

Court File No. CV-23-00693758-00CL

**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 THE COMPROMISE OR ARRANGEMENT OF ORIGINAL
TRADERS ENERGY LTD. and 2496750 ONTARIO INC.

Applicants

**AIDE-MEMOIRE OF THE MONITOR
(April 8, 2024 Chambers Attendance)**

April 5, 2024

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AIDE MEMOIRE OF THE MONITOR

1. KPMG Inc., in its capacity as the Monitor of the OTE Group in its proceedings under the CCAA (the “**CCAA Proceedings**”), files this Aide Memoire in respect of an issue that has arisen regarding the scope of the Mareva Order granted by this Court on January 16, 2024 (the “**Mareva Order**”). While there is no need to amend the January 16, 2024 Order itself in this regard, the Monitor respectfully requests that this Court provide an endorsement containing the direction set out in “Part B” herein in respect of this issue, or similar language to that effect.

A. Background

2. In summary, recognizing that the language of the Order itself governs, the Mareva Order provides for an injunction against Glenn Page and 2658658 Ontario Inc. (“**265**”, and collectively with Mr. Page, the “**Injunction Parties**”) and their servants, employees, agents, assigns, officers, directors, and any other person or entity acting on their behalf or at their direction. Pursuant to that injunction, all parties with notice of the Mareva Order are restrained from directly or indirectly:

- (a) selling, removing, dissipating, alienating, transferring, assigning, encumbering or similarly dealing with any assets of the Injunction Parties;
- (b) instructing, requesting, counselling, demanding, or encouraging any other person to do so; and
- (c) facilitating, assisting in, aiding, abetting, or participating in any acts the effect of which is to do so.

3. Paragraph 3 of the Mareva Order provides further direction on its scope. A copy of the Mareva Order is attached as **Schedule “A”**.

4. As is standard practice, and consistent with paragraph 10 of the Order, on or about March 6, 2024, shortly after the formal January 16 Mareva Order had been issued by this Court, the Monitor contacted various banks by mail to provide a copy of the Mareva Order and to request, among other things, that each bank: (i) provide any account numbers and relevant branch addresses for accounts the Injunction Parties hold at that bank; (ii) confirm that such accounts are frozen pursuant to the Mareva Order; and (iii) provide any and all records concerning those accounts. In its correspondence with the banks, the Monitor did not request the freezing of accounts that do not belong to the Injunction Parties.

5. On March 13, 2024, the Monitor became aware of a press release of the same date (the “**March 13 Press Release**”) apparently issued by Gen7 Fuel. The Monitor understands that, through various entities (the “**Gen7 Entities**” or “**Gen7**”), the Gen7 Entities operate certain gas stations in Ontario that were customers of the OTE Group. The corporate organizational charts reviewed by the Monitor in the OTE Group’s books and records identify the following Gen7 Entities:

- (a) the following limited partnerships:
 - (i) Gen7 Brands LP;
 - (ii) Oneida Gen7 LP;
 - (iii) Melbourne Gen7 LP;
 - (iv) Curve Lake Gen7 LP;
 - (v) Jocko Point Gen7 LP;

- (vi) Roseneath Gen7 LP;
 - (vii) Sarnia East Gen7 LP;
 - (viii) Walpole Gen7 LP; and
- (b) the following general partners:
- (i) Oneida Gas Ltd.;
 - (ii) Alderville Gas Ltd.; and
 - (iii) Sarnia Gas Ltd.¹

6. Through its review of corporate organizational charts in the OTE Group's books and records, the Monitor understands that the *general partners* of each of the Gen7 Entities listed above are (or at least were) solely owned by Mandy Cox, and that Mr. Page, through intermediate holding companies, has minority partnership interests in several of the limited partner Gen7 Entities.

7. In an email on March 26, 2024, Jessica Orkin, counsel to Mandy Cox and certain of the Gen7 Entities, advised that Rankin Gen7 LP and Couchiching Gen7 LP are also limited partnership Gen7 Entities. Although not identified on the organizational charts reviewed by the Monitor, the Monitor understands from Ms. Orkin that entities referred to as "Gen7 Fuel LP" and "French River Gen7 LP" are also Gen7 Entities.² Ms. Orkin also noted that Gen7 Brands LP and Melbourne Gen7 LP do not have bank accounts.

¹ For avoidance of doubt, references to the Gen7 Entities herein do not include references to Gen7 Brands International Inc., a St. Lucia company that is directly and wholly-owned by Mr. Page and Ms. Cox.

² Ms. Orkin also indicated that she does not represent Gen7 Fuel LP.

8. The Monitor is not aware of precisely which Gen7 Entity, if any, “Gen7 Fuel” refers to, but believes it likely refers to Gen7 Fuel LP.

9. Counsel to Mr. Page and 265 and counsel to Ms. Cox have separately advised that Mr. Page and 265 have no direct unitholder ownership interest in the following limited partnership entities:

- (i) Oneida Gen7 LP;
- (ii) Curve Lake Gen7 LP;
- (iii) Jocko Point Gen7 LP;
- (iv) Roseneath Gen7 LP;
- (v) Sarnia East Gen7 LP;
- (vi) Walpole Gen7 LP;
- (vii) Rankin Gen7 LP;
- (viii) Couchiching Gen7 LP;
- (ix) Gen7 Fuel LP; and
- (x) French River Gen7 LP.

10. In the March 13 Press Release, Gen7 Fuel falsely alleged that KPMG, in its capacity as Monitor, engaged “in a deliberate campaign to influence its [Gen7 Fuel’s] banking partners to close at its accounts and freeze assets”. The March 13 Press Release quoted Mat McLeod, who

was identified as the president of Gen7 Fuel. The Monitor had not received any indication from Mr. McLeod, Gen7 Fuel, any Gen7 Entity, or any bank prior to the March 13 Press Release that the accounts of any of the Gen7 Entities had been frozen. As noted above, the Monitor did not seek the freezing of any bank accounts or assets owned by any Gen7 Entity pursuant to the Mareva Order, nor did it tell any of the banks that the Mareva Order froze the accounts of any Gen7 Entities. The March 13 Press Release is attached hereto as **Schedule “B”**.

11. On March 14, 2024, the Monitor issued letters (the “**March 14 Letters**”) to all banks that had received the Monitor’s initial communication regarding the Mareva Order, including the Bank of Montreal (“**BMO**”), which the Monitor understands was responsible for the relevant accounts of some or all of the Gen7 Entities. Among other things, the Monitor reiterated that Gen 7 bank accounts were not caught by the Mareva Order, and referenced the March 13 Press Release. The Monitor clearly reiterated that, in the event the Gen7 accounts had been mistakenly frozen in connection with the Mareva Order, that Order did not require a freezing of assets or accounts belonging to Gen7 Fuel or other similarly placed parties.

12. On March 21, 2024, counsel to the Monitor received a letter from BMO (the “**March 21 Letter**”). Notwithstanding the Monitor’s request in the March 14 Letter, BMO stated:

Mr. Page is an owner of 2700287 Ontario Inc. and 2700287 Ontario Inc. is an owner of Gen7 Fuel. On this basis the Gen7 Fuel Account remains frozen. Should the parties wish to amend the Mareva, we will require clarification by way of an order of the court.

13. Promptly following receipt of this letter, on March 21, 2024, counsel to the Monitor sent an email to BMO reattaching the March 14 Letters and reiterating that the Mareva Order does not require the freezing of assets or accounts belonging to Gen7 Fuel or other similarly placed parties.

14. On March 22, 2024, another press release was issued, again purportedly by Gen7 Fuel (the “**March 22 Press Release**”). The March 22 Press Release contained further baseless and incorrect allegations against the Monitor and its counsel. Among other things, Gen7 Fuel claimed that Bennett Jones LLP, in its capacity as the Monitor’s counsel, had delivered a letter to the BMO branch on March 18 freezing Gen7 Fuels’ account, and asserted that KPMG was abusing its role as Monitor. No such letter was issued by the Monitor, and the Monitor is unaware of what gave Gen7 Fuel this impression. As noted above, the Monitor has never requested the freezing of any Gen7 accounts, and in fact had informed BMO that the Mareva Order did not freeze Gen7 accounts. The Monitor and its counsel had received no communication whatsoever from Gen7 or its counsel prior to the issuance of the March 22 Press Release. The March 22 Press Release is attached hereto as **Schedule “C”**.

15. Following the March 22 Press Release, on or about March 22, 2024 (the “**March 22 Letter**”), the Monitor sent a letter to Gen7 Fuel in which the Monitor made clear that the Monitor never told any bank or other person to refuse to do business with Gen7 Fuel or freeze any accounts or assets belonging to Gen7 Fuel. As noted by the Monitor in that letter, the Monitor takes its duties to the Court and all creditors and stakeholders involved in these CCAA proceedings very seriously, including the First Nations communities and businesses impacted by the OTE Group’s CCAA proceedings. Moreover, the Monitor also noted that the press releases raised incorrect and unfounded allegations against the Monitor that could harm the reputation of the Monitor. The Monitor asked that Gen7 Fuel immediately cease and desist from making any such further allegations, and invited Gen7 Fuel to review the Monitor’s website to inform itself of the actual facts and Orders issued by this Court in the CCAA Proceedings and contact the

Monitor if it required further clarification or had any questions. A copy of the March 22 Letter is attached as **Schedule “D”**.

16. The Monitor had planned to seek this Court’s direction regarding the scope of the Mareva Order at a hearing that had been scheduled to deal with separate matters in the OTE Group’s proceedings under the CCAA on March 27, 2024. However, on the evening of March 26, 2024, counsel to the Monitor was contacted by counsel to Randy Smoke. Mr. Smoke’s counsel stated that Mr. Smoke “was involved with Glen Page in one of the Gen 7 operations in Roseneath, Ontario” and that Mr. Smoke had “severed ties with Glen Page et al as a result of alleged fraudulent transactions and financial mismanagement including banking irregularities at BMO, specifically dealing with the Roseneath Gen7 operation”. He also stated that “Mr. Smoke attended BMO and froze the Gen 7 accounts with the assistance of BMO”. Given this recent information, the Monitor informed the Court of this recent development at the hearing and informed the Court that it would return for further directions after having an opportunity to inquire and obtain further information.

17. The Monitor’s counsel spoke to counsel for Mr. Smoke on April 4, 2024 to further discuss the issues raised just prior to the March 27 hearing. While it is the Monitor’s understanding as noted above that Mr. Page, through holding companies, has minority partnership interests in the limited partner Gen7 Entities, the Monitor does not have sufficient evidence at this time to establish that the Mareva Order should extend to the bank accounts or other assets owned by any of the Gen7 Entities and the Monitor is cognizant that extension of the Mareva Order to the Gen7 Entities’ bank accounts could interfere with the business activities of the Gen7 Entities.

18. The Monitor only received direct communication from Gen7 Fuel on March 28, 2024, when it received a letter from M McLeod (the “**March 28 Letter**”). The March 28 Letter continued to blame the Monitor for the freezing of the Gen7 Fuel accounts. It also stated that “KPMG provided our legal counsel with a notice that, as the Monitor, it was adding to the order to be presented to Justice Kimmel to release Gen7 Fuel and its entities”. The March 28 Letter is attached as **Schedule “E”**.

19. The Monitor responded by email on March 28, 2024 to request that Gen7 Fuel refrain from issuing further incorrect press releases, and to inquire as to the identity of counsel for Gen7 Fuel to try and resolve this matter as between counsel for Gen7 Fuel and the Monitor. Gen7 Fuel responded by another letter dated April 1, 2024 (the “**April 1 Letter**”). The April 1 Letter continued to accuse the Monitor of harassment, and did not provide the identity of Gen7 Fuel’s counsel, simply stating that Bennett Jones LLP already has the name and contact information of Gen7 Fuel’s legal counsel. The April 1 Letter is attached hereto as **Schedule “F”**.

20. After the March 27, 2024 case conference, the Monitor’s counsel emailed counsel for Mr. Page and Ms. Cox as well to ask if they knew who Gen7 Fuel’s counsel was but did not receive any response other than an email from Mr. Page’s counsel on April 1 stating, “[w]e understand that Gen 7 Fuel is retaining counsel who will be in touch with you this week”.

21. On April 4, the Monitor’s counsel called Hussein Kudrati, who BMO identified in its March 21, 2024 letter as counsel to Gen7 Fuel. Mr. Kudrati advised that he represented Gen7 Fuel on certain corporate-commercial matters but did not represent Gen7 Fuel in any court appearances or litigation matters. The Monitor’s counsel then emailed Mr. Kudrati to advise Gen7 Fuel of the case conference scheduled on April 8 and asked that Mr. Kudrati inform Gen7

Fuel and confirm the identity of Gen7 Fuel's counsel for the April 8 court appearance. Mr. Kudrati replied that Gen7 Fuel had retained Matthew Gottlieb as its counsel. Upon being advised of this, the Monitor's counsel informed Mr. Gottlieb of the April 8 case conference.

22. Mr. Swan also sent an email on April 4 to Ted Griffith of The Fixers Communications Group Inc., the agency that had sent the letters from Mr. Mcleod to ask for the identity of Gen7 Fuel's counsel so the Monitor's counsel could speak with them. Mr. Griffith responded later on April 4, 2024 to also advise that Mr. Gottlieb had been retained as counsel to Gen 7 Fuel.

23. Counsel to the Monitor spoke with Mr. Gottlieb on April 5, 2024, who confirmed he is counsel to Gen7 Fuel LP. Mr. Gottlieb, in his capacity as counsel to Gen7 Fuel LP, confirmed that Page and 265 have no direct unitholder interests in Gen7 Fuel LP (which as noted above, had also been confirmed by counsel to Page, 265 and Cox).

B. Requested Relief

24. As indicated above, the Monitor has taken all reasonable steps to try to make that clear to the banks, including sending follow-up correspondence when it learned of this issue. However, given that BMO has indicated that it requires direction from the Court to unfreeze the relevant accounts, the Monitor respectfully requests that this Court include the following language in an endorsement for clarification:

For greater clarity, the Mareva Order dated January 16, 2024 does not apply to the assets and bank and other accounts of the following entities and that no financial institution or other person shall freeze or enjoin the use of the accounts of the following entities based solely upon the Mareva Order dated January 16, 2024:

- (i) Oneida Gen7 LP;
- (ii) Curve Lake Gen7 LP;
- (iii) Jocko Point Gen7 LP;
- (iv) Roseneath Gen7 LP;
- (v) Sarnia East Gen7 LP;
- (vi) Walpole Gen7 LP;
- (vii) Rankin Gen7 LP;
- (viii) Couchiching Gen7 LP;
- (ix) Gen7 Fuel LP; and
- (x) French River Gen7 LP.

IN THE MATTER OF *THE COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, C. C-36, AS AMENDED
AND IN THE MATTER OF THE COMPROMISE OR ARRANGEMENT OF ORIGINAL TRADERS ENERGY LTD. and 2496750 ONTARIO INC.
Court File No. CV-23-00693758-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceeding commenced at Toronto

AIDE-MEMOIRE OF THE MONITOR
(April 8 Chambers Attendance)

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Lawyers for The Monitor, KPMG Inc.

Schedule "A"

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE

TUESDAY, THE 16TH DAY

JUSTICE KIMMEL

)
)
)

OF JANUARY, 2024

B E T W E E N:

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

AND IN THE MATTER OF THE COMPROMISE OR ARRANGEMENT OF ORIGINAL
TRADERS ENERGY LTD. and 2496750 ONTARIO INC.

Applicants

ORDER

NOTICE

If you, the Mareva Respondents, disobey this order you may be held to be in contempt of court and may be imprisoned, fined or have your assets seized. You are entitled to apply on at least twenty-four (24) hours notice to the Monitor (as defined herein), for an order granting you sufficient funds for ordinary living expenses and legal advice and representation.

Any other person who knows of this order and does anything which helps or permits the Mareva Respondents to breach the terms of this Order may also be held to be in contempt of court and may be imprisoned, fined or have their assets seized.

THIS MOTION, made by the Court-appointed Monitor, KPMG Inc., on notice, for an Order in the form of a Mareva injunction restraining Glenn Page, Mandy Cox and 2658658 Ontario Inc. (the "**Mareva Respondents**"), from transferring, moving, or dissipating their assets, as detailed below, and other relief, was heard on December 21, 2023 at the courthouse, 330 University Avenue, 8th floor, Toronto, Ontario.

ON READING the motion materials and written arguments filed by the parties, and on hearing the submissions of counsel for all parties in attendance and represented per the counsel slip.

Service

1. **THIS COURT ORDERS** that the time for service of the motion materials and written arguments by the parties herein is hereby abridged and validated so that this motion was properly returnable on December 21, 2023 and hereby dispenses with further service thereof.

Mareva Injunction

2. **THIS COURT ORDERS** that Glenn Page and 2658658 Ontario Inc. (the “**Injunction Parties**”), and their servants, employees, agents, assigns, officers, directors as well as any other person or entity acting on their behalf or at their direction or, in conjunction with any of them, and any and all persons with notice of this injunction, are restrained from directly or indirectly, by any means whatsoever:

- (a) selling, removing, dissipating, alienating, transferring, assigning, encumbering, or similarly dealing with any assets of the Injunction Parties, including real property, bank accounts, insurance policies, annuities and other assets held by them or by any other person or entity on their behalf, wherever situate, without leave of this Court;
- (b) instructing, requesting, counselling, demanding, or encouraging any other person to do so; and
- (c) facilitating, assisting in, aiding, abetting, or participating in any acts the effect of which is to do so.

3. **THIS COURT ORDERS** that paragraph 2 applies to all of the Injunction Parties’ assets whether or not they are in the possession or control of any of the Injunction Parties and whether they are solely or jointly owned by any other party. For the purpose of this order, the Injunction Parties’ assets include any asset to which any of them may have the power, directly or indirectly, to dispose of or deal with as if it were their own. Each of the Injunction Parties are to be regarded as having such power if a third party holds or controls the assets in accordance with any of their direct or indirect instructions.

Ordinary Living Expenses and Legal Expenses

4. **THIS COURT ORDERS** that the Injunction Parties may apply for an order, on at least twenty-four (24) hours notice to the Monitor, specifying the amount of funds which the Injunction Parties are entitled to spend on ordinary living expenses and legal advice and representation.

Disclosure of Information

5. **THIS COURT ORDERS** that the Injunction Parties each prepare and provide to the Monitor within twenty days of the date of service of this Order, a sworn affidavit or statement

describing the nature, value, and location of each of their assets worldwide, whether in their own names or not and whether solely or jointly owned.

6. **THIS COURT ORDERS** that the Injunction Parties submit to examinations under oath within twenty-five days of the delivery by the Mareva Respondents of the aforementioned sworn statements.

7. **THIS COURT ORDERS** that Cox prepare and provide to the Monitor within twenty days of the date of service of this Order, a statement describing the nature, value, and location of each of her assets worldwide, whether in her own name or not and whether solely or jointly owned, and co-operate with the Monitor if it seeks information or documents from her, including any requested interview by the Monitor.

8. **THIS COURT ORDERS** that if the provision of any of this information is likely to incriminate the Injunction Parties or Cox, they may be entitled to refuse to provide it, but are recommended to take legal advice before refusing to provide the information. Wrongful refusal to provide the information referred to in paragraphs 5, 6 and 7 herein is contempt of court and may render the Injunction Parties and/or Cox liable to be imprisoned, fined, or have their assets seized.

Third Parties

9. **THIS COURT ORDERS** that any financial institution given notice of this Order (the “**Banks**”) forthwith freeze and prevent any removal or transfer of monies or assets of the Injunction Parties that may be held in any account or on credit on behalf of the Injunction Parties, with the Banks, until further Order of the Court.

10. **THIS COURT ORDERS** that the Banks forthwith disclose and deliver up to the Monitor any and all records held by the Banks concerning any of the Injunction Parties’ assets and accounts, including the existence, nature, value and location of any monies or assets or credit, wherever situate, held on behalf of any of the Injunction Parties by the Banks.

Variation, Discharge or Extension of Order

11. **THIS COURT ORDERS** that anyone served with or notified of this Order may apply to the Court at any time to vary or discharge this order, on four (4) days’ notice to the Monitor.

General

12. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, the United States, or any other jurisdiction, to give effect to this Order and to assist the Monitor and its respective agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Monitor and its respective agents in carrying out the terms of this Order.

13. **THIS COURT ORDERS** that the Monitor is authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition and/or enforcement of this Order, the Initial Order dated January 30, 2023, the Amended and Restated Initial Order dated February 9, 2023 and any further orders issued in these proceedings, and for assistance in carrying out the terms and/or intent of all such orders.

14. **THIS COURT ORDERS** that this Order and all of its provisions are effective as of 12:01 a.m. Eastern Standard/Daylight Time on the date of this Order without the need for entry or filing.

Costs

15. **THIS COURT ORDERS** that the Injunction Parties shall pay partial indemnity costs to the Monitor in the all-inclusive amount of \$100,000 (the “**Page Cost Payment**”). The timing of the Page Cost Payment and the source of funds from which the Injunction Parties may make the Page Cost Payment shall be subject to further direction from the Court or agreement between the Monitor and the Injunction Parties. For greater certainty, this aspect of this Order is intended to address the issue of the costs of this motion as between the Injunction Parties and the Monitor, and does not in any way prejudice the Monitor's ability be paid its full fees and costs (including legal costs) from the OTE Group in the ordinary course of this CCAA proceeding or to seek any Court approval in respect thereof.

16. **THIS COURT ORDERS** that the Monitor shall pay partial indemnity costs of this motion to Cox in the all-inclusive amount of \$85,000 forthwith upon receipt of the endorsement of the Court dated February 15, 2024 (“**Cox Cost Payment**”). The Cox Cost Payment shall be paid by the Monitor out of the assets of the OTE estate.



Digitally signed by Jessica Kimmel
Date: 2024.02.28 11:56:00 -05'00'

Kimmel J.

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

AND IN THE MATTER OF THE COMPROMISE OR ARRANGEMENT OF ORIGINAL TRADERS ENERGY LTD. and 2496750 ONTARIO INC.
Applicants
Court File No. CV-23-00693758-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)
PROCEEDING COMMENCED AT
TORONTO

ORDER

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Lawyers for The Monitor, KPMG Inc.

Schedule "B"

Indigenous owned Gen 7 Fuel Retail Chain Harassed by KPMG over unrelated insolvency file

NEWS PROVIDED BY

Gen7 Fuel →

Mar 13, 2024, 06:00 ET

Gen7 Fuels is exploring all legal options to prevent this abuse from KPMG, the court-appointed monitor for another company's unrelated CCAA process.

TORONTO, March 13, 2024 /CNW/ - Gen7 Fuel (Gen7), a retail chain of indigenous owed retail gas stations and convenience stores in Ontario, is claiming that KPMG, the court-appointed monitor over the financial restructuring of one of the company's major fuel suppliers, has engaged in a deliberate campaign to influence its banking partners to close at its accounts and freeze assets.



With local indigenous partners, Gen7 operates in six Ontario First Nations communities (CNW Group/Gen7 Fuel)



Mat Mcleod, President, Gen7 Fuel (CNW Group/Gen7 Fuel)

Indigenous owned Gen 7 Fuel Retail Chain Harassed by KPMG over unrelated insolvency file.

 Post this

In January 2023, the Ontario Superior Court of Justice named KPMG to manage the restructuring of Original Traders Energy Ltd.'s (OTE) multi-million-dollar debt through the Canadian Corporate Creditors Arrangement Act (CCAA) process. Prior to the restructuring



process, Gen7 was OTE's largest single customer purchasing often five million litres or more of gasoline products a week.

"Each time KPMG has told one of our banking partners to refuse our business, the banks have followed the court-monitor's advice, said Mat Mcleod, President, Gen7 Fuel. "However, once we've been able to meet with our banking partners and explain that we have no relationship to the OTE and its CCAA process, the banks have resumed their relationships with us, at least temporarily. Our reputation has been harmed and the continued attacks on our banking arrangements has impaired our ability to manage the millions of dollars a day in fuel and convenience store transactions."

Gen7 has six locations in Ontario, each majority owned by First Nations community members. By combining their resources, they are able to purchase quality fuel at reasonable prices and compete with large oil brands.

In the summer of 2022, OTE had canceled all contracts with Gen7, without notice, leaving the retail chain to find alternative fuel supply.

Mcleod said, "We have no role in OTE's CCAA process. We are not a creditor nor owe the company any money. As a customer, we stopped doing business with OTE in 2022. Soon after that relationship ended, OTE filed for creditor protection."

Since that time, Gen7 Fuels has not had any business relationship with OTE.

Mcleod said, "We are reviewing our legal options to prevent any further harassment and potential interruption of our business. KPMG is not only harming us, it is also threatening the financial welfare of our employees, suppliers, and the Indigenous communities we serve.

About Gen7 Fuels

Gen7 develops long term viable businesses by assisting First Nation individuals in the start-up and day-to-day operations of retail fuel stations and variety stores. It supports 100 percent Indigenous owned stations in Aamjiwnaang First Nation (Sarnia), Bkejwanong First Nation (Walpole Island) Curve Lake First Nations (Kawarthas), Nipissing First Nation (North Bay),



Batchewana First Nation (Sault Ste Marie), and Couchiching First Nation (Fort Frances).
President Mat Mcleod is the majority owner and member of Nipissing First Nation

SOURCE Gen7 Fuel

For further information: Ted Griffith, The Fixers Communications Group Inc.,
ted@thefixersgroup.com, 416.518.8306

Schedule "C"

Despite denials, KPMG continues to tell bankers to freeze Gen7 Fuel accounts

NEWS PROVIDED BY


Gen7 Fuel →

Mar 22, 2024, 06:00 ET

Accounting firm's lawyers, Bennett Jones LLP, issues letter to BMO's North Bay branch, placing over 100 indigenous jobs at risk.

TORONTO, March 22, 2024 /CNW/ - The Gen7 Fuel bank account at BMO's North Bay branch has been frozen after KPMG's lawyers at Bennett Jones LLP presented a letter demanding the action. The letter was issued to the bank as part of KPMG's court-appointed monitoring of the debt restructuring process for Ontario Energy Traders Inc. (OTE), a company and a legal proceeding that KPMG has acknowledged has no relationship to Gen7 and OTE's Canadian Creditor's Arrangement Act (CCAA) filing. On March 13, in response to **Gen7's earlier allegations** of KPMG's unwarranted actions, KPMG issued the **following statement** to CTV News, "KPMG is the court-appointed monitor of the OTE Group's application under the Companies' Creditors Arrangement Act. Gen7 Fuel is not part of these CCAA proceedings and we have not had the alleged discussions with Gen7's banking partners." The CCAA filing identifies **Bennett Jones LLP** as KPMG's legal counsel. On March 18, Bennett Jones delivered a letter to the BMO branch freezing Gen7 Fuels account.

Gen7 Fuel received a letter today from BMO Financial Group stating that the reason for the account freeze, "Pursuant to the Mareva Order of J. Kimmel dated January 16, 2024 (the "Mareva") we cannot deal with any assets of Glenn Page including real property, bank accounts, insurance policies, annuities and other assets held by them or by any other person or entity on their behalf. This applies to all of Mr. Page's assets whether or not they are in the possession of Mr. Page and whether they are solely or jointly owned by any other party."



A numbered company owned by Glenn Page is part owner of Gen7 Fuel (owning less than twenty percent of the company and having no controlling interest).

"This is an abuse of KPMG's court-appointed role in the OTE proceeding," said Mat Mcleod, President, Gen7 Fuels. "Bennett Jones is taking an overly broad and aggressive interpretation of the CCAA's Maveria injunction against Mr. Page, a minor shareholder in our company who has no control over banking our operations."

Gen7 relies on the bank account to pay for the fuel it provides to its stations. If these funds are not released within 48 hours, their pumps will run dry.

Mcleod said, "Our understanding of Maveria injunctions is that they are not intended to unduly hamper a defendant's legitimate business operations, and in this case, KPMG's and its lawyers are doing just that - and not to Mr. Page but a highly-regarded majority owned Indigenous business and its over 100 employees. We are taking immediate legal action to get before Judge Kimmell and press our case. KPMG has already publicly acknowledged we have no involvement in the OTE proceedings, yet they continue to allow their law firm to place our company in jeopardy."

Gen7 has six locations in Ontario, each majority owned by First Nations community members. By combining their resources, they are able to purchase quality fuel at reasonable prices and compete with large oil brands.

About Gen7 Fuels

Gen7 develops long term viable businesses by assisting First Nation individuals in the start-up and day-to-day operations of retail fuel stations and variety stores. It supports 100 percent Indigenous owned stations in Aamjiwnaang First Nation (Sarnia), Bkejwanong First Nation (Walpole Island) Curve Lake First Nations (Kawarthas), Nipissing First Nation (North Bay), Batchewana First Nation (Sault Ste Marie), and Couchiching First Nation (Fort Frances). President Mat Mcleod is the majority owner and member of Nipissing First Nation

SOURCE Gen7 Fuel

For further information: Ted Griffith, The Fixers Communications Group Inc.,
ted@thefixersgroup.com, 416.518.8306



Schedule "D"



KPMG Inc.
Bay Adelaide Centre
333 Bay Street Suite 4600
Toronto ON M5H 2S5
Canada

Telephone (416) 777-8500
Fax (416) 777-3364
Internet www.kpmg.ca

March 22, 2024

Gen7 Fuel
1 Jocko Point Road
North Bay ON P1B 8G5

Attention: Mat McLeod, President

Dear Sir,

Re: Original Traders Energy Ltd., 2496750 Ontario Inc., OTE Logistics LP and Original Traders Energy LP (collectively, the “OTE Group”)

We are the Court-appointed monitor (the “**Monitor**”) of the OTE Group in their proceedings pursuant to the *Companies’ Creditors Arrangement Act* (“**CCAA**”) before the Ontario Superior Court of Justice (*Commercial List*) (the “**Court**”). We write to you in response to incorrect statements made in Gen7 Fuel’s March 13, 2024 and subsequent March 22, 2024 press releases.

In the March 13, 2024 press release, Gen7 Fuel alleged that the Monitor “has engaged in a deliberate campaign to influence its banking partners to close its accounts and freeze assets”. Such allegations against the Monitor are incorrect and completely without merit. The Monitor is a Court-appointed officer who acts generally for the interests of creditors and stakeholders of the OTE Group and acts pursuant to the Court’s directions and Orders. The Monitor has never told any bank or other person to refuse to do business with Gen7 Fuel or to freeze any accounts or assets belonging to Gen7 Fuel. The Mareva order obtained by the Monitor freezes the assets (including bank accounts) of Glenn Page and 2658658 Ontario Inc. It does not freeze the assets or bank accounts of Gen7 Fuel, nor has the Monitor ever suggested to any bank or any person that it does. In fact, after seeing Gen7 Fuel’s press release of March 13, 2024, even though that press release was incorrect, the Monitor sent follow-up correspondence to the banks to reiterate that the Mareva order does not freeze any bank accounts of Gen7 Fuel.

It is extremely unfortunate that you did not reach out to the Monitor to clarify any misunderstandings prior to issuing your press releases. The Monitor takes its duties to the Court and all creditors and stakeholders involved in these CCAA proceedings very seriously, including the First Nations communities and businesses impacted by the OTE Group’s CCAA proceedings. Moreover, KPMG as a firm very much values its relationships with Canadian aboriginal businesses and communities. Your press releases raise completely incorrect and unfounded allegations against the Monitor that could harm the reputation of the Monitor and KPMG as a firm and we ask that you immediately cease and desist from making any such further allegations, failing which we will refer this matter to our legal counsel to take appropriate legal action against you.

We would invite you to review the Monitor’s website for these CCAA proceedings in order to inform yourself of the actual facts and Orders that have been issued by the Court: <http://home.kpmg.ca/OTEGroup>. We would also invite you to contact the Monitor should you have



any questions or concerns, rather than continuing to spread any further misinformation that could harm the Monitor's reputation.

If you require any further clarification or have any questions regarding this matter, please contact the Monitor at pvaneyk@kpmg.ca and otegroup@kpmg.ca.

Yours truly,

A handwritten signature in black ink, appearing to be 'P. van Eyk', written in a cursive style.

Paul van Eyk
President
KPMG Inc., in its capacity as
Court appointed Monitor of the OTE Group
333 Bay Street, Suite 4600
Bay Adelaide Centre
Toronto, ON M5H 2S5

Schedule "E"



March 28, 2024

Mr. Paul van Eyk
President
KPMG Inc., in its capacity as
Court appointed Monitor of the OTE Group
333 Bay Street, Suite 4600
Bay Adelaide Centre
Toronto, ON M5H 2S5

Re: Your letter to Gen7 Fuel, March 22, 2024m and KPMG's continued interference in the banking arrangements of Gen7 Fuel

Dear Mr. van Eyk,

Thank you for your March 22, 2024, letter to Gen7 Fuel and me as President. I am responding to your request that we *"clarify any misunderstandings prior to issuing ... press releases"* and your *statement "the Monitor has never told any bank or other person to refuse to do business with Gen7 Fuel or to freeze any accounts or assets belonging to Gen7 Fuel."*

I am also in receipt of a copy of your March 14, 2024, letter to "Bank of Montreal" that informs the financial institution that you are acting as *"the Court-appointed monitor of the OTE Group"* and to put the bank *"on notice of the Mareva Order of Justice Kimmel granted January 16, 2024 ... freezing the assets of Glenn Page and 2658658 Ontario Inc."*

That letter also directs the bank to *"provide any account numbers and relevant branch addresses for accounts the Injunction Parties have at your bank; confirm that such accounts are frozen pursuant to the Mareva Order; and provide any and all records concerning those accounts, including copies of account opening document and all bank statements from inception until present."*

In the spirit of your request that we contact to you for clarification, I am writing for clarification as to – despite your firm's direction to the Bank of Montreal – why our accounts were frozen and, after subsequent communications between KPMG and Gen7 Fuel, why our accounts remain frozen. Without these funds our ability to pay our fuel bills is severely limited. Without fuel, our stations will be forced to turn away customers and lay off their employees.

Mr. Paul van Eyk
President, KPMG Inc.
March 28, 2024

While you claim KPMG *“has ever told and bank or other person to refuse to do business with Gen7 Fuel”*, KPMG’s actions have indeed created this crisis in our operations.

In your letter to us, you make clear that *“the Monitor sent follow-up correspondence to the banks to reiterate that the Mareva order does not freeze any bank accounts of Gen7 Fuel.”* Yet, I repeat, these accounts remain frozen – bank actions taken on KPMG’s direction (or, at least, the bank’s interpretation of KPMG’s direction).

We had thought we had this situation corrected when, on March 25, KPMG provided our legal counsel with a notice that, as the Monitor, it was adding to the order to be presented to Justice Kimmel to release Gen7 Fuel and its entities. The next day, in a conference call between our legal representatives, your counsel at Bennett Jones confirmed that Gen7 will be part of the omission. Yet just a few hours later, KPMG sent an email to our counsels retracting the agreement to omit us, stating that *“new details have come to light that stops them from supporting the omissions until further investigations.”* What these details may be were not identified.

As you requested that we seek clarification before acting, we request clarification on the KPMG’s company’s use of terms like *“new details”* – details that are being seem, to KPMG, to be so important that they justify imperilling our business.

Mr. van Eyk, KPMG seems to take its authority as Monitor to the widest possible scope, sweeping up small companies like ours whose only goal is to provide an income for its shareholders, its employees, and its indigenous partners. Yet, KPMG seems to interpret any responsibility to inform people and companies that bear the consequences of its actions in the narrowest possible way.

As a company, have no role in the application of KPMG’s Court-appointed authority – yet we continue to have our funds frozen and the sustainability of not only our business in peril, but the income of our local indigenous partners and their employees threatened. KPMG is ignoring these very real consequences of its actions.

Your correspondence to Gen7 Fuels seems to point the blame at the Bank of Montreal for our accounts being frozen. Yet, in your direction to the bank, KPMG demands *“copies of account opening document and all bank statements from inception until present.”* With those documents in hand, KPMG would be well-aware that Mr. Page has no authority over the use of these accounts, cannot direct that does, and that 2658658 Ontario Inc. is not a shareholder in Gen7 Fuel.

KPMG may indeed be working within its Court-appointed role as Monitor of the OTE Group Inc. However, its overzealous approach, its unclear communications and its lack of transparency is harming Gen7 Fuel.

Mr. Paul van Eyk
President, KPMG Inc.
March 28, 2024

I request that you, personally, as president of KPMG Inc. direct your staff, associates, and legal representatives to take whatever steps necessary to ensure that the Bank of Montreal release Gen7's funds. Anything less, in my opinion, is neglecting the moral role of KPMG to not only fulfill its duties as Monitor, but also to do no harm to any innocent organizations and individuals caught up in its broad sweep for information. Just as you request that we clarify our misunderstandings before acting, we request the same of KPMG.

Sincerely,

A handwritten signature in black ink, appearing to read 'Mat Macleod', written in a cursive style.

Mat Macleod
President
Gen7Fuel

cc: Elio Luongo, Chief Executive Officer and Senior Partner
Lucia Iacovelli, Canadian Managing Partner for Tax and Legal

Schedule "F"



April 1, 2024

Mr. Paul van Eyk
President
KPMG Inc., in its capacity as
Court appointed Monitor of the OTE Group
333 Bay Street, Suite 4600
Bay Adelaide Centre
Toronto, ON M5H 2S5

Re: KPMG's continued interference in the banking arrangements of Gen7 Fuel

Dear Mr. van Eyk,

Thank you for your email response to my letter on Thursday. Your response ***"Could you please provide the name and contact information of your counsel, so that our counsel can discuss directly with yours how to resolve this matter. In the meantime we would urge you not to issue further press releases that may be inaccurate or could harm KPMG's reputation"*** is entirely inappropriate to the crisis KPMG's actions have imposed on our company, our indigenous partners, and employees.

You should note that your attorneys at Bennett Jones and your KPMG partner, Richard Swan, already have the name and contact information of Gen7's legal counsel. As my letter to you made clear KPMG sent our legal counsel an email stating ***"new details have come to light that stops them from supporting the omissions until further investigations."***

To me, this is a clear statement that KPMG has acted to freeze our bank accounts without evidence – as even now it is declaring that it needs "further investigations". How does our company pay our fuels bills while KPMG looks for evidence to justify the actions it, as the court-appointed Monitor, has already taken?

KPMG is now using the omissions process as a fishing expedition for further OTE-related information, continuing its heavy-handed approach to its role as Monitor without any concern for the damage this approach does to innocent non-involved parties such as Gen7 Fuel. This is not only unwarranted, it is harassment.

Mr. Paul van Eyk
President, KPMG Inc.
April 1, 2024

Your March 28 email to me ignored the plight KPMG has placed our company and our request to resolve it. As I outlined in my letter to you, resolution is simple and completely within your authority as Monitor. I will state it herein, again:

1. Direct your legal counsel and KPMG partner to immediately complete the omission procedures for our company as it concerns OTE's CCAA process (as KPMG had previously told us it would), and,
2. Direct Bank of Montreal to release the funds of any and all Gen7 bank accounts – noting clearly that Gen7 is omitted from OTE's CCAA process and KPMG's role of Monitor.

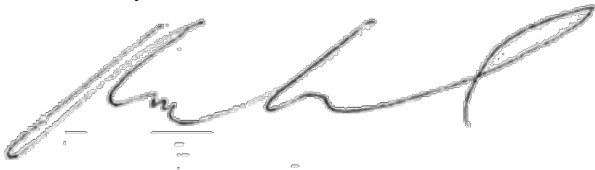
To the above, I now also add the following: provide our company a written apology for KPMG's over-zealous and inappropriate use of its broad authority as a Court-appointed Monitor and the harm it has caused to Gen7 Fuel.

Instead of responding to our request, your email states that your true concern is for any action we may take that **"could harm KPMG's reputation"**. If KPMG's reputation is to be harmed, it will be through its own actions. Any public communications Gen7 has made or may make in the future, will only be about our truthful sharing of your firm's actions, contradictory statements, and inaccurate portrayal of Gen7's role in OTE's CCAA process to our financial partners and Judge Kimmel.

We are a very small company, wholly controlled by its Indigenous shareholders. We operate in the very large and highly competitive industry of gas retail and convenience stores. Yet, despite our pleas, KPMG's heavy-handed approach continues to harm not only our reputation, but also our ability to operate. KPMG must stop treating us like some delinquent debtor attached to a Monitoring file that it is well aware our company is not involved.

I trust you will direct your legal counsel and KPMG's partners to resolve this issue, immediately.

Sincerely,



Mat Mcleod
President
Gen7Fuel

cc: Elio Luongo, Chief Executive Officer and Senior Partner
Lucia Iacovelli, Canadian Managing Partner for Tax and Legal