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Court No. S1710393
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

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

AND

IN THE MATTER OF THE *BUSINESS CORPORATIONS ACT*,
S.B.C. 2002, c. 57, AS AMENDED

AND

IN THE MATTER OF THE *CANADA BUSINESS CORPORATIONS ACT*,
R.S.C. 1985, C. C-44, AS AMENDED

AND

IN THE MATTER OF A PLAN OF COMPROMISE AND ARRANGEMENT OF
ALL CANADIAN INVESTMENT CORPORATION

PROOF OF CLAIM

Please read the "**Instructions for Completing Proof of Claim**" carefully prior to completing this Proof of Claim. Please print legibly.

- 1) The properly completed Proof of Claim must be delivered by ordinary mail, registered mail, courier, facsimile, electronic mail or personal delivery to McEown and Associates Ltd. (the "**Monitor**") at:

McEown and Associates Ltd.
#1140 – 800 West Pender Street
Vancouver, BC V6C 2V6
Fax No.: (604) 558-8021

Attention : John McEown

- 2) Full Legal Name of Creditor: ROBERT WILLIAM LOKHART (the "**Creditor**").

3) Full Mailing Address of the Creditor:

(All notices and correspondence regarding your Claim will be forwarded to this address or to the email address or facsimile address below if appropriate and applicable):

Robert Lockhart
1305 WEST 48th Ave
VANCOUVER BC
V6M 2N8

4) Telephone Number: 604 734 0976

5) Email: robertlockhart@shaw.ca

6) Fax Number: _____

7) Claim Details:

I am a **Creditor** and **received** a Claims Package from the Monitor.

My Claim amount is \$ 205,777.76 as at November 10, 2017

THE UNDERSIGNED HEREBY CERTIFIES AS FOLLOWS:

- 1) I am a Creditor of ACIC.
- 2) I have knowledge of all the circumstances concerning the Claim hereafter referred to.
- 3) That ACIC was, at the date of the Initial Order, namely November 10, 2017, and still is, indebted to the creditor in the sum of \$ 205,777.76, as specified in the Statement of Account (or affidavit) attached and marked as Schedule "A", after deducting any counterclaims to which ACIC is entitled. Claims must be submitted in Canadian dollars only.
- 4) Attached as Schedules to this Proof of Claim are:
 - A. A Statement of Account detailing:
 - i. the amounts owing to me for services rendered or advances made by me to ACIC;

ii. interest accrued on amounts owed; and

iii. any amounts received by me or paid to any third party on behalf of or for the benefit of me from ACIC

B. All documents supporting the amounts shown in the Statement of Account, including documents in support of any entitlement to receive interest on the amount owed such as a contract, promissory note or invoice with specified terms of payment.

5) To the best of my knowledge, I am related OR I am not related to ACIC within the meaning of Section 4 of the *Bankruptcy and Insolvency Act* (enclosed) and have OR have not dealt with ACIC in a non-arm's length manner.

DATED at Vancouver ~~15th~~, this 15th day of December, 2019.

Per: Robert W Lockhart
[Name of Creditor – please print]

[Signature]
Signature of Creditor

[Signature]
Signature of Witness

NOTE: All relevant documentation on which you rely in making your Claim must be attached to this Proof of Claim, as the validity of your Claim will be determined solely on this Proof of Claim and attachments thereto. If the claim is disallowed for any reason, and you file an appeal of that disallowance, the appeal will be heard as a true appeal and your ability to introduce fresh or new evidence in support of your claim will be limited accordingly.

Definition of *related persons*

(2) For the purposes of this Act, persons are related to each other and are ***related persons*** if they are

(a) individuals connected by blood relationship, marriage, common-law partnership or adoption;

(b) an entity and

(i) a person who controls the entity, if it is controlled by one person,

(ii) a person who is a member of a related group that controls the entity, or

(iii) any person connected in the manner set out in paragraph (a) to a person described in subparagraph (i) or (ii); or

(c) two entities

(i) both controlled by the same person or group of persons,

(ii) each of which is controlled by one person and the person who controls one of the entities is related to the person who controls the other entity,

(iii) one of which is controlled by one person and that person is related to any member of a related group that controls the other entity,

(iv) one of which is controlled by one person and that person is related to each member of an unrelated group that controls the other entity,

(v) one of which is controlled by a related group a member of which is related to each member of an unrelated group that controls the other entity, or

(vi) one of which is controlled by an unrelated group each member of which is related to at least one member of an unrelated group that controls the other entity.

Relationships

(3) For the purposes of this section,

(a) if two entities are related to the same entity within the meaning of subsection (2), they are deemed to be related to each other;

(b) if a related group is in a position to control an entity, it is deemed to be a related group that controls the entity whether or not it is part of a larger group by whom the entity is in fact controlled;

(c) a person who has a right under a contract, in equity or otherwise, either immediately or in the future and either absolutely or contingently, to, or to acquire, ownership interests, however designated, in an entity, or to control the voting rights in an entity, is, except when the contract provides that the right is not exercisable until the death of an individual designated in the contract, deemed to have the same position in relation to the control of the entity as if the person owned the ownership interests;

(d) if a person has ownership interests in two or more entities, the person is, as holder of any ownership interest in one of the entities, deemed to be related to himself or herself as holder of any ownership interest in each of the other entities;

(e) persons are connected by blood relationship if one is the child or other descendant of the other or one is the brother or sister of the other;

(f) persons are connected by marriage if one is married to the other or to a person who is connected by blood relationship or adoption to the other;

(f.1) persons are connected by common-law partnership if one is in a common-law partnership with the other or with a person who is connected by blood relationship or adoption to the other; and

(g) persons are connected by adoption if one has been adopted, either legally or in fact, as the child of the other or as the child of a person who is connected by blood relationship, otherwise than as a brother or sister, to the other.

Question of fact

(4) It is a question of fact whether persons not related to one another were at a particular time dealing with each other at arm's length.

Presumptions

(5) Persons who are related to each other are deemed not to deal with each other at arm's length while so related. For the purpose of paragraph 95(1)(b) or 96(1)(b), the persons are, in the absence of evidence to the contrary, deemed not to deal with each other at arm's length.

All Canadian Investment Corporation (ACIC)

Robert Willian Lockhart
Statement of Account

ITEM	DETAIL	AMOUNT (\$)	REFERENCE DOCUMENT	DATE	REFERENCE DOCUMENT NUMBER
1	Loan Amount at 8% per annum	200,000.00	Transaction Confirmation from ACIC	23-Nov-15	1
2	ACIC report of interest earned		ACIC Debenture Series B Transaction Report	01-May-17	2
3	Amount owed at 10 Nvc 2017	205,777.76	ACIC report to Debenture Holders	Nov-19	3
4	Detailed Calculator of amount owed at 10-Nov-17	205,777.76	ACIC Debenture Series B Transaction Report	Dec-19	4
5	Interest owing for 11 Nov-31 Dec 2017	2,266.64	Calculation of interest due for balance of 2017 (51 days)	08-Dec-19	5
6	Interest owing for 2018	16,000	T5 Statement of Investment Income for 2018 (filed with CRA but never paid)	2018	6
7	Interest owing for 2019	16,000	Calculation of interest due and payable for 2019	Dec-19	7
8	Calculated Interest Owed to 31 Dec 2019	240,044.40	Sum of items 4,5 6, and 7		



Transaction Confirmation

Date: November 23, 2015

Client Name(s): Robert W. Lockhart
ACIC Series B Corporate Debenture

8% interest p.a. paid monthly

Maturity Date: 30 November 2016

Total investment value: \$200,000.00

All Canadian Investment Corp.
Debenture Series B Transactions Report

01-Dec-2014 to present

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Debenture Holder: #015

Lockhart, Robert
 1305 W 48th Ave
 Vancouver, BC
 V6M 2N8

Transaction History				
Date	TrCd	Transaction Description	Amount	Balance
01-Dec-2014	DEPDB	Deposit ACIC Debenture B	\$ 150,000.00	\$ 150,000.00
31-Dec-2014	Bal b/f	Interest Payment Debenture B	\$ 875.00	\$ 150,000.00
23-Nov-2015	DEPDB	Deposit ACIC Debenture B	\$ 50,000.00	\$ 200,000.00
31-Dec-2015	Bal b/f	Interest Payment Debenture B	\$ 11,025.45	\$ 200,000.00
31-Dec-2016	Bal b/f	Interest Payment Debenture B	\$ 16,000.00	\$ 200,000.00
02-Mar-2017	Int	Interest Payment Debenture B	\$ 2,666.66	\$ 200,000.00
03-Apr-2017	Int	Interest Payment Debenture B	\$ 1,333.33	\$ 200,000.00
1-May-17	Int	Interest Payment Debenture B	\$ 1,333.33	\$ 200,000.00
30 June		Received 25 July 2017	1,333.33	

Payment for end of June - 17 July not received / Received 25 July 2017
 - email follow up early June

Aug 1 payment - not received by Aug 6 2017 / call on Aug 14
 - Ed Robinson // early next week

Aug 30 2017 - concern re debenture payment
 Wayne - Don away until next week
 Elaine still there
 Don doing final sales financing on Elliot street project (\$10M)

Sept 5 '17 Aug payment not received / Sept payment not received
 7'17 Email indicating no payments until end of Sept (Aug, Sept)

Oct 10 '17 Message left for Don to call

Oct 12 '17 Email stating ACIC to be wound down - debentures have priority

ALL CANADIAN INVESTMENT CORPORATION
Debtors and Noteholders
Amounts Owed as at November 10, 2017

	Interest Rate	Loan Amount	Accrued Interest to Oct 31, 2017	Interest Accrual		Total Amount Owed at Nov 10 2017
				1 - 10, 2017	Nov 1 - 10, 2017	
Debtors						
1083163 Alberta Ltd	8%	500,000.00	16,666.61	1,111.11		517,777.72
Gill, Mr Ajit & Mrs. Simro	8%	150,000.00	4,000.00	333.33		154,333.33
Murray, Chris	8%	150,000.00	4,000.00	333.33		154,333.33
Renfrew, Cliff	8%	75,000.00	2,000.00	166.67		77,166.67
Renfrew, Joan	8%	75,000.00	2,000.00	166.67		77,166.67
Bailey, Mr. Roy	8%	150,000.00	4,000.00	333.33		154,333.33
Buchanan, Mr. Don	8%	150,000.00	4,000.00	333.33		154,333.33
Econ-o-Lith Printing Ltd	8%	150,000.00	4,000.00	333.33		154,333.33
Lockhart, Robert	8%	200,000.00	5,333.32	444.44		205,777.76
Olson, Mervyn & Margaret	8%	150,000.00	4,000.00	333.33		154,333.33
Palatee Enterprises Ltd.	8%	150,000.00	4,000.00	333.33		154,333.33
Richardson, Mr. Douglas	8%	150,000.00	4,000.00	333.33		154,333.33
Wallbank, Bea & Cmolik, Brad	8%	150,000.00	4,000.00	333.33		154,333.33
Yu, Ms. Wenge	8%	150,000.00	4,000.00	333.33		154,333.33

	Interest Rate	Loan Amount	Accrued Interest to Oct 31, 2017	Interest Accrual		Total Amount Owed at Nov 10 2017
				1 - 10, 2017	Nov 1 - 10, 2017	
Noteholders						
Hancock, James	6%	1,000,000.00	14,630.42	1,666.67		1,016,297.09

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All Canadian Investment Corp.
Debenture Series B Transactions Report

Amount owed as of November 10, 2017

Debenture Holder: #015

Lockhart, Robert
1305 W 48th Ave
Vancouver, BC
V6M 2N8

Date	TrCd	Transaction Description	Amount	Balance
14-Nov-2014	DEPDB	Deposit ACIC Debenture B	\$ 200,000.00	\$ 200,000.00
01-Aug-2017	Unpaid	Interest Due	\$ 1,333.33	\$ 201,333.33
01-Sep-2017	Unpaid	Interest Due	\$ 1,333.33	\$ 202,666.66
01-Oct-2017	Unpaid	Interest Due	\$ 1,333.33	\$ 203,999.99
01-Nov-2017	Unpaid	Interest Due	\$ 1,333.33	\$ 205,333.32
10-Nov-2017	Unpaid	Interest Due	\$ 444.44	\$ 205,777.76

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ROBERT LOCKHART

ACIC STATEMENT OF ACCOUNT

DEBENTURE SERIES B HELD BY ROBERT LOCKHART

UNPAID INTEREST FOR 11 NOVEMBER - 31 DECEMBER 2017

LOAN AMOUNT: \$200,000

MONTHLY INTEREST AT 8%: \$1,333.33

DAILY INTERST AT 8%: \$44.444

51 DAYS @ \$44.444/DAY = \$2,266.64

2018

Protected B / Protégé B when completed / une fois rempli

Dividends from Canadian corporations - Dividendes de sociétés canadiennes		Federal credit - Crédit fédéral		Interest from Canadian sources		Capital gains dividends			
Actual amount of eligible dividends	25 Taxable amount of eligible dividends	26 Dividend tax credit for eligible dividends	13 Interest from Canadian sources	18 Capital gains dividends					
Montant réel des dividendes déterminés	Montant imposable des dividendes déterminés	Crédit d'impôt pour dividendes déterminés	\$16,000.00 ✓	Dividendes sur gains en capital					
10 Actual amount of dividends other than eligible dividends	11 Taxable amount of dividends other than eligible dividends	12 Dividend tax credit for dividends other than eligible dividends	21 Report Code	22 Recipient identification number	23 Recipient type				
Montant réel des dividendes autres que des dividendes déterminés	Montant imposable des dividendes autres que des dividendes déterminés	Crédit d'impôt pour dividendes autres que des dividendes déterminés	0	705 302 289	1				
Other Information (see the back) / Autres renseignements (voir au verso)		Box / Case		Amount / Montant		Box / Case		Amount / Montant	

Recipient's name (last name first) and address - Nom, prénom et adresse du bénéficiaire

*Lockhart, Robert
 1305 W 48th Ave
 Vancouver, BC
 V6M 2N8

Payer's name and address - Nom et adresse du payeur

All Canadian Investment Corp.
 #2 - 781 Marine Park Drive
 Salmon Arm, BC
 V1E2W7

Currency and identification codes / Codes de devise et d'identification

27 Foreign currency / Devises étrangères

28 Transit - Succursale

29 Recipient account / Numéro de compte du bénéficiaire

996

For information, see the back. / Pour obtenir des renseignements, lisez le verso.

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DEC 2019

ROBERT LOCKHART

ACIC STATEMENT OF ACCOUNT

DEBENTURE SERIES B HELD BY ROBERT LOCKHART

UNPAID INTEREST FOR 2019

LOAN AMOUNT: \$200,000

MONTHLY INTEREST AT 8%: \$1,333.33

12 MONTHS AT \$1,333.33 = 15,999.96 (\$16,000)