

January 3, 2025

To the creditors of 16323715 Canada Inc.

On December 30, 2024, 16323715 Canada Inc. ("**ResidualCo**") filed an assignment in bankruptcy and the undersigned FTI Consulting Canada Inc. ("**FTI**") was appointed as Trustee in the matter on December 30, 2024. For additional information, please refer to the website <http://cfcanada.fticonsulting.com/tacora/>

In accordance with statutory requirements of the *Bankruptcy and Insolvency Act* you are receiving this Notice to Creditors along with the following documents:

1. Certificate of Appointment from the Official Receiver
2. The statutory Notice to Creditors of First Meeting
3. Statement of Affairs
4. Listing of Creditors
5. Proof of Claim
6. Checklist for Proof of Claim
7. Proxy

In the *Companies' Creditors Arrangement Proceedings* of Tacora Resources Inc., an Order was issued on October 7, 2024, (the "**CAA Termination Order**" pursuant to which ResidualCo. was authorized to make an assignment in bankruptcy and name FTI as Trustee. **Please refer to the enclosed Statement of Affairs for details on assets and liabilities within the estate. ResidualCo has no remaining assets, and it is not anticipated that there will be any funds available to distribute to creditors in the bankruptcy.**

Any questions can be directed to the following contact at the Trustee's office:
Graham McIntyre at 1-833-420-9074 (toll free), or by email at tacoraresources@fticonsulting.com

Sincerely,

FTI Consulting Canada Inc.

In its capacity as Trustee of the estate of
16323715 Canada Inc. and not in its
personal or corporate capacity.

Per:



Jodi Porepa, Senior Managing Director
79 Wellington Street West | Suite 2010
Toronto, Ontario, M5K 1G8



Industry Canada
Office of the Superintendent
of Bankruptcy Canada

Industrie Canada
Bureau du surintendant
des faillites Canada

District of: Ontario
Division No.: 09 - Toronto
Court No.: 31-3170538
Estate No.: 31-3170538

In the Matter of the Bankruptcy of:

16323715 Canada Inc

Debtor

FTI CONSULTING CANADA INC.

Licensed Insolvency Trustee

Ordinary Administration

Date and time of bankruptcy:	December 30, 2024, 07:10	Security:	\$0.00
Date of trustee appointment:	December 30, 2024		
Meeting of creditors:	January 09, 2025, 14:00 TD South Tower 79 Wellington St W, Suite 2010 Toronto, Ontario Canada,		
Chair:	Trustee		

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

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

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

The said trustee is required:

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

Date: January 02, 2025, 11:11

E-File/Dépôt Electronique

Official Receiver

151 Yonge Street, 4th Floor, Toronto, Ontario, Canada, M5C2W7, (877)376-9902

Canada

District of: Ontario
Division No. 09 -
Court No. 31-3170538
Estate No. 31-3170538

FORM 68
Notice of Bankruptcy, First Meeting of Creditors
(Subsection 102(1) of the Act)

Original Amended

Take notice that:

1. 16323715 Canada Inc filed an assignment on the 30th day of December 2024 and the undersigned, FTI Consulting Canada Inc., was appointed as trustee of the estate of the bankrupt by the official receiver (or the Court); subject to affirmation by the creditors of the trustee's appointment or substitution of another trustee by the creditors.

2. The first meeting of creditors of the bankrupt will be held on the 9th day of January 2025 at 2:00 PM virtually via Microsoft Teams.

Meeting ID: 298 531 590 051 Passcode: sU2LV2Rn

Dial in by phone:

(866) 840-8976 Canada (Toll-free) Phone conference ID: 268 966 161#

Video conference: experts@m.webex.com Video ID: 111 712 959 5.

3. To be entitled to vote at the meeting, a creditor must file with the trustee, before the meeting, a proof of claim and, where necessary, a proxy.

4. Enclosed with this notice are a proof of claim form, proxy form and list of creditors with claims amounting to \$25 or more showing the amounts of their claims.

5. Creditors must prove their claims against the estate of the bankrupt to share in any distribution of the proceeds realized from the estate.

Dated at the city of Toronto in the Province of Ontario, this 3rd day of January 2025.

FTI Consulting Canada Inc. - Licensed Insolvency Trustee

Per:



Jodi Porepa - Licensed Insolvency Trustee

TD Waterhouse Tower

79 Wellington St. West

Toronto ON M5K 1G8

Phone: (416) 649-8100 Fax: (416) 649-8101

District of: Ontario
 Division No. 09 -
 Court No. 0000646-2023-ON
 Estate No. 0000646-2023-ON

Original Amended

Form 78
 Statement of Affairs (Corporate Bankruptcy)
 (Subsection 49(2) and Paragraph 158(d) of the Act / subsections 50(2) and 62(1) of the Act)

To the bankrupt:

You are required to carefully and accurately complete this form and the applicable attachments showing the state of your affairs on the date of the bankruptcy, on the 30th day of December 2024. When completed, this form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration by a duly authorized director, if the bankrupt is a corporation, or by yourself, in other cases..

Give reasons for the bankrupt's/debtor's financial difficulty (Select all that apply and provide details):

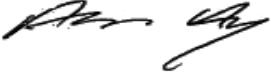
- Negative market conditions; Foreign Exchange Fluctuations; Economic Downturn; Poor Financial Performance; Legal Matters (Provide details);
 Lack of Working Capital/Funding; Competition; Legislated or Regulatory Restrictions; Natural Disaster; Increased Cost of Doing Business;
 Overhead Increasing; Faulty Infrastructure or Business Model; Unsuccessful Marketing Initiatives; Personal Issues; Poor Management;
 Faulty Accounting; Tax Liabilities; Labour; Other (Please specify).

Provide relevant details:

[Other] Pursuant to a Reverse Vesting Order issued on July 26, 2024, 16323715 Canada Inc. may make an assignment in bankruptcy. Pursuant to paragraph 11 of the CCAA Termination Order dated October 7, 2024 the Applicant (16323715 Canada Inc.) was authorized to make an assignment into bankruptcy and for FTI Consulting Canada Inc. to be named the trustee in bankruptcy.

ASSETS	LIABILITIES
(totals from the list of assets as stated and estimated by bankrupt/debtor)	(totals from the list of liabilities as stated and estimated by bankrupt/debtor)
1. Cash on hand	1. Secured creditors
0.00	389,761,945.87
2. Deposits in financial institutions	2. Preferred creditors, securities, and priorities
0.00	0.00
3. Accounts receivable and other receivables	3. Unsecured creditors
Total amount	17,898,127.76
Estimated realizable value	4. Contingent, trust claims or other liabilities estimated to be provable for
0.00	0.00
4. Inventory	Total liabilities
0.00	407,660,073.63
5. Trade fixtures, etc.	Surplus
0.00	407,660,073.63
6. Livestock	
0.00	
7. Machinery and equipment	
0.00	
8. Real property or immovables	
0.00	
9. Furniture	
0.00	
10. Intangible assets (intellectual properties, licences, cryptocurrencies, digital tokens, etc.)	
0.00	
11. Vehicles	
0.00	
12. Securities (shares, bonds, debentures, etc.)	
0.00	
13. Other property	
0.00	
Total of lines 1 to 13	
0.00	
If bankrupt is a corporation, add:	
Amount of subscribed capital	0.00
Amount paid on capital	0.00
Balance subscribed and unpaid	0.00
Estimated to produce	0.00
Total assets	0.00
Deficiency	-407,660,073.63
Total value of assets located outside Canada included in lines 1 to 13	0.00

SWORN (or SOLEMNLY DECLARED) remotely by Troy Nicholson stated as being located in the city of Toronto in the Province of Ontario before me at the city of Toronto in the Province of Ontario, on this 30th day of December 2024 in accordance with provincial Regulation on Administering Oath or Declaration Remotely.



Alec Hoy, Commissioner of Oaths
For the Province of Ontario
LSO# 85489k


Troy Nicholson

In the Matter of the Bankruptcy of 16323715 Canada Inc.

List of Creditors

Notes:

1. The liabilities within the estate are based on the books and records of 16323715 Canada Inc.
2. Any amounts originally denominated in United States Dollars have been converted to Canadian Dollars based on the Bank of Canada's daily average exchange rate for the United States Dollar against the Canadian Dollar on October 10, 2023, the date of the initial insolvency event when Tacora Resources Inc. sought and obtained the initial order under the Companies' Creditors Arrangement Act, R.S.C 1985. c. C-36, as amended (the "ccaa").

	Creditor Name	Secured Creditor Amount	Unsecured Creditor Amount	Total Amount
1	1128349 B.C. Ltd.	\$ -	\$ -	\$ -
2	13859380 Canada Inc DBA Crane Supply	\$ -	\$ -	\$ -
3	A.W. Chesterton Company Ltd.	\$ -	\$ 97,585.01	\$ 97,585.01
4	Acklands Grainger Inc	\$ -	\$ 2,727.16	\$ 2,727.16
5	Acuren Group Inc.	\$ -	\$ 42,565.90	\$ 42,565.90
6	Aggregate Equipment	\$ -	\$ 62,125.21	\$ 62,125.21
7	Alantra Leasing Inc.	\$ -	\$ 3,903.23	\$ 3,903.23
8	Alcumus SafeContractor Inc.	\$ -	\$ 4,470.78	\$ 4,470.78
9	Alliance Refractories Ltd.	\$ -	\$ 192,894.92	\$ 192,894.92
10	AMF Industries Inc.	\$ -	\$ 65,061.02	\$ 65,061.02
11	Anixter Canada Inc.	\$ -	\$ 124.98	\$ 124.98
12	Argo International Corp	\$ -	\$ 6,721.39	\$ 6,721.39
13	Atlantic Business Magazine	\$ -	\$ 3,898.50	\$ 3,898.50
14	Attorney General of Canada Counsel for Canada Revenue Agency	\$ -	\$ 4,571,086.90	\$ 4,571,086.90
15	Badger Technical Services	\$ -	\$ 59,091.66	\$ 59,091.66
16	Banyan Chaines Inc	\$ -	\$ 36,419.84	\$ 36,419.84
17	Battlefield Rental Equipment	\$ -	\$ 29,618.66	\$ 29,618.66
18	Belfor (Canada) Inc	\$ -	\$ 39,128.18	\$ 39,128.18
19	Bruker AXS LLC	\$ -	\$ 19,365.14	\$ 19,365.14
20	Canadian Nuclear Safety Commission	\$ -	\$ 340.31	\$ 340.31
21	Cargill International Trading Pte Ltd. c/o Goodmans LLP	\$ 23,784,250.00	\$ -	\$ 23,784,250.00
22	Carol-Wabush Distributing Co. Ltd	\$ -	\$ 2,215.94	\$ 2,215.94
23	Clarenceville Ultra Clear Water	\$ -	\$ 2,630.82	\$ 2,630.82
24	Coair Inc	\$ -	\$ 1,466.08	\$ 1,466.08
25	Computershare Trust Company, N.A., as trustee and collateral agent (unsecured)	\$ -	\$ 174,581.15	\$ 174,581.15
26	Computershare Trust Company, N.A., as trustee and collateral agent (secured)	\$ 365,977,695.87	\$ -	\$ 365,977,695.87
27	Concept Controls Inc	\$ -	\$ 2,848.78	\$ 2,848.78
28	Construction & Expertise PG Inc. c/o Gittens, de Beer and Associates	\$ -	\$ -	\$ -
29	Custom Fabricators & Machinists	\$ -	\$ 1,231.91	\$ 1,231.91
30	Dallas Mercer Consulting Inc.	\$ -	\$ 3,353.97	\$ 3,353.97
31	Datasite UK Ltd	\$ -	\$ 3,927.11	\$ 3,927.11
32	Davis Polk & Wardwell LLP	\$ -	\$ 476,314.34	\$ 476,314.34
33	Dell Canada Inc.	\$ -	\$ 9,929.92	\$ 9,929.92
34	Diamond Canapower	\$ -	\$ 18,815.15	\$ 18,815.15
35	Dumar Enterprises Ltd.	\$ -	\$ 4,389.20	\$ 4,389.20
36	Eastern Safety Services	\$ -	\$ 417.34	\$ 417.34
37	Epiroc Customer Center	\$ -	\$ 76,383.53	\$ 76,383.53
38	Esco Ltd.	\$ -	\$ 158,526.62	\$ 158,526.62
39	Fabrication Fransi Inc.	\$ -	\$ 105,987.41	\$ 105,987.41
40	Fastenal	\$ -	\$ 23,877.27	\$ 23,877.27
41	Fives North American Combustion	\$ -	\$ 20,334.88	\$ 20,334.88
42	FLSmith Inc. Tucson Ops	\$ -	\$ 35,885.68	\$ 35,885.68
43	Fuller Industrial Corporation	\$ -	\$ 30,535.99	\$ 30,535.99
44	G&M Shepard Holdings Ltd	\$ -	\$ 1,032.70	\$ 1,032.70
45	Garage Oscar Brochu Inc	\$ -	\$ 5,139.32	\$ 5,139.32
46	GIW Industries, Inc.	\$ -	\$ 18,630.81	\$ 18,630.81
47	Government of Newfoundland and Labrador	\$ -	\$ 4,710,891.92	\$ 4,710,891.92
48	Groupe Swagelok Quebec	\$ -	\$ 9,989.39	\$ 9,989.39
49	HeavyQuip Ltd	\$ -	\$ 651.43	\$ 651.43
50	Hoya Lens Canada, Inc.	\$ -	\$ 1,939.85	\$ 1,939.85
51	Hydex	\$ -	\$ 7,210.50	\$ 7,210.50
52	John Zink Company, LLC	\$ -	\$ 56,402.65	\$ 56,402.65
53	JSM Electrical Ltd.	\$ -	\$ -	\$ -
54	Kal Tire	\$ -	\$ 3,703.34	\$ 3,703.34
55	Knightsbridge Robertson Surrette	\$ -	\$ 2,535.75	\$ 2,535.75
56	KPMG LLP	\$ -	\$ 14,470.68	\$ 14,470.68
57	Labgate Condominium Corporation	\$ -	\$ 281.96	\$ 281.96
58	Levitt-Safety Limited	\$ -	\$ 7,337.36	\$ 7,337.36
59	MacGregors Industrial Group	\$ -	\$ 2,572,363.76	\$ 2,572,363.76
60	Mammoth Equipment and Exhaust Inc	\$ -	\$ 8,234.00	\$ 8,234.00
61	Maple Leaf Tractors & Equipment	\$ -	\$ 3,051.65	\$ 3,051.65
62	Marmen Inc	\$ -	\$ 174,052.50	\$ 174,052.50
63	Marmon Industrial Water Limited	\$ -	\$ 2,279.88	\$ 2,279.88
64	McMaster-Carr Supply Company	\$ -	\$ 13,592.73	\$ 13,592.73
65	Metallurgie Castech Inc.	\$ -	\$ 184,874.00	\$ 184,874.00

In the Matter of the Bankruptcy of 16323715 Canada Inc.
List of Creditors

Notes:

1. The liabilities within the estate are based on the books and records of 16323715 Canada Inc.
2. Any amounts originally denominated in United States Dollars have been converted to Canadian Dollars based on the Bank of Canada's daily average exchange rate for the United States Dollar against the Canadian Dollar on October 10, 2023, the date of the initial insolvency event when Tacora Resources Inc. sought and obtained the initial order under the Companies' Creditors Arrangement Act, R.S.C 1985. c. C-36, as amended (the "CCAA").

	Creditor Name	Secured Creditor Amount	Unsecured Creditor Amount	Total Amount
66	Micronics Filtration Canada	\$ -	\$ 78,392.00	\$ 78,392.00
67	MOBIA Technology Innovations Inc	\$ -	\$ 258.75	\$ 258.75
68	Modular Mining Systems Canada Ltd	\$ -	\$ 16,434.17	\$ 16,434.17
69	Moody's Canada Inc.	\$ -	\$ 54,187.70	\$ 54,187.70
70	NeoSystems Inc.	\$ -	\$ 4,545.07	\$ 4,545.07
71	Newark Corporation	\$ -	\$ 4,160.91	\$ 4,160.91
72	Oshtech Incorporated	\$ -	\$ 22,029.40	\$ 22,029.40
73	Pinchin Ltd	\$ -	\$ 35,078.45	\$ 35,078.45
74	Plessitech Inc.	\$ -	\$ 30,304.80	\$ 30,304.80
75	Pompaaction Inc.	\$ -	\$ 92,822.04	\$ 92,822.04
76	Power Precision	\$ -	\$ 4,769.05	\$ 4,769.05
77	Process Research Ortech Inc.	\$ -	\$ 98,322.77	\$ 98,322.77
78	Procor Limited	\$ -	\$ 19,485.93	\$ 19,485.93
79	Pro-Metal Plus Inc	\$ -	\$ 54,179.95	\$ 54,179.95
80	PTC Inc.	\$ -	\$ 2,038.65	\$ 2,038.65
81	PTM Industries Inc.	\$ -	\$ 731.40	\$ 731.40
82	PumpsPlus Ltd	\$ -	\$ 156,831.03	\$ 156,831.03
83	Pyramid Pumps	\$ -	\$ 1,794.00	\$ 1,794.00
84	Quebec Iron Ore Inc.	\$ -	\$ -	\$ -
85	Radwell International Canada	\$ -	\$ 7,676.64	\$ 7,676.64
86	Revenu Quebec	\$ -	\$ 2,600,588.49	\$ 2,600,588.49
87	Rideout Tool and Machine	\$ -	\$ 19,435.00	\$ 19,435.00
88	Rogers Enterprises Limited	\$ -	\$ 76,933.00	\$ 76,933.00
89	S3i Mines inc.	\$ -	\$ 39,540.80	\$ 39,540.80
90	Sansom Equipment Limited	\$ -	\$ 12,465.44	\$ 12,465.44
91	Sessenwein Inc.	\$ -	\$ 33,580.00	\$ 33,580.00
92	Shawn Critch	\$ -	\$ 11,826.33	\$ 11,826.33
93	Solutions Ambra	\$ -	\$ 8,772.73	\$ 8,772.73
94	Soutex	\$ -	\$ 23,721.16	\$ 23,721.16
95	Stark International	\$ -	\$ 27,973.75	\$ 27,973.75
96	Strum Consulting	\$ -	\$ 61,862.11	\$ 61,862.11
97	Subeg Gill	\$ -	\$ 7,217.31	\$ 7,217.31
98	Superior Alloy Technology Inc.	\$ -	\$ 1,906.70	\$ 1,906.70
99	T & K Holdings Inc.	\$ -	\$ 8,050.00	\$ 8,050.00
100	Terelion, LLC	\$ -	\$ 7,713.23	\$ 7,713.23
101	The Baltic Exchange Ltd	\$ -	\$ 2,716.01	\$ 2,716.01
102	The Mining Association of Canada	\$ -	\$ 20,875.63	\$ 20,875.63
103	Thermal & Hydraulic Equipment Ltd	\$ -	\$ 10,596.10	\$ 10,596.10
104	Tool Room Services Inc.	\$ -	\$ 8,542.80	\$ 8,542.80
105	TTL Supply Limited	\$ -	\$ 1,784.29	\$ 1,784.29
106	Uline Inc	\$ -	\$ 11,660.96	\$ 11,660.96
107	Veolia Water Technologies	\$ -	\$ 13,828.69	\$ 13,828.69
108	Wood Canada Limited	\$ -	\$ 13,046.46	\$ 13,046.46
	Total Liabilities	\$ 389,761,945.87	\$ 17,898,127.76	\$ 407,660,073.63

District of: Ontario
Division No. 09 -
Court No. 31-3170538
Estate No. 31-3170538

FORM 31
Proof of Claim
(Sections 50.1, 81.5, 81.6, subsections 65.2(4), 81.2(1), 81.3(8), 81.4(8),
102(2), 124(2), 128(1), and paragraphs 51(1)(e) and 66.14(b) of the Act)

The creditor's preference is to receive all notices and correspondence regarding this claim at the following address and/or facsimile number and/or email address (a mailing address must be provided in all cases):

Address: _____
Facsimile: _____
Email: _____
Contact person name or position: _____
Telephone number for contact person: _____

In the matter of the bankruptcy of 16323715 Canada Inc of the city of Toronto in the Province of Ontario and the claim of _____, creditor.

I, _____ (name of creditor or representative of the creditor), of _____ (city and province), do hereby certify:

1. That I am a creditor of the above named debtor (or that I am _____ (state position or title) of _____, (name of creditor or representative of the creditor) and that I am authorized to represent and (if the creditor is a corporation) that I have authority to bind the creditor of the above-named debtor).

2. That I have knowledge of all the circumstances connected with the claim referred to below.

3. That the debtor was, at the date of bankruptcy, namely the 30th day of December 2024, and still is, indebted to the creditor in the sum of \$ _____, as specified in the statement of account (or affidavit) attached and marked Schedule "A", after deducting any counterclaims to which the debtor is entitled. Any debt payable in a currency other than Canadian currency was converted to Canadian currency as of the date of bankruptcy.

(The attached statement of account or affidavit must specify the supporting documents or other evidence in support of the claim)

4. That, to the best of my knowledge, this debt has never been (or this debt has been or part of this debt has been) statute-barred as determined under the relevant legislation.

5. That payment for this debt by the debtor to the creditor has been due (or has been in default) since the ____ day of _____, and that the last payment, if any, on this debt by the debtor to the creditor was made on the ____ day of _____, and/or that the last acknowledgement, if any, of liability for this debt by the debtor to the creditor was made on the ____ day of _____, as follows:

(Give full particulars of the claim, including its history, any acknowledgement or legal action)

6. (Check and complete appropriate category)

A. Unsecured claim of \$ _____

(Other than as a customer contemplated by Section 262 of the Act)

That in respect of this debt, I do not hold any assets of the debtor as security and:

(Check appropriate description)

Regarding the amount of \$ _____, I do not claim a right to a priority.

Regarding the amount of \$ _____, I claim a right to a priority under paragraph 136(1)(d) of the Act (Complete paragraph 6E below.)

District of Ontario
Division No. 09 -
Court No. 31-3170538
Estate No. 31-3170538

FORM 31 --- Continued

- Regarding the amount of \$ _____, I claim a right to a priority under paragraph 136(1)(d.01) of the Act.
- Regarding the amount of \$ _____, I claim a right to a priority under paragraph 136(1)(d.02) of the Act.
- Regarding the amount of \$ _____, I claim a right to a priority under paragraph 136(1)(d.1) of the Act.
- Regarding the amount of \$ _____, I claim a right to a priority under paragraph 136(1)(e) of the Act.
- Regarding the amount of \$ _____, I claim a right to a priority under paragraph 136(1)(f) of the Act.
- Regarding the amount of \$ _____, I claim a right to a priority under paragraph 136(1)(g) of the Act.
- Regarding the amount of \$ _____, I claim a right to a priority under paragraph 136(1)(i) of the Act.

(Set out on an attached sheet details to support priority claim)

- B. Claim of Lessor for disclaimer of a lease of \$ _____**

That I make a claim under subsection 65.2(4) of the Act, the particulars of which are as follows:
(Give full particulars of the claim, including the calculations upon which the claim is based)

- C. Secured claim of \$ _____**

That in respect of this debt, I hold assets of the debtor valued at \$ _____ as security, the particulars of which are as follows:
(Give full particulars of the security, including the date on which the security was given and the value at which you assess the security and attach a copy of the security documents.)

A trustee may, pursuant to subsection 128(3) of the Act, redeem a security on payment to the secured creditor of the debt or the value of the security as assessed, in the proof of security, by the secured creditor.

- D. Claim by Farmer, Fisherman or Aquaculturist of \$ _____**

That I make a claim under subsection 81.2(1) of the Act for the unpaid amount of \$ _____
(Attach a copy of sales agreement and delivery receipts)

- E. Claim by Wage Earner of \$ _____**

- That I make a claim under subsection 81.3(8) of the Act in the amount of \$ _____,
- That I make a claim under subsection 81.4(8) of the Act in the amount of \$ _____,

- F. Claim by Pension Plan for unpaid amount of \$ _____**

- That I make a claim under subsection 81.5 of the Act in the amount of \$ _____,
- That I make a claim under subsection 81.6 of the Act in the amount of \$ _____,

- G. Claim against Director of \$ _____**

(To be completed when a proposal provides for the compromise of claims against directors)
That I make a claim under subsection 50(13) of the Act, the particulars of which are as follows:
(Give full particulars of the claim, including the calculations upon which the claim is based)

- H. Claim of a Customer of a Bankrupt Securities Firm of \$ _____**

That I make a claim as a customer for net equity as contemplated by section 262 of the Act, the particulars of which are as follows:
(Give full particulars of the claim, including the calculations upon which the claim is based)

District of Ontario
Division No. 09 -
Court No. 31-3170538
Estate No. 31-3170538

FORM 31 --- Concluded

7. That, to the best of my knowledge, I am (or the above-named creditor is) (or am not or is not) related to the debtor within the meaning of section 4 of the Act, and have (or has) (or have not or has not) dealt with the debtor in a non-arm's-length manner.

8. That the following are the payments that I have received from the debtor, the credits that I have allowed to the debtor, and the transfers at undervalue within the meaning of section 2 of the Act that I have been privy to or a party to with the debtor within the three months (or, if the creditor and the debtor are related within the meaning of section 4 of the Act or were not dealing with each other at arm's length, within the 12 months) immediately before the date of the initial bankruptcy event within the meaning of section 2 of the Act:
(Provide details of payments, credits and transfers at undervalue)

9. (Applicable only in the case of the bankruptcy of an individual.)

Whenever the trustee reviews the financial situation of a bankrupt to redetermine whether or not the bankrupt is required to make payments under section 68 of the Act, I request to be informed, pursuant to paragraph 68(4) of the Act, of the new fixed amount or of the fact that there is no longer surplus income.

I request that a copy of the report filed by the trustee regarding the bankrupt's application for discharge pursuant to subsection 170(1) of the Act be sent to the above address.

Warning: Subsection 201(1) of the Act provides for the imposition of severe penalties in the event that a creditor or person claiming to be a creditor makes any false claim, proof, declaration or statement of account.

Dated at _____, this _____ day of _____.

Signature of creditor or representative

CHECKLIST FOR PROOFS OF CLAIM

This checklist is provided to assist you in preparing the accompanying proof of claim form and, where required, proxy form in a complete and accurate manner. Please specifically check each requirement.

PROOF OF CLAIM

- ▶ The signature of a witness is required;
- ▶ The claim must be signed personally by the individuals;
- ▶ If the creditor is a corporation, the full and complete legal name of the company or firm must be stated;
- ▶ Give the complete address, including postal code, where all notices or correspondence is to be forwarded, the name of the person to contact, the phone number and fax number.

PARAGRAPH 1

- ▶ Please state your name, city of residence, and if you are completing the declaration for a corporation or another person, your position or title.

PARAGRAPH 3

- ▶ State the date of bankruptcy, proposal of receivership and the amount of your claim;
- ▶ A detailed statement of account must be attached and must show the date, number and amount of all the invoices, charged credits or payments;
- ▶ A statement of account is not complete if it begins with an amount brought forward;
- ▶ The amount of the statement of account must agree with the amount claimed on the proof of claim.

PARAGRAPH 4

- ▶ An ordinary creditor must check subparagraph A. A preferred creditor must set out on an attached schedule the particulars of your priority;
- ▶ A secured creditor must check subparagraph C. You must insert the value at which you assess each of your securities and provide a certified true copy of the security documents as registered.

PARAGRAPH 5

Strike out “are” or “are not” as applicable to you. You would be considered a related person if:

- ▶ You are related to blood or marriage to the debtor;
- ▶ If the debtor is a corporation and you were a shareholder or if your company was controlled by the same shareholders as the debtor corporation.

PARAGRAPH 6

All creditors must attach a detailed list of all payments or credits received or granted, as follows:

- ▶ Within the 3 months preceding the bankruptcy or proposal, if the creditor and the debtor are not related;
- ▶ Within 12 months preceding the bankruptcy or proposal, if the creditor and debtor are related.

In the case of an individual’s bankruptcy only, you may request some or all of the items stated after paragraph 6.

GENERAL PROXY

A creditor may appoint a proxy by completing the proxy form, if the creditor is a corporation, the proxy form must be completed in the corporate name and signature witness.

NOTES

- ▶ Only creditors who have filed claims in the proper manner before the time appointed for the meeting of creditors are entitled to vote;
- ▶ A creditor may vote either in person or by proxy;
- ▶ A debtor may not be appointed a proxy at any meeting of his creditors;
- ▶ The trustee may be appointed as a proxy to for any creditors;
- ▶ A corporation may vote by an authorized agent at the meeting of creditors;
- ▶ In order to have the right to vote, a person must himself be a creditor or be the holder of a property executed proxy showing the name of the creditor;
- ▶ Only creditors who filed claims in the proper form with the trustee are entitled to share in any distribution that may be made.

District of: Ontario
Division No. 09 -
Court No. 31-3170538
Estate No. 31-3170538

FORM 36
Proxy
(Subsection 102(2) and paragraphs 51(1)(e) and 66.15(3)(b) of the Act)

I, _____, of _____, a creditor in the above matter, hereby appoint _____, of _____, to be my proxyholder in the above matter, except as to the receipt of dividends, _____ (with or without) power to appoint another proxyholder in his or her place.

Dated at _____, this _____ day of _____, _____.

Witness

Individual Creditor

Witness

Name of Corporate Creditor

Per _____
Name and Title of Signing Officer

Return To:

FTI Consulting Canada Inc. - Licensed Insolvency Trustee

TD Waterhouse Tower
79 Wellington St. West
Toronto ON M5K 1G8
Fax: (416) 649-8101