



**Court file 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

AND

IN THE MATTER OF ALL CANADIAN INVESTMENT CORPORATION

(the "Petitioner")

MONITOR'S NINETEENTH REPORT TO COURT

JANUARY 28, 2020

McEown and Associates Ltd.

Monitor appointed in the
Companies' Creditors Arrangement Act proceedings of
All Canadian Investment Corporation

**Suite 1140 – 800 West Pender Street
Vancouver, B.C. V6C 2V6**

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A. INTRODUCTION

1. This report (the “**Nineteenth Report**”) is filed by McEown and Associates Ltd. (“**McEown**”) in its capacity as monitor (the “**Monitor**”) appointed in a proceeding commenced on November 8, 2017 by All Canadian Investment Corporation (the “**Petitioner**”) pursuant to the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c.-36, as amended (the “**CCAA Proceedings**”).
2. The purpose of the Nineteenth Report is to provide the Court with the Monitor’s report on the Proofs of Claim received pursuant to the Claims Process Order (the “**Claims Report**”).

B. DISCLAIMER AND TERMS OF REFERENCE

3. Except as specified, in preparing this report the Monitor has obtained and relied upon unaudited, draft and/or internal information which Management advises has been compiled from the Petitioner's books and records. Where available, the Monitor has reviewed external records and documentation including post-filing banking records, corporate searches and financial statements.
4. Except as otherwise described in this report:
 - a) the Monitor has not audited, reviewed or otherwise attempted to verify the accuracy or completeness of the information which has been provided in a manner that would wholly or partially comply with Generally Accepted Assurance Standards pursuant to the Chartered Professional Accountant Canada Handbook; and
 - b) the Monitor has not conducted an examination or review of any financial forecast and projections in a manner that would comply with the procedures described in the Chartered Professional Accountant Canada Handbook.
5. This Report has been prepared solely for the purpose described and readers are cautioned that it may not be appropriate for other purposes.

C. MONITOR'S CLAIMS REPORT

6. Pursuant to the Claims Process Order dated November 18, 2019, attached as **Appendix A** to this report, the Monitor has done the following:
 - a) On November 27, 2019 the Monitor caused to be published in the Vancouver Sun a notice substantially in the form of the Instruction Letter, a copy of which is attached as **Appendix B** to this report;
 - b) On November 28, 2019 the Monitor sent out a Claims Package which included the Monitor's service letter to creditors, a copy of the Claims Process Order, Instruction Letter to Creditors and Proof of Claim and instructions by mail and email to all known Creditors of ACIC. A copy of the Claims Package is attached as **Appendix C** to this report; and
 - c) On November 28, 2019 the Monitor caused the Claims Package to be posted on the Monitor's website .
7. In late December 2019 and early January 2020, the Monitor contacted all known creditors that had not yet filed Proofs of Claim to advise them of the requirement to file their Proof of Claim before 4:00 PM on January 10, 2020 (the "**Claims Bar Date**").
8. By the Claims Bar Date the Monitor had received Proofs of Claim from all known creditors and four (4) Proofs of Claim from parties not considered by the Monitor to be creditors, two (2) of which have since been withdrawn.
9. The Monitor has reviewed all filed Proofs of Claim and as necessary sought input from representatives of ACIC and has determined to accept the following Proofs of Claim (the "**Accepted Claims**"):

Creditor Name	Amount	
Douglas Allan Richardson	154,333.33	
James Murray Hancock	1,016,297.09	
Clifford George Renfrew	77,166.67	
Ajit Singh Gill & Simro Gill	154,333.33	
Palatee Enterprises Limited (c/o Fred Bell)	154,333.33	
Christopher G. Murray	154,333.33	
Econ-o-Lith Printing Ltd.	154,333.33	
George Bradley Cmolik & Norah Beatrice Wallbank	154,333.33	
Harper Grey LLP	4,184.89	
Robert William Lockhart	205,777.76	
Mervyn & Margaret Olson	154,333.33	
1083163 Alberta Ltd.	517,777.72	
Joan Margaret Renfrew	77,166.67	
Roy Bailey	154,333.33	
Wenge Yu	154,333.33	
Donald H. Buchanan	154,333.33	
Grover, Elliott & Co. Ltd.	1,904.44	
Koffman Kalef LLP	476.00	
Koffman Kalef LLP	1,036.41	
Clark Wilson LLP	14,592.71	
ACIC CJ Properties Ltd.	24,000.00	
ACIC CJ Properties Ltd.	72,495.94	
ACIC Financial Development Inc. ("AFDI")	205,000.00	With Conditions
BDO Canada LLP	4,971.50	With Conditions
BDO Canada LLP	30,296.70	With Conditions
Total	<u>3,796,477.80</u>	

10. The Proofs of Claim with conditions (above) that the Monitor has determined to accept are as follows:

a) The Proof of Claim of AFDI, a Company controlled by Don Bergman, in the amount of \$205,000 is for funds advanced to ACIC. The Monitor is satisfied that AFDI advanced these funds to ACIC, however, AFDI is indebted to ACIC in the amount of approximately \$2,437,140.16 as at January 27, 2020. Accordingly, the Monitor's acceptance of AFDI's Proof of Claim is conditional upon AFDI's agreement that AFDI will not receive payment of any distributions to creditors by ACIC but instead such amounts will be applied against the indebtedness of AFDI to ACIC. This condition has been accepted by AFDI; and

b) The two (2) BDO Canada Proofs of Claim in the amounts of \$4,971.50 and \$30,296.70 are accepted, however any distributions to which BDO would be entitled as a creditor will be held in trust pending the outcome of the ongoing litigation between BDO and ACIC. This condition has been accepted by BDO.

11. The Monitor has determined to reject the following claims (the "**Disallowed Claims**"):

Parkland Funding Ltd.	200,000.00
Joe Garrson aka Joseph Allen Garrson	19,010.25

The claim of Parkland Funding Ltd. in the amount of \$200,000 is being disallowed in full as the claim is not a creditor claim against ACIC.

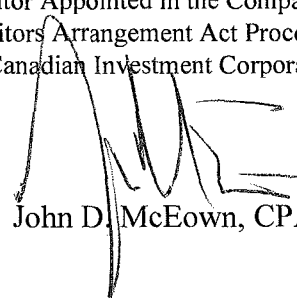
The claim of Joe Garrson, a preferred shareholder, is not a creditor claim. This claim is an equity claim as defined in the Equity Claims Direction Order of the Honourable Mr. Justice Walker pronounced on September 4, 2019.

12. Pursuant to the Claims Process Order, copies of the Accepted Claims shall be published on the Monitor's website (<https://www.mceownassociates.com/all-canadian-investment-corporation>) together with all documents filed in connection with such Accepted Claims within three (3) business days of service of this report.
13. Pursuant to the Claims Process Order, the Monitor shall deliver Notices of Disallowance to the affected Creditor at the address as shown on the Proofs of Claim within three (3) business days of delivery this report.
14. Any Creditor who disputes the disallowance of its Claim as set forth in a Notice of Revision or Disallowance shall, within twenty-one (21) days after the date of delivery of the Claims Report, seek a determination by the Court of the validity and/or value of its Claim by filing with the Court, and serving upon the Monitor, a Notice of Application, together with all other documents upon which the Creditor intends to rely (the "**Disputing Creditor Application**").

DATED at the City of Vancouver, British Columbia, this 28th day of January, 2020.

McEown and Associates Ltd.

Monitor Appointed in the Companies'
Creditors Arrangement Act Proceedings of
All Canadian Investment Corporation



Per: John D. McEown, CPA, CA, CIRP

APPENDIX A

**Order of the Honourable Mr. Justice Walker
November 18, 2019 re: Claims Process**



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

ORDER MADE AFTER APPLICATION
(CLAIMS PROCESS ORDER)

BEFORE THE HONOURABLE
MR. JUSTICE WALKER

)
)
)

THE 18th DAY OF NOVEMBER 2019

ON THE APPLICATION of All Canadian Investment Corporation (the "**Petitioner**") dated November 14, 2019 coming on for hearing at Vancouver, British Columbia on this 18th day November 2019, and on hearing Jeremy D. West, counsel for the Petitioner and those other counsel listed on **Schedule "A"** hereto AND UPON READING the material filed herein for the purposes of this application:

THIS COURT ORDERS that:

DEFINITIONS

1. For the purposes of this Order, capitalized terms and expressions shall have the meanings set out in the Order of this Court pronounced in these proceedings on November 10, 2017 (as extended and varied from time to time, the "**Initial Order**"), and where not defined in the Initial Order, shall have the following meanings:

- (a) **“Business Day”** means a day, other than a Saturday or a Sunday, on which banks are generally open for business in Vancouver, British Columbia;
- (b) **“BIA”** means the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3;
- (c) **“CCAA”** means the *Companies’ Creditors Arrangement Act*, R.S.C., 1985, c. C-36;
- (d) **“Claim”** means the right of any Person against the Petitioner in connection with any indebtedness, liability or obligation of any kind (including all contingent liabilities), whether secured or unsecured, at the date of the Initial Order, namely November 10, 2017, that would be a claim provable in bankruptcy within the meaning of the *BIA*;
- (e) **“Claims Bar Date”** means 4:00 p.m. (Vancouver Time) on January 10, 2020;
- (f) **“Claims Package”** means the document package which shall include a copy of the Instruction Letter, a Proof of Claim and such other materials as the Monitor considers necessary or appropriate;
- (g) **“Claims Procedure”** means the procedures outlined in this order in connection with the assertion of Claims against the Petitioner;
- (h) **“Court”** means the Supreme Court of British Columbia;
- (i) **“Creditor”** means any Person asserting a Claim or potentially having a Claim as determined by the Monitor but in accordance with the Equity Claims Direction Order, does not include Preferred Shareholders;
- (j) **“Dispute Package”** means, with respect to any Claim, a copy of the related Proof of Claim and Notice of Revision or Disallowance;
- (k) **“Equity Claims Direction Order”** means the Order pronounced in the Reasons for Judgment of Mr. Justice Walker pronounced September 4, 2019 in which it was determined that the claims of all of the Petitioner’s Preferred Shareholders fall within the ambit of ‘equity’ claims as defined in s. 2 of the CCAA;
- (l) **“Governmental Agency”** means any federal, provincial, state or local government, agency or instrumentality thereof or similar entity, howsoever designated or constituted exercising executive, legislative, judicial, regulatory or administrative functions in Canada, the United States, or elsewhere;

- (m) **"Instruction Letter"** means the letter regarding completion of a Proof of Claim to be provided to Creditors, which letter shall be substantially in the form attached hereto as **Schedule "B"**;
- (n) **"Monitor"** means Boale, Wood and Company Ltd., in its capacity as the court-appointed monitor of the Petitioner;
- (o) **"Monitor's Website"** means <https://www.boalewood.ca/2017/11/08/all-canadian-investment-corporation-acic/>;
- (p) **"Notice of Revision or Disallowance"** means a notice to a Creditor revising or disallowing such Creditor's Claim as set out in its Proof of Claim in whole or in part, which notice shall be substantially in the form attached hereto as **Schedule "D"**;
- (q) **"Person"** means any individual, partnership, firm, joint venture, trust, entity, corporation, unincorporated organization, trade union, employee or other association, Governmental Agency, or similar entity, howsoever designated or constituted;
- (r) **"Preferred Shareholders"** shall mean all Persons legally entitled to be registered in the central securities register of the Petitioner as the owners of preferred shares in the capital of the Petitioner;
- (s) **"Proof of Claim"** means the form to be completed and filed by a Creditor setting forth its Claim, which shall be substantially in the form attached hereto as **Schedule "C"**;
- (t) **"Proven Claim"** means a Claim that has been allowed by the Monitor or has been deemed to have been allowed by the Monitor pursuant to the terms of this Order;
- (u) **"Schedules"** means, collectively, Schedules "A" to "D" as attached to this Order;
- (v) **"Statement of Account"** means a document detailing the amounts advanced to ACIC and any amounts received by a creditor from ACIC; and
- (w) **"Unknown Creditor"** means a Creditor whose Claim is unknown by the Monitor as of the date of pronouncement of this Order and who does not receive a Claims Package from the Monitor.

NOTICE OF CLAIMS

2. The Monitor, in addition to its prescribed rights and obligations under the CCAA and the Initial Order, shall administer the claims procedures provided for herein and is hereby directed and empowered to take such other actions and fulfill such other roles as are contemplated by this Order.
3. The Monitor shall cause a Claims Package to be sent to each Creditor no later than November 28, 2019.
4. The Monitor shall cause a notice, substantially in the form of the Instruction Letter, to be placed in the Vancouver Sun newspaper no later than November 28, 2019.
5. The Monitor shall cause a copy of the Claims Package to be posted on the Monitor's Website, until the Claims Bar Date.
6. The Monitor shall cause a copy of the Claims Package to be sent to any Person requesting such material as soon as practicable.

FILING PROOF OF CLAIMS

7. Every Creditor asserting a Claim against the Petitioner shall set out its aggregate Claim in a Proof of Claim and deliver that Proof of Claim to the Monitor so that it is received by no later than the Claims Bar Date, or such later date as the Monitor may, in its sole discretion, agree to in writing.
8. Any Creditor who does not deliver a Proof of Claim in respect of a Claim as required under this Order, on or before the Claims Bar Date (or such later date as the Monitor may, in its sole discretion, agree to in writing), shall be forever barred from asserting such Claim against the Petitioner and such Claim shall be forever extinguished.

DETERMINATION OF CLAIMS

9. The Monitor is hereby authorized and directed to use reasonable discretion as to the adequacy of compliance in the manner in which Proofs of Claim are completed and executed and where the Monitor is satisfied that a Claim has been adequately proven, it may in its discretion agree to waive strict compliance with the requirements of this Order as to the completion and execution of the Proof of Claim.
10. The Monitor shall review each Proof of Claim received by the Claims Bar Date, or by such other date as the Monitor has agreed to in writing, and shall accept, revise or disallow the Claim.

CLAIM DISPUTES

11. Upon completion of its review of each Proof of Claim and its determination of the validity and value of the Claims in accordance with paragraph 10 hereof, the Monitor shall prepare a Report to the Court (the **"Claims Report"**) summarizing all Claims it has determined to accept as submitted (**"Accepted Claims"**), all claims it has determined to accept in an amount other than as submitted (**"Revised Claims"**), and all claims it has determined to reject (**"Disallowed Claims"**), and shall deliver a copy of the Claims Report to all parties via email to the electronic addresses, or such other address contained in the Proof of Claim.

12. The Monitor shall, within 3 business days of service of the Claims Report, publish upon the Monitor's Website a copy of the Claims Report and copies of all Accepted Claims and Revised Claims, together with all documents filed in connection with such Accepted Claims and Revised Claims.

13. In addition to delivering the Claims Report, if the Monitor determines to revise or disallow a Claim, the Monitor shall, within 3 business days of delivery of the Claims Report, deliver a Notice of Revision or Disallowance to the affected Creditor at the address as shown on the Proof of Claim.

14. Any Creditor who disputes the revision or disallowance of its Claim as set forth in a Notice of Revision or Disallowance shall, within 21 days after the date of delivery of the Claims Report, seek a determination by the Court of the validity and/or value of its Claim by filing with the Court, and serving upon the Monitor, a Notice of Application, together with all other documents upon which the Creditor intends to rely (the **"Disputing Creditor Application"**).

15. Any Creditor who fails to file and serve a Disputing Creditor Application in connection with any Claim within the deadline set forth in paragraph 14 hereof shall be deemed to accept the revision and/or disallowance of such Claim, and any Claim that is not disputed within the deadline set forth in paragraph 14 hereof shall constitute a Proven Claim, and shall be final and binding upon the Creditor.

16. If the Petitioner disputes the allowance or revision of any Claim, it shall, within 21 days after the date of delivery of the Claims Report, seek a determination by the Court of the validity and/or value of such Claim by filing with the Court, and serving upon the Monitor and the affected Creditor, a Notice of Application, together with all other documents upon which the Petitioner intends to rely (the **"Disputing Petitioner Application"**).

17. If the Petitioner fails to file and serve a Disputing Petitioner Application in connection with any Claim within the deadline set forth in paragraph 16 hereof, the Petitioner shall be deemed to accept the allowance or revision of such Claim, and any Claim that is not

disputed within the deadline set forth in paragraph 16 hereof shall be final and binding upon the Petitioner.

18. A Disputing Creditor Application or a Disputing Petitioner Application shall proceed before the Court as a true appeal and shall be heard upon such further terms as may be ordered by this Court, and for such purposes the Monitor is authorized and directed to seek directions from this Court in connection with any Disputing Petitioner Application and any Disputing Petitioner Application.

19. Subject to further Court Order, the Monitor may revise or disallow any Claim to the extent that the position being asserted conflicts with the Equity Claims Direction Order, and any Disputing Creditor Application submitted by a Preferred Shareholder shall be invalid to the extent that it conflicts with the Equity Claims Direction Order.

GENERAL PROVISIONS REGARDING THE CLAIMS PROCESS

20. Any Creditor who provides an email address, facsimile number or alternate address for delivery to the Monitor shall be deemed to consent to receiving materials at that email address, facsimile number or alternate address for delivery.

21. The Claims Process and the forms in the attached Schedules are hereby approved. Notwithstanding the foregoing, the Monitor may, from time to time, make minor charges to the forms as the Monitor may consider necessary or desirable.

22. Any notice or communication required to be delivered pursuant to the Claims Procedure shall be in writing and may be delivered by facsimile, electronic mail, personal delivery, courier or prepaid mail addressed to the Monitor as follows:

Boale, Wood & Company Ltd.
1140 – 800 West Pender Street
Vancouver, BC V6C 2V6
Attention: John McEown
Email: jmceown@boalewood.ca

23. Except as otherwise expressly provided herein, the Monitor be at liberty to serve, deliver or send any materials and orders in these proceedings, or any notices or other correspondence, by forwarding true copies thereof by prepaid ordinary mail, courier, personal delivery or electronic transmission to Creditors or other interested parties at their respective addresses as last shown on the records of the Petitioner and that any such service or notice by courier, personal delivery or electronic transmission shall be deemed to be received on the next Business Day following the date of forwarding thereof, or if sent by ordinary mail, on the third Business Day after mailing.

24. References in this Order to the singular shall include the plural, references to the plural shall include the singular and references to any gender shall include the other gender.

25. Any party affected by this Order may apply to this Court for an alteration or variation of this Order or direction as to the implementation of this Order upon two days' notice to the Monitor and the Petitioner and to any other party likely to be affected by the order sought or upon such other notice, if any, as this Court may order.

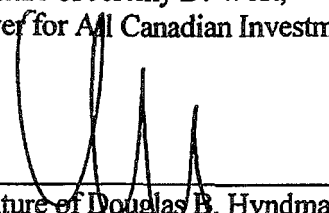
26. The Monitor may apply to this Court for advice and directions in relation to this Order or with respect to any matter relating to the Claims Process.

27. References in this Order to the singular shall include the plural and references to the plural shall include the singular and to any gender shall include the other gender.

28. Endorsement of this Order as to form by counsel appearing on this application, other than counsel for the Monitor and the Petitioner, is hereby dispensed with.

THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT:



Signature of Jeremy D. West,
Lawyer for All Canadian Investment Corporation

Signature of Douglas B. Hyndman,
Boale, Wood & Company Ltd., in its capacity as court-appointed
Monitor of All Canadian Investment Corporation

By the Court.



Registrar

SCHEDULE "A"

LIST OF COUNSEL APPEARING

Name of Counsel:	Counsel for:
Jeremy West	All Canadian Investment Corporation
Douglas B. Hyndman	Boale, Wood & Company Ltd., in its capacity as court-appointed Monitor of All Canadian Investment Corporation
John Whyte	Counsel for Hans-Uwe Andresen
Peter Reardon	Counsel for James Hancock and 1083163 Alberta Ltd.

SCHEDULE "B" –INSTRUCTION LETTER TO CREDITORS

<https://www.boalewood.ca/2017/11/08/all-canadian-investment-corporation-acic/>

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**

On November 8, 2017, All Canadian Investment Corporation ("ACIC") filed a petition with the Supreme Court of British Columbia pursuant to the *Companies' Creditors Arrangement Act*, R.S.C., 1985, c. C-36 (the "CCAA"). On November 10, 2017, Boale, Wood & Company Ltd. (the "Monitor") was appointed as the monitor in B.C.S.C. Vancouver Registry File No. S1710393 (the "CCAA Proceedings").

Pursuant to an Order of the Supreme Court of British Columbia made on November 18, 2019 in the CCAA Proceedings (the "Claims Process Order"), the Monitor has been authorized to conduct a Claims Process for the determination of Claims of Creditors against ACIC. Capitalized terms not defined within this letter shall have the meaning ascribed thereto in the Claims Process Order.

If you are a Creditor with a Claim against ACIC and you did not receive a Claims Package from the Monitor, then you must file a Proof of Claim. Please carefully review the following documents as they affect your legal rights:

1. The Claims Process Order; and
2. A Proof of Claim and instructions.

If you would like to submit a Proof of Claim as a Creditor of ACIC, then you must deliver to the Monitor a properly completed Proof of Claim with supporting documentation, in the form attached, by ordinary mail, registered mail, courier, facsimile or personal delivery and be received by the Monitor by the "Claims Bar Date" of 4:00 p.m. (Local Vancouver Time) on or before January 10, 2020, at:

**Boale, Wood & Company Ltd.
1140 – 800 West Pender Street
Vancouver, British Columbia V6C 2V6**

**Attn: John McEown
Tel: (604) 605-3335
Fax No. (604) 605-3359**

IF ANY CREDITOR FAILS TO FILE A PROOF OF CLAIM WITH THE MONITOR BY THE CLAIMS BAR DATE, JANUARY 10 2020, THEN SUCH CREDITOR WILL BE BARRED FROM MAKING OR ENFORCING ANY CLAIM AGAINST ACIC AND SUCH CLAIMS SHALL BE FOREVER RELEASED AND EXTINGUISHED, AND SUCH CREDITOR WILL NOT BE ENTITLED TO RECEIVE ANY FURTHER NOTICE OR FURTHER PARTICIPATION IN THE CCAA PROCEEDINGS.

The process for the revision or disallowance of a Claim and the process for appealing such revision or disallowance is set out in the Claims Process Order. If the Monitor revises or disallows your claim in whole or in part and if you fail to appeal such disallowance within 21 days of the date of delivery of any Notice of Revision or Disallowance, your claim will be deemed to be revised or disallowed as set out in the Notice of Revision or Disallowance and such Notice of Revision or Disallowance will be final and binding upon you for all purposes.

Additional documents and pertinent information regarding the CCAA Proceeding may be obtained from this website.

SCHEDULE "C" – PROOF OF CLAIM

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 or personal delivery to Boale, Wood & Company Ltd. (the "**Monitor**") at:

Boale, Wood & Company Ltd.
#1140 – 800 West Pender Street
Vancouver, BC V6C 2V6
Fax No.: (604) 605-3359

Attention : John McEown

- 2) Full Legal Name of Creditor: _____ (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):

4) Telephone Number: _____

5) Email: _____

6) Fax Number: _____

7) Claim Details:

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

My Claim amount is \$ _____

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 \$_____, 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 advanced by you to ACIC; and
 - ii. any amounts received by you or paid to any third party on behalf of or for the benefit of you from ACIC.
 - B. All documents supporting the amounts shown in the Statement of Account.

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

DATED at _____, this _____ day of _____, 2019.

Per:

[Name of Creditor – please print]

Signature of Creditor

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.

SCHEDULE "D" – NOTICE OF REVISION OR DISALLOWANCE

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

NOTICE OF REVISION OR DISALLOWANCE

TO: Name of Creditor: _____

Pursuant to the Claims Process Order, Boale, Wood & Company Ltd. (the "Monitor"), in its capacity as court-ordered monitor of All Canadian Investment Corporation, gives you notice that your Proof of Claim dated _____, 2019 has been reviewed and the Monitor, in consultation with All Canadian Investment Corporation, has revised or disallowed your Proof of Claim for the following reasons:

Subject only to the appeal of this disallowance being successfully brought by you in full compliance with the provisions of the Claims Process Order, including the prescribed time for any appeal to be filed, your claim will be allowed as follows:

Name of Creditor	Amount Claims	Amount Allowed

Per: _____
Authorized Signatory
Boale, Wood & Company Ltd.

If you wish to object to this Notice of Disallowance, you must, within **21 days** of the date of delivery of this Notice of Revision or Disallowance, file and serve a Notice of Application and any supporting Affidavit(s), at the Vancouver Registry of Supreme Court of British Columbia and to the address below to be heard by the Court on a date to be agreed to by counsel for the Monitor:

KORNFELD LLP
1100 One Bentall Centre
505 Burrard Street, Box 11
Vancouver, British Columbia V7X 1M5
Attention: Douglas B. Hyndman
Email: dhyndman@kornfeldllp.com

Subject to further dispute by you in accordance with the provisions of the Proof of Claim, your claim will be allowed at \$_____ for the purposes of voting and distribution.

A copy of the Claims Process Order is available on the Monitor's website at <https://www.boalewood.ca/2017/11/08/all-canadian-investment-corporation-acic/>.

DATED at Vancouver, British Columbia, this ____ day of _____, 2019.

No. S1710393
Vancouver Registry

**IN THE SUPREME COURT OF
BRITISH COLUMBIA**

BETWEEN:

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**

CLAIMS PROCESS ORDER

File No.: 228558-0000
Initials: JDW

WATSON GOEPEL LLP
Lawyers
Suite 1200 - 1075 West Georgia Street
VANCOUVER, B.C.
V6E 3C9

Tel: (604) 688 1301
Fax: (604) 688 8193

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

INSTRUCTION LETTER TO CREDITORS

On November 8, 2017, All Canadian Investment Corporation (“ACIC”) filed a petition with the Supreme Court of British Columbia pursuant to the *Companies' Creditors Arrangement Act*, R.S.C., 1985, c. C-36 (the “CCAA”). On November 10, 2017, Boale, Wood & Company Ltd. was appointed as the monitor in B.C.S.C. Vancouver Registry File No. S1710393 (the “CCAA Proceedings”). On November 25, 2019, the Court pronounced an Order appointing McEown and Associates Ltd. (the “Monitor”) as the Monitor in place of Boale, Wood and Company Ltd.

Pursuant to an Order of the Supreme Court of British Columbia made on November 18, 2019 in the CCAA Proceedings (the “**Claims Process Order**”), the Monitor has been authorized to conduct a Claims Process for the determination of Claims of Creditors against ACIC. Capitalized terms not defined within this letter shall have the meaning ascribed thereto in the Claims Process Order.

If you are a Creditor with a Claim against ACIC then you must file a Proof of Claim. Please carefully review the following documents as they affect your legal rights:

1. The Claims Process Order; and
2. A Proof of Claim and instructions.

You must deliver to the Monitor a properly completed Proof of Claim with supporting documentation, in the form attached, by ordinary mail, registered mail, courier, facsimile, electronic mail or personal delivery to be received by the Monitor by the “Claims Bar Date” of 4:00 p.m. on January 10, 2020, at:

**McEown and Associates Ltd.
1140 – 800 West Pender Street
Vancouver, British Columbia V6C 2V6**

**Attn: John McEown
Tel: (604) 558-8020
Fax No. (604) 558-8021**

IF ANY CREDITOR FAILS TO FILE A PROOF OF CLAIM WITH THE MONITOR BY THE CLAIMS BAR DATE OF 4 P.M. ON JANUARY 10, 2020, THEN SUCH CREDITOR WILL BE BARRED FROM MAKING OR ENFORCING ANY CLAIM AGAINST ACIC AND SUCH CLAIMS SHALL BE FOREVER RELEASED AND EXTINGUISHED, AND SUCH CREDITOR WILL NOT BE ENTITLED TO RECEIVE ANY FURTHER NOTICE OR FURTHER PARTICIPATION IN THE CCAA PROCEEDINGS.

The process for the revision or disallowance of a Claim and the process for appealing such revision or disallowance is set out in the Claims Process Order. If the Monitor revises or disallows your claim in whole or in part and if you fail to appeal such disallowance within 21 days of the date of delivery of any Notice of Revision or Disallowance, your claim will be deemed to be revised or disallowed as set out in the Notice of Revision or Disallowance and such Notice of Revision or Disallowance will be final and binding upon you for all purposes.

Additional documents and pertinent information regarding the CCAA Proceeding may be obtained from the websites:

<https://www.mceownassociates.com/all-canadian-investment-corporation>
<https://www.boalewood.ca/2017/11/08/all-canadian-investment-corporation-acic/>

APPENDIX B

**Published Notice, Vancouver Sun
dated November 27, 2019**

CLASSIFIEDS

PHONE: 1-877-699-8222 • EMAIL: CLASSIFIEDS@SUNPROVINCE.COM

Estate/Real Estate

BC ROOFING LTD.
Plywood 800-150
Roofing & Gutter
BCROOFING.COM

Painters & Decorators

Overland Painting
777-7373
Committed to providing you with a beautiful job. We are proud to show off our work. We are a family owned business. Call today for a free estimate. 604-772-1043

Accounting & Finance

Lead management
financial department
604-746-8882
info@proceedmanagement.ca

Technology & Telecommunications

Telecom
Technician
Tower & Rooftop
Site install
Network upgrades
Cable management
Tech savvy
bob.lyons@telus.net

Lost & Found

KEYS ON FOB
4 KEYS ON FOB
FOB VANCOUVER
m.f.davis@telus.net

Appliances

LOST CAT \$55.00
Nod. Volo. Light
Grey/White/Tan. Max. 200
and Repeat
MAX 604-336-1988

VANCOUVER SUN

ANNOUNCE YOUR EVENT ON CELEBRATION
SELL OR RENT YOUR VEHICLE!

FREE options available

Go to classifieds
sunprovince.com
andprovinco.com

Antiques, Art & Collectibles

2003/04 Vancouver
KIM'S CRYSTAL
SNOVY LANE - \$85
each or \$100 CASH
604-275-3705

Antiques, Art & Collectibles

ARTHUR PUGHARTY
BRANDON
CALENDAR C-003
\$299.00-275-2705

Antiques, Art & Collectibles

Avon Collectables
Assorted
Call 604-259-9571

Antiques, Art & Collectibles

Clash Dolls & Arts
Belle-bong - lace 16"
2014 1955 CASH \$50
604-563-0345

Antiques, Art & Collectibles

KEITH WALL
ART VINTAGE
507-007 AS new
\$35. 604-802-2984

Antiques, Art & Collectibles

THOMAS KINCADE
NEW 30 X 26 in.
College seen and
dream. 604-224-1480

Employment Services

RAYWAY
Learn to operate an
EXCAVATOR or BACKHOE

• Be employed in a field as a 12 weeks!
• Be trained by the owner/instructor with
over 37 years of practical experience and
a years of instructing.
• Weekly starts every Monday
• Funding options
• Job placement
• Check out the rest and then
be trained by the best at Rayway
604-266-1999

RAYWAY

1123 27th Street, Abbotsford, BC
Designated with Private Training
Institutions Branch

RAYWAY

1123 27th Street, Abbotsford, BC
Designated with Private Training
Institutions Branch

Antiques, Art & Collectibles

VINTAGE WOOD
CLARE
FALCON POPE 15
\$45. 604-802-2984

Antiques, Art & Collectibles

WALL ART
White orchids ON
BLACK 7x17 \$55.00
Call 604-802-2984

Antiques, Art & Collectibles

WALL ART
White orchids ON
BLACK 7x17 \$55.00
Call 604-802-2984

Antiques, Art & Collectibles

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Antiques, Art & Collectibles

WALL ART
White orchids ON
BLACK 7x17 \$55.00
Call 604-802-2984

Health & Beauty

BATH CHAIR
As new Adjustable
legs \$35.00 Call
604-802-2984

Health & Beauty

BATH CHAIR
POWERED!
PUSH 11995
Call 604-802-2984

Health & Beauty

BATH TRANSFER
BOARD
As new A Space
saver \$200.00 Call
604-802-2984

Health & Beauty

COMMODE
Ad. height Can roll
over the toilet \$200.00
Call 604-802-2984

Health & Beauty

COMMODE
Ad. height Can roll
over the toilet \$200.00
Call 604-802-2984

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Ad. height Can roll
over the toilet \$200.00
Call 604-802-2984

Health & Beauty

COMMODE
Ad. height Can roll
over the toilet \$200.00
Call 604-802-2984

Home - Indoor

Ice Cream Maker
12 Qt. \$25.00
Call 604-802-2984

Home - Indoor

Mikasa Park Lane
shower \$10.00 Call
604-802-2984

Home - Indoor

Punch Bowl
with 12 cups \$10.00
Call 604-802-2984

Home - Indoor

Reino
Neal stuff Rose
outlet. \$10.00
Call 604-802-2984

Home - Indoor

Shirley temple doll
book
doll and book \$9.00
Call 604-802-2984

Home - Indoor

Silver Flame Mirror
24x31 \$15.00 Call
604-802-2984

Home - Indoor

STEP LADDER
MULTI SET UP
2nd. 1st. 2nd. 3rd. 4th.
Call 604-802-2984

Home - Indoor

STEP LADDER
MULTI SET UP
2nd. 1st. 2nd. 3rd. 4th.
Call 604-802-2984

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Call 604-802-2984

Home - Indoor

STEP LADDER
MULTI SET UP
2nd. 1st. 2nd. 3rd. 4th.
Call 604-802-2984

Buy & Sell - Other

8 GAUGE
STRAIGHT TRACK
200.00 8 paces
604-799-7224
Harrison Lake

Buy & Sell - Other

SMITH CORONA
ELECTRIC
TYPEWRITER
New in box \$45.00
Call 604-802-2984

Buy & Sell - Other

BIKE HAND AIR
PUMPS AS NEW
CALL 604-802-2984

Buy & Sell - Other

GOLF BALLS
new 500 balls and up
\$5.00
Call 604-802-2984

Buy & Sell - Other

GORDON SMITH
LONG BOARD
Perfect. call \$75.00
Call 604-802-2984

Buy & Sell - Other

GORDON SMITH
LONG BOARD
Perfect. call \$75.00
Call 604-802-2984

Buy & Sell - Other

STEALTH BIKE
BACK HOUS
Bikes New \$70.00
Call 604-802-2984

Buy & Sell - Other

STEALTH BIKE
BACK HOUS
Bikes New \$70.00
Call 604-802-2984

Buy & Sell - Other

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Buy & Sell - Other

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Bikes New \$70.00
Call 604-802-2984

Legal & Tender Notices

Alvin Brown James
Rena & Mary Anne
Christine Anolik

Legal & Tender Notices

A lawsuit has been
started against you in
the BC Supreme
Court (Vancouver
Registry)
Action
45181(MT) related to
a dog attack on
March 27, 2017 at
Surrey. An Order has
been granted that you
may be added to the claim
by establishing
this as:

Legal & Tender Notices

The Supreme Court
Civil Rules provide
that a claimant may
respond to the claim
You may obtain a
copy of the Notice of
Civil Claim from the
Vancouver Supreme
Court Civil Registry
located at 600 Smith
Street.

Legal & Tender Notices

Notice of Completion
Completion of renovation
at 601-2019 Hastings
Place Vancouver, BC
V6T 2C2 is at 2019-11-27

Legal & Tender Notices

Notice of Completion
Completion of renovation
at 601-2019 Hastings
Place Vancouver, BC
V6T 2C2 is at 2019-11-27

Legal & Tender Notices

Notice of Completion
Completion of renovation
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Legal & Tender Notices

Notice of Completion
Completion of renovation
at 601-2019 Hastings
Place Vancouver, BC
V6T 2C2 is at 2019-11-27

Legal & Tender Notices

APPENDIX C

Claims Package

November 28, 2019

To All Creditors

Dear Creditors:

**Re: In the Matter of the *Companies' Creditors Arrangement Act* Proceedings of
All Canadian Investment Corporation ("ACIC" or the "Company")**

Pursuant to the Order of November 18, 2019, pronounced by Mr. Justice Walker in the CCAA proceedings, which deals with the Claims Procedure for creditors, we enclose for service upon you the following materials:

1. Order Made After Application dated November 18, 2019 (the "Claims Process Order");
2. Instruction Letter to Creditors;
3. Proof of Claim and instructions;

Creditors must deliver to the Monitor a properly completed Proof of Claim form on or before the Claims Bar Date of **4:00 p.m. on January 10, 2020 by ordinary mail, registered mail, courier, facsimile, electronic mail or personal delivery.**

IF ANY CREDITOR FAILS TO FILE A PROOF OF CLAIM WITH THE MONITOR BY THE CLAIMS BAR DATE OF 4 P.M. ON JANUARY 10, 2020, THEN SUCH CREDITOR WILL BE BARRED FROM MAKING OR ENFORCING ANY CLAIM AGAINST ACIC AND SUCH CLAIMS SHALL BE FOREVER RELEASED AND EXTINGUISHED, AND SUCH CREDITOR WILL NOT BE ENTITLED TO RECEIVE ANY FURTHER NOTICE OR FURTHER PARTICIPATION IN THE CCAA PROCEEDINGS.

Should you have any questions with respect to this information, please contact us.

Yours very truly,

McEown and Associates Ltd.

In its capacity as Court-appointed Monitor of
All Canadian Investment Corporation

Per: John McEown, CPA, CA, CIRP



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

ORDER MADE AFTER APPLICATION
(CLAIMS PROCESS ORDER)

BEFORE THE HONOURABLE
MR. JUSTICE WALKER

)
)
)

THE 18th DAY OF NOVEMBER 2019

ON THE APPLICATION of All Canadian Investment Corporation (the "**Petitioner**") dated November 14, 2019 coming on for hearing at Vancouver, British Columbia on this 18th day November 2019, and on hearing Jeremy D. West, counsel for the Petitioner and those other counsel listed on **Schedule "A"** hereto AND UPON READING the material filed herein for the purposes of this application:

THIS COURT ORDERS that:

DEFINITIONS

1. For the purposes of this Order, capitalized terms and expressions shall have the meanings set out in the Order of this Court pronounced in these proceedings on November 10, 2017 (as extended and varied from time to time, the "**Initial Order**"), and where not defined in the Initial Order, shall have the following meanings:

- (a) **“Business Day”** means a day, other than a Saturday or a Sunday, on which banks are generally open for business in Vancouver, British Columbia;
- (b) **“BIA”** means the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3;
- (c) **“CCAA”** means the *Companies’ Creditors Arrangement Act*, R.S.C., 1985, c. C-36;
- (d) **“Claim”** means the right of any Person against the Petitioner in connection with any indebtedness, liability or obligation of any kind (including all contingent liabilities), whether secured or unsecured, at the date of the Initial Order, namely November 10, 2017, that would be a claim provable in bankruptcy within the meaning of the *BIA*;
- (e) **“Claims Bar Date”** means 4:00 p.m. (Vancouver Time) on January 10, 2020;
- (f) **“Claims Package”** means the document package which shall include a copy of the Instruction Letter, a Proof of Claim and such other materials as the Monitor considers necessary or appropriate;
- (g) **“Claims Procedure”** means the procedures outlined in this order in connection with the assertion of Claims against the Petitioner;
- (h) **“Court”** means the Supreme Court of British Columbia;
- (i) **“Creditor”** means any Person asserting a Claim or potentially having a Claim as determined by the Monitor but in accordance with the Equity Claims Direction Order, does not include Preferred Shareholders;
- (j) **“Dispute Package”** means, with respect to any Claim, a copy of the related Proof of Claim and Notice of Revision or Disallowance;
- (k) **“Equity Claims Direction Order”** means the Order pronounced in the Reasons for Judgment of Mr. Justice Walker pronounced September 4, 2019 in which it was determined that the claims of all of the Petitioner’s Preferred Shareholders fall within the ambit of ‘equity’ claims as defined in s. 2 of the CCAA;
- (l) **“Governmental Agency”** means any federal, provincial, state or local government, agency or instrumentality thereof or similar entity, howsoever designated or constituted exercising executive, legislative, judicial, regulatory or administrative functions in Canada, the United States, or elsewhere;

- (m) **"Instruction Letter"** means the letter regarding completion of a Proof of Claim to be provided to Creditors, which letter shall be substantially in the form attached hereto as **Schedule "B"**;
- (n) **"Monitor"** means Boale, Wood and Company Ltd., in its capacity as the court-appointed monitor of the Petitioner;
- (o) **"Monitor's Website"** means <https://www.boalewood.ca/2017/11/08/all-canadian-investment-corporation-acic/>;
- (p) **"Notice of Revision or Disallowance"** means a notice to a Creditor revising or disallowing such Creditor's Claim as set out in its Proof of Claim in whole or in part, which notice shall be substantially in the form attached hereto as **Schedule "D"**;
- (q) **"Person"** means any individual, partnership, firm, joint venture, trust, entity, corporation, unincorporated organization, trade union, employee or other association, Governmental Agency, or similar entity, howsoever designated or constituted;
- (r) **"Preferred Shareholders"** shall mean all Persons legally entitled to be registered in the central securities register of the Petitioner as the owners of preferred shares in the capital of the Petitioner;
- (s) **"Proof of Claim"** means the form to be completed and filed by a Creditor setting forth its Claim, which shall be substantially in the form attached hereto as **Schedule "C"**;
- (t) **"Proven Claim"** means a Claim that has been allowed by the Monitor or has been deemed to have been allowed by the Monitor pursuant to the terms of this Order;
- (u) **"Schedules"** means, collectively, Schedules "A" to "D" as attached to this Order;
- (v) **"Statement of Account"** means a document detailing the amounts advanced to ACIC and any amounts received by a creditor from ACIC; and
- (w) **"Unknown Creditor"** means a Creditor whose Claim is unknown by the Monitor as of the date of pronouncement of this Order and who does not receive a Claims Package from the Monitor.

NOTICE OF CLAIMS

2. The Monitor, in addition to its prescribed rights and obligations under the CCAA and the Initial Order, shall administer the claims procedures provided for herein and is hereby directed and empowered to take such other actions and fulfill such other roles as are contemplated by this Order.
3. The Monitor shall cause a Claims Package to be sent to each Creditor no later than November 28, 2019.
4. The Monitor shall cause a notice, substantially in the form of the Instruction Letter, to be placed in the Vancouver Sun newspaper no later than November 28, 2019.
5. The Monitor shall cause a copy of the Claims Package to be posted on the Monitor's Website, until the Claims Bar Date.
6. The Monitor shall cause a copy of the Claims Package to be sent to any Person requesting such material as soon as practicable.

FILING PROOF OF CLAIMS

7. Every Creditor asserting a Claim against the Petitioner shall set out its aggregate Claim in a Proof of Claim and deliver that Proof of Claim to the Monitor so that it is received by no later than the Claims Bar Date, or such later date as the Monitor may, in its sole discretion, agree to in writing.
8. Any Creditor who does not deliver a Proof of Claim in respect of a Claim as required under this Order, on or before the Claims Bar Date (or such later date as the Monitor may, in its sole discretion, agree to in writing), shall be forever barred from asserting such Claim against the Petitioner and such Claim shall be forever extinguished.

DETERMINATION OF CLAIMS

9. The Monitor is hereby authorized and directed to use reasonable discretion as to the adequacy of compliance in the manner in which Proofs of Claim are completed and executed and where the Monitor is satisfied that a Claim has been adequately proven, it may in its discretion agree to waive strict compliance with the requirements of this Order as to the completion and execution of the Proof of Claim.
10. The Monitor shall review each Proof of Claim received by the Claims Bar Date, or by such other date as the Monitor has agreed to in writing, and shall accept, revise or disallow the Claim.

CLAIM DISPUTES

11. Upon completion of its review of each Proof of Claim and its determination of the validity and value of the Claims in accordance with paragraph 10 hereof, the Monitor shall prepare a Report to the Court (the **"Claims Report"**) summarizing all Claims it has determined to accept as submitted (**"Accepted Claims"**), all claims it has determined to accept in an amount other than as submitted (**"Revised Claims"**), and all claims it has determined to reject (**"Disallowed Claims"**), and shall deliver a copy of the Claims Report to all parties via email to the electronic addresses, or such other address contained in the Proof of Claim.

12. The Monitor shall, within 3 business days of service of the Claims Report, publish upon the Monitor's Website a copy of the Claims Report and copies of all Accepted Claims and Revised Claims, together with all documents filed in connection with such Accepted Claims and Revised Claims.

13. In addition to delivering the Claims Report, if the Monitor determines to revise or disallow a Claim, the Monitor shall, within 3 business days of delivery of the Claims Report, deliver a Notice of Revision or Disallowance to the affected Creditor at the address as shown on the Proof of Claim.

14. Any Creditor who disputes the revision or disallowance of its Claim as set forth in a Notice of Revision or Disallowance shall, within 21 days after the date of delivery of the Claims Report, seek a determination by the Court of the validity and/or value of its Claim by filing with the Court, and serving upon the Monitor, a Notice of Application, together with all other documents upon which the Creditor intends to rely (the **"Disputing Creditor Application"**).

15. Any Creditor who fails to file and serve a Disputing Creditor Application in connection with any Claim within the deadline set forth in paragraph 14 hereof shall be deemed to accept the revision and/or disallowance of such Claim, and any Claim that is not disputed within the deadline set forth in paragraph 14 hereof shall constitute a Proven Claim, and shall be final and binding upon the Creditor.

16. If the Petitioner disputes the allowance or revision of any Claim, it shall, within 21 days after the date of delivery of the Claims Report, seek a determination by the Court of the validity and/or value of such Claim by filing with the Court, and serving upon the Monitor and the affected Creditor, a Notice of Application, together with all other documents upon which the Petitioner intends to rely (the **"Disputing Petitioner Application"**).

17. If the Petitioner fails to file and serve a Disputing Petitioner Application in connection with any Claim within the deadline set forth in paragraph 16 hereof, the Petitioner shall be deemed to accept the allowance or revision of such Claim, and any Claim that is not

disputed within the deadline set forth in paragraph 16 hereof shall be final and binding upon the Petitioner.

18. A Disputing Creditor Application or a Disputing Petitioner Application shall proceed before the Court as a true appeal and shall be heard upon such further terms as may be ordered by this Court, and for such purposes the Monitor is authorized and directed to seek directions from this Court in connection with any Disputing Petitioner Application and any Disputing Petitioner Application.

19. Subject to further Court Order, the Monitor may revise or disallow any Claim to the extent that the position being asserted conflicts with the Equity Claims Direction Order, and any Disputing Creditor Application submitted by a Preferred Shareholder shall be invalid to the extent that it conflicts with the Equity Claims Direction Order.

GENERAL PROVISIONS REGARDING THE CLAIMS PROCESS

20. Any Creditor who provides an email address, facsimile number or alternate address for delivery to the Monitor shall be deemed to consent to receiving materials at that email address, facsimile number or alternate address for delivery.

21. The Claims Process and the forms in the attached Schedules are hereby approved. Notwithstanding the foregoing, the Monitor may, from time to time, make minor charges to the forms as the Monitor may consider necessary or desirable.

22. Any notice or communication required to be delivered pursuant to the Claims Procedure shall be in writing and may be delivered by facsimile, electronic mail, personal delivery, courier or prepaid mail addressed to the Monitor as follows:

Boale, Wood & Company Ltd.
1140 – 800 West Pender Street
Vancouver, BC V6C 2V6
Attention: John McEown
Email: jmceown@boalewood.ca

23. Except as otherwise expressly provided herein, the Monitor be at liberty to serve, deliver or send any materials and orders in these proceedings, or any notices or other correspondence, by forwarding true copies thereof by prepaid ordinary mail, courier, personal delivery or electronic transmission to Creditors or other interested parties at their respective addresses as last shown on the records of the Petitioner and that any such service or notice by courier, personal delivery or electronic transmission shall be deemed to be received on the next Business Day following the date of forwarding thereof, or if sent by ordinary mail, on the third Business Day after mailing.

24. References in this Order to the singular shall include the plural, references to the plural shall include the singular and references to any gender shall include the other gender.

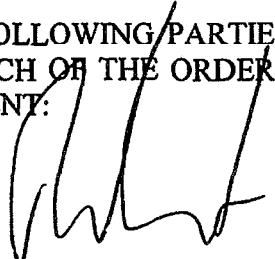
25. Any party affected by this Order may apply to this Court for an alteration or variation of this Order or direction as to the implementation of this Order upon two days' notice to the Monitor and the Petitioner and to any other party likely to be affected by the order sought or upon such other notice, if any, as this Court may order.

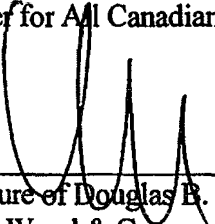
26. The Monitor may apply to this Court for advice and directions in relation to this Order or with respect to any matter relating to the Claims Process.

27. References in this Order to the singular shall include the plural and references to the plural shall include the singular and to any gender shall include the other gender.

28. Endorsement of this Order as to form by counsel appearing on this application, other than counsel for the Monitor and the Petitioner, is hereby dispensed with.

THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT:



Signature of Jeremy D. West,
Lawyer for All Canadian Investment Corporation

Signature of Douglas B. Hyndman,
Boale, Wood & Company Ltd., in its capacity as court-appointed
Monitor of All Canadian Investment Corporation

By the Court.



Registrar

SCHEDULE "A"

LIST OF COUNSEL APPEARING

Name of Counsel:	Counsel for:
Jeremy West	All Canadian Investment Corporation
Douglas B. Hyndman	Boale, Wood & Company Ltd., in its capacity as court-appointed Monitor of All Canadian Investment Corporation
John Whyte	Counsel for Hans-Uwe Andresen
Peter Reardon	Counsel for James Hancock and 1083163 Alberta Ltd.

SCHEDULE "B" –INSTRUCTION LETTER TO CREDITORS

<https://www.boalewood.ca/2017/11/08/all-canadian-investment-corporation-acic/>

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**

On November 8, 2017, All Canadian Investment Corporation ("ACIC") filed a petition with the Supreme Court of British Columbia pursuant to the *Companies' Creditors Arrangement Act*, R.S.C., 1985, c. C-36 (the "CCAA"). On November 10, 2017, Boale, Wood & Company Ltd. (the "Monitor") was appointed as the monitor in B.C.S.C. Vancouver Registry File No. S1710393 (the "CCAA Proceedings").

Pursuant to an Order of the Supreme Court of British Columbia made on November 18, 2019 in the CCAA Proceedings (the "Claims Process Order"), the Monitor has been authorized to conduct a Claims Process for the determination of Claims of Creditors against ACIC. Capitalized terms not defined within this letter shall have the meaning ascribed thereto in the Claims Process Order.

If you are a Creditor with a Claim against ACIC and you did not receive a Claims Package from the Monitor, then you must file a Proof of Claim. Please carefully review the following documents as they affect your legal rights:

1. The Claims Process Order; and
2. A Proof of Claim and instructions.

If you would like to submit a Proof of Claim as a Creditor of ACIC, then you must deliver to the Monitor a properly completed Proof of Claim with supporting documentation, in the form attached, by ordinary mail, registered mail, courier, facsimile or personal delivery and be received by the Monitor by the “Claims Bar Date” of 4:00 p.m. (Local Vancouver Time) on or before January 10, 2020, at:

**Boale, Wood & Company Ltd.
1140 – 800 West Pender Street
Vancouver, British Columbia V6C 2V6**

**Attn: John McEown
Tel: (604) 605-3335
Fax No. (604) 605-3359**

IF ANY CREDITOR FAILS TO FILE A PROOF OF CLAIM WITH THE MONITOR BY THE CLAIMS BAR DATE, JANUARY 10 2020, THEN SUCH CREDITOR WILL BE BARRED FROM MAKING OR ENFORCING ANY CLAIM AGAINST ACIC AND SUCH CLAIMS SHALL BE FOREVER RELEASED AND EXTINGUISHED, AND SUCH CREDITOR WILL NOT BE ENTITLED TO RECEIVE ANY FURTHER NOTICE OR FURTHER PARTICIPATION IN THE CCAA PROCEEDINGS.

The process for the revision or disallowance of a Claim and the process for appealing such revision or disallowance is set out in the Claims Process Order. If the Monitor revises or disallows your claim in whole or in part and if you fail to appeal such disallowance within 21 days of the date of delivery of any Notice of Revision or Disallowance, your claim will be deemed to be revised or disallowed as set out in the Notice of Revision or Disallowance and such Notice of Revision or Disallowance will be final and binding upon you for all purposes.

Additional documents and pertinent information regarding the CCAA Proceeding may be obtained from this website.

SCHEDULE "C" – PROOF OF CLAIM

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 or personal delivery to Boale, Wood & Company Ltd. (the **"Monitor"**) at:

Boale, Wood & Company Ltd.
#1140 – 800 West Pender Street
Vancouver, BC V6C 2V6
Fax No.: (604) 605-3359

Attention : John McEown

- 2) Full Legal Name of Creditor: _____ (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):

4) Telephone Number: _____

5) Email: _____

6) Fax Number: _____

7) Claim Details:

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

My Claim amount is \$ _____

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 \$ _____, 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 advanced by you to ACIC; and
 - ii. any amounts received by you or paid to any third party on behalf of or for the benefit of you from ACIC.
 - B. All documents supporting the amounts shown in the Statement of Account.

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

DATED at _____, this _____ day of _____, 2019.

Per: _____
[Name of Creditor – please print]

Signature of Creditor

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.

SCHEDULE "D" – NOTICE OF REVISION OR DISALLOWANCE

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**

NOTICE OF REVISION OR DISALLOWANCE

TO: Name of Creditor: _____

Pursuant to the Claims Process Order, Boale, Wood & Company Ltd. (the "Monitor"), in its capacity as court-ordered monitor of All Canadian Investment Corporation, gives you notice that your Proof of Claim dated _____, 2019 has been reviewed and the Monitor, in consultation with All Canadian Investment Corporation, has revised or disallowed your Proof of Claim for the following reasons:

Subject only to the appeal of this disallowance being successfully brought by you in full compliance with the provisions of the Claims Process Order, including the prescribed time for any appeal to be filed, your claim will be allowed as follows:

Name of Creditor	Amount Claims	Amount Allowed

Per: _____
Authorized Signatory
Boale, Wood & Company Ltd.

If you wish to object to this Notice of Disallowance, you must, within 21 days of the date of delivery of this Notice of Revision or Disallowance, file and serve a Notice of Application and any supporting Affidavit(s), at the Vancouver Registry of Supreme Court of British Columbia and to the address below to be heard by the Court on a date to be agreed to by counsel for the Monitor:

KORNFELD LLP
1100 One Bentall Centre
505 Burrard Street, Box 11
Vancouver, British Columbia V7X 1M5
Attention: Douglas B. Hyndman
Email: dhyndman@kornfeldllp.com

Subject to further dispute by you in accordance with the provisions of the Proof of Claim, your claim will be allowed at \$_____ for the purposes of voting and distribution.

A copy of the Claims Process Order is available on the Monitor's website at <https://www.boalewood.ca/2017/11/08/all-canadian-investment-corporation-acic/>.

DATED at Vancouver, British Columbia, this ____ day of _____, 2019.

No. S1710393
Vancouver Registry

IN THE SUPREME COURT OF
BRITISH COLUMBIA

BETWEEN:

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

CLAIMS PROCESS ORDER

File No.: 228558-0000

Initials: JDW

WATSON GOEPEL LLP
Lawyers
Suite 1200 - 1075 West Georgia Street
VANCOUVER, B.C.
V6E 3C9

Tel: (604) 688 1301

Fax: (604) 688 8193

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

INSTRUCTION LETTER TO CREDITORS

On November 8, 2017, All Canadian Investment Corporation (“**ACIC**”) filed a petition with the Supreme Court of British Columbia pursuant to the *Companies' Creditors Arrangement Act*, R.S.C., 1985, c. C-36 (the “**CCAA**”). On November 10, 2017, Boale, Wood & Company Ltd. was appointed as the monitor in B.C.S.C. Vancouver Registry File No. S1710393 (the “**CCAA Proceedings**”). On November 25, 2019, the Court pronounced an Order appointing McEown and Associates Ltd. (the “**Monitor**”) as the Monitor in place of Boale, Wood and Company Ltd.

Pursuant to an Order of the Supreme Court of British Columbia made on November 18, 2019 in the CCAA Proceedings (the “**Claims Process Order**”), the Monitor has been authorized to conduct a Claims Process for the determination of Claims of Creditors against ACIC. Capitalized terms not defined within this letter shall have the meaning ascribed thereto in the Claims Process Order.

If you are a Creditor with a Claim against ACIC then you must file a Proof of Claim. Please carefully review the following documents as they affect your legal rights:

1. The Claims Process Order; and
2. A Proof of Claim and instructions.

You must deliver to the Monitor a properly completed Proof of Claim with supporting documentation, in the form attached, by ordinary mail, registered mail, courier, facsimile, electronic mail or personal delivery to be received by the Monitor by the “Claims Bar Date” of 4:00 p.m. on January 10, 2020, at:

**McEown and Associates Ltd.
1140 – 800 West Pender Street
Vancouver, British Columbia V6C 2V6**

**Attn: John McEown
Tel: (604) 558-8020
Fax No. (604) 558-8021**

IF ANY CREDITOR FAILS TO FILE A PROOF OF CLAIM WITH THE MONITOR BY THE CLAIMS BAR DATE OF 4 P.M. ON JANUARY 10, 2020, THEN SUCH CREDITOR WILL BE BARRED FROM MAKING OR ENFORCING ANY CLAIM AGAINST ACIC AND SUCH CLAIMS SHALL BE FOREVER RELEASED AND EXTINGUISHED, AND SUCH CREDITOR WILL NOT BE ENTITLED TO RECEIVE ANY FURTHER NOTICE OR FURTHER PARTICIPATION IN THE CCAA PROCEEDINGS.

The process for the revision or disallowance of a Claim and the process for appealing such revision or disallowance is set out in the Claims Process Order. If the Monitor revises or disallows your claim in whole or in part and if you fail to appeal such disallowance within 21 days of the date of delivery of any Notice of Revision or Disallowance, your claim will be deemed to be revised or disallowed as set out in the Notice of Revision or Disallowance and such Notice of Revision or Disallowance will be final and binding upon you for all purposes.

Additional documents and pertinent information regarding the CCAA Proceeding may be obtained from the websites:

<https://www.mceownassociates.com/all-canadian-investment-corporation>

<https://www.boalewood.ca/2017/11/08/all-canadian-investment-corporation-acic/>

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: _____ (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):

4) Telephone Number: _____

5) Email: _____

6) Fax Number: _____

7) Claim Details:

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

My Claim amount is \$ _____ 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 \$ _____, 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 _____, this _____ day of _____, 20____.

Per:

[Name of Creditor – please print]

Signature of Creditor

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.

Instructions for Completion of Proof of Claim:

- Please complete separate Proofs of Claim in the event that you have more than one claim against ACIC.
- Ensure that you complete the full name and delivery address, including telephone number, fax number and e-mail address, of the creditor making the claim.
- The balance owing on the claim details (item 7) must be calculated as of November 10, 2017.
- The Proof of Claim is incomplete unless you include a statement and description of the claim and attach all supporting documents including statements of accounts and/or invoices in support. The supporting documents must show the date, number and value of all invoices or charges, and must conform to the amount of the Claim as set out in item 7.
- The Proof of Claim is incomplete unless it is signed and dated by you.
- The Proof of Claim is incomplete unless it is signed in the presence of a witness.
- The signed and completed Proof of Claim, together with all supporting documents, must be returned to the Monitor, at the following address before **4:00 p.m. on JANUARY 10, 2020**:

McEown and Associates Ltd.
1140 – 800 West Pender Street
Vancouver, British Columbia V6C 2V6
Attn: Mr. John McEown
Tel: (604) 558-8020
Fax No. (604) 558-8021
jm@mceownassociates.ca

- The Monitor is entitled to disallow your Proof of Claim in whole or in part. If your Proof of Claim is disallowed in whole or in part, the Monitor will send you a Notice of Revision or Disallowance along with particulars as to how you may dispute the Notice of Revision or Disallowance. If you do not receive a Notice of Revision or Disallowance, then the Monitor has accepted your Proof of Claim.

- PLEASE CONTACT MONITOR AT THE ADDRESS AND E-MAIL SET OUT ABOVE IF YOU HAVE ANY QUESTIONS ABOUT COMPLETING YOUR PROOF OF CLAIM.

IF ANY CREDITOR FAILS TO FILE A PROOF OF CLAIM WITH THE MONITOR BY THE CLAIMS BAR DATE OF 4 P.M. ON JANUARY 10, 2020, THEN SUCH CREDITOR WILL BE BARRED FROM MAKING OR ENFORCING ANY CLAIM AGAINST ACIC AND SUCH CLAIMS SHALL BE FOREVER RELEASED AND EXTINGUISHED, AND SUCH CREDITOR WILL NOT BE ENTITLED TO RECEIVE ANY FURTHER NOTICE OR FURTHER PARTICIPATION IN THE CCAA PROCEEDINGS.