

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

BETWEEN:

CANADIAN IMPERIAL BANK OF COMMERCE

Applicant

and

**URBANCORP (LESLIEVILLE) DEVELOPMENTS INC.,
URBANCORP (RIVERDALE) DEVELOPMENTS INC., &
URBANCORP (THE BEACH) DEVELOPMENTS INC.**

Respondents

**APPLICATION UNDER SECTION 243 OF THE *BANKRUPTCY AND INSOLVENCY*
ACT, R.S.C. 1985, C.B-3, AS AMENDED, SECTION 68 OF THE
CONSTRUCTION LIEN ACT, R.S.O. 1990 C. C. 30, AND UNDER SECTION 101 OF THE
*COURTS OF JUSTICE ACT, R.S.O. 1990, C. C. 43***

**COMPENDIUM OF FEE AFFIDAVITS
(Returnable August 19, 2020)**

Date: August 6, 2020

BLAKE, CASSELS & GRAYDON LLP
Barristers and Solicitors
199 Bay Street
Suite 4000, Commerce Court West
Toronto, Ontario M5L 1A9

Chris Burr, LSO#: 55172H
Tel: 416-863-3261
Fax: 416-863-2653
Email: chris.burr@blakes.com

Independent Counsel for Alvarez & Marsal Canada Inc., in its capacity as both Receiver and Manager and Construction Lien Trustee of the assets, undertakings and property of Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., and Urbancorp (The Beach) Developments Inc.

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I N D E X

Tab	Description	Page
A.	Affidavit of Douglas McIntosh, regarding Construction Receiver's Fees	1
B.	Affidavit of Milly Chow, regarding Independent Counsel Fees	98
C.	Gowling Invoice	173
D.	Affidavit of Ron Fairbloom, regarding Real Estate Counsel Fees	176

TAB A

Court File No. CV16-11409-00CL

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R.S.C. 1985, c. B-3, as amended, section 68 of the *Construction Lien Act*, R.S.O. 1990,
c.C.30, and under section 101 of the *Courts of Justice Act*, R.S.O. 1990, c. C.43**

**AFFIDAVIT OF DOUGLAS R. MCINTOSH
(Sworn August 5, 2020)**

**I, DOUGLAS R. MCINTOSH, of the city of Markham, in the Province of Ontario, MAKE
OATH AND SAY:**

1. I am the President of Alvarez & Marsal Canada Inc. ("A&M"), the Court appointed receiver and manager (in such capacity, the "Receiver") and construction lien trustee (in such capacity, the "Construction Lien Trustee", and together with the Receiver, the "Construction Receiver") in these proceedings. As such, I have knowledge of the matters hereinafter deposed to, except where stated to be on information and belief and where so stated I verily believe it to be true.

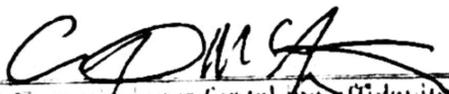
2. A&M was appointed as Construction Receiver pursuant to an order of the Honourable Justice Newbould dated May 31, 2016.

3. Attached hereto and marked as Exhibit "A" is a summary and redacted copies of the invoices rendered by the Construction Receiver in respect of the period from February 1, 2019 to July 31, 2020 (the "A&M Application Period"). The invoices contain the fees (including details of the billing rates and total hours of each of the members of A&M who acted on behalf of the Construction Receiver in these proceedings during the A&M Application Period), disbursements and HST charged by A&M in these proceedings during the A&M Application Period. The Invoices contain information and advice received from counsel over which privilege is asserted and which privilege is not waived.

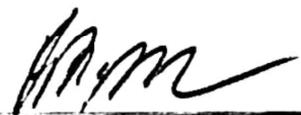
4. As shown on the summary chart included at Exhibit "A", the Construction Receiver expended a total of 432.8 hours in connection with this matter during the A&M Application Period, giving rise to fees of \$281,324.00, disbursements of \$1,157.03, and HST of \$36,722.53. A breakdown of the timekeepers and their total hours and hourly rates is attached hereto as Exhibit "B", and notes an average hourly rate of \$650.01.

5. To the best of my knowledge, A&M's rates and disbursements are consistent with those in the market for these types of matters and the hourly billing rates charged by A&M are comparable to the rates charged by A&M for services rendered in similar proceedings. A&M has had its rates and disbursements, including the rates of various professionals who provided services in these proceedings, approved by this Court in respect of similar services provided in a number of insolvency and restructuring files.

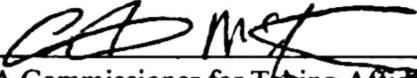
SWORN before me by video conference
from Burlington, ON to Toronto, ON
this 5th day of August, 2020.


A Commissioner for taking affidavits

Name: Caitlin McInyre
LSO # 72306R


DOUGLAS R. MCINTOSH

This is Exhibit "A" referred to in the
affidavit of Douglas R. McIntosh
sworn before me by video conference,
this 5th day of August, 2020.


A Commissioner for Taking Affidavits

Caitlin McIntyre
LBO # 72306R

EXHIBIT "A"
ALVAREZ & MARSAL CANADA INC., COURT-APPOINTED CONSTRUCTION RECEIVER
URBANCORP (LESLIEVILLE, RIVERDALE) DEVELOPMENTS INC.
(February 1, 2019 to July 31, 2020)

Code	Invoice No.	Invoice Date	Invoice Period / Description	Total Hours	Fees	Disbursements	HST	Invoice Total (\$CAD)
Leslieville	Inv #34	March 20, 2019	February 1 to 28, 2019	38.1	\$26,294.00	\$0.00	\$3,418.22	\$29,712.22
			Doug McIntosh	2.8	2,590.00			
			Tony Zaspalis	33.2	23,074.00			
			Ryan Gruneir	-	0.00			
			Audrey Singels-Ludvik	2.1	630.00			
Leslieville	Inv #35	April 26, 2019	March 1 to 31, 2019	78.7	\$55,293.50	\$72.80	\$7,197.62	\$62,563.92
			Doug McIntosh	8.7	8,047.50			
			Tony Zaspalis	65.8	45,731.00			
			Ryan Gruneir	1.7	765.00			
			Audrey Singels-Ludvik	2.5	750.00			
Leslieville	Inv #36	May 30, 2019	April 1 to 30, 2019	47.5	\$28,710.50	\$336.22	\$3,776.07	\$32,822.79
			Voluntary reduction		-(913.00)			
			Doug McIntosh	2.0	1,850.00			
			Tony Zaspalis	35.3	24,533.50			
			Ryan Gruneir	1.2	540.00			
			Audrey Singels-Ludvik	9.0	2,700.00			
Leslieville	Inv #37	June 26, 2019	May 1 to 31, 2019	32.5	\$20,691.50	\$30.07	\$2,693.80	\$23,415.37
			Doug McIntosh	-	0.00			
			Tony Zaspalis	27.7	19,251.50			
			Ryan Gruneir	-	0.00			
			Audrey Singels-Ludvik	4.8	1,440.00			
Leslieville	Inv #38	July 17, 2019	June 1 to 30, 2019	42.1	\$28,142.50	\$0.00	\$3,658.53	\$31,801.03
			Doug McIntosh	2.9	2,682.50			
			Tony Zaspalis	34.0	23,630.00			
			Ryan Gruneir	1.8	810.00			
			Audrey Singels-Ludvik	3.4	1,020.00			
Leslieville	Inv #39	August 23, 2019	July 1 to 31, 2019	29.1	\$20,219.50	\$450.00	\$2,687.04	\$23,356.54
			Doug McIntosh	3.4	3,145.00			
			Tony Zaspalis	23.1	16,054.50			
			Ryan Gruneir	1.6	720.00			
			Audrey Singels-Ludvik	1.0	300.00			
Leslieville	Inv #40	September 26, 2019	August 1 to 31, 2019	19.5	\$11,459.00	\$121.93	\$1,505.52	\$13,086.45
			Doug McIntosh	-	0.00			
			Tony Zaspalis	14.2	9,869.00			
			Ryan Gruneir	-	0.00			
			Audrey Singels-Ludvik	5.3	1,590.00			
Leslieville	Inv #41	October 30, 2019	September 1 to 30, 2019	10.3	\$6,763.50	\$54.36	\$886.32	\$7,704.18
			Doug McIntosh	-	0.00			
			Tony Zaspalis	9.3	6,463.50			
			Ryan Gruneir	-	0.00			
			Audrey Singels-Ludvik	1.0	300.00			

Code	Invoice No.	Invoice Date	Invoice Period / Description	Total Hours	Fees	Disbursements	HST	Invoice Total (\$CAD)
Leslieville	Inv #42	November 13, 2019	October 1 to 31 2019	21.2	\$13,864.50	\$0.00	\$1,802.39	\$15,666.89
			Doug McIntosh	1.2	1,110.00			
			Tony Zaspalis	17.1	11,884.50			
			Ryan Gruneir	-	0.00			
			Audrey Singels-Ludvik	2.9	870.00			
Leslieville	Inv #43	January 6, 2020	November 1 to 30, 2019	16.6	\$9,996.50	\$39.04	\$1,304.62	\$11,340.16
			Doug McIntosh	-	0.00			
			Tony Zaspalis	12.7	8,826.50			
			Ryan Gruneir	-	0.00			
			Audrey Singels-Ludvik	3.9	1,170.00			
Leslieville	Inv #44	January 31, 2020	December 1 to 31, 2019	4.4	\$3,025.00	\$18.20	\$395.62	\$3,438.82
			Doug McIntosh	0.2	185.00			
			Tony Zaspalis	4.0	2,780.00			
			Ryan Gruneir	-	0.00			
			Audrey Singels-Ludvik	0.2	60.00			
Leslieville	Inv #45	February 26, 2020	January 1 to 31, 2020	11.3	\$6,510.50	\$18.92	\$848.82	\$7,378.24
			Doug McIntosh	-	0.00			
			Tony Zaspalis	7.9	5,490.50			
			Ryan Gruneir	-	0.00			
			Audrey Singels-Ludvik	3.4	1,020.00			
Leslieville	Inv #46	April 27, 2020	February 1 to 29, 2020	9.2	\$6,157.00	\$15.49	\$802.42	\$6,974.91
			Doug McIntosh	-	0.00			
			Tony Zaspalis	8.6	5,977.00			
			Ryan Gruneir	-	0.00			
			Audrey Singels-Ludvik	0.6	180.00			
Leslieville	Inv #47	April 27, 2020	March 1 to 31, 2020	10.9	\$6,545.00	\$0.00	\$850.85	\$7,395.85
			Doug McIntosh	0.5	462.50			
			Tony Zaspalis	7.5	5,212.50			
			Ryan Gruneir	-	0.00			
			Audrey Singels-Ludvik	2.9	870.00			
Leslieville	Inv #48	May 25, 2020	April 1 to 30, 2020	8.4	\$5,821.00	\$0.00	\$756.73	\$6,577.73
			Doug McIntosh	1.3	1,202.50			
			Tony Zaspalis	6.3	4,378.50			
			Ryan Gruneir	-	0.00			
			Audrey Singels-Ludvik	0.8	240.00			
Leslieville	Inv #49	July 28, 2020	May 1 to 31, 2020	12.4	\$6,527.50	\$0.00	\$848.58	\$7,376.08
			Doug McIntosh	0.7	647.50			
			Tony Zaspalis	6.0	4,170.00			
			Ryan Gruneir	-	0.00			
			Audrey Singels-Ludvik	5.7	1,710.00			
Leslieville	Inv #50	July 29, 2020	June 1 to 30, 2020	5.0	\$2,922.00	\$0.00	\$379.86	\$3,301.86
			Doug McIntosh	-	0.00			
			Tony Zaspalis	3.6	2,502.00			
			Ryan Gruneir	-	0.00			
			Audrey Singels-Ludvik	1.4	420.00			

Code	Invoice No.	Invoice Date	Invoice Period / Description	Total Hours	Fees	Disbursements	HST	Invoice Total (\$CAD)
Leslieville	Inv #51	August 4, 2020	July 1 to 31, 2020	35.6	\$22,381.00	\$0.00	\$2,909.53	\$25,290.53
			Doug McIntosh	2.1	1,942.50			
			Tony Zaspalis	26.3	18,278.50			
			Ryan Gruneir	-	0.00			
			Audrey Singels-Ludvik	7.2	2,160.00			
Totals:				432.8	\$281,324.00	\$1,157.03	\$36,722.53	\$319,203.56
Average Hourly Rate:		\$	650.01					



March 20, 2019

Alvarez & Marsal Canada Inc.
 Receiver and Manager of Urbancorp (Leslieville) Developments Inc.
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Dear Sirs:

URBANCORP (LESLIEVILLE) DEVELOPMENTS INC.
INVOICE #34 – (806127A)

For professional services rendered in our capacity as Court-appointed Receiver and Manager and Construction Lien Trustee for the period February 1 to 28, 2019, pursuant to our Appointment Order dated May 31, 2016.

BILLING SUMMARY

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. McIntosh, Managing Director	2.8	\$925	\$2,590.00
T. Zaspalis, Senior Director	33.2	\$695	23,074.00
A. Singels-Ludvik, Associate	2.1	\$300	630.00
	<u>38.1</u>		<u>\$26,294.00</u>
Add: HST @ 13%			<u>3,418.22</u>
TOTAL INVOICE			<u>\$29,712.22</u>

Mailing Instructions:

Alvarez & Marsal Canada ULC
 Attn: A. Singels-Ludvik
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Wiring Instructions:

Bank: TD Canada Trust
 Account Name: Alvarez & Marsal Canada ULC
 Swiftcode: TDOMCATTOR
 Bank Address: 55 King Street West
 Toronto, ON
 Bank Transit #: 10202
 Institution #: 0004
 Account #: 5519970
 Reference #: Urbancorp – Inv #34 (806127A)
 HST#: 83158 2127 RT0001

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – February 1 to 28, 2019

<u>D. McIntosh</u>		<u>Hrs.</u>
Feb 8	Internal discussion [REDACTED]; review updated R&D and waterfall projection.	1.0
Feb 19	Call with Blakes re: [REDACTED]; review correspondence regarding same; review draft APA regarding Craft lot.	1.5
Feb 22	Internal status update call.	0.3
TOTAL – D. McIntosh		2.8 hrs.

<u>T. Zaspalis</u>		<u>Hrs.</u>
Feb 1	Drafting of Receiver's Eighth Court Report and related email communication with C. Burr; attend conference call with R. Fairbloom, and representatives from City of Toronto tax department and MPAC regarding supplementary 2018 tax billings and new 2019 billings, for Leslieville residential, parking and locker units; discussions with P. Griffis regarding vacant land transfer issues; email from/to Leslieville Purchaser regarding HST new housing rebate form; review of email correspondence from H. Pedro and G. Watchorn.	3.2
Feb 4	Discussions with C. Burr regarding Tarion warranty matters, vacant lot, lien issues and other outstanding matters; discussions with P. Griffis regarding Tarion warranty, Craft billing issues; internal discussions regarding status update; review and authorization of Miller Thomson invoice; email to R. Fairbloom regarding [REDACTED]; email communication R. Clark of Altus regarding Craft invoice reconciliation to budget; discussions with A. Singels-Ludvik regarding R&D matters; email communications with T. Sablatnig regarding parking and locker sales, amounts due from condo corporation, and authorization for electronic communication.	1.0

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – February 1 to 28, 2019

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| Feb 5 | Email correspondence and discussions with R. Clark of Altus regarding Craft invoice and budget reconciliation; conference call with A. Slavens and C. Burr regarding Tarion warranty protocol, timing of deposit claims, etc.; follow-up discussions with C. Burr regarding same and lien matters; review of draft letter to lien claimants and provide comments thereon to C. Burr; email to H. Pedro regarding timing of final invoices; discussions with P. Griffis regarding Craft warranty matters; email to G. Watchorn regarding status of waterfall analysis; prepare stage 12 analysis showing variances to P. Horgan proposal; review of final invoices from H. Pedro and related email correspondence; email correspondence with T. Sablatnig regarding back up for amounts due from TSCC No 2669. | 1.6 |
| Feb 6 | Discussions with C. Burr regarding lien matters, vacant land, Court Report, Tarion protocol, DOJ, etc.; email communication with A. Griffis, P. Griffis regarding turnover meeting costs; discussions with P. Griffis; email to R. Fairbloom regarding status of vacant land APS and Miller Thomson fee affidavit; email communication with T. Sablatnig regarding outstanding account; email communication with A. Griffis and R. Fairbloom regarding parking and locker unit sales; prepare update to waterfall analysis; prepare analysis of projected timing of distributions as requested by Terra Firma; prepare stage 12 analysis showing variance between current and proposed distribution formula; email communication with D. McIntosh regarding request for information from M. Forte of GSNH and G. Watchorn of Terra Firma; various follow-up emails with C. Burr; discussions with A. Singels-Ludvik regarding lien matters, payment matters, etc. | 4.5 |
| Feb 7 | Call and email to R. Fairbloom regarding vacant land, parking/locker agreements, fee affidavit, etc.; email to R. Gruneir regarding accrued liabilities; discussions with C. Burr regarding analysis for waterfall, lien issues, Court Report, etc.; discussions with P. Griffis regarding Craft final billings; discussions with C. Doran regarding review of Craft final billings; review of suggested edits from C. Burr to waterfall analysis, timing of distribution analysis, and stage 12 analysis; prepare edits to waterfall analysis, timing of distribution analysis and stage 12 analysis; email communication with A. Slavens and C. Andary regarding status of depositor claims; emails and discussions with T. Sablatnig regarding warranty claim protocol regarding suite and common area matters; review of additional invoices from Craft received from H. Pedro; review of correspondence from Blakes to lien claimants regarding balance of claims, etc. | 3.2 |

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – February 1 to 28, 2019

Feb 8	Email to P. Griffis regarding ramp heat; emails from/to C. Doran of Altus regarding Craft invoices; review of correspondence from Shibley Righton regarding closing adjustments; discussions with P. Griffis regarding vacant land matters, Craft invoices, etc.; discussions with C. Burr regarding lien matters, Court Report issues, Shibley Righton correspondence, waterfall analysis to be sent to Terra Firma and counsel to Saskin proposal trustee, etc.	0.2
Feb 9	Email communication with R. Fairbloom; email to C. Burr; discussions with D. McIntosh regarding status update.	0.2
Feb 11	Discussions with R. Fairbloom regarding vacant land, parking/locker APS, fee affidavit, meeting with Shibley Righton, etc.; discussions with C. Burr regarding Shibley Righton matter, Court Report, timing, etc.; review of parking and locker APS and email to R. Fairbloom regarding same; email to Craft regarding APS; email to C. Doran and P. Griffis regarding upcoming Shibley Righton meeting; review of email correspondence from Tarion regarding water leaks; review of follow-up email correspondence from M. Varone of Urban Renaissance; discussions with A. Slavens and C. Burr regarding water leak issue and protocol in dealing communicating with Tarion; discussions with R. Fairbloom regarding parking/locker APS amendments; review of updated draft of vacant lot APS; follow-up discussions with R. Fairbloom regarding parking/locker APS amendments, vacant lot amendments, and Miller Thomson fee affidavit; email to C. Doran of Altus regarding review of final Craft invoices for payment; emails from/to A. Coluccio of FCA; discussions with S. Azevedo regarding status of Receiver's insurance claim; emails with A. Singels-Ludvik regarding bill payments.	2.0
Feb 12	Review of email from H. Pedro regarding additional soft cost invoices; discussions with P. Griffis regarding vacant lot transfer, parking/locker, additional soft cost invoices received.; emails with R. Fairbloom and C. Burr regarding vacant lot APS; emails with R. Fairbloom and A. Griffis regarding final parking/locker APS; review of revised parking/locker agreement; emails correspondence with A. Singels-Ludvik regarding timing of cash flow matters.	0.7
Feb 13	Email communication with C. Andary regarding status of last remaining deposit claim under the ECDI policy; emails with A. Singels-Ludvik regarding distribution to Travelers and closing of dormant bank accounts; emails with C. Doran regarding status update on Craft final invoices; emails with C. Burr regarding outstanding matters; review of email from purchaser to Tarion regarding outstanding claim for repairs and forwards same to C. Burr, A. Slavens and Altus; review of final vacant lot APS; approve monthly maintenance fee payment.	0.6

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – February 1 to 28, 2019

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| Feb 14 | <p>Prepare for and attend conference call with C. Burr and A. Slavens regarding Tarion warranty and protocol matters; prepare for and attend meeting at Blakes offices with C. Burr and T. Milosevic of Blakes and R. Fairbloom of Miller Thomson regarding Shibley Righton claims in respect of park levy closing adjustments; meeting with T. McCrae and M. Mackey of Shirley Righton to discuss park levy claim; follow-up internal meeting with R. Fairbloom, C. Burr and T. Milosevic; review of email correspondence from R. Fairbloom regarding [REDACTED]; review of email correspondence from C. Burr to P. Horgan and J. D'Alimonte regarding proposed revisions to Stage 12 and the Receiver's analysis thereon; emails from/to C. Prophet regarding Shibley Righton change of counsel notice; discussions with C. Burr regarding proposed next steps by Receiver in respect of Court Report, park levy and other adjustments, proposed changes to stage 12, etc.</p> | 3.8 |
| Feb 15 | <p>Discussions and e-communication with P. Griffis regarding vacant lot transaction; review of email correspondence from S. Grant of City of Toronto regarding apportionment of 2018 supplementary taxes on Leslieville Project and follow-up email to R. Fairbloom regarding same; emails with C. Burr regarding vacant lot, and [REDACTED] email to R. Clark and C. Doran of Altus regarding status of Altus review of Craft final invoices; prepare for and attend conference call with J. D'Alimonte acting for NG Marin regarding proposed changes to Stage 12 distributions; review of requests for information from Shibley Righton, review of files and emails, and forward documentation to Blakes; email to C. Doran and R. Clark for status update on Altus review of Craft invoices; review of apportionment application prepared by R. Fairbloom, execute same, and send to R. Fairbloom for delivery.</p> | 1.0 |
| Feb 16 | <p>Search for documents and emails requested by Shibley Righton in respect of the parks levy, and forward same to C. Burr of Blakes.</p> | 1.5 |

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – February 1 to 28, 2019

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| Feb 19 | Review of Tarion correspondence regarding warranty and deposit claims; emails with D. McIntosh regarding vacant lot APS status and status update on meeting with Shibley Righton; email correspondence with A. Slavens regarding deposit claims; emails with R. Gruneir and related emails to Super Save regarding account status; review of email from R. Clark regarding status of warranty repair review; attend conference call with D. McIntosh, C. Burr and P. Huff regarding adjustment claim by Shibley Righton, ██████████, etc.; review of email from S. Azevedo regarding insurance claim approval and reply thereto regarding HST omission; email correspondence to P. Griffis and R. Fairbloom regarding status of vacant lot APS closing; email correspondence with A. Griffis regarding status of parking and locker unit sales; follow-up emails with D. McIntosh regarding vacant lot APS; email correspondence with T. Sablatnig and A. Singels-Ludvik regarding outstanding payment due from FirstService. | 1.9 |
| Feb 20 | Discussions with A. Coluccio of FCA regarding insurance claim; email correspondence with A. Griffis and to R. Fairbloom regarding parking unit purchaser request for information; follow-up emails to R. Fairbloom and P. Griffis regarding vacant land APS status; discussions with C. Burr regarding Tarion security and marshalling issue; review of email from C. Burr regarding details on calculation of park levy closing adjustments; discussions with H. Pedro regarding park levy adjustment regarding unsold units; drafting of email response to C. Burr regarding closing adjustment; further emails with S. Azevedo (insurance broker) and A. Singels-Ludvik regarding insurance claim; discussions with P. Griffis regarding status of vacant lot APS; email communication with ██████████ - purchaser of unit ██████████, regarding eligibility for HST rebate application. | 1.4 |
| Feb 21 | Review and approval of Altus January invoice; discussions with N. Rabinowitz of Premi-Air regarding outstanding invoice and referral to Craft; email to Craft regarding same; further exchange of emails with Craft regarding same; email correspondence with C. Burr regarding ██████████. | 0.3 |

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – February 1 to 28, 2019

Feb 22	Email communication with M. Echeverri of CIBC regarding City of Toronto draw on \$115k LC and status of cash collateral account; discussions with C. Doran regarding Altus review of final Craft invoices, and status of Tarion assessments; email communication with A. Slavens of Torys regarding status of deposit claims and warranty protocol issues; review of numerous Tarion notices of warranty claims, deposit claims, invoice claims, etc. and comparison to Altus summary; email to C. Doran regarding same; email correspondence with P. Griffis and R. Fairbloom regarding timing of closing vacant lot transfer; email communication with T. Sablatnig regarding timing of performance audit.	1.7
Feb 24	Emails to Blakes, Gowlings and Miller Thomson regarding status of January 2019 invoices and fee affidavits; further review of Tarion warranty letters.	0.1
Feb 25	Email communication with A. Griffis regarding errors in storage PSA unit number, and protocol for going forward; calls and email to R. Fairbloom regarding status of outstanding matters, including vacant lot transfer, apportionment of property taxes, and assignment of Sanitary Discharge Agreement; review and approve parking unit APS with minor changes; review of email from C. Andary regarding status of final three deposit claims; reply to same and to Tarion counsel and recalculate remaining reserve amounts to be held by the Receiver.	1.1
Feb 26	Review email from R. Walters of City of Toronto regarding quarterly unpaid Sanitary Discharge bill; related email communication with T. Sablatnig of First Service and R. Fairbloom regarding status of assignment documentation; review of information received from C. Andary in support of Travelers deposit claim; review of email from L. McInnes of Miller Thomson regarding locker agreement status; emails with A. Griffis regarding legibility of same and improper unit numbers listed on agreements; email to R. Fairbloom and P. Griffis regarding obtaining clearer site map for APS purposes; review of email from C. Burr regarding response to P. Horgan and reply thereto.	0.8

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – February 1 to 28, 2019

Feb 27	Review of vacant land closing documentation and related email correspondence with R. Fairbloom to clarify same; exchange of emails with C. Doran regarding review of purchaser PDI claims with Tarion; review of email from R. Sabato regarding closing of vacant lot transfer; call to R. Clark of Altus regarding PDI work of Craft and review by Tarion; emails with C. Burr regarding upcoming motion; review of emails from A. Slavens and A. Kaufman regarding upcoming motion; discussions with A. Griffis regarding unit numbers on remaining lockers to sell; email to A. Singels-Ludvik regarding cash flow related matters; discussions with C. Burr regarding upcoming motion, DOJ status, lien matters, Tarion issues, communications with purchasers, waterfall issues, Shibley Righton status, other purchase adjustments, etc.	1.4
Feb 28	Email communication with C. Burr regarding HST clearance certificate matters; review of email from R. Walters of City of Toronto; emails to R. Fairbloom regarding status update on vacant lot transfer, SDA assignment, property tax apportionment, update to fee affidavit; emails with A. Griffis and Miller Thomson regarding parking and locker unit sales; discussions with D. McIntosh regarding status update; call to K. Boutin of CRA regarding clearance certificate matters; email communication with T. Sablatnig regarding outstanding payment from Condo Corp. and potential purchase of remaining lockers; review of email from C. Burr to P. Horgan regarding lien matters; email communication with M. Echeverri of CIBC regarding status of CIBC cash collateral account; telephone call/message to L. Major regarding cash deposit held by City in respect of Riverdale Sanitary Discharge Agreement; emails with C. Burr regarding timing of Court Report.	1.0
TOTAL – T. Zaspalis		33.2 hrs.

A. Singels-Ludvik

		<u>Hrs.</u>
Feb 4	Process invoice for payment and update Schedule of Receipts and Disbursements; internal discussions regarding same.	0.2
Feb 6	Process cheque received for deposit and update Schedule of Receipts and Disbursements.	0.2
Feb 13	Process invoice for payment and update Schedule of Receipts and Disbursements.	0.2
Feb 14	Follow-up with CRA regarding amended returns filed; process January HST return; banking related matters.	0.8

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – February 1 to 28, 2019

Feb 21	Process invoice for payment and update Schedule of Receipts and Disbursements.	0.5
Feb 26	Process invoice for payment and update Schedule of Receipts and Disbursements.	0.2
TOTAL – A. Singels-Ludvik		2.1 hrs.





April 26, 2019

Alvarez & Marsal Canada Inc.
 Receiver and Manager of Urbancorp (Leslieville) Developments Inc.
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Dear Sirs:

URBANCORP (LESLIEVILLE) DEVELOPMENTS INC.
INVOICE #35 – (806127A)

For professional services rendered in our capacity as Court-appointed Receiver and Manager and Construction Lien Trustee for the period March 1 to 31, 2019, pursuant to our Appointment Order dated May 31, 2016.

BILLING SUMMARY

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. McIntosh, Managing Director	8.7	\$925	\$8,047.50
T. Zaspalis, Senior Director	65.8	\$695	45,731.00
R. Gruneir, Senior Associate	1.7	\$450	765.00
A. Singels-Ludvik, Associate	2.5	\$300	750.00
	<u>78.7</u>		<u>\$55,293.50</u>
Add: Out of pocket expenses including courier and web site maintenance charges.			<u>72.80</u>
			\$55,366.30
Add: HST @ 13%			<u>7,197.62</u>
TOTAL INVOICE			<u><u>\$62,563.92</u></u>

Mailing Instructions:

Alvarez & Marsal Canada ULC
 Attn: A. Singels-Ludvik
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Wiring Instructions:

Bank: TD Canada Trust
 Account Name: Alvarez & Marsal Canada ULC
 Swiftcode: TDOMCATTTOR
 Bank Address: 55 King Street West
 Toronto, ON
 Bank Transit #: 10202
 Institution #: 0004
 Account #: 5519970
 Reference #: Urbancorp – Inv #35 (806127A)
 HST#: 83158 2127 RT0001

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – March 1 to 31, 2019

<u>D. McIntosh</u>		<u>Hrs.</u>
Mar 15	Review draft Receiver's Report; preparation and attendance at a call with Blakes regarding same.	2.0
Mar 18	Preparation and attendance at a call with Blakes regarding purchaser notice issue; review of various iterations of draft Eighth Receiver's Report and Supplemental Report; follow-up call with Blakes.	5.7
Mar 24	Review revised documents and potential amendments; internal call regarding same.	1.0
TOTAL – D. McIntosh		8.7 hrs.

<u>T. Zaspalis</u>		<u>Hrs.</u>
Mar 1	Discussions with K. Boutin of CRA regarding clearance certificate matters; discussions with L. Major of City of Toronto regarding \$115k LC for Sanitary Discharge payments; review of email from A. Slavens of Torys regarding warranty protocol matters; emails with C. Doran regarding review of Craft invoices; emails with A. Singels-Ludvik regarding arranging for wire distribution to Travelers; email to A. Singels-Ludvik regarding update of R&D and comparison to Jan 29 version; email to S. Azevedo regarding status of outstanding insurance cheque.	0.7

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – March 1 to 31, 2019

Mar 6	Finalize correspondence to CRA and 3 applications for clearance certificates and related discussions with A. Singels-Ludvik; email correspondence with C. Burr regarding same; review and approval of statement of adjustments for locker APS; review of HST receivable spreadsheet prepared by A. Singels-Ludvik; review of updated R&D as at March 4, 2019; preparation of updated waterfall analysis; preparation of updated reserve analysis; preparation of updated Stage 12 illustration analysis; review of updated draft of Eighth Report.	4.8
Mar 7	Emails with R. Fairbloom regarding original version of vacant lot statutory declaration; email communication with V. Gavriellov of Miller Thomson in respect of deferred closing on parking unit sale; review and approval of revised storage unit sale statement of adjustment; review of Miller Thomson fee affidavit and forward same to C. Burr and A. Singels-Ludvik; preparation for and attend meeting with C. Burr in respect of upcoming meeting; attend meeting with G. Watchorn, B. Bissell, P. Griffis and C. Burr regarding status of receivership matters and anticipated timing of completion; follow-up discussions with C. Burr; review of draft 8th report of Receiver comments from C. Burr and provide additional analysis and drafting of Report.	3.5
Mar 8	Discussions with C. Doran regarding status of final sign-off on Craft invoices for payment; discussions with P. Griffis regarding same; discussions with R. Fairbloom regarding property tax apportionment for 2018, 2019 property tax assessments, assignment of sanitary discharge agreement, vacant lot closing, response to purchaser regarding new housing rebate form; email to purchaser in respect of request to sign on New Housing Rebate application; further drafting of Receiver's Eighth Report; email correspondence with C. Burr regarding same; email to A. Singels-Ludvik regarding fee affidavit update to January 2019; emails with Miller Thomson and Craft regarding parking fob for sale of last excess parking unit.	3.8
Mar 10	Work on Eighth Court Report, including review of fee summaries, affidavits and emails to Miller Thomson regarding unpaid accounts and overall reconciliations.	2.9

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – March 1 to 31, 2019

Mar 11	Emails with P. Watson of Miller Thomson regarding affidavit materials; emails with D. McIntosh regarding affidavit requirements; review of email from P. Horgan regarding lien waterfall issues; discussion with C. Burr regarding Eighth Report issues; further drafting of Eighth Report, including purchase price adjustment summary and related email communication with C. Burr; email communication with R. Fairbloom regarding apportionment hearing notice from City of Toronto; email communication with A. Griffis regarding unit ■ locker sale status, and related follow-up email to Miller Thomson.	2.5
Mar 12	Review of email from Miller Thomson regarding unit ■ locker sale; review of changes to Eighth Report from C. Burr and drafting of updates and edits to same; discussions with C. Burr regarding Eighth Report, status of P. Horgan request, Tarion comments, etc.; email communication with C. Andary regarding Tarion warranty claim covering 7 units; further drafting of Eighth Report and related emails with C. Burr.	1.5
Mar 13	Email communication with insurer regarding status of remaining claim monies owed; discussions with A. Coluccio of FCA regarding cancellation of liability coverage on transfer of vacant lot; review of BSP report on potential warrantable items, comparison to bond draw down claim, and relate email to P. Griffis of Craft; email to C. Burr regarding same; email to A. Slavens regarding status of support for potential Tarion bond draw; prepare for and attend meeting with C. Burr regarding walk-through of Receiver's Eighth Report; follow-up review of Report, updates to appendices and related emails to C. Burr; email to R. Gruneir regarding Original APS; email and discussions with A. Singels-Ludvik regarding fee affidavit matters; emails with D. McIntosh regarding status/timing of Receiver's Eighth Report; discussions and emails with R. Fairbloom regarding Miller Thomson fee affidavit; email to L. Major of City of Toronto regarding status for a meeting with City legal counsel to discuss \$115k cash collateral held by City in respect of the UC Riverdale Sanitary Discharge Agreement.	4.8

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – March 1 to 31, 2019

Mar 14	<p>Various emails with C. Burr regarding Eighth Report; prepare update to task list; discussions with P. Griffis regarding warranty claim matters; prepare for and attend conference call with A. Slavens regarding Tarion warranty matters; review of edits received from A. Slavens and call to A. Slavens to discuss Tarion Charge; review of Original APS appendix; review of email from B. Bissell regarding Shibley matter; review of email from C. Burr regarding fee affidavit matters; review of Tarion warranty invoices and comparison to BSP report; review of email from A. Coluccio of FCA regarding cancellation of insurance coverage; review of email correspondence from C. Burr regarding [REDACTED]; discussions with C. Burr regarding Shibley correspondence and review of draft response; email communication with Miller Thomson regarding contact list of purchasers and forward same to Blakes; further review of Eighth Report.</p>	2.5
Mar 15	<p>Review of Eighth Report and drafting of edits; prepare for and attend conference call with C. Burr and D. McIntosh regarding Eighth Report; prepare further edits to Eighth Report and appendices; discussions with R. Fairbloom regarding status of fee affidavit; follow-up discussions with C. Burr regarding Eighth Report.</p>	3.4
Mar 16	<p>Review of revised Receiver's draft Report, fee affidavit, and Tarion Order.</p>	1.0
Mar 17	<p>Further review of revised Receiver's draft Report, fee affidavit and Tarion Order; call with A. Slavens regarding Tarion Order and Tarion Charge; discussions with C. Burr regarding Eighth Report, timing of walk-through of documents; email to D. McIntosh regarding same; discussions with D. McIntosh regarding Eighth Report; further review/drafting of Eighth Report amendments and draft orders; follow-up discussions with C. Burr regarding same; email to L. Wong regarding Gowlings fee affidavit; email to R. Fairbloom regarding Miller Thomson affidavit status.</p>	4.2

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – March 1 to 31, 2019

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| Mar 18 | <p>Email correspondence with T. Sablatnig regarding fire alarm monitoring invoice and transfer of account; email communication with E. Laxton of Miller Thomson regarding status of Sanitary Discharge Agreement assignment to Condo Corp; prepare for and attend conference call with P. Huff, C. Burr and D. McIntosh regarding Receiver's upcoming Motion and Court materials; follow-up discussions with D. McIntosh; review of email from Terra Firma auditors; email communication with C. Burr regarding Shibley Notices of Appearance and Notices of Change of Lawyer and analysis of same; review of email from C. Prophet regarding Gowlings fee affidavit update and review of same; email communication with Miller Thomson regarding list of purchaser closing counsel email addresses and forward same to Blakes for service; analysis of purchasers represented by Shibley Righton; further review of several drafts of Eighth Report, Supplemental Report to the Eighth Report, Court Orders, comments thereon, and updates to appendices; numerous follow-up discussions with D. McIntosh and Blakes regarding same; email communication with G. Watchorn regarding distribution and auditor issues.</p> | 7.5 |
| Mar 19 | <p>Emails with G. Watchorn regarding distributions and auditor issues; email communications with Terra Firma auditor regarding information request and follow-up queries; call/email to C. Doran; email communication with T. Sablatnig, A. Singels-Ludvik regarding amounts due from Condo Corporation; emails with A. Singels-Ludvik regarding HST matters; email to T. Sablatnig regarding maintenance fees; email to C. McIntyre regarding service list query; email communication with R. Fairbloom regarding billing matters; discussions with A. Jhadj of KPMG (Terra Firma) auditor; emails with V. Gavriellov regarding status of parking/locker closings; discussions with P. Griffis regarding status of final amounts due to Craft; discussions with C. Burr regarding outstanding matters.</p> | 1.5 |

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – March 1 to 31, 2019

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| Mar 20 | Email communications with V. Gavriellov regarding clarifying purchaser list names as at closing; email communication and discussions with C. Burr regarding email from [REDACTED] and review/comment on proposed response; review of cash balances and related discussions/emails with A. Singels-Ludvik regarding distribution to Terra Firma; email to G. Watchorn and M. Thiyagarajah regarding same; emails and discussions with A. Singels-Ludvik regarding Riverdale statements of adjustment in connection with \$115k cash collateral held by the City; emails with L. Major regarding our outstanding queries on the \$115k cash collateral and upcoming meeting to discuss same; emails with C. Burr regarding clarification of Sibley Righton list of clients; emails with Blakes regarding updated service list and email to R. Gruneir regarding posting same on Receiver's webpage; review of email communication from B. Bissell regarding Shibley Righton Motion; prepare analysis of Shibley Righton clients' portion of claim and related email communication with C. Burr; review of Compendium of Fee Affidavits served. | 2.6 |
| Mar 21 | Emails with R. Gruneir regarding posting materials on web page; discussions with C. Doran regarding review of Craft final invoices; email correspondence with G. Watchorn regarding Tarion builder portal access; email correspondence with C. Andary regarding further draw request from Tarion; email to G. Watchorn and B. Bissell regarding same; forward emails regarding [REDACTED] HST/closing issues to C. Burr. | 0.5 |
| Mar 22 | Review of final draw request from Craft and draft reporting letter from Altus; email communication with C. Andary and A. Slavens in respect of invoice support for \$39k Tarion bond claim; email communication with B. Bissell and G. Watchorn regarding invoice support for \$23k and \$7k bond claims; email correspondence with A. Singels-Ludvik regarding follow-up with CRA regarding status of CRA clearance certificate review; review of emails from G. Watchorn regarding Tarion, 12th stage projections, and conduct of Receiver; review of emails from Blakes regarding [REDACTED] HST rebate matter; discussions with C. Burr regarding Tarion, Terra Firma and Shibley related matters and upcoming Court Motion; attend conference call with C. Burr and B. Bissell regarding Tarion bond draw matters; follow-up call with C. Burr and A. Slavens regarding same; email correspondence with S. Kanthavel regarding confirmation of final purchaser list and review of list. | 2.5 |

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – March 1 to 31, 2019

Mar 23	Further review of draft factum and prepare edits thereto; review of email correspondence from C. Burr regarding proposed timelines in respect of fee approval and Shibley motion; review of Craft construction and development agreements, and related preparation of draft Craft release and schedule of outstanding invoices; review changes to HST rebate form for unit [REDACTED] and execute same; email correspondence with C. Burr regarding reserve issues.	1.5
Mar 24	Review of invoice support from Tarion in respect of \$39k bond and forward same to G. Watchorn and B. Bissell; discussions and email correspondence with C. Burr regarding factum and edits thereto, HST rebate, fee approval timeline and Shibley Motion timeline matters, etc.; discussions and email correspondence with D. McIntosh regarding same.	1.5
Mar 25	Review of Craft draw request and compare to Craft invoices; discussions with C. Doran regarding HST errors in Craft draw request and timing of finalizing Altus review; emails with C. Burr regarding advising Travelers of recent developments; voicemail to A. Kauffman regarding same; discussions with C. Andary of Travelers regarding same; discussions with A. Slavens regarding Tarion position on \$70k warrant claim affecting the distribution and status/quantum of potential future Tarion warranty claims; email to C. Burr regarding Tarion position on \$70k warranty claim; discussions with P. Griffis regarding Craft claim amounts, Craft release, notice of Motion materials, Tarion warranty matters, etc.; forward Tarion invoice support to P. Griffis of Craft; review of revised draw request received from H. Pedro of Craft; email communication with R. Gruneir regarding updating webpage information; review email from Z. Halpern-Shavim regarding HST matters; drafting of correspondence to Guardtek regarding fire monitoring services; email to D. Tojeira regarding revisions to webpage; further emails with P. Griffis regarding Tarion warranty invoices; voicemail to R. Fairbloom regarding fee affidavit, appraisal costs, Sanitary Discharge Agreement; review of emails from C. Burr regarding timeline issues and related discussions with C. Burr regarding upcoming hearing; email to D. McIntosh regarding status update; emails with A. Griffis regarding status of unit [REDACTED] locker APS requiring joint owners signatures, and potential sale of remaining lockers; review of updated draft reporting letter from Altus; email communication with L. Major of City of Toronto regarding upcoming meeting to discuss \$115k LC.	2.1

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – March 1 to 31, 2019

Mar 26	Attendance in Court regarding Receiver's Motion; emails/discussions with A. Singels-Ludvik regarding follow-up with CRA on clearance certificates; finalize letter to Guardtek; emails with Miller Thomson and A. Griffis regarding locker purchase; review of email from B. Bissell regarding [REDACTED]; brief discussions with R. Fairbloom regarding outstanding matters and set up of follow-up call; review of updated Altus report on Craft draw request and call/voicemail to C. Doran regarding same; discussions with A. Slavens regarding setting up a call with Tarion to discuss status/quantum of warranty claims.	3.2
Mar 27	Email communication with Craft and Altus regarding final Craft draw amounts including latent defects; discussions and email communication with R. Fairbloom regarding finalizing Miller Thomson fee amount and reconciling unpaid accounts; email communication with A. Slavens regarding conference call with Tarion; review and approve Altus invoice; email to C. McIntyre regarding order and endorsement; discussions with C. Burr regarding [REDACTED].	0.8
Mar 28	Review of Miller Thomson affidavit; email to R. Gruneir regarding webpage additions; prep for and attend conference call with C. Burr and D. McIntosh regarding [REDACTED]; follow-up discussions with C. Burr regarding Craft release, upcoming call with Tarion and Miller Thomson fee affidavit; email communication with A. Singels-Ludvik regarding CRA response to refund hold and clearance certificate request.	0.6
Mar 29	Email to C. Burr regarding Craft release language; email communication with R. Fairbloom regarding Miller Thomson fee affidavit, and review of same; forward Miller Thomson affidavit to C. Burr; prep for and attend conference call with T. Schumaker and S. Vlahakis of Tarion and A. Slavens of Torys regarding status of Tarion claims; email communication with P. Griffis regarding CoPower request for info and discussion.	1.0
TOTAL – T. Zaspalis		65.8 hrs.

R. Gruneir

Hrs.

Mar 21	Review all Court materials provided by T. Zaspalis; organize documents for website upload; draft and send email to D. Tojeira of Spin Design to upload several documents on the Urbancorp website; review website to ensure documents were uploaded accordingly.	1.1
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Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – March 1 to 31, 2019

Mar 22	Correspondence with D. Tojeira of Spin Design to make some changes to Urbancorp website; review Urbancorp website to ensure documents were uploaded accordingly.	0.3
Mar 25	Review emails provided by T. Zaspalis and respond accordingly; organize documents provided by T. Zaspalis to be uploaded on website; draft and send email to D. Tojeira of Spin Design to upload documents on the Urbancorp website.	0.3
TOTAL – R. Gruneir		1.7 hrs.

A. Singels-Ludvik

Hrs.

Mar 1	Process invoices for payment; prepare wire transfer form and email to CIBC for processing; confirmation call regarding same; update Schedule of Receipts and Disbursements (“R&D”); internal emails regarding banking matters.	0.5
Mar 20	Process cheque received for deposit; process invoice for payment; prepare wire transfer form and email to CIBC for processing; confirmation call regarding same; update R&D.	0.5
Mar 21	Process invoices for payment and update R&D.	0.5
Mar 22	Telephone call/follow-up with K. Boutin of CRA regarding outstanding refunds and timing of same; internal emails regarding banking related matters.	0.5
Mar 25	Prepare email to close out and transfer balances to Regular Admin Account; confirmation call with M. Posa of CIBC regarding same; internal discussions regarding same.	0.5
TOTAL – A. Singels-Ludvik		2.5 hrs.





May 30, 2019

Alvarez & Marsal Canada Inc.
 Receiver and Manager of Urbancorp (Leslieville) Developments Inc.
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Dear Sirs:

**URBANCORP (LESLIEVILLE) DEVELOPMENTS INC.
 INVOICE #36 – (806127A)**

For professional services rendered in our capacity as Court-appointed Receiver and Manager and Construction Lien Trustee for the period April 1 to 30, 2019, pursuant to our Appointment Order dated May 31, 2016.

BILLING SUMMARY

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. McIntosh, Managing Director	2.0	\$925	\$1,850.00
T. Zaspalis, Senior Director	35.3	\$695	24,533.50
R. Gruneir, Senior Associate	1.2	\$450	540.00
A. Singels-Ludvik, Associate	9.0	\$300	2,700.00
	<u>47.5</u>		<u>\$29,623.50</u>
Less: Voluntary reduction			<u>(913.00)</u>
			\$28,710.50
Add: Out of pocket expenses including courier and web site maintenance charges.			336.22
			<u>\$29,046.72</u>
Add: HST @ 13%			3,776.07
TOTAL INVOICE			<u>\$32,822.79</u>

Mailing Instructions:

Alvarez & Marsal Canada ULC
 Attn: A. Singels-Ludvik
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Wiring Instructions:

Bank: TD Canada Trust
 Account Name: Alvarez & Marsal Canada ULC
 Swiftcode: TDOMCATTOR
 Bank Address: 55 King Street West
 Toronto, ON
 Bank Transit #: 10202
 Institution #: 0004
 Account #: 5519970
 Reference #: Urbancorp – Inv #36 (806127A)
 HST#: 83158 2127 RT0001

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – April 1 to 30, 2019

D. McIntosh

Hrs.

Apr 10	Review Craft release.	0.5
Apr 12	Review draft Second Supplemental Report of the Receiver; call with Blakes to provide comments; review final version and execute.	1.5
TOTAL – D. McIntosh		2.0 hrs.

T. Zaspalis

Hrs.

Apr 1	Review email correspondence from R. Walters of the City threatening legal action against the Receiver in respect of unpaid Sanitary Discharge Agreement fees; discussions with E. Laxton of Miller Thomson, review of Sanitary Discharge Agreement and drafting of related response to R. Walters; discussions with City legal counsel, C. Henderson, and review of related email; review of email from K. Ohle of Co-Power and related conference call with K. Ohle and P. Griffis regarding Condo Corp reporting requirements; discussions with C. Burr regarding Tarion protocol, Miller Thomson fee affidavit, lienholder payout, purchase price adjustments, etc.; review and approval of Blakes invoice.	1.3
Apr 2	Drafting of correspondence to Hammond Flesias regarding payment of Lido lien settlement and provide related instructions to A. Singels-Ludvik regarding same; discussions with C. Andary of Travelers regarding Tarion Bond; email correspondence with C. Burr regarding Shibley Righton information requests; preparation of park levy detailed listing and provide same to Blakes; review of information received from Tarion regarding warranty claim information; email correspondence with C. Andary regarding Travelers claim distribution and prepare related instructions to A. Singels-Ludvik regarding same; discussions with A. Singels-Ludvik regarding payment instructions and status of CRA refund claims; email to T. Sablatnig regarding amount due from Condo Corp and potential locker sale; email with A. Griffis regarding locker sale.	1.7

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – April 1 to 30, 2019

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| Apr 3 | Review Tarion warranty summary and email correspondence with Tarion regarding supporting documents in respect of warranty claims; search of emails and related email correspondence with Blakes regarding Shibley info requests; voicemail to C. Doran of Altus regarding status of Altus review of Craft final draw; discussions with C. Burr regarding upcoming call with B. Bissell, draft Craft release, liens, etc.; prepare for and attend call with B. Bissell and C. Burr regarding Tarion bond draws, cash collateral, fee approval and reserve issues; follow-up discussions with C. Burr regarding same; email correspondence with A. Slavens of Torys and S. Vlahakis and C. Murray of Tarion regarding supporting documentation for Tarion invoices and purchaser year-end forms; email communication with A. Singels-Ludvik regarding wire distribution to Travelers; review of revised Craft Release; review email from A. Griffis regarding locker purchase; forward information to Blakes requested by Shibley Righton. | 2.3 |
| Apr 4 | Email communication and discussions with D. McIntosh regarding reserve and Craft release matters; voicemail to C. Doran regarding status of Altus review of Craft final invoices; review of revised invoices from Tarion and forward same to P. Griffis; discussions with P. Griffis regarding Tarion invoices and year-end purchaser forms; discussions with A. Slavens regarding Tarion invoices, communication protocol, and cash collateral issues; discussions and email communication with D. Feld regarding bicycle storage locker purchase; review of documents received from J. Bernal of Craft regarding Craft final draw and related email from C. Doran; review of email from L. McInnes of Miller Thomson regarding documents requested by Shibley Righton and related email correspondence with C. Burr; draft correspondence to G. Watchorn regarding release of lien reserve, and Tarion cash collateral issues; email correspondence to L. Major of City of Toronto regarding final LC outstanding for the Leslieville Project; email to T. Sablatnig regarding monies due from Condo Corp and status of March and April maintenance invoices; discussions with A. Griffis regarding bicycle storage locker purchase; discussions with K. Ariyathas of Miller Thomson regarding same. | 1.9 |

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – April 1 to 30, 2019

Apr 5	Discussions with C. Doran regarding Craft final draw; review of email from C. Doran regarding same; discussions with H. Pedro of Craft regarding same; review of additional purchaser year-end forms from Tarion and forward same to P. Griffis for comment; finalize and send email correspondence to G. Watchorn regarding reserve and cash collateral issues; forward supporting documentation from Tarion to G. Watchorn and B. Bissell; email to A. Griffis regarding HST component of bicycle storage unit sales; email correspondence with B. Bissell regarding approach to cap cash collateral exposure; review of Craft invoices and update to Craft Release schedule; review of email correspondence from C. Andary regarding additional \$22k bond draw from Tarion; email to Tarion regarding support for bond draw; email to G. Watchorn and B. Bissell regarding bond draw.	1.8
Apr 7	Review of correspondence from Toronto Fire Services, forward same to T. Sablatnig of First Service, and draft correspondence to Toronto Services regarding same; email to A. Singels-Ludvik regarding same.	0.2
Apr 8	Email correspondence with C. Doran regarding Craft final draw; update to Craft release and forward same to C. Burr for comment; discussions with P. Griffis regarding Tarion matters; discussions with C. Burr regarding Terra Firma / Tarion cash collateral issues, purchase price adjustments, fee approval, etc.	0.7
Apr 9	Email communication and related discussions with P. Griffis regarding warranty claims; preparation for and attend conference call with S. Vlahakis of Tarion, A. Slavens and P. Griffis regarding Tarion warranty claims; review of draft letter to Unrepresented Leslieville Purchasers and related email to C. Burr; emails with D. McIntosh regarding Craft release; email correspondence with C. Burr regarding cash collateral issues.	1.5
Apr 10	Discussions with C. Doran of Altus regarding warranty claim issues; discussions and email correspondence with P. Griffis of Craft regarding same; preparation for and attend conference call with B. Bissell, A. Slavens and C. Burr regarding Tarion cash collateral order and warranty protocol issues; follow-up discussions with B. Bissell and C. Burr regarding fee approval order; follow-up discussions with C. Burr; email to C. Peana of Travelers regarding outstanding matters; discussions and email correspondence with A. Kaufmann regarding proposed cash collateral order details; voicemail to A. Slavens regarding one-year warranty claims timeframe; email correspondence to B. Bissell and G. Watchorn regarding one-year warranty claims and warranty protocol issues.	1.8

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – April 1 to 30, 2019

Apr 11	Review draft Second Supplemental Report and make edits to same; discussions with C. Burr regarding Second Supplemental Report, Shibley Righton motion, etc.; email to R. Sabato and P. Griffis regarding Craft release; emails to A. Singels-Ludvik regarding payment of Craft construction costs; email to P. Griffis and A. Griffis regarding date of occupation key release for units ■■■ and ■■■; review of email correspondence from C. Doran regarding review of warranty claims; review of draft orders and related email correspondence with counsel; review of invoice support for Tarion's latest bond draw.	1.8
Apr 12	Review of edits to 2nd supplementary report and motion materials; review of email correspondence from G. Watchorn regarding general reserve and respond thereto; prepare for and attend meeting with City officials with C. Burr regarding status of Riverdale \$115k cash collateral; email correspondence with P. Griffis and A. Griffis regarding warranty issues; email correspondence with A. Griffis regarding locker purchase; review of email correspondence from P. Horgan regarding 12th stage distribution issues; attend conference call with D. McIntosh and C. Burr regarding report and motion issues; emails with A. Singels-Ludvik regarding payout of construction invoices to Craft; email with R. Gruneir regarding updating webpage for motion materials and service list; review of email correspondence from Tarion and forward same to G. Watchorn and B. Bissell; email to T. Sablatnig regarding outstanding account and maintenance invoices.	2.2
Apr 13	Review of Tarion purchaser claims, APSs, Disclosure Statement and related drafting of email to Tarion regarding purchaser claims; email to P. Griffis regarding same.	1.0
Apr 15	Discussions and emails with P. Griffis regarding purchaser tours and electric fireplace issue; emails with R. Gruneir regarding same; email correspondence with A. Griffis regarding warranty start dates; finalize email correspondence to S. Vlahakis of Tarion regarding electric fireplace issue; further email to S. Vlahakis regarding date of submission of unit ■■■ year-end form; review of draft blackline to Tarion protocol letter agreement, and related emails with C. Burr regarding revisions, Terra Firma reimbursement of funded costs, and timing for call with Tarion and Terra Firma; review email from A. Kauffman regarding bond draw.	1.9

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – April 1 to 30, 2019

Apr 16	Email correspondence with C. Burr regarding Tarion side-letter, reimbursement of Terra Firma costs and reserve issues; discussions with L. Major of City regarding Leslieville matters; email communication with J. McNabb of FirstService regarding status of outstanding payment and status of maintenance invoices; email to A. Griffis regarding locker purchase; discussions with C. Burr regarding Tarion protocol letter, Shibley Righton document request; email to C. Burr regarding Shibley Righton document request; discussions with G. Watchorn regarding Tarion protocol issues; email communication with C. Murray of Tarion regarding timing of year-end forms; email correspondence to P. Tootoochian and L. Major of City of Toronto regarding clarification of parkland documents.	2.0
Apr 17	Preparation for and attend at Court in respect of the Receiver's for Orders in respect of Tarion cash collateral, purchase price adjustments and approval of fees; follow-up discussions with A. Slavens, B. Bissell and C. Burr regarding Tarion protocol side-letter; review of draft Agreed Statement of Facts, and provide black-line draft to C. Burr; email correspondence to A. Slavens regarding payment of cash collateral to Tarion; email correspondence with T. Sablatnig regarding outstanding amount due and maintenance invoices; email correspondence with N. Jovanovski of BSP regarding upcoming meeting.	2.5
Apr 18	Attend to various emails with respect to Tarion costs, FirstService payment/invoices, webpage update, outstanding LC with City of Toronto; draft correspondence to Tarion regarding Tarion Cash Collateral and Tarion Costs and related discussions with A. Singels-Ludvik; emails with C. Burr regarding Shibley Righton info requirements; review of locker APS for units ■ and ■ and email to A. Griffis regarding missing page.	1.5
Apr 19	Preparation of park levy cap vs. purchase price analysis in respect of Shibley Righton motion; related email to C. Burr.	2.0
Apr 22	Review of updated storage locker agreement and related email to A. Singels-Ludvik; email communication with A. Slavens regarding Tarion Costs payment; update to draft letter to Tarion and forward same to A. Singels-Ludvik; attend to various emails regarding upcoming call with BSP; emails with E. Laxton regarding upcoming apportionment hearing and status of 2019 property taxes.	0.3

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – April 1 to 30, 2019

Apr 23	Email communications with L. Major and C. Henderson regarding park levy documentation; email correspondence with C. Henderson regarding sanitary discharge agreement charges; emails with A. Singels-Ludvik regarding Tarion payment; follow-up email to L. Major and P. Tootoochian of the City regarding Parkland Dedication Agreement; prepare for and attend conference call with G. Watchorn, B. Bissell, P. Griffis and N. Jovanovski of BSP regarding role of BSP in reviewing Tarion claims; follow-up discussions with G. Watchorn and B. Bissell regarding retention of BSP; numerous follow-up emails with N. Jovanovski and P. Griffis regarding same; discussions with C. Burr regarding Tarion, lien, Shibley Righton motion, estimated future costs to discharge, etc.; emails with C. McIntyre of Blakes and R. Gruneir regarding service list issues; email to C. Henderson regarding section 42 parkland dedication agreement; review of various emails regarding Tarion protocol issues; email communication with E. Laxton of Miller Thomson regarding apportionment hearing and 2019 MPAC issues.	2.1
Apr 24	Review of cash balances and preparation of update to reserve analysis; discussions with C. Burr regarding reserve issues; email communications with C. Henderson of City of Toronto regarding parkland documents requested by Shibley Righton, and status of Sanitary Discharge Agreement; forward parkland documents to C. Burr; review of maintenance fees, and related emails to A. Singels-Ludvik and T. Sablatnig; discussions with E. Laxton regarding property tax apportionment hearing, 2019 taxes and adjustments for upcoming closings; email communication with V. Gavriellov of Miller Thomson regarding upcoming closings.	0.8
Apr 25	Discussions with C. Burr regarding reserve issues, Shibley Righton motion, etc.; review of locker statement of adjustment and related email communication with V. Gavriellov; email communication with C. Henderson regarding Sanitary Discharge Agreement; discussions with A. Singels-Ludvik regarding cash balances.	0.6
Apr 26	Discussions and emails with A. Singels-Ludvik regarding preparation of cash report, HST refunds and Terra Firma distributions; emails and discussions with C. Burr and P. Huff regarding distribution and discharge issues; emails with D. McIntosh regarding distribution issues.	0.5

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – April 1 to 30, 2019

Apr 29	Review of Statement of Receipts and Disbursements; email communication with A. Singels-Ludvik regarding Terra Firma distribution, Travelers' final distribution and R&D; email communication with C. Peana regarding final Travelers' costs and final distribution; email communication with E. Stanyk of the City regarding status of last remaining letter of credit in respect of the UC Leslieville parkland; review of email from C. Murray of Tarion regarding Tarion warranty forms and upcoming inspections; forward same to G. Watchorn, B. Bissell, N. Jovanovski and P. Griffis; email to S. Vlahakis of Tarion regarding request for call with BSP; email communication with V. Gavriellov regarding bicycle storage unit closings; email to G. Watchorn and M. Thiyagarajah regarding upcoming Terra Firma distribution; discussions with N. Jovanovski regarding next steps in BSP mandate.	1.4
Apr 30	Email communication with N. Jovanovski regarding Tarion status and BSP engagement letter; voicemail to S. Vlahakis of Tarion regarding request for a call with BSP; email to B. Bissell regarding BSP engagement letter and status of response from Tarion regarding request for delays in inspections; email correspondence with C. Peana regarding Travelers costs and final distribution; review of Shibley Righton comments on Agreed Statement of Facts and provide comments to C. Burr; discussions with C. Burr regarding Tarion and Shibley Righton motion matters; review of emails from H. Pedro regarding revisions to invoice dates and forward same to A. Singels-Ludvik; review of correspondence from W. Wu, counsel to a Leslieville Purchaser, regarding assignor deposit claim; discussions with and drafting of email correspondence to W. Wu regarding same; email to T. Sablatnig regarding status of remaining bicycle storage units.	1.5
TOTAL – T. Zaspalis		35.3 hrs.

R. Gruneir

Hrs.

Apr 12	Correspondence with D. Tojeira of Spin Design to update Urbancorp A&M website; review website to ensure posted correctly.	0.5
Apr 18	Review emails sent by T. Zaspalis and respond accordingly; draft and send email to D. Tojeira of Spin Design to post several items on the Urbancorp A&M website; review website to ensure posted correctly.	0.4



Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – April 1 to 30, 2019

Apr 24	Review email provided by T. Zaspalis regarding service list; draft and send email to D. Tojeira of Spin Design to post updated service list; review website to ensure posted correctly.	0.3
TOTAL – R. Gruneir		1.2 hrs.
<i>A. Singels-Ludvik</i>		<u>Hrs.</u>
Apr 5	Process invoices for payment; prepare wire transfer forms and email to CIBC for processing; follow-up with CIBC to confirm same and update Schedule of Receipts and Disbursements (“R&D”).	1.0
Apr 11	Process wire transfer form to Craft and email to CIBC for processing; follow-up with CIBC regarding same; update R&D.	0.3
Apr 15	Process invoice for payment and update R&D.	0.2
Apr 23	Review email from T. Zaspalis regarding payment request; process invoice for payment and update R&D.	0.3
Apr 25	Telephone call to CIBC to obtain bank activity to date; bank reconciliations and update R&D; review previous R&D summary cash report schedule; review HST summary schedule and emails/discussions with T. Zaspalis regarding same and continuing discussions regarding HST refunds.	1.6
Apr 26	Discussions and emails with T. Zaspalis regarding preparation of summary cash report, HST refunds and Terra Firma distributions; continue updating of cash report to date and follow-up discussions with T. Zaspalis regarding same.	4.4
Apr 28	Process invoices for payment; prepare wire transfer forms and email to CIBC for processing; follow-up with CIBC to confirm same and update Schedule of Receipts and Disbursements (“R&D”).	1.2
TOTAL – A. Singels-Ludvik		9.0 hrs.



June 26, 2019

Alvarez & Marsal Canada Inc.
 Receiver and Manager of Urbancorp (Leslieville) Developments Inc.
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Dear Sirs:

URBANCORP (LESLIEVILLE) DEVELOPMENTS INC.
INVOICE #37 – (806127A)

For professional services rendered in our capacity as Court-appointed Receiver and Manager and Construction Lien Trustee for the period May 1 to 31, 2019, pursuant to our Appointment Order dated May 31, 2016.

BILLING SUMMARY

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
T. Zaspalis, Senior Director	27.7	\$695	\$19,251.50
A. Singels-Ludvik, Associate	4.8	\$300	1,440.00
	<u>32.5</u>		<u>\$20,691.50</u>
Add: Out of pocket expenses including courier and web site maintenance charges.			30.07
			<u>\$20,721.57</u>
Add: HST @ 13%			2,693.80
TOTAL INVOICE			<u>\$23,415.37</u>

Mailing Instructions:

Alvarez & Marsal Canada ULC
 Attn: A. Singels-Ludvik
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Wiring Instructions:

Bank: TD Canada Trust
 Account Name: Alvarez & Marsal Canada ULC
 Swiftcode: TDOMCATTOR
 Bank Address: 55 King Street West
 Toronto, ON
 Bank Transit #: 10202
 Institution #: 0004
 Account #: 5519970
 Reference #: Urbancorp – Inv #37 (806127A)
 HST#: 83158 2127 RT0001

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – May 1 to 31, 2019

<u>T. Zaspalis</u>		<u>Hrs.</u>
May 1	Various emails with T. Sablatnig and A. Singels-Ludvik.	0.1
May 2	Discussions with N. Jovanovski regarding Tarion status and engagement letter; emails to N. Jovanovski regarding same; emails with B. Bissell, G. Watchorn regarding BSP engagement; various email correspondence with A. Slavens of Torys, and C. Murray and S. Vlahakis of Tarion regarding upcoming inspection and dissemination of information; review of documents received from Tarion and scanning of same; review of property tax assessment and Notice of Decision in respect of Apportionment Hearing, and related email to E. Laxton; email to C. Peana of Travelers regarding final invoices from Fasken.	1.7
May 3	Further review of Tarion warranty assessment reports, warranty invoices, conciliation invoices, prepare summary of same, and related email correspondence to N. Jovanovski; discussions with C. Burr regarding Tarion side-letter, Shibley Righton Agreed Statement of Facts, BSP retainer letter, and CRA issues; review of draft agreed statement of facts, related review of files for historical information, preparation of related analysis, and prepare emails to C. Burr regarding same.	2.8
May 6	Review and update BSP draft engagement letter; email communication with N. Jovanovski and B. Bissell regarding same; discussions with C. Burr same and status of Shibley Righton motion; follow-up email with C. Burr regarding Tarion side-letter status; initial preparation of section 246(2) reports; discussions with A. Erlich of Fuller Landau, Alan Saskin Proposal Trustee, regarding lien trust claims; voice mail to E. Laxton re: Notice of Decision in respect of Apportionment hearing.	1.3
May 7	Review of Agreed Statement of Facts, and discussions with C. Burr regarding same, Tarion letter, property tax issues, etc.; email to E. Laxton and R. Fairbloom re: Notice of Decision; discussions with A. Singels-Ludvik regarding wire transfer; discussions with E. Laxton regarding property tax assessment issues; emails and discussions with C. Henderson of City of Toronto regarding same; discussions with P. Griffis regarding Tarion matters.	1.5
May 8	Attend to various emails regarding property tax issues, BSP retention, and remaining lockers.	0.6

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – May 1 to 31, 2019

May 9	Review and execute BSP engagement letter and forward same to N. Jovanovski and B. Bissell; review of email from N. Jovanovski regarding status of Tarion review; review of email from A. Slavens regarding Tarion matters; review of Tarion year-end forms, notices of conciliation inspections, warranty assessment report and invoices; email to C. Burr regarding Tarion matters and agreed statement of facts regarding Shibley Righton matter.	0.9
May 10	Draft email correspondence to N. Jovanovski regarding Tarion year-end forms, warrant assessment reports, inspections and invoices; review draft R&D and related email to A. Singels-Ludvik regarding HST roll forward and comparison to previous R&D in Court Report; email correspondence to R. Fairbloom regarding Shibley Righton matters, MPAC issues, and locker units.	1.4
May 13	Review of email from C. Murray of Tarion regarding year-end forms; update to Section 246(2) reports, including interim statement of receipts and disbursements, and send same to A. Singels-Ludvik for final review/signature/delivery to OSB and Trustee; email correspondence with C. Burr regarding information requests by Shibley Righton; review of files and related reply email to C. Burr; review of Shibley Righton supplementary motion record; review of BSP report on Tarion emails; discussions with C. Burr regarding Shibley Righton motion, Tarion and Receiver discharge issues.	2.3
May 14	Discussions with A. Singels-Ludvik regarding R&D Notes and Section 246(2) Reports; email to C. Henderson of City re Shibley request; email to C. Burr regarding Tarion and Shibley matters; email communication with N. Jovanovski regarding Tarion matters.	0.4
May 15	Discussions with P. Griffis regarding Shibley motion issues; review and comment on agreed statement of facts and park levy spreadsheet in respect of Shibley motion; discussions with C. Burr regarding Tarion and Shibley motion matters; discussions with E. Laxton regarding Shibley motion, property tax, closing proceeds, etc.; prepare for and attend call with B. Bissell and C. Burr regarding Sibley motion, Tarion side letter, locker transfer issues; prepare for and attend call with R. Fairbloom and C. Burr regarding Shibley motion, property tax, closing proceeds issues; emails with A. Singels-Ludvik regarding Section 246(2) Interim Reports; initial analysis of purchase price analysis in respect of Shibley motion.	2.4
May 16	Email communication with C. Henderson regarding Shibley info request; review of email from V. Gavriellov of Miller Thomson regarding wired funds; review of Tarion correspondence and scanning of same.	0.3

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – May 1 to 31, 2019

May 17	Email to V. Gavriellov of Miller Thomson regarding analysis of parking/storage unit sale proceeds; call/voicemail to B. Bissell regarding Tarion matters; email and discussions with N. Jovanovski regarding BSP report details and next steps; call voicemail to J. Fuentes of Tarion regarding request for meeting and BSP's attendance at upcoming inspections; follow-up email to J. Fuentes regarding same; email to S. Vlahakis and A. Slavens regarding same; email to B. Bissell and G. Watchorn regarding same; discussions with P. Griffis regarding meeting with Tarion; review of additional invoices, inspection schedule notices and warranty assessment report from Tarion and related email to N. Jovanovski of BSP; follow-up email to J. Fuentes regarding same; email to G. Watchorn and B. Bissell regarding Section 246(2) Reports including R&D's; review/approval of Altus invoice for April and related email to A. Singels-Ludvik; initial preparation of updated purchase price analysis in respect of upcoming Shibley motion.	3.5
May 18	Finalize purchase price analysis of units with and without caps and related email communication with C. Burr.	2.2
May 21	Email communication with J. Fuentes, S. Vlahakis of Tarion regarding request for meeting.	0.1
May 22	Email to N. Jovanovski and P. Griffis regarding Tarion meeting and inspections; email to C. burr re Shibley motion and Tarion matters.	0.1
May 23	Discussions with C. Burr regarding Shibley motion and Tarion matters; attend to various emails from C. Burr re Shibley motion, Blakes invoice.	0.2
May 24	Update of analysis in respect of Park Levy for upcoming motion and related email to C. Burr; review of various emails in connection with park levy evidence admissibility; prepare for and attend call with A. Slavens and C. Burr regarding Tarion protocol issues; discussions with P. Griffis regarding Tarion matters; discussions with N. Jovanovski regarding same; review and approval of BSP invoice; email to A. Slavens regarding meeting with Tarion.	1.5
May 27	Review of joint book of documents regarding Shibley motion and related emails; email/voicemail/discussions with R. Fairbloom regarding closing proceeds, HST collected, and property tax issues; review of Tarion correspondence regarding warranty matters.	1.2

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – May 1 to 31, 2019

May 28	Email correspondence to G. Watchorn regarding Tarion status; email to N. Jovanovski of BSP regarding conciliation and warranty loss invoices from Tarion, warranty assessment reports, etc.; email communication with C. Burr regarding Shibley motion issues; review of email from C. Henderson of City of Toronto regarding property tax issues; review of email from B. Bissell regarding locker status.	0.6
May 29	Review of email from M. McKay of Shibley regarding property tax issues; prepare for and attend conference call with A. Slavens, B. Bissell, and C. Burr regarding Tarion side letter, access to units and review of warranty issues, meeting with Tarion reps, etc.; follow-up call with C. Burr regarding same, Shibley enquiry regarding property tax issues and transfer of lockers; review of spreadsheet from V. Gavriellov regarding parking/locker closings and related HST collected; email to A. Singels-Ludvik regarding same; draft email to C. Henderson regarding property tax issue.	1.4
May 30	Prepare for and attend call with R. Fairbloom and C. Burr regarding property tax and locker transfer issues; email communication with A. Singels-Ludvik; email communication with A. Slavens; discussions with N. Jovanovski of BSP regarding Tarion protocol issues, timing, etc.	0.7
May 31	Review of B. Bissell blackline on draft Tarion side-letter and prepare comments thereon; email to C. Burr re same; email to D. McIntosh regarding file status update.	0.5
TOTAL – T. Zaspalis		27.7 hrs.

A. Singels-Ludvik

Hrs.

May 7	Discussions with T. Zaspalis regarding banking matters.	0.1
May 8	Process invoices for payment; prepare wire transfer forms; follow-up with CIBC regarding processing of same; update R&D; bank reconciliation to month ended April 30, 2019.	1.6
May 10	Update R&D summary schedule and HST rollforward schedule and send to T. Zaspalis for review; internal emails/call regarding same.	1.1
May 13	Review email from T. Zaspalis regarding Section 246(2) Reports, including interim statement of receipts and disbursements, and send to OSB Office and Trustee.	0.5
May 14	Process cheque received for deposit and update R&D; update HST rollforward schedule.	0.8



Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – May 1 to 31, 2019

May 17	Process cheque received for deposit and update R&D.	0.2
May 31	Process invoices for payment and update R&D.	0.5
TOTAL – A. Singels-Ludvik		4.8 hrs.



July 17, 2019

Alvarez & Marsal Canada Inc.
 Receiver and Manager of Urbancorp (Leslieville) Developments Inc.
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Dear Sirs:

**URBANCORP (LESLIEVILLE) DEVELOPMENTS INC.
 INVOICE #38 – (806127A)**

For professional services rendered in our capacity as Court-appointed Receiver and Manager and Construction Lien Trustee for the period June 1 to 30, 2019, pursuant to our Appointment Order dated May 31, 2016.

BILLING SUMMARY

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. McIntosh, Managing Director	2.9	\$925	\$2,682.50
T. Zaspalis, Senior Director	34.0	\$695	23,630.00
R. Gruneir, Senior Associate	1.8	\$450	810.00
A. Singels-Ludvik, Associate	3.4	\$300	1,020.00
	<u>42.1</u>		<u>\$28,142.50</u>
Add: HST @ 13%			<u>3,658.53</u>
TOTAL INVOICE			<u>\$31,801.03</u>

Mailing Instructions:

Alvarez & Marsal Canada ULC
 Attn: A. Singels-Ludvik
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Wiring Instructions:

Bank: TD Canada Trust
 Account Name: Alvarez & Marsal Canada ULC
 Swiftcode: TDOMCATTOR
 Bank Address: 55 King Street West
 Toronto, ON
 Bank Transit #: 10202
 Institution #: 0004
 Account #: 5519970
 Reference #: Urbancorp – Inv #38 (806127A)
 HST#: 83158 2127 RT0001

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – June 1 to 30, 2019

<i>D. McIntosh</i>		<u>Hrs.</u>
June 12	Review Ninth Report and Ninth Supplemental Report and provide comments to Blake, Cassels & Graydon (“Blakes”) regarding same.	1.8
June 17	Review draft factums and provide comments.	1.1
TOTAL – D. McIntosh		2.9 hrs.
<u><i>T. Zaspalis</i></u>		<u>Hrs.</u>
June 3	Organization of files; email to R. Fairbloom regarding property tax issues/locker transfer.	0.1
June 4	Email to A. Slavens regarding status of proposed Tarion meeting; emails with C. Burr regarding outstanding issues; text communication with P. Griffis regarding park levy.	0.1
June 5	Discussions with C. Burr regarding Tarion, Shibley matters; various emails with A. Slavens, N. Jovanovski, P. Griffis regarding meeting with Tarion; review Blakes invoice and related email to A. Singels-Ludvik regarding payment and preparation of R&D.	0.2
June 6	Review of correspondence from Shibley regarding property tax adjustments; email correspondence with C. Burr regarding same; voicemails to R. Fairbloom and E. Laxton regarding same; review of blackline to draft Tarion letter and draft purchaser consent; discussions with C. Burr regarding same, property tax and CRA matters; email communication with A. Slavens regarding upcoming Tarion meeting; review of correspondence from E. Laxton to purchaser counsel regarding property tax adjustment.	1.5
June 7	Review of emails related to Shibley motion and upcoming meeting with Tarion; update to outstanding issues list.	0.1
June 10	Review of Shibley motion materials and related discussions with C. Burr.	0.6
June 11	Review of Receiver's draft Ninth Report and Confidential Supplement to Ninth Report, and related emails and discussions with C. Burr; review of Tarion correspondence regarding invoices, year-end forms, warranty assessment reports, etc.; discussions with P. Griffis of Craft regarding warranty and park levy issues.	3.4

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – June 1 to 30, 2019

June 12	Further review of draft Ninth Report, Supplement and attachments, and related emails and discussions with C. Burr regarding same and status of Tarion letter agreement; emails to D. McIntosh regarding Ninth Report and Supplement; emails and discussions with R. Gruneir regarding webpage update; email to N. Jovanovski regarding Tarion inspections, warranty invoices, conciliation invoices, warranty assessment reports, year-end forms, etc.; discussions with D. McIntosh regarding background to Ninth Report and supplement; follow-up email communication with D. McIntosh and C. Burr regarding revisions to Ninth Report and Supplement.	3.5
June 15	Emails with C. McIntyre and R. Gruneir regarding webpage update; email communication with C. Burr regarding Shibley motion, including review of historical emails/files; follow-up discussions with C. Burr.	1.2
June 16	Review of Receiver's draft factum regarding Shibley motion and related discussions with C. Burr.	1.0
June 17	Review of Terra Firma's factum regarding Shibley motion; review of revised Receiver's factum and related discussions with C. Burr and C. McIntyre; review of supplementary factum and related discussions with C. Burr regarding same and CRA status; review of supplementary motion record of Shibley, review of background information, and related discussions with C. Burr; emails with R. Gruneir regarding webpage update.	2.7
June 18	Review of draft Orders; review follow-up email from Shibley regarding Second Supplementary motion materials and related email to R. Gruneir regarding webpage; various emails to A. Slavens, N. Jovanovski and P. Griffis regarding upcoming meeting with Tarion; review of supplementary court materials and related emails and discussions with C. Burr.	1.5
June 19	Attend Court hearing regarding Parks Levy matter; review of Tarion correspondence regarding conciliations, invoices and warranty assessment reports; prepare of email communication with N. Jovanovski of BSP regarding same; follow-up discussions with C. Burr regarding Park Levy matter; discussions with P. Griffis regarding Park Levy matter; discussions with A. Singels-Ludvik regarding R&D status.	4.1
June 20	Preliminary research on industry practice on park levy adjustments; prepare for and attend call with C. Burr and R. Fairbloom regarding park levy and industry practice and requirements of Receiver's Supplementary Report; follow-up discussions with C. Burr regarding same; email to A. Singels-Ludvik regarding R&D; email to C. Burr regarding May invoicing.	2.9

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – June 1 to 30, 2019

June 21	Consider options for industry park levy review and related email communications with C. Burr; emails with E. Laxton regarding storage locker transfer; review of Miller Thomson invoice and approve for payment; review of R&D and related discussions with A. Singels-Ludvik; follow-up discussions with C. Burr regarding park levy industry review and next steps for discharge of Receiver.	1.2
June 22	Preparation of discharge task list; email correspondence to E. Stadnyk of City of Toronto regarding release/draw of base park improvement letter of credit.	0.8
June 24	Prepare for and attend conference call with C. Burr, B. Bissell, M. Mackey, and T. McRae regarding park levy matters; follow-up discussions with C. Burr, including call to R. Fairbloom; review of report prepared by BSP on Tarion invoices and warranty assessment reports; prepare for and attend meeting with N. Jovanovski and M. DiLorenzo of BSP and P. Griffis of Craft at Craft's office regarding upcoming meeting with Tarion; follow-up discussions P. Griffis regarding park levy matters.	2.1
June 25	Discussions with C. Burr regarding park levy and Tarion issues; email correspondence with P. Griffis and N. Jovanovski regarding Tarion matters; preparation of agenda for upcoming meeting with Tarion and related email to A. Slavens of Torys; review and approve invoice from Blakes; emails with A. Singels-Ludvik regarding R&D and HST rollforwards; call/voicemail to E. Stadnyk of City of Toronto regarding final LC held for base park improvements; email correspondence with E. Laxton of Miller Thomson regarding transfer of lockers to condo corp; research on industry practice regarding park levy and related text messages with P. Griffis of Craft.	1.8
June 26	Prepare for and attend meeting at Tarion's offices with T. Schumacher and J. Fuentes of Tarion, N. Jovanovski and M. DiLorenzo of BSP and P. Griffis of Craft regarding protocol for dealing with purchaser warranty claims; discussions with C. Burr regarding same and park levy industry practice issues; discussions with P. Griffis regarding Tarion meeting and park levy industry practice matters; email to R. Fairbloom regarding park levy matters; review of HST summary prepared by A. Singels-Ludvik; email communication with C. Doran of Altus regarding park levy industry practice issues.	2.5

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – June 1 to 30, 2019

June 27	Review and comment on R&D and HST matters prepared by A. Singels-Ludvik; preparation of Notes to R&D; review of park levy issue and related emails/discussions with C. Burr; email communication with E. Stadnyk regarding release of base park improvement LC; discussions with A. Erlich of Fuller Landau regarding Receiver's filed proof of claim in Bosvest file; review of correspondence from Tarion regarding Tarion inspections, warranty invoices, conciliation invoices, warranty assessment reports, etc. and related email to N. Jovanovski.	2.6
June 28	Final review of R&D and forward same to G. Watchorn and B. Bissell; email communication with A. Singels-Ludvik regarding status of CRA clearance certificate.	0.1
TOTAL – T. Zaspalis		34.0 hrs.
<i>R. Gruneir</i>		<u>Hrs.</u>
June 11	Review email sent by T. Zaspalis; additional correspondence with T. Zaspalis.	0.2
June 12	Update file name for documents provided by T. Zaspalis; draft and send several emails to D. Tojeira of Spin Design for several updates to A&M Urbancorp website; review A&M Urbancorp website to ensure documents uploaded accordingly; correspondence with D. Tojeira of Spin Design to make some adjustments to A&M Urbancorp website; review same.	1.6
TOTAL – R. Gruneir		1.8 hrs.
<i>A. Singels-Ludvik</i>		<u>Hrs.</u>
June 21	Internal discussions regarding banking matters and update R&D summary schedule to date; bank reconciliations; update HST roll forward schedule and related discussions regarding same.	1.8
June 24	Internal discussions regarding disbursements and related banking matters; process invoices for payment and update R&D; update summary R&D schedule; update HST roll forward schedule to date; telephone call to CRA regarding timing of HST refund.	1.6
TOTAL – A. Singels-Ludvik		3.4 hrs.



August 23, 2019

Alvarez & Marsal Canada Inc.
 Receiver and Manager of Urbancorp (Leslieville) Developments Inc.
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Dear Sirs:

URBANCORP (LESLIEVILLE) DEVELOPMENTS INC.
INVOICE #39 – (806127A)

For professional services rendered in our capacity as Court-appointed Receiver and Manager and Construction Lien Trustee for the period July 1 to 31, 2019, pursuant to our Appointment Order dated May 31, 2016.

BILLING SUMMARY

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. McIntosh, Managing Director	3.4	\$925	\$3,145.00
T. Zaspalis, Senior Director	23.1	\$695	16,054.50
R. Gruneir, Senior Associate	1.6	\$450	720.00
A. Singels-Ludvik, Associate	1.0	\$300	300.00
	<u>29.1</u>		<u>\$20,219.50</u>
Add: Out of pocket expenses including web site maintenance charges			450.00
			<u>\$20,669.50</u>
Add: HST @ 13%			2,687.04
TOTAL INVOICE			<u><u>\$23,356.54</u></u>

Mailing Instructions:

Alvarez & Marsal Canada ULC
 Attn: A. Singels-Ludvik
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Wiring Instructions:

Bank: TD Canada Trust
 Account Name: Alvarez & Marsal Canada ULC
 Swiftcode: TDOMCATTOR
 Bank Address: 55 King Street West
 Toronto, ON
 Bank Transit #: 10202
 Institution #: 0004
 Account #: 5519970
 Reference #: Urbancorp – Inv #39 (806127A)
 HST#: 83158 2127 RT0001

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – July 1 to 31, 2019

<i>D. McIntosh</i>		<u>Hrs.</u>
July 9	Review email from T. Zaspalis regarding edits to second supplemental report.	0.4
July 11	Review of updated draft second supplement and draft Weston report; prepare for and attend conference call with C. Burr with T. Zaspalis regarding same.	1.6
July 14	Prepare for and attend conference call with P. Huff, C. Burr, C. McIntyre and T. Zaspalis regarding 2nd supplemental report issues.	1.4
TOTAL – D. McIntosh		3.4 hrs.

<u>T. Zaspalis</u>		<u>Hrs.</u>
July 2	Attend conference call with C. Burr of Blakes and S. Sgotto of Weston Consulting regarding park levy issue; follow-up discussions with C. Burr regarding same; emails with G. Watchorn regarding conference call to discuss Tarion issues; discussions with N. Jovanovski regarding Tarion issues; discussions with P. Griffis regarding Tarion and park levy issues.	1.1
July 3	Discussions with P. Griffis regarding park levy issues; discussions with J. Vaccaro of Ontario Home Builders' Association regarding park levy issue; related follow-up research on park levy issue; discussions with C. Burr regarding park levy issue and review of related emails; review of report from BSP and related discussions with N. Jovanovski; prepare for upcoming conference call with Terra Firma regarding Tarion matters; email communication with M. Echeverri of CIBC regarding release of LC and related cash collateral matters.	2.0
July 4	Prepare for and attend conference call with G. Watchorn, B. Bissell, N. Jovanovski and P. Griffis regarding Tarion matters; continued call with G. Watchorn, B. Bissell and P. Griffis regarding Park Levy matters; emails with C. Burr regarding park levy related consultant fee matters; follow-up calls with C. Burr regarding park levy and Tarion matters; call with C. Burr and R. Fairbloom regarding park levy matters; discussions with P. Griffis regarding park levy matters.	2.2

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – July 1 to 31, 2019

July 5	Prepare for and attend conference call with I. Kagan of Kagan Shastri LLP and C. Burr of Blakes regarding park levy matter; follow-up discussions with C. Burr; prepare for and attend conference call with A. Slavens and C. Burr regarding Tarion side letter and BSP site attendance issues; email to R. Fairbloom regarding park levy issue; prepare for and attend conference call with G. Watchorn, B. Bissell and C. Burr regarding Tarion and park levy matters; review of spreadsheet prepared by BSP regarding Tarion invoice claim inconsistencies and related email to N. Jovanovski; prepare for and attend conference call with S. Sgotto of Weston and C. Burr regarding park levy report.	2.3
July 8	Make edits to BSP summary of issues with Tarion invoices and prepare email to Tarion regarding same; emails with C. Burr regarding park levy issue; review of related emails regarding park levy.	0.8
July 9	Review of and comment on draft second supplement to the Ninth Report; review of various emails from Shibley regarding same; discussions with C. Burr regarding edits to second supplemental; email communication with D. McIntosh regarding same.	1.3
July 10	Review of and comment on amended draft second supplement to Ninth Report; related discussions with C. Burr.	0.9
July 11	Review of updated draft second supplement and draft Weston report; prepare for and attend conference call with C. Burr and D. McIntosh regarding same; review of various follow-up emails regarding park levy issues; review of updated draft Weston report and related email communication with C. Burr; review of updated drafts of second supplement and related discussions with C. Burr.	1.9
July 12	Discussions with P. Griffis regarding parks levy matter; review of further draft of 2nd supplement and related numerous emails.	0.9
July 13	Review of updated draft second supplement and make edits thereto.	0.5
July 14	Prepare for and attend conference call with P. Huff, C. Burr, C. McIntyre and D. McIntosh regarding 2nd supplemental report issues.	0.9

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – July 1 to 31, 2019

July 15	Review voicemail from creditor, R. Faza, regarding deposit information request, review of file and discussions with R. Faza regarding same; email correspondence to/from A. Slavens regarding BSP attendance at Tarion inspections; prepare for and attend conference call with C. Burr, P. Huff and D. McIntosh regarding park levy matter; review of draft correspondence to Court regarding same; review of info filed by Certain Curzon Purchaser counsel.	0.8
July 17	Discussions with N. Jovanovski regarding Tarion matters; follow-up email with A. Slavens regarding Tarion inspections.	0.2
July 18	Review of Tarion correspondence in respect of conciliation inspections, warranty loss invoices, conciliation invoices, warranty assessment reports and year-end form; prepare email to N. Jovanovski regarding same, including updating invoices summary spreadsheets and sending scanned documents; email correspondence with C. Burr regarding upcoming court appearance and invoice status.	1.8
July 19	Email to E. Stadnyk of City of Toronto regarding outstanding LC with City of Toronto; review and approval of Blakes invoice; related email to A. Singels-Ludvik; call to CRA regarding status of clearance certificates; related email to A. Singels-Ludvik.	0.2
July 22	Discussions with 4 CRA officers in connection with status of HST clearance certificates.	1.2
July 23	Email to J. Fuentes and T. Schumacher of Tarion; review email from C. Burr regarding park levy issue and related discussions with C. Burr.	0.3
July 24	Prepare for and attend conference call with C. Burr, B. Bissell, M. Mackey and T. McRae regarding park levy issue; follow-up discussions with C. Burr.	0.3
July 25	Attend at CJ Morawetz chambers regarding park levy matter; follow-up discussions with C. Burr regarding same and Tarion issues; emails to A. Slavens of Torys regarding Tarion follow-up issues; review of Tarion invoices and warranty assessment reports and related email communication with N. Jovanovski of BSP; discussions with CRA clearance certificate officer regarding status of same and audit requirement; discussions with CRA officer regarding status of audit; email communication with owner of unit ■■■ regarding claim of error on statement of adjustment; emails with S. Kanthavel and P. Griffis regarding same; review of BSP report on Tarion invoices and warranty assessment reports and related email to N. Jovanovski.	2.8

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – July 1 to 31, 2019

July 26	Discussions with CRA officer regarding audit status and clearance certificate; review of email from M. Clark regarding unit ■■■ statement of adjustment claim; review of unit ■■■ statement of adjustment.	0.3
July 30	Discussions with G. Jenkinson regarding Tarion correspondence; email to E. Stadnyk of City of Toronto regarding status of LC return; email correspondence with M. Echeverri of CIBC regarding termination of cash collateral account and forwarding funds to the Receiver.	0.2
July 31	Emails with G. Jenkinson regarding CRA notices of assessment; email communication with E. Laxton of Miller Thomson regarding locker ownership transfer; email correspondence with P. Hegedus of FirstService regarding monthly locker maintenance fees and transfer of ownership; email correspondence with C. Damaren of First Service regarding same.	0.2
TOTAL – T. Zaspalis		23.1 hrs.
<i>R. Gruneir</i>		<u>Hrs.</u>
July 16	Correspondence with T. Zaspalis; draft and send email to D. Tojiera of Spin Design for several items required to be posted to website.	1.3
July 17	Review email provided by T. Zaspalis; send email to D. Tojiera of Spin Design for website updates; review website to ensure uploaded correctly.	0.3
TOTAL – R. Gruneir		1.6 hrs.
<i>A. Singels-Ludvik</i>		<u>Hrs.</u>
July 18	Process invoices for payment and update Schedule of Receipt and Disbursements Schedule (“R&D”).	0.5
July 19	Process invoices for payment and update R&D.	0.5
TOTAL – A. Singels-Ludvik		1.0 hrs.



September 26, 2019

Alvarez & Marsal Canada Inc.
 Receiver and Manager of Urbancorp (Leslieville) Developments Inc.
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Dear Sirs:

URBANCORP (LESLIEVILLE) DEVELOPMENTS INC.
INVOICE #40 – (806127A)

For professional services rendered in our capacity as Court-appointed Receiver and Manager and Construction Lien Trustee for the period August 1 to 31, 2019, pursuant to our Appointment Order dated May 31, 2016.

BILLING SUMMARY

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
T. Zaspalis, Senior Director	14.2	\$695	\$9,869.00
A. Singels-Ludvik, Associate	5.3	\$300	1,590.00
	<u>19.5</u>		<u>\$11,459.00</u>
Add: Out of pocket expenses including web site maintenance charges			121.93
			<u>\$11,580.93</u>
Add: HST @ 13%			1,505.52
TOTAL INVOICE			<u>\$13,086.45</u>

Mailing Instructions:

Alvarez & Marsal Canada ULC
 Attn: A. Singels-Ludvik
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Wiring Instructions:

Bank: TD Canada Trust
 Account Name: Alvarez & Marsal Canada ULC
 Swiftcode: TDOMCATTTOR
 Bank Address: 55 King Street West
 Toronto, ON
 Bank Transit #: 10202
 Institution #: 0004
 Account #: 5519970
 Reference #: Urbancorp – Inv #40 (806127A)
 HST#: 83158 2127 RT0001

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – August 1 to 31, 2019

<u>T. Zaspalis</u>		<u>Hrs.</u>
Aug 1	Email to C. Burr regarding outstanding matters and next steps; email correspondence with S. Sgotto of Weston regarding status of invoice; email communication with M. Echeverri of CIBC regarding return of cash collateral; email correspondence from V. Gavriellov of Miller Thomson regarding statement of adjustment claim for Unit [REDACTED].	0.2
Aug 2	Discussions with A. Slavens regarding Tarion side letter position and outstanding queries; email to N. Jovanovski regarding same; review of Tarion invoices, warranty assessment reports and year-end forms and related email to N. Jovanovski; email to P. Griffis regarding Unit [REDACTED] statement of adjustment claim for Unit [REDACTED].	2.0
Aug 6	Various email communication with Tarion and BSP regarding warranty related items; review of BSP report on warranty items; discussions with P. Griffis regarding warranty items and Unit [REDACTED] statement of adjustment issue.	0.6
Aug 7	Discussions with A. Singels-Ludvik regarding CRA audit status; email to owners of Unit [REDACTED] regarding statement of adjustment issue; discussions with C. Burr regarding Tarion, CRA and discharge related issues.	0.7
Aug 8	Prepare for and attend conference call with T. Schumacher and S. Vlahakis of Tarion and N. Jovanovski of BSP regarding outstanding warranty queries; follow-up discussions with N. Jovanovski regarding same; follow-up email communication with S. Vlahakis of Tarion regarding common element performance audit; email to S. Sgotto of Weston Consulting; review of Weston Consulting invoice and related email to A. Singels-Ludvik; follow-up email to M. Echeverri regarding status of cash collateral reimbursement; review email from A. Kanani of Tarion regarding common element warranty matters.	0.9
Aug 9	Review of email from R. Trusty of Tarion and attached performance audit on common elements; email to N. Jovanovski and P. Griffis regarding same.	0.2
Aug 12	Review of reports from BSP regarding Tarion invoices, warranty assessments and allocation of costs to Craft; discussions with N. Jovanovski of BSP regarding same and common element audit; review of updated statement of receipts and disbursements and related email communication with A. Singels-Ludvik; email communication with A. Singels-Ludvik regarding status of CRA audit and clearance certificate; discussions with P. Griffis regarding common element warranty audit; email to C. Damaren of FirstService regarding locker transfer; email to H. Pedro regarding Unit [REDACTED] adjustment.	1.1

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – August 1 to 31, 2019

Aug 13	Preparation for and attendance at conference call with A. Slavens, B. Bissell and C. Burr regarding Tarion protocol issues; discussions with P. Griffis regarding condo common area deficiency audit; email communication with purchasers of Unit [REDACTED] regarding statement of adjustment refund and related emails to A. Singels-Ludvik; review of HST reconciliation and updated statement of receipts and disbursements; prepare update to R&D notes; discussions with A. Singels-Ludvik regarding outstanding matters; discussions with M. Echeverri of CIBC regarding status of cash collateral; email to G. Watchorn and B. Bissell regarding interim statement of receipts and disbursements.	1.0
Aug 14	Review of email correspondence from E. Laxton regarding locker transfer; email communication with M. Echeverri of CIBC regarding cash collateral transfer status; emails with A. Singels-Ludvik regarding CRA audit status; emails to C. Burr regarding CRA status and Blakes invoicing.	0.2
Aug 15	Review of Tarion invoice and related correspondence; prepare updated to excel spreadsheet summary of emails and prepare email to N. Jovanovski regarding Tarion invoices, etc.; email to C. Burr regarding CRA matters; email to V. Sartzetakis regarding Miller Thomson accounts.	1.0
Aug 19	Review of Miller Thomson account and related emails to A. Singels-Ludvik and V. Sartzetakis regarding payment of same; prepare email to N. Jovanovski regarding additional information provided by Tarion and condo common element audit.	0.2
Aug 20	Review of Blakes invoice and related email to A. Singels-Ludvik regarding payment.	0.1
Aug 21	E-text communication with N. Jovanovski regarding Tarion matters; review of Tarion invoice summary and reconcile to invoice received; email to Tarion regarding 14 missing conciliation invoices; email to C. Burr regarding CRA clearance certificate status.	1.2
Aug 22	Various email communication with S. Vlahakis and N. Jovanovski regarding Tarion warranty matters.	0.2
Aug 23	Discussions with N. Jovanovski regarding Tarion matters; prepare for and attend conference call with S. Vlahakis of Tarion and N. Jovanovski of BSP regarding Tarion unit warranties and common element audit issues; follow-up discussions with N. Jovanovski.	0.9
Aug 25	Email to A. Singels-Ludvik regarding status property taxes and condo maintenance fees; email to C. Henderson regarding status of potential property tax refund.	0.1

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – August 1 to 31, 2019

Aug 26	Call with C. Burr regarding outstanding matters including CRA clearance certificate, Tarion and park levy matters; review of Tarion related correspondence from C. Murray and S. Vlahakis; email communication with C. Henderson of City of Toronto regarding property tax matters; review of Tarion invoices and warranty assessment reports; discussions with N. Jovanovski regarding condo corp common element review.	1.7
Aug 27	Email communication with S. Vlahakis and R. Trusty of Tarion regarding warranty matters; email communication with E. Laxton regarding locker transfer and property tax issues; email to N. Jovanovski regarding Tarion warranty invoices, reconciliation to Tarion draws and warranty assessment reports; prepare update to Tarion invoice summary; email to G. Watchorn and B. Bissell regarding BSP review of condo common element deficiency audit; email to D. McIntosh regarding status update.	1.9
TOTAL – T. Zaspalis		14.2 hrs.
<i>A. Singels-Ludvik</i>		<u>Hrs.</u>
Aug 12	Process invoice for payment and update R&D; bank reconciliations; update Summary R&D schedules and HST related schedules; telephone call to CRA to obtain information regarding status of clearance certificates and refunds.	2.5
Aug 13	Process cheque received for deposit and update R&D; revisions to Summary R&D; reconciliations of HST rollforward schedule from T. Zaspalis; file update discussions with T. Zaspalis.	1.9
Aug 20	Review email from T. Zaspalis regarding Miller Thomson outstanding invoices; review backup regarding same.	0.2
Aug 26	Process invoices for payment and update R&D; discussions with T. Zaspalis regarding Tarion correspondence.	0.5
Aug 27	Process invoices for payment.	0.2
TOTAL – A. Singels-Ludvik		5.3 hrs.



October 30, 2019

Alvarez & Marsal Canada Inc.
 Receiver and Manager of Urbancorp (Leslieville) Developments Inc.
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Dear Sirs:

URBANCORP (LESLIEVILLE) DEVELOPMENTS INC.
INVOICE #41 – (806127A)

For professional services rendered in our capacity as Court-appointed Receiver and Manager and Construction Lien Trustee for the period September 1 to 30, 2019, pursuant to our Appointment Order dated May 31, 2016.

BILLING SUMMARY

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
T. Zaspalis, Senior Director	9.3	\$695	\$6,463.50
A. Singels-Ludvik, Associate	1.0	\$300	300.00
	<u>10.3</u>		<u>\$6,763.50</u>
Add: Out of pocket expenses including telephone and courier costs			<u>54.36</u>
			\$6,817.86
Add: HST @ 13%			<u>886.32</u>
TOTAL INVOICE			<u>\$7,704.18</u>

Mailing Instructions:

Alvarez & Marsal Canada ULC
 Attn: A. Singels-Ludvik
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Wiring Instructions:

Bank: TD Canada Trust
 Account Name: Alvarez & Marsal Canada ULC
 Swiftcode: TDOMCATTOR
 Bank Address: 55 King Street West
 Toronto, ON
 Bank Transit #: 10202
 Institution #: 0004
 Account #: 5519970
 Reference #: Urbancorp – Inv #41 (806127A)
 HST#: 83158 2127 RT0001

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – September 1 to 30, 2019

<u>T. Zaspalis</u>		<u>Hrs.</u>
Sept 2	Review of BSP invoice and related instructions to BSP regarding go-forward work.	0.1
Sept 5	Email communication with E. Laxton regarding finalizing transfer of locker units.	0.1
Sept 7	Review of updated condo performance audit on deficiencies and related email communication with N. Jovanovski and P. Griffis.	0.6
Sept 11	Email communication with A. Singels-Ludvik regarding CRA matters; review of report from Tarion in respect of cash collateral.	0.4
Sept 13	Review of email correspondence from condo corp regarding request for conciliation inspection for common element deficiencies; emails communication with Tarion, condo corp, N. Jovanovski and P. Griffis regarding same.	0.2
Sept 17	Email communication with A. Singels-Ludvik regarding R&D, CRA and other outstanding matters; discussions with CRA officer and A. Singels-Ludvik regarding status of audits and clearance certificates.	0.2
Sept 18	Email to C. Burr regarding status update; email to C. Henderson regarding property tax issues; text to P. Griffis regarding Tarion matter; review of updated R&D and prepare updated notes; related discussions with A. Singels-Ludvik; discussions with C. Burr regarding status update; discussions with P. Griffis regarding Tarion issues; email to N. Jovanovski regarding Tarion issues; email to E. Laxton regarding status update locker transfer; email to G. Watchorn and B. Bissell regarding updated R&D.	1.2
Sept 19	Review of Tarion warranty and conciliation invoices, Tarion report on claims and cash collateral, Warranty Assessment reports, etc. and related drafting of email correspondence to N. Jovanovski.	1.3
Sept 20	Finalize email to N. Jovanovski and related discussions with N. Jovanovski regarding Tarion matters; discussions with A. Kanani of Tarion regarding common element warranty claim process; call to D. Pesikan of CRA regarding status of clearance certificate and CRA audit of HST;	0.8
Sept 23	Discussions with K. Armitage of CRA regarding status of CRA clearance certificate and audit; email to N. Jovanovski in respect of info provided last week; review of correspondence from Tarion in respect of unit warranty claims and related drafting of email to N. Jovanovski; email to G. Watchorn and B. Bissell regarding condo corp first year performance audit and next steps with Tarion; emails to D. McIntosh regarding status update;	1.0

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – September 1 to 30, 2019

Sept 26	Discussions with D. Pesikan of CRA regarding status of clearance certificate and status of HST audit; review of Tarion invoices and preparation of HST summary; email to A. Singels-Ludvik regarding same.	0.6
Sept 27	Preparation for and attend meeting at Tarion's offices, with representatives of Tarion, condo corp, BSP and Craft regarding common element warranty review process; follow-up email correspondence with Tarion et al regarding next steps and timeline.	2.8
TOTAL – T. Zaspalis		9.3 hrs.
 <i>A. Singels-Ludvik</i>		<u>Hrs.</u>
Sept 10	Process invoices for payment and update Schedule of Receipts and Disbursements (“R&D”).	0.2
Sept 18	Process cheque received for deposit and update R&D.	0.5
Sept 26	Process invoices for payment and update R&D.	0.3
TOTAL – A. Singels-Ludvik		1.0 hrs.



November 13, 2019

Alvarez & Marsal Canada Inc.
 Receiver and Manager of Urbancorp (Leslieville) Developments Inc.
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Dear Sirs:

URBANCORP (LESLIEVILLE) DEVELOPMENTS INC.
INVOICE #42 – (806127A)

For professional services rendered in our capacity as Court-appointed Receiver and Manager and Construction Lien Trustee for the period October 1 to 31, 2019, pursuant to our Appointment Order dated May 31, 2016.

BILLING SUMMARY

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. McIntosh, Managing Director	1.2	\$925	\$1,110.00
T. Zaspalis, Senior Director	17.1	\$695	11,884.50
A. Singels-Ludvik, Associate	2.9	\$300	870.00
	<u>21.2</u>		<u>\$13,864.50</u>
Add: HST @ 13%			<u>1,802.39</u>
TOTAL INVOICE			<u>\$15,666.89</u>

Mailing Instructions:

Alvarez & Marsal Canada ULC
 Attn: A. Singels-Ludvik
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Wiring Instructions:

Bank: TD Canada Trust
 Account Name: Alvarez & Marsal Canada ULC
 Swiftcode: TDOMCATTTOR
 Bank Address: 55 King Street West
 Toronto, ON
 Bank Transit #: 10202
 Institution #: 0004
 Account #: 5519970
 Reference #: Urbancorp – Inv #42 (806127A)
 HST#: 83158 2127 RT0001

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – October 1 to 31, 2019

<i>D. McIntosh</i>		<u>Hrs.</u>
Oct 17	Meeting with C. Burr and T. Zaspalis regarding outstanding issues and discharge related issues; follow-up meeting with G. Watchorn of Terra Firma, B. Bissell of GSNH, C. Burr and T. Zaspalis regarding same.	1.2
TOTAL – D. McIntosh		1.2 hrs.
<u><i>T. Zaspalis</i></u>		<u>Hrs.</u>
Oct 1	Email to G. Watchorn and B. Bissell regarding Tarion common element warranty issues; email to C. Burr regarding outstanding matters; review of Tarion tribunal notice regarding Unit [REDACTED] and related email to P. Griffis and N. Jovanovski; discussions with D. Pesikan of CRA regarding HST audit status.	0.8
Oct 2	Review of files and related email correspondence with N. Jovanovski and C. Damien regarding outstanding Tarion matters.	0.7
Oct 4	Discussions with B Carino of Tarion regarding Tarion appeal tribunal matters.	0.4
Oct 7	Discussions with C. Burr regarding outstanding matters including CRA audit, park levy decision, Tarion issues, discharge matters, etc.	0.2
Oct 8	Review/scanning of Tarion correspondence in respect of warranty invoices, assessment reports, claim forms, etc.	0.5
Oct 9	Email correspondence with N. Jovanovski regarding warranty invoices, assessment reports, etc. and update schedule of Tarion claims; discussion with P. Griffis regarding Unit [REDACTED] appeal of Tarion warranty decision; discussions with N. Jovanovski regarding Tarion matters.	0.7
Oct 10	Discussions with P. Griffis regarding Tarion matters; review of park levy endorsement and related emails with C. Burr and D. McIntosh.	0.6
Oct 11	Email communication with G. Watchorn regarding meeting; preparation of task list in respect of discharge; preparation for and attendance on call with C. Burr regarding outstanding matters in respect of park levy decisions, CRA audit status, Tarion and Receiver's discharge; email to E. Laxton regarding status of locker transfer; prepare email to update D. McIntosh; review of Tarion report on common element warranty pre-conciliation meeting.	1.4

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – October 1 to 31, 2019

Oct 15	Prepare task list in respect of Receiver's discharge; prepare high-level waterfall estimate; discussions with B. Carino of Tarion regarding unit case conference; email communications with C. Burr regarding interest charges and discharge matters.	2.5
Oct 16	Update task list regarding Receiver's discharge; prepare pre-judgement and post-judgement interest, levy payout spreadsheet in respect of 30 certain Curzon Purchasers.	1.0
Oct 17	Prepare for and attend meeting with C. Burr and D. McIntosh regarding park levy, CRA, Tarion and discharge related issues; follow-up meeting with G. Watchorn of Terra Firma, B. Bissell of GSNH, C. Burr and D. McIntosh regarding same; review Tarion correspondence regarding warranty invoices, warranty assessment reports and upcoming inspections; prepare updated schedule of invoices and related email correspondence to N. Jovanovski of BSP.	2.5
Oct 18	Review email from E. Laxton regarding authorization and direction for transfer of lockers to condo corp.; prepare related email to D. McIntosh for signature.	0.1
Oct 22	Review Tarion correspondence and related update to Tarion invoice schedule; email to N. Jovanovski regarding same; emails with G. Watchorn regarding updated projected cash flow and initial update regarding same; emails with C. Burr regarding outstanding matters; discussions with N. Jovanovski regarding Tarion related matters; email communications with E. Laxton of Miller Thomson regarding authorization and direction for locker transfer.	1.2
Oct 23	Initial update preparation to potential distribution analysis.	0.8
Oct 24	Review draft Blakes correspondence to Department of Justice and related discussions with C. Burr.	0.5
Oct 28	Draft waterfall update and R&D variance analysis; discussions with N. Jovanovski regarding estimates of future Tarion warranty invoices, portion possibly related to Craft and upcoming Tarion/Condo corp conciliation.	1.7
Oct 30	Discussions with N. Jovanovski regarding Tarion warranty related matters.	0.2
Oct 31	Review updated combined R&D and prepare notes to same; update analysis of estimated waterfall distribution.	1.3
TOTAL – T. Zaspalis		17.1 hrs.

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – October 1 to 31, 2019

A. Singels-Ludvik

Hrs.

Oct 31 Bank reconciliations to date; update Schedule of Receipts and Disbursements (“R&D”); update R&D summary schedules and HST rollforward schedule and reconciliation/comparison from last reporting period; send to T. Zaspalis to review regarding same; follow-up calls with T. Zaspalis regarding same.

2.9

TOTAL – A. Singels-Ludvik

2.9 hrs.



January 6, 2020

Alvarez & Marsal Canada Inc.
 Receiver and Manager of Urbancorp (Leslieville) Developments Inc.
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Dear Sirs:

URBANCORP (LESLIEVILLE) DEVELOPMENTS INC.
INVOICE #43 – (806127A)

For professional services rendered in our capacity as Court-appointed Receiver and Manager and Construction Lien Trustee for the period November 1 to 30, 2019, pursuant to our Appointment Order dated May 31, 2016.

BILLING SUMMARY

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
T. Zaspalis, Senior Director	12.7	\$695	\$8,826.50
A. Singels-Ludvik, Associate	3.9	\$300	1,170.00
	<u>16.6</u>		<u>\$9,996.50</u>
Add: Out of pocket expenses – courier charge and telephone costs			39.04
			<u>\$10,035.54</u>
Add: HST @ 13%			1,304.62
TOTAL INVOICE			<u>\$11,340.16</u>

Mailing Instructions:

Alvarez & Marsal Canada ULC
 Attn: A. Singels-Ludvik
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Wiring Instructions:

Bank: TD Canada Trust
 Account Name: Alvarez & Marsal Canada ULC
 Swiftcode: TDOMCATTTOR
 Bank Address: 55 King Street West
 Toronto, ON
 Bank Transit #: 10202
 Institution #: 0004
 Account #: 5519970
 Reference #: Urbancorp – Inv #43 (806127A)
 HST#: 83158 2127 RT0001

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – November 1 to 30, 2019

<u>T. Zaspalis</u>		<u>Hrs.</u>
Nov 1	Email to A. Singels-Ludvik regarding HST and R&D matters; discussions with C. Burr regarding projected distributions, Tarion issues, discharge issues, etc.	0.7
Nov 2	Prepare update to R&D notes and projected distribution; email to C. Burr regarding same; email to D. McIntosh regarding same.	1.0
Nov 4	Call to P. Gennis of MSI Spergel in respect of possible future role; review of BSP summary of Tarion deficiencies and related email to P. Griffis of Craft.	0.1
Nov 5	Attend conference call with B. Bissell and C. Burr regarding discharge matters; follow-up call with C. Burr; discussions with N. Jovanovski regarding Tarion warranty matters; prepare further revisions to waterfall projections and related emails to D. McIntosh and C. Burr.	1.9
Nov 6	Review of Tarion correspondence, invoices, warranty assessment reports and relate email to N. Jovanovski and update to Tarion invoice summary and HST summary; update to distribution projection and related emails with C. Burr and D. McIntosh; initial drafting of BIA Section 246(2) Interim Reports.	2.5
Nov 7	Email correspondence to G. Watchorn regarding updated distribution projection; finalize Section 246(2) Reports and related emails with A. Singels-Ludvik and A. Hutchens; discussions with C. Burr regarding CRA timing issues; discussions with G. Watchorn regarding distribution projection.	1.6
Nov 11	Prepare for and attend conference call with A. Slavens, B. Bissell and C. Burr regarding Tarion position on future role of BSP, distribution of Tarion Cash Collateral, etc.; review of Notice of Appeal and related email communication with R. Gruneir regarding posting of same to Receiver's webpage.	0.6
Nov 13	Discussions with A. Singels-Ludvik regarding CRA matters and Section 246(2) report status.	0.1
Nov 18	Preparation for and attendance on conference call with A. Slavens, B. Bissell and C. Burr regarding Tarion Cash Collateral and role of BSP; follow-up call with C. Burr regarding various discharge order issues; discussions with CRA auditor, J. Gordon, regarding CRA request for audit of RT0006 and RT0007 accounts; review of Tarion invoices, warranty assessments, year-end forms, and conciliation inspection notices; scan/forward documents to N. Jovanovski of BSP.	1.9

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – November 1 to 30, 2019

Nov 21	Discussions with N. Jovanovski of BSP regarding status of Tarion common element conciliation process, outstanding requests for information from Tarion, and Craft related matters; initial drafting of Receiver's Tenth Report; discussions with J. Gordon of CRA regarding status of CRA's audit requirements.	0.9
Nov 26	Review of Tarion correspondence including invoices, warranty assessment reports and year-end forms; email to N. Jovanovski regarding same; further drafting of Receiver's Tenth Report.	0.8
Nov 27	Further drafting of Tenth Report and related email to C. Burr; discussions with C. Burr regarding discharge matters, next steps; review/approval of BSP invoice and related emails with BSP; discussions with J. Gordon of CRA regarding status of HST audit.	0.6
TOTAL – T. Zaspalis		12.7 hrs.
<i>A. Singels-Ludvik</i>		<u>Hrs.</u>
Nov 7	Email from T. Zaspalis regarding Section 246(2) Reports and follow-up with A. Hutchens regarding same; process invoice for payment and update Schedule of Receipts and Disbursements (“R&D”).	0.3
Nov 11	Update Summary R&D and HST rollforward schedules and bank reconciliations to date; telephone call to CRA regarding outstanding return refunds and obtain new contact as previous one is no longer available; follow-up with T. Zaspalis regarding same.	2.8
Nov 13	Discussions with T. Zaspalis regarding CRA matters and Section 246(2) Report; arrange sending to OSB office and follow-up call regarding same.	0.8
TOTAL – A. Singels-Ludvik		3.9 hrs.



January 31, 2020

Alvarez & Marsal Canada Inc.
 Receiver and Manager of Urbancorp (Leslieville) Developments Inc.
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Dear Sirs:

URBANCORP (LESLIEVILLE) DEVELOPMENTS INC.
INVOICE #44 – (806127A)

For professional services rendered in our capacity as Court-appointed Receiver and Manager and Construction Lien Trustee for the period December 1 to 31, 2019, pursuant to our Appointment Order dated May 31, 2016.

BILLING SUMMARY

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. McIntosh, Managing Director	0.2	\$925	\$185.00
T. Zaspalis, Senior Director	4.0	\$695	2,780.00
A. Singels-Ludvik, Associate	0.2	\$300	60.00
	<u>4.4</u>		<u>\$3,025.00</u>
Add: Out of pocket expense – courier charge			<u>18.20</u>
			\$3,043.20
Add: HST @ 13%			<u>395.62</u>
TOTAL INVOICE			<u><u>\$3,438.82</u></u>

Mailing Instructions:

Alvarez & Marsal Canada ULC
 Attn: A. Singels-Ludvik
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Wiring Instructions:

Bank: TD Canada Trust
 Account Name: Alvarez & Marsal Canada ULC
 Swiftcode: TDOMCATTTOR
 Bank Address: 55 King Street West
 Toronto, ON
 Bank Transit #: 10202
 Institution #: 0004
 Account #: 5519970
 Reference #: Urbancorp – Inv #44 (806127A)
 HST#: 83158 2127 RT0001

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – December 1 to 31, 2019

<i>D. McIntosh</i>		<u>Hrs.</u>
Dec 16	Update call with T. Zaspalis regarding discharge.	0.2
TOTAL – D. McIntosh		0.2 hrs.
<u><i>T. Zaspalis</i></u>		<u>Hrs.</u>
Dec 3	Review invoices and related emails with A. Singels-Ludvik; emails with C. Burr regarding status of discharge progress.	0.1
Dec 4	Review of Tarion correspondence in respect of invoices, conciliations and warranty assessment reports and related email to N. Jovanovski of BSP; update to Tarion invoice and HST summaries; email to N. Jovanovski regarding cost of warranty claims allocated to Craft; call/voicemail to J. Gordon of CRA regarding status of HST audits and clearance certificates; emails with A. Singels-Ludvik regarding R&D, HST matters; email correspondence to S. Vlahakis of Tarion regarding Tarion Cash Collateral issues; emails with C. Burr regarding status of DOJ and discharge issues.	0.6
Dec 5	Discussions with C. Burr regarding CRA and discharge matters.	0.2
Dec 6	Prepare for and attend call with B. Bissell and C. Burr regarding discharge matters; follow-up discussions with C. Burr; email update to D. McIntosh; email update to G. Watchorn.	0.6
Dec 10	Review Tarion invoice and forward same to N. Jovanovski; email communication with N. Jovanovski regarding Craft responsibility for warranty claims; discussions and email correspondence with P. Griffis of Craft regarding same.	0.4
Dec 11	Prepare update to Tarion invoice summaries, and email HST analysis to A. Singels-Ludvik; emails to R. Fairbloom of Miller Thomson and L. Wong of Gowlings regarding fee approval affidavits; discussions with J. Gordon of CRA regarding status of CRA HST audit requirements.	0.4
Dec 16	Discussions with D. McIntosh regarding status update; call from/discussions with A. Kanani of Tarion regarding status of Condo Corp warranty assessment.	0.3
Dec 17	Review of Craft final invoice deducting Tarion warranty claims attributable to Craft and related email to A. Singels-Ludvik regarding payment of same.	0.2

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – December 1 to 31, 2019

Dec 18	Discussions with C. Burr regarding discharge matters and status of CRA audit; emails with A. Singels-Ludvik regarding status of R&D, HST, etc.; review of Tarion correspondence regarding warranty invoices, conciliation notices, year-end claim forms, etc. and related email correspondence with N. Jovanovski.	0.4
Dec 19	Update to Tarion schedule of warranty claims and HST schedules; discussions with A. Singels-Ludvik regarding preparing for discharge, CRA audit request, etc.; discussions and email correspondence with A. Slavens regarding Tarion cash collateral matters; email correspondence with A. Kanani and R. Trusty of Tarion regarding common element performance audit issue; review email correspondence from C. Burr regarding discharge matters; email correspondence with P. Watson of Miller Thomson regarding fee approval affidavit.	0.6
Dec 20	Review Tarion warranty assessment reports and invoice and related email correspondence with N. Jovanovski; review of email correspondence from A. Kanani of Tarion regarding status of common element warranty process; prepare update to Tarion cash collateral schedule and HST schedule.	0.2
TOTAL – T. Zaspalis		4.0 hrs.
<i>A. Singels-Ludvik</i>		<u>Hrs.</u>
Dec 4	Review email from T. Zaspalis regarding R&D and HST related matters and respond regarding same; process invoice for payment and update R&D.	0.2
TOTAL – A. Singels-Ludvik		0.2 hrs.



February 26, 2020

Alvarez & Marsal Canada Inc.
 Receiver and Manager of Urbancorp (Leslieville) Developments Inc.
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Dear Sirs:

URBANCORP (LESLIEVILLE) DEVELOPMENTS INC.
INVOICE #45 – (806127A)

For professional services rendered in our capacity as Court-appointed Receiver and Manager and Construction Lien Trustee for the period January 1 to 31, 2020, pursuant to our Appointment Order dated May 31, 2016.

BILLING SUMMARY

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
T. Zaspalis, Senior Director	7.9	\$695	\$5,490.50
A. Singels-Ludvik, Associate	3.4	\$300	1,020.00
	<u>11.3</u>		<u>\$6,510.50</u>
Add: Out of pocket expense – courier charge			<u>18.92</u>
			\$6,529.42
Add: HST @ 13%			<u>848.82</u>
TOTAL INVOICE			<u><u>\$7,378.24</u></u>

Mailing Instructions:

Alvarez & Marsal Canada ULC
 Attn: A. Singels-Ludvik
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Wiring Instructions:

Bank: TD Canada Trust
 Account Name: Alvarez & Marsal Canada ULC
 Swiftcode: TDOMCATTTOR
 Bank Address: 55 King Street West
 Toronto, ON
 Bank Transit #: 10202
 Institution #: 0004
 Account #: 5519970
 Reference #: Urbancorp – Inv #45 (806127A)
 HST#: 83158 2127 RT0001

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – January 1 to 31, 2020

<u>T. Zaspalis</u>		<u>Hrs.</u>
Jan 7	Email to C. Burr regarding status update; review of Tarion Warranty Assessment report on the common elements and related email from A. Kanani of Tarion; email to N. Jovanovski of BSP regarding Warranty Assessment Report; emails and discussions with A. Singels-Ludvik regarding affidavit review and overall status update.	0.3
Jan 8	Discussions with N. Jovanovski regarding Tarion Warranty Assessment report on common elements; review and approval of Blakes invoice.	0.1
Jan 9	Discussions with C. Burr regarding status of CRA audit and next steps to discharge; calls/voicemails from/to J. Gordon of CRA regarding status and scheduling of HST audit; review of email from C. Burr to Dept of Justice regarding status of audit and discharge motion; email communication with A. Singels-Ludvik regarding status of CRA audit; email communication to A. Slavens of Torgys regarding status of Receiver's information requests.	0.4
Jan 10	Discussions with J. Gordon of CRA regarding co-ordination of upcoming HST audit; related email correspondence with A. Singels-Ludvik; call/email to N. Jovanovski regarding Tarion Warranty Assessment report on common elements; prepare update to Tarion invoice schedules and HST schedules; email to A. Singels-Ludvik regarding December HST schedule.	0.9
Jan 14	Prepare for and attend conference call with C. Burr and B. Bissell regarding status of CRA audit, Tarion matters and path to discharge; e-communication with N. Jovanovski regarding Tarion matters.	0.4
Jan 15	Prepare for and attend meeting with J. Gordon of CRA regarding HST audit, next steps to clearance certificate; further discussions and assistance provided to J. Gordon and related discussions with A. Singels-Ludvik; review of Tarion unit warranty assessments, invoices and inspections; update to Tarion invoice summary and HST summary; draft email to N. Jovanovski and G. Watchorn regarding same; review of BSP report on common element warranty deficiencies; prep for and attend conference call with A. Slavens, B. Bissell and C. Burr regarding Tarion matters; continued discussions with B. Bissell and C. Burr regarding status of HST audit and next steps to discharge; discussions with N. Jovanovski regarding BSP views on common element warrantable items and approach in dealing with any concerns; review of December 31st statement of receipts and disbursements ("R&D") and related emails and discussions with A. Singels-Ludvik; prepare update of notes to R&D; email to G. Watchorn of Terra Firma regarding December 31st R&D.	3.9

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – January 1 to 31, 2020

Jan 20	Discussions/emails with A. Singels-Ludvik regarding status HST audit and HST refunds; review of Tarion correspondence and email and email to N. Jovanovski regarding same.	0.3
Jan 22	Discussions with J. Gordon of CRA; discussions and emails with A. Singels-Ludvik regarding status of CRA HST audit; call/text to N. Jovanovski regarding Tarion matters.	0.2
Jan 24	Emails with A. Singels-Ludvik regarding status of CRA audit; email to A. Slavens regarding outstanding Tarion information requirements; email communication with N. Jovanovski regarding Tarion common element review and engineering costs; discussions with N. Jovanovski regarding same; review of Tarion correspondence in respect of unit warranties, inspections and invoices; email to N. Jovanovski regarding same; prepare update to Tarion warranty invoice and HST schedules.	0.6
Jan 29	Prepare R&D change analysis requested by Terra Firma and email same; discussions with J. Gordon of CRA HST audit; discussions with A. Singels-Ludvik regarding status of HST audit; discussions with N. Jovanovski regarding Tarion common element warranty matters.	0.5
Jan 30	Email communication with C. Doran of Altus regarding Tarion warranty claim matters; discussions with P. Griffis regarding Tarion warranty claim matters.	0.1
Jan 31	Calls to A. Kanani of Tarion and N. Jovanovski regarding Tarion warranty matters; emails with C. Doran of Altus regarding Tarion warranty matters; email communication with A. Singels-Ludvik regarding CRA audit matters.	0.2
TOTAL – T. Zaspalis		7.9 hrs.

A. Singels-Ludvik

Hrs.

Jan 15	Prepare for and meet with CRA auditor J. Gordon and assistance regarding same (review of disbursements and ITC regarding same); prepare December 31, 2019 R&D summary schedules and provide to T. Zaspalis for review; process invoice for payment and update R&D.	1.5
Jan 17	Process invoices for payment and update R&D; meeting with CRA auditor and assistance regarding same.	1.5



Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – January 1 to 31, 2020

Jan 27	Process cheque received for deposit and update R&D.	0.4
TOTAL – A. Singels-Ludvik		3.4 hrs.



April 27, 2020

Alvarez & Marsal Canada Inc.
 Receiver and Manager of Urbancorp (Leslieville) Developments Inc.
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Dear Sirs:

**URBANCORP (LESLIEVILLE) DEVELOPMENTS INC.
 INVOICE #46 – (806127A)**

For professional services rendered in our capacity as Court-appointed Receiver and Manager and Construction Lien Trustee for the period February 1 to 29, 2020, pursuant to our Appointment Order dated May 31, 2016.

BILLING SUMMARY

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
T. Zaspalis, Senior Director	8.6	\$695	\$5,977.00
A. Singels-Ludvik, Associate	0.6	\$300	180.00
	<u>9.2</u>		<u>\$6,157.00</u>
Add: Out of pocket expense – courier charge			<u>15.49</u>
			\$6,172.49
Add: HST @ 13%			<u>802.42</u>
TOTAL INVOICE			<u><u>\$6,974.91</u></u>

Mailing Instructions:

Alvarez & Marsal Canada ULC
 Attn: A. Singels-Ludvik
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Wiring Instructions:

Bank: TD Canada Trust
 Account Name: Alvarez & Marsal Canada ULC
 Swiftcode: TDOMCATTOR
 Bank Address: 55 King Street West
 Toronto, ON
 Bank Transit #: 10202
 Institution #: 0004
 Account #: 5519970
 Reference #: Urbancorp – Inv #46 (806127A)
 HST#: 83158 2127 RT0001

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – February 1 to 29, 2020

<u>T. Zaspalis</u>		<u>Hrs.</u>
Feb 3	Discussions with A. Kanani regarding Tarion warranty issues, timing and potential costs; call to J. Gordon of CRA regarding status of HST audit; email to N. Jovanovski and P. Griffis regarding Tarion warranty matters; discussions with N. Jovanovski regarding potential cost-effective repair work.	0.8
Feb 4	Discussions with J. Gordon of CRA regarding HST audit matters.	0.1
Feb 5	Discussions with A. Kanani regarding Tarion warranty assessment report issues; discussions with N. Jovanovski regarding same; conference call with N. Jovanovski and P. Griffis regarding same.	0.6
Feb 6	Discussions with CRA auditor, J. Gordon regarding status of audit and request for reporting letter from the Construction Receiver.	0.2
Feb 7	Review of email from J. Bernal of Craft regarding Tarion warranty matters; discussions with N. Jovanovski regarding Tarion warranty matters; discussions with A. Kanani regarding common element warranty assessment report issues; initial drafting of report letter requested by CRA auditor, J. Gordon.	1.5
Feb 10	Discussions with R. Haley of Tarion regarding Tarion Warranty Assessment; email to R. Haley regarding same; review of email from Tarion regarding updated Warranty Assessment.	0.2
Feb 13	Email communication with A. Kanani and N. Jovanovski regarding Tarion matters.	0.1
Feb 14	Email communication with J. Bernal of Craft regarding geothermal system and Tarion issues.	0.0
Feb 18	Draft reporting letter to CRA.	0.8
Feb 19	Further drafting of reporting letter to CRA and related email to C. Burr of Blakes.	1.2
Feb 20	Discussions with C. Burr regarding CRA reporting letter, next steps; finalize and send CRA reporting letter; review of Tarion correspondence in respect of warranty invoices, 2nd year claims, inspections, warranty assessment reports and related email correspondence to N. Jovanovski of BSP; update to Tarion invoice summary and Tarion HST sub-schedules for January and February HST.	2.0
Feb 21	Call/voicemail to J. Gordon of CRA regarding CRA report letter, status of CRA audit and clearance certificates.	0.0

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – February 1 to 29, 2020

Feb 25	Review and approve invoices and related email to A. Singels-Ludvik; call/voicemail to J. Gordon of CRA regarding status of HST audit.	0.1
Feb 26	Review of Tarion invoices, update to Tarion invoice schedules and HST schedules and related email to N. Jovanovski.	0.4
Feb 27	Discussions with N. Jovanovski regarding Tarion invoice amounts and descriptions in respect of warranty claims of 3 units; email to N. Jovanovski regarding common element warranty matters (decks).	0.5
Feb 28	Emails from/to G. Watchorn regarding updated projections; discussions with A. Singels-Ludvik regarding status of HST audit.	0.1
TOTAL – T. Zaspalis		8.6 hrs.
 <i>A. Singels-Ludvik</i>		 <u>Hrs.</u>
Feb 26	Process invoices for payment and update Schedule of Receipts and Disbursements Schedule.	0.6
TOTAL – A. Singels-Ludvik		0.6 hrs.



April 27, 2020

Alvarez & Marsal Canada Inc.
 Receiver and Manager of Urbancorp (Leslieville) Developments Inc.
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Dear Sirs:

**URBANCORP (LESLIEVILLE) DEVELOPMENTS INC.
 INVOICE #47 – (806127A)**

For professional services rendered in our capacity as Court-appointed Receiver and Manager and Construction Lien Trustee for the period March 1 to 31, 2020, pursuant to our Appointment Order dated May 31, 2016.

BILLING SUMMARY

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. McIntosh, Managing Director	0.5	\$925	\$462.50
T. Zaspalis, Senior Director	7.5	\$695	5,212.50
A. Singels-Ludvik, Associate	2.9	\$300	870.00
	<u>10.9</u>		<u>\$6,545.00</u>
Add: HST @ 13%			850.85
TOTAL INVOICE			<u>\$7,395.85</u>

Mailing Instructions:

Alvarez & Marsal Canada ULC
 Attn: A. Singels-Ludvik
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Wiring Instructions:

Bank: TD Canada Trust
 Account Name: Alvarez & Marsal Canada ULC
 Swiftcode: TDOMCATTTOR
 Bank Address: 55 King Street West
 Toronto, ON
 Bank Transit #: 10202
 Institution #: 0004
 Account #: 5519970
 Reference #: Urbancorp – Inv #47 (806127A)
 HST#: 83158 2127 RT0001

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – March 1 to 31, 2020

<i>D. McIntosh</i>		<u>Hrs.</u>
Mar 12	Review of draft waterfall projection and related emails to/from T. Zaspalis.	0.5
TOTAL – D. McIntosh		0.5 hrs.
<u><i>T. Zaspalis</i></u>		<u>Hrs.</u>
Mar 2	Discussions with J. Gordon of CRA regarding status of HST audit; email to C. Burr regarding same.	0.1
Mar 3	Discussions with A. Singels-Ludvik regarding update to R&D and HST accounts.	0.1
Mar 4	Follow-up discussions with J. Gordon regarding audit status and upcoming correspondence from CRA; email communication with N. Jovanovski regarding Tarion invoicing matters.	0.3
Mar 5	Further discussions with J. Gordon regarding CRA audit status; call/voicemail to K. Armitage of CRA audit regarding status of clearance certificates; review of Tarion correspondence and forward same to N. Jovanovski of BSP; update of Tarion summary and HST schedules; email status update to C. Burr/D. McIntosh; texts from/to N. Jovanovski regarding status of BSP review of 3 Tarion invoices.	0.5
Mar 6	Call/voicemail to K. Armitage of CRA audit regarding status of clearance certificate; discussions with C. Burr regarding CRA audit and discharge matters; discussions with A. Singels-Ludvik regarding Summary R&D and HST Rollforward Schedule.	0.1
Mar 10	Review of R&D and related discussions with A. Singels-Ludvik regarding HST rollforward; call/voicemail to K. Armitage of CRA Audit regarding status of clearance certificates; review of email from N. Jovanovski regarding status of Tarion invoices and related discussions with N. Jovanovski; prepare notes to R&D and update to distribution projection requested by Terra Firma; discussions with C. Burr regarding status update.	1.6
Mar 11	Discussions with K. Armitage of CRA regarding status of clearance certificates; update to projection notes and draft of related email to G. Watchorn; email to D. McIntosh and C. Burr regarding same; email to A. Kanani of Tarion regarding estimated cost of common element warranty claim.	1.3

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – March 1 to 31, 2020

Mar 12	Review email from A. Kanani of Tarion regarding status of calculating common element warranty claim; emails to/from D. McIntosh regarding draft waterfall projection; emails from/to G. Watchorn regarding status of projections; review of Tarion warranty assessment reports and 2nd year claim form and related email to N. Jovanovski.	0.7
Mar 13	Review of Tarion claim analysis prepared by BSP; discussions with N. Jovanovski regarding same; prepare update to waterfall projection and prepare related email to G. Watchorn of Terra Firma; email communication with C. Burr and D. McIntosh regarding next steps to discharge.	0.7
Mar 16	Drafting of email correspondence to A. Slavens of Torys regarding Tarion cash collateral reconciliation and BSP comments on 3 invoices; call/voicemail to K. Armitage regarding status of CRA clearance certificates.	0.5
Mar 19	Review of email from Terra Firma auditor requesting confirmation regarding projection; email to M. Thiyagarajah of Terra Firma regarding same; review of Tarion correspondence and invoice.	0.1
Mar 20	Prepare email to Terra Firma auditor, J. Evangelista of KPMG; follow-up discussions with J. Evangelista; prepare update to Tarion schedule and HST summary; email to N. Jovanovski regarding warranty invoice; prepare for and attend conference call with B. Bissell, A. Slavens and C. Burr regarding next steps to finalize estate matters and info requirements of Tarion; follow-up email to C. Burr; email communication with N. Goldstein of KSV regarding refund cheque from City of Toronto; discussions with A. Singels-Ludvik regarding banking matters; discussions and emails with N. Jovanovski regarding Tarion warranty invoice on unit ■■■; draft email to A. Slavens regarding same.	0.9
Mar 24	Initial preparation of reserve analysis.	0.1
Mar 25	Discussions with C. Burr regarding discharge and distribution issues; update to reserve analysis; prepare and send email to D. McIntosh regarding same; review of correspondence from Tarion.	0.5
TOTAL – T. Zaspalis		7.5 hrs.

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – March 1 to 31, 2020

<i>A. Singels-Ludvik</i>		<u>Hrs.</u>
Mar 6	Prepare updated Summary of Receipts and Disbursements Schedule and HST Rollforward Schedule to February 28, 2020 for T. Zaspalis' review; discussions with T. Zaspalis regarding same.	2.2
Mar 10	Revise Summary R&D and HST Rollforward Schedule and email to T. Zaspalis regarding same.	0.5
Mar 30	Process invoice for payment and update Schedule of Receipts and Disbursements Schedule	0.2
TOTAL – A. Singels-Ludvik		2.9 hrs.



May 25, 2020

Alvarez & Marsal Canada Inc.
 Receiver and Manager of Urbancorp (Leslieville) Developments Inc.
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Dear Sirs:

**URBANCORP (LESLIEVILLE) DEVELOPMENTS INC.
 INVOICE #48 – (806127A)**

For professional services rendered in our capacity as Court-appointed Receiver and Manager and Construction Lien Trustee for the period April 1 to 30, 2020, pursuant to our Appointment Order dated May 31, 2016.

BILLING SUMMARY

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. McIntosh, Managing Director	1.3	\$925	\$1,202.50
T. Zaspalis, Senior Director	6.3	\$695	4,378.50
A. Singels-Ludvik, Associate	0.8	\$300	240.00
	<u>8.4</u>		<u>\$5,821.00</u>
Add: HST @ 13%			756.73
TOTAL INVOICE			<u>\$6,577.73</u>

Mailing Instructions:

Alvarez & Marsal Canada ULC
 Attn: A. Singels-Ludvik
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Wiring Instructions:

Bank: TD Canada Trust
 Account Name: Alvarez & Marsal Canada ULC
 Swiftcode: TDOMCATTOR
 Bank Address: 55 King Street West
 Toronto, ON
 Bank Transit #: 10202
 Institution #: 0004
 Account #: 5519970
 Reference #: Urbancorp – Inv #48 (806127A)
 HST#: 83158 2127 RT0001

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – April 1 to 30, 2020

<i>D. McIntosh</i>		<u>Hrs.</u>
Apr 16	Preparation for and attend conference call with C. Burr, P. Huff of Blake, Cassels and Graydon and T. Zaspalis regarding distribution and discharge matters.	0.8
Apr 20	Preparation for and attend conference call with C. Burr, P. Huff and T. Zaspalis regarding distribution and discharge matters.	0.5
TOTAL – D. McIntosh		1.3 hrs.

<u>T. Zaspalis</u>		<u>Hrs.</u>
Apr 1	Discussions with A. Singels-Ludvik regarding banking matters; email to D. McIntosh regarding distribution/discharge issues.	0.1
Apr 2	Discussions with N. Jovanovski regarding Tarion matters; preparation for and attendance on call with A. Slavens of Torys, B. Douglas, R. Haley, T. Napoleane, D. Peck of Tarion and N. Jovanovski of BSP regarding Cash Collateral reconciliation and Tarion invoice matters.	0.9
Apr 7	Discussions with A. Slavens regarding Tarion matters.	0.1
Apr 8	Email communication with A. Singels-Ludvik regarding banking matters; review of Tarion correspondence in respect of Warranty Assessment Report, 2nd year warranty form and inspections and email to N. Jovanovski regarding same.	0.1
Apr 15	Discussions and emails with D. McIntosh regarding Terra Firma distribution request; review of background documents; emails and discussions with C. Burr regarding same; discussions with A. Singels-Ludvik regarding distributions to Terra Firma and upcoming section 246 Report requirements.	0.3
Apr 16	Preparation for and attend conference call with C. Burr, P. Huff and D. McIntosh regarding distribution and discharge matters; review of email from R. Zhao of FirstService Residential regarding costs of new Sanitary Discharge agreement; review of related background materials and drafting of reply email.	0.8
Apr 17	Email communication with C. Burr regarding distribution and discharge issues; emails with R. Haley of Tarion regarding reversal of Tarion invoices.	0.5
Apr 18	Further email to R. Haley of Tarion regarding Tarion charges; email to A. Singels-Ludvik regarding Tarion March HST ITCs.	0.1

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – April 1 to 30, 2020

Apr 20	Preparation for and attend conference call with D. McIntosh, C. Burr and P. Huff regarding distribution and discharge matters; discussions with K. Armitage of CRA regarding status of clearance certificates, and next steps required to expedite same; various emails with C. Burr and D. McIntosh regarding distribution and discharge matters; follow-up discussions with C. Burr re: same.	1.4
Apr 21	Email communication with G. Watchorn regarding distribution, discharge and clearance certificate matters; emails with C. Burr regarding same; emails with R. Zhao of FirstService regarding his queries on new Sanitary Discharge Agreement and review of historical emails; follow-up discussions with B. Cameron and R. Zhao of FirstService regarding same.	0.3
Apr 22	Preparation of updated clearance certificate applications and cover letter to K. Armitage of CRA.	0.8
Apr 24	Preparation of updated clearance certificate applications and cover letter to K. Armitage of CRA.	0.0
Apr 27	Discussions with K. Armitage regarding clearance certificate resubmission and forms required to communicate with CRA by email; preparation of related email correspondence to send updated applications for clearance certificate.	0.5
Apr 28	Email communication with C. Burr regarding clearance certificate, parks levy appeal matters.	0.0
Apr 29	Email to A. Singels-Ludvik regarding banking and R&D matters; review of correspondence from Tarion regarding warranty invoices, 2nd year forms, conciliation inspections, etc.; update of Tarion invoice summary and HST summary; email to N. Jovanovski of BSP regarding Tarion invoices and 2nd year forms.	0.4
Apr 30	Emails with A. Singels-Ludvik regarding Tarion HST summaries.	0.0
TOTAL – T. Zaspalis		6.3 hrs.

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – April 1 to 30, 2020

A. Singels-Ludvik

Hrs.

Apr 30 Emails from T. Zaspalis regarding banking and R&D matters; telephone call to M. Posa of CIBC regarding current bank account balance; bank reconciliations to date; update R&D; update HST summary schedule and reconcile outstanding refunds; email to T. Zaspalis regarding same; other general matters.

0.8

TOTAL – A. Singels-Ludvik

0.8 hrs.



July 28, 2020

Alvarez & Marsal Canada Inc.
 Receiver and Manager of Urbancorp (Leslieville) Developments Inc.
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Dear Sirs:

**URBANCORP (LESLIEVILLE) DEVELOPMENTS INC.
 INVOICE #49 – (806127A)**

For professional services rendered in our capacity as Court-appointed Receiver and Manager and Construction Lien Trustee for the period May 1 to 31, 2020, pursuant to our Appointment Order dated May 31, 2016.

BILLING SUMMARY

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. McIntosh, Managing Director	0.7	\$925	\$647.50
T. Zaspalis, Senior Director	6.0	\$695	4,170.00
A. Singels-Ludvik, Associate	5.7	\$300	1,710.00
	<u>12.4</u>		<u>\$6,527.50</u>
Add: HST @ 13%			848.58
TOTAL INVOICE			<u>\$7,376.08</u>

Mailing Instructions:

Alvarez & Marsal Canada ULC
 Attn: A. Singels-Ludvik
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Wiring Instructions:

Bank: TD Canada Trust
 Account Name: Alvarez & Marsal Canada ULC
 Swiftcode: TDOMCATTOR
 Bank Address: 55 King Street West
 Toronto, ON
 Bank Transit #: 10202
 Institution #: 0004
 Account #: 5519970
 Reference #: Urbancorp – Inv #49 (806127A)
 HST#: 83158 2127 RT0001

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – May 1 to 31, 2020

<i>D. McIntosh</i>		<u>Hrs.</u>
May 16	Prepare for and attend conference call with C. Burr and T. Zaspalis regarding CRA, distribution and discharge matters.	0.4
May 20	Discussions with T. Zaspalis regarding distribution matters.	0.3
TOTAL – D. McIntosh		0.7 hrs.

<u>T. Zaspalis</u>		<u>Hrs.</u>
May 4	Discussions with K. Armitage of CRA regarding status of clearance certificates; emails to A. Singels-Ludvik and A. Hutchens regarding upcoming Section 246(2) Reports.	0.3
May 5	Email communication with C. Burr.	0.0
May 6	Review of email correspondence from CRA; related discussions with C. Burr; review of draft interim statement of R&D and related email correspondence with A. Singels-Ludvik; initial drafting of Section 246(2) Interim Reports; review of email correspondence from C. Burr to CRA.	1.7
May 7	Finalize Section 246(2) Interim Reports and related emails with A. Hutchens and A. Singels-Ludvik.	0.5
May 8	Discussions with K. Armitage of CRA regarding status of clearance certificates; email communication with C. Burr regarding CRA position on clearance certificate and prepare analysis of potential ITC cost.	0.6
May 14	Discussions with C. Burr regarding distribution and discharge matters; drafting of email to D. McIntosh regarding same.	0.7
May 16	Prepare for and attend conference call with C. Burr and D. McIntosh regarding CRA, distribution and discharge matters.	0.4
May 19	Email communication with R. Haley of Tarion regarding invoice reconciliation to Cash Collateral; emails with C. Burr.	0.1
May 20	Preparation of distribution analysis requested by Terra Firma; email communication with C. Burr regarding distribution matters; discussions with D. McIntosh regarding same; emails with A. Singels-Ludvik regarding disbursements.	0.4
May 21	Review of Tarion correspondence and drafting of related email to N. Jovanovski regarding invoices, 2nd year forms, inspections, warranty assessment reports.	0.3

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – May 1 to 31, 2020

May 22	Update of Tarion analysis of warranty claims and HST summary; email to A. Singels-Ludvik regarding HST matters; email exchange with A. Kanani of Tarion regarding status of common element warranty tendering process.	0.3
May 25	Emails with B. Bissell regarding HST account and BSP matters; discussions with N. Jovanovski of BSP regarding Tarion matters; discussions regarding status of HST accounts and closing of same; discussions with and email to M. Echeverri of CIBC regarding banking matters.	0.4
May 27	Review of Tarion correspondence in respect of 2nd year forms, invoices for losses, conciliation invoice, and warranty assessment reports; drafting of related email to N. Jovanovski of BSP; prepare update to Tarion HST schedule and Tarion cash collateral summary; discussions with A. Singels-Ludvik regarding status of HST account closure and issues with CRA auditor holding up closing of account.	0.3
TOTAL – T. Zaspalis		6.0 hrs.
 <i>A. Singels-Ludvik</i>		 <u>Hrs.</u>
May 5	Email to CIBC to obtain/confirm account balance and prepare to update Schedule of Receipts and Disbursements (“R&D”) to April 30 th .	1.2
May 6	Review emails from T. Zaspalis; update Summary R&D to April 30 th and forward to T. Zaspalis for his review; prepare cover letter to OSB regarding Receiver’s Interim Reports.	2.4
May 7	Review emails from T. Zaspalis; revise Summary R&D and forward revised version regarding same; send via email to OSB the Receiver’s Interim Reports.	0.6
May 21	Process invoices for payment and update R&D.	0.5
May 27	Review emails from T. Zaspalis regarding Tarion HST for the month of May to include on May HST return; update R&D; discussions with T. Zaspalis regarding HST business number closure and issues regarding same.	0.5
May 29	Process invoices for payment and update R&D.	0.5
TOTAL – A. Singels-Ludvik		5.7 hrs.



July 29, 2020

Alvarez & Marsal Canada Inc.
 Receiver and Manager of Urbancorp (Leslieville) Developments Inc.
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Dear Sirs:

**URBANCORP (LESLIEVILLE) DEVELOPMENTS INC.
 INVOICE #50 – (806127A)**

For professional services rendered in our capacity as Court-appointed Receiver and Manager and Construction Lien Trustee for the period June 1 to 30, 2020, pursuant to our Appointment Order dated May 31, 2016.

BILLING SUMMARY

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
T. Zaspalis, Senior Director	3.6	\$695	\$2,502.00
A. Singels-Ludvik, Associate	1.4	\$300	420.00
	<u>5.0</u>		<u>\$2,922.00</u>
Add: HST @ 13%			379.86
TOTAL INVOICE			<u>\$3,301.86</u>

Mailing Instructions:

Alvarez & Marsal Canada ULC
 Attn: A. Singels-Ludvik
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Wiring Instructions:

Bank: TD Canada Trust
 Account Name: Alvarez & Marsal Canada ULC
 Swiftcode: TDOMCATTOR
 Bank Address: 55 King Street West
 Toronto, ON
 Bank Transit #: 10202
 Institution #: 0004
 Account #: 5519970
 Reference #: Urbancorp – Inv #50 (806127A)
 HST#: 83158 2127 RT0001

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – June 1 to 30, 2020

<u>T. Zaspalis</u>		<u>Hrs.</u>
June 2	Discussions with A. Singels-Ludvik regarding status of HST refunds and account closure.	0.1
June 4	Review of email from Condo Board and related termination of sanitary discharge agreement; email to C. Burr regarding same.	0.2
June 5	Discussions with A. Singels-Ludvik regarding status of HST account refund and closure issues.	0.0
June 8	Review of Tarion correspondence in respect of invoices for losses and 2nd year form and related email correspondence to N. Jovanovski of BSP; prepare update to Tarion invoice summaries; review of units still within 2-year warranty period.	0.4
June 9	Discussions with D. McIntosh regarding status update and execution of termination of sanitary discharge agreement.	0.1
June 10	Email to R. Zhao of FirstService and City representatives regarding termination agreement executed by the Receiver; review of Tarion correspondence and related email to N. Jovanovski of BSP; update of Tarion invoice summaries; review of email from A. Kanani of Tarion regarding status of common element warranty costing.	0.6
June 11	Review of email correspondence from B. Bissell regarding status of distribution to Terra Firma and related email to A. Singels-Ludvik.	0.0
June 12	Discussions with A. Singels-Ludvik regarding status of HST account closure; email correspondence to K. Armitage of CRA regarding request for expedited clearance certificate; email correspondence to B. Bissell regarding status of HST account closure and request for clearance certificate.	0.4
June 15	Call/voicemail to K. Armitage of CRA regarding request for clearance certificate.	0.0
June 16	Review of email from K. Armitage of CRA requesting resubmission of application for clearance certificate; prepare updated application for clearance certificate and related email to K. Armitage.	0.5
June 17	Exchange of emails with T. Hancock of City of Toronto Environmental Monitoring & Protection Unit regarding mutual termination agreement.	0.2

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – June 1 to 30, 2020

June 18	Review of voicemail from K. Armitage of CRA regarding clearance certificate status; exchange of emails with K. Armitage regarding same; email to M. Thiyagarajah of Terra Firma regarding upcoming distribution and wire details; emails with D. McIntosh and A. Singels-Ludvik regarding same; email exchange with T. Hancock of City of Toronto Environmental Monitoring.	0.5
June 19	Review of Tarion correspondence in respect of warranty assessment reports and 2nd year forms; related email to N. Jovanovski of BSP; emails from M. Thiyagarajah and to A. Singels-Ludvik regarding stage 11 distribution to Terra Firma.	0.2
June 22	Email communication with A. Singels-Ludvik and M. Thiyagarajah regarding stage 11 distribution status; discussions with N. Jovanovski regarding status of Tarion invoice review; email to R. Haley of Tarion regarding update on cash collateral reconciliation; email to A. Kanani regarding status update on tendering process for common element warranty claims.	0.3
June 23	Review email from A. Kanani of Tarion; review of emails from C. Burr and B. Bissell regarding status of Tarion discussions.	0.0
June 24	Discussions with Toronto Water rep regarding Sanitation Discharge Agreement issues.	0.1
TOTAL – T. Zaspalis		3.6 hrs.

A. Singels-Ludvik

Hrs.

June 5	Discussions with T. Zaspalis regarding HST refunds and account closures; call to CRA to confirm payment timing; follow-up email to T. Zaspalis regarding same.	0.7
June 19	Review email from T. Zaspalis regarding disbursement to Terra Firma; prepare wire transfer form and circulate for signatures; send to CIBC for processing and follow-up with M. Posa of CIBC regarding same.	0.7
TOTAL – A. Singels-Ludvik		1.4 hrs.



August 4, 2020

Alvarez & Marsal Canada Inc.
 Receiver and Manager of Urbancorp (Leslieville) Developments Inc.
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Dear Sirs:

**URBANCORP (LESLIEVILLE) DEVELOPMENTS INC.
 INVOICE #51 – (806127A)**

For professional services rendered in our capacity as Court-appointed Receiver and Manager and Construction Lien Trustee for the period July 1 to 31, 2020, pursuant to our Appointment Order dated May 31, 2016.

BILLING SUMMARY

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. McIntosh, Managing Director	2.1	\$925	\$1,942.50
T. Zaspalis, Senior Director	26.3	\$695	18,278.50
A. Singels-Ludvik, Associate	7.2	\$300	2,160.00
	<u>35.6</u>		<u>\$22,381.00</u>
Add: HST @ 13%			2,909.53
TOTAL INVOICE			<u>\$25,290.53</u>

Mailing Instructions:

Alvarez & Marsal Canada ULC
 Attn: A. Singels-Ludvik
 Royal Bank Plaza, South Tower
 200 Bay Street, Suite 2900
 P.O. Box 22
 Toronto, ON M5J 2J1

Wiring Instructions:

Bank: TD Canada Trust
 Account Name: Alvarez & Marsal Canada ULC
 Swiftcode: TDOMCATTOR
 Bank Address: 55 King Street West
 Toronto, ON
 Bank Transit #: 10202
 Institution #: 0004
 Account #: 5519970
 Reference #: Urbancorp – Inv #51 (806127A)
 HST#: 83158 2127 RT0001

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – July 1 to 31, 2020

<i>D. McIntosh</i>		<u>Hrs.</u>
July 20	Emails and discussions with T. Zaspalis regarding discharge matters.	0.3
July 31	Review of draft Tenth Court Report; preparation for and attend conference call with C. Burr and P. Huff of Blakes and T. Zaspalis regarding Unrepresented Purchaser matters and other discharge related matters.	1.8
TOTAL – D. McIntosh		2.1 hrs.
<u><i>T. Zaspalis</i></u>		<u>Hrs.</u>
July 6	Review of Tarion correspondence regarding invoices for warranty losses; preparation of related email to N. Jovanovski of BSP; update of Tarion cash collateral summary schedules; email to A. Slavens regarding Tarion non-response to previous email requesting reconciliation of cash collateral account; review of email from Toronto environmental services.	0.3
July 9	Review of Court of Appeal decision; related email communication with C. Burr and D. McIntosh.	0.1
July 13	Review of email correspondence from Blakes/Shibley in respect of award amount, interest calculations and costs; review interest calculations and related email to C. Burr of Blakes.	0.3
July 14	Preparation for and attend on call with C. Burr regarding parks levy, Tarion issues; follow-up emails with C. Burr.	0.5
July 15	Review of email correspondence and reporting package from A. Kanani of Tarion regarding bidding package; email to N. Jovanovski regarding same; review of Tarion correspondence in respect of 2nd year form and warranty assessment report for Unit ■■■ and related email to N. Jovanovski.	0.4
July 20	Preparation for and attend call with C. Burr regarding upcoming discharge matters; email to D. McIntosh regarding status of discharge matters; discussions with N. Jovanovski regarding Tarion matters and BSP invoice; discussions with A. Singels-Ludvik regarding HST and discharge matters; follow-up discussions with C. Burr regarding Tarion matters; discussions with D. McIntosh regarding next steps in discharge matter.	1.6
July 21	Review of Fee Affidavit materials and related emails with A. Singels-Ludvik and C. Burr.	0.2

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – July 1 to 31, 2020

July 22	Review and prepare update to waterfall analysis; follow-up emails with C. Burr regarding same.	1.5
July 23	Review of park levy judgement amount calculations and related emails with C. Burr; initial review of Construction Receiver's Tenth Report; email to R. Fairbloom of Miller Thomson regarding fee affidavit requirements.	0.7
July 24	Email to D. McIntosh and A. Singels-Ludvik regarding upcoming wire transfer.	0.1
July 25	Review of Tarion correspondence and update to Tarion invoice summaries; email to C. Burr regarding HST refund eligibility matters; work on revisions to Construction Receiver's Tenth Report.	1.5
July 26	Drafting of revisions to Construction Receiver's Tenth Report, including reviewing files and emails, analysis updates and related email to C. Burr.	3.5
July 27	Email communications with L. Major and D. Barot of City of Toronto regarding status of water discharge cash collateral; discussions with R. Fairbloom regarding Fee Affidavit requirements; call and email to D. DaSilva of Toronto Water regarding status of City held Cash Collateral; follow-up discussions with D. DaSilva of Toronto Water; preparation for and attend call with C. Burr regarding discharge motion matters; discussions with A. Singels-Ludvik regarding re-opening of HST account and R&D matters; email to R. Fairbloom and P. Watson of Miller Thomson regarding fee affidavit matters; review of materials and update to C. Burr in respect of Tenth Report; email to D. McIntosh regarding status update; finalize payment details to Shibley Righton, and related discussions/emails with A. Singels-Ludvik, D. McIntosh; discussions with CRA officer (Roselyn) and A. Singels-Ludvik regarding next steps to re-open UC Leslieville HST account; discussions R. Haley of Tarion regarding analysis of Tarion Cash Collateral balances; email communication to C. Henderson of the City of Toronto regarding Receiver's discharge motion.	3.3
July 28	Review of draft R&D; discussions with A. Singels-Ludvik regarding R&D, Park Levy payment, HST and discharge matters.	0.5

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – July 1 to 31, 2020

July 29	Further drafting of Tenth Court report and related analyses including Revised Eleventh Stage Projected Distribution; call/email to A. Kanani of Tarion regarding update on bidding process for common element warranty repairs; email to D. McIntosh regarding upcoming discharge motion; discussions with A. Singels-Ludvik regarding payment of invoices, fee affidavit summaries and R&D; prepare for and attend call with C. Burr regarding discharge motion matters.	4.3
July 30	Further drafting of Tenth Report, and revised projections; review of Tarion correspondence in respect of warranties and invoices; review and approval of BSP invoice.	3.9
July 31	Preparation for and attend conference call with C. Burr and P. Huff of Blakes and D. McIntosh regarding Unrepresented Purchaser matters and other discharge related matters; discussions with R. Haley of Tarion regarding reconciliation of Tarion claims and Tarion Cash Collateral, invoice adjustments and interest earned on collateral; review of Interim and Cumulative R&D's and related discussions with A. Singels-Ludvik; preparation of Notes to Interim and Cumulative R&D's; prepare revisions to the updated Stage 11 Projections; various emails with C. Burr and D. McIntosh regarding Tenth Court Report; emails with A. Singels-Ludvik and G. Jenkinson regarding storage of books and records; email to R. Fairbloom regarding status of fee affidavit.	3.6
TOTAL – T. Zaspalis		26.3 hrs.

A. Singels-Ludvik

Hrs.

July 20	Discussions with T. Zaspalis regarding HST and discharge matters; review of emails; prepare email to CIBC to transfer funds and arrange closing of account; follow-up with CIBC to confirm same and obtain current account balance; update Schedule of Receipts and Disbursements (“R&D”).	1.5
July 27	Telephone call to CRA and discussions with CRA officer (Roselyn) regarding next steps to re-open the UC Leslieville HST account; subsequent add in of T. Zaspalis regarding same; draft letter to CRA regarding same.	1.6
July 28	Discussions with T. Zaspalis regarding Summary R&D, Park Levy payment, HST and discharge matters; prepare various versions of the Summary R&D schedules for T. Zaspalis’ review.	1.7
July 29	Internal discussions regarding letter to CRA to be faxed; finalize letter and arrange faxing of same; follow-up and obtain wire confirmation regarding same.	0.3

Urbancorp (Leslieville) Developments Inc.
DETAILED SUMMARY – July 1 to 31, 2020

July 31	Process invoice for payment and update R&D; update Summary R&D and related versions regarding same; discussions with T. Zaspalis regarding same; discussions with T. Zaspalis regarding storage of books and records; email to Blakes regarding Receiver's invoices.	2.1
TOTAL – A. Singels-Ludvik		7.2 hrs.

This is Exhibit "B" referred to in the
affidavit of Douglas R. McIntosh
sworn before me by video conference,
this 5th day of August, 2020.


A Commissioner for Taking Affidavits
Caitlin McIntyre
LSO # 72306R

EXHIBIT "B"

**ALVAREZ & MARSAL CANADA INC., COURT-APPOINTED CONSTRUCTION RECEIVER OF
URBANCORP (LESLIEVILLE, THE BEACH, RIVERDALE) DEVELOPMENTS INC.**

(February 1, 2019 to July 31, 2020)

Staff Member	Title	Total Hours	Rate (\$CAD)	Amount Billed (\$CAD)	Notes
Doug McIntosh	Managing Director	25.8	\$925	\$23,865.00	
Tony Zaspalis	Senior Director	342.6	695	238,107.00	
Ryan Gruneir	Associate	6.3	450	2,835.00	
Audrey Singels-Ludvik	Associate	58.1	300	17,430.00	
Voluntary reduction				(913.00)	
Total Fees (excl. Disbursements and HST)		432.8	\$650.01	\$281,324.00	

AVG RATE

Court File No.: CV-16-11409-00CL

CANADIAN IMPERIAL BANK OF COMMERCE
Applicant

- and -

URBANCORP (LESLIEVILLE) DEVELOPMENTS INC. et al.
Respondents

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding Commenced at Toronto

AFFIDAVIT OF DOUGLAS R. MCINTOSH
Sworn August 5, 2020

BLAKE, CASSELS & GRAYDON LLP
Barristers and Solicitors
199 Bay Street
Suite 4000, Commerce Court West
Toronto, Ontario M5L 1A9

Chris Burr, LSO #55172H
Tel: 416-863-3261
Fax: 416-863-2653
Email: chris.burr@blakes.com

Independent counsel for Alvarez & Marsal Canada Inc., in its capacity as both Receiver and Manager and Construction Lien Trustee of the assets, undertakings and property of Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., and Urbancorp (The Beach) Developments Inc.

TAB B

Court File No: CV-16-11409-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

B E T W E E N:

CANADIAN IMPERIAL BANK OF COMMERCE

Applicant

- and -

**URBANCORP (LESLIEVILLE) DEVELOPMENTS INC.,
URBANCORP (RIVERDALE) DEVELOPMENTS INC., &
URBANCORP (THE BEACH) DEVELOPMENTS INC.**

Respondents

**APPLICATION UNDER section 243 of the *Bankruptcy and Insolvency Act*,
R.S.C. 1985, c. B-3, as amended, section 68 of the *Construction Lien Act*, R.S.O. 1990,
c.C.30, and under section 101 of the *Courts of Justice Act*, R.S.O. 1990, c. C.43**

**AFFIDAVIT OF MILLY CHOW
(Sworn August 6, 2020)**

I, MILLY CHOW, of the City of Toronto, in the Province of Ontario, MAKE OATH AND SAY:

1. I am a Partner at the law firm of Blake, Cassels & Graydon LLP (“**Blakes**”), and as such have knowledge of the matters to which I hereinafter depose.
2. By Order of the Honourable Mr. Justice Newbould dated May 31, 2016 (the “**Appointment Order**”), Alvarez & Marsal Canada Inc. was appointed as the receiver and manager pursuant to the *Bankruptcy and Insolvency Act* (Canada) and the *Courts of Justice Act*

(Ontario) (in such capacity, the “**Receiver**”), and construction lien trustee pursuant to the *Construction Lien Act* (Ontario) (in such capacity, the “**Construction Lien Trustee**”, and together with the Receiver, the “**Construction Receiver**”) of all of the property, assets, and undertakings, of Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., and Urbancorp (the Beach) Developments Inc. (collectively, the “**Debtors**”) acquired for, or used in relation to the Debtors’ business.

3. Pursuant to the Appointment Order, the Receiver retained Blakes to advise it with regards to the matters that required independent advice related to its appointment and the performance of its duties and powers.

4. Blakes’ fees and disbursements for the period from April 1, 2017 to April 30, 2018 were passed and approved by Order of Mr. Justice Myers dated June 26, 2018. Blakes’ fees and disbursements for the period from May 1, 2018 to January 31, 2019 were passed and approved by Order of Regional Senior Justice Morawetz dated April 17, 2019.

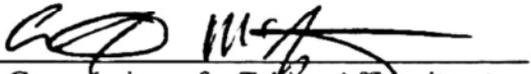
5. Blakes’ fees and disbursements for the period from February 1, 2019 to July 31, 2020 (the “**Current Fee Period**”) are summarized in the invoices rendered to the Construction Receiver (the “**Invoices**”). The Invoices are a fair and accurate description of the services provided, the disbursements incurred and the amounts charged by Blakes. The Invoices contain information and advice over which privilege is asserted, and which privilege is not waived. Redacted copies of the Invoices and a summary of the Invoices are attached hereto and marked as **Exhibit “A”**. Copies of the complete Invoices have been provided to the Construction Receiver and I am advised by the Construction Receiver that the Construction Receiver has reviewed the Invoices and that it considers the fees and disbursements fair and reasonable.

6. As set out in the summary of the Invoices included in Exhibit “A”, Blakes expended a total of 507.8 hours during the Current Fee Period, at an average hourly rate of \$585.05.

7. Attached hereto and marked as **Exhibit “B”** is a summary of the lawyers whose services are reflected on the Invoices, including year of call, hourly rate and total fees and hours billed.

8. The total amount being claimed for the work performed by Blakes during the Current Fee Period (as set out in the Invoices attached as Exhibit "A" and summarized in Exhibit "B") is \$336,931.68, comprised of \$297,086.40 for fees, \$1,100.45 for disbursements and \$38,744.83 for HST.

9. This affidavit is sworn in support of the Construction Receiver's motion for, among other things, approval of its fees and disbursements and those of its legal representatives and for no other purpose.

SWORN BEFORE ME by video conference)
from Toronto to Burlington)
this 6th day of August, 2020)
)
A Commissioner for Taking Affidavits, etc.)

Caitlin McIntyre
LSO # 72306R


MILLY CHOW

This is Exhibit "A" referred to in the

Affidavit of Milly Chow

sworn before me by video conference
this 6th day of August, 2020


A Commissioner, etc.

Caitlin McInerney
LSC #72306R

EXHIBIT "A" - SUMMARY OF INVOICES OF BLAKE, CASSELS & GRAYDON LLP
(Period from February 1, 2019 to July 31, 2020)

/3 Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., & Urbancorp (The Beach) Developments Inc.

Period Ending	Fees	Disb. Subject to HST	Disb. Not Subject to HST	Subtotal	HST	Total	Check Only	Hours
February 28, 2019	\$31,091.40	\$10.00	\$8.00	\$31,109.40	\$4,043.18	\$35,152.58	\$35,152.58	51.0
March 31, 2019	\$80,849.20	\$58.25	\$141.59	\$81,049.04	\$10,517.97	\$91,567.01	\$91,567.01	132.7
April 30, 2019	\$31,273.70	\$129.00	\$0.00	\$31,402.70	\$4,082.35	\$35,485.05	\$35,485.05	54.1
May 31, 2019	\$26,282.00	\$253.75	\$0.00	\$26,535.75	\$3,449.65	\$29,985.40	\$29,985.40	54.2
June 30, 2019	\$50,572.80	\$494.61	\$0.00	\$51,067.41	\$6,638.76	\$57,706.17	\$57,706.17	87.2
July 31, 2019	\$22,304.70	\$0.00	\$0.00	\$22,304.70	\$2,899.61	\$25,204.31	\$25,204.31	35.8
August 31, 2019	\$1,380.00	\$0.00	\$0.00	\$1,380.00	\$179.40	\$1,559.40	\$1,559.40	2.3
September 30, 2019	\$180.00	\$0.00	\$0.00	\$180.00	\$23.40	\$203.40	\$203.40	0.3
October 31, 2019	\$3,180.00	\$0.00	\$0.00	\$3,180.00	\$413.40	\$3,593.40	\$3,593.40	5.3
November 30, 2019	\$4,060.00	\$0.00	\$0.00	\$4,060.00	\$527.80	\$4,587.80	\$4,587.80	7.4
December 31, 2019	\$1,440.00	\$0.00	\$0.00	\$1,440.00	\$187.20	\$1,627.20	\$1,627.20	2.4
January 31, 2020	\$1,200.00	\$2.00	\$0.00	\$1,202.00	\$156.26	\$1,358.26	\$1,358.26	2.0
February 29, 2020	\$1,735.00	\$1.00	\$0.00	\$1,736.00	\$225.68	\$1,961.68	\$1,961.68	3.4
March 31, 2020	\$1,080.00	\$2.25	\$0.00	\$1,082.25	\$140.69	\$1,222.94	\$1,222.94	1.8
April 30, 2020	\$8,056.80	\$0.00	\$0.00	\$8,056.80	\$1,047.38	\$9,104.18	\$9,104.18	12.6
May 31, 2020	\$2,413.80	\$0.00	\$0.00	\$2,413.80	\$313.79	\$2,727.59	\$2,727.59	3.9
June 30, 2020	\$300.00	\$0.00	\$0.00	\$300.00	\$39.00	\$339.00	\$339.00	0.5
July 31, 2020	\$29,687.00	\$0.00	\$0.00	\$29,687.00	\$3,859.31	\$33,546.31	\$33,546.31	50.9
Totals:	\$297,086.40	\$950.86	\$149.59	\$298,186.85	\$38,744.83	\$336,931.68	\$336,931.68	507.8

Average Hourly Rate:

\$585.05



Blake, Cassels & Graydon LLP
 Barristers & Solicitors
 Patent & Trade-mark Agents
 199 Bay Street
 Suite 4000, Commerce Court West
 Toronto ON M5L 1A9 Canada
 Tel: 416-863-2400 Fax: 416-863-2653

INVOICE

Please write invoice
 number(s) on cheque

March 29, 2019

Alvarez & Marsal Canada Inc.
 200 Bay Street
 Suite 2900
 Royal Bank Plaza, South Tower
 P.O. Box 22
 Toronto, ON M5J 2J1
 Canada

Invoice: 2105650
 Billing Lawyer: Huff, Pamela
 HST/GST No.: R119396778
 Client: 00099766
 Matter: 000003

Attention: Doug McIntosh
 Managing Director

Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., & Urbancorp (The Beach) Developments Inc.

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended February 28, 2019, as follows:

	Total Fees	\$ 31,091.40
Taxable Disbursement(s)		
Profile Report - Online	\$ 10.00	\$ 10.00
Non-taxable Disbursement(s)		
Government Fees	\$ 8.00	\$ 8.00
		4,043.18
Harmonized Sales Tax (13.0%)		4,043.18
TOTAL DUE IN CANADIAN CURRENCY		\$ 35,152.58 CAD



Invoice: 2105650
Date: March 29, 2019
Page: 2

Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., & Urbancorp (The Beach) Developments Inc. (000003)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
02/01/19	McIntyre, Caitlin	Drafting form of notice to lien claimants regarding the assessment of claims for the Leslieville Project.	1.7	555.00	943.50
02/04/19	Burr, Chris	Discussions with T. Zaspalis regarding open issues; exchanging email messages with R. Fairbloom regarding tax issues raised by sale of empty lot; considering tax issues.	1.8	600.00	1,080.00
02/04/19	Halpern, Zvi	Marking up purchase and sale agreement for real property with GST/HST language.	0.4	820.00	328.00
02/05/19	Burr, Chris	Drafting letter regarding total lien claims; discussions with A. Slavens and T. Zaspalis regarding Tarion take-over of warranty claims; reviewing Craft construction contracts to determine warranty period; exchanging email messages with T. Zaspalis regarding warranty transitions; corresponding with P. Hancock regarding lien claims.	2.5	600.00	1,500.00
02/06/19	Burr, Chris	Preparing for and participating on status call with T. Zaspalis; reviewing projected distribution summary prepared by T. Zaspalis; coordinating delivery of lien claim letters; discussions with T. Zaspalis regarding P. Horgan request for amendment to 12th stage of distribution waterfall.	2.8	600.00	1,680.00
02/06/19	McIntyre, Caitlin	Reviewing and providing comments on notices to lien claimants regarding the amount of their lien claim.	0.5	555.00	277.50
02/07/19	Burr, Chris	Preparing for and participating on status call with T. Zaspalis; coordinating delivery of letters regarding lien claims; reviewing and commenting on statements of receipts and disbursements and distribution projections; call with J. Armel regarding lien claims.	2.3	600.00	1,380.00
02/07/19	McIntyre, Caitlin	Finalizing draft notices to lien claimants regarding the amount of their lien claim.	0.1	555.00	55.50
02/08/19	Burr, Chris	Discussions with T. Zaspalis regarding distribution of projections to stakeholders and Tarion protocol; exchanging email messages with D. McIntosh regarding same.	0.9	600.00	540.00
02/08/19	Huff, Pamela	Email from purchaser counsel; discussion with C. Burr regarding park levy.	0.3	846.00	253.80



Invoice: 2105650
Date: March 29, 2019
Page: 3

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
02/11/19	Burr, Chris	Discussions with A. Slavens regarding Taron transitional issues; exchanging email messages with T. Zaspalis regarding Shibley Righton letter; discussions with T. Zaspalis regarding status of open issues.	1.6	600.00	960.00
02/11/19	McIntyre, Caitlin	Drafting notice of motion in support of a motion for approval of fees and lien amounts.	2.7	555.00	1,498.50
02/12/19	Burr, Chris	Revising empty lot purchase agreement to reflect tax comments and circulating same to R. Fairbloom; exchanging email messages with P. Horgan regarding amendment to settlement approval order; discussions with T. McRae regarding meeting; drafting Eighth Report to update facts.	3.0	600.00	1,800.00
02/13/19	Burr, Chris	Exchanging email messages with T. Zaspalis regarding P. Horgan correspondence and other open issues.	0.5	600.00	300.00
02/14/19	Burr, Chris	Preparing for and participating at meeting with T. McRae, M. Mackay, T. Zaspalis and R. Fairbloom regarding closing adjustments claim; discussions with R. Fairbloom regarding same; reviewing records and correspondence regarding closing with Leslieville purchasers; additional discussions with R. Fairbloom; researching Planning Act; discussions with P. Huff regarding same; discussions with T. Zaspalis regarding same.	7.7	600.00	4,620.00
02/14/19	D'Alimonte, Silvana	Meeting with C. Burr to discuss analysis of adjustment clause for park levy.	0.5	752.00	376.00
02/15/19	Burr, Chris	Discussions with S. Grundy regarding [REDACTED]; discussions with S. D'Alimonte regarding purchase agreement for empty lot; discussions with R. Fairbloom regarding [REDACTED]; discussions with T. Zaspalis regarding status of open issues; call with R. Fairbloom regarding history of negotiation of Leslieville purchase agreements; reviewing Leslieville site plan and letters of credit; call with P. Horgan regarding lien claimant position; call with T. Zaspalis regarding empty lot purchase agreement; drafting email to Shibley Righton regarding [REDACTED]	5.9	600.00	3,540.00
02/16/19	Burr, Chris	Exchanging email messages with T. Zaspalis, D. McIntosh and P. Huff regarding [REDACTED]	0.4	600.00	240.00



Invoice: 2105650
 Date: March 29, 2019
 Page: 4

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
02/19/19	Burr, Chris	Exchanging email messages with P. Horgan, B. Bissell and C. Prophet regarding potential lien challenge to distribution priorities; reviewing agreements and correspondence regarding Leslieville purchase agreements; drafting Eighth Report regarding same; exchanging email messages with D. McIntosh regarding Shibley Righton [REDACTED]	2.6	600.00	1,560.00
02/19/19	Huff, Pamela	Reviewing emails; conference call with Construction Receiver regarding dispute over park levy and representation by Shibley Righton.	1.4	846.00	1,184.40
02/20/19	Burr, Chris	Discussions with P. Horgan regarding potential challenge to distribution priority; discussions with T. Zaspalis regarding status of open issues; exchanging email messages with G. Swinkin regarding Planning Act issues; drafting Eighth Report regarding claims by purchasers regarding closing costs.	1.2	600.00	720.00
02/20/19	Thompson, Nancy	Conducting corporate searches to determine registered office address for two lien claimants; e-mail message to M. Bamrah forwarding same.	0.2	410.00	82.00
02/21/19	Burr, Chris	Discussions with G. Swinkin regarding Planning Act; discussions with lien claimant counsel regarding determination of final lien claims; discussions with M. Mackey regarding [REDACTED]; reviewing disclosure made to Leslieville purchasers and condominium declaration; reviewing correspondence sent to Leslieville purchasers.	5.5	600.00	3,300.00
02/22/19	Burr, Chris	Exchanging email messages with A. Slavens regarding Tarion transition and timing of Construction Receiver's motion; drafting Eighth Report regarding purchaser claims.	0.9	600.00	540.00
02/25/19	Burr, Chris	Discussions with S. D'Alimonte regarding Shibley Righton claims about purchase price adjustments.	0.2	600.00	120.00
02/26/19	Burr, Chris	Discussions with P. Huff regarding P. Horgan email regarding distribution priority; discussions with T. Zaspalis regarding open issues.	1.0	600.00	600.00
02/26/19	Huff, Pamela	Reviewing emails regarding issue raised by P. Horgan; discussing same with C. Burr; reviewing draft reply.	0.7	846.00	592.20



Invoice: 2105650
 Date: March 29, 2019
 Page: 5

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
02/27/19	Burr, Chris	Exchanging email messages with B. Bissell regarding status of proceedings; drafting email to A. Slavens regarding Tarion transition; call with T. Zaspalis regarding status of open issues; exchanging email messages with F. D'Allesandro regarding HST audit.	1.1	600.00	660.00
02/28/19	Burr, Chris	Exchanging email messages with B. Bissell regarding status; reviewing correspondence regarding lien claims; drafting Eighth Report.	0.6	600.00	360.00
Total Fees for this Matter					\$ 31,091.40

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Burr, Chris	BUR	42.5	600.00	25,500.00
D'Alimonte, Silvana	SMDA	0.5	752.00	376.00
Halpern, Zvi	ZVI	0.4	820.00	328.00
Huff, Pamela	PLJH	2.4	846.00	2,030.40
McIntyre, Caitlin	CAI	5.0	555.00	2,775.00
Thompson, Nancy	NAB	0.2	410.00	82.00
	Total	51.0		\$ 31,091.40

Taxable Disbursement(s)

Profile Report - Online \$ 10.00

\$ 10.00

Non-taxable Disbursement(s)

Government Fees \$ 8.00

\$ 8.00

Harmonized Sales Tax (13.0%) 4,043.18

Total Due for this Matter in Canadian Currency \$ 35,152.58 CAD



Blake, Cassels & Graydon LLP
 Barristers & Solicitors
 Patent & Trade-mark Agents
 199 Bay Street
 Suite 4000, Commerce Court West
 Toronto ON M5L 1A9 Canada
 Tel: 416-863-2400 Fax: 416-863-2653

INVOICE

Please write invoice
 number(s) on cheque

April 22, 2019

Alvarez & Marsal Canada Inc.
 200 Bay Street
 Suite 2900
 Royal Bank Plaza, South Tower
 P.O. Box 22
 Toronto, ON M5J 2J1
 Canada

Invoice: 2109674
 Billing Lawyer Huff, Pamela
 HST/GST No.: R119396778
 Client: 00099766
 Matter: 000003

Attention: Doug McIntosh
 Managing Director

**Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., &
 Urbancorp (The Beach) Developments Inc.**

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended March 31, 2019, as follows:

	Total Fees	\$ 80,849.20
<u>Taxable Disbursement(s)</u>		
Duplicating	\$ 58.25	_____
		\$ 58.25
<u>Non-taxable Disbursement(s)</u>		
Filing Fee	\$ 141.59	_____
		\$ 141.59
	Harmonized Sales Tax (13.0%)	10,517.97
	TOTAL DUE IN CANADIAN CURRENCY	\$ 91,567.01 CAD



Invoice: 2109674
Date: April 22, 2019
Page: 2

Re: **Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., & Urbancorp (The Beach) Developments Inc. (000003)**

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
03/01/19	Burr, Chris	Exchanging email messages with A. Slavens regarding Tarion matters; discussions with T. Zaspalis regarding open issues.	0.7	600.00	420.00
03/04/19	Burr, Chris	Exchanging email messages with G. Watchorn and B. Bissell regarding call; preparing for and participating on call with T. Zaspalis regarding open issues.	0.7	600.00	420.00
03/05/19	Burr, Chris	Coordinating meeting with Terra Firma and T. Zaspalis; exchanging email messages with T. Zaspalis regarding update to Eighth Report; updating Eighth Report.	2.0	600.00	1,200.00
03/06/19	Burr, Chris	Reviewing draft letter requesting tax related relief; reviewing and revising Eighth Report to reflect updated issues; discussions with T. Zaspalis regarding same.	3.8	600.00	2,280.00
03/07/19	Burr, Chris	Discussions with T. Zaspalis to finalize Eighth Report; drafting and revising same.	2.6	600.00	1,560.00
03/08/19	Burr, Chris	Revising Eighth Report to reflect comments from T. Zaspalis.	0.9	600.00	540.00
03/10/19	Burr, Chris	Coordinating finalization of fee affidavits; coordinating delivery of addresses for unrepresented purchasers; updating Eighth Report and forwarding to T. Zaspalis with comments.	3.2	600.00	1,920.00
03/11/19	Burr, Chris	Discussions and exchanging email messages with A. Slavens regarding Tarion rider; discussions with T. Zaspalis regarding status of service; reviewing comments from T. Zaspalis on Eighth Report; drafting and finalizing purchase price adjustment section of Eighth Report; further engaged with Tarion rider.	3.0	600.00	1,800.00
03/12/19	Burr, Chris	Discussions with T. Zaspalis regarding status of open issues; drafting email to P. Horgan regarding amendment to 12th tier; exchanging email messages with B. Bissell regarding [REDACTED]; exchanging email messages with A. Slavens regarding Tarion issues; discussions with N. Thompson regarding fee affidavits.	1.1	600.00	660.00
03/12/19	Thompson, Nancy	Reviewing e-mail message from C. Burr and	1.0	410.00	410.00



Invoice: 2109674
 Date: April 22, 2019
 Page: 3

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		additional invoices to be added to the fee affidavit of D. McIntosh; e-mail message to C. Burr providing summary of outstanding items to complete D. McIntosh's affidavit; reviewing and updating affidavit of M. Chow to include recent invoice.			
03/13/19	Burr, Chris	Meeting with T. Zaspalis to finalize Eighth Report; revising Eighth Report to incorporate comments; circulating same; exchanging email messages with M. Mackey regarding [REDACTED]; exchanging email messages with P. Horgan regarding vetting committee counsel compensation; exchanging email messages with G. Watchorn regarding [REDACTED] and general status; exchanging email messages with A. Slavens regarding Tarion issues.	5.5	600.00	3,300.00
03/13/19	Thompson, Nancy	E-mail messages to and from the Commercial List regarding available dates for Morawetz, J.; preparing request form; e-mail message to C. Burr forwarding same; reviewing and revising fee affidavit of M. Chow; reviewing additional invoice and highlighting privileged or sensitive information to be redacted; e-mail message to C. Burr regarding same.	1.1	410.00	451.00
03/14/19	Burr, Chris	Finalizing Eighth Report; corresponding with R. Fairbloom regarding Miller Thomson fee approval; coordinating final redactions of Blakes and Alvarez & Marsal affidavits; coordinating booking motion on March 26; drafting email to M. Mackey regarding [REDACTED] and certain complaints raised; discussions with T. Zaspalis regarding same; coordinating with T. Zaspalis regarding schedules to Eighth Report; finalizing Eighth Report and circulating to D. McIntosh and P. Huff for comment.	3.8	600.00	2,280.00
03/14/19	Huff, Pamela	Emails with C. Burr regarding relief to be sought, scope of Eighth Report; settlement with Tarion, etc.	0.9	846.00	761.40
03/14/19	Thompson, Nancy	Reviewing e-mail message from C. Burr and additional invoices for inclusion in fee affidavit of D. McIntosh; reviewing invoices and highlighting privileged or sensitive information for redacting; e-mail message to C. Burr regarding same; reviewing signed request form and forwarding same to the Commercial	0.7	410.00	287.00



Invoice: 2109674
 Date: April 22, 2019
 Page: 4

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		List office.			
03/15/19	Burr, Chris	Telephone call with D. McIntosh regarding comments on Eighth Report; revising same to reflect comments; reviewing comments from P. Huff regarding same; further amending Eighth Report to include comments; discussions with P. Huff regarding omnibus relief requested.	2.8	600.00	1,680.00
03/15/19	Huff, Pamela	Emails with Blakes and Receiver regarding proposed motion; reviewing and providing comprehensive comments on draft Eighth Report.	4.2	846.00	3,553.20
03/16/19	Burr, Chris	Exchanging email messages with P. Huff regarding regularizing service on unrepresented parties; finalizing draft orders for miscellaneous relief and circulating to working group; revising Eighth Report to reflect comments received and change in intended relief regarding Tarion; exchanging email messages with A. Slavens regarding revisions to Tarion order; corresponding with P. Huff regarding relief requested on March 26; circulating revised materials.	4.3	600.00	2,580.00
03/17/19	Burr, Chris	Coordinating conference call for comments from D. McIntosh and T. Zaspalis on Eighth Report and associated materials; reviewing comments from P. Huff and revising Eighth Report to reflect same; circulating revised drafts to working group; coordinating finalization of fee affidavits; coordinating consolidation of materials for service.	3.6	600.00	2,160.00
03/17/19	Huff, Pamela	Emails with C. Burr regarding preparation of Eighth Report.	0.4	846.00	338.40
03/17/19	Thompson, Nancy	Reviewing e-mail message from C. Burr; redacting copies of invoices; assembling fee approval affidavit of M. Chow and D. McIntosh with copies of redacted invoices; e-mail message to C. Burr forwarding same.	0.8	410.00	328.00
03/18/19	Burr, Chris	Preparing for and participating on call with D. McIntosh, T. Zaspalis and P. Huff regarding final comments on materials; revising final document to reflect comments from all parties; breaking Eighth Report into original and supplemental reports; finalizing notice of motion prepared by C. McIntyre; exchanging email messages with T. McRae regarding	11.7	600.00	7,020.00



Invoice: 2109674
 Date: April 22, 2019
 Page: 5

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		██████████ and other Park Levy issues; coordinating finalizing motion record; coordinating service of same; discussions with C. McIntyre regarding service on unrepresented purchasers.			
03/18/19	Huff, Pamela	Emails with C. Burr regarding service on unrepresented purchasers and relief sought; emails regarding previous substituted service order and scope of same; considering PIPEDA issues regarding service information on individuals; reviewing further revisions to Eighth Report; discussions with C. Burr; conference call with D. McIntosh, C. Burr, and T. Zaspalis regarding issues to address in Eighth Report and pending hearing date; considering issues to address at hearing.	2.9	846.00	2,453.40
03/18/19	McIntyre, Caitlin	Revising Notice of motion with respect to motion returnable on March 26, 2019; reviewing list of purchasers to determine those that are unrepresented; compiling appendices to Eighth Report and Supplement to the Eighth Report; call with C. Burr and T. Zaspalis; reviewing and revising Eighth Report, Supplement to the Eighth Report and Draft Orders; serving motion materials on Service List and on unrepresented purchasers.	12.3	555.00	6,826.50
03/19/19	Burr, Chris	Reviewing service with C. McIntyre; discussions with P. Huff regarding service issues; corresponding with A. Kaufman regarding Travelers' position on motion; reviewing Shibley Righton motion record; coordinating with B. Bissell and Shibley Righton regarding timetable; discussions with Z. Halpern regarding HST rebate issues.	1.3	600.00	780.00
03/19/19	Halpern, Zvi	Advising C. Burr regarding GST/HST new housing rebate.	0.4	820.00	328.00
03/19/19	Huff, Pamela	Further discussions with C. Burr regarding Eighth Report and draft orders; reviewing final version; emails to C. Burr and C. McIntyre regarding issues to consider and preparation for hearing; providing comments on draft orders.	1.9	846.00	1,607.40
03/19/19	McIntyre, Caitlin	Serving materials on unrepresented purchasers; resolving bounce back issues from service of materials; drafting affidavit of service; coordinating filing of materials.	4.9	555.00	2,719.50



Invoice: 2109674
 Date: April 22, 2019
 Page: 6

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
03/19/19	Thompson, Nancy	Reviewing Monitor's website for copies of the service list; e-mail messages to and from C. McIntyre regarding updating of same.	0.2	410.00	82.00
03/20/19	Burr, Chris	Coordinating with T. Zaspalis regarding request for HST rebate by purchaser; drafting response regarding same; exchanging email messages with P. Huff regarding HST issues; reviewing historical correspondence regarding same; engaged regarding affidavit of service; coordinating finalization of fee affidavits; drafting factum; call with B. Bissell regarding open issues; coordinating with Shibley Righton regarding timeline.	4.9	600.00	2,940.00
03/20/19	Chow, Milly	Reviewing draft fee approval affidavit and discussion with C. McIntyre relating to same.	0.3	788.00	236.40
03/20/19	Huff, Pamela	Emails with C. Burr regarding HST issues on closing and potential for issues at hearing.	0.7	846.00	592.20
03/20/19	McIntyre, Caitlin	Drafting factum in relation to motion returnable on March 26, 2019.	4.3	555.00	2,386.50
03/20/19	Thompson, Nancy	E-mail messages from and to C. McIntyre regarding updating the service list and the e-service list; reviewing and revising same; e-mail message to C. McIntyre forwarding updated service list and e-service list.	1.5	410.00	615.00
03/21/19	Burr, Chris	Discussions with T. Zaspalis regarding open issues on motion and HST refunds; coordinating with C. McIntyre regarding updating factum; following up with Shibley Righton regarding timetable call.	1.3	600.00	780.00
03/21/19	McIntyre, Caitlin	Revising master service list; drafting factum in relation to motion returnable on March 26, 2019.	3.2	555.00	1,776.00
03/22/19	Burr, Chris	Drafting and revising factum; preparing for and participating on call with B. Bissell regarding Shibley Righton; call with A. Slavens regarding Tarion position on motion; revising factum; discussions with C. McIntyre regarding factum; exchanging email messages with P. Huff regarding position of Terra Firma on Tarion Warranty and Tarion Cash Collateral; considering fee approval issues; calls with T. Zaspalis regarding status of all issues; preparing reporting email to Receiver.	7.0	600.00	4,200.00
03/22/19	Halpern, Zvi	Reviewing HST rebate form; providing HST	0.3	820.00	246.00



Invoice: 2109674
 Date: April 22, 2019
 Page: 7

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		advice.			
03/22/19	Huff, Pamela	Emails with C. Burr regarding issues raised by Terra Firma and proposed response.	0.8	846.00	676.80
03/22/19	McIntyre, Caitlin	Revising factum in respect of motion on March 26, 2019; coordinating compiling of book of authorities.	3.5	555.00	1,942.50
03/23/19	Burr, Chris	Drafting fee challenge timetable and [REDACTED]/Park Levy resolution timetable; circulating same to working group for comment.	1.0	600.00	600.00
03/23/19	Huff, Pamela	Reviewing draft emails regarding pending motions and providing comments.	0.7	846.00	592.20
03/24/19	Burr, Chris	Coordinating with T. Zaspalis and C. McIntyre regarding changes to factum; corresponding with D. McIntosh and T. Zaspalis regarding changes to relief requested in light of Terra Firma position on Tarion; coordinating with B. Bissell and M. Mackey regarding [REDACTED]/Park Levy timeline; engaged regarding HST Rebate forms.	3.0	600.00	1,800.00
03/24/19	McIntyre, Caitlin	Revising factum in respect of motion returnable on March 26, 2019.	0.4	555.00	222.00
03/25/19	Burr, Chris	Preparing for and participating on call with T. Zaspalis regarding issues to be addressed at motion; coordinating with C. McIntyre regarding motion materials; finalizing form of orders; preparing for motion.	3.4	600.00	2,040.00
03/25/19	Gelkopf, Allan J.	Conferring with Z. Halpern-Shavim regarding GST/HST issues relating to sale of condominium unit by Receiver and new housing rebate issues and reviewing GST/HST analysis.	0.7	890.00	623.00
03/25/19	Halpern, Zvi	Follow up regarding HST new housing rebate matters.	0.6	820.00	492.00
03/25/19	Huff, Pamela	Reviewing and providing final comments on draft orders for pending motions.	0.8	846.00	676.80
03/25/19	McIntyre, Caitlin	Serving factum on Service List; drafting affidavit of service; coordinating filing of factum and book of authorities and preparation of materials in advance of motion.	2.2	555.00	1,221.00
03/26/19	Burr, Chris	Coordinating with Shibley Righton regarding timeline for dispute resolution; preparing for and attending motion; discussions with T.	4.7	600.00	2,820.00



Invoice: 2109674
 Date: April 22, 2019
 Page: 8

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		Zaspalis regarding open issues; coordinating getting order issued and entered.			
03/26/19	McIntyre, Caitlin	Coordinating orders being issued and entered.	0.2	555.00	111.00
03/26/19	Riviglia, Anna	Submitted order for signing.			25.00
03/26/19	Thompson, Nancy	Discussion with C. McIntyre; reviewing Order as signed by Morawetz, RSJ; preparing clean version; assembling materials and arranging for clean version to be issued and entered.	0.5	410.00	205.00
03/27/19	Amoroso, Carlo	Picking up signed and entered order.			25.00
03/27/19	Burr, Chris	Discussions with D. McIntosh and T. Zaspalis regarding Terra Firma position on [REDACTED]; coordinating meeting with City of Toronto.	1.3	600.00	780.00
03/27/19	McIntyre, Caitlin	Coordinating issuing and entering of orders and serving same on Service List; circulating issued and entered orders to T. Zaspalis.	0.6	555.00	333.00
03/27/19	Thompson, Nancy	E-mail messages to and from filing clerks regarding status of order; e-mail message to C. McIntyre forwarding order as issued and entered; receiving instructions from C. Burr; reviewing endorsements for adjourned hearing dates and preparing request forms; e-mail message to C. Burr forwarding same.	0.6	410.00	246.00
03/28/19	Burr, Chris	Discussions with D. McIntosh and T. Zaspalis regarding [REDACTED]; exchanging emails with and regarding Shibley Righton; revising Park Levy resolution timeline; reviewing Craft release.	1.5	600.00	900.00
Total Fees for this Matter					\$ 80,849.20

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Amoroso, Carlo	CAMO	0.0	0.00	25.00
Burr, Chris	BUR	79.1	600.00	47,460.00
Chow, Milly	MYC	0.3	788.00	236.40
Gelkopf, Allan J.	AJG	0.7	890.00	623.00
Halpern, Zvi	ZVI	1.3	820.00	1,066.00
Huff, Pamela	PLJH	13.3	846.00	11,251.80
McIntyre, Caitlin	CAI	31.6	555.00	17,538.00



Invoice: 2109674
 Date: April 22, 2019
 Page: 9

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Riviglia, Anna	ANR	0.0	0.00	25.00
Thompson, Nancy	NAB	6.4	410.00	2,624.00
	Total	132.7		\$ 80,849.20

Taxable Disbursement(s)

Duplicating	\$ 58.25	
		\$ 58.25

Non-taxable Disbursement(s)

Filing Fee	\$ 141.59	
		\$ 141.59

Harmonized Sales Tax (13.0%)		10,517.97
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Total Due for this Matter in Canadian Currency		\$ 91,567.01 CAD
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Blake, Cassels & Graydon LLP
 Barristers & Solicitors
 Patent & Trade-mark Agents
 199 Bay Street
 Suite 4000, Commerce Court West
 Toronto ON M5L 1A9 Canada
 Tel: 416-863-2400 Fax: 416-863-2653

INVOICE

Please write invoice
 number(s) on cheque

June 5, 2019

Alvarez & Marsal Canada Inc.
 200 Bay Street
 Suite 2900
 Royal Bank Plaza, South Tower
 P.O. Box 22
 Toronto, ON M5J 2J1
 Canada

Invoice: 2117351
 Billing Lawyer: Huff, Pamela
 HST/GST No.: R119396778
 Client: 00099766
 Matter: 000003

Attention: Doug McIntosh
 Managing Director

**Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., &
 Urbancorp (The Beach) Developments Inc.**

SUMMARY OF MATTER(S) FOR PROFESSIONAL SERVICES RENDERED
 during the period ended April 30, 2019, as follows:

Matter	Name	Fees Actual	Fees Reduced	Total Amount
000003	Urbancorp (Leslieville) Developments Inc	\$ 32,186.70	\$ 31,273.70	\$ 35,485.05

Total Fees	\$ 32,186.70
Total Disbursements	\$ 129.00
Less Discount	-913.00
Harmonized Sales Tax (13.0%)	4,082.35
TOTAL DUE IN CANADIAN CURRENCY	\$ 35,485.05 CAD

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Invoice: 2117351
 Date: June 5, 2019
 Page: 2

Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., & Urbancorp (The Beach) Developments Inc. (000003)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
04/01/19	Burr, Chris	Discussions with T. Zaspalis regarding open issues; exchanging email messages with P. Hancock regarding Lido contact information; exchanging email messages with B. Bissell regarding open issues.	0.8	600.00	480.00
04/02/19	Burr, Chris	Engaged regarding Shibley Righton document disclosure requests; drafting Craft release.	2.3	600.00	1,380.00
04/02/19	McIntyre, Caitlin	Compiling documents requested by Shibley Righton in relation to motion regarding the Park Levy.	3.0	555.00	1,665.00
04/03/19	Burr, Chris	Preparing for and participating on call with T. Zaspalis regarding Tarion and Craft release; call with B. Bissell regarding same; engaged regarding Shibley Righton document requests.	1.5	600.00	900.00
04/03/19	McIntyre, Caitlin	Preparing documents to be sent to Shibley Righton.	0.3	555.00	166.50
04/04/19	Burr, Chris	Discussions with T. Zaspalis regarding status of open matters; engaged regarding disclosure to Shibley Righton; drafting email to G. Watchorn for review by T. Zaspalis.	1.2	600.00	720.00
04/05/19	Thompson, Nancy	Receiving instructions from C. Burr; reviewing and redacting statements of adjustments; e-mail message to C. Burr forwarding same; reviewing e-mail message from C. Burr; finalizing request forms for April 17 and June 4 and e-mail message to Commercial List office submitting same.	0.7	410.00	287.00
04/08/19	Burr, Chris	Exchanging emails and telephone calls with T. Zaspalis regarding Tarion issues and notices to purchasers.	0.5	600.00	300.00
04/08/19	Thompson, Nancy	Reviewing e-mail message from the Commercial List office requesting a copy of the endorsement for the April 17th date; reviewing file; e-mail message to and from C. Burr regarding same; e-mail message to the Commercial List office; e-mail message from the Commercial List office confirming hearing dates and times; e-mail message to C. Burr regarding same.	0.4	410.00	164.00



Invoice: 2117351
 Date: June 5, 2019
 Page: 3

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
04/09/19	Burr, Chris	Exchanging email messages with M. Mackey regarding documents disclosed; exchanging email messages with A. Kaufmann regarding Travelers issues; exchanging email messages with A. Slavens and B. Bissell regarding Tarion warranty and cash collateral issues; drafting notice to unrepresented purchasers.	1.1	600.00	660.00
04/09/19	McIntyre, Caitlin	Reviewing orders in respect of motion on April 17, 2019; coordinating service of a Notice Letter on unrepresented purchasers.	1.3	555.00	721.50
04/10/19	Burr, Chris	Call with F. Law, counsel to purchaser, regarding pending motions; drafting and revising Tarion Cash Collateral Order; preparing for and participating on call with A. Slavens, B. Bissell, T. Zaspalis and C. McIntyre regarding Tarion issues; drafting second supplement to Eighth Report.	5.6	600.00	3,360.00
04/10/19	McIntyre, Caitlin	Call with C. Burr, T. Zaspalis, A. Slavens and B. Bissell to discuss motion on April 17, 2019; reviewing correspondence from counsel to an unrepresented purchaser.	1.2	555.00	666.00
04/11/19	Burr, Chris	Drafting agreed statement of facts; revising second supplement to Eighth Report to reflect comments; call with T. Zaspalis regarding second supplement and open issues for motion; drafting and revising orders; call with A. Slavens regarding comments on Cash Collateral Order; discussion with P. Huff regarding pending motions; revising same to include comments; exchanging email messages with P. Horgan regarding lien claimant counsel compensation.	5.9	600.00	3,540.00
04/11/19	Huff, Pamela	Discussion with C. Burr regarding pending motions.	0.8	846.00	676.80
04/11/19	McIntyre, Caitlin	Drafting notice of motion and motion record with respect to motion on April 17, 2019; reviewing the Second Supplement to the Monitor's Eighth Report.	2.3	555.00	1,276.50
04/12/19	Burr, Chris	Meeting with City planners and counsel regarding Riverdale water issues; telephone call with T. Zaspalis regarding Tarion issues; finalizing motion materials; call with A. Slavens and B. Bissell regarding same; coordinating service of motion materials; drafting email to M. Mackey regarding Park	4.4	600.00	2,640.00



Invoice: 2117351
 Date: June 5, 2019
 Page: 4

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		Levy dispute.			
04/12/19	McIntyre, Caitlin	Revising notice of motion with respect to motion on April 17, 2019; coordinating compiling, service and filing of the Supplemental Motion Record of the Construction Receiver; drafting affidavit of service; reviewing draft orders with respect to the motion on April 17, 2019.	3.2	555.00	1,776.00
04/15/19	Burr, Chris	Reviewing and commenting on Tarion letter regarding evaluation of Tarion claims; exchanging email messages with working group regarding same.	1.5	600.00	900.00
04/16/19	Burr, Chris	Reviewing and commenting on Tarion letter; discussions with T. Zaspalis regarding same; exchanging email messages with B. Bissell and A. Slavens regarding same; drafting agreed statement of facts; engaged regarding documentary disclosure to M. Mackey.	3.7	600.00	2,220.00
04/16/19	McIntyre, Caitlin	Preparing copies of affidavits of service in advance of motion on April 17, 2019.	0.1	555.00	55.50
04/17/19	Amoroso, Carlo	Having two signed orders entered with the court.			25.00
04/17/19	Burr, Chris	Preparing for and attending motion regarding purchase price adjustments and other relief; discussions with A. Slavens and B. Bissell regarding Tarion transition; finalizing and circulating agreed statement of facts; discussions with T. Zaspalis regarding open issues.	5.4	600.00	3,240.00
04/17/19	McIntyre, Caitlin	Serving the Endorsement and Issued and Entered Order dated April 17, 2019 on the Service List and Unrepresented Purchasers.	0.2	555.00	111.00
04/17/19	Thompson, Nancy	Receiving instructions from C. Burr; arranging for Orders to be entered; e-mail messages to and from filing clerks regarding same; e-mail message to C. McIntyre forwarding copies of Orders as issued and entered.	0.5	410.00	205.00
04/18/19	Burr, Chris	Reviewing final agreed statement of facts; drafting email to T. Zaspalis regarding open issues in same.	0.7	600.00	420.00
04/23/19	Burr, Chris	Exchanging email messages and telephone calls with T. Zaspalis regarding open issues; considering Tarion review of claims issues.	0.8	600.00	480.00



Invoice: 2117351
 Date: June 5, 2019
 Page: 5

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
04/23/19	McIntyre, Caitlin	Revising Service List and circulating same to Construction Receiver.	0.3	555.00	166.50
04/24/19	Burr, Chris	Discussions with T. Zaspalis regarding outstanding issues.	0.2	600.00	120.00
04/25/19	Burr, Chris	Discussions with T. Zaspalis and P. Huff regarding distribution issues; exchanging email messages with R. Fairbloom regarding agreed statement of facts; exchanging email messages with B. Bissell regarding agreed statement of facts and joint book of documents.	1.1	600.00	660.00
04/25/19	Huff, Pamela	Discussion with T. Zaspalis and C. Burr.	0.3	846.00	253.80
04/26/19	Burr, Chris	Reviewing correspondence regarding preparation of new and opt-in purchaser sale agreements; drafting email messages to B. Bissell and M. Mackey regarding same; discussions with T. Zaspalis regarding potential distribution ranges; drafting email to G. Watchorn regarding same; discussions with P. Huff.	1.3	600.00	780.00
04/26/19	Huff, Pamela	Discussion with C. Burr regarding final issues and distribution; discussion with D. McIntosh regarding same; further discussion with C. Burr.	1.1	846.00	930.60
04/30/19	Burr, Chris	Reviewing comments from Shibley Righton on agreed statement of facts; discussions with T. Zaspalis regarding same; drafting email to B. Bissell regarding same.	0.4	600.00	240.00
Total Fees for this Matter					\$ 32,186.70

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Amoroso, Carlo	CAMO	0.0	0.00	25.00
Burr, Chris	BUR	38.4	600.00	23,040.00
Huff, Pamela	PLJH	2.2	846.00	1,861.20
McIntyre, Caitlin	CAI	11.9	555.00	6,604.50
Thompson, Nancy	NAB	1.6	410.00	656.00
Total		54.1		\$ 32,186.70

Taxable Disbursement(s)



Invoice:	2117351
Date:	June 5, 2019
Page:	6

Duplicating

\$ 129.00

\$ 129.00

Less Discount

-913.00

Harmonized Sales Tax (13.0%)

4,082.35

Total Due for this Matter in Canadian Currency

\$ 35,485.05 CAD



Blake, Cassels & Graydon LLP
 Barristers & Solicitors
 Patent & Trade-mark Agents
 199 Bay Street
 Suite 4000, Commerce Court West
 Toronto ON M5L 1A9 Canada
 Tel: 416-863-2400 Fax: 416-863-2653

INVOICE

Please write invoice
 number(s) on cheque

June 24, 2019

Alvarez & Marsal Canada Inc.
 200 Bay Street
 Suite 2900
 Royal Bank Plaza, South Tower
 P.O. Box 22
 Toronto, ON M5J 2J1
 Canada

Invoice: 2120925
 Billing Lawyer Huff, Pamela
 HST/GST No.: R119396778
 Client: 00099766
 Matter: 000003

Attention: Doug McIntosh
 Managing Director

Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., &
 Urbancorp (The Beach) Developments Inc.

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended May 31, 2019, as follows:

	Total Fees	\$ 26,282.00
<u>Taxable Disbursement(s)</u>		
Duplicating	\$ 253.75	
		\$ 253.75
	Harmonized Sales Tax (13.0%)	3,449.65
	TOTAL DUE IN CANADIAN CURRENCY	\$ 29,985.40 CAD



Invoice:	2120925
Date:	June 24, 2019
Page:	2

Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., & Urbancorp (The Beach) Developments Inc. (000003)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
05/02/19	Burr, Chris	Exchanging email messages with T. Zaspalis regarding open issues; engaged regarding Tarion support letter; reviewing BSP retainer; engaged regarding agreed statement of facts.	2.9	600.00	1,740.00
05/03/19	Burr, Chris	Telephone call with T. Zaspalis regarding BSP retainer, agreed statement of facts, Tarion side letter and other open issues; exchanging email messages with M. Mackey regarding agreed statement of facts; reviewing and commenting on BSP retainer letter.	1.5	600.00	900.00
05/06/19	Burr, Chris	Updating and circulating a revised agreed statement of facts; corresponding with T. Zaspalis regarding Tarion support letter; discussions with T. Zaspalis regarding BSP retainer.	1.6	600.00	960.00
05/07/19	Burr, Chris	Engaged regarding agreed statement of facts and Tarion issues.	0.5	600.00	300.00
05/08/19	Burr, Chris	Exchanging email messages with M. Mackey regarding agreed statement of facts; preparing for and participating on call with M. Mackey and B. Bissell regarding same.	1.3	600.00	780.00
05/09/19	Burr, Chris	Revising agreed statement of facts to reflect comments received.	0.4	600.00	240.00
05/10/19	Burr, Chris	Coordinating with stakeholders regarding discharge; engaged regarding agreed statement of facts.	0.5	600.00	300.00
05/13/19	Burr, Chris	Telephone call with T. Zaspalis regarding agreed statement of facts; drafting same; exchanging email messages with M. Mackey.	0.8	600.00	480.00
05/14/19	Burr, Chris	Preparing for and participating on call with T. Zaspalis and B. Bissell regarding open issues; revising agreed statement of facts to incorporate comments; forwarding revised agreed statement of facts to M. Mackey and B. Bissell with comments.	2.5	600.00	1,500.00
05/14/19	Thompson, Nancy	Receiving instructions from C. Burr; reviewing draft agreed statement of facts; preparing list of documents referred to.	0.7	410.00	287.00
05/15/19	Burr, Chris	Exchanging email messages with M. Mackey	4.0	600.00	2,400.00



Invoice: 2120925
 Date: June 24, 2019
 Page: 3

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		regarding disclosure of materials; coordinating student research regarding settlement privilege; exchanging email messages with B. Bissell regarding same; coordinating disclosure of all emails regarding settlement; researching privilege; discussions with T. Zaspalis regarding same.			
05/15/19	Kang, Cindy	Considering issues related to settlement privilege for C. Burr.	3.0	280.00	840.00
05/15/19	Thompson, Nancy	Reviewing agreed statement of facts; e-mail message to C. Burr regarding same; preparing cover pages for joint book of documents; assembling copies of exhibits.	2.0	410.00	820.00
05/16/19	Burr, Chris	Exchanging email messages with working group regarding disclosure of emails.	0.3	600.00	180.00
05/16/19	Thompson, Nancy	Reviewing revised agreed statement of facts; reviewing and revising index to joint book of documents; assembling copies of exhibits.	0.6	410.00	246.00
05/17/19	Thompson, Nancy	Reviewing and revising index to joint book of documents; assembling printed and pdf copies of all exhibits; identifying missing exhibits; e-mail message to C. Burr forwarding cover pages to joint book of documents and pdf copies of all exhibits and noting where confirmation or additional information is required.	4.5	410.00	1,845.00
05/18/19	Burr, Chris	Reviewing email messages from working group regarding open issues.	0.1	600.00	60.00
05/21/19	Burr, Chris	Discussions with T. Zaspalis regarding Tarion support letter; engaged regarding updated agreed statement of facts.	0.8	600.00	480.00
05/22/19	Burr, Chris	Exchanging messages with T. Zaspalis regarding open issues, including Tarion support letter.	0.2	600.00	120.00
05/23/19	Burr, Chris	Coordinating preparation of joint book of documents; corresponding with T. Zaspalis regarding same.	1.5	600.00	900.00
05/23/19	Thompson, Nancy	Discussion with C. Burr; reviewing additional documents to be included in the joint book of documents; e-mail message to C. Burr following up on the additional documents and noting outstanding issues.	1.1	410.00	451.00
05/24/19	Burr, Chris	Coordinating finalization of joint book of documents; exchanging email messages with	2.1	600.00	1,260.00



Invoice: 2120925
 Date: June 24, 2019
 Page: 4

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		M. Mackey regarding privilege; preparing for and participating on call with T. Zaspalis and A. Slavens regarding Tarion issues.			
05/24/19	Thompson, Nancy	Reviewing e-mail messages from C. Burr with additional documents to be included in the joint book of documents; assembling the joint book of documents; reviewing and revising index; finalizing cover pages; assembling joint book of documents; inserting tabs and bookmarks; creating numerous parts for delivery by e-mail; e-mail messages to M. Mackey, B. Bissell, T. McRae, T. Zaspalis and C. Burr forwarding the joint book of documents in multiple parts; discussion with C. Burr regarding disclosure of e-mail messages for the period January 1 to April 30, 2017; arranging for access to archived e-mail messages.	3.8	410.00	1,558.00
05/27/19	Burr, Chris	Exchanging email messages with T. Zaspalis regarding Tarion issues; exchanging email messages with B. Bissell regarding same.	0.3	600.00	180.00
05/27/19	Thompson, Nancy	Follow up messages arranging for access to archived e-mail messages; various e-mail messages regarding same; beginning review of archived e-mail messages.	4.2	410.00	1,722.00
05/28/19	Burr, Chris	Coordinating with N. Thompson regarding joint book of documents and email disclosure for M. Mackey; coordinating call with A. Slavens and B. Bissell regarding Tarion issues.	0.6	600.00	360.00
05/28/19	Thompson, Nancy	Continuing review of archived e-mail messages; reviewing e-mail message from M. Mackey; e-mail messages to and from C. Burr regarding same; updating the joint book of documents to include page numbering; e-mail message to M. Mackey et al. forwarding joint book of documents with page numbering in multiple parts; e-mail message to R. Hoffer regarding database for review and production of numerous archived e-mail messages.	5.6	410.00	2,296.00
05/29/19	Burr, Chris	Coordinating with N. Thompson regarding email disclosure; preparing for and participating on call with T. Zaspalis, A. Slavens and B. Bissell regarding Tarion issues; coordinating rescheduling of June 4 hearing.	1.3	600.00	780.00



Invoice: 2120925
 Date: June 24, 2019
 Page: 5

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
05/29/19	Hoffer, Robyn	Creating new Relativity workspace, processing data, preparing data for review.	0.8	340.00	272.00
05/29/19	Thompson, Nancy	Discussion with R. Hoffer regarding use of database for filtering and sorting e-mail messages; various e-mail messages regarding same; receiving instructions from C. Burr; e-mail message to Commercial List office requesting available dates for hearing.	0.6	410.00	246.00
05/30/19	Burr, Chris	Preparing for and participating on call with T. Zaspalis and R. Fairbloom regarding realty tax adjustments charged on closing.	0.7	600.00	420.00
05/30/19	Hoffer, Robyn	Meeting with N. Thompson regarding email review.	0.5	340.00	170.00
05/30/19	Thompson, Nancy	Meeting with R. Hoffer to discuss and review use of database for sorting and filtering e-mail messages; reviewing database of archived e-mail messages and identifying relevant messages; follow-up e-mail messages to and from the Commercial List office regarding alternative dates; e-mail messages to and from C. Burr regarding same.	2.4	410.00	984.00
05/31/19	Thompson, Nancy	Reviewing response from the Commercial List office; e-mail messages to and from C. Burr regarding same; confirming rescheduling of hearing to June 19, 2019, and e-mail messages to M. Mackey et al. regarding same.	0.5	410.00	205.00
Total Fees for this Matter					\$ 26,282.00

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Burr, Chris	BUR	23.9	600.00	14,340.00
Hoffer, Robyn	RRH	1.3	340.00	442.00
Kang, Cindy	CKN	3.0	280.00	840.00
Thompson, Nancy	NAB	26.0	410.00	10,660.00
Total		54.2		\$ 26,282.00

Taxable Disbursement(s)

Duplicating

\$ 253.75

\$ 253.75



Invoice: 2120925
Date: June 24, 2019
Page: 6

Harmonized Sales Tax (13.0%)
Total Due for this Matter in Canadian Currency

3,449.65

\$ 29,985.40 CAD



Blake, Cassels & Graydon LLP
 Barristers & Solicitors
 Patent & Trade-mark Agents
 199 Bay Street
 Suite 4000, Commerce Court West
 Toronto ON M5L 1A9 Canada
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July 19, 2019

Alvarez & Marsal Canada Inc.
 200 Bay Street
 Suite 2900
 Royal Bank Plaza, South Tower
 P.O. Box 22
 Toronto, ON M5J 2J1
 Canada
 Attention: Doug McIntosh
 Managing Director

Invoice: 2126261
 Billing Lawyer Huff, Pamela
 HST/GST No.: R119396778
 Client: 00099766
 Matter: 000003

**Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., &
 Urbancorp (The Beach) Developments Inc.**

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended June 30, 2019, as follows:

	Total Fees	\$ 50,572.80
<u>Taxable Disbursement(s)</u>		
Courier	\$ 33.36	
Relativity Monthly Hosting Database (\$10/GB)	209.90	
Relativity Processing Data (\$40/GB)	59.60	
Relativity Promotion of Data (\$75/GB)	111.75	
Relativity User Fees (\$80/User)	80.00	
		<hr/> \$ 494.61
	Harmonized Sales Tax (13.0%)	6,638.76
		<hr/> \$ 57,706.17 CAD



Invoice:	2126261
Date:	July 19, 2019
Page:	2

Re: **Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., & Urbancorp (The Beach) Developments Inc. (000003)**

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
06/03/19	Thompson, Nancy	Reviewing database of archived e-mail messages and identifying relevant messages.	0.5	410.00	205.00
06/04/19	Thompson, Nancy	Reviewing numerous e-mail messages and coding as relevant and to be produced; identifying additional e-mail messages to be collected and various e-mail messages regarding same.	2.0	410.00	820.00
06/05/19	Burr, Chris	Preparing for and participating on status call with T. Zaspalis; coordinating disclosure of emails to Shibley Righton.	0.7	600.00	420.00
06/05/19	Hoffer, Robyn	Processing additional client data for Relativity.	0.2	340.00	68.00
06/06/19	Burr, Chris	Exchanging email messages with M. Mackey regarding motion and email disclosure; exchanging email messages with B. Bissell regarding same; drafting 9th Report and supplement to 9th Report; discussions with N. Thompson regarding email disclosure; drafting Tarion consent and disclosure document; call with T. Zaspalis regarding same; exchanging email messages with A. Slavens and B. Bissell regarding same; exchanging email messages with M. Mackey regarding real estate taxes.	5.1	600.00	3,060.00
06/06/19	Hoffer, Robyn	Processing additional documents for Relativity.	0.4	340.00	136.00
06/06/19	Thompson, Nancy	Reviewing database and coding additional e-mail messages; e-mail messages to and from R. Hoffer regarding additional e-mail messages to be included and omitted in original collection; e-mail messages to and from R. Hoffer regarding collection and coding of same.	3.4	410.00	1,394.00
06/07/19	Burr, Chris	Discussions with T. Zaspalis regarding Tarion issues and Shibley Righton motion.	0.5	600.00	300.00
06/07/19	Hoffer, Robyn	Processing data for Relativity, running document production in Relativity and exporting productions for review.	1.1	340.00	374.00
06/07/19	Thompson, Nancy	Reviewing database and finishing coding of final additional documents; removing e-mail messages dated outside of the collection	1.2	410.00	492.00



Invoice: 2126261
 Date: July 19, 2019
 Page: 3

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		period; discussion with R. Hoffer regarding final list and production of e-mail messages and attachments and copying to a USB; e-mail messages to and from C. Burr regarding same.			
06/10/19	Burr, Chris	Finalizing and circulating Agreed Statement of Facts; drafting 9th Report and Supplemental Report; circulating same to T. Zaspalis with comments.	3.9	600.00	2,340.00
06/11/19	Burr, Chris	Discussions with T. Zaspalis regarding 9th Report and Supplemental Report; revising to reflect comments on same; finalizing and circulating Joint Book of Documents.	2.6	600.00	1,560.00
06/11/19	Huff, Pamela	Reviewing draft supplement; discussion with C. Burr regarding admissibility of pre-negotiation emails.	1.4	846.00	1,184.40
06/11/19	McIntyre, Caitlin	Coordinating service of Agreed Statement of Facts.	0.8	555.00	444.00
06/12/19	Burr, Chris	Drafting and revising 9th Report and Supplemental Report; discussions with T. Zaspalis regarding same; exchanging email messages with D. McIntosh regarding same; exchanging email messages with M. Mackey and B. Bissell regarding disclosure of certain emails; coordinating finalization and service of 9th Report.	5.6	600.00	3,360.00
06/12/19	Huff, Pamela	Reviewing various emails and draft materials regarding Curzon purchasers dispute.	0.9	846.00	761.40
06/12/19	McIntyre, Caitlin	Drafting Affidavit of Service with respect to service of Agreed Statement of Facts; coordinating filing of materials for June 19; compiling 9th Report and Supplemental Report and coordinating service of same.	1.8	555.00	999.00
06/13/19	McIntyre, Caitlin	Coordinating service and filing of 9th Report of the Construction Receiver; drafting affidavit of service related to service of the 9th Report; revising master Service List.	0.8	555.00	444.00
06/14/19	Burr, Chris	Drafting factum; exchanging email messages with T. Zaspalis regarding same.	2.8	600.00	1,680.00
06/15/19	Burr, Chris	Drafting factum; telephone call with T. Zaspalis regarding same; exchanging email messages with B. Bissell regarding motion.	4.7	600.00	2,820.00
06/16/19	Burr, Chris	Drafting factum and supplemental factum; call with T. Zaspalis regarding same; exchanging	5.7	600.00	3,420.00



Invoice:	2126261
Date:	July 19, 2019
Page:	4

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		email messages with T. Zaspalis regarding same; revising factum to reflect comments; researching parol evidence rule; reviewing case law regarding settlement privilege.			
06/17/19	Burr, Chris	Drafting and finalizing factum and supplemental factum; coordinating service of same; call with T. Zaspalis regarding motion; drafting orders; call with B. Bissell regarding relief requested; reviewing Shibley Righton supplementary motion record.	5.1	600.00	3,060.00
06/17/19	Huff, Pamela	Reviewing draft factum regarding parks levy dispute; reviewing emails regarding pending motion.	1.1	846.00	930.60
06/17/19	McIntyre, Caitlin	Reviewing and revising the factum and supplemental factum of the Construction Receiver in relation to the parks levy Determination; drafting and compiling the Books of Authorities for the factum and supplemental factum; serving the factum on the Service List; drafting the Affidavit of Service; coordinating filing of the Factum and Book of Authorities.	5.3	555.00	2,941.50
06/18/19	Burr, Chris	Exchanging email messages with M. Mackey regarding disclosure of emails; finalizing supplement to Ninth Report and filing same; discussions with T. Zaspalis regarding parks levy motion; preparing for parks levy motion.	7.7	600.00	4,620.00
06/18/19	Huff, Pamela	Reviewing and providing comments on draft factum.	0.9	846.00	761.40
06/18/19	McIntyre, Caitlin	Compiling supplemental book of authorities and supplemental factum.	0.9	555.00	499.50
06/19/19	Burr, Chris	Preparing for and attending parks levy motion; discussions with T. Zaspalis regarding same; considering request for evidence on standard industry practise regarding parks levy.	6.5	600.00	3,900.00
06/19/19	McIntyre, Caitlin	Attending at court on parks levy motion; coordinating preparation of a USB key containing all materials filed by the Construction Receiver for the Court.	4.2	555.00	2,331.00
06/19/19	Thompson, Nancy	Receiving instructions from C. McIntyre regarding USB of motion materials requested by Morawetz, J.; assembling materials and ensuring proper formatting and bookmarks, etc.; various e-mail messages to and from C.	2.2	410.00	902.00



Invoice: 2126261
 Date: July 19, 2019
 Page: 5

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		McIntyre regarding same; arranging for USB to be delivered to Morawetz, J.			
06/20/19	Amoroso, Carlo	Delivering letter and USB key to the court.			25.00
06/20/19	Burr, Chris	Discussions with M. Chow regarding result of motion; discussions with T. Zaspalis and R. Fairbloom regarding evidence of industry practice; exchanging email messages with Shibley Righton and B. Bissell regarding same; contacting planning consultants.	2.8	600.00	1,680.00
06/21/19	Burr, Chris	Discussions with T. Zaspalis regarding Tarion issues and parks levy industry practice.	0.6	600.00	360.00
06/24/19	Burr, Chris	Discussions with T. Zaspalis regarding industry practice information and Tarion issues; discussions with R. Fairbloom regarding same.	1.7	600.00	1,020.00
06/25/19	Burr, Chris	Discussions with T. Zaspalis regarding Tarion and parks levy issues; corresponding with consultants.	0.8	600.00	480.00
06/26/19	Burr, Chris	Discussions with T. Zaspalis regarding parks levy issues.	0.6	600.00	360.00
06/27/19	Burr, Chris	Discussions with T. Zaspalis regarding parks levy and Tarion issues; drafting email to R. Fairbloom regarding same.	0.7	600.00	420.00
Total Fees for this Matter					\$ 50,572.80

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Amoroso, Carlo	CAMO	0.0	0.00	25.00
Burr, Chris	BUR	58.1	600.00	34,860.00
Hoffer, Robyn	RRH	1.7	340.00	578.00
Huff, Pamela	PLJH	4.3	846.00	3,637.80
McIntyre, Caitlin	CAI	13.8	555.00	7,659.00
Thompson, Nancy	NAB	9.3	410.00	3,813.00
Total		87.2		\$ 50,572.80

Taxable Disbursement(s)

Courier	\$ 33.36
Relativity Monthly Hosting Database (\$10/GB)	209.90
Relativity Processing Data (\$40/GB)	59.60



Invoice: 2126261
Date: July 19, 2019
Page: 6

Relativity Promotion of Data (\$75/GB)	111.75
Relativity User Fees (\$80/User)	80.00

\$ 494.61

Harmonized Sales Tax (13.0%)

6,638.76

Total Due for this Matter in Canadian Currency

\$ 57,706.17 CAD



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 number(s) on cheque

August 16, 2019

Alvarez & Marsal Canada Inc.
 200 Bay Street
 Suite 2900
 Royal Bank Plaza, South Tower
 P.O. Box 22
 Toronto, ON M5J 2J1
 Canada

Invoice: 2131742
 Billing Lawyer Huff, Pamela
 HST/GST No.: R119396778
 Client: 00099766
 Matter: 000003

Attention: Doug McIntosh
 Managing Director

**Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., &
 Urbancorp (The Beach) Developments Inc.**

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended July 31, 2019, as follows:

Total Fees	\$ 22,304.70
Harmonized Sales Tax (13.0%)	2,899.61
TOTAL DUE IN CANADIAN CURRENCY	\$ 25,204.31 CAD

RD



Invoice:	2131742
Date:	August 16, 2019
Page:	2

Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., & Urbancorp (The Beach) Developments Inc. (000003)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
07/02/19	Burr, Chris	Reviewing affidavits prepared by Shibley Righton and forwarding to T. Zaspalis; coordinating and participating on call with S. Sgotto regarding planning consultant letter.	1.3	600.00	780.00
07/03/19	Burr, Chris	Discussions with T. Zaspalis regarding conversations with industry participants; exchanging email messages with R. Fairbloom, including Shibley Righton affidavits; exchanging email messages with A. Slavens regarding Tarion/BSP issues.	1.1	600.00	660.00
07/04/19	Burr, Chris	Exchanging email messages with S. Sgotto regarding planning opinion; discussions with T. Zaspalis regarding same; exchanging email messages with B. Bissell regarding Shibley Righton affidavits; drafting detailed email to S. Sgotto regarding planning opinion scope and issues.	2.2	600.00	1,320.00
07/05/19	Burr, Chris	Call with senior real estate and planning counsel regarding supplement to report; call with T. Zaspalis regarding same; call with A. Slavens regarding open Tarion/BSP issues; call with B. Bissell, G. Watchorn and T. Zaspalis regarding Terra Firma position on Shibley Righton motion; call with S. Sgotto regarding scope of planning opinion letter.	2.3	600.00	1,380.00
07/08/19	Burr, Chris	Exchanging email messages with R. Fairbloom regarding content of supplement to report; discussions with S. Sgotto regarding scope of planning opinion letter; drafting report supplement; exchanging email messages with B. Bissell regarding Terra Firma rider to report supplement; exchanging email messages with M. Mackey regarding report supplement; circulating draft report supplement to T. Zaspalis for comment; further exchange of email messages with R. Fairbloom.	3.4	600.00	2,040.00
07/09/19	Burr, Chris	Updating and revising report supplement to reflect comments received; exchanging email messages with M. Mackey regarding same; discussions with T. Zaspalis regarding same; circulating report supplement to Shibley Righton and B. Bissell for review and	2.7	600.00	1,620.00



Invoice:	2131742
Date:	August 16, 2019
Page:	3

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		comment; exchanging voicemail messages with A. Slavens regarding Tarion/BSP issues.			
07/10/19	Burr, Chris	Reviewing comments on report supplement from Shibley Righton; revising same to incorporate comments; discussions with T. Zaspalis regarding same; exchanging email messages with R. Fairbloom regarding report supplement; discussions with S. Sgotto regarding planning opinion letter; exchanging email messages with A. Slavens regarding Tarion position on Terra Firma motion.	2.6	600.00	1,560.00
07/11/19	Burr, Chris	Exchanging email messages with S. Sgotto regarding planning opinion letter; reviewing and commenting on same; exchanging email and voicemails with B. Bissell regarding report supplement; circulating further revised report supplement to all parties, reflecting comments received to date; exchanging email messages with D. McIntosh regarding same.	2.9	600.00	1,740.00
07/12/19	Burr, Chris	Exchanging email messages with Shibley Righton and B. Bissell regarding report supplement; finalizing planning opinion letter with S. Sgotto; updating and recirculating report supplement; incorporating additional comments and recirculating.	2.5	600.00	1,500.00
07/14/19	Burr, Chris	Preparing for and participating on call with D. McIntosh, T. Zaspalis and P. Huff regarding comments on report supplement.	1.1	600.00	660.00
07/14/19	Huff, Pamela	Reviewing draft report; discussion with C.Burr; conference call with D. McIntosh, T. Zaspalis and C.Burr.	2.3	846.00	1,945.80
07/14/19	McIntyre, Caitlin	Call with D. McIntosh, P. Huff, T. Zaspalis and C. Burr.	0.9	555.00	499.50
07/15/19	Burr, Chris	Exchanging email messages with B. Bissell and Shibley Righton regarding proposal to seek further direction from the Court; discussions with P. Huff regarding same; call with D. McIntosh, T. Zaspalis and P. Huff regarding same; drafting letter to R.S.J. Morawetz regarding same.	2.8	600.00	1,680.00
07/15/19	Huff, Pamela	Reviewing emails; discussions with C. Burr; conference call with D.McIntosh, T.Zaspalis and C.Burr; reviewing and providing comments on draft letter to R.S.J. Morawetz.	1.9	846.00	1,607.40



Invoice: 2131742
 Date: August 16, 2019
 Page: 4

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
07/15/19	McIntyre, Caitlin	Scheduling conference with R.S.J. Morawetz with respect to Park Levy Motion and correspondence with Shibley Righton and Terra Firma regarding same.	0.6	555.00	333.00
07/16/19	Burr, Chris	Coordinating scheduling of 9:30 appearance.	0.2	600.00	120.00
07/16/19	McIntyre, Caitlin	Sending letter to R.S.J. Morawetz regarding Park Levy Dispute.	0.5	555.00	277.50
07/16/19	Thompson, Nancy	Reviewing e-mail message from C. Burr; preparing request form; e-mail messages to and from C. McIntyre regarding same; e-mail message to the Commercial List office forwarding the signed request form; e-mail messages regarding alternative date.	0.4	410.00	164.00
07/17/19	McIntyre, Caitlin	Correspondence with Shibley Righton and Terra Firma regarding time booked with R.S.J. Morawetz.	0.1	555.00	55.50
07/17/19	Thompson, Nancy	E-mail message to Commercial List office confirming counsel availability on July 25; reviewing response; updating request form; e-mail message to C. McIntyre regarding same; e-mail message to Commercial List office forwarding revised request form; reviewing response and e-mail message to C. Burr and C. McIntyre confirming hearing date.	0.2	410.00	82.00
07/23/19	Burr, Chris	Exchanging email messages with T. Zaspalis regarding preparation for Thursday hearing; coordinating call with Shibley Righton and B. Bissell to discuss approach at hearing.	1.0	600.00	600.00
07/24/19	Burr, Chris	Call with Shibley Righton, B. Bissell and T. Zaspalis regarding approach at hearing.	0.5	600.00	300.00
07/25/19	Burr, Chris	Preparing for and participating at hearing with R.S.J. Morawetz; discussions with B. Bissell regarding next steps.	2.2	600.00	1,320.00
07/26/19	Burr, Chris	Exchanging email messages with A. Slavens regarding update on BSP issues.	0.1	600.00	60.00
Total Fees for this Matter					\$ 22,304.70

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Burr, Chris	BUR	28.9	600.00	17,340.00
Huff, Pamela	PLJH	4.2	846.00	3,553.20



Invoice: 2131742
 Date: August 16, 2019
 Page: 5

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
McIntyre, Caitlin	CAI	2.1	555.00	1,165.50
Thompson, Nancy	NAB	0.6	410.00	246.00
	Total	35.8		\$ 22,304.70

Harmonized Sales Tax (13.0%)

2,899.61

Total Due for this Matter in Canadian Currency

\$ 25,204.31 CAD



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September 13, 2019

Alvarez & Marsal Canada Inc.
 200 Bay Street
 Suite 2900
 Royal Bank Plaza, South Tower
 P.O. Box 22
 Toronto, ON M5J 2J1
 Canada
 Attention: Doug McIntosh
 Managing Director

Invoice: 2136278
 Billing Lawyer Huff, Pamela
 HST/GST No.: R119396778
 Client: 00099766
 Matter: 000003

**Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., &
 Urbancorp (The Beach) Developments Inc.**

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended August 31, 2019, as follows:

Total Fees	\$ 1,380.00
Harmonized Sales Tax (13.0%)	179.40
TOTAL DUE IN CANADIAN CURRENCY	\$ 1,559.40 CAD



Invoice:	2136278
Date:	September 13, 2019
Page:	2

Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., & Urbancorp (The Beach) Developments Inc. (000003)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
08/07/19	Burr, Chris	Preparing for and participating on status call with T. Zaspalis; exchanging email messages with A. Slavens and B. Bissell regarding Tarion warranty.	0.9	600.00	540.00
08/13/19	Burr, Chris	Preparing for and participating on call with A. Slavens, B. Bissell and T. Zaspalis regarding Tarion matters.	0.5	600.00	300.00
08/15/19	Burr, Chris	Exchanging email messages with T. Zaspalis regarding open issues.	0.1	600.00	60.00
08/26/19	Burr, Chris	Preparing for and participating on call with T. Zaspalis regarding status of open issues; exchanging email messages with G. Watchorn regarding Shibley Righton motion.	0.8	600.00	480.00
Total Fees for this Matter					\$ 1,380.00

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Burr, Chris	BUR	2.3	600.00	1,380.00
Total		2.3		\$ 1,380.00

Harmonized Sales Tax (13.0%)

179.40

Total Due for this Matter in Canadian Currency

\$ 1,559.40 CAD



Blake, Cassels & Graydon LLP
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 199 Bay Street
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 Toronto ON M5L 1A9 Canada
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INVOICE

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October 29, 2019

Alvarez & Marsal Canada Inc.
 200 Bay Street
 Suite 2900
 Royal Bank Plaza, South Tower
 P.O. Box 22
 Toronto, ON M5J 2J1
 Canada
 Attention: Doug McIntosh
 Managing Director

Invoice: 2144552
 Billing Lawyer Huff, Pamela
 HST/GST No.: R119396778
 Client: 00099766
 Matter: 000003

**Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., &
 Urbancorp (The Beach) Developments Inc.**

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended September 30, 2019, as follows:

Total Fees	\$ 180.00
Harmonized Sales Tax (13.0%)	23.40
TOTAL DUE IN CANADIAN CURRENCY	\$ 203.40 CAD



Invoice:	2144552
Date:	October 29, 2019
Page:	2

Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., & Urbancorp (The Beach) Developments Inc. (000003)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
09/18/19	Burr, Chris	Preparing for and participating on status call with T. Zaspalis.	0.3	600.00	180.00

Total Fees for this Matter \$ 180.00

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Burr, Chris	BUR	0.3	600.00	180.00
	Total	0.3		\$ 180.00

Harmonized Sales Tax (13.0%)

23.40

Total Due for this Matter in Canadian Currency

\$ 203.40 CAD



Blake, Cassels & Graydon LLP
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 199 Bay Street
 Suite 4000, Commerce Court West
 Toronto ON M5L 1A9 Canada
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November 11, 2019

Alvarez & Marsal Canada Inc.
 200 Bay Street
 Suite 2900
 Royal Bank Plaza, South Tower
 P.O. Box 22
 Toronto, ON M5J 2J1
 Canada

Invoice: 2146665
 Billing Lawyer Huff, Pamela
 HST/GST No.: R119396778
 Client: 00099766
 Matter: 000003

Attention: Doug McIntosh
 Managing Director

Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., & Urbancorp (The Beach) Developments Inc.

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended October 31, 2019, as follows:

Total Fees	\$ 3,180.00
Harmonized Sales Tax (13.0%)	413.40
TOTAL DUE IN CANADIAN CURRENCY	\$ 3,593.40 CAD



Invoice:	2146665
Date:	November 11, 2019
Page:	2

Re: **Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., & Urbancorp (The Beach) Developments Inc. (000003)**

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
10/02/19	Burr, Chris	Exchanging email messages with T. Zaspalis regarding status of various outstanding issues.	0.2	600.00	120.00
10/07/19	Burr, Chris	Telephone call with T. Zaspalis regarding status of outstanding issues.	0.4	600.00	240.00
10/10/19	Burr, Chris	Reviewing decision on Shibley Righton motion; forwarding same to T. Zaspalis.	0.3	600.00	180.00
10/11/19	Burr, Chris	Preparing for and participating on call with T. Zaspalis regarding Shibley Righton decision and status of open issues.	0.7	600.00	420.00
10/15/19	Burr, Chris	Exchanging email messages with T. Zaspalis regarding calculation of pre- and post-judgment interest; coordinating meeting with Terra Firma.	0.3	600.00	180.00
10/17/19	Burr, Chris	Preparing for and attending meeting with T. Zaspalis and Terra Firma.	1.4	600.00	840.00
10/23/19	Burr, Chris	Drafting letter to DOJ regarding outstanding tax issues.	1.1	600.00	660.00
10/24/19	Burr, Chris	Drafting letter to DOJ regarding tax issues; sending same.	0.7	600.00	420.00
10/29/19	Burr, Chris	Exchanging email messages with Shibley Righton and B. Bissell regarding order and Terra Firma appeal.	0.2	600.00	120.00

Total Fees for this Matter \$ 3,180.00

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Burr, Chris	BUR	5.3	600.00	3,180.00
	Total	5.3		\$ 3,180.00

Harmonized Sales Tax (13.0%) 413.40

Total Due for this Matter in Canadian Currency \$ 3,593.40 CAD



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December 30, 2019

Alvarez & Marsal Canada Inc.
 200 Bay Street
 Suite 2900
 Royal Bank Plaza, South Tower
 P.O. Box 22
 Toronto, ON M5J 2J1
 Canada

Invoice: 2157099
 Billing Lawyer Huff, Pamela
 HST/GST No.: R119396778
 Client: 00099766
 Matter: 000003

Attention: Doug McIntosh
 Managing Director

**Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., &
 Urbancorp (The Beach) Developments Inc.**

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended November 30, 2019, as follows:

Total Fees	\$ 4,060.00
Harmonized Sales Tax (13.0%)	527.80
TOTAL DUE IN CANADIAN CURRENCY	\$ 4,587.80 CAD



Invoice: 2157099
Date: December 30, 2019
Page: 2

Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., & Urbancorp (The Beach) Developments Inc. (000003)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
11/01/19	Burr, Chris	Call with T. Zaspalis regarding open issues.	0.7	600.00	420.00
11/04/19	Burr, Chris	Reviewing forecast prepared by T. Zaspalis and circulating same; coordinating call with B. Bissell.	0.7	600.00	420.00
11/05/19	Burr, Chris	Preparing for and participating on call with T. Zaspalis and B. Bissell regarding transition and discharge issues.	0.8	600.00	480.00
11/07/19	Burr, Chris	Exchanging email messages with T. Zaspalis regarding transition issues.	0.1	600.00	60.00
11/08/19	Burr, Chris	Exchanging email messages with T. Zaspalis regarding transition issues.	0.1	600.00	60.00
11/08/19	Thompson, Nancy	Receiving instructions from C. Burr; assembling copies of invoices for the period from February 1 to September 30, 2019; preparing summary of invoices; calculating hours and preparing timekeeper summary; e-mail message to C. Burr forwarding summaries.	2.0	410.00	820.00
11/11/19	Burr, Chris	Preparing for and participating on call with T. Zaspalis, B. Bissell and A. Slavens regarding transition issues; exchanging email messages with F. D'Allesandro regarding tax issues.	0.8	600.00	480.00
11/13/19	Burr, Chris	Preparing for and participating on call with F. D'Allesandro regarding tax issues; exchanging email messages with T. Zaspalis regarding same.	0.3	600.00	180.00
11/18/19	Burr, Chris	Preparing for and participating on call with T. Zaspalis, B. Bissell and A. Slavens regarding transition issues; discussions with T. Zaspalis regarding same.	1.1	600.00	660.00
11/21/19	Burr, Chris	Exchanging email messages with T. Zaspalis regarding transition issues.	0.1	600.00	60.00
11/27/19	Burr, Chris	Preparing for and participating on status call with T. Zaspalis; exchanging email messages with B. Bissell regarding transition issues and F. D'Alessandro regarding tax issues.	0.6	600.00	360.00
11/29/19	Burr, Chris	Exchanging email message with T. Zaspalis	0.1	600.00	60.00



Invoice: 2157099
 Date: December 30, 2019
 Page: 3

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		regarding transition issues.			
Total Fees for this Matter					\$ 4,060.00

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Burr, Chris	BUR	5.4	600.00	3,240.00
Thompson, Nancy	NAB	2.0	410.00	820.00
	Total	7.4		\$ 4,060.00

Harmonized Sales Tax (13.0%)

527.80

Total Due for this Matter in Canadian Currency

\$ 4,587.80 CAD



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December 31, 2019

Alvarez & Marsal Canada Inc.
 200 Bay Street
 Suite 2900
 Royal Bank Plaza, South Tower
 P.O. Box 22
 Toronto, ON M5J 2J1
 Canada

Invoice: 2157872
 Billing Lawyer Huff, Pamela
 HST/GST No.: R119396778
 Client: 00099766
 Matter: 000003

Attention: Doug McIntosh
 Managing Director

**Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., &
 Urbancorp (The Beach) Developments Inc.**

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended December 31, 2019, as follows:

Total Fees	\$ 1,440.00
Harmonized Sales Tax (13.0%)	187.20
TOTAL DUE IN CANADIAN CURRENCY	\$ 1,627.20 CAD



Invoice: 2157872
 Date: December 31, 2019
 Page: 2

Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., & Urbancorp (The Beach) Developments Inc. (000003)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
12/03/19	Burr, Chris	Exchanging email messages with T. Zaspalis regarding tax and transition issues.	0.1	600.00	60.00
12/04/19	Burr, Chris	Exchanging voicemails with F. D'Allesandro regarding CRA matters; drafting email to T. Zaspalis regarding status of CRA matters.	0.3	600.00	180.00
12/05/19	Burr, Chris	Discussions with T. Zaspalis regarding discharge issues; drafting email to B. Bissell regarding same.	0.7	600.00	420.00
12/06/19	Burr, Chris	Coordinating and participating on status call with T. Zaspalis and B. Bissell.	0.6	600.00	360.00
12/18/19	Burr, Chris	Discussions with T. Zaspalis regarding status of CRA audit and other open issues.	0.3	600.00	180.00
12/19/19	Burr, Chris	Status discussions with T. Zaspalis; drafting email to B. Bissell regarding discharge issues.	0.4	600.00	240.00
Total Fees for this Matter					\$ 1,440.00

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Burr, Chris	BUR	2.4	600.00	1,440.00
	Total	2.4		\$ 1,440.00

Harmonized Sales Tax (13.0%)

187.20

Total Due for this Matter in Canadian Currency

\$ 1,627.20 CAD



Blake, Cassels & Graydon LLP
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February 24, 2020

Alvarez & Marsal Canada Inc.
 200 Bay Street
 Suite 2900
 Royal Bank Plaza, South Tower
 P.O. Box 22
 Toronto, ON M5J 2J1
 Canada

Invoice: 2167501
 Billing Lawyer Huff, Pamela
 HST/GST No.: R119396778
 Client: 00099766
 Matter: 000003

Attention: Doug McIntosh
 Managing Director

**Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., &
 Urbancorp (The Beach) Developments Inc.**

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended January 31, 2020, as follows:

	Total Fees	\$ 1,200.00
<u>Taxable Disbursement(s)</u>		
Duplicating	\$ 2.00	\$ 2.00
		156.26
	Harmonized Sales Tax (13.0%)	
	TOTAL DUE IN CANADIAN CURRENCY	\$ 1,358.26 CAD



Invoice: 2167501
 Date: February 24, 2020
 Page: 2

Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., &
 Urbancorp (The Beach) Developments Inc. (000003)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
01/09/20	Burr, Chris	Preparing for and participating on call with T. Zaspalis regarding status of audit; coordinating call with B. Bissell.	0.5	600.00	300.00
01/13/20	Burr, Chris	Preparing for and participating on call with T. Zaspalis and B. Bissell regarding status of audit and other open items.	0.3	600.00	180.00
01/14/20	Burr, Chris	Exchanging email messages with A. Slavens and B. Bissell to coordinate call; reviewing correspondence.	0.7	600.00	420.00
01/15/20	Burr, Chris	Preparing for and participating on call with A. Slavens, B. Bissell and T. Zaspalis regarding status of Tarion issues.	0.5	600.00	300.00
Total Fees for this Matter					\$ 1,200.00

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Burr, Chris	BUR	2.0	600.00	1,200.00
	Total	2.0		\$ 1,200.00

Taxable Disbursement(s)

Duplicating \$ 2.00

\$ 2.00

Harmonized Sales Tax (13.0%)

156.26

Total Due for this Matter in Canadian Currency

\$ 1,358.26 CAD



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March 9, 2020

Alvarez & Marsal Canada Inc.
 200 Bay Street
 Suite 2900
 Royal Bank Plaza, South Tower
 P.O. Box 22
 Toronto, ON M5J 2J1
 Canada

Invoice: 2170151
 Billing Lawyer Huff, Pamela
 HST/GST No.: R119396778
 Client: 00099766
 Matter: 000004

Attention: Doug McIntosh
 Managing Director

Re: Urbancorp (Leslieville) Developments Inc.

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended February 29, 2020, as follows:

	Total Fees	\$ 1,735.00
<u>Taxable Disbursement(s)</u>		
Duplicating	\$ 1.00	\$ 1.00
		225.68
	Harmonized Sales Tax (13.0%)	
	TOTAL DUE IN CANADIAN CURRENCY	\$ 1,961.68 CAD



Invoice: 2170151
 Date: March 9, 2020
 Page: 2

Re: Urbancorp (Leslieville) Developments Inc. (000004)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
02/11/20	Burr, Chris	Exchanging email messages with A. Slavens regarding status of discharge.	0.1	820.00	82.00
02/11/20	Thompson, Nancy	Reviewing past fee approvals and determining current fee approval period; assembling copies of invoices and preparing summary; preparing calculation of timekeeper hours; drafting fee approval affidavit; commencing review of invoices for privileged and sensitive information.	2.3	430.00	989.00
02/12/20	Thompson, Nancy	Reviewing invoices for privileged and sensitive information.	0.4	430.00	172.00
02/20/20	Burr, Chris	Reviewing draft letter to CRA regarding status of proceedings; discussions with T. Zaspalis regarding status of proceedings.	0.6	820.00	492.00
Total Fees for this Matter					\$ 1,735.00

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Burr, Chris	BUR	0.7	820.00	574.00
Thompson, Nancy	NAB	2.7	430.00	1,161.00
	Total	3.4		\$ 1,735.00

Taxable Disbursement(s)

Duplicating \$ 1.00

\$ 1.00

Harmonized Sales Tax (13.0%)

225.68

Total Due for this Matter in Canadian Currency

\$ 1,961.68 CAD



Blake, Cassels & Graydon LLP
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 199 Bay Street
 Suite 4000, Commerce Court West
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April 7, 2020

Alvarez & Marsal Canada Inc.
 200 Bay Street
 Suite 2900
 Royal Bank Plaza, South Tower
 P.O. Box 22
 Toronto, ON M5J 2J1
 Canada

Invoice: 2175345
 Billing Lawyer Huff, Pamela
 HST/GST No.: R119396778
 Client: 00099766
 Matter: 000003

Attention: Doug McIntosh
 Managing Director

**Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., &
 Urbancorp (The Beach) Developments Inc.**

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended March 31, 2020, as follows:

	Total Fees	\$ 1,080.00
<u>Taxable Disbursement(s)</u>		
Duplicating	\$ 2.25	_____
		\$ 2.25
	Harmonized Sales Tax (13.0%)	140.69
	TOTAL DUE IN CANADIAN CURRENCY	\$ 1,222.94 CAD <i>jr</i>



Invoice: 2175345
 Date: April 7, 2020
 Page: 2

Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., & Urbancorp (The Beach) Developments Inc. (000003)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
03/06/20	Burr, Chris	Discussions with T. Zaspalis regarding status of CRA audit and discharge motion.	0.1	600.00	60.00
03/10/20	Burr, Chris	Preparing for and participating on status call with T. Zaspalis; exchanging email messages with B. Bissell and A. Slavens to coordinate status call.	0.4	600.00	240.00
03/13/20	Burr, Chris	Reviewing correspondence prepared by T. Zaspalis; exchanging email messages with T. Zaspalis regarding status of CRA audit and discharge.	0.2	600.00	120.00
03/16/20	Burr, Chris	Reviewing correspondence regarding status of discharge.	0.1	600.00	60.00
03/20/20	Burr, Chris	Preparing for and participating on call with T. Zaspalis, A. Slavens and B. Bissell regarding status of CRA audit and terms of discharge.	0.7	600.00	420.00
03/25/20	Burr, Chris	Preparing for and participating on call with T. Zaspalis regarding reserves and discharge strategy.	0.3	600.00	180.00
Total Fees for this Matter					\$ 1,080.00

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Burr, Chris	BUR	1.8	600.00	1,080.00
Total		1.8		\$ 1,080.00

Taxable Disbursement(s)

Duplicating

\$ 2.25

\$ 2.25

Harmonized Sales Tax (13.0%)

140.69

Total Due for this Matter in Canadian Currency

\$ 1,222.94 CAD



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May 7, 2020

Alvarez & Marsal Canada Inc.
 200 Bay Street
 Suite 2900
 Royal Bank Plaza, South Tower
 P.O. Box 22
 Toronto, ON M5J 2J1
 Canada

Invoice: 2181399
 Billing Lawyer Huff, Pamela
 HST/GST No.: R119396778
 Client: 00099766
 Matter: 000003

Attention: Doug McIntosh
 Managing Director

**Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., &
 Urbancorp (The Beach) Developments Inc.**

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended April 30, 2020, as follows:

Total Fees	\$ 8,056.80
Harmonized Sales Tax (13.0%)	1,047.38
TOTAL DUE IN CANADIAN CURRENCY	\$ 9,104.18 CAD <i>jr</i>



Invoice: 2181399
 Date: May 7, 2020
 Page: 2

Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., & Urbancorp (The Beach) Developments Inc. (000003)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
04/14/20	Huff, Pamela	Discussions with D. McIntosh regarding CRA, final distribution and discharge.	0.1	846.00	84.60
04/15/20	Burr, Chris	Reviewing correspondence from CRA regarding tax liability; discussions with T. Zaspalis regarding same; exchanging email messages with A&M working group regarding same; exchanging email messages with B. Bissell regarding same; exchanging email messages regarding service of materials in appeal.	1.5	600.00	900.00
04/15/20	Huff, Pamela	Emails with C. Burr regarding CRA, final distribution and discharge; reviewing previous correspondence with CRA; considering issues in respect of distribution and discharge.	0.6	846.00	507.60
04/16/20	Burr, Chris	Exchanging email messages with T. Zaspalis regarding audit and clearance certificate; call with D. McIntosh, T. Zaspalis and P. Huff regarding same; exchanging email messages regarding same.	1.0	600.00	600.00
04/16/20	Huff, Pamela	Reviewing emails; emails with C. Burr; conference call with D. McIntosh, T. Zaspalis, C. Burr regarding final distribution and issues for discharge.	0.9	846.00	761.40
04/17/20	Burr, Chris	Drafting email to F. D'Alessandro regarding clearance certificate; exchanging email messages with T. Zaspalis regarding same; drafting email to B. Bissell regarding discharge; exchanging email messages with A&M team regarding same.	0.8	600.00	480.00
04/19/20	Burr, Chris	Exchanging email messages with A&M working group regarding discharge issues.	0.1	600.00	60.00
04/20/20	Burr, Chris	Call with D. McIntosh, T. Zaspalis and P. Huff regarding interim receiver matters; discussions with T. Zaspalis regarding same; exchanging email messages with T. Zaspalis regarding communications to Terra Firma.	1.7	600.00	1,020.00
04/20/20	Huff, Pamela	Reviewing emails; conference call with A&M and C. Burr regarding discharge and CRA issues.	0.7	846.00	592.20



Invoice: 2181399
 Date: May 7, 2020
 Page: 3

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
04/20/20	Popov, Eduard	Preparing to conduct research into clearance of tax certificates.	0.2	585.00	117.00
04/21/20	Burr, Chris	Exchanging email messages with T. Zaspalis regarding interim distribution; telephone call with B. Bissell regarding same; follow up email with T. Zaspalis.	0.4	600.00	240.00
04/22/20	Burr, Chris	Exchanging email messages with A. Slavens regarding open issues prior to discharge.	0.1	600.00	60.00
04/22/20	Popov, Eduard	Conducting research into clearance of tax certificates.	0.6	585.00	351.00
04/23/20	Popov, Eduard	Conducting research into clearance of tax certificates.	0.2	585.00	117.00
04/23/20	Popov, Eduard	Conducting research into clearance of tax certificates.	1.3	585.00	760.50
04/24/20	Popov, Eduard	Conducting research into clearance of tax certificates.	2.2	585.00	1,287.00
04/26/20	Popov, Eduard	Reviewing research into release of liability for receivers.	0.1	585.00	58.50
04/28/20	Burr, Chris	Exchanging email messages with T. Zaspalis regarding status of CRA and appeal.	0.1	600.00	60.00
Total Fees for this Matter					\$ 8,056.80

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Burr, Chris	BUR	5.7	600.00	3,420.00
Huff, Pamela	PLJH	2.3	846.00	1,945.80
Popov, Eduard	POV	4.6	585.00	2,691.00
Total		12.6		\$ 8,056.80

Harmonized Sales Tax (13.0%)

1,047.38

Total Due for this Matter in Canadian Currency

\$ 9,104.18 CAD



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 199 Bay Street
 Suite 4000, Commerce Court West
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June 9, 2020

Alvarez & Marsal Canada Inc.
 200 Bay Street
 Suite 2900
 Royal Bank Plaza, South Tower
 P.O. Box 22
 Toronto, ON M5J 2J1
 Canada

Invoice: 2187197
 Billing Lawyer Huff, Pamela
 HST/GST No.: R119396778
 Client: 00099766
 Matter: 000003

Attention: Doug McIntosh
 Managing Director

**Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., &
 Urbancorp (The Beach) Developments Inc.**

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended May 31, 2020, as follows:

Total Fees	\$ 2,413.80
Harmonized Sales Tax (13.0%)	313.79
TOTAL DUE IN CANADIAN CURRENCY	\$ 2,727.59 CAD <i>jr</i>



Invoice: 2187197
 Date: June 9, 2020
 Page: 2

Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., & Urbancorp (The Beach) Developments Inc. (000003)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
05/05/20	Burr, Chris	Reviewing correspondence received from the Department of Justice; exchanging email messages with P. Huff and T. Zaspalis regarding same.	0.3	600.00	180.00
05/06/20	Burr, Chris	Exchanging email messages with P. Huff regarding Department of Justice correspondence; discussions with T. Zaspalis regarding same; drafting email to F. D'Alessandro regarding same.	0.8	600.00	480.00
05/06/20	Huff, Pamela	Emails with C. Burr regarding [REDACTED] and clearance certificate; reviewing and considering adequacy.	0.3	846.00	253.80
05/08/20	Burr, Chris	Discussions with T. Zaspalis regarding communications from CRA regarding clearance certificate; drafting email to F. D'Alessandro regarding same.	0.6	600.00	360.00
05/14/20	Burr, Chris	Discussions with T. Zaspalis regarding status of clearance certificate and Terra Firma position; reviewing correspondence with Department of Justice.	0.5	600.00	300.00
05/16/20	Burr, Chris	Call with D. McIntosh and T. Zaspalis regarding status of CRA resolution and strategy going forward.	0.5	600.00	300.00
05/18/20	Burr, Chris	Exchanging email messages with B. Bissell regarding distribution considerations.	0.1	600.00	60.00
05/19/20	Burr, Chris	Exchanging email messages with B. Bissell regarding status of distribution; reviewing correspondence from T. Zaspalis regarding same.	0.2	600.00	120.00
05/20/20	Burr, Chris	Discussions with B. Bissell regarding status of distribution; exchanging email messages with T. Zaspalis and D. McIntosh regarding same; forwarding reserves calculations to B. Bissell.	0.5	600.00	300.00
05/27/20	Burr, Chris	Exchanging email messages with T. Zaspalis regarding appeal.	0.1	600.00	60.00
Total Fees for this Matter					\$ 2,413.80



Invoice: 2187197
 Date: June 9, 2020
 Page: 3

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Burr, Chris	BUR	3.6	600.00	2,160.00
Huff, Pamela	PLJH	0.3	846.00	253.80
Total		3.9		\$ 2,413.80

Harmonized Sales Tax (13.0%)

313.79

Total Due for this Matter in Canadian Currency

\$ 2,727.59 CAD



Blake, Cassels & Graydon LLP
 Barristers & Solicitors
 Patent & Trademark Agents
 199 Bay Street
 Suite 4000, Commerce Court West
 Toronto ON M5L 1A9 Canada
 Tel: 416-863-2400 Fax: 416-863-2653

INVOICE

Please write invoice
 number(s) on cheque

July 13, 2020

Alvarez & Marsal Canada Inc.
 200 Bay Street
 Suite 2900
 Royal Bank Plaza, South Tower
 P.O. Box 22
 Toronto, ON M5J 2J1
 Canada

Invoice: 2192415
 Billing Lawyer Huff, Pamela
 HST/GST No.: R119396778
 Client: 00099766
 Matter: 000003

Attention: Doug McIntosh
 Managing Director

**Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., &
 Urbancorp (The Beach) Developments Inc.**

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended June 30, 2020, as follows:

Total Fees	\$ 300.00
Harmonized Sales Tax (13.0%)	39.00
TOTAL DUE IN CANADIAN CURRENCY	\$ 339.00 CAD <i>jr</i>



Invoice: 2192415
 Date: July 13, 2020
 Page: 2

Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., & Urbancorp (The Beach) Developments Inc. (000003)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
06/04/20	Burr, Chris	Reviewing sewer discharge agreement release; reviewing terms of sewer discharge agreement; exchanging email messages with T. Zaspalis regarding same.	0.3	600.00	180.00
06/23/20	Burr, Chris	Exchanging email messages with B. Bissell regarding status of proceedings and negotiations with Tarion.	0.2	600.00	120.00
Total Fees for this Matter					\$ 300.00

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Burr, Chris	BUR	0.5	600.00	300.00
Total		0.5		\$ 300.00

Harmonized Sales Tax (13.0%)

39.00

Total Due for this Matter in Canadian Currency

\$ 339.00 CAD



Blake, Cassels & Graydon LLP
 Barristers & Solicitors
 Patent & Trademark Agents
 199 Bay Street
 Suite 4000, Commerce Court West
 Toronto ON M5L 1A9 Canada
 Tel: 416-863-2400 Fax: 416-863-2653

INVOICE

Please write invoice
 number(s) on cheque

August 6, 2020

Alvarez & Marsal Canada Inc.
 200 Bay Street
 Suite 2900
 Royal Bank Plaza, South Tower
 P.O. Box 22
 Toronto, ON M5J 2J1
 Canada

Invoice: 2196569
 Billing Lawyer Huff, Pamela
 HST/GST No.: R119396778
 Client: 00099766
 Matter: 000003

Attention: Doug McIntosh
 Managing Director

**Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., &
 Urbancorp (The Beach) Developments Inc.**

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended July 31, 2020, as follows:

Total Fees	\$ 29,687.00
Harmonized Sales Tax (13.0%)	3,859.31
TOTAL DUE IN CANADIAN CURRENCY	\$ 33,546.31 CAD <i>jr</i>



Invoice: 2196569
 Date: August 6, 2020
 Page: 2

Re: Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., & Urbancorp (The Beach) Developments Inc. (000003)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
07/09/20	Burr, Chris	Reviewing Court of Appeal decision on Parks Levy appeal; exchanging email messages with T. Zaspalis and P. Huff regarding same.	0.4	600.00	240.00
07/13/20	Burr, Chris	Exchanging email messages with Shibley Righton team regarding calculation of damages; researching Supreme Court appeal routes and Ontario post-filing interest; exchanging email messages with T. Zaspalis regarding same.	0.8	600.00	480.00
07/14/20	Burr, Chris	Preparing for and participating on call with T. Zaspalis regarding open issues to discharge; drafting email to B. Bissell summarizing open issues and seeking Terra Firma preferences on same; reviewing historical correspondence regarding closure of CRA tax account.	1.2	600.00	720.00
07/17/20	Burr, Chris	Call with B. Bissell regarding status of open issues and path to discharge; drafting summary email to T. Zaspalis regarding same; exchanging email messages with M. Mackey regarding payment of damages award.	0.8	600.00	480.00
07/19/20	Burr, Chris	Exchanging email messages with T. Zaspalis regarding fee affidavits and Report.	0.2	600.00	120.00
07/20/20	Burr, Chris	Preparing for and participating on call with T. Zaspalis regarding outstanding issues for discharge; exchanging email messages with M. Mackey regarding payment of Curzon amounts; call with T. McRae regarding same and motion to release funds; exchanging several email messages with Shibley Righton regarding same; coordinating booking discharge hearing; coordinating fee affidavit for discharge with N. Thompson; reviewing preliminary draft report and revising same.	3.9	600.00	2,340.00
07/20/20	Thompson, Nancy	Receiving instructions from C. Burr; preparing request form for motion for discharge of receiver and construction lien trustee; e-mail messages to and from C. Burr regarding same; reviewing e-mail message from B. Bissell; finalizing request form and e-mail message to the Commercial List office forwarding same; reviewing past draft of fee	3.0	430.00	1,290.00



Invoice: 2196569
 Date: August 6, 2020
 Page: 3

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		approval affidavit and summary spreadsheet; reviewing and revising draft affidavit and summary to include recent invoices; e-mail message to C. Burr forwarding draft materials for review and providing comments on the invoices to be included.			
07/21/20	Burr, Chris	Drafting Tenth Report; reviewing historical correspondence in respect of same; exchanging email messages with T. Zaspalis regarding fee approval materials; exchanging email messages with L. Wong regarding same; coordinating with N. Thompson regarding booking court time and Blakes fee affidavit.	2.5	600.00	1,500.00
07/22/20	Burr, Chris	Drafting Tenth Report; reviewing past reports and historical correspondence in connection with same; coordinating Blake fee affidavit; reviewing distribution waterfall prepared by T. Zaspalis; exchanging email messages with T. Zaspalis regarding same; coordinating Court date; coordinating preparation of motion materials with C. McIntyre and N. Thompson; exchanging email messages with P. Huff regarding Tenth Report; exchanging email messages with T. Zaspalis regarding distribution to Shibley Righton.	6.1	600.00	3,660.00
07/22/20	Huff, Pamela	Emails with C. Burr regarding discharge of receiver and distribution issues and considering same.	0.7	846.00	592.20
07/22/20	McIntyre, Caitlin	Reviewing Tenth Report.	0.2	490.00	98.00
07/22/20	Thompson, Nancy	Reviewing invoices and highlighting privileged or sensitive information.	1.0	430.00	430.00
07/23/20	Burr, Chris	Discussions with P. Huff regarding Tenth Report and unrepresented purchasers.	0.6	600.00	360.00
07/23/20	Huff, Pamela	Reviewing emails regarding preparation for discharge; discussion with C. Burr regarding disposition of remaining funds.	1.2	846.00	1,015.20
07/23/20	McIntyre, Caitlin	Revising Tenth Report; drafting factum.	2.6	490.00	1,274.00
07/23/20	Thompson, Nancy	Reviewing invoices and highlighting privileged or sensitive information; reviewing e-mail message from the Commercial List office confirming the hearing date.	1.0	430.00	430.00
07/24/20	McIntyre, Caitlin	Drafting factum.	1.3	490.00	637.00



Invoice: 2196569
 Date: August 6, 2020
 Page: 4

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
07/24/20	Thompson, Nancy	E-mail message to C. Burr forwarding pdf of highlighted invoices.	0.2	430.00	86.00
07/27/20	Burr, Chris	Telephone call with T. Zaspalis regarding discharge motion and tenth report; coordinating payment to Shibley Righton.	0.9	600.00	540.00
07/27/20	McIntyre, Caitlin	Drafting factum.	1.8	490.00	882.00
07/28/20	Burr, Chris	Revising Tenth Report to reflect comments from T. Zaspalis; coordinating preparation of supporting court materials.	2.4	600.00	1,440.00
07/28/20	McIntyre, Caitlin	Drafting factum and discharge Order.	3.2	490.00	1,568.00
07/29/20	Burr, Chris	Reviewing further comments on Tenth Report from T. Zaspalis; discussions with T. Zaspalis regarding same; revising Tenth Report; reviewing and editing draft distribution and discharge order; drafting letter to Unrepresented Purchasers.	3.5	600.00	2,100.00
07/29/20	McIntyre, Caitlin	Drafting Order and Notice of Motion with respect to discharge.	1.6	490.00	784.00
07/29/20	Thompson, Nancy	Reviewing e-mail message from C. Burr and attached message from A. Singels-Ludvik regarding A&M invoices; making various inquiries for copies of same; e-mail messages to and from A. Singels-Ludvik regarding same; e-mail messages to and from C. McIntyre and C. Burr regarding confirmation of the hearing date and setting up the Zoom meeting.	0.8	430.00	344.00
07/30/20	Burr, Chris	Discussions with T. Zaspalis regarding additional comments to Tenth Report; drafting letter to Unrepresented Purchasers; reviewing and revising draft order; exchanging email messages with D. McIntosh, T. Zaspalis and P. Huff regarding Tenth Report and motion materials.	0.7	600.00	420.00
07/30/20	Huff, Pamela	Reviewing draft report and considering distribution issues; emails with Receiver.	1.9	846.00	1,607.40
07/30/20	Thompson, Nancy	Reviewing e-mail messages from A. Singels-Ludvik and attached copies of invoices and materials for preparation of the affidavit for approval of A&M's invoices; drafting affidavit; reviewing invoices and noting privileged and sensitive information.	1.5	430.00	645.00



Invoice: 2196569
 Date: August 6, 2020
 Page: 5

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
07/31/20	Burr, Chris	Preparing for and participating on call with D. McIntosh, T. Zaspalis and P. Huff regarding Tenth Report; revising Tenth Report; exchanging email messages with B. Bissell regarding notification of Unrepresented Purchasers; coordinating notices to Unrepresented Purchasers.	2.2	600.00	1,320.00
07/31/20	Huff, Pamela	Further review of draft report; conference call with Receiver to discuss.	2.7	846.00	2,284.20
Total Fees for this Matter					\$ 29,687.00

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Burr, Chris	BUR	26.2	600.00	15,720.00
Huff, Pamela	PLJH	6.5	846.00	5,499.00
McIntyre, Caitlin	CAI	10.7	490.00	5,243.00
Thompson, Nancy	NAB	7.5	430.00	3,225.00
Total		50.9		\$ 29,687.00

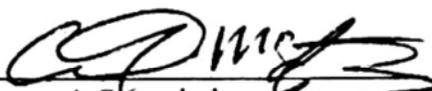
Harmonized Sales Tax (13.0%)

3,859.31

Total Due for this Matter in Canadian Currency

\$ 33,546.31 CAD

This is **Exhibit "B"** referred to in the
Affidavit of Milly Chow
sworn before me by video conference
this 6th day of August, 2020


A Commissioner, etc.

Caitlin Medtze
LSO # 72306R

EXHIBIT “B”

Name of Lawyer	Practice Group	Year of Call	Hourly Rate	Total Hours
Burr, Chris	Restructuring & Insolvency	2008	\$600	326.4
Burr, Chris	Restructuring & Insolvency	2008	\$820	0.7
Chow, Milly	Restructuring & Insolvency	1994	\$788	0.3
D’Alimonte, Silvana	Commercial Real Estate	1991	\$752	0.5
Gelkopf, Allan	Tax	1986	\$890	0.7
Halpern, Zvi	Tax	2010	\$820	1.7
Hoffer, Robyn	Litigation	<i>Law Clerk</i>	\$340	3.0
Huff, Pamela	Restructuring & Insolvency	1987	\$846	35.5
Kang, Cindy	N/A	<i>Student</i>	\$280	3.0
McIntyre, Caitlin	Restructuring & Insolvency	2017	\$555	75.1
Popov, Eduard	Restructuring & Insolvency	2017	\$585	4.6
Thompson, Nancy	Restructuring & Insolvency	<i>Law Clerk</i>	\$410	46.1
Thompson, Nancy	Restructuring & Insolvency	<i>Law Clerk</i>	\$430	10.2

Total Fees Billed:	\$297,086.40
Total Hours:	507.8
Average Hourly Rate:	\$585.05

Court File No.: CV-16-11409-00CL

CANADIAN IMPERIAL BANK OF COMMERCE - and -
Applicant

URBANCORP (LESLIEVILLE) DEVELOPMENTS INC. et al.
Respondents

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding Commenced at Toronto

**AFFIDAVIT OF MILLY CHOW
Sworn August 6, 2020**

BLAKE, CASSELS & GRAYDON LLP

Barristers and Solicitors

199 Bay Street

Suite 4000, Commerce Court West

Toronto, Ontario M5L 1A9

Chris Burr, LSO #55172H

Tel: 416-863-3261

Fax: 416-863-2653

Email: chris.burr@blakes.com

Independent counsel for Alvarez & Marsal Canada Inc., in its capacity as both Receiver and Manager and Construction Lien Trustee of the assets, undertakings and property of Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., and Urbancorp (The Beach) Developments Inc.

TAB C

Invoice

Alvarez & Marsal Canada Inc.
 ATTN: Doug McIntosh
 Managing Director
 Royal Bank Plaza
 South Tower
 200 Bay Street
 Suite 2900
 Toronto ON M5J 2J1

August 16, 2019
 INVOICE: 19216455

Our Matter: T1008868 / 217991
 RE: Receivership of Urbancorp (Leslieville) Developments Inc.

		HST (13.0%)
Fees for Professional Services	\$187.00	\$24.31
Total Fees	187.00	
Total Taxes	24.31	24.31
Total Invoice	211.31	
Please remit balance due:	In Canadian Dollars	\$211.31

Lilly A. Wong Signed for & on behalf of Gowling WLG (Canada) LLP

Our services are provided in accordance with our Terms of Business (www.gowlingwlg.com/TermsOfBusiness), subject to any other written engagement agreement entered into between the parties.

August 16, 2019
 INVOICE: 19216455

Alvarez & Marsal Canada Inc.
Our Matter: T1008868
Receivership of Urbancorp (Leslieville)
Developments Inc.

FOR PROFESSIONAL SERVICES RENDERED on your behalf including:

Date	Hours	Timekeeper	Description
2019-03-18	0.20	Cliff Prophet	Brief review of e-mail re Curzon purchaser motion;

Total Fees for Professional Services \$187.00

SUMMARY OF FEES

TK Name	Billed Rate	Hours	Amount
Prophet, Cliff	935.00	0.20	187.00
Total		0.20	<u>\$187.00</u>

August 16, 2019
INVOICE: 19216455

Remittance Copy

Client: 217991 Alvarez & Marsal Canada Inc.
Matter: T1008868
RE: Receivership of Urbancorp (Leslieville) Developments Inc.
Amount Due: \$211.31 CAD

PAYMENT BY CHEQUE:

Please return this page with your payment payable to Gowling WLG (Canada) LLP

Remit to: Gowling WLG (Canada) LLP
PO Box 466, STN D
Ottawa, ON K1P 1C3
Canada

PAYMENT BY WIRE TRANSFER:

Pay by Swift MT 103 Direct to:
SWIFTCODE: CIBCCATT

BENEFICIARY BANK: Canadian Imperial Bank of Commerce
119 Sparks Street, Ottawa, ON K1P 5B5

TRANSIT NUMBER: 0010-00006

BENEFICIARY ACCOUNT NAME: Gowling WLG (Canada) LLP
160 Elgin Street, Suite 2600, Ottawa ,ON K1P 1C3

BENEFICIARY ACCOUNT NUMBER(S): CDN Account: 41-02916
USD Account: 02-21015

US Corresponding Bank for US Dollar wires:
Wells Fargo Bank, N.A. BIC: PNBPUS3NNYC - ABA:026005092

If paying by wire transfer or corporate EFT please e-mail the remittance details to
payments.ca@gowlingwlg.com

Please note that we cannot accept payment by Interac e-Transfer[®]

TAB D

Court File No. CV-16-11409-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE - COMMERCIAL LIST

BETWEEN:

CANADIAN IMPERIAL BANK OF COMMERCE

Applicant

- and -

**URBANCORP (LESLIEVILLE) DEVELOPMENTS INC.,
 URBANCORP (RIVERDALE) DEVELOPMENTS INC., &
 URBANCORP (THE BEACH) DEVELOPMENTS INC.**

Respondents

APPLICATION UNDER section 243 of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended, section 68 of the *Construction Lien Act*, R.S.O. 1990, c. C.30, and under section 101 of the *Courts of Justice Act*, R.S.O. 1990, c. C.43

AFFIDAVIT OF RONALD FAIRBLOOM
(sworn August 5, 2020)

I, RONALD FAIRBLOOM, of the City of Toronto, in the Province of Ontario, MAKE OATH AND SAY:

1. I am a partner of the law firm Miller Thomson LLP ("**MT**"), the lawyers for Alvarez & Marsal Canada Inc. ("**A&M**") as receiver and manager (in such capacity, the "**Receiver**"), pursuant to section 243 of the Bankruptcy and Insolvency Act, R.S.C. 1985, c. B-3, as amended, and section 101 of the Courts of Justice Act, R.S.O. 1990, c.C.43, as amended, and as Construction Lien Trustee (in such capacity, the "**Construction Lien Trustee**"), pursuant to section 68 of the *Construction Lien Act*, R.S.O. 1990, c. C.30 (the Receiver together with the Construction Lien Trustee, the "**Construction Receiver**"), of all of the assets, undertakings, and property acquired for, or used in relation to the business including all proceeds thereof (the "**Property**") of Urbancorp (Leslieville) Developments Inc. ("**UC Leslieville**"), Urbancorp (Riverdale) Developments Inc. ("**UC Riverdale**") and Urbancorp (The Beach) Developments Inc. ("**UC Beach**", together with UC Riverdale, the "**Guarantors**", and the Guarantors, together with UC Leslieville, the "**Debtors**"), and as such have knowledge of the matters to which I hereinafter depose.

2. MT was retained by the Construction Receiver to provide legal advice in connection with, among other things; (i) preparing and revising an agreement of purchase and sale and condominium disclosure documents required for both the original purchasers who may opt-in and any new purchasers of units in the proposed condominium located at 50 Curzon Street, Toronto, Ontario; (ii) preparing, completing and sending out the individual purchaser packages containing a settlement notice letter, an executed copy of the agreement of purchase and sale and condominium disclosure documents; (iii) registering the condominium; and (iv) completing the closings of the individual units therein.

3. The Order dated May 31, 2016 appointing the Construction Receiver (the "**Appointment Order**") provides that the Construction Receiver and its legal counsel shall pass their accounts from time to time, and further provides that the Construction Receiver and its counsel shall be paid their reasonable fees and expenses at their standard rates and charges.

Period of February 1, 2019 to December 31, 2019

4. Attached hereto and marked as Exhibit "A" to this my Affidavit is a full copy of the account rendered by MT to the Construction Receiver, as referred to in paragraph 4 above as follows:

- Account dated March 31, 2019 as Invoice Number 3206733 in the amount of \$6,746.76 (inclusive of fees, disbursements and taxes);
- Account dated April 30, 2019 as Invoice Number 3332503 in the amount of \$7,487.29 (inclusive of fees, disbursements and taxes);
- Account dated May 31, 2019 as Invoice Number 3344532 in the amount of \$807.95 (inclusive of fees, disbursements and taxes);
- Account dated May 31, 2019 as Invoice Number 3344457 in the amount of 77.41 (inclusive of disbursements and taxes);
- Account dated July 31, 2019 as Invoice Number 3370085 in the amount of \$2,570.75 (inclusive of fees, disbursements and taxes);
- Account dated August 31, 2019 as Invoice Number 3381461 in the amount of \$1,885.57 (inclusive of fees, disbursements and taxes);
- Account dated September 30, 2019 as Invoice Number 3393237 in the amount of \$852.30 (inclusive of fees, disbursements and taxes);
- Account dated October 31, 2019 as Invoice Number 3405871 in the amount of \$315.80 (inclusive of fees, disbursements and taxes); and

Account dated October 31, 2019 as Invoice Number 3405856 in the amount of \$330.19 (inclusive of fees, disbursements and taxes).

5. Attached hereto as Exhibit "B" is a summary of additional information with respect to MT's accounts, indicating all members of MT who have worked on this matter, their year of call to the bar, total time charges and hourly rates. I hereby confirm that this list represents a fair and accurate account of such information.
6. Attached hereto as Exhibit "C" is a summary of each invoice with respect to MT's accounts, indicating all fees, disbursements and HST incurred. I hereby confirm that this list represents a fair and accurate account of such information.
7. Miller Thomson requests that this Honourable Court approve its fees and disbursements as counsel to the Construction Receiver for the period referenced above.
8. To the best of my knowledge, the rates charged by MT are comparable to the rates charged for the provision of similar services by other legal firms in the Toronto market.
9. This Affidavit is sworn in connection with a motion by the Construction Receiver to have, among other things, the fees, taxes and disbursements of its counsel, Miller Thomson LLP, in relation to these proceedings approved by this Honourable Court, and for no improper purpose.

SWORN BEFORE ME at the City of
Toronto, in the Province of Ontario
on August 5, 2020.

Commissioner for taking affidavits

Richard John Blundell, a Commissioner, etc.,
Province of Ontario, for Miller Thomson LLP,
Barristers and Solicitors.
Expires June 23, 2022.

Ronald Fairbloom

This is Exhibit "A" referred to in the affidavit
of Ronald Fairbloom, sworn before me
this 5th day of August, 2020



A COMMISSIONER FOR TAKING AFFIDAVITS

Richard John Blundell, a Commissioner, etc.,
Province of Ontario, for Miller Thomson LLP,
Barristers and Solicitors.
Expires June 23, 2022.



MILLER THOMSON LLP
SCOTIA PLAZA
40 KING STREET WEST, SUITE 5800
P.O. BOX 1011
TORONTO, ON M5H 3S1
CANADA

T 416.595.8500
F 416.595.8695

MILLERTHOMSON.COM

Account Summary and Remittance Form

March 31, 2019

Invoice Number 3320804

Alvarez Marsal Canada Inc., in its capacity as Court Appointed Receiver(Urbancorp Leslieville
Developments
200 Bay Street
Suite 2900
Toronto, ON M5J 2J1

Attention: Tony Zaspalis, Senior Director

Re: Ubancorp - Leslieville - condo development
Our File No. 0220330.0001

Fees:	\$5,900.00
Disbursements:	\$70.58
Ontario HST 13% (R119440766)	\$776.18
Total Amount Due	\$6,746.76



MILLER THOMSON
AVOCATS | LAWYERS

MILLER THOMSON LLP
SCOTIA PLAZA
40 KING STREET WEST, SUITE 5800
P.O. BOX 1011
TORONTO, ON M5H 3S1
CANADA

T 416.593.8500
F 416.593.8695

MILLERTHOMSON.COM

March 31, 2019

Invoice Number 3320804

Alvarez Marsal Canada Inc., in its capacity as Court Appointed Receiver(Urbancorp Leslieville Developments
200 Bay Street
Suite 2900
Toronto, ON M5J 2J1

Attention: Tony Zaspalis, Senior Director

To Professional Services Rendered in connection with the following matter(s) including:

Re: **Ubancorp - Leslieville - condo development**
Our File No. 0220330.0001

Date	Initials	Description	Hours
02/01/2019	RF	Attended a meeting at the North York Civic Centre/City of Toronto office with members of MPAC and the City of Toronto, Revenue Services re the realty taxes for the Property.	2.00
02/11/2019	RF	Call with Tony Zaspalis.	0.30
02/11/2019	RF	Call with Tony Zaspalis. Discussed the form of agreement of purchase and sale for the parking and bicycle storage units. Revised the agreement based on Tony's comments. Sent Tony Zaspalis and Peter Griffis a clean and blackline revised draft of the agreement.	0.30
02/14/2019	RF	Pre-meeting at Blakes with Tony Zaspalis and Chris Burr, in advance of a meeting with lawyers from Shibley Righton re the purchasers issue with charging the park levy on closing. Meeting with Chris Burr, Tony Zaspalis, Megan Mackey and Tom Mcrae from Shibley Righton LLP	2.00
02/14/2019	RF	Reviewed file, including numerous emails related to the preparation of the purchase agreement, requests	3.00



MILLER THOMSON
AVOCATS | LAWYERS

Page 2

Invoice 3320804

Date	Initials	Description	Hours
		for caps by Dickinson Wright.	
02/14/2019	DT	Discussions with R. Fairbloom on purchaser's retainer of counsel; review of purchaser's emails and acknowledgement of the conveyance of land in 2017 emails while the agreement is being negotiated and implications to argument;	0.40
02/15/2019	RF	Call with Sarah Grant from the City of Toronto Revenue Services. Filled out an application to reapportion property taxes. Sent same to Tony for execution.	0.40
03/07/2019	RF	Received and reviewed an email from Tony Zaspalis re Suite [REDACTED]. Call with Tony re his draft response to the homeowner.	0.20
03/07/2019	RF	Call with Tony re realty tax apportionment, and the purchasers claim re park levies.	0.40
Total Hours			9.00

Our Fee: 5,900.00

TK ID	Initials	Name	Title	Rate	Hours	Amount
00977	DT	D. Tang	Partner	\$775.00	0.40	\$310.00
00976	RF	R. Fairbloom	Partner	\$650.00	8.60	\$5,590.00

Taxable Disbursements

Miscellaneous Searches	54.98	
Delivery	15.60	
Total Taxable Disbursements	70.58	\$70.58

Total Fees and Disbursements \$5,970.58

Ontario HST 13% (R119440766)



Invoice 3320804

On Fees	\$767.00
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On Disbursements	\$9.18
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Total Amount Due	<u>\$6,746.76</u>
-------------------------	--------------------------

E.&O.E.



MILLER THOMSON
AVOCATS | LAWYERS

MILLER THOMSON LLP
SCOTIA PLAZA
40 KING STREET WEST, SUITE 5800
P.O. BOX 1011
TORONTO, ON M5H 3S1
CANADA

T 416.595.8500
F 416.595.8695

MILLERTHOMSON.COM

Account Summary and Remittance Form

April 30, 2019

Invoice Number 3332503

Alvarez & Marsal Canada Inc. in its capacity as
Court Appointed Receiver, Manager & Construction
Lien Trustee of Urbancorp (Leslieville) Developments Inc.
200 Bay Street, Suite 2900
Toronto, ON M5J 2J1

Attention: Tony Zaspalis, Senior Director

Re: Leslieville - Condo Development
Our File No. 0226784.0001

Fees:	\$6,400.00
Disbursements:	\$233.33
Ontario HST 13% (R119440766)	\$853.96
Total Amount Due	\$7,487.29
Transferred From Trust	\$7,487.29
Balance Owing:	\$0.00



MILLER THOMSON
AVOCATS | LAWYERS

MILLER THOMSON LLP
SCOTIA PLAZA
40 KING STREET WEST, SUITE 5800
P.O. BOX 1011
TORONTO, ON M5H 3S1
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F 416.595.6695

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April 30, 2019

Invoice Number 3332503

Alvarez & Marsal Canada Inc. in its capacity as
Court Appointed Receiver, Manager & Construction
Lien Trustee of Urbancorp (Leslieville) Developments Inc.
200 Bay Street, Suite 2900
Toronto, ON M5J 2J1

Attention: Tony Zaspalis, Senior Director

To Professional Services Rendered in connection with the following matter(s) including:

Re: **Leslieville - Condo Development**
Our File No. 0226784.0001

Date	Initials	Description	Hours
01/23/2019	RF	Worked on a draft of the agreement of purchase and sale for the Lot to Craft.	1.00
01/24/2019	PW	Receive instructions; pull copy of PIN which is inactive; pull copy of divided PIN which is also inactive; pull copy of current PIN and PIN for condominium; e-mail copies to R. Fairbloom, as requested.	0.30
01/24/2019	DS	Receipt of instructions; submitting PIN correction;	0.70
01/24/2019	RF	Revised a draft purchase agreement for the Lot. Reviewed a parcel page. Email to Susan Crisp of our office asking her to send in a PIN correction to the LRO, as the LRO included the condo plan and declaration on the PIN incorrectly. Email to Tony Zaspalis, Peter Griffis and Chris Burr enclosing a draft of the purchase agreement.	2.00
01/28/2019	RF	Discussions with Tony Zaspalis re the purchase agreement for the Lot. Tony will provide his comments.	0.10
01/29/2019	WM	E-mails from and to L. Kaszuba regarding carriage of file;	0.30



Date	Initials	Description	Hours
01/29/2019	DS	Receipt of PIN correction notice;	0.20
01/30/2019	WM	Review of file;	0.20
02/05/2019	WM	E-mail to R. Fairbloom regarding status;	0.10
02/05/2019	RF	Call with Peter Griffis re the purchase agreement and the transfer of the lot.	0.40
02/08/2019	RF	Revised the form of Agreement of Purchase and Sale for the Lot based on Chris Burr's comments.	0.50
02/08/2019	RF	Prepared a draft form of agreement of purchase and sale for the remaining parking and bicycle storage units;	2.00
02/11/2019	RF	Reviewed and revised the draft APS for the vacant lot. Sent a clean and blackline to Tony Zaspalis, Peter Griffis, Chris Burr and Amanda Griffis.	0.40
02/11/2019	RF	Call with Tony Zaspalis re the Agreement of Purchase and Sale for the Vacant Lot. Revised same based on Tony's comments. Emailed a clean and blackline revised draft to Tony Zaspalis, Chris Burr and Peter Griffis.	0.30
02/13/2019	RF	Call with Max Cohen. Discussed the APS for the Vacant Lot. Discussed the Settlement Approval Order. Sent Max a copy of same. Discussed the R-Plan and the legal description of the lot. Discussed planning act issues. Discussed the transfer and the process.	1.00
02/13/2019	RF	Call with Peter Griffis re the lot. Call with Tony Zaspalis re the lot and the APS. Reviewed and revised the APS to include payment of our legal fees by the Purchaser.	0.50
02/26/2019	RF	Reviewed and updated the draft Transfer Schedule, the draft Transfer, the Application to register Court Order, the Acknowledgements and Directions authorizing our firm to register same, the Direction re title to be provided by the Purchaser, Design Elementz Ltd, and by CRAFT, an a bringdown certificate to be provided be each of the Purchaser and CRAFT.	1.40
02/26/2019	WM	E-mails from R. Fairbloom and M. Cohen regarding status of transaction;	0.20



Date	Initials	Description	Hours
02/27/2019	WM	E-mail from R. Fairbloom to M. Cohen forwarding closing documents;	0.20
03/05/2019	WM	E-mail from M. Cohen regarding Agreement of Purchase and Sale;	0.10
03/05/2019	RF	Dealt with the revised APS. Prepared a S.116 stat dec to be signed by the client. Sent a clean and blackline of the APS along with the HST Stat Dec and Indemnity, to Max Cohen. Email exchange with CRAFT. Emails with client. Revised the draft Transfer Schedule.	1.00
03/07/2019	RF	Received and reviewed the signed A&Ds for the Transfer, Court Order and the S.116. Dealt with the registration of the Court Order.	0.30
03/07/2019	WM	Meet with R. Fairbloom regarding registering of Application; e-mails from R. Fairbloom forwarding executed A&D's; register Application to register court order and e-mail same to R. Fairbloom; amend schedule to Transfer;	0.40
03/07/2019	RF	Dealt with the Vacant Lot. Received and reviewed the signed docs from the Receiver. Reviewed the draft Application to register court order. Reviewed draft Transfer. Met with Wanda re same. Email to Max Cohen attaching the registered court order. Received and reviewed and email from CRAFT with their HST Number. Updated the HST/LTT Stat Dec and Indemnity. Sent CRAFT the closing docs for signing.	1.00
03/08/2019	WM	Meet with R. Fairbloom regarding today's transaction; e-mails from R. Fairbloom, A. Bistriteanu and H. Pedro regarding HST No. for CRAFT; search HST No. regarding Purchaser and C.R.A.F.T. and e-mail same to R. Fairbloom; sign transfer for release and e-mail to M. Cohen regarding same;	0.80
03/08/2019	JC	Conduct corporate search against Craft Development Corporation; email corporation profile report to Ms. Watson;	0.10
03/08/2019	RF	Received the executed docs from CRAFT. Verified HST numbers. Reviewed the draft Transfer. Received the signed docs and money from Max	1.00



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Page 4

Invoice 3332503

Date	Initials	Description	Hours
		Cohen. Emails with the client. Emails to Max Cohen.	
		Total Hours	16.50
Our Fee:			6,400.00
Taxable Disbursements			
		Mileage/Parking Expenses	59.84
		Land Registry Office Searches	36.35
		Teraview Service Fee	12.15
		Delivery	20.81
		Couriers	24.78
		Corporate or Securities file Searches	15.00
		Total Taxable Disbursements	168.93
Non-Taxable Disbursements			
		Registration Fee	64.40
		Total Non-Taxable Disbursements	64.40
Total Fees and Disbursements			\$6,633.33
Ontario HST 13% (R119440766)			
		On Fees	\$832.00
		On Disbursements	\$21.96
Total Amount Due			\$7,487.29
Transferred From Trust			\$7,487.29
Balance Owing:			\$0.00



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This is our Account Herein

MILLER THOMSON LLP

Per: _____
Ron Fairbloom

E.&O.E.



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Account Summary and Remittance Form

May 31, 2019

Invoice Number 3344532

Alvarez Marsal Canada Inc., in its capacity as Court Appointed Receiver(Urbancorp Leslieville
Developments
200 Bay Street
Suite 2900
Toronto, ON M5J 2J1

Attention: Tony Zaspalis, Senior Director

Re: **Urbancorp - Leslieville - condo development**
Our File No. 0220330.0001

Fees:	\$715.00
Ontario HST 13% (R119440766)	\$92.95
Total Amount Due	\$807.95



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May 31, 2019

Invoice Number 3344532

**Alvarez Marsal Canada Inc., in its capacity as Court Appointed Receiver(Urbancorp Leslieville Developments
200 Bay Street
Suite 2900
Toronto, ON M5J 2J1**

Attention: Tony Zaspalis, Senior Director

To Professional Services Rendered in connection with the following matter(s) including:

**Re: Ubancorp - Leslieville - condo development
Our File No. 0220330.0001**

Date	Initials	Description	Hours
05/15/2019	RF	Reviewed the draft Statement of Facts re the purchasers' claim re Park Levies. Call with Sarah Grant from the City of Toronto. Discussions with Veronica. Email to Tony Zaspalis and Chris Burr.	0.70
05/15/2019	RF	Call with Tony Zaspalis and Chris Burr.	0.40
Total Hours			1.10

Our Fee: 715.00

TK ID	Initials	Name	Title	Rate	Hours	Amount
00976	RF	R. Fairbloom	Partner	\$650.00	1.10	\$715.00

**Ontario HST 13% (R119440766)
On Fees \$92.95**



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Invoice 3344532

Total Amount Due

\$807.95

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Account Summary and Remittance Form

May 31, 2019

Invoice Number 3344457

Alvarez Marsal Canada Inc., in its capacity as Court Appointed Receiver(Urbancorp Leslieville
 Developments
 200 Bay Street
 Suite 2900
 Toronto, ON M5J 2J1

Attention: Tony Zaspalis, Senior Director

Re: Urbancorp - Leslieville - Unit Sales
 Our File No. 0220330.0002

Disbursements:	\$68.50
Ontario HST 13% (R119440766)	\$8.91
Total Amount Due	<u>\$77.41</u>



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May 31, 2019

Invoice Number 3344457

Alvarez Marsal Canada Inc., in its capacity as Court Appointed Receiver(Urbancorp Leslieville Developments
200 Bay Street
Suite 2900
Toronto, ON M5J 2J1

Attention: Tony Zaspalis, Senior Director

To Professional Services Rendered in connection with the following matter(s) including:

Re: Urbancorp - Leslieville - Unit Sales
Our File No. 0220330.0002

Date	Initials	Description	Hours
04/01/2019	EL	To undocketed time in connection with the Sanitary Discharge Agreement (including multiple phone calls and emails with city representatives, the receiver, and property management); Phone calls with T. Zaspalis regarding ongoing matters of the SDA; follow-ups with property management;	2.10
04/01/2019	EL	Review and sign off on Transfer for Unit [REDACTED], Level [REDACTED];	0.10
04/23/2019	EL	Consider email from T. Zaspalis regarding hearing and assessment of parking/locker units and respond; Review notice of hearing and preparation for hearing; Attend committee hearing at Toronto City Hall;	2.60
04/24/2019	EL	Review and respond to T. Zaspalis' email regarding realty tax assessments and adjustment; Phone call with T. Zaspalis;	0.80
04/25/2019	EL	Review emails from T. Kaspalis;	0.20
05/02/2019	EL	Receive and review email from T. Zaspalis regarding reapportionment of taxes;	0.40
05/07/2019	EL	Review email from Tony and phone call with Tony to	0.20



Date	Initials	Description	Hours
		discuss property tax question;	
05/13/2019	EL	Review correspondence from J. Laks regarding property tax adjustment on Suite [REDACTED]; Prepare draft letter response;	0.50
05/15/2019	EL	Discussion with R. Fairbloom regarding unsold units;	0.20
05/22/2019	EL	Receive and review faxed letter from Korman for Suite [REDACTED], 42 Curzon St regarding property tax assessment and readjustment;	0.10
05/31/2019	EL	Discussion with R. Fairbloom regarding response letter (realty tax adjustment);	0.30
Total Hours			7.50

Our Fee: 0.00

TK ID	Initials	Name	Title	Rate	Hours	Amount
01180	EL	E. Laxton	Associate	\$0.00	7.50	\$0.00

Taxable Disbursements

Land Registry Office Searches	68.50	
Total Taxable Disbursements	<u>68.50</u>	\$68.50

Ontario HST 13% (R119440766)

On Disbursements		\$8.91
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Total Amount Due \$77.41

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Account Summary and Remittance Form

July 31, 2019

Invoice Number 3370085

Alvarez Marsal Canada Inc., in its capacity as Court Appointed Receiver(Urbancorp Leslieville
Developments
200 Bay Street
Suite 2900
Toronto, ON M5J 2J1

Attention: Tony Zaspalis, Senior Director

Re: **Ubancorp - Leslieville - condo development**
Our File No. 0220330.0001

Fees:	\$2,275.00
Ontario HST 13% (R119440766)	\$295.75
Total Amount Due	<u>\$2,570.75</u>



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July 31, 2019

Invoice Number 3370085

Alvarez Marsal Canada Inc., in its capacity as Court Appointed Receiver(Urbancorp Leslieville Developments
200 Bay Street
Suite 2900
Toronto, ON M5J 2J1

Attention: Tony Zaspalis, Senior Director

To Professional Services Rendered in connection with the following matter(s) including:

Re: Ubancorp - Leslieville - condo development
Our File No. 0220330.0001

Date	Initials	Description	Hours
06/20/2019	RF	Call with Tony Zaspalis and Chris Burr re the hearing and park levies.	1.00
07/04/2019	RF	Call with David Slan of McMillan Binch re Park Levies.	0.40
07/04/2019	RF	Call with Odysseas Papadimitriou re Park Levies	0.40
07/04/2019	RF	Call with Chris Burr and Tony Zaspalis.	0.40
07/08/2019	RF	Prepared a draft memo for Chris Burr and Tony Zaspalis re industry standard for collecting adjustments, including Park Levies.	1.00
07/09/2019	RF	Received and reviewed an email from Chris Burr. Revised my draft email to Chris and Tony.	0.30
Total Hours			3.50
Our Fee:			2,275.00



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Page 2

Invoice 3370085

Ontario HST 13% (R119440766)
On Fees

\$295.75

Total Amount Due

\$2,570.75

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Account Summary and Remittance Form

August 31, 2019

Invoice Number 3381461

Alvarez Marsal Canada Inc., in its capacity as Court Appointed Receiver(Urbancorp Leslieville
 Developments
 200 Bay Street
 Suite 2900
 Toronto, ON M5J 2J1

Attention: Tony Zaspalis, Senior Director

Re: **Urbancorp - Leslieville - Unit Sales**
Our File No. 0220330.0002

Fees:	\$1,600.00
Disbursements:	\$68.65
Ontario HST 13% (R119440766)	\$216.92
Total Amount Due	<u>\$1,885.57</u>



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August 31, 2019

Invoice Number 3381461

Alvarez Marsal Canada Inc., in its capacity as Court Appointed Receiver(Urbancorp Leslieville Developments
200 Bay Street
Suite 2900
Toronto, ON M5J 2J1

Attention: Tony Zaspalis, Senior Director

To Professional Services Rendered in connection with the following matter(s) including:

Re: **Urbancorp - Leslieville - Unit Sales**
Our File No. 0220330.0002

Date	Initials	Description	Hours
06/06/2019	EL	Finalize response letter regarding Suite [REDACTED] and send via email;	0.50
06/21/2019	EL	Review email from T. Zaspalis and respond;	0.20
06/25/2019	EL	Make arrangements for transfer of inventory parking units to condominium corporation; Phone call with T. Sablatnig; Follow-up message to T. Zaspalis with update;	0.60
07/04/2019	EL	Review email from T. Zaspalis and respond; Send follow up email to First Servicing regarding conveyance; Review response and reply;	0.30
07/31/2019	EL	Review emails from T. Zaspalis; Prepare/send email to property management regarding transfer of units;	0.40
08/14/2019	EL	Receive email from C. Damaren (property management) and reply;	0.20
08/15/2019	EL	Review email from C. Damaren;	0.10
08/21/2019	EL	Emails with property manager regarding transfer of units; Discussion with R. Fairbloom regarding representation;	0.50



Date	Initials	Description	Hours
08/22/2019	EL	Consider email from solicitors for the condo corp in connection with transfer of inventory units;	0.50
08/23/2019	EL	Review tax information for locker units; Email to T. Zaspalis; Discussion with V. Gavriellov; Initial review of Transfer schedule;	0.30
08/27/2019	EL	Review email from T. Zapalis and respond; Discussion with V. Gavriellov regarding taxes;	0.20
08/28/2019	EL	Discussion with V. Gavriellov regarding taxes; Receive email from condo corp's counsel and respond;	0.20
Total Hours			4.00

Our Fee: 1,600.00

TK ID	Initials	Name	Title	Rate	Hours	Amount
01180	EL	E. Laxton	Associate	\$400.00	4.00	\$1,600.00

Taxable Disbursements

Tax Certificate	68.65	
Total Taxable Disbursements	<u>68.65</u>	\$68.65

Total Fees and Disbursements \$1,668.65

Ontario HST 13% (R119440766)

On Fees	\$208.00
On Disbursements	\$8.92

Total Amount Due \$1,885.57

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Account Summary and Remittance Form

September 30, 2019

Invoice Number 3393237

Alvarez Marsal Canada Inc., in its capacity as Court Appointed Receiver(Urbancorp Leslieville
Developments
200 Bay Street
Suite 2900
Toronto, ON M5J 2J1

Attention: Tony Zaspalis, Senior Director

Re: Urbancorp - Leslieville - Unit Sales
Our File No. 0220330.0002

Fees:	\$720.00
Disbursements:	\$34.25
Ontario HST 13% (R119440766)	\$98.05
Total Amount Due	\$852.30

Please return the Account Summary and Remittance Form with your payment.

Terms: Accounts due when rendered. Interest at the rate of 12.0% per annum will be charged on accounts overdue 30 days or more. Any disbursements not paid by the 30th day of the month will be added to the account balance.
<http://eastfinweb.millerthomson.com/Tradeant/Tools/PrintPreview/FileStream.aspx?documentType=BILL&documentKey=7669907&>



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September 30, 2019

Invoice Number 3393237

Alvarez Marsal Canada Inc., in its capacity as Court Appointed Receiver(Urbancorp Leslieville
Developments
200 Bay Street
Suite 2900
Toronto, ON M5J 2J1

Attention: Tony Zaspalis, Senior Director

To Professional Services Rendered in connection with the following matter(s) including:

Re: Urbancorp - Leslieville - Unit Sales
Our File No. 0220330.0002

Date	Initials	Description	Hours
09/03/2019	EL	Review of tax information with V. Gavriellov;	0.10
09/05/2019	EL	Review draft Transfer; Email to T. Zaspalis seeking instructions;	0.60
09/06/2019	EL	Make revisions to draft Transfer/Deed; Review title and make revisions to law statements schedule; Email to condo corp's solicitors;	0.90
09/18/2019	EL	Follow up with condominium corporation's lawyer; Email to T. Zaspalis;	0.20
Total Hours			1.80

Our Fee: 720.00

TK ID	Initials	Name	Title	Rate	Hours	Amount
01180	EL	E. Laxton	Associate	\$400.00	1.80	\$720.00

Please return the Account Summary and Remittance Form with your payment

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Page 2

Invoice 3393237

Taxable Disbursements		
Land Registry Office Searches	34.25	
Total Taxable Disbursements	<u>34.25</u>	\$34.25
Total Fees and Disbursements		\$754.25
Ontario HST 13% (R119440766)		
On Fees		\$93.60
On Disbursements		\$4.45
Total Amount Due		<u><u>\$852.30</u></u>

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Please return the Account Summary and Remittance Form with your payment

Terms: Accounts due when rendered. Interest at the rate of 12 1/2% per annum will be charged on amounts overdue 30 days or more. Any disbursements not paid to your account on the date of this account will be billed later.

<http://eastfinweb.millerthomson.com/adev/adv/TopicPrintPreviewFileStream.aspx?documentType=Bill&documentKey=7669907&CYBehavior=Control&ControlID=4614145-00874053-557d-5000454b7d08>



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Account Summary and Remittance Form

October 31, 2019

Invoice Number 3405871

Alvarez & Marsal Canada Inc. in its capacity as
 Court Appointed Receiver, Manager & Construction
 Lien Trustee of Urbancorp (Leslieville) Developments Inc.
 200 Bay Street, Suite 2900
 Toronto, ON M5J 2J1

Attention: Tony Zaspalis, Senior Director

Re: Leslieville - Condo Development
 Our File No. 0226784.0001

Disbursements:	\$282.00
Ontario HST 13% (R119440766)	\$33.80
Total Amount Due	\$315.80
Transferred From Trust	\$315.80
Balance Owing:	\$0.00



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October 31, 2019

Invoice Number 3405871

Alvarez & Marsal Canada Inc. in its capacity as
Court Appointed Receiver, Manager & Construction
Lien Trustee of Urbancorp (Leslieville) Developments Inc.
200 Bay Street, Suite 2900
Toronto, ON M5J 2J1

Attention: Tony Zaspalis, Senior Director

To Professional Services Rendered in connection with the following matter(s) including:

Re: **Leslieville - Condo Development**
Our File No. 0226784.0001

Date	Initials	Description	Hours
05/06/2019	LK	Swap new schedule on returned transfer;	0.10
		Total Hours	0.10
Our Fee:			0.00
Taxable Disbursements			
		Real Estate Levy Surcharge	260.00
		Total Taxable Disbursements	260.00
Non-Taxable Disbursements			
		Bank Charges	22.00
		Total Non-Taxable Disbursements	22.00
Ontario HST 13% (R119440766)			
		On Disbursements	\$33.80



Total Amount Due	<u>\$315.80</u>
Transferred From Trust	\$315.80
Balance Owing:	<u>\$0.00</u>
E.&O.E.	



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Account Summary and Remittance Form

October 31, 2019

Invoice Number 3405856

Alvarez & Marsal Canada Inc. in its capacity as
 Court Appointed Receiver, Manager & Construction
 Lien Trustee of Urbancorp (Leslieville) Developments Inc.
 200 Bay Street, Suite 2900
 Toronto, ON M5J 2J1

Attention: Tony Zaspalis, Senior Director

Re: Unit Sales
 Our File No. 0226784.0002

Disbursements:	\$292.20
Ontario HST 13% (R119440766)	\$37.99
Total Amount Due	\$330.19
Transferred From Trust	\$320.64
Balance Owing:	\$9.55



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October 31, 2019

Invoice Number 3405856

Alvarez & Marsal Canada Inc. in its capacity as
Court Appointed Receiver, Manager & Construction
Lien Trustee of Urbancorp (Leslieville) Developments Inc.
200 Bay Street, Suite 2900
Toronto, ON M5J 2J1

Attention: Tony Zaspalis, Senior Director

To Professional Services Rendered in connection with the following matter(s) including:

Re: **Unit Sales**
Our File No. 0226784.0002

Date	Initials	Description	Hours
03/05/2019	VG	Preparation of closing documents parking [REDACTED];	1.00
03/06/2019	VG	Preparation of final closing documents for Parking Unit [REDACTED] and Locker [REDACTED];	1.50
03/07/2019	RF	Dealt with the closing of Parking Unit [REDACTED]	0.30
03/07/2019	VG	Preparation of final closing documents for Locker [REDACTED]; attend on extension for [REDACTED];	1.00
03/28/2019	VG	Revise statement of adjustments for Locker [REDACTED].	0.50
04/25/2019	VG	Preparation of closing documents and statement of adjustments locker [REDACTED] and [REDACTED]	1.00
04/29/2019	VG	Revised adjustments locker [REDACTED] and [REDACTED];	0.20
04/30/2019	VG	Attend on closing locker [REDACTED] and [REDACTED];	0.20
Total Hours			5.70

Our Fee: 0.00



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Page 2

Invoice 3405856

Taxable Disbursements

Agent's Disbursements	90.00
Land Registry Office Searches	174.00
Delivery	28.20

Total Taxable Disbursements	292.20	\$292.20
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Ontario HST 13% (R119440766)

On Disbursements		\$37.99
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Total Amount Due		\$330.19
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Transferred From Trust		\$320.64
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Balance Owing:		\$9.55
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E.&O.E.



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SCOTIA PLAZA
40 KING STREET WEST, SUITE 5800
P.O. BOX 1011
TORONTO, ON M5H 3S1
CANADA

T 416.595.8500
F 416.595.8695

MILLERTHOMSON.COM

Account Summary and Remittance Form

November 12, 2019

Invoice Number 3406087

Alvarez Marsal Canada Inc., in its capacity as Court Appointed Receiver(Urbancorp Leslieville
Developments
200 Bay Street
Suite 2900
Toronto, ON M5J 2J1

Attention: Tony Zaspalis, Senior Director

Re: Urbancorp - Leslieville - Unit Sales
Our File No. 0220330.0002

Total Amount Due

\$0.00



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November 12, 2019

Invoice Number 3406087

Alvarez Marsal Canada Inc., in its capacity as Court Appointed Receiver(Urbancorp Leslieville Developments
200 Bay Street
Suite 2900
Toronto, ON M5J 2J1

Attention: Tony Zaspalis, Senior Director

To Professional Services Rendered in connection with the following matter(s) including:

Re: Urbancorp - Leslieville - Unit Sales
Our File No. 0220330.0002

Date	Initials	Description	Hours
10/18/2019	EL	Preparation of Acknowledgement and Direction and related documents; Emails with T. Zaspalis; Email to T. Jailall;	0.60
10/24/2019	EL	Attend to release of Transfer and completion of conveyance of locker units to condo corp.	0.20
Total Hours			0.80

Our Fee: 0.00

TK ID	Initials	Name	Title	Rate	Hours	Amount
01180	EL	E. Laxton	Associate	\$0.00	0.80	\$0.00

Total Amount Due \$0.00



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Page 2

Invoice 3406087

E.&O.E.

This is Exhibit "B" referred to in the affidavit
of Ronald Fairbloom, sworn before me
this 5th day of August, 2020

A handwritten signature in blue ink, consisting of several overlapping loops and a final horizontal stroke, positioned to the right of the text.

A COMMISSIONER FOR TAKING AFFIDAVITS

Richard John Blundell, a Commissioner, etc.,
Province of Ontario, for Miller Thomson LLP,
Barristers and Solicitors.
Expires June 23, 2022.

- 2 -

ADDITIONAL INFORMATION RELATING TO ACCOUNTS

LAWYER	TITLE	YEAR OF CALL	HOURS WORKED	WORKED RATE	TOTAL
Ron Fairbloom	Partner	2001	13.2	\$650.00	\$8,580.00
Ron Fairbloom	Partner	2001	12.9	\$414.42	\$5,346.00
David Tang	Partner	1990	0.40	\$775.00	\$310.00
Eric Laxton	Associate	2011	8.30	\$0.00	\$0.00
Eric Laxton	Associate	2011	5.80	\$400.00	\$2,320.00
Linda Kaszuba	Paraprofessional		0.10	\$300.00	\$0.00
Jessie Chau	Paraprofessional		0.10	\$265.00	\$26.50
Wanda Menes	Paraprofessional		2.30	\$330.00	\$759.00
Deborah Sparrow	Paraprofessional		0.90	\$245.00	\$220.50
Patti Watson	Paraprofessional		0.30	\$160.00	\$48.00
Total			44.3	\$3539.42	\$17,610.00

This is Exhibit "C" referred to in the affidavit
of Ronald Fairbloom, sworn before me
this 5th day of August, 2020



A COMMISSIONER FOR TAKING AFFIDAVITS

*Richard John Blundell, a Commissioner, etc.,
Province of Ontario, for Miller Thomson LLP,
Barristers and Solicitors.
Expires June 23, 2022.*

- 4 -

INVOICE SUMMARIES

DATE	INVOICE #	FEES	DISBS	SUBTOTAL	HST	TOTAL
March 31, 2019	3320804	\$5,900.00	\$70.58	\$5,970.58	\$776.18	\$6,746.76
April 30, 2019	3332503	\$6,400.00	\$233.33	\$6,633.33	\$853.96	\$7,487.29
May 31, 2019	3344532	\$715.00	\$0.00	\$715.00	\$92.95	\$807.95
May 31, 2019	3344457	\$0.00	\$68.50	\$68.50	\$8.91	\$77.41
July 31, 2019	3370085	\$2,275.00	\$0.00	\$2,275.00	\$295.75	\$2,570.75
August 31, 2019	3381461	\$1,600.00	\$68.65	\$1,668.65	\$216.92	\$1,885.57
September 30, 2019	3393237	\$720.00	\$34.25	\$754.25	\$98.05	\$852.30
October 31, 2019	3405871	\$0.00	\$282.00	\$282.00	\$33.80	\$315.80
October 31, 2019	3405856	\$0.00	\$292.20	\$292.20	\$37.99	\$330.19
November 12, 2019	3406087	\$0.00	\$0.00	\$0.00	0.00	\$0.00
TOTAL		\$17,610.00	\$1049.51	\$18,659.51	\$2414.51	\$21,074.02

**CANADIAN IMPERIAL BANK OF
COMMERCE**
Applicant

And

**URBANCORP
(LESLIEVILLE)
DEVELOPMENTS ET
AL.**
Respondent

Court File No: CV-16-11409-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceeding commenced at Toronto

FEE AFFIDAVIT

**MILLER THOMSON LLP
SCOTIA PLAZA
40 KING STREET WEST, SUITE 5800
P.O. BOX 1011
TORONTO, ON CANADA M5H 3S1**

Ron Fairbloom LSUC#: 43915o
Tel: 416.595.8637
Fax: 416.595.8695
Email: rfairbloom@millerthomson.com

Lawyers for Alvarez & Marsal Canada Inc.,
in its capacity as Construction Receiver

CANADIAN IMPERIAL BANK OF COMMERCE V. URBANCORP (LESLIEVILLE DEVELOPMENTS INC. et.al.
(Applicant)

(Respondents)

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**
Proceeding commenced at Toronto

COMPENDIUM OF FEE AFFIDAVITS

(Returnable August 19, 2020)

BLAKE, CASSELS & GRAYDON LLP

199 Bay Street
Suite 4000, Commerce Court West
Toronto Ontario M5L 1A9

Chris Burr (LSO#: 55172H)

Tel: 416-863-3261

Fax: 416-863-2653

Email: chris.burr@blakes.com

Independent Counsel for Alvarez & Marsal Canada Inc., in its capacity as both Receiver and Manager, and Construction Lien Trustee of the assets, undertakings and property of Urbancorp (Leslieville) Developments Inc., Urbancorp (Riverdale) Developments Inc., and Urbancorp (The Beach) Developments Inc.