Court File No. CV-23-00699432-00CL

ONTARIO SUPERIOR COURT OF JUSTICE (Commercial List)

BETWEEN:

MARSHALLZEHR GROUP INC.

Applicant

- and -

2557386 ONTARIO INC. and 2363823 ONTARIO INC. o/a MARIMAN HOMES

Respondents

SUPPLEMENTARY RESPONDING MOTION RECORD OF UNSECURED CREDITOR, GURMINDER KANDOLA (Returnable October 1, 2024)

Date: September 25, 2024 Gurminder Kandola 7297 Terragar Blvd.

Mississauga, Ontario

L5N 7L8

Tel: 1-416-704-4516

Email: gkandola@euroleaf.com

Self-Represented Unsecured Creditor TO: RECONSTRUCT LLP

R. Brendan Bissell

Email: bbissell@reconllp.com

Jasmine Landau

Email: <u>jlandau@reconllp.com</u>

Independent Counsel for KSV Restructuring Inc.

AND TO: CHAITONS LLP

Brendon Bissell

Email: bbissell@reconllp.com

Caitlin Fell

Email: cfell@reconllp.com

Independent legal counsel for KSV Restructuring Inc.

AND TO: RORY McGOVERN PC

Rory McGovern

Email: rory@rorymcgovernpc.com

Lawyers for the Respondents

AND TO: STEBBING BUTCHER PC

Alan Butcher

Email: alan@stebbingbutcher.com

Litigation Counsel for the Respondents

AND TO: TORYS LLP

Adam Slavens

Email: aslavens@torys.com

Lawyers for Tarion Warranty Corporation

AND TO: Ontario Ministry of Finance – Insolvency Unit

Leslie Crawford

Email: insolvency.unit@ontario.ca

AND TO: KSV Restructuring Inc.

Mitch Vinisky

Email: mvinsky@ksvadvisory.com

Nisan Thurairatnam

Email: NThurairatnam@ksvadvisory.com

Court-Appointed Receiver

INDEX OF RESPONDING MOTION RECORD

Document

Supplementary Affidavit of Gurminder Kandola, sworn on September 25, 2024

• Exhibit A – Ontario Profile Report – Sunray Estates GP Inc as of September 25, 2024

ONTARIO SUPERIOR COURT OF JUSTICE (COMMERCIAL LIST)

MARSHALLZEHR GROUP INC.

Applicant

- and -

2557386 ONTARIO INC. and 2363823 ONTARIO INC. o/a MARIMAN HOMES

Respondents

IN THE MATTER OF AN APPLICATION UNDER SUBSECTION 243(1) OF THE BANKRUPTCY AND INSOLVENCY ACT, RSC 1985, c B-3, AS AMENDED; AND SECTION 101 OF THE COURTS OF JUSTICE ACT, RSO 1990, c C. 43, AS AMENDED

SUPPLEMENTARY AFFIDAVIT OF GURMINDER KANDOLA

- I, Gurminder Kandola, of Mississauga, in the Province of Ontario, MAKE OATH AND SAY:
- 1. I am self-represented as an unsecured creditor in this matter.
- I am a Buyer of property located within Grand York Estates (hereinafter "the property") which purchase is pursuant to an Agreement of Purchase and Sale (dated September 13, 2021), as previously stated in my Affidavit dated September 24, 2024.

- 3. This Supplementary Affidavit addresses the identity of the proposed purchaser of the property (hereinafter "proposed purchaser"), which KSV Restructuring Inc. (hereinafter "KSV") is seeking court approval of, as outlined in its motion record returnable October 1, 2024.
- 4. On September 24, 2024, I ordered an Ontario Business Corporation profile search for the proposed purchaser. I was emailed the Ontario Profile Report (hereinafter "Profile Report") on September 25, 2024. Shown to me and attached as Exhibit A to my Supplementary Affidavit, is a true copy of the Ontario Profile Report for the proposed purchaser, Sunray Estates GP In. as of September 25, 2024.
- 5. The Profile Report (Exhibit A) shows the following facts concerning the proposed purchaser:
 - a. it was incorporated July 25, 2024;
 - its head office is 412 Albert Street, Suite 100, Waterloo, Ontario,
 N2L 3V3, and
 - c. its two directors are (1) David Gilmore Marshall, and (2) Gergory Lester Zehr.
- 6. The head office of the proposed purchaser is the same as the Applicant's head office in this proceeding, being 412 Albert Street, Suite 100, Waterloo, Ontario, N2L 3V3. I obtained this information from the website of the

- Applicant, MarshallZehr Group Inc.: www.Marshallzehr.com and verily believe such fact is true.
- 7. The directors of the proposed purchaser are the Executive Chairman & Co-Founder Broker of the Applicant, MarshallZehr Group Inc. (Gregory Zehr) and the Co-Founder Broker of the Applicant, MarshallZehr Group Inc. (David Marshall). I obtained this information from the website of the Applicant, MarshallZehr Group Inc.: www.Marshallzehr.com under "Our People" and verily believe such fact is true.
- 8. I verily believe that the proposed purchaser and the Applicant are <u>not</u> at arms length. I believe that KSV is acting not in good faith by recommending the proposed sale considering that it appears the Applicant has created a company for the purpose of the proposed sale, essentially selling the property to itself while not honouring the Agreements of Purchase and Sale.
- 9. I verily believe that the propose sale (this non arms length transaction) is to the detriment of the buyers with Agreements of Purchase and Sale (54 lots) who will lose a significant amount of their deposit money if the proposed sale is court approved.
- I verily believe that the proposed sale by KSV significantly compromises the interests of the buyers, including myself. I oppose the proposed sale.
- 11. I make this Affidavit for no improper purpose.

AFFIRMED remotely by video } conference by Gurminder Kandola } stated as being located in } Mississauga, before me at the City of } Woodstock, in the Province of Ontario, } on September 25, 2024, in accordance } with O. Reg 431/20, Administering } Oath or Declaration Remotely.

Rebecca Pepper

Rebecca Pepper LSO #52136F A Commissioner for Taking Affidavits Gurminder Kandola

ONTARIO SUPERIOR COURT OF JUSTICE (Commercial List)

Proceeding commenced at Toronto

SUPPLEMENTARY AFFIDAVIT OF GURMINDER KANDOLA

Gurminder Kandola 7297 Terragar Blvd. Mississauga, Ontario L5N 7L8

Telephone: 1-416-704-4516 Email: <u>gkandola@euroleaf.com</u>

ONTARIO SUPERIOR COURT OF JUSTICE (Commercial List)

Proceeding commenced at TORONTO

SUPPLEMENTARY RESPONDING MOTION RECORD OF UNSECURED CREDITOR GURMINDER KANDOLA

Gurminder Kandola 7297 Terragar Blvd. Mississauga, Ontario L5N 7L8

Telephone: 1-416-704-4516 Email: gkandola@euroleaf.com



Ministry of Public and Business Service Delivery

Profile Report

SUNRAY ESTATES GP INC. as of September 25, 2024

Act
Type
Name
Ontario Corporation Number (OCN)
Governing Jurisdiction
Status
Date of Incorporation
Registered or Head Office Address

Business Corporations Act
Ontario Business Corporation
SUNRAY ESTATES GP INC.
1000961942
Canada - Ontario
Active
July 25, 2024
412 Albert Street, Suite 100, Waterloo, Ontario, N2L 3V3, Canada

Certified a true copy of the record of the Ministry of Public and Business Service Delivery.

V. Quintarilla W

Director/Registrar

Active Director(s)

Resident Canadian

Minimum Number of Directors 1

Maximum Number of Directors 10

Name DAVID GILMORE MARSHALL

Address for Service 412 Albert Street, Suite 100, Waterloo, Ontario, N2L 3V3,

Canada Yes

Date Began July 25, 2024

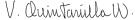
Name GREGORY LESTER ZEHR

Address for Service 412 Albert Street, Suite 100, Waterloo, Ontario, N2L 3V3,

Canada Yes

Resident CanadianYesDate BeganJuly 25, 2024

Certified a true copy of the record of the Ministry of Public and Business Service Delivery.



Director/Registrar

Active Officer(s)

Name Position

Address for Service

Date Began

Name Position

Address for Service

Date Began

PETER ALEXANDER BERCZI

Vice-President

412 Albert Street, Suite 100, Waterloo, Ontario, N2L 3V3,

Canada July 25, 2024

WILLIAM CECIL HAYES

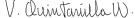
Vice-President

412 Albert Street, Suite 100, Waterloo, Ontario, N2L 3V3,

Canada

July 25, 2024

Certified a true copy of the record of the Ministry of Public and Business Service Delivery.

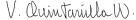


Director/Registrar

Corporate Name History

Name Effective Date SUNRAY ESTATES GP INC. July 25, 2024

Certified a true copy of the record of the Ministry of Public and Business Service Delivery.

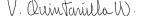


Director/Registrar

Active Business Names

This corporation does not have any active business names registered under the Business Names Act in Ontario.

Certified a true copy of the record of the Ministry of Public and Business Service Delivery.

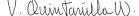


Director/Registrar

Expired or Cancelled Business Names

This corporation does not have any expired or cancelled business names registered under the Business Names Act in Ontario.

Certified a true copy of the record of the Ministry of Public and Business Service Delivery.



Director/Registrar

Document List

Filing Name Effective Date

CIA - Initial Return
PAF: PETER ALEXANDER BERCZI

BCA - Articles of Incorporation

July 25, 2024

All "PAF" (person authorizing filing) information is displayed exactly as recorded in the Ontario Business Registry. Where PAF is not shown against a document, the information has not been recorded in the Ontario Business Registry.

Certified a true copy of the record of the Ministry of Public and Business Service Delivery.

V. (Quintariella IX)

Director/Registrar