

**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 URBANCORP TORONTO MANAGEMENT INC., URBANCORP (ST. CLAIR VILLAGE) INC., URBANCORP (PATRICIA) INC., URBANCORP (MALLOW) INC., URBANCORP (LAWRENCE) INC., URBANCORP DOWNSVIEW PARK DEVELOPMENT INC., URBANCORP (952 QUEEN WEST) INC., KING RESIDENTIAL INC., URBANCORP 60 ST. CLAIR INC., HIGH RES. INC. AND BRIDGE ON KING INC. (collectively, the "Applicants") AND THE AFFILIATED ENTITIES IN SCHEDULE "A" HERETO**

**FURTHER SUPPLEMENTARY**  
**MOTION RECORD OF CERTAIN PURCHASERS**

August 24, 2016

**DICKINSON WRIGHT LLP**

Barristers & Solicitors  
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Suite 2200, P.O. Box 447  
Commerce Court Postal Station  
Toronto, Ontario, M5L 1G4

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Lawyers for Certain Purchasers

**TO: SERVICE LIST**

**I N D E X**

<b>Tabs</b>	<b>Document</b>
1.	Supplementary Affidavit of Michael Brzezinski sworn August 24, 2016
A	Letter from Dickinson Wright LLP dated August 24, 2016

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**SUPPLEMENTARY**  
**AFFIDAVIT OF MICHAEL BRZEZINSKI**  
*(sworn August 24, 2016)*

I, MICHAEL BRZEZINSKI, of the City of Toronto, in the Province of Ontario, **MAKE**

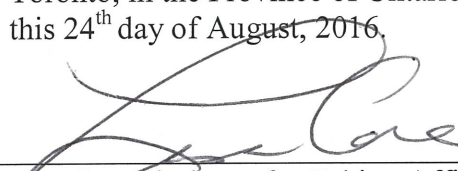
**OATH AND SAY:**

1. I am a lawyer at the law firm of Dickinson Wright LLP ("**Dickinson Wright**"), lawyers for the Purchasers, and, as such, I have knowledge of the matters to which I hereinafter depose.
2. I am swearing this Supplementary Affidavit further to my Affidavit sworn on June 29, 2016, and in support of the motion to appoint Dickinson Wright as counsel for the Purchasers.
3. On August 3, 2016, Davies Ward Phillips & Vineberg LLP ("**Davies**"), counsel to KSV Kofman Inc., in its capacity as Monitor in the *Companies' Creditors Arrangement Act* proceedings sent a letter to Dickinson Wright requesting information about the Purchasers who Dickinson Wright represents. Dickinson Wright provided a detailed response by letter dated

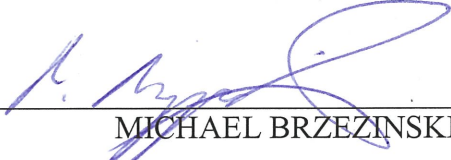
August 16, 2016. Copies of the letters from Davies and Dickinson Wright are attached to the KSV Report dated August 23, 2016.

4. Since the August 16, 2016 letter, Purchasers have continued to seek out Dickinson Wright's representation. As such, on August 24, 2016, Lisa Corne of our office sent a letter to Davies to provide updated information regarding the Purchasers. Attached hereto and marked as **Exhibit "A"** is a true copy of the letter from Dickinson Wright to Davies dated August 24, 2016.

**SWORN BEFORE ME** at the City of  
Toronto, in the Province of Ontario  
this 24<sup>th</sup> day of August, 2016.



Commissioner for Taking Affidavits  
*(or as may be)*



MICHAEL BRZEZINSKI

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 URBANCORP TORONTO MANAGEMENT INC., URBANCORP (ST. CLAIR VILLAGE) INC., URBANCORP (PATRICIA) INC., URBANCORP (MALLOW) INC., URBANCORP (LAWRENCE) INC., URBANCORP DOWNSVIEW PARK DEVELOPMENT INC., URBANCORP (952 QUEEN WEST) INC., KING RESIDENTIAL INC., URBANCORP 60 ST. CLAIR INC., HIGH RES. INC. AND BRIDGE ON KING INC. (collectively, the "Applicants") AND THE AFFILIATED ENTITIES IN SCHEDULE "A" HERETO

Court File No. CV-16-11389-00CL

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PROCEEDING COMMENCED AT  
TORONTO

**SUPPLEMENTARY**  
**AFFIDAVIT OF MICHAEL BRZEZINSKI**

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Lawyers for the Moving Party

THIS IS **EXHIBIT "A"** REFERRED  
TO IN THE AFFIDAVIT OF MICHAEL BRZEZINSKI  
SWORN BEFORE ME THIS 24<sup>TH</sup> DAY OF AUGUST, 2016



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*Commissioner for Taking Affidavits (or as may be)*



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LISA S. CORNE  
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August 24, 2016

**SENT VIA E-MAIL**

Jay Swartz  
Davies Ward Phillips & Vineberg LLP  
155 Wellington Street West, 40<sup>th</sup> Floor  
Toronto ON M5V 3J7

Dear Jay:

**Re: Representative Counsel Motion**

Since our last letter dated August 16, 2016, new purchasers have retained Dickinson Wright LLP and existing clients have provided us with additional information and documentation. As such, we are writing to provide you with this information.

Please find below responses to each of the questions that you posed in your letter dated August 3, 2016, for which we have updated information. This information is accurate as of 9 am, on the date herein.

1. The following table outlines the number of purchasers that have retained our firm and the percentage of those purchasers that have signed an engagement letter with our firm or asked that we act on their behalf:

	St. Clair	Lawrence	Bridlepath	Woodbine	Mallow
Purchasers who have retained or asked that Dickinson Wright act	8	14	6	11	4
Purchasers that have signed an engagement letter	8	14	6	0	0
Percentage of signed engagement letters	100%	100%	100%	0%	0%

2. The following tables summarize the responses that we have received regarding purchasers' current living situations and their intentions for the homes that they purchased from Urbancorp:



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Purchasers' Current Living Situations

	St. Clair	Lawrence*	Bridlepath
Purchasers currently renting	4	4	1
Purchasers that own their current residence	4	9	5
Purchasers that have yet to respond to our inquires on this issue	0	0	0
*One purchaser is currently living rent free with a relative. Their response is not reflected in the above table.			

Purchasers' Intentions for the Homes Purchased from Urbancorp

	St. Clair*	Lawrence	Bridlepath	Woodbine
Purchasers intending to use the property for personal use	7	14	4	11
Purchasers intending to use the property for investment purposes	0	0	2	0
Purchasers that have yet to respond to our inquires on this issue	0	0	0	0
*One purchaser intends to utilize the property initially for investment purposes, and thereafter for personal use. Their response is not reflected in the above table.				

3. Our review of our clients' purchase agreements still discloses that no individual signed a purchase agreement or purchase agreements for more than one unit.
4. We have made specific inquiries of our clients to ascertain each of their objectives in seeking representation in these proceedings. Although subject to change and provided without prejudice to our clients' rights to pursue a different outcome, the following table summarizes the responses received to the above question:

	St. Clair*	Lawrence	Bridlepath^	Woodbine
Purchasers that prefer to complete the transaction	7	12	4	11
Purchasers that prefer a return of their initial deposit	0	2	1	0
Purchasers that have yet to respond to our inquires on this issue	0	0	0	0
*One purchaser does not have a preference between completing the transaction and receiving a return of their initial deposit. Their response is not reflected in the above table.				

August 16, 2016  
Page 3

^One purchaser does not have a preference between completing the transaction and receiving a return of their initial deposit. Their response is not reflected in the above table.

5. As of today's date, we have received and reviewed 25 agreements of purchase and sale from our clients. The average purchase price, prior to amendments, listed in those agreements is as follows:
- (a) Bridlepath: \$1,181,250.00
  - (b) St. Clair Village: \$796,365.00
  - (c) Lawrence: \$641,522.23

Yours truly,  
**DICKINSON WRIGHT LLP**



Lisa S. Corne

LSC/dea

Encls.

cc: Bobby Kofman  
Noah Goldstein  
Robin Schwill  
David Preger

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