

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

**IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL  
UNDER THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985, c. B-3, AS  
AMENDED, OF GO-FOR INDUSTRIES INC.**

**AFFIDAVIT OF NIKKI WILSON**  
**(Sworn April 3, 2024)**

I, NIKKI WILSON, of the City of Toronto, in the Province of Ontario, **MAKE OATH  
AND SAY:**

1. This Affidavit is made in connection with Go-For Industries Inc.'s (the "**Company**") motion returnable April 3, 2024 at 11:00 a.m. in the above-noted proceedings.
2. I am a legal assistant at the law firm of Bennett Jones LLP, counsel for the Company. 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.
3. Attached as **Exhibit "A"** to this affidavit is true copy of an email from Kashif Sweet dated April 2, 2024 delivered at 6:37 p.m. (ET).
4. Attached as Exhibits "**B**" and "**C**" to this email are copies of the resolutions of the Board of Directors of the Company, both dated March 20, 2024.
5. I swear the Affidavit in connection with of the Company's motion and for no other purpose.

**SWORN BEFORE ME** over )  
videoconference on this 3<sup>rd</sup> day of April, )  
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. )



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**MILAN SINGH-CHEEMA**

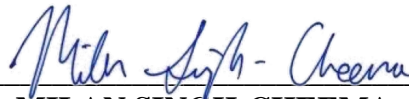
A Commissioner for Oaths in and for the  
Province of Ontario



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**NIKKI WILSON**

**THIS IS EXHIBIT "A" REFERRED TO IN THE  
AFFIDAVIT OF NIKKI WILSON SWORN  
THE 3<sup>rd</sup> DAY OF APRIL, 2024**



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**MILAN SINGH-CHEEMA**  
**A Commissioner for taking affidavits, etc.**

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**From:** Kashif Sweet <[ksweet@3qpartners.com](mailto:ksweet@3qpartners.com)>

**Sent:** Tuesday, April 2, 2024 6:37 PM

**To:** Kashif Sweet <[ksweet@3qpartners.com](mailto:ksweet@3qpartners.com)>

**Cc:** Peter Classen <[pclassen@3qpartners.com](mailto:pclassen@3qpartners.com)>; Jennifer Hickman <[jhickman@3qpartners.com](mailto:jhickman@3qpartners.com)>

**Subject:** Court Appearance for GoFor Industries Inc. tomorrow via Zoom at 11am EST

**\*COURT HEARING TOMORROW, YOU HAVE THE RIGHT TO PARTICIPATE\***

Dear Investors & Stakeholders,

After much deliberation at the board level with GoFor Board members, the DIP lenders and restructuring advisors, as of 6pm EST today, **the court hearing will proceed as scheduled. Therefore, the court hearing will begin promptly at 11am EST tomorrow, Wednesday, April 3<sup>rd</sup> 2024.**

Tomorrow's court hearing is for the approval of Ontario Inc's (owned by I2BF's Ilya Golubovich and Alexander Nevinsky) deal to acquire GoFor's assets. This transaction, if approved, would result in the company that you own shares/ a stake in being placed into bankruptcy and the assets of Gofor being placed into a new company wholly owned by others.

The Canadian courts welcome commentary ,additional information, indications of support /protest, complaints, objections, and alternative proposals. **YOU HAVE THE RIGHT TO BE HEARD DURING THIS HEARING.**

**To participate, you will need to email Milan Singh-Cheema at [singhcheemam@bennettjones.com](mailto:singhcheemam@bennettjones.com) so that you can be added as a participant and provided access to the hearing on CaseLines if needed.**

The videoconference will be heard at the following link:

<https://ca01web.zoom.us/j/68763445471?pwd=c212MHFNentlVXZrS0NYTkZXWUdQQQT09#success>

If you have any questions, please do not hesitate to reach out to me directly.

Best,  
Kashif



## **Kashif Sweet**

Managing Partner, 3Q Investment Partners


📞 [\(646\) 552-4310](tel:(646)552-4310)

✉ [ksweet@3qpartners.com](mailto:ksweet@3qpartners.com)

🌐 [www.3qpartners.com](http://www.3qpartners.com) / [calendly.com/kashifsweet](https://calendly.com/kashifsweet)

📍 515 Madison Ave, 8<sup>th</sup> floor, New York, NY 10175

**THIS IS EXHIBIT "B" REFERRED TO IN THE  
AFFIDAVIT OF NIKKI WILSON SWORN  
THE 3<sup>rd</sup> DAY OF APRIL, 2024**



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**MILAN SINGH-CHEEMA**  
**A Commissioner for taking affidavits, etc.**

**RESOLUTION OF THE DIRECTORS  
OF  
GO-FOR INDUSTRIES INC.**

**WHEREAS:**

- A. Go-For Industries Inc. (the "**Corporation**") is insolvent;
- B. after considering various alternatives that would be available to the Corporation, the Board has determined that it would be in the best interests of the Corporation to seek protection from its creditors by filing a notice of intention (an "**NOI**") to make a proposal (the "**Proposal Proceeding**") pursuant to the *Bankruptcy and Insolvency Act* (the "**BIA**") in order to permit the Corporation to consider, among other things, a sale of all or substantially of its assets;
- C. the Corporation wishes to appoint KSV Restructuring Inc. as the proposal trustee of the Corporation in the Proposal Proceeding (the "**Trustee**"); and
- D. upon filing of an NOI and subject to approval of the Ontario Superior Court of Justice (the "**Court**"), the Corporation wishes to borrow monies from Trinity Capital Inc. and Avren FinServe, LLC and enter into one or more term sheets/agreements in connection therewith (collectively, the "**Financing Agreements**"), substantially in the form of and on the terms of the drafts (collectively, the "**Draft Financing Agreements**") made available to the Board of Directors of the Corporation.

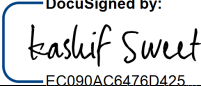
**NOW THEREFORE BE IT RESOLVED THAT:**

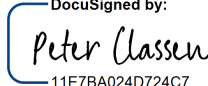
- 1. The Corporation be and is hereby authorized to file an NOI pursuant to and in accordance with the requirements set out in the BIA.
- 2. Subject to Court approval, the Corporation be and is hereby authorized to borrow monies from Trinity Capital Inc. and Avren FinServe, LLC and enter into, execute and deliver, and to perform its obligations under, the Financing Agreements, substantially in the form and on the terms of the Draft Financing Agreements.
- 3. Dillon McDonald (the "**Authorized Signatory**") be and is hereby authorized and directed, following consultation with the Board, for and in the name of and on behalf of the Corporation, to execute, sign and cause to be filed the NOI, and deliver the Financing Agreements, substantially in the form and on the terms of the Draft Financing Agreements, with such material amendments thereto as the Authorized Signatory and the Board may approve, the execution of such documents by the Authorized Signatory being conclusive evidence of such approval.
- 4. The Authorized Signatory be and is hereby authorized and directed, following consultation with the Board, for and in the name of and on behalf of the Corporation, to execute and deliver or cause to be executed and delivered all such further agreements, affidavits, notices, instruments, amendments, security documents, certificates and other documents, and to do or cause to be done all such acts and things as the Authorized Signatory and the Board may in their discretion determine to be necessary, advisable or useful for the purpose of giving effect to the foregoing resolution, the execution of any such agreement, affidavit, notice, instrument, amendment, security document,

certificate or other document or the doing of any such act or thing being conclusive evidence of such determination.

**THE FOREGOING IS HEREBY CERTIFIED** to be a true and correct copy of a resolution of the board of directors of the Corporation passed at a meeting of the board of directors held on March 20, 2024, which resolution is in full force and effect, unamended as of the date hereof.

Dated this 20<sup>th</sup> day of March, 2024.

By:  EC090AC6476D425  
Name: Kashif Sweet  
Title: Direction

By:  11E7BA024D724C7  
Name: Peter Classen  
Title: Director

By: ABSTAINED  
Name: Alexander Nevinskiy  
Title: Director



**THIS IS EXHIBIT "C" REFERRED TO IN THE  
AFFIDAVIT OF NIKKI WILSON SWORN  
THE 3<sup>rd</sup> DAY OF APRIL, 2024**



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**MILAN SINGH-CHEEMA**  
**A Commissioner for taking affidavits, etc.**

**RESOLUTION OF THE DIRECTORS  
OF  
GO-FOR INDUSTRIES INC.**

**WHEREAS:**

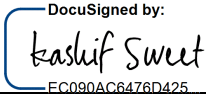
- A. Go-For Industries Inc. (the "**Corporation**") is insolvent;
- B. after considering various alternatives that would be available to the Corporation, the Board has resolved that it is in the best interests of the Corporation to seek protection from its creditors by filing a notice of intention (the "**NOI**") to make a proposal (the "**Proposal Proceeding**") pursuant to the *Bankruptcy and Insolvency Act* (the "**BIA**") in order to permit the Corporation to consider, among other things, a sale of all or substantially of its assets;
- C. upon the filing of the NOI, and subject to approval of the Ontario Superior Court of Justice, the Corporation has resolved to borrow monies from Trinity Capital Inc. and Avren FinServe, LLC, and enter into one or more debtor-in-possession term sheets/agreements in connection therewith; and
- D. in connection with the Proposal Proceedings, the Corporation wishes to enter into a transaction agreement with 1000826405 Ontario Inc. in connection therewith (the "**Transaction Agreement**"), substantially in the form of and on the terms of the draft Transaction Agreement (the "**Draft Transaction Agreement**") made available to the Board of Directors of the Corporation.


**NOW THEREFORE BE IT RESOLVED THAT:**

1. The Corporation be and is hereby authorized to enter into, execute and deliver, and to perform its obligations under, the Transaction Agreement, substantially in the form and on the terms of the Draft Transaction Agreement which Draft Transaction Agreement may be supplemented, amended, or restated from time to time.
2. Dillon McDonald (the "**Authorized Signatory**") be and is hereby authorized and directed, following consultation with the Board, for and in the name of and on behalf of the Corporation, to execute, sign and deliver the Transaction Agreement, substantially in the form and on the terms of the Draft Transaction Agreement, with such material amendments thereto as the Authorized Signatory and the Board may approve, the execution of such documents by the Authorized Signatory being conclusive evidence of such approval.
3. The Authorized Signatory be and is hereby authorized and directed, following consultation with the Board, for and in the name of and on behalf of the Corporation, to execute and deliver or cause to be executed and delivered all such further agreements, affidavits, notices, instruments, amendments, security documents, certificates and other documents, and to do or cause to be done all such acts and things as the Authorized Signatory and the Board may in their discretion determine to be necessary, advisable or useful for the purpose of giving effect to the foregoing resolution, the execution of any such agreement, affidavit, notice, instrument, amendment, security document, certificate or other document or the doing of any such act or thing being conclusive evidence of such determination.

**THE FOREGOING IS HEREBY CERTIFIED** to be a true and correct copy of a resolution of the board of directors of the Corporation passed at a meeting of the board of directors held on March 20, 2024, which resolution is in full force and effect, unamended as of the date hereof.

Dated this 20<sup>th</sup> day of March, 2024.

By:  Kashif Sweet  
Name: Kashif Sweet  
Title: Direction

By:  Peter Classen  
Name: Peter Classen  
Title: Director

By: **ABSTAINED**  
Name: Alexander Nevinskiy  
Title: Director

**IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL  
UNDER THE BANKRUPTCY AND INSOLVENCY ACT, R.S.C. 1985, c. B-3, AS  
AMENDED, OF GO-FOR INDUSTRIES INC.**

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

**PROCEEDING COMMENCED AT TORONTO**

**AFFIDAVIT OF NIKKI WILSON**

**BENNETT JONES LLP**

One First Canadian Place, Suite 3400  
P.O. Box 130  
Toronto, ON M5X 1A4

**Sean Zweig (LSO# 57307I)**

Tel: (416) 777-6254  
Email: zweigs@bennettjones.com

**Jesse Mighton (LSO #62291J)**

Tel: (416) 777-6255  
Email: mightonj@bennettjones.com

**Aiden Nelms (LSO#: 74170S)**

Tel: (416) 777-4642  
Email: nelmsa@bennettjones.com

**Milan Singh-Cheema (LSO# 88258Q)**

Tel: (416) 777-5527  
Email: singhcheemam@bennettjones.com

Lawyers for Go-For Industries Inc.