
**Tenth Report to Court of Duff &
Phelps Canada Restructuring Inc.
as CCAA Monitor of Unique
Broadband Systems, Inc. and UBS
Wireless Services Inc.**

July 23, 2012

Contents

	Page
1.0 Introduction.....	1
1.1 Purposes of this Report.....	2
1.2 Currency	2
1.3 Restrictions	2
2.0 Background	3
3.0 Claims Process.....	3
4.0 Cash Flow	4
4.1 Receipts and Disbursements for the Period March 17, 2012 to July 13, 2012.....	4
4.2 Cash Flow for the Period ending October 26, 2012	4
5.0 Company's Request for an Extension	4
6.0 Overview of the Monitor's Activities	5
7.0 Fees and Disbursements of the Monitor and its Counsel	6
7.1 Service.....	7
8.0 Conclusion and Recommendation	7

Appendices

Tab

Cash Flow Variance.....	A
Weekly Cash Flow Projection for the Period ending October 26, 2012	B
Affidavit of Fees of Robert Kofman	C
Affidavit of Fees of Tracy L. Wynne	D
Affidavit of Fees of Natasha J. MacParland	E

Court File No.: CV-11-9283-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,
R.S.C. 1985, c.C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT
OF
UNIQUE BROADBAND SYSTEMS, INC.

TENTH REPORT OF DUFF & PHELPS CANADA RESTRUCTURING INC.
AS CCAA MONITOR OF
UNIQUE BROADBAND SYSTEMS, INC.
AND UBS WIRELESS SERVICES INC.

July 23, 2012

1.0 Introduction

Pursuant to an order ("Initial Order") of the Ontario Superior Court of Justice (Commercial List) ("Court") made on July 5, 2011, Unique Broadband Systems, Inc. ("UBS") and UBS Wireless Services Inc. ("Wireless") (UBS and Wireless are jointly referred to as the "Company") were granted protection under the *Companies' Creditors Arrangement Act* ("CCAA") and RSM Richter Inc. ("Richter") was appointed as the monitor ("Monitor"). Pursuant to a Court order made on December 12, 2011 (the "Substitution Order"), Duff & Phelps Canada Restructuring Inc. ("D&P"), as part of its acquisition of the Toronto restructuring practice of Richter, was substituted in place of Richter as Monitor¹.

Pursuant to an order of the Court made on April 13, 2012, the Company's stay of proceedings expires on July 30, 2012.

¹ On December 9, 2011, the assets used by Richter in its Toronto restructuring practice were acquired by D&P. Pursuant to the Substitution Order, D&P was substituted in place of Richter in certain ongoing mandates, including acting as Monitor in these proceedings. The licensed trustees/restructuring professionals overseeing this mandate prior to December 9, 2011 remain unchanged.

1.1 Purposes of this Report

The purposes of this report (“Report”) are to:

- a) Provide background information about the Company and these CCAA proceedings;
- b) Provide an update on the process to determine disputed claims filed against the Company pursuant to the claims process (“Claims Process”) approved by a Court order made August 4, 2011 (“Claims Order”);
- c) Report on the Company’s weekly cash flow projection for the period ending October 30, 2012 (“Cash Flow”); and
- d) Recommend that this Honourable Court make an order:
 - Granting the Company’s request for an extension of the stay of proceedings from July 30, 2012, the date the current stay expires, to October 26, 2012;
 - Approving the fees and disbursements of the Monitor and its counsel, from the date of the Initial Order to June 30, 2012 (as set out in Section 7); and
 - Approving the Monitor’s actions and activities, as described in this Report.

1.2 Currency

Unless otherwise noted, all currency references in this Report are to Canadian dollars.

1.3 Restrictions

In preparing this Report, the Monitor has relied upon unaudited financial information prepared by the Company’s representatives, the Company’s books and records and discussions with its representatives. The Monitor has not performed an audit or other verification of such information. An examination of the Company’s financial forecasts as outlined in the *Canadian Institute of Chartered Accountants Handbook* has not been performed. Future oriented financial information relied upon in this Report is based on the Company’s representative’s assumptions regarding future events; actual results achieved may vary from this information and these variations may be material. The Monitor expresses no opinion or other form of assurance with respect to the accuracy of any financial information presented in this Report, or relied upon by the Monitor.

2.0 Background

Background information concerning the Company is detailed in the affidavit of Robert Ulicki (the “Ulicki Affidavit”), a director of the Company, sworn July 4, 2011 and filed with the Company’s CCAA application materials. The Ulicki Affidavit details, *inter alia*, the Company’s history, financial position, ownership interest in LOOK Communications Inc. (“Look”) and litigation.

Additional information concerning the Company and these proceedings is provided in the proposed monitor’s report and the Monitor’s reports filed in these proceedings. Copies of these reports can be found on the Monitor’s website at: www.duffandphelps.com/restructuringcases.

3.0 Claims Process

As previously reported, fourteen claims were filed in the Claims Process. The most significant claims relate to litigation commenced prior to these CCAA proceedings and were filed by two creditor groups, being: a) DOL Technologies Inc., Mr. Alex Dolgonos and companies affiliated with or controlled by him (collectively, “DOL Group”); and b) Jolian Investments Limited and its principal, Mr. Gerald McGoey (together, “Jolian”).

Pursuant to a Court order made April 13, 2012 (“Claims Determination Process Order”), the Court established a consolidated proceeding to determine the claims of DOL Group and Jolian (“Consolidated Proceeding”) and approved further procedures for the Company, DOL Group and Jolian to file pleadings. The Claims Determination Process Order also set a June 13, 2012 hearing date for motions by DOL Group and Jolian with respect to:

- a) Lifting the stay of proceedings for the purpose of enforcing the Judgment of Justice Marrocco dated June 24, 2011 (“Indemnity Motion”); and
- b) Adding any parties to the Consolidated Proceeding by way of third party claim or cross-claim (“Third Party Motion”).

The Court reserved its decision following the June 13, 2012 hearing.

Thereafter, and as described in the Monitor’s Ninth Report to Court dated July 5, 2012, the Company and DOL Group settled all known claims that exist between them (“Settlement”). The Court approved the Settlement pursuant to an order made July 6, 2012. As part of the Settlement, on July 12, 2012, the UBS board was reconstituted, through to the conclusion of the CCAA proceedings with Victor Wells and Ken Taylor (together, the “New Directors”) joining Mr. Ulicki as UBS directors. Grant McCutcheon and Henry Eaton resigned as directors.

The Company is awaiting the Court’s decision regarding the Third Party Motion in order to formulate and schedule the remaining stages of the process to determine Jolian’s claims (such as documentary discovery, oral discovery and trial procedures).

4.0 Cash Flow

4.1 Receipts and Disbursements for the Period March 17, 2012 to July 13, 2012

A comparison of the Company's budget to actual results for the period referenced above is provided in Appendix "A". The Company had \$2.4 million on hand as at July 13, 2012 compared to \$2 million which had been projected. Variances in the period principally relate to timing differences associated with professional fee payments.

4.2 Cash Flow for the Period ending October 26, 2012

The Cash Flow, together with Management's report on the cash-flow statement as required by Section 10(2)(b) of the CCAA, and the Monitor's report on the cash-flow statement as required by Section 23(1)(b) of the CCAA, are attached as Appendix "B". The Monitor has reviewed the Cash Flow and believes it to be reasonable.

The Cash Flow continues to reflect that the Company has limited receipts and disbursements, with the main disbursements relating to payroll, rent and professional fees. The Company's cash flow was enhanced on March 21, 2012 when Look paid a dividend to its shareholders in the amount of \$7 million, which generated \$2.7 million for the Company.

The Company is projecting a cash balance of \$1.4 million as at October 26, 2012.

5.0 Company's Request for an Extension

The Company is seeking an extension of the stay of proceedings to October 30, 2012. The Monitor supports the Company's request for an extension of the stay of proceedings for the following reasons:

- The Company is acting in good faith and with due diligence;
- It should not prejudice any employee or creditor, as the Company is projected to have sufficient funds to pay post-filing services and supplies in the amounts contemplated by the Cash Flow;
- It would allow the Company the opportunity to seek Court approval of the remaining stages of the process to determine Jolian's claims and advance that process, potentially to the trial phase; and
- It would allow the Company and the New Directors, along with Mr. Ulicki, time to consider how to maximize the value of UBS's interest in Look and/or to develop a plan of compromise or arrangement.

6.0 Overview of the Monitor's Activities

Since March 27, 2012, the date of the Monitor's Seventh Report to Court, the Monitor's activities have included, *inter alia*, the following:

- a) Monitoring the Company's receipts and disbursements pursuant to the terms of the Initial Order;
- b) Corresponding extensively with the Company and its counsel regarding the Claims Process;
- c) Reviewing the claims filed by DOL Group and Jolian, the Company's responses to those claims and the replies filed by DOL Group and Jolian, all pursuant to the Claims Determination Process Order;
- d) Corresponding with counsel representing DOL Group and Jolian regarding their claims and motions heard by the Court;
- e) Reviewing materials issued by DOL Group with respect to a partial takeover bid of UBS's shares;
- f) Preparing the Monitor's Eighth Report to Court dated June 7, 2012 regarding the Indemnity Motion and Third Party Motion;
- g) Reviewing transcripts, facts and other Court materials related to the Indemnity Motion and Third Party Motion;
- h) Attending at Court on June 13, 2012 regarding the Indemnity Motion and Third Party Motion;
- i) Corresponding with counsel representing certain of the parties named in the Third Party Motion;
- j) Reviewing information provided to UBS's shareholders in advance of the proposed annual general meeting on July 11, 2012, including information circulars from the Company and DOL Group;
- k) Considering and attending to matters related to the Settlement, including meeting on June 29, 2012 with Messrs. Wells and Taylor;
- l) Reviewing materials related to the Settlement, including press releases and the Settlement agreements;
- m) Preparing the Monitor's Ninth Report to Court dated July 5, 2012 regarding the Settlement;
- n) Attending at Court on July 6, 2012 regarding the Settlement motion;

-
- o) Participating in numerous discussions and considering the potential sale of the Company's shares of Look;
 - p) Reviewing correspondence from counsel representing Look with respect to the status of the action commenced by Look against its former directors and officers;
 - q) Considering issues related to an inquiry by Autorité des marchés financiers (AMF), the Company's securities regulator in Quebec;
 - r) Reviewing the Company's press releases;
 - s) Responding to creditor inquiries; and
 - t) Drafting this Report.

7.0 Fees and Disbursements of the Monitor and its Counsel

Attached as Appendix "C" is an affidavit of fees sworn by Robert Kofman, the Managing Director of D&P with overall responsibility for this matter. The Monitor's fee affidavit includes copies of the Monitor's statements of account from June 24, 2011 to June 30, 2012. The Monitor's fees in that period totaled \$432,417 inclusive of disbursements and taxes. The Monitor's average hourly rate in the period was \$523. The Monitor has provided copies of all of its accounts to the Company on a monthly basis.

In addition to the nine reports to Court filed by the Monitor in these proceedings, the Monitor's invoices summarize its activities.

Attached as Appendix "D" is an affidavit of fees sworn by Tracy L. Wynne, a representative of Lax O'Sullivan Scott Lisus LLP ("LOSL"), the Monitor's counsel. LOSL's fee affidavit includes copies of LOSL's statements of account from October 3, 2011 to June 30, 2012.

Attached as Appendix "E" is an affidavit of fees sworn by Natasha J. MacParland, a representative of Davies Ward Phillips & Vineberg LLP ("Davies") from June 20, 2011 to June 30, 2012. Davies had been the Monitor's counsel from the date of the Initial Order to October 2, 2011 and is currently the Monitor's co-counsel with respect to, among other things, securities issues in connection with the potential sale of the Company's interest in Look.

The combined fees of Davies and LOSL in the period, inclusive of disbursements and taxes, totaled \$306,940. The Davies and LOSL invoices have been provided to the Company as rendered. The Monitor has reviewed the accounts of Davies and LOSL and believes them to be reasonable. The Monitor is of the view that the hourly rates charged by both Davies and LOSL are consistent with the hourly rates charged by other major law firms in Toronto providing insolvency and restructuring advice. The Monitor notes that both Davies and LOSL have used only a limited number of lawyers on the matter.

The Monitor respectfully requests that this Court approve its fees and the fees and disbursements of Davies and LOSL, as detailed in Appendices "C", "D" and "E".

7.1 Service

As this Report is being served on short notice, the draft form of Court order provides that approval of the fees set out above shall become effective on August 2, 2012 if no party objects by August 1, 2012, being seven business days after service of this Report.

8.0 Conclusion and Recommendation

Based on the foregoing, the Monitor respectfully recommends that this Honourable Court make an order granting the relief detailed in Section 1.1 (d) of this Report.

* * *

All of which is respectfully submitted,

Duff + Phelps Canada Restructuring Inc.

**DUFF & PHELPS CANADA RESTRUCTURING INC.
IN ITS CAPACITY AS COURT APPOINTED CCAA MONITOR OF
UNIQUE BROADBAND SYSTEMS, INC. AND
UBS WIRELESS SERVICES INC.
AND NOT IN ITS PERSONAL CAPACITY**

Appendix “A”

Unique Broadband Systems, Inc. and UBS Wireless Services Inc.
Variance Analysis

For the period March 17, 2012 to July 13, 2012

(\$: Unaudited)



	CUMULATIVE			
	BUDGET	ACTUAL	VARIANCE	VARIANCE (%)
Receipts:				
HST recovery	153,178	172,936	19,758	13%
Cash receipts	2,186	7,429	5,243	240%
Total cash receipts	155,364	180,365	25,001	16%
Business Expenses:				
Payroll expenses	97,372	84,391	12,981	13%
Consulting	42,377	49,910	(7,533)	-18%
Automobile expenses	2,400	2,305	95	4%
Group insurance	6,122	7,860	(1,738)	-28%
Rent	6,780	6,780	-	0%
Office and general	3,970	2,927	1,043	26%
Postage and delivery	400	70	330	83%
Telephone	1,000	1,140	(140)	-14%
Cellular	690	587	103	15%
Bank charges	600	277	877	146%
Equity Transfer/TSX (shareholder administration)	8,426	5,930	2,496	30%
Audit fees	41,528	43,604	(2,076)	-5%
Corporate tax return preparation / advice	23,238	23,238	-	0%
Director fees	15,408	15,408	-	0%
AGM costs	80,000	78,967	1,033	1%
Quarterly or annual reporting (IFRS)	10,043	6,780	3,263	32%
E-discovery costs	24,723	-	24,723	100%
Professional fees re restructuring proceedings	1,061,931	705,729	356,202	34%
Miscellaneous expenses	4,000	4,600	(600)	-15%
Total Business Expenses	1,431,008	1,039,949	391,058	27%
Opening cash balance	3,252,653	3,252,653	-	
Net cash flows	(1,275,643)	(859,584)	416,059	
Cash Available for Disbursement	1,977,010	2,393,069	416,059	

Appendix “B”

Projected Statement of Cash Flows⁽¹⁾

For the period July 14, 2012 to October 26, 2012

(\$: Unaudited)



	Week Ending													TOTAL	
	20-Jul-12	27-Jul-12	3-Aug-12	10-Aug-12	17-Aug-12	24-Aug-12	31-Aug-12	7-Sep-12	14-Sep-12	21-Sep-12	28-Sep-12	5-Oct-12	12-Oct-12		19-Oct-12
Receipts:															
HST recovery ⁽²⁾	51,446	-	-	-	-	13,105	-	-	-	-	-	53,978	-	-	41,818
Miscellaneous cash receipts	-	-	2,000	-	-	-	2,000	-	-	-	-	2,000	-	-	-
Total Receipts	51,446	-	2,000	-	-	13,105	2,000	-	-	-	-	53,978	2,000	-	41,818
Disbursements:															
Payroll expenses ⁽³⁾	10,788	-	6,099	-	6,099	-	6,099	-	6,099	-	6,099	-	6,099	-	6,099
Consulting ⁽⁴⁾	2,825	-	10,359	2,430	2,825	-	2,825	-	2,825	-	2,825	-	2,825	-	2,825
Automobile expenses	-	-	600	-	-	-	-	300	-	-	-	300	-	-	-
Group insurance	1,965	-	-	-	1,965	-	-	-	1,838	-	-	-	-	-	1,838
Rent	2,260	-	-	-	1,130	-	189	-	-	-	189	-	-	-	-
Office and general	586	250	586	-	586	250	586	-	300	586	-	586	-	300	586
Postage and delivery	-	100	-	-	-	100	-	-	100	-	-	-	-	-	100
Telephone	-	250	-	-	-	250	-	-	250	-	-	-	-	-	250
Cellular	-	175	-	-	-	175	-	-	175	-	-	-	-	-	175
Bank charges	-	-	150	-	-	-	-	150	-	-	-	150	-	-	-
Equity Transfer/TSX (shareholder administration)	-	850	-	-	850	-	-	-	850	-	-	-	-	-	850
Audit fees ⁽⁵⁾	-	-	-	-	-	-	-	11,865	-	-	-	-	-	-	11,865
Director fees ⁽⁶⁾	-	4,791	-	-	-	-	10,951	-	-	-	-	-	-	-	-
D&O Insurance	-	-	-	-	-	-	-	-	-	-	-	85,000	-	-	-
Professional fees re restructuring proceedings ⁽⁷⁾	-	91,832	-	279,951	-	75,000	78,403	-	75,000	184,512	-	-	75,000	100,000	959,698
Miscellaneous expenses	-	-	-	1,000	-	-	-	1,000	-	-	-	1,000	-	-	3,000
Total Disbursements	18,424	98,248	17,794	283,381	12,605	76,625	99,053	13,315	6,685	81,338	276,197	4,464	6,685	79,963	1,194,703
Opening cash balance ⁽⁸⁾	2,393,069	2,426,091	2,327,842	2,312,048	2,028,667	2,016,062	1,952,542	1,855,489	1,842,174	1,835,489	1,754,151	1,531,932	1,529,468	1,522,783	1,442,820
Net cash flows	33,022	(98,248)	(15,794)	(283,381)	(12,605)	(63,520)	(97,053)	(13,315)	(6,685)	(81,338)	(222,219)	(2,464)	(6,685)	(79,963)	(78,107)
Cash Available for Disbursement	2,426,091	2,327,842	2,312,048	2,028,667	2,016,062	1,952,542	1,855,489	1,842,174	1,835,489	1,754,151	1,531,932	1,529,468	1,522,783	1,442,820	1,364,714

Notes to Projected Statement of Cash Flows

For the Period July 14, 2012 to October 26, 2012

(Unaudited)



Purpose and General Assumptions

1. The purpose of the projection is to present the forecast of the cash flow of Unique Broadband Systems, Inc. ("UBS") and UBS Wireless Services Inc. ("UBS Wireless") (UBS and UBS Wireless are jointly referred to as the "Company") for the period July 14 to October 26, 2012 ("Period") in respect of its proceedings pursuant to the *Companies' Creditors Arrangement Act*.

The projected cash flow statement has been prepared based on hypothetical and most probable assumptions developed and prepared by the Company.

Specific Assumptions

2. Relates to Harmonized Sales Tax refunds that the Company anticipates receiving from Canada Revenue Agency during the Period.
3. Includes gross salaries, benefits and government remittances for two employees.
4. Includes payments for contract employees.
5. Payment to the Company's auditors for public company purposes.
6. Fees are paid once per quarter to the Company's three directors.
7. Professional fees related to the restructuring proceedings, including the fees of the Monitor and its legal counsel, Lax O'Sullivan Scott Lisus LLP, legal counsel for the Company's Board of Directors, Wardle Daley Bernstein LLP, and for the Company's legal counsel, Gowling Lafleur Henderson LLP.
8. The opening cash balance includes cash-on-hand and cash equivalents as at July 14, 2012, and excludes a \$50,000 cash deposit held as security in respect of the Company's corporate credit card.

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

**IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,
R.S.C. 1985, c.C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
UNIQUE BROADBAND SYSTEMS, INC. AND
UBS WIRELESS SERVICES INC.**

MANAGEMENT'S REPORT ON CASH FLOW STATEMENT
(paragraph 10(2)(b) of the CCAA)

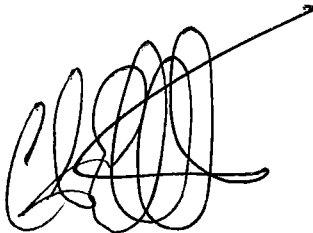
The management of Unique Broadband Systems, Inc. and UBS Wireless Services Inc. (jointly the "Company") has developed the assumptions and prepared the attached statement of projected cash flow as of the 13th day of July, 2012 for the period July 14, 2012 to October 26, 2012 ("Cash Flow").

The hypothetical assumptions are reasonable and consistent with the purpose of the Cash Flow as described in Note 1 to the Cash Flow, and the probable assumptions are suitably supported and consistent with the plans of the Company and provide a reasonable basis for the Cash Flow. All such assumptions are disclosed in Notes 2 to 8.

Since the Cash Flow is based on assumptions regarding future events, actual results will vary from the information presented and the variations may be material.

The Cash Flow has been prepared solely for the purpose outlined in Note 1, using a set of hypothetical and probable assumptions set out in Notes 2 to 8. Consequently, readers are cautioned that the Cash Flow may not be appropriate for other purposes.

Dated at Toronto, Ontario this 23rd day of July, 2012.



Fraser Elliott, Chief Financial Officer
Unique Broadband Systems, Inc. and UBS Wireless Services Inc.

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

**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, c.C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
UNIQUE BROADBAND SYSTEMS, INC.
AND UBS WIRELESS SERVICES INC.**

**MONITORS' REPORT ON CASH FLOW STATEMENT
(paragraph 23(1)(b) of the CCAA)**

The attached statement of projected cash-flow of Unique Broadband Systems Inc. and UBS Wireless Services Inc. (jointly "Company"), as of the 13th day July, 2012, consisting of a weekly projected cash flow statement for the period July 14, 2012, to October 26, 2012 ("Cash Flow") has been prepared by the management of the Company for the purpose described in Note 1, using the probable and hypothetical assumptions set out in Notes 2 to 8.

Our review consisted of inquiries, analytical procedures and discussion related to information supplied by the management and employees of the Company. Since hypothetical assumptions need not be supported, our procedures with respect to them were limited to evaluating whether they were consistent with the purpose of the Cash Flow. We have also reviewed the support provided by management for the probable assumptions and the preparation and presentation of the Cash Flow.

Based on our review, nothing has come to our attention that causes us to believe that, in all material respects:

- a) the hypothetical assumptions are not consistent with the purpose of the Cash Flow;
- b) as at the date of this report, the probable assumptions developed by management are not suitably supported and consistent with the plans of the Company or do not provide a reasonable basis for the Cash Flow, given the hypothetical assumptions; or
- c) the Cash Flow does not reflect the probable and hypothetical assumptions.

Since the Cash Flow is based on assumptions regarding future events, actual results will vary from the information presented even if the hypothetical assumptions occur, and the variations may be material. Accordingly, we express no assurance as to whether the Cash Flow will be achieved. We express no opinion or other form of assurance with respect to the accuracy of any financial information presented in this report, or relied upon in preparing this report.

The Cash Flow has been prepared solely for the purpose described in Note 1 and readers are cautioned that it may not be appropriate for other purposes.

Dated at Toronto this 23rd day of July, 2012.

Duff + Phelps Canada Restructuring Inc.

**DUFF & PHELPS CANADA RESTRUCTURING INC.
IN ITS CAPACITY AS COURT-APPOINTED CCAA MONITOR OF
UNIQUE BROADBAND SERVICES, INC. AND UBS WIRELESS SERVICES INC.
AND NOT IN ITS PERSONAL CAPACITY**

Appendix “C”

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

**IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT,
R.S.C. 1985, c.C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT
OF
UNIQUE BROADBAND SYSTEMS, INC.**

**AFFIDAVIT OF ROBERT KOFMAN
(Sworn July 23, 2012)**

I, Robert Kofman, of the City of Toronto, in the Province of Ontario, MAKE OATH AND SAY:

1. I am a Managing Director of Duff & Phelps Canada Restructuring Inc. ("D&P"). I was formerly a co-president of RSM Richter Inc. ("Richter").
2. Pursuant to an Order of the Ontario Superior Court of Justice – Commercial List (the "Court") made on July 5, 2011 ("Initial Order"), Unique Broadband Systems, Inc. ("UBS") and UBS Wireless Services Inc. ("Wireless") (UBS and Wireless are jointly referred to as the "Company") were granted protection under the *Companies' Creditors Arrangement Act* ("CCAA") and RSM Richter Inc. ("Richter") was appointed as the monitor ("Monitor").
3. On December 9, 2011, D&P acquired Richter's restructuring practice in Toronto. Pursuant to a Court order made on December 12, 2011, D&P was substituted in place of Richter as Monitor.
4. I have managed this mandate since the date of the Initial Order. As such, I have knowledge of the matters to which I hereinafter depose.

5. On July 23, 2012, the Monitor executed its Tenth Report to Court in which it outlined its activities with respect to the Company as well as provided information with respect to its fees.

6. Richter rendered accounts as Monitor from July 5, 2011 to November 30, 2011. D&P rendered accounts as Monitor from December 1, 2011 to June 30, 2012. Richter also rendered one invoice dated July 14, 2011 for activities from June 24, 2011 to July 4, 2011 in respect of activities related to preparing for the CCAA filing (including reviewing motion materials and familiarizing its professionals with the business and litigation).

7. I hereby confirm that attached as Exhibit "A" hereto are true copies of the accounts of Richter and D&P for the periods indicated and confirm that these accounts accurately reflect the services provided by Richter and D&P in this matter and the fees and disbursements claimed by it.

8. Richter and D&P typically rendered monthly invoices. All invoices were sent to and reviewed by the Company.

9. Additionally, attached hereto as Exhibit "B" is a summary of additional information with respect to all members of Richter and D&P who have worked on this matter, including their role, hours and rates, and I hereby confirm that the list represents an accurate account of such information. The hourly rates charged are consistent with those charged by other firms having restructuring practices and practicing in downtown Toronto.

10. I consider the accounts to be fair and reasonable considering the circumstances connected with this administration.

11. I also confirm that the Monitor has not received, nor expects to receive, nor has the Monitor been promised any remuneration or consideration other than the amount claimed in the accounts.

SWORN BEFORE ME at the City of Toronto, on July 23, 2012.


A Commissioner, etc.


Robert Kofman

**Renee Fern Schwartz, a Commissioner, etc.,
Province of Ontario, for Duff & Phelps Canada
Restructuring Inc., Trustee in Bankruptcy.
Expires April 11, 2015.**

RSM Richter

July 14, 2011

This is Exhibit "A" referred to in the affidavit of Robert Kofman sworn before me, this 23rd day of July 2011

Renee Schwartz
A COMMISSIONER FOR TAKING AFFIDAVITS

RSM Richter Inc.

200 King St. W., Suite 1100, P.O. Box 48
Toronto, ON M5H 3T4
Tel: 416.932.8000 Fax: 416.932.6200
www.rsmrichter.com

Unique Broadband Systems, Inc.
and UBS Wireless Services Inc.

Renee Fern Schwartz, a Commissioner, etc.,
Province of Ontario, for Duff & Phelps Canada
Restructuring Inc., Trustee in Bankruptcy.
Expires April 11, 2015.

HST#: 893773846 RT0001
Invoice #: 70-100129
Client ID: 11-9065
LB:rk

INVOICE

Re: **Unique Broadband Systems, Inc. and UBS Wireless Services Inc. (jointly, the "Company")**
File No.: 11-9065

For professional services rendered by RSM Richter Inc., in its capacity as proposed CCAA monitor ("Proposed Monitor") of the Company, for the period June 24, 2011 to July 4, 2011, including:

- Reviewing financial information provided by Company, including, *inter alia*, financial statements, intercompany loan information, information regarding the Company's tax losses and documentation related to ongoing litigation;
- Attending various meetings with the Company's board of directors, Robert Ulicki and Davies Ward Phillips & Vineberg LLP ("Davies"), the Proposed Monitor's counsel;
- Attending numerous telephone and conference calls with members of the Company's board of directors, including on June 27, 28 and 29, 2011, in preparation for the Company's CCAA filing;
- Attending a call on June 29, 2011 with the Company's Chief Financial Officer regarding the Company's draft CCAA cash flow projection ("Cash Flow Projection");
- Reviewing the Cash Flow Projection and the underlying assumptions;
- Attending numerous calls with the Company regarding the Cash Flow Projection and the financial information provided by the Company;
- Reviewing and commenting on the Company's draft CCAA application materials, including drafts of the affidavit of Robert Ulicki, the factum and the initial order;

- Drafting and finalizing the Proposed Monitor's report to Court dated July 4, 2011;
- Drafting management's report on cash flow in respect of the Cash Flow Projection and corresponding with the Company regarding same;
- Drafting and executing the Proposed Monitor's report on cash flow in respect of the Cash Flow Projection;
- Attending periodic calls and exchanging numerous emails with Gowlings Lafleur Henderson LLP, the Company's counsel, and Davies in preparation for the Company's CCAA filing;
- Convening internal meetings; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

Professional Fees	\$	22,926.25
HST		<u>2,980.41</u>
Total	\$	<u>25,906.66</u>

RSM Richter Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.

Time Summary

For the Period June 24, 2011 to July 4, 2011

Personnel	Rate (\$)	Hours	Amount (\$)
Robert Kofman	625	16.25	10,156.25
Lana Bezner	500	25.25	12,625.00
Other Staff and Administration			145.00
			<u>22,926.25</u>

RSM Richter

August 12, 2011

RSM Richter Inc.
200 King St. W., Suite 1100, P.O. Box 48
Toronto, ON M5H 3T4
Tel: 416.932.8000 Fax: 416.932.6200
www.rsmrichter.com

Unique Broadband Systems, Inc.
and UBS Wireless Services Inc.

HST#: 893773846 RT0001
Invoice #: 30-100316
Client ID: 11-9086
LB:rk

INVOICE

Re: Unique Broadband Systems, Inc. and UBS Wireless Services Inc. (jointly, the "Company")
File No.: 11-9086

For professional services rendered by RSM Richter Inc., in its capacity as CCAA monitor ("Monitor") of the Company, for the period July 5, 2011 to July 31, 2011, including:

- Reviewing information regarding the Company, including information related to the ongoing litigation;
- Attending at Court on July 5, 2011;
- Attending a meeting on July 6, 2011 with Davies Ward Phillips & Vineberg LLP ("Davies"), the Monitor's counsel, Gowling Lafleur Henderson LLP ("Gowling"), the Company's counsel, the Company's Chief Financial Officer and two members of the Company's board of directors;
- Drafting and finalizing the CCAA notice to the Company's creditors and mailing same to the creditors on July 6, 2011;
- Preparing a newspaper advertisement of the CCAA proceedings, which appeared in the *Globe and Mail* newspaper on July 11 and 18, 2011;
- Preparing the CCAA Form 1 and filing same with the Superintendent of Bankruptcy on July 6, 2011;
- Preparing the CCAA Form 2 and filing same with the Superintendent of Bankruptcy on July 11, 2011;
- Preparing a list of the Company's creditors, including their names, addresses and estimated amounts owing, and posting same on the Monitor's website on July 11, 2011;

- Attending a call on July 14, 2011 with Davies;
- Attending a call on July 18, 2011 with Robert Ulicki, one of the Company's directors, regarding a sale transaction completed by the Company in 2003 ("2003 Transaction");
- Reviewing documentation provided by Mr. Ulicki regarding the 2003 Transaction;
- Corresponding with the individual responsible for managing the Company's information technology regarding details related to Company computer hardware and electronic files potentially in the possession of two of the Company's former officers ("Computer Possession Issue");
- Corresponding with Davies and with counsel to the two former officers regarding the Computer Possession Issue;
- Attending a call on July 20, 2011 with Gowling and Davies regarding the Company's proposed claims process ("Claims Process");
- Reviewing a statement of claim filed by Look Communications Inc. ("Look") against certain of Look's former officers and directors;
- Attending a call on July 21, 2011 with Davies and Goodmans LLP, counsel to Look, regarding the Look litigation proceedings;
- Drafting the Monitor's first report to Court ("First Report");
- Attending a call on July 22, 2011 with Davies regarding the First Report;
- Reviewing and incorporating comments provided by Davies on the First Report;
- Monitoring the Company's receipts and disbursements and corresponding with the Company's controller regarding same;
- Reviewing the weekly variance analyses prepared by the Company for the three weeks ending July 22, 2011 and corresponding with the Company regarding same;
- Attending a call on July 28, 2011 with Davies and Gowling;
- Reviewing and commenting on the Company's draft claims process and stay extension order in respect of the Company's motion returnable August 4, 2011;
- Reviewing the cash flow projection and the underlying assumptions, prepared by the Company for the period ending September 30, 2011 ("Cash Flow Projection");

- Attending calls with the controller regarding the Cash Flow Projection;
- Drafting management's report on cash flow in respect of the Cash Flow Projection and corresponding with the Company regarding same;
- Drafting the Proposed Monitor's report on cash flow in respect of the Cash Flow Projection;
- Attending periodic calls and exchanging numerous emails with Gowling and Davies, regarding these proceedings;
- Convening internal meetings; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

Professional fees	\$	30,533.75
Out-of-pocket disbursements		<u>3,121.56</u>
		33,655.31
HST		<u>4,375.19</u>
Total	\$	<u>38,030.50</u>

RSM Richter Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period July 5, 2011 to July 31, 2011

Personnel	Rate (\$)	Hours	Amount (\$)
Robert Kofman	625	30.45	19,031.25
Lana Bezner	500	20.50	10,250.00
Other Staff and Administration			1,252.50
			<hr/> 30,533.75
Out of Pocket Disbursements (newspaper advertisement)			3,121.56
			<hr/> <hr/> 33,655.31

RSM Richter

September 8, 2011

RSM Richter Inc.

200 King St. W., Suite 1100, P.O. Box 48
Toronto, ON M5H 3T4
Tel: 416.932.8000 Fax: 416.932.6200
www.rsmrichter.com

Unique Broadband Systems, Inc.
and UBS Wireless Services Inc.

HST#: 893773846 RT0001
Invoice #: **30-100323**
Client ID: 11-9086
LB:rk

INVOICE

Re: Unique Broadband Systems, Inc. and UBS Wireless Services Inc. (jointly, the "Company")
File No.: 11-9086

For professional services rendered by RSM Richter Inc., in its capacity as CCAA monitor ("Monitor") of the Company, for the period August 1, 2011 to August 31, 2011, including:

- Finalizing the Monitor's first report to Court dated August 2, 2011, in respect of the Company's motion returnable August 4, 2011 ("Motion");
- Reviewing and commenting on the draft Court order and notice of motion prepared by Gowling Lafleur Henderson LLP ("Gowling"), the Company's counsel, in respect of the Motion;
- Reviewing a draft notice ("Notice") advertising the claims process ("Claims Process") and arranging for same to appear in the *Globe and Mail Newspaper* on August 11, 2011;
- Finalizing the proof of claim document package, including an instruction letter, the Notice and a proof of claim form, and mailing same to the Company's known creditors on August 11, 2011;
- Logging proofs of claim filed in the Claims Process;
- Attending a call on August 16, 2011 with Davies Ward Phillips & Vineberg LLP ("Davies"), the Monitor's counsel, Gowling, Grant McCutcheon, the Company's Chief Executive Officer and Robert Ulicki, a board member;
- Attending a call on August 22, 2011 with Davies, Gowling and Mr. Ulicki;
- Attending a call on August 24, 2011 with Mr. McCutcheon;

- Attending a call on August 26, 2011 with Davis Moldaver LLP, counsel to one of the Company's creditors;
- Monitoring the Company's receipts and disbursements and corresponding with the Company's controller regarding same;
- Reviewing the weekly variance analyses prepared by the Company for the weeks ending July 29, 2011, August 5, 12, 19 and 26, 2011;
- Reviewing versions of the updated cash flow projection and the underlying assumptions prepared by the Company for the period August 20, 2011 to November 4, 2011 ("Updated Cash Flow");
- Corresponding on a frequent basis with the Company's controller, including attending calls on August 10, 12, 19 and 24, regarding the receipts and disbursements, the variance analyses and the Updated Cash Flow;
- Reviewing materials filed by Look Communications Inc. in respect of its legal proceedings commenced against Michael Cytrynbaum, First Fiscal Management Ltd., Gerald McGoey, Jolian Investments Limited, Stuart Smith, Scott Colbran, Jason Redman, Alex Dolgonos and DOL Technologies Inc.;
- Attending periodic calls and exchanging numerous emails with Gowling and Davies, regarding these proceedings;
- Convening internal meetings; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

Professional fees	\$ 18,280.00
Out-of-pocket disbursements (newspaper advertisement and postage)	<u>2,894.46</u>
	21,174.46
HST	<u>2,852.68</u>
Total	<u>\$ 23,927.14</u>

RSM Richter Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period August 1, 2011 to August 31, 2011

Personnel	Rate (\$)	Hours	Amount (\$)
Robert Kofman	625	17.00	10,625.00
Lana Bezner	500	12.30	6,150.00
Other Staff and Administration			1,505.00
			<u>18,280.00</u>
Out of Pocket Disbursements (newspaper advertisement and postage)			2,894.46
			<u><u>21,174.46</u></u>

RSM Richter

October 5, 2011

RSM Richter Inc.
200 King St. W., Suite 1100, P.O. Box 48
Toronto, ON M5H 3T4
Tel: 416.932.8000 Fax: 416.932.6200
www.rsmrichter.com

Unique Broadband Systems, Inc.
and UBS Wireless Services Inc.

HST#: 893773846 RT0001
Invoice #: **30-100347**
Client ID: 11-9086
LB:rk

INVOICE

Re: Unique Broadband Systems, Inc. and UBS Wireless Services Inc. (jointly, the "Company")
File No.: 11-9086

For professional services rendered by RSM Richter Inc., in its capacity as CCAA monitor ("Monitor") of the Company, for the period September 1, 2011 to September 30, 2011, including:

- Attending a call on September 8, 2011 with Robert Ulicki, a board member, with respect to a potential transaction involving the shares of Look Communications Inc.;
- Reviewing claims filed pursuant to the Company's claims process approved by order of the Court issued on August 4, 2011 ("Claims Process");
- Continuing to log proofs of claim filed in the Claims Process;
- Preparing and issuing the Monitor's second report to Court dated September 13, 2011, in respect of the Company's cash flow projections;
- Corresponding with certain creditors that had not filed proofs of claim by the September 19, 2011 claims bar date;
- Reviewing a notice of motion and affidavit of Alex Dolgonos with respect to the removal of the Company's directors;
- Corresponding with Gowling Lafleur Henderson LLP ("Gowlings"), the Company's legal counsel;
- Monitoring the Company's receipts and disbursements and corresponding with the Company's controller regarding same;

- Reviewing the weekly variance analyses prepared by the Company for the weeks ending September 2, 9, 16 and 23, 2011;
- Attending periodic calls and exchanging numerous emails with Gowling and Davies Ward Phillips & Vineberg LLP, the Monitor's legal counsel, regarding these proceedings;
- Convening internal meetings; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

Professional fees	\$	11,700.00
Out-of-pocket disbursements (conference call)		<u>33.95</u>
		11,733.95
HST		<u>1,525.41</u>
Total	\$	<u>13,259.36</u>

RSM Richter Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period September 1, 2011 to September 30, 2011

Personnel	Rate (\$)	Hours	Amount (\$)
Robert Kofman	625	12.20	7,625.00
Mitch Vininsky	500	5.20	2,600.00
Lana Bezner	500	1.70	850.00
Other Staff and Administration			625.00
			<hr/> 11,700.00
Out of Pocket Disbursements (conference call)			33.95
			<hr/> <hr/> 11,733.95

RSM Richter

November 1, 2011

RSM Richter Inc.
200 King St. W., Suite 1100, P.O. Box 48
Toronto, ON M5H 3T4
Tel: 416.932.8000 Fax: 416.932.6200
www.rsmrichter.com

Unique Broadband Systems, Inc.
and UBS Wireless Services Inc.
8250 Lawson Road
Milton, ON L9T 5C6

HST#: 893773846 RT0001
Invoice #: 30-100357
Client ID: 11-9086
LB:rk

INVOICE

Re: Unique Broadband Systems, Inc. and UBS Wireless Services Inc. (jointly, the "Company")
File No.: 11-9086

For professional services rendered by RSM Richter Inc., in its capacity as CCAA monitor ("Monitor") of the Company, for the period October 1, 2011 to October 31, 2011, including:

- Meeting on October 13, 2011 with the Company's board of directors, Gowling Lafleur Henderson LLP ("Gowlings"), the Company's legal counsel, and Lax O'Sullivan Scott Lisus LLP ("Lax"), the Monitor's legal counsel, to discuss processes to determine claims filed against the Company pursuant to the claims process approved by order of the Ontario Superior Court of Justice ("Court") issued on August 4, 2011 ("Claims Process");
- Corresponding with Gowlings regarding the Claims Process;
- Attending at the Court on October 24, 2011 regarding the potential scheduling of an oppression action against the Company's directors;
- Preparing and issuing the Monitor's third report to Court dated October 26, 2011, in respect of the Company's request for an extension of the stay of proceeding under the CCAA;
- Reviewing the Company's Court materials in respect of the stay extension;
- Monitoring the Company's receipts and disbursements and corresponding with the Company's controller regarding same;
- Reviewing cash flow variance analyses prepared by the Company;

- Attending periodic calls and exchanging numerous emails with Gowlings and Lax regarding these proceedings;
- Convening internal meetings; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

Professional fees	\$	18,438.75
Out-of-pocket disbursements (courier)		<u>17.50</u>
		18,456.25
HST		<u>2,399.32</u>
Total	\$	<u>20,855.57</u>

RSM Richter Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period October 1, 2011 to October 31, 2011

Personnel	Rate (\$)	Hours	Amount (\$)
Robert Kofman	625	18.75	11,718.75
Mitch Vininsky	500	12.50	6,250.00
Lana Bezner	500	0.50	250.00
Other Staff and Administration			220.00
			<u>18,438.75</u>
Out of Pocket Disbursements (courier)			17.50
			<u><u>18,456.25</u></u>

Unique Broadband Systems, Inc.
and UBS Wireless Services Inc.

February 6, 2012

Invoice#: TP00095710-819
Client No.: 670284
Reference: 39346
Project Code: 39346

INVOICE

**Re: Unique Broadband Systems, Inc. and UBS Wireless Services Inc.
(jointly, the "Company")**

For professional services rendered by Duff & Phelps Canada Restructuring Inc. (formerly RSM Richter Inc.), in its capacity as CCAA monitor ("Monitor") of the Company, for the three month period of November 1, 2011 to January 31, 2012, including:

- Continuing to meet and discuss with Gowling Lafleur Henderson LLP ("Gowlings"), the Company's legal counsel, and Lax O'Sullivan Scott Lisus LLP ("Lax"), the Monitor's legal counsel, processes to determine claims filed against the Company pursuant to the claims process approved by order of the Ontario Superior Court of Justice ("Court") issued on August 4, 2011 ("Claims Process");
- Attending in Court on November 4, 2011 regarding the scheduling of a motion to remove two of the Company's directors;
- Reviewing a requisition dated November 21, 2011 from 2064818 Ontario Inc. ("206") to call a meeting of the Company's shareholders;
- Meeting with Lax on November 30, 2011 regarding the Claims Process and claims filed thereunder;
- Reviewing affidavits, transcripts, facts and other Court materials regarding: a) the motion brought by the Company for a Court order amending paragraph 17 of the Initial Order, so as to extend the stay of proceedings to cover the action commenced by 206 against the Company's current directors; and b) the motion brought by 206 for a Court order pursuant to subsections 11.5(1) and (2) of the CCAA, removing Messrs. McCutcheon and Eaton from the Company's Board of Directors and replacing them with Robert Stikeman and Michael Pasternack (together, the "Motions");

- Reviewing correspondence from Gowlings dated December 9, 2011 regarding the Claims Process;
- Meeting with Lax on December 14, 2011 regarding the Motions;
- Preparing and issuing the Monitor's fourth report to Court dated December 16, 2011, in respect of the Motions;
- Attending at the Court on December 20, 2011 for the hearing of the Motions;
- Preparing and issuing Notices of Revision or Disallowance to three of the Company's creditors, being DOL Technologies Inc. ("DOL"), Jolian Investments Limited ("Jolian") and Douglas Reeson;
- Preparing and issuing notices to advise four creditors, being Stellarbridge Management Inc., Gorrissen Federspiel, Heenan Blaikie LLP and Goldman Sloan Nash & Haber LLP, that their claims against the Company were being accepted as filed;
- Preparing and issuing the Monitor's fifth report to Court dated January 11, 2012 in respect of, among other things, the Company's request for an extension of the stay of proceedings ("Stay Extension");
- Reviewing and discussing with Gowlings the Company's motion materials regarding the Stay Extension;
- Reviewing responding motion records from DOL and Jolian regarding the Stay Extension hearing;
- Attending at the Court on January 13, 2012 for the Stay Extension hearing;
- Reviewing a press release ("Bid Notice") dated January 18, 2012 made by Alex. Dolgonos and companies controlled by him regarding the acquisition of Company shares;
- Meeting with Gowlings, Lax and Robert Ulicki on January 20, 2012 regarding the Company's CCAA proceedings and the Bid Notice;
- Reviewing the endorsement of Justice Wilton-Siegel released on January 25, 2012 with respect to the Motions;
- Reviewing a press release dated January 27, 2012 made by Mr. Dolgonos and companies controlled by him regarding the increase in his ownership interest in the Company;
- Reviewing Notices of Dispute submitted by DOL and Jolian on January 30, 2012;

- Meeting with Gowlings, Lax, the Company's board of directors and its Chief Financial Officer on January 31, 2012 to discuss, among other things, the Claims Process and the Bid Notice;
- Monitoring the Company's receipts and disbursements and corresponding with the Company's controller regarding same;
- Reviewing financial statements issued by Look Communications Inc. ("LOOK"), a company partially owned by the Company;
- Reviewing the Company's tax loss attributes and those of LOOK;
- Attending a conference call on January 12, 2012 with representatives of KPMG LLP, LOOK's auditor, regarding LOOK's financial position;
- Preparing a financial model with respect to valuing the Company interest in LOOK;
- Drafting a report dealing with LOOK's valuation;
- Reviewing cash flow variance analyses prepared by the Company;
- Attending periodic calls and exchanging numerous emails with Gowlings and Lax regarding these proceedings;
- Convening internal meetings; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

Professional fees	\$ 83,896.25
HST	<u>10,906.51</u>
Total	<u>\$ 94,802.76</u>

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period November 1, 2011 to January 31, 2012

Personnel	Rate (\$)	Hours	Amount (\$)
Robert Kofman	625	64.05	40,031.25
Scott Davidson	695	3.00	2,085.00
Mitch Vininsky	500	52.55	26,275.00
John Paniccia	350	38.50	13,475.00
Other Staff and Administration			2,030.00
			<u>83,896.25</u>

Unique Broadband Systems, Inc.
and UBS Wireless Services Inc.

March 5, 2012

Invoice#: TP00100395 - 837
Client No.: 670284
Reference: 39346

INVOICE

**Re: Unique Broadband Systems, Inc. and UBS Wireless Services Inc.
(jointly, the "Company")**

For professional services rendered by Duff & Phelps Canada Restructuring Inc. in its capacity as CCAA monitor ("Monitor") of the Company, for the month ended February 29, 2012, including:

- Continuing to meet and discuss with Gowling Lafleur Henderson LLP ("Gowlings"), the Company's legal counsel, and Lax O'Sullivan Scott Lisus LLP ("Lax"), the Monitor's legal counsel, matters related to or impacting the Company's restructuring proceedings, including: a) the partial takeover bid ("Bid") made by 2064818 Ontario Inc. ("206 Ontario"); and b) the claims process approved by order of the Ontario Superior Court of Justice ("Court") issued on August 4, 2011 ("Claims Process");
- Reviewing 206 Ontario's Bid circular;
- Reviewing correspondence between Gowlings and counsel representing 206 Ontario and parties related to it regarding, among other things, the Bid and a process to determine the claims of DOL Technologies Inc. against the Company;
- Reviewing correspondence between Gowlings and counsel representing Jolian Investments Limited ("Jolian") regarding, among other things, a process to determine Jolian's claims against the Company;
- Corresponding with counsel representing Douglas Reeson;
- Receiving and reviewing Mr. Reeson's Notice of Dispute on February 9, 2012;
- Reviewing the affidavit of Robert Ulicki sworn February 7, 2012;

- Attending telephone calls with Goodmans LLP, Look Communications Inc.'s ("LOOK") legal counsel, related to the Bid;
- Reviewing the Company's motion materials in respect of its proceeding before the Ontario Securities Commission regarding a response to the Bid;
- Reviewing the supplemental affidavit of Mr. Ulicki sworn February 10, 2012;
- Attending at the Court on February 10, 2012 regarding scheduling of a motion to stay the Bid ("Stay Bid Motion");
- Reviewing the Company's factum, amended notice of motion and other materials with respect to the Stay Bid Motion;
- Reviewing the responding factum of 206 Ontario regarding the Stay Bid Motion;
- Preparing and issuing the Monitor's sixth report to Court dated February 13, 2012;
- Reviewing the endorsement of Justice Brown dated February 14, 2012;
- Reviewing transcripts of the examinations of Messrs. Ulicki and Alex Dolgonos held February 15, 2012;
- Attending at the Court on February 21, 2012 regarding the Stay Bid Motion;
- Participating in settlement discussions between the Company and 206 Ontario with respect to the Stay Bid Motion;
- Continuing to address and consider issues regarding a settlement of the Stay Bid Motion;
- Reviewing the Company's interim financial statements for the quarter ended November 30, 2011 filed on February 21, 2012;
- Preparing a draft valuation report regarding LOOK;
- Reviewing a proposal to acquire the Company's shares of LOOK ("Proposal");
- Corresponding with the Company regarding the Proposal;
- Attending a conference call with the Company on February 7, 2012 regarding the Proposal;
- Reviewing the rationale behind the Company's response to the Proposal;

- Attending LOOK's annual general meeting on February 23, 2012;
- Reviewing LOOK's press release dated February 24, 2012 regarding an intended shareholder distribution;
- Reviewing the Company's press releases;
- Monitoring the Company's receipts and disbursements and corresponding with the Company's controller regarding same;
- Preparing a schedule of the Company's cumulative cash flow from commencement of the CCAA proceedings to February 3, 2012;
- Reviewing cash flow variance analyses prepared by the Company;
- Attending periodic calls and exchanging numerous emails with Gowlings and Lax regarding these proceedings;
- Convening internal meetings; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

Professional fees	\$ 46,003.75
Disbursements	59.13
HST	<u>5,988.17</u>
Total	<u>\$ 52,051.05</u>

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.

Time Summary

For the Period February 1, 2012 to February 29, 2012

Personnel		Rate (\$)	Hours	Amount (\$)
Robert Kofman	Overall responsibility	625	36.25	22,656.25
Scott Davidson	Valuation	695	3.50	2,432.50
Mitch Vininsky	Dealing with all matters	500	33.50	16,750.00
Lana Bezner	Attendance at Look meeting	500	1.75	875.00
John Paniccia	Valuation	350	3.50	1,225.00
Other Staff and Administration			13.25	2,065.00
			<u>91.75</u>	<u>46,003.75</u>

Unique Broadband Systems, Inc.
and UBS Wireless Services Inc.

April 11, 2012

Invoice#: TP00104009 - 874
Client No.: 670284
Reference: 39346
Project Code: 39346

INVOICE

**Re: Unique Broadband Systems, Inc. and UBS Wireless Services Inc.
(jointly, the "Company")**

For professional services rendered by Duff & Phelps Canada Restructuring Inc. in its capacity as CCAA monitor ("Monitor") of the Company, for the month ended March 31, 2012, including:

- Continuing to meet and discuss with Gowling Lafleur Henderson LLP ("Gowlings"), the Company's legal counsel, and Lax O'Sullivan Scott Lisus LLP ("Lax"), the Monitor's legal counsel, matters related to or impacting the Company's restructuring proceedings, including: a) the partial takeover bid ("Bid") made by 2064818 Ontario Inc. ("206 Ontario"); and b) the claims process approved by order of the Ontario Superior Court of Justice ("Court") issued on August 4, 2011 ("Claims Process");
- Attending at the Court on March 2, 2012 regarding the Company's motion to, among other things, stay the Bid;
- Reviewing the Court's endorsement released on March 6, 2012 in respect of the motion to stay the Bid;
- Reviewing correspondence among Gowlings and counsel representing Jolian Investments Inc. ("Jolian") and DOL Technologies Inc. ("DOL") regarding an appeal of a Court order made by Justice Marrocco on April 27, 2011 ("Advances Order");
- Reviewing the Company's motion record and factum to adjourn the appeal of the Advances Order and for direction from the Court of Appeal for Ontario ("Appeal Motion");
- Reviewing correspondence between the Company and Jolian regarding the Appeal Motion;

- Attending at the Court of Appeal for Ontario on March 8, 2012;
- Reviewing a shareholder meeting requisition ("Meeting Requisition") by 206 Ontario dated March 8, 2012;
- Reviewing correspondence from TSX Venture Exchange dated March 9, 2012 regarding the transfer of the Company's shares to the NEX;
- Reviewing a notice issued by 206 Ontario on March 9, 2012 to extend the Bid expiry date;
- Reviewing correspondence related to the Advances Order and a motion to be scheduled by Jolian and DOL;
- Reviewing a Notice of Motion from Jolian dated March 15, 2012 regarding a motion to be scheduled before Justice Wilton-Siegel related to the Advances Order ("Indemnity Motion");
- Reviewing the affidavit of Robert Ulicki sworn March 16, 2012 with respect to an extension of the stay of proceedings;
- Meeting with Fraser Elliot on March 21, 2012;
- Considering processes to determine the claims of Jolian and DOL in an expedient and cost-effective basis;
- Reviewing correspondence between Lax and counsel representing Jolian and DOL regarding proposals for an expedited claims determination process;
- Reviewing a draft Claims Hearing Procedure;
- Reviewing correspondence from the Company regarding the Claims Hearing Procedure;
- Preparing and issuing the Monitor's seventh report to Court dated March 27, 2012;
- Meeting with the Company's board of directors, Gowlings and Lax at Lax's offices on March 28, 2012;
- Reviewing correspondence among Gowlings and counsel representing Jolian and DOL regarding scheduling of the Indemnity Motion;
- Reviewing correspondence from Gowlings to counsel representing 206 Ontario dated March 28, 2012 regarding the Meeting Requisition
- Reviewing the Company's press release issued on March 28, 2012 regarding the Meeting Requisition;
- Reviewing the Company's press releases;

- Monitoring the Company's receipts and disbursements and corresponding with the Company's controller regarding same;
- Reviewing cash flow variance analyses prepared by the Company;
- Reviewing the Company's month-end bank statements;
- Attending periodic calls and exchanging numerous emails with Gowlings and Lax regarding these proceedings;
- Convening internal meetings; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

Professional fees	\$ 34,487.50
Disbursements	13.20
HST	<u>4,485.09</u>
Total	<u>\$ 38,985.79</u>

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.

Time Summary

For the Period March 1, 2012 to March 31, 2012

Personnel		Rate (\$)	Hours	Amount (\$)
Robert Kofman	Overall responsibility	650	31.75	20,637.50
Mitch Vininsky	Dealing with all matters	500	27.50	13,750.00
Other Staff and Administration			1.00	100.00
			<u>60.25</u>	<u>34,487.50</u>

May 8, 2012

Unique Broadband Systems, Inc.
and UBS Wireless Services Inc.

Invoice#: TP00105611 - 895
Client No.:670284
Reference:39346

INVOICE

**Re: Unique Broadband Systems, Inc. and UBS Wireless Services Inc.
(jointly, the "Company")**

For professional services rendered by Duff & Phelps Canada Restructuring Inc. in its capacity as CCAA monitor ("Monitor") of the Company, for April, 2012, including:

- Continuing to meet and discuss with Gowling Lafleur Henderson LLP ("Gowlings"), the Company's legal counsel, and Lax O'Sullivan Scott Lisus LLP ("Lax"), the Monitor's legal counsel, matters related to or impacting the Company's restructuring proceedings;
- Attending at the Ontario Superior Court of Justice ("Court") on April 2, 2012 regarding the Company's motion to, among other things, extend the stay of proceedings to July 30, 2012 and the Monitor's motion for approval of a procedure to determine claims against the Company ("Claims Hearing Procedure") (together, the "Motions");
- Reviewing Court materials filed by Jolian Investments Inc. ("Jolian") and Mr. Gerald McGoey regarding the Motions;
- Reviewing correspondence among Gowlings, Lax and counsel representing Jolian and DOL related to a Claims Hearing Procedure;
- Reviewing and providing comments on the Company's responding materials in respect of Jolian's factum;
- Preparing and issuing the Monitor's Supplement to the Seventh Report to Court dated April 4, 2012;
- Attending at Court on April 5, 2012 regarding the Motions;

- Meeting at Gowlings on April 10, 2012 to discuss the claims process approved by order of the issued on August 4, 2011 ("Claims Process") and the Claims Hearing Procedure;
- Reviewing and commenting on updates to the Claims Hearing Procedure, including revisions to determine claims by the Company against Jolian and DOL;
- Attending at the Court on April 13, 2012 regarding the Motions;
- Corresponding with Mr. Peter Minaki on April 13, 2012 regarding the Claims Process;
- Reviewing and commenting on the draft Court order regarding the Motions;
- Attending a call with Fraser Elliot on April 17, 2012 regarding a potential transaction for the Company's interest in Look Communications Inc. ("LOOK");
- Reviewing an expression of interest submitted to the Company on April 18, 2012 with respect to the LOOK interest;
- Reviewing the Monitor's valuation of the Company's interest in LOOK and preparing an update related thereto;
- Reviewing correspondence from counsel representing Jolian to the Company's former directors regarding third-party or cross claims to be made against them;
- Reviewing correspondence between 2064818 Ontario Inc. ("206 Ontario") and Gowlings with respect to a meeting of the Company's shareholders;
- Reviewing Court materials filed by 206 Ontario related to its partial takeover bid and a meeting of the Company's shareholders;
- Attending at Court on April 25, 2012 to discuss scheduling a motion by 206 Ontario;
- Meeting with counsel representing 206 Ontario following the April 25, 2012 Court attendance;
- Meeting with Mr. Robert Ulicki on April 26, 2012 related to the Claims Hearing Procedure and the Company's interest in LOOK;
- Reviewing a summary of Jolian's and Mr. McGoey's claims submitted by their counsel on April 27, 2012;
- Reviewing the Company's press releases;

- Monitoring the Company's receipts and disbursements and corresponding with the Company's controller regarding same;
- Reviewing the Company's month-end bank statements;
- Attending periodic calls and exchanging numerous emails with Gowlings and Lax regarding these proceedings;
- Convening internal meetings; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

Professional fees	\$ 48,130.00
HST	<u>6,256.90</u>
Total	<u>\$ 54,386.90</u>

Unique Broadband Systems, Inc. and UBS Wireless Inc.

Time Summary

For the Period April 1, 2012 to April 30, 2012

Personnel		Rate (\$)	Hours	Amount (\$)
Robert Kofman	Overall responsibility	650	47.75	31,037.50
Mitch Vininsky	Reporting and all matters	500	32.50	16,250.00
John Paniccia	Valuation	350	1.00	350.00
Other Staff and Administration			3.50	492.50
			<u>84.75</u>	<u>48,130.00</u>

June 5, 2012

Unique Broadband Systems, Inc.
and UBS Wireless Services Inc.

Invoice#: TP00106897
Client No.:670284
Reference:39346

INVOICE

**Re: Unique Broadband Systems, Inc. and UBS Wireless Services Inc.
(jointly, the "Company")**

For professional services rendered by Duff & Phelps Canada Restructuring Inc. in its capacity as CCAA monitor ("Monitor") of the Company, for May, 2012, including:

- Continuing to meet and discuss with Gowling Lafleur Henderson LLP ("Gowlings"), the Company's legal counsel, and Lax O'Sullivan Scott Lisus LLP ("Lax"), the Monitor's legal counsel, matters related to or impacting the Company's restructuring proceedings;
- Reviewing correspondence among Gowlings, Lax and counsel representing Jolian Investments Inc. ("Jolian"), DOL Technologies Inc. ("DOL") and their affiliates (collectively, "Jolian/DOL"), including correspondence regarding Jolian/DOL's motion to lift the stay of proceedings in order to seek an order requiring the Company to advance funds to the principals of Jolian/DOL for their legal fees and other costs;
- Reviewing the claims filed by Jolian/DOL, the Company's responses to those claims and the replies filed by Jolian/DOL pursuant to the order of the Ontario Superior Court of Justice made April 13, 2012;
- Meeting with Alex Dolgonos and his counsel on May 14, 2011;
- Considering the potential impact on the Company resulting from the motions filed by Jolian/DOL to include third parties in the Company's claims proceedings;
- Participating in discussions with representatives of the Company and Davies Ward Phillips & Vineberg LLP ("Davies") and attending a meeting on May 25, 2012 at Davies' offices to discuss interest expressed by prospective purchasers in the Company's shares of Look Communications Inc. ("Look");

- Reviewing proposals concerning the shares of the Company;
- Reviewing the Monitor's valuation of the Company's interest in Look and preparing an update related thereto;
- Reviewing correspondence from counsel representing Look with respect to the status of the action commenced by Look against its former directors and officers;
- Considering issues related to an inquiry by Autorité des marchés financiers (AMF), the Company's securities regulator in Quebec;
- Attending a meeting on May 30, 2012 at Gowlings to discuss the status of the process to determine the claims of Jolian/DOL and other matters;
- Reviewing the Company's press releases;
- Monitoring the Company's receipts and disbursements and corresponding with the Company's controller regarding same;
- Discussing with the Company's controller matters related to the Company's HST refund claims;
- Reviewing the Company's month-end bank statements;
- Attending periodic calls and exchanging numerous emails with Gowlings and Lax regarding these proceedings;
- Convening internal meetings; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

Professional fees	\$ 24,257.50
HST	<u>3,153.48</u>
Total	<u>\$ 27,410.98</u>

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.

Time Summary

For the Period May 1, 2012 to May 31, 2012

Personnel		Rate (\$)	Hours	Amount (\$)
Robert Kofman	Overall responsibility	650	21.75	14,137.50
Scott Davidson	Valuation	695	1.00	695.00
Mitch Vininsky	Reporting and all matters	500	12.90	6,450.00
John Paniccia	Valuation	350	8.50	2,975.00
			<u>44.15</u>	<u>24,257.50</u>

July 9, 2012

Unique Broadband Systems, Inc.
and UBS Wireless Services Inc.

Invoice#: TP001 – JUN002
Client No.:670284
Reference:39346

INVOICE

**Re: Unique Broadband Systems, Inc. and UBS Wireless Services Inc. (jointly,
the "Company")**

For professional services rendered by Duff & Phelps Canada Restructuring Inc. in its capacity as CCAA monitor ("Monitor") of the Company, for June, 2012, including:

- Continuing to meet and discuss with Gowling Lafleur Henderson LLP ("Gowlings"), the Company's legal counsel, and Lax O'Sullivan Scott Lisus LLP ("Lax"), the Monitor's legal counsel, matters related to or impacting the Company's restructuring proceedings;
- Participating in discussions with representatives of the Company and Davies Ward Phillips & Vineberg LLP ("Davies") and attending a meeting on June 4, 2012 at Davies' offices and on June 11, 2012 at Lax's offices;
- Reviewing and commenting on the Company's information circular and other materials in respect of its annual general meeting set for July 11, 2012 ("AGM");
- Reviewing materials filed by the Company, Jolian Investments Inc. ("Jolian"), DOL Technologies Inc. ("DOL") and certain third parties named by Jolian and DOL in respect of the motion heard by the Court on June 13, 2012 ("Indemnity and Third Party Motion");
- Preparing and issuing the Monitor's Eighth Report to Court dated June 7, 2012 in connection with the Indemnity and Third Party Motion;
- Attending at Court on June 13, 2012;
- Preparing and reviewing an updated valuation in respect of Look;
- Attending at the Court on June 25, 2012 for the scheduling of motions in respect of postponing the AGM and commencing a sale process for the Look shares;

- Corresponding extensively with representatives of Roy Elliott O'Connor LLP ("REO"), DOL's legal counsel, as well as Gowlings, Lax and the Company regarding a potential settlement of DOL's claims and those of Mr. Alex Dolgonos and companies controlled by or affiliated with him ("Settlement");
- Attending a meeting on June 29, 2012 at REO's offices to discuss the Settlement and meet in person and by phone with Messrs. Vic Wells and Ken Taylor, two proposed directors;
- Considering matters related to the Settlement and discussing same with the Company's board of directors;
- Reviewing correspondence from counsel representing Look with respect to the status of the action commenced by Look against its former directors and officers;
- Reviewing the Company's press releases;
- Monitoring the Company's receipts and disbursements and corresponding with the Company's controller regarding same;
- Discussing with the Company's controller matters related to the Company's HST refund claims;
- Reviewing the Company's month-end bank statements;
- Attending periodic calls and exchanging numerous emails with Gowlings and Lax regarding these proceedings;
- Convening internal meetings; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

Professional fees	\$ 37,876.25
HST	<u>4,923.91</u>
Total	<u>\$ 42,800.16</u>

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.

Time Summary

For the Period June 1, 2012 to June 30, 2012

Personnel		Rate (\$)	Hours	Amount (\$)
Robert Kofman	Overall responsibility	650	30.25	19,662.50
Scott Davidson	Valuation	695	0.75	521.25
Mitch Vininsky	Reporting and all matters	500	33.10	16,550.00
John Paniccia	Valuation	350	2.00	700.00
Other Staff and Administration			3.00	442.50
			<u>69.10</u>	<u>37,876.25</u>

Unique Broadband Systems, Inc. and UBS Wireless Services Inc.

Schedule of Professionals' Time and Rates

For the Period of July 5, 2011 to June 30, 2012

(\$)

<u>Name</u>	<u>Role</u>	<u>Billing Rate</u> <u>(Per Hour)</u>	<u>Total Hours</u>
Robert Kofman	File management	625-650	326.5
Mitch Vininsky	All aspects of mandate	500	209.8
Lana Bezner	All aspects of mandate to August 31, 2011	500	62.0
Scott Davidson	Valuation oversight	695	8.3
John Panniccia	Valuation	350	53.5
Other staff and administrative		150	59.7
Total hours			719.6
Total fees			\$ 376,530
Average hourly rate			\$ 523.25

This is Exhibit "B" referred to in the
 Affidavit of Robert Kofman
 sworn before me, this 23rd
 day of July, 2012
Renee Schwartz

A COMMISSIONER FOR TAKING AFFIDAVITS

Renee Fern Schwartz, a Commissioner, etc.,
 Province of Ontario, for Duff & Phelps Canada
 Restructuring Inc., Trustee in Bankruptcy.
 Expires April 11, 2015.

Appendix “D”

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

B E T W E E N :

IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF UNIQUE BROADBAND SYSTEMS, INC.
and UBS WIRELESS SERVICES INC.

AFFIDAVIT

I, Tracy L. Wynne, of the City of Toronto, in the Province of Ontario, MAKE OATH AND
SAY:

1. I am a partner with the law firm of LAX O'SULLIVAN SCOTT LISUS LLP ("LOSL"), the lawyers for Duff & Phelps Canada Restructuring Inc., in its capacity as court-appointed CCAA Monitor (the "Monitor") of Unique Broadband Systems Inc. and UBS Wireless Services Inc. and, as such, have knowledge of the matters contained in this affidavit.

2. This affidavit is sworn in support of a motion to be made in these proceedings seeking, among other things, approval of the fees and disbursements of LOSL in its capacity as legal counsel for the Monitor.

3. The LOSL invoices which are for the period from October 3, 2011 to June 29, 2012 disclose in detail: (i) the dates on which the services were rendered; (ii) the time expended by each person and their hourly rates; and (iii) the total charges for the services rendered and disbursements

incurred for the relevant time period. The LOSL billing summary is attached hereto as Exhibit "A" and copies of the actual invoices are attached hereto as Exhibit "B".

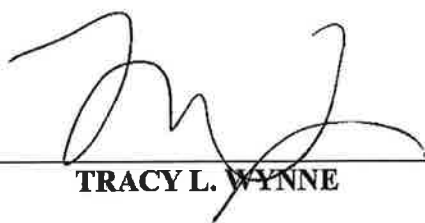
4. I verily believe that the time expended and the legal fees charged are reasonable in light of the services performed and the prevailing market rates for legal services of this nature in downtown Toronto.

SWORN BEFORE ME at the City of Toronto,
in the Province of Ontario on July.....¹⁰.....
2012.



Commissioner for Taking Affidavits
(or as may be)

FRAN MICHON

} 

TRACY L. WYNNE

This is Exhibit "A" referred to in the Affidavit of Tracy L. Wynne
sworn July 20, 2012



Commissioner for Taking Affidavits (or as may be)
PAUL MICKEN

EXHIBIT "A"
LOSL BILLING SUMMARY
MATTER #12375

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
Oct /03/11	MATTHEW P. GOTTLIEB	0.40	\$760.00	\$304.00
Oct /06/11	MATTHEW P. GOTTLIEB	1.40	\$760.00	\$1,064.00
Oct /07/11	MATTHEW P. GOTTLIEB	3.80	\$760.00	\$2,888.00
Oct /12/11	MATTHEW P. GOTTLIEB	0.60	\$760.00	\$456.00
Oct /13/11	MATTHEW P. GOTTLIEB	2.50	\$760.00	\$1,900.00
Oct /14/11	MATTHEW P. GOTTLIEB	0.70	\$760.00	\$532.00
Oct /18/11	MATTHEW P. GOTTLIEB	0.70	\$760.00	\$532.00
Oct /19/11	MATTHEW P. GOTTLIEB	1.20	\$760.00	\$912.00
Oct /21/11	MATTHEW P. GOTTLIEB	0.50	\$760.00	\$380.00
Oct /24/11	MATTHEW P. GOTTLIEB	1.30	\$760.00	\$988.00
Oct /25/11	MATTHEW P. GOTTLIEB	0.80	\$760.00	\$608.00
Oct /26/11	MATTHEW P. GOTTLIEB	0.50	\$760.00	\$380.00
Nov /01/11	MATTHEW P. GOTTLIEB	0.50	\$760.00	\$380.00
Nov /02/11	MATTHEW P. GOTTLIEB	0.10	\$760.00	\$76.00
Nov /03/11	MATTHEW P. GOTTLIEB	0.50	\$760.00	\$380.00
Nov /04/11	MATTHEW P. GOTTLIEB	1.00	\$760.00	\$760.00
Nov /07/11	MATTHEW P. GOTTLIEB	1.00	\$760.00	\$760.00
Nov /08/11	MATTHEW P. GOTTLIEB	0.70	\$760.00	\$532.00
Nov /09/11	MATTHEW P. GOTTLIEB	0.50	\$760.00	\$380.00
Nov /15/11	MATTHEW P. GOTTLIEB	0.70	\$760.00	\$532.00
Nov /16/11	MATTHEW P. GOTTLIEB	0.40	\$760.00	\$304.00
Nov /17/11	MATTHEW P. GOTTLIEB	0.30	\$760.00	\$228.00
Nov /18/11	MATTHEW P. GOTTLIEB	0.30	\$760.00	\$228.00
Nov /21/11	MATTHEW P. GOTTLIEB	0.70	\$760.00	\$532.00
Nov /22/11	MATTHEW P. GOTTLIEB	1.00	\$760.00	\$760.00
Nov /30/11	MATTHEW P. GOTTLIEB	2.00	\$760.00	\$1,520.00
Dec /01/11	MATTHEW P. GOTTLIEB	1.10	\$760.00	\$836.00
Dec /02/11	MATTHEW P. GOTTLIEB	0.50	\$760.00	\$380.00
Dec /03/11	MATTHEW P. GOTTLIEB	0.80	\$760.00	\$608.00
Dec /12/11	MATTHEW P. GOTTLIEB	0.50	\$760.00	\$380.00
Dec /13/11	MATTHEW P. GOTTLIEB	4.00	\$760.00	\$3,040.00
Dec /14/11	MATTHEW P. GOTTLIEB	4.00	\$760.00	\$3,040.00
Dec /15/11	MATTHEW P. GOTTLIEB	4.00	\$760.00	\$3,040.00
Dec /16/11	MATTHEW P. GOTTLIEB	1.80	\$760.00	\$1,368.00
Dec /18/11	MATTHEW P. GOTTLIEB	2.90	\$760.00	\$2,204.00
Dec /19/11	MATTHEW P. GOTTLIEB	2.90	\$760.00	\$2,204.00
Dec /20/11	MATTHEW P. GOTTLIEB	6.00	\$760.00	\$4,560.00
Dec /22/11	MATTHEW P. GOTTLIEB	1.10	\$760.00	\$836.00
Dec /23/11	MATTHEW P. GOTTLIEB	0.20	\$760.00	\$152.00
Jan /09/12	MATTHEW P. GOTTLIEB	0.50	\$760.00	\$380.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
Jan /10/12	MATTHEW P. GOTTLIEB	2.40	\$760.00	\$1,824.00
Jan /11/12	MATTHEW P. GOTTLIEB	1.20	\$760.00	\$912.00
Jan /12/12	MATTHEW P. GOTTLIEB	2.50	\$760.00	\$1,900.00
Jan /13/12	MATTHEW P. GOTTLIEB	1.70	\$760.00	\$1,292.00
Nov /04/11	ROCCO DIPUCCHIO	1.00	\$705.00	\$705.00
Jan /18/12	MATTHEW P. GOTTLIEB	1.00	\$760.00	\$760.00
Jan /19/12	MATTHEW P. GOTTLIEB	1.30	\$760.00	\$988.00
Jan /20/12	MATTHEW P. GOTTLIEB	1.40	\$760.00	\$1,064.00
Jan /23/12	MATTHEW P. GOTTLIEB	1.20	\$760.00	\$912.00
Jan /24/12	MATTHEW P. GOTTLIEB	1.60	\$760.00	\$1,216.00
Jan /25/12	MATTHEW P. GOTTLIEB	0.50	\$760.00	\$380.00
Jan /26/12	MATTHEW P. GOTTLIEB	1.00	\$760.00	\$760.00
Jan /28/12	MATTHEW P. GOTTLIEB	1.20	\$760.00	\$912.00
Jan /30/12	MATTHEW P. GOTTLIEB	0.60	\$760.00	\$456.00
Jan /31/12	MATTHEW P. GOTTLIEB	1.90	\$760.00	\$1,444.00
Feb /01/12	MATTHEW P. GOTTLIEB	1.20	\$760.00	\$912.00
Feb /02/12	MATTHEW P. GOTTLIEB	1.50	\$760.00	\$1,140.00
Feb /03/12	MATTHEW P. GOTTLIEB	2.60	\$760.00	\$1,976.00
Feb /06/12	MATTHEW P. GOTTLIEB	2.00	\$760.00	\$1,520.00
Feb /07/12	MATTHEW P. GOTTLIEB	0.60	\$760.00	\$456.00
Feb /08/12	MATTHEW P. GOTTLIEB	0.20	\$760.00	\$152.00
Feb /09/12	ROCCO DIPUCCHIO	2.00	\$705.00	\$1,410.00
Feb /10/12	MATTHEW P. GOTTLIEB	0.10	\$760.00	\$76.00
Feb /10/12	ROCCO DIPUCCHIO	3.00	\$705.00	\$2,115.00
Feb /12/12	MATTHEW P. GOTTLIEB	1.70	\$760.00	\$1,292.00
Feb /13/12	MATTHEW P. GOTTLIEB	3.00	\$760.00	\$2,280.00
Feb /14/12	MATTHEW P. GOTTLIEB	3.00	\$760.00	\$2,280.00
Feb /15/12	MATTHEW P. GOTTLIEB	2.80	\$760.00	\$2,128.00
Feb /16/12	MATTHEW P. GOTTLIEB	0.60	\$760.00	\$456.00
Feb /19/12	MATTHEW P. GOTTLIEB	0.10	\$760.00	\$76.00
Feb /20/12	MATTHEW P. GOTTLIEB	3.60	\$760.00	\$2,736.00
Feb /21/12	MATTHEW P. GOTTLIEB	6.50	\$760.00	\$4,940.00
Feb /22/12	MATTHEW P. GOTTLIEB	1.20	\$760.00	\$912.00
Feb /23/12	MATTHEW P. GOTTLIEB	1.20	\$760.00	\$912.00
Feb /24/12	MATTHEW P. GOTTLIEB	1.00	\$760.00	\$760.00
Feb /28/12	MATTHEW P. GOTTLIEB	0.20	\$760.00	\$152.00
Mar /01/12	MATTHEW P. GOTTLIEB	2.00	\$760.00	\$1,520.00
Mar /02/12	MATTHEW P. GOTTLIEB	3.40	\$760.00	\$2,584.00
Mar /05/12	MATTHEW P. GOTTLIEB	3.40	\$760.00	\$2,584.00
Mar /06/12	MATTHEW P. GOTTLIEB	2.40	\$760.00	\$1,824.00
Mar /07/12	MATTHEW P. GOTTLIEB	3.40	\$760.00	\$2,584.00
Mar /08/12	MATTHEW P. GOTTLIEB	2.80	\$760.00	\$2,128.00
Mar /09/12	MATTHEW P. GOTTLIEB	3.00	\$800.00	\$2,400.00
Mar /12/12	MATTHEW P. GOTTLIEB	2.40	\$800.00	\$1,920.00
Mar /13/12	MATTHEW P. GOTTLIEB	3.20	\$800.00	\$2,560.00
Mar /14/12	MATTHEW P. GOTTLIEB	3.00	\$800.00	\$2,400.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
Mar /15/12	MATTHEW P. GOTTLIEB	3.10	\$800.00	\$2,480.00
Mar /16/12	MATTHEW P. GOTTLIEB	3.00	\$800.00	\$2,400.00
Mar /17/12	MATTHEW P. GOTTLIEB	0.50	\$800.00	\$400.00
Mar /19/12	MATTHEW P. GOTTLIEB	2.40	\$800.00	\$1,920.00
Mar /20/12	MATTHEW P. GOTTLIEB	2.50	\$800.00	\$2,000.00
Mar /21/12	MATTHEW P. GOTTLIEB	2.00	\$800.00	\$1,600.00
Mar /22/12	MATTHEW P. GOTTLIEB	2.80	\$800.00	\$2,240.00
Mar /24/12	MATTHEW P. GOTTLIEB	2.50	\$800.00	\$2,000.00
Mar /26/12	MATTHEW P. GOTTLIEB	3.80	\$800.00	\$3,040.00
Mar /27/12	MATTHEW P. GOTTLIEB	2.70	\$800.00	\$2,160.00
Mar /28/12	MATTHEW P. GOTTLIEB	2.90	\$800.00	\$2,320.00
Mar /29/12	MATTHEW P. GOTTLIEB	2.50	\$800.00	\$2,000.00
Mar /30/12	MATTHEW P. GOTTLIEB	1.80	\$800.00	\$1,440.00
Apr /02/12	MATTHEW P. GOTTLIEB	6.00	\$800.00	\$4,800.00
Apr /03/12	MATTHEW P. GOTTLIEB	3.50	\$800.00	\$2,800.00
Apr /04/12	MATTHEW P. GOTTLIEB	3.10	\$800.00	\$2,480.00
Apr /05/12	MATTHEW P. GOTTLIEB	4.00	\$800.00	\$3,200.00
Apr /09/12	MATTHEW P. GOTTLIEB	3.40	\$800.00	\$2,720.00
Apr /10/12	MATTHEW P. GOTTLIEB	3.80	\$800.00	\$3,040.00
Apr /11/12	MATTHEW P. GOTTLIEB	1.40	\$800.00	\$1,120.00
Apr /12/12	MATTHEW P. GOTTLIEB	3.80	\$800.00	\$3,040.00
Apr /13/12	MATTHEW P. GOTTLIEB	3.30	\$800.00	\$2,640.00
Apr /14/12	MATTHEW P. GOTTLIEB	1.70	\$800.00	\$1,360.00
Apr /15/12	MATTHEW P. GOTTLIEB	0.80	\$800.00	\$640.00
Apr /16/12	MATTHEW P. GOTTLIEB	2.30	\$800.00	\$1,840.00
Apr /17/12	MATTHEW P. GOTTLIEB	0.70	\$800.00	\$560.00
Apr /19/12	MATTHEW P. GOTTLIEB	0.80	\$800.00	\$640.00
Apr /20/12	MATTHEW P. GOTTLIEB	0.10	\$800.00	\$80.00
Apr /23/12	MATTHEW P. GOTTLIEB	2.40	\$800.00	\$1,920.00
Apr /24/12	MATTHEW P. GOTTLIEB	1.20	\$800.00	\$960.00
Apr /25/12	MATTHEW P. GOTTLIEB	2.30	\$800.00	\$1,840.00
Apr /26/12	MATTHEW P. GOTTLIEB	0.80	\$800.00	\$640.00
Apr /30/12	MATTHEW P. GOTTLIEB	2.00	\$800.00	\$1,600.00
May /01/12	MATTHEW P. GOTTLIEB	1.60	\$800.00	\$1,280.00
May /07/12	MATTHEW P. GOTTLIEB	0.40	\$800.00	\$320.00
May /08/12	MATTHEW P. GOTTLIEB	1.10	\$800.00	\$880.00
May /10/12	MATTHEW P. GOTTLIEB	1.10	\$800.00	\$880.00
May /11/12	MATTHEW P. GOTTLIEB	0.70	\$800.00	\$560.00
May /14/12	MATTHEW P. GOTTLIEB	1.30	\$800.00	\$1,040.00
May /15/12	MATTHEW P. GOTTLIEB	0.70	\$800.00	\$560.00
May /16/12	MATTHEW P. GOTTLIEB	1.20	\$800.00	\$960.00
May /17/12	MATTHEW P. GOTTLIEB	1.40	\$800.00	\$1,120.00
May /18/12	MATTHEW P. GOTTLIEB	0.50	\$800.00	\$400.00
May /20/12	MATTHEW P. GOTTLIEB	0.10	\$800.00	\$80.00
May /22/12	MATTHEW P. GOTTLIEB	0.10	\$800.00	\$80.00
May /23/12	MATTHEW P. GOTTLIEB	0.50	\$800.00	\$400.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
May /24/12	MATTHEW P. GOTTLIEB	0.50	\$800.00	\$400.00
May /25/12	MATTHEW P. GOTTLIEB	3.90	\$800.00	\$3,120.00
May /28/12	MATTHEW P. GOTTLIEB	0.20	\$800.00	\$160.00
May /29/12	MATTHEW P. GOTTLIEB	2.00	\$800.00	\$1,600.00
Jun /04/12	MATTHEW P. GOTTLIEB	1.80	\$800.00	\$1,440.00
Jun /05/12	MATTHEW P. GOTTLIEB	1.70	\$800.00	\$1,360.00
Jun /06/12	MATTHEW P. GOTTLIEB	0.80	\$800.00	\$640.00
Jun /07/12	MATTHEW P. GOTTLIEB	1.70	\$800.00	\$1,360.00
Jun /08/12	MATTHEW P. GOTTLIEB	3.50	\$800.00	\$2,800.00
Jun /09/12	MATTHEW P. GOTTLIEB	3.60	\$800.00	\$2,880.00
Jun /10/12	MATTHEW P. GOTTLIEB	5.50	\$800.00	\$4,400.00
Jun /12/12	MATTHEW P. GOTTLIEB	3.00	\$800.00	\$2,400.00
Jun /13/12	MATTHEW P. GOTTLIEB	9.30	\$800.00	\$7,440.00
Jun /14/12	MATTHEW P. GOTTLIEB	0.80	\$800.00	\$640.00
Jun /15/12	MATTHEW P. GOTTLIEB	1.10	\$800.00	\$880.00
Jun /18/12	MATTHEW P. GOTTLIEB	0.80	\$800.00	\$640.00
Jun /19/12	MATTHEW P. GOTTLIEB	0.70	\$800.00	\$560.00
Jun /20/12	MATTHEW P. GOTTLIEB	0.60	\$800.00	\$480.00
Jun /25/12	MATTHEW P. GOTTLIEB	2.40	\$800.00	\$1,920.00
Jun /26/12	MATTHEW P. GOTTLIEB	1.80	\$800.00	\$1,440.00
Jun /27/12	MATTHEW P. GOTTLIEB	1.60	\$800.00	\$1,280.00
Jun /28/12	MATTHEW P. GOTTLIEB	4.20	\$800.00	\$3,360.00
Jun /29/12	MATTHEW P. GOTTLIEB	3.00	\$800.00	\$2,400.00
TOTALS		287.10		\$224,134.00

This is Exhibit "B" referred to in the Affidavit of Tracy L. Wynne
sworn July 20, 2012



Commissioner for Taking Affidavits (or as may be)
PAUL MICHAEL

LAX O'SULLIVAN SCOTT LISUS LLP
Suite 1920, 145 King Street West
Toronto ON M5H 1J8 Canada
Tel: 416 598 1744 Fax: 416 598 3730

**LAX
O'SULLIVAN
SCOTT
LISUS**

November 30, 2011

RSM Richter Inc.
200 King Street West
Suite 1100
Toronto, ON M5H 3T4

Attention: Robert Kofman

File #: 12375

Inv #: 14038

RE: Unique Broadband Systems Inc. and Look Communications Inc.

FOR PROFESSIONAL SERVICES RENDERED to November 30, 2011

<u>SUMMARY OF HOURS & FEES</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
Matthew P. Gottlieb	22.10	\$760.00	\$16,796.00
			TOTAL FEES \$16,796.00
			HST \$2,183.48
			TOTAL FEES and HST \$18,979.48
 <u>DISBURSEMENTS</u>			
			TOTAL DISBURSEMENTS \$279.50
			HST \$36.34
			TOTAL DISBURSEMENTS AND HST \$315.84
			TOTAL FEES, DISBURSEMENTS and HST \$19,295.32

<u>DATE</u>	<u>DESCRIPTION</u>	<u>LAWYER</u>	<u>HOURS</u>	<u>AMOUNT</u>
Oct /03/11	Telephone conversation with Bobby Kofman re motion and claims	MPG	0.40	\$304.00
Oct /06/11	Telephone conversation with Bobby Kofman; telephone conversation with Patrick Shea; emails with Peter Roy's office; emails with David Conklin; telephone conversation with Raj Sahni	MPG	1.40	\$1,064.00
Oct /07/11	Review and analyze claims filed; telephone conversation with David Conklin; meet with Bobby Kofman and Mitch Vininsky	MPG	3.80	\$2,888.00
Oct /12/11	Telephone conversation with Bobby Kofman; emails with Mitch Vininsky	MPG	0.60	\$456.00
Oct /13/11	Read Motion Record re removal of Directors; meeting at RSM Richter with Directors and Patrick Shea	MPG	2.50	\$1,900.00
Oct /14/11	Emails with Bobby Kofman and Patrick Shea re motion and claims	MPG	0.70	\$532.00
Oct /18/11	Emails with Patrick Shea et al. re removal motion; emails with Bobby Kofman and Mitch Vininsky re stay; emails with Patrick Shea; emails with Sean Grayson	MPG	0.70	\$532.00
Oct /19/11	Telephone conversation with Peter Wardle; telephone conversation with Patrick Shea; emails with Patrick Shea and Bobby Kofman	MPG	1.20	\$912.00
Oct /21/11	Emails with Patrick Shea re Court; emails with Sean Grayson	MPG	0.50	\$380.00

Oct /24/11	Attend at Court; emails with Patrick Shea and Bobby Kofman	MPG	1.30	\$988.00
Oct /25/11	Telephone conversation with Mitch Vininsky re Third Report; emails to Patrick Shea; email from Mitch Vininsky; review Report	MPG	0.80	\$608.00
Oct /26/11	Telephone conversation with Patrick Shea; emails with Mitch Vininsky and Patrick Shea; serve Third Report on the Service List	MPG	0.50	\$380.00
Nov /01/11	Emails re hearing dates for motions; emails with Bobby Kofman and Mitch Vininsky	MPG	0.50	\$380.00
Nov /02/11	Emails with Peter Roy re motion	MPG	0.10	\$76.00
Nov /03/11	Emails re cross-examinations; telephone call with Bobby Kofman	MPG	0.50	\$380.00
Nov /04/11	Telephone call with Patrick Shea and Mitch Vininsky; office conference with Rocco DiPucchio re hearing	MPG	1.00	\$760.00
Nov /07/11	Emails with Mitch Vininsky; telephone call with David Conklin	MPG	1.00	\$760.00
Nov /08/11	Telephone call with Patrick Shea; office conference with Bobby Kofman; emails from David Conklin	MPG	0.70	\$532.00
Nov /09/11	Telephone call with Bobby Kofman; emails with Patrick Shea	MPG	0.50	\$380.00
Nov /15/11	Emails re materials; emails with Patrick Shea	MPG	0.70	\$532.00
Nov /16/11	Emails with Patrick Shea; email to and from Raj Sahni; emails with Bobby Kofman and Mitch Vininsky	MPG	0.40	\$304.00

Nov /17/11	Emails re cross-examinations	MPG	0.30	\$228.00
Nov /18/11	Emails with Patrick Shea; emails with Sean Grayson	MPG	0.30	\$228.00
Nov /21/11	Email from Mitch Vininsky to Raj Sahni; emails with Patrick Shea re materials and cross-examination; emails re requisition of Board meeting	MPG	0.70	\$532.00
Nov /22/11	Emails re progress; telephone call with Bobby Kofman; emails re rights offering; telephone call with Peter Wardle; telephone call with Patrick Shea	MPG	1.00	\$760.00

HOURS AND FEES	22.10	\$16,796.00
HST 13%:		2,183.48

FEES AND HST:	\$18,979.48
----------------------	--------------------

DISBURSEMENTS

Agency Fees	\$135.00
Photocopies	\$144.50

DISBURSEMENTS:	\$279.50
HST 13%:	36.34

TOTAL DISBURSEMENTS AND HST:	\$315.84
-------------------------------------	-----------------

TOTAL FEES, DISBURSEMENTS & HST:	\$19,295.32
---	--------------------

HST #: 886788595
E & O E

Terms: Payment due upon receipt, in accordance with Section 35 of The Solicitors Act. Interest will be charged at the rate of 3.3% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this statement is delivered. Any disbursement not posted to your account on the date of this statement will be billed later.

LAX O'SULLIVAN SCOTT LISUS LLP
 Suite 1920, 145 King Street West
 Toronto ON M5H 1J8 Canada
 Tel: 416 598 1744 Fax: 416 598 3730



January 19, 2012

Duff & Phelps
 200 King Street West
 Suite 1100
 Toronto, ON M5H 3T4

Attention: Robert Kofman

File #: 12375

Inv #: 14322

RE: Unique Broadband Systems Inc. and Look Communications Inc.

FOR PROFESSIONAL SERVICES RENDERED to January 19, 2012

<u>SUMMARY OF HOURS & FEES</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
Matthew P. Gottlieb	40.10	\$760.00	\$30,476.00
			TOTAL FEES
			HST
			\$30,476.00
			\$3,961.88
			<hr/>
			TOTAL FEES and HST
			\$34,437.88
 <u>DISBURSEMENTS</u>			
			TOTAL DISBURSEMENTS
			HST
			\$532.75
			\$69.26
			<hr/>
			TOTAL DISBURSEMENTS AND HST
			\$602.01
			<hr/>
			TOTAL FEES, DISBURSEMENTS and HST
			\$35,039.89

<u>DATE</u>	<u>DESCRIPTION</u>	<u>LAWYER</u>	<u>HOURS</u>	<u>AMOUNT</u>
Nov /30/11	Meeting at Richter; office conference with Bobby Kofman; review emails re process	MPG	2.00	\$1,520.00
Dec /01/11	Telephone call with Patrick Shea; emails re motion; review record	MPG	1.10	\$836.00
Dec /02/11	Telephone call with Bobby Kofman re Claims Process	MPG	0.50	\$380.00
Dec /03/11	Telephone call with Bobby Kofman; emails with Patrick Shea re Claims Process	MPG	0.80	\$608.00
Dec /12/11	Emails with David Conklin re Look Communications; office conference with Patrick Shea	MPG	0.50	\$380.00
Dec /13/11	Read materials and transcripts; telephone call with Bobby Kofman and Mitch Vininsky	MPG	4.00	\$3,040.00
Dec /14/11	Prepare for and attend at meeting with Bobby Kofman and Mitch Vininsky; assist with Report	MPG	4.00	\$3,040.00
Dec /15/11	Draft memo to Bobby Kofman and Mitch Vininsky; emails with Patrick Shea	MPG	4.00	\$3,040.00
Dec /16/11	Comments on Report; emails with Patrick Shea; telephone call with Patrick Shea; read Factum filed	MPG	1.80	\$1,368.00
Dec /18/11	Emails with counsel; read Facta	MPG	2.90	\$2,204.00
Dec /19/11	Telephone call with Patrick Shea; read Patrick Shea's Factum; prepare for Court	MPG	2.90	\$2,204.00
Dec /20/11	Prepare for and attend at motion; emails with David Conklin	MPG	6.00	\$4,560.00
Dec /22/11	Conference call; telephone call with Bobby Kofman; telephone call with Patrick Shea	MPG	1.10	\$836.00
Dec /23/11	Voicemail to Patrick Shea	MPG	0.20	\$152.00

Jan /09/12	Emails with Mitch Vininsky and Bobby Kofman; email from Patrick Shea	MPG	0.50	\$380.00
Jan /10/12	Telephone call with Mitch Vininsky; review Affidavit; conference call with Patrick Shea and Mitch Vininsky; review Report; telephone call with Mitch Vininsky	MPG	2.40	\$1,824.00
Jan /11/12	File Fifth Report; emails with Patrick Shea and Mitch Vininsky	MPG	1.20	\$912.00
Jan /12/12	Emails with Bobby Kofman; telephone call with Patrick Shea; letter from Bennett Jones; telephone call with Bobby Kofman; review motion records	MPG	2.50	\$1,900.00
Jan /13/12	Prepare for and attend at Court; emails re motion and motion record; emails with Derek Bell	MPG	1.70	\$1,292.00

HOURS AND FEES	<u>40.10</u>	<u>\$30,476.00</u>
HST 13%:		3,961.88

FEES AND HST:	<u>\$34,437.88</u>
----------------------	--------------------

DISBURSEMENTS

Agency Fees	\$145.00
Photocopies	\$387.75

DISBURSEMENTS:	<u>\$532.75</u>
HST 13%:	69.26

TOTAL DISBURSEMENTS AND HST:	<u>\$602.01</u>
TOTAL FEES, DISBURSEMENTS & HST:	<u>\$35,039.89</u>
AMOUNT OUTSTANDING:	<u>\$19,295.32</u>

TOTAL:	<u>\$54,334.36</u>
---------------	--------------------

HST #:836788595
E & O E

Terms: Payment due upon receipt, in accordance with Section 35 of The Solicitors Act. Interest will be charged at the rate of 3.3% per annum on unpaid

fees, charges or disbursements calculated from a date that is one month after this statement is delivered. Any disbursement not posted to your account on the date of this statement will be billed later.

TRUST STATEMENT

	Disbursements	Receipts
Jan/09/12		11,494.66
Received From: Davies Ward Phillips & Vineberg LLP Retainer funds transferred by Davies who is no longer counsel for client		
	<hr/>	<hr/>
Total Trust	\$0.00	\$11,494.66
Trust Balance		\$11,494.66

LAX O'SULLIVAN SCOTT LISUS LLP
Suite 1920, 145 King Street West
Toronto ON M5H 1J8 Canada
Tel: 416 598 1744 Fax: 416 598 3730

**LAX
O'SULLIVAN
SCOTT
LISUS**

March 12, 2012

Duff & Phelps
200 King Street West
Suite 1000
Toronto, ON M5H 3T4

Attention: Robert Kofman

File #: 12375

Inv #: 14603

RE: Unique Broadband Systems Inc. and Look Communications Inc.

FOR PROFESSIONAL SERVICES RENDERED to March 12, 2012

<u>SUMMARY OF HOURS & FEES</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
Matthew P. Gottlieb	62.20	\$760.00	\$47,272.00
Rocco DiPucchio	6.00	\$705.00	\$4,230.00
		TOTAL FEES	\$51,502.00
		HST	\$6,695.26
		TOTAL FEES and HST	\$58,197.26
<u>DISBURSEMENTS</u>			
		TOTAL DISBURSEMENTS	\$482.50
		HST	\$62.73
		TOTAL DISBURSEMENTS AND HST	\$545.23
		TOTAL FEES, DISBURSEMENTS and HST	\$58,742.49

<u>DATE</u>	<u>DESCRIPTION</u>	<u>LAWYER</u>	<u>HOURS</u>	<u>AMOUNT</u>
Nov /04/11	Office conference with Matthew Gottlieb; telephone call with Patrick Shea and Mitch Vininsky; attend appointment in Chambers with Justice Wilton-Siegel	RD	1.00	\$705.00
Jan /18/12	Emails with Bobby Kofman and Peter Wardle; emails with Patrick Shea; emails re takeover bid; read releases; review CCAA law	MPG	1.00	\$760.00
Jan /19/12	Telephone call with Bobby Kofman; emails with Patrick Shea and Bobby Kofman; telephone call with Peter Wardle; review position re CCAA	MPG	1.30	\$988.00
Jan /20/12	Prepare for and attend at meeting; emails re meeting and issue	MPG	1.40	\$1,064.00
Jan /23/12	Telephone call with Peter Wardle; telephone call with Bobby Kofman; conference call with Peter Wardle and Bobby Kofman; letter from Bennett Jones; emails to Bobby Kofman and Mitch Vininsky	MPG	1.20	\$912.00
Jan /24/12	Telephone call with Patrick Shea; emails with Bobby Kofman; telephone call with Bobby Kofman; emails with Patrick Shea	MPG	1.60	\$1,216.00
Jan /25/12	Emails with Patrick Shea; telephone calls with Bobby Kofman	MPG	0.50	\$380.00
Jan /26/12	Review decision of Justice Wilton-Siegel; telephone call with Bobby Kofman; telephone call with Peter Wardle; telephone call with Patrick Shea	MPG	1.00	\$760.00
Jan /28/12	Telephone call with Bobby Kofman; emails drafts	MPG	1.20	\$912.00
Jan /30/12	Telephone call with Bobby Kofman; emails with Mitch Vininsky; emails with Bobby	MPG	0.60	\$456.00

	Kofman; draft and revise emails			
Jan /31/12	Emails with Bobby Kofman; meet with Directors and Patrick Shea; telephone call with Bobby Kofman; emails with Raj Sahni	MPG	1.90	\$1,444.00
Feb /01/12	Conference call with Raj Sahni, Derek Bell and Patrick Shea	MPG	1.20	\$912.00
Feb /02/12	Telephone call with Bobby Kofman; emails with Bobby Kofman; conference call re Look Communications	MPG	1.50	\$1,140.00
Feb /03/12	Telephone call with Bobby Kofman; read cases; conference call with Patrick Shea, Bobby Kofman and Mitch Vininsky re options	MPG	2.60	\$1,976.00
Feb /06/12	Emails with Patrick Shea; telephone call with Bobby Kofman and Mitch Vininsky; review draft materials; emails from Brendan O'Neill	MPG	2.00	\$1,520.00
Feb /07/12	Emails with Robin Schwill; telephone call with Bobby Kofman	MPG	0.60	\$456.00
Feb /08/12	Emails re motion and report	MPG	0.20	\$152.00
Feb /09/12	Review UBS motion materials for stay of Dolgonos' take-over bid	RD	2.00	\$1,410.00
Feb /10/12	Emails with Rocco DiPucchio re motion	MPG	0.10	\$76.00
	Meeting with Patrick Shea to discuss options; meeting with Bobby Kofman; telephone call with Matthew Gottlieb; attend 9:30 appointment before Justice Spence; emails with Patrick Shea, Matthew Gottlieb and Bobby Kofman	RD	3.00	\$2,115.00
Feb /12/12	Emails with Patrick Shea; telephone call with Bobby Kofman; review report; forward letter; comments on report	MPG	1.70	\$1,292.00
Feb /13/12	Emails with Bobby Kofman re Process; telephone calls with Patrick Shea; finalize report; read Motion and Responding Records	MPG	3.00	\$2,280.00

Feb /14/12	Prepare for and attend at Court; telephone call with Patrick Shea; telephone call with Bobby Kofman; prepare for cross-examinations	MPG	3.00	\$2,280.00
Feb /15/12	Review Records; attend at cross-examinations; telephone call with Patrick Shea; office conference with Peter Roy and Sean Grayson; prepare for motion	MPG	2.80	\$2,128.00
Feb /16/12	Telephone call with Bobby Kofman; telephone call with Patrick Shea	MPG	0.60	\$456.00
Feb /19/12	Email to Sean Grayson	MPG	0.10	\$76.00
Feb /20/12	Prepare for hearing; review records and facts	MPG	3.60	\$2,736.00
Feb /21/12	Prepare for and attend at Court; meeting re settlement	MPG	6.50	\$4,940.00
Feb /22/12	Emails with Patrick Shea, Bobby Kofman, Mitch Vininsky and Peter Roy; telephone call with Bobby Kofman	MPG	1.20	\$912.00
Feb /23/12	Discussions re motion; emails with Patrick Shea and Bobby Kofman	MPG	1.20	\$912.00
Feb /24/12	Attend at Court; emails, etc.	MPG	1.00	\$760.00
Feb /28/12	Emails with Patrick Shea	MPG	0.20	\$152.00
Mar /01/12	Telephone call Bobby Kofman; review material re motion; prepare for hearing	MPG	2.00	\$1,520.00
Mar /02/12	Prepare for and attend at Court; emails with Bobby Kofman	MPG	3.40	\$2,584.00
Mar /05/12	Meet with Patrick Shea; review claims; review correspondence	MPG	3.40	\$2,584.00
Mar /06/12	Emails with Joe Groia; emails with Patrick Shea; review claims	MPG	2.40	\$1,824.00
Mar /07/12	Emails with Kelly McKinnon; meet with Joe Groia, Sean Grayson, Gavin Smyth and Peter Roy; telephone call with Kelly McKinnon; review claims	MPG	3.40	\$2,584.00

Mar /08/12	Prepare for Court of Appeal; emails with Joe Groia; conference call with Bobby Kofman and Robert Ulicki; emails with Kelly McKinnon and Patrick Shea	MPG	2.80	\$2,128.00
------------	--	-----	------	------------

HOURS AND FEES	68.20	\$51,502.00
HST 13%:		6,695.26

FEES AND HST:	\$58,197.26
----------------------	--------------------

DISBURSEMENTS

Agency Fees	\$105.00
Quicklaw/Lexis/Westlaw	\$75.00
Photocopies	\$302.50

DISBURSEMENTS:	\$482.50
HST 13%:	62.73

TOTAL DISBURSEMENTS AND HST:	\$545.23
-------------------------------------	-----------------

TOTAL FEES, DISBURSEMENTS & HST:	\$58,742.49
---	--------------------

HST #:886788595

E & O E

Terms: Payment due upon receipt, in accordance with Section 35 of The Solicitors Act. Interest will be charged at the rate of 3.3% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this statement is delivered. Any disbursement not posted to your account on the date of this statement will be billed later.

TRUST STATEMENT

	Disbursements	Receipts
Trust Balance Forward		11,494.66
	<hr/>	<hr/>
Total Trust	\$0.00	\$11,494.66
Trust Balance		\$11,494.66

LAX O'SULLIVAN SCOTT LISUS LLP
Suite 1920, 145 King Street West
Toronto ON M5H 1J8 Canada
Tel: 416 598 1744 Fax: 416 598 3730

**LAX
O'SULLIVAN
SCOTT
LISUS**

March 30, 2012

Duff & Phelps Canada Restructuring Inc.
200 King Street West
Suite 1000
Toronto, ON M5H 3T4

Attention: Robert Kofman

File #: 12375

Inv #: 14625

RE: Unique Broadband Systems Inc. and Look Communications Inc.

FOR PROFESSIONAL SERVICES RENDERED to March 29, 2012

<u>SUMMARY OF HOURS & FEES</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
Matthew P. Gottlieb	42.30	\$800.00	\$33,840.00
		TOTAL FEES	\$33,840.00
		HST	\$4,399.20
		TOTAL FEES and HST	\$38,239.20
<u>DISBURSEMENTS</u>			
		TOTAL DISBURSEMENTS	\$325.91
		HST	\$42.37
		TOTAL DISBURSEMENTS AND HST	\$368.28
		TOTAL FEES, DISBURSEMENTS and HST	\$38,607.48

<u>DATE</u>	<u>DESCRIPTION</u>	<u>LAWYER</u>	<u>HOURS</u>	<u>AMOUNT</u>
Mar /09/12	Emails with Gavin Smyth; emails from TSX; office conference with Bobby Kofman; emails with Joe Groia, Kelly McKinnon and Bobby Kofman; meet with Kelly McKinnon	MPG	3.00	\$2,400.00
Mar /12/12	Meet with Bobby Kofman and Mitch Vininsky re claims and proceeding issues; draft material	MPG	2.40	\$1,920.00
Mar /13/12	Telephone call with Patrick Shea; emails with Bobby Kofman; conference call with counsel; emails re TSX; emails with Joe Groia et al.; emails with Kelly McKinnon	MPG	3.20	\$2,560.00
Mar /14/12	Telephone call with Bobby Kofman; email from Joe Groia; emails with Bobby Kofman; draft Protocol; telephone call and emails with Patrick Shea	MPG	3.00	\$2,400.00
Mar /15/12	Emails with Bobby Kofman and Gavin Smyth; telephone call with Patrick Shea; draft Protocol	MPG	3.10	\$2,480.00
Mar /16/12	Emails with Bobby Kofman and Mitch Vininsky; review Motion Record from Groia & Company; telephone calls and emails with Bobby Kofman; telephone call with Patrick Shea; telephone call with David Conklin	MPG	3.00	\$2,400.00
Mar /17/12	Emails with Kelly McKinnon	MPG	0.50	\$400.00
Mar /19/12	Emails with Kelly McKinnon re process; review Motion Record	MPG	2.40	\$1,920.00
Mar /20/12	Read Motion Record; conference call; read emails	MPG	2.50	\$2,000.00
Mar /21/12	Emails with Kelly McKinnon; telephone call with Patrick Shea; emails with Bobby Kofman and Mitch Vininsky; telephone call with Mitch	MPG	2.00	\$1,600.00

Vininsky				
Mar /22/12	Emails with Kelly McKinnon; emails with Patrick Shea; emails with Bobby Kofman; emails with Mitch Vininsky; draft process	MPG	2.80	\$2,240.00
Mar /24/12	Provide comments on Report; emails with Bobby Kofman and Mitch Vininsky; emails with Patrick Shea; emails re requisition	MPG	2.50	\$2,000.00
Mar /26/12	Review Report; letter from Patrick Shea; emails with Kelly McKinnon re process; draft Notice of Motion and Order	MPG	3.80	\$3,040.00
Mar /27/12	Finalize motion material; review Report; telephone calls with Patrick Shea; emails with Kelly McKinnon; telephone call with Peter Roy	MPG	2.70	\$2,160.00
Mar /28/12	Prepare for and attend at meeting with Bobby Kofman and Mitch Vininsky and Board; emails with Court; finalize Motion record; emails with Bobby Kofman; emails with David Conklin	MPG	2.90	\$2,320.00
Mar /29/12	Emails with counsel; email with Court; telephone call with Bobby Kofman	MPG	2.50	\$2,000.00

HOURS AND FEES	42.30	\$33,840.00
HST 13%:		4,399.20

FEES AND HST: \$38,239.20

DISBURSEMENTS

Quicklaw/Lexis/Westlaw	\$54.76
Photocopies	\$271.15

DISBURSEMENTS:	\$325.91
HST 13%:	42.37

TOTAL DISBURSEMENTS AND HST: \$368.28

TOTAL FEES, DISBURSEMENTS & HST: \$38,607.48

HST #:886788595

E & O E

Terms: Payment due upon receipt, in accordance with Section 35 of The Solicitors Act. Interest will be charged at the rate of 3.3% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this statement is delivered. Any disbursement not posted to your account on the date of this statement will be billed later.

TRUST STATEMENT

	Disbursements	Receipts
Trust Balance Forward		11,494.66
	<hr/>	<hr/>
Total Trust	\$0.00	\$11,494.66
Trust Balance		\$11,494.66

LAX O'SULLIVAN SCOTT LISUS LLP
Suite 1920, 145 King Street West
Toronto ON M5H 1J8 Canada
Tel: 416 598 1744 Fax: 416 598 3730



April 30, 2012

Duff & Phelps Canada Restructuring Inc.
200 King Street West
Suite 1000
Toronto, ON M5H 3T4

Attention: Robert Kofman

File #: 12375

Inv #: 14782

RE: Unique Broadband Systems Inc. and Look Communications Inc.

FOR PROFESSIONAL SERVICES RENDERED to April 30, 2012

SUMMARY OF HOURS & FEES

HOURS

RATE

AMOUNT

Matthew P. Gottlieb

49.20

\$800.00

\$39,360.00

TOTAL FEES
HST

\$39,360.00
\$5,116.80

TOTAL FEES and HST

\$44,476.80

DISBURSEMENTS

TOTAL DISBURSEMENTS
HST

\$735.36
\$79.09

TOTAL DISBURSEMENTS AND HST

\$814.45

TOTAL FEES, DISBURSEMENTS and HST

\$45,291.25

<u>DATE</u>	<u>DESCRIPTION</u>	<u>LAWYER</u>	<u>HOURS</u>	<u>AMOUNT</u>
Mar /30/12	Emails with counsel re hearing; emails with Court; prepare for motion	MPG	1.80	\$1,440.00
Apr /02/12	Prepare for and attend at Court; telephone call with Bobby Kofman and Mitch Vininsky; telephone call with Patrick Shea	MPG	6.00	\$4,800.00
Apr /03/12	Revise Supplement to the Seventh Report; emails with counsel; read drafts; provide comments	MPG	3.50	\$2,800.00
Apr /04/12	Emails re discussions; review report; emails with Bobby Kofman and Mitch Vininsky; emails with Patrick Shea; revise Order/schedule; telephone calls with Patrick Shea and Kelley McKinnon	MPG	3.10	\$2,480.00
Apr /05/12	Prepare for and attend at Court for hearing	MPG	4.00	\$3,200.00
Apr /09/12	Review proposals; revise Order and schedule; emails and telephone call with Patrick Shea; emails with Bobby Kofman; prepare for hearing	MPG	3.40	\$2,720.00
Apr /10/12	Prepare for meeting re Order and schedule; telephone call with Bobby Kofman; emails re process	MPG	3.80	\$3,040.00
Apr /11/12	Emails with Bobby Kofman re Procedure; emails with counsel; review drafts	MPG	1.40	\$1,120.00
Apr /12/12	Emails re Process and Stay; meeting re same; prepare for hearing	MPG	3.80	\$3,040.00
Apr /13/12	Prepare for and attend at Court; emails with Joe Thorne; emails with Joe Groia et al.; emails with Bobby Kofman; emails with counsel	MPG	3.30	\$2,640.00
Apr /14/12	Emails with counsel; emails with Bobby Kofman; draft order	MPG	1.70	\$1,360.00
Apr /15/12	Emails with counsel; telephone call with Bobby Kofman	MPG	0.80	\$640.00
Apr /16/12	Emails with Patrick Shea; emails with counsel re form of Order; telephone call with Bobby Kofman; emails with Gavin Smyth; emails with Peter Roy	MPG	2.30	\$1,840.00
Apr /17/12	Emails re Order; review; emails with Bobby Kofman; emails with Patrick Shea	MPG	0.70	\$560.00

Apr /19/12	Email from Bobby Kofman; telephone calls with Bobby Kofman	MPG	0.80	\$640.00
Apr /20/12	Fax from Patrick Shea	MPG	0.10	\$80.00
Apr /23/12	Emails; review motion record	MPG	2.40	\$1,920.00
Apr /24/12	Emails and telephone call with Bobby Kofman; review record	MPG	1.20	\$960.00
Apr /25/12	Attend at 9:30 case conference; telephone calls with Bobby Kofman; emails and telephone call with Patrick Shea	MPG	2.30	\$1,840.00
Apr /26/12	Email from Bobby Kofman; telephone call with Patrick Shea	MPG	0.80	\$640.00
Apr /30/12	Emails with David Conklin; emails with Aubrey Kauffman; telephone call with David Conklin; review Claims record	MPG	2.00	\$1,600.00

HOURS AND FEES	<u>49.20</u>	<u>\$39,360.00</u>
HST 13%:		5,116.80

FEES AND HST:	<u>\$44,476.80</u>
----------------------	--------------------

DISBURSEMENTS

Process Servers	\$215.00
Courier	\$15.94
Quicklaw/Lexis/Westlaw	\$17.07
Photocopies	\$360.35
Filing fee for Notice of Motion*	\$127.00

DISBURSEMENTS:	<u>\$735.36</u>
HST 13%:	79.09

TOTAL DISBURSEMENTS AND HST:	<u>\$814.45</u>
-------------------------------------	-----------------

TOTAL FEES, DISBURSEMENTS & HST:	\$45,291.25
---	--------------------

HST #:886788595
E & O E

Terms: Payment due upon receipt, in accordance with Section 35 of The Solicitors Act. Interest will be charged at the rate of 3.3% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this statement is delivered. Any disbursement not posted to your account on the date of this statement will be billed later.

TRUST STATEMENT

	Disbursements	Receipts
Trust Balance Forward		11,494.66
	<hr/>	<hr/>
Total Trust	\$0.00	\$11,494.66
Trust Balance		\$11,494.66

LAX O'SULLIVAN SCOTT LISUS LLP
Suite 1920, 145 King Street West
Toronto ON M5H 1J8 Canada
Tel: 416 598 1744 Fax: 416 598 3730



May 29, 2012

Duff & Phelps Canada Restructuring Inc.
200 King Street West
Suite 1100
Toronto, ON M5H 3T4

Attention: Robert Kofman

File #: 12375

Inv #: 14941

RE: Unique Broadband Systems Inc. and Look Communications Inc.

FOR PROFESSIONAL SERVICES RENDERED to May 29, 2012

SUMMARY OF HOURS & FEES

HOURS

RATE

AMOUNT

Matthew P. Gottlieb

17.30

\$800.00

\$13,840.00

TOTAL FEES

\$13,840.00

HST

\$1,799.20

TOTAL FEES and HST

\$15,639.20

DISBURSEMENTS

TOTAL DISBURSEMENTS

\$365.51

HST

\$47.52

TOTAL DISBURSEMENTS AND HST

\$413.03

TOTAL FEES, DISBURSEMENTS and HST

\$16,052.23

<u>DATE</u>	<u>DESCRIPTION</u>	<u>LAWYER</u>	<u>HOURS</u>	<u>AMOUNT</u>
May /01/12	Emails with Bobby Kofman re Sales Process; telephone call with Bobby Kofman; emails with Aubrey Kaufman re legal fees; meet with Bobby Kofman; emails with Peter Roy	MPG	1.60	\$1,280.00
May /07/12	Emails with Bobby Kofman and Robert Ulicki	MPG	0.40	\$320.00
May /08/12	Emails from Joe Thorne; review materials; emails with Bryce Kraeker; emails with Bobby Kofman; telephone call with Bobby Kofman	MPG	1.10	\$880.00
May /10/12	Emails re OSC and Wildeboer; emails with Bobby Kofman re Dolgonos offer; emails with Bobby Kofman re claims process	MPG	1.10	\$880.00
May /11/12	Emails re draft Release; emails with Peter Roy	MPG	0.70	\$560.00
May /14/12	Meet with Peter Roy, A.D. and Bobby Kofman; office conference with Bobby Kofman; telephone calls with Bobby Kofman	MPG	1.30	\$1,040.00
May /15/12	Office conference with Bobby Kofman; emails with Bobby Kofman; emails with David Conklin	MPG	0.70	\$560.00
May /16/12	Emails with Bobby Kofman; emails with Peter Roy; telephone call with Bobby Kofman; conference call re potential sale	MPG	1.20	\$960.00
May /17/12	Conference call with David Conklin; emails with Bobby Kofman; telephone call with Bobby Kofman; emails with Joe Groia and Kelley McKinnon	MPG	1.40	\$1,120.00
May /18/12	Telephone call with Bobby Kofman re sales process; emails re same	MPG	0.50	\$400.00
May /20/12	Emails re meetings	MPG	0.10	\$80.00
May /22/12	Emails with Mitch Vininsky	MPG	0.10	\$80.00
May /23/12	Emails and telephone calls with Bobby Kofman; telephone call with Peter Roy	MPG	0.50	\$400.00
May /24/12	Office conference with Bobby Kofman; telephone call with Bobby Kofman	MPG	0.50	\$400.00
May /25/12	Review pleadings filed; meet with Cormark and GMP; office conferences with Bobby Kofman; telephone call with Bobby Kofman; emails with Bobby Kofman re Dolgonos;	MPG	3.90	\$3,120.00

	emails with Joe Groia			
May /28/12	Email from Patrick Shea re cross-examinations; telephone call with Bobby Kofman	MPG	0.20	\$160.00
May /29/12	Emails with Bobby Kofman; review materials	MPG	2.00	\$1,600.00

HOURS AND FEES	<u>17.30</u>	<u>\$13,840.00</u>
HST 13%:		1,799.20

FEES AND HST:		<u>\$15,639.20</u>
----------------------	--	--------------------

DISBURSEMENTS

Courier		\$14.61
Photocopies		\$350.90

DISBURSEMENTS:		<u>\$365.51</u>
HST 13%:		47.52

TOTAL DISBURSEMENTS AND HST:		<u>\$413.03</u>
TOTAL FEES, DISBURSEMENTS & HST:		<u>\$16,052.23</u>

AMOUNT OUTSTANDING		<u>\$83,898.73</u>
---------------------------	--	--------------------

BALANCE DUE		<u>\$99,950.96</u>
--------------------	--	--------------------

HST #:886788595
E & O E

Terms: Payment due upon receipt, in accordance with Section 35 of The Solicitors Act. Interest will be charged at the rate of 3.3% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this statement is delivered. Any disbursement not posted to your account on the date of this statement will be billed later.

TRUST STATEMENT

	Disbursements	Receipts
Trust Balance Forward		11,494.66
	<hr/>	<hr/>
Total Trust	\$0.00	\$11,494.66
Trust Balance		\$11,494.66

LAX O'SULLIVAN SCOTT LISUS LLP
Suite 1920, 145 King Street West
Toronto ON M5H 1J8 Canada
Tel: 416 598 1744 Fax: 416 598 3730

**LAX
O'SULLIVAN
SCOTT
LISUS**

June 30, 2012

Duff & Phelps Canada Restructuring Inc.
200 King Street West
Suite 1000
Toronto, ON M5H 3T4

Attention: Robert Kofman

File #: 12375

Inv #: 15192

RE: Unique Broadband Systems Inc. and Look Communications Inc.

FOR PROFESSIONAL SERVICES RENDERED to June 30, 2012

SUMMARY OF HOURS & FEES

HOURS

RATE

AMOUNT

Matthew P. Gottlieb

47.90

\$800.00

\$38,320.00

TOTAL FEES

\$38,320.00

HST

\$4,981.60

TOTAL FEES and HST

\$43,301.60

DISBURSEMENTS

TOTAL DISBURSEMENTS

\$335.50

HST

\$43.62

TOTAL DISBURSEMENTS AND HST

\$379.12

TOTAL FEES, DISBURSEMENTS and HST

\$43,680.72

<u>DATE</u>	<u>DESCRIPTION</u>	<u>LAWYER</u>	<u>HOURS</u>	<u>AMOUNT</u>
Jun /04/12	Emails with Bobby Kofman; telephone call with Bobby Kofman; emails re meeting materials	MPG	1.80	\$1,440.00
Jun /05/12	Telephone calls with Bobby Kofman and Mitch Vininsky; emails with Patrick Shea re letter and process; review transcripts; telephone call with Alex MacFarlane	MPG	1.70	\$1,360.00
Jun /06/12	Emails from Bobby Kofman; telephone call with Bobby Kofman	MPG	0.80	\$640.00
Jun /07/12	Emails re motions, records served; comment on Report; telephone call with Bobby Kofman and Mitch Vininsky; emails with Bryce Kraeker re materials	MPG	1.70	\$1,360.00
Jun /08/12	Review Factum; review Monitor's Report; read legal argument; emails with Patrick Shea	MPG	3.50	\$2,800.00
Jun /09/12	Review law and Facta	MPG	3.60	\$2,880.00
Jun /10/12	Review all Facta and law	MPG	5.50	\$4,400.00
Jun /12/12	Office conference with Bobby Kofman and Mitch Vininsky; emails re hearing; prepare for hearing	MPG	3.00	\$2,400.00
Jun /13/12	Emails with Bobby Kofman; prepare for and attend at Court on motions; telephone call with Patrick Shea	MPG	9.30	\$7,440.00
Jun /14/12	Telephone calls with Bobby Kofman; review and comment on letter; emails with Patrick Shea; telephone call Paul LeVay	MPG	0.80	\$640.00
Jun /15/12	Office conference with Bobby Kofman re letter re process; emails re letter	MPG	1.10	\$880.00
Jun /18/12	Emails with Bobby Kofman; emails with Robert Ulicki; emails with Patrick Shea	MPG	0.80	\$640.00
Jun /19/12	Emails with Bobby Kofman; emails with counsel	MPG	0.70	\$560.00
Jun /20/12	Emails with Patrick Shea and Peter Roy re meeting	MPG	0.60	\$480.00
Jun /25/12	Attend at Court; telephone call with Bobby Kofman and Mitch Vininsky; telephone call with Patrick Shea	MPG	2.40	\$1,920.00
Jun /26/12	Telephone call with Patrick Roy; emails with	MPG	1.80	\$1,440.00

	Bobby Kofman; conference call			
Jun /27/12	Telephone calls with Bobby Kofman; emails with Bobby Kofman; emails and telephone call with Patrick Shea; emails with Peter Roy; telephone call with Peter Roy	MPG	1.60	\$1,280.00
Jun /28/12	Emails re meetings and settlement; telephone calls with Bobby Kofman, Peter Roy and Patrick Shea; emails with Directions; review settlement documents	MPG	4.20	\$3,360.00
Jun /29/12	Prepare for and attend at meeting with Directors; telephone call with Bobby Kofman	MPG	3.00	\$2,400.00

HOURS AND FEES	<u>47.90</u>	<u>\$38,320.00</u>
HST 13%:		4,981.60

FEES AND HST:		<u>\$43,301.60</u>
----------------------	--	--------------------

DISBURSEMENTS

Agency Fees		\$80.00
Photocopies		\$255.50

DISBURSEMENTS:		<u>\$335.50</u>
HST 13%:		43.62

TOTAL DISBURSEMENTS AND HST:		<u>\$379.12</u>
-------------------------------------	--	-----------------

TOTAL FEES, DISBURSEMENTS & HST:		<u>\$43,680.72</u>
---	--	--------------------

AMOUNT OUTSTANDING:		<u>\$61,343.48</u>
----------------------------	--	--------------------

TOTAL DUE:		<u>\$105,024.20</u>
-------------------	--	---------------------

HST #:886788595
E & O E

Terms: Payment due upon receipt, in accordance with Section 35 of The Solicitors Act. Interest will be charged at the rate of 3.3% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this statement is delivered. Any disbursement not posted to your account on the date of this statement will be billed later.

TRUST STATEMENT

	Disbursements	Receipts
Trust Balance Forward		11,494.66
	<hr/>	<hr/>
Total Trust	\$0.00	\$11,494.66
Trust Balance		\$11,494.66

IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT
OF UNIQUE BROADBAND SYSTEMS, INC.
Applicant

Court File No. CV-11-9283-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

PROCEEDING COMMENCED AT
TORONTO

AFFIDAVIT

LAX O'SULLIVAN SCOTT LISUS LLP
Counsel
Suite 1920, 145 King Street West
Toronto, ON M5H 1J8

Matthew P. Gottlieb (LSUC #32268B)
Tel: (416) 644-5353
Fax: (416) 598-3730

Lawyers for the Monitor

Appendix “E”

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C.
1985, c. C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
UNIQUE BROADBAND SYSTEMS, INC.**

**AFFIDAVIT OF NATASHA MACPARLAND
(sworn July 20, 2012)**

1. I, NATASHA J. MACPARLAND, of the City of Toronto, in the Province of Ontario, MAKE OATH AND SAY:

2. I am a partner of the law firm of Davies Ward Philips & Vineberg LLP ("Davies"), co-counsel to Duff & Phelps Canada Restructuring Inc. and formerly counsel to RSM Richter Inc., the Court-appointed monitor in these proceedings (the "Monitor") and as such I have knowledge of the matters deposed to herein.


3. This Affidavit is sworn in support of a motion to be made in these proceedings seeking, among other things, approval of the fees and disbursements of Davies in its capacity as legal counsel to the Monitor.

4. The Davies invoices, copies of which are attached hereto as Exhibit "A", are for the period from June 20, 2011 to June 30, 2012, and disclose in detail: (i) the total time expended by each person and his or her hourly rates for the relevant time

period and (ii) the total charges for the services rendered and disbursements incurred for the relevant time period. The Davies docket summary, which is attached hereto as Exhibit "B", is for the period from June 20, 2011 to June 30, 2012, and discloses in detail: (i) the dates on which the services were rendered; (ii) the time expended by each person and his or her hourly rate for each day services were rendered by that person; and (iii) a description of the task performed by each person for each day services were rendered by that person.

5. I verily believe that the time expended and the legal fees charged are reasonable in light of the services performed and the prevailing market rates for legal services of this nature in downtown Toronto, and the hourly rates charged are each person's standard rate.

SWORN BEFORE ME at)
the City of Toronto, in the)
Province of Ontario, this)
20th day of July, 2012)

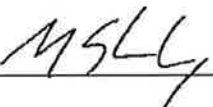


A Commissioner for taking
Affidavits, etc.



NATASHA J. MACPARLAND

This is Exhibit "A" referred to in the Affidavit of Natasha J. MacParland,
sworn before me, this 20th day of July, 2012



Commissioner for taking affidavits



DAVIES WARD PHILLIPS & VINEBERG LLP

44th Floor
1 First Canadian Place
Toronto Canada M5X 1B1
Tel 416 863 0900
Fax 416 863 0871
www.dwpv.com

September 27, 2011

Matthew P. Gottlieb
Dir 416.863.5516
mgottlieb@dwpv.com

File No. 236540

REGULAR MAIL

Robert Kofman
RSM Richter Inc.
200 King Street West
Suite 1900
Toronto, ON M5H 3T4

Dear Mr. Kofman:

Unique Broadband Systems Inc. and Look Communications Inc.

Enclosed please find our firm's account for services rendered in the above matter, which I trust you will find satisfactory.

Yours very truly,

A handwritten signature in black ink, appearing to read "MPG", with a large, stylized flourish extending to the right.

Matthew P. Gottlieb

MPG/amh



DAVIES WARD PHILLIPS & VINEBERG LLP

44th Floor Tel 416 863 0900
1 First Canadian Place Fax 416 863 0871
Toronto Canada M5X 1B1 www.dwpv.com

September 27, 2011

File No. 236540

RSM Richter Inc.
200 King Street West
Suite 1100
Toronto, ON M5H 3T4

Attention: Bobby Kofman

Unique Broadband Systems Inc. and Look Communications Inc.

Period: June 20, 2011 to September 26, 2011

TO PROFESSIONAL SERVICES rendered during the above-noted period in connection with the above-noted matter as outlined in the attached Schedule.

OUR FEE \$32,175.00

DISBURSEMENTS

Faxes	16.50
Scancopy	10.20
Binding & Stationery	10.20
Transaction Levy	50.00
Surcharge	
Process Servers	100.00
Telephone Calls	24.02
Reproduction Charges	260.20

471.12

471.12

SUBTOTAL \$32,646.12

HST 4,244.00

SUBTOTAL \$36,890.12

GST/HST No. R118882927

PER 

IN ACCORDANCE WITH SECTION 33 OF THE SOLICITORS ACT, INTEREST WILL BE CHARGED AT THE RATE OF 1.3% PER ANNUM ON UNPAID FEES, CHARGES OR DISBURSEMENTS CALCULATED FROM A DATE THAT IS ONE MONTH AFTER THIS STATEMENT IS DELIVERED. ANY DISBURSEMENTS INCURRED ON YOUR BEHALF AND NOT CHARGED TO YOUR ACCOUNT ON THE DATE OF THIS STATEMENT WILL BE BILLED LATER.

LESS	AMOUNT	FROM	36,890.12
TRUST			
TOTAL			<u>\$0.00</u>

RSM RICHTER INC.

Re: Unique Broadband Systems Inc. and Look Communications Inc.

Period: June 20, 2011 to September 21, 2011

<u>Date</u>	<u>Individual</u>	<u>Description</u>	<u>Hours</u>
June 20, 2011	Matthew Gottlieb	Telephone conversation Bobby Kofman; review documents	0.5
June 21, 2011	Matthew Gottlieb	Review documents and Morocco decision, etc.; telephone conversation Bobby Kofman; meet with Robert Ulicki and Bobby Kofman; telephone conversation Patrick Shea	2.6
June 23, 2011	Matthew Gottlieb	Emails with Bobby Kofman; to telephone conversation Patrick Shea	0.7
June 24, 2011	Matthew Gottlieb	Telephone conversation Patrick Shea; emails with Bobby Kofman	0.5
June 27, 2011	Matthew Gottlieb	Conference call re filing; telephone conversation Bobby Kofman; review materials; review Notice of Appeal	1.1
June 28, 2011	Matthew Gottlieb	Conference call re filing; telephone conversation Bobby Kofman and Lana Bezner; read materials	1.5
June 29, 2011	Matthew Gottlieb	Office conference Bobby Kofman; emails with Patrick Shea; office conference Raj Sahni; read draft rider; emails with Bobby Kofman	1.4
June 30, 2011	Matthew Gottlieb	Emails with Bobby Kofman; emails with Patrick Shea	0.5
July 4, 2011	Matthew Gottlieb	Review Goodmans' material; emails with Patrick Shea and Bobby Kofman	1.7
July 5, 2011	Matthew Gottlieb	Prepare for and attend at Court; emails with Patrick Shea, Bobby Kofman and Lana Bezner; office conference Bobby Kofman; emails Patrick Shea	4.0
July 6, 2011	Matthew Gottlieb	Emails with Bobby Kofman; meet with Bobby Kofman, Lana Bezner, Patrick	2.7

		Shea and UBS representatives; emails with Robert Ulicki and Patrick Shea re offer; emails with Lana Bezner re servers, etc.	
July 7, 2011	Matthew Gottlieb	Emails with Bobby Kofman and Lana Bezner re letter re documents, computers, draft letters; emails with Robert Ulicki et al.; emails with Peter Roy re documents; emails with Joseph Groia	3.9
July 8, 2011	Matthew Gottlieb	Emails and telephone conversation with Bobby Kofman re UBS; emails with Raj Sahni re documents; draft emails re documents/computers	2.4
July 9, 2011	Matthew Gottlieb	Emails with Bobby Kofman	0.1
July 12, 2011	Matthew Gottlieb	Emails with Lana Bezner and Peter S. of UBS re computers	1.0
July 13, 2011	Matthew Gottlieb	Emails with Patrick Shea; conference call with Patrick Shea; telephone conversation Bobby Kofman; draft letter	1.2
July 14, 2011	Matthew Gottlieb	Emails with Bobby Kofman and UBS Board; telephone conversation Bobby Kofman; voicemail from Grant McCutcheon	1.2
July 15, 2011	Matthew Gottlieb	Correspondence re computer information; emails with Lana Bezner and Bobby Kofman	1.0
July 18, 2011	Matthew Gottlieb	Emails with Bobby Kofman re Claims Process Order	0.3
July 19, 2011	Matthew Gottlieb	Set up conference call re Order; emails re Order and Process; review Order	2.0
July 20, 2011	Matthew Gottlieb	Conference call re Claims Process; telephone conversation Bobby Kofman re Process; emails re Look Communications; emails with David Conklin	1.4

July 21, 2011	Matthew Gottlieb	Emails with Lana Bezner; email David Conklin	0.2
July 22, 2011	Matthew Gottlieb	Telephone conversation Bobby Kofman and Lana Bezner; review draft Order	0.7
July 25, 2011	Matthew Gottlieb	Review motion materials re Look Communications; telephone conversation David Conklin	2.0
July 26, 2011	Matthew Gottlieb	Review transcripts; review draft Orders/materials	2.0
August 2, 2011	Matthew Gottlieb	Review draft Report and Order; telephone conversation Patrick Shea re Order	0.6
August 4, 2011	Matthew Gottlieb	Prepare for and attend at Court	0.8
August 15, 2011	Matthew Gottlieb	Emails with Bobby Kofman; telephone conversation Lana Bezner re cash flows	0.6
August 16, 2011	Matthew Gottlieb	Conference call; review pleadings/documents; office conference Bobby Kofman	1.0
August 18, 2011	Matthew Gottlieb	Emails with Lana Bezner, Bobby Kofman and Patrick Shea	0.6
August 25, 2011	Matthew Gottlieb	Telephone conversation Patrick Shea re litigation protocol; emails with Bobby Kofman	1.0
August 30, 2011	Matthew Gottlieb	Review Look Communications motion materials	0.8
September 7, 2011	Matthew Gottlieb	Emails with Lana Bezner re Report	0.5
September 9, 2011	Matthew Gottlieb	Telephone conversation Lana Bezner; emails Lana Bezner	0.1
September 15, 2011	Matthew Gottlieb	Review Report; office conference with Lana Bezner	0.3



DAVIES WARD PHILLIPS & VINEBERG LLP

44th Floor
1 First Canadian Place
Toronto Canada M5X 1B1

Tel 416 863 0900
Fax 416 863 0871
www.dwpv.com

October 21, 2011

Jay Swartz
Dir 416.863.5520
jswartz@dwpv.com

File No. 236540

BY EMAIL AND REGULAR MAIL

Mr. Robert Kofman
RSM Richter Inc.
200 King Street West
Suite 1100
P.O. Box 48
Toronto, ON M5H 3T4

Dear Bobby:

Unique Broadband Systems Inc. and Look Communications Inc.

I am enclosing our statement of account for services rendered for the period ending October 12, 2011. It has been rendered strictly on the basis of accrued time and, as such, I trust that you will find it satisfactory.

Please call me if you have any questions regarding this account.

Yours very truly,

A handwritten signature in black ink, appearing to be "Jay Swartz".

Jay Swartz

JAS/ms
Enclosure



DAVIES WARD PHILLIPS & VINEBERG LLP

44th Floor Tel 416 863 0900
1 First Canadian Place Fax 416 863 0871
Toronto Canada M5X 1B1 www.dwpv.com

October 21, 2011

File No. 236540

RSM Richter Inc.
200 King Street West
Suite 1100
Toronto, ON M5H 3T4

Attention: Bobby Kofman

Unique Broadband Systems Inc. and Look Communications Inc.

Period: September 27, 2011 to October 12, 2011

TO PROFESSIONAL SERVICES rendered during the above-noted period in connection with the above-noted matter as outlined in the attached Schedule.

OUR FEE \$1,425.00

DISBURSEMENTS

Binding & Stationery 4.40

\$4.40

4.40

SUBTOTAL \$1,429.40

HST 185.82

TOTAL \$1,615.22

Tot#: 2761108.1

GST/HST No. R118882927

PER

IN ACCORDANCE WITH SECTION 33 OF THE SOLICITORS ACT, INTEREST WILL BE CHARGED AT THE RATE OF 1.3% PER ANNUM ON UNPAID FEES, CHARGES OR DISBURSEMENTS CALCULATED FROM A DATE THAT IS ONE MONTH AFTER THIS STATEMENT IS DELIVERED. ANY DISBURSEMENTS INCURRED ON YOUR BEHALF AND NOT CHARGED TO YOUR ACCOUNT ON THE DATE OF THIS STATEMENT WILL BE BILLED LATER.

TIMEKEEPERS

TIMEKEEPER	TOTAL HOURS	HOURLY RATE
M.P. GOTTLIEB	1.9	750.00

12/Oct/11 11:24:29
PREBILL #: 750144

DAVIES WARD PHILLIPS & VINEBERG LLP
BILLING STATEMENT TO 12/Oct/11 PRINTED FOR MPG FOR 114990 236540
RSM RICHTER INC. - UNIQUE BROADBAND SYSTEMS INC. AND LOOK COMMUNICATIONS INC.

DETAIL OF UNBILLED TIME - STANDARD

DATE	TIMEKEEPER	HOURS	RATE	AMOUNT	DESCRIPTION
16-Sep-11	0098 M.P.GOTTLIEB	1.20	750.00	900.00	Emails with Lana Bezner: review report
19-Sep-11	0098 M.P.GOTTLIEB	0.70	750.00	525.00	Telephone conversation Lana Bezner re report and claims process
TOTAL UNBILLED TIME		1.90		1,425.00	



DAVIES WARD PHILLIPS & VINEBERG LLP

44th Floor
1 First Canadian Place
Toronto Canada M5X 1B1

Tel 416 863 0900
Fax 416 863 0871
www.dwpv.com

July 10, 2012

Jay Swartz
Dir 416 863 5520
jswartz@dwpv.com

File No. 236540

Mr. Robert Kofman
Duff & Phelps Canada Restructuring Inc.
200 King Street West
Suite 1000
Toronto, ON M5H 3T4

Dear Bobby:

Unique Broadband Systems Inc. and Look Communications Inc.

Enclosed is our account for services rendered for the period ending June 30, 2012. The account has been rendered strictly on the basis of accrued time and, as such, I trust you will find it satisfactory.

Best regards.

Yours very truly,

A handwritten signature in black ink, appearing to read "Jay Swartz", written over a horizontal line.

Jay Swartz

JAS/kcc



DAVIES WARD PHILLIPS & VINEBERG LLP

44th Floor
1 First Canadian Place
Toronto Canada M5X 1B1
Tel 416 863 0900
Fax 416 863 0871
www.dwpv.com

July 10, 2012

File No. 236540

Duff & Phelps Canada Restructuring Inc.
200 King Street West
Suite 1000
Toronto, ON M5H 3T4

Attention: Robert Kofman

Unique Broadband Systems Inc. and Look Communications Inc.

Period: May 1, 2012 to June 30, 2012

TO PROFESSIONAL SERVICES rendered during the above-noted period including telephone discussion with R. Kofman and M. Gottlieb re sales process for selling shares of Look; discussing securities law implications for sale of Look shares; attending meeting with R. Kofman and R. Ulicki regarding sales process; discussions regarding sale of block of shares and Quebec securities laws; telephone call with B. Dionne regarding exemption from Quebec requirements; conference call with R. Ulecki, R. Kofman and M. Gottlieb regarding sale process; meeting with R. Kofman, M. Vininsky, M. Gottlieb, F. Elliott, R. Ulicki and J. Kennedy; meeting with Ben Goldstein of GMP; telephone conversation with James Kofman of Cormark and R. Kofman; meeting regarding sale strategy; telephone conversation with M. Gottlieb re Court hearing; and to all correspondence and attendances in connection with the foregoing.

OUR FEE

\$10,312.50

GST/HST No. R118882927

PER 

IN ACCORDANCE WITH SECTION 33 OF THE SOLICITORS ACT, INTEREST WILL BE CHARGED AT THE RATE OF 1.3% PER ANNUM ON UNPAID FEES, CHARGES OR DISBURSEMENTS CALCULATED FROM A DATE THAT IS ONE MONTH AFTER THIS STATEMENT IS DELIVERED. ANY DISBURSEMENTS INCURRED ON YOUR BEHALF AND NOT CHARGED TO YOUR ACCOUNT ON THE DATE OF THIS STATEMENT WILL BE BILLED LATER.

DISBURSEMENTS

Bank Charges	\$50.00	
Reproduction Charges	<u>14.10</u>	
	\$64.10	
		<u>64.10</u>
SUBTOTAL		\$10,376.60
HST		<u>1,348.96</u>
TOTAL		<u>\$11,725.56</u>

TIMEKEEPERS

TIMEKEEPER	TOTAL HOURS	HOURLY RATE
J. SWARTZ	9.10	975.00
F. RUF	1.80	800.00

This is Exhibit "B" referred to in the Affidavit of Natasha J. MacParland,
sworn before me, this 20th day of July, 2012



Commissioner for taking affidavits

EXHIBIT "B"**DAVIES DOCKET SUMMARY****DUFF & PHELPS CANADA RESTRUCTURING INC.
Re: UNIQUE BROADBAND SYSTEMS, INC.**

Date	Individual	Hours	Rate	Narrative
20-Jun-11	MATTHEW P. GOTTLIEB	0.5	750	Telephone call with R. Kofman; review documents
21-Jun-11	MATTHEW P. GOTTLIEB	2.6	750	Review documents and Morocco decision; telephone call with R. Kofman; meeting with R. Ulicki and R. Kofman; telephone conversation with P. Shea
23-Jun-11	MATTHEW P. GOTTLIEB	0.7	750	Emails with R. Kofman; telephone call with P. Shea;
24-Jun-11	MATTHEW P. GOTTLIEB	0.5	750	Telephone call with P. Shea; emails with R. Kofman;
27-Jun-11	MATTHEW P. GOTTLIEB	1.1	750	Conference call re filing; telephone call with R. Kofman; review materials; review Notice of Appeal
28-Jun-11	MATTHEW P. GOTTLIEB	1.5	750	Conference call re filing; telephone call with R. Kofman and L. Bezner; review materials
29-Jun-11	MATTHEW P. GOTTLIEB	1.4	750	Office conference with R. Kofman; emails with P. Shea; office conference with R. Sahni; review draft rider; emails with R. Kofman
30-Jun-11	MATTHEW P. GOTTLIEB	0.5	750	Emails with R. Kofman; emails with P. Shea
4-Jul-11	MATTHEW P. GOTTLIEB	1.7	750	Review Goodmans LLP material; emails with P. Shea and R. Kofman
5-Jul-11	MATTHEW P. GOTTLIEB	4	750	Prepare for Court; attend at Court; emails with P. Shea, R. Kofman and L. Bezner; office conference with R. Kofman;
6-Jul-11	MATTHEW P. GOTTLIEB	2.7	750	Emails with R. Kofman; meet with R. Kofman, L. Bezner, P. Shea and UBS Representatives; emails with R. Ulicki and P. Shea re offer; emails with L. Bezner re servers, etc.
7-Jul-11	MATTHEW P. GOTTLIEB	3.9	750	Emails with R. Kofman and L. Bezner re documents, computers and draft letters; emails with R. Ulicki et al.; emails with P. Roy re documents; emails with J. Groia
8-Jul-11	MATTHEW P. GOTTLIEB	2.4	750	Emails and telephone call with R. Kofman; emails with R. Sahni re documents; draft emails re documents and computers
9-Jul-11	MATTHEW P. GOTTLIEB	0.1	750	Emails with R. Kofman

Date	Individual	Hours	Rate	Narrative
12-Jul-11	MATTHEW P. GOTTLIEB	1	750	Emails with L. Bezner and P. Sosinski of UBS re computers
13-Jul-11	MATTHEW P. GOTTLIEB	1.2	750	Emails with P. Shea; conference call with P. Shea; telephone call with R. Kofman; draft letter
14-Jul-11	MATTHEW P. GOTTLIEB	1.2	750	Emails with R. Kofman and UBS Board; telephone call with R. Kofman; voicemail from G. McCutcheon
15-Jul-11	MATTHEW P. GOTTLIEB	1	750	Correspondence re computer information; emails with L. Bezner and R. Kofman
18-Jul-11	MATTHEW P. GOTTLIEB	0.3	750	Emails with R. Kofman re Claims Process Order
19-Jul-11	MATTHEW P. GOTTLIEB	2	750	Set up conference call re Order; emails re Order and sale process; review Order
20-Jul-11	MATTHEW P. GOTTLIEB	1.4	750	Conference call re claims process; telephone call with R. Kofman re sale process; emails re Look Communications; emails with D. Conklin
21-Jul-11	MATTHEW P. GOTTLIEB	0.2	750	Emails with L. Bezner; email with D. Conklin
22-Jul-11	MATTHEW P. GOTTLIEB	0.7	750	Telephone call with R. Kofman and L. Bezner; review draft Order
25-Jul-11	MATTHEW P. GOTTLIEB	2	750	Review motion materials re Look Communications; telephone call with D. Conklin
26-Jul-11	MATTHEW P. GOTTLIEB	2	750	Review transcripts; review draft Orders and materials
2-Aug-11	MATTHEW P. GOTTLIEB	0.6	750	Review draft Report and Order; telephone call with P. Shea re Order
4-Aug-11	MATTHEW P. GOTTLIEB	0.8	750	Prepare for and attend at Court
15-Aug-11	MATTHEW P. GOTTLIEB	0.6	750	Emails with R. Kofman; telephone call with L. Bezner re cash flows
16-Aug-11	MATTHEW P. GOTTLIEB	1	750	Conference call; review pleadings and documents; office conference with R. Kofman
18-Aug-11	MATTHEW P. GOTTLIEB	0.6	750	Emails with L. Bezner, R. Kofman and P. Shea
25-Aug-11	MATTHEW P. GOTTLIEB	1	750	Telephone call with P. Shea re litigation protocol; emails with R. Kofman
30-Aug-11	MATTHEW P. GOTTLIEB	0.8	750	Review Look Communications motion materials
7-Sep-11	MATTHEW P. GOTTLIEB	0.5	750	Emails with L. Bezner re Report
9-Sep-11	MATTHEW P. GOTTLIEB	0.1	750	Telephone call with L. Bezner; emails with L. Bezner
15-Sep-11	MATTHEW P. GOTTLIEB	0.3	750	Review of Report; office conference with L. Bezner

Date	Individual	Hours	Rate	Narrative
16-Sep-11	MATTHEW P. GOTTLIEB	1.2	750	Emails with L. Bezner; review Report
19-Sep-11	MATTHEW P. GOTTLIEB	0.7	750	Telephone call with L. Bezner re Report and claims process
1-May-12	JAY A. SWARTZ	0.2	975	Telephone conversation B. Kofman and M. Gottlieb re sale process for selling shares of Look; discussion with M. Gilbert
2-May-12	JAY A. SWARTZ	0.4	975	Discuss securities law implications for sale of Look shares with M. Gilbert
7-May-12	JAY A. SWARTZ	0.2	975	Telephone conversation with R. Kofman re sale process
10-May-12	JAY A. SWARTZ	1.4	975	Meeting R. Kofman and R. Ulicki re sale process; telephone conversation F. Ruf; discussion with P. Olasker
10-May-12	FRANZISKA RUF	0.5	800	Telephone call with J. Swartz; discussion with N. Kravitz re: sale of block of shares and Québec securities law issues
11-May-12	FRANZISKA RUF	0.6	800	Telephone call and email with B. Dionne re: exemption from certain Québec requirements
15-May-12	JAY A. SWARTZ	0.2	975	Voicemail to F. Ruf; email with R. Kofman; telephone call with F. Ruf
15-May-12	FRANZISKA RUF	0.7	800	Telephone call with B. Dionne, AMF, and Jay Swartz re: Québec securities law analysis
16-May-12	JAY A. SWARTZ	1.3	975	Review email and offer from Pollack Group; conference call R. Ulecki, R. Kofman and M. Gottlieb re sale process; email form of Confidentially Agreement
25-May-12	JAY A. SWARTZ	2.8	975	Meeting with R. Kofman, M. Vininsky, M. Gottlieb, F. Elliott, R. Ullrich and J. Kennedy (Cormark); meeting with B. Goldstein (GMP)
28-May-12	JAY A. SWARTZ	0.2	975	Telephone call with J. Kofman (Cormark)
29-May-12	JAY A. SWARTZ	0.6	975	Telephone call with R. Kofman and J. Kofman
4-Jun-12	JAY A. SWARTZ	1.3	975	Meeting re sale strategy
7-Jun-12	JAY A. SWARTZ	0.1	975	Review emails; telephone call with R. Kofman
11-Jun-12	JAY A. SWARTZ	0.2	975	Telephone call with M. Gottlieb re sale process; telephone call with R. Kofman
14-Jun-12	JAY A. SWARTZ	0.2	975	Telephone call with M. Gottlieb re Court hearing

Individual	Rate (\$/hr)	Total Hours
MATTHEW P. GOTTLIEB	750	44.8
JAY A. SWARTZ	975	9.1
FRANZISKA RUF	800	1.8

IN THE MATTER OF THE COMPANIES'
CREDITORS ARRANGEMENT ACT, R.S.C.
1985, c. C-36, AS AMENDED

and

IN THE MATTER OF A PLAN OF
COMPROMISE OR ARRANGEMENT OF
UNIQUE BROADBAND SYSTEMS, INC.

Court File No: CV-11-9283-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding Commenced At Toronto

**AFFIDAVIT OF NATASHA MACPARLAND
(sworn July 20, 2012)**

DAVIES WARD PHILLIPS & VINEBERG LLP
44th Floor, 1 First Canadian Place
Toronto Canada M5X 1B1

Natasha MacParland (LSUC #42383G)
Tel: 416.863.5567
Fax: 416.863.0871

Lawyers for Duff & Phelps Canada
Restructuring Inc.