

Court File Nos: BK-24-03014694-0031
BK-24-03014698-0031
BK-24-03014700-0031
BK-24-03014702-0031

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

IN THE MATTER OF THE BANKRUPTCY OF PROEX LOGISTICS INC.

IN THE MATTER OF THE BANKRUPTCY OF GURU LOGISTICS INC.

IN THE MATTER OF THE BANKRUPTCY OF 1542300 ONTARIO INC.

IN THE MATTER OF THE BANKRUPTCY OF 2221589 ONTARIO INC.

**FACTUM OF THE TRUSTEE
(MOTION FOR PROCEDURAL CONSOLIDATION ORDERS AND PRIOR CLAIMS ORDER)**

February 12, 2024

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capacity as Trustee

TO: THE SERVICE LIST

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(as of February 9, 2024)**

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(as of February 9, 2024)**

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PART I - OVERVIEW¹

1. For the procedural and administrative efficiency of these bankruptcy proceedings, the Trustee is seeking: (i) orders (the “**Procedural Consolidation Orders**”) for the procedural consolidation of the bankruptcy estates, consistent with the order granted in the Receivership Proceedings (as defined below), and (ii) an order (the “**Prior Claims Order**”), authorizing the Trustee to use the proofs of claim filed or deemed to be filed in the Receivership Proceedings in these bankruptcy proceedings and dispensing with the requirement that creditors of the Bankrupt Entities who have filed or were deemed to have filed such proofs of claim, file an additional proof of claim.

¹ Terms used but not defined in this Factum shall have the meaning given to them in the First Report of the Trustee dated February 7, 2024 (the “**Trustee’s Report**”) and the proposed Prior Claims Order, as applicable.

PART II - SUMMARY OF FACTS

A. Relevant Background of the Receivership Proceedings

2. Pursuant to an order of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) made on May 26, 2021, as amended and restated from time to time (the “**Receivership Order**”), KSV was appointed as Receiver of RGC (the “**Receivership Proceedings**”).²

3. RGC operated a trucking business consisting of a fleet of vehicles (the “**Trucking Business**”) and had previously owned certain real estate assets. RGC provided international truckload services between the US and Canada. Swinderpal Singh Randhawa (“**Paul**”) and Rana Partap Singh Randhawa (“**Rana**”) are the ultimate shareholders of the RGC entities.³

4. There is approximately \$3.9 million of cash available for distribution to the Bankrupt Entities’ creditors, less any costs to be incurred in the receivership or bankruptcy.⁴ KSV had received multiple requests from creditors urgently seeking distributions in the Receivership Proceedings. Without a comfort letter or clearance certificate from Canada Revenue Agency (“**CRA**”), KSV was unable to make a distribution to creditors and/or shareholders. Accordingly, KSV determined that the final matters in the receivership, including distribution to unsecured creditors, are most efficiently completed in a bankruptcy.⁵

B. Background of these Bankruptcy Proceedings

5. Pursuant to a Court Order dated October 23, 2023 (the “**Assignment Order**”), granted in the Receivership Proceedings, KSV filed assignments in respect of the Bankrupt Entities with the Office of Superintendent of Bankruptcy (“**OSB**”), and KSV was appointed Trustee.⁶

² Trustee’s Report of KSV Restructuring Inc. as Trustee dated February 7, 2024 at 2.0.1 [*First Report*].

³ Trustee’s Report at 2.0.2.

⁴ Trustee’s Report at 2.2.1.

⁵ Trustee’s Report at 1.1.4.

⁶ Trustee’s Report at 1.1.2.

6. At the First Meeting of Creditors on December 18, 2023, KSV was confirmed as Trustee and inspectors were appointed by the creditors present at the meeting.⁷

C. The Receivership Claims Process

7. On September 16, 2021, the Court granted an Order in the Receivership Proceedings (the “CPO”) which established a claims process for RGC’s creditors with a claims bar date of October 31, 2021. The claims process required creditors to submit a claim in a manner similar to a bankruptcy claims process. Over 60 claims were filed with the Receiver.⁸

8. After reviewing the claims, the Receiver issued several Notices of Revision or Disallowances (“NORD”) and agreed to resolutions with each claimant that received a NORD. In total, there is approximately \$620,000 owing to creditors in respect of unsecured proofs of claim.⁹

9. Because RGC’s tax records were out-of-date at the time the CPO and the Receiver intended to work cooperatively with the government, the CPO did not bar claims of Her Majesty the Queen in Right of Canada or of any Province or Territory in Canada, solely in respect of corporate or sales and use taxes. Therefore, the CRA and/or provincial authorities may have claims that were not filed under the prior CPO.¹⁰

PART III - STATEMENT OF ISSUES, LAW & AUTHORITIES

10. The issues to be determined on this Motion are whether this Court should:

- (a) procedurally consolidate the bankruptcy proceedings of the Bankrupt Entities; and

⁷ Trustee’s Report at 1.1.3.

⁸ Trustee’s Report at 3.01 and 3.02.

⁹ Trustee’s Report at 3.0.3.

¹⁰ Trustee’s Report at 3.0.4.

- (b) authorize the Trustee to use the proofs of claim filed or deemed to be filed in the Receivership Proceedings in these bankruptcy proceedings, and thereafter dispense with the requirement that creditors of the Bankrupt Entities who have filed or were deemed to have filed such proofs of claim, file an additional proof of claim in these bankruptcy proceedings.

Consolidations Orders

11. Courts in Canada have inherent jurisdiction to authorize the consolidation of bankruptcy estates for procedural and/or substantive purposes. In *Electro*, Justice Brown held that courts in bankruptcy proceedings operate subject to the general principle that the litigation process should secure the just, most expeditious, and least expensive determination of every proceeding on its merits.¹¹ The Ontario Superior Court of Justice has repeatedly confirmed this principle, including in *Mustang*¹² and *Eureka*¹³.

12. Courts have stated that consolidation for procedural purposes is appropriate where it will provide greater administrative efficiency and prevent unnecessary duplication in the administration of the bankruptcy estates.¹⁴ Procedural consolidation does not merge or substantively consolidate the proposed bankruptcy proceedings or the respective estates.

13. The Court's jurisdiction to grant such relief stems from Rule 6.01 of the *Rules of Civil Procedure*¹⁵ Rule 6.01 of the *Rules of Civil Procedure* permits a court to consolidate proceedings

¹¹ [Electro Sonic Inc. \(Re\)](#), 2014 ONSC 942 at paras 4 and 6 [*Electro*].

¹² [Re Mustang GP Ltd. \(Re\)](#), 2015 ONSC 6562 at para 25 [*Mustang*].

¹³ [Eureka 93 Inc. et al. \(Re\)](#), 2020 ONSC 1482 at para 13 [*Eureka*].

¹⁴ [Ornge Global GP Inc. \(Re\)](#), 2013 ONSC 4518 at paras 14-15 (addressing both procedural and substantive consolidation); See, for example, *In the Matter of the Notice of Intention to Make a Proposal of Scotch & Soda Canada Inc.* (May 16, 2023), Court/ Estate No.: 31-2941764 ([Procedural Consolidation Order](#)); *In the Matter of the Bankruptcy of Walter Energy Canada Holdings Inc.* (16 December 2016), No B-160976 ([Bankruptcy Procedure Order](#)), Fitzpatrick J. [*Walter*]; *Acerus Pharmaceuticals Corporation (Re)*, (July 24, 2023), Court File No. CV-23-00693595-00CL ([CCAA Termination Order](#)) at paras 20 and 21; *James E. Wagner Cultivation Ltd., et al (Re)*, (January 31, 2022), Court File No.: CV-20-00639000-00CL ([Order](#)) at para 2.

¹⁵ [Rules of Civil Procedure, RRO 1990, Reg 194](#) at r. 6.01 [ON Rules].

where the two proceedings have (a) a question of law or fact in common; (b) the relief claimed arises out of the same transaction or occurrences; or (c) for any other reason the order should be made.¹⁶ Procedural consolidation is permitted in order to avoid “unnecessary costs or delay”.¹⁷

14. The Procedural Consolidation Orders are appropriate in this case because:¹⁸

- (a) they will permit all motion to be brought before one justice, rather than having multiple proceedings;
- (b) they will facilitate the orderly administration of these proceedings;
- (c) creditor rights will not be affected by the procedural consolidation; and
- (d) procedural consolidation will reduce costs, including by filing materials in one proceeding only.

15. The Assignment Order contains procedural consolidation language but to date, the Court office has been unable to procedurally consolidate the cases because separate court file numbers were issued by the OSB. The Trustee is seeking the Procedural Consolidation Orders to facilitate this procedural step. Other than as specifically set out in the requested Procedural Consolidation Orders to amend the style of cause, the relief the Trustee is seeking is entirely consistent with the Assignment Order and the Trustee intends to rely on the Assignment Order for the other procedural consolidation elements.

¹⁶ [ON Rules](#), at [r. 6.01](#).

¹⁷ [ON Rules](#), at [r. 6.01](#).

¹⁸ Trustee’s Report at 5.0.2.

Filed Proofs of Claim

16. Pursuant to section 183(1) of the BIA¹⁹, this Court has equitable and ancillary powers at law and equity to enable it to exercise auxiliary and ancillary jurisdiction in bankruptcy. Section 187(12) of the BIA²⁰ further provides that where the cost of preparing statements, lists of creditors, and other material required by the BIA or the cost of sending such materials is unjustified in the circumstances, the Court may give leave to omit the material or any part thereof or to send the material or notices in such a manner as the Court may direct. Similar relief was granted in the *Quest*²¹ proceedings to limit the administrative burden on creditors. As Justice Fitzpatrick held in *Quest*, the "...relief sought represents a unique and creative way to comply with the BIA, with a view toward providing a streamlined administrative process that will allow for distributions to creditors as quickly and efficiently as possible."²²

17. The Trustee is seeking this relief in order to avoid the duplication of effort by creditors and the Trustee, and to avoid unnecessary expense in relation to the claims and the BIA proceedings generally. Similar processes based on efficiency considerations were approved in *Quest*,²³ *Walter Energy*,²⁴ and *Colwood City Centre Limited Partnership*.²⁵

PART IV - ORDER REQUESTED

18. For all of the reasons above, the Trustee respectfully requests that the proposed Procedural Consolidation Orders and the proposed Prior Claims Order be granted.

¹⁹ [Bankruptcy and Insolvency Act, RSC 1985, c B-3 \(BIA\), s 183\(1\)](#).

²⁰ [BIA, s 187\(12\)](#).

²¹ [Quest Guardian Properties Ltd. \(Re\), 2021 BCSC 251 \[Quest\]](#).

²² *Quest* at [para 62](#).

²³ *Quest* at [para 4](#).

²⁴ *Walter* at [para 10](#).

²⁵ *Colwood City Centre Limited Partnership et al. (Re)*, Vancouver Registry No. B141356, November 19, 2014 (Order Made After Application) at para 11 (See Schedule "A").

ALL OF WHICH IS RESPECTFULLY SUBMITTED this 12th day of February, 2024.

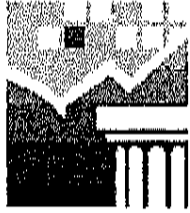
Cassels Brock & Blackwell LLP

Cassels Brock & Blackwell LLP
Lawyers for the Trustee

Schedule "A"

***Colwood City Centre Limited Partnership et al. (Re), Vancouver Registry No. B141356,
November 19, 2014 (Order Made After Application)***

See attached.



Court Services Online Purchase Documents Online Request

Date: 23-JAN-2024

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Request Details:

Request Id: 599550
Transaction Id: 97124450
Court File #: VLC-S-B-141356
Date Requested: 23-JAN-2024
Requested By: Cassels Brock & Blackwell LLP

Attention:

Chapman, Tanya
Cassels Brock & Blackwell LLP
Fax #: 1-604-691-6120
tchapman@cassels.com

Documents Requested:

Order Made after Application (19-NOV-2014) 23-JAN-2024

Comments: faxed on 23 Jan 2024 yt

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No. B-141356
Vancouver Registry

**IN THE SUPREME COURT OF BRITISH COLUMBIA
IN BANKRUPTCY AND INSOLVENCY**

IN THE MATTER OF THE *BANKRUPTCY AND INSOLVENCY ACT*,
R.S.C. 1985, c. B-3, AS AMENDED

AND IN THE MATTER OF THE PROPOSAL OF COLWOOD CITY CENTRE
LIMITED PARTNERSHIP, COLWOOD CITY CENTRE GP INC.,
COLWOOD SOOKE DEVELOPMENTS LTD., COLWOOD BELMONT
DEVELOPMENTS LTD., 0781591 B.C. LTD., COLWOOD JEROME
DEVELOPMENTS LTD.

THE BANKRUPTS

ORDER MADE AFTER APPLICATION

BEFORE)	THE HONOURABLE JUSTICE FITZPATRICK)	19/November/2014
))	
))	

ON THE APPLICATION of PricewaterhouseCoopers Inc., in its capacity as trustee (the "Trustee") of the estate of the Bankrupt entities (the "Bankrupt Entities"), coming on for a hearing this 19th day of November 2014 at Vancouver, British Columbia and on hearing from the counsel on the list attached hereto as Schedule "A" and upon reading the material filed, and pursuant to the *Bankruptcy and Insolvency Act*, R.S.C., 1985, c. B-3 (the "BIA"), the British Columbia Supreme Court Civil Rules and the inherent jurisdiction of this Honourable Court:

THIS COURT ORDERS that:

1. The time for service of the Notice of Application herein be and is hereby abridged and the Notice of Application is properly returnable today and service hereof upon any interested party in this matter is hereby dispensed with.

Bankruptcy Proceedings of the Bankrupts

2. The Trustee shall be entitled to administer the procedural matters relating to the bankruptcy proceedings of the Bankrupt Entities on a consolidated basis (the "Consolidated Bankruptcy Proceedings").

- 2 -

3. A single Court file number and title of proceedings in the Supreme Court of British Columbia - in Bankruptcy and Insolvency shall be assigned to the Consolidated Bankruptcy Proceedings.

4. The Trustee shall not be required to give security to the Official Receiver pursuant to section 16 of the BIA in respect of the Consolidated Bankruptcy Proceedings.

Proposal and Bankruptcy Process

5. On or before November 20, 2014, the Trustee is hereby authorized and directed to send a Creditor Notice Package (as defined herein), by email or ordinary mail to:

- (a) every creditor who has filed, or was deemed to have filed, a General Claim or a Noteholder Claim (each as defined in the Claims Procedure Order (the "Claims Procedure Order")) granted by the Supreme Court of British Columbia in the *Companies Creditors' Arrangement Act* proceedings of League Assets Corp. and its related entities bearing Court File No: S-137743 in the Vancouver Registry (the "CCAA Proceedings") against any of the Bankrupt Entities pursuant to the Claims Procedure Order;
- (b) Every creditor who has a Restructuring Claim (as defined in the Claims Procedure Order) against any of the Bankrupt Entities; and
- (c) Every Secured Mortgage Lender (as defined in the Claims Procedure Order) who has or may have an unsecured deficiency claim against the Bankrupt Entities after payment by the Bankrupt Entities of any amounts owing to it on account of such Secured Mortgage Lender Claim.

6. The package that shall be sent by the Trustee pursuant to paragraph 5 herein (the "Creditor Notice Package") shall contain the following:

- (a) a copy of the consolidated proposal of the Bankrupts (the "Proposal") to be filed by the Trustee in substantially the form attached hereto as Schedule "B";
- (b) a covering letter, in the form attached as Appendix D to the Monitor's 27th Report to Court/Trustee's First Report to Court dated November 17, 2014 containing a summary description of the restructuring agreement between Onni Development Capital Corp. ("Onni") and League Investment Services Inc. dated October 3, 2014 (the "Restructuring Agreement") and the Trustee's recommendation in respect of the Proposal;
- (c) a condensed statement of the assets and liabilities of each of the Bankrupt Entities;
- (d) a list of creditors of the Bankrupt Entities who are owed more than \$250;
- (e) a notice of: (i) the first meeting of creditors (the "First Meeting of Creditors") of the Bankrupt Entities, and (ii) the meeting of creditors to approve the Proposal (the "Proposal Meeting");

- 3 -

- (f) a proof of claim form for those creditors that have a Restructuring Claim or a Secured Mortgage Lender Claim against the Applicants and who have not filed a claim pursuant to the terms of the Claims Procedure Order in the CCAA Proceedings (the "**Restructuring and Secured Mortgage Lender Proof of Claim**");
 - (g) a proxy form (a "**Proxy**"); and
 - (h) a voting letter (the "**Voting Letter**").
7. The Creditor Notice Package shall be deemed to be sufficient notice for the purpose of the holding of the First Meeting of Creditors and the holding of the Proposal Meeting.
8. The Proposal Meeting shall be held immediately following the holding of the First Meeting of Creditors on December 1, 2014.
9. The form of the Proposal is hereby approved for filing and the Trustee is hereby authorized to present a single, consolidated Proposal for consideration at a duly convened meeting of the creditors of the Bankrupt Entities for the purposes of considering the Proposal.
10. The Trustee may administer the proposal proceedings of the Bankrupt Entities under Part III, Division I of the BIA on a consolidated basis, as follows:
- (a) The Trustee is authorized to carry out its administrative duties and responsibilities as proposal trustee under the BIA as if such proposal proceedings were a single proposal proceeding under the BIA, including, without limitation, as follows:
 - (i) meetings of creditors of the Bankrupt Entities may be convened and conducted jointly;
 - (ii) the Trustee is authorized to issue consolidated reports in respect of the Bankrupt Entities; and
 - (iii) the Trustee is authorized to deal with all filings and notices relating to the proposal proceedings of the Bankrupt Entities as required under the BIA on a consolidated basis.
11. All claims filed or deemed to be filed in the CCAA Proceedings with respect to the Bankrupt Entities pursuant to the terms and provisions of the Claims Procedure Order shall be used in the bankruptcy proceedings of the Bankrupt Entities and a creditor who has filed, or has been deemed to have filed, a Proof of Claim (as defined in the Claims Procedure Order) in the CCAA Proceedings with respect to the Bankrupt Entities shall not be required to file an additional Proof of Claim in the bankruptcy proceedings of the Bankrupt Entities.
12. Those creditors that have a Restructuring Claim or a Secured Mortgage Lender Claim against the Applicants and who have not filed a Proof of Claim in the CCAA Proceedings (the "**Remaining Restructuring and Secured Mortgage Lender Claimants**") must file a Restructuring and Secured

- 4 -

Mortgage Lender Proof of Claim with the Trustee by December 19, 2014 and those claims of Remaining Restructuring and Secured Mortgage Lender Claimants who do not file a Restructuring and Secured Mortgage Lender Proof of Claim by December 19, 2014 shall be forever extinguished and barred without further act or notification.

13. The following requirements under the BIA are hereby dispensed with:
 - (a) publication by the Trustee of the notice of the First Meeting of Creditors pursuant to section 104(2) of the BIA;
 - (b) approval of the Proposal by inspectors of the Bankrupt Entities pursuant to section 50(3) of the BIA;
 - (c) to report as to the appraisal and investigation of the affairs of the Bankrupt Entities pursuant to section 50(5); and
 - (d) to file a cash flow statement pursuant to section 50(6) of the BIA.
14. The Trustee is hereby be directed to file the Proposal with the Official Receiver by no later than November 21, 2014.
15. The requirement that the Trustee send a notice (the "Notice") pursuant to section 58 of the BIA of the hearing of the application for the Court's approval of the Proposal (the "Sanction Hearing") at least fifteen days before the date of such hearing, to the Bankrupt Entities and to every creditor of the Bankrupt Entities who has a proven claim is hereby abridged such that the Trustee shall send the Notice on the date that is one day following the holding of the Proposal Meeting provided that the Proposal is approved in accordance with the terms of the BIA (other than as modified herein).
16. The time for the hearing of the Sanction Hearing is hereby abridged such that the Sanction Hearing will be heard by the Court on December 5, 2014.
17. No later than three days prior to the Sanction Hearing, the Trustee shall post a copy of the Notice of Application and the Second Report of the Trustee, to be filed in connection with the Sanction Hearing, on the Trustee's Website and shall deliver a copy of such Notice of Application and Second Report of the Trustee by email or regular mail to all creditors of the Bankrupt Entities and such delivery shall constitute sufficient delivery and notice of the Sanction Hearing.
18. NKPG Services Inc. in its capacity as agent for the Class B Term Note Holders, shall be authorized to vote on the Proposal on behalf of the holders of the Class B Term Notes issued pursuant to the Amended and Restated Loan Agreement dated February 28, 2012, between Colwood City Centre Limited Partnership, NKPG Services Ltd., and each person who purchased a promissory note issued under the Amended and Restated Loan Agreement (the "Class B Term Note Holders") solely in circumstances where such Class B Term Note Holder does not exercise its vote by submitting a Voting Letter or voting at the Proposal Meeting in person or by Proxy (a "Non-Voting Noteholder"). For greater certainty, for the purposes of tabulating the votes of creditors at the Proposal Meeting, the votes cast by

NKPG Services Inc. shall be deemed to be equal in number to the number of Non-Voting Noteholders. NKPG Services Inc. shall have no liability whatsoever to any Class B Term Note Holder or any other person or entity with respect to exercising its authority to vote on the Proposal, save for gross negligence or wilful misconduct on its part.

19. The Trustee is hereby authorized to complete the transfer of: (i) the shares of Colwood City Centre GP Inc. in 0830123 B.C. Ltd., and (ii) the legal and beneficial interest of the Bankrupt Entities in 10-2676 Wilfert Road and 104-2676 Wilfert Road (together, the "Wilfert Properties"), subject to any Secured Mortgage Lender Claims on the Wilfert Properties, to an entity directly or indirectly controlled by a Petitioner in the CCAA Proceedings.


20. The Trustee is authorized and directed to make all necessary amendments to the limited partnership agreement in respect of Colwood City Centre Limited Partnership dated January 19, 2007 as amended in order to complete the transactions as contemplated in the Restructuring Agreement.

21. The trustee is authorized and directed to complete the "daylight loan" transaction as described in Schedule "F" of the Restructuring Agreement.


22. The trustee is authorized and directed to take any steps or execute any conveyances, contracts, assignments or other documents reasonably necessary or advisable to complete the transaction pursuant to the Restructuring Agreement or otherwise give effect to the transaction.

23. The approval of counsel as to form listed as Schedule "A" hereto, except for counsel for the Monitor, is dispensed with.

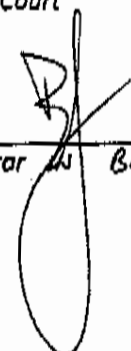
THE FOLLOWING PARTIES APPROVE THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT:



Signature
Lawyer for the Monitor
Tracy C. Sandler



CW7741459.1

By the Court


Registrar in BANKRUPTCY



Court Services Online Purchase Documents Online Request

Date: 23-JAN-2024

Sent From:

Vancouver Law Courts
800 Smithe St.
Vancouver BC V6Z2E1
Canada

Request Details:

Request Id: 599491
Transaction Id: 97119900
Court File #: VLC-S-M-214976
Date Requested: 23-JAN-2024
Requested By: HAMILTON DUNCAN LAW COR

Attention:

Lee, Samuel
HAMILTON DUNCAN LAW CORP
Fax #: 1-6045815947
slee@hamiltonduncan.com

Documents Requested:

Notice of Address for Service (20-DEC-2023) 23-JAN-2024

Comments: faxed on 23 jan 2024 yt

Thank-you for using Court Services Online

Total Pages sent including cover sheet: 2



No. M214976
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

BETWEEN:

ANAMOR C. SOTANA

PLAINTIFF

AND:

YEVETTE ANNE SOTANA, NISSAN CANADA INC.,
MANINDER BENIWAL AND X JASNEET SIDANA

DEPENDANTS

NOTICE OF ADDRESS FOR SERVICE

TAKE NOTICE that the address for service of the Defendant, Yevette Anne Sotana and Nissan Canada Inc., (the "Filing Party(ies)") is:

[] The Filing Party represented by a lawyer in the proceeding.

Name and office address of party's lawyer:

Hamilton Duncan
1450-13401 108th Avenue
Surrey, BC V3T 5T3

Additional addresses for service: serviceicbc@hamiltonduncan.com

Lawyer's fax number: 604-581-5947

Lawyer's e-mail address: Nil

Date: December 18, 2023

Gurminder Sandhu

Lawyer for the Defendant, Yevette
Anne Sotana and Nissan Canada
Inc.
Gurminder Sandhu

Rule 1-1 (1) of the Supreme Court Civil Rules defines "accessible address" as follows:

"accessible address" means an address that describes a unique and identifiable location in British Columbia that is accessible to the public during normal business hours for the delivery of documents

SCHEDULE “B”
LIST OF AUTHORITIES

1. *Electro Sonic Inc. (Re)*, [2014 ONSC 942](#)
2. *Mustang GP Ltd. (Re)*, [2015 ONSC 6562](#)
3. *Eureka 93 Inc. et. al. (Re)*, [2020 ONSC 1482](#)
4. *Ornge Global GP Inc. (Re)*, [2013 ONSC 4518](#)
5. *In the Matter of the Notice of Intention to Make a Proposal of Scotch & Soda Canada Inc.* (May 16, 2023), Court/ Estate No.: 31-2941764 ([Procedural Consolidation Order](#))
6. *In the Matter of the Bankruptcy of Walter Energy Canada Holdings Inc.* (16 December 2016), No B-160976 ([Bankruptcy Procedure Order](#))
7. *Acerus Pharmaceuticals Corporation (Re)*, (July 24, 2023), Court File No. CV-23-00693595-00CL ([CCAA Termination Order](#))
8. *James E. Wagner Cultivation Ltd., et al (Re)*, (January 31, 2022), Court File No.: CV-20-00639000-00CL ([Order](#))
9. *Quest Guardian Properties Ltd. (Re)*, [2021 BCSC 251](#)
10. *Colwood City Centre Limited Partnership et al. (Re)*, Vancouver Registry No. B141356, November 19, 2014 (Order Made After Application)

SCHEDULE "C"

TEXT OF STATUTES, REGULATIONS & BY-LAWS

Rules of Civil Procedure, RRO 1990, Reg 194

Where Order May be Made

6.01(1) Where two or more proceedings are pending in the court and it appears to the court that,

- (a) they have a question of law or fact in common;
- (b) the relief claimed in them arises out of the same transaction or occurrence or series of transactions or occurrences; or
- (c) for any other reason an order ought to be made under this rule,

the court may order that,

- (d) the proceedings be consolidated, or heard at the same time or one immediately after the other; or
- (e) any of the proceedings be,
 - (i) stayed until after the determination of any other of them, or
 - (ii) asserted by way of counterclaim in any other of them.

(2) In the order, the court may give such directions as are just to avoid unnecessary costs or delay and, for that purpose, the court may dispense with service of a notice of listing for trial and abridge the time for placing an action on the trial list.

Bankruptcy and Insolvency Act, R.S.C. 1985, c B-3

Courts vested with jurisdiction

183(1) The following courts are invested with such jurisdiction at law and in equity as will enable them to exercise original, auxiliary and ancillary jurisdiction in bankruptcy and in other proceedings authorized by this Act during their respective terms, as they are now, or may be hereafter, held, and in vacation and in chambers:

- (a) in the Province of Ontario, the Superior Court of Justice;
- (b) [Repealed, 2001, c. 4, s. 33]
- (c) in the Provinces of Nova Scotia and British Columbia, the Supreme Court;
- (d) in the Provinces of New Brunswick and Alberta, the Court of Queen's Bench;
- (e) in the Province of Prince Edward Island, the Supreme Court of the Province;

(f) in the Provinces of Manitoba and Saskatchewan, the Court of Queen's Bench;

(g) in the Province of Newfoundland and Labrador, the Trial Division of the Supreme Court; and

(h) in Yukon, the Supreme Court of Yukon, in the Northwest Territories, the Supreme Court of the Northwest Territories, and in Nunavut, the Nunavut Court of Justice.

Court may dispense with certain requirements respecting notices

187 (12) Where in the opinion of the court the cost of preparing statements, lists of creditors or other material required by this Act to be sent with notices to creditors, or the cost of sending the material or notices, is unjustified in the circumstances, the court may give leave to omit the material or any part thereof or to send the material or notices in such manner as the court may direct.

IN THE MATTER OF THE BANKRUPTCY OF PROEX LOGISTICS INC.
IN THE MATTER OF THE BANKRUPTCY OF GURU LOGISTICS INC.
IN THE MATTER OF THE BANKRUPTCY OF 1542300 ONTARIO INC.
IN THE MATTER OF THE BANKRUPTCY OF 2221589 ONTARIO INC.

Court File Nos: BK-24-03014694-0031
BK-24-03014698-0031
BK-24-03014700-0031
BK-24-03014702-0031

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

PROCEEDING COMMENCED AT
TORONTO

**FACTUM OF THE TRUSTEE
(MOTION FOR PROCEDURAL CONSOLIDATION ORDERS AND PRIOR
CLAIMS ORDER)**

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Lawyers for KSV Restructuring Inc. in its capacity as Trustee