

COURT OF APPEAL FOR ONTARIO

BETWEEN:

PEAKHILL CAPITAL INC.

Applicant (Respondent on Appeal)

- and -

1000093910 ONTARIO INC.

Respondent (Appellant)

**IN THE MATTER OF AN APPLICATION UNDER SUBSECTION 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**

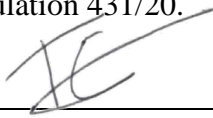
**AFFIDAVIT OF SERVICE
OF AIDEN NELMS
(Sworn January 15, 2024)**

I, AIDEN NELMS, of the City of Toronto, in the Province of Ontario, **MAKE OATH AND
SAY:**

1. I am an associate at the law firm of Bennett Jones LLP, counsel for KSV Restructuring Inc. in its capacity as court-appoint receiver and manager (in such capacity, the “**Receiver**”) of the Respondent, 1000093910 Ontario Inc. (the “**Debtor**”), and all the assets, undertakings and properties of the Debtor. As such, I have personal knowledge of the matters to which I hereinafter depose in this Affidavit. Where I do not have personal knowledge of the matters set out herein, I have stated the source of my information and, in all cases, believe it to be true.
2. On Monday, January 15, 2024, I served the parties listed in the e-mail, attached hereto as **Exhibit "A"**, with a copy of the Motion Record of the Responding Party, the Receiver dated

January 15, 2024 (the "**Responding Motion Record**") and the Factum of the Responding Party, the Receiver dated January 15, 2024 (the "**Responding Factum**"), by sending a PDF of the Responding Motion Record and the Responding Factum by e-mail to each party listed on the Service List, attached hereto as **Exhibit "B"**, at their respective e-mail addresses.

SWORN BEFORE ME over)
videoconference on this 15th day of)
January, 2024. 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. This affidavit was commissioned)
remotely as a result of COVID-19 and the)
declaration was administered in accordance)
with Ontario Regulation 431/20.)



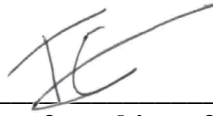
THOMAS GRAY

A Commissioner for Oaths in and for the
Province of Ontario



AIDEN NELMS

**THIS IS EXHIBIT "A" REFERRED TO IN THE
AFFIDAVIT OF AIDEN NELMS SWORN
THE 15TH DAY OF JANUARY, 2024**

A handwritten signature in black ink, appearing to be 'TG' with a long horizontal stroke extending to the right.

**A Commissioner for taking affidavits, etc.
THOMAS GRAY**

Aiden Nelms

From: Aiden Nelms
Sent: Monday, January 15, 2024 2:59 PM
To: Sean Zweig; ngoldstein@ksvadvisory.com; bluder@ksvadvisory.com; dmichaud@robapp.com; jjamil@robapp.com; bp@friedmans.ca; diane.winters@justice.gc.ca; leslie.crawford@ontario.ca; insolvency.unit@ontario.ca; pat.confalone@cra-arc.gc.ca; rhe@thcllp.com; george@chaitons.com; hmanis@manislaw.ca; dmagisano@lernalers.ca; Louis Raffaghello; AGC-PGC.Toronto-Tax-Fiscal@justice.gc.ca; Vesna Kolenc; ksherkin@millerthomson.com; Aram Simovonian; Gary Caplan
Cc: Nikki Wilson; Preet Gill; Richard Swan
Subject: In the Matter of the Receivership of 1000093910 Ontario Inc. [Court File No. CV-23-00004031-0000/ETM54775 (COA-23-CV-1357)]- Motion Returnable on January 19, 2024 at 10:00 am [BJ-WSLegal.FID6244094]
Attachments: RPMR.M54775.PDF; RPF.M54775.PDF

To the Service List:

In connection with 1000093910 Ontario Inc.'s Motion returnable on **Friday, January 19, 2024 at 10:00 a.m. (EST)** at the Ontario Court of Appeal, please find attached the Motion Record of the Responding Party, the Receiver dated January 15, 2024 and the Factum of the Responding Party, the Receiver dated January 15, 2024, which are hereby served upon you in accordance with the Receivership Order and pursuant to the E-Service Guide of the Commercial List and the Rules of Civil Procedure.

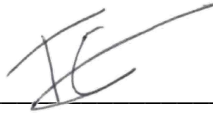
Regards,

Aiden Nelms

Associate, Bennett Jones LLP
3400 One First Canadian Place, P.O. Box 130, Toronto, ON, M5X 1A4
T. 416 777 4642 | F. 416 863 1716 | M. 416 671 3090
BennettJones.com



**THIS IS EXHIBIT "B" REFERRED TO IN THE
AFFIDAVIT OF AIDEN NELMS SWORN
THE 15TH DAY OF JANUARY, 2024**

A handwritten signature in dark ink, appearing to be 'TG' with a long horizontal stroke extending to the right, positioned above a solid horizontal line.

**A Commissioner for taking affidavits, etc.
THOMAS GRAY**

**ONTARIO
SUPERIOR COURT OF JUSTICE**

BETWEEN:

PEAKHILL CAPITAL INC.

Applicant

- and -

1000093910 ONTARIO INC.

Respondents

**IN THE MATTER OF AN APPLICATION UNDER SUBSECTION 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**

**Service List
(as at December 13, 2023)**

BENNETT JONES LLP 3400 One First Canadian Place, P.O. Box 130 Toronto, ON M5X 1A4 Sean Zweig Tel: (416) 777-6254 Fax: (416) 863-1716 E-mail: zweigs@bennettjones.com Aiden Nelms Tel: (416) 777-4642 Fax: (416) 863-1716 E-mail: nelmsa@bennettjones.com <i>Lawyers for the Receiver</i>	KSV RESTRUCTURING INC. 220 Bay Street Toronto, ON M5H 1J9 Noah Goldstein Tel: (416) 932-6207 Fax: (416) 932-6266 E-mail: ngoldstein@ksvadvisory.com Ben Luder Tel: (437) 889-9995 Fax: (416) 932-6266 E-mail: bluder@ksvadvisory.com <i>The Receiver</i>
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<p>ROBINS APPLEBY LLP Barristers + Solicitors 2600 – 120 Adelaide Street West Toronto, ON M5H 1T1</p> <p>Dominique Michaud Tel: (416) 360-3795 E-mail: dmichaud@robapp.com</p> <p>Joey Jamil Tel: (416) 360-3783 E-mail: jjamil@robbapp.com</p> <p><i>Lawyers for the Applicant</i></p>	<p>ZAHERALI VISRAM 7 Laredo Court Toronto, ON M2M 4H7</p> <p><i>Mortgagee</i></p>
<p>FRIEDMANS LAW FIRM 150 Ferrand Drive, Suite 800 Toronto, ON M3C 3E5</p> <p>Barry Polisuk Tel: (416) 496-3340 x 131 E-mail: bp@friedmans.ca</p> <p><i>Corporate Lawyers for the Respondent</i></p>	<p>ATTORNEY GENERAL OF CANADA Department of Justice Canada Ontario Regional Office, Tax Law Section 120 Adelaide Street West, Suite 400 Toronto, ON</p> <p>Diane Winters Tel: (647) 973-3172 Email: diane.winters@justice.gc.ca</p>
<p>HER MAJESTY IN RIGHT OF ONTARIO REPRESENTED BY THE MINISTER OF FINANCE – INSOLVENCY UNIT Ontario Ministry of Finance - Legal Services Branch 33 King Street West, 6th Floor Oshawa, Ontario L1H 8H5</p> <p>Leslie Crawford Email: leslie.crawford@ontario.ca</p> <p>General Enquiries Email: insolvency.unit@ontario.ca</p>	<p>ONTARIO MINISTRY OF FINANCE INSOLVENCY UNIT 6th floor, 33 King Street West Oshawa, Ontario L1H 8H5</p> <p>General Enquiries Tel: 1.866.668.8297 Email: insolvency.unit@ontario.ca</p>

<p>CANADA REVENUE AGENCY 1 Front Street West Toronto, Ontario M5J 2X6</p> <p>Pat Confalone Tel: (416) 954-6514 Email: pat.confalone@cra-arc.gc.ca</p>	<p>THC Lawyers Toronto Dominion Centre, TD West Tower 100 Wellington Street West, Suite 2130 Toronto, ON M5k 1K7</p> <p>Ran He Tel: (647) 792-7798 E-mail: rhe@thcllp.com</p> <p><i>Lawyers for 20 Regina JV Ltd.</i></p>
<p>CHAITONS 5000 Yonge St., 10th Floor Toronto, ON M2N 7E9</p> <p>George Benchetrit Tel: (416) 954-6514 Email: george@chaitons.com</p> <p><i>Lawyers for Zaherali Visram</i></p>	<p>MANIS LAW 2300 Yonge Street, Suite 1600 Toronto, ON M4P 1E4</p> <p>Howard Manis Tel: (416) 417-7257 Email: hmanis@manislaw.ca</p> <p><i>Insolvency Lawyers for Respondent</i></p>
<p>LERNERS LLP 225 King St. West, Suite 1600 Toronto, ON M5V 3M2</p> <p>Domenico Magisano Tel: (416) 601-4121 Email: dmagisano@lernalers.ca</p> <p><i>Lawyers for Ren/Tex Realty Inc.</i></p>	<p>CONCORDE LAW 260 Edgeley Blvd., Unit 12 Vaughan, ON L4K 3Y4</p> <p>Louis Raffaghello Tel: (647) 792-1272 x 208 Email: louisr@concordelaw.ca</p> <p><i>Lawyers for 2557004 Ontario Inc.</i></p>

EMAIL SERVICE LIST

zweigs@bennettjones.com; nelmsa@bennettjones.com; ngoldstein@ksvadvisory.com;
bluder@ksvadvisory.com; dmichaud@robapp.com; jjamil@robbapp.com; bp@friedmans.ca;
diane.winters@justice.gc.ca; leslie.crawford@ontario.ca; insolvency.unit@ontario.ca;
pat.confalone@cra-arc.gc.ca; rhe@thcllp.com; george@chaitons.com; hmanis@manislaw.ca;
dmagisano@lerner.ca; louisr@concordelaw.ca

PEAKHILL CAPITAL INC.
Applicant (Respondent on Appeal)

- and -

1000093910 ONTARIO INC.
Defendant (Appellant)

COURT OF APPEAL FOR ONTARIO

Proceedings commenced in Toronto

Affidavit of Service of Aiden Nelms
(sworn January 15, 2024)

BENNETT JONES LLP
One First Canadian Place
Suite 3400, P.O. Box 130
Toronto, Ontario
M5X 1A4

Richard Swan (LSO# 32076A)
Email: swanr@bennettjones.com

Sean Zweig (LSO# 57307I)
Email: zweigs@bennettjones.com

Aiden Nelms (LSO# 74170S)
Email: nelmsa@bennettjones.com

Tel: (416) 863-1200
Fax: (416) 863-1716

Lawyers for KSV Restructuring Inc., the
Receiver/Respondent