

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

FARM CREDIT CANADA

Applicant

- and -

GLOBAL FOOD AND INGREDIENTS INC. and GFI BRANDS INC.

Respondents

**IN THE MATTER OF AN 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**

**MOTION RECORD
(Motion for Discharge, Distribution, and
Fee Approval Order returnable April 23, 2025)**

April 10, 2025

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TO: THE SERVICE LIST

Court File No. CV-24-00720526-00CL

**ONTARIO
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INDEX

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TAB 1

Court File No.: CV-24-00720526-00CL

**ONTARIO
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**NOTICE OF MOTION
(Motion for Discharge, Distribution, and
Fee Approval Order returnable April 23, 2025)**

FTI Consulting Canada Inc. (“**FTI**”), in its capacity as Court-appointed receiver (the “**Receiver**”) over all of the assets, undertakings, and properties of Global Food and Ingredients Inc. (“**Global Foods Canada**”) and GFI Brands Inc. (“**GFI Brands**”, and together with Global Foods Canada, the “**Debtors**”, and each individually, a “**Debtor**”) that constitute “**FCC Secured Property**” (as such term is defined in the Order (Appointing Receiver), granted by the Honourable Justice Steele on May 30, 2024 the (“**FCC Receivership Order**”), in the within proceedings), will make a motion to a judge of the Ontario Superior Court of Justice (Commercial List) on April 23, 2025 at 11:00 a.m., or as soon after that time as the motion can be heard, by judicial videoconference via Zoom at Toronto, Ontario.

THE MOTION IS FOR:

1. An order substantially in the form of the draft order attached at Tab 3 of the Receiver's Motion Record, *inter alia*:
 - a) approving a distribution by the Receiver to FCC, up to the total amount of \$6,530,000 (plus accrued interest, if any), subject to costs incurred and any necessary or desirable reserves as may be determined by the Receiver;
 - b) approving the Fourth Report and the conduct and activities of the Receiver described herein;
 - c) approving the Receiver's statement of receipts and disbursements for the period May 30, 2024 to April 10, 2025;
 - d) approving the fees of the Receiver in the amount of \$683,548.40 for the period from May 30, 2024 to March 31, 2025, and the fees of the Receiver's counsel in the amount of \$453,367.23 for the period from May 30, 2024 to April 9, 2025;
 - e) terminating these proceedings and discharging the Receiver from the powers, duties and obligations attendant to its appointment as Receiver upon the filing of the Discharge Certificate; and
 - f) such further and other relief as this Honourable Court may deem just.

THE GROUNDS FOR THE MOTION ARE:

2. The facts in support of this motion are set out in the Fourth Report. All capitalized terms used and not otherwise defined herein have the same meaning(s) as ascribed to such terms in the Fourth Report.

Background

3. By court order dated May 30, 2024, the Receiver was appointed in respect of certain collateral of the Debtors secured in favour of FCC, constituting the FCC Secured Property (the “**Receivership Order**”). On the same date, Richter Inc. (the “**Siena Receiver**”) was appointed by the Court as the receiver of certain other assets of the Debtors, which are secured in favour of Siena Lending Group Canada LLC (“**Siena**”).
4. FCC and Siena have agreed to their respective priorities in respect of their security over the assets of the Debtors pursuant to an Intercreditor Agreement dated February 1, 2024.
5. Among other things, the FCC Secured Property subject to this receivership included all of the Debtors’ interests in the high speed ingredient processing and storage facilities located on the lands municipally known as 100 Elevator Road, Zealandia, Saskatchewan (the “**Zealandia Lands**”), the facilities and lands municipally known as R.M. of Lajord No. 128, Lajord, Saskatchewan (surface parcel #111788219) (the “**Vigro Lands**”), and the facilities and leasehold interest at the location municipally known as 100 South Railway Avenue, Lajord, Saskatchewan (the “**Lajord Property**”), together with the Zealandia Lands and the Vigro Lands, the “**Properties**”) as well as fixtures and equipment located or situated on the Properties.
6. The intention of this receivership has been to conduct an orderly liquidation of the FCC Secured Property.

Liquidation of FCC Secured Property

7. On November 12, 2024, the Court granted the following Approval and Vesting Orders for transactions in relation to the Zealandia Lands and Lajord Lands that were the subject of a court-approved sale and investment solicitation process (“**SISP**”):
 - (a) the “**First Approval and Vesting Order**”, which approved, among other things, a sale transaction pursuant to which Harvest Grain Zealandia Ltd. (the “**Zealandia Purchaser**”) purchased the Zealandia Lands, as set out and described in the Asset Purchase Agreement dated November 4, 2024, (the “**Zealandia Purchase Agreement**”); and

- (b) the “**Second Approval and Vesting Order**”, which approved, among other things, a sale transaction pursuant to which C2 Farms (the “**Lajord Purchaser**”) purchased the Lajord Property, as set out and described in the Asset Purchase Agreement dated November 4, 2024 (the “**Lajord Purchase Agreement**”, and collectively with the Zealandia Purchase Agreement and the Vigro Purchase Agreement, the “**Purchase Agreements**”).
- 8. Following the granting of the First Approval and Vesting Order and the Second Approval and Vesting Order, the Receiver continued to advance its discussions with third parties, including those identified by the SISP, to locate a purchaser for the Vigro Lands. The Receiver experienced challenges locating a purchaser due to concerns arising from the potential encroachment of the facility on the Vigro Lands over a neighbouring property.
- 9. In late November 2024, the Receiver received a bid from Foodlife Group Inc. (the “**Vigro Purchaser**”) and entered into the best agreement available for the Vigro Lands. The Vigro Purchaser submitted an executed copy of a purchase agreement to the Receiver on December 2, 2024.
- 10. On February 4, 2025, the Court granted the Receiver’s motion seeking an approval and vesting order for the Vigro Lands (the “**Third Approval and Vesting Order**”).
- 11. Each of the transactions for the Properties have now closed, specifically:
 - (a) the transaction contemplated by the Zealandia Purchase Agreement closed as of November 29, 2024;
 - (b) the transaction contemplated by the Lajord Purchase Agreement closed as of January 30, 2025; and
 - (c) the transaction contemplated by the Vigro Purchase Agreement closed as of March 7, 2025.
- 12. The FCC Secured Property includes certain assets in addition to the Real Property and equipment, specifically an insurance policy and intellectual property (the “**Remaining FCC Secured Property**”). The Receiver continues to undertake efforts to realize on the

Remaining FCC Secured Property to the extent reasonably possible and expects to exhaust such efforts prior to its discharge.

The Distribution to FCC Should be Approved

13. The Receiver's counsel has completed an independent review of the security granted by the Debtors to FCC. As further set out in the Fourth Report, the security opinion indicated that, subject to the customary assumptions and qualifications for opinions of this nature, FCC's security is effective, valid and enforceable against the FCC Secured Property, in accordance with its terms, and was properly registered as against the FCC Secured Property.
14. The Receiver is not aware of any pre-filing claims against the FCC Secured Property that rank ahead of FCC.
15. The aggregate outstanding indebtedness owed by the Debtors to FCC was \$15,004,907.17, excluding professional fees, disbursements and accruing interest (the "**Indebtedness**").
16. The proposed Distribution is not opposed. At the previous motion on February 4, 2025, the Receiver agreed to adjourn its request for approval of the distribution to allow for further discussions with the Siena Receiver in respect of certain of the costs incurred by the Siena Receiver for the benefit of both receivership proceedings (the "**Shared Receivership Costs**").
17. The Receiver has now concluded all discussions with the Siena Receiver. The Receiver has agreed to remit its share of the Shared Receivership Costs to the Siena Receiver and paid this amount on April 2, 2025.
18. Subject to reasonable reserve until its discharge, the Receiver requests that the remaining proceeds from the sale of the FCC Secured Property after payment of the Shared Receivership Costs, up to the total amount of \$6,530,000 (plus accrued interest, if any) be distributed to FCC (the "**Distribution**") as partial payment of the Indebtedness.

The Receiver's Activities Should be Approved

19. The Receiver has acted reasonably, prudently and not arbitrarily, in carrying out its activities as set out in the Fourth Report. The Receiver's activities should be approved.

The Fees for the Receiver and Receiver's Counsel Should be Approved

20. The Receiver seeks the approval of the fees and disbursements of the Receiver and its counsel as set out in the Fee Affidavits. The Receiver submits that the fees and disbursements incurred by the Receiver and its counsel, as more particularly described in the Fee Affidavits are reasonable in the circumstances and have been validly incurred in respect of this receivership proceeding.

The Receiver Should be Discharged

21. The Receiver's remaining activities and duties include, among other things, issuing the proposed Distribution to FCC, exhausting efforts to realize on the Remaining FCC Secured Property, and filing the Receiver's final report and final statement of receipts and disbursements (the "**Remaining Activities**").
22. Following the proposed Distribution to FCC, subject to this Court's approval, the Receiver will have substantially completed the administration of the receivership, subject to the completion of the balance of the Remaining Activities.
23. The Receiver therefore seeks approval to file the discharge certificate (the "**Discharge Certificate**") upon completion of the Remaining Activities, whereupon the termination of the receivership proceeding and the discharge of the Receiver, and the release of the Receiver, will become effective.

Other Grounds

24. The Receiver also relies upon the following:
- (a) the provisions of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3;
 - (b) the provisions of the *Courts of Justice Act*, RSO 1990, c. C-43, as amended;
 - (c) such further and other grounds as counsel may advise and this Honourable Court may permit.
25. The following documentation evidence will be used at the hearing of the motion:
- (a) the Fourth Report of the Receiver and the Schedules and Appendices thereto;

- (b) the Fee Affidavits of McCarthys and FTI; and,
- (c) such further and other materials as counsel may advise and this Court may permit.

April 10, 2025

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FARM CREDIT CANADA

Applicant

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INC. and GFI BRANDS INC.**

Respondents

Court File No.: CV-24-00720526-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

Proceeding commenced at Toronto

NOTICE OF MOTION**McCarthy Tétrault LLP**

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TAB 2

Court File No. CV-24-00720526-00CL

GLOBAL FOOD AND INGREDIENTS INC. and GFI BRANDS INC.

**FOURTH REPORT TO THE COURT OF FTI CONSULTING CANADA
INC., IN ITS CAPACITY AS COURT-APPOINTED RECEIVER
OVER THE FCC SECURED PROPERTY**

April 10, 2025

Court File No. CV-24-00720526-00CL

FARM CREDIT CANADA

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and

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**APPLICATION UNDER SECTION 243(1) OF THE BANKRUPTCY AND
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COURTS OF JUSTICE ACT, R.S.O. 1990, C. C.43, AS AMENDED**

**FOURTH REPORT TO THE COURT OF FTI CONSULTING CANADA INC., IN ITS
CAPACITY AS COURT-APPOINTED RECEIVER OVER THE FCC SECURED
PROPERTY**

INTRODUCTION

1. By order dated May 30, 2024 (the “**Appointment Order**”), on application by Farm Credit Canada (“**FCC**”), FTI Consulting Canada Inc. (“**FTI**”) was appointed receiver (in such capacity, the “**Receiver**”) over the FCC Secured Property (defined below), which included three high-speed ingredient processing and storage facilities in Saskatchewan, located on (i) 100 Elevator Road, Zealandia (the “**Zealandia Lands**”), (ii) R.M. of Lajord No 128, Lajord (the “**Vigro Lands**”, together with Zealandia Lands, the “**Mortgaged Lands**”) and (iii) a leasehold interest in 100 South Railway Avenue, Lajord No. 128, (the “**Leaseholds Lands**” and together with the Mortgaged Lands, the “**Real Property**”) and related equipment located or situated on the Real Property (the “**Equipment**”).
2. Pursuant to a court order dated August 19, 2024, the Receiver, together with FTI Capital Advisors Canada (the “**Sale Agent**”), an affiliate of FTI, undertook a sale and investor solicitation process (the “**SISP**”) in relation to the FCC Secured Property. Transactions were identified in the SISP in respect of the Zealandia Lands and Leasehold Lands and related Equipment for each.

3. On November 12, 2024, the Court approved the transactions for the Zealandia Lands and the Leasehold Lands. The transaction for the Zealandia Lands closed on November 29, 2024, and the transaction for the Leasehold Lands closed on January 30, 2025.
4. No bids were received for the Vigro Lands in the timelines identified in the SISP; however, the Receiver subsequently continued its efforts to solicit interest in the Vigro Lands. In December 2024, the Receiver successfully identified a transaction and entered into an agreement of purchase and sale in respect of the Vigro Lands (the “**Vigro Purchase Agreement**”).
5. On February 4, 2025, the Court approved the transaction for the Vigro Lands and the execution of the Vigro Purchase Agreement by the Receiver (the “**Third Approval and Vesting Order**”). The transaction for the Vigro Lands was completed on March 7, 2025.
6. Given that the Receiver has now successfully closed all sale transactions in relation to the Real Property and related Equipment, the Receiver is of the view that it is appropriate to seek the Distribution, Discharge and Fee Approval Order as defined and described herein.
7. The FCC Secured Property includes certain assets in addition to the Real Property and Equipment (including an insurance policy and intellectual property) (the “**Remaining FCC Secured Property**”). The Receiver continues to undertake efforts to realize on the Remaining FCC Secured Property to the extent reasonably possible and expects to exhaust such efforts prior to its discharge.
8. Accordingly, on this motion, the Receiver seeks among other things, an order approving a distribution to FCC, the fees of the Receiver and its counsel, a termination of these proceedings and a discharge of its duties as Receiver.

Purpose of the Report

9. The purpose of this Fourth Report of the Receiver (this “**Fourth Report**”) is to provide the Court with information regarding:
 - (a) the activities of the Receiver since it issued its Third Report dated January 27, 2025;

- (b) the status of the transaction previously approved by this Court and contemplated by the Vigro Purchase Agreement;
 - (c) the Receiver's cash and disbursements for the period from May 30, 2024 to April 10, 2025;
 - (d) report on the fees of the Receiver and its counsel;
 - (e) the proposed distribution to FCC;
 - (f) the discussions and an agreement with Richter Inc. in its capacity as court-appointed Receiver over certain other assets of the Respondents on an application by Siena Lending Group Canada LLC (the "**Siena Receiver**"); and
 - (g) the termination of these proceedings and proposed discharge of the Receiver.
10. The Fourth Report is filed in support of the Receiver's motion seeking an order (the "**Distribution, Discharge, and Fee Approval Order**"), which, among other things:
- (a) approves a distribution by the Receiver, to FCC, up to the total of \$6,530,000 (plus accrued interest, if any), subject to costs incurred and any necessary or desirable reserves as may be determined by the Receiver;
 - (b) approving the Fourth Report and the conduct and activities of the Receiver described herein;
 - (c) approving the Receiver's statement of receipts and disbursements for the period May 30, 2024 to April 10, 2025;
 - (d) approving the fees of the Receiver in the amount of \$683,548.40 for the period from May 30, 2024 to March 31, 2025, and the fees of the Receiver's counsel in the amount of \$453,367.23 for the period from May 30, 2024 to April 9, 2025;

- (e) terminating these proceedings and discharging the Receiver from the powers, duties and obligations attendant to its appointment as Receiver upon the filing of the Discharge Certificate (defined below); and
- (f) such further and other relief as this Honourable Court may deem just.

Terms of Reference

11. In preparing this Fourth Report, the Receiver has relied upon unaudited financial information provided by Global Food and Ingredients Inc. and GFI Brands Inc. (the “**Debtors**”), including the Debtors’ books and records, certain financial information, forecasts and analysis prepared by the Debtors, and discussions with various parties, including former employees and senior management of, and advisors to, the Debtors (the “**Information**”).
12. Except as otherwise described in this Fourth Report:
 - (a) the Receiver has not audited, reviewed or otherwise attempted to verify the accuracy or completeness of the Information in a manner that would comply with Generally Accepted Assurance Standards pursuant to the Chartered Professional Accountants of Canada Handbook; and,
 - (b) the Receiver has not examined or reviewed financial forecasts and projections referred to in this Fourth Report in a manner that would comply with the procedures described in the Chartered Professional Accountants of Canada Handbook.
13. Future-oriented financial information reported in, or relied on, in preparing this this Fourth Report is based on assumptions regarding future events. Actual results may vary from forecast and such variations may be material.
14. The Receiver has prepared this Fourth Report to assist the Court in deciding whether to grant the Distribution, Discharge, and Fee Approval Order. The Fourth Report should not be relied on for any other purpose.

15. Unless otherwise stated, all monetary amounts contained herein are expressed in Canadian Dollars.

BACKGROUND

16. Each of the Debtors was a member of the GFI group of companies (“**GFI Group**”), Global Food Canada being the purchaser and processor of plant-based foods and ingredients and GFI Brands a brokerage that hired other companies to buy pasta and outsource manufacturing of pasta for the GFI Group.
17. The Receiver was appointed on May 30, 2024 over the FCC Secured Property. On the same day, the Siena Receiver was appointed over certain other assets of the Debtors and Global Food and Ingredients Ltd. constituting ABL Priority Collateral (defined below).
18. Pursuant to an Intercreditor Agreement dated February 1, 2024 between FCC and Siena attached as Exhibit OO to the Affidavit of Jason Inman sworn May 16, 2024 (the “**Inman Affidavit**”) (the “**Intercreditor Agreement**”), FCC and Siena agreed to their respective priorities in respect of their security over the assets of the Debtors. FCC and Siena agreed that FCC would have priority over the “**Term Loan Priority Collateral**” consisting of the following (with capitalized terms as defined in the Intercreditor Agreement):
- (a) all Equipment and fixtures;
 - (b) all Intellectual Property owned by any Loan Party (which includes the Debtors);
 - (c) all Real Property (including the Mortgaged Lands and Leasehold Lands);
 - (d) the insurance policy with respect to the life of David Hanna in the amount of \$1,000,000; and,
 - (e) all books and records relating to the foregoing, all Proceeds of the foregoing, and all collateral security and guarantees given by any Person with respect to the foregoing.
- (collectively, together with any proceeds thereof, the “**FCC Secured Property**”).
- The assets of the Debtors other than the FCC Secured Property are the “**ABL**

Priority Collateral", which includes the Debtors' accounts receivable and inventory. According to the Intercreditor Agreement, FCC has senior priority over the FCC Secured Property and junior priority over the ABL Priority Collateral.

19. The intention of this receivership has been to conduct an orderly liquidation of the FCC Secured Property.

SISP

20. The Receiver obtained an order (the "**SISP Approval Order**") on August 19, 2024 for the sale and solicitation of the FCC Secured Property, which among other things:
 - (a) approved the SISP in the form attached as Schedule "A" to the SISP Approval Order;
 - (b) authorized the Receiver and the Sale Agent to implement the SISP and perform their respective obligations thereunder;
 - (c) approved the Key Consultant Retention Plans ("**KCRP**") in respect of three consultants (the "**Key Consultants**"), and approved the Receiver making payments thereunder; and
 - (d) granted a fixed and specific charge not exceeding an aggregate amount of \$53,450 on the FCC Secured Property for the KCRP (the "**KCRP Charge**").
21. To ensure that time was not lost marketing the property, the Receiver had already started the marketing process, which commenced with the creation of a list of potential bidders and initial reach-outs the week of July 15, 2024.
22. The SISP consisted of a broad marketing process in conjunction with a two-phase process for the solicitation of offers to purchase the FCC Secured Property.
23. The SISP successfully identified proposed transactions for the Zealandia Lands and the Leasehold Lands.

24. The Receiver found a purchaser for the Vigro Lands outside of the SISP, as the Vigro Lands received no bids prior to the conclusion of the SISP.

(i) Zealandia Lands

25. On November 12, 2024, the Receiver brought a motion seeking an approval and vesting order for the Zealandia Lands (the “**First Approval and Vesting Order**”), an approval and vesting order for the Leasehold Lands (the “**Second Approval and Vesting Order**”), and other ancillary relief (the “**Ancillary Relief Order**”) (the “**Sale Approval Motion**”).
26. Harvest Grain Zealandia Ltd. (the “**Zealandia Purchaser**”) submitted an executed copy of a purchase agreement to the Receiver on October 4, 2024, which has since been amended and superseded by an Asset Purchase Agreement dated November 4, 2024 (the “**Zealandia Purchase Agreement**”), between the Receiver, as vendor, and the Zealandia Purchaser, as purchaser.
27. The Zealandia Purchase Agreement was approved by the Court, on November 12, 2024, pursuant to the First Approval and Vesting Order.
28. The Zealandia Purchase Agreement contemplated the purchase, by the Zealandia Purchaser, of the following FCC Secured Property:
- (a) the Zealandia Lands;
 - (b) Books and Records relating to Zealandia Lands; and
 - (c) Equipment and fixtures on the Zealandia Lands,
- (collectively, the “**Zealandia Purchased Assets**”).
29. The Zealandia Purchase Agreement closed as of November 29, 2024 and the Receiver has issued a certificate confirming that all conditions to Closing of the Zealandia Purchase Agreement have all been satisfied by the Zealandia Purchaser and the Receiver.

(ii) Leasehold Lands (Lajord)

30. C2 Farms (the “**Lajord Purchaser**”) submitted an executed copy of a purchase agreement to the Receiver on October 4, 2024, which has since been amended and superseded by an Asset Purchase Agreement dated November 4, 2024 (the “**Lajord Purchase Agreement**”), between the Receiver, as vendor, and the Lajord Purchaser, as purchaser.
31. The Lajord Purchase Agreement was approved by the Court on November 12, 2024, pursuant to the Second Approval and Vesting Order. Among other things, the Second Approval and Vesting Order authorized the Receiver to complete such minor amendments to the Lajord Purchase Agreement as the Receiver may deem necessary, and to take such additional steps and execute such additional documents as may be necessary or desirable for the completion of the transaction under the Lajord Purchase Agreement.
32. The Lajord Purchase Agreement contemplated the purchase, by the Lajord Purchaser, of the following FCC Secured Property:
 - (a) the Leasehold Lands;
 - (b) Books and Records relating to the Leasehold Lands; and
 - (c) Equipment and fixtures on the Leasehold Lands,(collectively, the “**Lajord Purchased Assets**”).
33. At the request of the Lajord Purchaser, the closing conditions for the Lajord Purchase Agreement were amended pursuant to an amending agreement dated January 20, 2025 (the “**Lajord Amending Agreement**”) to, among other things, extend the Outside Date under the Lajord Purchase Agreement from November 15, 2024 to January 31, 2025.
34. The Lajord Purchase Agreement closed as of January 30, 2025, in accordance with the amended Outside Date and the Receiver has issued a certificate confirming that all conditions to closing of the Lajord Purchase Agreement have been satisfied by the Lajord Purchaser and the Receiver.

(iii) Vigro Lands

35. Following the granting of the First Approval and Vesting Order and the Second Approval and Vesting Order, the Receiver continued to advance its discussions with third parties, including those identified by the SISP, to locate a purchaser for the Vigro Lands. The Receiver experienced challenges locating a purchaser due to concerns arising from the potential encroachment of the facility on the Vigro Lands over a neighbouring property.
36. The Receiver continued to engage in discussions and negotiations with third parties to locate a purchaser. In late November 2024, the Receiver received a bid from Foodlife Group Inc. (the “**Vigro Purchaser**”) and entered into a purchase agreement with the Vigro Purchaser on December 2, 2024.
37. On February 4, 2025, the Receiver brought a motion seeking an approval and vesting order for the Vigro Lands (the “**Third Approval and Vesting Order**”) and certain related ancillary relief (the “**Ancillary Relief Order**”).
38. The Vigro Purchase Agreement, contemplated the purchase by the Vigro Purchaser, of the following Vigro Purchased Assets:
 - (a) the Vigro Lands;
 - (b) Books and Records relating to Vigro Lands; and
 - (c) Equipment and fixtures on the Vigro Lands.
39. The Vigro Purchase Agreement closed as of March 7, 2025 and the Receiver has issued a certificate confirming that all conditions to Closing of the Vigro Purchase Agreement have been satisfied by the Vigro Purchaser and the Receiver.
40. The Receiver previously filed a redacted copy of the Vigro Purchase Agreement to protect commercially sensitive information such as the purchase price while the transaction was underway. The Ancillary Relief Order provided that the redacted Vigro Purchase Agreement shall be sealed pending further Order of this Court. At the time the orders were granted, the Siena Receiver requested that the unredacted Vigro Purchase Agreement

become unsealed upon closing of the transaction, the Receiver advised the Court that it would seek to amend the sealing relief at a further motion. As the transaction has now closed, the Receiver has advised the Vigro Purchaser that it intends to seek to unseal the unredacted Vigro Purchase Agreement. As such, the Receiver is requesting that the sealing relief granted in the Ancillary Relief Order now be lifted.

DISTRIBUTION TO SIENA AND FCC

Previous Distribution Relief Sought

41. In the motion record of the Receiver dated January 27, 2025 in support of the Ancillary Relief Order, the Receiver originally requested approval of a distribution to FCC at that time.
42. However, prior to the hearing on February 4, 2025, the Receiver agreed to adjourn its request for approval of the distribution to allow for further discussions with the Siena Receiver in respect of certain amounts claimed by the Siena Receiver. As set out below, the Receiver has now concluded all discussions with the Siena Receiver.

Payment to the Siena Receiver

43. As described above, on May 30, 2024, the Receiver was appointed as receiver over the FCC Secured Property and the Siena Receiver was appointed as receiver over the ABL Priority Collateral.
44. In the course of these two receiverships, the Siena Receiver incurred some general administration costs related to the administration of the Debtors' estate that benefitted both FCC and Siena. For instance, rather than duplicating efforts, the Siena Receiver conducted the *Wage Earner Protection Program Act* remittances in respect of all eligible employees of the Debtors. The Receiver engaged in discussions with the Siena Receiver in respect of these shared costs and other disputed amounts and the two receivers have reached a resolution in respect of the proper sharing of such amounts.
45. In particular, the Receiver has agreed to remit \$34,524 (the "**Shared Receivership Costs**") to the Siena Receiver in respect of shared receivership costs, which amount was paid to the

Siena Receiver on April 2, 2025. On this basis, the Receiver understands that all issues have been resolved with the Siena Receiver and that the Siena Receiver is supportive of the relief sought on this motion.

Proposed Payment to FCC

46. The Receiver received an independent legal opinion from the Receiver's legal counsel, McCarthy Tetrault LLP ("**McCarthys**") with respect to the validity and enforceability of the security granted by the Debtors to FCC. The security opinion indicated that, subject to the customary and standard assumptions, qualifications and limitations contained therein, FCC's security is effective, valid and enforceable against the FCC Secured Property, in accordance with its terms, and is properly registered as against the FCC Secured Property.¹
47. The Receiver is not aware of any pre-filing claims against the FCC Secured Property that rank ahead of FCC.² As outlined in the First Report of the Receiver, while the Receiver determined that there were unearned premiums in respect of terminated insurance policies, it remitted funds to First Insurance Funding of Canada Inc. ("**First**") in respect of the insurance policy that was terminated. All outstanding premiums to First have been paid and, the Receiver is no longer utilizing this policy as the insurance expired on October 1, 2024. Since then, all other insurance policies have been renewed and premiums have been paid upfront (such that no unearned insurance premiums will be included in the amounts to be distributed).³

¹ In providing the security opinion, McCarthys reviewed the security documents provided in the court application materials for the receivership proceeding brought by FCC, prepared by Gowling WLG Canada LLP; McCarthys did not review additional assignments in favour of FCC, guarantees in favour of FCC, or security and mortgage documents relating to real property that is not part of the FCC Secured Property and instead assumes such documents provide additional security to FCC and/or do not limit or impair the FCC Security Documents in any way.

² As outlined in the First Report of the Receiver dated August 13, 2024, FCC and Siena entered into an Intercreditor Agreement establishing FCC's priority over the FCC Secured Property. While FCC entered into a Limited Subordination Agreement with 35 Oak Holdings Ltd., this relates to secured property in Alberta that does not form part of the FCC Secured Property.

³ First Report of the Receiver, [paras. 45-48](#).

48. As set out in the Inman Affidavit, as of May 13, 2024, the aggregate outstanding indebtedness owed by the Debtors to FCC was \$15,004,907.17, excluding professional fees, disbursements and accruing interest (the “**Indebtedness**”).
49. Subject to reasonable reserve until its discharge (discussed below), the Receiver requests that the remaining proceeds from the sale of the FCC Secured Property (specifically, proceeds from the Real Property transactions)⁴ after payment of the Shared Receivership Costs, up to the total amount of \$6,530,000 (plus accrued interest, if any) be distributed to FCC (the “**Distribution**”) as partial payment of the Indebtedness, after payment of (i) any administrative costs to be incurred by the Receiver until its discharge, including payment of the Receiver’s borrowings under the Receiver’s Borrowing Charge and (ii) the Receiver’s fees and disbursements and the legal fees and disbursements of the Receiver’s legal counsel.

Remaining FCC Secured Property

50. As mentioned above, the Remaining FCC Secured Property includes certain assets in addition to the Real Property and Equipment, specifically an insurance policy and intellectual property. The Receiver continues to undertake efforts to realize on the Remaining FCC Security Property to the extent reasonably possible and expects to exhaust such efforts prior to its discharge. To the extent that additional proceeds become available, the Receiver will distribute such proceeds as set out in paragraph 49 above.
51. The Receiver does not expect that any additional proceeds obtained from the Remaining FCC Secured Property will result in distributions to FCC greater than \$6,530,000 (plus accrued interest, if any).

⁴ As of May 30, 2024, FCC has the first ranking registered security interest (subject only to court ordered charges made in this receivership proceeding, including the KCRP Charge and Receiver’s Borrowings Charge) against the property that was sold by the Receiver, specifically, the Real Property in Saskatchewan and the personal property located therein. The vehicle leased from De Lage Landen Financial Services Canada Inc. in Saskatchewan was returned and did not form part of the property that was sold. For clarity, none of the sold property consisted of the Debtors’ personal property in Alberta.

RECEIPTS AND DISBURSEMENTS

52. The following table summarizes the receipts and disbursements of the Receiver during the period from May 30, 2024 to April 10, 2025 (the “**Reporting Period**”):

Receipts and Disbursements (May 30, 2024 - April 10, 2025)	
Receipts	
Proceeds from Sale of FCC Secured Property	\$ 6,714,400
Receiver's Certificate Borrowing	400,000
Interest on Trust Funds	42,593
Cost Reimbursements	29,617
Total Receipts	\$ 7,186,611
Disbursements	
FTI Consulting Canada Inc.	(658,930)
McCarthy Tétrault LLP	(267,160)
Professional Fees	(926,090)
Sub-Contractors	(248,277)
Property Taxes	(133,753)
Insurance	(96,250)
Utilities	(35,789)
Shared Receivership Costs	(34,524)
Repairs and Maintenance	(16,643)
Other	(75)
Operating Costs	(565,310)
Total Disbursements	\$ (1,491,400)
Net Receipts and Disbursements Before Distributions	\$ 5,695,211

53. Notes to the Receiver's statements of receipts and disbursements during the Reporting Period are as follows:
- (a) *Proceeds from Sale of FCC Secured Property* includes the proceeds from the Zealandia Purchase Agreement, the Lajord Purchase Agreement, and the Vigro Purchase Agreement, including any GST and PST collected thereon;
 - (b) *Receiver's Certificate Borrowing* includes amounts advanced by FCC pursuant to the Appointment Order, which are secured by the Receiver's Borrowing Charge as

defined therein. These funds were used to fund disbursements required for the administration of the receivership proceedings;

- (c) *Cost Reimbursements* includes amounts received from the purchaser of the Leasehold Lands for costs incurred by the Receiver with respect to the Leasehold Lands;
- (d) *Professional Fees* includes amounts paid to the Receiver and the Receiver's Counsel for the administration of the receivership proceedings;
- (e) *Subcontractors* includes amounts paid to the Key Consultants retained by the Receiver to assist in the administration of the receivership proceedings. This also includes the amounts paid in accordance with the Key Consultant Retention Plans, which are secured by the KCRP Charge, in accordance with the SISP Approval Order;
- (f) *Property Taxes* includes both arrears and current real property taxes paid on the Mortgaged Lands as part of the closings of the sales of the Mortgaged Lands;
- (g) *Insurance* includes amounts paid to First in respect of unearned premiums on certain insurance policies of the GFI Group. This also includes renewal premiums paid to the insurer to ensure appropriate coverage was maintained on the FCC Secured Property;
- (h) *Shared Receivership Costs* includes the amount paid to the Siena Receiver (as discussed above); and
- (i) *Utilities and Repairs and Maintenance* include amounts incurred in the maintenance and upkeep of the FCC Secured Property prior to the sales of the property.

FEE APPROVAL

54. Pursuant to paragraphs 18 and 19 of the Appointment Order, the Receiver and its counsel are to:

- (a) be paid their reasonable fees and disbursements, in each case at their standard rates and charges, whether incurred prior to or subsequent to the date of the Appointment Order; and
 - (b) pass their accounts from time-to-time before the Court.
- 55. Throughout the course of this proceeding, the fees and disbursements of the Receiver have been paid from time-to-time. The Receiver and its counsel have maintained detailed records of their time and disbursements as they relate to this receivership proceeding.
- 56. The Affidavit of Jeffrey Rosenberg sworn April 10, 2025 (the “**FTI Affidavit**”), which is attached as **Appendix “1”** includes at Exhibit “C” thereto, copies of certain invoices rendered by the Receiver in respect of this receivership proceeding.
- 57. For the period from May 30, 2024 to March 31, 2025, the Receiver’s accounts total \$576,608.20 in fees, \$17,781.67 in expenses and disbursements and \$89,158.53 in HST for a total amount of \$683,548.40. At Exhibits “A” and “B” of the Rosenberg Affidavit, there is a summary of the Receiver’s invoices and the personnel, hours and hourly rates charged by the Receiver in respect of the Receivership Proceeding.
- 58. The Receiver estimates that the total fees from April 1, 2025 to the effective date of the Receiver’s discharge will not exceed the amount of \$50,000 excluding taxes barring unforeseen circumstances.
- 59. The Affidavit of Saneea Tanvir, sworn April 10, 2025 (the “**McCarthys Affidavit**”, and together with the FTI Affidavit, the “**Fee Affidavits**”), which is attached as **Appendix “2”**, includes at Exhibit “B” thereto, copies of the invoices rendered by counsel to the Receiver in respect of this receivership proceeding.
- 60. For the period from May 30, 2024 to April 9, 2025, counsel to the Receiver’s accounts total \$390,425.00 in fees, \$10,890.21 in disbursements and \$52,052.02 in HST for a total amount of \$453,367.23. At Exhibit “A” of the McCarthys Affidavit, there is a summary of the Receiver’s invoices and the personnel, hours and hourly rates charged by the Receiver in respect of the Receivership Proceeding.

61. The Receiver's counsel estimates that the total fees from April 1, 2025 to the effective date of the Receiver's discharge will not exceed the amount of \$50,000 excluding taxes barring unforeseen circumstances.
62. The Receiver submits that the fees and disbursements incurred by the Receiver and its counsel, as more particularly described in the Fee Affidavits, are reasonable in the circumstances and have been validly incurred in accordance with the provisions of the Orders issued in respect of this receivership proceeding. The Receiver respectfully requests the approval of the fees and disbursements of the Receiver and its counsel as set out in the Fee Affidavits.

ACTIVITIES OF THE RECEIVER

63. The Receiver's activities, following the issuance of the Third Report, have included, among other things:
 - (a) posting and updating the Receiver's website with all public documents as it relates to the within proceeding;
 - (b) paying the Key Consultants for services provided to the Receiver during the SISP including making payments in accordance with the KCRP;
 - (c) responding to inquiries from various stakeholders;
 - (d) coordinating with the Siena Receiver in respect of various matters and making a payment to the Siena Receiver to cover 50% of its administrative costs as it relates to this Receivership Proceeding;
 - (e) advancing and closing the transaction contemplated by the Vigro Purchase Agreement;
 - (f) attending to other administrative matters relating to these proceedings; and,
 - (g) preparing this Fourth Report and the corresponding motion materials.

DISCHARGE OF THE RECEIVER

64. The Receiver's remaining activities and duties include:

- (a) filing of the Receiver's final report and final statement of receipts and disbursements pursuant to section 246(3) of the *BIA* with the Office of the Superintendent of Bankruptcy;
 - (b) exhausting efforts to realize on the Remaining FCC Secured Property;
 - (c) issuing the Distribution to FCC;
 - (d) filing any required tax returns;
 - (e) such further and other administrative and ancillary matters as may be necessary to complete the administration of the receivership up to the Receivership Termination Date (defined below); and,
 - (f) filing a certificate certifying completion of the administration of the receivership with the Court (the "**Discharge Certificate**"),
- (collectively, the "**Remaining Activities**").

65. Following the proposed Distribution to FCC, subject to this Court's approval, the Receiver will have substantially completed the administration of the receivership, subject to the completion of the balance of the Remaining Activities.

66. Upon completion of the Remaining Activities, the Receiver will file the Discharge Certificate (the "**Receivership Termination Date**"), whereupon the termination of the receivership proceeding and the discharge of the Receiver, and the release of the Receiver, will become effective.

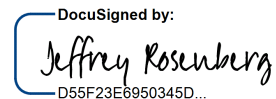
RECOMMENDATION

67. The Receiver respectfully submits this Fourth Report in support of the Distribution, Discharge, and Fee Approval Order.

Dated this 10th day of April, 2025.

FTI Consulting Canada Inc.

The Receiver of Global Food and Ingredients Inc. and GFI Brands Inc. in respect of the FCC
Secured Property

DocuSigned by:

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Jeffrey Rosenberg
Senior Managing Director

APPENDIX “1”

Court File No.: CV-24-00720526-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

FARM CREDIT CANADA

Applicant

- and -

GLOBAL FOOD AND INGREDIENTS INC. and GFI BRANDS INC.

Respondents

**IN THE MATTER OF AN 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**

**AFFIDAVIT OF JEFFREY ROSENBERG
(sworn April 10, 2025)**

I, Jeffrey Rosenberg, of the City of Toronto, in the Province of Ontario, **MAKE OATH
AND SAY:**

1. I am a Senior Managing Director with FTI Consulting Canada Inc. (“**FTI**”). On May 30, 2024, this Court made an order which, among other things, appointed FTI Consulting Inc. as the receiver of the Respondents (in such capacity, the “**Receiver**”). I have been involved throughout the receivership proceedings. As such, I have knowledge of the matters hereinafter deposed to.
2. This affidavit is made in support of a motion for, among other things, the approval of the fees and disbursements of the Receiver and its counsel for the period from May 1, 2024 to March 31, 2025 (the “**Fee Period**”). This affidavit is filed in conjunction with the Fourth Report of the Receiver dated April 10, 2025.
3. The total amount claimed by FTI for the Fee Period (exclusive of HST) is \$594,389.87. which includes fees of \$576,608.20 and disbursements of \$17,781.67. The total amount claimed by the Receiver is \$683,548.40 inclusive of HST of \$89,158.53.

4. Attached and marked as **Exhibit “A”** to this Affidavit is a schedule summarizing all invoices rendered by the Receiver during the Fee Period, including the fees, disbursements, and HST charged in each invoice (the “**Accounts**”).
5. Attached hereto as **Exhibit “B”** is a schedule summarizing the billing rates of each of the members of FTI that rendered services in these receivership Proceedings.
6. True copies of the Receiver Accounts for the Fee Period are attached hereto at **Exhibit “C”**.
7. The Accounts and summary charts disclose in detail the name of each person who rendered services, the dates on which the services were rendered, the time spent each day, the rate charged and the total charges for fees, disbursements and taxes.
8. The hourly billing rates charged in the Accounts are comparable to the hourly rates charged by FTI for services rendered in similar proceedings.
9. To the best of my knowledge and given the nature of this proceeding, I believe that the hours and rates in the attached Accounts are reasonable and comparable to other companies in Toronto for work of this nature.

SWORN BEFORE ME remotely by
videoconference on this 10th day of April, 2025
in accordance with O. Reg 431/20,
Administering Oath or Declaration Remotely.
The affiant was located in the City of Toronto
in the Province of Ontario, and the
Commissioner was located in the City of
Toronto in the Province of Ontario.

DocuSigned by:

Meena Alnajjar

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A Commissioner for taking Affidavits
Name: Meena Alnajjar LSO #89626N

DocuSigned by:

Jeffrey Rosenberg

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Jeffrey Rosenberg

This is Exhibit "A" referred to in the
Affidavit of **Jeffrey Rosenberg**
sworn before me April 10, 2025

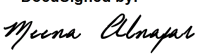
DocuSigned by:
Meena Alnajar

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A Commissioner for taking Affidavits (or as may be)
Meena Alnajar LSO #: 89626N

Invoice No./Period	Invoice Date	Fees (\$)	Expenses (\$)	HST (\$)	Total Fees, Disbursements, and HST (\$)	Hours Billed	Average Billed Rate (\$)
102900001318 (May 1, 2024 - May 31, 2024)	06/07/24	49,959.50	4,532.55	8,173.81	62,665.86	54.00	925.18
102900002028 (June 1, 2024 - December 31, 2024)	01/27/25	492,005.60	13,249.12	75,788.25	581,042.97	793.60	619.97
102900002029 (January 1, 2025 - January 26, 2025)	01/27/25	13,235.60	-	1,985.34	15,220.94	20.40	648.80
102900002199 (February 1, 2025 - February 28, 2025)	03/19/25	12,493.50	-	1,874.03	14,367.53	16.40	761.80
102900002273 (March 1, 2025 - March 31, 2025)	04/08/25	8,914.00	-	1,337.10	10,251.10	12.80	696.41
Total		576,608.20	17,781.67	89,158.53	683,548.40	897.20	642.68

This is Exhibit "B" referred to in the
Affidavit of **Jeffrey Rosenberg**
sworn before me April 10, 2025

DocuSigned by:

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A Commissioner for taking Affidavits (or as may be)
Meena Alnajar LSO #: 89626N

May 30, 2024 - March 31, 2025				
Name	Title	Hourly Rate	Hours	Total Billed
Dean Mullett	Senior Managing Director	1,280.00	5.60	7,168.00
Jeffrey Rosenberg	Senior Managing Director	1,280.00	27.50	35,200.00
Dean Mullett	Senior Managing Director	1,230.00	49.00	60,270.00
Jeffrey Rosenberg	Senior Managing Director	1,230.00	54.60	67,158.00
Richard Kim	Managing Director	1,000.00	27.50	27,500.00
Cameron Browning	Senior Director	800.00	12.80	10,240.00
Michael McTaggart	Director	875.00	48.30	42,262.50
Michael McTaggart	Director	740.00	406.90	301,106.00
William Reid	Senior Consultant	690.00	42.20	29,118.00
Adsaran Vithiyananthan	Senior Consultant	675.00	62.60	42,255.00
Adsaran Vithiyananthan	Senior Consultant	590.00	107.60	63,484.00
Zoe Lin	Consultant	500.00	0.70	350.00
Jennifer Ye	Consultant	435.00	26.30	11,440.50
Jennifer Ye	Consultant	420.00	0.50	210.00
Joshua Gelman	Intern	215.00	3.50	752.50
Natalie St Pierre	Intern	215.00	17.60	3,784.00
Caitlin Moreland	Administrative Professional	155.00	3.70	573.50
Kathleen Foster	Executive Assistant I	155.00	0.30	46.50
Discount				(126,310.30)
Total			897.20	576,608.20

This is Exhibit "C" referred to in the
Affidavit of **Jeffrey Rosenberg**
sworn before me April 10, 2025

DocuSigned by:

Meena Alnajar

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A Commissioner for taking Affidavits (or as may be)

Meena Alnajar LSO #: 89626N



Corporate Finance

June 07, 2024

Farm Credit Canada
4-5 Lower Malpeque Road
Charlottetown, PE C1E 1R4
Canada

RE: Financial Advisory
Job No. 500001.3272
Invoice No. 102900001318

Enclosed is our invoice for professional services rendered in connection with the above referenced matter. This invoice covers professional fees through May 31, 2024.

Please do not hesitate to call me to discuss this invoice or any other matter.

Sincerely,

A handwritten signature in blue ink, appearing to read "Jeffrey Rosenberg", with a long, sweeping underline.

Jeffrey Rosenberg
Senior Managing Director



Invoice Remittance

Farm Credit Canada
4-5 Lower Malpeque Road
Charlottetown, PE C1E 1R4
Canada

Invoice No.	June 07, 2024
Job No.	102900001318
Terms	500001.3272
Currency	Due Upon Receipt
Tax Registration:	CAD

RE: Financial Advisory

Current Invoice Period: Charges posted through May 31, 2024

Amount Due Current Invoice	\$62,665.86
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Bank Information

Please indicate our invoice number with your remittance

Account Name:	FTI Consulting Canada Inc.	Bank Code:	002
Bank Name:	Bank of Nova Scotia	Account Number:	0861715
Bank Address:	Scotia Plaza, 44 King Street West	Swift/BIC Code:	NOSCCATT
	Toronto, Ontario M5H 1H1	Transit Code:	47696
	Canada	Account Currency:	CAD

Please forward remittance advice to AR.Support@fticonsulting.com.

Please remit cheque payments to:

FTI Consulting Canada Inc.
C/O T10073
P.O. Box 10073
Postal Station A
Toronto, ON M5W 2B1
Canada



Invoice Summary

Farm Credit Canada
4-5 Lower Malpeque Road
Charlottetown, PE C1E 1R4
Canada

June 07, 2024
Invoice No. 102900001318
Job No. 500001.3272
Terms Due Upon Receipt
Currency CAD
Tax Registration:

RE: Financial Advisory

Current Invoice Period: Charges posted through May 31, 2024

Name	Title	Rate	Hours	Total
Jeffrey Rosenberg	Senior Managing Director	\$1,230.00	25.10	\$30,873.00
Cameron Browning	Senior Director	\$800.00	12.80	\$10,240.00
Adsaran Vithiyananthan	Senior Consultant	\$590.00	14.60	\$8,614.00
Caitlin Moreland	Administrative	\$155.00	1.50	\$232.50
Total Professional Services			54.00	\$49,959.50

Expenses	Total
Air Travel	\$1,365.96
Business Meals	\$39.03
Car Rental	\$201.46
Gasoline	\$61.92
Hotel & Lodging	\$218.87
Miscellaneous Expense	\$1,585.33
Purchased Services	\$990.68
Taxi	\$69.30
Total Expenses	\$4,532.55

Invoice Total	CAD Amount
	\$54,492.05
HST (15%)	\$8,173.81
Total Due	\$62,665.86

FTI Consulting Canada, Inc.
 TD South Tower, 79 Wellington Street West, Suite 2010, P.O. Box 104
 Toronto, ON M5K1G8 Canada
 GST/HST Registration Number: 835718024RT0001, QST Registration Number: 1230160542TQ0001 | fticonsulting.com



Invoice Detail

Invoice No.
Job No.

June 07, 2024
102900001318
500001.3272

Total Professional Services Jeffrey Rosenberg

05/03/2024	Review of cash flow projections; call with Sienna and FCC; review of various files matters; review of intercreditor agreement.	3.40		
05/04/2024	Review of cash flows and attend call with Richter.	1.40		
05/05/2024	Review of cash flow and sent email to working group.	1.10		
05/06/2024	Review of update from FCC; call with FCC and [REDACTED] call with Gowlings and FCC; call with Richter.	2.30		
05/07/2024	Correspondence from Global; review of demands; review of several pieces of correspondence Goodmans and Gowlings; review of press release.	1.30		
05/08/2024	Calls with FCC and call with Company; review of correspondence with Richter's; review of information.	1.70		
05/10/2024	Review of KERPs; call with company regarding the same; call with FCC.	1.00		
05/12/2024	Call with Richter.	0.30		
05/13/2024	Review filing materials; call with Gowlings; call with Goodmans; work on KERPs.	1.70		
05/14/2024	Call with FCC.	0.30		
05/15/2024	Call with FCC.	0.30		
05/16/2024	Call with FCC to discuss steps moving forward; work on estimate of carrying costs; work on filing materials.	1.20		
05/23/2024	Talk with prospective purchasers and FCC.	1.00		
05/24/2024	Review of various documents.	1.30		
05/28/2024	Call regarding [REDACTED]; receivership planning.	0.60		
05/29/2024	Preparation for receivership; work on KERP.	1.80		
05/30/2024	Attend insurance company call; attend in court for hearing; attend employee call; planning for taking possession.	3.10		
05/31/2024	First day receivership matters.	1.30		
	\$1,230.00	per hour x total hrs	25.10	\$30,873.00

Cameron Browning

05/31/2024	Travel from Saskatoon to Zealandia; Zealandia site tour; travel from Zealandia to Lajord/Vigro; Site tour of Lajor/Vigro; drive to Regina; travel from Regina to Calgary.	12.80		
	\$800.00	per hour x total hrs	12.80	\$10,240.00

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Toronto, ON M5K1G8 Canada

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Invoice Detail

Invoice No.
Job No.

June 07, 2024
102900001318
500001.3272

Adsaran Vithiyananthan

05/14/2024	Performing analysis of operating costs by facility; reviewing the latest cash flow forecast from Richter; internal discussions.	1.70		
05/15/2024	Revising the schedule of operating cost by facility for the go-forward period; discussion with CFO and Director of Finance on monthly recurring costs and projecting the run-rate by facility; internal discussions regarding the same.	2.10		
05/16/2024	Updating the estimated run-rate of costs for facilities/Receivership.	0.80		
05/28/2024	Reviewing asset listing and data room; internal discussions; correspondence with management on asset listing.	0.50		
05/29/2024	Call with management on asset listing; set up of Receiver's website and hotline; review draft motion materials; reach out to security guards for SK; internal discussions.	3.00		
05/30/2024	Call with insurance broker on coverage post-filing; call with plant managers on transition post-filing; internal discussions on Receivership matters; review Sask PST registration requirements for subcontractors; correspondence on first day logistics; correspondence on site visits.	3.90		
05/31/2024	Set up of Receiver's bank account; review Motion Materials and Court Orders; finalize website for publishing; correspondence with plant managers on changing of locks; calls with security guard companies regarding quotes; discussions with FTI team on site visit.	2.60		
		\$590.00	per hour x total hrs	14.60
				\$8,614.00

Caitlin Moreland

05/29/2024	Website update.	0.50		
05/31/2024	Website update.	1.00		
		\$155.00	per hour x total hrs	1.50
				\$232.50

Total Professional Services CAD \$49,959.50

FTI Consulting Canada, Inc.
TD South Tower, 79 Wellington Street West, Suite 2010, P.O. Box 104
Toronto, ON M5K1G8 Canada

GST/HST Registration Number: 835718024RT0001, QST Registration Number: 1230160542TQ0001 | fticonsulting.com



Corporate Finance

January 27, 2025

Farm Credit Canada
4-5 Lower Malpeque Road
Charlottetown, PE C1E 1R4
Canada

Re: Financial Advisory
Job No. 500001.3272
Invoice No. 102900002028

Enclosed is our invoice for professional services rendered in connection with the above referenced matter. This invoice covers professional fees through December 31, 2024.

Please do not hesitate to call me to discuss this invoice or any other matter.

Sincerely,

A handwritten signature in blue ink, appearing to read "Jeffrey Rosenberg", with a long, sweeping underline.

Jeffrey Rosenberg
Senior Managing Director



Invoice Remittance

Farm Credit Canada
4-5 Lower Malpeque Road
Charlottetown, PE C1E 1R4
Canada

Invoice No.	January 27, 2025
Job No.	102900002028
Terms	500001.3272
Currency	Due Upon Receipt
Tax Registration:	CAD

Re:Financial Advisory

Current Invoice Period: Charges posted through December 31, 2024

Amount Due Current Invoice	\$581,042.97
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Bank Information

Please indicate our invoice number with your remittance

Account Name:	FTI Consulting Canada Inc.	Bank Code:	002
Bank Name:	Bank of Nova Scotia	Account Number:	0861715
Bank Address:	Scotia Plaza, 44 King Street West	Swift/BIC Code:	NOSCCATT
	Toronto, Ontario M5H 1H1	Transit Code:	47696
	Canada	Account Currency:	CAD

Please forward remittance advice to AR.Support@fticonsulting.com.

Please remit cheque payments to:	FTI Consulting Canada Inc.
	C/O T10073
	P.O. Box 10073
	Postal Station A
	Toronto, ON M5W 2B1
	Canada



Invoice Summary

Farm Credit Canada
4-5 Lower Malpeque Road
Charlottetown, PE C1E 1R4
Canada

January 27, 2025
Invoice No. 102900002028
Job No. 500001.3272
Terms Due Upon Receipt
Currency CAD
Tax Registration:

Re: Financial Advisory
Current Invoice Period: Charges posted through December 31, 2024

Name	Title	Rate	Hours	Total
Dean Mullett	Senior Managing Director	\$1,280.00	5.60	\$7,168.00
Jeffrey Rosenberg	Senior Managing Director	\$1,280.00	16.30	\$20,864.00
Dean Mullett	Senior Managing Director	\$1,230.00	49.00	\$60,270.00
Jeffrey Rosenberg	Senior Managing Director	\$1,230.00	29.50	\$36,285.00
Richard Kim	Managing Director	\$1,000.00	27.50	\$27,500.00
Michael McTaggart	Director	\$875.00	48.30	\$42,262.50
Michael McTaggart	Director	\$740.00	406.90	\$301,106.00
William Reid	Senior Consultant	\$690.00	42.20	\$29,118.00
Adsaran Vithiyananthan	Senior Consultant	\$675.00	33.80	\$22,815.00
Adsaran Vithiyananthan	Senior Consultant	\$590.00	93.00	\$54,870.00
Zoe Lin	Consultant	\$500.00	0.70	\$350.00
Jennifer Ye	Consultant	\$435.00	16.70	\$7,264.50
Jennifer Ye	Consultant	\$420.00	0.50	\$210.00
Joshua Gelman	Intern	\$215.00	3.50	\$752.50
Natalie St Pierre	Intern	\$215.00	17.60	\$3,784.00
Caitlin Moreland	Administrative	\$155.00	2.20	\$341.00
Kathleen Foster	Executive Assistant II	\$155.00	0.30	\$46.50
Total Professional Services			793.60	\$615,007.00
				Total
Expenses				
Advertising				\$1,148.72
Air Travel				\$3,561.75
Business Meals				\$1,138.44
Car Rental				\$2,486.24
Electronic Subscriptions				\$325.00
Gasoline				\$836.01
Hotel & Lodging				\$3,330.50
Parking				\$105.00
Taxi				\$317.46
Total Expenses				\$13,249.12

FTI Consulting Canada, Inc.
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 Toronto, ON M5K1G8 Canada

GST/HST Registration Number: 835718024RT0001, QST Registration Number: 1230160542TQ0001 | fticonsulting.com



Invoice Summary

Farm Credit Canada
4-5 Lower Malpeque Road
Charlottetown, PE C1E 1R4
Canada

Invoice No.	January 27, 2025
Job No.	102900002028
Terms	500001.3272
Currency	Due Upon Receipt
Tax Registration:	CAD

Re: Financial Advisory
Current Invoice Period: Charges posted through December 31, 2024

Less Discount:	-\$123,001.40
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Invoice Total	CAD Amount
	\$505,254.72
HST (15%)	\$75,788.25
Total Due	\$581,042.97



Invoice Detail

Invoice No.
Job No.

January 27, 2025
102900002028
500001.3272

Total Professional Services

Dean Mullett

10/01/2024	Various emails with FTI team regarding messaging to bidders; emails with bidders; call with Jeff Rosenberg regarding same; call with Mike McTaggart and [REDACTED] regarding bidders and phase 2 strategy.	0.50		
10/02/2024	Various correspondence with interested parties; bid instruction letter.	0.20		
10/03/2024	Various correspondence with interested parties.	0.20		
10/04/2024	Various emails with interested parties; discussion with FTI team regarding bids.	0.20		
10/07/2024	Call with Mike McTaggart and Jeff Rosenberg regarding phase 2 bids; various emails regarding same.	0.30		
10/08/2024	Various discussions with Mike McTaggart regarding bidders and next steps; various correspondence with interested parties.	0.20		
10/10/2024	Call with Jeff Rosenberg regarding pet food business and strategy.	0.10		
10/21/2024	Review updated bids; various emails with FCC regarding bid status and instructions; review of Zealandia operating costs; call with Vigro bidder.	0.40		
10/22/2024	Review of updated bids.	0.20		
10/23/2024	Call with FTI team regarding bids and next steps.	0.50		
10/24/2024	Receipt and review of updated bids.	0.20		
10/28/2024	Various communications with successful bidder.	0.30		
11/14/2024	Consideration of bidder appraisal request; call with Mike McTaggart and Jeff Rosenberg regarding same.	0.30		
11/25/2024	Call with Jeff Rosenberg regarding transaction closing; plan to deal with Vigro assets etc.	0.20		
11/29/2024	Call with Jeff Rosenberg and Mike McTaggart regarding Vigro interested party; discussions with Jeff Rosenberg regarding deal closing.	0.50		
12/02/2024	Work on appraisal issues.	0.20		
12/03/2024	Call with Jeff Rosenberg and Mike McTaggart regarding Vigro bids, assets listing, site visits; [REDACTED] acquisition status and next steps; various emails regarding: same.	0.50		
12/04/2024	Various correspondence regarding interested parties and appraisers.	0.10		
12/11/2024	Call with Mike McTaggart regarding Vigro land title issues and bidder update; various emails regarding same.	0.30		
12/12/2024	Various communications regarding bid status and transaction approval matters.	0.20		
\$1,280.00		per hour x total hrs	5.60	\$7,168.00

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Toronto, ON M5K1G8 Canada

GST/HST Registration Number: 835718024RT0001, QST Registration Number: 1230160542TQ0001 | fticonsulting.com



Invoice Detail

Invoice No.
Job No.

January 27, 2025
102900002028
500001.3272

Jeffrey Rosenberg

10/07/2024	Review of results from sale process.	0.80
10/08/2024	File update with [REDACTED] correspondence to and from Company.	0.30
10/09/2024	Work on [REDACTED] matters; call with staff regarding update; review of offers.	0.90
10/16/2024	Attend call with staff regarding go forward plans for prospective purchasers.	0.30
10/17/2024	Send offers to FCC; correspondence to and from [REDACTED].	0.50
10/21/2024	Review of correspondence from FCC and legal counsel; call with FCC; call with prospective purchasers.	0.50
10/22/2024	Attend calls with FCC; attend calls with prospective purchasers.	1.00
10/23/2024	Work on closing sale transactions.	0.80
10/24/2024	Work on deal closings.	0.60
10/29/2024	Work with respect to closing sales.	0.90
10/30/2024	Correspondences with prospective purchasers.	0.60
11/01/2024	Work on court documents for sale approval.	0.60
11/03/2024	Review of sale documents.	0.60
11/04/2024	Call with FCC.	0.20
11/05/2024	Finalizing motion materials; call with Richter's.	1.20
11/07/2024	Work on sale matters; call with FCC.	0.20
11/12/2024	Prepare for hearing; attend hearing; call with McCarthy's regarding [REDACTED]	1.20
11/19/2024	Call with prospective purchaser regarding assets.	0.30
11/26/2024	Work on sale of Vigro assets.	0.30
11/27/2024	Review of disbursements.	0.30
11/29/2024	Attend various calls on closing matters with our legal counsel; attend various calls with purchaser on closing issues; attend various calls with our legal counsel and buyers legal counsel on various calls; review of disbursements.	1.30
12/02/2024	Work on sales closing matters.	0.60
12/04/2024	Update [REDACTED] analysis; call regarding settlement; dealing with purchaser.	0.70
12/10/2024	Call with Gowlings on title insurance; review of files.	0.40
12/12/2024	Work on closing of transaction.	0.40
12/17/2024	Review of Termination Letters.	0.40
12/18/2024	Work on offer of business.	0.40
\$1,280.00		
per hour x total hrs		16.30
		\$20,864.00

FTI Consulting Canada, Inc.
TD South Tower, 79 Wellington Street West, Suite 2010, P.O. Box 104
Toronto, ON M5K1G8 Canada

GST/HST Registration Number: 835718024RT0001, QST Registration Number: 1230160542TQ0001 | fticonsulting.com



Invoice Detail

Invoice No.
Job No.

January 27, 2025
102900002028
500001.3272

Dean Mullett

06/05/2024	Discussion with Jeff Rosenberg regarding SISP; discussion and planning with Richard Kim regarding same.	0.50
06/07/2024	Review internal files; discussion with Richard Kim regarding CIM and process.	0.30
06/10/2024	Review of draft CIM; various emails regarding same.	0.70
06/12/2024	Cim preparation and review; emails regarding same.	0.50
06/13/2024	CIM preparation and follow-up.	0.30
06/14/2024	Cim preparation and follow up.	0.60
06/18/2024	CIM preparation and status.	0.30
06/19/2024	CIM and SISP planning.	0.50
06/20/2024	CIM preparation	0.30
06/21/2024	Call with Jeff Rosenberg regarding CIM preparation and next steps with FCC.	0.30
06/23/2024	Emails with Company regarding CIM.	0.20
06/24/2024	Various emails wit Company regarding CIM.	0.20
06/25/2024	Review pet food comps.	0.20
06/26/2024	Call with Jeff Rosenberg regarding pets.	0.20
06/27/2024	Work on CIM.	0.20
06/28/2024	Work on CIM.	0.10
06/30/2024	Emails regarding CIM.	0.10
07/02/2024	Call with Jeff Rosenberg regarding CIM and SISP.	0.20
07/03/2024	CIM review; various emails and discussions with Jeff Rosenberg regarding same.	0.40
07/04/2024	Plant model review; various emails regarding same.	0.70
07/05/2024	Call with Jeff Rosenberg regarding model; various emails with team regarding plant overview.	0.30
07/15/2024	Discussion with Jeff Rosenberg regarding SISP procedures; calls with Mike McTaggart regarding launching SISP; review materials for launch; bid deadlines discussion with Jeff Rosenberg; further discussion with Mike McTaggart regarding same.	0.60
07/16/2024	SISP reach-out launch; various emails with interested parties; discussion with Mike McTaggart regarding launch and cover email.	3.10
07/17/2024	Various correspondence with interested parties; discussion with Mike McTaggart regarding same.	2.00
07/18/2024	Correspondence with interested parties; discussion with Mike McTaggart regarding NDA.	1.10
07/19/2024	correspondence with interested parties.	0.80
07/20/2024	Correspondence with interested parties.	0.10

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500001.3272

07/21/2024	Correspondence with interested parties.	0.10
07/22/2024	Correspondence with interested parties; follow-up reach outs.	1.10
07/23/2024	Various correspondence with interested parties; review of NDA's.	1.20
07/24/2024	Various correspondence with interested parties; follow-up reach outs to non-responsive parties; discussions re: NDA's.	3.40
07/25/2024	Various emails with interested parties.	0.60
07/26/2024	Various correspondence with interested parties; follow-up reachouts to target list.	0.90
07/27/2024	Various emails with interested parties.	0.10
07/28/2024	correspondence with interested parties.	0.10
07/29/2024	Review SISP status update deck; various correspondence with interested parties.	0.90
07/30/2024	Various correspondence with interested parties; follow-ups on previous reach outs; discussion with Mike McTaggart regarding site visits and timing of same.	0.90
07/31/2024	Various correspondence with interested parties.	0.20
08/01/2024	Various correspondence with interested parties; status update and next steps with FTI team; additional reach outs to potential interested parties.	2.80
08/02/2024	Various correspondence with interested parties.	0.60
08/05/2024	Interested party communication.	0.30
08/06/2024	status update with Team; status update deck; status discussion with Jeff Rosenberg.	1.10
08/07/2024	Interested party correspondence.	1.10
08/08/2024	Correspondence with various interested parties; distribution of status update deck; various follow-ups with interested parties.	1.10
08/09/2024	correspondence with interested parties.	0.40
08/10/2024	Interested party correspondence.	0.10
08/11/2024	Interested party correspondence.	0.30
08/12/2024	Various emails regarding site visits and planning for same.	0.60
08/13/2024	Call with Mike McTaggart and Richard Kim to plan site visits; call with Jeff Rosenberg regarding Receiver's report and site visits; call with Mike McTaggart regarding review of receivers report; review sips procedures; call with Jeff Rosenberg regarding same; various emails with interested parties.	2.10
08/14/2024	Various emails with interested parties; planning and communication of site visits; review and approve status update deck.	0.80
08/15/2024	Interested party correspondence; status update deck review and distribution; reach outs; call with Jeff Rosenberg regarding: strategy for pet food business realization.	1.10
08/16/2024	Emails with interested parties.	0.10
08/17/2024	Interested parties correspondence.	0.10
08/20/2024	Various emails with interested parties.	0.30

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January 27, 2025
102900002028
500001.3272

08/21/2024	Various correspondence with interested parties.	0.30
08/22/2024	Status update with Mike McTaggart.	0.30
08/23/2024	Correspondence with interested parties.	0.30
08/26/2024	Status update discussion with Richard Kim; various correspondence with interested parties.	0.40
08/27/2024	Various correspondence with Interested parties.	0.30
08/28/2024	Various correspondence with interested parties.	0.30
08/29/2024	Various emails with interested parties; various emails with FTI team regarding status update and deal strategy; various emails regarding Majored lease status; meeting with McTaggart, Rosenberg and Kim regarding bidder and site visit status, next steps.	1.10
09/03/2024	correspondence with various interested parties; call with M. McTaggart regarding bid instruction letter; various emails regarding same.	0.50
09/04/2024	Various correspondence with interested parties; review of phase 1 bid instruction materials; discussion with Mike McTaggart regarding same.	1.10
09/05/2024	Various correspondence with interested parties; bid instruction and template materials.	0.30
09/06/2024	Various correspondence with interested parties; review and sign off bid materials.	0.40
09/07/2024	Various correspondence with interested parties; distribution of phase 1 bid instructions and bid template.	0.90
09/09/2024	Various correspondence with interested parties.	0.70
09/10/2024	Various correspondence with interested parties.	0.20
09/11/2024	Various correspondence with interested parties.	0.10
09/12/2024	Various correspondence with interested parties.	0.20
09/13/2024	Receipt and review of bids.	0.90
09/14/2024	Correspondence with interested parties.	0.10
09/16/2024	Correspondence with interested parties; bid summary review; call with Mike McTaggart and Richard Kim regarding bid summary walk through; call with Jeff Rosenberg regarding bids.	1.00
09/17/2024	Bid summary and strategy, call with Jeff Rosenberg and FTICA team regarding same.	0.50
09/18/2024	Various correspondence with interested parties.	0.20
09/23/2024	Various emails with FTI team regarding bids; next steps; call with FCC regarding same.	0.80
09/24/2024	Various correspondence with interested parties; call with Jeff Rosenberg and Mike McTaggart to discuss strategy and script for going back to bidders; status post bidder calls with McTaggart,	0.40
09/25/2024	Revised bids from interested parties.	0.20
09/26/2024	Various correspondence with FTI team regarding: phase 2 bidding.	0.10

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TD South Tower, 79 Wellington Street West, Suite 2010, P.O. Box 104
Toronto, ON M5K1G8 Canada

GST/HST Registration Number: 835718024RT0001, QST Registration Number: 1230160542TQ0001 | fticonsulting.com



Invoice Detail

Invoice No.
Job No.

January 27, 2025
102900002028
500001.3272

09/27/2024	Various correspondence with interested parties regarding Phase 2; call with Jeff Rosenberg regarding same.	0.20		
			\$1,230.00	per hour x total hrs
			49.00	\$60,270.00

Jeffrey Rosenberg

06/03/2024	Work on inventory matters; work on receivership notices.	1.00
06/04/2024	Review of Goodman's Receivership Order.	0.50
06/05/2024	Work on employee matters; work on funding matters; call with the bank; work on security matters.	1.00
06/06/2024	Call with FCC; work on marketing plan.	1.30
06/07/2024	Call with FCC and work on sale plan.	0.90
06/10/2024	Review of notice to creditors; file planning.	1.20
06/11/2024	Work on CIM.	1.60
06/12/2024	Work on CIM,	0.90
06/13/2024	Work on CIM.	1.30
06/14/2024	Work on sale process matters; review of model.	1.10
06/18/2024	Work on CIM.	1.20
06/19/2024	Work on sale of equipment.	1.30
06/20/2024	Attend call with McCarthy's. Work on CIM.	1.30
06/21/2024	Work on CIM and information provided by management; call with FCC.	1.30
06/24/2024	Work on disclaimers.	0.60
07/03/2024	Work on insurance matters.	0.50
07/04/2024	Review of operational issues.	0.50
07/15/2024	Call with legal counsel; review of documents.	1.10
07/17/2024	Work on sale process.	1.20
07/19/2024	Attend calls regarding [REDACTED]	1.00
08/01/2024	Review of correspondence.	0.20
08/09/2024	Review of operational matters.	0.50
08/15/2024	Review of Factum.	1.00
08/16/2024	Attend update call with legal counsel; prepare for FCC; process update.	1.20
08/19/2024	Prepare for and attend hearing.	0.80
08/21/2024	Call with Richter on negotiations.	0.50
08/29/2024	Attend update call and review of progress.	0.80
08/30/2024	Call with [REDACTED]	0.50
09/05/2024	Call with [REDACTED]	0.60
09/24/2024	Internal update call; call with purchasers.	0.90
09/26/2024	Attend calls with Bank and prospective purchasers.	0.50

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09/27/2024	Attend various calls with prospective purchasers; review of correspondence.	1.20		
			\$1,230.00	per hour x total hrs 29.50 \$36,285.00

Richard Kim

06/06/2024	Project Munch SISP materials preparation.	0.30
06/07/2024	Project Munch SISP materials preparation.	2.20
06/08/2024	Project Munch SISP materials preparation.	1.50
06/10/2024	Project Munch SISP materials preparation.	1.00
06/11/2024	Project Munch SISP materials preparation.	1.00
06/12/2024	Project Munch SISP materials preparation.	1.00
06/13/2024	Project Munch SISP materials preparation.	1.20
06/17/2024	Project Munch SISP materials preparation.	1.00
06/18/2024	Project Munch SISP materials preparation.	1.00
06/19/2024	Project Munch SISP materials preparation.	1.00
06/20/2024	Project Munch SISP materials preparation.	0.80
06/24/2024	Project Munch SISP materials preparation.	1.10
06/25/2024	Project Munch SISP materials preparation.	1.20
06/26/2024	Project Munch SISP materials preparation.	0.40
06/27/2024	Project Munch SISP materials preparation.	0.40
07/02/2024	Project Munch SISP materials preparation.	1.00
07/04/2024	Project Munch SISP materials preparation.	0.50
07/17/2024	Project Munch SISP materials preparation.	1.50
07/23/2024	Project Munch SISP review of correspondence and materials.	0.40
07/24/2024	Project Munch SISP review of correspondence and materials.	0.40
07/25/2024	Project Munch SISP review of correspondence and materials.	0.30
07/26/2024	Project Munch SISP review of correspondence and materials.	0.20
07/30/2024	Project Munch SISP review of correspondence and materials.	0.30
07/31/2024	Project Munch SISP review of correspondence and materials.	1.10
08/06/2024	Project Munch SISP review of correspondence and materials, internal calls on scheduling site visits.	0.90
08/08/2024	Project Munch SISP review of correspondence and materials, internal calls on scheduling site visits.	1.00
08/14/2024	Project Munch SISP review of correspondence and materials, internal calls on scheduling site visits.	1.30
08/16/2024	Project Munch SISP review of correspondence and materials, internal calls on scheduling site visits.	0.90
08/21/2024	Project Munch SISP review of correspondence and materials, internal calls on scheduling site visits.	0.30

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08/22/2024	Project Munch SISP review of correspondence and materials, internal calls on scheduling site visits.	0.40	
08/23/2024	Project Munch SISP review of correspondence and materials, internal calls on scheduling site visits.	0.40	
08/27/2024	Project Munch SISP review of correspondence and materials, internal calls on site visits.	0.20	
08/28/2024	Project Munch SISP review of correspondence and materials, internal calls on scheduling site visits.	0.20	
08/29/2024	Project Munch SISP review of correspondence and materials, internal calls on scheduling site visits.	0.60	
09/16/2024	Project Munch SISP review of phase 1 bids.	0.50	
\$1,000.00		per hour x total hrs	27.50
			\$27,500.00

Michael McTaggart

10/01/2024	Communications with interested parties, notice of Phase 2 communications to remaining bidders, review of McCarthy's comments on Phase 2 Bid Instructions, updates to Phase 2 Bid Instructions, internal update call.	6.80
10/02/2024	Communications with interested parties, finalizing and communication of Phase 2 Bid Instructions to parties.	3.30
10/03/2024	Communications with interested parties, review and discussion of McCarthy's comments and documentation regarding Vigro encroachment.	6.80
10/04/2024	Communications with interested parties, call with [REDACTED] regarding equipment sales, review of Phase 2 bids.	2.10
10/07/2024	Review of Phase 2 bids, preparation of Phase 2 Bid summary slides.	3.20
10/08/2024	Communications with interested parties, call with [REDACTED] regarding equipment sales and review of proposal materials.	2.30
10/09/2024	Communications with interested parties, review of and subsequent revisions to Phase 2 Bid summary slides.	1.70
10/15/2024	Updates to Phase 2 Bid Summary per comments received; calls with [REDACTED] on Zealandia offer.	1.80
10/16/2024	Call with D. Mullet & J. Rosenberg on Phase 2 bids and Bid Summary.	0.60
10/17/2024	Follow-ups with auction/liquidation parties; review of asset listings and values.	0.50
10/18/2024	Call with Phase 2 bidders regarding offers and process updates.	0.50

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10/21/2024	Call with D. Mullet & J. Rosenberg on Zealandia operating costs; review of Zealandia operating costs; call with J. Rosenberg and [REDACTED] regarding Lajord; call with D. Mullett and [REDACTED] regarding Vigro facility; update call with McCarthy's re: [REDACTED]	2.30
10/22/2024	Review of [REDACTED] offer and redline to original agreement; review of facility operating costs; communications with Phase 2 bidders.	1.60
10/23/2024	Call with D. Mullett and R. Rosenberg on offers and next steps; call with J. Rosenberg and [REDACTED] regarding Zealandia facility.	0.50
10/24/2024	Review of [REDACTED] proposal for Vigro facility and Vigro asset listing.	0.50
10/25/2024	Communications with [REDACTED] regarding SISP and latest updates.	0.30
10/28/2024	Call with [REDACTED] re: Lajord purchase.	0.30
10/29/2024	Communications with [REDACTED] call with [REDACTED] regarding Zealandia facility and fixed asset listings/count.	0.80
10/30/2024	Review of Receiver's report; call with A. Vithiyananthan.	1.10
10/31/2024	Call with [REDACTED] regarding Zealandia facility.	0.30
11/01/2024	Call with Zealandia purchaser, review of equipment listing.	0.40
11/04/2024	Review of Zealandia equipment listings, [REDACTED] files; calls with Phase 2 bidders.	1.40
11/05/2024	Review of Zealandia equipment listings, [REDACTED] files; calls with Phase 2 bidders.	0.40
11/13/2024	Review of GFI archived files; review of Lajord appraisal; internal call regarding [REDACTED] inquiries.	0.60
11/14/2024	Review of GFI archived files; review of Lajord appraisal; internal call regarding [REDACTED] inquiries.	1.10
11/26/2024	Calls with [REDACTED] regarding Vigro facility; communications with D. Mullett and J. Rosenberg regarding Vigro equipment and prospective bidders.	0.80
11/29/2024	Calls with D. Mullett and J. Rosenberg on Vigro facility and equipment; review of binding bid documentation; call with [REDACTED]	0.70
12/02/2024	Coordination and discussion with [REDACTED] regarding Vigro facility and offer; Calls with [REDACTED] review of Vigro offer.	1.30
12/03/2024	Calls with [REDACTED] regarding appraisal and site visit timing; Call with D. Mullett and J. Rosenberg regarding [REDACTED] offer.	0.70
12/05/2024	Calls with [REDACTED] regarding site visit.	0.20
12/10/2024	Calls with [REDACTED] review of Vigro offer; Call with D. Mullett and J. Rosenberg regarding [REDACTED] offer; summary of SISP process for title insurance matters.	0.50

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12/11/2024	Calls with [REDACTED] review of Vigro offer; Call with D. Mullett and J. Rosenberg regarding [REDACTED] offer; summary of SISP process for title insurance matters.	0.70
12/12/2024	Calls with [REDACTED] review of Vigro offer; Call with D. Mullett and J. Rosenberg regarding [REDACTED] offer; summary of SISP process for title insurance matters.	0.20
12/17/2024	Calls with [REDACTED] regarding Vigro and acceptance of offer; communications with D. Mullett and J. Rosenberg regarding [REDACTED] offer; communications with McCarthy's [REDACTED]	0.50
12/18/2024	Calls with FoodLife regarding Vigro and acceptance of offer; communications with D. Mullett and J. Rosenberg regarding FoodLife offer; communications with McCarthy's [REDACTED]	0.50
12/24/2024	Calls with [REDACTED] regarding Vigro and acceptance of offer; communications with D. Mullett and J. Rosenberg regarding [REDACTED] offer; communications with McCarthy's [REDACTED]	0.50
12/25/2024	Calls with [REDACTED] regarding Vigro and acceptance of offer; communications with D. Mullett and J. Rosenberg regarding [REDACTED] offer; communications with McCarthy's on [REDACTED]	0.50
\$875.00		per hour x total hrs
		48.30
		\$42,262.50

Michael McTaggart

06/07/2024	Review of data room files, files provided by management, and investor reports, preparation of marketing materials for sale process.	6.00
06/08/2024	Review of data room files, files provided by management, and investor reports, preparation of marketing materials for sale process.	1.80
06/09/2024	Review of data room files, files provided by management, and investor reports, preparation of marketing materials for sale process.	1.00
06/10/2024	Preparation of marketing materials and research on reach-out list for sale process.	8.50
06/11/2024	Preparation of marketing materials and research on reach-out list for sale process.	2.00
06/12/2024	Preparation of marketing materials and research on reach-out list for sale process.	8.10

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06/13/2024	Preparation of marketing materials and research on reach-out list for sale process.	0.20
06/17/2024	Preparation of marketing materials and research on reach-out list for sale process.	2.00
06/18/2024	Preparation of marketing materials and research on reach-out list for sale process, and review of files for virtual data room.	9.20
06/19/2024	Preparation of marketing materials and research on reach-out list for sale process, and review of files for virtual data room.	8.10
06/20/2024	Preparation of marketing materials and research on reach-out list for sale process.	2.30
06/21/2024	Preparation of marketing materials and research on reach-out list for sale process.	2.60
06/24/2024	Preparation of marketing materials and research on reach-out list for sale process.	5.00
06/25/2024	Preparation of marketing materials and research on reach-out list for sale process.	2.00
06/26/2024	Preparation of marketing materials and virtual data room.	6.10
06/27/2024	Preparation of marketing materials and research on reach-out list for sale process, and review of files for virtual data room.	2.50
06/28/2024	Preparation of marketing materials and research on reach-out list for sale process, and review of files for virtual data room.	1.70
07/02/2024	Preparation of marketing materials and research on reach-out list for sale process, and review of files for virtual data room.	5.00
07/03/2024	Preparation of marketing materials and research on reach-out list for sale process, and review of files for virtual data room.	4.10
07/04/2024	Preparation of marketing materials and research on reach-out list for sale process, and review of files for virtual data room.	4.00
07/05/2024	Preparation of marketing materials and research on reach-out list for sale process, and review of files for virtual data room.	2.60
07/08/2024	Review and finalizing of CIM and reach-out list.	1.20
07/09/2024	Review and finalizing of CIM and reach-out list.	0.80
07/10/2024	Review and finalizing of CIM and reach-out list.	0.60
07/15/2024	Review and finalizing of CIM and reach-out list.	0.50
07/16/2024	Kick off of SISP process - initial reach-outs to identified parties, responding to interested parties, negotiations of NDAs.	10.20
07/17/2024	Responses and calls with interested parties, negotiations of NDAs.	8.20
07/18/2024	Responses and calls with interested parties, negotiations of NDAs.	8.60
07/19/2024	Responses and calls with interested parties, negotiations of NDAs.	3.90
07/22/2024	Responses and calls with interested parties, negotiations of NDAs.	1.30

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07/23/2024	Responses and calls with interested parties, negotiations of NDAs, responding to additional questions and diligence requests.	10.20
07/24/2024	Responses and calls with interested parties, negotiations of NDAs, responding to additional questions and diligence requests, follow up emails to parties on reach-out list.	8.20
07/25/2024	Responses and calls with interested parties, negotiations of NDAs, responding to additional questions and diligence requests, follow up emails to parties on reach-out list.	8.60
07/26/2024	NDA negotiations.	0.40
07/29/2024	Responses and calls with interested parties, negotiations of NDAs, responding to additional questions and diligence requests.	7.20
07/30/2024	Responses and calls with interested parties, negotiations of NDAs, responding to additional questions and diligence requests.	6.60
07/31/2024	Responses and calls with interested parties, negotiations of NDAs, responding to additional questions and diligence requests, coordination and scheduling of site visits.	3.40
08/01/2024	Responses and calls with interested parties, negotiations of NDAs, responding to additional questions and diligence requests, follow up emails to parties on reach-out list.	5.00
08/02/2024	Responses and calls with interested parties, negotiations of NDAs, responding to additional questions and diligence requests, coordination and scheduling of site visits.	5.20
08/06/2024	Responses and calls with interested parties, negotiations of NDAs, responding to additional questions and diligence requests, coordination and scheduling of site visits, preparation of SISP process update slides.	6.70
08/07/2024	Responses and calls with interested parties, negotiations of NDAs, responding to additional questions and diligence requests, coordination and scheduling of site visits.	7.20
08/08/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, follow up emails to parties on reach-out list, coordination and scheduling of site visits.	5.30
08/09/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, coordination and scheduling of site visits.	5.60
08/12/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, coordination and scheduling of site visits, preparation of SISP process update slides.	4.90

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08/13/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, coordination and scheduling of site visits, responses to SISP inquiries from counsel, follow up emails to interested parties, review of first report of the receiver.	5.50
08/14/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, coordination and scheduling of site visits.	7.00
08/15/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, coordination and scheduling of site visits, updates to SISP process update slides.	5.30
08/16/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, coordination and scheduling of site visits.	3.40
08/19/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, attending of site visits, travel between client sites.	8.80
08/20/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, attending of site visits, travel between client sites.	8.20
08/21/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, attending of site visits, travel between client sites.	9.20
08/22/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, attending of site visits, travel between client sites, coordination and scheduling of site visits.	7.20
08/23/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, coordination and scheduling of site visits.	6.10
08/24/2024	Responses to interested parties, travel between client sites.	2.10
08/26/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, attending of site visits.	8.40
08/27/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, coordination and scheduling of site visits, travel between client sites.	9.10
08/28/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, attending of site visits, travel between client sites.	6.50
08/29/2024	Responses and calls with interested parties, responding to additional questions and diligence requests.	2.50
08/30/2024	Responses and calls with interested parties, responding to additional questions and diligence requests.	1.70

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09/02/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, travel between client sites.	4.50
09/03/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, attending of site visits, travel between client sites.	8.20
09/04/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, attending of site visits, travel between client sites.	9.20
09/05/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, attending of site visits, travel between client sites.	8.80
09/06/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, attending of site visits.	7.70
09/09/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, discussions regarding phase 1 bid deadline and bid procedures.	5.20
09/10/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, discussions regarding phase 1 bid deadline and bid procedures.	4.20
09/11/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, discussions regarding phase 1 bid deadline and bid procedures.	5.60
09/12/2024	Responses and calls with interested parties, responding to additional questions and diligence requests, discussions regarding phase 1 bid deadline and bid procedures.	9.20
09/13/2024	Discussions regarding phase 1 bid deadline and bid procedures, review of phase 1 bids, preparation of phase 1 bid summary.	9.50
09/16/2024	Review of phase 1 bids, preparation and updates to phase 1 bid summary, internal review of bid summary, review of facility cost workbooks, research of precedent transactions and values.	7.30
09/17/2024	Internal call regarding phase 1 bids, research of auction/liquidation parties, communications with interested parties.	2.40
09/18/2024	Communications with interested parties, responses to additional diligence requests, review and discussion of phase 1 bids.	2.60
09/19/2024	Communications with interested parties, responses to additional diligence requests.	1.80
09/20/2024	Communications with interested parties, responses to additional diligence requests, review and discussion of phase 1 bids.	2.30
09/23/2024	Communications with interested parties, internal review of phase 1 bids and next steps, update call with FCC.	3.20

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09/24/2024	Communications with interested parties, internal update call, research of auctioneer and liquidator parties.	4.30	
09/25/2024	Communications with interested parties, calls with auctioneers and liquidator parties, review of revised Phase 1 bids.	4.10	
09/26/2024	Communications with interested parties, calls with auctioneers and liquidator parties, drafting of Phase 2 communications.	3.80	
09/27/2024	Communications with interested parties, preparation of Phase 2 Bid Instructions and Wire Deposit details, review of Lajord lease documents and Vigro facility files, call with McCarthy's.	2.80	
09/30/2024	Communications with interested parties, preparation of Phase 2 Bid Instructions, call with SSR.	4.60	
	\$740.00	per hour x total hrs	406.90
			\$301,106.00

William Reid

06/10/2024	Review of Company materials; market research; preparation of CIM.	1.60
06/11/2024	Review of Company materials; market research; preparation of CIM.	4.90
06/12/2024	Review of Company materials; market research; preparation of CIM.	2.80
06/18/2024	Preparation of reach out list; review of market materials; review of industry comparable transactions for [REDACTED].	2.90
06/19/2024	Preparation of reach out list; review of market materials; review of industry comparable transactions for [REDACTED].	1.70
06/21/2024	Preparation of reach out list; review of market materials; review of industry comparable transactions for [REDACTED].	3.30
06/24/2024	Reach out list preparation; research on industry comparable transactions; preparation of CIM.	2.10
06/25/2024	Reach out list preparation; research on industry comparable transactions; preparation of CIM.	4.40
06/26/2024	Reach out list preparation; research on industry comparable transactions; preparation of CIM.	3.20
06/27/2024	Reach out list preparation; research on industry comparable transactions; preparation of CIM.	2.20
07/02/2024	Preparation of ROL and updates to company materials.	3.10
07/03/2024	Preparation of ROL and updates to company materials.	1.50
07/05/2024	Preparation of ROL and updates to company materials.	1.20
07/15/2024	Review of NDAs; updates and review of CIM/launch materials.	1.10
07/18/2024	Review of NDAs; updates and review of CIM/launch materials.	1.30
07/19/2024	Review of NDAs; updates and review of CIM/launch materials.	1.80

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07/24/2024	NDA review	2.20	
07/31/2024	Updates to SISP reach out materials.	0.90	
	\$690.00	per hour x total hrs	42.20
			\$29,118.00

Adsaran Vithiyananthan

10/01/2024	Internal discussions on SISP; review correspondences on land matter in Vigro.	0.30
10/02/2024	Review payments; update R&D; internal discussions on SISP.	0.60
10/03/2024	Internal discussions on SISP; correspondence on outstanding payments; review Receiver's hotline.	0.30
10/07/2024	Internal discussions on SISP; review Receiver's hotline.	0.60
10/08/2024	Correspondence with former management on pet food business; internal discussions on SISP; review Receiver's hotline.	0.70
10/09/2024	Internal discussions on R&D; correspondence with CRA on set up of GST account; correspondence with Saskatchewan Ministry of Finance on PST account; review Receiver's hotline.	0.60
10/10/2024	Review bank statements of [REDACTED] to understand cash flows; correspondence with [REDACTED] management on current cash burn and expected performance; summarize findings for review; internal discussions on the same; review R&D and proposed disbursements; review Receiver's hotline; correspondence with subcontractor on Zealandia facility; internal discussions on SISP.	1.60
10/15/2024	Review R&D; correspondence with Saskatchewan Ministry of Finance on PST registration; internal discussions on SISP.	0.70
10/16/2024	Update R&D; internal discussions on SISP.	0.30
10/21/2024	Review invoices from insurance broker; review Receiver's hotline; call with Receiver's counsel on sale process; internal discussions on SISP; correspondence with Siena's Receiver on proposed distribution.	0.70
10/22/2024	Forecast expected cost for facilities; internal discussions on outstanding matters; correspondence with insurance broker on premiums payable; review Receiver's hotline and respond to inquiries.	2.10
10/23/2024	Internal discussions; review R&D.	0.40
10/25/2024	Call with Receiver's counsel on sale approval motion; internal discussions on SISP; correspondence with subcontractors on facilities.	0.60
10/27/2024	Updating forecast for costs.	0.30
10/28/2024	Review correspondence on SISP; call with creditor on outstanding amounts owed.	0.40

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10/29/2024	Wire payments for vendors; correspondence with Receiver's counsel on subcontractors; updating R&D.	0.50
10/30/2024	Review and update Second Report of the Receiver; correspondence with subcontractor; discussions with Receiver's counsel on termination of subcontractor; internal discussions on upcoming motion; correspondence with landlord in Lajord.	2.70
10/31/2024	Correspondence with Receiver's counsel on Second Report and AVO drafts; internal discussions on upcoming court hearing; work on court materials; further revisions to Second Report based on latest draft; internal discussions on Second Report.	2.40
11/01/2024	Correspondence with Receiver's counsel on court materials; internal discussions on court materials; review updated materials; correspondence with landlord on lease assignment; correspondence with purchaser counsel on deposit.	1.80
11/04/2024	Correspondence with Receiver's counsel on finalizing documents for court and various outstanding matters; correspondence with subcontractors on property matters; internal discussions on court matters; call with Farm Credit on R&D.	2.60
11/05/2024	Website updates; review motion materials.	0.20
11/08/2024	Internal discussions on outstanding matters; call with subcontractor; review Receiver's hotline.	0.40
11/11/2024	Internal discussions; update R&D; set up wires for payment; review Receiver's hotline.	0.40
11/13/2024	Correspondence with Receiver's counsel on sale process; review Receiver's hotline; correspondence with landlord on sale process; internal discussions.	0.50
11/14/2024	Correspondence with Receiver's counsel on court orders; correspondence with landlord on outstanding invoice; internal discussions on SISP and outstanding closing matters.	0.60
12/03/2024	Call with vendor on outstanding payables; call with subcontractors on latest developments; work on closing matters; internal discussions on file and SISP.	1.80
12/03/2024	Review of financial information.	0.80
12/04/2024	Review [REDACTED] financials and summarize information; call with FCC on [REDACTED]; write-up of recommendation for [REDACTED]; internal discussions on SISP.	1.70
12/06/2024	Correspondence with Receiver's counsel on purchase and sale matters; correspondence with insurance broker on insurance extension for new outside date.	0.60
12/09/2024	Calls with subcontractors on sale updates and facility operations; review R&D and proposed disbursements.; call with vendor on propane tank rental.	1.60
12/10/2024	Correspondence with subcontractors; review Receiver's hotline.	0.40

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12/12/2024	Correspondence on outstanding invoices; updating R&D; correspondence with insurance broker on coverage extension.	0.80
12/16/2024	Coordinate closing matters for Zealandia; update R&D; correspondence with subcontractors on sale matters; internal discussions on closing matters.	1.20
12/17/2024	Correspondence with Zealandia purchaser on transfer of accounts; internal discussions on closing matters; summarizing Lajord costs incurred for purchaser.	1.60
12/20/2024	Correspondence with subcontractors; review amending agreement; internal discussions.	0.60
12/24/2024	Correspondence with Receiver's counsel on Vigro APA, upcoming court date, and other outstanding matters.	0.40
\$675.00		per hour x total hrs
		33.80
		\$22,815.00

Adsaran Vithiyananthan

06/03/2024	Reviewing Receiver's hotline; set up of Receiver's bank account; correspondence with counsel to FCC on Receiver's website; multiple calls with contractors at Lajord, Vigro, and Zealandia on day to day operations and outstanding items; correspondence with service providers on transfer of accounts; correspondence with Siena's Receiver on concurrent proceedings, inventory count in SK, and WEPP; internal discussions on SISP and SK site visits; correspondence with IT staff to gain understanding of IT infrastructure and ongoing needs.	4.30
06/04/2024	Preparation of creditor package; preparation of OSB reporting; correspondence with Siena's Receiver on receivership matters; multiple correspondences with contractors on site in Lajord and Zealandia on facility maintenance and other Receivership matters; emails to vendors to transfer accounts; compiling marketing materials for 3 facilities based on data room and available information.	3.50
06/05/2024	Compiling marketing materials for three facilities; calls with plant managers on operations matters; follow-up with vendors on transfer of accounts; internal discussions; reviewing hotline inquiries; discussions with FTICA team on SISP.	2.80
06/06/2024	Call with contractor in Lajord on matters at facility; correspondence with former management on marketing materials for SISP; compiling Notice to Creditors and Listing of Creditors in accordance with BIA.	1.70

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06/07/2024	Correspondence with contractors; review hotline and respond to inquiries; internal discussions.	1.90
06/10/2024	Payment of invoices for vendors; correspondence with subcontractor in Lajord and Vigro on matters at premises; call with former GFI management on SISP; internal discussions; finalizing creditor notice for mailing; discussions with FTICA on SISP; correspondence with Siena's Receiver.	3.90
06/11/2024	Correspondence with subcontractors; responding to hotline inquiries; coordinating mailing of Creditor Notice; Receiver's website update; internal discussions.	2.70
06/12/2024	Multiple visits to prior head office to evaluate remaining assets and meet with landlord; reach outs to office liquidators and meeting with the same regarding potential sale of office equipment; correspondence with subcontractors; internal discussions on potential office liquidation; internal discussions on sale process; coordinating return of leased asset.	2.90
06/13/2024	Correspondence with vendors on stay of proceedings; correspondence with taxation authorities on set up of new accounts; updating the R&D for new payments; correspondence with landlord in Toronto on furniture and fixtures.	1.40
06/14/2024	Correspondence with head office landlord on asset sale; correspondence with liquidators on sale of assets in head office; review of Receiver's hotline; correspondence with subcontractors in SK on pending matters; internal discussions; correspondence with Receiver's counsel on bill of sale; correspondence regarding Bobcat sale; updating R&D; correspondence with vendors on leased assets.	3.20
06/17/2024	Correspondence with insurance broker on coverage and outstanding financed premiums; correspondence with subcontractors on asset purchase; internal discussions; correspondence with Receiver's counsel on Bill of Sale and contract disclaimers.	1.90
06/18/2024	Correspondence with purchaser on bill of sale for office furniture; internal discussions on bill of sale and sale process; responding to hotline inquiries.	0.70
06/19/2024	Reviewing Receiver's hotline and responding to inquiries; call with subcontractor on vendor matters.	0.40
06/20/2024	Correspondence with Receiver's counsel on lease disclaimers, KERP, and sale process; correspondence with Siena's Receiver on lease disclaimers and other overlapping matters; internal discussions; correspondence with subcontractor in Zealandia.	0.90
06/21/2024	Correspondence with [REDACTED] team on SISP; correspondence with contractor regarding certification matter.	0.70

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06/24/2024	Correspondence with subcontractors in Zealandia and Lajord on operational matters; correspondence with subcontractor in Manitoba; internal discussions; set up of payments to various vendors; review Receiver's hotline and respond to inquiries; update statement of receipts and disbursements; correspondence with Receiver's counsel; correspondence with vendors on leased tanks.	2.90
06/25/2024	Correspondence with subcontractors; correspondence with Siena's Receiver; correspondence with former management on inventory sale; correspondence with [REDACTED] team on sale process; review Receiver's hotline; issuance of disclaimer notice for copiers.	2.40
06/26/2024	Correspondence with contractors; correspondence with Siena's Receiver on inventory sales; issuance of disclaimer notice of forklift.	1.10
06/27/2024	Correspondence with insurance broker and financing company on notice of cancellation received including call to the same on urgent matter; correspondence with [REDACTED] on disconnection notice; correspondence with subcontractors on matters on site; internal discussions on CIM and sale process; correspondence with Receiver's counsel; correspondence regarding PST matters.	2.70
07/02/2024	Correspondence with insurer and financing company on insurance cancellation notice; correspondence with utility provider on service termination notice; internal discussions on hotline inquiries; correspondence with subcontractors in SK on matters on site.	0.80
07/03/2024	Follow-up on matters pertaining to insurance cancellation notice; correspondence with purchaser of office furniture and finalizing purchase documents.	0.40
07/04/2024	Set up of wire payments for invoices received; review hotline inquiries; correspondence with vendors on pre-filing payments; correspondence with Receiver's counsel on insurance matter; correspondence with subcontractor in Zealandia on matters on premises; respond to insurance financing company on stay of financed amounts; internal discussions on Receipts and Disbursements.	1.80
07/08/2024	Correspondence with subcontractors on facility operations; review correspondence from insurance financing company; review hotline; set up wires for vendors.	1.30
07/09/2024	Correspondence with Siena's Receiver on insurance matters; reviewing hotline inquiries; internal discussions on receipts and disbursements.	0.40

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07/10/2024	Correspondence with subcontractors regarding inventory sales by Siena's Receiver and organizing pick up; correspondence with Siena's Receiver; review hotline inquiries; correspondence with Receiver's counsel.	0.80
07/11/2024	Correspondence with subcontractors on matters on site; correspondence with Province on GST account set up; review hotline inquiries.	0.70
07/12/2024	Correspondence with subcontractors; review hotline.	0.40
07/15/2024	Correspondence with subcontractors on pending shipments and ongoing matters; review and respond to hotline inquiries; review invoices received; correspondence with Siena's Receiver.	0.60
07/16/2024	Internal discussions on cancellation notice for internet; review insurance documents; review Receiver's hotline.	0.60
07/17/2024	Correspondence with insurance broker, Siena's Receiver, and Receiver's counsel regarding insurance matters; review policy documentation; correspondence regarding SISP reach outs and NDAs.	1.70
07/18/2024	Review hotline inquiries; internal discussions.	0.30
07/19/2024	Follow-up with Siena's Receiver on insurance matter; correspondence with subcontractor in Lajord; correspondence on SISP matters.	0.60
07/22/2024	Correspondence with subcontractors on facility matters and movement of Siena's inventory; discussion with Siena's Receiver on inventory shipments and insurance; correspondence with Receiver's counsel on insurance matters; review Receiver's hotline; set up of payments for subcontractors; review R&D; review insurance policies and discussion on policies to be retained; correspondence with insurance broker on insurance.	1.70
07/23/2024	Correspondence with subcontractors; call to OSB on estate number; review Receiver's hotline.	0.50
07/26/2024	Correspondence with subcontractors; updating R&D and TR forms.	0.40
07/29/2024	Correspondence with Receiver's counsel on insurance matter; internal discussions on SISP; review Monitor's hotline.	0.60
07/30/2024	Correspondence with subcontractors; review Receiver's hotline; set up of payment for invoice received; internal discussions.	0.70
07/31/2024	Correspondence with subcontractors; correspondence with [REDACTED] team on SISP; review Receiver's hotline; respond to inquiry from lessor on return of leased property; update TR forms for bank activity; internal discussions.	0.40
08/01/2024	Correspondence with subcontractors; review of Receiver's hotline; set up payment for insurance and correspondence with financing company and Receiver's counsel regarding the same.	0.90

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08/02/2024	Correspondence with subcontractors regarding waste removal notice from the Town of Zealandia; review Receiver's hotline; set up of payments; issue payment for insurance and correspondence with insurer on the same; correspondence regarding cancellation of unwanted policies; updating internal trackers.	0.80
08/06/2024	Correspondence with subcontractors; review bi-weekly subcontractor invoices; set up payment for subcontractors and June utility bills; set up [REDACTED] online account to view billing; review Receiver's hotline; review R&D summary; internal discussions.	1.80
08/07/2024	Correspondence with subcontractors.	0.20
08/08/2024	Correspondence with subcontractors; review of Receiver's hotline; correspondence regarding gas invoices in Zealandia and pending disconnection.	1.10
08/09/2024	Correspondence with subcontractors; review Receiver's hotline and follow-up on the same; update internal trackers.	0.70
08/12/2024	Review Receiver's hotline and respond to inquiries; correspondence with Receiver's counsel on arbitration matter; correspondence with subcontractors on facility matters; internal discussions regarding SISP.	1.40
08/13/2024	Call with Receiver's counsel on [REDACTED]; review First Report of the Receiver and comments on the same; review motion materials and comments on the same; internal discussions on motion materials; correspondence with subcontractors; internal discussions on SISP and scheduling of site visits.	5.70
08/14/2024	Correspondence with subcontractors on waste removal; review Receiver's hotline; correspondence with disposal company on outstanding balances and waste removal; correspondence with farmer on inquiry regarding unpaid amounts; update Receiver's website; correspondence regarding SISP; new bank account set up for SISP.	2.40
08/15/2024	Review draft factum and correspondence with Receiver's counsel on the same; website updates; internal discussions on [REDACTED] [REDACTED] respond to inquiry from Siena's Receiver; correspondence with subcontractors.	1.20
08/18/2024	Set up payments to subcontractors; set up payments for utilities; update R&D.	0.70
08/19/2024	Updating R&D for proposed payments; review Receiver's hotline.	0.80
08/20/2024	Correspondence with Receiver's counsel; review issued orders; updating Receiver's website.	1.20
08/21/2024	Internal discussions on SISP; review Receiver's hotline; set up of new bank account for SISP.	0.60

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08/22/2024	Correspondence on SISP; updating R&D; correspondence with insurance broker on matter raised by Siena's Receiver's counsel; correspondence with Receiver's counsel on insurance matter.	0.90
08/23/2024	Sending remittance advices to vendors for payments issued.	0.10
08/27/2024	Review Receiver's hotline; update R&D.	0.20
08/28/2024	Correspondence with subcontractors; review Receiver's hotline.	0.20
08/30/2024	Correspondence with subcontractors; review Receiver's hotline.	0.30
09/03/2024	Review Receiver's hotline and respond to inquiries; review invoices received; update R&D; internal discussions on SISP; discussions with subcontractors.	1.00
09/04/2024	Updating R&D for invoices received and set up of payments to subcontractors.	1.50
09/05/2024	Internal discussions on SISP.	0.10
09/06/2024	Internal discussions and correspondence regarding SISP.	0.30
09/09/2024	Call with potential bidder on SISP; review SISP correspondence.	0.40
09/10/2024	Updating summary of receipts and disbursements and set up payments for vendors; call with subcontractor regarding site visit; internal discussions.	1.00
09/11/2024	Internal discussions on SISP; updating R&D for new invoices; review Receiver's hotline and respond to inquiries; correspondence with insurance broker on insurance matters.	1.10
09/12/2024	Internal discussions on SISP; correspondence with insurance broker on insurance renewal; review and update R&D for new invoices.	0.70
09/16/2024	Correspondence regarding tax accounts; set up of payments for new invoices and updating R&D; review Receiver's hotline; discussions regarding SISP.	0.90
09/17/2024	Set up of payments for subcontractors; correspondence with former employee regarding Zealandia facility operations; internal discussions on SISP; correspondence with liquidators on potential sale process for Zealandia; summarizing Zealandia operating costs.	2.10
09/18/2024	Internal discussions on R&D and wire payments; correspondence with insurance broker; correspondence with CRA on GST accounts.	0.70
09/19/2024	Review Receiver's hotline; correspondence with subcontractors.	0.40
09/20/2024	Correspondence with vendors on payments; updating R&D.	0.50
09/24/2024	Correspondence with auctioneers for proposal for Zealandia; discussions with insurance broker on continuing coverage; internal discussions.	0.50
09/25/2024	Calls with multiple liquidators and auctioneers on Zealandia facility to determine next steps; correspondence regarding SISP; update R&D for latest invoices; correspondence with insurance broker to finalize insurance extension.	1.60

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09/26/2024	Calls with liquidators on appraising Zealandia assets; internal discussions on SISP; correspondence with Receiver's counsel on [REDACTED]	0.60		
09/27/2024	Call with Receiver's counsel on SISP; internal discussions on SISP.	0.60		
09/30/2024	Review R&D and update for new invoices; call with Lajord landlord on lease extension and SISP; correspondence with Receiver's counsel.	1.10		
	\$590.00	per hour x total hrs	93.00	\$54,870.00

Zoe Lin

11/12/2024	Setting up contractor and vendor disbursements on Scotia connect for SMD approval.	0.50		
11/27/2024	Set up of weekly disbursements; updated summary of receipts and disbursements tracker.	0.20		
	\$500.00	per hour x total hrs	0.70	\$350.00

Jennifer Ye

10/01/2024	Review and update invoice tracker based on invoices received; create wire payments regarding the same.	0.40		
10/02/2024	Review and update invoice tracker based on invoices received; create wire payments regarding the same.	0.70		
10/03/2024	Email with company vendor regarding invoices; create wire payment to be issued for vendor invoice.	0.40		
10/04/2024	Review and update invoice tracker based on invoices received; review and update internal billing tracker.	0.60		
10/07/2024	Review and upload vendor invoices; update receipts & disbursements tracker.	0.60		
10/10/2024	Reconcile and organize bank statements from [REDACTED]; update vendor invoice trackers; organize vendor wire payment to be sent.	2.00		
10/15/2024	Review and update subcontractor invoice trackers; create wire payments to be sent out.	0.70		
10/16/2024	Review and update vendor invoice trackers; create wire payment to be sent out.	0.30		

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10/18/2024	Confirm wire payments posting status and update internal trackers.	0.20
10/21/2024	Review received vendor invoices; update invoice trackers.	0.20
10/22/2024	Build summary of costs and cash flows.	3.40
10/28/2024	Review received subcontractor invoices; update Receipts & Disbursements tracker regarding the same.	0.20
10/29/2024	Call Canada Revenue Agency regarding business account access.	0.50
11/04/2024	Review received vendor invoices; update Receipts & Disbursements tracker regarding the same.	0.30
11/07/2024	Review received vendor invoices; update Receipts & Disbursements tracker regarding the same.	0.50
11/11/2024	Review received vendor and subcontractor invoices; update Receipts & Disbursements tracker regarding the same.	0.80
11/12/2024	Review received vendor and subcontractor invoices; update Receipts & Disbursements tracker regarding the same; update banking tracker forms.	0.60
11/14/2024	Update Receiver's website; review and update trackers for approved wires.	0.60
11/26/2024	Review received subcontractor and vendor invoices; update Receipts & Disbursements tracker regarding the same; email correspondence with McCarthy.	0.40
11/28/2024	Email correspondence with McCarthy regarding [REDACTED]; update Receiver's website.	0.30
11/29/2024	Email correspondence with McCarthy regarding [REDACTED]; review and update trackers for approved wires.	0.30
12/02/2024	Correspondence with McCarthy regarding [REDACTED]; review received vendor invoices; update Receipts & Disbursements tracker regarding the same.	0.30
12/05/2024	Update TR form summary.	0.20
12/09/2024	Update Receipts & Disbursements trackers for invoices received; set up wire payments to be made.	1.30
12/13/2024	Review and update trackers for vendor invoices received.	0.30
12/23/2024	Review received subcontractor invoice; update Receipts & Disbursements tracker regarding the same.	0.20
12/24/2024	Set up wires for payments; update internal forms and trackers.	0.40
\$435.00 per hour x total hrs		16.70
		\$7,264.50

Jennifer Ye

09/30/2024	Review received invoices; update invoice tracker regarding the same.	0.50
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\$420.00	per hour x total hrs	0.50	\$210.00
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Joshua Gelman

06/05/2024	Monitoring hot line.	0.20	
06/06/2024	Hot line monitoring.	0.30	
06/10/2024	Hot line monitoring and tracking.	0.20	
06/12/2024	GFI office inspection; photography of equipment/items to be sold.	1.00	
06/13/2024	Hot line monitoring and tracking.	0.20	
06/14/2024	Hot line monitoring and tracking; emailing with information for potential liquidator of monitors and computer equipment.	0.60	
06/18/2024	Hot line monitoring; send email with compiled office equipment for potential buyer.	0.50	
06/21/2024	Hot line monitoring and responses.	0.20	
06/26/2024	Hot line monitoring and responses.	0.30	
	\$215.00	per hour x total hrs	3.50
			\$752.50

Natalie St Pierre

06/07/2024	Created R&D template.	0.50	
06/10/2024	Formatting of Receipts & Disbursements excel.	1.50	
06/11/2024	Monitoring and logging hotline.	0.20	
06/12/2024	Visit to GFI office to record amenities for potential liquidation; upload of photos and videos.	1.50	
06/13/2024	Monitoring hotline.	0.10	
06/14/2024	Calling [REDACTED] to switch security system accounts from GFI to FTI.	0.20	
06/17/2024	Created a fee schedule tracker in excel; recorded an invoice; called [REDACTED] for account inquiry.	0.70	
06/24/2024	Recorded invoices in the R&D and monitored the hotline.	0.80	
06/25/2024	Recorded invoices in the R&D tracker.	0.20	
06/26/2024	Monitoring the hotline.	0.10	
06/27/2024	Monitoring the hotline.	0.60	
06/28/2024	Monitoring the hotline.	0.20	
07/02/2024	Recording outstanding invoices; recording invoices in R&D tracker; updating contact information in creditor mailing list.	1.30	

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07/03/2024	Monitoring the hotline; recording invoices sent through the hotline.	0.50	
07/04/2024	Monitoring the hotline.	0.10	
07/05/2024	Monitoring the hotline.	0.20	
07/08/2024	Monitoring the hotline and recording an invoice to the R&D.	0.60	
07/09/2024	Monitoring the hotline, recording invoices and preparing remittances.	0.80	
07/10/2024	Monitoring the hotline.	0.10	
07/15/2024	Monitoring the hotline; summary for mailed invoices.	1.10	
07/16/2024	Monitoring the hotline; resolved issues with [REDACTED]	0.70	
07/18/2024	Monitoring the hotline	0.10	
07/22/2024	Monitoring the hotline and recorded invoices per FTI documents.	0.50	
07/23/2024	Recorded invoice; monitored the hotline.	1.00	
07/29/2024	Monitoring the hotline; record invoice to R&D.	0.30	
07/30/2024	Monitored the hotline; and conversation with [REDACTED] for suspension notice.	0.30	
08/02/2024	Recorded invoice in the R&D and monitored the hotline.	0.50	
08/06/2024	Recorded invoices in the R&D; inquired with [REDACTED] about accounts.	1.20	
08/08/2024	Collected and recorded [REDACTED] Invoices; inquired for [REDACTED] notice of disconnection of services.	1.30	
08/09/2024	Followed up with [REDACTED] regarding notice of disconnection.	0.40	
\$215.00		per hour x total hrs	17.60
			\$3,784.00

Caitlin Moreland

06/03/2024	Website update.	0.30	
06/04/2024	Website update.	0.50	
08/14/2024	Website update.	0.30	
08/15/2024	Website update.	0.30	
08/20/2024	Website update.	0.50	
08/22/2024	Website update.	0.30	
\$155.00		per hour x total hrs	2.20
			\$341.00

Kathleen Foster

06/11/2024	Web update for GFI.	0.30	
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\$155.00	per hour x total hrs	0.30	\$46.50
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Total Professional Services		CAD	\$615,007.00
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Corporate Finance

January 27, 2025

Farm Credit Canada
4-5 Lower Malpeque Road
Charlottetown, PE C1E 1R4
Canada

Re: Financial Advisory
Job No. 500001.3272
Invoice No. 102900002029

Enclosed is our invoice for professional services rendered in connection with the above referenced matter. This invoice covers professional fees through January 26, 2025.

Please do not hesitate to call me to discuss this invoice or any other matter.

Sincerely,

A handwritten signature in blue ink, appearing to read "Jeffrey Rosenberg", with a long horizontal flourish extending to the right.

Jeffrey Rosenberg
Senior Managing Director



Invoice Remittance

Farm Credit Canada
4-5 Lower Malpeque Road
Charlottetown, PE C1E 1R4
Canada

Invoice No.	January 27, 2025
Job No.	102900002029
Terms	500001.3272
Currency	Due Upon Receipt
Tax Registration:	CAD

Re:Financial Advisory

Current Invoice Period: Charges posted through January 26, 2025

Amount Due Current Invoice	\$15,220.94
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Bank Information

Please indicate our invoice number with your remittance

Account Name:	FTI Consulting Canada Inc.	Bank Code:	002
Bank Name:	Bank of Nova Scotia	Account Number:	0861715
Bank Address:	Scotia Plaza, 44 King Street West	Swift/BIC Code:	NOSCCATT
	Toronto, Ontario M5H 1H1	Transit Code:	47696
	Canada	Account Currency:	CAD

Please forward remittance advice to AR.Support@fticonsulting.com.

Please remit cheque payments to:	FTI Consulting Canada Inc.
	C/O T10073
	P.O. Box 10073
	Postal Station A
	Toronto, ON M5W 2B1
	Canada



Invoice Summary

Farm Credit Canada
4-5 Lower Malpeque Road
Charlottetown, PE C1E 1R4
Canada

Invoice No.	January 27, 2025
Job No.	102900002029
Terms	500001.3272
Currency	Due Upon Receipt
Tax Registration:	CAD

Re: Financial Advisory

Current Invoice Period: Charges posted through January 26, 2025

Name	Title	Rate	Hours	Total
Jeffrey Rosenberg	Senior Managing Director	\$1,280.00	5.30	\$6,784.00
Adsaran Vithiyananthan	Senior Consultant	\$675.00	13.30	\$8,977.50
Jennifer Ye	Consultant	\$435.00	1.80	\$783.00
Total Professional Services			20.40	\$16,544.50

Less Discount:	-\$3,308.90
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Invoice Total	CAD Amount
	\$13,235.60
HST (15%)	\$1,985.34
Total Due	\$15,220.94

FTI Consulting Canada, Inc.
 TD South Tower, 79 Wellington Street West, Suite 2010, P.O. Box 104
 Toronto, ON M5K1G8 Canada
 GST/HST Registration Number: 835718024RT0001, QST Registration Number: 1230160542TQ0001 | fticonsulting.com



Invoice Detail

Invoice No. **102900002029**
Job No. **500001.3272**

January 27, 2025

Total Professional Services

Jeffrey Rosenberg

01/07/2025	Call with FCC and Golwings.	0.30		
01/09/2025	Update on closing of transactions; review of disbursements; review of revised agreements.	0.60		
01/13/2025	Review of changes to agreement.	0.50		
01/20/2025	Review of revised agreements.	0.70		
01/21/2025	Review of deal closing documents; work on insurance matters.	0.70		
01/23/2025	Review of revised transaction documents including vesting order; Notice of Motion; Distribution and Fee Approval Order; Fee Affidavit; work on Report of Receiver.	1.20		
01/25/2025	Work on finalizing court documents.	1.30		
	\$1,280.00	per hour x total hrs	5.30	\$6,784.00

Adsaran Vithiyananthan

01/10/2025	Correspondence with counsel on upcoming court date and transactions in progress; review Receiver's hotline and respond to inquiries.	0.80		
01/13/2025	Correspondence with Receiver's counsel on [REDACTED] update interim statement of carrying costs.	0.70		
01/14/2025	Correspondence with insurance broker on coverage extension.	0.20		
01/20/2025	Correspondence with Receiver's counsel on APA for Lajord; review Lajord documents and provide comments on the same; prepare carrying costs statement.	2.60		
01/21/2025	Correspondence with Receiver's counsel on [REDACTED]; review examination letter from CRA and prepare response; correspondence with CRA on examination letter; internal discussions on examination letter.	3.10		
01/22/2025	Correspondence with Receiver's counsel on [REDACTED] and upcoming court date.	0.80		
01/23/2025	Update Third Report of the Receiver; review motion materials and provide comments on the same; correspondence with Receiver's counsel; continue draft response to CRA.	2.70		
01/24/2025	Correspondence with Receiver's counsel on sale motion and review of motion materials; finalize letter to CRA.	2.40		
	\$675.00	per hour x total hrs	13.30	\$8,977.50

FTI Consulting Canada, Inc.
TD South Tower, 79 Wellington Street West, Suite 2010, P.O. Box 104
Toronto, ON M5K1G8 Canada

GST/HST Registration Number: 835718024RT0001, QST Registration Number: 1230160542TQ0001 | fticonsulting.com



Invoice Detail

Invoice No.	January 27, 2025
Job No.	102900002029
	500001.3272

Jennifer Ye

01/06/2025	Review received subcontractor and vendor invoices; update Receipts & Disbursements tracker regarding the same; set up wires and emails for payments.	0.50		
01/08/2025	Review received vendor invoices; update Receipts and Disbursements tracker regarding the same.	1.00		
01/10/2025	Work on banking matters.	0.30		
	\$435.00	per hour x total hrs	1.80	\$783.00

Total Professional Services		CAD	\$16,544.50
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Corporate Finance

March 19, 2025

Farm Credit Canada
4-5 Lower Malpeque Road
Charlottetown, PE C1E 1R4
Canada

Re: Financial Advisory
Job No. 500001.3272
Invoice No. 102900002199

Enclosed is our invoice for professional services rendered in connection with the above referenced matter. This invoice covers professional fees through February 28, 2025.

Please do not hesitate to call me to discuss this invoice or any other matter.

Sincerely,

A handwritten signature in blue ink, appearing to read "Jeffrey Rosenberg", with a long, sweeping underline.

Jeffrey Rosenberg
Senior Managing Director



Invoice Remittance

Farm Credit Canada
4-5 Lower Malpeque Road
Charlottetown, PE C1E 1R4
Canada

Invoice No.	March 19, 2025
Job No.	102900002199
Terms	500001.3272
Currency	Due Upon Receipt
Tax Registration:	CAD

Re: Financial Advisory

Current Invoice Period: Charges posted through February 28, 2025

Amount Due Current Invoice

\$14,367.53

Bank Information

Please indicate our invoice number with your remittance

Account Name:	FTI Consulting Canada Inc.	Bank Code:	002
Bank Name:	Bank of Nova Scotia	Account Number:	0861715
Bank Address:	Scotia Plaza, 44 King Street West	Swift/BIC Code:	NOSCCATT
	Toronto, Ontario M5H 1H1	Transit Code:	47696
	Canada	Account Currency:	CAD

Please forward remittance advice to AR.Support@fticonsulting.com.

Please remit cheque payments to:

FTI Consulting Canada Inc.
C/O T10073
P.O. Box 10073
Postal Station A
Toronto, ON M5W 2B1
Canada



Invoice Summary

Farm Credit Canada
4-5 Lower Malpeque Road
Charlottetown, PE C1E 1R4
Canada

Invoice No.	March 19, 2025
Job No.	102900002199
Terms	500001.3272
Currency	Due Upon Receipt
Tax Registration:	CAD

Re: Financial Advisory

Current Invoice Period: Charges posted through February 28, 2025

Name	Title	Rate	Hours	Total
Jeffrey Rosenberg	Senior Managing Director	\$1,280.00	3.90	\$4,992.00
Adsaran Vithiyananthan	Senior Consultant	\$675.00	8.60	\$5,805.00
Jennifer Ye	Consultant	\$435.00	3.90	\$1,696.50
Total Professional Services			16.40	\$12,493.50

Invoice Total	CAD Amount
	\$12,493.50
HST (15%)	\$1,874.03
Total Due	\$14,367.53



Invoice Detail

Invoice No.
Job No.

March 19, 2025
102900002199
500001.3272

Total Professional Services Jeffrey Rosenberg

01/27/2025	Finalize court documents and send out.	0.90		
01/29/2025	Work on finalizing transaction.	0.40		
02/04/2025	Prepare for and attend hearing.	0.70		
02/05/2025	Review of Court Orders; review of disclaimers.	0.20		
02/11/2025	Work on closing matters; review of documentation to the same.	0.60		
02/12/2025	Review of final documents for closing of transaction.	0.40		
02/19/2025	Attend call regarding [REDACTED]	0.40		
02/21/2025	Call with Gowlings; work on settlement matters.	0.30		
	\$1,280.00	per hour x total hrs	3.90	\$4,992.00

Adsaran Vithiyananthan

01/27/2025	Review updated motion materials; preparation of fee affidavit materials; correspondence with Receiver's counsel on motion materials.	1.60		
01/28/2025	Work on APA and closing matters; correspondences with Receiver's counsel on closing matters; call with purchaser on PST matters.	2.20		
01/29/2025	Correspondence with Receiver's counsel on [REDACTED]; correspondence with purchaser on closing matters.	0.90		
01/30/2025	Correspondence with Receiver's counsel on closing matters; work on closing matters for Lajord transaction; internal discussions.	0.80		
02/04/2025	Correspondence with vendors on termination of services; correspondence with Receiver's counsel.	0.60		
02/11/2025	Review Vigro APA and closing documents and provide comments on the same.	0.50		
02/12/2025	Review updated APA documents for Vigro; correspondence with counsel on Vigro documents.	0.60		
02/18/2025	Prepare final carrying costs statement for Lajord; review R&D; correspondence with Receiver's counsel.	0.70		
02/24/2025	Correspondence with Receiver's counsel on APA.	0.30		
02/26/2025	Correspondence with CRA on tax letter; file GST returns.	0.40		
	\$675.00	per hour x total hrs	8.60	\$5,805.00

FTI Consulting Canada, Inc.
TD South Tower, 79 Wellington Street West, Suite 2010, P.O. Box 104
Toronto, ON M5K1G8 Canada

GST/HST Registration Number: 835718024RT0001, QST Registration Number: 1230160542TQ0001 | fticonsulting.com



Invoice Detail

Invoice No. **March 19, 2025**
Job No. **102900002199**
500001.3272

Jennifer Ye

01/20/2025	Update Receipts & Disbursements trackers for subcontractor invoice; create wire payment regarding the same.	0.10
01/21/2025	Create summary of GST & HST items for audit.	0.70
01/23/2025	Create appendices from all invoices for GST & HST audit.	0.80
01/24/2025	Finalize appendices for GST & HST audit.	0.60
01/27/2025	Update billing summary for FTI invoices.	0.40
02/03/2025	Review received vendor and subcontractor invoices; update Receipts & Disbursements tracker, bank forms and TR forms regarding the same; set up wires for payments.	0.40
02/18/2025	Review received vendor invoices; set up wires for payments regarding the same; update tracker forms regarding the same.	0.60
02/19/2025	Review received subcontractor and insurance invoices; set up wires for payments regarding the same; update tracker forms regarding the same.	0.30
\$435.00		per hour x total hrs
		3.90
		\$1,696.50

Total Professional Services		CAD	\$12,493.50
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Corporate Finance

April 08, 2025

Farm Credit Canada
4-5 Lower Malpeque Road
Charlottetown, PE C1E 1R4
Canada

Re: Financial Advisory
Job No. 500001.3272
Invoice No. 102900002273

Enclosed is our invoice for professional services rendered in connection with the above referenced matter. This invoice covers professional fees through March 31, 2025.

Please do not hesitate to call me to discuss this invoice or any other matter.

Sincerely,

A handwritten signature in blue ink, appearing to read "Jeffrey Rosenberg", with a long, sweeping underline.

Jeffrey Rosenberg
Senior Managing Director



Invoice Remittance

Farm Credit Canada
4-5 Lower Malpeque Road
Charlottetown, PE C1E 1R4
Canada

Invoice No.	April 08, 2025
Job No.	102900002273
Terms	500001.3272
Due Date:	Due Upon Receipt
Currency	April 08, 2025
Tax Registration:	CAD

Re:Financial Advisory

Current Invoice Period: Charges posted through March 31, 2025

Amount Due Current Invoice

\$10,251.10

Bank Information

Please indicate our invoice number with your remittance

Account Name:	FTI Consulting Canada Inc.	Bank Code:	002
Bank Name:	Bank of Nova Scotia	Account Number:	0861715
Bank Address:	Scotia Plaza, 44 King Street West	Swift/BIC Code:	NOSCCATT
	Toronto, Ontario M5H 1H1	Transit Code:	47696
	Canada	Account Currency:	CAD

Please forward remittance advice to AR.Support@fticonsulting.com.

Please remit cheque payments to:

FTI Consulting Canada Inc.
C/O T10073
P.O. Box 10073
Postal Station A
Toronto, ON M5W 2B1
Canada



Invoice Summary

Farm Credit Canada
4-5 Lower Malpeque Road
Charlottetown, PE C1E 1R4
Canada

Re: Financial Advisory

Invoice No.	April 08, 2025
Job No.	102900002273
Terms	500001.3272
Due Date:	Due Upon Receipt
Currency	April 08, 2025
Tax Registration:	CAD

Current Invoice Period: Charges posted through March 31, 2025

Name	Title	Rate	Hours	Total
Jeffrey Rosenberg	Senior Managing Director	\$1,280.00	2.00	\$2,560.00
Adsaran Vithiyananthan	Senior Consultant	\$675.00	6.90	\$4,657.50
Jennifer Ye	Consultant	\$435.00	3.90	\$1,696.50
Total Professional Services			12.80	\$8,914.00

Invoice Total	CAD Amount
	\$8,914.00
HST (15%)	\$1,337.10
Total Due	\$10,251.10

FTI Consulting Canada, Inc.
 TD South Tower, 79 Wellington Street West, Suite 2010, P.O. Box 104
 Toronto, ON M5K1G8 Canada
 GST/HST Registration Number: 835718024RT0001, QST Registration Number: 1230160542TQ0001 | fticonsulting.com



Invoice Detail

Invoice No.
Job No.

April 08, 2025
102900002273
500001.3272

Total Professional Services Jeffrey Rosenberg

03/07/2025	Work on closing final sale; work on stopping closing until certified funds are received; signing Receiver's closing certificate.	0.70		
03/19/2025	File finalization matters.	0.70		
03/25/2025	Attend call with McCarthy's; review of analysis.	0.60		
	\$1,280.00	per hour x total hrs	2.00	\$2,560.00

Adsaran Vithiyananthan

03/03/2025	Update R&D; internal discussions on CRA requests; review Receiver's hotline; correspondence with Receiver's counsel.	0.50		
03/04/2025	Review final purchase documents for Vigro sale; correspondence with subcontractors; correspondence with vendors on termination of services; review GST response letter.	1.20		
03/05/2025	Review and compile response to CRA; correspondence with Receiver's counsel; internal discussions; call with CRA.	1.10		
03/06/2025	Correspondence with Receiver's counsel on closing matters; correspondence with vendors; update R&D; internal discussions.	0.80		
03/07/2025	Correspondence on closing matters; finalize closing of Vigro sale; correspondence with Receiver's counsel; correspondence with subcontractor on closing and next steps; update R&D.	1.00		
03/10/2025	Correspondence with subcontractor on final invoices and termination of services; correspondence with Receiver's counsel.	0.50		
03/11/2025	Correspondence with the CRA; review and update R&D; correspondence with subcontractor.	0.60		
03/17/2025	Review and update R&D; file GST return; correspondence with insurance broker on premium refund; correspondence with Receiver's counsel; call with vendor on termination of services.	0.80		
03/28/2025	Call with Receiver's counsel on file finalization matters; internal discussions on settlement with Siena's Receiver.	0.40		
	\$675.00	per hour x total hrs	6.90	\$4,657.50

Jennifer Ye

FTI Consulting Canada, Inc.
TD South Tower, 79 Wellington Street West, Suite 2010, P.O. Box 104
Toronto, ON M5K1G8 Canada

GST/HST Registration Number: 835718024RT0001, QST Registration Number: 1230160542TQ0001 | fticonsulting.com



Invoice Detail

Invoice No. April 08, 2025
Job No. 102900002273
 500001.3272

03/03/2025	Create summary of sales and disbursements for GST/HST audit.	1.00		
03/05/2025	Finalize appendices for GST/HST audit request; update letter language regarding the same; finalize letter to be sent.	0.80		
03/07/2025	Update Receipts & Disbursements, TR Forms, and Bank Account trackers for vendor invoices received; create wire payments regarding the same.	0.90		
03/11/2025	Review received subcontractor and vendor invoices; update Receipts & Disbursements tracker regarding the same; set up wire payments to go out.	0.60		
03/18/2025	Call to [REDACTED] to confirm final bills; set up wires for final payments; update internal trackers regarding the same.	0.60		
	\$435.00	per hour x total hrs	3.90	\$1,696.50

Total Professional Services	CAD	\$8,914.00
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FARM CREDIT CANADA

Applicant

and

101
**GLOBAL FOOD AND INGREDIENTS
INC. and GFI BRANDS INC.**

Respondents

Court File No.: CV-24-00720526-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceeding commenced at Toronto

AFFIDAVIT OF JEFFREY ROSENBERG
(SWORN APRIL 10, 2025)

McCarthy Tétrault LLP

Suite 5300

Toronto Dominion Bank Tower

Toronto ON M5K 1E6

Fax: (416) 868-0673

Heather Meredith LS#: 48354R

Tel: (416) 601-8342

Email: hmeredith@mccarthy.ca

Sanee Tanvir LS#: 77838T

Tel: (416) 601-8181

Email: stanvir@mccarthy.ca

Lawyers for the Receiver

APPENDIX “2”

Court File No.: CV-24-00720526-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

FARM CREDIT CANADA

Applicant

- and -

GLOBAL FOOD AND INGREDIENTS INC. and GFI BRANDS INC.

Respondents

**IN THE MATTER OF AN 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**

**AFFIDAVIT OF SANEEA TANVIR
(sworn April 10, 2025)**

I, **SANEEA TANVIR**, of the City of Toronto, in the Province of Ontario, **MAKE
OATH AND SAY:**

1. I am a lawyer qualified to practice law in the Province of Ontario and an associate with McCarthy Tétrault LLP (“**McCarthys**”), lawyers for FTI Consulting Inc. in its capacity as the Court-appointed receiver (the “**Receiver**”) over all assets, undertakings, and properties of Global Food and Ingredients Inc. (“**Global Foods Canada**”) and GFI Brands Inc. (“**GFI Brands**”, and together with Global Foods Canada, the “**Debtors**”, and each individually, a “**Debtor**”). As such, I have knowledge of the matters hereinafter deposed to.

2. This affidavit is made in support of a motion for, among other things, the approval of the fees and disbursements of the Receiver and its counsel for the period from May 15, 2024 to April 9, 2025 (the “**Fee Period**”). This affidavit is filed in conjunction with the Fourth Report of the Receiver dated April 10, 2025.

3. The total amount claimed by McCarthys for the Fee Period (inclusive of HST) is

\$453,367.23 which includes fees of \$390,425.00 and disbursements of \$10,890.21.

4. Attached and marked as **Exhibit “A”** to this Affidavit is (i) a schedule summarizing all invoices rendered by McCarthys during the Fee Period, including the fees, disbursements, and total fees charged in each invoice (the “**Accounts**”), and (ii) a chart summarizing the respective years of call, hours billed and billing rates of each lawyer at McCarthys who acted for the Receiver during the Fee Period.

5. True copies of the McCarthys Accounts for the Fee Period are attached hereto at **Exhibit “B”**.

6. The Accounts and summary charts disclose in detail the name of each person who rendered services, the dates on which the services were rendered, the time spent each day, the rate charged and the total charges for fees, disbursements and taxes.

7. The hourly billing rates charged in the Accounts are comparable to the hourly rates charged by McCarthy's for services rendered in similar proceedings.

8. To the best of my knowledge and given the nature of this proceeding, I believe that the hours and rates in the attached Accounts are reasonable and comparable to other firms in Toronto for work of this nature.

SWORN BEFORE ME remotely by
videoconference on this 10th day of April, 2025
in accordance with O. Reg 431/20,
Administering Oath or Declaration Remotely.
The affiant was located in the City of
Mississauga, and the Commissioner was
located in the City of Toronto in the Province
of Ontario.



A Commissioner for taking Affidavits
Name: Meena Alnajar LSO#89626N



Saneeca Tanvir

This is Exhibit "A" referred to in the
Affidavit of **Saneea Tanvir**
sworn before me April 10, 2025

A handwritten signature in black ink, appearing to read "Meena" followed by a stylized flourish.

A Commissioner for taking Affidavits (or as may be)
Meena Alnajar LSO #: 89626N

Court File No.: CV-24-00720526-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

FARM CREDIT CANADA

Applicant

- and -

GLOBAL FOOD AND INGREDIENTS INC. and GFI BRANDS INC.

Respondents

**IN THE MATTER OF AN 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**

**Summary of McCarthy Tetrault LLP Fees and Disbursements as
Counsel for FTI Consulting Inc., Receiver**

Invoice	Period	Fees	Disb	HST	Sub-Total
329744	Ending May 31, 2024	\$24,706.00	-	\$3,211.78	\$27,917.78
330304	Ending June 30, 2024	\$4,212.50	-	\$547.63	\$4,760.13
3306588	Ending July 31, 2024	\$13,179.50	-	\$1,713.34	\$14,892.84
3307455	Ending August 31, 2024	\$37,895.50	-	\$4,926.42	\$42,821.92
3310641	Ending September 30, 2024	\$24,928.00	\$49.75	\$3,247.11	\$28,224.86
3315258	Ending October 31, 2024	\$30,715.00	-	\$3,992.95	\$34,707.95
3321608	Ending December 31, 2024	\$99,643.00	\$1,149.78	\$13,041.83	\$113,834.61
332878	Ending January 31, 2025	\$96,569.50	\$502.95	\$12,613.92	\$109,686.37
3329002	Ending February 28, 2025	\$28,537.50	\$9,044.57	\$4,833.42	\$42,415.49

3332007	Ending April 9, 2025	\$30,038.50	\$143.16	\$3,923.62	\$34,105.28
	TOTAL:	\$390,425.00	\$10,890.21	\$52,052.02	\$453,367.23

COUNSEL ENGAGED	CALL TO THE BAR	2025 RATE	HOURS BILLED
Adil Akbar	2023	\$ 720.00	89.70
Meena Alnajar	2024	\$ 635.00	68.80
Robert Antonecchia	Paralegal	\$ 470.00	0.90
Stephen Carbonaro	Paralegal	\$ 470.00	1.90
Hubert Cadotte	2023	\$ 945.00	1.60
France Courtemanche	2024	\$ 635.00	44.50
Mike Dolson	2010	\$ 1,295.00	7.40
John Gray	2024	\$ 635.00	1.10
Kassandra Grenier	2015	\$ 1,105.00	1.60
Ella Hantho	2022	\$685.00 (2024) ¹	9.40
Stacey Hogan	Paralegal	\$ 470.00	2.70
CeCe Li	Articling Student	\$ 445.00	5.10
Heather L. Meredith	2003	\$ 1,150.00	69.20
Sarit Pandya	2016	\$ 985.00	4.90
Patrick Pengelly	2013	\$ 1,095.00	5
Randy Schwartz	1991	\$ 1,475.00	0.20
Michael Shahinian	2017	\$ 990.00	1.90
Nathan Stewart	2020	\$ 920.00	17
Sanee Tanvir	2019	\$ 945.00	113
Lisa Timmins	Paralegal	\$ 700.00	21.70
		TOTAL HOURS BILLED	467.60

¹ As of 2025, this individual did not work for McCarthy Tétrault LLP.

This is Exhibit "B" referred to in the
Affidavit of **Saneea Tanvir**
sworn before me April 10, 2025

A handwritten signature in black ink, appearing to read "Meena" followed by a stylized flourish.

A Commissioner for taking Affidavits (or as may be)
Meena Alnajar LSO #: 89626N



McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

June 24, 2024

Attention: Jeff Rosenberg

FTI Consulting Canada Inc.
TD South Tower
79 Wellington St. West
Suite 2010, P.O. Box 104
TORONTO, ON M5K 1G8

FTI Consulting Canada Inc.
Reference: FTI re: Receivership of Global Foods and Ingredients
207091-588561
Invoice No: 3297444

Dear Sir/Madam:

We enclose our invoice for services rendered to May 31, 2024, with respect to the above file. If you have any questions or concerns, please contact the billing lawyer set out below.

Yours truly,

McCarthy Tétrault LLP

Contact: Heather Meredith
Phone: 416-601-8342

Encl.



McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

FTI Consulting Canada Inc.
TD South Tower
79 Wellington St. West
Suite 2010, P.O. Box 104
TORONTO, ON M5K 1G8

Invoice No: 3297444
GST/HST Reg. No: 116532839
Date: June 24, 2024

Attention: Jeff Rosenberg

FTI Consulting Canada Inc.
Reference: FTI re: Receivership of Global Foods and Ingredients
207091-588561

For Professional Services Rendered for the period ending May 31, 2024

OUR FEES			\$	24,706.00
Disbursements	Non-Taxable	\$	0.00	
	Taxable		0.00	0.00
HST (ON)	Fees	\$	3,211.78	
	Disbursements		0.00	3,211.78
TOTAL DUE ON ABOVE-NOTED MATTER			\$	27,917.78

PLEASE NOTE THIS ACCOUNT IS PAYABLE IN CANADIAN DOLLARS.

Direct Deposit or Wire Transfer Instructions –TD Canada Trust, 55 King Street West, Toronto, Ontario M5K 1A2, Canada, Bank: 004, Transit Number: 10202, Acct No.: 5307124 (CDN\$) or 7349662 (US\$), Swift Code TDOMCATTTOR, Canadian Routing No. //CC0004 10202. Please email TOR-AR@mccarthy.ca with payment details indicating invoice no.(s), our matter number and the lawyer’s name.
Cheque by Mail: McCarthy Tétrault LLP, C/O T9647 (CDN\$) or T9647U (US\$), PO Box 9647, Station A, Toronto, ON M5W 1P8.
Cheque by Courier: TD Wholesale Lockbox, 4 Prince Andrew Place, Dock 4, Toronto, Ontario M3C 2H4, Attention: McCarthy Tétrault LLP, C/O T9647 (CDN\$) or T9647U (US\$).

Terms: Invoice payable upon receipt. Interest charged on any unpaid balance at a rate of 1.30% per annum calculated 30 days from invoice date. Any charges not posted to your account by the date of this invoice will be billed at a later date.

* 3297444B *

FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3297444
 Page No. 2

FEE DETAIL

<u>Date</u> (dd/mm/yy)	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
15/05/24	HLM	2.70	Reviewing various materials and providing comments on same; call with J. Rosenberg.
15/05/24	THO	4.50	Discuss orders with H. Meredith; Provide comments on draft orders and related materials; Correspondence with FTI.
23/05/24	HLM	3.00	Call with J. Rosenberg; review materials and drafting KERP.
24/05/24	HLM	1.70	Drafting KERP documents and email to J. Rosenberg re: same.
28/05/24	HLM	0.30	Review order; call with J. Rosenberg [REDACTED]
29/05/24	HLM	3.30	Drafting and revising KERP and consulting agreement and reviewing updated materials; call with client; call with L&E partner.
29/05/24	THO	3.10	Review and provide updates on: Key Employment Retention Plan; Consulting Retention Letters for Participants; Consulting Agreement with Receiver. Correspondence [REDACTED].
29/05/24	PP	0.80	Assess and advise on employment law matters.
30/05/24	PP	1.60	Assess and advise on consultant agreement and KCRP agreement.
30/05/24	THO	1.80	Review and provide updates on: Key Employment Retention Plan; Consulting Retention Letters for Participants; Consulting Agreement with Receiver. Correspondence [REDACTED]
30/05/24	HLM	2.60	Preparing for and attending hearing; reviewing and revising Consulting Agreement and KCRP; reviewing and communicating with L&E partner [REDACTED]; call and emails with J. Rosenberg.
31/05/24	HLM	0.50	Review and provide comments on draft KERP and retention letter; review and respond to email from P. Pengelly (employment lawyer) [REDACTED]; review revisions from client and emails and further revisions.
31/05/24	PP	0.40	Assess employment law and contractor issues in connection with agreements.

FEE SUMMARY

<u>Timekeeper Name</u>	<u>Hours</u>
Hantho, Ella	9.40
Meredith, Heather L	14.10
Pengelly, Patrick	2.80
	<u>26.30</u>



McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

July 31, 2024

Attention: Jeff Rosenberg

FTI Consulting Canada Inc.
TD South Tower
79 Wellington St. West
Suite 2010, P.O. Box 104
TORONTO, ON M5K 1G8

FTI Consulting Canada Inc.
Reference: FTI re: Receivership of Global Foods and Ingredients
207091-588561
Invoice No: 3303304

Dear Sir/Madam:

We enclose our invoice for services rendered to June 30, 2024, with respect to the above file. If you have any questions or concerns, please contact the billing lawyer set out below.

Yours truly,

McCarthy Tétrault LLP

Contact: Heather Meredith
Phone: 416-601-8342

Encl.



McCarthy Tétrault LLP
 Box 48, Suite 5300
 Toronto-Dominion Bank Tower
 Toronto, ON M5K 1E6
 Canada
 Tel: 416-362-1812
 Fax: 416-868-0673

FTI Consulting Canada Inc.
 TD South Tower
 79 Wellington St. West
 Suite 2010, P.O. Box 104
 TORONTO, ON M5K 1G8

Invoice No: 3303304
 GST/HST Reg. No: 116532839
 Date: July 31, 2024

Attention: Jeff Rosenberg

FTI Consulting Canada Inc.
 Reference: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

For Professional Services Rendered for the period ending June 30, 2024

OUR FEES			\$	4,212.50
Disbursements	Non-Taxable	\$	0.00	
	Taxable		0.00	0.00
HST (ON)	Fees	\$	547.63	
	Disbursements		0.00	547.63
TOTAL DUE ON ABOVE-NOTED MATTER			\$	4,760.13

PLEASE NOTE THIS ACCOUNT IS PAYABLE IN CANADIAN DOLLARS.

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* 3303304B *

FEE DETAIL

<u>Date</u> <u>(dd/mm/yy)</u>	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
03/06/24	PP	0.30	Advise on consulting agreement.
05/06/24	PP	0.40	Assess and advise on contractor matters.
05/06/24	HLM	0.20	Review question; email with P. Pengelly; email with client.
17/06/24	HLM	0.80	Review information and emails from FTI; drafting Bill of Sale and related email.
18/06/24	HLM	0.60	Preparing contract disclaimer and related email.
19/06/24	HLM	0.60	Drafting disclaimer and email with FTI.
20/06/24	HLM	0.60	Updating disclaimers; call with FTI [REDACTED]
25/06/24	HLM	0.40	Review email, draft language for letter accompanying disclaimer; emails to FTI.

FEE SUMMARY

<u>Timekeeper Name</u>	<u>Hours</u>
Meredith, Heather L	3.20
Pengelly, Patrick	0.70
	<u>3.90</u>

**McCarthy Tétrault LLP**

Box 48, Suite 5300
 Toronto-Dominion Bank Tower
 Toronto, ON M5K 1E6
 Canada
 Tel: 416-362-1812
 Fax: 416-868-0673

FTI Consulting Canada Inc.
 TD South Tower
 79 Wellington St. West
 Suite 2010, P.O. Box 104
 TORONTO, ON M5K 1G8

Invoice No: 3306588
 GST/HST Reg. No: 116532839
 Date: August 31, 2024

Attention: Jeff Rosenberg

FTI Consulting Canada Inc.
 Reference: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

For Professional Services Rendered for the period ending July 31, 2024

OUR FEES			\$	13,179.50
Disbursements	Non-Taxable	\$	0.00	
	Taxable		0.00	0.00
HST (ON)	Fees	\$	1,713.34	
	Disbursements		0.00	1,713.34
TOTAL DUE ON ABOVE-NOTED MATTER			\$	14,892.84

PLEASE NOTE THIS ACCOUNT IS PAYABLE IN CANADIAN DOLLARS.

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Cheque by Courier: TD Wholesale Lockbox, 4 Prince Andrew Place, Dock 4, Toronto, Ontario M3C 2H4, Attention: McCarthy Tétrault LLP, C/O T9647 (CDN\$) or T9647U (US\$).

Terms: Invoice payable upon receipt. Interest charged on any unpaid balance at a rate of 1.30% per annum calculated 30 days from invoice date. Any charges not posted to your account by the date of this invoice will be billed at a later date.

* 3306588B *

FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3306588
 Page No. 2

FEE DETAIL

<u>Date</u> (dd/mm/yy)	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
03/07/24	HLM	1.20	Review information re: insurance termination and drafting reply; email to FTI.
04/07/24	HLM	0.50	Review insurance policy and update draft reply; email to FTI.
08/07/24	HLM	0.30	Review letter from insurer; reply email and email to FTI.
09/07/24	HLM	0.50	Call with counsel to insurer; email to FTI.
10/07/24	HLM	1.00	Review letter re: US counsel and reply [REDACTED] review information from insurer.
11/07/24	HLM	0.20	Emails with Receiver; follow-up [REDACTED].
12/07/24	HLM	0.90	Call [REDACTED]; call with J. Rosenberg; emails [REDACTED].
15/07/24	HLM	2.10	Review case law and emails from insurer; email to Receiver [REDACTED]; call with FTI.
15/07/24	NST	0.10	Attend to correspondence with H. Meredith re SISP matters and initial review of draft CIM;
16/07/24	NST	0.60	Attend to further review of draft CIM; attend to initial preparation re SISP and correspondence with H. Meredith re same;
16/07/24	HLM	0.40	Call [REDACTED]; emails [REDACTED].
17/07/24	HLM	1.20	Review and comment on NDA and coordinate with associate re: same; emails [REDACTED]; call with insurer counsel.
17/07/24	NST	0.10	Attend to correspondence [REDACTED];
17/07/24	MGS	1.90	Review NDA.
22/07/24	HLM	0.30	Follow-up [REDACTED]; email to court re: court time, FTI and insurer's counsel.
29/07/24	HLM	1.00	Review and comment on Richter report and email re: same; emails [REDACTED]; calls with J. Rosenberg.
31/07/24	NST	0.40	Attend to initial drafting/outlining re motion materials and related review/analysis of receivership materials and order;

FEE SUMMARY

<u>Timekeeper Name</u>	<u>Hours</u>
Meredith, Heather L	9.60
Shahinian, Michael	1.90
Stewart, Nathan	1.20
	<u>12.70</u>

FTI Consulting Canada Inc.
Re: FTI re: Receivership of Global Foods and Ingredients
207091-588561

Invoice No. 3306588
Page No. 3



McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

September 18, 2024

Attention: Jeff Rosenberg

FTI Consulting Canada Inc.
TD South Tower
79 Wellington St. West
Suite 2010, P.O. Box 104
TORONTO, ON M5K 1G8

FTI Consulting Canada Inc.
Reference: FTI re: Receivership of Global Foods and Ingredients
207091-588561
Invoice No: 3307455

Dear Sir/Madam:

We enclose our invoice for services rendered to August 31, 2024, with respect to the above file. If you have any questions or concerns, please contact the billing lawyer set out below.

Yours truly,

McCarthy Tétrault LLP

Contact: Heather Meredith
Phone: 416-601-8342

Encl.



McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

FTI Consulting Canada Inc.
TD South Tower
79 Wellington St. West
Suite 2010, P.O. Box 104
TORONTO, ON M5K 1G8

Invoice No: 3307455
GST/HST Reg. No: 116532839
Date: September 18, 2024

Attention: Jeff Rosenberg

FTI Consulting Canada Inc.
Reference: FTI re: Receivership of Global Foods and Ingredients
207091-588561

For Professional Services Rendered for the period ending August 31, 2024

OUR FEES			\$	37,895.50
Disbursements	Non-Taxable	\$	0.00	
	Taxable		0.00	0.00
HST (ON)	Fees	\$	4,926.42	
	Disbursements		0.00	4,926.42
TOTAL DUE ON ABOVE-NOTED MATTER			\$	42,821.92

PLEASE NOTE THIS ACCOUNT IS PAYABLE IN CANADIAN DOLLARS.

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FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3307455
 Page No. 2

FEE DETAIL

<u>Date</u> (dd/mm/yy)	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
01/08/24	HLM	1.00	Review emails [REDACTED] and attend hearing; emails [REDACTED]
02/08/24	HLM	0.50	Emails [REDACTED] and [REDACTED]
12/08/24	HLM	4.80	Review and revise draft motion materials and call with client [REDACTED].
12/08/24	NST	5.80	Attend to drafting and revision of (i) SISP, (ii) Notice of Motion, (iii) form of Order; attend to related research and analysis re recent comparable SISPs; attend to correspondence with H. Meredith re SISP and application material matters; review/analyze terms of key consultant retention agreements and consulting agreements; attend to initial drafting/revision re Factum;
13/08/24	HLM	6.70	Engaged all day reviewing, revising and drafting motion materials, Receiver's report, SISP, Order and other documents; emails with client and further revisions and updates; email to counsel to First.
13/08/24	NST	3.60	Draft/revise and finalize initial draft of factum; attend to correspondence from H. Meredith re SISP status/revisions and attend to related revisions to application materials; review/attend to client correspondence [REDACTED]; review draft Receiver's Report and attend to related correspondence from H. Meredith; review further revisions to motion materials by H. Meredith; prepare and compile Motion Record; attend to service of Motion Record; attend to correspondence with H. Meredith, S. Tanvir [REDACTED];
13/08/24	AME	1.20	Revise draft SISP and KCRP order; draft consultant schedule for SISP and KCRP.
14/08/24	AME	1.00	Draft sealing order arguments for factum.
14/08/24	HLM	0.80	Emails [REDACTED]; instructions re: factum and review same.
14/08/24	NST	0.40	Attend to correspondence [REDACTED] and review proposed revisions; attend to correspondence with H. Meredith and client team [REDACTED];
15/08/24	NST	0.30	Attend to correspondence from client team [REDACTED]; attend to correspondence with M. Alnajar, S. Tanvir, H. Meredith [REDACTED] and provide instructions to M. Alnajar [REDACTED]; attend to correspondence with S. Gabor [REDACTED]; attend to/review service correspondence;
15/08/24	STN	0.20	Meeting with H. Meredith re court hearing.
15/08/24	HLM	2.90	Drafting and revising factum.
15/08/24	AME	2.00	Revise draft SISP and factum; finalize and serve motion materials.
16/08/24	HLM	0.50	Call with client; call to D. Ullmann.

FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3307455
 Page No. 3

FEE DETAIL

<u>Date</u> (dd/mm/yy)	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
17/08/24	STN	3.30	Reviewing court materials and preparing for hearing.
18/08/24	STN	1.00	Prepare for court hearing.
18/08/24	HLM	0.40	Emails [REDACTED]; email and call with D. Ullmann.
18/08/24	AME	0.40	Draft participant slip for upcoming motion.
19/08/24	AME	0.70	Attend SISP and KCRP approval motion; draft and upload participant list.
19/08/24	STN	1.70	Attending court, reviewing materials, corresponding with court and client [REDACTED].
19/08/24	NST	0.10	Attend to correspondence from S. Tanvir re entered order and endorsement, and service matters;
20/08/24	STN	0.20	Corresponding with client [REDACTED].
20/08/24	AME	0.10	Revise draft SISP and KERP order; draft schedule for SISP and KERP.
21/08/24	AME	0.20	Distribute issued and entered order to service list.
21/08/24	STN	0.10	Correspond with client re [REDACTED].
21/08/24	NST	0.20	Attend to correspondence from service list; review Endorsement;
22/08/24	AME	1.60	Review intercreditor agreement and application record for equipment terms and conditions.
22/08/24	STN	0.20	Review email from M. Alnajar. (0.1); Correspond with client [REDACTED]. (0.1)

FEE SUMMARY

<u>Timekeeper Name</u>	<u>Hours</u>
Alnajar, Meena	7.20
Meredith, Heather L	17.60
Stewart, Nathan	10.40
Tanvir, Saneea	6.70
	<u>41.90</u>



McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

October 9, 2024

Attention: Jeff Rosenberg

FTI Consulting Canada Inc.
TD South Tower
79 Wellington St. West
Suite 2010, P.O. Box 104
TORONTO, ON M5K 1G8

FTI Consulting Canada Inc.
Reference: FTI re: Receivership of Global Foods and Ingredients
207091-588561
Invoice No: 3310641

Dear Sir/Madam:

We enclose our invoice for services rendered to September 30, 2024, with respect to the above file.
If you have any questions or concerns, please contact the billing lawyer set out below.

Yours truly,

McCarthy Tétrault LLP

Contact: Heather Meredith
Phone: 416-601-8342

Encl.



McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
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Fax: 416-868-0673

FTI Consulting Canada Inc.
TD South Tower
79 Wellington St. West
Suite 2010, P.O. Box 104
TORONTO, ON M5K 1G8

Invoice No: 3310641
GST/HST Reg. No: 116532839
Date: October 9, 2024

Attention: Jeff Rosenberg

FTI Consulting Canada Inc.
Reference: FTI re: Receivership of Global Foods and Ingredients
207091-588561

For Professional Services Rendered for the period ending September 30, 2024

OUR FEES			\$	24,928.00
Disbursements	Non-Taxable	\$	0.00	
	Taxable		49.75	49.75
			\$	24,977.75
HST (ON)	Fees	\$	3,240.64	
	Disbursements		6.47	3,247.11
TOTAL DUE ON ABOVE-NOTED MATTER			\$	28,224.86

PLEASE NOTE THIS ACCOUNT IS PAYABLE IN CANADIAN DOLLARS.

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Cheque by Courier: TD Wholesale Lockbox, 4 Prince Andrew Place, Dock 4, Toronto, Ontario M3C 2H4, Attention: McCarthy Tétrault LLP, C/O T9647 (CDN\$) or T9647U (US\$).

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FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3310641
 Page No. 2

FEE DETAIL

<u>Date</u> (dd/mm/yy)	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
08/09/24	HLM	0.70	Review and revise LOI form and email to receiver [REDACTED]
13/09/24	STN	0.20	Review current status and insurance emails.
17/09/24	STN	0.10	Review SISP.
27/09/24	STN	3.30	Call with FTI [REDACTED], correspond with H. Meredith [REDACTED], draft note to S. Pandya re: real estate, start drafting purchase agreement.
27/09/24	AME	0.70	Draft notice of motion for sale approval motion.
28/09/24	AME	0.60	Locate sample asset purchase agreement to compare to Global Foods asset purchase agreement.
28/09/24	STN	2.80	Drafting purchase agreement, corresponding with S. Pandya [REDACTED].
29/09/24	AME	0.30	Revise draft asset purchase agreement.
29/09/24	STN	3.80	Drafting asset purchase agreement, call with S. Pandya, corresponding with M. Dolson [REDACTED]
29/09/24	MDO	0.70	Review and respond to email correspondence; consider issues; review draft APA; [REDACTED].
29/09/24	SPA	1.10	Review and provide comments on form of asset purchase agreement; email to S. Tanvir; phone call with S. Tanvir.
30/09/24	KAG	1.60	Finalize review of the APA from a Canadian sales tax perspective and note to M.Dolson [REDACTED]. (0.8); Discussion with R.Schwartz [REDACTED]. (0.2); Review of the revised APA from a sales tax perspective and note to H.Cadotte. (0.3); Review of correspondence and exchange with M.Dolson and discussion with H.Cadotte. (0.3) (0.6) (0.8).
30/09/24	RSC	0.20	Discussion with K. Grenier [REDACTED].
30/09/24	HLM	2.30	Review and revise APA and discuss same with S. Tanvir.
30/09/24	MDO	1.00	Review and respond to email correspondence; consider issues; revise draft APA; legal research re: relevant issues.
30/09/24	HCA	1.60	Discussed file with K. Grenier; review and mark-ups to the asset purchase agreement for indirect tax purposes; correspondences to K. Grenier.
30/09/24	AME	2.50	Draft NOM, Order, Receiver Report for Sale Approval.
30/09/24	STN	4.80	Finalizing asset purchase agreement, revising agreement, corresponding with S. Pandya and M. Dolson [REDACTED], revising FTI letter, revising tax language.

FEE SUMMARY

FTI Consulting Canada Inc.
Re: FTI re: Receivership of Global Foods and Ingredients
207091-588561

Invoice No. 3310641
Page No. 3

<u>Timekeeper Name</u>	<u>Hours</u>
Alnajar, Meena	4.10
Cadotte, Hubert	1.60
Dolson, Mike	1.70
Grenier, Kassandra	1.60
Meredith, Heather L	3.00
Pandya, Sarit	1.10
Schwartz, Randy	0.20
Tanvir, Saneea	15.00
	<u>28.30</u>

DISBURSEMENT DETAIL			
<u>Date</u> <u>(dd/mm/yy)</u>	<u>Timekeeper</u> <u>Initials</u>	<u>Amount</u>	<u>Description</u>
28/08/24	HLM	49.75	Agent's Fee - Process Service VENDOR: Reliable Process Servers Inc. INVOICE#: 109642 DATE: 8/28/2024 Court Filing of Order by Process Server

DISBURSEMENT SUMMARY		
<u>Taxable Y/N</u>	<u>Description</u>	<u>Total Cost</u>
Y	Agent's Fee - Process Service	\$ 49.75
	Total Disbursements	<u>\$ 49.75</u>



McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

November 22, 2024

Attention: Jeff Rosenberg

FTI Consulting Canada Inc.
TD South Tower
79 Wellington St. West
Suite 2010, P.O. Box 104
TORONTO, ON M5K 1G8

FTI Consulting Canada Inc.
Reference: FTI re: Receivership of Global Foods and Ingredients
207091-588561
Invoice No: 3315258

Dear Sir/Madam:

We enclose our invoice for services rendered to October 31, 2024, with respect to the above file. If you have any questions or concerns, please contact the billing lawyer set out below.

Yours truly,

McCarthy Tétrault LLP

Contact: Heather Meredith
Phone: 416-601-8342

Encl.



McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

FTI Consulting Canada Inc.
TD South Tower
79 Wellington St. West
Suite 2010, P.O. Box 104
TORONTO, ON M5K 1G8

Invoice No: 3315258
GST/HST Reg. No: 116532839
Date: November 22, 2024

Attention: Jeff Rosenberg

FTI Consulting Canada Inc.
Reference: FTI re: Receivership of Global Foods and Ingredients
207091-588561

For Professional Services Rendered for the period ending October 31, 2024

OUR FEES			\$	30,715.00
Disbursements	Non-Taxable	\$	0.00	
	Taxable		0.00	0.00
HST (ON)	Fees	\$	3,992.95	
	Disbursements		0.00	3,992.95
TOTAL DUE ON ABOVE-NOTED MATTER			\$	34,707.95

PLEASE NOTE THIS ACCOUNT IS PAYABLE IN CANADIAN DOLLARS.

Direct Deposit or Wire Transfer Instructions –TD Canada Trust, 55 King Street West, Toronto, Ontario M5K 1A2, Canada, Bank: 004, Transit Number: 10202, Acct No.: 5307124 (CDN\$) or 7349662 (US\$), Swift Code TDOMCATTOR, Canadian Routing No. //CC0004 10202. Please email TOR-AR@mccarthy.ca with payment details indicating invoice no.(s), our matter number and the lawyer’s name.
Cheque by Mail: McCarthy Tétrault LLP, C/O T9647 (CDN\$) or T9647U (US\$), PO Box 9647, Station A, Toronto, ON M5W 1P8.
Cheque by Courier: TD Wholesale Lockbox, 4 Prince Andrew Place, Dock 4, Toronto, Ontario M3C 2H4, Attention: McCarthy Tétrault LLP, C/O T9647 (CDN\$) or T9647U (US\$).

Terms: Invoice payable upon receipt. Interest charged on any unpaid balance at a rate of 1.30% per annum calculated 30 days from invoice date. Any charges not posted to your account by the date of this invoice will be billed at a later date.



FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3315258
 Page No. 2

FEE DETAIL

<u>Date</u> (dd/mm/yy)	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
01/10/24	HLM	1.00	Review updated APA and comment on same; review Phase 2 list.
01/10/24	AME	0.70	Draft motion materials for approval and vesting order.
01/10/24	STN	1.00	Revise purchase agreement, correspond with H. Meredith re same, draft note to client re same.
03/10/24	STN	0.90	Phone call with client, draft disclaimer language.
03/10/24	HLM	0.30	Review language re: encroachment.
04/10/24	STN	0.20	Drafting note to court re scheduling, corresponding with client re bid deadline.
08/10/24	STN	0.10	Drafting note to client re SISP.
09/10/24	STN	0.10	Draft note to receiver re hearing date.
16/10/24	STN	0.10	Draft note to FTI re update.
21/10/24	STN	0.30	Phone call with client to discuss next steps, draft note to court.
21/10/24	HLM	0.30	Review letter re: [REDACTED]; call with FTI team re: sales process.
22/10/24	AME	0.20	Review encroachment documents to revise receiver's report.
23/10/24	STN	0.20	Review Lajord purchase agreement.
23/10/24	HLM	0.10	Discussion re: court time; email with FTI.
24/10/24	HLM	0.10	Emails re: sale approval motion.
24/10/24	STN	0.20	Corresponding with J. Rosenberg re purchasers.
24/10/24	AME	0.40	Revise draft report to include title issue.
25/10/24	AME	1.90	Review purchaser agreement; draft order, notice of motion, factum for sale approval motion; revise receiver report for sale approval motion.
25/10/24	STN	0.50	Conference call with Receiver to discuss next steps, provide instructions to M. Alnajar re materials.
25/10/24	HLM	0.40	Review email; call with client.
26/10/24	STN	5.60	Review and revise second receiver's report, provide instructions to M. Alnajar.
26/10/24	AME	1.30	Revise sale approval notice of motion, factum; draft sale approval and ancillary relief orders.
27/10/24	AME	3.20	Revise sale approval notice of motion, factum; draft sale approval and ancillary relief orders.
27/10/24	STN	0.60	Revising report, drafting note to H. Meredith re same.
28/10/24	STN	0.10	Draft note to court.
29/10/24	PP	0.60	Assess and advise on issues related to [REDACTED] and

FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3315258
 Page No. 3

FEE DETAIL

<u>Date</u> (dd/mm/yy)	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
			finalize related documentation; Related communication with client.
29/10/24	STN	1.70	Finalize second report, draft note to H. Meredith re same.
29/10/24	HLM	1.70	Review email and revise draft report.
29/10/24	AME	0.40	Revise service list; run comparisons between draft purchase agreement and executed agreements.
29/10/24	JOG	1.10	Draft [REDACTED] letter; review client documents.
29/10/24	MDO	0.30	Review and respond to email correspondence; consider issues; review mark-up of APA.
30/10/24	AME	2.20	Revise notice of motion; draft fee affidavits; run comparisons of model order to draft orders.
30/10/24	PP	0.20	Assess employment law matters in connection with transaction.
30/10/24	STN	2.10	Revise draft orders, revise report, draft note to H. Meredith re same, review purchase agreement and provide comments.
31/10/24	STN	3.70	Correspond with Receiver re purchase agreement, revise orders, revise report, call with J. Rosenberg, review and revise notice of motion.
31/10/24	PP	0.40	Assess and advise client on contractor matter.
31/10/24	HLM	0.60	Review draft orders and emails re: court materials.
31/10/24	AME	3.90	Locate sample assignment provisions for AVO; redact invoices; draft fee affidavit; draft factum assignment argument; revise notice of motion.

FEE SUMMARY

<u>Timekeeper Name</u>	<u>Hours</u>
Alnajar, Meena	14.20
Dolson, Mike	0.30
Gray, John	1.10
Meredith, Heather L	4.50
Pengelly, Patrick	1.20
Tanvir, Saneea	17.40
	<u>38.70</u>



McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

December 31, 2024

Attention: Jeff Rosenberg

FTI Consulting Canada Inc.
TD South Tower
79 Wellington St. West
Suite 2010, P.O. Box 104
TORONTO, ON M5K 1G8

FTI Consulting Canada Inc.
Reference: FTI re: Receivership of Global Foods and Ingredients
207091-588561
Invoice No: 3321608

Dear Sir/Madam:

We enclose our invoice for services rendered to December 31, 2024, with respect to the above file.
If you have any questions or concerns, please contact the billing lawyer set out below.

Yours truly,

McCarthy Tétrault LLP

Contact: Heather Meredith
Phone: 416-601-8342

Encl.



McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

FTI Consulting Canada Inc.
TD South Tower
79 Wellington St. West
Suite 2010, P.O. Box 104
TORONTO, ON M5K 1G8

Invoice No: 3321608
GST/HST Reg. No: 116532839
Date: December 31, 2024

Attention: Jeff Rosenberg

FTI Consulting Canada Inc.
Reference: FTI re: Receivership of Global Foods and Ingredients
207091-588561

For Professional Services Rendered for the period ending December 31, 2024

OUR FEES			\$	99,643.00
Disbursements	Non-Taxable	\$	471.00	
	Taxable		678.78	1,149.78
				\$ 100,792.78
HST (ON)	Fees	\$	12,953.59	
	Disbursements		88.24	13,041.83
TOTAL DUE ON ABOVE-NOTED MATTER			\$	113,834.61

PLEASE NOTE THIS ACCOUNT IS PAYABLE IN CANADIAN DOLLARS.

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Cheque by Mail: McCarthy Tétrault LLP, C/O T9647 (CDN\$) or T9647U (US\$), PO Box 9647, Station A, Toronto, ON M5W 1P8.
Cheque by Courier: TD Wholesale Lockbox, 4 Prince Andrew Place, Dock 4, Toronto, Ontario M3C 2H4, Attention: McCarthy Tétrault LLP, C/O T9647 (CDN\$) or T9647U (US\$).

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FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3321608
 Page No. 2

FEE DETAIL

<u>Date</u> (dd/mm/yy)	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
01/11/24	HLM	3.10	Drafting and revising court materials and emails with S. Tanvir re: same; related emails.
01/11/24	STN	7.50	Review and revise factum, attend to various matters regarding updating purchase agreements and orders, corresponding with purchasers' counsel, call with J. Rosenberg.
01/11/24	AME	1.80	Revise factum; draft motion record index; compile motion record; redact purchase agreements; run comparisons to model order; correspond with service list; update service list.
02/11/24	STN	1.90	Reviewing and revising factum, corresponding with purchasers' counsel, corresponding with FTI re documents, revising purchase agreement.
03/11/24	SPA	0.50	Review email from S. Tanvir; draft form of landlord consent.
03/11/24	STN	1.20	Corresponding with FTI re equipment list, reviewing purchasers' counsel and revisions to documents.
04/11/24	STN	6.40	Reviewing and revising court orders, second report, factum, notice of motion, phone calls with Saskatchewan counsel, corresponding with purchasers' counsel re documents, call with FTI re same.
04/11/24	RA2	0.40	Global Food and Ingredients Inc. +1, search Personal Property Security Act SK.
04/11/24	HLM	2.60	Review various comments and changes and propose revisions to draft order; review revised factum and provide comments and revisions; review various emails; discuss with S. Tanvir.
04/11/24	AME	4.30	Revise factum footnotes; revise schedules of purchase agreement; finalize materials for service; compile motion record; correspond with S. Tanvir for motion record revisions.
05/11/24	AME	3.20	Revise orders; compile motion record; correspond with S. Tanvir for motion record revisions; correspond with service list; prepare lawyer's certificate of service.
05/11/24	HLM	0.40	Review emails and updated materials for motion; call with J. Rosenberg; communication with S. Tanvir.
05/11/24	STN	1.20	Finalizing motion record, providing instructions to M. Alnajar re same, review and revise landlord consent,
06/11/24	AME	0.30	Send records to courier list; file records.
07/11/24	STN	0.60	Call with A. Akbar, review and draft email to A. Vithiyananthan.
07/11/24	AAK	0.70	Review purchase agreements; Call S. Tanvir.
11/11/24	STN	2.70	Corresponding with H. Meredith re update, finalize and send note re [REDACTED], prep for court hearing,
11/11/24	HLM	0.70	Review and respond re: [REDACTED]; email to S. Tanvir re: motion.

FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3321608
 Page No. 3

FEE DETAIL

<u>Date</u> (dd/mm/yy)	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
12/11/24	STN	2.40	Prep for hearing, attend hearing, draft notes to purchaser counsel, call with [REDACTED] counsel.
12/11/24	AAK	3.50	Review purchase agreements; Draft bring-down certificates; Correspond with opposing counsel; Correspond with S. Tanvir; Meet with opposing counsel; Prepare checklist.
12/11/24	AME	1.00	Attend sale approval motion; draft and upload participant information list.
13/11/24	AAK	2.50	Review purchase agreements; Draft transaction documents; Correspond with opposing counsel; Correspond with S. Tanvir and A. Vithiyananthan.
13/11/24	STN	0.90	Review endorsement and orders, draft note to court, correspond with M. Alnajar re instructions, review emails from purchasers' counsel and draft note to A. Akbar re same.
14/11/24	STN	1.60	Review closing document for Lajord transaction, provide instructions to A. Akbar re same, correspond with court re endorsement.
14/11/24	HLM	0.30	Call with [REDACTED] re: motion and orders; call with J. Rosenberg; drafting language re: providing appraisal.
14/11/24	MDO	0.60	Review and respond to email correspondence; review APA and emails from purchaser counsel; consider issues; legal research re relevant issues.
14/11/24	AAK	2.50	Review purchase agreements; Draft transaction documents; Correspond with opposing counsel; Correspond with S. Tanvir and tax counsel; Correspond with Saskatchewan counsel.
14/11/24	AME	0.20	Obtain issued orders; correspond with service list.
15/11/24	AME	0.30	Deliver orders to courier list; execute lawyer's certificate of service; file issued orders with the court.
15/11/24	AAK	0.30	Correspond with Saskatchewan counsel.
15/11/24	STN	0.50	Reviewing various correspondence re closing, providing instructions to A. Akbar re same.
17/11/24	AAK	0.30	Correspond with opposing counsel; Review transaction documents.
18/11/24	AAK	2.40	Correspond with opposing counsel; Correspond with S. Tanvir; Review and revise purchaser drafts; Draft transaction documents.
19/11/24	AAK	1.60	Draft statement of adjustments; Correspond with S. Tanvir; Review and revise transaction documents; Correspond with opposing counsel.
19/11/24	MDO	0.20	Review and respond to email correspondence; consider issues; review draft GST declaration.
19/11/24	STN	1.50	Attending to various closing matters, correspond with A. Akbar re same.
20/11/24	SPA	0.60	Review and respond to email from S. Tanvir re documents required in connection with closing of Zealandia transaction; review and respond to email from A. Akbar re SOA and closing documents.

FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

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FEE DETAIL

<u>Date</u> (dd/mm/yy)	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
20/11/24	STN	0.30	Reviewing closing documents, providing instructions to A. Akbar re same.
20/11/24	AAK	1.50	Correspond re real property matters; Draft transaction documents; Correspond with opposing counsel.
21/11/24	MDO	0.10	Review and respond to email correspondence; consider issues; review updated [REDACTED] declaration.
21/11/24	AAK	1.50	Correspond re tax matters; Review and revise transaction documents; Draft acknowledgement.
22/11/24	AAK	1.30	Review and revise transaction documents; Correspond with S. Tanvir.
25/11/24	MDO	0.40	Review and respond to email correspondence; consider issues; review revised [REDACTED] documents for Zealandia; legal research re relevant issues.
25/11/24	AAK	0.60	Correspond re tax matters; Review and revise transaction documents; Send DocuSign package.
26/11/24	AAK	2.20	Correspond with opposing counsel; Review and revise transaction documents; Correspond with S. Tanvir and J. Rosenberg.
26/11/24	STN	1.20	Review closing documents for Zealandia purchase.
27/11/24	STN	1.00	Reviewing various closing documents, corresponding with A. Akbar re same.
27/11/24	PP	0.30	Assess and advise on employment standards compliance matters regarding memorandum.
27/11/24	MDO	0.10	Review and respond to email correspondence; consider issues re Zealandia [REDACTED]
27/11/24	AAK	2.60	Correspond with opposing counsel; Review and revise transaction documents; Correspond with S. Tanvir; Call S. Tanvir.
28/11/24	AAK	3.50	Correspond with opposing counsel; Review and revise transaction documents; Correspond with S. Tanvir; Call S. Tanvir; Finalize and compile transaction documents; Arrange for signature; Review [REDACTED] letter; Correspond re real property matters.
28/11/24	STN	1.20	Reviewing and revising closing documents on Zealandia, phone call with A. Akbar re same, corresponding with Receiver.
28/11/24	MDO	0.10	Review and respond to email correspondence; consider issues; review draft [REDACTED].
29/11/24	AME	0.10	Revise service list.
29/11/24	STN	5.10	Reviewing closing documents, phone calls with Purchaser's counsel and client, attending to various closing matters, providing instructions to A. Akbar re same.
29/11/24	SPA	0.20	Emails with A. Akbar re comments on [REDACTED] letter.

FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3321608
 Page No. 5

FEE DETAIL

<u>Date</u> (dd/mm/yy)	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
29/11/24	HLM	0.60	Calls and emails re: closing issues.
29/11/24	AAK	8.80	Correspond with opposing counsel; Review and revise transaction documents; Finalize and compile transaction documents; Review trust condition letter; Correspond re real property matters; Meet with J. Rosenberg and H. Meredith; Call S. Tanvir; Call opposing counsel.
30/11/24	HLM	0.30	Review and comment on draft agreement.
30/11/24	STN	1.50	Revise the [REDACTED] agreement.
01/12/24	HLM	0.30	Review updated draft agreement and provide comments re: same.
01/12/24	STN	0.70	Review [REDACTED] letter and revise.
01/12/24	AAK	1.10	Review and revise [REDACTED] letter; Correspond with S. Tanvir.
02/12/24	AAK	2.40	Review and revise [REDACTED] letter; Correspond with S. Tanvir; Correspond with opposing counsel; Send DocuSign.
02/12/24	STN	0.90	Reviewing and revising [REDACTED] letter, providing instructions to A. Akbar re closing.
03/12/24	AAK	0.50	Correspond with J. Rosenberg and opposing counsel.
04/12/24	STN	0.20	Review correspondence and provide instructions to A. Akbar re same.
04/12/24	AAK	0.70	Correspond with opposing counsel re Lajord closing; Correspond with J. Rosenberg and S. Tanvir.
06/12/24	AAK	1.20	Correspond with opposing counsel; Review rejection notice; Draft purchase price allocation; Correspond with S. Tanvir; Review amendment.
06/12/24	STN	0.20	Corresponding with A. Akbar re Lajord, reviewing correspondence.
11/12/24	AAK	0.20	Correspond with opposing counsel.
12/12/24	AAK	0.20	Correspond with opposing counsel.
16/12/24	AAK	0.10	Correspond with opposing counsel.
17/12/24	AAK	0.40	Correspond with opposing counsel and J. Rosenberg.
18/12/24	AAK	0.30	Review purchase agreement; Correspond with S. Tanvir.
19/12/24	AAK	2.10	Review Vigro purchase agreement; Correspond with opposing counsel and S. Tanvir; Review and revise amending agreement; Meet with F. Courtemanche.
19/12/24	STN	1.90	Reviewed various documents including new purchase agreement, disclaimer, correspond with client, review and revise amending agreement, draft note to A. Akbar re same.
20/12/24	STN	0.80	Reviewed various documents including new purchase agreement, disclaimer, correspond with client.
20/12/24	AAK	1.70	Review Vigro purchase agreement; Correspond with opposing counsel

FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3321608
 Page No. 6

FEE DETAIL

<u>Date</u> (dd/mm/yy)	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
			and S. Tanvir; Review and revise amending agreement.
21/12/24	STN	0.20	Review correspondence from Lajord purchaser and draft note to A. Akbar.
22/12/24	STN	0.30	Review correspondence re Lajord closing.
22/12/24	AAK	0.30	Correspond with opposing counsel; Correspond with S. Tanvir and J. Rosenberg.
23/12/24	AAK	0.80	Correspond with opposing counsel; Correspond with S. Tanvir and J. Rosenberg; Review and revise purchase agreement.
23/12/24	FRC	2.80	Review Form of Purchase Agreement; update Purchase Agreement; read and respond to email correspondence from deal team.
23/12/24	STN	1.90	Review and revise purchase agreement for Vigro, draft note to A. Akbar re same.
24/12/24	STN	0.30	Corresponding with J. Rosenberg re court date.
24/12/24	FRC	2.80	Update Purchase Agreement; draft email correspondence to A. Akbar; read and respond to email correspondence from client.
24/12/24	AAK	1.70	Correspond with S. Tanvir and M. McTaggart; Review and revise purchase agreement.
27/12/24	AAK	0.90	Correspond with S. Tanvir and F. Courtemanche; Review and revise purchase agreement.
27/12/24	FRC	2.90	Update Purchase Agreement; draft Closing Checklist; read and respond to email correspondence with Deal Team.
27/12/24	STN	0.80	Review revised purchase agreement and draft email to F. Courtemanche re same, corresponding with the court.
28/12/24	STN	0.20	Review email from Receiver and draft note to F. Courtemanche re same.
28/12/24	FRC	1.80	Review Purchase Agreement; read and respond to email correspondence from A. Akbar; attend phone discussion with A. Akbar; draft email correspondence to Purchaser's counsel.
28/12/24	AAK	0.60	Correspond with S. Tanvir and F. Courtemanche; Review and revise purchase agreement.
30/12/24	AAK	0.30	Correspond with J. Rosenberg and H. Meredith; Correspond with opposing counsel.
30/12/24	FRC	2.70	Draft Closing Documents; draft email correspondence to A. Akbar.
30/12/24	STN	0.80	Corresponding with H. Meredith and A. Akbar re closings, draft note to Receiver re court date, corresponding with court, draft note to S. Danielsz re security review.
30/12/24	HLM	0.70	Review emails; email to client; call with client; emails with McCarthy team.

FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3321608
 Page No. 7

FEE SUMMARY

<u>Timekeeper Name</u>	<u>Hours</u>
Akbar, Adil	51.30
Alnajar, Meena	11.20
Antonecchia, Robert	0.40
Courtemanche, France	13.00
Dolson, Mike	1.50
Meredith, Heather L	9.00
Pandya, Sarit	1.30
Pengelly, Patrick	0.30
Tanvir, Saneea	47.90
	<u>135.90</u>

DISBURSEMENT DETAIL

<u>Date</u> <u>(dd/mm/yy)</u>	<u>Timekeeper</u> <u>Initials</u>	<u>Amount</u>	<u>Description</u>
04/11/24	RA2	10.00	Government Fees - OnCorp (NT) Oncorp Acct 12385 INV 327498 Global Food and Ingredients Inc.EDD SK PPR Search
04/11/24	RA2	10.00	Government Fees - OnCorp (NT) Oncorp Acct 12385 INV 327498 GFI Brands Inc.EDD SK PPR Search
04/11/24	RA2	36.30	Corp Searches - Agent - OnCorp Oncorp Acct 12385 INV 327498 Global Food and Ingredients Inc.EDD SK PPR Search
04/11/24	RA2	36.30	Corp Searches - Agent - OnCorp Oncorp Acct 12385 INV 327498 GFI Brands Inc.EDD SK PPR Search
06/11/24	AME	58.14	Courier / Messenger Courier Charges Fed Ex Inv# 2-647-05012
15/11/24	AME	21.34	Courier / Messenger Courier Charges Fed Ex Inv# 2-647-05012
15/11/24	AME	21.34	Courier / Messenger Courier Charges Fed Ex Inv# 2-647-05012
15/11/24	AME	20.09	Courier / Messenger Courier Charges Fed Ex Inv# 2-647-05012
15/11/24	AME	21.22	Courier / Messenger Courier Charges Fed Ex Inv# 2-647-05012
18/11/24	AME	41.64	Courier / Messenger Courier Charges FedEx Inv# 2-645-41793
18/11/24	AME	39.83	Courier / Messenger Courier Charges FedEx Inv# 2-645-41793
18/11/24	AME	27.33	Courier / Messenger Courier Charges FedEx Inv# 2-645-41793
30/11/24	AME	52.75	Agent's Fees - (T) VENDOR: Reliable Process Servers Inc. INVOICE#: 110535 DATE: 11/30/2024 Commercial court filing motion record and factum

FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3321608
 Page No. 8

DISBURSEMENT DETAIL

<u>Date</u> <u>(dd/mm/yy)</u>	<u>Timekeeper</u> <u>Initials</u>	<u>Amount</u>	<u>Description</u>
30/11/24	AME	339.00	Filing Fees - (NT) VENDOR: Reliable Process Servers Inc. INVOICE#: 110535 DATE: 11/30/2024 Court Filing Fee
30/11/24	AME	52.75	Agent's Fees - (T) VENDOR: Reliable Process Servers Inc. INVOICE#: 110536 DATE: 11/30/2024 Issued Order - Ancillary
30/11/24	AME	52.75	Agent's Fees - (T) VENDOR: Reliable Process Servers Inc. INVOICE#: 110536 DATE: 11/30/2024 Issued Order - Lajard
30/11/24	AME	52.75	Agent's Fees - (T) VENDOR: Reliable Process Servers Inc. INVOICE#: 110536 DATE: 11/30/2024 Issued Order - Zealandia
30/11/24	STN	144.25	Agent's Fees - (T) VENDOR: Reliable Process Servers Inc. INVOICE#: 110545 DATE: 11/30/2024 "Urgent rush, commercial court filing obtained, copies"
30/11/24	STN	112.00	Filing Fees - (NT) VENDOR: Reliable Process Servers Inc. INVOICE#: 110545 DATE: 11/30/2024 court filing fee

DISBURSEMENT SUMMARY

<u>Taxable Y/N</u>	<u>Description</u>	<u>Total Cost</u>
Y	Courier / Messenger	\$ 250.93
N	Government Fees - OnCorp (NT)	20.00
Y	Agent's Fees - (T)	355.25
Y	Corp Searches - Agent - OnCorp	72.60
N	Filing Fees - (NT)	451.00
	Total Disbursements	<u>\$ 1,149.78</u>



McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

February 19, 2025

Attention: Jeff Rosenberg

FTI Consulting Canada Inc.
TD South Tower
79 Wellington St. West
Suite 2010, P.O. Box 104
TORONTO, ON M5K 1G8

FTI Consulting Canada Inc.
Reference: FTI re: Receivership of Global Foods and Ingredients
207091-588561
Invoice No: 3328738

Dear Sir/Madam:

We enclose our invoice for services rendered to January 31, 2025, with respect to the above file. If you have any questions or concerns, please contact the billing lawyer set out below.

Yours truly,

McCarthy Tétrault LLP

Contact: Heather Meredith
Phone: 416-601-8342

Encl.



McCarthy Tétrault LLP
 Box 48, Suite 5300
 Toronto-Dominion Bank Tower
 Toronto, ON M5K 1E6
 Canada
 Tel: 416-362-1812
 Fax: 416-868-0673

FTI Consulting Canada Inc.
 TD South Tower
 79 Wellington St. West
 Suite 2010, P.O. Box 104
 TORONTO, ON M5K 1G8

Invoice No: 3328738
 GST/HST Reg. No: 116532839
 Date: February 19, 2025

Attention: Jeff Rosenberg

FTI Consulting Canada Inc.
 Reference: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

For Professional Services Rendered for the period ending January 31, 2025 - Replacement of Invoice No. 3325664

OUR FEES			\$	96,569.50
Disbursements	Non-Taxable	\$	42.30	
	Taxable		460.65	502.95
			\$	97,072.45
HST (ON)	Fees	\$	12,554.04	
	Disbursements		59.88	12,613.92
TOTAL DUE ON ABOVE-NOTED MATTER			\$	109,686.37

PLEASE NOTE THIS ACCOUNT IS PAYABLE IN CANADIAN DOLLARS.

Direct Deposit or Wire Transfer Instructions –TD Canada Trust, 55 King Street West, Toronto, Ontario M5K 1A2, Canada, Bank: 004, Transit Number: 10202, Acct No.: 5307124 (CDN\$) or 7349662 (US\$), Swift Code TDOMCATTOR, Canadian Routing No. //CC0004 10202. Please email TOR-AR@mccarthy.ca with payment details indicating invoice no.(s), our matter number and the lawyer's name.
Cheque by Mail: McCarthy Tétrault LLP, C/O T9647 (CDN\$) or T9647U (US\$), PO Box 9647, Station A, Toronto, ON M5W 1P8.
Cheque by Courier: TD Wholesale Lockbox, 4 Prince Andrew Place, Dock 4, Toronto, Ontario M3C 2H4, Attention: McCarthy Tétrault LLP, C/O T9647 (CDN\$) or T9647U (US\$).

Terms: Invoice payable upon receipt. Interest charged on any unpaid balance at a rate of 1.30% per annum calculated 30 days from invoice date. Any charges not posted to your account by the date of this invoice will be billed at a later date.



FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3328738
 Page No. 2

FEE DETAIL

<u>Date</u> <u>(dd/mm/yy)</u>	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
03/01/25	AAK	0.60	Review and revise transaction documents re Vigro sale.
03/01/25	FRC	0.30	Read and respond to email correspondence.
06/01/25	FRC	0.30	Draft Closing Documents.
06/01/25	LCK	0.30	Review emails, respond re same.
07/01/25	LCK	0.80	Discussion with S. Tanvir, review emails, review document links.
07/01/25	STN	0.40	Call with L. Timmins to provide instructions re security review.
08/01/25	FRC	0.10	Read and respond to email correspondence.
09/01/25	FRC	1.40	Update Purchase Agreement; update Closing Documents; draft email correspondence pertaining to transaction.
09/01/25	AME	0.30	Review Vigro APA; correspond re motion materials.
09/01/25	AAK	0.60	Correspond with F. Courtemanche and S. Tanvir; Correspond with opposing counsel.
09/01/25	STN	0.80	Drafting note to M. Alnajar and N. Stewart re GFI court materials.
09/01/25	NST	0.10	Attend to internal correspondence re sale approval and security review matters;
10/01/25	STN	1.80	Reviewing and revising amending agreement, providing instructions to A. Akbar re same.
10/01/25	AAK	0.50	Correspond with F. Courtemanche and S. Tanvir; Correspond with opposing counsel.
13/01/25	AAK	2.20	Correspond with S. Tanvir; Revise amending agreement; Correspond with A. Vithiyananthan; Correspond with opposing counsel; Review and revise direction.
13/01/25	STN	2.70	Reviewing amending agreement and corresponding with A. Akbar re revisions.
13/01/25	AME	0.20	Draft order and Receiver's report for Vigro AVO and distribution motion.
14/01/25	SC2	1.30	GFI Brands Inc. & other, conduct preliminary NUANS search, order corporation profile report, search Personal Property Security Act, Search Office of The Superintendent of Bankruptcy, conduct bank act search, arrange writs of execution search
14/01/25	LCK	1.50	Review documents, order searches, emails with S. Tanvir.
14/01/25	AME	4.20	Draft sale approval motion materials: Receiver's third report, draft orders, notice of motion; discuss strategy with S. Tanvir.
14/01/25	FRC	1.10	Draft email correspondence to Purchaser's counsel; read and respond to correspondence from A. Akbar and S. Tanvir.
14/01/25	AAK	0.60	Correspond with F. Courtemanche; Review purchase agreement;

FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3328738
 Page No. 3

FEE DETAIL

<u>Date</u> (dd/mm/yy)	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
			Correspond with M. Alnajar re Receiver's court report.
15/01/25	AAK	0.40	Correspond with F. Courtemanche; Correspond with M. Alnajar re Receiver's court report.
15/01/25	LCK	1.70	Discussions with S. Tanvir, begin extensive review of security documents.
15/01/25	STN	0.20	Reviewing correspondence and providing instructions.
16/01/25	STN	0.40	Review and revise closing documents, provide comments.
16/01/25	LCK	1.00	Review of security, drafting report, emails with SK agent re title searches.
16/01/25	SC2	0.60	GFI Brands Inc. & other, search Personal Property Security Act, conduct bank act search
16/01/25	AAK	1.40	Review and revise transaction documents re Vigro sale; Correspond with F. Courtemanche; Meet with F. Courtemanche; Correspond re property taxes.
16/01/25	FRC	1.70	Review Purchase Agreement; read and respond to email correspondence; prepare for and attend meeting with A. Akbar to discuss Purchase Agreement.
17/01/25	LCK	2.60	Review of security, drafting report, emails with SK agent re title searches, emails with S. Hogan re lien searches.
20/01/25	LCK	7.20	Review of security, drafting report, review of SK title searches.
20/01/25	NST	0.10	Attend to correspondence re security review matters;
20/01/25	STH	2.70	Review various searches; assist in drafting sections of the security review memo; internal discussions with L. Timmins.
20/01/25	FRC	1.10	Read and respond to correspondence pertaining to closing; coordinate internally on status of transaction.
20/01/25	AAK	3.00	Correspond with opposing counsel; Review and circulate transaction documents; Send DocuSign package; Correspond with A. Vithiyananthan; Correspond with S. Tanvir.
21/01/25	MDO	0.40	Review and respond to email correspondence; consider [REDACTED]; legal research re [REDACTED].
21/01/25	AAK	1.30	Correspond with opposing counsel; Review and circulate transaction documents; Send DocuSign package; Correspond with A. Vithiyananthan; Correspond with S. Tanvir; Meet with F. Courtemanche; Call S. Tanvir.
21/01/25	STN	0.20	Review email from F. Courtemanche.
21/01/25	LCK	6.30	Finalize review of security and drafting report, emails with MT team re same.

FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3328738
 Page No. 4

FEE DETAIL

<u>Date</u> (dd/mm/yy)	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
21/01/25	FRC	2.40	Coordinate with A. Akbar on status of the transaction; draft email correspondence for client on status of the transaction; review agreements for treatment of property taxes; coordinate with M. Dolson on treatment of sales tax.
22/01/25	FRC	0.10	Read and respond to email correspondence.
22/01/25	LCK	0.30	Review emails, review revised opinion, email MT team re searches.
22/01/25	NST	3.60	Attend to review/analysis of all draft sale approval motion materials and draft/revise same; attend to correspondence with S. Tanvir, H. Meredith re same; attend to initial review of draft security opinion; attend to related correspondence;
22/01/25	STN	1.90	Review security opinion and revise, review security searches, draft note to internal team re same.
22/01/25	MDO	0.40	Review and respond to email correspondence; consider issues; legal research re relevant issues.
22/01/25	AAK	2.80	Correspond with opposing counsel; Review and revise transaction documents; Correspond with A. Vithiyananthan; Correspond with S. Tanvir; Correspond with tax counsel.
22/01/25	AME	2.30	Revise motion materials; review security documents; revise security opinion; correspond re next steps to finalize materials.
23/01/25	AME	3.10	Revise motion materials; correspond with FTI re motion materials; correspond with S. Tanvir re security review, Receiver certificate, next steps.
23/01/25	AAK	1.60	Correspond with opposing counsel; Review and revise transaction documents; Correspond with A. Vithiyananthan; Correspond with S. Tanvir; Correspond with tax counsel.
23/01/25	STN	2.30	Review the security opinion, call with M. Alnajar, providing instructions to A. Akbar and M. Alnajar re closings.
23/01/25	NST	0.10	Attend to correspondence re security opinion matters, Receiver's Certificates; review revised draft opinion;
23/01/25	HLM	1.50	Review and revise motion materials and related emails.
24/01/25	HLM	0.40	Review documents and emails; call re: court materials and security review.
24/01/25	NST	0.10	Attend to correspondence from external counsel and S. Tanvir re security opinion and proposed revisions to same; attend to correspondence from M. Alnajar and FTI team re fee approval and motion materials;
24/01/25	STN	2.30	Review security opinion, provide instructions to M. Alnajar re motion materials, review same.
24/01/25	AAK	1.90	Correspond with opposing counsel; Review and revise transaction documents; Correspond with S. Tanvir; Call F. Courtemanche; Call

FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3328738
 Page No. 5

FEE DETAIL

<u>Date</u> (dd/mm/yy)	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
			opposing counsel.
24/01/25	AME	4.20	Communicate with FTI re Receiver's report and motion materials; revise Receiver's report and motion materials; communicate with A. Akbar and F. Courtemanche re Vigro APA; communicate with S. Tanvir and H. Meredith re next steps; review correspondence re security opinion.
24/01/25	FRC	2.00	Update Purchase Agreement; generate blackline of Purchase Agreement; read and respond to email correspondence from M. Alnajar; prepare for and attend phone discussion with A. Akbar.
27/01/25	AME	7.80	Revise Receiver report; correspond re security opinion; revise security opinion; revise fee affidavits; correspond with clients and H. Meredith re motion record and security opinion; revise Orders; compile report and send for executing; compile motion record; serve motion record.
27/01/25	FRC	0.30	Read and respond to email correspondence pertaining to Purchase Agreement.
27/01/25	AAK	3.00	Correspond with opposing counsel; Review and revise transaction documents; Compile transaction documents; Call S. Tanvir; Call opposing counsel.
27/01/25	MDO	0.70	Review and respond to email correspondence; consider issues; legal research re relevant issues.
27/01/25	STN	4.80	Reviewing various opinions and documents, providing instructions to M. Alnajar re same, reviewing note from N. Stewart re security opinion, corresponding with F. Courtemanche re closing, revise security opinion, follow up with Saskatchewan lawyer.
27/01/25	NST	1.40	Attend to security review matters (review loan and security documents, public registry searches; draft/revise security review) and attend to correspondence with S. Tanvir and others re same;
27/01/25	HLM	2.30	Review and revise documents; emails and discussion with McCarthy team; call with client; further revisions.
28/01/25	HLM	0.20	Review and consider issues re [REDACTED]; email with client.
28/01/25	STN	1.00	Corresponding with A. Akbar re [REDACTED] providing comments to F. Courtemanche re Lajord agreement.
28/01/25	MDO	0.80	Review and respond to email correspondence; consider issues; legal research re relevant issues.
28/01/25	AME	0.30	Send motion record to courier list; review lawyer's certificate of service; upload lawyer's certificate of service and motion record to CaseLines.
28/01/25	AAK	3.00	Correspond with opposing counsel; Review and revise transaction documents; Correspond with M. Dolson and S. Tanvir; Call S. Tanvir; Meet with F. Courtemanche; Call A. Vithiyananthan; Call opposing counsel.
28/01/25	FRC	0.60	Update Purchase Agreement; draft email correspondence to Purchaser's

FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3328738
 Page No. 6

FEE DETAIL

<u>Date</u> (dd/mm/yy)	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
			counsel.
29/01/25	MDO	0.30	Review and respond to email correspondence; consider issues; legal research re relevant issues.
29/01/25	AAK	2.60	Correspond with opposing counsel; Correspond with A. Vithiyananthan; Correspond with M. Dolson; Review PST bulletin; Review and revise transaction documents.
29/01/25	STN	1.80	Phone call with A. Akbar to provide instructions re various closing matters, review amending agreement and provide comments re same.
30/01/25	STN	0.60	Coordinate service of receiver's certificate, call with A. Akbar to provide instructions re closing.
30/01/25	AAK	1.20	Correspond with opposing counsel; Compile transaction documents; Correspond with A. Vithiyananthan; Call opposing counsel; Correspond with S. Tanvir; Close transaction.
30/01/25	AME	0.30	Serve Receiver certificates; call with S. Tanvir re next steps for motion.
31/01/25	AME	0.80	Instruct C. Li re factum draft; review C. Li factum draft; revise factum.
31/01/25	AAK	0.40	Call F. Courtemanche.
31/01/25	LCE	5.10	Discuss file With M. Alnajar; Draft factum; Research sealing orders [REDACTED]
31/01/25	STN	0.50	Corresponding with M. Alnajar re revising order, reviewing same.
31/01/25	HLM	0.20	Emails re: distribution motion.
31/01/25	FRC	1.80	Update Purchase Agreement; prepare for and attend call with A. Akbar; draft email correspondence to Purchaser's counsel; draft email correspondence to client pertaining to Purchase Agreement.

FEE SUMMARY

<u>Timekeeper Name</u>	<u>Hours</u>
Akbar, Adil	27.10
Alnajar, Meena	23.50
Carbonaro, Stephen	1.90
Courtemanche, France	13.20
Dolson, Mike	2.60
Hogan, Stacey	2.70
Li, CeCe	5.10
Meredith, Heather L	4.60
Stewart, Nathan	5.40
Tanvir, Saneea	21.70
Timmins, Lisa C	21.70

FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3328738
 Page No. 7

FEE SUMMARY

<u>Timekeeper Name</u>	<u>Hours</u>
	129.50

DISBURSEMENT DETAIL

<u>Date</u> <u>(dd/mm/yy)</u>	<u>Timekeeper</u> <u>Initials</u>	<u>Amount</u>	<u>Description</u>
14/01/25	SC2	8.00	Government Fees - OnCorp (NT) ONCORP ACCT 12385 INV 3297570 Global Food and Ingredients Inc.ON PPR Search - Electronic
14/01/25	SC2	8.00	Government Fees - OnCorp (NT) ONCORP ACCT 12385 INV 3297570 GFI Brands Inc.ON PPR Search - Electronic
14/01/25	SC2	18.25	Corp Searches - Agent - OnCorp ONCORP ACCT 12385 INV 3297570 Global Food and Ingredients Inc.ON PPR Search - Electronic
14/01/25	SC2	18.25	Corp Searches - Agent - OnCorp ONCORP ACCT 12385 INV 3297570 GFI Brands Inc.ON PPR Search - Electronic
15/01/25	SC2	15.00	Government Fees - (NT) VENDOR: Mastercard/Banque Nationale du Canada; INVOICE#: 20250115; DATE: 01/15/25 - BASR and/or oth nt agents ending jan 15 2025 - s carb
16/01/25	SC2	1.00	Government Fees - OnCorp (NT) ONCORP ACCT 12385 INV 3297570 Global Food and Ingredients Inc.AB PPR Search
16/01/25	SC2	1.00	Government Fees - OnCorp (NT) ONCORP ACCT 12385 INV 3297570 GFI Brands Inc.AB PPR Search
16/01/25	SC2	48.95	Corp Searches - Agent - OnCorp ONCORP ACCT 12385 INV 3297570 Global Food and Ingredients Inc.AB PPR Search
16/01/25	SC2	48.95	Corp Searches - Agent - OnCorp ONCORP ACCT 12385 INV 3297570 GFI Brands Inc.AB PPR Search
28/01/25	PRNT	2.00	Copies
28/01/25	PRNT	69.00	Copies
28/01/25	PRNT	40.00	Copies
28/01/25	PRNT	0.25	Copies
31/01/25	STN	155.00	Agent's Fees - (T) VENDOR: MLT Aikins LLP INVOICE#: 6534034 DATE: 1/31/2025 Agent's Fees - attending to obtain & report on title searches
31/01/25	STN	60.00	Agent's Disbursements - (T) VENDOR: MLT Aikins LLP INVOICE#: 6534034 DATE: 1/31/2025 Disbursement-ISC/Land Titles Taxable
31/01/25	STN	6.70	PST on Purchase - (NT) VENDOR: MLT Aikins LLP INVOICE#: 6534034 DATE: 1/31/2025 Agent's Fees - attending to obtain & report on title searches (Prorated PST)
31/01/25	STN	2.60	PST on Purchase - (NT) VENDOR: MLT Aikins LLP INVOICE#: 6534034 DATE: 1/31/2025 Disbursement-ISC/Land Titles Taxable (Prorated PST)

DISBURSEMENT SUMMARY

FTI Consulting Canada Inc.
Re: FTI re: Receivership of Global Foods and Ingredients
207091-588561

Invoice No. 3328738
Page No. 8

<u>Taxable Y/N</u>	<u>Description</u>		<u>Total Cost</u>
Y	Copies	\$	111.25
N	PST on Purchase - (NT)		9.30
N	Government Fees - (NT)		15.00
N	Government Fees - OnCorp (NT)		18.00
Y	Agent's Disbursements - (T)		60.00
Y	Agent's Fees - (T)		155.00
Y	Corp Searches - Agent - OnCorp		134.40
	Total Disbursements	\$	502.95



McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

March 20, 2025

Attention: Jeff Rosenberg

FTI Consulting Canada Inc.
TD South Tower
79 Wellington St. West
Suite 2010, P.O. Box 104
TORONTO, ON M5K 1G8

FTI Consulting Canada Inc.
Reference: FTI re: Receivership of Global Foods and Ingredients
207091-588561
Invoice No: 3329002

Dear Sir/Madam:

We enclose our invoice for services rendered to February 28, 2025, with respect to the above file. If you have any questions or concerns, please contact the billing lawyer set out below.

Yours truly,

McCarthy Tétrault LLP

Contact: Heather Meredith
Phone: 416-601-8342

Encl.



McCarthy Tétrault LLP
 Box 48, Suite 5300
 Toronto-Dominion Bank Tower
 Toronto, ON M5K 1E6
 Canada
 Tel: 416-362-1812
 Fax: 416-868-0673

FTI Consulting Canada Inc.
 TD South Tower
 79 Wellington St. West
 Suite 2010, P.O. Box 104
 TORONTO, ON M5K 1G8

Invoice No: 3329002
 GST/HST Reg. No: 116532839
 Date: March 20, 2025

Attention: Jeff Rosenberg

FTI Consulting Canada Inc.
 Reference: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

For Professional Services Rendered for the period ending February 28, 2025

OUR FEES			\$	28,537.50
Disbursements	Non-Taxable	\$	402.00	
	Taxable		8,642.57	9,044.57
				\$ 37,582.07
HST (ON)	Fees	\$	3,709.88	
	Disbursements		1,123.54	4,833.42
TOTAL DUE ON ABOVE-NOTED MATTER			\$	42,415.49

PLEASE NOTE THIS ACCOUNT IS PAYABLE IN CANADIAN DOLLARS.

Direct Deposit or Wire Transfer Instructions –TD Canada Trust, 55 King Street West, Toronto, Ontario M5K 1A2, Canada, Bank: 004, Transit Number: 10202, Acct No.: 5307124 (CDN\$) or 7349662 (US\$), Swift Code TDOMCATTOR, Canadian Routing No. //CC0004 10202. Please email TOR-AR@mccarthy.ca with payment details indicating invoice no.(s), our matter number and the lawyer's name.
Cheque by Mail: McCarthy Tétrault LLP, C/O T9647 (CDN\$) or T9647U (US\$), PO Box 9647, Station A, Toronto, ON M5W 1P8.
Cheque by Courier: TD Wholesale Lockbox, 4 Prince Andrew Place, Dock 4, Toronto, Ontario M3C 2H4, Attention: McCarthy Tétrault LLP, C/O T9647 (CDN\$) or T9647U (US\$).

Terms: Invoice payable upon receipt. Interest charged on any unpaid balance at a rate of 12.00% per annum calculated 30 days from invoice date. Any charges not posted to your account by the date of this invoice will be billed at a later date.



FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3329002
 Page No. 2

FEE DETAIL

<u>Date</u> (dd/mm/yy)	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
02/02/25	AME	1.00	Draft submissions; revise factum.
03/02/25	AME	3.10	Draft submissions; review factum revisions; compile and serve factum.
03/02/25	HLM	0.60	Review and comment on draft factum; coordinate with D. Ullmann re: email and with client.
03/02/25	STN	1.00	Reviewing and revising factum.
04/02/25	HLM	0.80	Call with Siena Receiver counsel; discuss with M. Alnajar; email with client; respond re: order; discuss next steps.
04/02/25	MDO	0.30	Review and respond to email correspondence; consider issues; review draft statement of adjustments and sale agreement.
04/02/25	STN	0.80	Draft note to purchaser's counsel, provide instructions to F. Courtemanche re closing,
04/02/25	AAK	0.20	Review and revise Vigro transaction documents.
04/02/25	AME	2.70	Prepare submissions; call with D. Ullman re order; attend hearing and make submissions; file Orders; correspond re disclaimer and distribution.
04/02/25	FRC	2.10	Draft Ancillary Documents; read and respond to email correspondence from internal deal team.
05/02/25	FRC	0.50	Draft Ancillary Documents; read and respond to email correspondence with subject-matter experts.
05/02/25	AAK	0.30	Review and revise transaction documents; Correspond with F. Courtemanche.
05/02/25	AME	0.60	Serve orders; file sealed court document; draft response to client re disclaimer; correspond re distribution order.
05/02/25	STN	0.20	Review notice of disclaimer, correspond with M. Alnajar re same.
05/02/25	SPA	0.50	Review and provide comments on form of APA.
06/02/25	MDO	0.20	Review and respond to email correspondence; consider issues; legal research re relevant issues.
06/02/25	AAK	0.50	Meet with F. Courtemanche.
06/02/25	FRC	2.40	Draft Ancillary Documents; read and respond to email correspondence with subject-matter experts; prepare for and attend meeting with A. Akbar pertaining to Statement of Adjustments.
07/02/25	FRC	2.80	Draft Ancillary Documents; read and respond to email correspondence with subject-matter experts; draft email correspondence to A. Akbar pertaining to execution of Purchase Agreement and review of Ancillary Documents.
07/02/25	AAK	0.20	Correspond with F. Courtemanche.

FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3329002
 Page No. 3

FEE DETAIL

<u>Date</u> (dd/mm/yy)	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
07/02/25	MDO	0.20	Review and respond to email correspondence; review revised statement of adjustments; consider issues.
10/02/25	AAK	0.40	Correspond with F. Courtemanche; Review and revise transaction documents.
10/02/25	HLM	0.20	Review request from Siena receiver and follow-up with client.
10/02/25	FRC	1.00	Compile execution version of Purchase Agreement; draft email correspondence to client pertaining to Ancillary Documents.
11/02/25	HLM	1.00	Review emails re: closing transactions; review email and HST issue and email to client re: same.
11/02/25	MDO	0.20	Review and respond to email correspondence; consider issues; legal research re relevant issues.
11/02/25	AAK	0.90	Correspond with F. Courtemanche; Review transaction documents; Meet with F. Courtemanche.
11/02/25	AME	0.10	Revise service list.
11/02/25	FRC	3.40	Prepare for and attend discussion with A. Akbar pertaining to [REDACTED] [REDACTED] draft GST/HST Declaration and Indemnity of the Purchaser; draft email correspondence to A. Akbar pertaining to same.
12/02/25	MDO	0.10	Review and respond to email correspondence; consider issues; review draft documents.
12/02/25	FRC	2.50	Draft Ancillary Documents; read and respond to email correspondence pertaining to Ancillary Documents.
13/02/25	FRC	1.50	Draft Ancillary Documents; read and respond to email correspondence from A. Akbar and M. Dolson.
13/02/25	MDO	0.30	Review and respond to email correspondence; consider issues; review draft documents.
13/02/25	AAK	0.30	Correspond with F. Courtemanche; Revise declaration and indemnity.
14/02/25	AAK	0.30	Call F. Courtemanche; Review and revise transaction documents.
14/02/25	FRC	1.60	Draft Ancillary Documents; update Closing Checklist; prepare for and attend meeting with A. Akbar; draft email correspondence to Purchaser's counsel pertaining to same.
18/02/25	AAK	0.60	Review and redact carrying costs statements and purchase agreement; Correspond with A. Vithiyananthan; Correspond with opposing counsel.
19/02/25	AAK	0.30	Correspond with opposing counsel; Review affidavit of value.
19/02/25	FRC	0.50	Review Purchase Agreement; draft email correspondence to S. Tanvir pertaining to Affidavit of Value.
20/02/25	AAK	0.30	Correspond with S. Tanvir; Correspond with opposing counsel.

FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3329002
 Page No. 4

FEE DETAIL

<u>Date</u> <u>(dd/mm/yy)</u>	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
20/02/25	STN	0.20	Reviewing correspondence, draft note to F. Courtemanche and A. Akbar re closing documents.
23/02/25	STN	0.20	Reviewing and responding to email from receiver.
24/02/25	STN	0.50	Review email from receiver re dismissal of claim, draft note to H. Meredith re same, call with A. Akbar re taxes.
24/02/25	AAK	1.00	Correspond with opposing counsel; Review purchase agreement; Call S. Tanvir; Correspond with A. Vithiyananthan.
25/02/25	AAK	0.30	Correspond with opposing counsel; Correspond with A. Vithiyananthan.
26/02/25	AAK	0.30	Correspond with opposing counsel; Correspond with A. Vithiyananthan.

FEE SUMMARY

<u>Timekeeper Name</u>	<u>Hours</u>
Akbar, Adil	5.90
Alnajar, Meena	7.50
Courtemanche, France	18.30
Dolson, Mike	1.30
Meredith, Heather L	2.60
Pandya, Sarit	0.50
Tanvir, Saneea	2.90
	<u>39.00</u>

DISBURSEMENT DETAIL

<u>Date</u> <u>(dd/mm/yy)</u>	<u>Timekeeper</u> <u>Initials</u>	<u>Amount</u>	<u>Description</u>
14/01/25	SC2	62.00	Centro Legal - Search Fees (T) Centro Inv 20309338
16/01/25	SC2	66.65	Centro Legal - Search Fees (T) Centro Inv 20309347
28/01/25	AME	33.39	Courier / Messenger Courier Charges FedEx Inv# 2-658-01721
28/01/25	AME	33.28	Courier / Messenger Courier Charges FedEx Inv# 2-658-01721
28/01/25	AME	33.39	Courier / Messenger Courier Charges FedEx Inv# 2-658-01721
28/01/25	AME	27.51	Courier / Messenger Courier Charges FedEx Inv# 2-658-01721
31/01/25	AME	52.75	Agent's Fees - (T) VENDOR: Reliable Process Servers Inc. INVOICE#: 111220 DATE: 1/31/2025 Court filing
31/01/25	AME	339.00	Court Fees - (NT) VENDOR: Reliable Process Servers Inc. INVOICE#: 111220 DATE: 1/31/2025 Court Filing Fee

FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3329002
 Page No. 5

DISBURSEMENT DETAIL

<u>Date</u> <u>(dd/mm/yy)</u>	<u>Timekeeper</u> <u>Initials</u>	<u>Amount</u>	<u>Description</u>
31/01/25	AME	23.10	Courier / Messenger Courier Charges FedEx Inv# 2-659-88639
31/01/25	AME	21.77	Courier / Messenger Courier Charges FedEx Inv# 2-659-88639
31/01/25	AME	22.97	Courier / Messenger Courier Charges FedEx Inv# 2-659-88639
31/01/25	AME	23.10	Courier / Messenger Courier Charges FedEx Inv# 2-659-88639
03/02/25	STN	7,917.25	Agent's Fees - (T) VENDOR: Kanuka Thuringer LLP INVOICE#: 158557 DATE: 2/3/2025 Legal Fees
03/02/25	STN	137.50	Agent's Disbursements - (T) VENDOR: Kanuka Thuringer LLP INVOICE#: 158557 DATE: 2/3/2025 Land Registry Charges
04/02/25	PRNT	2.00	Scanning DPRINTIN
04/02/25	PRNT	6.50	Copies
04/02/25	PRNT	0.25	Copies
04/02/25	PRNT	0.25	Copies
04/02/25	PRNT	20.00	Copies
04/02/25	AME	23.10	Courier / Messenger Courier Charges FedEx Inv# 2-659-88639
04/02/25	AME	23.10	Courier / Messenger Courier Charges FedEx Inv# 2-659-88639
04/02/25	AME	21.77	Courier / Messenger Courier Charges FedEx Inv# 2-659-88639
05/02/25	AME	23.10	Courier / Messenger Courier Charges FedEx Inv# 2-659-88639
05/02/25	AME	22.97	Courier / Messenger Courier Charges FedEx Inv# 2-659-88639
05/02/25	AME	23.10	Courier / Messenger Courier Charges FedEx Inv# 2-659-88639
05/02/25	AME	21.77	Courier / Messenger Courier Charges FedEx Inv# 2-659-88639
14/02/25	SC2	3.00	Government Fees - (NT) VENDOR: Mastercard/Banque Nationale du Canada; INVOICE#: 20250214; DATE: 02/14/25 - corp canada/BASR and/or oth nt agents ending feb 15 2024 - s carb
14/02/25	SC2	60.00	Government Fees - (NT) VENDOR: Mastercard/Banque Nationale du Canada; INVOICE#: 20250214; DATE: 02/14/25 - corp canada/BASR and/or oth nt agents ending feb 15 2024 - s carb

DISBURSEMENT SUMMARY

<u>Taxable Y/N</u>	<u>Description</u>	<u>Total Cost</u>
Y	Courier / Messenger	\$ 377.42
Y	Copies	27.00
Y	Centro Legal - Search Fees (T)	128.65

FTI Consulting Canada Inc.
Re: FTI re: Receivership of Global Foods and Ingredients
207091-588561

Invoice No. 3329002
Page No. 6

DISBURSEMENT SUMMARY

<u>Taxable Y/N</u>	<u>Description</u>	<u>Total Cost</u>
N	Court Fees - (NT)	339.00
N	Government Fees - (NT)	63.00
Y	Scanning	2.00
Y	Agent's Disbursements - (T)	137.50
Y	Agent's Fees - (T)	7,970.00
	Total Disbursements	<div>\$9,044.57</div>



McCarthy Tétrault LLP
Box 48, Suite 5300
Toronto-Dominion Bank Tower
Toronto, ON M5K 1E6
Canada
Tel: 416-362-1812
Fax: 416-868-0673

April 10, 2025

Attention: Jeff Rosenberg

FTI Consulting Canada Inc.
TD South Tower
79 Wellington St. West
Suite 2010, P.O. Box 104
TORONTO, ON M5K 1G8

FTI Consulting Canada Inc.
Reference: FTI re: Receivership of Global Foods and Ingredients
207091-588561
Invoice No: 3332007

Dear Sir/Madam:

We enclose our invoice for services rendered to April 9, 2025, with respect to the above file. If you have any questions or concerns, please contact the billing lawyer set out below.

Yours truly,

McCarthy Tétrault LLP

Contact: Heather Meredith
Phone: 416-601-8342

Encl.



McCarthy Tétrault LLP
 Box 48, Suite 5300
 Toronto-Dominion Bank Tower
 Toronto, ON M5K 1E6
 Canada
 Tel: 416-362-1812
 Fax: 416-868-0673

FTI Consulting Canada Inc.
 TD South Tower
 79 Wellington St. West
 Suite 2010, P.O. Box 104
 TORONTO, ON M5K 1G8

Invoice No: 3332007
 GST/HST Reg. No: 116532839
 Date: April 10, 2025

Attention: Jeff Rosenberg

FTI Consulting Canada Inc.
 Reference: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

For Professional Services Rendered for the period ending April 9, 2025

OUR FEES			\$	30,038.50
Disbursements	Non-Taxable	\$	0.00	
	Taxable		143.16	143.16
			\$	30,181.66
HST (ON)	Fees	\$	3,905.01	
	Disbursements		18.61	3,923.62
TOTAL DUE ON ABOVE-NOTED MATTER			\$	34,105.28

PLEASE NOTE THIS ACCOUNT IS PAYABLE IN CANADIAN DOLLARS.

Direct Deposit or Wire Transfer Instructions –TD Canada Trust, 55 King Street West, Toronto, Ontario M5K 1A2, Canada, Bank: 004, Transit Number: 10202, Acct No.: 5307124 (CDN\$) or 7349662 (US\$), Swift Code TDOMCATTOR, Canadian Routing No. //CC0004 10202. Please email TOR-AR@mccarthy.ca with payment details indicating invoice no.(s), our matter number and the lawyer's name.
Cheque by Mail: McCarthy Tétrault LLP, C/O T9647 (CDN\$) or T9647U (US\$), PO Box 9647, Station A, Toronto, ON M5W 1P8.
Cheque by Courier: TD Wholesale Lockbox, 4 Prince Andrew Place, Dock 4, Toronto, Ontario M3C 2H4, Attention: McCarthy Tétrault LLP, C/O T9647 (CDN\$) or T9647U (US\$).

Terms: Invoice payable upon receipt. Interest charged on any unpaid balance at a rate of 12.00% per annum calculated 30 days from invoice date. Any charges not posted to your account by the date of this invoice will be billed at a later date.



FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3332007
 Page No. 2

FEE DETAIL

<u>Date</u> (dd/mm/yy)	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
03/03/25	AAK	1.50	Correspond with opposing counsel; Review and revise transaction documents; Correspond with A. Vithiyananthan; Circulate proposed final transaction documents.
04/03/25	AAK	0.40	Correspond with A. Vithiyananthan; Correspond with opposing counsel; Prepare and send DocuSign.
05/03/25	AAK	0.30	Correspond with A. Vithiyananthan; Correspond with opposing counsel.
06/03/25	AAK	1.00	Call opposing counsel; Correspond with A. Vithiyananthan; Correspond with opposing counsel; Exchange closing documents.
07/03/25	AAK	1.60	Correspond with opposing counsel; Correspond with S. Tanvir; Correspond with A. Vithiyananthan; Close transaction; Call opposing counsel.
07/03/25	STN	0.20	Finalizing and serving Monitor's Certificate.
10/03/25	HLM	0.20	Review K. Kimel email; follow-up with FTI and M. Alnajar.
10/03/25	AAK	0.20	Correspond with A. Vithiyananthan and with opposing counsel.
11/03/25	AAK	0.20	Correspond with A. Vithiyananthan; Correspond with opposing counsel.
11/03/25	AME	0.50	Correspond re Vigro status update; review outstanding action items for distribution; file Vigro Receiver's certificate.
17/03/25	AME	0.20	Review updated invoice and send to A. Vithiyananthan.
25/03/25	HLM	0.80	Call with J. Rosenberg; consider WEPP question; review research and respond.
25/03/25	STN	0.50	Review research re WEPP issue for H. Meredith and draft note re same.
28/03/25	STN	0.60	Call with A. Vithiyananthan re next steps, meeting with M. Alnajar to provide instructions.
28/03/25	AME	0.40	Meet with S. Tanvir to discuss preparation for distribution motion; correspond with client and billings re invoices.
29/03/25	STN	0.10	Draft note to court re availability, respond to A. Vithiyananthan re next steps.
31/03/25	AAK	0.20	Correspond with opposing counsel; Correspond with S. Tanvir.
01/04/25	AME	0.90	Correspond with court re booking motion; draft hearing request form; draft shell report; correspond with client re motion materials; compute service time.
02/04/25	AME	1.50	Draft shell report; correspond with client re report and relief.
02/04/25	STN	0.10	Reviewing email from A. Vithiyananthan re motion and responding to same.
03/04/25	AME	0.40	Correspond with client, review report comments.

FTI Consulting Canada Inc.
 Re: FTI re: Receivership of Global Foods and Ingredients
 207091-588561

Invoice No. 3332007
 Page No. 3

FEE DETAIL

<u>Date</u> (dd/mm/yy)	<u>Timekeeper</u> <u>Initials</u>	<u>Hours</u>	<u>Description</u>
05/04/25	AME	0.80	Revise order, Monitor report.
07/04/25	AME	1.00	Revise report; draft order; draft and revise fee affidavits.
07/04/25	STN	1.50	Reviewing and revising the fourth report of the receiver, corresponding with M. Alnajar re same.
08/04/25	STN	4.20	Reviewing and revising fourth report, drafting note to Receiver re same, reviewing and revising security review, notice of motion and draft order.
08/04/25	AME	1.40	Revise draft report; revise notice of motion; correspond with S. Tanvir re motion materials.
09/04/25	MDO	0.30	Review and respond to email correspondence; consider issues; review proposed order; legal research re relevant issues.
09/04/25	AME	4.90	Revise motion materials, fee affidavit; review receipts and disbursements; correspond with the Receiver regarding motion materials.
09/04/25	HLM	3.60	Review and revise motion materials and security review and numerous emails and updates.
09/04/25	STN	6.40	Reviewing and revising fourth report, drafting note to Receiver re same, reviewing and revising security review, notice of motion and draft order, call with Saskatchewan lawyer re opinion.

FEE SUMMARY

<u>Timekeeper Name</u>	<u>Hours</u>
Akbar, Adil	5.40
Alnajar, Meena	12.00
Dolson, Mike	0.30
Meredith, Heather L	4.60
Tanvir, Saneea	13.60
	<u>35.90</u>

DISBURSEMENT DETAIL

<u>Date</u> (dd/mm/yy)	<u>Timekeeper</u> <u>Initials</u>	<u>Amount</u>	<u>Description</u>
04/02/25	AME	22.97	Courier / Messenger Courier Charges FedEx Inv# 2-661-56689
28/02/25	AME	52.75	Agent's Fee - Process Service VENDOR: Reliable Process Servers Inc. INVOICE#: 111413 DATE: 2/28/2025 Court Filing from Process Server
11/03/25	AME	21.60	Courier / Messenger Courier Charges FedEx Inv# 2-663-32217

FTI Consulting Canada Inc.
Re: FTI re: Receivership of Global Foods and Ingredients
207091-588561

Invoice No. 3332007
Page No. 4

DISBURSEMENT DETAIL

<u>Date</u> <u>(dd/mm/yy)</u>	<u>Timekeeper</u> <u>Initials</u>	<u>Amount</u>	<u>Description</u>
11/03/25	AME	22.92	Courier / Messenger Courier Charges FedEx Inv# 2-663-32217
11/03/25	AME	22.92	Courier / Messenger Courier Charges FedEx Inv# 2-663-32217

DISBURSEMENT SUMMARY

<u>Taxable Y/N</u>	<u>Description</u>	<u>Total Cost</u>
Y	Courier / Messenger	\$ 90.41
Y	Agent's Fee - Process Service	52.75
	Total Disbursements	<u>\$ 143.16</u>

FARM CREDIT CANADA

and

Applicant

GLOBAL FOOD AND INGREDIENTS¹⁶¹
INC. and GFI BRANDS INC.

Respondents

Court File No.: CV-24-00720526-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

Proceeding commenced at Toronto

**AFFIDAVIT OF SANEEA TANVIR
(SWORN APRIL 10, 2025)**

McCarthy Tétrault LLP
Suite 5300
Toronto Dominion Bank Tower
Toronto ON M5K 1E6
Fax: (416) 868-0673

Heather Meredith LS#: 48354R
Tel: (416) 601-8342
Email: hmeredith@mccarthy.ca

Saneea Tanvir LS#: 77838T
Tel: (416) 601-8181
Email: stanvir@mccarthy.ca

Lawyers for the Receiver

TAB 3

Court File No. CV-24-00720526-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

THE HONOURABLE)	WEDNESDAY, THE 23 RD
)	
JUSTICE STEELE)	DAY OF APRIL, 2025

B E T W E E N:

FARM CREDIT CANADA

Applicant

- and -

GLOBAL FOOD AND INGREDIENTS INC. and GFI BRANDS INC.

Respondents

**IN THE MATTER OF AN 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**

DISTRIBUTION, DISCHARGE, AND FEE APPROVAL ORDER

THIS MOTION, made by FTI Consulting Canada Inc. (“**FTI**”) in its capacity as the Court-appointed receiver (the “**Receiver**”) over all assets, undertakings, and properties of Global Food and Ingredients Inc. (“**Global Foods Canada**”) and GFI Brands Inc. (“**GFI Brands**”, and together with Global Foods Canada, the “**Debtors**”, and each individually, a “**Debtor**”) that constitute “**FCC Secured Property**” (as such term is defined in the Order (Appointing Receiver), granted by the Honourable Justice Steele on May 30, 2024 (the “**FCC Receivership Order**”), in the within proceedings), was heard this day via videoconference.

ON READING the Motion Record of the Receiver, including the Fourth Report of the Receiver dated April 10, 2025 (the “**Fourth Report**”) and the affidavits of the Receiver and its

counsel as to fees (the "**Fee Affidavits**") and on hearing the submissions of counsel for the Receiver and those parties listed on the counsel slip, no one else appearing although duly served as appears from the Affidavit of Service of Meena Alnajar sworn April 11, 2025:

SERVICE AND INTERPRETATION

1. **THIS COURT ORDERS** that, if necessary, the time for service and filing of the Notice of Motion and Motion Record for this Order is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.

2. **THIS COURT ORDERS** that capitalized terms used but not defined herein have the meanings ascribed to them in the Fourth Report.

APPROVAL OF FEES, RECEIPTS AND DISBURSEMENTS AND ACTIVITIES

3. **THIS COURT ORDERS** that the Fourth Report, and the conduct and activities of the Receiver as set out therein, be and are hereby approved, provided, however, that only the Receiver, in its personal capacity and only with respect to its own personal liability, shall be entitled to rely upon or utilize in any way such approval.

4. **THIS COURT ORDERS** that the fees and disbursements of the Receiver for the period from May 30, 2024 to March 31, 2025 and its counsel for the period from May 30, 2024 to April 9, 2025 as set out in the Fourth Report and the Fee Affidavits including the estimated fees and disbursements of the Receiver and its counsel to be incurred to complete the administration of this receivership proceeding detailed in the Fourth Report, be and are hereby approved.

5. **THIS COURT ORDERS** that the Receiver's statement of receipts and disbursements for the period from May 30, 2024 to April 10, 2025 as set out in the Fourth Report, be and is hereby approved.

APPROVAL OF DISTRIBUTION

6. **THIS COURT ORDERS** that, after payment of the fees and disbursements herein approved, the Shared Receivership Costs, any administrative costs to be incurred by the Receiver until its discharge, including payment of the Receiver's borrowings under the Receiver's Borrowing Charge, the Receiver is hereby authorized and directed to make a distribution to Farm

Credit Canada up to the total amount of \$6,530,000 (plus accrued interest, if any), subject to any necessary or desirable reserves maintained as may be determined by the Receiver until its discharge.

7. **THIS COURT ORDERS** that the Receiver, its counsel and other agents are hereby authorized to take all necessary or appropriate steps and actions to effect the payments and distributions described in this Order, and shall not incur any liability as a result of making such payments and distributions.

8. **THIS COURT ORDERS** that any distributions made pursuant to paragraph 6 herein (the “**Distributions**”) shall not constitute a “distribution” for the purposes of section 107 of the *Corporations Tax Act* (Ontario), section 22 of the *Retail Sales Tax Act* (Ontario), section 117 of the *Taxation Act*, 2007 (Ontario), section 159 of the *Income Tax Act*, section 270 of the *Excise Tax Act* (Canada), section 86 of the *Employment Insurance Act* (Canada), or any other similar applicable federal, provincial or territorial tax legislation (collectively, the “**Tax Statutes**”). The Receiver, in making the Distributions, is merely a disbursing agent and is not exercising any discretion in making the Distributions, and no person is “distributing” such funds for the purpose of the Tax Statutes, and the Receiver shall not incur any liability under the Tax Statutes in respect of the Distributions and the Receiver is hereby forever released, remised and discharged from any claims against it under or pursuant to the Tax Statutes or otherwise at law, arising in respect or as a result of the Distributions made by it in accordance with this Order and any claims of this nature are hereby forever barred.

DISCHARGE AND RELEASE

9. **THIS COURT ORDERS** that upon payment of the amounts set out in paragraph 6 hereof and upon the Receiver filing of a certificate in the form attached hereto as **Schedule “A”** (the “**Discharge Certificate**”), certifying that it has completed the administration of the receivership estate including the Remaining Activities, FTI shall be discharged as Receiver of the undertaking, property and assets that constitute FCC Secured Property, provided however that notwithstanding its discharge herein (a) FTI shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership herein, and (b) FTI shall continue to have the benefit of the provisions of all Orders made in this

proceeding, including all approvals, protections and stays of proceedings in favour of FTI in its capacity as Receiver.

10. **THIS COURT ORDERS AND DECLARES** that upon the Receiver filing the Discharge Certificate, FTI is hereby released and discharged from any and all liability that FTI now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of FTI while acting in its capacity as Receiver herein, save and except for any gross negligence or wilful misconduct on the Receiver's part. Without limiting the generality of the foregoing, FTI is hereby forever released and discharged from any and all liability relating to matters that were raised, or which could have been raised, in the within receivership proceedings, save and except for any gross negligence or wilful misconduct on the Receiver's part.

GENERAL

11. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.

12. **THIS COURT ORDERS** that the Receiver be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order, and that the Receiver is authorized and empowered to act as a representative in respect of the within proceedings for the purpose of having these proceedings recognized in a jurisdiction outside Canada.

13. **THIS COURT ORDERS** that this order is effective from today's date and is enforceable without the need for entry and filing.

SCHEDULE "A"
DISCHARGE CERTIFICATE

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

B E T W E E N:

FARM CREDIT CANADA

Applicant

- and -

GLOBAL FOOD AND INGREDIENTS INC. and GFI BRANDS INC.

Respondents

**IN THE MATTER OF AN 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**

DISCHARGE CERTIFICATE

RECITALS

(A) Pursuant to an Order dated May 30, 2024 (the "**Receivership Order**") of the Ontario Superior Court of Justice (Commercial List) (the "**Court**"), FTI Consulting Canada Inc. ("**FTI**") was appointed as receiver (in such capacity, the "**Receiver**") without security of the FCC Secured Property (as defined in the Receivership Order);

(B) Pursuant to an Order of the Court dated April 23, 2025 (the "**Distribution, Discharge, and Fee Approval Order**"), FTI was discharged as the Receiver of the FCC Secured Property to be effective upon the filing by the Receiver with the Court of the Discharge Certificate certifying that it had completed the administration of the receivership estate including the Remaining Activities, provided however that notwithstanding its discharge: (a) the Receiver will remain the Receiver for the performance of such incidental duties as may be required to complete the

administration of the Receivership; and (b) the Receiver will continue to have the benefit of the provisions of all Orders made in these proceedings including all approvals, protections, and stays of proceedings in favour of FTI in its capacity as the Receiver.

THE RECEIVER CERTIFIES the following:

1. FTI Consulting Inc., in its capacity as Receiver of the FCC Secured Property, hereby certifies that it has completed the administration of the receivership estate, including completion of the Remaining Activities.

2. This Certificate was filed by the Receiver with the Court on the _____ day of _____, 2025.

**FTI CONSULTING CANADA INC.,
SOLELY IN ITS CAPACITY AS COURT-
APPOINTED RECEIVER IN THE ABOVE-
MENTIONED PROCEEDINGS, AND NOT IN ITS
PERSONAL OR CORPORATE CAPACITY**

Per: _____

Name:

Title:

FARM CREDIT CANADA

Applicant

and

**GLOBAL FOOD AND INGREDIENTS
INC. and GFI BRANDS INC.**

Respondents

Court File No.: CV-24-00720526-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

Proceeding commenced at Toronto

**DISTRIBUTION, DISCHARGE, FEE
APPROVAL ORDER****McCarthy Tétrault LLP**

Suite 5300

Toronto Dominion Bank Tower

Toronto ON M5K 1E6

Fax: (416) 868-0673

Heather Meredith LS#: 48354R

Tel: (416) 601-8342

Email: hmeredith@mccarthy.ca**Sanee Tanvir** LS#: 77838T

Tel: (416) 601-8181

Email: stanvir@mccarthy.ca

Lawyers for the Receiver

TAB 4

Court File No. ~~_____~~ CV-24-00720526-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE)	WEEKDAY <u>WEDNESDAY</u> , THE <u>#23RD</u>
)	
JUSTICE _____ <u>STEELE</u>)	DAY OF MONTH <u>APRIL</u> , 20YR <u>2025</u>

B E T W E E N:

FARM CREDIT CANADA~~PLAINTIFF~~ Applicant~~Plaintiff~~

- and -

GLOBAL FOOD AND INGREDIENTS INC. and GFI BRANDS INC.~~DEFENDANT~~ Respondents~~Defendant~~

IN THE MATTER OF AN 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

DISTRIBUTION, DISCHARGE, AND FEE APPROVAL ORDER

THIS MOTION, made by ~~[RECEIVER'S NAME]~~ FTI Consulting Canada Inc. (“FTI”) in its capacity as the Court-appointed receiver (the “**Receiver**”) ~~of the undertaking, property and assets of [DEBTOR] (the “Debtor”), for an order:~~ over all assets, undertakings, and properties of Global Food and Ingredients Inc. (“Global Foods Canada”) and GFI Brands Inc. (“GFI Brands”), and together with Global Foods Canada, the “**Debtors**”, and each individually, a “**Debtor**” that constitute “**FCC Secured Property**” (as such term is defined in the Order (Appointing Receiver),

granted by the Honourable Justice Steele on May 30, 2024 (the “FCC Receivership Order”), in the within proceedings), was heard this day via videoconference.

- ~~1. approving the activities of the Receiver as set out in the report of the Receiver dated [DATE] (the “Report”);~~
- ~~2. approving the fees and disbursements of the Receiver and its counsel;~~
- ~~3. approving the distribution of the remaining proceeds available in the estate of the Debtor; [and]~~
- ~~4. discharging [RECEIVER'S NAME] as Receiver of the undertaking, property and assets of the Debtor; and~~
- ~~5. releasing [RECEIVER'S NAME] from any and all liability, as set out in paragraph 5 of this Order]¹;~~

~~was heard this day at 330 University Avenue, Toronto, Ontario.~~

ON READING the ~~Report,~~Motion Record of the Receiver, including the Fourth Report of the Receiver dated April 10, 2025 (the “Fourth Report”) and the affidavits of the Receiver and its counsel as to fees (the “Fee Affidavits”);~~–~~ and on hearing the submissions of counsel for the Receiver and those parties listed on the counsel slip, no one else appearing although duly served as ~~evidenced by~~appears from the Affidavit of ~~[NAME]~~Service of Meena Alnajar sworn ~~[DATE],~~filed²;–April 11, 2025:

SERVICE AND INTERPRETATION

1. THIS COURT ORDERS that, if necessary, the time for service and filing of the Notice of Motion and Motion Record for this Order is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.

¹ If this relief is being sought, stakeholders should be specifically advised, and given ample notice. See also Note 4, below.

² This model order assumes that the time for service does not need to be abridged.

2. **THIS COURT ORDERS** that capitalized terms used but not defined herein have the meanings ascribed to them in the Fourth Report.

APPROVAL OF FEES, RECEIPTS AND DISBURSEMENTS AND ACTIVITIES

3. ~~1.~~ **THIS COURT ORDERS** that the Fourth Report, and the conduct and activities of the Receiver, ~~as set out in the Report,~~ therein, be and are hereby approved, provided, however, that only the Receiver, in its personal capacity and only with respect to its own personal liability, shall be entitled to rely upon or utilize in any way such approval.

4. ~~2.~~ **THIS COURT ORDERS** that the fees and disbursements of the Receiver for the period from May 30, 2024 to March 31, 2025 and its counsel, ~~for the period from May 30, 2024 to April 9, 2025~~ as set out in the Fourth Report and the Fee Affidavits, ~~including the estimated fees and disbursements of the Receiver and its counsel to be incurred to complete the administration of this receivership proceeding detailed in the Fourth Report, be and~~ are hereby approved.

5. ~~3.~~ **THIS COURT ORDERS** that, ~~after payment of the fees~~ the Receiver's statement of receipts and disbursements for the period from May 30, 2024 to April 10, 2025 as set out in the Fourth Report, be and is ~~herein~~ by approved, ~~the Receiver shall pay the monies remaining in its hands to [NAME OF PARTY]~~³.

APPROVAL OF DISTRIBUTION

6. **THIS COURT ORDERS** that, ~~after payment of the fees and disbursements herein~~ approved, the Shared Receivership Costs, any administrative costs to be incurred by the Receiver until its discharge, including payment of the Receiver's borrowings under the Receiver's Borrowing Charge, the Receiver is hereby authorized and directed to make a distribution to Farm Credit Canada up to the total amount of \$6,530,000 (plus accrued interest, if any), subject to any necessary or desirable reserves maintained as may be determined by the Receiver until its discharge.

7. **THIS COURT ORDERS** that the Receiver, its counsel and other agents are hereby authorized to take all necessary or appropriate steps and actions to effect the payments and

³ ~~This model order assumes that the material filed supports a distribution to a specific secured creditor or other party.~~

distributions described in this Order, and shall not incur any liability as a result of making such payments and distributions.

8. **THIS COURT ORDERS** that any distributions made pursuant to paragraph 6 herein (the “Distributions”) shall not constitute a “distribution” for the purposes of section 107 of the Corporations Tax Act (Ontario), section 22 of the Retail Sales Tax Act (Ontario), section 117 of the Taxation Act, 2007 (Ontario), section 159 of the Income Tax Act, section 270 of the Excise Tax Act (Canada), section 86 of the Employment Insurance Act (Canada), or any other similar applicable federal, provincial or territorial tax legislation (collectively, the “Tax Statutes”). The Receiver, in making the Distributions, is merely a disbursing agent and is not exercising any discretion in making the Distributions, and no person is “distributing” such funds for the purpose of the Tax Statutes, and the Receiver shall not incur any liability under the Tax Statutes in respect of the Distributions and the Receiver is hereby forever released, remised and discharged from any claims against it under or pursuant to the Tax Statutes or otherwise at law, arising in respect or as a result of the Distributions made by it in accordance with this Order and any claims of this nature are hereby forever barred.

DISCHARGE AND RELEASE

9. ~~4.~~ **THIS COURT ORDERS** that upon payment of the amounts set out in paragraph ~~36~~ hereof ~~and upon the Receiver filing of a certificate in the form attached hereto as Schedule “A” (the “Discharge Certificate”).~~ certifying that it has completed the ~~other activities described in the Report], the Receiver~~ administration of the receivership estate including the Remaining Activities, ~~FTI~~ shall be discharged as Receiver of the undertaking, property and assets ~~of the Debtor that constitute FCC Secured Property,~~ provided however that notwithstanding its discharge herein (a) ~~the Receiver~~ FTI shall remain Receiver for the performance of such incidental duties as may be required to complete the administration of the receivership herein, and (b) ~~the Receiver~~ FTI shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of ~~[RECEIVER'S NAME]~~ FTI in its capacity as Receiver.

10. ~~5.~~ **THIS COURT ORDERS AND DECLARES** that ~~[RECEIVER'S NAME]~~ upon the Receiver filing the Discharge Certificate, FTI is hereby released and discharged from any and all

liability that ~~RECEIVER'S NAME~~FTI now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of ~~RECEIVER'S NAME~~FTI while acting in its capacity as Receiver herein, save and except for any gross negligence or wilful misconduct on the Receiver's part. Without limiting the generality of the foregoing, ~~RECEIVER'S NAME~~FTI is hereby forever released and discharged from any and all liability relating to matters that were raised, or which could have been raised, in the within receivership proceedings, save and except for any gross negligence or wilful misconduct on the Receiver's part.⁴

GENERAL

11. THIS COURT HEREBY REQUESTS the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.

12. THIS COURT ORDERS that the Receiver be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order, and that the Receiver is authorized and empowered to act as a representative in respect of the within proceedings for the purpose of having these proceedings recognized in a jurisdiction outside Canada.

⁴The model order subcommittee was divided as to whether a general release might be appropriate. On the one hand, the Receiver has presumably reported its activities to the Court, and presumably the reported activities have been approved in prior Orders. Moreover, the Order that appointed the Receiver likely has protections in favour of the Receiver. These factors tend to indicate that a general release of the Receiver is not necessary. On the other hand, the Receiver has acted only in a representative capacity, as the Court's officer, so the Court may find that it is appropriate to insulate the Receiver from all liability, by way of a general release. Some members of the subcommittee felt that, absent a general release, Receivers might hold back funds and/or wish to conduct a claims bar process, which would unnecessarily add time and cost to the receivership. The general release language has been added to this form of model order as an option only, to be considered by the presiding Judge in each specific case. See also Note 1, above.

13. **THIS COURT ORDERS** that this order is effective from today's date and is enforceable without the need for entry and filing.

SCHEDULE "A"
DISCHARGE CERTIFICATE

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

BETWEEN:

FARM CREDIT CANADA

Applicant

- and -

GLOBAL FOOD AND INGREDIENTS INC. and GEL BRANDS INC.

Respondents

IN THE MATTER OF AN 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

DISCHARGE CERTIFICATE

RECITALS

(A) Pursuant to an Order dated May 30, 2024 (the "**Receivership Order**") of the Ontario Superior Court of Justice (Commercial List) (the "**Court**"), FTI Consulting Canada Inc. ("**FTI**") was appointed as receiver (in such capacity, the "**Receiver**") without security of the FCC Secured Property (as defined in the Receivership Order);

(B) Pursuant to an Order of the Court dated April 23, 2025 (the "**Distribution, Discharge, and Fee Approval Order**"), FTI was discharged as the Receiver of the FCC Secured Property to be effective upon the filing by the Receiver with the Court of the Discharge Certificate certifying that it had completed the administration of the receivership estate including the Remaining Activities, provided however that notwithstanding its discharge: (a) the Receiver will remain the Receiver for the performance of such incidental duties as may be required to complete the administration of the

Receivership; and (b) the Receiver will continue to have the benefit of the provisions of all Orders made in these proceedings including all approvals, protections, and stays of proceedings in favour of FTI in its capacity as the Receiver.

THE RECEIVER CERTIFIES the following:

1. FTI Consulting Inc., in its capacity as Receiver of the FCC Secured Property, hereby certifies that it has completed the administration of the receivership estate, including completion of the Remaining Activities.

2. This Certificate was filed by the Receiver with the Court on the _____ day of _____, 2025.

**FTI CONSULTING CANADA INC.,
SOLELY IN ITS CAPACITY AS COURT-
APPOINTED RECEIVER IN THE ABOVE-
MENTIONED PROCEEDINGS, AND NOT IN ITS
PERSONAL OR CORPORATE CAPACITY**

Per: _____

Name:

Title:

Proceeding commenced at Toronto

Lawyers for the Receiver

Summary report: Litera Compare for Word 11.10.0.38 Document comparison done on 04/10/25 4:17:08 PM	
Style name: MT Style	
Intelligent Table Comparison: Active	
Original filename: receivership-discharge-order-EN.doc	
Modified filename: Draft Distribution, Discharge, Fee Order.doc	
Changes:	
<u>Add</u>	101
Delete	99
Move From	3
<u>Move To</u>	3
<u>Table Insert</u>	1
Table Delete	0
<u>Table moves to</u>	0
Table moves from	0
Embedded Graphics (Visio, ChemDraw, Images etc.)	0
Embedded Excel	0
Format changes	0
Total Changes:	207

FARM CREDIT CANADA

Applicant

and

**GLOBAL FOOD AND INGREDIENTS
INC. and GFI BRANDS INC.**

Respondents

Court File No.: CV-24-00720526-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceeding commenced at Toronto

MOTION RECORD
(Motion for Discharge, Distribution, and
Fee Approval Order returnable April 23,
2025)

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MTDOCS 60787229