

RSM Richter Inc.

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Estate File No.: 31-455771

**IN THE MATTER OF THE BANKRUPTCY OF GRAFIKOM GENERAL PARTNER
INC., OF THE CITY OF TORONTO, IN THE PROVINCE OF ONTARIO**

**NOTICE OF BANKRUPTCY AND FIRST MEETING OF CREDITORS
(Subsection 102(1))**

Take notice that:

1. A Bankruptcy Order was made against Grafikom General Partner Inc. on the 27th day of January, 2009 and RSM Richter Inc. was appointed as trustee of the estate of the bankrupt by the *Ontario* Superior Court of Justice, in Bankruptcy and Insolvency.
2. The first meeting of creditors of the bankrupt will be held on the 17th day of February, 2009, at 11:00 in the forenoon, at Holiday Inn on King, Oak Room, 370 King Street West, Toronto, Ontario.
3. To be entitled to vote at the meeting, creditors must lodge with the trustee, prior to the meeting, proofs of claim and, where necessary, proxies.
4. Enclosed with this notice is a form of proof of claim, a form of general proxy, and a list of creditors with claims amounting to twenty-five dollars or more, showing the amounts of their claims.
5. Creditors must prove their claims against the estate of the bankrupt in order to share in any distribution of the proceeds realized from the estate.
6. Creditors are requested to specify on their proof of claim which of the following three bankrupts their claim is against: Grafikom Limited Partnership; Grafikom.Grenville Limited; or, Grafikom General Partner Inc.

DATED at Toronto, this 2nd day of February, 2009.

RSM RICHTER INC.
TRUSTEE
200 King Street West
Suite 1100, P.O. Box 48
Toronto, Ontario M5H 3T4

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STATEMENT OF AFFAIRS (Sec 158)
IN THE MATTER OF THE BANKRUPTCY OF
GRAFIKOM GENERAL PARTNER INC.
OF THE CITY OF TORONTO, IN THE PROVINCE OF ONTARIO


To the Bankrupt:


You are required to carefully and accurately complete this form and the applicable attachments, showing the state of your affairs on the date of your bankruptcy, January 27, 2009. When completed, this form and the applicable attachments will constitute your Statement of Affairs and must be verified by oath or solemn declaration:

Liabilities		Assets	
(as stated and estimated by bankrupt)		(as stated and estimated by bankrupt)	
1. Unsecured creditors as per list 'A'	3.00	1. Inventory	NIL
2. Secured creditors as per list 'B'	49,000,000.00	2. Trade fixtures, fittings, utensils, etc.....	NIL
3. Preferred creditors as per list 'C'	NIL	3. Accounts Receivable, etc. as per list 'E'	
4. Contingent or other liabilities as per list 'D'	NIL	Good	NIL
estimated to be reclaimable for		Doubtful	NIL
		Bad	NIL
		Estimated to produce	NIL
Total Liabilities	49,000,003.00	4. Bills of exchange, promissory notes, etc. as	
Surplus	NIL	per list 'F'	NIL
		5. Deposits in Financial Institutions.....	NIL
		6. Cash	NIL
		7. Livestock	NIL
		8. Machinery, equipment and plant	NIL
		9. Real property or immovable as per list 'G'	NIL
		10. Furniture.....	NIL
		11. RRSPs, RRIFs, Life Insurance, etc	NIL
		12. Securities (Shares, bonds, debentures, etc)	NIL
		13. Interest under wills	NIL
		14. Vehicles	NIL
		15. Other Property	NIL
		If Bankrupt is a Corporation add:	
		Amount of capital subscribed	Unknown
		Amount paid thereon	Unknown
		Balance subscribed and unpaid	Unknown
		Estimated to produce	NIL
		Total Assets	NIL
		Deficiency	49,000,003.00

I, Morris Slemko, "Designated Person" of GRAFIKOM GENERAL PARTNER INC., do swear that the above statement and the attached lists are to the best of my knowledge, based on the information available to me, a full, true and complete statement of the affairs of GRAFIKOM GENERAL PARTNER INC. on January 26, 2009, and fully disclose all of its property of every description in its possession or that may devolve on it in accordance with Section 67 of the *Bankruptcy and Insolvency Act*.

Sworn before me at the City)
of Toronto, Province of Ontario)
this 30th day of January, 2009)


A Commissioner, etc., in and for the Province of Ontario.

Per 
Signature of Designated Person

Rajinder Kashyap, a Commissioner, etc.,
Province of Ontario, for RSM Richter Inc.,
Trustee in Bankruptcy and RSM Richter LLP,
Chartered Accountants.
Expires December 6, 2011.

IN THE MATTER OF THE BANKRUPTCY OF
GRAFIKOM GENERAL PARTNER INC.
OF THE CITY OF TORONTO, IN THE PROVINCE OF ONTARIO

*Preliminary List of Creditors as at January 27, 2009,
as submitted by the Debtor, Without Admission as to Any Liabilities or Privilege Herein Shown*

			Amount Due* (CDN \$)
Secured			
Bank of Montreal Re: Lending Syndicate James Di Giacomo	100 King Street West 11th Floor Toronto ON M5X 1A1		<u>49,000,000.00</u>
Unsecured			
Ministry of Finance - RST - #823567672TR0001	33 King Street West PO Box 620 Oshawa ON L1H 8E9		1.00
Ministry of Revenue - #CT 4247194	33 King Street West PO Box 620 Oshawa ON L1H 8E9		1.00
Ministry of Revenue - EHT - #112-444-200 & 211	33 King Street West PO Box 620 Oshawa ON L1H 8E9		1.00
Total			<u>3.00</u>
Supplementary Mailing List			
SUPERINTENDENT OF BANKRUPTCY	6TH FLOOR 25 ST. CLAIR AVENUE EAST TORONTO ON M4T 1M2		
REGISTRAR OF BANKRUPTCY	330 UNIVERSITY AVENUE 7TH FLOOR TORONTO ON M5G 1R7		
Morris Slemko			

* An amount due of \$1.00 reflects that the balance due, if any, is undetermined/unknown.

(All notices or correspondence regarding this claim must be forwarded to the following address:

Creditor Name: _____

Address: _____

Account No.: _____

Telephone: _____

Fax: _____

Email: _____

In the matter of the bankruptcy (or the proposal, or the receivership) of (name of debtor) of (city and province) and the claim of, creditor.

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

1. That I am a creditor of the above-named debtor (or that I am (state position or title) of (name of creditor)).
2. That I have knowledge of all the circumstances connected with the claim referred to below.
3. That the debtor was, at the date of bankruptcy, (or the date of the receivership, or in the case of a proposal, the date of the notice of intention or of the proposal, if no notice of intention was filed), namely the day of, and still is, indebted to the creditor in the sum of \$....., as specified in the statement of account (or affidavit) attached and marked Schedule "A", after deducting any counterclaims to which the debtor is entitled. (The attached statement of account, or affidavit must specify the vouchers or other evidence in support of the claim.)

4. (Check and complete appropriate category.)

☐ **A. UNSECURED CLAIM OF \$_____**
(other than as a customer contemplated by Section 262 of the Act)

That in respect of this debt, I do not hold any assets of the debtor as security and
(Check appropriate description.)
☐ Regarding the amount of \$_____, I do not claim a right to a priority.
☐ Regarding the amount of \$_____, I claim a right to a priority under section 136 of the Act.
(Set out on an attached sheet details to support priority claim.)

☐ **B. CLAIM OF LESSOR FOR DISCLAIMER OF A LEASE \$_____**
That I hereby make a claim under subsection 65.2(4) of the Act, particulars of which are as follows:
(Give full particulars of the claim, including the calculations upon which the claim is based.)

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

☐ **D. CLAIM BY FARMER, FISHERMAN OR AQUACULTURIST OF \$_____**
That I hereby make a claim under subsection 81.2(1) of the Act for the unpaid amount of \$_____ (Attach a copy of sales agreement and delivery receipts.)

☐ **E. CLAIM BY WAGE EARNER OF \$_____**
☐ That I hereby make a claim under subsection 81.3(8) of the Act in the amount of \$_____.
☐ That I hereby make a claim under subsection 81.4(8) of the Act in the amount of \$_____.

☐ **F. CLAIM AGAINST DIRECTOR \$_____**
(To be completed when a proposal provides for the compromise of claims against directors.)
That I hereby make a claim under subsection 50(13) of the Act, particulars of which are set out on the attached sheet(s).
(Give full particulars of the claim, including the calculations upon which the claim is based.)

☐ **G. CLAIM OF A CUSTOMER OF A BANKRUPT SECURITIES FIRM \$_____**
That I hereby make a claim as a customer for net equity as contemplated by Section 262 of the Act, particulars of which are set out on the attached sheet(s).
(Give full particulars of the claim, including the calculations upon which the claim is based.)

Proof of Claim

(Section 50.1, subsections 65.2(4), 81.2(1), 81.3(8), 81.4(8), 102(2), 124(2), 128(1), and paragraphs 51(1)(e) and 66.14(b) of the Act)

5. That, to the best of my knowledge, I am (or the above-named creditor is) (or am not or is not) related to the debtor within the meaning of section 4 of the Act, and have (or has) (or have not or has not) dealt with the debtor in a non-arm's-length manner.
6. That the following are the payments that I have received from, the credits that I have allowed to, and the transfers at undervalue within the meaning of subsection 2(1) of the Act that I have been privy to or a party to with the debtor within the three months (or, if the creditor and the debtor are related within the meaning of section 4 of the Act or were not dealing with each other at arm's length, within the 12 months) immediately before the date of the initial bankruptcy event within the meaning of subsection 2(1) of the Act: (Provide details of payments, credits and transfers at undervalue.)

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

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

Dated at _____, this _____ day of _____

Witness

Creditor

NOTE: If an affidavit is attached, it must have been made before a person qualified to take affidavits.

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

Subsection 201(1) of the Act provides severe penalties for making any false claim, proof, declaration or statement of account.

DIRECTIONS FOR COMPLETION OF THIS FORM ARE ON THE REVERSE SIDE

GENERAL PROXY

(Paragraphs 51(1)(e) and 66.15(3)(b) and subsection 102(2))

In the matter of the bankruptcy) (or proposal) of _____, a bankrupt (or an insolvent)

I (or We), _____ (name of creditor), of _____ (name of city, town or village), a creditor in the above matter hereby appoint _____, of _____, to be my (or our) general proxy in the above matter except as to the receipt of dividends, with (or without) power to appoint another general proxy in his or her place.

DATED AT _____ this _____ day of _____

Witness

Individual Creditor
OR
Name of Corporate Creditor

Witness

Per:
Name and Title of Signing Officer

CHECKLIST FOR PROOFS OF CLAIM

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

Under Section 109 of the Bankruptcy and Insolvency Act only those creditors who have filed their claims in the proper form with the trustee, before the time appointed for the meeting, are entitled to vote at the meeting.

Section 124 states that every creditor shall prove his claim and the creditor who does not prove his claim is not entitled to share in any distribution that may be made.

General

- ♦ The signature of a witness is required;
- ♦ The claim must be signed personally by the individual completing this declaration;
- ♦ Give the complete address where all notices or correspondence is to be forwarded;
- ♦ The amount of the statement of account must correspond to the amount indicated on the proof of claim.

Paragraph 1

- ♦ Creditor must state full and complete legal name of company or firm;
- ♦ If the individual completing the proof of claim is not the creditor himself, he/she must state his/her position or title.

Paragraph 3

- ♦ The statement of account must be complete;
- ♦ A detailed statement of account must be attached to the proof of claim and must show the date, the number and the amount of all the invoices or charges, together with the date, the number and the amount of all credits or payments. A statement of account is not complete if it begins with an amount brought forward.

Paragraph 4

- ♦ Subparagraph 4.A must be completed by an unsecured creditor and must indicate if priority is claimed pursuant to Section 136.
- ♦ Subparagraph 4.B must be completed by a landlord only in a Proposal, for any claim related to disclaimer of lease. The amount of the claim is to be calculated according to the terms of the proposal. Provide details of calculation.
- ♦ Subparagraph 4.C must be completed by a secured creditor. A certified true copy of the security instrument as registered must be provided.
- ♦ Subparagraph 4.D must be completed a farmer, fisherman or aquaculturist creditor. A copy of the sales agreement and delivery documents must be provided.
- ♦ Subparagraph 4.E applies if you are a wage earner (ie, a clerk, servant, travelling salesperson, labourer or worker who is owed wages, salaries, commissions or compensation by a bankrupt (subsection 81.3) or by a "person" that is subject to a receivership (subsection 81.4) for services rendered during the six months immediately before the date of bankruptcy or receivership).
- ♦ Subparagraph 4.F is to be completed only in a Proposal, and only if the proposal provides for the compromise of claims against Directors. Provide full details including calculations.
- ♦ Subparagraph 4.G applies if you are a "customer" of a bankrupt securities firm (as contemplated by Section 262 of the Bankruptcy and Insolvency Act).

Paragraph 5

- ♦ All claimants must indicate if he or she is related or not to the debtor, as defined in Section 4 of the Bankruptcy and Insolvency Act, by striking out "AM" or "IS" or "AM NOT" or "IS NOT".

Paragraph 6

- ♦ All claimants must attach a detailed list of all payments or credits received or granted, as follows:
 - a) Within the three (3) months preceding the bankruptcy or the proposal, in the case where the claimant and the debtor are not related;
 - b) Within the twelve (12) months preceding the bankruptcy or proposal, in the case where the claimant and the debtor are related.

- APPOINTING PROXY -

Note: The Bankruptcy and Insolvency Act permits a proof of claim to be made by a duly authorized agent of a creditor but this does not give such a person power to vote at the first meeting of creditors or to act as the proxy of the creditor.

General

- ♦ A creditor may vote either in person or by proxy;
- ♦ A debtor may not be appointed as proxy to vote at any meeting of his creditors;
- ♦ The Trustee may be appointed as a proxy for any creditor;
- ♦ In order for a duly authorized person to have a right to vote he must himself be a creditor or be the holder of a properly executed proxy. The name of the creditor must appear in the proxy.