



This is the 1st affidavit
of J. SANDRELLI in this case
and was made on 22/MAR/2022

No. S197744
Vancouver Registry

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

BETWEEN:

MINISO INTERNATIONAL HONG KONG LIMITED, MINISO INTERNATIONAL (GUANGZHOU) CO. LIMITED, MINISO LIFESTYLE CANADA INC., MIHK MANAGEMENT INC., MINISO TRADING CANADA INC., MINISO CORPORATION and GUANGDONG SAIMAN INVESTMENT CO. LIMITED

PETITIONERS

AND:

MIGU INVESTMENTS INC., BRAELOCH HOLDING FORTY-ONE INC., BRAELOCH HOLDING INC., BRAELOCH HOLDING ONE INC., BRAELOCH HOLDING TWO INC., BRAELOCH HOLDING THREE INC., BRAELOCH HOLDING FOUR INC., BRAELOCH HOLDING FIVE INC., BRAELOCH HOLDING SIX INC., BRAELOCH HOLDING SEVEN INC., BRAELOCH HOLDING EIGHT INC., BRAELOCH HOLDING NINE INC., BRAELOCH HOLDING TEN INC., BRAELOCH HOLDING ELEVEN INC., BRAELOCH HOLDING TWELVE INC., BRAELOCH HOLDING THIRTEEN INC., BRAELOCH HOLDING FOURTEEN INC., BRAELOCH HOLDING FIFTEEN INC., BRAELOCH HOLDING SIXTEEN INC., BRAELOCH HOLDING SEVENTEEN INC., BRAELOCH HOLDING EIGHTEEN INC., BRAELOCH HOLDING NINETEEN INC., BRAELOCH HOLDING TWENTY INC., BRAELOCH HOLDING TWENTY-ONE INC., BRAELOCH HOLDING TWENTY-TWO INC., 1120701 B.C. LTD. and BRIGHT MIGU INTERNATIONAL LTD.

RESPONDENTS

AFFIDAVIT

I, JOHN SANDRELLI, barrister and solicitor, of 20th Floor, 250 Howe Street, Vancouver, British Columbia, SWEAR THAT:

1. I am a partner at Dentons Canada LLP ("**Dentons**"), counsel for Alvarez & Marsal Canada Inc., in its capacity as the Monitor of the Respondents (the "**Monitor**"), pursuant to the *Companies' Creditors Arrangement Act* (Canada) (the "**CCAA**"). As such, I have personal

knowledge of the facts herein after deposed to except where stated to be on information and belief, in which case I verily believe them to be true.

2. This affidavit is sworn in support of the application to be made in these proceedings, seeking, among other things, approval of the fees and disbursements of Dentons in its capacity as legal counsel to the Monitor for the period from July, 2019 to January 31, 2022 (the "**Period**").

1. I was admitted to the Bar in the Province of Ontario in 1991, and called to the Bar and admitted as a barrister and solicitor in the Province of British Columbia in 1997.

2. Since 1991, I have primarily acted in insolvency, bankruptcy and restructuring matters, including advice to receivers.

A. Dentons' Activities

3. There CCAA proceedings commenced in July, 2019 (the "**CCAA Proceedings**").
4. Dentons has been counsel for the Monitor since the start of the CCAA Proceedings and been involved since inception and attended on the initiating application appointing the Monitor. Dentons has assisted the Monitor with the Monitor's work with respect to the Monitor's general activities (the "**Activities**"). With respect to the Activities, Dentons has:
 - (a) attended calls and meetings with the Monitor and to offer legal opinions respect to CCAA Proceedings and Claims Process procedure;
 - (b) review and prepared materials related to the Plan, the Asset Purchase Agreements, the transaction in Chile and court appearances;
 - (c) developed the legal strategy and prepared materials to court.

B. Dentons' Fees

5. In connection with the Activities, during the Period, Dentons incurred fees in the amount of \$642,460.00 and disbursements in the amount of \$64,481.08, plus taxes in the amount of \$79,931.13, for a total of \$786,872.21.
6. In connection with the Activities, in the course of performing its duties, Dentons' personnel have expended 1,255.80 hours during the Period. The average hourly rate of all Dentons' personnel billed in connection with the services performed during the Period is approximately \$475.71.

7. In connection with the Activities, Dentons has issued the following invoices in respect of the work performed in connection with this matter during the Period (collectively, the "Invoices"):

Invoice Date	Invoice Number	Invoice Amount
July 29, 2019	3441225	\$108,476.45
August 12, 2019	3445237	\$ 78,709.08
August 26, 2019	3446940	\$ 50,514.71
September 9, 2019	3450683	\$ 67,297.27
September 23, 2019	3452741	\$ 84,099.27
October 7, 2019	3456576	\$ 41,996.64
October 21, 2019	3458915	\$ 47,790.52
October 31, 2019	3461300	\$ 52,176.36
November 18, 2019	3465304	\$ 102,858.56
November 30, 2019	3467315	\$ 8,534.85
December 16, 2019	3473263	\$ 15,898.88
December 31, 2019	3476715	\$ 11,643.50
January 31, 2020	3486484	\$ 11,554.07
February 29, 2020	3491311	\$ 3,082.00
March 31, 2020	3496886	\$ 2,960.09
April 30, 2020	3505680	\$ 9,915.32
May 31, 2020	3510206	\$ 5,757.70
June 30, 2020	3517415	\$ 3,601.86
August 31, 2020	3531527	\$ 7,442.09
September 30, 2020	3537509	\$249.93
October 31, 2020	3541219	\$ 1,959.35
November 30, 2020	3548908	\$ 10,144.73
December 31, 2020	3554677	\$ 2,638.56
January 31, 2021	3564429	\$ 7,042.49
February 28, 2021	3570500	\$ 10,168.71
March 31, 2021	3577155	\$ 16,021.66
April 30, 2021	3583639	\$ 7,502.01
May 31, 2021	3591272	\$ 3,114.45

Invoice Date	Invoice Number	Invoice Amount
June 30, 2021	3597711	\$ 2,961.85
August 31, 2021	3611239	\$ 924.00
September 30, 2021	3617414	\$ 6,118.61
November 30, 2021	3630816	\$ 616.00
January 31, 2022	3647521	\$ 3,100.64
Total:		\$786,872.21

Copies of the Invoices, which have been redacted to protect solicitor-client privilege, are attached collectively as **Exhibit "A"** hereto.


8. I verily believe that the time expended and the legal fees charged are reasonable in light of the services provided and prevailing market rates for legal services of this nature, specifically:
 - (a) given the complexities of the CCAA Proceedings, the successful implementation of the plan, the closing of two transactions in Canada and one transaction internationally;
 - (b) as the Monitor's Activities have been complex, as the Monitor has acted as Super Monitor and the Respondents have had no directing mind, Dentons has assisted the Monitor with all Activities, assisting in reviewing lease agreements associated with franchise agreements, providing legal advice with respect to certain equipment lease disclaimers, preparing court materials, and attending court hearings;
 - (c) Dentons has assumed significant responsibility throughout this CCAA Proceedings and has worked closely with the Monitor throughout;
 - (d) Dentons has staffed its legal team with experienced insolvency lawyers and properly delegated legal tasks to members of the legal team that had the skills to complete each activity in a cost-effective manner;
 - (e) in working with the Monitor, Dentons has helped the Monitor to continue settle disputes with investors and landlords and assisted in the completion of asset purchase agreement; and
 - (f) Dentons has been transparent regarding its fees and the Monitor believes that Dentons' fees are reasonable in the circumstances.
9. To the best of my knowledge, information, and belief, the information contained in the Invoices as to:
 - (a) the amount of hours worked;

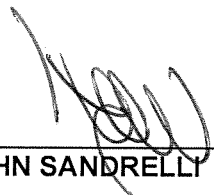
- (b) the nature of work performed;
- (c) the identity of the individuals who performed the work; and
- (d) the rates charged for the work performed,

is true and correct in all respects.

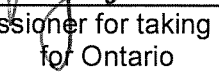
- 10. The incurred fees set out in the Invoices were charged at Dentons' standard billing rates in effect from time to time. Disbursements were charged in amounts which were less than or equal to standard charges in accordance with the firm's disbursement policy for clients.
- 11. Further, to the best of my knowledge, information, and belief, the fees and disbursements of Dentons are fair and reasonable as:
 - (a) Dentons' professional fees and disbursements were properly incurred;
 - (b) the work completed by Dentons was delegated to the appropriate professionals in Dentons with the appropriate seniority and hourly rates;
 - (c) Dentons' fees in this matter are consistent with the market for similar firms with the capacity to handle a file of comparable size and complexity;
 - (d) each of the invoices was reviewed for reasonableness at the time of billing and in many cases Dentons provided discounts along the way;
 - (e) the Invoices were provided to the Monitor when rendered and all have been approved by the Monitor; and
 - (f) the services were performed by Dentons in a prudent and economical manner.

SWORN (OR AFFIRMED) BEFORE ME at
Toronto, Ontario, on 22/MAR/2022.


A Commissioner for taking Affidavits within
Ontario
Mark Frake


JOHN SANDRELLI

This is **Exhibit "A"** referred to in the Affidavit #1
of **JOHN SANDRELLI** sworn this 22 day
of March, 2022.


A Commissioner for taking Affidavits
for Ontario

大成 DENTONS

Dentons Canada LLP
20th Floor, 250 Howe Street
Vancouver, BC, Canada V6C 3R8

T 604 687 4460
F 604 683 5214

大成 Salans FMC SNR Denton McKenna Long
dentons.com

Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6
Attention: Anthony Tillman

INVOICE # 3441225

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
July 29, 2019	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$ 91,640.50
Less Courtesy Fee Discount:	<u>(2,136.00)</u>
Net Professional Fees	\$ 89,504.50
Other Fees/Charges & Disbursements	7,835.08
GST (5.0%) on \$96,848.58	4,842.43
PST (7.0%) on \$89,920.50	<u>6,294.44</u>
Total Amount Due	<u>\$ 108,476.45</u> CAD

DENTONS CANADA LLP

Per: _____

John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

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Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

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Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending July 28, 2019:

Date	ID	Description of Work	Hours
03-Jul-19	JDS	Meeting with Anthony Tillman and Pinky Law.	1.6
07-Jul-19	JS	Review CCAA Order and provide comments to Faskens and A&M.	0.4
08-Jul-19	JPMC	Researching [REDACTED]	5.2
08-Jul-19	JS	Emails with Anthony Tillman regarding planned CCAA and role of Monitor. Telephone conference with Anthony Tillman, Todd Martin and Jordan Schultz regarding developments.	0.5
08-Jul-19	TJ	Email with Jordan Schultz regarding Miniso Agreements and client questions. Email and call with Juan Pablo regarding [REDACTED] research.	0.5
09-Jul-19	CC	Discussion with Ari Sorek. Phone call to the Office québécois de la langue française. Review Companies' Creditors Arrangement Act [REDACTED]	1.2
09-Jul-19	JPMC	Meeting with Tevia Jeffries to discuss scope of research assignment [REDACTED]	0.3
09-Jul-19	JS	Telephone conference with Todd Martin and Anthony Tillman regarding potential CCAA filing and issues. Review and comment upon draft [REDACTED] Office conference with Jordan Schultz regarding background. Various emails with [REDACTED] Telephone conference with [REDACTED] regarding CCAA filing and issues. Office conference with Tevia Jeffries to discuss loan and security documents.	1.6
09-Jul-19	TJ	Review and analyze loan and security documents. Meet with John Sandrelli regarding same. Review and analyze joint venture and store investment agreements. Meet with Juan Pablo Mendez Campos regarding same. Email with Jordan Schultz regarding same.	6.2
09-Jul-19	AYS	Receipt and summary review of documentation and press clippings received from John Sandrelli. Receipt and review of information received from [REDACTED] Work session with Catherine Coursol [REDACTED]	2.0
		[REDACTED] Exchange of correspondence with Dentons Vancouver.	
10-Jul-19	CC	Discussion with Ari Sorek. Review case law and [REDACTED]	1.5
10-Jul-19	JPMC	Researching [REDACTED]	0.7
10-Jul-19	JPMC	Researching and summarizing research [REDACTED]	3.8

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

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Date	ID	Description of Work	Hours
10-Jul-19	JS	Various emails with A&M team regarding CCAA filing. Review and comment on draft Order. Review proposed revised Management Services Agreement and comment. Office conference with Jordan Schultz regarding material and issues. Various emails with [REDACTED]	0.9
10-Jul-19	JDS	Review security documents. Review draft interim lending agreement. Review draft pleadings for planned CCAA filing. Office conference with John Sandrelli regarding material. Office conference with Tevia Jeffries regarding security documents.	4.4
10-Jul-19	TJ	Draft security opinion. Review and analyze searches and security documentation. Meet with Jordan Schultz regarding same. Email with Pinky Law and Glenn Nesbitt regarding documentation. Email with John Sandrelli regarding draft petition.	4.2
10-Jul-19	AYS	Receipt of documentation from John Sandrelli regarding the [REDACTED] Work session with Catherine Coursol regarding various researches to be conducted. Review of certain authorities. Work to the memorandum.	1.5
11-Jul-19	CC	Review case law [REDACTED] Drafting memorandum. Discussion with Ari Sorek regarding the memorandum. Phone call with Ari Sorek and Jordan Schultz. Drafting email with Ari Sorek to John Sandrelli.	4.8
11-Jul-19	JPMC	Drafting memorandum [REDACTED]	2.4
11-Jul-19	JS	Review of Management Services Agreement and provide comments. Various emails with counsel for [REDACTED] and A&M team. Review analysis of Quebec language law issues and emails to A&M team. Review various drafts of Petition and Order. Office conference with Jordan Schultz regarding various matters.	1.2
11-Jul-19	JDS	Review and comment on various draft pleadings in anticipation of CCAA filing. Various calls and emails regarding same. Office conference with John Sandrelli.	6.4
11-Jul-19	AYS	Work session with Catherine Coursol regarding [REDACTED] Review of authorities. Telephone conversation with Jordan Schultz. Telephone conversation and correspondence with John Sandrelli. Drafting of memorandum for John Sandrelli, Jordan Schultz and Tevia Jeffries regarding [REDACTED]	1.5
12-Jul-19	JS	Review various updates of changes to material and order. Various emails with Jordan Schultz, A&M and [REDACTED] Telephone conference with Jordan Schultz regarding CCAA filing and issues. Consideration of matters to address. Review final form of Order. Review proposed Monitor's Report.	1.1
12-Jul-19	JDS	Prepare for and attend application for initial order. Review amended order and finalize agreements for signature by Monitor. Emails and telephone conference with John Sandrelli regarding CCAA filing and	6.8

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

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Date	ID	Description of Work	Hours
		issues.	
12-Jul-19	AYS	Exchange of correspondence and telephone conversation with Dentons Vancouver team regarding status and steps to follow, Receipt of correspondence from John Sandrelli.	0.3
15-Jul-19	JS	Further review of background material. Office conference with Jordan Schultz regarding various issues to address. Telephone conference [REDACTED] regarding Claims process. Consider issues surrounding store closures. Emails from A&M regarding South America transaction.	1.7
15-Jul-19	JDS	Meeting with John Sandrelli and Tevia Jeffries regarding next steps. Review emails and documents. [REDACTED] Prepare draft non-disclosure agreement.	4.8
15-Jul-19	TJ	Meet with Jordan Schultz regarding next steps. Security review.	0.4
16-Jul-19	JPMC	Reading cases [REDACTED]	1.0
16-Jul-19	JS	Telephone conference with Todd Martin and Pinky Law regarding South American transaction. Review background to transaction and emails with Todd Martin and Pinky Law regarding same.	0.8
16-Jul-19	JDS	Call with Todd Martin and Pinky Law to discuss Chilean assets and potential transaction. Conference with John Sandrelli regarding various outstanding matters. Review email correspondence.	3.6
17-Jul-19	JS	Review draft Claims Process Order and consider. Emails to A&M team regarding same. Office conference with Jordan Schultz regarding issues on claims process. Telephone conference with Todd Martin and Pinky Law regarding claims process issues. Discussions regarding interests in South America and review. Further review of South America holdings. Prepare letter regarding transaction and position of Monitor. Obtain feedback from Todd Martin [REDACTED] and finalize. Considerations of store closure and legal considerations.	2.7
17-Jul-19	JDS	Review and revise form of claims process order. Various emails, calls and office conference with John Sandrelli regarding same.	6.9
18-Jul-19	MR	Discuss research assignment with Tevia Jeffries.	0.3
18-Jul-19	JS	Review APA and Termination Agreement regarding South America transaction. Consider same. Review Miniso Group security and Forbearance Agreement background. Office conference with Tevia Jeffries regarding review. Emails with A&M team regarding issues. Review draft Monitor's Report and provide comments. Various emails from [REDACTED] Email and letter [REDACTED] Further review of structure.	2.7
18-Jul-19	JDS	Review and respond to various email correspondence. Review and confirm updated service list. Review and comment on draft Monitor's report.	5.3
18-Jul-19	TJ	Draft security review. Analyze BC Searches for store subsidiaries. Meet with Mark Robinson regarding research on new value for security. Call with Valerie Cross regarding same. Office conference with John	3.2

DENTONS CANADA LLP
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Date	ID	Description of Work	Hours
		Sandrelli regarding review.	
18-Jul-19	VC	Call with Tevia Jeffries on security issue.	0.2
19-Jul-19	MR	Researching [REDACTED] [REDACTED] Composing email response to Tevia Jeffries.	3.5
19-Jul-19	JS	Telephone conference with counsel for Purchaser of South American assets. Various emails and telephone conference with A&M [REDACTED] regarding same. Review organization and issues surrounding South America. Attend telephone conference with counsel for landlords. Office conference with Jordan Schultz regarding issues. Telephone conference with Anthony Tillman and Todd Martin (2) regarding various issues. Review Responding material from counsel for JV interests. Review final Monitor's Report.	1.9
19-Jul-19	JDS	Review and respond to various email correspondence. Review comments on draft report and finalize same. Conference call with landlords.	2.3
19-Jul-19	TJ	Draft security review. Meet with Mark Robinson regarding same.	2.3
21-Jul-19	JS	Meeting with Anthony Tillman regarding background to South American assets. Travel to Toronto for meetings. Review material from counsel for JV interests.	4.2
21-Jul-19	JDS	Review response to application of joint venture investors. Attend conference call among parties to discuss same.	2.0
22-Jul-19	JS	Meet with Anthony Tillman to prepare for all parties meeting regarding South African assets. Prepare for meeting. Meet with Anthony Tillman, [REDACTED] regarding further background and prepare for meeting with Purchaser. Further meeting with Anthony Tillman. Attend lengthy meeting at [REDACTED] [REDACTED] Numerous break out meetings and discussions. Travel from Toronto to Vancouver (partial time 2.5).	11.7
22-Jul-19	JDS	Prepare for and attend application to extend stay and approve claims process order. Review and respond to various email correspondence. Review and provide comments on security review. Meet with Tevia Jeffries regarding security review.	6.7
22-Jul-19	TJ	Respond to client questions regarding conditional sales contract. Revise security review. Meet with Jordan Schultz regarding same.	4.1
23-Jul-19	JS	Various emails regarding JV interests and office conference with Jordan Schultz regarding same. Telephone conference with Anthony Tillman regarding update. Meeting with Dentons team regarding South American background and transaction and consider necessary agreements and Court approval. Telephone call with [REDACTED] regarding transaction and issues. Follow up regarding payment of portion of purchase price.	1.9
23-Jul-19	JDS	Conference with John Sandrelli regarding update on South America interests and sale negotiations. Review documents and various emails regarding JV interests. Call with [REDACTED] regarding Interim license and supply agreements. Meet with Tevia Jeffries regarding open	4.2

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Date	ID	Description of Work	Hours
		research questions.	
23-Jul-19	TJ	Meet with Jordan Schultz regarding open research questions. Revise security review. Meet with project team regarding South America assets.	3.1
23-Jul-19	VC	Review Monitor's report, APA and termination agreement. Conference with John Sandrelli and partners on proposed A&R APA and structure. Review precedents on Monitor holdbacks/escrow agreements.	2.8
24-Jul-19	JS	Follow up with A&M regarding South America assets and transaction. Consider JV interests. Emails with [REDACTED]	0.5
24-Jul-19	JDS	Call with [REDACTED] regarding plan for CCAA proceeding and [REDACTED] Review and respond to various email communications.	5.4
24-Jul-19	TJ	Revise escrow agreement. Email and meet with Alberta, Ontario and Quebec counsel regarding security agreement and conditional sales agreement. Analyze flow of inventory and debt in Miniso Canada group.	2.5
24-Jul-19	VC	Review escrow precedents and Initial Order and draft funds agreement.	4.9
25-Jul-19	JS	Various emails from Anthony Tillman on Monitor's review of transactions. Follow up with [REDACTED] regarding bank records for South American transaction. Review Amended and Restated Agreement regarding sale of South American assets. Email comments from Anthony Tillman and consider same. Instructions regarding letter [REDACTED] and consider escrow type arrangement.	1.4
25-Jul-19	JDS	Continue draft memorandum on JV interests.	2.1
25-Jul-19	TJ	Meet with Shoshanah Webber regarding security review. Call with Pavin Takhar regarding same. Email with Ari Sorek regarding same. Email with Pinky Law regarding flow of inventory and debt between Canadian and Chinese entities. Review correspondence regarding Warehouse Racking.	1.8
25-Jul-19	VC	Review A&R APA and continue to work on APA funds agreement. Conference with Tevia Jeffries.	3.7
25-Jul-19	SW	Attendance with Tevia Jeffries to discuss background and receive instruction. Review, consider and respond to various correspondence.	0.6
26-Jul-19	JPMC	Meet with Tevia Jeffries to discuss scope of assignment.	0.6
26-Jul-19	JS	Further review of Amended and Restated APA regarding South American assets. Telephone conference with Anthony Tillman regarding same. Emails with A&M regarding comments and structure. Emails and telephone conference with [REDACTED] regarding position of Migu and facilitate outcome. Further revisions to Amended and Restated APA. Telephone conference with Dentons Chile regarding transactional issues and obtain advice. Office conference with Valerie Cross regarding Agreement.	3.4
26-Jul-19	JDS	Review and respond to email correspondence. Review draft letter to [REDACTED] requesting disclosure of documents [REDACTED]	0.7

DENTONS CANADA LLP
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Date	ID	Description of Work	Hours
26-Jul-19	TJ	Meet with Juan Pablo Mendez Campos regarding joint venture relationship memorandum. Call with Ari Sorek regarding security review. Draft memorandum regarding [REDACTED] Meet with Pinky Law regarding same. Review letter [REDACTED] Meet with Valerie Cross and Jordan Schultz regarding same.	4.5
26-Jul-19	VC	Revise APA further. Call with Chilean counsel. Draft letter to [REDACTED] requesting documents.	3.1
27-Jul-19	JS	Various emails with [REDACTED] regarding structure of escrow and role of Monitor.	0.4
28-Jul-19	JS	Review further revised Amended and Restated APA for South America. Finalize and email to various counsel and A&M. Office conference with Valerie Cross regarding revisions to Funds/Escrow Agreement.	0.9
28-Jul-19	VC	Revise APA further. Revise funds agreement further. Call with John Sandrelli.	5.6
Total			187.4

Timekeeper	ID	Title	Hours	Rate	Fees
Ari Sorek	AYS	Partner	5.3	550.00	2,915.00
Catherine Coursol	CC	Associate	7.5	350.00	2,625.00
John Sandrelli	JS	Partner	39.9	720.00	28,728.00
Jordan Schultz	JDS	Partner	63.2	475.00	30,020.00
Juan Pablo Mendez Campos	JPMC	Student	14.0	240.00	3,360.00
Mark Robinson	MR	Student	3.8	240.00	912.00
Shoshanah Webber	SW	Partner	0.6	490.00	294.00
Tevla Jeffries	TJ	Partner	32.8	475.00	15,580.00
Valerie Cross	VC	Associate	20.3	355.00	7,206.50
Total			187.4		\$91,640.50

TOTAL PROFESSIONAL FEES	\$ 91,640.50
Less Courtesy Fee Discount:	(2,136.00)
NET PROFESSIONAL FEES	\$ 89,504.50

TAXABLE OTHER FEES/CHARGES

Airfare/Travel	\$ 2,516.00
BCO/LTSA service charge	416.00
Fax Charges	0.50
Photocopy & Printing Charges	734.25
TOTAL TAXABLE OTHER FEES/CHARGES	\$ 3,666.75

TAXABLE DISBURSEMENTS

Transportation Costs	\$ 66.50
Agent Fees/Account	50.00
BC Online Search	7.00
Corp. Search/Copies/Micro.	16.93

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
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Land Title/Court/Corp Agents Fee	1,266.00	
Land Titles - Searches/Copies	2,034.90	
PPR - Copy/Search	228.50	
Tax Certificate/Search	7.50	
TOTAL TAXABLE DISBURSEMENTS	\$ 3,677.33	
NON-TAXABLE DISBURSEMENTS		
Agency Registration*	\$ 50.00	
BC Online Registration*	441.00	
TOTAL NON-TAXABLE DISBURSEMENTS	\$ 491.00	
TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS		<u>7,835.08</u>
TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS	\$ 97,339.58	
TAXES		
GST (5.0%) on Taxable Disbursements of \$7,344.08	\$ 367.20	
GST (5.0%) on Professional Fees of \$89,504.50	4,475.23	
PST (7.0%) on Professional Fees of \$89,504.50	6,265.32	
PST (7.0%) on Taxable Disbursements of \$416.00	29.12	
TOTAL TAXES		<u>11,136.87</u>
TOTAL AMOUNT DUE		<u>\$ 108,476.45 CAD</u>

大成 DENTONS

Dentons Canada LLP
 20th Floor, 250 Howe Street
 Vancouver, BC, Canada V6C 3R8

T 604 687 4460
 F 604 683 5214

大成 Salans FMC SNR Denton McKenna Long
 dentons.com

Alvarez & Marsal Canada Inc.
 In its Capacity as Monitor of the Miniso Entities
 Commerce Place
 400 Burrard Street, Suite 1680
 Vancouver, BC V6C 3A6
 Attention: Anthony Tillman

INVOICE # 3445237

GST/HST # R121996078
 QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
August 12, 2019	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
 Re: Project Retail

Professional Fees	\$ 59,683.50
Less: Courtesy Fee Discount	<u>(3,192.00)</u>
Net Professional Fees	\$ 56,491.50
Other Fees/Charges & Disbursements	14,703.42
GST (5.0%) on \$71,194.92	3,559.75
PST (7.0%) on \$56,491.50	<u>3,954.41</u>
Total Amount Due	<u>\$ 78,709.08</u> CAD

DENTONS CANADA LLP

Per: 

for John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3445237
Page 2 of 7
Matter # 529227-000016

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3445237
 Page 3 of 7
 Matter # 529227-000016

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending August 11, 2019:

Date	ID	Description of Work	Hours
03-Jul-19	JS	Attend meeting via conference call with Anthony Tillman and Pinky Law.	0.8
25-Jul-19	AYS	Exchange of correspondence with Tevia Jeffries regarding status and next steps. Summary review of certain documents received.	0.6
26-Jul-19	AYS	Review of documents received from Tevia Jeffries. Review certain authorities in relation to instalment sales in the context of CCAA. Telephone communication with Tevia Jeffries regarding status, instructions and next steps. Summary review of draft security opinion, organizational chart and other documents received from Tevia Jeffries.	1.7
29-Jul-19	PT	Review security documents.	3.0
29-Jul-19	JPMC	Review Limited Partnership agreements and compare to standard form agreement.	4.5
29-Jul-19	JS	Review and revise Funds Agreement and email to counsel. Emails with [REDACTED] Telephone conference with [REDACTED] regarding issues on sale. Telephone conference with Anthony Tillman and Pinky Law regarding revisions. Emails with counsel for purchaser regarding sale agreement. Discuss JV interests with Jordan Schultz.	2.1
29-Jul-19	JDS	Review and consider initial opinion on JV interests. Conference with Tevia Jeffries regarding same. Review draft agreements. Email to client with comments on same. Conference with John Sandrelli and others regarding South American interests.	4.0
29-Jul-19	TJ	Meet with Jordan Schultz regarding JV interests. Email with client regarding same. Draft memorandum [REDACTED]	2.8
29-Jul-19	VC	Review emails from counsel and revised funds agreement. Further review Funds agreement.	2.4
29-Jul-19	AYS	Review of the General Security Agreements, Subordination Agreements, RDPRM search reports for purposes of opinion. Summary review of Civil Code and RDPRM regulations [REDACTED] [REDACTED] Review of the draft opinion prepared by Tevia Jeffries. Draft and add comments regarding Quebec portion of the Security Agreements.	4.8
30-Jul-19	PT	Review security documents and Alberta searches and draft security review.	2.7
30-Jul-19	JPMC	Review partnership and investment agreements and compare to standard form agreements.	6.5
30-Jul-19	JS	Prepare for meeting. Attend meeting with A&M regarding claims analysis. Attend broader meeting with [REDACTED]	5.3

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

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 Matter # 529227-000016

Date	ID	Description of Work	Hours
		Alvarez Marsal to [REDACTED] [REDACTED] Emails with counsel for Purchaser regarding South American assets.	
30-Jul-19	JDS	Attend meeting with Monitor and Secured Creditor to discuss South America interest, potential offers to various joint venture partners, and other matters. Conference with Tevia Jeffries regarding update on various matters and outline of next steps.	5.3
30-Jul-19	TJ	Draft memorandum regarding interests in inventory. Meet with Jordan Schultz regarding status update and next steps. Meet with Valerie Cross regarding funds agreement. Exchange emails with Ari Sorek regarding security opinion.	3.1
30-Jul-19	VC	Review emals from purchasers counsel and Monitor and revise agreements.	2.4
30-Jul-19	AYS	Review of documentation received from Tevia Jeffries. Exchange of correspondence with Tevia Jeffries. Telephone communication with Tevia Jeffries regarding the security opinion.	1.0
31-Jul-19	JPMC	Review investment and cooperation agreements and compare to standard document.	2.0
31-Jul-19	JS	Review letter and material from [REDACTED] regarding Peru assets and 1153585 B.C. Ltd. Telephone call with Anthony Tillman and Pinky Law regarding same and consider. Conference with Tevia Jeffries regarding response and review same.	1.2
31-Jul-19	JDS	Conference with Tevia to discuss legal issues [REDACTED] [REDACTED] Prepare lease disclaimers in respect of certain locations. Review letter from [REDACTED] regarding Peruvian assets. Prepare disclaimer notices for various properties.	5.2
31-Jul-19	TJ	Draft memorandum regarding ownership of inventory. Meet with Jordan Schultz regarding same. Review documentation sent by [REDACTED] to Monitor Counsel. Draft response to same. Call with John Sandrelli and Anthony Tillman regarding same and debts of 1153585 BC Ltd. to CCAA debtor. Call with Pinky Law regarding same.	4.0
31-Jul-19	SW	Review and consider Ontario due diligence and related materials. Review, consider and comment on report letter.	0.8
31-Jul-19	AYS	Summary review of memorandum, supply agreement and assignment agreement received from Tevia Jeffries. Summary review of certain provisions of the Civil Code and RDPRM requirements [REDACTED] [REDACTED]	0.8
01-Aug-19	PT	Review inventory memorandum and Alberta PPSA.	2.5
01-Aug-19	JPMC	Review and comparie JV and LP agreements to standard form documents.	6.5
01-Aug-19	JS	Various emails with [REDACTED] regarding South American transaction. Emails with Anthony Tillman regarding next steps. Discussion with Kibben Jackson.	0.5
01-Aug-19	JDS	Complete disclaimer notices to JV partners. Various emails regarding same. Email to [REDACTED]	2.6

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3445237
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 Matter # 529227-000016

Date	ID	Description of Work	Hours
01-Aug-19	TJ	Call with [REDACTED] regarding escrow of Peru funds. Email with Monitor regarding same. Email with John Sandrelli regarding same. Draft memorandum regarding inventory. Meet with Shoshanah Webber regarding same. Call with Pavin Takhar regarding same. Call with Ari Sorek regarding same.	5.6
01-Aug-19	JR	Review of email providing background information.	0.2
01-Aug-19	AYS	Telephone conversation with Tevia Jeffries regarding status and security review as well as regarding the memorandum on the various agreements. Work to and review of the draft Security Agreement. Review memorandum on [REDACTED] Research and review certain authorities on [REDACTED] [REDACTED] Internal consultation with Roger Simard. Exchange of correspondence with Tevia Jeffries.	3.0
02-Aug-19	JPMC	Edit and finalize table comparison of JV and LP agreements to standard form documents.	1.0
02-Aug-19	JS	Review various emails and updates regarding lease disclaimers. Consider next steps on South American transaction and coordinate Chilean advice.	0.5
02-Aug-19	JDS	Instructions to Avic Arenas to prepare additional disclaimer notices. Review LOI term sheet.	1.5
02-Aug-19	AYS	Exchange correspondence with Tevia Jeffries. Review and draft opinion on security review. Review, draft and proofread memorandum regarding ownership of inventory. Review certain authorities pertaining [REDACTED] Research [REDACTED]	4.5
03-Aug-19	JDS	Review email correspondence on notices to JV Investors.	0.2
06-Aug-19	JPMC	Review and summarize Miniso lease agreements.	4.4
06-Aug-19	JS	Review various emails regarding approach to disclaimers. Review letters from [REDACTED] and consider. Various update emails on potential resolution of South American transaction and consider.	0.7
06-Aug-19	JDS	Conference call regarding lease amendments.	1.1
06-Aug-19	TJ	Call with John Regush regarding inventory of Miniso. Review research from Pavin Thakar regarding same.	0.4
06-Aug-19	JR	Review of background materials. Review of PPSA priority rules. Call with Tevia Jefferies.	0.4
07-Aug-19	JS	Further follow up with Anthony Tillman on resolving South American transaction issues. Review financial information received from A&M and consider. Further emails to counsel on APA and proposed changes. Discuss with Tevia Jeffries and suggested amendments.	0.8
07-Aug-19	JDS	Review and respond to email correspondence. Finalize disclaimer notices for first six disclaimers.	1.5
07-Aug-19	TJ	Revise South America APA. Call with John Sandrelli regarding same. Research [REDACTED]	5.2

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

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 Matter # 529227-000016

Date	ID	Description of Work	Hours
08-Aug-19	JPMC	Review Miniso Store lease agreements and finalize table summary of each agreement.	1.7
08-Aug-19	JS	Further follow up with Anthony Tillman on South American transaction issues. Review proposed changes to Amended and Restated APA and discuss with Tevia Jeffries. Provide comments and changes. Review emails and suggested revisions from Anthony Tillman. Various emails with counsel on transaction.	1.1
08-Aug-19	JDS	Call with clients to discuss lease disclaimers and response to [REDACTED] letter. Review and respond to emails. Prepare draft response letter.	3.4
08-Aug-19	TJ	Call with [REDACTED] regarding South America APA. Call with John Sandrelli regarding same. Calls with Anthony Tillman regarding same. Revise APA. Email with counsel for all parties regarding same. Draft Memorandum regarding ownership of inventory. Revise security review. Email with Pavin Thakar regarding same.	6.9
09-Aug-19	JS	Further follow up with Anthony Tillman on South American transaction issues and discuss with Tevia Jeffries. Review further comments on Amended and Restated APA from Bennett Jones and discuss with Tevia Jeffries. Provide comments and changes. Review emails and suggested revisions from Anthony Tillman. Various emails with counsel on transaction.	1.3
09-Aug-19	TJ	Review and analyze [REDACTED] comments to APA. Call with Anthony Tillman regarding same. Call with Anthony Tillman and Tina Liu regarding same. Email with John Sandrelli regarding same. Revise security review.	1.7
09-Aug-19	TJ	Call with Anthony Tillman regarding revisions to APA. Revise APA and circulate to broader group.	1.4
10-Aug-19	JS	Review further amendments to APA [REDACTED] Telephone conference with Tevia Jeffries and receive update. Emails to A&M regarding transaction and issues.	0.6
10-Aug-19	TJ	Call with John Sandrelli regarding APA. Email with [REDACTED] regarding Chilean tax implications of APA. Draft First Payment Reimbursement Agreement. Email with Anthony Tillman regarding same.	1.4
11-Aug-19	TJ	Revise First Payment Reimbursement Agreement. Revise APA. Email with Anthony Tillman regarding same. Email with broader stakeholder group regarding same.	1.2
11-Aug-19	AYS	Work on security opinion. Work on memorandum regarding ownership of inventory. Exchange of correspondence with Tevia Jeffries.	2.0
Total			132.8

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

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 Matter # 529227-000016

Timekeeper	ID	Title	Hours	Rate	Fees
Ari Sorek	AYS	Partner	18.4	550.00	10,120.00
John Regush	JR	Associate	0.6	385.00	231.00
John Sandrelli	JS	Partner	14.9	720.00	10,728.00
Jordan Schultz	JDS	Partner	24.8	475.00	11,780.00
Juan Pablo Mendez Campos	JPMC	Student	26.6	240.00	6,384.00
Pavin Takhar	PT	Associate	8.2	285.00	2,337.00
Shoshanah Webber	SW	Partner	0.8	490.00	392.00
Tevia Jeffries	TJ	Partner	33.7	475.00	16,007.50
Valerie Cross	VC	Associate	4.8	355.00	1,704.00
Total			132.8		\$59,683.50

TOTAL PROFESSIONAL FEES	\$ 59,683.50
Less: Courtesy Fee Discount	<u>(3,192.00)</u>
NET PROFESSIONAL FEES	\$ 56,491.50

TAXABLE OTHER FEES/CHARGES

Conference Call charges	\$ 10.38
Photocopy & Printing Charges	795.75
TOTAL TAXABLE OTHER FEES/CHARGES	\$ 806.13

TAXABLE DISBURSEMENTS

Dentons Chile	\$ 13,065.56
Land Title/Court/Corp Agents Fee	316.00
PPR - Copy/Search	2.00
Searches	513.73
TOTAL TAXABLE DISBURSEMENTS	\$ 13,897.29

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS	<u>14,703.42</u>
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TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS	\$ 71,194.92
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TAXES

GST (5.0%) on Professional Fees of \$56,491.50	\$ 2,824.58
PST (7.0%) on Professional Fees of \$56,491.50	3,954.41
GST (5.0%) on Taxable Disbursements of \$14,703.42	735.17
TOTAL TAXES	<u>7,514.16</u>

TOTAL AMOUNT DUE	<u>\$ 78,709.08 CAD</u>
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ENCLOSURE

大成 DENTONS

Dentons Vancouver

Tax Payer Number 55555555-5
 Address 20th Floor, 250 Howe Street Vancouver,
 Bc V6c 3r8 Canada
 Contact John Sandrelli
 Phone Number +1 604 443 7132

Debit Note Details

Invoice N°	815	Total Hours	33:40
To	08/12/19	Fees	USD 9,799.17
		Disbursements	USD 0.00
		Invoice Total	USD 9,799.17

Global summary of fees

Name	CATEGORY	Rated Hours	RATE	FEE
José Antonio Winter (José Antonio Winter)	Asociado Junior B	4:55	230.00	USD 1,130.83
Emiliana OBrien (Emiliana O'Brien)	Asociado Senior A	4:50	280.00	USD 1,353.33
Karen Kulka (Karen Kulka)	Socio Non-Equity	0:30	280.00	USD 140.00
José Manuel Larrain (José Manuel Larraín)	Socio Equity	9:25	420.00	USD 3,955.00
Felipe Andrés Davanzo (Felipe Davanzo)	Asociado Senior A	14:00	230.00	USD 3,220.00
Total		33:40		USD 9,799.17

Subject 001594-0001 - Companies' Creditors Arrangement - Migu
 Investment Inc.
 Contact Mr. John Sandrelli
 Phone Number +1 604 443 7132
 Services

Date	Professional	Category	Matter Summary	Rated Hours
07/29/19	José Manuel Larraín	Socio Equity	Working on the documents. Reviewing them with the team	3:25
07/29/19	Felipe Davanzo	Asociado Senior A	Meeting with JM Larrain, and other attorneys to coordinate the work of the operation and documents to review. Start reviewing the contract.	1:15
07/29/19	Emiliana O'Brien	Asociado Senior A	Reunión con José Manuel Larraín, Felipe Davanzo y José Antonio Winter	1:15
07/29/19	José Antonio Winter	Asociado Junior B	Informative meeting to know about the sale of assets of a Canadian company's subsidiary in Chile, Peru and Argentina. Reading and understanding of Assets Purchase Agreement.	2:15
07/30/19	José Manuel Larraín	Socio Equity	Working on the documents sent and reviewing strategy with the team. Working on a check list.	3:15
07/30/19	Felipe Davanzo	Asociado Senior A	Review the assets purchase agreement. internal meeting with E. O Brien, J.A. Winter and JM Larrain to discuss about the pending info required	4:45

Date	Professional	Category	Matter Summary	Rated Hours
07/30/19	Emiliana O'Brien	Asociado Senior A	Reunión revisión documentación con José Manuel Larrain, Felipe Davanzo y José Antonio Winter	1:20
07/30/19	José Antonio Winter	Asociado Junior B	Reading and understanding of Assets Purchase Agreement. Second informativa meeting to determine steps to follow in regard of this transaction.	1:10
08/01/19	Felipe Davanzo	Asociado Senior A	Start preparing the checklist for the transaction	2:15
08/02/19	Felipe Davanzo	Asociado Senior A	Finish review of all steps, contracts and documents to be executed prior , on and after closing. Finish the checklist of the operation and send internally.	4:15
08/10/19	José Manuel Larrain	Socio Equity	Reviewing e-mail from Tevia re taxes involved in this transaction and referring the matter to the tax and tax experts.	0:45
08/12/19	Karen Kulka	Socio Non-Equity	Reviewing VAT and WT Tax applicable to the transaction.	0:30
08/12/19	José Manuel Larrain	Socio Equity	Working on the documentation provided and tax issues re this transaction, in particular special VAT treatment.	2:00
08/12/19	Felipe Davanzo	Asociado Senior A	Review tax matters and documentation request with DLR team.	1:30
08/12/19	Emiliana O'Brien	Asociado Senior A	Document Review	0:45
08/12/19	Emiliana O'Brien	Asociado Senior A	Review tax matters and documentation request with DLR team.	1:30
08/12/19	José Antonio Winter	Asociado Junior B	Review tax matters and documentation request with DLR team.	1:30
Total				33:40

Disbursements

Date	Matter Summary	Amount (USD)
	No disbursements in this invoice	
		USD 0.00

大成 DENTONS

Dentons Canada LLP
 20th Floor, 250 Howe Street
 Vancouver, BC, Canada V6C 3R8

T 604 887 4460
 F 604 883 5214

大成 Salans FMC SNR Denton McKenna Long
 dentons.com

Alvarez & Marsal Canada Inc.
 In its Capacity as Monitor of the Miniso Entities
 Commerce Place
 400 Burrard Street, Suite 1680
 Vancouver, BC V6C 3A6
 Attention: Anthony Tillman

INVOICE # 3446940

GST/HST # R121996078
 QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
August 26, 2019	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
 Re: Project Retail

Professional Fees	\$ 44,316.50
Other Fees/Charges & Disbursements	842.11
GST (5.0%) on \$45,078.61	2,253.94
PST (7.0%) on \$44,316.50	3,102.16
Total Amount Due	\$ <u>50,514.71</u> CAD

DENTONS CANADA LLP

Per: _____

John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3446940
Page 2 of 6
Matter # 529227-000016

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3446940
 Page 3 of 6
 Matter # 529227-000016

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending August 25, 2019:

Date	ID	Description of Work	Hours
01-Aug-19	SW	Attendance with Tevia Jeffries.	0.7
06-Aug-19	JB	Office conference with Jordan Schultz. Review email trail from Alvarez & Marsal regarding termination of employment letters.	0.2
07-Aug-19	JB	Review termination letters. Email to Jordan Schultz regarding same.	0.7
11-Aug-19	JS	Emails with Tevia Jeffries and review draft South American transaction documents.	0.3
12-Aug-19	JS	Numerous emails with various counsel and Monitor regarding South American escrow agreement and payments to the Monitor. Consider, review and provide comments, various emails to counsel regarding same. Consider various issues.	0.8
12-Aug-19	JDS	Email regarding setting up meeting with [REDACTED] Meeting with counsel [REDACTED]	3.2
12-Aug-19	TJ	Meet with Jordan Schultz regarding court approval for Chilean transaction. Email with John Sandrelli and Jordan Schultz regarding same. Review comments on APA [REDACTED]	0.2
12-Aug-19	VC	Review email discussions on APA. Conference with Tevia Jeffries on Miniso developments.	2.1
13-Aug-19	JS	Numerous emails with various counsel and Monitor regarding South American APA and necessary changes. Consider, review and provide comments, various emails with Tevia Jeffries and Anthony Tillman regarding same.	1.1
13-Aug-19	JDS	Email [REDACTED] regarding financial statements for JV stores. Prepare draft application to add 112 as debtor company. Review security review. Review draft supply agreement and provide comments on same.	4.7
13-Aug-19	TJ	Finalize security review. Email with lawyer group regarding comments to Amended and Restated APA. Email with John Sandrelli regarding same. Call with Anthony Tillman regarding same.	1.4
13-Aug-19	VC	Review further email updates on Miniso and First Payment agreement.	0.2
14-Aug-19	JS	Review various emails regarding JV interests and positions. Consider same.	0.3
14-Aug-19	JDS	Review email correspondent. Review and comment on proposal from liquidator.	1.1
14-Aug-19	TJ	Email with [REDACTED] regarding escrow agreement. Email with John Sandrelli regarding same. Revise escrow provisions of APA. Email with John Sandrelli regarding same. Email with Dentons team regarding Chilean counsel advice. Call with Jordan Schultz regarding	4.2

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3446940
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 Matter # 529227-000016

Date	ID	Description of Work	Hours
		agreement with liquidator. Revise agreement with liquidator. Email with Monitor regarding same.	
14-Aug-19	VC	Review further email updates on Miniso and First Payment agreement.	0.1
15-Aug-19	JS	Review emails regarding further modifications to South American transaction and details.	0.3
15-Aug-19	JDS	Conference call with Monitor and company counsel regarding employee termination notices. Conference call with Monitor and petitioner counsel regarding various matters.	1.3
15-Aug-19	TJ	Email with [REDACTED] regarding escrow. Email with stakeholder group regarding APA escrow provisions. Email with Dentons team regarding court approval.	0.6
16-Aug-19	JS	Consideration of JV interests and brief review of proposed investor package. Review emails with counsel regarding further changes to South American transaction and escrow. Consider and emails with Tevia Jeffries and Monitor regarding same.	0.7
16-Aug-19	TTB	Review emails and documents with respect to landlord letters of credit. Consider issues. Conference with Jordan Schultz regarding same.	1.0
16-Aug-19	JDS	Review and respond to email correspondence. Consider issue regarding letters of credit.	3.6
16-Aug-19	TJ	Email with John Sandrelli regarding APA. Email with [REDACTED] regarding same.	0.2
17-Aug-19	JS	Review and provide comments on South American APA to Tevia Jeffries. Review draft First Payment Reimbursement Agreement. Consider court approval.	0.5
17-Aug-19	TJ	Review and comment on [REDACTED] changes to APA. Revise APA. Email with John Sandrelli regarding same. Revise reimbursement agreement.	1.2
18-Aug-19	JS	Review further revised South American APA and email to Chile counsel regarding same. Consider issues and emails with Anthony Tillman.	0.4
18-Aug-19	JDS	Review and finalize disclaimer notices for phase 2 disclaimers.	2.5
19-Aug-19	JS	Review of final forms of South American APA and emails with Tevia Jeffries. Emails with Chile counsel regarding same. Review various emails regarding JV interests and consider. Review and comment upon draft application to add 112 as a debtor in the CCAA.	0.8
19-Aug-19	JDS	Internal conference regarding status of APA and application to add 112 as debtor company. Review and respond to email correspondence. Call with [REDACTED] regarding lease disclaimers. Review and comment on draft supply agreement. Attend to various matters relating to lease disclaimers.	7.8
19-Aug-19	TJ	Meet with Valerie Cross and Jordan Schultz regarding South America transaction. Meet with Jordan Schultz regarding joint venture investor meeting. Email with [REDACTED] regarding APA. Revise application to add 112 as a debtor.	2.8
19-Aug-19	VC	Conference with partners on application and sale transaction.	0.3
20-Aug-19	JS	Review various emails regarding Application Report for South America	1.2

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3446940
 Page 5 of 6
 Matter # 529227-000016

Date	ID	Description of Work	Hours
		transaction. Emails with Tevia Jeffries and Anthony Tillman regarding comments and suggestions.	
20-Aug-19	JDS	Revise disclaimer notices. Review and respond to emails. Review draft franchise agreements. Attend meeting with Monitor to discuss various matters. Email to landlords regarding proofs of claims.	8.0
20-Aug-19	TJ	Email with parties to APA regarding court process and next steps. Draft and revise notice of application to add 1120701 as CCAA debtor. Revise Draft Second Monitor's Report. Email with Monitor regarding same. Draft order adding 1120701 as Respondent. Review revised supply agreement. Meet with Jordan Schultz regarding JV investor meeting and open issues.	6.8
20-Aug-19	VC	Review emails on upcoming application.	0.1
21-Aug-19	JS	Review Response of Ritchie Clark regarding Application to approve South American transaction. Various emails with [REDACTED] regarding same. Several telephone conferences with Anthony Tillman. Telephone conference with [REDACTED] (2) and efforts to address concerns. Review APA and Monitor's Second Report. Prepare for Application. Office conference with Tevia Jeffries regarding same.	3.4
21-Aug-19	TJ	Email with client regarding comments on 2nd Monitor's Report. Email with client regarding form of order and service on 1120 creditors. Email with client regarding comments on supply agreement. Attend meeting of JV Investors "yes" stores. Revise First Payment Reimbursement Agreement. Email with vendors' counsel regarding First Payment Reimbursement Agreement. Analyze application response from Ritchie Clark. Call with [REDACTED] regarding same. Call with John Sandrelli regarding same. Email with John Sandrelli regarding same. Assist with hearing preparation.	8.1
22-Aug-19	JS	Prepare for and attend Application to approve South American transaction and related order. Telephone conference with counsel for purchase regarding closing mechanics. Review amended Reimbursement Agreement. Discussions with Anthony Tillman regarding JV investors and stores. Discussion with counsel for JV investors. Telephone conference with Anthony Tillman regarding various lease amendments and consider. Review various emails regarding closing of South American transaction.	5.3
22-Aug-19	TJ	Call with Monitor regarding supply agreement. Email with Fasken regarding same. Revise reimbursement agreement. Review suite of franchise documents. Email with Monitor regarding same. Prepare materials for hearing to add 112 as debtor.	2.4
23-Aug-19	AP	Review Monitor's Report of July 18, 2019 and review Monitor's Report of August 19, 2019.	0.8
23-Aug-19	JS	Various emails with counsel regarding closing of South American transaction and proceeds. Emails with Faskens regarding upcoming motions. Brief review of JV interests issues and correspondence.	1.3
23-Aug-19	TJ	Call with [REDACTED] regarding closing of Chile transaction. Email with counsel group regarding closing of Chile transaction and VAT	2.6

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3446940
 Page 6 of 6
 Matter # 529227-000016

Date	ID	Description of Work	Hours
		payment. Email with client regarding same. Revise memorandum regarding inventory ownership.	
23-Aug-19	VC	Review emails with counsel regarding South American transaction. Review emails on upcoming motions and monitor's role.	0.2
		Total	85.5

Timekeeper	ID	Title	Hours	Rate	Fees
Alisha Parmar	AP	Associate	0.8	375.00	300.00
Jeff Bastien	JB	Associate	0.9	420.00	378.00
John Sandrelli	JS	Partner	16.4	720.00	11,808.00
Jordan Schultz	JDS	Partner	32.2	475.00	15,295.00
Shoshannah Webber	SW	Partner	0.7	490.00	343.00
Tevia Jeffries	TJ	Partner	30.5	475.00	14,487.50
Tim Bezeredi	TTB	Partner	1.0	640.00	640.00
Valerie Cross	VC	Associate	3.0	355.00	1,065.00
Total			85.5		\$44,316.50

TOTAL PROFESSIONAL FEES \$ **44,316.50**

TAXABLE OTHER FEES/CHARGES

Photocopy & Printing Charges \$ 694.25
TOTAL TAXABLE OTHER FEES/CHARGES \$ **694.25**

TAXABLE DISBURSEMENTS

Corp. Search/Copies/Micro. \$ 33.86
 Land Title/Court/Corp Agents Fee 34.00
TOTAL TAXABLE DISBURSEMENTS \$ **67.86**

NON-TAXABLE DISBURSEMENTS

Court Fees* \$ 80.00
TOTAL NON-TAXABLE DISBURSEMENTS \$ **80.00**

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS **842.11**

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ **45,158.61**

TAXES

GST (5.0%) on Professional Fees of \$44,316.50 \$ 2,215.83
 PST (7.0%) on Professional Fees of \$44,316.50 3,102.16
 GST (5.0%) on Taxable Disbursements of \$762.11 38.11

TOTAL TAXES **5,356.10**

TOTAL AMOUNT DUE **\$ 50,514.71 CAD**

大成 DENTONS

Dentons Canada LLP
20th Floor, 250 Howe Street
Vancouver, BC, Canada V6C 3R8

T 604 687 4460
F 604 683 5214

大成 Salans FMC SNR Denton McKenna Long
dentons.com

Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6
Attention: Anthony Tillman

INVOICE # 3450683

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
September 9, 2019	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$ 56,139.00
Other Fees/Charges & Disbursements	4,211.04
GST (5.0%) on \$60,350.04	3,017.50
PST (7.0%) on \$56,139.00	3,929.73
Total Amount Due	\$ <u>67,297.27</u> CAD

DENTONS CANADA LLP

Per: _____

John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3450683
Page 2 of 7
Matter # 529227-000016

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the following address:

77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and
your account number is 529227. Please email us at

Edm.Accounting@dentons.com referencing invoice number and payment
amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in
message. Please use matter number referenced on your invoice as the password.
Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending September 8, 2019:

Date	ID	Description of Work	Hours
26-Aug-19	JS	Follow up on South American transaction and various emails regarding same. Email from Anthony Tillman regarding lease terms for Yes stores and consider. Meet with Dentons team and consider. Meet with Dentons team regarding various action items and pending matters.	1.4
26-Aug-19	JDS	Review letter of credit and email [REDACTED] [REDACTED] Review and respond to email correspondence. Review tenant certificate [REDACTED] [REDACTED]	3.8
26-Aug-19	TJ	Revise Memorandum [REDACTED] Meet with Shoshanah Webber regarding same. Call with Anthony Tillman regarding estoppel certificate. Edit estoppel certificate. Meet with Dentons team regarding open items and next steps. Review email from [REDACTED] regarding escrow agent.	6.5
26-Aug-19	VC	Team meeting on outstanding issues on file.	1.3
26-Aug-19	SW	Attendance with Tevia Jeffries.	0.5
27-Aug-19	AP	Review email from John Sandrelli and spreadsheet summarizing leases to be amended.	0.1
27-Aug-19	JS	Telephone call with Anthony Tillman regarding status of lease amendments and review terms. Office conference with Jordan Schultz regarding disclaimer issues.	0.6
27-Aug-19	JDS	Attend conference call to discuss employee termination issues. Review draft disclaimer documents. Review email correspondence. Consider and prepare draft revocation of disclaimer notice. Call and email with Anthony Tillman regarding same.	4.2
27-Aug-19	JB	Review and revise contractor agreement.	0.6
27-Aug-19	TJ	Review correspondence regarding Escrow Agreement . Revise memorandum regarding ownership of inventory.	1.3
27-Aug-19	ETN	Meeting with Tevia Jeffries regarding research assignment [REDACTED] [REDACTED]	0.2
28-Aug-19	JS	Numerous emails with counsel regarding closing for Peru and Escrow Agreement. Emails with Anthony Tillman regarding Chile proceeds. Office conference with Tevia Jeffries regarding supplies agreement and charge and escrow. Consider Plan structure.	1.3
28-Aug-19	JDS	Review email correspondence. Call with counsel for Milton warehouse landlord regarding anticipated disclaimer of lease. Review TD security agreement.	1.9
28-Aug-19	JB	Phone call with Jordan Schultz. Further revise contractor agreement and email same to Jordan Schultz.	0.3

Date	ID	Description of Work	Hours
28-Aug-19	TJ	Email with client regarding Supply Agreement and Escrow provisions. Revise escrow agreement. Email with John Sandrelli regarding supply agreement and escrow provisions. Revise inventory memorandum. Email with Amy Carruthers regarding escrow agreement.	2.8
28-Aug-19	JR	Review of memorandum. Email to Tevia Jeffries.	0.3
29-Aug-19	JS	Review Chile accounting and emails with Anthony Tillman. Review Supplier Agreement issues and office conference with Tevia Jeffries and consider escrow for Peru proceeds and various emails regarding same.	0.9
29-Aug-19	JDS	Review email correspondence. Various emails regarding TD L/C facility. Call with Anthony Tillman providing recap of meeting [REDACTED]	1.8
29-Aug-19	TJ	Email with client regarding Supply Agreement and Escrow provisions. Draft arbitration clause for escrow agreement. Call with Anthony Tillman regarding escrow agreement. Call with Kibben Jackson regarding supply agreement and charge. Email with John Regush regarding memorandum regarding ownership of inventory. Revise same. Email with [REDACTED] [REDACTED] Meet with John Sandrelli regarding supplier charge.	5.2
29-Aug-19	ETN	Research [REDACTED]	1.2
29-Aug-19	JR	Review and response to email from Tevia Jeffries.	0.1
29-Aug-19	AYS	Review of memorandum. Exchange of correspondence with Tevia Jeffries and review of certain documents.	0.4
30-Aug-19	JS	Telephone conference with Anthony Tillman regarding lease assignments. Telephone conference with counsel for landlords regarding same. Review and comment upon revisions to Escrow Agreement for Peru and Argentina. Various emails regarding same and updates.	1.3
30-Aug-19	JDS	Prepare additional disclaimer notices. Review email correspondence.	1.8
30-Aug-19	TJ	Email with client and Dentons team regarding Miniso Escrow and Supply agreement. Email with [REDACTED] regarding same. Finalize and send memorandum regarding ownership of inventory.	0.7
30-Aug-19	AYS	Review of memorandum and opinion prepared by Tevia Jeffries, including the Québec section.	0.9
31-Aug-19	JS	Review various emails and revisions to Escrow Agreement in regards to Peru and Argentina. Emails with Anthony Tillman. Email to [REDACTED] regarding timing of closing. Provide comments on Escrow Agreement.	0.8
03-Sep-19	AP	Meeting with John Sandrelli, Tevia Jeffries, and Jordan Schultz for an update on the status of lease amendments.	0.5
03-Sep-19	JS	Telephone conference with [REDACTED] and Monitor regarding status of lease amendments and mechanics. Office conference with Alisha Parmar regarding lease amendments. Email with [REDACTED] regarding same. Status update meeting with Dentons team regarding various matters. Numerous emails with counsel and parties regarding closings in Argentina and Peru.	2.1

Date	ID	Description of Work	Hours
		Telephone conference with counsel for purchaser regarding same.	
03-Sep-19	JDS	Prepare draft inventory purchase agreement for Quebec transaction. Attend internal meeting to update on various matters.	3.0
03-Sep-19	TJ	Meet with John Sandrelli, Jordan Schulz and Alisha Parmar regarding leases and status update regarding supply agreement, plan, South America transaction and other applications for next hearing.	0.9
03-Sep-19	VC	Review promissory notes on file. Conference with Jordan Schultz. Prepare promissory note.	1.6
04-Sep-19	JS	Numerous emails with counsel and parties on South American transaction. Telephone conference (2) [REDACTED] Discussion with Monitor regarding Plan. Telephone conference with [REDACTED] regarding Plan and concepts.	1.4
04-Sep-19	JDS	Review email [REDACTED] Call with [REDACTED] regarding same. Review email correspondence. Conference with Cindy Cheuk regarding preparing application for various relief. Draft letter [REDACTED] regarding payment disputes.	4.3
04-Sep-19	TJ	Meet with Emma Newbery regarding 112 claims process order. Draft supplier charge order. Review correspondence regarding South American transaction.	1.0
04-Sep-19	ETN	Meeting with Tevia Jeffries to discuss drafting a new process order.	0.2
05-Sep-19	JS	Prepare for and attend lengthy planning and update meeting at [REDACTED] Office conference with Jordan Schultz regarding steps to take and action items. Meet with Dentons team regarding upcoming motions and preparation. Review disclaimer application and consider. Telephone conference with [REDACTED] regarding possible Plan structure.	4.2
05-Sep-19	JDS	Finalize acquisition agreement and email [REDACTED] regarding same. Finalize letter to [REDACTED] Attend meeting with [REDACTED] regarding status of overall restructuring matters. Conference with Cindy Cheuk regarding update on various matters relevant to draft application.	5.6
05-Sep-19	CMC	Telephone call with client and Jordan Schultz regarding materials required for next court application. Instructions to articulated student regarding research and analysis in support of same. Review and consider existing pleadings. Draft application materials.	6.0
05-Sep-19	ETN	Draft process order.	0.6
05-Sep-19	AYS	Receipt and summary review of draft promissory note and draft inventory purchase agreement received from Dentons Vancouver in respect of the Québec inventory.	0.4
06-Sep-19	JS	Various emails with counsel and parties regarding South American Escrow and closing issues. Email with Anthony Tillman. Review draft motions and provide comments. Consider potential Plan issues.	1.1
06-Sep-19	JDS	Draft letter to landlord regarding motion to dispute disclaimer filed in Ontario court. Prepare form for equipment lease disclaimers. Respond to emails [REDACTED] Meeting to discuss application	5.7

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3450683
 Page 6 of 7
 Matter # 529227-000016

Date	ID	Description of Work	Hours
		materials. Revise draft asset sale agreement in relation to Quebec stores.	
06-Sep-19	CMC	Email exchanges with Dentons team regarding considerations for orders to be sought. Revise same. Discussions with articulated student regarding required research. Continue drafting application materials.	10.2
06-Sep-19	TJ	Draft supplier's charge order. Revise claims process order. Meet with Emma Germain regarding same. Meet with Cindy Cheuk and Emma Germain regarding orders and application materials for September 16 hearing.	4.0
06-Sep-19	ETN	Conduct research [REDACTED] [REDACTED] Meeting with Cindy Cheuk to discuss research. Meeting with Tevia Jeffries to discuss claims process order for 1120. Draft claims process order for 1120.	8.7
06-Sep-19	AYS	Review of draft purchase agreement and draft promissory note prepared by Dentons Vancouver. Exchange of correspondence with Jordan Schultz regarding same.	1.0
07-Sep-19	JDS	Review email correspondence.	0.2
07-Sep-19	CMC	Continue drafting application materials. Email exchanges with Dentons team regarding same.	5.5
07-Sep-19	ETN	Research case law for application [REDACTED] [REDACTED]	6.1
08-Sep-19	JS	Review letter [REDACTED] consider. Review draft response and emails with [REDACTED] Emails with Anthony Tillman regarding Escrow Agreement.	0.4
08-Sep-19	CMC	Draft orders to be sought.	2.3
Total			119.2

Timekeeper	ID	Title	Hours	Rate	Fees
Alisha Parmar	AP	Associate	0.6	375.00	225.00
Ari Sorek	AYS	Partner	2.7	550.00	1,485.00
Cindy Cheuk	CMC	Partner	24.0	475.00	11,400.00
Emma Newbery	ETN	Student	17.0	240.00	4,080.00
Jeff Bastien	JB	Associate	0.9	420.00	378.00
John Regush	JR	Associate	0.4	385.00	154.00
John Sandrelli	JS	Partner	15.5	720.00	11,160.00
Jordan Schultz	JDS	Partner	32.3	475.00	15,342.50
Shoshanah Webber	SW	Partner	0.5	490.00	245.00
Tevia Jeffries	TJ	Partner	22.4	475.00	10,640.00
Valerie Cross	VC	Associate	2.9	355.00	1,029.50
Total			119.2		\$56,139.00

TOTAL PROFESSIONAL FEES

\$ 56,139.00

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3450683
 Page 7 of 7
 Matter # 529227-000016

TAXABLE OTHER FEES/CHARGES

Long Distance Telephone Calls	\$	1.44
Photocopy & Printing Charges		79.00
TOTAL TAXABLE OTHER FEES/CHARGES	\$	80.44

TAXABLE DISBURSEMENTS

Bankruptcy Search/Cert.	\$	40.00
Corp. Search/Copies/Micro.		16.93
Dentons Chile		3,806.67
Land Title/Court/Corp Agents Fee		49.00
PPR - Copy/Search		18.00
Searches		200.00
TOTAL TAXABLE DISBURSEMENTS	\$	4,130.60

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS 4,211.04

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ **60,350.04**

TAXES

GST (5.0%) on Professional Fees of \$56,139.00	\$	2,806.95
PST (7.0%) on Professional Fees of \$56,139.00		3,929.73
GST (5.0%) on Taxable Disbursements of \$4,211.04		210.55

TOTAL TAXES 6,947.23

TOTAL AMOUNT DUE \$ 67,297.27 CAD

ENCLOSURE

Dentons Vancouver

Tax Payer Number 55555555-5
Address 20th Floor, 250 Howe Street Vancouver,
Bc V6c 3r8 Canada
Contact John Sandrelli
Phone Number +1 604 443 7132

Debit Note Details

Invoice N°	1287	Total Hours	7:15
To	09/09/19	Fees	USD 2,855.00
		Disbursements	USD 0.00
		Invoice Total	USD 2,855.00

Global summary of fees

Name	Rated Hours	RATE	FEE
José Manuel Larraín	6:15	420.00	USD 2,625.00
Felipe Davanzo	1:00	230.00	USD 230.00
Total	7:15		USD 2,855.00

Subject 001594-0001 - Companies' Creditors Arrangement - Migu
Investment Inc.
Contact Mr. John Sandrelli
Phone Number +1 604 443 7132
Services

Date	Professional	Matter Summary	Rated Hours	Fee
08/13/19	José Manuel Larraín	Working with the team and tax experts to review tax impact (corporate and VAT) on the proposed transaction.	3:15	1,365.00
08/20/19	Felipe Davanzo	Review emails regarding this transaction. Comments and coordination with Emiliana O'Brien.	1:00	230.00
08/22/19	José Manuel Larraín	Reviewing new version of APA and Replying e-mail from John about concerns should Monitor could have a legal exposure in Chile.	3:00	1,260.00
Total			7:15	USD 2,855.00

Disbursements

Date	Matter Summary	Amount (USD)
	No disbursements in this invoice	
		USD 0.00

大成 DENTONS

Dentons Canada LLP
 20th Floor, 250 Howe Street
 Vancouver, BC, Canada V6C 3R8

T 604 687 4460
 F 604 683 5214

大成 Salans FMC SNR Denton McKenna Long
 dentons.com

Alvarez & Marsal Canada Inc.
 In its Capacity as Monitor of the Miniso Entities
 Commerce Place
 400 Burrard Street, Suite 1680
 Vancouver, BC V6C 3A6
 Attention: Anthony Tillman

INVOICE # 3452741

GST/HST # R121996078
 QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
September 23, 2019	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
 Re: Project Retail

Professional Fees	\$ 75,766.50
Less: Courtesy Fee Discount	(1,668.00)
Net Professional Fees	\$ 74,098.50
Other Fees/Charges & Disbursements	1,055.93
GST (5.0%) on \$75,140.43	3,757.03
PST (7.0%) on \$74,111.50	5,187.81
Total Amount Due	\$ 84,099.27 CAD

DENTONS CANADA LLP

Per: _____

John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3452741
Page 2 of 8
Matter # 529227-000016

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3452741
 Page 3 of 8
 Matter # 529227-000016

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending September 22, 2019:

Date	ID	Description of Work	Hours
09-Sep-19	JS	Follow up on South America Escrow and transaction. Telephone conference with [REDACTED] and consider structure of Plan. Office conference with Cindy Cheuk regarding Applications for September 16. Office conference with Jordan Schultz regarding disclaimer and Ontario issues. Consider issues of [REDACTED]	2.3
09-Sep-19	JDS	Letter to [REDACTED] responding to motion to dispute lease disclaimer. Review and respond to email correspondence. Review draft application materials.	3.7
09-Sep-19	CMC	Meet with Tevia Jeffries and Emma Germain regarding pleadings and [REDACTED]	0.3
09-Sep-19	TJ	Meet with Cindy Cheuk and Emma Germain regarding pleadings and [REDACTED]	0.3
09-Sep-19	VC	Review [REDACTED] letter and [REDACTED] response.	0.5
09-Sep-19	ETN	Office conference with Cindy Cheuk and Tevia Jeffries regarding notice of application. Research case law for notice of application.	1.1
10-Sep-19	AP	Review initial drafts of lease amendments [REDACTED] [REDACTED] Office conference with John Sandrelli to review initial comments upon review of lease amendments.	1.9
10-Sep-19	JS	Review proposed lease amendments. Office conference with Alisha Parmar regarding same. Emails with Jim Murdoch and Anthony Tillman. Attend update and planning meeting with Miniso and Monitor. Office conference with Jordan Schultz regarding Application and Plan. Telephone conference with [REDACTED] regarding Plan structure and issues.	3.2
10-Sep-19	JDS	Review and respond to email correspondence. Call with counsel [REDACTED] regarding response to proposal. Review application and order materials. Review equipment lease disclaimers. Office conference with John Sandrelli regarding application and Plan.	5.6
10-Sep-19	CMC	Email exchanges with [REDACTED] Continue drafting claims process order. Email to clients regarding same. Continue drafting notice of application. Email exchanges [REDACTED] regarding same. Email exchanges with Emma Germain regarding [REDACTED]	7.4
10-Sep-19	ETN	Office conference with Jordan Schultz to discuss draft receipt. Research case law [REDACTED] Email to Cindy Cheuk with update [REDACTED] Update 1120 Claims Process Order schedules.	1.8

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3452741
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 Matter # 529227-000016

Date	ID	Description of Work	Hours
11-Sep-19	AP	Emails from Jim Murdoch and Anthony Tillman. Voicemail to Jim Murdoch. Substantial review of lease amendment for [REDACTED] and detailed review of lease in connection with same. Initial review of lease for [REDACTED] in connection with email from Anthony Tillman. Call with John Sandrelli regarding [REDACTED]	3.8
11-Sep-19	JS	Review and comment upon draft Notice of Application for various relief and draft Monitor's Report. Telephone conference with Monitor and [REDACTED] regarding Plan structure and issues for Application.	1.4
11-Sep-19	JDS	Review and respond to emails. Finalize equipment lease and other agreement disclaimers. Finalize application materials. Review draft Monitors report. Conference calls to discuss application details and proposed plan.	8.3
11-Sep-19	CMC	Further revise draft orders. Discussions with Jordan Schultz regarding same. Review and consider comments from client. Email exchanges regarding same. Email exchanges [REDACTED] regarding terms of order and application materials.	4.6
11-Sep-19	ETN	Revise notice of application and file same.	3.3
12-Sep-19	AP	Revise lease amendment for [REDACTED] lease. Call with [REDACTED] regarding amendments and further revisions to lease amendment [REDACTED] Call with Anthony Tillman to request more information regarding layout of premises at [REDACTED]	2.9
12-Sep-19	JS	Telephone conference with Todd Martin regarding Monitor's Report and direction. Telephone call with Anthony Tillman regarding Report overview. Office conference with Cindy Cheuk regarding same. Comments on Application and legal issues. Review emails regarding amendments to leases and consider. Further review of Monitor's Report. Telephone conference with Monitor and [REDACTED] regarding Applications and various issues. Emails from [REDACTED] and consider.	3.6
12-Sep-19	JDS	Finalize and file Monitor's report. Attend to service of same. Various emails and calls regarding application on September 16.	3.5
12-Sep-19	CMC	Draft written submissions for September 16th hearing. Office conference with John Sandrelli.	3.5
12-Sep-19	TJ	Email with [REDACTED] Email with client regarding same. Revise [REDACTED]	0.5
12-Sep-19	ETN	Research legal basis [REDACTED] Attend to filing Application Record.	3.5
13-Sep-19	AP	Revise lease amendment for premises [REDACTED] Complete initial draft of surrender of lease for [REDACTED]	2.9
13-Sep-19	JS	Telephone conference with counsel for JV investors regarding upcoming application and position. Telephone conference with Monitor [REDACTED] Further telephone conference with Monitor, [REDACTED] Work with [REDACTED]	3.1

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3452741
 Page 5 of 8
 Matter # 529227-000016

Date	ID	Description of Work	Hours
		Anthony Tillman on realization analysis. Various emails to counsel for JV investors regarding same.	
13-Sep-19	JDS	Prepare for application on September 16. Attend conference call with parties regarding same.	4.7
13-Sep-19	CMC	Email exchanges with client regarding revisions to written submissions. Further revise. Revise orders to be sought. Email exchanges with counsel regarding same.	2.5
13-Sep-19	TJ	Meet with Dentons team regarding hearing preparation and next steps. Draft summary of analysis of security interests in inventory ownership of inventory. Meet with John Sandrelli regarding same. Call with John Sandrelli, Pinky Law and Anthony Tillman regarding same. Call with Anthony Tillman and Pinky Law regarding same.	4.6
14-Sep-19	JS	Lengthy telephone conference with [REDACTED] and Monitor [REDACTED]. Consider and various follow up emails with counsel. Further telephone conference with Anthony Tillman and emails regarding various leases in which JV investors have interest.	2.1
14-Sep-19	TJ	Call with client and counsel for JV investors regarding application regarding disclaimer of leases and security over inventory. Follow up call with client.	1.4
15-Sep-19	JS	Telephone call with [REDACTED] regarding applications [REDACTED]. Prepare for applications. Review security of Miniso Group.	1.4
16-Sep-19	AP	Office conference with John Sandrelli regarding lease amendments. Email to John Sandrelli with specific draft clauses for review.	0.5
16-Sep-19	JS	Prepare for and attend various court applications for orders in regards to JV investors, Claims Process and related relief. Attend telephone conference with [REDACTED] and Monitor regarding next steps on a plan. Various discussions with Monitor regarding lease issues and other matters. Telephone conference with [REDACTED] regarding leases. Office conference with Alisha Parmer regarding amendments.	9.5
16-Sep-19	JDS	Prepare for and attend chambers application to extend stay and seek various relief. Attend to entry of same. Attend conference calls to discuss next steps.	10.7
16-Sep-19	CMC	Email exchanges with client regarding claims process order.	0.2
16-Sep-19	ETN	Deliver materials for chambers application.	1.1
17-Sep-19	AP	Email to Anthony Tillman and to and from John Sandrelli regarding lease surrender for [REDACTED]. Revise lease amendment for West Edmonton Mall, lease amendment for [REDACTED] and lease amendment for premises at [REDACTED] per comments from John Sandrelli and email to [REDACTED] regarding same. Initial review of lease amendments received from [REDACTED] and email to [REDACTED] regarding same.	2.9

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3452741
 Page 6 of 8
 Matter # 529227-000016

Date	ID	Description of Work	Hours
17-Sep-19	JS	Follow up on various items regarding closing in Peru. Review revisions to lease amendments and emails with [REDACTED] and Alisha Parmar. Various emails with Monitor [REDACTED] regarding Plan. Telephone conference [REDACTED] Conference call with Anthony Tillman and Jordan Schultz.	1.8
17-Sep-19	JDS	Calls with Anthony Tillman and John Sandrelli regarding various matters. Call to [REDACTED] regarding disclaimer. Email counsel for [REDACTED] landlord. Review and respond to email correspondence.	3.2
18-Sep-19	JS	Review various emails from Faskens regarding arrangements with JV investors. Consider Plan structure.	0.5
18-Sep-19	JDS	Email with counsel for [REDACTED] landlord regarding [REDACTED] move out logistics. Finalize memo on JV claims. Meeting with Monitor regarding claims.	8.6
18-Sep-19	CMC	Draft notice of application regarding landlord disclaimer.	2.5
18-Sep-19	ETN	Conduct research [REDACTED]	0.2
19-Sep-19	AP	Emails from [REDACTED] regarding various lease amendments, and email to [REDACTED] regarding lease amendment for [REDACTED] premises. Revise lease amendment for [REDACTED] premises and email to John Sandrelli regarding same.	2.1
19-Sep-19	JS	Review Plan Structure and timeline. Office conference with Jordan Schultz regarding Plan and possible transaction. Review various emails regarding Plan structure and arrangements with JV investors. Telephone conference with [REDACTED] regarding Peru assets and various emails regarding Transaction and closing.	1.2
19-Sep-19	JDS	Review emails correspondence. Call with [REDACTED]	2.1
19-Sep-19	ETN	Conduct research [REDACTED] Research judicial considerations [REDACTED]	2.5
20-Sep-19	AP	Further revisions to lease amendment for [REDACTED] and email to Anthony Tillman regarding same. Further revisions to lease amendments for [REDACTED] and email to [REDACTED] regarding same. Call with John Sandrelli regarding lease amendment for [REDACTED]	3.1
20-Sep-19	JS	Review Plan structure and realization analysis. Lengthy telephone conference with [REDACTED] regarding possible claims process and update on transaction. Review update emails regarding Peru closing. Office conference with Jordan Schultz regarding claims of JV investors. Emails with Anthony Tillman and review lease amendments and office conference with Alisha Parmar.	2.3
20-Sep-19	JDS	Finalize disclaimers for leases and JV Agreements at remaining JV Stores.	4.4
20-Sep-19	CMC	Review further legal research and analysis from Emma Germain [REDACTED]	1.5

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

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Date	ID	Description of Work	Hours
		Continue drafting notice of application. Email exchanges with Jordan Schultz regarding same.	
20-Sep-19	ETN	Conduct research on case law for application [REDACTED]	0.4
21-Sep-19	JS	Review draft Plan and provide comments. Review analysis of leases and consider possible transaction. Review various emails from [REDACTED] and Anthony Tillman.	1.3
22-Sep-19	JS	Telephone conference with Anthony Tillman regarding Plan structure, realization and analysis. Review analysis.	0.7
Total			153.0

Timekeeper	ID	Title	Hours	Rate	Fees
Alisha Parmar	AP	Associate	20.1	375.00	7,537.50
Cindy Cheuk	CMC	Partner	22.5	475.00	10,687.50
Emma Newbery	ETN	Student	13.9	240.00	3,336.00
John Sandrelli	JS	Partner	34.4	720.00	24,768.00
Jordan Schultz	JDS	Partner	54.8	475.00	26,030.00
Tevia Jeffries	TJ	Partner	6.8	475.00	3,230.00
Valerie Cross	VC	Associate	0.5	355.00	177.50
Total			153.0		\$75,766.50

TOTAL PROFESSIONAL FEES	\$ 75,766.50
Less: Courtesy Fee Discount	(1,668.00)
NET PROFESSIONAL FEES	\$ 74,098.50

TAXABLE OTHER FEES/CHARGES

BCO/LTSA service charge	\$ 13.00
Document Scanning	39.00
Long Distance Telephone Calls	7.20
Photocopy & Printing Charges	952.00
TOTAL TAXABLE OTHER FEES/CHARGES	\$ 1,011.20

TAXABLE DISBURSEMENTS

Postage	\$ 10.73
Stationery & Supplies	20.00
TOTAL TAXABLE DISBURSEMENTS	\$ 30.73

NON-TAXABLE DISBURSEMENTS

BC Online Registration*	\$ 14.00
TOTAL NON-TAXABLE DISBURSEMENTS	\$ 14.00

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS	<u>1,055.93</u>
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TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS	\$ 75,154.43
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DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3452741
Page 8 of 8
Matter # 529227-000016

TAXES

GST (5.0%) on Taxable Disbursements of \$1,041.93	\$	52.10
GST (5.0%) on Professional Fees of \$74,098.50		3,704.93
PST (7.0%) on Professional Fees of \$74,098.50		5,186.90
PST (7.0%) on Taxable Disbursements of \$13.00		0.91

TOTAL TAXES

8,944.84**TOTAL AMOUNT DUE****\$ 84,099.27 CAD**

大成 DENTONS

Dentons Canada LLP
20th Floor, 250 Howe Street
Vancouver, BC, Canada V6C 3R8

T 604 687 4460
F 604 683 5214

大成 Salans FMC SNR Denton McKenna Long
dentons.com

Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6
Attention: Anthony Tillman

INVOICE # 3456576

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
October 7, 2019	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$ 37,041.50
Other Fees/Charges & Disbursements	485.75
GST (5.0%) on \$37,520.25	1,876.02
PST (7.0%) on \$37,048.00	2,593.37
Total Amount Due	\$ <u>41,996.64</u> CAD

DENTONS CANADA LLP

Per: 

John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3456576
Page 2 of 6
Matter # 529227-000016

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3456576
 Page 3 of 6
 Matter # 529227-000016

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending October 6, 2019:

Date	ID	Description of Work	Hours
23-Sep-19	AP	Revise lease amendments for premises at [REDACTED] and email to [REDACTED] regarding same. Revise lease amendments for [REDACTED] and [REDACTED] Email to John Sandrelli regarding lease amendments to be sent to landlord's counsel. Emails to [REDACTED] [REDACTED] with revised lease amendments. Emails to and from Anthony Tillman and to [REDACTED] regarding lease surrender for [REDACTED] Office conference with John Sandrelli regarding various lease agreements.	5.2
23-Sep-19	JS	Office conference with Jordan Schultz regarding Plan issues. Emails with Anthony Tillman and telephone conference regarding Plan and Claims process. Review updates regarding various lease amendments and office conference with Alisha Parmar. Telephone conference with [REDACTED] regarding claims process and plan. Review and comment on proposed transaction summary [REDACTED] Review and comment on proposed Order to determine claims. [REDACTED]	2.4
23-Sep-19	JDS	Review and respond to email correspondence. Review emails regarding proposal with JV Investors. Calls and meetings regarding litigation process and next steps in relation to plan. Emails regarding late filing of claim [REDACTED] Call with [REDACTED] regarding update on various matters. Finalize disallowance language for claims. Prepare draft orders for case planning application. Office conference with John Sandrelli regarding Plan issues.	7.2
23-Sep-19	CMC	Email exchanges with [REDACTED] regarding research [REDACTED]	0.2
24-Sep-19	AP	Emails from John Sandrelli regarding lease amendments and surrender of [REDACTED] Email to and from John Sandrelli regarding same and items to be confirmed for lease amendments and surrender. Review lease amendment for [REDACTED] as revised by landlord's counsel, [REDACTED] and email to John Sandrelli regarding same.	0.9
24-Sep-19	JS	Review Plan concept and various emails with [REDACTED] regarding same. Office conference with Jordan Schultz regarding Plan and claims issues. Review proposed order for JV investor claims. Coordinate scheduling. Various emails regarding lease amendments and consider. Update on South American transaction.	1.6
24-Sep-19	JDS	Emails regarding form of order for claims process. Office conferences with John Sandrelli and Tevia Jeffries.	2.6

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3456576
 Page 4 of 6
 Matter # 529227-000016

Date	ID	Description of Work	Hours
24-Sep-19	CMC	Further revise application regarding [REDACTED] landlord disclaimer proceeding. Email exchanges with counsel for landlord regarding same.	0.7
24-Sep-19	TJ	Draft notice of application. Meet with Jordan Schultz regarding same.	1.6
25-Sep-19	AP	Email from John Sandrelli regarding landlord's counsel's revisions to surrender of lease for [REDACTED] Email to Anthony Tillman summarizing which lease amendments have been received to date.	1.6
25-Sep-19	JS	Telephone conference with Anthony Tillman regarding Plan and lease issues. Emails with [REDACTED] regarding South American transaction. Review and comment upon draft Application regarding claims to be determined. Consider Plan issues. Office conference with Tevia Jefries regarding same.	1.4
25-Sep-19	JDS	Call with Monitor regarding various matters.	0.3
25-Sep-19	TJ	Draft and revise notice of application for claims adjudication process. Correspond with client regarding same. Meet with John Sandrelli regarding same.	2.8
26-Sep-19	AP	Emails from [REDACTED] and John Sandrelli regarding lease amendments. Update lease amendment tracking list.	0.4
26-Sep-19	JS	Review updates of lease amendments. Various emails with [REDACTED] and A&M regarding Notice of Application regarding claims procedure. Review and comment on draft Monitor's Report. Update from Jordan Schultz. Update emails regarding South American transaction.	1.1
26-Sep-19	JDS	Attend conference call with Landlords. Finalize application for claims adjudication procedure. Office conference with Cindy Cheuk regarding proposed procedural steps.	5.5
26-Sep-19	CMC	Email exchanges and discussion with Jordan Schultz regarding proposed procedural steps to address Ontario landlord proceeding. Email exchanges with counsel regarding same.	0.5
27-Sep-19	AP	Revise lease surrender and amendment agreement for [REDACTED] [REDACTED] Email to Anthony Tillman regarding same and email to [REDACTED] landlord's counsel, with same.	0.7
27-Sep-19	JS	Review finalized Monitor's Report and consider various issues. Emails with Jordan Schultz regarding Report.	0.4
27-Sep-19	JDS	Review and revise draft Monitor's fourth report.	3.6
30-Sep-19	AP	Initial review of lease amendments received for premises leased from Cushman.	0.7
30-Sep-19	JS	Office conference with Jordan Schultz regarding Plan development, JV investor issues and landlords. Review claims analysis. Further discussion with Jordan Schultz. Update on South American transaction.	1.3
30-Sep-19	JDS	Revise form of order for claims adjudication.	3.2
01-Oct-19	AP	Call from [REDACTED] regarding lease amendment for [REDACTED] [REDACTED] Email from [REDACTED] and email to same regarding lease amendments for premises leased [REDACTED]	0.2
01-Oct-19	JS	Review Plan issues and office conference with Jordan Schultz regarding same. Telephone conference with Anthony Tillman regarding South	1.2

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3456576
 Page 5 of 6
 Matter # 529227-000016

Date	ID	Description of Work	Hours
		American transaction and adjustments. Review emails and lease amendments.	
01-Oct-19	JDS	Prepare for and attend application for claims adjudication process order. Call with Anthony Tillman regarding various matters.	5.5
02-Oct-19	AP	Emails to and from [REDACTED] and John Sandrelli regarding joint venture premises. Revising lease amendments for leased premises at [REDACTED] and emails to [REDACTED] and Anthony Tillman regarding same.	4.9
02-Oct-19	JS	Review lease amendments and office conference with Alisha Parmar regarding instructions. Review and provide comments on draft Plan. Consider Plan issues. Review claims matrix and consider.	1.1
02-Oct-19	JDS	Review and revise draft plan of arrangement. Various emails regarding late claims. Various emails and review of claims against directors and officers.	4.0
03-Oct-19	JS	Office conference with Jordan Schultz regarding Plan structure and timing for meeting and various applications. Consider structure. Update on South American transaction. Consider Plan issues. Emails regarding lease amendments.	0.7
03-Oct-19	JDS	Review and respond to email correspondence. Conference call with various parties regarding status of proceedings and next steps in relation to plan of arrangement. Office conference with John Sandrelli regarding Plan structure.	4.4
04-Oct-19	AP	Review and revise lease amendment for [REDACTED] premises and emails to and from [REDACTED] regarding same.	1.6
04-Oct-19	JS	Consider Plan issues. Office conference with Cindy Cheuk regarding meeting order and charges. Email update on lease amendments and emails with [REDACTED] Review amendments.	0.8
04-Oct-19	JDS	Emails regarding scheduling hearing for meeting order.	0.1
04-Oct-19	CMC	Email exchanges with Jordan Schultz and John Sandrelli regarding terms of meeting order required. Review plan. Work on meeting order application materials. Office conference with John Sandrelli regarding Meeting Order and charges.	4.5
06-Oct-19	JS	Review draft Meetings Order and comment.	0.2
		Total	75.1

Timekeeper	ID	Title	Hours	Rate	Fees
Alisha Parmar	AP	Associate	16.2	375.00	6,075.00
Cindy Cheuk	CMC	Partner	5.9	475.00	2,802.50
John Sandrelli	JS	Partner	12.2	720.00	8,784.00
Jordan Schultz	JDS	Partner	36.4	475.00	17,290.00
Tevia Jeffries	TJ	Partner	4.4	475.00	2,090.00
Total			75.1		\$37,041.50

TOTAL PROFESSIONAL FEES

\$ 37,041.50

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

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Matter # 529227-000016

TAXABLE OTHER FEES/CHARGES

BCO/LTSA service charge	\$	6.50
Library Computer Research		108.75
Photocopy & Printing Charges		363.50
TOTAL TAXABLE OTHER FEES/CHARGES	\$	478.75

NON-TAXABLE DISBURSEMENTS

BC Online Registration*	\$	7.00
TOTAL NON-TAXABLE DISBURSEMENTS	\$	7.00

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS485.75**TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS****\$ 37,527.25****TAXES**

GST (5.0%) on Taxable Disbursements of \$478.75	\$	23.94
GST (5.0%) on Professional Fees of \$37,041.50		1,852.08
PST (7.0%) on Professional Fees of \$37,041.50		2,592.91
PST (7.0%) on Taxable Disbursements of \$6.50		0.46

TOTAL TAXES4,469.39**TOTAL AMOUNT DUE****\$ 41,996.64 CAD**

大成 DENTONS

Dentons Canada LLP
 20th Floor, 250 Howe Street
 Vancouver, BC, Canada V6C 3R8

T 604 687 4460
 F 604 683 5214

大成 Salans FMC SNR Denton McKenna Long
 dentons.com

Alvarez & Marsal Canada Inc.
 In its Capacity as Monitor of the Miniso Entities
 Commerce Place
 400 Burrard Street, Suite 1680
 Vancouver, BC V6C 3A6
 Attention: Anthony Tillman

INVOICE # 3458915

GST/HST # R121996078
 QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
October 21, 2019	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
 Re: Project Retail

Professional Fees	\$ 42,572.50
Less: Courtesy Fee Discount	<u>(1,032.00)</u>
Net Professional Fees	\$ 41,540.50
Other Fees/Charges & Disbursements	1,208.65
GST (5.0%) on \$42,652.36	2,132.62
PST (7.0%) on \$41,553.50	<u>2,908.75</u>
Total Amount Due	<u>\$ 47,790.52 CAD</u>

DENTONS CANADA LLP

Per: _____

John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3458915
Page 2 of 6
Matter # 529227-000016

Payment Options:	
Cheques: Cheques payable to Dentons Canada LLP and mailed to the following address: 77 King Street West, Suite 400 Toronto-Dominion Centre Toronto, ON Canada M5K 0A1	Internet Banking: Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing invoice number and payment amount.
Wire Transfer: Bank of Montreal 1st Canadian Place, Toronto, ON Swift Code: BOFMCAM2 Bank ID: 001 Transit: 00022 CAD Funds Bank Account: 0004-324	Interac e-Transfer: e-Transfer funds to AR.Canada@dentons.com referencing Invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.
Credit Card: Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one). Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____ Amount: _____ Cardholder Name: _____ Signature: _____	
Please email us at AR.Canada@dentons.com referencing invoice number and payment amount. Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.	

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3458915
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 Matter # 529227-000016

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending October 20, 2019:

Date	ID	Description of Work	Hours
07-Oct-19	AP	Several emails to [REDACTED] and others to follow up on status of lease amendments. Email from Anthony Tillman with license granted by [REDACTED] and review of license. Email from Anthony Tillman regarding notice of dispute in respect of [REDACTED]	0.7
07-Oct-19	JS	Review and comment upon draft Plan and various issues. Update on status of lease amendments and office conference with Alisha Parmar regarding same. Review update from South America. Review draft Meeting Order and comment. Various telephone conference with Anthony Tillman and Kibben Jackson regarding timeline and closing issues.	1.9
07-Oct-19	CMC	Continuing preparing creditor meeting materials.	8.5
08-Oct-19	AP	Emails from Anthony Tillman and [REDACTED] regarding outstanding lease amendment matters. Email response to [REDACTED] regarding various outstanding items in respect of lease amendments. Emails from [REDACTED] regarding premises at [REDACTED]. Review lease amendment from Theresa Paquette in respect of [REDACTED] premises and review lease for West [REDACTED] premises in connection with same. Emails to Theresa [REDACTED] and Anthony Tillman regarding same.	2.3
08-Oct-19	JS	Engaged throughout the day in drafting and revising Acquisition Agreement. Numerous telephone conferences with [REDACTED] regarding Plan and Acquisition Agreement. Review various revisions. Telephone conferences (2) with Anthony Tillman regarding Plan and transactions. Review and revise draft Meeting Order and office conference with Cindy Cheuk regarding same. Consider various transaction issues.	5.2
08-Oct-19	CMC	Continue drafting meeting materials. Email exchanges with Monitor regarding same. Review and consider updated Plan of Compromise and Arrangement. Office conference with John Sandrelli regarding draft Meeting Order.	6.5
09-Oct-19	AP	Call with [REDACTED] regarding lease amendment for [REDACTED]. Emails to and from Anthony Tillman regarding various premises. Revise lease amendment for [REDACTED] premises and email [REDACTED] regarding same.	1.2
09-Oct-19	JS	Telephone conference with [REDACTED] regarding post-closing issues and wind up work on further revisions to Notice of Application and Meeting Order. Review update on various leases. Telephone conference with Anthony Tillman and Pinky Law regarding Plan, Monitor's Report and structure. Office conference with Jordan Schultz. Follow up call with [REDACTED] regarding Acquisition Agreement.	2.7

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3458915
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 Matter # 529227-000016

Date	ID	Description of Work	Hours
09-Oct-19	JDS	Review and finalize application materials for meeting order. Review and revise draft Plan of Arrangement. Various calls regarding same. Call with [REDACTED] regarding late filed claims and potential plan with [REDACTED] Conference with John Sandrelli and Anthony Tillman regarding next steps.	9.1
09-Oct-19	CMC	Further revise creditor meeting materials. Email exchanges with Dentons team regarding same.	2.5
09-Oct-19	ETN	Update case law for creditors meeting application.	0.7
10-Oct-19	AP	Emails to and from [REDACTED] and [REDACTED] at [REDACTED] and telephone call with same regarding lease amendment. Revise lease amendment for [REDACTED] and email to Anthony Tillman regarding same. Revise lease amendment for [REDACTED] premises and email to Anthony Tillman, [REDACTED] regarding same.	1.8
10-Oct-19	JS	Engaged throughout the day in modifications and discussions surrounding the Acquisition Agreement and Monitor's Report. Numerous telephone conferences with [REDACTED] regarding Agreement. Various telephone conferences with Anthony Tillman and Pinky Law regarding same. Review and revise further the Agreement and comments on Monitor's Report. Consider various open issues. Emails with [REDACTED] regarding Agreement and Report. Follow up on status of South American Transaction and lease assignments.	5.2
10-Oct-19	JDS	Review email correspondence regarding potential plan with JV Investors. Finalize and file application for meeting order. Revise and circulate draft plan.	0.7
11-Oct-19	JS	Engaged in final modifications and discussions surrounding the Acquisition Agreement and Monitor's Report. Telephone conference with [REDACTED] regarding Agreement. Various telephone conferences with Anthony Tillman regarding finalizing Report and issues. Review and revise further the Agreement and comments on Monitor's Report. Follow up on status of South American Transaction and lease assignments.	2.2
14-Oct-19	JS	Prepare for court application for Meeting Order. Email updates regarding Argentina transaction.	1.5
15-Oct-19	AP	Follow-up email to [REDACTED] Update spreadsheet tracking lease amendments.	0.2
15-Oct-19	JS	Prepare for and attend on Application for Plan meeting order. Office conference with Anthony Tillman regarding transactions and claims. Telephone conference with counsel for Purchaser of South American assets and follow up on Peru and Argentina closing. Revise Acquisition Agreement and telephone conference with Amy Carruthers regarding same.	3.9
15-Oct-19	JDS	Prepare for and attend application for meeting order. Review and respond to email correspondence. Various calls with counsel. Review proof of claim [REDACTED]	7.1

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3458915
 Page 5 of 6
 Matter # 529227-000016

Date	ID	Description of Work	Hours
15-Oct-19	ETN	Review and revise Plan of Arrangement.	1.9
16-Oct-19	AP	Emails to [REDACTED] Anthony Tillman, [REDACTED] following up on various matters relating to lease amendments. Call with [REDACTED] in respect of surrender of lease for [REDACTED] and revise surrender of lease in connection with same. Review revised lease amendments for [REDACTED] and email to Anthony Tillman, [REDACTED] and others in respect of same.	2.1
16-Oct-19	JS	Review revised leases and updates. Emails with A&M regarding status of Plan and Claims disputes. Office conference with Jordan Schultz regarding same and role to play. Various emails regarding South American transaction.	1.3
16-Oct-19	JDS	Review and respond to email correspondence. Conference with Emma Newbery regarding response to claim applications. Emails regarding status of lease assignments. Call with A&M regarding response to claim applications. Office conference with Jordan Schultz regarding same and role to play.	3.8
16-Oct-19	ETN	Draft application responses regarding [REDACTED]	3.2
17-Oct-19	AP	Call with [REDACTED] and email to same regarding lease amendment for premises at [REDACTED]. Revise lease amendment for [REDACTED] further and email to Anthony Tillman, [REDACTED] and others with the further revised lease amendment and summarize conversation with [REDACTED]. Call from [REDACTED] with respect to lease amendment for that premises. Email from [REDACTED] regarding lease amendment for premises at [REDACTED]	2.0
17-Oct-19	JS	Review revised Acquisition Agreement and provide comments. Emails with A&M [REDACTED] regarding same. Office conference with Jordan Schultz regarding lease amendments and follow up. Emails regarding South American transaction.	1.1
17-Oct-19	ETN	Draft application responses to Miniso China and JV Investors' applications.	2.8
18-Oct-19	JS	Review revised Acquisition Agreement and issues for assignment of leases.	0.3
18-Oct-19	JDS	Call with [REDACTED] regarding terms for landlords under the plan.	0.6
		Total	83.0

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3458915
 Page 6 of 6
 Matter # 529227-000016

Timekeeper	ID	Title	Hours	Rate	Fees
Alisha Parmar	AP	Associate	10.3	375.00	3,862.50
Cindy Cheuk	CMC	Partner	17.5	475.00	8,312.50
Emma Newbery	ETN	Student	8.6	240.00	2,064.00
John Sandrelli	JS	Partner	25.3	720.00	18,216.00
Jordan Schultz	JDS	Partner	21.3	475.00	10,117.50
Total			83.0		\$42,572.50

TOTAL PROFESSIONAL FEES \$ 42,572.50
Less: Courtesy Fee Discount (1,032.00)
NET PROFESSIONAL FEES \$ 41,540.50

TAXABLE OTHER FEES/CHARGES

BCO/LTSA service charge \$ 13.00
 Conference Call charges 8.76
 Document Scanning 26.40
 Library Computer Research 51.50
 Photocopy & Printing Charges 932.00
TOTAL TAXABLE OTHER FEES/CHARGES \$ 1,031.66

TAXABLE DISBURSEMENTS

Agent Fees/Account \$ 18.50
 Courier & Delivery 31.70
 Stationery & Supplies 30.00
TOTAL TAXABLE DISBURSEMENTS \$ 80.20

NON-TAXABLE DISBURSEMENTS

B.C. LTSA search* \$ 9.79
 Agency Registration* 80.00
 BC Online Registration* 7.00
TOTAL NON-TAXABLE DISBURSEMENTS \$ 96.79

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS 1,208.65

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ 42,749.15

TAXES

GST (5.0%) on Taxable Disbursements of \$1,111.86 \$ 55.59
 GST (5.0%) on Professional Fees of \$41,540.50 2,077.03
 PST (7.0%) on Professional Fees of \$41,540.50 2,907.84
 PST (7.0%) on Taxable Disbursements of \$13.00 0.91

TOTAL TAXES 5,041.37

TOTAL AMOUNT DUE \$ 47,790.52 CAD

大成 DENTONS

Dentons Canada LLP
 20th Floor, 250 Howe Street
 Vancouver, BC, Canada V6C 3R8

T 604 687 4460
 F 604 683 5214

大成 Salans FMC SNR Denton McKenna Long
 dentons.com

Alvarez & Marsal Canada Inc.
 In its Capacity as Monitor of the Miniso Entities
 Commerce Place
 400 Burrard Street, Suite 1680
 Vancouver, BC V6C 3A6
 Attention: Anthony Tillman

INVOICE # 3461300

GST/HST # R121996078
 QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
October 31, 2019	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
 Re: Project Retail

Professional Fees	\$ 45,981.00
Other Fees/Charges & Disbursements	649.18
GST (5.0%) on \$46,550.18	2,327.51
PST (7.0%) on \$45,981.00	3,218.67
Total Amount Due	<u>\$ 52,176.36 CAD</u>

DENTONS CANADA LLP

Per: 
 John Sandrelli

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3461300
 Page 2 of 6
 Matter # 529227-000016

Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP
 and mailed to the following address:
 77 King Street West, Suite 400
 Toronto-Dominion Centre
 Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
 1st Canadian Place, Toronto, ON
 Swift Code: BOFMCAM2
 Bank ID: 001 Transit: 00022
 CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3461300
 Page 3 of 6
 Matter # 529227-000016

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending October 31, 2019:

Date	ID	Description of Work	Hours
11-Oct-19	JDS	Review and finalize Monitor's fifth report. Attend to service and filing of same. Review and respond to email correspondence. Various calls with counsel.	4.0
21-Oct-19	AP	Review and revise assignment and assumption agreement in respect of Miniso premises licensed [REDACTED] Email to Anthony Tillman in respect of same. Email to and from Anthony Tillman regarding Miniso premises [REDACTED]	1.9
21-Oct-19	JS	Review various emails regarding lease assignments and other issues.	0.4
21-Oct-19	JDS	Revise and finalize application responses. Review and respond to emails from client.	3.0
22-Oct-19	AP	Review revised lease amendment for [REDACTED] and email to Anthony Tillman, [REDACTED] and others in respect of same. Revise lease amendments for [REDACTED] and emails to Anthony Tillman and [REDACTED] regarding same. Revise lease amendment for [REDACTED] and email to [REDACTED] regarding same. Email to [REDACTED] regarding lease amendment. Revise lease amendment for [REDACTED] and email to [REDACTED] regarding same. Revise assignment of licence agreement with respect to [REDACTED] locations and emails to and from Anthony Tillman and [REDACTED] regarding same. Emails to and from Anthony Tillman regarding miscellaneous comments on [REDACTED]	6.4
22-Oct-19	JS	Review various lease amendments and consider. Emails with A&M regarding Plan and issues with leases. Office conference with Jordan Schultz.	0.5
22-Oct-19	JDS	Review and respond to email correspondence. Call with client regarding various outstanding matters. Update draft application responses. Office conference with John Sandrelli.	2.0
23-Oct-19	AP	Call with Anthony Tillman to review status of all leases. Email to Anthony Tillman with surrender of lease for [REDACTED] Email from [REDACTED] regarding assignment and amendment of lease for [REDACTED] Emails to and from and call with [REDACTED] regarding lease amendments. Revising assignment of licence in respect of [REDACTED] premises. Revising lease assignment and amending agreements for [REDACTED] further and email to Anthony Tillman regarding same. Emails with [REDACTED] regarding [REDACTED] Email from and to [REDACTED] regarding assignment language in [REDACTED] and [REDACTED] documents.	4.6
23-Oct-19	JS	Email from counsel for JV investors regarding [REDACTED] and [REDACTED]	0.5

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3461300
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 Matter # 529227-000016

Date	ID	Description of Work	Hours
		consider. Emails with A&M regarding same.	
23-Oct-19	JDS	Review and respond to email correspondence. Consider landlord claim in relation to lien claim. Email to client regarding disallowance for same.	1.6
24-Oct-19	AP	Emails from and email to Anthony Tillman regarding [REDACTED] and [REDACTED] leased premises. Conference call with [REDACTED] and landlord's leasing representatives for [REDACTED]. Reviewing lease amendment for [REDACTED] as revised by landlord's representatives and email to Anthony Tillman and [REDACTED] regarding same. Email to Anthony Tillman summarizing lease assignment and amending agreements with [REDACTED]. Call with Adrian Wan and email to same regarding [REDACTED].	3.1
24-Oct-19	JS	Review emails regarding Plan, Acquisition Agreement and various lease issues. Discussion with [REDACTED] regarding claims of JV investors and emails with Jordan Schultz.	0.5
24-Oct-19	JDS	Finalize draft application responses.	3.9
25-Oct-19	AP	Call with [REDACTED] regarding [REDACTED] amendment. Email to [REDACTED] regarding leases to be dealt with pursuant to Court order. Revising lease amendments for [REDACTED] and email to Anthony Tillman, Pinky Law and [REDACTED] regarding same.	2.0
25-Oct-19	JS	Attend conference call regarding Acquisition Agreement and various issues with [REDACTED] and A&M. Review updated Acquisition Agreement. Telephone conference with A&M regarding various issues thereon. Various emails with Jordan Schultz regarding Court proceedings.	1.5
25-Oct-19	JDS	Review and respond to email correspondence. Attend conference call on lease assignments.	1.0
26-Oct-19	JS	Discussions with Anthony Tillman regarding various issues.	0.4
27-Oct-19	JS	Consideration on Plan structure. Review revised Acquisition Agreement and various emails with [REDACTED] and A&M regarding same. Update on various lease assignments. Email regarding South American transaction and position of JV investors.	1.1
28-Oct-19	AP	Emails to and from John Sandrelli regarding various matters in respect of lease amendments. Emails to and from [REDACTED] regarding [REDACTED] amendment and form of court order. Emails to and from [REDACTED] regarding [REDACTED] to be assigned by way of court order. Email to and from [REDACTED] regarding [REDACTED]. Emails from [REDACTED] regarding lease amendments and email to same [REDACTED]. Emails from Anthony Tillman [REDACTED].	2.5
28-Oct-19	JS	Telephone conference with various counsel and A&M regarding status of South American transaction. Review updates and comment on lease amendments. Review revisions to Acquisition Agreement and consider.	1.3
28-Oct-19	JDS	Review and respond to email correspondence. Call and email with [REDACTED] regarding Ottawa matters. Call with [REDACTED] regarding status of application. Call with Monitor regarding various matters.	2.4

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3461300
 Page 5 of 6
 Matter # 529227-000016

Date	ID	Description of Work	Hours
29-Oct-19	AP	Emails to and from ██████████ regarding ██████████ amendment. Review and revise same and emails to and from Anthony Tillman and ██████████ regarding same. Emails to and from ██████████ regarding lease amendments for the ██████████. Emails to and from Anthony Tillman regarding ██████████	2.6
29-Oct-19	JS	Telephone conference ██████████ and A&M teams regarding various issues on Plan and Acquisition Agreement. Review and revise proposed orders. Review draft Notice of Application and comment. Review updates on various lease amendments. Telephone conference with Anthony Tillman regarding same. Review further revised Acquisition Agreement.	1.3
29-Oct-19	JDS	Prepare application in connection with Plan sanction and vesting order.	7.1
30-Oct-19	AP	Call with Jordan Sandrelli and Jordan Schultz regarding lease amendments and status of proceedings. Emails to and from ██████████ ██████████ regarding various lease amendments. Calls with ██████████ regarding lease amendment for ██████████	3.3
30-Oct-19	JS	Further review and revisions to Acquisition Agreement. Review Notice of Application for Plan approval and provide comments. Various telephone conferences with A&M ██████████ throughout the day on Plan issues, Agreement and various assignments. Office conference with Jordan Schultz. Office conference with Alisha Parmar regarding lease assignments and status.	6.2
30-Oct-19	JDS	Revise draft application for Plan approval. Office conference with John Sandrelli regarding same.	6.7
31-Oct-19	AP	Conference call with ██████████, Anthony Tillman and Jordan Schultz regarding lease amendments. Emails to and from Anthony Tillman, ██████████, Jordan Schultz, and John Sandrelli in respect of various lease amendments. Revising lease amendments for ██████████ and emails to and from ██████████. Calls with John Sandrelli regarding ██████████ lease amendments.	3.9
31-Oct-19	JS	Engaged throughout the day in numerous telephone conferences with ██████████ and A&M regarding Plan issues, Acquisition Agreement and leases. Review forms of Application and orders. Various emails regarding lease assignments and amendments. Office conference with Alisha Parmar and various office conferences with Jordan Schultz. Review and revise various agreements and Plan.	7.0
31-Oct-19	JDS	Finalize application materials. Review and revise Monitor's report. Various calls and emails regarding same. Calls and emails regarding ██████████ amendments. Amend Plan. Office conference with John Sandrelli.	9.4
31-Oct-19	ETN	Conduct research case law to add to written submissions.	0.8
		Total	92.9

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

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 Matter # 529227-000016

Timekeeper	ID	Title	Hours	Rate	Fees
Alisha Parmar	AP	Associate	30.3	375.00	11,362.50
Emma Newbery	ETN	Student	0.8	240.00	192.00
John Sandrelli	JS	Partner	20.7	720.00	14,904.00
Jordan Schultz	JDS	Partner	41.1	475.00	19,522.50
Total			92.9		\$45,981.00

TOTAL PROFESSIONAL FEES \$ **45,981.00**

TAXABLE OTHER FEES/CHARGES

Long Distance Telephone Calls \$ 19.68
 Photocopy & Printing Charges 458.00

TOTAL TAXABLE OTHER FEES/CHARGES \$ **477.68**

TAXABLE DISBURSEMENTS

Agent Fees/Account \$ 91.50

TOTAL TAXABLE DISBURSEMENTS \$ **91.50**

NON-TAXABLE DISBURSEMENTS

Agency Registration* \$ 80.00

TOTAL NON-TAXABLE DISBURSEMENTS \$ **80.00**

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS **649.18**

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ **46,630.18**

TAXES

GST (5.0%) on Professional Fees of \$45,981.00 \$ 2,299.05
 PST (7.0%) on Professional Fees of \$45,981.00 3,218.67
 GST (5.0%) on Taxable Disbursements of \$569.18 28.46

TOTAL TAXES **5,546.18**

TOTAL AMOUNT DUE \$ **52,176.36** CAD

大成 DENTONS

Dentons Canada LLP
 20th Floor, 250 Howe Street
 Vancouver, BC, Canada V6C 3R8

T 604 687 4460
 F 604 683 5214

大成 Salans FMC SNR Denton McKenna Long
 dentons.com

Alvarez & Marsal Canada Inc.
 In its Capacity as Monitor of the Miniso Entities
 Commerce Place
 400 Burrard Street, Suite 1680
 Vancouver, BC V6C 3A6
 Attention: Anthony Tillman

INVOICE # 3465304

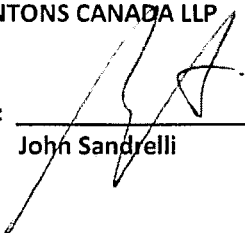
GST/HST # R121996078
 QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
November 18, 2019	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
 Re: Project Retail

Professional Fees	\$ 86,730.00
Other Fees/Charges & Disbursements	5,449.62
GST (5.0%) on \$92,102.13	4,605.11
PST (7.0%) on \$86,769.00	6,073.83
Total Amount Due	<u>\$ 102,858.56 CAD</u>

DENTONS CANADA LLP

Per: 
 John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3465304
Page 2 of 9
Matter # 529227-000016

Payment Options:	
<u>Cheques:</u> Cheques payable to Dentons Canada LLP and mailed to the following address: 77 King Street West, Suite 400 Toronto-Dominion Centre Toronto, ON Canada M5K 0A1	<u>Internet Banking:</u> Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing invoice number and payment amount.
<u>Wire Transfer:</u> Bank of Montreal 1st Canadian Place, Toronto, ON Swift Code: BOFMCAM2 Bank ID: 001 Transit: 00022 CAD Funds Bank Account: 0004-324	<u>Interac e-Transfer:</u> e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.
<u>Credit Card:</u> Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one). Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____ Amount: _____ Cardholder Name: _____ Signature: _____	
Please email us at AR.Canada@dentons.com referencing invoice number and payment amount. Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.	

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

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 Matter # 529227-000016

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending November 17, 2019:

Date	ID	Description of Work	Hours
06-Sep-19	VC	Emails on acquisition agreement and orders sought.	0.4
01-Nov-19	AP	Calls with John Sandrelli regarding [REDACTED] Review and mark-up amendment for [REDACTED] lease and circulate same to Anthony Tillman, [REDACTED] Voicemail to and emails to and from [REDACTED] regarding [REDACTED] amending document. Emails to Anthony Tillman, [REDACTED] with detailed status of lease amendments.	2.3
01-Nov-19	JS	Prepare for and attend Creditor's Meeting. Various discussions with Anthony Tillman regarding Plan and next steps. Discussions with creditors. Review revised draft Monitor's Report and comment. Emails regarding changes to Acquisition Agreement and telephone conference with A&M. Telephone call [REDACTED] regarding Agreement and issues. Office conference with Jordan Schultz regarding legal arguments.	3.3
01-Nov-19	JDS	Attend various calls and emails regarding [REDACTED] negotiations and finalizing acquisition agreement. Attend creditors meeting. Meeting with Emma Newbery to discuss written submissions.	3.0
01-Nov-19	ETN	Review lease agreements [REDACTED] Meeting with Jordan Schultz to discuss written submissions.	1.3
02-Nov-19	JS	Consider South American issues and emails to Chile partner regarding same. Update on Plan and potential closing matters.	0.7
03-Nov-19	AP	Emails from [REDACTED] regarding lease amendments for [REDACTED] [REDACTED] Email to [REDACTED] regarding [REDACTED] and reviewing lease amendment tracking spreadsheet in connection with same. Email to John Sandrelli regarding lease amendment for [REDACTED] [REDACTED] Updating lease amendment tracking spreadsheet.	0.7
03-Nov-19	JS	Review Notice of Application for approval of Plan and Agreement and Sixth Report. Follow up on various leases. Review revisions to Acquisition Agreement and schedules.	1.2
03-Nov-19	ETN	Draft written submissions for application regarding approval of Plan of compromise, approval of vesting orders, and other matters.	5.6
04-Nov-19	AP	Receive and review revised lease amendments for [REDACTED] [REDACTED] Emails to and from Anthony Tillman [REDACTED] Wang, John Sandrelli and [REDACTED] regarding same. Receive and review revised lease amendments for [REDACTED] and [REDACTED] Mills and emails to and from Anthony Tillman, [REDACTED] [REDACTED] regarding same. Receive and review initial draft of landlord's consent for [REDACTED] Emails to and from John Sandrelli and Anthony Tillman and email to [REDACTED] [REDACTED] Email to [REDACTED] [REDACTED] regarding lease amendment for [REDACTED]	3.4

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

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Date	ID	Description of Work	Hours
04-Nov-19	JS	Prepare for and attend applications regarding Miniso China security and JV Investors application. Review update on lease assignments and emails with counsel [REDACTED] Discuss various matters with Monitor.	3.7
04-Nov-19	JDS	Prepare for and attend hearing on resolving litigation matters.	4.0
05-Nov-19	AP	Emails to and from [REDACTED] regarding lease amendments for [REDACTED] Voicemail to and email to [REDACTED] regarding lease amendment for [REDACTED] Review schedule to acquisition agreement in light of lease amendments. Emails to and from [REDACTED] regarding lease amendments for [REDACTED] Review same and email to [REDACTED] with comments on same. Emails from [REDACTED] regarding lease amendments for [REDACTED] and [REDACTED] Call from Anthony Tillman regarding [REDACTED] amendment.	2.7
05-Nov-19	JS	Preparation for Applications to approve Plan and Acquisition Agreement. Numerous telephone conferences with Monitor and [REDACTED] regarding various Plan and Agreement issues. Updates on various lease assignments. Prepare Application Response for motion to lift stay. Preparation of material for judge regarding argument.	3.2
05-Nov-19	JDS	Review email correspondence. Prepare for application to sanction plan and approve sale transactions.	8.3
05-Nov-19	VC	Conference and emails with John Sandrelli on closing.	0.2
06-Nov-19	AP	Meeting with Wil Chan to review status of leases. Conference call to review closing agenda with John Sandrelli, [REDACTED] Valerie Cross, and Anthony Tillman. Call with [REDACTED] regarding lease amendments and further changes [REDACTED] Meeting with John Sandrelli, Jordan Schultz, and Valerie Cross regarding closing items. Email to [REDACTED] with status of lease amendments.	4.9
06-Nov-19	JS	Prepare for and attend on various Applications to approve Plan and Acquisition Agreement. Attend closing call to Plan for closing. Discussion with Anthony Tillman and Pinky Law. Office conference with Valerie Cross regarding closing. Update on status of various leases. Attend meeting with Dentons team to prepare for closing.	6.7
06-Nov-19	JDS	Prepare for and attend application to sanction plan and approve transactions. Attend internal meeting regarding closing transaction.	10.5
06-Nov-19	VC	Review Acquisition Agreement and Monitor's Sixth Report. Closing list call with all parties. Internal meeting on closing.	4.2
06-Nov-19	WC	Discussions and emails with Alisha Parmar regarding leases and closing matters.	0.6
07-Nov-19	AP	Emails to and from [REDACTED] Conference with Wil Chan. Preparing standalone signature pages for lease amendments. Email from [REDACTED] regarding lease amendments to be assigned to [REDACTED] Revise lease amendment for [REDACTED] and [REDACTED] email regarding same to [REDACTED] Email to [REDACTED] and [REDACTED]	2.6

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

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 Matter # 529227-000016

Date	ID	Description of Work	Hours
		regarding lease amendment for [REDACTED] Email to [REDACTED] regarding further revisions to lease amendments for [REDACTED]	
07-Nov-19	JS	Various emails with A&M regarding closing matters. Telephone conference with Pinky Law regarding Quebec closing matters. Office conference with Dentons team regarding closing. Emails regarding lease updates and amounts outstanding. Consider employment issues for closing. Various emails with [REDACTED] Follow up on South American transaction.	2.2
07-Nov-19	JDS	Review and respond to email correspondence. Office conference with Jeff Bastien regarding employment related matters arising from transaction.	1.2
07-Nov-19	JB	Office conference with Jordan Schultz regarding employment related matters arising from transaction.	0.2
07-Nov-19	VC	Emails on leases. [REDACTED] Review signed documents. Review new draft documents from purchasers' counsel and provide comments.	0.7
07-Nov-19	WC	Discussions and emails with Alisha Parmar regarding closing matters.	0.2
08-Nov-19	AP	Emails to and from [REDACTED] regarding lease amendments for [REDACTED] [REDACTED] Emails to and from [REDACTED] regarding [REDACTED] [REDACTED] Emails to [REDACTED] regarding [REDACTED] [REDACTED] Emails to and from [REDACTED] regarding [REDACTED] [REDACTED] Email to [REDACTED] regarding lease amendments for [REDACTED] [REDACTED] Call with [REDACTED] [REDACTED] regarding change to assignee for [REDACTED] [REDACTED] Meeting with John Sandrelli, Jordan Schultz, Wil Chan and Valerie Cross regarding closing matters. Email to [REDACTED] regarding feedback from landlords regarding change in assignee. Email to [REDACTED] [REDACTED]	3.6
08-Nov-19	JS	Office conference with Dentons team regarding update on various closing matters. Review various emails and drafts of closing documents. Update on South America transaction. Telephone conference with Anthony Tillman. Telephone conference with Anthony Tillman and counsel for Purchaser in Quebec. Various emails regarding same. Telephone conference with Faskens regarding closing matters.	2.4
08-Nov-19	JDS	Respond to various correspondence. Attend to closing matters.	3.8
08-Nov-19	VC	Updates on leases. Email updates on Quebec stores. Review counsel letter on Quebec transaction. Team conference on closing. Review and file documents.	1.9
08-Nov-19	WC	Emails and discussions with Alisha Parmar regarding leasing matters. Meeting with John Sandrelli, Valerie Cross, Jordan Schultz and Alisha Parmar regarding closing matters.	0.8
09-Nov-19	VC	Review and revise various acquisition documents. Review Quebec Acquisition Agreement vesting order, agreement and draft closing agenda. Review employment notice from Monitor and employment letters. Prepare Monitor's Certificate.	2.8

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3465304
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 Matter # 529227-000016

Date	ID	Description of Work	Hours
10-Nov-19	AP	Emails to and from [REDACTED]	0.1
10-Nov-19	JB	Review notice and offer of employment letters. Email to John Sandrelli and Jordan Schultz regarding same.	0.3
10-Nov-19	VC	Review employment emails.	0.1
11-Nov-19	JS	Review various emails [REDACTED] regarding closing documents. Telephone conference with [REDACTED] regarding Alberta transactions and amendment to Acquisition Agreement. Review order regarding same. Emails with counsel for Quebec purchasers.	0.9
11-Nov-19	VC	Emails with purchaser's counsel.	0.1
12-Nov-19	JS	Telephone conference with Anthony Tillman regarding various matters. Telephone conference with Chile counsel regarding assistance on transactions. Telephone conference with [REDACTED] and Anthony Tillman. Office conference with Jordan Schultz regarding closing updated. Email from Chile partner regarding issues on closing. Emails with Anthony Tillman regarding same. Attend to various pre-closing matters.	3.1
12-Nov-19	JDS	Call and email with Ari Sorek regarding Quebec transaction. Review and respond to email correspondence. Review draft documents. Conference with Valerie Cross regarding closing agenda. Call with [REDACTED] to review closing agenda.	6.9
12-Nov-19	VC	Emails on status of Quebec deal. Emails on additional loan and security documents [REDACTED] Conference with Jordan Schultz on outstanding items. Conference with Jordan Schultz and Quebec counsel on Quebec portion of deal. Review and save additional documents. Brief student on preparing Quebec documents from template. Status call with team.	2.2
12-Nov-19	WC	Emails with [REDACTED] regarding changes to assignee of leases. Emails with [REDACTED] regarding lease assignments. Telephone call with [REDACTED] Valerie Cross and Jordan Schultz regarding closing matters.	1.6
12-Nov-19	ETN	Research [REDACTED] Prepare forms of documents for closing.	0.8
12-Nov-19	AYS	Telephone conversation with Jordan Schultz regarding work to be conducted with respect to Quebec matters. Summary review of documents received including approval of vesting order and Acquisition Agreement and revised draft.	0.5
13-Nov-19	JS	Review of various closing documents and numerous emails with A&M [REDACTED] regarding closing. Several office conferences with Jordan Schultz regarding various issues. Consider leases and follow up. Attend pre-closing conference call with A&M [REDACTED] Consider various matters and review draft agreements.	3.2
13-Nov-19	JDS	Attend to closing matters.	7.5
13-Nov-19	VC	Emails on status of Quebec deal. Emails on additional loan and security documents with Purchasers counsel. Conference with Jordan Schultz on outstanding items. Conference with Jordan Schultz [REDACTED] on Quebec portion of deal. Review and save additional documents.	1.9

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3465304
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 Matter # 529227-000016

Date	ID	Description of Work	Hours
		Brief student on preparing Quebec documents from template. Status call with team.	
13-Nov-19	WC	Telephone calls with [REDACTED] regarding leases with [REDACTED] Emails with various landlord's counsel regarding lease amendments. Emails with [REDACTED] regarding lease amendments for [REDACTED] Emails and telephone calls with Monitor and [REDACTED] regarding closing matters. Discussions with Jordan Schultz and client regarding closing matters. Revise lease amendment for [REDACTED] Emails with [REDACTED] regarding [REDACTED]	7.5
13-Nov-19	ETN	Review closing agenda for Quebec transaction. Draft bring down certificates for Quebec transaction. Draft bills of sale for the Quebec transaction. Update closing agenda. Review corporate searches. Attend conference call to review status of closing.	6.8
13-Nov-19	AYS	Telephone conversation with Jordan Schultz regarding Quebec matters, including employment matters. Summary review of documents received from Jordan Schultz.	0.5
14-Nov-19	JS	Various office conferences with Jordan Schultz regarding closing issues. Review amendments to Acquisition Agreement. Brief review of numerous emails with A&M and [REDACTED] regarding closing. Emails with counsel regarding South America transaction. Emails regarding motion to lift stay regarding directors.	2.2
14-Nov-19	JDS	Attend to various closing matters.	8.6
14-Nov-19	VC	Emails on main transaction amendments and Quebec amendment updates. Conference with Jordan Schultz and student on outstanding matters. Review Quebec documents and closing agenda. Review signature packages and draft document packages. Pre-closing emails with purchaser's counsel and Quebec counsel and Monitor.	2.5
14-Nov-19	WC	Emails with [REDACTED] regarding leases. Emails and telephone calls with [REDACTED] regarding lease for [REDACTED] Emails with [REDACTED] regarding [REDACTED] leases. Emails and telephone calls with [REDACTED] regarding [REDACTED] Emails and telephone calls with [REDACTED] regarding leases and other closing matters. Discussions with Jordan Schultz and client regarding closing matters. Prepare for closings.	7.4
14-Nov-19	ETN	Attend to closing activities. Draft documents for the Quebec closing. Revise the amending agreement. Revising the receipt. Create signature packages for the Quebec closing. Review changes to the Quebec closing documents. Circulate draft documents. Update draft documents with client comments.	8.6
14-Nov-19	AYS	Numerous exchanges with Jordan Schultz, [REDACTED] and [REDACTED] regarding termination notice and continuation of employment notice. Exchanges with Jordan Schultz. Exchange of emails with client team, Jordan Schultz and [REDACTED] regarding next steps and termination issues.	2.5

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3465304
 Page 8 of 9
 Matter # 529227-000016

Date	ID	Description of Work	Hours
14-Nov-19	VD	Exchanging emails with Ari Sorek. Telephone conversation with Ari Sorek and Jordan Schultz. Receipt and analysis of the documents sent by Ari Sorek. Modifying [REDACTED] termination letter. Drafting a notification letter to the employees. Drafting an email to Jordan Schultz and Ari Sorek.	2.4
15-Nov-19	JS	Various discussions with Jordan Schultz regarding closing issues and mechanics. Review various closing matters and emails. Review and discuss closing issues and contribute to final closing.	1.5
15-Nov-19	JDS	Attend to closing matters.	7.0
15-Nov-19	VC	Review closing emails. Attend to closing tasks: prepare documents for execution, final revisions to documents, review signatures and compile executed documents.	1.7
15-Nov-19	WC	Attend to closing matters. Emails with various landlord representatives regarding closing matters. Emails and telephone call with Pinky Law regarding [REDACTED] Emails and telephone calls with Jordan Schultz and [REDACTED] regarding leasing matters.	2.1
15-Nov-19	ETN	Review executed documents. Review signature packages. Attend to obtaining signature packages signed. Circulate updated documents. Update documents. Update closing agenda. Send executed documents.	3.1
Total			186.9

Timekeeper	ID	Title	Hours	Rate	Fees
Alisha Parmar	AP	Associate	20.3	375.00	7,612.50
Ari Sorek	AYS	Partner	3.5	550.00	1,925.00
Emma Newbery	ETN	Student	26.2	240.00	6,288.00
Jeff Bastien	JB	Associate	0.5	420.00	210.00
John Sandrelli	JS	Partner	34.3	720.00	24,696.00
Jordan Schultz	JDS	Partner	60.8	475.00	28,880.00
Valerie Cross	VC	Associate	18.7	355.00	6,638.50
Virginie Dandurand	VD	Associate	2.4	495.00	1,188.00
Wilfred Chan	WC	Partner	20.2	460.00	9,292.00
Total			186.9		\$86,730.00

TOTAL PROFESSIONAL FEES

\$ 86,730.00

TAXABLE OTHER FEES/CHARGES

BCO/LTSA service charge	\$ 39.00
Document Scanning	45.30
Photocopy & Printing Charges	1,933.00
TOTAL TAXABLE OTHER FEES/CHARGES	\$ 2,017.30

TAXABLE DISBURSEMENTS

Courier & Delivery	\$ 162.50
Dentons Chile	3,183.33
Postage	9.00

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3465304
Page 9 of 9
Matter # 529227-000016

TOTAL TAXABLE DISBURSEMENTS	\$ 3,354.83
NON-TAXABLE DISBURSEMENTS	
BC Online Registration*	\$ 42.00
Searches*	35.49
TOTAL NON-TAXABLE DISBURSEMENTS	\$ 77.49
TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS	<u>5,449.62</u>
TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS	\$ 92,179.62
TAXES	
GST (5.0%) on Taxable Disbursements of \$5,372.13	\$ 268.61
GST (5.0%) on Professional Fees of \$86,730.00	4,336.50
PST (7.0%) on Professional Fees of \$86,730.00	6,071.10
PST (7.0%) on Taxable Disbursements of \$39.00	2.73
TOTAL TAXES	<u>10,678.94</u>
TOTAL AMOUNT DUE	<u>\$ 102,858.56 CAD</u>

ENCLOSURE

Dentons Vancouver

Tax Payer
Number 55555555-5
Address 20th Floor, 250 Howe Street Vancouver,
Bc V6c 3r8 Canada
Contact John Sandrelli
Phone Number +1 604 443 7132

Debit Note Details

Invoice N°	2362	Total Hours	6:55
To	11/17/19	Fees	USD 2,387.50
		Disbursements	USD 0.00
		Invoice Total	USD 2,387.50

Global summary of fees

Name	Rated Hours	RATE	FEE
Manuel José Diaz	2:15	190.00	USD 427.50
José Manuel Larraín	4:40	420.00	USD 1,960.00
Total	6:55		USD 2,387.50

Subject 001594-0001 - Companies' Creditors Arrangement - Migu
Investment Inc.
Contact Mr. John Sandrelli
Phone Number +1 604 443 7132
Services

Date	Professional	Matter Summary	Rated Hours	Fee
11/12/19	Manuel José Diaz	Conference call with Jose Rojas (Chile China Lawyers) and José Manuel Larraín. Discussion on APA and regulation applicable regarding taxes. Discussion regarding payment of price and breach of APA.	2:15	427.50
11/13/19	José Manuel Larraín	Miniso. Reviewing documentation sent by John. Conference call to discuss about problems to solve re invoices issued in Chile and Peru. Conference call with counsels in Chile and Peru. Exchanging e-mails with both of them.	4:05	1,715.00
11/14/19	José Manuel Larraín	E-mail exchange with lawyers of Miniso Peru to gather information about invoices issued and then cancelled.	0:35	245.00
Total			6:55	USD 2,387.50

大成 DENTONS

Dentons Canada LLP
20th Floor, 250 Howe Street
Vancouver, BC, Canada V6C 3R8

T 604 687 4460
F 604 683 5214

大成 Salans FMC SNR Denton McKenna Long
dentons.com

Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6
Attention: Anthony Tillman

INVOICE # 3467315

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
November 30, 2019	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$ 6,416.50
Other Fees/Charges & Disbursements	1,287.96
GST (5.0%) on \$7,624.46	381.23
PST (7.0%) on \$6,416.50	449.16
Total Amount Due	\$ <u>8,534.85</u> CAD

DENTONS CANADA LLP

Per: 
John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3467315
Page 2 of 5
Matter # 529227-000016

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3467315
 Page 3 of 5
 Matter # 529227-000016

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending November 30, 2019:

Date	ID	Description of Work	Hours
18-Nov-19	JS	Follow up on post-closing matters.	0.3
18-Nov-19	JDS	Attend application to lift stay against directors and officers. Review email correspondence and attend to post-closing matters.	3.1
18-Nov-19	WC	Emails [REDACTED] regarding lease amendments. Email the same to various landlord parties. Follow-up with various landlord parties regarding lease amendments. Follow-up with various landlord party regarding cure cost payment.	1.5
19-Nov-19	WC	Emails and telephone calls with [REDACTED] regarding [REDACTED] Lease Amendment. Emails to Anthony Tillman regarding the same.	0.3
20-Nov-19	JDS	Review and respond to email correspondence. Review revisions to Acquisition Agreement.	2.2
20-Nov-19	WC	Emails with [REDACTED] regarding lease amendment. Emails with Anthony Tillman regarding [REDACTED] lease amendment.	0.3
21-Nov-19	WC	Emails with [REDACTED] regarding Lease Amendment [REDACTED]	0.1
25-Nov-19	JS	Emails regarding South American transactions.	0.2
25-Nov-19	JDS	Attend to filing Monitor certificates.	0.8
25-Nov-19	WC	Emails with [REDACTED] regarding lease amendment. Emails with Jordan Schultz regarding Monitor's Certificate. Review email from [REDACTED] regarding amounts owed to [REDACTED]	0.3
26-Nov-19	JDS	Attend to various post-closing matters.	0.4
26-Nov-19	WC	Emails with Pinky Law and [REDACTED] regarding status of lease amendment.	0.2
26-Nov-19	ETN	Review executed documents package.	0.1
27-Nov-19	JS	Telephone conference with [REDACTED] [REDACTED] [REDACTED] and Anthony Tillman regarding South American transactions and potential path forward. Follow up emails [REDACTED]	0.5
27-Nov-19	VC	Emails with real estate team on lease amendments. Emails with Quebec colleagues on tax elections. Emails with tax team.	0.7
27-Nov-19	WC	Emails with Pinky Law and Anthony Tillman regarding Quebec leases. Telephone call and emails with [REDACTED] regarding [REDACTED]	0.3
28-Nov-19	AP	Email to Pinky Law and Anthony Tillman regarding Place Vertu lease amendment.	0.1
28-Nov-19	JDS	Call with Wilfred Chan and Anthony Tillman regarding [REDACTED] lease matters.	0.5
28-Nov-19	WC	Telephone call with Jordan Schultz and Anthony Tillman regarding [REDACTED]	0.9

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3467315
 Page 4 of 5
 Matter # 529227-000016

Date	ID	Description of Work	Hours
		stores. Telephone call with [REDACTED] regarding [REDACTED] stores. Emails with [REDACTED] and [REDACTED] regarding [REDACTED] [REDACTED] Emails and telephone call with [REDACTED] regarding the Lease Amendment for [REDACTED] Emails with [REDACTED] regarding Lease Amendment for [REDACTED]	
29-Nov-19	AP	Email from Anthony Tillman regarding [REDACTED] lease amendment.	0.1
29-Nov-19	WC	Emails with [REDACTED] and [REDACTED] regarding [REDACTED] Amendment, Emails from [REDACTED] regarding Lease Amendment for [REDACTED] Emails with [REDACTED] regarding Lease Amendment for [REDACTED] Emails with [REDACTED] and Anthony Tillman regarding Lease Amendment [REDACTED]	0.5
Total			13.4

Timekeeper	ID	Title	Hours	Rate	Fees
Alisha Parmar	AP	Associate	0.2	375.00	75.00
Emma Newbery	ETN	Student	0.1	240.00	24.00
John Sandrelli	JS	Partner	1.0	720.00	720.00
Jordan Schultz	JDS	Partner	7.0	475.00	3,325.00
Valerie Cross	VC	Associate	0.7	355.00	248.50
Wilfred Chan	WC	Partner	4.4	460.00	2,024.00
Total			13.4		\$6,416.50

TOTAL PROFESSIONAL FEES \$ **6,416.50**

TAXABLE OTHER FEES/CHARGES

Photocopy & Printing Charges \$ 1.75
TOTAL TAXABLE OTHER FEES/CHARGES \$ **1.75**

TAXABLE DISBURSEMENTS

Agent Fees/Account \$ 223.50
 Courier & Delivery 982.71
TOTAL TAXABLE DISBURSEMENTS \$ **1,206.21**

NON-TAXABLE DISBURSEMENTS

Agency Registration* \$ 80.00
TOTAL NON-TAXABLE DISBURSEMENTS \$ **80.00**

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS **1,287.96**

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ **7,704.46**

TAXES

GST (5.0%) on Professional Fees of \$6,416.50 \$ 320.83
 PST (7.0%) on Professional Fees of \$6,416.50 449.16
 GST (5.0%) on Taxable Disbursements of \$1,207.96 60.40

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3467315
Page 5 of 5
Matter # 529227-000016

TOTAL TAXES

830.39

TOTAL AMOUNT DUE

\$ 8,534.85 CAD

大成 DENTONS

Dentons Canada LLP
20th Floor, 250 Howe Street
Vancouver, BC, Canada V6C 3R8

T 604 687 4460
F 604 683 5214

大成 Salans FMC SNR Denton McKenna Long
dentons.com

Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6
Attention: Anthony Tillman

INVOICE # 3473263

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
December 16, 2019	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$ 8,502.00
Other Fees/Charges & Disbursements	6,072.99
GST (5.0%) on \$14,574.99	728.75
PST (7.0%) on \$8,502.00	595.14
Total Amount Due	<u>\$ 15,898.88</u> CAD

DENTONS CANADA LLP

Per: 

John Sandrelli

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3473263
 Page 2 of 5
 Matter # 529227-000016

Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP
 and mailed to the following address:
 77 King Street West, Suite 400
 Toronto-Dominion Centre
 Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
 1st Canadian Place, Toronto, ON
 Swift Code: BOFMCAM2
 Bank ID: 001 Transit: 00022
 CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3473263
 Page 3 of 5
 Matter # 529227-000016

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending December 15, 2019:

Date	ID	Description of Work	Hours
27-Nov-19	MCD	Review email regarding tax elections.	0.2
29-Nov-19	TCYS	Review correspondence from Valerie Cross. Correspondence with Valerie Cross regarding access.	0.7
01-Dec-19	VC	Emails with tax team on elections.	0.1
01-Dec-19	TCYS	Correspondence with insolvency associate.	0.1
02-Dec-19	JS	Telephone conference with Anthony Tillman regarding South American transactions. Review various emails regarding outstanding issues. Office conference with Jordan Schultz.	0.4
02-Dec-19	JDS	Emails regarding [REDACTED] lease proceedings. Call with A&M regarding CRA claim for GST amounts. Office conference with John Sandrelli.	0.5
02-Dec-19	VC	Emails with tax team on elections.	0.1
02-Dec-19	WC	Emails with [REDACTED] and [REDACTED] regarding lease amendment for [REDACTED] Review Lease Amendment for [REDACTED] Emails with Anthony Tillman regarding the same. Compose email to Monitor and [REDACTED] regarding [REDACTED] lease amendment. Email to Pinky Law regarding [REDACTED] lease amendment. Review email from Anthony Tillman [REDACTED] lease amendment.	0.6
02-Dec-19	AYS	Exchange of correspondence with Valerie Cross. Receipt of correspondence and documentation from Valerie Cross. Brief session with Marc-André Bélanger to debrief on tax issues.	0.5
02-Dec-19	AYS	Review of documentation received from Dentons Vancouver regarding tax issues and to debrief Marc-André Bélanger on the transaction.	1.0
03-Dec-19	JS	Telephone conference with [REDACTED] and A&M regarding status of transactions and possible path. [REDACTED]	0.7
03-Dec-19	WC	Telephone call and emails with [REDACTED] regarding lease amendments for [REDACTED] Telephone calls with Anthony Tillman and Pinky Law regarding the same. Emails with [REDACTED] regarding lease amendment for [REDACTED] Review email from [REDACTED] Review email from [REDACTED] regarding [REDACTED] Review email from Anthony Tillman regarding Place Vertu. Revise amendment. Review email from [REDACTED] regarding [REDACTED] Email to Alisha Parmar regarding [REDACTED] call.	0.6
03-Dec-19	TCYS	Coordinate with Quebec regarding income tax, GST/QST elections.	0.3
04-Dec-19	JS	Telephone conference with A&M and [REDACTED] regarding Peru transaction and status update. Emails with Chile counsel.	0.5

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3473263
 Page 4 of 5
 Matter # 529227-000016

Date	ID	Description of Work	Hours
04-Dec-19	JDS	Review and respond to email correspondence. Prepare for and attend application to lift stay of proceedings against directors.	4.1
04-Dec-19	WC	Emails with [REDACTED] and Anthony Tillman regarding lease amendment for [REDACTED]. Telephone call with [REDACTED] regarding lease amendments for [REDACTED] and [REDACTED].	1.0
04-Dec-19	TCYS	Draft email regarding possible elections for Quebec transaction. Review agreement.	2.0
05-Dec-19	AP	Email from [REDACTED] regarding outstanding lease amendments and email to Wil Chan regarding same. Email to [REDACTED] at [REDACTED].	0.2
05-Dec-19	JS	Follow up on post-closing matters.	0.3
05-Dec-19	WC	Emails with [REDACTED] and Anthony Tillman regarding lease amendment for [REDACTED]. Telephone call and emails with [REDACTED] regarding lease amendment for [REDACTED]. Emails with [REDACTED] regarding lease amendment for [REDACTED]. Emails with various landlord representatives regarding Lease Amendments for [REDACTED]. Discussion with Alisha Parmar regarding lease amendment for [REDACTED].	0.6
06-Dec-19	TCYS	Call with GST specialist and Quebec tax associate regarding GST/QST. Emails with Quebec regarding other Quebec specific elections.	0.5
09-Dec-19	AP	Email from [REDACTED]. Email to [REDACTED] to follow up on execution of lease amending agreement for [REDACTED]. Email to [REDACTED] with executed copy of same.	0.2
10-Dec-19	JDS	Internal discussion regarding QST / GST exemption.	0.4
10-Dec-19	TCYS	Call with Manon Jubinville (QST/GST Specialist). Conference call with Jordan Schultz regarding tax elections.	0.7
11-Dec-19	TCYS	Draft emails regarding tax elections specific to Ontario, Alberta and Quebec to lawyers in those jurisdictions. Correspondence with Quebec tax associate regarding joint venture issue.	0.5
12-Dec-19	PD	Phone call with Trevor Shum. Review asset purchase agreement. Review tax elections. Meeting with [REDACTED].	0.7
12-Dec-19	TCYS	Call with Toronto tax associate regarding tax elections. Correspondence with Edmonton tax partner regarding tax elections.	0.5
12-Dec-19	MWH	Review purchase agreement. Emails with Trevor Shum regarding Alberta-specific tax elections. Call with [REDACTED].	0.4
13-Dec-19	WC	Telephone call and emails with [REDACTED] regarding leases for [REDACTED].	0.4
Total			18.8

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3473263
 Page 5 of 5
 Matter # 529227-000016

Timekeeper	ID	Title	Hours	Rate	Fees
Alisha Parmar	AP	Associate	0.4	375.00	150.00
Ari Sorek	AYS	Partner	1.5	550.00	825.00
John Sandrelli	JS	Partner	1.9	720.00	1,368.00
Jordan Schultz	JDS	Partner	5.0	475.00	2,375.00
Marie-Claire Dy	MCD	Partner	0.2	540.00	108.00
Mike Harris	MWH	Partner	0.4	450.00	180.00
Paige Donnelly	PD	Associate	0.7	405.00	283.50
Trevor Shum	TCYS	Associate	5.3	315.00	1,669.50
Valerie Cross	VC	Associate	0.2	355.00	71.00
Wilfred Chan	WC	Partner	3.2	460.00	1,472.00
Total			18.8		\$8,502.00

TOTAL PROFESSIONAL FEES \$ **8,502.00**

TAXABLE OTHER FEES/CHARGES

Long Distance Telephone Calls \$ 19.16
 Photocopy & Printing Charges 25.50

TOTAL TAXABLE OTHER FEES/CHARGES \$ **44.66**

TAXABLE DISBURSEMENTS

Agent Fees/Account \$ 55.00
 Dentons Chile 5,973.33

TOTAL TAXABLE DISBURSEMENTS \$ **6,028.33**

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS **6,072.99**

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ **14,574.99**

TAXES

GST (5.0%) on Professional Fees of \$8,502.00 \$ 425.10
 PST (7.0%) on Professional Fees of \$8,502.00 595.14
 GST (5.0%) on Taxable Disbursements of \$6,072.99 303.65

TOTAL TAXES **1,323.89**

TOTAL AMOUNT DUE \$ **15,898.88** CAD

ENCLOSURE

Dentons Vancouver

Tax Payer Number 55555555-5
Address 20th Floor, 250 Howe Street Vancouver,
Bc V6c 3r8 Canada
Contact John Sandrelli
Phone Number +1 604 443 7132

Debit Note Details

Invoice N°	3115	Total Hours	10:40
To	11/30/19	Fees	USD 4,480.00
		Disbursements	USD 0.00
		Invoice Total	USD 4,480.00

Global summary of fees

Name	CATEGORY	Rated Hours	RATE	FEE
José Manuel Larrain (José Manuel Larraín)	Socio Equity	10:40	420.00	USD 4,480.00
Total		10:40		USD 4,480.00

Subject 001594-0001 - Companies' Creditors Arrangement - Migu
Investment Inc.
Contact Mr. John Sandrelli
Phone Number +1 604 443 7132
Services

Date	Professional	Category	Matter Summary	Rated Hours
11/04/19	José Manuel Larrain	Socio Equity	Dealing with Closing issues re South America. Reviewing John's e-mail and reviewing local law as to joint and several liabilities for VAT obligations among purchaser and seller.	1:20
11/12/19	José Manuel Larrain	Socio Equity	Minso. Reviewing documentation sent by John. Conference call to discuss about problems to solve re invoices issued in Chile and Peru. Conference call with counsels in Chile and Peru. Exchanging e-mails with both of them.	3:20
11/18/19	José Manuel Larrain	Socio Equity	Conference call with Monica. Mail to Johan S. Previousle reviewing the documentation for the con call.	2:00
11/20/19	José Manuel Larrain	Socio Equity	Working to reply Monica from [REDACTED] Discussing the matter with Tax partner.	2:00
11/27/19	José Manuel Larrain	Socio Equity	Reviewing tax concern with Juan Pablo Orellana, e-mail exchange with Gabriella and holding a conference call with Gabriella and her legal advisors.	2:00
Total				10:40

大成 DENTONS

Dentons Canada LLP
20th Floor, 250 Howe Street
Vancouver, BC, Canada V6C 3R8

T 604 687 4460
F 604 683 5214

大成 Salans FMC SNR Denton McKenna Long
dentons.com

Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6
Attention: Anthony Tillman

INVOICE # 3476715

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
December 31, 2019	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$ 10,392.50
Other Fees/Charges	3.70
GST (5.0%) on \$10,396.20	519.82
PST (7.0%) on \$10,392.50	727.48
Total Amount Due	<u>\$ 11,643.50 CAD</u>

DENTONS CANADA LLP

Per: _____

John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3476715
Page 2 of 4
Matter # 529227-000016

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3476715
 Page 3 of 4
 Matter # 529227-000016

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending December 30, 2019:

Date	ID	Description of Work	Hours
04-Dec-19	SG	Review acquisition agreement and amendment to the acquisition agreement. Research [REDACTED]	2.2
06-Dec-19	WC	Telephone call and emails with [REDACTED] regarding lease amendment for [REDACTED]	0.3
06-Dec-19	SG	Discussion with [REDACTED] regarding the election under [REDACTED] of the Excise Tax Act. Telephone conversation with Trevor Shum regarding the potential tax elections.	0.6
06-Dec-19	MJ	Review of the agreement and other documentations. Discussion with [REDACTED] Phone discussion with Trevor Shum.	1.3
09-Dec-19	WC	Emails with [REDACTED] regarding Lease Amendment for [REDACTED] Review email from [REDACTED] regarding [REDACTED]	0.1
09-Dec-19	MJ	Email exchange with Trevor Shum.	0.3
10-Dec-19	WC	Telephone call with [REDACTED] regarding [REDACTED] Emails with Anthony Tillman regarding [REDACTED]	0.3
10-Dec-19	SG	Discussion with [REDACTED] regarding the tax elections. Exchange of emails with Trevor Shum regarding the tax elections.	0.4
11-Dec-19	WC	Emails with [REDACTED] regarding lease amendment and assignment for [REDACTED] Emails with [REDACTED] regarding fully executed Lease Amendment for [REDACTED] Emails with Valerie Cross regarding status of lease amendments.	0.3
11-Dec-19	MJ	Discussion with [REDACTED] regarding transfer.	0.3
12-Dec-19	MJ	Writing of comments regarding the [REDACTED] ETA Election.	2.2
13-Dec-19	MJ	Prepare GST/QST comments regarding the application of section [REDACTED] [REDACTED] Transmission of the GST/QST comments.	2.6
16-Dec-19	JS	Meeting with Anthony Tillman and Pinky Law regarding possible avenues to distribute money held by 112 and other issues.	0.9
16-Dec-19	JDS	Review disclaimer notices. Email to client regarding same. Meeting with Anthony and Pinky regarding 112 claims.	2.6
16-Dec-19	TCYS	Emails to [REDACTED] and Jordan Schultz [REDACTED] Discuss PST exemptions with tax partner.	0.5
17-Dec-19	JS	Follow up with [REDACTED] regarding possible solutions to South American transaction. Update on other matters.	0.3
17-Dec-19	VC	Review lease amendment updates and update closing agenda.	0.2
17-Dec-19	WC	Emails with Valerie Cross regarding status of lease amendments for [REDACTED] [REDACTED]	0.1

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3476715
 Page 4 of 4
 Matter # 529227-000016

Date	ID	Description of Work	Hours
18-Dec-19	JS	Emails with [REDACTED] regarding South American issues and emails with Anthony Tillman and Pinky Law.	0.3
20-Dec-19	JS	Emails with [REDACTED] regarding South American transactions.	0.3
23-Dec-19	JDS	Call with [REDACTED] and Monitor regarding final steps to close proceedings.	0.5
23-Dec-19	VC	Call with landlord's counsel. Prepare summary of lease order terms in response to landlord's counsel's questions.	1.3
23-Dec-19	WC	Email to Valerie Cross regarding [REDACTED] Lease.	0.2
24-Dec-19	VC	Emails with partner on research in response to landlord's counsel's questions.	0.2
24-Dec-19	WC	Emails with Valerie Cross regarding assignment of [REDACTED] lease.	0.4
Total			18.7

Timekeeper	ID	Title	Hours	Rate	Fees
John Sandrelli	JS	Partner	1.8	720.00	1,296.00
Jordan Schultz	JDS	Partner	3.1	475.00	1,472.50
Manon Jubinville	MJ	Partner	6.7	750.00	5,025.00
Sabrina Gravel	SG	Associate	3.2	330.00	1,056.00
Trevor Shum	TCYS	Associate	0.5	315.00	157.50
Valerie Cross	VC	Associate	1.7	355.00	603.50
Wilfred Chan	WC	Partner	1.7	460.00	782.00
Total			18.7		\$10,392.50

TOTAL PROFESSIONAL FEES \$ 10,392.50

TAXABLE OTHER FEES/CHARGES

Conference Call charges

\$ 3.70

TOTAL OTHER FEES/CHARGES

3.70

TOTAL FEES AND OTHER FEES/CHARGES

\$ 10,396.20

TAXES

GST (5.0%) on Professional Fees of \$10,392.50

\$ 519.63

PST (7.0%) on Professional Fees of \$10,392.50

727.48

GST (5.0%) on Taxable Disbursements of \$3.70

0.19

TOTAL TAXES

1,247.30

TOTAL AMOUNT DUE

\$ 11,643.50 CAD

大成 DENTONS

Dentons Canada LLP
20th Floor, 250 Howe Street
Vancouver, BC, Canada V6C 3R8

T 604 687 4460
F 604 683 5214

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Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6
Attention: Anthony Tillman

INVOICE # 3486484

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
January 31, 2020	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$ 9,440.00
Other Fees/Charges & Disbursements	938.25
GST (5.0%) on \$10,291.25	514.56
PST (7.0%) on \$9,446.50	661.26
Total Amount Due	<u>\$ 11,554.07 CAD</u>

DENTONS CANADA LLP

Per: 
John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3486484
Page 2 of 5
Matter # 529227-000016

Payment Options:	
Cheques: Cheques payable to Dentons Canada LLP and mailed to the following address: 77 King Street West, Suite 400 Toronto-Dominion Centre Toronto, ON Canada M5K 0A1	Internet Banking: Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing Invoice number and payment amount.
Wire Transfer: Bank of Montreal 1st Canadian Place, Toronto, ON Swift Code: BOFMCAM2 Bank ID: 001 Transit: 00022 CAD Funds Bank Account: 0004-324	Interac e-Transfer: e-Transfer funds to AR.Canada@dentons.com referencing Invoice number in message. Please use matter number referenced on your Invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.
Credit Card: Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one). Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____ Amount: _____ Cardholder Name: _____ Signature: _____	
Please email us at AR.Canada@dentons.com referencing invoice number and payment amount. Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.	

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3486484
 Page 3 of 5
 Matter # 529227-000016

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending January 31, 2020:

Date	ID	Description of Work	Hours
06-Jan-20	AP	Call from [REDACTED] regarding lease assignment and amending agreement for [REDACTED] Email to Wil Chan regarding same. Email to [REDACTED]	0.2
06-Jan-20	JS	Follow up on South America outstanding issues.	0.2
06-Jan-20	JDS	Office conference with Valerie Cross regarding lease amending agreement.	0.5
06-Jan-20	VC	Conference with Jordan Schultz. Review lease amending agreement. Review student research for landlord's issues. Prepare summary email for Jordan Schultz on same.	0.9
07-Jan-20	ETN	[REDACTED]	0.2
08-Jan-20	JDS	Review response to landlord on assignment issues. Email to Valerie Cross regarding same.	0.3
08-Jan-20	WC	Emails with Valerie Cole regarding [REDACTED]	0.2
09-Jan-20	JDS	Call with [REDACTED] regarding order assigning leases.	0.3
09-Jan-20	VC	Call to [REDACTED]	0.5
09-Jan-20	WC	Discussion with Valerie Cole regarding [REDACTED] Emails with Martin Gelfand regarding lease amendment for [REDACTED]	0.3
09-Jan-20	ETN	[REDACTED]	0.2
14-Jan-20	WC	Emails with Pinky Law regarding Lease Amendment for [REDACTED]	0.2
16-Jan-20	WC	Emails with Martin Gelfand and Yuan Zhan Gao regarding the Lease Amendment for [REDACTED] Review Lease Amendment. Emails with Anthony Tillman regarding same.	0.5
17-Jan-20	JDS	Consider next steps and terms for stay extension application. Call with Anthony Tillman regarding same.	0.5
17-Jan-20	WC	Emails with [REDACTED] regarding Lease Amendment for [REDACTED]	0.1
20-Jan-20	JDS	Attend client offices for strategy meeting. Call with [REDACTED] regarding post-closing items.	3.3
22-Jan-20	JDS	Call to [REDACTED] regarding proposed path forwards.	0.6
23-Jan-20	WC	Review emails with [REDACTED] regarding Lease Amendment for [REDACTED]	0.2
27-Jan-20	JDS	Draft application to extend stay and [REDACTED] Call with Michael Hochberg regarding status of proceedings. Review and comment on draft 7th report.	4.7

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3486484
 Page 4 of 5
 Matter # 529227-000016

Date	ID	Description of Work	Hours
28-Jan-20	JDS	Finalize notice of application.	1.0
30-Jan-20	JS	Review Monitor's Report and related material for extension. Office conferece with Jordan Schultz.	0.5
30-Jan-20	WC	Emails and telephone calls with [REDACTED] regarding Lease Amendment for [REDACTED] and lease assignment of [REDACTED]	0.5
31-Jan-20	JS	Office conference with Jordan Schultz.	0.2
31-Jan-20	JDS	Prepare for and attend application to extend stay and various related relief.	3.0
Total			19.1

Timekeeper	ID	Title	Hours	Rate	Fees
Alisha Parmar	AP	Associate	0.2	410.00	82.00
Emma Newbery	ETN	Student	0.4	315.00	126.00
John Sandrelli	JS	Partner	0.9	730.00	657.00
Jordan Schultz	JDS	Partner	14.2	500.00	7,100.00
Valerie Cross	VC	Associate	1.4	375.00	525.00
Wilfred Chan	WC	Partner	2.0	475.00	950.00
Total			19.1		\$9,440.00

TOTAL PROFESSIONAL FEES \$ **9,440.00**

TAXABLE OTHER FEES/CHARGES

BCO/LTSA service charge \$ 6.50
 Photocopy & Printing Charges 721.25
TOTAL TAXABLE OTHER FEES/CHARGES \$ **727.75**

TAXABLE DISBURSEMENTS

Agent Fees/Account \$ 123.50
TOTAL TAXABLE DISBURSEMENTS \$ **123.50**

NON-TAXABLE DISBURSEMENTS

Agency Registration* \$ 80.00
 BC Online Registration* 7.00
TOTAL NON-TAXABLE DISBURSEMENTS \$ **87.00**

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS **938.25**

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ **10,378.25**

TAXES

GST (5.0%) on Taxable Disbursements of \$851.25 \$ 42.57
 GST (5.0%) on Professional Fees of \$9,440.00 472.00
 PST (7.0%) on Professional Fees of \$9,440.00 660.80
 PST (7.0%) on Taxable Disbursements of \$6.50 0.46

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3486484
Page 5 of 5
Matter # 529227-000016

TOTAL TAXES

1,175.82

TOTAL AMOUNT DUE

\$ 11,554.07 CAD

大成 DENTONS

Dentons Canada LLP
20th Floor, 250 Howe Street
Vancouver, BC, Canada V6C 3R8

T 604 887 4460
F 604 683 5214

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Alvarez & Marsal Canada Inc.
In Its Capacity as Monitor of the Miniso Entities
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6
Attention: Anthony Tillman

INVOICE # 3491311

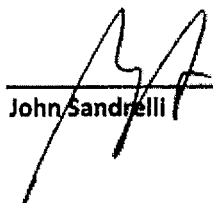
GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
February 29, 2020	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$ 2,707.50
Other Fees/Charges & Disbursements	47.23
GST (5.0%) on \$2,754.73	137.74
PST (7.0%) on \$2,707.50	189.53
Total Amount Due	\$ 3,082.00 CAD

DENTONS CANADA LLP

Per: 
for: John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3491311
Page 2 of 4
Matter # 529227-000016

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

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Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

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DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3491311
 Page 3 of 4
 Matter # 529227-000016

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending February 29, 2020:

Date	ID	Description of Work	Hours
04-Feb-20	JDS	Attend meeting with clients and petitioners regarding next steps.	2.0
06-Feb-20	WC	Emails with [REDACTED] and [REDACTED] regarding [REDACTED] lease amendment.	0.2
06-Feb-20	ETN	Prepare documents for closing book.	0.5
11-Feb-20	AP	Email from [REDACTED] in respect of [REDACTED] premises. Review same and email to [REDACTED] regarding same.	0.1
13-Feb-20	JS	Review email from Pinky Law regarding proposed claims process for Miniso International. Consider and exchange emails regarding same.	0.4
18-Feb-20	JS	Review termination letter and various documents regarding Peru transaction and various emails with Monitor and counsel regarding same. Consider next steps.	0.4
19-Feb-20	JS	Review Notice of Termination and related material regarding South American transactions. Email regarding same.	0.4
19-Feb-20	JDS	Office conference with John Sandrelli regarding Peru transaction.	0.2
24-Feb-20	JS	Follow up on South American transaction issues.	0.2
26-Feb-20	JS	Telephone conference with Anthony Tillman regarding update on South American transaction and possible resolution. Office conference with Jordan Schultz.	0.4
Total			4.8

Timekeeper	ID	Title	Hours	Rate	Fees
Alisha Parmar	AP	Associate	0.1	410.00	41.00
Emma Newbery	ETN	Student	0.5	315.00	157.50
John Sandrelli	JS	Partner	1.8	730.00	1,314.00
Jordan Schultz	JDS	Partner	2.2	500.00	1,100.00
Wilfred Chan	WC	Partner	0.2	475.00	95.00
Total			4.8		\$2,707.50

TOTAL PROFESSIONAL FEES \$ **2,707.50**

TAXABLE OTHER FEES/CHARGES

Long Distance Telephone Calls \$ 0.48
 Photocopy & Printing Charges 28.25

TOTAL TAXABLE OTHER FEES/CHARGES \$ **28.73**

TAXABLE DISBURSEMENTS

Agent Fees/Account \$ 18.50

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3491311
Page 4 of 4
Matter # 529227-000016

TOTAL TAXABLE DISBURSEMENTS	\$	18.50
TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS		<u>47.23</u>
TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS	\$	2,754.73
TAXES		
GST (5.0%) on Professional Fees of \$2,707.50	\$	135.38
PST (7.0%) on Professional Fees of \$2,707.50		189.53
GST (5.0%) on Taxable Disbursements of \$47.23		<u>2.36</u>
TOTAL TAXES		<u>327.27</u>
TOTAL AMOUNT DUE	\$	<u>3,082.00</u> CAD

大成 DENTONS

Dentons Canada LLP
20th Floor, 250 Howe Street
Vancouver, BC, Canada V6C 3R8

T 604 687 4460
F 604 683 5214

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Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6
Attention: Anthony Tillman

INVOICE # 3496886

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
March 31, 2020	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$ 2,642.00
Other Fees/Charges	1.00
GST (5.0%) on \$2,643.00	132.15
PST (7.0%) on \$2,642.00	184.94
Total Amount Due	\$ 2,960.09 CAD

DENTONS CANADA LLP

Per: _____

John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3496886
Page 2 of 3
Matter # 529227-000016

Payment Options:	
Cheques: Cheques payable to Dentons Canada LLP and mailed to the following address: 77 King Street West, Suite 400 Toronto-Dominion Centre Toronto, ON Canada M5K 0A1	Internet Banking: Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing invoice number and payment amount.
Wire Transfer: Bank of Montreal 1st Canadian Place, Toronto, ON Swift Code: BOFMCAM2 Bank ID: 001 Transit: 00022 CAD Funds Bank Account: 0004-324	Interac e-Transfer: e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.
Credit Card: Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one). Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____ Amount: _____ Cardholder Name: _____ Signature: _____	
Please email us at AR.Canada@dentons.com referencing invoice number and payment amount. Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.	

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3496886
 Page 3 of 3
 Matter # 529227-000016

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending March 31, 2020:

Date	ID	Description of Work	Hours
10-Mar-20	JS	Update from Jordan Schultz.	0.2
10-Mar-20	JDS	Email correspondence with client and [REDACTED] to set up meeting.	0.3
11-Mar-20	JS	Emails with Jordan Schultz and update from A&M.	0.2
11-Mar-20	JDS	Various emails regarding meeting [REDACTED] Prepare notes for meeting.	1.4
13-Mar-20	JDS	Prepare for and attend call with Monitor and JV Investor counsel. Attend to name changes for Miniso vendor entities pursuant to terms of purchase agreement.	2.2
20-Mar-20	JDS	Further emails on corporate name changes. Prepare list of name changes and conference with corporate paralegal regarding same.	0.8
Total			5.1

Timekeeper	ID	Title	Hours	Rate	Fees
John Sandrelli	JS	Partner	0.4	730.00	292.00
Jordan Schultz	JDS	Partner	4.7	500.00	2,350.00
Total			5.1		\$2,642.00

TOTAL PROFESSIONAL FEES \$ **2,642.00**

TAXABLE OTHER FEES/CHARGES

Photocopy & Printing Charges \$ 1.00
TOTAL OTHER FEES/CHARGES 1.00

TOTAL FEES AND OTHER FEES/CHARGES \$ **2,643.00**

TAXES

GST (5.0%) on Professional Fees of \$2,642.00 \$ 132.10
 PST (7.0%) on Professional Fees of \$2,642.00 184.94
 GST (5.0%) on Taxable Disbursements of \$1.00 0.05

TOTAL TAXES 317.09

TOTAL AMOUNT DUE \$ **2,960.09** CAD

大成 DENTONS

Dentons Canada LLP
 20th Floor, 250 Howe Street
 Vancouver, BC, Canada V6C 3R8

T 604 687 4480
 F 604 683 5214

大成 Salans FMC SNR Denton McKenna Long
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Alvarez & Marsal Canada Inc.
 In its Capacity as Monitor of the Miniso Entities
 Commerce Place
 400 Burrard Street, Suite 1680
 Vancouver, BC V6C 3A6
 Attention: Anthony Tillman

INVOICE # 3505680

GST/HST # R121996078
 QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
April 30, 2020	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
 Re: Project Retail

Professional Fees	\$ 8,850.00
Other Fees/Charges	3.16
GST (5.0%) on \$8,853.16	442.66
PST (7.0%) on \$8,850.00	619.50
Total Amount Due	<u>\$ 9,915.32 CAD</u>

DENTONS CANADA LLP

Per: _____

John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3505680
Page 2 of 4
Matter # 529227-000016

Payment Options:**Cheques:**

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Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

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Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing invoice number and payment amount.

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e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3505680
 Page 3 of 4
 Matter # 529227-000016

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending April 30, 2020:

Date	ID	Description of Work	Hours
06-Apr-20	JDS	Attend to name changes.	0.4
09-Apr-20	JDS	Emails with [REDACTED] Call with client regarding extension application.	1.0
18-Apr-20	JDS	Call with client regarding [REDACTED]	0.3
20-Apr-20	JDS	Prepare NORDs for Bright Migu claims.	3.5
21-Apr-20	JDS	Review claims against Miniso International. Review letter from [REDACTED] regarding potential claim [REDACTED] Call with Anthony Tillman regarding various matters.	1.5
22-Apr-20	JDS	Review and update NORDs. Email to client regarding same. Consider adjudication process for [REDACTED] Prepare for and attend call with [REDACTED]	4.3
27-Apr-20	JDS	Email with corporate services regarding minute books.	0.1
29-Apr-20	JDS	Call with Anthony Tillman regarding extension request. Call with Valerie Cross regarding preparation of draft Application materials.	1.0
29-Apr-20	VC	Call with Jordan Schultz on status of file. Review Jan 31, 2020 Application and Order. Review prior Monitor's Reports. Prepare draft Application for stay extension. Request draft order and Application Record from paralegal. Revise draft order and Application Record.	4.2
30-Apr-20	JDS	Call with Kibben Jackson and Anthony Tillman. Review draft Application for extension of the stay.	2.0
30-Apr-20	VC	Emails with paralegals to prepare for e-filing application and Application Record and complying with current electronic court procedures. Review revised Application and request revisions to Application Record accordingly. Review Monitor's Report and revise Application in light of same.	0.6
Total			18.9

Timekeeper	ID	Title	Hours	Rate	Fees
Jordan Schultz	JDS	Partner	14.1	500.00	7,050.00
Valerie Cross	VC	Associate	4.8	375.00	1,800.00
Total			18.9		\$8,850.00

TOTAL PROFESSIONAL FEES \$ 8,850.00

TAXABLE OTHER FEES/CHARGES

Conference Call charges \$ 3.16
 TOTAL OTHER FEES/CHARGES 3.16

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3505680
Page 4 of 4
Matter # 529227-000016

TOTAL FEES AND OTHER FEES/CHARGES**\$ 8,853.16****TAXES**

GST (5.0%) on Professional Fees of \$8,850.00	\$ 442.50
PST (7.0%) on Professional Fees of \$8,850.00	619.50
GST (5.0%) on Taxable Disbursements of \$3.16	0.16

TOTAL TAXES**1,062.16****TOTAL AMOUNT DUE****\$ 9,915.32 CAD**

大成 DENTONS

Dentons Canada LLP
20th Floor, 250 Howe Street
Vancouver, BC, Canada V6C 3R8

T 604 687 4460
F 604 683 5214

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dentons.com

Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6
Attention: Anthony Tillman

INVOICE # 3510206

GST/HST # R121996078
QST # 1086862448 TQ 0001

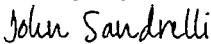
<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
May 31, 2020	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$ 4,945.00
Other Fees/Charges & Disbursements	213.80
GST (5.0%) on \$4,990.80	249.54
PST (7.0%) on \$4,990.80	349.36
Total Amount Due	<u>\$ 5,757.70 CAD</u>

DENTONS CANADA LLP

DocuSigned by:



Per: E69F06ADD52E41C...

John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3510206
Page 2 of 4
Matter # 529227-000016

106

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3510206
 Page 3 of 4
 Matter # 529227-000016

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Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending May 31, 2020:

Date	ID	Description of Work	Hours
27-Mar-20	EM	FIXED FEE - Name Reservation (processing submission of name request with Registry) of [REDACTED]	0.3
01-May-20	VC	Call with Jordan Schultz on filing and serving court application. Finalize and file Notice of Application and draft order.	0.4
04-May-20	JDS	Review and comment on draft Monitor's report.	1.9
04-May-20	VC	Review revised report. Call with Jordan Schultz. Call with paralegal regarding filing court materials. Email with Monitor. File Monitor's Report. Revise and file application record. Confirm filing of Notice of Application, and Monitor's report and arrange for service of application record. Calls and emails with Jordan Schultz and paralegal on same.	1.6
05-May-20	JDS	Prepare for court application to extend stay.	1.7
05-May-20	VC	Confirm service of application record. Confirm process for signing orders on virtual hearings.	0.7
06-May-20	JDS	Prepare for and attend court application to extend stay.	2.3
06-May-20	VC	Confirm service of application record. Confirm process for signing orders on virtual hearings.	0.1
07-May-20	EM	Preparation of documentation to change the name of Miniso Canada Investments Inc. to [REDACTED] Email to Jordan Schultz regarding same.	0.9
08-May-20	JDS	Emails regarding name change.	0.3
26-May-20	JDS	Call with counsel for directors regarding intended resignation. Emails regarding same.	0.2
27-May-20	JDS	Emails regarding minute book and director resignations. Call with Elaine McCarthy regarding name changes. Follow up with creditors regarding proving claims and discussing potential plan.	0.6
27-May-20	EM	Call with Jordan Schultz regarding name changes. Preparation of email to BC Registry agent regarding [REDACTED]	0.3
Total			11.3

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3510206
 Page 4 of 4
 Matter # 529227-000016

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Timekeeper	ID	Title	Hours	Rate	Fees
Elaine McCarthy	EM	Paralegal	1.2	275.00	330.00
Elaine McCarthy	EM	Paralegal	0.3	216.67	65.00
Jordan Schultz	JDS	Partner	7.0	500.00	3,500.00
Valerie Cross	VC	Associate	2.8	375.00	1,050.00
Total			11.3		\$4,945.00

TOTAL PROFESSIONAL FEES \$ **4,945.00**

TAXABLE OTHER FEES/CHARGES

BCO/LTSA service charge \$ 45.80

TOTAL TAXABLE OTHER FEES/CHARGES \$ **45.80**

NON-TAXABLE DISBURSEMENTS

BC Online Registration* \$ 168.00

TOTAL NON-TAXABLE DISBURSEMENTS \$ **168.00**

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS **213.80**

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ **5,158.80**

TAXES

GST (5.0%) on Professional Fees of \$4,945.00 \$ 247.25

PST (7.0%) on Professional Fees of \$4,945.00 346.15

GST (5.0%) on Taxable Disbursements of \$45.80 2.29

PST (7.0%) on Taxable Disbursements of \$45.80 3.21

TOTAL TAXES **598.90**

TOTAL AMOUNT DUE \$ **5,757.70** CAD


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Alvarez & Marsal Canada Inc.
 In its Capacity as Monitor of the Miniso Entities
 Commerce Place
 400 Burrard Street, Suite 1680
 Vancouver, BC V6C 3A6
 Attention: Anthony Tillman

INVOICE # 3517415

GST/HST # R121996078
 QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
June 30, 2020	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
 Re: Project Retail

Professional Fees	\$	1,850.00
Other Fees/Charges & Disbursements		1,494.99
GST (5.0%) on \$2,174.99		108.75
PST (7.0%) on \$2,116.00		148.12
Total Amount Due	\$	<u>3,601.86</u> CAD

DENTONS CANADA LLP

Per: _____

John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3517415
Page 2 of 4
Matter # 529227-000016

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3517415
 Page 3 of 4
 Matter # 529227-000016

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending June 30, 2020:

Date	ID	Description of Work	Hours
03-Jun-20	JDS	Draft response to [REDACTED] regarding claim.	1.0
08-Jun-20	JDS	Review and respond to email correspondence. Consider rent reduction agreement. Call with Anthony Tillman regarding status of discussions with creditors.	0.5
26-Jun-20	EM	Reserving 42 names with the BC Registry regarding the name change of the Miniso group of companies.	4.0
Total			5.5

Timekeeper	ID	Title	Hours	Rate	Fees
Elaine McCarthy	EM	Paralegal	4.0	275.00	1,100.00
Jordan Schultz	JDS	Partner	1.5	500.00	750.00
Total			5.5		\$1,850.00

TOTAL PROFESSIONAL FEES \$ **1,850.00**

TAXABLE OTHER FEES/CHARGES

BCO/LTSA service charge	\$ 266.00
Photocopy & Printing Charges	4.25
TOTAL TAXABLE OTHER FEES/CHARGES	\$ 270.25

TAXABLE DISBURSEMENTS

BC Online Search	\$ 30.00
Courier & Delivery	24.74
TOTAL TAXABLE DISBURSEMENTS	\$ 54.74

NON-TAXABLE DISBURSEMENTS

BC Online Registration*	\$ 1,170.00
TOTAL NON-TAXABLE DISBURSEMENTS	\$ 1,170.00

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS **1,494.99**

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ **3,344.99**

TAXES

GST (5.0%) on Taxable Disbursements of \$324.99	\$ 16.25
GST (5.0%) on Professional Fees of \$1,850.00	92.50
PST (7.0%) on Professional Fees of \$1,850.00	129.50
PST (7.0%) on Taxable Disbursements of \$266.00	18.62

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3517415
Page 4 of 4
Matter # 529227-000016

TOTAL TAXES	<u>256.87</u>
TOTAL AMOUNT DUE	<u>\$ 3,601.86 CAD</u>

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20th Floor, 250 Howe Street
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F 604 683 5214

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Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6
Attention: Anthony Tillman

INVOICE # 3531527

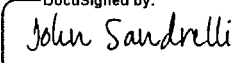
GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
August 31, 2020	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$ 5,081.50
Other Fees/Charges & Disbursements	1,713.35
GST (5.0%) on \$5,420.85	271.05
PST (7.0%) on \$5,374.10	376.19
Total Amount Due	<u>\$ 7,442.09</u> CAD

DENTONS CANADA LLP

DocuSigned by:

Per: E69F08ADD52E41C...
John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3531527
Page 2 of 4
Matter # 529227-000016

114

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3531527
 Page 3 of 4
 Matter # 529227-000016

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Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending August 31, 2020:

Date	ID	Description of Work	Hours
29-Jul-20	AP	Email correspondence from [REDACTED] Email to Wil Chan and Jordan Schultz.	0.1
13-Aug-20	JDS	Review Quebec tax form and email client regarding same. Email client regarding further extension application.	0.6
13-Aug-20	EM	Preparation of the name change documentation for 42 Miniso British Columbia companies.	4.0
17-Aug-20	JDS	Book hearing date with court. Email to client regarding stay extension Application.	1.0
17-Aug-20	ETN	Prepare application materials for a stay extension.	1.2
18-Aug-20	JDS	Finalize application for extension of stay.	1.0
18-Aug-20	ETN	Review and revise Application Record for extension of stay.	0.5
19-Aug-20	JDS	Email to counsel for [REDACTED] regarding GST form. Review and comment on Monitor's ninth report.	1.4
21-Aug-20	JDS	Prepare for and attend stay extension Hearing.	2.2
24-Aug-20	JDS	Email [REDACTED] regarding update on claim.	0.5
26-Aug-20	EM	Email the test name change documents of Miniso (Canada) Store Inc. to our agent for filing with the British Columbia Registry.	0.2
Total			12.7

Timekeeper	ID	Title	Hours	Rate	Fees
Alisha Parmar	AP	Associate	0.1	410.00	41.00
Elaine McCarthy	EM	Paralegal	4.2	275.00	1,155.00
Emma Newbery	ETN	Associate	1.7	315.00	535.50
Jordan Schultz	JDS	Partner	6.7	500.00	3,350.00
Total			12.7		\$5,081.50

TOTAL PROFESSIONAL FEES \$ **5,081.50**

TAXABLE OTHER FEES/CHARGES

BCO/LTSA service charge \$ 292.60
 Photocopy & Printing Charges 46.75

TOTAL TAXABLE OTHER FEES/CHARGES \$ **339.35**

NON-TAXABLE DISBURSEMENTS

BC Online Registration* \$ 1,374.00

TOTAL NON-TAXABLE DISBURSEMENTS \$ **1,374.00**

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS **1,713.35**

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3531527
Page 4 of 4
Matter # 529227-000016

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TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS	\$	6,794.85
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TAXES

GST (5.0%) on Taxable Disbursements of \$339.35	\$	16.97
GST (5.0%) on Professional Fees of \$5,081.50		254.08
PST (7.0%) on Professional Fees of \$5,081.50		355.71
PST (7.0%) on Taxable Disbursements of \$292.60		20.48
		<hr/>

TOTAL TAXES		<u>647.24</u>
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TOTAL AMOUNT DUE	\$	<u>7,442.09</u>	CAD
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T 604 687 4460
F 604 683 5214

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Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6
Attention: Anthony Tillman

INVOICE # 3537509

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
September 30, 2020	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$	50.00
Disbursements		188.50
GST (5.0%) on \$158.50		7.93
PST (7.0%) on \$50.00		3.50
Total Amount Due	\$	<u>249.93</u> CAD

DENTONS CANADA LLP

DocuSigned by:

John Sandrelli

Per: E69F08ADD52E41C...

John Sandrelli

DENTONS CANADA LLP

Alvarez & Marsal Canada Inc.

Re: Project Retail

INVOICE 3537509

Page 2 of 3

Matter # 529227-000016

118

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

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Edm.Accounting@dentons.com referencing invoice number and payment amount.

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e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3537509
 Page 3 of 3
 Matter # 529227-000016

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Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending September 30, 2020:

Date	ID	Description of Work	Hours
03-Sep-20	JDS	Email with client regarding potential landlord indemnity claims.	0.1
		Total	0.1

Timekeeper	ID	Title	Hours	Rate	Fees
Jordan Schultz	JDS	Partner	0.1	500.00	50.00
Total			0.1		\$50.00

TOTAL PROFESSIONAL FEES **\$ 50.00**

TAXABLE DISBURSEMENTS

Agent Fees/Account \$ 108.50

TOTAL TAXABLE DISBURSEMENTS **\$ 108.50**

NON-TAXABLE DISBURSEMENTS

Agency Registration* \$ 80.00

TOTAL NON-TAXABLE DISBURSEMENTS **\$ 80.00**

TOTAL DISBURSEMENTS **188.50**

TOTAL FEES AND DISBURSEMENTS **\$ 238.50**

TAXES

GST (5.0%) on Professional Fees of \$50.00 \$ 2.50

PST (7.0%) on Professional Fees of \$50.00 3.50

GST (5.0%) on Taxable Disbursements of \$108.50 5.43

TOTAL TAXES **11.43**

TOTAL AMOUNT DUE **\$ 249.93 CAD**

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20th Floor, 250 Howe Street
Vancouver, BC, Canada V6C 3R8

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Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6
Attention: Anthony Tillman

INVOICE # 3541219

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
October 31, 2020	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$ 1,450.00
Other Fees/Charges & Disbursements	329.95
GST (5.0%) on \$1,529.95	76.50
PST (7.0%) on \$1,469.95	102.90
Total Amount Due	\$ <u>1,959.35</u> CAD

DENTONS CANADA LLP

Per: 

John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3541219
Page 2 of 3
Matter # 529227-000016

Payment Options:**Cheques:**

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and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing invoice number and payment amount.

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Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

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DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3541219
 Page 3 of 3
 Matter # 529227-000016

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending October 31, 2020:

Date	ID	Description of Work	Hours
08-Oct-20	JDS	Call with clients regarding next steps.	0.6
27-Oct-20	JDS	Draft email to [REDACTED] regarding update on Miniso plan.	2.0
28-Oct-20	JDS	Email to [REDACTED] regarding update on Miniso process.	0.3
Total			2.9

Timekeeper	ID	Title	Hours	Rate	Fees
Jordan Schultz	JDS	Partner	2.9	500.00	1,450.00
Total			2.9		\$1,450.00

TOTAL PROFESSIONAL FEES \$ 1,450.00

TAXABLE OTHER FEES/CHARGES

BCO/LTSA service charge \$ 19.95
 TOTAL TAXABLE OTHER FEES/CHARGES \$ 19.95

TAXABLE DISBURSEMENTS

Agent Fees/Account \$ 60.00
 TOTAL TAXABLE DISBURSEMENTS \$ 60.00

NON-TAXABLE DISBURSEMENTS

BC Online Registration* \$ 250.00
 TOTAL NON-TAXABLE DISBURSEMENTS \$ 250.00

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS 329.95

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ 1,779.95

TAXES

GST (5.0%) on Taxable Disbursements of \$79.95 \$ 4.00
 GST (5.0%) on Professional Fees of \$1,450.00 72.50
 PST (7.0%) on Professional Fees of \$1,450.00 101.50
 PST (7.0%) on Taxable Disbursements of \$19.95 1.40

TOTAL TAXES 179.40

TOTAL AMOUNT DUE \$ 1,959.35 CAD

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Dentons Canada LLP
20th Floor, 250 Howe Street
Vancouver, BC, Canada V6C 3R8

T 604 687 4460
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Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6
Attention: Anthony Tillman

INVOICE # 3548908

GST/HST # R121996078
QST # 1086862448 TQ 0001

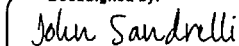
<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
November 30, 2020	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$ 7,436.00
Other Fees/Charges & Disbursements	1,772.25
GST (5.0%) on \$7,900.25	395.01
PST (7.0%) on \$7,735.25	541.47
Total Amount Due	<u>\$ 10,144.73 CAD</u>

DENTONS CANADA LLP

DocuSigned by:



Per: E69F06ADD52E41C...

John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3548908
Page 2 of 4
Matter # 529227-000016

124

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3548908
 Page 3 of 4
 Matter # 529227-000016

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Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending November 30, 2020:

Date	ID	Description of Work	Hours
10-Nov-20	JDS	Call with Monitor regarding settlement offer [REDACTED]	0.7
12-Nov-20	ETN	Draft Notice of Application regarding stay extension and other relief.	0.5
13-Nov-20	JDS	Prepare for and attend call with Monitor [REDACTED] regarding wind up of estate.	2.2
13-Nov-20	ETN	Continue drafting Notice of Application regarding stay extension.	2.1
16-Nov-20	JS	Office conference with Jordan Schultz regarding [REDACTED]	0.3
16-Nov-20	JDS	Call with Anthony Tillman regarding claim process. Review Asset Purchase Agreement and email correspondence with [REDACTED] Call with Anthony Tillman regarding next steps. Review and revise draft Application for stay extension.	2.4
16-Nov-20	ETN	Draft demand letter.	0.8
17-Nov-20	JDS	Finalize and issue demand letter. Email correspondence with [REDACTED]	0.6
18-Nov-20	JDS	Call to [REDACTED] regarding repayment of the note.	0.5
19-Nov-20	JS	Review report from A&M.	0.2
19-Nov-20	JDS	Review and revise draft Monitor's report. Finalize Application for extension of stay period.	1.4
20-Nov-20	JDS	Emails with John Sandrelli regarding claim [REDACTED]	0.3
24-Nov-20	JDS	Prepare for and attend Application to extend stay.	3.9
Total			15.9

Timekeeper	ID	Title	Hours	Rate	Fees
Emma Newbery	ETN	Associate	3.4	315.00	1,071.00
John Sandrelli	JS	Partner	0.5	730.00	365.00
Jordan Schultz	JDS	Partner	12.0	500.00	6,000.00
Total			15.9		\$7,436.00

TOTAL PROFESSIONAL FEES

\$ 7,436.00

TAXABLE OTHER FEES/CHARGES

BCO/LTSA service charge \$ 299.25
 Photocopy & Printing Charges 111.50

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3548908
Page 4 of 4
Matter # 529227-000016

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TOTAL TAXABLE OTHER FEES/CHARGES	\$	410.75
TAXABLE DISBURSEMENTS		
Agent Fees/Account	\$	38.50
Land Title/Court/Corp Agents Fee		15.00
TOTAL TAXABLE DISBURSEMENTS	\$	53.50
NON-TAXABLE DISBURSEMENTS		
BC Online Registration*	\$	1,308.00
TOTAL NON-TAXABLE DISBURSEMENTS	\$	1,308.00
TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS		<u>1,772.25</u>
TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS	\$	9,208.25
TAXES		
GST (5.0%) on Taxable Disbursements of \$464.25	\$	23.21
GST (5.0%) on Professional Fees of \$7,436.00		371.80
PST (7.0%) on Professional Fees of \$7,436.00		520.52
PST (7.0%) on Taxable Disbursements of \$299.25		20.95
TOTAL TAXES		<u>936.48</u>
TOTAL AMOUNT DUE	\$	<u><u>10,144.73</u></u> CAD

大成 DENTONS

Dentons Canada LLP
20th Floor, 250 Howe Street
Vancouver, BC, Canada V6C 3R8

T 604 687 4460
F 604 683 5214

大成 Salans FMC SNR Denton McKenna Long
dentons.com

Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6
Attention: Anthony Tillman

INVOICE # 3554677

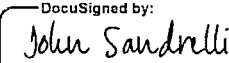
GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
December 31, 2020	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$	2,221.00
Other Fees/Charges & Disbursements		145.70
GST (5.0%) on \$2,299.70		114.99
PST (7.0%) on \$2,240.95		156.87
Total Amount Due	\$	<u>2,638.56</u> CAD

DENTONS CANADA LLP

DocuSigned by:

Per: E80F08ADD63E44C
John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3554677
Page 2 of 4
Matter # 529227-000016

128

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3554677
 Page 3 of 4
 Matter # 529227-000016

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Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending December 31, 2020:

Date	ID	Description of Work	Hours
08-Dec-20	JDS	Call with client regarding response to [REDACTED]	0.3
10-Dec-20	JDS	Review claims spreadsheet from client. Attend conference call with [REDACTED] regarding next steps.	1.2
11-Dec-20	ETN	Research and draft notice of application [REDACTED]	0.2
14-Dec-20	JDS	Draft GST form.	0.8
15-Dec-20	ETN	Draft application [REDACTED]	0.1
16-Dec-20	ETN	Draft application [REDACTED]	0.6
18-Dec-20	ETN	Draft application [REDACTED]	2.5
Total			5.7

Timekeeper	ID	Title	Hours	Rate	Fees
Emma Newbery	ETN	Associate	3.4	315.00	1,071.00
Jordan Schultz	JDS	Partner	2.3	500.00	1,150.00
Total			5.7		\$2,221.00

TOTAL PROFESSIONAL FEES \$ **2,221.00**

TAXABLE OTHER FEES/CHARGES

BCO/LTSA service charge \$ 19.95
 Photocopy & Printing Charges 58.75

TOTAL TAXABLE OTHER FEES/CHARGES \$ **78.70**

NON-TAXABLE DISBURSEMENTS

BC Online Registration* \$ 67.00

TOTAL NON-TAXABLE DISBURSEMENTS \$ **67.00**

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS **145.70**

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ **2,366.70**

TAXES

GST (5.0%) on Taxable Disbursements of \$78.70 \$ 3.94
 GST (5.0%) on Professional Fees of \$2,221.00 111.05
 PST (7.0%) on Professional Fees of \$2,221.00 155.47
 PST (7.0%) on Taxable Disbursements of \$19.95 1.40

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3554677
Page 4 of 4
Matter # 529227-000016

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TOTAL TAXES

271.86

TOTAL AMOUNT DUE

\$ 2,638.56 CAD

大成 DENTONS

Dentons Canada LLP
20th Floor, 250 Howe Street
Vancouver, BC, Canada V6C 3R8

T 604 687 4460
F 604 683 5214

大成 Salans FMC SNR Denton McKenna Long
dentons.com

Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6
Attention: Anthony Tillman

INVOICE # 3564429

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
January 31, 2021	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$ 6,015.00
Other Fees/Charges & Disbursements	300.90
GST (5.0%) on \$6,054.90	302.75
PST (7.0%) on \$6,054.90	423.84
Total Amount Due	\$ <u>7,042.49</u> CAD

DENTONS CANADA LLP

Per: 

John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3564429
Page 2 of 4
Matter # 529227-000016

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Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and
your account number is 529227. Please email us at
Edm.Accounting@dentons.com referencing invoice number and payment
amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in
message. Please use matter number referenced on your invoice as the password.
Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending January 31, 2021:

Date	ID	Description of Work	Hours
04-Jan-21	JDS	Email to clients regarding claims process. Emails regarding name change process.	0.6
08-Jan-21	JS	Review letter from [REDACTED]	0.2
11-Jan-21	JS	Review demand letter and opinion from [REDACTED]	0.2
11-Jan-21	JDS	Review opinion on potential liability for purchaser of [REDACTED] [REDACTED] Draft forbearance agreement on repayment [REDACTED] [REDACTED] Email to counsel for [REDACTED] [REDACTED] regarding same.	1.5
12-Jan-21	JS	Discuss status with Jordan Schultz.	0.2
12-Jan-21	JDS	Conference with John Sandrelli regarding [REDACTED] [REDACTED] Email to [REDACTED] regarding same.	0.8
12-Jan-21	AYS	Exchange of correspondence and communication with Jordan Schultz regarding upcoming security agreement to be drafted.	0.2
19-Jan-21	JS	Discuss issues of Chile transaction and review advice from Dentons Chile.	0.4
19-Jan-21	JDS	Emails with Jose Larrain regarding [REDACTED]	2.7
20-Jan-21	JDS	Call with Pinky Law and Anthony Tillman [REDACTED]	0.5
21-Jan-21	JDS	Call with Anthony Tillman and [REDACTED] regarding Monitor's review of Claim and proposed next steps. Email [REDACTED]	0.6
26-Jan-21	JDS	Review rent abatement agreement. Email to Anthony Tillman regarding same.	1.9
28-Jan-21	JDS	Call with Monitor [REDACTED] regarding [REDACTED] position on distribution.	0.7
29-Jan-21	JDS	Emails regarding forbearance terms for [REDACTED] [REDACTED]	0.5
Total			11.0

Timekeeper	ID	Title	Hours	Rate	Fees
Ari Sorek	AYS	Partner	0.2	600.00	120.00
John Sandrelli	JS	Partner	1.0	750.00	750.00
Jordan Schultz	JDS	Partner	9.8	525.00	5,145.00
Total			11.0		\$6,015.00

TOTAL PROFESSIONAL FEES

\$ 6,015.00

TAXABLE OTHER FEES/CHARGES

BCO/LTSA service charge	\$	39.90
TOTAL TAXABLE OTHER FEES/CHARGES	\$	39.90

NON-TAXABLE DISBURSEMENTS

BC Online Registration*	\$	261.00
TOTAL NON-TAXABLE DISBURSEMENTS	\$	261.00

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS 300.90

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ **6,315.90**

TAXES

GST (5.0%) on Professional Fees of \$6,015.00	\$	300.75
PST (7.0%) on Professional Fees of \$6,015.00		421.05
GST (5.0%) on Taxable Disbursements of \$39.90		2.00
PST (7.0%) on Taxable Disbursements of \$39.90		2.79

TOTAL TAXES 726.59

TOTAL AMOUNT DUE \$ 7,042.49 CAD

大成 DENTONS

Dentons Canada LLP
 20th Floor, 250 Howe Street
 Vancouver, BC, Canada V6C 3R8

T 604 687 4460
 F 604 683 5214

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 dentons.com

Alvarez & Marsal Canada Inc.
 In its Capacity as Monitor of the Miniso Entities
 Commerce Place
 400 Burrard Street, Suite 1680
 Vancouver, BC V6C 3A6
 Attention: Anthony Tillman

INVOICE # 3570500

GST/HST # R121996078
 QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
February 28, 2021	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
 Re: Project Retail

Professional Fees	\$ 2,805.00
Other Fees/Charges & Disbursements	6,871.10
GST (5.0%) on \$5,236.10	261.81
PST (7.0%) on \$3,297.10	230.80
Total Amount Due	\$ <u>10,168.71</u> CAD

DENTONS CANADA LLP

Per: _____

John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3570500
Page 2 of 4
Matter # 529227-000016

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Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending February 28, 2021:

Date	ID	Description of Work	Hours
05-Feb-21	JDS	Call with [REDACTED] Email to clients regarding same. Emails with [REDACTED] and Ari Sorek regarding Quebec security.	1.5
09-Feb-21	JDS	Email with [REDACTED] regarding draft hypothec.	0.3
09-Feb-21	BZ	Review of hypothec requirement. Correspondence with Jordan Schultz and [REDACTED] regarding the hypothec.	0.2
15-Feb-21	EL	Draft of a deed of hypothec.	1.5
16-Feb-21	BZ	Review and comments on draft deed of hypothec. Review of Forbearance Agreement and Promissory Note. Email to Jordan Schultz to provide the deed of hypothec.	1.1
17-Feb-21	JDS	Review draft security agreement. Emails with [REDACTED] regarding same. Email to [REDACTED] enclosing draft security agreement.	1.0
17-Feb-21	BZ	Review of updated deed of hypothec.	0.2
23-Feb-21	JDS	Email to [REDACTED] following up [REDACTED]	0.2
		Total	6.0

Timekeeper	ID	Title	Hours	Rate	Fees
Bin Zeng	BZ	Associate	1.5	460.00	690.00
Jordan Schultz	JDS	Partner	3.0	525.00	1,575.00
Éloïse Laflamme	EL	Associate	1.5	360.00	540.00
Total			6.0		\$2,805.00

TOTAL PROFESSIONAL FEES \$ **2,805.00**

TAXABLE OTHER FEES/CHARGES

BCO/LTSA service charge \$ 492.10
Photocopy & Printing Charges 1.00

TOTAL TAXABLE OTHER FEES/CHARGES \$ **493.10**

TAXABLE DISBURSEMENTS

Agent Fees/Account \$ 1,938.00

TOTAL TAXABLE DISBURSEMENTS \$ **1,938.00**

NON-TAXABLE DISBURSEMENTS

BC Online Registration* \$ 4,440.00

TOTAL NON-TAXABLE DISBURSEMENTS \$ **4,440.00**

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS **6,871.10**

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS	\$	9,676.10
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TAXES

GST (5.0%) on Taxable Disbursements of \$2,431.10	\$	121.56
GST (5.0%) on Professional Fees of \$2,805.00		140.25
PST (7.0%) on Professional Fees of \$2,805.00		196.35
PST (7.0%) on Taxable Disbursements of \$492.10		34.45

TOTAL TAXES		<u>492.61</u>
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TOTAL AMOUNT DUE	\$	<u>10,168.71</u>	CAD
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ENCLOSURE

VICORP SERVICES LTD.
 REGISTRY AGENTS
 PO Box 1687, Victoria, BC V8W 2Y1
 1-800-667-1353 raybull@telus.net

140

Invoice

Date	Invoice No.
02/01/21	550001

Bill To
Dentons Canada LLP Barristers Solicitors 20th Floor, 250 Howe Street Vancouver, BC V6C 3R8

Attn:	Terms	Start Date	Report Via	Client File #	Client Cheque
Elaine McCa	Due on receipt	02/01/21	Email	Miniso	
Item	Description	Qty	Rate	Amount	
Reserve Name	Braeloch Holdings.. (38 entities)	38	30.00	1,140.00T	
Search		38	30.00	1,140.00T	
s/c		38	1.50	57.00T	
Services	discount (35%)		-399.00	-399.00T	
	GST #10552 4334 RT0001		5.00%	96.90	

Dentons Canada LLP
20th Floor, 250 Howe Street
Vancouver, BC, Canada V6C 3R8

T 604 887 4480
F 604 683 5214

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dentons.com

Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6
Attention: Anthony Tillman

INVOICE # 3577155

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
March 31, 2021	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$ 12,212.50
Other Fees/Charges & Disbursements	2,247.35
GST (5.0%) on \$13,728.85	686.45
PST (7.0%) on \$12,505.10	875.36
Total Amount Due	\$ <u>16,021.66</u> CAD

DENTONS CANADA LLP

Per: 

John Sandrelli

Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and
your account number is 529227. Please email us at
Edm.Accounting@dentons.com referencing invoice number and payment
amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in
message. Please use matter number referenced on your invoice as the password.
Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending March 31 2021:

Date	ID	Description of Work	Hours
01-Mar-21	JDS	Call with clients regarding application for extension and further relief.	1.3
11-Mar-21	JDS	Call with [REDACTED] regarding status of settlement discussions. Email to clients regarding same.	1.0
12-Mar-21	JDS	Emails regarding process order. Review and revise draft process order.	2.5
15-Mar-21	JDS	Email with clients regarding proposed form of process order. Revise form of order. Email to all parties regarding same.	1.1
16-Mar-21	AS	Email from Jordan Schultz and review of documentation attached thereto; instructions from [REDACTED] email to Jordan Schultz; instructions to [REDACTED]	0.5
16-Mar-21	JDS	Emails with parties regarding claims process order. Finalize forbearance documents.	1.2
17-Mar-21	AS	Various email exchanges with Jordan Schultz, [REDACTED] [REDACTED] Review of [REDACTED] forms. Instructions to [REDACTED] [REDACTED] Review of certified extracts [REDACTED] Correspondence with Jordan Schultz and [REDACTED]	2.0
17-Mar-21	JDS	Review Quebec RDPRM registration and various emails regarding same. Emails regarding form of claim process order.	0.7
18-Mar-21	JDS	Draft notice of application.	4.5
19-Mar-21	JDS	Review and revise draft application for claim process order. Email to clients regarding same.	0.9
23-Mar-21	JDS	Review without prejudice letter [REDACTED] Email to clients regarding same. Finalize application record.	0.8
24-Mar-21	JDS	Various calls and emails regarding adjourning claims process relief.	2.2
25-Mar-21	JDS	Prepare for and attend applicaiton to extend stay. Revise draft order and submit for entry.	4.3
Total			23.0

Timekeeper	ID	Title	Hours	Rate	Fees
Angela Spano	AS	Associate	2.5	375.00	937.50
Jordan Schultz	JDS	Partner	20.5	550.00	11,275.00
Total			23.0		\$12,212.50

TOTAL PROFESSIONAL FEES \$ **12,212.50**

TAXABLE OTHER FEES/CHARGES

BCO/LTSA service charge \$ 292.60
 Photocopy & Printing Charges 150.25

TOTAL TAXABLE OTHER FEES/CHARGES	\$	442.85	
TAXABLE DISBURSEMENTS			
Agent Fees/Account	\$	1,073.50	
TOTAL TAXABLE DISBURSEMENTS	\$	1,073.50	
NON-TAXABLE DISBURSEMENTS			
Agent Fees (NT)	\$	88.00	
BC Online Registration*		643.00	
TOTAL NON-TAXABLE DISBURSEMENTS	\$	731.00	
TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS			<u>2,247.35</u>
TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS	\$	14,459.85	
TAXES			
GST (5.0%) on Taxable Disbursements of \$1,516.35	\$	75.82	
GST (5.0%) on Professional Fees of \$12,212.50		610.63	
PST (7.0%) on Professional Fees of \$12,212.50		854.88	
PST (7.0%) on Taxable Disbursements of \$292.60		20.48	
TOTAL TAXES			<u>1,561.81</u>
TOTAL AMOUNT DUE	\$	<u>16,021.66</u>	CAD



GST/HST # R121996078
QST # 1086862448 TQ 0001

DocuSigned by:
John Sandrelli
Per: John Sandrelli
E08F00ADD32E41C...

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3583639
Page 2 of 4
Matter # 529227-000016

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Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at Edm.Accounting@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3583639

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Page 3 of 4

Matter # 529227-000016

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending April 30, 2021:

Date	ID	Description of Work	Hours
17-Mar-21	DL	Prepare [REDACTED] Email to [REDACTED] for approval. File forms. Receipt of the certified statements. Email to [REDACTED] confirmation of registration.	3.0
22-Mar-21	AA	Prepare and compile Application Record for March 25, 2021 hearing.	0.3
23-Mar-21	AA	Prepare and update Appearance List for chambers hearing. Prepare application record for filing. Service of application record to all parties, communicate with MS Teams regarding scheduled hearing and protocols for submitting contact informations to MS Teams.	1.0
25-Mar-21	AA	Communicate with Vancouver Court Registry MS Teams regarding chambers hearing information. Confirm application on Vancouver Chambers hearing list.	0.5
06-Apr-21	AA	Instructions from Jordan Schultz regarding status of Order made after application. Follow up with Court Services Online regarding status of same.	0.2
07-Apr-21	AA	Receipt of entered Order made after application dated March 25, 2021. Email same to service list.	0.1
09-Apr-21	AA	Review proforma regarding [REDACTED] invoice and search file for copy of same. Email to [REDACTED] regarding same.	0.1
12-Apr-21	JDS	Emails to key stakeholders regarding status of claim negotiations.	0.1
16-Apr-21	JDS	Email with clients regarding settlement proposal.	0.4
19-Apr-21	JDS	Call with clients regarding response on settlement discussions. Email to [REDACTED] regarding same.	1.0
20-Apr-21	JDS	Call with [REDACTED] and clients regarding proposed settlement structure.	0.4
21-Apr-21	JDS	Email and call with [REDACTED] regarding settlement discussions.	0.2
22-Apr-21	JDS	Review lease termination notice. Email with client regarding same. Email with client regarding request for production [REDACTED]	0.8
26-Apr-21	JS	Update from Jordan Schultz.	0.2
		Total	8.3

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3583639

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Page 4 of 4

Matter # 529227-000016

Timekeeper	ID	Title	Hours	Rate	Fees
Avic Arenas	AA	Paralegal	2.2	235.00	517.00
Dominique Lévesque	DL	Paralegal	3.0	350.00	1,050.00
John Sandrelli	JS	Partner	0.2	750.00	150.00
Jordan Schultz	JDS	Partner	2.9	550.00	1,595.00
Total			8.3		\$3,312.00

TOTAL PROFESSIONAL FEES \$ **3,312.00**

TAXABLE OTHER FEES/CHARGES

BCO/LTSA service charge \$ 6.67
 Library Computer Research 616.75
 Photocopy & Printing Charges 5.25

TOTAL TAXABLE OTHER FEES/CHARGES \$ **628.67**

TAXABLE DISBURSEMENTS

Dentons Chile \$ 2,976.19

TOTAL TAXABLE DISBURSEMENTS \$ **2,976.19**

NON-TAXABLE DISBURSEMENTS

BC Online Registration* \$ 7.00

TOTAL NON-TAXABLE DISBURSEMENTS \$ **7.00**

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS **3,611.86**

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ **6,923.86**

TAXES

GST (5.0%) on Taxable Disbursements of \$3,604.86 \$ 180.24
 GST (5.0%) on Professional Fees of \$3,312.00 165.60
 PST (7.0%) on Professional Fees of \$3,312.00 231.84
 PST (7.0%) on Taxable Disbursements of \$6.67 0.47

TOTAL TAXES **578.15**

TOTAL AMOUNT DUE \$ **7,502.01** CAD

大成 DENTONS

Dentons Canada LLP
20th Floor, 250 Howe Street
Vancouver, BC, Canada V6C 3R8

T 604 687 4460
F 604 683 5214

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Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6
Attention: Anthony Tillman

INVOICE # 3591272

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
May 31, 2021	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$ 2,450.00
Other Fees/Charges & Disbursements	352.59
GST (5.0%) on \$2,788.59	139.43
PST (7.0%) on \$2,463.34	172.43
Total Amount Due	<u>\$ 3,114.45</u> CAD

DENTONS CANADA LLP

DocuSigned by:
Per: John Sandrelli
E08F00A0D032E41C...

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3591272

150

Page 2 of 4

Matter # 529227-000016

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3591272
 Page 3 of 4
 Matter # 529227-000016

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Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending May 31, 2021:

Date	ID	Description of Work	Hours
03-May-21	JDS	Various emails regarding documents to assist in settlement discussions.	1.0
06-May-21	WC	Emails with John Sandrelli regarding Second Amendment to Lease for leased premises [REDACTED] Emails and telephone call with Jordan Schultz regarding Second Amendment to Lease for [REDACTED] [REDACTED] Emails with Anthony Tillman [REDACTED] regarding the same.	0.5
10-May-21	JDS	Review and finalize requisition adjourning hearing. Email with [REDACTED] [REDACTED] regarding transaction documents.	0.7
18-May-21	JDS	Review email correspondence from [REDACTED] Email to client regarding same.	0.7
25-May-21	JDS	Review materials from client. Call with client regarding response to [REDACTED]	1.6
Total			4.5

Timekeeper	ID	Title	Hours	Rate	Fees
Jordan Schultz	JDS	Partner	4.0	550.00	2,200.00
Wilfred Chan	WC	Partner	0.5	500.00	250.00
Total			4.5		\$2,450.00

TOTAL PROFESSIONAL FEES \$ **2,450.00**

TAXABLE OTHER FEES/CHARGES

BCO/LTSA service charge \$ 13.34
 Photocopy & Printing Charges 203.75

TOTAL TAXABLE OTHER FEES/CHARGES \$ **217.09**

TAXABLE DISBURSEMENTS

Agent Fees/Account \$ 121.50

TOTAL TAXABLE DISBURSEMENTS \$ **121.50**

NON-TAXABLE DISBURSEMENTS

BC Online Registration* \$ 14.00

TOTAL NON-TAXABLE DISBURSEMENTS \$ **14.00**

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS **352.59**

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ **2,802.59**

TAXES

GST (5.0%) on Taxable Disbursements of \$338.59	\$	16.93	
GST (5.0%) on Professional Fees of \$2,450.00		122.50	
PST (7.0%) on Professional Fees of \$2,450.00		171.50	
PST (7.0%) on Taxable Disbursements of \$13.34		0.93	
TOTAL TAXES			<u>311.86</u>
TOTAL AMOUNT DUE			<u>\$ 3,114.45</u> CAD

大成 DENTONS

Dentons Canada LLP
20th Floor, 250 Howe Street
Vancouver, BC, Canada V6C 3R8

T 604 687 4460
F 604 683 5214

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Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6
Attention: Anthony Tillman

INVOICE # 3597711

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
June 30, 2021	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$	2,644.50
GST (5.0%) on \$2,644.50		132.23
PST (7.0%) on \$2,644.50		185.12
Total Amount Due	\$	<u>2,961.85</u> CAD

DENTONS CANADA LLP

DocuSigned by:
John Sandrelli
Per: E60F08ADD62E44C...
John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3597711
Page 2 of 3
Matter # 529227-000016

154

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3597711
 Page 3 of 3
 Matter # 529227-000016

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Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending June 30, 2021:

Date	ID	Description of Work	Hours
20-Mar-21	EFW	Research academic articles [REDACTED]	0.5
21-Mar-21	EFW	Research academic articles [REDACTED] [REDACTED] Email to Jordan Schultz in this regard.	3.2
01-Jun-21	JDS	Call to [REDACTED] regarding additional information for settlement proposal.	0.2
11-Jun-21	AA	Instructions from Jordan Schultz to review proof of claims related to [REDACTED] [REDACTED] Review file and email to Jordan Schultz regarding same.	0.7
14-Jun-21	JDS	Assemble claims for response to [REDACTED]	1.4
14-Jun-21	AA	Instructions from Jordan Schultz regarding proofs of claim related to [REDACTED] [REDACTED] Review and search file for proofs of claim listed on schedule. Email to Jordan Schultz regarding same.	0.6
29-Jun-21	JDS	Call and email with [REDACTED] regarding [REDACTED] claim.	0.5
Total			7.1

Timekeeper	ID	Title	Hours	Rate	Fees
Avic Arenas	AA	Paralegal	1.3	235.00	305.50
Eamonn Watson	EFW	Associate	3.7	320.00	1,184.00
Jordan Schultz	JDS	Partner	2.1	550.00	1,155.00
Total			7.1		\$2,644.50

TOTAL PROFESSIONAL FEES \$ **2,644.50**

TAXES

GST (5.0%) on Professional Fees of \$2,644.50 \$ 132.23
 PST (7.0%) on Professional Fees of \$2,644.50 185.12

TOTAL TAXES 317.35

TOTAL AMOUNT DUE \$ **2,961.85** CAD

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Dentons Canada LLP
20th Floor, 250 Howe Street
Vancouver, BC, Canada V6C 3R8

T 604 687 4460
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Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6
Attention: Anthony Tillman

INVOICE # 3611239

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
August 31, 2021	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.

Re: Project Retail

Professional Fees	\$	825.00
GST (5.0%) on \$825.00		41.25
PST (7.0%) on \$825.00		57.75
Total Amount Due	\$	<u>924.00</u> CAD

DENTONS CANADA LLP

DocuSigned by:
Per: John Sandrelli
John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3611239
Page 2 of 3
Matter # 529227-000016

157

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____
Amount: _____ Cardholder Name: _____
Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.
Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3611239
Page 3 of 3
Matter # 529227-000016

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Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending August 31, 2021:

Date	ID	Description of Work	Hours
06-Jul-21	JDS	Review draft settlement agreement.	0.7
07-Jul-21	JDS	Emails with [REDACTED] regarding settlement.	0.3
16-Jul-21	JDS	Call regarding potential approach to resolving [REDACTED] claim.	0.5
Total			1.5

Timekeeper	ID	Title	Hours	Rate	Fees
Jordan Schultz	JDS	Partner	1.5	550.00	825.00
Total			1.5		\$825.00

TOTAL PROFESSIONAL FEES \$ **825.00**

TAXES

GST (5.0%) on Professional Fees of \$825.00 \$ 41.25

PST (7.0%) on Professional Fees of \$825.00 57.75

TOTAL TAXES 99.00

TOTAL AMOUNT DUE \$ **924.00** CAD

大成 DENTONS

Dentons Canada LLP
20th Floor, 250 Howe Street
Vancouver, BC, Canada V6C 3R8

T 604 687 4460
F 604 683 5214

dentons.com

Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
Commerce Place
400 Burrard Street, Suite 1680
Vancouver, BC V6C 3A6
Attention: Anthony Tillman

INVOICE # 3617414

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
September 30, 2021	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$ 5,122.00
Other Fees/Charges & Disbursements	363.67
GST (5.0%) on \$5,478.67	273.93
PST (7.0%) on \$5,128.67	359.01
Total Amount Due	\$ <u>6,118.61</u> CAD

DENTONS CANADA LLP

Per: 

John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3617414 **160**
Page 2 of 4
Matter # 529227-000016

Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending September 30, 2021:

Date	ID	Description of Work	Hours
09-Sep-21	JDS	Email with clients regarding stay extension. Email to [REDACTED] regarding same.	0.2
16-Sep-21	ETN	Meet with Jordan Schultz to receive instructions regarding stay extension application.	0.2
20-Sep-21	AA	Email from Emma Newbery regarding upcoming expiration of stay. Create draft documents for application of stay.	0.3
20-Sep-21	ETN	Draft pleadings for an extension of the stay of proceedings.	3.0
21-Sep-21	ETN	Revise Notice of Application to extend the stay of proceedings. Review Monitor's report.	1.2
22-Sep-21	RK	Attend at Court Registry to file documents.	0.8
22-Sep-21	JDS	Review and finalize application materials.	0.8
22-Sep-21	AA	Receipt of Notice of Application and Twelfth Report of the Monitor. Coordinate filing of same. Update service list from the Monitor's website and serve Application materials for hearing scheduled for Sept. 28, 2021.	0.5
22-Sep-21	ETN	Finalizing Notice of Application to extend the stay.	1.5
23-Sep-21	AA	Prepare Application Record for Sept. 28 hearing.	0.4
23-Sep-21	ETN	Review Application Record.	0.4
24-Sep-21	AA	Compile and finalize Application Record. Email to Emma Newbery regarding letter to Vancouver Registry for vetting the Order. Finalize Letter and Order and submit same together Application Record for hearing scheduled for Sept. 28, 2021.	1.0
27-Sep-21	ETN	Prepare speaking notes for Application to extend the stay of proceedings.	2.2
28-Sep-21	JDS	Review emails from Pinky Law regarding [REDACTED] and claims analysis. Email to [REDACTED] regarding same.	0.5
28-Sep-21	ETN	Prepare for and attend Court to speak to stay extension hearing.	1.8
29-Sep-21	AA	Receipt of entered Order regarding extension of stay and serve same to service list. Follow up with Court Services Online regarding filed Monitor's report.	0.3
29-Sep-21	AA	Receipt of filed Twelfth Report of the Monitor. Attend to service of same.	0.2
Total			15.3

Timekeeper	ID	Title	Hours	Rate	Fees
Avic Arenas	AA	Paralegal	2.7	235.00	634.50
Emma Newbery	ETN	Associate	10.3	335.00	3,450.50
Jordan Schultz	JDS	Partner	1.5	550.00	825.00
Raman Khera	RK	Student	0.8	265.00	212.00
Total			15.3		\$5,122.00

TOTAL PROFESSIONAL FEES \$ 5,122.00

TAXABLE OTHER FEES/CHARGES

BCO/LTSA service charge \$ 6.67
Photocopy & Printing Charges 350.00

TOTAL TAXABLE OTHER FEES/CHARGES \$ 356.67

NON-TAXABLE DISBURSEMENTS

BC Online Registration* \$ 7.00

TOTAL NON-TAXABLE DISBURSEMENTS \$ 7.00

TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS 363.67

TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS \$ 5,485.67

TAXES

GST (5.0%) on Taxable Disbursements of \$356.67 \$ 17.83
GST (5.0%) on Professional Fees of \$5,122.00 256.10
PST (7.0%) on Professional Fees of \$5,122.00 358.54
PST (7.0%) on Taxable Disbursements of \$6.67 0.47

TOTAL TAXES 632.94

TOTAL AMOUNT DUE \$ 6,118.61 CAD

大成 DENTONS

Dentons Canada LLP
20th Floor, 250 Howe Street
Vancouver, BC, Canada V6C 3R8

T 604 687 4460
F 604 683 5214

dentons.com

Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
925 West Georgia Street
Suite 902, Cathedral Place
Vancouver, BC V6C 3L2
Attention: Anthony Tillman

INVOICE # 3630816

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
November 30, 2021	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$	550.00
GST (5.0%) on \$550.00		27.50
PST (7.0%) on \$550.00		38.50
Total Amount Due	\$	<u>616.00</u> CAD

DENTONS CANADA LLP

DocuSigned by:
Per: John Sandrelli
John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3630816
Page 2 of 3
Matter # 529227-000016

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

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DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3630816
Page 3 of 3
Matter # 529227-000016

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Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending November 30, 2021:

Date	ID	Description of Work	Hours
15-Nov-21	JDS	Email to Pinky Law regarding status of [REDACTED] Various emails regarding same and status of settlement discussions.	0.5
24-Nov-21	JDS	Call with [REDACTED] regarding status of settlement.	0.5
		Total	1.0

Timekeeper	ID	Title	Hours	Rate	Fees
Jordan Schultz	JDS	Partner	1.0	550.00	550.00
Total			1.0		\$550.00

TOTAL PROFESSIONAL FEES \$ **550.00**

TAXES

GST (5.0%) on Professional Fees of \$550.00 \$ 27.50
PST (7.0%) on Professional Fees of \$550.00 38.50

TOTAL TAXES 66.00

TOTAL AMOUNT DUE \$ **616.00** CAD

大成 DENTONS

Dentons Canada LLP
20th Floor, 250 Howe Street
Vancouver, BC, Canada V6C 3R8

T 604 687 4460
F 604 683 5214

dentons.com

Alvarez & Marsal Canada Inc.
In its Capacity as Monitor of the Miniso Entities
925 West Georgia Street
Suite 902, Cathedral Place
Vancouver, BC V6C 3L2
Attention: Anthony Tillman

INVOICE # 3647521

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
January 31, 2022	529227-000016	John Sandrelli

Alvarez & Marsal Canada Inc.
Re: Project Retail

Professional Fees	\$ 2,697.00
Disbursements	80.00
GST (5.0%) on \$2,697.00	134.85
PST (7.0%) on \$2,697.00	188.79
Total Amount Due	\$ <u>3,100.64</u> CAD

DENTONS CANADA LLP

DocuSigned by:
Per: John Sandrelli
John Sandrelli

DENTONS CANADA LLP
Alvarez & Marsal Canada Inc.
Re: Project Retail

INVOICE 3647521
Page 2 of 3
Matter # 529227-000016

Payment Options:**Cheques:**

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Wire Transfer:

Bank of Montreal
1st Canadian Place, Toronto, ON
Swift Code: BOFMCAM2
Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324

Credit Card:

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. _____ Expiry Date: _____ Card Verification Code (CVC): _____

Amount: _____ Cardholder Name: _____

Signature: _____

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to AR.Canada@dentons.com in separate email.

Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.
Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
 Alvarez & Marsal Canada Inc.
 Re: Project Retail

INVOICE 3647521
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Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending January 31, 2022:

Date	ID	Description of Work	Hours
29-Nov-21	JDS	Email to Pinky Law regarding confirmation of distribution amounts to [REDACTED]	0.5
30-Nov-21	JDS	Emails with Anthony Tillman and Pinky Law regarding proposed settlement structure.	0.3
01-Dec-21	JDS	Review claims against [REDACTED] and email to clients regarding anticipated [REDACTED] distribution. Call with clients regarding status of settlement.	2.1
14-Jan-22	JDS	Call with client regarding next steps.	0.4
24-Jan-22	JDS	Emails with [REDACTED] and [REDACTED] regarding status of settlement discussion. Email and call to [REDACTED] regarding claims process.	1.5
Total			4.8

Timekeeper	ID	Title	Hours	Rate	Fees
Jordan Schultz	JDS	Partner	1.9	580.00	1,102.00
Jordan Schultz	JDS	Partner	2.9	550.00	1,595.00
Total			4.8		\$2,697.00

TOTAL PROFESSIONAL FEES \$ **2,697.00**

NON-TAXABLE DISBURSEMENTS

Agent Fees (NT) \$ 80.00
TOTAL DISBURSEMENTS 80.00

TOTAL FEES AND DISBURSEMENTS \$ **2,777.00**

TAXES

GST (5.0%) on Professional Fees of \$2,697.00 \$ 134.85
 PST (7.0%) on Professional Fees of \$2,697.00 188.79
TOTAL TAXES 323.64

TOTAL AMOUNT DUE \$ **3,100.64** CAD