

**ONTARIO
SUPERIOR COURT OF JUSTICE
(Commercial List)**

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

B E T W E E N:

MBL ADMINISTRATIVE AGENT II LLC, as agent for POST ROAD SPECIALTY LENDING FUND II LP (f/k/a MAN BRIDGE LANE SPECIALTY LENDING FUND II (US) LP), and POST ROAD SPECIALTY LENDING FUND (UMINN) LP (f/k/a MAN BRIDGE LANE SPECIALTY LENDING FUND (UMINN) LP)

Applicant

and

TRADE X GROUP OF COMPANIES INC., 12771888 CANADA INC., TVAS INC., TRADEXPRESS AUTO CANADA INC., TRADE X FUND GP INC., TRADE X LP FUND I, TRADE X CONTINENTAL INC., TX CAPITAL CORP., TECHLANTIC LTD. and TX OPS CANADA CORPORATION

Respondents

**SUPPLEMENTARY AFFIDAVIT OF WESTIN LOVY
SWORN DECEMBER 8, 2023**

I, **Westin Lovy**, of the City of Stamford, in the State of Connecticut, MAKE OATH
AND SAY:

1. I, Westin Lovy, am a Managing Director of Post Road Group LP (“**PRG**”), which is the parent company to the Applicant, MBL Administrative Agent II LLC (“**MBL**” or the “**Applicant**”). As such, I have personal knowledge of the matters deposed to herein.

2. As described in my first Affidavit dated December 4, 2023, as part of the Security in favour of MBL, the Borrowers, TX Canada, Techlantic and Tradexpress have entered into blocked accounts agreements with Royal Bank of Canada (“**RBC**”) and deposit account control agreements with Silicon Valley Bank (“**SVB**”) in favour of MBL (the “**DACAs**”).¹

3. MBL does not have DACAs over all of the Respondents’ bank accounts. I am aware of at least two of the Respondents’ bank accounts with RBC and at least five of the Respondents’ bank accounts with SVB that MBL does not have DACAs over.

4. Since October 2023, MBL has made efforts to work with both RBC and SVB to gain control over these accounts but continues to be unsuccessful because both RBC and SVB require the account holders to consent, which the Respondents refuse to provide. Despite acknowledging that all of the Respondents’ inbound funds must be placed into accounts over which MBL has DACAs in order to satisfy the Indebtedness, the Respondents continue to place funds into their other accounts to be used to pay for their business operations, including their payroll and suppliers, and continue to avoid signing amended agreements that would allow MBL to sweep the Respondents’ funds. Attached as **Exhibit “A”** is email correspondence that I had with Holland & Knight LLP², RBC and Techlantic in which Techlantic refused to sign an amended blocked account agreement with RBC in favour of MBL.

¹ Capitalized terms used in this Affidavit but not defined herein have the meanings ascribed to them in my Affidavit sworn December 4, 2023.

² Holland & Knight LLP acts as U.S. counsel to MBL and PRG.

SWORN by Westin Lovy in the City of Stamford, in the State of Connecticut, remotely before me in the City of Toronto, Province of Ontario, on this 8th day of December, 2023 in accordance with O. Reg. 431/20: Administering Oath or Declaration Remotely

Maya Churilov

Commissioner for Taking Affidavits
MAYA CHURILOV

Westin Lovy

Westin Lovy

This is Exhibit "A" referred to in the Affidavit of Westin Lovy sworn by Westin Lovy in the City of Stamford, in the State of Connecticut, before me at City of Toronto, in the Province of Ontario, on December 8, 2023 in accordance with O. Reg. 431/20, Administering Oath or Declaration Remotely.

Maya Churilov

A Commissioner for Taking Affidavits
Maya Churilov (LSO#87190A)

Churilov, Maya

From: Westin Lovy <wlovy@postroadgroup.com>
Sent: November 30, 2023 5:53 PM
To: Eric van Essen; June da Costa; Michelle Ralph
Cc: Turnbull, Kyle (CLT - X37822); Steinberg, Joseph A (DAL - X59490); Caglar, Ece (Commercial Markets); Neville, Lauren (DAL - X59435); Patrick Leung; Court, Scott; Gajadhar, Adrian; Brian Broesder; Adam Nadborny; Michael Grosso
Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

Following up on payments for vehicles recently sold:

- Please provide the receipts or wire confirmations for the amounts actually paid by buyers for these vehicles
 - In which accounts were payments received?
- Please confirm that you have withheld some of the proceeds received from these sales to make payments you determined below
 - Please provide records of any such payments you made and to which parties

This is likely duplicative of the information requested by FTI, but we have not seen responses to that yet.

Thank you

From: Eric van Essen <eric@techlantic.com>
Sent: Friday, November 24, 2023 11:14 AM
To: Westin Lovy <wlovy@postroadgroup.com>; Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>; Steinberg, Joseph A (DAL - X59490) <Joe.Steinberg@hklaw.com>; Neville, Lauren (DAL - X59435) <Lauren.Neville@hklaw.com>
Cc: Turnbull, Kyle (CLT - X37822) <Kyle.Turnbull@hklaw.com>; Patrick Leung <patrick.leung@tradexport.com>; Court, Scott <scott.court@rbc.com>; Gajadhar, Adrian <adrian.gajadhar@rbc.com>; Brian Broesder <bbroesder@postroadgroup.com>; Adam Nadborny <anadborny@postroadgroup.com>; Michael Grosso <mgrosso@postroadgroup.com>; June da Costa <june@techlantic.com>
Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

Understood Wes. The "Excess" refers to cash that was not captured on the master spreadsheet already.

Upon further investigation on this, the reason for it is that there is still an HST payable to a supplier that was claimed but not paid yet so it's not as excess as I thought, but please rest assured we are making things as lean as possible in Techlantic and directing all inbound Techlantic assets to PRG as they are liquidated after the critical expenditures below.

Eric van Essen

Techlantic Ltd. | 700 Third Line, Oakville, Ontario, Canada, L6L 4B1

Office: +1-905-465-1062 x 234 Mobile: +1-289-242-6182

www.techlantic.com



From: Westin Lovy <wlovy@postroadgroup.com>
Sent: Friday, November 24, 2023 7:49 AM
To: Eric van Essen <eric@techlantic.com>; Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>; Steinberg, Joseph A (DAL - X59490) <Joe.Steinberg@hklaw.com>; Neville, Lauren (DAL - X59435) <Lauren.Neville@hklaw.com>
Cc: Turnbull, Kyle (CLT - X37822) <Kyle.Turnbull@hklaw.com>; Patrick Leung <patrick.leung@tradexport.com>; Court,

Scott <scott.court@rbc.com>; Gajadhar, Adrian <adrian.gajadhar@rbc.com>; Brian Broesder <bbroesder@postroadgroup.com>; Adam Nadborny <anadborny@postroadgroup.com>; Michael Grosso <mgrosso@postroadgroup.com>; June da Costa <june@techlantic.com>
Subject: Re: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

I want to be crystal clear. There are no “excess funds” that techlantic or trade x may use for any purposes. Every dollar represents proceeds of PRG collateral. Until the obligations are repaid in full all funds should immediately be turned over to PRG for the repayment of the loans. Had you not misdirected over \$7mm this would be a much lower number to solve for.

When that HST is received then it over to PRG. When any other funds are received for any reason turn them over to PRG.

From: Eric van Essen <eric@techlantic.com>
Sent: Thursday, November 23, 2023 11:16:57 AM
To: Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>; Steinberg, Joseph A (DAL - X59490) <Joe.Steinberg@hklaw.com>; Neville, Lauren (DAL - X59435) <Lauren.Neville@hklaw.com>; Westin Lovy <wlovy@postroadgroup.com>
Cc: Turnbull, Kyle (CLT - X37822) <Kyle.Turnbull@hklaw.com>; Patrick Leung <patrick.leung@tradexport.com>; Court, Scott <scott.court@rbc.com>; Gajadhar, Adrian <adrian.gajadhar@rbc.com>; Brian Broesder <bbroesder@postroadgroup.com>; Adam Nadborny <anadborny@postroadgroup.com>; Michael Grosso <mgrosso@postroadgroup.com>; June da Costa <june@techlantic.com>
Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

Thank you Ece for the explanation.

Wes, Joe and others.

I am open for suggestions on how to best organize to make sure PRG is confident that all inbound funds are directed to PRG after covering critical expenses. Techlantic is already doing this and will continue. If you prefer Michelle to transfer funds to the blocked account instead of sending repayments to PRG directly that can be coordinated but I don't see the benefit personally.

Below are the main expenses that we plan to pay for to continue to keep the Techlantic team compensated, and the business properly insured while the team continues to focus on the collection efforts with TRADE X. Below is lower than what was communicated in a previous budget. If there are other expenses, it will be in line with what is already communicated and in line with the common goal of effectively liquidating all assets of Techlantic and TRADE X. We will of course keep it very well communicated.

Key main expenses for operation:

1. ADP = \$40,604.56 – this is based on last payroll. The amount will vary slightly depending on the ADP calculations and Techlantic obligations to maintain payroll.
2. Canada Life = \$4,342.47 - this is based on a quote of \$4,020.81 plus PST.
 - a. Nov/23's premium was just automatically withdrawn today and was lower than this value.
3. Cowan Insurance = \$4,604.46 – automatically withdrawn 1st of the month.
4. Marine insurance = ~\$10,000 one time expense to keep policy in good standing as Techlantic has stopped shipping vehicles so there are no expenses on this policy expected in the future.
5. Rent = ~\$1500/month between the office and storage facility for files.
6. IT = ~\$2000/month – In order of importance and coincidentally cost: cloud server for accounting to coordinate, Microsoft licensing, Phone system, Adobe and Zoho licensing

7. Logistics – Invoices required to release vehicles that are being collected on. Currently Techlantic is up to date but there are still some invoices that are required to pay in the future that is already budgeted for in the transactions. We will of course continue to communicate each one and why it is important.

Also, I wanted to let you know that there is an inbound HST return on Monday which I believe exceeds the HST amount pledged to PRG so there is excess funds that we plan to use to cover next weeks payroll. This will allow Techlantic to continue to stay on track to exceed the planned repayment schedule from Techlantic for another couple weeks.

Eric van Essen

Techlantic Ltd. | 700 Third Line, Oakville, Ontario, Canada, L6L 4B1

Office: +1-905-465-1062 x 234 Mobile: +1-289-242-6182

www.techlantic.com



From: Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>

Sent: Tuesday, November 21, 2023 11:57 PM

To: Steinberg, Joseph A (DAL - X59490) <Joe.Steinberg@hklaw.com>; Neville, Lauren (DAL - X59435) <Lauren.Neville@hklaw.com>; Eric van Essen <eric@techlantic.com>; wlovy <wlovy@postroadgroup.com>

Cc: Turnbull, Kyle (CLT - X37822) <Kyle.Turnbull@hklaw.com>; Patrick Leung <patrick.leung@tradexport.com>; Court, Scott <scott.court@rbc.com>; Gajadhar, Adrian <adrian.gajadhar@rbc.com>; Brian Broesder <bbroesder@postroadgroup.com>; Adam Nadborny <anadborny@postroadgroup.com>; Michael Grosso <mgrosso@postroadgroup.com>

Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

Hi Joe,

I have connected to Eric and discussed the details of the current blocked accounts and non-blocked account; regarding the request to add the non-blocked accounts under the existing Blocked Account Agreement.

Based on our discussion and the Blocked Account Procedure, I have listed below the operational details of the blocked and non-blocked accounts;

1. All accounts will remain open as they are and no new amendments to be done to the list of the blocked accounts in the BAA.
2. Client (TECHLANTIC LTD) must receive all incoming funds into the two activated blocked accounts ending with 5037 and 7100. These funds will then be swept to the secured party via daily wire sweeps. Client must ensure all payments are directed to these blocked accounts and must communicate accordingly to its customers as required.
3. The two accounts ending in 4050 and 1392 (non-blocked accounts) must only be used for outgoing payments. These accounts will be funded by the secured party based on the expenses of the business. Client and secured party will have to work together to manage that.
4. The two accounts that the parties are looking to add into the blocked accounts list in BAA contain disbursements (including payroll) and products that are not allowed on blocked accounts as per the Blocked Account Policy.
5. Client to provide instructions to the Bank to transfer all the funds in the accounts 4050 and 1392 to 5037 and 7100 (blocked accounts) and the funds can be swept to the secured party. We will complete the transfer of these funds based on client's instructions. Secured party cannot provide instructions for the non-blocked accounts.

Please kindly let me know, if you have any questions. If there are questions, I suggest having a call to discuss further.

Thank you.

Kind regards,

Ece (AJ) Caglar | Senior Relationship Manager, Retail & Franchising and Business & Professional Services, RBC Royal Bank | **Royal Bank of Canada** | T: 647 – 302 6973 | F: 905 - 895 4973 | 1181 Davis Drive, 2nd Floor, Newmarket, ON L3Y 8R1 E-mail: ece.caglar@rbc.com

Scott Court | Associate Account Manager, Commercial Financial Services | **RBC Royal Bank of Canada** | T: 905-391-4074 | E-mail: scott.court@rbc.com

*“We would appreciate your feedback; **we strive for the best** and thank you for your business with RBC.”*

Your ongoing feedback matters to us. We are sending an online/phone survey to randomly selected clients to improve our service. If you receive a survey, please let us know how we can continue to earn your business.

From: Caglar, Ece (Commercial Markets)

Sent: Friday, November 17, 2023 4:08 PM

To: 'Steinberg, Joseph A (DAL - X59490)' <Joe.Steinberg@hklaw.com>; Neville, Lauren (DAL - X59435) <Lauren.Neville@hklaw.com>; Eric van Essen <eric@techlantic.com>; wlovy <wlovy@postroadgroup.com>

Cc: Turnbull, Kyle (CLT - X37822) <Kyle.Turnbull@hklaw.com>; Patrick Leung <patrick.leung@tradexport.com>; Court, Scott <scott.court@rbc.com>; Gajadhar, Adrian <adrian.gajadhar@rbc.com>; Brian Broesder <bbroesder@postroadgroup.com>; Adam Nadborny <anadborny@postroadgroup.com>; Michael Grosso <mgrosso@postroadgroup.com>

Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

Hi Joe,

I have tried to reach our client TECHLANTIC LTD, however Eric is out of the country and would be back on Monday. We will have a meeting with client on Monday to discuss the account closing request and would provide the update after the meeting.

Kind regards,

Ece (AJ) Caglar | Senior Relationship Manager, Retail & Franchising and Business & Professional Services, RBC Royal Bank | **Royal Bank of Canada** | T: 647 – 302 6973 | F: 905 - 895 4973 | 1181 Davis Drive, 2nd Floor, Newmarket, ON L3Y 8R1 E-mail: ece.caglar@rbc.com

Scott Court | Associate Account Manager, Commercial Financial Services | **RBC Royal Bank of Canada** | T: 905-391-4074 | E-mail: scott.court@rbc.com

*“We would appreciate your feedback; **we strive for the best** and thank you for your business with RBC.”*

Your ongoing feedback matters to us. We are sending an online/phone survey to randomly selected clients to improve our service. If you receive a survey, please let us know how we can continue to earn your business.

From: Steinberg, Joseph A (DAL - X59490) [<mailto:Joe.Steinberg@hklaw.com>]

Sent: Thursday, November 16, 2023 4:16 PM

To: Neville, Lauren (DAL - X59435) <Lauren.Neville@hklaw.com>; Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>; Eric van Essen <eric@techlantic.com>; wlovy <wlovy@postroadgroup.com>

Cc: Turnbull, Kyle (CLT - X37822) <Kyle.Turnbull@hklaw.com>; Patrick Leung <patrick.leung@tradexport.com>; Court, Scott <scott.court@rbc.com>; Gajadhar, Adrian <adrian.gajadhar@rbc.com>; Brian Broesder <bbroesder@postroadgroup.com>; Adam Nadborny <anadborny@postroadgroup.com>; Michael Grosso <mgrosso@postroadgroup.com>

Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

Importance: High

[External]/[Externe]

Ece – This has gone on long enough. We need the accounts ending in 4050 and 1392 closed and any funds transferred to the accounts ending in 5037 and 7100. We wasted weeks trying to add accounts ending in 4050 and 1392 to DACA's when we now are told those accounts could never be added. The delay has caused PRG to suffer economic harm. We need RBC to step up and close accounts ending in 4050 and 1392 immediately. **Techlantic**, please sign the account closing documents as soon as provided.

Joe Steinberg | Holland & Knight

Partner

Holland & Knight LLP

One Arts Plaza, 1722 Routh Street, Suite 1500 | Dallas, Texas 75201

Phone 214.964.9490 | Mobile 469.939.5230

joe.steinberg@hklaw.com | www.hklaw.com

[Add to address book](#) | [View professional biography](#)

From: Neville, Lauren (DAL - X59435) <Lauren.Neville@hklaw.com>

Sent: Wednesday, November 15, 2023 5:30 PM

To: Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>; Eric van Essen <eric@techlantic.com>; wlovy <wlovy@postroadgroup.com>; Steinberg, Joseph A (DAL - X59490) <Joe.Steinberg@hklaw.com>

Cc: Turnbull, Kyle (CLT - X37822) <Kyle.Turnbull@hklaw.com>; Patrick Leung <patrick.leung@tradexport.com>; Court, Scott <scott.court@rbc.com>; Gajadhar, Adrian <adrian.gajadhar@rbc.com>; Brian Broesder <bbroesder@postroadgroup.com>; Adam Nadborny <anadborny@postroadgroup.com>; Michael Grosso <mgrosso@postroadgroup.com>

Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

Hi Ece,

Thank you again for your time earlier. We understand that the Company would like to proceed with closing the accounts ending in 4050 and 1392. Could you please let us know the process of getting those closed and how we can initiate that process?

Thanks,

Lauren Neville | Holland & Knight

Associate

Holland & Knight LLP

One Arts Plaza, 1722 Routh Street, Suite 1500 | Dallas, Texas 75201

Phone 214.964.9435 | Fax 214.964.9501

lauren.neville@hklaw.com | www.hklaw.com

[Add to address book](#) | [View professional biography](#)

From: Neville, Lauren (DAL - X59435)

Sent: Wednesday, November 15, 2023 3:42 PM

To: Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>; Eric van Essen <eric@techlantic.com>; wlovy <wlovy@postroadgroup.com>; Steinberg, Joseph A (DAL - X59490) <Joe.Steinberg@hklaw.com>

Cc: Turnbull, Kyle (CLT - X37822) <Kyle.Turnbull@hklaw.com>; Patrick Leung <patrick.leung@tradexport.com>; Court, Scott <scott.court@rbc.com>; Gajadhar, Adrian <adrian.gajadhar@rbc.com>; Brian Broesder <bbroesder@postroadgroup.com>; Adam Nadborny <anadborny@postroadgroup.com>; Michael Grosso

[<mgrosso@postroadgroup.com>](mailto:mgrosso@postroadgroup.com)

Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

Importance: High

Hi Ece,

Following up on the below emails – could you please confirm that the block has been placed on the accounts?

Thank you,

Lauren Neville | Holland & Knight

Associate

Holland & Knight LLP

One Arts Plaza, 1722 Routh Street, Suite 1500 | Dallas, Texas 75201

Phone 214.964.9435 | Fax 214.964.9501

lauren.neville@hklaw.com | www.hklaw.com

[Add to address book](#) | [View professional biography](#)

From: Neville, Lauren (DAL - X59435) <Lauren.Neville@hklaw.com>

Sent: Tuesday, November 14, 2023 8:54 AM

To: Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>; Eric van Essen <eric@techlantic.com>; wlovy <wlovy@postroadgroup.com>; Steinberg, Joseph A (DAL - X59490) <Joe.Steinberg@hklaw.com>

Cc: Turnbull, Kyle (CLT - X37822) <Kyle.Turnbull@hklaw.com>; Patrick Leung <patrick.leung@tradexport.com>; Court, Scott <scott.court@rbc.com>; Gajadhar, Adrian <adrian.gajadhar@rbc.com>; Brian Broesder <bbroesder@postroadgroup.com>; Adam Nadborny <anadborny@postroadgroup.com>; Michael Grosso <mgrosso@postroadgroup.com>

Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

Hi Ece,

Kindly following up on the below. Could you please confirm that the block has been placed?

Thank you,

Lauren Neville | Holland & Knight

Associate

Holland & Knight LLP

One Arts Plaza, 1722 Routh Street, Suite 1500 | Dallas, Texas 75201

Phone 214.964.9435 | Fax 214.964.9501

lauren.neville@hklaw.com | www.hklaw.com

[Add to address book](#) | [View professional biography](#)

From: Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>

Sent: Friday, November 10, 2023 7:39 PM

To: Eric van Essen <eric@techlantic.com>; Neville, Lauren (DAL - X59435) <Lauren.Neville@hklaw.com>; wlovy <wlovy@postroadgroup.com>; Steinberg, Joseph A (DAL - X59490) <Joe.Steinberg@hklaw.com>

Cc: Turnbull, Kyle (CLT - X37822) <Kyle.Turnbull@hklaw.com>; Patrick Leung <patrick.leung@tradexport.com>; Court, Scott <scott.court@rbc.com>; Gajadhar, Adrian <adrian.gajadhar@rbc.com>; Brian Broesder <bbroesder@postroadgroup.com>; Adam Nadborny <anadborny@postroadgroup.com>; Michael Grosso <mgrosso@postroadgroup.com>

Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

[External email]

The signed Amendment has been sent to our Team for the block process. I will provide the update, when the block has been placed.

Thank you.

Kind regards,

Ece (AJ) Caglar | Senior Relationship Manager, Retail & Franchising and Business & Professional Services, RBC Royal Bank | **Royal Bank of Canada** | T: 647 – 302 6973 | F: 905 - 895 4973 | 1181 Davis Drive, 2nd Floor, Newmarket, ON L3Y 8R1 E-mail: ece.caglar@rbc.com

Scott Court | Associate Account Manager, Commercial Financial Services | **RBC Royal Bank of Canada** | T: 905-391-4074 | E-mail: scott.court@rbc.com

*"We would appreciate your feedback; **we strive for the best** and thank you for your business with RBC."*

Your ongoing feedback matters to us. We are sending an online/phone survey to randomly selected clients to improve our service. If you receive a survey, please let us know how we can continue to earn your business.

From: Eric van Essen [<mailto:eric@techlantic.com>]

Sent: Friday, November 10, 2023 4:42 PM

To: Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>; Neville, Lauren (DAL - X59435) <Lauren.Neville@hklaw.com>; wlovy <wlovy@postroadgroup.com>; Steinberg, Joseph A (DAL - X59490) <Joe.Steinberg@hklaw.com>

Cc: Turnbull, Kyle (CLT - X37822) <Kyle.Turnbull@hklaw.com>; Patrick Leung <patrick.leung@tradexport.com>; Court, Scott <scott.court@rbc.com>; Gajadhar, Adrian <adrian.gajadhar@rbc.com>; Brian Broesder <bbroesder@postroadgroup.com>; Adam Nadborny <anadborny@postroadgroup.com>; Michael Grosso <mgrosso@postroadgroup.com>

Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

[External]/[Externe]

Please find amendment signed by June and myself that matches the accounts that PRG has signed.

@Caglar, Ece (Commercial Markets), please still cancel the accounts that are not being used to save the cost though so the remaining accounts are in line with the signed document I sent earlier.

Thank you,

Eric van Essen

Techlantic Ltd. | 700 Third Line, Oakville, Ontario, Canada, L6L 4B1

Office: +1-905-465-1062 x 234 Mobile: +1-289-242-6182

www.techlantic.com



From: Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>

Sent: Friday, November 10, 2023 2:59 PM

To: Neville, Lauren (DAL - X59435) <Lauren.Neville@hklaw.com>; wlovy <wlovy@postroadgroup.com>; Eric van Essen <eric@techlantic.com>; Steinberg, Joseph A (DAL - X59490) <Joe.Steinberg@hklaw.com>

Cc: Turnbull, Kyle (CLT - X37822) <Kyle.Turnbull@hklaw.com>; Patrick Leung <patrick.leung@tradexport.com>; Court, Scott <scott.court@rbc.com>; Gajadhar, Adrian <adrian.gajadhar@rbc.com>; Brian Broesder

<bbroesder@postroadgroup.com>; Adam Nadborny <anadborny@postroadgroup.com>; Michael Grosso <mgrosso@postroadgroup.com>

Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

Importance: High

Hi Lauren,

The agreements that MBL and Techlantic have signed cover different accounts. Please find both agreements attached and kindly check the accounts to be blocked.

Please provide the confirmation from all parties, if four of the accounts will be blocked or only two accounts to be blocked.

Thank you.

Ece (AJ) Caglar | Senior Relationship Manager, Retail & Franchising and Business & Professional Services, RBC Royal Bank | **Royal Bank of Canada** | T: 647 – 302 6973 | F: 905 - 895 4973 | 1181 Davis Drive, 2nd Floor, Newmarket, ON L3Y 8R1 E-mail: ece.caglar@rbc.com

Scott Court | Associate Account Manager, Commercial Financial Services | **RBC Royal Bank of Canada** | T: 905-391-4074 | E-mail: scott.court@rbc.com

*“We would appreciate your feedback; **we strive for the best** and thank you for your business with RBC.”*

Your ongoing feedback matters to us. We are sending an online/phone survey to randomly selected clients to improve our service. If you receive a survey, please let us know how we can continue to earn your business.

From: Neville, Lauren (DAL - X59435) [<mailto:Lauren.Neville@hklaw.com>]

Sent: Friday, November 10, 2023 2:25 PM

To: wlovy <wlovy@postroadgroup.com>; Eric van Essen <eric@techlantic.com>; Steinberg, Joseph A (DAL - X59490) <Joe.Steinberg@hklaw.com>; Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>

Cc: Turnbull, Kyle (CLT - X37822) <Kyle.Turnbull@hklaw.com>; Patrick Leung <patrick.leung@tradexport.com>; Court, Scott <scott.court@rbc.com>; Gajadhar, Adrian <adrian.gajadhar@rbc.com>; Brian Broesder <bbroesder@postroadgroup.com>; Adam Nadborny <anadborny@postroadgroup.com>; Michael Grosso <mgrosso@postroadgroup.com>

Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

[External]/[Externe]

Ece and RBC team,

Could you please confirm that you have received everything you need and that the amendment is now effective?

Thank you,

Lauren Neville | **Holland & Knight**

Associate

Holland & Knight LLP

One Arts Plaza, 1722 Routh Street, Suite 1500 | Dallas, Texas 75201

Phone 214.964.9435 | Fax 214.964.9501

lauren.neville@hklaw.com | www.hklaw.com

[Add to address book](#) | [View professional biography](#)

From: Neville, Lauren (DAL - X59435) <lauren.neville@hklaw.com>
Sent: Tuesday, November 7, 2023 4:56 PM
To: Westin Lovy <wlovy@postroadgroup.com>; Eric van Essen <eric@techlantic.com>; Steinberg, Joseph A (DAL - X59490) <Joe.Steinberg@hklaw.com>; Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>
Cc: Turnbull, Kyle (CLT - X37822) <Kyle.Turnbull@hklaw.com>; Patrick Leung <patrick.leung@tradexport.com>; scott.court@rbc.com; Gajadhar, Adrian <adrian.gajadhar@rbc.com>; Brian Broesder <bbroesder@postroadgroup.com>; Adam Nadborny <anadborny@postroadgroup.com>; Michael Grosso <mgrosso@postroadgroup.com>
Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

RBC team,

Please find attached hereto PRG's signature page to the amendment.

Best regards,

Lauren Neville | Holland & Knight

Associate

Holland & Knight LLP

One Arts Plaza, 1722 Routh Street, Suite 1500 | Dallas, Texas 75201

Phone 214.964.9435 | Fax 214.964.9501

lauren.neville@hklaw.com | www.hklaw.com

[Add to address book](#) | [View professional biography](#)

From: Westin Lovy <wlovy@postroadgroup.com>
Sent: Tuesday, November 7, 2023 1:58 PM
To: Eric van Essen <eric@techlantic.com>; Steinberg, Joseph A (DAL - X59490) <Joe.Steinberg@hklaw.com>; Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>
Cc: Neville, Lauren (DAL - X59435) <lauren.neville@hklaw.com>; Turnbull, Kyle (CLT - X37822) <kyle.turnbull@hklaw.com>; Patrick Leung <patrick.leung@tradexport.com>; scott.court@rbc.com; Gajadhar, Adrian <adrian.gajadhar@rbc.com>; Brian Broesder <bbroesder@postroadgroup.com>; Adam Nadborny <anadborny@postroadgroup.com>; Michael Grosso <mgrosso@postroadgroup.com>
Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

[External email]

Thank you.

From: Eric van Essen <eric@techlantic.com>
Sent: Tuesday, November 7, 2023 2:54 PM
To: Steinberg, Joseph A (DAL - X59490) <Joe.Steinberg@hklaw.com>; Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>
Cc: Neville, Lauren (DAL - X59435) <lauren.neville@hklaw.com>; Turnbull, Kyle (CLT - X37822) <kyle.turnbull@hklaw.com>; Patrick Leung <patrick.leung@tradexport.com>; scott.court@rbc.com; Gajadhar, Adrian <adrian.gajadhar@rbc.com>; Westin Lovy <wlovy@postroadgroup.com>; Brian Broesder <bbroesder@postroadgroup.com>; Adam Nadborny <anadborny@postroadgroup.com>; Michael Grosso <mgrosso@postroadgroup.com>
Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

Signed attached.

Eric van Essen

Techlantic Ltd. | 700 Third Line, Oakville, Ontario, Canada, L6L 4B1

Office: +1-905-465-1062 x 234 Mobile: +1-289-242-6182

www.techlantic.com



From: Eric van Essen

Sent: Tuesday, November 7, 2023 2:44 PM

To: Steinberg, Joseph A (DAL - X59490) <Joe.Steinberg@hklaw.com>; Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>

Cc: Neville, Lauren (DAL - X59435) <lauren.neville@hklaw.com>; Turnbull, Kyle (CLT - X37822) <kyle.turnbull@hklaw.com>; Patrick Leung <patrick.leung@tradexport.com>; scott.court@rbc.com; Gajadhar, Adrian <adrian.gajadhar@rbc.com>; wlovy <wlovy@postroadgroup.com>; Brian Broesder <bbroesder@postroadgroup.com>; Adam Nadborny <anadborny@postroadgroup.com>; Michael Grosso <mgrosso@postroadgroup.com>

Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

I signed and sent it to June and I understood she signed and forwarded. I will follow up to make sure it's done.

Eric van Essen

Techlantic Ltd. | 700 Third Line, Oakville, Ontario, Canada, L6L 4B1

Office: +1-905-465-1062 x 234 Mobile: +1-289-242-6182

www.techlantic.com



From: Steinberg, Joseph A (DAL - X59490) <Joe.Steinberg@hklaw.com>

Sent: Monday, November 6, 2023 11:18 PM

To: Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>

Cc: Eric van Essen <eric@techlantic.com>; Neville, Lauren (DAL - X59435) <lauren.neville@hklaw.com>; Turnbull, Kyle (CLT - X37822) <kyle.turnbull@hklaw.com>; Patrick Leung <patrick.leung@tradexport.com>; scott.court@rbc.com; Gajadhar, Adrian <adrian.gajadhar@rbc.com>; wlovy <wlovy@postroadgroup.com>; Brian Broesder <bbroesder@postroadgroup.com>; Adam Nadborny <anadborny@postroadgroup.com>; Michael Grosso <mgrosso@postroadgroup.com>

Subject: Re: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

All - Where are we with the Amendment to add the accounts? I believe we are waiting on a signature from Techlantic. Please provide asap. Thank you

Joe Steinberg | Holland & Knight

Partner

Holland & Knight LLP

One Arts Plaza, 1722 Routh Street, Suite 1500 | Dallas, Texas 75201

Phone 214.964.9490 | Mobile 469.939.5230

joe.steinberg@hklaw.com | www.hklaw.com

[Add to address book](#) | [View professional biography](#)

From: Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>

Sent: Thursday, November 2, 2023 8:24 AM

To: Steinberg, Joseph A (DAL - X59490) <joe.steinberg@hklaw.com>, Eric van Essen <eric@techlantic.com>, Neville, Lauren (DAL - X59435) <lauren.neville@hklaw.com>, Turnbull, Kyle (CLT - X37822) <kyle.turnbull@hklaw.com>, Patrick Leung <patrick.leung@tradexport.com>
Cc: scott.court@rbc.com <scott.court@rbc.com>, Gajadhar, Adrian <adrian.gajadhar@rbc.com>, Westin Lovy <wlovy@postroadgroup.com>, Brian Broesder <bbroesder@postroadgroup.com>, Adam Nadborny <anadborny@postroadgroup.com>, Michael Grosso <mgrosso@postroadgroup.com>
Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

[External email]

Thank you for the update Eric. I would contact to our Team to close the listed accounts.

Hi Joe,

I will send the request to our Team to close the accounts. We will provide the confirmation for closing, the process would take 5-7 business days.

Regarding your and Lauren's questions to activate below accounts, please provide time to our back office to complete the process and the activation, I will confirm.

I would inform our back office to start the process, if all parties are agree for the two accounts to be blocked.

Techlantic CAD 00932-1004050
Techlantic USD Wires 00932-4001392

Scott, please the rush request for the closing of below listed accounts in Eric's e-mail and provide the evidence for the closing.

Thank you.

Ece (AJ) Caglar | Senior Relationship Manager, Retail & Franchising and Business & Professional Services, RBC Royal Bank | **Royal Bank of Canada** | T: 647 – 302 6973 | F: 905 - 895 4973 | 1181 Davis Drive, 2nd Floor, Newmarket, ON L3Y 8R1 E-mail: ece.caglar@rbc.com

Scott Court | Associate Account Manager, Commercial Financial Services | **RBC Royal Bank of Canada** | T: 905-391-4074 | E-mail: scott.court@rbc.com

*"We would appreciate your feedback; **we strive for the best** and thank you for your business with RBC."*

Your ongoing feedback matters to us. We are sending an online/phone survey to randomly selected clients to improve our service. If you receive a survey, please let us know how we can continue to earn your business.

From: Steinberg, Joseph A (DAL - X59490) [<mailto:Joe.Steinberg@hklaw.com>]

Sent: Wednesday, November 1, 2023 3:01 PM

To: Eric van Essen <eric@techlantic.com>; Neville, Lauren (DAL - X59435) <Lauren.Neville@hklaw.com>; Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>; Turnbull, Kyle (CLT - X37822) <Kyle.Turnbull@hklaw.com>; Patrick Leung <patrick.leung@tradexport.com>

Cc: Court, Scott <scott.court@rbc.com>; Gajadhar, Adrian <adrian.gajadhar@rbc.com>; wlovy <wlovy@postroadgroup.com>; Brian Broesder <bbroesder@postroadgroup.com>; Adam Nadborny <anadborny@postroadgroup.com>; Michael Grosso <mgrosso@postroadgroup.com>

Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

[External]/[Externe]

Eric - Post Road is ok with this approach. Please provide evidence of closure of the applicable accounts. Please also have the attached Amendment to the Blocked Account Agreement executed.

Ece – Can you confirm the accounts added to Schedule A will be blocked from day 1?

Wes – Please have the attached amendment executed as well.

Joe Steinberg | Holland & Knight

Partner

Holland & Knight LLP

One Arts Plaza, 1722 Routh Street, Suite 1500 | Dallas, Texas 75201

Phone 214.964.9490 | Mobile 469.939.5230

joe.steinberg@hklaw.com | www.hklaw.com

[Add to address book](#) | [View professional biography](#)

From: Eric van Essen <eric@techlantic.com>

Sent: Wednesday, November 1, 2023 10:30 AM

To: Neville, Lauren (DAL - X59435) <Lauren.Neville@hklaw.com>; Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>; Turnbull, Kyle (CLT - X37822) <Kyle.Turnbull@hklaw.com>; Steinberg, Joseph A (DAL - X59490) <Joe.Steinberg@hklaw.com>; Patrick Leung <patrick.leung@tradexport.com>

Cc: Court, Scott <scott.court@rbc.com>; Gajadhar, Adrian <adrian.gajadhar@rbc.com>; wlovy <wlovy@postroadgroup.com>; Brian Broesder <bbroesder@postroadgroup.com>; Adam Nadborny <anadborny@postroadgroup.com>; Michael Grosso <mgrosso@postroadgroup.com>

Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

[External email]

Hi Ece,

In attempt to reduce wasted costs, the following accounts should be **closed** and not be included in the BAA.

1. Techlease 03592-1029230 – dormant account. Please transfer balance to Techlantic's account ****4050.
2. Techlease 03592-4003984 - dormant account. Please transfer balance to Techlantic's account ****1392.
3. TL HST DACA 00932-1055037 – originally set up for BAA but never used. RBC monthly fee CAD\$150.00.
4. TL MAN DACA 00932-4007100 - originally set up for BAA but never used. RBC monthly fee USD\$150.00.

The leaves the following accounts to be included in the BAA which will be the only accounts for Techlantic moving forward.

1. Techlantic CAD 00932-1004050
2. Techlantic USD Wires 00932-4001392

Thank you,

Eric van Essen

Techlantic Ltd. | 700 Third Line, Oakville, Ontario, Canada, L6L 4B1

Office: +1-905-465-1062 x 234 Mobile: +1-289-242-6182

www.techlantic.com



From: Neville, Lauren (DAL - X59435) <Lauren.Neville@hklaw.com>
Sent: Wednesday, November 1, 2023 8:47 AM
To: Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>; Turnbull, Kyle (CLT - X37822) <Kyle.Turnbull@hklaw.com>; Steinberg, Joseph A (DAL - X59490) <Joe.Steinberg@hklaw.com>; Eric van Essen <eric@techlantic.com>; Patrick Leung <patrick.leung@tradexport.com>
Cc: Court, Scott <scott.court@rbc.com>; Gajadhar, Adrian <adrian.gajadhar@rbc.com>; wlovy <wlovy@postroadgroup.com>; Brian Broesder <bbroesder@postroadgroup.com>; Adam Nadborny <anadborny@postroadgroup.com>; Michael Grosso <mgrosso@postroadgroup.com>
Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

Hi Ece,

Thank you for sharing the amendment. We would like the new accounts we are adding to the BAA to be blocked immediately. Is there any additional step needed or will they be automatically blocked upon execution of the amendment?

Looping in the MBL Administrative Agent II LLC folks to this email. We are confirming with them whether we need to establish a separate BAA for the Techlease Ltd. Accounts (PRG team – please note that Techlease Ltd. is not listed on our perfection certificate).

Best regards,

Lauren Neville | Holland & Knight

Associate

Holland & Knight LLP

One Arts Plaza, 1722 Routh Street, Suite 1500 | Dallas, Texas 75201

Phone 214.964.9435 | Fax 214.964.9501

lauren.neville@hklaw.com | www.hklaw.com

[Add to address book](#) | [View professional biography](#)

From: Caglar, Ece (Commercial Markets) <ece.caglar@rbc.com>
Sent: Tuesday, October 31, 2023 4:26 PM
To: Neville, Lauren (DAL - X59435) <Lauren.Neville@hklaw.com>; Turnbull, Kyle (CLT - X37822) <Kyle.Turnbull@hklaw.com>; Steinberg, Joseph A (DAL - X59490) <Joe.Steinberg@hklaw.com>; Eric van Essen <eric@techlantic.com>; Patrick Leung <patrick.leung@tradexport.com>
Cc: Court, Scott <scott.court@rbc.com>; Gajadhar, Adrian <adrian.gajadhar@rbc.com>
Subject: RE: Activation Notices - Blocked Accounts Agreements (Techlantic Ltd.)

[External email]

Hi Lauren,

Regarding the inquiry, the Amendment for existing BAA of TECHLANTIC LTD is prepared, please find it attached. The accounts (CAD & USD) of TECHLANTIC LTD are listed in the amendment. Please confirm, if any update required for the accounts to be blocked and the collection account.

Related to TEACHLEASE LTD accounts listed in the attached file; these accounts are under a separate entity and the new BAA is required to block the related accounts.

Regarding the accounts that are in Euro and Mexican Peso currency; Blocked Account arrangement are not allowed for the foreign currency accounts other than CAD and USD. We are not able to add them under the BAA.

Please let me know, if you have any questions.

Kind regards,

Ece (AJ) Caglar | Senior Relationship Manager, Retail & Franchising and Business & Professional Services, RBC Royal Bank | **Royal Bank of Canada** | T: 647 – 302 6973 | F: 905 - 895 4973 | 1181 Davis Drive, 2nd Floor, Newmarket, ON L3Y 8R1 E-mail: ece.caglar@rbc.com

Scott Court | Associate Account Manager, Commercial Financial Services | **RBC Royal Bank of Canada** | T: 905-391-4074 | E-mail: scott.court@rbc.com

*“We would appreciate your feedback; **we strive for the best** and thank you for your business with RBC.”*

Your ongoing feedback matters to us. We are sending an online/phone survey to randomly selected clients to improve our service. If you receive a survey, please let us know how we can continue to earn your business.

If you received this email in error, please advise the sender (by return email or otherwise) immediately. You have consented to receive the attached electronically at the above-noted email address; please retain a copy of this confirmation for future reference. You may [unsubscribe](#) from promotional emails.

Si vous recevez ce courriel par erreur, veuillez en aviser l'expéditeur immédiatement, par retour de courriel ou par un autre moyen. Vous avez accepté de recevoir le(s) document(s) ci-joint(s) par voie électronique à l'adresse courriel indiquée ci-dessus; veuillez conserver une copie de cette confirmation pour les fins de référence future. Vous pouvez vous [désinscrire](#) de la liste d'envoi de courriels promotionnels.

NOTE: This e-mail is from a law firm, Holland & Knight LLP ("H&K"), and is intended solely for the use of the individual(s) to whom it is addressed. If you believe you received this e-mail in error, please notify the sender immediately, delete the e-mail from your computer and do not copy or disclose it to anyone else. If you are not an existing client of H&K, do not construe anything in this e-mail to make you a client unless it contains a specific statement to that effect and do not disclose anything to H&K in reply that you expect it to hold in confidence. If you properly received this e-mail as a client, co-counsel or retained expert of H&K, you should maintain its contents in confidence in order to preserve the attorney-client or work product privilege that may be available to protect confidentiality.

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

MBL ADMINISTRATIVE AGENT II LLC
Applicant

-and- TRADE X GROUP OF COMPANIES INC. et al.
Respondents

Court File No. CV-23-00710413-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

PROCEEDING COMMENCED AT
TORONTO

SUPPLEMENTARY AFFIDAVIT OF WESTIN LOVY

DAVIES WARD PHILLIPS & VINEBERG LLP
155 Wellington Street West
Toronto ON M5V 3J7

Natasha MacParland (LSO #42383G)
Email: NMacParland@dwpv.com
Tel: 416.863.5567

Natalie Renner (LSO# 55954A)
Email: nrenner@dwpv.com
Tel: 416.367.7489
Fax: 416.863.0871

Maya Churilov (LSO# 87190A)
Email: mchurilov@dwpv.com
Tel: 416.367.7508

Tel: 416.863.0900
Fax: 416.863.0871

Lawyers for the Applicant, MBL Administrative Agent II
LLC