

District of: Ontario
Division No. 08 - Waterloo
Court No. 35-124521
Estate No. 35-124521

FORM68
Notice of Bankruptcy, First Meeting of Creditors
(Subsection 102(1) of the Act)

Original Amended

In the matter of the bankruptcy of
2328709 LP
of the City of Waterloo, in the Province of Ontario

Take notice that:

1. 2328709 LP filed (or was deemed to have filed) an assignment on the 22nd day of May 2019, and the undersigned, Deloitte Restructuring Inc., was appointed as trustee of the estate of the bankrupt by the official receiver (or the Court), subject to affirmation by the creditors of the trustee's appointment or substitution of another trustee by the creditors.
2. The first meeting of creditors of the bankrupt will be held on the 6th day of June 2019, at 10:00 AM, at the office of Deloitte Restructuring Inc., at 195 Joseph St., Kitchener, ON, N2G 1J6.
3. To be entitled to vote at the meeting, a creditor must lodge with the trustee, before the meeting, a proof of claim and, where necessary, a proxy.
4. Enclosed with this notice is a proof of claim form, proxy form, and list of creditors with claims amounting to \$25 or more showing the amounts of their claims.
5. Creditors must prove their claims against the estate of the bankrupt in order to share in any distribution of the proceeds realized from the estate.

Dated at the City of Toronto in the Province of Ontario, this 28th day of May 2019.

Deloitte Restructuring Inc. - Licensed Insolvency Trustee


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

Fax: (416) 601-6690

District of: Ontario
Division No. 08 - Waterloo
Court No. 35-124521
Estate No. 35-124521

FORM 31
Proof of Claim
(Sections 50.1, 81.5, 81.6, Subsections 65.2(4), 81.2(1), 81.3(8), 81.4(8), 102(2), 124(2), 128(1),
and Paragraphs 51(1)(e) and 66.14(b) of the Act)

In the matter of the bankruptcy of
2328709 LP
of the City of Waterloo, in the Province of Ontario

All notices or correspondence regarding this claim must be forwarded to the following address:

In the matter of the bankruptcy of 2328709 LP of the of Waterloo in the Province of Ontario and the claim of _____, creditor.

I, _____ (name of creditor or representative of the creditor), of the city of _____ in the province of _____, do hereby certify:

1. That I am a creditor of the above named debtor (or I am _____ (position/title) of _____, creditor).

2. That I have knowledge of all the circumstances connected with the claim referred to below.

3. That the debtor was, at the date of bankruptcy, namely the 22nd day of May 2019, and still is, indebted to the creditor in the sum of \$ _____, as specified in the statement of account (or affidavit) attached and marked Schedule "A", after deducting any counterclaims to which the debtor is entitled. (The attached statement of account or affidavit must specify the vouchers or other evidence in support of the claim.)

4. (Check and complete appropriate category.)

A. UNSECURED CLAIM OF \$ _____

(other than as a customer contemplated by Section 262 of the Act)

That in respect of this debt, I do not hold any assets of the debtor as security and
(Check appropriate description.)

Regarding the amount of \$ _____, I claim a right to a priority under section 136 of the Act.

Regarding the amount of \$ _____, I do not claim a right to a priority.
(Set out on an attached sheet details to support priority claim.)

B. CLAIM OF LESSOR FOR DISCLAIMER OF A LEASE \$ _____

That I hereby make a claim under subsection 65.2(4) of the Act, particulars of which are as follows:
(Give full particulars of the claim, including the calculations upon which the claim is based.)

C. SECURED CLAIM OF \$ _____

That in respect of this debt, I hold assets of the debtor valued at \$ _____ as security, particulars of which are as follows:
(Give full particulars of the security, including the date on which the security was given and the value at which you assess the security, and attach a copy of the security documents.)

D. CLAIM BY FARMER, FISHERMAN OR AQUACULTURIST OF \$ _____

That I hereby make a claim under subsection 81.2(1) of the Act for the unpaid amount of \$ _____
(Attach a copy of sales agreement and delivery receipts.)

- E. CLAIM BY WAGE EARNER OF \$ _____
- That I hereby make a claim under subsection 81.3(8) of the Act in the amount of \$ _____.
- That I hereby make a claim under subsection 81.4(8) of the Act in the amount of \$ _____.
- F. CLAIM BY EMPLOYEE FOR UNPAID AMOUNT REGARDING PENSION PLAN OF \$ _____
- That I hereby make a claim under subsection 81.5 of the Act in the amount of \$ _____.
- That I hereby make a claim under subsection 81.6 of the Act in the amount of \$ _____.
- G. CLAIM AGAINST DIRECTOR \$ _____

(To be completed when a proposal provides for the compromise of claims against directors.)

That I hereby make a claim under subsection 50(13) of the Act, particulars of which are as follows:

(Give full particulars of the claim, including the calculations upon which the claim is based.)

- H. CLAIM OF A CUSTOMER OF A BANKRUPT SECURITIES FIRM \$ _____

That I hereby make a claim as a customer for net equity as contemplated by section 262 of the Act, particulars of which are as follows:

(Give full particulars of the claim, including the calculations upon which the claim is based.)

5. That, to the best of my knowledge, I _____ (am/am not) (or the above-named creditor _____ (is/is not)) related to the debtor within the meaning of section 4 of the Act, and _____ (have/has/have not/has not) dealt with the debtor in a non-arm's-length manner.

6. That the following are the payments that I have received from, and the credits that I have allowed to, and the transfers at undervalue within the meaning of subsection 2(1) of the Act that I have been privy to or a party to with the debtor within the three months (or, if the creditor and the debtor are related within the meaning of section 4 of the Act or were not dealing with each other at arm's length, within the 12 months) immediately before the date of the initial bankruptcy event within the meaning of Section 2 of the Act: (Provide details of payments, credits and transfers at undervalue.)

7. (Applicable only in the case of the bankruptcy of an individual.)

- Whenever the trustee reviews the financial situation of a bankrupt to redetermine whether or not the bankrupt is required to make payments under section 68 of the Act, I request to be informed, pursuant to paragraph 68(4) of the Act, of the new fixed amount or of the fact that there is no longer surplus income.

- I request that a copy of the report filed by the trustee regarding the bankrupt's application for discharge pursuant to subsection 170(1) of the Act be sent to the above address.

Dated at _____, this _____ day of _____.

Witness

Creditor

Phone Number: _____

Fax Number: _____

E-mail Address: _____

NOTE: If an affidavit is attached, it must have been made before a person qualified to take affidavits.

WARNINGS: A trustee may, pursuant to subsection 128(3) of the Act, redeem a security on payment to the secured creditor of the debt or the value of the security as assessed, in a proof of security, by the secured creditor.

Subsection 20(1) of the Act provides severe penalties for making any false claim, proof, declaration or statement of account.

Instructions To Creditors

Proof of Claim form

General

Creditors are required to file their claims with the Trustee prior to the time appointed for the meeting of creditors in order to be eligible to vote.

The proper name of the claimant and its complete address, to which all notices or correspondence are to be forwarded, must be shown.

The proof of claim form must be completed by a person, not by a corporation. The person completing the proof of claim form on behalf of a corporation shall indicate his official capacity, such as "Credit Manager", "Secretary", "Authorized Agent", etc.

A proper proof of claim must be supported by a Statement of Account, marked "A", providing details, such as date, invoice numbers and amounts owing, the total of which agrees with the amount indicated on the claim.

All sections of the proof of claim must be completed. Any non-applicable wording should be crossed out.

The signature of the creditor or declarant on the claim must be witnessed.

Paragraph 3

A detailed statement of account must be attached to the proof of claim and must show the date, the number and the amount of all the invoices or charges, together with the date, the number and the amount of all credits or payment. A statement of account is not complete if it begins with an amount brought forward.

Paragraph 4

The individual completing the proof of claim must strike out those subsections which do not apply. The priority referred to in subsection C a landlord for rent arrears and acceleration rent, if included in the lease, municipalities, if their claims are not a charge against title, and departments of federal and provincial governments.

All Secured Creditors must attach to their proofs of claim, a certified true copy of their security documents and details of registration.

Paragraph 5

All claimants must indicate whether or not they are related to the debtor, as defined by The Bankruptcy & Insolvency Act, by striking out "ARE" or "ARE NOT".

Paragraph 6

All claimants must attach a detailed list of all payments or credits received or granted, as follows:

- a) within the three (3) months preceding the bankruptcy or the proposal, in the case where the claimant and the debtor are not related.
- b) within the twelve (12) months preceding the bankruptcy or proposal, in the case where the claimant and the debtor are related.

Voting/Proxy

Any unsecured creditor may vote in person or by proxy, but when a proxy is attending the meeting, he must be so appointed by the creditor. When the creditor is a corporation, the person attending the meeting of the creditors, including the declarant, must be appointed proxy by an officer of the corporation having status to make such an appointment.

Note

Section 201(1) of The Bankruptcy & Insolvency Act states: "Where a creditor, or a person claiming to be a creditor, in any proceedings under this Act, wilfully and with intent to defraud, makes any false claim or any proof, declaration or statement of account, that is untrue in any material particular, he is guilty of an offence and is liable on summary conviction to a fine not exceeding one thousand dollars, or to imprisonment for a term not exceeding one year, or both."

Deloitte Restructuring Inc.
Attention: Graham Page
Bay Adelaide East
8 Adelaide Street West, Suite 200
Toronto, Ontario M5H 0A9
Telephone: (416) 874-3539
Fax : (416) 601-6690

District of: Ontario
Division No. 08 - Waterloo
Court No. 35-124521
Estate No. 35-124521

FORM 36
Proxy
(Subsection 102(2) and paragraphs 51(1)(e) and 66.15(3)(b) of the Act)

In the matter of the bankruptcy of
2328709 LP
of the City of Waterloo, in the Province of Ontario

I, _____, of _____, a creditor in the above matter, hereby
appoint _____, of _____, to be
my proxyholder in the above matter, except as to the receipt of dividends, _____ (with or without)
power to appoint another proxyholder in his or her place.

Dated at _____, this _____ day of _____, _____.

Witness

Individual Creditor

Witness

Name of Corporate Creditor

Per _____
Name and Title of Signing Officer

Return To:

Deloitte Restructuring Inc. - Licensed Insolvency Trustee

Bay Adelaide East
8 Adelaide Street West, Suite 200
Toronto ON M5H 0A9
Phone: (416) 601-6072 Fax: (416) 601-6690

District of: Ontario
 Division No. 05 - London
 Court No.
 Estate No.

Original Amended


-- Form 78 --
 Statement of Affairs (Business Bankruptcy) made by an entity
 (Subsection 49(2) and Paragraph 158(d) of the Act / Subsections 50(2) and 62(1) of the Act)
 In the matter of the bankruptcy of
 2328709 LP
 of the City of Waterloo, in the Province of Ontario

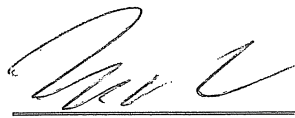
To the bankrupt:
 You are required to carefully and accurately complete this form and the applicable attachments showing the state of your affairs on the date of the bankruptcy, on the 13th day of May 2019. When completed, this form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

LIABILITIES (as stated and estimated by the officer)	ASSETS (as stated and estimated by the officer)
1. Unsecured creditors as per list "A" <u>13,293,002.26</u>	1. Inventory <u>0.00</u>
Balance of secured claims as per list "B" <u>100,377,876.00</u>	2. Trade fixtures, etc. <u>0.00</u>
Total unsecured creditors <u>113,670,878.26</u>	3. Accounts receivable and other receivables, as per list "E"
2. Secured creditors as per list "B" <u>1.00</u>	Good <u>0.00</u>
3. Preferred creditors as per list "C" <u>0.00</u>	Doubtful <u>0.00</u>
4. Contingent, trust claims or other liabilities as per list "D"	Bad <u>0.00</u>
estimated to be reclaimable for <u>0.00</u>	Estimated to produce <u>0.00</u>
Total liabilities <u>113,670,879.26</u>	4. Bills of exchange, promissory note, etc., as per list "F" ... <u>0.00</u>
Surplus <u>NIL</u>	5. Deposits in financial institutions <u>0.00</u>
	6. Cash <u>1.00</u>
	7. Livestock <u>0.00</u>
	8. Machinery, equipment and plant <u>0.00</u>
	9. Real property or immovable as per list "G" <u>0.00</u>
	10. Furniture <u>0.00</u>
	11. RRSPs, RRIFs, life insurance, etc. <u>0.00</u>
	12. Securities (shares, bonds, debentures, etc.) <u>0.00</u>
	13. Interests under wills <u>0.00</u>
	14. Vehicles <u>0.00</u>
	15. Other property, as per list "H" <u>0.00</u>
	If bankrupt is a corporation, add:
	Amount of subscribed capital <u>0.00</u>
	Amount paid on capital <u>0.00</u>
	Balance subscribed and unpaid <u>0.00</u>
	Estimated to produce <u>0.00</u>
	Total assets <u>1.00</u>
	Deficiency <u>113,670,878.26</u>

I, Marko Alanne, of the City of Waterloo in the Province of Ontario, do swear (or solemnly declare) that this statement and the attached lists are to the best of my knowledge, a full, true and complete statement of my affairs on the 13th day of May 2019 and fully disclose all property of every description that is in my possession or that may devolve on me in accordance with the Act.

SWORN (or SOLEMNLY DECLARED)
 before me at the City of Toronto in the Province of Ontario, on this 13th day of May 2019.





 Marko Alanne



No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
1	204 EMPLOYEES	TERMINATION AND SEVERANCE PAY N/A - N/A	4,643,219.00	0.00	4,643,219.00
2	407 EXPRESS TOLL ROU	P.O. BOX 407, STATION D SCARBOROUGH ON M1R5J8	184.01	0.00	184.01
3	ACKLANDS-GRAINER	PO BOX 3970 WINNIPEG MB R3C4B5	741.30	0.00	741.30
4	ADVANTAGE ERGONOMICS	5420 ERB ST W SUITE 202 WATERLOO ON N2L6K6	3,860.65	0.00	3,860.65
5	AIR LIQUIDE CANADA 1	8316 NORTH SERVICE ROAD BURLINGTON ON L7R6T1	16,066.87	0.00	16,066.87
6	ALLSTREAM BUSINESS 1	C/O 74622, P.O. BOX 4622, STN "A" TORONTO ON M9W0J9	413.34	0.00	413.34
7	ALLSTREAM BUSINESS 1	C/O 74622, P.O. BOX 4622, STN "A" TORONTO ON M9W0J9	30.44	0.00	30.44
8	APEX PRE-EMPLOYMENT	SERVICES PO BOX 69948, 1900 KING ST. E. HAMILTON ON L8K6R4	111.87	0.00	111.87
9	AQUAFIL USA (YARN)	1 AQUAFIL DRIVE CARTERSVILLE GA 30120 USA	1,768,495.70	0.00	1,768,495.70
10	ASTRON SPECIALTY MET	30 DURWARD PLACE WATERLOO ON N2L4E4	881.40	0.00	881.40
11	AVR WELDING (1977) L	406 HARMONY ROAD AYR ON N0B7E0	36,376.97	0.00	36,376.97
12	BASF CANADA INC.	P.O. BOX 15248, STATION A TORONTO ON M5W1C1	518,656.39	0.00	518,656.39
13	BEATTIES BASICS	989 VANSIGALE ROAD, PO BOX 30065 RPO RIDLEY SQ. ST. CATHARINES ON L2S4A1	299.26	0.00	299.26
14	BELL CANADA	P.O. BOX 5400, STN DON MILLS NORTH YORK ON M2C3T3	568.74	0.00	568.74
15	BLACK AND WHITE ROOF	61 SHIRLEY AVE. KITCHENER ON N2B2E2	1,808.00	0.00	1,808.00
16	BOLTS PLUS	7100 TORBRAM ROAD MISSISSAUGA ON L4T4B5	1,124.39	0.00	1,124.39
17	CANADA COLORS & CHEM	175 BLOOR ST. E. SUITE 1300, NORTH TOWER TORONTO ON M4W3R8	0.00	0.00	0.00
18	CANON CANADA INC.	LOCKBOX 914820, PO BOX 4090 STN A TORONTO ON M5W0E9	1,889.76	0.00	1,889.76
19	CANSEW INC	111 CHARABEL COW MONTREAL QC H2Y1C9	876.52	0.00	876.52
20	CARD MONROE CORPORAT	P.O. BOX 27 HIVSON TN 97343 USA	12,336.79	0.00	12,336.79
21	CITRON HYGIENE LP	15 CHARTERHOUSE CRES. LONDON ON N6W5V9	2,093.34	0.00	2,093.34
22	CITY ELECTRIC SUPPLY	663 COLBY DRIVE WATERLOO ON N2V1C2	5,595.90	0.00	5,595.90
23	CITY OF WATERLOO	REVENUE SERVICES, 100 REGINA ST. S. PO BOX 337 WATERLOO ON N2J4A8	70,067.76	0.00	70,067.76

13-May-2019

Date



Marko Alamine

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
24	CONTRANS TANK GROUP	665 ATHLONE AVE, PO BOX 1571 WOODSTOCK ON N4S1N7	33,068.08	0.00	33,068.08
25	CRAWFORD PACKAGING	3036 PAGE ST. LONDON ON N5V4P2	1,822.03	0.00	1,822.03
26	CUSTOM GRAPHICS	228 SPRINGDALE ROAD DALTON GA 30721 USA	1,970.65	0.00	1,970.65
27	DIRECT PACKAGING	PO BOX 774 DALTON GA 30722 USA	32,910.00	0.00	32,910.00
28	DOCUMENT IMAGING PAR	260 WOODWICK ST. S., UNIT 600 BRESLAU ON N0B7M0	368.68	0.00	368.68
29	DOWNUNDA	290 PROQUESTON RD. CARLISLE ON L0R1H1	1,779.75	0.00	1,779.75
30	DULLX PAINT	408 WEBER STREET NORTH WATERLOO ON N2J4M6	287.00	0.00	287.00
31	DYNAMIC MECHANICAL	87 EARL MARTIN DRIVE ELMIRA ON N3B3L4	6,312.27	0.00	6,312.27
32	EMERGENCY CARE INSTR	SERVICES PO BOX 98, 241 MAIN STREET SOUTH WATERFORD ON N0E1Y0	271.20	0.00	271.20
33	ENVIRONMENTAL TONER	248 GATWICK DR CAKVILLE ON L6T7K3	1,141.57	0.00	1,141.57
34	ESICO LLC	P.O. BOX 1769 DALTON GA 30722 USA	343.45	0.00	343.45
35	EVERDING FIRE PROTEC	270 MILL STREET KITCHENER ON N2M3R5	2,381.78	0.00	2,381.78
36	FEDERAL EXPRESS	PO BOX 4628 STATION A TORONTO ON M5W5B4	35.32	0.00	35.32
37	FRANKLIN EMPIRE INC.	350 CARLINGVIEW DRIVE TORONTO ON M2W5G6	1,218.55	0.00	1,218.55
38	GEO H. YOUNG & CO. L	853-857 OWEN RD AVE. WINNIPEG MB R2S6H8	15,183.18	0.00	15,183.18
39	GLOBAL INDUSTRIAL CA	C/O TH1216, P.O. BOX 4290, STATION A TORONTO ON M9W0E1	824.83	0.00	824.83
40	GRAND RIVER PERSONNE	842 VICTORIA ST. N., UNIT 16 KITCHENER ON N2B3C1	29,865.03	0.00	29,865.03
41	GRAYBAR ELECTRIC (ON	P.O. BOX 1000 KITCHENER ON N2G4E8	3,168.34	0.00	3,168.34
42	GROCERY GATEWAY	8800 HUNTINGTON ROAD VAUGHAN ON L4H3M6	2,227.92	0.00	2,227.92
43	HAKIM OPTICAL LABORA	3430 LAWRENCE AVE EAST SCARBOROUGH ON M1H1A9	982.20	0.00	982.20
44	HOLIDAY INN EXPRESS	WATERLOOST JACOBS, 14 BENJAMIN ROAD WATERLOO ON N2V2J9	2,531.04	0.00	2,531.04
45	HUNTER STEEL SALES	107 ARROW ROAD GUELPH ON N1K1S9	646.23	0.00	646.23
46	HUNTSMAN	1600 30TH AVE. LACHINE QC H8T2V5	14,062.86	0.00	14,062.86
47	IBEC MACHINE KNIFE L	153 SANDHILL DRIVE UNITS 2 & 3 ANCASTER ON L9G4V5	223.74	0.00	223.74

13-May-2019

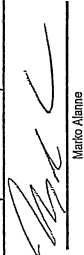
Date



Marko Alamine

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
48	IMPERIAL COFFEE AND LONDON ON N6L1P6	4105 BLAISE RD. LONDON ON N6L1P6	3,084.48	0.00	3,084.48
49	INDEPENDENT TEXTILE	1633 MURRAY AVE. DALTON GA 30722 USA	197.46	0.00	197.46
50	INDUSTRIAL HYDRAULIC	105 RANDALL DRIVE UNIT 1 WATERLOO ON N2V2C5	516.84	0.00	516.84
51	INSIGHT CANADA INC.	PO BOX 16320 STATION A TORONTO ON M5W1C1	9,805.94	0.00	9,805.94
52	JENNIFER LAVALLEE	666202 OLD HWY 2, RR5 WOODSTOCK ON N4S7V9	1,500.00	0.00	1,500.00
53	JOHN RUTLEDGE	181 SUMPOINT CR WATERLOO ON N2M1T6	2,269.45	0.00	2,269.45
54	KAITING'S BEARINGS	185 TURNBULL COURT CAMBRIDGE ON N1T1A1	3,024.58	0.00	3,024.58
55	KPMG LLP, 74348	PO BOX 4346, STATION A TORONTO ON M5W1A6	72,757.25	0.00	72,757.25
56	LEE HECHT HARRISON	KNIGHTSBRIDGE CORP., C/O 917790 PO BOX 4890 STN A TORONTO ON M5W1E9	19,289.51	0.00	19,289.51
57	LINDE CANADA LIMITED	P.O. BOX 16687, STATION A TORONTO ON M5W1C1	441.84	0.00	441.84
58	MACK REPAIR MAN INC.	565 KING ST E KITCHENER ON N2G4M1	180.78	0.00	180.78
59	MARKS SUPPLY INC.	310 ARNOLD STREET KITCHENER ON N2H8E9	437.47	0.00	437.47
60	MATHEWS, DINGSOLE &	88C CENTRE, SUITE 3800, 155 WELLINGTON ST. WEST, TORONTO ON M5V3H1	996.66	0.00	996.66
61	MATTEX USA LLC	3837 OLD FEDERAL ROAD CHATTWOORTH, GA 30705 USA	185,916.28	0.00	185,916.28
62	MAXSYS ATLANTIC	173 DALHOUSIE ST. OTTAWA ON K1N7C7	207,182.35	0.00	207,182.35
63	MC DOUGALL SIGNS INC	31 WEBER STREET NORTH WATERLOO ON N2L8G5	22.60	0.00	22.60
64	MCMASTER-CARR SUPPLY	P.O. BOX 7690 CHICAGO IL 60680 USA	13,127.05	0.00	13,127.05
65	METAL CRAFTERS, INC.	50 PANNELL DRIVE PO BOX 451 CHATTSWORTH GA 30705 USA	652.37	0.00	652.37
66	METROPOLITAN PUMP CO	693 COLBY DRIVE WATERLOO ON N2V1A1	158.20	0.00	158.20
67	MICROSOFT CORPORATION	PO BOX 642103 DALLAS TX 75282 USA	739.55	0.00	739.55
68	MIKE IGO	47 LORLEE CRESCENT KITCHENER ON N2V2J2	5,685.20	0.00	5,685.20
69	MILLER THOMSON LLP	ACCELERATOR BUILDING, 285 HAGEY BLVD. SUITE 300 WATERLOO ON N2L8R5	17,252.39	0.00	17,252.39
70	MISTER SAFETY SHOES	2800 FINCH AVE WEST SUITE 6 TORONTO ON M8W2Y3	833.53	0.00	833.53

13-May-2019
 Date



Marko Alenne

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
71	MOORE CANADA	P.O. BOX 4975, STATION A, DEPT 400011 TORONTO ON M5W0J3	4,444.16	0.00	4,444.16
72	MORGAN-LEE SUPPLY	2590 AUBURN ROAD DALTON GA 30721 USA	126.77	0.00	126.77
73	MOTION CANADA 'LOU'	P.O. BOX 8046, POSTAL STATION A TORONTO ON M6R3N6	1,192.41	0.00	1,192.41
74	NOVEXCO	75 TIVERTON COURT, SUITE 102 MARKHAM ON L3R9M6	316.63	0.00	316.63
75	NYLENE CANADA INC.	200 MCNAM STREET ARNPRIOR ON K7S3P2	73,628.38	0.00	73,628.38
76	ONNOVA SOLUTIONS INC	25435 HARVARD ROAD BEACHWOOD OH 44122 USA	389,636.33	0.00	389,636.33
77	OMYA ST. ARMAND LTD.	PO BOX 2642, POSTAL STATION A TORONTO ON M6W2X8	72,665.56	0.00	72,665.56
78	PERFECT IMAGE PROPER	MAINTENANCE, 63 MCINTYRE PLACE KITCHENER ON N2K1J5	16,950.00	0.00	16,950.00
79	PERPETUAL MACHINE DI	P.O. BOX 741683 ATLANTA GA 30374 USA	2,911.35	0.00	2,911.35
80	PETALS & POTS INC.	725 OTTAWA ST. S. KITCHENER ON N2E8H6	465.20	0.00	465.20
81	PHARR YARNS LLC, 60	LOCKBOX 402444, 6000 FELDWOOD RD. COLLEGE PARK GA 30349 USA	2,772,597.03	0.00	2,772,597.03
82	PHOENIX CHEMICAL CO	202 BEE ROAD CALHOORN GA 30701 USA	23,979.54	0.00	23,979.54
83	PITA PIT	38 NORTHFIELD DRIVE E. WATERLOO ON N2L8A1	117.80	0.00	117.80
84	PROAX TECHNOLOGIES L	3395-JOHNPRATT LAVAL QC H7P0C9	160.70	0.00	160.70
85	PROGRESSIVE MACHIN	75 BATHURST DRIVE WATERLOO ON N2V1N2	228.83	0.00	228.83
86	PROPEX INC.	PO BOX 57357-STATION A TORONTO ON M5W6M5	406,154.22	0.00	406,154.22
87	PVS BENSON	1012 GORE ROAD FREETON ON L0R1K0	1,281.42	0.00	1,281.42
88	RALSTON METAL PRODU	50 WATSON RD. S. GUELPH ON N1L1E2	2,651.66	0.00	2,651.66
89	RED ASH CAPITAL PARTNERS II LIMITED PARTNERSHIP	80 NEW BOND STREET London W1S 1SB United Kingdom	- 0.00	100,377,876.00	100,377,876.00
90	ROSEDALE TRANSPORT	6645 INVADER CRESCENT MISSISSAUGA ON L5T2B7	17,887.44	0.00	17,887.44
91	ROYAL ADHESIVES & SE	KEY BANK, PO BOX 71886 CINCINNATI OH 45271 USA	36,237.66	0.00	36,237.66
92	RUBBERLINE PRODUCTS	PO BOX 336 KITCHENER ON N2G3Y9	212.09	0.00	212.09
93	SAFETY-KLEEN CANADA	P.O. BOX 16221, STATION A TORONTO ON M5W1C1	43,295.69	0.00	43,295.69
94	SELLERS OF AMERICA L	P.O. BOX 1942 DALTON GA 30722 USA	7,846.03	0.00	7,846.03

13-May-2019
 Date

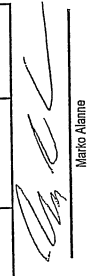


Marko Alenne

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
119	VALVE-IN-CHAM INC.	5100 SOUTH SERVICE ROAD, UNIT 181 BURLINGTON ON L7L6M5	2,652.26	0.00	2,652.26
120	VFD SOLUTIONS INC.	165 LEXINGTON COURT, UNIT 4 WATERLOO ON N2H4R3	1,071.24	0.00	1,071.24
121	W.H. LUBRICANTS LTD.	165 FROBISHER DR. WATERLOO ON N2V2E6	2,636.48	0.00	2,636.48
122	WALAX EQUIPMENT	PO BOX 11760 DEP 28, SUCCURSIALE CENTRE-VILLE MONTREAL QC H3C0C4	45,824.03	0.00	45,824.03
123	WASTE MANAGEMENT	PO BOX 4285, STATION A TORONTO ON M8R6L4	13,071.57	0.00	13,071.57
124	WATER SMART SYSTEMS	14-105 LEXINGTON ROAD WATERLOO ON N2H4R7	2,090.50	0.00	2,090.50
125	WEBER SUPPLY COMPANY	1830 STRASBURG ROAD KITCHENER ON N2H1E9	249.45	0.00	249.45
126	WESTBURNE ONTARIO	DIV OF REVEL CANADA ELECTRICAL, P.O. BOX 1220 STN B MISSISSAUGA ON L4Y3W5	3,664.75	0.00	3,664.75
127	WHITE LAMB FINLAY IN	107 WOODBINE DOWNS BLVD., UNIT 10 TORONTO ON M8W6Y1	2,133.88	0.00	2,133.88
128	WINDSOR FACTORY SUPP	P.O. BOX 2100, 730 NORTH SERVICE ROAD WINDSOR ON N9H4K7	9,552.21	0.00	9,552.21
129	WORKPLACE SAFETY & I	BOARD, P.O. BOX 4116 STATION A TORONTO ON M8W2V3	85,431.99	0.00	85,431.99
130	YIHUA BONAARY YARNS &	PLATANENLAAN 72 8530 HAPPELBEKE BELGIUM	468,416.30	0.00	468,416.30
131	ZOOM VIDEO COMMUNICA	55 ALMADEN BLVD., SUITE 600 SAN JOSE CA 95113 USA	2,036.34	0.00	2,036.34
Total:			13,283,002.26	100,377,875.00	113,670,878.26


 Mario Alamine

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
95	SOLARWINDS	PO BOX 730770 DALLAS TX 75373 USA	5,031.23	0.00	5,031.23
96	SONOCO CANADA CORP	P.O. BOX 2663, STN A TORONTO ON M8W2Y7	57,780.56	0.00	57,780.56
97	SOWA TOOL AND MACHIN	500 WAINTOU DRIVE KITCHENER ON N2G1L3	80.68	0.00	80.68
98	SPRUCECREST ENTERPRI	1539 THREE BRIDGES RD. ST JACOBS ON N8B2N0	135.60	0.00	135.60
99	SUEZ WATER TECHNOLOG	TECH. SOLUTIONS CANADA, PO BOX 7438 POSTAL STATION A TORONTO ON M5W3C1	1,406.06	0.00	1,406.06
100	SUMMIT PACKAGING, IN	PO BOX 287 DALTON GA 30722 USA	33,541.87	0.00	33,541.87
101	SWAN DUST CONTROL LT	35 UNIVERSITY AVE E WATERLOO ON N2A2F9	151.56	0.00	151.56
102	SYNTEC INDUSTRIES IN	DEPT# 1631, P.O. BOX 11407 BIRMINGHAM AL 35246 USA	825,166.29	0.00	825,166.29
103	TELU COMMUNICATIONS	PO BOX 7815 VANCOUVER BC V6B8N9	1,239.12	0.00	1,239.12
104	TENACUP LIMITED	2555 AUT. TRANSCANADIENNE SENVILLE QC H9X3L7	2,609.47	0.00	2,609.47
105	TEXTILE & INDUSTRIAL	403 WATKINS DRIVE, P.O. BOX 768 DALTON GA 30721 USA	31.59	0.00	31.59
106	TEXTILE COATING	PO BOX 1788 DALTON GA 30722 USA	4,630.70	0.00	4,630.70
107	TOTAL AUTO SERVICE	603 COLBY DRIVE, UNIT 1 WATERLOO ON N2Y1A1	1,975.68	0.00	1,975.68
108	TRADE-MARK INDUSTRIA	250 ROYAL OAK ROAD CAMBRIDGE ON N2E0M4	13,396.78	0.00	13,396.78
109	TRAFALGAR EQUIPMENT	863 REGIONAL RD 97 FLAMBOROUGH ON N0B2J0	1,689.35	0.00	1,689.35
110	TRI-TEX CO. INC.	1004, BOUL INDUSTRIEL ST-ELSTACHE QC J7R6C3	85,307.18	0.00	85,307.18
111	TUBEFT INCORPORATED	260 GALAXY BLVD. TORONTO ON M8H6R8	334.39	0.00	334.39
112	TYCO INTEGRATED SECU	40 SHEPPARD AVE WEST TORONTO ON M2N6R9	4,995.66	0.00	4,995.66
113	ULINE CANADA CORPORA	BOX 3600, RFO STREETSVILLE MISSISSAUGA ON L5M0S9	2,259.92	0.00	2,259.92
114	UNION GAS LIMITED	PAYMENT PROCESSING, PO BOX 2001 CHATHAM ON N7M5M1	78,643.45	0.00	78,643.45
115	UNITED RENTALS OF CA	CO 76398, POSTAL STATION A TORONTO ON M8H6E9	2,055.01	0.00	2,055.01
116	UNITED TAXI LIMITED	160 VICTORIA STREET NORTH KITCHENER ON N2H3C6	65.90	0.00	65.90
117	UPS CANADA 0564E6	PO BOX 4900 STATION A TORONTO ON M6W0A7	19,086.88	0.00	19,086.88
118	UPS CANADA 0568W2	P.O. BOX 4600 STATION A TORONTO ON M5W0A7	1,124.41	0.00	1,124.41


 Mario Alamine

District of: Ontario
 Division No. 05 - London
 Court No.
 Estate No.

FORM 78 - Continued

List "B"
 Secured Creditors

232709 LP

No.	Name of creditor	Address	Amount of claim	Particulars of security	When given	Estimated value of security	Estimated surplus from security	Balance of claim
1	RED ASH CAPITAL PARTNERS II LIMITED PARTNERSHIP	80 NEW BOND STREET London W1S 1SB United Kingdom	100,377,877.00	Cash on Hand - BMO		1.00		100,377,876.00
			Total:			1.00	0.00	100,377,876.00

13-May-2019
 Date

MAA
 Mario Alame

District of: Ontario
 Division No. 05 - London
 Court No.
 Estate No.

FORM 78 - Continued

List "C"
 Preferred Creditors for Wages, Rent, etc.

232709 LP

No.	Name of creditor	Address and occupation	Nature of claim	Period during which claim accrued	Amount of claim	Amount payable in full	Difference ranking for dividend
				Total:	0.00	0.00	0.00


13-May-2019
 Date

MAA
 Mario Alame

District of: Ontario
 Division No. 05 - London
 Court No.
 Estate No.

FORM 78 - Continued
 List "D"
 Contingent or Other Liabilities
 2328708 LP

No.	Name of creditor or claimant	Address and occupation	Amount of liability or claim	Amount expected to rank for dividend	Date when liability incurred	Nature of liability
Total:			0.00	0.00		

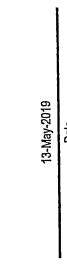

 Marko Alaine

13-May-2019
 Date

District of: Ontario
 Division No. 05 - London
 Court No.
 Estate No.

FORM 79 - Continued
 List "E"
 Debts Due to the Bankrupt
 2328709 LP

No.	Name of debtor	Address and occupation	Nature of debt	Amount of debt (good, doubtful, bad)	Folio of ledgers or other book where particulars to be found	When contracted	Estimated to produce	Particulars of any securities held for debt
Total:				0.00			0.00	


 Marko Alaine

13-May-2019
 Date

District of: Ontario
 Division No. 05 - London
 Court No.
 Estate No.

FORM 78 - Continued

List "F"
 Bills of Exchange, Promissory Notes, Lien Notes, Chattel
 Mortgages, etc., Available as Assets

No.	Name of all promissory, acceptors, endorsers, mortgagors, and guarantors	Address	Occupation	Amount of bill or note, etc.	Date when due	Estimated to produce	Particulars of any property held as security for payment of bill or note, etc.
Total:							0.00

District of: Ontario
 Division No. 05 - London
 Court No.
 Estate No.

FORM 79 - Continued

List "G"
 Real Property or Immovables Owned by Bankrupt

Description of property	Nature of bankruptcy interest	In whose name does title stand	Total Value	Particulars of mortgages, hypoteces, or other encumbrances (family, address, amount)	Equity or surplus
Total:			0.00		0.00

13-May-2019
 Date


 Mario Atame

13-May-2019
 Date


 Mario Atame

District of Ontario
 Division No. 05 - London
 Court No.
 Estate No.

FORM 78 - Concluded

List "F"
 Property
 2328709 LP

FULL STATEMENT OF PROPERTY

Nature of property	Location	Details of property	Original cost	Estimated to produce
(a) Stocks/securities			0.00	0.00
(b) Trade fixtures, etc.			0.00	0.00
(c) Cash in financial institutions			0.00	0.00
(d) Cash on hand		Cash on hand	1.00	1.00
(e) Livestock			0.00	0.00
(f) Machinery, equipment and plant			0.00	0.00
(g) Furniture			0.00	0.00
(h) Life insurance policies, RRSPs, etc.			0.00	0.00
(i) Securities			0.00	0.00
(j) Interests under wills, etc.			0.00	0.00
(k) Vehicles			0.00	0.00
(l) Taxes			0.00	0.00
(m) Other			0.00	0.00
Total:			1.00	1.00

Court No.
 File No.

In the matter of the bankruptcy of
 2328709 LP
 of the City of Waterloo, in the Province of Ontario

Form 78 (Bill C-12)
 Statement of affairs (Business bankruptcy)

Deloitte Restructuring Inc. - Licensed Insolvency
 Trustee

Bay Adelaide East
 8 Adelaide Street West, Suite 200
 Toronto, ON M5H 0A9
 Phone: (416) 607-6072 Fax: (416) 607-6690

13-May-2019
 Date


 Marie-Anne



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

CANADA, DISTRICT OF ONTARIO
DIVISION No.: 08 - Waterloo
COURT No.: 2328708 LP: 35-124520
2328709 LP: 35-124521
Strudex LP: 35-124522
ESTATE No.: 2328708 LP: 35-124520
2328709 LP: 35-124521
Strudex LP: 35-124522

Tel: (416) 354-0883
Fax: (416) 601-6690
kraus@deloitte.ca
www.deloitte.ca

IN THE MATTER OF THE BANKRUPTCIES OF: **2328708 LP**, a Partnership formed under the laws of Ontario, having its head office at 65 Northfield Dr W, Waterloo, ON, N2L 0A8

2328709 LP, a Partnership formed under the laws of Ontario, having its head office at 65 Northfield Dr W, Waterloo, ON, N2L 0A8

Strudex LP, a Partnership formed under the laws of Ontario, having its head office at 65 Northfield Dr W, Waterloo, ON, N2L 0A8

Bankrupts

– and –

DELOITTE RESTRUCTURING INC.
(Paul Casey, CPA, CA, FCIRP, LIT designated person)
having its place of business at 8 Adelaide Street West, Suite 200, Toronto ON M5H 0A9

Trustee

TRUSTEE'S PRELIMINARY REPORT TO CREDITORS ON PRELIMINARY ADMINISTRATION

SECTION A – BACKGROUND AND CAUSES OF FINANCIAL DIFFICULTY

On May 22, 2019 (the "Date of Bankruptcy"), 2328708 LP, 2328709 LP and Strudex LP (collectively, the "Bankrupts") filed assignments in bankruptcy and named Deloitte Restructuring Inc. ("Deloitte" or the "Trustee") as trustee in bankruptcy. The Official Receiver issued a certificate of filing confirming the appointment of the Trustee for the estates of the Bankrupts on May 22, 2019.

The Bankrupts were part of a group of companies (the "Kraus Group") that, collectively, were a vertically integrated manufacturer of premium carpet for commercial and residential markets. On September 11, 2018, the Kraus Group sought and obtained an order (the "Initial Order") under the *Companies' Creditors Arrangement Act* (the "CCAA") from the Ontario Superior Court of Justice (Commercial List). Pursuant to the Initial Order, Deloitte was appointed as Monitor. Attached as Appendix 1 to this Report is a chart of the Kraus Group corporations.

Reports of the Monitor and related Court Orders and other documents can be accessed from the Monitor's website at <https://www.insolvencies.deloitte.ca/en-ca/Pages/KrausGroup.aspx?searchpage=Search-Insolvencies.aspx>. Specific reference is made to the Pre-Filing Report of the Proposed Monitor dated September 10, 2018 (the "Pre-Filing Report") and the section "Background Information with Respect to the Kraus Group".

On April 23, 2019, an Order was sought and obtained by the Kraus Group from the Ontario Superior Court of Justice (Commercial List) which, amongst other things, authorized the termination of the CCAA proceedings and the discharge of Deloitte as Monitor.

Following the conclusion of the CCAA proceedings, the Bankrupts were left with sizable unpaid secured and unsecured debts and no remaining assets. The assets of the Bankrupts were liquidated during the CCAA proceedings and proceeds were used to partially settle secured debts owing as documented in the reports filed with the Court. Unfortunately, even after the realizations on the assets of the Kraus Group including the Bankrupts, there will remain an estimated shortfall on the repayment of the secured debt of approximately \$57 million. Accordingly, there will be no recoveries available for distribution to the unsecured creditors of the estate. Reference is made to the Third and Final Report of the Monitor dated April 22, 2019 for details of this estimate.

For the purpose of formally winding up these partnerships and permit former employees to access *Wage Earner Protection Program Act* ("WEPPA") benefits, these three partnerships have filed assignments in bankruptcy.

Once confirmed as the Trustee in Bankruptcy at the First Meeting of Creditors, the Trustee will contact each employee personally with specific instructions on how to access their WEPPA benefits.

SECTION B – PRELIMINARY EVALUATION OF ASSETS AND SECURED CREDITORS

A preliminary evaluation of the assets and liabilities of the Bankrupts as at the Date of Bankruptcy is as follows:

Summary Financial Position as at May 22, 2019 (in 000's)	2328708 LP	2328709 LP	Strudex LP
Assets	0	0	0
	0	0	0
Liabilities			
Unsecured creditors	884	13,293	3,346
Secured Creditors	100,378	100,378	100,378
	101,262	113,671	103,724
Shortfall	(101,262)	(113,671)	(103,724)

The information above was provided to the Trustee by management of the Bankrupts. The Trustee has reviewed the information for reasonableness, internal consistency and use in the context in which it was provided. However, the information and has not been audited by the Trustee.

Each of the Bankrupts is a limited partner, and accordingly, each of the general partners of 2328708 LP, 2328709 LP and Strudex LP are liable for the debts of their respective partnerships. Unfortunately, the only assets of these general partners are their investments in the partnerships and as such, there are no additional assets in these general partners for the Trustee to realize on for the benefit of the creditors of the Bankrupts.

SECTION C – BOOKS AND RECORDS

The Trustee has obtained copies of the Bankrupts' bank statements and certain recent payroll information from management, and is familiar with the pre-bankruptcy operations of the Bankrupts from its prior role as CCAA Monitor.

SECTION D – CONSERVATORY AND PROTECTIVE MEASURES

The Trustee has implemented the following conservatory and protective measures:

- (i) Opened individual trust bank accounts for each of the three estates at RBC; and,
- (ii) Obtained copies of the Bankrupt's bank statements and certain recent payroll information from management as noted above.

SECTION E – PROVABLE CLAIMS AND DESCRIPTION OF CREDITORS

Based on the books and records of the Bankrupts, there are:

- 50 unsecured creditors owed approximately \$0.9 million for 2328708 LP;
- 333 unsecured creditors owed approximately \$13.3 million for 2328709 LP; and,
- 94 unsecured creditors owed approximately \$3.3 million for Strudex LP.

As more fully described in the Pre-Filing Report, Red Ash Capital Partners II L.P. ("Red Ash") is the remaining senior secured creditor of the Bankrupts and is owed approximately \$100 million, and holds valid and enforceable secured charges over all of the assets and undertakings of the Bankrupts.

SECTION F – LEGAL PROCEEDINGS, REVIEWABLE TRANSACTIONS AND PREFERENCE PAYMENTS

We refer you to the Reports of the Monitor and related Court Orders posted on the Monitor's website for a description of the Kraus Group's CCAA and US Bankruptcy Code Chapter 15 proceedings.

The Trustee is familiar with the pre-bankruptcy operations and financial affairs of the Bankrupts from its prior role as CCAA Monitor. While the Trustee has not performed any specific investigations into potential transfers at undervalue or preferential payments, the Trustee reports that no such transactions were identified by the CCAA Monitor during the period of the CCAA Administration.

SECTION G – DETAILS OF THIRD PARTY DEPOSITS OR GUARANTEES

Deloitte has received both a third party deposit of \$75,000 and a fee and cost guarantee to act as Trustee of these estates from both Red Ash and Hilco UK Limited, the secured creditor and indirect owner of the Bankrupts.

SECTION H – TRUSTEE'S INTENTION TO ACT FOR SECURED CREDITORS

By Order of the Court dated April 23, 2019, Deloitte was discharged as the Court-appointed CCAA Monitor of the Kraus Group. The Trustee is not acting for the secured creditor to realize on or otherwise deal with security that the secured creditor holds.

SECTION I – PROJECTED DISTRIBUTION AND TRUSTEE COMMENTS ON ANTICIPATED ASSET REALIZATIONS

As noted above, the assets of the Bankrupts were liquidated during the CCAA proceedings and proceeds used to partially settle secured debts owing as documented in the reports filed with the Court during the CCAA proceedings. Unfortunately, even after the realizations on the assets of the Kraus Group including the Bankrupts, there will remain an estimated shortfall on the repayment of the secured debt of approximately \$57 million. Accordingly, there will be no recoveries available for distribution to the unsecured creditors of the estate.

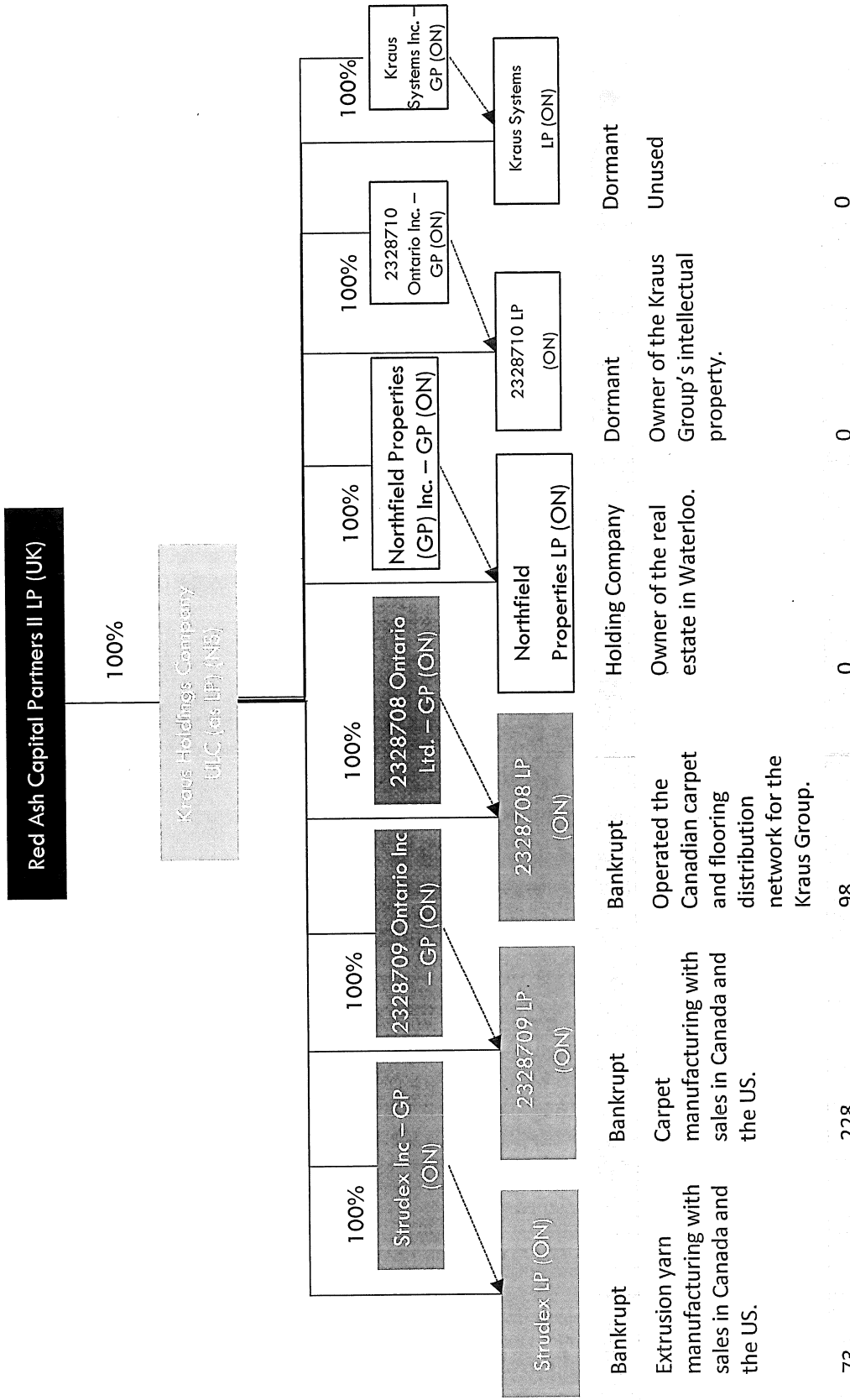
Dated at Toronto, Ontario this 28th day of May, 2019.

DELOITTE RESTRUCTURING INC.
In its capacity as Trustee in bankruptcy of
2328708 LP, 2328709 LP and Strudex LP
and not in its personal capacity



Per:
Paul M. Casey, CPA, CA, FCIRP, LIT
Senior Vice-President

Appendix 1: Kraus Group Structure



Status	Nature of Business	# of Employees - September 2018
Bankrupt	Extrusion yarn manufacturing with sales in Canada and the US.	73
Bankrupt	Carpet manufacturing with sales in Canada and the US.	228
Bankrupt	Operated the Canadian carpet and flooring distribution network for the Kraus Group.	98
Holding Company	Owner of the real estate in Waterloo.	0
Dormant	Owner of the Kraus Group's intellectual property.	0
Dormant	Unused	0