

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

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

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR  
ARRANGEMENT OF COMARK INC.**

**MOTION RECORD OF THE MONITOR  
(Approval of Accounts of the Monitor and its Legal Counsel)  
(Returnable May 31, 2016)**

May 19, 2016

**Goodmans LLP**  
Barristers & Solicitors  
Bay Adelaide Centre  
333 Bay Street, Suite 3400  
Toronto, ON M5H 2S7

**Robert J. Chadwick** LSUC# 35165K  
**Brian F. Empey** LSUC# 30640G  
**Ryan Baulke** LSUC# 66189O

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Lawyers for the Monitor,  
Alvarez & Marsal Canada Inc.

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**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

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

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF  
COMARK INC.**

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# TAB 1



Court File No. CV15-10920-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

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

AND IN THE MATTER OF A PLAN OF COMPROMISE OR  
ARRANGEMENT OF COMARK INC.

APPLICANT

**NOTICE OF MOTION  
(Approval of Accounts of the Monitor and its Legal Counsel)  
(Returnable May 31, 2016)**

Alvarez & Marsal Canada Inc. (“**A&M**”) in its capacity as monitor (the “**Monitor**”) of 4240405 Canada Inc., formerly known as “Comark Inc.” (the “**Applicant**”), will make a motion before the Honourable Regional Senior Justice Morawetz of the Ontario Superior Court of Justice (Commercial List) on May 31, 2016 at 8:30 a.m. or as soon after that time as the motion can be heard, at 330 University Ave, Toronto, Ontario.

**PROPOSED METHOD OF HEARING:** The motion is to be heard:

- in writing under subrule 37.12.1(1) because it is on consent or unopposed or made without notice;
- in writing as an opposed motion under subrule 37.12.1(4);
- orally.

**THE MOTION IS FOR AN ORDER:**

- (a) abridging the time for and validating service of this Notice of Motion and supporting materials such that the motion is properly returnable on May 31, 2016, and dispensing with further service thereof;
- (b) Approving the professional fees and disbursements of the Monitor and its legal counsel; and
- (c) Such further and other relief as counsel may advise and as this Honourable Court deems just.

**THE GROUNDS FOR THE MOTION ARE:**

- (a) On March 26, 2015, this Honourable Court made an initial order (as amended and restated, the “**Initial Order**”) granting protection to the Applicant under the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36 as amended (the “**CCAA**”);
- (b) Under the Initial Order, A&M was appointed to act as Monitor in the CCAA proceedings;
- (c) The Monitor engaged Goodmans LLP (“**Goodmans**”) as its legal counsel;
- (d) The Initial Order requires the Monitor and its counsel to pass their accounts and refers said accounts to a judge of this Honourable Court;
- (e) The fees of the Monitor and its counsel incurred are detailed in the Affidavit of John J. Walker sworn May 19, 2016 and the Affidavit of Brian F. Empey sworn May 18, 2016, respectively;
- (f) The fees and expenses of each of the Monitor and its counsel are fair and reasonable in the circumstances;
- (g) Section 11 of the CCAA;

- (h) Paragraphs 39 and 40 of the Initial Order; and
- (i) Such further and other grounds as counsel may advise and this Honourable Court may permit.

**THE FOLLOWING DOCUMENTARY EVIDENCE** will be used at the hearing of the motion:

- (a) The Affidavit of John J. Walker sworn May 19, 2016;
- (b) The Affidavit of Brian F. Empey sworn May 18, 2016;
- (c) The Ninth Report of the Monitor, to be filed; and
- (d) Such further and other material as counsel may advise and this Honourable Court may permit.

May 19, 2016

**GOODMANS LLP**  
333 Bay Street, Suite 3400  
Toronto, Ontario M5H 2S7

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rchadwick@goodmans.ca  
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rbaulke@goodmans.ca

Tel: 416.979.2211  
Fax: 416.979.1234

Lawyers for the Monitor.

**TO: THE ATTACHED SERVICE LIST**

**CCAA Proceedings of Comark Inc., Court File No. CV15-10920-00CL**  
**Service List**

<u>PARTY</u>	<u>CONTACT</u>
<p><b>OSLER, HOSKIN &amp; HARCOURT LLP</b>            Box 50, 1 First Canadian Place            Toronto, ON            M5X 1B8</p> <p>Counsel to the Applicant</p>	<p><b>Marc Wasserman</b>            Tel: 416.862.4908            Fax: 416.862.6666            Email: <a href="mailto:mwasserman@osler.com">mwasserman@osler.com</a></p> <p><b>Michael De Lellis</b>            Tel: 416.862.5997            Email: <a href="mailto:mdelellis@osler.com">mdelellis@osler.com</a></p> <p><b>Sonja Pavic</b>            Tel: 416.862.5661            Email: <a href="mailto:spavic@osler.com">spavic@osler.com</a></p>
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**IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF COMARK  
INC.**

Court File No.: CV15-10920-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

Proceeding commenced at Toronto

**NOTICE OF MOTION  
(Approval of Accounts of the Monitor and  
its Legal Counsel)  
(Returnable May 31, 2016)**

**GOODMANS LLP**

Barristers & Solicitors  
Bay Adelaide Centre  
333 Bay Street, Suite 3400  
Toronto, Canada M5H 2S7

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Lawyers for the Monitor

TAB 2

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

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

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR  
ARRANGEMENT OF COMARK INC.**

**AFFIDAVIT OF JOHN J. WALKER  
(Sworn May 19, 2016)**


I, JOHN J. WALKER, of the City of Toronto, in the Province of Ontario, **MAKE OATH AND SAY:**

1. I am a Senior Vice-President at Alvarez & Marsal Canada Inc. (“**A&M**”), the Court appointed Monitor in these proceedings (the “**Monitor**”). As such, I have knowledge of the matters hereinafter deposed to, except where stated to be on information and belief and whereso stated I verily believe it to be true.
2. A&M was appointed as Monitor pursuant to the Order of Regional Senior Justice Morawetz dated March 26, 2015. The Monitor retained Goodmans LLP (“**Goodmans**”) as its counsel in these proceedings.
3. Attached hereto and marked as Exhibits “A” to “BB” are copies of each invoice rendered by the Monitor in respect of the period from March 26, 2015 to May 14, 2016 (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 Monitor in these proceedings), disbursements and HST charged by A&M in these proceedings. The invoices have been redacted for confidentiality and/or privileged information where appropriate.
4. As shown on the summary chart attached hereto as Exhibit “CC”, the Monitor expended a total of 5,626.7 hours in connection with this matter during the A&M Application Period, giving rise to fees and disbursements totalling \$3,747,663.33, including HST of \$429,353.05, as outlined in Exhibits “A” to “BB”.

- 2 -

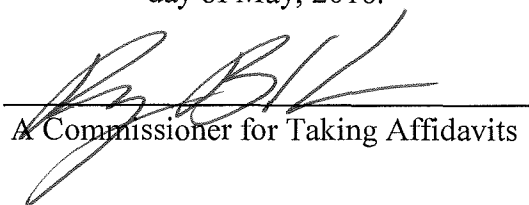
5. To the best of my knowledge, A&M's rates and disbursements are consistent with those in the market for these types of matters and the hourly billing rates charged by A&M are comparable to the rates charged by A&M for services rendered in similar proceedings. A&M has had its rates and disbursements,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

SWORN before me at the City of Toronto,  
in the Province of Ontario, on this 19<sup>th</sup> day  
of May, 2016.

  
A Commissioner for taking affidavits  
Name: *Ryan Baulke*

  
JOHN J. WALKER

This is Exhibit "A" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits



**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

April 9, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #1 - 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period March 26 to April 4, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
<b>Toronto:</b>			
D. Mullett, Managing Director	14.9	\$800	\$11,920.00
A. Zalev, Managing Director	74.7	\$750	56,025.00
J. Walker, Managing Director	35.0	\$750	26,250.00
M. MacKenzie, Director	65.4	\$575	37,605.00
J. Belcher, Director	78.9	\$575	45,367.50
J. Nevsky, Director	68.1	\$525	35,752.50
C. Kroach, Associate	74.9	\$325	24,342.50
A. Singels-Ludvik, Associate	2.5	\$275	687.50
	<u>414.4</u>		<u>\$237,950.00</u>
<b>Vancouver:</b>			
C. Beveridge, Senior Director	8.2	\$550	\$4,510.00
T. Powell, Director	3.0	\$475	1,425.00
M. Lee, Associate	6.8	\$300	2,040.00
	<u>18.0</u>		<u>\$7,975.00</u>
<b>Calgary:</b>			
T. Reid, Managing Director	12.0	\$675	\$8,100.00
D. Adams, Senior Associate	42.5	\$395	16,787.50
	<u>54.5</u>		<u>\$24,887.50</u>
	<u>486.9</u>		<u>\$270,812.50</u>
Add: HST @ 13%			<u>35,205.63</u>
<b>TOTAL INVOICE</b>			<b><u>\$306,018.13</u></b>

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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: TD0MCATTOR  
 Bank Address: 55 King Street West  
 Toronto, ON  
 Bank Transit #: 10202  
 Institution #: 0004  
 Account #: CDN Acct. #5410790  
 Reference #: Comark (804594A) - Invoice #1  
 HST#: 83158 2127 RT0001

*Comark Inc.*  
**DETAILED SUMMARY – March 26 to April 4, 2015**

<u>D. Mullett</u>		<u>Hrs.</u>
Mar 26	Review DIP precedents; monitor Court activity; review press reaction; call with Houlihan Lokey re: process and Court status update; review purchaser list; discussions with DIP lender.	3.3
Mar 27	Store closure lease sell process; buyer contact strategy; buyer contacts.	2.6
Mar 28	Internal discussions regarding updates.	0.5
Mar 29	Sale process readiness and preparation; outstanding issues summary and plans.	1.3
Mar 30	Sale process documents review; supplier issues; planning.	1.7
Mar 31	Daily planning call with A. Zalev; sale process status update with A. Zalev; sale process update with Houlihan Lokey.	1.1
Apr 1	Call with A. Zalev re: overall status update and issues planning.	1.2
Apr 2	Sale process, Asian supply letter of credit; discuss with counsel.	2.0
Apr 3	Houlihan Lokey data room; monitor sales; Skyview Capital.	0.9
Apr 4	Monitor sales; monitor media.	0.3
<b>TOTAL – D. Mullett</b>		<b>14.9 hrs.</b>

<u>A. Zalev</u>		<u>Hrs.</u>
Mar 26	Attend at Osler to meet with Osler and Company pre: Court; attendance at Court; attendance at Goodmans; drafting Monitor's First Report; review of Second Affidavit of G. Bachinsky; numerous discussions with Osler, Goodmans and A&B; numerous internal discussions; dealing with matters pertaining to communications, etc.; review emails; review of sale process matters.	13.0



*Comark Inc.***DETAILED SUMMARY – March 26 to April 4, 2015**

Mar 27	Attending at Court; discussions with Goodmans, Osler A&B; attendance at Osler; calls with HL; calls to prospective Canadian purchasers; circulation of NDA to prospective purchasers; call with Salus re borrowings; numerous discussions with A&M team; dealing with supplier matters; dealing with Contractor matters; responses to numerous emails; discussions with the Company.	9.0
Mar 28	Update calls with J. Belcher; emails with M. MacKenzie; emails to Osler; emails to 360; numerous other discussions and other emails; various administrative matters; review of draft teaser.	3.0
Mar 29	Emails to A&M team; discussions with M. Wasserman; emails to HL; review of weekly plan; various strategic matters; review of supplier issues and consideration of sale process issues; comments on weekly plan.	3.5
Mar 30	Call with M. MacKenzie; call with M. Mackenzie and J. Nevsky re supplier matters; call with J. Belcher re SISP; call with M. Wasserman re: HL; call with D. Mullett re SISP; call with J. Walker; numerous calls with Osler regarding various matters; emails and discussions with Goodmans; review of supplier letters; internal discussion re: supplier matters; emails and discussions with HL regarding sale process; discussions with D. Mullett re: sale process; numerous calls and follow up emails to Canadian bidders in connection with sales process; numerous internal discussions; conference call with 360; telephone conference call re: Newfoundland store opening issues; various other internal matters.	10.5
Mar 31	Internal update call; call with [REDACTED]; discussions regarding stores to be opened; numerous telephone discussions with potential bidders re: sale process; discussions with HL; discussions with Goodmans; numerous internal discussions; discussions with Company CEO and CFO regarding various matters; update discussions with J. Walker and D. Mullett; numerous discussions with Osler regarding various matters; call to prepare for [REDACTED] meeting and review of materials; discussions with M. MacKenzie; discussions with Salus; various other internal and external communications.	11.0
Apr 1	Internal discussions and daily issues update call; attendance at Company to participate in [REDACTED] meeting; numerous telephone discussions with potential bidders; discussions with Company and J. Nevsky re: store closures; conference call with Goodmans; emails with Salus; daily update call with HL; numerous internal discussions; review of various analyses; numerous discussions with Company management and CEO; various other matters.	10.5





*Comark Inc.***DETAILED SUMMARY – March 26 to April 4, 2015**

Apr 2	Internal discussions and daily update call; conference call with Goodmans and Osler; numerous calls with potential bidders; internal strategy discussions re: sale process; meeting to discuss potential reversal of certain store disclaimers; update call with Salus; attendance at Company to meet with [REDACTED]; preparation and review of analyses in connection with [REDACTED]; meeting with management re: supplier matters; internal discussions re: various matters; all hands meeting to discuss numerous issues; conference call with D. Mullett and M. Wasserman to discuss foreign supply matters; review and response to numerous other emails and telephone calls; various administrative matters.	11.2
Apr 3	Internal discussions; conference call with Goodmans and Osler re: [REDACTED]; discussions with M. Wasserman re: [REDACTED]; review and response to numerous emails including emails from Company CEO.	1.5
Apr 4	Review and response to numerous emails; review of Company prepared presentation for [REDACTED]; various internal matters.	1.5
<b>TOTAL – A. Zaley</b>		<b>74.7 hrs.</b>

*J. Walker*

		<u>Hrs.</u>
Mar 26	Review and sign lease disclaimers; attend Court for hearing for Initial Order, attend Goodmans office to prepare and issue First Report in response to Courts requirements for more support regarding proposed Salus DIP including various conference calls with Oslers; review and drafting with Goodmans.	11.0
Mar 27	Attend Court together with Goodmans and Oslers to obtain final Initial Order; various internal emails and discussions; conference call with T. Reid regarding Winnipeg office and approach to critical suppliers.	3.0
Mar 30	Various discussions and emails with Company and A&M regarding critical supplier approach and planned meeting with Agent on Wednesday; conference call with H&L regarding update on sales process; conference call with 360 Merchants; execution of revised lease disclaimers; preliminary discussions with Oslers and Goodmans regarding comeback hearing; review and discussions with Company and A&M re specific supplier approach.	3.5



*Comark Inc.*

**DETAILED SUMMARY – March 26 to April 4, 2015**

Mar 31	Various discussions and emails with Landlords regarding disclaimer notices; various discussions internally and with Company and in preparation for meeting with [REDACTED]; review of correspondence from TD's counsel re FX and cash management system and follow up discussions with counsel.	4.5
Apr 1	Meetings at Company together with senior management and [REDACTED]; various calls in connection with landlords, including conference call with representative counsel regarding Initial Order; signing of amended leases disclaimers.	7.5
Apr 2	Various discussions with Company and internally regarding TD services; meeting with counsel for TD together with Oslers regarding TD relationship and understanding re EDI and FX services and potential Asian supplier payment solutions (document for payment, LC, etc); conference call with 360 M re store closure status; various discussions with Company regarding next steps re [REDACTED] supplier go forward arrangement.	4.5
Apr 3	Various discussions and review with counsel (Goodmans and Oslers) re [REDACTED] and post filing supply requirements.	1.0
<b>TOTAL – J. Walker</b>		<b>35.0 hrs.</b>



*Comark Inc.***DETAILED SUMMARY – March 26 to April 4, 2015**

<u>M. MacKenzie</u>	<u>Hrs.</u>
<p>Mar 27     Email from Longview regarding media coverage; emails and related discussions regarding contractor and store openings in Newfoundland, related call with J. Nevsky and M. DeLellis; discussions with C. Chrysoulakis regarding termination notices, notices to former employees on continuance, and to assist in responding to general enquiries; call with T. Reid and J. Nevsky regarding the status of matters in Winnipeg and various follow-up emails; review application materials, segregate same into documents to be posted to the Monitor's website, and related discussion with C. Kroach; review construction in progress schedule; discussion with N. Lewis regarding go-forward arrangement regarding ordering; review draft Non-disclosure Agreement; communications with Globe &amp; Mail regarding newspaper notices to be published, communications with Osler regarding translation of newspaper notice into French for publication in La Presse and related discussion with C. Kroach; emails with T. Powell regarding status update in respect of Vancouver; gather information regarding stayed payables required for the preparation of the Notice to Creditors; and call with M. DeLellis regarding lease related matters.</p>	7.5
<p>Mar 29     Respond to various emails from A. Zalev; emails with G. Bachynski, M. Wasserman, A. Zalev and J. Nevsky regarding supplier issues, email to N. Lewis to request agreements with branded suppliers; emails with G. Bachynski regarding terminations; review emails from Osler regarding Newfoundland stores; review emails regarding employee related matters and respond to same and related communications with S. Poysa of Osler and A. Zalev; review draft SISP newspaper notice and related emails with A. Zalev and J. Belcher; and review stayed supplier list and send same to G. Jenkinson to prepare Notice to Creditors.</p>	3.5



*Comark Inc.***DETAILED SUMMARY – March 26 to April 4, 2015**

- Mar 30      Attend at company, review and follow-up on prior day matters; meet with C. Chryssoulakis to discuss remaining outstanding remaining outstanding employee related matters and go-forward plan regarding same, and related follow-up email with working group, related discussions with G. Bachynski, related call with A. Zalev, and end of day status summary email; respond to various enquiries from C. Chryssoulakis; meet with J. Belcher, J. Nevsky, G. Bachynski, N. Lewis and others to discuss supplier issues and go-forward plan regarding same, and follow-up call with J. Belcher and J. Walker, and related follow-up discussions with J. Belcher; meeting with G. Bachynski, N. Lewis, A. DeSouza, and others at Comark regarding supplier related matters; call with G. Bachynski, J. Nevsky and [REDACTED]; discussion regarding Newfoundland matter; prepare forms to be filed with the Office of the Superintendent of Bankruptcy; communications with the Globe & Mail and The Wall Street Journal to coordinate the publication of the notice regarding the CCAA proceedings; communications with G. Jenkinson regarding the preparation of the Notice to Creditors; respond to various employee enquiries throughout the day; and call with M. DeLellis regarding various matters.      12.3
- Mar 31      Discussion with S. Maxwell to obtain remaining information required to complete form to be filed with the Office of the Superintendent of Bankruptcy, complete drafts of same and sent to B. Empey for review; internal working group status update call; communications with A. Zalev and J. Walker regarding dealings with overseas suppliers; meet with G. Kruitwagen to discuss communications from Kintetsu World Express; meet with G. Kruitwagen to discuss goods held by [REDACTED]; review various supplier enquiries and respond to same; discussions with C. Chryssoulakis regarding contracted worker; discussion with C. Kroach regarding the treatment of utility deposit requests; review draft lease disclaimer; emails with M. McLean and N. Lewis regarding supplier communications; discussion with J. Nevsky regarding an enquiry from L. Hryciuk in respect of a scheduled photo shoot and payment of the photographer; discussion with N. Lewis regarding professional fee invoices received in respect of the Luxembourg company and related discussion with A. Zalev; emails and discussion with A. DeSouza regarding various supplier related matters; meet with A. DeSouza to discuss [REDACTED] suppliers and related discussions with G. Bachynski and A. DeSouza; prepare information for discussion with [REDACTED]; related discussions with C. Kroach, and related emails and discussions with J. Walker and A. Zalev; emails with D. Yuska regarding certain Bootlegger suppliers; and emails with G. Kruitwagen regarding [REDACTED] related matters.      12.5

*Comark Inc.***DETAILED SUMMARY – March 26 to April 4, 2015**

- Apr 1 Enquiries with A. DeSouza regarding [REDACTED] vendors and related discussion in preparation for meeting with [REDACTED]; discussion with N. Lewis regarding go-forward plans regarding supplier communications and other related matters; meet with G. Bachynski, N. Lewis, A. DeSouza, A. Zaley and J. Nevsky regarding go-forward plan regarding payment terms with overseas suppliers and new orders from same; call with C. Chryssoulakis and long-time service awards supplier; prepare draft deposit letter and provide same to M. DeLellis for review/comment; discussion with G. Kruitwagen regarding Group DC; review emails from Kingswealth and Suduno (suppliers); discussions with A. Zaley and N. Lewis regarding banking related matters; discussion with J. Nevsky regarding deposit to be paid to vendor and review related letter drafted by J. Nevsky; discussion with J. Walker regarding enquiry from R. Walker of Paire Roland and related discussion with R. Walker regarding [REDACTED]; review and revise list of creditors to be posted to website; discussion with J. Nevsky regarding payment of photographer; review [REDACTED] related agreements and terms and conditions of FCR, and related emails to M. DeLellis; and call with A. Zaley regarding various matters. 12.8
- Apr 2 Call with C. Chryssoulakis and company employment counsel to advise of stay in respect of ongoing employment related litigation; review revised list of preferred [REDACTED] vendors; numerous emails with A. DeSouza and others regarding enquiries from suppliers and proposed go-forward payment terms; call with A. Zaley regarding various matters; call with A. Zaley, J. Nevsky and J. Belcher regarding various matters; call with J. Walker regarding banking related matters in preparation for meeting with TD later today and follow-up call with J. Walker and N. Lewis regarding same; meet with N. Lewis, A. DeSouza, A. Zaley, J. Nevsky, J. Belcher and C. Kroach for update regarding TD meeting; call with D. Mullet, A. Zaley, M. Wasserman and M. DeLellis to discuss strategies to deal with longer term overseas orders; call with M. DeLellis regarding issue of goods held [REDACTED] for which company has title and those for which Company does not have title; communications with J. Belcher regarding funding request and related discussion among internal working group; attend meeting with A. Zaley, G. Bachynski, A. DeSouza and [REDACTED]; attend on call with N. Lewis and Buffalo to discuss go-forward arrangements and payment terms; review communications from A. DeSouza to various internal people regarding potential payment arrangements with certain vendors; and call with D. May and [REDACTED]. 11.5

***Comark Inc.***  
**DETAILED SUMMARY – March 26 to April 4, 2015**

Apr 3	Various emails with A. DeSouza regarding enquiries from vendors and to respond to enquiries from A. DeSouza, and related emails with A. Zalev and G. Bachynski; and emails with A. DeSouza, F. Horgan regarding enquiries from certain U.S. vendors regarding a “DIP number”.	3.0
Apr 4	Prepare draft supplier letters regarding payment arrangements with overseas vendors and email to C. Fell regarding same; and call with C. Fell regarding circumstances in respect of goods held by [REDACTED] for which Company has title and letter to be drafted to [REDACTED] in respect of same;	2.3
<b>TOTAL – M. MacKenzie</b>		<b>65.4 hrs.</b>

**J. Belcher**

Mar 26	Supporting communications process, logistics and issues; facilitating additional information for A. Zalev for Monitor’s First Report; attendance at town hall meeting to announce CCAA order and answer employee questions; call with HL team to discuss status update re: Court Order, sales process and contact list/strategy; initial review of HL teaser document, and email discussion on comments; work on preparation of FY15 Pro Forma to support plan development for marketing materials by removing pro forma store closures and overhead reductions; sending contact list proposal to A. Zalev / D. Mullett.	14.1
Mar 27	Attending meeting with 360 and working group team (chaired by N. Lewis and L. Hryciuk) to develop plan and process regarding store closure initiatives; meeting with HL (D. Shanahan and L. Wingkun) and N. Lewis and divisional finance teams to discuss FY16 Plan and FY15 Pro Forma baseline plan; discussion with HL on teaser and contact list; discussions with R. Cyr on landlord plans; discussions with respect to various supplier and contractor issues; work on borrowing base and funding request process with K. Sturino and N. Lewis; discussions with A. Prunier at Salus capital on borrowing base and revised DIP structure.	8.9



*Comark Inc.***DETAILED SUMMARY – March 26 to April 4, 2015**

Mar 28	Update calls with A. Zalev; email to D. Shanahan re: status updates on calls and marketing documents; analysis on cash flow performance vs. cash flows and email to C. Kroach on same; call with C. Kroach on funding requests and cash flows; call with S. Parkin on store signage process; call with A. Prunier on borrowing base certificate and various status updates; email to G. Bachynski and Osler on status of signed amended credit agreement; work on FY15 pro forma plan analysis and layering of overhead savings analysis and send to HL for their review.	4.6
Mar 29	Review of revised borrowing base certificate, and email to A. Prunier on feedback/comments on same; email and subsequent call with A. Prunier on funding request an explanations on variances and freight vendor status; call to HL on status update of teaser; sending NDA to Stern partners; providing update email to A&M internal working group.	2.1
Mar 30	Participating on call with G. Bachynski and A. Desouza with key supplier; Meeting with M. Mackenzie, J. Nevsky, G. Bachnyski, L. H[], A. Desouza and Dustin (Phone) to discuss approach to supplier base and payment terms; correspondence with A. Prunier on borrowing base certificate sign-off; work with K. Sturino on same for submission to Salus; update call with HL and Osler working groups to coordinate calls for sales process and review NDA markups received; call with A. Prunier to discuss borrowing base; call with 360 to discuss store closure process updates; reviewing various correspondence with bidders; review of teaser and providing comments to HL; call with J. Kim on same.	12.1
Mar 31	Review of Stern and [REDACTED] NDA markups; discussion on lease disclaimers and revisions required; review of fixture divestiture process with S. Parkin and update email on same; ; final review of teaser and distribution to parties; review of 360 wind down process updates and minutes; review of revised borrowing base with K. Sturino; update call on sales process with HL, A&M and Osler working group; meeting with R. Cyr to review Primaris lease proposals and financial impact; meeting with G. Bachnynski and call with A. Zalev on same; call with J. Walker and M. Mackenzie on supplier status and preparations for [REDACTED] meeting.	10.1



*Comark Inc.***DETAILED SUMMARY – March 26 to April 4, 2015**

Apr 1	Calls with prospective purchasers regarding SISP; daily update call with A&M, Osler and HL teams; working with N. Lewis, K. Sturino and M. De Lellis on rent funding request and issues with TD in process rent payments; reviewing status of NDA's and new NDA's received; call with Oslers and various counsel to certain landlords re: issues; working on updated disclaimer requests; working on summarizing disclaimed leases for respective counsel; call with A. Zalev and Stern partners / [REDACTED]; working on various reach-outs to potential purchasers re: SISP; providing updates on reach-outs to HL team for tracking; providing information request updates to HL teams.	14.3
Apr 2	Work on funding request instructions, and review of same; update call with A. Zalev; call with A. Zalev and [REDACTED]; review of status of FY16 pro forma plan with Neville; updating disclaimed leases status for landlord counsel; discussion with A. Zalev, J. Nevsky and Comark working group around updated rent deals for disclaimed leases and approach; call with A. Zalev and [REDACTED] around SISP; discussions with A. Zalev around call with 360 working group around process updates and issues; update call with Oslers and HL working group for SISP and NDA updates; updates on NDA status.	10.5
Apr 3	Providing SISP status updates to HL teams; researching inbound party request for info on SISP; reviewing data room info request list.	0.7
Apr 4	Accumulating info requests for data room for HL and sending same; reviewing media reports; reviewing 360 daily update.	1.5
<b>TOTAL – J. Belcher</b>		<b>78.9 hrs.</b>

J. NevskyHrs.

Mar 26	Meetings with N. Lewis and C. Chryssoulakis regarding first day communications and employee related correspondence; meetings with N. Lewis and L. Hryciuk regarding Town Hall meeting in Mississauga; prepare for and assist with Winnipeg Town Hall meeting; meetings with N. Lewis, G. Kruitwagen, J. Webster, G. Tsikos, D. Traa regarding key suppliers and assist with various vendor calls and inquiries; update call with A. Zalev, J. Walker, J. Belcher and C. Kroach; meeting with J. Belcher and R. Cyr regarding landlord communications; meeting with N. Lewis and T. Hall regarding Newfoundland store openings.	11.0
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*Comark Inc.*

**DETAILED SUMMARY – March 26 to April 4, 2015**

Mar 27	Meeting with N. Lewis and T. Hall regarding Newfoundland store openings; meetings with G. Kruitwagen and numerous calls and meetings individually with [REDACTED] resolve supply chain issues; meeting with G. Kruitwagen and A. Catinas to schedule payment to critical suppliers; meetings with N. Lewis, G. Kruitwagen, J. Webster, G. Tsikos, D. Traa regarding key suppliers and assist with various vendor calls; call with A. De Souza, N. Lewis and purchasing group regarding trade vendor communications; meetings with R. Cyr and M. De Lellis regarding landlords and lease disclaimers; meeting with G. Bachynski and N. Lewis regarding go forward trade terms and strategy regarding same; meeting with M. MacKenzie and M. De Lellis regarding Newfoundland store openings.	9.5
Mar 29	Draft summary index of court materials for Company to reference on vendor calls; review construction/capex schedules for stores under construction; draft Acknowledgement letter for deposits and pre-petition payments.	2.0
Mar 30	Telephone meeting with G. Kruitwagen and [REDACTED] regarding go forward service, credit limits and account balances; meeting with A. De Souza, G. Bachynski and N. Lewis regarding go forward communication and vendor strategies and review of Court materials index; meeting with T. Hall, R. Cyr, M. De Lellis and C. Fell regarding Newfoundland store openings; follow up discussions and review of construction/capex schedules with T. Hall and R. Cyr regarding store openings; telephone meeting with G. Bachynski and D. May with [REDACTED]; meeting with G. Kruitwagen and Schenker to confirm March duties and taxes payment and go forward terms; meeting with N. Lewis and D. Traa regarding vendor questions; finalize Acknowledgement letter with Osler comments; various calls with C. Kroach and vendors and utility providers regarding pre-petition balances and go forward purchasing.	12.0



**Comark Inc.****DETAILED SUMMARY – March 26 to April 4, 2015**

Mar 31	<p>Telephone meeting with T. Hall, M. De Lellis, C. Fell and [REDACTED] regarding Newfoundland store openings; discussions with M. De Lellis regarding store openings; meeting with M. De Lellis and C. Fell regarding store construction and store openings; telephone call with G. Kruitwagen and [REDACTED]; telephone calls with C. Beveridge and T. Reid regarding communications and go forward planning at Richmond and Winnipeg offices; discussions with A. De Souza and N. Lewis regarding vendor questions and go forward purchasing; discussions with T. Hall regarding store construction and transportation issues; discussions with L. Hryciuk regarding vendor inquiries; various calls with C. Kroach and vendors and utility providers regarding pre-petition balances and go forward purchasing; review R. Cyr's email and prepare summary of lease negotiations and estimated store cash flows to determine go forward disclaim reversal decisions.</p>	11.5
Apr 1	<p>Review R. Cyr's email and prepare summary of lease negotiations and estimated store cash flows to determine go forward disclaim reversal decisions; meeting with L. Hryciuk and D. Traa and Fuze Marketing regarding photographs and upcoming photo shoot; meeting with G. Bachynski, R. Cyr, A. Zalev to discuss lease negotiations and disclaimer reversals; telephone meeting with G. Kruitwagen and [REDACTED] regarding go forward payment schedule and increasing credit limit for the long weekend to ensure no disruption to service.</p>	11.3
Apr 2	<p>Telephone meeting with T. Hall and Newfoundland engineer to obtain mechanical letter and to discuss go forward store openings; telephone meeting with D. May and [REDACTED] regarding pre-petition balance and go forward purchasing/payment terms; various calls with C. Kroach and vendors and utility providers regarding pre-petition balances and go forward purchasing; review of cash flow reporting and actual to budget variance reporting with C. Kroach and prepare reporting package for Salus; telephone call with K. Sturino and Intact regarding surety bond for importing; group A&amp;M meeting to recap.</p>	10.8
<b>TOTAL – J. Nevsky</b>		<b>68.1 hrs.</b>



*Comark Inc.***DETAILED SUMMARY – March 26 to April 4, 2015**

<u>C. Krouch</u>	<u>Hrs.</u>
Mar 26	10.2
Researched DIP precedents for A. Zalev; aided with communications process; call with Longview and sent information requests; attended Town Hall meeting to announce CCAA Order and answer employee questions; uploaded documents from HL's request list; arranged for Monitor's website to get set up; updated Creditor list with estimated amounts owing.	
Mar 27	9.0
Received information requests from Longview; discussions with respect to various supplier and contractor issues; work on borrowing base and funding request process with K. Sturino and N. Lewis; responded to various credit inquiries; update Monitor's website with appropriate documents; update Creditor list with estimated amounts owing.	
Mar 28	1.8
Reconciled forecast cash flows to actual cash flows for the week; internal call with J. Belcher.	
Mar 29	3.5
Update website with additional files; reviewed DIP agreement; prepared DIP Memo.	
Mar 30	12.4
Prepared DIP Memo; respond to creditor inquiries; prepare the vendor communication letter and non-standard payment processing schedule; update actual cash flows and prepared variance report; picked up lease disclaimer notices from Osler offices; delivered lease disclaimers to Company headquarters; phone calls with various creditors including [REDACTED]; reviewed updated accounts payable and in-transit schedules; provided HL information regarding buyers list.	
Mar 31	11.6
Created summary schedule of amounts owing and on order with [REDACTED] vendors; updated cash flow forecast and prepared actual vs. budget report; respond to emails and calls on Comark Monitor's hotline; put together contact list for potential buyers; scheduled meetings with potential bidders; review updated in-transit, on order and accounts payable reports.	
Apr 1	12.3
Reviewed updated unmatched schedule; updated list of Creditors for CCAA website; responded to emails and calls on Comark Monitor's hotline; prepared analysis on [REDACTED] vendors for meeting with the Agent; put together contact list for potential buyers and scheduled meetings with those buyers.	



**Comark Inc.****DETAILED SUMMARY – March 26 to April 4, 2015**

Apr 2	Facilitated funding request for upcoming week; respond to emails and calls on Comark Monitor's hotline; uploaded documents for the CCAA website; put together contact list for potential buyers and scheduled meetings with those buyers; revised lease addendums.	10.4
Apr 3	Prepared variance reporting package and funding request tracking documents.	3.7
<b>TOTAL – C. Kroach</b>		<b>74.9 hrs.</b>

**A. Singels-Ludvik****Hrs.**

Mar 30	Discussions and emails with M. MacKenzie regarding filing of Forms 1 and 2 with OSB CCAA team; telephone call to OSB office to arrange for same; follow-up discussions with J. Walker regarding same; scan and fax Forms 1 and 2 to OSB office.	0.8
Mar 31	Review emails from J. Walker regarding filing of Forms 1 and 2; call to web service team at OSB CCAA office and discuss technical issues; discussions and follow-up with Marie Wu of OSB CCAA team and scan documents for input; review confirmations received.	1.7
<b>TOTAL – A. Singels-Ludvik</b>		<b>2.5 hrs.</b>

**Vancouver****C. Beveridge****Hrs.**

Mar 27	Attendance at Bootlegger's offices with T. Powell; meeting with D. May and T. Powell; discussion of various matters and follow-up with J. Nevsky; review of various Court materials including the Initial Court Order.	3.5
Mar 31	Dealing with emails forwarded by T. Powell; calls to PE firms re: opportunity; meeting at Bootlegger with D. May; call from former employee re: questions on termination letter; call with J. Nevsky and dealing with various queries from vendors.	3.0
Apr 1	Calls to PE firms and emails; answer email from vendors forwarded by M. Lee; call to D. May to follow up on enquiries received.	0.7



*Comark Inc.***DETAILED SUMMARY – March 26 to April 4, 2015**

Apr 2	Dealing with emails received from M. Lee and T. Powell regarding vendors and call to D. May.	0.5
Apr 3	Respond to emails received from vendors and discussion with M. Lee.	0.5
<b>TOTAL – C. Beveridge</b>		<b>8.2 hrs.</b>

*T. Powell*Hrs.

Mar 26	Attend meeting with D. May, various employee and creditor enquiries.	3.0
<b>TOTAL – T. Powell</b>		<b>3.0 hrs.</b>

*M. Lee*Hrs.

Mar 26	Attend Bootlegger office and meeting with D. May and staff; attend to one-on-one discussions with employees regarding employee matters, vendor matters and CCAA proceedings generally.	4.0
Mar 27	Attend to email and telephone correspondence with employees and suppliers and internal discussions with T. Powell re same.	1.0
Mar 30	Attending to correspondence with various vendors.	0.3
Mar 31	Attending to correspondence with various vendors.	0.5
Apr 1	Attending to correspondence with various vendors.	0.5
Apr 2	Attending to correspondence with various vendors.	0.5
<b>TOTAL – M. Lee</b>		<b>6.8 hrs.</b>

*Calgary**T. Reid*Hrs.

Mar 26	In Winnipeg, meet with Sandi to review matters; review filed material; attend Town Hall; attend to various questions from Comark/Ricki's staff; general preliminary CCAA matters.	7.0
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*Comark Inc.*

## DETAILED SUMMARY – March 26 to April 4, 2015

Mar 27	In Winnipeg, meeting with leadership team; various emails and telephone calls with Toronto A&M; review supplier matters; various other preliminary CCAA matters and questions from Comark/Ricki's staff.	5.0
<b>TOTAL – T. Reid</b>		<b>12.0 hrs.</b>

*D. Adams***Hrs.**

Mar 26	Attend site; complete first day initial meetings; meetings with senior management re: appointment and proceedings; complete staff meeting re: CCAA proceedings; review of documentation forwarded by senior management; discussions with T. Reid re: major issues; follow up meetings with key staff.	7.0
Mar 27	Attend site; follow up meetings with senior management re: significant issues to be addressed; review accounting vendor information forwarded F. Horgan; complete analysis and revisions to schedule and forward for review; discussions with T. Reid re: vendor issues; complete conference calls with Monitor team to address major Ricki's issues; additional meetings review senior management; review Motion materials; discussions with HR re: store closures.	7.0
Mar 29	Review emails and correspondence relating to Ricki significant issues.	2.0
Mar 30	Attend site; follow up meetings with senior management re: significant issues to be addressed; discussions with teams re: vendor issues; additional meetings with senior management; review Motion materials; discussions with HR re: store closures; discussions re: staff layoffs; discussions with Director of Construction re: contractor issues and other items holding up completion of store openings.	7.0
Mar 31	Attend site; follow up meetings with senior management re: significant issues to be addressed; discussions with teams re: vendor issues; additional meetings with senior management; discussions with HR re: store closures; numerous conference calls with domestic and international vendors; emails re: same; follow ups with senior management and A&M team.	7.5



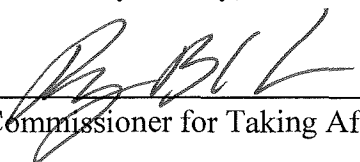
*Comark Inc.*

**DETAILED SUMMARY – March 26 to April 4, 2015**

Apr 1	Attend site; follow up meetings with senior management re: significant issues to be addressed; discussions with teams re: vendor issues; additional meetings with senior management; discussions with HR re: store closures; numerous conference calls with domestic and international vendors; emails re: same; follow ups with senior management and A&M team.	7.5
Apr 2	Attend site; return to Calgary.	4.5
<b>TOTAL – D. Adams</b>		<b>42.5 hrs.</b>



This is Exhibit "B" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits





**Alvarez & Marsal Canada Inc.**  
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April 15, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**

**RE: CCAA INVOICE #2 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period April 5 to 11, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
<b>Toronto:</b>			
D. Mullett, Managing Director	8.1	\$800	\$6,480.00
A. Zalev, Managing Director	56.1	\$750	42,075.00
J. Walker, Managing Director	13.0	\$750	9,750.00
M. MacKenzie, Director	63.2	\$575	36,340.00
J. Belcher, Director	53.2	\$575	30,590.00
J. Nevsky, Director	39.7	\$525*	18,472.50*
C. Kroach, Associate	54.5	\$325	17,712.50
	<u>287.8</u>		<u>\$161,420.00</u>
<b>Vancouver:</b>			
C. Beveridge, Senior Director	1.4	\$550	\$770.00
M. Lee, Associate	1.6	\$300	480.00
	<u>3.0</u>		<u>\$1,250.00</u>
<b>Calgary:</b>			
D. Adams, Senior Associate	4.0	\$395	\$1,580.00
	<u>294.8</u>		<u>\$164,250.00</u>
Add: Out of pocket expenses including mileage, telephone and meals			<u>2,941.81</u>
			<u>\$167,191.81</u>
Add: HST @ 13%			<u>21,538.31</u>
<b>TOTAL INVOICE</b>			<u><b>\$188,730.12</b></u>

\* Rate revised from \$575 to \$525 – Inv #1 billed 47.4 hrs – refund of \$2,370.00 (47.4 x \$50) reflected in Total \$ above (39.7 hrs x \$525 = \$20,842.50 less \$2,370.00 = \$18,472.50).

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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 #: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #2  
 HST#: 83158 2127 RT0001

***Comark Inc.***  
**DETAILED SUMMARY – April 5 to 11, 2015**

<u>D. Mullett</u>	<u>Hrs.</u>
Apr 5 Monitor store performance; evaluate trends.	0.4
Apr 6 Daily planning calls with A. Zalev; internal discussions regarding issues; monitor store performance; evaluate trends; call with K. Hong re: long-tail vendor financing ideas.	1.5
Apr 7 Daily planning calls with A. Zalev; internal discussions regarding issues; monitor store performance; evaluate trends; sale process status update.	0.5
Apr 8 Daily planning calls with A. Zalev, internal discussions regarding issues; monitor store performance; evaluate trends; call with A. Zalev re: [REDACTED], staffing, Hong Kong meet with Asian suppliers; call with Gerry and Dustin with A. Zalev re: approach with [REDACTED]; review [REDACTED] emails from counsel; discuss [REDACTED]; correspondence re: Stern.	2.1
Apr 9 Monitor store performance; evaluate trends; [REDACTED] situation correspondence.	1.4
Apr 10 Monitor store performance; evaluate trends; call with A. Zalev re: issues list & strategy; call with Company and counsel re: [REDACTED] supply arrangements.	1.9
Apr 11 Monitor store performance; evaluate trends.	0.3
<b>TOTAL – D. Mullett</b>	<b>8.1 hrs.</b>

<u>A. Zalev</u>	<u>Hrs.</u>
Apr 5 Review of presentation to vendors; review and response to various emails; various administrative matters.	2.5



*Comark Inc.***DETAILED SUMMARY – April 5 to 11, 2015**

- Apr 6 Call with J. Belcher; internal update call; call with CEO to discuss various matters and follow up call; internal call to provide update; discussion with JPM re: vendor trade arrangements; discussion with Salus re: update; review of 360 engagement letter; call with management re lease disclaimers; call with management re: capex and store openings; call with Longview and Osler to discuss lease disclaimers; call with J. Walker and Goodmans; call with D. Mullett; discussions with bidders; review of Comark presentation to vendors; call with HL re SISP update; review of various supplier letters; review of purchaser log; emails to bidders; various matters pertaining to 360; internal call with K. Hong at A&M to discuss specific retail issues; update call to discuss cash flow reporting, Second Monitor's Report and other matters. 10.3
- Apr 7 Review and respond to various emails from CEO and others; discussion with D. Mullett; internal team update call; further review of supplier presentation; matters pertaining to Silver; call with K. Rosenstein; calls with bidders re: NDA; call with HL; call with M. Wasserman re: sale process issues; calls with management to discuss [REDACTED] and other supplier issues; internal update calls; meeting with management and A&M to discuss supply chain issues; call with [REDACTED] to discuss factor vendor matters; call with Osler to discuss various SISP matters; call with Goodmans and J. Walker to discuss various issues; preparation of email to [REDACTED]; call with Osler and HL re SISP and other matters; call re employment matters; discussions with management re: pro forma business plan. 10.0
- Apr 8 Response and review of numerous emails; internal team update call; call with M. MacKenzie; review of 13-week cash flow; strategy discussion with D. Mullett; call with CEO and J. Belcher; call with management and J. Nevsky re: lease negotiations and disclaimers; further review of Asian vendor presentation; call with Salus; internal update call; call with [REDACTED]; call with certain potential lenders; call with management and Bootlegger and D. Mullett; call with 360 re: update; drafting variance reporting email; call with HL re: sale process update; supply chain team call; call with T. Martin to discuss various matters concerning Bootlegger; internal call with A&M team on supplier issues and factor issues; pre-meeting to discuss plan for call with Asian vendors and [REDACTED]; participation on call with Asian vendors, management and [REDACTED]; numerous other emails and telephone calls; various administrative matters. 12.3



*Comark Inc.***DETAILED SUMMARY – April 5 to 11, 2015**

Apr 9	Internal team meeting; discussions with D. Mullett re various matters; numerous calls with management; calls with bidders; numerous discussions dealing with [REDACTED] matter; preparation of letter to [REDACTED]; update call with HL; discussions with Management re: Asian vendors; review of data room; dealing with matters pertaining to long-out purchase orders; further calls re: [REDACTED]; discussions with D. Mullett; supply chain team meeting; extensive negotiations and discussions with [REDACTED] in respect of on-going supply, including numerous telephone discussions with the Company, Bootlegger and [REDACTED]; discussions with D. Mullett; emails with the CEO; various administrative matters.	10.0
Apr 10	Internal team meeting; discussion with J. Walker and D. Mullett; numerous discussions with Comark Management; preparation for meeting with Bridging Finance; meeting with Bridging Finance; update to Counsel re meeting; call with Bridging, Comark counsel and Bridging counsel; review of CIM; discussions with JB re: CIM; participation on sale process update call; preparation of Asian vendor meeting agenda; discussion re: same with Management; discussions re: lease modifications; calls with Salus re; update re: long-dated orders; call with Salus and 360 re: update; calls with vendors and emails with vendors; several discussions with M. MacKenzie re: vendor issues; participation in call with Taiwanese vendor and management; numerous other telephone calls and emails; various administrative matters; extensive negotiations with [REDACTED] and review and comment on draft supply agreement.	9.5
Apr 11	Review and response to numerous emails; emails with D. Mullett; various other matters.	1.5
<b>TOTAL – A. Zaley</b>		<b>56.1 hrs.</b>

*J. Walker*

Apr 6	Discussion with A. Zaley re: status, upcoming week re: suppliers, commitments and sale process; various discussions with B. Empey re: April 7 comeback hearing; review of Miller Thompson email re: TD cash management system and follow-up internal emails; discussions with team re: status of Salus reporting and upcoming Court Report.	3.0
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*Comark Inc.***DETAILED SUMMARY – April 5 to 11, 2015**

Apr 7	Preparation for and attendance at comeback Court hearing; various emails and internal discussions re: planning for Court Report; internal discussions with counsel re: supplier to Bootlegger and approach to protect ongoing supply on COD terms; various discussions re: potential additional employee terminations re: STD and LTD, etc.	3.5
Apr 8	Email response to [REDACTED] re: sale and claims process timing under CCAA; review and signature of additional lease disclaimers; review of Company presentation to Asian vendors and [REDACTED]; review of cash flow reporting and revisions; various internal discussion; 360 merchants call.	3.0
Apr 9	Various internal discussion re: preparation for Court Report; communications with landlords and discussions re: TD bank arrangements.	1.5
Apr 10	Various internal update discussions with A. Zalev and M. MacKenzie; update discussion with Goodmans and review of employee issues.	2.0
<b>TOTAL – J. Walker</b>		<b>13.0 hrs.</b>

*M. MacKenzie***Hrs.**

Apr 6	Attend at company; meet with A. DeSouza to review and discuss emails from suppliers and go-forward plan in respect of each and related discussions with K. Sturino and A. Catinas; calls with M. DeLellis regarding letters to suppliers; meet with N. Lewis to discuss various matters; meet with A. DeSouza, N. Lewis and [REDACTED] to discuss stranded orders, go-forward plan to have same released, subsequent shipments of goods, and to respond to enquiries; meet with G. Kruitwagen to discuss information required in respect of stranded goods; attend on call with Osler, Longview, G. Bachynski, A. Zalev and J. Nevsky regarding the reinstatement of certain facilities leases that were disclaimed; call with C. Chryssoulakis and S. Poysa regarding potential additional terminations, consequences of same and various other related matters; call with A. Zalev to provide updated in respect of supplier related matters; call with internal working group to discuss cash flow reporting and upcoming report to Court; meet with A. DeSouza to review and discuss matters in respect of overseas suppliers; and respond to various enquiries from Comark employees and suppliers.	11.5
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**Comark Inc.****DETAILED SUMMARY – April 5 to 11, 2015**

- Apr 7 Attend at company; call with internal working group to discuss the status of various matters; call with J. Walker, J. Belcher, and J. Nevsky regarding the framework of the upcoming report to court; discussion with N. Lewis, related emails with M. DeLellis, and related internal calls regarding TD banking related matters; review schedules of outstanding purchase orders and FCRs, related discussion with G. Kruitwagen; prepare Schedule A to letter to [REDACTED] and send same to G. Kruitwagen for review and comment; meet with G. Bachynski, N. Lewis, A. DeSouza and A. Zaley to discuss supplier issues, factors and long-term ordering; various discussions with C. Chryssoulakis regarding employment related matters; call with A. Zaley and J. Walker regarding employment related matters and email from B. Empey, and related follow-up call with J. Walker; email response to enquiry from Chinese insurance company and related discussion with G. Bachynski and A. DeSouza; communications with N. Lewis regarding hold on purchasing U.S. funds and related communications with M. DeLellis; email with Ricki's Director of Human Resources regarding Notice to Creditors; and various calls and emails with suppliers in response to enquiries. 12.0
- Apr 8 Review and respond to various supplier enquiries; call with A. Zaley regarding various matters; call with A. DeSouza and Wilson of TG Corp and follow-up discussions with A. DeSouza in respect of various supplier related matters; meet with J. Belcher and C. Kroach to discuss cash flow related matters; call with internal working group to discuss the status of various matters; call with A. DeSouza and [REDACTED] to respond to enquiries; call with A. DeSouza and F. Holgen to prepare for supplier call and subsequent call with [REDACTED] to respond to enquiries; meet with G. Bachynski, A. DeSouza, N. Lewis and A. Zaley to discuss supply chain issues; discussion with N. Lewis regarding email from TD's legal counsel; finalize and send email to [REDACTED] and related discussion with A. Zaley; various discussions with C. Chryssoulakis regarding employee related matters; discussion with C. Kroach regarding on order report and related calls with C. Kroach and J. Nevsky to review and discuss same and to discuss go-forward plan in respect of same; various communications with [REDACTED] (supplier); and call with [REDACTED] (supplier) to respond to enquiries and respond to enquiries from various other suppliers. 11.8

*Comark Inc.***DETAILED SUMMARY – April 5 to 11, 2015**

- Apr 9 Attend at company; various communications with employees and suppliers to respond to enquiries from suppliers; emails with A. Zalev and with A. DeSouza regarding [REDACTED]; draft letter to suppliers regarding terms for lump sum payments to release title documents for goods and related discussions with A. DeSouza; call with S. Pavic of Osler to discuss employee related information for motion materials; call with F. Holgen to prepare for supplier call and follow-up call with [REDACTED] to respond to enquiries; attend meeting with [REDACTED] together with A. DeSouza and G. Bachynski, related discussion with G. Bachynski and follow-up call with A. Zalev; call with J. Walker regarding email from TD's counsel; call with M. DeLellis regarding various matters; draft letter to CIT, related discussion with A. Zalev and review revised letter; respond to enquiries from suppliers; emails with J. Walker and A. Zalev regarding letters to Quebec Labour Commission; call with M. DeLellis and C. Fell to discuss report to Court; meet with G. Bachynski, A. DeSouza, and A. Zalev to discuss supply chain related matters; and discussion with C. Kroach regarding funding request. 12.1
- Apr 10 Various communications with C. Chryssoulakis regarding employee related matters, review information provided and follow-up enquiries; review and discuss schedule of vehicle leases to be disclaimed with N. Lewis; meet with K. Sturino and A. Catinas to review and discuss components of draw request, follow-up enquiries regarding supplier payments and related discussions with J. Belcher; email from A. Zalev regarding negotiations with [REDACTED] (supplier); email from J. Nevsky with update regarding cancellation of certain lease disclaimers and related matters; call with G. Bachynski, A. DeSouza, A. Zalev and Joe of [REDACTED] and follow-up discussions regarding same and Asmara; call/meet with G. Bachynski, A. DeSouza, A. Zalev and D. Mullet regarding preparation for meeting in Hong Kong with [REDACTED] vendors, and review script for meetings; call with [REDACTED] to respond to supplier enquiries; call with [REDACTED] (supplier) to respond to enquiries and related discussion with A. Catinas; call with J. Walker, A. Zalev, B. Empey and R. Baulke regarding the preparation of the upcoming report to court, related matters and employee related matters; email to S. Pavic regarding employee related information for motion materials; email Osler to enquire regarding stay extension; and call with M. DeLellis regarding various matters. 11.3



*Comark Inc.***DETAILED SUMMARY – April 5 to 11, 2015**

Apr 11	Review schedules of employees on leave and laid off and email J. Walker, B. Empey and R. Baulke regarding same; review vehicle lease disclaimer schedule and email same, together with supporting leases to M. DeLellis and C. Fell; and prepare schedule of supplier related draw request and related call with J. Belcher.	4.5
<b>TOTAL – M. MacKenzie</b>		<b>63.2 hrs.</b>
<u><i>J. Belcher</i></u>		
Apr 5	Prepping for and attending call with A. Prunier on borrowing request, status updates on actual results, SISP updates.	1.1
Apr 6	Review of SISP bidder contact log, summarizing required follow-ups and status; call with A. Zalev and potential lender regarding possible LC options/structures; call with A&M, Oslers and HL regarding SISP updates and status; various internal update calls with A&M team; call with J. Kim regarding information request updates for CIM; call with M. De Lellis on NDA non-solicit issues; discussions with S. Parkin on status updates and store signage; call with bidders on NDA modifications proposed; updates from C. Kroach and J. Nevsky on cash flow actual reporting; summarizing funding requests/status for M. De Lellis.	8.9
Apr 7	Call with G. Bachnynski and A. Zalev on [REDACTED] issues and potential strategy approach; call with M. De Lellis, C. Fell, A. Zalev on NDA issues w.r.t. non-solicit and disclosure of financing sources; discussion with Potential Bidder on NDA mark-up; arranging info requests for HL; follow ups on certain Potential Bidders on interest in reviewing NDA; reviewing [REDACTED] order status; emails summarizing Mapleview issues for Oslers; A&M team update calls; call with A. Zalev, G. Bachnski and N. Lewis on FY16P status for CIM.	10.7





*Comark Inc.***DETAILED SUMMARY – April 5 to 11, 2015**

Apr 8	Meeting/ call with G. Bachynski and A. Zalev to discuss [REDACTED] commission payments and [REDACTED] order schedule and proposal; call with G. Bachynski, A. Zalev, D. Mullett and D. May to discuss [REDACTED] proposal and plan; update call with 360 on store closure process; review of NDA's received and status updates; status update call with HL, Osler and A&M teams; review of cash flow variance reporting package and discussions on same with C. Kroach; preparation of SISP and restructuring updates for weekly reporting deliverables; discussions on percentage rent issues; review and follow up on HL outstanding info request lists; summarizing disclaimer reasons for Dartmouth stores; calls with A. Prunier on reporting requirements and cash flow questions, A/P listings.	9.8
Apr 9	Discussion with K. Sturino on rent credits in AP listing as requested by A. Prunier; Discussions re store signage at Masonville; calls / discussions with A. Zalev, D. May and G. Bachynski around [REDACTED] status and strategy; discussions re: % rent payment issues; review of data room contents and providing comments to HL on same; calls with A. Zalev, M. De Lellis and G. Bachynski on [REDACTED] regarding discount proposal and analysis; discussions with N. Lewis on plan status and timelines; SISP update call with A. Zalev, Osler and HL teams; reviews of NDA markups and sending same to bidders; follow ups on info requests from HL for CIM.	9.5
Apr 10	Working through NDA's and sending signed to bidders; discussion with J. Nevsky on revised store closure analysis; coordination of diligence requests by HL; call with B. Kesse from [REDACTED] and sending NDA/teaser; call with P. Brener from [REDACTED] re: opportunity and sending NDA/teaser; meeting with B. Anand, A. Zalev and N. Lewis on purchaser order financing; call with N. Lewis, G. Bachynski and A. Zalev to review updated FY16 plan and FY15 pro forma analysis; review of proposed borrowing request for Salus; discussion with K. Sturino on same; reviewing first draft of CIM; update call with HL team; review of updated data room; sending updated wording to [REDACTED].	7.8
Apr 11	Call with M. MacKenzie regarding funding request and list of payments; call with N. Lewis around status of FY16 Plan files; review of data room files; working through FY16P files, and reclaimed stores financial analysis and sending same to HL; percentage rent summary and sending to Osler; call with J. Kim from HL.	5.4
<b>TOTAL – J. Belcher</b>		<b>53.2 hrs.</b>



*Comark Inc.*  
**DETAILED SUMMARY – April 5 to 11, 2015**

<u>J. Nevsky</u>	<u>Hrs.</u>
Apr 5	Review cash flow and DIP facility reporting memorandum. 1.5
Apr 6	Group call with Comark, A&M, Osler and Longview to discuss and plan around lease disclaim withdrawals and communications and logistics regarding same; telephone call with T. Hall regarding store renovations and openings; follow-up call with C. Fell regarding lease negotiations and store renovations; review of communications and discuss ongoing lease negotiations with R. Cyr; update lease negotiation tracking schedule and circulate to group; discussions with T. Hall and [REDACTED] regarding the opening of store #069 and #062; review cash flow and DIP facility reporting memorandum; meeting with G. Bachynski, R. Cyr, L. Hryciuk and A. Zalev regarding ongoing lease negotiations; communications with C. Fell to prepare lease disclaimers for Masonville leases; review of Comark Vendor Presentation; various calls and correspondence with vendors regarding future terms and delivery. 11.2
Apr 7	Review of pre and post filing invoices related to store renovations and store openings; telephone call with J. Walker and M. MacKenzie to plan for drafting of Court Report; review of actual cash flows, rolling forecast and reconciliation to approved budget and drafting of variance commentary; telephone calls with C. Fell and R. Cyr regarding ongoing lease negotiations and disclaim withdrawals; call with S. Haworth, K. Sturino and insurance broker regarding surety bond and drafting of follow-up email for Siobhan to distribute; communications with J. Szmigelska and C. Machen regarding vendor inquiry and goods in transit; discussions with [REDACTED] and A. Catinas regarding outstanding invoices and credit limits; continued review of cash flow reporting package. 8.8
Apr 8	Telephone call with G. Bachynski, R. Cyr and A. Zalev regarding ongoing lease negotiations; discussions with Shawn/360 regarding store closure and lease disclaim withdrawals; finalize cash flow reporting package and variance analysis; finalize and execute lease disclaimers for three Masonville locations with J. Walker and N. Lewis; update lease negotiation tracking schedule and circulate to group; communications with various vendors regarding go-forward terms and deliveries; discussions with R. Cyr and C. Fell regarding ongoing lease negotiations; communications with M. De Lellis and A. Zalev regarding negotiations on TD Centre Calgary lease; communications with D. Michaels and R. Cyr regarding lease Amending Agreements. 6.5



*Comark Inc.***DETAILED SUMMARY – April 5 to 11, 2015**

Apr 9	Vendor discussions regarding credit terms and how payments will be made; discussions with R. Cyr on ongoing lease negotiations and update and circulate tracking sheet; discussion with J. Belcher regarding store openings/closings; telephone call with Clive Baxter of Cadillac Fairview regarding Masonville and Fairview Park leases and ongoing negotiations and follow-up emails; review of on order report and discussions with C. Kroach and M. MacKenzie regarding upcoming orders and impact on cash flow; discussions with R. Cyr and Tracey Hall regarding store closures and fixture sales; telephone meeting with M. MacKenzie regarding vendor inquiries and payment terms.	5.5
Apr 10	Discussions with J. Belcher regarding store closures; update and circulate lease disclaimer tracking sheet; telephone calls with T. Hall regarding store renovations and openings; telephone conversation with Schenker regarding go-forward payment credit and follow-up conversation with G. Kruitwagen; telephone call with G. Bachynski, R. Cyr and T. Hall regarding ongoing lease negotiations; correspondence with [REDACTED] regarding store renovations; numerous calls with R. Cyr regarding ongoing lease negotiations; update master lease schedule with stores being disclaimed/disclaims withdrawn; update revised lease disclaimer tracking sheet including Amending Agreement status and including stores under renovation.	6.2
<b>TOTAL – J. Nevsky</b>		<b>39.7 hrs.</b>

*C. Kroach*

		<u>Hrs.</u>
Apr 5	Review and edit vendor presentation to [REDACTED]; received creditor hotline inquiries; completed memo on DIP reporting requirements.	5.2
Apr 6	Processed revisions related to the presentation to [REDACTED]; meet with A. Catinas to discuss prior week cash disbursements; meet with K. Sturino to discuss prior week collections and pre-petition revolving facility pay downs; met with B. Giamou to walk-through bank statements; responded to creditor inquiries; spoke with various utility companies regarding prepayment options; put together an updated creditor list for the Monitor website; phone call with A. Zalev and [REDACTED]; researched potential bidders and put together contact list; internal call with A&M team.	12.9



**Comark Inc.****DETAILED SUMMARY – April 5 to 11, 2015**

Apr 7	Revise [REDACTED] presentation; updated potential bidder contact list; meet with D. Zilinskas to discuss service contracts; phone calls with [REDACTED] to discuss go-forward solutions; review update on order schedule; review historical purchases with several vendors; analyze historical revolver balances; update documents on Monitor website; prepare actual vs. budget variance report; create cash flow bridge for variance report; review borrowing base certificate with K. Sturino; meet with J. Nevsky to discuss variance report; phone calls and email correspondence with creditors to discuss inquiries.	11.2
Apr 8	Meet with J. Nevsky to discuss variance report; processed final edits to variance report; meeting with N. Lewis and K. Sturino to walk-through reporting requirements and variance report; discussion with creditors to address hotline inquiries; internal A&M meeting to discuss variance report; sent out emails relating to the Sales Process; arrange for lease disclaimers to be sent out to appropriate landlords; put together on order tracking templates for each division head in order to track the status of outstanding POs; put together summary lists of POs by vendor for Comark management.	10.5
Apr 9	Discussion with M. MacKenzie and J. Nevsky regarding on order status tracking; respond to creditor hotline inquiries; review in transit and AP schedules; revise summary lists of POs by vendor for Comark management; discussions with K. Sturino regarding funding request; discussions with A. Catinas regarding cash disbursements for following week; discussions with A. Hachey related to utility shut down at several stores; had discussions with [REDACTED] to discuss continued service; discussions with G. Kruitwagen to discuss orders being held up at [REDACTED]; update Monitor website; discussion with M. MacKenzie to discuss funding request.	8.1
Apr 10	Discussion with J. Belcher and M. MacKenzie related to funding request; responded to creditor inquiries.	4.6
Apr 11	Discussion with J. Belcher regarding the Budget and funding request; put together summary schedules of funding requests to date.	2.0
<b>TOTAL – C. Kroach</b>		<b>54.5 hrs.</b>



**Comark Inc.**  
**DETAILED SUMMARY – April 5 to 11, 2015**

**Vancouver**

**C. Beveridge**

		<b><u>Hrs.</u></b>
Apr 6	Call to D. May to offer assistance and from [REDACTED] on the status of an amount due to them.	0.5
Apr 7	Call with vendors re: outstanding payments and payment terms post-filing date.	0.4
Apr 8	Email updated on PE firms and subsequent emails with J. Belcher and A. Zalev.	0.2
Apr 9	Call from vendor and subsequent email to M. MacKenzie with contact information; call to D. May to see if there were any issues which need to be addressed.	0.3
<b>TOTAL – C. Beveridge</b>		<b>1.4 hrs.</b>

**M. Lee**

		<b><u>Hrs.</u></b>
Apr 6	Attend to correspondence with various suppliers.	0.3
Apr 7	Attend to correspondence with various suppliers.	0.5
Apr 9	Attend to correspondence with various suppliers and Bootlegger staff.	0.8
<b>TOTAL – M. Lee</b>		<b>1.6 hrs.</b>

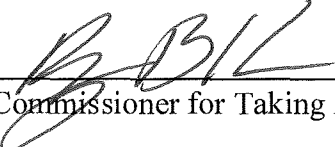
**Calgary**

**D. Adams**

		<b><u>Hrs.</u></b>
April 8	Review emails from senior management; discussions re: vendors and role of the Monitor; numerous calls with international vendors.	2.5
April 10	Review emails; updates with staff re: vendors and Initial Order.	1.5
<b>TOTAL – D. Adams</b>		<b>4.0 hrs.</b>



This is Exhibit "C" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
\_\_\_\_\_  
A Commissioner for Taking Affidavits



Alvarez & Marsal Canada Inc.  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

April 23, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #3 - 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period April 12 to 18, 2015, pursuant to the initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Toronto:			
D. Mullett, Managing Director	8.2	\$800	\$6,560.00
A. Zalev, Managing Director	59.3	\$750	44,475.00
J. Walker, Managing Director	25.5	\$750	19,125.00
M. MacKenzie, Director	61.2	\$575	35,190.00
J. Belcher, Director	54.5	\$575	31,337.50
J. Nevsky, Director	50.1	\$525	26,302.50
C. Kroach, Associate	56.4	\$325	18,330.00
	<u>315.2</u>		<u>\$181,320.00</u>
Vancouver:			
M. Lee, Associate	0.5	\$300	150.00
	<u>315.7</u>		<u>\$181,470.00</u>
Add: HST @ 13%			<u>23,591.10</u>
<b>TOTAL INVOICE</b>			<u><b>\$205,061.10</b></u>

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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 #: CDN Acct. #5410790  
 Reference #: Comark (804594A) - Invoice #3  
 HST#: 83158 2127 RT0001

*Comark Inc.***DETAILED SUMMARY – April 12 to 18, 2015**

<u>D. Mullett</u>		<u>Hrs.</u>
Apr 12	Monitor and evaluate store performance; discussion around Bootlegger sale trends.	0.7
Apr 13	Call with A. Zalev re: Asian vendor meets; review store sale performance; discussion re: bridging financial proposal.	1.1
Apr 14	Monitor and evaluate store performance; calls with A. Zalev re: CIM; review CIM; CIM comments.	2.1
Apr 15	Monitor and evaluate store performance; review Monitor's Second Report.	0.7
Apr 16	Monitor and evaluate store performance; CIM review; review Monitor's Second Report; review media coverage.	1.6
Apr 17	Monitor and evaluate store performance; review bridging finance term sheet; interest purchaser inquiry; sale process update.	1.5
Apr 18	Monitor and evaluate store performance.	0.5
<b>TOTAL – D. Mullett</b>		<b>8.2 hrs.</b>

<u>A. Zalev</u>		<u>Hrs.</u>
Apr 12	Review and response to emails; further review and comment on agreement with [REDACTED]; participation in numerous calls with Asian vendors and management in Hong Kong.	6.0
Apr 13	Review and response to emails; review of sales reports; internal team meeting; call with M. Wasserman; discussion with Bridging Finance; further calls with Osler; discussion with J. Belcher; further negotiations of [REDACTED] agreement; review of NDAs and sale process matters; discussions with Salus; discussions with A&B; review of working capital matters; internal update discussion with A&M team; participation on calls with Asian vendors; review and response to numerous other emails and telephone calls; call with M. Sturrock at Salus.	13.0





*Comark Inc.*

## DETAILED SUMMARY – April 12 to 18, 2015

Apr 14	Review and response to emails; call with M. MacKenzie; call with counsel to TD bank; review of CIM; call with J. Belcher; call with J. Belcher and Bridging; update discussion with J. Walker; call with Salus re: KPMG; call with 360; call with team; call with Osler; meeting with [REDACTED]; call with [REDACTED]; review of [REDACTED] supply agreement; call with J. Belcher; call with M. DeLellis; call with M. MacKenzie; review of CIM again; review of draft affidavit.	8.5
Apr 15	Internal team meeting; review of store results; review of cash flow reporting package; review of affidavit; call with Goodmans re: affidavit; dealing with matters pertaining to [REDACTED]; dealing with CIM matters; dealing with data room matters; dealing with Bridging; call with HL re: CIM; call with M. DeLellis; update discussion with D. Mullett; discussion re: sale process matters with Osler, J. Nevsky; discussion with J. Belcher; discussions with J. Walker re: Report and cash flows; call with HL; dealing with [REDACTED]; review of Court Report and providing comments on Court materials.	9.8
Apr 16	Extensive review and comment on CIM; internal discussions with team; discussions with J. Walker; numerous discussions with Osler re: [REDACTED] and CIM and various other matters; call with Goodmans; numerous discussions with management on supply matters; operational matters, etc.; kick off meeting with KPMG; update call with Salus; preparation for meetings in Winnipeg; review and consideration of working capital matters; review and response to numerous other emails and telephone calls.	9.5
Apr 17	Travel to Winnipeg; attending meetings at Ricki's; attending meeting with [REDACTED]; numerous discussions with management; extensive emails with team re: various update matters; review of working capital issues; review of sale process issues; travel from Winnipeg to Toronto; review and response to numerous other emails and telephone calls.	10.0
Apr 18	Various emails and administrative matters; review of working capital analyses; review of term sheet with respect to Bridging; review of sales results and other reports; email correspondence with [REDACTED].	2.5
<b>TOTAL – A. Zalev</b>		<b>59.3 hrs.</b>



*Comark Inc.*  
**DETAILED SUMMARY – April 12 to 18, 2015**

<u>J. Walker</u>		<u>Hrs.</u>
Apr 13	Review of employees on LTD, LOA and maternity leave; discussions with M. MacKenzie; update discussion with J. Nevsky re: lease disclaimer on NFLD locations; conference call with Goodmans re: employee's issues.	3.5
Apr 14	Review of car leases to be terminated with M. MacKenzie and signature to disclaimers; review and comments re: draft CIM; discussion with A. Zaley re: [REDACTED] meetings and proposed fee structure; various emails and discussions re: draft affidavit of CFO.	4.5
Apr 15	Review of draft affidavit and Salus cash flow reporting; internal discussions with A. Zaley and M. MacKenzie; internal conference call re: Salus cash flow reporting; conference call with counsel to review comments re: draft affidavit prepared by Oslers; review, comments and redrafting of Monitor's Second Report.	9.0
Apr 16	Review of Motion materials including blackline of amended Initial Order; redrafting of Second Monitor's Report; various conference calls and emails with Goodmans to review redrafts of Report; review of percentage rent arrangement with landlords.	6.0
Apr 17	Review of email from counsel for TD; follow-up discussions with Goodmans and M. MacKenzie; review of final CIM and bridging financing term sheet.	2.5
<b>TOTAL – J. Walker</b>		<b>25.5 hrs.</b>

<u>M. MacKenzie</u>		<u>Hrs.</u>
Apr 12	Review and respond to emails; and work on draft second report to court (the "Second Report").	3.0



*Comark Inc.*

## DETAILED SUMMARY – April 12 to 18, 2015

- Apr 13 Attend at Company; call with internal working group to discuss the status of various matters; call with J. Walker regarding employee related matters and follow-up discussions with C. Chryssoulakis; discussion with K. Sturino regarding vehicle lease disclaimers and related discussion with C. Fell and N. Lewis; discussions with U. Raina regarding Asmara (supplier) issues; work on draft Second Report; discussion with Comark maintenance person regarding communications from Tyco; further call with J. Walker regarding employee related matters; various discussions with C. Chryssoulakis regarding employee related matters and regarding surplus from a historical pension plan; call with internal working group regarding the status of various matters, and draft Second Report, and updated cash flow projections; discussion with N. Lewis and J. Belcher regarding application by Salus of draw request against pre-filing revolver; various meetings with U. Raina regarding supplier related matters; call with J. Walker, B. Empey, R. Baulke and J. Conforti regarding employee related matters and follow-up call with J. Walker; meet with A. Catinas to review various supplier related matters and prepare summary of requests for payment submitted for the current week; and numerous emails with Osler and call with C. Fell to provide information required for motion materials. 12.0
- Apr 14 Attend at Company; call with A. Zalev regarding various supplier and other matters; call with A. Zalev and J. Carhart regarding the "DP" process and follow-up discussions with N. Lewis and related email to J. Carhart; call with M. DeLellis regarding TD related matters, Wells Fargo PPSA registration and court materials; call with G. Benchetrit regarding the [REDACTED] issue; meet with G. Kruitwagen to review and discuss schedule of goods held by [REDACTED]; call with J. Sholtz of [REDACTED] to respond to enquiries; numerous discussions with C. Chryssoulakis regarding employee related matters and follow-up discussion with N. Lewis; prepare analysis to assist with draw request and related communications with A. Catinas, D. May and U. Raina, and related emails with Osler; meet with A. Catinas to review, discuss and address various supplier related matters; and work on draft Second Report. 11.2



*Comark Inc.***DETAILED SUMMARY – April 12 to 18, 2015**

- Apr 15      Emails among working group to discuss the status of various matters; emails with N. Lewis regarding TD related matters; review draft Lewis Affidavit and related emails with S. Pavic; meet with J. Walker to discuss matters related to court materials; call with J. Walker, A. Zalev, B. Empey and R. Baulke to review and discuss draft Lewis Affidavit, revise certain paragraphs in same and email same to Goodmans; review draft Second Report, review SISP section provided by J. Belcher and incorporate same into draft report, discuss draft cash flow section with J. Nevsky, work on other sections of draft report, and further related meetings and discussions with J. Walker; email to supplier in response to enquiry; call with J. Belcher regarding draw request; call with F. Horgen and M. McLean regarding supplier related matter; various emails with A. Catinas regarding supplier payments; further revisions to draft Second Report; and review motion materials. 10.8
- Apr 16      Review comments from J. Nevsky and from A. Zalev regarding draft Second Report; discussion with A. Zalev and J. Walker regarding various matters; call with J. Walker, B. Empey and R. Baulke to review and discuss draft Second Report and comments regarding motion materials; communications with G. Kruitwagen regarding ■■■; emails with A. DeSouza regarding various supplier related matters; various revisions to draft Second Report, related discussions with J. Walker, related emails with Goodmans, and finalize same; call with M. DeLellis regarding various matters; call with G. Kruitwagen regarding issue of consigned goods having been cleared through customs by KWE; communications with C. Chryssoulakis regarding employee related matters; communications with A. Catinas regarding supplier payment related matters; and numerous emails from A. DeSouza regarding supplier related matters and respond to same as required. 11.6



*Comark Inc.***DETAILED SUMMARY – April 12 to 18, 2015**

Apr 17	Attend at the Company; various discussions with C. Chryssoulakis regarding employee related matters; meet with N. Lewis and A. DeSouza regarding TD related matters and emails regarding coordinating "DP" transactions and emails with A. Zalev to provide update in respect of same; email from TD legal counsel, related internal emails, and emails from Goodmans and related call with J. Walker; meet with A. DeSouza and U. Raina to review and discuss supplier related matters and to determine upcoming supplier payments required and calculate projected draw request; meet with J. Belcher, C. Kroach and K. Sturino to review and discuss draw request; call with K. Rosenstein and M. Wasserman regarding TD bank related matters; meet with A. DeSouza to discuss [REDACTED] related matters; meet with A. Cantinas to discuss [REDACTED] orders and projected receipt of goods and other supplier related matters; email to G. Bachynski; discuss with N. Lewis regarding [REDACTED] enquiry regarding inventory count related email with C. Kroach; and numerous supplier related emails and response to same.	10.8
Apr 18	Review and respond to emails in respect of supplier related matters.	1.8
<b>TOTAL – M. MacKenzie</b>		<b>61.2 hrs.</b>

*J. Belcher*

Apr 12	Calls with J. Kim and L. Wingkun and FY15 and FY16 plan files and approach to CIM; call with A. Zalev and J. Nevsky to discuss CIM and status updates; sending comments on CIM to HL; call with B. Thomas and E. Chan regarding working capital needs.	1.6
Apr 13	Call with A. Prunier to discuss funding request and variances from budget and prior funding requests; correspondence with Oslers on NDA status; call with A. Zalev on overseas supplier meetings and projected payments; A&M team updates, and discussions on working capital analysis required; discussions with 360 on store closure process; SISP update call with HL; call with Oslers, A&M and bridging finance and Wildeboer regarding potential structure for PO financings; information requests for Oslers for Affidavit; working on SISP write up for Monitor's Report.	9.7



*Comark Inc.*  
**DETAILED SUMMARY – April 12 to 18, 2015**

Apr 14	Update call with 360 on store closure process; call with A. Zaley and Bridging Capital re purchase order financing; working with R. Cyr on contact information and approach for % rent landlords and communications; call with A. Zaley and C. Fell re: same; review of NDA's and discussions/emails with C. Fell re: same; preliminary review of cash flow variance reporting; preliminary work on funding request and availability; information requests on Affidavit from Oslers regarding SISP updates and revolver balances/draws; call with HL and A&M team on CIM; review of CIM and providing comments to HL on same; calls with J. Kim and L. Wingkun re: same; reconciling financial numbers in CIM with N. Lewis; call with [REDACTED] on information requests and process implications.	13.6
Apr 15	Review of CIM financials related follow-ups; discussions with S. Haworth on same and follow-up requests; call with A&M and HL to review CIM comments; call with HL, Oslers and A&M for general sales process updates and updates on timing of CIM; internal call with A&M team to review weekly cash flow results and variance timing; general review of emails and other matters; review of Court materials and Monitor's Report; updates on marketing status and follow-ups required; initial review of revised CIM.	8.1
Apr 16	Detailed review of latest version of CIM; call with B. Anand regarding bridging finance proposal and information needs; reconciliation of overhead and cash flow numbers; review of A. Zaley's comments and supplementing; providing comments to HL and numerous calls re: same; reviewing CIM with G. Bachynski and N. Lewis and providing comments back to HL; discussion with S. Haworth on financial information in CIM, namely overhead amounts; reviewing cash flow/contribution calculations for pro forma numbers; discussion with K. Sturino and C. Kroach on borrowing request, timing of cash flow reporting and potential impact on covenants.	13.3
Apr 17	Review of bridging finance term sheet and analysis re: same; working through funding request items for distribution to Salus, including timing and quantum and analysis to previous requests and actual spending requests; calls with bidders regarding NDA issues and emails with C. Fell re: same; answering questions on rent question from bidders; reviewing working capital analysis.	8.2
<b>TOTAL – J. Belcher</b>		<b>54.5 hrs.</b>



**Comark Inc.**  
**DETAILED SUMMARY – April 12 to 18, 2015**

<u>J. Nevsky</u>	<u>Hrs.</u>
Apr 12	3.2
Review Houlihan CIM and comment on same; discussions with A. Zalev and J. Belcher regarding CIM; participate by telephone in meetings with G. Bachynski, A. DeSouza, representatives from [REDACTED] and the following vendors: [REDACTED].	
Apr 13	7.2
Participate by telephone in meetings with G. Bachynski, A. DeSouza, representatives from [REDACTED] and the following vendors: [REDACTED]; meeting to review disclaimed leases with A. Zalev, G. Bachynski, M. De Lellis, R. Cyr and L. Hryciuk; various conversations with T. Hall regarding store renovations and store openings; review of three Masonville leases and discussion with R. Cyr regarding same; communications with T. Hall and [REDACTED] with respect to renovations and store openings; discussions with J. Szmigielska regarding vendor/delivery issues; review of lease disclaimers for additional stores to be disclaimed; discussion with C. Fell regarding store renovations and related lease disclaimers; discussions with Osler regarding TD Centre Calgary store renovations; discussions with C. Kroach regarding cash flows; working with C. Kroach to finalize and deliver lease disclaimer letters.	
Apr 14	11.8
Review of KPMG draft engagement letter and work-plan; review Fairview Park tenant allowance confirmation letter and discussion with R. Cyr regarding same; HL CIM review call with J. Belcher and A. Zalev; store renovations meeting with L. Hryciuk; T. Hall, R. Cyr, N. Lewis; review of Primaris lease Amending Agreement and discussion with C. Fell regarding same; discussions with A. Zalev regarding Chinese vendor meetings; review Comark working capital details; review of [REDACTED] invoice related to Bootlegger Avalon mall store opening; discussions with T. Hall related to Bootlegger Avalon store opening and required certification letters; discussions with G. Bachynski and R. Cyr regarding store openings and renovations; review West Edmonton Mall lease Amending Agreement; review of IT capital projects forecast and related discussions with N. Lewis and J. Webster; review cash flow reporting package and related discussions with C. Kroach; discussions with D. Traa regarding marketing vendor and photography issues; review of Primaris lease Amending Agreements and discussions with C. Fell regarding same; discussions with T. Hall regarding [REDACTED] and delivery issues.	



*Comark Inc.***DETAILED SUMMARY – April 12 to 18, 2015**

- Apr 15      Review cash flow reporting package with C. Kroach and J. Walker; review updated CIM; discussions with C. Fell regarding lease disclaimers and disclaim withdrawals; draft cash flow variance section for Monitor's Report; attend recurring sale process update call; discussions with T. Hall regarding store renovations; discussion with N. Lewis and G. Tsikos regarding ongoing IT capital projects; discussions with C. Kroach to finalize cash flow reporting package; update and circulate lease disclaim/withdrawal tracking summary; discussions with D. Michaels and C. Fell regarding lease Amending Agreements for store disclaimers to be withdrawn; finalize cash flow section for Monitor's Report and discussions regarding same with M. MacKenzie; review and provide comment on Monitor's Report; discussions with R. Cyr regarding Morguard lease disclaimers; review draft lease disclaim withdrawal letters.      9.4
- Apr 16      A&M group update meeting; meeting with N. Lewis, C. Kroach, A. Zalev and KPMG team regarding working capital review project; meeting with G. Bachynski, L. Hryciuk, N. Lewis and R. Cyr regarding store renovations and openings and related employee issues; meeting with N. Lewis, J. Webster, G. Kruitwagon to discussion IT capital projects and Laval renovation project (Breakwall); discussions with C. Fell regarding employee continuation of services letter for stores previously disclaimed but to remain open; discussions with T. Hall and [REDACTED] to review and approve store renovation quotes; discussions with D. Traa regarding marketing vendors and delivery issues; meeting with G. Bachynski, A. De Souza, M. Mackenzie and A. Zalev to discuss Kashlon and Seduno and other Chinese vendor issues; discussions with T. Hall regarding Fairview Park tenant allowance and planning for store opening; review working capital detail with C. Kroach.      10.0





*Comark Inc.*  
**DETAILED SUMMARY – April 12 to 18, 2015**

Apr 17	Review employee continuation of services letter and related discussions with G. Bachynski and L. Hryciuk; discussions with R. Cyr regarding Bentall Amending Agreements and disclaimer withdrawal letters; review West Edmonton Mall Amending Agreement; discussion with T. Hall and G. Brown (Troy Sprinklers) regarding certification letters and delivery of same; update lease disclaimer and withdrawal tracking schedule and circulate to group; discussion with C. Reid to approve payment of invoice and discussions with A. Catinas regarding same; telephone call with C. Fell to discuss Cadillac Fairview leases and Amending Agreement; discussions with N. Lewis and J. Webster on IT capital projects review; A&M group discussion regarding inventory purchases and related cash flow implications; communications with M. De Lellis and R. Cyr on TD Centre Calgary and confirmation landlord will fund store relocation directly; communications with G. Bachynski and A. DeSouza on vendor invoices; review working capital report with C. Kroach and follow-up emails with A. Zalev.	8.5
<b>TOTAL – J. Nevsky</b>		<b>50.1 hrs.</b>

*C. Kroach*

**Hrs.**

Apr 13	Meet with K. Sturino to discuss variance report for the week ended April 11; review bank statements and cash disbursements for the prior week; meet with A. Catinas to discuss cash disbursement file; meet with N. Lewis to discuss lease disclaimer; delivered vehicle lease disclaimers to J. Walker at A&M offices; review update on order report; review divisional on order update schedules; respond to creditor inquiries; update documents on the Monitor website; spoke with K. Hughes regarding various matters relating to payments to landlords and utility companies.	11.5
Apr 14	Review variance report with J. Nevsky; various emails and phone calls with creditors; discussions regarding preparing a working capital analysis with J. Nevsky; update and make revisions to variance report; review variance report with J. Nevsky; review Bootlegger sales trends and prepare trend analysis; review Borrowing Base Certificate with K. Sturino and J. Belcher.	10.2



*Comark Inc.***DETAILED SUMMARY – April 12 to 18, 2015**

Apr 15	Internal A&M call with J. Walker, A. Zalev, J. Nevsky, J. Belcher; finalize variance report; prepare working capital analysis; review borrowing base certificate; prepare a professional fee summary and review with J. Belcher; discussion with N. Lewis regarding cash flow reporting; prepare charts for Second Monitor's Report; review divisional on order update schedules; answer various creditor inquiries; discussion with Company regarding matters related to utilities; discussion with Company regarding second rental payment for the month of April.	12.3
Apr 16	Meet with KPMG to discuss working capital analysis mandate; obtain information for KPMG based on their information request list; make revisions to A&M's working capital analysis and review with J. Nevsky; work on funding request with K. Sturino and J. Belcher; discussion with M. MacKenzie on anticipated vendor payments for the week ended April 25; discussion with G. Bachynski, A. De Souza regarding upcoming payments to vendors; respond to various creditor inquiries; review divisional on order update schedules.	11.8
Apr 17	Work on funding request with K. Sturino, J. Belcher and M. MacKenzie; discussion with M. MacKenzie on anticipated vendor payments for the week ended April 25; discussion with J. Belcher on professional fees schedule; created PowerPoint presentation on working capital analysis; review presentation with J. Nevsky and processed edits to the presentation; review working capital presentation with A. Matthews to verify the numbers in the Report; updated Monitor's website; respond to creditor inquiries; addressed KPMG information requests; discussions with K. Sturino and B. Giamou relating to PST remittances for the month of March.	10.6
<b>TOTAL – C. Kroach</b>		<b>56.4 hrs.</b>

VancouverM. Lee

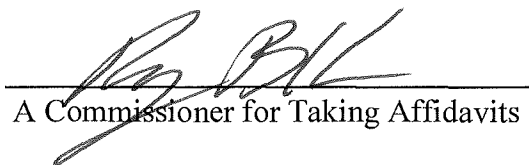
Apr 14 Attend to correspondence with vendors.

**TOTAL – M. Lee**Hrs.

0.5

**0.5 hrs.**

This is Exhibit "D" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits



**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

April 29, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #4 - 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period April 19 to 25, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Toronto:			
D. Mullett, Managing Director	8.4	\$800	\$6,720.00
A. Zalev, Managing Director	40.2	\$750	30,150.00
J. Walker, Managing Director	12.5	\$750	9,375.00
M. MacKenzie, Director	50.5	\$575	29,037.50
J. Belcher, Director	43.5	\$575	25,012.50
J. Nevsky, Director	44.3	\$525	23,257.50
C. Kroach, Associate	61.4	\$325	19,955.00
	<u>260.8</u>		<u>\$143,507.50</u>
Add: Out of pocket expenses including postage and website maintenance charges			<u>1,538.38</u>
			<u>\$145,045.88</u>
Add: HST @ 13%			<u>18,855.96</u>
<b>TOTAL INVOICE</b>			<u><b>\$163,901.84</b></u>

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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 #: CDN Acct. #5410790  
 Reference #: Comark (804594A) - Invoice #4  
 HST#: 83158 2127 RT0001

*Comark Inc.*  
**DETAILED SUMMARY – April 19 to 25, 2015**

<u>D. Mullett</u>		<u>Hrs.</u>
Apr 19	Monitor and evaluate store performance and trends.	0.6
Apr 20	Monitor and evaluate store performance and trends; review HL diligence request list; call with A. Zalev re: overall status update and [REDACTED] meet; interested purchaser inquiry; long-tail purchases term sheet review.	1.9
Apr 21	Call with counsel, Company and A&M to discuss long-tail financing term sheet; monitor and evaluate store performance and trends; review bootlegger sales performance and strategy.	2.1
Apr 22	Monitor and evaluate store performance and trends; long-tail financing process update.	0.9
Apr 23	Monitor and evaluate store performance and trends; update re: long-tail financing term sheet; review discussion with DIP lender.	1.1
Apr 24	Monitor and evaluate store performance and trends; review 360 feedback re: long-tail purchase financing; update on diligence and documentation process re: long-tail financing.	1.4
Apr 25	Monitor and evaluate store performance and trends.	0.4
<b>TOTAL – D. Mullett</b>		<b>8.4 hrs.</b>

<u>A. Zalev</u>		<u>Hrs.</u>
Apr 19	Review and response to emails; review of weekly sales results; various other administrative matters.	1.2
Apr 20	Internal team discussion; consideration of outstanding matters; email correspondence with A&B; review of Bridging term sheet; call with Bridging; [REDACTED] supply agreement matters; call with M. Wasserman; landlord issue; call with N. Lewis; review of revised Bridging term sheet; update discussion with J. Walker; call with M. DeLellis; dealing with issues regarding sale process; numerous emails and telephone calls re: same; call with 360 and Salus; call with Company and A&M team to discuss Asian agent issues; prepare for and update call with HL; discussion with M. MacKenzie; call with Osler; call with management and [REDACTED].	9.0



*Comark Inc.***DETAILED SUMMARY – April 19 to 25, 2015**

Apr 21	Internal update call with A&M team; review of Bridging model; review and response to numerous emails; call with [REDACTED] call with Bridging; HL call; review of sale process matters; discussions re: NDAs; discussions re: data room; discussions re: working capital matters and KPMG process; various discussions with management; review and response to numerous other emails; drafting email to [REDACTED].	8.0
Apr 22	Review and response to numerous email; internal discussions with A&M team; update call with Salus; call with KPMG; discussions with D. Mullett and J. Walker; call with Osler re: various matters; call with Bridging.	4.5
Apr 23	Internal update call; call with K. Rosenstein; call with M. Wasserman; lengthy working capital call with KPMG and management; discussions with J. Belcher; update call with Salus and counsel; numerous telephone discussions; managing issues with respect to the SISP; call with Gerry B. and A&M team; update call with HL; preparing email to [REDACTED]; call with [REDACTED]; call with Osler and Goodmans re: [REDACTED]; call with Osler; call with J. Belcher; various other administrative matters.	9.0
Apr 24	Review of [REDACTED] terms; review and response to emails; discussion with J. Walker; call with Bridging and subsequent follow-up call with Bridging; review of daily sales results; calls with Osler; review of cash flow; calls with Salus; discussions with management; various other matters.	7.0
Apr 25	Review and response to various emails; review of daily sales results.	1.5
<b>TOTAL – A. Zalev</b>		<b>40.2 hrs.</b>

*J. Walker*

		<u>Hrs.</u>
Apr 20	Review/update discussions with A. Zalev and B. Empey of Goodmans; attend call with H&L, various emails re: amended Order re: landlord and TD revisions.	2.5
Apr 21	Preparation for and attendance at Court for stay extension hearing; attend call with Company and counsel re: Bridging Finance proposal; review and signature of withdrawal of lease disclaimers.	3.5
Apr 22	Review of H&L; update re: prospective purchaser lists/contacts; review and discussion re: Salus weekly cash flow report.	2.5



*Comark Inc.***DETAILED SUMMARY – April 19 to 25, 2015**

Apr 23	Various emails and calls re [REDACTED] vendors; review of Bridging Finance letter; review of additional lease disclaimer withdrawals letters and signature; discussions re: status of [REDACTED] vendors.	2.5
Apr 24	Various emails and internal discussions; review of updated H&L buyer lists; review of draft [REDACTED] letter and follow-up discussion with Goodmans.	1.5
<b>TOTAL – J. Walker</b>		<b>12.5 hrs.</b>

*M. MacKenzie***Hrs.**

Apr 19	Review and respond to numerous emails; emails with A. DeSouza and U. Raina regarding supplier related matters; emails with R. Baulke regarding documents to be posted to the website and emails with D. Tojeira to arrange for documents to be posted the website; and work on updated List of Creditors.	4.8
Apr 20	Discussion with N. Lewis regarding TD banking matters, including setting up the availability to use "DP" transactions; call with internal working group to discuss the status of various matters and the go-forward plan regarding various matters; revise List of Creditors for additional information, incorporate information provided by certain creditors, and email same to D. Tojeira to be posted to the website; meet with A. DeSouza to review and discuss schedule of payments to be made to [REDACTED] vendors; draft letter to vendor regarding deposit against fabric and related discussions with A. DeSouza; call with G. Bachynski, A. Zalev, N. Lewis, J. Nevsky and A. DeSouza regarding [REDACTED] fee proposal in preparation for call with [REDACTED] this evening; call with N. Lewis, K. Sturino, A. DeSouza and TD regarding setting up the ability to use "DP" transactions and process involved with same; follow-up call with N. Lewis, K. Sturino and TD regarding additional security requested by TD in respect of services provided by TD Merchant Services, follow-up email from TD, and related call with A. Zalev to advise of same; join call with G. Bachynski, A. Zalev, J. Nevsky regarding Asmara related matters and follow-up discussion with A. DeSouza regarding same; and discussion with A. Catinas regarding various supplier related matters.	9.8



*Comark Inc.***DETAILED SUMMARY – April 19 to 25, 2015**

- Apr 21 Call with internal working group regarding the status of various matters; meet with G. Kruitwagen to work through schedule of in-transit goods, goods held by [REDACTED], and other goods; meet with A. DeSouza and U. Raina to review additional copies of FCRs and to review and discuss various correspondence and documents received from suppliers and discuss the timing of corresponding payments and various related follow-up discussions with A. DeSouza, U. Raina, and G. Kruitwagen; email to [REDACTED], Chaitons, and Osler regarding goods held by [REDACTED]; various discussions with G. Kruitwagen and A. DeSouza regarding goods held by [REDACTED]; meet with A. Catinas to review and discuss various supplier related matters, including reconciling [REDACTED] stayed accounts payable balance; meet with C. Kroach to review and discuss on order report and how best to schedule go-forward payments in respect of same; prepare schedule of near-term payments by purchase order to be incorporated into payment schedule in process by C. Kroach; discussion with A. DeSouza regarding agreement provided by Asmara, related discussion with J. Nevsky, review same, provide comments to A. Zalev, and related follow-up discussion with A. DeSouza. 10.3
- Apr 22 Revise draft letter to [REDACTED] vendors regarding pre-filing payments and related emails with A. DeSouza; revise letter to Addmore regarding fabric deposit as per discussion with A. DeSouza, and related emails with A. DeSouza; respond to various email enquiries from N. Lewis; schedule of payments by purchase order to be used in updating cash flow projections; call with C. Kroach and J. Belcher regarding variance reporting; prepare schedule of stayed accounts payable balances of [REDACTED] and top 30 vendors per the respective vendor as compared to that last reflected in the Company's records and arrange for reconciliation of same; discussion with C. Kroach regarding payments made to vendors to release paperwork that passes title of goods to Comark; review correspondence from Gowlings and related discussions with A. Catinas and A. DeSouza; various discussions with A. DeSouza and G. Kruitwagen regarding FCRs, goods held by [REDACTED] and other related matters; meeting with N. Lewis, K. Sturino, A. Catinas, A. DeSouza, U. Raina and TD regarding the process in respect of DP transactions and timing of same; discussions with C. Kroach regarding the timing of payments and payment terms for certain vendors; and respond to numerous emails. 9.0





*Comark Inc.*

**DETAILED SUMMARY – April 19 to 25, 2015**

Apr 23	<p>Review revised schedule of goods held by [REDACTED] to which Comark has title, circulate same in preparation for call with [REDACTED] later today, related discussions with G. Kruitwagen, discussion with N. Lewis in preparation for a call, and call regarding same with G. Benchetrit, legal counsel to [REDACTED], [REDACTED], M. DeLellis, N. Lewis and G. Kruitwagen; follow-up call with N. Lewis, M. DeLellis, G. Kruitwagen and M. DeLellis, related emails with M. DeLellis and A. Zalev, and related call with A. Zalev, M. Wasserman, M. DeLellis, J. Walker, B. Empey and R. Baulke; draft email to [REDACTED] to request release of goods held by [REDACTED], related emails with A. Zalev and A. DeSouza, and send same to [REDACTED]; provide comments regarding agreement sent by [REDACTED] regarding retention of title to goods, revise same to incorporate comments, and related emails with A. Zalev and with A. DeSouza; review and revise reconciliation of stayed accounts payable balances of key [REDACTED] vendors, related discussions with A. Catinas, and summarize pre-filing payments agreed to; discussions with C. Kroach regarding revised cash flow projections; discussions with N. Lewis regarding draw request, upcoming supplier payments and revised cash flow projections; meet with A. DeSouza and U. Raina to discuss various supplier related matters; email to Gowlings regarding correspondence received; call with J. Belcher, A. Zalev, C. Kroach and J. Nevsky to discuss the status of various matters; and calls with A. Zalev regarding various other matters.</p>	10.3
Apr 24	<p>Call with A. Zalev and J. Belcher regarding [REDACTED] issue; call with J. Belcher to discuss details of supplier payments and draw request; meet with A. DeSouza and U. Raina to review and discuss invoices and other documents submitted by suppliers and to discuss and project draw requests in respect of the pre-filing payments to [REDACTED] vendors and Asmara, and discuss strategy to deal with goods held by [REDACTED] from [REDACTED] (supplier); review draft letter to [REDACTED] provided by Goodmans and related emails with A. Zalev and J. Walker; call with A. Zalev; review and respond to various emails; and call with J. Belcher regarding draw request.</p>	6.3
<p><b>TOTAL – M. MacKenzie</b></p>		<p><b>50.5 hrs.</b></p>



*Comark Inc.*  
**DETAILED SUMMARY – April 19 to 25, 2015**

*J. Belcher*

- Apr 20 Update calls with A&M team; discussions with S. Haworth and N. Lewis on monthly forecast status; calls with M. De Lellis on percentage rent issues and discussions with R. Cyr re: same to coordinate reach outs; reviewing due diligence follow-up requests; reviewing investor status log and coordinating follow-ups; calls with various bidders on NDA issues; update call with A&M and HL on SISP status; discussions with B. Anand of Bridging Finance re: term sheet submission; review of draft cash flow results for previous week; response to A. Prunier on inquiries re: funding request; review of Phase I bid instructions letter; review of J. Nevsky's analysis of Bridging Finance term sheet. 8.6
- Apr 21 Internal A&M update call with team; call with A. Zalev and J. Buck from [REDACTED]; review of due diligence request list and request of information from K. Sturino on same; calls with D. Shanahan and L. Wingkum regarding diligence requests; call with A&M team, N. Lewis and A. De Souza and Oslers to discuss Bridging Finance term sheet; review of FY15 Pro Forma and FY16 Plan for monthly models to upload in dataroom with N. Lewis and S. Haworth; analysis and review of differences re: same; discussions with N. Lewis and D. Shanahan on Inventory reports for diligence; call with E. Grundy of YM; sending markup of process letter to HL. 8.8
- Apr 22 Working through diligence request items; emails to K. Sturino re: same and reviewing/forwarding to HL for data room; discussions with N. Lewis on monthly plan analysis and reconciling to CIM numbers; calls with S. Haworth on FY15 and FY16 pro forma analysis and reconciling to CIM numbers; reviewing cash flow reporting and providing comments; discussions with A. Zalev and subsequent call with C. Kroach and M. MacKenzie on proposed reporting presentation changes; call with M. DeLellis and A. Zalev on NDA matters; call with Salus and A. Zalev to provide update on Bridging status and general status updates; update call with HL and A&M teams to discuss SISP updates; internal A&M team update call; call with N. Lewis reviewing inventory files received; formatting same and sending to HL for inclusion in data room. 9.1



*Comark Inc.***DETAILED SUMMARY – April 19 to 25, 2015**

Apr 23	Confirming NDA agreements with [REDACTED] and sending execution version; sitting in on KPMG due diligence call; response to due diligence questions; getting certain other NDA's executed; discussing approach to revised cash flow projection model with C. Kroach; update call with HL and A&M teams; call with potential bidder and sending marketing materials; call with A&M and G. Bachynski re: Bridging term sheet and other general updates; call with S. Haworth on FY15 and FY16 plan preparation; work on diligence request to consolidate information on rent roll schedule.	8.1
Apr 24	Work on due diligence request items, rent schedules and payroll summary; update call with G. Bachynski on SISP updates and other matters; call with Bridging re: concerns on term sheet; update call with HL on due diligence request list; aggregating comp store results for diligence response; review of updated schedules from S. Haworth on FY15 and FY16 pro forma results and store closure and overhead supporting schedules; call with C. Kroach on proposed funding request and approval of same; call with M. MacKenzie on funding request and nature of purchaser amounts.	7.7
Apr 25	Review of inventory schedules for diligence requests; sending EBITDA reconciliation files to HL to request diligence requests.	1.2
<b>TOTAL – J. Belcher</b>		<b>43.5 hrs.</b>

J. NevskyHrs.

Apr 20	Update disclaimed leases tracking sheet and discuss same with R. Cyr; call with E. Chan of KPMG to discuss working capital and quality of earning review and engagement letter regarding same; prepare for and attend call with A. Zalev, J. Belcher and Bridging Capital to discuss facility and term sheet; discussions with T. Hall and Troy Fire Safety regarding Newfoundland store openings; review West Edmonton Mall and Primaris lease disclaim withdrawal letters and discussions with R. Cyr and D. Michaels regarding same; discussions with T. Hall regarding A Touch of Wood vendor and related TD Calgary store renovations; review and edit SISP process letter; update capex schedule of stores under renovation and IT capital projects; call with A. Zalev, G. Bachynski, A. De Souza to discuss [REDACTED] and related payment schedule; call with A. Zalev and G. Bachynski to discuss strategy around banners; discussions with D. Traa regarding vendor communications and preparation of Acknowledgement regarding same; prepare purchasing forecast model and cost calculation for Bridging facility.	8.6
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*Comark Inc.*

## DETAILED SUMMARY – April 19 to 25, 2015

- Apr 21      A&M group call and key issue discussion; discussions with D. Traa regarding vendors and go-forward payment terms; discussions with J. Walker to execute lease disclaim withdrawal letters; review cash flow reporting package with C. Kroach; group call with A&M, Osler and Comark to discuss Bridging facility and related term sheet; review Morguard and Bentall amending agreements and related lease disclaim withdrawal letters and discussions with D. Michaels regarding same; discussions with D. May and R. Cyr regarding Bootlegger Parkland renovations; update disclaimed lease store summary and discussions with L. Hryciuk regarding same; review of invoices and discussions regarding same with A. Catinas regarding the payment of invoices; meeting with N. Lewis, G. Kruitwagon and G. Tsikos to discuss IT capital projects, Laval and Project Breakwall; review of Pickering combo store amending agreement; review of KPMG engagement letter and discussions with N. Lewis and A. Zalev regarding same; discussions with T. Hall regarding store openings, renovations and estimated costs regarding same; review and prepare lease disclaim withdrawal letters and discussions with J. Walker regarding same, execute letters with J. Walker; discussions with L. Hryciuk and N. Lewis regarding employee matters and communications at closing stores and stores disclaimed but to remain open; discussion with T. Hall regarding Cleo Fairview Park renovation plan, schedule and budget.      10.0
- Apr 22      Meeting with N. Lewis and G. Tsikos and Momentum (IT vendor) to discuss stayed balance, go-forward payment terms and go-forward capital projects and follow-up discussions regarding same; review cash flow reporting package with C. Kroach and J. Walker and finalize reporting package and related email correspondence; follow-up conversations with N. Lewis and G. Tsikos regarding [REDACTED] meeting; discussions with T. Hall regarding [REDACTED] and the opening of Newfoundland stores; review of mark up of Morguard amending agreements; discussion with T. Hall regarding TD Centre renovation schedule and related budget.      5.2



**Comark Inc.****DETAILED SUMMARY – April 19 to 25, 2015**

Apr 23	Discussions with A. Zalev and J. Belcher regarding working capital project; discussions with J. Walker and N. Lewis regarding the execution of lease disclaim withdrawal letters and update and circulate tracking schedule regarding same; discussions with A. Tortorice of Cadillac Fairview regarding Fairview Park inducement; working capital review kick-off meeting with C. Kroach, N. Lewis, Comark accounting team and KPMG; call with A. Zalev and G. Bachynski to discuss overseas vendors and payment terms as well as Bridging Capital facility and related matters; attend ongoing working capital review meeting with Comark accounting team and KPMG; discussions with D. Michael and R. Cyr regarding Fairview Park amending agreement and disclaim withdrawal letter; discussions with E. Murphy regarding certain pre-petition balances and payment of same; review vendor invoices and discussion with A. Catinas regarding payment; discussions with A. Zalev regarding store renovations at TD Calgary and Bootlegger Parkland; review Momentum deposit letter and discuss same with N. Lewis and G. Tsikos; various discussions with T. Hall and R. Cyr regarding store openings and contractor communications; discussions with A. Catinas and review of invoices to be paid; discussions with R. Cyr regarding outstanding amending agreements, disclaim withdrawal letters and other matters related to store openings.	10.0
Apr 24	Call with N. Lewis, A. De Souza and Bridging Capital to discuss facility and related due diligence items; discussions with T. Hall and R. Cyr regarding disclaimed leases and exiting of locations; discussions with R. Cyr and A. Tortorice regarding Fairview Park Ricki's amending agreement and Cleo tenant inducement; draft deposit letters and related communications for renovations related to Cleo Fairview Park location; meeting with R. Cyr; T. Hall and D. May to discuss Bootlegger Parkland store renovations and go forward strategy; discussions with A. Zalev and J. Belcher regarding disclaimed leases and store openings.	8.0
Apr 25	Review leases, amending agreement and disclaim withdrawal letters for all 18 locations and update tracking sheet regarding same; finalize deposit letters and related communications for renovations related to Cleo Fairview Park location.	2.5
<b>TOTAL – J. Nevsky</b>		<b>44.3 hrs.</b>

**C. Kroach****Hrs.**

Apr 19	Responding to various creditor inquiries.	2.2
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*Comark Inc.*

## DETAILED SUMMARY – April 19 to 25, 2015

- Apr 20 Preparation of revised creditor list; responding to creditor emails and phone calls; meeting with K. Sturino to discuss Variance Report; meeting with A. Catinas to review cash disbursements from prior week; meeting with B. Giamou to go through statement; preparation of Variance Report for the week ended April 18; arranging for document posting on the Monitor website; providing KPMG with information request list items; review on order report; updating cash flow reforecast; reviewing updated divisional on order reports; discussions with B. Giamou on tax remittances; and review of borrowing base certificate for upcoming week. 11.4
- Apr 21 Review of borrowing base certificate; updating of Variance Report; development of the cash flow reforecast; mailing out reclaiming lease notices; preparation of analysis on Bootlegger sales trends; fulfilment of KPMG request list; review of divisional on order reports; internal discussions regarding cash flow reforecast; responding to various creditor inquiries; and uploading court documents to the Monitor website. 11.7
- Apr 22 Internal discussion regarding Variance Report with J. Nevsky and J. Walker; responding to various creditor inquiries; fulfilment of KPMG request list; finalizing the Variance Report; review of Variance Report with N. Lewis; discussions regarding draw request with N. Lewis and K. Sturino; discussion with G. Kruitwagen regarding orders being held up by [REDACTED]; internal discussion with A. Zalev, J. Belcher, M. MacKenzie and J. Nevsky; discussion with Company regarding On Order reporting; and preparation of order tracking template for use by Accounts Payable team. 10.2
- Apr 23 Discussions with B. Giamou regarding tax remittances; meeting with KPMG and Comark management team to discuss working capital analysis; responding to various creditor inquiries; discussions regarding draw request with N. Lewis and K. Sturino; discussions with K. Hughes and A. Hachey regarding deposits with various utility providers; update of cash flow reforecast and worked with M. MacKenzie to track new vendor terms; fulfilment of KPMG request list; update reforecast cash flow model; internal discussion with J. Belcher on reforecast cash flow model; and internal review of reforecast cash flow with J. Nevsky. 10.5




*Comark Inc.***DETAILED SUMMARY – April 19 to 25, 2015**

Apr 24	Discussions regarding draw request with N. Lewis and K. Sturino; fulfilment of KPMG request list; call with Bridging Capital, Management and J. Nevsky; responding to various creditor inquires; discussions with various utility companies regarding prepayments and deposits; update reforecast cash flow model; internal review of reforecast cash flow with J. Nevsky; review of bank statements for the week ended April 24; internal discussions with A. Zalev, J. Belcher, M. Mackenzie and J. Nevsky; discussion with J. Belcher regarding funding request; mailing out reclaimed lease letters; call with the city of Calgary to discuss CCAA process;	11.2
Apr 25	Revising and updating reforecast cash flow model; and responding to various creditor inquiries.	4.2
<b>TOTAL – C. Kroach</b>		<b>61.4 hrs.</b>



This is Exhibit "E" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits





**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

May 6, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #5 - 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period April 26 to May 2, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Toronto:			
D. Mullett, Managing Director	9.4	\$800	\$7,520.00
A. Zalev, Managing Director	40.7	\$750	30,525.00
J. Walker, Managing Director	14.5	\$750	10,875.00
M. MacKenzie, Director	52.3	\$575	30,072.50
J. Belcher, Director	45.5	\$575	26,162.50
J. Nevsky, Director	35.2	\$525	18,480.00
C. Kroach, Associate	45.8	\$325	14,885.00
	<u>243.4</u>		<u>\$138,520.00</u>
Add: Out of pocket expenses including airfare, hotel, meals, travel costs and newspaper statutory notices costs.			<u>9,847.51</u>
			<u>\$148,367.51</u>
Add: HST @ 13% *			<u>19,045.04</u>
<b>TOTAL INVOICE</b>			<u><b>\$167,412.55</b></u>

\*Excludes HST exempt out of pocket expenses

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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 #: CDN Acct. #5410790  
 Reference #: Comark (804594A) - Invoice #5  
 HST#: 83158 2127 RT0001

*Comark Inc.*  
**DETAILED SUMMARY – April 26 to May 2, 2015**

<u>D. Mullett</u>	<u>Hrs.</u>
Apr 26 Monitor and evaluate sales and trends.	0.4
Apr 27 [REDACTED]; monitor sales.	2.1
Apr 28 Monitor and evaluate sales and trends; various calls re: Salus status; sale process update.	2.8
Apr 29 Monitor and evaluate sales and trends; DIP discussions; long-tail financing; sale process status.	1.6
Apr 30 Monitor and evaluate sales and trends; DIP discussions; sale process review.	1.2
May 1 Monitor and evaluate sales and trends; DIP discussions; sale process update.	0.9
May 2 Monitor and evaluate sales and trends.	0.4
<b>TOTAL – D. Mullett</b>	<b>9.4 hrs.</b>

<u>A. Zalev</u>	<u>Hrs.</u>
Apr 26 Review and response to emails.	1.2
Apr 27 Numerous emails re: critical supplier matters; internal team update call; matters pertaining to Salus; call with Salus; discussion re: funding request; call with M. De Lellis re: SISP; review of bid process letter; discussions around working capital and KPMG mandate; discussions re: cash flow forecast and funding request; call with Gowlings and Osler re: [REDACTED]; preparation for Gowlings call; call with M. De Lellis and M. MacKenzie; call with M. Wasserman; discussion with J. Belcher and J. Nevsky; extensive dealings re: lender matters; discussions with Goodmans and Osler; call with Oslers; call with HL; call with Bridging; preparation for and participation in board call; call with D. May of Bootlegger; review of emails.	9.5



*Comark Inc.***DETAILED SUMMARY – April 26 to May 2, 2015**

Apr 28	Review and response to numerous emails re critical vendor matters; internal discussions with A&M team; call with various parties regarding the SISP and related matters; numerous discussions regarding Salus and review and response to related emails; discussions with team; update call with D. Mullett; update discussion with J. Walker; participation in lengthy strategy call with management re: Ricki's; call with HL; call with Goodmans; call with hedge fund; call with a lender; call with a lender and its counsel and Osler.	9.0
Apr 29	Update call with A&M team; discussions with J. Nevsky; discussions with J. Walker.	4.5
Apr 30	Update call with A&M team; discussions with D. Mullett and J. Walker; numerous calls with Osler; discussion with Goodmans; call with team and management re: critical vendors and preparation for call; calls re: sale process; discussions with HL; call with KPMG; review of working capital analysis; review and response to numerous emails; various other administrative matters.	8.5
May 1	Review and respond to emails; review daily sales results; update call with team; discussions with D. Mullett and J. Walker; numerous calls with potential purchasers; discussions with HL; update call with legal counsel; discussion with management; call with J. Belcher; further call with D. Mullett.	6.5
May 2	Review and respond to emails; review of cash flow; various administrative matters; review of daily and weekly sales results.	1.5
<b>TOTAL – A. Zalev</b>		<b>40.7 hrs.</b>

J. WalkerHrs.

Apr 27	Various emails; internal discussions and call with Goodmans re: █████ hold up of inventory; internal discussions and conference call with Osler and Goodmans re: DIP financing and related matters.	2.5
Apr 28	Update call with H&L re sale process; review of H&L process letter; various discussions re: DIP financing and contingency planning including discussions with Goodmans; various discussions, returning employee and supplier calls; review of updated buyer lists.	3.5



*Comark Inc.***DETAILED SUMMARY – April 26 to May 2, 2015**

Apr 29	Discussions with M. MacKenzie re: potential for Court reporting; discussions with D. Mullet re: Salus approach with follow-up discussions with Goodmans; review of cash flow report; update conference call with H&L re SISP; various emails and telephone discussions with liquidators.	3.0
Apr 30	Various emails and discussions re: DIP/Salus and this week's funding request; review of buyers contact list and update call with H&L re SISP; update call with Goodmans and Oslers re: SISP status and process for Phase 1 deadline on May 5; review and discussions re TD and proposed ISDA agreement.	3.0
May 1	Review and discussions re: Salus debt position; review of updated buyer list; attend H&L call for update on SISP and potential LOI bidders; review and comments re: updated cash flow forecast.	2.5
<b>TOTAL – J. Walker</b>		<b>14.5 hrs.</b>

*M. MacKenzie***Hrs.**

Apr 26	Emails with G. Bachynski regarding the List of Creditors; emails with N. Lewis to respond to emails sent on Friday; and review and respond to numerous other emails.	3.6
Apr 27	Emails with A. Zalev and others regarding [REDACTED] vendors; call with internal working group to discuss the status of various matters; call with J. Walker to discuss [REDACTED] related letter from Goodmans and leave voice message for B. Empey; meet with A. DeSouza and U. Raina to review and discuss supplier related matters and to determine pre-filing balances of certain vendors; prepare for and participate in call with M. DeLellis, A. Zalev and Gowlings regarding [REDACTED] and other vendors, follow-up call with A. Zalev and follow-up call with M. DeLellis to provide information regarding call with TD Merchant Services with N. Lewis; update G. Bachynski regarding call with Gowlings; respond to email from A. DeSouza to [REDACTED] regarding [REDACTED] goods held by [REDACTED] vendor call with M. McLean and E. Horgen; call with M. DeLellis and N. Lewis regarding TD Merchant Services request; review and respond to numerous emails; meet with A. DeSouza to review pre-filing payments to [REDACTED] vendors and review letters regarding same prepared by A. DeSouza; and call with A. Zalev and D. May regarding [REDACTED].	11.3



*Comark Inc.*

**DETAILED SUMMARY – April 26 to May 2, 2015**

- Apr 28      Email to F. Yam of [REDACTED]; review and revise draft letter to [REDACTED] regarding deposit arrangement, and meet with A. DeSouza to review, discuss and finalize same; reconcile Tun Yun (supplier) pre-filing balance; meet representatives of Tun Yun, together with B. Bachynski, A. DeSouza and U. Raina to discuss go-forward terms and other related matters; review schedule of invoices and related disbursements made for the week ended April 17, 2015, and categorize same as pre vs. post-filing, related discussions with C. Kroach, and related discussions with A. Catinas; internal emails regarding next report to Court; meet with A. DeSouza and U. Raina to review payments to be made today, schedule same, review and discuss other supplier related matters, and update draw request schedule as appropriate; discussion with K. Sturino regarding cash management process; prepare schedule of all pre-filing payments to be made to vendors and incorporate same into draw request schedule; update draw request schedule and schedule amounts by type of payment; review vendor payments and critical supplier payments in preview cash flow projections; review and respond to numerous emails; and call with C. Fell and M. DeLellis regarding cash management process.      10.8
- Apr 29      Call with J. Walker regarding report to Court and related matters; summarize bank account information and send same to C. Fell and M. DeLellis; discussion with C. Kroach regarding projected vendor payments; review draw request details and upcoming supplier payments in detail with A. DeSouza and U. Raina and prepare daily schedule of projected disbursements; call with C. Kroach and J. Belcher regarding schedule of disbursements and draw request; meet with A. DeSouza and A. Raina to review details of draw requests and schedule of associated disbursements, update schedules of same, related discussions with A. Catinas, and follow-up on various related matters; call with J. Belcher and C. Kroach regarding various matters; work on draft Third Report to Court; and review and respond to numerous emails.      11.5
- Apr 30      Meet with K. Sturino to discuss supplier meeting and cash management related matters and related call with C. Fell; meet with A. Catinas to review Canadian dollar disbursements of prior and current week, and update disbursement and draw request schedules accordingly; discussion with C. Reid regarding request from U.S. supplier and related follow-up email to supplier; discussion regarding landlord deposit and related call with M. DeLellis; communications with R. Baulke regarding [REDACTED] related matter; and review and respond to numerous emails.      6.3



*Comark Inc.***DETAILED SUMMARY – April 26 to May 2, 2015**

May 1 Meet with A. Catinas to discuss certain Canadian dollar payments; call with internal working group to discuss the status and go-forward plan regarding various matters; review invoices received from ██████ in detail, reconcile same to April schedule of deliveries and related email to D. May to make enquiries; review ██████ delivery schedule for May and June and incorporate same into projected draw request schedule and daily disbursement schedule and email to J. Belcher regarding same; review and respond to numerous emails; discussion with J. Nevsky regarding landlord deposit; call and emails with R. Baulke regarding ██████ related matters; meet with A. DeSouza and U. Raina to review and discuss new invoices and other documents received from suppliers and incorporate same into draw request schedule and daily disbursements schedule; email response to Asamara regarding termination clause in Retention of Title Agreement; and meet with A. Catinas to review certain disbursements and update draw request schedule and schedule of daily disbursements accordingly. 8.8

**TOTAL – M. MacKenzie 52.3 hrs.**

*J. Belcher*

Apr 27 Internal A&M update call; call with A. Prunier on funding request, review of latest variance reporting and other general updates; call with M. DeLellis and A. Zalev on certain SISP matters; call with A&M, Goodmans and Oslers re: ██████ and other calls on same; call with A. Zalev and HL team for update on SISP; review of inventory on order report and store inventory reports and emails to N. Lewis and K. Sturino on same; sending same to HL team for data room; review of DIP agreement for certain terms/costs; review of revised forecast balances and comparison to CIM numbers; review of KPMG's draft working capital work. 7.5

Apr 28 Review of KPMG working capital analysis and range for inclusion in process letter; work on store closure inventory analysis and sales realization for Salus; work on various SISP due diligence requests; call with J. Kim on forecast bridge components; call with S. Haworth on diligence items related to forecast and pro forma savings; call with KPMG on pro forma adjustment items; call with A&M on-site team to discuss upcoming funding request and availability situation; sitting in on call with Stern with A. Zalev; discussions with parties on NDA for alternative DIP financing; call with A&M and ██████; call with A&M, Oslers and ██████ on NDA mark-up, and subsequent debrief call. 9.6



*Comark Inc.***DETAILED SUMMARY – April 26 to May 2, 2015**

Apr 29	Discussion with J. Walker re: status on Salus and general updates; call with C. Kroach to discuss funding request requirements, weekly reporting status and update on revised cash flow; review of reporting package with J. Walker; reviewing and correspondence on [REDACTED]; call with C. Kroach on specifics of funding request, and associated analysis on borrowing base availability and roll-forward; call with S. Haworth re: diligence requests; call with HL and potential bidder regarding SISP; call with bidder on decision to decline making bid; call with C. Fell re: Dartmouth landlord / disclaimers; sending follow-up information to A. Prunier at Salus re: funding request and variance reporting; detailed review of variance reporting package with C. Kroach; call with M. DeLellis regarding NDA issues/status.	9.2
Apr 30	Call with A. Zalev and Osler on [REDACTED] issues/status; call with A. Prunier to discuss funding request and supplier purchase amounts; discussions with C. Fell and R. Cyr regarding Dartmouth lease, and related correspondence; call with [REDACTED] re: financing opportunity; call with [REDACTED] A. Zalev and Osler re: financing NDA outstanding issues; call with A&M, HL and KPMG to review working capital analysis; call with N. Lewis re: diligence requests; correspondence on financing NDA's; working on overhead reconciliation analysis; call with HL, A&M and Osler to discuss SISP updates; call with Monomoy and HL re: SISP interest; call with A&M, Goodmans, Osler re: general updates; calls with J. Kim re: diligence requests and dataroom materials; review of Stern info request; response to [REDACTED] request; detailed review of refreshed cash flow forecast with C. Kroach; update call with A. Zalev on various matters.	10.5
May 1	Internal A&M team call to discuss status on various topics; email correspondence and discussions with C. Fell re: Dartmouth lease; work on lender secured claim amount, including analysis, review of DIP and discussions with C. Fell and A. Prunier on same; review of Stern diligence requests and working on addressing information; calls with K. Sturino and C. Kroach on same; call with HL, Osler and A&M on SISP updates and plan for processing bids on May 5; review updated borrowing base and planned funding request; discussions with C. Kroach and M. MacKenzie on same; review and discussion of updated cash flow forecast with C. Kroach; calls with A. Zalev and a number of potential bidders in advance of bid deadline next week.	7.6
May 2	Review and comment on financing NDA; review of follow-up questions on revised cash flow and C. Kroach response.	1.1
<b>TOTAL – J. Belcher</b>		<b>45.5 hrs.</b>



*Comark Inc.*

**DETAILED SUMMARY – April 26 to May 2, 2015**

<u>J. Nevsky</u>	<u>Hrs.</u>
<p>Apr 27</p> <p>Discussions with T. Hall regarding disclaimed leases and costs related with existing stores; discussions with G. Tsikos regarding Momentum invoices and negotiation of go forward payment terms; discussions with L. Hryciuk and D. Traa regarding reclaimed stores, related employee and inventory matters and communication strategy; discussions with L. Hryciuk and E. Murphy regarding sales forecasts at new Newfoundland stores; discussions with R. Cyr and M. Daniels regarding Fairview Park Kitchener amending agreement; discussions with T. Hall and contractor for Fairview Park regarding construction plan and payment terms; discussions with I. Choo and E. Chan (KPMG) regarding working capital review and finalizing preliminary benchmark to be included in the bid letter, follow-up discussions with A. Zalev regarding same; discussions with R. Cyr and A. Zalev regarding rent payments and related credits associated with Cadillac Fairview Masonville leases; Call with KPMG, K. Sturino, S. Haworth, C. Kroach regarding working capital and quality of earnings review; call with A. Zalev, B. Anand and D. McCluskey regarding Bridging guarantee facility and related due diligence questions.</p>	<p>9.5</p>
<p>Apr 28</p> <p>Follow-up discussions with E. Chan (KPMG) regarding working capital benchmark; update bid letter and circulate to Houlihan and Osler with working capital details; discussions with T. Hall, contractor and related vendors regarding Fairview Park renovations and related payment terms; discussions with R. Cyr, B. Empey and C. Fell regarding Cadillac Fairview lease payments and credits taken; group strategy meeting with A. Zalev, G. Bachynski, L. Hryciuk, D. Traa, N. Lewis and A. DeSouza (3 hours); review of KPMG working capital working papers and outstanding questions and related discussions with C. Kroach; follow-up call with A. Zalev, B. Anand and D. McCluskey regarding Bridging guarantee facility and related due diligence questions; discussions with T. Hall regarding TD Centre Calgary, project timeline and payment processes for vendors through landlord; discussions with N. Lewis regarding 360 sale wind down and related matters regarding Bridging guarantee facility; review of cash flow reporting package and related variance with C. Kroach; review of revised 13-week cash flow forecast model and related adjustments; discussions with E. Chan (KPMG) regarding working capital and follow-up site visit at Comark.</p>	<p>10.0</p>





*Comark Inc.***DETAILED SUMMARY – April 26 to May 2, 2015**

Apr 29	Correspondence with T. Hall regarding Fairview Park; correspondence with G. Tsikos regarding Momentum; various discussions with A. Zalev regarding ongoing matters.	1.0
Apr 30	Call with A. De Souza, G. Bachynski and A. Zalev regarding [REDACTED] and to finalize payment terms with overseas vendors; review of KPMG's third party release letter; discussions with A. Catinas regarding vendors and related payments; Call C. Kroach, J. Belcher, Houlihan and KPMG regarding working capital review/benchmark and related matters; call with A. Zalev, B. Anand, D. McCluskey, A. Prunier and respective legal counsels regarding Bridging guarantee facility and related due diligence questions; meeting with C. Fell to discuss Fairview Park amending agreement and other lease related matters; discussions with T. Hall and A. Catinas regarding Fairview Park renovations and to arrange for deposit payments to be made.	5.5
May 1	On-site meeting and follow-up discussions with KPMG team, N. Lewis, K. Sturino, S. Haworth and C. Kroach regarding working capital and quality of earnings review (3.5 hours); discussions with R. Cyr regarding TD Centre Calgary amending agreement and follow-up review of lease; discussions with S. Clarke of Troy Fire Safety to obtain release of Certification Letters for new Newfoundland stores, prepare Acknowledgement letter and related discussions with A. Catinas to arrange for payment of invoices; discussions with R. Cyr, K. Hughes and D. Hyded (Orlando Corp) related to deposit paid at Heartland Town Centre and request to receive payment; discussions with C. Kroach and G. Kruitwagon regarding shipping and logistics matters in fiscal 2015 and related effect on average payable terms encountered during the year.	9.2
<b>TOTAL – J. Nevsky</b>		<b>35.2 hrs.</b>

C. KroachHrs.

Apr 26	Updating cash flow reforecast; and creating template for M. MacKenzie to track new vendor terms and cash commitments.	4.2
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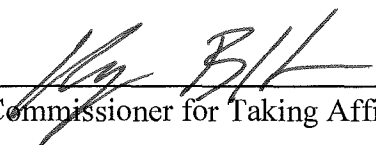


*Comark Inc.***DETAILED SUMMARY – April 26 to May 2, 2015**

Apr 27	Meeting with A. Catinas to discuss cash disbursements during prior week; meeting with B. Giamou to review bank statements; updating variance report for the week ended April 25; call with KPMG team, J. Nevsky and Comark management; review of KPMG working capital analysis; modelling internal working capital analysis adjustments; various conversations regarding status of store closures; discussions with J. Nevsky regarding store closures; discussions with J. Nevsky discussing working capital analysis and review of funding request estimates with J. Belcher.	10.1
Apr 28	Preparing weekly variance report and various discussions with management regarding cash disbursements; review of preliminary borrowing base; revising 13 week cash flow model ("Reforecast Model"); internal phone call with J. Belcher and J. Nevsky; facilitating information requests for KPMG working capital analysis; discussions with M. MacKenzie regarding revised purchasing forecasts.	8.5
Apr 29	Finalizing variance report; discussion with M. MacKenzie and J. Belcher regarding funding request; meeting with K. Sturino to discuss funding request; preparing list of critical vendor payments for Salus; reviewing borrowing base with J. Belcher; review of final variance report with J. Belcher and N. Lewis; review of reforecast model with J. Nevsky; responding to various creditor inquiries; creating schedules summarizing critical vendor payments to date.	8.2
Apr 30	Review of reforecast model with J. Belcher; call with KPMG, J. Nevsky and Houlihan Lokey team; follow-up on KPMG information request list; updating reforecast model and responding to various creditor inquiries.	6.8
May 1	Meetings with KPMG regarding working capital analysis; discussions with K. Sturino regarding borrowing base and funding request; finalizing reforecast model; discussions with A. Catinas regarding cash disbursements during the week; respond to various creditor inquiries.	8.0
<b>TOTAL – C. Kroach</b>		<b>45.8 hrs.</b>



This is Exhibit "F" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits



**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

May 12, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #6 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period May 3 to 9, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. Mullett, Managing Director	12.4	\$800	\$9,920.00
A. Zalev, Managing Director	50.8	\$750	38,100.00
J. Walker, Managing Director	10.0	\$750	7,500.00
M. MacKenzie, Director	43.3	\$575	24,897.50
J. Belcher, Director	9.2	\$575	5,290.00
J. Nevsky, Director	30.7	\$525	16,117.50
C. Kroach, Associate	40.5	\$325	13,162.50
	<u>196.9</u>		<u>\$114,987.50</u>
Add: Out of pocket expenses including mileage, parking, telephone, meals and Notice in newspaper re CCAA.			<u>2,625.45</u>
			<u>\$117,612.95</u>
Add: HST @ 13% *			<u>15,103.08</u>
<b>TOTAL INVOICE</b>			<b><u>\$132,716.03</u></b>

*\*Excludes HST exempt out of pocket expenses*

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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 #: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #6  
 HST#: 83158 2127 R10001

***Comark Inc.***  
**DETAILED SUMMARY – May 3 to 9, 2015**

<u><i>D. Mullett</i></u>	<u>Hrs.</u>
May 3 Monitor results and sales trends.	0.4
May 4 Monitor results and sales trends; various outstanding matters with A. Zalev; sales process.	1.9
May 5 Monitor results and sales trends; receipt and review of purchase bid.	3.3
May 6 Monitor results and sales trends; review bids; call with HL/Osler/Goodmans re: bids.	2.4
May 7 Monitor results and sales trends; bid review; review HD bid deck; Salus update; call with Goodmans re: bids; board meeting re bids; board meeting;; call with Osler re: bids.	3.2
May 8 Monitor results and sales trends; call with interested party re: M&A.	0.8
May 9 Monitor results and sales trends.	0.4
<b>TOTAL – D. Mullett</b>	<b>12.4 hrs.</b>

<u><i>A. Zalev</i></u>	<u>Hrs.</u>
May 3 Review and response to emails; review of daily sales results.	1.0
May 4 Update call with team; review of emails; review of daily sales results; call with Osler; call with M. Wasserman; call with certain lenders re: NDA's; brief call with J. Walker; call with ██████████; call with HL; call with bidders; call with Osler; call with HL; review of certain bids; review and response to numerous emails and phone calls; call with ██████████ call with M. DeLellis.	9.5
May 5 Review of emails; review of daily results; call with D. Mullett; discussions with J. Nevsky; calls with M. Wasserman; call with A&B; call with KPMG, calls with bidders; review of bidding materials and related emails; discussions with K. Rosenstein; call with J. Walker; attending meeting at Goodmans; numerous emails in respect of sale process; review of LOI's; discussions with Osler; call with C. Kroach; emails to management and Salus.	9.5



*Comark Inc.***DETAILED SUMMARY – May 3 to 9, 2015**

May 6	Review of daily results; call with D. Mullett; call with management; review of bids; call with KPMG; call with A&B; discussions with J. Nevsky; call with Bridging; call with M. Wasserman; call with J. Walker; call with [REDACTED] call with Reitmans; further review of bids; call with D. Mullett; advisor call to discuss bids; call with J. Walker; discussions with HL; various other matters; call with Richter; numerous emails; discussions with D. Mullett and M. Wasserman; dealing with bid summaries and bids extensively.	10.0
May 7	Meeting with [REDACTED]; review of numerous emails; discussion with J. Walker; discussion with D. Mullett; call with Goodmans; call with Salus; call with Houlihan; call re competition issues; review of Bridging term sheet; review of KPMG report; call with Osler to discuss Bridging term sheet; call with J. Nevsky; preparation for board meeting; attending and participating on board meeting; update call with team; call to discuss management presentations; emails with HL to coordinate bidder calls; consideration of [REDACTED] bid; call to discuss dataroom; call with M. MacKenzie; call with [REDACTED]; further review of KPMG working capital report; review of bidder research; call with A&M team re: working capital comments.	11.0
May 8	Call with D. Mullett; call with a bidder; call with Osler and HL re: dataroom and competitive issues; multiple additional bidder calls; review of KPMG non-reliance letters; call with team; discussions with M. MacKenzie; emails and discussions with management; further calls with bidders; calls with M. Wasserman; call with J. Thompson; discussion with J. Nevsky; review and response to numerous emails; calls with all bidders and discussions with HL; administrative matters.	8.0
May 9	Review of daily sales emails; review of revised working capital report from KPMG; review of revised Bridging term sheet; various other emails.	1.8
<b>TOTAL – A. Zalev</b>		<b>50.8 hrs.</b>

*J. Walker*

		<u>Hrs.</u>
May 4	Various internal emails and discussions; review emails with [REDACTED] Agent re Monitor Court reporting; attend H&L update call.	2.0
May 5	Review/analysis of LOIs and various internal emails and discussions re LOIs; discussions with Goodmans re LOIs.	3.5



*Comark Inc.***DETAILED SUMMARY – May 3 to 9, 2015**

May 6	Preparation for and attend H&L conference call to review BIDs; comments provided to A. Zalev re: edits to H&L bids presentation; discussions with Goodmans regarding form of Monitor's recommendation to Comark board re: qualified bids; review of cash flow report; review of Monitor's recommendation letter drafted by Goodmans followed by various discussions with B. Empey; various internal emails and review of emails from Oslers.	3.5
May 7	Discussion with Goodmans re H&L deck with suggested revisions provided to A. Zalev; various internal emails.	1.0
<b>TOTAL – J. Walker</b>		<b>10.0 hrs.</b>

*M. MacKenzie*

		<u>Hrs.</u>
May 3	Call with C. Fell regarding cash management process; and review and respond to numerous emails.	1.3
May 4	Discussion with A. Catinas regarding payments this week and follow-up discussion with K. Sturino; call with A. Zalev and C. Kroach regarding status of various matters; schedule payments to █████ based on schedule of May and June deliveries; meet with A. DeSouza and U. Raina to review and discuss documents received from vendors, schedule same in draw request and disbursement schedules accordingly, and review, discuss and schedule pre-filing payments to non-█████ vendors; review and discuss draw request and disbursement schedules, complete same for outstanding information and update same for information contained in schedules provided by A. Catinas regarding post-filing disbursements to date; review schedule of actual disbursements made in prior week, categorize payments and send to and discuss with C. Kroach in association with variance analysis; meet with A. De Souza and U. Raina to review and discuss various supplier related matters; prepare schedule of daily disbursements to be made in current week and circulate same to appropriate Comark staff; and review and respond to numerous emails.	8.5



*Comark Inc.***DETAILED SUMMARY – May 3 to 9, 2015**

- May 5 Meet with U. Raina to review documents submitted by vendors and update draw request and disbursement schedules accordingly; review schedule of prior week actual disbursements and update same to reflect purchase order numbers associated with amounts paid and provide and discuss same with C. Kroach in respect of the variance analysis; call with M. DeLellis regarding various matters; respond to correspondence from Gowlings; meet with A. Cantinas to review details of U.S. dollar disbursements made to date and update draw request and disbursement schedules accordingly; prepare and circulate updated schedule of disbursements planned for the remainder of the week; update schedule of payments to be made to [REDACTED] and [REDACTED] vendors, reconcile same to [REDACTED] cash flow estimate and related email to [REDACTED], A. DeSouza and N. Lewis; and review and respond to numerous emails. 10.0
- May 6 Discussion with K. Sturino regarding accounts payable related matters; prepare detailed draw request schedule; review documents sent by vendors, revise draw request and disbursements schedules accordingly, and related discussions with A. DeSouza, U. Raina and A. Cantinas; discussion with N. Lewis regarding issues related to domestic vendors and tracking receipt of goods and payments terms in respect of same; meet with [REDACTED] (vendor) and A. DeSouza to review original documents provided by vendor; meet with A. DeSouza and U. Raina to review additional documents submitted by vendors and update draw request and disbursements schedules accordingly; call with A. Zalev, J. Walker, C. Kroach, Osler, B. Empey and Houlihan Loukey to discuss letters of intent received in SISP and go-forward plan in respect of same; and review and respond to numerous emails. 7.7





*Comark Inc.***DETAILED SUMMARY – May 3 to 9, 2015**

May 7	Review various emails from [REDACTED] and incorporate information, as appropriate, into draw request and disbursements schedules; discussion with G. Bachynski regarding update call with [REDACTED] and related emails with A. Zalev; meet with A. DeSouza to review and discuss documents received from vendors and incorporate same into draw request and disbursements schedules as appropriate; meet with A. Catinas to review and discuss disbursements to be made today; emails with A. DeSouza regarding [REDACTED] (supplier); emails to D. May regarding discrepancies in orders received from [REDACTED] and [REDACTED], and related emails with N. Lewis; review draft TD Reservation of Rights Letter, email comments to M. DeLellis and related emails with A. Zalev; emails with N. Lewis regarding supplier related matters; email to [REDACTED] (supplier) regarding termination clause in Retention of Title Agreement; call with A. Zalev, G. Bachynski and A. DeSouza regarding certain suppliers and potential pre-filing and/or deposit payments to same; and review and respond to numerous emails.	7.8
May 8	Call with A. Zalev regarding [REDACTED] related matters and TD Reservation of Rights Letter; call with K. Peters of McCarthy regarding agreement with [REDACTED]; discussions with A. Catinas regarding various disbursement related enquiries; email to Bootlegger supplier regarding terms negotiated with Comark; emails to and regarding Tun Yun in respect of go-forward arrangements; emails with A. DeSouza, G. Bachynski and A. Zalev regarding potential pre-filing payments to a Bootlegger supplier; call supplier and respond to enquiries, related discussion with A. DeSouza and G. Bachynski, and related discussion with L. Hryciuk; meet with A. DeSouza and U. Raina to review documents submitted by vendors and update draw request and disbursements schedules accordingly; meet with A. Catinas to review and discuss upcoming payments to Canadian vendors and update draw request and disbursements schedules accordingly; and review and respond to numerous emails.	8.0
<b>TOTAL – M. MacKenzie</b>		<b>43.3 hrs.</b>

*J. Belcher*

May 3	Review of questions received from SISP bidder.	0.3
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*Comark Inc.***DETAILED SUMMARY – May 3 to 9, 2015**

May 4	Following up on SISP reconciliation questions; discussion on NDA status; call with J. Kim re general updates and outstanding requests; call with [REDACTED] re: NDA status; call with Osler and A&M re NDA issues for financing; call with [REDACTED] regarding question list.	7.5
May 5	Review of sales trends, bids received.	0.3
May 7	Review of sales trends, bid summary prepared.	0.6
May 8	Call with C. Kroach re status update and SISP management presentation and forecast status.	0.5
<b>TOTAL – J. Belcher</b>		<b>9.2 hrs.</b>

J. NevskyHrs.

May 4	Discussion with A. DeSouza regarding guarantee facility and vendor payment terms; discussions with T. Hall and S. Clarke (Troy Fire and Safety) regarding certification letters; meeting with N. Lewis and J. Webster regarding IT vendor negotiations and go-forward payment terms; review of store renovation invoices with C. Kroach and A. Catinas; discussions with C. Kroach regarding KPMG working capital and quality of earnings report.	3.5
May 5	Discussions with R. Cyr regarding lease issue at Bootlegger Grandview Corners; discussions with T. Hall, R. Cyr and Osler regarding rent deposits and payment plan for TD Calgary Centre renovations; meeting with B. Anand and K. Morley regarding guarantee facility term sheet; correspondence with A. Catinas and Troy Fire Safety regarding sprinkler letters and payment of invoices; discussions with C. Kroach regarding working capital review; review of 360's report on sales during the closing period for disclaimed stores and discussions with N. Lewis regarding same; review Letters of Interest received as part of the Phase 1 of the SIPS; attend meeting with A. Zalev, Goodmans and Osler to review and discuss Letters of Interest received as part of the Phase 1 of the SISP and discussions around next steps.	6.5



**Comark Inc.**  
**DETAILED SUMMARY – May 3 to 9, 2015**

May 6	Telephone meeting with A. Zalev and [REDACTED]; discussions with N. Lewis regarding 360's sales reporting regarding wind down sale; meeting with A. Zalev and B. Anand regarding guarantee facility term sheet; draft email to B. Anand with due diligence information, including 360's sales analysis; discussions with C. Fell regarding guarantee facility term sheet; review of cash flow reporting package and discussions with C. Kroach and A. Zalev regarding same; discussions with R. Cyr regarding Orlando lease; meeting with A. Zalev, G. Bachynski and M. Wasserman to discuss LOI's; discussions with M. MacKenzie regarding vendor inquiries; discussions with C. Fell regarding LOI's and board information; review of Houlihan's LOI summary; review KPMG draft vendor diligence report.	6.2
May 7	Review KPMG draft vendor diligence report; attend meeting with KPMG, N. Lewis, S. Haworth and K. Sturino to discuss and review draft vendor diligence report; discussions with A. Zalev and K. Morley regarding guarantee facility term sheet; discussions with T. Hall regarding contractor at Fairview Park renovation; meeting with A. Zalev, C. Fell, M. De Lellis, S. Rodal to discuss Phase 2 and competition related matters; discussion with D. Michaels and C. Fell regarding Masonville lease disclaimer; discussions with L. Hryciuk regarding vendor inquiry and preparation of acknowledgement letter regarding deposit payment; discussions with A. Zalev regarding Phase 2 process and management presentations; review of updated KPMG diligence report; discussions with C. Kroach and A. Zalev regarding working capital peg included in KPMG's report.	9.0
May 8	Group call with Houlihan, Osler and A&M to discuss Phase 2 data site and competition related issues; discussions with N. Lewis and B. Anand regarding guarantee facility and 360's wind down sales analysis; discussions with C. Fell regarding TD Calgary Centre renovations and payment terms; review invoices, purchase orders and deposit requirements and discussions on same with T. Hall and 20VIC (landlord) regarding TD Centre; review of KPMG diligence report; review revised term sheet for guarantee facility and discussion with A. Zalev regarding same; meeting with A. Zalev and B. Anand to discuss guarantee facility term sheet, diligence and related logistical/inventory questions; discussions with N. Lewis and KPMG team regarding diligence report and commentary; discussions with T. Hall regarding TD Centre contractor and other suppliers; review of April reporting package and discussions with C. Kroach regarding same; discussion with G. Kruitwagon regarding [REDACTED].	5.5
<b>TOTAL – J. Nevsky</b>		<b>30.7 hrs.</b>



*Comark Inc.***DETAILED SUMMARY – May 3 to 9, 2015**

<u>C. Kroach</u>	<u>Hrs.</u>
<p>May 4 Discussion with N. Lewis and G. Kruitwagen regarding DPO trends related to KPMG report; meeting with A. Catinas to discuss cash disbursements; meeting with B. Giamou to review bank statements; updating variance report for the week ended May 2; discussion with M. MacKenzie discussing prior week vendor payments; revising reforecast model; discussions with J. Nevsky regarding capital expenditures; review of critical vendor payments from prior week; discussions with various creditors on CCAA related inquiries; research recent development and news articles related to Salus Capital.</p>	8.3
<p>May 5 Updating Monitor website; review of Houlihan Lokey information requests; follow up on KPMG working capital requests; discussions with various creditors on CCAA related inquiries; call with Houlihan Lokey to discuss management presentation information requests; preparing weekly variance report and various discussions with management regarding cash disbursements; review of preliminary borrowing base; revising reforecast model; discussions with M. MacKenzie regarding critical vendor payments; follow-up on Houlihan Lokey information request list; discussion with K. Sturino regarding funding request; discussion with J. Nevsky regarding estimate of lender claim at closing; discussion with A. Zalev regarding Phase I bids.</p>	8.1
<p>May 6 Update call with A. Zalev and M. MacKenzie; call with Houlihan Lokey, Osler and A&amp;M team to discuss bids; discussion with J. Nevsky regarding variance report; review of research on Phase I bidders; finalizing variance report; discussion with M. MacKenzie and K. Sturino regarding funding request; meeting with K. Sturino to discuss Funding request; review of final variance report and reforecast with N. Lewis; responding to various creditor inquiries; discussion with K. Hughes regarding rent cheque owing to Dartmouth Crossing 2 Ltd.; discussion with B. Giamou regarding GST/PST payments; update call with A. Zalev and M. MacKenzie.</p>	7.8
<p>May 7 Call with G. Bachynski, N. Lewis, Houlihan Lokey and A&amp;M team to discuss management presentation; preparing list of critical vendor payments for Salus; researching bidders and review with A. Zalev; discussion with K. Hughes regarding lease issues; responding to various creditor inquiries; sending Houlihan Lokey information related to management presentation; internal discussions with M. MacKenzie and A. Zalev.</p>	8.1

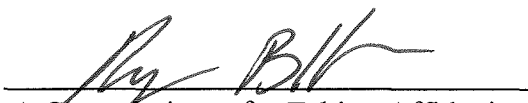


**Comark Inc.****DETAILED SUMMARY – May 3 to 9, 2015**

May 8	Discussion with G. Tsikos regarding I.T. initiatives; updating working capital analysis with April results; discussion with J. Nevsky regarding estimated working capital position; discussion with K. Sturino regarding funding request; discussion with Houlihan Lokey regarding Management Presentation and sales process; call with A. Zalev, Houlihan Lokey and various bidders; discussion with S. Haworth relating to monthly FY16 plan; discussion with J. Belcher regarding FY16 and Houlihan Lokey information requests; discussion with M. MacKenzie relating to funding request; sending files to Houlihan Lokey relating to Management Presentation; respond to various creditor inquiries.	8.2
<b>TOTAL – C. Kroach</b>		<b>40.5 hrs.</b>



This is Exhibit "G" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits



**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

May 20, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #7 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period May 10 to 16, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
<b>Staff</b>			
D. Mullett, Managing Director	9.3	\$800	\$7,440.00
A. Zaley, Managing Director	47.7	\$750	35,775.00
J. Walker, Managing Director	10.0	\$750	7,500.00
M. MacKenzie, Director	46.2	\$575	26,565.00
J. Belcher, Director	3.0	\$575	1,725.00
J. Nevsky, Director	41.4	\$525	21,735.00
C. Kroach, Associate	36.4	\$325	11,830.00
	<u>194.0</u>		<u>\$112,570.00</u>
Add: Out of pocket expenses including airfare, hotel, mileage, parking, meals, travel costs and website charges			4,220.95
			<u>\$116,790.95</u>
Add: HST @ 13% *			15,173.67
<b>TOTAL INVOICE</b>			<u><b>\$131,964.62</b></u>

\*Excludes HST exempt out of pocket expenses

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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: TD0MCATTTOR  
 Bank Address: 55 King Street West  
 Toronto, ON  
 Bank Transit #: 10202  
 Institution #: 0004  
 Account #: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #7  
 HST#: 83158 2127 RT0001

*Comark Inc.*  
**DETAILED SUMMARY – May 10 to 16, 2015**

<u>D. Mullett</u>		<u>Hrs.</u>
May 10	Monitor sales and review trends; discuss same with A&M team.	0.7
May 11	Monitor sales and review trends.	0.6
May 12	Monitor sales and review trends; KPMG vendor DD report review; potential bidder status.	1.6
May 13	Monitor sales and review trends; dip lender status; long-tail financing.	2.4
May 14	Monitor sales and review trends; review data room activity; calls with HL re: bidder status and management presentation and go forward planning.	2.5
May 15	Monitor sales and review trends; review management presentation.	1.2
May 16	Monitor sales and review trends.	0.3
<b>TOTAL – D. Mullett</b>		<b>9.3 hrs.</b>

<u>A. Zalev</u>		<u>Hrs.</u>
May 10	Review of daily and weekly sales; email correspondence with team and management re: sales data; call with M. Wasserman; further review of KPMG working capital report; emails with potential bidders; emails with counsel to Bridging; administrative matters.	2.0
May 11	Review and response to numerous emails; call with A&M team; call with Salus; call with HL; review of KPMG working capital report; significant efforts in respect of advancing the Bridging term sheet, including discussions with parties, reviewing term sheet, etc.	4.5
May 12	Review of daily sales results; update discussion with D. Mullett; preparation for update call with Goodmans; call with Goodmans to provide update on various matters; participation in numerous calls with bidders; internal team update call; call with HL; other discussions with HL; various calls with Osler; dealing with matters extensively pertaining to Bridging term sheet; numerous emails to various parties; calls with management; review of Bridging term sheet; preparation to deal with matters pertaining to court appearance; various administrative matters.	10.5





*Comark Inc.*

## DETAILED SUMMARY – May 10 to 16, 2015

May 13	Review of emails and daily sales results; emails with J. Nevsky; call with [REDACTED]; call with J. Nevsky; call with D. Mullett; call with a bidder; dealing with Bridging matters; preparation for call with a bidder; emails with HL; call with K. Rosenstein; call with M. MacKenzie; call with C. Kroach to discuss 13 week cash flow; review of revised Bridging term sheet; call with K. Morely; call and review of variance report; call with Bridging; call with management; extensive matters pertaining to Bridging term sheet; call with Goodmans re: Bridging term sheet; call with Ken Rosenstein; call with M. Wasserman; call with management to discuss Bridging term sheet; numerous other emails and discussions; revisions to management presentation and discussion with J. Nevsky; call with K. Shonak.	11.0
May 14	Review of sales results; review and respond to emails regarding vendors; discussion with D. Mullett; revisions to revised management presentation; discussion with J. Walker; emails with Bridging; call with A&M team re: inventory matters; call with HL; call with management to review A&M revised management presentation; discussions with J. Nevsky; mark up of [REDACTED] agreement; participate in call with HL and J. Nevsky re: management presentation and HL travel to Toronto; call with HL; discussion with A&M team; call with Osler; further review of [REDACTED] agreement; call with a bidder and preparation for that call; call with a lender; call with Salus; further considerations of management presentation and planning; various administrative matters.	10.5
May 15	Review of sales results; review of various emails; call with M. DeLellis; emails re: management presentation; update call with team; call with M. MacKenzie; call with [REDACTED] review of KPMG data book; call with Stern; call with HL; numerous other calls and emails re: various matters.	8.0
May 16	Review of daily results; review emails.	1.2
<b>TOTAL – A. Zalev</b>		<b>47.7 hrs.</b>

J. Walker

		<u>Hrs.</u>
May 11	Review of KPMG vendor diligence assistance package.	1.5
May 12	Review of H&L agenda for management presentations; review daily/monthly/year to date sales reporting; conference call with Goodmans to update and review next steps; internal discussions re: Court reporting; various emails and internal discussions.	2.5



*Comark Inc.***DETAILED SUMMARY – May 10 to 16, 2015**

May 13	Internal discussion with M. MacKenzie and C. Kroach re: structure and content of third Court report; review and discussion re: updated cash flow forecast and Bridging financing proposal; brief overview of management presentation prepared by H&L, followed by internal discussions re: content; review of final draft of Bridging term sheet with comments; edits and follow-up call with Goodmans; various emails and internal discussions.	3.0
May 14	Review of Comark financials for two months ended May 2 and discussion with J. Nevsky; various emails and attend H&L update call.	2.0
May 15	Review of draft outline of management presentation prepared by A&M; various emails and discussions.	1.0
<b>TOTAL – J. Walker</b>		<b>10.0 hrs.</b>

*M. MacKenzie*

		<u>Hrs.</u>
May 11	Meet with A. DeSouza and U. Raina to review and discuss documents submitted by vendors and update draw request and disbursement schedules accordingly; meet with A. Catinas to review disbursements made today and to review and discuss upcoming Canadian dollar disbursements, and update draw request and disbursement schedules accordingly; discussion with N. Lewis regarding the preparation of 2014 corporate tax returns; update schedule of projected payments to be made to [REDACTED] and [REDACTED] vendors and circulate same; prepare schedule of vendor related disbursements to be made during the current week and circulate same; review and respond to numerous emails; review schedule of additional orders placed with [REDACTED] and incorporate same into disbursement and draw request schedules; emails with D. May regarding various supplier related issues in respect of Bootlegger suppliers; and categorize vendor payments for prior week to assist C. Kroach in variance reporting.	8.8



*Comark Inc.***DETAILED SUMMARY – May 10 to 16, 2015**

- May 12 Call with J. Walker and A. Zalev regarding Third Report to Court (the “Third Report”) and the management presentations; call with A. Zalev, J. Nevsky and Osler regarding draft Bridging Capital Agreement and Salus comments in respect of same; review emails from [REDACTED] and incorporate information in same into draw request and disbursement schedules; work on draft Third Report; review various revisions to draft Bridging Agreement; call with Wildeboer Dellelce, Osler and A. Zalev to discuss issues regarding Bridging Agreement; review draft Bridging NDA; call with internal working group, Osler and Houlihan Loukey regarding sale process and related matters; meet with A. Catinas to review payments made today; prepare updated schedule of vendor related disbursements to be made during the remainder of the week and circulate same; prepare detailed draw request schedule for current week and related discussions with K. Sturino; review and respond to numerous emails; emails with Houlihan Loukey to arrange for access to the data room; and review index to draft management presentation and provide comments to A. Zalev regarding same. 9.3
- May 13 Call with J. Walker regarding draft Third Report and related emails with A. Zalev; various emails between Wildeboer, Osler, Aird & Berlis and A. Zalev regarding Bridging Agreement; review emails from [REDACTED] and other suppliers and update draw request and disbursement schedules accordingly; respond to enquiry from supplier; call with A. Zalev and C. Kroach to discuss extended cash flow projections; meet with U. Raina to review documents submitted by suppliers and incorporate same into draw request and disbursement schedules; call with M. DeLellis; meet with S. Haworth and C. Kroach regarding 3 year financial projections; emails with A. DeSouza, D. May, G. Bachynski and A. Zalev regarding payment term negotiations with [REDACTED] (vendor); call with A. Zalev, J. Walker, R. Baulke and B. Empey regarding Bridging Capital Agreement; meet with A. Catinas to review disbursements made today and to update draw request and disbursement schedules for additional documents provided by Canadian vendors; call with A. Zalev, C. Kroach, N. Lewis and G. Bachynski regarding Bridging Capital Agreement; meet with G. Bachynski and N. Lewis and A. Zalev via dial-in to discuss various vendor related matters and follow-up discussion with G. Bachynski and N. Lewis; and prepare and circulate schedule of disbursements to be made to vendors during the period May 14<sup>th</sup> to 19<sup>th</sup>. 10.8



*Comark Inc.***DETAILED SUMMARY – May 10 to 16, 2015**

May 14	Discussion with C. Kroach regarding inventory related matters and purchases reflected in cash flow projections and respond to enquiry from vendor [REDACTED]; review and respond to numerous emails and update disbursement and draw request schedules accordingly; call with internal working group regarding inventory and purchasing related matters; email from G. Bachynski regarding request to reschedule certain orders and delivery dates and the impact of same on cash flows; discussion with N. Lewis regarding additional security requested by TD Merchant Services, emails from N. Lewis and TD regarding same, related email to A. Zalev to provide update, and related communications with M. DeLellis; discussion with C. Kroach regarding funding request; meet with U. Raina to review and discuss documents received from overseas suppliers and update draw request and disbursement schedules accordingly; meet with A. Catinas to review and discuss documents received from domestic vendors and update draw request and disbursement schedules accordingly; and review draft [REDACTED] agreement, review A. Zalev's comments in respect of same, respond to enquiries from A. Zalev and provide comments.	9.3
May 15	Meet with A. DeSouza and U. Raina to discuss supplier related matters; meet with G. Kruitwagen, N. Lewis and K. Sturino to discuss logistics related matters and accounting for same in respect of in-transit goods; various communications with R. Dhoat regarding disbursements; update draw request and disbursement schedules for invoices received from [REDACTED]; respond to correspondence from Gowlings; email to K. Peters of McCarthy regarding comments in respect of the [REDACTED] agreement and related call with K. Peters; work on draft Third Report; and call with M. DeLellis and C. Fell regarding foreign exchange hedging program, assignability of contracts in the event of a sale, go-forward planning in respect of same, and follow-up email from C. Fell.	8.8
<b>TOTAL – M. MacKenzie</b>		<b>46.2 hrs.</b>

*J. Belcher*

May 12	Email correspondence; reviewing sales trends.	0.6
May 13	Email correspondence; reviewing sales trends and email correspondence; update call with A Zalev; reviewing weekly reporting package; reviewing Bridging term sheet; reviewing draft of management presentation.	1.7



*Comark Inc.***DETAILED SUMMARY – May 10 to 16, 2015**

May 15 A&M update call; reviewing sales trends and various email correspondence. 0.7

**TOTAL – J. Belcher 3.0 hrs.**

*J. Nevsky***Hrs.**

May 11 Discussions with A. Zalev regarding flash sales reporting; correspondence with T. Hall and landlord regarding Calgary TD Centre renovations and approving related invoices; discussions with A. Sumner and I. Choo (KPMG) to finalize due diligence report; discussions with R. Cyr regarding signage at closing store; call with K. Morley and C. Fell on Bridging guarantee facility term sheet; review updated Bridging guarantee term sheet and follow-up discussions with K. Morley and C. Fell; discussions with S. Haworth regarding flash sales reporting and related variances and other available reports; review Cleo May reporting package; discussions with S. Clarke of Troy Fire and Safety regarding sprinkler letters; correspondence with G. Bachynski and A. Catinas regarding certain pre-filing invoices; review of KPMG due diligence report and related discussions with KPMG team, N. Lewis and G. Kruitwagon on payables and logistic related analysis; discussions with Houlihan on KPMG report; review cash flow reporting package with C. Kroach. 11.0

May 12 Discussions with K. Morley, M. DeLellis and A. Zalev on Bridging guarantee facility and term sheet and review of same; discussion with I. Choo, A. Sumner and N. Lewis and review of final KPMG report; discussions with S. Haworth regarding sale reporting; discussions with T. Hall and A. Catinas on Calgary TD Centre and payment of certain related invoices with contractor; meeting with A. Zalev and G. Manica; update call with A&M team; review of final KPMG due diligence report; discussions with C. Kroach regarding cash flow reporting and revised 13-week cash flow forecast; discussions with L. Wingkun and D. Shanahan regarding Phase 2 timeline and related data sites for groups of bidders; review of KPMG report with the Houlihan team; review of Project Breakwall and related timing and cost analysis; discussions with L. Hryciuk regarding photo shoot and approval of deposit payment; discussions with B. Anand at Bridging regarding Phase 1 Letters of Intent and Phase 2 next steps/timeline. 9.6



*Comark Inc.***DETAILED SUMMARY – May 10 to 16, 2015**

- May 13 Call with C. Kroach to discuss cash flow reporting as well as building 3 year P&L model; discussions with L. Hryciuk regarding Cleo combo stores; review of meeting with A. Zalev regarding sale process and management meetings; A. Zalev and [REDACTED] regarding letter of intent and process; discussion with A. Zalev regarding draft management presentation; draft comments on management presentation and draft revised introduction section to include detail around restructuring/turnaround; various correspondence with T. Hall regarding store renovations. 4.0
- May 14 Discussions with M. MacKenzie regarding leases disclaimed and reclaimed and related employee details; discussions with A. Zalev and D. Mullett regarding flash sales reporting and actual sales during May to date; telephone call with S. Haworth to review open and closed stores and reconciliation to KPMG report; discussion with A. Zalev, G. Bachynski and L. Hryciuk regarding draft management presentation and suggested revisions related to CCAA/turnaround matters; discussion with B. Anand regarding certain due diligence matters; call with [REDACTED] regarding delivery of sprinkler letters for Newfoundland stores; discussions with A. Zalev regarding management presentation and revisions; discussions with D. Shanahan regarding management presentation and incorporating comments; discussions with A. Zalev and B. Anand regarding guarantee facility; group call with A&M, Osler and Houlihan to discuss logistics and timing around management presentations; review of KPMG data books and related discussions with I. Choo; discussions with C. Kroach regarding 3-year P&L model. 8.2



*Comark Inc.*

## DETAILED SUMMARY – May 10 to 16, 2015

May 15	Meeting with G. Bachynski, L. Hryciuk and E. Murphy regarding Cleo and Ricki's combo stores and 3-year growth plan; meeting with N. Lewis and G. Kruitwagon to commence Project Breakwall, discuss timing and create summary of benefits for management presentation; meeting with S. Haworth to finalize flash sales reporting note and reconciliation of open/close stores with KPMG report; follow-up discussions with I. Choo regarding open/close stores included in KPMG due diligence report; discussions with C. Fell regarding management presentations and related time lines; various discussions with L. Hryciuk and G. Bachynski regarding management presentation, revisions regarding CCAA matters and certain logistical matters; discussions with B. Anand regarding due diligence matters and wind-down sales from closing stores; discussions with S. Parkin of 360 Merchants regarding due diligence requests from Bridging Capital; discussions with L. Wingkun regarding management presentation and related comments.	8.6
<b>TOTAL – J. Nevsky</b>		<b>41.4 hrs.</b>

C. Kroach

		<u>Hrs.</u>
May 11	Meeting with A. Catinas to discuss cash disbursements; meeting with B. Giamou to review bank statements; updating variance report for the week ended May 9; discussion with G. Tsikos regarding IT initiatives; discussion with Houlihan Lokey regarding Management Presentation; responding to various Houlihan Lokey due diligence and follow-up questions; meeting with J. Nevsky and G. Bachynski to discuss Management Presentation; discussion with M. MacKenzie regarding critical vendor payments; developing three year forecast ("3 Year Forecast"); and emailing with D. Traa regarding customer profile information.	9.2
May 12	Internal call with M. MacKenzie, J. Nevsky and A. Zalev; discussions with various creditors on CCAA related inquiries; call with S. Haworth regarding 3-Year Forecast; discussions with Houlihan Lokey to discuss Management Presentation information requests; preparing weekly variance report and various discussions with management regarding cash disbursements; review of preliminary borrowing base; developing 13 week sensitivity analysis; discussions with M. MacKenzie regarding critical vendor payments; discussions with J. Nevsky regarding variance report; reviewing loan ledger; call with HL and A&M; call with A. Zalev and G. Bachynski to discuss Management Presentation and 3-Year Forecast.	10.2



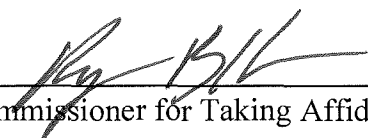
*Comark Inc.***DETAILED SUMMARY – May 10 to 16, 2015**

May 13	Discussion with Houlihan Lokey to discuss information requests; review of variance report with A. Zalev and J. Walker; review of 13-week sensitivity analysis with J. Walker, A. Zalev and M. MacKenzie; discussion with M. MacKenzie and K. Sturino regarding funding request; review of final variance report with N. Lewis; responding to various creditor inquiries; meeting with S. Haworth regarding 3-Year Forecast; review of April financials book; discussion with D. May regarding Management Presentation; update call with A. Zalev and M. MacKenzie.	8.4
May 14	Review of D. May's changes to Management Presentation; discussion with G. Bachynski and S. Haworth regarding 3-Year model assumptions; preparing list of critical vendor payments for Salus; responding to various creditor inquiries; sending Houlihan Lokey information related to Management Presentation; revising variance reporting for Salus; and internal discussions with M. MacKenzie and A. Zalev.	7.6
May 15	Review of 3-Year Forecast.	1.0
<b>TOTAL – C. Kroach</b>		<b>36.4 hrs.</b>





This is Exhibit "H" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
\_\_\_\_\_  
A Commissioner for Taking Affidavits



Alvarez & Marsal Canada Inc.  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

May 27, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**

**RE: CCAA INVOICE #8 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period May 17 to 23, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. Mullett, Managing Director	7.3	\$800	\$5,840.00
A. Zalev, Managing Director	45.0	\$750	33,750.00
J. Walker, Managing Director	16.5	\$750	12,375.00
M. MacKenzie, Director	45.0	\$575	25,875.00
J. Belcher, Director	33.0	\$575	18,975.00
J. Nevsky, Director	32.4	\$525	17,010.00
C. Kroach, Associate	48.0	\$325	15,600.00
	<u>227.2</u>		<u>\$129,425.00</u>
			16,825.25
			<u>\$146,250.25</u>

Add: HST @ 13%

**TOTAL INVOICE**

Mailing Instructions:

Alvarez & Marsal Canada Inc.  
 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 #s: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #8  
 HST#: 83158 2127 RT0001

*Comark Inc.*  
**DETAILED SUMMARY – May 17 to 23, 2015**

<u><i>D. Mullett</i></u>	<u>Hrs.</u>
May 17 Monitor results and sales trends.	0.4
May 18 Monitor results and sales trends.	0.4
May 19 Monitor results and sales trends; review Management Presentation; correspondence with HL re: same; focus and discussion on e-commerce results; status and issues update call with A. Zalev; discuss daily sale reporting template.	1.6
May 20 Monitor results and sales trends; review daily reporting package and discuss/review new format; review updated Management Presentation; N.S. Labour inquiry.	1.8
May 21 Monitor results and sales trends; review new reporting template; call with A. Zalev to discuss outstanding issues and approach.	1.6
May 22 Monitor results and sales trends; new reporting template review; correspondence with HL re: same.	1.1
May 23 Monitor results and sales trends.	0.4
<b>TOTAL – D. Mullett</b>	<b>7.3 hrs.</b>

<u><i>A. Zalev</i></u>	<u>Hrs.</u>
May 17 Review of daily sales results; email correspondence with management; various other emails.	2.0
May 18 Review of daily sales results; call with potential bidders and preparation re: same; numerous emails.	2.0
May 19 Review of daily results; numerous emails re same; discussion with J. Nevsky; call with J. Walker and M. MacKenzie; call with team; preparation for board call; participation on board call; call with J. Belcher; review of Management Presentation and providing comments thereon; review of 3 year forecast; call with C. Kroach to review 3-year model; issues re: Stern NDA; call with management; call with HL; call with Goodmans; call with J. Walker; call with Osler; call with M. MacKenzie; call with J. Belcher; call with M. Wasserman.	9.0



*Comark Inc.***DETAILED SUMMARY – May 17 to 23, 2015**

May 20	Review of daily results; call with J. Walker; discussions with J. Nevsky; extensive review of Management Presentation and providing comments; assistance and discussions in respect of drafting Court materials; call with Osler; dealing with matters pertaining to the sale process; commenting on Court Report sections in respect of Bridging; call with J. Belcher and C. Kroach re: Management Presentation; call with Stern Partners.	10.0
May 21	Attendance at the Company dealing with matters pertaining to Management Presentations and other issues.	10.5
May 22	Call with team; discussions with J. Belcher; update call with Goodmans re: affidavit, Bridging and Report; revisions to Affidavit and comments on Court material; calls with Osler; call with J. Swidler; call with Bridging; extensively dealing with Bridging and Court materials; call with Salus; call with Goodmans; call with a bidder; extensive dealing with Court materials; review and response to numerous other emails; review of daily sales results.	8.5
May 23	Review of daily and weekly sales results; matters pertaining to Bridging agreement; review of Court Report and affidavit; numerous emails on various matters; administrative matters.	3.0
<b>TOTAL – A. Zalev</b>		<b>45.0 hrs.</b>

*J. Walker*

		<u>Hrs.</u>
May 19	Review of H&L MP draft, call with A. Zalev and M. MacKenzie re: Court Report status; discussions with Goodmans re: reporting and general review/update; update call with H&L.	2.5
May 20	Review of revised H&L MP deck; follow-up discussions with J. Nevsky and A. Zalev re: deck and data room activity by individual bidders; discussions with M. MacKenzie and BE status of Report and Court date scheduling.	2.5
May 21	Various internal discussions re: Court Report; review of draft Bridging agreement and discussions with counsel regarding same; review of cash flow reporting; numerous internal and external emails and related discussions; review of draft Affidavit and Order re: stay extension and Bridging finance approval including discussions with counsel and redrafting.	9.0



*Comark Inc.***DETAILED SUMMARY – May 17 to 23, 2015**

May 22	Review of revised draft of Bridging agreement; various emails and internal discussions,	2.5
<b>TOTAL – J. Walker</b>		<b>16.5 hrs.</b>

*M. MacKenzie***Hrs.**

May 19	Call with J. Walker and A. Zalev to discuss the preparation of the Monitor's Third Report to Court (the "Third Report") and the timing of same; call with internal working group regarding the status of various matters and the go-forward plan in respect of same; meet with J. Belcher and C. Kroach to review, discuss and revise extended cash flow forecast; prepare supporting schedule for cash flow variance section of draft Third Report; discussions with A. Catinas regarding disbursements made on Friday and today; call with A. Zalev, J. Belcher and C. Kroach regarding the 3-year financial forecast; call with M. DeLellis regarding Court materials and TD related matters; meet with A. DeSouza and U. Raina to review documents submitted by overseas suppliers and to discuss various supplier related matters, and update draw request and disbursement schedules as appropriate; call with J. Walker, B. Empey and A. Zalev regarding Third Report and timing of same, as well as matters related to the SISP; call with A. Zalev to provide an update in respect of TD related matters; review and respond to numerous emails; and work on draft Third Report.	10.3
May 20	Emails with A. Zalev regarding communications from [REDACTED] and McCarthy regarding agreement between the Company and [REDACTED], related follow-up discussions and related call with K. Peters in respect of same; emails with U. Raina regarding [REDACTED] (supplier); emails with A. DeSouza regarding pre-filing payments to [REDACTED] (supplier); emails and discussions regarding the timing of the next Court hearing; emails with R. Dhoat regarding [REDACTED] commissions; call with S. Pavic to respond to her enquiries in respect of information required for the Affidavit; call with M. DeLellis, C. Fell and TD's legal counsel regarding additional security requested by TD and matters related to the TD banking agreement and related discussions with A. Zalev and J. Walker; email correspondence received from legal counsel to certain former employees; work on draft Third Report; and review and respond to various emails.	10.5



*Comark Inc.***DETAILED SUMMARY – May 17 to 23, 2015**

May 21	Discussion with J. Walker regarding various matters; various emails to C. Kroach to request outstanding information; call with C. Chryssoulakis regarding issue regarding former employee; work on draft Third Report; call with A. DeSouza and U. Raina to review and discuss documents received from overseas suppliers and update draw request and disbursement schedules accordingly; various communications with S. Pavic to provide information required for the Affidavit of N. Lewis; calls with C. Kroch regarding the variance reporting section of the draft Third Report and updated, extended cash flow forecast, review same and related discussion with J. Walker; call with M. DeLellis regarding various matters; and emails with S. Pavic and J. Nevsky regarding information for the Affidavit of N. Lewis.	11.0
May 22	Review draft Bridging Agreement; meet with J. Walker to review, discuss and comment on the draft Affidavit of N. Lewis and draft order, related discussion with A. Zalev, related call with B. Empey, R. Baulke, D. Dedic, J. Walker and A. Zalev, and further discussion with J. Walker; emails with each of A. DeSouza, U. Raina and A. Catinas regarding supplier related matters; review and follow-up on numerous emails from [REDACTED]; work on draft Third Report; call with N. Lewis, K. Sturino, M. DeLellis and C. Fell regarding TD related matters, related email from TD's legal counsel and related communications with C. Fell; review revisions to and provide comments in respect of draft Bridging Facility Agreement; and review revisions to and comments in respect of draft Affidavit and provide additional comments in respect of same, and related discussion with S. Pavic.	9.7
May 23	Review most recent draft Affidavit and incorporate changes, as appropriate into draft Third Report; revise presentation of summary tables for each the variance analysis and the revised cash flow forecast and update same in draft Third Report; review and revise draft Third Report; and review and respond to numerous emails.	3.5
<b>TOTAL – M. MacKenzie</b>		<b>45.0 hrs.</b>



*Comark Inc.***DETAILED SUMMARY – May 17 to 23, 2015***J. Belcher*

May 19	A&M team update; call to discuss status and outstanding items; review of recent draft of Management Presentation; meeting with C. Kroach, N. Lewis, L. Hryciuk and G. Bachynski on comments on Management Presentation; meeting with C. Kroach and M. MacKenzie to discuss updated cash flow forecast; call with C. Kroach and A. Prunier to review updated cash flow forecast and discuss variance reporting requirements going forward; call with A. Zalev and C. Kroach on 3-year forecast for Management Presentation; meetings with HL and Comark management to review Management Presentation and 3-year forecast assumptions; discussions with HL team to revise Management Presentation.	12.1
May 20	Working on Management Presentation; meetings with Comark management and HL to review and discuss Management Presentation and requested changes; review of A. Zalev comments on Management Presentation and review with G. Bachynski; review of follow-up requests from Salus and sending to A. Prunier.	8.1
May 21	All hands meeting with Comark management, A&M and HL to prepare for Management Presentation; page flip and dress rehearsal; review of weekly cash flow reporting package and update.	7.6
May 22	Review of Bridging Finance credit facility; discussions with HL and C. Kroach regarding status of Management Presentations and outstanding information required; review of KPMG VDD report; review of draft affidavit and stay extension; review of revised extended cash flow for stay extension.	5.2
<b>TOTAL – J. Belcher</b>		<b>33.0 hrs.</b>



*Comark Inc.*

## DETAILED SUMMARY – May 17 to 23, 2015

<u>J. Nevsky</u>	<u>Hrs.</u>
<p>May 19 Discussions with Troy Fire Safety and [REDACTED] to finalize certification letters; discussions with N. Ritchie and T. Hall regarding certification letters; discussions with C. Chryssoulakis, C. Fell and S. Pavic regarding disclaim withdrawals and staffing changes associated with stores; call with B. Anand and S. Parkin to discuss Bridging guarantee facility and 360's wind down sale; follow-up discussions with S. Haworth regarding flash sales report and revised draft; discussions with B. Anand regarding Bridging diligence requests; review updated Management Presentation and provide comments and discussions with A. Zalev regarding same; follow-up discussions with B. Anand regarding KPMG diligence report; discussions with J. Belcher and A. Zalev regarding Project Breakwall.</p>	5.6
<p>May 20 Follow-up conversation with C. Chryssoulakis, C. Fell and S. Pavic to finalize staffing changes related to disclaim withdrawals; discussions with N. Lewis and B. Anand regarding diligence and in-store cash flow analysis for April 2015; discussions with J. Kim regarding Management Presentation and follow-up discussions with G. Kruitwagon to arrange Laval distribution centre site visit; review updated Management Presentation and discuss same with A. Zalev and J. Belcher; draft summary of Guarantee Facility process for Affidavit and Monitor's Report and follow-up discussions with A. Zalev re: same; discussions with C. Kroach regarding Salus borrowing base calculation, transport timeline and component included in landed costs; discussions with G. Kruitwagon and N. Lewis regarding Project Breakwall and revised capex payment schedule; review of revised flash sales report with S. Haworth and follow-up with L. Wingkun regarding same; review Guarantee Facility logistic due diligence questions with G. Kruitwagon and draft summary email to Bridging and respective counsels; discussions with M. MacKenzie regarding Monitor's Report; correspondence with T. Hall and 20VIC regarding invoices and payments being made to Vendors.</p>	6.0





*Comark Inc.***DETAILED SUMMARY – May 17 to 23, 2015**

May 21	Discussions with N. Lewis regarding capex and Bridging diligence items; meetings with A. Zalev, J. Belcher, G. Bachinsky, N. Lewis, Comark team and Houlihan team to review and walk through Management Presentations; meeting with J. Walker and B. Empey to review and discuss Guarantee Facility Agreement; follow-up discussions with A. Zalev regarding Guarantee Facility Agreement; discussions with L. Hryciuk and E. Murphy to discuss Cleo/Ricki's combo store growth plan and draft summary regarding same; review of cash flow variance report and revised forecast with C. Kroach and N. Lewis; review revised draft of the Guarantee Facility Agreement and prepare summary email regarding same; follow-up discussion with Goodmans regarding Guarantee Agreement; review revised cash flow forecast to be included in Monitor's Report for June 1 Court date.	12.2
May 22	Review capex forecast with C. Kroach; follow-up with I. Kim regarding combo slide for Management Presentation; review lease and related communication for Windsor Crossing location and follow-up discussions with N. Lewis and A. Hachey regarding same; discussions with B. Anand regarding KPMG report and cash flow summary for April at closed stores; finalize schedule and travel arrangements with G. Kruitwagon for Laval DC visit; review final flash sales report with close stores removed and discussion with S. Haworth to include appropriate note disclosure; email with N. Kennard of 20VIC regarding payment terms for TD Centre Calgary; review revised Management Presentation; discuss Bridging Agreement with A. Zalev and J. Walker; communications with S. Pavic and M. MacKenzie regarding Bridging and Sprott relationship; review extended cash flow forecast for Court Reporting and follow-up discussions with C. Kroach and M. MacKenzie regarding same.	8.6
<b>TOTAL – J. Nevsky</b>		<b>32.4 hrs.</b>

C. KroachHrs.

May 18	Review of 3-year forecast and discussions with S. Haworth; reformatting presentation.	3.2
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*Comark Inc.***DETAILED SUMMARY – May 17 to 23, 2015**

May 19	Internal call with M. MacKenzie, J. Belcher, J. Nevsky and A. Zalev; discussions with S. Haworth regarding 3-year forecast; review of Management Presentation with G. Bachynski and J. Belcher; discussion with K. Sturino regarding funding request; review of revised 13-week cash flow model with J. Belcher; discussion with A. Prunier and J. Belcher; review of 3-year forecast with J. Belcher and A. Zalev; discussions with various creditors on CCAA related inquiries; meeting with Houlihan Lokey, G. Bachynski, N. Lewis, L. Hryciuk and J. Belcher to review Management Presentation and 3-year forecast; assist HL updating Management Presentation and 3-year forecast.	13.9
May 20	Discussion with Houlihan Lokey to discuss information requests; meeting with S. Haworth and G. Bachynski to discuss 3-year forecast; discussions with various creditors on CCAA related inquiries; preparing weekly variance report and discussions with management regarding cash disbursements; discussion with A. Catinas regarding cash disbursements during prior week; preparing revised 13-week cash flow schedules for Salus; review of preliminary borrowing base; discussions with M. MacKenzie regarding critical vendor payments; discussions with J. Nevsky regarding variance report; discussion with K. Sturino regarding funding request; review of 3-year forecast with G. Bachynski and N. Lewis; discussion with C. Chryssoulakis regarding employee matters; and assisting HL updating Management Presentation and 3-year forecast.	14.2
May 21	Review of variance report with A. Zalev and J. Walker; discussion with K. Sturino regarding funding request; responding to various creditor inquiries; meeting with S. Haworth regarding 3-year forecast; develop Court materials for the Monitor's Report; drafting commentary and updating the 13-week cash flow for the Monitor's Report; sending Houlihan Lokey information related to Management Presentation; revising variance reporting for Salus; and internal discussions with M. MacKenzie and A. Zalev; review of final variance report with N. Lewis.	9.2
May 22	Discussion with HL regarding outstanding Management Presentation items; update call with J. Belcher regarding Management Presentation; drafting commentary for Monitor's Report; review of D. May's changes to Management Presentation; and discussion with G. Bachynski, N. Lewis and S. Haworth regarding capital spending assumptions in the 3-year forecast.	7.5
<b>TOTAL – C. Kroach</b>		<b>48.0 hrs.</b>



This is Exhibit "I" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
\_\_\_\_\_  
A Commissioner for Taking Affidavits



**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

June 2, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #9 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period May 24 to 30, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. Mullett, Managing Director	8.1	\$800	\$6,480.00
A. Zalev, Managing Director	60.0	\$750	45,000.00
J. Walker, Managing Director	27.5	\$750	20,625.00
M. MacKenzie, Director	50.6	\$575	29,095.00
J. Belcher, Director	40.6	\$575	23,345.00
J. Nevsky, Director	41.6	\$525	21,840.00
C. Kroach, Associate	10.4	\$325	3,380.00
	<u>238.8</u>		<u>\$149,765.00</u>
Add: HST @ 13%			<u>19,469.45</u>
<b>TOTAL INVOICE</b>			<b><u>\$169,234.45</u></b>

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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 #s: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #9  
 HST#: 83158 2127 RT0001

*Comark Inc.*  
**DETAILED SUMMARY – May 24 to 30, 2015**

<u>D. Mullett</u>	<u>Hrs.</u>
May 24 Monitor results and sales trends; discussion with A. Zalev and G. Bachynski re: Ricki's results.	0.6
May 25 Monitor results and sales trends; call with A. Zalev re: Bridging Financial.	1.3
May 26 Monitor results and sales trends; final Bridging Financial agreement.	0.9
May 27 Monitor results and sales trends; discuss Ricki's results with A. Zalev; review asset purchase agreement; sale process status and strategy discussion with A. Zalev.	2.3
May 28 Monitor results and sales trends; discussion with A. Zalev re: results; review Goodmans' comments on APA.	1.2
May 29 Monitor results and sales trends; APA discussion.	1.0
May 30 Monitor results and sales trends; potential purchaser discussion with A. Zalev.	0.8
<b>TOTAL – D. Mullett</b>	<b>8.1 hrs.</b>

<u>A. Zalev</u>	<u>Hrs.</u>
May 24 Review and comment on Monitor's Report; review Bridging credit agreement; call with Bridging; numerous emails re: Monitor's Report and Bridging credit agreement; review of daily sales results; call with J. Nevsky; all hands Advisor call re: Bridging credit agreement.	4.0



*Comark Inc.***DETAILED SUMMARY – May 24 to 30, 2015**

- May 25 Review daily results; review emails re: Bridging; discussions with J. Walker and J. Nevsky; call with Bridging; call with counsel and advisors re: Bridging; review of revised Bridging credit agreement; call with M. Wasserman; review and comment on latest draft of Third Court Report; call with K. Morley re: Bridging; emails re: Bridging; review of draft Bridging and Stay Extension Order; discussions re: Report; call with Goodmans re: Report; preparation for Bridging call with Salus; call with Salus counsel, Osler and Goodmans; extensive negotiations re: Bridging; update discussion with J. Walker; discussions with M. MacKenzie; further review of A&M Report; call with Stern Partners [REDACTED]; update discussion with D. Mullett; review of guarantee confirmation letter; continued negotiations with Bridging; discussions with Goodmans; call with Osler; review and comment on Affidavit; review of management presentation; numerous emails with Goodmans; further discussions with Osler; review of revised Bridging agreement. 12.5
- May 26 Review of daily sales results; review of further revised Bridging Agreement and issues list circulated by Goodmans; emails to Bridging; discussions with Bridging; call with J. Walker; discussions with J. Nevsky; extensive negotiations dealing with WD, Salus, Goodmans, Osler and Bridging re: the Bridging Agreement; review of draft Order; discussions with Osler; call with Salus; call with Goodmans and Osler; call with Goodmans, Osler and A&B; further review of draft Report; review of management presentation and participation in walk through/rehearsal of presentation; attendance at Comark; call with Osler re: affidavit; call with Goodmans to review Court Report; attendance at dinner with management and bidder; various other discussions and matters. 12.5
- May 27 Review of daily sales results; discussion with J. Walker; discussions with J. Belcher; numerous emails and responses; attendance at management presentation with a bidder; further review of Court Report; call with Goodmans re: Court Report; review of finalized Company Motion Record. 9.5



*Comark Inc.***DETAILED SUMMARY – May 24 to 30, 2015**

May 28	Review of daily sales results; review of weekly variance reporting; call with K. Rosenstein; email discussion with management re: daily results; update call with D. Mullett; discussions regarding asset purchase agreement and review of issues; matters pertaining to hedging and other supplier related matters; preparation for management presentations; consideration of strategic issues with J. Belcher; travel to Comark; discussions with HL and management; attendance at meetings with bidder; review and response to numerous other emails; call with [REDACTED] various other file related matters.	9.0
May 29	Review of daily sales results; call with J. Belcher; call with J. Nevsky; attendance at Company; participation in management meeting; matters pertaining to form of APA; discussion of issues from KPMG diligence report; meeting with HL; various other matters in connection with bidders; call with bidder and KPMG; discussions regarding hedging matters; calls with Osler re: APA; further review of APA; emails with Goodmans re: APA; matters pertaining to vendors and hedging; emails and discussions with A&M team re: APA.	9.5
May 30	Review of daily and weekly sales results; emails with A&M team and Goodmans re: purchase agreement; review and consideration of bidder matters from HL and discussions with Osler re: same; further review of APA; consideration of working capital matters; various other matters.	3.0
<b>TOTAL – A. Zalev</b>		<b>60.0 hrs.</b>

*J. Walker*

	<b>Hrs.</b>	
May 24	Review of Bridging loan agreement and various calls and emails.	2.5
May 25	Review and revisions to draft Court Report and attend Bridging conference call; various emails and internal discussions; conference call with Goodmans re: draft Report and related revisions to initial draft Affidavit; various follow-up calls with Goodmans.	4.5
May 26	Review and comment of revised draft Affidavit and Order prepared by Osler; various conference calls with Goodmans and Osler; review of revised draft Bridging agreement and discussion with A. Zalev re: outstanding deal items; review and update of Court Report together with Goodmans.	5.0



*Comark Inc.***DETAILED SUMMARY – May 24 to 30, 2015**

May 27	Prepare for and attend Stern management presentation; review of cash flow report; various external emails and conference call with Goodmans; various internal meetings.	7.0
May 28	Review of draft APA and internal discussions with J Belcher; conference call with Goodmans re: draft APA comments/revisions; various internal discussions.	4.5
May 29	Various emails and discussions with Goodmans re: APA draft revisions; various internal discussions.	1.5
May 30	Review of redraft of APA and including detailed discussions re: working capital and related provisions; follow-up internal discussions and emails; discussions with Goodmans.	2.5
<b>TOTAL – J. Walker</b>		<b>27.5 hrs.</b>

*M. MacKenzie***Hrs.**

May 24	Review and revise draft Third Report, related emails with A. Zaley, J. Walker and J. Nevsky; incorporate comments and information in respect of the Bridging Facility from J. Nevsky; various follow-up emails with A. Zaley, J. Walker and J. Nevsky; and call with Goodmans, Osler, J. Walker, A. Zaley and J. Nevsky regarding comments in respect of the Bridging Facility.	4.0
May 25	Revise summary table of updated cash flow forecast and include same in draft Third Report; review and revise draft Third Report, related discussion with J. Walker, and incorporate comments from J. Walker into draft Third Report; revise assumptions to updated cash flow forecast, assemble appendices to Third Report, and related emails with C. Kroach; email to Rogers in response to enquiry and forward same to K. Sturino; call with A. DeSouza and U. Raina regarding documents received from overseas suppliers and update draw request and disbursements schedules accordingly; call regarding draft Third Report with A. Zaley, J. Walker, B. Empey and R. Baulke, and follow-up discussion with J. Walker; discuss comments to cash flow forecast appendix with J. Walker, incorporate same and email to Goodmans; review and incorporate comments received from Goodmans in respect of the draft Third Report; and review and respond to numerous emails.	9.5





*Comark Inc.***DETAILED SUMMARY – May 24 to 30, 2015**

- May 26 Discussion with A. DeSouza regarding various matters; call with A. Zalev, J. Walker, J. Belcher, J. Nevsky and Goodmans regarding Bridging Agreement and draft affidavit and revise draft Third Report to be consistent with changes made to draft affidavit; meet with A. DeSouza and U. Raina to review and discuss documents submitted by overseas suppliers, and update draw request and disbursement schedules accordingly; discussion with A. Catinas regarding inventory related matters; discussion with A. Zalev and J. Belcher regarding Bridging Agreement; various calls and emails regarding draft Third Report and revisions to same; various discussions with internal working group and with B. Empey and R. Baulke regarding draft Bridging Agreement; review and discuss revised draft affidavit and related discussion with N. Lewis; attend meeting regarding the preparation for the first management presentation and related discussions; and review schedule of branded goods orders provided by D. May. 9.5
- May 27 Call with A. DeSouza, M. McLean and [REDACTED] (supplier) and related follow-up discussion with A. DeSouza; update prior week disbursements schedule by category and provide same to C. Kroach for use in weekly variance reporting; email to K. Sturino with information requested by supplier and related discussion with K. Sturino; review Canadian dollar disbursements made May 20 to 27<sup>th</sup> and update draw request and disbursement schedules accordingly; call with B. Empey, R. Baulke, J. Belcher, A. Zalev and J. Walker to discuss comments received from Osler regarding draft report and related emails; arrange for Motion Record and Third Report to be posted to the Monitor's website; review and respond to numerous emails; meet with A. Catinas to review discrepancies in disbursements schedule and to review and discuss documents received from domestic suppliers, and update draw request and disbursements schedules accordingly; prepare and circulate schedule of disbursements to be made during the period May 28 to June 2, 2015; and emails with [REDACTED] to respond to enquiries. 9.3



*Comark Inc.***DETAILED SUMMARY – May 24 to 30, 2015**

May 28 Meet with A. DeSouza to discuss Bridging Agreement; discussions with G. Bachynski and N. Lewis regarding Bridging Agreement; review email from [REDACTED] regarding scheduled payments, related discussions with A. DeSouza and U. Raina, and update disbursements schedule accordingly; meet with A. DeSouza and U. Raina to review and discuss documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; review draft Asset Purchase Agreement (“APA”), related call with J. Walker and related call with J. Walker, J. Belcher and Goodmans; discussion with A. DeSouza regarding updated arrangement with [REDACTED] (supplier); discussion with N. Lewis regarding TD Merchant Services and other TD related matters and status of extension of hedging program; call with M. DeLellis and C. Fell regarding TD related matters; call with A. Zalev regarding status of hedging extension; communications with A. Zalev regarding the status of preparation for using the Bridging Facility and related communications with J. Nevsky; prepare and circulate schedule of disbursements planned for May 29<sup>th</sup> and related discussion with A. Catinas; and communications with A. DeSouza regarding the status of various supplier related matters. 9.0

May 29 Review Bridging Facility Guarantee Confirmation and Guarantee Certificate and related discussion with J. Nevsky; review and provide comments/revisions in respect of draft cover letter to be provided with supplier facing documents related to the Bridging Facility and related discussion with J. Nevsky; meet with A. DeSouza, U. Raina and J. Nevsky to discuss the Bridging Facility, suppliers to approach regarding using same and documents to be provided to Bridging in respect of requests for guarantees, and related follow-up discussion with J. Nevsky; meet with A. DeSouza and U. Raina to review and discuss documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; emails with R. Dhoat regarding [REDACTED] commissions; email from C. Chryssoulakis regarding A. Saunders, a former employee; review revised draft APA circulated by Osler and related communications; meet with A. Catinas to review and discuss documents submitted by domestic suppliers and update draw request and disbursement schedules accordingly; meet with J. Nevsky and N. Lewis to discuss Bridging Finance related matters and to provide an update in respect of the meeting this morning with A. DeSouza and U. Raina; and review and respond to numerous emails. 9.3

**TOTAL – M. MacKenzie**

**50.6 hrs.**



*Comark Inc.***DETAILED SUMMARY – May 24 to 30, 2015***J. Belcher*

May 25	Review draft Third Monitors Report; review and delivery of extended cash flow forecast to Salus; review of updated version of management presentation; calls with G. Bachynski, N. Lewis and J. Kim on same; update discussion with A. Zalev on same and discussion of logistics/timelines for meetings; email responses to G. Bachynski and J. Kim.	5.5
May 26	Discussion with N. Lewis on capex revisions; calls with A. Zalev regarding Bridging Finance issues and resulting analysis and group discussions on same; call with J. Nevsky and A. Prunier on Bridging Finance credit agreement; working on itemizing funding request for submission to Salus; meeting with Comark management team and HL and A. Zalev for management presentation dry run; attendance at bidder dinner.	12.2
May 27	Working on analysis to support funding request plan for this week and following week, including roll forward of DIP balances and comparison to covenants; debrief discussions on management presentations and follow-up items; follow-up on diligence requests with K. Sturino.	6.5
May 28	Review of form of asset purchase agreement; discussion with A. Zalev on certain structure issues in agreement; review of comments with J. Walker; call with J. Walker, M. MacKenzie and Goodmans to review APA and discuss mark-up; call with A. Prunier regarding funding request contents and plan for future funding requests, variance reporting and status update on management presentations and various other updates.	7.7
May 29	Attendance at management presentation; debrief with HL and management teams; working on funding request summary and analysis of borrowing base and roll forward to support same; discussions with N. Lewis on various updates; review of mark-up of APA.	7.5
May 30	Call with A. Zalev re: working capital adjustment in SISP; call with J. Walker on same; review of sections of APA to review working capital adjustment calculation.	1.2
<b>TOTAL – J. Belcher</b>		<b>40.6 hrs.</b>



*Comark Inc.*

## DETAILED SUMMARY – May 24 to 30, 2015

<u>J. Nevsky</u>	<u>Hrs.</u>
<p>May 24      Review draft Third Report of the Monitor, provide comment and follow-up communications with M. MacKenzie regarding same; review draft Bridging Guarantee credit agreement and provide comments; provide follow-up comments for Monitor's Report with changes to Bridging facility; call regarding Bridging Guarantee facility with Osler, Goodmans and A&amp;M; call with supplier regarding CCAA process and SISP progress; discussion with K Hughes regarding Masonville location; call regarding Bridging guarantee facility with A. Zalev, B. Anand and D. McCluskey; follow-up discussion with A. Zalev.</p>	6.5
<p>May 25      Discussions with N. Lewis regarding Bridging facility and inventory/SKU managements; discussions with T. Hall and 20VIC regarding Calgary Centre renovations and payments to suppliers; review [REDACTED] invoice and discussions with T. Hall regarding same; review Windsor Crossing landlord communications and meeting with R. Cyr regarding strategy and next steps; review draft of Monitor's Third Report and provide comment on cash flow and Bridging guarantee; review draft Court Order; discussions with A. Zalev regarding Bridging guarantee facility credit agreement; follow-up discussion with T. Hall regarding Calgary Centre renovations; call regarding Bridging guarantee facility with A. Zalev, K. Rosenstein, D. Dedic, K. Morley; review of guarantee facility certificates and follow-up conversations with D. Dedic to modify language and presentation; draft memo to summarize guarantee facility; discussions with A. Catinas regarding invoices and related payments.</p>	6.4
<p>May 26      Review of updated draft of guarantee facility credit agreement; discussions with A. Zalev regarding Bridging facility and process to get purchase Order guarantees approved; call to review Monitor's Report with Goodmans and A&amp;M teams; discussion with N. Lewis to confirm store count and related data for Affidavit and Monitor's Report; discussions with B. Anand regarding changes to the guarantee facility credit agreement and follow-up discussions with A. Zalev and Goodmans; discussion with T. Hall regarding Masonville location and disclaimed lease; discussions with R. Cyr regarding Circle Park questions and landlord inquiry; call with J. Belcher and Salus to discuss Bridging facility guarantee and related review processes; communications with 20VIC and T. Hall to confirm payments related to Calgary centre.</p>	6.0



*Comark Inc.***DETAILED SUMMARY – May 24 to 30, 2015**

May 27	Call to finalize Monitor's Report with Goodmans and A&M teams; call with Houlihan, KPMG and [REDACTED] to review and discuss KPMG diligence report; review cash flow variance report and forecast with C. Kroach; discussions with G. Kruitwagen to confirm details on Laval site visit; review cash flow report and finalize with N. Lewis; discussion with contractor regarding pre-filing work performed and submitting and invoice and claims process.	5.2
May 28	Travel to Laval distribution centre and attend meetings and walk through with G. Kruitwagen and Stern Partners and travel back to Toronto; discussion with T. Hall regarding vendor inquiry about pre-filing invoices and claims process; review invoices and discuss same with D. Traa; communications with A. Catinas regarding vendor invoices and payments; communications with A. Zalev to update on site visit and plan review process for purchase orders and guarantee facility; communications with D. Dedic regarding guarantee facility and certificates; review Houlihan data site and flash sales reports; communications with R. Cyr and T. Hall regarding graphics and advertising at Masonville and costs associated with removing.	9.0
May 29	Discussions with A. DeSouza regarding Bridging facility and related purchase orders to guarantee; call with Houlihan, KPMG and Comvest to review and discuss KPMG diligence report; meeting with M. MacKenzie and A. Desouza to review purchase orders and supporting documentation and discussions regarding same; prepare summary sheet of forecast interest related to Bridging guarantee facility; call with Houlihan, KPMG and Stern to review and discuss diligence report; follow-up meetings with A. Desouza and M. MacKenzie to review purchase order packages and reporting requirements under the Bridging facility credit agreement; review Bridging facility credit agreement and purchase order packages with N. Lewis and M. MacKenzie; conversations with D. Dedic and B. Empey on guarantee certificates and related approval process; status updated meetings with J. Belcher and A. Zalev.	8.5
<b>TOTAL – J. Nevsky</b>		<b>41.6 hrs.</b>

C. Kroach

May 24	Updating chart for Third Report of the Monitor.	<u>Hrs.</u> 1.3
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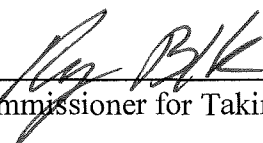


*Comark Inc.***DETAILED SUMMARY – May 24 to 30, 2015**

May 25	Discussion with J. Belcher regarding capital expenditure forecasts; updating charts for the Third Report of the Monitor; responding to various creditor inquiries; reviewing updated 3-year forecast.	2.1
May 26	Discussion with J. Belcher regarding funding request; discussion with A. Cafinas regarding cash disbursements during prior week; responding to various creditor inquiries; updating Comark CCAA website; discussions with M. MacKenzie regarding critical vendor payments; preparing variance report.	4.1
May 27	Finalizing variance report; review of variance report with J. Nevsky; updating Comark CCAA website.	2.1
May 29	Responding to various creditor inquiries.	0.8
<b>TOTAL – C. Kroach</b>		<b>10.4 hrs.</b>



This is Exhibit "J" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits



**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

June 10, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #10 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period May 31 to June 6, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. Mullett, Managing Director	6.8	\$800	\$5,440.00
A. Zalev, Managing Director	47.8	\$750	35,850.00
J. Walker, Managing Director	14.5	\$750	10,875.00
M. MacKenzie, Director	45.3	\$575	26,047.50
J. Belcher, Director	29.4	\$575	16,905.00
J. Nevsky, Director	27.1	\$525	14,227.50
C. Kroach, Associate	12.0	\$325	3,900.00
	<u>182.9</u>		<u>\$113,245.00</u>
Add: Out of pocket expenses including mileage, parking and telephone costs			<u>2,399.69</u>
			<u>\$115,644.69</u>
Add: HST @ 13%			<u>14,962.31</u>
<b>TOTAL INVOICE</b>			<u><b>\$130,607.00</b></u>

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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 #: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #10  
 HST#: 83158 2127 RT0001



*Comark Inc.***DETAILED SUMMARY – May 31 to June 6, 2015**

<u>D. Mullett</u>		<u>Hrs.</u>
May 31	Monitor results and sales trends; Goodmans comments re: APA,	0.7
June 1	Monitor results and sales trends; management presentation planning; update re: status Court attendance; review Court Order; discussion with A. Zalev re: sale process timeline; DIP discussion with A. Zalev and team.	1.4
June 2	Monitor results and sales trends; management presentation debrief.	0.6
June 3	Monitor results and sales trends; Bridging Financial Order approval review; DIP discussion with A. Zalev.	0.9
June 4	Monitor results and sales trends; discussion with A. Zalev re: May results; review other retail May results.	1.1
June 5	Monitor results and sales trends; status update call with Goodmans and Oslers; Asian vendor update; f/x contracts letter; Salus notice re: timeline.	1.8
June 6	Monitor results and sales trends.	0.3
<b>TOTAL – D. Mullett</b>		<b>6.8 hrs.</b>

<u>A. Zalev</u>		<u>Hrs.</u>
May 31	Extensive review of APA; call with J. Walker; call with D. Mullett; review of daily sales results and emails with management; call with Goodmans to review APA; further multiple reviews of APA; review of information requests for bidder and margin information.	3.5
June 1	Review of daily results; emails with A&M team; call with J. Walker; discussions with D. Mullett re: management presentations, etc; call with [REDACTED]; strategy call with D. Mullett; call with a bidder; dealing with inventory purchase order guarantees; call with S. Abitan and J. Belcher re: APA; internal team update call; hedging matters; review of inventory guarantee package; call with M. MacKenzie re: hedging; discussions with J. Walker re Court attendance; call with [REDACTED] emails; call with M. Wasserman; review of endorsement; discussion re: strategic matters with J. Belcher; call with HL re: diligence matters; call with Bridging; call with N. Lewis re: hedging; call with management and A&M team to deal with hedging; discussions with J. Belcher; review of FX analysis; respond to numerous other emails.	8.5



*Comark Inc.***DETAILED SUMMARY – May 31 to June 6, 2015**

June 2	Review of daily results; call with B. Empey; discussion with D. Mullett; call with J. Belcher and discussions re: same on various matters; travel to Comark; meeting with Gerry; discussions with N. Lewis re: FX matters; attendance at store tour with potential bidders; attendance at management presentation; discussions with HL; discussions with J. Belcher; call with M. MacKenzie; various other matters.	9.5
June 3	Review of daily sales results; call and email with J. Belcher; discussions with J. Nevsky; call with M. Wasserman re sale process; update call with team; multiple calls with Osler; email discussion with J. Belcher; email to K. Hong; call with Bridging; dealing with inventory purchase orders; dealing extensively with FX matters and hedging; call with Osler and A&B re: various matters including sale process, FX, APA, etc; discussion with J. Nevsky; call with A. Prunier; call with HL and management re: diligence.	8.5
June 4	Review of daily sales results; discussions with J. Belcher; travel to Comark; call with D. Mullett; attendance at management presentation and store tour with a bidder and dealing with matters related to same; dealing with FX issues; call with Gerry to discuss Bridging and other matters; discussions re: Stern with J. Nevsky; discussions with J. Walker; emails with M. Wasserman and M. DeLellis; review of TD letter re reservation of rights; matters pertaining to due diligence; numerous other emails and discussions.	9.0
June 5	Review of daily sales results; discussions with D. Mullett re: strategy; update discussion with J. Belcher re: various matters; call with management to review APA; discussions with J. Belcher and J. Walker; call with [REDACTED] and management re: Bridging; call re: Bridging matters with management and discussion regarding operating results; call with J. Nevsky and M. MacKenzie to discuss various matters; call with Gerry to discuss weekly meeting; preparation for update call with counsel; update call with counsel; call with a bidder; review of process instruction letter; call with HL; call with M. Wasserman re: SISP.	7.8
June 6	Review of daily sales results; emails with management.	1.0
<b>TOTAL – A. Zalev</b>		<b>47.8 hrs.</b>



*Comark Inc.***DETAILED SUMMARY – May 31 to June 6, 2015**

<u>J. Walker</u>	<u>Hrs.</u>
June 1 Preparation for and attendance at Court hearing re: Stay extension and Bridging Guarantee financing; various emails and internal discussions.	2.5
June 3 Attend management presentation for [REDACTED]; various emails and internal meetings.	4.5
June 4 Attend management presentation for Comvest; review of cash flow reporting; various emails and internal discussion; discussion with Goodmans.	5.5
June 5 Meeting with A. Zalev and J. Belcher re: next steps and update re: potential Ricki's and DC restructuring; update conference call with A&M, Goodmans and Oslers; various emails and related review/discussions.	2.0
<b>TOTAL – J. Walker</b>	<b>14.5 hrs.</b>

<u>M. MacKenzie</u>	<u>Hrs.</u>
May 31 Emails with M. DeLellis to discuss and summarize TD Merchant Services related matters; review and respond to various emails.	2.3
Jun 1 Emails with J. Walker regarding TD related matters; emails with TD and N. Lewis regarding call in respect of TD Merchant Services; call with N. Lewis and with A. Zalev regarding hedging; prepare schedule of planned disbursements for the week and circulate same; call with A. Zalev, J. Nevsky, A. DeSouza, N. Lewis, G. Bachynski and [REDACTED] regarding the Bridging facility and related go-forward plan in respect of same; call with N. Lewis and P. Seto of TD regarding supporting calculation in respect of the additional security requested by TD to support Merchant Services; emails to follow-up in respect of the status of the hedging contracts; emails with A. DeSouza regarding supplier related matters; emails with K. Hughes regarding [REDACTED]; and review and respond to numerous emails.	7.0



**Comark Inc.****DETAILED SUMMARY – May 31 to June 6, 2015**

- Jun 2            Review McCarthy comments and revisions to ██████████ Agreement, related emails with A. Zalev and respond to McCarthy in respect of same; review and discuss with A. DeSouza email from Asmara (supplier) in respect of retention of title agreement and email response to same; meet with A. DeSouza and U. Raina to review documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; call with Bell Canada; meet with A. Catinas to review documents submitted by domestic suppliers and disbursements made today, and update draw request and disbursement schedules accordingly; meet with K. Sturino to discuss upcoming draw request and related discussion with J. Belcher; prepare detailed schedule to supplier payment component of upcoming draw request, provide same to J. Belcher and related discussion with J. Belcher; prepare updated schedule of planned supplier related disbursements for the remainder of the week and circulate same; prepare schedule of payments to ██████████ and ██████████ vendors; review schedule of supplier payments provided by ██████████, reconcile same to Company's schedule of payments, and email ██████████ and others in respect of same; review and respond to various emails. 9.2
- Jun 3            Discussion with A. DeSouza regarding May & June to date sales and inventory; internal working group call to discuss various matters; call with C. Fell regarding letter from the Nova Scotia in respect of human rights relating to a terminated employee; emails and discussion with C. Chryssoulakis regarding calls from the Commission des Normes du Travail; discussion with K. Sturino regarding various matters; meet with A. DeSouza and U. Raina to review and discuss documents submitted by overseas vendors and revise draw request and disbursement schedules accordingly; discussions with J. Belcher regarding draw request details; categorize prior week supplier related disbursements as pre vs. post-filing and provide same to C. Kroach in association with the weekly variance reporting; call with G. Bachynski, N. Lewis and A. Zalev regarding hedging program; meet with K. Sturino to discuss matters related to sales variances and review related supporting documentation; meet with A. Catinas to review and discuss documents submitted by domestic suppliers and update draw request and disbursement schedules accordingly; prepare schedule of supplier related disbursements planned for the remainder of the week and circulate same; review and respond to various emails; review borrowing base calculation. 9.5



**Comark Inc.**  
**DETAILED SUMMARY – May 31 to June 6, 2015**

Jun 4	<p>Email from TD regarding hedging contracts and reservation of rights letter and related emails with A. Zalev, M. DeLellis and Comark, related call with M. Wasserman, related discussion with N. Lewis, and various follow-up emails; respond to enquiry from C. Fell regarding consignment agreements and inventory related matters; call with C. Fell regarding lien registered by MacKenzie Construction Group and related email with R. Baulke; discussion with A. DeSouza and J. Nevsky regarding vendors proposed by [REDACTED] as candidates for Bridging facility; meet with A. DeSouza and U. Raina to review and discuss documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; review, summarize and circulate analysis of Reitmans first quarter results; emails with A. Zalev regarding various matters; meet with A. Catinas to review documents submitted by domestic suppliers and update draw request and disbursement schedules accordingly; review and respond to various emails.</p>	8.8
Jun 5	<p>Review certain supplier payment details with R. Dhoat; meet with A. DeSouza to discuss supplier related matters; call with A. Zalev, J. Nevsky, A. DeSouza, G. Bachynski and [REDACTED] regarding Bridging facility related matters; various emails between N. Lewis, TD, TD's legal counsel, and A. Zalev regarding the Company's hedging program; call with N. Lewis, G. Bachynski, A. DeSouza, A. Zalev and J. Nevsky to discuss May and year-to-date sales, store level cash flows and Bridging related matters and associated internal tracking processes; call with A. Zalev, J. Walker, J. Belcher, J. Nevsky, Osler, and Goodmans regarding current status and go-forward plan in respect of various matters; arrange for Order and Endorsement to be posted to the Monitor's website for these proceedings; various emails from C. Chryssoulakis regarding [REDACTED] and related emails with C. Fell; discussion with A. DeSouza and N. Lewis regarding Asmara Agreement; meet with A. DeSouza and U. Raina to review and discuss documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; discussion with A. DeSouza and U. Raina regarding various emails from [REDACTED].</p>	8.5
<b>TOTAL – M. MacKenzie</b>		<b>45.3 hrs.</b>



**Comark Inc.**  
**DETAILED SUMMARY – May 31 to June 6, 2015**

**J. Belcher**

June 1	Review of SISP follow-up requests; diligence discussion with HL and A. Zalev and bidder addressing questions on restructuring process and restructuring initiatives implemented and status; call with HL regarding diligence requests and assigning follow-ups; update calls with A. Zalev and A&M team; call with N. Lewis, G. Bachynski and A&M team on hedging status and strategy; review of Bridging guarantee request and correspondence.	7.8
June 2	Working on SISP request list; attendance at bidder management presentation; attendance at bidder dinner.	6.5
June 3	Attendance at bidder management presentation; analyzing borrowing base and support for funding request; reviewing purchase request listing from M. MacKenzie and submitting to K. Sturino; working on diligence requests with various Comark management representatives; review of weekly cash flow variance reporting and write up of covering note.	9.7
June 4	Email correspondence and reviewing sales trends.	0.4
June 5	Call with A. Zalev, N. Lewis and G. Bachynski to do page flip of APA; meeting with A. Zalev and J. Walker on various updates; group update call with Osler, A&M and Goodmans to discuss various matters including bid extension and APA timing; call with S. Abitan regarding APA changes; call with A. Zalev and HL team to discuss general updates, timing for APA distribution and bid deadline timing.	4.8
June 6	Call with C. Fell re: APA issues.	0.2
<b>TOTAL – J. Belcher</b>		<b>29.4 hrs.</b>

**J. Nevsky**

Jun 1	Group call with A&M, Comark and [REDACTED] to walk through the Guarantee Facility and related processes; review purchase orders and prepare and submit package for Guarantee Request #1 to Bridging; A&M group update meeting with A. Zalev, M. MacKenzie and J. Belcher; call with N. Lewis, L. Wingkun, J. Belcher and A. Zalev to discussion due diligence requests; emails with contractor and T. Hall regarding Calgary Centre renovations and related payments; prepare and hold call with B. Anand, D. McCluskey, D. Sharpe, A. Zalev, M. MacKenzie, N. Lewis, A. DeSouza to discuss Guarantee Request #1 and next steps.	<b><u>Hrs.</u></b> 4.0
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*Comark Inc.***DETAILED SUMMARY – May 31 to June 6, 2015**

Jun 2	Call with A. Prunier to discuss Guarantee Request #1; communications with T. Hall and R. Cyr regarding pylon signs for combo stores; call with Calloway Reit regarding Comark renovations and related tenant allowance; call with K. Hughes regarding Masonville leases; discussions with A. DeSouza regarding purchase orders and guarantee request; review purchase orders and prepare supporting package to submit for guarantee request.	4.6
Jun 3	Review cash flow forecast and variance report; follow-up call regarding Guarantee Request #1 with B. Anand and D. McCluskey; review detailed sales report with S. Haworth; call with C. Kroach to review and finalize cash flow report and review same with N. Lewis; discussions with A. DeSouza regarding guarantee requests; discussions with C. Fell regarding purchase agreement draft and sale process; review Salus borrowing base certificate; draft borrowing base report for Bridging reporting purposes; discussions with A. Desouza regarding guarantee requests and supporting documents; finalize cash flow report with N. Lewis.	5.0
Jun 4	Discussion with A. Zalev regarding guarantee facility and request for Bootlegger suppliers; discussions with C. Fell regarding APA draft; discussion with M. MacKenzie regarding guarantee request; review of KPMG report and Comark forecast and prepare reconciliation/explanations of differences for potential purchaser; call with A. Zalev and [REDACTED] to discuss guarantee facility and other matters; review purchase orders and prepare supporting package to submit for guarantee request; discussions with M. MacKenzie regarding [REDACTED].	5.5
Jun 5	Call with Comark, A&M and [REDACTED] to discuss certain guarantee related questions and specific vendor requests; discussions with S. Haworth and K. Sturino regarding diligence questions; review package and submit Guarantee request #2; discussions with M. MacKenzie regarding guarantee requests and related processes; meeting with G. Bachynski, N. Lewis, A. DeSouza, M. MacKenzie, A. Zalev to walk through internal processes for guaranteed purchase orders; group update meeting with A&M, Oslers, Goodmans; review May sales details for reclaimed stores and discuss with G. Bachynski regarding same; discussions with A. DeSouza regarding revised purchase orders and internal controls to track POs and SKUs; discussions with N. Lewis regarding SKUs and internal reporting systems.	8.0
<b>TOTAL – J. Nevsky</b>		<b>27.1 hrs.</b>



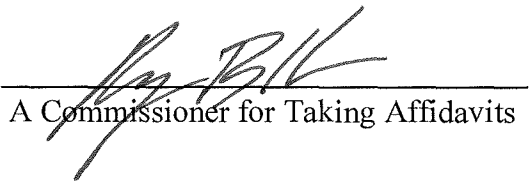
**Comark Inc.**  
**DETAILED SUMMARY – May 31 to June 6, 2015**

<u>C. Kroach</u>	<u>Hrs.</u>
June 1      Responding to various creditor inquiries; prepare variance report.	3.4
June 2      Discussion with A. Catinas regarding cash disbursements during prior week; discussions with M. MacKenzie regarding critical vendor payments; prepare variance report.	4.5
June 3      Finalizing variance report; review of variance report with J. Nevsky and J. Belcher; review borrowing base calculation.	4.1
<b>TOTAL – C. Kroach</b>	<b>12.0 hrs.</b>





This is Exhibit "K" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits



**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

June 17, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #11 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period June 7 to 13, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. Mullett, Managing Director	8.0	\$800	\$6,400.00
A. Zaley, Managing Director	44.8	\$750	33,600.00
J. Walker, Managing Director	13.5	\$750	10,125.00
M. MacKenzie, Director	35.9	\$575	20,642.50
J. Belcher, Director	43.7	\$575	25,127.50
J. Nevsky, Director	29.8	\$525	15,645.00
C. Kroach, Associate	36.5	\$325	11,862.50
	<u>212.2</u>		<u>\$123,402.50</u>
Add: Out of pocket expense – mileage			140.25
			<u>\$123,542.75</u>
Add: HST @ 13% *			16,042.33
<b>TOTAL INVOICE</b>			<b><u>\$139,585.08</u></b>

*\*Excludes HST exempt out of pocket expenses*

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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  
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 Bank Address: 55 King Street West  
 Toronto, ON  
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 Institution #: 0004  
 Account #: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #11  
 HST#: 83158 2127 RT0001

***Comark Inc.***  
**DETAILED SUMMARY - June 7 to 13, 2015**

<b><u>D. Mullett</u></b>		<b><u>Hrs.</u></b>
June 7	Monitor results and sales trends.	0.3
June 8	Monitor results and sales trends; review and comment on bid letter.	0.9
June 9	Monitor results and sales trends; call with A. Zalev re: APA and sale process update; working capital discuss with A. Zalev; bidder letters re: bid deadline.	1.2
June 10	Monitor results and sales trends; discuss e-commerce strategy with A. Zalev; discuss potential purchaser questions with A. Zalev and Company counsel; review and comment on communications to HL.	1.4
June 11	Monitor results and sales trends; review and comment on SISP communication plan, various emails re: same; review and discuss hedging plan.	1.8
June 12	Monitor results and sales trends; review and comment on SISP communication plan; sales process status discussion with A. Zalev.	1.3
June 13	Monitor results and sales trends; review staple financing proposal and correspondence with Company counsel re: same.	1.1
<b>TOTAL – D. Mullett</b>		<b>8.0 hrs.</b>

<b><u>A. Zalev</u></b>		<b><u>Hrs.</u></b>
June 7	Review of daily sales results; emails with management; emails with D. Mullett.	1.1
June 8	Call with J. Belcher; matters pertaining to FX; update discussions with A&M team; matters pertaining to sale process; review of APA; call with J. Walker; call with Goodmans and J. Walker; review of revised APA; call with Osler; matters pertaining to NDAs; call with a potential lender; call with potential bidders; review of bid process letter; emails with Goodmans; call with M. MacKenzie; update discussions with J. Belcher re: [REDACTED] and other matters; call with HL and Osler; various other matters; call with M. Wasserman.	8.2



*Comark Inc.***DETAILED SUMMARY - June 7 to 13, 2015**

- |         |  |     |
|---------|--|-----|
| June 9  | Review of daily sales results; call with J. Belcher; email discussions with D. Mullett; discussion with J. Walker; further review of bid process letter; call with Goodmans to review bid process letter; call with M. Wasserman; emails with Osler re various matters; call with a bidder; call with [REDACTED] update call with A&M team; further call with [REDACTED] call with J. Belcher and Osler; discussions with J. Walker; call with Osler to review lender NDA; call with Bridging; preparation for Bridging call; preparation for update call; update call with HL, Goodmans and Osler; call with [REDACTED]; numerous other emails and discussions; further numerous emails with bidders and potential bidder legal counsel; discussions re: inventory appraisal. | 9.5 |
| June 10 | Review of daily sales results; discussion with J. Walker; numerous discussions with D. Mullett re: sale process; update call with A&M team; calls with each bidder to discuss inventory appraisal matters; calls with inventory appraisal firms; review of distribution centre matters; numerous emails re: sale process and calls with bidders; calls re: NDA for lender; call with Osler and D. Mullett to discuss certain matters; consideration of revenue enhancement matters; extensive dealing with inventory appraisal matters; negative cash contribution stores; further discussions with Osler.   | 8.2 |
| June 11 | Review of daily sales results; review of bidding protocol prepared by Goodmans; discussions with D. Mullett; discussions with J. Nevsky re: marginal stores; sale process matters; update call with A&M team; call with Gerry; review and revisions to sale process protocol prepared by Goodmans; update call with Salus; review of diligence matters; call with management and J. Nevsky to review potential further store closures; call with counsel to one of the bidders; call with J. Belcher; review of [REDACTED] appraisal; numerous other emails and discussions.   | 8.0 |



*Comark Inc.***DETAILED SUMMARY - June 7 to 13, 2015**

June 12	Review of daily sales results; call with J. Belcher re diligence matters; call with M. MacKenzie re various operating issues; discussion with J. Walker; call with M. Wasserman; preparation for call with Goodmans; consideration of various issues; call with [REDACTED] matters pertaining to appraisal; call with Goodmans; call with A&M team re: update; preparation for call with a bidder; call with a bidder; further review of bid procedure protocol; discussions with C. Kroach; emails with B. Empey; call with Gerry; call with M. MacKenzie re distribution centre; preparation for update call with advisors, counsel and Company; participation on update call; call with J. Belcher to consider working capital.	8.8
June 13	Review of daily and weekly sales; various administrative matters.	1.0
<b>TOTAL – A. Zalev</b>		<b>44.8 hrs.</b>

*J. Walker***Hrs.**

June 8	Internal review and updates; conference call with Goodmans to finalize comments re APA; conference call with H&L re final bid process and related follow-up email; review of May results and YTD discussion/request for Goodmans to prepare a draft communications plan for phase 2 of SISP for discussion amongst advisors; various internal emails and discussions; review of bidder activity in data room.	3.0
June 9	Review and edits to bid letter; conference call with Goodmans; various emails and internal discussions; conference call with H&L re bidder due diligence status; conference call with advisors re ABL exclusivity request; inventory appraisals and field exam; internal discussions with A. Zalev and J. Belcher.	3.0
June 10	Review of bridging borrowing base report and discussion with J. Nevsky re: same; review and signature of purchase order guarantee letters re: first three advances; various internal discussions with counsel re: process surrounding June 22 and 29th deadline with bidders; email to H&L re process and communications with bidders and lenders; discussions and call with bidders related to third party inventory appraisal for financing purposes.	3.0



**Comark Inc.****DETAILED SUMMARY - June 7 to 13, 2015**

- June 10      Prepare and email schedule to [REDACTED] of upcoming payments to be made to [REDACTED] and [REDACTED] vendors; prepare schedule of supplier related disbursements planned for the remainder of the week and circulate same; call with N. Lewis regarding agreement with [REDACTED] (supplier) and related emails; discussion with N. Lewis regarding terminations; call and related emails with C. Kroach regarding critical vendor payments; email from C. Fell regarding letter from Nova Scotia Labour Standards Division; various emails regarding the distribution centre and third party logistics providers.      4.5
- June 11      Discussion with C. Chryssoulakis regarding employment related matters and regarding the ability of KERP recipients to allocate all/a portion of their upcoming KERP payment to their RRSP; meet with A. DeSouza and U. Raina to review and discuss documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; review numerous documents provided by R. Dhoat in respect of domestic suppliers and update draw request and disbursement schedules accordingly; prepare and circulate a schedule of planned supplier related disbursements for the period June 12<sup>th</sup> to 17<sup>th</sup>; prepare a detailed schedule of supplier related amounts to support draw request made earlier this week; discussion with G. Bachynski regarding KERP/RRSP related matters; review various emails regarding communications with the Nova Scotia Labour Standards Division and draft letter in response to same; emails with K. Sturino, N. Lewis and TD regarding an LC received from a hydro supplier in respect of stayed balance and related discussion with K. Sturino; review various emails and information in respect of third party logistics providers.      8.5



*Comark Inc.***DETAILED SUMMARY - June 7 to 13, 2015**

June 11	Review of Salus cash flow reporting, bridging borrowing base reporting and sales reports; review of communications plan drafted by counsel and related internal discussions and emails; discussion with Goodmans.	2.5
June 12	Various internal discussions re: suppliers, e-commerce proposals, GMM search, estimated working capital and related emails; conference call amongst A&M, Goodmans and Oslers.	2.0
<b>TOTAL – J. Walker</b>		<b>13.5 hrs.</b>

*M. MacKenzie***Hrs.**

June 8	Call with A. Zalev regarding various matters; review revised draft Asset Purchase Agreement and related emails from Goodmans, Osler and A. Zalev, and further comments regarding same; meet with A. DeSouza and U. Raina to review and discuss documents submitted by overseas vendors and update draw request and disbursement schedules accordingly; review information submitted by domestic suppliers, review and discuss same with R. Dhoat and update draw request and disbursement schedules accordingly; review various supporting and other documents in respect of guarantees under Bridging Facility and respond to various related enquiries from A. DeSouza; review detailed schedule of [REDACTED] commissions and related discussion and emails with R. Dhoat; review and respond to numerous emails.	7.8
June 9	Review schedule of payments to be made as provided by [REDACTED] and reconcile to Comark schedule of same, review related emails from [REDACTED] and follow-up in respect of certain amounts with A. DeSouza; various emails with R. Dhoat regarding disbursements; call with C. Fell regarding complaint filed with the Nova Scotia Labour Standards Division and related matters, and various emails with C. Fell and C. Chryssoulakis regarding same; emails with C. Chryssoulakis regarding various other employee related matters; review and respond to various emails; communications with C. Kroach regarding critical vendor payments and the upcoming draw request.	6.8



*Comark Inc.***DETAILED SUMMARY - June 7 to 13, 2015**

June 12	Emails from [REDACTED] (supplier) and respond to same; revise draft letter in response to correspondence received from the Nova Scotia Labour Standards Division and related discussions with C. Chryssoulakis; meet with A. DeSouza and U. Raina to review and discuss documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; meet with U. Raina to review and discuss email from [REDACTED] outlining various supplier related matters; email from [REDACTED] regarding Bridging Facility; various calls and emails with M. DeLellis; call with J. Walker, A. Zalev, J. Nevsky, J. Belcher, G. Bachynski, N. Lewis, Osler and Goodmans regarding the go-forward plan in respect of matters related to the sale process; review and respond to various emails; prepare schedule of supplier related disbursements scheduled for the period June 17 <sup>th</sup> through 19 <sup>th</sup> and circulate same; and prepare schedule of upcoming payments planned to [REDACTED] and [REDACTED] vendors; review and discuss [REDACTED] commissions; discussions with K. Sturino regarding various matters.	8.3
<b>TOTAL – M. MacKenzie</b>		<b>35.9 hrs.</b>

*J. Belcher*

June 8	Attend management presentation with SISP bidder for the day; meeting with N. Lewis and S. Haworth to review model and balance sheet forecast and comparison of methodology to KPMG working capital analysis; update call with HL and Osler to discuss finalizing APA and bid process letter to be distributed to bidders.	9.1
June 9	Review of bid process letter; call with A&M, Osler, Goodmans and HL to discuss lender status and strategy; status and timing call with potential bidder; review of May results package; review of new NDA's; initial review of cash flow variance reporting; review of updated borrowing base and funding request; call with lender regarding status and plan for inventory appraisal; email correspondence related to appraisal process and diligence requests.	7.8
June 10	Discussions with asset appraisal firms to discuss potential proposals; review of proposals received; internal A&M calls to discuss appraisal options; update calls with HL to discuss diligence requests and appraisal status; response to Salus funding request questions; review of weekly reporting package and borrowing base forecast; call with Osler and lender on NDA issues; follow up on SISP diligence requests; discussions with N. Lewis on working capital forecast and approach.	8.2





*Comark Inc.***DETAILED SUMMARY - June 7 to 13, 2015**

June 11	Call with HL to discuss diligence requests; review of KPMG report and details around working capital adjustments to apply to forecast; update call with Salus; follow-up on diligence requests; meeting with C. Kroach and S. Haworth to review balance sheet forecast; update call with HL and Osler to discuss bidder feedback and requests; further call with HL to discuss diligence requests; update call with A. Zalev; reviewing various diligence request items and sending to HL.	9.5
June 12	Meeting with N. Lewis to prepare for diligence call; review of stayed payables listing; diligence call with management, bidder, HL and A&M to review FY2016 forecast and f/x implications; meetings with N. Lewis and S. Haworth to discuss follow-up and deliverables; call with N. Lewis and HL to debrief; meeting with S. Haworth and N. Lewis regarding working capital forecast; update call with A&M, Goodmans, Osler and Company to discuss status and next steps; meeting with N. Lewis on working capital forecast.	8.8
June 13	Call with N. Lewis re: diligence requests; review of email correspondence on same.	0.3
<b>TOTAL – J. Belcher</b>		<b>43.7 hrs.</b>

*J. Nevsky***Hrs.**

June 7	Review of store cash flow detail for May and YTD period; correspondence with KPMG and Stern to arrange follow-up discussion regarding diligence report.	1.0
June 8	Discussions with C. Kroach and J. Belcher regarding working capital for May 2015; correspondence with A. DeSouza and ██████████ regarding guarantee facility process; group call with A&M and Houlihan to review and finalize bid letter and strategy; review revised purchase orders and update guarantee tracking schedule; call with K. Sturino and Stern regarding diligence and information request; prepare Guarantee Letter and related Certificate Package for Guarantee Request #1; discussion with K. Sturino regarding diligence items; communications with KPMG regarding Stern's information requests.	4.0



**Comark Inc.**  
**DETAILED SUMMARY - June 7 to 13, 2015**

- June 9      Discussions with A. DeSouza regarding guarantee requests; call with B. Anand, D. McClusky and A. DeSouza regarding Guarantee Request #2; call with Calloway Reit regarding Stavanger tenant allowance payments and follow-up discussions with C. Fell; discussions with G. Kruitwagon regarding diligence requests and vendor inquiry; call with KPMG and Stern group to review diligence report; discussions with K. Sturino and S. Haworth regarding diligence requests and review of same; follow-up call with call with B. Anand, D. McClusky and A. DeSouza regarding Guarantee Request #2; review and prepare Guarantee Letter and related Certificate Package for Guarantee Request #2; review cash flow variance report and forecast with C. Kroach; discussions with Stern regarding information requests and diligence items; review Capex forecast for fiscal 2016.      9.6
- June 10     Discussions with K. Kruitwagen regarding vendor inquiries; meeting with J. Walker to review bridging requests and guarantee certificates; discussions with A. Desouza and N. Lewis regarding bridging guarantee certificates; call with B. Anand to get guarantee certificates executed and review of borrowing base report; discussions with Stern regarding due diligence requests and Richmond office visit; review of cash flow variance report and revised forecast and discussions with C. Kroach regarding same; discussions with A. Desouza regarding internal processes and controls for guarantee requests; prepare bridging borrowing base report for the week ended June 6 and discussions with N. Lewis to finalize same; discussion with B. Anand regarding borrowing base report; discussions with M. McLean regarding [REDACTED] guarantee certificates.      6.5
- June 11     Review store level P&L's and cash flows for the year to date and trailing twelve periods, prepare summary of results; call with A. Zalev, J. Belcher and A. Prunier to discuss forecast, bridging and provide a sale process update; group call with Houlihan, Osler, Goodmans and A&M to discuss sale process and bid deadline; call with A. Zalev, G. Bachinsky, L. Hryciuk and E. Murphy to discuss store performance and recent cash flow; review Stern purchase orders and supporting documentation for guarantee request and discussions with D. May regarding same; follow-up discussions with Stern regarding guarantee requests.      5.2



***Comark Inc.***  
**DETAILED SUMMARY - June 7 to 13, 2015**

June 12	Discussions with Stern regarding diligence requests and review of requests with K. Sturino; discussions with Stern regarding KPMG diligence report and reconciling to Comark reporting packages and other diligence requests; discussions with C. Fell on Stavanger leases and tenant allowances; call with S. Kassam to confirm Richmond office visit; review working capital calculation with C. Kroach.	3.5
<b>TOTAL – J. Nevsky</b>		<b>29.8 hrs.</b>

**C. Kroach**

**Hrs.**

June 8	Discussion with A&M team regarding funding request; call with Stern Partners, J. Nevsky and K. Sturino, discussion with J. Belcher regarding diligence requests from Stern Partners; review of cash disbursements from prior week; updating KPMG's data book; discussions with M. MacKenzie regarding critical vendor payments and preparing variance report.	6.6
June 9	Review of working capital analysis with J. Nevsky; review of loan ledger report; discussion with M. MacKenzie regarding critical vendor payments; review of sales audit from prior week; discussion with D. Zilinskas regarding supplier issues; preparing funding request; discussion with S. Haworth regarding capital expenditure forecast; preparing divisional bridges for due diligence requests; preparing schedule of renegotiated lease terms for the dataroom.	8.6
June 10	Researching third party logistics providers; finalizing variance report; discussion with J. Nevsky on variance report; discussion with M. MacKenzie regarding inventory purchasing; discussion with N. Lewis regarding variance report; review KPMG working capital adjustments.	7.8
June 11	Working with S. Haworth regarding FY16 capital expenditures; review of FY16 capital expenditures with J. Nevsky; summarize third party logistics providers; discussion with J. Belcher and S. Haworth regarding monthly balance sheet forecast; responding to creditor inquiries; discussions with J. Belcher and M. MacKenzie regarding go-forward inventory purchasing; reviewing held invoices with R. Dhoat.	7.3

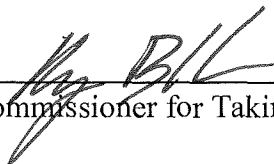


*Comark Inc.***DETAILED SUMMARY - June 7 to 13, 2015**

June 12	Discussion with D. Zilinskas regarding supplier issues; preparing due diligence files for Stern Partners; discussion with A. Matthews regarding working capital adjustments; discussion with J. Belcher regarding working capital analysis; updating KPMG data book with working capital adjustments for April and May 2015; responding to various creditor inquiries.	6.2
<b>TOTAL – C. Kroach</b>		<b>36.5 hrs.</b>



This is Exhibit "L" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits



**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

June 25, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #12 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period June 14 to 20, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. Mullett, Managing Director	9.3	\$800	\$7,440.00
A. Zalev, Managing Director	44.8	\$750	33,600.00
J. Walker, Managing Director	9.0	\$750	6,750.00
M. MacKenzie, Director	20.2	\$575	11,615.00
J. Belcher, Director	37.4	\$575	21,505.00
J. Nevsky, Director	17.7	\$525	9,292.50
M. Brouwer, Senior Associate	7.1	\$375	2,662.50
C. Kroach, Associate	22.3	\$325	7,247.50
	<u>167.8</u>		<u>\$100,112.50</u>
Add: Out of pocket expenses including airfare, meals, travel costs and The Wall Street Journal Notice.			<u>12,760.32</u>
			<u>\$112,872.82</u>
Add: HST @ 13%			<u>14,429.66</u>
<b>TOTAL INVOICE</b>			<u><b>\$127,302.48</b></u>

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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 #: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #12  
 HST#: 83158 2127 RT0001

***Comark Inc.***  
**DETAILED SUMMARY - June 14 to 20, 2015**

<u><b>D. Mullett</b></u>		<u><b>Hrs.</b></u>
June 14	Monitor results and sales trends.	0.4
June 15	Monitor results and sales trends; working capital discussion with A. Zaley; retail strategy discussion with A. Zaley; review status chain management.	1.3
June 16	Monitor results and sales trends; bidder update call with HL and Osler; various calls with A. Zaley re: bidders.	2.5
June 17	Monitor results and sales trends; lender claim; bidder diligence teams and status; review bidder financing.	1.4
June 18	Monitor results and sales trends; retail strategy; review Salus status.	1.0
June 19	Monitor results and sales trends; lender claim; financials – actual and projected; lender counsel; HL update.	2.4
June 20	Monitor results and sales trends.	0.3
<b>TOTAL – D. Mullett</b>		<b>9.3 hrs.</b>

<u><b>A. Zaley</b></u>		<u><b>Hrs.</b></u>
June 14	Review of daily sales results; various emails and administrative matters; call with M. Wasserman; review of lender term sheet and emails with a lender.	2.0
June 15	Email exchange with J. Walker; discussion with J. Walker; updated call with A&M team; consideration and review of matters and agenda for the week; review of ecommerce margins and sales; call with Ken Rosenstein; call with a bidder; call with management re: DC and prepare for call; call with Gerry re: GMM; discussion with J. Nevsky and call with J. Belcher re: WC; call with D. Mullett; prepare for WC call with J. Walker and J. Belcher; participation in working capital call; call with [REDACTED] discussions with J. Belcher; call with HL; discussion with J. Walker; prepare for call with a bidder; call with J. Bylia and Gerry; call with a bidder; call with D. Pitts; call with J. Belcher; review of working capital; call with Salus; other matters pertaining to a potential term lender.	9.5



*Comark Inc.***DETAILED SUMMARY - June 14 to 20, 2015**

- |         |   |      |
|---------|---|------|
| June 16 | Review of daily sales results; review of outstanding matters and consideration of go-forward action plan; review of working capital analysis to be provided to bidders; call with Neville and J. Belcher re: various matters including working capital and foreign exchange; email exchange with HL re: foreign exchange; call with a bidder; further call with a bidder and consideration of issues; call with J. Belcher to discuss various diligence matters; update call with D. Mullett; preparation for call with a bidder; pre-call for call with a bidder; participation in diligence call with a bidder; call with a potential lender; preparation of communication to bidders of working capital amount and email to Goodmans; pre-call in preparation for a call with a bidder; call with a bidder; update call with HL and Osler; discussions with J. Belcher; call with Osler. | 10.0 |
| June 17 | Review of daily sales results; call with J. Belcher; call with D. Mullett; emails with bidders; call with a bidder re: various matters; call with counsel to a bidder; call with M. MacKenzie on various supplier matters; review of diligence tracker; call with Gerry; planning for trip to Vancouver re: Bootlegger meetings and meetings with a bidder; call with M. Wasserman; review of distribution centre matters and proposals from third parties; preparation for and call with a bidder; research relating to potential sub debt lender; call with D. Mullett; lengthy call with J. Belcher to review FX; review of weekly cash flow reporting; call with a lender; review of various diligence matters.   | 9.8  |
| June 18 | Review of daily sales results; review of matters pertaining to balance sheet forecast; call with a bidder to review working capital matters; preparation or that call; further call with J. Belcher; review of diligence questions from a lender; review of precedent materials for bid summaries and emails with Osler; preparation for a call with a lender; call with a lender; preparation for call regarding foreign exchange with HL; call with HL; emails and consideration of Manitoba sales tax issue with N. Lewis; call with J. Belcher; call with Gerry; discussions with D. Mullett; call with J. Belcher; review and response to numerous other emails and discussions.   | 6.5  |





**Comark Inc.****DETAILED SUMMARY - June 14 to 20, 2015**

June 19	Review of daily sales results; review of matters pertaining to balance sheet forecast; discussions with J. Belcher; discussions with D. Mullett; call with Salus counsel; attending to numerous diligence matters; call with a bidder; preparation for that call; attendance at Comark; discussions with management; various other emails and calls.	5.5
June 20	Review of daily and weekly results; matters pertaining to diligence; call with a bidder.	1.5
<b>TOTAL – A. Zalev</b>		<b>44.8 hrs.</b>

**J. Walker****Hrs.**

June 15	Various emails and discussions re: estimated working capital calculation with A. Zalev and J. Belcher; review of sales and operational reports; conference call with H&L and follow-up with A. Zalev re: activity and discussions with bidders.	2.0
June 16	Review of final estimated working capital calculation; review of sales reports and operational reports; conference call with H&L re bidder strategy/SISP process and follow-up internal discussions re: bidder positions.	2.5
June 17	Various internal discussions with M. MacKenzie re: payables; review of cash flow reporting; discussions with A. Zalev re: bidders; meeting with J. Nevsky to review bridging guarantee advances; review of sales and operations reporting.	2.5
June 18	Various emails; internal discussions and follow-up with B. Empey re: status.	1.0
June 19	Various emails and review of sales and operating reports.	1.0
<b>TOTAL – J. Walker</b>		<b>9.0 hrs.</b>



*Comark Inc.***DETAILED SUMMARY - June 14 to 20, 2015***M. MacKenzie***Hrs.**

- |         |   |     |
|---------|---|-----|
| June 15 | Meet with G. Bachynski, N. Lewis and A. Zalev and J. Nevsky by dial-in to discuss matters related to the Laval Distribution Centre; call with internal working group to discuss the status of various matters; meet with U. Raina to review documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; discussion with J. Belcher and C. Kroach regarding the draw request to be made and prepare detailed schedule to support the supplier payment related portion of the draw request; review cash flow schedule provided by ██████████, reconcile same to the Company's schedule of payments to be made to ██████████ and ██████████ vendors and email ██████████ in respect of same; meet with R. Dhoat to review and discuss documentation submitted by domestic suppliers and update draw request and disbursement schedules accordingly; prepare schedule of planned supplier related disbursements for the remainder of the week and circulate same; attend weekly department heads meeting; and review and respond to various emails. | 6.8 |
| June 16 | Review commission details provided by ██████████ and related discussion with R. Dhoat; review schedule of supplier payment related information provided by ██████████ and update disbursement schedule accordingly; discussion with K. Sturino regarding Reimer; discussions regarding the cancellation of certain Rogers contracts; emails with C. Fell regarding various matters; meet with U. Raina to review and discuss documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; discussions with C. Chryssoulakis regarding information requested by the Nova Scotia Labour Standards Division; call with K. Wharram of Osler to discuss RRSP/KERP related enquiry from G. Bachynski and follow-up discussion with C. Chryssoulakis; meet with R. Dhoat to review and discuss payment schedules; and prepare schedule of supplier related disbursements for the remainder of the week and circulate same.  | 6.8 |



**Comark Inc.**  
**DETAILED SUMMARY - June 14 to 20, 2015**

June 17	Communications with N. Lewis and with A. Zalev regarding RRSP/KERP related enquiry and related email with K. Wharram to follow-up on earlier related discussion; review various material regarding prior studies made in respect of the Laval Distribution Facility; emails with S. Pavic and C. Fell regarding issues to be included in upcoming court materials; emails with L. Yu and [REDACTED] (supplier) regarding their stayed accounts payable balance; emails with C. Reid regarding supplier communications at outset of proceedings; emails from C. Chryssoulakis regarding employee related information; emails with K. Peters regarding [REDACTED] Agreement; and review and respond to numerous emails.	4.3
June 19	Call with C. Fell regarding various matters; emails with U. Raina regarding supplier related matters; review various [REDACTED] emails; emails with J. Belcher regarding draw request; emails with [REDACTED]; and call with M. DeLellis regarding various matters.	2.3
<b>TOTAL – M. MacKenzie</b>		<b>20.2 hrs.</b>

**J. Belcher**

June 14	Working on analysis for restatement of forecast and PF 2015 to constant forecast rate.	2.6
June 15	Meetings with N. Lewis and S. Haworth to review balance sheet and working capital forecast assumptions; review of updated forecast; work on inputting normalization adjustments into worksheet; continued work on f/x restatement analysis; group A&M update call; call with J. Kim to discuss diligence requests; follow-up on inventory appraisal status; update call with HL and A&M; call with bidder to provide update; meeting with N. Lewis to discuss f/x restatement analysis; work on cleaning up working capital estimate and sending to HL and A&M group.	11.8
June 16	Call with KPMG and A&M to review working capital close estimate; call with A. Zalev and N. Lewis to discuss status; meeting with N. Lewis to discuss f/x restatement analysis; call with A. Zalev and N. Lewis before bidder call; call with A&M, HL and bidder; internal update call with Osler, A&M and HL to discuss SISP process updates and status; call with J. Kim to discuss diligence requests; call with D. Shanahan and S. Gupta to review working capital analysis; response to various diligence requests.	10.1



*Comark Inc.***DETAILED SUMMARY - June 14 to 20, 2015**

June 17	Working on foreign exchange analysis; various correspondence re diligence items; call with N. Lewis to review f/x analysis and general diligence updates; review of cash flow variance reporting; call with A. Zalev to review f/x analysis; sending f/x analysis to HL; review of forecast model and sending to HL; call with S. Pavic to discuss SISP updates for Court materials.	5.1
June 18	Call with A. Zalev and [REDACTED] to review diligence requests and questions; update call with HL and A. Zalev and Company to review F/X analysis for posting to data room; working on funding request; review of latest balance sheet forecasts; 3-year reviewing model and discussing capex assumptions for posting to bidders.	5.0
June 19	Email correspondence regarding SISP requests; calls with N. Lewis regarding SISP requests and FY16 forecast balance sheets; review of FY16 forecast working capital balances; call with A. Zalev regarding SISP requests and general updates.	2.1
June 20	Call with bidder regarding F/X analysis.	0.7
<b>TOTAL – J. Belcher</b>		<b>37.4 hrs.</b>

*J. Nevsky***Hrs.**

June 15	Various emails with M. McLean regarding purchase orders and related guarantees; group call with A&M team; discussions with M. Brouwer regarding Bridging guaranty facility and review of purchase orders for guarantee requests; communications with T. Hall regarding supplier and review invoices; call with J. Walker, A. Zalev and J. Belcher regarding diligence update and working capital estimate; discussions with D. May regarding [REDACTED] guarantee request and related purchase orders.	6.0
June 16	Discussions with U. Raina and Comark buyers related to overseas vendors and related guarantee requests; review of cash flow variance report and revised forecast and provide comments to C. Kroach; review of [REDACTED] purchase orders and package for guarantee request; discussions with B. Anand regarding form of Bridging Borrowing Report and other related matters; call with N. Lewis regarding CIT factoring program; review payroll related information related to Montreal facility and discussions with C. Fell regarding same.	4.2



***Comark Inc.***  
**DETAILED SUMMARY - June 14 to 20, 2015**

June 17	Prepare Bridging Borrowing Report for the week ended June 13 and discussions with N. Lewis regarding same; call with KPMG and potential lender to review working capital and quality of earnings report; review purchase orders and supporting documentation and prepare guarantee request #3; discussions with Stern regarding due diligence requests, discussions with K. Sturino regarding same and review of related diligence and reports; review of cash flow variance report and revised forecast and discussions with C. Kroach to finalize; discussions with D. Cairns of Stern regarding diligence requests and walk-through of divisional balance sheet details; discussions with C. Fell regarding Stavanger leases and tenant allowances; review payroll data related to Montreal.	5.5
June 18	Call to review marginal stores and strategize next steps with G. Bachinsky, L. Hryciuk, R. Cyr and E. Murphy.	0.5
June 19	Email communications with A. DeSouza and U. Raina regarding guarantee request; review purchase orders and supporting documentation and prepare guarantee request #4; discussions with Stern regarding diligence requests and [REDACTED] guarantee request.	1.5
<b>TOTAL – J. Nevsky</b>		<b>17.7 hrs.</b>
<b><u>M. Brouwer</u></b>		
June 15	Review of purchase orders and supporting documentation and preparation of Guarantee Request package.	5.8
June 16	Review of purchase orders and supporting documentation and preparation of Guarantee Request package.	0.8
June 17	Review of purchase orders and supporting documentation and preparation of Guarantee Request package.	0.5
<b>TOTAL – M. Brouwer</b>		<b>7.1 hrs.</b>



*Comark Inc.***DETAILED SUMMARY - June 14 to 20, 2015**

<u>C. Kroach</u>	<u>Hrs.</u>
June 15      Updating and providing information to J. Bilyea; discussion with K. Sturino regarding cash disbursement for the prior week; discussion with A. Hachey regarding creditor inquiries; discussion regarding funding request with J. Belcher and K. Sturino; responding to various creditor inquiries; review of cash disbursements from prior week; updating KPMG's data book; preparing variance report.	6.3
June 16      Discussion with N. Lewis, S. Haworth and J. Belcher regarding working capital and balance sheet forecast; discussion with ██████ regarding various diligence requests; review of borrowing base calculation and loan ledger report; discussion with M. MacKenzie regarding critical vendor payments; review of sales audit from prior week; responding to various supplier issues; review of 3-year forecast for inclusion on to data room; review of variance report with J. Belcher and J. Nevsky; respond to various creditor inquiries.	7.6
June 17      Discussion with K. Hughes regarding utility provider issues; finalizing variance report; discussion with J. Nevsky on variance report; discussion with N. Lewis regarding variance report; finalize 3-year forecast for inclusion on data room; discussion with A. Zalev, J. Belcher and J. Nevsky regarding forecast lender claim; respond to various creditor inquiries.	7.6
June 18      Discussion with J. Belcher regarding 3-year forecast; and providing revised 3-year forecast to Houlihan Lokey for inclusion in the data room.	0.8
<b>TOTAL – C. Kroach</b>	<b>22.3 hrs.</b>



This is Exhibit "M" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits



**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

June 30, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**

**RE: CCAA INVOICE #13 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period June 21 to 27, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. Mullett, Managing Director	9.1	\$800	\$7,280.00
A. Zalev, Managing Director	67.7	\$750	50,775.00
J. Walker, Managing Director	15.5	\$750	11,625.00
M. MacKenzie, Director	46.8	\$575	26,910.00
J. Belcher, Director	47.5	\$575	27,312.50
J. Nevsky, Director	51.1	\$525	26,827.50
M. Brouwer, Senior Associate	43.6	\$375	16,350.00
C. Kroach, Associate	15.0	\$325	4,875.00
	<u>296.3</u>		<u>\$171,955.00</u>
Add: Out of pocket expenses			<u>114.27</u>
			<u>\$172,069.27</u>
Add: HST @ 13% *			<u>22,363.29</u>
<b>TOTAL INVOICE</b>			<u><b>\$194,432.56</b></u>

*\*Excludes HST exempt out of pocket expenses*

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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 #: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #13  
 HST#: 83158 2127 RT0001



***Comark Inc.***  
**DETAILED SUMMARY - June 21 to 27, 2015**

<b><u>D. Mullett</u></b>		<b><u>Hrs.</u></b>
June 21	Monitor results and sales trends.	0.3
June 22	Monitor results and sales trends; review APA mark-ups; discuss APA mark-ups with A. Zalev.	3.3
June 23	Monitor results and sales trends; APA's with A. Zalev; various bidder discussions; Osler Phase 2 bid summary.	1.8
June 24	Monitor results and sales trends; bidder update and strategy discussions with A. Zalev; discussion re: Salus; purchaser financing with A. Zalev.	1.9
June 25	Monitor results and sales trends; leases with A. Zalev; purchaser debt staple; bidder status and strategy discussions with A. Zalev.	1.3
June 26	Monitor results and sales trends.	0.3
June 27	Monitor results and sales trends.	0.2
<b>TOTAL – D. Mullett</b>		<b>9.1 hrs.</b>

<b><u>A. Zalev</u></b>		<b><u>Hrs.</u></b>
June 21	Review of daily and weekly sales results; review of Bridging guarantee information; call with a bidder; review of diligence matters; preparation for attendance at Bootlegger in Vancouver.	2.3
June 22	Travel to Vancouver (50% of time recorded); meetings with a bidder; review and response to extensive emails regarding diligence, process matters and other issues; internal team update calls; discussions and meetings with management; consideration of strategic issues; review of draft APA submissions; discussions with counsel; discussions with D. Mullett; review and response to numerous other emails; preparation of email summary and notes in respect of Draft APA's received.	14.5



*Comark Inc.***DETAILED SUMMARY - June 21 to 27, 2015**

- |         |   |      |
|---------|---|------|
| June 23 | Review of daily sales results; discussion with J. Walker; call with Goodmans; meeting with Gerry; preparation for meetings at Bootlegger; attendance at quarterly bootlegger meetings; attendance on numerous conference calls with bidders to facilitate diligence and other matters; call with HL; internal team update call; review and respond to extensive other emails; further review of draft APA and APA summaries prepared by Osler; travel from Vancouver to Toronto (50% time recorded); call with J. Belcher; review of FX analysis; emails and calls with bidders; review and response to extensive other questions in respect of sale process; emails and discussions with D. Mullett.   | 15.0 |
| June 24 | Review of daily sales results; update discussion with D. Mullett; discussion with J. Walker; call with a bidder and preparation for that call; attendance on call with counsel in respect of strategic planning; numerous emails in respect of sale process; multiple calls with M. Wasserman; discussion with D. Pitts; internal team update call; call with D. Mullett; further strategy call with D. Pitts; preparation for call with a bidder, counsel and others; attendance on call with a bidder, bidder counsel, counsel, the Company and Monitor counsel; discussion with J. Walker; call with M. Wasserman; call with Gerry and J. Belcher; preparation for call with a bidder and HL; call with a bidder and HL; preparation for broader call with a bidder and counsel and advisors; participation on that call; call with McCarthys; call with B. Empey and J. Walker; call with a bidder; call with McCarthys and Osler; call with Management and J. Nevsky; call with Osler; call with J. Belcher; call with M. Wasserman; extensive emails with Salus and Salus counsel; emails with D. Mullett; further discussions with J. Nevsky dealing with diligence matters. | 12.4 |
| June 25 | Review of daily sales results; review of FX analysis; discussions with J. Belcher; discussions with team re: diligence matters; call with Gerry; call with Salus; emails with ██████████; calls with Osler; travel to Comark and attendance at Comark; preparation for meetings and calls with bidders; matters pertaining to lease agreements; participation on lengthy calls with bidder and management; discussions with A&M team; call with Osler; several calls with Osler; extensive dealings with diligence matters; further call with bidder and emails with bidders.   | 11.5 |



*Comark Inc.***DETAILED SUMMARY - June 21 to 27, 2015**

June 26	Review of daily sales results; coordination of diligence matters; internal update call with team; call with D. Mullett; call with A&B; discussions with J. Walker; several calls with management; several calls with bidder; several calls with lenders to bidders; review and comment on various diligence items and materials; continuous and ongoing discussions with respect to bidder agreements; call and discussion with HL; extensive responses to numerous emails; call with a liquidation party at the request of Salus; numerous discussions re: strategy with D. Mullett; various other matters.	10.0
June 27	Review of daily sales results; discussions with bidders; diligence matters; internal calls with A&M team; various other matters.	2.0
<b>TOTAL – A. Zalev</b>		<b>67.7 hrs.</b>

*J. Walker*

		<u>Hrs.</u>
June 22	Various internal discussions and emails; review and sign off re bridging finance advance; review of APAs from bidders and related emails; review of sales and operating results.	3.5
June 23	Review of [REDACTED] letter; call with A. Zalev; conference call with counsel re: preliminary feedback on APAs submitted and go-forward process; various emails and internal discussions.	3.0
June 24	Review of Oslers summaries of bidder APAs; internal discussions with A. Zalev and J. Belcher re: status of due diligence with bidders; conference call with advisors re: APA review and messaging/response to bidders in preparation for final deadline; conference call with Bidder (A&M and HL); conference calls with bidders and advisors re APA feedback; various emails and follow-up discussions with Goodmans; review of cash flow reporting and related internal discussions.	5.5
June 25	Review of bridging advance and sign off; various internal discussions and emails.	1.0
June 26	Review of sales and operating; various internal discussions and emails/calls with counsel re communication with bidders re: deposit transfer requirements; ongoing bidder update discussions in preparation for bid deadline.	2.5
<b>TOTAL – J. Walker</b>		<b>15.5 hrs.</b>



**Comark Inc.****DETAILED SUMMARY - June 21 to 27, 2015**

<u>M. MacKenzie</u>	<u>Hrs.</u>
<p>June 21      Email to C. Kroach regarding cash flow related matters; review emails from C. Chryssoulakis regarding correspondence received regarding the termination of A. Saunders (former employee) and related emails to C. Fell; email K. Wharram in follow-up to enquiry regarding KERP/RRSP; email C. Chryssoulakis in response to enquiry; review and respond to various other emails; and update draw request and disbursement schedules for information provided by [REDACTED].</p>	3.5
<p>June 22      Emails with R. Dhoat regarding reconciliation of pre-filing balance for [REDACTED] (supplier); meet with A. DeSouza and U. Raina to review documents provided by overseas vendors and update draw request and disbursement schedules accordingly; review schedule of actual disbursements as compared to forecast and follow-up on discrepancies with R. Dhoat; discussion with N. Lewis regarding Rogers account enquiry and qualification of KERP as lump sum payment for the purposes of allowing employees to make RRSP contributions from their KERP and related emails with K. Wharram; review [REDACTED] schedule of payments to be made to [REDACTED] and [REDACTED] vendors, reconcile same to Company's schedule, update schedule and send same to [REDACTED]; meet with A. Catinas to review and discuss documents provided by domestic vendors and update draw request and disbursement schedules accordingly; prepare schedule of disbursements to suppliers for the current week and circulate same; call with C. Fell regarding TD's counsel's fees and related discussion with N. Lewis; and prepare detailed schedule to support portion of June 18<sup>th</sup> draw request related to supplier payments.</p>	9.0



**Comark Inc.****DETAILED SUMMARY - June 21 to 27, 2015**

- June 23      Discussion with K. Sturino regarding cash balance, near term cash requirements and current week draw requests to be made; meet with A. DeSouza to review and discuss documents submitted by overseas vendors and update draw request and disbursement schedules accordingly; emails with K. Wharram regarding KERP/RRSP related matters and follow-up discussions with N. Lewis; email to [REDACTED] (supplier) to respond to enquiry; call with K. Peters regarding [REDACTED] Agreement, related email and discussion with N. Lewis, and related email with A. Zalev; update from J. Belcher regarding draft Asset Purchase Agreement submissions; review [REDACTED] account reconciliation, review same with A. Catinas, summarize discrepancies as compared to vendor schedule and email vendor in response to enquiry; discussion with A. Catinas to review documents submitted by domestic suppliers and update draw request and disbursement schedules accordingly; and prepare schedule of payments to be made to suppliers for the remainder of the week and circulate same.      8.5
- June 24      Email with N. Lewis regarding the timing of meeting to discuss DC facility/e-commerce facility analysis; call with internal working group regarding the status and go-forward plan in respect of various matters; review emails from [REDACTED] and update disbursement schedule accordingly; review email and memo from TD's legal counsel; emails with J. Belcher and C. Kroach regarding draw request; email to C. Kroach with information necessary to respond to creditor enquiry; and communications with R. Dhoat regarding requests from [REDACTED] for debit memos to be applied against upcoming payments to a supplier.      7.8



*Comark Inc.***DETAILED SUMMARY - June 21 to 27, 2015**

June 25	Discussion with N. Lewis regarding leases and diligence related matters; meet with N. Lewis, G. Bachynski, G. Kruitwagen and A. Zalev to review and discuss analysis of status quo distribution centre/ecommerce/direct-to-store distribution system as compared to the same done by a third party service provider; meet with A. DeSouza and U. Raina to review documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; email responses to creditor enquiries; prepare detailed schedule to support supplier related portion of June 24 <sup>th</sup> draw request; discussion with A. DeSouza regarding [REDACTED] and regarding [REDACTED] proposal regarding revised payment schedule; respond to email from Gowlings regarding [REDACTED]; prepare schedule of supplier related disbursements planned for today and tomorrow; and circulate same; review schedule of domestic deliveries scheduled for near term and update draw request and disbursement schedules accordingly; and prepare schedule of supplier related payments scheduled for period June 26 <sup>th</sup> to 30 <sup>th</sup> and circulate same.	9.8
June 26	Meet with A. DeSouza and U. Raina to discuss matters regarding revised payment proposal submitted by Kashion (supplier); review and comment on email from G. Bachynski regarding response to request from potential bidder, related emails with A. Zalev, related discussion with J. Belcher, meet with G. Bachynski and J. Belcher regarding same, and revise same in respect of comments from A. Zalev; meet with A. Catinas to review and discuss pre-filing amounts owing to Kashion in association with enquiry from Gowlings; review documents submitted by domestic suppliers and update draw request and disbursement schedules accordingly; meet with A. DeSouza and U. Raina to review and discuss documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; prepare schedule of planned supplier related disbursements for next week and circulate same; respond to enquiry from former employee; discussion with N. Lewis regarding [REDACTED] Agreement; draft email response to [REDACTED] and related email to G. Bachynski and A. DeSouza; emails with A. Zalev and J. Nevsky regarding enquiry from Osler regarding employee related matters; and email to creditor in response to enquiry.	8.2
<b>TOTAL – M. MacKenzie</b>		<b>46.8 hrs.</b>



*Comark Inc.***DETAILED SUMMARY - June 21 to 27, 2015***J. Belcher*

June 22	Review of SISP requests and store-by-store quartile analysis; call with [REDACTED] and N. Lewis to review additional information requests and questions; call with bidders to discuss diligence items; calls with Oslers to discuss contract cure costs and approach; call with J. Nevsky and M. Brouwer to discuss diligence requests; calls with N. Lewis re: diligence requests; additional call with [REDACTED] review of [REDACTED] follow-up diligence requests; review of bid submissions and mark ups of APA's received.	8.8
June 23	A&M internal update call re: APA's received; calls with bidders regarding diligence and status; working on analysis to isolate foreign exchange component in Q1 actual results to illustrate strength of Q1 results versus prior year and plan; working on other diligence requests and analysis; update calls with HL and A&M, etc.; calls with N. Lewis to review FX analysis and other diligence requests.	13.5
June 24	Calls with bidder to review the foreign exchange analysis request; calls with N. Lewis regarding FX analysis and status with bidders; calls with bidders and HL, Goodmans and Oslers to review feedback on APA's received, continued SISP diligence work; work on 2014/2015 foreign exchange sales bridge in response to bidder request; cleaning up Q1 FX file to make available in data room.	10.1
June 25	Call with bidders regarding banner FX analysis, feedback from credit process, etc.; work on 2013/2014 FX analysis bridge for bidder request; call with A. Zalev; response to lender diligence requests; calls with J. Nevsky and M. Brouwer to review diligence requests and outstanding items.	4.1



*Comark Inc.***DETAILED SUMMARY - June 21 to 27, 2015**

June 26	Complete 2013/2014 FX analysis bridge for bidder and send; review of email for and meeting with G. Bachnynski and M. MacKenzie regarding response to bidder request; review of working capital historical FX analysis with J. Nevsky; working on estimate of closing/opening balance sheet in response to bidder request; call with A. Zalev and liquidator re status update; call with A. Zalev to review working capital FX analysis and opening balance sheet analysis; providing same to bidders; meetings with N. Lewis re: diligence requests and review of response re: purchase analysis.	9.9
June 27	Review of [REDACTED] appraisal report and comparison to previous version; call with bidder re working capital requirements; debrief call with A. Zalev on same.	1.1
<b>TOTAL – J. Belcher</b>		<b>47.5 hrs.</b>

J. NevskyHrs.

Jun 22	Correspondence with [REDACTED] regarding guarantee requests; discussion with J. Belcher and M. Brouwer regarding diligence requests; review of KPMG prepared trial balance data to prepare quarterly quartile report with M. Brouwer; call with B. Anand, D. McCluskey, N. Lewis to discuss Guarantee Request #4 and update on sale process; discussions with N. Lewis and K. Sturino regarding outstanding diligence requests; discussions with Stern regarding pro-forma forecast and working capital estimates; discussions with J. Kim and L. Wingkun regarding data site and diligence requests; discussions with C. Fell regarding leases and cure costs; review of stayed accounts payable amounts related to leases, liens and other real estate liabilities for cure cost estimate and discussions regarding same with K. Hughes and N. Lewis; follow-up call with B. Anand regarding Bridging facility; review of guarantee request with J. Walker; review of KPMG's working capital report with K. Lewis and A. Catinas and prepare summary of FX impact; review of cure cost estimate with C. Fell; prepare and execute guarantee certificates with N. Lewis and J. Walker.	10.5
Jun 23	Correspondence with G. Kruitwagon regarding vendor inquiry; discussions with A. DeSouza and U. Raina regarding Welson and Automobile guarantees; discussions with J. Belcher and M. Brouwer regarding outstanding diligence requests; review of invoices related to store construction and correspondence with L. Greinke and L. Hryciuk regarding same; discussions with C. Fell regarding IP and patents and other legal diligence.	2.0





**Comark Inc.**  
**DETAILED SUMMARY - June 21 to 27, 2015**

- Jun 24 Update call with A&M team; correspondence with J. Kim and L. Wingkun regarding Bridging Credit Agreement and related documents; review cash flow variance report and revised forecast with C. Kroach and M. Brouwer; discussions with K. Sturino regarding working capital FX review; review Bridging Borrowing Report with M. Brouwer and finalize with N. Lewis; review Guarantee Request and related purchase order with M. Brouwer and A. DeSouza; call with A. Zalev, B. Anand and D. McCluskey to discuss and approve Guarantee Request #5 and update on sale process; call with C. Fell, A. Zalev and McCarthy's to discuss due diligence requests; follow-up discussions with A. Zalev, C. Fell and N. Lewis regarding legal diligence and material contracts, collect and review leases with M. Brouwer and N. Lewis and arrange for scanning with C. Fell; discussions with N. Lewis regarding material contracts and review of same. 13.6
- Jun 25 Call with D. Yuska to discuss [REDACTED] purchase orders and related guarantee certificate; discussions with C. Fell regarding leases and material contracts due diligence requests; discussion with M. Brouwer and J. Belcher regarding outstanding diligence requests; various discussions and correspondence with J. Kim and L. Wingkun regarding data site and collection of diligence documents; discussion with B. Anand regarding Bridging guarantees; discussion with J. Belcher regarding employee related diligence requests and discussions regarding same with C. Chryssoulakis; review working capital summary with FX details and discussions regarding same with K. Sturino; discussion with D. Badour (McCarthy's) regarding leases and material contracts; execute Guarantee #5 with M. Brouwer, N. Lewis and J. Walker; review quarterly financial summary with real estate data with M. Brouwer; correspondence with M. McLean and A. DeSouza regarding second group of [REDACTED] purchase orders for guarantee request; collect and review leases with C. Kroach and D. Badour of McCarthy's. 13.0



**Comark Inc.****DETAILED SUMMARY - June 21 to 27, 2015**

Jun 26	Discussions with N. Lewis regarding outstanding diligence requests; update call with A&M team; discussions with D. Badour regarding lease review and other diligence requests; various discussions and correspondence with Houlihan regarding data site and diligence documents; discussions with A. Zalev regarding leases and legal diligence; meeting with C. Chryssoulakis and N. Lewis to discuss HR relates diligence requests; collect and review leases with A. Hachey; meeting with N. Lewis and J. Webster regarding IT diligence requests and review of files to be uploaded to data site; follow-up conversations with C. Fell and D. Badour regarding legal diligence; review of store listing and lease costs with D. Badou; discussions with D. Yuska regarding [REDACTED] purchase orders and related guarantees; discussions with C. Kroach and M. Brouwer regarding cash flow forecast model and weekly reporting.	10.0
Jun 27	Discussions and correspondence with C. Fell and D. Badour regarding diligence; discussions with N. Lewis regarding diligence; review monthly interest calculation due to Bridging Capital.	2.0
<b>TOTAL – J. Nevsky</b>		<b>51.1 hrs.</b>

**M. Brouwer**

June 22	Respond to information requests from potential purchasers; review of store data for monthly sales, operating expenses, COGS, EBITDA and preparation of quarterly analysis for the most recent 13 quarters by store; team update calls with A. Zalev, M. MacKenzie, J. Nevsky, J. Belcher to discuss status of file, outstanding information requests from potential purchasers and plan for the week; update call with N. Lewis, J. Nevsky and bridging finance team to discuss Guarantee Request packages and preparation of same.	9.1
June 23	Review of purchase orders and supporting documentation for bridge financing requests, preparation of Guarantee Request packages including review of quantities ordered, price per unit and expected delivery dates; preparation of responses to information requests from potential purchasers including specific quarterly store performance for most recent 13 quarters.	8.9



**Comark Inc.****DETAILED SUMMARY - June 21 to 27, 2015**

June 24	Preparation of responses to information requests from potential purchasers including preparing detailed store performance analysis by quarter; review of store location and related lease information including square footage, basic rent, lease expiration and location; prepare a report, per potential purchaser's request, that summarizes quarterly performance by store and includes store lease information; review of various Guarantee Request packages, review of purchase orders, unit price, quantity of items and expected delivery date; update calls with team; update call with J. Nevsky and bridge financing team regarding guarantee requests; Identification of leases to be uploaded to the data room; collection of paper file lease agreements and sorting lease documents to packages to be scanned into the data room per potential purchaser requests.	12.1
June 25	Drafting responses to requests from potential purchasers including preparation of lease documents for the data room for top performing stores by banner; meet with A. Matthews (Comark) to review account mapping to calculate 4 wall contributions by store from provided trial balances; meeting with N. Lewis (Comark) and J. Nevsky to discuss approach to responding to outstanding information requests from potential purchasers; review of various bridge finance Guarantee Request packages including review of PO numbers, unit quantities, price per unit and expected delivery dates.	8.1
June 26	Review of purchase orders and supporting documentation for phase 2 Guarantee Request packages including review of PO numbers, unit quantities, price per unit and expected delivery dates; review of cash flows, bank statements, disbursement reports and variance analysis reporting for the week; update meeting with team to discuss status of file and information requests from potential purchasers.	5.4
<b>TOTAL – M. Brouwer</b>		<b>43.6 hrs.</b>

**C. Kroach****Hrs.**

June 22	Prepare variance reporting for prior week; review of bank statements; assistance with due diligence requests; internal call with J. Belcher, J. Nevsky and M. Brouwer.	2.2
June 23	Review cash disbursements for prior week; review bank statements; responding to creditor inquiries.	3.1

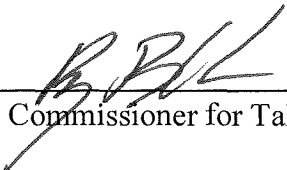


*Comark Inc.***DETAILED SUMMARY - June 21 to 27, 2015**

June 24	Finalize variance report; discussion with J. Nevsky and M. Brouwer regarding cash flow reporting; discussion with M. MacKenzie and K. Sturino regarding funding request; respond to creditor inquiries.	3.7
June 25	Assist DW with due diligence requests; provide real estate leases to DW counsel.	2.5
June 26	Discussion with M. Brouwer regarding variance report; prepare variance report memo.	2.8
June 27	Respond to creditor inquiries.	0.7
<b>TOTAL – C. Kroach</b>		<b>15.0 hrs.</b>



This is Exhibit "N" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
\_\_\_\_\_  
A Commissioner for Taking Affidavits



**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

July 8, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**

**RE: CCAA INVOICE #14 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period June 28 to July 4, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. Mullett, Managing Director	10.6	\$800	\$8,480.00
A. Zalev, Managing Director	40.5	\$750	30,375.00
J. Walker, Managing Director	15.3	\$750	11,475.00
M. MacKenzie, Director	28.8	\$575	16,560.00
J. Belcher, Director	36.0	\$575	20,700.00
J. Nevsky, Director	17.2	\$525	9,030.00
M. Brouwer, Senior Associate	18.2	\$375	6,825.00
C. Kroach, Associate	21.4	\$325	6,955.00
	<u>188.0</u>		<u>\$110,400.00</u>
Add: Out of pocket expenses			<u>895.60</u>
			<u>\$111,295.60</u>
Add: HST @ 13% *			<u>14,432.72</u>
<b>TOTAL INVOICE</b>			<u><b>\$125,728.32</b></u>

*\*Excludes HST exempt out of pocket expenses*

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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 #: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #14  
 HST#: 83158 2127 RT0001

***Comark Inc.***  
**DETAILED SUMMARY - June 28 to July 4, 2015**

<b><u>D. Mullett</u></b>		<b><u>Hrs.</u></b>
June 28	Monitor results and sales trends; bidder update with A. Zalev.	0.8
June 29	Monitor results and sales trends; review final bids.	3.0
June 30	Monitor results and sales trends; review Goodmans' bid summary; bid strategy with A&M team.	1.2
July 1	Monitor results and sales trends; bid strategy.	0.6
July 2	Monitor results and sales trends; review bids; various bidder strategy discussions with A. Zalev and J. Belcher; discussion with J. Walker re: same; call with A. Zalev, J. Belcher and J. Walker; call with Oslers, HL and Goodmans.	3.4
July 3	Monitor results and sales trends; review and discuss bids; various calls with A. Zalev.	1.4
July 4	Monitor results and sales trends.	0.2
<b>TOTAL – D. Mullett</b>		<b>10.6 hrs.</b>

<b><u>A. Zalev</u></b>		<b><u>Hrs.</u></b>
June 28	Matters pertaining to diligence; calls with bidders; internal discussions; review of daily and weekly sales results; various other strategic considerations.	1.8
June 29	Review of daily sales results; internal update call; discussions with bidders pertaining to diligence; numerous internal discussions; calls with D. Mullett and J. Walker; discussion with counsel; review and consideration of final bids received; calls with M. Wasserman; call with J. Walker and J. Belcher; numerous other emails and other matters.	5.0
June 30	Review of daily sales results; further review of bids received; calls from bidders; internal discussions and emails; discussions with Counsel; discussion with D. Mullett; emails with counsel to Salus; call with Salus to update on process; call with J. Belcher; various other strategic matters; numerous other telephone calls and discussions.	5.0
July 1	Further extensive review of bids received including summaries prepared by legal counsel; calls with J. Belcher; discussions with D. Mullett; emails with HL; attendance to numerous other matters.	5.2



*Comark Inc.***DETAILED SUMMARY - June 28 to July 4, 2015**

July 2	Numerous discussions with bidders; numerous discussions with Counsel; numerous internal discussions with J. Belcher, J. Nevsky, D. Mullett, J. Walker; numerous calls to management; several group calls with advisors; calls with Houlihan; ongoing and extensive negotiations with bidders throughout the course of the day; extensive emails; internal consideration of strategic matters; review of APAs considerations of terms and conditions; review of weekly cash flow reporting and calls to discuss same; dealing with emails from the lender; call with Bridging to provide update on process; review of Bridging request; numerous other matters in connection with the sale process.	12.5
July 3	Discussion with J. Walker; emails with M. Wasserman; extensive discussions with bidders; review of revised bids; discussions with A&M team; discussions with counsel; numerous discussions with D. Mullett; various operating issues; extensive negotiations and discussions with bidders; discussions with HL; consideration of strategic matters; various other emails and telephone calls.	9.0
July 4	Review of APAs; various emails and discussions; other matters.	2.0
<b>TOTAL – A. Zalev</b>		<b>40.5 hrs.</b>

*J. Walker***Hrs.**

June 29	Various internal update discussions re: status of bidders; review of bids submitted and APAs; various discussions with Goodmans re: process and preliminary comparison bids; follow-up internal discussions.	3.5
June 30	Detailed review of final bids; conference call with Goodmans, conference call with Oslers; various discussions with counsel re: treatment of deposits; review of Bridging request; review of sales and ops reports.	3.0
July 2	Review of Houlihan summary of Final Bids; conference call with advisors and Company to review bids/strategy; various internal discussions; review and signature of bridging advance; review of cash flow reporting and sales/operations report; internal discussions/calls, conference call advisor group to set strategy for resubmission of bids by competing bidders; various discussions with Goodmans.	3.5





**Comark Inc.****DETAILED SUMMARY - June 28 to July 4, 2015**

July 3	Various internal discussion and conference calls with Goodmans and advisors; review and comments on APA submitted by lead bidder and follow-up calls with Goodmans; various emails, discussions with Cadillac Fairview re: SISP process and timing.	3.5
July 4	Preparation for and attend conference calls with Goodmans and group of advisors re: proposed revisions to lead bidder APA and approach to outstanding items; related follow-up emails and discussions.	1.8
<b>TOTAL – J. Walker</b>		<b>15.3 hrs.</b>

**M. MacKenzie****Hrs.**

June 28	Emails with K. Peters regarding ██████████ Agreement; email A. Desouza regarding debit memos requested by ██████████ in respect of certain ██████████ vendors; and review and respond to numerous other emails.	2.8
June 29	Email to ██████████ regarding proposal from ██████████ (supplier) regarding revised payment terms and related discussion with A. DeSouza; emails with R. Dhoat regarding ██████████ Commissions; meet with A. Desouza to review and discuss documents submitted by overseas vendors and update draw request and disbursement schedules accordingly; prepare schedule of payments to be made to ██████████ and ██████████ vendors, reconcile to similar schedule provided by ██████████ and email Q. Leung of ██████████ regarding same; attend weekly department heads meeting; prepare schedule of supplier payments to be made for the remainder of the week and circulate same; and review and respond to various emails.	7.0
June 30	Meet with U. Raina to review and discuss documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; update disbursement schedule for information provided by ██████████; call with K. Sebastian Crowe of Gowlings LLP regarding ██████████; review schedules of payments to domestic suppliers and update draw request and disbursement schedules accordingly; prepare schedule of supplier related disbursements to be made during the remainder of the week and circulate same; and review and respond to emails.	4.3



*Comark Inc.***DETAILED SUMMARY - June 28 to July 4, 2015**

July 2	Various emails from [REDACTED]; review borrowing base calculation, discussion with K. Sturino regarding draw request and related emails; meet with A. DeSouza and U. Raina to review and discuss documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; review July and August [REDACTED] delivery schedules and update draw request and disbursement schedules accordingly; meet with A. Catinas to discuss documents submitted by domestic suppliers and update draw request and disbursement schedules accordingly; review offers submitted by bidders and Houlihan Loukey summary schedule of same and related emails with A. Zalev; call with internal working group to discuss various matters; prepare schedule of planned supplier related disbursements and circulate same; and various discussions with C. Kroach to assist in the preparation of revised cash flow projections;.	7.2
July 3	Call with J. Walker to discuss upcoming report to Court; call with internal working group to discuss various matters; respond to emails from [REDACTED] and related communications with A. DeSouza; meet with A. DeSouza and U. Raina to review and discuss documents received from overseas suppliers and update draw request and disbursement schedules accordingly; review various documents submitted by domestic suppliers, related discussions with A. Catinas and update draw request and disbursement schedules accordingly; various discussions regarding revised cash flow projections; prepare schedule of planned supplier related disbursements for next week and circulate same; and work on next report to Court and related communications.	7.5
<b>TOTAL – M. MacKenzie</b>		<b>28.8 hrs.</b>
 <b><u>J. Belcher</u></b>		
June 28	Call with bidder re: working capital and assumed liabilities; call with A. Zalev and bidder to provide general updates and answer questions.	1.3



**Comark Inc.****DETAILED SUMMARY - June 28 to July 4, 2015**

June 29	Planning call with A. Zalev; response to lender requests; coordinating responses to Oslers on follow-up contract requests; call with M. Wasserman on updates; call with J. Walker on status updates; call with bidder re: deposit status; meeting with N. Lewis to review questions and analysis from potential lender; call with N. Lewis and potential lender on same; receipt and initial review of final bids from bidders; initial analysis of value under bids; call with A. Zalev and J. Walker on same; meeting with G. Bachynski on same; call with N. Lewis re: update on bids received.	7.5
June 30	Review of Goodmans prepared bid summary; calls with Goodmans and J. Walker to discuss process and timelines for internal review; call with Goodmans, J. Walker and Oslers to discuss timelines for internal review; call with N. Lewis re: Salus info requests and status; call with A. Prunier regarding info requests; update calls with A. Zalev; call with C. Kroach regarding latest estimate of closing lender claim; call with A. Zalev and Salus re: bids received.	7.1
July 1	A&M update call with A. Zalev, C. Kroach and J. Nevsky; detailed review of bidder APA; calls with A. Zalev.	2.1
July 2	Detailed review of other bidder APA; call with A. Zalev and D. Pitts in advance of group call; group call with A&M, Goodmans, Oslers, HL and management to review bids and response strategy; review of funding requests; call with N. Lewis regarding lender info requests and inventory accounting methodology; call with S. Abitan re: APA issues and information requests; multiple calls with bidders regarding SISP submissions and multiple internal/team update calls re: strategy and messaging.	9.7
July 3	Internal update call with A. Zalev, C. Kroach, M. Brouwer and M. MacKenzie re process updates and status of bids, information requests and updated cash flow forecasts; calls with bidders regarding revised proposals; internal call with Goodmans, A&M, HL and Oslers to review revised proposals and discuss communications and strategy; call with management and bidder to discuss operational and business issues with respect to APA mark-up; call with C. Fell re: APA questions; review of Oslers proposed mark-up of APA.	7.1
July 4	Call with Goodmans and A&M to review edits to APA; group call with Oslers, A&M, Goodmans and Company to review APA; review of revised cash flow/lender claim estimate and providing comments on same.	1.2
<b>TOTAL – J. Belcher</b>		<b>36.0 hrs.</b>



*Comark Inc.***DETAILED SUMMARY - June 28 to July 4, 2015**

<u>J. Nevsky</u>	<u>Hrs.</u>
June 29	4.0
Review Bridging facility interest calculation for June and discuss with N. Lewis; numerous discussions and correspondence with C. Fell and N. Lewis regarding McCarthy's diligence requests and review of material contracts and employee related questions; discussions with G. Kruitwagen regarding material contracts related to logistics vendors; discussions with A. DeSouza and M. Brouwer regarding guarantee requests; correspondence with L. Wingkun, J. Kim and C. Chryssoulakis regarding HR related diligence requests; review of material contracts related to IT and discussions with J. Webster regarding same; review of bids and bid letters and related discussions with C. Fell and J. Walker.	
June 30	6.6
Discussions with B. Anand regarding Bridging June interest payment; review Bridging Borrowing Base Report and finalize June interest calculation and discussions with N. Lewis regarding same; call with R. Cyr and N. Lewis regarding leases and other real estate related matters; discussion with M. Brouwer and C. Kroach regarding cash flow variance report and forecast; discussions with M. Brouwer regarding [REDACTED] guarantee requests and review of same; discussion with C. Fell regarding Company's review of leases; discussions with D. Yuska regarding [REDACTED] guarantee request and requirement to have unique SKU's for identification; call with N. Lewis to update on real estate related matters; correspondence with R. Cyr on L'Esplanade Laurier, Ottawa location.	
July 1	3.5
Discussions with A. Zalev regarding bids received; update call with A. Zalev, C. Kroach, J. Belcher; review of cash flow variance report and revised forecast and discussions with M. Brouwer and C. Kroach regarding same; finalize and submit Bridging Guarantee Request #6; review of Welson and Automobile purchase orders and correspondence with A. DeSouza regarding same.	
July 2	2.6
Group update call regarding bids received with Houlihan, Osler, Goodmans and A&M; call with C. Kroach, A. Zalev and M. Brouwer to review and finalize weekly cash report; call with Bridging and A. Zalev to provide update and approve Request #6.	
July 3	0.5
Call with D. Yuska regarding [REDACTED] guarantee request and requirement to have unique SKU's.	
<b>TOTAL – J. Nevsky</b>	<b>17.2 hrs.</b>



*Comark Inc.***DETAILED SUMMARY - June 28 to July 4, 2015***M. Brouwer*

June 29	Review of bridge financing guarantee request packages including review of POs, unit price, product type and expected delivery date; review of weekly cash flows and preparation of cash flow variance reports and discussions with C. Kroach regarding same.	5.2
June 30	Review of weekly cash flows and preparation of detailed variance report analysis to most recent budget; review of guarantee request packages and updating various packages for changes in POs including units, price and expected delivery date; preparation of weekly cash flow variance analysis and preparation of cash flow reporting package including follow-up on various line item variances; follow-up with A. Dinella and K. Sturino regarding supporting files for cash flow analysis; call with C. Kroach to review cash flow reporting package and update to J. Nevsky re same.	5.7
July 1	Review final versions of various guarantee request packages; review of comments on draft cash flow variance analysis.	0.6
July 2	Finalizing cash flow weekly variance analysis and update with team regarding same; discussion with N. Lewis and C. Kroach regarding cash flow package; update meeting with bridge financing team to discuss review/approval of the most recent guarantee request package and provide general update.	2.1
June 3	Preparation of revised 13 week cash flow supporting schedules with C. Kroach; analysis of purchasing reports (open PO's, in transit, delivered) and determination of payment terms for inclusion in revised cash flow forecasts and review of detailed payment term support.	4.6
<b>TOTAL – M. Brouwer</b>		<b>18.2 hrs.</b>

*C. Kroach*

		<u>Hrs.</u>
June 29	Prepare variance reporting for prior week; review of bank statements; provide assistance to M. Brouwer regarding variance report; respond to creditor inquiries.	2.1
June 30	Respond to creditor inquiries; discussions with J. Nevsky and M. Brouwer regarding variance report.	2.1
July 1	Review and update cash flow reporting files.	3.6

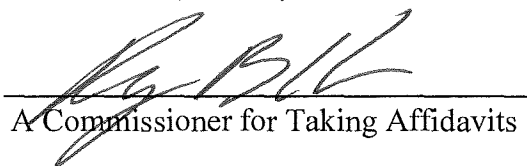


**Comark Inc.****DETAILED SUMMARY - June 28 to July 4, 2015**

July 2	Finalize variance report with M. Brouwer and J. Nevsky; discussion with N. Lewis on variance report; preparing funding request with K. Sturino; collect information for reforecasting 13-week cash flow; discussion with A. Catinas regarding AP, in-transit and on order schedules; updating 13-week cash flows with appropriate schedules; review 13-week cash flow model.	8.1
July 3	Meet with N. Lewis to review collections forecast for 13 week cash flow model; internal call with A. Zaley, M. MacKenzie, J. Belcher and M. Brouwer; update and stress-testing 13-week cash flow model; bridge revised 13-week cash flow model with approved budget dated May 6, 2015.	5.5
<b>TOTAL – C. Kroach</b>		<b>21.4 hrs.</b>



This is Exhibit "O" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits



**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

July 15, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #15 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period July 5 to 11, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. Mullett, Managing Director	6.3	\$800	\$5,040.00
A. Zalev, Managing Director	51.5	\$750	38,625.00
J. Walker, Managing Director	14.5	\$750	10,875.00
M. MacKenzie, Director	47.6	\$575	27,370.00
J. Belcher, Director	5.4	\$575	3,105.00
J. Nevsky, Director	30.8	\$525	16,170.00
M. Brouwer, Senior Associate	27.5	\$375	10,312.50
C. Kroach, Associate	24.2	\$325	7,865.00
	<u>207.8</u>		<u>\$119,362.50</u>
Add: HST @ 13%			<u>15,517.13</u>
<b>TOTAL INVOICE</b>			<b><u>\$134,879.63</u></b>

*\*Excludes HST exempt out of pocket expenses*

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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 #: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #15  
 HST#: 83158 2127 RT0001



***Comark Inc.***  
**DETAILED SUMMARY - July 5 to 11, 2015**

<u><b>D. Mullett</b></u>		<u><b>Hrs.</b></u>
July 5	Monitor results and sales trends.	0.3
July 6	Monitor results and sales trends; review updated bidder submission and discuss same with A. Zalev; strategy call re: APA with A. Zalev.	1.6
July 7	Monitor results and sales trends; emails with A. Zalev and J. Walker re: HL and buyer status.	0.8
July 8	Monitor results and sales trends; status update and issues call with A. Zalev.	1.1
July 9	Monitor results and sales trends; F/X discussion with A. Zalev; APA discussion with A. Zalev.	1.0
July 10	Monitor results and sales trends; F/X review and discussion with A. Zalev.	1.2
July 11	Monitor results and sales trends.	0.3
<b>TOTAL – D. Mullett</b>		<b>6.3 hrs.</b>

<u><b>A. Zalev</b></u>		<u><b>Hrs.</b></u>
July 5	Review of daily and weekly sales results; discussions with purchaser and discussions with company counsel; review of issues raised by purchaser; review of blackline asset purchase agreement.	3.0
July 6	Review of daily sales results; numerous discussions with A&M team on purchase matters; calls and discussions with D. Mullett and J. Walker; calls and discussions with Osler; review of APA; call with counsel to discuss APA; calls with purchaser to discuss APA; calls with Salus to provide update on process; further review of APA; review of another bidder's purchase agreement; call with HL; internal consideration of strategic matters; further call with all parties re: APA; call with a potential bidder; extensive emails regarding various matters; review of cash flow forecast and discussions regarding same; revisions to cash flow forecast.	8.5
July 7	Review of daily sales results; call with management; preparation for call with Salus; call with Salus; participation on lengthy call to review APA with management; call with purchaser; participation on lengthy call with counsels to negotiate outstanding matters pertaining to APA; call with purchaser; call with HL; call with a bidder; review and response to numerous other emails.	8.0



*Comark Inc.***DETAILED SUMMARY - July 5 to 11, 2015**

July 8	Review of daily sales results; internal update call with team; call with Gerry; further call with Gerry; call with Gerry and purchaser; call with purchaser; review of various emails; preparation for call with Bridging; discussions with J. Walker and M. Mackenzie; review of various diligence matters; review of cash flows; call with bridging; review of emails from CEO counsel; discussion with Gerry; numerous other calls and emails and discussions.	9.5
July 9	Attendance at company and participation in meetings with purchaser and management; extensive negotiations of purchase agreement; numerous calls with counsel and internal discussions.	10.0
July 10	Extensive negotiations of purchase agreement; numerous discussions with company; numerous discussions with A&M team; numerous discussions with Osler; numerous discussions with Goodmans; participation on group calls; Calls and discussions with purchaser and purchaser's counsel; review of cash flow forecasts; review of working capital matters; numerous other discussions, emails and telephone calls.	10.5
July 11	Further review of purchase agreement; call with J. Walker; call with M. Wasserman; review and respond to numerous emails; call with purchaser.	2.0
<b>TOTAL – A. Zalev</b>		<b>51.5 hrs.</b>

*J. Walker*

		<u>Hrs.</u>
July 6	Review of bridging advance; review of various drafts of lead bidder APA and conference call with advisors and Company; separate calls with Goodmans regarding APA.	2.5
July 7	Various emails and internal discussions; updates with Goodmans and review of sales reports.	1.0
July 8	Review of draft Fourth Court Report outline and content requirements; review and sign off of bridging advance; follow-up discussions with Goodmans re: need for HL report and Monitor's draft recommendation re: sale; various internal discussions re: all in preliminary forecast to closing; review of sales and operations reporting; review of cash flow reporting.	3.0



*Comark Inc.***DETAILED SUMMARY - July 5 to 11, 2015**

July 9	Review of PWC re-draft of agreement; conference calls with Oslers and Goodmans and follow-up discussions and emails; review of revised APA by Oslers to PWC; various emails and internal discussions.	3.0
July 10	Review of draft vesting order and related emails; update discussions with A. Zalev re: potential additional lease disclaimer and TD FX and collateral deposits; review of draft recommendation letter to board re: PWC transaction; review and comments to HL presentation; internal discussions and conference call with Goodmans and Oslers re: discussions with PWC on outstanding APA issues.	3.0
July 11	Review of revised APA; conference call with Oslers and follow-up with Goodmans; related emails and internal discussions.	2.0
<b>TOTAL – J. Walker</b>		<b>14.5 hrs.</b>

*M. MacKenzie*

July 6	Emails to Q. Leung of [REDACTED] to respond to enquiries; respond to supplier enquiries; work on draft fourth report to Court (the "Fourth Report"); emails with K. Sturino and A. Catinas regarding Brinks; call with internal working group regarding revised cash flow projections and other related matters; various calls and emails with C. Kroach regarding variance analysis for Fourth Report; and various discussions regarding information required for the Fourth Report and timing of same.	8.0
July 7	Review and respond to various emails; meet with G. Bachynski, N. Lewis and A. Zalev (via dial-in) to review and discuss the draft Asset Purchase Agreement ("APA") and related follow-up discussions; meet with A. DeSouza and U. Raina to review and discuss documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; discussion with A. Catinas regarding treatment of [REDACTED] pre-filing balance and related emails; email to [REDACTED] regarding [REDACTED] payment terms; call with C. Fell to enquire regarding closing agenda; work on draft Fourth Report and related call with J. Walker; prepare schedule of supplier related disbursements planned for remainder of week and circulate same; review commission invoices submitted by [REDACTED] and schedule same for payment; review overview of Phase 1 Letter of Intent and Phase 2 APA reports prepared by the Financial Advisor and incorporate information in same into draft Fourth Report; and emails with A. Zalev regarding Fourth Report.	11.8



*Comark Inc.***DETAILED SUMMARY - July 5 to 11, 2015**

- July 8 Call with internal working group to discuss updated cash flow forecast and estimated Lender Claims at closing; meet with J. Walker to review and discuss draft Fourth Report; various communications with [REDACTED], G. Bachynski and A. DeSouza regarding Kashion payment terms; emails with A. Catinas regarding supplier payments; review schedule of actual payments made to suppliers July 3 through 7<sup>th</sup> and update disbursements schedule accordingly; review various supplier related emails and update draw request and disbursement schedules accordingly; prepare schedule of supplier payments to be made during the period July 8 through 10 and circulate same; prepare schedule of payments to be made to [REDACTED] and [REDACTED] vendors, reconcile same to schedule provided by [REDACTED] and circulate same; and call with A. DeSouza regarding various matters. 9.0
- July 9 Review variance analysis and cash flow related information for draft Fourth Report and related internal discussions; attend meeting with G. Bachynski, A. Zalev and others to meet with representatives of Purchaser; discussion with A. Zalev regarding GST audit; discussion with K. Sturino and others regarding draw request; meet with A. DeSouza and U. Raina to review and discuss documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; review domestic supplier near term delivery schedules with A. Catinas and update draw request and disbursement schedules accordingly; prepare schedule of supplier payments to be made July 10 to 15 and circulate same; communications with A. Catinas regarding payment of [REDACTED] commissions; discussions with internal working group regarding cash flow projections and estimated Lender Claims at Closing and related discussions regarding foreign exchange rates and amounts not yet included in cash flow forecast, call with C. Kroach regarding draw request and response to Salus enquiries regarding same; discussion with N. Lewis regarding [REDACTED] legal fees and certain other professional fees; and meet with N. Lewis to discuss matters regarding foreign exchange hedging contracts and ability to transfer same to Purchaser. 10.8



**Comark Inc.**  
**DETAILED SUMMARY - July 5 to 11, 2015**

July 10	Call with internal working group to discuss the status and go-forward plan regarding various matters; prepare detailed supporting schedule to supplier related components of draw requests made on July 2 <sup>nd</sup> and 9 <sup>th</sup> ; meet with A. DeSouza and U. Raina to review and discuss documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; review documents submitted by domestic suppliers with A. Catinas and update draw request and disbursement schedules accordingly; meet with N. Lewis to discuss foreign exchange hedges, banking related matters and inventory count required by APA; meet with G. Bachynski and A. DeSouza to discuss go-forward plans and payment terms with [REDACTED]; update call with internal working group; meet with N. Lewis to follow-up in respect of foreign exchange hedges, related communications with TD and other matters; various communications with D. Zilinskas regarding bag supplier and related discussion with N. Lewis; and communications with C. Reid and N. Lewis regarding supplier related matters.	8.0
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**TOTAL – M. MacKenzie** **47.6 hrs.**

**J. Belcher**

July 5	Review of mark-up from bidder.	0.6
July 6	Email correspondence and reviewing updated cash flow related to estimate of lender claim.	0.5
July 7	Update and status call with A. Zalev; call with C. Kroach re: cash flows; call with J. Nevsky and bridging team regarding SISP update; other email correspondence.	0.8
July 8	Review and responding to various email correspondence; call with G. Bachnyski and A. Zalev regarding general updates and SISP status; update call with A&M team to discuss status; update call with A&M team to review cash flow forecast, estimated lender claim and fees.	1.6
July 9	Review of email correspondence; review of latest draft of SISP APA; review of working capital estimates; call with C. Kroach re: updating working capital forecasts; review of revised draft.	1.9

**TOTAL – J. Belcher** **5.4 hrs.**



**Comark Inc.**  
**DETAILED SUMMARY - July 5 to 11, 2015**

<u>J. Nevsky</u>	<u>Hrs.</u>
<p>July 6      Discussions with K. Hughes and C. Kroach regarding [REDACTED] request for deposit and review of invoices regarding same; discussions with A. DeSouza regarding [REDACTED] purchase orders; review purchase orders and summary with M. Brouwer and submit Guarantee Request #7 to Bridging; correspondence with S. Haworth and N. Lewis regarding insurance related information; discussions with C. Kroach and M. Brouwer regarding cash management, restricted cash account and other treasury related matters; review of revised cash flow forecast with A. Zalev, C. Kroach and J. Belcher; discussions with C. Fell and N. Lewis regarding APA schedules and diligence requests from Stern; review of revised bid submitted my bidder and discussion regarding same; review and finalize updated cash flow forecast with C. Kroach to be submitted to A. Prunier; discussions with D. Yuska regarding [REDACTED] purchase orders and process to ensure that guaranteed orders will have unique SKU's; discussions with C. Fell regarding APA and related schedules.</p>	7.6
<p>July 7      Discussions with A&amp;M team regarding revised cash flow and forecast lender claim; draft summary of Bridging Guarantees and related items for upcoming Monitor's Report and related discussions with M. MacKenzie; call with A. Zalev, C. Kroach and A. Prunier to discuss revised cash flow forecast and forecast lender claim and associated legal costs; call with B. Anand, D. McCluskey, J. Belcher regarding Bridging Guarantee and sale process update; call and follow-up discussions with R. Cyr and C. Fell regarding cure costs and outstanding liens; review of stores with R. Cyr and T. Hall to identify locations that may be at risk of having liens registered against them; discussion with S. Kassam regarding schedules, contracts and employee related diligence.</p>	4.2
<p>July 8      Call with C. Fell to discuss liens and properties to search for other potential registrations; A&amp;M update call with A. Zalev, J. Belcher, C. Kroach, M. MacKenzie; call to discuss cash flows with C. Kroach, M. Brouwer and A. Zalev; discussion with C. Chryssoukalis regarding employee benefits information requested by Stern; follow-up discussions with A. Prunier regarding revised cash flow and forecast lender claim; finalize Guarantee #7 with J. Walker and N. Lewis; prepare Borrowing Base Report and review with M. Brouwer and N. Lewis; call with vendor inquiring about Bridging Guarantees and update on sale process and CCAA; correspondence with C. Fell, R. Cyr and T. Hall regarding properties to search for potential liens; correspondence with N. Lewis and M. Brouwer to revise and finalize cash flow variance report and revised forecast.</p>	4.5



**Comark Inc.****DETAILED SUMMARY - July 5 to 11, 2015**

July 9	Meetings throughout the day with G. Bachynski, A. Zalev, N. Armstrong, S. Kassam and various other members of the Comark team to discuss a number of operational, real estate and financial related matters related to the APA as well as the post-closing business; discussions with K. Sturino and B. Giamou regarding tax schedules; various discussions with N. Lewis and M. Brouwer regarding material contracts and related schedule for APA and review of same; various discussions with C. Chyssoulakis regarding employee benefits, material contracts and other diligence items; review of material contracts schedule with M. Brouwer and C. Fell; various discussions with S. Kassam regarding follow-up diligence requests; discussions with M. MacKenzie and C. Kroach regarding cash flow forecast to be included in upcoming Monitor's Report and review of same; review of working capital balances with C. Kroach; discussions with R. Cyr regarding lease listings and other real estate related matters; follow-up discussions with C. Fell on APA and schedules.	11.0
July 10	Discussions with C. Chyssoulakis regarding workers compensation boards and clearance certificates from all provinces; correspondence with M. Brouwer regarding cure costs; discussions with R. Cyr and T. Hall regarding store constructions and tenant allowance; discussions with D. Cairns of Stern regarding working capital, financial diligence and KPMG report; call with S. Dyck [REDACTED] to discuss guarantees related [REDACTED] purchase orders and requirement to have unique SKU's and follow-up discussion with D. Yuska of Bootlegger; A&M group update call; review of Bridging guarantees with A. Prunier; correspondence with T. Hall regarding TD Centre Calgary and related construction; review of stores and cash flows for locations discussed with Stern.	3.5
<b>TOTAL – J. Nevsky</b>		<b>30.8 hrs.</b>

**M. Brouwer**

July 6	Finalizing bridge financing guarantee request number 7; preparing bridge financing report summary; preparation of weekly cash flow variance analysis, follow-up with N. Lewis regarding KERP payments; discussions with team regarding weekly cash flow forecasts and revised budget; discussions regarding sales process and outstanding information requests from potential purchasers.	4.9
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*Comark Inc.***DETAILED SUMMARY - July 5 to 11, 2015**

July 7	Call with bridge finance team to discuss general status of the file and guarantee requests; preparation of cash flow variance report including weekly cash flow to budget analysis and investigation of timing vs permanent differences.	4.4
July 8	Update meeting with team to discuss draft asset purchase agreement, weekly cash flow and next steps; finalizing cash flow reporting package and review of same with team and N. Lewis; preparation of draft schedules for the draft asset purchase agreement.	5.3
July 9	Review of schedules to draft asset purchase agreement; revising various schedules to the asset purchase agreement per discussions with team and Comark management; calls with C. Kroach regarding cash flows, income statement forecasts, balance sheet forecasts and working capital adjustment calculation and projections.	4.7
July 10	Meeting with C. Grant to discuss outstanding cure costs for leases including store number, vendor name, invoice detail etc.; meeting with K. Sturino, N. Lewis and M. MacKenzie to discuss cash management system and options for cash management system transition upon close of the asset purchase agreement; meeting with K. Sturino, N. Lewis and M. MacKenzie to discuss requirements for inventory confirmation pursuant to the draft asset purchase agreement; drafting of inventory confirmation approach memo for N. Lewis; update meetings with team to discuss plan forward and list of outstanding items.	8.2
<b>TOTAL – M. Brouwer</b>		<b>27.5 hrs.</b>

*C. Kroach*

		<u>Hrs.</u>
July 6	Finalizing revised 13 week cash flow forecast; call with M. Brouwer regarding variance report; call with A. Zalev, J. Nevsky and M. MacKenzie to discuss 13 week cash flow.	5.2
July 7	Call with M. Brouwer regarding variance report; call with A. Zalev, J. Nevsky and Salus Capital to discuss lender claim and revised 13 week cash flow; internal call with J. Belcher.	2.8



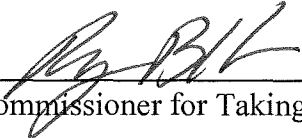


**Comark Inc.****DETAILED SUMMARY - July 5 to 11, 2015**

July 8	Internal call with A. Zalev, M. MacKenzie, J. Nevsky and M. Brouwer; discussions with D. Zilinskas regarding supplier purchases; updating court schedules related to 13-week cash flow; updating internal lender claim projections; reviewing loan ledger; discussion with B. Giamou regarding bank accounts and term deposits; discussion with M. Brouwer regarding variance report; preparing summary schedule of future inventory budget; finalizing variance report with M. Brouwer.	5.6
July 9	Updating charts for Court Report related to 13-week cash flow; updating lender claim; internal call with A. Zalev, J. Nevsky and M. MacKenzie; call with J. Belcher to discuss lender claim and working capital estimates; preparing working capital estimates; updating internal 13-week cash flow forecast and preparing estimate of lender claim; reviewing funding request; emailing with Salus to discuss funding request; reviewing FX and hedging contracts; discussion with J. Nevsky on working capital forecast.	5.8
July 10	Discussion with D. Zilinskas regarding supplier related issues; internal call with A. Zalev, J. Nevsky, M. MacKenzie, J. Belcher and M. Brouwer; preparing schedule of inventory purchases at the PO level; internal call with A. Zalev, J. Nevsky, M. MacKenzie, J. Belcher and M. Brouwer; revising working capital forecast; reviewing June financial book; providing diligence files to Osler.	3.7
July 11	Updating KPMG workbook with June trial balance amounts.	1.1
<b>TOTAL – C. Kroach</b>		<b>24.2 hrs.</b>



This is Exhibit "P" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits



Alvarez & Marsal Canada Inc.  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

July 22, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #16 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period July 12 to 18, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. Mullett, Managing Director	7.4	\$800	\$5,920.00
A. Zalev, Managing Director	59.0	\$750	44,250.00
J. Walker, Managing Director	22.0	\$750	16,500.00
M. MacKenzie, Director	49.3	\$575	28,347.50
J. Belcher, Director	30.0	\$575	17,250.00
J. Nevsky, Director	56.0	\$525	29,400.00
M. Brouwer, Senior Associate	27.5	\$375	10,312.50
C. Kroach, Associate	27.5	\$325	8,937.50
	<u>278.7</u>		<u>\$160,917.50</u>
Add: Out of pocket expenses including airfare, mileage, meals, parking and telephone costs.			<u>3,709.31</u>
			<u>\$164,626.81</u>
Add: HST @ 13%*			<u>21,048.99</u>
<b>TOTAL INVOICE</b>			<u><b>\$185,675.80</b></u>

*\*Excludes HST exempt out of pocket expenses*

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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 #: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #16  
 HST#: 83158 2127 RT0001

**Comark Inc.**  
**DETAILED SUMMARY - July 12 to 18, 2015**

<u>D. Mullett</u>		<u>Hrs.</u>
July 12	Monitor results and sales trends; discuss alternate strategies with A. Zalev and emails with A. Zalev, J. Walker and Goodmans regarding same.	0.9
July 13	Monitor results and sales trends; status and issue discussion with A. Zalev.	0.7
July 14	Monitor results and sales trends; APA status with A. Zalev.	1.1
July 15	Monitor results and sales trends; impact interest rate cut on F/X with A. Zalev; purchaser status discussion with A. Zalev; various APA discussions and emails.	2.1
July 16	Monitor results and sales trends; lease assign plan with A. Zalev.	1.2
July 17	Monitor results and sales trends; F/X impact discussion with A. Zalev; updated forecast plan with A. Zalev.	0.9
July 18	Monitor results and sales trends; update on forecast status.	0.5
<b>TOTAL – D. Mullett</b>		<b>7.4 hrs.</b>

<u>A. Zalev</u>		<u>Hrs.</u>
July 12	Review of daily and weekly sales results; review of emails and discussions with purchaser; preparation for call with purchaser and purchaser counsel; review of APA; call with purchaser, purchaser counsel and vendor counsel.	3.0
July 13	Review of daily sales results; internal update call and discussions with A&M team; call with purchaser and counsel; call with purchaser; call with Osler; several calls with Osler; several discussions with purchaser; consideration of issues in respect of competition matters and lease consents.	10.5
July 14	Review of daily sales results; call with Osler; call with Aird & Berlis; extensive, ongoing negotiations in respect of the Asset Purchase Agreement; numerous telephone discussions with all parties, including management, purchaser, Osler, Goodmans; Salus and others; extensive discussions with all members of the A&M team; consideration of strategic alternatives and other matters.	12.5



*Comark Inc.***DETAILED SUMMARY - July 12 to 18, 2015**

July 15	Review of daily sales results; discussions re APA; call re: FX matters; call with purchaser to negotiate purchase agreement; preparation for and participation on board call; extensive, ongoing negotiations in respect of the Asset Purchase Agreement; numerous telephone discussions with all parties, including management, purchaser, Osler, Goodmans; Salus and others; extensive discussions with all members of the A&M team; consideration of strategic alternatives and other matters.	12.0
July 16	Review of daily sales results; call re treasury matters; call re: real estate matters; review of leases assignment plan; extensive, ongoing negotiations in respect of the Asset Purchase Agreement; numerous telephone discussions with all parties, including management, purchaser, Osler, Goodmans; Salus and others; extensive discussions with all members of the A&M team; consideration of strategic alternatives and other matters; matters pertaining to execution of APA.	9.5
July 17	Review of daily sales results; internal team update call; numerous calls with Osler; call to discuss landlord strategy; call to discuss operating matters; call to discuss press release matters; review of draft press release; call re cash flow; call re: various other matters; commence work and review on court materials; numerous discussions with purchaser; various other matters.	10.0
July 18	Review of daily sales results; call with Osler; matters pertaining to closing and integration; review of cash flow forecast and call re: same.	1.5
<b>TOTAL – A. Zalev</b>		<b>59.0 hrs.</b>

*J. Walker*

		<u><b>Hrs.</b></u>
July 12	Various emails and discussions/updates.	1.0
July 13	Various internal discussions re: outstanding APA items; conference call with Oslers and follow-up with Goodmans; update re: status re: cash flow, Salus position at various closing dates, TD FX program, leases to be disclaimed, landlord consent approach and discussions with █████ re: deposits held by Monitor and related emails.	2.5



*Comark Inc.***DETAILED SUMMARY - July 12 to 18, 2015**

July 14	Review of Oslers latest draft APA; internal discussions re: Tier A and B lease schedule/consent requirements, indicative working capital and competition provisions; discussion with counsel re: preliminary draft of Court Report; various emails and related follow-up.	3.0
July 15	Review of PWC latest version draft of APA; conference call with Oslers and Goodmans re: outstanding matters to be finalized/negotiated; internal discussions and follow-up re: final agreement on APA; review and final comments re: schedules to APA including indicative working capital and tier A & B leases; review of bridging reporting and related discussions with Goodmans in preparation for Salus call; conference call with Salus together with Goodmans and Oslers to review and recommend PWC transaction; review and finalize/sign Monitor's recommendation to Board in support of PWC transaction; review of Oslers revisions to HL package for Board; various emails and internal discussions and related follow-up.	5.0
July 16	Review of sales and operational reports; review and comments re: draft vesting order and assignment order; review of cash flow reporting; review of draft affidavit prepared by Oslers; numerous emails and internal discussions.	3.5
July 17	Review and comments of landlord consent agreement and covering letter followed by conference call with Goodmans re: comments/revisions; discussion with A. Zalev and J. Nevsky re: landlord consent process and timing and approach re: cure payments; review of revised draft affidavit materials and call with M. MacKenzie re: comments/areas for focus; discussions with Goodmans [REDACTED] in connection with proposed stay extension and timing of return of [REDACTED] deposit.	4.5
July 18	Review and comments re: draft affidavit and press release; various internal discussions and discussion with Goodmans; various related emails.	2.5
<b>TOTAL – J. Walker</b>		<b>22.0 hrs.</b>



*Comark Inc.*  
**DETAILED SUMMARY - July 12 to 18, 2015**

*M. MacKenzie*

**Hrs.**

July 13	<p>Communications with M. Brouwer regarding inventory count arrangements at the closing of the sale transaction; discussions with N. Lewis regarding the foreign exchange contracts and the Company's ability to realize on their value and the underlying security at or prior to closing, related email from TD and related internal communications; email from C. Chryssoulakis regarding letter received from the Ministry of Labour of Ontario; review memo from N. Lewis regarding the proposed inventory count procedure; emails with A. DeSouza and G. Bachynski regarding Kashion (supplier) and related email from [REDACTED]; prepare schedule of supplier related disbursements planned for the remainder of the week and circulate same; call with M. DeLellis regarding various matters; emails with N. Lewis regarding banking related matters; emails with Osler, N. Lewis and TD Bank regarding TD's legal counsel's fees; communications with R. Dhoat and A. Catinas regarding certain disbursements and regarding documents received from domestic suppliers; meet with U. Raina to review documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; communications with A. Catinas regarding on order report; work on draft Fourth Report to Court (the "Fourth Report") and related enquiries with J. Belcher and A. Zalev; call with C. Kroach to discuss various cash flow related matters; meet with N. Lewis, K. Sturino and M. Brouwer to review and discuss matters regarding inventory count at closing and banking related matters; call with internal working group to discuss the status and go-forward plan regarding various matters; email A. Zalev regarding banking related matters; and attend weekly department heads meeting.</p>	10.0
July 14	<p>Review weekly variance reporting package; communications with N. Lewis and TD regarding hedging related matters; various emails from [REDACTED]; call with M. DeLellis regarding various matters; update draft Fourth Report, related emails with J. Belcher and A. Zalev, and related discussions with J. Belcher; prepare schedule of payments to be made to [REDACTED] and [REDACTED] vendors, reconcile same to similar schedule provided by [REDACTED] and circulate same; meet with A. Catinas to review and discuss documents submitted by domestic suppliers and update draw request and disbursement schedules accordingly; meet with U. Raina to review and discuss documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; meet with N. Lewis to discuss various matters; and email N. Lewis regarding banking related matters.</p>	7.8



*Comark Inc.***DETAILED SUMMARY - July 12 to 18, 2015**

- July 15      Review and provide comments regarding banking memo, related emails with M. Brouwer and forward same to A. Zaley for follow-up with Purchaser; email to U. Raina regarding suppliers related matters; prepare schedule of supplier related disbursements planned for remainder of the week and circulate same; email to N. Lewis regarding employee related matters; call with M. DeLellis regarding hedging, review and summarize related documents, follow-up email regarding same, related discussions with N. Lewis, prepare draft email to TD regarding same, and related communications with internal working group; call with N. Lewis, C. Kroach and TD regarding hedging related matters, related follow-up communications with J. Walker, discussions with A. Zaley, and various related follow-up emails with internal working group; various emails with A. Catinas regarding supplier related matters; prepare letter to Board regarding sale process results and proposed successful bidder; prepare schedule of supplier related disbursements planned for the remainder of the week and circulate same; review revised APA; and review variance analysis for inclusion in Fourth Report and related discussions with C. Kroach. 8.5
- July 16      Various emails from A. DeSouza and ██████████; meet with A. Catinas to review and follow-up on various disbursements made to suppliers and to review and discuss documents submitted by domestic suppliers and update draw request and disbursement schedules accordingly; meet with U. Raina to review and discuss documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; prepare schedule of supplier related disbursements to be made during the remainder of the week and circulate same; communications with Osler regarding draft affidavit; review draft Approval and Vesting Order; email from J. Walker regarding Bridging request; call with R. Baulke regarding draft Fourth Report; review and incorporate comments from Goodmans regarding draft Fourth Report; email to A. Singels-Ludvik regarding wire transfer to return deposit to unsuccessful bidder; email from N. Lewis regarding hedging and related emails among internal working group; emails with ██████████ regarding various matters in respect of amounts paid/to be paid to certain ██████████ vendors; communications with M. Brouwer regarding bag supplier; and email tax numbers to Osler for inclusion in APA. 8.0





**Comark Inc.****DETAILED SUMMARY - July 12 to 18, 2015**

July 17	Call with N. Lewis, C. Chryssoulakis and Purchaser's benefits administrator; various emails with A. Singels-Ludvik, A. Zalev and J. Walker regarding wire transfer to return deposit to unsuccessful bidder; call with Longview, G. Bachynski and A. Zalev regarding press release and related call with C. Fell; call with C. Fell regarding various matters; call with J. Walker regarding draft affidavit; internal emails regarding hedging information and email information to Purchaser; emails with J. Nevsky and A. Zalev regarding additional leases to be disclaimed; work on draft Fourth Report; review and provide comments regarding draft affidavit; call with internal work group regarding the preparation of an extended cash flow forecast; call with C. Kroach regarding cash flow related matters; various communications with J. Walker regarding draft Fourth Report; email Bridging and Variance sections of draft Fourth Report to J. Nevsky for comment; various communications with J. Belcher to request information required for Fourth Report; and send draft Fourth Report to J. Belcher for comment on the SISP and APA sections.	10.5
July 18	Review and provide comments regarding revised draft affidavit and related emails with internal working group regarding same; emails with J. Nevsky and J. Belcher regarding draft Fourth Report; emails with N. Lewis and C. Chryssoulakis regarding employee related information request made by Purchaser; emails with A. Zalev to make enquiries regarding information required for Fourth Report; circulate draft Fourth Report to J. Belcher, J. Nevsky and A. Zalev for review and comment; and emails with C. Kroach regarding professional fees budget.	4.5
<b>TOTAL – M. MacKenzie</b>		<b>49.3 hrs.</b>

**J. Belcher**

July 14	Review of revisions to APA regarding lease adjustment provisions; review of APA with respect to cure costs and working capital; review of updated working capital summary/detailed files; calls with A&M and Oslers regarding lease adjustment mechanism and wording; call with S. Abitan and A. Zalev regarding cure costs; call with A. Zalev and bidder regarding treatment of cure costs in working capital; review of weekly reporting and comparison to lender claim estimates.	7.6
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**Comark Inc.****DETAILED SUMMARY - July 12 to 18, 2015**

July 15	Calls with Osler, A&M and Goodmans to review mark-ups to APA; calls with A. Zalev and bidder regarding status and outstanding issues; review of various iterations of markups to APA; review of updated schedules to APA; internal update calls with A&M teams; call with A&M, Osler, Goodmans and Salus to review APA; call with A. Zalev and G. Bachynski regarding APA; attendance at Board call to review and approve transaction.	7.5
July 16	Calls regarding outside date selection in APA; call with A&M, Oslers and R. Cyr regarding lease assignment process and planning; update calls with A&M teams regarding status of various work streams; review of final version of APA and schedules; discussions/analysis regarding f/x position and value/strategy on hedges; call with Oslers on lease assignment planning; call with A. Zalev and Stern regarding excluded assets.	5.1
July 17	Update calls with A. Zalev; calls with G. Bachynski, buyers and J. Nevsky regarding operational discussions and proposed structure; calls with A. Zalev, M. MacKenzie, G. Bachynski and Longview Communications regarding communications plan/press releases; call/meeting with A. Zalev, G. Bachynski and A. Desouza regarding supplier communication and planning, etc.; call with Oslers and A&M regarding real estate lease assignment process; call with C. Fell regarding non-real estate contract assignment process; call with M. Brouwer on same; review of Bridging Agreement to assess assignment/termination provisions.	7.3
July 18	Review of draft Affidavit and review of Monitor's Fourth Report; providing comments on same; review of revised cash flow and call with A. Zalev, C. Kroach and J. Nevsky on same.	2.5
<b>TOTAL – J. Belcher</b>		<b>30.0 hrs.</b>



**Comark Inc.**  
**DETAILED SUMMARY - July 12 to 18, 2015**

<u>J. Nevsky</u>	<u>Hrs.</u>
<p>Jul 13</p> <p>Correspondence and discussions with N. Armstrong regarding groups of real estate leases and stores excluded from APA; call with A. Zalev and the Stern Group to review APA, schedules, leases and other real estate matters; correspondence with T. Hall, R. Cyr and C. Fell regarding lien searches; discussions with Stern Group regarding APA and attached schedules; call with R. Cyr, Comark real estate team and Osler to discuss lease disclaimers and consent packages; review of real estate schedules with R. Cyr; discussions with M. Brouwer regarding landlord cure costs and related schedules; prepare and review working capital schedules and review of KPMG data books; group update call with A&amp;M team to discuss FX, cash flow, lender claim and related matters; further discussion with N. Armstrong regarding group of real estate leases and certain banking related matters; discussions with N. Lewis regarding vendor payments and related invoices; call with C. Fell regarding groups of real estate leases and related changes required for APA and follow up correspondence; review of APA real estate schedule; review of June trial and related working capital accounts with C. Kroach; call with S. Kassam regarding working capital schedules.</p>	<p>10.5</p>
<p>Jul 14</p> <p>Call with J. Belcher to discuss APA and related schedules, real estate matters and working capital; review of real estate schedules and discussion with M. Brouwer regarding same; discussions with A. Zalev regarding real estate and working capital schedules and revise same; correspondence with N. Lewis and N. Armstrong regarding TD banking matters; call with S. Kassam regarding APA schedules; discussions with A. Zalev and M. Brouwer regarding real estate grouping and four wall cash flows; correspondence with S. Kassam regarding working capital schedules; correspondence with N. Armstrong regarding June results and related schedules; call with A. Zalev and S. Kassam regarding APA; review and update schedule of purchase orders under guarantee and discussions with N. Lewis regarding same; call with B. Empey to discuss working capital and related schedules; multiple calls with A. Zalev, N. Armstrong and S. Kassam to review APA changes and related schedules; review of draft cash flow forecast and variance analysis.</p>	<p>8.2</p>



**Comark Inc.****DETAILED SUMMARY - July 12 to 18, 2015**

- Jul 15      Discussions with R. Cyr and A. Hachey regarding landlord and real estate matters and review of store listing; review APA and update schedules; finalize Bridging Borrowing Base Report with N. Lewis; group call with A&M, Goodmans and Osler to review APA and related matters; review of cash flow and variance report with M. Brouwer and C. Kroach and draft update email for Salus; call with M. Mackenzie, C. Kroach, N. Lewis, K. Sturino and TD to discuss treasury transition and related matters; review purchase orders and prepare Bridging Guarantee Request #8 and discussions with A. DeSouza regarding same; correspondence with N. Armstrong on material contracts; finalize APA schedules and circulate to Osler and Goodmans; finalize cash flow report with A. Zalev; discussions with C. Fell regarding APA schedules and related matters; review of purchase orders under Guarantee and discussions with A. DeSouza and M. McLean regarding same.      9.2
- Jul 16      Correspondence with C. Chryssoulakis regarding employee information and review of same; discussions with M. MacKenzie regarding employee and benefit matters; discussions with C. Fell regarding lease disclaimers and stores excluded from APA; finalize Bridging Guarantee Request #8 with J. Walker and N. Lewis; group call with Comark real estate team, Osler and A&M to discuss real estate transition matters; call with N. Lewis, M. Mackenzie, A. Zalev, C. Kroach and Stern Group to discuss treasury transition and related matters; call with R. Cyr, A. Zalev and Stern Group to discuss real estate and related transition; review of cure cost schedules with M. Brouwer and R. Cyr; correspondence with M. Brouwer and C. Fell on material contracts; call with J. Belcher and A. Zalev to discuss real estate transition plan and FX related matters; discussions with N. Lewis and G. Kruitwagen regarding various operational and transition; various correspondence with B. Anand on Bridging Facility and current Guarantees.      10.6



**Comark Inc.****DETAILED SUMMARY - July 12 to 18, 2015**

Jul 17	Discussion with M. MacKenzie regarding real estate and excluded stores; review and edit landlord consent packages; A&M group update call; correspondence with J. Belcher regarding Bridging Facility and transition of purchase orders on close; review of real estate cure cost schedules and discussions with A. Catinas and A. Hachey on same; call with G. Bachynski, A. Zalev, J. Belcher and Stern Group to discuss operational transition and related matters; A&M team call to discuss revised cash flow to be included in Monitor's Report to Court; call with Osler and A&M team; discussions with C. Fell and D. Michaels regarding lease disclaimers, assignments, cure costs and related matters; discussions with A. Hachey regarding landlord and store listing and cure cost schedules; review material contracts and determine potential costs associated with the assignment of contracts; finalize landlord consent packages; prepare list of real estate costs and invoices to review in relation to cure costs schedule.	9.5
Jul 18	Review of revised cash flow; review Monitor's Report to Court, draft sections related to cash flow and Bridging and provide comments; review list of landlords, leases and stores; review cure cost schedules and draft action plan for real estate matters; call with J. Belcher, A. Zalev and C. Kroach to review and finalize cash flow report to include in Monitor's Report to Court; review of invoices related to cure cost schedule; discussion with A. Zalev and J. Belcher regarding real estate action plan; review of draft lease disclaimers; review and provide comments on draft affidavit; circulate memo on real estate matters including a reconciliation of stores, leases, disclaimed stores and APA tier's; call with C. Fell and D. Michaels to review master lease schedule and cure cost schedule to prepare for consent packages to be distributed; correspondence with J. Belcher regarding vendor communications.	8.0
<b>TOTAL – J. Nevsky</b>		<b>56.0 hrs.</b>

**M. Brouwer**

July 12	Preparation of draft cash management system transition memo including analysis of various cash management system options.	1.3
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*Comark Inc.***DETAILED SUMMARY - July 12 to 18, 2015**

July 13	Responding to questions regarding the guarantee requests to date; assessment of current cash management system and analysis of potential cash management system alternatives and drafting of memo regarding same; review of inventory confirmation approach with N. Lewis and M. MacKenzie in order to satisfy various asset purchase agreement requirements; meeting with J. Nevsky, Oslers and Comark real estate team to discuss approach for obtaining lease consents; preparation of draft schedules for the asset purchase agreement; compiling various financial information by location which includes 4 wall cash flow by landlord/property manager.	10.1
July 14	Preparation of weekly cash flow reporting package including variance analysis, review of 13 week forecast and reconciling figures to bank balances, review of forecasted weekly cash flow for the next 13 weeks; review of identified variances and assessment/follow up on the nature of the variance (permanent/timing); review of disbursements and collections from prior week and review of borrowing base report provided by K. Sturino; responding to calls from vendors.	8.2
July 15	Calls with vendors to discuss payment terms for upcoming orders; finalizing weekly reporting package and cash flow variance analysis and discussions with N. Lewis regarding same; drafting cash management system transition memo and review of comments from M. MacKenzie regarding same; review and preparation of APA schedules.	5.3
July 16	Preparation of Guarantee request package; calls with Oslers regarding asset purchase agreement and preparation of various schedules.	2.1
July 17	Responding to information requests from Osler and team regarding the asset purchase agreement.	0.5
<b>TOTAL – M. Brouwer</b>		<b>27.5 hrs.</b>
<b><u>C. Kroach</u></b>		<b><u>Hrs.</u></b>
July 12	Reviewing June trial balance amounts.	0.8

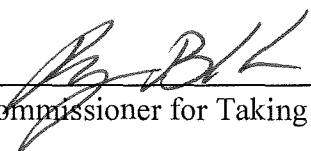


**Comark Inc.**  
**DETAILED SUMMARY - July 12 to 18, 2015**

July 13	Discussion with M. MacKenzie and M. Brouwer regarding Court Report; reviewing funding request; reviewing bank statement and cash disbursements from prior week; discussion with M. MacKenzie regarding on order report; discussion with J. Nevsky regarding working capital estimates; reviewing stayed payables listing; updating working capital schedule for Stern Partners; and internal call with A. Zalev, J. Nevsky, M. MacKenzie and J. Belcher.	5.3
July 14	Finalizing working capital schedule for Stern Partners; providing due diligence items to Stern Partners; discussion with M. Brouwer regarding variance report; review of variance report; comparing actual results to budget provided to Salus; discussion with M. MacKenzie regarding purchases; and responding to creditor inquiries.	4.8
July 15	Updating charts for Court Report related to 13-week cash flow; reviewing final variance report; call with TD, N. Lewis, J. Nevsky and M. MacKenzie to discuss treasury and FX and hedging contracts; call with Aird and Berlis, Salus and A&M to discuss APA; discussion with M. MacKenzie regarding hedging strategy and discussion with J. Belcher on working capital forecast.	5.4
July 16	Meeting with N. Lewis to discuss transition arrangements; meeting with G. Bachynski to sign the APA; reviewing funding request; and discussion with Stern Partners, Comark and A&M team to discuss treasury and hedging contracts.	3.4
July 17	Cataloguing material contract information; responding to creditor inquiries; updating 13-week cash flow forecast; reviewing cash disbursements for prior week; reviewing cash flow forecast prepared by management.	6.7
July 18	Call with A. Zalev, J. Belcher and J. Nevsky discussing the 13-week cash flow forecast; discussion with M. MacKenzie discussing purchases for upcoming week.	1.1
<b>TOTAL – C. Kroach</b>		<b>27.5 hrs.</b>



This is Exhibit "Q" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits





**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

July 28, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #17 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period July 19 to 25, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. Mullett, Managing Director	5.2	\$800	\$4,160.00
A. Zalev, Managing Director	47.4	\$750	35,550.00
J. Walker, Managing Director	17.6	\$750	13,200.00
M. MacKenzie, Director	44.9	\$575	25,817.50
J. Belcher, Director	36.4	\$575	20,930.00
J. Nevsky, Director	52.6	\$525	27,615.00
M. Brouwer, Senior Associate	5.1	\$375	1,912.50
C. Kroach, Associate	30.3	\$325	9,847.50
	<u>239.5</u>		\$139,032.50
Add: HST @ 13%			<u>18,074.23</u>
<b>TOTAL INVOICE</b>			<b><u>\$157,106.73</u></b>

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 Attn: A. Singels-Ludvik  
 Royal Bank PlA, Zaleva, 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 #s: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #17  
 HST#: 83158 2127 RT0001

**Comark Inc.**  
**DETAILED SUMMARY - July 19 to 25, 2015**

<u>D. Mullett</u>	<u>Hrs.</u>
July 19 Monitor results and sales trends; model update with A. Zalev.	0.7
July 20 Monitor results and sales trends; review sale press release; status update with A. Zalev re: DIP lender; discussion with J. Walker re: Court materials.	1.1
July 21 Monitor results and sales trends; post transaction banking; call with A. Zalev re: FX.	0.9
July 22 Monitor results and sales trends; review news articles re: sale announce.	0.5
July 23 Monitor results and sales trends; lease assign status update with A. Zalev; bidder deposit return matters; staffing discussion with A. Zalev and J. Belcher.	0.9
July 24 Monitor results and sales trends; various calls with A. Zalev re: closing issues status.	0.8
July 25 Monitor results and sales trends.	0.3
<b>TOTAL – D. Mullett</b>	<b>5.2 hrs.</b>

<u>A. Zalev</u>	<u>Hrs.</u>
July 19 Review of daily and weekly sales results; review of revised cash flow; call with M. Wasserman; emails with Salus; review of Court report.	2.2
July 20 Review of daily sales results; calls with M. Wasserman; matters pertaining to finalizing Court materials; review of Court Report; several update discussions with A&M team; calls pertaining to landlord disclaimer matters; review of draft press release; issuance of press release; call with purchaser; matters pertaining to competition issues; call to review and discuss cash flow forecast; call with Bridging; discussions with M. MacKenzie re: Court Report; review of supplier letter; various other matters.	10.0
July 21 Review of daily sales results; several update calls with A&M team; extensive review and drafting of Court materials; review of cash flow matters; internal discussions; calls with counsel; calls with Company counsel; matters pertaining to landlords; discussions with Salus; calls with management; discussions with Gerry; calls and discussions with purchaser; various other matters.	9.2



*Comark Inc.***DETAILED SUMMARY - July 19 to 25, 2015**

July 22	Review of daily sales reports; discussions with A&M team; calls and discussions with D. Mullett; further extensive review of draft Court materials and discussions with counsel and others re: same; attendance on various real estate calls and matters; extensive dealing with transitional matters pertaining to closing; discussions with Salus; discussions with Company counsel; review and response to numerous other emails.	9.0
July 23	Review of daily sales results; update call with A&M team; matters pertaining to landlords and suppliers and calls re: same; call re: Comark assignees, etc; call re banking related matters; discussions with management and update; various update calls with A&M team; call with Bridging; numerous other matters.	8.0
July 24	Review of daily sales results; call re: purchaser and its lender and operational matters; discussions with A&M team; call re: banking matters; discussions re: landlord issues; extensive landlord issues; various other calls; consideration of other issues; discussions with purchaser; call with D. Mullett; discussions re: potential purchaser deposit; discussions with J. Walker; various other matters.	7.0
July 25	Review of daily and weekly sales results; various other emails; administrative matters.	2.0
<b>TOTAL – A. Zalev</b>		<b>47.4 hrs.</b>

*J. Walker***Hrs.**

July 19	Various emails and call with Goodmans re: draft affidavit.	0.8
July 20	Review of revised draft affidavit; internal meeting with M. MacKenzie and conference call with Goodmans re: suggested revisions; review of completion act filings, various emails and related follow-up; review and sign lease disclaimers; directions re: return of deposit to [REDACTED] and investment of Stern deposit; meeting with M. MacKenzie to review draft report with follow-up call to Goodmans re: timing; various emails and related follow-up; discussions re: requirements for extended cash flow with A. Zalev and M. MacKenzie.	6.0
July 21	Review and revisions to draft Court Report; conference call with M. MacKenzie to review same; various internal calls and revisions to ECFF; discussions with Goodmans re: draft Report and approach re ECFF; conference call with Goodmans/Oslers.	4.5



*Comark Inc.***DETAILED SUMMARY - July 19 to 25, 2015**

July 22	Review of Goodmans comments/revisions to draft Court Report and respond to notes to draft; followed by conference call to finalize report for circulation to Oslers; internal discussions re: stub cash flow forecast through August 29 and ECFF; review of purchasers draft letter to Competition Bureau; various emails and related follow-up.	4.0
July 23	Various internal discussions; review of Competition Canada notices; discussions with counsel and J. Nevsky re: construction lien/cure cost issues and related follow-up and emails.	1.5
July 24	Various discussion re: █████ deposit return; review of closing agenda; internal discussions, emails and follow-up.	0.8
<b>TOTAL – J. Walker</b>		<b>17.6 hrs.</b>

*M. MacKenzie***Hrs.**

July 19	Call with C. Kroach regarding revised extended cash flow forecast; various internal emails regarding the draft Fourth Report to Court (the "Fourth Report"); various internal emails regarding Osler motion materials, related emails with Goodmans and related call with J. Walker; and review revised affidavit.	3.5
July 20	Discussions with A. Zalev regarding various matters; call with internal working group to discuss cash flow related matters; meet with J. Walker regarding draft affidavit; call with J. Walker, A. Zalev, B. Empey and R. Baulke to review and discuss draft affidavit and various related follow-up emails; various calls with C. Fell regarding draft affidavit; follow-up call with internal working group regarding extended cash flow forecast; communications with A. Singels-Ludvik, A. Zalev and █████ █████ regarding return of deposit funds; review and revise draft Fourth Report and incorporate comments from J. Belcher, J. Walker and A. Zalev; numerous emails regarding press release and letter to employees; call with D. Taneja to discuss documents received from overseas suppliers and update draw request and disbursement schedules accordingly; review information provided by A. Catinas regarding DP documents received from the bank and regarding documents received from domestic suppliers, and update draw request and disbursement schedules accordingly; prepare schedule of supplier related disbursements planned for the remainder of the week and circulate same; meet with J. Walker to review, discuss and revise draft Fourth Report; email response to supplier emails; and email TD and Stern to coordinate call and related discussion with N. Lewis.	10.5



*Comark Inc.***DETAILED SUMMARY - July 19 to 25, 2015**

- July 21 Discussion with N. Lewis regarding various matters; various communications with internal working group regarding presentation of extended cash flow forecast, related call with J. Walker, A. Zalev and C. Kroach; and follow-up call with A. Zalev, J. Belcher and C. Kroach; discussion and related emails with K. Sturino regarding draw request and related internal emails; review draft Fourth Report further and circulate for comment; discussion with A. Catinas regarding payments to domestic suppliers; emails with J. Belcher regarding benefits; call with C. Fell regarding assignment of the banking agreement; various communications with N. Lewis, C. Chryssoulakis, G. Bachynski, Osler and A. Zalev regarding termination of Fiona Horgen and associated arrangements; and call with J. Walker to discuss further revisions to draft Fourth Report. 9.0
- July 22 Call with B. Empey, R. Baulke, A. Zalev and J. Walker to review and discuss Goodmans' comments to draft Fourth Report and incorporate same; communications with C. Fell regarding TD related matters; call with internal working group to discuss the status and go-forward plan regarding various matters; various emails among internal working group regarding cash flows for report to Court; emails with A. Zalev, Osler and G. Bachynski regarding F. Horgen and review promissory note regarding same; meet with U. Raina to review documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; call with J. Walker to discuss cash flow forecast; communications with TD regarding post-closing banking arrangements; prepare schedule of disbursements to be made to suppliers during the remainder of the week and circulate same; and emails with Osler regarding employees on work permits. 9.3



***Comark Inc.***  
**DETAILED SUMMARY - July 19 to 25, 2015**

July 23	Various emails regarding banking related matters; meet with A. DeSouza to discussion ██████ (supplier) related matters; call with A. Zalev regarding various matters; review Osler comments regarding draft Fourth Report; call with internal working group to discuss the status of various matters; finish detailed work plan and provide to A. Zalev for comment; summarize information regarding foreign exchange contracts and proposed go-forward plan and related emails with A. Zalev; call with internal working group and Stern regarding supplier and landlord related matters; call with N. Lewis, K. Sturino, Stern and TD to discuss transition plan in respect of banking services; discuss go-forward matters to Closing with N. Lewis; meet with A. DeSouza and U. Raina to review and discuss various supplier related matters; draft cover email for supplier communication for A. DeSouza; emails with A. Zalev regarding foreign exchange contracts; and emails with TD regarding banking related matters.	6.8
July 24	Call with Stern, N. Lewis, K. Sturino and CIBC regarding banking transition matters and related follow-up discussions with N. Lewis and K. Sturino; call with P. Murphy of TD Merchant Services; meet with A. DeSouza and U. Raina to review and discuss documents submitted by overseas vendors and update draw request and disbursement schedules accordingly; various emails with TD Merchant Services; discussion with K. Hughes regarding outstanding letters of credit with utility companies; emails with A. Singels-Ludvik, A. Zalev and ██████ regarding tracking of mis-directed wire transfers; discussions with A. Catinas regarding documents submitted by domestic suppliers and update draw request and disbursement schedules accordingly; and emails with K. Sturino regarding draw request.	5.8
<b>TOTAL – M. MacKenzie</b>		<b>44.9 hrs.</b>

***J. Belcher***

July 20	A&M internal update call; review of June ending balance sheet and variance relative to monthly balance sheet forecast and methodology; review of revised cash flow forecast; work on supplier communication letter and send to A&M team for comments; reviews of press release and employee communications and providing comments on same; managing of employee communication email distribution; call with C. Fell regarding non-real estate contracts and assignment provisions; making changes to supplier communication letter and sending to Company for review.	8.7
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**Comark Inc.****DETAILED SUMMARY - July 19 to 25, 2015**

July 21	Call with C. Fell regarding supplier communications letter and reviewing changes; call with G. Bachynski regarding same; call with A&M team regarding cash flow forecast scenarios; call with C. Kroach regarding questions on cash flow scenario; calculation of lender claim fees; attending call on real estate assignments; call with A&M team and S. Kassam and N. Armstrong regarding certain operational and closing matters; review of short term cash flows.	6.2
July 22	Review of correspondence with N. Armstrong regarding material contracts and cure amounts; internal A&M update call; call with C. Kroach regarding public cash flow version and reconciliation to extended cash flow; call with B. Anand regarding assumption of Bridging Guarantees; call with N. Lewis regarding assignment of material and non-material contracts; reconciliation of material contract listing and correspondence with N. Armstrong to confirm assignments; review and comment on weekly variance reporting update email.	6.1
July 23	Working through material contract listing and updating with notice and contact information; internal A&M update call; call with A&M team and Stern regarding certain integration matters; call with N. Lewis, K. Sturino, M. MacKenzie, TD and Stern regarding banking requirements; call with A&M and Bridging regarding transfer of guarantee obligations to Purchaser.	7.6
July 24	Internal team updates calls regarding status of various matters; call with C. Kroach regarding status updates and cash flow items; call with J. Nevsky regarding the transition of lease assignments; attending various landlord calls regarding assignments on leases; group call with A&M, Faskens, Company, Purchaser and Osler's regarding lease assignment process and status; call with C. Fell regarding assignments and closing agenda; review of closing agenda and providing comments on same; review of diligence requests from Stern; call with S. Kassam regarding landlord deck and providing comments on same.	7.8
<b>TOTAL – J. Belcher</b>		<b>36.4 hrs.</b>

**J. Nevsky**

July 19	Review and update master real estate schedule; review and update real estate cure cost schedules; review invoices related to cure costs; review information related to liens registered against go-forward stores; prepare and review disclaimer notices.	4.0
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**Comark Inc.**  
**DETAILED SUMMARY - July 19 to 25, 2015**

- |         |   |      |
|---------|---|------|
| July 20 | Numerous calls and correspondence with landlords and property managers regarding disclaimed leases, lease assignments and consent process with R. Cyr throughout the day; A&M group update call; finalize disclaimer notices and discussions with C. Fell and D. Michaels regarding same and other real estate matters; real estate group call with Comark, Osler, Stern, Faskens and Goodmans; call with B. Anand, D. McCluskey, A. Zalev and M. Brouwer to provide update on Bridging and sale process; meeting with L. Hryciuk, E. Murphy, D. Traa, L. Saunders regarding disclaimed stores and other real estate matters; review and update master real estate schedule with R. Cyr and Osler; discussions with C. Chrysoulakis regarding disclaimed stores and employee related matters; discussions with C. Fell regarding disclaimed leases.   | 10.5 |
| July 21 | Numerous calls and correspondence with landlords and property managers regarding lease assignments and consent process with R. Cyr throughout the day; review of master real estate schedule; call with B. Anand regarding Bridging Facility and Court materials; discussions with S. Kassam regarding revolver facility and certain diligence items and other employee related matters; discussions with N. Lewis regarding treasury transition and capital structure; correspondence with J. Belcher regarding Bridging Facility; real estate group update call with Comark, Osler, Stern, Faskens, Goodmans to discuss disclaimers and assignments; discussions with G. Bachynski regarding landlord discussions and transition issues; discussion with N. Lewis regarding Stern Group information requests; call with A. Zalev, J. Belcher, S. Kassam and N. Armstrong to discuss and plan various operational and transition items; finalize Bridging Borrowing Base report with N. Lewis; reconciliation of master landlord schedule with R. Cyr. | 9.0  |
| July 22 | Numerous calls and correspondence with landlords and property managers regarding lease assignments and consent process with R. Cyr throughout the day; review and update master real estate schedule; A&M group call; review of cash flow forecast and variance report and discussion with C. Kroach and M. Brouwer regarding same; update and review real estate master tracking schedule; review and consider proposed terms received back from landlords on disclaimed stores and draft email on same; review of invoices related to liens registered against certain properties and discussion with T. Hall regarding same; discussions with C. Kroach regarding banner overviews and financial information to provide to landlords and review of same.   | 10.6 |





*Comark Inc.***DETAILED SUMMARY - July 19 to 25, 2015**

July 23	Discussions with A. DeSouza regarding Bridging certificates; numerous calls and correspondence with landlords and property managers regarding lease assignments and consent process with R. Cyr throughout the day; review and update master real estate schedule; discussions with J. Walker and B. Empey regarding liens registered on real estate; call with S. Kassam, N. Armstrong, A. Zalev and J. Belcher regarding operation and transition matters; group real estate call with Comark, Osler, Stern, Fasken and Cadillac Fairview to discuss leases and assignment process; call with B. Anand, A. Apps, A. Zalev and J. Belcher regarding Bridging Facility and termination process; various calls and correspondence with C. Fell, S. Di Cresce, D. Michaels regarding lease disclaimers and assignment process; draft summary of disclaimed leases negotiations and discussions and correspondence on same with R. Cyr, G. Bachynski, A. Zalev, N. Armstrong and S. Kassam; review and update master real estate schedule with R. Cyr.	8.5
July 24	Numerous calls and correspondence with landlords and property managers regarding lease assignments and consent process with R. Cyr throughout the day; review and update master real estate schedule; group real estate call with Daoust Vukovich LLP representing Morguard and WAM Properties; group real estate call with Ivanhoe Cambridge; real estate group update call with Comark, Stern, Osler and Faskens; various calls and correspondence with C. Fell, S. Di Cresce, D. Michaels regarding lease disclaimers and assignment process; update and review summary of disclaimed leases and discussions with R. Cyr, A. Zalev and N. Armstrong regarding same; discussions with S. Kassam and N. Armstrong regarding diligence presentation for landlords to assist with consent process; discussions with C. Kroach and R. Cyr and review of landlord diligence presentation; discussions with C. Chryssoulakis regarding disclaimed stores and employee termination notices; review and update master real estate schedule with R. Cyr and discussions on same with D. Michaels; discussions with J. Belcher and A. Zalev regarding assignments and other real estate related matters.	10.0
<b>TOTAL – J. Nevsky</b>		<b>52.6 hrs.</b>

*M. Brouwer*

July 20	Preparation of weekly cash flow reporting package including variance analysis, review of 13 week forecast and reconciling figures to bank balances; responding to calls from vendors.	2.5
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**Comark Inc.**  
**DETAILED SUMMARY - July 19 to 25, 2015**

July 21	Preparation of weekly cash flow variance; review of forecasted weekly cash flow for the next 13 weeks; review of identified variances and assessment/follow up on the nature of the variance (permanent / timing).	1.1
July 22	Review of disbursements and collections from prior week and review of borrowing base report provided by K. Sturino; review of cash flow variance report with C. Kroach.	1.5
<b>TOTAL – M. Brouwer</b>		<b>5.1 hrs.</b>

**C. Kroach**

**Hrs.**

July 20	Discussion with A. Zalev, J. Belcher, M. MacKenzie and J. Nevsky regarding the cash flow forecast for the Court Report; conference call related to landlord matters; internal call with A. Zalev and J. Nevsky; reviewing disclaimed leases from Osler; arranging disclaimer notices to be signed and couriered; preparing cash flow forecast for Court Report; reviewing bank statement and cash disbursements from prior week; reviewing collections forecast with N. Lewis; reviewing loan ledger; assisting M. Brouwer with variance report; revising confidential cash flow for Court Report; discussion with J. Belcher regarding stayed payables; posting documents to the CCAA website; setting up data site for landlord related matters; discussion with M. Brouwer regarding variance report.	7.1
July 21	Updating cash flow forecast for Court Report; discussion with J. Walker, A. Zalev and M. MacKenzie regarding revisions to cash flow forecast; discussion with M. MacKenzie regarding Court Report; reviewing funding request; discussion with J. Belcher regarding non-confidential cash flow forecast; creating a non-confidential cash flow forecast; reviewing variance report with M. Brouwer.	5.4
July 22	Reviewing non-confidential cash flow with J. Belcher; internal call with A. Zalev, J. Belcher, J. Nevsky and M. MacKenzie; discussion with M. Brouwer and J. Nevsky regarding variance report; finalizing variance report and review with N. Lewis; updating notes related to the non-confidential cash flow forecast for the court report; revising the confidential and non-confidential cash flow forecast for Court Report; discussion with K. Hughes related to vendor matters; creating a presentation to landlords on the sale of Comark to Stern Partners.	7.2

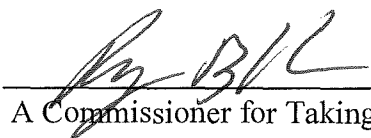


*Comark Inc.***DETAILED SUMMARY - July 19 to 25, 2015**

July 23	Internal call with A. Zalev, J. Belcher, J. Nevsky and M. MacKenzie; updating Comark landlord presentation; responding to creditor inquiries.	4.1
July 24	Reviewing lease agreements; discussion with J. Nevsky and J. Belcher regarding landlord presentation; updating landlord presentation.	5.5
July 25	Finalizing landlord presentation.	1.0
<b>TOTAL – C. Kroach</b>		<b>30.3 hrs.</b>



This is Exhibit "R" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits



**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

August 6, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #18 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period July 26 to August 1, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. Mullett, Managing Director	4.7	\$800	\$3,760.00
A. Zaley, Managing Director	23.2	\$750	17,400.00
J. Walker, Managing Director	5.0	\$750	3,750.00
M. MacKenzie, Director	44.7	\$575	25,702.50
J. Belcher, Director	46.6	\$575	26,795.00
J. Nevsky, Director	9.1	\$525	4,777.50
C. Kroach, Associate	14.1	\$325	4,582.50
	<u>147.4</u>		<u>\$86,767.50</u>
Add: Out of pocket expenses including mileage, meals and parking			<u>682.36</u>
			<u>\$87,449.86</u>
Add: HST @ 13%			<u>11,341.31</u>
<b>TOTAL INVOICE</b>			<u><b>\$98,791.17</b></u>

*\*Excludes HST exempt out of pocket expenses*

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 Attn: A. Singels-Ludvik  
 Royal Bank PlA, Zaleva, 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  
 10202  
 Bank Transit #: 0004  
 Institution #: 0004  
 Account #: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #18  
 HST#: 83158 2127 RT0001

*Comark Inc.*  
**DETAILED SUMMARY - July 26 to August 1, 2015**

<u>D. Mullett</u>	<u>Hrs.</u>
July 26 Monitor results and sales trends.	0.3
July 27 Monitor results and sales trends; review competition board findings.	0.9
July 28 Monitor results and sales trends; various calls with A. Zalev regarding deal re: deal closing status and issues.	1.1
July 29 Monitor results and sales trends; monitor FX risk and movements in Canadian dollars; call with A. Zalev re: FX.	1.2
July 30 Monitor results and sales trends; review media reports on proposed transaction.	0.6
July 31 Monitor results and sales trends.	0.3
Aug 1 Monitor results and sales trends.	0.3
<b>TOTAL – D. Mullett</b>	<b>4.7 hrs.</b>

<u>A. Zalev</u>	<u>Hrs.</u>
July 26 Review of daily sales results; various administrative matters; discussions with A&M team and review and response to emails.	2.0
July 27 Review of daily and weekly sales results; discussions with J. Belcher; internal team update; review and response to emails; call with management; real estate matters.	3.2
July 28 Review of daily sales results; discussion with company counsel; call with management; update discussions with A&M team; call with purchaser; matters pertaining to bridging assignment agreement; various other issues; review and response to numerous other emails.	5.0
July 29 Review of daily sales results; internal team discussions; call with Salus counsel; lengthy discussions with Gerry and purchaser; call with Gerry; call with purchaser; discussions with J. Belcher; discussions with M. Mackenzie; review and response to numerous other emails.	4.0



***Comark Inc.***  
**DETAILED SUMMARY - July 26 to August 1, 2015**

July 30	Review of daily sales results; internal discussions with A&M team; call re: assignment of lease matters; dealing with non-material contracts; discussions with counsel; call with Gerry and call with purchaser; various other matters.	4.0
July 31	Review of daily sales results; matters pertaining to lease assignments; update call with team; monitoring closing matters; review of materials in connection with lease assignments; various other issues; discussions with Gerry; call with J. Belcher; matters pertaining to transition services agreement; various other matters.	4.0
Aug 1	Review of daily and weekly sales results; various other emails; administrative matters.	1.0
<b>TOTAL – A. Zalev</b>		<b>23.2 hrs.</b>

**J. Walker**

**Hrs.**

July 28	Review of landlord materials and update from J. Belcher; call with Goodmans in preparation for hearing on August 29 <sup>th</sup> .	1.0
July 29	Preparation for and attend court for approval of APA, distribution order, and stay extension; follow up call with J. Belcher and M. MacKenzie re: landlord assignments, TD merchant agreement, upcoming August 13 hearing and reporting.	2.0
July 30	Review of draft affidavit re: Forced Assignment; conference call with Goodmans to review comments and revisions; follow up call with Goodmans re: report planning.	2.0
<b>TOTAL – J. Walker</b>		<b>5.0 hrs.</b>



*Comark Inc.*

**DETAILED SUMMARY - July 26 to August 1, 2015**

*M. MacKenzie*

**Hrs.**

- |         |   |      |
|---------|---|------|
| July 27 | <p>Emails with P. Murphy of TD Merchant Services to provide requested information; emails with K. Sturino regarding draw request; emails with K. Sturino regarding information in respect of inventory count; numerous emails with A. Singels-Ludvik and with [REDACTED] regarding the return of wire transfers; communications with N. Armstrong regarding information required by TD Merchant Services; emails with S. Kassam regarding inventory count planning; call with S. Kassam, N. Armstrong and K. Sturino regarding inventory count planning; call with N. Armstrong, A. Bhatnagar of TD Merchant Services and K. Sturino regarding TD Merchant Services transition matters; prepare schedule of supplier related disbursements for the week; and attend to various other matters.</p>   | 5.0  |
| July 28 | <p>Meet with A. DeSouza and U. Raina to review documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; call with A. Zalev regarding missing wire transfers, various related emails, call with M. Davids of Statestreet and follow-up call with A. Zalev and M. Davids; calls with C. Fell regarding banking, insurance and other miscellaneous matters; review information provided by A. Catinas regarding disbursements to domestic suppliers and update draw request and disbursement schedules accordingly; prepare schedule of supplier disbursement scheduled for the remainder of this week and circulate same; review [REDACTED] schedule of payments to [REDACTED] vendors and prepare related schedule from Company records, reconcile and provide same to [REDACTED]; meet with K. Sturino and C. Chryssoulakis regarding various matters associated with preparation for the closing of the sale transaction; email from J. Carhart and related discussion with C. Fell; several calls with C. Fell to discuss TD Merchant Services related matters, cash management process and various other matters in preparation for Court attendance tomorrow; review commission schedules provided by [REDACTED]; emails from G. Bachynski, C. Chryssoulakis and K. Sturino regarding vacation pay accrual and related discussions with K. Sturino and C. Chryssoulakis.</p> | 11.3 |





*Comark Inc.***DETAILED SUMMARY - July 26 to August 1, 2015**

- July 29 Call with J. Walker regarding report and lease assignments; call with A. Zalev and J. Belcher regarding the status and go-forward plan regarding various matters; meet with A. DeSouza, U. Raina and supplier [REDACTED]; meet with K. Sturino to discuss various outstanding matters; call with E. Randle of TD to discuss various issues to be addressed prior to the closing of the sale transaction; discussion with K. Hughes regarding outstanding letters of credit and utility deposits and follow up communications with TD; call with P. Murphy of TD Merchant Services; calls with C. Fell regarding various matters; review documents received from A. Catinas submitted by domestic suppliers and update draw request and disbursement schedules accordingly; prepare schedule of supplier related disbursements planned for the period July 30 to August 4, 2015 and circulate same; discussions with C. Chryssoulakis regarding the preparation of the Disclosure Statement; various emails regarding wired funds; and emails from K. Sturino and N. Armstrong regarding payroll accounts and election to be filed. 9.8
- July 30 Various emails with TD Merchant Services regarding [REDACTED], [REDACTED], [REDACTED], follow-up call with P. Murphy and related internal discussions; call with C. Fell regarding various matters; call with J. Belcher and Goodmans to review and discuss cover letter to landlords regarding assignment motion; discussion with C. Chryssoulakis regarding Disclosure Statement; various discussions with K. Sturino regarding closing preparation matters; call with CIBC, N. Armstrong and K. Sturino regarding banking transition matters; call with N. Armstrong and K. Sturino regarding various matters in association with preparation for the closing of the sale transaction; emails with A. Zalev regarding Transition Services Agreement and various other matters; review draft affidavit and provide comments in respect of same to Goodmans; review documents provided by A. Catinas submitted by domestic suppliers and update draw request and disbursement schedules accordingly; meet with A. DeSouza and U. Raina to review and discuss documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; and prepare schedule of planned disbursements for the period July 31 to August 5 and circulate same. 10.8



*Comark Inc.***DETAILED SUMMARY - July 26 to August 1, 2015**

July 31	Emails with Osler regarding response to letter from F. Horgen and emails with C. Chryssoulakis to obtain information requested by Osler in respect of same; email from J. Carhart regarding TD Merchant Services contract and related emails with C. Fell; emails from C. Chryssoulakis regarding Disclosure Statement and related emails with G. Bachynski and with A. Zalev, and related call with C. Fell; email from TD regarding LC submitted by [REDACTED] and related emails from K. Sturino; call with A. Zalev to discuss the status and go-forward plan in respect of various matters; call with N. Armstrong, C. Chryssoulakis and the Purchaser's benefits administrator in respect of the transition of employee benefits at Closing, various follow-up emails and related email with G. Bachynski; and emails with A. Zalev regarding various matters.	4.8
Aug 1	Emails with A. Zalev regarding various matters; review and respond to emails; and work on draft Fifth Report to Court.	3.0
<b>TOTAL – M. MacKenzie</b>		<b>44.7 hrs.</b>

*J. Belcher*

July 27	Review of email correspondence and changes to landlord information deck; meeting with G. Bachynski regarding proposed opening balance sheets; review of landlord assignment tracker and outstanding items; follow ups with R. Cyr; group call with FMD, Osler, Goodmans and A&M and R. Cyr regarding assignment status; call with S. Kassam regarding landlord feedback on [REDACTED]; updating landlord assignment trackers; updating material contract listing with contact info and cure amounts and sending to Osler's.	8.7
July 28	Working on landlord assignment process and issues; multiple meetings with R. Cyr on status updates and consent issues; call with S. Kassam and N. Armstrong regarding certain contract issues and topics; working on material contract listing and status updates on assignment distributions; follow up correspondence and emails to landlords regarding assignments; call with R. Cyr and landlords regarding purchaser questions; internal update call with J. Nevsky, A. Zalev, M. Mackenzie and C. Kroach; call with J. Walker regarding landlord process; call with C. Fell and M. Mackenzie regarding assignment mechanics and payment mechanics; meeting with R. Cyr regarding follow ups; review of consents provided.	10.2



*Comark Inc.*

**DETAILED SUMMARY - July 26 to August 1, 2015**

July 29	Review correspondence and update tracker for consents received; update to J. Walker with consent status; call with landlord to discuss information deck regarding assignments; listing non-material contracts; call with C. Fell and S. Pavic regarding assignment motion materials; group call with A&M, Osler, Goodmans and Faskens to review landlord assignment status and address issues; call with Olser, Faskens and landlord and counsel to address questions on assignments; calculating cure costs under identified non material contracts; review of assignment cover letter and commenting on same; reconciliation of Osler lease assignment tracker.	10.1
July 30	Call with C. Fell regarding various update matters; call with A&M and Goodmans to review comments on landlord service cover letter and affidavit; call with K. Wharram to discuss tax elections on sale; review of Bachynski Affidavit and providing comments on same; meeting with R. Cyr to review status updates and make follow up calls and emails to landlords; calls with C. Fell regarding assignment affidavit and preparing language for same; call with S. Kassam regarding contract assignments; updating consent tracker; review of Bridging assignment agreement.	9.5
July 31	Sending follow up emails and correspondence on material contract assignments; reviewing email and updating lease assignment tracker; updating non-material contract listing and reviewing same with J. Webster; call with T. Hall regarding non-material contract approach; call with S. Kassam and N. Armstrong regarding approach to non-material contract assignments; meetings with R. Cyr regarding lease assignment status; call C. Fell, D. Michaels and R. Baulke regarding certain real estate assignments and approach; call with S. Kassam regarding certain assignment matters; group call with A&M, Goodmans, Osler and Faskens regarding lease assignments; call with C. Fell and G. Backynski regarding affidavit.	8.1
<b>TOTAL – J. Belcher</b>		<b>46.6 hrs.</b>

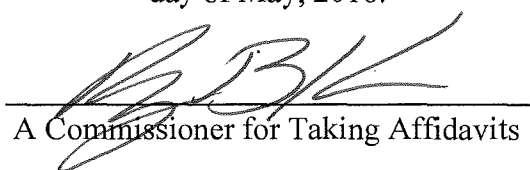


*Comark Inc.*  
**DETAILED SUMMARY - July 26 to August 1, 2015**

<u>J. Nevsky</u>		<u>Hrs.</u>
July 26	Finalize financial information memorandum for real estate assignment process and send to select landlords; review and update master real tracking schedule and discussion on same with J. Belcher; finalize review of 10 excluded stores and correspondence with N. Armstrong regarding same.	3.5
July 27	Discussion with S. Kassam regarding inventory wind down at disclaimed store; prepare Bridging Borrowing Base report and review interest calculation for July; discussion with J. Belcher regarding real estate matters; discussions with J. Belcher and G. Bachynski regarding 10 excluded stores and related employee matters.	2.6
July 28	Correspondence with vendor regarding potential claims process; review of cash flow variance report and revised forecast with C. Kroach; discuss cash flow report with A. Zalev.	1.5
July 29	Finalize cash flow variance report and forecast with C. Kroach; discussion with C. Fell regarding contracts.	1.5
<b>TOTAL – J. Nevsky</b>		<b>9.1 hrs.</b>
<u>C. Kroach</u>		<u>Hrs.</u>
July 27	Make revisions to the landlord presentation; review lease withdrawal notices; review cash disbursements; review bank statements; prepare Variance Report; review supplier POs and respond to creditor inquires.	5.2
July 28	Prepare Variance Report; review supplier POs; respond to vendor inquiries; review variance report with J. Nevsky and discussion with K. Sturino re: Bridging Report.	5.4
July 29	Discussion with A. Zalev and J. Nevsky re: Variance Report; revise Variance Report and email with K. Sturino regarding Variance Report.	2.2
July 30	Respond to vendor inquiries; discussion with J. Belcher regarding disclaimer withdrawals.	0.8
July 31	Review cash disbursements.	0.5
<b>TOTAL – C. Kroach</b>		<b>14.1 hrs.</b>



This is Exhibit "S" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits



**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

August 12, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #19 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period August 2 to 8, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. Mullett, Managing Director	2.1	\$800	\$1,680.00
A. Zalev, Managing Director	15.8	\$750	11,850.00
J. Walker, Managing Director	13.0	\$750	9,750.00
M. MacKenzie, Director	47.2	\$575	27,140.00
J. Belcher, Director	32.3	\$575	18,572.50
J. Nevsky, Director	3.0	\$525	1,575.00
C. Kroach, Associate	8.5	\$325	2,762.50
	<u>121.9</u>		<u>\$73,330.00</u>
Add: Out of pocket expenses including mileage, parking, telephone and courier			<u>2,145.11</u>
			<u>\$75,475.11</u>
Add: HST @ 13%			<u>9,740.26</u>
<b>TOTAL INVOICE</b>			<u><b>\$85,215.37</b></u>

*\*Excludes HST exempt out of pocket expenses*

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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 #: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #19  
 HST#: 83158 2127 RT0001

*Comark Inc.*  
**DETAILED SUMMARY – August 2 to August 8, 2015**

<u>D. Mullett</u>		<u>Hrs.</u>
Aug 2	Monitor results and sales trends.	0.2
Aug 3	Monitor results and sales trends; review F/X markets.	0.3
Aug 4	Monitor results and sales trends.	0.4
Aug 5	Monitor results and sales trends.	0.3
Aug 6	Monitor results and sales trends.	0.4
Aug 7	Monitor results and sales trends.	0.3
Aug 8	Monitor results and sales trends.	0.2
<b>TOTAL – D. Mullett</b>		<b>2.1 hrs.</b>

<u>A. Zaley</u>		<u>Hrs.</u>
Aug 2	Review of daily sales results; various administrative matters; discussions with A&M team and review and response to emails.	1.5
Aug 3	Review of daily and weekly sales results; discussions with A&M team; discussions with purchaser; call with Osler and emails with Goodmans; review of various closing agreements and materials.	3.8
Aug 4	Review of daily sales results; update discussions with A&M team; call with Gerry; review and response to numerous other emails.	1.5
Aug 5	Review of daily sales results; review of transition services agreement and various other closing documents; email exchanges with A&M team; email exchanges with purchaser.	2.5
Aug 6	Review of daily sales results; meetings with purchaser and various discussions; email discussions with A&M team; call with J. Walker; review and response to various emails.	2.5



*Comark Inc.*  
**DETAILED SUMMARY – August 2 to August 8, 2015**

Aug 7	Review of daily sales results; various discussions with A&M team; further meeting with purchaser.	1.5
Aug 8	Review of daily and weekly sales results; review of various closing documents, including closing agenda; various administrative matters; call with management.	2.5
<b>TOTAL – A. Zalev</b>		<b>15.8 hrs.</b>

*J. Walker*

Hrs.

Aug 4	Review of draft Court report including comments and revisions; follow up call with Goodmans re: approach, timing and update on matters; conference call re: approach with Oslers, Osler and A&B, and with group of advisors together with Salus and 360.	5.5
Aug 5	Review of Goodmans comments re: draft report; review of draft motion material and order re: forced assignments; conference call with Goodmans; review of Olsers comments to draft report and related follow up.	3.5
Aug 6	Various emails and discussions with Goodmans re: finalization of report, TSA, landlord consent, bridging assignment and related review and follow up; review of draft TSA and Guarantee facility assignment assumption agreement.	2.5
Aug 7	Coordination re: ■■■ return deposit and related wire transfers; various emails with Goodmans re: status of negotiations with landlords re: assignment motion; various internal calls, emails and updates as well with Goodmans.	1.5
<b>TOTAL – J. Walker</b>		<b>13.0 hrs.</b>

*M. MacKenzie*

Hrs.

Aug 3	Review and respond to various emails; and work on Fifth Report to Court (the "Fifth Report").	3.5
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*Comark Inc.***DETAILED SUMMARY – August 2 to August 8, 2015**

- Aug 4      Emails with A. Zalev regarding the status of various matters; meet with J. Walker to review and discuss the draft Fifth Report, related call with B. Empey and R. Baulke, and work on revisions to same; call with C. Chryssoulakis regarding Disclosure Statement; emails with S. Kassam regarding TD Merchant Services related matters; emails with C. Chryssoulakis and N. Lewis regarding various matters; call with A. DeSouza and U. Raina to discuss documents received from overseas suppliers and update draw request and disbursements schedules accordingly; review documents received from domestic suppliers and update draw request and disbursement schedules accordingly; and review and respond to various emails.      10.8
- Aug 5      Calls with [REDACTED] regarding wire transfers to [REDACTED] to return deposit funds and various related emails with [REDACTED] and with RBC; review schedules for Disclosure Statement, various related follow-up communications with C. Chryssoulakis, related emails with G. Bachynski and related emails with C. Fell; meet with G. Bachynski and N. Lewis regarding various APA related matters; call with P. Murphy of TD Merchant Services, related call with S. Kassam and follow-up email to TD; meet with A. DeSouza to review and discuss documents submitted by overseas suppliers, follow-up meeting with A. DeSouza and U. Raina regarding same, and update draw request and disbursement schedules accordingly; call with J. Walker, J. Belcher and B. Empey to review and discuss Goodmans' comments regarding the draft Fifth Report, revise report as discussed and circulate same; discussions with C. Chryssoulakis to obtain additional employee information requested by Purchaser and email response to Purchaser regarding same; various emails with TD and/or the Purchaser regarding the TD Merchant Services Agreement; prepare schedule of payments to be made to suppliers for the remainder of the week and circulate same; and arrange for Motion Materials to be posted to the Monitor's website for these proceedings.      11.8



*Comark Inc.*  
**DETAILED SUMMARY – August 2 to August 8, 2015**

Aug 6	<p>Call with J. Walker regarding the Fifth Report and related emails with J. Walker, J. Belcher and B. Empey; call with N. Lewis, K. Sturino, G. Tsikos, J. Webster and N. Armstrong regarding matters in respect of the transition of TD Merchant Services; meet with N. Lewis to discuss matters regarding cash flows at Closing; further call with J. Walker regarding Fifth Report, revise same and send to Goodmans; various emails regarding wire transfers to [REDACTED], revise wire transfer forms and respond to group regarding same; review documents received from A. Catinas regarding domestic suppliers and update draw request and disbursement schedules accordingly; call with TD Merchant Services, N. Lewis, K. Sturino and N. Armstrong; meet with A. DeSouza and U. Raina to review and discuss documents submitted by overseas suppliers and update draw request and disbursement schedules accordingly; prepare schedule of supplier related disbursements to be made during the period August 7 to 12, 2015 and circulate same; review draft Transition Services Agreement and discuss with J. Belcher; prepare schedule of payments to be made to [REDACTED] and [REDACTED] vendors; and calls with C. Fell regarding various matters.</p>	11.6
Aug 7	<p>Emails with A. Singels-Ludvik and J. Walker regarding support for wire transfers; meet with N. Lewis, K. Sturino, Sue (payroll) and N. Armstrong to discuss various banking and payroll related matters associated with Closing; review Transition Services Agreement in detail and prepare comments to same and send to J. Walker; various emails with G. Jenkinson and RBC to arrange for wire transfers to [REDACTED] and related emails with [REDACTED]; discussion with G. Bachynski and related emails with A. Zalev regarding treatment of certain employee related matters; email to A. Zalev regarding budget for supplier payments; discussions with G. Bachynski and J. Belcher regarding vehicle leases and arrangements in respect of the RRSP plan; various discussions with N. Armstrong and with S. Kassam throughout the day in respect of various Closing and APA related matters; review and respond to letters from Gowlings regarding certain suppliers; review documents submitted by certain domestic suppliers and update draw request and disbursement schedules for same; and prepare and circulate schedule of near term supplier related disbursements.</p>	9.5
<b>TOTAL – M. MacKenzie</b>		<b>47.2 hrs.</b>



*Comark Inc.***DETAILED SUMMARY – August 2 to August 8, 2015***J. Belcher*

Aug 2	Updating tracker for correspondence and comments received from Faskens; sending certain contracts to S. Kassam; email correspondence on material contracts; brief review of transition services agreement received.	0.8
Aug 4	Updating lease assignment tracker and email correspondence; call with R. Cyr on status; call with N. Lewis regarding certain updates regarding lease and non-lease contract assignments; call with D. Michaels on lease consents; email correspondence on material contract assignments; review of form of consent for non-material contracts and providing listing to N. Lewis on same; group call with A&M, Osler, Goodmans, Fasken and Purchaser regarding lease assignment updates; review of TSA; response to information and contract requests from Purchaser; update call with A. Zalev.	7.6
Aug 5	Updating tracker for lease consents; email correspondence regarding modifications to assigning entities; meeting with N. Lewis and J. Webster regarding non-material contract assignments; correspondence and follow ups with respect to material contract assignments; follow up on certain information requests made by purchaser; review of issues in lease assignment consents from landlords; group call with Goodmans, Osler, Purchaser and Faskens to review lease consent status; information requests on certain material contract assignments.	7.8
Aug 6	Email correspondence on landlord lease consents and updating tracker accordingly; review of cure cost amounts and updating tracker for revised cure cost tracking; review of draft of Monitors report and estimate of total cure cost amounts; review of weekly reporting package; call with Osler, Fasken, Goodmans and landlord regarding comments on lease assignments; discussions regarding lease pay-out issues with various parties; call with B. Empey to review comments on Bridging assignment agreement; review of transition services agreement and discussion of comments on same with M. Mackenzie; review of email correspondence from lawyers regarding assignment motion.	8.2
Aug 7	Correspondence on landlord assignments and related issues; group call with Faskens, A&M and Oslers for status update on assignments and issues; meeting with Purchaser to discuss Guildford mall issue; continued work on material and non-material contract assignments and follow ups.	7.9
<b>TOTAL – J. Belcher</b>		<b>32.3 hrs.</b>



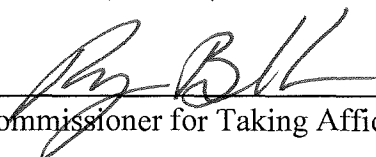
*Comark Inc.*  
**DETAILED SUMMARY – August 2 to August 8, 2015**

<u>J. Nevsky</u>		<u>Hrs.</u>
Aug 5	Review of cash flow variance analysis and forecast with C. Kroach; prepare Bridging purchase order summary and Borrowing Report and discuss same with N. Lewis.	1.5
Aug 6	Finalize cash flow report with C. Kroach; discussions with J. Belcher regarding various real estate matters; call with C. Fell regarding real estate and other related matters.	1.5
<b>TOTAL – J. Nevsky</b>		<b>3.0 hrs.</b>

<u>C. Kroach</u>		<u>Hrs.</u>
Aug 3	Reviewing cash disbursements from prior week; discussion with A. Catinas regarding cash disbursements and reviewing bank statements.	1.8
Aug 4	Preparing Variance Report; reviewing loan ledger; discussion with B. Giamou regarding bank statement; internal A&M discussion regarding funding requests and updating Monitor website.	3.1
Aug 5	Finalizing Variance Report and reviewing variance report with J. Nevsky and J. Belcher.	2.3
Aug 6	Discussion with N. Lewis regarding Variance Report and responding to vendor inquiries.	1.3
<b>TOTAL – C. Kroach</b>		<b>8.5 hrs.</b>



This is Exhibit "T" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits



**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

August 20, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #20 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period August 9 to 15, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. Mullett, Managing Director	2.6	\$800	\$2,080.00
A. Zalev, Managing Director	22.2	\$750	16,650.00
J. Walker, Managing Director	14.5	\$750	10,875.00
M. MacKenzie, Director	59.9	\$575	34,442.50
J. Belcher, Director	51.9	\$575	29,842.50
J. Nevsky, Director	3.0	\$525	1,575.00
M. Brouwer, Senior Associate	6.2	\$375	2,325.00
C. Kroach, Associate	9.1	\$325	2,957.50
	<u>169.4</u>		<u>\$100,747.50</u>
Add: HST @ 13%			<u>13,097.18</u>
<b>TOTAL INVOICE</b>			<b><u>\$113,844.68</u></b>

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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 #: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #20  
 HST#: 83158 2127 RT0001

*Comark Inc.*  
**DETAILED SUMMARY – August 9 to August 15, 2015**

<u><i>D. Mullett</i></u>	<u>Hrs.</u>
Aug 9 Monitor results and sales trends.	0.2
Aug 10 Monitor results and sales trends.	0.3
Aug 11 Monitor results and sales trends.	0.3
Aug 12 Monitor results and sales trends; discussion with A. Zalev re: lease assignment motion.	0.5
Aug 13 Monitor results and sales trends; discussion with A. Zalev re: lease assignment motion.	0.5
Aug 14 Monitor results and sales trends; monitor F/X trends.	0.4
Aug 15 Monitor results and sales trends; discussion with A. Zalev re: sales trends and buyer status.	0.4
<b>TOTAL – D. Mullett</b>	<b>2.6 hrs.</b>

<u><i>A. Zalev</i></u>	<u>Hrs.</u>
Aug 9 Review of daily sales results; various administrative matters; discussions with A&M team and review and response to emails.	1.5
Aug 10 Review of daily and weekly sales results; lengthy conference call with A&M team on update; discussions with management; review of various closing documents and agreements; participation in conference call with purchaser and counsels re: closing logistics; update call with Salus; review and response to various emails.	4.0
Aug 11 Review of daily sales results; discussions with A&M team; closing matters; discussions with Gerry; calls with purchaser; participation in real estate call; review of Court materials; review and response to various other emails.	3.5
Aug 12 Review of daily sales results; update discussions with A&M team at various times throughout the day; call with Osler; real estate matters; Court materials and review thereof; discussions around employee matters and other concerns with management; call with Salus; call with purchaser; review and response to numerous other emails.	4.0



**Comark Inc.**  
**DETAILED SUMMARY – August 9 to August 15, 2015**

Aug 13	Review of daily sales results; matters pertaining to Court attendance; discussions with J. Belcher and J. Walker; numerous discussions with management; various closing matters; calls with M. MacKenzie; review and response to numerous emails; calls with purchaser pertaining to closing matters.	3.5
Aug 14	Review of daily sales results; discussions with purchaser on closing time; calls with A&M team on numerous matters; call with Goodmans; call with Osler; review and response to numerous emails; review of closing documents; review of transition services agreement; various other matters.	4.5
Aug 15	Review of daily and weekly sales results; review of various closing documents; discussion with M. MacKenzie; emails with A&M team; various administrative matters.	1.2
<b>TOTAL – A. Zalev</b>		<b>22.2 hrs.</b>

**J. Walker**

**Hrs.**

Aug 9	Review of draft assignment order and various related emails.	1.0
Aug 10	Conference call with counsel to review and discuss TSA, BFI assignment and assumption, revisions to order by purchaser; attend conference call with involved counsel re: closing agenda.	2.0
Aug 11	Various internal conversations; review of revised TSA and related emails, discussions with M. MacKenzie re: treatment and accounting for benefits and short term disability administration; attend closing agenda discussion and call with counsel for purchaser.	2.5
Aug 12	Review of amendment to asset purchase agreement; various internal discussions and emails re: August 13 hearing; various emails and discussion with counsel re: Bentall leases and related cost request; review of reporting.	2.0
Aug 13	Review of materials in preparation for Court hearing; attendance at Court hearing re: 11.3 motion and related follow-up discussions; follow-up discussions with Goodmans; various discussions with M. MacKenzie re: employee letters and status and conference call with employee counsel at Goodmans.	4.0
Aug 14	Review of employment letters with comments to Goodmans; various discussions and follow-up with M. MacKenzie.	1.5





*Comark Inc.***DETAILED SUMMARY – August 9 to August 15, 2015**

Aug 15	Review of revised employment letters; conference call with Goodmans re: treatment of employee currently on leave, employees to be terminated and related communication strategy of purchaser; follow-up emails and discussions with M. MacKenzie and Goodmans.	1.5
<b>TOTAL – J. Walker</b>		<b>14.5 hrs.</b>

*M. MacKenzie*

Aug 10	Review and respond to numerous emails, including in respect of TD Merchant Services; call with B. Empey, R. Baulke, A. Zalev, J. Walker and J. Belcher regarding draft assignment order, TSA, Bridging Assumption Agreement; calls with J. Walker regarding various matters; discussions with C. Chryssoulakis regarding benefits related matters; meet with N. Lewis and C. Chryssoulakis regarding benefits related matters and related follow-up call with S. Kassam; discussion with N. Lewis regarding KERP and follow-up email regarding same with A. Zalev; call with A. Zalev regarding benefits related matters; emails with J. Belcher regarding certain insurance and other matters; attend weekly department heads meeting; review draft email from S. Kassam to Manulife and comment regarding same; review draft Bridging Assignment Agreement; review revised draft closing agenda and attend call regarding same with Faskens, Osler, Goodmans, and Purchaser regarding same; review draft Assignment of APA Agreement; and emails with P. Murphy of TD Merchant Services and related emails from N. Armstrong.	8.3
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**Hrs.**

**Comark Inc.**  
**DETAILED SUMMARY – August 9 to August 15, 2015**

- Aug 11      Meet with A. DeSouza and U. Raina to review and discuss documents received from overseas vendors and update draw request and disbursement schedules accordingly; meet with N. Lewis to discuss various accounting related matters in respect of closing and related email to N. Armstrong; call with P. Seto of TD regarding transitioning of DP payments around the Closing; meet with Comark team regarding transition matters around Closing; review, provide further comments on and discuss draft Transition Services Agreement; communications with C. Chryssoulakis and related communications with C. Fell regarding claim filed by former employee; emails and discussions with C. Chryssoulakis regarding people who are on disability leave and estimating amounts that might be payable to them post-Closing; review, provide comments and internal discussions regarding memo to certain employees; review documents received from domestic suppliers and update draw request and disbursement schedules accordingly; and attend to various other matters.      12.3
- Aug 12      Call with N. Lewis, N. Armstrong and TD regarding treatment of DP payments over the transition period around Closing; call with B. Empey regarding costs associated with the Transition Services Agreement and certain other matters and follow up call with J. Walker regarding same; call with N. Armstrong regarding certain closing related matters and TD Merchant Services arrangements; call with S. Kassam regarding closing related matters and related internal communications; discussion with G. Bachynski regarding vehicle leases; email to J. Walker and Goodmans regarding benefits; various emails regarding TD Merchant Services; call with R. Baulke regarding Transition Services Agreement; various communications regarding the coordination of inventory counts; emails with A. Singels-Ludvik regarding banking related matters; and attend to numerous other matters.      10.8



*Comark Inc.***DETAILED SUMMARY – August 9 to August 15, 2015**

- Aug 13 Call with A. Zalev regarding closing and related communications with A. Zalev and S. Kassam; meet with G. Bachynski and C. Chryssoulakis regarding employee letters; meet with A. DeSouza and U. Raina regarding DP payments; call with D. Wong of Osler to enquire regarding terminations; discussion with S. Maxwell (payroll) regarding Records of Employment and to respond to various enquiries; call with N. Lewis, C. Chryssoulakis, S. Kassam, Manulife and T. Coyne regarding transition of health and dental benefits and matters related to other benefits; call with TD, N. Lewis, K. Sturino and others to coordinate banking arrangements leading up to and post-closing; various calls with S. Kassam regarding employment related issues; review draft letters of offer to employees whose employment terms aren't changing, comment in respect of same, send to Goodmans for comment and related emails and follow-up calls to discuss; meet with G. Bachynski and L. Hryciuk to discuss offer and termination logistics and related matters; numerous communications regarding employment related matters; and attend to various other matters. 11.8
- Aug 14 Emails with K. Sturino regarding transitioning non-TD and non-CIBC bank accounts used by stores; call with J. Belcher and C. Fell regarding remaining consents required and other contract related matters; emails with Osler regarding termination letter, review draft of same and provide comments to Goodmans and various related emails; various discussions with G. Bachynski and L. Hryciuk regarding employee related matters and review and comment regarding note to store managers and BDLs regarding process in respect of employees; call with E. Randle of TD regarding closing related matters; meet with A. DeSouza and U. Raina to review and discuss documents received from overseas vendors and update draw request and disbursement schedules accordingly; attend on call with G. Bachynski, L. Hryciuk and GMMs regarding employee matters; various communications with C. Chryssoulakis regarding information required in respect of benefits and employees regarding closing; emails with Osler regarding employee list; emails Goodmans information requested regarding the DPSP; various emails and calls regarding comments on the offer letters provided by the Purchaser and related call with S. Kassam; follow-up with N. Lewis and related internal emails regarding wind-up of hedges; emails with C. Chryssoulakis regarding enquiry from purchaser in respect of benefits plan; and review and respond to numerous other emails. 11.7



***Comark Inc.***  
**DETAILED SUMMARY – August 9 to August 15, 2015**

Aug 15	Update disbursements schedule; review schedule of store level employees to be assumed and terminated; call with S. Kassam regarding leave of absence people and other employee related matters; call with G. Bachynski regarding various employee related matters; call with J. Walker regarding employee related matters and follow-up call with J. Walker and Goodmans; review and discuss comments received from Goodmans regarding draft offer letters and related communications with S. Kassam; emails with S. Kassam regarding benefits related matters; and attend to various other employee related matters in respect of closing.	5.0
<b>TOTAL – M. MacKenzie</b>		<b>59.9 hrs.</b>
 <b><u>J. Belcher</u></b>		
Aug 9	Update call with C. Fell regarding transition services agreement and other matters.	0.2
Aug 10	Follow-up emails regarding material contract assignments; discussions with various Comark management and purchaser regarding same; discussions with R. Cyr and C. Fell regarding lien amounts for lease assignments; team update call with Faskens, Osler and Company to review lease assignment status and follow-up; internal update call with A&M and Goodmans to discuss various closing matters, TSA and Bridging Assumption agreement; various email correspondence regarding lease assignment status and follow-up; call with Faskens and Osler and landlord counsel regarding lease assignment; review of July working capital balances and calculations; reconciling certain cure amounts; reconciling assignment tracker and inputting legal fee costs into tracker.	11.1
Aug 11	Call with Osler team to discuss ■ assignment provisions; call with K. Sturino regarding working capital calculation and balances; discussion with N. Lewis on same; reconciliation of cure amounts under material contracts; meetings with R. Cyr regarding lease consent status and other matters; follow-up on material and non-material contract assignments; review of cure amounts on certain ■ leases; group call with Oslers and Faskens to discuss lease status and issues; various correspondence on lease assignment matters; reconciling lease assignment trackers and cure amounts.	10.8



*Comark Inc.***DETAILED SUMMARY – August 9 to August 15, 2015**

Aug 12	Working on reconciling lease assignment trackers; follow-up and correspondence on material contract status and reconciling lists for order; updating and tracking listings for cure costs and admin fee amounts; reconciling lease lists for 11.3 Order; working on roll forward on borrowing base and lender claim; update call with A. Zalev and M. MacKenzie regarding lease assignment status and cash flow and working capital estimates for close; working on summarizing status of Tier A / Tier B lease consents and other landlords who would not contest the Order.	12.5
Aug 13	Call with M. Wasserman and C. Fell in advance of Court; attendance at Court for 11.3 motion hearing; follow-up regarding lease assignment and reconciliation of cure costs; review of revised Order schedules; calls with R. Cyr regarding status of assignments and cure cost reconciliations; call with A. Hachey regarding cure costs; call with A. Prunier regarding cash flow roll forward and estimated lender claim; work on non-material contract assignments and related email correspondence.	8.9
Aug 14	Review of July results and balance sheet; call with A. Hachey and BK regarding reconciliations of cure cost amounts; call with A. Zalev and G. Bachynski regarding Company results and forecast collections; calls with M. MacKenzie regarding certain updates and projected purchases; review of funding request and cash flow roll forward; review of amended schedules in order; working on disclaimed contracts listing and reconciliation of car lease disclaimers; various correspondence on non-material contract assignments; correspondence on BK cure amounts and reconciliations.	8.1
Aug 15	Review of email correspondence regarding lease consents and cure costs; review of Goodmans comments on APA assignment schedules and comments back on same.	0.3
<b>TOTAL – J. Belcher</b>		<b>51.9 hrs.</b>

*J. Nevsky***Hrs.**

Aug 13	Review and finalize cash flow variance report and forecast with C. Kroach and M. Brouwer; prepare Bridging Borrowing report and discuss same with N. Lewis.	1.5
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**Comark Inc.**  
**DETAILED SUMMARY – August 9 to August 15, 2015**

Aug 14	Review interest calculation for Bridging Facility for August and tail period; discussions with J. Belcher and B. Anand regarding the termination of the Bridging facility and final payment of interest and fees.	1.5
<b>TOTAL – J. Nevsky</b>		<b>3.0 hrs.</b>

**M. Brouwer**

**Hrs.**

Aug 10	Preparation of weekly cash flow reporting package including variance analysis; review of 13 week forecast and reconciling figures to bank balances; responding to calls from vendors regarding update on sales process and questions about a potential claims process.	3.0
Aug 11	Preparation of weekly cash flow variance; review of forecasted weekly cash flow for the next 2 weeks; review of identified variances and assessment/follow-up on the nature of the variance (permanent/timing); calls with C. Kroach to discuss forecasted cash flow and weekly reporting package.	1.1
Aug 12	Review of disbursements and collections from prior week and review of borrowing base report provided by K. Sturino; review of final cash flow variance report with C. Kroach, J. Nevsky and addressing management comments.	2.1

**TOTAL – M. Brouwer** **6.2 hrs.**

**C. Kroach**

**Hrs.**

Aug 10	Reviewing cash disbursements from prior week; reviewing bank statements; discussion with A. Prunier relating to cash flow forecast; discussion with A. Zalev, J. Belcher and A. Prunier relating to transaction fees and general transaction inquiries; discussion with M. Brouwer regarding variance report and responding to creditor inquiries.	1.7
Aug 11	Discussion with M. Brouwer regarding variance report; reviewing variance report; discussion with M. MacKenzie regarding inventory purchases; discussion with J. Belcher regarding funding request and responding to creditor inquiries.	2.9

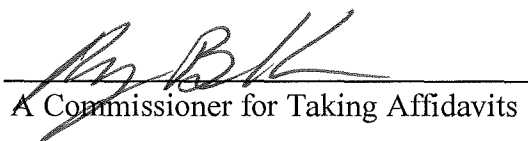


*Comark Inc.***DETAILED SUMMARY – August 9 to August 15, 2015**

Aug 12	Reviewing loan ledger, BBC, and funding request; revising variance report; discussion with M. Brouwer regarding variance report; responding to supplier related questions; internal discussions with J. Belcher and M. MacKenzie and discussion with N. Lewis regarding variance report.	4.5
<b>TOTAL – C. Kroach</b>		<b>9.1 hrs.</b>



This is Exhibit "U" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits





**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

August 26, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #21 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period August 16 to 22, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
D. Mullett, Managing Director	5.0	\$800	\$4,000.00
A. Zalev, Managing Director	32.0	\$750	24,000.00
J. Walker, Managing Director	13.0	\$750	9,750.00
M. MacKenzie, Director	63.7	\$575	36,627.50
J. Belcher, Director	51.4	\$575	29,555.00
J. Nevsky, Director	3.0	\$525	1,575.00
C. Kroach, Associate	42.7	\$325	13,877.50
A. Singels-Ludvik, Associate	3.3	\$275	907.50
	<u>214.1</u>		<u>\$120,292.50</u>
Add: Out of pocket expenses including web site maintenance, travel costs and meals.			<u>1,629.40</u>
			<u>\$121,921.90</u>
Add: HST @ 13% *			<u>15,656.80</u>
<b>TOTAL INVOICE</b>			<u><b>\$137,578.70</b></u>

*\*Excludes HST exempt out of pocket expenses*

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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: TDOMCA11TOR  
 Bank Address: 55 King Street West  
 Toronto, ON  
 Bank Transit #: 10202  
 Institution #: 0004  
 Account #: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #21  
 HST#: 83158 2127 RT0001

*Comark Inc.*  
**DETAILED SUMMARY – August 9 to August 15, 2015**

<u>D. Mullett</u>		<u>Hrs.</u>
Aug 16	Monitor results and sales trends; employee offer letters.	0.6
Aug 17	Monitor results and sales trends; closing status with A. Zalev.	0.6
Aug 18	Monitor results and sales trends; review P.O. Lender payout status.	0.3
Aug 19	Monitor results and sales trends; review closing inventory; discussion with A. Zalev re: purchaser closing status.	1.2
Aug 20	Monitor results and sales trends; review joint press release; sale closing; call with A. Zalev re: same; review P.O. Lender payout.	1.5
Aug 21	Funds wire issue; various discussions with A. Zalev re: same; review sale media coverage.	0.8
<b>TOTAL – D. Mullett</b>		<b>5.0 hrs.</b>

<u>A. Zalev</u>		<u>Hrs.</u>
Aug 16	Review of daily sales results; discussions with A&M team and review and response to emails; preparation for closing matters; discussions with purchaser.	2.0
Aug 17	Review of daily and weekly sales results; numerous calls with A&M team to discuss preparations for closing; review of various closing documents; several calls with purchaser; several calls with management; discussions with Company counsel; review and response to various other emails and telephone calls.	4.0
Aug 18	Review of daily sales results; extensively dealing with matters pertaining to closing including discussions with A&M team, review of various documents; discussions with Company counsel and discussions with purchaser; various emails with lender in respect to pay out amounts.	6.0
Aug 19	Review of daily sales results; lengthy call with Company counsel and others in preparation for pre-closing and closing; extensive dealing with closing matters; numerous discussions with A&M team and others; lengthy call with Salus to review pay out matters and other matters in connection with closing; attendance at Osler to meet with team and management; dealing with matters pertaining to D&O insurance; numerous other telephone calls and emails.	7.5



*Comark Inc.***DETAILED SUMMARY – August 9 to August 15, 2015**

Aug 20	Review of daily sales results; all closing matters; extensive issues around payout and other matters; numerous emails to all parties; resolving last minute issues; extensive discussions with A&M team and management regarding various closing matters including employee letters and payment of cure costs; discussions with Salus; discussions with Goodmans; discussions with Company counsel; review and response to numerous other emails.	6.0
Aug 21	Review of daily sales results; extensive matters pertaining to wire transfers and payment of closing proceeds including numerous telephone discussions with A&M team, various financial institutions, etc.; discussions with management on cash flow matters; various other post-closing matters; review and response to numerous emails.	6.0
Aug 22	Review and response to various other emails from the prior day.	0.5
<b>TOTAL – A. Zalev</b>		<b>32.0 hrs.</b>

*J. Walker***Hrs.**

Aug 16	Review of emails re: closing agreements, employment offers and assignments etc.	1.0
Aug 17	Review of various employee offer letters, related email correspondence and review of revised TSA.	1.5
Aug 18	Review of pre-closing materials; internal update call amongst A&M; conference call with Goodmans; various emails and related follow-up.	2.0
Aug 19	Various emails and discussions with counsel re: flow of funds re: cure payments; review of closing documents and related emails; various internal calls and updates with A. Zalev, M. MacKenzie and J. Belcher including status of board meeting and inventory count/working capital analysis; attend Oslers for pre-closing; various related emails re: TSA, Monitors receipt etc. and related follow-up.	4.0
Aug 20	Meet with Goodmans to sign final TSA and Monitor's receipt; various emails and related follow-up re: closing matters, cure cost payments, press release, employees matters, release of Monitor's certificate etc. and arrangements re: wires to go out Friday.	3.5



*Comark Inc.***DETAILED SUMMARY – August 9 to August 15, 2015**

Aug 21	Various emails and discussions re wire transfer and follow-up.	1.0
<b>TOTAL – J. Walker</b>		<b>13.0 hrs.</b>

*M. MacKenzie*

Aug 16	Emails with A. Zalev regarding offer letter issues; emails to Goodmans regarding offer letters and termination letters; email to G. Bachynski in response to employee related enquiry; email to A. Catinas and R. Dhoat regarding [REDACTED] commissions; communications with S. Kassam regarding employee related matters; review draft termination letter and related emails; various communications with S. Kassam and with Goodmans regarding employee related matters; review trademark assignment agreements; emails with N. Lewis regarding inventory counts; internal emails regarding staffing for upcoming week; review Goodmans comments regarding employee agreement and associated cover letter and related emails; and emails with C. Chrysoulakis regarding various employee related matters.	<u>Hrs.</u> 6.0
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*Comark Inc.***DETAILED SUMMARY – August 9 to August 15, 2015**

Aug 17      Meet with G. Bachynski to discuss employee issues and other matters; call with S. Kassam regarding status of employee letters; call with J. Conforti regarding employee letters; call with R. Baulke regarding Manulife and various related emails; call with S. Kassam, G. Bachynski and L. Hryciuk regarding employee matters; call with A. Zalev regarding the status of various matters in preparation for closing of the sale transaction and follow-up call with A. Zalev and B. Empey; numerous emails with S. Kassam and with Goodmans regarding offer letters and lists of assumed and non-assumed employees; emails with J. Conforti regarding comments in respect of employment agreements and cover letter; review list of employees on leaves of absence , related communications with L. Hryciuk and others and various follow-up communications with S. Kassam; review schedule of members of benefit plans provided by C. Chryssoulakis and related communications with S. Kassam; various internal discussions regarding closing preparation; further communications with R. Baulke regarding Manulife related matters and associated discussions with T. Fanta of Manulife; internal communications regarding supplier payments scheduled for the current week; emails with S. Kassam regarding vacation pay policies; various emails with J. Conforti and D. Wong regarding termination of Quebec employees; and assist in the preparation of offer letters and provided by the Purchaser and termination letters from the Company to be sent to store level employees and work with L. Hryciuk to coordinate the distribution of same to the respective stores and district managers.      13.5



*Comark Inc.***DETAILED SUMMARY – August 9 to August 15, 2015**

Aug 18            Coordinate with Osler to have termination letter translated into French; call with internal working group to discuss status of various matters and preparation for closing; call with D. Wong of Osler regarding various employee related matters; emails with J. Conforti regarding offer letters to non-store employees in and outside of British Columbia; emails with C. Chryssoulakis regarding employees on leave greater than one year; call with J. Walker regarding employment related matters, and follow-up call with J. Walker, B. Empey and R. Baulke regarding same; emails with D. Wong regarding termination letter for employees on leave; emails with S. Kassam regarding offer letters for employees on leave and related emails with Goodmans; discussion with R. Baulke regarding consent form for assignment of Manulife contract, review draft letter regarding same, related call with T. Fanta of Manulife and emails regarding same; emails with J. Conforti regarding draft offer letters to people on disability leave and those on maternity/paternity leave; various communications with J. Conforti, D. Wong and Faskens regarding Quebec based employees; emails from TD Merchant Services regarding transition matters; assist in finalization of offer letters and termination letters for non-store employees, various communications with S. Kassam, G. Bachynski and L. Hryciuk regarding same and regarding lists of various categories of employees; coordinate delivery of non-store offer and termination letters with L. Hryciuk; and call with S. Kassam and D. Cairns regarding various forms of offer letter.

12.3



*Comark Inc.***DETAILED SUMMARY – August 9 to August 15, 2015**

- Aug 19 Call with R. Baulke regarding Manulife, related follow-up calls, and related calls and emails with Manulife; review final versions of offer letter to non-store employees in British Columbia; emails with Goodmans and communications with S. Kassam regarding logistics of delivery of store offer letters to employees of distant stores; review list of employees to receive employment agreements; call with C. Fell, D. Wong and R. Baulke regarding employee matters; review draft offer letter to Quebec based employees and obtain English version of same; assist in preparation and delivery of offer letters to Quebec based employees and various related communications with S. Kassam and D. Cairns; review offer and termination letters to employees on leaves of absence and assist in preparation and distribution of same; review revised draft APA Assignment Agreement; call with J. Walker regarding various matters; various emails to S. Kassam, G. Bachynski and L. Hryciuk regarding employees on leave; numerous emails with S. Kassam, D. Cairns, G. Bachynski and L. Hryciuk regarding employee related matters and to coordinate issue of remaining offer and termination letters; look into issue regarding life insurance benefits; emails with J. Belcher regarding borrowing base calculation and various other matters related to closing; emails with A. Singels-Ludvik regarding banking related matters; various internal communications regarding cure costs; and review and respond to enquiries from D. Traa and S. Horgen regarding offer letters. 15.1
- Aug 20 Emails with C. Fell, A. Zalev and Longview regarding press release; emails with N. Randle of TD regarding various banking related matters; follow-up on and respond to employee related enquiries from L. Hryciuk; emails with T. Fanta of Manulife; emails from C. Chryssoulakis regarding employee lists and those on leaves of absence for greater than one year; call with R. Baulke regarding Manulife and related follow-up emails with R. Baulke and with Manulife; enquiry from C. Chryssoulakis regarding a terminated employee in British Columbia and related emails with D. Wong; various emails with A. Singels-Ludvik regarding receipt of proceeds and preparation of certain outbound wire transfers; call with A. Zalev, J. Belcher and K. Rosenstein and Stern; calls with S. Kassam to follow-up on additional employee information and letters required and various related communications with C. Chryssoulakis; and attend to various other matters. 10.0



*Comark Inc.***DETAILED SUMMARY – August 9 to August 15, 2015**

Aug 21	Review letter to Sunlife from former employee; email to Shenker regarding transition related matters; communications with C. Chryssoulakis regarding employee related matters; numerous calls and emails with TD regarding foreign exchange transaction and certain wire transfers and related discussions with A. Zalev and J. Belcher; various communications with A. Singels-Ludvik regarding wire transfers to Salus and related internal emails; numerous communications with C. Chryssoulakis , L. Hryciuk and with S. Kassam regarding employees who did not receive offer letters; arrange for the Monitor’s Certificate to be posted in the Monitor’s website for the Comark proceedings; and attend to various other matters.	6.8
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<b>TOTAL – M. MacKenzie</b>		<b>63.7 hrs.</b>
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**J. Belcher**

Aug 16	Email correspondence relating to lease assignments and cure cost amounts; review of APA assignment schedules.	0.3
Aug 17	Email correspondence on various matters; call with R. Baulke and C. Fell regarding disclaimed store status and approach; meeting with R. Cyr on amendment status and approach; meeting with A. Hachey regarding status of cure cost reconciliations; work with C. Kroach on cash flow roll forward and projected lender claim; call with C. Kroach and A. Zalev to review cash flow forecast; call with Salus and C. Kroach and A. Zalev to review forecast and estimated lender position as well as status update; preparation of board summary presentation and sending to A. Zalev for review.	11.5
Aug 18	Check in with A. Hachey regarding reconciliations status; call with R. Cyr and A. Hachey and BK representative regarding timelines and reconciliations of cure amounts; updating tracker for cure cost agreements received; follow-up regarding cure cost amounts with BK and RioCan; follow-up on amendments received and issuing withdrawal notices; update calls with A. Zalev regarding amendment issues and status of working capital and cash flow roll-forwards; call with A. Zalev regarding board deck changes; review of same with G. Bachynski; multiple calls with Oslers regarding various status updates; work on non-material contract assignments; discussions with N. Lewis regarding inventory levels and working capital; call with C. Fell regarding cure cost payments and emails to Oslers and Goodmans on same; updating board deck and sending to Oslers.	12.3





**Comark Inc.**  
**DETAILED SUMMARY – August 9 to August 15, 2015**

Aug 19	Review of various email correspondence; meetings with N. Lewis to discuss inventory balances and net working capital positions; working with C. Kroach regarding DIP roll forward and cash and revolver position and estimate; finalizing list of cure costs for contracts and lease amounts; discussing cure cost payment logistics and planning; meetings regarding updates on lists of non-material contracts for TSA; various update calls with A. Zalev and J. Walker; various update calls with C. Fell regarding updates and outstanding items; review of Purchaser purchase price allocation; reviewing of weekly variance reporting package.	10.1
Aug 20	Working through various closing matters; working on revised cash flow roll forward with C. Kroach and forecasting lender claim; discussions with A. Catinas and K. Hughes regarding cure cost payment amounts and logistics; discussions with S. Kassam regarding plan for payment of cure costs; discussions with N. Lewis regarding updated borrowing base; tracking of wires; discussions with TD Bank regarding movement and conversion of funds; call with A. Zalev and C. Kroach regarding cash and payout roll forward for C. Reilly; call with A. Zalev, M. MacKenzie and Salus regarding various updates.	9.1
Aug 21	Work on non-material contract assignments; planning of cure cost payments and working with Company on test payment; working with Company to initiate wires to fund Monitor trust account and get appropriate approvals in place; working with A. Singels-Ludvik to ensure wires are ready; calls with bank to ensure wires were executed to pay out Lenders; various email correspondence and status updates with A&M team members.	8.1
<b>TOTAL – J. Belcher</b>		<b>51.4 hrs.</b>
 <b><u>J. Nevsky</u></b>		<b><u>Hrs.</u></b>
Aug 17	Discussion with B. Anand to review final interest and fee calculation; review of legal invoices related to Bridging facility; discussions with J. Belcher regarding Bridging and other closing matters.	1.0
Aug 18	Discussion with N. Lewis regarding Bridging interest and other closing matters; call with B. Anand to discuss deposit and related Bridging legal fees.	1.0



**Comark Inc.**  
**DETAILED SUMMARY – August 9 to August 15, 2015**

Aug 20	Review of cash flow report; discussions with A. Zalev and J. Belcher regarding various closing matters.	1.0
<b>TOTAL – J. Nevsky</b>		<b>3.0 hrs.</b>

<u><b>C. Kroach</b></u>		<u><b>Hrs.</b></u>
Aug 17	Review cash disbursements from prior week; review bank statements; preparing variance report; review current week cash disbursements; prepare lender claim forecast; analysis with J. Belcher on lender claim and exit fees; prepare employment letters for store and office employees.	10.9
Aug 18	Prepare roll forward analysis to forecast ending Lender claim, assist M. MacKenzie with employment related matters; review borrowing base certificate; review bank statements and cash disbursements; prepare variance report; review lease amendments and withdrawal notices and preparing board deck.	7.5
Aug 19	Prepare roll forward analysis; assistance with employee related matters; internal calls with A. Zalev and J. Belcher; prepare lease amendments and withdrawal notices for delivery; respond to creditor inquiries; review bank statements and cash disbursements; and prepare variance report.	10.2
Aug 20	Preparing DIP balance roll forward analysis; review bank statements; internal discussions with A. Zalev, J. Belcher and M. MacKenzie; call with TD regarding cash management; discussions with A. Catinas regarding cash disbursements throughout week; discussions with K. Sturino regarding store cash balances and responding to creditor inquiries.	7.3
Aug 21	Review bank statements; reviewing store balance schedules; prepare short term cash receipts and disbursements forecast; review accounts payable and in transit schedules; respond to creditor inquiries.	6.8
<b>TOTAL – C. Kroach</b>		<b>42.7 hrs.</b>

<u><b>A. Singels-Ludvik</b></u>		<u><b>Hrs.</b></u>
Aug 20	Review emails regarding payout to Lender claim; prepare wire transfer forms regarding same; internal discussions regarding same.	0.7

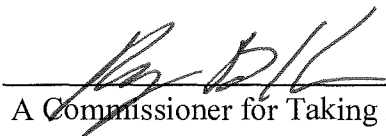


*Comark Inc.***DETAILED SUMMARY – August 9 to August 15, 2015**

Aug 21	Various email correspondence and status updates with A&M team members regarding payout to Lenders and expected funding from Company to Monitor's account; several telephone calls and discussions with RBC regarding processing of payment to Lenders.	2.6
<b>TOTAL – A. Singels-Ludvik</b>		<b>3.3 hrs.</b>



This is Exhibit "V" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits



**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

August 31, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #22 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period August 23 to 29, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
A. Zalev, Managing Director	4.3	\$750	\$3,225.00
J. Walker, Managing Director	3.5	\$750	2,625.00
M. MacKenzie, Director	28.1	\$575	16,157.50
J. Belcher, Director	16.4	\$575	9,430.00
J. Nevsky, Director	1.5	\$525	787.50
C. Kroach, Associate	24.1	\$325	7,832.50
A. Singels-Ludvik, Associate	0.8	\$275	220.00
	<u>78.7</u>		<u>\$40,277.50</u>
Add: Out of pocket expenses including mileage and taxi.			<u>495.12</u>
			<u>\$40,772.62</u>
Add: HST @ 13% *			<u>5,248.97</u>
<b>TOTAL INVOICE</b>			<u><b>\$46,021.59</b></u>

\*Excludes HST exempt out of pocket expenses

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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 #s: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #22  
 HST#: 83158 2127 RT0001

*Comark Inc.***DETAILED SUMMARY – August 23 to 29, 2015**

<u><i>A. Zaley</i></u>	<u>Hrs.</u>
Aug 24 Discussions with A&M team re: post-closing matters; call with Gerry; call with Osler; various landlord issues; matters pertaining to banking.	1.5
Aug 25 Post-closing matters and discussions re: same; internal discussions and review and response to various emails.	1.0
Aug 27 Emails with management; emails with purchaser; post-closing matters and discussions with A&M team; call with a vendor; call with Osler; consideration of working capital issues.	1.0
Aug 28 Review and response to various emails and discussions with J. Belcher re: post-closing issues; call with D. Mullett re: update.	0.5
Aug 29 Review and response to various emails; review of weekly sales results.	0.3
<b>TOTAL – A. Zaley</b>	<b>4.3 hrs.</b>
<u><i>J. Walker</i></u>	<u>Hrs.</u>
Aug 24 Follow-up on matters re: closing including various internal discussions and emails from terminated employees.	1.0
Aug 25 Miscellaneous matters re: employ and creditor claims and follow-up emails.	1.0
Aug 26 Review and signature of lease disclaimers re: excluded contracts to be discontinued.	0.5
Aug 28 Internal discussions re: estimated net realizations and residual payout to Salus and planning for conclusion of CCAA pending resolution of post-closing matters.	1.0
<b>TOTAL – J. Walker</b>	<b>3.5 hrs.</b>



*Comark Inc.*  
**DETAILED SUMMARY – August 23 to 29, 2015**

<u>M. MacKenzie</u>	<u>Hrs.</u>
<p>Aug 24      Review list of contract related cure costs, related discussions with A. Catinas and related discussions with J. Belcher; prepare and arrange for wire transfers to pay contract cure costs, related discussions with K. Sturino and with A. Catinas, related calls with E. Randle of TD, and discussions with J. Belcher in respect of same; emails with C. Chryssoulakis regarding employee related matters; call with E. Randle regarding the release of security in respect of the cash management system; various emails with TD regarding wire transfers; communications with A. Singels-Ludvik to arrange for payment of one of the contract cure cost payments to be made by cheque; email from T. Fanta of Manulife regarding benefits and related email with R. Baulke; and emails with N. Lewis in response to various enquiries in respect of Amex, the Monitor's Certificate and certain other matters.</p>	7.3
<p>Aug 25      Arrange for documents to be posted to the Monitor's website; numerous discussions with C. Chryssoulakis to respond to employee related enquiries; call with S. Kassam regarding email from C. Chryssoulakis, follow-up call with S. Kassam, G. Bachynski and C. Chryssoulakis, and related call with D. Wong; email from J. Belcher regarding lease disclaimers; follow-up on wire transfer instructions required for final contract related cure cost payment; correct and resend wire transfer to ██████ in respect of cure costs; email to E. Randle regarding the release of security in respect of the cash management system; various communications regarding cure costs wire transfers; communications with M. Ram of TD regarding outgoing wire transfers; and attend to various other miscellaneous matters.</p>	7.0
<p>Aug 26      Emails with TD regarding release of security and follow-up on related enquiries; email from D. Wong regarding termination of certain people in Quebec; email C. Kroach regarding enquiry in respect of British Columbia WCB and related follow-up discussion; various discussions with C. Chryssoulakis regarding employee related matters; and attend to various other miscellaneous matters.</p>	2.0



*Comark Inc.***DETAILED SUMMARY – August 23 to 29, 2015**

Aug 27	Review and respond to various emails; discussion with N. Lewis regarding payment to [REDACTED]; discussion with C. Chryssoulakis regarding enquiry from Quebec Employment Commission; call with E. Rangle of TD regarding the release of security and other banking related matters; meet with N. Lewis and S. Haworth regarding insurance and customs bond; calls with C. Kroach regarding bank reconciliations and GST; prepare revised termination letter with address for a store level employee who was on leave at closing, as requested by C. Chryssoulakis and related discussions with C. Chryssoulakis; review details of stayed balance for [REDACTED] and [REDACTED] (suppliers), related discussions with A. Catinas and respond to related enquiries from Gowlings; discussion with N. Lewis regarding various transition related matters; discussion with S. Kassam regarding various employee related matters and certain other transition issues; emails with insurance broker regarding cancellation of customs bond and related discussions with N. Lewis and G. Kruitwagen; and attend to various other miscellaneous matters.	5.8
Aug 28	Prepare and arrange for wire transfer from TD account to Monitor's trust account, related emails with internal working group and related communications with E. Randle; discussion with A. Catinas regarding cure costs; emails with C. Kroach regarding various taxes; review and summarize details of [REDACTED] (supplier) pre-filing stayed accounts payables and payment made in respect of same, reconcile same to information provided by [REDACTED], related discussions with A. Catinas and respond to related enquiry from Gowlings; review correspondence from Gowlings in respect of certain other suppliers and related discussion with A. Catinas; discussion with C. Chryssoulakis regarding various employee related matters; and attend to various other miscellaneous matters.	6.0
<b>TOTAL – M. MacKenzie</b>		<b>28.1 hrs.</b>

*J. Belcher*

Aug 24	Working with N. Lewis and A. Catinas on logistics for payment of cure costs; calls with N. Lewis and Western Union on same; review of short term cash flow roll forward; review of same with C. Kroach and N. Lewis.	5.9
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**Comark Inc.**  
**DETAILED SUMMARY – August 23 to 29, 2015**

Aug 25	Call with N. Lewis regarding cure cost payments and disclaimer notices; review of disclaimer notices and correspondence on same; review of wire amounts to confirm certain amounts; preparing cure amounts for cheque payments; review of non-material contract assignments and updating tracker.	3.3
Aug 26	Various email correspondence regarding cure amounts and contract assignments; sending notices to N. Lewis for signature; call with N. Lewis and T. Hall regarding disclaimer notices and approach; call with C. Fell regarding certain contract assignment issues and status update on landlord cure amounts; reconciliation of cure payments made to schedules.	4.4
Aug 27	Drafting email regarding lien on Parkland mall and appropriate approach; review of email correspondence regarding cure cost payments and car lease disclaimers; review of Monitor trust account balances and outstanding amounts; call with M. MacKenzie on same.	2.1
Aug 28	Email correspondence regarding treatment of lien; call with N. Lewis regarding car lease approach and other updates.	0.7
<b>TOTAL – J. Belcher</b>		<b>16.4 hrs.</b>
 <u><b>J. Nevsky</b></u>		 <u><b>Hrs.</b></u>
Aug 24	Email correspondence with T. Hall and N. Lewis regarding vendor inquiry; telephone call with vendor regarding potential of claims process; A&M group meeting to discuss closing and other matters.	1.5
<b>TOTAL – J. Nevsky</b>		<b>1.5 hrs.</b>
 <u><b>C. Kroach</b></u>		 <u><b>Hrs.</b></u>
Aug 24	Preparing daily receipts and disbursements forecast; dealing with payment of cure costs; review of receipts and disbursements forecast with J. Belcher; discussions regarding various payroll and source deduction matters; review of bank statements and outstanding cheques; review of AP and in transit listing; responding to creditor inquiries.	8.2
Aug 25	Reviewing bank statements; reconciling cash collections from prior week; preparing various contract disclaimers; and responding to creditor inquiries.	4.1

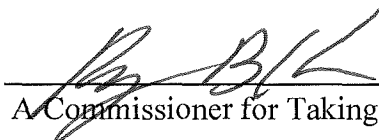


*Comark Inc.***DETAILED SUMMARY – August 23 to 29, 2015**

Aug 26	Responding to creditor inquiries; preparing various contract disclaimers; reviewing bank statements and outstanding cheques; and preparing receipts and disbursements estimate for trust account.	5.2
Aug 27	Preparing receipts and disbursement schedule for trust account; preparing professional fee estimate; reconciling collections from prior week in relation to the closing transaction date; reviewing bank statements and outstanding cheques; discussion with M. MacKenzie regarding trust account receipts and disbursements; responding to various creditor inquiries; discussion with B. Giamou regarding QST/HST filing; discussion with M. MacKenzie regarding transferring funds to trust account.	5.1
Aug 28	Preparing bank reconciliations for TD accounts; and responding to various creditor inquiries.	1.5
<b>TOTAL – C. Kroach</b>		<b>24.1 hrs.</b>
 <b><u>A. Singels-Ludvik</u></b>		<b><u>Hrs.</u></b>
Aug 24	Process cheque for cure cost and update schedule of receipts and disbursements and arrange mailing of same.	0.2
Aug 25	Process cheques for cure costs and update schedule of receipts and disbursements and arrange couriers re: same.	0.4
Aug 28	Process wire transfer to pay A&M invoice and update schedule of receipts and disbursements.	0.2
<b>TOTAL – A. Singels-Ludvik</b>		<b>0.8 hrs.</b>



This is Exhibit "W" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits



**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

October 14, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #23 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period August 30 to October 10, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
A. Zalev, Managing Director	17.9	\$750	\$13,425.00
J. Walker, Managing Director	11.0	\$750	8,250.00
M. MacKenzie, Director	73.9	\$575	42,492.50
J. Belcher, Director	10.4	\$575	5,980.00
J. Nevsky, Director	1.5	\$525	787.50
M. Brouwer, Senior Associate	0.4	\$375	150.00
C. Kroach, Associate	27.6	\$325	8,970.00
A. Singels-Ludvik, Associate	3.0	\$275	825.00
	<u>145.7</u>		<u>\$80,880.00</u>
Add: Out of pocket expenses including mileage, parking, meals, courier, telephone and taxi			<u>5,961.63</u>
			<u>\$86,841.63</u>
Add: HST @ 13% *			<u>11,002.27</u>
<b>TOTAL INVOICE</b>			<u><b>\$97,843.90</b></u>

*\*Excludes HST exempt out of pocket expenses*

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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 #: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #23  
 HST#: 83158 2127 RT0001

*Comark Inc.*  
**DETAILED SUMMARY – August 30 to October 10, 2015**

<u>A. Zalev</u>		<u>Hrs.</u>
Aug 31	Review and response to various emails; update discussions with team on certain post-closing matters.	0.8
Sept 1	Discussion with J. Belcher; review and response to emails from Salus.	0.8
Sept 4	Review and response to various emails; call with Gerry; emails to Osler; discussion with M. MacKenzie.	1.0
Sept 7	Response to emails.	0.5
Sept 8	Call with Stern; call with management; update discussion with team.	1.0
Sept 9	Review and response to various emails; discussion with C. Kroach and others re: outstanding matters.	1.0
Sept 10	Consideration of working capital matters and emails.	0.5
Sept 11	Consideration of working capital matters and emails.	0.5
Sept 13	Review and response to emails.	0.3
Sept 14	Call with Stern; emails.	0.5
Sept 16	Discussion with J. Belcher re: outstanding matters; emails.	0.8
Sept 17	Internal team update meeting re: outstanding Comark matters; various emails.	1.1
Sept 18	Follow-up from outstanding matters; consideration of working capital.	0.6
Sept 21	Review of outstanding issues; review and response to various emails; discussion with A&M team.	1.0
Sept 23	Call with Stern; [REDACTED]	0.5
Sept 24	Internal discussion with Team and response to emails.	0.5
Sept 25	Call with Longview; liquidity issues in new co; discussion with J. Belcher and M. MacKenzie; review and response to emails.	1.0
Sept 28	Call with Stern; review and response to emails.	0.5



**Comark Inc.**  
**DETAILED SUMMARY – August 30 to October 10, 2015**

Sept 29	Further call with Stern; prepare for call with stern; follow-up emails.	0.5
Sept 30	Review and response to various emails.	0.5
Oct 1	Matters pertaining to working capital [REDACTED]; discussion with J. Belcher; review of emails from M. MacKenzie	1.0
Oct 2	Review and response to emails; call with Osler; internal team discussions.	1.0
Oct 7	Call with Stern; update from C. Kroach; call with management; review and response to emails.	1.0
Oct 9	Update from C. Kroach; consideration of outstanding issues; review and response to various emails.	1.0
<b>TOTAL – A. Zalev</b>		<b>17.9 hrs.</b>

**J. Walker**

		<b><u>Hrs.</u></b>
Aug 31	Internal discussions with M. MacKenzie, J. Belcher and A. Zalev, related emails and follow-up call with Goodmans; review and balancing of deposit currencies.	1.0
Sept 4	Review of various emails; call with Goodmans; call with creditor.	1.0
Sept 5	Miscellaneous emails and calls with creditors.	0.5
Sept 8	Various emails and internal discussions.	1.0
Sept 14	Various emails and internal discussions regarding working capital review, timing and potential issues.	1.5
Sept 23	Various emails, review of disbursements and wire transfer re: payment of professional fees and non-assumed liabilities of CCAA.	1.5
Sept 25	Various telephone calls during the week from unsecured creditors requesting update of status of CCAA; internal discussions and updates.	1.5
Oct 2	Various discussions with creditors; internal discussions and various emails.	2.0



*Comark Inc.*  
**DETAILED SUMMARY – August 30 to October 10, 2015**

Oct 9	Various updates and discussions re: status of working capital analysis and post-closing matters.	1.0
<b>TOTAL – J. Walker</b>		<b>11.0 hrs.</b>

*M. MacKenzie*

**Hrs.**

Aug 31	Call with J. Walker regarding the status of various matters; review Quebec employee claims forwarded by C. Chryssoulakis; discussions with C. Chryssoulakis regarding post-closing terminations and various other employee related enquiries; prepare and arrange for wire transfer of funds from the Company's TD bank accounts to the Monitor's trust account for the estate and related emails with A. Singels-Ludvik and E. Randle of TD; call with E. Randle regarding banking related matters; and respond to enquiries from suppliers.	2.0
Sept 1	Discussion with N. Lewis regarding various matters; emails with A. Singels-Ludvik and with E. Randle regarding wire transfer; email insurance broker to respond to enquiry; call with former employee to respond to enquiries; review and reconcile details of certain supplier pre-filing balances in association with correspondence received from Gowlings; discussions with N. Lewis regarding various post-closing matters; and communications with S. Haworth regarding insurance related matters.	6.8
Sept 3	Respond to enquiry from K. Sturino regarding banking related matters; email N. Lewis in response to enquiry regarding payments to [REDACTED]; emails from C. Chryssoulakis regarding employee related matters; email from S. Maxwell regarding T4s; and review and reconcile certain supplier related amounts in association with enquiry received from Gowlings.	2.5
Sept 8	Communications with B. Giainou to provide support for wire transfer to Bridging; communications with Manulife and related communications with R. Baulke; review correspondence received from Gowlings.	1.0



*Comark Inc.***DETAILED SUMMARY – August 30 to October 10, 2015**

- Sept 9            Emails with S. Maxwell regarding the preparation of T4s; call with N. Lewis regarding cash flow and banking related matters, follow-up discussions with A. Zalev and related communications with internal working group; email Manulife regarding consent form; reconcile supplier amounts in respect of [REDACTED] (suppliers), related emails with Gowlings and email to A. Catinas to obtain required information; review cash balances and outstanding amounts to be paid, work on reconciliation of bank balances, related discussions with A. Zalev, J. Belcher and C. Kroach and related call with N. Lewis. 4.5
- Sept 10           Various communications with N. Lewis, D. Zlinskas and J. Krist regarding Rickis truck seized by Ryder; emails with T. Fanta of Manulife and related communications with R. Baulke; email A. Catinas regarding details of stayed accounts payable owing to [REDACTED] (supplier); various emails with C. Kroach and J. Belcher regarding banking related matters, review and complete reconciliation begun by C. Kroach, communications with K. Sturino and N. Lewis regarding outstanding cheques, review and summarize schedule of receipts and disbursements for Monitor's trust accounts, and related communications with A. Singels-Ludvik; call with E. Randle of TD; and call with M. Wasserman to enquire regarding a potential D&O Claims Process and related email to A. Zalev. 4.0
- Sept 14           Attend at Company; communications with N. Lewis regarding go-forward work; emails with J. Belcher and J. Walker regarding the timing of the working capital analysis work; email from Gowlings enquiring about the supplier account reconciliation for [REDACTED] (supplier), review same, related communications with A. Catinas, and respond to Gowlings; prepare wire transfer request from old TD account, related communications with N. Lewis and K. Sturino and related communication with E. Randle of TD; work on supplier reconciliations to respond to enquiries from Gowlings; and discussions with B. Giamou regarding various sales tax filings. 4.3



*Comark Inc.***DETAILED SUMMARY – August 30 to October 10, 2015**

- Sept 15 Attend at Company; prepare revised US dollar wire transfer request, related discussions with N. Lewis and K. Sturino and send same to TD; communications with C. Chryssoulakis regarding employee letters; meet with S. Haworth to discuss insurance related matters and review schedule provided in follow-up; communications with A. Zalev regarding various matters; communications with E. Randle regarding banking related matters; email from A. Zalev regarding enquiry related to F. Horgan termination from G. Bachynski and respond to same; communications with N. Lewis regarding old pension plan wound up, related trust account at TD and outstanding refunding owing to Comark; and communications with A. Catinas regarding details of pre-filing amounts owing to and claimed by ██████ (supplier), prepare reconciliation of same and related emails with Gowlings to respond to enquiry. 6.5
- Sept 17 Emails from C. Chryssoulakis and response from Osler regarding correspondence received regarding a terminated employee; review correspondence received from Gowlings enquiring regarding another supplier balance; communications regarding company truck seized by Ryder; review and summarize invoices for payment and related communications with A. Singels-Ludvik; email from N. Lewis regarding data room; emails from B. Giamau regarding certain provincial sales tax filings and related call; and meet with J. Belcher and A. Zalev to discuss the status and go-forward plan in respect of various remaining matters. 2.0
- Sept 18 Finalize reconciliation of ██████ (supplier) pre-filing balance, related emails with A. Catinas and respond to related enquiry from Gowlings; email from S. Haworth regarding insurance; email from B. Giamou regarding tax filings; communications with E. Randle regarding closure of bank accounts; and communications with A. Singels-Ludvik regarding wire transfer to Houlihan Lokey. 2.0
- Sept 28 Follow-up in respect of email enquiry from Gowlings; email from A. Catinas enquiring regarding the disbursement schedule for the week prior to the closing of the Sale Transaction, related call with A. Catinas and related discussion with J. Belcher; emails with J. Belcher regarding certain professional fees; email from C. Fell regarding customs bond; call with B. Giamou regarding HST/GST return, related discussions with A. Zalev and J. Belcher, and follow-up email from B. Giamou summarizing matters; review details of various provincial sales tax returns filed on behalf of the estate; review details of supplier related enquiry and response to same; work on framework of next report to Court. 5.8



**Comark Inc.**  
**DETAILED SUMMARY – August 30 to October 10, 2015**

Sept 29	Emails with B. Giamou to obtain bank statements for TD accounts, review and summarize transactions through same from the closing of the sale transaction to date, related call with B. Giamou and related emails with B. Giamou and K. Sturino to obtain further information in respect of certain transactions, and related discussions with J. Belcher; prepare reconciliation of TD accounts; emails with J. Belcher regarding GST/HST return and regarding professional fees; review detailed receipts and disbursements schedule for the Monitor's trust accounts and reconcile same; and work on framework of draft report to Court.	6.0
Sept 30	Continue reconciliation of TD accounts and allocate transactions through same to purchaser versus estate, related call with C. Kroach, related emails with B. Giamou, and related discussions with J. Belcher; email to K. Sturino in response to enquiry regarding correspondence received regarding a clearance certificate; discussions with J. Belcher regarding cash balances; review information regarding insurance provided by S. Haworth and email insurance broker to arrange for cancellation of all insurance except D&O liability insurance.	4.8
Oct 1	Communications from C. Chryssoulakis regarding correspondence received in respect of a former employee; emails with K. Rosenstein regarding banking related matters; call with N. Lewis regarding various matters and follow-up call with K. Sturino; and call with M. DeLellis regarding potential D&O claims process.	2.5
Oct 2	Attend at company premises; meet with A. Catinas to review and discuss various supplier enquiries; meet with K. Sturino to review and discuss the details of the reconciliation and allocation of transactions in the TD bank accounts, related follow-up email and related email to N. Lewis; meet with N. Lewis to review and discuss various outstanding matters; discussions with B. Giamou regarding various statutory filings; discussion with S. Maxwell regarding the preparation of T4s; call with M. DeLellis regarding various matters; discussion with company personnel regarding outstanding letters of credit; and attend to various other miscellaneous matters.	6.0



*Comark Inc.***DETAILED SUMMARY – August 30 to October 10, 2015**

Oct 7	Emails with S. Maxwell regarding T4s and T4 summary; call with M. Ram of TD Bank regarding the closure of accounts and other banking related matters, and related emails K. Rosenstein; arrange for payment of certain invoices; communications with K. Sturino to obtain further information regarding TD bank transactions; communications with N. Lewis regarding status of working capital analysis and related discussions with J. Belcher; emails with A. Zalev regarding cash flows and banking matters; and communications with J. Belcher regarding cure costs.	5.0
Oct 8	Review T4 information provided by S. Maxwell; communications with K. Sturino regarding the transfer of funds regarding cure costs; review schedules of cure costs provided by K. Sturino and by J. Belcher, reconcile same, related emails with K. Sturino, related discussions with J. Belcher and call with K. Sturino; and work on next report to Court.	4.7
Oct 9	Email to K. Sturino regarding cure costs, related call with K. Sturino, call with N. Lewis regarding same, email J. Belcher schedule of additional cure costs paid by the Purchaser on behalf of the estate , verify same to be appropriate, related discussions with J. Belcher, and communications with A. Singels-Ludvik to arrange for wire transfer in respect of same; and emails with S. Maxwell regarding T4s.	3.5
<b>TOTAL – M. MacKenzie</b>		<b>73.9 hrs.</b>

*J. Belcher*

Aug 31	Calls with K. Hughes regarding Windsor Crossing cure costs; email correspondence on same; email correspondence and discussions regarding Monitor cash holdings and f/x conversion.	0.5
Sept 1	Email correspondence regarding cure cost payment discrepancies.	1.0
Sept 2	Review of letter from counsel regarding amounts owing to contractors; review of affected store listings and stay amounts; discussion with J. Nevsky on same.	0.6
Sept 3	Call with K. Hughes regarding certain cure cost amounts to be paid; call with R. Baulke regarding contractor letter and amounts owing; email to A. Catinas regarding contract amounts owing and review of invoice amounts on same.	0.4
Sept 9	Email correspondence regarding Comark remaining funds and reconciliation; call with M. MacKenzie on same.	0.5



*Comark Inc.*  
**DETAILED SUMMARY – August 30 to October 10, 2015**

Sept 10	Various email correspondence regarding cure cost payments and status; meeting with M. MacKenzie to review status of estate cash reconciliation; email correspondence regarding customer information forms for material contract assignment.	1.2
Sept 15	Preparation of Lender claim summary for HL and sending certain deal information.	0.7
Sept 16	Updates with M. MacKenzie; call with C. Fell and various email correspondence.	0.2
Sept 17	Update meeting with A. Zalev and M. MacKenzie; provide information to M. MacKenzie to pay HL success fee amounts.	0.3
Sept 22	Email correspondence regarding excise taxes and data room; update call to N. Lewis.	0.2
Sept 23	Correspondence regarding HL success fee payment; call with C. Fell regarding potential lien issue and approach.	0.3
Sept 24	Call with N. Lewis regarding working capital status and approach.	0.2
Sept 28	Email to N. Lewis re: disclaimer notices; review of emails/records for same; discussion with M. MacKenzie regarding cash reconciliation.	0.2
Sept 29	Email correspondence regarding disclaimer documents and cure cost follow-ups; review of cure cost schedules; reading M. MacKenzie email regarding GST status; call with A. Zalev, S. Kassam and N. Lewis regarding liquidity and status of working capital; reconciliation questions from M. MacKenzie.	0.9
Sept 30	Discussions with A. Zalev regarding N. Lewis email re: liquidity; review of working capital estimate; discussions with M. MacKenzie regarding bank reconciliations; review of N. Lewis email regarding accrued payroll / cure costs.	0.9
Oct 1	Call with N. Lewis regarding purchases modelling work and cure cost reimbursement; discussion with C. Kroach on modelling.	0.5
Oct 7	Call with A. Zalev and S. Kassam regarding update and working capital timelines; reconciliation of cure cost payments for M. MacKenzie.	1.4



*Comark Inc.*  
**DETAILED SUMMARY – August 30 to October 10, 2015**

Oct 9	Call with N. Lewis regarding working capital approach and status update; review of additional cure cost schedules and email to K. Hughes on same.	0.4
<b>TOTAL – J. Belcher</b>		<b>10.4 hrs.</b>
<u><i>J. Nevsky</i></u>		<u><b>Hrs.</b></u>
Sept 18	Responding to unsecured creditor email enquiries; call with unsecured creditor regarding outstanding pre-filing claim.	1.5
<b>TOTAL – J. Nevsky</b>		<b>1.5 hrs.</b>
<u><i>M. Brouwer</i></u>		<u><b>Hrs.</b></u>
Sept 3	Responding to supplier calls and emails.	0.4
<b>TOTAL – M. Brouwer</b>		<b>0.4 hrs.</b>
<u><i>C. Kroach</i></u>		<u><b>Hrs.</b></u>
Aug 31	Respond to creditor inquiries.	0.5
Sep 2	Review bank statements and respond to creditor inquiries.	1.1
Sep 3	Respond to creditor inquiries.	0.6
Sept 8	Internal emails with M. MacKenzie and review bank statements.	0.6
Sept 9	Review bank statements; preparing cash reconciliation schedule; discussion with M. MacKenzie regarding fund transfer to Monitor's trust account; discussions with J. Belcher regarding cash reconciliation; respond to creditor inquiries.	2.2
Sept 10	Discussion with M. MacKenzie regarding funds transfer to Monitor's trust account; prepare account reconciliation summary; respond to creditor inquiries.	1.2
Sept 11	Respond to various creditor inquiries.	1.0
Sept 16	Internal emails with M. MacKenzie and review bank statements.	0.6
Sept 29	Internal emails with M. MacKenzie and review bank statements.	0.5



**Comark Inc.**  
**DETAILED SUMMARY – August 30 to October 10, 2015**

Oct 1	Internal discussion with A&M team and responding to creditor inquiries.	0.5
Oct 5	Meeting with N. Lewis to discuss inventory forecast model; meeting with A. Catinas to plan inventory forecast model and discussion regarding vendor terms; discussion with A. Desouza to discuss new vendor terms; review in transit and on order reports; building inventory forecast model and responding to creditor inquiries.	9.3
Oct 6	Building inventory forecast model; testing inventory forecast model; review model with A. Catinas; preparing instruction memo for model and respond to creditor inquiries.	7.7
Oct 7	Respond to creditor inquiries.	0.8
Oct 9	Calls with Warren Dakin regarding creditor claim and responding to other creditor inquiries.	1.0
<b>TOTAL – C. Kroach</b>		<b>27.6 hrs.</b>

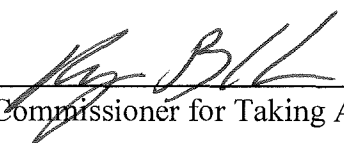
**A. Singels-Ludvik**

**Hrs.**

Aug 31	Discussions with respect to transfer of funds from CDN trust account to new USD trust account; telephone call to RBC to process same; update Schedule of Receipt and Disbursements.	0.5
Sept 18	Process several invoices for payment and update Statement of Receipts and Disbursements.	1.9
Oct 2	Process invoice for payment and update Statement of Receipts and Disbursements.	0.2
Oct 9	Process invoices for payment and update Statement of Receipts and Disbursements	0.4
<b>TOTAL – A. Singels-Ludvik</b>		<b>3.0 hrs.</b>



This is Exhibit "X" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits



**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

October 29, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #24 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period October 11 to 28, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
A. Zalev, Managing Director	11.6	\$750	\$8,700.00
J. Walker, Managing Director	15.5	\$750	11,625.00
M. MacKenzie, Director	54.4	\$575	31,280.00
J. Belcher, Director	9.8	\$575	5,635.00
C. Kroach, Associate	7.6	\$325	2,470.00
A. Singels-Ludvik, Associate	1.0	\$275	275.00
	<u>99.9</u>		<u>\$59,985.00</u>
Add: Out of pocket expenses – courier charges			<u>506.57</u>
			<u>\$60,491.57</u>
Add: HST @ 13%			<u>7,863.90</u>
<b>TOTAL INVOICE</b>			<u><b>\$68,355.47</b></u>

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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 #: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #24  
 HST#: 83158 2127 RT0001



*Comark Inc.*  
**DETAILED SUMMARY – October 11 to 28, 2015**

<u>A. Zalev</u>	<u>Hrs.</u>
Oct 12 Responding to various emails, internal updates with A&M team and dealing with post-closing matters.	1.0
Oct 14 Responding to various emails, internal updates with A&M team and dealing with post-closing matters.	1.0
Oct 16 Responding to various emails, internal updates with A&M team and dealing with post-closing matters.	0.8
Oct 19 Responding to various emails, internal updates with A&M team and dealing with post-closing matters.	1.0
Oct 21 Responding to various emails, internal updates with A&M team and dealing with post-closing matters.	1.0
Oct 23 Responding to various emails, internal updates with A&M team and dealing with post-closing matters.	1.5
Oct 26 Matters pertaining to Court Report.	2.5
Oct 27 Matters pertaining to Court Report.	2.0
Oct 28 Matters pertaining to Court Report.	0.8
<b>TOTAL – A. Zalev</b>	<b>11.6 hrs.</b>

<u>J. Walker</u>	<u>Hrs.</u>
Oct 13 Meeting with J. Belcher and M. MacKenzie regarding update re: W/C, claims process preparation, transitional services etc.; review of draft D&O claims motion, conference call with Goodmans.	1.5
Oct 15 Various emails; review of Goodmans mark up of claims process materials.	1.0
Oct 16 Various emails and updates from Goodmans re: D&O and upcoming motion.	0.5
Oct 20 Conference call with Goodmans; various emails and internal discussions.	1.0
Oct 21 Review of updated draft claims procedure Motion/Order; meeting with M. MacKenzie re: status and content of Court Report.	1.5



**Comark Inc.****DETAILED SUMMARY – October 11 to 28, 2015**

Oct 22	Discussion with Goodmans re: claims process/approach proposed by Oslers; follow-up call with Osler; review and revisions to cash flow statements.	1.5
Oct 25	Review of draft Affidavit and related internal discussions and conference call with Goodmans.	1.5
Oct 26	Review of revised draft affidavit; discussion with Company's counsel; review and revisions to Court Report.	3.0
Oct 27	Review and revisions to Court Report; various discussions with counsel re reporting.	3.0
Oct 28	Final review and sign off of Court Report; various internal discussions re: same and upcoming closing working capital adjustment.	1.0
<b>TOTAL – J. Walker</b>		<b>15.5 hrs.</b>

**M. MacKenzie****Hrs.**

Oct 13	Meet with J. Belcher and J. Walker to discuss the status of the Working Capital Statement and certain other matters; various emails with A. Zalev and K. Rosenstein regarding banking related matters and related call with S. Babe; email A. Singels-Ludvik additional information required for wire transfer to Purchaser; call with J. Walker, B. Empey and R. Baulke to discuss next Court hearing, timing of same and other related matters; review draft D&O Claims Procedure Order circulated by Osler; and work on draft report to Court.	3.8
Oct 14	Work on draft report to Court; and attend to various other miscellaneous matters.	3.3
Oct 15	Communications with B. Empey and R. Baulke regarding draft D&O Claims Procedure Order and related emails with J. Walker; call regarding various matters with M. DeLellis; email with M. Ram of TD regarding banking related matters; email K. Sturino to follow-up regarding wire transfer in respect of cure costs; emails to C. Fell to enquire regarding name change and trust funds in respect of pension plan; and emails with P. Murphy of TD Merchant Services and K. Sturino regarding cancellation of certain banking arrangements.	3.0



*Comark Inc.***DETAILED SUMMARY – October 11 to 28, 2015**

Oct 16	Communications with Goodmans regarding D&O Claims Procedure; various communications with TD regarding banking related matters; review Goodmans' comments regarding the draft D&O Claims Procedure Order; and work on draft report to Court.	6.0
Oct 19	Discussion with C. Kroach regarding creditor enquiry; email R. Baulke regarding Stay Extension Hearing; meet with J. Walker to discuss the draft Sixth Report; work on draft Sixth Report; and call with B. Empey, R. Baulke and J. Walker regarding upcoming Court hearing and association motion and other materials.	4.0
Oct 20	Emails from J. Belcher and C. Fell regarding hydro bill in respect of disclaimed store; email from K. Sturino regarding banking related matters; email from M. Ram regarding final accounting in respect of TD bank accounts prior to closing same, and review and update detailed schedule of transactions; discussions with C. Kroach regarding preparation of receipts and disbursements variance analysis to Closing; prepare schedule of receipts and disbursements incorporating transactions through TD bank accounts as well as the Monitor's trust accounts and related communications with C. Kroach; arrange for wire transfer to Purchaser and related communications with K. Sturino; and work on draft Sixth Report.	6.3
Oct 21	Communications with C. Kroach regarding receipts and disbursements schedules; communications with J. Belcher regarding amounts owing to Salus at Closing and amounts paid to Salus; review and revise draft schedule of receipts and disbursements to Closing, and review and revise schedule of post-Closing receipts and disbursements, discussions with C. Kroach regarding each, and related emails to J. Walker; review revised draft D&O Claims Procedure Order and related discussions with J. Walker; email from C. Fell with Articles of Reorganization in respect of name change; emails with M. Ram regarding banking related matters; and work on draft Sixth Report.	6.0



*Comark Inc.***DETAILED SUMMARY – October 11 to 28, 2015**

Oct 26	Review draft Affidavit and meet with J. Walker to discuss same, and call with J. Walker, B. Empey and R. Baulke regarding same; work on draft Sixth Report, meet with J. Walker to review and discuss same, revise draft to incorporate information provided in draft Affidavit and draft Order; review revised draft Order and related discussions with J. Walker; review and revise draft Confidential Appendix and discuss same with J. Walker; review and revise schedule of receipts and disbursements to Closing; calls with C. Fell and S. Pavic to provide information required for Affidavit; call with G. Bachynski and S. Pavic regarding funds held by Monitor and go-forward obligations of estate; various discussions with J. Walker regarding Directors' Charge, related communications with J. Walker and A. Zalev, related call with J. Walker, B. Empey and R. Baulke and various related emails; meet with J. Walker to review, discuss and revise draft Sixth Report, draft schedule of receipts and disbursements to Closing, and confidential appendix; various revisions to draft Sixth Report and confidential appendix to same.	9.0
Oct 27	Meet with J. Walker to discuss certain revisions to draft Sixth Report and incorporate same; various revisions to and discussions regarding the draft Sixth Report with J. Walker; review and revise draft schedule of receipts and disbursements to Closing and draft schedule of post-Closing receipts and disbursements; review comments to draft Sixth Report received from Goodmans, related discussions with internal working group and incorporate changes; review revised draft Order and discuss same with J. Walker; revise draft schedule of post-Closing receipts and disbursements; and various calls with Goodmans and internal meetings and discussions to review, discuss and revise draft Court materials.	9.0
Oct 28	Communications with J. Belcher and C. Kroach regarding receipts and disbursements up to Closing as compared to forecast and regarding Confidential Appendix to the Sixth Report; various internal discussions regarding the draft Sixth Report; call with B. Empey, R. Baulke and J. Walker regarding draft Sixth Report and various other related communications with Goodmans; finalize Sixth Report; arrange for documents to be posted to the Monitor's website for these proceedings; respond to enquiries from Gowlings regarding certain supplier related matters; and attend to various other miscellaneous matters.	4.0
<b>TOTAL – M. MacKenzie</b>		<b>54.4 hrs.</b>



*Comark Inc.*  
**DETAILED SUMMARY – October 11 to 28, 2015**

**J. Belcher**

Oct 13	Meeting with J. Walker and M. MacKenzie to discuss status update and working capital timelines; email to N. Lewis to seek update.	0.6
Oct 15	Call with S. Kassam and A. Zalev re working capital update and process.	0.5
Oct 19	Call with J. Walker, M. MacKenzie and Goodmans regarding Court Report approach and strategy; call with N. Lewis regarding working capital update and status.	0.9
Oct 21	Call with A. Prunier to discuss working capital updates and timelines; review of receipts and disbursements with M. MacKenzie in advance of call; assisting C. Kroach with Court cash flow filings; providing payout numbers/balances to M. MacKenzie.	0.8
Oct 22	Call with S. Kassam on working capital update.	0.2
Oct 23	Call with N. Lewis on working capital and other issues; working with J. Walker to execute wire transfer to NewCo relating to cut-off funds; email correspondence re: CF tenant allowance amount.	0.5
Oct 26	Review of draft Affidavit; email correspondence with N. Lewis; meeting with A&M team to discuss Affidavit issues and working capital status update.	0.8
Oct 27	Review of modified draft Affidavit; review of Monitor's Reports and various iterations; meetings with A&M team and calls with Goodmans to discuss Monitors Report issues; call with N. Lewis and K. Sturino regarding working capital status update.	1.6
Oct 28	Call with N. Lewis and C. Kroach regarding Court Report receipts and disbursements schedules, as well as working capital status update; call with C. Fell regarding landlord lien issue; call with N. Lewis regarding working capital approach and walk through of draft working paper schedules; review of draft working capital schedules.	3.9
<b>TOTAL – J. Belcher</b>		<b>9.8 hrs.</b>

**C. Kroach**

Oct 13	Responding to creditor inquiries.	1.1
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**Hrs.**



***Comark Inc.***  
**DETAILED SUMMARY – October 11 to 28, 2015**

Oct 19	Responding to creditor inquiries.	1.0
Oct 20	Responding to creditor inquiries.	0.5
Oct 21	Preparing R&D schedules for Monitor's Report and responding to creditor inquiries.	1.0
Oct 22	Preparing R&D schedules for Monitor's Report; processing edits and responding to creditor inquiries.	2.0
Oct 25	Emailing with M. MacKenzie regarding Monitor's Report.	0.5
Oct 27	Reviewing bank statements and discussions with M. MacKenzie regarding Monitor's Report.	0.5
Oct 28	Call with N. Lewis and J. Belcher regarding receipts and disbursements section in Monitor's Report; responding to creditor inquiries.	1.0
<b>TOTAL – C. Kroach</b>		<b>7.6 hrs.</b>

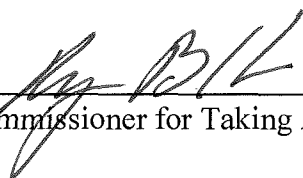
**A. Singels-Ludvik**

**Hrs.**

Oct 14	Process invoices for payment and update Schedule of Receipts and Disbursements.	0.4
Oct 20	Process invoices for payment and update Schedule of Receipts and Disbursements.	0.2
Oct 23	Process wire transfer request to Comark Services Inc. re share of Comark Inc. funds.	0.4
<b>TOTAL – A. Singels-Ludvik</b>		<b>1.0 hrs.</b>



This is Exhibit "Y" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits



**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

November 30, 2015

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #25 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period October 29 to November 21, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
<b><u>Staff</u></b>			
A. Zalev, Managing Director	16.7	\$750	\$12,525.00
J. Walker, Managing Director	14.0	\$750	10,500.00
M. MacKenzie, Director	33.4	\$575	19,205.00
J. Belcher, Director	72.3	\$575	41,572.50
J. Jomaa, Senior Associate	5.5	\$375	2,062.50
A. Singels-Ludvik, Associate	1.4	\$275	385.00
	<u>143.3</u>		<u>\$86,250.00</u>
Add: Out of pocket expenses including mileage, meals, taxi, telephone and web site maintenance charges			<u>600.23</u>
			\$86,850.23
Add: HST @ 13% *			<u>11,284.74</u>
<b>TOTAL INVOICE</b>			<u><b>\$98,134.97</b></u>

*\*Excludes HST exempt out of pocket expenses*

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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 #: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #25  
 HST#: 83158 2127 RT0001



*Comark Inc.***DETAILED SUMMARY – October 29 to November 21, 2015**

<u><i>A. Zalev</i></u>	<u>Hrs.</u>	
Oct 29	Review, discussion and follow-up on various post-closing matters.	1.5
Oct 30	Review of working capital and other post-closing matters; discussions with J. Walker re: D&O claims procedure; participation on various phone calls; discussions with J. Belcher.	2.0
Nov 2	Review and response to various emails; matters pertaining to post-closing adjustments.	1.0
Nov 3	Discussions with A&M team; discussions with purchaser; review and response to various emails.	1.0
Nov 5	Review and response to emails; discussions with A&M team re: post-closing matters.	1.0
Nov 6	Review and response to emails; discussions with A&M team re: post-closing matters.	1.0
Nov 9	Review and response to emails; discussions with A&M team re: post-closing matters.	1.0
Nov 10	Discussions with purchaser; discussions with J. Belcher re: working capital; review of working capital; various other discussions and emails.	1.0
Nov 11	Review and response to emails; discussions with A&M team re: post-closing matters; discussions with Salus and counsel.	1.0
Nov 12	Review and response to emails; discussions with A&M team re: post-closing matters.	1.0
Nov 13	Review and response to emails; discussions with A&M team re: post-closing matters.	1.0
Nov 15	Review and response to emails.	0.2
Nov 16	Discussions with J. Belcher re: working capital; discussions with M. MacKenzie; discussions with J. Walker; review of various post-closing matters.	1.0
Nov 17	Discussions with Salus and counsel; review of various post-closing matters.	1.0
Nov 18	Discussions with A&B re: working capital; internal discussions with A&M team; review and response to various emails.	1.0



***Comark Inc.***  
**DETAILED SUMMARY – October 29 to November 21, 2015**

Nov 20	Discussions with A&B re: working capital; internal discussions with A&M team; review and response to various emails.	1.0
<b>TOTAL – A. Zalev</b>		<b>16.7 hrs.</b>

<u><i>J. Walker</i></u>	<u>Hrs.</u>	
Nov 2	Attendance at Court.	1.0
Nov 3	Follow-up on working capital, employee emails and various discussions with staff.	1.0
Nov 10	Review of agreement regarding WC provisions; various discussions with A. Zalev and J. Belcher; planning in connection with delayed review; arranging for transfer of US funds.	1.5
Nov 11	Various internal discussions re WC schedule; review and summary of employees terminated during the CCAA period; discussion with PWC and purchaser regarding WC schedule and required review; related emails and discussion with Goodmans.	1.5
Nov 13	Review and revisions to employee termination, summary by province; follow-up call with Goodmans; discussions with J. Belcher regarding WC schedule; review status and follow-up call with Goodmans.	1.5
Nov 16	Review of Goodmans analysis of provincial deemed trust and follow-up discussions; review of D&O tail policy insurance quote, various internal discussions re working capital statement adjustments and follow-up discussions with Goodmans regarding approach.	2.0
Nov 17	Various internal discussions regarding status of working capital review and follow-up discussions with Goodmans.	2.0
Nov 19	Review and comments to draft of Motion materials and Court Report and follow-up discussions with Goodmans.	2.0
Nov 20	Various internal discussions regarding status of working capital review and D&O claims procedure and follow-up discussions with Goodmans.	1.5
<b>TOTAL – J. Walker</b>		<b>14.0 hrs.</b>



*Comark Inc.*  
**DETAILED SUMMARY – October 29 to November 21, 2015**

<u>M. MacKenzie</u>	<u>Hrs.</u>
Oct 29      Discussion with J. Walker regarding D&O insurance, Comark accounts receivable and related follow-up emails, and call with J. Walker regarding D&O run-off insurance policy; call insurance broker to enquire regarding cost of a 5 year run-off policy; review and summarize D&O insurance policy for J. Walker; various follow-up calls with the insurance broker; and various other discussions with J. Walker.	3.3
Oct 30      Call with J. Walker regarding various matters.	0.3
Nov 2      Email from the Nova Scotia Department of Labour Standards; arrange for documents to be posted to the Monitor's website; and various discussions with R. Baulke.	0.5
Nov 4      Write letter to insurance broker and follow-up email; discussion with J. Belcher regarding status of Working Capital Statement; email from C. Chryssoulakis regarding WSIB related matter and related email with D. Wong; and emails with insurance broker in respect of a D&O run-off policy.	1.0
Nov 5      Emails with insurance broker regarding a D&O run-off policy; and email from Quebec Employment Standards Division regarding an employee claim and related communications with J. Walker.	0.3
Nov 6      Respond to enquiry from creditor, related discussions with C. Kroach and related emails with J. Walker; communications with J. Walker regarding enquiry from Manitoba Employment Standards, related communications with Goodmans, and related discussion with A. Zalev; and various emails and discussions regarding banking related matters.	1.8
Nov 9      Emails with insurance broker in respect of estimate for D&O run-off policy and to respond to numerous enquiries from insurer; review details of certain employee termination calculations and prepare schedule of those in certain provinces, related discussions with J. Walker, and related discussions with J. Belcher; email from J. Belcher to C. Chryssoulakis to request additional information regarding terminations during the proceedings; and email J. Walker regarding communications with insurance broker.	3.0



*Comark Inc.***DETAILED SUMMARY – October 29 to November 21, 2015**

- Nov 11 Return call to insurance broker; email with S. Haworth regarding insurance related matters; review and file BC Worksafe final return; review government tax accrual information provided by J. Belcher in respect of Working Capital analysis and email information to J. Belcher; review employee terminations list sent by C. Chryssoulakis and follow-up email with enquiries, summarize issues and head count information, and email same to J. Walker; meet with J. Walker to discuss the status of various matters; and emails with Osler and with Walker and Goodmans regarding lawsuit filed by Quebec Employment Standards. 3.8
- Nov 12 Call with insurance broker regarding D&O run-off policy and CCAA proceedings/go forward plan; meet with J. Walker to discuss the status of various matters; email response to enquiry from B. Wallace regarding benefits; discussions with TD regarding letters of credit; and review and attend to various government filings. 2.3
- Nov 13 Review additional information regarding terminations provided by C. Chryssoulakis, prepare schedule of potential outstanding statutory termination pay [REDACTED], related call with C. Chryssoulakis, and related discussion with J. Walker; call with B. Empey, J. Walker and J. Belcher regarding Working Capital process and termination schedule, and follow-up discussions with B. Empey and J. Walker; and review and revise draft termination schedule and circulate same to B. Empey and J. Walker. 3.5
- Nov 16 Review information regarding termination related legislation provided by Goodmans; communications with C. Chryssoulakis regarding statutory notice periods [REDACTED] and update termination schedule accordingly; emails from J. Walker and from J. Belcher regarding Working Capital analysis; meet with J. Walker to discuss D&O insurance; review correspondence from Gowlings and respond to same; and work on draft report to Court. 5.3
- Nov 17 Discussion with J. Walker regarding various matters in preparation for call with Goodmans; call with B. Empey, R. Baulke, J. Walker and J. Belcher regarding Working Capital Statement, D&O insurance, deemed trust amounts, vacation pay and upcoming report to Court; call with M. DeLellis regarding various matters; review draft Notice of Dispute regarding Working Capital Statement; summarize tax filing information for J. Belcher in association with review of Working Capital Statement. 3.8



*Comark Inc.***DETAILED SUMMARY – October 29 to November 21, 2015**

Nov 18	Various communications with S. Haworth and C. Kroach regarding enquiry from creditor; review Notice of Dispute issued by Applicant in respect of the Working Capital Statement; revise draft report to Court and send same to J. Walker for review and comment.	2.0
Nov 20	Review draft Claims Procedure Order; review J. Walker comments in respect of draft report to Court and incorporate same; and call with J. Walker regarding draft report and various other matters.	2.5
<b>TOTAL – M. MacKenzie</b>		<b>33.4 hrs.</b>

*J. Belcher*

Oct 29	Email response to J. Erickson re: contract assignments; review of working capital draft schedules provided by N. Lewis; making notes and questions on same; review of purchase amounts made prior to transaction closing.	4.1
Oct 30	Email correspondence re: working capital status and estate cheques; call with J. Walker regarding working capital status in advance of court appearance.	0.3
Nov 2	Review of purchase price allocation schedules as per Fasken's request and comparison to those filed at close; call with N. Lewis regarding same and drafting email response to Goodmans; calls with N. Lewis re working capital status.	1.1
Nov 3	Call with N. Lewis; email to N. Lewis requesting certain schedules supporting working capital analysis.	0.7
Nov 4	Review of working capital August 20 <sup>th</sup> profit calculation provided by N. Lewis; review of PwC working capital report write-up and procedures; beginning review of back-up schedules received from K. Sturino et al.	2.9
Nov 5	Email correspondence with K. Sturino regarding outstanding schedules; call with K. Sturino and A. Catinas regarding certain questions pertaining to back schedules and availability of certain information; call with J. Walker to discuss working capital status and approach.	1.5
Nov 6	Various email correspondence with N. Lewis, K. Sturino and A&M team.	0.3



*Comark Inc.***DETAILED SUMMARY – October 29 to November 21, 2015**

Nov 9	Continued review of working capital schedules and calculations; meeting with J. Walker on same; call with A. Zalev and SCP regarding working capital status and timelines; call and email to N. Lewis regarding PwC working papers; discussions with M. Mackenzie regarding termination listings; email to C. Chryssoulakis regarding same.	5.8
Nov 10	Continued review of working capital schedules; internal discussions on status / approach.	5.5
Nov 11	Continued review of working capital schedules and calculations; call with A. Catinas to review certain questions and information requests; call with J. Walker, S. Kassam, N. Lewis and PwC to discuss procedures and information requests; call with N. Lewis to discuss and plan continued review.	8.1
Nov 12	On site at Comark offices; continued review of working capital and meetings with various Comark staff to review calculations and back-up.	8.5
Nov 13	Call with J. Walker regarding status of working capital review work; emails and calls with J. Jomaa regarding working capital analysis required; call with J. Walker, M. MacKenzie and B. Empey regarding working capital and other matters.	1.3
Nov 14	Call with N. Lewis to discuss working capital status.	0.3
Nov 16	On site at Comark offices; continued review of working capital and meetings with various Comark staff to review calculations and back-up; calls with J. Jomaa to discuss analysis; call with J. Walker regarding status updates.	10.5
Nov 17	On site at Comark offices; continued review of working capital and meetings with various Comark staff to review calculations and back-up; call with A&M and Goodmans to discuss various updates; update call with J. Walker regarding working capital.	9.9
Nov 18	On site at Comark offices; continued review of working capital and meetings with various Comark staff to review calculations and back-up; working on summary file and summary of adjustments proposed; call with N. Lewis regarding status and plan.	7.8
Nov 19	Working on working capital summary and adjustment summary.	1.0

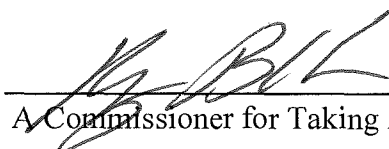


*Comark Inc.***DETAILED SUMMARY – October 29 to November 21, 2015**

Nov 20	Continued work on working capital summary and adjustment summary; review of final sales tax back-up; calls with N. Lewis and K. Sturino regarding sales tax entries and back-up, as well as certain other items.	2.7
<b>TOTAL – J. Belcher</b>		<b>72.3 hrs.</b>
 <b><u>J. Jomaa</u></b>		<b><u>Hrs.</u></b>
Nov 11	Discussed with J. Belcher accounts payable sub ledger and aging report; reviewed both reports and completed a completeness / existence check to verify if balances were not being excluded from each of the reports.	1.0
Nov 13	Discussion with J. Belcher regarding inventory and invoice payment reporting pre and post-closing date; review of both sets of reports; verified large payment amounts were correctly being applied to inventory account.	1.0
Nov 16	Continue reviewing inventory and payment reports; reviewed all invoice payments verifying payments were being correctly applied to inventory account; discussed discrepancies with J. Belcher.	3.5
<b>TOTAL – J. Jomaa</b>		<b>5.5 hrs.</b>
 <b><u>A. Singels-Ludvik</u></b>		<b><u>Hrs.</u></b>
Oct 29	Process invoice for payment and update Schedule of Receipts and Disbursements.	0.3
Nov 3	Process cheques received for deposit and review backup documents regarding same; bank reconciliation to October 31 and update Schedule of Receipts and Disbursements.	0.8
Nov 16	Process invoice for payment and update Schedule of Receipts and Disbursements.	0.3
<b>TOTAL – A. Singels-Ludvik</b>		<b>1.4 hrs.</b>



This is Exhibit "Z" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
\_\_\_\_\_  
A Commissioner for Taking Affidavits





**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

February 5, 2016

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #26 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period November 22 to January 16, 2015, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
<b><u>Staff</u></b>			
A. Zaley, Managing Director	16.0	\$750	\$12,000.00
J. Walker, Managing Director	27.5	\$750	20,625.00
M. MacKenzie, Director	66.1	\$575	38,007.50
J. Belcher, Director	29.5	\$575	16,962.50
A. Singels-Ludvik, Associate	6.8	\$275	1,870.00
	<u>145.9</u>		<u>\$89,465.00</u>
Add: Out of pocket expenses including mileage, telephone, advertisement re Notice and web site maintenance charges			3,130.38
			<u>\$92,595.38</u>
Add: HST @ 13% *			12,008.80
<b>TOTAL INVOICE</b>			<b><u>\$104,604.18</u></b>

*\*Excludes HST exempt out of pocket expenses*

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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 #s: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #26  
 HST#: 83158 2127 RT0001

*Comark Inc.***DETAILED SUMMARY – November 22, 2015 to January 16, 2016**

<u>A. Zalev</u>		<u>Hrs.</u>
Nov 23	Review of working capital adjustment matters and discussions with A&M team re various matters.	1.0
Nov 24	Discussion with J. Belcher re: working capital adjustment and emails with K. Rosenstein.	1.0
Nov 25	Discussion with M. Mackenzie re: post-closing matters.	1.0
Nov 26	Discussions with G. Bachinski re: D&O matters and various other issues; Discussions with A&M team re: post-closing matters and working capital adjustment.	2.0
Nov 27	Various calls with Salus and numerous discussions with A&M team regarding working capital adjustment; call with Stern Partners.	2.0
Nov 30	Various administrative matters and other discussions.	1.0
Dec 2	Review and response to emails; discussions with J. Belcher re: working capital and other matters; Brief update discussion with J. Walker; other matters.	1.5
Dec 4	Review and response to emails; matters pertaining to working capital adjustment and discussions with K. Rosenstein	1.0
Dec 7	Call with M. Wasserman; various other discussions and review of emails.	1.0
Dec 9	Review and response to various emails; discussions with M. Mackenzie.	1.0
Dec 11	Review of timing around working capital adjustment; review and response to various emails.	0.5
Dec 14	Review and response to various emails; discussion with J. Belcher.	0.5
Dec 16	Review and response to various emails; discussion with J. Belcher.	0.5
Jan 6	Review and response to various emails; various discussions re: post-closing matters and D&O claims process.	1.0
Jan 13	Review and response to various emails; various discussions re: post- closing matters and D&O claims process.	1.0
<b>TOTAL – A. Zalev</b>		<b>16.0 hrs.</b>



*Comark Inc.*  
**DETAILED SUMMARY – November 22, 2015 to January 16, 2016**

<u><i>J. Walker</i></u>	<u>Hrs.</u>	
Nov 23	Finalize Report; various internal discussions and calls with Goodmans.	2.5
Nov 24	Various discussions with Goodmans re: ██████████ in Report, meeting with J. Belcher to review working capital analysis in support of adjustments to statement.	2.0
Nov 25	Various emails and discussions with M. MacKenzie re: status of employee provincial termination review and final comments from Oslers re: Court Report.	1.5
Nov 30	Preparation for and attend Court for Stay Extension.	2.0
Dec 1	Various internal discussions and conference calls with Oslers re: approach re: D&O tail coverage and related provincial review of deemed trusts.	3.0
Dec 4	Various internal discussion and review of working capital schedule of adjustments and discussion re: necessary review and agreement of Salus.	1.5
Dec 10	Various internal discussions with M. MacKenzie and J. Belcher; conference call with Goodmans and related follow-up.	2.5
Dec 14	Various internal discussions and conference calls with Goodmans regarding status of working capital, vacation pay entitlement and provincial deemed trust.	2.0
Dec 18	Review and signature of residual vacation pay entitlement cheques; review and preparation of supporting documentation for wire transfer of working capital holdback funds.	2.0
Dec 21	Various updates and discussions with M. MacKenzie and Goodmans.	2.0
Jan 4	Review and discussion with M. MacKenzie regarding claims process and updates; various emails and voice mails from creditors.	1.5
Jan 5	Meeting and discussion with M. MacKenzie regarding review of potential claimants under D&O.	1.0
Jan 7	Various emails and internal discussions regarding claim process and qualifying claims.	2.0



*Comark Inc.***DETAILED SUMMARY – November 22, 2015 to January 16, 2016**

Jan 14	Meeting with M. MacKenzie to review outstanding matters and drafting D&O claim disallowance notice; follow-up emails and discussions with Goodmans.	1.5
Jan 15	Conference call with Goodmans.	0.5
<b>TOTAL – J. Walker</b>		<b>27.5 hrs.</b>

*M. MacKenzie***Hrs.**

Nov 23	Discussion with J. Belcher regarding Working Capital Adjustment; meet with J. Walker to discuss draft report and other matters regarding the upcoming Court hearing; emails with Goodmans regarding remaining obligations under the TSA; various revisions to draft report to Court and circulate same to Goodmans for comment; emails with S. Maxwell regarding payroll related matters; emails with Osler regarding enquiry from TD Ameritrade; review motion materials served by Osler; review email enquiries from interested parties and related emails with C. Kroach; and prepare schedule of professional fees paid post-closing, segregating between those incurred in respect of the pre-closing period and those incurred in respect of the post-closing period for J. Belcher to assist in related discussions with Salus.	6.3
Nov 24	Revise report to incorporate additional changes from J. Walker, related discussions with J. Walker, related call with J. Walker and Goodmans, incorporate additional changes and provide same to Goodmans for circulation to Osler for review and comment; emails with S. Pavic and K. Peters regarding the posting of previously confidential materials to the Monitor's website; meet with J. Belcher to review and discuss sales tax amounts in association with the Working Capital Statement; arrange for motion materials to be posted to the Monitor's website; and call with R. Baulke to discuss provinces for which vacation pay analysis is to be completed and related follow-up call with C. Chryssoulakis.	4.0
Nov 25	Various emails regarding enquiries from Aird & Berlis and follow-up call with S. Babe; call with M. Wasserman regarding D&O tail insurance; communications with C. Chryssoulakis regarding vacation pay analysis; communications with J. Belcher regarding D&O tail policy; email S. Tomotsugu to respond to enquiry; arrange for Court report and updated service list to be posted to the Monitor's website; review Osler comments to draft report and related discussion with J. Walker; discussions with J. Walker regarding finalizing report and email R. Baulke regarding same.	5.0



*Comark Inc.***DETAILED SUMMARY – November 22, 2015 to January 16, 2016**

Nov 26	Review email from J. Grieve regarding former employee who filed a human rights complaint, review employee related communications during proceedings and email in respect of same, related call with C. Chryssoulakis and email Goodmans and J. Walker regarding same; communications with S. Pavic regarding pension trust funds.	2.0
Nov 30	Meet with J. Walker to review and discuss matters related to the purchase of a D&O tail policy and related call with J. Walker, B. Empey and R. Baulke; arrange for various documents to be posted to website and related emails with Osler; and prepare newspaper notices regarding the D&O claims procedure and contact publications in respect of same; and attend to various other matters.	3.7
Dec 1	Email Globe & Mail regarding legal notices; arrange with Osler to have notice translated into French; call with S. Pavic regarding pension funds; discussion with J. Walker regarding various matters; emails with J. Walker regarding Osler invoice; leave voice message for C. Chryssoulakis regarding trust document for wound-up pension plan and to follow-up regarding vacation pay analysis.	3.0
Dec 2	Call with J. Walker, Goodmans and Osler regarding D&O tail insurance and other related matters, follow-up call with M. Wasserman and call with S. Pavic regarding various matters; communications with the Globe & Mail regarding notice for publication and communications with La Presse regarding same; email from R. Baulke regarding vacation pay analysis and related email to C. Chryssoulakis; prepare schedule of receipts and disbursements for the post-closing period for J. Belcher in association with enquiries from Salus.	3.3
Dec 3	Email from J. Walker regarding creditor enquiry and follow-up in respect of same; emails with C. Chryssoulakis regarding enquiries in respect of pension plan and status of vacation pay analysis; communications with La Presse regarding publication of legal notice; and emails with Osler and C. Chryssoulakis regarding law suit filed by Commission des Normes due Travails and related emails with J. Walker.	3.0
Dec 4	Communications with C. Chryssoulakis regarding the status of the vacation pay analysis and related emails with B. Empey; and review emails and correspondence regarding the A. Saunders matter and various communications with C. Chryssoulakis and S. Pavic regarding same.	2.3



*Comark Inc.***DETAILED SUMMARY – November 22, 2015 to January 16, 2016**

Dec 7	Review vacation pay schedule provided by C. Chryssoulakis and related emails with C. Chryssoulakis and S. Maxwell; meet with J. Walker to review and discuss vacation pay analysis and related call with J. Walker, B. Empey and R. Baulke; communications with B. Wallace and C. Chryssoulakis regarding A. Saunders matter; email to A. Zalev regarding a D&O tail policy and related call with A. Zalev and G. Bachynski; emails with J. Walker and J. Morisette of Osler regarding F. Davids matter; and prepare schedule of parties to receive D&O Claims Packages and work with G. Jenkinson to prepare packages for mailing.	4.0
Dec 10	Email to J. Walker regarding D&O tail policy and related email to B. Empey; and email response to enquiry and request for Claim package.	0.8
Dec 11	Communications with J. Walker and Goodmans regarding vacation pay and related email from R. Baulke regarding status of same; emails with J. Belcher regarding the status of the working capital analysis; and attend to various other related matters.	1.0
Dec 14	Meet with J. Walker to discuss noticing in respect of the D&O Claims Procedure, deemed trust and vacation pay amounts and various other matters, and related call with R. Baulke; update vacation pay schedule and circulate same, together with schedule of deemed trust amounts to J. Walker and Goodmans; call with J. Walker, B. Empey and R. Baulke to discuss various outstanding matters and the go-forward plan in respect of same, and related emails.	4.8
Dec 15	Communications with C. Kroach regarding creditor enquiry; and communications with A. Singels-Ludvik to coordinate the payment of the vacation pay amounts.	1.0
Dec 16	Respond to enquiry from creditor and related email to J. Walker; arrange for revised creditor list to be posted to website; and emails with ██████ regarding the submission of her D&O Claim.	0.8



*Comark Inc.***DETAILED SUMMARY – November 22, 2015 to January 16, 2016**

Dec 17	Communications with supplier regarding revised list of creditors; emails with insurance broker regarding the cost of a D&O tail policy and to follow-up in respect of the refund from the cancellation of certain insurance policies; prepare a detailed schedule of receipts and disbursements both including and excluding the payment of the Working Capital Adjustment and provide same to J. Walker; prepare schedule of professional fees paid since closing, segregating those that relate to the pre-closing period and those in respect of the post-closing period and provide same to J. Belcher in preparation for call with Salus.	3.8
Dec 18	Draft cover letter to accompany vacation pay cheques and send same to J. Walker for review and comment, and related discussions with A. Singels-Ludvik; and various emails regarding the wire transfer to pay the Working Capital Adjustment.	0.5
Dec 21	Emails with S. Pavic regarding various employee related matters, follow-up call regarding same; emails with S. Haworth regarding enquiry related to an insurance claim and related communications with S. Pavic; and review and respond to email from K. Sturino regarding PST and GST.	2.0
Jan 4	Respond to enquiries regarding D&O Claims Procedure; review emails related to employee matters in order to identify those parties who should be sent Claims Packages and review and summarize each matter; meet with J. Walker to discuss status of various matters; emails with B. Wallace and C. Chryssoulakis regarding the A. Saunders matter; and emails with C. Chryssoulakis regarding the [REDACTED] matter.	3.0
Jan 5	Meet with J. Walker to discuss matters regarding the D&O Claims Procedure; prepare summary of Claim received to date, and prepare schedule of other employment related matters, assemble support for each, meet with J. Walker to review and discuss same, summarize same and send to Goodmans for review and discussion; and communications with C. Kroach regarding enquiries from interested parties.	4.5
Jan 7	Review employee related matters and D&O claim received, related call with J. Walker, related call with B. Empey and R. Baulke, related follow-up call with J. Walker, and related emails with Goodmans; emails and discussion with J. Belcher regarding release from a construction supplier.	1.8



*Comark Inc.***DETAILED SUMMARY – November 22, 2015 to January 16, 2016**

Jan 11	Email TD to follow up regarding the status of the outstanding letters of credit; send Claim Packages to various parties; and respond to enquiries from interested parties.	1.0
Jan 12	Emails with Goodmans and others regarding draft Notice of Disallowance; review status of outstanding matters and discussion with J. Walker regarding remaining administrative matters to be addressed; and respond to enquiries from interested parties.	1.3
Jan 15	Review remaining outstanding administrative matters and prepare schedule of same, related follow up discussion with J. Walker and send same to Goodmans; review Goodmans' comments regarding draft Notice of Disallowance and various related communications; emails with A. Singels-Ludvik regarding GST; review details of certain former employee related matters; and respond to enquiries from interested parties.	3.2
<b>TOTAL – M. MacKenzie</b>		<b>66.1 hrs.</b>

*J. Belcher*

Nov 23	Update discussions with M. MacKenzie; continued work on working capital summary file and follow-up on certain items; review of draft of Monitor's Report.	3.1
Nov 24	Meeting with M. MacKenzie to review sales tax accruals in working capital; finalizing working capital summary and adjustments file in advance of meeting with J. Walker; call with A. Prunier from Salus re update.	2.5
Nov 25	Call with N. Lewis to review follow-up questions on working capital; meeting with J. Walker to review working capital position and adjustments; call with A. Zalev and Salus to discuss status and timing.	2.2
Nov 26	Call with K. Sturino and N. Lewis to review outstanding questions regarding working capital, specifically freight accruals and prepaid amounts and reconciliation.	1.1
Dec 2	Email correspondence with A. Zalev and Salus regarding status and approach to review; call with A. Zalev regarding review of update email; refreshing working capital files and summaries in preparation for Salus review.	2.1
Dec 3	Prepare working capital files for sharing with Salus; call with A. Prunier regarding working capital mechanism.	2.5





*Comark Inc.***DETAILED SUMMARY – November 22, 2015 to January 16, 2016**

Dec 8	Prepare for call with Salus; call with A. Prunier to continue to review working capital analysis; update email to A. Zalev.	2.2
Dec 9	Call with J. Walker and B. Empey regarding working capital status with Salus; providing follow-up schedules to Salus to support working capital.	1.1
Dec 11	Various email correspondence.	0.2
Dec 14	Preparation of lender claim analysis; preparation for call with Salus; call with A. Prunier and E. Campion to continue to review working capital analysis.	2.8
Dec 15	Update meeting with J. Walker; working on email response to Salus follow-up question.	1.1
Dec 16	Calls with E. Campion to review further questions; providing follow-up analysis on same; call with A. Zalev and S. Kassam on status and deadline; call with B. Empey on deadline; calls with N. Lewis on follow up questions and status.	3.5
Dec 17	Calls, emails and follow-ups to Salus regarding working capital status and sign-off; calls with B. Empey regarding same and providing updates; coordinating wire instructions for purchaser wire; coordinating signatures on Acknowledgement Agreement.	4.1
Dec 18	Email correspondence regarding holdback wire transfer.	0.2
Jan 15	Working on cure costs, proof of payment backup as per Faskens' request for closing books.	0.8
<b>TOTAL – J. Belcher</b>		<b>29.5 hrs.</b>

*A. Singels-Ludvik***Hrs.**

Dec 1	Process invoices for payment and update Schedule of Receipts and Disbursements.	0.2
Dec 7	Process invoices for payment and update Schedule of Receipts and Disbursements.	0.2

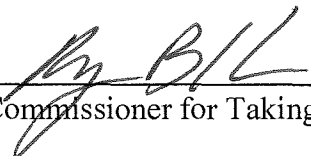


*Comark Inc.***DETAILED SUMMARY – November 22, 2015 to January 16, 2016**

Dec 17	Process and prepare vacation pay cheques and update Schedule of Receipts and Disbursements regarding same; related discussions with M. MacKenzie regarding same; prepare labels for mailing of same.	4.8
Dec 18	Process mailing of vacation pay cheques.	1.4
Jan 15	Process cheque received for deposit and update Schedule of Receipts and Disbursements.	0.2
<b>TOTAL – A. Singels-Ludvik</b>		<b>6.8 hrs.</b>



This is Exhibit "AA" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
\_\_\_\_\_  
A Commissioner for Taking Affidavits



**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 6200  
 Fax: +1 416 847 6201

May 5, 2016

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**  
**RE: CCAA INVOICE #27 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period January 17 to February 29, 2016, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
A. Zalev, Managing Director	2.0	\$750	\$1,500.00
J. Walker, Managing Director	28.5	\$750	21,375.00
M. MacKenzie, Director	56.5	\$575	32,487.50
J. Belcher, Director	2.0	\$575	1,150.00
A. Singels-Ludvik, Associate	6.1	\$275	1,677.50
	<u>95.1</u>		<u>\$58,190.00</u>
Add: Out of pocket expenses including The Globe & Mail – Notice, web site maintenance and courier charges			<u>3,782.07</u>
			<u>\$61,972.07</u>
Add: HST @ 13%			<u>8,056.37</u>
<b>TOTAL INVOICE</b>			<u><b>\$70,028.44</b></u>

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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 #: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #27  
 HST#: 83158 2127 RT0001

*Comark Inc.***DETAILED SUMMARY – January 17 to February 29, 2016**

<u><i>A. Zaley</i></u>		<u>Hrs.</u>
Jan 21	Review and response to emails on various matters.	1.0
Feb 4	Review and response to emails on various matters.	1.0
<b>TOTAL – A. Zaley</b>		<b>2.0 hrs.</b>
<u><i>J. Walker</i></u>		<u>Hrs.</u>
Jan 18	Review of claims submitted and internal discussions with M. MacKenzie.	1.0
Jan 19	Review of claims submitted and internal discussions with M. MacKenzie; discussions with Goodmans.	1.5
Jan 20	Various discussions with Ontario employment office re: potential claims and follow-up discussions with M. MacKenzie and review of related emails.	2.0
Jan 21	Review of claims received and internal discuss with M. MacKenzie and various calls with Goodmans.	2.0
Jan 22	Review and comments re: draft Notices of Disallowance.	1.0
Jan 25	General admin, internal discussions and correspondence/emails.	1.0
Jan 26	Review and discussions with M. MacKenzie regarding CEO resignation and claims bar date.	1.0
Jan 27	Discussions with M. MacKenzie and related emails regarding D&O obligations, Ministry of Labour and employee claims.	1.0
Jan 28	Discussions with M. MacKenzie and related emails regarding D&O obligations, Ministry of Labour and employee claims.	1.0
Jan 29	Review and discussions regarding Disallowance Notices and related follow-up.	1.0
Feb 1	Review and discussion with M. MacKenzie regarding deemed trust amounts/payments to be made to former employees.	0.5
Feb 2	Review and discussion with M. MacKenzie regarding deemed trust amounts/payments to be made to former employees and related follow-up with Goodmans.	0.5
Feb 3	Review and sign cheques to former employees re: deemed trust.	0.5



*Comark Inc.***DETAILED SUMMARY – January 17 to February 29, 2016**

Feb 4	Review and discussions with M. MacKenzie regarding requirement for placement of D&O claims policy including correspondence from Oslers.	0.5
Feb 5	Review and discussions with M. MacKenzie regarding requirement for placement of D&O claims policy including correspondence from Oslers.	1.0
Feb 8	Discussions with M. MacKenzie regarding status/preparation of Court Report.	0.5
Feb 9	Review of Draft Notice of Disallowance with comments.	0.5
Feb 10	Review Notice of Disallowance and sign off.	0.5
Feb 11	General admin; review of invoices for payment and signatures.	0.5
Feb 12	Status update with M. MacKenzie and discussions regarding draft affidavit, Court Report and review of content requirements.	1.0
Feb 15	Status update with M. MacKenzie and discussions regarding comments of Court Report and review of content requirements and discussions held with Goodmans.	1.0
Feb 16	Review of stay extension affidavit with comments and related emails from Goodmans.	1.0
Feb 17	Update on status of report with M. MacKenzie and timing for serving of materials by Oslers, review of draft report.	1.0
Feb 18	Discussions with M. MacKenzie regarding Salus distribution amount including related emails from Goodmans.	1.0
Feb 19	Various creditor inquiries and discussions with M. MacKenzie.	1.0
Feb 22	Preparation for Court hearing.	1.0
Feb 23	Attend Court hearing.	1.0
Feb 24	Various discussions with M. MacKenzie and J. Belcher regarding distribution to Salus.	1.0
Feb 25	Various correspondence from creditors and follow-up with M. MacKenzie and sign off on wire transfer.	1.0



*Comark Inc.***DETAILED SUMMARY – January 17 to February 29, 2016**

Feb 26	Various correspondence from creditors and follow-up with M. MacKenzie.	1.0
<b>TOTAL – J. Walker</b>		<b>28.5 hrs.</b>

*M. MacKenzie***Hrs.**

Jan 18	Call with Goodmans and J. Walker; finalize Notice of Revision or Disallowance regarding D&O claim filed by [REDACTED]; and review materials provided by C. Chryssoulakis regarding pension issue and related communications with S. Pavic.	1.2
Jan 19	Call with N. Lewis regarding NEER enquiry and tax related matters; call with Wells Fargo Finance to respond to enquiry; respond to various other creditor enquiries; and review D&O Claim submitted by Rogers and related discussion with J. Walker.	1.3
Jan 20	Discussion with J. Walker regarding enquiry from the Ontario Ministry of Labour and review and respond to same; respond to various other creditor enquiries; arrange for calculation of source deductions on deemed trust amounts and communications with C. Chryssoulakis to obtain mailing addresses for applicable people; communications with C. Chryssoulakis to obtain additional documentation regarding pension plan; various calls with [REDACTED], legal counsel to a former employee regarding D&O claim process and related matters; and call with S. Pavic regarding pension plan, other matters remaining to be addressed in the administration of the estate, and the go-forward plan to address same; review email sent C. Kroach from a creditor, draft response to same, related communications with J. Walker and respond to same; respond to enquiry from the Ministry of Employment Standards in Manitoba; prepare Notice of Revision or Disallowance in respect of D&O claim submitted by [REDACTED] and related communications with J. Walker.	5.0
Jan 21	Discussion with J. Walker regarding D&O claims process; call with [REDACTED] to respond to enquiries; respond to enquiry from CRA regarding HST and related discussion with A. Singels-Ludvik; various follow-up calls with [REDACTED] to respond to enquiries and related discussion with J. Walker; review D&O Claims submitted, summarize and assess same and send to J. Walker and Goodmans for consideration; and respond to enquiry from B.C. sales tax.	5.0



**Comark Inc.**  
**DETAILED SUMMARY – January 17 to February 29, 2016**

Jan 22	Discussion with J. Walker regarding summary of D&O Claims submitted, review email from R. Baulke regarding same; call with R. Baulke to discuss D&O Claims received and proposed responses to same; prepare draft Notices of Revision or Disallowance in respect of D&O claims submitted by ██████████, ██████████ and ██████████ and send same to Goodmans for review/comment, further related communications with Goodmans and with J. Walker, and revise Notices of Revision or Disallowance.	2.8
Jan 25	Discussion with J. Walker regarding Notices of Revision or Disallowance; and respond to various creditor enquiries.	0.5
Jan 26	Calls with R. Baulke regarding Notices of Revision or Disallowance and regarding the payment of deemed trust amounts; revisions to Notices of Revision or Disallowance and email same to Goodmans, and related discussions with J. Walker.	0.5
Jan 28	Respond to enquiry from supplier; and communications with A. Singels-Ludvik in respect of the calculation of source deductions on deemed trust payments.	0.5
Jan 29	Communications with N. Lewis and S. Haworth regarding enquiry in respect of Saskatoon supplier; respond to supplier enquiry; and set up framework for next report to Court.	2.0
Feb 1	Review source deduction calculations regarding deemed trust payments and related discussion with A. Singels-Ludvik; review and respond to email from D&O Claimant; and respond to creditor enquiry.	0.5
Feb 2	Email with S. Pavic regarding D&O tail insurance policy and upcoming report and related discussions with J. Walker; various communications with S. Pavic and R. Baulke to coordinate materials for upcoming Court hearing and to discuss content of materials; review correspondence received from Revenue Quebec regarding CSST and related call; and work on Court Report.	1.8
Feb 4	Call with R. Baulke and S. Pavic regarding various matters related to the upcoming Court hearing; communications with S. Pavic regarding tail insurance policy and related discussions with J. Walker; and work on report to Court.	2.8



*Comark Inc.*

**DETAILED SUMMARY – January 17 to February 29, 2016**

Feb 9	Finalize Notice of Revision or Disallowance in respect of claim filed by ██████████ in the D&O Claims Procedure, related discussion with R. Baulke and communications with J. Walker; work on draft Eighth Report to Court; communications with insurance broker to purchase tail policy and related internal communications; and email J. Belcher to request information required for draft report.	4.1
Feb 10	Call with S. Pavic regarding the timing of filing Court materials; communications with J. Belcher regarding working capital adjustment; email from Manulife regarding the reconciliation of the benefit plan and resultant credit balance to be refunded; communications with S. Pavic regarding draft affidavit and review and provide comments in respect of same.	1.2
Feb 11	Communications with C. Kroach regarding enquiry from former employee; work on draft Eighth Report to Court; review details of receipts and disbursements schedule since last reported and summarize same for presentation in report; communications with J. Belcher regarding information required for draft report; and email Deloitte to enquire regarding tax preparation.	4.3
Feb 12	Review correspondence from B.C. Minister of Revenue regarding sales taxes, NWT Workers' Compensation, WSIB Ontario, and WCB Alberta and write letters to same in response and to close accounts; review Notice of Assessment in respect of corporate taxes from Revenue Quebec; review Statement of Account from CRA; review draft affidavit, discuss same with R. Baulke and provide comments in respect of same; email C. Chryssoulakis to request SIN numbers for parties to whom deemed trust payments were made in order to prepare T4s; email S. Pavic regarding request from creditor to be added to Service List; work on draft Eighth Report to Court and related call with R. Baulke; and review revised affidavit and related discussion with R. Baulke.	5.6
Feb 15	Review Goodmans' comments in respect of revised affidavit; work on draft Eighth Report to Court (the "Report") and related communications with R. Baulke and with S. Pavic.	2.5
Feb 16	Discussion with J. Walker regarding draft Report and affidavit and various calls with R. Baulke regarding same; write letters in response to correspondence from the New Brunswick Workers' Compensation Board, the Saskatchewan Workers' Compensation Board, and the Saskatchewan Minister of Finance; and work on draft Report.	3.0



*Comark Inc.*

**DETAILED SUMMARY – January 17 to February 29, 2016**

Feb 17	Review Goodmans' comments regarding draft Report, related discussions with J. Walker and with R. Baulke, revise Report accordingly, review revised comments from Goodmans, and incorporate same; call with claimant in D&O Claims Procedure regarding the disallowance of her claim.	3.3
Feb 18	Review comments from Osler regarding draft Report and revise same accordingly; send R. Baulke appendices for Report; and finalize Report and arrange for service and posting to website.	1.8
Feb 19	Respond to various creditor enquiries; call with [REDACTED] Ministry of Labour regarding the claim filed by [REDACTED] related call with C. Chryssoulakis to obtain information requested by Ministry of Labour, return call to Ministry of Labour in response, related call with S. Pavic, and related call with J. Walker; and communications with C. Chryssoulakis to obtain SIN numbers for parties to whom deemed trust payments were made.	2.5
Feb 22	Emails with R. Baulke regarding expiry of Notices of Disallowance; review Dispute Notice received in respect of the claim filed by [REDACTED], email same to J. Walker and Goodmans and related discussion with R. Baulke; review draft email from Osler to Ministry of Labour, provide comments in respect of same and related communications with R. Baulke and S. Pavic; and respond to enquiry from S. Pavic.	2.5
Feb 23	Arrange for documents to be posted to the website; and respond to various creditor enquiries.	0.5
Feb 24	Review draft letter from R. Baulke in response to Notice of Dispute filed in respect of the [REDACTED] claim; arrange for wire transfer to Salus, prepare cash reconciliation in support of same and related discussions with J. Walker; call with R. Baulke regarding the logistics of paying funds in to Court; and leave voice message in response to enquiry from legal counsel of one of the claimants in the D&O Claims Procedure.	0.8
Feb 29	Review endorsement regarding D&O tail insurance policy; and respond to creditor enquiries.	0.5
<b>TOTAL – M. MacKenzie</b>		<b>56.5 hrs.</b>



**Comark Inc.**  
**DETAILED SUMMARY – January 17 to February 29, 2016**

**J. Belcher**

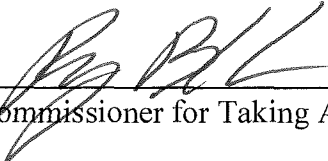
Jan 20	Call with S. Pavic regarding [REDACTED] contractor lien and settlement agreement.	0.5
Jan 25	Compiling and assembling cure cost proof of payment amounts as required by Faskens.	1.0
Feb 4	Discussion with J. Walker regarding [REDACTED] payment; drafting payment instructions and approval regarding same.	0.5
<b>TOTAL – J. Belcher</b>		<b>2.0 hrs.</b>

**A. Singels-Ludvik**

		<u>Hrs.</u>
Jan 29	Process several cheques for the deemed trust payments and update Schedule of Receipts and Disbursements regarding same.	3.8
Feb 5	Process invoice for payment and update Schedule of Receipts and Disbursements.	0.2
Feb 8	Process invoice for payment and update Schedule of Receipts and Disbursements.	0.2
Feb 12	Bank reconciliation for the month of January and update Schedule of Receipts and Disbursements.	0.3
Feb 17	Telephone call to CRA regarding HST business account and request change of address and filing access codes; fax documentation to CRA regarding same.	0.7
Feb 23	Prepare wire to Salus regarding secured lender payment and update Schedule of Receipt and Disbursements.	0.4
Feb 26	Telephone call from CRA regarding HST business account and internal discussions regarding same; review receipts and disbursement schedule and format for HST return filings by month.	0.5
<b>TOTAL – A. Singels-Ludvik</b>		<b>6.1 hrs.</b>



This is Exhibit "BB" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits



**Alvarez & Marsal Canada Inc.**  
 Royal Bank Plaza, South Tower  
 200 Bay Street, Suite 2900, P.O. Box 22  
 Toronto, ON M5J 2J1  
 Phone: +1 416 847 5200  
 Fax: +1 416 847 5201

May 17, 2016

Comark Inc.  
 6789 Millcreek Drive  
 Mississauga, Ontario L5N 4J9

Attention: Messrs. Gerry Bachynski and Neville Lewis

**COMARK INC. et al ("the Company")**

**RE: CCAA INVOICE #28 – 804594A**

For professional services rendered in our capacity as Court-appointed Monitor of the Company for the period March 1 to May 14, 2016, pursuant to the Initial Order dated March 26, 2015.

**BILLING SUMMARY**

<u>Staff</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
J. Walker, Managing Director	8.5	\$750	\$6,375.00
M. MacKenzie, Director	16.2	\$575	9,315.00
A. Singels-Ludvik, Associate	8.9	\$275	2,447.50
	<u>33.6</u>		<u>\$18,137.50</u>
Add: Out of pocket expenses including web site maintenance and telephone charges			<u>126.37</u>
			<u>\$18,263.87</u>
Add: HST @ 13%			<u>2,374.30</u>
<b>TOTAL INVOICE</b>			<u><b>\$20,638.17</b></u>

**Mailing Instructions:**

Alvarez & Marsal Canada Inc.  
 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 #s: CDN Acct. #5410790  
 Reference #: Comark (804594A) – Invoice #28  
 HST#: 83158 2127 RT0001

*Comark Inc.***DETAILED SUMMARY – March 1 to May 14, 2016**

<u>J. Walker</u>	[REDACTED]	<u>Hrs.</u>
Mar 1	Various discussions with M. MacKenzie regarding the planned approach to the D&O policy, and deal with employee and creditor matters.	1.0
Mar 4	Follow-up in respect of the D&O policy extension; and review of banking related matters and sign cheques.	1.0
Mar 9	Various discussions with M MacKenzie regarding employee claim and pension plan trust funds; and attend to general administrative matters.	1.5
Mar 14	Various calls from creditors, discussion with Goodmans and M. MacKenzie regarding the status of various matters and preparation for upcoming Court hearing and proposed distribution to Salus.	1.0
Mar 28	Attend to general administrative matters, follow-up with M.MacKenzie regarding employee claim resolution and preparation of T4s and associated matters.	1.0
May 1	Various discussions with M. MacKenzie regarding approach in respect of outstanding tax returns and HST.	1.0
May 10	Discussions with M. MacKenzie regarding the status of the draft report to court and related discussions with Goodmans; and attend to general administrative matters.	2.0
<b>TOTAL – J. Walker</b>		<b>8.5 hrs.</b>

<u>M. MacKenzie</u>		<u>Hrs.</u>
Mar 2	Prepare letter to Court to accompany payment into Court in respect of the remaining funds from a wound-up pension plan and related emails with R. Baulke; email S. Pavic regarding payment of D&O tail policy; and respond to enquiry from WSIB Ontario.	0.8
Mar 3	Call with S. Pavic regarding the D&O Claim and her call with the D&O insurer in respect of same and related discussion with J. Walker; respond to enquiry from Gowlings regarding matters related to various overseas suppliers; and call with [REDACTED] to respond to her enquiries and explain the next steps in respect of dealing with her D&O claim and follow-up call with R. Baulke.	0.8



***Comark Inc.***  
**DETAILED SUMMARY – March 1 to May 14, 2016**

Mar 7	Emails with Newco regarding the [REDACTED] D&O claim; and call with Canada Revenue Agency and related discussion with A. Singels-Ludvik.	0.3
Mar 8	Email G. Bachynski regarding outstanding invoice; send R. Baulke copies of Notices of Disallowance; communications with A. Shaw of Newco in response to various enquiries related to the completion of the CCAA process and related communication with A. Zalev.	0.5
Mar 11	Various communications with S. Pavic and R. Baulke regarding information requested by the Court in respect of the pension plan related funds paid into the Court.	0.3
Mar 15	Communications with A. Singels-Ludvik regarding HST filings; follow-up with Court regarding information requested in respect of the pension plan related amounts paid into the Court; emails with S. Maxwell regarding source deductions; and respond to enquiries from R. Baulke regarding various outstanding matters.	1.0
Mar 21	Respond to creditor enquiries; call with R. Baulke regarding the status of various outstanding matters; review email and documents provided by M. Ram of TD Bank regarding the status of outstanding letters of credit and related call with M. Ram.	1.0
Mar 22	Return creditor calls and respond to enquiries.	0.5
Mar 28	Emails with A. Shaw regarding various matters associated with the transition of the business; email with B. Wallace regarding enquiry from former employee; and emails with J. Belcher regarding the status of various matters.	0.5
Mar 31	Respond to various enquiries.	0.5
Apr 6	Emails with R. Baulke and S. Pavic regarding information request received from the Court regarding the pension plan related funds that were paid into the Court and related email to D. Ma of the Court; communications with A. Singels-Ludvik regarding the payment of certain invoices; and call with R. Baulke regarding the status of various matters.	1.0
Apr 8	Review 2016 T4s and T4 Summary in respect of payments made to certain former employees regarding statutory termination amounts and related discussion with A. Singels-Ludvik.	0.3



*Comark Inc.***DETAILED SUMMARY – March 1 to May 14, 2016**

Apr 28	Review various invoices and tax [REDACTED] warded by Oldco and respond to same.	1.0
May 3	Call with R. Baulke regarding the status of various matters and the preparation of the upcoming report to Court; call with Deloitte regarding tax matters; and work on draft Ninth Report to Court.	3.5
May 5	Discussion with J. Walker regarding tax matters; respond to enquiry from creditor.	0.5
May 9	Emails to K. Sturino and N. Lewis to request information regarding prior year tax instalments; prepare schedule of receipts and disbursements, incorporate same into draft report to court and draft narrative describing same in draft report to court.	1.3
May 10	Discussion with J. Walker regarding the status of the next report to court and the associated fee affidavit and related call with J. Walker and Goodmans; and various communications with Deloitte regarding estimate to complete tax return.	0.8
May 11	Communications with Deloitte regarding tax return and related call to discuss information required by Deloitte in order to provide the estimated costs and timing to complete same; tax related communications with N. Lewis.	0.8
May 12	Discuss tax matters and upcoming report to court with J. Walker; emails with Deloitte; follow-up call with R. Baulke regarding draft report; and follow-up with A. Singels-Ludvik regarding the completion of schedules required to support fee affidavit.	0.8
<b>TOTAL – M. MacKenzie</b>		<b>16.2 hrs.</b>

*A. Singels-Ludvik***Hrs.**

Mar 1	Process invoices for payment and update Schedule of Receipts and Disbursements (“R&D”).	0.2
Mar 2	Prepare email to RBC to request bank draft and make arrangements to obtain same and update R&D.	0.3





*Comark Inc.***DETAILED SUMMARY – March 1 to May 14, 2016**

Mar 15	Process invoices for payment and ██████████ &D; respond to CRA regarding address change and telephone call to CRA to file HST returns.	1.2
Mar 16	Bank reconciliation for the month of February; and update R&D.	0.2
Mar 21	Review correspondence from CRA regarding HST returns.	0.2
Mar 31	Preparation and final review of 2016 T4's for M. MacKenzie's review and payment of related withholdings to CRA in respect of same.	2.5
May 10	Bank reconciliation for the month of March; and process invoices for payment and update R&D.	0.4
May 12	Prepare billing summary for all billings rendered for Court purposes and reconcile final numbers regarding same.	3.9
<b>TOTAL – A. Singels-Ludvik</b>		<b>8.9 hrs.</b>



This is Exhibit "CC" referred to in the  
affidavit of John J. Walker  
sworn before me, this 19<sup>th</sup>  
day of May, 2016.

  
\_\_\_\_\_  
A Commissioner for Taking Affidavits

EXHIBIT "CC"

ALVAREZ & MARSAL CANADA INC.  
COURT-APPOINTED MONITOR OF  
COMARK INC.

FOR THE PERIOD MARCH 26, 2015 TO MAY 14, 2016

Invoice No.	Date of Invoice	Invoice Period	Total Hours	Fees	Expenses	HST	Invoice Total
1	April 9, 2015	March 26 to April 4, 2015	486.9	\$270,812.50	-	\$35,205.63	\$306,018.13
2	April 15, 2015	April 5 to 11, 2015	294.8	164,250.00	2,941.81	21,538.31	188,730.12
3	April 23, 2015	April 12 to 18, 2015	315.7	181,470.00	-	23,591.10	205,061.10
4	April 29, 2015	April 19 to 25, 2015	260.8	143,507.50	1,538.38	18,855.96	163,901.84
5	May 6, 2015	April 26 to May 2, 2015	243.4	138,520.00	9,847.51	19,045.04	167,412.55
6	May 12, 2015	May 3 to 9, 2015	196.9	114,987.50	2,625.45	15,103.08	132,716.03
7	May 20, 2015	May 10 to 16, 2015	194.0	112,570.00	4,220.95	15,173.67	131,964.62
8	May 27, 2015	May 17 to 23, 2015	227.2	129,425.00	-	16,825.25	146,250.25
9	June 2, 2015	May 24 to 30, 2015	238.8	149,765.00	-	19,469.45	169,234.45
10	June 10, 2015	May 31 to June 6, 2015	182.9	113,245.00	2,399.69	14,962.31	130,607.00
11	June 17, 2015	June 7 to 13, 2015	212.2	123,402.50	140.25	16,042.33	139,585.08
12	June 25, 2015	June 14 to 20, 2015	167.8	100,112.50	12,760.32	14,429.66	127,302.48
13	June 30, 2015	June 21 to 27, 2015	296.3	171,955.00	114.27	22,363.29	194,432.56
14	July 8, 2015	June 28 to July 4, 2015	188.0	110,400.00	895.60	14,432.72	125,728.32
15	July 15, 2015	July 5 to 11, 2015	207.8	119,362.50	-	15,517.13	134,879.63
16	July 22, 2015	July 12 to 18, 2015	278.7	160,917.50	3,709.31	21,048.99	185,675.80
17	July 28, 2015	July 19 to 25, 2015	239.5	139,032.50	-	18,074.23	157,106.73
18	August 6, 2015	July 26 to August 1, 2015	147.4	86,767.50	682.36	11,341.31	98,791.17
19	August 12, 2015	August 2 to 8, 2015	121.9	73,330.00	2,145.11	9,740.26	85,215.37
20	August 20, 2015	August 9 to 15, 2015	169.4	100,747.50	-	13,097.18	113,844.68
21	August 26, 2015	August 16 to 22, 2015	214.1	120,292.50	1,629.40	15,656.80	137,578.70
22	August 31, 2015	August 23 to 29, 2015	78.7	40,277.50	495.12	5,248.97	46,021.59
23	October 14, 2015	August 30 to October 10, 2015	145.7	80,880.00	5,961.63	11,002.27	97,843.90
24	October 26, 2015	October 11 to 28, 2015	99.9	59,985.00	506.57	7,863.90	68,355.47
25	November 30, 2015	October 29 to November 21, 2015	143.3	86,250.00	600.23	11,284.74	98,134.97
26	February 5, 2016	November 22, 2015 to January 16, 2016	145.9	89,465.00	3,130.38	12,008.80	104,604.18
27	May 5, 2016	January 17 to February 29, 2016	95.1	58,190.00	3,782.07	8,056.37	70,028.44
28	May 17, 2016	March 1 to May 14, 2016	33.6	18,137.50	126.37	2,374.30	20,638.17
TOTAL			5,626.7	\$3,258,057.50	\$60,252.78	\$429,353.05	\$3,747,663.33

## EXHIBIT "CC"

**ALVAREZ & MARSAL CANADA INC.  
COURT-APPOINTED MONITOR OF  
COMARK INC.**

**FOR THE PERIOD MARCH 26, 2015 TO MAY 14, 2016**

<b>Staff Member</b>	<b>Title</b>	<b>Rate</b>	<b>Total Hours</b>	<b>Total Billed \$</b>
<b><u>Toronto:</u></b>				
D. Mullett	Managing Director	\$800	163.2	\$130,560.00
A. Zalev	Managing Director	\$750	1,039.7	779,775.00
J. Walker	Managing Director	\$750	440.4	330,300.00
M. MacKenzie	Senior Director	\$575	1,340.6	770,845.00
J. Belcher	Senior Director	\$575	949.8	546,135.00
J. Nevsky	Director	\$525	686.9	358,252.50
M. Brouwer	Senior Associate	\$375	135.6	50,850.00
J. Jomaa	Senior Associate	\$375	5.5	2,062.50
C. Kroach	Associate	\$325	751.2	244,140.00
A. Singels-Ludvik	Associate	\$275	33.8	9,295.00
<b><u>Vancouver:</u></b>				
C. Beveridge	Senior Director	\$550	9.6	5,280.00
T. Powell	Director	\$475	3.0	1,425.00
M. Lee	Associate	\$300	8.9	2,670.00
<b><u>Calgary:</u></b>				
T. Reid	Managing Director	\$675	12.0	8,100.00
D. Adams	Senior Associate	\$395	46.5	18,367.50
<b>TOTAL fees (excluding disbursements and HST)</b>			<b>5,626.7</b>	<b>\$3,258,057.50</b>

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C 36, AS  
AMENDED,  
AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF COMARK INC.

Court File No.: CV15-10920-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)**

Proceeding commenced at Toronto

**AFFIDAVIT OF JOHN J. WALKER  
(sworn May 19, 2016)**

GOODMANS LLP  
Bay Adelaide Centre  
333 Bay Street, Suite 3400  
Toronto, Canada M5H 2S7

Robert J. Chadwick LSUC# 35165K  
rchadwick@goodmans.ca

Brian F. Empey LSUC# 30640G  
bempey@goodmans.ca

Ryan Baulke LSUC# 661890  
rbaulke@goodmans.ca

Tel: 416.979.2211  
Fax: 416.979.1234

Lawyers for the Monitor

# TAB 3

Court File No. CV15-10920-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

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

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR  
ARRANGEMENT OF COMARK INC.**

**AFFIDAVIT OF BRIAN F. EMPEY  
(Sworn May 18, 2016)**

I, BRIAN F. EMPEY, of the City of Toronto, in the Province of Ontario, **MAKE OATH AND SAY:**

1. I am a partner with the law firm of Goodmans LLP ("**Goodmans**"), counsel for Alvarez & Marsal Canada Inc. ("**A&M**") in its capacity as Court-appointed Monitor (the "**Monitor**") in these proceedings. Since March 15, 2015, I have been the lawyer at Goodmans with primary responsibility for this file. As such, I have knowledge of the matters hereinafter deposed to, except where so stated to be on information and belief and whereso stated I verily believe it to be true.
2. A&M was appointed as Monitor pursuant to the Order of Regional Senior Justice Morawetz dated March 26, 2015. The Monitor retained Goodmans as its counsel in these proceedings.
3. Attached hereto and marked as Exhibits "A" to "K" are copies of each invoice rendered by Goodmans to the Monitor in respect of the period from March 9, 2015 to March 24, 2016 (the "**Goodmans Application Period**"). The invoices contain the fees (including details of the billing rates and total hours of each of the members of Goodmans who acted on behalf of the Monitor in these proceedings), disbursements, and HST charged by Goodmans in these proceedings. The invoices have been redacted for confidentiality and/or privileged information where appropriate.
4. As shown on the summary chart attached hereto as Exhibit "L", Goodmans expended a total of 843.9 hours in connection with this matter during the Goodmans Application Period,

- 2 -

giving rise to fees and disbursements totalling \$576,051.44, including HST, as outlined in Exhibits "A" to "K".

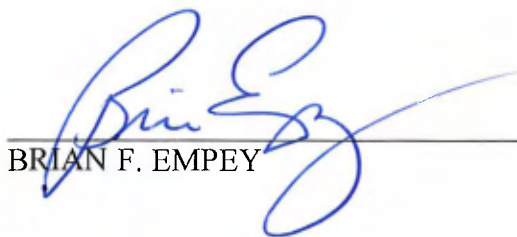
5. Goodmans' rates and disbursements are consistent with those in the market for these types of matters. Goodmans has had its rates and disbursements, including the rates of certain lawyers who provided services in these proceedings, approved by this Honourable Court in respect of similar services provided in other insolvency and restructuring proceedings.

SWORN before me at the City of Toronto,  
in the Province of Ontario, on this 18<sup>th</sup> day  
of May, 2016.



A Commissioner for taking affidavits

Name: *Ryan Bauke*



BRIAN F. EMPEY



This is Exhibit "A" referred to in the  
affidavit of Brian F. Empey  
sworn before me, this 18<sup>th</sup>  
day of May, 2016.



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A Commissioner for Taking Affidavits

**Goodmans** LLP

Barristers & Solicitors

Bay Adelaide Centre  
333 Bay Street, Suite 3400  
Toronto, Ontario M5H 2S7

Telephone: 416.979.2211

Facsimile: 416.979.1234

goodmans.ca

April 8, 2015

Alvarez & Marsal Canada ULC  
2900 South Tower, Royal Bank Plaza  
200 Bay Street  
PO Box 22  
Toronto, ON  
Canada M5J 2J1

ATTENTION: John Walker  
Adam Zalev

OUR FILE NO. AAMC 150911  
OUR INVOICE NO. 643390  
GST/HST REGISTRATION NO. R119422962

Re: Project Pink

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TO OUR PROFESSIONAL SERVICES RENDERED IN CONNECTION WITH THE ABOVE NOTED  
MATTER INCLUDING THE FOLLOWING:

Date	TKID	Hours	Description
03/09/15	RNB	.50	Reviewing company background materials.
03/10/15	RJC	.60	Discussion with Alvarez on key issues for potential restructuring; review materials.
03/12/15	RNB	2.00	Reviewing and revising draft sale and investor solicitation process; reviewing security documents.
03/12/15	RJC	.70	Review materials and address key CCAA issues.
03/13/15	RNB	.10	Discussion with B. Empey re: security review and SISF.
03/13/15	RJC	.80	Review materials and respond to key issues.
03/14/15	RNB	1.80	Reviewing and revising sale and investment solicitation procedures.
03/15/15	RNB	1.50	Reviewing and revising sale and investment solicitation procedures; email correspondence with B. Empey and R. Chadwick re: same.
03/15/15	RJC	.80	Review structure and materials and identify key issues.
03/15/15	BFE	1.90	Reviewing and commenting on draft SISF; emails to R. Baulke re: comments; emails with A. Zalev re: coordinating calls; reviewing draft affidavit.
03/16/15	RNB	4.10	Teleconference re: SISF comments; reviewing and revising SISF; reviewing



Barristers &amp; Solicitors

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Invoice #643390 -- page 2

Date	TKID	Hours	Description
			Comark credit documents; preparing Comark security review; reviewing and revising initial affidavit; telephone conversation with A. Zalev re: SISP.
03/16/15	RJC	.70	Discussion of key issues for proposed Monitor; review materials.
03/16/15	BFE	1.10	Conference call with J. Walker, A. Zalev, R. Baulke re: SISP comments; reviewing further comments on SISP and email instructions to R. Baulke; instructions re: security searches.
03/16/15	HEW	.50	Emails with R. Baulke; order searches.
03/17/15	RNB	8.30	Reviewing and revising initial affidavit; teleconference with Alvarez & Marsal and Osler re: key matters; telephone conversation with C. Fell re: [REDACTED] DIP facilities; conducting research and drafting memorandum re: same.
03/17/15	RJC	.50	Review key CCAA matters.
03/17/15	BFE	2.00	Call with A. Zalev, J. Walker, M. Mackenzie, J. Belcher, R. Baulke and second call with M. Wasserman added; reviewing further comments on SISP; instructing R. Baulke and reviewing legal research re [REDACTED] DIP, various emails re: analysis of same.
03/17/15	RRH	1.00	Conducting searches of Canadian Intellectual Property databases and preparation of memorandum to H. Wilson reporting results.
03/17/15	HEW	4.60	Order IP searches; summarize searches.
03/18/15	RNB	4.10	Various emails with R. Chadwick and B. Empey re: key matters; reviewing and revising initial application affidavit; reviewing credit and security documents re: security review.
03/18/15	RJC	.30	Review and respond to key issues.
03/18/15	BFE	.80	Instructions re: security review; emails with R. Chadwick re: status; responding to question from client re: WEPPA.
03/18/15	HEW	.30	Review Quebec search summary; emails with R. Baulke and B. Empey.
03/19/15	RNB	6.60	Reviewing security documents; drafting security review; corresponding with local counsel re: security opinions; teleconference re: key matters with Alvarez & Marsal; reviewing initial order.
03/19/15	RJC	.70	Review key issues and discussion on key issues.
03/19/15	BFE	3.20	Meeting with R. Baulke re: security review and update; telephone conference

# Goodmans <sup>LLP</sup>

Barristers &amp; Solicitors

Bay Adelaide Centre  
333 Bay Street, Suite 3400  
Toronto, Ontario M5H 2S7

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Invoice #643390 -- page 3

Date	TKID	Hours	Description
			with R. Chadwick re: DIP and next steps; consider timing issues due to Debtwire piece; review DIP, KERP; conference call with J. Walker, A. Zalev, R. Baulke re: latest updates; reviewing cash flows; providing further internal instructions re: security review.
03/20/15	RNB	6.60	Preparing form of local security opinion; corresponding with various local counsel re: local security opinions; reviewing and revising security review; reviewing chart and precedent materials re: director and officer liability and charges; reviewing communications package materials; various emails re: communications package.
03/20/15	DVC	1.60	Reviewing applicable employment standards legislation to confirm directors' and officers' liability for unpaid wages, termination, vacation, and severance pay; meeting with R. Baulke to discuss assignment and findings.
03/20/15	DDC	.20	Reviewing form of local counsel opinion; discussion with R. Baulke re: same.
03/20/15	BFE	1.50	Telephone conference with M. Wasserman, re: DIP and SISP; telephone conference with A. Zalev; discussing DIP and security review with R. Baulke; reviewing communications FAQ and providing comments by email.
03/21/15	RNB	1.10	Reviewing and revising communications email to employees; reviewing director and officer liability model; telephone conversation with M. Mackenzie re: same; email correspondence with B. Empey and R. Chadwick re: same.
03/21/15	BFE	.80	Reviewing and commenting on Press Release and draft email to employees; emails with R. Chadwick and R. Baulke re: D&O analysis.
03/22/15	RNB	2.30	Teleconference with Alvarez & Marsal re: key matters and pre-filing report; reviewing and revising pre-filing report.
03/22/15	BFE	2.30	Conference call with J. Walker, A. Zalev and R. Baulke; considering Monitor's obligations and functions; reading pre-filing report (draft).
03/23/15	RNB	7.90	Reviewing and revising pre-filing report; teleconference with Alvarez & Marsal and Oslers re: pre-filing steps; reviewing and revising communications materials; corresponding with various local counsel re: local security opinions; reviewing and revising same; teleconference with Alvarez & Marsal re: daily update call; further revisions to pre-filing report.
03/23/15	RJC	.70	Review draft materials for key issues.
03/23/15	DDC	.30	Reviewing local counsel opinion and correspondence re: same.



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goodmans.ca

Invoice #643390 -- page 4

Date	TKID	Hours	Description
03/23/15	BFE	8.50	Conference call with Alvarez & Marsal, Oslers, Goodmans and further call with Aird & Berlis; follow-up call with J. Walker & A. Zalev; dealing with engagement by client and Company; working on draft Pre-Filing Report; responding to question from R. Baulke re: local opinions; reviewing and commenting on draft letter to suppliers; update call with J. Walker, A. Zalev and R. Baulke; further work on draft Report; reviewing Osler's draft Factum, voicemail to M. Wasserman re: same; reviewing latest drafts from Oslers.
03/24/15	RNB	10.70	Reviewing local security opinions; reviewing and revising pre-filing Monitor's report; reviewing and revising initial affidavit; reviewing and revising Initial Order; teleconference with Alvarez & Marsal; advisors' teleconference; various telephone conversations and emails re: pre-filing report matters; reviewing various notices re: CCAA filing; reviewing and revising termination letter; reviewing and revising disclaimer of lease.
03/24/15	RJC	.80	Review key issues; review draft materials.
03/24/15	DVC	3.10	Reviewing pre-filing monitor's report; providing comments to monitor's report and ensuring consistency with sales and investment solicitation process.
03/24/15	BFE	9.00	Telephone conference with A. Zalev, J. Walker and R. Baulke re: Report; reviewing and editing changes to draft Report to Osler; reviewing comments on Osler Affidavit; reviewing latest draft of Initial Order and providing comments; all hands call with Osler, Alvarez & Marsal, Aird & Berlis and Goodmans; reviewing draft sample lease disclaimer; reviewing email re: update on discussions; emails with R. Baulke and reviewing changes to draft Report to match developments in Osler drafts; reviewing draft Consent and other documents, reviewing and editing draft employee termination letters; reviewing Osler comments on Report; conference call with Alvarez & Marsal and R. Baulke re: Report, email draft to Judge.
03/25/15	RNB	13.50	Reviewing and revising security review; reviewing and commenting on local security opinions; finalizing security review; reviewing application materials of the company; reviewing and revising pre-filing report of the proposed monitor; various teleconferences and emails re: same; finalizing same; serving same.
03/25/15	DVC	2.60	Reviewing Goodmans opinion on the validity of the security interest granted by Comark to Salus; reviewing pre-filing monitor's report to ensure consistency with affidavit and initial order; meeting with R. Baulke and B. Empey to review comments.

**Goodmans** LLP

Barristers & Solicitors

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Invoice #643390 -- page 5

Date	TKID	Hours	Description
03/25/15	DDC	.60	Reviewing western provinces opinion; reviewing security review; discussion with R. Baulke.
03/25/15	BFE	9.80	Reviewing and commenting on Supplier letter; dealing with Pre-Filing Report and Security Review; reviewing revised DIP and latest drafts of Applicant's Materials; finalizing and signing Security Opinion; conference calls with Alvarez & Marsal re: Report; reviewing final drafts of Applicant's materials; finalizing Pre-Filing Report; instructing R. Baulke re: service of same; coordinating delivery of material to Judge with M. Wasserman.
03/26/15	RNB	13.70	Preparing materials for initial order hearing; reviewing applicants materials for initial order hearing; attending initial order hearing; drafting first report of the Monitor; reviewing and revising same; serving same.
03/26/15	BFE	11.70	Email to Longview re: Supplier letter; preparing for and attending at Court for hearing of initial application; working on First Report of the Monitor; reviewing drafts of supplemental affidavit, amending factum and revisions to Initial Order; commenting on Order; finalizing and overseeing service of First Report; coordinating with other counsel and the Court on delivery of additional material and timing for settlement of the Order.
03/27/15	RNB	5.30	Preparing for hearing re: initial order; attending hearing re: initial order; having order issued and entered; correspondence with Alvarez & Marsal re: next steps; responding to various emails re: CCAA filing.
03/27/15	BFE	2.20	Preparing for and attending at chambers appointment to settle Initial Order; advising client re: webrite content; reviewing proposed engagement letter of 360MS; emails with Alvarez & Marsal and Osler re: possible DIP amendment.
03/30/15	BFE	.30	Telephone conference with J. Walker re: update.

**OUR FEE**

**\$94,561.50**

TKID	NAME	HOURS	RATE	TOTAL
BFE	Empey, Brian F.	55.10 hrs	\$850.00	\$46,835.00
RJC	Chadwick, Robert J.	6.60 hrs	\$975.00	\$6,435.00
DDC	Dedic, Dan	1.10 hrs	\$560.00	\$616.00
RNB	Baulke, Ryan	90.10 hrs	\$395.00	\$35,589.50

# Goodmans <sup>L.P.</sup>

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TKID	NAME	HOURS	RATE	TOTAL
HEW	Wilson, Heather	5.40 hrs	\$435.00	\$2,349.00
RRH	Hoffer, Ronnie	1.00 hrs	\$620.00	\$620.00
DVC	Cohen, David	7.30 hrs	\$290.00	\$2,117.00
				\$94,561.50

**DISBURSEMENTS**

Telephone - Long Distance	4.62
Searches - Corporate/Lien - Disbursement(s)	16.00
Meetings	66.00
Searches - Corporate/Lien - Fee(s)	38.50
Copies	162.50
Search - Corporate	77.00
Computer Searches - Westlaw Carswell	255.00
Search - PPSA	180.00

<b>TOTAL DISBURSEMENTS</b>	<b>\$799.62</b>
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TOTAL FEES ON THIS INVOICE	\$94,561.50
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HST ON FEES	12,293.00
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NON TAXABLE DISBURSEMENTS	0.00
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TAXABLE DISBURSEMENTS	799.62
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TOTAL DISBURSEMENTS ON THIS INVOICE	\$799.62
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HST ON TAXABLE DISBURSEMENT	103.95
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<b>TOTAL THIS INVOICE (CANADIAN DOLLARS)</b>	<b>\$107,758.07</b>
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TRUST FUNDS	\$50,000.00
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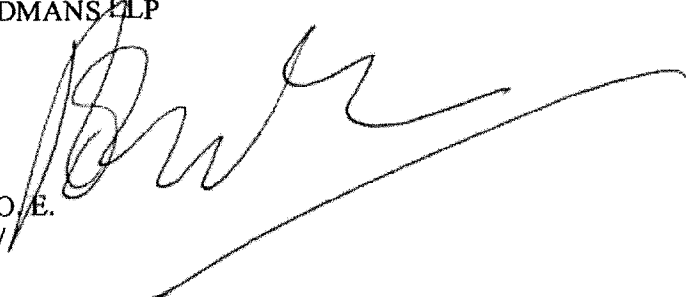
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THIS IS OUR ACCOUNT HEREIN  
GOODMANS LLP

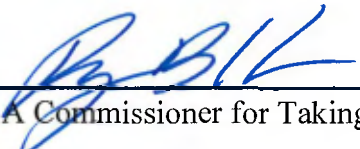


E. & O/E.  
RJC //

This invoice may not reflect all time and disbursements incurred on this matter to date. It is payable upon receipt and in accordance with Section 33 of the *Solicitors Act* (Ontario), interest will be charged at the rate of 1.30% per annum on unpaid fees, charges or disbursements calculated one month from the date this invoice is delivered.



This is Exhibit "B" referred to in the  
affidavit of Brian F. Empey  
sworn before me, this 18<sup>th</sup>  
day of May, 2016.

  
\_\_\_\_\_  
A Commissioner for Taking Affidavits

**Goodmans**<sup>LLP</sup>

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April 30, 2015

Alvarez & Marsal Canada ULC  
2900 South Tower, Royal Bank Plaza  
200 Bay Street  
PO Box 22  
Toronto, ON  
Canada M5J 2J1

ATTENTION: John Walker, Adam Zalev

OUR FILE NO. AAMC 150911  
OUR INVOICE NO. 645043  
GST/HST REGISTRATION NO. R119422962

Re: Project Pink

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TO OUR PROFESSIONAL SERVICES RENDERED IN CONNECTION WITH THE ABOVE NOTED  
MATTER INCLUDING THE FOLLOWING:

Date	TKID	Hours	Description
03/31/15	BFE	1.80	Reviewing drafts of Forms 1 and 2 to be submitted by Monitor to OSB; attending at Court House for editing of draft reasons; telephone calls and emails re: amendment for Lease Disclaimer Notices; including reviewing draft; reviewing and discussing emails from landlord group.
04/01/15	RNB	3.00	Reviewing landlord counsel email; reviewing CCAA materials re: issues raised by landlord counsel; drafting email to B. Empey re: same; teleconference with Alvarez & Marsal and Oslers re: key matters and landlord issues.
04/01/15	BFE	1.70	Reviewing letter from landlord counsel; telephone and email discussions re: landlord requests; reviewing email from vendor's counsel.
04/02/15	RNB	.80	Reviewing endorsement re: Initial Order; preparing master file of materials.
04/02/15	BFE	.50	Reviewing proposed landlord amendments to Initial Order; emails setting up calls re: vendor issues.
04/03/15	BFE	1.30	Pre-call with Monitor and M. Wasserman; telephone conference with M. Wasserman and J. Grieve (for WGWS/Silver Jeans); post-call with Monitor and M. Wasserman.
04/04/15	BFE	.30	Follow-up call with J. Grieve and M. Wasserman.



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Invoice #645043 -- page 2

Date	TKID	Hours	Description
04/06/15	RNB	.60	Teleconference with Alvarez & Marsal re: various matters; preparing binder of materials.
04/06/15	BFE	.80	Telephone conference with J. Walker and A. Zalev re: update on operations and plans for tomorrow's come-back hearing; telephone conference with C. Fell re: status update and co-ordinating for April 7th hearing; reviewing emails from landlord counsel; email to Court re: tomorrow's hearing.
04/07/15	JMC	.20	Inter-office discussion between J. Conforti and B. Empey.
04/07/15	BFE	2.50	Preparing for and attending at Come-back Hearing; dealing with correspondence from J. Grieve re: Silver Jeans, including emails with Osler and Alvarez & Marsal, telephone conference with J. Walker and A. Zalev and email to J. Grieve; telephone conference with S. Poysa and telephone conference with J. Conforti re: employment law matters, telephone conference with J. Walker re: coordination going forward.
04/08/15	JMC	.50	Telephone conference and correspondence with S. Poysa.
04/08/15	BFE	.40	Responding to email from client re: Contempo questions; reviewing template letter re: stay of employee proceeding; emails with A. Zalev re: Silver Jeans.
04/09/15	JMC	.30	Review correspondence re: employee claims.
04/09/15	BFE	.20	Reviewing template letter to employees re: salary continuance.
04/10/15	RNB	1.00	Teleconference with Alvarez & Marsal re: Monitor's second report and various other updates.
04/10/15	JMC	.50	Review employment issue.
04/10/15	BFE	1.50	Telephone conference with J. Conforti re: employment issues, email client re: request for a call; telephone conference with Alvarez & Marsal to discuss operational update and planning for extension motion materials; further emails with J. Conforti and M. Mackenzie.
04/11/15	JMC	.40	Review employee profiles.
04/13/15	JMC	.90	Review employment/severance issues.
04/13/15	BFE	1.20	Emailing Osler re: timing of draft materials; reviewing information re: employee issues; conference call with J. Walker, M. MacKenzie and J. Conforti re: employee issues.
04/14/15	RNB	1.20	Preparing various materials for filing; reviewing affidavit of N. Lewis re: stay

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Date	TKID	Hours	Description
			extension motion.
04/14/15	BFE	.20	Emails with R. Baulke re: affidavit.
04/15/15	RNB	3.40	Teleconference with Alvarez & Marsal re: stay extension affidavit; reviewing and revising stay extension affidavit.
04/15/15	BFE	3.10	Reviewing draft affidavit re: extension motion; telephone conference with Alvarez & Marsal re: comments on draft affidavit; telephone conference with C. Fell re: comments; discussions and emails with team for planning for service of Report; receiving Motion Record served by Osler; emails with Osler re: timing of Report; initial review of draft report.
04/16/15	RNB	6.80	Reviewing and revising Second Report of the Monitor; various teleconferences with Alvarez & Marsal re: same; discussions with B. Empey re: same; telephone conversations with S. Pavic re: service; preparing service of Second Report of the Monitor.
04/16/15	JMC	.40	Correspondence re: employees.
04/16/15	BFE	4.20	Reviewing and commenting on draft Second Report; telephone conference with Alvarez & Marsal and R. Baulke re: initial comments and next steps; email to Osler re: amendments for draft orders in their motion record and request for amended notice of motion; telephone conference with M. Wasserman and M. DeLellis re: amendments; reviewing emails re: amendments for Extension Motion and responding to S. Pavic; further review and comment on draft Second Report; overseeing finalization of Second Report and instructing re: service and filing of same; reviewing various correspondence re: employee matters.
04/17/15	RNB	.50	Preparing materials for court filing; various emails with S. Pavic re: service list.
04/17/15	JMC	.10	Correspondence re: employees.
04/17/15	BFE	.70	Reviewing draft and responding to emails from J. Conforti re: employee matters; reviewing email from J. Carhart re: TD Bank, telephone conference with J. Walker and drafting responding email.
04/20/15	RNB	1.20	Preparing materials for stay extension motion; meeting with B. Empey re: same.
04/20/15	BFE	1.00	Dealing with latest amendments to draft Restated Initial Order requested by Company and landlords, including various telephone calls and emails and



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Date	TKID	Hours	Description
			review of drafts.
04/21/15	RNB	3.40	Preparing for stay extension hearing; attending same.
04/21/15	BFE	2.10	Preparation for and attendance at hearing of motion for extension of stay.
04/22/15	RNB	.70	Corresponding with C. Kroach re: security review local agent invoices; preparing materials re: filing.
04/23/15	RNB	.50	Teleconference re: Canadian Retail Shipping Association issues.
04/23/15	BFE	1.00	Call re: CRSA issue; emails with R. Baulke re: CRSA letter.
04/24/15	RNB	1.60	Drafting letter re: CRSA issue; discussions with B. Empey re: same; reviewing Cadillac Fairview default notice.
04/24/15	BFE	.90	Reviewing draft letter re: CRSA Logistics issue, providing comments to R. Baulke; reviewing Notice of Default from Cadillac Fairview, forwarding to Monitor and Osler; follow-up emails with Monitor re: CF notice.
04/27/15	RNB	.60	Reviewing and revising letter to Chaitons re: CRSA issue; teleconference re: Salus update.
04/27/15	BFE	1.00	Email re: update on CRSA goods, meeting with R. Baulke re: instructions; telephone conference with J. Walker re: various updates; conference call re: Salus.
04/28/15	RNB	.20	Telephone conversation with M. Mackenzie re: CRSA issue.
04/28/15	BFE	1.10	Telephone conference with J. Walker and A. Zalev re: DIP (Salus); emails, including with D. Bish (Torys), re: Cadillac Fairview Notices of Default; internal email to R. Chadwick re: status update; further telephone conference with J. Walker and A. Zalev re: update on Salus.
04/29/15	RNB	.20	Reviewing and revising letter re: CRSA retention of goods.
04/29/15	JMC	2.90	Review employment issues; review background documents.
04/29/15	BFE	1.20	Telephone conference with J. Walker about Salus and DIP; emails re: funding request; emails re: update on CRSA goods being held and instructions to R. Baulke re: updating letter; emails to TD Amending Agreement.
04/30/15	RNB	1.20	Reviewing and revising ISDA amendment agreement; reviewing and revising; teleconference with Alvarez & Marsal and Osler re: various matters.
04/30/15	JMC	1.50	Review employment issues.

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Invoice #645043 -- page 5

Date	TKID	Hours	Description
04/30/15	BFE	1.30	Reviewing and mark-up TD's proposed Amendment to the ISDA contract, circulate and mark-up to Aird & Berlis, Osler, Alvarez & Marsal, further emails re: same; issue letter to G. Benchetrit (Chaitons) re: goods held by CRSA Logistics; update call with Alvarez & Marsal, Osler, Goodmans; emails re: preparing a response to G. Benchetrit's reply.

**OUR FEE** **\$42,901.50**

TKID	NAME	HOURS	RATE	TOTAL
BFE	Empey, Brian F.	30.00 hrs	\$850.00	\$25,500.00
JMC	Conforti, Joe	7.70 hrs	\$880.00	\$6,776.00
RNB	Baulke, Ryan	26.90 hrs	\$395.00	\$10,625.50
				\$42,901.50

**DISBURSEMENTS**

Copies	131.00
Meetings	43.02
Conference Calls	5.92
Delivery - Courier	235.24

**TOTAL DISBURSEMENTS** **\$415.18**

**TOTAL FEES ON THIS INVOICE** **\$42,901.50**

**HST ON FEES** **5,577.20**

NON TAXABLE DISBURSEMENTS 0.00

TAXABLE DISBURSEMENTS 415.18

**TOTAL DISBURSEMENTS ON THIS INVOICE** **\$415.18**

**HST ON TAXABLE DISBURSEMENT** **53.97**

**Goodmans**<sup>LLP</sup>

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Invoice #645043 -- page 6


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**TOTAL THIS INVOICE (CANADIAN DOLLARS) \$48,947.85**

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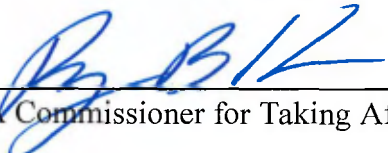
**TRUST FUNDS \$50,000.00**

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THIS IS OUR ACCOUNT HEREIN  
GOODMANS LLPE. & O. E.  
RJC / 

This invoice may not reflect all time and disbursements incurred on this matter to date. It is payable upon receipt and in accordance with Section 33 of the *Solicitors Act* (Ontario), interest will be charged at the rate of 1.30% per annum on unpaid fees, charges or disbursements calculated one month from the date this invoice is delivered.

This is Exhibit "C" referred to in the  
affidavit of Brian F. Empey  
sworn before me, this 18<sup>th</sup>  
day of May, 2016.

  
\_\_\_\_\_  
A Commissioner for Taking Affidavits



# Goodmans LLP

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June 15, 2015

Alvarez & Marsal Canada ULC  
2900 South Tower, Royal Bank Plaza  
200 Bay Street  
PO Box 22  
Toronto, ON  
Canada M5J 2J1

ATTENTION: John Walker, Adam Zalev

OUR FILE NO. AAMC 150911  
OUR INVOICE NO. 647070  
GST/HST REGISTRATION NO. R119422962

Re: Project Pink

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TO OUR PROFESSIONAL SERVICES RENDERED IN CONNECTION WITH THE ABOVE NOTED  
MATTER INCLUDING THE FOLLOWING:

Date	TKID	Hours	Description
05/01/15	RNB	.40	Telephone conversation with M. Mackenzie re: CRSA issue; drafting email to G. Benchetrit re: same.
05/01/15	JMC	.20	Review employment issue.
05/01/15	BFE	.50	Reviewing cash flow reporting; emails with M. Mackenzie and R. Baulke re: response to G. Benchetrit on CRSA goods; emails with Osler and Alvarez & Marsal re: planning for review of bids.
05/04/15	JMC	.60	Review holiday pay issue.
05/04/15	BFE	.20	Further emails and telephone calls re: tomorrow's bid deadline.
05/05/15	JMC	1.00	Review employment/trust issues.
05/05/15	BFE	3.80	Reviewing SISP requirements; reviewing Letters of Intent; telephone conference with J. Walker re: bids received; meeting with Alvarez and Marsal and Osler re: Letters of Intent.
05/05/15	MRT	3.60	Reviewing sale and investor solicitation process and LOIs.
05/06/15	JMC	.50	Review employment issues.
05/06/15	BFE	2.20	Reviewing ████████ LOI; reviewing draft deck prepared by Houlihan Lokey comparing the LOIs; conference call with Houlihan Lokey, Alvarez and



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Invoice #647070 -- page 2

Date	TKID	Hours	Description
			Marsal, Osler and Goodmans re: analysis of bids and next steps; telephone conference with J. Walker re: SISP and next steps, meeting with M. Thomas re: instructions for letter; revising draft letter to Osler re: Monitor's recommendations for SISP and send to client for review.
05/06/15	MRT	.80	Reviewing LOIs re: purchasing Comark; reviewing Houlihan Lokey slide deck re: Comark Phase I LOIs; drafting letter to M. Wasserman re: Phase 2 of the SISP.
05/07/15	JMC	.50	Inter-office discussions between J. Conforti and G. Rubenstein; review employee information.
05/07/15	BFE	1.50	Conference call with J. Walker; reviewing and commenting on revised presentation from Houlihan Lokey; conference call with D. Mullett and A. Zalev re: board presentation; finalize and issue letter to M. Wasserman re: Monitor's recommendations to the Board.
05/07/15	MRT	.80	Telephone call with Alvarez & Marsal re: revised Phase 1 deck.
05/08/15	JMC	.30	Correspondence re: employees.
05/08/15	BFE	.20	Emails re: HR issues.
05/11/15	RNB	1.30	Reviewing SISP materials.
05/11/15	BFE	.20	Emails re: update call, management presentation agenda.
05/12/15	RNB	1.40	Teleconference with Alvarez & Marsal re: various matters and updates; reviewing KPMG financial diligence report.
05/12/15	BFE	1.30	Telephone conference with J. Walker, A. Zalev, J. Nevsky, R. Baulke re: update and next steps; reviewing notes and discussing with R. Baulke; email to Alvarez & Marsal re: update on status of Bridge financing.
05/13/15	RNB	.60	Reviewing term sheet re: facility with Bridging; telephone conversation with Alvarez & Marsal re: same.
05/13/15	BFE	1.00	Reviewing and commenting by email on Bridge financing term sheet; conference call with Alvarez & Marsal, R. Baulke re: term sheet.
05/19/15	RNB	.50	Teleconference with Alvarez & Marsala re: various matters; email correspondence with D. Deice re: Bridging facility.
05/19/15	DDC	.50	Correspondence re: bridge loan; reviewing term sheet.
05/19/15	BFE	.50	Draft email to D. Dedic providing background and instructions for review of

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Invoice #647070 -- page 3

Date	TKID	Hours	Description
			draft Bridging agreement expected tomorrow; call with Alvarez & Marsal re: update and timing for materials needed for next motion.
05/20/15	DDC	.50	Reviewing term sheet and amended and restated initial order.
05/20/15	BFE	.80	Telephone conference with M. DeLellis re: change in scheduling of Court hearing; telephone with J. Walker re: same; emails re: further timing updates on delivery of materials.
05/21/15	RNB	4.60	Reviewing and revising Bridging credit agreement; teleconference with Alvarez & Marsal re: same; reviewing and revising affidavit re: motion for stay extension and various other relief.
05/21/15	DDC	5.70	Correspondence; reviewing bridging agreement and related documents; preparing issues list; telephone call with Alvarez re: same; preparing additional comments to same; correspondence and discussion with Osler; discussions with B. Empey.
05/21/15	BFE	3.60	Review draft Bridging Agreement, coordinate and discussing comments internally and with Alvarez & Marsal; reviewing draft order; reviewing draft affidavit; various emails with Alvarez and Marsal and Osler re: materials.
05/22/15	RNB	4.30	Reviewing and revising company affidavit and stay extension order; teleconference with Alvarez & Marsal re: same.
05/22/15	DDC	3.60	Telephone calls with Osler and A&M; correspondence re: bridging agreement; telephone call with Wildeboer; reviewing and revising affidavit.
05/22/15	BFE	3.30	Working on comments on affidavit, various telephone calls and emails with Alvarez & Marsal and internally re: affidavit and status of Bridging Agreement.
05/23/15	DDC	2.60	Reviewing revised bridging agreement; correspondence re: same.
05/24/15	DDC	1.60	Correspondence re: bridging agreement; reviewing issues lists; correspondence and telephone call with Osler and Alvarez.
05/24/15	BFE	1.00	Emails and conference call with Osler, Alvarez & Marsal, and Goodmans re: Bridging Agreement; Follow-up email from A. Zalev
05/25/15	RNB	6.90	Teleconference re: Bridging inventory facility; reviewing and revising order re: Bridging facility and stay extension; reviewing and revising Monitor's report re: same; teleconference with Alvarez & Marsal re: Monitor's report; reviewing and revising Bridging facility; teleconference re: bridging facility;

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Invoice #647070 -- page 4

Date	TKID	Hours	Description
			reviewing and revising affidavit re: Bridging facility and stay extension.
05/25/15	DDC	7.10	Correspondence; telephone call with Bridging's counsel; discussion with B. Empey; reviewing Osler markup; correspondence re: additional issues; reviewing Bridging approval order; telephone calls with DIP lender, Osler and A&M re: various matters; revising Bridging agreement and correspondence and telephone calls re: same; reviewing revised affidavit.
05/25/15	BFE	6.50	Call with Wildeboer, Osler, Alvarez & Marsal, and Goodmans re: key issues for Bridging Agreement; emails and telephone conferences throughout the day re: negotiating and reviewing drafts of Bridging Agreement; reviewing and commenting on Osler's draft order; reviewing, commenting, and discussing with Alvarez & Marsal re: draft 3rd report; reviewing and commenting internally on Osler's draft affidavit
05/26/15	RNB	5.60	Reviewing and revising affidavit and order re: stay extension and approval of bridging facility; teleconference with Alvarez & Marsal re: same; reviewing and revising Monitor's report; teleconference with Alvarez & Marsal re: same; teleconference re: bridging agreement.
05/26/15	DDC	5.70	Correspondence re: Bridging agreement; telephone call with K. Morley; telephone calls with Osler and Alvarez; reviewing comments from Salus' counsel; revising Bridging agreement and telephone calls and correspondence re: same; finalizing documents, order and affidavit; correspondence and telephone calls re: same.
05/26/15	BFE	5.20	Reviewing Lender's comments on draft Order, emails and discussions re: same; conference call with Alvarez & Marsal re: comments on Affidavit and status update; emails, calls and internal discussions re: negotiation of Bridging Agreement; reviewing and commenting on draft 3rd Report, conference call with Alvarez & Marsal and R. Baulke re: same; reviewing and commenting on draft Notice of Motion; further emails re: draft 3rd Report; receiving Motion Record from Osler.
05/27/15	RNB	2.80	Teleconference with Alvarez & Marsal re: Monitor's report; reviewing and revising same; serving same.
05/27/15	JMC	.20	Review employment issue.
05/27/15	DDC	.40	Discussion with R. Baulke; reviewing final monitor's report.
05/27/15	BFE	1.70	Various emails with Alvarez & Marsal and Osler re: draft Third Report; emails and conference call with Alvarez & Marsal and Ryan Baulke re:

# Goodmans <sup>LLP</sup>

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Invoice #647070 -- page 5

Date	TKID	Hours	Description
			comments on Third Report; instructions for finalizing, serving, and filing report; emails re: correspondence from Manitoba re: employee claim
05/28/15	RNB	5.50	Reviewing and revising draft asset purchase agreement; teleconference with Alvarez & Marsal re: same.
05/28/15	ATR	.20	Considering definition of intellectual property to be included in APA.
05/28/15	DDC	.10	Correspondence with R. Baulke.
05/28/15	BFE	2.40	Review draft APA, meeting with R. Baulke, conference call with Alvarez & Marsal re: comments on APA
05/29/15	RNB	.50	Telephone conversation with C. Fell re: APA comments; reviewing comments on APA.
05/29/15	DDC	.40	Correspondence and discussions with B. Empey and J. Nevsky re: revisions to confirmations of guarantee.
05/29/15	BFE	2.30	Emails with Alvarez & Marsal re: additional material for Monday hearing; review draft schedule; meeting with R. Baulke re: organizing materials for Monday hearing; emails re: APA, review comments; telephone call with D. Dedic; voicemail and emails with J. Nevsky re: resolution of company concern re: execution of Bridging Agreement
05/30/15	RNB	1.50	Reviewing and revising SISP form of asset purchase agreement.
05/30/15	BFE	.50	Various emails re: draft APA; telephone call with J. Walker re: next steps
05/31/15	RNB	1.00	Reviewing and revising form of APA; teleconference with Alvarez & Marsal re: same.
05/31/15	BFE	2.40	Review certain provisions of draft APA, emails re: same; conference call with Alvarez & Marsal re: APA and re: SISP; prepare for court motion re: Bridging Agreement and stay extension, including reading factum served by Osler on Friday
06/01/15	RNB	3.70	Preparing materials for Briding approval and stay extension hearing; attending same; telephone conversation with C. Fell re: form of APA.
06/01/15	BFE	2.70	Preparing for and attending at Court hearing of motion to extend stay and approve Bridging Agreement; receive and review entered Order and Endorsement; forward entered order and Endorsement to Alvarez & Marsal with commentary.



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Invoice #647070 -- page 6

Date	TKID	Hours	Description
06/02/15	RNB	.90	Reviewing letters re: [REDACTED] construction lien; reviewing initial order and CCAA re: treatment of same.
06/02/15	BFE	.20	Instructions to R. Baulke re: letter to R. Chadwick from construction lieu claimant's lawyer.
06/04/15	BFE	.20	Telephone call with J. Walker re: update from discussions with bidders.
06/05/15	RNB	1.20	Teleconference with Alvarez & Marsal and Osler re: Comark update; reviewing SISP re: bid submission and evaluation procedures; reviewing precedent bid procedures letter.
06/05/15	BFE	.80	Update call with Alvarez & Marsal, Osler and Goodmans; emails re: SISP, extension of bid deadline, and bid letter.
06/08/15	RNB	4.90	Reviewing form of APA for SISP; preparing illustrative purchase price calculations and working capital adjustments; discussions with B. Empey re: same; teleconference with Alvarez & Marsal re: same; telephone conversation with C. Fell re: same; reviewing and revising bid letter.
06/09/15	RNB	1.30	Teleconference with Alvarez & Marsal re: bid letter; teleconference re: SISP update.
06/10/15	RNB	1.40	Meeting with B. Empey re: SISP evaluation procedures; drafting communication and evaluation plan re: SISP bids.

**OUR FEE****\$78,725.50**

TKID	NAME	HOURS	RATE	TOTAL
ATR	Berg, Amalia	0.20 hrs	\$775.00	\$155.00
BFE	Empey, Brian F.	45.00 hrs	\$850.00	\$38,250.00
JMC	Conforti, Joe	3.30 hrs	\$880.00	\$2,904.00
DDC	Dedic, Dan	28.20 hrs	\$560.00	\$15,792.00
RNB	Baulke, Ryan	50.30 hrs	\$395.00	\$19,868.50
MRT	Thomas, Melanie	5.20 hrs	\$290.00	\$1,508.00
DA	Clerk, Litigation	3.10 hrs	\$80.00	\$248.00
				<b>\$78,725.50</b>

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Invoice #647070 -- page 7

**DISBURSEMENTS**

Meetings	234.83
Copies	161.25
Conference Calls	21.62
Delivery - Courier	94.97

**TOTAL DISBURSEMENTS** **\$512.67**

**TOTAL FEES ON THIS INVOICE** **\$78,725.50**

**HST ON FEES** **10,234.32**

**NON TAXABLE DISBURSEMENTS** **0.00**

**TAXABLE DISBURSEMENTS** **512.67**

**TOTAL DISBURSEMENTS ON THIS INVOICE** **\$512.67**

**HST ON TAXABLE DISBURSEMENT** **66.65**

**TOTAL THIS INVOICE (CANADIAN DOLLARS)** **\$89,539.14**

**TRUST FUNDS** **\$50,000.00**

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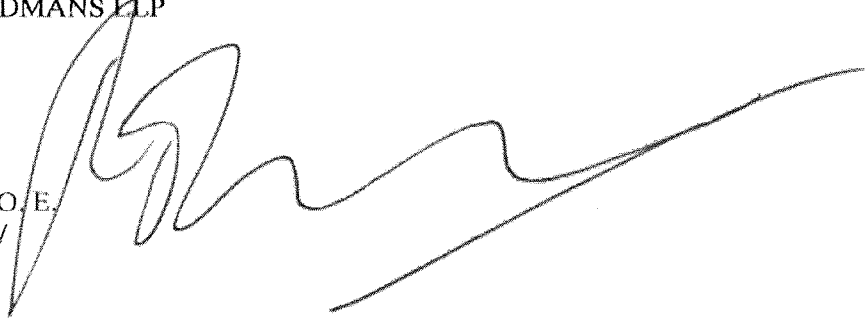
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Invoice #647070 -- page 8

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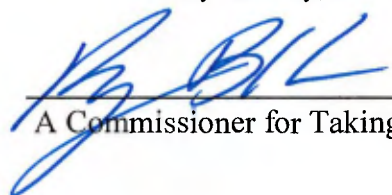
E. & O. E.  
RJC /



This invoice may not reflect all time and disbursements incurred on this matter to date. It is payable upon receipt and in accordance with Section 33 of the *Solicitors Act* (Ontario), interest will be charged at the rate of 1.30% per annum on unpaid fees, charges or disbursements calculated one month from the date this invoice is delivered.



This is Exhibit "D" referred to in the  
affidavit of Brian F. Empey  
sworn before me, this 18<sup>th</sup>  
day of May, 2016.



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A Commissioner for Taking Affidavits

**Goodmans**<sup>LLP</sup>

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July 9, 2015

Alvarez & Marsal Canada ULC  
2900 South Tower, Royal Bank Plaza  
200 Bay Street  
PO Box 22  
Toronto, ON  
Canada M5J 2J1

ATTENTION: John Walker, Adam Zalev

OUR FILE NO. AAMC 150911  
OUR INVOICE NO. 648400  
GST/HST REGISTRATION NO. R119422962

Re: Project Pink

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TO OUR PROFESSIONAL SERVICES RENDERED IN CONNECTION WITH THE ABOVE NOTED  
MATTER INCLUDING THE FOLLOWING:

Date	TKID	Hours	Description
06/04/15	RJC	.60	Review key issues.
06/08/15	BFE	1.20	Reviewing changes to APA, discussing proposed amendment with J. Walker, A. Zalev, and R. Baulke; receive draft Bid Letter, emails re: same.
06/09/15	BFE	1.10	Call with J. Walker, A. Zalev, and R. Baulke re: Bid Letter; conference call with Alvarez & Marsal, Houlihan Lokey, Osler, and Goodmans re: inventory appraisals and field exams.
06/10/15	BFE	1.70	Telephone call with J. Walker re: planning for bid deadlines, and dealing with Houlihan; drafting email to Houlihan for Alvarez & Marsal to send; drafting outline of Communications Plan for dealing with bid deadlines on June 22 and June 29; meeting with R. Baulke re: instructions for expanding outline into plan; editing communications plan and circulating it to Alvarez & Marsal for comment.
06/11/15	BFE	.20	Emails with Alvarez & Marsal re: weekly reporting package and results.
06/12/15	RNB	2.40	Teleconference re: SISP deadline communications package; reviewing and revising same.
06/12/15	BFE	1.40	Reviewing Alvarez & Marsal's comments on draft SISP Communications Plan; telephone conference with J. Walker, A. Zalev, and R. Baulke re: SISP Communications Plan; reviewing revised Plan; conference call with Comark,

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Invoice #648400 -- page 2

Date	TKID	Hours	Description
			Osler, Alvarez & Marsal, and Goodmans re: next steps and communications.
06/15/15	RNB	.10	Reviewing timeline re: SISP Phase 2.
06/16/15	RNB	.10	Reviewing draft email to bidders re: estimated working capital.
06/16/15	BFE	.20	Editing proposed communication re: Working Capital.
06/22/15	RNB	1.80	Reviewing SISP phase 2 APA markups.
06/22/15	BFE	1.00	Receiving submissions from bidders re: APA deadline; telephone calls and emails with Alvarez & Marsal re: submissions from bidders.
06/23/15	RNB	2.50	Reviewing APA mark-ups; drafting summary of same; teleconference with Alvarez & Marsal re: APA mark-ups.
06/23/15	BFE	3.40	Telephone calls with J. Walker; conference call with Alvarez & Marsal re: bidder submissions; telephone calls with Osler re: planning for bidder calls; reviewing APA mark ups, and summaries thereof; further emails re: planning for bidder calls.
06/24/15	RNB	2.10	Teleconference with advisors re: APA mark-ups; teleconference with ██████████ re: APA mark-up.
06/24/15	BFE	3.00	Conference call with Houlihan Lokey, Alvarez & Marsal, Osler, and Goodmans re: planning for responses to bidders; telephone call with J. Walker; two conference calls with bidders, Houlihan Lokey, Alvarez & Marsal, Osler, Goodmans, and Comark; further calls with Alvarez & Marsal and R. Baulke.
06/25/15	RNB	.60	Reviewing APA mark-ups provided by bidders.
06/25/15	BFE	.20	Emails re: bidders.
06/26/15	RNB	1.30	Reviewing SISP; drafting letter to bidders re: final bid submission and deposits.
06/26/15	BFE	.50	Telephone conference with J. Walker; meeting with R. Baulke; emails re: draft correspondence to bidders with deposit instructions.
06/29/15	RNB	4.40	Reviewing final bids and APA mark-ups; preparing summary of same; discussions with B. Empey re: same.
06/29/15	BFE	4.00	Reviewing bids received today, including mark-ups of APA; discussing with A&M re: bids; drafting outline of issues for comparison of bids; email instructions to R. Baulke; reviewing and commenting on draft comparison

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Invoice #648400 -- page 3

Date	TKID	Hours	Description
			chart; reviewing and circulating draft chart by email to A&M.
06/30/15	RNB	2.30	Teleconference with Alvarez and Marsal re: final bid submissions; teleconference with Osler re: same.
06/30/15	BFE	1.00	Telephone conference with A&M re: deposits, comparisons, next steps; emails with HL, A&M, Osler and Goodmans re: next steps.
07/02/15	RNB	1.90	Reviewing summary of phase 2 bids; teleconference with advisors re: phase 2 final bids.
07/02/15	BFE	.40	Reviewing emails re: communications with bidders; telephone conference with HL, A&M, Osler, Goodmans re: requesting further and better bids with a new deadline; editing notes re: same.
07/03/15	RNB	4.60	Teleconference with advisors re: bid resubmission and next steps; reviewing and revising Stern phase 2 APA.
07/03/15	BFE	2.50	Reviewing bid and correspondence received by noon deadline; telephone conference among HL, A&W, Osler, Goodmans re: next steps; receipt of blacklined APA from Osler; emails and telephone conferences with clients and with C. Fell re: coordinating comments and responses; initial review of mark-ups.
07/04/15	RNB	1.10	Teleconference re: Stern final bid APA mark-up.
07/04/15	BFE	2.00	Reviewing blackline of A&M and Goodmans comments, telephone conference with A&M and Goodmans re: same; telephone conference with Osler, Comark, A&M, Goodmans re: mark-up of APA; telephone conference with J. Walker.
07/06/15	RNB	3.20	Reviewing phase two final bid APA mark-up; teleconference with Alvarez & Marsal re: same; teleconference with all advisors re: same.
07/07/15	RNB	3.50	Reviewing Stern APA mark-up; preparing checklist of outstanding issues re: same; teleconference with advisors re: same.

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**OUR FEE**
**\$33,415.50**

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Invoice #648400 -- page 4

TKID	NAME	HOURS	RATE	TOTAL
BFE	Empey, Brian F.	23.80 hrs	\$850.00	\$20,230.00
RJC	Chadwick, Robert J.	0.60 hrs	\$975.00	\$585.00
RNB	Baulke, Ryan	31.90 hrs	\$395.00	\$12,600.50
				\$33,415.50

**DISBURSEMENTS**

Copies	211.25
Conference Calls	33.02
Delivery - Courier	19.91

<b>TOTAL DISBURSEMENTS</b>	<b>\$264.18</b>
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TOTAL FEES ON THIS INVOICE	\$33,415.50
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HST ON FEES	4,344.02
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NON TAXABLE DISBURSEMENTS	0.00
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TAXABLE DISBURSEMENTS	264.18
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TOTAL DISBURSEMENTS ON THIS INVOICE	\$264.18
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HST ON TAXABLE DISBURSEMENT	34.34
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<b>TOTAL THIS INVOICE (CANADIAN DOLLARS)</b>	<b>\$38,058.04</b>
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TRUST FUNDS	\$50,000.00
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Invoice #648400 -- page 5

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E. & C. F.  
RJC



This invoice may not reflect all time and disbursements incurred on this matter to date. It is payable upon receipt and in accordance with Section 33 of the *Solicitors Act* (Ontario), interest will be charged at the rate of 1.30% per annum on unpaid fees, charges or disbursements calculated one month from the date this invoice is delivered.

This is Exhibit "E" referred to in the  
affidavit of Brian F. Empey  
sworn before me, this 18<sup>th</sup>  
day of May, 2016.

  
\_\_\_\_\_  
A Commissioner for Taking Affidavits

**Goodmans**<sup>LLP</sup>

Barristers & Solicitors

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August 12, 2015

Alvarez & Marsal Canada ULC  
2900 South Tower, Royal Bank Plaza  
200 Bay Street  
PO Box 22  
Toronto, ON  
Canada M5J 2J1

ATTENTION: John Walker, Adam Zalev

OUR FILE NO. AAMC 150911  
OUR INVOICE NO. 650217  
GST/HST REGISTRATION NO. R119422962

Re: Project Pink

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TO OUR PROFESSIONAL SERVICES RENDERED IN CONNECTION WITH THE ABOVE NOTED  
MATTER INCLUDING THE FOLLOWING:

Date	TKID	Hours	Description
07/06/15	BFE	2.40	Reviewing mark-up of APA from Stern; telephone conference with J. Walker, A. Zalev, R. Baulke; reviewing responding mark-up from Osler; telephone conference discussing mark-up with Osler, A&M, Comark and Goodmans; various emails analyzing conference call among parties.
07/07/15	BFE	4.20	Reviewing Osler's draft APA of July 6; meeting with R. Baulke re: instructions for issues list; reviewing list of outstanding issues for APA; telephone conference with FMD, A&M, Osler and Goodmans re: APA; reviewing and editing note re: issues covered in the call.
07/08/15	RNB	1.90	Drafting SISP phase 2 recommendation letter; reviewing and revising approval and vesting order.
07/08/15	BFE	.90	Reviewing email updates from A. Zalev; telephone conference with J. Walker re: next steps, court process, etc.; meeting with R. Baulke re: further instructions; reviewing and commenting on initial draft recommendation letter; emails with A&M re: deposits.
07/09/15	RNB	4.30	Reviewing and revising Stern APA; multiple conference calls with Osler and Alvarez & Marsal re: same; reviewing and revising Monitor recommendation letter; reviewing and revising approval and vesting order.
07/09/15	BFE	4.10	Reviewing Fasken's re-draft of APA, reviewing summaries of issues re: same;





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Invoice #650217 -- page 2

Date	TKID	Hours	Description
			telephone conference with A&M, Osler, Goodmans re: APA and next steps; telephone conference with J. Walker and R. Baulke; reviewing and commenting on draft Vesting Order and discussing with R. Baulke; reviewing revised APA draft from Osler, emails with R. Baulke re: same; reviewing and commenting on draft recommendation letter to Board.
07/10/15	RNB	4.10	Reviewing and revising approval and vesting order; discussions with B. Empey re: same; teleconference with advisors re: Stern bid; reviewing and revising Houlihan SISP deck.
07/10/15	BFE	2.50	Reviewing and commenting on draft Monitor recommendation letter; reviewing initial comments on Houlihan deck for Board; discussing comments on draft Approval and Vesting Order with R. Baulke; telephone conferences with J. Walker and R. Baulke re: vesting Order and Houlihan deck; email to C. Fell re: further comments on subsequent draft Vesting Order; telephone conference with A&M, Osler, Goodmans re: update on talks from A. Zalev; emails with A&M re: updates and timing.
07/11/15	RNB	.90	Reviewing and revising Stern APA; teleconference with B. Empey and J. Walker re: same.
07/11/15	BFE	2.60	Telephone conference with J. Walker re: today's draft APA and outstanding points; detailed review of draft APA; telephone conference to discuss comments with R. Baulke; emails with J. Walker, A. Zalev, R. Baulke; telephone conference to discuss comments with J. Walker and R. Baulke; telephone conference with S. Abitan re: an outstanding issue.
07/12/15	BFE	.20	Emails with J. Walker and A. Zalev.
07/13/15	BFE	1.40	Emails from A. Zalev and J. Walker; telephone conference with J. Walker; participating in conference call among Faskens, Osler, Stern, Alvarez and Goodmans re: competition issues.
07/14/15	RNB	3.80	Reviewing APA mark-up; reviewing and revising draft monitor's report; discussions with B. Empey re: same.
07/14/15	BFE	3.20	Telephone conference with J. Walker re: update; receipt and review of revised Asset Purchase Agreement; emails with R. Baulke re: comments on Asset Purchase Agreement; emails and telephone conferences with Alvarez & Marsal re: Asset Purchase Agreement and re: schedules.
07/15/15	RNB	2.70	Reviewing APA mark-up; reviewing bid summary deck; teleconference with advisors re: APA mark-up and bid; teleconference with Salus re: same;

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Invoice #650217 -- page 3

Date	TKID	Hours	Description
			reviewing and revising recommendation letter.
07/15/15	BFE	6.80	Reviewing and discussing Asset Purchase Agreement and negotiations thereof, including telephone conference among Osler, Goodmans, Alvarez & Marsal and telephone conference with Salus; various telephone conferences and emails with Alvarez & Marsal re: outstanding issues and schedules to Asset Purchase Agreement; reviewing Houlihan's draft deck for presentation to the Board; overseeing finalization of Monitor's recommendation; preparing for and participating in Comark Board meeting call.
07/16/15	RNB	5.40	Reviewing comments on approval and vesting order and draft assignment order; teleconference re: same; reviewing and revising draft monitor's report; discussions with M. Mackenzie re: same; discussions with B. Empey re: same.
07/16/15	BFE	4.80	Review, discussion and negotiation of form of Vesting Order and Assignment Order for Asset Purchase Agreement schedules, including telephone conferences and emails with Alvarez & Marsal and Osler and telephone conference with Fasken and Osler; emails re: Court date and signing Request Form; reviewing final changes to Asset Purchase Agreement and schedules and emails re: execution thereof; reviewing and commenting on draft Fourth Report; initial review of draft Landlord consent form.
07/17/15	RNB	2.50	Teleconference with Alvarez & Marsal re: landlord consents and various other matters; reviewing and revising same; telephone conversation with S. Pavic re: affidavit.
07/17/15	BFE	2.80	Reviewing and commenting on draft landlord consent documents, telephone conference with A&M re: same; telephone conference with M. Wasserman re: materials for extension of stay beyond closing; telephone conference with J. Walker re: proposed return of deposit to unsuccessful bidder; discussions and emails with A&M and Osler re: Court scheduling; various emails re: status and receipt of draft affidavit and draft press release.
07/18/15	RNB	3.80	Reviewing and revising affidavit re: sale approval; teleconference with Alvarez & Marsal re: same.
07/18/15	BFE	4.50	Telephone conference with J. Walker; reviewing and commenting on draft affidavit, reviewing A&M comments and meeting with R. Baulke re: coordinating and consolidating a mark-up; reviewing and editing press release, various emails with A&M re: same.
07/19/15	BFE	.50	Various emails with A&M, Osler, R. Baulke re: landlord documents, new



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Invoice #650217 -- page 4

Date	TKID	Hours	Description
			draft affidavit, competition filing materials; telephone conference with J. Walker.
07/20/15	RNB	2.30	Reviewing and revising sale approval affidavit; reviewing competition filings; discussions with B. Empey re: same; telephone conference with advisors re: lease consent process; reviewing and revising Fourth Report of the Monitor.
07/20/15	BFE	4.80	Reviewing new draft of the affidavit for sale approval motion, discussing with A&M and R. Baulke; reviewing and commenting on draft Notice of Motion and distribution Order and discussing with R. Baulke; various emails, including with Osler, re: comments on draft court materials, comments on press release, lease disclaimers, issuance of press release, services of Applicant's Motion and filing of competition notices.
07/21/15	RNB	4.90	Reviewing and revising Fourth Report of the Monitor; discussions with B. Empey re: same; telephone conference with Alvarez & Marsal re: same; telephone conference with advisors re: lease disclaimers and consents.
07/21/15	BFE	5.30	Telephone conference with J. Walker re: elements of the Report; receiving and reviewing and editing draft Fourth Report; discussions with R. Baulke and telephone conference with A&M re: draft Report.
07/22/15	RNB	3.00	Telephone conference re: Monitor's Report; reviewing and revising same; discussions with B. Empey re: same; preparing materials for service.
07/22/15	BFE	2.20	Telephone conference with A&M and R. Baulke re: comments on draft Report; review revised Report, meeting and emails with R. Baulke re: revisions and circulation of draft; email correspondence with Osler re: letter from landlord re: construction lien claim.
07/23/15	RNB	2.00	Preparing materials for serving and filing; telephone conference with advisors re: lease consent process.
07/23/15	BFE	1.80	Telephone conference with J. Walker re: Vaughan Mills cure costs, emails with Osler and A&M re: advice about same; review comments from Osler and discuss with J. Walker and R. Baulke; discussions with R. Baulke re: service of Report; commission affidavit of service.
07/24/15	RNB	.80	Drafting letter to Regional Senior Justice Morawetz re: court scheduling.
07/24/15	BFE	1.10	Telephone conference with C. Fell; emails with client re: availability for possible motion; telephone conference with R. Baulke re: letter RSJ Morawetz, drafting same; emails re: consent tracker and closing agenda.

# Goodmans <sup>LLP</sup>

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Invoice #650217 -- page 5

Date	TKID	Hours	Description
07/27/15	RNB	.20	Telephone conference re: lease consent process update.
07/27/15	BFE	1.20	Issuing letter to RSJ Morawetz re: scheduling of assignment motion; email from Court re: scheduling; giving instructions by email re: Request form; reviewing Applicant's Factum for Wednesday's motion.
07/28/15	RNB	.20	Discussions with B. Empey re: assignment of lease motion and various other matters.
07/28/15	BFE	.40	Emails with A&M and with Osler re: tomorrow's motion and re: Closing Date.
07/29/15	RNB	3.10	Attending hearing re: motion for sale approval and stay extension; telephone conference re: lease consent process update.
07/29/15	BFE	2.00	Preparing for, attending and participating in hearing of Motion for Sale Approval; discussing assignment motion with R. Baulke.
07/30/15	RNB	3.70	Reviewing and revising affidavit and cover letter re: assignment motion; telephone conference with Alvarez & Marsal re: same; telephone conversations with C. Fell re: same.
07/31/15	RNB	.70	Teleconference with Alvarez & Marsal and Osler re: lease consent process; advisor's teleconference re: same.

**OUR FEE****\$70,709.50**

TKID	NAME	HOURS	RATE	TOTAL
BFE	Empey, Brian F.	59.70 hrs	\$850.00	\$50,745.00
RNB	Baulke, Ryan	50.30 hrs	\$395.00	\$19,868.50
DA	Clerk, Litigation	1.20 hrs	\$80.00	\$96.00
				<b>\$70,709.50</b>

**DISBURSEMENTS**

Copies	353.00
Meetings	17.14
Conference Calls	62.96
Delivery - Courier	46.96

# Goodmans<sup>LLP</sup>

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Invoice #650217 -- page 6

<b>TOTAL DISBURSEMENTS</b>	<b>\$480.06</b>
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TOTAL FEES ON THIS INVOICE	\$70,709.50
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HST ON FEES	9,192.24
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NON TAXABLE DISBURSEMENTS		0.00
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TAXABLE DISBURSEMENTS		480.06
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TOTAL DISBURSEMENTS ON THIS INVOICE	\$480.06
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HST ON TAXABLE DISBURSEMENT	62.41
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<b>TOTAL THIS INVOICE (CANADIAN DOLLARS)</b>	<b>\$80,444.21</b>
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TRUST FUNDS	\$50,000.00
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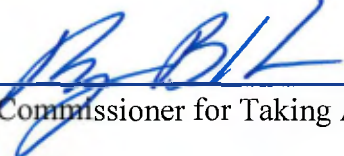
THIS IS OUR ACCOUNT HEREIN  
 GOODMANS LLP

E. & O. E.  
 RJC /



This invoice may not reflect all time and disbursements incurred on this matter to date. It is payable upon receipt and in accordance with Section 33 of the *Solicitors Act* (Ontario), interest will be charged at the rate of 1.30% per annum on unpaid fees, charges or disbursements calculated one month from the date this invoice is delivered.

This is Exhibit "F" referred to in the  
affidavit of Brian F. Empey  
sworn before me, this 18<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits

# Goodmans<sup>LLP</sup>

Barristers &amp; Solicitors

Bay Adelaide Centre  
333 Bay Street, Suite 3400  
Toronto, Ontario M5H 2S7

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Facsimile: 416.979.1234  
goodmans.ca

August 25, 2015

Alvarez & Marsal Canada ULC  
2900 South Tower, Royal Bank Plaza  
200 Bay Street  
PO Box 22  
Toronto, ON  
Canada M5J 2J1

ATTENTION: John Walker, Adam Zalev

OUR FILE NO. AAMC 150911  
OUR INVOICE NO. 650977  
GST/HST REGISTRATION NO. R119422962

Re: Project Pink

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TO OUR PROFESSIONAL SERVICES RENDERED IN CONNECTION WITH THE ABOVE NOTED  
MATTER INCLUDING THE FOLLOWING:

Date	TKID	Hours	Description
07/30/15	BFE	2.80	Further reviewing of assignment letter to landlords, further reviewing of draft affidavit; telephone conference with A&M re: comments on letter and affidavit; telephone conference with C. Fell; telephone conference with J. Walker and M. MacKenzie re: report; reviewing further revisions to affidavit, emails re: same.
08/04/15	RNB	1.90	Teleconference with Alvarez & Marsal re: Fifth report of the monitor; preparing materials re: service of fifth report; teleconference with Morguard re: lease assignment consent.
08/04/15	BFE	1.40	Telephone conference with J. Walker, M. MacKenzie, R. Baulke re: report; telephone conference re: real estate update; emails re: Competition Approval and closing date.
08/05/15	RNB	1.50	Reviewing and revising fifth report of the Monitor.
08/05/15	BFE	6.80	Reviewing and editing draft Fifth Report; email to Osler re: additional provisions for Order; telephone conference with J. Walker, M. MacKenzie re: Report; reviewing amendments to Order proposed by landlord counsel; participating in telephone conference re: real estate update; reviewing revised draft Report and forwarding to Osler for comment; dealing with questions re: Service List; reviewing comments from Osler; emails with R. Baulke re: Report.



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Invoice #650977 -- page 2

Date	TKID	Hours	Description
08/06/15	BFE	6.20	Dealing with finalizing Fifth Report, including further edits, telephone conferences and emails with A&M, emails with Osler; telephone conference with landlords counsel, Purchaser's counsel, Osler re: form of Order; telephone conference with counsel for Cadillac Fairview, counsel for Purchaser, Olser, Comark, Monitor re: form of consent; overseeing service of Fifth Report; reviewing draft assignment re: Bridging Facility; reviewing draft Transition Services Agreement; emails re: Closing Matters; further emails with Purchaser's counsel re: assignment Order and reporting to client.
08/07/15	RNB	1.30	Reviewing transition services agreement.
08/07/15	BFE	1.80	Emails and telephone conferences among counsel re: landlord provisions for Assignment Order; reviewing Consent Tracking Memo; email to C. Fell re: preliminary comments on Bridging Assignment.
08/09/15	BFE	1.90	Numerous emails re: assignment Order and dealing with new comments from Fasken; emails re: Closing Agenda and logistics call.
08/10/15	RNB	1.30	Teleconference with Alvarez & Marsal re: assignment motion and closing steps; teleconferenced with advisors re: closing mechanics.
08/10/15	BFE	7.40	Email and telephone conference with C. Fell re: Assignment Order, Monitor's Certificate and Bridging Assignment; telephone conference with A&M re: update on various issues; further emails among counsel re: wording of Assignment Order; telephone conference among Fasken, Osler, Goodmans and A&M re: closing logistics; reviewing updated consents tracker; negotiations re: mechanics of Vesting and Assignment Order and Monitor's Certificate, including telephone conference with S. Brotman and C. Fell; emails to obtain instructions re: amendment to form of Certificate; further emails to resolve form of Order.
08/11/15	RNB	6.80	Reviewing various emails; reviewing transition services agreement; filing Comark materials; teleconference re: lease consents; various conversations with C. Fell re: closing mechanics; various conversations with M. Mackenzie re: same; drafting letter re: purchaser insurance policies; teleconference with Faskens re: closing mechanics; reviewing and revising APA amendment agreement; reviewing and revising APA assignment agreement.
08/11/15	BFE	4.40	Attending to various matters for closing; including emails and calls re: closing logistics, closing date, employment matters, amendment to APA, transition services agreement; correspondence re: insurance.



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Invoice #650977 -- page 3

Date	TKID	Hours	Description
08/12/15	RNB	6.10	Reviewing and revising transition services agreement; various telephone conversations with C. Fell re: closing mechanics and assignment motion; advisors teleconference re: lease consent process; researching forced assignment of leases.
08/12/15	BFE	6.50	Further reviewing and discussion of draft TSA; negotiations re: Bentall consents including telephone conference with Osler, Fasken and telephone conference and emails with J. Wolf; emails with Fasken re: closing time; telephone conferences with J. MacKenzie re: benefit plans and closing time; emails with A&M and Osler, reviewing law, reviewing summaries re: prep for tomorrow's motion.
08/13/15	RNB	5.00	Preparing for motion re: assignment of agreements; attending same; telephone discussions with M. Mackenzie and J. Belcher re: various closing matters; reviewing form of employee offer letters.
08/13/15	JMC	.80	Review employment issues.
08/13/15	BFE	4.80	Preparing for and attending at hearing of Assignment Motion; emails and telephone conferences re: employee letters and arranging review thereof; emails to follow-up on consents; telephone conference with Judge to arrange appointment for signing the Order; attending at Court House for signing of Assignment Order; emails re: distribution of signed Order.
08/13/15	BFE	3.80	Numerous emails re: employee letters; telephone conference with A. Zalev and M. MacKenzie re: closing time proposal; emails re: possible corrections to schedule to Assignment Order; reviewing and commenting on Assignment of APA; follow-up emails with J. Belcher re: Bentall lease assignment consents.
08/13/15	JRM	.20	Inter-office discussion with R. Baulke re: Quebec Transfer Letter; reviewing prior correspondence on the matter; reviewing first draft of Quebec Transfer Letter.
08/14/15	RNB	4.90	Reviewing closing agenda; reviewing and revising form of employee offer letters; meeting with J. Mazzola and J. Conforti re: same; reviewing and revising employee termination letters; reviewing assignment agreement; conversations with M. Mackenzie re: employee matters.
08/14/15	JMC	1.70	Review employment offers.
08/14/15	BFE	1.50	Telephone conference with J. Walker re: termination letters; emails and telephone conference with J. Walker, M. MacKenzie, R. Baulke and J.



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Invoice #650977 -- page 4

Date	TKID	Hours	Description
			Conforti re: employee terminations; emails with Fasken about APA requirements for offer letters.
08/14/15	JRM	4.00	Inter-office discussion with J. Conforti and R. Baulke re: Quebec Transfer Letter; reviewing prior correspondence re: same; drafting French version of the British Columbia Transfer Letter; inter-office correspondence with R. Baulke re: same.
08/15/15	RNB	1.50	Reviewing and revising closing documents; reviewing assignment agreement; teleconference re: employee matters; reviewing and revising offer letters.
08/15/15	JMC	1.10	Review employment offer letters; telephone conference with clients.
08/16/15	RNB	4.40	Reviewing and revising employee offer letters; reviewing and revising employment agreement; reviewing transition services agreement comments; reviewing assignment agreement comments; reviewing APA amendment agreement comments; reviewing schedules to assignment agreement; various emails re: closing matters.
08/16/15	JMC	1.00	Review employment offer letters/agreements; telephone conference with Fasken.
08/16/15	BFE	1.00	Emails with A&M and emails with Fasken re: terminations and offer letters and funding mechanics.
08/17/15	RNB	7.30	Reviewing lease assignment and assumption agreements; reviewing trademark assignment agreements; reviewing and revising amendment to APA; reviewing and revising transition services agreement; teleconference with A. Zalev and M. Mackenzie re: closing mechanics; various telephone conversations with C. Fell re: closing mechanics; reviewing closing agenda; discussions with B. Empey re: closing matters.
08/17/15	JMC	3.60	Telephone conference and correspondence re: employment issues.
08/17/15	BFE	2.40	Meeting with R. Baulke re: updates; reviewing revised TSA; reviewing proposed Amendment to APA and discussing with A. Zalev and M. MacKenzie; reviewing closing documents and providing comments and instructions by numerous emails; email discussion with M. MacKenzie and J. Conforti re: Quebec employees.
08/18/15	RNB	5.10	Reviewing transition services agreement; teleconference with Alvarez & Marsal re: closing matters and employee matters; various telephone conversations with C. Fell re: closing; teleconference with Alvarez & Marsal re: real estate matters; drafting consent to assignment of benefits plan; various

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Invoice #650977 -- page 5

Date	TKID	Hours	Description
			telephone conversations with J. Conforti and M. Mackenzie re: employment matters.
08/18/15	JMC	3.40	Telephone conference and correspondence re: employment issues.
08/18/15	BFE	4.50	Emails and telephone conference with A&M and Goodmans re: employee letters and pre-closing matters; emails re: Manulife benefits; update call with J. Belcher, J. Walker, R. Baulke; emails re: Bentall lease assignments; reviewing and commenting on Direction re: wire instructions; telephone conference among Fasken, Osler, Goodmans re: closing matters; emails with J. Belcher re: mechanism for paying cure costs.
08/18/15	JRM	.50	Reviewing changes to English version of Quebec Transfer letter; inter-office discussions with R. Baulke re: same; making changes to French version of the Quebec Transfer letter; inter-office correspondence with B. Empey re: same.
08/19/15	RNB	9.40	Reviewing and revising various closing documents; attending closing room and assisting with closing; various telephone conversations with Alvarez & Marsal re: employment and benefits matters; telephone conversation with P. McCallum re: same; various telephone conversations with K. Zimmer re: closing.
08/19/15	JMC	2.80	Correspondence re: employment matters.
08/19/15	BFE	4.40	Attending to various pre-closing matters including numerous emails re: employee letters, benefit plan, assignment and amendment aspects; telephone conferences and emails negotiating documents including additional closing request from Fasken.
08/19/15	TAK	3.80	Correspondence with R. Baulke re: Project Blazer closing; reviewing Project Blazer closing agenda; travelling to Osler and attending closing; slip sheeting signature pages.
08/20/15	RNB	7.90	Attending offices of Alvarez & Marsal re: Comark closing; discussion with B. Empey re: same; attending offices of Osler re: closing; closing teleconference; various closing items and emails; filing Monitor's Certificate; various correspondence re: Manulife consent.
08/20/15	BFE	2.20	Attending to closing matters.

---

**OUR FEE**
**\$95,862.50**



Barristers &amp; Solicitors

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Facsimile: 416.979.1234  
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Invoice #650977 -- page 6

TKID	NAME	HOURS	RATE	TOTAL
BFE	Empey, Brian F.	63.80 hrs	\$850.00	\$54,230.00
JMC	Conforti, Joe	14.40 hrs	\$880.00	\$12,672.00
JRM	Mazzola, Jaro	4.70 hrs	\$515.00	\$2,420.50
RNB	Baulke, Ryan	64.40 hrs	\$395.00	\$25,438.00
TAK	Kennedy, Theresa	3.80 hrs	\$290.00	\$1,102.00
				\$95,862.50

**DISBURSEMENTS**

Telephone - Long Distance	1.85
Agent Fees	75.00
Copies	510.50
Meetings	30.02
Conference Calls	7.88
Delivery - Courier	1,271.06

<b>TOTAL DISBURSEMENTS</b>	<b>\$1,896.31</b>
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TOTAL FEES ON THIS INVOICE	\$95,862.50
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HST ON FEES	12,462.13
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NON TAXABLE DISBURSEMENTS	0.00
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TAXABLE DISBURSEMENTS	1,896.31
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TOTAL DISBURSEMENTS ON THIS INVOICE	\$1,896.31
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HST ON TAXABLE DISBURSEMENT	246.52
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<b>TOTAL THIS INVOICE (CANADIAN DOLLARS)</b>	<b>\$110,467.46</b>
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TRUST FUNDS	\$50,000.00
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# Goodmans<sup>LLP</sup>


Barristers &amp; Solicitors

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333 Bay Street, Suite 3400  
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Invoice #650977 -- page 7

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E. & O.E.  
RJC /

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This is Exhibit "G" referred to in the  
affidavit of Brian F. Empey  
sworn before me, this 18<sup>th</sup>  
day of May, 2016.

  
\_\_\_\_\_  
A Commissioner for Taking Affidavits

**Goodmans**<sup>LLP</sup>

Barristers & Solicitors

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Toronto, Ontario M5H 2S7

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September 30, 2015

Alvarez & Marsal Canada ULC  
2900 South Tower, Royal Bank Plaza  
200 Bay Street  
PO Box 22  
Toronto, ON  
Canada M5J 2J1

ATTENTION: John Walker, Adam Zalev

OUR FILE NO. AAMC 150911  
OUR INVOICE NO. 653003  
GST/HST REGISTRATION NO. R119422962

Re: Project Pink

TO OUR PROFESSIONAL SERVICES RENDERED IN CONNECTION WITH THE ABOVE NOTED  
MATTER INCLUDING THE FOLLOWING:

Date	TKID	Hours	Description
08/20/15	JMC	.30	Review benefits issue.
08/24/15	BFE	.20	Follow-up by email with Monitor re: cure amount payments.
08/26/15	RNB	.10	Filing various materials.
08/26/15	BFE	.20	Telephone conference with L. Galassiere re: wording of Assignment Order.
08/31/15	BFE	.30	Telephone conference with J. Walker re: update and next steps.
09/01/15	BFE	.20	Correspondence from M. Russell for [REDACTED].
09/02/15	BFE	.20	Obtaining instructions re: [REDACTED].
09/03/15	RNB	.80	Telephone conversation with J. Belcher re: [REDACTED]; reviewing approval and vesting order and assignment order re: same; reviewing email response re: same.
09/03/15	BFE	.20	Telephone conference with R. Baulke and responding to M. Russell re: [REDACTED].
09/04/15	BFE	.20	Telephone conference with J. Walker re: update.
09/08/15	RNB	.30	Filing various Comark materials.

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Barristers &amp; Solicitors

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Invoice #653003 -- page 2

<b>OUR FEE</b>				<b>\$2,013.00</b>
TKID	NAME	HOURS	RATE	TOTAL
BFE	Empey, Brian F.	1.50 hrs	\$850.00	\$1,275.00
JMC	Conforti, Joe	0.30 hrs	\$880.00	\$264.00
RNB	Baulke, Ryan	1.20 hrs	\$395.00	\$474.00
				<b>\$2,013.00</b>
<b>DISBURSEMENTS</b>				
	Copies		0.25	
	Meetings		39.39	
	Conference Calls		0.82	
	Delivery - Courier		42.91	
	Computer Searches - Westlaw Carswell		18.50	
<b>TOTAL DISBURSEMENTS</b>				<b>\$101.87</b>
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TOTAL FEES ON THIS INVOICE				\$2,013.00
HST ON FEES				261.69
NON TAXABLE DISBURSEMENTS			0.00	
TAXABLE DISBURSEMENTS			101.87	
TOTAL DISBURSEMENTS ON THIS INVOICE				\$101.87
HST ON TAXABLE DISBURSEMENT				13.24
<b>TOTAL THIS INVOICE (CANADIAN DOLLARS)</b>				<b>\$2,389.80</b>
<hr/>				
TRUST FUNDS				\$50,000.00



Goodmans<sup>LLP</sup>

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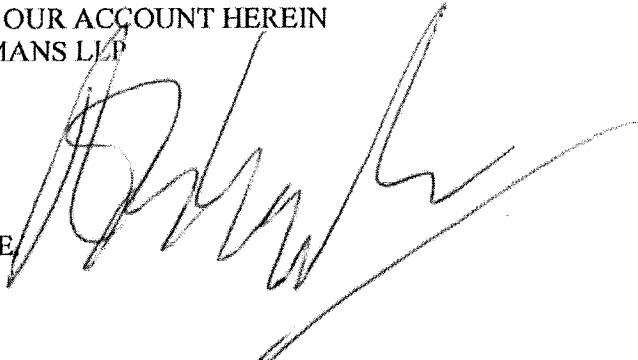
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Invoice #653003 -- page 3

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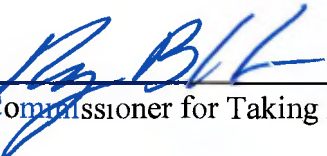
THIS IS OUR ACCOUNT HEREIN  
GOODMANS LLP

E. & O. E.  
RJC /



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This is Exhibit "H" referred to in the  
affidavit of Brian F. Empey  
sworn before me, this 18<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits

**Goodmans**<sup>LLP</sup>

Barristers & Solicitors

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October 31, 2015

Alvarez & Marsal Canada ULC  
2900 South Tower, Royal Bank Plaza  
200 Bay Street  
PO Box 22  
Toronto, ON  
Canada M5J 2J1

ATTENTION: John Walker, Adam Zalev

OUR FILE NO. AAMC 150911  
OUR INVOICE NO. 654953  
GST/HST REGISTRATION NO. R119422962

Re: Project Pink

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TO OUR PROFESSIONAL SERVICES RENDERED IN CONNECTION WITH THE ABOVE NOTED MATTER INCLUDING THE FOLLOWING:

Date	TKID	Hours	Description
10/13/15	RNB	.80	Teleconference with J. Walker and M. Mackenzie re: CCAA proceeding update.
10/13/15	BFE	.80	Preparing for and participating in conference call with J. Walker, M. Mackenzie and R. Baulke re: update and next steps; responding to email from C. Fell.
10/14/15	RNB	1.40	Reviewing and revising director and officer claims procedure order.
10/15/15	RNB	1.40	Reviewing and revising D&O claims procedure order; discussions with B. Empey re: same; teleconference with C. Fell re: same.
10/15/15	BFE	1.20	Reviewing and commenting on draft D&O Claims Procedure Order; telephone conference with C. Fell, R. Baulke re: extension motion, D&O Claims Procedure, next steps; email with A&M reporting on discussion with C. Fell.
10/16/15	RNB	.20	Reviewing and revising director and officer claims process order.
10/19/15	RNB	1.20	Teleconference with J. Walker, J. Belcher and M. Mackenzie re: stay extension motion; telephone conversation with C. Fell re: same.
10/19/15	BFE	.60	Telephone conference with J. Walker, M. Mackenzie, J. Belcher, R. Baulke re: planning for next report for extension and D&O claims process.



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Toronto, Ontario M5H 2S7

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Invoice #654953 -- page 2

Date	TKID	Hours	Description
10/21/15	RNB	1.50	Filing various materials.
10/22/15	BFE	.30	Telephone conference J. Walker re: D&O claims procedure.
10/24/15	RNB	1.80	Reviewing and revising affidavit re: claims procedure order.
10/25/15	RNB	1.00	Reviewing and revising D&O claims procedure order.
10/25/15	BFE	1.20	Reviewing draft affidavit from Osler, email comments to R. Baulke.
10/26/15	RNB	4.10	Teleconference with Alvarez & Marsal re: motion for claims procedure order; reviewing and revising affidavit re: same; reviewing and revising D&O claims procedure order; various telephone conversations with C. Fell and J. Walker; preparing service materials re: Monitor's Report; reviewing [REDACTED]
10/26/15	BFE	4.60	Telephone conference with J. Walker, M. Mackenzie, R. Baulke re: collective comments on draft affidavit and re: next steps for report; emails and discussions with R. Baulke and review of further revisions to affidavit and order; emails and telephone conferences re: cost flows; emails and several telephone conferences re: [REDACTED] and amending relief for October 30 motion; drafting rider for 6th Report.
10/27/15	RNB	6.50	Reviewing and revising affidavit re: stay extension motion; reviewing and revising Sixth Report of the Monitor; drafting rider re: same; teleconference with Alvarez & Marsal re: same.
10/27/15	BFE	5.80	Telephone conference with J. Walker re: [REDACTED] reviewing revised motion materials; reviewing draft report; continue drafting of [REDACTED] rider; receiving Motion Record served by the Applicant and reviewing same; further work on, and discussion with client regarding draft Sixth Report; reviewing revised draft Report and Appendix.
10/28/15	RNB	3.20	Reviewing and revising Sixth Report of the Monitor; preparing materials for service of same; telephone conversations with M. Mackenzie re: Sixth Report of the Monitor; telephone conversations with C. Fell re: same.
10/28/15	BFE	1.20	Emails to Osler; reviewing comments on draft Report from C. Fell and discussing with R. Baulke; emails and telephone conferences with J. Walker re: finalizing Report; meeting with R. Baulke re: service and filing of Sixth Report.
10/29/15	BFE	.20	Telephone conference J. Walker re: D&O Insurance Policy.

# Goodmans<sup>LLP</sup>

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Invoice #654953 -- page 3

Date	TKID	Hours	Description
10/30/15	RNB	1.50	Attending hearing re: stay extension.
10/30/15	BFE	1.50	Preparing for and attending motion for extending stay and unsealing purchase price; discussions with J. Walker and C. Fell re: next steps.

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<b>OUR FEE</b>	<b>\$24,507.00</b>
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TKID	NAME	HOURS	RATE	TOTAL
BFE	Empey, Brian F.	17.40 hrs	\$850.00	\$14,790.00
RNB	Baulke, Ryan	24.60 hrs	\$395.00	\$9,717.00
				<b>\$24,507.00</b>

**DISBURSEMENTS**

Copies	93.75
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<b>TOTAL DISBURSEMENTS</b>	<b>\$93.75</b>
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<b>TOTAL FEES ON THIS INVOICE</b>	<b>\$24,507.00</b>
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HST ON FEES	3,185.91
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NON TAXABLE DISBURSEMENTS	0.00
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TAXABLE DISBURSEMENTS	93.75
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<b>TOTAL DISBURSEMENTS ON THIS INVOICE</b>	<b>\$93.75</b>
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HST ON TAXABLE DISBURSEMENT	12.19
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<b>TOTAL THIS INVOICE (CANADIAN DOLLARS)</b>	<b>\$27,798.85</b>
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<b>TRUST FUNDS</b>	<b>\$50,000.00</b>
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Goodmans<sup>LLP</sup>

Barristers & Solicitors

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Invoice #654953 -- page 4

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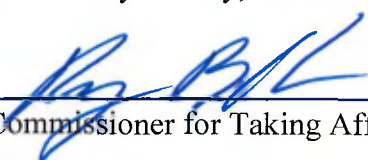
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E. & O. E.  
RJC /



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This is Exhibit "I" referred to in the  
affidavit of Brian F. Empey  
sworn before me, this 18<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits

**Goodmans** LLP

Barristers & Solicitors

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333 Bay Street, Suite 3400  
Toronto, Ontario M5H 2S7

Telephone: 416.979.2211  
Facsimile: 416.979.1234  
goodmans.ca

November 30, 2015

Alvarez & Marsal Canada ULC  
2900 South Tower, Royal Bank Plaza  
200 Bay Street  
PO Box 22  
Toronto, ON  
Canada M5J 2J1

ATTENTION: John Walker, Adam Zalev

OUR FILE NO. AAMC 150911  
OUR INVOICE NO. 656665  
GST/HST REGISTRATION NO. R119422962

Re: Project Pink

TO OUR PROFESSIONAL SERVICES RENDERED IN CONNECTION WITH THE ABOVE NOTED  
MATTER INCLUDING THE FOLLOWING:

Date	TKID	Hours	Description
11/02/15	BFE	.20	Emails with clients re: bill of sale.
11/04/15	RNB	1.40	Reviewing director and officer insurance policy.
11/04/15	BFE	.40	Emails with R. Baulke re: review of D&O Insurance Policy; receiving and reviewing of Working Capital Statement from Stern.
11/05/15	RNB	2.20	Reviewing working capital statement; reviewing ██████████ employee statutory deemed trusts.
11/05/15	BFE	.40	Telephone conference with J. Walker re: Working Capital Statement; reviewing emails re: revised bill of sale and employee claims.
11/06/15	RNB	1.30	Researching ██████████ deemed trusts for unpaid wages; telephone conversation with M. Mackenzie re: same.
11/06/15	JMC	.30	Review employment issue.
11/06/15	BFE	.50	Meeting with R. Baulke, reviewing files re: deemed trusts for employee obligations; email to R. Baulke re: instructions for deemed trust issue.
11/08/15	RNB	1.30	Reviewing employment standards legislation.
11/09/15	RNB	2.00	Reviewing employment standards legislation re: deemed trusts; preparing chart re: same; teleconference with J. Walker and M. Mackenzie re: same.



Date	TKID	Hours	Description
11/09/15	BFE	.70	Telephone conference with J. Walker, M. Mackenzie, R. Baulke re: deemed trusts, working capital adjustment and availability for next Court hearing; reviewing memo summarizing deemed trust provisions for termination pay and discussing with R. Baulke; emails with Osler re: availability for Court dates.
11/11/15	RNB	.80	Discussions with B. Empey re: working capital adjustment; telephone conversation with J. Walker; reviewing APA re: working capital adjustment.
11/11/15	BFE	.80	Reviewing email exchange between Osler and Alvarez; telephone conference and emails with R. Baulke and telephone conference with J. Walker re: approach to resolving working capital adjustment; email to M. Mackenzie re: Quebec employment lawsuit.
11/12/15	RNB	.40	Comark filing.
11/13/15	RNB	.10	Reviewing employee deemed trust spreadsheet.
11/13/15	BFE	.80	Telephone conference with J. Walker, M. Mackenzie and J. Belcher re: working capital adjustment and termination pay issues; reviewing chart prepared by client; discussing with R. Baulke; drafting and sending email to Osler re: status of work on working capital adjustment.
11/16/15	RNB	5.40	Updating statutory deemed trust chart; reviewing excel spreadsheet re: potential quantum of termination pay deemed trusts.
11/16/15	JMC	.20	Review employment matter.
11/16/15	BFE	1.40	Further internal discussions re: calculation and treatment of vacation pay; correspondence from former employee; emails re: confirmation of hearing date and signing request form.
11/17/15	RNB	5.00	Reviewing provincial employment legislation re: accrual of vacation pay; teleconference with Alvarez & Marsal re: working capital and employment issues; drafting notice of dispute re: working capital; teleconference with Osler re: various matters.
11/17/15	JMC	.40	Review employment issue.
11/17/15	BFE	2.60	Telephone conference with A&M and R. Baulke re: Working Capital discussions, need for dispute notice, relief to be sought in upcoming motion; reviewing and revising draft Dispute Notice and charts re: deemed trusts; telephone conference with C. Fell, S. Pavic, J. Walker, M. Mackenzie re: working capital dispute notice and relief to be sought for D&O Claims

# Goodmans LLP

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Invoice #656665 -- page 3

Date	TKID	Hours	Description
			process and stay extension.
11/18/15	RNB	.50	Updating charts re: deemed trust and vacation pay issues.
11/18/15	BFE	.20	Emails re: Notice of Dispute.
11/19/15	RNB	.50	Reviewing legislation re: vacation pay deemed trusts and director and officer liability.
11/20/15	RNB	3.90	Reviewing D&O claims procedure order; reviewing and revising affidavit re: D&O claims procedure order; discussions with B. Empey re: same; telephone conversation with S. Pavic re: same.
11/20/15	BFE	1.50	Reviewing and commenting on draft Order and affidavit, meeting with R. Baulke, emails with A&M and Osler re: same.
11/22/15	BFE	.50	Emails with Osler re: comments on an addition to the affidavit.
11/23/15	RNB	3.60	Preparing materials re: service of Seventh Report; reviewing and revising affidavit re: D&O claims process; reviewing and revising Seventh Report of the Monitor; telephone conversations with S. Pavic re: D&O claims motion.
11/23/15	BFE	1.80	Reviewing and commenting on draft notice of motion; emails and telephone conference with S. Pavic re: affidavit; reviewing and commenting on draft 7th Report.
11/24/15	RNB	2.70	Preparing service materials; reviewing and revising Seventh Report of the Monitor; teleconference with Alvarez & Marsal re: D&O claims procedure; telephone conversation with M. Mackenzie re: vacation pay issues.
11/24/15	BFE	1.60	Further review, comment and discussion of draft Seventh Report, including meetings with R. Baulke, J. Walker and M. Mackenzie.
11/25/15	RNB	1.70	Preparing materials for service; reviewing and revising Monitor's report; serving Monitor's Report.
11/25/15	BFE	.60	Reviewing comments from Osler and drafting edits to Seventh Report; meeting with R. Baulke re: service of Report.
11/26/15	RNB	.30	Reviewing human rights tribunal complaint.
11/27/15	RNB	1.00	Preparing materials for D&O claims process and stay extension hearing; telephone conversation with S. Pavic re: same.
11/30/15	RNB	4.10	Reviewing deemed trust and vacation pay matters; attending hearing re: approval of D&O claims process and stay extension; telephone conversation

# Goodmans<sup>LLP</sup>

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Invoice #656665 -- page 4

Date TKID Hours Description

with D. Wong re: employment matters.

TKID	NAME	HOURS	RATE	TOTAL
<b>OUR FEE</b>				<b>\$27,869.00</b>
BFE	Empey, Brian F.	14.00 hrs	\$850.00	\$11,900.00
JMC	Conforti, Joe	0.90 hrs	\$880.00	\$792.00
RNB	Baulke, Ryan	38.20 hrs	\$395.00	\$15,089.00
DA	Clerk, Litigation	1.10 hrs	\$80.00	\$88.00
				<b>\$27,869.00</b>

## DISBURSEMENTS

Copies	41.25
Conference Calls	7.47
Delivery - Courier	83.66
Computer Searches - Westlaw Carswell	18.50

**TOTAL DISBURSEMENTS** **\$150.88**

TOTAL FEES ON THIS INVOICE	\$27,869.00
HST ON FEES	3,622.97
NON TAXABLE DISBURSEMENTS	0.00
TAXABLE DISBURSEMENTS	150.88
TOTAL DISBURSEMENTS ON THIS INVOICE	\$150.88
HST ON TAXABLE DISBURSEMENT	19.61
<b>TOTAL THIS INVOICE (CANADIAN DOLLARS)</b>	<b>\$31,662.46</b>

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Invoice #656665 -- page 5

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TRUST FUNDS

\$50,000.00

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THIS IS OUR ACCOUNT HEREIN  
GOODMANS LLP

E. & O. L.  
RJC /



This invoice may not reflect all time and disbursements incurred on this matter to date. It is payable upon receipt and in accordance with Section 33 of the *Solicitors Act* (Ontario), interest will be charged at the rate of 1.30% per annum on unpaid fees, charges or disbursements calculated one month from the date this invoice is delivered.

This is Exhibit "J" referred to in the  
affidavit of Brian F. Empey  
sworn before me, this 18<sup>th</sup>  
day of May, 2016.

  
\_\_\_\_\_  
A Commissioner for Taking Affidavits

**Goodmans** LLP

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February 16, 2016

Alvarez & Marsal Canada ULC  
2900 South Tower, Royal Bank Plaza  
200 Bay Street  
PO Box 22  
Toronto, ON  
Canada M5J 2J1

ATTENTION: John Walker, Adam Zalev

OUR FILE NO. AAMC 150911  
OUR INVOICE NO. 660314  
GST/HST REGISTRATION NO. R119422962

Re: Project Pink

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TO OUR PROFESSIONAL SERVICES RENDERED IN CONNECTION WITH THE ABOVE NOTED  
MATTER INCLUDING THE FOLLOWING:

Date	TKID	Hours	Description
11/30/15	BFE	2.30	Preparing for and attending at hearing of Cormark's motion for extension of the stay and approval of D&O Claims Process; dealing with Company's request to purchase tail insurance policy, including telephone conference with J. Walker, M. MacKenzie and R. Baulke; email to J. Grieve re: BC HRC complaint; reviewing update from R. Baulke re: analysis of deemed trusts.
12/01/15	RNB	.30	Updating charts re: deemed trusts and director liability for termination pay and vacation pay.
12/02/15	RNB	.90	Teleconference with Oslers and Alvarez & Marsal re: D&O insurance tail; corresponding with M. Mackenzie re: employment issues.
12/02/15	BFE	.70	Telephone conference with Osler, A&M and R. Baulke re: D&O insurance; emails re: B.C. HR Commission.
12/04/15	BFE	.20	Emails re: Monday mailing.
12/07/15	RNB	.90	Reviewing schedule of employee vacation pay amounts; corresponding with Alvarez & Marsal re: same.
12/07/15	BFE	.20	Reviewing various emails re: vacation pay calculations and instructing R. Baulke re: response.
12/09/15	BFE	.40	Telephone conference with J. Walker re: Working Capital discussions; email



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Invoice #660314 -- page 2

Date	TKID	Hours	Description
			to Osler re: update on Working Capital Adjustment; further email to Osler re: question about tail insurance.
12/11/15	RNB	.40	Various emails with J. Walker re: deemed trust and vacation pay issues.
12/11/15	BFE	.20	Various emails between Alvarez & Marsal and Goodmans re: employee Claim.
12/14/15	RNB	1.60	Telephone conversation with M. Mackenzie re: employee issues; teleconference with A&M re: various restructuring matters; drafting acknowledgement re: working capital statement.
12/14/15	BFE	1.50	Discussing vacation pay and termination pay charts with R. Baulke; telephone conference with J. Walker, M. MacKenzie and R. Baulke re: Working Capital, vacation pay and termination pay; meeting with R. Baulke re: instructions for drafting emails to Osler and for drafting Acknowledgement re: Working Capital Statement; reviewing and revising draft Acknowledgement.
12/15/15	RNB	.70	Reviewing and revising working capital acknowledgement and agreement.
12/15/15	BFE	.20	Email to Alvarez & Marsal enclosing draft Acknowledgement, explaining same and proposing next steps.
12/16/15	BFE	.80	Telephone conferences with J. Belcher re: more time required for Salus sign-off, further updates; drafting and issuing email to counsel requesting 24 hour extension for Working Capital Statement.
12/17/15	BFE	1.00	Telephone conference and email updates from J. Belcher; reviewing and providing instructions to R. Baulke re: Acknowledgment; co-ordinating circulation and execution of Acknowledgment; drafting and issuing confirmation for Fasken re: payment.
12/18/15	BFE	.30	Emails with A&M following up on payment to Purchaser; telephone conference with J. Walker re: next steps.
12/22/15	RNB	.20	Corresponding with Oslers re: vacation pay issues.
01/06/16	RNB	.50	Reviewing summary of potential D&O claims.
01/06/16	BFE	1.00	Reviewing material from A&M re: Proof of Claim and other employee claims.
01/07/16	RNB	.70	Discussions with B. Empey re: D&O claims process; teleconference with B. Empey and M. Mackenzie re: same.

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Invoice #6603 14 -- page 3

Date	TKID	Hours	Description
01/07/16	BFE	.70	Preparing for and participating in call with M. Mackenzie and R. Baulke re: D&O claim and employee claim; follow-up emails.
01/08/16	BFE	.20	Email to Osler re: one D&O proof of claim received.
01/13/16	BFE	.20	Telephone conference with J. Wadden re: disallowance and next steps towards winding-down the proceedings.
01/15/16	RNB	.90	Reviewing and revising notice of disallowance re: D&O claim.
01/15/16	BFE	.40	Reviewing draft Notice of Disallowance; emails re: Court dates for stay extension, etc.
01/18/16	RNB	1.80	Teleconference with Alvarez & Marsal re: Comark update and next steps; drafting summary e-mail re: employee claims.
01/18/16	BFE	.90	Reviewing list and telephone conference with J. Wadden, M. MacKenzie, R. Baulke re: remaining matters and next steps; reviewing comments from S. Pavic on [REDACTED] Disallowance.
01/19/16	RNB	.40	Drafting summary overview of other employee claims.
01/19/16	BFE	.40	Reviewing and commenting on draft correspondence to Osler re: other employee claims; emails re: scheduling extension motion.
01/22/16	RNB	1.90	Reviewing D&O claims received; reviewing and revising notices of disallowance.
01/22/16	BFE	.50	Reviewing summaries of proofs of claim, discussing with R. Baulke; emails with J. Wadden re: next steps.
01/26/16	RNB	1.10	Discussions with M. Mackenzie re: D&O claims process and notices of disallowance; drafting e-mail to Oslers re: same.
01/26/16	BFE	.30	Reviewing and commenting on draft email to Osler reporting on claims received, discussing same with R. Baulke.
01/28/16	BFE	.20	Telephone conference with R. Baulke re: following up on insurance policy extension.

OUR FEE

\$15,568.50



# Goodmans <sup>LLP</sup>

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Invoice #660314 -- page 4

TKID	NAME	HOURS	RATE	TOTAL
BFE	Empey, Brian F.	12.60 hrs	\$850.00	\$10,710.00
RNB	Baulke, Ryan	12.30 hrs	\$395.00	\$4,858.50
				\$15,568.50

**DISBURSEMENTS**

Copies	30.00
Conference Calls	33.96
Delivery - Courier	10.28
Computer Searches - Westlaw Carswell	19.00

**TOTAL DISBURSEMENTS****\$93.24**


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TOTAL FEES ON THIS INVOICE		\$15,568.50
HST ON FEES		2,023.91
NON TAXABLE DISBURSEMENTS	0.00	
TAXABLE DISBURSEMENTS	93.24	
TOTAL DISBURSEMENTS ON THIS INVOICE		\$93.24
HST ON TAXABLE DISBURSEMENT		12.12
<b>TOTAL THIS INVOICE (CANADIAN DOLLARS)</b>		<b>\$17,697.77</b>

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TRUST FUNDS		\$50,000.00
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# Goodmans<sup>LLP</sup>

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Invoice #6603 14 -- page 5

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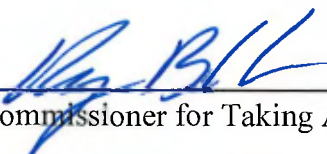
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GOODMANS LLP

E. & O. L.  
RJC /



This invoice may not reflect all time and disbursements incurred on this matter to date. It is payable upon receipt and in accordance with Section 33 of the *Solicitors Act* (Ontario), interest will be charged at the rate of 1.30% per annum on unpaid fees, charges or disbursements calculated one month from the date this invoice is delivered.

This is Exhibit "K" referred to in the  
affidavit of Brian F. Empey  
sworn before me, this 18<sup>th</sup>  
day of May, 2016.

  
A Commissioner for Taking Affidavits



Barristers &amp; Solicitors

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March 31, 2016

Alvarez & Marsal Canada ULC  
2900 South Tower, Royal Bank Plaza  
200 Bay Street  
PO Box 22  
Toronto, ON  
Canada M5J 2J1

ATTENTION: John Walker, Adam Zalev

OUR FILE NO. AAMC 150911

OUR INVOICE NO. 663113

GST/HST REGISTRATION NO. R119422962

Re: Project Pink

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TO OUR PROFESSIONAL SERVICES RENDERED IN CONNECTION WITH THE ABOVE NOTED  
MATTER INCLUDING THE FOLLOWING:

Date	TKID	Hours	Description
02/02/16	RNB	.10	Telephone conversation with M. Mackenzie re: stay extension and other restructuring matters.
02/02/16	BFE	.20	Emails and voicemail with R. Baulke re: status of various items.
02/03/16	RNB	.50	Discussions with B. Empey re: stay extension motion and monitor's report.
02/03/16	BFE	.20	Meeting with R. Baulke to discuss contents of next Report.
02/04/16	RNB	.90	Teleconference with S. Pavic and M. Mackenzie re: stay extension and related matters.
02/04/16	BFE	.20	Meeting with R. Baulke re: his update on planning call, discussing length of extension of stay.
02/05/16	RNB	.70	Telephone conversation with M. Mackenzie re: D&O claims matters; discussions with B. Empey re: reduction of D&O and administrative charge.
02/05/16	BFE	.20	Discussing Admin and D&O charges with R. Baulke.
02/08/16	RNB	2.30	Reviewing case law re: [REDACTED] director and officer liability; drafting notice of disallowance re: [REDACTED] director and officer claim.
02/08/16	BFE	.50	Reviewing summary of law re: [REDACTED] claim, providing direction to R. Baulke re: Disallowance; telephone conference with J. Walker re:

Invoice #663113 -- page 2

Date	TKID	Hours	Description
			communication with secured lender.
02/09/16	RNB	.10	Discussions with M. Mackenzie re: notice of disallowance.
02/11/16	RNB	.70	Telephone conversation with M. Mackenzie re: Monitor's report; various emails with S. Pavic and M. Mackenzie re: motion materials.
02/12/16	RNB	.60	Telephone conversation with M. Mackenzie re: Comark matters; reviewing stay extension affidavit.
02/12/16	BFE	.40	Emails with R. Baulke re: initial comments on affidavit.
02/14/16	RNB	3.10	Reviewing and revising Comark stay extension materials.
02/14/16	BFE	1.50	Reviewing and commenting on draft Notice of Motion and affidavit, emails with R. Baulke discussing same.
02/15/16	RNB	.90	Various emails re: stay extension motion materials.
02/15/16	BFE	.80	Emails with M. MacKenzie, J. Walker and R. Baulke re: setting reserve, distribution amount, reduced Admin Charge, etc.; reviewing and commenting on draft Order.
02/16/16	RNB	4.00	Reviewing and revising Monitor's report; discussions with B. Empey re: same; various e-mails with S. Pavic re: motion materials; discussions with M. Mackenzie re: same.
02/16/16	BFE	.50	Reviewing and commenting on draft changes to Order; emails with R. Baulke re: Admin Charge, etc.
02/17/16	RNB	2.20	Reviewing and revising monitor's report; discussions with B. Empey re: same; discussions with M. Mackenzie re: same.
02/17/16	BFE	1.20	Reviewing Motion Record; reviewing and commenting on draft 8th Report and discussing comments with R. Baulke; discussing further comments from Osler and A&M with R. Baulke.
02/18/16	RNB	.90	Preparing materials re: service of Monitor's report.
02/19/16	RNB	.40	Telephone conversation with M. Mackenzie re: ministry of labour inquiry.
02/22/16	RNB	.80	Reviewing motion materials re: stay extension order; reviewing e-mail to ministry of labour re: employee claims; discussions with M. Mackenzie re: same; reviewing notice of dispute re: employee claim.
02/22/16	BFE	1.50	Reviewing Notice of Dispute and discussing with R. Baulke; various emails

# Goodmans <sup>LLP</sup>

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Invoice #663113 -- page 3

Date	TKID	Hours	Description
			re: dispute periods and re: quantum of D&O reserve; reviewing Motion Record and Report.
02/23/16	RNB	3.10	Attending hearing re: stay extension and distribution order; drafting letter to D&O claimant re: notice of dispute; filing various materials.
02/23/16	BFE	2.00	Preparing for and attending at Court hearing for extension motion; discussing [REDACTED] dispute with J. Wadden and S. Pavic and R. Baulke; editing draft letter to [REDACTED] lawyers.
02/24/16	RNB	1.30	Drafting letter re: D&O claims; telephone conversation with the office of the Accountant of the Superior Court of Justice; telephone conversation with M. Mackenzie re: payment of funds into court.
02/24/16	BFE	.20	Meeting with R. Baulke re: further comments on letter re: [REDACTED] dispute.
02/25/16	RNB	.10	Preparing letter to [REDACTED].
03/03/16	RNB	.20	Telephone conversation with M. Mackenzie re: claims process.
03/15/16	RNB	.20	Drafting e-mail to M. Mackenzie re: outstanding matters; reviewing Monitor's report re: same.
03/24/16	BFE	.20	Email correspondence confirming next motion date.

**OUR FEE**

\$18,657.50

TKID	NAME	HOURS	RATE	TOTAL
BFE	Empey, Brian F.	9.60 hrs	\$875.00	\$8,400.00
RNB	Baulke, Ryan	23.10 hrs	\$440.00	\$10,164.00
DA	Clerk, Litigation	1.10 hrs	\$85.00	\$93.50
				\$18,657.50

**DISBURSEMENTS**

Copies	101.25
Conference Calls	5.72
Delivery - Courier	74.28

**TOTAL DISBURSEMENTS**

\$181.25

# Goodmans<sup>LLP</sup>

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Invoice #663113 -- page 4

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TOTAL FEES ON THIS INVOICE	\$18,657.50
HST ON FEES	2,425.48
NON TAXABLE DISBURSEMENTS	0.00
TAXABLE DISBURSEMENTS	181.25
TOTAL DISBURSEMENTS ON THIS INVOICE	\$181.25
HST ON TAXABLE DISBURSEMENT	23.56
<b>TOTAL THIS INVOICE (CANADIAN DOLLARS)</b>	<b>\$21,287.79</b>

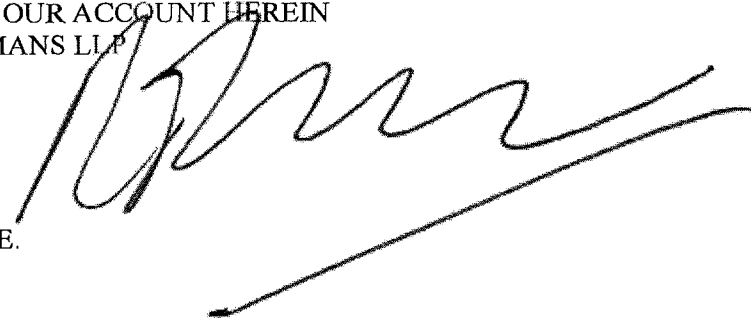
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TRUST FUNDS	\$50,000.00
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 GOODMAN'S LLP

E. & O. E.  
 RJC /



This invoice may not reflect all time and disbursements incurred on this matter to date. It is payable upon receipt and in accordance with Section 33 of the *Solicitors Act* (Ontario), interest will be charged at the rate of 1.30% per annum on unpaid fees, charges or disbursements calculated one month from the date this invoice is delivered.

This is Exhibit "L" referred to in the  
affidavit of Brian F. Empey  
sworn before me, this 18<sup>th</sup>  
day of May, 2016.

  
\_\_\_\_\_  
A Commissioner for Taking Affidavits



Goodmans LLP  
 Billing Summary  
 File No. 150911 RE: Project Pink  
 As of May 18, 2016

Billing History						
Invoice	Date	Fees	Cost	Tax	Total	
643390	4/8/2015	\$ 94,561.50	\$ 799.62	\$ 12,396.95	\$ 107,758.07	
645043	4/30/2015	\$ 42,901.50	\$ 415.18	\$ 5,631.17	\$ 48,947.85	
647070	6/15/2015	\$ 78,725.50	\$ 512.67	\$ 10,300.97	\$ 89,539.14	
648400	7/9/2015	\$ 33,415.50	\$ 264.18	\$ 4,378.36	\$ 38,058.04	
650217	8/12/2015	\$ 70,709.50	\$ 480.06	\$ 9,254.65	\$ 80,444.21	
650977	8/25/2015	\$ 95,862.50	\$ 1,896.31	\$ 12,708.65	\$ 110,467.46	
653003	9/30/2015	\$ 2,013.00	\$ 101.87	\$ 274.93	\$ 2,389.80	
654953	10/31/2015	\$ 24,507.00	\$ 93.75	\$ 3,198.10	\$ 27,798.85	
656665	11/30/2015	\$ 27,869.00	\$ 150.88	\$ 3,642.58	\$ 31,662.46	
660314	2/16/2016	\$ 15,568.50	\$ 93.24	\$ 2,036.03	\$ 17,697.77	
663113	3/31/2016	\$ 18,657.50	\$ 181.25	\$ 2,449.04	\$ 21,287.79	
<b>Total</b>		<b>\$ 504,791.00</b>	<b>\$ 4,989.01</b>	<b>\$ 66,271.43</b>	<b>\$ 576,051.44</b>	

Timekeeper	Description	Rank	Bill Hours	Bill Amount	Avg. Bill Rate
ATR	Amalia Berg	Partner (IP)	0.20	\$ 155.00	\$ 775.00
BFE	Brian F. Empey	Partner (Restructuring)	332.70	\$ 282,865.00	\$ 850.21
JMC	Joe Conforti	Partner (Employment)	26.60	\$ 23,408.00	\$ 880.00
RJC	Robert Chadwick	Partner (Restructuring)	7.20	\$ 7,020.00	\$ 975.00
RRH	Ronnie Hoffer	TradeMark Agent	1.00	\$ 620.00	\$ 620.00
DDC	Dan Dedic	Associate (Corporate)	29.30	\$ 16,408.00	\$ 560.00
JRM	Jaro Mazzola	Associate (Litigation)	4.70	\$ 2,420.50	\$ 515.00
RNB	Ryan Baulke	Associate (Restructuring)	413.30	\$ 164,293.00	\$ 397.52
HEW	Heather Wilson	Law Clerk	5.40	\$ 2,349.00	\$ 435.00
DVC	David Cohen	Articling Student	7.30	\$ 2,117.00	\$ 290.00
MRT	Melanie Thomas	Articling Student	5.20	\$ 1,508.00	\$ 290.00
TAK	Theresa Kennedy	Articling Student	4.50	\$ 1,102.00	\$ 244.89
DA	Litigation Clerk	No Rank	6.50	\$ 525.50	\$ 80.85
<b>TOTAL</b>			<b>843.90</b>	<b>\$ 504,791.00</b>	
<b>AVERAGE BILLING RATE</b>					<b>\$ 598.16</b>

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C 36, AS  
AMENDED,  
AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF COMARK INC.

Court File No.: CV15-10920-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)**

Proceeding commenced at Toronto

**AFFIDAVIT OF BRIAN F. EMPEY  
(sworn May 18, 2016)**

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Lawyers for the Monitor

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**MOTION RECORD OF THE MONITOR  
(Approval of Accounts of the Monitor and its Legal  
Counsel)  
(Returnable May 31, 2016)**

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