

CALLIDUS CAPITAL CORPORATION
Applicant

and

XCHANGE TECHNOLOGY GROUP LLC et al.
Respondents

Dec 13/13
Court File No. CV-13-10310-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceeding commenced at Toronto

MOTION RECORD OF JEFFREY MCFARLANE

WEIRFOULDS LLP
Barristers & Solicitors
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Toronto, Ontario M5K 1B7
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Scott McGrath (LSUC #59346K)

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Lawyers for Jeffrey McFarlane

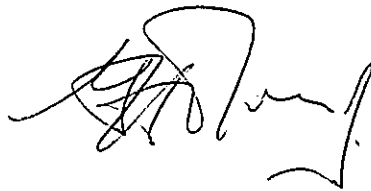
P. D. Guy + S. McGrath
for J. McFarlane

Dec 13, 2013

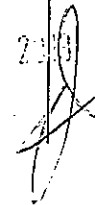
H. Chant for Bevan

J. D. Leslie for Callides

The parties have resolved
the outstanding issues as evidenced
by the 2 page handwritten
agreement which is incorporated
by reference into this endorsement.
No formal disposition
necessary



11/12/13



1. McFarlane shall be permitted to use the warehouse facilities in the Small Space immediately.
2. ~~McFarlane~~ The Receiver/Callides shall vacate the office facilities in the Small Space by Jan 15/14.
3. The Receiver shall Shuckout (from inside the Small Space) the windows between the Small Space and the Large Space.
4. The Receiver/Callides shall vacate the Large Space by no later than May 31/14.
5. The Receiver/Callides shall have the right to terminate the lease earlier than May 31/14 on 30 days written notice provided that such termination is effective as the 15th or the end of a month.
6. The Receiver will pay its pro rata share of the rent (83.6%).
7. McFarlane shall pay her pro rata share of the property tax and ~~elect~~ ^{electric} charges bills. All other utilities shall be paid by the Receiver. ^{the pay.}

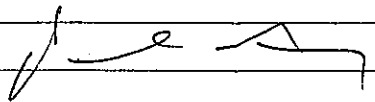
116.4%

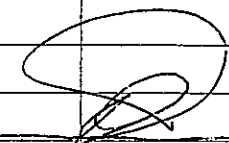
8. The parties will accommodate each others reasonable parking requirements.

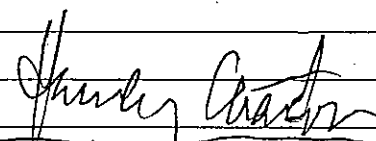
9. The Receiver/Callidus will provide McFarlane with occasional access to the large space loading docks. This will be on reasonable notice during business hours and can be expensed by the Receiver/Callidus.

10. McFarlane will be permitted access to the point at which utilities enter in order to install a second internet connection and network facilities.

11. The Small Space will be designated as Unit 2 for inbound mail and parcels.


Paul Guy
for JEFF McFARLANE


John D. Levitt
Solicitor for Callidus Corporation


HARVEY CHAITON
for Receiver