



This is Affidavit #1
of Lisa Hiebert in this case
and was made on January 17, 2024

No. S- 235288
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 A PLAN OF COMPROMISE AND ARRANGEMENT OF
NEXTPOINT FINANCIAL, INC. AND THOSE PARTIES LISTED ON SCHEDULE "A"**

PETITIONERS

AFFIDAVIT

I, Lisa Hiebert, lawyer, of 2900 - 550 Burrard Street, Vancouver British Columbia,
AFFIRM THAT:

1. I am a partner at Fasken Martineau DuMoulin LLP ("**Fasken**"), counsel to FTI Consulting Canada Inc. ("**FTI**"), in its capacity as court-appointed monitor of the Petitioners in these proceedings (in such capacity, the "**Monitor**"), and as such have personal knowledge of the facts hereinafter deposed to except where such facts are stated to be on information and belief, and in such cases I verily believe them to be true.
2. I am the partner at Fasken that has had primary carriage of this matter, and I am authorized to make this affidavit on behalf of Fasken.
3. I make this affidavit in support of an application by the Monitor for, among other things, approval of the fees and disbursements of the Monitor its Canadian counsel, Fasken, and its American counsel, Chapman and Cutler LLP, incurred in connection with these proceedings.

4. Attached hereto and marked as indicated are the covering pages of the following invoices (collectively, “**Fasken’s Invoices**”) issued by Fasken to FTI showing fees for services rendered and disbursements incurred in this matter, up to and including December 29, 2023:

Exhibit	Invoice #	Invoice Date	Fees (\$)	Disbursements (\$)	GST/PST (\$)	Total (\$)
A	1883662	August 15, 2023	116,422.50	863.64	14,013.88	131,300.02
B	1893990	September 15, 2023	41,578.50	0.00	4,989.42	46,567.92
C	1902937	October 10, 2023	68,258.00	155.20	8,198.72	76,611.92
D	1917740	November 17, 2023	76,597.00	579.58	9,220.27	86,396.85
E	1921795	November 28, 2023	71,758.00	110.40	8,615.78	80,484.18
F	1933106A	December 20, 2023	27,668.00	207.80	3,328.80	31,204.60
G	1937157	December 29, 2023	3,046.00	0.00	365.52	3,411.52
TOTAL			405,328.00	1,916.62	48,732.39	452,565.49

5. As detailed in Fasken’s Invoices, from July 7 to December 29 2023, Fasken invoiced fees amounting to \$405,328.00 and incurred and invoiced for disbursements in the amount of \$1,916.62 and taxes in the amount of \$48,732.39, for a total of \$452,565.49 (“**Fasken’s Fees**”). Fasken has received payment from the Monitor for the full amount of Fasken’s Fees, aside from the amount of \$3,411.52 due and owing under the most recently issued invoice, invoice number 1937157.

6. Fasken’s Fees as set out in Fasken’s Invoices are calculated on the basis of the hours spent by Fasken personnel, multiplied by the applicable standard hourly rates charged by Fasken. Based on my experience as an insolvency lawyer in British Columbia, I believe that the hourly rates reflected in Fasken’s Invoices and below are similar to those charged by other law firms for work of a similar nature and complexity in British Columbia.

7. Several lawyers and employees at Fasken expended time on this matter. Following is a summary of the time expended by each timekeeper listed on Fasken’s Invoices and each timekeeper’s hourly rate:

Timekeeper (2023)	Rate (2023)	Hours	Total Fees
Lisa Hiebert (partner)	\$700	378.00	\$264,600.00
Kibben Jackson (partner)	\$790	137.7	\$108,783.00
Glen Nesbitt (associate)	\$595	20.9	\$12,435.00
Fergus McDonnell (partner)	\$595	15.2	\$9,044.00
Brent Lewis (counsel)	\$810	8.3	\$6,723.00
Courtney Gibbons (associate)	\$455	3.2	\$1,456.00
Tom Posyniak (partner)	\$595	2.2	\$1,309.00
Rebecca Barclay Nguinambaye (associate)	\$425	2.3	\$977.50
	TOTAL	567.80	405,328.00

8. With respect to the above timekeepers:
- (a) I am a member in good standing of the Law Society of British Columbia and Alberta, called in 2009 and 2007, respectively. I practice in the areas of insolvency and restructuring and, as mentioned above, I was the lawyer at Fasken having primary conduct of this matter.
 - (b) Kibben Jackson is a partner with Fasken. He was called to the bar in British Columbia in 2001 and practices in the area of insolvency and restructuring. He is a member in good standing of the Law Society of British Columbia.
 - (c) at the relevant time, Glen Nesbitt was an associate with Fasken (effective January 1, 2024, he is a partner with Fasken). He was called to the bar in British Columbia in 2014 and practices in the area of insolvency and restructuring. He is a member in good standing of the Law Society of British Columbia.
 - (d) Fergus McDonnell is a partner with Fasken. He was called to the bar in British Columbia in 2015 and practices in the area of insolvency and restructuring and construction. He is a member in good standing of the Law Society of British Columbia.

- (e) Brent Lewis is counsel with Fasken. He was called to the bar in British Columbia in 1991 and practices in the area of banking and finance. He is a member in good standing of the Law Society of British Columbia. Mr. Lewis assisted with reviewing the loan and security documents of Canadian entities.
- (f) Courtney Gibbons is an associate with Fasken. She was called to the bar in British Columbia in 2022 and practices in the area of litigation. She is a member in good standing of the Law Society of British Columbia. Ms. Gibbons assisted with steps related to an application for leave to appeal.
- (g) Tom Posyniak is a partner with Fasken. He was called to the bar in British Columbia in 2014 and practices in the area of commercial litigation. He is a member in good standing of the Law Society of British Columbia. Mr. Posyniak assisted with steps related to an application for leave to appeal.
- (h) At the relevant time, Rebecca Barclay Nguinambaye was an associate at Fasken. She was called to the bar in British Columbia in 2022 and practiced in the area of insolvency and restructuring. At the relevant time, she was a member in good standing of the Law Society of British Columbia.

9. In this matter, Fasken performed tasks typical of Monitor's counsel including: (a) reviewing and revising the Reports of the Monitor to the Court (collectively, the "**Monitor's Reports**") prepared and filed in these proceedings and providing advice to the Monitor regarding same; (b) reviewing and commenting on the Petitioners' draft application materials; (c) reviewing and commenting on various documents, including the sale process, transaction agreement and interim financing; (d) consulting and advising on legal issues arising in these proceedings generally; (e) communications with legal counsel to various stakeholder and creditors; and (f) attending various applications in these proceedings, including in connection with an application for leave to appeal. Fasken also rendered a legal opinion on the validity and enforceability of certain security granted by NextPoint Financial Inc., a Canadian entity.

10. To the best of my knowledge, information and belief, the information contained in Fasken's Invoices is true and accurate in all respects as to:

- (a) the number of hours worked;
- (b) the nature of work performed;
- (c) the identity of the individuals who performed work; and
- (d) the rates charged for the work performed.


11. I have reviewed Fasken’s Invoices and do verily believe that:

- (a) Fasken’s professional fees and disbursements as reflected thereupon were properly incurred and are fair and reasonable in the circumstances;
- (b) the work completed by Fasken was delegated to the appropriate professionals with the appropriate seniority and hourly rates;
- (c) Fasken’s Fees in this matter are consistent with the fees charged by similar firms with the capacity to handle a matter of comparable size and complexity;
- (d) Fasken’s Invoices were provided to the Monitor when rendered and all have been approved by the Monitor; and
- (e) the services reflected in Fasken’s Invoices were performed by Fasken in a prudent and economical manner.

12. The Monitor also retained Chapman and Cutler LLP in the United States to review and comment on the validity and enforceability of certain security granted certain Petitioners (incorporated in the US) that were the subject of the transaction approved in these proceedings.

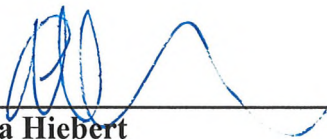
13. I make this affidavit expressly for the purposes of the Monitor’s application seeking approval of its accounts and Fasken’s Fees, and for no other purpose. Nothing herein is intended to be a waiver of solicitor-client privilege by the Monitor.

AFFIRMED BEFORE ME at Vancouver,
British Columbia, on January 17, 2024



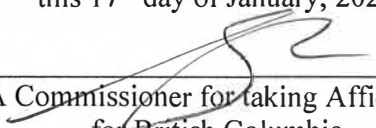
A Commissioner for taking Affidavits for
British Columbia

GLEN NESBITT
 Barrister & Solicitor
 Fasken Martineau DuMoulin LLP
 2900 - 550 Burrard Street
 Vancouver, BC V6C 0A3
 604 631 4833



Lisa Hiebert

This is Exhibit " A " referred to in the
Affidavit of Lisa Hiebert
sworn before me at Vancouver
this 17th day of January, 2024



A Commissioner for taking Affidavits
for British Columbia

FASKEN

Fasken Martineau DuMoulin LLP
Barristers and Solicitors
Patent and Trade-mark Agents

550 Burrard Street, Suite 2900
Vancouver, British Columbia V6C 0A3
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fasken.com

FTI Consulting Canada Inc.
1450 - 701 West Georgia Street
Vancouver BC V7Y 1B6

August 15, 2023
Invoice #: 1883662

Attention: Tom Powell

GST/HST#: 87937 6127
QST#: 1023151835

Matter Number: 304091.00004
Matter: NextPoint Financial, Inc.

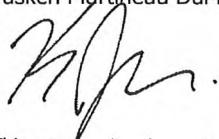
For Professional Services rendered through August 10, 2023 as described in the attached memorandum.

Total Fees	\$ 116,422.50
Total Taxable Disbursements	863.64
Total Disbursements	<u>863.64</u>
Total Taxes	14,013.88
Total Fees, Disbursements and Taxes	<u>131,300.02</u>
Total Amount Owing This Bill	<u>CAD \$ 131,300.02</u>

Tax Summary

BCPST	8,149.57
GST	<u>5,864.31</u>
Total Taxes Included in This Bill	<u>14,013.88</u>

Fasken Martineau DuMoulin LLP



This account has been reviewed, verified and approved by
K.M. Jackson who has authorized the signing and rendering of
this account.
E. & O.E.

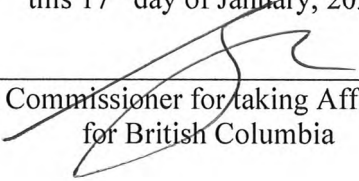
Accounts are due when rendered.

Fasken does not alter its payment instructions.

If you receive new payment instructions in relation to your payment to Fasken, please disregard and notify us immediately.

SCOTIABANK, 595 Burrard St. P.O. Box 48700
Bentall Centre Vancouver, BC V7X 1V6
Account Name: Fasken Martineau DuMoulin LLP
CAD Account No: 014201126512, Transit No.: 03020, Bank Code: 002
Canadian Clearing Code: //CC000203020 SWIFT Code: NOSCCATT
Please send a payment notice to vanar@fasken.com

This is Exhibit “ **B** ” referred to in the
Affidavit of Lisa Hiebert
sworn before me at Vancouver
this 17th day of January, 2024



A Commissioner for taking Affidavits
for British Columbia

FASKEN

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FTI Consulting Canada Inc.
1450 - 701 West Georgia Street
Vancouver BC V7Y 1B6

September 15, 2023
Invoice #: 1893990

Attention: Tom Powell

GST/HST#: 87937 6127
QST#: 1023151835

Matter Number: 304091.00004
Matter: NextPoint Financial, Inc.

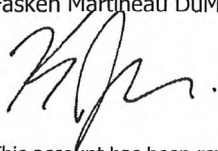
For Professional Services rendered through September 08, 2023 as described in the attached memorandum.

Total Fees	\$ 41,578.50
Total Taxes	4,989.42
Total Amount Owing This Bill	CAD \$ 46,567.92

Tax Summary

BCPST	2,910.50
GST	2,078.92
Total Taxes Included in This Bill	4,989.42

Fasken Martineau DuMoulin LLP



This account has been reviewed, verified and approved by
K.M. Jackson who has authorized the signing and rendering of
this account.
E. & O.E.

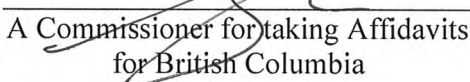
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SCOTIABANK, 595 Burrard St. P.O. Box 48700
Bentall Centre Vancouver, BC V7X 1V6
Account Name: Fasken Martineau DuMoulin LLP
CAD Account No: 014201126512, Transit No.: 03020, Bank Code: 002
Canadian Clearing Code: //CC000203020 SWIFT Code: NOSCCATT
Please send a payment notice to vanar@fasken.com

This is Exhibit “ C ” referred to in the
Affidavit of Lisa Hiebert
sworn before me at Vancouver
this 17th day of January, 2024


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FTI Consulting Canada Inc.
1450 - 701 West Georgia Street
Vancouver BC V7Y 1B6

October 10, 2023
Invoice #: 1902937

Attention: Tom Powell

GST/HST#: 87937 6127
QST#: 1023151835

Matter Number: 304091.00004
Matter: NextPoint Financial, Inc.

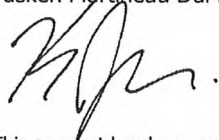
For Professional Services rendered through October 05, 2023 as described in the attached memorandum.

Total Fees	\$ 68,258.00
Total Taxable Disbursements	155.20
Total Disbursements	<u>155.20</u>
Total Taxes	8,198.72
Total Fees, Disbursements and Taxes	<u>76,611.92</u>
Total Amount Owning This Bill	<u><u>CAD \$ 76,611.92</u></u>

Tax Summary

BCPST	4,778.06
GST	<u>3,420.66</u>
Total Taxes Included in This Bill	<u><u>8,198.72</u></u>

Fasken Martineau DuMoulin LLP



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K.M. Jackson who has authorized the signing and rendering of
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E. & O.E.

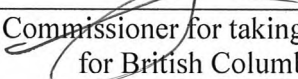
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SCOTIABANK, 595 Burrard St. P.O. Box 48700
Bentall Centre Vancouver, BC V7X 1V6
Account Name: Fasken Martineau DuMoulin LLP
CAD Account No: 014201126512, Transit No.: 03020, Bank Code: 002
Canadian Clearing Code: //CC000203020 SWIFT Code: NOSCCATT
Please send a payment notice to vanar@fasken.com

This is Exhibit “ D ” referred to in the
Affidavit of Lisa Hiebert
sworn before me at Vancouver
this 17th day of January, 2024



A Commissioner for taking Affidavits
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FASKEN

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FTI Consulting Canada Inc.
1450 - 701 West Georgia Street
Vancouver BC V7Y 1B6

November 17, 2023
Invoice #: 1917740

Attention: Tom Powell

GST/HST#: 87937 6127
QST#: 1023151835

Matter Number: 304091.00004
Matter: NextPoint Financial, Inc.

For Professional Services rendered through October 31, 2023 as described in the attached memorandum.

Total Fees	\$ 76,597.00
Total Taxable Disbursements	572.58
Total Non Taxable Disbursements	7.00
Total Disbursements	<u>579.58</u>
Total Taxes	9,220.27
Total Fees, Disbursements and Taxes	<u>86,396.85</u>
Total Amount Owing This Bill	<u><u>CAD \$ 86,396.85</u></u>

Tax Summary

BCPST	5,361.79
GST	<u>3,858.48</u>
Total Taxes Included in This Bill	<u><u>9,220.27</u></u>

Fasken Martineau DuMoulin LLP



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K.M. Jackson who has authorized the signing and rendering of
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E. & O.E.

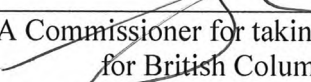
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SCOTIABANK, 595 Burrard St. P.O. Box 48700
Bentall Centre Vancouver, BC V7X 1V6
Account Name: Fasken Martineau DuMoulin LLP
CAD Account No: 014201126512, Transit No.: 03020, Bank Code: 002
Canadian Clearing Code: //CC000203020 SWIFT Code: NOSCCATT
Please send a payment notice to vanar@fasken.com

This is Exhibit “ E ” referred to in the
Affidavit of Lisa Hiebert
sworn before me at Vancouver
this 17th day of January, 2024



A Commissioner for taking Affidavits
for British Columbia

FASKEN

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FTI Consulting Canada Inc.
1450 - 701 West Georgia Street
Vancouver BC V7Y 1B6

November 28, 2023
Invoice #: 1921795

Attention: Tom Powell

GST/HST#: 87937 6127
QST#: 1023151835

Matter Number: 304091.00004
Matter: NextPoint Financial, Inc.

For Professional Services rendered through November 27, 2023 as described in the attached memorandum.

Total Fees	\$ 71,758.00
Total Taxable Disbursements	96.40
Total Non Taxable Disbursements	14.00
Total Disbursements	110.40
Total Taxes	8,615.78
Total Fees, Disbursements and Taxes	80,484.18
Total Amount Owing This Bill	CAD \$ 80,484.18

Tax Summary

BCPST	5,023.06
GST	3,592.72
Total Taxes Included in This Bill	8,615.78

Fasken Martineau DuMoulin LLP



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K.M. Jackson who has authorized the signing and rendering of
this account.
E. & O.E.

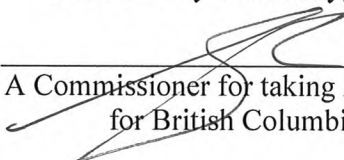
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SCOTIABANK, 595 Burrard St. P.O. Box 48700
Bentall Centre Vancouver, BC V7X 1V6
Account Name: Fasken Martineau DuMoulin LLP
CAD Account No: 014201126512, Transit No.: 03020, Bank Code: 002
Canadian Clearing Code: //CC000203020 SWIFT Code: NOSCCATT
Please send a payment notice to vanar@fasken.com

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this 17th day of January, 2024



A Commissioner for taking Affidavits
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FASKEN

Fasken Martineau DuMoulin LLP
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FTI Consulting Canada Inc.
1450 - 701 West Georgia Street
Vancouver BC V7Y 1B6

December 20, 2023
Invoice #: 1933106A

Attention: Tom Powell

GST/HST#: 87937 6127
QST#: 1023151835

Matter Number: 304091.00004
Matter: NextPoint Financial, Inc.

For Professional Services rendered through December 18, 2023 as described in the attached memorandum.

Total Fees	\$ 27,668.00
Total Taxable Disbursements	172.80
Total Non Taxable Disbursements	35.00
Total Disbursements	<u>207.80</u>
Total Taxes	3,328.80
Total Fees, Disbursements and Taxes	<u>31,204.60</u>
Total Amount Owing This Bill	<u><u>CAD \$ 31,204.60</u></u>

Tax Summary

BCPST	1,936.76
GST	<u>1,392.04</u>
Total Taxes Included in This Bill	<u><u>3,328.80</u></u>

Fasken Martineau DuMoulin LLP



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E. & O.E.

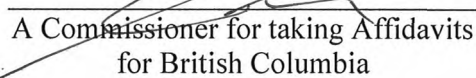
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SCOTIABANK, 595 Burrard St. P.O. Box 48700
Bentall Centre Vancouver, BC V7X 1V6
Account Name: Fasken Martineau DuMoulin LLP
CAD Account No: 014201126512, Transit No.: 03020, Bank Code: 002
Canadian Clearing Code: //CC000203020 SWIFT Code: NOSCCATT
Please send a payment notice to vanar@fasken.com

This is Exhibit “ G ” referred to in the
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this 17th day of January, 2024



A Commissioner for taking Affidavits
for British Columbia

FASKEN

Fasken Martineau DuMoulin LLP
Barristers and Solicitors
Patent and Trade-mark Agents

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FTI Consulting Canada Inc.
1450 - 701 West Georgia Street
Vancouver BC V7Y 1B6

December 29, 2023
Invoice #: 1937157

Attention: Tom Powell

GST/HST#: 87937 6127
QST#: 1023151835

Matter Number: 304091.00004
Matter: NextPoint Financial, Inc.

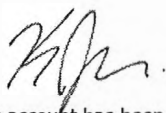
For Professional Services rendered through December 29, 2023 as described in the attached memorandum.

Total Fees	\$ 3,046.00
Total Taxes	365.52
Total Amount Owing This Bill	CAD \$ 3,411.52

Tax Summary

BCPST	213.22
GST	152.30
Total Taxes Included in This Bill	365.52

Fasken Martineau DuMoulin LLP



This account has been reviewed, verified and approved by
K.M. Jackson who has authorized the signing and rendering of
this account.
E. & O.E.

Accounts are due when rendered.

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SCOTIABANK, 595 Burrard St. P.O. Box 48700
Bentall Centre Vancouver, BC V7X 1V6
Account Name: Fasken Martineau DuMoulin LLP
CAD Account No: 014201126512, Transit No.: 03020, Bank Code: 002
Canadian Clearing Code: //CC000203020 SWIFT Code: NOSCCATT
Please send a payment notice to vanar@fasken.com

No. S-235288
Vancouver Registry

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

AND

IN THE MATTER OF A PLAN OF COMPROMISE AND ARRANGEMENT OF
NEXTPOINT FINANCIAL, INC. AND THOSE PARTIES LISTED ON
SCHEDULE "A"

AFFIDAVIT #1 OF LISA HIEBERT

FASKEN MARTINEAU DuMOULIN LLP
Barristers and Solicitors
550 Burrard Street, Suite 2900
Vancouver, BC, V6C 0A3
+1 604 631 3131

Counsel: Mishaal Gill
Matter No: 304091.00004