Wendy | Email to [REDACTED] regarding molds; review of agreement and email to [REDACTED].  | 0.3          |
| 6-Jul-21    | Casey, Brian      | Server setup / review / support / meetings   | 1.0          |
| 6-Jul-21    | Chu, Jonathan     | Call with S. Greenbaum re outstanding items; follow-up correspondence to CRA B/N authorization.  | 0.8          |
| 6-Jul-21    | O'Neill, Sandi    | Attend at Plant 2 to meet property manager; attend at plant 2 and meet with Corporate Assets re update.  | 2.0          |
| 7-Jul-21    | Van Alphen, Wendy | Emails to [REDACTED]; call to [REDACTED].  | 0.3          |
| 7-Jul-21    | Casey, Brian      | Server setup / review / support / meetings   | 1.0          |
| 7-Jul-21    | Chu, Jonathan     | Emails re CRA authorization.   | 0.2          |
| 7-Jul-21    | O'Neill, Sandi    | Review emails; call with SG.   | 0.3          |
| 8-Jul-21    | Greenbaum, Stacey | Review of correspondence re IT matters and call with B. Casey re next steps; calls with Sandi; prepare disbursement requisitions; payroll audit matters; call with counsel re various.   | 2.0          |
| 8-Jul-21    | Casey, Brian      | Server setup / review / support / meetings   | 1.0          |

| <b>Date</b> | <b>Name</b>       | <b>Narrative</b>   | <b>Hours</b> |
|-------------|-------------------|--|--------------|
| 8-Jul-21    | Chu, Jonathan     | Calls with CRA re CEWS application, innovation grants and SR&ED follow-up.   | 0.9          |
| 8-Jul-21    | O'Neill, Sandi    | Review Iron Mountain invoice and call.   | 0.8          |
| 8-Jul-21    | Brown, Rose       | Trust Banking Admin - Disbursement cheques.  | 0.5          |
| 9-Jul-21    | Greenbaum, Stacey | Execute document re ministry of transportation; ADP correspondence.  | 0.5          |
| 9-Jul-21    | Casey, Brian      | Server setup / review / support / meetings   | 1.0          |
| 9-Jul-21    | Chu, Jonathan     | Call with Service Canada re WEPP Statement of Account; review Iron Mountain listing; review utilities invoices; call with S. O'Neill re security and truck ownership; emails re same.  | 1.2          |
| 9-Jul-21    | O'Neill, Sandi    | call with Corporte Assets re truck; review email from Wayne re setting up time next week to go to Plant 1 and 2; call/email from JC re alarm system; call Allstream for details; call to Security One; call/email to MTO re new ownership needed - print up and complete forms to fax on Monday; call to Corporate Assets to update status on new ownership. | 3.3          |
| 9-Jul-21    | Brown, Rose       | Trust Banking Adm - Scan signed cheque and sent out in the mail. Scan mail and send to SG/JC.  | 0.7          |
| 12-Jul-21   | Sleeth, Jordan    | Provide PoA and identification to TGF for Mexico litigation.   | 0.3          |
| 12-Jul-21   | Casey, Brian      | Support / Meetings / Data Completeness review / VPN  | 1.0          |
| 12-Jul-21   | O'Neill, Sandi    | Travel to store to fax paperwork to MTO for new ownership - drive to MTO to pick up new ownership; attend at Plant 2 to meet Wayne - IT to remove towers; attend at Plant 1 to drop off new ownership to Corporate Assets; call Brian - IT re plans for towers and server room; email SG re letter needed for sale of vehicle for Corporate Assets.          | 3.0          |
| 13-Jul-21   | Sleeth, Jordan    | Call with K. Pullen and S. Greenbaum re: Toolplas Mexico sale and potential litigation claim re: value of assets sold.   | 0.5          |
| 13-Jul-21   | Greenbaum, Stacey | Call with Michigan counsel; call with JC; call with Sandi; min of transportation authorization letter; insurance emails.   | 1.2          |
| 13-Jul-21   | Casey, Brian      | Support / Meetings / Data Completeness review / VPN  | 2.0          |
| 13-Jul-21   | Chu, Jonathan     | Utility invoices; review Company emails and email to T. Katona re invoices; call with S. Greenbaum re same; call with Service Canada re Statement of Account.  | 1.0          |
| 13-Jul-21   | O'Neill, Sandi    | Emails with Iron Mountain re invoice; review Allstream invoice and call.   | 1.3          |
| 14-Jul-21   | Greenbaum, Stacey | Call with Sandi; disbursement review and weekly disbursement request.  | 1.5          |
| 14-Jul-21   | Casey, Brian      | Support / Meetings / Data Completeness review / VPN  | 2.0          |

| <b>Date</b> | <b>Name</b>       | <b>Narrative</b>  | <b>Hours</b> |
|-------------|-------------------|---|--------------|
| 14-Jul-21   | O'Neill, Sandi    | Attend at Plant 2 to remove computer towers; call with SG re update; call with Allstream re invoice.  | 1.5          |
| 15-Jul-21   | Greenbaum, Stacey | Review of support provided by Michigan counsel re TGI.  | 0.5          |
| 15-Jul-21   | Chu, Jonathan     | Review disbursement for payment.  | 0.1          |
| 15-Jul-21   | O'Neill, Sandi    | Respond to Allstream re Plant 2; call from Bell re phone lines at Plant 2.  | 0.5          |
| 15-Jul-21   | Brown, Rose       | Trust Banking Administration - Disbursement cheques. Scanning of incoming mail rec'd and send to SG.  | 0.7          |
| 16-Jul-21   | Sleeth, Jordan    | Commission PoA with G. Moffat.  | 0.4          |
| 16-Jul-21   | Casey, Brian      | Support / Meetings / Data Completeness review / VPN   | 0.5          |
| 16-Jul-21   | Chu, Jonathan     | Call with Corp. Assets re asset removal; update email to S. Greenbaum re outstanding tasks.   | 0.8          |
| 16-Jul-21   | O'Neill, Sandi    | Review emails.  | 0.3          |
| 19-Jul-21   | Greenbaum, Stacey | Review of creditor inquiry; Mamatas Receiver email; follow up with customer settlements; security matters.  | 0.8          |
| 19-Jul-21   | Chu, Jonathan     | Review Tool Processing documents on the Q Drive; draft letter and compile contacts and inventory of outstanding computers.  | 2.0          |
| 19-Jul-21   | O'Neill, Sandi    | Review report from Security One - call Security One regarding report; attend at Plant 1 meet Wayne -IT at Plant 1 - box up tapes, cd's, etc for shipping to Brian - start moving towers out with Wayne - IT for deleting and e-wasting. | 3.0          |
| 19-Jul-21   | Brown, Rose       | Check account online and input incoming wire received.  | 0.3          |
| 20-Jul-21   | Greenbaum, Stacey | Update call with J. Chu.  | 1.0          |
| 20-Jul-21   | Casey, Brian      | Project Mgt, Meetings, Support, Analysis and review   | 1.0          |
| 20-Jul-21   | Chu, Jonathan     | Review outstanding tasks and next steps with S. Greenbaum.  | 1.0          |
| 20-Jul-21   | O'Neill, Sandi    | Attend at Plant 1 and meet Wayne - IT to remove more towers; attend at Plant 2 meet Wayne - IT to remove rest of server room; review email from Allstream - confirm adjustments made; call with SG.                                     | 1.5          |
| 21-Jul-21   | Casey, Brian      | Project Mgt, Meetings, Support, Analysis and review   | 1.0          |
| 21-Jul-21   | Chu, Jonathan     | Creditor email; utilities email; email to C. Assets re exiting premises; follow-up with T. Katona re related party transactions and M. McTaggart re WSIB matters; compile disbursements.  | 2.2          |
| 21-Jul-21   | O'Neill, Sandi    | Review emails re IT issues, Allstream and Iron Mountain.  | 0.5          |
| 21-Jul-21   | Brown, Rose       | Review and print disbursement requests.   | 0.3          |

| <b>Date</b> | <b>Name</b>        | <b>Narrative</b>  | <b>Hours</b> |
|-------------|--------------------|---|--------------|
| 22-Jul-21   | Casey, Brian       | Project Mgt, Meetings, Support, Analysis and review   | 1.0          |
| 22-Jul-21   | Chu, Jonathan      | VFI matters, including review of sold lot listing and correspondence to C. Assets.  | 0.3          |
| 22-Jul-21   | O'Neill, Sandi     | Call and email to Iron Mountain re invoice; attend at Plant 1 meet Wayne - IT at Plant 1 to remove computer towers.   | 1.5          |
| 22-Jul-21   | Brown, Rose        | Scan and Sent mail to SG/JC.  | 0.2          |
| 23-Jul-21   | Van Alphen, Wendy  | Calls & email with ██████; follow up with legal counsel on ██████; follow up with Jon at Yanfeng; calls from Toolplas plant.  | 2.6          |
| 23-Jul-21   | Casey, Brian       | Project Mgt, Meetings, Support, Analysis and review   | 1.0          |
| 23-Jul-21   | Chu, Jonathan      | Emails re WSIB claim; VFI matters.  | 0.2          |
| 23-Jul-21   | McTaggart, Michael | Q2 WSIB premium calculation and requisition form.   | 0.5          |
| 23-Jul-21   | O'Neill, Sandi     | Attend at Plant 1 and meet Wayne - IT to remove towers; disc. With Corporate Assets re auction.   | 1.0          |
| 26-Jul-21   | Casey, Brian       | Technical Support / meetings/ coordination of data collection   | 1.0          |
| 26-Jul-21   | Chu, Jonathan      | Call with Corp. Assets re premise exit status and VFI machinery lots; review draft accounting.  | 0.3          |
| 26-Jul-21   | O'Neill, Sandi     | Respond to Iron Mountain re invoice and repond to Allstream.  | 0.5          |
| 27-Jul-21   | Greenbaum, Stacey  | Payroll audit summary to J. Chu and call with CRA auditor; review ADP documents.  | 0.7          |
| 27-Jul-21   | Van Alphen, Wendy  | Call with SG re ██████ and Yanfeng; contact scrap co regarding tools to scrap; forward correspondence with ██████ and payment remittances; respond to EDC, review ██████ remittance; request for update; Various discussion with Yanfeng re agreement finalization. | 2.3          |
| 27-Jul-21   | Casey, Brian       | Technical Support / meetings/ coordination of data collection   | 1.0          |
| 27-Jul-21   | Chu, Jonathan      | Draft correspondence for Plant 1 landlord; review utilities invoices.   | 0.3          |
| 27-Jul-21   | O'Neill, Sandi     | Review emails.  | 0.3          |
| 28-Jul-21   | Casey, Brian       | Technical Support / meetings/ coordination of data collection   | 1.0          |
| 28-Jul-21   | Chu, Jonathan      | Call with S. Greenbaum re CRA payroll audit.  | 0.2          |
| 28-Jul-21   | O'Neill, Sandi     | Review emails re shipping IT equipment to Brian and Deloitte; respond to Allstream; call from plant 1 real estate agent re update; email from Iron Mountain re closing account.   | 1.0          |
| 29-Jul-21   | Greenbaum, Stacey  | Corporate Asset matters; landlord inquiry.  | 0.5          |
| 29-Jul-21   | Casey, Brian       | Technical Support / meetings/ coordination of data collection   | 1.0          |

| <b>Date</b>  | <b>Name</b>       | <b>Narrative</b>  | <b>Hours</b> |
|--------------|-------------------|---|--------------|
| 29-Jul-21    | Chu, Jonathan     | Catch-up emails and review documents re WSIB remittance; utilities invoices; premises maintenance; VFI lots; Iron Mountain. | 0.9          |
| 29-Jul-21    | O'Neill, Sandi    | Review Hydro One invoice; instructions for boxes and shipping.  | 0.5          |
| 29-Jul-21    | Conorton, Laura   | Correspondence with S. Greenbaum, TD and R. Brown on incoming wires   | 0.3          |
| 30-Jul-21    | Greenbaum, Stacey | Deposit requisition; call with Sandi.   | 0.5          |
| 30-Jul-21    | Casey, Brian      | Technical Support / meetings/ coordination of data collection   | 1.0          |
| 30-Jul-21    | O'Neill, Sandi    | Update call with SG; review invoice for grass cutting; call with GFL re appointment; call to Wayne - IT re next week.       | 1.5          |
| 30-Jul-21    | Conorton, Laura   | Completion of wire receipt from ██████.   | 0.2          |
| <b>Total</b> |                   |   | <b>273.2</b> |







**Invoice 8002173022**

**Deloitte Restructuring Inc.**

Bay Adelaide Centre  
8 Adelaide Street West, Suite 200  
Toronto ON M5H 0A9

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

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

Date: November 02, 2021  
Client No.: 1139799  
WBS#: TDB00523  
Engagement Partner: Jordan Sleeth  
HST Registration : 122893605RT0001

**For professional services rendered**

**Fees**

In our capacity as Receiver of Toolplas Systems Inc. and Tool Processing Solutions Inc. ("Toolplas" or the "Company") for the period August 1, 2021 to September 30, 2021.

Please see the attached appendices for details.

**Sales Tax**

|                               |                         |
|-------------------------------|-------------------------|
| HST applicable                | 74,877.00               |
| Administrative Expense        | 2,246.31                |
| HST at 13.00 %                | <u>10,026.03</u>        |
| <b>Total Amount Due (CAD)</b> | <b><u>87,149.34</u></b> |

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.



## Appendix #1

### Summary of Fees

| Name                                     | Level                | Hours        | Rate   | Amount           |
|--|----------------------|--------------|--------|------------------|
| Sleeth, Jordan                           | Partner              | 2.4          | 695.00 | 1,668.00         |
| Hristow, Catherine                       | Director             | 0.6          | 580.00 | 348.00           |
| Damiani, Stefano                         | Director             | 0.3          | 580.00 | 174.00           |
| Greenbaum, Stacey                        | Senior Manager       | 28.8         | 505.00 | 14,544.00        |
| Van Alphen, Wendy                        | Senior Manager       | 15.0         | 505.00 | 7,575.00         |
| Casey, Brian                             | Senior Manager       | 23.1         | 505.00 | 11,665.50        |
| Chu, Jonathan                            | Manager              | 35.7         | 450.00 | 16,065.00        |
| McTaggart, Michael                       | Senior               | 0.3          | 275.00 | 82.50            |
| Tsianos, Nicolette                       | Senior               | 3.2          | 275.00 | 880.00           |
| O'Neill, Sandi                           | Consultant           | 78.5         | 250.00 | 19,625.00        |
| Brown, Rose                              | Estate Administrator | 14.0         | 150.00 | 2,100.00         |
| Conorton, Laura                          | Estate Administrator | 1.0          | 150.00 | 150.00           |
| <b>Total Professional Hours and Fees</b> |                      | <b>202.9</b> |        | <b>74,877.00</b> |
| <b>Out of pocket Expenses</b>            |                      |              |        | -                |
| <b>Total Fees and Expenses (CAD)</b>     |                      |              |        | <b>74,877.00</b> |



**Appendix #2**

**Work performed from August 1, 2021 to September 30, 2021**

| <b>Date</b> | <b>Name</b>        | <b>Narrative</b>  | <b>Hours</b> |
|-------------|--------------------|---|--------------|
| 2-Aug-21    | Chu, Jonathan      | Compile disbursements for the week of August 2; draft covering letter and compile supporting documents for payroll audit; first draft of ERV and second distribution amount.  | 5.5          |
| 3-Aug-21    | Damiani, Stefano   | Review disbursements requests, execute wire transfers, sign cheques, emails with R. Brown on same.  | 0.3          |
| 3-Aug-21    | Greenbaum, Stacey  | Review of ERV and comments to J. Chu; payroll audit assistance; review and approve disbursements; various follow up re A/R.   | 1.0          |
| 3-Aug-21    | Casey, Brian       | Data Collection / Coordination / Meetings / Project Mgt.  | 0.8          |
| 3-Aug-21    | Chu, Jonathan      | Call with S. Greenbaum re ERV and CRA payroll audit documents; review final accounting from auction and emails to C. Assets; VFI email to counsel; coordinate Iron Mountain pick-up.  | 1.8          |
| 3-Aug-21    | O'Neill, Sandi     | Review emails; onsite attendance and emails to team re machinery pits, IT clean-up, Iron Mountain boxes.  | 3.3          |
| 3-Aug-21    | Brown, Rose        | Trust Banking Administration - Disbursements - Wires and cheques.   | 1.7          |
| 4-Aug-21    | Casey, Brian       | Data Collection / Coordination / Meetings / Project Mgt.  | 0.8          |
| 4-Aug-21    | Chu, Jonathan      | Deposit requisition form re auction proceeds; emails re Iron Mountain pick-up and computer pick-up; WEPP email; update ERV per S. Greenbaum comments and other updates; review VFI statement from TGF; review matters re utilities and oil clean-up re machine removal. | 2.7          |
| 4-Aug-21    | O'Neill, Sandi     | Review and send emails re IT equipment, Security One, and utilities cancellation.   | 0.8          |
| 5-Aug-21    | Van Alphen, Wendy  | Contact scrapping companies for quote; email information; disc with Stacey.   | 1.6          |
| 5-Aug-21    | Casey, Brian       | Data Collection / Coordination / Meetings / Project Mgt.  | 0.8          |
| 5-Aug-21    | Chu, Jonathan      | Coordinate onsite pick-up and call with S. O'Neill re same.   | 0.2          |
| 5-Aug-21    | McTaggart, Michael | Respond to inquiries via WEPP status and secured claims from S. Greenbaum and J. Chu.   | 0.3          |
| 5-Aug-21    | O'Neill, Sandi     | Emails and calls re cancelling utilities and cleaning machine pits; onsite attendance to prepare Iron Mountain boxes for sendout.   | 4.0          |
| 5-Aug-21    | Brown, Rose        | Scanning mail and send to SG. Input incoming wire receipt entries in Ascend.  | 0.5          |

| <b>Date</b> | <b>Name</b>       | <b>Narrative</b>   | <b>Hours</b> |
|-------------|-------------------|--|--------------|
| 6-Aug-21    | Greenbaum, Stacey | Call with R. Bengino (TGF) re landlord items.  | 0.2          |
| 6-Aug-21    | Casey, Brian      | Data Collection / Coordination / Meetings / Project Mgt.   | 0.8          |
| 6-Aug-21    | Chu, Jonathan     | Draft email to Plant 1 Landlord re exiting premises.   | 0.2          |
| 6-Aug-21    | O'Neill, Sandi    | Onsite attendance to finish preparing Iron Mountain; calls to cancel utilities; email SG and JC regarding update on cancelling utilities.  | 6.5          |
| 9-Aug-21    | Casey, Brian      | Data review / disposal / meetings with vendor/ technical support.  | 1.5          |
| 9-Aug-21    | Chu, Jonathan     | Emails re Iron Mountain documentation; review utilities and mail received.   | 0.3          |
| 9-Aug-21    | O'Neill, Sandi    | Review index for Iron Mountain boxes; cancelling utilities; discussion with W. Bodnar re IT next steps.  | 0.5          |
| 9-Aug-21    | Brown, Rose       | Scan and send mail rec'd to SG/JC. Scanning of receipts and disbursement for June to Aug and save on Q Drive.  | 1.4          |
| 10-Aug-21   | Casey, Brian      | Data review / disposal / meetings with vendor/ technical support.  | 0.8          |
| 10-Aug-21   | Chu, Jonathan     | Emails and review records re laptop retrieval; insurance cancellation; and Iron Mountain documentation.  | 0.8          |
| 10-Aug-21   | O'Neill, Sandi    | Email to JC re Iron Mountain index; review utility accounts; review notice from State of Kentucky; email SG and JC re discussion on tax filings; call with SG re GFL requirements. | 1.5          |
| 11-Aug-21   | Van Alphen, Wendy | Call with Stacey re EDC, [REDACTED]; contact with EDC; call with Jason regarding EDC; answering various emails.  | 0.8          |
| 11-Aug-21   | Casey, Brian      | Data review / disposal / meetings with vendor/ technical support.  | 0.8          |
| 11-Aug-21   | Chu, Jonathan     | Compile and prepare disbursements; confirm VFI deposit received; deposit requisition form; call with CRA re CEWS; update to team.  | 1.2          |
| 11-Aug-21   | O'Neill, Sandi    | Obtain quote and coordinate pick-up re GFL; email Fuller Landau re cancelled utilities for Plant 2; onsite attendance to meet with GFL and W. Bodnar (IT); review GFL account.     | 3.5          |
| 11-Aug-21   | Brown, Rose       | Trust Banking Administration - Disbursements, confirm wire received & scanning Mail rec'd.   | 0.8          |
| 12-Aug-21   | Casey, Brian      | Data Collection / Coordination. Project Mgt.   | 1.5          |
| 12-Aug-21   | Chu, Jonathan     | Compile disbursements for week of Aug. 16; emails to B. Casey re IT; finalize and send insurance email.  | 0.8          |
| 12-Aug-21   | O'Neill, Sandi    | Review emails re exiting the premises; emails with Wayne re IT and removing equipment.   | 0.5          |

| <b>Date</b> | <b>Name</b>       | <b>Narrative</b>   | <b>Hours</b> |
|-------------|-------------------|--|--------------|
| 13-Aug-21   | Casey, Brian      | Data Collection / Coordination. Project Mgt.   | 0.8          |
| 13-Aug-21   | O'Neill, Sandi    | Review emails re machine pit cleaning and filling; call with Corp. Assets re second auction.   | 0.5          |
| 16-Aug-21   | Sleeth, Jorden    | Call with S. Greenbaum re vacating premises and negotiation options with landlords.  | 0.3          |
| 16-Aug-21   | Greenbaum, Stacey | Call with J. Sleeth re plant 1 pits; call with Sandi re waste removal; update call with J. Chu; review of mail.  | 2.0          |
| 16-Aug-21   | Chu, Jonathan     | Call with S. Greenbaum re updates; call with C. Assets re asset removal; update insurance vehicle listing; email re laptop retrieval and response to former employees.         | 1.3          |
| 16-Aug-21   | O'Neill, Sandi    | Emails re machine pit quote, utilities for Plant 2 and IT matters; call with SG re removal of oil totes; coordinate onsite attendance with Fuller Landau and Corporate Assets. | 1.5          |
| 17-Aug-21   | Greenbaum, Stacey | Waste removal matters re plant 2 and call with Sandi; call with Plant 1 landlord re machine pits.  | 1.3          |
| 17-Aug-21   | Chu, Jonathan     | Response to former employees re electronic devices.  | 0.8          |
| 17-Aug-21   | O'Neill, Sandi    | Emails re IT matters, vehicle information, and Plant 1 landlord onsite attendance; call with SG re machine pits; call with Iron Mountain re billing.                           | 2.0          |
| 18-Aug-21   | Sleeth, Jorden    | Review legal and other invoices, approve same.   | 0.3          |
| 18-Aug-21   | Greenbaum, Stacey | Call with Sandi re waste; review of and prepare weekly disbursements; call with Wendy Van Alphen re EDC.   | 1.8          |
| 18-Aug-21   | Van Alphen, Wendy | Call with Stacey re EDC, ██████████ and YFAI; disc and email re finding files on server.   | 0.2          |
| 18-Aug-21   | Casey, Brian      | Server Shutdown Prep.  | 0.8          |
| 18-Aug-21   | Chu, Jonathan     | Update device tracker and respond to former employees; update vehicle schedule for insurance; review insurance letter.   | 0.6          |
| 18-Aug-21   | O'Neill, Sandi    | Emails re IT equipment, oil removal, utilities invoice; cleaning of pits; coordinate onsite attendance at Plant 1 and Plant 2 re clean-up.                                     | 3.3          |
| 19-Aug-21   | Greenbaum, Stacey | Review of ERV and second distribution to TD; emails re Michigan counsel; follow up with ██████████ collection; call with Sandi; call with Theresa re payroll audit.            | 2.0          |
| 19-Aug-21   | Casey, Brian      | Server Shutdown Prep.  | 0.8          |
| 19-Aug-21   | Brown, Rose       | Trust Bank Administration - Disbursements cheques/preparing wire.  | 0.7          |
| 19-Aug-21   | O'Neill, Sandi    | Emails re IT matters and utilities invoices; call with former employees re device returns.   | 1.8          |

| <b>Date</b> | <b>Name</b>       | <b>Narrative</b>  | <b>Hours</b> |
|-------------|-------------------|---|--------------|
| 20-Aug-21   | Greenbaum, Stacey | Review of payroll subledgers for payroll audit and disc. with ADP.  | 1.0          |
| 20-Aug-21   | Van Alphen, Wendy | Connect with EDC re premium cancellation; connect with YFAI re agreement; email to █████; email with Brian; call with Kyle at EDC.  | 0.9          |
| 20-Aug-21   | O'Neill, Sandi    | Onsite attendance re site clean-up; coordinate pick-up of oil totes at Plant 2; calls with former employees and pick-up of IT devices; call with SG re Plant 2 exit timeline.                             | 4.5          |
| 20-Aug-21   | Conorton, Laura   | Processing wire to VFI.   | 0.4          |
| 23-Aug-21   | Greenbaum, Stacey | Disc. with plant 1 landlord re premise; calls with Corporate Assets re exiting premise; coordinate █████ agreement signing; review of counsel invoices; update call with J. Chu.                          | 2.0          |
| 23-Aug-21   | Chu, Jonathan     | Status update call with S. Greenbaum; call with CRA re CEWS follow-up and statement of account re 2021 source deductions; review laptop return emails; update ERV.  | 1.7          |
| 23-Aug-21   | O'Neill, Sandi    | Emails and calls re utilities, IT equipment, Plant 1 occupancy extension, customer molds, and premise clean-up; call with former employees and pick-up of IT devices; mailing to Ministry re oil removal. | 2.8          |
| 24-Aug-21   | Greenbaum, Stacey | Review of final Yanfeng agreement.  | 0.3          |
| 24-Aug-21   | Chu, Jonathan     | Update ERV analysis for second distribution.  | 0.9          |
| 24-Aug-21   | O'Neill, Sandi    | Emails and calls re oil removal, premise clean-up, onsite attendance, and customer molds.   | 1.8          |
| 25-Aug-21   | Sleeth, Jordan    | Invoice review and approvals.   | 0.5          |
| 25-Aug-21   | Greenbaum, Stacey | Call with Corporate Assets re exiting premise; follow up with customer re A/R collections; update call with Wendy Van Alphen.   | 0.8          |
| 25-Aug-21   | Van Alphen, Wendy | Call with Stacey; disc with Jon re YFAI agreements;   | 1.1          |
| 25-Aug-21   | Casey, Brian      | Server Shutdown Prep.   | 0.8          |
| 25-Aug-21   | Chu, Jonathan     | Disbursement requisition forms re WEPP and insurance; update ERV and send to S. Greenbaum; emails to F. Landau and broker re insurance.   | 2.8          |
| 25-Aug-21   | O'Neill, Sandi    | Emails and calls re customer molds and IT matters.  | 1.5          |
| 25-Aug-21   | Brown, Rose       | Trust Banking Administration - Disbursements - Cheque and wire. Scan and send mail rec'd to SG/JC.  | 1.0          |
| 26-Aug-21   | Greenbaum, Stacey | Review of ERV and second distribution with J. Chu; call with Wendy Van Alphen re mold pick ups.   | 1.7          |
| 26-Aug-21   | Van Alphen, Wendy | On site; prep of materials for YFAI , prep of tools and instruction for █████ and YFAI scrap tools and other scrap.   | 6.3          |

| <b>Date</b> | <b>Name</b>        | <b>Narrative</b>   | <b>Hours</b> |
|-------------|--------------------|--|--------------|
| 26-Aug-21   | Chu, Jonathan      | Working session with S. Greenbaum re ERV and distribution comments; update ERV and variance analysis.  | 4.5          |
| 26-Aug-21   | O'Neill, Sandi     | Onsite attendance re removal of [REDACTED] molds, label and document scrap metal; calls with W. Bodnar and S. Greenbaum re IT matters.   | 7.5          |
| 27-Aug-21   | Greenbaum, Stacey  | Coordination re premise exit.  | 0.5          |
| 27-Aug-21   | Van Alphen, Wendy  | Attendance on site re download of information; meet with YFAI rep.   | 1.2          |
| 27-Aug-21   | Chu, Jonathan      | Call with team re exiting premises; emails with Plant 2 Receiver and Corporate Assets; review utilities.   | 0.9          |
| 27-Aug-21   | O'Neill, Sandi     | Emails and calls re utilities, exiting the premises, IT matters, and final walkthrough of Plant 1 with landlord.   | 2.5          |
| 30-Aug-21   | Van Alphen, Wendy  | Disc with Jon, YFAI; email to scrap and [REDACTED]; Plant walkthrough with Tony Tedesco.   | 1.8          |
| 30-Aug-21   | Casey, Brian       | Server Shutdown Prep.  | 0.8          |
| 30-Aug-21   | Chu, Jonathan      | Follow-up email to insurance; calls and follow-ups re exiting premises.  | 0.5          |
| 30-Aug-21   | O'Neill, Sandi     | Emails and calls re status update and IT matters; onsite attendance re Plant 1 walkthrough with landlord, server removal, employee laptop drop-off, document removal, and customer data retrieval re Circle 5 and Yanfeng.   | 6.5          |
| 31-Aug-21   | Greenbaum, Stacey  | Landlord communications re premise exit and disc. with Sandi.  | 0.8          |
| 31-Aug-21   | Casey, Brian       | Server Shutdown Prep   | 0.8          |
| 31-Aug-21   | O'Neill, Sandi     | Onsite attendance re walkthrough of Plant 2 with property manager, meet with Corp. Assets on landlord concerns, collect employee device, and IT matters; calls and emails re last day status update and removal of items from server room; mailing re environmental documents to Ministry. | 6.0          |
| 1-Sep-21    | Greenbaum, Stacey  | Reporting letter re second distribution and disc. with J. Chu and C. Hristow.  | 1.8          |
| 1-Sep-21    | Chu, Jonathan      | Update ERV and reporting letter, prepare appendices, and draft email to J. Sleeth re second distribution of funds.   | 1.5          |
| 1-Sep-21    | O'Neill, Sandi     | Emails re utilities and premise matters.   | 0.3          |
| 2-Sep-21    | Sleeth, Jordan     | Review reporting package to TD re: 2nd distribution.   | 1.0          |
| 2-Sep-21    | O'Neill, Sandi     | Emails re utilities and premise matters.   | 0.3          |
| 3-Sep-21    | Hristow, Catherine | Review draft September 3rd reporting letter and supporting documentation; correspond with S. Greenbaum regarding same.   | 0.4          |



| <b>Date</b> | <b>Name</b>       | <b>Narrative</b>  | <b>Hours</b> |
|-------------|-------------------|---|--------------|
| 3-Sep-21    | Casey, Brian      | Server Shutdown Prep.   | 0.8          |
| 3-Sep-21    | Chu, Jonathan     | Update ERV and reporting letter for J. Sleeth comments; send documents for quality review; instructions to M. McTaggart re CEWS and HST.  | 2.2          |
| 3-Sep-21    | O'Neill, Sandi    | Emails re invoices and IT matters.  | 0.5          |
| 3-Sep-21    | Brown, Rose       | Trust Banking Administration - Input income wire dated Aug 31, 2021 into Ascend and scan and save back up.  | 0.2          |
| 6-Sep-21    | Van Alphen, Wendy | Call with Stacey re █████, YFAI, and scrap; follow-up with Michael re scrap; follow-up with Jon re outstanding collections and reporting.   | 1.1          |
| 7-Sep-21    | Greenbaum, Stacey | Finalize reporting letter to TD.  | 1.5          |
| 7-Sep-21    | Casey, Brian      | Data Backup/Shutdown Steps/Meetings.  | 0.8          |
| 7-Sep-21    | Chu, Jonathan     | Update ERV package and follow-up email to J. Sleeth.  | 0.2          |
| 7-Sep-21    | O'Neill, Sandi    | Emails re utilities and premise matters.  | 0.3          |
| 8-Sep-21    | Greenbaum, Stacey | Call with Fuller re Plant 2 and discs. with Sandi; call with former employee re WEPP.   | 0.5          |
| 8-Sep-21    | Casey, Brian      | Data Backup/Shutdown Steps/Meetings   | 0.8          |
| 8-Sep-21    | Chu, Jonathan     | Review CEWS letter and call with CRA re same; instructions M. McTaggart re outstanding tasks.   | 0.6          |
| 8-Sep-21    | O'Neill, Sandi    | Emails and calls re Plant 2 waste removal, IT matters, Plant 2 questions and pictures.  | 0.8          |
| 9-Sep-21    | Sleeth, Jordan    | Review and approve operating disbursements.   | 0.3          |
| 9-Sep-21    | Greenbaum, Stacey | ADP correspondence; call with Sandi re Plant 2; follow up with Wendy re █████ and Yanfeng; call with B. Casey re servers.   | 1.0          |
| 9-Sep-21    | Casey, Brian      | Data Backup/Shutdown Steps/Meetings.  | 0.8          |
| 9-Sep-21    | Chu, Jonathan     | Review disbursement requisitions and send for processing; follow-up with M. McTaggart re CEWS letter.   | 0.5          |
| 9-Sep-21    | O'Neill, Sandi    | Emails and call with SG re pictures from Fuller Landau and Plant 2 matters; review utility invoices.  | 1.0          |
| 10-Sep-21   | Casey, Brian      | Data Backup/Shutdown Steps/Meetings.  | 0.8          |
| 10-Sep-21   | O'Neill, Sandi    | Review emails re Plant 2 pictures and Corporate Assets.   | 0.3          |
| 10-Sep-21   | Brown, Rose       | Trust Banking Administration - Inquiry with TD Bank on ADP Payroll from August and discuss with SG. Check online for incoming wire and send report to JC. Prepare Disbursement cheques, have signed and send out in the mail. | 1.9          |

| <b>Date</b> | <b>Name</b>        | <b>Narrative</b>  | <b>Hours</b> |
|-------------|--------------------|---|--------------|
| 13-Sep-21   | Greenbaum, Stacey  | Review of letter from plant 1 counsel and disc. with R. Bengino; emails and call with Fuller re Plant 2 and disc. with Corporate Assets; call with ADP and disc. With R. Brown; call with CRA re payroll audit; email to TD re equipment and disc. with J. Chu. | 1.8          |
| 13-Sep-21   | O'Neill, Sandi     | Review and email to S. Greenbaum re waste removal at Plant 2  | 0.5          |
| 14-Sep-21   | Hristow, Catherine | Review and approve wire payment.  | 0.1          |
| 14-Sep-21   | Greenbaum, Stacey  | Call with TD re reporting letter and distribution, confirm customer payment; emails with Corporate Assets re Plant 2; call with J. Chu re Plant 1 matters; call with Wendy Van Alphen re EDC.   | 1.2          |
| 14-Sep-21   | O'Neill, Sandi     | Review and email to S. Greenbaum re waste removal at Plant 2  | 0.5          |
| 14-Sep-21   | Brown, Rose        | Trust Banking Administration - Disbursement wire. Opening mail rec'd for scanning.  | 0.7          |
| 15-Sep-21   | Casey, Brian       | Final shutdown process for servers.   | 0.8          |
| 15-Sep-21   | Chu, Jonathan      | Review letter correspondence re Plant 1 and summarize next steps.   | 0.3          |
| 15-Sep-21   | O'Neill, Sandi     | Review emails re IT equipment delivery.   | 0.3          |
| 15-Sep-21   | Brown, Rose        | Trust Banking Adm - Input wire processed, Scan and send mail for Sep 14 & 15/21 to SG/JC.   | 0.3          |
| 16-Sep-21   | Casey, Brian       | Final shutdown process for servers.   | 0.8          |
| 16-Sep-21   | O'Neill, Sandi     | Review emails.  | 0.3          |
| 16-Sep-21   | Brown, Rose        | Trust Banking Adm - Scan and file receipts and disbursement for 2 weeks. Scan mail rec'd and send to SG/JC.   | 0.2          |
| 17-Sep-21   | Greenbaum, Stacey  | Prepare cheque requisitions; coordinate customer payment with TD; review weekly mail - send various to Fuller and Sandi; ADP follow up.   | 1.5          |
| 17-Sep-21   | Casey, Brian       | Final shutdown process, and taking possession of servers.   | 2.2          |
| 17-Sep-21   | O'Neill, Sandi     | Calls and emails re utility billings and notice from Ontario government on the status of water well; Review utility invoices.   | 2.5          |
| 17-Sep-21   | Brown, Rose        | Trust Banking Administration - Prepare wires and send to JS for signature. Discuss Receipt deposit to old account with SG.  | 1.5          |
| 20-Sep-21   | Hristow, Catherine | Review, approve and sign wires.   | 0.1          |
| 20-Sep-21   | O'Neill, Sandi     | Emails and calls re IT matters and removal of oil totes at Plant 1.   | 1.5          |

| <b>Date</b> | <b>Name</b>        | <b>Narrative</b>   | <b>Hours</b> |
|-------------|--------------------|--|--------------|
| 20-Sep-21   | Brown, Rose        | Trust Banking Administration - Obtain signature on wires, send to TD Bank, Confirm wire request with TD Bank.  | 0.7          |
| 21-Sep-21   | Greenbaum, Stacey  | Greenshield inquiry re return of funds, coordinate with TD; call with ADP.   | 0.4          |
| 21-Sep-21   | O'Neill, Sandi     | Emails and calls re removing oil totes at Plant 1 and IT equipment delivery; onsite attendance re walkthrough with Plant 1 Realtor and oil tote removal.   | 3.3          |
| 21-Sep-21   | Brown, Rose        | Trust Banking Administration - Completed wire and scan and save on Q Drive.  | 0.3          |
| 22-Sep-21   | Greenbaum, Stacey  | Emails re insurance broker; emails with Sandi and J. Chu re weekly mail.   | 0.3          |
| 22-Sep-21   | Casey, Brian       | Server Access and email backup.  | 0.8          |
| 22-Sep-21   | Chu, Jonathan      | Emails and review utility billings and requisitions; review notice of security interest and cross-reference to sold asset listings; email Fuller re deposit refund.  | 1.3          |
| 22-Sep-21   | Tsianos, Nicolette | Prepare cheque requisitions for week of September 20/21.   | 1.2          |
| 22-Sep-21   | O'Neill, Sandi     | Emails and calls re utility matters and Ontario Well Records; review utility invoices.   | 1.5          |
| 23-Sep-21   | Casey, Brian       | Server Access and email backup.  | 0.8          |
| 23-Sep-21   | O'Neill, Sandi     | Review emails; onsite attendance with GFL to finalize paperwork for oil tote removal.  | 0.8          |
| 24-Sep-21   | Greenbaum, Stacey  | Review of weekly mail; review TGF letters re plant 1 landlord counsel request; call with ADP re update; emails with Google re Google Suite; respond to former employee.  | 1.6          |
| 24-Sep-21   | Chu, Jonathan      | Review payment requisition forms; call with CRA re CEWS.   | 0.4          |
| 24-Sep-21   | O'Neill, Sandi     | Review emails; mailing re movement document manifest.  | 0.5          |
| 27-Sep-21   | Greenbaum, Stacey  | Deposit req; ADP correspondence re CRA letter.   | 0.5          |
| 27-Sep-21   | Tsianos, Nicolette | Prepare CRA Request for Payroll Information.   | 2.0          |
| 27-Sep-21   | O'Neill, Sandi     | Review emails.   | 0.3          |
| 27-Sep-21   | Brown, Rose        | Trust Banking Administration - Input various entries in Ascend, Review disbursements/Print have signed and send out in the mail. Open and scan mail rec'd and send to SG/JC. Scan and saving disbursement/receipts on Q Drive. | 1.6          |
| 27-Sep-21   | Conorton, Laura    | Process cheques for operating disbursements.   | 0.6          |
| 28-Sep-21   | Greenbaum, Stacey  | Update call with J. Chu; ADP follow up; Google Suite follow up.  | 0.8          |
| 28-Sep-21   | Chu, Jonathan      | Call with CRA re HST payment amount and instructions.  | 0.4          |

| <b>Date</b>  | <b>Name</b>       | <b>Narrative</b>   | <b>Hours</b> |
|--------------|-------------------|--|--------------|
| 28-Sep-21    | O'Neill, Sandi    | Review emails.   | 0.3          |
| 29-Sep-21    | Greenbaum, Stacey | Call with CRA re source deduction; File administration.  | 0.5          |
| 29-Sep-21    | Casey, Brian      | Server Access and email backup.  | 0.8          |
| 29-Sep-21    | Chu, Jonathan     | HST remittance and comments to J. Sleeth on the same; call with former employee re T4 retrieval. | 0.5          |
| 29-Sep-21    | O'Neill, Sandi    | Review emails.   | 0.3          |
| 30-Sep-21    | Casey, Brian      | Server Access and email backup.  | 0.3          |
| 30-Sep-21    | Chu, Jonathan     | Review CRA letter re request for employee information and email to ADP on the same.              | 0.3          |
| 30-Sep-21    | O'Neill, Sandi    | Review invoices from Iron Mountain and emails on the same re account closure.                    | 0.5          |
| 30-Sep-21    | Brown, Rose       | Trust Banking Administration - Disbursement cheque.  | 0.5          |
| <b>Total</b> |                   |  | <b>202.9</b> |





**Invoice 8002313910**

**Deloitte Restructuring Inc.**

Bay Adelaide Centre  
8 Adelaide Street West, Suite 200  
Toronto ON M5H 0A9

Deloitte Restructuring Inc.  
8 Adelaide Street West  
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Canada

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

Date: January 05, 2022  
Client No.: 1139799  
WBS#: TDB00523  
Engagement Partner: Jordan Sleeth  
HST Registration : 122893605RT0001

**For professional services rendered**

**Fees**

In our capacity as Receiver of Toolplas Systems Inc. and Tool Processing Solutions Inc. ("Toolplas" or the "Company") for the period October 1, 2021 to November 30, 2021.

Please see the attached appendices for details.

HST applicable 21,780.50

**Expense**

Email hosting

HST applicable 7,644.10  
Administrative Expense 653.42

**Sales Tax**

HST at 13.00 % 3,910.14

**Total Amount Due (CAD) 33,988.16**

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.

**Appendix #1****Summary of Fees**

| <b>Name</b>                              | <b>Level</b>         | <b>Hours</b> | <b>Rate</b> | <b>Amount</b>    |
|--|----------------------|--------------|-------------|------------------|
| Sleeth, Jordan                           | Partner              | 2.7          | 695.00      | 1,876.50         |
| Greenbaum, Stacey                        | Senior Manager       | 10.6         | 505.00      | 5,353.00         |
| Van Alphen, Wendy                        | Senior Manager       | 2.2          | 505.00      | 1,111.00         |
| Casey, Brian                             | Senior Manager       | 9.5          | 505.00      | 4,797.50         |
| Chu, Jonathan                            | Manager              | 10.8         | 450.00      | 4,860.00         |
| Sullivan, Carter                         | Senior               | 1.0          | 275.00      | 275.00           |
| Tsianos, Nicolette                       | Senior               | 3.1          | 275.00      | 852.50           |
| O'Neill, Sandi                           | Consultant           | 7.5          | 250.00      | 1,875.00         |
| Brown, Rose                              | Estate Administrator | 3.7          | 150.00      | 555.00           |
| Conorton, Laura                          | Estate Administrator | 1.5          | 150.00      | 225.00           |
| <b>Total Professional Hours and Fees</b> |                      | <b>52.6</b>  |             | <b>21,780.50</b> |
| <b>Out of pocket Expenses:</b>           |                      |              |             |                  |
| Email hosting                            |                      |              |             | <b>7,644.10</b>  |
| <b>Total Fees and Expenses (CAD)</b>     |                      |              |             | <b>29,424.60</b> |



## Appendix #2

### Work performed from October 1, 2021 to November 30, 2021

| Date      | Name               | Narrative   | Hours |
|-----------|--------------------|---|-------|
| 1-Oct-21  | O'Neill, Sandi     | Review emails.  | 0.3   |
| 1-Oct-21  | Brown, Rose        | Trust Banking Adm - go to bank for HST payment processing directly to CRA.  | 0.2   |
| 4-Oct-21  | Greenbaum, Stacey  | Confirm incoming receipt with scrapping company.  | 0.2   |
| 4-Oct-21  | Casey, Brian       | Various billing tasks, meetings, support  | 1.0   |
| 4-Oct-21  | O'Neill, Sandi     | Review invoice from GFL; review Essex Powerline final bill - call to confirm - respond to SG and JC.  | 0.8   |
| 4-Oct-21  | Conorton, Laura    | Obtain statement printout of transaction from October 1.  | 0.1   |
| 5-Oct-21  | Greenbaum, Stacey  | Call with Sandi re plant 1 and email to Corporate Assets.   | 0.2   |
| 5-Oct-21  | Casey, Brian       | Various billing tasks, meetings, support  | 1.0   |
| 5-Oct-21  | Chu, Jonathan      | Instructions N. Tsianos re CRA follow-up; call with S. Greenbaum re follow-ups; follow-up with ADP re payroll information.                                      | 0.5   |
| 5-Oct-21  | O'Neill, Sandi     | Call with plant 1 real estate agent and landlord re work at plant, disc. With SG and send her email re conversation.  | 1.3   |
| 6-Oct-21  | Greenbaum, Stacey  | Call with CRA re file status; coordinate payments to be made.   | 0.5   |
| 6-Oct-21  | Tsianos, Nicolette | Prepare cheque requisitions for week of Oct 4; follow-up with CRA on outstanding HST payments and status of HST audit.  | 1.6   |
| 6-Oct-21  | O'Neill, Sandi     | Review emails; review email from Corporate Assets re work not completed at plant 1.   | 0.3   |
| 7-Oct-21  | Greenbaum, Stacey  | Insurance matters re return premium; emails to Michigan counsel re update on TGI; prepare deposit req.  | 0.5   |
| 7-Oct-21  | Chu, Jonathan      | Review and update CRA information request; call with CRA re mailing instructions.   | 0.5   |
| 7-Oct-21  | O'Neill, Sandi     | Review emails.  | 0.3   |
| 7-Oct-21  | Conorton, Laura    | Processing deposit, admin, filing.  | 0.5   |
| 12-Oct-21 | Sleeth, Jorden     | Call with K. Pullen, D. Loughlin and S. Greenbaum re: pursuit of Toolplas Global receivable; review and approve payments.                                       | 0.7   |
| 12-Oct-21 | Greenbaum, Stacey  | Call with Michigan counsel and J. Sleeth re next steps.   | 0.5   |
| 12-Oct-21 | O'Neill, Sandi     | Emails with SG re Corporate Assets and work to be done at plant 1; emails with Hydro One re amount due from August 31st to October 12 and disc. With SG and JC. | 1.5   |



| <b>Date</b> | <b>Name</b>        | <b>Narrative</b>   | <b>Hours</b> |
|-------------|--------------------|--|--------------|
| 12-Oct-21   | Brown, Rose        | Trust Banking Administration - Disbursement cheques.   | 0.2          |
| 13-Oct-21   | Brown, Rose        | Trust Banking Administration - Disbursement cheques - print cheques, have signed and mail out. Scan and save on Q Drive. Scan and send mail to SG/JC.  | 0.7          |
| 14-Oct-21   | Sleeth, Jorden     | Call with R. Barquera re: collection of Toolplas Mexico debt.  | 0.5          |
| 14-Oct-21   | Greenbaum, Stacey  | Review 246 report from J. Chu; emails with Sandi re Hydro One; emails with Fuller re insurance; review and send pmt request; update email to TGF; review mail; call with Mexico counsel re Toolplas Mex. | 1.3          |
| 14-Oct-21   | Casey, Brian       | Access follow-up   | 1.0          |
| 14-Oct-21   | Chu, Jonathan      | First draft of 246 Report; send to S. Greenbaum for review; review EHT correspondences and call with N. Tsianos re same.   | 2.0          |
| 14-Oct-21   | Tsianos, Nicolette | Call with CRA regarding unsecured claim owed; Call with CRA regarding HST audit.   | 0.6          |
| 14-Oct-21   | Brown, Rose        | Trust Banking Administration - scan save disbursement on Qdrive. Void Cheque and prepare disbursement cheque.  | 0.5          |
| 15-Oct-21   | Tsianos, Nicolette | Call with CRA re: HST audit Notice of Assessment.  | 0.6          |
| 15-Oct-21   | O'Neill, Sandi     | Emails with Hydro One re additional info required.   | 0.5          |
| 18-Oct-21   | Sleeth, Jorden     | Update call with S. Greenbaum re: outstanding matters.   | 0.3          |
| 18-Oct-21   | Greenbaum, Stacey  | File update call with J. Sleeth.   | 0.2          |
| 18-Oct-21   | Sullivan, Carter   | GST/HST Filings Sept 2021; Updated GST/HST Tracking Workbook and Filed Confirmations.  | 0.5          |
| 19-Oct-21   | Sleeth, Jorden     | Review S.246 reports.  | 0.3          |
| 19-Oct-21   | Brown, Rose        | Scan mail and send to SG/JC.   | 0.2          |
| 20-Oct-21   | Greenbaum, Stacey  | Update call with R. Bengino re TGI and Toolplas Mexico.  | 0.3          |
| 21-Oct-21   | Greenbaum, Stacey  | Fax 246 report to OSB.   | 0.2          |
| 21-Oct-21   | Sullivan, Carter   | Discussion with CRA for new account set-up and source deduction transfers.   | 0.5          |
| 21-Oct-21   | O'Neill, Sandi     | Emails with Iron Mountain re final bill.   | 0.5          |
| 21-Oct-21   | Brown, Rose        | Estate Administration - have Affidavit of Mail signed and scan and save on Q Drive.  | 0.2          |
| 25-Oct-21   | Greenbaum, Stacey  | Review of mail; prepare outstanding items list.  | 0.9          |
| 25-Oct-21   | Brown, Rose        | Estate Adm - Scan mail and send to SG/JC. Prepare deposit and take to the bank.  | 0.4          |

| <b>Date</b> | <b>Name</b>        | <b>Narrative</b>   | <b>Hours</b> |
|-------------|--------------------|--|--------------|
| 26-Oct-21   | Sleeth, Jordan     | Consider asset investigation cost and strategy re: pursuit of Toolplas Global receivable.  | 0.3          |
| 26-Oct-21   | Greenbaum, Stacey  | Status update call with J. Chu.  | 0.8          |
| 26-Oct-21   | Casey, Brian       | Data / Online Access Support   | 1.0          |
| 26-Oct-21   | Chu, Jonathan      | Review outstanding tasks; call with S. Greenbaum re same; call with CRA re CEWS.   | 0.8          |
| 26-Oct-21   | Tsianos, Nicolette | Prepare disbursement vouchers for week of October 25, 2021.  | 0.3          |
| 27-Oct-21   | Casey, Brian       | Data / Online Access Support   | 1.0          |
| 27-Oct-21   | Chu, Jonathan      | Review insurance and email to F. Landau; calls with CRA re classification of HST claim.  | 0.8          |
| 28-Oct-21   | Casey, Brian       | Data / Online Access Support   | 0.5          |
| 1-Nov-21    | Casey, Brian       | Access coordination  | 0.5          |
| 2-Nov-21    | Brown, Rose        | Scan Mail rec'd and send to SG/JC.   | 0.1          |
| 3-Nov-21    | Casey, Brian       | Access coordination  | 0.5          |
| 4-Nov-21    | Chu, Jonathan      | Compile and send reporting email and covering letter to J. Sleeth; review mailings re WEPP and WSIB notices; review and send disbursements for processing. | 2.5          |
| 5-Nov-21    | Chu, Jonathan      | Emails to J. Sleeth re HST amount owing and comments.  | 0.3          |
| 8-Nov-21    | Casey, Brian       | Access validation and troubleshooting  | 0.5          |
| 8-Nov-21    | Brown, Rose        | Trust Banking Administration - Deposit, Disbursement cheques, Scan of incoming mail and send to SG/JC.   | 1.0          |
| 9-Nov-21    | Casey, Brian       | Access validation and troubleshooting  | 0.5          |
| 9-Nov-21    | Chu, Jonathan      | Review CRA letters; email to J. Sleeth re HST claim; instructions to N. Tsianos re follow-up on payroll audit.   | 0.5          |
| 9-Nov-21    | O'Neill, Sandi     | Review correspondence from Iron Mountain re final bill and account closure.  | 0.3          |
| 11-Nov-21   | Chu, Jonathan      | Emails and follow-ups on various matters, including insurance payout and customer accounts.  | 0.5          |
| 15-Nov-21   | Sleeth, Jordan     | Review Van Alpen contract extension and liaise with W. Van Alpen re: same; review letter to Toolplas counsel and provide comments.                         | 0.6          |
| 15-Nov-21   | Casey, Brian       | Test access and QA data re email inventory   | 0.5          |
| 15-Nov-21   | Chu, Jonathan      | Call with CRA re CEWS.   | 0.1          |
| 16-Nov-21   | Chu, Jonathan      | Call with S. O'Neill re computer matters.  | 0.2          |

| <b>Date</b>  | <b>Name</b>       | <b>Narrative</b>   | <b>Hours</b> |
|--------------|-------------------|--|--------------|
| 18-Nov-21    | Casey, Brian      | Test access and QA data re email inventory   | 0.5          |
| 19-Nov-21    | O'Neill, Sandi    | Call from Iron Mountain re outstanding bill - discussion regarding last emails and contact with closure department.  | 0.8          |
| 22-Nov-21    | Greenbaum, Stacey | Review of weekly mail received.  | 0.3          |
| 23-Nov-21    | Greenbaum, Stacey | Update call with J. Chu re outstanding tasks; email correspondence with TD re invoice and current file status, review of current banking.                    | 1.8          |
| 23-Nov-21    | Casey, Brian      | Extractions and IT support   | 1.0          |
| 23-Nov-21    | Chu, Jonathan     | Call with S. Greenbaum re status update; review email to TD; email to Sandi re Hydro One and computer matters.   | 0.8          |
| 23-Nov-21    | O'Neill, Sandi    | Call with Iron Mountain re final bill; review email from JC re final Hydro One bill; give JC former employer's contact information re cleaning out computer. | 0.8          |
| 24-Nov-21    | Greenbaum, Stacey | Call with CRA re file status; call with Wendy VA re [REDACTED]; emails to counsel re TGI and Toolplas Mexico; correspondence with former employees.          | 1.2          |
| 24-Nov-21    | Van Alphen, Wendy | Calls to [REDACTED] re outstanding account; call with Stacey re [REDACTED] next steps.   | 1.6          |
| 24-Nov-21    | O'Neill, Sandi    | Call to Hydro One re explanation for adjustments and confirmation of final bill, email JC to advise discussion.  | 0.5          |
| 24-Nov-21    | Conorton, Laura   | Processing wire payments to DRI and TGF.   | 0.7          |
| 25-Nov-21    | Greenbaum, Stacey | Review of mail received.   | 0.2          |
| 25-Nov-21    | Van Alphen, Wendy | [REDACTED] account follow up.  | 0.6          |
| 25-Nov-21    | Chu, Jonathan     | Call with CRA re CEWS update; call with insurance re final loss signature; coordinate laptop review for former employee.                                     | 0.3          |
| 29-Nov-21    | Greenbaum, Stacey | Update call with J. Chu; prepare insurance claim documents.  | 1.5          |
| 29-Nov-21    | Chu, Jonathan     | Review documents re insurance claim; review listing of google suite users; status update call with S. Greenbaum.   | 1.0          |
| 29-Nov-21    | Conorton, Laura   | Completion of wires from Nov 24/25.  | 0.2          |
| 30-Nov-21    | Brown, Rose       | Scan mail rec'd and send to SG/JC.   | 0.2          |
| <b>Total</b> |                   |  | <b>52.6</b>  |





**Invoice 8002315191**

**Deloitte Restructuring Inc.**

Bay Adelaide Centre  
8 Adelaide Street West, Suite 200  
Toronto ON M5H 0A9

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Date: January 05, 2022  
Client No.: 1139799  
WBS#: TDB00523  
Engagement Partner: Jordan Sleeth  
HST Registration : 122893605RT0001

**For professional services rendered**

**Fees**

In our capacity as Receiver of Toolplas Systems Inc. and Tool Processing Solutions Inc. ("Toolplas" or the "Company") for the period December 1, 2021 to December 31, 2021.

Please see the attached appendices for details.

HST applicable 10,361.00

**Expense**

Email hosting

HST applicable 4,284.52  
Administrative Expense 310.83

**Sales Tax**

HST at 13.00 % 1,944.33

**Total Amount Due (CAD) 16,900.68**

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.



**Appendix #1**

**Summary of Fees**

| <b>Name</b>                              | <b>Level</b>         | <b>Hours</b> | <b>Rate</b> | <b>Amount</b>    |
|--|----------------------|--------------|-------------|------------------|
| Sleeth, Jordan                           | Partner              | 0.3          | 695.00      | 208.50           |
| Bricks, Hartley                          | Director             | 0.1          | 580.00      | 58.00            |
| Greenbaum, Stacey                        | Senior Manager       | 3.8          | 505.00      | 1,919.00         |
| Van Alphen, Wendy                        | Senior Manager       | 0.1          | 505.00      | 50.50            |
| Casey, Brian                             | Senior Manager       | 10.0         | 505.00      | 5,050.00         |
| Chu, Jonathan                            | Manager              | 6.4          | 450.00      | 2,880.00         |
| Brown, Rose                              | Estate Administrator | 0.5          | 150.00      | 75.00            |
| Conorton, Laura                          | Estate Administrator | 0.8          | 150.00      | 120.00           |
| <b>Total Professional Hours and Fees</b> |                      | <b>22.0</b>  |             | <b>10,361.00</b> |
| <b>Out of pocket Expenses:</b>           |                      |              |             |                  |
| Email hosting                            |                      |              |             | <b>4,284.52</b>  |
| <b>Total Fees and Expenses (CAD)</b>     |                      |              |             | <b>14,645.52</b> |



## Appendix #2

### Work performed from December 1, 2021 to December 31, 2021

| Date      | Name              | Narrative   | Hours |
|-----------|-------------------|---|-------|
| 1-Dec-21  | Casey, Brian      | Data prep / Email downloading / Billing Support   | 1.0   |
| 2-Dec-21  | Van Alphen, Wendy | ██████ account follow up.   | 0.1   |
| 2-Dec-21  | Casey, Brian      | Data prep / Email downloading / Billing Support   | 2.0   |
| 3-Dec-21  | Casey, Brian      | Data prep / Email downloading / Billing Support   | 2.0   |
| 6-Dec-21  | Brown, Rose       | Scan send mail rec'd to SG/JC.  | 0.1   |
| 9-Dec-21  | Greenbaum, Stacey | Call with WVA re ██████ and coordinate meeting with ██████ re outstanding payment.                              | 0.2   |
| 9-Dec-21  | Chu, Jonathan     | Disbursement requisitions and compile supporting documents.   | 0.5   |
| 10-Dec-21 | Chu, Jonathan     | Call with CRA re CEWS application update; call and email with S. Greenbaum on the same.                         | 0.5   |
| 13-Dec-21 | Greenbaum, Stacey | Call with ██████ re update on account and payment of the same.  | 0.5   |
| 13-Dec-21 | Casey, Brian      | Data Support and wrap-up  | 1.0   |
| 13-Dec-21 | Chu, Jonathan     | Review and update disbursement requisition; comment to Trust admin.   | 0.1   |
| 13-Dec-21 | Conorton, Laura   | Review cheque request.  | 0.4   |
| 14-Dec-21 | Sleeth, Jordan    | Review and consider updates from US counsel, liaise with S. Greenbaum re: same.                                 | 0.3   |
| 14-Dec-21 | Bricks, Hartley   | Review and execute disbursements.   | 0.1   |
| 14-Dec-21 | Greenbaum, Stacey | Finalize and execute insurance documents; review of documents from Michigan counsel re TGI; review weekly mail. | 1.0   |
| 14-Dec-21 | Casey, Brian      | Data Support and wrap-up  | 1.0   |
| 14-Dec-21 | Brown, Rose       | Trust Banking Administration - Disbursement cheques. Scan mail rec'd and send to SG.                            | 0.4   |
| 15-Dec-21 | Casey, Brian      | Data Support and wrap-up  | 2.0   |
| 16-Dec-21 | Casey, Brian      | Data Support and wrap-up  | 1.0   |
| 17-Dec-21 | Greenbaum, Stacey | Call with Michigan counsel re TGI response.   | 0.3   |
| 20-Dec-21 | Greenbaum, Stacey | Sign CRA RC342 form and disc. with J. Chu; review of Michigan counsel email to TGI.                             | 0.3   |

| <b>Date</b>  | <b>Name</b>       | <b>Narrative</b>  | <b>Hours</b> |
|--------------|-------------------|---|--------------|
| 20-Dec-21    | Chu, Jonathan     | Update ERV; calls with CRA re CEWS application and appeal process; RC342 form re T2 waiver.                                     | 2.3          |
| 21-Dec-21    | Greenbaum, Stacey | Review of mail received from CRA and follow up call with CRA to discuss the account; prepare deposit requisition re [REDACTED]. | 0.5          |
| 21-Dec-21    | Chu, Jonathan     | Finalize ERV; update notes, comparison to prior mid-point; reconciliation to bank statements; comments to S. Greenbaum.         | 2.5          |
| 21-Dec-21    | Conorton, Laura   | Record incoming wire.   | 0.4          |
| 22-Dec-21    | Greenbaum, Stacey | Review ERV and distribution to the bank prepared by J. Chu.   | 1.0          |
| 22-Dec-21    | Chu, Jonathan     | Compile and submit HST returns; call with WSIB re outstanding items and account closure; update WSIB submission.                | 0.5          |
| <b>Total</b> |                   |   | <b>22.0</b>  |







**Invoice 8002415870**

**Deloitte Restructuring Inc.**

Bay Adelaide Centre  
8 Adelaide Street West, Suite 200  
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Deloitte Restructuring Inc.  
8 Adelaide Street West  
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Canada

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

Date: February 23, 2022  
Client No.: 1139799  
WBS#: TDB00523  
Engagement Partner: Jordan Sleeth

HST Registration : 122893605RT0001

**For professional services rendered**

**Fees**

In our capacity as Receiver of Toolplas Systems Inc. and Tool Processing Solutions Inc. ("Toolplas" or the "Company") for the period January 1, 2022 to January 31, 2022.

Please see the attached appendices for details.

HST applicable 5,517.00

**Expense**

Out of pocket Expenses

HST applicable 1,493.08  
Administrative Expense 165.51

**Sales Tax**

HST at 13.00 % 932.83

**Total Amount Due (CAD) 8,108.42**

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.



**Appendix #1**

**Summary of Fees**

| <b>Name</b>                              | <b>Level</b>         | <b>Hours</b> | <b>Rate</b> | <b>Amount</b>   |
|--|----------------------|--------------|-------------|-----------------|
| Sleeth, Jordan                           | Partner              | 0.5          | 695.00      | 347.50          |
| Bricks, Hartley                          | Director             | 0.1          | 580.00      | 58.00           |
| Damiani, Stefano                         | Director             | 0.2          | 580.00      | 116.00          |
| Greenbaum, Stacey                        | Senior Manager       | 4.1          | 505.00      | 2,070.50        |
| Chu, Jonathan                            | Manager              | 5.4          | 450.00      | 2,430.00        |
| Dew, Todd                                | Estate Administrator | 0.4          | 150.00      | 60.00           |
| Brown, Rose                              | Estate Administrator | 0.8          | 150.00      | 120.00          |
| Conorton, Laura                          | Estate Administrator | 2.1          | 150.00      | 315.00          |
| <b>Total Professional Hours and Fees</b> |                      | <b>13.6</b>  |             | <b>5,517.00</b> |
| <b>Out of pocket Expenses:</b>           |                      |              |             |                 |
| Mailing                                  |                      |              |             | <b>1,410.51</b> |
| Email hosting                            |                      |              |             | <b>82.57</b>    |
| <b>Total Fees and Expenses (CAD)</b>     |                      |              |             | <b>7,010.08</b> |



## Appendix #2

### Work performed from January 1, 2022 to January 31, 2022

| Date      | Name              | Narrative   | Hours |
|-----------|-------------------|---|-------|
| 5-Jan-22  | Greenbaum, Stacey | Call with J. Chu re ERV analysis; call with CRA re update on account.   | 1.0   |
| 5-Jan-22  | Chu, Jonathan     | Update ERV for comments from S. Greenbaum; walkthrough of the same.   | 1.5   |
| 6-Jan-22  | Greenbaum, Stacey | Call with Toolplas Global counsel, including pre and post call with TGF and Michigan counsel.   | 1.0   |
| 7-Jan-22  | Dew, Todd         | Trust Accounting - bank recon.  | 0.2   |
| 9-Jan-22  | Greenbaum, Stacey | Prepare reporting email to TD re third distribution and updated ERV.  | 1.0   |
| 10-Jan-22 | Sleeth, Jordan    | Review reporting email memo and ERV, provide comments re: same.   | 0.5   |
| 10-Jan-22 | Chu, Jonathan     | CEWS appeal documentation; compile supporting documentation; call with CRA on the same.   | 0.8   |
| 10-Jan-22 | Brown, Rose       | Pull TD Bank online report and send JC/SG.  | 0.1   |
| 11-Jan-22 | Chu, Jonathan     | Finalize CEWS appeal and send to S. Greenbaum for review.   | 0.5   |
| 13-Jan-22 | Greenbaum, Stacey | Call with J. Chu re CEWS appeal.  | 0.4   |
| 13-Jan-22 | Chu, Jonathan     | Review distribution email to TD; call with S. Greenbaum re CEWS appeal.   | 0.5   |
| 14-Jan-22 | Chu, Jonathan     | Finalize CEWS appeal and coordinate with mailroom.  | 0.5   |
| 17-Jan-22 | Damiani, Stefano  | Review and sign wire re distribution to TD; telephone call and emails on same.  | 0.2   |
| 17-Jan-22 | Greenbaum, Stacey | Email to ADP re T4s, disc. With J. Chu.   | 0.1   |
| 17-Jan-22 | Chu, Jonathan     | Calls with CRA re source deductions and 2021 payroll matters; call with S. Greenbaum re request for ADP; prepare and send distribution requisition, respond to inquiries from S. Damiani for approvals. | 1.0   |
| 17-Jan-22 | Conorton, Laura   | Prepare wire payment to TD.   | 0.6   |
| 18-Jan-22 | Chu, Jonathan     | Disbursement requisitions re fees; follow-up on distribution.   | 0.3   |
| 18-Jan-22 | Brown, Rose       | Prepare transfer between account re service fee for online banking.   | 0.2   |
| 18-Jan-22 | Conorton, Laura   | Correspondence with TD, finalize wire, admin and filing.  | 0.5   |
| 19-Jan-22 | Bricks, Hartley   | Review and execute wire transfer  | 0.1   |

| <b>Date</b>  | <b>Name</b>       | <b>Narrative</b>   | <b>Hours</b> |
|--------------|-------------------|--|--------------|
| 19-Jan-22    | Greenbaum, Stacey | Correspondence with TD re third distribution; emails to Mexico and Michigan counsel; ██████ follow up. | 0.6          |
| 19-Jan-22    | Chu, Jonathan     | Follow-up re fees and insurance refund.  | 0.1          |
| 19-Jan-22    | Conorton, Laura   | Processing wires to Thornton Grout Finnigan and Deloitte Restructuring Inc.                            | 1.0          |
| 26-Jan-22    | Dew, Todd         | Trust Accounting - bank recon.   | 0.2          |
| 27-Jan-22    | Chu, Jonathan     | Deposit requisition for insurance claim payment.   | 0.2          |
| 27-Jan-22    | Brown, Rose       | Open mail and scan copies to SG/SD.  | 0.1          |
| 31-Jan-22    | Brown, Rose       | Trust Banking Administration- deposit.   | 0.4          |
| <b>Total</b> |                   |  | <b>13.6</b>  |





**Invoice 8002649963**

**Deloitte Restructuring Inc.**

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Canada

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www.deloitte.ca

Date: May 26, 2022  
Client No.: 1139799  
WBS#: TDB00523  
Engagement Partner: Jordan Sleeth

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

**For professional services rendered**

**Fees**

In our capacity as Receiver of Toolplas Systems Inc. and Tool Processing Solutions Inc. ("Toolplas" or the "Company") for the period February 1, 2022 to April 30, 2022.

Please see the attached appendices for details.

**Expense**

Out-of-pocket Expenses

**Sales Tax**

|                               |                        |
|-------------------------------|------------------------|
| HST applicable                | 6,138.50               |
| HST applicable                | 15.42                  |
| Administrative Expense        | 184.16                 |
| HST at 13.00 %                | <u>823.95</u>          |
| <b>Total Amount Due (CAD)</b> | <b><u>7,162.03</u></b> |

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.



**Appendix #1**  
**Summary of Fees**

| <b>Name</b>                              | <b>Level</b>         | <b>Hours</b> | <b>Rate</b> | <b>Amount</b>   |
|--|----------------------|--------------|-------------|-----------------|
| Sleeth, Jordan                           | Partner              | 0.2          | 695.00      | 139.00          |
| Greenbaum, Stacey                        | Senior Manager       | 4.9          | 505.00      | 2,474.50        |
| Chu, Jonathan                            | Manager              | 5.8          | 450.00      | 2,610.00        |
| Brown, Rose                              | Estate Administrator | 3.7          | 150.00      | 555.00          |
| Conorton, Laura                          | Estate Administrator | 2.4          | 150.00      | 360.00          |
| <b>Total Professional Hours and Fees</b> |                      | <b>17.0</b>  |             | <b>6,138.50</b> |
| Out-of-pocket Expenses                   |                      |              |             | 15.42           |
| <b>Total Fees and Expenses (CAD)</b>     |                      |              |             | <b>6,153.92</b> |





**Appendix #2**  
**Work performed from February 1, 2022 to April 30, 2022**

| <b>Date</b> | <b>Name</b>       | <b>Narrative</b>   | <b>Hours</b> |
|-------------|-------------------|--|--------------|
| 02-02-22    | Chu, Jonathan     | Deposit requisition and review CRA notices for HST filings.  | 0.2          |
| 02-02-22    | Brown, Rose       | Trust Banking Admin-scan mail received and send to SG/JC. Prepare deposit and take to the bank.  | 0.5          |
| 02-02-22    | Conorton, Laura   | Review online banking for incoming receipt and correspondence with S.Greenbaum.  | 0.2          |
| 03-02-22    | Chu, Jonathan     | Correspondence to creditor.  | 0.1          |
| 07-02-22    | Brown, Rose       | Scan mail received and send to SG.   | 0.2          |
| 08-02-22    | Greenbaum, Stacey | Prepare deposit req re [REDACTED]; Yanfeng email communication.  | 0.3          |
| 08-02-22    | Chu, Jonathan     | Review mailings and next steps to S. Greenbaum.  | 0.5          |
| 08-02-22    | Conorton, Laura   | Record incoming wire from [REDACTED], correspondence with R. Brown.  | 0.4          |
| 09-02-22    | Brown, Rose       | Discuss wire back up to JC.  | 0.1          |
| 10-02-22    | Chu, Jonathan     | Call with WSIB re Q3 filing and employee estate.   | 0.3          |
| 11-02-22    | Chu, Jonathan     | Compile information and draft letter to CRA re employee information request; instructions R. Brown re amended T4 mailing.  | 0.5          |
| 14-02-22    | Greenbaum, Stacey | Update call with J. Chu re remaining file matters.   | 0.5          |
| 14-02-22    | Chu, Jonathan     | Call with S. Greenbaum re outstanding CRA matters; review latest mailings; follow-up CRA re outstanding matters.   | 0.5          |
| 14-02-22    | Brown, Rose       | Send out updated T4 slip for former employee.  | 0.2          |
| 15-02-22    | Brown, Rose       | Review expenses.   | 0.3          |
| 22-02-22    | Sleeth, Jorden    | Review and approve payments.   | 0.2          |
| 22-02-22    | Chu, Jonathan     | Compile disbursement requisition for source deductions; review mail from WSIB and comments to team; review and forward request from Iron Mountain to S. O'Neill. | 0.3          |
| 23-02-22    | Chu, Jonathan     | Review mail received; respond to S. O'Neill re Iron Mountain storage.  | 0.3          |
| 23-02-22    | Brown, Rose       | Scanning and send mail rec'd to JC.  | 0.1          |
| 24-02-22    | Brown, Rose       | Pull online report and review Ascend and send report SG. Scan Mail rec'd and send to JC, Review return mail for T4 slips.  | 0.5          |

| <b>Date</b> | <b>Name</b>       | <b>Narrative</b>  | <b>Hours</b> |
|-------------|-------------------|---|--------------|
| 25-02-22    | Chu, Jonathan     | Correspondence with former employee and R. Brown re 2021 T4 distribution.   | 0.2          |
| 28-02-22    | Brown, Rose       | Scan and send out mail rec'd for Feb 28/22 to SG/JC   | 0.1          |
| 02-03-22    | Chu, Jonathan     | Prepare requisition forms for disbursements; coordinate access with ADP re employee T4s; distribute employee T4 to former employee. | 0.7          |
| 03-03-22    | Brown, Rose       | Trust Banking Administration - Disbursement Cheques.  | 0.5          |
| 03-03-22    | Conorton, Laura   | Processing wire payments.   | 1.0          |
| 09-03-22    | Chu, Jonathan     | Call with CRA re payroll audit; correspondence and comments to team.  | 0.5          |
| 10-03-22    | Chu, Jonathan     | Retrieve and correspond with former employees re 2021 T4 documentation.   | 0.5          |
| 13-03-22    | Chu, Jonathan     | Review mailings and correspondence with former employee re T4.  | 0.1          |
| 15-03-22    | Chu, Jonathan     | Review Tool Processing GL and extract for employee transactions.  | 0.5          |
| 17-03-22    | Brown, Rose       | Scan and send mail rec'd to SG/JC.  | 0.1          |
| 20-03-22    | Chu, Jonathan     | Retrieve former employee T4 and distribute.   | 0.1          |
| 22-03-22    | Chu, Jonathan     | Correspondence with former controller re outstanding T4.  | 0.1          |
| 24-03-22    | Brown, Rose       | Scan Mail rec'd and send to SG/JC.  | 0.1          |
| 31-03-22    | Chu, Jonathan     | Retrieve employee T4 and distribute; review Iron Mountain boxes from Sandi and instructions to admin re send-back to IM storage.    | 0.4          |
| 01-04-22    | Greenbaum, Stacey | Prepare cheque requisition.   | 0.1          |
| 01-04-22    | Conorton, Laura   | Prepare wire payment, correspondence.   | 0.3          |
| 05-04-22    | Brown, Rose       | Review wire pmt.  | 0.1          |
| 06-04-22    | Conorton, Laura   | Processing wire payment.  | 0.5          |
| 22-04-22    | Brown, Rose       | Trust Banking Adm- prepare transfer between account for TD online fees.   | 0.1          |
| 26-04-22    | Brown, Rose       | Trust Banking Administration - scan mail rec'd and send to SG/JC.   | 0.1          |
| 27-04-22    | Greenbaum, Stacey | Update discussion with J. Chu re outstanding matters; email with Sandi re Iron Mountain.  | 0.5          |
| 28-04-22    | Greenbaum, Stacey | Call with CRA re account matters; prepare S. 246 report; prepare T4 and T4 summary for Tool Processing Solutions.                   | 2.0          |

| <b>Date</b>  | <b>Name</b>       | <b>Narrative</b>   | <b>Hours</b> |
|--------------|-------------------|--|--------------|
| 28-04-22     | Brown, Rose       | Trust banking Adm-update R&D, reconcile gl to bank. Save on Q and send report and back up to SG.   | 0.7          |
| 29-04-22     | Greenbaum, Stacey | Finalize and submit S.246 report; call with CRA re T4 for Tool Processing Solutions, amend T4 per discussion; call with CRA re CEWS appeal update. | 1.5          |
| <b>Total</b> |                   |  | <b>17.0</b>  |





**Invoice 8002830402**

**Deloitte Restructuring Inc.**

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Suite 200 Bay Adelaide Centre  
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Canada

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

Date: August 16, 2022  
Client No.: 1139799  
WBS#: TDB00523  
Engagement Partner: Jordan Sleeth

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

**For professional services rendered**

**Fees**

In our capacity as Receiver of Toolplas Systems Inc. and Tool Processing Solutions Inc. ("Toolplas" or the "Company") for the period May 1, 2022 to July 31, 2022.

Please see the attached appendices for details.

HST applicable 3,244.50

**Expense**

HST applicable 5.38  
Administrative Expense 97.34

**Sales Tax**

HST at 13.00 % 435.14

**Total Amount Due (CAD) 3,782.36**

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.



**Appendix #1  
Summary of Fees**

| <b>Name</b>                              | <b>Level</b>         | <b>Hours</b> | <b>Rate</b> | <b>Amount</b>   |
|--|----------------------|--------------|-------------|-----------------|
| Sleeth, Jordan                           | Partner              | 0.8          | 695.00      | 556.00          |
| Greenbaum, Stacey                        | Senior Manager       | 4.7          | 505.00      | 2,373.50        |
| Brown, Rose                              | Estate Administrator | 1.3          | 150.00      | 195.00          |
| Conorton, Laura                          | Estate Administrator | 0.4          | 150.00      | 60.00           |
| Dew, Todd                                | Estate Administrator | 0.4          | 150.00      | 60.00           |
| <b>Total Professional Hours and Fees</b> |                      | <b>7.6</b>   |             | <b>3,244.50</b> |
| Out-of-pocket Expenses                   |                      |              |             | 5.38            |
| <b>Total Fees and Expenses (CAD)</b>     |                      |              |             | <b>3,249.88</b> |

**Appendix #2****Work performed from May 1, 2022 to July 31, 2022**

| <b>Date</b>  | <b>Name</b>       | <b>Narrative</b>   | <b>Hours</b> |
|--------------|-------------------|--|--------------|
| 29-04-22     | Sleeth, Jordan    | S. 246 report review.  | 0.5          |
| 02-05-22     | Greenbaum, Stacey | Update call with J. Sleeth re outstanding matters; disc. T4 re Tool Processing Solutions with R. Brown and finalize the same; CRA call re outstanding matters to finalize. | 1.2          |
| 02-05-22     | Brown, Rose       | Estate Admin - Review T4 information as requested and discuss with S. Greenbaum.   | 0.9          |
| 05-05-22     | Greenbaum, Stacey | Review and consider outstanding T2 preparation.  | 0.3          |
| 12-05-22     | Brown, Rose       | Scan and send out mail rec'd to SG.  | 0.1          |
| 17-05-22     | Brown, Rose       | Scan mail rec'd and send to SG.  | 0.1          |
| 19-05-22     | Greenbaum, Stacey | Email communication with TD re insurance and review cancellation documents; review of CRA correspondence and reconcile to HST returns filed.                               | 1.3          |
| 26-05-22     | Greenbaum, Stacey | Call with CRA re T2 return and discuss with J. Sleeth.   | 0.3          |
| 26-05-22     | Brown, Rose       | Trust Banking Admin - pull online banking reports, confirm reconciled to Ascend and send reports to SG.  | 0.2          |
| 30-05-22     | Sleeth, Jordan    | Review reporting memo and provide comments to S. Greenbaum.  | 0.3          |
| 30-05-22     | Greenbaum, Stacey | Prepare reporting email to TD.   | 1.0          |
| 02-06-22     | Greenbaum, Stacey | Prepare cheque requisition.  | 0.2          |
| 03-06-22     | Conorton, Laura   | Disbursement processing.   | 0.4          |
| 08-06-22     | Greenbaum, Stacey | Call with CRA re CEWS.   | 0.4          |
| 20-07-22     | Dew, Todd         | Trust accounting.  | 0.4          |
| <b>Total</b> |                   |  | <b>7.6</b>   |







**Invoice 8002977178**

**Deloitte Restructuring Inc.**

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Canada

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

Date: October 18, 2022  
Client No.: 1139799  
WBS#: TDB00523  
Engagement Partner: Jordan Sleeth

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

**For professional services rendered**

**Fees**

In our capacity as Receiver of Toolplas Systems Inc. and Tool Processing Solutions Inc. ("Toolplas" or the "Company") for the period August 1, 2022 to completion of the receivership.

Please see the attached appendices for details.

**Sales Tax**

|                               |                         |
|-------------------------------|-------------------------|
| HST applicable                | 15,817.50               |
| Administrative Expense        | 474.53                  |
| HST at 13.00 %                | <u>2,117.96</u>         |
| <b>Total Amount Due (CAD)</b> | <b><u>18,409.99</u></b> |

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.



**Appendix #1  
Summary of Fees**

| <b>Name</b>                              | <b>Level</b>         | <b>Hours</b> | <b>Rate</b> | <b>Amount</b>    |
|--|----------------------|--------------|-------------|------------------|
| Sleeth, Jordan                           | Partner              | 7.0          | 695.00      | 4,865.00         |
| Greenbaum, Stacey                        | Senior Manager       | 15.0         | 505.00      | 7,575.00         |
| Lin, Martin                              | Senior               | 3.5          | 395.00      | 1,382.50         |
| Brown, Rose                              | Estate Administrator | 11.8         | 150.00      | 1,770.00         |
| Dew, Todd                                | Estate Administrator | 0.8          | 150.00      | 120.00           |
| Conorton, Laura                          | Estate Administrator | 0.7          | 150.00      | 105.00           |
| <b>Total Professional Hours and Fees</b> |                      | <b>38.8</b>  |             | <b>15,817.50</b> |
| Out-of-pocket Expenses                   |                      |              |             | -                |
| <b>Total Fees and Expenses (CAD)</b>     |                      |              |             | <b>15,817.50</b> |



**Appendix #2**  
**Work performed from August 1, 2022 to October 14, 2022**

| <b>Date</b>  | <b>Name</b>       | <b>Narrative</b>   | <b>Hours</b> |
|--------------|-------------------|--|--------------|
| 8/11/2022    | Greenbaum, Stacey | S.246 report; call with Iron Mountain re final account; call with CRA re CEWS appeal.  | 2.0          |
| 8/11/2022    | Conorton, Laura   | Prepare GL reports and statements for S. Greenbaum.  | 0.2          |
| 8/16/2022    | Greenbaum, Stacey | Deposit req; prepare reporting email; finalize S. 246 report.  | 1.0          |
| 8/17/2022    | Lin, Martin       | Preparation of April to July HST returns.  | 3.5          |
| 8/17/2022    | Conorton, Laura   | Deposit cheque with bank.  | 0.5          |
| 8/22/2022    | Brown, Rose       | Updating records per S.246 notice sent.  | 0.1          |
| 8/23/2022    | Brown, Rose       | Scanning of mailing and send to SG.  | 0.1          |
| 8/25/2022    | Dew, Todd         | Bank reconciliations.  | 0.4          |
| 8/29/2022    | Brown, Rose       | Trust Banking Administration - Prepare three wire, review court distribution order re payments, have wires signed and send to TD Bank. Confirm with SG wire processed and input into Ascend. | 1.2          |
| 8/30/2022    | Brown, Rose       | Trust estate Adm-scanning mail rec'd and send to SG  | 0.1          |
| 9/8/2022     | Brown, Rose       | Scanning and saving bank statements on Q Drive.  | 0.1          |
| 9/13/2022    | Brown, Rose       | Trust Banking Administration - Prepare transfer to reimburse online banking fee.   | 0.2          |
| 9/16/2022    | Dew, Todd         | Bank reconciliations.  | 0.4          |
| 10/3/2022    | Greenbaum, Stacey | Prepare third court report.  | 2.0          |
| Accrual      | Sleeth, Jordan    | Estimated future time for discharge activities.  | 7.0          |
| Accrual      | Greenbaum, Stacey | Estimated future time for discharge activities.  | 10.0         |
| Accrual      | Brown, Rose       | Estimated future time for discharge activities.  | 10.0         |
| <b>Total</b> |                   |  | <b>38.8</b>  |

**APPLICATION UNDER SUBSECTION 243(1) OF THE BANKRUPTCY AND INSOLVENCY ACT, R.S.C. 1985 C. B-3 AS AMENDED AND SECTION 101 OF THE COURTS OF JUSTICE ACT, R.S.O. 1990, C. C-43, AS AMENDED**

**THE TORONTO-DOMINION BANK** -and- **TOOLPLAS SYSTEMS INC. AND TOOL PROCESSING SOLUTIONS INC.**

Applicant

Respondents

Court File No. CV-21-00658065-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**  
Proceedings commenced at Toronto

**AFFIDAVIT OF JORDEN SLEETH**  
Sworn October 21, 2022

**Thornton Grout Finnigan LLP**  
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**Grant B. Moffat (LSO# 32380L)**  
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Tel: (416) 304-0599

**Rachel Nicholson (LSO# 68348V)**  
Email: [rnicholson@tgf.ca](mailto:rnicholson@tgf.ca)  
Tel: (416) 304-1153

Lawyers for the Court-appointed Receiver,  
Deloitte Restructuring Inc.

# **APPENDIX “C”**

Fee Affidavit of Grant Moffat sworn October 19, 2022

**APPENDIX "C"**

Court File No. CV-21-00658065-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

**IN THE MATTER OF Section 101 of the *Courts of Justice Act*, R.S.O. 1990 c.C.43, as amended, and in the matter of Section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended**

**BETWEEN:**

**THE TORONTO-DOMINION BANK**

Applicant

**- and -**

**TOOLPLAS SYSTEMS INC. AND TOOL PROCESSING SOLUTIONS INC.**

Respondents

**AFFIDAVIT OF GRANT B. MOFFAT  
Sworn October 19, 2022**

1. I am a barrister and solicitor qualified to practice law in the Province of Ontario and I am a partner at Thornton Grout Finnigan LLP (“**TGF**”), lawyers for Deloitte Restructuring Inc., the Court-appointed receiver and manager (the “**Receiver**”) of the Respondents and, as such, I have knowledge of the matters to which I hereinafter depose. Unless I indicate to the contrary, the facts herein are within my personal knowledge and are true. Where I have indicated that I have obtained facts from other sources, I believe those facts to be true.

2. Attached hereto as **Exhibit “A”** are copies of the invoices issued to the Receiver by TGF for fees and disbursements incurred by TGF through the course of these proceedings between June 1, 2021 through to October 14, 2022.

3. Attached hereto as **Exhibit “B”** is a schedule summarizing each invoice in Exhibit “A”, the total billable hours charged per invoice, the total fees charged per invoice and the average hourly rate charged per invoice.

4. Attached hereto as **Exhibit “C”** is a schedule summarizing the respective years of call and billing rates of each of the solicitors at TGF who acted for the Receiver.

5. To the best of my knowledge, the rates charged by TGF throughout the course of these proceedings are comparable to the rates charged by other law firms in the Toronto market for the provision of similar services.

6. The hourly billing rates outlined in **Exhibit “C”** to this affidavit are comparable to the hourly rates charged by TGF for services rendered in relation to similar proceedings.

7. I make this affidavit in support of a motion by the Receiver for, *inter alia*, approval of the fees and disbursements of the Receiver’s counsel.

**SWORN** before me, by **GRANT B. MOFFAT**, via video conference from the City of Toronto, in the Province of Ontario, to the City of Toronto, in the Province of Ontario, this 19<sup>th</sup> day of October, 2022 in accordance with *O. Reg. 431/20, Administering Oath or Declaration Remotely*.



Commissioner for Taking Affidavits

Rachel Nicholson

  

---

**GRANT B. MOFFAT**

This is Exhibit “A” referred to in the Affidavit of Grant B. Moffat sworn remotely via video conference by GRANT B. MOFFAT from the City of Toronto, in the Province of Ontario, before me at the City of Toronto, in the Province of Ontario, on this 19<sup>th</sup> day of October, 2022, in accordance with *O. Reg. 431/20, Administering Oath or Declaration Remotely.*



---

A Commissioner for taking affidavits



**EXHIBIT "A"**

Court File No. CV-21-00658065-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

BETWEEN:

**THE TORONTO-DOMINION BANK**

Applicant

- and -

**TOOLPLAS SYSTEMS INC. and TOOL PROCESSING SOLUTIONS INC.**

Respondents

**APPLICATION UNDER SUBSECTION 243(1) OF THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985 C. B-3 AS AMENDED AND SECTION 101 OF THE *COURTS OF JUSTICE ACT*, R.S.O. 1990, C. C-43, AS AMENDED**

**TENTH BILL OF COSTS OF THE SOLICITORS  
TO THE COURT-APPOINTED RECEIVER**

**For the period ending December 31, 2021**

|           |  |      |     |
|-----------|--|------|-----|
| Dec-06-21 | Review documents regarding inter company claim;  | 0.30 | GBM |
| Dec-15-21 | Review documentation provided from counsel to Toolplas Global; consider and add to S. Greenbaum comments with respect to same; | 0.80 | RN  |
| Dec-16-21 | Review and consider email from US counsel with respect to Global search; email to Receiver with respect to same;               | 0.10 | RN  |
| Dec-23-21 | Emails with respect to availability for call with counsel to Toolplas Global;  | 0.10 | RN  |
| Dec-27-21 | Email from Mexico counsel with respect to Toolplas Global;   | 0.10 | RN  |

| <u>Lawyer</u>    | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|------------------|--------------|-------------|---------------|
| Grant B. Moffat  | 0.30         | \$950.00    | 285.00        |
| Rachel Nicholson | 1.10         | \$600.00    | 660.00        |

**TOTAL FEE HEREIN** **\$945.00**  
**HST (@13%) on Fees** **\$122.85**

**Total Fees and HST** **\$1,067.85**

**OUR ACCOUNT HEREIN** **\$1,067.85**

**Thornton Grant Finnigan LLP**



Per: Grant B. Moffat

GST/HST No. 87042 1039RT0001 \*GST/HST Exempt

Matter No. 533-045

Invoice No. 37821

Date: Jan 25/22

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 35 of The Solicitor's Act, interest will be charged at the rate of 6:00 % per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.

**APPLICATION UNDER SUBSECTION 243(1) OF THE BANKRUPTCY AND INSOLVENCY ACT, R.S.C. 1985 C. B-3 AS AMENDED AND SECTION 101 OF THE COURTS OF JUSTICE ACT, R.S.O. 1990, C. C-43, AS AMENDED**  
**-and- TOOLPLAS SYSTEMS INC. AND TOOL PROCESSING SOLUTIONS INC.**

Applicant

Respondents

Court File No. CV-21-00658065-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

Proceedings commenced at Toronto

**TENTH BILL OF COSTS OF THE SOLICITORS  
TO THE COURT-APPOINTED RECEIVER**

**Thornton Grout Finnigan LLP**

TD West Tower, Toronto-Dominion Centre  
100 Wellington Street West, Suite 3200  
Toronto, ON M5K 1K7  
Tel: (416) 304-1616  
Fax: (416) 304-1313

**Grant B. Moffat (LSO# 32380L)**

Email: [gmoffat@tgf.ca](mailto:gmoffat@tgf.ca)  
Tel: (416) 304-0599

**Rachel Nicholson (LSO# 68348V)**

Email: [rnicholson@tgf.ca](mailto:rnicholson@tgf.ca)  
Tel: (416) 304-1153

Lawyers for the Court-appointed Receiver,  
Deloitte Restructuring Inc.



**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

BETWEEN:

**THE TORONTO-DOMINION BANK**

Applicant

- and -

**TOOLPLAS SYSTEMS INC. and TOOL PROCESSING SOLUTIONS INC.**

Respondents

**APPLICATION UNDER SUBSECTION 243(1) OF THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985 C. B-3 AS AMENDED AND SECTION 101 OF THE *COURTS OF JUSTICE ACT*, R.S.O. 1990, C. C-43, AS AMENDED**

**ELEVENTH BILL OF COSTS  
OF THE SOLICITORS TO THE COURT-APPOINTED RECEIVER**

**For the period ending January 31, 2022**

|           |  |      |     |
|-----------|--|------|-----|
| Jan-04-22 | Emails with respect to scheduling call with counsel to Toolplas Global;  | 0.20 | RN  |
| Jan-06-22 | Emails with respect to scheduling pre call with US counsel; attend conference call with K. Pullen and S. Greenbaum in advance of call with counsel to Global; review email from Global counsel; call with counsel to Global to discuss receivable owing; follow up call with K. Pullen and S. Greenbaum; review draft follow up email to G. Anderson and provide comments on same; | 1.40 | RN  |
| Jan-18-22 | Review update from Deloitte with respect to report to bank;  | 0.10 | RN  |
| Jan-26-22 | Review correspondence regarding remaining estate matters;  | 0.20 | GBM |
| Jan-31-22 | Review status of receivable collection;  | 0.20 | GBM |

| <b><u>Lawyer</u></b> | <b><u>Hours</u></b> | <b><u>Rate</u></b> | <b><u>Amount</u></b> |
|----------------------|---------------------|--------------------|----------------------|
| Grant B. Moffat      | 0.40                | \$1,000.00         | 400.00               |
| Rachel Nicholson     | 1.70                | \$675.00           | 1,147.50             |

**TOTAL FEE HEREIN**  
**HST (@13%) on Fees**

**\$1,547.50**  
**\$201.18**

**Total Fees and HST**

**\$1,748.68**

**OUR ACCOUNT HEREIN**

**\$1,748.68**

**Thornton Grout Finnigan LLP**



Per: Grant B. Moffat

GST/HST No. 87042 1039RT0001 \*GST/HST Exempt  
Matter No. 533-045  
Invoice No. 37882  
Date: Feb 22/22

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 35 of The Solicitor's Act, interest will be charged at the rate of 6:00 % per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.

**APPLICATION UNDER SUBSECTION 243(1) OF THE BANKRUPTCY AND INSOLVENCY ACT, R.S.C. 1985 C. B-3 AS AMENDED AND SECTION 101 OF THE COURTS OF JUSTICE ACT, R.S.O. 1990, C. C-43, AS AMENDED**  
**-and-**  
**THE TORONTO-DOMINION BANK**  
**TOOLPLAS SYSTEMS INC. AND TOOL PROCESSING SOLUTIONS INC.**

Applicant

Respondents

Court File No. CV-21-00658065-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

Proceedings commenced at Toronto

**ELEVENTH BILL OF COSTS OF THE SOLICITORS  
TO THE COURT-APPOINTED RECEIVER**

**Thornton Grout Finnigan LLP**

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100 Wellington Street West, Suite 3200  
Toronto, ON M5K 1K7  
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**Grant B. Moffat** (LSO# 32380L)

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Tel: (416) 304-0599

**Rachel A. Nicholson** (LSO# 68348V)

Email: [rnicholson@tgf.ca](mailto:rnicholson@tgf.ca)

Tel: (416) 304-1153

Lawyers for the Court-appointed Receiver,  
Deloitte Restructuring Inc.





**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

BETWEEN:

**THE TORONTO-DOMINION BANK**

Applicant

- and -

**TOOLPLAS SYSTEMS INC. and TOOL PROCESSING SOLUTIONS INC.**

Respondents

**APPLICATION UNDER SUBSECTION 243(1) OF THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985 C. B-3 AS AMENDED AND SECTION 101 OF THE *COURTS OF JUSTICE ACT*, R.S.O. 1990, C. C-43, AS AMENDED**

**TWELFTH BILL OF COSTS OF THE SOLICITORS TO THE  
COURT-APPOINTED RECEIVER**

**For the period ending October 14, 2022**

|           |  |      |     |
|-----------|--|------|-----|
| Oct-03-22 | Emails with respect to report and court motion for discharge; email to M. Magni with respect to seeking court time;  | 0.20 | RN  |
| Oct-04-22 | Emails with respect to court motion;   | 0.30 | RN  |
| Oct-06-22 | Email to A. Iqbal with respect to discharge motion; instructions to M. Magni with respect to same; emails with respect to motion date; emails with respect to fee affidavit; | 0.40 | RN  |
| Oct-10-22 | Review and revise report;  | 0.40 | GBM |
|           | Review and drafting Receiver's Third Report to the Court; draft Discharge Order; circulate documents to G. Moffat for review;  | 2.70 | RN  |
| Oct-11-22 | Review revised report and appointment order; correspondence with R. Nicholson;   | 0.30 | GBM |
|           | Review comments on draft report and revise same; revise draft order; emails with respect to same; circulate draft documents to Deloitte for review;                          | 0.80 | RN  |

| <u>Lawyer</u>                     | <u>Hours</u> | <u>Rate</u> | <u>Amount</u>             |
|-----------------------------------|--------------|-------------|---------------------------|
| Grant B. Moffat                   | 0.70         | \$1,000.00  | 700.00                    |
| Rachel Nicholson                  | 4.40         | \$675.00    | 2,970.00                  |
| <b>Total Fees</b>                 |              |             | <b><u>\$3,670.00</u></b>  |
| <b>Plus: Estimate to Complete</b> |              |             | <b><u>\$10,000.00</u></b> |
| <b>Total Fees Herein</b>          |              |             | <b><u>\$13,670.00</u></b> |
| <b>HST (@13%) on Fees</b>         |              |             | <b><u>\$1,777.10</u></b>  |
| <b>Total Fees and HST</b>         |              |             | <b><u>\$15,447.10</u></b> |
| <b>OUR ACCOUNT HEREIN</b>         |              |             | <b><u>\$15,447.10</u></b> |

**Thornton Grout Finnigan LLP**

Per: Grant B. Moffat

GST/HST No. 87042 1039RT0001 \*GST/HST Exempt

Matter No. 533-045

Invoice No. 38769

Date: Oct 18/22

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 35 of The Solicitor's Act, interest will be charged at the rate of 6:00 % per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.

**APPLICATION UNDER SUBSECTION 243(1) OF THE BANKRUPTCY AND INSOLVENCY ACT, R.S.C. 1985 C. B-3 AS AMENDED AND SECTION 101 OF THE COURTS OF JUSTICE ACT, R.S.O. 1990, C. C-43, AS AMENDED**  
**-and- TOOLPLAS SYSTEMS INC. AND TOOL PROCESSING SOLUTIONS INC.**  
**THE TORONTO-DOMINION BANK**

Applicant

Respondents

Court File No. CV-21-00658065-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

Proceedings commenced at Toronto

**TWELFTH BILL OF COSTS OF THE SOLICITORS  
TO THE COURT-APPOINTED RECEIVER**

**Thornton Grout Finnigan LLP**

TD West Tower, Toronto-Dominion Centre  
100 Wellington Street West, Suite 3200  
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**Grant B. Moffat** (LSO# 32380L)

Email: [gmoffat@tgf.ca](mailto:gmoffat@tgf.ca)

Tel: (416) 304-0599

**Rachel A. Nicholson** (LSO# 68348V)

Email: [rnicholson@tgf.ca](mailto:rnicholson@tgf.ca)

Tel: (416) 304-1153

Lawyers for the Court-appointed Receiver,  
Deloitte Restructuring Inc.

This is Exhibit “**B**” referred to in the Affidavit of Grant B. Moffat sworn remotely via video conference by GRANT B. MOFFAT from the City of Toronto, in the Province of Ontario, before me at the City of Toronto, in the Province of Ontario, on this 19<sup>th</sup> day of October, 2022, in accordance with *O. Reg. 431/20, Administering Oath or Declaration Remotely.*



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A Commissioner for taking affidavits

## **EXHIBIT “B”**

**Calculation of Average Hourly Billing Rates of  
Thornton Grout Finnigan LLP  
for the period June 1, 2021 to October 14, 2022**

| <b>Invoice #</b>   | <b>Fees</b> | <b>Disb.</b> | <b>HST</b> | <b>Total Hours</b> | <b>Average Hourly Rate</b> | <b>Total (Fees, Disb., HST)</b> |
|--|-------------|--------------|------------|--------------------|----------------------------|---------------------------------|
| Fourth Bill of Costs (up to and including June 30, 2021, Invoice #37075)       | \$35,860.00 | \$518.38     | \$4,667.57 | 57.50              | \$623.65                   | \$41,045.95                     |
| Fifth Bill of Costs (up to and including July 31, 2021, Invoice #37162)        | \$13,480.00 | 00.00        | \$1,752.40 | 21.40              | \$629.91                   | \$15,232.40                     |
| Sixth Bill of Costs (up to and including August 31, 2021, Invoice #37324)      | \$11,595.00 | \$378.10     | \$1,556.50 | 19.30              | \$600.78                   | \$13,529.60                     |
| Seventh Bill of Costs (up to and including September 30, 2021, Invoice #37394) | \$4,520.00  | \$347.34     | \$632.75   | 7.80               | \$579.49                   | \$5,500.09                      |
| Eighth Bill of Costs (up to and including October 31, 2021, Invoice #37593)    | \$1,795.00  | 00.00        | \$233.35   | 2.70               | \$664.81                   | \$2,028.35                      |
| Ninth Bill of Costs (up to and including November 30, 2021, Invoice #37694)    | \$1,825.00  | 00.00        | \$237.25   | 2.40               | \$760.42                   | \$2,062.25                      |
| Tenth Bill of Costs (up to and including December 31, 2021, Invoice #37821)    | \$945.00    | 00.00        | \$122.85   | 1.40               | \$675.00                   | \$1,067.85                      |

|   |                    |                   |                    |               |                 |                    |
|---|--------------------|-------------------|--------------------|---------------|-----------------|--------------------|
| Eleventh Bill of Costs (up to and including January 31, 2022, Invoice #37882) | \$1,547.50         | 00.00             | \$201.18           | 2.10          | \$736.90        | \$1,748.68         |
| Twelfth Bill of Costs (up to and including October 14, 2022, Invoice #38769)  | \$13,670.00*       | 00.00             | \$1,777.10         | 5.10          | \$719.60        | \$15,447.10        |
| <b>TOTALS:</b>  | <b>\$85,237.50</b> | <b>\$1,243.82</b> | <b>\$11,180.95</b> | <b>119.70</b> | <b>\$628.55</b> | <b>\$97,662.27</b> |

\* Includes \$10,000 - Estimate to Complete

This is Exhibit "C" referred to in the  
Affidavit of Grant B. Moffat sworn remotely via video  
conference by GRANT B. MOFFAT from the City of  
Toronto, in the Province of Ontario, before me at the City  
of Toronto, in the Province of Ontario, on this 19<sup>th</sup> day of  
October, 2022, in accordance with *O. Reg. 431/20,*  
*Administering Oath or Declaration Remotely.*



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A Commissioner for taking affidavits

## EXHIBIT “C”

### Billing Rates of Thornton Grout Finnigan LLP

For the period June 1, 2021 to December 31, 2021

|                          | <u>Position</u> | <u>Rate</u> | <u>Year of Call</u> |
|--------------------------|-----------------|-------------|---------------------|
| Grant B. Moffat          | Partner         | \$950       | 1991                |
| Rachel Bengino/Nicholson | Associate       | \$600       | 2015                |
| Roxana Manea             | Law Clerk       | \$300       |                     |
| Bobbie-Jo Brinkman       | Law Clerk       | \$300       |                     |

For the period January 1, 2022 to October 14, 2022

|                  | <u>Position</u> | <u>Rate</u> | <u>Year of Call</u> |
|------------------|-----------------|-------------|---------------------|
| Grant B. Moffat  | Partner         | \$1,000     | 1991                |
| Rachel Nicholson | Associate       | \$675       | 2015                |



**APPLICATION UNDER SUBSECTION 243(1) OF THE BANKRUPTCY AND INSOLVENCY ACT, R.S.C. 1985 C. B-3 AS AMENDED AND SECTION 101 OF THE COURTS OF JUSTICE ACT, R.S.O. 1990, C. C-43, AS AMENDED**  
**THE TORONTO-DOMINION BANK** -and- **TOOLPLAS SYSTEMS INC. AND TOOL PROCESSING SOLUTIONS INC.**

Applicant

Respondents

Court File No. CV-21-00658065-00CL

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**  
**COMMERCIAL LIST**  
Proceedings commenced at Toronto

**AFFIDAVIT OF GRANT B. MOFFAT**  
**Sworn October 19, 2022**

**Thornton Grout Finnigan LLP**

TD West Tower, Toronto-Dominion Centre  
100 Wellington Street West, Suite 3200  
Toronto, ON M5K 1K7  
Tel: (416) 304-1616  
Fax: (416) 304-1313

**Grant B. Moffat** (LSO# 32380L)

Email: [gmoffat@tgf.ca](mailto:gmoffat@tgf.ca)

Tel: (416) 304-0599

**Rachel Nicholson** (LSO# 68348V)

Email: [rnicholson@tgf.ca](mailto:rnicholson@tgf.ca)

Tel: (416) 304-1153

Lawyers for the Court-appointed Receiver,  
Deloitte Restructuring Inc.

APPLICATION UNDER SUBSECTION 243(1) OF THE BANKRUPTCY AND INSOLVENCY ACT, R.S.C. 1985 C. B-3 AS AMENDED AND SECTION 101 OF THE COURTS OF JUSTICE ACT, R.S.O. 1990, C. C-43, AS AMENDED

THE TORONTO-DOMINION BANK -and- TOOLPLAS SYSTEMS INC. AND TOOL PROCESSING SOLUTIONS INC.

Applicant

Respondents

Court File No. CV-21-00658065-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST

Proceedings commenced at Toronto

VJ KFF TGRQTV'QHFFGNQKVVGTGUTWEVWTRP 'RE0"  
F cvgf 'Qevqdt '46. '4244

**Thornton Grout Finnigan LLP**

TD West Tower, Toronto-Dominion Centre  
100 Wellington Street West, Suite 3200  
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**Rachel Nicholson (LSO# 68348V)**

Email: [rnicholson@tgf.ca](mailto:rnicholson@tgf.ca)  
Tel: (416) 304-1153

Lawyers for the Court-appointed Receiver,  
Deloitte Restructuring Inc.

# **TAB 3**

Draft Discharge Order

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

THE HONOURABLE MR. ) THURSDAY, THE 3RD  
 )  
JUSTICE OSBORNE ) DAY OF NOVEMBER, 2022

**IN THE MATTER OF Section 101 of the *Courts of Justice Act*, R.S.O. 1990 c.C.43, as amended, and in the matter of Section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended**

B E T W E E N:

**THE TORONTO-DOMINION BANK**

Applicant

- and -

**TOOLPLAS SYSTEMS INC. AND TOOL PROCESSING SOLUTIONS INC.**

Respondents

**DISCHARGE ORDER**

**THIS MOTION**, made by Deloitte Restructuring Inc. (“**Deloitte**”) in its capacity as the Court-appointed receiver and manager (the “**Receiver**”) of the undertaking, property and assets of Toolplas Systems Inc. and Tool Processing Solutions Inc. (together, the “**Debtors**”) for an order, among other things, (i) discharging Deloitte as Receiver upon the filing of the Discharge Certificate (as defined below), and (ii) approving the activities of the Receiver and fees of the Receiver and its counsel, was heard this day via judicial video conference.

**ON READING** the Third Report of the Receiver dated October 24, 2022 (the “**Third Report**”), the Fee Affidavit of Jordan Sleeth sworn October 21, 2022 (the “**Sleeth Affidavit**”), and the Fee Affidavit of Grant Moffat sworn October 19, 2022 (the “**Moffat Affidavit**”), and on hearing submissions from counsel to the Receiver, and counsel to those parties listed on the counsel list for today’s hearing, and no one else appearing for any other interested person, although duly served as evidenced by the Affidavit of Service of Rachel Nicholson sworn October 24, 2022, filed:

### **SERVICE**

1. **THIS COURT ORDERS** that the time for service and filing of the Notice of Motion and the Motion Record is hereby validated so that this Motion was properly returnable on today’s date, and hereby dispenses with further service thereof.

### **APPROVAL OF ACTIVITIES OF THE RECEIVER**

2. **THIS COURT ORDERS** that the Third Report and the activities, decisions and conduct of the Receiver as set out in the Third Report are hereby authorized and approved; provided, however, that only the Receiver, in its personal capacity and only with respect to its own personal liability, shall be entitled to rely upon or utilize in any way such approval.

3. **THIS COURT ORDERS** that the Receiver’s statements of interim receipts and disbursements for the period June 5, 2021 to September 30, 2022 and for the cumulative receivership period from March 3, 2021 to September 30, 2022, as set out in the Third Report, are hereby approved.

### **APPROVAL OF FEES OF THE RECEIVER AND ITS COUNSEL**

4. **THIS COURT ORDERS** that the professional fees and disbursements of the Receiver for the period June 1, 2021 to October 14, 2022 totalling \$312,513, including fees in the amount of \$251,889 (which includes estimated fees to the conclusion of the administration of the receivership proceedings in the amount of \$11,415), disbursements in the amount of \$24,672 and harmonized sales tax (“**HST**”) in the aggregate amount of \$35,953, as further set out in the Third

Report and the Sleeth Affidavit attached as Appendix “B” to the Third Report, are hereby approved.

5. **THIS COURT ORDERS** that the professional fees and disbursements of Thornton Grout Finnigan LLP, counsel to the Receiver, for the period between period June 1, 2021 to October 14, 2022 totalling \$97,662, including fees in the amount of \$85,238 (which includes estimated fees to the conclusion of the administration of the receivership proceedings in the amount of \$10,000), disbursements in the amount of \$1,244 and HST in the aggregate amount of \$11,181, as further set out in the Third Report and the Moffat Affidavit attached as Appendix “C” to the Third Report, are hereby approved.

#### **DISCHARGE OF RECEIVER**

6. **THIS COURT ORDERS** that upon completion of the Remaining Activities (as defined in the Third Report), and upon the Receiver filing a certificate in the form attached as Schedule “A” hereto (the “**Discharge Certificate**”) certifying that it has completed the Remaining Activities, the Receiver shall be discharged as Receiver of the undertaking, property and assets of the Debtors, provided however that notwithstanding its discharge herein (a) the Receiver shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership herein, and (b) the Receiver shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of Deloitte in its capacity as Receiver.

7. **THIS COURT ORDERS AND DECLARES** that Deloitte is hereby released and discharged from any and all liability that Deloitte now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of Deloitte while acting in its capacity as Receiver herein, save and except for any gross negligence or wilful misconduct on the Receiver's part. Without limiting the generality of the foregoing, Deloitte is hereby forever released and discharged from any and all liability relating to matters that were raised, or which could have been raised, in the within receivership proceedings, save and except for any gross negligence or wilful misconduct on the Receiver's part.

## UNSEALING

8. **THIS COURT ORDERS** that Confidential Appendices “1”, “2” and “3” to the First Report of the Receiver dated April 13, 2021, which were sealed pursuant to the Approval and Vesting Order granted by this Court on April 20, 2021 pending further order of this Court, are hereby unsealed and shall form part of the public record.

## GENERAL

9. **THIS COURT ORDERS** that this Order is effective from the date that it is made and is enforceable without any need for entry and filing.

10. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.

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**Schedule “A”  
Form of Discharge Certificate**

Court File No. CV-21-00658065-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

BETWEEN:

**THE TORONTO-DOMINION BANK**

Applicant

**TOOLPLAS SYSTEMS INC. AND TOOL PROCESSING SOLUTIONS INC.**

Respondents

**RECEIVER’S DISCHARGE CERTIFICATE**

**RECITALS**

A. Pursuant to an Order of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) dated March 3, 2021, Deloitte Restructuring Inc. was appointed as the receiver (the “**Receiver**”) of the undertaking, property and assets of Toolplas Systems Inc. and Tool Processing Solutions Inc. (together, the “**Debtors**”).

B. Pursuant to an Order of the Court dated November 3, 2022 (the “**Discharge Order**”), Deloitte Restructuring Inc. was to be discharged as Receiver of the Debtors to be effective upon the filing by the Receiver with the Court of a certificate confirming that all Remaining Activities (as defined and as described in the Third Report of the Receiver dated October 24, 2022 (the



“**Third Report**”) to be attended to in connection with the receivership have been completed to the satisfaction of the Receiver.

**THE RECEIVER CERTIFIES** the following:

- A. All Remaining Activities as described in the Third Report to be attended to in connection with the receivership of the Debtors have been completed to the satisfaction of the Receiver.
- B. This Certificate was filed by the Receiver with the Court on the \_\_\_ day of \_\_\_\_, 2022 at \_\_\_\_.

**Deloitte Restructuring Inc., solely in its capacity as Court-Appointed Receiver of Toolplas Systems Inc. and Tool Processing Solutions Inc. and not in its personal or corporate capacity**

Per: \_\_\_\_\_

Name: Jordan Sleeth

Title: Senior Vice-President

I have authority to bind the corporation.

APPLICATION UNDER SUBSECTION 243(1) OF THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985 C. B-3 AS AMENDED AND SECTION 101 OF THE *COURTS OF JUSTICE ACT*, R.S.O. 1990, C. C-43, AS AMENDED  
**THE TORONTO-DOMINION BANK** -and- **TOOLPLAS SYSTEMS INC. AND TOOL PROCESSING SOLUTIONS INC.**

Applicant

Respondents

Court File No. CV-21-00658065-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

Proceedings commenced at Toronto

**DISCHARGE ORDER**

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Lawyers for the Court-appointed Receiver

**APPLICATION UNDER SUBSECTION 243(1) OF THE BANKRUPTCY AND INSOLVENCY ACT, R.S.C. 1985 C. B-3 AS AMENDED AND SECTION 101 OF THE COURTS OF JUSTICE ACT, R.S.O. 1990, C. C-43, AS AMENDED  
-and-  
THE TORONTO-DOMINION BANK  
TOOLPLAS SYSTEMS INC. AND TOOL PROCESSING SOLUTIONS INC.**

Applicant

Respondents

Court File No. CV-21-00658065-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

Proceedings commenced at Toronto

**MOTION RECORD  
Returnable November 3, 2022**

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