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

February 24, 2015

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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.**

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

February 24, 2015

1.0 Introduction

1. 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”).
2. On December 9, 2011, the assets used by Richter in its Toronto restructuring practice were acquired by Duff & Phelps Canada Restructuring Inc. (“D&P”). Pursuant to a Court order made on December 12, 2011 (the “Substitution Order”), D&P was substituted in place of Richter as Monitor. The licensed trustees/restructuring professionals overseeing this mandate prior to December 9, 2011 remain unchanged.
3. Pursuant to an order of the Court made on December 12, 2014, the Company’s stay of proceedings was extended until February 27, 2015.

1.1 Purposes of this Report

1. 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 claims filed against the Company pursuant to the claims process order made August 4, 2011 (“Claims Order”) and to discuss the Company’s intention to pay, in full, the admitted claims;
 - c) Report on the Company’s weekly cash flow projection for the period ending May 29, 2015 (“Cash Flow”);
 - d) Summarize the process developed by the Company and its Board of Directors to conclude these proceedings; and
 - e) Recommend that this Honourable Court make an order:
 - granting the Company’s request for an extension of the stay of proceedings from February 27, 2015, the date the current stay expires, to May 15, 2015;
 - authorizing and directing UBS to pay, in full, its creditors the amount of their proven claims as admitted by the Company or determined by the Court;
 - authorizing and directing UBS to convene a meeting of its shareholders on May 4, 2015 to be held within the CCAA proceedings for the principal purpose of electing new directors;
 - approving the actions and conduct of the Company and its past and current directors and officers from the date of the Initial Order;
 - releasing the Monitor of any and all obligations and liabilities arising from any and all claims, actions and the like from the date of the Initial Order to the date of its discharge;
 - releasing the Company’s past and current directors and officers of any and all obligations and liabilities arising from any and all claims, actions and the like from the date of the Initial Order to the date these proceedings terminate;
 - approving the fees and disbursements of the Monitor, its counsel and the Company’s counsel, from the date of the Initial Order to January 31, 2015;

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- approving the Fee Accrual, as defined in Section 8;
 - approving the Monitor's conduct and activities as described in this Report; and
 - discharging the Monitor upon the filing of the Discharge Certificate.

1.2 Currency

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

1.3 Restrictions

1. 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 has reviewed the assumptions underlying the Cash Flow provided in Appendix "A" and believes them to be reasonable.

2.0 Background

1. Background information concerning the Company is detailed in the affidavit of Robert Ulicki (the "Ulicki Affidavit"), a former 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, litigation and interest in LOOK Communications Inc., now known as ONEnergy Inc. ("ONEnergy"), as a result of a transaction completed on July 9, 2013.
2. 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:
<http://www.duffandphelps.com/intl/en-ca/Pages/RestructuringCases.aspx>

3.0 Claims Process

1. Pursuant to the Claims Order, the Court approved a process pursuant to which claims were to be filed against the Company prior to September 19, 2011 (the “Bar Date”). Fourteen claims were filed as of the Bar Date.
2. Claims admitted by the Company pursuant to the Claims Order total approximately \$710,000. A schedule listing those claims is provided in Appendix “B”.
3. As reflected in the affidavit of Victor Wells, a director of the Company, sworn February 19, 2015 (“Wells Affidavit”), the Company recently admitted two additional claims from:
 - a. Peter Minaki - \$92,861; and
 - b. Louis Mitrovich - \$38,473, net of advances made by the Company prior to commencement of these proceedings. Mr. Mitrovich filed this claim after the Bar Date. This is a claim for indemnification for costs incurred by Mr. Mitrovich to respond to motions brought by Jolian Investments Limited (“Jolian”) and others following commencement of these proceedings. A motion on March 11, 2013 seeking an order to allow the claim to be filed and dealt with in accordance with the procedures set out in the Claims Order was adjourned and has not been rescheduled. The Company is seeking approval to admit Mr. Mitrovich’s claim.
4. On February 24, 2015, the Monitor received six invoices totaling \$80,946 from counsel to Mr. Minaki for services rendered for the period April, 2011 to June, 2013. Mr. Minaki’s counsel, Fasken Martineau DuMoulin LLP, advised the Monitor that in addition to the amounts in 3.3 (a) above, he is also seeking payment of these invoices by the Company pursuant to an indemnification agreement dated January 25, 2007 between him and the Company. The Company has advised the Monitor that it is reviewing Mr. Minaki’s claim in its entirety and may dispute all or a portion thereof.
5. Douglas Reeson filed a claim for \$585,000 which is the last outstanding claim. In the Company’s view, this claim is substantially similar to certain of the claims filed by Jolian and its principal, Gerald McGoey (together, “Jolian”), which were disallowed by the Company (the disallowance was upheld by the Court of Appeal for Ontario). The Company has demanded that Mr. Reeson repay advances of \$120,000 that he received from the Company. The Company and counsel to Mr. Reeson have met with Mr. Justice Wilton-Siegel to set a schedule to address this claim. A mediation with Mr. Justice Wilton-Siegel is scheduled on February 26, 2015.

3.1 Jolian Claims

1. As previously reported, pursuant to the Claims Order, Jolian filed claims totaling over \$10 million against the Company. Jolian's claims represent the largest claims filed against the Company and relate to litigation commenced prior to these CCAA proceedings.
2. The Company disallowed Jolian's claims in full. The disallowance was upheld by the Court of Appeal for Ontario.
3. The Company has obtained judgments payable jointly and severally by Jolian and Mr. McGoey totaling approximately \$1.4 million, comprised of costs of the Company's trial with Jolian (\$1.3 million) and costs of the appeal (\$60,000).
4. The Company made demand on Jolian on August 5, 2014 for repayment of \$200,000 that was advanced to Jolian before Mr. McGoey's resignation as the Company's CEO in 2011.
5. On August 8, 2014, the Company filed an application for a bankruptcy order against Mr. McGoey. As reflected in the Wells Affidavit, Mr. McGoey intends to oppose the bankruptcy application. A scheduling appointment to set a return date for the bankruptcy application is being sought.

4.0 Cash Flow

4.1 Receipts and Disbursements for the Period November 29, 2014 to February 13, 2015

1. A comparison of the Company's budget-to-actual results for the above period is provided in Appendix "C".
2. As at February 13, 2015, the Company had cash on hand of \$1.5 million, a positive variance of approximately \$120,000 versus the projected cash balance. The variance is largely a timing difference with respect to the payment of professional fees.

4.2 Cash Flow for the Period ending May 29, 2015

1. The Cash Flow, together with Management's and the Monitor's reports on the cash flow statement, are attached in Appendix "A". The Monitor has reviewed the Cash Flow and believes it to be reasonable.
2. The Cash Flow continues to reflect that the Company has limited receipts and disbursements, with the main disbursements relating to payroll, regulatory reporting, director fees and professional fees.

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3. The Company is projecting that it will have cash on hand of \$1.1 million as at May 15, 2015, before payment of the following:
 - a. admitted claims (\$841,000) and an amount, if any, payable to Mr. Reeson;
 - b. a claim by Grant McCutcheon, the Company's chief executive officer, resulting from a deemed termination in his employment agreement with the Company¹ (\$200,000 plus applicable employer remittances)²; and
 - c. accrued expenses, including professional fees (\$230,000)³, to be offset against retainers held by the respective firms (\$160,000 in the aggregate).
 4. The actual cash position may vary depending on, among other things, recoveries associated with the cost awards against Jolian and the outcome of the Company's demand for repayment of advances made to Mr. Reeson.

5.0 Orderly Exit from these Proceedings

1. The Monitor's Twenty-third Report to Court dated December 10, 2014 ("23rd Report") summarized three options that the Company and its Board of Directors (the "Board") had been considering for the Company's business following completion of these proceedings. The options included a proposal by Mr. Ulicki, suggestions from Niketo Co. Ltd. ("Niketo"), a shareholder of the Company, and a wind-up of the Company pursuant to the *Business Corporations Act* (Ontario) ("OBCA"). Each of the three options provided for payment in full of admitted creditor claims. A copy of the 23rd Report is provided in Appendix "D", without appendices
2. Pursuant to an Order dated December 12, 2014, the Court approved the following timeline ("Timeline") set by the Company to consider its options:
 - By January 9, 2015, Mr. Ulicki and Niketo were to submit their detailed proposals, if any;
 - By January 20, 2015, the Company and the Board, in consultation with the Monitor, were to review the options and decide on the Company's direction;
 - By January 30, 2015, the Company was to advise the Court of its decision as to the chosen option; and

¹ This claim was triggered in January, 2012 when 2064818 Ontario Inc., a corporation controlled by Alex Dolgonos, increased its interest (together with Mr. Dolgonos) in the Company to over 20%.

² Further particulars of this obligation are provided in paragraph 32 of the Wells Affidavit.

³ Includes projected fees to Gowling Lafleur Henderson LLP (\$155,000), the Monitor (\$45,000) and the Monitor's counsel (\$30,000).

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- By February 27, 2015, the Company would file its materials with the Court, i.e. a plan of compromise or arrangement, a wind-up under the OBCA or a different course of action.
3. On January 30, 2015, the Company received proposals from Mr. Ulicki, Niketo and Mr. Dolgonos. Each of the proposals provides different visions for the Company's business upon completion of these proceedings⁴.
 4. Representatives of the Company and its Board met with the three parties to better understand their proposals and to clarify certain terms. The Company and its Board then:
 - a. consulted with their advisors and the Monitor; and
 - b. considered the costs associated with, among other things, obtaining formal valuations relating to the proposed transactions, preparing a prospectus and potential opposition (and perhaps litigation) arising from selecting one of the proposals/transactions.
 5. As set out in the Wells Affidavit, the Board determined that the most appropriate way to proceed would be to pay all of UBS's creditors, call a meeting of UBS's shareholders to elect a new board (a "Meeting") and then exit from the CCAA proceeding in an orderly manner. The Board has advised the Monitor that it believes that it is more appropriate for the directors elected at the Meeting to consider the direction of the Company's business post-CCAA.
 6. Messrs. Dolgonos and Ulicki have advised the Board that they are, or will be considering, nominating individuals for election as directors at the Meeting. They will also have an opportunity to present proposals to UBS's shareholders in the form of information circulars.
 7. Neither the Company nor the Board intends to propose a slate of directors; rather, the Company will prepare an information circular containing information prescribed by securities regulations and will provide proxies to shareholders.
 8. To reduce the costs of the shareholder meeting, UBS intends to post on-line its information circular at <http://www.uniquebroadband.com>, as well as those of Messrs. Dolgonos and Ulicki. UBS intends to mail a one-page notice to its shareholders directing them to the location of the information circulars. The Company is proposing that the information circulars also be posted on the Monitor's website.
 9. Following completion of the Meeting, tentatively scheduled on May 4, 2015, the Monitor would file a certificate with the Court which would:
 - Confirm payment of all admitted creditor claims;

⁴ The proposals can be provided to the Court upon its request. One of the proposals is subject to a confidentiality agreement signed by the Company.

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- Set out the names of the new directors;
 - Confirm payment of all fees and disbursements of the Monitor, its counsel and Gowling Lafleur Henderson LLP (“Gowlings”), net of retainers held by them; and
 - Discharge the Monitor and terminate these proceedings.

6.0 Company’s Request for an Extension

1. The Company is seeking an extension of the stay of proceedings to May 15, 2015. The Monitor supports the Company’s request for the following reasons:
 - The Company is acting in good faith and with due diligence;
 - The proposed stay extension will provide the Company and its Board an opportunity to exit from these CCAA proceedings on the basis contemplated in the Wells Affidavit; and
 - 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.

7.0 Overview of the Monitor’s Activities

1. Since December 10, 2014, the date of the 23rd Report, 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 and meeting with representatives of the Company, the Board and Gowlings regarding the Company’s process to exit the CCAA proceedings;
 - c. Corresponding with Gowlings regarding the resignation of Mr. Ulicki and the appointment of Robert Morrison to the Board of Directors;
 - d. Reviewing a summary of the proposals prepared by Mr. Morrison and discussing same with representatives of Gowlings, Lax O’Sullivan Scott Lisus LLP (“LOSL”), the Monitor’s counsel, and the Board of Directors;
 - e. Reviewing the Company’s cash and accrual summary as at January 21, 2015,
 - f. Reviewing and commenting on a letter from Gowlings to Mr. Justice Wilton-Siegel dated January 29, 2015 regarding the Company’s next steps;

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- g. Reviewing the Company's monthly bank statements;
 - h. Responding to a creditor inquiry; and
 - i. Preparing this Report.

8.0 Fees and Disbursements of the Monitor and its Counsel

1. Attached as Appendix "E" is an affidavit of fees sworn by Mitch Vininsky, a Managing Director of D&P. Mr. Vininsky's fee affidavit includes copies of the Monitor's statements of account from June 24, 2011 to January 31, 2015. The Monitor's fees and disbursements, excluding HST, total \$888,391. The Monitor's average hourly rate in the period was \$531. The Monitor has provided copies of all of its accounts to the Company on a monthly basis.
2. In addition to the twenty-four reports to Court filed by the Monitor in these proceedings, Mr. Vininsky's affidavit and the Monitor's invoices summarize the Monitor's activities.
3. Attached as Appendix "F" are affidavits of fees sworn by Tracy L. Wynne, a representative of LOSL, the Monitor's counsel. Ms. Wynne's fee affidavits include copies of LOSL's statements of account from October 3, 2011 to January 31, 2015.
4. Attached as Appendix "G" is an affidavit of fees sworn by Jay A. Swartz, a representative of Davies Ward Phillips & Vineberg LLP ("Davies"). Mr. Swartz's fee affidavit includes copies of Davies' statements of account from June 20, 2011 to January 15, 2015. Davies had been the Monitor's counsel from the date of the Initial Order to October 2, 2011 and thereafter has been the Monitor's co-counsel with respect to, among other things, securities issues.
5. The combined fees of Davies and LOSL in the period, exclusive of disbursements and HST, total \$635,864. 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.
6. The Monitor is seeking approval of an accrual of \$100,000 (the "Fee Accrual") to cover its estimated remaining fees and disbursements (including applicable sales taxes) and those of LOSL. The Monitor believes that the Fee Accrual should be sufficient to cover the fees and disbursements to the completion of these proceedings, including dealing with the outstanding matters detailed in this Report and sundry issues, if any.

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7. The Monitor respectfully requests that this Court approve its fees, the fees and disbursements of Davies and LOSL, as detailed in Appendices “E”, “F”, and “G” and the Fee Accrual.

9.0 Conclusion and Recommendation

1. Based on the foregoing, the Monitor respectfully recommends that this Honourable Court make an order granting the relief detailed in Section 1.1 (e) 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.
Projected Statement of Cash Flows⁽¹⁾
 For the Period February 21, 2015 to May 29, 2015
 (\$; Unaudited)



| | 27-Feb | 6-Mar | 13-Mar | 20-Mar | 27-Mar | 3-Apr | 10-Apr | 17-Apr | 24-Apr | 1-May | 8-May | 15-May | 22-May | 29-May | TOTAL |
|---------------------------------------------------------------|------------------|------------------|------------------|------------------|------------------|------------------|------------------|------------------|------------------|------------------|------------------|------------------|------------------|------------------|------------------|
| Receipts: | | | | | | | | | | | | | | | |
| HST recovery ⁽²⁾ | - | 18,762 | - | - | 4,488 | - | - | 11,658 | - | - | - | 9,008 | - | - | 43,916 |
| Miscellaneous cash receipts ⁽³⁾ | 1,012 | - | - | - | - | 1,369 | - | - | - | 1,305 | - | - | - | - | 3,687 |
| Total Receipts | 1,012 | 18,762 | - | - | 4,488 | 1,369 | - | 11,658 | - | 1,305 | - | 9,008 | - | - | 47,602 |
| Disbursements: | | | | | | | | | | | | | | | |
| Payroll expenses ⁽⁴⁾ | - | 2,167 | - | 4,450 | - | 2,167 | - | 4,450 | - | 2,167 | - | 4,450 | - | 2,167 | 22,018 |
| Consulting ⁽⁵⁾ | 2,825 | - | 2,825 | - | - | 2,825 | - | 2,825 | - | 2,825 | - | 2,825 | - | 2,825 | 19,775 |
| Automobile expenses | 105 | - | - | - | - | - | - | - | - | - | - | 105 | - | - | 210 |
| Group insurance | - | 1,407 | - | - | - | - | 1,407 | - | - | - | 1,407 | - | - | - | 4,221 |
| Rent (storage) | 400 | - | 53 | 397 | - | - | 53 | 397 | - | - | 53 | 397 | - | - | 1,750 |
| Office and general | 250 | 405 | 250 | 405 | 250 | 405 | 250 | 405 | 250 | 405 | 250 | 405 | 250 | 405 | 4,585 |
| Postage and delivery | 30 | - | - | - | - | - | - | - | - | - | - | - | - | 50 | 80 |
| Telephone | 76 | - | 76 | - | - | - | 76 | - | - | - | 76 | - | - | - | 304 |
| Cellular | 288 | - | - | 325 | - | - | - | - | 325 | - | - | - | 325 | - | 1,263 |
| Bank charges | 100 | - | 95 | - | - | 100 | - | - | - | 100 | - | - | - | 100 | 495 |
| Equity Transfer/TSX (shareholder administration) | 1,085 | - | - | 850 | 500 | - | - | 850 | 500 | - | - | - | - | 850 | 5,135 |
| Audit fees / quarterly reporting ⁽⁶⁾ | 18,137 | - | - | - | 1,187 | - | - | - | - | - | - | - | - | 1,187 | 20,511 |
| Director fees ⁽⁷⁾ | 18,341 | - | - | 7,537 | - | - | - | - | - | - | - | - | - | - | 47,308 |
| AGSM costs - circular/printing/mailling ⁽⁸⁾ | - | - | - | - | 22,500 | - | - | - | - | - | - | - | - | 27,500 | 50,000 |
| Professional fees re restructuring proceedings ⁽⁹⁾ | 121,626 | - | - | - | 25,606 | - | - | - | 53,000 | - | - | - | - | 40,000 | 240,232 |
| Miscellaneous expenses | 50 | 257 | 80 | 257 | 50 | 257 | 50 | 257 | 50 | 257 | 50 | 257 | 50 | 257 | 2,179 |
| Total Disbursements | 163,313 | 4,236 | 3,379 | 14,221 | 50,093 | 5,754 | 1,836 | 9,184 | 54,125 | 5,754 | 1,836 | 8,439 | 2,712 | 95,184 | 420,066 |
| Opening cash balance ⁽¹⁰⁾ | 1,496,575 | 1,334,274 | 1,348,800 | 1,345,421 | 1,331,200 | 1,285,595 | 1,281,211 | 1,279,375 | 1,281,849 | 1,227,724 | 1,223,275 | 1,221,439 | 1,222,008 | 1,219,296 | 1,496,575 |
| Net cash flows | (162,301) | 14,526 | (3,379) | (14,221) | (45,605) | (4,385) | (1,836) | 2,474 | (54,125) | (4,449) | (1,836) | 569 | (2,712) | (95,184) | (372,463) |
| Cash Available for Disbursement | 1,334,274 | 1,348,800 | 1,345,421 | 1,331,200 | 1,285,595 | 1,281,211 | 1,279,375 | 1,281,849 | 1,227,724 | 1,223,275 | 1,221,439 | 1,222,008 | 1,219,296 | 1,124,112 | 1,124,112 |

Please note that this cash flow statement has been prepared on a cash basis and therefore includes costs and expenses, including professional fees, incurred outside of the cash flow period.

*Professional fees regarding restructuring proceedings include the actual accounts payable for Gowling Lafleur Henderson LLP and Davies Ward Phillips & Vineberg LLP up to December 31, 2014, for Duff & Phelps Canada Restructuring Inc. and Lax O'Sullivan Scott Lissus LLP up to January 31, 2015, and estimates for these firms thereafter.

Details of professional fees are summarized as follows:

| | Professional fees payable | | | | | |
|-----------------------------------------|---------------------------|---------------|---------------|---------------|---------------|---------------|
| | Dec-14 | Jan-15 | Feb-15 | Mar-15 | Apr-15 | May-15 |
| Davies Ward Phillips & Vineberg LLP | - | 3,148 | 3,000 | - | - | - |
| Duff & Phelps Canada Restructuring Inc. | 27,769 | 16,331 | 30,000 | 25,000 | 25,000 | 20,000 |
| Gowling Lafleur Henderson LLP | 81,654 | 25,000 | 30,000 | 50,000 | 25,000 | 25,000 |
| Lax O'Sullivan Scott Lissus LLP | 9,055 | 9,275 | 20,000 | 15,000 | 15,000 | 15,000 |
| | 118,478 | 53,754 | 83,000 | 90,000 | 65,000 | 60,000 |

| | Monthly Professional Fee Payments | | | |
|--|-----------------------------------|---------------|---------------|---------------|
| | Feb-15 | Mar-15 | Apr-15 | May-15 |
| | 3,148 | - | 3,000 | - |
| | 27,769 | 16,331 | 30,000 | 25,000 |
| | 81,654 | - | - | - |
| | 9,055 | 9,275 | 20,000 | 15,000 |
| | 121,626 | 25,606 | 53,000 | 40,000 |

| | Balance as at 29-May-15 |
|--|-------------------------|
| | 45,000 |
| | 155,000 |
| | 30,000 |
| | 230,000 |

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

Notes to Projected Statement of Cash Flows

For the Period February 21, 2015 to May 29, 2015

(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 February 21, 2015 to May 29, 2015 ("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 interest income and sundry refunds. For the purposes of this projection it is assumed that during the Period the Company does not receive payments from Jolian Investments Limited or its principal, Gerald McGoey, related to cost awards and judgements against them in the Company's favour.
4. Includes gross salaries, benefits and government remittances for one employee.
5. Includes payments for a contract employee.
6. Payment to the Company's auditors for public company purposes.
7. Fees are paid once per quarter to the Company's three directors.
8. Includes costs associated with holding a Special Meeting of Shareholders, including for preparing an information circular, mailing a notice, legal, and proxy tabulation.
9. Professional fees relate to the restructuring proceedings, including the fees of the Monitor and its legal counsel, Lax O'Sullivan Scott Lisus LLP, and for the Company's legal counsel, Gowling Lafleur Henderson LLP ("Gowling"). Certain professional fees projected to be paid in the Period relate to a prior period. For example, fees payable to Gowling (\$81,654) relate to the period October 1, 2014 to December 31, 2014. Certain professional fees, which are incurred during the Period, will be paid subsequent to the Period.
10. The opening cash balance includes cash-on-hand and cash equivalents, as at February 21, 2015, 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 23rd day of February, 2015 for the period February 21, 2015 to May 29, 2015 ("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 10.

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 10. Consequently, readers are cautioned that the Cash Flow may not be appropriate for other purposes.

Dated at Toronto, Ontario this 23rd day of February, 2015.



Grant McCutcheon, Chief Executive 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 23rd day of February, 2015, consisting of a weekly projected cash flow statement for the period February 21, 2015 to May 29, 2015 ("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 10.

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 February, 2015.

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 “B”

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

Claims Register - admitted claims

(\$)

| Creditor Name | Amount of claim admitted (unsecured) |
|--------------------------------|-----------------------------------------|
| DOL Technologies Inc. | 500,000 |
| Stellarbridge Management Group | 150,000 |
| Gorrissen Federspiel | 32,117 |
| Goldman Sloan Nash & Haber LLP | 22,398 |
| Heenan Blaikie LLP | 6,149 |
| | <u>710,664</u> |

Appendix “C”

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

Variance Analysis⁽¹⁾

November 29, 2014 - February 20, 2015

(\$; Unaudited)



| | CUMULATIVE | | | |
|-----------------------------------------------------------------|------------------|------------------|----------------|--------------|
| | BUDGET | ACTUAL | VARIANCE (\$) | VARIANCE (%) |
| Receipts: | | | | |
| HST recovery ⁽²⁾ | 15,019 | 7,170 | (7,849) | 100% |
| Cash receipts ⁽³⁾ | 4,248 | 6,197 | 1,949 | 46% |
| Total Receipts | 19,267 | 13,367 | (5,900) | -31% |
| Disbursements: | | | | |
| Payroll expenses | 18,492 | 18,523 | (31) | 0% |
| Consulting | 14,125 | 14,125 | - | 0% |
| Automobile expenses | 200 | 120 | 80 | 40% |
| Group insurance | 4,221 | 4,221 | - | 0% |
| Rent (document storage costs) | 1,944 | 1,953 | (9) | 0% |
| Office and general | 3,942 | 3,276 | 666 | 17% |
| Postage and delivery | 200 | 44 | 156 | 78% |
| Telephone | 225 | 193 | 32 | 14% |
| Cellular | 975 | 938 | 37 | 4% |
| Bank charges | 300 | 424 | (124) | -41% |
| Equity Transfer/TSX (shareholder administration) ⁽⁴⁾ | 3,950 | 13,661 | (9,711) | -246% |
| Audit / Quarterly fees | 36,274 | 18,137 | 18,137 | 50% |
| Corporate tax return preparation / tax advice ⁽⁵⁾ | 22,306 | 22,306 | (0) | 0% |
| Director fees | 12,207 | 12,207 | - | 0% |
| Professional fees re restructuring proceedings ⁽⁶⁾ | 431,748 | 314,900 | 116,848 | 27% |
| Miscellaneous expenses | 1,836 | 3,516 | (1,680) | -92% |
| Total Disbursements | 552,945 | 428,544 | 124,401 | 22% |
| Opening cash balance ⁽⁷⁾ | 1,911,752 | 1,911,752 | - | 0% |
| Net cash flows | (533,678) | (415,177) | 118,501 | -22% |
| Cash Available for Disbursement | 1,378,074 | 1,496,575 | 118,501 | 9% |

Notes to Cash Flow Variance

November 29, 2014 - February 20, 2015

(Unaudited)



Purpose and General Assumptions

1. The purpose of the report is to present a variance of 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 November 29, 2014 to February 20, 2015 ("Period") in respect of its proceedings pursuant to the *Companies' Creditors Arrangement Act*.

The cash flow variance has been prepared by the Company.

Specific Assumptions

2. Relates to Harmonized Sales Tax refunds that the Company anticipated receiving from Canada Revenue Agency during the Period. The difference is due to timing.
3. Relates to interest and sundry payments.
4. Relates to annual TSX filing fees, shareholder administration and press releases. The difference is due to timing of filing fees and quantity of press releases.
5. Relates to the preparation of the Company's tax filings. The difference is due to timing.
6. Professional fees related to the restructuring proceedings, including the fees of the Monitor and its legal counsel, Lax O'Sullivan Scott Lisus LLP and the Company's legal counsel, Gowling Lafleur Henderson LLP. The variances are mainly due to timing differences.
7. The opening cash balance includes cash-on-hand and cash equivalents as at November 29, 2014, and excludes a \$50,000 cash deposit held as security in respect of the Company's corporate credit card.

Appendix “D”

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

December 10, 2014

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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.**

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

December 10, 2014

1.0 Introduction

1. 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”).
2. On December 9, 2011, the assets used by Richter in its Toronto restructuring practice were acquired by Duff & Phelps Canada Restructuring Inc. (“D&P”). Pursuant to a Court order made on December 12, 2011 (the “Substitution Order”), D&P was substituted in place of Richter as Monitor. The licensed trustees/restructuring professionals overseeing this mandate prior to December 9, 2011 remain unchanged.
3. Pursuant to an order of the Court made on September 8, 2014, the Company’s stay of proceedings was extended until December 12, 2014.

1.1 Purposes of this Report

1. 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 claims against the Company pursuant to the claims process order made August 4, 2011 (“Claims Order”);
 - c) Report on the Company’s weekly cash flow projection for the period ending February 27, 2015 (“Cash Flow”);
 - d) Summarize the options being considered by the Company and its Board of Directors to exit these proceedings; and
 - e) Recommend that this Honourable Court make an order:
 - granting the Company’s request for an extension of the stay of proceedings from December 12, 2014, the date the current stay expires, to February 27, 2015;
 - approving the Timeline (as defined in Section 5);
 - Sealing confidential Appendix “1” until further order of this Court; and
 - approving the Monitor’s conduct and activities as described in this Report.

1.2 Currency

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

1.3 Restrictions

1. 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 has reviewed the assumptions underlying the Cash Flow provided in Appendix “A” and believes them to be reasonable.

2.0 Background

1. 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, litigation and interest in LOOK Communications Inc., now known as ONEnergy Inc. (“ONEnergy”), as a result of a transaction completed on July 9, 2013.
2. 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:
<http://www.duffandphelps.com/intl/en-ca/Pages/RestructuringCases.aspx>

3.0 Claims Process

1. Claims admitted by the Company pursuant to the Claims Order total approximately \$710,000.
2. Other claims filed but not admitted by the Company include claims from¹:
 - a. Douglas Reeson - \$585,000. This claim is being disputed pursuant to a Notice of Revision or Disallowance issued by the Monitor dated January 13, 2012 and a Notice of Dispute issued by Mr. Reeson dated February 9, 2012. In the Company’s view, the facts supporting this claim are substantially similar to certain of the claims filed by Jolian (as defined below). The Company has demanded that Reeson repay advances of \$120,000 that he received from the Company. The Company and counsel to Mr. Reeson have met with Mr. Justice Wilton-Siegel to set a schedule to address this claim. A further meeting with Mr. Justice Wilton-Siegel is scheduled on December 12, 2014;
 - b. Peter Minaki - \$92,861 plus post-filing legal fees and expenses. The Company has not taken a position on this claim; it has been neither admitted nor disallowed; and
 - c. Louis Mitrovich - \$63,348 plus post-filing legal fees and expenses. This claim was filed after the Bar Date, as defined in the Claims Order. A motion on March 11, 2013 seeking an order to allow the claim to be filed and dealt with in accordance with the procedures set out in the Claims Order was adjourned and has not been rescheduled.

¹ The particulars of the claims are set out in the respective proofs of claim.

3.1 Jolian Claims

1. As previously reported, pursuant to the Claims Order, Jolian Investments Limited and its principal, Gerald McGoey (together, “Jolian”), filed claims totaling over \$10 million against the Company. Jolian’s claims represent the largest claims filed against the Company and relate to litigation commenced prior to these CCAA proceedings.
2. A trial was held from February 19, 2013 to March 1, 2013 to determine Jolian’s claims (“Jolian Trial”). During the Jolian Trial, Jolian reduced the amount of its claims to \$5.8 million.
3. On May 21, 2013, Justice Mesbur released her decision on the Jolian claims (“Decision”), finding that “Mr. McGoey breached his fiduciary duties to UBS in relation to setting the enhanced benefits for himself” and concluding that “UBS has no obligation to indemnify [him]”. She also decided that “Jolian/Mr. McGoey is entitled to the enhanced severance under the Jolian Management Services Agreement”.
4. Pursuant to paragraph 188(d) of the Decision, on June 20, 2013, Jolian filed a revised proof of claim for approximately \$4 million plus interest, taxes and an amount to be determined for reimbursement of further legal expenses.
5. The Company sought and received leave to appeal certain aspects of the Decision. Jolian sought leave to cross-appeal certain aspects of the Decision.
6. On June 17, 2014, the Court of Appeal heard the Company’s appeal and Jolian’s motion for leave to appeal.
7. The Court of Appeal released its decision on July 10, 2014 (“Appeal Decision”); it granted the Company’s appeal, dismissed Jolian’s cross-appeal and awarded the Company \$60,000 for costs of the appeal payable jointly and severally by Jolian and Mr. McGoey.
8. Paragraph 110 of the Appeal Decision states that: “On the issue of costs of the trial, the trial judge’s decision that there be no order as to costs was premised on her finding that both parties had achieved some measure of success at trial. Given my findings, the costs order cannot stand. As the successful party, UBS is entitled to costs of the trial. If the parties cannot agree on the scale and/or quantum of the costs, they may attend before the trial judge to fix the costs.”
9. The Company and Jolian did not agree on the costs payable to the Company related to the trial before Madame Justice Mesbur. Accordingly, each filed written submissions with Justice Mesbur. On December 8, 2014, Justice Mesbur released her decision awarding the Company \$1.3 million for costs, payable jointly and severally by Jolian and Mr. McGoey (“Cost Decision”). A copy of the Cost Decision is provided as Appendix “B”.

-
10. The Company made demand on Jolian on August 5, 2014 for repayment of \$200,000 that was advanced to Jolian before Mr. McGoey's resignation as CEO in 2011.
 11. On August 8, 2014, the Company filed an application for a bankruptcy order against Mr. McGoey. Jolian has not responded to the Company's demands for payment or to the bankruptcy application. The Company is proceeding with enforcement steps. A return date for the bankruptcy application is to be scheduled.

4.0 Cash Flow

4.1 Receipts and Disbursements for the Period August 30, 2014 to November 28, 2014

1. A comparison of the Company's budget-to-actual results for the above period is provided in Appendix "C".
2. As at November 28, 2014, the Company had cash on hand of \$1.9 million, a positive variance of approximately \$360,000 versus the projected cash balance. The variance is largely a timing difference with respect to the payment of professional fees to Gowling Lafleur Henderson LLP ("Gowlings"), the Company's counsel.

4.2 Cash Flow for the Period ending February 27, 2015

1. The Cash Flow, together with Management's and the Monitor's reports on the cash flow statement, are attached in Appendix "A". The Monitor has reviewed the Cash Flow and believes it to be reasonable.
2. The Cash Flow continues to reflect that the Company has limited receipts and disbursements, with the main disbursements relating to payroll, regulatory reporting, director fees and professional fees.
3. The Company is projecting that it will have cash on hand of \$1.4 million as at February 27, 2015, before payment of the following:
 - a. accrued expenses, including professional fees (\$295,000)²;
 - b. admitted claims (\$710,000 plus interest, if applicable);
 - c. a claim by Grant McCutcheon, the Company's chief executive officer, resulting from a deemed termination in his employment agreement with the Company³ (\$200,000);

² Includes projected fees to Gowlings (\$125,000), the Monitor (\$110,000) and the Monitor's counsel (\$60,000).

³ This claim was triggered in January, 2012 when 2064818 Ontario Inc., a corporation controlled by Alex Dolgonos, increased its interest in the Company (together with Mr. Dolgonos) to over 20%.

-
- d. claims that have not been admitted, as reflected in Section 3 above;
 - e. the costs associated with a shareholder vote, if applicable (discussed further in Section 5).
4. The actual cash position may vary depending on, *inter alia*, recoveries associated with the cost awards against Jolian and costs associated with the Company's direction in these proceedings, as discussed below.

5.0 Next Steps in these Proceedings

1. The Company is seeking an extension of the stay of proceedings to February 27, 2015. The Company's motion materials include an affidavit from Victor Wells, a director of the Company. In his affidavit, Mr. Wells summarizes three options ("Options") being considered by the Company and its Board of Directors. These are summarized below:
 - a. A proposal by Mr. Ulicki pursuant to which he would: i) acquire from treasury shares sufficient to give him up to a 49% ownership interest in UBS; ii) repay creditors in full (including the claims detailed in Section 3 above, however determined), iii) distribute the ONEnergy shares to the Company's shareholders; and iv) continue to pursue the contingent assets of the Company, namely the claims against Jolian and Reeson.

The Monitor understands that it is Mr. Ulicki's intention to acquire a business to be placed in the Company in order to, *inter alia*, utilize the tax losses.
 - b. Niketo Co. Ltd. ("Niketo"), a shareholder of the Company, has written to the Company's Board of Directors advising that it is its view that the Company should retain its interest in ONEnergy and utilize its "balance sheet as leverage to seek out acquisitions that would provide a steady income flow".
 - c. Wind-up the Company pursuant to a liquidation under the *Business Corporations Act* (Ontario) ("OBCA").
2. Each of the three Options set out above provides for payment, in full, of creditor claims. As noted below, the Company has requested that both Mr. Ulicki and Niketo provide further details of their plans so it can assess them.
3. The Company appears capable at this time, absent a major dispute, to have sufficient assets to pay its creditors in full; however, it is largely contingent on the value of the Company's interest in ONEnergy, which is uncertain. A summary of the Company's projected financial position as at February 27, 2015 is provided in confidential Appendix "1".

-
4. The Company has set the following timeline (“Timeline”) to consider its Options.
 - By January 9, 2015, Mr. Ulicki and Niketo are to submit their detailed proposals, if any;
 - By January 20, 2015, the Company and the Board of Directors, in consultation with the Monitor, will review the Options and decide on the Company’s direction;
 - By January 30, 2015, the Company will advise the Court of its decision as to the chosen Option; and
 - By February 27, 2015, the Company will file its materials with the Court, i.e. a plan of compromise or arrangement, a wind-up under the OBCA or a different course of action.
 5. The Monitor respectfully recommends that the Court approve the Timeline as it provides sufficient time for: i) Mr. Ulicki and Niketo to detail their proposals to the Company; ii) the Company to decide how it should exit these proceedings; and iii) the Company to formulate its exit plan, including a plan of arrangement, if necessary.

5.1 Confidentiality

1. The Monitor respectfully recommends that confidential Appendix “1” be sealed as it contains potentially sensitive information regarding asset recoveries and the treatment of certain claims filed against the Company. In the Monitor’s view, no party will be prejudiced if the information is sealed at this time.

5.2 Advice and Directions

1. Prior to February 27, 2015, the Company intends to seek directions from the Court on the following issues:
 - a. Is it appropriate that the Company file a plan under the CCAA, the OBCA or both?
 - b. Given the Company’s current financial position, what is the most economic way to exit the CCAA proceedings?
 - c. How should disclosure be made to the shareholders and by whom should the required disclosure be made?
2. The Court’s directions may depend on the Option chosen by the Company.

6.0 Company's Request for an Extension

1. As reflected above, the Monitor supports the Company's request for an extension of the stay of proceedings to February 27, 2015 for the following reasons:
 - The Company is acting in good faith and with due diligence;
 - The proposed stay extension will provide the Company and its Board of Directors an opportunity to consider the Options and seek directions from the Court on next steps; and
 - 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.

7.0 Overview of the Monitor's Activities

1. Since October 24, 2013, the date of the Monitor's Seventeenth 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 with representatives of Gowlings and Lax O'Sullivan Scott Lisus LLP, the Monitor's legal counsel;
 - c. Reviewing the Company's monthly bank statements;
 - d. Reviewing on a near-monthly basis the Company's budget-to-actual cash flow reports;
 - e. Reviewing the reasons of the Court of Appeal released on November 1, 2013 granting leave to appeal the Decision;
 - f. Corresponding with representatives of Gowlings regarding the Company's motion to appeal the Decision;
 - g. Reviewing motion materials in relation to the appeal, including facta filed by the Company and Jolian;
 - h. Reviewing the Appeal Decision;
 - i. Reviewing cost submissions filed by the Company and Jolian in relation to the Decision and the Appeal Decision;
 - j. Corresponding with the Company regarding its stay extension motions;
 - k. Reviewing ONEnergy's press releases;

-
- l. Corresponding with representatives of the Company regarding its ownership interest in OEnergy and the special resolutions proposed by OEnergy (the “Resolutions”);
 - m. Speaking on April 23, 2014 with Mr. Ulicki regarding the Resolutions and the views of the Company’s board of directors (the “Board”) related to the Resolutions;
 - n. Speaking on April 25, 2014 with Mr. Wells regarding OEnergy and the Board’s diligence in respect of the Resolutions;
 - o. Corresponding and meeting with representatives of the Company, its Board of Directors and Gowling regarding the Company’s next steps in the CCAA proceedings;
 - p. Responding to creditor and shareholder inquiries; and
 - q. Preparing the Eighteenth Report to Court dated November 28, 2013, the Nineteenth Report to Court dated March 11, 2014, the Twentieth Report to Court dated May 5, 2014, the Twenty-first Report to Court dated August 1, 2014, the Twenty-second Report to Court dated September 4, 2014 and this Report.

8.0 Conclusion and Recommendation

- 1. Based on the foregoing, the Monitor respectfully recommends that this Honourable Court make an order granting the relief detailed in Section 1.1 (e) 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 “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 MITCH VININSKY
(Sworn February 24, 2015)**

I, **MITCH VININSKY**, of the City of Toronto, in the Province of Ontario, **MAKE OATH
AND SAY AS FOLLOWS:**

1. I am a Managing Director of Duff & Phelps Canada Restructuring Inc. ("D&P"). I was formerly a Vice-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 September, 2011. As such, I have knowledge of the matters to which I hereinafter depose.

5. This Affidavit is sworn in support of a motion seeking, among other things, approval of the Monitor's fees and disbursements for the period July 5, 2011 to January 31, 2015 (the "Period").

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 January 31, 2015. 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 involving the Company).

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 them.

8. Richter and D&P typically rendered monthly invoices. All invoices were sent to, reviewed and approved 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. A total of 1,652.6 hours were expended by the Monitor in connection with this matter during the Period, giving rise to fees totalling \$877,845.50, excluding disbursements and HST, as summarized in Exhibit "B".

11. As reflected on Exhibit "B", the Monitor's average hourly rate for the Period was \$531.
12. The principal activities of the Monitor during the Period are summarized below.

Initial Application

- Reviewing background information regarding the Company, including the Company's historical financial statements, corporate structure, tax attributes and ongoing litigation;
- Reviewing the Company's creditor listings;
- Reviewing and commenting on the Company's draft CCAA application materials, including drafts of the affidavit of Robert Ulicki, the Company's factum and the Initial Order;
- Corresponding extensively with the Company, the Company's board of directors ("Board"), Gowling Lafleur Henderson LLP ("Gowling"), the Company's legal counsel, and Davies Ward Phillips & Vineberg LLP ("Davies"), the Monitor's legal counsel, in preparation for the CCAA filing;
- Preparing a statutory notice to be sent to all known creditors upon issuance of the Initial Order;
- Compiling information concerning the Company's creditors in order to prepare a preliminary listing of creditors owed more than \$1,000 to be posted on the Monitor's website, as required pursuant to the Initial Order and the CCAA;
- Preparing the CCAA statutory forms (Form 1 and Form 2) and filing those forms with the Office of the Superintendent of Bankruptcy (Canada) as required under the CCAA;
- Arranging for a notice of the CCAA filing to be published on July 11 and 18, 2011 in the national edition of *The Globe and Mail*, as required by the CCAA;

Court Matters

- Reviewing and commenting on the Company's Court materials throughout the proceedings, including:
 - (i) Notices of Motion;
 - (ii) Affidavits of Messrs. Ulicki and Wells;
 - (iii) Facta; and
 - (iv) Draft orders;

- Corresponding extensively with Gowling, Davies and Lax O'Sullivan Scott Lisus LLP ("Lax")¹, the Monitor's counsel, with regards to the Company's motions;
- Preparing 27 reports to Court, including three supplementary reports, related to these proceedings and the Company's restructuring (a list of the 27 reports is provided in Appendix "A");
- Attending on 34 occasions at Court and the Court of Appeal for Ontario ("Court of Appeal") in connection with the Company's motions (a list of the dates of the court attendances is provided in Appendix "B", including the personnel who attended on those dates);

Claims Process

- Attending meetings and discussions with Gowling and Davies regarding the Company's proposed process for creditors to file claims against it ("Claims Process");
- Reviewing and commenting on the Company's materials for a motion seeking Court approval of the Claims Process;
- Reviewing and commenting on a notice advertising the Claims Process ("Claim Notice");
- Arranging for the Claim Notice to be published on August 11, 2011 in *The Globe and Mail* newspaper
- Finalizing the proof of claim document package, including an instruction letter, Claim Notice and a proof of claim form, and mailing same on August 11, 2011 to the Company's known creditors;
- Reviewing and logging proofs of claim as filed;
- Corresponding with certain parties that had not filed claims by the September 19, 2011 claims bar date;
- Reviewing correspondence from Gowling dated December 9, 2011 regarding the Company's views on the claims filed against it;
- 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;

¹ The Monitor was initially represented by Davies. In September, 2011, Matthew Gottlieb, being the primary lawyer at Davies responsible for the Company's proceedings, moved to Lax. Thereafter, the Monitor was represented by Lax and by Davies for securities matters.

- Reviewing Notices of Dispute submitted on January 30, 2012 by DOL and Jolian;
- Meeting on January 31, 2012 with Gowling, Fraser Elliott, the Company's Chief Financial Officer, the Board and Lax to discuss, among other things, the Claims Process;
- Reviewing Mr. Reeson's Notice of Dispute submitted on February 9, 2012;
- Reviewing correspondence between Lax and counsel representing Jolian and DOL regarding proposals for an expedited claims determination process;
- Reviewing and commenting on a draft procedure to determine disputed claims against the Company ("Claims Hearing Procedure");
- Attending at the 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 to approve the Claims Hearing Procedure (together, the "Motions");
- Reviewing Court materials filed by Jolian and Gerald McGoey, Jolian's principal, regarding the Motions;
- Reviewing correspondence among Gowling, Lax and counsel representing Jolian and DOL related to the Claims Hearing Procedure;
- Reviewing and providing comments on the Company's responding materials in respect of Jolian's factum related to the Motions;
- Meeting on April 10, 2012 at Gowling to discuss 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;
- Corresponding on April 13, 2012 with Peter Minaki, a creditor of the Company, regarding the Claims Process;
- Reviewing a summary prepared by Groia & Company of Jolian's and Mr. McGoey's claims submitted on April 27, 2012;
- Reviewing the claims filed by Jolian and DOL, the Company's responses to those claims and the replies filed by Jolian and DOL pursuant to the Claims Hearing Procedure;
- Meeting on May 14, 2012 with Alex Dolgonos, DOL's principal, and his counsel;
- Meeting on May 30, 2012 at Gowling to discuss the status of the process to determine the claims of Jolian, DOL and other matters;
- Corresponding extensively with representatives of Roy Elliott O'Connor LLP ("REO"), DOL's legal counsel, as well as with Gowling, Lax and the Company regarding a potential settlement of DOL's claims and those of Mr. 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 Vic Wells and Ken Taylor, two proposed directors;
- Considering issues related to the appointment of new directors;
- Considering matters related to the Settlement and discussing same with the Board;
- Reviewing the agreements in respect of the Settlement;
- Reviewing and commenting on a draft press release related to the Settlement;
- Reviewing correspondence between Gowling and counsel representing Jolian regarding discoveries, affidavits and other aspects of the process to determine Jolian's claims against the Company;
- Corresponding with Gowling regarding the trial to determine the claims of Jolian and Mr. McGoey against the Company ("Jolian Trial");
- Corresponding on February 15 and 19, 2013 with counsel representing Louis Mitrovich regarding Mr. Mitrovich's post-filing claim;
- Reviewing the decision of Justice Mesbur dated May 21, 2013 regarding the claims filed by Jolian and Mr. McGoey against the Company ("Jolian Decision");
- Participating on a conference call on May 27, 2013 with representatives of Gowling and Lax related to the Jolian Decision and the Company's consideration of an appeal;
- Corresponding with representatives of the Company regarding its appeal of the Jolian Decision;
- Reviewing Jolian's cost submissions dated June 4, 2013 with respect to the Jolian Trial;
- Reviewing the Company's motion record dated June 11, 2013 for leave to appeal the Jolian Decision;
- Reviewing the Company's responding cost submissions dated June 18, 2013 with respect to the Jolian Trial;
- Reviewing correspondence between Jolian's counsel and Gowling regarding a revised proof of claim to be filed by Jolian;
- Receiving and reviewing Jolian's revised proof of claim on June 20, 2013 ("Jolian Revised Claim");
- Reviewing correspondence dated June 25, 2013 from Gowling to Jolian's counsel regarding the Jolian Revised Claim;

- Reviewing the Company's factum dated July 11, 2013 for leave to appeal the Jolian Decision;
- Reviewing the Company's reply factum dated August 16, 2013 for leave to appeal the Jolian Decision;
- Reviewing the August 6, 2013 decision of Justice Mesbur with respect to awarding costs of the Jolian Trial;
- Reviewing the reasons of the Court of Appeal for Ontario ("Court of Appeal") released on November 1, 2013 granting leave to appeal the Jolian Decision;
- Reviewing the Company's factum dated February 10, 2014 in respect of its appeal of the Jolian Decision;
- Reviewing the factum filed by Jolian and Mr. McGoey dated March 27, 2014 in respect of the Company's appeal and Jolian's cross-appeal of the Jolian Decision ("Jolian Appeal");
- Reviewing the Company's responding factum dated April 11, 2014 in respect of the Jolian Appeal;
- Corresponding with representatives of Lax regarding the Jolian Appeal, heard on June 17, 2014 by the Court of Appeal;
- Reviewing the decision of the Court of Appeal released on July 10, 2014 in respect of the Jolian Decision ("Appeal Decision");
- Corresponding with representatives of Gowling and the Company regarding the Appeal Decision and collection issues related to the costs awarded to the Company;
- Reviewing cost submissions filed by Mr. McGoey and the Company's responding materials in respect of the Jolian Appeal;
- Reviewing the decision of Justice Mesbur dated December 8, 2014 on costs of the Jolian Trial;
- Reviewing written submissions by Mr. Reeson on December 10, 2014 regarding his claim against the Company and discussing same with representatives of Gowling and Lax;
- Considering issues related to settlement of Mr. Reeson's claim and/or appropriate holdbacks in respect of the claim;

Director Removal Motion

- Reviewing a notice of motion and affidavit of Mr. Dolgonos with respect to the removal of two of the Company's directors;

- Reviewing a requisition dated November 21, 2011 from 2064818 Ontario Inc. (“206”), a company affiliated with Mr. Dolgonos, to call a meeting of the Company’s shareholders to elect new directors;
- Reviewing affidavits, transcripts, facta 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 Company’s current directors against the action commenced prior to the date of the Initial Order by 206; and b) the motion brought by 206 for a Court order pursuant to subsections 11.5(1) and (2) of the CCAA, removing Grant McCutcheon and Henry Eaton from the Board and replacing them with Robert Stikeman and Michael Pasternack (together, the “206 Motions”);
- Reviewing the endorsement of Justice Wilton-Siegel released on January 25, 2012 with respect to the 206 Motions;

Partial Takeover Bid by 206 and Affiliates

- Reviewing a press release (“Bid Notice”) dated January 18, 2012 made by Mr. Dolgonos and companies controlled by him, including 206, regarding the acquisition of the Company’s shares in the public market;
- Meeting on January 20, 2012 with Gowling, Lax and Mr. Ulicki regarding, among other things, the Bid Notice;
- 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;
- Meeting on January 31, 2012 with Gowling, Mr. Elliott, the Board and Lax to discuss, among other things, the Bid Notice;
- Reviewing 206’s bid circular (“Bid”);
- Reviewing correspondence between Gowling and counsel representing 206 and parties related to it, regarding, among other things, 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 Company’s factum, amended notice of motion and other materials with respect to its motion to stay the Bid (the “Stay Bid Motion”);
- Reviewing the responding factum of 206 regarding the Stay Bid Motion;
- Reviewing the endorsement of Justice Brown dated February 14, 2012 related to the Stay Bid Motion;
- Reviewing transcripts of the examinations of Messrs. Ulicki and Dolgonos held February 15, 2012;

- Participating in settlement discussions between the Company and 206 with respect to the Stay Bid Motion;
- Continuing to address and consider issues regarding a settlement of the Stay Bid Motion;
- Reviewing the Court's endorsement released on March 6, 2012 in respect of the Stay Bid Motion;
- Reviewing a shareholder meeting requisition by 206 dated March 8, 2012 ("Meeting Requisition");
- Reviewing a notice issued by 206 on March 9, 2012 to extend the Bid expiry date;
- Reviewing correspondence from Gowling to counsel representing 206 dated March 28, 2012 regarding the Meeting Requisition;
- Reviewing the Company's press release issued on March 28, 2012 regarding the Meeting Requisition;
- Reviewing correspondence between 206 and Gowling with respect to a meeting of the Company's shareholders;
- Reviewing Court materials filed by 206 related to its Bid and a meeting of the Company's shareholders;
- Considering the matters raised by 206 in the context of the Settlement with Mr. Dolgonos;

ONEnergy Inc. ("ONEnergy", formerly known as LOOK Communications Inc.)

- Reviewing the historical financial statements of ONEnergy, a company partially owned by the Company;
- Reviewing ONEnergy's tax loss attributes;
- Preparing a financial model with respect to valuing the Company's interest in ONEnergy;
- Drafting a report dealing with ONEnergy's valuation;
- Reviewing a proposal to acquire the Company's shares of ONEnergy ("Proposal");
- Corresponding with the Company regarding the Proposal;
- Attending ONEnergy's annual general meeting on February 23, 2012;
- Reviewing ONEnergy's press release dated February 24, 2012 regarding an intended shareholder distribution;

- Attending a call on April 17, 2012 with Mr. Elliott regarding a potential transaction for the Company's interest in ONEnergy;
- Reviewing an expression of interest submitted on April 18, 2012 to the Company with respect to the ONEnergy interest;
- Participating in discussions with representatives of the Company and Davies and attending a meeting on May 25, 2012 at Davies' offices to discuss interest expressed by prospective purchasers in the Company's interest in ONEnergy;
- Soliciting proposals from investment bankers to market the Company's interest in ONEnergy;
- Reviewing proposals concerning the Company's interest in ONEnergy;
- Reviewing correspondence from Goodmans LLP ("Goodmans"), counsel representing ONEnergy with respect to the status of the action commenced by ONEnergy against its former directors and officers ("ONEnergy Action");
- Corresponding with representatives of the Company regarding a process to sell the shares of ONEnergy owned by the Company ("ONEnergy Sale Process");
- Reviewing the Court's decision dated September 28, 2012 in respect of requests to ONEnergy for advancement of funds for legal and other fees from its former directors and officers in the context of the ONEnergy Action;
- Preparing marketing materials for the ONEnergy Sale Process, including a newspaper advertisement, interest solicitation letter, information memorandum, data room ("Data Room") and list of interested parties (together, the "Sale Materials");
- Reviewing extensive correspondence among Gowling, counsel representing Jolian, and Lax, regarding scheduling of the Company's motion for, among other things, approval of the ONEnergy Sale Process ("ONEnergy Sale Process Motion");
- Corresponding extensively with Gowling and Lax regarding the ONEnergy Sale Process and objections raised by Jolian;
- Corresponding with Davies, regarding the ONEnergy Sale Process and compliance with securities laws;
- Attending a conference call on November 2, 2012 with representatives of Lax and McCarthy Tetrault LLP ("McCarthy"), counsel representing DOL and Mr. Dolgonos, regarding the ONEnergy Sale Process and the CCAA proceedings;
- Reviewing correspondence from Mr. Reeson to the Ontario Securities Commission and the TSX Venture Exchange dated November 7, 2012 regarding the ONEnergy Sale Process;
- Continuing to update and revise the Sale Materials;

- Reviewing the Company's press release dated November 12, 2012 regarding the ONEnergy Sale Process;
- Reviewing the Sale Materials with representatives of the Company and the special committee of the Company's board of directors ("Committee") and considering comments from them;
- Meeting on November 19, 2012 with a representative of Goodmans with respect to Court materials related to the ONEnergy Action;
- Corresponding with parties interested in participating in the ONEnergy Sale Process and responding to inquiries related thereto;
- Speaking on November 15 and 19, 2012 with Vic Wells, a director of the Company, regarding the ONEnergy Sale Process and matters related to Jolian's claims against the Company;
- Speaking on November 15, 2012 with Mr. Ulicki, as a prospective purchaser of the Company's interest in ONEnergy, to address restrictions on his access to information regarding the ONEnergy Sale Process;
- Speaking on November 19 and 27, 2012 with Robert Morrison, a shareholder of the Company, regarding the ONEnergy Sale Process and his views on a transaction;
- Corresponding regularly with the Committee regarding the ONEnergy Sale Process;
- Reviewing extensive correspondence among Goodmans, Lax and counsel representing the defendants in the ONEnergy Action related to the Monitor's request to include materials filed with the Court in the ONEnergy Action in the Data Room;
- Meeting on November 20, 2012 with David Rattee, ONEnergy's Chairman of the Board of Directors;
- Updating the Data Room throughout the Sale Process;
- Responding to requests from interested parties ("Information Requests");
- Corresponding with representatives of ONEnergy and Goodmans regarding the Information Requests and reviewing a confidentiality agreement ("CA") related thereto;
- Discussing the CA with Lax and providing comments thereon to ONEnergy and Goodmans;
- Corresponding with KPMG LLP ("KMPG"), ONEnergy's tax advisors, regarding Information Requests;
- Corresponding with representatives of ONEnergy and Goodmans regarding Information Requests and finalizing a CA related thereto;

- Providing regular updates to the Committee on the status of the ONEnergy Sale Process, including updates on December 7, 10, 11, 13, 14, and 17, 2012;
- Corresponding extensively with representatives of KPMG regarding certain Information Requests;
- Reviewing and commenting on a hold harmless agreement in respect of the ONEnergy Sale Process required by KPMG for its assistance with tax matters;
- Meeting on December 5, 2012 with a prospective purchaser and with a representative of Goodmans;
- Attending a conference call on December 6, 2012 with a prospective purchaser, its legal, financial and tax advisors, and KPMG;
- Attending conference calls on December 9 and 10, 2012 with a prospective purchaser, its financial advisors and Davies;
- Reviewing and summarizing the offers received on December 10, 2012 pursuant to the ONEnergy Sale Process;
- Reporting by memorandum dated December 13, 2012 to the Committee on the results of the ONEnergy Sale Process;
- Corresponding with the Company regarding offers made in the ONEnergy Sale Process;
- Rejecting certain offers made in the ONEnergy Sale Process;
- Preparing a recovery analysis with respect to ONEnergy (“Recovery Analysis”);
- Reviewing ONEnergy’s press release dated December 18, 2012 regarding a support agreement with Robert Ulicki and Jeffrey Gavarkovs (“Support Agreement”);
- Reviewing the Support Agreement and discussing same with Davies;
- Meeting on December 20, 2012 with the Committee, Gowling, Lax and Davies;
- Meeting on December 20, 2012 with the Committee, Gowling, Lax and Davies and Messrs. Ulicki and Gavarkovs;
- Revising the Recovery Analysis;
- Meeting on January 7, 2013 with the Committee, Gowling and Lax;
- Corresponding with 2092390 Ontario Inc. (“2092390”) and its principal, Andrew Kim, regarding its offer made for certain of the Company’s shares in ONEnergy;
- Corresponding with representatives of Solmon Rothbart Goodman LLP, (“SRG”) counsel to Niketo Co. Ltd. (“Niketo”) and its parent, NWT Uranium Corp.

("NWT"), regarding, among other things, the ONEnergy Sale Process and a plan of compromise and arrangement sponsored by Niketo ("Niketo Plan");

- Corresponding with Mr. Kim and another participant in the ONEnergy Sale Process and providing each of them with an opportunity to re-bid;
- Reviewing a press release issued by NWT on January 8, 2013 regarding its offer to ONEnergy;
- Speaking on January 10, 2013 with Mr. Rattee concerning the sale of the ONEnergy shares;
- Attending a conference call on January 11, 2013 with the Committee, Gowling and Lax regarding the results of the re-bid;
- Dealing with all matters related to the Company's acceptance of the offer from 2092390, including:
 - (i) Reviewing and commenting on an escrow agreement;
 - (ii) Terms and timing regarding Mr. Kim's payment of the deposit;
 - (iii) Reviewing and commenting on an agreement of purchase and sale;
 - (iv) Corresponding extensively with Mr. Kim; and
 - (v) Reviewing the Company's press release;
- Corresponding on January 17, 2013 with representatives of Goodmans regarding, among other things, the Support Agreement;
- Reviewing and commenting on an affidavit to be sworn by Mr. Wells regarding the ONEnergy Sale Process;
- Corresponding on February 7, 12 13 and 19, 2013 with Mr. Kim regarding the ONEnergy Sale;
- Corresponding on February 19, 2013 with the Company and Gowling regarding closing matters related to the ONEnergy Sale;
- Reviewing press releases by ONEnergy on April 10, 19 and 25, 2013 regarding a transaction to acquire all of the outstanding shares of Sunwave Gas & Power Inc. and a private placement for \$9 million ("Sunwave Transaction");
- Reviewing the Sunwave Transaction agreements and the implications to the Company related to the Sunwave Transaction;
- Reviewing a management information circular dated June 7, 2013 from ONEnergy with respect to the Sunwave Transaction;
- Discussing the Sunwave Transaction with representatives of the Company and the Board;

- Discussing the Sunwave Transaction with the Company's stakeholders, including Messrs. Morrison and McGoey, David Subotic, a principal of Niketo, and counsel representing Mr. Dolgonos;
- Discussing the Sunwave Transaction with Mr. Kim;
- Meeting on June 26, 2013 with representatives of the Company, the Board, Gowling and Lax to discuss the Sunwave Transaction and the Company's response thereto;
- Attending ONEnergy's shareholder meeting on July 4, 2013;
- Reviewing the Court of Appeal's decision dated July 4, 2013 regarding ONEnergy;
- Reviewing the annual report filed by ONEnergy for the sixteen months ended December 31, 2013;
- Corresponding with representatives of the Company regarding its ownership interest in ONEnergy and the special resolutions proposed in April, 2014 by ONEnergy (the "Resolutions");
- Speaking on April 23, 2014 with Mr. Ulicki regarding the Resolutions and the views of the Board related to the Resolutions;
- Speaking on April 25, 2014 with Mr. Wells regarding ONEnergy and the Board's diligence in respect of the Resolutions;
- Corresponding on April 29, 2014 with Mr. Ulicki and confirming that ONEnergy withdrew the Resolutions;

Niketo Plan

- Meeting on January 8, 2013 with representatives of SRG, Niketo and Lax;
- Attending a conference call on January 8, 2013 with the Committee, Gowling and Lax regarding the Niketo Plan;
- Reviewing a summary of the Niketo Plan prepared by Niketo;
- Meeting on January 17, 2013 with representatives of SRG, Niketo and Lax;
- Reviewing Niketo's materials, including the Niketo Plan and all corresponding schedules, in respect of a motion by Niketo to file with the Court the Niketo Plan ("Niketo Motion");
- Reviewing the Company's responding materials in respect of the Niketo Motion;
- Reviewing summaries of the examinations of John Zorbas and Messrs. McCutcheon, Ulicki and Wells;
- Corresponding with Mr. Kim regarding the Niketo Motion;

- Reviewing Niketo's supplemental motion materials;
- Reviewing the Company's and Niketo's facts;
- Reviewing the endorsement and reasons of Justice Wilton-Siegel dated February 12, 2013 in connection with the Niketo Motion;
- Corresponding with representatives of SRG and McCarthy regarding other CCAA plans to be presented by Niketo;
- Attending conference calls on February 11 and 12, 2013 with Justice Wilton-Siegel, Gowling, Lax, SRG and McCarthy regarding the Company's motion for approval of the ONEnergy Sale and Niketo's cross-motion related to two CCAA plans to be presented by Niketo;
- Reviewing Niketo's motion materials, including two CCAA plans and all corresponding schedules, in respect of a cross-motion heard February 13, 2013;
- Reviewing revised materials from Niketo;
- Reviewing Niketo's motion materials seeking, among other things, a stay of the Court's order approving the ONEnergy Sale ("Stay ONEnergy Sale Motion");
- Reviewing the Company's responding materials to the Stay ONEnergy Sale Motion;
- Reviewing the decision of the Court of Appeal dated February 20, 2013 related to the Stay ONEnergy Sale Motion;

Advances Order

- Reviewing correspondence among Gowling and counsel representing Jolian and 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 ("Appeal Motion");
- Reviewing correspondence between the Company and Jolian regarding the Appeal Motion;
- 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 and Third Party Motion");
- Reviewing correspondence among Gowling and counsel representing Jolian and DOL regarding scheduling of the Indemnity and Third Party Motion;
- 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 among Gowling, Lax and counsel representing Jolian, 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;
- 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;
- Reviewing materials filed by the Company, Jolian, DOL and certain third parties named by Jolian and DOL in respect of the Indemnity and Third Party Motion;
- Reviewing the endorsement of Justice Wilton-Siegel released on August 13, 2012 related to the Indemnity and Third Party Motion (“Indemnity Motion Endorsement”);
- Reviewing costs submissions filed with the Court following the Indemnity Motion Endorsement;
- Reviewing correspondence dated October 15, 2012 from Gowling to the Court of Appeal with respect to the Company’s appeal of the Advances Order (“Advances Order Appeal”);
- Reviewing correspondence dated October 19, 2012 from counsel representing Jolian to the Court of Appeal;
- Discussing the Advances Order Appeal with representatives of Gowling and Lax;
- Reviewing the Company’s notice dated October 29, 2012 abandoning the Advances Order Appeal;

CCAA Exit

- Meeting on November 4, 2014 with Mr. Ulicki regarding the Company’s options to exit from CCAA;
- Speaking with representatives of Lax and Davies regarding the structure of CCAA plans being considered by the Company and related securities issues;
- Meeting on November 11, 2014 with Mr. McCutcheon regarding his views on the Company’s options to complete its restructuring;
- Corresponding with the Board regarding a meeting to review the Company’s options;
- Reviewing a memorandum by Gowling regarding the Company’s restructuring options;
- Meeting on December 5, 2014 with the Board and representatives of Gowling, Lax and Davies regarding issues concerning the CCAA plans being considered by the Company, including securities issues;

- Reviewing three proposals submitted to the Company related to its completion of the CCAA proceeding (“Exit Proposals”);
- Discussing the Exit Proposals with Gowling, the Board and Lax;
- Discussing two of the Exit Proposals with the parties that submitted them and the Board;
- Reviewing and commenting on the process proposed by the Company to complete the CCAA proceedings;

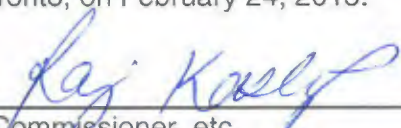
Other Activities

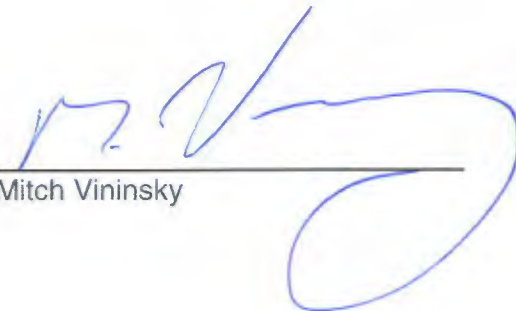
- Corresponding extensively during the proceedings with representatives of the Company, the Board, Gowling, Lax and Davies;
- Reviewing the Company’s press releases;
- Monitoring the Company’s receipts and disbursements and corresponding with the Company’s controller regarding same;
- Reviewing the Company’s month-end bank statements;
- Reviewing cash flow variance analyses prepared by the Company;
- Considering issues related to an inquiry by Autorité des marchés financiers (AMF), the Company’s securities regulator in Quebec;
- Corresponding with representatives of the Company regarding its cash flow projections and the notes in its financial statements;
- Corresponding with the Company regarding its sales tax obligations and refunds;
- Responding to calls and enquiries from the Company’s creditors and shareholders regarding the CCAA proceedings;
- Posting Court materials on the Monitor’s website; and
- Attending to all other meetings, correspondence, etc. pertaining to this matter.

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

14. 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 February 24, 2015.


A Commissioner, etc.


Mitch Vininsky

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

Exhibit "A"

This is Exhibit "A" referred to in the
affidavit of Mitch Vininsky
sworn before me, this 24th
day of February 2015


A COMMISSIONER FOR TAKING AFFIDAVITS

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

RSM! Richter

July 14, 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 #: 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 Laffleur 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 |
| | | | <hr/> 18,280.00 |
| Out of Pocket Disbursements (newspaper advertisement and postage) | | | 2,894.46 |
| | | | <hr/> <hr/> 21,174.46 |

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 |
| | | | <u>11,700.00</u> |
| Out of Pocket Disbursements (conference call) | | | 33.95 |
| | | | <u><u>11,733.95</u></u> |

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#: 693773846 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

| <u>Personnel</u> | <u>Rate (\$)</u> | <u>Hours</u> | <u>Amount (\$)</u> |
|---------------------------------------|------------------|--------------|-------------------------|
| 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

| <u>Personnel</u> | <u>Rate (\$)</u> | <u>Hours</u> | <u>Amount (\$)</u> |
|--------------------------------|------------------|--------------|--------------------|
| 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> |

Duff & Phelps Canada Restructuring Inc.
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 5, 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> |

August 7, 2012

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

Invoice#: TP00110753
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 July, 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;
- Continuing to discuss and correspond extensively with representatives of the Company, Gowlings, Lax and Roy Elliott O'Connor LLP, legal counsel representing DOL Technologies Inc. ("DOL") and Mr. Alex Dolgonos ("Dolgonos"), various issues involving a settlement of DOL's claims and those of Dolgonos and companies controlled by or affiliated with him ("Settlement");
- Preparing and issuing the Monitor's Ninth Report to Court dated July 5, 2012 in connection with the Settlement;
- Attending at Court on July 6, 2012;
- Reviewing the Settlement agreements;
- Reviewing and commenting on a draft press release related to the Settlement;
- Discussing issues related to the Company's extension of the CCAA proceedings ("Extension") with representatives of the Company, Gowlings and Lax;
- Attending at a meeting with the Company's Board of Directors on July 23, 2012;

- Reviewing the Company's motion record regarding the Extension;
- Preparing and issuing the Monitor's Tenth Report to Court dated July 23, 2012 in connection with the Extension;
- Reviewing and commenting on extensive correspondence among Gowlings, Lax and Groia & Company, counsel representing Jolian Investments Ltd., with respect to the Extension and relief sought by the Monitor;
- Attending at Court on July 26, 2012 with respect to the Extension;
- Dealing with Court scheduling matters regarding the Extension and relief sought by the Monitor regarding its conduct and fees;
- 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 cash flow projection;
- 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 | \$ 21,102.50 |
| HST | <u>2,743.33</u> |
| Total | <u>\$ 23,845.83</u> |

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

Time Summary

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

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|--------------------------------|---------------------------|------------------|--------------|--------------------|
| Robert Kofman | Overall responsibility | 650 | 15.25 | 9,912.50 |
| Mitch Vininsky | Reporting and all matters | 500 | 21.30 | 10,650.00 |
| Renee Schwartz | Report review | 290 | 1.00 | 290.00 |
| Other Staff and Administration | | | 2.50 | 250.00 |
| | | | <u>40.05</u> | <u>21,102.50</u> |

September 6, 2012

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

Invoice#: TP00112038
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 August, 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;
- Discussing issues related to the Company's extension of the CCAA proceedings ("Extension") with representatives of the Company, Gowlings and Lax;
- Reviewing correspondence among Gowlings, Lax and Groia & Company ("Groia"), counsel representing Jolian Investments Ltd. ("Jolian") and Gerald McGoey, regarding the Extension and matters related to a scheduling hearing at Court on August 1, 2012 ("Hearing");
- Attending at Court with respect to the Hearing;
- Reviewing the Court's endorsement following the Hearing, including a timetable set for a motion to be heard on September 25, 2012 ("September 25th Motion");
- Reviewing correspondence from Groia to Lax dated August 10, 2012, including a list of 23 questions directed to the Monitor for response;
- Corresponding with Lax and preparing responses to the questions from Groia;

- Reviewing the endorsement of Justice Wilton-Siegel released on August 13, 2012 ("Endorsement") with respect to two motions brought by Jolian and heard by the Court on June 13, 2012;
- Corresponding with the Company's Board of Directors on August 17, 2012 regarding the Endorsement and scheduling next steps in the Company's claims process, including next steps to determine the claims of Jolian and Mr. McGoey;
- Corresponding with the Company regarding its shares in Look Communications Inc. ("Look") and interest expressed by potential purchasers in those shares;
- Reviewing facta prepared by Michael Cytrynbaum and First Fiscal Management Ltd. and by Look in respect of a motion heard by the Court on August 2 and 3, 2012;
- Monitoring the Company's receipts and disbursements and corresponding with the Company's controller regarding same;
- Attending periodic calls and exchanging numerous emails with Gowlings and Lax regarding these proceedings and, among other things, the September 25th Motion;
- Convening internal meetings; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

| | | |
|-------------------|----|------------------|
| Professional fees | \$ | 11,075.00 |
| HST | | <u>1,439.75</u> |
| Total | \$ | <u>12,514.75</u> |

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

Time Summary

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

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|--------------------------------|---------------------------|------------------|--------------|--------------------|
| Robert Kofman | Overall responsibility | 650 | 9.00 | 5,850.00 |
| Mitch Vininsky | Reporting and all matters | 500 | 10.40 | 5,200.00 |
| Other Staff and Administration | | | 0.25 | 25.00 |
| | | | <u>19.65</u> | <u>11,075.00</u> |

October 4, 2012

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

Invoice#: TP00113612
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 September, 2012, including:

- Reviewing the Company's cash flow variance reports from July 14, 2012 to August 31, 2012;
- Reviewing the Company's bank statements for August, 2012;
- Preparing a supplemental report to Court (not filed) in respect of the Company's motion for a Court order extending the CCAA proceedings and, potentially, an additional motion for an order approving a process for the sale of the Company's interest in Look Communications Inc. ("Look");
- Corresponding with representatives of the Company regarding Look and a sale process;
- Participating in status calls with Robert Ulicki, a director of the Company, including calls on September 6 and 28, 2012;
- Reviewing correspondence dated September 12, 2012 from Gowling Lafleur Henderson LLP ("Gowlings"), the Company's legal counsel, to Groia & Company ("Groia"), counsel representing Jolian Investments Ltd. ("Jolian") and Gerald McGoey, regarding a sale process for the Company's interest in Look and a schedule to advance the process to determine Jolian's claims against the Company;
- Reviewing Groia's response to Gowlings dated September 18, 2012 and discussing same with Gowlings and Lax O'Sullivan Scott Lisus LLP ("Lax"), the Monitor's legal counsel;

- Reviewing correspondence dated September 20, 2012 from Groia regarding amendments to Jolian's pleadings filed with the Court;
- Reviewing costs submissions filed with the Court following the endorsement of Justice Wilton-Siegel released on August 13, 2012 with respect to two motions brought by Jolian and heard by the Court on June 13, 2012
- Attending at Court on September 25, 2012 regarding the CCAA extension;
- Reviewing the Court's decision dated September 28, 2012 in respect of requests to Look for advancement from its former directors and officers;
- 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 | \$ 16,862.50 |
| HST | <u>2,192.13</u> |
| Total | <u>\$ 19,054.63</u> |

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

Time Summary

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

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|------------------|---------------------------|------------------|--------------|--------------------|
| Robert Kofman | Overall responsibility | 650 | 15.25 | 9,912.50 |
| Mitch Vininsky | Reporting and all matters | 500 | 13.90 | 6,950.00 |
| | | | <u>29.15</u> | <u>16,862.50</u> |

November 6, 2012

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

Invoice#: TP00116088
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 during October, 2012, including:

- Corresponding with representatives of the Company regarding its interest in LOOK Communications Inc. ("Look") and a sale process;
- Reviewing extensive correspondence among Gowling Lafleur Henderson LLP ("Gowlings"), the Company's legal counsel, Groia & Company ("Groia"), counsel representing Jolian Investments Ltd. and Gerald McGoey (together, "Jolian"), and Lax O'Sullivan Scott Lisus LLP ("Lax"), the Monitor's legal counsel, regarding scheduling of the Company's motion for a Court order extending the CCAA proceedings, approving a process for the sale of the Company's interest in Look ("Sale Process") and approving next steps to have Jolian's claims against the Company determined in the claims process ("Motion");
- Attending at Court on October 12, 2012 to schedule the Motion;
- Preparing the Monitor's Eleventh Report to Court dated October 15, 2012 ("Report") with respect to the Motion;
- Reviewing correspondence dated October 15, 2012 from Gowlings to the Court of Appeal for Ontario with respect to the Company's appeal of an order of Justice Marrocco dated April 27, 2011 ("Appeal");
- Reviewing correspondence dated October 19, 2012 from Groia to the Court of Appeal for Ontario;
- Discussing the Appeal with representatives of Gowlings and Lax;

- Reviewing the Company's notice dated October 29, 2012 abandoning the Appeal;
- Reviewing correspondence dated October 19, 2012 regarding the Report from Roy Elliott O'Connor LLP ("REO"), counsel representing Alex Dolgonos and companies related to or affiliated with him;
- Discussing REO's correspondence with representatives of Gowlings and Lax;
- Reviewing Lax's response to REO dated October 22, 2012;
- Meeting at the offices of the Monitor on October 24, 2012 with representatives of REO, Wildeboer Dellelce LLP, Gowlings and Lax regarding the Sale Process;
- Reviewing Jolian's responding motion related to the Motion dated October 25, 2012;
- Reviewing and commenting on the Company's responses to Jolian's motion record dated October 26, 2012;
- Reviewing and commenting on the Company's factum dated October 30, 2012 related to the Motion;
- Attending at Court on October 31, 2012 ("Hearing");
- Discussing with representatives of Gowlings and Lax matters raised at the Hearing related to the sale and claim processes;
- Speaking with Robert Ulicki, a director of the Company, including calls on October 12 and 29, 2012;
- Speaking with Vic Wells, a director of the Company, on October 30, 2012;
- Preparing marketing materials for the Sale Process, including a newspaper advertisement, interest solicitation letter, information memorandum and list of prospective purchasers;
- Speaking with Company representatives to confirm that the Company had provided the names of all parties with whom they had contact regarding the acquisition of the Company's interest in Look;
- Reviewing the Company's bank statements for September, 2012;
- 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 | \$ 34,905.00 |
| HST | <u>4,537.65</u> |
| Total | <u>\$ 39,442.65</u> |

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

Time Summary

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

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|--------------------------------|---------------------------|------------------|--------------|--------------------|
| Robert Kofman | Overall responsibility | 650 | 29.75 | 19,337.50 |
| Mitch Vininsky | Reporting and all matters | 500 | 29.80 | 14,900.00 |
| Other Staff and Administration | | | 2.50 | 667.50 |
| | | | <u>62.05</u> | <u>34,905.00</u> |

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

December 5, 2012

Invoice#: TP00117755
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 during November, 2012, including:

- Continuing to correspond with representatives of the Company regarding its interest in LOOK Communications Inc. ("Look") and the sale process;
- Preparing a supplement to the Monitor's Eleventh Report to Court dated November 5, 2012 with respect to the Company's motion for a Court order extending the CCAA proceedings, approving a process for the sale of the Company's interest in Look ("Sale Process") and approving next steps to have the claims of Jolian Investments Ltd. and Gerald McGoey (together, "Jolian") against the Company determined in the claims process ("Motion");
- Corresponding extensively with Gowling Lafleur Henderson LLP ("Gowlings"), the Company's legal counsel and Lax O'Sullivan Scott Lisus LLP ("Lax"), the Monitor's legal counsel, regarding the Sale Process and objections raised by Groia & Company, counsel representing Jolian;
- Corresponding with Davies Ward Phillips & Vineberg LLP ("Davies"), the Monitor's legal counsel for securities matters, regarding the Sale Process and compliance with securities laws;
- Attending a conference call on November 2, 2012 with representatives of Lax and McCarthy Tétrault, counsel representing DOL Technologies Inc. and Alex Dolgonos (together, "DOL"), regarding the Sale Process and the CCAA proceedings;
- Reviewing and commenting on the affidavit of Robert Ulicki, a director of the Company, related to the Motion;
- Reviewing and commenting on the Monitor's factum with respect to the Motion;

- Reviewing correspondence from Douglas Reeson to the Ontario Securities Commission and the TSX Venture Exchange dated November 7, 2012 regarding the Sale Process;
- Reviewing and commenting on a letter from Lax to Roy Elliott O'Connor LLP ("REO"), DOL's legal counsel, dated November 7, 2012 and reviewing the response from REO related thereto;
- Corresponding with REO related to, among other things, professional fees paid by the Company from commencement of the CCAA proceedings to September 28, 2012;
- Attending at Court on November 8, 2012 for the hearing of the Motion;
- Reviewing the decision of Justice Wilton-Siegel dated November 9, 2012 with respect to the Motion;
- Continuing to update and revise the marketing materials for the Sale Process ("Sale Materials"), including a newspaper advertisement, interest solicitation letter, information memorandum, data room ("Data Room") and list of interested parties;
- Reviewing the Company's press release dated November 12, 2012 regarding the Sale Process;
- Reviewing the Sale Materials with representatives of the Company and the special committee of the Company's board of directors ("Committee") and considering comments from them;
- Meeting with a representative of Goodmans LLP ("Goodmans"), counsel representing Look, on November 19, 2012 with respect to Court materials related to the action commenced by Look against certain of its former directors and officers ("Look Action");
- Corresponding with parties interested in participating in the Sale Process and responding to inquiries related thereto;
- Speaking with Vic Wells, a director of the Company, on November 15 and 19, 2012 regarding the Sale Process and matters related to Jolian's claims against the Company;
- Speaking with Mr. Ulicki on November 15, 2012 to address restrictions on his access to information regarding the Sale Process and matters related to the CCAA proceedings;
- Speaking with Robert Morrison, a shareholder of the Company, on November 19 and 27, 2012 regarding the Sale Process;
- Corresponding regularly with the Committee regarding the Sale Process;

- Reviewing extensive correspondence among Goodmans, Lax and counsel representing the defendants in the Look Action related to the Monitor's request to include materials filed with the Court in the Look Action in the Data Room;
- Meeting with David Rattee, Look's Chairman of the Board of Directors, on November 20, 2012;
- Updating the Data Room from time-to-time;
- Responding to requests from interested parties from Look ("Information Requests");
- Corresponding with representatives of Look and Goodmans regarding the Information Requests and reviewing a confidentiality agreement ("CA") related thereto;
- Discussing the CA with Lax and providing comments thereon to Look and Goodmans;
- Reviewing correspondence from REO dated November 27, 2012 and commenting on a response from Lax related thereto dated November 28, 2012;
- Corresponding with KPMG LLP, Look's tax advisors, regarding certain Information Requests;
- Reviewing the Company's bank statements for October, 2012;
- Attending periodic calls and exchanging numerous emails with Gowlings, Lax 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 | \$ 55,352.50 |
| HST | <u>7,195.83</u> |
| Total | <u>\$ 62,548.33</u> |

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

Time Summary

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

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|--------------------------------|---------------------------|------------------|---------------|--------------------|
| Robert Kofman | Overall responsibility | 650 | 35.95 | 23,367.50 |
| Mitch Vininsky | Reporting and all matters | 500 | 43.10 | 21,550.00 |
| Noah Goldstein | Sale process matters | 375 | 27.50 | 10,312.50 |
| Renee Schwartz | Report review | 290 | 0.25 | 72.50 |
| Other Staff and Administration | | | 0.50 | 50.00 |
| | | | <u>107.30</u> | <u>55,352.50</u> |

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

January 8, 2013

Invoice#: TP00119669
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 during December, 2012, including:

- Continuing to correspond with representatives of the Company regarding its interest in LOOK Communications Inc. ("Look") and the process for the sale of the Company's interest in Look ("Sale Process");
- Corresponding extensively with representatives of Gowling Lafleur Henderson LLP ("Gowlings"), the Company's legal counsel and Lax O'Sullivan Scott Lisus LLP ("Lax"), the Monitor's legal counsel, regarding the Sale Process;
- Corresponding with representatives of Davies Ward Phillips & Vineberg LLP ("Davies"), the Monitor's legal counsel for securities matters, regarding the Sale Process and compliance with securities laws;
- Corresponding with representatives of Look and Goodmans LLP ("Goodmans"), counsel representing Look, regarding requests for information from prospective purchasers ("Information Requests") and finalizing a confidentiality agreement ("CA") related thereto;
- Corresponding daily with parties participating in the Sale Process and responding to inquiries related thereto;
- Providing regular updates to the special committee of the Company's Board of Directors ("Special Committee") on the status of the Sale Process, including updates on December 7, 10, 11, 13, 14, and 17, 2012;
- Corresponding extensively with representatives of KPMG LLP ("KPMG"), Look's tax advisors, regarding certain Information Requests;

- Reviewing and commenting on a hold harmless agreement required by KPMG;
- Meeting with a prospective purchaser and with a representative of Goodmans on December 5, 2012;
- Attending a conference call with a prospective purchaser, its legal, financial and tax advisors, and KPMG on December 6, 2012;
- Attending a conference call with a prospective purchaser, its financial advisors and Davies on December 9 and 10, 2012;
- Reviewing and summarizing the offers received on December 10, 2012 pursuant to the Sale Process;
- Reporting by memorandum dated December 13, 2012 to the Special Committee on the results of the Sale Process;
- Corresponding with Gowlings and Lax regarding the Sale Process schedule ("Schedule") and discussing revisions thereto;
- Reviewing responses from counsel representing Jolian Investments Ltd. ("Jolian") and others regarding the Monitor's requested revisions to the Schedule;
- Reviewing correspondence between Gowlings and counsel representing Jolian regarding discoveries, affidavits and other aspects of the claims process;
- Attending at Court on December 17, 2012 with respect to the Schedule and matters related to the Company's claims process;
- Corresponding with the Company regarding offers made in the Sale Process;
- Rejecting certain offers made in the Sale Process on December 17, 2012;
- Preparing a recovery analysis with respect to Look ("Recovery Analysis");
- Reviewing Look's press release dated December 18, 2012 regarding a support agreement with Robert Ulicki and Jeffrey Gavarkovs ("Support Agreement");
- Reviewing the Support Agreement and discussing same with Davies;
- Meeting with the Special Committee, Gowlings, Lax and Davies on December 20, 2012;
- Meeting with the Special Committee, Gowlings, Lax and Davies and Messrs. Ulicki and Gavarkovs on December 20, 2012;
- Reviewing the Company's cash flow projections to March, 2013;

- Corresponding with certain prospective purchasers with respect to the status of their offers and the Schedule;
- Continuing to correspond with certain prospective purchasers on December 25 and 28, 2012;
- Corresponding with a representative of Goodmans on December 28, 2012 regarding the action commenced by Look against certain of its former directors and officers;
- Revising the Recovery Analysis;
- Reviewing the Company's bank statements for October and November, 2012;
- Reviewing the Company's budget-to-actual cash flow reports;
- Corresponding with the Company regarding the status of its HST refunds;
- Attending periodic calls and exchanging numerous emails with Gowlings, Lax 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 | \$ 59,882.50 |
| Disbursements (advertisement in Globe and Mail) | 4,383.00 |
| HST | <u>8,354.52</u> |
| Total | <u>\$ 72,620.02</u> |

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

Time Summary

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

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|--------------------------------|---------------------------|------------------|---------------|--------------------|
| Robert Kofman | Overall responsibility | 650 | 23.50 | 15,275.00 |
| Mitch Vininsky | Reporting and all matters | 500 | 51.60 | 25,800.00 |
| Noah Goldstein | Sale process matters | 375 | 48.00 | 18,000.00 |
| Other Staff and Administration | | | 3.50 | 807.50 |
| | | | <u>126.60</u> | <u>59,882.50</u> |

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

February 7, 2013

Invoice#: TP00121325
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 during January, 2013, including:

- Corresponding with the special committee of the Company's Board of Directors ("Special Committee") regarding the Company interest in LOOK Communications Inc. ("Look") and the process for the sale of the Company's interest in Look ("Sale Process");
- Corresponding extensively with representatives of Gowling Lafleur Henderson LLP ("Gowlings"), the Company's legal counsel and Lax O'Sullivan Scott Lisus LLP ("Lax"), the Monitor's legal counsel, regarding the Sale Process;
- Revising a recovery analysis prepared by the Monitor with respect to Look;
- Meeting with the Special Committee, Gowlings and Lax on January 7, 2013;
- Corresponding with 2092390 Ontario Inc. ("2092390") and its principal, Andrew Kim, regarding its offer made for certain of the Company's shares in Look;
- Corresponding with representatives of Solmon Rothbart Goodman LLP, ("SRG") counsel to Niketo Co. Ltd. ("Niketo") and its parent, NWT Uranium Corp. ("NWT"), regarding, among other things, the Sale Process and a plan of compromise and arrangement sponsored by Niketo ("Plan");
- Meeting with representatives of SRG, Niketo and Lax on January 8, 2013;
- Attending a conference call with the Special Committee, Gowlings and Lax on January 8, 2013;
- Reviewing a Plan summary prepared by Niketo;

- Attending at Court on January 9, 2013;
- Meeting with Vic Wells, a director of the Company, and Mr. Kim on January 9, 2013;
- Corresponding with certain parties that participated in the Sale Process and responding to inquiries related thereto;
- Corresponding with Mr. Kim and another participant in the Sale Process and providing them with an opportunity to re-bid;
- Reviewing a press release issued by NWT on January 8, 2013 regarding its offer to Look;
- Speaking with David Rattee, Chairman of Look's Board of Directors, on January 10, 2013;
- Attending a conference call with the Special Committee, Gowlings and Lax on January 11, 2013 regarding the results of the re-bid;
- Dealing with all matters related to the Company's acceptance of the offer from 2092390, including:
 - Reviewing and commenting on an escrow agreement;
 - Terms and timing regarding Mr. Kim's payment of the deposit;
 - Reviewing and commenting on an agreement of purchase and sale;
 - Corresponding extensively with Mr. Kim; and
 - Reviewing the Company's press release;
- Preparing a report to Court seeking, among other things, approval of the offer from 2092390;
- Speaking with Henry Eaton, a former director of the Company, on January 15, 2013;
- Meeting with representatives of SRG, Niketo and Lax on January 17, 2013;
- Corresponding with representatives of Goodmans LLP, Look's counsel, on January 17, 2013, regarding, among other things, Look's support agreement with Robert Ulicki and Jeff Gavarkovs;
- Reviewing and commenting on an affidavit to be sworn by Mr. Wells regarding the Sale Process;
- Attending at Court on January 23, 2013;
- Reviewing Niketo's materials, including the Plan and all corresponding schedules, in respect of a motion to be heard January 31, 2013 ("Motion");

- Reviewing the Company's responding materials in respect of the Motion;
- Reviewing summaries of the examinations of John Zorbas, Grant McCutcheon, Robert Ulicki and Vic Wells;
- Corresponding with Mr. Kim regarding the Motion;
- Reviewing the Company's budget-to-actual cash flow reports;
- Reviewing and commenting on the Company's cash flow projection to May 31, 2013;
- Preparing and issuing the Monitor's Twelfth Report to Court dated January 30, 2013;
- Reviewing Niketo's supplemental motion materials;
- Reviewing the Company's and Niketo's facts;
- Attending at Court on January 31, 2013 regarding the Motion;
- Attending periodic calls and exchanging numerous emails with Gowlings, Lax 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 | \$ 102,965.00 |
| HST | <u>13,385.45</u> |
| Total | <u>\$ 116,350.45</u> |

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

Time Summary

For the Period January 1, 2013 to January 31, 2013

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|--------------------------------|---------------------------|------------------|---------------|--------------------|
| Robert Kofman | Overall responsibility | 650 | 68.50 | 44,525.00 |
| Scott Davidson | Valuation matters | 695 | 5.00 | 3,475.00 |
| Mitch Vininsky | Reporting and all matters | 500 | 104.60 | 52,300.00 |
| Noah Goldstein | Sale process matters | 400 | 4.00 | 1,600.00 |
| Other Staff and Administration | | | 7.00 | 1,065.00 |
| | | | <u>189.10</u> | <u>102,965.00</u> |

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

March 11, 2013

Invoice#: TP00122960
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 during February, 2013, including:

- Corresponding extensively with representatives of Gowling Lafleur Henderson LLP ("Gowlings"), the Company's legal counsel and Lax O'Sullivan Scott Lisus LLP ("Lax"), the Monitor's legal counsel, regarding a plan of compromise and arrangement sponsored by Niketo Co. Ltd. ("Niketo") ("Plan");
- Attending at Court on February 1, 2013 regarding Niketo's motion seeking Court approval to file the Plan;
- Reviewing the endorsement and reasons of Justice Wilton-Siegel in connection with Niketo's motion;
- Preparing the Monitor's Thirteenth Report to Court dated February 8, 2013 seeking, among other things, approval of the transaction between the Company and 2092390 Ontario Inc. ("2092390") for the sale of approximately half of the Company's interest in LOOK Communications Inc. ("Look") ("Sale");
- Corresponding with representatives of Solmon Rothbart Goodman LLP, ("SRG") and McCarthy Tetrault LLP ("McCarthy"), counsel to Niketo, regarding other Plans to be presented by Niketo;
- Corresponding on February 7, 12 13 and 19, 2013 with Andrew Kim, the principal of 2092390, regarding the Sale;
- Reviewing Niketo's motion materials, including two Plans and all corresponding schedules, in respect of a cross-motion heard February 13, 2013;

- Attending conference calls on February 11 and 12, 2013 with Justice Wilton-Siegel, Gowlings, Lax, SRG and McCarthy regarding the Company's motion for approval of the Sale and Niketo's cross-motion related to the two Plans;
- Reviewing revised materials from Niketo;
- Preparing and issuing a Supplement to the Thirteenth Report to Court dated February 13, 2013;
- Reviewing the affidavit of Robert Ulicki sworn February 12, 2013;
- Attending at Court on February 13 and 14, 2013;
- Attending a call on February 13, 2013 with the Company's board of directors regarding the Sale and Niketo's cross motion;
- Reviewing Justice Wilton-Siegel's endorsement dated February 15, 2013;
- Reviewing Niketo's motion materials seeking, among other things, a stay of the Court's order approving the Sale;
- Reviewing the Company's responding materials;
- Attending at the Court of Appeal on February 19, 2013;
- Corresponding with the Company and Gowlings on February 19, 2013 regarding closing matters related to the Sale;
- Reviewing the decision of the Court of Appeal related to Niketo's appeal;
- Reviewing and commenting on the Company's press release in connection with the Sale;
- Corresponding with Gowlings regarding the trial to determine the claims of Julian Investments Limited and Gerald McGoey against the Company;
- Corresponding on February 15 and 19, 2013 with counsel representing Louis Mitrovich regarding a post-filing claim;
- Reviewing the Company's budget-to-actual cash flow reports;
- Attending periodic calls and exchanging numerous emails with Gowlings, Lax 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 | \$ | 66,231.00 |
| Disbursements | | 23.01 |
| HST | | <u>8,613.02</u> |
| Total | \$ | <u>74,867.03</u> |

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

Time Summary

For the Period February 1, 2013 to February 28, 2013

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|--------------------------------|---------------------------|------------------|---------------|--------------------|
| Robert Kofman | Overall responsibility | 650 | 51.25 | 33,312.50 |
| Scott Davidson | Valuation matters | 695 | 0.30 | 208.50 |
| Mitch Vininsky | Reporting and all matters | 500 | 63.50 | 31,750.00 |
| Other Staff and Administration | | | 6.75 | 960.00 |
| | | | <u>121.80</u> | <u>66,231.00</u> |

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

April 4, 2013

Invoice#: TP00124784
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 during March, 2013, including:

- Reviewing and commenting on the affidavit of Robert Ulicki sworn March 4, 2013;
- Preparing the Monitor's Fourteenth Report to Court dated March 5, 2013 seeking, among other things, an order extending the stay of proceedings to June 28, 2013;
- Corresponding on March 5 and 14, 2013 with counsel representing Louis Mitrovich regarding a post-filing claim;
- Reviewing correspondence dated March 7, 2013 from Solmon Rothbart Goodman LLP, counsel to Niketo Co. Ltd. and a response thereto dated March 8, 2013 from Gowling Lafleur Henderson LLP ("Gowlings"), the Company's legal counsel;
- Attending at Court on March 11, 2013;
- Reviewing and commenting on a form of Court order on March 12, 2013;
- Reviewing a press release by LOOK Communications Inc. on March 26, 2013 and discussing same with a representative of the Company;
- Corresponding with Gowlings regarding the trial to determine the claims of Julian Investments Limited and Gerald McGoey against the Company;
- Corresponding with representatives of Lax O'Sullivan Scott Lisus LLP ("Lax"), the Monitor's legal counsel, regarding these proceedings;
- Reviewing the Company's bank statements;

- Attending periodic calls and exchanging 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 | \$ | 10,672.50 |
| HST | | <u>1,387.43</u> |
| Total | \$ | <u>12,059.93</u> |

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

Time Summary

For the Period March 1, 2013 to March 31, 2013

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|--------------------------------|---------------------------|------------------|--------------|--------------------|
| Robert Kofman | Overall responsibility | 650 | 5.35 | 3,477.50 |
| Mitch Vininsky | Reporting and all matters | 500 | 13.90 | 6,950.00 |
| Other Staff and Administration | | | 1.50 | 245.00 |
| | | | <u>20.75</u> | <u>10,672.50</u> |

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

May 8, 2013

Invoice#: TP00126576
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 during April, 2013, including:

- Reviewing press releases by LOOK Communications Inc. on April 10, 19 and 25, 2013 regarding a transaction to acquire all of the outstanding shares of Sunwave Gas & Power Inc. and a private placement for \$9 million ("Transaction");
- Reviewing the Transaction agreements and the implications to the Company related to the Transaction;
- Reviewing the Company's bank statements;
- Reviewing the Company's budget-to-actual cash flow variance reports for the weeks ended February 23, 2013 to April 6, 2013;
- Corresponding with representatives of Lax O'Sullivan Scott Lisus LLP ("Lax"), the Monitor's legal counsel, regarding these proceedings;
- Exchanging emails with Gowling Lafleur Henderson LLP and Lax regarding these proceedings; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

| | | |
|-------------------|----|-----------------|
| Professional fees | \$ | 3,342.50 |
| HST | | <u>434.53</u> |
| Total | \$ | <u>3,777.03</u> |

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

Time Summary

For the Period April 1, 2013 to April 30, 2013

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|--------------------------------|---------------------------|------------------|--------------|--------------------|
| Robert Kofman | Overall responsibility | 650 | 0.95 | 617.50 |
| Mitch Vininsky | Reporting and all matters | 500 | 4.80 | 2,400.00 |
| Other Staff and Administration | | | 1.00 | 325.00 |
| | | | <u>6.75</u> | <u>3,342.50</u> |

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

June 7, 2013

Invoice#: TP00128195
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 during May, 2013, including:

- Reviewing and commenting on the Company's notice of motion and the affidavit of Robert Ulicki seeking a Court order extending the stay of proceedings;
- Preparing the Monitor's fifteenth report to Court ("Fifteenth Report") and discussing same with representatives of Gowling Lafleur Henderson LLP ("Gowlings"), the Company's counsel and Lax O'Sullivan Scott Lisus LLP ("Lax"), the Monitor's legal counsel;
- Reviewing the decision of Justice Mesbur dated May 21, 2013 regarding the claims filed by Gerald McGoey and Jolian Investments Limited against the Company ("Decision");
- Revising the Fifteenth Report as a result of the Decision and finalizing same on May 23, 2013;
- Participating on a conference call on May 27, 2013 with representatives of Gowlings and Lax related to the Decision and the Company's consideration of an appeal;
- Meeting on May 30, 2013 with Mr. Ulicki;
- Attending in Court on May 30, 2013 for the stay extension hearing;
- Reviewing the Company's bank statements;
- Reviewing the Company's budget-to-actual cash flow variance reports for the weeks ended April 13, 2013 to May 17, 2013;

- Corresponding with representatives of Lax and Gowlings regarding these proceedings; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

| | | |
|-------------------|----|------------------|
| Professional fees | \$ | 12,515.00 |
| HST | | <u>1,626.95</u> |
| Total | \$ | <u>14,141.95</u> |

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period May 1, 2013 to May 31, 2013

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|--------------------------------|---------------------------|------------------|--------------|--------------------|
| Robert Kofman | Overall responsibility | 650 | 10.30 | 6,695.00 |
| Mitch Vininsky | Reporting and all matters | 500 | 10.60 | 5,300.00 |
| Other Staff and Administration | | | 2.75 | 520.00 |
| | | | <u>23.65</u> | <u>12,515.00</u> |

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

July 3, 2013

Invoice#: TP00129590
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 during June, 2013, including:

- Corresponding with representatives of the Company regarding its appeal of the decision of Justice Mesbur dated May 21, 2013 related to the claims filed by Gerald McGoey and Jolian Investments Limited (together, "Jolian") against the Company ("Decision");
- Reviewing Jolian's cost submissions dated June 4, 2013 with respect to the Decision;
- Reviewing the Company's motion record dated June 11, 2013 for leave to appeal the Decision;
- Reviewing the Company's responding cost submissions dated June 18, 2013;
- Reviewing correspondence between Jolian's counsel and Gowling Lafleur Henderson LLP ("Gowlings"), the Company's counsel, regarding a revised proof of claim to be filed by Jolian;
- Receiving and reviewing Jolian's revised proof of claim on June 20, 2013 ("Claim");
- Reviewing correspondence dated June 25, 2013 from Gowlings to Jolian's counsel regarding the Claim;
- Reviewing a management information circular dated June 7, 2013 from Look Communications Inc. ("Look") with respect to a transaction to acquire all of the outstanding shares of Sunwave Gas & Power Inc. for aggregate consideration of \$1 million and to issue new shares on a private placement basis for \$9 million (together, the "Transactions");

- Discussing the Transactions with representatives of the Company and its board of directors ("Board");
- Discussing the Transactions with the Company's stakeholders, including Robert Morrison, Gerald McGoey, David Subotic and counsel representing Alex Dolgonos;
- Discussing the Transactions with Andrew Kim, a shareholder of Look;
- Meeting on June 26, 2013 with representatives of the Company, the Board, Gowlings and Lax O'Sullivan Scott Lisus LLP ("Lax"), the Monitor's legal counsel, to discuss the Transactions and the Company's response thereto;
- Reviewing correspondence dated June 26, 2013 from counsel representing Niketo Co. Ltd. ("Niketo") and correspondence from Gowlings in response thereto;
- Attending in Court on June 28, 2013 regarding a scheduling motion by Niketo;
- Reviewing the Company's budget-to-actual cash flow variance reports for the weeks ended May 24, 2013 to June 21, 2013;
- Corresponding with representatives of Lax and Gowlings regarding these proceedings; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

| | |
|-------------------|---------------------|
| Professional fees | \$ 14,048.75 |
| HST | <u>1,826.34</u> |
| Total | <u>\$ 15,875.09</u> |

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period June 1, 2013 to June 30, 2013

| Personnel | | Rate (\$) | | Hours | Amount (\$) |
|--------------------------------|---------------------------|------------------|--|--------------|--------------------|
| Robert Kofman | Overall responsibility | 675 * | | 11.25 | 7,593.75 |
| Mitch Vininsky | Reporting and all matters | 525 * | | 12.20 | 6,405.00 |
| Other Staff and Administration | | | | 0.50 | 50.00 |
| | | | | <u>23.95</u> | <u>14,048.75</u> |

* These rates were increased by \$25 effective June 1, 2013.

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

August 8, 2013

Invoice#: TP00131693
Client No.: 670284
Reference: 39346
HST No.: 84563 3304 RT0001

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 during July, 2013, including:

- Corresponding with representatives of the Company's board of directors regarding the transactions by Look Communications Inc. ("Look") to acquire the outstanding shares of Sunwave Gas & Power Inc. and issue new shares on a private placement basis (together, the "Transactions");
- Attending Look's shareholder meeting on July 4, 2013;
- Reviewing the Court of Appeal's decision dated July 4, 2013 regarding Look;
- Corresponding with representatives of Gowling Lafleur Henderson LLP ("Gowlings"), the Company's counsel, regarding next steps in the Company's restructuring proceedings and an extension of the stay of proceedings;
- Reviewing the Company's factum dated July 11, 2013 for leave to appeal the decision of Justice Mesbur dated May 21, 2013;
- Reviewing correspondence dated July 23, 2013 from counsel representing Gerald McGoey and Jolian Investments Limited (together, "Jolian") regarding fees paid in the Company's proceedings;
- Assisting Lax O'Sullivan Scott Lisus LLP ("Lax"), the Monitor's legal counsel, to prepare a response to Jolian's correspondence;
- Preparing the Monitor's Sixteenth Report to Court dated July 24, 2013;
- Reviewing the Company's motion record returnable July 29, 2013;
- Reviewing the Company's budget-to-actual cash flow variance reports for the weeks ended June 28, 2013 to July 19, 2013;

- Assisting the Company to prepare a weekly projected statement of cash flow to November 1, 2013;
- Corresponding with representatives of Lax and Gowlings regarding these proceedings; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

| | | |
|-------------------|----|------------------|
| Professional fees | \$ | 10,478.75 |
| HST | | <u>1,362.24</u> |
| Total | \$ | <u>11,840.99</u> |

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period July 1, 2013 to July 31, 2013

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|--------------------------------|---------------------------|------------------|--------------|--------------------|
| Robert Kofman | Overall responsibility | 675 | 4.35 | 2,936.25 |
| Mitch Vininsky | Reporting and all matters | 525 | 13.90 | 7,297.50 |
| Other Staff and Administration | | | 1.50 | 245.00 |
| | | | <u>19.75</u> | <u>10,478.75</u> |

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

September 9, 2013

Invoice#: TP00133449
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 during August, 2013, including:

- Corresponding with representatives of Gowling Lafleur Henderson LLP ("Gowlings"), the Company's counsel, regarding the Company's motion for leave to appeal the decision of Justice Mesbur dated May 21, 2013 ("Decision");
- Reviewing the Company's reply factum dated August 16, 2013 for leave to appeal the Decision;
- Speaking with Robert Ulicki on August 26, 2013;
- Corresponding with representatives of Lax O'Sullivan Scott Lisus LLP and Gowlings regarding these proceedings; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

| | | |
|-------------------|----|---------------|
| Professional fees | \$ | 498.75 |
| HST | | 64.84 |
| Total | \$ | <u>563.59</u> |

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period August 1, 2013 to August 31, 2013

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|------------------|---------------------------|------------------|--------------|--------------------|
| Robert Kofman | Overall responsibility | 675 | 0.35 | 236.25 |
| Mitch Vininsky | Reporting and all matters | 525 | 0.50 | 262.50 |
| | | | <u>0.85</u> | <u>498.75</u> |

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

October 8, 2013

Invoice#: TP00135542
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 during September, 2013, including:

- Corresponding with representatives of Gowling Lafleur Henderson LLP ("Gowlings"), the Company's counsel, regarding the Company's motion for leave to appeal the decision of Justice Mesbur dated May 21, 2013 ("Decision");
- Corresponding with Robert Ulicki on September 9, 2013;
- Reviewing the Company's cash flow variance reports and bank statements;
- Corresponding with representatives of Lax O'Sullivan Scott Lisus LLP and Gowlings regarding these proceedings; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

| | | |
|-------------------|----|---------------|
| Professional fees | \$ | 621.25 |
| HST | | <u>80.76</u> |
| Total | \$ | <u>702.01</u> |

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period September 1 to 30, 2013

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|--------------------------------|---------------------------|-----------|-------------|---------------|
| Robert Kofman* | Overall responsibility | 675 | 0.65 | 438.75 |
| Mitch Vininsky | Reporting and all matters | 525 | 0.30 | 157.50 |
| Other Staff and Administration | | | 0.25 | 25.00 |
| | | | <u>1.20</u> | <u>621.25</u> |

* Includes .15 hours from a prior period.

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

November 5, 2013

Invoice#: TP00137281
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 during October, 2013, including:

- Corresponding with representatives of Gowling Lafleur Henderson LLP ("Gowlings"), the Company's counsel, regarding the Company's motion for leave to appeal the decision of Justice Mesbur dated May 21, 2013 ("Decision");
- Reviewing the August 6, 2013 decision of Justice Mesbur with respect to the costs of the Company's trial with Jolian Investments Limited and its principal, Gerald McGoey;
- Reviewing the Company's materials regarding its motion to extend the stay of proceedings;
- Preparing the Monitor's seventeenth report to Court dated October 24, 2013;
- Reviewing the Company's cash flow variance reports and bank statements;
- Assisting the Company to prepare a cash flow projection to December 6, 2013;
- Corresponding with Gowlings regarding the result of the motion on October 31, 2013 for leave to appeal the Decision;
- Corresponding with representatives of Lax O'Sullivan Scott Lisus LLP and Gowlings regarding these proceedings; and

- To all other matters of both a general and specific nature not otherwise referred to herein.

| | | |
|-------------------|----|-----------------|
| Professional fees | \$ | 4,631.25 |
| HST | | <u>602.06</u> |
| Total | \$ | <u>5,233.31</u> |

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period October 1 to 31, 2013

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|------------------|---------------------------|------------------|--------------|--------------------|
| Robert Kofman | Overall responsibility | 675 | 3.25 | 2,193.75 |
| Mitch Vininsky | Reporting and all matters | 525 | 4.50 | 2,362.50 |
| Administration | | | 0.75 | 75.00 |
| | | | <u>8.50</u> | <u>4,631.25</u> |

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

December 10, 2013

Invoice#: TP00139113
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 during November, 2013, including:

- Corresponding with representatives of Gowling Lafleur Henderson LLP ("Gowlings"), the Company's counsel, regarding the Company's motion to appeal the decision of Justice Mesbur dated May 21, 2013 ("Decision");
- Reviewing the reasons of the Court of Appeal released on November 1, 2013 granting leave to appeal the Decision;
- Reviewing the Company's letter to the service list regarding its motion to extend the stay of proceedings;
- Preparing the Monitor's eighteenth report to Court dated November 28, 2013;
- Reviewing the Company's cash flow variance reports and bank statements;
- Assisting the Company to prepare a cash flow projection to March 21, 2014;
- Corresponding with representatives of Lax O'Sullivan Scott Lisus LLP and Gowlings regarding these proceedings; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

| | |
|-------------------|--------------------|
| Professional fees | \$ 4,870.00 |
| HST | 633.10 |
| Total | \$ 5,503.10 |

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period November 1 to 30, 2013

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|----------------|---------------------------|-----------|-------------|-----------------|
| Robert Kofman | Overall responsibility | 675 | 2.20 | 1,485.00 |
| Mitch Vininsky | Reporting and all matters | 525 | 6.40 | 3,360.00 |
| Administration | | | 0.25 | 25.00 |
| | | | <u>8.85</u> | <u>4,870.00</u> |

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

February 4, 2014

Invoice#: TP00142799
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 during December, 2013, including:

- Corresponding with representatives of Gowling Lafleur Henderson LLP ("Gowlings"), the Company's counsel, regarding the Company's motion to extend the stay of proceedings to March 14, 2014 ("Motion");
- Reviewing the Court Order dated December 2, 2013 related to the Motion;
- Corresponding with Gowlings on December 13, 2013 regarding the Company's appeal of the decision of Justice Mesbur dated May 21, 2013;
- To all other matters of both a general and specific nature not otherwise referred to herein.

| | | |
|-------------------|----|---------------|
| Professional fees | \$ | 446.25 |
| HST | | <u>58.01</u> |
| Total | \$ | <u>504.26</u> |

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period December 1 to 31, 2013

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|----------------|---------------------------|-----------|-------|-------------|
| Robert Kofman | Overall responsibility | 675 | 0.35 | 236.25 |
| Mitch Vininsky | Reporting and all matters | 525 | 0.40 | 210.00 |
| | | | 0.75 | 446.25 |

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

March 17, 2014

Invoice#: TP00145197
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 two month period ended February 28, 2014, including:

- Corresponding with representatives of Gowling Lafleur Henderson LLP, the Company's counsel, regarding the Company's appeal of the decision of Justice Mesbur dated May 21, 2013 ("Appeal");
- Reviewing the Company's factum in respect of the Appeal;
- Reviewing a press release dated February 13, 2014 by ONEnergy Inc.;
- Reviewing cash flow variance reports prepared by the Company;
- Reviewing the Company's month-end bank statements;
- To all other matters of both a general and specific nature not otherwise referred to herein.

| | | |
|-------------------|----|-----------------|
| Professional fees | \$ | 1,424.25 |
| HST | | <u>185.15</u> |
| Total | \$ | <u>1,609.40</u> |

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period January 1, 2014 to February 28, 2014

| Personnel | | Rate (\$) | | Hours | Amount (\$) |
|----------------|---------------------------|-----------|--|-------------|-----------------|
| Robert Kofman | Overall responsibility | 695 * | | 0.15 | 104.25 |
| Mitch Vininsky | Reporting and all matters | 550 * | | 2.40 | 1,320.00 |
| | | | | <u>2.55</u> | <u>1,424.25</u> |

* These rates increased effective January 1, 2014.

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

April 4, 2014

Invoice#: TP00146639
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 March, 2014, including:

- Corresponding with representatives of Gowling Lafleur Henderson LLP ("Gowlings"), the Company's counsel, regarding the Company's appeal of the decision of Justice Mesbur dated May 21, 2013 ("Appeal");
- Reviewing correspondence dated March 3, 2014 from Gowlings to the service list regarding the Company's stay extension;
- Reviewing the Company's motion record dated March 6, 2014;
- Preparing the Monitor's nineteenth report to Court dated March 11, 2014;
- Corresponding with a representative of the Company regarding the Company's ownership interest in ONEnergy Inc. ("ONEnergy");
- Speaking on March 18, 2014 with a representative of ONEnergy;
- Reviewing an amended proof of claim submitted by Louis Mitrovich;
- Reviewing the factum filed by Jolian Investments Limited and Gerald McGoey in respect of the Appeal;
- To all other matters of both a general and specific nature not otherwise referred to herein.

| | |
|-------------------|--------------------|
| Professional fees | \$ 4,282.25 |
| HST | <u>556.69</u> |
| Total | <u>\$ 4,838.94</u> |

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period March 1 to 31, 2014

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|----------------|---------------------------|-----------|-------------|-----------------|
| Robert Kofman | Overall responsibility | 695 | 1.55 | 1,077.25 |
| Mitch Vininsky | Reporting and all matters | 575 * | 5.40 | 3,105.00 |
| Administration | | | 1.00 | 100.00 |
| | | | <u>7.95</u> | <u>4,282.25</u> |

* This rate increased effective March 1, 2014.

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

May 8, 2014

Invoice#: TP00148847
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, 2014, including:

- Corresponding with representatives of Gowling Lafleur Henderson LLP ("Gowlings"), the Company's counsel, regarding the Company's appeal of the decision of Justice Mesbur dated May 21, 2013 ("Appeal");
- Reviewing the Company's responding factum dated April 11, 2014 in respect of the Appeal;
- Reviewing the annual report filed by ONEnergy Inc. ("ONEnergy") for the sixteen months ended December 31, 2013;
- Corresponding with representatives of the Company regarding its ownership interest in ONEnergy and the special resolutions proposed by ONEnergy (the "Resolutions");
- Speaking on April 23, 2014 with Robert Ulicki regarding the Resolutions and the views of the Company's board of directors (the "Board") related to the Resolutions;
- Speaking on April 25, 2014 with Vic Wells regarding ONEnergy and the Board's diligence in respect of the Resolutions;
- Reviewing correspondence dated April 28, 2014 from Gowlings to the service list regarding the Company's stay extension;
- Preparing the Monitor's twentieth report to Court in connection with the stay extension;

- Reviewing the Company's bank statements and cash flow variance reports;
and
- To all other matters of both a general and specific nature not otherwise referred to herein.

| | | |
|-------------------|----|-----------------|
| Professional fees | \$ | 5,327.50 |
| HST | | <u>692.58</u> |
| Total | \$ | <u>6,020.08</u> |

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period April 1 to 30, 2014

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|----------------|---------------------------|-----------|-------|-------------|
| Robert Kofman | Overall responsibility | 695 | 2.50 | 1,737.50 |
| Mitch Vininsky | Reporting and all matters | 575 | 6.20 | 3,565.00 |
| Administration | | | 0.25 | 25.00 |
| | | | 8.95 | 5,327.50 |

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

June 3, 2014

Invoice#: TP00150271
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, 2014, including:

- Corresponding with representatives of Gowling Lafleur Henderson LLP ("Gowlings"), the Company's counsel, regarding the date the Court of Appeal is to hear the Company's appeal of the decision of Justice Mesbur dated May 21, 2013;
- Corresponding with Gowlings regarding the Company's motion to extend the stay of proceedings;
- Reviewing the Company's revised cash flow projection for the period ending September 12, 2014;
- Preparing the Monitor's twentieth report to Court dated May 5, 2014 in connection with the stay extension; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

| | | |
|-------------------|----|-----------------|
| Professional fees | \$ | 1,985.00 |
| HST | | <u>258.05</u> |
| Total | \$ | <u>2,243.05</u> |

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period May 1 to 31, 2014

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|------------------|---------------------------|------------------|--------------|--------------------|
| Robert Kofman | Overall responsibility | 695 | 1.00 | 695.00 |
| Mitch Vininsky | Reporting and all matters | 575 | 2.20 | 1,265.00 |
| Administration | | | 0.25 | 25.00 |
| Total | | | <u>3.45</u> | <u>1,985.00</u> |

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

August 5, 2014

Invoice#: TP00154784
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 period June 1, 2014 to July 31, 2014, including:

- Corresponding with representatives of Lax O'Sullivan Scott Lisus LLP, the Monitor's counsel, regarding the Company's appeal, and the cross appeal of Jolian Investments Limited, of the decision of Madame Justice Mesbur heard by the Court of Appeal for Ontario ("Court of Appeal") on June 17, 2014;
- Corresponding with representatives of Gowling Lafleur Henderson LLP, the Company's counsel, regarding the Court of Appeal's decision released on July 10, 2014 ("Decision");
- Reviewing the Decision;
- Speaking with Robert Ulicki on July 22, 2014 regarding the Decision and the options being considered by the Company's Board of Directors;
- Corresponding with representatives of the Company regarding its cash flow projection and the notes in its financial statements;
- Preparing the Monitor's twenty-first report to Court, to be filed, in connection with the Decision;
- Responding to a creditor inquiry; and

- To all other matters of both a general and specific nature not otherwise referred to herein.

| | | |
|-------------------|----|-----------------|
| Professional fees | \$ | 4,846.00 |
| HST | | <u>629.98</u> |
| Total | \$ | <u>5,475.98</u> |

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period June 1 to July 31, 2014

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|----------------|---------------------------|-----------|-------|-------------|
| Robert Kofman | Overall responsibility | 695 | 2.80 | 1,946.00 |
| Mitch Vininsky | Reporting and all matters | 575 | 5.00 | 2,875.00 |
| Administration | | | 0.25 | 25.00 |
| Total | | | 8.05 | 4,846.00 |

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

September 4, 2014

Invoice#: TP00156542
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 period August 1 to 31, 2014, including:

- Corresponding with representatives of Gowling Lafleur Henderson LLP, the Company's counsel, and Lax O'Sullivan Scott Lisus LLP, the Monitor's counsel, regarding the Court of Appeal for Ontario's ("Court of Appeal") decision released on July 10, 2014 ("Decision") and collection issues related to the costs awarded to the Company;
- Corresponding with a representative of Blake, Cassels & Graydon LLP regarding the claim of Louis Mitrovich, a former director of the Company;
- Speaking with Robert Ulicki ("Ulicki") on August 15, 2014 regarding the Decision and the Company's enforcement strategy with respect to the cost awards against Gerald McGoey;
- Corresponding with representatives of the Company regarding its cash flow projection and variance analyses;
- Corresponding with Gowlings and Ulicki regarding next steps in the CCAA;
- Preparing the Monitor's twenty-second report to Court, to be filed, in connection with a stay extension; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

| | | |
|-------------------|----|-----------------|
| Professional fees | \$ | 4,027.75 |
| HST | | 523.61 |
| Total | \$ | <u>4,551.36</u> |

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period August 1 to 31, 2014

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|----------------|---------------------------|-----------|-------|-------------|
| Robert Kofman | Overall responsibility | 695 | 2.45 | 1,702.75 |
| Mitch Vininsky | Reporting and all matters | 575 | 4.00 | 2,300.00 |
| Administration | | | 0.25 | 25.00 |
| Total | | | 6.70 | 4,027.75 |

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

October 3, 2014

Invoice#: TP00158412
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 September, 2014, including:

- Corresponding with representatives of Gowling Lafleur Henderson LLP ("Gowling"), the Company's counsel, and Lax O'Sullivan Scott Lisus LLP, the Monitor's counsel, regarding the Company's motion for an extension of the stay of proceedings;
- Reviewing and commenting on the Company's motion materials;
- Revising and issuing the Monitor's twenty-second report to Court in connection with the stay extension;
- Corresponding with a representative of Gowling regarding next steps in the CCAA proceeding;
- Responding to an inquiry from one of the Company's creditors; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

| | | |
|-------------------|----|-----------------|
| Professional fees | \$ | 2,575.00 |
| HST | | 334.75 |
| Total | \$ | <u>2,909.75</u> |

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period September 1 to 30, 2014

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|------------------|---------------------------|------------------|--------------|--------------------|
| Robert Kofman | Overall responsibility | 695 | 0.50 | 347.50 |
| Mitch Vininsky | Reporting and all matters | 575 | 3.70 | 2,127.50 |
| Administration | | | 1.00 | 100.00 |
| Total | | | <u>5.20</u> | <u>2,575.00</u> |

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

November 26, 2014

Invoice#: TP00161288
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 October, 2014, including:

- Speaking with Robert Ulicki on October 7 and 21, 2014 regarding the Company's next steps in the CCAA proceeding;
- Reviewing the Company's cash flow projections;
- Responding to an inquiry from one of the Company's creditors;
- Responding to an inquiry from one of the Company's shareholders; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

| | | |
|-------------------|----|-----------------|
| Professional fees | \$ | 1,199.00 |
| HST | | <u>155.87</u> |
| Total | \$ | <u>1,354.87</u> |

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period October 1 to 31, 2014

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|------------------|---------------------------|------------------|--------------|--------------------|
| Robert Kofman | Overall responsibility | 695 | 0.20 | 139.00 |
| Mitch Vininsky | Reporting and all matters | 575 | 1.80 | 1,035.00 |
| Administration | | | 0.25 | 25.00 |
| Total | | | <u>2.25</u> | <u>1,199.00</u> |

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

December 4, 2014

Invoice#: TP00161974
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 November, 2014, including:

- Meeting on November 4, 2014 with Robert Ulicki regarding the Company's next steps in the CCAA proceeding;
- Speaking with representatives of Lax O'Sullivan Scott Lisus LLP and Davies Ward Phillips & Vineberg LLP, both counsel to the Monitor, regarding the structure of CCAA plans being considered by the Company and related securities issues;
- Meeting on November 11, 2014 with Grant McCutcheon regarding his views on the Company's options to complete its restructuring;
- Corresponding with the Company's board of directors regarding a meeting to review the Company's options;
- Reviewing the Company's cash flow variance reports;
- Reviewing cost submissions filed by Gerald McGoey and the Company's responding materials; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

| | | |
|-------------------|----|-----------------|
| Professional fees | \$ | 6,121.00 |
| HST | | 795.73 |
| Total | \$ | <u>6,916.73</u> |

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period November 1 to 30, 2014

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|------------------|---------------------------|------------------|--------------|--------------------|
| Robert Kofman | Overall responsibility | 695 | 4.80 | 3,336.00 |
| Mitch Vininsky | Reporting and all matters | 575 | 4.80 | 2,760.00 |
| Administration | | | 0.25 | 25.00 |
| Total | | | <u>9.85</u> | <u>6,121.00</u> |

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

January 7, 2015

Invoice#: TP00163982
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 December, 2014, including:

- Corresponding with the Company's board of directors ("Board") regarding a meeting to review the Company's options;
- Reviewing a memorandum by Patrick Shea of Gowling Lafleur Henderson LLP ("Gowling") regarding the Company's restructuring options;
- Reviewing and commenting on an affidavit of Victor Wells regarding the Company's stay extension motion;
- Speaking on December 3, 2014 with Mr. Wells;
- Meeting on December 5, 2014 with the Board and representatives of Gowling, Lax O'Sullivan Scott Lisus LLP ("Lax") and Davies Ward Phillips & Vineberg LLP ("Davies"), regarding issues concerning the CCAA plans being considered by the Company, including securities issues;
- Reviewing the decision of Justice Mesbur dated December 8, 2014 on costs of the Company's trial with Gerald McGoey and Jolian Investments Inc.;
- Reviewing information related to the Company's interest in ONEnergy Inc. and discussing same with Grant McCutcheon;
- Reviewing the Company's cash flow variance reports;
- Reviewing written submissions by Douglas Reeson and discussing same with representatives of Lax;
- Preparing the Monitor's twenty-third report to Court dated December 10, 2014;

- Attending at Court on December 12, 2014;
- Speaking with representatives of Lax and Davies regarding the restructuring options being considered by the Company;
- Responding to an inquiry from a creditor of the Company; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

| | |
|-------------------|---------------------|
| Professional fees | \$ 24,574.25 |
| HST | <u>3,194.65</u> |
| Total | <u>\$ 27,768.90</u> |

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period December 1 to 31, 2014

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|--------------------------|---------------------------|------------------|--------------|--------------------|
| Robert Kofman | Overall responsibility | 695 | 16.65 | 11,571.75 |
| Mitch Vininsky | Reporting and all matters | 575 | 21.10 | 12,132.50 |
| Administration and other | | | 2.75 | 870.00 |
| Total | | | <u>40.50</u> | <u>24,574.25</u> |

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

February 4, 2015

Invoice#: TP00165314
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 January, 2015, including:

- Corresponding with Gowling Lafleur Henderson LLP ("Gowlings") regarding the resignation of Robert Ulicki and the appointment of Robert Morrison to the Company's board of directors ("Board");
- Corresponding with Victor Wells regarding the three restructuring proposals submitted on January 12, 2015 to the Board for the Company ("Proposals");
- Reviewing the Proposals;
- Meeting on January 15, 2015 with the Board and one of the parties that submitted a Proposal;
- Attending a call on January 16, 2015 with the Board and one of the parties that submitted a Proposal;
- Reviewing a summary of the Proposals prepared by Mr. Morrison and discussing same with representatives of Gowlings, Lax O'Sullivan Scott Lisus LLP ("Lax") and the Board;
- Reviewing the Company's cash and accrual summary as at January 21, 2015,
- Corresponding with Gowlings and Lax regarding the Company's proposed process to exit the CCAA proceedings;
- Preparing an affidavit to support approval of the Monitor's fees during the CCAA proceedings;

- Reviewing and commenting on a letter from Gowlings to Mr. Justice Wilton-Siegel dated January 29, 2015 regarding the Proposals and the Company's next steps; and
- To all other matters of both a general and specific nature not otherwise referred to herein.

| | | |
|-------------------|----|------------------|
| Professional fees | \$ | 14,452.50 |
| HST | | <u>1,878.83</u> |
| Total | \$ | <u>16,331.33</u> |

Duff & Phelps Canada Restructuring Inc.
Unique Broadband Systems, Inc. and UBS Wireless Inc.
Time Summary
For the Period January 1 to 31, 2015

| Personnel | | Rate (\$) | Hours | Amount (\$) |
|-------------------|---------------------------|------------------|--------------|--------------------|
| Robert Kofman | Overall responsibility | 695 | 4.00 | 2,780.00 |
| Mitch Vininsky | Reporting and all matters | 575 | 13.90 | 7,992.50 |
| Michael Sherlock* | Fee affidavit support | 400 | 9.20 | 3,680.00 |
| Total | | | 27.10 | 14,452.50 |

* Includes unbilled time from a prior period.

Exhibit "B"

This is Exhibit "B" referred to in the
affidavit of Mitch Vininsky
sworn before me, this 24th
day of February 2015


A COMMISSIONER FOR TAKING AFFIDAVITS

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

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

Schedule of Professionals' Time and Rates

For the Period June 24, 2011 to January 31, 2015

| Personnel | Title | Duties | Hours | Billing Rate (per hour) | Amount \$ |
|--------------------------------|-------------------|-----------------------------------------------------|--------|----------------------------|--------------|
| Robert Kofman | Managing Director | Overall responsibility | 650.50 | \$625-695 * | 420,158.25 |
| Mitch Vininsky | Managing Director | All aspects of mandate | 685.95 | \$500-575 ** | 349,157.50 |
| Lana Bezner | Director | Pre- and initial filing materials; claims procedure | 62.00 | \$500.00 | 31,000.00 |
| Scott Davidson | Managing Director | Valuation analysis and report, and sales process | 13.55 | \$695.00 | 9,417.25 |
| John Panniccia | Vice President | Valuation analysis and report | 53.50 | \$350.00 | 18,725.00 |
| Noah Goldstein | Associate | Sales process matters | 79.50 | \$375-400 *** | 29,912.50 |
| Renee Schwartz | Associate | Document review | 1.25 | \$290.00 | 362.50 |
| Other staff and administrative | | Banking and administrative | 106.35 | \$179.71 ^ | 19,112.50 |
| Total fees | | | | | 877,845.50 |
| Total hours | | | | | 1,652.60 |
| Average hourly rate | | | | | \$ 531.19 |

* Mr. Kofman's average hourly rate increased from \$625/hr to \$650/hr as of March 1, 2012; from \$650/hr to \$675/hr as of June 1, 2013; and from \$675/hr to \$695/hr as of January 1, 2014.

** Mr. Vininsky's average hourly rate increased from \$500/hr to \$525/hr as of June 1, 2013; from \$525/hr to \$550/hr as of January 1, 2014; and from \$550/hr to \$575/hr as of March 1, 2014.

*** Mr. Goldstein's average hourly rate increased from \$375/hr to \$400/hr as of January 1, 2013.

^ Average rate

Appendix “A”

Unique Broadband Systems, Inc.

| Reports to Court | Date |
|-------------------------------------|-----------|
| Proposed Report | 4-Jul-11 |
| First Report | 2-Aug-11 |
| Second Report | 13-Sep-11 |
| Third Report | 26-Oct-11 |
| Fourth Report | 16-Dec-11 |
| Fifth Report | 11-Jan-12 |
| Sixth Report | 13-Feb-12 |
| Seventh Report | 27-Mar-12 |
| Supplement to the Seventh Report | 4-Apr-12 |
| Eighth Report | 7-Jun-12 |
| Ninth Report | 5-Jul-12 |
| Tenth Report | 23-Jul-12 |
| Eleventh Report | 15-Oct-12 |
| Supplement to the Eleventh Report | 5-Nov-12 |
| Twelfth Report | 30-Jan-13 |
| Thirteenth Report | 8-Feb-13 |
| Supplement to the Thirteenth Report | 13-Feb-13 |
| Fourteenth Report | 5-Mar-13 |
| Fifteenth Report | 23-May-13 |
| Sixteenth Report | 24-Jul-13 |
| Seventeenth Report | 24-Oct-13 |
| Eighteenth Report | 28-Nov-13 |
| Nineteenth Report | 11-Mar-14 |
| Twentieth Report | 5-May-14 |
| Twenty First Report | 1-Aug-14 |
| Twenty Second Report | 4-Sep-14 |
| Twenty Third Report | 10-Dec-14 |
| Twenty Fourth Report | 24-Feb-15 |

Appendix “B”

Court Attendances

| Court Date | Monitor Representative | | | |
|--------------|------------------------|----------------|-------------|----------------|
| | Bobby Kofman | Mitch Vininsky | Lana Bezner | Noah Goldstein |
| 5-Jul-11 | | | ✓ | |
| 24-Oct-11 | ✓ | | | |
| 4-Nov-11 | | ✓ | | |
| 20-Dec-11 | ✓ | ✓ | | |
| 13-Jan-12 | | ✓ | | |
| 10-May-12 | ✓ | | | |
| 21-Feb-12 | ✓ | ✓ | | |
| 2-Mar-12 | ✓ | ✓ | | |
| 8-Mar-12 | | ✓ | | |
| 2-Apr-12 | ✓ | ✓ | | |
| 5-Apr-12 | ✓ | ✓ | | |
| 13-Apr-12 | ✓ | ✓ | | |
| 25-Apr-12 | ✓ | ✓ | | |
| 13-Jun-12 | ✓ | ✓ | | |
| 25-Jun-12 | | ✓ | | |
| 6-Jul-12 | | ✓ | | |
| 26-Jul-12 | | ✓ | | |
| 1-Aug-12 | | ✓ | | |
| 25-Sep-12 | | ✓ | | |
| 12-Oct-12 | ✓ | | | |
| 31-Oct-12 | ✓ | | | |
| 8-Nov-12 | | ✓ | | |
| 17-Dec-12 | ✓ | | | |
| 9-Jan-13 | ✓ | ✓ | | |
| 23-Jan-13 | ✓ | ✓ | | |
| 31-Jan-13 | ✓ | ✓ | | |
| 1-Feb-13 | ✓ | ✓ | | |
| 13-Feb-13 | ✓ | ✓ | | |
| 14-Feb-13 | ✓ | ✓ | | |
| 19-Feb-13 | | ✓ | | |
| 11-Mar-13 | | ✓ | | |
| 30-May-13 | | | | ✓ |
| 28-Jun-13 | ✓ | | | |
| 12-Dec-14 | | ✓ | | |
| Total | 20 | 26 | 1 | 1 |