

Vancouver

25-Mar-14

REGISTRY

No. H110166

Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

BETWEEN:

1397225 ONTARIO LIMITED

PETITIONER

AND:

682202 B.C. LTD., KINGSWAY ARMS MANAGEMENT SERVICES INC.,
KINGSWAY ARMS HOLDINGS INC., KINGSWAY ARMS HOLDINGS
B.C. LTD., PATRICK BYRNE also known as PATRICK CHARLES
BYRNE, GRAHAM PARKER also known as GRAHAM M. PARKER also
known as GRAHAM MELTON PARKER, CHAPLIN VENTURES LTD.,
MICHAEL CHAPLIN also known as MICHAEL R. CHAPLIN, COLTER
INVESTMENTS (GP) LTD., COLTER INVESTMENTS LP also known as
COLTER INVESTMENTS LIMITED PARTNERSHIP, 0780293 B.C. LTD.
and HER MAJESTY THE QUEEN IN RIGHT OF CANADA

RESPONDENTS

**FOURTH REPORT OF ALVAREZ & MARSAL CANADA INC.
IN ITS CAPACITY AS THE RECEIVER AND MANAGER
OF 682202 B.C. LTD.**

March 24, 2014



ALVAREZ & MARSAL

**FOURTH REPORT OF ALVAREZ & MARSAL CANADA INC.
IN ITS CAPACITY AS THE RECEIVER AND MANAGER
OF 682202 B.C. LTD.**

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- Appendix E** – The Receiver's and its Legal Counsel's Detailed Statements of Account for the Period January 1, 2013 to February 28, 2014.

1.0 INTRODUCTION

- 1.1 Effective March 9, 2011, pursuant to the order of the Honourable Mr. Justice Sigurdson (the **"Receivership Order"**), Alvarez & Marsal Canada Inc. was appointed Receiver and Manager (the **"Receiver"** or **"A&M"**) without security, of all the assets, undertakings and properties of 682202 B.C. Ltd. (**"682202"** or the **"Company"**) pursuant to section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended (the **"BIA"**), section 39 of the *Law and Equity Act*, R.S.B.C. 1996 c. 253, as amended and Rules 10-2 and 13-2(5) of the *Supreme Court Civil Rules* in the within action (the **"Receivership Proceeding"**).
- 1.2 The petitioning creditor in the Receivership Proceedings, 1397225 Ontario Limited, filed a notice of application on February 8, 2011 for the Receivership Order and subsequently assigned its debt and security over the Property of the Company to 2242229 Ontario Inc. (the **"Secured Lender"**).
- 1.3 At the date of the Receivership Order, the Company's property which was subject to the security interests of the Secured Lender consisted primarily of a 138 unit independent living seniors' residence located at 32331 7th Avenue, Mission, B.C. known as Cedarbrooke Chateau (the **"Cedarbrooke"** or the **"Property"**).
- 1.4 On April 24, 2013, the Honourable Mr. Justice Cole made an order authorizing the Receiver to engage in a sales process for the sale of Cedarbrooke (the **"Sales Process Order"**). The details of the Sales Process are described in the third report of the Receiver dated September 27, 2013 (the **"Third Report"**) and are not repeated herein.
- 1.5 On October 10, 2013, the Honourable Mr. Justice Masuhara granted an order (the **"Sales Approval Order"**) approving the sale of the Property to Chartwell Master Care LP (**"Chartwell"** or the **"Purchaser"**). With the exception of a final distribution of the net realization proceeds to the Secured Lender and administrative matters relating to its discharge by this Honourable Court, the Receiver has completed its administration of this matter.
- 1.6 The Receiver will be filing a notice of application (the **"Notice of Application"**) seeking orders from this Honourable Court:
- a) approving the activities of the Receiver as set out in this report;
 - b) discharging the Receiver upon the filing of a Discharge Certificate with the Court; and
 - c) releasing the Receiver from any and all liability upon the granting of the discharge order.
- 1.7 The Receivership Order and select motion material and other documents filed in the Receivership Proceedings, are posted on the Receiver's website at www.amcanadadocs.com/cedarbrooke.

2.0 PURPOSE OF REPORT

2.1 This is the Receiver's fourth report (the "**Fourth Report**") and it has been prepared to provide this Honourable Court with the Receiver's comments with respect to the following:

- a) an update on the activities of the Receiver since the date of its last report, September 27, 2013;
- b) an update with respect to the interim distributions made to the Secured Lender;
- c) a summary of the Receiver's statement of cash receipts and disbursements for the period March 9, 2011 to February 28, 2014;
- d) a summary of the Receiver and its legal counsel's professional fees and disbursements; and
- e) a pro forma final distribution to the Secured Lender.

2.2 Capitalized words or terms not defined or otherwise ascribed a meaning in this Fourth Report, are defined or ascribed a meaning in the Receiver's three previous reports and/or the Receivership Order.

2.3 All references to dollars are in Canadian currency unless otherwise noted.

3.0 ACTIVITIES OF THE RECEIVER

3.1 The Receiver's activities since the date of the Third Report have included the following:

- a) closing the sale of the Property to Chartwell on October 25, 2013 (the "**Closing Date**") pursuant to an Agreement of Purchase and Sale dated September 6, 2013 (the "**APS**");
- b) making a distribution of approximately \$26.9 million realized from the sale of Cedarbrooke to the Secured Lender;
- c) making an additional distribution to the Secured Lender of \$1.5 million that the Receiver realized from the operations of Cedarbrooke;
- d) communicating with employees, vendors and residents with respect to the sale of Cedarbrooke;
- e) communicating with trades vendors and settling accounts payable effective the Closing Date of the sale of Cedarbrooke;
- f) coordinating trust account reviews by the Canada Revenue Agency;
- g) communicating with representatives of the Secured Lender and its legal counsel; and
- h) attending to estate banking matters and administration.

- 3.2 The Receiver has continued to comply with all statutory notice requirements including those under the BIA.

4.0 **INTERIM DISTRIBUTIONS TO THE SECURED LENDER**

- 4.1 The Sales Approval Order permitted the Receiver to pay the net proceeds arising from the sale of Cedarbrooke to the Secured Lender subject to the Receiver retaining such part of the sale proceeds as it deemed prudent. On or about October 25, 2013, the Receiver's legal counsel, which had been holding the net sales proceeds in trust for the Receiver, issued a payment to the Secured Lender of the net sale proceeds of approximately \$26.9 million.
- 4.2 On January 16, 2014 the Receiver made a second interim distribution in the amount of \$1.5 million to the Secured Lender pursuant to the Sales Process Order which authorized the Receiver to pay up to \$5 million of surplus funds to the Secured Lender.

5.0 **RECEIVER'S STATEMENT OF RECEIPTS AND DISBURSEMENTS**

- 5.1 The Receiver's statement of receipts and disbursements for the period ended February 28, 2014 is presented below:

Receiver's Statement of Cash Receipts and Disbursements For the period March 9, 2011 to February 28, 2014 \$000's	
Receipts	
Rental and other receipts	\$ 7,646
Transfers from Kingsway	333
Net proceeds from the sale of Cedarbrooke	26,912
Interest	12
	<u>34,903</u>
Disbursements	
Wages, salaries and benefits	2,610
Food and dietary	978
Marketing	231
Supplies, maintenance and capital items	670
Utilities	478
Insurance	83
Administrative and other	206
Property taxes 2010, 2011, 2012 and 2013	672
Management fees	103
Distributions to the Secured Lender	28,420
	<u>34,449</u>
Net Estate Cash Flow	<u>\$ 454</u>
Closing Estate Cash Balance (Note 1 and 2)	<u>\$ 454</u>
Note 1 - This statement excludes payments of professional fees for the Receiver and its legal counsel of \$1,472,202.04 which have been paid directly by the Secured Lender.	
Note 2 - Closing estate cash balance of \$453,582 includes cash on hand of \$203,582 and guaranteed investment certificates of \$250,000.	

- 5.2 Total receipts of approximately \$34.9 million include rental receipts and other service receipts of \$7.6 million, cash transferred from previous management of Cedarbrooke of \$333,000, net proceeds from the sale of Cedarbrooke of \$26.9 million and interest of \$12,000.
- 5.3 Total disbursements of approximately \$34.4 million include the following:
- a) operating expenses of \$5.4 million which include wages and salaries, food and dietary, marketing, supplies and maintenance, utilities, insurance, administrative costs and management fees;
 - b) property taxes of \$672,000 for the years 2010, 2011, 2012 and 2013; and
 - c) distributions to the Secured Lender of \$28.4 million including \$26.9 million net proceeds from the sale of Cedarbrooke and \$1.5 million from operations.

6.0 SUMMARY OF PROFESSIONAL FEES

- 6.1 The professional fees, disbursements and applicable taxes of the Receiver and its legal counsel during the period March 9, 2011 to December 31, 2012 were disclosed in the second report of the Receiver dated April 2, 2013 and approved by this Honourable Court on April 24, 2013.
- 6.2 Summarized in the table below are the professional fees, disbursements and applicable taxes of the Receiver and its legal counsel for the periods March 9, 2011 to December 31, 2012 and January 1, 2013 to February 28, 2014.

Summary of Professional Fees for the Receiver and its Legal Counsel For the period March 9, 2011 to February 28, 2014				
Firm	Fees	Disbursements	HST/GST	Total
March 9, 2011 to December 31, 2012				
Alvarez & Marsal Canada Inc.	\$ 611,427.50	\$ 7,266.09	\$ 74,243.23	\$ 692,936.82
Gowling Lafleur Henderson	82,010.96	1,071.59	9,957.27	93,039.82
	693,438.46	8,337.68	84,200.50	785,976.64
January 1, 2013 to February 28, 2014				
Alvarez & Marsal Canada Inc.	530,385.00	8,352.76	26,936.89	565,674.65
Gowling Lafleur Henderson	104,665.00	3,191.78	12,693.97	120,550.75
	635,050.00	11,544.54	39,630.86	686,225.40
Total				
Alvarez & Marsal Canada Inc.	1,141,812.50	15,618.85	101,180.12	1,258,611.47
Gowling Lafleur Henderson	186,675.96	4,263.37	22,651.24	213,590.57
Total Professional Fees	\$ 1,328,488.46	\$ 19,882.22	\$ 123,831.36	\$ 1,472,202.04

- 6.3 Attached as Appendix "A" is a summary of the Receiver's statements of account for the period ended February 28, 2014 which total \$1,258,611.47 including Receiver fees of \$1,141,812.50, out of pocket disbursements of \$15,618.85 and applicable taxes of \$101,180.12. The Receiver's

detailed statements of account for the period January 1, 2013 to February 28, 2014 are attached herewith as Appendix "B".

- 6.4 Attached as Appendix "C" is a summary of the Receiver's total professional fees indicating name, position, hourly rate and hours charged by the Receiver's professional staff and details of its out of pocket disbursements for the period March 9, 2011 to February 28, 2014.
- 6.5 Attached as Appendix "D" is a summary of the professional fees and disbursements, including out of pocket disbursements and applicable sales tax, charged by the Receiver's legal counsel for the period March 9, 2011 to February 28, 2014 which total \$213,590.57. The statements of account for the period January 1, 2013 to February 28, 2014 for Gowling Lafleur Henderson are attached as Appendix "E".
- 6.6 The Receiver and the Receiver's legal counsel anticipate having additional fees and disbursements relating to this matter ranging from \$15,000 to \$25,000.
- 6.7 The Receiver considers that the fees and disbursements charged by its legal counsel have been necessarily incurred and that the hours and rates charged are fair and reasonable given the circumstances. The Secured Lender has approved all of the Receiver's fees and that of its legal counsel.

7.0 **ESTIMATED FINAL DISTRIBUTION TO THE SECURED LENDER**

- 7.1 The Receiver estimates that the final distribution to the Secured Lender will be approximately \$444,000 as summarized below:

682202 B. C. Ltd. Estimated Funds Available for Final Distribution to the Secured Lender As at February 28, 2014 \$000's		
Cash held in trust accounts (including GICs)	\$	454
Costs to completion (Note 1)		(10)
Estimated funds available for final distribution to the Secured Lender	\$	<u>444</u>
Note 1 - Costs to completion primarily relate to advances to the Trustee in Bankruptcy for administrative costs of the bankruptcy and exclude professional fees for the Receiver and its legal counsel which will be paid directly by the Secured Lender.		


8.0 **RECEIVER'S RECOMMENDATIONS**

8.1 The Receiver respectfully submits to this Honourable Court that an Order be granted:

- a) discharging the Receiver upon filing of a Discharge Certificate with the Court confirming that the Receiver has completed all necessary steps to complete the Receivership Proceedings;
- b) upon filing of the Discharge Certificate, releasing and discharging the Receiver from any and all liability that the Receiver has or may hereafter have by reason of and by any way arising of the acts or omissions while acting in its capacity as Receiver; and
- c) approving the activities and fees of the Receiver and that of its legal counsel, Gowling Lafleur Henderson.

All of which is respectfully submitted to this Honourable Court this 24th day of March, 2014.

**ALVAREZ & MARSAL CANADA INC.,
in its capacity as Receiver and Manager of
682202 B.C. Ltd. and not in its personal capacity**



Per: Todd M. Martin
Senior Vice President



Per: Tom Powell
Director

APPENDIX A

682202 B.C. Ltd. d.b.a. Cedarbrooke Chateau
Summary of the Receiver and Manager's Statements of Account
For the period March 9, 2011 to February 28, 2014

Invoice Number	Period	Fees	Disbursements	HST/GST	Total
1	March 9, 2011 to April 30, 2011	\$ 155,660.00	\$ 3,214.03	\$ 19,064.88	\$ 177,938.91
2	May 1, 2011 to May 31, 2011	45,987.50	202.80	5,542.84	51,733.14
3	June 1, 2011 to June 30, 2011	39,875.00	45.53	4,790.46	44,710.99
4	July 1, 2011 to July 31, 2011	25,900.00	925.30	3,219.04	30,044.34
5	August 1, 2011 to August 31, 2011	20,450.00	100.59	2,466.07	23,016.66
6	September 1, 2011 to December 1, 2011	53,737.50	1,157.79	6,587.43	61,482.72
7	January 1, 2012 to February 29, 2012	47,300.00	286.59	5,710.39	53,296.98
8	March 1, 2012 to March 31, 2012	23,000.00	249.40	2,789.93	26,039.33
9	April 1, 2012 to April 30, 2012	26,975.00	40.41	3,241.85	30,257.26
10	May 1, 2012 to May 31, 2012	17,350.00	76.57	2,091.19	19,517.76
11	June 1, 2012 to June 30, 2012	15,800.00	22.61	1,898.71	17,721.32
12	July 1, 2012 to July 31, 2012	23,275.00	106.51	2,805.78	26,187.29
13	August 1, 2012 to August 31, 2012	21,175.00	43.85	2,546.26	23,765.11
14	September 1, 2012 to September 30, 2012	20,525.00	363.28	2,506.59	23,394.87
15	October 1, 2012 to October 31, 2012	22,505.00	274.50	2,733.54	25,513.04
16	November 1, 2012 to November 30, 2012	24,712.50	-	2,965.50	27,678.00
17	December 1, 2012 to December 31, 2012	27,200.00	156.33	3,282.76	30,639.09
18	January 1, 2013 to April 30, 2013	611,427.50	7,266.09	74,243.23	692,936.82
19	May 1, 2013 - May 31, 2013	156,805.00	3,093.80	7,994.94	167,893.74
20	June 1, 2013 - June 30, 2013	61,425.00	1,214.26	3,131.96	65,771.22
21	July 1, 2013 - July 31, 2013	56,262.50	644.14	2,845.33	59,751.97
22	August 1, 2013 - August 31, 2013	63,650.00	980.65	3,231.53	67,862.18
23	September 1, 2013 - September 30, 2013	54,250.00	24.92	2,713.75	56,988.67
24	October 1, 2013 - October 31, 2013	54,515.00	22.62	2,726.88	57,264.50
25	November 1, 2013 - November 30, 2013	46,550.00	654.33	2,360.22	49,564.55
26	December 1, 2013 - December 31, 2013	17,840.00	1,631.56	973.58	20,445.14
27	January 1, 2014 - February 28, 2014	2,587.50	45.53	131.65	2,764.68
		16,500.00	40.95	827.05	17,368.00
		530,385.00	8,352.76	26,936.89	565,674.65
		\$ 1,141,812.50	\$ 15,618.85	\$ 101,180.12	\$ 1,258,611.47

APPENDIX B



Alvarez & Marsal Canada Inc.
400 Burrard Street
Suite 1680, Commerce Place
Vancouver, BC V6C 3A6
Phone: +1 604 638 7440
Fax: +1 604 638 7441

July 4, 2013

Trez Capital
Suite 1550, 1185 West Georgia Street
Vancouver, B.C. V6E 4E6

Attention: Mr. Barry Brovender

RE: 682202 B.C. Ltd.

For professional services rendered for the period January 1 to April 30, 2013, in connection with the appointment of Alvarez & Marsal Canada Inc. as Receiver and Manager of 682202 B.C. Ltd. ("682") pursuant to the March 9, 2011 Order of the Supreme Court of British Columbia.

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
T. Martin, Managing Director	3.0	625	\$1,875.00
P. Boparai, Managing Director	162.5	500	81,250.00
T. Powell, Director	152.7	300	45,810.00
V. Chan, Sr. Associate	31.0	250	7,750.00
M. Lee, Analyst	100.6	200	20,120.00
	<u>449.80</u>		<u>156,805.00</u>

Add: out of pocket expenses

Courier fees	746.69
Mileage, parking, etc.	318.11
Copying & printing fees	225.00
Website maintenance	150.00
Other costs (December Holiday presents for staff)	<u>1,654.00</u>

Add: GST @ 5% 7,994.94

TOTAL INVOICE

\$167,893.74

Mail Instructions:

Alvarez & Marsal Canada ULC
Attn: Monica Cheung
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6

Wire Instructions:

Bank: TD Canada Trust
Account Name: Alvarez & Marsal Canada ULC
Swiftcode: TDOMCATTOR
Bank Address: 55 King Street West
Toronto, ON M5K 1A2
Bank Transit #: 10202
Institution #: 0004
Account #: 5410790
Reference #: **86960 – Invoice #18**
GST: 83486 3367 RT0001

682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 18

<u>Todd Martin</u>	<u>Description</u>	<u>Hrs.</u>
Jan 31	Internal discussion regarding sales process;	0.5
Feb 1	Internal discussion regarding on-going operations and sales process;	0.5
Feb 4	Internal discussion regarding on-going operations and sales process;	0.5
Feb 13	Internal discussion regarding proposed sales process;	0.5
Mar 8	Review sales process and CIM;	1.0
TOTAL – T. Martin		3.0 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 18

<u>Pam Boparai</u>	<u>Description</u>	<u>Hrs.</u>
Jan 3	Attend to potential target list matters, including internal discussion regarding research; email correspondence with A&M US colleagues regarding US data base of potential targets; telephone discussion with B. Brovender re: engineering study;	1.5
Jan 4	Preparation for and attendance to conference call with Trez Capital; telephone discussion with K. Holmgren; attend to various employee and operational related matters;	1.5
Jan 7	Telephone discussion with L. Pillon, Stikemans, regarding next steps involving a potential sales process; telephone discussion with K. Holmgren re: site visit at Hallmark and Nurse Next Door proposal including review of the proposal;	2.0
Jan 8	On-going discussions with K. Holmgren regarding potential care matters; review of cheques and operational matters; telephone discussion with B. Brovender; Review and attendance to cheque disbursement matters;	2.5
Jan 9	Review of home support numbers; discussion with P. Rundell, A&M, regarding US potential targets and health care industry; Review and attendance to cheque disbursement matters;	0.5
Jan 10	Consider next steps regarding sales process and draft email to Trez Capital regarding same;	0.5
Jan 11	Review emails from K. Holmgren, including marketing matters and service supplier contract;	0.5
Jan 14	Review of draft Diversicare property management agreement and comments regarding same; Review of payroll;	2.0
Jan 16	Telephone discussion with L. Pillon, Stikemans; consider Nurse Next Door matters; consider other care services; attend to general on-going operational matters;	2.0
Jan 17	Review and attendance to cheque disbursement matters; review Diversicare matters, including financial statements;	1.0
Jan 18	Telephone discussion and email exchange with Fraser Health Authority regarding questions related to optional other services and subsidies;	1.0



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 18

Jan 21	Review of Diversicare management agreement and attend to execution of same; internal discussion regarding engineering report with respect to balconies; internal discussion regarding website matters;	2.0
Jan 22	Attend to email correspondence with J. McLean regarding bidding procedures; discuss same internally as well as with J. McLean and Stikemans;	2.0
Jan 23	Review and edits to bidding procedures document; consider Gowlings comments; attend to meeting with Diversicare regarding commencement of administrative and management services;	3.5
Jan 24	Various discussions with K. Holmgren regarding Diversicare and other operational matters; review of budget to actual results; discussion with Stikemans regarding bidding procedures;	2.5
Jan 25	Attendance at Cedarbrooke Chateau regarding introduction of Diversicare to Cedarbrooke staff as well as on-going operational matters, including marketing and resident occupancy; review of updated bidding procedures and attend to email and various telephone discussions with Gowlings regarding same;	6.0
Jan 28	Review of payroll; review of draft affidavit/court materials; telephone and email correspondence with K. Holmgren regarding occupancy matters;	2.0
Jan 29	Telephone discussion with E. Jespersen regarding services and operational matters;	1.0
Jan 31	Attend to draft court materials and Stikeman's and Gowling's comments regarding same; attend to telephone discussion with L. Pillon regarding proposed sales process; internal correspondence regarding building inspection reports; email correspondence with Stikemans regarding Diversicare and building inspection matters; correspondence with B. Brovender regarding building inspection proposals; review proposals;	3.5
Feb 1	Review terms and conditions and make edits to same for Tran account; attend to on-going budget to actual review and operational matters;	1.5



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 18

Feb 4	Review and attendance to cheque disbursement matters; telephone discussion with Stikemans regarding next steps; consider inventory listing matters; telephone discussion with B. Brovender;	3.5
Feb 6	Consider current rental prices; review of MH proposal and telephone discussion and email correspondence with MH regarding proposal matters; email correspondence with L. Pillion; telephone discussions with third party prospective bidder who contacted receiver; email correspondence with Diversicare regarding property administrative and support services; Review of draft Diversicare report;	2.5
Feb 7	Review of valuation matters and attend to related email correspondence with Stikeman;	2.0
Feb 11	Review of Diversicare report; attend to various email correspondence with Gowlings and Stikeman;	1.5
Feb 12	Prepare draft report to Stikemans; payroll disbursement matters;	1.0
Feb 13	Update draft report to Stikemans; attend to correspondence with Gowing; attend to confidential information memorandum draft;	4.5
Feb 14	Review draft teaser; attend to report matters; attend to correspondence with Gowing and Stikeman; attend to Cedarbrooke operational matters;	4.0
Feb 15	Attend to review of draft court materials regarding proposed sales process; review of updated draft teaser; attend to confidential information memorandum draft; telephone discussion with B. Brovender regarding update matters;	3.5
Feb 18	Review and attendance to cheque disbursement matters;	2.0
Feb 19	Attend to correspondence with B. Brovender regarding operational and next step matters;	2.0
Feb 20	Attend to on-going operational matters and correspondence with Cedarbrooke staff;	1.5
Feb 21	Review and attendance to cheque disbursement matters;	1.0
Feb 22	Review of Diversicare forecast;	1.0



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 18

Feb 25	Attend to meeting at Trez with Trez, Diversicare and Receiver regarding draft report; consider security opinion and related correspondence with J. McLean; draft asset purchase agreement; telephone discussion with K. Holmgren regarding operational and employee matters;	3.5
Feb 26	Attend to payroll disbursement matters; attend to forecast matters;	2.0
Feb 27	Review and attendance to cheque disbursement matters; draft confidential information memorandum matters; email correspondence with marketing staff and review of marketing matters;	2.5
Feb 28	Review of Diversicare matters; review of occupancy agreement matters;	2.0
Mar 1	Telephone discussion with B. Brovender; review of occupancy agreements;	3.5
Mar 4	Attend to email correspondence regarding draft court materials;	2.0
Mar 5	Telephone discussion with Stikeman; consider potential targets and marketing of Cedarbrooke Chateau, including relevant trade journals;	2.0
Mar 6	Conference call with Trez, Stikeman and the Receiver; attend to draft confidential information memorandum matters;	2.0
Mar 8	Attend to draft confidential information memorandum matters and completing draft for circulation to parties;	3.0
Mar 11	Review and attendance to cheque disbursement matters;	0.5
Mar 12	Review of updated draft asset purchase agreement; attend to on-going operational matters;	1.5
Mar 13	Review and attendance to cheque disbursement matters; attend at Thornbridge Diversicare site with B. Brovender;	3.0
Mar 14	Telephone discussion with K. Holmgren regarding Diversicare matters;	2.0
Mar 18	Review and comments with respect to Diversicare report;	3.0
Mar 19	Review and consider engineering reports;	1.0



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 18

Mar 20	Attend to operational matters, including rental pricing matters;	1.0
Mar 22	Review occupancy statistics and forecasts;	1.0
Mar 25	Attend to draft receiver's report;	5.0
Mar 26	Review CIM and teaser comments; review petty cash matters;	1.0
Mar 27	Recirculate updated CIM and teaser, including updating changes;	0.5
Mar 29	Review and attendance to cheque disbursement matters; telephone discussion with K. Holmgren;	1.0
Apr 1	Attend to drafting receiver's report; review of move-in/move out schedules;	1.5
Apr 2	Attendance at Cedarbrooke Chateau regarding on-going operational matters; attend to receiver's report;	5.0
Apr 9	Review and attendance to cheque disbursement matters; review and consider target listing;	1.5
Apr 11	Correspondence with Diversicare regarding services and on-going operational matters;	1.5
Apr 12	Review and comments re: Diversicare report; consider payment to secured lender and indemnity matters; review occupancy agreement;	2.0
Apr 16	Attend to Diversicare matters and on-going operational matters; consider trade journal publication;	2.0
Apr 17	Attend to Diversicare matters and on-going operational matters; updated review of potential target list;	2.0
Apr 18	Review and attendance to cheque disbursement matters;	3.0
Apr 19	Attend to email correspondence and operational matters; review of cheque disbursements; telephone discussion with K. Holmgren regarding proposed sales process;	1.0
Apr 22	Attendance at Cedarbrooke Chateau for meetings with staff and residents regarding sales process application; Meeting with K. Holmgren regarding operational matters;	5.0



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Apr 23	Preparation for attendance at court; attend to budget to actual cash flows;	1.0
Apr 24	Attendance at court; several discussions with Trez and Stikemans regarding M. Chaplin and related correspondence;	4.0
Apr 25	Review and attendance to cheque disbursement matters; review potential target listing; discuss record keeping matters for sales process; finalization of NDA; review files regarding M. Chaplin;	3.0
Apr 26	Commence sales process with distribution of business overview document; review target listing and attend to internal meeting regarding distribution to approximately 75 parties; discussion regarding updating website for sales process documents;	5.0
Apr 27	Attend to correspondence related to Chaplin matters;	1.0
Apr 29	Attend to sales process related matters; attend to Chaplin related matters; telephone discussion and email correspondence with Terry Leroux;	6.5
Apr 30	Attend to sales process related matters; attend to rental pricing schedules and discussions with K. Holmgren.	5.5
TOTAL – P. Boparai		162.5 hrs.



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<u>Tom Powell</u>	<u>Description</u>	<u>Hrs.</u>
Jan 2	Review employee payroll and bonus payments; attend to PAP matters; review holiday overtime payments; review move-in/move-out schedule; discuss petty cash items with K. Holmgren; telephone call with K. Holmgren regarding operational matters;	3.3
Jan 3	Attend to file administration; approve petty cash reimbursement; review weekly marketing report; attend to banking matters; obtain informal update on envelope review from Morrison Hershfield; discuss holiday events with K. Holmgren; telephone conversation with P. Loftsgard;	3.0
Jan 4	Telephone call with Trez Capital; attend to occupancy agreement matters; review creation of website; attend to accounts payable matters;	2.0
Jan 7	Discuss follow-up matters re. fire inspection with maintenance manager; approve employment letter; review 2013 property tax assessment; approve quote for suite painting; approve resident referral payment; review quote for pool maintenance; correspond with Trez Capital;	2.5
Jan 8	Internal discussion with M. Lee regarding BC Hydro Powersmart program; attend financial accounting matters; review accounts payable cheques; review Morrison Hershfield envelope review report;	2.0
Jan 9	Review beverage consumption tracking sheet; approve petty cash reimbursement request; review accounts payable cheque run; approve invoices for payment; discuss capital expenditure for fitness equipment; telephone call with K. Holmgren;	2.5
Jan 10	Review occupancy agreements requested; discuss same internally with M. Lee; review correspondence from M. Lee to K. Holmgren and L. MacKenzie regarding occupancy agreement requests;	2.0
Jan 11	Attend call with Morrison Hershfield re. envelope review; review proofs for new advertising campaign; approve employee overtime requests;	0.8



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Jan 14	Attend to accounts payable matters; discuss PAP schedule with M. Lee; discuss bank reconciliation queries with L. MacKenzie; approve payroll; attend to employee benefits matters; forward updated facility management agreement to Diversicare; prepare monthly reporting including January rent roll and December operating results;	3.0
Jan 15	Attend to occupancy agreements; review and approve accounts payable cheque run; forward monthly reporting package to Trez Capital; review bank reconciliations;	0.1
Jan 16	Occupancy agreement matters; accounts payable matters; review beverage consumption tracking sheet; telephone call with J. Johnson and K. Holmgren regarding beverage receipts for holiday events;	1.5
Jan 17	Review property marketing proposal from Colliers; internally discuss same with P. Boparai; various correspondence with Services Canada regarding employment insurance claim by former employee;	1.5
Jan 18	Review quote for property condition assessment from Morrison Hershfield; review Diversicare insurance coverage; telephone call with K. Holmgren;	1.25
Jan 20	Attend to file administration; telephone call with B. Temple;	0.25
	Discuss final facility management agreement with Gowlings;	2.75
Jan 21	review and approve accounts payable cheque run; email Trez Capital re. Morrison Hershfield proposal; discuss cost estimates for balcony remediation with Morrison Hershfield;	
Jan 22	Attend to website and accounts payable matters;	0.75
Jan 23	Attend Diversicare kick-off meeting with E. Jespersen; correspond with Morrison Hershfield; attend to accounting matters;	1.5
Jan 24	Review PAP summary; forward Facility Management Agreement to Trez Capital; correspond with L. MacKenzie regarding operational and employee matters;	1.0
Jan 25	Review draft bidding procedures; correspond with L. MacKenzie regarding operational matters;	0.5
Jan 28	Attend to employee matters; correspond with B. McWilliams regarding maintenance matters;	1.5



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Jan 29	Discuss employee matters with L. MacKenzie; call with Morrison Hershfield regarding balcony remediation costs; review and approve accounts payable cheque run;	1.75
Jan 30	Attend to occupancy agreement matters;	1.0
Jan 31	Review proposals for property condition assessment and internally discuss same with P. Boparai;	0.25
Feb 1	Review and approve maintenance quote; attend to benefits matters;	1.0
Feb 4	Correspond with J. Stanway regarding marketing matters and suite upgrades; review advertising campaign; attend to accounts payable matters; discuss Diversicare transition matters with K. Holmgren; attend to financial accounting matters; call with R. Butler regarding performing fixed asset inventory count;	4.5
Feb 5	Review beverage tracking sheet; attend to employee matters; review and approve credit application; telephone call with Diversicare; attend to occupancy agreement matters; discuss same with L. MacKenzie and K. Holmgren;	5.0
Feb 6	Review report from Diversicare and discuss same with E. Jespersen; prepare outline for sales process teaser and data site; attend to employee matters; correspond with B. McWilliams regarding maintenance matters; review document provided by Stikemans; attend to occupancy agreements; speak to K. Holmgren regarding Morrison Hershfield visit and operational matters;	5.5
Feb 7	Accounts payable matters; internal discussion with M. Lee regarding commissioning environmental phase 1 review; provide update to Trez Capital regarding building engineering matters; discuss BCSLA requirements with K. Holmgren;	4.0
Feb 8	Internally discuss environmental assessment options with M. Lee; review overtime forms; correspond with Peoples Trust, mortgage administrator, regarding insurance matters; review and approve accounts payable cheque run; telephone call with K. Holmgren regarding petty cash items;	2.5
Feb 11	Review teaser soft copy;	0.25



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Feb 12	Attend to file administration; review datasite options; review and approve quotes for maintenance items; attend to employee matters and discuss same with L. MacKenzie; review preliminary list of potential purchasers; edit teaser document;	6.5
Feb 13	Request finalized building condition assessment from Morrison Hershfield; attend call with K. Holmgren regarding the courtyard and balconies; prepare preliminary draft CIM; discuss steamer repair with J. Johnson; review marketing traffic sheets; assist P. Boparai with memo to OTPP;	3.5
Feb 14	Telephone calls with B. McWilliams and R. Butler regarding the status of courtyard performance; review and approve accounts payable cheque run; review beverage tracking sheet; updates and edits to the memo to OTPP; review bank reconciliation;	2.0
Feb 15	Review payroll budget variances with V. Chan; prepare monthly reporting include receipts and disbursements, variance analysis and updated rent roll; attend to accounts payable matters;	4.0
Feb 18	Attend to benefits matters; review final Morrison Hershfield report; review new hire requests; review maintenance quote and discuss same with B. McWilliams; attend to CRA enquiry; attend to occupancy agreement matters;	1.75
Feb 19	Review options for data site to use for the sales process; review occupancy agreements; review and approve accounts payable cheque run; correspond with E. Jespersen, Diversicare, regarding administrative matters; attend call with K. Holmgren regarding operational matters; prepare memorandum regarding courtyard remediation work; discuss targeted courtyard review with Morrison Hershfield;	5.75
Feb 20	Attend to account payable matters; attend to employee and hiring matters and discuss same with L. MacKenzie; review reconciliation of reservation deposits held;	1.25
Feb 21	Approve return of deposits for cancelled reservations and move-outs; attend to ROE matters; attend to file administration;	1.5
Feb 22	Attend to hire letter; attend call with K. Holmgren; discussion with Tremco regarding courtyard cosmetic matters; attend call with J. Johnson regarding red seal certification and steamer replacement;	1.5



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Feb 24	Review comparative quotes for kitchen repairs;	0.25
Feb 25	Attend meeting with Diversicare and Trez Capital at Trez Capital offices; review marketing reports from J. Stanway; finalize teaser; prepare and review CIM draft/template; review and approve employee overtime forms;	3.5
Feb 27	Review move-in move-out schedule; internally discuss occupancy summary with M. Lee; process revisions to CIM; correspond with J. White, building engineer; review and approve accounts payable cheque run; approve hire request;	2.0
Feb 28	Review and edit CIM; correspond with M. Schalke, Gowlings, regarding employee length of service obligations; correspond with M. Kerr, Diversicare, regarding operational matters; telephone call with K. French; discuss marketing costs with J. Stanway; obtain update from Tremco regarding courtyard matters;	3.25
Mar 1	Review updated report from Diversicare; obtain operational update from L. MacKenzie while K. Holmgren was away from the office; prepare updates to the draft CIM; attend to other operational matters;	2.25
Mar 4	Review marketing traffic sheet; telephone call with M. Schalke, Gowlings; respond to enquiry from B. Temple; attend to occupancy agreement matters; review beverage tracking sheet and approve order;	1.75
Mar 5	Update and finalize quantitative analysis included in the CIM; correspond with B. McWilliams regarding maintenance matters; discuss red seal training schedule with J. Johnson; draft data site index for sales process; discuss advertising program with J. Stanway; review updated potential purchaser list; update CIM for market study and edit for P. Boparai comments;	3.25
Mar 6	Review memorandum from plumber regarding courtyard drainage matters and discuss same with R. Butler; attend to employee hire letters; attend to accounts payable matters;	1.75
Mar 7	Discuss Morrison Hershfield reports with B. Brovender; telephone call with J. Johnson regarding kitchen matters; approve beverage order; discuss marketing software system with M. Kerr, Diversicare, including functionality and pricing structure; attend to file administration; attend call with L. MacKenzie regarding operational matters;	2.75



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Mar 8	Circulate draft CIM; review and approve employee overtime forms; analyse the building condition assessment and compare it to the initial draft assessment received in 2011; review sales process for another independent living facility receivership sale including sales process and ultimate purchaser;	1.5
Mar 10	Assess occupancy agreement requests; correspond with Marsh regarding insurance renewal documents; internally discuss building condition assessments with P. Boparai; telephone call with B. McWilliams regarding maintenance matters;	2.0
Mar 11	Review beverage tracking sheet; attend to occupancy agreement matters; attend to file administration; review invoices for payment;	1.0
Mar 12	Review and approve dance floor repair quote; approve supplement payroll to revise an incorrect payment; correspond with Columbia Seal regarding invoice for drainage work;	0.5
Mar 13	Internally discuss finalizing environmental report with M. Lee; review and approve an employment letter request; discuss insurance coverage with E. Jespersen;	0.5
Mar 14	Discuss capital expenditure approval process with M. Kerr; review and approve accounts payable cheque run; review bank reconciliations;	0.5
Mar 18	Attend telephone call with Diversicare; review quote for addition of a grab bar to the pool; attend to employee matters; review updated schedule of move-ins and move-outs; attend to occupancy agreement matters;	1.5
Mar 19	Review files to ensure completeness of estate documents internally discuss the same; approve return of certain reservation deposits;	1.0
Mar 20	Review Diversicare pricing assumptions and discuss same with E. Jespersen and internally with P. Boparai; prepare and disseminate February operating results including operating statement, variance analysis and March 1, 2013, rent roll;	3.0
Mar 21	Review and approve accounts payable cheque run; telephone call with Trez Capital;	0.5
Mar 23	Complete insurance renewal application and submit to Marsh;	0.5



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Mar 24	Attend to financial accounting and system matters;	0.25
Mar 25	Email B. Brovender regarding insurable values; review and approve hire letter requests;	0.5
Mar 26	Email and telephone call with L. MacKenzie regarding employee matters;	0.5
Mar 27	Attend to financial accounting control matters; provide soft copies of departmental budgets to K. Holmgren for discussion with department managers; email to E. Jespersen;	0.5
Mar 28	Correspond with insurers; provide receiver's report table soft copies to P. Boparai;	0.5
April 1	Attend to file administration; review updated schedule of move-ins and move-outs; update rent roll;	1.25
April 2	Attend to occupancy agreements; assist with receiver's report including schedules and appendices; review insurance policy package;	4.25
April 4	Circulate receiver's report; correspond with L. MacKenzie and K. Holmgren regarding operational matters;	0.5
April 6	Review and approve employee overtime requests; attend to employee matters; approve Diversicare invoice;	0.5
April 9	Attend to benefits matters; review beverage tracking sheet and approve order;	0.5
April 10	Attend call with L. MacKenzie process for certain approvals when both Diversicare and the receiver are involved;	0.5
April 11	Internal discussion with C. Beveridge regarding sales documents; coordinate website matters with M. Lee;	0.25
April 12	Review and approve accounts payable cheque run; obtain update regarding the courtyard from B. McWilliams and R. Butler;	1.0
April 15	Prepare March operating results including operating statement, variance analysis and April 1 rent roll; attend to financial accounting matters;	3.0



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April 16	Attend to financial accounting matters; attend to occupancy agreement matters; various correspondence with M. Kerr, Diversicare;	1.5
April 17	Review and approve cheque requests; attend to occupancy agreement matters; collection of resident accounts receivable; review updated schedule of move-ins and move-outs; discuss process for petty cash with E. Jespersen and M. Kerr;	2.0
April 18	Review and approve maintenance quotes; attend to financial accounting matters;	0.5
April 19	Discuss suite pricing quote with K. Holmgren and then M. Kerr and discuss rationale for variance from price list; telephone and email correspondence with B. McWilliams regarding insurance matters relating to a flood in a resident unit; review quotes for repairs to the HVAC system;	1.5
April 22	Attend call with J. McLean regarding occupancy agreements; review PAP schedule; review and approve accounts payable cheque run;	1.5
April 23	Email Diversicare regarding invoicing process; internal discussion with M. Lee regarding compilation of data site materials; correspond with B. Temple regarding April 24 Court hearing;	2.0
April 24	Correspond with R. Seidelman, Tremco, regarding courtyard matters; review and compile data site materials; review and compile correspondence with M. Chaplin;	2.0
April 25	Attend to payroll matters; review and approve accounts payable cheque run;	1.25
April 26	Correspond with B. McWilliams regarding insurance remediation matters; approve maintenance quote; disseminate teaser to certain potential purchasers; respond to preliminary enquiries from potential purchasers; telephone call with K. Holmgren regarding operational matters;	2.0
April 27	Discussion with K. Holmgren regarding a potential insurance claim; correspond with potential purchasers and provide NDAs;	0.25



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April 29	Internal meeting regarding the sales process with P. Boparai and M. Lee; review updated schedule of move-ins and move-outs; review NDA revisions and discuss with P. Boparai; disseminate CIM to certain potential purchasers;	2.75
April 30	Various correspondence with potential purchasers; review NDAs; disseminate CIMs;	2.0
TOTAL – T. Powell		152.7 hrs.



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<u>Vicki Chan</u>	<u>Description</u>	<u>Hrs.</u>
Jan 2	Review of payroll register for period ending December 28, 2012 and prepare employment letter for new employee, Roy Chaffee;	1.5
Jan 3	Review and approval of petty cash expenses for period ending November 28, 2012;	1.2
Jan 4	Research for sales transaction; review and approval of petty cash expenses for period ending November 28, 2012;	2.7
Jan 14	Review of payroll register for period ending January 11, 2013; review and approval of Activities Coordinator's expenses for period ending December 31, 2012; and follow-up for petty cash expenses;	1.8
Jan 29	Review of payroll register for period ending January 25, 2013;	0.5
Feb 1	Research for sales transaction;	1.0
Feb 12	Research for sales transaction; review of payroll register for period ending February 8, 2013;	7.0
Feb 13	Review and approval of Activities Coordinator's expenses; research for sales transactions;	1.2
Feb 14	Research for sales transaction; review and approval of petty cash expenses for period ending Jan 31, 2013;	4.8
Feb 25	Review of payroll register for period ending February 22, 2013; review and approval of petty cash expenses for period ending February 22, 2013;	1.5
Mar 7	Research for sales transaction;	1.0
Mar 8	Research for sales transaction;	1.0
Mar 11	Inquiring for advertising space for the sales process;	0.5
Mar 12	Review of payroll register for period ending March 8, 2013; review of three new employees and a termination;	1.0
Mar 14	Review and approval of Activities Coordinator's expenses for period ending February 28, 2013;	0.8
Mar 18	Inquiring for advertising space for the sales process;	0.5



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Mar 26	Review of payroll register for period ending March 28, 2013;	1.0
Apr 9	Review of payroll register for period ending April 5, 2013;	0.8
Apr 16	Correspondence regarding advertising space for the sales process and invoice;	0.2
Apr 24	Final draft of the sales process ad.	1.0
TOTAL – V. Chan		31.0 hrs.



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<u>Marianna Lee</u>	<u>Description</u>	<u>Hrs.</u>
Jan 3	Prepare WorkSafe BC payroll report and bank reconciliation;	0.5
Jan 4	Set-up website; attend to payroll matters and correspond with L. MacKenzie re same;	0.75
Jan 8	Attend to accounts payables matters and correspond with vendors and L. MacKenzie re same;	3.0
Jan 9	Review accounts payables invoices and prepare cheque requisitions and mail cheques;	2.5
Jan 10	Prepare occupancy agreements and review rent roll and current rent receipts;	0.5
Jan 11	Prepare occupancy agreements and mail cheques for AP run;	0.25
Jan 14	Prepare AP cheques and correspond with Health Insurance BC re employee Medical Service Plan;	0.75
Jan 16	Review December bank statement and correspond with L. MacKenzie and RBC re same; attend to accounts payables matters;	0.5
Jan 17	Review invoices and prepare cheques and correspond with L. MacKenzie re same;	0.5
Jan 18	Correspond with L. MacKenzie and P. Loftsgard re cheques and accounts payables;	0.2
Jan 21	Attend to AP matters and prepare occupancy agreements;	0.5
Jan 22	Obtain website documents from Clark Wilson LLP and update website; follow-up with BC Hydro re PowerSmart progress; reconcile security deposits and correspond with L. MacKenzie re same; prepare rental agreements and prepare AP cheque requisitions;	0.5
Jan 23	Contact vendor re invoices; correspond with BC Hydro re PowerSmart;	0.5
Jan 25	Review PAP forms;	0.25



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Jan 28	Review invoices and prepare cheques for AP run; review PAP forms;	4.0
Jan 31	Attend to PAP matters with L. MacKenzie; submit PAP through RBC; correspondence with Health Insurance BC re status of employee MSP;	0.25
Feb 4	Prepare and issue cheques; correspondence with L. MacKenzie re certain payables and bank deposits; attend to PAP matters; and prepare bank reconciliation for period ended January 31, 2013;	1.25
Feb 6	Attend to accounts payables and employee MSP matters; attend to phone calls with Health Insurance BC re same; update teaser; and prepare employment agreement and occupancy agreements;	3.0
Feb 7	Attend to correspondence with L. MacKenzie re payables and occupancy agreement matters and prepare occupancy agreements;	0.25
Feb 12	Update teaser and CIM; correspondence with L. MacKenzie and K. Holmgren re teaser materials; follow-up with ACM and Stantec re Environmental Phase 1 proposals and compare; and discussion with T. Powell re the above;	3.0
Feb 13	Review rent roll records against Diversicare rates; revise Cedarbrooke fixed asset listing; and update CIM;	1.5
Feb 14	Attend to account payables matters and review invoices; contact publications for ad rates, contact ACM Environmental re Phase 1 proposal;	1.0
Feb 15	Review invoices for account payables;	1.0
Feb 18	Review invoices and prepare cheques; and attend to calls with Health Insurance BC re employee MSP matters;	2.25
Feb 20	Prepare cheques for account payables;	1.0



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Feb 21	Prepare account payables cheques and room deposit refund cheques; correspond with Fraser Fire Protection and Domaine de Chaberton re invoices;	1.0
Feb 25	Review and edit draft CIM;	3.0
Feb 26	Update draft CIM; review and submit PAP; review account payables invoices;	2.0
Feb 27	Attend to account payables matters;	1.0
Feb 28	Update CIM and prepare schedules re same;	3.0
Mar 11	Attend to account payables rent roll matters;	1.0
Mar 12	Reconcile and prepare occupancy agreements; attend to account payables matters; correspondence with vendors re same; correspond with ACM Environmental re Phase 1 Report and prepare payment; and prepare employee letters;	1.0
Mar 13	Prepare account payables cheques, prepare rental agreements; internal discussion with P. Boparai and T. Powell re rental agreements;	1.5
Mar 14	Attend to account payables and PAP matters;	0.2
Mar 18	Prepare bank reconciliation;	0.5
Mar 19	Prepare occupancy agreements and attend to rent control;	1.0
Mar 20	Attend to rent control matters, reconcile security deposits and prepare refund cheques, attend to court report matters and discussion with P. Boparai re same;	3.5
Mar 21	Prepare professional fees schedule for court report and discussion with Gowlings re same;	1.0
Mar 22	Prepare court report schedules;	3.0



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Mar 23	Review account payables invoices;	2.0
Mar 25	Review account payables invoices and prepare cheques;	1.5
Mar 27	Update CIM schedules; prepare employment letters; and attend to account payables matters;	3.0
Apr 1	Attend to account payable matters and discussion with L. MacKenzie re same;	0.5
Apr 2	Update report schedules; reconcile estate funds; attend to room deposits and occupancy matters and employment letters;	2.0
Apr 9	Attend to account payables matters and correspondence with vendors re same;	0.2
Apr 12	Telephone discussion with BC Hydro re accounts payables and review of rent control and meet with P. Boparai re same;	1.5
Apr 15	Prepare bank reconciliation; discussion with L. MacKenzie re same, review and update rent control and lease agreements;	2.0
Apr 16	Review and reconcile rent control, discussion with L. MacKenzie re same; follow up with L. MacKenzie re rent collections and update GL;	3.5
Apr 17	Update/reconcile rent control and lease agreement information; prepare employment agreements;	2.5
Apr 18	Attend to WorkSafe reporting matters and telephone call with Worksafe BC re same; attend to lease account payables matters;	1.5
Apr 19	Attend to lease matters and update rent control;	1.0
Apr 22	Review account payables invoices and correspondence with vendor re same;	3.5
Apr 23	Review account payables invoices and follow up with vendor re same;	1.0



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Apr 24	Follow up with Cedarbrooke re invoices; issue cheques and mail; Gather/prepare documents/information for CIM and data site; attend to court report matters and update Receiver's website re same; and call potential investors re contact information for sales process;	4.5
Apr 25	Review and process payroll; correspondence with Globe and Mail and Seniorcare Investors re Sales of Assets advertisements and correspondence with B. Brovender re same; phone calls to potential investors re sales process;	3.0
Apr 26	Follow up with potential investors re contact information; send teasers; update & finalize NDA and attend to correspondence re NDA; update schedule of potential investors; update employee payroll records; and update website;	4.0
Apr 29	Meeting with T. Powell and P. Boparai re sales process; send teasers; correspondence re banking details of Crown Agreement; correspondence with Globe & Mail and review proof; follow up re potential investors and send teasers; follow up on rent fees and prepare rental agreements; update potential investors listing; attend to AP matters and contact vendors re same;	3.0
April 30	Review and process PAPs; update CIM schedules and finalize; contact potential investors re contact information; send teasers to certain potential investors; track teasers, NDAs and CIMs, attend to account payables matters; gather data site materials; finalize Globe & Mail ad for May 2, 2013 publication; and prepare occupancy agreements;	8.0
TOTAL – M. Lee		100.6 hrs.





Alvarez & Marsal Canada Inc.
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Phone: +1 604 638 7440
Fax: +1 604 638 7441

August 9, 2013

Trez Capital
Suite 1550, 1185 West Georgia Street
Vancouver, B.C. V6E 4E6

Attention: Mr. Barry Brovender

RE: 682202 B.C. Ltd.

For professional services rendered for the period May 1 – May 31, 2013, in connection with the appointment of Alvarez & Marsal Canada Inc. as Receiver and Manager of 682202 B.C. Ltd. ("682") pursuant to the March 9, 2011 Order of the Supreme Court of British Columbia.

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
T. Martin, Managing Director	3.20	625	\$2,000.00
P. Boparai, Managing Director	66.70	500	33,350.00
T. Powell, Director	59.00	300	17,700.00
V. Chan, Sr. Associate	2.10	250	525.00
M. Lee, Analyst	39.25	200	7,850.00
	<u>170.25</u>		<u>61,425.00</u>

Add: out of pocket expenses

Parking/Tolls & Mileage	757.17
Website maintenance	337.50
Courier fees	84.35
Wireless fees	35.24

Add: GST @ 5% 3,131.96

TOTAL INVOICE \$65,771.22

Mail Instructions:

Alvarez & Marsal Canada ULC
Attn: Monica Cheung
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6

Wire Instructions:

Bank: TD Canada Trust
Account Name: Alvarez & Marsal Canada ULC
Swiftcode: TDOMCATTTOR
Bank Address: 55 King Street West
Toronto, ON M5K 1A2
Bank Transit #: 10202
Institution #: 0004
Account #: 5410790
Reference #: **86960 – Invoice #19**
GST: 83486 3367 RT0001

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<u>Todd Martin</u>	<u>Description</u>	<u>Hrs.</u>
May 10	Receipt and review of non-disclosure agreement and execute same;	0.2
May 16	Receipt and review of non-disclosure agreement and amendments thereto and execute same;	0.5
May 17	Internal discussion with team regarding sales process, prospective purchasers and related matters;	0.5
May 29	Internal discussion regarding sales process, attend to various matters including non-disclosure agreements;	1.0
May 30	Internal discussion regarding sales process, attend to various matters including non-disclosure agreements;	1.0
TOTAL – T. Martin		3.2 hrs.



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<u>Pam Boparai</u>	<u>Description</u>	<u>Hrs.</u>
May 1	Correspondence with counsel re: payment to lender; address Diversicare matters; attend to NDA matters with potential bidding party;	3.5
May 2	Attend to conference call with Diversicare; attend to operational matters; attend to various correspondence with potential bidding parties re: sales process and NDA matters; correspondence with legal counsel regarding same; attend to Chaplin related matters;	4.0
May 3	Telephone and email correspondence with K. Holmgren re: operations and pricing matters; attend to sales process and potential bidders; telephone discussion with Stikeman; attend to Chaplin related matters;	4.0
May 6	Attend on site re: site tour with potential bidder; address operational matters with Cedarbrooke team;	5.0
May 7	Attend to email and telephone correspondence with K. Holmgren regarding resignation of activities coordinator and operational matters as well as request for information regarding operations; telephone discussion with B. Brovender;	4.0
May 8	Attend on site to address operations and meetings with Cedarbrooke team; telephone discussion with B. Brovender and L. Pillon;	8.0
May 9	Attend on site to address operations and meetings with Cedarbrooke team; Correspondence with Diversicare regarding reference sources;	6.0
May 10	Telephone discussion with S. Okes; Attend on site to address operations;	3.0
May 13	Attend to on-going sales process matters and correspondence; various telephone discussions with Cedarbrooke team; provide comments regarding employment matters and related compensation;	4.0
May 14	Attend to sales process matters and arrangement of site visit by potential bidding party representative; meeting with Trez and Diversicare;	4.0
May 15	Telephone discussions with potential bidders and email correspondence re: site visits and NDAs, internal discussion, activities coordinator;	2.0



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 19

May 16	Correspondence regarding sales process with respect to potential credit bid; telephone discussion with J. Stanway; attend to NDA matters;	1.0
May 21	Attend to NDA matters; attend to marketing operations related matters;	1.5
May 24	Attend to sales process matters and related various calls with potential bidding parties; update target data base;	1.5
May 27	Attend on site Cedarbrooke premises;	5.0
May 28	Attend to sales process matters and follow up site visit food operational documents; correspondence with D. McMillan; attend to signing cheques;	2.0
May 29	Meeting regarding target data base and sales process; consider request for extension; discussion and correspondence re: compensation matters;	1.2
May 30	Telephone call from K. Holmgren; telephone discussions with Cedarbrooke team and activities coordinator matter;	2.0
May 31	Receipt, review and correspondence with potential bidding parties regarding LOIs.	5.0
TOTAL – P. Boparai		66.7 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 19

<u>Tom Powell</u>	<u>Description</u>	<u>Hrs.</u>
May 1	Correspond with potential purchasers; attend to insurance claim matters; attend call with Diversicare; internal discussion regarding managing Diversicare's role during the sales process; prepare data site; attend to file administration;	2.75
May 2	Attend conference call with Diversicare; correspond with potential purchasers; attend to data site updates; review maintenance quotes;	4.75
May 3	Conference call with K. Holmgren and M. Kerr regarding the Diversicare role during the sales process; internal update meeting regarding sales process; attend to employee matters; correspond with potential purchasers;	4.25
May 6	Review and approve maintenance quote; correspond with potential purchasers;	0.5
May 7	Email correspondence with L. MacKenzie regarding employee matters; correspond with P. Boparai regarding management coverage matters;	0.5
May 8	Attend update call with L. MacKenzie; internal discussion with P. Boparai regarding management matters; respond to enquiries from potential purchasers;	1.0
May 9	Email teaser to lawyer contacts; approve additional pay run; review employee change forms; review and process revisions to NDA;	1.75
May 10	L. MacKenzie regarding employee matters; attend to benefits matter; address questions from potential purchasers; internal discussion with M. Lee regarding the register of potential purchasers; approve employment letters for new hires;	1.75
May 13	Internal meeting with M. Lee and P. Boparai regarding the sales process; internal discussion with P. Boparai regarding retention incentives for key managers; internal discussion regarding the access to be provided to potential purchasers that operate in the same region as Cedarbrooke; review and approve accounts payable payments; review new hire requests; attend to financial accounting matters;	3.25
May 14	Correspond with potential purchasers; attend to NDA revisions; provide data site access to requesting parties; schedule site visits; telephone call with L. MacKenzie;	2.25



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 19

May 15	Attend site to give a tour; provide dataroom access to potential purchasers; meet with L. MacKenzie regarding operational matters; review and approve accounts payable; respond to enquiries from potential purchasers; meet with Debbie McMillan, short term management support; meet with replacement activities coordinator;	6.0
May 16	Telephone call with J. Stanway regarding marketing matters; correspond with Stikemans regarding NDA revisions for a specific party; discuss maintenance matters with B. McWilliams; attend NDAs and related revisions;	1.75
May 17	Provide data site access to potential purchasers; respond to Peoples Trust regarding certificate of insurance; attend to accounts payable matters; upload additions to the data site; respond to enquiries from potential purchasers;	2.0
May 19	Prepare monthly cash flow summary for 2013 and upload it to the data site; review and approve accounts payable;	1.25
May 21	Correspond with L. MacKenzie regarding employee matters; respond to potential purchaser enquiries; attend to accounts payable matters; attend to financial accounting matters; provide wire instructions to potential purchasers; attend to payroll matters; address NDA revisions for a specific potential purchaser; notify L. MacKenzie of showing tomorrow; telephone call with B. Brovender;	3.75
May 22	Attend site to show a potential purchaser; meetings with all managers; discuss operating matters and staffing challenges with L. MacKenzie;	6.0
May 23	Attend site to show a potential purchaser; review and approve hire letters; attend to financial accounting matters; correspond with J. McLean, Gowlings, regarding NDA revisions; correspond with D. Porter, Stikemans, regarding the same; prepare and disseminate April operating statement, variance analysis and rent roll;	6.0
May 24	Respond to questions from a potential purchaser; attend to accounts payable matters; correspond with L. Pillon, Stikemans, and B. Brovender, Trez Capital, regarding enquiries from potential purchasers and distribution of select confidential information to a competing party; internal discussion regarding the potential purchaser tracking sheet;	1.25



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 19

May 26	Internal correspondence with P. Boparai regarding long term disability coverage; review email from the courtyard contractor; review feasibility study and email Stikemans regarding the same;	0.5
May 27	Attend to employee matters; L. MacKenzie regarding operations; respond to potential purchaser questions;	1.5
May 29	Visit site; provide tour to a potential purchaser; meet with J. Johnson regarding food cost tracking; receive calls from potential purchasers; review maintenance quote; attend to financial accounting system problem.	4.5
May 30	Review scheduled move-ins and move-outs; update data room materials; correspond with CWPC regarding posting of their feasibility study; attend to file administration; review beverage tracking sheet.	1.0
May 31	Update data room materials; review bids and discuss them internally; reconcile June 2013 rent roll.	0.75
TOTAL – T. Powell		59.0 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 19

<u>Vicki Chan</u>	<u>Description</u>	<u>Hrs.</u>
May 1	Review and approval of Activities Coordinator's expenses for period ending April 15, 2013;	0.8
May 16	Review and approval of Activities Coordinator's expenses for period ending May 6, 2013;	0.8
May 21	Review and payment of payroll register for period ending May 17, 2013.	0.5
TOTAL – V. Chan		2.1 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 19

<u>Marianna Lee</u>	<u>Description</u>	<u>Hrs.</u>
May 1	Update potential investors list and track NDAs and CIMs; attend to A/P matters and follow up re certain payables; gather and prepare data site due diligence materials; attend to occupancy agreement matters;	3.5
May 2	Send teasers; update CIM; follow up with Globe & Mail re sales process ad; review data site documents and invite users to datasite; attend to A/P matters;	4.0
May 3	Follow up re lease agreements and update records;	2.0
May 6	Attend site visit with Regal Lifestyles and P. Boparai; attend to on-site matters and correspondence with staff re same;	4.0
May 10	Attend to NDA matters; send CIM; update potential investor listing; prepare employment letters;	1.5
May 13	Prepare bank reconciliation; prepare employment letter; update and invite users to data site; prepare occupancy agreement; email second notification to potential investors re sales process; send executed NDA and CIM;	2.0
May 14	Draft bonus letters;	0.5
May 16	Prepare floor plan document and update data site;	1.0
May 17	Attend to A/P matters and review invoices;	0.75
May 20	Correspondence re payroll and bonus matters; review A/P invoices and prepare cheques; correspondence with L. MacKenzie re new-hires and resignations; update potential investors list;	1.5
May 21	Prepare cheques for room deposit refunds; attend to A/P matters; set-up RBC account for initial bid deposits;	1.0
May 22	Review payroll and prepare wire to Ceridian and correspondence re employment letters; send CIM to potential investor and invite users to data site; attend to A/P matters;	1.5



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 19

May 27	Review A/P invoices and prepare cheques; attend to follow up matters re same; update investor list;	2.5
May 28	Prepare employment letters; attend to A/P matters; prepare occupancy agreements and follow up re same; correspondence re data site and add users; prepare room deposit refund cheques; update investor list;	3.0
May 29	Prepare employment letters; review and prepare A/P cheques; respond to bid deposit enquiries;	3.0
May 30	Attend to A/P matters and telephone call with GFS re account; follow up with employee vacation matters; follow up with occupancy agreements and deposits; update data site;	4.0
May 31	Prepare binder and schedule of LOIs; prepare occupancy agreements; process PAP; attend to payroll matters; internal discussion re LOIs.	3.5
TOTAL – M. Lee		39.25 hrs.





Alvarez & Marsal Canada Inc.
400 Burrard Street
Suite 1680, Commerce Place
Vancouver, BC V6C 3A6
Phone: +1 604 638 7440
Fax: +1 604 638 7441

August 9, 2013

Trez Capital
Suite 1550, 1185 West Georgia Street
Vancouver, B.C. V6E 4E6

Attention: Mr. Barry Brovender

RE: 682202 B.C. Ltd.

For professional services rendered for the period June 1 – 30, 2013, in connection with the appointment of Alvarez & Marsal Canada Inc. as Receiver and Manager of 682202 B.C. Ltd. ("682") pursuant to the March 9, 2011 Order of the Supreme Court of British Columbia.

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
T. Martin, Managing Director	3.50	625	\$2,187.50
P. Boparai, Managing Director	66.70	500	33,350.00
C. Beveridge, Sr. Director	0.50	450	225.00
T. Powell, Director	39.75	300	11,925.00
V. Chan, Sr. Associate	14.70	250	3,675.00
M. Lee, Analyst	24.50	200	4,900.00
	<u>149.65</u>		<u>56,262.50</u>

Add: out of pocket expenses
Parking/Tolls & Mileage
Tax Software

369.20

274.94

Add: GST @ 5%

2,845.33

TOTAL INVOICE

\$59,751.97

Mail Instructions:

Alvarez & Marsal Canada ULC
Attn: Monica Cheung
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6

Wire Instructions:

Bank: TD Canada Trust
Account Name: Alvarez & Marsal Canada ULC
Swiftcode: TDOMCATTTOR
Bank Address: 55 King Street West
Toronto, ON M5K 1A2
Bank Transit #: 10202
Institution #: 0004
Account #: 5410790
Reference #: **86960 – Invoice #20**
GST: 83486 3367 RT0001

682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 20

<u>Todd Martin</u>	<u>Description</u>	<u>Hrs.</u>
Jun 4	Internal discussion regarding sales process; correspondence with interested party on non-disclosure agreement; email to prospective purchaser and confirm authorization to access data site;	1.0
Jun 5	Confirm with interested party on non-disclosure agreement and related matters;	0.5
Jun 6	Confirm with interested party on non-disclosure agreement and related matters;	1.0
Jun 7	Finalize non-disclosure agreement and related matters;	0.5
Jun 12	Internal discussion regarding sales process.	0.5
TOTAL – T. Martin		3.5 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 20

<u>Pam Boparai</u>	<u>Description</u>	<u>Hrs.</u>
Jun 3	Review of LOIs; prepare summary of LOIs; attend to conference call regarding sales process; consider request for extension from parties; telephone discussion with bidding parties regarding LOIs;	4.5
Jun 4	Discussions with potential bidding parties; attend to request for extension matters; attend to sales process matters generally; email correspondence to bidding parties regarding update;	3.5
Jun 5	Various discussions with potential bidding parties; attend to operational matters;	1.2
Jun 6	Telephone discussion with bidding party; attend to emails; review documentation matters and internal discussion regarding NDA;	1.5
Jun 7	Attend to various emails and on-going sales process related matters; attend to discussion with Cedarbrooke team regarding life style activities coordinator position;	2.0
Jun 10	Attend to updated LOI summary and related conference call with Gowlings, Stikeman and lender; telephone discussion with Cedarbrooke team regarding interviewing process;	4.0
Jun 11	Conference call with Gowlings and Stikeman; telephone discussion with Stikeman; Various discussions with potential bidding party; attend to email correspondence to lender regarding status update; review draft letter from Gowlings to potential bidding party;	5.5
Jun 12	Attend to comments and revisions regarding draft letter to potential bidding party; attend to various telephone discussions with Gowlings and Stikeman; internal discussion regarding tax matters and operational matters; telephone discussion with potential bidding party regarding terms;	4.0
Jun 13	Attend to on-site visit at Cedarbrooke; meeting with K. Holmgren at her request; attend to on-going sales process matters;	5.0
Jun 14	Telephone discussion with potential bidding party regarding updated terms; correspondence to Stikeman and Gowing regarding status update; telephone discussion with L. Pillon regarding APA draft documentation;	1.0
Jun 17	Correspondence with all bidding parties regarding status update; numerous telephone discussions with legal counsel; attend on site;	5.0



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 20

Jun 18	On going review and revisions of LOI; correspondence with marketing, J. Stanway, regarding operational matters; discussion with potential bidding party;	2.5
Jun 19	Attend to telephone discussion with L. MacKenzie re: office and operational matters; discussion with J. Stanway re: marketing projects; discussion with J. Johnson; telephone discussion with J. McLean and J. Camley, Gowlings, telephone discussion with Stikeman; telephone discussion with potential bidding party; attend to payroll matters;	5.0
Jun 20	On going review and revisions of LOI; attend to on-going operational matters;	2.0
Jun 21	Attend to return of deposits to other bidding parties; attend to sales process matters;	2.0
Jun 24	Various discussions with Cedarbrooke team regarding operations; related email correspondence; on-going sales process matters;	3.5
Jun 25	Various emails and correspondence regarding Cedarbrooke operations;	2.0
Jun 26	Attend to due diligence call; address LOI matters with J. McLean; attend to on site visit; email correspondence to K. Holmgren;	8.0
Jun 27	Attend to various operational matters, property tax payment, etc;	3.0
Jun 28	Follow up requests for information related to the property and operations.	1.5
TOTAL – P. Boparai		66.7 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 20

<u>Callum Beveridge</u>	<u>Description</u>	<u>Hrs.</u>
Jun 11	Discussion with P. Boparai on exclusivity and break fees.	0.5
TOTAL – C. Beveridge		0.5 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 20

<u>Tom Powell</u>	<u>Description</u>	<u>Hrs.</u>
Jun 7	Review emails and voicemails; correspond with V. Chan re. same.	1.0
Jun 15	Address enquiry from Trez Capital; internally discuss variable compensation paid to managers.	0.5
Jun 17	Correspond with Diversicare; review property tax assessment; various corresponding regarding the sales process; attend to payroll matters; attend to financial accounting matters; attend to accounts payable matters; review schedule of move-ins and move-outs.	6.0
Jun 18	Attend call with Retirement Concepts; attend to tax matters; review and approve accounts payable check run; telephone call with B. McWilliams to review maintenance matters outstanding and plan for addressing them.	3.0
Jun 20	Meet with Davis LLP and provide access to books and records requested by a former director; review and approve accounts payable check run; attend to employee benefits matters; review status of flood remediation with Onside Site Restoration; internally discussion regarding account payable matters with M. Lee.	7.5
Jun 21	Prepare due diligence materials and post same to data room; arrange return of deposit wires.	5.0
Jun 24	Prepare due diligence materials and post same to data site; attend to accounts payable matters; manage data site access; review and approve manager vacation requests.	5.5
Jun 25	Prepare and post due diligence materials; compile and respond to information requests from potential purchaser; review and approve new hire request; attend call with management; telephone call with Gowlings to discuss corporate matters; attend to file administration.	6.5
Jun 26	Attend due diligence call with potential purchaser; correspond with Stikemans; attend phone call with management regarding operational matters; follow up with Gowlings regarding corporate matters;	1.75



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 20

Jun 27	Attend to accounts payable matters; correspond with another potential purchaser; attend to wire transfer for property tax payment; attend phone call with Diversicare; review deposit summary; contact strata manager of neighboring property regarding an easement and related agreement.	3.0
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TOTAL – T. Powell	39.75 hrs.
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682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 20

<u>Vicki Chan</u>	<u>Description</u>	<u>Hrs.</u>
Jun 6	Attend to operational matters.	1.5
Jun 7	Review and approve biweekly payroll; review and approve overtime and employee change forms; review and approve petty cash reimbursement requests.	2.0
Jun 12	Attend to financial accounting and tax matters.	1.5
Jun 13	Attend to financial accounting and tax matters.	1.0
Jun 19	Attend to financial accounting and tax matters.	1.0
Jun 20	Review and approve biweekly payroll and review and approve overtime and employee change forms.	1.0
Jun 24	Attend to sales process relates matters; attend to returning of LOI refundable deposits.	2.5
Jun 25	Attend to due diligence materials and tax matters.	4.0
Jun 28	Attend to file administration.	0.20
TOTAL – V. Chan		14.7 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 20

<u>Marianna Lee</u>	<u>Description</u>	<u>Hrs.</u>
Jun 6	Attend to A/P matters; update data site; attend to bank reconciliation matters;	0.5
Jun 7	Attend to sales process matters; follow up re occupancy agreements; attend to A/P matters and follow up;	2.0
Jun 10	Prepare A/P and return deposit cheques; respond to bid enquiry; attend call with P. Boparai, B. Brovender, M. Katz and E. Pillon re sales process and next steps;	1.0
Jun 11	Attend to A/P matters;	0.5
Jun 13	Prepare bank reconciliation;	0.5
Jun 14	Prepare bank reconciliation and attend to property tax matters;	1.5
Jun 17	Attend A/P matters and follow up with L. MacKenzie re banking matters;	1.5
Jun 18	Review and process payroll; attend to advertisement matters; attend to employee benefits matters; attend to A/P matters;	4.0
Jun 19	Follow up re employee benefits matters; review and reconcile move-ins/outs and collections; prepare employment letter;	2.5
Jun 20	Review A/P invoices and prepare cheques; attend to rent matters; prepare employment letter; follow up re employee benefits; prepare wires to return bid deposits;	4.5
Jun 27	Attend to A/P matters; prepare employment letters; review and process PAP;	2.5
Jun 28	Review and reconcile room deposits summary; prepare summary operating receipts schedule; attend to data site matters.	3.5
TOTAL – M. Lee		24.5 hrs.



**Alvarez & Marsal Canada Inc.**

400 Burrard Street
Suite 1680, Commerce Place
Vancouver, BC V6C 3A6
Phone: +1 604 638 7440
Fax: +1 604 638 7441

September 20, 2013

Trez Capital
Suite 1550, 1185 West Georgia Street
Vancouver, B.C. V6E 4E6

Attention: Mr. Barry Brovender

RE: 682202 B.C. Ltd.

For professional services rendered for the period July 1 – 31, 2013, in connection with the appointment of Alvarez & Marsal Canada Inc. as Receiver and Manager of 682202 B.C. Ltd. ("682") pursuant to the March 9, 2011 Order of the Supreme Court of British Columbia.

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
P. Boparai, Managing Director	71.50	500	\$35,750.00
T. Powell, Director	64.75	300	19,425.00
V. Chan, Sr. Associate	0.50	250	125.00
M. Lee, Analyst	41.75	200	8,350.00
	<u>178.50</u>		<u>63,650.00</u>
Add: out of pocket expenses			
Parking/Tolls & Mileage			832.20
Courier fees			96.95
Website maintenance			22.50
Telephone			<u>29.00</u>
Add: GST @ 5%			<u>3,231.53</u>
TOTAL INVOICE			<u>\$67,862.18</u>

Mail Instructions:

Alvarez & Marsal Canada ULC
Attn: Monica Cheung
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6

Wire Instructions:

Bank: TD Canada Trust
Account Name: Alvarez & Marsal Canada ULC
Swiftcode: TDOMCATTOR
Bank Address: 55 King Street West
Toronto, ON M5K 1A2
Bank Transit #: 10202
Institution #: 0004
Account #: 5410790
Reference #: **86960 – Invoice #21**
GST: 83486 3367 RT0001

682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 21

<u>Pam Boparai</u>	<u>Description</u>	<u>Hrs.</u>
Jul 2	Attend to various due diligence request matters and day to day operational correspondence with Cedarbrooke staff; Site visit at Cedarbrooke and various meetings with Cedarbrooke staff;	6.0
Jul 3	Attend to due diligence call with potential bidder and follow up with telephone discussions with Gowlings and Stikeman regarding potential bidder's response and comments;	2.0
Jul 4	Correspondence with Gowlings and Stikeman regarding sales process and potential bidders; attend to various operational matters;	2.0
Jul 5	Correspond with Gowlings regarding response to potential bidder; review and update draft letter; communications with potential bidder;	2.0
Jul 8	Correspondence with Stikeman and Trez Capital; attend to discussions with potential bidder and attendance to related sales process documentation/LOI matters; attend to communications to all bidding parties; review various operating emails; draft response letter to potential bidding party;	3.5
Jul 9	On-going correspondence related to sales process; review draft APA and provide comments; various email correspondence regarding sales process and operations;	3.0
Jul 10	Review updated APA and attend to discussions with Gowlings; correspondence and discussions with Marketing Manager at Cedarbrooke;	3.0
Jul 11	Further review of draft APA for circulation to potential bidding parties; correspondence with Cedarbrooke Marketing Manager;	1.0
Jul 12	Correspondence to potential bidding parties; attend to final draft APA; attend to operational matters;	3.5
Jul 15	Attend to review of marketing and operational matters; attend to employee matters; telephone discussions with Cedarbrooke staff;	2.0
Jul 16	Correspondence with potential bidding parties; various correspondence re: operations and budgets; review occupancy projections;	3.0
Jul 17	Correspondence with potential bidding parties; operational matters; attend to cheques;	3.0



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 21

Jul 18	Attend to email correspondence from K. Holmgren; Correspondence with potential bidding parties; review budget to actual results;	2.5
Jul 19	Telephone discussion with Gowlings re: WCB matters; attend to modified agreement re: deposit with potential bidding party and various related discussions;	3.0
Jul 22	Correspondence with Stikeman re: status update; attend to sales process matters and related due diligence; correspondence related to due diligence request;	4.0
Jul 23	Email correspondence re: K. Holmgren; Preparation for and attendance to due diligence call with potential bidding party; internal meeting re: rent and lease matters; attend to correspondence with K. Holmgren and other Cedarbrooke staff;	3.5
Jul 24	Consider changes necessary to NDA for potential bidding party site visit; review documentation; correspondence with various Cedarbrooke staff;	2.0
Jul 25	Attendance on site visit for due diligence and operational matters;	6.0
Jul 26	Consider staffing matters at Cedarbrooke; attend to discussions with Cedarbrooke staff;	2.5
Jul 29	Attend to correspondence for due diligence requests and third party appraisers; discussion with Diversicare and third party re: General Manager position; cheque related matters;	5.0
Jul 30	Attendance on site visit for due diligence and operational matters;	6.0
Jul 31	Review of cash flows; telephone discussion with L. McKenzie re: operations; review marketing materials and reports for due diligence purposes.	3.0
TOTAL – P. Boparai		71.5 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 21

<u>Tom Powell</u>	<u>Description</u>	<u>Hrs.</u>
Jul 2	Attend to due diligence requests; correspond with potential purchaser; correspond with Gowlings; email and phone call to strata manager of neighboring property with respect to an easement; phone call with B. McWilliams regarding maintenance matters; attend to accounts payable matters; correspond with building engineers; expand detail on rent roll;	8.0
Jul 3	Attend due diligence call with a potential purchaser; discussion with marketing manager regarding supplies and marketing budget; correspond with potential purchaser; attend to financial accounting matters; review and approve employee hire; review vacation accrual payout; review and approve employee overtime and payroll change forms; attend meet with potential purchaser to revise status of exclusivity;	3.5
Jul 4	Attend to data room updates; attend to employee benefits matters; attend to file administration; correspond with J. Stanway, Marketing Manager, regarding resident matters; discuss rent roll analysis with potential purchaser;	3.0
Jul 5	Attend to payroll matters; review and approve employee hire letters; attend conference call with counsel to the secured lender; discuss rent incentives with L. MacKenzie; attend to accounts payable matters; attend to corporate matters including annual filings and related correspondence with Gowlings with respect to the registrar of companies requests;	2.5
Jul 8	Correspond with secured lender regarding termination of the LOI; review Cedarbrooke Chateau Day budget; internally discuss sales process going forward with P. Boparai;	1.0
Jul 9	Respond to information requests from significant unsecured creditor; review draft APA and provide comments; correspond with Diversicare regarding their role during the sales process; attend to accounts payable matters; review and approve accounts payable cheque run; correspond with Gowlings regarding corporate matters;	4.0
Jul 10	Attend to accounts payable matters; attend to licensing matters; correspond with the District of Mission regarding the same; attend to occupancy agreements; attend to financial accounting matters;	1.75
Jul 11	Review accounts payable package prepared by Diversicare;	0.5



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 21

Jul 12	Correspond with neighboring strata regarding easement; review and approve employee overtime forms; correspond with Gowlings regarding corporate matters; attend call with Office Manager regarding operational matters;	1.5
Jul 15	Review of move-in move-out schedule; attend to accounting and monthly reporting matters; attend to occupancy agreements; attend to accounts payable matters; review Cedarbrooke policy for “days-in-lieu” for salaried staff;	2.0
Jul 16	Review Diversicare occupancy forecast assumptions; attend to hire letters; review accounts receivable listing and discuss same with M. Lee; review updated Cedarbrooke Chateau Day budget; discuss cost saving options for copying expenses; correspond with potential purchasers; provide data room access to interested parties;	2.5
Jul 17	Discuss time-in-lieu policy with Executive Director; review Diversicare policy for employee matters; attend to occupancy agreements; attend call with potential purchaser and P. Boparai regarding price guidance;	1.5
Jul 18	Respond to due diligence enquiries; attend to accounts payable matters; approve maintenance expense to the kitchen; arrange credit terms with service provider;	1.5
Jul 19	Review Diversicare accounts payable package; coordinate managers for upcoming site visits by potential purchasers;	1.0
Jul 21	Attend to monthly reporting including operating results, rent roll and variance analysis;	3.5
Jul 22	Respond to due diligence information requests; review monthly raw food costs; coordinate compiling of occupancy agreements with M. Lee; attend call with potential purchasers regarding draft APA; provide data room access to interested parties;	4.5
Jul 23	Attend conference call with potential purchasers; review employee hire request; review move-in incentives schedule; attend to benefits matters; follow-up on outstanding occupancy agreements; respond to due diligence requests; telephone calls with L. MacKenzie and L. Weistra regarding operational matters;	3.0



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 21

Jul 24	Attend to employee matters; discuss marketing update with J. Stanway, Marketing Director; approve kitchen equipment purchase; review and approve AP cheque run; review BC Assessments property assessment;	3.0
Jul 25	Visit site for walk around with a potential purchaser and attend management meetings; attend call with Stikemans regarding confidentiality agreement; attend to due diligence requests; review Diversicare accounts payable package;	6.0
Jul 26	Review and approve accounts payable cheque run; attend call with J. Stanway and L. MacKenzie regarding marketing matters; review meal schedule and reconcile same to lease agreements and applicable meal packages; respond to due diligence requests; review staffing schedules by department; attend to file administration; discuss kitchen equipment purchase with J. Johnson; attend to return of deposits; review results of physical verification of suite layouts by maintenance contractor; review schedule of move-ins and move-outs; telephone calls with managers regarding operational matters;	6.0
July 30	Attend site for visit with potential purchaser; discuss nurse call FOB purchaser with B. McWilliams.	4.5
TOTAL – T. Powell		64.75 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 21

<u>Vicki Chan</u>	<u>Description</u>	<u>Hrs.</u>
Jul 15	Review of petty cash report.	0.5
TOTAL – V. Chan		0.5 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 21

<u>Marianna Lee</u>	<u>Description</u>	<u>Hrs.</u>
Jul 2	Attend to occupancy agreement and rent roll matters;	1.5
Jul 3	Attend to A/P matters; reconcile accounts; attend to payroll matters and prepare wire;	1.5
Jul 4	Attend to employee benefits matters and telephone call with J. Menards at BBD and T. Powell re: same; attend to A/P matters and attend to calls with vendors re: same; review A/P invoices, prepare employment letters; attend to billing matters;	3.5
Jul 5	Prepare employment letters and correspondence with L. MacKenzie re: same; attend to A/P matters;	1.0
Jul 8	Attend to A/P matters and correspondence with vendors re: same;	1.0
Jul 9	Review invoices, prepare cheque requisitions and issue cheques;	4.5
Jul 12	Attend to A/P matters;	0.75
Jul 15	Attend to A/P matters;	1.0
Jul 16	Attend to receipts and A/P matters; prepare occupancy agreements and correspondence with J. Stanway re same;	1.5
Jul 17	Attend to A/P matters; prepare employment letters;	1.0
Jul 18	Attend to A/P matters; attend to rental agreement matters;	2.0
Jul 22	Attend to rental agreement matters;	1.0
Jul 23	Prepare schedule of occupancy rates and gather occupancy agreements for data site; attend to employee benefits matters and A/P matters;	4.0
Jul 24	Prepare cheque requisitions for A/P run; attend to occupancy agreement matters;	3.0
Jul 25	Prepare cheque requisitions and cheques for A/P run;	1.5



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 21

Jul 26	Reconcile schedule of rent, meals, etc.; attend meeting with T. Powell and P. Boparai re: same and follow-up with Cedarbrooke; attend to A/P matters.	6.5
Jul 30	Review and follow up with petty cash; prepare A/P cheques and follow up re same; review payroll.	4.5
Jul 31	Review PAP & process; prepare A/P cheques; follow up with payroll overtime and prepare wire.	2.0
TOTAL – M. Lee		41.75 hrs.





Alvarez & Marsal Canada Inc.
400 Burrard Street
Suite 1680, Commerce Place
Vancouver, BC V6C 3A6
Phone: +1 604 638 7440
Fax: +1 604 638 7441

September 20, 2013

Trez Capital
Suite 1550, 1185 West Georgia Street
Vancouver, B.C. V6E 4E6

Attention: Mr. Barry Brovender

RE: 682202 B.C. Ltd.

For professional services rendered for the period August 1 – 31, 2013, in connection with the appointment of Alvarez & Marsal Canada Inc. as Receiver and Manager of 682202 B.C. Ltd. ("682") pursuant to the March 9, 2011 Order of the Supreme Court of British Columbia.

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
T. Martin, Managing Director	11.80	625	\$7,375.00
P. Boparai, Managing Director	30.00	500	15,000.00
T. Powell, Director	72.75	300	21,825.00
V. Chan, Sr. Associate	20.00	250	5,000.00
M. Lee, Analyst	25.25	200	5,050.00
	<u>159.80</u>		<u>54,250.00</u>
Add: out of pocket expenses			
Courier fees			<u>24.92</u>
Add: GST @ 5%			<u>2,713.75</u>
TOTAL INVOICE			<u>\$56,988.67</u>

Mail Instructions:

Alvarez & Marsal Canada ULC
Attn: Monica Cheung
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6

Wire Instructions:

Bank: TD Canada Trust
Account Name: Alvarez & Marsal Canada ULC
Swiftcode: TDOMCATTTOR
Bank Address: 55 King Street West
Toronto, ON M5K 1A2
Bank Transit #: 10202
Institution #: 0004
Account #: 5410790
Reference #: **86960 – Invoice #22**
GST: 83486 3367 RT0001

682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 22

<u>Todd Martin</u>	<u>Description</u>	<u>Hrs.</u>
Aug 15	Internal meeting and discussion regarding Sales Process;	0.5
Aug 16	Internal meeting and discussion regarding bid submissions and related matters;	1.0
Aug 19	Receipt of offers, analysis of and internal meeting regarding same; telephone conversation with former tenant;	1.5
Aug 20	Prepare and attend on conference call with secured lender and their counsel, legal counsel to the Receiver and representatives of Trez to discuss offers received and next steps; review draft letters to bidders and email with legal counsel;	1.7
Aug 21	Receipt and review of email from Stikeman Elliott regarding assignment of name "Cedarbrooke"; conference call with Marl Lewis at BLG regarding potential purchaser's offer;	1.3
Aug 22	Receipt and review of email from legal counsel to the potential purchaser regarding various matters involving the prospective purchasers' offer; receipt and review of first draft (signed) of APS from legal counsel to the potential purchaser and internal discussion regarding same;	1.0
Aug 23	Review of J. McLean comments on draft APS and discuss same internally;	0.2
Aug 26	Review various emails between and amongst the Receiver, Stikemans and J. McLean regarding APS;	0.5
Aug 27	Telephone voicemail to L. Pillon at Stikemans regarding issues in APS;	0.1
Aug 28	Prepare for and attend on conference call with two representatives from prospective purchaser regarding various matters; telephone conversation and voicemail with former tenant; review and amend realization proceeds schedule;	1.7
Aug 29	Receipt and review of emails from M. Katz and internal discussion regarding same; review of next draft of APS and provide comments to legal counsel;	1.8
Aug 30	Attend to review of accounts payable and execute cheques for payment.	0.5
TOTAL – T. Martin		11.8 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 22

Pam Boparai

Not available at the time of preparation.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 22

<u>Tom Powell</u>	<u>Description</u>	<u>Hrs.</u>
Aug 1	Correspond with potential purchaser and building consultants regarding reliance letters; correspond with Gowlings regarding corporate matters; discuss tour counts with J. Stanway, Marketing Director; respond to due diligence enquiries;	2.0
Aug 2	Visit Cedarbrooke site and attend walk around with maintenance and building consultant for a potential purchaser; attend call with L. MacKenzie regarding operational and employee matters; correspond with maintenance suppliers regarding a maintenance quote; telephone call with B. McWilliams regarding infrared bulbs in the kitchen; attend to accounts payable matters;	8.0
Aug 6	Respond to due diligence requests; review schedule of move-ins and move-outs;	0.5
Aug 7	Queries from appraiser for potential purchasers; prepare for and attend meeting with secured lender; correspond with Diversicare; respond to due diligence requests; review employee overtime requests;	3.0
Aug 8	Telephone call and email with L. MacKenzie regarding staffing matters; approve overtime requests; respond to questions from the appraiser engaged by a potential purchaser; correspond with Diversicare regarding budget assumptions; discuss suite pricing with P. Boparai, L. MacKenzie and J. Stanway; coordinate reliance letters for potential purchaser;	3.0
Aug 9	Discuss expanded role of office manager during absence of Executive Director; review suite size discrepancies with J. Stanway; attend to accounts payable matters; attend to file administration;	2.0
Aug 12	Attend to employee benefits matters; internally discuss status of the sales process with P. Boparai; attend to dataroom updates and due diligence requests; internally discuss tax matters; review overtime and employee change forms; attend phone call with benefits provider; review and approve accounts payable cheque run;	5.5
Aug 13	Attend to due diligence requests; attend to data site updates;	1.5



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 22

Aug 14	Respond to due diligence requests from potential purchasers; approve capital expenditure by the housekeeping department; review accounts payable cheque run; review payroll; attend to financial accounting matters; attend call with J. Johnson regarding an employee matter;	5.0
Aug 15	Correspond with potential purchasers regarding offers; provide wire instructions to parties seeking to submit an offer; respond to due diligence requests; telephone call with L. MacKenzie regarding operational matters; consider employee request for a payroll evaluation.	7.5
Aug 16	Correspond with an employee regarding compensation matters; various correspondences with potential purchasers; attend to data site administration;	1.25
Aug 18	Correspond with L. MacKenzie regarding a major marketing event; review and summarize APA terms and applicable dates for consideration upon receipt of offers; attend to financial accounting matters;	1.0
Aug 19	Discuss employee overtime and operational matters with L. MacKenzie; correspond with L. MacKenzie and Diversicare regarding an employee matter; address kitchen employee turnover with the Executive Director and the Executive Chef; schedule conference call to discuss bids expected to be received; telephone call with Gowlings regarding an employee with a disability; disseminate deposit wire information to certain potential purchasers; correspond with legal counsel for potential purchasers; review marketing traffic report; discuss an employee matter with J. Johnson; correspond with Trez Capital; review incentives schedule; review, analyse and summarize offers received.	8.0
Aug 20	Prepare for and attend telephone call with the secured lender, its legal counsel and advisors; review employee hire request; attend to financial accounting matters; consider response regarding offers received; correspond with legal counsel for a potential purchaser; attend to return of bid deposits; attend telephone call with a disabled employee and the Office Manager; correspond with legal counsel to secured lender regarding wire information for making an interim distribution to the secured lender;	6.5



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 22

Aug 21	Attend to file administration; correspond with legal counsel to the secured lender regarding name registration; attend to financial accounting matters; attend call with legal counsel for a purchaser; draft update note to secured lender; correspond with K. Holmgren regarding status of leave; discuss catering opportunity with L. MacKenzie; attend to hire letter; provide financial reporting to W. Tsang, Trez Capital; telephone call with Gowlings re name registration; discuss expected move-ins with J. Stanway, Marketing Director; review Gowlings comments on the draft APA;	3.0
Aug 22	Updates to APA with Gowlings; correspond with L. MacKenzie, Interim Executive Director, regarding employee matters; correspond with Diversicare regarding an employee matter; send update to the secured lender and their legal counsel; email L. MacKenzie regarding marketing matters;	1.5
Aug 23	Attend marketing call with L. MacKenzie; attend call with Diversicare regarding file transition; attend phone call with Gowlings; prepare pro forma estimate recovery schedule at the request of Trez Capital; review severance analysis; attend to return to deposits; review APA comments from Gowlings; discuss BC Safety Authority operating permits with B. McWilliams, Maintenance Manager;	2.75
Aug 26	Attend call with E. Jespersen, Diversicare; discuss an employee matter with L. MacKenzie; attend call with Gowlings to discuss reply to potential purchaser; review accounts payable package provided by Diversicare; correspond with K. Holmgren regarding her ability to return to work;	2.5
Aug 27	Call L. MacKenzie regarding legal matter involving former residents; attend call from former resident; discuss return of deposit with a bidder;	1.0
Aug 28	Attend call with potential purchaser; approve maintenance quote; discuss placements units for the nurse pendant system; approve landscaping quote; email from K. Holmgren regarding doctors notes and plan for returning to work; attend call with K. Holmgren regarding the same; telephone call with J. Stanway regarding marketing budget; internally discuss accounts payable matters with M. Lee; approve media placement; send estimated recovery schedule to secured lender, its legal counsel and discuss same with B. Brovender, Trez Capital;	5.5



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 22

Aug 29	Review conference proposal from L. MacKenzie; attend call with B. Brovender, Trez Capital, regarding estimated recovery schedule; review email from secured lender regarding terms of accepting offer; respond to information request from W. Tsang, Trez Capital;	1.25
Aug 30	Attend call with J. Stanway and L. MacKenzie; review employee resignation letter; L. MacKenzie regarding employee matters; J. Johnson regarding sous chef resignation and plan to replace the position.	0.5
TOTAL – T. Powell		72.75 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 22

<u>Vicki Chan</u>	<u>Description</u>	<u>Hrs.</u>
Aug 12	Prepare temporary Executive Director's employment agreement; review of payroll and expenses;	2.5
Aug 13	Preparation of 2010-2012 tax returns;	1.0
Aug 14	Preparation of 2010-2012 tax returns; follow-up with debt schedules, accrued interest, and trial balances; request for 2009 reconciliation and Notice of Assessment;	3.5
Aug 15	Reconciliation of debt schedules; preparation of 2010-2012 tax returns;	3.0
Aug 16	Preparation of 2010-2012 tax returns;	2.5
Aug 20	Adjusting accounting entries for pre-receivership trial balance periods;	1.5
Aug 26	Analysis of applicability of GST and exempt supplies;	2.0
Aug 27	Correspondence with CRA re: applicability of GST;	2.0
Aug 28	Review of GST/HST rulings; correspondence with CRA re: applicability of GST;	1.5
Aug 29	Correspondence with CRA re: applicability of GST.	0.5
TOTAL – V. Chan		20.0 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 22

<u>Marianna Lee</u>	<u>Description</u>	<u>Hrs.</u>
Aug 6	Review invoices and prepare cheque requisitions; reconcile rent roll and move-in/outs;	1.5
Aug 7	Attend to new-hire matters; correspondence with Benefits by Design re employee benefits; attend to room deposit refund matters; attend to A/P matters;	1.25
Aug 8	Prepare A/P cheque requisitions;	0.5
Aug 9	Attend to A/P matters;	1.5
Aug 12	Attend to employee benefits matters; prepare room refund cheques and correspondence re same, attend to A/P matters;	1.5
Aug 13	Review and prepare payroll; prepare wire documents; prepare bank reconciliation;	1.5
Aug 14	Prepare July bank reconciliation and correspondence with Cedarbrooke re same; prepare A/P cheques; phone call with T. Powell and Benefits by Design and follow up re same; attend to general file matters;	2.0
Aug 15	Attend to banking matters; prepare room deposit refund cheques;	1.5
Aug 19	Attend to A/P matters; attend to new-hire matters; attend to room deposit refund matters;	1.5
Aug 20	Attend to A/P matters and employee related matters;	1.0
Aug 21	Prepare A/P cheques and mail; attend to new-hire matters; prepare wire transfer re sales process deposit;	1.0
Aug 22	Attend to banking matters and file administration;	0.75
Aug 23	Prepare employment letter, prepare wire to return sales process deposit to Revera Inc., prepare severance summary;	1.5
Aug 26	Prepare A/P cheques; correspondence re: new-hire; attend to call with previous resident;	0.75
Aug 27	Review payroll and correspondence with L. MacKenzie re same;	1.5



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice 22

Aug 28	Review and process payroll; review PAP and follow-up re same; attend to A/P matter re On Side Restoration;	2.5
Aug 29	Review invoices and prepare cheque requisitions and cheques; correspondence re A/P matters;	2.5
Aug 30	Attend to A/P, payroll, and lease agreement matters.	1.0
TOTAL – M. Lee		25.25 hrs.





Alvarez & Marsal Canada Inc.
400 Burrard Street
Suite 1680, Commerce Place
Vancouver, BC V6C 3A6
Phone: +1 604 638 7440
Fax: +1 604 638 7441

October 17, 2013

Trez Capital
Suite 1550, 1185 West Georgia Street
Vancouver, B.C. V6E 4E6

Attention: Mr. Barry Brovender

RE: 682202 B.C. Ltd.

For professional services rendered for the period September 1 – 30, 2013, in connection with the appointment of Alvarez & Marsal Canada Inc. as Receiver and Manager of 682202 B.C. Ltd. ("682") pursuant to the March 9, 2011 Order of the Supreme Court of British Columbia.

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
T. Martin, Managing Director	38.60	625	\$24,125.00
T. Powell, Director	64.05	300	19,215.00
V. Chan, Sr. Associate	13.50	250	3,375.00
M. Lee, Analyst	39.00	200	7,800.00
	<u>155.15</u>		<u>54,515.00</u>
Add: out of pocket expenses			
Courier fees			<u>22.62</u>
Add: GST @ 5%			<u>2,726.88</u>
TOTAL INVOICE			<u>\$57,264.50</u>

Mail Instructions:

Alvarez & Marsal Canada ULC
Attn: Monica Cheung
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6

Wire Instructions:

Bank: TD Canada Trust
Account Name: Alvarez & Marsal Canada ULC
Swiftcode: TDOMCATTTOR
Bank Address: 55 King Street West
Toronto, ON M5K 1A2
Bank Transit #: 10202
Institution #: 0004
Account #: 5410790
Reference #: **86960 – Invoice #23**
GST: 83486 3367 RT0001

682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #23

<u>Todd Martin</u>	<u>Description</u>	<u>Hrs.</u>
Sept 3	Receipt and review of amended Agreement of Purchase and Sale (“APS”) and related email to J. McLean at Gowlings; internal meeting and discussion regarding transition matters;	1.0
Sept 4	Internal meeting and discussion regarding pre-closing and transition issues;	1.0
Sept 5	Attend to cheque approval and signing for suppliers; Review and consideration of select terms of APS;	1.5
Sept 6	Telephone conversation with E. Pillon of Stikeman’s regarding APS; review final version of the APS and execution of same; internal discussion regarding management and staff employee issues and transition matters;	1.5
Sept 7	Planning for transition of management of Cedarbrooke;	1.0
Sept 10	Receipt and review draft Notice of Application and draft Vesting Order in respect of the Court’s approval of the APS and email to J. McLean at Gowlings;	1.0
Sept 11	Telephone conversation with E. Pillon regarding APS and various related matters; Internal meeting and discussion regarding transition of employees and related matters;	1.5
Sept 12	Internal meeting and discussion regarding various due diligence requests of prospective purchaser; Telephone conversation with E. Pillon regarding information requests and related matters;	2.0
Sept 13	Review of emails from prospective purchaser; email to E. Pillon at Stikemans and email; telephone conversation with J. McLean at Gowlings regarding various matters;	2.2
Sept 16	Telephone conversation with E. Pillon regarding various matters; Internal discussion regarding prospective purchaser information requests; email to Stikemans regarding possible communication to employees and residents and internal discussion regarding same;	1.4
Sept 17	Internal discussion regarding various employee related issues and review and consider sections of APS;	1.2
Sept 18	Draft email to secured lender regarding process and internal discussion regarding closing matters;	1.0



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #23

Sept 19	Attend to various pre-closing matters and internal discussions and meetings regarding same;	1.0
Sept 20	Attend to emails from prospective purchaser and internal discussions; review and approve cheques to suppliers and review accounts payable;	1.5
Sept 21	Review of Sales Process Order and prepare draft outline of Receiver's report to the Court;	1.5
Sept 22	Drafting of Third Report to Court and review of previous orders and reports of the Receiver;	2.5
Sept 23	Internal discussion regarding closing matters including inspection of building; attend to email from Stikemans; draft and edit Receiver's Third Report to Court;	2.0
Sept 24	Drafting of Third Report and review of comments of Gowlings and suggested edits;	5.5
Sept 25	Finalize Third Report to Court; Attend to emails from Gowlings and Stikemans; internal discussion and meeting regarding cut off issues and post-closing clean up;	3.0
Sept 26	Attend to email from E. Pillon; Finalize Third Report and directions for dispatch to parties;	2.3
Sept 27	Internal meetings and discussions regarding filing of Third Report and pending Application for approval of APS.	3.0
TOTAL – T. Martin		38.6 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #23

<u>Tom Powell</u>	<u>Description</u>	<u>Hrs.</u>
Sept 2	Attend to file administration;	0.5
Sept 3	Attend call with Marketing Manager; discuss recent move-outs with the Office Manager; approve Senioropolis.com advertisement; attend call with B. Brovender, Trez Capital; discuss sous chef resignation with J. Johnson and L. MacKenzie and discuss general kitchen staffing matters; correspond with legal counsel for a potential purchaser; review redline version of APS from J. McLean, Gowlings; attend to accounts payable matters; correspond with Diversicare; review marketing traffic report; attend to payroll matters; correspond with K. Holmgren regarding the status of her medical leave;	4.0
Sept 4	Attend call with Stikemans regarding APS; attend call with J. McLean, Gowlings; attend to file administration; attend to employee matters; telephone call with Interim Executive Director regarding operational matters; prepare vacation accrual; correspond with K. Holmgren regarding her potential return to work and schedule related meetings and internally discuss same with T. Martin; attend to financial accounting matters;	5.5
Sept 5	Forward APS schedules to Gowlings; correspond with G. Out, Chartwell regarding due diligence matters; attend to employee matters; attend to accounts payable matters; correspond with Diversicare regarding administrative matters;	2.75
Sept 6	Attend to accounts payable matters; correspond with J. Johnson, Executive Chef, regarding "time-in-lieu" request; correspond with W. Tsang, Trez Capital, regarding August operating results; attend call with L. MacKenzie regarding transition upon return of K. Holmgren; attend call with Chartwell; review update APS; respond to Chartwell information requests; attend call with an employee regarding compensation matters;	4.0
Sept 8	Email correspondence with K. Holmgren regarding meeting planned for September 9, 2013; email correspondence with secured lender; attend to file administration;	0.25



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #23

Sept 9	Attend to employee matters; visit Cedarbrooke and attend meeting with K. Holmgren to discuss her return to work; attend meeting with L. MacKenzie; address due diligence requests from J. Wang, Chartwell; attend to payroll matters; discuss sous chef hiring with J. Johnson, Executive Chef; attend call with B. Brovender regarding sale process, Diversicare and K. Holmgren; review summary of “time-in-lieu” worked by managers and discuss the same with K. Holmgren;	8.0
Sept 10	Correspond with J. Wang, Chartwell, regarding due diligence requests; speak with K. Holmgren and L. MacKenzie regarding an employee matter; attend to file administration; review WCB files; review draft vesting order; correspond with Marsh regarding claims history; review vendor list; attend call with former resident regarding employee matters; correspond with B. Brovender, Trez Capital; attend conference call with B. Brovender and E. Jespersen, Diversicare; internally discuss due diligence requests with V. Chan;	4.5
Sept 11	Attend to data room updates; attend to due diligence requests; attend to employee matters; correspond with maintenance manager; attend to file administration; attend to accounts payable matters;	1.0
Sept 12	Attend to data room updates; attend to file administration; discuss resident matters with K. Holmgren; discuss due diligence requests with G. Out;	1.0
Sept 13	Review and approve bank reconciliations; discuss IT and marketing matters with G. Out; internally discuss building report matters; respond to due diligence requests;	1.5
Sept 16	Attend call with J. Wang regarding due diligence matters; attend to employee matters; correspond with Executive Chef regarding kitchen operations; coordinate manager meetings for Chartwell’s September 24, 2013 site visit;	1.5
Sept 17	Discuss issuance of a reliance letter with Morrison Hershfield; prepare summary of sales process for the draft Receiver’s Third Report; correspond with Trez Capital; attend to employee matters;	3.25



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #23

Sept 18	Correspond with G. Out regarding manager meetings; telephone call with K. Holmgren regarding an operational update; attend marketing update with J. Stanway; attend to new hire; telephone call with J. Johnson and K. Holmgren regarding options for filling the sous chef position; reply to information requests from J. Wang, Chartwell; email OTTP and Stikemans with an update and to raise Chartwell's request for meetings with management;	2.5
Sept 19	Address due diligence requests; attend to employee matters; discuss kitchen staffing with K. Holmgren and J. Johnson; review and edit August monthly operating results prior to dissemination to Trez Capital;	2.75
Sept 20	Address due diligence requests; attend call with K. Holmgren regarding operations; attend to file administration;	1.25
Sept 21	Correspond with L. Szeto, Chartwell, regarding site visit; correspond with T. Martin regarding draft Receiver's Third Report;	0.5
Sept 22	Correspond with T. Martin regarding draft Receiver's Third Report;	0.25
Sept 23	Telephone call with J. Johnson regarding kitchen matters; attend call with B. Brovender; attend call with K. Holmgren;	2.75
Sept 24	Visit Cedarbrooke; attend meeting with D. Marasco and K. Cundari, Chartwell; attend Chartwell management meetings; discuss maintenance matters with B. McWilliams; discuss capital expenditure requests with K. Holmgren; review summary of reserves; internally discuss draft Receiver's Third Report with T. Martin;	7.0
Sept 25	Telephone call with J. Johnson regarding compensation matter; internally meeting with V. Chan and M. Lee regarding closing matters; prepare appendices to the Receiver's Third Report; attend call with P. MacKenzie, Chartwell, and K. Holmgren regarding marketing matters;	2.0
Sept 26	Attend Cedarbrooke site and meet with L. Szeto, Chartwell; correspond with BLG regarding waiver of subjects; correspond with Gowlings regarding filing of materials; attend to acknowledgement of subject removal;	4.0

682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #23

Sept 27	Coordinate finalizing and filing of the Receiver's Third Report; discuss advertising proof with J. Stanway; attend to web updates; provide updated rent roll to Chartwell;	1.5
Sept 30	Attend call with B. Brovender; discuss maintenance matters with B. McWilliams; provide recent occupancy agreements to Chartwell; attend to file administration.	1.8
TOTAL – T. Powell		64.05 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #23

<u>Vicki Chan</u>	<u>Description</u>	<u>Hrs.</u>
Sept 10	Prepare due diligence requests; reconciliation of current employee statuses; review of payroll period ending Sept. 6, 2013;	4.5
Sept 11	Prepare due diligence requests; review of payroll period ending Sept. 6, 2013;	1.0
Sept 17	Follow up on issuance of Records of Employment and final wage payments to employees;	1.0
Sept 23	Review of payroll period ending Sept. 20, 2013; follow-up on final pay for employees; follow-up on new employees hired;	2.5
Sept 25	Prepare sale closing procedures; review of purchase agreement;	2.5
Sept 30	Review of payroll period ending Oct. 14, 2013; follow-up on residents' deposit payments; correspondence with L. Weistra regarding terminated employees.	2.0
TOTAL – V. Chan		13.5 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #23

<u>Marianna Lee</u>	<u>Description</u>	<u>Hrs.</u>
Sept 3	Review invoices and prepare cheque requisitions; review PAP summary and rent roll; attend call with Ceridian re re-issue of employee cheque and correspondence with L. MacKenzie re same; and attend to new-hire matters;	1.5
Sept 4	Prepare new-hire letter and correspondence re same; attend telephone call with Ceridian re re-issuing cheque; review invoices and prepare cheques; draft vacation accrual schedule;	4.0
Sept 5	Prepare A/P cheques and correspondence with vendors re same; attend to employee related matters; attend to rent matters;	1.0
Sept 6	Attend to A/P, employee and payroll matters;	1.5
Sept 11	Attend to new-hire matters and prepare employment letters; prepare room deposit refund cheque; attend to A/P matters;	1.5
Sept 12	Attend to new-hire matters and prepare letters; prepare room deposit refund cheques;	1.0
Sept 13	Attend to file administration matters;	0.5
Sept 16	Attend to employee and bank reconciliation matters;	0.5
Sept 17	Attend to sales process matters; prepare August bank reconciliation and correspondence with L. Weistra re same; review invoices and follow up re same; draft Amended Terms and Task Agreement letter to Office Manager;	5.5
Sept 18	Review invoices and prepare cheque requisitions; prepare employment letters; prepare due diligence documents for Purchaser; prepare August operating results;	6.0
Sept 19	Prepare August operating results and A/P cheques;	6.0
Sept 20	Review invoices; follow up and prepare cheques; draft new-hire letters; review extra payroll run for terminated employees;	3.0
Sept 23	Prepare A/P cheques; review invoices;	0.5



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #23

Sept 24	Prepare rental agreement; follow-up re new-hire; review invoices and prepare cheques; attend to A/P matters; format draft Third Report;	2.0
Sept 25	Gather materials re sales process; attend to A/P matters;	1.0
Sept 26	Verify potential purchaser listing re sales process for Third Report; Attend to A/P matters & correspondence with L. MacKenzie re same;	2.0
Sept 27	Review PAP and process; update website; and attend to banking related matters.	1.5
TOTAL – M. Lee		39.0 hrs.





Alvarez & Marsal Canada Inc.
400 Burrard Street
Suite 1680, Commerce Place
Vancouver, BC V6C 3A6
Phone: +1 604 638 7440
Fax: +1 604 638 7441

November 14, 2013

Trez Capital
Suite 1550, 1185 West Georgia Street
Vancouver, B.C. V6E 4E6

Attention: Mr. Barry Brovender

RE: 682202 B.C. Ltd.

For professional services rendered for the period October 1 – 31, 2013, in connection with the appointment of Alvarez & Marsal Canada Inc. as Receiver and Manager of 682202 B.C. Ltd. ("682") pursuant to the March 9, 2011 Order of the Supreme Court of British Columbia.

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
T. Martin, Managing Director	20.20	625	\$12,625.00
T. Powell, Director	61.75	300	18,525.00
V. Chan, Sr. Associate	25.00	250	6,250.00
M. Lee, Analyst	45.75	200	9,150.00
	<u>152.70</u>		<u>46,550.00</u>
Add: out of pocket expenses			
Parking/tolls/mileage/taxi			473.90
Courier fees			22.93
Website maintenance			157.50
			<u>654.33</u>
Add: GST @ 5%			<u>2,360.22</u>
TOTAL INVOICE			<u>\$49,564.55</u>

Mail Instructions:

Alvarez & Marsal Canada ULC
Attn: Monica Cheung
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6

Wire Instructions:

Bank: TD Canada Trust
Account Name: Alvarez & Marsal Canada ULC
Swiftcode: TDOMCATTTOR
Bank Address: 55 King Street West
Toronto, ON M5K 1A2
Bank Transit #: 10202
Institution #: 0004
Account #: 5410790
Reference #: **86960 – Invoice #24**
GST: 83486 3367 RT0001

682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #24

<u>Todd Martin</u>	<u>Description</u>	<u>Hrs.</u>
Oct 1	Attend to various closing matters and internal discussions;	0.5
Oct 3	Review accounts payable and cheques; review cut off procedures at closing;	0.5
Oct 9	Internal meeting and discussion regarding pending Court application; review of letters to Cedarbrooke employees and residents;	2.5
Oct 10	Internal discussion regarding Court application; internal meeting and discussion regarding various closing matters and extension of financing condition; attend to emails to and from various parties;	2.5
Oct 11	Conference call with E. Pillon of Stikemans and J. McLean of Gowlings regarding request for an extension by Purchaser; review letter to suppliers; attend to various emails and documenting request for extension of time to close transaction;	2.7
Oct 15	Review closing agenda; internal discussion and meeting regarding closing matters;	1.5
Oct 16	Review of closing documents and internal meeting and discussion regarding closing matters;	1.5
Oct 17	Meeting and discussion with J. McLean; telephone conference with E. Pillon; emails regarding extension of time to close; emails to representatives of the Purchaser;	2.0
Oct 18	Conference call with Stikemans, Gowlings, Purchaser and Purchaser's legal counsel, BLG to discuss extension and related matters;	1.0
Oct 20	Review emails and documentation regarding extension and attend to related closing issues;	1.0
Oct 22	Review accounts payable and sign cheques;	0.5
Oct 23	Review statement of adjustments and send back to Gowlings;	0.5
Oct 24	Review statement of adjustments and internal discussion regarding same; attend to various closing matters;	1.0



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #24

Oct 25	Attend to various emails and internal discussion regarding closing matters;	1.0
Oct 28	Internal meeting and discussion regarding closing matters and process around transfer of funds to secured lender;	0.5
Oct 30	Review accounts payable and sign cheques;	0.5
Oct 31	Internal discussion and meeting regarding cut off issues and final settlements of employees, trade suppliers and others.	0.5
TOTAL – T. Martin		20.2 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #24

<u>Tom Powell</u>	<u>Description</u>	<u>Hrs.</u>
Oct 1	Attend to due diligence and transitional matters; correspond with Diversicare; approve hire letter; attend to resident deposit refunds; review schedule of move-ins and move-outs from L. Weistra; attend transition call with Chartwell; internally discuss communication to employees and residents regarding the transaction; approve maintenance item; review marketing traffic report;	4.0
Oct 2	Correspond with R. Thibault regarding the site visit; attend telephone call with K. Holmgren; attend conference call with Chartwell finance team regarding transitional matters; attend to benefits matters; attend to employee matters; review accounts payable cheque run; review security deposit listing; attend to file administration;	3.25
Oct 3	Visit Cedarbrooke to meet with R. Thibault, appraiser retained by Chartwell; provide transitional documentation to Chartwell; attend call with Sharon Henderson, Chartwell, regarding communications plan; correspond with VP Finance of Chartwell regarding transitional matters; correspond with Gowlings regarding timing of closing and telephone call regarding same; attend to wire transfer for transfer purchasing deposits to Gowlings' trust account;	6.0
Oct 4	Review sales closing checklist; attend meeting with V. Chan and M. Lee to internally discuss the same; review draft employee and resident communication from Chartwell; attend to accounts payable matters; prepare rent roll for use in preparation of the statement of affairs; correspond with K. Holmgren regarding employee matters;	4.0
Oct 5	Review closing checklist and internally discuss same with V. Chan;	0.25
Oct 7	Attend to deposit matters; review email from K. Holmgren regarding department managers and attend phone call regarding same; attend call with Gary Out regarding closing; email correspondence with B. Brovender; review purchase price allocation; attend to call with Marsh regarding potential for earned premium refund; attend to accounts payable matters;	2.0



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #24

Oct 8	Email B. Brovender; correspond with L. Pillon, Stikemans; various correspondence with K. Cundari, Chartwell, regarding employee matters, review employee payroll;	1.25
Oct 9	Attend call with J. McLean regarding purchase price allocation; attend to transitional information requests from Chartwell; attend telephone call with J. Camley, Gowlings, regarding closing matters; correspond with Chartwell regarding purchase price allocation; attend to file administration; attend telephone call with W. Tsang, Trez Capital,; attend call with K. Holmgren regarding manager vacation accruals;	5.25
Oct 10	Various correspondence with T. Morrissey, Chartwell, regarding transitional matters; preparation for Court hearing; corresponding with J. McLean, Gowlings; attend to benefits matters; attend Court hearing; review draft closing documents; attend meeting at Gowlings with J. Camley to review closing documents; telephone call with G. Out, Chartwell, regarding financing matters and request for an extension; email Stikemans and Gowlings regarding the request for an extension;	7.0
Oct 11	Attend conference call with Stikemans regarding extensions; correspond with Diversicare regarding expected timing of a transaction; attend to accounts payable matters; email J. McLean regarding documentation of the extension; prepare draft vendor correspondence and provide courtesy copy to T. Morrissey, Chartwell; correspond with the District of Mission regarding a site survey requested by Chartwell;	4.0
Oct 15	Review bank reconciliations; attend to file administration; correspond with G. Out, Chartwell, regarding closing matters; draft resident and employee notice letters; attend to "Online Presence Transition Plan" memo from Chartwell and discuss same with K. Holmgren; attend call with K. Holmgren regarding operational and employee matters; correspond with Marsh regarding insurance matters; email J. McLean, Gowlings re administrative matter;	5.0
Oct 16	Discuss method of allocation between commercial and residential property with Chartwell and Gowlings; update rent roll for recent move-ins and determine impact on statement of adjustments; update B. Brovender regarding the planned closing;	4.0



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #24

Oct 17	Attend to information requests from Chartwell regarding transitional matters; correspond with K. Cundari, Director of Regional Operations of Chartwell; prepare final accruals to October 18, 2013; roll forward insurance documents to reflect new proposed closing date; correspond with Gowlings regarding closing documents; correspond with Maintenance Manager regarding a maintenance item; attend call with G. Out, Chartwell regarding requested further extension to closing date; internally discuss request with T. Martin; telephone call to K. Holmgren to inform management of revised timeframe;	2.75
Oct 18	Attend to information requests from Chartwell regarding transitional and financing matters; attend conference call with Stikemans, Gowlings and Chartwell to discuss the further extension and applicable terms; attend to a supplier matter; review extension letter;	1.0
Oct 21	Attend to payroll matters; attend to supplier matters; review employee overtime request forms;	0.5
Oct 22	Attend call with G. Out, Chartwell, to discuss processing of the November rent roll; telephone call and email with K. Holmgren regarding employee matters and staffing level;	1.0
Oct 23	Email and telephone call with J. Johnson regarding overtime hours; correspond with K. Cundari, Chartwell, regarding plan for meeting with residents and employees upon closing; discuss timing and coordination of same with K. Holmgren; respond to enquiry from SVP Operations Finance, Chartwell, regarding transitional matters; review draft Vendor's Statement of Adjustments and Order to Pay updated for the October 25, 2013 closing date;	2.25
Oct 24	Coordinate timing of visit for closing with K. Cundari; correspond with B. Brovender re. Peoples Trust; K. Holmgren regarding closing and planning the resident meetings and announcements; various correspondence with Gowlings regarding legal documents with respect to the transaction closing; arrange signing of closing documents;	2.25
Oct 25	Drove to Cedarbrooke; notified employees and residents; attended initial introduction meeting for Chartwell;	2.5



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #24

Oct 28	Correspond with Chartwell regarding various transitional matters; discuss timing of sales proceeds with Stikemans; respond to information requests from W. Tsang, Trez Capital; attend telephone call with B. Brovender; various correspondence with Stikemans regarding post-closing matters;	1.5
Oct 29	Review cash position; attend to insurance cancellation matters and discuss same with Stikemans; internally discuss final vacation pay out with M. Lee;	0.5
Oct 30	Receive calls from various vendors regarding cancellation of the accounts; attend to a retroactive resident rent adjustment; email N. Shapiro, Stikemans, regarding net sales proceeds;	0.5
Oct 31	Various correspondence with Stikemans; draft work plan to completion of the receivership and internally discuss same with M. Lee and V. Chan.	1.0
TOTAL – T. Powell		61.75 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #24

<u>Vicki Chan</u>	<u>Description</u>	<u>Hrs.</u>
Oct 2	Internal update meeting regarding sales closing procedures; prepare for sales closing;	4.5
Oct 3	Prepare for sales closing including drafting of cancellation and notice letters to vendors, utility providers, and insurance provider;	2.0
Oct 7	Review of payroll register for pay period ending October 4, 2013; prepare for sales closing including revising notice letters, compiling vendor costs, and resident payment histories;	3.0
Oct 8	Prepare for sales closing including revising notice letters, compiling vendor costs, and resident payment histories;	3.0
Oct 9	Prepare for sales closing including revising notice letters, compiling vendor costs, and resident payment histories;	4.0
Oct 10	Prepare for sales closing including compiling vendor lists, miscellaneous costs, monthly bills, and resident room refunds;	1.0
Oct 17	Prepare for sales closing including compiling vendor lists, miscellaneous costs, monthly bills, and resident room refunds;	2.0
Oct 28	Prepare tax returns 2010 to 2012 and adjusted trial balances;	3.0
Oct 29	Prepare for sales closing procedures;	1.0
Oct 30	Prepare tax returns 2010 to 2012;	1.0
Oct 31	Prepare for sales closing procedures.	0.5
TOTAL – V. Chan		25.0 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #24

<u>Marianna Lee</u>	<u>Description</u>	<u>Hrs.</u>
Oct 3	Reconcile room deposits, prepare cheques and final listing of deposits; follow-up re occupancy agreements; prepare schedules of rent payment history, miscellaneous costs and master vendor listing; contact utilities companies re cancellation notices and redirection letters; prepare resident EFT schedule; attend to payroll and vacation matters; attend to A/R and A/P matters and correspondence with L. MacKenzie re same;	8.5
Oct 4	Reconcile room deposits, prepare cheques and final listing of deposits; follow-up re occupancy agreements; prepare schedules of rent payment history, miscellaneous costs and master vendor listing; attend to A/R and A/P matters;	6.5
Oct 16	Draft letters to suppliers, residents and employees re sale and termination of receivership; attend to payroll matters, attend to A/P matters; prepare occupancy agreements; back-up QuickBooks;	4.5
Oct 17	Attend to payroll matters; reconcile bank account; attend to resident deposit matters; prepare September operating results; back-up QuickBooks;	5.0
Oct 18	Review invoices and prepare cheque requisitions;	4.5
Oct 21	Review invoices and prepare cheque requisitions and cheques; review payroll;	4.5
Oct 22	Attend to A/P matters and prepare cheques;	1.5
Oct 23	Attend to A/P matters and correspondence with L. MacKenzie and J. Stanway re same; process wire payment for payroll;	1.0
Oct 24	Prepare letters to vendors, employees and residents; review November PAP and correspondence with L. MacKenzie re same; reconcile room deposits and summarize move-ins and outs; prepare rent roll at October 24, 2013; attend to A/P matters with Diversicare; mail-out to vendors;	4.5
Oct 28	Attend to A/P matters; review invoices;	1.0



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #24

Oct 29	Review payroll and correspondence with L. MacKenzie re vacation accrual; attend to A/P matters and correspondence with suppliers;	2.5
Oct 30	Attend to payroll matters; attend to room deposit refund matters;	1.0
Oct 31	Review payroll for vacation accruals and correspondence with L. Weistra re same.	0.75
TOTAL – M. Lee		45.75 hrs.





Alvarez & Marsal Canada Inc.
400 Burrard Street
Suite 1680, Commerce Place
Vancouver, BC V6C 3A6
Phone: +1 604 638 7440
Fax: +1 604 638 7441

January 28, 2014

Trez Capital
Suite 1550, 1185 West Georgia Street
Vancouver, B.C. V6E 4E6

Attention: Mr. Barry Brovender

RE: 682202 B.C. Ltd.

For professional services rendered for the period November 1 – 30, 2013, in connection with the appointment of Alvarez & Marsal Canada Inc. as Receiver and Manager of 682202 B.C. Ltd. ("682") pursuant to the March 9, 2011 Order of the Supreme Court of British Columbia.

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
T. Martin, Managing Director	4.60	625	\$2,875.00
T. Powell, Director	18.05	300	5,415.00
V. Chan, Sr. Associate	17.00	250	4,250.00
M. Lee, Analyst	26.50	200	5,300.00
	<u>66.15</u>		<u>17,840.00</u>

Add: out of pocket expenses

Website/Data Site set up & maintenance	1,522.50
Courier fees	46.06
Postage	63.00
	<u>1,631.56</u>

19,471.56

Add: GST @ 5%

973.58

TOTAL INVOICE

\$20,445.14

Mail Instructions:

Alvarez & Marsal Canada ULC
Attn: Monica Cheung
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6

Wire Instructions:

Bank: TD Canada Trust
Account Name: Alvarez & Marsal Canada ULC
Swiftcode: TDOMCATTTOR
Bank Address: 55 King Street West
Toronto, ON M5K 1A2
Bank Transit #: 10202
Institution #: 0004
Account #: 5410790
Reference #: **86960 – Invoice #25**
GST: 83486 3367 RT0001

682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #25

<u>Todd Martin</u>	<u>Description</u>	<u>Hrs.</u>
Nov 1	Review, approve and sign cheques for various suppliers;	0.5
Nov 6	Administrative matters and internal discussion;	1.0
Nov 7	Review, approve and sign cheque for return of rental deposit;	0.1
Nov 8	Review, approve and sign cheques for return of rental deposits;	0.5
Nov 12	Attend to various closing matters;	1.0
Nov 15	Internal meeting and discussion regarding funds on hand and disposition of same and communication to Trez;	1.0
Nov 22	Attend to various administrative matters;	0.5
TOTAL – T. Martin		4.6 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #25

<u>Tom Powell</u>	<u>Description</u>	<u>Hrs.</u>
Nov 4	Attend to deposit returns; review draft website update; review financial accounting treatment for the asset sale; attend to accounts payable matters and request final statements of account; attend to payroll matters; attend to record retention matters; correspond with the office manager;	3.25
Nov 5	Correspond with former benefits provider; attend to final payroll matters; attend call with T. Morrissey, VP Operations Finance of Chartwell REIT; review call from resident; draft release regarding an employee matter; attend to enquiry regarding tax losses;	2.8
Nov 6	Internal discussion regarding distribution to OTTP; correspond with former employee; attend to file administration; attend telephone call with People's Trust; email B. Brovender, Trez Capital; email Stikemans regarding Peoples Trust enquiry;	1.0
Nov 7	Attend telephone call with N. Shapiro, Stikemans; receive direction from Stikemans regarding sales proceeds; correspond with J. Camley, Gowlings; review final petty cash request;	2.5
Nov 8	Attend to accounts payable matters; correspond with office manager regarding transition matters; correspond with C. Dogherty, Gowlings, regarding distribution of sales proceeds held in trust;	1.5
Nov 12	Attend to accounts payable matters; correspond with N. Shapiro, Stikemans, regarding distribution;	1.5
Nov 13	Email B. Brovender, review employee T4 summary; attend call with N. Shapiro regarding closing matters and cancellation of insurance;	1.0
Nov 14	Attend to file administration; review accounts payable listing and final statements from suppliers; internally discuss same with M. Lee;	0.5
Nov 15	Email B. Brovender regarding estate trust balance and interim distribution and attend call regarding same; attend to insurance release matters;	1.0
Nov 18	Internally discuss tax matters with V. Chan; attend call from a party enquiring regarding tax losses; review statement of receipts and disbursements;	0.5



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #25

Nov 19	Attend to post-closing adjustments; attend to insurance earned premium refund;	0.5
Nov 20	Prepare updated statement of receipts and disbursements; review draft tax loss calculation with V. Chan;	1.0
Nov 26	Attend to various transition matters; arrange for notification to employees of health and dental benefits submission deadlines.	1.0
TOTAL – T. Powell		18.05 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #25

<u>Vicki Chan</u>	<u>Description</u>	<u>Hrs.</u>
Nov 15	Prepare adjusted trial balances for period ending 2010, 2011, 2012 and 2013;	2.5
Nov 18	Prepare tax returns 2010 to 2013 and adjusted trial balances;	2.0
Nov 21	Calculation of tax loss balance;	2.0
Nov 25	Prepare tax returns 2010 to 2013 and adjusted trial balances; research of regulations regarding debt forgiveness;	4.5
Nov 26	Prepare tax returns 2010 to 2013 and adjusted trial balances; research of regulations regarding debt forgiveness;	3.0
Nov 27	Prepare tax returns 2010 to 2013 and adjusted trial balances; research of regulations regarding debt forgiveness.	3.0
TOTAL – V. Chan		17.0 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #25

<u>Marianna Lee</u>	<u>Description</u>	<u>Hrs.</u>
Nov 1	Review payroll and correspondence with L. MacKenzie and Ceridian re same; reconcile bank account and attend to A/P matters;	2.0
Nov 4	Attend to A/P matters and payroll matters;	1.0
Nov 5	Review invoices and prepare cheque requisitions;	3.0
Nov 6	Review invoices and correspondence with vendors re same; attend to payroll matters; attend to room deposit refund matters;	1.0
Nov 7	Correspondence with vendors and prepare A/R cheques;	1.5
Nov 8	Attend to A/P matters and prepare cheques and distribute;	2.0
Nov 14	Reconciling accounts and R&D; attend to payroll matters; attend to A/P matters;	4.0
Nov 15	Attend to A/P matters and correspondence with vendors; prepare A/P cheques;	3.0
Nov 18	Prepare statement of receipts and disbursements and attend to A/P matters;	2.0
Nov 19	Attend to A/P matters;	1.0
Nov 20	Attend to A/P matters;	1.0
Nov 21	Attend to A/P matters;	0.5
Nov 22	Attend to A/P matters;	1.0
Nov 25	Attend to A/P matters;	1.0
Nov 26	Attend to A/P matters and banking matters;	1.5
Nov 27	Attend to A/P matters and correspondence with vendors and Cedarbrooke personnel re same.	1.0
TOTAL – M. Lee		26.5 hrs.





Alvarez & Marsal Canada Inc.
400 Burrard Street
Suite 1680, Commerce Place
Vancouver, BC V6C 3A6
Phone: +1 604 638 7440
Fax: +1 604 638 7441

January 28, 2014

Trez Capital
Suite 1550, 1185 West Georgia Street
Vancouver, B.C. V6E 4E6

Attention: Mr. Barry Brovender

RE: 682202 B.C. Ltd.

For professional services rendered for the period December 1 – 31, 2013, in connection with the appointment of Alvarez & Marsal Canada Inc. as Receiver and Manager of 682202 B.C. Ltd. ("682") pursuant to the March 9, 2011 Order of the Supreme Court of British Columbia.

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
T. Martin, Managing Director	0.5	625	\$312.50
T. Powell, Director	6.5	300	1,950.00
V. Chan, Sr. Associate	0.5	250	125.00
M. Lee, Analyst	1.0	200	200.00
	<u>8.5</u>		<u>2,587.50</u>

Add: out of pocket expenses

Website maintenance	22.50
Courier fees	23.03
	<u>45.53</u>
	2,633.03

Add: GST @ 5% 131.65

TOTAL INVOICE **\$2,764.68**

Mail Instructions:

Alvarez & Marsal Canada ULC
Attn: Monica Cheung
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6

Wire Instructions:

Bank: TD Canada Trust
Account Name: Alvarez & Marsal Canada ULC
Swiftcode: TDOMCATTOR
Bank Address: 55 King Street West
Toronto, ON M5K 1A2
Bank Transit #: 10202
Institution #: 0004
Account #: 5410790
Reference #: **86960 – Invoice #26**
GST: 83486 3367 RT0001

682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #26

<u>Todd Martin</u>	<u>Description</u>	<u>Hrs.</u>
Dec 23	Internal meeting and discussion regarding interim distribution to secured lender including consideration of Court Orders, indemnity agreement and other related matters.	0.5
TOTAL – T. Martin		0.5 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #26

<u>Tom Powell</u>	<u>Description</u>	<u>Hrs.</u>
Dec 2	Review summary of outstanding accounts payable; close down data site; attend to file administration;	1.0
Dec 3	Attend call with CRA regarding payroll remittance matters and closure of related accounts;	0.5
Dec 6	Attend to accounts payable matters relating to a disputed invoice;	0.5
Dec 17	Correspond with A. Jurczak; correspond with Marsh regarding an insurance matter; attend telephone call with B. Brovender.	1.0
Dec 23	Various correspondence with Trez Capital regarding final distribution; attend to accounts payable matters;	1.0
Dec 30	Attend to file administration; attend to deposit returns;	0.5
Dec 31	Attend to financial accounting matters; attend to insurance matter.	2.0
TOTAL – T. Powell		6.5 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #26

<u>Vicki Chan</u>	<u>Description</u>	<u>Hrs.</u>
Dec 23	Correspondence with Canada Revenue Agency regarding Tax Deduction, Canada Pension Plan, Employment Insurance Discrepancy Notice for 2013.	0.5
TOTAL – V. Chan		0.5 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #26

<u>Marianna Lee</u>	<u>Description</u>	<u>Hrs.</u>
Dec 17	Attend to banking matters and prepare wire.	1.0
TOTAL – M. Lee		1.0 hrs.





Alvarez & Marsal Canada Inc.
400 Burrard Street
Suite 1680, Commerce Place
Vancouver, BC V6C 3A6
Phone: +1 604 638 7440
Fax: +1 604 638 7441

March 24, 2014

Trez Capital
Suite 1550, 1185 West Georgia Street
Vancouver, B.C. V6E 4E6

Attention: Mr. Barry Brovender

RE: 682202 B.C. Ltd.

For professional services rendered for the period January 1 – February 28, 2014, in connection with the appointment of Alvarez & Marsal Canada Inc. as Receiver and Manager of 682202 B.C. Ltd. ("682") pursuant to the March 9, 2011 Order of the Supreme Court of British Columbia.

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
T. Martin, Managing Director	3.2	625	\$2,000.00
T. Powell, Director	27.5	300	8,250.00
V. Chan, Sr. Associate	1.0	250	250.00
M. Lee, Analyst	29.0	200	5,800.00
M. Cheung, Executive Assistant	2.0	100	200.00
	<u>62.7</u>		<u>16,500.00</u>

Add: out of pocket expenses
Other 40.95

Add: GST @ 5% 827.05

TOTAL INVOICE **\$17,368.00**

Mail Instructions:

Alvarez & Marsal Canada ULC
Attn: Monica Cheung
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6

Wire Instructions:

Bank: TD Canada Trust
Account Name: Alvarez & Marsal Canada ULC
Swiftcode: TDOMCATTTOR
Bank Address: 55 King Street West
Toronto, ON M5K 1A2
Bank Transit #: 10202
Institution #: 0004
Account #: 5410790
Reference #: **86960 – Invoice #27**
GST: 83486 3367 RT0001

682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #27

<u>Todd Martin</u>	<u>Description</u>	<u>Hrs.</u>
Jan 6	Review cheque requests and sign cheques for various suppliers;	0.2
Jan 7	Attend to approval of wire transfer and documentation regarding distribution to secured lender and internal discussion regarding same;	0.5
Jan 22	Internal discussion and meeting regarding outstanding matters to conclude completion of receivership;	0.5
Feb 4	Review draft final report for Court and internal discussion regarding same;	1.0
Feb 5	Review draft final report for Court and internal discussion regarding same.	1.0
TOTAL – T. Martin		3.2 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #27

<u>Tom Powell</u>	<u>Description</u>	<u>Hrs.</u>
Jan 2	Attend to file administration; attend to accounts payable enquiry and correspond with insurance broker regarding insurance adjuster matters relating to an unresolved claim;	1.5
Jan 6	Attend to transitional accounts payable matters; correspond with Trez Capital regarding interim distribution; attend call from N. Shapiro, Stikemans regarding wire details for interim distribution;	1.5
Jan 7	Email N. Shapiro regarding wire details for interim distribution; correspond with Marsh Canada Inc. regarding insurance earned premium refund;	1.25
Jan 8	Attend to file administration; correspond with B. Brovender, Trez Capital; correspond with L. Chamberlain, Marsh Canada Inc.	1.0
Jan 13	Internally discuss status of interim distribution with T. Martin; attend call with B. Brovender; forward all documents relating to the interim distribution to Trez Capital; review cash position prepared by M. Lee; correspond with Onsite Site Restoration regarding payment history and support;	2.5
Jan 14	Correspond with N. Shapiro regarding wire instructions for interim distribution and related letter of direction; attend to financial accounting matters;	1.25
Jan 15	Correspond with N. Shapiro; attend to wire transfer of interim distribution; correspond with J. Erikson, Canada Revenue Agency, regarding audit matters;	1.0
Jan 19	Correspond with KPMG regarding potential to monetize any tax attributes;	0.25
Jan 20	Attend to CRA audit follow-up; correspond with Chartwell re. transitional matters;	0.5
Jan 21	Correspond with KPMG regarding tax attributes; attend to transitional matters relating to accounts payable;	1.0
Jan 22	Correspond with B. Brovender regarding timing of completion; prepare estimate of final distribution;	1.0
Jan 23	Attend to file administration;	0.5



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #27

Jan 24	Internal discussion with M. Lee regarding quantitative analysis required for final report;	0.5
Jan 28	Correspond with A. Jurczak, OTPP; attend to file administration; prepare outline of final report;	1.0
Jan 30	Attend call with K. Holmgren to discuss any outstanding transitional matters from an operations perspective;	0.5
Jan 31	Draft final Receiver's report;	4.5
Feb 3	Draft final Receiver's report;	1.5
Feb 4	Draft final Receiver's report;	3.0
Feb 5	Address T. Martin comments on draft report;	1.5
Feb 11	Correspond with B. Brovender; follow-up with Gowlings regarding comments on final report and application materials;	0.5
Feb 13	Correspond with J. Schneider, CRA, regarding audit follow-up matters;	0.5
Feb 17	Internally discuss CRA audit matters with M. Lee; attend to file administration;	0.5
Feb 21	Correspond with Gowlings regarding final report.	0.25
TOTAL – T. Powell		27.5 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #27

<u>Vicki Chan</u>	<u>Description</u>	<u>Hrs.</u>
Jan 21	Meeting with external tax advisor regarding potential tax losses; analysis and calculation of cumulative tax losses.	1.0
TOTAL – V. Chan		1.0 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #27

<u>Marianna Lee</u>	<u>Description</u>	<u>Hrs.</u>
Jan 2	Attend interim distribution matters and prepare documentation; prepare A/P cheques and call vendor re invoice matters;	1.5
Jan 6	Attend to interim distribution matters and draft documents and attend to banking matters re same; attend call with T. Powell and On Side Restoration re reconciliation of payables;	1.5
Jan 7	Attend to interim distribution matters and banking matters re same; review of On Side Restoration invoices and insurance claims and correspondence with Marsh and K. Holmgren, Cedarbrooke Chateau, re same; attend to resident deposit matters;	3.0
Jan 10	Attend to call with vendor re credit; review and reconcile insurance claims;	1.0
Jan 13	Prepare and update cash summary; correspondence with Marsh and On Side Restoration re insurance claims;	1.0
Jan 14	Attend to banking matters and deposit refund matters; attend call with S. Lange, Marsh Canada, re insurance claims;	1.0
Jan 15	Attend to banking matters and update estimated cash schedule and related documents;	1.5
Jan 16	Attend to banking related matters;	0.5
Jan 20	Attend to T4 matters and contact Ceridian re same;	0.5
Jan 21	Review revised T4s and follow up with CRA review matters;	0.5
Jan 23	Attend accounts payables matters;	0.5
Jan 27	Prepare cheque and correspondence with On Side Restoration and Cunningham Lindsay re insurance claims; review payroll source deductions and follow up with CRA payroll account review;	2.5
Jan 28	Reviewing payroll reports and correspondence with Ceridian and re same;	2.0
Jan 29	Prepare draft Fourth Report and related schedules;	4.0
Jan 30	Prepare draft Fourth Report of the Receiver and revise schedules	3.0
Jan 31	Prepare draft Fourth Report and schedules and follow up with On Side Restoration and Marsh Canada re insurance claims;	1.5



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #27

Feb 3	Draft correspondence to CRA re payroll review and attend telephone call with insurance adjuster re On Side Restoration insurance claims;	1.5
Feb 4	Correspondence with CRA re payroll review; revise Fourth Report and update schedules;	0.5
Feb 5	Make revisions to the Fourth Report and attend to administrative matters.	1.5
TOTAL – M. Lee		29.0 hrs.



682202 B.C. Ltd. (o/a Cedarbrooke Chateau) – 86960 Invoice #27

<u>Monica Cheung</u>	<u>Description</u>	<u>Hrs.</u>
Feb 4	Prepare mailmerge of Employee T4s;	1.5
Feb 19	Prepare and mailout Employee T4s.	0.5
TOTAL – M. Cheung		2.0 hrs.



APPENDIX C

682202 B.C. Ltd. d.b.a. Cedarbrooke Chateau
Summary of the Receiver and Manager's Professional Fees and Disbursements
For the Period March 9, 2011 to February 28, 2014

Alvarez & Marsal Canada Inc. Professionals		Hourly		Total
Name	Position	Rate	Hours	Fees
Todd Martin	Managing Director	\$ 625	146.70	\$ 91,687.50
Pam Boparai	Managing Director ¹	500	833.05	416,525.00
Callum Beveridge	Senior Director	450	2.00	900.00
Melanie MacKenzie	Director	375	137.40	51,525.00
Tom Powell	Director ¹	300	1494.35	448,305.00
Vicki Chan	Senior Associate	250	143.80	35,950.00
Marianna Lee	Analyst	200	483.60	96,720.00
Monica Cheung	Executive Assistant	100	2.00	200.00
			<u>3242.90</u>	<u>1,141,812.50</u>

Disbursements

Advertisement	80.73
Courier fees	3,693.03
Chargeable meals	91.73
Mileage, fuel, rental car, etc.	6,116.32
Photocopying	324.75
Other	5,045.36
Wireless telephone usage	<u>266.93</u>
	15,618.85

HST/GST 101,180.12

Total fees, out of pocket expenses and tax \$ 1,258,611.47

Note 1 - Prior to November 1, 2012 Ms. Boparai and Mr. Powell were Senior Director and Manager, respectively.

APPENDIX D

682202 B.C. Ltd. d.b.a. Cedarbrooke Chateau
Summary of the Receiver and Manager's Legal Counsel Fees and Disbursements
For the period March 9, 2011 to February 28, 2014

Invoice Number	Invoice Date	Fees	Disbursements	HST/GST	Total
Gowling Lafleur Henderson:					
17230750	May 6, 2011	\$ 44,000.00	652.07	5,353.16	\$ 50,005.23
17280753	July 19, 2011	8,600.00	67.63	1,040.12	9,707.75
17349005	November 10, 2011	1,000.00	6.70	120.80	1,127.50
17402459	December 31, 2011	2,320.00	39.90	279.83	2,639.73
17453671	April 4, 2012	7,900.00	100.67	956.72	8,957.39
17474144	May 7, 2012	1,250.00	9.92	151.19	1,411.11
17517347	July 3, 2012	8,250.00	176.13	1,010.30	9,436.43
17517413	July 4, 2012	5,240.96	-	628.92	5,869.88
17609356	November 30, 2012	2,975.00	17.82	359.14	3,351.96
17648535	December 21, 2012	475.00	0.75	57.09	532.84
		82,010.96	1,071.59	9,957.27	93,039.82
17661416	January 31, 2013	2,450.00	13.94	295.67	2,759.61
17705189	March 31, 2013	21,750.00	288.54	2,640.47	24,679.01
17718740	April 30, 2013	4,750.00	418.90	585.65	5,754.55
17737946	May 31, 2013	2,800.00	88.19	345.17	3,233.36
17761396	June 27, 2013	15,500.00	173.77	1,868.69	17,542.46
17822146	September 30, 2013	28,000.00	1,269.02	3,394.46	32,663.48
17896518	December 31, 2013	40.00	1.17	4.86	46.03
17896563	December 31, 2013	29,000.00	936.27	3,513.90	33,450.17
17923845	February 28, 2014	375.00	1.98	45.10	422.08
		104,665.00	3,191.78	12,693.97	120,550.75
		\$ 186,675.96	\$ 4,263.37	\$ 22,651.24	\$ 213,590.57

APPENDIX E



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John I. McLean, Q.C.
Direct (604) 891-2285
john.mclean@gowlings.com
File No. V37590

February 1, 2013

Alvarez & Marsal Canada ULC
Suite 1680, Commerce Place
400 Burrard Street
Vancouver, BC V6C 3A6

Attention: Pam Boparai

Dear Sirs:

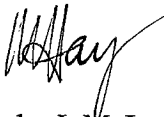

Re: Kingsway Arms Management Services Inc.

We enclose our recent statement of account, Invoice No. 17661416, dated January 31, 2013, for services rendered in connection with the above-noted matter.

If you have any questions concerning the enclosed, please do not hesitate to call.

Yours truly,

GOWLING LAFLEUR HENDERSON LLP


John I. McLean, Q.C.

JIM/msh
Enc.

VAN_LAW\787080\1



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Alvarez & Marsal Canada ULC
ATTN: Pam K. Boparai
Senior Director
Suite 1680, Commerce Place,
400 Burrard Street
Vancouver BC V6C 3A6

January 31, 2013
INVOICE: 17661416

Our Matter: V37590 / 191223
RE: Kingsway Arms Management Services Inc.

TO OUR FEE:

Fees for Professional Services	\$2,450.00
HST on Fees	294.00
Total Fees and Taxes	2,744.00

DISBURSEMENTS:

Disbursements (Taxable)	13.94
HST on Disbursements	1.67
Total Disbursements and Taxes	15.61

TOTAL INVOICE BALANCE:

Total for this Invoice	2,759.61
[Total HST: \$295.67]	
Please remit total invoice balance due:	In Canadian Dollars <u>\$2,759.61</u>

GOWLING LAFLEUR HENDERSON LLP

PER

John I. McLean, Q.C.

terms: due upon receipt
interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded
GST/HST: 11936 4511 RT

page 1 of 3

January 31, 2013
INVOICE: 17661416

Alvarez & Marsal Canada ULC
Our Matter: V37590
Kingsway Arms Management Services Inc.

PROFESSIONAL SERVICES

Date	Hours	Timekeeper	Description
18/01/2013	0.20	John I. McLean	Telephone conversation with Ms. Boparai re sales process
21/01/2013	0.80	Joel A. Camley	Reviewing and commenting on draft non-disclosure and Confidentiality Agreement;
21/01/2013	1.00	Michael Gardner	Formatting and revising non-disclosure and confidentiality agreement;
21/01/2013	1.00	John I. McLean	Email from you; review bid process documents; email to Mr. Camley and email to you
21/01/2013	0.30	Martin L. Palleson	Review e-mail; agreement; e-mail to client;
22/01/2013	0.60	Joel A. Camley	Revising Non-Disclosure Agreement and correspondence to P. Boparai regarding same;
22/01/2013	1.50	John I. McLean	Review draft sales process; review Court Order and memo to you re amendments; office conference with Mr. Camley.

Total Fees for Professional Services

\$2,450.00

DISBURSEMENTS

Taxable Costs

Copying	\$13.25
Postage	\$0.69
Total Taxable Disbursements	<u>\$13.94</u>



January 31, 2013
INVOICE: 17661416

Remittance Copy

Client: 191223 Alvarez & Marsal Canada ULC
Matter: V37590
RE: Kingsway Arms Management Services Inc.
Amount Due: \$2,759.61

PAYMENT BY CHEQUE:

Please return this page with your payment payable to Gowling Lafleur Henderson LLP

Remit to: Gowling Lafleur Henderson LLP
550 Burrard Street
PO Box 30
Vancouver, BC V6C 2B5
Canada

PAYMENT BY WIRE TRANSFER:

Pay by Swift MT 103 Direct to:
SWIFTCODE: CIBCCATT

BENEFICIARY BANK: Canadian Imperial Bank of Commerce
400 Burrard Street, Vancouver, BC V6C 3A6

TRANSIT NUMBER: 0010-00010

BENEFICIARY ACCOUNT NAME: Gowling Lafleur Henderson LLP
550 Burrard St, Suite 2300, Vancouver, BC V6C 2B5

BENEFICIARY ACCOUNT NUMBER(S): CDN Account: 41-09619
USD Account: 03-09117

International payments intermediary banking information:

USD WELLS FARGO BANK, N.A. PNBPU3NNYC (ABA 026005092)

* if paying by wire or EFT please e-mail the remittance details to payments.vancouver@gowlings.com



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John I. McLean, Q.C.
Direct (604) 891-2285
john.mclean@gowlings.com
File No. V37590

April 17, 2013

Alvarez & Marsal Canada ULC
Suite 1680, Commerce Place
400 Burrard Street
Vancouver, BC V6C 3A6

Attention: Pam Boparai

Dear Sirs:

Re: Kingsway Arms Management Services Inc.

We enclose our recent statement of account, Invoice No. 17705189, dated March 31, 2013, for services rendered in connection with the above-noted matter.

If you have any questions concerning the enclosed, please do not hesitate to call.

Yours truly,

GOWLING LAFLEUR HENDERSON LLP

John I. McLean, Q.C.

JIM/msh
Enc.

VAN_LAW\ 787080\1



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Alvarez & Marsal Canada ULC
ATTN: Pam K. Boparai
Senior Director
Suite 1680, Commerce Place,
400 Burrard Street
Vancouver BC V6C 3A6

March 31, 2013
INVOICE: 17705189

Our Matter: V37590 / 191223
RE: Kingsway Arms Management Services Inc.

TO OUR FEE:

Fees for Professional Services	\$21,750.00
HST on Fees	2,610.00
Total Fees and Taxes	24,360.00

DISBURSEMENTS:

Disbursements (Taxable)	253.94
Disbursements (Non-Taxable)	34.60
HST on Disbursements	30.47
Total Disbursements and Taxes	319.01

TOTAL INVOICE BALANCE:

Total for this Invoice	24,679.01
[Total HST: \$2,640.47]	
Please remit total invoice balance due:	In Canadian Dollars <u>\$24,679.01</u>

GOWLING LAFLEUR HENDERSON LLP

PER

John I. McLean, Q.C.

terms: due upon receipt

Interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded
GST/HST: 11936 4511 RT

March 31, 2013
INVOICE: 17705189

Alvarez & Marsal Canada ULC
Our Matter: V37590
Kingsway Arms Management Services Inc.

PROFESSIONAL SERVICES

Date	Hours	Timekeeper	Description
22/01/2013	0.50	Silvia Frangolias-Kainz	Revising non-disclosure and confidentiality agreement;
24/01/2013	0.80	Joel A. Camley	Drafting Termination clause provisions in bidding procedure schedule;
24/01/2013	0.80	John I. McLean	Review revised sale process; conference with Mr. Camley and telephone conversation with Ms. Boparai
25/01/2013	0.80	Joel A. Camley	Revising bidding procedure schedule;
25/01/2013	0.90	John I. McLean	Review and revise re bidding process
27/01/2013	1.80	John I. McLean	Review pleadings; draft Notice of Application, Order and Affidavit in support of Court approval of sales process and email to you.
28/01/2013	0.90	John I. McLean	Revise draft materials to approve sales process and email to Ms. Boparai
29/01/2013	0.30	John I. McLean	Email with Ms. Pillon re draft Affidavit
29/01/2013	0.30	John I. McLean	Email with Ms. Boparai; amend Notice of Application and Affidavit
29/01/2013	0.10	John I. McLean	Email to Ms. Pillon with draft material
30/01/2013	0.40	John I. McLean	Email and telephone conversation with Ms. Boparai
07/02/2013	0.10	John I. McLean	Email from Ms. Pillon
12/02/2013	0.20	John I. McLean	Telephone conversation with Ms. Boparai re sale process
13/02/2013	0.10	John I. McLean	Email to you with revised Application and Affidavit re sale process
13/02/2013	0.40	John I. McLean	Review first draft of Report
13/02/2013	1.90	John I. McLean	Review amendments to the confidentiality agreement; review sales process agreement; meeting with Ms. Boparai; telephone conversation with Ms. Pillon
13/02/2013	1.00	John I. McLean	Revise Application, Affidavit and Order to reflect revised form of sales process
15/02/2013	2.70	John I. McLean	Telephone conversation with Ms. Boparai; review and comment on draft report and teaser letter and review Order re payment of funds; revise Application, Affidavit and Order to permit payment of monies to lender; email to you; email with Ms. Boparai; telephone conversation with Mr. Fiddick re Order Nisi; further telephone conversation with Ms. Boparai
15/02/2013	0.20	John I. McLean	Telephone conversation with Ms. Boparai
16/02/2013	0.60	John I. McLean	Email from Ms. Boparai; revise pleadings and email to Ms.

terms: due upon receipt

Interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded

Date	Hours	Timekeeper	Description
			Pillon
21/02/2013	0.20	John I. McLean	Email with Ms. Boparai re sale process Motion
25/02/2013	0.40	Colin D. Brousson	Telephone call to Ms. Boparai; instruct Mr. Camley re Asset Purchase Agreement; review draft agreement
26/02/2013	0.80	Joel A. Camley	Reviewing correspondence from P. Boparai regarding terms of Asset Purchase Agreement;
27/02/2013	0.50	Sue Ashton	Preparing agreement of purchase and sale;
27/02/2013	0.20	Colin D. Brousson	Office conference with Mr. Camley re Asset Purchase Agreement
27/02/2013	1.90	Joel A. Camley	Drafting Purchase Agreement regarding Cedarbrooke;
27/02/2013	0.60	Michael J. Schalke	Voice message from J. McLean re: severance obligations re: sale of Cedarbrook Manor; review Receivership Order; email to J. McLean; conference with C. Brousson;
28/02/2013	0.10	Michael J. Schalke	Emails with P. Boparai re: severance issues;
01/03/2013	1.40	Joel A. Camley	Drafting Purchase Agreement and telephone call with client regarding same;
01/03/2013	0.30	John I. McLean	Telephone conversation with Ms. Boparai; office conference with Mr. Camley re sale process
02/03/2013	1.80	John I. McLean	Review draft teaser letter; review email from Ms. Pillon and Ms. Boparai re changes to draft Motion materials; revise Motion materials; email to Ms. Boparai re disclosure of documents, clearance certifications and sale process.
03/03/2013	1.00	Kathryn Ely	Revisions to agreement of purchase and sale;
04/03/2013	1.00	Joel A. Camley	Revising Purchase Agreement;
04/03/2013	0.40	Kathryn Ely	Revisions to agreement of purchase and sale;
04/03/2013	0.20	Silvia Frangolias-Kainz	Revising agreement of purchase and sale;
04/03/2013	0.20	John I. McLean	Telephone conversation with Ms. Boparai re tax
04/03/2013	1.00	John I. McLean	Review email from Ms. Boparai; revise Affidavit and Order; email to you; email to Ms. Pillon
05/03/2013	0.40	Joel A. Camley	Reviewing Bidding Agreement;
05/03/2013	0.20	John I. McLean	Email from Ms. Pillon re draft sale process
05/03/2013	2.90	John I. McLean	Telephone conversation with Ms. Boparai; revise Affidavit and revise confidentiality agreement; review letter from Altos; review draft Confidential Information Memorandum; email to you.
05/03/2013	0.40	Michael J. Schalke	Teleconference with T. Powell re: severance liabilities in possible sale of Cedarbrook Manor; note to file re: same;
06/03/2013	0.80	John I. McLean	Telephone conversation with Ms. Boparai re building report; conference call with secured creditor; telephone conversation with Ms. Pillon; further telephone conversation with Ms. Boparai re Confidentiality Information Memorandum

terms: due upon receipt

Interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded

Date	Hours	Timekeeper	Description
06/03/2013	1.70	John I. McLean	Review draft Asset Purchase Agreement
06/03/2013	0.20	John I. McLean	Email with Mr. Roos re potential interest in facility; telephone conversation with Ms. Boparai
07/03/2013	0.50	John I. McLean	Office conference with Mr. Camley to review draft Asset Purchase Agreement
11/03/2013	1.10	Joel A. Camley	Revising Asset Purchase Agreement and correspondence to client;
11/03/2013	0.20	John I. McLean	Email from Ms. Pillon and review list of potential bidders
12/03/2013	0.50	Joel A. Camley	Correspondence to P. Boparai regarding revised Purchase Agreement;
12/03/2013	0.20	John I. McLean	Office conference with Mr. Camley re Asset Purchase Agreement
14/03/2013	0.20	John I. McLean	Email from Ms. Boparai re sale agreement
15/03/2013	0.90	Joel A. Camley	Reviewing correspondence from P. Boparai regarding amendments to Asset Purchase Agreement and amending same;
15/03/2013	1.50	John I. McLean	Email from Mr. Shapiro re draft documents; revising sale document and email to Mr. Shapiro and email from Ms. Boparai.
18/03/2013	0.40	Karon J Maclean	Revise Agreement of Purchase and Sale for J. Camley
18/03/2013	0.50	John I. McLean	Review current draft of Asset Purchase Agreement
19/03/2013	0.50	Joel A. Camley	Revising Asset Purchase Agreement regarding tenant deposits and material adverse change threshold;
19/03/2013	0.30	John I. McLean	Office conference with Mr. Camley re Asset Purchase Agreement terms
20/03/2013	0.40	John I. McLean	Review occupancy agreement re ability to assign and email to Mr. Camley
20/03/2013	0.60	John I. McLean	Review revised Asset Purchase Agreement; email to Ms. Pillon with draft; email to you re outstanding matter
25/03/2013	0.60	John I. McLean	Review and comment on the Receiver's draft 2nd report

Total Fees for Professional Services

\$21,750.00

DISBURSEMENTS

Non-Taxable Costs

Minister of Finance - Agency \$34.60

Total Non-Taxable Disbursements

\$34.60

Taxable Costs

Copying \$198.75

Scanning Service \$8.50

Postage \$0.69

terms: due upon receipt

Interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded



March 31, 2013
INVOICE: 17705189

Colour Copy Recoveries	\$40.00
Minister of Finance - Taxable	\$6.00
Total Taxable Disbursements	<u>\$253.94</u>

March 31, 2013
INVOICE: 17705189

Remittance Copy

Client: 191223 Alvarez & Marsal Canada ULC
Matter: V37590
RE: Kingsway Arms Management Services Inc.
Amount Due: \$24,679.01

PAYMENT BY CHEQUE:

Please return this page with your payment payable to Gowling Lafleur Henderson LLP

Remit to: Gowling Lafleur Henderson LLP
550 Burrard Street
PO Box 30
Vancouver, BC V6C 2B5
Canada

PAYMENT BY WIRE TRANSFER:

Pay by Swift MT 103 Direct to:
SWIFTCODE: CIBCCATT

BENEFICIARY BANK: Canadian Imperial Bank of Commerce
400 Burrard Street, Vancouver, BC V6C 3A6

TRANSIT NUMBER: 0010-00010

BENEFICIARY ACCOUNT NAME: Gowling Lafleur Henderson LLP
550 Burrard St, Suite 2300, Vancouver, BC V6C 2B5

BENEFICIARY ACCOUNT NUMBER(S): CDN Account: 41-09619
USD Account: 03-09117

International payments intermediary banking information:

USD WELLS FARGO BANK, N.A. PNPBUS3NNYC (ABA 026005092)

* if paying by wire or EFT please e-mail the remittance details to payments.vancouver@gowlings.com



montréal • ottawa • toronto • hamilton • waterloo region • calgary • vancouver • moscow • london

John I. McLean, Q.C.
Direct (604) 891-2285
john.mclean@gowlings.com
File No. V37590

May 8, 2013

Alvarez & Marsal Canada ULC
Suite 1680, Commerce Place
400 Burrard Street
Vancouver, BC V6C 3A6

Attention: Pam Boparai

Dear Sirs:

Re: Kingsway Arms Management Services Inc.

We enclose our recent statement of account, Invoice No. 17718740, dated April 30, 2013, for services rendered in connection with the above-noted matter.


If you have any questions concerning the enclosed, please do not hesitate to call.

Yours truly,

GOWLING LAFLEUR HENDERSON LLP



John I. McLean, Q.C.



JIM/msh
Enc.

VAN_LAW\787080\1



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Alvarez & Marsal Canada ULC
ATTN: Pam K. Boparai
Senior Director
Suite 1680, Commerce Place,
400 Burrard Street
Vancouver BC V6C 3A6

April 30, 2013
INVOICE: 17718740

Our Matter: V37590 / 191223
RE: Kingsway Arms Management Services Inc.

TO OUR FEE:

Fees for Professional Services	\$4,750.00
GST on Fees	237.50
PST on Fees	332.50
Total Fees and Taxes	5,320.00

DISBURSEMENTS:

Disbursements (Taxable)	312.90
Disbursements (Non-Taxable)	106.00
GST on Disbursements	15.65
Total Disbursements and Taxes	434.55

TOTAL INVOICE BALANCE:

Total for this Invoice	5,754.55
[Total GST: \$253.15 Total PST: \$332.50]	
Please remit total invoice balance due:	In Canadian Dollars
	<u>\$5,754.55</u>

GOWLING LAFLEUR HENDERSON LLP

PER

John I. McLean, Q.C.

terms: due upon receipt

Interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded
GST/HST: 11936 4511 RT

April 30, 2013
INVOICE: 17718740

Alvarez & Marsal Canada ULC
Our Matter: V37590
Kingsway Arms Management Services Inc.

PROFESSIONAL SERVICES

Date	Hours	Timekeeper	Description
02/04/2013	0.40	John I. McLean	Email and telephone conversation with Ms. Boparai
02/04/2013	0.50	John I. McLean	Review Report; review email from Mr. Shapiro
02/04/2013	0.50	John I. McLean	Telephone conversation with Ms. Boparai
03/04/2013	0.30	John I. McLean	Telephone conversation with Mr. Brown re service list; telephone conversation with Mr. Kington; email to Mr. Kington
04/04/2013	0.20	John I. McLean	Email with Mr. Shapiro
10/04/2013	0.50	John I. McLean	Review memo re service; revise Application; email from Ms. Boparai re Court date
10/04/2013	0.20	John I. McLean	Telephone conversation with Mr. Brown re hearing date
11/04/2013	0.40	John I. McLean	Arrange for filing and service; email to you
12/04/2013	0.40	John I. McLean	Email to Ms. Boparai re clearance certificate issue; email to Ms. Pillon re CRA issue
15/04/2013	0.30	John I. McLean	Review email from you; fax from Mr. Johnston re service; arrange service
22/04/2013	0.20	John I. McLean	Telephone conversation with Mr. Powell re lease agreements
24/04/2013	2.80	John I. McLean	Preparation for hearing; telephone call with Ms. Boparai re schedule; revise form of Order and have it vetted for entry; attendance at Supreme Court Chambers to argue adjournment application and obtain Order re sales process; settlement of Order and meeting with Ms. Boparai.
24/04/2013	0.30	Christopher Jorge Munroe	Vetting order at court registry;
25/04/2013	0.90	John I. McLean	Confirm service issues and consider indemnity and CRA issue re payout to lender

Total Fees for Professional Services

\$4,750.00

DISBURSEMENTS

Non-Taxable Costs

Minister of Finance - Agency

\$106.00

Total Non-Taxable Disbursements

\$106.00

Taxable Costs

Copying

\$220.75

Scanning Service

\$32.50

terms: due upon receipt
Interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded



April 30, 2013
INVOICE: 17718740

Postage		\$13.09
Fax Charges		\$1.25
Courier		\$29.31
Minister of Finance - Taxable		\$1.50
19/04/2013	Court Costs - Taxable	\$14.50
	Dye & Durham - Agent Fees: COURT SERVICES	
	Total Taxable Disbursements	<u>\$312.90</u>

terms: due upon receipt
Interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded



April 30, 2013
INVOICE: 17718740

Remittance Copy

Client: 191223 Alvarez & Marsal Canada ULC
Matter: V37590
RE: Kingsway Arms Management Services Inc.
Amount Due: \$5,754.55

PAYMENT BY CHEQUE:

Please return this page with your payment payable to **Gowling Lafleur Henderson LLP**

Remit to: Gowling Lafleur Henderson LLP
550 Burrard Street
PO Box 30
Vancouver, BC V6C 2B5
Canada

PAYMENT BY WIRE TRANSFER:

Pay by Swift MT 103 Direct to:
SWIFTCODE: CIBCCATT

BENEFICIARY BANK: Canadian Imperial Bank of Commerce
400 Burrard Street, Vancouver, BC V6C 3A6

TRANSIT NUMBER: 0010-00010

BENEFICIARY ACCOUNT NAME: Gowling Lafleur Henderson LLP
550 Burrard St, Suite 2300, Vancouver, BC V6C 2B5

BENEFICIARY ACCOUNT NUMBER(S): CDN Account: 41-09619
USD Account: 03-09117

International payments intermediary banking information:

USD WELLS FARGO BANK, N.A. PNBPU3NNYC (ABA 026005092)

* if paying by wire or EFT please e-mail the remittance details to payments.vancouver@gowlings.com

terms: due upon receipt
Interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded



montréal · ottawa · toronto · hamilton · waterloo region · calgary · vancouver · moscow · london

John I. McLean, Q.C.
Direct (604) 891-2285
john.mclean@gowlings.com
File No. V37590

June 3, 2013

Alvarez & Marsal Canada ULC
Suite 1680, Commerce Place
400 Burrard Street
Vancouver, BC V6C 3A6

Attention: Pam Boparai

Dear Sirs:

Re: Kingsway Arms Management Services Inc.

We enclose our recent statement of account, Invoice No. 17737946, dated May 31, 2013, for services rendered in connection with the above-noted matter.

If you have any questions concerning the enclosed, please do not hesitate to call.

Yours truly,

GOWLING LAFLEUR HENDERSON LLP

John I. McLean, Q.C.

JIM/msh
Enc.

VAN_LAW\787080\1



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Alvarez & Marsal Canada ULC
ATTN: Pam K. Boparai
Senior Director
Suite 1680, Commerce Place,
400 Burrard Street
Vancouver BC V6C 3A6

May 31, 2013
INVOICE: 17737946

Our Matter: V37590 / 191223
RE: Kingsway Arms Management Services Inc.

TO OUR FEE:

Fees for Professional Services	\$2,800.00
GST on Fees	140.00
PST on Fees	196.00
Total Fees and Taxes	3,136.00

DISBURSEMENTS:

Disbursements (Taxable)	88.19
GST on Disbursements	4.41
PST on Disbursements	4.76
Total Disbursements and Taxes	97.36

TOTAL INVOICE BALANCE:

Total for this Invoice	3,233.36
[Total GST: \$144.41 Total PST: \$200.76]	
Please remit total invoice balance due:	In Canadian Dollars
	<u>\$3,233.36</u>

GOWLING LAFLEUR HENDERSON LLP

PER


John I. McLean, Q.C.

terms: due upon receipt

interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded
GST/HST: 11936 4511 RT

May 31, 2013
INVOICE: 17737946

Alvarez & Marsal Canada ULC
Our Matter: V37590
Kingsway Arms Management Services Inc.

PROFESSIONAL SERVICES

Date	Hours	Timekeeper	Description
26/04/2013	0.20	John I. McLean	Letter to Mr. Jeletzky re application to vary Order
27/04/2013	0.70	John I. McLean	Review email from Mr. Jeletzky and email from Ms. Boparai; draft response to Mr. Jeletzky; email to you.
27/04/2013	0.20	John I. McLean	Email from Ms. Pillon and email to Mr. Jeletzky
29/04/2013	1.70	Jonathan Ross	Research law re. court's deference to receiver in sales process;
01/05/2013	0.20	John I. McLean	Review Court Order re NDA
01/05/2013	0.90	John I. McLean	Email to Ms. Pillon; review and comment on changes to NDA
06/05/2013	0.20	John I. McLean	Email with Ms. Pillon re material from Mr. Chaplin; email with Ms. Boparai
17/05/2013	0.10	John I. McLean	Email to Ms. Boparai
23/05/2013	0.20	John I. McLean	Telephone conversation with Mr. Powell re revised NDA for Chartwell
23/05/2013	1.00	John I. McLean	Draft amendment to NDA re Carrington and telephone conversation with Mr. Powell re same

Total Fees for Professional Services

\$2,800.00

DISBURSEMENTS

Taxable Costs

Copying	\$7.00
Scanning Service	\$0.25
Postage	\$0.69
Courier	\$12.25
WestlaweCarswell	\$68.00
Total Taxable Disbursements	<u>\$88.19</u>



May 31, 2013
INVOICE: 17737946

Remittance Copy

Client: 191223 Alvarez & Marsal Canada ULC
Matter: V37590
RE: Kingsway Arms Management Services Inc.
Amount Due: \$3,233.36

PAYMENT BY CHEQUE:

Please return this page with your payment payable to Gowling Lafleur Henderson LLP

Remit to: Gowling Lafleur Henderson LLP
550 Burrard Street
PO Box 30
Vancouver, BC V6C 2B5
Canada

PAYMENT BY WIRE TRANSFER:

Pay by Swift MT 103 Direct to:
SWIFTCODE: CIBCCATT

BENEFICIARY BANK: Canadian Imperial Bank of Commerce
400 Burrard Street, Vancouver, BC V6C 3A6

TRANSIT NUMBER: 0010-00010

BENEFICIARY ACCOUNT NAME: Gowling Lafleur Henderson LLP
550 Burrard St, Suite 2300, Vancouver, BC V6C 2B5

BENEFICIARY ACCOUNT NUMBER(S): CDN Account: 41-09619
USD Account: 03-09117

International payments intermediary banking information:

USD WELLS FARGO BANK, N.A. PNBPU3NNYC (ABA 026005092)

* if paying by wire or EFT please e-mail the remittance details to payments.vancouver@gowlings.com

terms: due upon receipt

Interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded



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John I. McLean, Q.C.
Direct (604) 891-2285
john.mclean@gowlings.com
File No. V37590

July 3, 2013

Alvarez & Marsal Canada ULC
Suite 1680, Commerce Place
400 Burrard Street
Vancouver, BC V6C 3A6

Attention: Pam Boparai

Dear Sirs:

Re: Kingsway Arms Management Services Inc.

We enclose our recent statement of account, Invoice No. 17761396, dated June 27, 2013, for services rendered in connection with the above-noted matter.

If you have any questions concerning the enclosed, please do not hesitate to call.

Yours truly,

GOWLING LAFLEUR HENDERSON LLP



John I. McLean, Q.C.

JIM/msh
Enc.

VAN_LAW\ 787080\1



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Alvarez & Marsal Canada ULC
ATTN: Pam K. Boparai
Senior Director
Suite 1680, Commerce Place,
400 Burrard Street
Vancouver BC V6C 3A6

June 27, 2013
INVOICE: 17761396

Our Matter: V37590 / 191223
RE: Kingsway Arms Management Services Inc.

TO OUR FEE:

Fees for Professional Services	\$15,500.00
GST on Fees	775.00
PST on Fees	1,085.00
Total Fees and Taxes	17,360.00

DISBURSEMENTS:

Disbursements (Taxable)	173.77
GST on Disbursements	8.69
Total Disbursements and Taxes	182.46

TOTAL INVOICE BALANCE:

Total for this Invoice	17,542.46
[Total GST: \$783.69 Total PST: \$1,085.00]	
Please remit total invoice balance due:	In Canadian Dollars 17,542.46

GOWLING LAFLEUR HENDERSON LLP

PER

John I. McLean, Q.C.

terms: due upon receipt

Interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded
GST/HST: 11936 4511 RT

Alvarez & Marsal Canada ULC
Our Matter: V37590
Kingsway Arms Management Services Inc.

PROFESSIONAL SERVICES

Date	Hours	Timekeeper	Description
29/04/2013	0.30	John I. McLean	Email with Ms. Boparai; email to Mr. Jeletsky
30/04/2013	0.20	John I. McLean	Telephone conversation with Ms. Boparai re Mr. Chaplin's potential site
30/04/2013	0.80	John I. McLean	Email with Ms. Boparai re amendment to NDA and revising amendment
07/05/2013	0.20	John I. McLean	Telephone conversation with Ms. Boparai re [REDACTED] NDA
14/05/2013	0.40	John I. McLean	Review NDA and email to you
16/05/2013	0.80	John I. McLean	Email from Ms. Boparai; review NDA and bidding process and email to you re credit bid by Teachers, and time limit in NDA
16/05/2013	0.30	John I. McLean	Email with you re NDA
16/05/2013	0.40	John I. McLean	Telephone conversation and email with Ms. Boparai re proposed changes to NDA
28/05/2013	1.30	John I. McLean	Email with Ms. Boparai; review proposed amendments to asset purchase agreement
31/05/2013	0.50	John I. McLean	Email with Ms. Boparai; draft email to Mr. Biddell
31/05/2013	0.50	John I. McLean	Telephone conversation with Ms. Boparai and review terms of Letters of Intent
02/06/2013	0.90	John I. McLean	Review Letters of Intent and telephone call and email with Ms. Boparai
03/06/2013	0.40	John I. McLean	Conference call with you and Ms. Pillon re Letters of Intent
03/06/2013	0.40	John I. McLean	Telephone conversation and email with Ms. Boparai re sales
04/06/2013	0.60	John I. McLean	Email from Ms. Pillon re Letters of Intent; revise Repayment Agreement; email from Ms. Boparai
04/06/2013	0.50	John I. McLean	Telephone conversation and email with Ms. Boparai and Ms. Pillon re timing of Letters of Intent
04/06/2013	1.00	John I. McLean	Emails from Ms. Boparai and Ms. Pillon; review proposed changes to NDA and telephone conversation with Ms. Boparai re same
05/06/2013	0.20	John I. McLean	Email from Ms. Pillon and Ms. Boparai
06/06/2013	0.60	John I. McLean	Draft memo to you re response to Letters of Intent; telephone conversation with Ms. Boparai
07/06/2013	0.20	John I. McLean	Email from Ms. Boparai re bids and Letters of Intent
10/06/2013	0.40	Joel A. Camley	Inter-office conference with J. McLean regarding [REDACTED] LOI;
10/06/2013	0.20	John I. McLean	Email with Ms. Boparai
10/06/2013	1.70	John I. McLean	Conference call with lenders re offers; telephone conversation

terms: due upon receipt

interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded

June 27, 2013
INVOICE: 17761396

Date	Hours	Timekeeper	Description
			and email with Ms. Boparai re [REDACTED] offer; email with Ms. Boparai; conference with Mr. Camley re draft response to Letter of Intent
11/06/2013	0.40	Sue Ashton	Revising letter to [REDACTED] re amendments to letter of intent;
11/06/2013	1.60	Joel A. Camley	Reviewing [REDACTED] LOI and drafting template letter regarding counter to LOI for delivery by client;
11/06/2013	0.90	Michael Gardner	Transcribing and revising letter;
11/06/2013	0.40	John I. McLean	Email from Ms. Boparai; office conference with Mr. Camley; email with Ms. Boparai
11/06/2013	0.30	John I. McLean	Telephone conversation with Ms. Boparai re staff and occupancy issues and response to letters of intent
11/06/2013	0.20	John I. McLean	Further telephone conversation with Ms. Boparai
11/06/2013	0.10	John I. McLean	Email from Ms. Boparai re status of Letters of Intent
12/06/2013	0.20	Karon J Maclean	Revise letter to [REDACTED]
14/06/2013	1.00	Joel A. Camley	Reviewing amendments to Asset Purchase Agreement made by N. Shapiro of Stikemans and revising same;
17/06/2013	0.60	Joel A. Camley	Revising Asset Purchase Agreement; attending telephone call with P. Bopari and J. McLean and revising Revera LOI;
17/06/2013	0.30	Kathryn Ely	Revisions to agreement of purchase and sale;
17/06/2013	0.60	Michael Gardner	Revising letter of intent;
17/06/2013	0.80	John I. McLean	Telephone conversation with Ms. Boparai re status of [REDACTED] Letter of Intent; draft email to other bidders
17/06/2013	0.30	John I. McLean	Office conference with Mr. Camley re Asset Purchase Agreement amendments
17/06/2013	0.30	John I. McLean	Review amendments to Asset Purchase Agreement
17/06/2013	1.00	John I. McLean	Review revised Letter of Intent from [REDACTED]; conference call with Ms. Pillon and Ms. Boparai re response; telephone conversation with Ms. Pillon and Ms. Boparai
18/06/2013	1.00	Sue Ashton	Revising agreement of purchase and sale;
18/06/2013	3.10	Joel A. Camley	Reviewing revised LOI against revised Asset Purchase Agreement; revising Asset Purchase Agreement to reflect terms of LOI;
18/06/2013	0.50	Kathryn Ely	Revisions to agreement of purchase and sale;
18/06/2013	0.50	Michael Gardner	Revising letter of intent;
18/06/2013	0.20	John I. McLean	Telephone conversation with Ms. Boparai re disclosure issues
18/06/2013	0.70	John I. McLean	Email from Ms. Boparai with response from [REDACTED]; review company drafts and email to you; email to Ms. Pillon.
19/06/2013	2.80	Joel A. Camley	Reviewing and responding to correspondence regarding LOI and Asset Purchase Agreement;
19/06/2013	0.20	Kathryn Ely	Revisions to letter of intent;
19/06/2013	0.40	John I. McLean	Email from Ms. Pillon and conference with Mr. Camley

terms: due upon receipt

Interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded

June 27, 2013
INVOICE: 17761396

Date	Hours	Timekeeper	Description
19/06/2013	0.70	John I. McLean	Conference call with N. Shapiro to review draft Asset Purchase Agreement
19/06/2013	0.20	John I. McLean	Email with Ms. Boparai
20/06/2013	0.50	Michael Gardner	Revising purchase and sale agreement;
20/06/2013	0.20	John I. McLean	Email from Ms. Boparai re return of deposits

Total Fees for Professional Services

\$15,500.00

DISBURSEMENTS

Taxable Costs

Copying	\$127.00
Postage	\$0.69
Long Distance Telephone	\$3.08
Colour Copy Recoveries	\$43.00
Total Taxable Disbursements	<u>\$173.77</u>

terms: due upon receipt

Interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded

Remittance Copy

Client: 191223 Alvarez & Marsal Canada ULC
Matter: V37590
RE: Kingsway Arms Management Services Inc.
Amount Due: \$17,542.46

PAYMENT BY CHEQUE:

Please return this page with your payment payable to Gowling Lafleur Henderson LLP

Remit to: Gowling Lafleur Henderson LLP
550 Burrard Street
PO Box 30
Vancouver, BC V6C 2B5
Canada

PAYMENT BY WIRE TRANSFER:

Pay by Swift MT 103 Direct to:
SWIFTCODE: CIBCCATT

BENEFICIARY BANK: Canadian Imperial Bank of Commerce
400 Burrard Street, Vancouver, BC V6C 3A6

TRANSIT NUMBER: 0010-00010

BENEFICIARY ACCOUNT NAME: Gowling Lafleur Henderson LLP
550 Burrard St, Suite 2300, Vancouver, BC V6C 2B5

BENEFICIARY ACCOUNT NUMBER(S): CDN Account: 41-09619
USD Account: 03-09117

International payments intermediary banking information:

USD WELLS FARGO BANK, N.A. PNBPU3NNYC (ABA 026005092)

* if paying by wire or EFT please e-mail the remittance details to payments.vancouver@gowlings.com



montréal • ottawa • toronto • hamilton • waterloo region • calgary • vancouver • moscow • london

John I. McLean, Q.C.
Direct (604) 891-2285
john.mclean@gowlings.com
File No. V37590

October 8, 2013

Alvarez & Marsal Canada ULC
Suite 1680, Commerce Place
400 Burrard Street
Vancouver, BC V6C 3A6

Attention: Tom Powell

Dear Sirs:

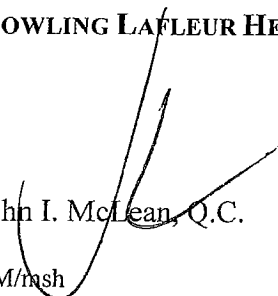
Re: Kingsway Arms Management Services Inc.

We enclose our recent statement of account, Invoice No. 17822146, dated September 30, 2013, for services rendered in connection with the above-noted matter.

If you have any questions concerning the enclosed, please do not hesitate to call.

Yours truly,

GOWLING LAFLEUR HENDERSON LLP



John I. McLean, Q.C.

JIM/msh
Enc.

VAN_LAW\ 787080\1



montréal · ottawa · toronto · hamilton · waterloo region · calgary · vancouver · beijing · moscow · london

Alvarez & Marsal Canada ULC
ATTN: Pam K. Boparai
Senior Director
Suite 1680, Commerce Place,
400 Burrard Street
Vancouver BC V6C 3A6

September 30, 2013
INVOICE: 17822146

Our Matter: V37590 / 191223
RE: Kingsway Arms Management Services Inc.

TO OUR FEE:

Fees for Professional Services	\$28,000.00
GST on Fees	1,400.00
PST on Fees	1,960.00
Total Fees and Taxes	31,360.00

DISBURSEMENTS:

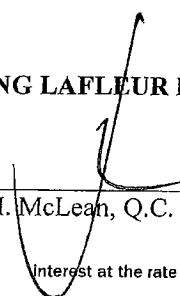
Disbursements (Taxable)	689.14
Disbursements (Non-Taxable)	579.88
GST on Disbursements	34.46
Total Disbursements and Taxes	1,303.48

TOTAL INVOICE BALANCE:

Total for this Invoice	32,663.48
[Total GST: \$1,434.46 Total PST: \$1,960.00]	
Please remit total invoice balance due:	In Canadian Dollars
	<u>\$32,663.48</u>

GOWLING LAFLEUR HENDERSON LLP

PER


John I. McLean, Q.C.

terms: due upon receipt

Interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded
GST/HST: 11936 4511 RT

September 30, 2013
INVOICE: 17822146

Alvarez & Marsal Canada ULC
Our Matter: V37590
Kingsway Arms Management Services Inc.

PROFESSIONAL SERVICES

Date	Hours	Timekeeper	Description
24/06/2013	0.40	John I. McLean	Email with you re change to Letter of Intent from Revera
25/06/2013	0.60	Sue Ashton	Revising agreement of purchase and sale;
25/06/2013	2.50	Joel A. Camley	Revising Asset Purchase Agreement; reviewing minute book of 682202 B.C. Ltd. regarding restoration application to registrar;
25/06/2013	0.10	John I. McLean	Email from Mr. Shapiro
25/06/2013	0.70	John I. McLean	Telephone conversation with Mr. Powell re corporate status; office conference with Mr. Camley; telephone call to Mr. Powell
26/06/2013	1.00	Joel A. Camley	Revising Asset Purchase Agreement;
26/06/2013	0.30	Kathryn Ely	Revisions to agreement of purchase and sale;
26/06/2013	0.90	John I. McLean	Review provision of Letter of Intent re reports and review provisions of Personal Information Protection Act and review summary of inspection report; email to you advising re same.
26/06/2013	0.60	John I. McLean	Review and comment on draft Asset Purchase Agreement
26/06/2013	0.20	John I. McLean	Telephone conversation with Ms. Boparai re Personal Information Protection Act issue, and report on building and executive director
27/06/2013	0.80	Mai Watanabe	Reviewing the minute book of 682202 B.C. Ltd. ; drafting notice of restoration application and letter to previous registered office;
28/06/2013	0.40	Scott D. Ferguson	Reviewing correspondence from N. Shapiro and J. Camley regarding agreement of purchase and sale; providing instructions to M. Watanabe regarding restoration of corporation;
28/06/2013	1.00	Mai Watanabe	Revising and finalizing the notice of restoration application and letter to previous registered office; fax the notice of restoration to BC Gazette;
02/07/2013	0.20	John I. McLean	Email from Ms. Boparai; email to Ms. Pillon
02/07/2013	0.40	John I. McLean	Telephone conversation with Mr. Powell re letter of intent issue; review letter of intent re reports; email to you
02/07/2013	0.20	John I. McLean	Email with Mr. Powell re disclosure issue
02/07/2013	0.30	John I. McLean	Review assignment of security and email to you re asset purchase agreement
03/07/2013	0.10	John I. McLean	Email from Ms. Boparai
04/07/2013	0.40	John I. McLean	Review email from Ms. Boparai and letter from Chartwell; telephone conversation with Ms. Boparai
04/07/2013	0.30	John I. McLean	Telephone conversation with Ms. Boparai re Revera change to price

terms: due upon receipt
Interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded

September 30, 2013
INVOICE: 17822146

Date	Hours	Timekeeper	Description
05/07/2013	0.20	Mai Watanabe	E-mail to T. Powell forwarding the restoration documents;
08/07/2013	0.50	John I. McLean	Email from Ms. Pillon; email to Ms. Boparai re Revera termination and Chartwell response; review email from Ms. Pillon re process.
08/07/2013	0.50	John I. McLean	Draft response letter to Chartwell
08/07/2013	1.00	John I. McLean	Email and telephone conversation with Ms. Boparai re sales process, timing and price; email to Ms. Pillon
09/07/2013	0.80	Joel A. Camley	Revising Asset Purchase Agreement;
09/07/2013	0.40	Kathryn Ely	Revisions to agreement of purchase and sale;
09/07/2013	0.80	John I. McLean	Telephone conversation with Ms. Boparai; conference call with Ms. Pillon and Ms. Boparai; email with Ms. Boparai
09/07/2013	0.40	John I. McLean	Telephone conversation with Ms. Boparai; conference call with Ms. Pillon and Ms. Boparai
09/07/2013	0.60	John I. McLean	Arrange return of deposit to Revera; email to Chartwell and emails with Ms. Boparai re website and draft email to bidder.
09/07/2013	0.50	Mai Watanabe	Revising the restoration documents and e-mail same to T. Powell;
10/07/2013	1.00	Joel A. Camley	Reviewing correspondence of P. Boparai regarding Asset Purchase Agreement and revising same;
10/07/2013	0.20	John I. McLean	Email from Ms. Boparai; email to Ms. Pillon
10/07/2013	0.40	John I. McLean	Office conference with Mr. Camley re APA amendments and email to Ms. Boparai re HST and residency
12/07/2013	1.50	Joel A. Camley	Reviewing and responding to correspondence regarding new terms for Purchase Agreement and revising same;
12/07/2013	1.40	John I. McLean	Email from Ms. Pillon and Ms. Boparai; further email and telephone conversation with Ms. Boparai; review Asset Purchase Agreement with Mr. Camley; email to Ms. Boparai
15/07/2013	0.20	John I. McLean	Email with Ms. Boparai and Ms. Pillon
17/07/2013	0.50	John I. McLean	Review and revise deposit agreement with Revera and email and telephone conversation with Ms. Boparai
18/07/2013	0.40	John I. McLean	Email with Ms. Boparai re WCB claim; telephone conversation with Mr. Schalke
18/07/2013	0.20	Michael J. Schalke	Review WCB form as provided by J. McLean re [REDACTED] teleconference with J. McLean; emails with P. Boparai;
19/07/2013	0.50	John I. McLean	Review memo re WCB issue; review status report from Ms. Boparai re sale
19/07/2013	0.90	Michael J. Schalke	Teleconference with P. Boparai re [REDACTED] WCB form; detailed email to P. Boparai re same; review law;
22/07/2013	0.10	John I. McLean	Email from Mr. Shapiro
22/07/2013	0.20	John I. McLean	Telephone conversation with Ms. Boparai re bids and data room access
22/07/2013	0.10	John I. McLean	Email from Ms. Boparai

terms: due upon receipt
Interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded

September 30, 2013
INVOICE: 17822146

Date	Hours	Timekeeper	Description
23/07/2013	0.30	John I. McLean	Review email re employee issue
23/07/2013	0.70	John I. McLean	Telephone calls and email with Ms. Boparai re employee issue
23/07/2013	2.10	Michael J. Schalke	Teleconference with P. Boparai re [REDACTED] medical information; detailed email to P. Boparai re same; conference with J. McLean;
24/07/2013	0.30	Michael J. Schalke	Conference with J. McLean; memorandum to file
25/07/2013	0.30	Mai Watanabe	Letter to British Columbia Registrar of Companies forwarding the restoration documents for 6882202 B.C. Ltd. for filing;
26/07/2013	0.30	Mai Watanabe	BC company search for 682202 BC Ltd.; e-mail to T. Powell regarding the restoration;
29/07/2013	0.20	John I. McLean	Telephone conversation with Ms. Boparai re NDA issues and leave for [REDACTED]
01/08/2013	0.70	Mai Watanabe	Receiving original certificate of restoration and filed copy of the restoration application for 0682202 B.C. Ltd. from British Columbia Registrar of Companies and filing same in the corporate records book; preparing reporting letter on restoration enclosing the records book;
13/08/2013	0.30	John I. McLean	Telephone call with Ms. Boparai re Chartwell due diligence
13/08/2013	0.20	Michael J. Schalke	Conference with J. McLean re human rights law;
14/08/2013	0.70	John I. McLean	Email from Ms. Boparai and letter to Chartwell; email with Ms. Boparai
14/08/2013	0.20	John I. McLean	Email with Ms. Boparai
15/08/2013	0.30	John I. McLean	Telephone conversation and email with Ms. Boparai
15/08/2013	0.20	John I. McLean	Email with Ms. Boparai
19/08/2013	0.80	John I. McLean	Telephone conversation with Mr. Powell re offers and employee issues; office conference with Mr. Schalke re employee issue and email to Mr. Powell to advise; telephone call from Mr. Powell
19/08/2013	0.10	John I. McLean	Telephone conversation and email with Mr. Powell re deposits
19/08/2013	0.40	John I. McLean	Review offer received from Chartwell for \$27 million
19/08/2013	1.00	John I. McLean	Telephone calls with Mr. Powell re deposits and review other offers
19/08/2013	0.20	Michael J. Schalke	Conference with J. McLean re employee suffering from [REDACTED]
20/08/2013	2.90	John I. McLean	Review Alvarez & Marsal analysis; conference call with Alvarez & Marsal and lenders re offers; telephone conversation with Mr. Martin; draft memo re issues with Chartwell; email with Chartwell's counsel; letter to losing bidders and email with them and Mr. Martin
21/08/2013	2.30	John I. McLean	Conference call with Mr. Martin and counsel for Purchaser; telephone conversation with Mr. Martin; email with Mr. Lewis; telephone call from Mr. Jackson; review and comment on agreement from Ms. Pillon and email to Mr. Martin.

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errors and omissions excluded



September 30, 2013
INVOICE: 17822146

Date	Hours	Timekeeper	Description
22/08/2013	0.20	John I. McLean	Email from Mr. Powell and email to Mr. Lewis
22/08/2013	0.30	John I. McLean	Return RC deposit; email from Mr. Martin re agreement with lender and telephone conversation with Mr. Jackson re RC offer
22/08/2013	1.00	John I. McLean	Revise agreement and email to you re same; email from Mr. Lewis
22/08/2013	0.30	John I. McLean	Email with Mr. Powell and Mr. Lewis re management staff; email from Mr. Lewis with revised agreement and email to you; further email from Mr. Lewis
23/08/2013	0.40	Joel A. Camley	Correspondence to client regarding Statement of Adjustments;
23/08/2013	0.30	John I. McLean	Email from Mr. Powell re [REDACTED] email to Ms. Pillon with revised agreement
23/08/2013	1.90	John I. McLean	Review and comment on the amended offer from Chartwell; email with Retirement Concepts re deposit
23/08/2013	0.20	John I. McLean	Telephone conversation with Mr. Powell re operating issues and closing costs
27/08/2013	0.30	Joel A. Camley	Telephone call with client regarding Statement of Adjustment;
27/08/2013	0.30	John I. McLean	Email with Ms. Pillon; telephone conversation with Mr. Powell
27/08/2013	0.30	John I. McLean	Telephone conversation with Mr. Lewis; telephone conversation with Mr. Powell
27/08/2013	0.20	John I. McLean	Review bail order re ex-resident
27/08/2013	0.50	John I. McLean	Telephone conversations with Mr. Lewis and Mr. Powell re call to settle outstanding three issues; review information re bail order
28/08/2013	0.20	John I. McLean	Email from MR. Martin re discussion with Chartwell
28/08/2013	0.20	John I. McLean	Telephone conversation with Mr. Powell re employee issue
29/08/2013	0.20	John I. McLean	Review estimated sale proceeds
29/08/2013	0.20	John I. McLean	Telephone conversation with Mr. Powell
03/09/2013	2.90	John I. McLean	Revise sale agreement; office conference with Mr. Camley; email to you.
05/09/2013	0.90	John I. McLean	Email with Mr. Shapiro; review agreement; email to Mr. Powell; email to Mr. Lewis; telephone conversation with Mr. Powell
05/09/2013	0.50	John I. McLean	Finalize form of Purchase & Sale Agreement; telephone calls and emails with Mr. Powell
09/09/2013	0.30	John I. McLean	Email from Mr. Martin; email to Mr. Lewis
09/09/2013	1.90	John I. McLean	Draft form of Vesting Order and Schedules; draft Notice of Application; email from Ms. Pillon
27/09/2013	1.10	Amanda Riches	Filing notice of application, affidavit, and receiver's report;

Total Fees for Professional Services

\$28,000.00

terms: due upon receipt
interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded



September 30, 2013
INVOICE: 17822146

DISBURSEMENTS

Non-Taxable Costs

Minister of Finance - Agency	\$579.88
Total Non-Taxable Disbursements	<u>\$579.88</u>

Taxable Costs

Copying	\$448.25
Scanning Service	\$31.50
Postage	\$11.25
Fax Charges	\$20.00
Trust Administration Fee - Law Society	\$10.00
Colour Copy Recoveries	\$81.00
Courier	\$19.77
Courier - FedEx	\$17.62
Minister of Finance - Taxable	\$9.00
Bank Charges	\$15.00
10/09/2013	
Court Costs - Taxable	\$25.75
Dye & Durham - Agent Fees: COURT SERVICES	
Total Taxable Disbursements	<u>\$689.14</u>

terms: due upon receipt
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errors and omissions excluded



September 30, 2013
INVOICE: 17822146

Remittance Copy

Client: 191223 Alvarez & Marsal Canada ULC
Matter: V37590
RE: Kingsway Arms Management Services Inc.
Amount Due: \$32,663.48

PAYMENT BY CHEQUE:

Please return this page with your payment payable to **Gowling Lafleur Henderson LLP**

Remit to: Gowling Lafleur Henderson LLP
550 Burrard Street
PO Box 30
Vancouver, BC V6C 2B5
Canada

PAYMENT BY WIRE TRANSFER:

Pay by Swift MT 103 Direct to:
SWIFTCODE: CIBCCATT

BENEFICIARY BANK: Canadian Imperial Bank of Commerce
400 Burrard Street, Vancouver, BC V6C 3A6

TRANSIT NUMBER: 0010-00010

BENEFICIARY ACCOUNT NAME: Gowling Lafleur Henderson LLP
550 Burrard St, Suite 2300, Vancouver, BC V6C 2B5

BENEFICIARY ACCOUNT NUMBER(S): CDN Account: 41-09619
USD Account: 03-09117

International payments intermediary banking information:
USD WELLS FARGO BANK, N.A. PNBUS3NNYC (ABA 026005092)

* if paying by wire or EFT please e-mail the remittance details to payments.vancouver@gowlings.com



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John I. McLean, Q.C.
Direct (604) 891-2285
john.mclean@gowlings.com
File No. V39308

January 13, 2014

Alvarez & Marsal Canada ULC
Suite 1680, Commerce Place
400 Burrard Street
Vancouver, BC V6C 3A6

Attention: Tom Powell

Dear Sirs:

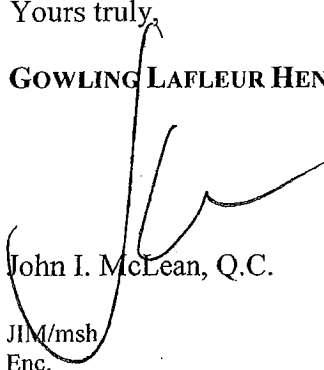
**Re: Betty Slatter BC Human Rights Complaint against Karen Holmgren et al –
Submissions drafted on behalf of Karen Holmgren (Response & Application to
Dismiss**

We enclose our recent statement of account, Invoice No. 17896518, dated December 31, 2014, for services rendered in connection with the above-noted matter.

If you have any questions concerning the enclosed, please do not hesitate to call.

Yours truly,

GOWLING LAFLEUR HENDERSON LLP



John I. McLean, Q.C.

JIM/msh
Enc.

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Alvarez & Marsal Canada ULC
ATTN: Pam K. Boparai
Senior Director
Suite 1680, Commerce Place,
400 Burrard Street
Vancouver BC V6C 3A6

December 31, 2013
INVOICE: 17896518

Our Matter: V39308 / 191223
RE: Betty Slatter BC Human Rights Complaint against Karen Holmgren et al - Submissions drafted on behalf of Karen Holmgren (Response & Application to Dismiss)

TO OUR FEE:

Fees for Professional Services	\$40.00
GST on Fees	2.00
PST on Fees	2.80
Total Fees and Taxes	44.80

DISBURSEMENTS:

Disbursements (Taxable)	1.17
GST on Disbursements	0.06
Total Disbursements and Taxes	1.23

TOTAL INVOICE BALANCE:

Total for this Invoice	46.03
[Total GST: \$2.06 Total PST: \$2.80]	
Please remit total invoice balance due:	In Canadian Dollars
	\$46.03

GOWLING LAFLEUR-HENDERSON LLP

PER  John I. McLean, Q.C.

terms: due upon receipt
Interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded
GST/HST: 11936 4511 RT



December 31, 2013
INVOICE: 17896518

Alvarez & Marsal Canada ULC
Our Matter: V39308
Betty Slatter BC Human Rights Complaint against Karen
Holmgren et al - Submissions drafted on behalf of Karen
Holmgren (Response & Application to Dismiss)

PROFESSIONAL SERVICES

30/07/2012 Email to T. Powell re: status of matter;

Total Fees for Professional Services \$40.00

DISBURSEMENTS

Taxable Costs

Copying \$0.50

Postage \$0.67

Total Taxable Disbursements \$1.17

terms: due upon receipt
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errors and omissions excluded



December 31, 2013
INVOICE: 17896518

Remittance Copy

Client: 191223 Alvarez & Marsal Canada ULC
Matter: V39308
RE: Betty Slatter BC Human Rights Complaint against Karen Holmgren et al - Submissions
drafted on behalf of Karen Holmgren (Response & Application to Dismiss)
Amount Due: \$46.03

PAYMENT BY CHEQUE:

Please return this page with your payment payable to Gowling Lafleur Henderson LLP

Remit to: Gowling Lafleur Henderson LLP
550 Burrard Street
PO Box 30
Vancouver, BC V6C 2B5
Canada

PAYMENT BY WIRE TRANSFER:

Pay by Swift MT 103 Direct to:
SWIFTCODE: CIBCCATT
BENEFICIARY BANK: Canadian Imperial Bank of Commerce
400 Burrard Street, Vancouver, BC V6C 3A6
TRANSIT NUMBER: 0010-00010
BENEFICIARY ACCOUNT NAME: Gowling Lafleur Henderson LLP
550 Burrard St, Suite 2300, Vancouver, BC V6C 2B5
BENEFICIARY ACCOUNT NUMBER(S): CDN Account: 41-09619
USD Account: 03-09117

International payments intermediary banking information:
USD WELLS FARGO BANK, N.A. PNBPU33NNYC (ABA 026005092)

* if paying by wire or EFT please e-mail the remittance details to payments.vancouver@gowlings.com

terms: due upon receipt
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errors and omissions excluded



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John I. McLean, Q.C.
Direct (604) 891-2285
john.mclean@gowlings.com
File No. V37590

January 13, 2014

Alvarez & Marsal Canada ULC
Suite 1680, Commerce Place
400 Burrard Street
Vancouver, BC V6C 3A6

Attention: Tom Powell

Dear Sirs:

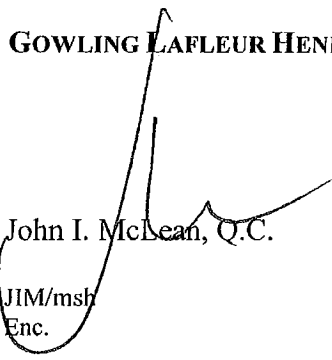
Re: Kingsway Arms Management Services Inc.

We enclose our recent statement of account, Invoice No. 17896563, dated December 31, 2013, for services rendered in connection with the above-noted matter.

If you have any questions concerning the enclosed, please do not hesitate to call.

Yours truly,

GOWLING LAFLEUR HENDERSON LLP



John I. McLean, Q.C.

JIM/msh
Enc.

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Alvarez & Marsal Canada ULC
ATTN: Tom Powell
Director
Suite 1680, Commerce Place,
400 Burrard Street
Vancouver BC V6C 3A6

December 31, 2013
INVOICE: 17896563

Our Matter: V37590 / 191223
RE: Kingsway Arms Management Services Inc.

TO OUR FEE:

Fees for Professional Services	\$29,000.00
GST on Fees	1,450.00
PST on Fees	2,030.00
Total Fees and Taxes	32,480.00

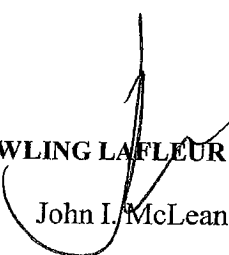
DISBURSEMENTS:

Disbursements (Taxable)	678.07
Disbursements (Non-Taxable)	258.20
GST on Disbursements	33.90
Total Disbursements and Taxes	970.17

TOTAL INVOICE BALANCE:

Total for this Invoice	33,450.17
[Total GST: \$1,483.90 Total PST: \$2,030.00]	
Please remit total invoice balance due:	In Canadian Dollars
	<u>\$33,450.17</u>

GOWLING LAFLEUR HENDERSON LLP

PER  John I. McLean, Q.C.

terms: due upon receipt
Interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded
GST/HST: 11936 4511 RT

December 31, 2013
INVOICE: 17896563

Alvarez & Marsal Canada ULC
Our Matter: V37590
Kingsway Arms Management Services Inc.

PROFESSIONAL SERVICES

Date	Hours	Timekeeper	Description
04/09/2013	1.20	John I. McLean	Email from Mr. Shapiro; review comments re the Asset Purchase Agreement; email with Mr. Powell
04/09/2013	2.70	John I. McLean	Conference call with you and lenders re Asset Purchase Agreement; review changes from Stikemans, and Mr. Lewis and revising agreement; telephone calls and emails with Mr. Powell re same; email to and from Mr. Shapiro
10/09/2013	1.00	John I. McLean	Revise Notice of Application re sale approval; telephone conversation with Mr. Lewis re name of purchaser; review sale issues re closing
10/09/2013	1.90	John I. McLean	Email to you re vesting order and sale issues; email to Mr. Lewis and email to Ms. Pillon; telephone conversation with Mr. Powell; email to Mr. Powell re inspection reports; email to Mr. Lewis re due diligence issues.
12/09/2013	0.20	John I. McLean	Telephone conversation with Mr. Martin re disclosure issues
12/09/2013	1.90	John I. McLean	Review disclosure documents; review and revise disclosure wording; telephone conversation with Mr. Martin and email with Mr. Martin and Ms. Pillon
16/09/2013	0.20	John I. McLean	Email with Ms. Pillon
17/09/2013	0.20	John I. McLean	Email with Ms. Pillon re vesting order
18/09/2013	0.40	John I. McLean	Email from Mr. Powell; telephone conversation with Mr. Lewis re Vesting Order
23/09/2013	0.10	John I. McLean	Email from Mr. Fiddick
23/09/2013	0.90	John I. McLean	Telephone conversation with Mr. Powell; email with Mr. Lewis; revise Notice of Application, Order and update service list
24/09/2013	0.40	John I. McLean	Memo to Mr. Brousson; revise Application; draft Affidavit re PPR and land title searches
24/09/2013	1.10	John I. McLean	Review and comment on Receiver's draft 3rd Report; review agreement re Notice to Third parties and redacting part of Asset Purchase Agreement; email to Mr. Martin.
24/09/2013	0.30	John I. McLean	Email with Mr. Martin re Application and timing
26/09/2013	0.40	Colin D. Brousson	Attend to finalizing reports and application materials for Vesting Order
27/09/2013	1.50	Colin D. Brousson	Attend upon finalizing service package; instruct assistance to file and serve materials; attend to issues re redaction options with Mr. Powell; meet with Mr. Powell
30/09/2013	0.90	John I. McLean	Review email from Mr. Lewis and changes to form of Vesting Order; email to MR. Lewis; email to all counsel re changes

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errors and omissions excluded

December 31, 2013
INVOICE: 17896563

Date	Hours	Timekeeper	Description
03/10/2013	0.50	John I. McLean	Email and telephone conversation with Mr. Powell re extension of closing date
03/10/2013	0.90	John I. McLean	Email from Purchaser re closing issue and deponent calls; email with Mr. Powell and office conference with Mr. Camley.
04/10/2013	0.40	Joel A. Camley	Reviewing correspondence from T. Powell regarding adjustments;
04/10/2013	0.20	John I. McLean	Email from Mr. Powell re deposit and closing adjustments
07/10/2013	0.40	John I. McLean	Email with Mr. Powell re proposed price allocation
08/10/2013	0.10	John I. McLean	Email from Mr. Powell
08/10/2013	0.20	John I. McLean	Email with Borden Ladner Gervais and Ms. Pillon re closing issues
09/10/2013	0.80	Joel A. Camley	Reviewing and responding to correspondence of Purchaser's counsel regarding undertaking letter;
09/10/2013	1.00	John I. McLean	Telephone conversation with Mr. Powell re closing issues; office conference with Mr. Schalke re employees; office conference with Mr. Camley; further telephone conversation with Mr. Powell; telephone call to Mr. Jackson
09/10/2013	1.20	John I. McLean	Revise draft Order and preparation for Application to approve sale
09/10/2013	1.20	John I. McLean	Review and revise draft Notice to Employees and telephone conversation with Mr. Powell
09/10/2013	0.30	John I. McLean	Email to Mr. Lewis re employee notification
09/10/2013	0.90	Michael J. Schalke	Conference with J. Mclean re notice to employees re disposition of care facility by way of assets to Chartwells;
10/10/2013	0.80	Michael Bussmann	Reviewing email from J. Camley and draft certificate; discussion with J. Camley regarding aspects of same and counter-certificate; discussions with T. Powell and J. Camley regarding details of certification paragraphs;
10/10/2013	3.90	Joel A. Camley	Attending to pre closing matters; meeting with T. Powell regarding review of closing documents and revisions to same;
10/10/2013	3.30	John I. McLean	Preparation for hearing re Court approval; telephone conversation with Mr. Powell; arrange vetting of Order; speak to Application and arrange entry of Orders; email to Ms. Pillon to advise of Court approval; email to Mr. Lewis
10/10/2013	0.50	John I. McLean	Email with Mr. Pillon re discharge of PPSA Notice and office conference with Mr. Camley re same
10/10/2013	0.20	John I. McLean	Email from Mr. Powell re extension of closing dates
11/10/2013	0.30	Michael Bussmann	Drafting email to J. Camley summarizing content of key remaining paragraphs of the draft GST/HST certificate;
11/10/2013	2.80	Joel A. Camley	Reviewing and revising closing documents; correspondence with T. Powell regarding pre closing matters; drafting extension letter;
11/10/2013	0.20	Karon J Maclean	Allocation re Use of Funds

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December 31, 2013
INVOICE: 17896563

Date	Hours	Timekeeper	Description
11/10/2013	0.50	John I. McLean	Conference call with you and Ms. Pillon re extension of closing; office conference with Mr. Camley re same
11/10/2013	0.60	Sarina Ui	Reviewing title and Vesting Order; preparing list of charges to be merged from title and letter authorizing registration of Vesting Order; preparing letter to Purchaser's solicitors enclosing Vesting Order;
15/10/2013	0.60	Joel A. Camley	Telephone call from T. Powell regarding closing documents;
15/10/2013	0.30	John I. McLean	Email with First West's solicitor re assignment of security
15/10/2013	0.30	John I. McLean	Telephone conversation with Lender's counsel; voicemail message with Ms. Pillon
16/10/2013	0.60	Joel A. Camley	Attending to pre-closing matters;
16/10/2013	0.30	John I. McLean	Office conference with Mr. Ross re amendment to Vesting Order
16/10/2013	0.20	John I. McLean	Email with Mr. Lewis re amendment to Order
16/10/2013	0.60	John I. McLean	Email with Mr. B. Ross re concerns with amending Vesting Order
16/10/2013	0.70	Ellen Ripley	Meeting with J. Camley and S. Ui; meeting with client re: execution of closing documents;
16/10/2013	3.50	Jonathan Ross	Review and revise draft application materials; prepare submissions to court and supporting materials; attend court and obtain order amending vesting order;
16/10/2013	1.20	Sarina Ui	Checking Vendor's Statement of Adjustments and arranging for revisions; reviewing documents executed by client and preparing letter to Purchaser's solicitors;
17/10/2013	1.50	Joel A. Camley	Correspondence to secured Lender's counsel regarding PPR discharges; reviewing correspondence to Purchaser's lawyer regarding undertakings for closing and delivery of closing documents;
17/10/2013	0.10	Joel A. Camley	Reviewing deposit structure;
17/10/2013	0.20	John I. McLean	Email to Ms. Pillon re PPSA notice
17/10/2013	0.50	John I. McLean	Email from MR. Martin re closing; office conference with Mr. Camley
17/10/2013	0.70	John I. McLean	Office conference with Mr. Martin re extension recourse by Purchaser
17/10/2013	1.00	John I. McLean	Telephone calls and emails with Borden Ladner Gervais and Mr. Martin re extension
18/10/2013	1.00	Joel A. Camley	Drafting Purchase Agreement Addendum regarding extension;
18/10/2013	0.30	Karon J Maclean	Letter to Borden Ladner
18/10/2013	0.90	John I. McLean	Conference call with purchaser and Receiver re extension request; telephone conversation with Mr. Martin; revising extension letter; email to you
22/10/2013	0.40	Joel A. Camley	Reviewing revised Statement of Adjustments;

terms: due upon receipt
Interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded

December 31, 2013
INVOICE: 17896563

Date	Hours	Timekeeper	Description
23/10/2013	0.20	John I. McLean	Email to Mr. Martin re status of closing
23/10/2013	0.50	John I. McLean	Office conference with Mr. Camley; telephone conversation with Mr. Lewis
24/10/2013	0.80	Joel A. Camley	Attending to pre and post closing;
24/10/2013	0.40	John I. McLean	Email with Mr. Powell; office conference with Mr. Camley re closing
25/10/2013	0.60	Joel A. Camley	Attending to pre and post closing matters;
25/10/2013	0.10	John I. McLean	Email to Ms. Pillon to confirm closing
25/10/2013	0.70	Sarina Ui	Attending to closing matters and receipt of net sale proceeds;
31/10/2013	0.30	John I. McLean	Email with Mr. Camley re PPSA releases
04/11/2013	0.20	Sarina Ui	Attending to registration of releases of PPSA Notices in the Land Title Office and providing filed copies of releases to Purchaser's solicitor;
05/11/2013	0.40	Joel A. Camley	Correspondence to client regarding post closing adjustments; registration of PPR discharges;
08/11/2013	0.50	Joel A. Camley	Attending to reconciliation of trust funds and payout of same;
12/11/2013	0.50	Joel A. Camley	Attending to payout of closing funds;
25/11/2013	0.10	John I. McLean	Email from Ms. Pillon

Total Fees for Professional Services

\$29,000.00

DISBURSEMENTS

Non-Taxable Costs

Minister of Finance - Agency	\$98.20
30/09/2013 Court Costs - Agency	\$80.00
Dye & Durham - Government Filing Fees: MISCELLANEOUS	
17/10/2013 Court Costs - Agency	\$80.00
Dye & Durham - Government Filing Fees: MISCELLANEOUS	
Total Non-Taxable Disbursements	<u>\$258.20</u>

Taxable Costs

Copying	\$251.00
Scanning Service	\$19.75
Postage	\$7.13
Fax Charges	\$36.25
Colour Copy Recoveries	\$72.00
Courier	\$125.19
Minister of Finance - Taxable	\$14.00
Bank Charges	\$15.00

terms: due upon receipt
Interest at the rate of 1.3% per annum will be charged on all amounts not paid within one month from the date of this invoice

errors and omissions excluded



December 31, 2013
INVOICE: 17896563

30/09/2013	Court Costs - Taxable	\$12.00
	Dye & Durham - Agent Fees: MISCELLANEOUS	
08/10/2013	Court Costs - Taxable	\$14.50
	Dye & Durham - Agent Fees: COURT SERVICES	
10/10/2013	Court Fees	\$40.00
	VENDOR: McLean, John I. INVOICE#: 0488110701032105	
	DATE: 12/31/2013	
	McLean, John, Court filing fee for certified copy of order 10/10/13	
17/10/2013	Court Costs - Taxable	\$12.00
	Dye & Durham - Agent Fees: MISCELLANEOUS	
17/10/2013	Court Costs - Taxable	\$59.25
	Dye & Durham - Agent Fees: COURT SERVICES	
	Total Taxable Disbursements	<u>\$678.07</u>

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errors and omissions excluded



December 31, 2013
INVOICE: 17896563

Remittance Copy

Client: 191223 Alvarez & Marsal Canada ULC
Matter: V37590
RE: Kingsway Arms Management Services Inc.
Amount Due: \$33,450.17

PAYMENT BY CHEQUE:

Please return this page with your payment payable to **Gowling Lafleur Henderson LLP**

Remit to: Gowling Lafleur Henderson LLP
550 Burrard Street
PO Box 30
Vancouver, BC V6C 2B5
Canada

PAYMENT BY WIRE TRANSFER:

Pay by Swift MT 103 Direct to:
SWIFTCODE: CIBCCATT

BENEFICIARY BANK: Canadian Imperial Bank of Commerce
400 Burrard Street, Vancouver, BC V6C 3A6

TRANSIT NUMBER: 0010-00010

BENEFICIARY ACCOUNT NAME: Gowling Lafleur Henderson LLP
550 Burrard St, Suite 2300, Vancouver, BC V6C 2B5

BENEFICIARY ACCOUNT NUMBER(S): CDN Account: 41-09619
USD Account: 03-09117

International payments intermediary banking information:

USD WELLS FARGO BANK, N.A. PNBUS3NNYC (ABA 026005092)

* if paying by wire or EFT please e-mail the remittance details to payments.vancouver@gowlings.com

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errors and omissions excluded



montréal • ottawa • toronto • hamilton • waterloo region • calgary • vancouver • moscow • london

John I. McLean, Q.C.
Direct (604) 891-2285
john.mclean@gowlings.com
File No. V37590

March 4, 2014

Alvarez & Marsal Canada ULC
Suite 1680, Commerce Place
400 Burrard Street
Vancouver, BC V6C 3A6

Attention: Tom Powell

Dear Sirs:

Re: Kingsway Arms Management Services Inc.

We enclose our recent statement of account, Invoice No. 17923845, dated February 28, 2014, for services rendered in connection with the above-noted matter.

If you have any questions concerning the enclosed, please do not hesitate to call.

Yours truly,

GOWLING LAFLEUR HENDERSON LLP

John I. McLean, Q.C.

JIM/msh
Enc.

VAN_LAW\ 787080\1

 3/11/2014



montréal · ottawa · toronto · hamilton · waterloo region · calgary · vancouver · beijing · moscow · london

Alvarez & Marsal Canada ULC
ATTN: Tom Powell
Director
Suite 1680, Commerce Place,
400 Burrard Street
Vancouver BC V6C 3A6

February 28, 2014
INVOICE: 17923845

Our Matter: V37590 / 191223
RE: Kingsway Arms Management Services Inc.

TO OUR FEE:

Fees for Professional Services	\$375.00
GST on Fees	18.75
PST on Fees	26.25
Total Fees and Taxes	420.00

DISBURSEMENTS:

Disbursements (Taxable)	1.98
GST on Disbursements	0.10
Total Disbursements and Taxes	2.08

TOTAL INVOICE BALANCE:

Total for this Invoice	422.08
[Total GST: \$18.85 Total PST: \$26.25]	
Please remit total invoice balance due:	In Canadian Dollars
	\$422.08

GOWLING LAFLEUR HENDERSON LLP

PER John L. McLean, Q.C.

3/11/2014

Our services are provided in accordance with our Standard Retainer Terms (www.gowlings.com/RetainerTerms), subject to any other written retainer agreement entered into between the parties.

Terms: due upon receipt
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Errors and omissions excluded
GST/HST: 11936 4511 RT



February 28, 2014
INVOICE: 17923845

Alvarez & Marsal Canada ULC
Our Matter: V37590
Kingsway Arms Management Services Inc.

PROFESSIONAL SERVICES

Date	Hours	Timekeeper	Description
05/02/2014	0.60	John I. McLean	Telephone conversation with Mr. Powell and review draft Report

Total Fees for Professional Services	<u>\$375.00</u>
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DISBURSEMENTS

Taxable Costs

Copying	\$0.75
Postage	\$1.23

Total Taxable Disbursements	<u>\$1.98</u>
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Errors and omissions excluded



February 28, 2014
INVOICE: 17923845

Remittance Copy

Client: 191223 Alvarez & Marsal Canada ULC
Matter: V37590
RE: Kingsway Arms Management Services Inc.
Amount Due: \$422.08

PAYMENT BY CHEQUE:

Please return this page with your payment payable to Gowling Lafleur Henderson LLP

Remit to: Gowling Lafleur Henderson LLP
550 Burrard Street
PO Box 30
Vancouver, BC V6C 2B5
Canada

PAYMENT BY WIRE TRANSFER:

Pay by Swift MT 103 Direct to:
SWIFTCODE: CIBCCATT

BENEFICIARY BANK: Canadian Imperial Bank of Commerce
400 Burrard Street, Vancouver, BC V6C 3A6

TRANSIT NUMBER: 0010-00010

BENEFICIARY ACCOUNT NAME: Gowling Lafleur Henderson LLP
550 Burrard St, Suite 2300, Vancouver, BC V6C 2B5

BENEFICIARY ACCOUNT NUMBER(S): CDN Account: 41-09619
USD Account: 03-09117

International payments intermediary banking information:

USD WELLS FARGO BANK, N.A. PNBPU3NNYC (ABA 026005092)

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