

September 27, 2021

To the Creditors of Volero Brands Inc.

Dear Sirs/Mesdames:

**Re: In the Matter of the Bankruptcy of Volero Brands Inc.**

Please be advised that Volero Brands Inc. (the "Company") filed an assignment in bankruptcy on September 24, 2021 and McEown and Associates Ltd. was appointed as Trustee.

Please find enclosed the Creditor Package with the following documents:

1. Notice of Bankruptcy and First Meeting of Creditors (Form 68)
2. Certificate of Appointment
3. Statement of Affairs (Summary) and List of Creditors
4. Proof of Claim, Proxy and Instructions

Due to the COVID-19 pandemic, the Meeting of Creditors will be held via telephone conference and we advise the creditors of the location and date of the meeting as follows:

Date and Time:	<b>Friday, October 15, 2021 at 2:00 p.m.</b>
Place:	Via telephone conference call
Conference Call-in Number:	604-566-8279
	Participant Code: 8357484

Please send your proof of claim and proxy via mail, email ([mt@mceownassociates.ca](mailto:mt@mceownassociates.ca)) or facsimile (604-558-8021) to the Trustee **by 1:00 p.m. (Vancouver Time) on Thursday, October 14, 2021.**

Please refer to the enclosed protocol for the First Meeting of Creditors of the bankruptcy of Volero Brands Inc.

Should you have any questions please contact Marianne Ting at (604) 558-8011 or by email at [mt@mceownassociates.ca](mailto:mt@mceownassociates.ca).

Yours very truly,

**McEown and Associates Ltd.**

Trustee in the Matter of the Bankruptcy of  
Volero Brands Inc.

  
Per: John McEown, CPA, CA, CIRP, LIT

**In the Matter of the Bankruptcy of  
Volero Brands Inc.**

**Protocol for the First Meeting of Creditors**

The First Meeting of Creditors for the above-captioned matter is being held by telephone conference call in order to continue to promote and maintain physical/social distancing during this unprecedented period of the COVID-19 pandemic. The following protocol will be adopted to facilitate a First Meeting of Creditors:

**PRE-MEETING REQUIREMENTS – DEADLINE TO SUBMIT PROOFS OF CLAIM**

- For the purposes of voting at the First Meeting of Creditors, **the Trustee must receive the completed Proof of Claim and Proxy by 1:00 p.m. (Vancouver Time) on Thursday, October 14, 2021;**
- Based on the email provided on the proof of claim the Trustee will provide the creditor with:
  - A copy of the Trustee's preliminary report on the administration of the estate of Volero Brands Inc.;
  - Status of claim – admitted, incomplete, or contested for voting purpose; and,
- Proofs of Claim and Proxy received after the cut-off cannot be assured to be recorded for the purpose of the meeting. However, the creditor will be entitled to participate in all future proceedings involving the above-captioned estate.

**CONDUCT AT MEETING & REGISTRATION**

- Registration & Attendance – the Trustee will open the line 5 minutes before the appointed meeting time for registration and attendance. Creditors participating in the meeting are encouraged to call in early in order for the registration process to be completed in a timely manner and to avoid a delay in commencing the calling to order of the First Meeting of Creditors.

Please send your proof of claim and proxy via mail, email ([mt@mceownassociates.ca](mailto:mt@mceownassociates.ca)) or facsimile (604-558-8021) to the Trustee **by 1:00 p.m. (Vancouver Time) on Thursday, October 14, 2021** to be entitled to vote at the first meeting of creditors.

Should you have any questions please contact Marianne Ting at (604) 558-8011 or by email at [mt@mceownassociates.ca](mailto:mt@mceownassociates.ca).

District of: British Columbia  
Division No. 03 - Vancouver  
Court No.  
Estate No. 11-2769237

\_FORM 68\_  
Notice of Bankruptcy, First Meeting of Creditors  
(Subsection 102(1) of the Act)

Original  Amended

In the Matter of the Bankruptcy of  
VOLERO BRANDS INC.  
of the city of Vancouver  
in the Province of British Columbia

Take notice that:

1. VOLERO BRANDS INC. filed (or was deemed to have filed) an assignment (or a bankruptcy order was made against VOLERO BRANDS INC.) on the 24th day of September 2021 and the undersigned, McEown and Associates Ltd., 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 15th day of October 2021 at 2:00 PM at via telephone conference # (604) 566-8279, Participant Code: 8357484.
3. To be entitled to vote at the meeting, a creditor must file with the trustee, before the meeting, a proof of claim and, where necessary, a proxy.
4. Enclosed with this notice are 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 to share in any distribution of the proceeds realized from the estate.

Dated at the city of Vancouver in the Province of British Columbia, this 27th day of September 2021.

McEown and Associates Ltd. - Licensed Insolvency Trustee  
Per:



John McEown - Licensed Insolvency Trustee  
110 - 744 West Hastings Street  
Vancouver BC V6C 1A5  
Phone: (604) 558-8020 Fax: (604) 558-8021



Industry Canada  
Office of the Superintendent  
of Bankruptcy Canada

Industrie Canada  
Bureau du surintendant  
des faillites Canada

District of: British Columbia  
Division No.: 03 - Vancouver  
Court No.: 11-2769237  
Estate No.: 11-2769237

In the Matter of the Bankruptcy of:

**VOLERO BRANDS INC.**

Debtor

**MCEOWN AND ASSOCIATES LTD.**

Licensed Insolvency Trustee

Ordinary Administration

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Date and time of bankruptcy:	September 24, 2021, 14:28	Security:	\$90,000.00
Date of trustee appointment:	September 24, 2021		
Meeting of creditors:	October 15, 2021, 14:00 via telephone conference (604) 566-8279 Participant Code: 8357484, British Columbia Canada,		
Chair:	Trustee		

CERTIFICATE OF APPOINTMENT - Section 49 of the Act; Rule 85

I, the undersigned, official receiver in and for this bankruptcy district, do hereby certify that:

- the aforementioned debtor filed an assignment under section 49 of the *Bankruptcy and Insolvency Act*;
- the aforementioned trustee was duly appointed trustee of the estate of the debtor.

The said trustee is required:

- to provide to me, without delay, security in the aforementioned amount;
- to send to all creditors, within five days after the date of the trustee's appointment, a notice of the bankruptcy; and
- when applicable, to call in the prescribed manner a first meeting of creditors, to be held at the aforementioned time and place or at any other time and place that may be later requested by the official receiver.

Date: September 24, 2021, 18:09

E-File/Dépôt Electronique

Official Receiver

300 Georgia Street W, Suite 2000, Vancouver, British Columbia, Canada, V6B6E1, (877)376-9902

**Canada**

-- 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  
**VOLERO BRANDS INC.**  
 of the city of Vancouver  
 in the Province of British Columbia

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 24th day of September 2021. 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>2,515,158.06</u>	1. Inventory . . . . . <u>500.00</u>
Balance of secured claims as per list "B" . . . . . <u>0.00</u>	2. Trade fixtures, etc. . . . . <u>0.00</u>
Total unsecured creditors . . . . . <u>2,515,158.06</u>	3. Accounts receivable and other receivables, as per list "E"
2. Secured creditors as per list "B" . . . . . <u>0.00</u>	Good . . . . . <u>0.00</u>
3. Preferred creditors as per list "C" . . . . . <u>0.00</u>	Doubtful . . . . . <u>86,506.87</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>5,001.00</u>
Total liabilities . . . . . <u>2,515,158.06</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>113,980.02</u>
	6. Cash . . . . . <u>0.00</u>
	7. Livestock . . . . . <u>0.00</u>
	8. Machinery, equipment and plant . . . . . <u>1,000.00</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>3,003.00</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>123,484.02</u>
	Deficiency . . . . . <u>2,391,674.04</u>

I, Sean Trustham, of the city of Langley in the Province of British Columbia, 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 the affairs of the Corporation on the 24th day of September 2021 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 Surrey in the Province of British Columbia, on this 24th day of September 2021.



John McEown, Commissioner for Taking Affidavits  
 For the Province of British Columbia  
 McEown and Associates Ltd.  
 Expires May 31, 2022

**JOHN D. McEOWN**  
 A Commissioner for Taking Affidavits  
 for the Province of British Columbia  
 Expiry Date: May 31, 2022



Sean Trustham

## Creditor Mailing List

In the Matter of the Bankruptcy of  
VOLERO BRANDS INC.  
of the city of Vancouver  
in the Province of British Columbia

Creditor Type	Name	Attention	Address	Claim \$
Unsecured	1220883 BC Ltd. (Meo Forest Inc./Cannabis Code)			525.00
	635913 BC Ltd.			6,095.25
	Al Watt			102,991.20
	Al Watt		Deferred Wages	51,143.54
	Al Watt		Severance	50,000.00
	Alectra Utilities			51.80
	BC Hydro & Power Authority	Credit Admin		2,090.97
	Borden Ladner Gervais LLP - Vancouver			21,028.50
	Cada & Associates Consulting Ltd.			4,063.50
	Canna Supplies (PharmaSystems)			1,127.00
	CRA - Tax - Pacific		BN # 758637714	
	Emterra Environmental			185.55
	Flow Scientific Ltd.			65.46
	Fortis BC Energy Inc. - Natural Gas	Collection Department		1,443.25
	Groundlinx Logistics Ltd.			16,151.85
	Ideon Packaging			23,225.42
	Laviolette Engineering Ltd.			6,300.00
	Mettler-Toledo Inc.			29,082.70
	Ministry of Finance - PST - British Columbia		PST-1150-8187	
	Moonwake Holdings			567,970.68
	Nemetz (S/A) & Associates Ltd.			40.75
	Orkin Canada Corporation			1,152.40
	Prosource Scientific			10,125.70
	Scott Gordon Architect			23,100.00
	Sean Trustham		Deferred Wages	91,564.08
	Sean Trustham		Termination Claim	342,708.33
	Shaw Cablesystems			1,872.47
	STAT Leasing Ltd.			905.68
	Suger Tree Consulting		Shareholder loans payable	637,717.18
	Swift Security Systems			420.00
	Telus Communications	Rick Wan		52.09
	Telus Mobility Services	Rick Wan		148.16
	The Temple Capital			517,304.65
	Uniclean Systems Inc.			1,722.00
	Waste Management			725.90
	Willis Canada Inc.			2,057.00
	WorkSafeBC - Collections Department		200049803	

District of: British Columbia  
Division No.: 03 - Vancouver  
Court No.:  
Estate No.: 11-2769237

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  
VOLERO BRANDS INC.  
of the city of Vancouver  
in the Province of British Columbia

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

\_\_\_\_\_  
\_\_\_\_\_

In the matter of the bankruptcy of VOLERO BRANDS INC. of the city of Vancouver in the Province of British Columbia 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 24th day of September 2021, 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.



District of: British Columbia  
Division No. 03 - Vancouver  
Court No.  
Estate No. 11-2769237

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  
VOLERO BRANDS INC.  
of the city of Vancouver  
in the Province of British Columbia

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:

McEown and Associates Ltd. - Licensed Insolvency Trustee

\_\_\_\_\_  
110 - 744 West Hastings Street  
Vancouver BC V6C 1A5  
Fax: (604) 558-8021  
E-mail: mt@mceownassociates.ca

## INSTRUCTIONS FOR COMPLETING PROOFS OF CLAIM

This checklist is provided to assist you in preparing a proof of claim form, and where required, proxy form in a complete and accurate manner. Please specifically check each requirement. **CLAIMS NOT COMPLETED CORRECTLY IN EVERY RESPECT WILL BE RETURNED.**

### GENERAL

- \* The signature of a witness is required.
- \* The claim must be signed personally by the **individual** completing this declaration.
- \* Give the complete address where all notices or correspondence is to be forwarded.
- \* The amount on the Statement of Account must correspond to the amount on the proof of claim.

### PARAGRAPH (1)

- \* The creditor must state full and complete legal name of company or firm.
- \* If the individual completing the proof of claim is not the creditor himself, he must state his position or title.

### PARAGRAPH (3)

- \* **A detailed statement of account must be attached.** If the claim is for a guarantee, a copy of the guarantee must be attached.
- \* The Schedule A or Statement of Account must be complete and detailed 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 payments. A statement of account is **not** complete if it begins with an amount brought forward.

### PARAGRAPH (4)

- \* An unsecured creditor must strike out sub-paragraphs B, C, D and E.
- \* A preferred creditor (as allowed by section 136 of the *Bankruptcy and Insolvency Act*) must strike out sub-paragraphs B, C, D and E and must complete sub-paragraph A by checking the appropriate description.
- \* A secured creditor must strike out sub-paragraphs A, B, D and E and must complete sub-paragraph C and provide a certified true copy of the security instrument as registered.
- \* A farmer, fisherman or aquaculturist must strike out sub-paragraphs A, B, C and E. A claim by a farmer, fisherman or aquaculturist must attach a copy of the sales agreement and delivery documents.

### PARAGRAPH (5)

- \* All claimants must indicate if he or she is related or not to the debtor, as defined in Section 4 of the *Bankruptcy and Insolvency Act*, by striking out "AM" or "AM 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 the proposal, in the case where the claimant and the debtor are related.

**PREFERRED CLAIMS  
SECTION 136 (CONDENSED)**

**ORDER OF DISTRIBUTION (Subject to secured creditors)**

- (1) The cost of administration of the estate.
  - (a) The expenses and fees of the Trustee
  - (b) Legal costs of the estate
- (2) Wages, salaries and commissions for services rendered in the six months preceding the bankruptcy, to a maximum of \$2,000 per person, together with expenses of a traveling salesman incurred in this same period to a maximum of \$1,000.
- (3) Municipal taxes assessed within two years preceding the bankruptcy which do not constitute a charge on real property, restricted to the value of the bankrupt's interest in the property.
- (4) The Landlord for arrears of rent for a period of three months preceding the bankruptcy, and accelerated rent for a period not exceeding three months subsequent to the bankruptcy, if provision is made in the lease. The Landlord's preferred claim is limited to the proceeds from the sale of the assets on the premises under lease at the date of the bankruptcy and any payments made by the Trustee on account of accelerated rent shall be credited by the Landlord against the amount payable by the Trustee for occupation rent.
- (5) One solicitor's bill of costs, including sheriff's fees and land registration fees, shall be payable to the creditor who has first attached by way of garnishment or lodged with the sheriff an attachment, execution or other process against the property of the Bankrupt.
- (6) Claims resulting from injuries to employees of the Bankrupt to which the provision of Workers' Compensation Act do not apply, but only to the extent of monies received from persons or companies guaranteeing the Bankrupt against damages resulting from such injuries, such as liability insurance policies.

A creditor whose rights are restricted by this Section is entitled to rank as an unsecured creditor for any balance of his claim.