

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

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

AND IN THE MATTER OF A PLAN OF COMPROMISE
OR ARRANGEMENT OF TARGET CANADA CO.,
TARGET CANADA HEALTH CO., TARGET CANADA
MOBILE GP CO., TARGET CANADA PHARMACY (BC)
CORP., TARGET CANADA PHARMACY (ONTARIO)
CORP., TARGET CANADA PHARMACY CORP.,
TARGET CANADA PHARMACY (SK) CORP., and
TARGET CANADA PROPERTY LLC

APPLICANTS

**AFFIDAVIT OF
COREY HAALAND**
(sworn September 11, 2017)

I, Corey Haaland, of the City of Minneapolis, in the State of Minnesota,

MAKE OATH AND SAY:

1. I am the Treasurer of Target Corporation and as such I have knowledge of the matters deposed to herein. To the extent that I do not have personal knowledge, I verily believe the information to which I depose.

2. This affidavit is sworn in response to a motion being brought in these proceedings by Alvarez & Marsal Canada Inc. in its capacity as the court appointed monitor of the Applicants (the "**Monitor**") seeking, among other things, advice and directions regarding a request by Bell Canada ("**Bell Canada**") and Bell Nexxia Corporation ("**Nexxia**") (together, "**Bell**") to amend certain claims that Bell had filed

and that were fully and finally resolved during the claims process in these CCAA proceedings (the "**Original Claims**").

3. Target Corporation has instructed its counsel, Davies Ward Phillips & Vineberg LLP ("**Davies**") to appear on the Monitor's motion to argue that Bell should not be permitted to amend or "rectify" its Original Claims.

4. The Monitor's Thirty-Sixth Report states that Bell's proposed amended claims, if accepted, would be material enough to affect the estimated range of recovery for the Affected Creditors by reducing the estimated recovery range by approximately 0.45%. This will reduce recoveries to Target Corporation by approximately \$1 million.

5. The Monitor, with the assistance of finance employees of Target Corporation who provided assistance to the Target Canada Entities during the course of the CCAA proceedings through a shared services arrangement, vetted and carried out due diligence on the Original Claims over the course of several days. As a result of that work, the Monitor and Target Corporation believed that the quantum of the Original Claims advanced by Bell had been correctly determined.

6. The Original Claims were determined to be Proven Claims under the Plan for the amounts as determined with the agreement of Bell and the amounts as determined and agreed to were accepted as pre-filing claims for all purposes in the CCAA proceeding.

7. The Proof of Claim Form attached as a schedule to the Claims Procedure Order made in these proceedings required Bell to provide all particulars of its claim and supporting documentation, including amount, and description of transaction(s) or agreement(s), or legal breach(es) giving rise to the claim. The Proof of Claim Form also required Bell to certify that its claim was as set out in the Proof of Claim and that complete documentation in support of the claim was attached.

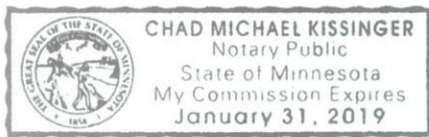
SWORN BEFORE ME at the City of Minneapolis, in the State of Minnesota on September 11, 2017.



Notary Public



Corey Haaland



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(PROCEEDING COMMENCED AT TORONTO)

AFFIDAVIT OF
Corey Haaland
(Sworn September 11, 2017)

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