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 A PLAN OF COMPROMISE OR ARRANGEMENT OF ORIGINAL TRADERS ENERGY LTD. AND 2496750 ONTARIO INC.

MOTION RECORD
(Returnable April 22, 2024)

April 16, 2024

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

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

BETWEEN:

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

SERVICE LIST
(APRIL 16, 2024)

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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 ORIGINAL TRADERS ENERGY LTD. AND 2496750 ONTARIO INC.

MOTION RECORD
(Returnable April 22, 2024)

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Tab 1

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ONTARIO
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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 ORIGINAL TRADERS ENERGY LTD. AND 2496750 ONTARIO INC.

NOTICE OF MOTION
(Returnable April 22, 2024)

KPMG Inc. ("**KPMG**"), in its capacity as the Court-appointed monitor (in such capacity, the "**Monitor**") of the Applicants, OTE Logistics LP and Original Traders Energy LP (collectively with the Applicants, the "**OTE Group**") in these proceedings pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**", and these proceedings, the "**CCAA Proceedings**") will make a motion to be heard by a judge of the Ontario Superior Court (Commercial List) (the "**Court**") at 10:00 a.m. (EST) on April 22, 2024.

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

☐ in writing under subrule 37.12.1 (1);

☐ in writing as an opposed motion under subrule 37.12.1 (4);

☐ in person at 330 University Avenue, Toronto, Ontario;

☐ by telephone conference;

☒ by video conference.

THIS MOTION IS FOR:

1. An Order substantially in the form appended to the Motion Record of the Monitor (the "**Stay Extension, WEPPA, and Activity Approval Order**"), among other things:

(a) extending the stay of proceedings granted by this Court pursuant to the Initial Order, as extended by this Court from time-to-time, to October 25, 2024;

(b) declaring that pursuant to section 5(5) of the *Wage Earner Protection Program Act*, S.C. 2005, c. 47, s. 1 ("**WEPPA**"), the OTE Group and its collective former employees meet the criteria prescribed by section 3.2 of the *Wage Earner Protection Program Regulations,* SOR/2008-222 (the "**WEPPA Regulations**") and are individuals to whom WEPPA applies;

(c) authorizing the Monitor to invest $10 million of OTE Group funds into a one (1) year redeemable Guaranteed Investment Certificate ("**GIC**"); and

(d) approving the Monitor's: Sixth Report dated November 8, 2023 (the "**Sixth Report**"); Supplement to the Sixth Report dated December 4, 2023 (the "**Supplement to the Sixth Report**"); Seventh Report dated January 22, 2024 (the "**Seventh Report**"); Eighth Report dated March 18, 2024 (the "**Eighth Report**"); and the Ninth Report dated April 16, 2024 (collectively, the "**Recent Reports**"), and the activities and conduct of the Monitor in relation to the OTE Group and the CCAA Proceedings as set out therein.

2. An Order, substantially in the form appended to the Motion Record of the Monitor, among other things, revising the relief in the AirSprint Funds Order (as defined below) originally sought before this Court on March 27, 2024.

THE GROUNDS FOR THE MOTION ARE:

Background

3. The OTE Group functioned as a wholesale fuel supplier which serviced mainly First Nations' petroleum stations and First Nations' communities across Ontario.

4. The OTE Group was granted protection under the CCAA on January 30, 2023 pursuant to the initial order issued by this Court (the "**Initial Order**"). Among other things, the Initial Order granted a ten-day stay of proceedings in favour of the OTE Group and appointed KPMG as the Monitor with certain investigatory powers. The stay of proceedings was extended pursuant to the Amended and Restated Initial Order issued on February 9, 2023, and has been extended from time to time throughout these proceedings. In its capacity as Monitor, KPMG has participated in these proceedings in accordance with its duties under the Orders granted and the CCAA, and has filed various Reports with the Court.

5. On March 15, 2023, the Court granted a Mareva injunction as part of an Order (the "**Injunctive Order**") restraining Glenn Page ("**Page**"), Mandy Cox ("**Cox**") and 2658658 Ontario Inc. ("**265**", and collectively, the "**Mareva Respondents**") from selling, removing, dissipating, alienating, transferring, assigning, encumbering or similarly dealing with a seventy foot yacht from the Italian shipbuilder Azimut Benetti, named "Cuz We Can" (the "**Italian Yacht**").

6. On July 17, 2023, the Court granted an Order (the "**Yacht Sale and AirSprint Proceeds Order**"), among other things, (i) authorizing and directing the Monitor to conduct a sale process for the Italian Yacht; and (ii) directing AirSprint Inc. ("**AirSprint**") to remit to the Monitor the US$5,482,779.85 and any accrued interest thereon (the "**AirSprint Proceeds**") that was then held in trust by AirSprint on account of net proceeds and receipts from the sale of property including aircraft interests that were purchased or financed from funds sent to AirSprint by any OTE Group entity or affiliate thereof. The Yacht Sale and AirSprint Proceeds Order also directed that the AirSprint Proceeds be held in trust pending judicial determination of the claims and entitlements to such proceeds as between the OTE Group entities and the Mareva Respondents or any of them.

7. On October 12, 2023, following the adjournment of several motions that were previously brought before the Court, this Court issued the following Orders (which were ultimately unopposed or consented to by the relevant stakeholders):

(a) an Order (the "**Monitor's Enhanced Powers and Amended Bid Process Approval Order**"), among other things, providing the Monitor with enhanced powers in connection with the business and property of the OTE Group, and approving an amended bid process for the sale of the assets of the OTE Group to be carried out by the Monitor (the "**Bid Process**"); and

(b) an Order, among other things, extending the stay of proceedings first granted pursuant to the Initial Order (as extended from time-to-time) to April 26, 2024 (the "**Stay Period**"), approving certain amendments to the claims procedure previously approved by this Court on April 27, 2023, and approving the activities of the Monitor.

8. Following the Bid Process, the Court granted an Order (the "**Vehicle Approval and Vesting Order**") approving a sale of vehicles (the "**Vehicle Transaction**") by the Monitor on behalf of the OTE Group to Allstar Auctions Inc. ("**Allstar**") on January 30, 2024. The Vehicle Transaction has since closed.

9. On March 18, 2024, the Monitor served a motion seeking:

(a) an Order (the "**AirSprint Funds Order**"), among other things:

(i) approving a settlement between AirSprint Inc. ("**AirSprint**") and the Monitor on behalf of the OTE Group that would see the return of certain remaining funds held by AirSprint (the "**Remaining AirSprint Funds**") and granting certain releases in favour of AirSprint; and

(ii) declaring that the AirSprint Proceeds and the Remaining AirSprint Funds (together, the "**AirSprint Funds**") are the property of the OTE Group; and

(b) an Order (the "**Distribution Order**"), among other things, authorizing the Monitor to distribute certain of the proceeds received pursuant to the Vehicle Transaction.

10. At a hearing on March 27, 2024, the Court granted the Distribution Order, and adjourned the portion of the motion relating to the AirSprint Funds Order to give the parties an opportunity to discuss the form of order sought and address issues that had been raised by the Court.

11. In addition to its duties directly related to the OTE Group's wind-down in connection with these CCAA Proceedings, the Monitor has been conducting its Court-ordered investigation for the benefit of the OTE Group's stakeholders. After uncovering evidence that substantial payments

were improperly and fraudulently made, and assets including cash improperly and fraudulently transferred, by the OTE Group to or for the benefit of Page, Cox, 265, and others, the Monitor filed a Report with this Court and brought a motion for a broader Mareva injunction against the Mareva Respondents (the "**Mareva Motion**"). The Mareva Motion was adjourned on November 10, 2023 and was ultimately heard by the Court on December 21, 2023. The Court issued a decision on January 16, 2024 granting the Mareva injunction against Page and 265 in respect of all of their worldwide assets and declined to order a Mareva injunction against Cox at that time but ordered that Cox provide a statement of her worldwide assets (the "**Mareva Decision**").

12. The form of Order (the "**Mareva Order**") has since been settled and issued by the Court, and has been delivered by the Monitor to various banks. The Monitor has since conducted certain examinations in connection with the Mareva Decision, has attended related case conferences regarding the Mareva Order, and is continuing to progress its investigation. At the request of the Monitor, the Court also provided clarification in an endorsement dated April 8, 2024 that the Mareva Order does not apply to the assets or bank accounts of certain Gen7 entities in which the Mareva Respondents have no direct unitholder ownership interest.

Stay Extension and GIC

13. The Stay Period is currently set to expire on April 26, 2024. The Monitor is seeking an extension of the Stay Period to and including October 25, 2024.

14. The OTE Group has acted and continues to act in good faith and with due diligence under the supervision of the Court and the Court-appointed Monitor. The extension of the Stay Period will provide the time necessary for the Monitor, on behalf of the OTE Group, to continue ongoing asset recovery efforts. The OTE Group, with the assistance of the Monitor, has prepared a cash

flow forecast through and including October 27, 2024 that shows the OTE Group will have sufficient funds to continue operations during the extended Stay Period. As such, no creditor will be materially prejudiced by the extension.

15. In conjunction with the stay extension, the Monitor, on behalf of the OTE Group, seeks to invest a portion of the OTE Group's available cash on hand into a GIC so interest may be earned on the cash during the Stay Period.

16. The Monitor therefore believes the extension of the Stay Period and the related GIC investment are appropriate in the circumstances and in the best interests of the OTE Group and its stakeholders. As previously noted in the Monitor's Fifth Report dated September 28, 2023, the Monitor's counsel provided a security opinion to the Monitor that, in connection with certain loan facilities provided by the Royal Bank of Canada ("**RBC**") to the OTE Group, RBC has valid security pursuant to its Security Documents (as defined therein). In order to ensure that RBC's security remains perfected against the OTE Group's cash once it is invested in the GIC, the Monitor, on behalf of the OTE Group, intends to enter into appropriate security documentation as may be required by RBC over the GIC to ensure that RBC's security interest pursuant to the Security Documents (the "**RBC Security**") is perfected as against the GIC (as is permitted under the Amended and Restated Initial Order).

17. The Monitor is of the view that the GIC will provide a low-risk way for the OTE Group to earn interest on cash that would otherwise be idle during the Stay Period. The Monitor understands that the OTE Group and RBC are supportive of the proposed stay extension and the investment in the GIC.

Wage Earner Protection Program Act

18. In proceedings under the CCAA, this Court has discretion pursuant to section 5(5) of the WEPPA and section 3.2 of the WEPP Regulations, respectively, to order that a former employer meets the criteria prescribed by regulation where the former employer is the employer of all whose employees in Canada that have been terminated other than any retained to wind-down business operations.

19. As of the date of the Ninth Report, 39 employees have been terminated, and only 6 employees (the "**Retained Employees**") of the OTE Group remain employed. The Retained Employees have been retained to assist with these CCAA Proceedings and for administrative activities. The Monitor therefore believes that it is appropriate for this Court to declare that the OTE Group and its collective former employees meet the criteria prescribed by the WEPP Regulations and are individuals to whom the WEPPA applies, and this will assist the former employees in receiving benefits under the WEPPA program to the extent they are eligible.

Approval of Reports and Activities

20. The Stay Extension, WEPPA, and Activity Approval Order would approve the Monitor's Recent Reports, and the activities outlined therein. The Monitor's activities, which are summarized in the Ninth Report and outlined further in each of the Recent Reports, were carried out prudently and diligently in accordance with its duties under the CCAA and as prescribed by the Orders granted by this Court in these CCAA Proceedings, and were undertaken in the best interests of the OTE Group and its stakeholders.

AirSprint Funds Order

21. The Monitor initially sought the AirSprint Funds Order at a hearing before the Court on March 27, 2024 on notice to the service list. Following the adjournment of the portion of the motion relating to the AirSprint Funds Order to allow further discussion relating to the release provisions in the draft order, and after discussions between counsel to AirSprint and counsel to the Monitor, the Monitor now seeks a revised form of the AirSprint Funds Order that the Monitor believes addresses the previous concerns raised by the Court.

22. The revised Order continues to approve the AirSprint Settlement and to declare that the AirSprint Funds are property of the OTE Group. It also continues provide for a release of liability in favour of AirSprint, which the Monitor believes is appropriate in the circumstances to provide AirSprint with finality and is consistent with releases granted in other CCAA cases. The revised release specifies that only claims relating to the purchase, use, operation or administration of any fractional jet interest purchased using OTE Group funds will be released. Further, certain claim barring declaratory language has been removed. The remaining declaratory language requested specifies that the AirSprint Funds are property of the OTE Group, which the Monitor believes is appropriate in the circumstances given that the Yacht Sale and AirSprint Proceeds Order had contemplated that the parties would return to Court to determine the entitlement to the AirSprint Proceeds.

23. The Monitor believes the relief sought in the revised AirSprint Funds Order is necessary and appropriate in the circumstances. The relief sought benefits the OTE Group and its stakeholders as it will see the return of the remaining funds held by AirSprint to the OTE Group estate, and ensure that all funds recovered are rightfully the property of the OTE Group, and the

revised release, which is a necessary part of the beneficial AirSprint Settlement, is not overly broad and only releases specific liability related to the use of OTE Group funds.

24. The Monitor is not aware of any opposition to the AirSprint Funds Order, and has reiterated the Court's request that counsel for the Mareva Respondents attend the April 22 hearing.

OTHER GROUNDS FOR THE MOTION ARE:

25. The provisions of the CCAA and the inherent and equitable jurisdiction of this Court.

26. The Orders granted by the Court in these CCAA Proceedings, including without limitation the Monitor's Enhanced Powers and Bid Process Approval Order dated October 12, 2023 and paragraph 3(e) therein.

27. Rules 1.04, 1.05, 2.03, 3.02, 16, 37, and 39 of the *Rules of Civil Procedure,* R.R.O. 1990, Reg. 194.

28. 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:

29. The Ninth Report of the Monitor dated April 16, 2024.

30. Such further and other evidence as counsel may advise and this Honourable Court may permit.

April 16, 2024

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TO: THE SERVICE 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.

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

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)
Proceedings commenced in Toronto

Notice of Motion
(Returnable April 22, 2024)

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Tab 2

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

ORIGINAL TRADERS ENERGY LTD. ET AL.

NINTH REPORT OF KPMG INC.,
IN ITS CAPACITY AS MONITOR

April 16, 2024

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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 A PLAN OF COMPROMISE OR ARRANGEMENT OF ORIGINAL TRADERS ENERGY LTD. AND 2496750 ONTARIO INC.

NINTH REPORT OF KPMG INC.
In its capacity as Monitor of the OTE Group

April 16, 2024

I. INTRODUCTION

1. On January 30, 2023 (the "**Filing Date**"), Original Traders Energy Ltd. and 2496750 Ontario Inc. (together, the "**Applicants**") were granted relief under the *Companies' Creditors Arrangement Act,* R.S.C. 1985, c. C-36, as amended (the "**CCAA**") by Order (the "**Initial Order**") of the Ontario Superior Court of Justice (Commercial List) (the "**Court**"). The relief granted under the Initial Order (as amended and restated on February 9, 2023, the "**Amended and Restated Initial Order**") included a stay of proceedings in favour of the Applicants; the appointment of KPMG Inc. ("**KPMG**") as the monitor in these proceedings (in such capacity, the "**Monitor**"); and other related relief. These proceedings under the CCAA are referred to herein as the "**CCAA Proceedings**".

2. OTE Logistics LP and Original Traders Energy LP (together, the "**Limited Partnerships**") are not Applicants in this proceeding. However, the Initial Order and the Amended and Restated Initial Order extended the same protections granted to the Applicants to the Limited Partnerships, on the grounds that the Limited Partnerships are related to and carry on operations that are integral to the business of the Applicants. The term "**OTE Group**" throughout this report refers to the Applicants and Limited Partnerships collectively.

3. KPMG has filed various reports with the Court in these proceedings. Copies of materials filed with the Court and other materials pertaining to the CCAA Proceedings, including all reports issued by the Monitor in these proceedings, are available on the Monitor's website: http://home.kpmg/ca/OTEGroup (the "**Monitor's Website**").

II. PURPOSE OF REPORT

4. The purpose of this Ninth Report of the Monitor (the "**Ninth Report**") is to provide information pertaining to:

   (i) the activities of the OTE Group and the Monitor since the Monitor's report dated September 28, 2023 (the "**Fifth Report**");

   (ii) the OTE Group's reported receipts and disbursements for the period of September 18, 2023, to April 7, 2024, including a comparison of forecasted to reported results;

   (iii) events subsequent to the issuance of the Mareva Order;

   (iv) certain discussions regarding the Blending Equipment (as defined herein);

(v) an update on the sale process of the Italian Yacht;

(vi) the Monitor's basis for bringing a motion seeking an order (the "**Stay Extension, WEPPA and Activity Approval Order**"), among other things:

(a) extending the stay of proceedings granted by this Court pursuant to the Initial Order, as extended by this Court from time-to-time to October 25, 2024;

(b) declaring that pursuant to section 5(5) of the *Wage Earner Protection Program Act*, S.C. 2005, c. 47, s. 1 ("**WEPPA**"), the OTE Group and its collective former employees meet the criteria prescribed by section 3.2 of the *Wage Earner Protection Program Regulations,* SOR/2008-222 (the "**WEPP Regulations**") and are individuals to whom WEPPA applies;

(c) authorizing the Monitor to invest $10 million of OTE Group funds into a one (1) year redeemable Guaranteed Investment Certificate ("**GIC**"); and

(d) approving the Monitor's sixth report dated November 8, 2023 (the "**Sixth Report**"); the supplement to the Sixth Report dated December 4, 2023 (the "**Supplement to the Sixth Report**"); the seventh report dated January 22, 2024 (the "**Seventh Report**"); the eighth report dated March 18, 2024 (the "**Eighth Report**"); and this Ninth Report (collectively, the "**Recent Reports**"), and the activities and conduct of the Monitor in relation to the OTE Group and the CCAA Proceedings as set out therein; and

(vii) the Monitor's basis for seeking a revised form of the AirSprint Funds Order (as defined below) previously sought from this Court at a hearing on March 27, 2024.

III. TERMS OF REFERENCE

5. In preparing the Ninth Report, the Monitor has relied on information and documents provided by the OTE Group and their advisors, including unaudited financial information, declarations, in addition to information and documents obtained from third parties that responded to the Monitor's requests for information and other information obtained by the Monitor (collectively, the "**Information Received**"). In accordance with industry practice, except as otherwise described in the Second Report of the Monitor dated March 13, 2023 (the "**Second Report**"), KPMG has reviewed the Information Received for reasonableness, internal consistency and use in the context in which it was provided. However, the Monitor has not audited or otherwise attempted to verify

the accuracy or completeness of the Information Received in a manner that would wholly or partially comply with Generally Accepted Auditing Standards ("**GAAS**") pursuant to the *Chartered Professional Accountants of Canada Handbook* and, accordingly, the Monitor expresses no opinion or other form of assurance contemplated under GAAS in respect of the Information Received.

6. Unless otherwise stated, all monetary amounts noted herein are expressed in Canadian dollars.

IV. BACKGROUND

7. Detailed information with respect to the OTE Group's business, operations, products and causes of insolvency is provided in the Monitor's pre-filing report dated January 30, 2023. Since the OTE Group's filing, this Court has granted several Orders, and various materials have been filed in connection therewith. The information below only provides the background on these proceedings relevant for this Ninth Report. All Orders granted and materials filed in these proceedings can be accessed on the Monitor's Website.

8. On March 15, 2023, the Court granted a Mareva injunction as part of an Order (the "**Injunctive Order**") which restrained Glenn Page ("**Page**"), Mandy Cox ("**Cox**") and 2658658 Ontario Inc. ("**265**", and collectively, the "**Mareva Respondents**") from selling, removing, dissipating, alienating, transferring, assigning, encumbering or similarly dealing with a seventy foot yacht from the Italian shipbuilder Azimut Benetti, named "Cuz We Can" (the "**Italian Yacht**"), more particularly described in Schedule "A" of the Injunctive Order. On March 21, 2023 and March 28, 2023, this Court issued certain endorsements (collectively, the "**Injunctive Endorsements**") related to the Injunctive Order.

9. On July 17, 2023, this Court granted the Yacht Sale and AirSprint Proceeds Order, among other things, (i) authorizing and directing the Monitor to conduct a sale process for the Italian Yacht (the "**Yacht Sale Process**"); and (ii) directing AirSprint to remit to the Monitor the US$5,482,779.85 and any accrued interest thereon (the "**AirSprint Proceeds**") that was then held in trust by AirSprint on account of net proceeds and receipts from the sale of property including aircraft interests that were purchased or financed from funds sent to AirSprint by any OTE Group entity or affiliate thereof. The Yacht Sale and AirSprint Proceeds Order also directed that the AirSprint Proceeds be held in trust pending judicial determination of the claims and entitlements to such proceeds as between the OTE Group entities and the Mareva Respondents or any of them.

10. On October 12, 2023, the Court issued the following:

    (i) an Order (the "**Monitor's Enhanced Powers and Bid Process Approval Order**"), among other things, providing the Monitor with enhanced powers in connection with the business and property of the OTE Group, and approving an amended bid process for the sale of the assets of the OTE Group to be carried out by the Monitor (the "**Bid Process**"); and

    (ii) an Order, among other things, extending the stay period to April 26, 2024, approving certain amendments to the claims procedure of the OTE Group, and approving the activities of the Monitor.

11. After uncovering evidence that substantial payments were improperly and fraudulently made, and assets including cash improperly and fraudulently transferred, by the OTE Group to or for the benefit of Page, Cox, 265, and others, the Monitor filed its Sixth Report in support of a motion (the "**Mareva Motion**") for an Order (the "**Mareva Order**") among other things:

    (i) extending the provisions of the Injunctive Order to apply to all of the assets of the Mareva Respondents, wheresoever located;

    (ii) expanding the Injunctive Order to restrain the Mareva Respondents and anyone else acting on their behalf or in conjunction with any of them directly or indirectly, and all other persons to whom notice of such an Order may be given, from selling, removing, dissipating, alienating, transferring, assigning, encumbering, or similarly dealing with any of the Mareva Respondents' assets, including without limitation real property, bank accounts, insurance policies, annuities and other assets held by them or by any other person or entity on their behalf, wherever so located, without leave of this Court; and

    (iii) expanding the Injunctive Order to require the Mareva Respondents to each prepare and provide to the Monitor a sworn affidavit within ten days describing the nature, value and location of their assets wheresoever located, whether in their own name or not and whether solely or jointly owned or whether held in trust for any other party.

12. The Monitor subsequently filed its Supplement to the Sixth Report providing further details supporting its request for the Mareva Order.

13. Following a hearing on December 21, 2023, the Court ordered a broader Mareva injunction on January 16, 2024 against Page and 265 in respect of all of their worldwide assets and declined to

order the broader Mareva injunction against Cox but instead ordered that Cox provide a statement of her worldwide assets (the "**Mareva Decision**"). Substantially all other terms of the proposed Mareva Order sought by the Monitor were approved by the Court except for certain modifications required, including in respect of a cost arrangement between the Monitor, Page and Cox. In accordance with the Mareva Decision, the Monitor examined Page on February 28, 2024 and March 13, 2024. The Order in respect of the Mareva Decision was subsequently issued on February 28, 2024.

14. Counsel to the Monitor and counsel to the Mareva Respondents attended a case conference before the Court on February 15, 2024 following Page's request for an amendment to the Mareva Order to enable him to pay legal fees to his counsel from some of the frozen assets. The Court initially reserved a hearing date of March 19, 2024 to consider this issue. The endorsement provided that the parties were to reattend Court for a case conference on February 27, 2024 – that case conference was rescheduled, and a mediation took place on March 15, 2024. The March 19th hearing date was ultimately vacated, and the Monitor and the Mareva Respondents agreed on a form of Order that was presented to the Court and signed by Justice Conway on April 16, 2024. A copy of that Order is attached hereto as **Appendix** "**A**".

15. On January 30, 2024, the Court issued the following Orders:

    (i) the Vehicle Approval and Vesting Order, among other things, approving the sale transaction of the OTE Group's vehicles contemplated by an agreement of purchase and sale between the Monitor, on behalf of the OTE Group, and Allstar Auctions Inc. dated January 11, 2024 (the "**Vehicle Transaction**"); and

    (ii) an Order, among other things, approving the key employee retention plan payments and sealing certain confidential appendices to the Seventh Report.

16. The Monitor issued its Eighth Report on March 18, 2024. As set out in detail in the Eighth Report, the Monitor sought two Orders: an Order approving a distribution from the proceeds of the Vehicle Transaction (the "**Distribution Order**") and an Order approving a settlement between the Monitor, on behalf of the OTE Group, and AirSprint, and granting certain related releases (the "**AirSprint Funds Order**"), each of which are described further below.

17. The Distribution Order, among other things, would authorize the Monitor to distribute the Vehicle Transaction proceeds to certain of the equipment leasing and financing companies with an interest

in the vehicles (the "**Vehicle Leasing and Financing Companies**") subject to the Bid Process, with the exception of the Royal Bank of Canada ("**RBC**"). The Distribution Order was approved by the Court on March 27, 2024, and as at the date of this Report, the Monitor has completed the distributions to the relevant Vehicle Leasing and Financing Companies.

18. Pursuant to the AirSprint Funds Order, the Monitor sought, among other things, approval of the following settlement (which settlement was subject to approval by the Court) regarding the remittance of the remaining OTE Group funds held AirSprint (the "**AirSprint Settlement**"):

    (i) AirSprint shall forthwith remit US$535,000.00 to the Monitor, on behalf of the OTE Group, (the "**Remaining AirSprint Funds**", and together with the AirSprint Proceeds, the "**AirSprint Funds**"), and shall retain the residual US$315,000.00 to address ongoing costs and re-marketing fees associated with the sale of fractional interests in the jet and to cover legal fees incurred in concluding this settlement with the Monitor; and

    (ii) upon the remittance of the Remaining AirSprint Funds, AirSprint shall be released from all liability (save and except for liability related to gross negligence or wilful misconduct) specifically to the OTE Group, the Monitor, or the Mareva Respondents and related parties in connection with any fractional jet interests purchased prior to these CCAA Proceedings, other than AirSprint's ongoing obligation to respond to information requests from the Monitor in connection with the Monitor's ongoing investigations (the "**AirSprint Release**").

19. The Monitor therefore also requested that the Court approve the AirSprint Release pursuant to the AirSprint Funds Order. Finally, the Monitor sought a declaration from the Court that the AirSprint Proceeds, along with the Remaining AirSprint Funds, are the property of the OTE Group and not of any of the Mareva Respondents or their related companies, and that the Mareva Respondents and their related companies shall have no further claim to the AirSprint Funds.

20. The Court adjourned the relief sought in the motion in respect of the AirSprint Funds Order to a case conference to be scheduled. As discussed further below, following discussions with AirSprint, the Monitor is now seeking a revised form of AirSprint Funds Order to address certain issues raised by the Court, again on notice to the Mareva Respondents.

V. ACTIVITIES OF THE OTE GROUP

21. The OTE Group's activities since the Fifth Report have included:

(i) working with the Monitor to wind down the operations at all three fuel blending locations;

(ii) managing relationships with key stakeholders, including RBC, the employees of the OTE Group, and the OTE Group's limited customers and suppliers, in coordination with the Monitor;

(iii) working with the Monitor to implement procedures to monitor cash flows and corresponding with the Monitor related to its review of payments;

(iv) managing cash flows and making payments in accordance with the Amended and Restated Initial Order;

(v) in consultation with the Monitor, developing cash flow forecast extensions, including the Fourth Extended Cash Flow Forecast (as defined below);

(vi) responding to information requests from the Monitor in connection with the Monitor's ongoing investigation to assist with the tracing, investigation and review of missing books and records of the OTE Group; and

(vii) corresponding with the Monitor and the OTE Group's legal counsel on various matters pertaining to the CCAA Proceedings, including the Employee Claims Procedure (as defined below), the wind down of the OTE Group's operations, and the Bid Process.

VI. ACTIVITIES OF THE MONITOR

22. As discussed in more detail in the Monitor's Recent Reports, the Monitor, with the support of its legal advisors, has engaged in various activities for the benefit of the OTE Group and its stakeholders, including:

(i) seeking the Mareva Order, attending Court via videoconference for the hearing of the OTE Group's motion in respect of the Mareva Decision and related case conferences, and dealing with various ancillary issues related to the Mareva Decision (including the issues in respect of costs as noted above);

(ii) through its counsel, conducting examinations of Glenn Page and Mandy Cox in connection with the Mareva Order;

(iii) seeking and obtaining various relief from the Court, as described in the Recent Reports;

(iv) facilitating discussions between OTE USA LLC, the Ministry of Finance for Ontario (the "**MOF**") and the Canada Revenue Agency (the "**CRA**") in respect of a proposed CCAA plan of arrangement;

(v) maintaining the Monitor's Website where all court materials and other relevant documents pertaining to the CCAA Proceedings are available in electronic form;

(vi) working with the OTE Group to implement procedures to monitor cash flows and making payments in accordance with the Amended and Restated Initial Order;

(vii) responding to enquiries and engaging in discussions with creditors, governmental authorities, including the CRA and the MOF, and other stakeholders in connection with the CCAA Proceedings;

(viii) assisting the OTE Group in developing the Fourth Extended Cash Flow Forecast;

(ix) corresponding with the Monitor's legal counsel with respect to its review of security granted to the Vehicle Leasing and Financing Companies;

(x) progressing the sale process for the Italian Yacht;

(xi) progressing the investigation in respect of the improper and fraudulent payments made by Page, Cox, 265, and others, and reporting to the Court on same;

(xii) corresponding with the OTE Group, its legal counsel, and the Monitor's legal counsel on various matters pertaining to the CCAA Proceedings, including the relief sought at this motion;

(xiii) reviewing materials filed with the Court in respect of the CCAA Proceedings;

(xiv) carrying out the Bid Process, seeking and obtaining the Vehicle Approval and Vesting Order, and supporting the closing of the Vehicle Transaction;

(xv) completing distributions to the Vehicle Leasing and Financing Companies, pursuant to the Distribution Order;

(xvi) engaging in discussions with stakeholders regarding the Blending Equipment (as defined below);

(xvii) preparing the Recent Reports; and

(xviii) dealing with various day-to-day issues impacting the OTE Group in the course of these proceedings.

23. The Monitor's activities were carried out prudently and diligently in accordance with its duties under the CCAA and as prescribed by the Orders granted by this Court in these CCAA Proceedings, and were undertaken in the best interests of the OTE Group and its stakeholders. The Monitor therefore believes it is reasonable and appropriate for this Court to approve its activities as well as the Recent Reports.

VII. CASH RECEIPTS AND DISBURSEMENTS – SEPTEMBER 18, 2023 TO MARCH 24, 2024

24. As noted in the Fifth Report, the OTE Group, in consultation with the Monitor, prepared an extended cash flow forecast (the "**Third Extended Cash Flow Forecast**") for the period from September 18, 2023, to April 28, 2024, in support of the requested stay extension, representing a forecast of the OTE Group's projected receipts and disbursements during that time-period. The OTE Group continues to co-operate with the Monitor and provide access to their books and records and disbursements on a weekly basis and has prepared a forecast-to-actual variance analysis regarding the OTE Group's receipts and disbursements.

25. A comparison of the Third Extended Cash Flow Forecast to actual results for the 29-week period from September 18, 2024, to April 7, 2024 (the "**Comparison Period**") is summarized as follows:

Original Traders Energy **Summary of Actual Receipts and Disbursements** ***For the 29-week period from September 18, 2023 – April 7, 2024*** **In C$; unaudited**			
	Actual	**Forecast**	**Variance** **Fav/(Unfav)**
Receipts			
Customer collections	38,305,568	63,000,000	(24,694,432)
Tax refunds	5,559,662	-	5,559,662
Other receipts	3,174,335	-	3,174,335
Total receipts	**47,039,565**	**63,000,000**	**(15,960,435)**
Operating disbursements			
Purchases	23,149,501	44,000,000	20,850,499
Pre-filing payments/deposits	-	-	-
Operating expense	2,877,736	6,000,000	3,122,264
Distributions to lessors	2,014,274	-	(2,014,274)
Rent and royalties	322,376	195,000	(127,376)
Payroll	747,289	765,000	17,711
Professional fees	3,789,919	2,025,000	(1,764,919)
Tax remittances	11,773,370	14,000,000	2,226,630
Bank payments	647,427	918,715	271,288
Total operating disbursements	**45,321,892**	**67,903,715**	**22,581,823**
Foreign Exchange	60,561	-	60,561
Net cash flow	**1,778,234**	**(4,903,715)**	**6,681,949**
Opening cash	**13,866,533**	**13,866,533**	**-**
Net cash flow	1,778,234	(4,903,715)	6,681,949
Ending cash	**15,644,767**	**8,962,818**	**6,681,949**

Note: "Fav/(unfav)" denotes favourable or unfavourable variances against forecast.

26. As shown in the above table, the OTE Group reported a net cash inflow of approximately $1.8 million over the Comparison Period as compared to a forecasted net cash outflow of approximately $4.9 million for the same period.

27. Key variances between actual and forecasted results include the following:

    (i) *Sales volume* – the wind down of OTE Group's operations occurred quicker than originally expected, resulting in lower sale volumes and customer collections;

    (ii) *Purchases, operating expenses, payroll and tax remittances* – the lower customer collections were largely mitigated by lower disbursements related to purchases, operating expenses, payroll and tax remittances;

(iii) *Tax refunds* – the OTE Group collected tax refunds during the Comparison Period of $5.6 million. At the time that the Third Extended Cash Flow Forecast was prepared, there was uncertainty related to the timing of the tax refunds and as such no refunds were previously forecasted;

(iv) *Other receipts* – the other receipts consist of receipts from the Vehicle Transaction, a deposit in respect of an expression of interest received for the OTE Group's fuel blending equipment, and interest earned on the account balances. These amounts were not previously included in the Third Extended Cash Flow Forecast;

(v) *Distributions to lessors* – the distributions to the lessors represent the payout amounts to the Vehicle Leasing and Financing Companies required to complete the Vehicle Transaction as contemplated in the Distribution Order; and

(vi) *Professional fees* – professional fees were higher than expected as a result of, among other things, the investigations in respect of historic transactions, the litigation in respect of the Mareva Order, the OTE USA motion, and timing differences regarding previously accrued professional fees.

28. As a result of the net impact of the above items, the ending cash balance is higher than forecasted.

VIII. OTE GROUP'S REQUEST TO EXTEND STAY PERIOD TO OCTOBER 25, 2024

29. The current Stay Period expires on April 26, 2024. The Monitor, on behalf of the OTE Group, is seeking an extension of the Stay Period to October 25, 2024, to, among other things, advance ongoing asset recovery efforts including but not limited to completing the Italian Yacht sales process, continuing to engage in discussions regarding the monetization of the Blending Equipment, and pursuing certain U.S. refunds.

30. In support of the stay extension, the OTE Group, with the assistance of the Monitor, has prepared a cash flow forecast through and including October 27, 2024 (the "**Fourth Extended Cash Flow Forecast**"), a copy of which is attached hereto as **Appendix** "**B**" (along with reports of both management and the Monitor on the Fourth Extended Cash Flow Forecast). The Fourth Extended Cash Flow Forecast is summarized below:

Original Traders Energy Fourth Extended Cash Flow Forecast For the 29-week period from April 8, 2024 – October 27, 2024 In C$; unaudited	Total
Receipts	
Customer collections	-
Tax refunds	11,000,000
Other receipts	10,200,000
Total receipts	**21,200,000**
Operating disbursements	
Purchases	-
Pre-filing payments/deposits	-
Operating expense	536,500
Rent and royalties	253,609
Payroll	435,000
Professional fees	2,750,000
Tax remittances	-
Bank payments	778,715
Total operating disbursements	**4,753,824**
Net cash flow	**16,446,176**
Opening cash	15,644,767
Net cash flow	16,446,176
Ending cash	**32,090,943**

31. The Fourth Extended Cash Flow Forecast indicates that the OTE Group will have sufficient liquidity to fund the costs of the CCAA Proceedings during the extension of the Stay Period, if granted.

32. Furthermore, the extension of the Stay Period will enable the Monitor, on behalf of the OTE Group, to pursue significant asset recoveries including recovery of:

    (i) certain tax refunds; and

    (ii) other receipts, including the AirSprint Funds and the return of certain deposits.

33. As noted above, the Monitor previously filed a motion on behalf of the OTE Group seeking, among other things, a declaration from the Court that the AirSprint Funds, are the property of the OTE Group and not of any of the Mareva Respondents or their related companies. Given that the Monitor is now seeking a revised form of the AirSprint Funds Order, and the Fourth Extended Cash Flow Forecast contemplates that this relief will be granted during the Stay Period.

34. Estimated proceeds related to the Italian Yacht and Blending Equipment have not been included in the Fourth Extended Cash Flow Forecast given that the discussions with interested parties are either ongoing or have not yet begun, and, as a result, disclosing any estimates may adversely impact any future negotiations.

35. The Monitor is of the view that the extension of the Stay Period is appropriate in the circumstances for the following reasons:

    (i) the Monitor is explicitly authorized to apply to this Court for an extension of the Stay Period pursuant to paragraph 3(e) of the Monitor's Enhanced Powers and Bid Process Approval Order;

    (ii) the OTE Group, under the supervision of the Court and the Court-appointed Monitor, has acted and continues to act in good faith and with due diligence;

    (iii) the extension will provide the time necessary for the Monitor, on behalf of the OTE Group, to continue ongoing asset recovery efforts; and

    (iv) the extension should not materially prejudice any creditor, as the OTE Group is projected to have sufficient funds through its continuing operations to fund post-filing activities, as contemplated in the Fourth Extended Cash Flow Forecast.

36. Furthermore, in conjunction with stay extension, the Monitor, on behalf of the OTE Group, seeks to invest a portion of the OTE Group's available cash on hand into a GIC so interest may be earned on the cash during the Stay Period. As was noted in the Fifth Report, the Monitor's counsel reviewed the Security Documents (as defined in the Fifth Report) of RBC, in its capacity as secured lender to the OTE Group, and delivered a Security Opinion (as defined in the Fifth Report) confirming the validity thereof, subject to customary assumptions and qualifications as set out in the Security Opinion. In order to ensure that RBC's security remains perfected against the OTE Group's cash once it is invested in the GIC, the Monitor on behalf of the OTE Group, intends to enter into appropriate security documentation as may be required by RBC over the GIC to ensure that RBC's security interest pursuant to the Security Documents (the "**RBC Security**") is perfected as against the GIC (as is permitted under the Amended and Restated Initial Order). The redeemable nature of the GIC will provide a low-risk way for the OTE Group to earn interest on cash that would otherwise be idle during the Stay Period.

37. The Monitor understands that the OTE Group and RBC are supportive of the proposed extension of the Stay Period and the investment in the GIC.

IX. WAGE EARNER PROTECTION PROGRAM

38. Section 5(1) of the WEPPA provides that an individual is eligible to receive payment under that Act if, among other things, (i) the individual is owed eligible wages by a former employer; (ii) the former employer is subject to proceedings under the CCAA; and (iii) a court determines under subsection 5(5) that criteria prescribed by regulation are met.

39. Section 5(5) of the WEPPA provides that, on application by any person, a court under the CCAA may determine that a former employee meets criteria prescribed by regulation. Section 3.2 of the WEPP Regulations provides that "for purposes of subsection 5(5) of the WEPPA, a court may determine whether the former employer is the former employer of all of whose employees in Canada have been terminated other than any retained to wind down its business operations".

40. As described in the Fifth Report, a reduced operations plan was implemented by the OTE Group to wind-down the OTE Group's business activities. In connection therewith, operations at the Tyendinaga and Whitefish blending locations were discontinued on August 31, 2023 and September 8, 2023, respectively. Furthermore, subsequent to the expiry of the time limited gas and fuel licenses on December 31, 2023, the operations at the remaining location, Six Nations blending location, were also discontinued. As the operations at all the all blending locations were discontinued, the majority of the employees of the OTE Group were terminated.

41. As at the date of this report, 39 employees have been terminated, and only 6 employees (the **"Retained Employees"**) of the OTE Group remain employed. The Retained Employees have been retained to assist with these CCAA Proceedings and for administrative activities to allow for the completion of OTE Group's wind-up. The Monitor therefore believes that it is appropriate for this Court to declare that the OTE Group and its collective former employees meet the criteria prescribed by the WEPP Regulations and are individuals to whom the WEPPA applies, and that this relief will assist the former employees in receiving benefits under the WEPPA program to the extent they are eligible.

42. Pursuant to an Order granted on October 12, 2023, the Court amended the claims procedure originally approved by the Court on April 27, 2023, to enable employees terminated in the CCAA

Proceedings, to assert claims resulting from their termination (the "**Employee Restructuring Claims**", and that amended procedure for employees, the "**Employee Claims Procedure**").

43. In order to simplify the administration of the Employee Claims Procedure, the Monitor sent a notice of Employee Restructuring Claims and a claims package to each employee of the Group terminated during the CCAA Proceedings (the "**Terminated Employees**"). If a Terminated Employee disputed the classification, nature and/or amount of the Employee Restructuring Claim, such Employee could provide a notice of dispute (the "**Notice of Dispute of Employee Restructuring Claim**") to the Monitor. The Monitor sent 39 notices of Employee Restructuring Claims and related claims packages and received 3 Notices of Dispute of Employee Restructuring Claims, which are currently under review of the Monitor.

X. AIRSPRINT FUNDS ORDER

44. As noted above, the Monitor sought the AirSprint Funds Order at a hearing before the Court on March 27, 2024. The Monitor's basis for seeking the AirSprint Funds Order is discussed in detail in the Eighth Report (which was served on the service list in these CCAA Proceedings on March 18, 2024), and is not repeated herein. A copy of the Eighth Report (without appendices) is attached hereto at **Appendix "C"**.

45. At the March 27 hearing, the Court was satisfied with the financial terms of the AirSprint Settlement, but raised questions in respect of the necessity and appropriateness of the Court-ordered AirSprint Release and certain of the declaratory relief in the AirSprint Funds Order. Accordingly, the relief sought in the AirSprint Funds Order was adjourned. A copy of the Court's endorsement is attached hereto at **Appendix "D"**.

46. Counsel to the Monitor and counsel to AirSprint engaged in discussions following the hearing. Following those discussions, the Monitor and AirSprint have agreed that the Monitor will seek a revised form of the AirSprint Funds Order in the form appended to the Monitor's Motion Record.

47. The revised form of Order continues to approve the AirSprint Settlement and to declare that the AirSprint Funds are property of the OTE Group. It also continues to provide for a release of liability in favour of AirSprint, which the Monitor believes is appropriate in the circumstances to provide AirSprint with finality. The revised release language no longer specifically references the parties from whom liability will be released and focuses the release on any claims relating to the purchase, use, operation or administration of any fractional jet interest purchased using OTE Group funds.

Further, the declaratory language regarding the barring of further claims by the Mareva Respondents and their related companies has been removed. Given that the Yacht Sale and AirSprint Proceeds Order had contemplated that the parties would return to Court to determine entitlement to the AirSprint Proceeds, the declaration sought from the Court in that regard remains appropriate.

48. The Monitor continues to believe that the relief sought in the AirSprint Funds Order is necessary and appropriate. The revised AirSprint Funds Order will provide both the OTE Group and AirSprint with necessary finality and will allow both parties to move forward with certainty. The relief sought benefits the OTE Group and its stakeholders as it will see the return of the remaining funds held by AirSprint to the OTE Group estate and ensure that all funds recovered are rightfully the property of the OTE Group.

49. The revised Court-Ordered release in favour of AirSprint is also appropriate. The release is a necessary part of the AirSprint Settlement, which benefits the OTE Group and its stakeholders. Further, it is not overly broad and only releases specific liability related to the use of OTE Group funds.

50. The Monitor did not receive any opposition to the AirSprint Funds Order either before or after the March 27 hearing. The Monitor has reiterated the Court's request that counsel for the Mareva Respondents attend the April 22 hearing.

XI. MAREVA INVESTIGATIONS

51. As discussed above, the Court granted the Mareva Order on January 16, 2024. The form of Order was ultimately issued on February 28, 2024 restraining Page and 265 from transferring, moving or dissipating their assets.

52. Accordingly, on March 6, 2024, pursuant to the Mareva Order, the Monitor sent letters (the **"Mareva Order Letters"**) to various parties, including banks and financial institutions, providing notice of the Mareva Order freezing the assets of Page and 265.

GEN7 FUEL DEVELOPMENTS

53. The Monitor filed an aide memoire with the Court on April 5, 2024 describing certain recent developments with the entities of Gen7 Fuel (the "**Gen7 Entities**") and seeking that this Court clarify the scope of the Mareva Order. As set out in more detail in the aide memoire, it came to the

Monitor's attention that the accounts of certain Gen7 Entities, in which entities Page and 265 did not have a direct unitholder partnership interest, had been frozen by the Bank of Montreal. As discussed in the aide memoire, the Monitor worked diligently to address this issue, and to engage with counsel to various related parties in respect of same. A copy of the aide memoire is attached hereto as **Appendix "E"**.

54. On April 8, 2024, the Court issued the requested endorsement clarifying that the Mareva Order does not apply to the assets and bank and other accounts of Gen7 Entities and that no financial institution or other person shall freeze or enjoin the used of the accounts of Gen7 Fuel (the "**Mareva Order Endorsement**"). The Mareva Order Endorsement is attached hereto as **Appendix "F"**.

ONTARIO PROVINCIAL POLICE

55. As discussed in the Sixth Report, the Monitor was contacted by the Ontario Provincial Police (the "**OPP**") in respect of its investigation involving Page.

56. On March 26, 2024, the Monitor received a production order from OPP (the "**OPP Production Order**") to produce certain accounting records of the OTE Group. The Monitor is in the process of compiling any requested documents in the Monitor's possession to comply with the OPP Production Order.

XII. BLENDING EQUIPMENT

57. As discussed in the Seventh Report, in accordance with the Bid Process, four (4) expressions of interest (the "**Blending Equipment Expressions of Interest**") were received for the OTE Group's fuel blending equipment (the "**Blending Equipment**"), all from third parties unrelated to the OTE Group. As stated in the Bid Process, the completion of any transaction in respect of any of the Blending Equipment, among other things, would be conditional on the negotiation of acceptable lease agreements with the current landlords of the leased premises in respect of the Fuel Blending Locations (the "**Blending Location Landlords**").

58. Following the withdrawal of the CCAA plan motion brought by OTE USA LLC, the Monitor reached out to the Blending Location Landlords to discuss the Blending Equipment Expressions of Interest. Discussions remain ongoing with the Blending Location Landlords and certain interested parties, and the Monitor will update the Court as these discussions progress.

XIII. UPDATE ON YACHT SALE PROCESS

59. As previously discussed in the Sixth Report, the Monitor commenced the Yacht Sale Process after the issuance of the Yacht Sale and AirSprint Proceeds Order. As noted therein, the Monitor had not formally engaged a boat dealer or broker (a "**Boat Broker**") in respect of the Italian Yacht upon becoming aware of certain legal issues with respect to unpaid duties surrounding the Italian Yacht that would prohibit its sale in Florida. The Monitor retained U.S. marine counsel to investigate the unpaid duties. The Monitor's Sixth Report also noted that the Monitor had obtained new insurance in respect of the Italian Yacht.

60. The Monitor arranged the payment by the OTE Group of the customs duty and applicable fees in connection with the Yacht Sale Process, which will be reimbursed to the OTE Group out of the proceeds of sale after payment of the Boat Broker's commission, as further discussed in the Eighth Report.

61. The Monitor is currently working with the Boat Broker to list the Italian Yacht for sale as part this year's selling season.

XIV. MONITOR'S RECOMMENDATIONS

62. For the reasons set out in this Ninth Report, the Monitor is of the view that the relief sought in both the Stay Extension, WEPPA and Activity Approval Order and the AirSprint Funds Order is necessary and appropriate in the circumstances. As such, the Monitor respectfully requests that this Court issue both Orders in the form appended to the Monitor's Motion Record.

All of which is respectfully submitted this 16th day of April 2024.

KPMG Inc.
In its capacity as Monitor of
Original Traders Energy Group
And not in its personal or corporate capacity

Per:

Paul van Eyk
CPA, CA-IFA, CIRP, LIT, Fellow of INSOL
President

Duncan Lau
CPA, CMA, CIRP
Senior Vice President

Appendix “A”

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

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE	)	TUESDAY, THE 16TH
	)	
JUSTICE CONWAY	)	DAY OF APRIL 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

THIS MOTION, made by the Respondents Glenn Page ("Page") and 2658658 Ontario Inc. (the "Page Respondents") to vary the Mareva Order issued by this Court on January 16, 2024 (the "Mareva Order") to permit the payment of legal fees and expenses, was read this day, at 330 University Avenue, Toronto;

ON BEING ADVISED that: (a) the Monitor in Appendix "C" to its Sixth Report dated November 8, 2023 states that to date it has identified that $825,933.55 in funds used to improve the property jointly owned by Page and Mandy Cox ("Cox") as their matrimonial home located at 118 Main Street North, Waterdown, Ontario (the "Waterdown Property"), originated from the Applicants; and (b) Lenczner Slaght LLP currently holds in trust (i) $100,000 deposited by or on behalf of the Page Respondents in October 2023, and (ii) the sum of $1,874,058.28, being the net proceeds of sale of the Waterdown Property (the "Waterdown Proceeds"), deposited and held

pursuant to the Orders of the Ontario Superior Court dated November 10, 2023 and the Mareva Order;

AND ON BEING ADVISED that the Page Respondents, Cox and the Monitor consent to this Order, with the Page Respondents and Cox so consenting without any admission of wrongdoing or liability on their part,

1. **THIS COURT ORDERS** that the Mareva Order is varied only as specifically set out in this Order.

2. **THIS COURT ORDERS** that Lenczner Slaght LLP shall forthwith transfer $825,933.55 of the Waterdown Proceeds (the "Transferred Funds") to a bank account as directed by the Monitor, and these funds shall be received by the Applicants on account of allegations made by the Monitor against the Page Respondents and Cox in respect of funds originating from the Applicants used to improve the Waterdown Property. The Transferred Funds shall henceforth be the property of the Applicants, and none of the Page Respondents, Cox, nor any corporation or entity controlled by any of them, shall have any claim or right whatsoever in respect of these Transferred Funds.

3. **THIS COURT ORDERS** that the payment of the Transferred Funds to the Monitor is and shall be without prejudice to any defence of the Page Respondents and/or Cox to any allegations made by the Monitor, the Applicants or any creditors or stakeholders of the Applicants. With the exception of the Transferred Funds henceforth being the property of the Applicants, as set out in paragraph 2 of this Order, neither the doctrines of issue estoppel nor *res judicata* shall apply to the fact of the payment of the Transferred Funds to the Monitor on account of the allegations made against the Page Respondents and Cox.

4. **THIS COURT ORDERS** that nothing in this Order shall prevent the Monitor or the Applicants from bringing further motions to seek further damages or recovery of funds or assets in excess of the Transferred Funds from any of the Page Respondents or Cox based upon the Monitor's ongoing investigation. In the event that Cox is ultimately held to owe damages to the Applicants in respect of allegations relating to funds originating from the Applicants being used to improve the Waterdown Property, up to 50% of the Transferred Funds shall be applied first in respect of any such damages that may be owed by Cox solely on her own account, and thereafter up to 100% of the Transferred Funds shall be applied next in respect of any such damages that may be owed by Cox on a joint and several basis with Page.

5. **THIS COURT ORDERS** that Lenczner Slaght LLP is and shall be permitted to apply the Page Respondents' $100,000 deposit (referenced in the preamble to this Order as held in the Lenczner Slaght LLP trust account) against the Page Respondents' outstanding legal accounts of Lenczner Slaght LLP.

6. **THIS COURT ORDERS** that, after transferring the Transferred Funds to the Monitor, Lenczner Slaght LLP is and shall be permitted to apply $524,062.50 of the Waterdown Proceeds against the Page Respondents' outstanding legal accounts of Lenczner Slaght LLP.

7. **THIS COURT ORDERS** that, after transferring the Transferred Funds to the Monitor and applying the specified funds against their outstanding accounts under paragraph 6 of this Order, Lenczner Slaght LLP shall thereafter transfer the remaining $524,062.50 of the Waterdown Proceeds (the "Remaining Proceeds") to the Goldblatt Partners LLP trust account. Subject to further order of the Court, the Remaining Proceeds may be used strictly to pay existing and future

legal accounts in respect of Cox. For greater certainty, Page shall henceforth have no interest in or entitlement to the Remaining Proceeds.

8. **THIS COURT ORDERS** that Quadrus Investment Services Ltd. ("Quadrus") shall forthwith liquidate the investments presently held by Page in the Self-Directed Tax Free Savings Account bearing Plan Account Number 693577468 ("TFSA Account") and following the liquidation of the TFSA Account, Quadrus shall forthwith transfer the entirety of these funds held in the TFSA Account (the "TFSA Funds") to the trust account of Lenczner Slaght LLP.

9. **THIS COURT ORDERS** that Lenczner Slaght LLP shall forthwith after receipt transfer 50% of the TFSA Funds received from Quadrus to the Monitor as a partial payment of the $100,000 costs order made by the Court against the Page Respondents and in favour of the Monitor on February 15, 2024. The balance of the February 15, 2024 costs order shall be paid to the Monitor from the net proceeds of the sale of the Italian Yacht after payment of any brokerage and sales commissions and the costs incurred by the Monitor in insuring and preparing the Italian Yacht for sale, including the costs associated with addressing customs duties, and prior to the determination of the entitlement to the net proceeds from the sale of the Italian Yacht in accordance with paragraph 3(m) of the Order of Justice Kimmel dated July 17, 2023 ("Yacht Sale Order") or the payment of any Reimbursable Costs to any of the Page Respondents. For greater certainty, nothing in this order shall prevent any party from claiming Reimbursable Costs pursuant to the Yacht Sale Order.

10. **THIS COURT ORDERS** that, after transfer of the funds to the Monitor under paragraph 9 of this Order, Lenczner Slaght LLP shall deposit the remaining 50% of the TFSA Funds received

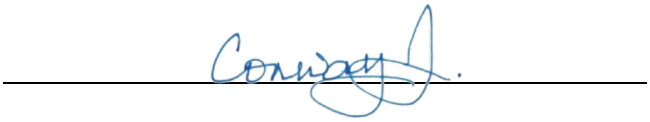
from Quadrus into its trust account and may use those funds for the ongoing legal fees of the Page Respondents.

11. **THIS COURT ORDERS** that the Page Respondents' retainer held in the trust account of KSV Advisory Inc. may be applied in the amount of $18,809.98 for the payment of outstanding advisory fees for the Page Respondents.

12. **THIS COURT ORDERS** that the TD Aeroplan Visa Infinite credit card being Account Number 4520 8830 4525 9621 ("TD Visa Card") shall be unfrozen forthwith and the Page Respondents are entitled to use the TD Visa Card for living and personal expenses, strictly provided that any payments for charges incurred on the TD Visa Card shall not be paid from any funds or assets frozen by the Mareva Order. The Monitor will forthwith provide a copy of this Order to the TD Bank and communicate that the Mareva Order does not apply to the TD Visa Card.

13. **THIS COURT ORDERS** that, except as expressly set out in this Order, the Mareva Order shall remain in full force and effect until further Order of this Court.

Date of issuance
April 16, 2024



ORIGINAL TRADERS ENERGY LTD.
Applicant

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 Respondents

Appendix “B”

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 ORIGINAL TRADERS ENERGY LTD. AND 2496750 ONTARIO INC.
(collectively the "Applicants")

MONITOR'S REPORT ON CASH FLOW STATEMENT
(paragraph 23(1)(b) of the CCAA)

The attached statement of projected cash flow of Original Traders Energy Ltd. and 2496750 Ontario Inc. (collectively referred to herein as "**OTE Group**" or the "**Applicants**") prepared as of the 15th day of April 2024, consisting of the period from April 8, 2024 to October 27, 2024 (the "**Fourth Extended Cash Flow Forecast**"), has been prepared by management of the Applicants, in consultation with the Monitor for the purpose described in Note 1, using the probable and hypothetical assumptions set out in the notes to the Fourth Extended Cash Flow Forecast.

Our review and consultation consisted of inquiries, analytical procedures and discussions related to information supplied by management and employees of the Applicant. Since hypothetical assumptions need not be supported, our procedures with respect to them were limited to evaluating whether they were consistent with the purpose of the Fourth Extended Cash Flow Forecast. We have also reviewed the support provided by management for the probable assumptions and the preparation and presentation of the Fourth Extended Cash Flow Forecast.

Based on our review, nothing has come to our attention that causes us to believe that, in all material respects:

a) the hypothetical assumptions are not consistent with the purpose of the Fourth Extended Cash Flow Forecast;
b) as at the date of this report, the probable assumptions developed by management are not suitably supported and consistent with the plans of the Applicants or do not provide a reasonable basis for the Fourth Extended Cash Flow Forecast, given the hypothetical assumptions; or
c) the Fourth Extended Cash Flow Forecast does not reflect the probable and hypothetical assumptions.

Since the Fourth Extended Cash Flow Forecast is based on assumptions regarding future events, actual results will vary from the information presented even if the hypothetical assumptions occur, and the variations may be material. Accordingly, we express no assurance as to whether the Fourth Extended Cash Flow Forecast will be achieved.

The Fourth Extended Cash Flow Forecast has been prepared solely for the purpose described in the notes thereto and readers are cautioned that it may not be appropriate for other purposes.

Dated at Toronto, in the Province of Ontario, this 15th day of April 2024.

KPMG Inc.
In its capacity as Monitor of
Original Traders Energy Group
And not in its personal or corporate capacity

Per:

Paul van Eyk
CPA, CA, CIRP, IFA, Fellow of INSOL

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 ORIGINAL TRADERS ENERGY LTD. AND 2496750 ONTARIO INC.
(collectively the "Applicants")

MANAGEMENT'S REPORT ON CASH FLOW STATEMENT
(paragraph 10(2)(b) of the CCAA)

The management of Original Traders Energy Ltd. and 2496750 Ontario Inc. (collectively referred to herein as "**OTE Group**" or the "**Applicants**") have developed the assumptions and prepared the attached statement of projected cash flow as of the 15th day of April 2024, consisting of the period from April 8, 2024 to October 27, 2024 (the "**Fourth Extended Cash Flow Forecast**").

The hypothetical assumptions are reasonable and consistent with the purpose of the Fourth Extended Cash Flow Forecast described in the notes therein, and the probable assumptions are suitably supported and consistent with the plans of the Applicants and provide a reasonable basis for the Fourth Extended Cash Flow Forecast. All such assumptions are disclosed in the notes therein.

Since the Fourth Extended Cash Flow Forecast is based on assumptions regarding future events, actual results will vary from the information presented, and the variations may be material.

The Fourth Extended Cash Flow Forecast has been prepared solely for the purpose described in the notes therein, using the probable and hypothetical assumptions set out therein. Consequently, readers are cautioned that the Fourth Extended Cash Flow Forecast may not be appropriate for other purposes.

Dated at Toronto, in the Province of Ontario, this 15th day of April 2024.

Original Traders Energy Ltd. and 2496750 Ontario Inc.

Scott Hill
President

Original Traders Energy Group
Fourth Extended Cash Flow Forecast
Notes and Summary of Assumptions

In the Matter of the CCAA Proceedings of Original Traders Energy Ltd. and 2496750 Ontario Inc. (collectively the "Applicants")

Disclaimer

In preparing this cash flow forecast (the "**Fourth Extended Cash Flow Forecast**"), the Applicants have relied upon unaudited financial information and have not attempted to further verify the accuracy or completeness of such information. Since the Fourth Extended Cash Flow Forecast is based on assumptions about future events and conditions that are not ascertainable, the actual results achieved during the Fourth Extended Cash Flow Forecast period will vary from the Fourth Extended Cash Flow forecast, even if the assumptions materialize, and such variations may be material. There is no representation, warranty, or other assurance that any of the estimates, forecasts or projections will be realized.

The Fourth Extended Cash Flow Forecast is presented in Canadian dollars. All defined terms that are not otherwise defined herein are to have the same meaning ascribed to them in the ninth report of the Monitor dated April 16, 2024 (the "**Ninth Report**").

Note 1 **Purpose of the Fourth Extended Cash Flow forecast**
The purpose of the Fourth Extended Cash Flow Forecast is to present the estimated cash receipts and disbursements of the Applicants for the period from April 8, 2024 to October 27, 2024 (the "**Forecast Period**"), in respect of its proceedings under the CCAA. The Fourth Extended Cash Flow Forecast has been prepared by management of OTE Group ("**Management**"), in consultation with the Monitor based on available financial information at the date of the Ninth Report. Readers are cautioned that this information may not be appropriate or relied upon for any other purpose.

Note 2 **U.S. Tax Refunds**
These receipts relate to the collection of U.S. tax refunds.

Note 3 **Other Receipts**
These other receipts relate to the receipt of the AirSprint Proceeds per the Revised AirSprint Funds Order and return of collateral from the Ministry of Finance.

Note 4 **Operating Expenses**
Operating expenses are comprised of general business expenses, including insurance, utilities, general and administrative, among others.

Note 5 **Rent and Royalties**
These disbursements represent rental payments for the Applicant's leased facilities. Rental payments include base rent and other costs provided for in the respective leases. Rent is forecasted based on historical run-rates and paid on the first day of each month. There are no Royalties forecasted to be paid in the Forecast Period.

Note 6 **Payroll**
Payroll expenses include salaries and wages, payroll taxes and remittances, accrued vacation, and employee benefits paid to OTE Group Employees. Payroll expenses are forecasted based on current headcount levels and are paid weekly.

Note 7 **Professional Fees**
Professional fees include payments to the Applicant's legal counsel, the Monitor, and the Monitor's legal counsels (Canadian and U.S.).

Note 8 **Bank Payments**

Bank payments represent lease payments made to the secured lender, Royal Bank of Canada ("**RBC**"), during the Forecast Period.

Original Traders Energy Fourth Extended Cash Flow Forecast In Thousands C$; unaudited	Notes	1 4/14/24	2 4/21/24	3 4/28/24	4 5/5/24	5 5/12/24	6 5/19/24	7 5/26/24	8 6/2/24	9 6/9/24	10 6/16/24	11 6/23/24	12 6/30/24	13 7/7/24	14 7/14/24	15 7/21/24	16 7/28/24	17 8/4/24	18 8/11/24	19 8/18/24	20 8/25/24	21 9/1/24	22 9/8/24	23 9/15/24	24 9/22/24	25 9/29/24	26 10/6/24	27 10/13/24	28 10/20/24	29 10/27/24	Total
Receipts	**1**																														
Customer collections		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Tax refunds	**2**	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	11,000	-	-	-	11,000
Other receipts	**3**	-	-	-	-	-	-	-	-	-	-	-	-	-	8,200	-	2,000	-	-	-	-	-	-	-	-	-	-	-	-	-	10,200
Total receipts		**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**8,200**	**-**	**2,000**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**11,000**	**-**	**-**	**-**	**21,200**
Operating disbursements																															
Purchases		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Pre-filing payments/deposits		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Operating expense	**4**	19	19	19	19	19	19	19	19	19	19	19	19	19	19	19	19	19	19	19	19	19	19	19	19	19	19	19	19	19	537
Rent and royalties	**5**	-	36	-	-	-	36	-	-	-	36	-	-	-	36	-	-	-	36	-	-	-	36	-	-	-	36	-	-	-	254
Payroll	**6**	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	15	435
Professional fees	**7**	90	90	230	90	90	90	90	90	90	90	90	90	90	90	90	90	90	90	90	90	90	90	90	90	90	90	90	90	90	2,750
Tax remittances		-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Bank payments	**8**	-	-	-	111	-	-	-	111	-	-	-	111	-	-	-	111	-	-	-	111	-	-	-	111	-	-	-	111	-	779
Total operating disbursements		**124**	**160**	**264**	**235**	**124**	**160**	**124**	**235**	**124**	**160**	**124**	**235**	**124**	**160**	**124**	**235**	**124**	**160**	**124**	**235**	**124**	**160**	**124**	**235**	**124**	**160**	**124**	**235**	**124**	**4,754**
Net cash flow		**(124)**	**(160)**	**(264)**	**(235)**	**(124)**	**(160)**	**(124)**	**(235)**	**(124)**	**(160)**	**(124)**	**(235)**	**(124)**	**8,040**	**(124)**	**1,765**	**(124)**	**(160)**	**(124)**	**(235)**	**(124)**	**(160)**	**(124)**	**(235)**	**(124)**	**10,840**	**(124)**	**(235)**	**(124)**	**16,446**
Opening cash		**15,645**	**15,521**	**15,362**	**15,098**	**14,863**	**14,740**	**14,580**	**14,457**	**14,222**	**14,098**	**13,939**	**13,815**	**13,580**	**13,457**	**21,497**	**21,374**	**23,139**	**23,015**	**22,856**	**22,732**	**22,497**	**22,374**	**22,214**	**22,091**	**21,856**	**21,732**	**32,573**	**32,449**	**32,214**	**15,645**
Net cash flow		(124)	(160)	(264)	(235)	(124)	(160)	(124)	(235)	(124)	(160)	(124)	(235)	(124)	8,040	(124)	1,765	(124)	(160)	(124)	(235)	(124)	(160)	(124)	(235)	(124)	10,840	(124)	(235)	(124)	16,446
Ending cash		**15,521**	**15,362**	**15,098**	**14,863**	**14,740**	**14,580**	**14,457**	**14,222**	**14,098**	**13,939**	**13,815**	**13,580**	**13,457**	**21,497**	**21,374**	**23,139**	**23,015**	**22,856**	**22,732**	**22,497**	**22,374**	**22,214**	**22,091**	**21,856**	**21,732**	**32,573**	**32,449**	**32,214**	**32,091**	**32,091**

Appendix “C”

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

ORIGINAL TRADERS ENERGY LTD. ET AL.

EIGHTH REPORT OF KPMG INC.,
IN ITS CAPACITY AS MONITOR

March 18, 2024

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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 A PLAN OF COMPROMISE OR ARRANGEMENT OF ORIGINAL TRADERS ENERGY LTD. AND 2496750 ONTARIO INC.

EIGHTH REPORT OF KPMG INC.
In its capacity as Monitor of the OTE Group

March 18, 2024

I. INTRODUCTION

1. On January 30, 2023 (the "**Filing Date**"), Original Traders Energy Ltd. and 2496750 Ontario Inc. (together, the "**Applicants**") were granted relief under the *Companies' Creditors Arrangement Act,* R.S.C. 1985, c. C-36, as amended (the "**CCAA**") by Order (the "**Initial Order**") of the Ontario Superior Court of Justice (Commercial List) (the "**Court**"). The relief granted under the Initial Order (as amended and restated on February 9, 2023, the "**Amended and Restated Initial Order**") included a stay of proceedings in favour of the Applicants; the appointment of KPMG Inc. ("**KPMG**") as the monitor in these proceedings (in such capacity, the "**Monitor**"); and other related relief. These proceedings under the CCAA are referred to herein as the "**CCAA Proceedings**".

2. OTE Logistics LP and Original Traders Energy LP (together, the "**Limited Partnerships**") are not Applicants in this proceeding. However, the Initial Order and the Amended and Restated Initial Order extended the same protections granted to the Applicants to the Limited Partnerships, on the grounds that the Limited Partnerships are related to and carry on operations that are integral to the business of the Applicants. The term "**OTE Group**" throughout this report refers to the Applicants and Limited Partnerships collectively.

3. KPMG has filed various reports with the Court in these proceedings. Copies of materials filed with the Court and other materials pertaining to the CCAA Proceedings, including all reports issued by the Monitor in these proceedings, are available on the Monitor's website: http://home.kpmg/ca/OTEGroup (the "**Monitor's Website**").

II. PURPOSE OF REPORT

4. The purpose of this Eighth Report of the Monitor (the "**Eighth Report**") is to:

   (i) update the Court with respect to matters relating to the orders of the Court granted on July 17, 2023 (the "**Yacht Sale and AirSprint Proceeds Order**") and January 30, 2024 (the "**Vehicle Approval and Vesting Order**");

   (ii) provide the Monitor's recommendation that this Court issue an Order (the "**AirSprint Funds Order**"), among other things:

      (a) approving the AirSprint Settlement (as defined herein) between AirSprint Inc. ("**AirSprint**") and the OTE Group, and authorizing and directing AirSprint to remit the Remaining AirSprint Funds (as defined herein) to the Monitor; and

(b) declaring that the US$5,482,779.85 remitted by AirSprint to the Monitor pursuant to this Court's Order dated July 17, 2023, and all interest accrued thereon, and the Remaining AirSprint Funds are the property of the OTE Group;

(iii) provide the Monitor's recommendation that this Court issue an Order (the "**Distribution Order**"), among other things, authorizing the Monitor to distribute proceeds received from Allstar Auctions Inc. ("**Allstar**") pursuant to the Vehicle Transaction (as defined below);

(iv) update the Court on the OTE USA Motion (as defined herein); and

(v) update the Court with respect to certain discussions regarding the Blending Equipment (as defined herein).

III. TERMS OF REFERENCE

5. In preparing the Eighth Report, the Monitor has relied on information and documents provided by the OTE Group and their advisors, including unaudited financial information, declarations, in addition to information and documents obtained from third parties that responded to the Monitor's requests for information and other information obtained by the Monitor (collectively, the "**Information Received**"). In accordance with industry practice, except as otherwise described in the Second Report of the Monitor dated March 13, 2023 (the "**Second Report**"), KPMG has reviewed the Information Received for reasonableness, internal consistency and use in the context in which it was provided. However, the Monitor has not audited or otherwise attempted to verify the accuracy or completeness of the Information Received in a manner that would wholly or partially comply with Generally Accepted Auditing Standards ("**GAAS**") pursuant to the *Chartered Professional Accountants of Canada Handbook* and, accordingly, the Monitor expresses no opinion or other form of assurance contemplated under GAAS in respect of the Information Received.

6. Unless otherwise stated, all monetary amounts noted herein are expressed in Canadian dollars.

IV. BACKGROUND

7. Detailed information with respect to the OTE Group's business, operations, products and causes of insolvency is provided in the Monitor's pre-filing report dated January 30, 2023. Since the OTE Group's filing, this Court has granted several Orders, and various materials have been filed in connection therewith. The information below only provides the background on these proceedings

relevant for this Eighth Report. All Orders granted and materials filed in these proceedings can be accessed on the Monitor's Website.

8. On March 15, 2023, the Court granted a Mareva injunction as part of an Order (the "**Injunctive Order**") which restrained Glenn Page ("**Page**"), Mandy Cox ("**Cox**") and 2658658 Ontario Inc. ("**265**", and collectively, the "**Mareva Respondents**") from selling, removing, dissipating, alienating, transferring, assigning, encumbering or similarly dealing with a seventy foot yacht from the Italian shipbuilder Azimut Benetti, named "Cuz We Can" (the "**Italian Yacht**"), more particularly described in Schedule "A" of the Injunctive Order. On March 21, 2023 and March 28, 2023, this Court issued certain endorsements (collectively, the "**Injunctive Endorsements**") related to the Injunctive Order.

9. On July 17, 2023, this Court granted the Yacht Sale and AirSprint Proceeds Order, among other things, (i) authorizing and directing the Monitor to conduct a sale process for the Italian Yacht (the "**Yacht Sale Process**"); and (ii) directing AirSprint to remit to the Monitor the US$5,482,779.85 and any accrued interest thereon that was then held in trust by AirSprint on account of net proceeds and receipts from the sale of property including aircraft interests that were purchased or financed from funds sent to AirSprint by any OTE Group entity or affiliate thereof. The Yacht Sale and AirSprint Proceeds Order also provided that this payment was without prejudice to (i) the rights of Monitor and the OTE Group to seek payment from AirSprint of any other or further monies or property or proceeds to which any entity of the OTE Group may claim an interest in, including without limitation in connection with the sale or use of any aircraft or fractional ownership, leases or other interests therein paid for or financed with funds from any OTE Group entity or affiliate thereof; and (ii) the rights of AirSprint to defend against any such claims made by the OTE Group or the Monitor in respect of any other or further amounts.

10. On October 12, 2023, the Court issued the following:

    (i) an Order, among other things, providing the Monitor with enhanced powers in connection with the business and property of the OTE Group, and approving an amended bid process for the sale of the assets of the OTE Group to be carried out by the Monitor (the "**Bid Process**"); and

    (ii) an Order, among other things, extending the stay period to April 26, 2024, approving certain amendments to the Claims Procedure, and approving the activities of the Monitor.

11. After uncovering evidence that substantial payments were improperly and fraudulently made, and assets including cash improperly and fraudulently transferred, by the OTE Group to or for the benefit

of Page, Cox, 265, and others, the Monitor filed a report with the Court dated November 8, 2023 (the "**Sixth Report**") in support of a motion (the "**Mareva Motion**") for an Order (the "**Mareva Order**") among other things:

(i) extending the provisions of the Injunctive Order to apply to all of the assets of the Mareva Respondents, wheresoever located;

(ii) expanding the Injunctive Order to restrain the Mareva Respondents and anyone else acting on their behalf or in conjunction with any of them directly or indirectly, and all other persons to whom notice of such an Order may be given, from selling, removing, dissipating, alienating, transferring, assigning, encumbering, or similarly dealing with any of the Mareva Respondents' assets, including without limitation real property, bank accounts, insurance policies, annuities and other assets held by them or by any other person or entity on their behalf, wherever so located, without leave of this Court; and

(iii) expanding the Injunctive Order to require the Mareva Respondents to each prepare and provide to the Monitor a sworn affidavit within ten days describing the nature, value and location of their assets wheresoever located, whether in their own name or not and whether solely or jointly owned or whether held in trust for any other party.

12. The Mareva Motion was originally scheduled for November 10, 2023, but was adjourned at that hearing until December 21, 2023. The Mareva Respondents and the Monitor filed additional materials in connection therewith, including the Monitor's supplement to the Sixth Report dated December 4, 2023, which included further information on the Monitor's investigation and further basis for the relief sought.

13. On January 16, 2024, the Court ordered a broader Mareva injunction against Page and 265 in respect of all of their worldwide assets, and declined to order a Mareva injunction against Cox but instead ordered that Cox provide a statement of her worldwide assets (the "**Mareva Decision**"). Substantially all other terms of the proposed Mareva Order sought by the Monitor were approved by the Court except for certain modifications required, including in respect of a cost arrangement between the Monitor, Page and Cox. In accordance with the Mareva Decision, the Monitor examined Page on February 28, 2024 and March 13, 2024. The Monitor will update the Court on the results thereof, and any further examinations or interviews, in a future Report.

14. The Order in respect of the Mareva Decision has now been issued by the Court and is attached hereto at **Appendix "A"**.

15. Counsel to the Monitor and counsel to the Mareva Respondents attended a case conference before the Court in respect of the issue of costs on February 15, 2024. The Court's endorsement from that case conference is attached hereto at **Appendix "B"**. The Court has reserved a hearing date of March 19, 2024 to allow it to determine the issues with respect to the costs of the Page Respondents (as defined in the Court's endorsement). The endorsement provided that the parties were to reattend Court for a case conference on February 27, 2024 – that case conference was rescheduled, and a mediation took place on March 15. The March 19th hearing date has since been vacated, and the Monitor and the Mareva Respondents are in continued discussions regarding this issue, and the Monitor will provide an update to the Court in a future Report.

16. On January 30, 2024, the court issued the following Orders:

    (i) the Vehicle Approval and Vesting Order, among other things, approving the sale transaction of the OTE Group's vehicles contemplated by an agreement of purchase and sale between the Monitor, on behalf of the OTE Group, and Allstar dated January 11, 2024 (the "**Vehicle Transaction**"); and

    (ii) an Order, among other things, approving the key employee retention plan payments and sealing certain confidential appendices to the seventh report of the Monitor dated January 22, 2024 (the "**Seventh Report**").

V. AIRSPRINT PROCEEDS

17. In accordance with the Yacht Sale and AirSprint Proceeds Order, on July 20, 2023, AirSprint remitted to the Monitor US$5,482,764.85 (net of wire fees) (the "**AirSprint Proceeds**") which represented proceeds from the sale of property including aircraft interests that were purchased or financed from funds sent to AirSprint by OTE Group entities. These amounts are currently held by the Monitor in trust.

18. After the payment of the AirSprint Proceeds, the Monitor contacted AirSprint in respect of a further US$840,000 of funds that were paid by the OTE Group entities to AirSprint in respect of deposits and partial payments toward the purchase of fractional interests in a jet. The Monitor followed up with AirSprint to seek the return of those remaining funds and was advised by AirSprint that it was willing to transfer the net funds after accounting for the costs associated with re-selling the fractional interests.

Following negotiations between the Monitor, AirSprint, and counsel, AirSprint and the Monitor (on behalf of the OTE Group) have agreed to the following settlement regarding the remittance of these funds (the "**AirSprint Settlement**"), subject to approval of the Court:

(i) AirSprint shall forthwith remit US$535,000.00 to the Monitor, on behalf of the OTE Group, (the "**Remaining AirSprint Funds**"), and shall retain the residual US$315,000.00 to address ongoing costs and re-marketing fees associated with the sale of fractional interests in the jet and to cover legal fees incurred in concluding this settlement with the Monitor; and

(ii) upon the remittance of the Remaining AirSprint Funds, AirSprint shall be released from all liability (save and except for liability related to gross negligence or wilful misconduct) to the OTE Group, the Monitor, or the Mareva Respondents and related parties in connection with any fractional jet interests purchased prior to these CCAA Proceedings, other than AirSprint's ongoing obligation to respond to information requests from the Monitor in connection with the Monitor's ongoing investigations.

19. Further background on the AirSprint Settlement, including the methodology used to calculate the settlement amount, is provided in the letter dated December 12, 2023 provided by counsel to AirSprint to the Monitor and its counsel, as attached at **Appendix "C"**.

20. The AirSprint Settlement will not prejudice the Monitor's ability to compel the production of information from AirSprint or Airsprint's ongoing obligation to respond to the Monitor's information requests, or the ability for the Monitor to continue to seek payment on behalf of the OTE Group against any person aside from AirSprint or its directors, officers, employees, or other persons acting on its behalf, for usage of any of the aircraft held on behalf of the OTE Group or to seek any further directions or remedies before this Court in respect thereof.

21. The Monitor believes that the AirSprint Settlement benefits the OTE Group and its stakeholders and is fair and reasonable in the circumstances. The AirSprint Settlement will allow the OTE Group to recover the remaining net funds held by AirSprint, less the agreed upon amount estimated by AirSprint for its fees and expenses that the Monitor believes is reasonable and appropriate in the circumstances. The Monitor is of the view that the AirSprint Settlement maximizes value by allowing the OTE Group to recover the majority of the funds held by AirSprint without resorting to unnecessary litigation that would incur further professional fees. A court-ordered release of AirSprint was a condition of the agreement reached with the Monitor, subject to approval of the Court, and the Monitor is of the view that it is appropriately tailored and not overly broad as it does not release liability stemming from gross

negligence or wilful misconduct, and does not release AirSprint from providing ongoing cooperation and information in connection with the Monitor's investigation. Given AirSprint's cooperation with the Monitor throughout these proceedings and that the majority of the OTE Group payments will now have been recovered (save for the agreed upon reasonable reserve for Airsprint's fees and expenses), the Monitor supports the AirSprint Settlement, including the release of AirSprint, and believes it is appropriate in the circumstances.

22. Furthermore, as detailed in the Sixth Report, the OTE Group's funds were used to purchase the AirSprint fractional aircraft interests (the "**AirSprint Property**") in the name of 265. Despite the use of OTE Group's funds to purchase the AirSprint Property, the Mareva Respondents had continuously asserted the AirSprint Property was rightfully owned by 265 and was purchased using partnership distributions to Page. However, in connection with the Mareva Motion, Page acknowledged that the AirSprint Property purchased in the name of 265 was in fact owned by the OTE Group and not 265. An excerpt of the transcript with the aforementioned acknowledgement by Page from the Mareva Motion hearing is attached hereto as **Appendix "D"**.

23. In the Mareva Decision, the Court held at paragraph 95 that, in the context of the development of the evidentiary record for the Mareva Motion, it was confirmed that "OTE, and not 265, owned the AirSprint fractional interests". A copy of the Mareva Decision is attached hereto at **Appendix "E"**. Consistent with the Court's finding and Page's admission, the sworn statement of worldwide assets provided to the Monitor by Page and 265 in connection with the Mareva Motion did not include the AirSprint Property.

24. In accordance with the Mareva Decision, the Monitor is seeking a declaration from this Court that the AirSprint Proceeds along with the Remaining AirSprint Funds (the "**AirSprint Funds**") are the property of the OTE Group and not of any of the Mareva Respondents or their related companies. The Monitor is not aware of any basis upon which this declaration could be opposed.

VI. DISTRIBUTION OF PROCEEDS FROM THE VEHICLE TRANSACTION

25. As detailed in the Seventh Report, the Monitor completed the Bid Process which provided for the sale of the property, assets and undertakings of the OTE Group (collectively, the "**Property**"). Most of the Property subject to the Bid Process consisted of vehicles in the possession of the OTE Group (the "**Vehicles**"). Certain other Property included office furniture and IT equipment of the OTE Group.

26. Most of the Vehicles were encumbered pursuant to loan and security agreements or held pursuant to capital leases with equipment leasing and financing companies, which were served directly or through counsel in connection with the Court-approved Bid Process. When the Vehicle Approval and Vesting Order was granted, the equipment leasing and financing companies with an interest in the Vehicles were CWB National Leasing ("**CWB**"), Essex Lease Financial Corporation ("**Essex**"), Meridian OneCap Credit Corporation ("**Meridian**"), Royal Bank of Canada ("**RBC**") and Volvo Financial Services ("**VFS**" and together the "**Vehicle Leasing and Financing Companies**"). Separate from the capital leases, RBC is also a secured lender to the OTE Group through certain loan facilities secured by a general security agreement (the "**GSA**").

27. As discussed in the Seventh Report, the Monitor determined that the bid submitted by Allstar was superior in respect of its economic and other terms as compared to the other bids for the Vehicles. Following a motion brought by the Monitor, on January 30, 2024, the Court granted the Vehicle Approval and Vesting Order approving the Vehicle Transaction and authorizing the Monitor's execution, on behalf of the OTE Group, of the purchase agreement in respect thereof (the "**Purchase Agreement**").

28. The Vehicle Approval and Vesting Order provided that the claims of the Vehicle Leasing and Financing Companies would be vested out of the purchased Vehicles and would stand against the proceeds of the Vehicle Transaction. The Monitor indicated in the Seventh Report that, following closing and the completion of its counsel's security review in respect of the Vehicles, the Monitor would return to Court to seek approval of a distribution of the proceeds of the Vehicle Transaction.

29. The Purchase Agreement contemplated the closing of the Vehicle Transaction within ten business days after the issuance of the Vehicle Approval and Vesting Order. The Vehicle Transaction has since closed – the Monitor has executed the Purchase Agreement, the proceeds of the Vehicle Transaction have been received by the Monitor from Allstar, and the Vehicles have been conveyed to Allstar.

Security Review Opinion

30. The Monitor's counsel completed a review of each of the Vehicle Leasing and Financing Companies' security. The review included conducting a search of the *Personal Property Security Act*, R.S.O. 1990, c. P.10. (the "**PPSA**") and reviewing the relevant financing and leasing documents in the Monitor's possession. The Monitor's counsel has provided the Monitor with its opinion that, subject to customary qualifications and assumptions, the security documents created valid and binding obligations of the OTE Group entities that are party thereto, the security documents create valid security interests in the

Vehicles, and aside from one equipment note that appears not to have been registered under the Ontario PPSA (the "**Unperfected Interest**"), registration has been properly made in respect of all of the security interests.[1]

Distribution

31. Given that the Vehicle Leasing and Financing Companies had valid security over the Vehicles, the Monitor seeks approval from this Court to affect a total distribution of up to $2,062,759.25 broken down as follows (collectively, the "**Distributions**"):

    (i) up to $35,575.61 to CWB or an affiliate designated by CWB;

    (ii) up to $83,000.00 to VFS or an affiliate designated by VFS;

    (iii) up to $1,895,433.14 to Essex or an affiliate designated by Essex; and

    (iv) up to $48,750.50 to Meridian or an affiliate designated by Meridian.

32. The Distribution amounts may be slightly less than the above amounts depending on the distribution date and the per diem incurred as of the distribution date for each of the above Vehicle Leasing and Financing Companies. The Distributions shall not be greater than the amounts owing, as set out above, to each of the above Vehicle Leasing and Financing Companies in connection with the Vehicles, provided that the requested Distribution Order is issued by the Court to allow the Monitor to effect the Distributions by April 5, 2024 (the "**Outside Distribution Date**"). In the event that the Distribution Order is issued after April 5, 2024, the above amounts will be increased to reflect the amounts due on the actual date that the Monitor is able to effect the Distributions.

33. In addition to its security in respect of the Vehicles, as noted above, RBC has a GSA against the assets of the OTE Group. As described in the Fifth Report of the Monitor dated September 28, 2023, the GSA has been reviewed by the Monitor's counsel to confirm the validity and enforceability of RBC's security. While RBC has a secured claim against the proceeds arising from the disposition of the some of the Vehicles, the Monitor intends to seek approval of a distribution of those amounts, concurrently with the approval of a distribution to RBC in respect of the amounts secured pursuant to the GSA at a later date.

[1] The amount owing in respect of the Unperfected Interest as at the date of this Report is approximately $143,834.

34. The Monitor believes that the Distributions are appropriate in the circumstances. Each of the Vehicle Leasing and Financing Companies had valid security interests in the Vehicles, and aside from the Unperfected Interest, all security interests were perfected. The claims of the Vehicle Leasing and Financing Companies now appropriately stand against the proceeds of the Vehicle Transaction. Although perfection did not occur in respect of the Unperfected Interest, the Unperfected Interest was otherwise valid, binding and enforceable and created a valid security interest in the relevant collateral. Further, the Amended and Restated Initial Order granted by this Court does not prevent the filing of any registration to preserve or perfect a security interest.

35. The amounts to be distributed represent the payment of all obligations owing from the OTE Group to each of the relevant Vehicle Leasing and Financing Companies, except for RBC, and will not exceed the full amount of those obligations. Further, the Distributions will ensure that interest does not continue to accrue for amounts owed in respect of the Vehicles. The Distributions are supported by the OTE Group.

VII. UPDATE ON YACHT SALE PROCESS

36. As previously discussed in the Sixth Report of the Monitor dated November 8, 2023, the Monitor commenced the Yacht Sale Process after the issuance of the Yacht Sale and AirSprint Proceeds Order. As noted therein, the Monitor had not formally engaged a boat dealer or broker (a "**Boat Broker**") in respect of the Italian Yacht upon becoming aware of certain legal issues with respect to unpaid duties surrounding the Italian Yacht that would prohibit its sale in Florida. The Monitor retained U.S. marine counsel to investigate the unpaid duties. The Monitor's Sixth Report also noted that the Monitor had obtained new insurance in respect of the Italian Yacht.

37. The Monitor has since obtained a Boat Broker acceptable to the Mareva Respondents, as well as a valuation report and a quote from the U.S. customs broker to address the issue of unpaid duties. In order to move the Yacht Sale Process forward, the Monitor has arranged the payment by the OTE Group of the customs duty and applicable fees in connection with the Yacht Sale Process, which will be reimbursed to the OTE Group out of the proceeds of sale after payment of the Boat Broker's commission. The payment of the customs duty will allow the marketing and sale of the Italian Yacht to take place in Florida. The Monitor is continuing to work with its U.S. marine counsel, customs broker, insurance broker, the Boat Broker, and other service providers to advance the Yacht Sale Process, and will report to the Court when there is further information to share.

VIII. OTE USA MOTION

38. On December 22, 2023, counsel for the Monitor, counsel for the Mareva Respondents, and counsel for OTE USA LLC ("**OTE USA**") attended a scheduling case conference before Justice Kimmel. OTE USA requested this Court schedule a motion authorizing it to, among other things, (i) engage in discussions with the creditors of the OTE Group to discuss a proposed CCAA plan of arrangement (the "**Proposed Restructuring Plan**"), the terms of which are set out in a term sheet (the "**Plan Term Sheet**") and (ii) engage with licensing authorities to reinstate the licenses of the OTE Group and/or negotiate new licenses in support of the Proposed Restructuring Plan.

39. The Court scheduled the hearing of the OTE USA Motion to take place on March 22, 2024, and approved a timetable in connection therewith pursuant to an endorsement (the "**December 22 Endorsement**").

40. The Plan Term Sheet provided for OTE USA to purchase certain the assets and liabilities of the OTE Group in exchange for consideration to be paid to the OTE Group's creditors (much of which consideration consisted of property that, in the Monitor's views, already belongs to the OTE Group, including the AirSprint Funds). The Plan Term Sheet also stipulated that the Mareva Respondents, OTE USA and certain other related parties would be released from all claims in respect of their dealings with the Original Traders Energy Ltd and OTE LP and any pending litigation against the Mareva Respondents and OTE USA would be dismissed without prejudice and without costs.

41. On January 16, 2024, the Monitor facilitated a discussion at OTE USA's request between OTE USA and representatives of two significant creditors of the OTE Group, the Ministry of Finance for Ontario (the "**MOF**") and the Canada Revenue Agency (the "**CRA**"). The purpose of the discussion was to allow OTE USA to provide the MOF and the CRA with an overview of the Proposed Restructuring Plan and answer questions on same, on a "without prejudice" basis. It was agreed between the parties that the occurrence of the discussion could be reported by the Monitor, but the content of those discussions were without prejudice and therefore are not being reported upon by the Monitor.

42. On February 23, 2024, the counsel for each of the MOF and CRA notified counsel for OTE USA that neither the MOF or CRA would support the Proposed Restructuring Plan or any other plan involving OTE USA or its related entities.

43. Consequently, on February 27, 2024, counsel for OTE USA withdrew the OTE USA Motion on a without costs basis. A copy of OTE USA's e-mail to the service list withdrawing the OTE USA Motion is attached hereto as **Appendix "F".**

IX. BLENDING EQUIPMENT

44. As discussed in the Seventh Report, certain time limited gas licenses and fuel licenses expired on December 31, 2023. Subsequently, all sales and distribution of fuel by the OTE Group ceased. OTE Group's vehicles were also sold pursuant to the Vehicles Approval and Vesting Order. As a result, the equipment primarily available for acquisition through the Proposed Restructuring Plan was the OTE Group's fuel blending equipment (the "**Blending Equipment**").

45. In accordance with the Bid Process, four (4) offers were received for the Blending Equipment (the "**Blending Equipment Expressions of Interest**"), all from third parties unrelated to the OTE Group. As stated in the Bid Process, the completion of any transaction in respect of any of the Blending Equipment, among other things, would be conditional on the negotiation of acceptable lease agreements with the current landlords of the leased premises in respect of the Fuel Blending Locations (the "**Blending Location Landlords**").

46. Prior to the withdrawal of the OTE USA Motion, the Monitor did not progress any negotiations with the Blending Location Landlords or otherwise further the Blending Equipment Expressions of Interest pending the hearing of the OTE USA Motion.

47. Since the OTE USA Motion has been withdrawn, the Monitor has reached out to the Blending Location Landlords to discuss the expressions of interest received for the Blending Equipment and will report back to Court as these discussions progress.

X. MONITOR'S RECOMMENDATIONS

48. For the reasons set out in this Eighth Report, the Monitor is of the view that the relief sought in the AirSprint Funds Order and the Distribution Order is necessary and appropriate in the circumstances. As such, the Monitor respectfully requests that this Court issue the AirSprint Funds Order and the Distribution Order.

49. The Monitor is also of the view that that the Blending Equipment Expressions of Interest should be pursued for the purpose of furthering and completing one or more transactions for the Blending Equipment.

All of which is respectfully submitted this 18th day of March 2024.

KPMG Inc.
In its capacity as Monitor of
Original Traders Energy Group
And not in its personal or corporate capacity

Per:

Paul van Eyk
CPA, CA-IFA, CIRP, LIT, Fellow of INSOL
President

Duncan Lau
CPA, CMA, CIRP
Senior Vice President

Appendix “D”

ONTARIO SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

COUNSEL/ENDORSEMENT SLIP

COURT FILE NO.: CV-23-00693758-00CL **DATE: MARCH 27, 2024**

NO. ON LIST: 2

TITLE OF PROCEEDING: ORIGINAL TRADERS ENERGY INC. v. HIS MAJESTY THE KING IN THE RIGHT OF ONTARIO AS REPRESENTED BY THE MINISTRY OF FINANCE et al

BEFORE: MADAM JUSTICE KIMMEL

PARTICIPANT INFORMATION

For APPLICANT:

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For RESPONDENT:

Name of Person Appearing	Name of Party	Contact Info
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GROOT, NORMAN	GEN 7 entity	

ENDORSEMENT OF JUSTICE KIMMEL:

[1] KPMG Inc., in its capacity as the Court-appointed monitor of the OTE Group (as defined below) in these proceedings under the CCAA (in such capacity, the "Monitor"), seeks the following relief:

a. an Order (the "AirSprint Funds Order"), among other things:

   i. approving the AirSprint Settlement (as defined below) between AirSprint Inc. ("AirSprint") and the OTE Group, and authorizing and directing AirSprint to remit the Remaining AirSprint Funds (as defined below) to the Monitor; and

   ii. declaring that the US$5,482,779.85 remitted by AirSprint to the Monitor pursuant to this Court's Order dated July 17, 2023, and all interest accrued thereon, and the Remaining AirSprint Funds are the property of the OTE Group; and

b. an Order (the "Distribution Order"), among other things, authorizing the Monitor to distribute proceeds received from Allstar Auctions Inc. ("Allstar") pursuant to the Vehicle Transaction (as defined below).

[2] The Monitor's motion record was served on the service list and no one indicated that they oppose any of the relief sought.

[3] Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Monitor's Eighth Report dated March 18, 2024 (the "Eighth Report").

The Distribution Order

[4] The court is satisfied, for the reasons indicated in the Monitor's Eighth Report and in the Monitor's factum that it is just and appropriate to grant the requested Distribution Order. None of the affected Vehicle Leasing Companies, nor the OTE Group's primary secured creditor Royal Bank of Canada ("RBC"), have indicated any opposition to this order. It arises out of the court's approval of the Vehicle Transaction in a previous Vehicle Approval and Vesting Order and is supported by a security review opinion from the Monitor's counsel. As stated in the Eight Report:

a. The Monitor believes that the Distributions are appropriate in the circumstances. Each of the Vehicle Leasing and Financing Companies had valid security interests in the Vehicles, and aside from the Unperfected Interest, all security interests were perfected. The claims of the Vehicle Leasing and Financing Companies now appropriately stand against the proceeds of the Vehicle Transaction. Although perfection did not occur in respect of the Unperfected Interest, the Unperfected Interest was otherwise valid, binding and enforceable and created a valid security interest in the relevant collateral. Further, the Amended and Restated Initial Order granted by this Court does not prevent the filing of any registration to preserve or perfect a security interest.

b. The amounts to be distributed represent the payment of all obligations owing from the OTE Group to each of the relevant Vehicle Leasing and Financing Companies, except for RBC, and will not exceed the full amount of those obligations. Further, the Distributions will ensure that interest does not continue to accrue for amounts owed in respect of the Vehicles. The Distributions are supported by the OTE Group.

[5] It is well-established that this Court has the authority pursuant to section 11 of the CCAA to approve distributions to creditors (whether interim or final) during the pendency of CCAA proceedings, even where such distributions occur outside of a plan of compromise or arrangement. This Court has routinely approved such distributions. See *Re Nortel Networks Corporation et al,* 2014 ONSC 4727 at paras 54-55, 58; *AbitibiBowater Inc. (Arrangement relatif a)*, 2009 QCCS 6461, at para 71; *Greenspace Brands Inc, Re* (June 15, 2023) ONSC (Commercial List), Court File No CV-23- 00697516-00CL (Ancillary Relief Order) (McEwen, J).

[6] The Distribution Order shall issue in the form signed by me today.

<u>The AirSprint Funds Order</u>

[7] The Eighth Report describes the AirSprint Settlement, which is subject to court approval, as follows:

a. AirSprint shall forthwith remit US$535,000.00 to the Monitor, on behalf of the OTE Group, (the "Remaining AirSprint Funds"), and shall retain the residual US$315,000.00 to address ongoing costs and re-marketing fees associated with the sale of fractional interests in the jet and to cover legal fees incurred in concluding this settlement with the Monitor; and

b. upon the remittance of the Remaining AirSprint Funds, AirSprint shall be released from all liability (save and except for liability related to gross negligence or willful misconduct) to the OTE Group, the Monitor, or the Mareva Respondents and related parties in connection with any fractional jet interests purchased prior to these CCAA Proceedings, other than AirSprint's ongoing obligation to respond to information requests from the Monitor in connection with the Monitor's ongoing investigations.

[8] The Monitor recommends the approval of the AirSprint Settlement for the reasons stated in its Eighth Report. The court is satisfied that the financial terms of the AirSprint Settlement set out in (a) above are fair and reasonable and appropriate within the established criteria for approving settlements under s. 11 of the CCAA and the applicable authorities, such as *Nortel Networks Corporation (Re)*, 2018 ONSC. 6257 at para 24 and *Labourers' Pension Fund of Central and Eastern Canada v Sino-Forest Corporation*, 2013 ONSC 1078, at para 49.

[9] In its prior Mareva Decision, and having regard to interests asserted in the AirSprint fractional interests by some or all of the Mareva Defendants that were withdrawn in the course of that previous motion, the court has previously determined that the AirSprint Funds do not belong to the Mareva Respondents, but are in fact the property of the OTE Group. See *Original Traders Energy Lid, (Re)*, 2024 ONSC 325 at para 95. Consistent with this, the sworn statement of worldwide assets provided to the Monitor by Page and 265 in connection with the Mareva Motion did not include the AirSprint Property.

[10] However, the court raised some questions about the need for and/or its jurisdiction to make certain declarations and orders relating to, or expanding upon, the release described in (b) above. Counsel for Mr. Page and his corporations was not in attendance today, although by not appearing and based on prior communications with counsel for the Monitor, is understood not to be opposing the AirSprint Funds Order. Counsel for Cox appeared in a different capacity, and confirmed simply that she had instructions not to oppose this motion but no instructions beyond that.

[11] AirSprint is seeking finality, which is not unreasonable. The issue from the court's perspective is what is necessary or appropriate to ask the court to order or declare to achieve this, beyond what has already been said in the Mareva Decision and what the parties may agree to as between and among themselves.

[12] The Monitor's motion in respect of the AirSprint Funds Order is adjourned to a case conference to be scheduled before me, with counsel for the "Other Parties" (not all of whom appeared today) in attendance. The Commercial List Scheduling Office may contact me to look for time out of regular court hours if there is no time available within the window that the parties consider appropriate for dealing with this AirSprint Funds Order.

[13] In the interim, having heard the concerns of the court with certain provisions of the draft order, the parties should also re-group and consider whether these concerns can be addressed by amendments to the proposed from of order or through commercial documents. To the extent that the identified paragraphs remain (in their current or an amended form) in the next draft AirSprint Funds Order presented to the court, the parties are invited to provide further authority or precedent for same, keeping in mind that this court will continue to carefully scrutinize third party release and bar order language.

KIMMEL J.

Appendix “E”

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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Lawyers for The Monitor, KPMG Inc.

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.

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[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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Schedule “A”

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

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

BENNETT JONES LLP
3400 One First Canadian Place
P.O. Box 130
Toronto ON M5X 1A4

Richard Swan (#32076A)
Email: swanr@bennettjones.com
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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 KMPG's lawyers at Bennett Jones LLP presented a letter demanding the action. The letter was issued to the bank as part of KMPG'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 Mavera 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 Mavera injunctions is that they are not intended to unduly hamper a defendant's legitimate business operations, and in this case, KMPG'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”

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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,

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.

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, KMPG 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, KMPG 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.

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,

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.

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.

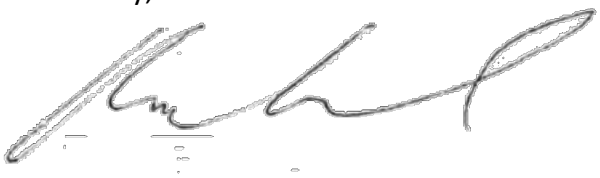
To the above, I now also add the following: provide our company a written apology for KMPG's over-zealous and inappropriate use of its broad authority as a Court-appointed Monitor and the harm it has caused to Gen7 Fuel.

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

Appendix “F”

ONTARIO SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

COUNSEL/ENDORSEMENT SLIP

COURT FILE NO.: CV-23-00693758-00CL **DATE: April 8, 2024**

NO. ON LIST: 1

TITLE OF PROCEEDING: ORIGINAL TRADERS ENERGY LTD. et al v. HIS MAJESTY THE KING IN RIGHT OF ONTARIO AS REPRESENTED BY THE MINISTRY OF FINANCE et al
BEFORE: JUSTICE KIMMEL

PARTICIPANT INFORMATION

For Plaintiff, Applicant, Moving Party:

Name of Person Appearing	Name of Party	Contact Info
SWAN, RICHARD SAHNI, RAJ GRAY, THOMAS VAN EYK, PAUL	KPMG (Monitor)	swanr@bennettjones.com sahnir@bennettjones.com grayt@bennettjones.com pvaneyk@kpmg.ca

For Defendant, Respondent, Responding Party:

Name of Person Appearing	Name of Party	Contact Info
GROOT, NORMAN STOIK, ERIN	Mr. Smoke ROSENEATH GEN7 LP	ngroot@investigationcounsel.com estoik@investigationcounsel.com
GOTTLIEB, MATTHEW	NIPPISING GAS LIMITED AS GENERAL PARTNER GEN7 FUEL LP (Non-party)	mgottlieb@lolg.ca
CURCIO, REBECCA	HERBERT, NEAL	Rebecca.curcio@be-law.ca
CHEN, JONATHON	GLENN PAGE & 2658658 Ontario Inc.)	JCHEN@litigate.com
ORKIN, JESSIA	MANDY COX, 2745384 ONTARIO INC., ALDERVILLE GAS LTD., KELLIE HODGINS,	jorkin@goldblattpartners.com

	GEN7 BRANDS INTERNATIONAL INC., ONEIDA GEN7 LP, FRENCH RIVER GEN7 LP, RANKIN GEN7 LP, JOCKO POINT GEN7 LP, CURVE LAKE GEN7 LP, SARNIA GEN7 LP, WALPOLE GEN7 LP, ROSENEATH GEN7 LP	

For Other, Self-Represented:

Name of Person Appearing	Name of Party	Contact Info

ENDORSEMENT OF JUSTICE KIMMEL :

[1] At the request of the Monitor, based on ongoing investigations and concerns raised since the Mareva Order was made in this matter on January 16, 2024 (the "Mareva Order"), the court makes the following further endorsement:

> 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 L.P.

[2] Counsel to Mr. Page and 265 and counsel to Ms. Cox have separately advised the Monitor that Mr. Page and 265 have no direct unitholder ownership interest in the above listed

limited partnership entities. None of the listed entities oppose the above clarifying endorsement sought by the Monitor.

[3] Counsel for Mr. Smoke, who claims to have an interest in one of the listed entities, Roseneath Gen 7 LP, does not oppose this endorsement, but is seeking information about the account holder of a bank account in Waterdown, Ontario that may be holding funds previously held in a Bank of Montreal account said to belong to Roseneath Gen 7 LP. That is the subject of a separate Norwich application that will be issued on the general civil list. At this time, no order is being made regarding the application of the Mareva Order to that Waterdown bank account; it may apply (in which case it will continue to apply) or it may not apply, depending on who the account holder is ultimately determined to be.

[4] Counsel for the Monitor has agreed to provide to counsel for Mr. Smoke any information that the Monitor has about the Waterdown bank account that the Monitor is able to share.

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

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceeding commenced at Toronto

Ninth Report of the Monitor

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Tel: 416.863.1200
Fax: 416.863.1716

Lawyers for the Monitor

Tab 3

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

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE	)	MONDAY, THE 22ND
	)	
JUSTICE KIMMEL	)	DAY OF APRIL, 2024

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 ORIGINAL TRADERS ENERGY LTD. AND 2496750 ONTARIO INC. (each, an "Applicant" and collectively, the "Applicants")

ORDER
(Stay Extension, WEPPA, and Activity Approval Order)

THIS MOTION, made by KPMG Inc., in its capacity as the monitor (in such capacity, the "**Monitor**") of the Applicants, OTE Logistics LP and Original Traders Energy LP (collectively with the Applicants, the "**OTE Group**") pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**", and these proceedings, the "**CCAA Proceedings**") for an order, among other things, (i) extending the stay of proceedings granted by this Court on January 30, 2023, as extended from time to time; (ii) declaring that the *Wage Earner Protection Program Act* (Canada), SC 2005, c 47, s 1 applies to the OTE Group and its former employees; and (iii) approving certain of the Monitor's Reports and the activities and conduct described therein, was heard this day by judicial videoconference via Zoom in Toronto, Ontario.

ON READING the Motion Record of the Monitor, including the Ninth Report of the Monitor dated April 16, 2024 (the "**Ninth Report**"), and on hearing the submissions of counsel for the Monitor and those other parties listed on the counsel slip, no one else appearing although duly served as it appears from the affidavit of service of Thomas Gray, filed.

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Motion Record of the Monitor is hereby abridged and validated so that this motion is properly returnable today and hereby dispenses with further service thereof.

DEFINED TERMS

2. **THIS COURT ORDERS** that capitalized terms used within this Order and not expressly defined herein shall have the meanings set forth in the Ninth Report.

STAY EXTENSION

3. **THIS COURT ORDERS** that the Stay Period is hereby extended until and including October 25, 2024.

GIC

4. **THIS COURT ORDERS** that the Monitor is authorized to invest up to $10 million of OTE Group funds into a one (1) year redeemable Guaranteed Investment Certificate (the "**GIC**").

5. **THIS COURT ORDERS** that the Monitor, on behalf of the OTE Group, may take any steps and execute any documents necessary to cause the OTE Group to invest funds into the GIC, including executing any documents necessary to ensure that the RBC Security is perfected as against the funds invested in the GIC.

WAGE EARNER PROTECTION PROGRAM ACT

6. **THIS COURT ORDERS AND DECLARES** that pursuant to section 5(5) of the *Wage Earner Protection Program Act* (Canada), SC 2005, c 47, s 1 ("**WEPPA**"), the OTE Group and their collective former employees meet the criteria prescribed by section 3.2 of the *Wage Earner Protection Program Regulations,* SOR/2008-222 and are individuals to whom the WEPPA applies as of the date of this Order.

APPROVAL OF MONITOR'S REPORTS

7. **THIS COURT ORDERS** that all of the activities and conduct of the Monitor from October 12, 2023 to the date hereof in relation to the OTE Group and these CCAA Proceedings are hereby ratified and approved.

8. **THIS COURT ORDERS** that the Sixth Report, the Supplement to the Sixth Report, the Seventh Report, the Eighth Report, and the Ninth Report, be and are hereby approved.

9. **THIS COURT ORDERS** that only the Monitor, in its personal capacity and only with respect to its own personal liability, shall be entitled to rely upon or utilize in any way the approvals set forth in paragraphs 7 and 8 of this Order.

GENERAL

10. **THIS COURT ORDERS** that the Monitor may from time to time apply to this Court for advice and directions in the discharge of its powers and duties hereunder.

11. **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 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.

12. **THIS COURT ORDERS** that this Order is effective as of 12:01am EST on the date of this Order without the need for entry or filing.

_____

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)

Proceedings commenced in Toronto

ORDER
(Stay Extension, WEPPA, and Activity Approval)

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Tab 4

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

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE	)	MONDAY, THE 22ND
	)	
JUSTICE KIMMEL	)	DAY OF APRIL, 2024

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 ORIGINAL TRADERS ENERGY LTD. AND 2496750 ONTARIO INC. (each, an "Applicant" and collectively, the "Applicants")

ORDER
(AirSprint Funds Order)

THIS MOTION, made by KPMG Inc., in its capacity as the monitor (in such capacity, the "**Monitor**") of the Applicants, OTE Logistics LP and Original Traders Energy LP (collectively with the Applicants, the "**OTE Group**") pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**", and these proceedings, the "**CCAA Proceedings**") for an order, among other things, approving the AirSprint Settlement (as defined below) and determining that the OTE Group is entitled to the AirSprint Funds (as defined below) was heard this day by judicial videoconference via Zoom in Toronto, Ontario.

ON READING the Motion Record of the Monitor, including the Eighth Report of the Monitor dated March 18, 2024 (the "**Eighth Report**") and the Ninth Report of the Monitor dated April 16, 2024, and on hearing the submissions of counsel for the Monitor and those other parties listed on the counsel slip, no one else appearing although duly served as it appears from the affidavit of service of Thomas Gray, filed.

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Motion Record of the Monitor is hereby abridged and validated so that this motion is properly returnable today and hereby dispenses with further service thereof.

DEFINED TERMS

2. **THIS COURT ORDERS** that capitalized terms used within this Order and not expressly defined herein shall have the meanings set forth in the Eighth Report.

APPROVAL OF AIRSPRINT SETTLEMENT AND DETERMINATION OF ENTITLEMENT TO AIRSPRINT FUNDS

3. **THIS COURT ORDERS** that the AirSprint Settlement between AirSprint Inc. ("**AirSprint**") and the OTE Group, as detailed in the Eighth Report, is hereby approved.

4. **THIS COURT ORDERS** that AirSprint is authorized and directed to forthwith remit US$535,000.00 (the "**Remaining AirSprint Funds**") to the Monitor.

5. **THIS COURT ORDERS** that upon the Monitor's receipt of the Remaining AirSprint Funds, AirSprint shall be released from all liability in connection with the purchase, use, operation or administration of any fractional jet interest purchased using OTE Group funds prior to these CCAA Proceedings, save and except for any liability stemming from gross negligence or wilful misconduct.

6. **THIS COURT ORDERS AND DECLARES** that the US$5,482,779.85 remitted by AirSprint to the Monitor pursuant to this Court's Order dated July 17, 2023, and all interest accrued thereon, and the Remaining AirSprint Funds (together, the "**AirSprint Funds**") is the property of the OTE Group.

7. **THIS COURT ORDERS** that nothing in this Order shall prejudice (i) the ability of the Monitor to compel the production of Requested Information (as defined in the Amended and Restated Initial Order) from AirSprint or to continue to request any other information or documents from AirSprint in connection with the Monitor's ongoing duties pursuant to the CCAA, the Amended and Restated Initial Order, or any other Order of this Court; (ii) AirSprint's

ongoing obligation to respond to information requests from the Monitor in connection with the Monitor's investigation; or (iii) the Monitor's ability to continue to seek payment on behalf of the OTE Group against any person aside from AirSprint or its directors, officers, employees, or other persons acting on its behalf, for usage of any of the aircraft held on behalf of the OTE Group or to seek any further directions or remedies before this Court in respect thereof.

GENERAL

8. **THIS COURT ORDERS** that the Monitor may from time to time apply to this Court for advice and directions in the discharge of its powers and duties hereunder.

9. **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 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.

10. **THIS COURT ORDERS** that this Order is effective as of 12:01am EST on the date of this Order without the need for entry or filing.

_____

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)

Proceedings commenced in Toronto

ORDER
(AirSprint Funds Order)

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Lawyers for the Monitor

Tab 5

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

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE	)	~~WEDNESDAY~~**MONDAY**, THE ~~27TH~~**22ND**
JUSTICE KIMMEL	)	DAY OF ~~MARCH~~**APRIL**, 2024
	)	

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 ORIGINAL TRADERS ENERGY LTD. AND 2496750 ONTARIO INC. (each, an "Applicant" and collectively, the "Applicants")

ORDER
(AirSprint Funds Order)

THIS MOTION, made by KPMG Inc., in its capacity as the monitor (in such capacity, the "**Monitor**") of the Applicants, OTE Logistics LP and Original Traders Energy LP (collectively with the Applicants, the "**OTE Group**") pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**", and these proceedings, the "**CCAA Proceedings**") for an order, among other things, approving the AirSprint Settlement (as defined below) and determining that the OTE Group is entitled to the AirSprint Funds (as defined below) was heard this day by judicial videoconference via Zoom in Toronto, Ontario.

ON READING the Motion Record of the Monitor, including the Eighth Report of the Monitor dated March 18, 2024 (the "**Eighth Report**") **and the Ninth Report of the Monitor dated April 16, 2024**, and on hearing the submissions of counsel for the Monitor and those other

parties listed on the counsel slip, no one else appearing although duly served as it appears from the affidavit of service of Thomas Gray, filed.

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Motion Record of the Monitor is hereby abridged and validated so that this motion is properly returnable today and hereby dispenses with further service thereof.

DEFINED TERMS

2. **THIS COURT ORDERS** that capitalized terms used within this Order and not expressly defined herein shall have the meanings set forth in the Eighth Report.

APPROVAL OF AIRSPRINT SETTLEMENT AND DETERMINATION OF ENTITLEMENT TO AIRSPRINT FUNDS

3. **THIS COURT ORDERS** that the AirSprint Settlement between AirSprint Inc. ("**AirSprint**") and the OTE Group, as detailed in the Eighth Report, is hereby approved.

4. **THIS COURT ORDERS** that AirSprint is authorized and directed to forthwith remit US$535,000.00 (the "**Remaining AirSprint Funds**") to the Monitor.

5. **THIS COURT ORDERS** that upon the Monitor's receipt of the Remaining AirSprint Funds, AirSprint shall be released from all liability ~~to the OTE Group, the Monitor, or to Glenn Page ("**Page**"), Mandy Cox ("**Cox**"), 2658658 Ontario Inc. ("**265**"), and 1000267493 Ontario Inc. (together with Page, Cox, and 265, the "**Other Parties**"), or any entities related to or controlled by the Other Parties,~~ in connection with **the purchase, use, operation or administration of** any fractional jet interest~~s~~ purchased **using OTE Group funds** prior to these CCAA Proceedings, save and except for any liability stemming from gross negligence or wilful misconduct.

6. **THIS COURT ORDERS AND DECLARES** that the US$5,482,779.85 remitted by AirSprint to the Monitor pursuant to this Court's Order dated July 17, 2023, and all interest accrued thereon, and the Remaining AirSprint Funds (together, the "**AirSprint Funds**") is the property of the OTE Group.

~~7. **THIS COURT ORDERS** that the Other Parties and any other entity related to or controlled by the Other Parties, shall have no further claim of any kind against, or entitlement of any kind to, the AirSprint Funds.~~

7. ~~8.~~ **THIS COURT ORDERS** that nothing in this Order shall prejudice (i) the ability of the Monitor to compel the production of Requested Information (as defined in the Amended and Restated Initial Order) from AirSprint or to continue to request any other information or documents from AirSprint in connection with the Monitor's ongoing duties pursuant to the CCAA, the Amended and Restated Initial Order, or any other Order of this Court; (ii) AirSprint's ongoing obligation to respond to information requests from the Monitor in connection with the Monitor's investigation; or (iii) the Monitor's ability to continue to seek payment on behalf of the OTE Group against any person aside from AirSprint or its directors, officers, employees, or other persons acting on its behalf, for usage of any of the aircraft held on behalf of the OTE Group or to seek any further directions or remedies before this Court in respect thereof.

GENERAL

8. ~~9.~~ **THIS COURT ORDERS** that the Monitor may from time to time apply to this Court for advice and directions in the discharge of its powers and duties hereunder.

9. ~~10.~~ **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 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.

10. ~~11.~~ **THIS COURT ORDERS** that this Order is effective as of 12:01am EST on the date of this Order without the need for entry or filing.

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)

Proceedings commenced in Toronto

ORDER

(AirSprint Funds Order)

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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)
Proceedings commenced in Toronto

MOTION RECORD
(Returnable April 22, 2024)

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