

Court File No.: CV-23-00709183-00CL

**CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST
FINANCIAL CORP., CROWN CREST FUNDING CORP., SIMPLY
GREEN HOME SERVICES INC., SIMPLY GREEN HOME SERVICES
CORP., AND CROWN CREST CAPITAL TRUST**

**FOURTH REPORT OF KPMG INC.,
IN ITS CAPACITY AS MONITOR**

September 19, 2024

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**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

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

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL
CORP., CROWN CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC.,
SIMPLY GREEN HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST**

PEOPLES TRUST COMPANY

Applicant

AND

**CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL
CORP., CROWN CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC.,
SIMPLY GREEN HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST**

Respondents

**FOURTH REPORT OF KPMG INC.
IN ITS CAPACITY AS MONITOR**

September 19, 2024

I. INTRODUCTION

1. On November 9, 2023 (the “**Initial Order Date**”), on the application of Peoples Trust Company (“**PTC**” or the “**Applicant**”), the Honourable Madam Justice Conway of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) issued an order (the “**Initial Order**”) granting Crown Crest Financial Corp., Simply Green Home Services Inc., Simply Green Home Services Corp., Crown Crest Capital Management Corp., Crown Crest Funding Corp., and Crown Crest Capital Trust (collectively, the “**Crown Crest Leasing Group**” or the “**Debtors**”) protection pursuant to the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”), and appointing KPMG Inc. (“**KPMG**”) as the Monitor of the Crown Crest Leasing Group (the “**Monitor**”).
2. The Initial Order, among other things:
 - (a) approved the appointment of HWS Consulting Inc. (“**HWS**”), acting through Josef Prosperi and others, to act as the Chief Restructuring Officer (the “**CRO**”) of the Debtors pursuant to an engagement letter dated November 8, 2023 (the “**CRO Engagement Letter**”);
 - (b) approved the terms of an interim financing facility (the “**DIP Facility**”), with a maximum principal amount of \$15 million, provided by PTC (in such capacity, the “**DIP Lender**”) to the Debtors, pursuant to a DIP facility term sheet dated November 9, 2023 (the “**DIP Term Sheet**”), and ordered that borrowings under the DIP Facility could not exceed \$1.1 million unless otherwise ordered by the Court; and
 - (c) provided the Debtors with a stay of proceedings to and including November 19, 2023.
3. At the comeback hearing held on November 17, 2023, the Court issued the Amended and Restated Initial Order (the “**ARIO**”), which incorporated certain amendments to the Initial Order granted on the Initial Order Date, including extending the stay of proceedings in respect of the Debtors to and including February 10, 2024. The ARIO authorized the increase of the maximum borrowings under the DIP Facility to \$10 million.

4. On February 5, 2024, the Court issued an Order, among other things, (a) extending the stay of proceedings to and including May 10, 2024, and (b) increasing the maximum borrowings permitted under the DIP Facility to \$15 million.
5. On May 7, 2024, the Court issued an Order (the “**Second Stay Extension Order**”), among other things, (a) extending the stay of proceedings to and including September 28, 2024 (the “**Stay Period**”); and (b) increasing the maximum borrowings permitted under the DIP Facility to \$21 million.
6. KPMG, in its capacities as Proposed Monitor and Monitor, has previously provided this Court with four (4) reports: a report by KPMG in its capacity as Proposed Monitor dated November 6, 2023 (the “**Pre-Filing Report**”), attached hereto as **Appendix “A”**, the first report of the Monitor dated November 16, 2023 (the “**First Report**”), attached hereto as **Appendix “B”**, the second report of the Monitor dated January 29, 2024 (the “**Second Report**”), attached hereto as **Appendix “C”**, and the third report of the Monitor dated May 1, 2024 (the “**Third Report**”), attached hereto as **Appendix “D”**.
7. Copies of materials and documents filed in connection with these CCAA proceedings are available on the Monitor’s website at kpmg.com/ca/crowncrest. In addition, KPMG has arranged for a toll-free hotline at 1-833-668-6400 and an email address at crowncrest@kpmg.ca through which creditors of the Debtors or other interested parties can make inquires related to these CCAA proceedings.

II. PURPOSE OF REPORT

8. The purpose of this report (the “**Fourth Report**”) is to provide the Court with information pertaining to:
 - (a) an overview of the activities of the Debtors, under the stewardship of the CRO, and the Monitor since the issuance of the Second Stay Extension Order;
 - (b) the Debtors’ reported receipts and disbursements for the period from April 21, 2024 to September 14, 2024, including a comparison of reported to forecasted results;

- (c) the Debtors' cash flow forecast (the "**Updated Cash Flow Forecast**") for the period September 15, 2024 to February 1, 2025 (the "**Forecast Period**");
- (d) the proposed amendments to the DIP Term Sheet; and
- (e) the Monitor's motion requesting, for and on behalf of the Debtors, that the Court issue an Order (the "**Third Stay Extension Order**"), among other things:
 - (i) approving the Second DIP Amendment (as defined herein) and amending paragraph 39 of the ARIO to increase the maximum borrowings permitted under the DIP Facility to \$25 million;
 - (ii) approving the Pre-Filing Report, First Report, Second Report, Third Report and Fourth Report, and the activities and conduct of the Monitor described therein;
 - (iii) approving the fees of the Monitor and its counsel, Osler, Hoskin & Harcourt LLP ("**Osler**"), for the period from October 25, 2023 to July 31, 2024; and
 - (iv) extending the Stay Period to and including January 31, 2025.

III. TERMS OF REFERENCE

9. In preparing this Fourth Report, KPMG has relied solely on information and documents provided to it by the Debtors, the CRO, and their respective advisors, including unaudited, draft and/or internal financial information, financial projections prepared by the Debtors, and discussions with management of the Debtors and the CRO (collectively, the "**Information**"). In accordance with industry practice, except as otherwise described in the Fourth Report, KPMG has reviewed the Information for reasonableness, internal consistency, and use in the context in which it was provided. However, KPMG has not audited or otherwise attempted to verify the accuracy or completeness of the Information in a manner that would comply with Generally Accepted Auditing Standards ("**GAAS**") pursuant to the *Chartered Professional Accountant of Canada Handbook* and, as such,

KPMG expresses no opinion or other form of assurance contemplated under GAAS in respect of the Information.

10. Capitalized terms used but not defined in the Fourth Report are defined in the Affidavit of Mr. Josef Prospero sworn September 19, 2024 (the “**September 19 Prospero Affidavit**”), filed by Osler, on behalf of the CRO, in support of this motion. The Fourth Report should be read in conjunction with the September 19 Prospero Affidavit, as certain information contained in the September 19 Prospero Affidavit has not been included herein in order to avoid unnecessary duplication.
11. Future orientated financial information contained in the Updated Cash Flow Forecast is based on the Debtors’ estimates and assumptions regarding future events. Actual results will vary from the information presented even if the hypothetical assumptions occur, and variations may be material. Accordingly, the Monitor expresses no assurance as to whether the Updated Cash Flow Forecast will be achieved.
12. Unless otherwise stated, all monetary amounts noted herein are expressed in Canadian dollars.

IV. ACTIVITIES OF THE DEBTORS AND THE CRO

13. The Debtors, under the stewardship of the CRO and the supervision of the Monitor, stabilized the Debtors’ business following the commencement of these CCAA proceedings and have been conducting operations in the ordinary course. The CRO, with the assistance of the Monitor, has performed the following activities since the date of the Second Stay Extension Order, as further detailed in the September 19 Prospero Affidavit:
 - (a) continuing to develop and implement a project plan for the global data review project, including engaging a temp agency and an AI firm to conform the various lease types into saleable portfolios;
 - (b) actively participating in the August Mediation (as defined herein);

- (c) conducting financial analysis and developing various financial models in an effort to arrive at an appropriate path to settlement of the class action proceedings;
- (d) continuing to develop and implement certain cost-saving initiatives which have assisted the Debtors in operating within the cash flow projections;
- (e) re-aligning internal resources after the implementation of the cost saving initiatives to allow same to continue to carry through operations with minimal disruption to customer service, collection and billing; and
- (f) continuing to operate the day-to-day business of the Debtors and maintain the engagement of internal personnel.

V. ACTIVITIES OF THE MONITOR

14. Since the date of the Second Stay Extension Order, the Monitor's activities have included:
- (a) monitoring the Debtors' cash flows and reviewing analyses on variances to the Debtors' cash flow forecast;
 - (b) corresponding and communicating with certain parties who have expressed interest in acquiring the Debtors' interests and rights to certain RNC related equipment or assets;
 - (c) communicating with certain interested parties regarding the business of the Debtors and their potential interest in same;
 - (d) assisting the Debtors, in consultation with the CRO, with the preparation of the Updated Cash Flow Forecast;
 - (e) corresponding and communicating with the DIP Lender and its counsel in respect of the Debtors' cash flows, the Updated Cash Flow Forecast and other matters relating to these CCAA proceedings;

- (f) assisting the Debtors and the CRO with their communications with stakeholders including employees, vendors, key partners and creditors;
- (g) communicating, through counsel, with counsel of record for the plaintiffs in a proposed class action commenced against certain of the Debtors and with other counsel of record involved in such proposed class action;
- (h) with the assistance of legal counsel, addressing certain information requests from stakeholders, including Plaintiffs' Counsel in the Bonnick Action (each as defined below);
- (i) considering and addressing a separate proposed class action commenced by the plaintiffs against PTC, which is related to the Bonnick Action (the "**PTC Action**" and together with the Bonnick Action, the "**Actions**"), including a potential lift stay motion in these proceedings to add Krimker (as defined below) and certain other parties to the PTC Action;
- (j) attending several case conferences in connection with a proposed motion by Plaintiffs' Counsel;
- (k) with the assistance of legal counsel, facilitating the August Mediation, including communications with the Mediator (as defined herein), negotiating and coordinating certain financial disclosure, preparing a mediation brief, reviewing materials filed by the Debtors, the plaintiffs and other interested parties in advance of the August Mediation, and participating in the August Mediation;
- (l) addressing issues pertaining to extraprovincial corporate registrations;
- (m) considering and advancing preliminary SISP materials;
- (n) reviewing materials filed by the CRO in connection with the motion for the Third Stay Extension Order; and

- (o) with the assistance of its legal counsel, preparing this Fourth Report and the motion materials for the Third Stay Extension Order.

VI. CASH RECEIPTS AND DISBURSEMENTS FROM APRIL 21, 2024 TO SEPTEMBER 14, 2024

- 15. The Debtors' consolidated cash flow projection for the period from April 21, 2024 to September 28, 2024 (the "**April 21 Cash Flow Forecast**"), was filed with the Court in support of the hearing for the Second Stay Extension Order.
- 16. The Debtors have continued to provide the Monitor with their co-operation and access to their premises, books and records. The Monitor has implemented procedures for monitoring the Debtors' receipts and disbursements on a weekly basis. The Monitor has also worked with the Debtors to prepare forecast to actual variance analyses with respect to their weekly cash flows as compared to the April 21 Cash Flow Forecast.
- 17. A comparison of the Debtors' actual cash receipts and disbursements as compared to the April 21 Cash Flow Forecast for the 21-week period ending September 14, 2024, is summarized as follows:

Crown Crest Leasing Group			
Summary of Actual vs Forecasted Receipts and Disbursements			
For the 21-week period from April 21, 2023 to September 14, 2024			
In C\$; unaudited			
	Actual	Forecast	Variance Fav/(Unfav)
Receipts			
Customer receipts	25,166,636	25,771,660	(605,025)
Other receipts	163,781	-	163,781
Total receipts	25,330,416	25,771,660	(441,244)
Operating disbursements			
Technical servicing	1,981,021	2,883,888	902,867
Other operating costs	1,908,153	1,835,077	(73,076)
Rent and utilities	333,905	336,232	2,328
Payroll	2,609,297	2,649,912	40,614
Professional fees	1,682,564	2,071,950	389,386
Tax remittances	2,488,677	2,125,966	(362,710)
Total operating disbursements	11,003,617	11,903,026	899,409
Net operating cash flow	14,326,799	13,868,635	458,165
CLA and debt servicing	21,635,630	23,445,647	1,810,017
Net cash flow before external funding	(7,308,830)	(9,577,012)	2,268,182
DIP funding	7,800,000	10,000,000	(2,200,000)
Net cash flow	491,170	422,988	68,182
Opening cash	1,331,222	1,331,222	0
Net cash flow	491,170	422,988	68,182
Ending cash	1,822,391	1,754,209	68,182
Cumulative DIP Facility (excl. accrued interest)			
Opening balance	9,000,000	10,800,000	(1,800,000)
DIP funding	7,800,000	10,000,000	(2,200,000)
Closing balance	16,800,000	20,800,000	(4,000,000)

18. As reflected in the summary table above, the Debtors reported a net negative cash outflow of approximately \$7.3 million over the 21-week period, after concurrent lease agreement (“CLA”) and debt servicing payments. The net negative cash outflow was funded by \$7.8 million of advances under the DIP Facility, taking total DIP Facility advances to \$16.8 million since the commencement of these CCAA proceedings. As at September 14, 2024, the Debtors had a cash balance of approximately \$1.8 million, a positive variance of \$0.1 million as compared to the April 21 Cash Flow Forecast.
19. The \$0.1 million positive cash variance can be summarized as follows:
- (a) a negative variance of \$0.6 million related to customer receipts, which was primarily due to a reduced volume of buyouts of equipment leased by the Debtors’ customers and timing;

- (b) this negative variance was offset by \$0.2 million in other receipts related to a reimbursement of expenses under a transition services agreement that was entered into pre-filing and has expired. This receipt had previously not been forecast;
 - (c) a positive variance of \$0.9 million related to operating disbursements, primarily the result of lower than forecast technical servicing costs (\$0.9 million) due to the catch-up of post-filing warranty credits with the Debtors' key equipment suppliers and lower call-out volumes due to the summer seasonality. In addition, there was a positive variance of \$0.4 million related to lower professional fees, primarily due to timing, which has been offset by higher than forecast sales tax remittances of \$0.4 million;
 - (d) a positive variance of \$1.8 million in CLA and debt servicing payments, which is primarily due to the reduced volume of buyouts; and
 - (e) offset by a negative variance of \$2.2 million due to lower advances under the DIP Facility.
20. Pursuant to the ARIO, the Debtors had the authority to make payments of up to \$750,000 in total for certain arrears owing to suppliers prior to the Initial Order Date, provided that such payments, in the opinion of the CRO, in consultation with the Monitor, were essential for the continued operation of the business. As at September 14, 2024, the Debtors had made approximately \$681,000 in payments primarily to technical servicing suppliers for expenses incurred prior to the Initial Order Date. Technical servicing is essential to ensure that customer equipment is maintained in a good and functional state of repair and to ensure that the Debtors' repair commitments are performed. The Debtors do not anticipate material additional disbursements, if any, in relation to technical servicing expenses incurred prior to the Initial Order Date.

VII. UPDATED CASH FLOW FORECAST

21. The Debtors, with the assistance of the Monitor and in consultation with the CRO, have prepared the Updated Cash Flow Forecast for the purpose of projecting the estimated

liquidity needs of the Debtors during the Forecast Period. A copy of the Updated Cash Flow Forecast, the accompanying notes and a report containing prescribed representations regarding the preparation of the Updated Cash Flow Forecast are attached hereto as **Appendix “E”**.

22. The Updated Cash Flow Forecast has been prepared on a conservative basis using probable and hypothetical assumptions set out in the notes to the Updated Cash Flow Forecast. The Updated Cash Flow Forecast reflects the Debtors’ estimates of receipts and disbursements on a weekly basis over the Forecast Period.
23. The Monitor’s review of the Updated Cash Flow Forecast consisted of inquiries, analytical procedures and discussions related to Information supplied to it by the Debtors and/or the CRO. Since the probable and hypothetical assumptions need not be supported, the Monitor’s procedures with respect to these assumptions were limited to evaluating whether they were consistent with the purpose of the Updated Cash Flow Forecast. The Monitor also reviewed the support provided by the Debtors and/or the CRO for the probable and hypothetical assumptions, and the preparation and presentation of the Updated Cash Flow Forecast.
24. Forecast operating cash receipts over the Forecast Period total approximately \$24.1 million, primarily related to the collection of monthly payments from the customers of the Debtors.
25. Forecast operating disbursements over the Forecast Period total approximately \$12.1 million and primarily consist of payroll (\$3 million), costs associated with the technical servicing (call-outs, repairs and maintenance) of the portfolio (\$2.7 million), professional fees (\$2.1 million) and sales tax remittances (\$2.4 million).
26. The Updated Cash Flow Forecast assumes CLA and debt servicing costs under the Loan Agreements (as defined in the First Report) will continue to be paid to PTC in the normal course, as noted in the First Report.

27. Over the Forecast Period, a total of approximately \$19.5 million will be paid to PTC to service debts owing under the Loan Agreements and in respect of the cash flows arising from the CLAs.
28. After CLA and debt servicing payments, the Debtors are projected to incur a net cash outflow of approximately \$7.5 million over the Forecast Period. Accordingly, the Updated Cash Flow Forecast projects the use of cash on hand as of the beginning of the Forecast Period and additional borrowings under the DIP Facility in the amount of \$7 million over the Forecast Period. These amounts may differ due to the timing of receipts and disbursements during the Forecast Period. Accordingly, borrowings under the DIP Facility are projected to increase to \$23.8 million by the end of the Forecast Period.
29. The Monitor notes that the Updated Cash Flow Forecast has been prepared solely for the purpose described above, and readers are cautioned that it may not be appropriate for other purposes.

VIII. AMENDMENT TO DIP TERM SHEET

30. As noted above, the DIP Term Sheet initially provided the Debtors with up to \$15 million in financing pursuant to the DIP Facility. Borrowings under the DIP Facility are secured by a super priority charge (the “**DIP Lender’s Charge**”) on all present and after-acquired personal and real, tangible or intangible property of the Debtors, granted in favour of the DIP Lender.
31. On May 1, 2024, the DIP Lender and the Debtors entered into the first amendment to the DIP Term Sheet (the “**First DIP Amendment**”), which, among other things, (i) increased the maximum availability under the DIP Facility to \$21 million and (ii) extended the maturity date to September 28, 2024. The First DIP Amendment was approved by the Court on May 7, 2024.
32. Total borrowings under the DIP Facility since the Initial Order Date were \$16.8 million as at September 14, 2024.

33. On September 19, 2024, the DIP Lender and the Debtors entered into the second amendment to the DIP Term Sheet (the “**Second DIP Amendment**”), a copy of which is attached hereto as **Appendix “F”**. The Second DIP Amendment amended the following provisions to the DIP Term Sheet:
- (a) Maximum Availability – increased from \$21 million to \$25 million; and
 - (b) Maturity Date – extended from September 28, 2024 to January 31, 2025, or such later date as the DIP Lender in its sole and absolute discretion may agree to in writing.
34. The Monitor, for and on behalf of the Debtors, is seeking approval of (i) the Second DIP Amendment and (ii) an amendment to paragraph 39 of the ARIO to authorize borrowings under the DIP Facility of up to \$25 million to account for the projected funding required during the Forecast Period. The DIP Lender’s Charge will continue to secure all obligations outstanding under the DIP Facility.
35. The Monitor is of the view that the Second DIP Amendment and proposed amendment to paragraph 39 of the ARIO is reasonable and necessary in the circumstances, as the Debtors require the liquidity to operate during the Forecast Period.

IX. UPDATE ON CLASS ACTION PROCEEDINGS

36. Since the Initial Order Date, the Monitor, through its counsel, has been actively engaged with Sotos LLP (“**Sotos**”) and Blaney McMurtry LLP (“**Blaney**” and together with Sotos, “**Plaintiffs’ Counsel**”), counsel of record for the plaintiff in a proposed class action (the “**Bonnick Action**”) commenced against certain of the Debtors and their former CEO, Mr. Lawrence Krimker (“**Krimker**”). The Monitor has also been engaged with all other counsel of record involved in the Bonnick Action. The Monitor’s objective has been to try to seek consensus upon a path forward to address the issues raised in the proposed class action, including by agreeing to a litigation timetable to resolve the proposed class proceeding.
37. The Debtors, Plaintiff’s Counsel, PTC and Krimker jointly agreed to retain the Honourable Thomas J. McEwen and McEwen Resolutions Inc. (the “**Mediator**”) to mediate the issues

raised in the Bonnick Action and the PTC Action. On August 19, 20 and 21, 2024, each of the aforementioned parties, the CRO and the Monitor, along with their respective counsel, attended a scheduled mediation (the “**August Mediation**”) with the Mediator in an effort to facilitate discussions to see if a consensual settlement of the issues raised in the Actions could be achieved.

38. The parties to the Actions are scheduled to attend another mediation session with the Mediator on September 19, 2024, which the Monitor and its counsel will attend.
39. In the event that the mediation does not achieve a settlement of the Actions, the Monitor has agreed to lift the CCAA stay of proceedings for the limited purpose of arguing certification and summary judgment, solely on the issue of the legality of the plaintiffs’ lease agreements in the Bonnick Action. These motions are currently scheduled before Justice Akbarali on October 1, 2 and 3, 2024.

X. UPDATE ON OTHER MATTERS IN THE CCAA PROCEEDINGS

Timing on SISP

40. To the extent this Court grants the Third Stay Extension Order and extends the Stay Period to and including January 31, 2025, the Monitor intends to use the extended stay period to continue to advance, in consultation with the CRO and the DIP Lender, the development of a SISP in respect of some or all of the Debtors’ business or assets, with a view to entering into a value-maximizing transaction.
41. The Monitor notes that the timing of the SISP is dependent on a number of factors, including macroeconomic conditions and the prevailing interest rate environment, as well as the status of the Bonnick Action and the potential negative impact of that action on the SISP and any potential restructuring of the Debtors. As such, the CRO and the Monitor continue to consider and discuss the optimal timing for any potential SISP.

Amendment to CRO Agreement

42. The CRO Engagement Letter was amended pursuant to the Second Stay Extension Order dated May 7, 2024. This order extended the monthly fee payable to HWS (the “**Work Fee**”) of \$65,000 per month to the period from June 2024 to September 2024. In addition to the extension to the Work Fee, the CRO and PTC agreed to a one-time fee (the “**Cost Reductions Fee**”) in the amount of \$150,000. This amount was to be paid to the CRO in two payments subject to the CRO providing evidence acceptable to the DIP Lender and the Monitor which substantiated cost savings in relation to the operation of the Debtors.
43. In two payments of \$75,000 on July 1, 2024 and August 1, 2024, the Cost Reductions Fee was paid to the CRO.
44. Further to discussions between the CRO, the Monitor, the Applicant and their respective counsel, the CRO and the Applicant have agreed to an amendment, in consultation with the Monitor, to maintain the Work Fee at \$65,000 per month for an additional four months, from October 2024 through to January 2025 (the “**Third CRO Amendment**”)
45. The Monitor was consulted with respect to the Third CRO Amendment, and is supportive of same as, in the Monitor’s view, the CRO’s total remuneration is generally comparable with compensation paid to other chief restructuring officers in similarly sized cases.

XI. REQUEST FOR APPROVAL OF FEES AND DISBURSEMENTS

46. The Monitor and its counsel, Osler, have maintained detailed records of their professional time and disbursements prior to and since the Initial Order Date.
47. The total fees of KPMG during the period from October 25, 2023, to July 31, amount to \$842,931.25, together with disbursements in the amount of \$59,526.20, both excluding sales taxes (collectively, the “**KPMG Accounts**”). These amounts represent professional fees and disbursements not yet approved by the Court. Attached hereto as **Appendix “G”** is the affidavit of Pritesh Patel in respect of the KPMG Accounts.

48. The total fees and disbursements of Osler during the period from October 29, 2023, to July 31, 2024, amount to \$757,855.00, together with disbursements in the amount of \$33,465.22, both excluding sales taxes (collectively, the “**Osler Accounts**”). These amounts represent professional fees and disbursements not yet approved by the Court. Attached hereto as **Appendix “H”** is the affidavit of Martino Calvaruso in respect of the Osler Accounts.
49. The Monitor has reviewed the Osler Accounts and confirms that the services reflected therein have been duly authorized and duly rendered and that, in the Monitor’s opinion, the charges are reasonable.
50. The fees and disbursements of the Monitor and its counsel have been reviewed by the CRO, on behalf of the Debtors, and PTC. The Monitor has been advised that the Debtors and PTC do not oppose the approval of these fees and disbursements.

XII. STAY EXTENSION

51. The current stay of proceedings expires on September 28, 2024. The Monitor, for and on behalf of the Debtors, is seeking an extension of the Stay Period to and including January 31, 2025.
52. The Monitor, for and on behalf of the Debtors, proposes an extension of the stay of proceedings to and including January 31, 2025 for the following reasons:
 - (a) the Debtors, under the stewardship of the CRO and supervision of the Monitor, are acting in good faith and with due diligence;
 - (b) the extension of the Stay Period will provide the Monitor with the opportunity to continue to facilitate discussions with the parties to the Bonnick Action, to the extent necessary;
 - (c) the extension of the Stay Period will provide the Monitor with the opportunity to continue to advance the development of the SISF, in consultation with the CRO and the DIP Lender, and seek this Court’s approval of same;

- (d) as of the date of this Fourth Report, the Monitor is not aware of any party opposed to an extension of the Stay Period; and
- (e) the extension of the Stay Period should not materially prejudice any creditor of the Debtors as the Updated Cash Flow Forecast reflects that the Debtors are projected to have sufficient funding to continue to operate in the normal course through the proposed stay extension period.

XIII. MONITOR'S RECOMMENDATIONS

- 53. For the reasons set out in this Fourth Report, the Monitor is of the view that the relief requested pursuant to the Third Stay Extension Order is both appropriate and reasonable. The Monitor is also of the view that the Debtors, under the stewardship of the CRO and supervision of the Monitor, are acting in good faith and with due diligence. Granting the relief sought will provide the Debtors with the best opportunity to explore restructuring options under the CCAA that would seek to maximize creditor and stakeholder recoveries.
- 54. Based on the foregoing, the Monitor respectfully recommends that this Court approve the relief sought in the proposed Third Stay Extension Order.

All of which is respectfully submitted this 19th day of September 2024.

KPMG Inc.

In its capacity as Monitor of

Crest Financial Corp., Simply Green Home Services Inc., Simply Green Home Services Corp., Crown Crest Capital Management Corp., Crown Crest Funding Corp. and Crown Crest Capital Trust

and not in its personal or corporate capacity

Per:



Pritesh Patel
CIRP, LIT
Senior Vice President



Tim Montgomery
CIRP, LIT
Vice President

Appendix “A”

Court File No.: CV-23-00709183-00CL

**CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST
FINANCIAL CORP., CROWN CREST FUNDING CORP., SIMPLY
GREEN HOME SERVICES INC., SIMPLY GREEN HOME SERVICES
CORP., AND CROWN CREST CAPITAL TRUST**

**REPORT OF KPMG INC.,
IN ITS CAPACITY AS PROPOSED MONITOR**

November 6, 2023

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APPENDICES

APPENDIX “A” – CASH FLOW FORECAST

APPENDIX “B” – DIP LOAN ANALYSIS AS AT AUGUST 21, 2023

Court File No.: CV-23-00709183-00CL

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
CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL CORP.,
CROWN CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC., SIMPLY
GREEN HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST**

**REPORT OF KPMG INC.
IN ITS CAPACITY AS PROPOSED MONITOR**

November 6, 2023

I. INTRODUCTION

1. Crown Crest Financial Corp. (“**CCFC**”), Simply Green Home Services Inc. (“**New Simply Green**”), Simply Green Home Services Corp. (“**Old Simply Green**”), Crown Crest Capital Management Corp. (“**CC Management Co**”), Crown Crest Funding Corp. (“**Trustee Co**”), and Crown Crest Capital Trust (“**CC Trust**” and collectively, the “**Simply Green Leasing Group**” or the “**Respondents**”) are a group of privately held companies with headquarters in Toronto, Ontario that operate a vertically integrated heating, ventilation and air conditioning (“**HVAC**”) equipment leasing and servicing business.
2. Peoples Trust Company (“**PTC**” or the “**Applicant**”) has advanced secured financing to the Simply Green Leasing Group and holds general security agreements from each of CCFC, New Simply Green, Old Simply Green, CC Management Co., Trustee Co and CC Trust pursuant to which PTC obtained a first ranking general security interest in all of the personal property, assets, and undertakings of the applicable grantor, as security for all indebtedness, liability and obligations of that grantor to PTC, including, without limitation, guarantee obligations and future indebtedness. PTC also holds certain rights as concurrent lessee pertaining to portfolios of consumer HVAC equipment leases originated or acquired by members of the Simply Green Leasing Group. As of September 30, 2023, PTC is owed approximately \$39.7 million under the Loan Agreements (as defined herein) and has further exposure under the Concurrent Leases (as defined herein) in the amount of approximately \$279.7 million.
3. KPMG Inc. (“**KPMG**” or the “**Proposed Monitor**”) understands that PTC intends to make an application (the “**Application**”) before the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) returnable on November 9, 2023, seeking an Initial Order (the “**Proposed Initial Order**”) pursuant to the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”) in respect of the Respondents to, among other things:
 - (a) obtain a stay of proceedings in respect of the Respondents until and including November 19, 2023;

- (b) appoint KPMG as the monitor in respect of the Respondents as part of the proposed CCAA proceeding, with the powers set out in the Proposed Initial Order;
 - (c) approve the appointment of HWS Consulting Inc. (“**HWS**”), acting through Josef Prosperi and others, to act as the Chief Restructuring Officer (the “**Proposed CRO**”) of the Respondents pursuant to an engagement letter to be entered into in advance of the Application date, and authorizing the Proposed CRO to exercise and perform the powers, responsibilities and duties set out therein;
 - (d) approve the terms of an interim financing facility (the “**DIP Facility**”) to be provided by PTC to the Respondents in order to finance the Respondents’ working capital requirements and restructuring costs, pursuant to a DIP facility term sheet to be entered into by the Proposed CRO, on behalf of the Respondents (the “**DIP Term Sheet**”); and
 - (e) approve the charges in the Proposed Initial Order.
4. The Proposed Monitor understands the primary purpose of the CCAA proceedings is to ensure the Simply Green Leasing Group has the necessary working capital and liquidity to continue operations while providing an opportunity to explore restructuring options under the CCAA under the supervision of the Proposed CRO and the Proposed Monitor, that would seek to maximize creditor and stakeholder recoveries.

II. PURPOSE OF REPORT

5. This report (the “**Report**”) has been prepared by KPMG as the Proposed Monitor of the Respondents in the CCAA proceedings. The purpose of the Report is to provide the Court with information pertaining to:
- (a) KPMG’s qualifications to act as Monitor of the Respondents (in such capacity, the “**Monitor**”);
 - (b) limited background information in respect of operations, financial position and creditors of the Simply Green Leasing Group, based on information currently available to the Proposed Monitor;

- (c) the cash flow projections for the Simply Green Leasing Group (the “**Cash Flow Forecast**”) for the period from November 6, 2023 to February 3, 2024 (the “**Forecast Period**”);
- (d) summarize the key terms of the proposed DIP Term Sheet to be made available to the Respondents from PTC in the maximum principal amount of \$15 million;
- (e) the appointment of the Proposed CRO;
- (f) the charges proposed in the Proposed Initial Order; and
- (g) the Proposed Initial Order and proposed additional powers of the Proposed Monitor thereunder.

III. TERMS OF REFERENCE

6. In preparing this Report, KPMG has relied solely on information and documents provided to it by the Simply Green Leasing Group and PTC, and their respective advisors, including unaudited, draft and/or internal financial information, financial projections prepared by the Simply Green Leasing Group, discussions with management of the Simply Green Leasing Group, discussions with PTC executives, and affidavits of the Respondents’ executives (collectively, the “**Information**”). In accordance with industry practice, except as otherwise described in the Report, KPMG has reviewed the Information for reasonableness, internal consistency, and use in the context in which it was provided. However, KPMG has not audited or otherwise attempted to verify the accuracy or completeness of the Information in a manner that would comply with Generally Accepted Auditing Standards (“**GAAS**”) pursuant to the *Chartered Professional Accountant of Canada Handbook* and, as such, KPMG expresses no opinion or other form of assurance contemplated under GAAS in respect of the Information.
7. Capitalized terms used but not defined in this Report are defined in the Affidavit of Mr. Michael Lombard of PTC sworn November 6, 2023 (the “**Lombard Affidavit**”), filed by the Applicant as part of its materials in support of the Application and the Proposed Initial Order. This Report should be read in conjunction with the Lombard Affidavit, as certain

information contained in the Lombard Affidavit has not been included herein in order to avoid unnecessary duplication.

8. Future orientated financial information contained in the Cash Flow Forecast is based on the Simply Green Leasing Group's estimates and assumptions regarding future events. Actual results will vary from the information presented even if the hypothetical assumptions occur, and variations may be material. Accordingly, the Proposed Monitor expresses no assurance as to whether the Cash Flow Forecast will be achieved.
9. If the Proposed Initial Order is granted, and KPMG is appointed as Monitor, KPMG will make available all Court documents and other material documents pertaining to the CCAA proceedings on its website at www.kpmg.com/ca/simplygreen. In addition, KPMG has arranged for a toll-free hotline 1-833-668-6400 and an email address simplygreen@kpmg.ca through which creditors of the Respondents or other interested parties can make inquires related to the CCAA proceedings.
10. Unless otherwise stated, all monetary amounts noted herein are expressed in Canadian dollars.

IV. KPMG'S QUALIFICATIONS TO ACT AS MONITOR

11. KPMG is a trustee within the meaning of section 2(1) of the *Bankruptcy and Insolvency Act*. Further, KPMG is not subject to any of the restrictions on who may be appointed as Monitor set out in section 11.7(2) of the CCAA.
12. KPMG has experience acting as CCAA monitor and other court-officer capacities in insolvency proceedings. The senior professional personnel at KPMG with primary carriage of this matter are certified Chartered Insolvency and Restructuring Professionals and Licensed Insolvency Trustees and have acted in insolvency matters of similar nature and scale across Canada.
13. Should the Court grant the Proposed Initial Order, KPMG has consented to act as Monitor. Furthermore, the Proposed Monitor has retained Osler, Hoskin & Harcourt LLP ("Osler") to act as its independent counsel in these proceedings.

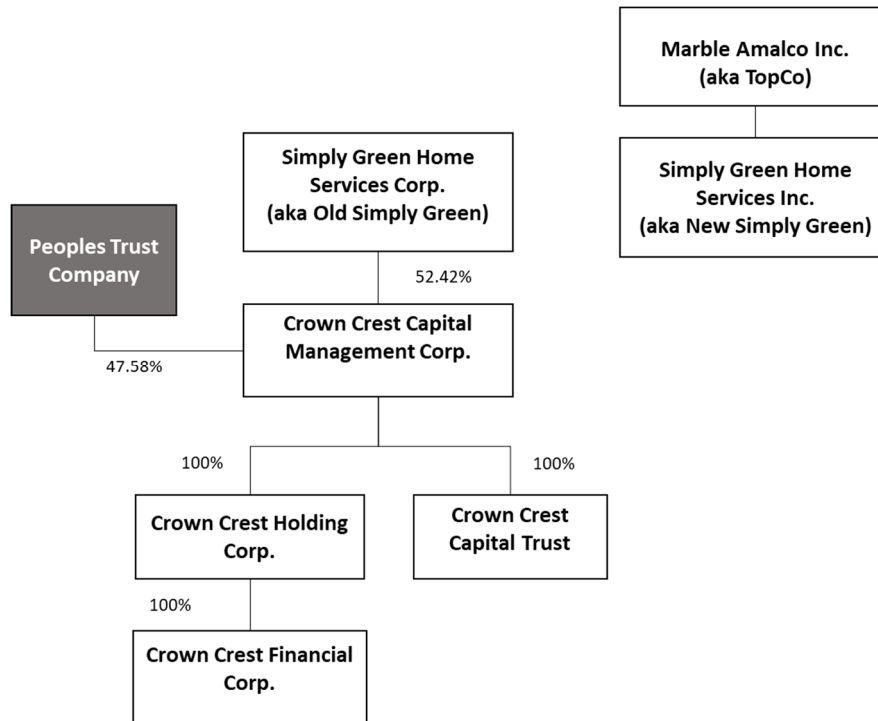
14. KPMG LLP, an affiliate of the Proposed Monitor, was retained by Gowling WLG (Canada) LLP, on behalf of PTC, pursuant to an engagement letter dated on August 8, 2023, to provide financial advisory services to PTC in respect of the Simply Green Leasing Group (the “**Prior Engagement**”). During that time, KPMG developed a preliminary understanding of the financial and operational challenges of the Simply Green Leasing Group, which knowledge will assist KPMG to fulfil its duties as Monitor.
15. The Simply Green Leasing Group consented to the Prior Engagement and agreed that it would not assert any objection to the appointment of KPMG by the Court to act as CCAA monitor based on any claim of conflict related to the Prior Engagement. As a formal matter, PTC and KPMG LLP will terminate the Prior Engagement upon the entry of the Proposed Initial Order.

V. BACKGROUND

16. Detailed information with respect to Simply Green Leasing Group’s business, operations and causes of insolvency are set out extensively in the Lombard Affidavit. The Proposed Monitor has reviewed the Lombard Affidavit and believes, based on the Information available to it, that it provides a fair and sufficient summary of the business and affairs of the Simply Green Leasing Group and the causes of its insolvency. The information contained in this Report represents a summary of the background to the proposed CCAA proceedings.

Corporate Structure and Business

17. As noted in the Lombard Affidavit, each of the Respondents are incorporated under the *Business Corporations Act* (Ontario). An organizational chart for the Respondents is included in the Lombard Affidavit and set forth below:



18. As noted above, Old Simply Green is the direct and/or indirect parent of each of the Respondents, except for New Simply Green, which is a subsidiary of Marble Amalco Inc (“**Marble Amalco**”). CC Trust is a special purpose funding trust that holds pools of equipment leases originated by other entities in the Respondents’ group. CC Trustee is the trustee of CC Trust and CC Management Co is the beneficiary and administrator of the Trust.

19. The Respondents are in the business of renting and servicing heating, ventilation and air conditioning (“**HVAC**”) and energy conservation equipment to retail consumers including hot water heaters, furnaces, heat pumps, air conditioners, boilers, air filtration systems and other related products. The equipment lease portfolio owned by the Simply Green Leasing Group is spread across Canada, with the majority of the equipment leases concentrated in Ontario. The Respondents operate the business from a leased premise located at 2225 Sheppard Ave East in Toronto, Ontario (“**Sheppard Office**”), which is the registered corporate office for each of the Respondents.

20. The business of the Simply Green Leasing Group commenced in 2013 under Old Simply Green and was focused primarily on originating leases for home comfort equipment, which involved customers entering into a term lease for new HVAC equipment, typically for ten (10) years, with lease buyout rights. Customers generally did not pay an upfront cost for acquisition and installation, but rather pay a monthly fee for the duration of the lease period. Old Simply Green would then sell the leases (and the underlying payment stream) to a financing partner.
21. The leases generally provided that the customer was not responsible for any normal course repairs to the underlying equipment over the life of the lease, except if the customer exercised their lease buyout right in which case the customer would become the outright owner of the equipment (with no further payment obligations) but would forego any further entitlement to servicing.
22. The Proposed Monitor understands that in 2015 the business model of the Simply Green Leasing Group shifted from solely lease origination to include financing of new HVAC equipment sales, as well as customer support and repair and maintenance services. While some leases continued to be originated by Old Simply Green, the Proposed Monitor understands the majority of new leases were acquired from third parties by the Simply Green Leasing Group.
23. Since 2015, the Simply Green Leasing Group has grown through acquisition of numerous portfolios of equipment leases originated by third parties, either by purchasing the equipment leases themselves or by acquiring companies' that held pools of equipment leases. These transactions have been a significant driver of the growth of the Simply Green Leasing Group, which currently services approximately 84,000 consumer equipment leases.

2020 Reorganization

24. As noted in the Lombard Affidavit, the Simply Green Leasing Group reorganized its corporate structure on or about October 13, 2020, in tandem with the formation of 2775996 Ontario Inc. ("277"), to acquire adjacent consumer lending businesses. As part of the

reorganization (the “**2020 Reorganization**”), the following changes were made to the Respondents corporate structure:

- (a) 277, the predecessor to Marble Amalco, was incorporated to facilitate the aforementioned acquisitions;
 - (b) Old Simply Green amended its name from “Simply Green Home Services Inc.” to its current name of “Simply Green Home Services Corp.”; and,
 - (c) New Simply Green was incorporated as 2775153 Ontario Inc., a subsidiary of 277, and thereafter changed its name to “Simply Green Home Services Inc.”, the former name of Old Simply Green.
25. As part of the 2020 Reorganization, the non-portfolio assets of Old Simply Green, including all employees and operational assets required to operate the business, excluding intellectual property and intellectual property rights (“**IP**”), were transferred to New Simply Green. As a result, all new equipment leases were originated by New Simply Green and no new equipment leases were originated or otherwise transferred to Old Simply Green.
26. Further concurrently with the closing, New Simply Green and Old Simply Green, with PTC’s consent, entered into: (i) an IP licencing agreement, allowing New Simply Green to use the IP assets, including the branding and trademarks when originating new contracts; and (ii) a sub-servicing agreement pursuant to which New Simply Green agreed to perform and fulfill all servicing activities previously performed by Old Simply Green in relation to the existing equipment leases held by it, CC Trust and CCFC as at the time of the 2020 Reorganization (the “**Sub-Servicing Agreement**”).
27. Pursuant to the Sub-Servicing Agreement, 277 (now Marble Amalco) granted a guarantee in favour of PTC to guarantee the performance and fulfilment of the obligations by New Simply Green thereunder, and indemnifying PTC from any loss, damage, suit, cost or other proceeding arising from the failure of New Simply Green to perform its obligations under the Sub-Servicing Agreement.

Financial Position

28. Included in the Lombard Affidavit are copies of the audited consolidated financial statements for Old Simply Green for the fifteen-month period ending December 31, 2022 (the “**2022 Audited Financial Statements**”). The 2022 Audited Financial Statements cover each of the Respondents other than New Simply Green (the Companies included in the 2022 Audited Financial Statements, the “**Old Simply Green FS Entities**”).
29. According to the 2022 Audited Financial Statements, as at December 31, 2022, the Old Simply Green FS Entities had total consolidated assets with a net book value of approximately \$256.4 million. The majority of these consolidated assets are comprised of “finance receivables”, which the Proposed Monitor understands to be the net book value of equipment lease payments owing to the Old Simply Green FS Entities. The 2022 Audited Financial Statements further provide that as of December 31, 2022, the Old Simply Green FS Entities had total liabilities in the amount of approximately \$312.3 million, including secured debt in the amount of \$255.8 million.
30. The most recent unaudited financial statements provided to PTC for New Simply Green are for the quarterly period ending March 31, 2023 (the “**New Simply Green March 2023 FS**”). The New Simply Green March 2023 FS, a copy of which is attached to the Lombard Affidavit, indicates that New Simply Green had total assets in the amount of approximately \$61.3 million, primarily comprised of finance receivables in the amount of approximately \$55.6 million, and liabilities of approximately \$90.9 million (including secured debt in the amount of approximately \$55.4 million).

Employees

31. Based on discussions with management, the Proposed Monitor understands that the Simply Green Leasing Group has between 70 to 80 full time employees, including management and executives, all based in Toronto and working from the Sheppard Office.
32. Based on the Information reviewed to date, the Proposed Monitor understands the Respondents’ employees do not benefit from a company-backed pension plan, are not represented by a union and are not subject to a collective bargaining agreement

PTC Indebtedness

33. PTC is the principal source of secured financing for the Respondents. Specifically, the Respondents have entered into three warehouse loan agreements and secured debenture facilities with PTC (collectively, the “**Loan Agreements**”). They have also entered into a number of concurrent leases (the “**Concurrent Leases**”) which PTC has certain rights pertaining to the underlying rents payable for specific portfolios of consumer rental agreements (the “**Concurrent Lease Agreements**”).
34. As noted earlier in this Report, PTC has a first ranking general security interest in all of the personal property, assets, and undertakings in each of CCFC, New Simply Green, Old Simply Green, CC Management Co., Trustee Co and CC Trust. Further, under each of the Concurrent Lease Agreements, PTC has been granted a security interest in the underlying rented assets, including without limitation all amounts owed to or received by the applicable lessor, and all of the lessor’s right, title and interest, in and to all collections in respect of the remaining term of the equipment lease agreements.
35. As at September 30, 2023, PTC is owed approximately \$39.7 million under the Loan Agreements and has further exposure under the Concurrent Lease Agreements in the amount of approximately \$279.7 million. PTC was granted various general security agreements and guarantees pertaining to the Loan Agreements and Concurrent Lease Agreements, as detailed and appended to the Lombard Affidavit.
36. The Loan Agreements currently in place between the respondents and PTC are described in the below chart:

#	Borrower	Authorized Amount of Facility	Outstanding Balance ⁽¹⁾	Accrued Interest ⁽¹⁾	Title and Date of Agreement	Name of Facility
1	CC Trustee in its capacity as trustee of CC Trust	\$5,500,000	\$2,167,832	\$22,315	Fourth Amended and Restated Warehouse Line of Credit Agreement dated January 1, 2023	Warehouse 1
2	CC Trustee in its capacity as trustee of CC Trust	\$20,514,800	\$12,495,271	\$136,389	Third Amended and Restated Warehouse Line of Credit Agreement dated January 1, 2023	Warehouse 4
3	New Simply Green	\$25,000,000	\$17,846,112	\$191,881	Second Amended and Restated Warehouse Line of Credit Agreement dated January 1, 2023	Warehouse 5
4	Old Simply Green	\$10,000,000	\$6,806,717	\$70,903	Debenture dated January 19, 2018	Debenture 1
	Total	\$61,014,800	\$39,315,932	\$421,489		

(1) As at September 30, 2023

37. As noted in the Lombard Affidavit, 277 (now Marble Amalco) granted a guarantee in favour of PTC of the obligations, liability and indebtedness of New Simply Green under Warehouse 5.

38. The Concurrent Lease Agreements currently in effect between the Respondents and PTC are described in the below chart:

#	Concurrent Lessor and Servicer	Title and Date of Agreement
1	CCFC	Fourth Amended and Restated Concurrent Lease dated June 30, 2021
2	CC Trustee in its capacity as trustee of CC Trust	Concurrent Lease Agreement dated May 29, 2019
3	New Simply Green	Second Amended and Restated Concurrent Lease dated November 1, 2021
4	CC Trustee in its capacity as trustee of CC Trust	Second Amended and Restated Concurrent Lease Agreement dated April 15, 2019
5	CC Trustee in its capacity as trustee of CC Trust	Third Amended and Restated Concurrent Lease Agreement dated April 15, 2019

39. At present, the Proposed Monitor has not received a security opinion from its independent counsel, Osler, on the validity and enforceability of PTC's security interest as against the

Respondents but intends to request such review be completed prior to the Comeback Hearing, should the Proposed Initial Order be issued.

Other Creditors

40. As noted in the Lombard Affidavit, the Respondents have a limited number of other creditors with registered security interests in the applicable personal property security registries, which primarily appear to relate to leasing and/or financing of vehicles. One of the registrations is from Greypoint Capital Inc. relating to a warehouse loan agreement entered into with Old Simply Green, which was reportedly repaid in full on January 26, 2022, according to the 2022 Audited Financial Statements.
41. As per the 2022 Audited Financial Statements, the Old Simply Green FS Entities had unsecured creditors in the amount of approximately \$13 million, substantially all of which is due to a company under common control. Based on the Information received, the Proposed Monitor understands this balance may have increased to approximately \$18.7 million as at June 30, 2023.
42. As per the New Simply Green March 2023 FS, New Simply Green has unsecured creditors and accrued liabilities in the amount of approximately \$5.2 million. The Proposed Monitor does not have a further breakdown of this balance.
43. Based on the Information received and reviewed to date, the Proposed Monitor is not aware of any arrears of employee related amounts, required remittances of employee withholdings, and/or sales taxes (HST and PST), other than potentially accrued amounts since the date of the last payment/remittance. The Proposed Monitor intends to confirm the above following issuance of the Proposed Initial Order.

VI. CASH FLOW FORECAST

44. The Proposed Monitor has prepared the Cash Flow Forecast for the purpose of projecting the estimated liquidity needs of the Simply Green Leasing Group during the Forecast Period. A copy of the Cash Flow Forecast, accompanying notes and a report containing prescribed representations regarding the preparation of the Cash Flow Forecast are attached hereto as **Appendix “A”**.
45. The Cash Flow Forecast has been prepared by the Proposed Monitor on a conservative basis using probable and hypothetical assumptions set out in the notes to the Cash Flow Forecast.
46. The Cash Flow Forecast has been prepared by the Proposed Monitor without consulting with the Respondents, based on financial information and financial models provided by the Respondents in the Prior Engagement. This financial information included a monthly cash flow forecast (the “**SG Monthly Model**”) prepared using a lease schedule and opening loan balances as at May 31, 2023 and was based on assumptions as it relates to cash generation from lease agreements, operating expenses, debt servicing costs and flow-through payments to PTC.
47. The Proposed Monitor has updated opening loan balances from information provided to it by the Applicant and made assumptions regarding the timing of intra-month receipts and disbursements based on certain available information in the SG Monthly Model, and the Proposed Monitor’s prior experience in similar situations. The Proposed Monitor notes that given the dated nature of the SG Monthly Model and the fact that a number of assumptions as it relates to the timing of intra-month receipts and disbursements have not been corroborated by the Respondents, actual results may differ from the Cash Flow Forecast and such variances may be material.
48. The Proposed Monitor has had no access to the Respondents' banking information and therefore has made the conservative assumption, for the purpose of the Cash Flow Forecast, that the Respondents have nil cash on hand as at November 6, 2023. This assumption is consistent with the presentation of cash flows included in the SG Monthly Model.

49. Forecast operating cash receipts over the Forecast Period total approximately \$16.4 million primarily related to the collection of monthly payments from the customers of the Simply Green Leasing Group.
50. Forecast operating disbursements over the Forecast Period total approximately \$8.5 million and primarily consist of payroll (\$2.5 million), costs associated with the technical servicing (call-outs, repairs and maintenance) of the portfolio (\$1.8 million), professional fees (\$1.4 million) and other general and administration expenses (third party call centre, billing costs, IT, etc.).
51. The Cash Flow Forecast assumes that the Respondents service interest expense of the Loan Agreements and remit amounts required under the Concurrent Lease Agreements upon receipt of an opinion from its independent counsel, Osler, that PTC's security interest is valid and enforceable, which opinion is anticipated to be completed prior to the Comeback Hearing (as defined below). Over the Forecast Period (but not during the first 2 weeks), a total of approximately \$16 million will be paid to PTC to service debts owing under the Loan Agreements, in respect of the cash flows arising from the Concurrent Lease Agreements and the commitment fee for the proposed DIP Facility.
52. Net negative cash flow is forecast to be approximately \$1.1 million over the first 2 weeks (i.e. up to the date of the Comeback Hearing) and approximately \$8.2 million over the Forecast Period.
53. Accordingly, the Respondents will be required to draw on the proposed DIP Facility, as defined below, immediately upon issuance of the Proposed Initial Order in order to have sufficient funds to satisfy its projected uses of cash to the date of the Comeback Hearing. Beyond the date of the Comeback Hearing, the Respondents will also require additional amounts from the DIP Facility to continue to operate the business in the normal course.
54. The Cash Flow Forecast projects borrowings under the DIP Facility in the amount of \$1.1 million prior to the date of the Comeback Hearing and \$8.2 million over the Forecast Period.

55. As evidenced by the Cash Flow Forecast, without access to urgent interim financing, the Respondents lack sufficient liquidity to maintain operations. The DIP Facility will provide the Respondents with sufficient funding during the Forecast Period to ensure continued operations during the proposed CCAA proceedings.
56. The Proposed Monitor notes that the Cash Flow Forecast has been prepared solely for the purpose described above, and readers are cautioned that it may not be appropriate for other purposes.

VII. PROPOSED DIP FACILITY

57. As noted above, based on the Cash Flow Forecast, the Respondents will require urgent interim financing in order to maintain sufficient liquidity to continue operations, during these CCAA proceedings.
58. Under the DIP Term Sheet to be entered into by the CRO, on behalf of the Respondents, subject to this Court’s prior approval in the Proposed Initial Order, PTC (in such capacity, the "**DIP Lender**") has agreed to extend an interim senior secured, super-priority financing facility (the "**DIP Facility**") to the Respondents in the maximum principal amount of \$15 million. PTC has advised the Proposed Monitor that its willingness to provide such financing is predicated on the Court making the Proposed Initial Order, including the proposed DIP Lender’s Charge.
59. Principal terms of the DIP Term Sheet, a copy of which is attached as Exhibit “CC” to the Lombard Affidavit, include, without limitation, the following:

Basic Provisions	Description
Maximum Availability	\$15,000,000
Borrowers	Each of the entities within the Simply Green Leasing Group
Interest rate	9.5% per annum, compounded and calculated weekly

Additional consideration	Commitment fee 1% of the Maximum Availability (the “ Commitment Fee ”), one-third of which shall be earned upon execution of the DIP Term Sheet and the balance upon issuance of the Restated Initial Order.
Expenses	Borrowers shall pay all fees and expenses of the DIP Lender related to the DIP Term Sheet incurred by the DIP Lender in connection with the CCAA proceedings.
Maturity date	Earliest of: (a) 180 days from the date of Initial Advance; (b) the date on which stay of proceedings under CCAA is lifted without consent of DIP Lender or CCAA proceedings terminated; (c) implementation of a plan of compromise or arrangement within the CCAA proceedings; (d) the conversion of the CCAA Proceedings to a proceeding under the BIA; and (e) the occurrence of an Event of Default.
Security	DIP Facility will be secured by a super priority charge (the “ DIP Lender’s Charge ”) on all present and after-acquired personal and real, tangible or intangible property of the Borrowers (the “ Property ”), granted in favour of the DIP Lender for all advances made to the Respondents subsequent to the date of the Initial Order.
Continued Payment of Interest	At all times after the Restated Initial Order, the Borrowers agree that any and all interest and fees due and payable and/or accruing under Loan Agreements, and payments and remittances required to be paid under the Concurrent Lease Payments, shall be paid in the ordinary course, subject to receipt of an opinion from the Monitor’s independent counsel, Osler, that PTC’s security interest as against the Respondents is valid and enforceable.
Conditions Precedent to Initial Advance	Conditions precedent to the Initial Advance include but are not limited to: (a) the Proposed Initial Order be made and in full force and effect, in form and substance acceptable to the DIP Lender; (b) KPMG be appointed as the Monitor; (c) appointment of the Proposed CRO; and (d) granting of the DIP Lender’s Charge, which shall be subordinate only to the Administration Charge.
Events of Default	A number of Events of Default, including but not limited to: (a) KPMG ceases to be Monitor; (b) the Proposed CRO is terminated or resigns, or the Borrowers fail to cooperate with the Proposed CRO, once appointed; or (c) the Borrowers permit negative variances with respect to cumulative receipts and cumulative disbursements in the Cash Flow Forecast (or any subsequent updated forecast) that (i) at any time during the first 8 weeks of the CCAA proceedings exceed 20%; and (ii) thereafter exceed 15%, in each case measured on a weekly basis.

60. Based on the Cash Flow Forecast, the amount that would be required to be drawn in the first ten days is \$1.1 million (the “**Initial Advance**”), which would be used, together with cash flows from operations, to fund the following expenses:
- (a) Operating costs (\$1.1 million), primarily related to estimated costs for technical servicing of customer equipment, customer collections, call centre, etc.
 - (b) Payroll and Benefits (\$0.4 million), related to payment of salary and wages for existing employees of the Simply Green Leasing Group;
 - (c) Professional Fees (\$0.4 million), primarily to provide retainers to the Applicant’s counsel, the Proposed Monitor and its counsel, and payment of the first Work Fee (as defined herein) to the Proposed CRO;
 - (d) Rent and Utilities (\$0.2 million); and
 - (e) the Commitment Fee.
61. In order to provide the Respondents with the liquidity required to fund the operations during the CCAA proceedings, the Applicant is seeking the approval of the DIP Term Sheet and that, until the Comeback Hearing, the Respondents be permitted to draw no more than \$1.1 million to fund the expenditures noted above in the first ten days, subject to compliance with the terms of the DIP Term Sheet. The Initial Advance shall be advanced by the DIP Lender to New Simply Green for and on behalf of itself and the Respondents. The amounts are contemplated to be funded under and secured by the DIP Lender's Charge.
62. The Proposed Monitor notes the amount required to be drawn in the first ten days represents approximately 7% of the total availability under the DIP Facility. The Cash Flow Forecast has been reviewed by the DIP Lender, which consents to the proposed Initial Advance amount and the use of proceeds to sustain operations of the Respondents until the Comeback Hearing.
63. When reviewing the reasonableness of the DIP Term Sheet, KPMG considered the factors set out in Section 11.2 of the CCAA and notes the following:

- (a) Based on the Information available to the Proposed Monitor, the Respondents have a critical and immediate need for interim financing. Without access to the DIP Facility, based on the Cash Flow Forecast, the Respondents will be unable to maintain their operations and advance the restructuring process during the Forecast Period. The DIP Facility will allow the Respondents to continue to operate, including funding payroll along with customer and technical servicing;
- (b) the Proposed Monitor believes that approval of the DIP Facility is in the best interests of the Respondents' stakeholders and will advance the Respondents' restructuring process. The Proposed Monitor does not believe that creditors of the Respondents will be prejudiced as a result of the approval of the DIP Facility – to the contrary, they will benefit from it as it will allow the business to continue to operate, which will enhance value versus the alternative, which is the discontinuation of operations and the potential liquidation of the Respondents' assets;
- (c) on the application for the Proposed Initial Order, the Applicant is seeking approval to advance and secure only the amounts funded under the Initial Advance, which are those amounts required to sustain the business until the Comeback Hearing; and
- (d) the Proposed Monitor compared the terms of the DIP Facility to other DIP facilities approved by Canadian courts in CCAA proceedings commenced in 2023. Based on the Proposed Monitor's review, the cost of the proposed DIP Facility is within the ranges of similar facilities approved by the Court and other Canadian courts in CCAA proceedings (particularly given the recent increases in interest rates), a comparison of which is attached hereto as **Appendix "B"**.

VIII. APPOINTMENT OF THE CRO

64. Prior to the date of the Application, the Respondents intend to enter into an agreement with HWS, using the services of Mr. Josef Prosperi and others, to act as the Proposed CRO in respect of each of the Respondents (the “**CRO Agreement**”). A copy of the CRO Agreement is attached as Exhibit “AA” to the Lombard Affidavit.
65. Mr. Prosperi is a well-respected director and executive, who has extensive experience in special situations, including acting as an interim leader in assignments of an urgent or critical nature.
66. The key services to be provided by the Proposed CRO include but are not limited to:
 - (a) overseeing the day-to-day management of, and exercise all consent rights and matters of discretion reserved to, the Simply Green Leasing Group, including being designated as the responsible person and/or an authorized signatory on any matters, including bank accounts of the Simply Green Leasing Group;
 - (b) entering into agreements or instruments for and on behalf of the Simply Green Leasing Group;
 - (c) assisting PTC, the DIP Lender and the Proposed Monitor, in developing, for consideration by the Court, and implementing, a plan or plans for any financial and operational restructuring in respect of the Simply Green Leasing Group;
 - (d) answering information inquiries of PTC and the DIP Lender and/or the Proposed Monitor, and communicating and coordinating with the foregoing in connection with the CCAA proceedings;
 - (e) managing, directing and implementing the Simply Green Leasing Group’s consultations with and reporting obligations to customers;
 - (f) working with the Proposed Monitor in the preparation and timely delivery of critical financial information or other reporting required by applicable law, the DIP Lender or Court order;

- (g) approving all material cash disbursements, in accordance with the Cash Flow Forecast and the Court orders in these CCAA proceedings, as and if reasonably needed, in order to preserve value of the assets of the Simply Green Leasing Group; and
 - (h) retaining or terminating employees or contractors of the Simply Green Leasing Group.
67. The CRO Agreement provides for the following fees to be paid to the Proposed CRO in respect of the engagement:
- (a) For the first three months of the engagement, commencing on the date of the Initial Order, a fee of \$40,000 per month;
 - (b) For each subsequent month of the engagement after the first three (3) months, a fee in an amount to be agreed upon by HWS, the Monitor, PTC and the DIP Lender and approved by the Court (together with the fee for the first three (3) months of the engagement, the “**Work Fee**”); and
 - (c) in the event the CCAA proceedings advance to a stage where a Restructuring Transaction (as defined in the CRO Agreement) is to be pursued, a fee (the “**Success Fee**”) in an amount to be agreed upon by HWS, the Monitor, PTC and the DIP Lender, and approved by the Court, which shall be earned upon the closing of such Restructuring Transaction.
68. The Proposed Initial Order contemplates, among other things, in respect of the Proposed CRO:
- (a) confirmation of the Proposed CRO appointment;
 - (b) approval of the CRO Agreement, including the fees and expenses contemplated therein;
 - (c) the Respondents shall not make any payment or transfer without the consent of the CRO;

- (d) approval of the indemnification provisions of the CRO Agreement, including, but not limited to, limiting liability of HWS and Mr. Prosperi from all claims, damages and losses, save and except for any gross negligence or willful misconduct; and
 - (e) the CRO Agreement may be terminated by the Monitor, for and on behalf of the Simply Green Leasing Group, pursuant to the powers granted to the Monitor in the Proposed Initial Order.
69. As noted in the Lombard Affidavit, the directors and officers of the Simply Green Leasing Group will be resigning or have indicated they intend to resign in connection with the Application and as such, the appointment of the Proposed CRO is necessary and appropriate in the circumstances. While senior management of the Simply Green Leasing Group have agreed to continue, in a consulting capacity, to support the Proposed CRO through a transition period, the Proposed CRO appointment will vest significantly all of the powers of management of the Respondents in the CRO.
70. The Proposed Monitor has reviewed the CRO Agreement and is supportive of the appointment of the Proposed CRO. Further, the Proposed Monitor understands the Applicant is supportive of the CRO appointment.

IX. PROPOSED COURT ORDERED CHARGES

71. The Proposed Initial Order provides for two priority charges (collectively the “**Proposed Charges**”) on the current and future assets, undertakings and properties of the Respondents wherever located, including all proceeds thereof, that rank in the following order:
- (f) First, the Administration Charge (to the maximum amount of \$250,000); and
 - (g) Second, the DIP Lender’s Charge (to the maximum amount of \$1.1 million);
72. Each of the Proposed Charges are described in more detail below.

Administration Charge

73. The Proposed Initial Order provides a charge for the ten-day period prior to the Comeback Hearing on all Property of the Respondents in favour of the Proposed Monitor, counsel to the Proposed Monitor, the Proposed CRO and its counsel, and the Applicant's counsel, as security for their respective fees and disbursements incurred in respect of the Application in the aggregate amount of \$250,000 (the "**Administration Charge**").
74. The Proposed Monitor is of the view that the Administration Charge is reasonable and appropriate in the circumstances, having considered, among other things:
- (a) the work completed to date in preparation for these CCAA proceedings by the Proposed CRO, the Proposed Monitor, the Proposed Monitor's counsel and the Applicant's counsel has been material and without any retainers or payments made;
 - (b) the size of the court-ordered charge is comparable to other insolvency proceedings; and
 - (c) the amount of the Administration Charge is limited to an amount necessary to ensure the beneficiaries of the Administration Charge have adequate protection to the date of the Comeback Hearing.

DIP Lender's Charge

75. As described above, PTC has agreed to provide a DIP Facility in the maximum amount of \$15 million to fund the Respondents' working capital, payments to PTC under the Loan Agreements and the Concurrent Lease Agreements, and for general corporate purposes, including legal and other professional costs associated with these CCAA proceedings. For the short-term forecast period up to the Comeback Hearing, the Respondents are expected to require \$1.1 million of DIP funding to make all necessary payments. The Proposed Monitor understands that PTC is only prepared to provide the DIP Facility if all advances thereunder are secured by a Court-approved priority charge on the Property.

76. The Proposed Initial Order provides a charge for the ten-day period prior to the Comeback Hearing on all Property of the Respondents in favour of PTC in the aggregate amount of \$1.1 million (the “**DIP Lender’s Charge**”).
77. The purpose of the proposed DIP Lender’s Charge is to secure the DIP Facility and provide PTC with priority over all other liens on the Property of the Respondents other than the Administration Charge.
78. The Proposed Monitor is of the view that the amount of the DIP Lender’s Charge is reasonable in the circumstances and required as the Respondents urgently need liquidity to operate during these CCAA proceedings. The amount of the DIP Lender’s Charge is limited to an amount necessary to ensure PTC has adequate security to the date of the Comeback Hearing and is supported by the Cash Flow Forecast.

X. COMEBACK HEARING

79. Should the Court grant the Proposed Initial Order, the Proposed Monitor understands that the Applicant intends to bring a motion returnable within the ten (10) day stay period (the “**Comeback Hearing**”) seeking, among other relief:
 - (a) increases to the Administration Charge and the DIP Lender’s Charge; and
 - (b) an extension of the stay of proceedings established by the Proposed Initial Order.
80. Should the Court grant the Proposed Initial Order, KPMG (in its then capacity as Monitor) will report to the Court in connection with the Comeback Hearing and any other relief sought by the Applicant.

All of which is respectfully submitted this 6th day of November 2023.

KPMG Inc.

In its capacity as Proposed Monitor of

Crest Financial Corp., Simply Green Home Services Inc., Simply Green Home Services Corp., Crown Crest Capital Management Corp., Crown Crest Funding Corp. and Crown Crest Capital Trust

And not in its personal or corporate capacity

Per:



Pritesh Patel
CIRP, LIT
Senior Vice President



Huey Lee
CIRP, LIT
Senior Vice President

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

Court File No. ●

AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF CROWN CREST CAPITAL MANAGEMENT
CORP., CROWN CREST FINANCIAL CORP., MARBLE AMALCO
INC., CROWN CREST FUNDING CORP., SIMPLY GREEN HOME
SERVICES INC., SIMPLY GREEN HOME SERVICES CORP., AND
CROWN CREST CAPITAL TRUST

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding commenced at Toronto

**PRE-FILING REPORT OF THE
PROPOSED MONITOR**

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Lawyers to KPMG Inc., in its capacity as Proposed Monitor

Appendix “B”

Court File No.: CV-23-00709183-00CL

**CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST
FINANCIAL CORP., CROWN CREST FUNDING CORP., SIMPLY
GREEN HOME SERVICES INC., SIMPLY GREEN HOME SERVICES
CORP., AND CROWN CREST CAPITAL TRUST**

**FIRST REPORT OF KPMG INC.,
IN ITS CAPACITY AS MONITOR**

November 16, 2023

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APPENDICES

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APPENDIX “B” – Cash Flow Forecast for the period November 13, 2023, to February 10, 2024

Court File No.: CV-23-00709183-00CL

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
CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL
CORP., CROWN CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC.,
SIMPLY GREEN HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST**

**FIRST REPORT OF KPMG INC.
IN ITS CAPACITY AS MONITOR**

November 16, 2023

I. INTRODUCTION

1. On November 9, 2023 (the “**Filing Date**”), on the application (the “**Application**”) of Peoples Trust Company (“**PTC**” or the “**Applicant**”), the Honourable Madam Justice Conway of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) issued an order (the “**Initial Order**”) granting Crown Crest Financial Corp. (“**CCFC**”), Simply Green Home Services Inc. (“**New Simply Green**”), Simply Green Home Services Corp. (“**Old Simply Green**”), Crown Crest Capital Management Corp. (“**CC Management Co**”), Crown Crest Funding Corp. (“**Trustee Co**”), and Crown Crest Capital Trust (“**CC Trust**” and collectively, the “**Crown Crest Leasing Group**” or the “**Debtors**”) protection pursuant to the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”), and appointed KPMG Inc. (“**KPMG**”) as the Monitor of the Crown Crest Leasing Group (the “**Monitor**”). The Initial Order provided the Debtors with a stay of proceedings until November 19, 2023 (the “**Stay Period**”).
2. KPMG, in its then capacity as Proposed Monitor, provided this Court with a report dated November 6, 2023 (the “**Pre-Filing Report**”) that contained, *inter alia*, an overview of the Debtors’ financial position, an overview of the Debtors’ 13-week cash-flow forecast, the terms of an interim financing facility (the “**DIP Facility**”) made available to the Debtors by PTC (in such capacity, the “**DIP Lender**”) in order to finance their working capital requirements and restructuring costs, the appointment of HWS Consulting Inc. (“**HWS**”), acting through Josef Prosperi and others, to act as the Chief Restructuring Officer (the “**CRO**”) of the Debtors, and the Proposed Monitor’s associated conclusions and recommendations. A copy of the Pre-Filing Report (without exhibits) is attached as **Appendix “A”** to this report.
3. The Court scheduled a comeback hearing to be heard on November 17, 2023 (the “**Comeback Hearing**”). At the Comeback Hearing, the Applicant is seeking an Amended and Restated Initial Order (the “**ARIO**”) that, among other things:
 - (a) extends the Stay Period to and including February 10, 2024;
 - (b) increases the quantum of the Administration Charge to \$1.5 million;

- (c) increases the quantum of the DIP Lender's Charge to \$15.0 million; and
 - (d) authorizes the Debtors to pay amounts owing for goods or services supplied by third party suppliers or service providers prior to the Filing Date, up to a maximum aggregate amount of \$750,000, if in the opinion of the CRO and following consultation with the Monitor, such suppliers or service providers are critical to the ongoing operations of the Debtors.
4. Copies of materials and documents filed in connection with these CCAA proceedings are available on the Monitor's website at kpmg.com/ca/crowncrest. In addition, KPMG has arranged for a toll-free hotline 1-833-668-6400 and an email address crowncrest@kpmg.ca through which creditors of the Debtors or other interested parties can make inquiries related to the CCAA proceedings.

II. PURPOSE OF REPORT

5. The purpose of this report (the "**First Report**") is to provide the Court with information pertaining to:
- (a) an overview of the activities of the Debtors and the Monitor since the issuance of the Initial Order;
 - (b) certain matters raised by parties at the hearing for the Initial Order held on November 9, 2023;
 - (c) the Debtors' cash flow forecast (the "**Updated Cash Flow Forecast**") for the period November 13, 2023, to February 10, 2024 (the "**Forecast Period**"); and
 - (d) the relief sought by the Applicant at the Comeback Hearing.

III. TERMS OF REFERENCE

6. In preparing this First Report, KPMG has relied solely on information and documents provided to it by the Debtors and PTC, and their respective advisors, including unaudited, draft and/or internal financial information, financial projections prepared by the Crown

Crest Leasing Group, discussions with management of the Debtors, and discussions with the CRO (collectively, the “**Information**”). In accordance with industry practice, except as otherwise described in the First Report, KPMG has reviewed the Information for reasonableness, internal consistency, and use in the context in which it was provided. However, KPMG has not audited or otherwise attempted to verify the accuracy or completeness of the Information in a manner that would comply with Generally Accepted Auditing Standards (“**GAAS**”) pursuant to the *Chartered Professional Accountant of Canada Handbook* and, as such, KPMG expresses no opinion or other form of assurance contemplated under GAAS in respect of the Information.

7. Capitalized terms used but not defined in the First Report are defined in the Pre-Filing Report and/or the Affidavit of Mr. Michael Lombard of PTC sworn November 15, 2023 (the “**November 15 Lombard Affidavit**”), filed by the Applicant as part of its materials in support of the Comeback Hearing and the ARIO. The First Report should be read in conjunction with the November 15 Lombard Affidavit, as certain information contained in the November 15 Lombard Affidavit has not been included herein in order to avoid unnecessary duplication.
8. Future orientated financial information contained in the Updated Cash Flow Forecast is based on the Debtors’ estimates and assumptions regarding future events. Actual results will vary from the information presented even if the hypothetical assumptions occur, and variations may be material. Accordingly, the Monitor expresses no assurance as to whether the Updated Cash Flow Forecast will be achieved.
9. Unless otherwise stated, all monetary amounts noted herein are expressed in Canadian dollars.

IV. ACTIVITIES OF THE DEBTORS

10. As noted in the Pre-Filing Report, the officers and directors of the Debtors resigned on November 9, 2023, prior to the hearing for the Initial Order. Prior to their resignation, the CRO Agreement was executed to appoint (subject to Court approval) HWS, acting through Mr. Josef Prosperi and others, to act as CRO in respect of each of the Debtors.

11. Since the date of the Initial Order, the Debtors, with the assistance of their advisors, the CRO, and the Monitor, have been managing the Debtors' operations in the normal course and working to stabilize the business as a result of the CCAA proceedings. The Debtors' primary focus, in addition to managing relationships with key stakeholders and addressing operational issues arising in connection with the announcement of the commencement of the CCAA proceedings, has been to manage communications with their employees that are critical to maintaining the ongoing operations of the Debtors.
12. The CRO, with the assistance of the Monitor, has performed the following activities to stabilize operations:
 - (a) meeting with key employees of the Debtors to discuss the ongoing business of the Debtors and their continued employment during the CCAA proceedings;
 - (b) meeting with certain former directors and officers of the Debtors to discuss temporary consulting arrangements to facilitate an orderly transition of the business and operations to the CRO;
 - (c) working with the Monitor to prepare the Updated Cash Flow Forecast;
 - (d) working with the Debtors to disseminate a press release announcing the commencement of the CCAA proceedings; and
 - (e) communicating with and providing further information to various stakeholders as requested.

V. ACTIVITIES OF THE MONITOR

13. Since the date of the Initial Order, the Monitor's activities have included:
 - (a) arranging for notice of the CCAA proceedings to be published in the November 14, 2023 edition of the *Globe and Mail*, as required pursuant to the Initial Order;
 - (b) sending a notice, within five business days of the issuance of the Initial Order, of the CCAA proceedings to all known creditors with claims greater than \$1,000 against

the Debtors. Notice was also sent to other creditors, including government bodies and any other party that requested a copy;

- (c) filing prescribed documents with the Office of the Superintendent of Bankruptcy pursuant to the CCAA;
- (d) maintaining the Monitor's website where all Court documents and other material documents pertaining to the CCAA proceedings are available in electronic form;
- (e) implementing procedures for the monitoring of the Debtors' cash flows and to allow for payments in accordance with the terms of the Initial Order;
- (f) assisting the Debtors with the preparation of the Updated Cash Flow Forecast;
- (g) having discussions with the DIP Lender and its counsel in respect of the Initial Advance under the DIP Facility and the Updated Cash Flow Forecast;
- (h) assisting the Debtors and the CRO with their communications with stakeholders including employees, vendors and key partners;
- (i) attending various teleconferences and in-person town-hall meetings at the Debtors' offices with employees in respect of the CCAA proceedings and on-going operations;
- (j) discussing the Debtors' business and financial affairs with the CRO including, among other things, regarding the review of the equipment lease portfolio and employee related matters such as potential incentive structures, communications and retention matters;
- (k) reviewing materials filed by the Applicant in connection with the Comeback Hearing;
and
- (l) preparing this First Report.

VI. MATTERS RAISED AT NOVEMBER 9, 2023 HEARING

14. As detailed in the November 15 Lombard Affidavit, the Debtors are currently named as defendants in two litigation matters: (i) a claim commenced by MNP Corporate Finance Inc. (“**MNP**”) seeking, among other things, damages for breach of contract in relation to a prior engagement of MNP to assist with a capital raise (the “**MNP Action**”); and (ii) a proposed class proceeding commenced by Alga Adina Bonnicks and Goran Stoilov Donev (the “**Bonnicks Action**”) in which the representative plaintiffs allege, among other things, that consumer agreements entered into by the defendants breached the *Consumer Protection Act* (Ontario).
15. At the outset of the November 9 hearing, counsel to MNP and the plaintiffs in the Bonnicks Action sought an adjournment of the Application on the grounds that their clients had significant concerns about the CCAA process being pursued by PTC in coordination with the Debtors.
16. Specifically, counsel for MNP argued that there was no urgency for the Application to be heard and questioned whether PTC and the Debtors were acting in good faith with respect to the commencement of the CCAA proceedings. Further, counsel for the plaintiffs in the Bonnicks Action argued that a continuation of the Debtors’ business during CCAA proceedings would overlook alleged business practices that gave rise to the Bonnicks Action in the first place.
17. The Court denied the adjournment request and granted the Initial Order.
18. On November 12, 2023, counsel to MNP sent a letter to PTC’s counsel, copying the Monitor, requesting certain information from PTC (the “**November 12 Letter**”), including:
 - (a) information pertaining to PTC’s ownership interest in Marble Amalco Inc. (“**Marble Amalco**”) and any of the Debtors;
 - (b) information pertaining to the liquidity issues facing the Debtors from January 1, 2023 onwards; and

(c) communications and documentation relating to the timing of the CCAA filing by PTC.

19. PTC's counsel responded to the November 12 Letter on November 15, 2023, and subsequently delivered the November 15 Lombard Affidavit which provides further information pertaining to the lead up to these CCAA proceedings.

Debtors' Liquidity Challenges

20. Based on the Monitor's review of the Debtors' books and records, in the months leading up to the commencement of these CCAA proceedings, the Debtors were facing significant near-term liquidity challenges and incurring unsustainable net cash outflows that exceeded their available cash reserves. The Monitor understands that the Debtors attributed their declining financial performance to higher interest costs, significant principal repayments and increasing variable expenses caused by inflation. In the Monitor's view, it is clear that the Debtors required an immediate injection of additional financing in order to sustain their operations.
21. As detailed in the November 15 Lombard Affidavit, PTC and the Debtors engaged in protracted and adversarial negotiations over the months leading up to the commencement of these CCAA proceedings on a potential debt restructuring solution. Based on the Information reviewed to date, the Monitor understands that the Debtors were able to sustain operations during the negotiation period through cash advances provided by Marble Amalco, which is the parent to New Simply Green and not a respondent in these CCAA proceedings. As noted in the November 15 Lombard Affidavit, as part of these negotiations, then senior management of the Debtors advised PTC of their inability or unwillingness to continue to fund the Debtors' shortfalls through Marble Amalco or otherwise.
22. Given this position taken by the Debtors' senior management and the inability of the parties to otherwise reach an acceptable agreement to address the Debtors' immediate liquidity concerns, the Monitor understands that PTC ultimately decided to commence creditor-initiated CCAA proceedings and seek the appointment of the CRO to manage the business

on a go-forward basis. PTC has indicated that it is only prepared to provide the Debtors with financing through the DIP Facility and pursuant to these CCAA proceedings.

23. PTC and the Debtors ultimately agreed that it would be in the best interests of the Debtors' stakeholders to seek the Initial Order on a consensual basis, which culminated in the CCAA Application filed by PTC with this Court on the Filing Date.
24. The Monitor is not aware of any other party that is willing to provide necessary financing to the Debtors, and PTC has advised the Monitor that it will object to any other debtor-in-possession financing that seeks a charge that would be in priority to its pre-petition security interests.

MNP Action

25. The Monitor understands that MNP's claims as against the Debtors are contingent and unliquidated at this time as the trial judge has not released his judgment prior to the Filing Date. Based on the foregoing and the Information available to the Monitor, in the event that MNP was successful in its action against the Debtors, the Debtors would not have had sufficient cash flow to satisfy any judgment based on its liquidity situation. Moreover, MNP's claim would rank as unsecured and behind the interests of the Debtors' secured creditors.

Bonnick Action

26. As noted in the November 15 Lombard Affidavit, the Bonnick Action has not yet been certified and none of the allegations have been proven in court.
27. The certification motion is currently scheduled to be heard in October 2024.

VII. UPDATED CASH FLOW FORECAST

Disbursements from Initial Advance

28. Upon granting of the Initial Order, the CRO, on behalf of the Debtors, requested an initial advance of \$1.1 million under the DIP Facility, which funds were advanced by PTC on November 10, 2023.
29. Between November 10 and November 16, 2023, the Debtors made payments totalling approximately \$0.6 million including in respect of payroll (\$0.3 million), professional fees (\$0.2 million) and costs associated with technical servicing (\$0.1 million).

Updated Cash Flow Forecast

30. The Debtors, with the assistance of the Monitor, have prepared the Updated Cash Flow Forecast for the purpose of projecting the estimated liquidity needs of the Debtors during the Forecast Period. A copy of the Updated Cash Flow Forecast, accompanying notes and a report containing prescribed representations regarding the preparation of the Updated Cash Flow Forecast are attached hereto as **Appendix “B”**.
31. The Updated Cash Flow Forecast has been prepared on a conservative basis using probable and hypothetical assumptions set out in the notes to the Updated Cash Flow Forecast. The Updated Cash Flow Forecast reflects the Debtors’ estimates of receipts and disbursements on a weekly basis over the Forecast Period.
32. The Monitor’s review of the Updated Cash Flow Forecast consisted of inquiries, analytical procedures and discussions related to Information supplied to it by the Debtors and/or the CRO. Since the probable and hypothetical assumptions need not be supported, the Monitor’s procedures with respect to them were limited to evaluating whether they were consistent with the purpose of the Updated Cash Flow Forecast. The Monitor also reviewed the support provided by the Debtors for the probable and hypothetical assumptions, and the preparation and presentation of the Updated Cash Flow Forecast.

33. Forecast operating cash receipts over the Forecast Period total approximately \$16.7 million, primarily related to the collection of monthly payments from the customers of the Debtors.
34. Forecast operating disbursements over the Forecast Period total approximately \$9.4 million and primarily consist of payroll (\$2.9 million), costs associated with the technical servicing (call-outs, repairs and maintenance) of the portfolio (\$2.3 million), professional fees (\$1.5 million) and sales tax remittances (\$0.8 million).
35. The Updated Cash Flow Forecast assumes debt servicing costs under the Loan Agreements continue to be paid to PTC, upon receipt of an opinion from the Monitor's independent counsel, Osler, Hoskin & Harcourt LLP, that PTC's security interest is valid and enforceable, which opinion is anticipated to be completed in short order after the date of the Comeback Hearing. The Updated Cash Flow Forecast assumes debt servicing payments under the Loan Agreements commence during the week ending December 2, 2023 and continuing thereafter. Remittances to PTC for amounts required under the Concurrent Lease Agreements commence the week ending November 25 and continue weekly thereafter.
36. Over the Forecast Period, a total of approximately \$17.2 million will be paid to PTC to service debts owing under the Loan Agreements and in respect of the cash flows arising from the Concurrent Lease Agreements.
37. After debt servicing payments, the Debtors are projected to incur a net cash outflow of approximately \$10.0 million over the Forecast Period. Accordingly, the Updated Cash Flow Forecast projects borrowings under the DIP Facility in the amount of \$7.3 million over the Forecast Period. These amounts may differ due to the timing of receipts and disbursements over the Forecast Period.
38. As evidenced by the Updated Cash Flow Forecast, without access to interim financing, the Debtors lack sufficient liquidity to maintain operations. The DIP Facility will provide the Debtors with sufficient funding during the Forecast Period to ensure continued operations during the CCAA proceedings.

39. The Monitor notes that the Updated Cash Flow Forecast has been prepared solely for the purpose described above, and readers are cautioned that it may not be appropriate for other purposes.

VIII. STAY EXTENSION

40. The current stay of proceedings expires on November 17, 2023. The Applicant is seeking an extension of the Stay Period to February 10, 2024.
41. The Monitor supports the Applicant's request for an extension of the stay of proceedings to February 10, 2024 for the following reasons:
- (a) the Debtors, under the stewardship of the CRO, are acting in good faith and with due diligence;
 - (b) the extension of the Stay Period will provide the Debtors, under the supervision of the CRO, the opportunity to explore restructuring options under the CCAA that would seek to maximize creditor and stakeholder recoveries; and
 - (c) the granting of the extension of the Stay Period should not materially prejudice any creditor of the Debtors as the Updated Cash Flow Forecast reflects that the Debtors are projected to have sufficient funding to continue to operate in the normal course through the proposed stay extension period.

IX. PROPOSED AMENDMENTS TO INITIAL ORDER

42. As outlined in the November 15 Lombard Affidavit, the Applicant is seeking certain amendments to the Initial Order including, but not limited to:
- (a) increasing the Administration Charge from \$250,000 to \$1.5 million;
 - (b) increasing the DIP Lender's Charge from \$1.1 million to \$15 million; and
 - (c) granting the authority to the Debtors, with the approval of the CRO and consent of the Monitor, to pay pre-filing amounts up to \$750,000 in total.

Increase in Administration Charge

43. The Initial Order provided a charge for the ten-day period prior to the Comeback Hearing on all Property of the Debtors in favour of the Monitor, counsel to the Monitor, the CRO and its counsel, and the Applicant's counsel, as security for their respective fees and disbursements incurred in respect of the Application in the aggregate amount of \$250,000 (the "**Administration Charge**").
44. Based on the Updated Cash Flow Forecast, the Debtors are seeking to increase the Administration Charge to \$1.5 million to account for the work to be provided by the parties covered under the Administration Charge during the CCAA proceedings, given the limited retainers provided to these professionals to date. The Monitor is of the view that the increased Administration Charge is reasonable and appropriate in the circumstances, and comparable to the size of the court-ordered charge granted in similar proceedings.

Increase in DIP Lender's Charge

45. As described above, PTC has agreed to provide a DIP Facility in the maximum amount of \$15 million to fund the Debtors' working capital, payments to PTC under the Loan Agreements and the Concurrent Lease Agreements, and for general corporate purposes, including legal and other professional costs associated with these CCAA proceedings. The Initial Order provided a charge for the ten-day period prior to the Comeback Hearing on

all Property of the Debtors in favour of PTC in the aggregate amount of \$1.1 million (the “DIP Lender’s Charge”).

46. The purpose of the DIP Lender’s Charge is to secure the DIP Facility and provide PTC with priority over all other liens on the Property of the Debtors other than the Administration Charge.
47. Based on the Updated Cash Flow Forecast, the Debtors are seeking to increase the DIP Lender’s Charge to up to \$15 million to account for the projected funding required during the Forecast Period and CCAA proceedings. To the extent drawn either in part or whole, under the proposed ARIO, a corresponding increase in the amount secured by the DIP Lender’s Charge will occur.
48. The Monitor is of the view that the increased amount of the DIP Lender’s Charge is reasonable and necessary in the circumstances, as the Debtors require the liquidity to operate during these CCAA proceedings.

Pre-Filing Payments

49. The Applicant is seeking the authority to allow the Debtors to make payments up to \$750,000 in total for certain arrears owing prior to the Filing Date to suppliers that in the opinion of the CRO, in consultation with the Monitor, provide the Debtors with essential services.
50. The Debtors are of the view that there is significant risk to the Debtors’ business and restructuring if their ability to respond to customer service calls is materially interrupted in the first month of the CCAA proceedings, particularly during the cold weather months. Furthermore, it is critical that the Debtors maintain and continue to meet their servicing obligations under the rental agreements to preserve customer loyalty, support and goodwill in order to maximize the value of the business for the benefit of all stakeholders.
51. The Monitor recognizes the importance of maintaining stability with respect to the continued servicing of the customer’s rental HVAC equipment. Accordingly, the Monitor supports the relief being requested by the Applicant in this regard.

X. MONITOR'S RECOMMENDATIONS

52. For the reasons set out in this First Report, the Monitor is of the view that the relief requested by the Applicant in the proposed ARIO is both appropriate and reasonable. The Monitor is also of the view that the Debtors, under the stewardship of the CRO, are acting in good faith and with due diligence. Granting the relief sought by the Applicant will provide the Debtors with the best opportunity to explore restructuring options under the CCAA under the stewardship of the CRO and supervision of the Monitor, that would seek to maximize creditor and stakeholder recoveries.
53. Based on the foregoing, the Monitor respectfully recommends that this Court approve the relief sought by the Applicant in the proposed ARIO.

All of which is respectfully submitted this 16th day of November 2023.

KPMG Inc.

In its capacity as Monitor of

Crest Financial Corp., Simply Green Home Services Inc., Simply Green Home Services Corp., Crown Crest Capital Management Corp., Crown Crest Funding Corp. and Crown Crest Capital Trust

and not in its personal or corporate capacity

Per:



Pritesh Patel
CIRP, LIT
Senior Vice President



Huey Lee
CIRP, LIT
Senior Vice President

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

Court File No: CV-23-00709183-00CL

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF CROWN
CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL CORP., CROWN
CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC., SIMPLY GREEN
HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding commenced at Toronto

FIRST REPORT OF THE MONITOR

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Monitor

Appendix “C”

Court File No.: CV-23-00709183-00CL

**CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST
FINANCIAL CORP., CROWN CREST FUNDING CORP., SIMPLY
GREEN HOME SERVICES INC., SIMPLY GREEN HOME SERVICES
CORP., AND CROWN CREST CAPITAL TRUST**

**SECOND REPORT OF KPMG INC.,
IN ITS CAPACITY AS MONITOR**

January 29, 2024

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**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

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

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL
CORP., CROWN CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC.,
SIMPLY GREEN HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST**

PEOPLES TRUST COMPANY

Applicant

AND

**CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL
CORP., CROWN CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC.,
SIMPLY GREEN HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST**

Respondents

**SECOND REPORT OF KPMG INC.
IN ITS CAPACITY AS MONITOR**

January 29, 2024

I. INTRODUCTION

1. On November 9, 2023 (the “**Filing Date**”), on the application of Peoples Trust Company (“**PTC**” or the “**Applicant**”), the Honourable Madam Justice Conway of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) issued an order (the “**Initial Order**”) granting Crown Crest Financial Corp. (“**CCFC**”), Simply Green Home Services Inc. (“**New Simply Green**”), Simply Green Home Services Corp. (“**Old Simply Green**”), Crown Crest Capital Management Corp. (“**CC Management Co**”), Crown Crest Funding Corp. (“**Trustee Co**”), and Crown Crest Capital Trust (“**CC Trust**” and collectively, the “**Crown Crest Leasing Group**” or the “**Debtors**”) protection pursuant to the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”), and appointed KPMG Inc. (“**KPMG**”) as the Monitor of the Crown Crest Leasing Group (the “**Monitor**”). The Initial Order provided the Debtors with a stay of proceedings until November 19, 2023 (the “**Stay Period**”).
2. At the comeback hearing held on November 17, 2023, the Court issued the Amended and Restated Initial Order (the “**ARIO**”), which incorporated certain amendments to the Initial Order granted on the Filing Date including extending the stay of proceedings in respect of the Debtors to February 10, 2024.
3. KPMG, in its capacities as Proposed Monitor and Monitor, has previously provided this Court with two reports. A copy of the report of the Proposed Monitor dated November 6, 2023 (the “**Pre-Filing Report**”) and the first report of Monitor dated November 16, 2023 (the “**First Report**” and together with the Pre-Filing Report, the “**Prior Reports**”), are attached hereto (without appendices) as **Appendices “A” and “B”**, respectively.
4. Copies of materials and documents filed in connection with these CCAA proceedings are available on the Monitor’s website at kpmg.com/ca/crowncrest. In addition, KPMG has arranged for a toll-free hotline at 1-833-668-6400 and an email address at crowncrest@kpmg.ca through which creditors of the Debtors or other interested parties can make inquires related to these CCAA proceedings.

II. PURPOSE OF REPORT

5. The purpose of this report (the “**Second Report**”) is to provide the Court with information pertaining to:
 - (a) an overview of the activities of the Debtors and the Monitor since the issuance of the ARIO;
 - (b) the Debtors’ reported receipts and disbursements for the period from November 13, 2023 to January 20, 2024, including a comparison of reported to forecast results;
 - (c) the Debtors’ cash flow forecast (the “**Updated Cash Flow Forecast**”) for the period January 21, 2024, to May 11, 2024 (the “**Forecast Period**”);
 - (d) the proposed increase to the Work Fee under the CRO Engagement Letter (as defined herein); and
 - (e) the Monitor’s motion requesting, for and on behalf of the Debtors, that the Court issue an Order (the “**Stay Extension Order**”), among other things, extending the Stay Period to and including May 10, 2024, amending paragraph 39 of the ARIO to increase the approved borrowings under the DIP Facility to \$15 million, and approving the increase to the Work Fee under the CRO Engagement Letter (as defined herein).

III. TERMS OF REFERENCE

6. In preparing this Second Report, KPMG has relied solely on information and documents provided to it by the Debtors, the CRO, and their respective advisors, including unaudited, draft and/or internal financial information, financial projections prepared by the Debtors, and discussions with management of the Debtors and the CRO (collectively, the “**Information**”). In accordance with industry practice, except as otherwise described in the Second Report, KPMG has reviewed the Information for reasonableness, internal consistency, and use in the context in which it was provided. However, KPMG has not audited or otherwise attempted to verify the accuracy or completeness of the Information in a manner that would comply with Generally Accepted Auditing Standards (“**GAAS**”)

pursuant to the *Chartered Professional Accountant of Canada Handbook* and, as such, KPMG expresses no opinion or other form of assurance contemplated under GAAS in respect of the Information.

7. Capitalized terms used but not defined in the Second Report are defined in the Prior Reports and/or the Affidavit of Mr. Josef Prospero sworn January 29, 2024 (the “**Prospero Affidavit**”), filed by the CRO in support of the within motion. The Second Report should be read in conjunction with the Prospero Affidavit, as certain information contained in the Prospero Affidavit has not been included herein in order to avoid unnecessary duplication.
8. Future orientated financial information contained in the Updated Cash Flow Forecast is based on the Debtors’ estimates and assumptions regarding future events. Actual results will vary from the information presented even if the hypothetical assumptions occur, and variations may be material. Accordingly, the Monitor expresses no assurance as to whether the Updated Cash Flow Forecast will be achieved.
9. Unless otherwise stated, all monetary amounts noted herein are expressed in Canadian dollars.

IV. ACTIVITIES OF THE DEBTORS AND THE CRO

10. As noted in the Pre-Filing Report, all of the officers and directors of the Debtors resigned on November 9, 2023, prior to the hearing for the Initial Order. Prior to their resignation, the CRO Engagement Letter was executed to appoint (subject to Court approval) HWS Consulting Inc., acting through Mr. Josef Prospero and others, to act as CRO in respect of each of the Debtors.
11. Since the Filing Date, the Debtors, under the stewardship of the CRO and the supervision of the Monitor, have been managing the Debtors’ operations in the normal course and working to stabilize the business following the commencement of these CCAA proceedings. The CRO, with the assistance of the Monitor, has performed the following activities to stabilize operations since the date of the ARIO, as further detailed in the Prospero Affidavit:

- (a) successfully transitioning certain managerial and operational responsibilities of the Debtors to the CRO and the Monitor, in a cooperative manner;
- (b) identifying key members of senior management of the Debtors and negotiating and entering into appropriate retention arrangements for 2024;
- (c) stabilizing the employee base and minimizing any potential disruption to customer service, collection and billing as well as relationships with key service suppliers;
- (d) addressing active litigation matters, including engaging with the Debtors' counsel of record in the proposed class proceedings;
- (e) negotiating with potential purchasers or assignees for the Debtors' residential new construction ("RNC") business segment;
- (f) communicating with customers of the RNC business and overseeing communications with consumer customers;
- (g) fulfilling leasing obligations to customers under the existing builder supply agreements entered into as part of the RNC business;
- (h) re-establishing required financial reporting to PTC; and,
- (i) evaluating the current IT infrastructure environment and developing recommendations for management of IT going forward.

V. ACTIVITIES OF THE MONITOR

12. Since the date of the ARIO, the Monitor's activities have included:

- (a) monitoring the Debtors' cash flows and reviewing analyses on variances to the Debtors' cash flow forecast;
- (b) approving the payment of certain pre-filing obligations of the Debtors pursuant to the terms of the ARIO;
- (c) assisting the Debtors in their communications with key partners and suppliers;

- (d) investigating and understanding the Debtors' document filing, information management and email systems. The business and the broader Simply Green entities and its affiliates, including the Debtors, appears to have been centrally administered in terms of common electronic file storage, servers, email, information management systems and networks. Email addresses are commonly "@mysimplygreen.com" and senders and addresses are not generally delineated or distinguished by reference to a specific entity name;
- (e) corresponding and communicating with various counsel for the Debtors' former CEO regarding various matters including possession of or access to certain information and/or documentation stored on the Debtors' electronic systems;
- (f) Preliminary review and reconciliation of pre-filing transactions and payments of the Simply Green group, including the Debtors, and corresponding and communicating with various counsel in connection with same;
- (g) assisting the Debtors and the CRO with a comprehensive review of the Debtors' RNC business operated through New Simply Green and its joint venture partner, HCSI Home Comfort 2 Inc. ("HCSI"), including corresponding and communicating with certain parties who have expressed interest in acquiring the Debtors' interests and rights to certain RNC related agreements and/or equipment;
- (h) communicating with certain interested parties regarding the business of the Debtors and their potential interest in same;
- (i) assisting the Debtors with the preparation of the Updated Cash Flow Forecast;
- (j) corresponding and communicating with the DIP Lender and its counsel in respect of the Debtors' cash flows, the Updated Cash Flow Forecast and updates on these CCAA proceedings generally;
- (k) assisting the Debtors and the CRO with their communications with stakeholders including employees, vendors, key partners and creditors;

- (l) communicating, through counsel, with counsel of record for the plaintiffs in a proposed class action commenced against certain of the Debtors;
- (m) discussing and considering the Debtors' business, business practices, and financial affairs with the CRO including, among other things, regarding a review of the equipment lease portfolio, a review of collections and delinquencies, a review of ongoing operational costs and potential plans for efficiencies, a review of ongoing litigation and/or legal disputes and of employee-related matters such as potential incentive structures, communications and retention matters;
- (n) reviewing materials filed by the CRO in connection with the motion for the Stay Extension Order; and
- (o) with the assistance of its legal counsel, preparing this Second Report.

VI. CASH RECEIPTS AND DISBURSEMENTS FROM NOVEMBER 13, 2023 TO JANUARY 20, 2024

- 13. The Debtors' consolidated cash flow projection for the period from November 13, 2023 to February 10, 2024 (the "**November 13 Cash Flow Forecast**"), was filed with the Court in support of the comeback hearing held on November 17, 2023, seeking, *inter alia*, an extension of the Stay Period.
- 14. The Debtors have continued to provide the Monitor with their co-operation and access to their premises, books and records. The Monitor has implemented procedures for monitoring the Debtors' receipts and disbursements on a weekly basis. The Monitor has also worked with the Debtors to prepare forecast to actual variance analyses with respect to their weekly cash flows as compared to the November 13 Cash Flow Forecast.
- 15. A comparison of the Debtors' actual cash receipts and disbursements as compared to the November 13 Cash Flow Forecast for the ten-week period ending January 20, 2024, is summarized as follows:

Crown Crest Leasing Group			
Summary of Actual Receipts and Disbursements			
For ten weeks ending January 20, 2024			
In C\$; unaudited			
Week ending	Total		
	Actual	Forecast	Variance
Receipts			
Customer receipts	11,986,656	12,271,682	(285,026)
Total customer receipts	11,986,656	12,271,682	(285,026)
Operating disbursements			
Technical servicing	1,793,742	1,868,739	74,996
Billing cost	62,891	124,476	61,585
Third-party call centre	174,868	428,867	253,999
SG&A	629,871	862,626	232,755
Payroll	1,822,552	2,445,312	622,760
Professional fees	1,209,241	1,272,772	63,531
Tax remittances	391,626	347,672	(43,954)
Total operating disbursements	6,084,791	7,350,463	1,265,672
Net operating cash flow	5,901,865	4,921,219	980,646
CLA and Debt Servicing Payments	(9,567,484)	(12,314,624)	2,747,140
Net cash flow before external funding	(3,665,618)	(7,393,404)	3,727,786
DIP funding	2,900,000	4,700,000	(1,800,000)
Net cash flow	(765,618)	(2,693,404)	1,927,786
Opening cash	2,720,424	2,720,424	-
Net cash flow	(765,618)	(2,693,404)	1,927,786
Ending cash	1,954,805	27,019	1,927,786

16. As reflected in the summary table above, the Debtors reported a net cash outflow of approximately \$3.7 million over the ten-week period, which was funded by \$4 million in advances under the DIP Facility, of which \$2.9 million was in the period of the November 13 Cash Flow Forecast. As at January 20, 2024, the Debtors had a cash balance of approximately \$1.95 million. The actual cash balance was approximately \$1.9 million higher than forecast over the period.
17. The favourable cash flow variance of approximately \$1.9 million can be summarized as follows:
- (a) a positive variance of \$2.75 million related to concurrent lease agreement (“CLA”) and debt servicing payments. This is a timing issue associated with the reporting and subsequent approval of the CLA flow-through payments which is anticipated to reverse in the coming weeks;

- (b) a positive variance of \$1.3 million related to operating disbursements, of which \$0.6 million relates to lower than forecast payroll due to lower 2023 bonus payments and \$0.5 million relates to lower third-party call centre payments and SG&A, of which some relates to timing and the remainder to forecast deposits that were not required;
 - (c) off-set by lower advances under the DIP Facility of \$1.8 million; and
 - (d) a negative variance of \$0.3 million related to customer receipts which is assumed to be timing rather than an increase in delinquency rates.
18. Pursuant to the ARIO, the Debtors had the authority to make payments of up to \$750,000 in total for certain arrears owing to suppliers prior to the Filing Date, provided that such payments, in the opinion of the CRO, in consultation with the Monitor, were essential for the continued operation of the business. As at January 20, 2024, the Debtors had made approximately \$560,000 in payments to technical servicing suppliers for expenses incurred prior to the Filing Date. Technical servicing is essential to ensure that customer equipment is maintained in a good and functional state of repair and to ensure that the Debtors' repair commitments are performed.

VII. UPDATED CASH FLOW FORECAST

19. The Debtors, with the assistance of the Monitor, have prepared the Updated Cash Flow Forecast for the purpose of projecting the estimated liquidity needs of the Debtors during the Forecast Period. A copy of the Updated Cash Flow Forecast, accompanying notes and a report containing prescribed representations regarding the preparation of the Updated Cash Flow Forecast are attached hereto as **Appendix "C"**.
20. The Updated Cash Flow Forecast has been prepared on a conservative basis using probable and hypothetical assumptions set out in the notes to the Updated Cash Flow Forecast. The Updated Cash Flow Forecast reflects the Debtors' estimates of receipts and disbursements on a weekly basis over the Forecast Period.
21. The Monitor's review of the Updated Cash Flow Forecast consisted of inquiries, analytical procedures and discussions related to Information supplied to it by the Debtors and/or the

CRO. Since the probable and hypothetical assumptions need not be supported, the Monitor's procedures with respect to them were limited to evaluating whether they were consistent with the purpose of the Updated Cash Flow Forecast. The Monitor also reviewed the support provided by the Debtors for the probable and hypothetical assumptions, and the preparation and presentation of the Updated Cash Flow Forecast.

22. Forecast operating cash receipts over the Forecast Period total approximately \$21.5 million, primarily related to the collection of monthly payments from the customers of the Debtors.
23. Forecast operating disbursements over the Forecast Period total approximately \$10.6 million and primarily consist of payroll (\$2.3 million), costs associated with the technical servicing (call-outs, repairs and maintenance) of the portfolio (\$2.9 million), professional fees (\$1.4 million) and sales tax remittances (\$2.2 million).
24. The Updated Cash Flow Forecast assumes debt servicing costs under the Loan Agreements will be paid to PTC in the normal course.
25. Over the Forecast Period, a total of approximately \$19.9 million will be paid to PTC to service debts owing under the Loan Agreements and in respect of the cash flows arising from the Concurrent Lease Agreements.
26. After CLA and debt servicing payments, the Debtors are projected to incur a net cash outflow of approximately \$9 million over the Forecast Period. Accordingly, the Updated Cash Flow Forecast projects the use of cash on hand as of the beginning of the Forecast Period and additional borrowings under the DIP Facility in the amount of \$8.3 million over the Forecast Period. These amounts may differ due to the timing of receipts and disbursements over the Forecast Period.
27. The Monitor notes that the Updated Cash Flow Forecast has been prepared solely for the purpose described above, and readers are cautioned that it may not be appropriate for other purposes.

Amendment to ARIO re Borrowings under the DIP Facility

28. Total borrowings under the DIP Facility since the Filing Date are forecast to be \$12.5 million at the end of the Forecast Period.
29. Based on the Updated Cash Flow Forecast, the Monitor, for and on behalf of the Debtors, is seeking to amend paragraph 39 of the ARIO to authorize borrowing under the DIP Facility of up to \$15,000,000 to account for the projected funding required during the Forecast Period. The DIP Lender's Charge will continue to secure all obligations outstanding under the DIP Facility.
30. The Monitor is of the view that the proposed amendment to paragraph 39 of the ARIO is reasonable and necessary in the circumstances, as the Debtors require the liquidity to operate during the Forecast Period.

VIII. INCREASE TO CRO WORK FEE

31. The Initial Order granted on November 9, 2023 approved the appointment of HWS Consulting Inc. ("HWS"), acting through Josef Prosperi and others, to act as the Chief Restructuring Officer (the "CRO") of the Debtors pursuant to an engagement letter dated November 8, 2023 (the "**CRO Engagement Letter**").
32. The CRO Engagement Letter provided for a fee of \$40,000 per month for the first 3 months of the engagement, commencing on the date of the Initial Order, and for each subsequent month, a fee in an amount to be agreed upon by HWS, the Monitor, PTC and the DIP Lender and approved by the Court (the "**Work Fee**").
33. HWS, PTC and the DIP Lender have agreed, in consultation with the Monitor, to increase the Work Fee to \$65,000 commencing in February 2024 and for the next 4 months thereafter, subject to approval of the Court.
34. The Monitor has been consulted on the proposed new Work Fee and is supportive of the increase to the Work Fee as it is of the view that it is commensurate with the significant time and effort being and expected to be incurred by the CRO in operating the business of

the Debtors and comparable with the compensation paid to other chief restructuring officers in similar cases.

IX. UPDATE ON OTHER MATTERS IN THE CCAA PROCEEDINGS

RNC Business

35. The Debtors historically originated certain leases in Ontario through supplying heating, ventilation and air conditioning (“HVAC”) equipment to builders of new residential homes. The Monitor understands that the majority of the RNC business was operated through the Debtors’ joint venture partner, HCSI, as well as internally through New Simply Green.
36. As part of the RNC business, New Simply Green or HCSI, as the case may be, would procure builder site agreements to supply HVAC equipment to builders in connection with the construction of new homes in consideration of such builders facilitating new home rental agreements for such equipment between New Simply Green or HCSI and the homeowner, upon the closing of the home. The builder site agreements are all site specific and include agreed upon terms such as number of units, type(s) of equipment, rental rates, builder allowances and timelines for delivery. The Monitor understands that HCSI has historically relied on New Simply Green to provide funding to purchase and deliver the required HVAC units and as such, HCSI lacks the financial wherewithal to perform under the builder site agreements without the support of the Debtors.
37. As at the Filing Date, New Simply Green is a party to 6 BSAs (representing approximately 500 units) (the “**SG BSAs**”) and HCSI is party to 24 BSAs (representing approximately 2,200 units) (the “**HCSI BSAs**”) and together with the SG BSAs, the “**BSAs**”). SG or HCSI, as the case may be, has failed to adhere to the equipment delivery schedule stipulated in certain of the BSAs. Based on discussions with the Debtors, the Monitor understands that New Simply Green would require over \$4 million in additional capital to procure the equipment required to fulfill its obligations under the BSAs, which is not feasible in the circumstances of these CCAA proceedings.

38. Accordingly, the Debtors and the CRO, with the assistance of the Monitor, have engaged in discussions with potential interested parties in acquiring the Debtors' interests in the RNC business, including the BSAs. As at the date of this Second Report, the Debtors and HCSI are in the process of negotiating agreements to assign their respective interests in the BSAs, as applicable, to a third party (the "Assignee") in exchange for a future commission to be earned by New Simply Green or HCSI, as applicable, based on the Assignee's fulfilment of the obligations under the BSAs.
39. The Debtors and the Monitor are of the view that the assignment transactions with the Assignee, if completed, are not likely to Court approval as the consideration to be received by the Debtors is not expected to exceed the thresholds set forth in paragraph 11(a) of the ARIO.
40. The Debtors and HCSI, in consultation with the Monitor, are also in discussions with interested parties, including the Assignee, about selling their respective interests in certain equipment previously delivered to builder sites prior to the Filing Date but which have not generated rental agreements due to outstanding pre-filing amounts owed to the builders under the BSAs. The Monitor will report back to the Court in due course to seek approval of any transaction on these assets, depending on the outcome of discussions and the consideration to be received by the Debtors therefrom.

Amendments to Consumer Protection Act (Ontario)

41. As noted in the Prosperi Affidavit, new legislation was passed in Ontario in December 2023 that will repeal the existing *Consumer Protection Act, 2002* (Ontario) and enact the *Consumer Protection Act, 2023* (Ontario), in its place. This new legislation amends significant portions of the existing consumer protection framework in Ontario and could have an impact on the Debtors' operations. The CRO is assessing the effects of this legislation on the Debtors' lease portfolio, if any.

Review of Strategic Options

42. The CRO, in consultation with the Monitor, has commenced a comprehensive review of the Debtors' business, including its people, processes and systems/technology, in order to identify potential opportunities for operational efficiencies and go-forward cost savings.
43. As part of this review, the Debtors, under the supervision of the CRO, intend to continue reviewing the underlying equipment lease portfolio in order to explore potential strategic options for the business including, but not limited to, a sale of some or all of the lease portfolio through a sale and investor solicitation process or through other restructuring options.
44. The Monitor notes that the valuation of the lease portfolio is extremely sensitive to macroeconomic conditions, primarily the prevailing interest rate environment. As such, the CRO and the Monitor are considering the optimal timing for any potential sale and investor solicitation process, including whether it may need to coincide with a reduction of interest rates in order to maximize realizations for PTC and other stakeholders.

Security Review

45. Osler, Hoskin & Harcourt LLP ("**Osler**"), the Monitor's independent legal counsel, conducted a review of the security granted pursuant to general security agreements between the Applicant and each of CC Management Co, CCFC, Trustee Co in its capacity as trustee of CC Trust, New Simply Green and Old Simply Green with respect to the Provinces of Ontario, British Columbia and Alberta, and its local provincial agents with respect to the Provinces of Saskatchewan, Manitoba, Nova Scotia, New Brunswick, Prince Edward Island and Newfoundland and Labrador. Osler and its local agents have provided the Monitor with written opinions that, subject to the qualifications, assumptions, limitations and discussions therein, such security constitutes valid and enforceable security and creates a valid security interest, and that the necessary registrations have been made in the applicable Canadian provinces in order to perfect or evidence such security. Any interested party in these CCAA proceedings that wishes to review the opinions should contact the Monitor to request copies thereof.

X. STAY EXTENSION

46. The current stay of proceedings expires on February 10, 2024. The Monitor, for and on behalf of the Debtors, is seeking an extension of the Stay Period until and including May 10, 2024.
47. The Monitor supports an extension of the stay of proceedings to May 10, 2024 for the following reasons:
- (a) the Debtors, under the stewardship of the CRO and supervision of the Monitor, are acting in good faith and with due diligence;
 - (b) the extension of the Stay Period will provide the Debtors, under the stewardship of the CRO and the supervision of the Monitor, the opportunity to continue exploring restructuring options under the CCAA that would seek to maximize creditor and stakeholder recoveries;
 - (c) as of the date of this Second Report, the Monitor is not aware of any party opposed to an extension of the Stay Period; and
 - (d) the granting of the extension of the Stay Period should not materially prejudice any creditor of the Debtors as the Updated Cash Flow Forecast reflects that the Debtors are projected to have sufficient funding to continue to operate in the normal course through the proposed stay extension period.

XI. MONITOR'S RECOMMENDATIONS

48. For the reasons set out in this Second Report, the Monitor is of the view that the relief requested pursuant to the Stay Extension Order is both appropriate and reasonable. The Monitor is also of the view that the Debtors, under the stewardship of the CRO and supervision of the Monitor, are acting in good faith and with due diligence. Granting the relief sought will provide the Debtors with the best opportunity to explore restructuring options under the CCAA that would seek to maximize creditor and stakeholder recoveries.

49. Based on the foregoing, the Monitor respectfully recommends that this Court approve the relief sought in the proposed Stay Extension Order.

All of which is respectfully submitted this 29th day of January 2024.

KPMG Inc.

In its capacity as Monitor of

Crest Financial Corp., Simply Green Home Services Inc., Simply Green Home Services Corp., Crown Crest Capital Management Corp., Crown Crest Funding Corp. and Crown Crest Capital Trust

and not in its personal or corporate capacity

Per:



Pritesh Patel
CIRP, LIT
Senior Vice President



Tim Montgomery
CIRP, LIT
Vice President

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

Court File No: CV-23-00709183-00CL

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF CROWN
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HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding commenced at Toronto

SECOND REPORT OF THE MONITOR

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Lawyers to KPMG Inc., in its capacity as
Monitor

Appendix “D”

Court File No.: CV-23-00709183-00CL

**CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST
FINANCIAL CORP., CROWN CREST FUNDING CORP., SIMPLY
GREEN HOME SERVICES INC., SIMPLY GREEN HOME SERVICES
CORP., AND CROWN CREST CAPITAL TRUST**

**THIRD REPORT OF KPMG INC.,
IN ITS CAPACITY AS MONITOR**

May 1, 2024

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APPENDICES

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APPENDIX “D” – Cash Flow Forecast for the period from April 21, 2024, to September 28, 2024

APPENDIX “E” – First DIP Amendment dated May 1, 2024

**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
CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL
CORP., CROWN CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC.,
SIMPLY GREEN HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST**

PEOPLES TRUST COMPANY

Applicant

AND

**CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL
CORP., CROWN CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC.,
SIMPLY GREEN HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST**

Respondents

**THIRD REPORT OF KPMG INC.
IN ITS CAPACITY AS MONITOR**

May 1, 2024

I. INTRODUCTION

1. On November 9, 2023 (the “**Filing Date**”), on the application of Peoples Trust Company (“**PTC**” or the “**Applicant**”), the Honourable Madam Justice Conway of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) issued an order (the “**Initial Order**”) granting Crown Crest Financial Corp. (“**CCFC**”), Simply Green Home Services Inc. (“**New Simply Green**”), Simply Green Home Services Corp. (“**Old Simply Green**”), Crown Crest Capital Management Corp. (“**CC Management Co**”), Crown Crest Funding Corp. (“**Trustee Co**”), and Crown Crest Capital Trust (“**CC Trust**” and collectively, the “**Crown Crest Leasing Group**” or the “**Debtors**”) protection pursuant to the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”), and appointing KPMG Inc. (“**KPMG**”) as the Monitor of the Crown Crest Leasing Group (the “**Monitor**”).
2. The Initial Order, among other things:
 - (a) approved the appointment of HWS Consulting Inc. (“**HWS**”), acting through Josef Prosperi and others, to act as the Chief Restructuring Officer (the “**CRO**”) of the Debtors pursuant to an engagement letter dated November 8, 2023 (the “**CRO Engagement Letter**”);
 - (b) approved the terms of an interim financing facility (the “**DIP Facility**”), with a maximum principal amount of \$15 million, provided by PTC (in such capacity, the “**DIP Lender**”) to the Debtors, pursuant to a DIP facility term sheet dated November 9, 2023 (the “**DIP Term Sheet**”), and ordered that borrowings under the DIP Facility could not exceed \$1.1 million unless otherwise ordered by the Court; and
 - (c) provided the Debtors with a stay of proceedings until November 19, 2023.
3. At the comeback hearing held on November 17, 2023, the Court issued the Amended and Restated Initial Order (the “**ARIO**”), which incorporated certain amendments to the Initial Order granted on the Filing Date, including extending the stay of proceedings in respect of the Debtors to February 10, 2024. The ARIO authorized the increase of the maximum borrowings under the DIP Facility to \$10 million.

4. On February 5, 2024, the Court issued an Order (the “**Stay Extension Order**”), among other things, (a) extending the stay of proceedings to and including May 10, 2024 (the “**Stay Period**”); and (b) increasing the maximum borrowings permitted under the DIP Facility to \$15 million.
5. KPMG, in its capacities as Proposed Monitor and Monitor, has previously provided this Court with three (3) reports: a report by KPMG in its capacity as Proposed Monitor dated November 6, 2023 (the “**Pre-Filing Report**”), the first report of the Monitor dated November 16, 2023 (the “**First Report**”) and the second report of the Monitor dated January 29, 2024 (the “**Second Report**”), copies of which are attached hereto as **Appendix “A”**, **Appendix “B”** and **Appendix “C”**, respectively.
6. Copies of materials and documents filed in connection with these CCAA proceedings are available on the Monitor’s website at kpmg.com/ca/crowncrest. In addition, KPMG has arranged for a toll-free hotline at 1-833-668-6400 and an email address at crowncrest@kpmg.ca through which creditors of the Debtors or other interested parties can make inquires related to these CCAA proceedings.

II. PURPOSE OF REPORT

7. The purpose of this report (the “**Third Report**”) is to provide the Court with information pertaining to:
 - (a) an overview of the activities of the Debtors, under the stewardship of the CRO, and the Monitor since the issuance of the Stay Extension Order;
 - (b) the Debtors’ reported receipts and disbursements for the period from January 21, 2024 to April 20, 2024, including a comparison of reported to forecast results;
 - (c) the Debtors’ cash flow forecast (the “**Updated Cash Flow Forecast**”) for the period April 21, 2024, to September 28, 2024 (the “**Forecast Period**”);
 - (d) the proposed amendments to the CRO Engagement Letter; and

- (e) the Monitor’s motion requesting, for and on behalf of the Debtors, that the Court issue an Order (the “**Second Stay Extension Order**”), among other things, (i) extending the Stay Period to and including September 27, 2024, (ii) approving the First DIP Amendment (as defined herein) and amending paragraph 39 of the ARIO to increase the maximum borrowings permitted under the DIP Facility to \$21 million, and (iii) approving the Work Fee and the Cost Reductions Fee (both as defined herein).

III. TERMS OF REFERENCE

8. In preparing this Third Report, KPMG has relied solely on information and documents provided to it by the Debtors, the CRO, and their respective advisors, including unaudited, draft and/or internal financial information, financial projections prepared by the Debtors, and discussions with management of the Debtors and the CRO (collectively, the “**Information**”). In accordance with industry practice, except as otherwise described in the Third Report, KPMG has reviewed the Information for reasonableness, internal consistency, and use in the context in which it was provided. However, KPMG has not audited or otherwise attempted to verify the accuracy or completeness of the Information in a manner that would comply with Generally Accepted Auditing Standards (“**GAAS**”) pursuant to the *Chartered Professional Accountant of Canada Handbook* and, as such, KPMG expresses no opinion or other form of assurance contemplated under GAAS in respect of the Information.
9. Capitalized terms used but not defined in the Third Report are defined in the Affidavit of Mr. Josef Prospero sworn April 30, 2024 (the “**April 30 Prospero Affidavit**”), filed by the CRO in support of this motion. The Third Report should be read in conjunction with the April 30 Prospero Affidavit, as certain information contained in the April 30 Prospero Affidavit has not been included herein in order to avoid unnecessary duplication.
10. Future orientated financial information contained in the Updated Cash Flow Forecast is based on the Debtors’ estimates and assumptions regarding future events. Actual results will vary from the information presented even if the hypothetical assumptions occur, and

variations may be material. Accordingly, the Monitor expresses no assurance as to whether the Updated Cash Flow Forecast will be achieved.

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

IV. ACTIVITIES OF THE DEBTORS AND THE CRO

12. The Debtors, under the stewardship of the CRO and the supervision of the Monitor, stabilized the Debtors' business following the commencement of these CCAA proceedings and have been conducting operations in the ordinary course. The CRO, with the assistance of the Monitor, has performed the following activities since the date of the Stay Extension Order, as further detailed in the April 30 Prosperi Affidavit:

- (a) continuing the implementation of a global data review project, including a systematic review of all leases and related documentation in the Respondents' lease portfolios, and the regularization of electronic records reflecting such leases and related documentation;
- (b) continuing to hold discussions with the plaintiffs' counsel of record in the class action proceedings to work towards a potential mediation and determine a mutually agreed upon path forward
- (c) identifying and implementing cost reduction measures with respect to the Debtors' business including its people, processes and systems/technology;
- (d) corresponding with potential purchasers or assignees for the Debtors' residential new construction ("RNC") business segment;
- (e) continuing to develop relationships with industry groups in order to address the impact of newly enacted consumer protection legislation;

- (f) developing an understanding of the requirements of an eventual sale and investment solicitation process (“SISP”), including an understanding of the market conditions affecting the performance and value of the Respondents’ assets;
- (g) continuing analysis of ongoing litigation; and
- (h) continuing engaging with key stakeholders.

V. ACTIVITIES OF THE MONITOR

13. Since the date of the Stay Extension Order, the Monitor’s activities have included:

- (a) monitoring the Debtors’ cash flows and reviewing analyses on variances to the Debtors’ cash flow forecast;
- (b) approving the payment of certain pre-filing obligations of the Debtors pursuant to the terms of the ARIO;
- (c) corresponding and communicating with various counsel for the Debtors’ former CEO regarding various matters including possession of or access to certain information and/or documentation stored on the Debtors’ electronic systems;
- (d) reviewing and reconciling intercompany transactions, including pre-filing transactions and payments, amongst the Debtors and between the Debtors and other entities related to or affiliated with the Debtors, and corresponding and communicating with various counsel in connection with same;
- (e) corresponding and communicating with certain parties who have expressed interest in acquiring the Debtors’ interests and rights to certain RNC related equipment or assets;
- (f) communicating with certain interested parties regarding the business of the Debtors and their potential interest in same;

- (g) assisting the Debtors, in consultation with the CRO, with the preparation of the Updated Cash Flow Forecast;
- (h) corresponding and communicating with the DIP Lender and its counsel in respect of the Debtors' cash flows, the Updated Cash Flow Forecast and other matters relating to these CCAA proceedings;
- (i) assisting the Debtors and the CRO with their communications with stakeholders including employees, vendors, key partners and creditors;
- (j) communicating, through counsel, with counsel of record for the plaintiffs in a proposed class action commenced against certain of the Debtors and with other counsel of record involved in such proposed class action;
- (k) reviewing information requests received from counsel of record for the plaintiffs in such proposed class action and considering same;
- (l) discussing and considering the Debtors' business, business practices and financial affairs, with the CRO, including, among other things, regarding a review of the equipment lease portfolio, a review of collections and delinquencies, a review of ongoing operational costs and potential plans for efficiencies, and a review of ongoing litigation and/or legal disputes;
- (m) reviewing materials filed by the CRO in connection with the motion for the Second Stay Extension Order; and
- (n) with the assistance of its legal counsel, preparing this Third Report and the motion materials for the Second Stay Extension Order.

VI. CASH RECEIPTS AND DISBURSEMENTS FROM JANUARY 21, 2024 TO APRIL 20, 2024

14. The Debtors’ consolidated cash flow projection for the period from January 21, 2024 to May 11, 2024 (the “**January 21 Cash Flow Forecast**”), was filed with the Court in support of the hearing for the Stay Extension Order.
15. The Debtors have continued to provide the Monitor with their co-operation and access to their premises, books and records. The Monitor has implemented procedures for monitoring the Debtors’ receipts and disbursements on a weekly basis. The Monitor has also worked with the Debtors to prepare forecast to actual variance analyses with respect to their weekly cash flows as compared to the January 21 Cash Flow Forecast.
16. A comparison of the Debtors’ actual cash receipts and disbursements as compared to the January 21 Cash Flow Forecast for the 13-week period ending April 20, 2024, is summarized as follows:

Crown Crest Leasing Group			
Summary of Actual Receipts and Disbursements			
<i>For the 13-week period from January 21, 2024 to April 20, 2024</i>			
In C\$; unaudited			
	Actual	Forecast	Variance Fav/(Unfav)
Receipts			
Customer receipts	16,066,109	16,821,954	(755,845)
Total customer receipts	16,066,109	16,821,954	(755,845)
Operating disbursements			
Technical servicing	2,350,247	2,342,472	(7,775)
Other operating costs	1,081,562	1,271,918	190,356
Rent and utilities	201,739	198,946	(2,794)
Payroll	1,958,467	1,837,916	(120,551)
Professional fees	981,016	1,218,918	237,901
Tax remittances	1,457,708	1,655,400	197,692
Total operating disbursements	8,030,739	8,525,569	494,830
Net operating cash flow	8,035,369	8,296,385	(261,015)
CLA and debt servicing	15,487,528	15,834,000	346,472
Net cash flow before external funding	(7,452,158)	(7,537,615)	85,457
Transfer from Monitor	1,828,575	-	1,828,575
DIP funding	5,000,000	6,800,000	(1,800,000)
Net cash flow	(623,584)	(737,615)	114,032
Opening cash	1,954,805	1,954,805	-
Net cash flow	(623,584)	(737,615)	114,032
Ending cash	1,331,222	1,217,190	114,032

17. As reflected in the summary table above, the Debtors reported a net negative cash outflow of approximately \$7.5 million over the 13-week period, after concurrent lease agreement (“CLA”) and debt servicing payments. The net negative cash outflow was funded by \$5 million of advances under the DIP Facility, taking total DIP Facility advances to \$9 million since the commencement of these CCAA proceedings. As at April 20, 2024, the Debtors had a cash balance of approximately \$1.3 million. The actual cash balance was approximately \$0.1 million higher than forecast over the period.
18. The favourable cash flow variance of approximately \$0.1 million can be summarized as follows:
- (a) a negative variance of \$0.8 million related to customer receipts, which was primarily due to a reduced volume of buyouts of equipment leased by the Debtors’ customers and timing;
 - (b) a positive variance of \$0.5 million related to operating disbursements, of which \$0.2 million relates to lower than forecast professional fees, attributed primarily to timing, \$0.2 million relates to lower than forecast tax remittances and \$0.2 million relates to lower than forecast other operating costs. These positive variances are partially offset by higher than forecast payroll of \$0.1 million; and
 - (c) a positive variance of \$0.3 million in CLA and debt servicing payments, which is primarily due to the reduced volume of buyouts.
19. As noted in the table above, the Debtors received approximately \$1.8 million in relation to a consent agreement entered into between the Applicant and the Debtors’ affiliate, Marble Amalco Inc. (“**Marble Amalco**”), which funds were directed to the Monitor, for and on behalf of the Debtors, to reduce borrowings under the DIP Facility by a corresponding amount. The consent agreement related to the release of certain funds that were being held and maintained by Marble Amalco from proceeds of sales derived following a June 2023 sale of a substantial portion of the consumer finance business carried on by certain of Marble Amalco’s subsidiaries. These funds and the assets from which they were derived were not an estate asset and do not relate to any business carried on by the Respondents.

20. Pursuant to the ARIO, the Debtors had the authority to make payments of up to \$750,000 in total for certain arrears owing to suppliers prior to the Filing Date, provided that such payments, in the opinion of the CRO, in consultation with the Monitor, were essential for the continued operation of the business. As at April 20, 2024, the Debtors had made approximately \$677,000 in payments primarily to technical servicing suppliers for expenses incurred prior to the Filing Date. Technical servicing is essential to ensure that customer equipment is maintained in a good and functional state of repair and to ensure that the Debtors' repair commitments are performed. The Debtors do not anticipate material additional disbursements in relation to technical servicing expenses incurred prior to the Filing Date.

VII. UPDATED CASH FLOW FORECAST

21. The Debtors, with the assistance of the Monitor and in consultation with the CRO, have prepared the Updated Cash Flow Forecast for the purpose of projecting the estimated liquidity needs of the Debtors during the Forecast Period. A copy of the Updated Cash Flow Forecast, accompanying notes and a report containing prescribed representations regarding the preparation of the Updated Cash Flow Forecast are attached hereto as **Appendix "D"**.
22. The Updated Cash Flow Forecast has been prepared on a conservative basis using probable and hypothetical assumptions set out in the notes to the Updated Cash Flow Forecast. The Updated Cash Flow Forecast reflects the Debtors' estimates of receipts and disbursements on a weekly basis over the Forecast Period.
23. The Monitor's review of the Updated Cash Flow Forecast consisted of inquiries, analytical procedures and discussions related to Information supplied to it by the Debtors and/or the CRO. Since the probable and hypothetical assumptions need not be supported, the Monitor's procedures with respect to them were limited to evaluating whether they were consistent with the purpose of the Updated Cash Flow Forecast. The Monitor also reviewed the support provided by the Debtors for the probable and hypothetical assumptions, and the preparation and presentation of the Updated Cash Flow Forecast.

24. Forecast operating cash receipts over the Forecast Period total approximately \$27.8 million, primarily related to the collection of monthly payments from the customers of the Debtors.
25. Forecast operating disbursements over the Forecast Period total approximately \$13.2 million and primarily consist of payroll (\$2.9 million), costs associated with the technical servicing (call-outs, repairs and maintenance) of the portfolio (\$3.2 million), professional fees (\$2.3 million) and sales tax remittances (\$2.6 million).
26. The Updated Cash Flow Forecast assumes CLA and debt servicing costs under the Loan Agreements will be paid to PTC in the normal course.
27. Over the Forecast Period, a total of approximately \$25.2 million will be paid to PTC to service debts owing under the Loan Agreements and in respect of the cash flows arising from the CLAs.
28. After CLA and debt servicing payments, the Debtors are projected to incur a net cash outflow of approximately \$10.6 million over the Forecast Period. Accordingly, the Updated Cash Flow Forecast projects the use of cash on hand as of the beginning of the Forecast Period and additional borrowings under the DIP Facility in the amount of \$10.6 million over the Forecast Period. These amounts may differ due to the timing of receipts and disbursements during the Forecast Period.
29. The Monitor notes that the Updated Cash Flow Forecast has been prepared solely for the purpose described above, and readers are cautioned that it may not be appropriate for other purposes.

VIII. AMENDMENT TO DIP TERM SHEET

30. The DIP Term Sheet, which was approved by the Court on November 9, 2023, provided the Debtors with up to \$15 million in additional financing under the DIP Facility. Borrowings under the DIP Facility are secured by a super priority charge (the “**DIP Lender’s Charge**”) on all present and after-acquired personal and real, tangible or intangible property of the Debtors, granted in favour of the DIP Lender. The DIP Term

Sheet had a maturity date of 180 days from the date of Initial Advance, being on or about May 8, 2024. As noted above, the Stay Extension Order granted by the Court on February 5, 2024 authorized maximum borrowing under the DIP Facility of up to \$15 million.

31. Total borrowings under the DIP Facility since the Filing Date were \$9 million as at April 20, 2024.
32. On May 1, 2024, the DIP Lender and the Debtors entered into an amendment (the “**First DIP Amendment**”) to the DIP Term Sheet, a copy of which is attached hereto as **Appendix “E”**. The First DIP Amendment amended the following provisions to the DIP Term Sheet:
 - (a) Maximum Availability – increased from \$15 million to \$21 million; and
 - (b) Maturity Date – extended from May 8, 2024 to September 28, 2024, or such later date as the DIP Lender in its sole and absolute discretion may agree to in writing.
33. The Monitor, for and on behalf of the Debtors, is seeking approval of the First DIP Amendment and to amend paragraph 39 of the ARIO to authorize borrowings under the DIP Facility of up to \$21 million to account for the projected funding required during the Forecast Period. The DIP Lender’s Charge will continue to secure all obligations outstanding under the DIP Facility.
34. The Monitor is of the view that the First DIP Amendment and proposed amendment to paragraph 39 of the ARIO is reasonable and necessary in the circumstances, as the Debtors require the liquidity to operate during the Forecast Period.

IX. AMENDMENT TO CRO AGREEMENT

35. HWS, for and on behalf of the Debtors, PTC and the Monitor acknowledged and agreed to an amendment to the CRO Engagement Letter dated February 22, 2024 (the “**First CRO Amendment**”), which, in accordance with the Stay Extension Order, increased the monthly fee payable to HWS (the “**Work Fee**”) from \$40,000 per month to \$65,000 per month for the period from February 2024 to May 2024. In addition to the amendment to the Work Fee, the CRO and PTC agreed to negotiate, in consultation with the Monitor, an additional one-time fee (the “**Cost Reductions Fee**”) for the CRO based upon the successful reduction of operating costs in the Debtors’ CCAA proceedings.
36. The Monitor understands the CRO and PTC have now agreed to a Cost Reductions Fee in the amount of \$150,000, which will be paid to the CRO in two payments of \$75,000 on July 1, 2024 and August 1, 2024, subject to the provision by the CRO of evidence substantiating cost savings in relation to the operation of the Debtors acceptable to the DIP Lender and the Monitor. The Cost Reductions Fee has been included in the Updated Cash Flow Forecast presented above.
37. The parties are in the process of entering into a second amendment to the CRO Engagement Letter (the “**Second CRO Amendment**”), which will (i) fix the Work Fee at \$65,000 per month from June to September 2024, and (ii) amend the provisions relating to reimbursement of out-of-pocket expenses to exclude legal fees incurred by the CRO.
38. The Monitor was consulted with respect to the Cost Reductions Fee and the Second CRO Amendment, and is supportive of same as, in the Monitor’s view, the CRO’s total remuneration is generally comparable with compensation paid to other chief restructuring officers in similar cases.

X. UPDATE ON OTHER MATTERS IN THE CCAA PROCEEDINGS

RNC Business

39. The Debtors historically originated certain leases in Ontario through supplying heating, ventilation and air conditioning (“**HVAC**”) equipment to builders of new residential homes

(the “**RNC Business**”). The Monitor understands that the majority of the RNC Business was operated through the Debtors’ joint venture partner, HCSI Home Comfort 2 Inc. (“**HCSI**”), as well as internally through New Simply Green.

40. As part of the RNC Business, New Simply Green or HCSI, as the case may be, would procure builder site agreements (“**BSAs**”) to supply HVAC equipment to builders in connection with the construction of new homes in consideration of such builders facilitating new home rental agreements for such equipment between New Simply Green or HCSI and the homeowner, upon the closing of the home.
41. As noted in the Second Report, the Debtors and the CRO, with the assistance of the Monitor, engaged in discussions with potential interested parties in acquiring the Debtors’ interests in the RNC Business, including the BSAs. Subsequent to the date of the Second Report, the Debtors and HCSI entered into agreements with a third party (the “**Assignee**”) to assign all of its right, title and interest in certain BSAs (the “**BSA Assignment Transactions**”) in exchange for a future commission to be earned by New Simply Green or HCSI, as applicable, based on the Assignee’s fulfilment of the obligations under the BSAs. In total, New Simply Green assigned its interest in six (6) BSAs (representing approximately 500 units) (the “**SG BSAs**”) and HCSI assigned its interests in 24 BSAs (representing approximately 2,200 units) to the Assignee under separate agreements. As a result, New Simply Green is no longer a party to any active BSAs for supply of new HVAC equipment.
42. The Monitor is of the view that the consideration to be received by the Debtors under the BSA Assignment Transactions (no funds were received on closing) will not exceed the thresholds set forth in paragraph 11(a) of the ARIO and as such, Court approval was not required in the circumstances. To date, no funds have been received by the Debtors pursuant to the BSA Assignment Transactions.
43. The Debtors and HCSI, in consultation with the Monitor, are also in discussions with the Assignee regarding selling their respective interests in certain equipment previously delivered to builder sites prior to the Filing Date but which have not generated rental

agreements due to outstanding pre-filing amounts owed to the builders under the BSAs. The Monitor will report to this Court in due course to seek approval of any transaction for these assets, depending on the outcome of discussions and the consideration to be received by the Debtors therefrom.

Plea Agreement

44. The Monitor understands that in or around June 2022, certain of the Debtors and Lawrence Krimker (collectively the “**Defendants**”) were charged with certain offences by the Ontario Ministry of Government and Consumer Services under the *Consumer Protection Act, 2002*, S.O. 2002, c. 30, Sched. A, including failure to pay refunds to two customers within 15 days after the customers gave notice of cancellation of a consumer agreement.
45. A trial was scheduled to commence at the end of January, 2024. The Monitor understands that these proceedings were not stayed by the ARIO, as they fell within the meaning of Section 11.1(2) of the CCAA.
46. The Monitor understands that the Crown accepted a proposed guilty plea by the Defendants in respect of these two refund claims based on an agreed statement of facts and the applicable Debtors are working with these customers to process the refunds. The Monitor further understands that Simply Green Home Services, one of the Defendants, pled guilty at a sentencing hearing on or around March 21, 2024, and the charges against the remaining Defendants were withdrawn. The Crown assessed a fine of approximately \$25,000, and payment of the fine was stayed in accordance with these CCAA proceedings.

Timing on SISP

47. To the extent this Court grants the Second Stay Extension Order and extends the Stay Period to and including September 27, 2024, the Monitor intends to use the extended stay period to develop, in consultation with the CRO and the DIP Lender, a SISP in respect of the Debtors and their business and property with the objective of seeking one or more transactions to maximize creditor and stakeholder recoveries in these CCAA proceedings.

The Monitor intends to seek this Court's approval of the SISP during such extended stay period.

XI. UPDATE ON CLASS ACTION PROCEEDINGS

48. The Monitor, through counsel, has been actively engaged with counsel of record for the plaintiff in a proposed class action commenced against certain of the Debtors and with other counsel of record involved in such class action with the objective of agreeing upon a path forward to address the issues raised in the proposed class action, including a litigation timetable to resolve the proposed class proceeding and a potential consensual or court-ordered mediation. The parties have not been able to reach an agreement on the manner in which the proposed class action should proceed. At the request of the Monitor, the Court has scheduled a case conference on May 16, 2024 for the parties to the litigation to seek this Court's guidance on the path forward.

XII. STAY EXTENSION

49. The current stay of proceedings expires on May 10, 2024. The Monitor, for and on behalf of the Debtors, is seeking an extension of the Stay Period until and including September 27, 2024.
50. The Monitor, for and on behalf of the Debtors, proposes an extension of the stay of proceedings to September 27, 2024 for the following reasons:
- (a) the Debtors, under the stewardship of the CRO and supervision of the Monitor, are acting in good faith and with due diligence;
 - (b) the extension of the Stay Period will allow additional time for the Monitor to continue working with counsel of record in the proposed class action, and the Court if necessary, to agree upon a path forward to resolve the issues raised in the litigation, including a potential mediation which could be held in the summer of 2024;

- (c) the extension of the Stay Period will provide the Monitor with the opportunity to develop the SISP, in consultation with the CRO and the DIP Lender, and seek this Court's approval of same;
- (d) as of the date of this Third Report, the Monitor is not aware of any party opposed to an extension of the Stay Period; and
- (e) the extension of the Stay Period should not materially prejudice any creditor of the Debtors as the Updated Cash Flow Forecast reflects that the Debtors are projected to have sufficient funding to continue to operate in the normal course through the proposed stay extension period.

XIII. MONITOR'S RECOMMENDATIONS

- 51. For the reasons set out in this Third Report, the Monitor is of the view that the relief requested pursuant to the Second Stay Extension Order is both appropriate and reasonable. The Monitor is also of the view that the Debtors, under the stewardship of the CRO and supervision of the Monitor, are acting in good faith and with due diligence. Granting the relief sought will provide the Debtors with the best opportunity to explore restructuring options under the CCAA that would seek to maximize creditor and stakeholder recoveries.
- 52. Based on the foregoing, the Monitor respectfully recommends that this Court approve the relief sought in the proposed Second Stay Extension Order.

All of which is respectfully submitted this 1st day of May 2024.

KPMG Inc.

In its capacity as Monitor of

Crest Financial Corp., Simply Green Home Services Inc., Simply Green Home Services Corp., Crown Crest Capital Management Corp., Crown Crest Funding Corp. and Crown Crest Capital Trust

and not in its personal or corporate capacity

Per:



Pritesh Patel
CIRP, LIT
Senior Vice President



Tim Montgomery
CIRP, LIT
Vice President

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

Court File No: CV-23-00709183-00CL

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF CROWN
CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL CORP., CROWN
CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC., SIMPLY GREEN
HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

Proceeding commenced at Toronto

THIRD REPORT OF THE MONITOR

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Lawyers to KPMG Inc., in its capacity as Monitor

Appendix “E”

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

**IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
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CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL CORP.,
CROWN CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC., SIMPLY
GREEN HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST**

(collectively the “Crown Crest Leasing Group” or the “Respondents”)

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

The management of the Crown Crest Leasing Group have developed the assumptions and prepared the attached statement of projected cash flow as of the 19th day of September 2024, consisting of the period from September 15, 2024 to February 1, 2025 (the “**Updated Cash Flow Forecast**”).

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

Since the Updated 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 Updated 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 Updated Cash Flow Forecast may not be appropriate for other purposes.

Dated at Toronto, in the Province of Ontario, this 19th day of September 2024.

Crown Crest Capital Management Corp., Crown Crest Financial Corp., Crown Crest Funding Corp., Simply Green Home Services Inc., Simply Green Home Services Corp., and Crown Crest Capital Trust



Josef Prosperi
Chief Restructuring Officer

The Crown Crest Leasing Group																						
Weekly Cash Flow Forecast																						
In C\$, unaudited																						
	Notes	Forecast 1 21-Sep-24	Forecast 2 28-Sep-24	Forecast 3 5-Oct-24	Forecast 4 12-Oct-24	Forecast 5 19-Oct-24	Forecast 6 26-Oct-24	Forecast 7 2-Nov-24	Forecast 8 9-Nov-24	Forecast 9 16-Nov-24	Forecast 10 23-Nov-24	Forecast 11 30-Nov-24	Forecast 12 7-Dec-24	Forecast 13 14-Dec-24	Forecast 14 21-Dec-24	Forecast 15 28-Dec-24	Forecast 16 4-Jan-25	Forecast 17 11-Jan-25	Forecast 18 18-Jan-25	Forecast 19 25-Jan-25	Forecast 20 1-Feb-25	Total
Receipts																						
Customer receipts	2	955,728	956,784	2,968,459	457,253	955,728	688,586	2,380,442	922,444	949,186	500,785	668,196	2,920,953	622,577	804,307	722,188	2,895,201	478,821	928,434	605,228	489,204	22,912,501
Other receipts	3	-	596,064	-	-	-	-	-	-	-	-	-	-	-	596,064	-	-	-	-	-	-	1,192,128
Total customer receipts		955,728	1,594,848	2,968,459	457,253	955,728	688,586	2,380,442	922,444	949,186	500,785	668,196	2,920,953	622,577	804,307	1,318,252	2,895,201	478,821	928,434	605,228	489,204	24,104,629
Operating Disbursements																						
Technical servicing	4	137,328	137,328	137,328	137,328	137,328	137,328	137,328	137,328	137,328	137,328	137,328	137,328	137,328	137,328	137,328	137,328	137,328	137,328	137,328	137,328	2,746,560
Billing cost	4	3,365	6,283	21,791	33	3,365	6,283	22,798	54	88	9,521	648	21,530	46	8,025	1,871	22,538	39	116	9,492	1,352	139,238
Adjudication	4	402	1,593	831	1,164	402	1,593	763	1,261	859	1,233	685	831	1,164	1,067	928	1,248	1,122	568	1,330	1,081	20,101
Third-party call centre	4	-	-	-	-	84,551	-	-	-	84,551	-	-	-	-	84,551	-	-	-	84,551	-	-	338,202
General & administrative	4	14,060	41,015	23,171	49,124	14,060	33,517	9,487	45,806	22,737	20,142	29,068	43,964	25,304	19,137	28,886	16,131	45,846	15,449	22,698	22,198	541,801
IT	4	25,084	24,592	-	68,547	55,046	10,170	-	68,547	55,046	10,170	-	68,547	55,046	10,170	-	68,547	55,046	10,170	-	-	584,727
Rent and utilities	5	-	-	67,246	-	-	-	67,246	-	-	-	-	67,246	-	-	-	67,246	-	-	-	-	268,986
Payroll	6	241,030	-	256,194	-	237,824	-	263,991	-	312,749	-	235,749	-	669,749	-	235,749	-	263,582	-	235,749	-	2,952,366
Professional fees	7	86,208	371,301	29,815	103,265	86,315	272,426	151,290	188,015	86,315	243,611	1,000	74,450	57,500	114,000	1,000	1,000	74,450	57,500	114,000	1,000	2,116,463
Tax remittances (HST)	8	-	-	469,361	-	-	-	489,433	-	487,965	-	-	-	-	-	-	474,030	-	-	-	-	2,382,962
Total Operating Disbursements		909,478	582,113	1,005,738	359,460	618,890	461,317	1,142,336	372,463	713,174	466,881	902,593	345,349	1,044,188	334,603	415,932	719,521	675,464	266,006	630,766	635,133	12,101,406
Net Operating Cash Flow		446,250	1,012,735	1,962,721	97,792	336,838	227,268	1,238,106	549,981	236,012	33,904	(234,396)	2,575,603	(421,611)	469,704	902,320	2,175,680	(196,644)	662,428	74,461	(145,929)	12,003,224
CLA and debt servicing	9	1,476,275	-	3,064,674	-	850,056	587,908	406,704	2,657,970	850,056	587,908	-	3,064,674	-	1,437,964	-	3,064,674	-	850,056	587,908	-	19,486,828
Net Cash Flow		(1,030,025)	1,012,735	(1,101,953)	97,792	(513,218)	(360,639)	831,401	(2,107,989)	(614,044)	(554,004)	(234,396)	(489,071)	(421,611)	(968,260)	902,320	(888,995)	(196,644)	(187,628)	(513,447)	(145,929)	(7,483,604)
Opening cash	10	1,822,391	1,792,366	2,805,101	1,703,148	1,800,941	1,287,722	1,927,083	2,758,484	1,650,495	2,036,450	1,482,447	1,248,050	1,758,979	1,337,368	1,369,109	2,271,429	1,382,434	1,185,791	1,998,162	1,484,716	1,822,391
Net cash flow		(1,030,025)	1,012,735	(1,101,953)	97,792	(513,218)	(360,639)	831,401	(2,107,989)	(614,044)	(554,004)	(234,396)	(489,071)	(421,611)	(968,260)	902,320	(888,995)	(196,644)	(187,628)	(513,447)	(145,929)	(7,483,604)
DIP funding	11	1,000,000	-	-	-	-	1,000,000	-	1,000,000	1,000,000	-	-	1,000,000	-	1,000,000	-	1,000,000	-	1,000,000	-	-	7,000,000
Ending Cash		1,792,366	2,805,101	1,703,148	1,800,941	1,287,722	2,758,484	1,650,495	2,036,450	1,482,447	1,248,050	1,758,979	1,337,368	1,369,109	2,271,429	1,382,434	1,185,791	1,998,162	1,484,716	1,338,787	1,338,787	
DIP Facility																						
Opening balance		17,526,528	18,560,375	18,594,283	18,628,254	18,662,286	18,696,381	19,732,364	19,768,414	20,806,356	21,846,195	21,886,106	21,926,090	22,967,974	23,009,935	24,053,799	24,097,744	24,141,769	24,185,874	25,231,886	25,277,983	17,526,528
DIP funding		1,000,000	-	-	-	-	1,000,000	-	1,000,000	1,000,000	-	-	1,000,000	-	1,000,000	-	1,000,000	-	1,000,000	-	-	7,000,000
Accrued interest		33,847	33,908	33,970	34,032	34,095	35,984	36,050	37,942	39,839	39,911	39,984	41,884	41,961	43,864	43,944	44,025	44,105	44,185	46,013	46,097	797,636
Closing balance		18,560,375	18,594,283	18,628,254	18,662,286	18,696,381	19,732,364	19,768,414	20,806,356	21,846,195	21,886,106	21,926,090	22,967,974	23,009,935	24,053,799	24,097,744	24,141,769	24,185,874	25,231,886	25,277,983	25,324,164	25,324,164

Josef Prosperi
Chief Restructuring Officer

Crown Crest Leasing Group
21-Week Cash Flow Forecast
Notes and Summary of Assumptions

In the matter of a Plan of Compromise or Arrangement of Crown Crest Capital Management Corp., Crown Crest Financial Corp., Crown Crest Funding Corp., Simply Green Home Services Inc., Simply Green Home Services Corp., and Crown Crest Capital Trust (collectively the “Crown Crest Leasing Group” or the “Respondents”)

Disclaimer

In preparing the Updated Cash Flow Forecast the Respondents have relied upon unaudited financial information and have not attempted to further verify the accuracy or completeness of such information. Since the Updated Cash Flow Forecast is based on assumptions about future events and conditions that are not ascertainable, the actual results achieved during the Updated Cash Flow Forecast period will vary from the Updated 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 Updated 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 first report of the Monitor dated November 16, 2023, second report of the Monitor dated January 29, 2024 and third report of the Monitor dated May 1, 2024.

Note 1 Purpose of the Updated Cash Flow Forecast

The purpose of the Updated Cash Flow Forecast is to present the estimated cash receipts and disbursements of the Respondents for the period from September 15, 2024 to February 1, 2025 (the “**Forecast Period**”). The Updated Cash Flow Forecast has been prepared by the Respondents, in consultation with the Monitor. Readers are cautioned that this information may not be appropriate or relied upon for any other purpose.

Note 2 Customer Receipts

Customer receipts include collections from customers on the Respondents’ lease agreements, customer buyouts, end of term customer sales, equipment upgrades and renewals. Customer receipts are forecast based on historical run rates from March, 2024 to August, 2024. As a result, forecast receipts exclude historically delinquent accounts.

In or around November 2024, the Respondents expect to complete the conversion of customers from Enbridge invoicing to other collection methods, primarily pre-authorized payments. The Updated Cash Flow Forecast does not anticipate a material impact on collections as a result of this conversion.

Note 3 Other Receipts

Other receipts include quarterly refunds of debt servicing payments from PTC on delinquent accounts.

Note 4 Operating Expenses (Technical Servicing, Adjudication, Third-party Call Centre, General and Administrative, IT, Billing Costs)

Operating expenses are forecasted primarily based on historical run rates from March, 2024 to August, 2024. Historical run rates in respect of technical servicing was adjusted for warranty credits that are expected to be cleared shortly and for seasonality.

Note 5 Rent and Utilities

These disbursements represent payments for rent and other costs provided for in the Respondent’s office space lease (e.g. utilities, etc.).

Note 6 Payroll

Payroll expenses include salaries and wages, bonuses and commissions, payroll taxes and remittances, and employee benefits paid to the Respondents’ employees. Payroll expenses are forecasted based on current headcount levels and are paid bi-weekly.

Note 7 Professional Fees

Includes professional fees of (i) the Monitor, counsel to the Monitor, the Chief Restructuring Officer, counsel to the Chief Restructuring Officer and the Company’s Class Action counsel; and (ii) general other legal, professional and consulting fees.

Note 8 Tax Remittances

The Monitor understands the Respondents collect / disburse various taxes including Retail Sales Tax (“RST”) and employee source deductions (“Source Deductions”). All receipts and applicable disbursements are gross of RST and the remittance of RST is forecast monthly.

Note 9 CLA and Debt Servicing

The Updated Cash Flow Forecast assumes that the Respondents continue to service interest expense on the Loan Agreements and make the CLA flow-through payments in the normal course. Assumed interest rates in the Updated Cash Flow Forecast are as follows:

Facility	Entity	Interest Rate
WH #1	Crown Crest Capital Trust.	Prime +5.3%
WH #4	Crown Crest Capital Trust.	Prime +6.05%
WH #5	Simply Green Home Services Inc.	Prime +5.3%
CLA facility	Crown Crest Capital Trust.	Prime +1.3%
CLA facility	Simply Green Home Services Inc.	Greater of: a) 4.5% b) Prime +1.3%
DIP	The Companies	9.50%
Debenture	Simply Green Home Services Inc.	Prime +5.3%

Note 10 Opening Cash Balances

Opening cash balance is net of outstanding cheques as of September 15, 2024.

Note 11 Debtor-in-possession (“DIP”) Financing

The Updated Cash Flow Forecast reflects advances under the DIP Facility in the Forecast Period of \$7 million. The interest rate on the principal outstanding amount of the DIP advances is 9.5% and is accrued.

**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
CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL CORP.,
CROWN CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC., SIMPLY
GREEN HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST**

(collectively the “Crown Crest Leasing Group” or the “Respondents”)

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

The attached statement of projected cash flow of the Crown Crest Leasing Group prepared as of the 19th day of September 2024, consisting of the period from September 15, 2024 to February 1, 2025 (the “**Updated Cash Flow Forecast**”), has been prepared by management of the Respondents, 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 Updated Cash Flow Forecast.

Our review and consultation consisted of inquiries, analytical procedures and discussions related to information supplied by management and employees of the Respondents. 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 Updated Cash Flow Forecast. We have also reviewed the support provided by management for the probable assumptions and the preparation and presentation of the Updated 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 Updated 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 Respondents or do not provide a reasonable basis for the Updated Cash Flow Forecast, given the hypothetical assumptions; or
- c) the Updated Cash Flow Forecast does not reflect the probable and hypothetical assumptions.

Since the Updated 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 Updated Cash Flow Forecast will be achieved.

The Updated 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 19th day of September 2024.

KPMG Inc.
In its capacity as Monitor of the Crown Crest Leasing Group
And not in its personal or corporate capacity



Pritesh Patel, CIRP, LIT
Senior Vice President

Appendix “F”

SECOND AMENDMENT TO DIP FACILITY TERM SHEET

Dated: September 19, 2024

RECITALS:

- A. Simply Green Home Services Corp., Crown Crest Capital Management Corp., Crown Crest Funding Corp. in both its personal capacity and in its capacity as trustee of the Crown Crest Capital Trust, Crown Crest Financial Corp., and Simply Green Home Services Inc. (collectively the “**Borrowers**”), as borrowers, and Peoples Trust Company (the “**DIP Lender**”), as lender, entered into a DIP facility term sheet dated November 9, 2023, as amended by a first amendment dated as of May 1, 2024 (the “**DIP Facility Term Sheet**”);
- B. The Borrowers have requested certain amendments to the DIP Facility Term Sheet; and
- C. Subject to the terms and conditions contained in this agreement (this “**Amendment**”), the parties hereto have agreed to amend the DIP Facility Term Sheet on the terms and conditions set out below.

NOW THEREFORE in consideration of the foregoing and the mutual agreements contained herein (the receipt and sufficiency of which are hereby acknowledged), the parties agree as follows:

1. DEFINITIONS

- 1.1 **Use of Defined Terms.** Unless otherwise defined herein or the context otherwise requires, capitalized terms used in this Amendment, including its preamble and recitals, have the meanings provided in the DIP Facility Term Sheet, as amended by this Amendment, as applicable.

2. AMENDMENTS TO DIP FACILITY TERM SHEET

- 2.1 **Amendments.** Subject to the satisfaction of each of the conditions to effectiveness set forth in this Amendment, the parties agree that:

2.1.1 Section 7(a) of the DIP Facility Term Sheet shall be amended by deleting the reference to “\$21,000,000” therein and replacing it with “\$25,000,000”.

2.1.2 Section 9(a) of the DIP Facility Term Sheet shall be amended by deleting all of the contents therein and replacing it with the following:

“(a) January 31, 2025, or such later date as the DIP Lender in its sole and absolute discretion may agree to in writing with the Borrowers”.

3. REPRESENTATIONS AND WARRANTIES

- 3.1 **Representations.** The Borrowers each represent and warrant to the DIP Lender that, as of the date hereof (after giving effect to this Amendment):

3.1.1 This Amendment has been duly authorized, executed and delivered by the Borrowers;

3.1.2 This Amendment constitutes a legal, valid and binding obligation of the Borrowers, enforceable in accordance with its terms, subject to applicable bankruptcy, insolvency,

reorganization, moratorium or other applicable laws affecting creditors' rights generally and to general principles of equity, regardless of whether considered in a proceeding in equity or at law;

- 3.1.3 The representations and warranties set forth in the DIP Facility Term Sheet and the other DIP Credit Documentation are true and correct in all respects on and as of the date hereof as though made on and as of such date, unless stated to be made as of a specified date; and
- 3.1.4 No Default or Event of Default has occurred and is continuing.

4. **CONDITIONS**

- 4.1 **Conditions Precedent.** This Amendment shall become effective on the date upon which there has been receipt by the DIP Lender of the following (which conditions precedent are for the sole and exclusive benefit of the DIP Lender and may be waived by the DIP Lender):
 - 4.1.1 a counterpart of this Amendment fully executed by the Borrowers;
 - 4.1.2 receipt by the DIP Lender of updated Cash Flow Projections, in form and substance satisfactory to the DIP Lender in its sole and absolute discretion; and
 - 4.1.3 receipt by the DIP Lender of an Order of the Court in the CCAA Proceedings approving this Amendment, and amending the Amended and Restated Initial Order granted November 17, 2023 in form and substance satisfactory to the DIP Lender in its sole and absolute discretion.

5. **GENERAL PROVISIONS**

- 5.1 **Headings Etc.** The inclusion of headings in this Amendment is for convenience of reference only and does not affect the construction or interpretation hereof.
- 5.2 **Governing Law.** This Amendment is governed by, and is to be construed and interpreted in accordance with, the laws of the Province of Ontario and the federal laws of Canada applicable therein.
- 5.3 **Assignment.** This Amendment enures to the benefit of, and is binding upon, the parties and their respective successors and permitted assigns.
- 5.4 **Conflicts.** If, after the date of this Amendment, any provision of this Amendment is inconsistent with any provision of the DIP Facility Term Sheet, the relevant provision of this Amendment shall prevail.
- 5.5 **DIP Credit Documentation.** This Amendment constitutes DIP Credit Documentation for all purposes under the DIP Facility Term Sheet.
- 5.6 **Counterparts.** This Amendment may be executed in multiple counterparts, each of which shall be deemed to be an original agreement and all of which shall constitute one agreement. All counterparts shall be construed together and shall constitute one and the same agreement. This Amendment, to the extent signed and delivered by means of electronic transmission (including,

without limitation, facsimile and Internet transmissions), shall be treated in all manner and respects as an original agreement and should be considered to have the same binding legal effect as if it were the original signed version thereof delivered in person.

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IN WITNESS HEREOF, the parties hereby execute this Amendment as of the date first written above.

SIMPLY GREEN HOME SERVICES CORP.;
SIMPLY GREEN HOME SERVICES INC.;
CROWN CREST CAPITAL MANAGEMENT
CORP.; **CROWN CREST FUNDING CORP. IN**
BOTH IN ITS PERSONAL CAPACITY AND
ITS CAPACITY AS TRUSTEE OF THE
CROWN CREST CAPITAL TRUST; and
CROWN CREST FINANCIAL CORP.

BY JOSEPH PROSPERI, SOLELY IN HIS
CAPACITY AS COURT-APPOINTED CHIEF
RESTRUCTURING OFFICER OF EACH OF
THE ABOVE AND NOT IN HIS PERSONAL
CAPACITY, PURSUANT TO THE
AUTHORITY GRANTED BY THE INITIAL
ORDER OF THE ONTARIO SUPERIOR
COURT OF JUSTICE (COMMERCIAL LIST)
DATED MAY 1, 2024

By: 

Name: Joseph Proseri
Title: Chief Restructuring Officer

By: _____
Name:
Title:

PEOPLES TRUST COMPANY

By: _____
Name: Michael Lombard
Title: Chief Credit Officer

DocuSigned by:
Michael Lombard
CEAC2EAE5A51405...

By: _____
Name: John Landry
Title: President

Signed by:
John Landry
DBB49CA8984644C...

Appendix “G”

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 CROWN
CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL CORP., CROWN
CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC., SIMPLY GREEN HOME
SERVICES CORP., AND CROWN CREST CAPITAL TRUST

AFFIDAVIT OF PRITESH PATEL
(sworn September 19, 2024)

I, Pritesh Patel, of the City of Toronto, in the Province of Ontario, MAKE OATH AND SAY:

1. I am a Senior Vice President of KPMG Inc. (“**KPMG**”), and, as such, I have knowledge of the matters hereinafter deposed to, except where stated to be on information and belief and whereso stated I verily believe it to be true.
2. On November 9, 2023 (the “**Filing Date**”), on the application of Peoples Trust Company (“**PTC**”), the Honourable Madam Justice Conway of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”) issued an order (the “**Initial Order**”) granting Crown Crest Financial Corp. (“**CCFC**”), Simply Green Home Services Inc. (“**New Simply Green**”), Simply Green Home Services Corp. (“**Old Simply Green**”), Crown Crest Capital Management Corp. (“**CC Management Co**”), Crown Crest Funding Corp. (“**Trustee Co**”), and Crown Crest Capital Trust (“**CC Trust**” and collectively, the “**Crown Crest Leasing Group**” or the “**Debtors**”) protection pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”), and appointed KPMG Inc. (“**KPMG**”) as the Monitor of the Debtors (the “**Monitor**”).
3. Prior to and after the Filing Date, the Monitor has provided services and incurred disbursements, in the amounts of \$842,931.25 and \$59,620.20, respectively, (excluding HST) for the period from October 25, 2023 to July 31, 2024 (the “**KPMG Fee Period**”). Attached hereto and marked as Exhibit “**A**” to this my Affidavit is a summary of all invoices rendered by the Monitor during the KPMG Fee Period (the “**Accounts**”).

4. True copies of the Accounts, which have been redacted for privilege where appropriate, are attached as Exhibit “**B**” to my Affidavit. The Accounts include a fair and accurate description of the services provided along with hours and applicable rates claimed by the Monitor.
5. KPMG, in its capacity as Proposed Monitor and Monitor, previously filed four reports with the Court (the “**Prior Reports**”). In addition, and contemporaneously with the filing of this Affidavit, the Monitor is filing its fourth report to the Court (the “**Fourth Report**” and together with the Prior Reports, the “**Reports**”). Details of the activities undertaken and services provided by the Monitor in connection with the CCAA proceedings are described in the Reports.
6. In the course of performing its duties, statutory or otherwise, the Monitor’s staff has expended a total of 1,216.90 hours during the KPMG Fee Period. Attached as Exhibit “**C**” to this my Affidavit is a schedule setting out a summary of the individual staff involved in the administration of the CCAA proceedings and the hours and applicable rates claimed by the Monitor for the KPMG Fee Period. The average hourly rate billed by the Monitor during the KPMG Fee Period is \$692.72.
7. The Monitor requests that the Court approve its Accounts for the KPMG Fee Period, in the total amount of \$902,457.45 (excluding HST) for services rendered and recorded during the KPMG Fee Period.
8. Osler, Hoskin & Harcourt LLP (“**Osler**”), as independent legal counsel to the Monitor, has also rendered services and incurred disbursements throughout these proceedings in a manner consistent with the instructions of the Monitor and have prepared an affidavit with respect to the services rendered for the period from November 30, 2023 to July 31, 2024 (“**Osler Fee Period**”). The Monitor has reviewed the invoices rendered by Osler during the Osler Fee Period and is satisfied that their activities were consistent with the instructions of the Monitor.
9. To the best of my knowledge, the rates charged by the Monitor and Osler are comparable to the rates charged for the provision of similar services by other accounting and law firms in the Greater Toronto Area.
10. I verily believe that the fees and disbursements incurred by the Monitor and Osler are fair and reasonable in the circumstances.
11. This Affidavit is sworn in connection with a motion for an Order of the Court to, among other things, approve the fees and disbursements of the Monitor and Osler and for no other or improper purpose.

SWORN BEFORE ME at the City of
Toronto, in the Province of Ontario, on
September 19, 2024.



Commissioner for taking affidavits

Angelina Hung,
a Commissioner, etc.,
Province of Ontario, for KPMG Inc.
Expires January 4, 2026



Pritesh Patel

This is Exhibit "A" referred to in the Affidavit of
Pritesh Patel, sworn before me on
September 19, 2024



Commissioner for Taking Affidavits, etc.

Angelina Hung,
a Commissioner, etc.,
Province of Ontario, for KPMG Inc.
Expires January 4, 2026

KPMG Inc.
in its capacity as Monitor of
the Crown Crest Leasing Group
Statement of accounts

Exhibit A

Invoice #	Period	Fees	Disbursements ⁽¹⁾	Sub total	HST	Total
7000435985	October 25 to November 8, 2023	\$ 184,037.50	\$ 12,882.62	\$ 196,920.12	\$ 25,599.62	\$ 222,519.74
7000436061	November 9 to November 30, 2023	\$ 215,266.25	\$ 15,400.73	\$ 230,666.98	\$ 29,986.70	\$ 260,653.68
7000438967	December 1 to December 31, 2023	\$ 112,880.00	\$ 8,037.40	\$ 120,917.40	\$ 15,719.26	\$ 136,636.66
7000443803	January 1 to January 31, 2024	\$ 119,307.50	\$ 8,404.63	\$ 127,712.13	\$ 16,602.57	\$ 144,314.70
7000447484	February 1 to February 29, 2024	\$ 49,427.50	\$ 3,459.93	\$ 52,887.43	\$ 6,875.37	\$ 59,762.80
7000453624	March 1 to March 31, 2024	\$ 29,675.00	\$ 2,077.25	\$ 31,752.25	\$ 4,127.79	\$ 35,880.04
7000458701	April 1 to April 30, 2024	\$ 50,225.00	\$ 3,515.75	\$ 53,740.75	\$ 6,986.30	\$ 60,727.05
7000464783	May 1 to May 31, 2024	\$ 43,350.00	\$ 3,034.51	\$ 46,384.51	\$ 6,029.99	\$ 52,414.50
8005566372	June 1 to June 30, 2024	\$ 25,487.50	\$ 1,784.13	\$ 27,271.63	\$ 3,545.31	\$ 30,816.94
8005623226	July 1 to July 31, 2024	\$ 13,275.00	\$ 929.25	\$ 14,204.25	\$ 1,846.55	\$ 16,050.80
Total		\$ 842,931.25	\$ 59,526.20	\$ 902,457.45	\$ 117,319.46	\$ 1,019,776.91

⁽¹⁾ - Include Technology and Support charges, and other disbursements

This is Exhibit "B" referred to in the Affidavit of
Pritesh Patel, sworn before me on
September 19, 2024



Commissioner for Taking Affidavits, etc.

Angelina Hung,
a Commissioner, etc.,
Province of Ontario, for KPMG Inc.
Expires January 4, 2026



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

Payment Address:
 KPMG LLP, T4348
 P.O. Box 4348, Station A
 Toronto, ON M5W 7A6

December 20, 2023

Simply Green Home Services Inc.
 2225 Sheppard Ave E Suite 800,
 Toronto, ON M2J 5C2

Consolidated Invoice : 7000435985
 Reference : 2001855954
 Client : 1005423957
 Contact : Pritesh Patel
 Telephone : (416) 468-7923
 Email : pritpatel@kpmg.ca

Professional fees for KPMG Inc. In reference to Simply Green Home Services Inc. for the period to November 8, 2023

Our Fee	\$	184,037.50 CAD
Technology and Support Charge		12,882.62
		\$ 196,920.12 CAD
HST		25,599.62
		\$ 222,519.74 CAD
Amount Due		\$ 222,519.74 CAD

Payment is due upon receipt

GST/HST Number 12236 3153 RT0001 QST Registration 1023774310 TQ0001

CAD Cheque Payments: KPMG LLP, T4348, P.O. Box 4348, Station A, Toronto, ON M5W 7A6
Please return remittance advice with cheque.

CAD Wire Payments: Beneficiary: KPMG LLP
 Bank Details: TD Canada Trust, 55 King St. West, Toronto, ON M5K 1A2, Bank Code # 004, Transit # 10252,
 Account # 0938281, Swift Code TDOMCATTOR
 Please e-mail related wire payment details including invoice number to kpmg-ar@kpmg.ca

Invoice No: 7000435985 **Reference:** 2001855954 **Client:** 1005423957 **Amount:** \$ 222,519.74 CAD

Simply Green Home Services Corp.
Professional Fees Summary
For the period to November 8, 2023

Name	Position	Rate	Hours	Fee (\$)
Pritesh Patel	Partner	850	83.00	70,550.00
Huey Lee	Partner	850	28.50	24,225.00
Tim Montgomery	Director	700	50.50	35,350.00
Michelle Regan	Manager	550	46.50	25,575.00
Tahreem Fatima	Manager	550	48.25	26,537.50
Mackenzie Wong	Sr. Consultant	400	4.50	1,800.00
Total Professional Fees			261.25	\$ 184,037.50
Technology and support charges				12,882.63
Subtotal				\$ 196,920.13
HST				25,599.62
Total Amount Due				\$ 222,519.74

Simply Green Home Services Corp.
Time Keeper Details
For the period to November 8, 2023

Work Date	Name	Time Narrative	Hours	Rate	Fee (\$)
10/25/2023	Regan, Michelle	Call with SG re cashflows; call with PTC re warehouse facilities; review of affidavit; workplan updates; review and update pre filing report.	4.00	550	\$ 2,200.00
10/25/2023	Patel, Pritesh	Calls with Gowlings re info for affidavit; discussions with KPMG team re DIP cash flow and filing prep.	1.50	850	\$ 1,275.00
10/25/2023	Montgomery, Tim	Meetings re CCAA contingency planning with KPMG team; call with PTC re timing of WH facility payments; internal discussions with T.Fatima re work plan and the cash flow forecast.	4.25	700	\$ 2,975.00
10/25/2023	Fatima, Tahreem	Preparation of filing CF for CCAA , update with team re: same; internal discussion with T. Montgomery; meeting with PTC re: debt servicing questions.	9.00	550	\$ 4,950.00
10/25/2023	Wong, Mackenzie	Set up of website and creditor mailbox for contemplated CCAA filing.	1.00	400	\$ 400.00
10/26/2023	Regan, Michelle	Call with PTC re warehouse facilities; debt servicing questions; review of affidavit; workplan updates; review and update pre filing report; review of SG org charts and key employees.	6.00	550	\$ 3,300.00
10/26/2023	Patel, Pritesh	Meeting with KPMG team to review draft cash flow; review and comments on draft Affidavit; call with Gowlings team re filing materials and next steps.	6.00	850	\$ 5,100.00
10/26/2023	Montgomery, Tim	Internal discussion in relation to CCAA cash flow; follow-up discussion with PTC re WH facilities; discussion with PTC re CLA facilities; draft CCAA cash flow assumptions; CCAA contingency planning activities; CCAA contingency planning activities; confirming CCAA cash flow assumptions re debt servicing costs.	5.00	700	\$ 3,500.00
10/26/2023	Fatima, Tahreem	Continue preparation of filing CF and update with team re same; meeting with PTC team re: debt servicing questions; review of affidavit.	8.50	550	\$ 4,675.00
10/27/2023	Wong, Mackenzie	Preparation of CCAA items including creditor mailbox, and review historical data for receipts for disbursement transactions re filing CF.	2.00	400	\$ 800.00
10/27/2023	Patel, Pritesh	Drafting pre-filing report; review and comment re DIP term sheet, form of Initial Order; calls with Gowlings on same; call with PTC, Gowlings to review updated draft affidavit.	8.00	850	\$ 6,800.00
10/27/2023	Montgomery, Tim	CCAA contingency planning - 13-week cash flow, cash flow assumptions, review DIP term sheet; internal discussions regarding same.	7.50	700	\$ 5,250.00
10/27/2023	Fatima, Tahreem	Continue working on filing CF and update with KPMG team re same; update of pre-filing report re CF.	8.00	550	\$ 4,400.00
10/28/2023	Patel, Pritesh	Review and edits to pre-filing report; call with Gowlings to review comments on DIP Term Sheet; follow-up calls/emails on same; call with KPMG team to walk through pre-filing report; review of emails re questions from Gowlings re Affidavit.	4.00	850	\$ 3,400.00
10/28/2023	Montgomery, Tim	Internal call re pre-filing report; review DIP term sheet; call with Gowlings re same; review Gowlings update DIP term sheet; discussion re WH principal with PTC; update CCAA Cash Flow and circulate to PTC.	3.25	700	\$ 2,275.00
10/28/2023	Fatima, Tahreem	Update meeting with KPMG team re: pre-filing report; update of filing cash-flow and preparation of CF appendix.	2.50	550	\$ 1,375.00
10/29/2023	Patel, Pritesh	Review of updated draft Affidavit, comments on same; review of filing cash flows; review and edits to pre-filing report, emails to KPMG team on same; circulate draft pre-filing report to Gowlings for review; review of Gowlings comments, call with C.Prophet on same; circulate updated draft pre-filing report to Osler for comment.	10.00	850	\$ 8,500.00
10/30/2023	Wong, Mackenzie	Verifying the Monitor's toll free numbers, voicemails and website details.	0.25	400	\$ 100.00
10/30/2023	Regan, Michelle	Update pre filing report; review September debt balances provided by PTC; review updated affidavit, update workplan; call with T.Montgomery and T.Fatima re day 1 activities and workplan; draft notices for CCAA filing; draft ad for Globe and Mail; update appendices of pre filing report.	5.50	550	\$ 3,025.00
10/30/2023	Patel, Pritesh	Attendance on PTC Board call; review updated drafts of Affidavit, DIP Term Sheet and Initial Order; calls with Osler re filing materials and next steps; calls with Gowlings re DIP Term Sheet and next steps; call with PTC team re cash flow forecast; various updates to pre-filing report; call with Osler and Gowlings to review DIP Sheet, review updated draft of same; calls with KPMG team re cash flow updates.	8.00	850	\$ 6,800.00
10/30/2023	Lee, Huey	Attendance on Board call re status update and next steps re CCAA filing; internal discussions with KPMG team re status materials; correspondence and calls with counsels, preparing for CCAA filing including review of Court application materials and Monitor's pre-filing report; drafting DIP section in pre-filing report.	7.50	850	\$ 6,375.00
10/30/2023	Montgomery, Tim	Various updates to the CCAA cash flow and internal discussions re same; various updates to the pre-filing report; review the updated DIP term sheet and provide comments; discussions with PTC / Gowlings re payment of pre-filing interest and CLA flow-throughs payments; coordination with forensics re day one IT activities; internal call with team re work plan; open bank accounts; update and review of Appendix B for pre-filing report.	6.25	700	\$ 4,375.00
10/30/2023	Fatima, Tahreem	Update of DIP cash-flow; internal discussion re CCAA workplan; updates to pre-filing report; discussion with N. Waterman (PTC) re: CLA cashflows; internal update calls.	5.50	550	\$ 3,025.00

10/31/2023	Patel, Pritesh	Review and edits to updated draft report; discussions with KPMG team re status and next steps; review of Project Marble transaction docs; calls with Gowlings re next steps; update call with Gowlings and PTC re timing for filing materials; update call with Osler re next steps; discussions with KPMG team re CF updates; call with Gowlings re updates to DIP Term Sheet; call with proposed CRO re status and next steps.	7.50	850	\$	6,375.00
10/31/2023	Regan, Michelle	Update call internally; update draft press release; review information provided including consents and waterfall and draft memorandum re Marble Transaction; draft communications for customers, suppliers and communications to employees.	4.00	550	\$	2,200.00
10/31/2023	Lee, Huey	Call with PTC and Gowlings re status of materials; continued review and edits to CCAA filing materials; internal discussions on same.	7.50	850	\$	6,375.00
10/31/2023	Montgomery, Tim	Review and update of pre-filing report; update CCAA cash flow for no debt servicing in first 10 days; send same to PTC; call with Gowlings, PTC re current status and next steps re consent to appointment and negotiations with CEO and CFO; CRO appointment; contingency planning.	4.00	700	\$	2,800.00
10/31/2023	Fatima, Tahreem	Internal update discussions; update of DIP cash-flow and assumptions.	1.25	550	\$	687.50
11/01/2023	Regan, Michelle	Continue drafting materials for communications; review Capital Contribution information and sample invoices provided by SG; draft form 1 and form 2 for CCAA filing; review updated affidavit.	6.00	550	\$	3,300.00
11/01/2023	Patel, Pritesh	Review and edits to SG press release, circulate to Gowlings; review of CRO engagement letter, comments to counsel on same; review updated draft Affidavit, DIP Term Sheet; continued edits/updates to pre-filing report; discussion with KPMG team re status of materials; attendance on call with Gowlings, debtor counsel re timing of materials.	10.00	850	\$	8,500.00
11/01/2023	Lee, Huey	Updating and review of pre-filing report, DIP term sheet, initial order, CRO retention letter, discussions with counsels, SG, MT, Stikeman, Gowlings and Osler.	5.00	850	\$	4,250.00
11/01/2023	Montgomery, Tim	Draft press release; review pre-filing report; other contingency planning; include stat forms and day one letters; review final version of the DIP term sheet; review cash disbursement protocols.	4.25	700	\$	2,975.00
11/01/2023	Fatima, Tahreem	DIP cash-flow updates; internal update discussion; review of disbursements protocol.	1.50	550	\$	825.00
11/02/2023	Regan, Michelle	Call with SG and PTC re Marble transaction proceeds; update analysis re Marble transaction and select invoices for sampling; emails with Globe and Mail re quote for newspaper ad; review Elevate transaction and portfolio divestiture presentation.	4.00	550	\$	2,200.00
11/02/2023	Patel, Pritesh	Call with Gowlings/Osler re CRO engagement letter; calls with CRO on same; call with CRO counsel; attendance on call with Gowlings, debtor counsel re consent and timing of materials; review and edits to draft pre-filing report, circulate draft to Osler on same; review comments from Osler re Order, CRO engagement letter; discussion with Gowlings re DIP Term Sheet; review of funds flow analysis from Marble Amalco; review comments on draft press release.	8.00	850	\$	6,800.00
11/02/2023	Lee, Huey	Review of updated affidavit materials, call with SG to review Amalco to review transaction analysis.	2.00	850	\$	1,700.00
11/02/2023	Montgomery, Tim	Review updated affidavit and flow-through pre-filing payment; send same to Osler; review CRO engagement letter; attend call re TopCo capital contributions; review information provided in advance of the call; emails with PTC re debt servicing payments.	3.50	700	\$	2,450.00
11/03/2023	Regan, Michelle	Analysis of Marble Transaction documents provided; update pre filing report and appendices; emails with Globe and Mail re newspaper ad; emails with PTC re CLA and WH; review of sworn affidavit.	3.00	550	\$	1,650.00
11/03/2023	Patel, Pritesh	Call with debtors' counsel; call with PTC counsel re consent language, next steps; discussion with CRO re status of materials, filing; calls with KPMG team re CF updates; review of analysis on TopCo funds flow; review of comments on pre-filing report from Osler; emails with debtors re debt service payments; calls/email with PTC/Gowlings re CLA rate resets.	4.50	850	\$	3,825.00
11/03/2023	Lee, Huey	Continued review and edits to pre-filing report, review of updated DIP term sheet, discussions with PTC finance teams, review of internal analysis on Amalco transaction summary, discussions with counsels.	3.00	850	\$	2,550.00
11/03/2023	Montgomery, Tim	Emails with PTC re debt servicing payments; discussion with P.Patel and subsequently to T.Fatima re cash flow update.	0.75	700	\$	525.00
11/03/2023	Fatima, Tahreem	DIP cash-flow updates; discussion with T. Montgomery re: same.	3.50	550	\$	1,925.00
11/06/2023	Regan, Michelle	Review draft Order and pre filing report; review affidavit; update call with H. Lee; review Marble Transaction summary; update draft notices to various stakeholders.	3.50	550	\$	1,925.00

11/06/2023	Patel, Pritesh	Calls with Gowlings re timing of materials; review updated Affidavit and corresponding changes to Report; call with KPMG team re updated CF, review of same; call with Osler re comments on Report, CF, review of comments on same; finalize and compile Report for service; call with CRO re transition meeting; emails with SG on same.	3.50	850	\$	2,975.00
11/06/2023	Lee, Huey	Ongoing CCAA day-one planning. Multiple discussions with counsels (Gowlings, Osler, MT and SE); multiple discussions with PTC and Finance team; finalizing Monitor's Pre-filing Report.	2.50	850	\$	2,125.00
11/06/2023	Montgomery, Tim	Discuss updating CCAA Cash Flow with T.Fatima; review updated CCAA cash flow; send to PTC with cover note re changes; CCAA day one planning; review final version of pre-filing report and update cash flow sections accordingly.	4.25	700	\$	2,975.00
11/06/2023	Fatima, Tahreem	Update of DIP cash-flow and assumptions page; discussions with T. Montgomery re: same.	4.25	550	\$	2,337.50
11/07/2023	Regan, Michelle	Review One Contact MSA; review and analyze Marble Transaction summary and complete variance analysis to model; internal call re day one planning; update call with H. Lee.	5.00	550	\$	2,750.00
11/07/2023	Patel, Pritesh	Calls/correspondence with Osler re service of report; preparation of agenda for transition planning meeting; emails with counsel re comms strategy, discussion with KPMG team on same; review of comments from Osler re communications; internal call re related party analysis, email to S.Milne on same; review of background info on OCI.	6.00	850	\$	5,100.00
11/07/2023	Lee, Huey	Internal calls re OCI contract, Amalco analysis.	1.00	850	\$	850.00
11/07/2023	Montgomery, Tim	Call with KPMG team re day one planning, contingency planning including comms strategy.	3.25	700	\$	2,275.00
11/07/2023	Fatima, Tahreem	Internal meeting with KPMG team re day 1 planning.	1.00	550	\$	550.00
11/08/2023	Wong, Mackenzie	Updates to pending Crown Crest case website, updates to VM, phone number, contacting ITS and relevant individuals.	1.25	400	\$	500.00
11/08/2023	Patel, Pritesh	Meeting with CRO and SG execs re transition and post-filing strategy; debrief meeting with KPMG team, CRO on same; review of emails from SG management re employee matters, critical suppliers, etc.; review of emails re press release, comms strategy; call with KPMG team re related party analysis, updated waterfall analysis, and questions on same.	6.00	850	\$	5,100.00
11/08/2023	Montgomery, Tim	Meeting with SG management re CCAA planning and introduction to CRO; comms and other day one planning, internal discussion re same.	4.25	700	\$	2,975.00
11/08/2023	Regan, Michelle	Review revised Order and Application; update all notices for change of name; draft Form 1 and Form 2; draft newspaper article; update call with T. Montgomery and T. Fatima; draft employee communications to be circulated by company; review Marble Transaction summary; provide analysis of funds used for working capital by company.	5.50	550	\$	3,025.00
11/08/2023	Fatima, Tahreem	Meeting with SG management, J. Proserpi, KPMG team re: go-forward plan; update call with M. Regan and T. Montgomery re file update.	3.25	550	\$	1,787.50

Subtotal 261.25 \$ 184,037.50



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

Payment Address:
 KPMG LLP, T4348
 P.O. Box 4348, Station A
 Toronto, ON M5W 7A6

December 20, 2023

Simply Green Home Services Inc.
 2225 Sheppard Ave E Suite 800,
 Toronto, ON M2J 5C2

Consolidated Invoice : 7000436061
 Reference : 2001855954
 Client : 1005423957
 Contact : Pritesh Patel
 Telephone : (416) 468-7923
 Email : pritpatel@kpmg.ca

Professional fees for KPMG Inc. In reference to Simply Green Home Services Inc. for the period of November 9 to November 30, 2023		
Our Fee		\$ 215,266.25 CAD
Technology and Support Charge		15,068.64
Disbursements		332.09
		<hr/>
		\$ 230,666.98 CAD
HST		29,986.70
		<hr/>
Amount Due		\$ 260,653.68 CAD
		<hr/> <hr/>

Payment is due upon receipt

GST/HST Number 12236 3153 RT0001 QST Registration 1023774310 TQ0001

CAD Cheque Payments: KPMG LLP, T4348, P.O. Box 4348, Station A, Toronto, ON M5W 7A6
 Please return remittance advice with cheque.

CAD Wire Payments: Beneficiary: KPMG LLP
 Bank Details: TD Canada Trust, 55 King St. West, Toronto, ON M5K 1A2, Bank Code # 004, Transit # 10252,
 Account # 0938281, Swift Code TDOMCATTOR
 Please e-mail related wire payment details including invoice number to kpmg-ar@kpmg.ca

Invoice No: 7000436061 **Reference:** 2001855954 **Client:** 1005423957 **Amount:** \$ 260,653.68 CAD

Project Central GTA & GVA
Professional Fees Summary
For the period of November 9 to November 30, 2023

Name	Position	Rate	Hours	Fee (\$)
Pritesh Patel	Partner	850	59.75	50,787.50
Huey Lee	Partner	850	25.50	21,675.00
Tim Montgomery	Director	700	71.60	50,120.00
Michelle Regan	Manager	550	106.50	58,575.00
Tahreem Fatima	Manager	550	58.50	32,175.00
Mackenzie Wong	Sr. Consultant	400	1.50	600.00
Angelina Hung	Technician	275	4.85	1,333.75
Total Professional Fees			328.20	\$ 215,266.25
Expenses - travel				\$ 332.09
Subtotal				\$ 215,598.34
Technology and support charges				15,068.64
Subtotal				\$ 230,666.98
HST				29,986.71
Total Amount Due				\$ 260,653.68

Simply Green Home Services Corp.
Time Keeper Details
For the period of November 9 to November 30, 2023

Work Date	Name	Time Narrative	Hours	Rate	Fee (\$)
11/09/2023	Patel, Pritesh	Call with SG counsel re communications and related party analysis; calls with KPMG team re related party analysis and invoice sampling; call with SG execs re related party analysis and questions, Day 1 planning, etc.; call with Osler re hearing; preparation and attendance at Court hearing for initial order; attendance at SG office for meeting with SG leadership team; discussions with CRO go forward plan; call with Gowlings re security docs, employees; call with Osler re security review, comeback hearing.	8.00	850	\$ 6,800.00
11/09/2023	Montgomery, Tim	Attend the initial order court hearing; attend key staff meeting onsite to discuss CCAA proceedings and communication strategy; email company regarding critical disbursements; cut-off re November 9th for creditors list; updating CCAA cash flow for comeback hearing and other finance matters. Internal catch-up with T. Fatima and M. Regan regarding day one planning, DIP funds, and finalize communication packages.	5.90	700	4,130.00
11/09/2023	Wong, Mackenzie	Prepare website to go live on filing day.	0.25	400	100.00
11/09/2023	Lee, Huey	Attend hearing for Initial Order; update call with M. Regan re day 1 activities.	2.50	850	2,125.00
11/09/2023	Regan, Michelle	Review related party transaction summary provided; Internal catch-up with T. Fatima and T. Montgomery regarding day one planning; update call with P. Patel; update call with H. Lee; call with Sean Milne (CC) re related party transaction summary; draft list of invoices to be tested to review related party transaction summary; update Form 1 and file; collate Court documents and upload to Monitor website; arrange for ad to be placed in Globe and Mail; update creditor notices; update employee communications based on counsel comments.	7.50	550	4,125.00
11/10/2023	Wong, Mackenzie	Documents for the Website extracted	0.50	400	200.00
11/10/2023	Fatima, Tahreem	Court hearing attendance; internal catchup with T. Montgomery and M. Regan on day 1 planning; preparation of DIP exhibit A form; review of Initial Order; set-up of website.	2.50	550	1,375.00
11/10/2023	Patel, Pritesh	Review of emails from SG, calls with KPMG team on the same; call with Gowlings re related party analysis; call with SG counsel re communications/Day 1 matters; calls with CRO re banking, employee, RNC, etc.; call with Osler/Gowlings re Comeback hearing; internal call with H. Lee, T.Montgomery re RNC, related party employees, First Report planning.	4.00	850	3,400.00
11/10/2023	Montgomery, Tim	Attend SG employee town-hall re CCAA appointment; emails to Company re CRO engagement letter and banking authorities; discussions with H. Lee and P. Patel re RNC business and proposed next steps; discussions re employee compensation; review information provided by CFO re financial deliverables; email to CRO re employee compensation; call with Gowlings and Osler re comeback hearing and next steps; internal discussion regarding the same.	4.40	700	3,080.00
11/10/2023	Lee, Huey	Call with counsels re comeback hearing; internal calls with P. Patel, T.Montgomery re RNC; update call with M. Regan.	2.00	850	1,700.00
11/10/2023	Hung, Angelina	Prepare and file documents to CCAA system.	1.00	275	275.00
11/10/2023	Regan, Michelle	Review workplan provided by Simply Green and update same; file Form 1; update website; review related party transaction invoices; update call with H. Lee.	4.00	550	2,200.00
11/11/2023	Fatima, Tahreem	Attend SG employee town-hall; ad-hoc Day 1 activities.	1.75	550	962.50
11/11/2023	Patel, Pritesh	Drafting of First Report; review of emails from SG team re CF, banking, etc.; emails with CRO re Nov 12 call.	3.00	850	2,550.00
11/12/2023	Patel, Pritesh	Update call with CRO re employee matters, RNC and next steps; review of letter from counsel to MNP.	1.50	850	1,275.00
11/12/2023	Montgomery, Tim	Discussion with CRO and KPMG to discuss key employees and retention issues; prepare email agenda and summary points regarding the same. Call with CFO re critical steps for next week.	2.20	700	1,540.00
11/13/2023	Patel, Pritesh	Attendance at SG offices to discuss RNC business with CRO; call with counsel re Comeback Hearing; debrief call with Osler, discussion re security review; call with counsel to SG re comeback hearing.	3.50	850	2,975.00
11/13/2023	Montgomery, Tim	Meeting at the SG office to discuss RNC and Elevate transaction with the SG team, KPMG, and Monitor; preparation for the same; call with the finance team to discuss updating the CCAA cash flow, creditor list, and key disbursement for next week; update meeting with M. Regan; update the finance tracker with applicable notes for the finance team; review commissions as part of weekly payroll.	3.20	700	2,240.00
11/13/2023	Regan, Michelle	Call at Simply Green Offices re RNC originations and run through of Elevate transaction; emails to creditors to provide update on CCAA proceedings; emails re NOSI buyout; update meeting w T.Montgomery; finalize pre filing invoices for DIP analysis; submit Form 2 to OSB; update the Monitor website.	7.00	550	3,850.00
11/13/2023	Hung, Angelina	File documents to CCAA system.	1.00	275	275.00
11/14/2023	Patel, Pritesh	Review and comment on draft ARI0; call with Gowlings re ARI0; emails/calls with KPMG team re townhall and employee matters; update call with CRO re employee matters.	2.50	850	2,125.00

11/14/2023	Montgomery, Tim	Townhall with SG employees and CRO; preparation for the same; call with TD, CRO, and SG to discuss signing authorities; daily finance meeting to discuss progress on the updated CCAA cash flow, creditor list, critical suppliers, and key weekly disbursements; review payroll funding and discussion with CRO regarding the same; internal discussions re critical steps for the week; coordinate meeting re customer buy-outs; discussions with CRO re critical week one matters; update CCAA cash flow's professional fee assumptions; review draft of letter for critical service technician suppliers; review emails for suppliers for FAQs.	4.20	700	2,940.00
11/14/2023	Lee, Huey	Drafting of Monitor's first report; continued discussions with legal counsel on comeback hearing; review of draft affidavit; updated cash flow projections and DIP requirements; continued discussions with PTC.	5.00	850	4,250.00
11/14/2023	Fatima, Tahreem	Week one tasks including preparation of communications; review of payroll funding and discussion with CRO re: same; meetings with management re week one tasks including updated CCAA cash flow, creditor list, critical suppliers and key weekly disbursements; internal discussions re critical items for next week.	6.75	550	3,712.50
11/14/2023	Regan, Michelle	Meeting with SG General Counsel re NOSI overview; meeting with Akn Bulac re NOSI overview; meeting with Liam Coates, Sean Milne and Evan Fisher (CC) re finance update; finalize pre filing professional invoices for DIP update; update with CRO re financial statements; call with creditors; emails with general counsel and Miller Thompson re constating documents; townhall with employees; update creditors listing.	7.50	550	4,125.00
11/14/2023	Hung, Angelina	Amend and submit CCAA filing to OSB.	0.50	275	137.50
11/15/2023	Patel, Pritesh	Review and edits to First Report; update call with counsel re report; review of affidavit and comments on the same; update call with KPMG team re CF forecast; review of emails from SG counsel, PTC counsel re litigation matters.	3.00	850	2,550.00
11/15/2023	Montgomery, Tim	Call with finance team re updated CCAA Cash Flow and key assumptions; review updated CCAA Cash Flow and provide comments to the Company for updates; prepare variance analysis for Updated CCAA Cash Flow and compared to Initial CCAA Cash Flow and send email summary to CRO and PTC requesting approval; update first monitor report for cash flow section; review updated court order; review creditor and critical supplier list.	4.40	700	3,080.00
11/15/2023	Lee, Huey	Continued drafting and review of Monitor's first report; review of updated/revised affidavits; review of class action and MNP litigation requests.	3.00	850	2,550.00
11/15/2023	Fatima, Tahreem	Call with SG finance team re cash flow and key assumptions; review of updated CCAA cash flow and related discussions.	5.25	550	2,887.50
11/15/2023	Regan, Michelle	Emails with general counsel and Elizabeth Pillon (Stikeman) re communications to parties who have litigation against the Companies; call with potential interested buyer of assets and provide them with update on progress of CCAA; call with General Counsel and Osler re constating documents; create creditor listing; input addresses of creditors to listing; review and update first report of Monitor; emails re NOSI buyouts with Akm and CFO; update Form 2; obtain term sheet from Globe and Mail re ad placed Nov 14th.	7.00	550	3,850.00
11/15/2023	Hung, Angelina	Amend and submit filing to OSB.	0.50	275	137.50
11/16/2023	Wong, Mackenzie	Upload of documents to the Monitor's website.	0.50	400	200.00
11/16/2023	Patel, Pritesh	Review and edits to First Report, calls with KPMG team on the same; call with Osler re First Report; call with Osler and Gowlings re Comeback hearing; review of Osler comments on report, call on the same; update call with CRO, DIP Lender.	4.00	850	3,400.00
11/16/2023	Montgomery, Tim	Attend daily finance call; review weekly disbursements; call with Osler and KPMG regarding Comeback Hearing and comments on Monitor's First Report; call with Gowlings, Osler, KPMG and CRO re Comeback Hearing; updated call with PTC, Gowlings and KPMG regarding first week activities, RNC, customer buy-outs and key employees; finalize first report of the Monitor and CCAA Cash Flow; review cash flow assumptions for debtor and monitor report regarding the same; call with the finance team to review creditor and critical supplier list, email critical supplier re go-forward supply; respond to PTC re queries re RNC; discussion with Sean and Cord re the same and the analysis required; review week one variance analysis and send out to PTC.	5.70	700	3,990.00
11/16/2023	Lee, Huey	Edits and finalize Monitor's first report; review of all final filing materials including affidavit and factum materials; continued discussions with PTC.	4.00	850	3,400.00
11/16/2023	Fatima, Tahreem	Attend daily finance call; week one tasks including finalization of cash flow and other comeback hearing materials.	7.00	550	3,850.00
11/16/2023	Regan, Michelle	Meeting with Akm (CC) to discuss delinquency and NOSI buyouts; call with Liam Coates (CC) to discuss delinquency rate; meeting with the CC finance team to discuss critical suppliers; call with General Counsel and Elizabeth Pikeman (Stikeman's) re communications to parties with litigation against the companies; create creditor listing; create mailing list; finalize creditors notice; arrange for Toronto mailroom to send out the creditor notice and creditor listing to mailing list; arrange for Globe and Mail Ad to be placed in newspaper next week; review first report of Monitor; emails with creditors to update them on progress of CCAA.	8.00	550	4,400.00
11/16/2023	Hung, Angelina	Coordinate mailing of notice to creditors.	0.50	275	137.50

11/17/2023	Wong, Mackenzie	Web Request to upload documents on website	0.25	400	100.00
11/17/2023	Patel, Pritesh	Calls with Osler re ARI0, changes on the same; preparation for and attendance on Court call for ARI0; debrief call with KPMG team; call with CRO re employee matters and next steps.	3.50	850	2,975.00
11/17/2023	Montgomery, Tim	Participate in calls with critical suppliers (Wolseley, Simply Customer Technicians, and EMCO); discuss go-forward strategy re critical suppliers including deposits and necessary payment terms; email correspondence with various critical suppliers; internal call to discuss outcome of comeback hearing, employee matters and critical suppliers.	4.60	700	3,220.00
11/17/2023	Lee, Huey	Preparation an attendance in Court re ARI0; internal call on next steps.	1.50	850	1,275.00
11/17/2023	Regan, Michelle	Emails to creditors; draft email to E.Sabbah and Osler re Small Claims Court; review Monitor's website; update mailing listing and arrange for notices to be sent; follow up with Company re delinquencies; emails with Gowlings re service list; review of delinquency reporting provided to PTC.	6.00	550	3,300.00
11/17/2023	Hung, Angelina	Coordinate mailing of notice to creditors, and prepare affidavit of mailing on the same.	1.00	275	275.00
11/20/2023	Patel, Pritesh	Update meeting with CRO re employee matters; follow-up calls on same; update call with DIP Lender; discussion with KPMG team re status.	2.50	850	2,125.00
11/20/2023	Montgomery, Tim	Finance call with SG to discuss the week ahead and critical suppliers; call with RNC supplier AO Smith re current situation; call with CRO to discuss employee matters; daily call with PTC to discuss ongoing matters; emails to CRO re employee issues and critical supplier calls; send agenda for bi-weekly finance call; review CRO proposal re employee matters; email to ONYX re going forward supply; call with M. Regan re: buyouts and PTC reporting; internal call re status.	4.10	700	2,870.00
11/20/2023	Lee, Huey	Status call with DIP Lender, CRO and counsels regarding initial activities - RNC, employee retention matters, financial reporting, PTC reporting, related party transaction summary. Assisting M. Regan with expense review and communications plans.	2.00	850	1,700.00
11/20/2023	Fatima, Tahreem	Review of employee matters; discussions with internal KPMG team on same; meeting with finance team re the week's priorities.	3.25	550	1,787.50
11/20/2023	Regan, Michelle	Call with general counsel re NOSI buyouts; review invoices provided by SG re related party transaction summary; emails with Osler re communication re small claims court; call with N.Waterman (PTC) re NOSI buyouts and delinquencies; call with T.Montgomery to discuss buyouts and PTC reporting; emails with L.Coates (SG) re PTC reporting; call re RNC and Elevate transaction; call with potential bidder on assets; emails with Paul De Rosa re delinquencies; summarize NOSI buyouts; emails with suppliers and other creditors; analysis of related party transaction; discussion with H. Lee re same.	8.50	550	4,675.00
11/21/2023	Patel, Pritesh	Update call with DIP Lender re reporting matters; call with M.Regan re review of related party analysis and questions on the same.	2.00	850	1,700.00
11/21/2023	Montgomery, Tim	Attendance on update call with DIP Lender; review NOSI go-forward strategy email and provide comments; emails re go-forward ordering for RNC business; emails with SG re RNC go-forward supply and supplier discussions; follow up with company re deposit analysis for critical suppliers; review and discuss with SG on the same.	3.30	700	2,310.00
11/21/2023	Lee, Huey	Continued discussions with DIP Lender, CRO and counsels regarding first week activities - RNC protocol, employee retention matters, financial reporting, PTC reporting, related party transactions.	1.00	850	850.00
11/21/2023	Fatima, Tahreem	ATPR debt review for discussion with CRO; preparation of supplier letters.	1.25	550	687.50
11/21/2023	Regan, Michelle	Review of all invoices provided by SG relating to related party transactions; call with P.Patel re related party transactions; identify further invoices to be tested; review and prepare analysis of RNC costs, related party transactions, and service providers; review capital contribution docs for any overlap with the related party transaction proceeds; call with General counsel re NOSI buyouts; prepare schedule and action items re NOSI buyouts; emails re Small Claims Court; emails with Eric Sabbah; emails re Jake Watson; emails with PTC re delinquencies; update FAQs for vendors; call with customers; emails with Globe and Mail re ad in newspaper.	10.00	550	5,500.00
11/21/2023	Hung, Angelina	Finalize affidavit of mailing.	0.25	275	68.75
11/22/2023	Patel, Pritesh	Review email from Osler re employee claim; call with M.Regan and H.Lee re related party analysis.	1.75	850	1,487.50
11/22/2023	Montgomery, Tim	Call with Wolseley to discuss terms of go-forward supply; call with EMCO regarding terms for go-forward supply; co-ordinate calls with critical suppliers and discuss strategy with CRO and finance team; employee claims; review deposit letters; discussions with SG on the same; review confirmation email from Lawrence re customer service technicians pre-filing and prepare schedule; discussions on the same; email correspondence re Amex and TD credit cards and discussion re security issue and deposit.	4.50	700	3,150.00
11/22/2023	Lee, Huey	Call with M. Regan and P. Patel re: related party transaction summary.	1.00	850	850.00
11/22/2023	Fatima, Tahreem	Call with M. Regan re: RNC; RNC analysis; preparation of deposit letters.	2.50	550	1,375.00

11/22/2023	Regan, Michelle	Call with T. Fatima re RNCs; call with P.Patel and H.Lee re related party transaction summary; update creditor and mailing listing for additional creditors; company searches on technical suppliers and professional service providers; review delinquency reporting; follow up with Paul de Rosa PTC; emails with employees, creditors, suppliers; calls with same; update on RNCs.	7.00	550	3,850.00
11/23/2023	Patel, Pritesh	Discussions with KPMG team re pre-filing payments; review of email from Osler re attestation and edits to the same; call with related party counsel to review attestation; update call with DIP Lender; call with KPMG team re related party analysis.	3.00	850	2,550.00
11/23/2023	Montgomery, Tim	Bi-weekly finance call; call with SS customer service technicians re go-forward supply and catch-up re historical invoicing; daily PTC call to discuss status of CCAA proceedings; further discussions re ex-CEO confirmation re customer service technicians and pre-filing; emails re PTC reporting and status update; review email from PTC on the same; follow-up re deposit and critical supplier letters; review weekly disbursements and questions on the same; review and provide comments on weekly variance reporting; discuss other related suppliers; review weekly disbursements from last week; email exchange re PTC rate reset; review customer refunds and discuss recommendation with Michelle.	5.10	700	3,570.00
11/23/2023	Lee, Huey	Status call with KPMG team; continued discussions with DIP Lender, CRO and counsels regarding ongoing activities - RNC, employee retention matters, financial reporting, PTC reporting, related party transactions.	1.50	850	1,275.00
11/23/2023	Fatima, Tahreem	Preparation of weekly variance reporting and related discussion; update Finance call with finance team; RNC analysis in preparation for call with SG.	5.50	550	3,025.00
11/23/2023	Regan, Michelle	Call with PTC and Gowlings re update; analysis on the related party transaction summary; review of invoices provided; follow up general counsel re employee claims; emails with N Waterman (PTC) re reporting; review of employee claims; emails to PTC re funds provided to SG June - Oct; updates on timing of PTC reporting; review of delinquency reports and trends; calls with suppliers/creditors; send notice to creditors; review customer refunds and prepare analysis; review SG documents uploaded to Gowlings site re CLAs.	8.00	550	4,400.00
11/23/2023	Hung, Angelina	Call with CRA re audit letter.	0.10	275	27.50
11/24/2023	Patel, Pritesh	Call with SG team and CRO re RNC business; follow-up call with T.Montgomery on the same.	2.00	850	1,700.00
11/24/2023	Montgomery, Tim	Call re RNC business and go-forward strategy; follow-up call Pritesh regarding the same; review deck provided by SG and sent comments to CRO and internally; critical supplier issues re Wolseley and EMCO holds and deposits; call with RNC supplier re go-forward supply for servicing; email regarding the same; email to PTC re DIP and other queries from OSFI; review Grace NG employee claim and internal discussions re the same; Canada Post deposit email communication; review final email re customer service technicians and provide final schedule; creditor response re RNC issues; PTC reporting email update re priority list from PTC.	4.30	700	3,010.00
11/24/2023	Fatima, Tahreem	Completed and reviewed corporate searches and e-mail to M. Regan re: same; call with SG team, KPMG and CRO re RNC business; review of deck provided by SG; review of former employee claims; Canada Post deposit letter;	5.25	550	2,887.50
11/24/2023	Regan, Michelle	Call with PTC, SG and CRO re reporting; call with general counsel re employee cases; emails with general counsel re employee cases; buyout action and liaison with head of collections and general counsel; update re CC credit cards; calls with creditors/suppliers; update CRO on potential buyers; update invoices to be tested re related party transactions; review company searches for certain invoices re related party transactions; update on employee claims.	8.00	550	4,400.00
11/26/2023	Fatima, Tahreem	Call with KPMG team and CRO re RNC; review of RNC documents.	1.50	550	825.00
11/26/2023	Patel, Pritesh	Review of RNC materials received from company; call with KPMG team and CRO on same.	2.00	850	1,700.00
11/27/2023	Fatima, Tahreem	RNC meeting with SG management and CRO; debrief on the same; review of information re RNC and compiled question list to SG management re: same; review of employee claim, discussion with HR re same and recommendation re same; review of bi-weekly payroll.	4.75	550	2,612.50
11/27/2023	Patel, Pritesh	Attendance at site for RNC meeting with SG team, debrief with CRO on same; attendance on update call with DIP Lender; review of emails re HSCI, calls with CRO on same.	3.50	850	2,975.00
11/27/2023	Montgomery, Tim	RNC in-person meeting with SG and CRO; review information provided by SG and internal call with CRO to discuss same; call with HR re Grace Ng employee claim; call with Zancor re status of RNC, call with Stafford re status of RNC, call with PTC re current file status and PTC reporting; call with Fernbrook re status of RNC; prepare summary email for CRO re RNC details; chase Wolessely and EMCO redeposits and go-forward supply including taking accounts of hold; review certain customer refunds amounts and questions re same; update requests to Company re RNC analysis; respond to email from PTC re timing of debt service payments; review TD credit card expenses and go-forward deposit considerations; review weekly payroll disbursement request	5.10	700	3,570.00
11/27/2023	Regan, Michelle	Emails with legal counsel re Small Claims Court petitioner; review of credit card transactions; review of customer buyout information provided; emails with customers re CCAA proceedings; emails with PTC re reporting	5.00	550	2,750.00
11/27/2023	Lee, Huey	Update call with DIP Lender, CRO and Gowlings; conference calls; review of various analyses, financial and general reporting required by PTC re CLAs.	1.00	850	850.00
11/28/2023	Fatima, Tahreem	Various meetings with SG management re: buyouts, weekly customer disputes, and finance updates; preparation of bonus recommendation and internal discussions re: same; employee claim review.	7.50	550	4,125.00

11/28/2023	Patel, Pritesh	Review of emails re NOSI analysis, questions on same; call with CRO re HCSI; review email from Osler re meeting with class counsel; review of proposal SG bonus schedule, call with CRO on same.	3.00	850	2,550.00
11/28/2023	Montgomery, Tim	Bi-weekly finance call; call with SG team re NOSI and customer buyouts; attend weekly customer dispute meeting to resolve tier 2 issues; preparation for same; prepare overview of Grace Ng employee claim for internal purposes; emails re other critical suppliers and go-forward strategy; discussions with CRO regarding employee compensation structure.	3.80	700	2,660.00
11/28/2023	Regan, Michelle	Call with Company and CRO re NOSI buyouts; review of slide deck and update email re NOSI buyouts; call with supplier re pre and post filing payments; emails with PTC finance team re reporting; review of invoices related to related party transactions.	4.00	550	2,200.00
11/29/2023	Patel, Pritesh	Call with CRO re bonus proposals; call with R.Teti re HSCI and RNC business; call with DIP Lender re cash flows, bonuses, etc.; calls with S.Milne re RNC and HSCI, review of materials on same.	4.00	850	3,400.00
11/29/2023	Montgomery, Tim	Call with Miller Thompson and SG re Chapin vs Kyle Switzer vs SG litigation; call on RNC re go-forward business strategy; inventory on hand; attend update call with PTC re employee compensation structure; emails with CRO re monthly invoices cadence; finalize employee compensation structure and circulate to PTC for comments; critical supplier communication.	3.50	700	2,450.00
11/29/2023	Regan, Michelle	Emails with suppliers re pre and post filing; review of deposit lists; emails with legal counsel of customers; call with RNC builder; call with general counsel re NOSI and buyouts.	4.00	550	2,200.00
11/29/2023	Lee, Huey	Check-in call with DIP Lender, CRO and Gowlings.	1.00	850	850.00
11/30/2023	Fatima, Tahreem	Review of weekly SG disbursements, internal discussion re same, and questions to management and re same; completed variance analysis of actual disbursements against forecasted disbursements for the previous week; update call with SG finance team; update call with M. Regan.	3.75	550	2,062.50
11/30/2023	Patel, Pritesh	Call with CRO re HCSI, RNC matters; discussions with KPMG re weekly payments; calls with counsel to SG re outstanding matters; update call with CRO re employee matters.	3.00	850	2,550.00
11/30/2023	Montgomery, Tim	Emails to Company re interest payment and DIP financing fee; finance call and preparation for same; review weekly disbursements and questions regarding same; discussions re timing of CRA audits; emails re elevate transaction and other RNC go-forward business; review information regarding same; review weekly variance analysis and actual disbursements.	3.30	700	2,310.00
11/30/2023	Regan, Michelle	Call with legal counsel of customer; call with supplier re pre filing payments; call with supplier re post filing payments; review of cash payments in week 2; emails with legal counsel for Small Claims Court petitioners; emails with Osler re Small Claims Court petitioners; update call with T.Fatima.	5.00	550	2,750.00
Subtotal			328.20	\$	215,266.25



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

Payment Address:
 KPMG LLP, T4348
 P.O. Box 4348, Station A
 Toronto, ON M5W 7A6

January 16, 2024

Simply Green Home Services Inc.
 2225 Sheppard Ave E Suite 800,
 Toronto, ON M2J 5C2

Consolidated Invoice : 7000438967
 Reference : 2001855954
 Client : 1005423957
 Contact : Pritesh Patel
 Telephone : (416) 468-7923
 Email : pritpatel@kpmg.ca

Professional fees for KPMG Inc. In reference to Simply Green Home Services Inc. for the period of December 1 to December 31, 2023		
Our Fee		\$ 112,880.00 CAD
Technology and Support Charge		7,901.60
Disbursements		135.80
		<hr/>
		\$ 120,917.40 CAD
HST		15,719.26
		<hr/>
Amount Due		\$ 136,636.66 CAD
		<hr/> <hr/>

Payment is due upon receipt

GST/HST Number 12236 3153 RT0001 QST Registration 1023774310 TQ0001

CAD Cheque Payments: KPMG LLP, T4348, P.O. Box 4348, Station A, Toronto, ON M5W 7A6
 Please return remittance advice with cheque.

CAD Wire Payments: Beneficiary: KPMG LLP
 Bank Details: TD Canada Trust, 55 King St. West, Toronto, ON M5K 1A2, Bank Code # 004, Transit # 10252,
 Account # 0938281, Swift Code TDOMCATTOR
 Please e-mail related wire payment details including invoice number to kpmg-ar@kpmg.ca

Invoice No: 7000438967 **Reference:** 2001855954 **Client:** 1005423957 **Amount:** \$ 136,636.66 CAD

**Project Central GTA & GVA
Professional Fees Summary
For the period of December 1 to December 30, 2023**

Name	Position	Rate	Hours	Fee (\$)
Pritesh Patel	Partner	850	49.75	42,287.50
Huey Lee	Partner	850	8.00	6,800.00
Tim Montgomery	Director	700	47.80	33,460.00
Michelle Regan	Manager	550	26.50	14,575.00
Tahreem Fatima	Manager	550	28.50	15,675.00
Angelina Hung	Technician	275	0.30	82.50
Total Professional Fees			160.85	\$ 112,880.00
Expenses - travel				\$ 135.80
Subtotal				\$ 113,015.80
Technology and support charges				7,901.60
Subtotal				\$ 120,917.40
HST				15,719.26
Total Amount Due				\$ 136,636.66

Simply Green Home Services Inc.
Time Keeper Details
For the period of December 1 to December 31, 2023

Work Date	Name	Time Narrative	Hours	Rate	Fee (\$)
12/01/2023	Fatima, Tahreem	Correspondence with SG, Canada Post and Torpedo Marketing re hold on mailings; pulled company searches.	0.75	550	412.50
12/01/2023	Patel, Pritesh	Call with KPMG team re related party analysis and next steps; review of info received on RNC; update call with Gowlings; responding to email from PTC re reporting.	2.50	850	2,125.00
12/01/2023	Hung, Angelina	Call with CRA and email with team re audit request.	0.30	275	82.50
12/01/2023	Lee, Huey	Conference calls with various legal representatives; review of various analyses; RNC discussion; related party analysis review and discussion; financial reporting review and discussion; document review, discussions with counsels and PTC.	1.00	850	850.00
12/01/2023	Regan, Michelle	Call with supplier re pre filing payments; call with suppliers re post filing payments; review of cash payments week two of CCAA; emails with legal counsel for Small Claims Court petitioners; emails with Oslers re Small Claims Court petitioners.	2.00	550	1,100.00
12/04/2023	Fatima, Tahreem	Call with M. Regan on payroll and other questions on disbursements.	0.50	550	275.00
12/04/2023	Regan, Michelle	Review of working capital inputted by SG from June to October per related party transactions; review all invoices and prepare question list; discussion with P. Patel on same; emails with L.Coates re supplier payments; emails with Oslers re PPSA and small claims court correspondence; call with T. Fatima re payroll.	5.00	550	2,750.00
12/04/2023	Lee, Huey	Update call with PTC and legal advisors.	1.00	850	850.00
12/04/2023	Patel, Pritesh	Call with SG team re Elevate deal; discussions with KPMG team, CRO on same; responding to questions from PTC re reporting; review of proposed bonus/retention payments for employees; call with M. Regan re TopCo analysis and questions; email to TopCo on same; update call with DIP Lender.	4.50	850	3,825.00
12/05/2023	Fatima, Tahreem	Review of RNC cash waterfall provided by SG management and preparation of questions with respect to same; discussion with T. Montgomery on RNC documents provided; finance update meeting with SG management; drafting of e-mail to TD for continued supply of credit card; drafting of e-mail to Lawrence re updated listing of technicians; preparation of billing; meeting with SG legal and customer care team re customer disputes and buyouts.	5.25	550	2,887.50
12/05/2023	Patel, Pritesh	Review of emails re NOSI analysis, questions on same; call with CRO re HCSI; review email from Osler re meeting with class counsel; review of proposal SG bonus schedule, call with CRO on same. Call with CRO and Monitor re status update; finance call to discuss weekly disbursements, DIP requirements, variance reporting and other related issues; call with PTC re current file status; emails re supplier issues; discussions re TD credit card and letter of credit; review Tier 3 updates for this week; review response re TSA and provide comments; coordinate update to former CEO attestation critical suppliers; discuss strategy re RNC and 5th Avenue; review information regarding same.	3.00	850	2,550.00
12/05/2023	Montgomery, Tim	Review of emails re NOSI analysis, questions on same; call with CRO re HCSI; review email from Osler re meeting with class counsel; review of proposal SG bonus schedule, call with CRO on same. Call with CRO and Monitor re status update; finance call to discuss weekly disbursements, DIP requirements, variance reporting and other related issues; call with PTC re current file status; emails re supplier issues; discussions re TD credit card and letter of credit; review Tier 3 updates for this week; review response re TSA and provide comments; coordinate update to former CEO attestation critical suppliers; discuss strategy re RNC and 5th Avenue; review information regarding same.	4.25	700	2,975.00
12/05/2023	Regan, Michelle	Review of November delinquencies across CLAs and Warehouses; emails with SG re same; review of November buyout reporting, emails with SG re same; review of information provided by General Counsel re Jake Watson claim; call re review of contentious claims.	3.50	550	1,925.00
12/06/2023	Fatima, Tahreem	Update of service technician listing for attestation by L. Krimker; coordination and review of billing; meeting with TD to discuss go-forward supply of credit card.	1.50	550	825.00
12/06/2023	Regan, Michelle	Emails re small claims court cases; emails with various creditors/suppliers; call with General Counsel; emails re delinquencies and buyouts with SG.	3.50	550	1,925.00
12/06/2023	Patel, Pritesh	Review of materials re RNC; calls with Osler/Gowlings re related party analysis; call with debtors, KPMG re RNC assignment and next steps; review of materials on same; call with TopCo counsel, Gowlings, Osler re related party analysis; debrief call with Osler; debrief call with Gowlings; discussion with KPMG team re file matters.	6.00	850	5,100.00
12/06/2023	Montgomery, Tim	Call with TD re credit cards and LC; emails re updates to Lawrence Krimker pre-filing attestation; review head office lease and financial implications of same; review email from Oscar re litigation from two customers and recommended go-forward strategy; internal discussion regarding same; email to Oscar re communication from Eric Sabbah and various customer disputes; review RNC analysis and discussions with SG regarding same.	4.00	700	2,800.00
12/07/2023	Lee, Huey	Review of cash flow projections; update call with PTC; conference calls re media reports and next steps.	2.00	850	1,700.00
12/07/2023	Fatima, Tahreem	Call with finance team re: status update; preparation of variance analysis and questions re: same; e-mail of variance analysis to PTC team; call back to CRA on HST audits; call with J. Prosperi and T. Montgomery re: bonus payout and e-mail summary with listing and points to note.	2.50	550	1,375.00
12/07/2023	Patel, Pritesh	Update call with DIP Lender; review of emails from CRO, KPMG team re customer matters, media inquiries; call with Gowlings re related party analysis; call with CRO re RNC; update call with DIP Lender.	3.00	850	2,550.00
12/07/2023	Montgomery, Tim	Update call with PTC re current status; review legal matters with Oscar and CRO; discussion re employee compensation with CRO and T.Fatima; review analysis prepared by T.Fatima and provide comments re same; SG finance meeting re critical disbursements, variance reporting and DIP draw; review variance reporting and provide comments; call AO Smith re ongoing supply; discussions re attendance at offices by CTV and next steps; email to Osler to coordinate call re outstanding supplier issues; call customer re dispute and current status; review weekly disbursements and questions regarding same.	5.10	700	3,570.00
12/07/2023	Regan, Michelle	Emails with small claims court case; discussion with T.Montgomery re claims; discussion with P.Patel re related party transaction review; review of delinquency trends.	3.50	550	1,925.00
12/08/2023	Regan, Michelle	Call with SG re delinquencies and buyouts; call with general counsel re small claims case; emails with small claims case; emails with supplier; internal discussion with T.Montgomery.	3.50	550	1,925.00
12/08/2023	Fatima, Tahreem	Call with J. Prosperi and T. Montgomery re: bonus payouts; update of listing and e-mail to S. Autar (SG).	0.50	550	275.00
12/08/2023	Patel, Pritesh	Call with Osler re security opinion; review of emails, calls with CRO, SG re media reports and next steps; call with CRO, PR firm re strategy for media reports; call with KPMG team re payments and cash flows.	2.50	850	2,125.00
12/08/2023	Montgomery, Tim	Discussions re media issues and next steps; email regarding on-going consultancy relationship with Raymond Tam; email re supplier issues; review RNC information re Elevate; review emails regarding media issues; coordinate call with Simply Smart for next week.	2.50	700	1,750.00

12/11/2023	Fatima, Tahreem	Review of bonus amounts and e-mails on same; weekly finance update meeting; review of disbursements against approved listing of technicians.	2.25	550	\$	1,237.50
12/11/2023	Patel, Pritesh	Call with Enterprise re media response; review of sample contracts re maintenance/servicing obligations, review of email from T.Montgomery on same; emails with CRO re employee retention matters; update call with DIP Lender.	3.75	850	\$	3,187.50
12/11/2023	Montgomery, Tim	Weekly finance call; preparation for same; call with Osler and CRO to discuss customer legal issues and next steps; call with Raymond Tam re go-forward consulting agreement and rates; internal discussions with CRO and SG regarding same; review HR letters re bonus payments and discussions with CRO and finance team regarding same; prepare notes on customer service technicians for call with PTC regarding same; response to Osler regarding MT legal issue and next steps.	3.70	700	\$	2,590.00
12/12/2023	Fatima, Tahreem	Review of December 15th payroll including bonus amounts scheduled to be paid, questions re same to SG; discussion with HR on new employee; billing; weekly call to discuss tier 2 and tier 3 customer disputes.	2.75	550	\$	1,512.50
12/12/2023	Lee, Huey	Review of creditor inquiries; internal discussions with P. Patel and M. Regan.	1.00	850	\$	850.00
12/12/2023	Patel, Pritesh	Attendance at SG offices; discussion on rate reset issues; call with Enterprise re proposed media response; call with L.Krimker on same; discussion with CRO re operational matters; discussions with SG operational teams.	4.00	850	\$	3,400.00
12/12/2023	Montgomery, Tim	Call with Simply Smart regarding outstanding AR, pricing and call volumes; bi-weekly catch-up call with PTC, Gowlings, CRO and Monitor; review payroll data and discussions with T.Fatima regarding same.	2.10	700	\$	1,470.00
12/13/2023	Lee, Huey	Check in discussion with PTC and legal counsel; review of ECL and overdue accounts; discussions M. Regan.	2.00	850	\$	1,700.00
12/13/2023	Fatima, Tahreem	Review of payments to technicians to determine any additional pre-filing technicians to be added to L. Krimker confirmation and e-mail re same; draft supplier letter for Glow Brand and GWS; draft of weekly variance analysis for PTC.	2.25	550	\$	1,237.50
12/13/2023	Patel, Pritesh	Update call with CRO re builder issues; call with T.Montgomery re employee matters, RNC contracts; review of emails re media response and next steps.	1.50	850	\$	1,275.00
12/13/2023	Montgomery, Tim	Call with Peter Soon, Chris Evans and CRO re Simply Smart, outstanding AR and service costs; follow up re customer query on NOSI; review analysis re pre-filing payments paid to date; emails regarding RNC and go-forward supply; review potential site agreements for Elevate and provide comments regarding same.	2.50	700	\$	1,750.00
12/14/2023	Regan, Michelle	Creditor and small claims court emails; calls with creditor; call with supplier; updates on buyout analysis; updates on delinquency analysis.	2.00	550	\$	1,100.00
12/14/2023	Fatima, Tahreem	Finalizing weekly variance report and e-mail re same; review of weekly technician disbursements.	1.50	550	\$	825.00
12/14/2023	Patel, Pritesh	Review and edits to proposed response from Enterprise, call on same; update call with CRO re operational matters; call with DIP Lender; call with Gowlings re related party matters; responding to email re HCSI; correspondence with KPMG team re cash flows, employee claims, file status.	3.25	850	\$	2,762.50
12/14/2023	Montgomery, Tim	Call with Oscar and Osler regarding customer legal claims; in-person meeting with Elevate, CRO and Cord re RNC business and go-forward steps; preparation for same; bi-weekly update meeting with PTC, Gowlings, CRO and Monitor; review weekly disbursements and questions regarding same; discussions with Liam and Sean regarding bonus payments and timing of same; review weekly variance reporting and provide comments regarding same; start reviewing employee agreements and prepare comments regarding same; coordinate call with Gowlings regarding customer legal claims; review information regarding SG bonus policy.	5.00	700	\$	3,500.00
12/15/2023	Regan, Michelle	Updates on buyout process; various emails and calls with supplier, creditors and small claims court cases; emails with general counsel re update on case.	2.00	550	\$	1,100.00
12/15/2023	Patel, Pritesh	Call with Gowlings re employee contracts; calls with CRO re RNC.	1.25	850	\$	1,062.50
12/15/2023	Montgomery, Tim	Call with Gowlings, Osler and CRO re customer legal claims; call with CRO, Gowlings and Monitor regarding employee agreements and next steps; discussions with Akm re Cycle 7 cure rates and rollover rates; prepare summary email for PTC regarding same; further review of employment agreements and internal email to CFO and PP regarding same; coordinate next steps re customer legal claim issue; review emails re RNC and communicate with Elevate.	4.75	700	\$	3,325.00
12/18/2023	Patel, Pritesh	Call with interested party re RNC business; review of emails re HCSI; update calls with CRO re next steps, review of emails on same; call with Osler re security opinion, emails with PTC on same.	2.50	850	\$	2,125.00
12/18/2023	Montgomery, Tim	Emails regarding RNC issues and go-forward supply with AO Smith; coordinate call re legal claims with Osler, Heinein and the Company.	1.75	700	\$	1,225.00
12/19/2023	Regan, Michelle	Arrange for creditor notices to be mailed; call with general counsel re update on case; emails with general counsel re small claims cases; update delinquency report.	1.50	550	\$	825.00
12/19/2023	Fatima, Tahreem	Analysis of DIP draw request again forecast; discussion with T. Montgomery re same; draft of e-mail re same to PTC; billing update.	3.25	550	\$	1,787.50
12/19/2023	Patel, Pritesh	Update call with DIP Lender; calls with CRO employee matters, RNC, builder inquiries; update call with Gowlings; review of DIP funding request, discussion with T.Montgomery on same.	3.00	850	\$	2,550.00
12/19/2023	Montgomery, Tim	PTC daily update call; coordinate respond to PTC on self funded leases and whether any movement between WH and CLA facility; review 3 week forecast for draw requests and prepare email summary for PTC regarding same; emails regarding RNC; emails regarding payment of professional fees.	2.50	700	\$	1,750.00
12/20/2023	Fatima, Tahreem	Preparation of critical supplier letters; review of CRA audit letters; preparation of DIP draw certificates; update of pre-filing technicians list for attestation from L. Krimker.	1.50	550	\$	825.00
12/20/2023	Patel, Pritesh	Call with CRO, SG teams re RNC; call with Home Corp on same; update call with Gowlings re employee letters, security review; calls with Osler on same.	1.50	850	\$	1,275.00
12/20/2023	Montgomery, Tim	Call with Rob Teti re RNC assignments and next steps; de-brief call with SG regarding same; emails regarding Wolseley and credit limit issues; finalize email regarding DIP draw request and coordinate execution of certificates; review update to critical supplier attestation for Lawrence to execute; review go-forward supply letters for Glow and AO Smith; emails with PTC re information requests.	2.50	700	\$	1,750.00
12/21/2023	Fatima, Tahreem	Prepare email draft re update and key next steps to be sent to PTC team; internal discussion re same; prepare weekly variance reporting and related questions to Liam; weekly disbursements review; update meeting with finance meeting and prepare agenda re same; review of CRA audit letters.	3.25	550	\$	1,787.50
12/21/2023	Patel, Pritesh	Update call with Gowlings re employee letters, related party; call with SG counsel re email protocol; call with CRO and IT contractor re email protocol; review and edits PTC update email, call with CRO on same.	4.00	850	\$	3,400.00
12/21/2023	Montgomery, Tim	Call with Glow regarding go-forward supply, weekly finance call; call with Osler re legal issues associated with customer refunds; further emails and discussions re RNC business and assignment to Elevate; call with Cord re ongoing supply for Glow and strategy re same; review weekly disbursements and queries regarding same; review self funded leases and send to PTC; internal discussion re PTC update email; review and update same; review weekly variance analysis and provide comments on same.	4.25	700	\$	2,975.00

12/22/2023	Fatima, Tahreem	Review of bi-weekly payroll and e-mail to T. Montgomery and J. Prospero re same.	0.75	550	\$	412.50
12/22/2023	Patel, Pritesh	Call with CRO re PTC update email; update calls with Gowlings; update call with H.Lee; review of class action pleadings.	1.50	850	\$	1,275.00
12/22/2023	Lee, Huey	Update call with Gowlings and PTC FA; update call P.Patel on same.	1.00	850	\$	850.00
12/22/2023	Montgomery, Tim	Call with CRO re RNC and holiday hours; emails re customer refund legal claims and next steps.	1.20	700	\$	840.00
12/27/2023	Montgomery, Tim	Attend call re RNC with SG and CRO.	0.50	700	\$	350.00
12/27/2023	Patel, Pritesh	Call with SG team re HSCI and next steps.	0.50	850	\$	425.00
12/28/2023	Montgomery, Tim	Review weekly disbursements and review variance reporting for week prior.	1.20	700	\$	840.00
12/28/2023	Patel, Pritesh	Calls with CRO, counsel to TopCo re LK email access and next steps.	0.50	850	\$	425.00
12/29/2023	Patel, Pritesh	Call with SG, TopCo counsel, L.Krimker re email access and review; follow-up call with CRO on same.	1.00	850	\$	850.00
Subtotal			160.85		\$	112,880.00



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

Payment Address:
 KPMG LLP, T4348
 P.O. Box 4348, Station A
 Toronto, ON M5W 7A6

February 20, 2024

Simply Green Home Services Inc.
 2225 Sheppard Ave E Suite 800,
 Toronto, ON M2J 5C2

Consolidated Invoice : 7000443803
 Reference : 2001855954
 Client : 1005423957
 Contact : Pritesh Patel
 Telephone : (416) 468-7923
 Email : pritpatel@kpmg.ca

Professional fees for KPMG Inc. In reference to Simply Green Home Services Inc. for the period of January 1 to January 31, 2024.

Our Fee	\$ 119,307.50 CAD
Technology and Support Charge	8,351.53
Disbursements	53.10
	\$ 127,712.13 CAD
HST	16,602.57
	\$ 144,314.70 CAD

Payment is due upon receipt

GST/HST Number 12236 3153 RT0001 QST Registration 1023774310 TQ0001

CAD Cheque Payments: KPMG LLP, T4348, P.O. Box 4348, Station A, Toronto, ON M5W 7A6
Please return remittance advice with cheque.

CAD Wire Payments: Beneficiary: KPMG LLP
 Bank Details: TD Canada Trust, 55 King St. West, Toronto, ON M5K 1A2, Bank Code # 004, Transit # 10252,
 Account # 0938281, Swift Code TDOMCATTOR
 Please e-mail related wire payment details including invoice number to kpmg-ar@kpmg.ca

Invoice No: 7000443803 **Reference:** 2001855954 **Client:** 1005423957 **Amount:** \$ 144,314.70 CAD

Professional Fees Summary
For the period of January 1 to January 31, 2024

Name	Position	Rate	Hours	Fee (\$)
Pritesh Patel	Partner	850	66.75	56,737.50
Huey Lee	Partner	850	2.50	2,125.00
Tim Montgomery	Director	700	39.60	27,720.00
Michelle Regan	Manager	550	41.00	22,550.00
Tahreem Fatima	Manager	550	18.50	10,175.00
Total Professional Fees			168.35	\$ 119,307.50
Expenses				\$ 53.10
Subtotal				\$ 119,360.60
Technology and support charges				8,351.53
Subtotal				\$ 127,712.13
HST				16,602.58
Total Amount Due				\$ 144,314.70

Simply Green Home Services Corp.
Time Keeper Details
For the period of January 1 to January 31, 2024

Work Date	Name	Time Narrative	Hours	Rate	Fee (\$)
01/02/2024	Fatima, Tahreem	E-mail to SG team re: January bonus payments; review of security review related questions; internal discussion re: same.	1.75	550	\$ 962.50
01/02/2024	Patel, Pritesh	Update call with PTC; discussions with KPMG team on same; call with counsel to PTC re TopCo review; call with Gowlings, TopCo counsels on same.	1.50	850	\$ 1,275.00
01/02/2024	Lee, Huey	Update call with PTC.	0.50	850	\$ 425.00
01/02/2024	Montgomery, Tim	Emails with PTC re variance reporting; review variance reporting and circulate to PTC; review of upcoming employee bonus payments; follow-up re DIP draw request and confirmation of same.	1.25	700	\$ 875.00
01/03/2024	Fatima, Tahreem	Internal discussions re KPMG's security review and PTC's questions on same; e-mail draft with responses to PTC questions; review of monthly interest billings and e-mail to SG re same.	1.50	550	\$ 825.00
01/03/2024	Patel, Pritesh	Call with KPMG team re PTC questions and email to PTC on same; call with CRO, interested party re SG portfolio; update call with CRO re operational, IT matters.	2.50	850	\$ 2,125.00
01/03/2024	Montgomery, Tim	Internal call re PTC queries on KPMG security review and preparation for same; review monthly interest payments; review email to PTC regarding queries on KPMG security review and provide comments regarding same; emails re go-forward supply with AO Smith and outstanding post filing invoice.	2.75	700	\$ 1,925.00
01/04/2024	Fatima, Tahreem	Review of actual disbursements and question to L. Coates re same; preparation of variance analysis and e-mail to PTC team re same; review of AP batch and discussion with T. Montgomery re same; review of previous AP batches for any pre-filing service technicians for updated attestation from L. Krimker; update meeting with finance team.	2.25	550	\$ 1,237.50
01/04/2024	Patel, Pritesh	Preliminary review of updated related party analysis; update call with DIP Lender, CRO, KPMG team.	1.00	850	\$ 850.00
01/04/2024	Montgomery, Tim	Call with PTC, Gowlings and CRO re file status; review variance reporting and provide comments on same; review weekly disbursements; weekly finance call and preparation for same; email SG team re updating 13-week cash flow and timing regarding same.	1.75	700	\$ 1,225.00
01/05/2024	Patel, Pritesh	Call with M. Regan re review of revised related party summary and analysis on same.	0.50	850	\$ 425.00
01/05/2024	Regan, Michelle	Review of Working Capital workbook provided by Crown Crest for pre and post closing of Marble Transaction; internal call to discuss same; review invoices to be tested; review transaction listing; emails to suppliers and creditors.	3.50	550	\$ 1,925.00
01/08/2024	Patel, Pritesh	Attendance at SG offices to meet with Home Corp re RNC business; update call with counsel re supplier issue; discussion with CRO re operational matters; review of analysis from M. Regan re related party transactions and call on same.	3.00	850	\$ 2,550.00
01/08/2024	Montgomery, Tim	Follow-up with CRO re employee agreement issues; emails regarding updating Raymond Tam consulting agreement to reflect new terms agreed post-filing; emails regarding vehicle lease and moving to other legal entity; review AO Smith warranty issues and draft email regarding stay provisions.	1.75	700	\$ 1,225.00
01/08/2024	Regan, Michelle	Related party analysis, review bank account statements and prepare list of invoices to be sampled, review of retainers in the listing, review first batch of invoice samples to split between pre and post transaction closing, discussion with P. Patel on same, draft and send email to SG on same; Emails with general counsel re E. Sabbah small claims court; Call with supplier re Stay of Proceedings.	3.50	550	\$ 1,925.00
01/09/2024	Patel, Pritesh	Update call with Osler to discuss status and stay extension; call with SG team re RNC and next steps; update call with CRO; internal discussion re AO Smith warranty issue; internal call re related party analysis and review.	3.00	850	\$ 2,550.00
01/09/2024	Montgomery, Tim	Call with Osler and KPMG to discuss file status update and stay extension; call with SG, Monitor and CRO re RNC business and potential transaction regarding same; bi-weekly call with PTC and Gowlings re file status update, including discussions regarding PTC reporting; review bi-weekly payroll and discussions with M. Regan re same; discussion with P. Patel re AO Smith warranty issue and draft email regarding same.	2.50	700	\$ 1,750.00
01/09/2024	Regan, Michelle	Call with P. Patel re related party Analysis; Review payroll and 2023 bonus payments, email with HR to confirm new employees in SG; Emails with legal counsel for small claims file re Stay of Proceedings; Attend call re contentious cases with general counsel, customer relations team and collections team; Send creditor notice to unsecured creditor; Emails with T. Montgomery re legal counsel for small claims file and WEPP; Emails with legal counsel for Plaintiff against SG.	3.50	550	\$ 1,925.00
01/10/2024	Patel, Pritesh	Attendance at SG offices for meeting with CRO re operational efficiencies; call with interested party re RNC assets; debrief call with SG team on same; review of info to be shared on RNC assets, call with CRO on same.	4.00	850	\$ 3,400.00
01/10/2024	Montgomery, Tim	Call with CRO and SG re PTC reporting issues and timelines re outstanding requests; email correspondence re Bryan Le employee claim; email correspondence with PTC re monthly labour expenses; review Raymond Tam amending agreement re consultancy contact; finalize AO Smith email and circulate.	1.25	700	\$ 875.00
01/10/2024	Regan, Michelle	Create summary of payroll paid for CRO; Emails with general counsel re unsecured contingent claim; Call with customer re NOSI, emails with collections team re same; Review of letter provided by legal counsel of Plaintiff against SG, emails with general counsel resume; send respond to legal counsel.	3.75	550	\$ 2,062.50
01/11/2024	Patel, Pritesh	Review of emails re potential RNC sale, call with CRO on same; update call with DIP Lender re DIP and cash flow forecasts, discussion with T. Montgomery on same; update call with DIP Lender and its legal counsel.	1.50	850	\$ 1,275.00

01/11/2024	Montgomery, Tim	Bi-weekly call with PTC, Gowlings, CRO and Monitor re file status; email to Osler re draft plea agreement including blacklining agreed statement of facts to December 14, 2023 version; email communication with SG team re updating cash flow for the stay extension hearing; discussions with P. Patel regarding same; review weekly disbursements and questions regarding same; review weekly variance analysis and provide edits to same; review SG response to PTC reporting timeline queries and issues; provide comments on same; review info provided by SG re December invoicing issue and impact regarding same.	4.50	700	\$	3,150.00
01/11/2024	Regan, Michelle	Review of pre filing technicians paid, emails with L. Coates re same; Prepare variance analysis for week ending January 6, emails with T. Montgomery re same, emails with L. Coates re same, email to PTC; Call with creditor re Stay of Proceedings, emails with general counsel re same.	4.25	550	\$	2,337.50
01/12/2024	Patel, Pritesh	Call with CRO re operational efficiencies; review of emails re RNC sale; update call with Gowlings.	1.00	850	\$	850.00
01/12/2024	Montgomery, Tim	Emails re review of SG's business practices and coordinate call re same; follow-up with AO Smith re post-filing warranty issues; review pre-filing payments as compared to \$750k amount in order.	1.50	700	\$	1,050.00
01/15/2024	Patel, Pritesh	Call with interested party re RNC assets; debrief calls with SG and Home Corp; follow-up call with potential purchaser; update call with Osler re upcoming hearing; calls with M. Regan re related party analysis; call with T. Montgomery re CF updates/DIP requirements.	3.50	850	\$	2,975.00
01/15/2024	Montgomery, Tim	Call with Osler, CRO and SG re independent review of SG business practices; review high-level 13-week cash flow analysis for purposes of advising PTC whether there needs to be an increase in the DIP facility; internal discussion and discussion with SG regarding same; circulate update to Gowlings re plea arrangement re Danbrook; internal discussions re precedents for CRO fees.	2.25	700	\$	1,575.00
01/15/2024	Regan, Michelle	Prepare cashflow for professional fees for 13 week cashflow, including actuals to date; review of related party analysis invoices, prepare analysis regarding same, call with P. Patel to discuss same, emails to SG and counsel regarding same; emails with various legal advisors, customers and suppliers.	4.50	550	\$	2,475.00
01/16/2024	Patel, Pritesh	Update call with R. Teti (Home Corp) re RNC sale; update calls with CRO re cost reductions, RNC and next steps; update call with DIP lender re cash flows, operational updates and next steps.	2.00	850	\$	1,700.00
01/16/2024	Montgomery, Tim	SG bi-weekly update call with Gowlings, CRO, PTC and Monitor; coordinate PTC requests for auditors re lease samples; email queries with SG re audit questions.	1.25	700	\$	875.00
01/17/2024	Patel, Pritesh	Call with counsel to Interested Party re RNC transaction; follow-up call with SG, Home Corp on same; update meeting with T. Montgomery.	2.50	850	\$	2,125.00
01/17/2024	Montgomery, Tim	Internal email re CRO fees and recent precedents; review weekly disbursements; discussion with SG re pro-rata of WSIB; call with AO Smith re warranty issues; draft email regarding same; emails with SG re same; review email from SG re termination and severance; internal discussion re same and response to SG re pre-filing amount; review professional fee forecast for updated 13-week cash flow and make updates re same.	2.50	700	\$	1,750.00
01/17/2024	Regan, Michelle	Attend weekly SG legal files review meeting with A.Hossen, general counsel and customer care team; review cases in discussion.	1.00	550	\$	550.00
01/18/2024	Patel, Pritesh	Commence drafting Second Report; emails with PTC re lease samples; call with Interested Party re RNC sale; calls with SG, Home Corp on same; review and edits to response to Interested Party; call with CRO re review of operational efficiencies.	4.00	850	\$	3,400.00
01/18/2024	Regan, Michelle	Prepare and review variance analysis for week 9 of the CCAA, email to PTC regarding same; review of AP for week 10 of the CCAA, invoice sampling of AP, emails with L. Coates re technicians paid pre vs post filing; call with legal counsel for small claims court plaintiff, emails with general counsel re same.	3.00	550	\$	1,650.00
01/19/2024	Patel, Pritesh	Meeting with CRO and potential consultant re operational efficiencies; review of emails re potential RNC sale; call with interested party re SG business.	3.50	850	\$	2,975.00
01/22/2024	Patel, Pritesh	Review of draft security opinion; drafting of Second Report; emails with SG team re Interested Party updates; internal discussion re related party analysis.	4.00	850	\$	3,400.00
01/22/2024	Montgomery, Tim	Review disbursements from previous week; respond to queries from Company on AO Smith warranty issues; request updated pre-filing payment information re \$750k pre-filing payments limit; follow-up re Raymond Tam amendment to consulting agreement; review analysis re DIP draw requests for the next two weeks and queries with SG re same.	2.25	700	\$	1,575.00
01/22/2024	Regan, Michelle	Discussion with P. Patel re related party analysis; emails with general counsel re contingent claim; emails with L. Coates re AP.	2.25	550	\$	1,237.50
01/23/2024	Patel, Pritesh	Attendance at SG offices; meeting with SG team re portfolio composition; meeting with VP ops; call with counsel re related party transaction re reconciliation, discussion with M. Regan on same; discussion with CRO re operational, employees and other matters.	5.00	850	\$	4,250.00
01/23/2024	Montgomery, Tim	SG update call with Monitor, CRO, PTC and Gowlings; draft analysis for PTC re upcoming DIP draw requests and obtained sign off from CRO and SG re same; request email update re TSA invoicing; emails re critical supplier letter going to Lennox; review updated 13-week cash flow and discussions with SG re same; review variance analysis and provide comments on same.	3.50	700	\$	2,450.00
01/23/2024	Regan, Michelle	Call with Miller Thompson and SG re related party analysis, discussions with P. Patel on same, email to SG for sampling of AMEX invoices; update pre filing list of technicians paid; prepare variance analysis and email to PTC re same; emails with L. Coates re Lennox technician; emails with L. Coates re CRA matters outstanding; call with collections team, customer support team and general counsel to review contentious cases; review payroll listing; emails with general counsel re contingent claim.	4.50	550	\$	2,475.00
01/24/2024	Fatima, Tahreem	Review of updated CF for the Monitor's Second Report and discussion with T. Montgomery re same; related questions to SG.	2.75	550	\$	1,512.50

01/24/2024	Patel, Pritesh	Call with counsel to Interested Party re RNC transaction; follow-up call with SG, Home Corp on same; update meeting with T. Montgomery.	2.50	850	\$	2,125.00
01/24/2024	Montgomery, Tim	Draft sections in the Second Report regarding actual to variance cash flows and the updated cash flow; discussions with T. Fatima re updated CCAA cash flow and updates re employee costs and bonuses.	1.75	700	\$	1,225.00
01/24/2024	Regan, Michelle	Call with L. Coates re related party analysis; review AMEX statements and backup provided re related party analysis; summary of related party analysis review to date.	1.50	550	\$	825.00
01/25/2024	Fatima, Tahreem	Cashflow update to incorporate bonus amounts; draft of e-mail to PTC re notes on the updated CF; update of cashflow appendix.	2.75	550	\$	1,512.50
01/25/2024	Patel, Pritesh	Calls with PTC and its counsel re security opinion; call with Gowlings and Osler re security opinion; call with interested party re assignment agreement, review of same; review of comments from Osler re termination letter; review of updated CF; call with DIP Lender re CF, RNC and updates on operational matters.	4.50	850	\$	3,825.00
01/25/2024	Montgomery, Tim	SG update call with Monitor, CRO, PTC and Gowlings; review updated CCAA cash flow and email update to PTC re same; review disbursements and questions on same.	2.00	700	\$	1,400.00
01/25/2024	Regan, Michelle	Call with CRA re audit GST query and pre CCAA unsecured creditor invoices; review of AP listing.	1.00	550	\$	550.00
01/26/2024	Fatima, Tahreem	Review of J. Prosperi draft affidavit; update and review of the Monitor's Second Report.	1.50	550	\$	825.00
01/26/2024	Patel, Pritesh	Review and edits to draft Second Report; review of Osler comments on same; review of draft Affidavit; call with Osler to discuss materials; call with Gowlings re TopCo analysis; call with counsel to TopCo; call with CRO re RNC agreement, discussions with builders; review draft Order, additional comments from Osler on report; discussions with CRO, counsel to PTC re Work Fee.	6.00	850	\$	5,100.00
01/26/2024	Montgomery, Tim	Review and updates to draft Second Report; call with Osler re report and other court materials; review CRO affidavit; review cash flow appendix and provide comments; circulate updated report to PTC and CRO counsel.	2.75	700	\$	1,925.00
01/26/2024	Regan, Michelle	Call with Gowlings re related party analysis, discussions with P. Patel on same; Emails with Oslers re WEPP claim from formal employee counsel; emails with former employee counsel; mail creditor notice to Iron Mountain; call with AMEX re pre-filing amount.	1.50	550	\$	825.00
01/28/2024	Lee, Huey	QA review and comments on Second Report; email to P.Patel on same.	2.00	850	\$	1,700.00
01/28/2024	Patel, Pritesh	Review of comments on report from counsels, internal QA comments; update report for same; review and comments on HCSI assignment agreement with interested party.	2.50	850	\$	2,125.00
01/29/2024	Fatima, Tahreem	Finalization of the updated cashflow forecast including update of DIP roll; finalization of the Monitor's Second Report.	2.25	550	\$	1,237.50
01/29/2024	Patel, Pritesh	Attendance at SG offices to meet with interested party re assignment of RNC agreements; attending to various emails, calls re finalizing Monitor's Second Report; call re related party analysis; discussion with CRO and SG team re potential sale of RNC related equipment and next steps.	4.00	850	\$	3,400.00
01/29/2024	Montgomery, Tim	Emails re confirmation of the DIP draw request amount for current; review edits from Gowlings and A&B on Monitor's 2nd report; compile report for servicing; email communication with Lennox re go-forward supply and requirement for same; finalize DIP draw request.	2.00	700	\$	1,400.00
01/29/2024	Regan, Michelle	Call with P. Patel, M. Lombard and C. Prophet re TopCo analysis, review of post Nov 1 transactions, discussion with P. Patel on same; emails with Oslers re correspondence with legal counsel.	2.00	550	\$	1,100.00
01/30/2024	Fatima, Tahreem	Weekly buyout meeting with SG legal and collections team; review of actuals and preparation of weekly variance analysis.	2.25	550	\$	1,237.50
01/30/2024	Patel, Pritesh	Update calls with CRO re employee matters, cost reduction, etc.; call with SG team re builder rebates on RNC; review of offer to purchase RNC equipment, discussion with SG team on same; call with interested party re proposed offer on RNC equipment and next steps.	3.00	850	\$	2,550.00
01/30/2024	Montgomery, Tim	Emails with finance team re deposit structure for Lennox; review Osler disbursements and question re Agent fees.	0.50	700	\$	350.00
01/30/2024	Regan, Michelle	Emails with E. Sabbah re CCAA proceedings, emails with general counsel and T. Montgomery re same; draft critical supplier letter for Lennox; Update to the Monitor's website.	1.25	550	\$	687.50
01/31/2024	Fatima, Tahreem	Update and finalization of variance analysis, questions re same to SG management; email to PTC.	1.50	550	\$	825.00
01/31/2024	Patel, Pritesh	Review and comments on factum; call with Home Corp re closing of HCSI assignment with interested party; call with SG team re potential sale of RNC equipment.	1.75	850	\$	1,487.50
01/31/2024	Montgomery, Tim	Review variance reporting and provide comments, review weekly disbursements re same; review Osler Factum in preparation for extension hearing; review Lennox deposit letter; emails re correspondence with legal counsel to former employee.	1.60	700	\$	1,120.00
Total			168.35		\$	119,307.50



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

Payment Address:
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 P.O. Box 4348, Station A
 Toronto, ON M5W 7A6

March 11, 2024

Simply Green Home Services Inc.
 2225 Sheppard Ave E Suite 800,
 Toronto, ON M2J 5C2

Consolidated Invoice : 7000447484
 Reference : 2001855954
 Client : 1005423957
 Contact : Pritesh Patel
 Telephone : (416) 468-7923
 Email : pritpatel@kpmg.ca

Professional fees for KPMG Inc. In reference to Simply Green Home Services Inc. for the period of February 1 to February 29, 2024.

Our Fee	\$	49,427.50 CAD
Technology and Support Charge		3,459.93
		\$ 52,887.43 CAD
HST		6,875.37
		\$ 59,762.80 CAD

Payment is due upon receipt

GST/HST Number 12236 3153 RT0001 QST Registration 1023774310 TQ0001

CAD Cheque Payments: KPMG LLP, T4348, P.O. Box 4348, Station A, Toronto, ON M5W 7A6
Please return remittance advice with cheque.

CAD Wire Payments: Beneficiary: KPMG LLP
 Bank Details: TD Canada Trust, 55 King St. West, Toronto, ON M5K 1A2, Bank Code # 004, Transit # 10252,
 Account # 0938281, Swift Code TDOMCATTOR
 Please e-mail related wire payment details including invoice number to kpmg-ar@kpmg.ca

Invoice No: 7000447484 **Reference:** 2001855954 **Client:** 1005423957 **Amount:** \$ 59,762.80 CAD

Professional Fees Summary
For the period of February 1 to February 29, 2024

Name	Position	Rate	Hours	Fee (\$)
Pritesh Patel	Partner	850	27.75	23,587.50
Tim Montgomery	Director	700	18.45	12,915.00
Michelle Regan	Manager	550	6.25	3,437.50
Tahreem Fatima	Manager	550	16.50	9,075.00
Angelina Hung	Technician	275	1.50	412.50
Total Professional Fees			70.45	\$ 49,427.50
Technology and support charges				3,459.93
Subtotal				\$ 52,887.43
HST				6,875.37
Total Amount Due				\$ 59,762.80

Simply Green Home Services Corp.
Time Keeper Details
For the period of February 1 to February 29, 2024

Work Date	Name	Time Narrative	Hours	Rate	Fee (\$)
02/01/2024	Fatima, Tahreem	Review of weekly AP batch and related invoice testing; cross-check of service technicians payment to pre-filing confirmation.	0.75	550 \$	412.50
02/01/2024	Patel, Pritesh	Call with SG team re portfolio review and next steps; update call with CRO re cost reduction planning; update call with DIP Lender; call with Gowlings re TopCo review; review of emails with Interested Party re RNC; discussion and correspondence with SG, Osler re employment matters.	2.50	850 \$	2,125.00
02/05/2024	Patel, Pritesh	Preparation and attendance for court hearing re stay extension motion; calls/emails with CRO re cost reduction plan, email to DIP Lender on same; call with SG team re RNC asset sale and next steps.	2.50	850 \$	2,125.00
02/05/2024	Montgomery, Tim	Attend stay extension motion hearing; attend weekly status call with PTC, Gowlings, Monitor and CRO; review previous week's disbursement run; emails re McCarthy's invoices; email to SG re variances in cash flow filed with the court as compared to the one provided by the Company; creditor correspondence with Deco Homes.	2.50	700 \$	1,750.00
02/06/2024	Patel, Pritesh	Update calls with CRO re cost reduction plan.	0.50	850 \$	425.00
02/06/2024	Montgomery, Tim	Emails with Company regarding status of TSA invoicing; emails re payroll and monthly bonuses / KERPs.	0.75	700 \$	525.00
02/07/2024	Fatima, Tahreem	Review of actual receipts and disbursements for previous week; preparation of variance analysis and related email to PTC.	1.50	550 \$	825.00
02/07/2024	Montgomery, Tim	Call with party regarding potential interest in the Crown Crest Portfolio; review certain customer correspondence sent to the Crown Crest email inbox; emails with A&B regarding McCarthy's pre-filing invoices and amounts in cash flow.	1.20	700 \$	840.00
02/08/2024	Fatima, Tahreem	Update to pre-filing servicing technicians listing for attestation from L. Krimker, review of weekly AP batch and related invoice testing; review of post-filing actual payments to service technicians and comparison to the monthly model; discussion re same with T.Montgomery; finalization of weekly variance reporting and email to PTC.	3.25	550 \$	1,787.50
02/08/2024	Patel, Pritesh	Review of emails re servicing costs; update call with DIP Lender; review of email re Elevate amounts; update call with CRO.	1.25	850 \$	1,062.50
02/08/2024	Montgomery, Tim	Attend weekly status call with PTC, Gowlings, CRO and Monitor; review weekly disbursements; review variance reporting and provide comments re same; analysis re customer service technicians expense for PTC; emails with A&B regarding McCarthy's invoices; review analysis by SG re customer service technicians post filing expense.	2.75	700 \$	1,925.00
02/12/2024	Fatima, Tahreem	Email correspondence with L. Coates re CRA audit.	0.50	550 \$	275.00
02/12/2024	Patel, Pritesh	Review of draft agreement from Interested Party; call with SG team on same; emails with KPMG team re CRA, TD inquiries.	2.50	850 \$	2,125.00
02/12/2024	Montgomery, Tim	Review email from TD re being added to service list; review deck provided by potential interested party and provide comments to CRO.	0.75	700 \$	525.00
02/13/2024	Fatima, Tahreem	Review of SG DIP draw request and preparation of supporting analysis; discussion with T. Montgomery re same; preparation of formal DIP draw request; draft of email to PTC re SG DIP draw request.	2.25	550 \$	1,237.50
02/13/2024	Patel, Pritesh	Meeting with CRO re cost reduction plan and next steps.	1.50	850 \$	1,275.00
02/13/2024	Montgomery, Tim	Review DIP draw request from SG finance team and queries regarding same; internal discussion re same.	0.50	700 \$	350.00
02/13/2024	Regan, Michelle	Draft deposit letter for Lennox as critical supplier; emails with general counsel for SG and T.Montgomery re customer claim and write off of accounts; update creditor listing based on creditor email received; email creditor notice to creditor not included in original listing.	2.50	550 \$	1,375.00
02/14/2024	Fatima, Tahreem	Weekly variance analysis and preparation of e-mail to PTC.	1.75	550 \$	962.50
02/14/2024	Patel, Pritesh	Review of letter from CRA re HST audit, email with KPMG team on same; call with Interested Party re asset agreement and revisions to same; review of DIP reporting.	2.00	850 \$	1,700.00
02/14/2024	Montgomery, Tim	Review CRA audit results and email correspondence with SG regarding same; review disbursement for last week and weekly variance analysis; provide comments regarding same; discussion with M. Regan on a legal query.	1.25	700 \$	875.00
02/14/2024	Regan, Michelle	Call with general counsel to discuss outstanding legal query matter; discussions with T. Montgomery on same.	1.00	550 \$	550.00
02/15/2024	Fatima, Tahreem	Review of AP disbursements and questions to L. Coates re same; review of invoices for disbursements testing.	0.75	550 \$	412.50
02/15/2024	Patel, Pritesh	Review of acknowledgement agreement and call with Gowlings on same; update call with DIP Lender; update call with CRO re portfolio cash flows; call with CRO, creditor re outstanding amounts.	2.50	850 \$	2,125.00
02/15/2024	Montgomery, Tim	Weekly catch-up call with Gowlings, PTC, Monitor and CRO; review weekly disbursements; queries regarding lower repurchases for January and impact on cash flow;	1.25	700 \$	875.00
02/15/2024	Regan, Michelle	Emails with Akm re customer query; Follow up with general counsel re legal queries re NOSI buyouts.	0.75	550 \$	412.50

02/16/2024	Patel, Pritesh	Update call with Osler on file status, next steps; call with potential interested party re lease portfolio assets; call with Osler and Gowlings re class proceedings.	2.00	850	\$	1,700.00
02/16/2024	Montgomery, Tim	Weekly status call with Monitor and Osler re file status; review letter from counsel to class action plaintiffs.	1.50	700	\$	1,050.00
02/20/2024	Fatima, Tahreem	Review of payroll for the week; questions re same.	0.75	550	\$	412.50
02/20/2024	Patel, Pritesh	Call with CRO, SG team re Montwest payables; review of HSCI commission agreement, comments on same; call with Interested Party re asset sale and next steps; update call with CRO on same.	2.00	850	\$	1,700.00
02/21/2024	Patel, Pritesh	Call with Interested Party re asset purchase; debrief call with CRO on same; review of updated RNC listing, email to CRO and SG team on same.	1.25	850	\$	1,062.50
02/21/2024	Montgomery, Tim	Emails with SG re deposit issue with Lennox; follow-ups re timing of receipt of DIP draw request funds from PTC.	0.75	700	\$	525.00
02/22/2024	Fatima, Tahreem	Review of weekly disbursements; invoice testing for sample disbursements; weekly variance analysis and e-mail to PTC re same.	1.75	550	\$	962.50
02/22/2024	Patel, Pritesh	Update call with counsel; call with PTC re lease agreements and investigation into same; calls with CRO re cost reduction, employee matters, lease agreements and HSCI.	1.50	850	\$	1,275.00
02/22/2024	Montgomery, Tim	Emails with CRO, Company and A&B re payment to McCarthy's; review weekly disbursements and weekly variance analysis.	1.25	700	\$	875.00
02/22/2024	Regan, Michelle	Emails with legal counsel re legal claims / queries received; responses to legal representatives re NOSI buyouts and discharges.	1.00	550	\$	550.00
02/23/2024	Patel, Pritesh	Update call with counsel; emails with SG, PTC re reporting matters; emails with SG re cash flow.	1.00	850	\$	850.00
02/23/2024	Montgomery, Tim	Weekly catch-up call with the Monitor and legal counsel, specifically to discuss the response to Class counsel's information request; draft email to SG regarding same.	1.50	700	\$	1,050.00
02/26/2024	Patel, Pritesh	Various calls with CRO re W5 story and next steps; correspond with debtors re RNC and next steps.	1.00	850	\$	850.00
02/26/2024	Hung, Angelina	Attend to banking matter.	0.25	275	\$	68.75
02/27/2024	Fatima, Tahreem	Attended weekly call with SG team re buyouts and customer complaints.	1.00	550	\$	550.00
02/27/2024	Patel, Pritesh	Update call with counsel to discuss info request from Blaney; call with T.Montgomery re info requests from class action counsel; review and comments on email from T.Montgomery on same; update call with CRO.	1.50	850	\$	1,275.00
02/27/2024	Montgomery, Tim	Call with Osler re information request to Monitor from class counsel; internal discussion re request list; update information request list for SG based on discussions with Osler.	1.00	700	\$	700.00
02/27/2024	Hung, Angelina	Attend to banking matters.	1.25	275	\$	343.75
02/27/2024	Regan, Michelle	Emails with general counsel of SG re legal claims; emails with Akm and collections team re NOSI discharge and buyout.	0.50	550	\$	275.00
02/28/2024	Patel, Pritesh	Emails with SG re info requests from Blaney and call to discuss same; update call with CRO on same.	1.00	850	\$	850.00
02/28/2024	Montgomery, Tim	Review monthly credit card statement from A&M; circulate IRL from class counsel to SG.	0.50	700	\$	350.00
02/28/2024	Regan, Michelle	Call with Akm and collections team re NOSI discharge and buyout.	0.50	550	\$	275.00
02/29/2024	Fatima, Tahreem	Review of AP disbursements and invoice testing; preparation of the variance analysis and e-mail to PTC re same.	2.25	550	\$	1,237.50
02/29/2024	Patel, Pritesh	Call with CRO re information request, emails on same; update call with DIP re cashflows; call/emails with potential interested party re status of proceedings.	1.25	850	\$	1,062.50
02/29/2024	Montgomery, Tim	Weekly call with CRO, PTC, Gowlings and Monitor re file status; review weekly disbursements; review variance reporting and provide comments on same.	1.00	700	\$	700.00
Total			70.45		\$	49,427.50



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Payment Address:
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 Toronto, ON M5W 7A6

April 16, 2024

Simply Green Home Services Inc.
 2225 Sheppard Ave E Suite 800,
 Toronto, ON M2J 5C2

Consolidated Invoice : 7000453624
 Reference : 2001855954
 Client : 1005423957
 Contact : Pritesh Patel
 Telephone : (416) 468-7923
 Email : pritpatel@kpmg.ca

Professional fees for KPMG Inc. In reference to Simply Green Home Services Inc. for the period of March 1 to March 31, 2024.

Our Fee	\$	29,675.00	CAD
Technology and Support Charge		2,077.25	
	\$	31,752.25	CAD
HST		4,127.79	
Amount Due	\$	35,880.04	CAD

Payment is due upon receipt

GST/HST Number 12236 3153 RT0001 QST Registration 1023774310 TQ0001

CAD Cheque Payments: KPMG LLP, T4348, P.O. Box 4348, Station A, Toronto, ON M5W 7A6
Please return remittance advice with cheque.

CAD Wire Payments: Beneficiary: KPMG LLP
 Bank Details: TD Canada Trust, 55 King St. West, Toronto, ON M5K 1A2, Bank # 004, Transit # 10252,
 Account # 0938281, Swift Code TDOMCATTOR
 Please e-mail related wire payment details including invoice number to kpmg-ar@kpmg.ca

Invoice No: 7000453624 **Reference:** 2001855954 **Client:** 1005423957 **Amount:** \$ 35,880.04 CAD

Professional Fees Summary
For the period of March 1 to March 31, 2024

Name	Position	Rate	Hours	Fee (\$)
Pritesh Patel	Partner	850	10.75	9,137.50
Tim Montgomery	Director	700	12.25	8,575.00
Michelle Regan	Manager	550	4.00	2,200.00
Tahreem Fatima	Manager	550	17.75	9,762.50
Total Professional Fees			44.75	\$ 29,675.00
Technology and support charges				2,077.25
Subtotal				\$ 31,752.25
HST				4,127.79
Total Amount Due				\$ 35,880.04

Simply Green Home Services Corp.
Time Keeper Details
For the period of March 1 to March 31, 2024

Work Date	Name	Time Narrative	Hours	Rate	Fee (\$)
03/01/2024	Patel, Pritesh	Call with SG re information request and timing on same; debrief call on same with T. Montgomery; calls/emails with PTC re lease portfolio; update call with CRO.	1.00	850 \$	850.00
03/01/2024	Montgomery, Tim	Call with SG re class counsel information request list; discussion with P. Patel regarding same.	0.75	700 \$	525.00
03/04/2024	Fatima, Tahreem	Prepare technical servicing summary for PTC and email to T. Montgomery re same.	0.50	550 \$	275.00
03/04/2024	Patel, Pritesh	Update call with Osler; call with Gowlings re information request; update call with CRO re builder emails, HCSI.	1.50	850 \$	1,275.00
03/04/2024	Montgomery, Tim	Weekly update call with Osler to discuss file status and responses to Class Action counsel; call with Gowlings regarding same; email correspondence with Oscar and Osler re customer issue raised by Sotos.	2.00	700 \$	1,400.00
03/05/2024	Fatima, Tahreem	Bi-weekly payroll review; e-mail to PTC re technical servicing summary.	0.50	550 \$	275.00
03/05/2024	Patel, Pritesh	Review of emails from CRO/SG re recent media coverage; update call with CRO re same and next steps.	0.75	850 \$	637.50
03/05/2024	Montgomery, Tim	Review response to PTC on technical servicing costs and provide comments re same; email with CRO re Arista creditor correspondence;	0.75	700 \$	525.00
03/06/2024	Patel, Pritesh	Update call with CRO re key servicer meeting, impact of proposed NOSI legislation, customer refunds/matters.	0.25	850 \$	212.50
03/06/2024	Regan, Michelle	Call with customer re statement of account, CCAA proceedings and role of Monitor; emails with Akm on same.	1.00	550 \$	550.00
03/07/2024	Fatima, Tahreem	Prepare weekly variance analysis and email on same to PTC; review AP disbursements and related invoices.	1.50	550 \$	825.00
03/07/2024	Patel, Pritesh	Update call with DIP Lender, CRO re cashflows, cost reduction, etc.	0.50	850 \$	425.00
03/07/2024	Montgomery, Tim	Attend call with Osler, Sotos, Blaney's re information request from Monitor and general status of CCAA proceedings; attend weekly status call with CRO, Monitor, PTC and Gowlings; review weekly disbursements and variance analysis.	3.00	700 \$	2,100.00
03/08/2024	Patel, Pritesh	Calls re Sotos and AMEX issue; update call with CRO re reporting reorg, potential changes in NOSI legislation.	0.75	850 \$	637.50
03/13/2024	Fatima, Tahreem	Preparation of variance analysis and compared to disbursements approved in previous week; drafted email to PTC.	2.00	550 \$	1,100.00
03/14/2024	Fatima, Tahreem	Finalization of variance analysis; e-mail to PTC; review of AP disbursements and related sample of invoices.	1.00	550 \$	550.00
03/14/2024	Montgomery, Tim	Review weekly disbursements and variance analysis; provide comments regarding same.	1.00	700 \$	700.00
03/14/2024	Regan, Michelle	Emails with Oscar re NOSI discharge; call with supplier re Stay of Proceedings and outline of CCAA.	0.75	550 \$	412.50
03/15/2024	Patel, Pritesh	Update call with Osler re letter from Sotos.	0.50	850 \$	425.00
03/15/2024	Montgomery, Tim	Weekly update call with Osler re file status, class action proceedings and response to Sotos regarding same.	0.50	700 \$	350.00
03/19/2024	Fatima, Tahreem	E-mails to SG re PTC's question on customer cash receipts; review of payroll and question to SG HR manager re same.	1.00	550 \$	550.00
03/20/2024	Fatima, Tahreem	E-mail to SG re PTC request for customer receipts breakdown; review of response; prepare weekly variance analysis.	1.25	550 \$	687.50
03/20/2024	Regan, Michelle	Call AMEX and send fax re credit card; emails and call with Emmet and customer care team re customer account, call with customer on same.	0.75	550 \$	412.50
03/21/2024	Fatima, Tahreem	Update of variance analysis; preparation of variance e-mail to PTC; review of AP disbursements and related invoice testing; review and analysis of SG DIP draw request; prepare DIP draw certificate; prepare e-mail to PTC with notes to analysis and DIP draw request; discussion with T. Montgomery re DIP draw; review of file from SG provided in response to PTC's request for customer receipts breakdown; e-mail to PTC on same.	5.50	550 \$	3,025.00
03/21/2024	Patel, Pritesh	Update call with DIP Lender re cash flows, reporting.	1.00	850 \$	850.00
03/21/2024	Montgomery, Tim	Review weekly disbursements and variance analysis, provide comments on variance analysis; email communication with Company re next DIP draw request; follow-up with Oscar re customer query to Monitor inbox; review email re DIP draw request and provide comments.	2.00	700 \$	1,400.00
03/22/2024	Patel, Pritesh	Update call with Osler; review of materials from CRO re NOSI, reporting, service costs.	1.00	850 \$	850.00
03/22/2024	Montgomery, Tim	Weekly update call with Osler re file status and next steps re Class Action; internal discussions regarding same.	0.75	700 \$	525.00
03/22/2024	Regan, Michelle	Call AMEX and send fax re credit card; call with customer re arrears on account, discussion with Akm and collections team on same.	0.50	550 \$	275.00
03/26/2024	Patel, Pritesh	Update meeting with CRO re NOSI analysis, cost reduction plans, RNC, etc.	1.50	850 \$	1,275.00

03/27/2024	Fatima, Tahreem	Prepare weekly variance analysis and draft e-mail re same to PTC; review AP disbursements and related invoice testing; review VISA expenses and questions on same; CRA audit and email to Liam re same; attend weekly buyouts/disputes call.	4.00	550	\$	2,200.00
03/27/2024	Patel, Pritesh	Update call with Osler; review of materials from CRO re NOSI, reporting, service costs.	1.00	850	\$	850.00
03/27/2024	Montgomery, Tim	Review disbursements; emails regarding DIP funding and review weekly variance analysis and provide comments regarding same.	1.00	700	\$	700.00
03/27/2024	Regan, Michelle	Discussions with customer and Akm re customer NOSI buyout and admin fee associated with contract.	0.50	550	\$	275.00
03/28/2024	Fatima, Tahreem	Discussion with T. Montgomery on class action info requests; review of related e-mail with docs.	0.50	550	\$	275.00
03/28/2024	Patel, Pritesh	Update call with CRO, counsel to DIP Lender re cash flows.	1.00	850	\$	850.00
03/28/2024	Montgomery, Tim	Discussion with T. Fatima re analysis in response to queries from Class Action counsel and the information provided by the Company; review credit query issue and draft response.	0.50	700	\$	350.00
03/28/2024	Regan, Michelle	Call with legal counsel for customer re contact and NOSI; emails and discussions with Akm on same; call AMEX re credit card and fax.	0.50	550	\$	275.00
Total			44.75		\$	29,675.00



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

Payment Address:
 KPMG LLP, T4348
 P.O. Box 4348, Station A
 Toronto, ON M5W 7A6

May 29, 2024

Simply Green Home Services Inc.
 2225 Sheppard Ave E Suite 800,
 Toronto, ON M2J 5C2

Consolidated Invoice : 7000458701
 Reference : 2001855954
 Client : 1005423957
 Contact : Pritesh Patel
 Telephone : (416) 468-7923
 Email : pritpatel@kpmg.ca

Professional fees for KPMG Inc. In reference to Simply Green Home Services Inc. for the period of April 1 to April 30, 2024.

Our Fee	\$	50,225.00 CAD
Technology and Support Charge		3,515.75
	\$	53,740.75 CAD
HST		6,986.30
Amount Due	\$	60,727.05 CAD

Payment is due upon receipt

GST/HST Number 12236 3153 RT0001 QST Registration 1023774310 TQ0001

CAD Cheque Payments: KPMG LLP, T4348, P.O. Box 4348, Station A, Toronto, ON M5W 7A6
Please return remittance advice with cheque.

CAD Wire Payments: Beneficiary: KPMG LLP
 Bank Details: TD Canada Trust, 55 King St. West, Toronto, ON M5K 1A2, Bank Code # 004, Transit # 10252,
 Account # 0938281, Swift Code TDOMCATTOR
 Please e-mail related wire payment details including invoice number to kpmg-ar@kpmg.ca

Invoice No: 7000458701 **Reference:** 2001855954 **Client:** 1005423957 **Amount:** \$ 60,727.05 CAD

Professional Fees Summary
For the period of April 1 to April 30, 2024

Name	Position	Rate	Hours	Fee (\$)
Pritesh Patel	Partner	850	26.00	22,100.00
Tim Montgomery	Director	700	22.50	15,750.00
Michelle Regan	Manager	550	5.00	2,750.00
Tahreem Fatima	Manager	550	17.50	9,625.00
Total Professional Fees			71.00	\$ 50,225.00
Technology and support charges				3,515.75
Subtotal				\$ 53,740.75
HST				6,986.30
Total Amount Due				\$ 60,727.05

Simply Green Home Services Corp.
Time Keeper Details
For the period of April 1 to April 30, 2024

Work Date	Name	Time Narrative	Hours	Rate	Fee (\$)
04/01/2024	Regan, Michelle	Emails with Susanne Hong re email received from legal counsel of customer; emails with Akm regarding resolution of issue.	1.00	550 \$	550.00
04/01/2024	Montgomery, Tim	Coordinate response with Company for customer issues associated with NOSI's.	0.25	700 \$	175.00
04/02/2024	Regan, Michelle	Emails with legal counsel re legal claims and queries received; responses to legal representatives re NOSI buyouts and discharges.	0.75	550 \$	412.50
04/02/2024	Fatima, Tahreem	Review of payroll and question re same; review of customer refunds inquiries from Susanne Hong and response to same; attend customer buyout/dispute meeting.	1.25	550 \$	687.50
04/02/2024	Patel, Pritesh	Attendance on call with company re portfolio review and next steps.	1.00	850 \$	850.00
04/02/2024	Montgomery, Tim	Emails regarding customer dispute with Company for resolution.	0.50	700 \$	350.00
04/03/2024	Fatima, Tahreem	Prepare variance analysis and draft e-mail to PTC; analysis of customer receipts and e-mail to Liam re same.	1.50	550 \$	825.00
04/04/2024	Regan, Michelle	Call with customer re statement of account, next steps for buyout, CCAA proceedings and role of Monitor; emails with Akm and Emmet on same.	0.50	550 \$	275.00
04/04/2024	Fatima, Tahreem	Finalize variance analysis and e-mail to PTC team; complete AP disbursements and invoice review; review of intercompany transactions.	1.75	550 \$	962.50
04/04/2024	Patel, Pritesh	Update call with DIP Lender re cash flows; call with CRO on same.	0.75	850 \$	637.50
04/04/2024	Montgomery, Tim	Attend update call with Gowlings, PTC and CRO; review weekly variance analysis and provide comments; email company regarding certain necessary licenses required in certain provinces; emails with Company regarding strategy for discussion with vendors and preservation of exiting terms; email to Company regarding updating cash flow forecast for next stay extension and extension of the DIP.	1.50	700 \$	1,050.00
04/05/2024	Patel, Pritesh	Update call with Osler; update call with CRO.	1.00	850 \$	850.00
04/05/2024	Montgomery, Tim	Update call with Osler on file status; follow-up with Oscar on status of outstanding legal dispute.	1.00	700 \$	700.00
04/08/2024	Regan, Michelle	Emails with Akm re NOSI discharge; call with customer legal counsel re Stay of Proceedings and outline of role of monitor.	0.75	550 \$	412.50
04/08/2024	Fatima, Tahreem	Review of intercompany transactions requested from Class Action counsel.	0.75	550 \$	412.50
04/08/2024	Montgomery, Tim	Update email to Osler re direct sales licenses and feedback from Company regarding same.	0.25	700 \$	175.00
04/09/2024	Fatima, Tahreem	Prepare weekly variance analysis.	1.00	550 \$	550.00
04/10/2024	Regan, Michelle	Call with legal counsel for customer re contact and NOSI. Emails and discussions with Akm on same; emails with Oscar re legal case query.	0.50	550 \$	275.00
04/10/2024	Montgomery, Tim	Review variance analysis and provide comments regarding same.	0.25	700 \$	175.00
04/11/2024	Regan, Michelle	Discussions with customer and Akm re customer NOSI buyout and admin fee associated with contract	0.50	550 \$	275.00
04/11/2024	Fatima, Tahreem	Update professional fees forecast; complete AP disbursements review and related invoice testing; prepare variance analysis.	2.50	550 \$	1,375.00
04/11/2024	Montgomery, Tim	Call with PTC, Gowlings and CRO re file status and certain information requests from PTC auditors. Emails regarding professional fee budget for cash flow to support stay extension; respond to CRO re PTC request on operating costs.	1.50	700 \$	1,050.00
04/12/2024	Patel, Pritesh	Update call with Osler; review of forecasted professional fees and call with T.Montgomery on same.	0.75	850 \$	637.50
04/12/2024	Montgomery, Tim	Update professional fee budget for updated stay extension and DIP cash flow, and discussion with P. Patel re same; weekly status call with Osler re file status and progress on class action; emails with general counsel at Company re licenses; query regarding miscellaneous fund to return to customer.	1.50	700 \$	1,050.00
04/15/2024	Regan, Michelle	Emails with Akm re customer query; emails with Oscar re legal query; call with creditor re outstanding bill and emails with Sean Milne and Liam Coates on same.	1.00	550 \$	550.00
04/15/2024	Patel, Pritesh	Review of RNC update from SG, drafting email response to same.	0.50	850 \$	425.00
04/16/2024	Fatima, Tahreem	Review of bi-weekly payroll and question re same to SG.	0.25	550 \$	137.50
04/16/2024	Patel, Pritesh	Attendance on call with counsel re class action matter; review of emails, calls with HCSI partner re outstanding amounts and timing for payments; call with CRO on same; review of emails re Barbeau matter.	2.00	850 \$	1,700.00
04/16/2024	Montgomery, Tim	Call with Monitor, Monitor's legal counsel, CRO's legal counsel, Company legal counsel and DIP Lender counsel re status of class action and next steps; request update from Company general counsel regarding certain legal disputes; review information provided by Company GC regarding same.	1.50	700 \$	1,050.00
04/17/2024	Fatima, Tahreem	Prepare weekly variance analysis and draft e-mail to PTC; question to Liam on collections.	1.50	550 \$	825.00

04/17/2024	Patel, Pritesh	Call with SG re data review project and next steps.	0.50	850	\$	425.00
04/17/2024	Montgomery, Tim	Review updated cash flow prepared by SG for purposes of extending the DIP through the September 28th; request and review certain supporting information including cost saving initiatives; payroll calculations; technical servicing costs; provide comments to SG for further consideration, discussion with L. Coates re same; review legal issue sent by Company GC and provide monitor response.	4.00	700	\$	2,800.00
04/18/2024	Fatima, Tahreem	Review of AP disbursements and review of invoices re same; prepare DIP request and related email.	1.50	550	\$	825.00
04/18/2024	Patel, Pritesh	Review of updated DIP cash flow, emails to KPMG team on same; discussion with T.Montgomery on same; update call with CRO; review of emails re RNC; attendance on update call with DIP Lender.	1.50	850	\$	1,275.00
04/18/2024	Montgomery, Tim	Weekly status call with Monitor, CRO, DIP Lender and DIP Lender counsel re file status and update cash flow forecast through September 30, 2024; draft email to PTC re summary of cash flow through to September 28, 2024 for purposes of extending the DIP facility, discussion with P. Patel re same; perform certain run-rate liquidity analysis as compared to actual results through the CCAA proceedings; review weekly disbursements; review actual vs variance analysis reporting and provide comments on same; discussions with CRO re update cash flow and certain incremental expenses to include re class action.	2.75	700	\$	1,925.00
04/19/2024	Fatima, Tahreem	Continue preparing DIP draw analysis; prepare email re same and send to CRO for approval.	1.25	550	\$	687.50
04/19/2024	Patel, Pritesh	Update call with CRO; review of emails re CF, DIP increase; review email from Osler re Sotos response.	1.50	850	\$	1,275.00
04/19/2024	Montgomery, Tim	Review DIP draw request email and provide comments on same.	0.50	700	\$	350.00
04/22/2024	Patel, Pritesh	Update call with counsel re class action.	0.50	850	\$	425.00
04/22/2024	Montgomery, Tim	Call with Osler re file status and status of materials for Stay Extension Hearing; update CCAA Cash Flow based on certain payroll items and re-circulate to PTC.	0.50	700	\$	350.00
04/23/2024	Patel, Pritesh	Update call with CRO; review of emails re RNC.	0.50	850	\$	425.00
04/24/2024	Fatima, Tahreem	Prepare variance analysis; prepare email to PTC re same.	1.25	550	\$	687.50
04/24/2024	Patel, Pritesh	Review of materials from CRO re RNC; drafting of Third Report.	2.50	850	\$	2,125.00
04/25/2024	Fatima, Tahreem	Finalize variance analysis with commentary on customer receipts; review AP disbursements and review related invoices.	1.00	550	\$	550.00
04/25/2024	Patel, Pritesh	Continue drafting Third Report; update call with CRO re RNC offer and analysis of same; review of email from SG re RNC sale; update call with DIP Lender; review of DIP amendment.	4.00	850	\$	3,400.00
04/25/2024	Montgomery, Tim	Review weekly disbursements and actual vs variance weekly reporting analysis; provide comments on same.	1.00	700	\$	700.00
04/26/2024	Fatima, Tahreem	E-mail to L. Coates on CRA audits; confirm with L. Coates that DIP draw was received; update Third Report.	1.00	550	\$	550.00
04/26/2024	Patel, Pritesh	Update call with counsel; continued review and edits to Third Report.	3.25	850	\$	2,762.50
04/26/2024	Montgomery, Tim	Call with Osler re file status and status of materials for Stay Extension Hearing; review draft of Third Report and make updates regarding same.	2.50	700	\$	1,750.00
04/28/2024	Patel, Pritesh	Review of comments on Third Report from Osler; edits and updates to report circulate updated draft to Osler for review.	1.50	850	\$	1,275.00
04/29/2024	Patel, Pritesh	Review of comments from PTC counsel re Third Report; review of draft Affidavit, call with CRO on same.	1.25	850	\$	1,062.50
04/30/2024	Fatima, Tahreem	Review of payroll; compile appendices for report and request final approval from CRO.	1.00	550	\$	550.00
04/30/2024	Patel, Pritesh	Review of comments on Third Report from A&B/Osler, discussions with T.Montgomery on same; call with SG and CRO re potential sale of RNC assets; call with counsel to PTC re CRO amendment; compile Third Report and appendices for service.	3.00	850	\$	2,550.00
04/30/2024	Montgomery, Tim	Review comments from A&B, Gowlings and Osler on Third Report; discussion with P. Patel re same; update Third Report for service; review cash flow assumptions and provide comments regarding same; follow-up emails regarding the DIP Amendment and status of same.	3.00	700	\$	2,100.00
Total			71.00		\$	50,225.00



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

Payment Address:
 KPMG LLP, T4348
 P.O. Box 4348, Station A
 Toronto, ON M5W 7A6

June 25, 2024

Simply Green Home Services Inc.
 2225 Sheppard Ave E Suite 800,
 Toronto, ON M2J 5C2

Consolidated Invoice : 7000464783
 Reference : 2001855954
 Client : 1005423957
 Contact : Pritesh Patel
 Telephone : (416) 468-7923
 Email : pritpatel@kpmg.ca

Professional fees for KPMG Inc. In reference to Simply Green Home Services Inc. for the period of May 1 to May 31, 2024.

Our Fee	\$	43,350.00 CAD
Technology and Support Charge		3,034.51
		\$ 46,384.51 CAD
HST		6,029.99
		\$ 52,414.50 CAD

Payment is due upon receipt

GST/HST Number 12236 3153 RT0001 QST Registration 1023774310 TQ0001

CAD Cheque Payments: KPMG LLP, T4348, P.O. Box 4348, Station A, Toronto, ON M5W 7A6
 Please return remittance advice with cheque.

CAD Wire Payments: Beneficiary: KPMG LLP
 Bank Details: TD Canada Trust, 55 King St. West, Toronto, ON M5K 1A2, Bank Code # 004, Transit # 10252,
 Account # 0938281, Swift Code TDOMCATTOR
 Please e-mail related wire payment details including invoice number to kpmg-ar@kpmg.ca

Invoice No: 7000464783 **Reference:** 2001855954 **Client:** 1005423957 **Amount:** \$ 52,414.50 CAD

Professional Fees Summary
For the period of May 1 to May 31, 2024

Name	Position	Rate	Hours	Fee (\$)
Pritesh Patel	Partner	850	25.00	21,250.00
Tim Montgomery	Director	700	21.75	15,225.00
Michelle Regan	Manager	550	4.25	2,337.50
Tahreem Fatima	Manager	550	8.25	4,537.50
Total Professional Fees			59.25	\$ 43,350.00
Technology and support charges				3,034.50
Subtotal				\$ 46,384.50
HST				6,029.99
Total Amount Due				\$ 52,414.50

Simply Green Home Services Corp.
Time Keeper Details
For the period of May 1 to May 31, 2024

Work Date	Name	Time Narrative	Hours	Rate	Fee (\$)
05/01/2024	Fatima, Tahreem	Prepare weekly variance analysis, prepare email to PTC re same.	1.50	550 \$	825.00
05/01/2024	Patel, Pritesh	Review of comments on CRO amendment; review of email from SG re Goldpark and next steps; update call with CRO re RNC, operational matters; review quotes from SG re temp labour for data project.	1.50	850 \$	1,275.00
05/01/2024	Montgomery, Tim	Finalize 3rd Monitor Report, including coordinating execution of the DIP Amendment and emails regarding the CRO Cost Reductions Fee; update the report for changes regarding same; email to DIP Lender's counsel regarding professional fees associated with the class action proceedings; review out-of-cycle credit card disbursements.	2.75	700 \$	1,925.00
05/02/2024	Fatima, Tahreem	Finalize and send variance analysis; review weekly disbursements and review invoices related to same.	0.25	550 \$	137.50
05/02/2024	Patel, Pritesh	Review of emails from Osler re Sotos info requests; update call with CRO.	1.00	850 \$	850.00
05/02/2024	Montgomery, Tim	Update call with CRO, DIP Lender and Gowlings regarding file status; review weekly disbursements; review weekly variance analysis and provide comments regarding same; especially as it relates to customer receipts.	1.50	700 \$	1,050.00
05/03/2024	Patel, Pritesh	Update call with CRO re RNC; update call with Osler re Sotos questions on Third Report and next steps.	1.00	850 \$	850.00
05/03/2024	Montgomery, Tim	Update call with Osler regarding current file status, mediation and response to Sotos queries on the Monitor's 3rd Report; review factum for upcoming court date; review buyout data for last three months and prepare draft response to Sotos queries on the Monitor's 3rd report.	1.75	700 \$	1,225.00
05/06/2024	Patel, Pritesh	Attendance at SG offices for meeting with potential buyer re RNC assets, debrief with CRO on same; review of emails responses to Sotos questions.	1.50	850 \$	1,275.00
05/06/2024	Montgomery, Tim	Coordinate responses to Osler regarding queries from Sotos on the Monitor's 3rd Report.	1.00	700 \$	700.00
05/07/2024	Fatima, Tahreem	Review actuals from previous week.	0.25	550 \$	137.50
05/07/2024	Patel, Pritesh	Call with S.Irving in advance of hearing; preparation and attendance for stay extension hearing; review of email from counsel re class action.	1.25	850 \$	1,062.50
05/07/2024	Montgomery, Tim	Attend Stay Extension hearing for Simply Green.	0.75	700 \$	525.00
05/08/2024	Patel, Pritesh	Update call with Osler re potential RNC sale; review of emails from SG on same.	0.75	850 \$	637.50
05/08/2024	Montgomery, Tim	Call with Osler and Monitor re update on RNC and potential court approval regarding a transaction for the remaining RNC accounts.	0.50	700 \$	350.00
05/09/2024	Fatima, Tahreem	Prepare weekly variance analysis; review of AP disbursements and sample invoices for same.	1.50	550 \$	825.00
05/09/2024	Patel, Pritesh	Emails with potential purchaser re RNC; review of emails re HCSI; discussion with CRO re Equifax; review of emails from CRO re pending changes on NOSI legislation.	1.25	850 \$	1,062.50
05/09/2024	Montgomery, Tim	Review weekly disbursements and variance reporting; email with Company regarding status of TSA reimbursement costs.	1.25	700 \$	875.00
05/13/2024	Patel, Pritesh	Call with potential interested party re SG portfolio; review of emails from counsel re case conference, call on same.	1.00	850 \$	850.00
05/14/2024	Patel, Pritesh	Review of Aide Memoire of Monitor; review of materials filed by other parties in advance of case conference; review of presentation for data project; review of emails re RNC sale.	2.50	850 \$	2,125.00
05/14/2024	Regan, Michelle	Review biweekly payroll, emails with L.Coates re new hires; call with Simply Green re legal review cases.	1.25	550 \$	687.50
05/15/2024	Patel, Pritesh	Review of revised presentation for data project, update call with J.Prospieri on same.	1.00	850 \$	850.00
05/16/2024	Patel, Pritesh	Attendance at case conference; update call with DIP Lender and CRO; debrief call with CRO.	1.50	850 \$	1,275.00
05/16/2024	Montgomery, Tim	Attend case conference re status of class action; review weekly variance analysis and DIP draw request and make edits to same; review weekly disbursements; call with CRO, PTC, Gowlings and Monitor re current file status.	2.50	700 \$	1,750.00
05/16/2024	Regan, Michelle	Review disbursement list and invoice sampling; prepare weekly variance analysis; prepare DIP draw funding request and supporting documentation.	2.50	550 \$	1,375.00
05/17/2024	Patel, Pritesh	Update call with Osler re class action and next steps; update call with CRO.	1.00	850 \$	850.00
05/17/2024	Montgomery, Tim	Weekly update call with Osler re file status.	0.50	700 \$	350.00
05/21/2024	Fatima, Tahreem	Prepare monthly variance analysis for the CCAA period.	1.50	550 \$	825.00
05/21/2024	Patel, Pritesh	Emails with interested party re RNC; review of email from SG on outstanding issues; call with SG and CRO on same.	1.00	850 \$	850.00
05/21/2024	Montgomery, Tim	Email response to Company regarding debt balances as at filing date; follow-up with PTC re DIP draw request.	0.50	700 \$	350.00
05/22/2024	Montgomery, Tim	Respond to query from Company regarding WEPP provisions.	0.25	700 \$	175.00

05/23/2024	Fatima, Tahreem	Prepare weekly variance analysis and related email; review AP disbursements and related invoices; discuss upcoming DIP draw with T. Montgomery.	1.50	550	\$	825.00
05/23/2024	Montgomery, Tim	Review weekly disbursements and variance reporting; discuss with T. Fatima regarding upcoming DIP draw request.	0.75	700	\$	525.00
05/24/2024	Fatima, Tahreem	Discussion with T. Montgomery on monthly variance; email to PTC re same.	0.50	550	\$	275.00
05/24/2024	Montgomery, Tim	Emails with Company regarding buyout amounts in dollars and count; send response to Deco Homes regarding creditor queries; review monthly variance analysis reporting and discussion with T. Fatima regarding same.	1.50	700	\$	1,050.00
05/28/2024	Fatima, Tahreem	Review of biweekly payroll.	0.25	550	\$	137.50
05/28/2024	Patel, Pritesh	Review of APA re RNC asset sale and edits to same; split APA for separate transactions; update call with Osler.	4.00	850	\$	3,400.00
05/28/2024	Montgomery, Tim	Review information provided by Company on buyouts for January through April and send update to Osler regarding same.	1.00	700	\$	700.00
05/29/2024	Patel, Pritesh	Call with SG re review of RNC agreements; follow-up call on same; discussion with T.Montgomery re interco review; review of updated RNC analysis from SG.	2.00	850	\$	1,700.00
05/29/2024	Montgomery, Tim	Circulate monitor fees to CRO for his review and approval; discussion with P. Patel re interco review.	0.25	700	\$	175.00
05/29/2024	Regan, Michelle	Emails with Oscar re legal case; emails with Oscar re NOSI buyout; emails with customers/legal counsel regarding same.	0.50	550	\$	275.00
05/30/2024	Fatima, Tahreem	Prepare weekly variance analysis, review disbursements; email to PTC on variance and DIP draw.	1.00	550	\$	550.00
05/30/2024	Patel, Pritesh	Call with SG re RNC deal and next steps; review of materials from CRO; update call with DIP Lender, debrief with CRO on same.	2.00	850	\$	1,700.00
05/30/2024	Montgomery, Tim	File status call with Gowlings, PTC, Monitor and CRO re file status, operations, cash flow and litigation; review weekly variance analysis and provide comments on same; circulate summary status on class action information request list for Osler; upcoming mediation and responses to Class Action legal counsel re information requested from the Monitor.	2.50	700	\$	1,750.00
05/31/2024	Patel, Pritesh	Update call with Osler re interco analysis and response; emails with Interested Party re RNC and meeting on same; call with CRO.	0.75	850	\$	637.50
05/31/2024	Montgomery, Tim	Call with Osler re file status, upcoming mediation and responses to Class Action legal counsel re information requested from the Monitor; update information request list summary based on discussions with Osler; review preliminary information provided by SG on request from Class Action counsel and discussion with CRO regarding same.	2.50	700	\$	1,750.00
Total			59.25		\$	43,350.00



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

Payment Address:
 KPMG LLP, T4348
 P.O. Box 4348, Station A
 Toronto, ON M5W 7A6

July 29, 2024

Simply Green Home Services Inc.
 2225 Sheppard Ave E Suite 800,
 Toronto, ON M2J 5C2

Invoice : 8005566372
 Reference : 2001855954
 Client : 1005423957
 Contact : Pritesh Patel
 Telephone : (416) 468-7923
 Email : pritpatel@kpmg.ca

Professional fees for KPMG Inc. In reference to Simply Green Home Services Inc. for the period of June 1 to June 30, 2024.		
	Our Fee	\$ 25,487.50 CAD
	Technology and Support Charge	1,784.13
		<hr/>
		\$ 27,271.63 CAD
	HST	3,545.31
		<hr/>
	Amount Due	\$ 30,816.94 CAD
		<hr/> <hr/>
<p>Payment is due upon receipt GST/HST Number 12236 3153 RT0001 QST Registration 1023774310 TQ0001</p>		

CAD Cheque Payments: KPMG LLP, T4348, P.O. Box 4348, Station A, Toronto, ON M5W 7A6
 Please return remittance advice with cheque.

CAD Wire Payments: Beneficiary: KPMG LLP
 Bank Details: TD Canada Trust, 55 King St. West, Toronto, ON M5K 1A2, Bank Code # 004, Transit # 10252,
 Account # 0938281, Swift Code TDOMCATTOR
 Please e-mail related wire payment details including invoice number to kpmg-ar@kpmg.ca

Invoice No: 8005566372 **Reference:** 2001855954 **Client:** 1005423957 **Amount:** \$ 30,816.94 CAD

Professional Fees Summary
For the period of June 1 to June 30, 2024

Name	Position	Rate	Hours	Fee (\$)
Pritesh Patel	Partner	850	16.50	14,025.00
Tim Montgomery	Director	700	12.25	8,575.00
Tahreem Fatima	Manager	550	5.25	2,887.50
Total Professional Fees			34.00	\$ 25,487.50
Technology and support charges				1,784.13
Subtotal				\$ 27,271.63
HST				3,545.31
Total Amount Due				\$ 30,816.94

Simply Green Home Services Corp.
Time Keeper Details
For the period of June 1 to June 30, 2024

Work Date	Name	Time Narrative	Hours	Rate	Fee (\$)
06/03/2024	Patel, Pritesh	Attendance on CCAA case conference; call with Interested Party re RNC, debrief for CRO on next steps; attendance at Class Action case conference.	3.00	850 \$	2,550.00
06/03/2024	Montgomery, Tim	Attend mediation with Class Action Plaintiffs, PTC Counsel, CRO Counsel and Monitors counsel; review information provided by CRO re cost savings and provide comments re same; review initial information received re information request from class action counsel and circulate queries to SG regarding same.	1.50	700 \$	1,050.00
06/04/2024	Patel, Pritesh	Update call with CRO; review of SG responses re info requests.	1.00	850 \$	850.00
06/04/2024	Montgomery, Tim	Follow-up with PTC re DIP draw request; review status of TSA billing and questions regarding same to the Company.	1.00	700 \$	700.00
06/06/2024	Fatima, Tahreem	Prepare variance analysis and e-mail re same.	1.00	550 \$	550.00
06/06/2024	Montgomery, Tim	Review responses from Company regarding inter-company transactions and prepare summary regarding same for purposes of responding to Class Action counsel's information request list; review weekly disbursements and queries with company regarding same; review weekly variance analysis and provide comments re same.	3.50	700 \$	2,450.00
06/07/2024	Patel, Pritesh	Review of emails re class action matters; update call with J. Prosperi.	0.50	850 \$	425.00
06/10/2024	Patel, Pritesh	Call with SG to review comments on APA, updates on same; email to Interested Party; review of revised cost reduction plan and call with CRO on same.	1.50	850 \$	1,275.00
06/10/2024	Montgomery, Tim	Call with Osler to discuss file status including class action mediation.	0.50	700 \$	350.00
06/11/2024	Fatima, Tahreem	Review of bi-weekly payroll disbursement.	0.25	550 \$	137.50
06/11/2024	Patel, Pritesh	Review of emails re mediation; update call with CRO.	1.00	850 \$	850.00
06/11/2024	Montgomery, Tim	Review credit card disbursement request from Company.	0.50	700 \$	350.00
06/12/2024	Patel, Pritesh	Review of emails re mediation.	0.75	850 \$	637.50
06/13/2024	Fatima, Tahreem	Prepare variance analysis and email to PTC re same; review disbursements.	1.50	550 \$	825.00
06/13/2024	Patel, Pritesh	Call with Interested Party to review APA; debrief call with SG team; review of email from SG re Elgin	1.00	850 \$	850.00
06/13/2024	Montgomery, Tim	Mills. Review weekly variance analysis and provide comments re same; review weekly disbursements.	0.75	700 \$	525.00
06/14/2024	Patel, Pritesh	Call with SG re Elgin Mills analysis; call with Interested Party re APA and next steps; review of motion record filed by Sotos, call with CRO on same.	2.00	850 \$	1,700.00
06/14/2024	Montgomery, Tim	Review materials from Sotos and discuss internally.	0.25	700 \$	175.00
06/17/2024	Patel, Pritesh	Call with CRO re Sotos motion, review of letter on same; review of email from SG re RNC transaction.	1.00	850 \$	850.00
06/18/2024	Fatima, Tahreem	Prepare DIP request email to PTC.	0.25	550 \$	137.50
06/18/2024	Patel, Pritesh	Call with Osler re Sotos motion record; calls with CRO on same.	0.75	850 \$	637.50
06/18/2024	Montgomery, Tim	Status update call with Osler re class action.	0.50	700 \$	350.00
06/20/2024	Fatima, Tahreem	Prepare weekly variance analysis and email to PTC re same; review weekly disbursements and related invoices.	1.00	550 \$	550.00
06/20/2024	Montgomery, Tim	Review weekly variance analysis and weekly disbursements; coordinate payment of mediation fees through the DIP.	0.75	700 \$	525.00
06/24/2024	Patel, Pritesh	Review of emails re confidentiality agreements re Mediation; call with S.Irving on same.	1.00	850 \$	850.00
06/25/2024	Patel, Pritesh	Emails with SG re RNC transaction and next steps.	0.50	850 \$	425.00
06/25/2024	Montgomery, Tim	Emails with Company regarding HST audit.	0.50	700 \$	350.00
06/26/2024	Patel, Pritesh	Call with O.Strawczynski (SG); review of emails re HST issue, call with T.Montgomery on same; update call with CRO.	1.50	850 \$	1,275.00
06/26/2024	Montgomery, Tim	Internal email re CRA audit issue and call with P. Patel; review monthly credit card disbursements.	1.00	700 \$	700.00
06/27/2024	Fatima, Tahreem	Prepare weekly variance analysis and e-mail to PTC re same; review disbursements.	1.25	550 \$	687.50
06/27/2024	Patel, Pritesh	Update call with DIP Lender.	0.50	850 \$	425.00
06/27/2024	Montgomery, Tim	Weekly status call with PTC, Gowlings, Monitor and CRO; review weekly variance analysis reporting; review weekly disbursements.	1.50	700 \$	1,050.00
06/28/2024	Patel, Pritesh	Update call with Osler.	0.50	850 \$	425.00
Total			34.00	\$	25,487.50



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

Payment Address:
 KPMG LLP, T4348
 P.O. Box 4348, Station A
 Toronto, ON M5W 7A6

August 29, 2024

Simply Green Home Services Inc.
 2225 Sheppard Ave E Suite 800,
 Toronto, ON M2J 5C2

Invoice : 8005623226
 Reference : 2001855954
 Client : 1005423957
 Contact : Pritesh Patel
 Telephone : (416) 468-7923
 Email : pritpatel@kpmg.ca

Professional fees for KPMG Inc. In reference to Simply Green Home Services Inc. for the period of July 1 to July 31, 2024.		
	Our Fee	\$ 13,275.00 CAD
	Technology and Support Charge	929.25
		<hr/>
		\$ 14,204.25 CAD
	HST	1,846.55
		<hr/>
	Amount Due	\$ 16,050.80 CAD
		<hr/> <hr/>

Payment is due upon receipt

GST/HST Number 12236 3153 RT0001 QST Registration 1023774310 TQ0001

CAD Cheque Payments: KPMG LLP, T4348, P.O. Box 4348, Station A, Toronto, ON M5W 7A6
 Please return remittance advice with cheque.

CAD Wire Payments: Beneficiary: KPMG LLP
 Bank Details: TD Canada Trust, 55 King St. West, Toronto, ON M5K 1A2, Bank Code # 004, Transit # 10252,
 Account # 0938281, Swift Code TDOMCATTOR
 Please e-mail related wire payment details including invoice number to kpmg-ar@kpmg.ca

Invoice No: 8005623226 **Reference:** 2001855954 **Client:** 1005423957 **Amount:** \$ 16,050.80 CAD

Professional Fees Summary
For the period of July 1 to July 31, 2024

Name	Position	Rate	Hours	Fee (\$)
Pritesh Patel	Partner	850	5.25	4,462.50
Tim Montgomery	Director	700	8.75	6,125.00
Jason Cooper	Director	700	0.50	350.00
Tahreem Fatima	Manager	550	4.25	2,337.50
Total Professional Fees			18.75	\$ 13,275.00
Technology and support charges				929.25
Subtotal				\$ 14,204.25
HST				1,846.55
Total Amount Due				\$ 16,050.80

Simply Green Home Services Corp.
Time Keeper Details
For the period of July 1 to July 31, 2024

Work Date	Name	Time Narrative	Hours	Rate	Fee (\$)
07/03/2024	Montgomery, Tim	Review DIP draw request and make necessary updates.	0.50	700 \$	350.00
07/04/2024	Patel, Pritesh	Review of weekly disbursement request, emails with KPMG team on same; update call with J.Prospieri.	1.00	850 \$	850.00
07/04/2024	Montgomery, Tim	Review weekly disbursements and variance reporting.	1.25	700 \$	875.00
07/05/2024	Patel, Pritesh	Update call with SG.	0.50	850 \$	425.00
07/09/2024	Fatima, Tahreem	Prepare weekly variance analysis and related email to PTC.	1.00	550 \$	550.00
07/09/2024	Montgomery, Tim	Query re CRA audit with KPMG indirect tax and discuss feedback with Company; review of weekly variance analysis.	1.00	700 \$	700.00
07/10/2024	Patel, Pritesh	Review of deck from SG and call on same.	2.00	850 \$	1,700.00
07/10/2024	Montgomery, Tim	Call with Company to review Class Action information request; preparation for same; respond to Arista creditor query.	1.50	700 \$	1,050.00
07/11/2024	Patel, Pritesh	Update call with Osler; update call with CRO; call with DIP Lender and CRO re cash flows, operational updates, etc.	1.75	850 \$	1,487.50
07/11/2024	Montgomery, Tim	Review weekly disbursements and variance reporting; call with Osler re Class Action; review of financial information and Arista creditor query; weekly status call with CRO, PTC and Gowlings.	2.00	700 \$	1,400.00
07/18/2024	Fatima, Tahreem	Prepare weekly variance analysis and email re same; review weekly disbursements.	1.00	550 \$	550.00
07/22/2024	Montgomery, Tim	Call with Osler and A&B re lifting of the stay; email correspondence with indirect tax regarding CRA audit issue; review June billing.	0.25	700 \$	175.00
07/24/2024	Montgomery, Tim	Review lifting of the stay email for Arista and discussion with Osler regarding same.	0.25	700 \$	175.00
07/25/2024	Fatima, Tahreem	Prepare variance analysis and e-mail to PTC re same; review weekly disbursements.	1.00	550 \$	550.00
07/25/2024	Montgomery, Tim	Review variance reporting and weekly disbursements.	1.00	700 \$	700.00
07/29/2024	Cooper, Jason	Discussions with Tim re HST and ITCs, discuss with Marcos re next steps.	0.50	700 \$	350.00
07/29/2024	Montgomery, Tim	Review credit card disbursements; discussion with J. Cooper re: HST and ITCs.	0.75	700 \$	525.00
07/30/2024	Fatima, Tahreem	Prepare DIP draw request.	0.50	550 \$	275.00
07/30/2024	Montgomery, Tim	Emails regarding CRA audit issue with indirect tax.	0.25	700 \$	175.00
07/31/2024	Fatima, Tahreem	Prepare weekly variance analysis and email to PACE re same, email to Liam on variance in receipts.	0.75	550 \$	412.50
Total			18.75	\$	13,275.00

This is Exhibit "C" referred to in the Affidavit of
Pritesh Patel, sworn before me on
September 19, 2024



Commissioner for Taking Affidavits, etc.

Angelina Hung,
a Commissioner, etc.,
Province of Ontario, for KPMG Inc.
Expires January 4, 2026

KPMG Inc.
in its capacity as Monitor of
the Crown Crest Leasing Group
Statement of accounts

Exhibit C

Staff member	Number of hours	Hourly rate	Amount
Senior Vice President			
Pritesh Patel	370.50	\$ 850.00	\$ 314,925.00
Huey Lee	64.50	\$ 850.00	\$ 54,825.00
Director			
Tim Montgomery	305.45	\$ 700.00	\$ 213,815.00
Jason Cooper	0.50	\$ 700.00	\$ 350.00
Manager			
Michelle Regan	240.00	\$ 550.00	\$ 132,000.00
Tahreem Fatima	223.25	\$ 550.00	\$ 122,787.50
Senior Consultant			
Mackenzie Wong	6.00	\$ 400.00	\$ 2,400.00
Technician			
Angelina Hung	6.65	\$ 275.00	\$ 1,828.75
Total	1,216.9	\$	842,931.25
Blended average hourly rate:	\$	692.72	

Appendix “H”

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 CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL CORP., CROWN CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC., SIMPLY GREEN HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST

PEOPLES TRUST COMPANY

Applicant

- and -

CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL CORP., CROWN CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC., SIMPLY GREEN HOME SERVICES CORP , AND CROWN CREST CAPITAL TRUST

Respondents

AFFIDAVIT OF MARTINO CALVARUSO

(sworn September 19, 2024)

I, Martino Calvaruso, of the City of Toronto, in the Province of Ontario, MAKE OATH
AND SAY:

1. I am a partner with the law firm of Osler, Hoskin & Harcourt LLP (“**Osler**”), which is counsel to KPMG Inc. in its capacity as Court-appointed monitor (in such capacity, the “**Monitor**”) of Crown Crest Financial Corp., Simply Green Home Services Inc., Simply Green Home Services Corp, Crown Crest Capital Management Corp., Crown Crest Funding Corp., and

Crown Crest Capital Trust (collectively, the “**Respondents**”) in their proceedings under the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**” and the related proceedings, the “**CCAA Proceedings**”) pursuant to the Order granted on November 9, 2023 (as amended and restated on November 17, 2023, the “**Amended and Restated Initial Order**”) by the Ontario Superior Court of Justice (Commercial List) (the “**Court**”). As such, I have knowledge of the matters hereinafter deposed to, except where stated to be on information and belief and where so stated I verily believe it to be true.

2. This affidavit is made in support of a motion to be heard on September 25, 2024, by the Monitor for an Order seeking, among other things, approval of the fees and disbursements of Osler in its capacity as legal counsel for the Monitor for the period from October 29, 2023, to July 31, 2024 (the “**Approval Period**”).

3. Pursuant to paragraph 27 of the Amended and Restated Initial Order, the Monitor and its legal counsel are to be paid their reasonable fees and disbursements, in each case, at their standard rates and charges, by the Respondents as part of the costs of the CCAA Proceedings. Pursuant to paragraph 28 of the Amended and Restated Initial Order, the Monitor and its legal counsel are required to pass their accounts from time to time, and for that purpose, the accounts of the Monitor and its legal counsel are referred to the Court.

4. Attached hereto and marked as **Exhibit “A”** are true copies of the accounts (the “**Osler Accounts**”) rendered by Osler to the Monitor for Approval Period. The Osler Accounts have been redacted to remove privileged, confidential and sensitive information.

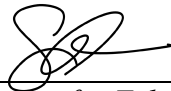
5. Attached hereto as **Exhibit “B”** is a schedule summarizing the Osler Accounts in respect of the Approval Period. As shown in the summary, Osler incurred fees and disbursements during

the Approval Period totaling \$894,103.73 comprising of fees of \$757,855.00, disbursements of \$33,465.22 and taxes of \$102,783.51. All amounts billed were at Osler's standard rates and charges.

6. Attached hereto as **Exhibit "C"** is a schedule summarizing the respective years of call and billing rates of each of the professionals at Osler that rendered services to the Monitor, the hours worked by each such individual and a blended hourly rate for fees incurred during the Approval Period. As shown in the summary, Osler incurred a total of 785.90 hours in connection with this matter during the Approval Period at an average hourly rate of \$959.51.

7. To the best of my knowledge, the rates charged by Osler during the Approval Period are comparable to the rates charged by other law firms in the Toronto market for the provision of similar services. I believe that the total hours, fees and disbursements incurred by Osler during the Approval Period are reasonable and appropriate in the circumstances.

SWORN BEFORE ME this 19th day of September, 2024. The affiant and the commissioner were located in the City of Toronto, in the Province of Ontario.



Commissioner for Taking Affidavits
Sierra Farr | LSO #87551D



MARTINO CALVARUSO

THIS IS EXHIBIT "A" REFERRED TO IN
THE AFFIDAVIT OF MARTINO CALVARUSO
SWORN BEFORE ME ON THIS 19TH DAY OF SEPTEMBER 2024



SIERRA FARR | LSO #87551D
A Commissioner for Taking Affidavits

EXHIBIT A

OSLER, HOSKIN & HARCOURT LLP
1 First Canadian Place
PO BOX 50
Toronto ON M5X 1B8
CANADA
416.362.2111 main
416.862.6666 facsimile



Invoice Issued in Canadian Dollars

KPMG Inc.
Bay Wellington Tower
181 Bay St #3510
Toronto, ON M5J 2T3
CANADA

Attention: Pritesh Patel
Partner

Invoice No.: 12842410
Date: December 11, 2023
Client No.: 200703

GST/HST No.: 121983217 RT0001

Contact: Marc Wasserman
Direct Dial: (416) 862-4908
E-mail: MWasserman@Osler.com

For professional services rendered for Project Heat (F#1249896) .

OUR FEE HEREIN	197,790.50
REIMBURSABLE EXPENSES	1,917.44
HST @ 13%	25,962.04
TOTAL (CAD):	225,669.98

PAYMENT DUE UPON RECEIPT



We are committed to protecting the environment. Please provide your email address to payments@osler.com to receive invoices and reminder statements electronically.



REMITTANCE ADVICE

Canadian Dollars EFT and Wire Payments:

TD Canada Trust
751 3rd Street S.W.
Calgary, Alberta T2P 4K8
Transit No: 80629-0004
Account No: 5219313
SWIFT Code: TDOMCATTOR

Please provide details of EFT/wire to payments@osler.com, itemizing invoice number(s) being paid. Email money transfers are not accepted.

Cheque Payments:

Osler, Hoskin & Harcourt LLP
FINANCE & ACCOUNTING
(RECEIPTS)
1 First Canadian Place
PO BOX 50
Toronto, Ontario M5X 1B8
Canada

Please return remittance advice(s) with cheque.

Invoice No.: 12842410
Client No.: 200703
Amount: 225,669.98 CAD

FEE SUMMARY

NAME	HRS	RATE	FEES
<u>PARTNER</u>			
Martino Calvaruso	59.20	960	56,832.00
Shawn T. Irving	77.00	1,075	82,775.00
Martha Martindale	2.10	935	1,963.50
Sven C. Poysa	0.50	1,050	525.00
Marc Wasserman	21.50	1,350	29,025.00
<u>ASSOCIATE</u>			
Marleigh Dick	3.60	655	2,358.00
Chloe Duggal	38.20	560	21,392.00
<u>PARAPROFESSIONAL</u>			
Kevin MacEachern	1.00	295	295.00
<u>CORPORATE SEARCHES FIXED FEES</u>			
Corporate Searches by Elizabeth E. Buchanan			2,625.00
TOTAL FEES (CAD):	203.10		197,790.50

FEE DETAIL

DATE	NAME	DESCRIPTION	HRS
Oct-29-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing draft initial affidavit.	1.00
Oct-29-23	Shawn T. Irving	Reviewing draft affidavit and draft DIP; correspondence with M. Wasserman and M. Calvaruso regarding background issues.	2.30
Oct-30-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on internal status update meeting; attending on various discussions with P. Patel; reviewing and revising draft initial order; reviewing and revising draft DIP facility term sheet and considering same; attending on status update meeting with company counsel; reviewing draft pre-filing report of the proposed monitor; reviewing draft initial affidavit.	6.50
Oct-30-23	Shawn T. Irving	Reviewing and commenting on draft pre-filing report; reviewing revised DIP term sheet; meeting with M. Calvaruso and M. Wasserman to discuss filing issues; attending calls with KPMG regarding filing; call with C. Prophet; discussions throughout day with M. Calvaruso regarding filing issues; considering default and enforcement issues; reviewing and commenting on draft order; commenting on revised DIP; attending call with Gowlings; strategic discussions with client and Wasserman.	10.80

Oct-30-23	Marc Wasserman	Attending to various discussions regarding upcoming filing and next steps; multiple conversations with respect thereto.	2.50
Oct-31-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on various status discussions with client; reviewing revised draft DIP facility term sheet.	1.50
Oct-31-23	Shawn T. Irving	Discussions with M. Calvaruso regarding filing; correspondence with C. Prophet; reviewing revised DIP term sheet; considering CRO issues.	1.00
Nov-01-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on various status discussions with client; reviewing and commenting on draft DIP facility term sheet; reviewing and commenting on draft chief restructuring officer engagement letter.	2.50
Nov-01-23	Shawn T. Irving	Attending to CCAA filing issues; reviewing draft order; reviewing draft affidavit; various correspondence with Gowlings regarding filing; reviewing CRO engagement letter; reviewing revised DIP; considering same; calls throughout day with M. Calvaruso regarding filing matters.	6.30
Nov-02-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on various meetings regarding draft chief restructuring officer engagement letter; reviewing and revising same; reviewing and commenting on draft initial order; reviewing draft pre-filing report of the proposed monitor; attending on various status discussions with client.	3.90
Nov-02-23	Shawn T. Irving	Reviewing CRO engagement letter and providing comments on same; preparing for filing; reviewing revised affidavit; attending call with Osler, KPMG and Gowlings regarding CRO engagement; discussions with C. Prophet regarding filing; revising pre-filing report; calls with D. Cohen; various discussions with P. Pitel regarding same; reviewing revised order; reviewing revised CRO engagement letter; attending call with CRO's counsel regarding engagement terms; reporting on same; addressing potential sealing issues; discussions with KPMG regarding cash flow forecast; correspondence with S. Graff.	7.60
Nov-02-23	Marc Wasserman	Engaged in discussions with M. Calvaruso regarding status and next steps; reviewing documents.	1.50
Nov-03-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing revised draft chief restructuring officer engagement letter; reviewing revised draft pre-filing report of the proposed Monitor.	0.70

Nov-03-23	Shawn T. Irving	Reviewing CRO engagement letter; correspondence with P. Pitel regarding same; reviewing consent agreement; attending case conference; reporting on same to client; call with M. Wasserman regarding same; correspondence with M. Calvaruso regarding pre-filing report; reviewing Krimker affidavit filed in class proceeding.	4.20
Nov-06-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing revised draft pre-filing report of the proposed Monitor.	0.80
Nov-06-23	Chloe Duggal	Assisting with draft initial order and corresponding with SG Osler team regarding same.	0.50
Nov-06-23	Shawn T. Irving	Reviewing revised affidavit; revising pre-filing report; attending call with P. Patel regarding cash flow forecast; revising report for cash flow forecast; various correspondence with M. Calvaruso regarding service issues; reviewing revised order; considering issues relating to same.	3.30
Nov-06-23	Marc Wasserman	Dealing with various issues with respect to filing matters and other matters regarding next steps.	1.00
Nov-07-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on various status discussions with client; attending on discussions with counsel to litigation claimant; attending on service matters; reviewing and commenting on draft communications materials and considering same.	3.80
Nov-07-23	Marleigh Dick	Serving and filing pre-filing report.	0.70
Nov-07-23	Shawn T. Irving	Correspondence regarding service of pre-filing report; discussions with M. Dick regarding same; call with M. Calvaruso regarding same; correspondence regarding communications plan; discussions with P. Patel regarding same; reviewing draft communications plan and providing comments on same.	3.50
Nov-07-23	Kevin MacEachern	Attending to Commercial Court online portal; submitting pre-filing report of the proposed monitor.	0.50
Nov-07-23	Marc Wasserman	Reviewing draft documentation for upcoming hearing.	1.40
Nov-08-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on various status discussions with client; attending on discussions with company counsel; reviewing and commenting on draft initial order.	1.70
Nov-08-23	Shawn T. Irving	Reviewing factum filed by applicants; reviewing revisions to communication plan documents; correspondence with M. Calvaruso regarding revisions to initial order; discussions with C. Prophet regarding initial hearing.	2.50

Nov-09-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; preparing for and attending on initial CCAA application hearing; reviewing revised draft initial order; reviewing issued initial order and related endorsement; attending on various status discussions with client; coordinating security review matters.	4.00
Nov-09-23	Chloe Duggal	Summarizing SG Loan and security documents.	0.60
Nov-09-23	Shawn T. Irving	Attending call with P. Patel regarding filing; call with C. Prophet regarding revisions to initial order; reviewing revised initial order and supplementary affidavit; preparing for and attending initial hearing; correspondence with M. Calvaruso following hearing; discussions regarding security review.	4.20
Nov-09-23	Sven C. Poysa	Considering employee transfer issues and severance claims; follow-up with S. Irving and others regarding same.	0.50
Nov-10-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; preparing for and attending on status update meeting with company counsel; coordinating security review matters.	1.30
Nov-10-23	Shawn T. Irving	Attending call with Gowlings and KPMG regarding comeback hearing; reviewing letter from BJ regarding information requests; considering same.	1.80
Nov-10-23	Marc Wasserman	Engaged in discussions regarding next steps; email correspondence regarding same.	1.70
Nov-11-23	Chloe Duggal	Reading and reviewing documents for security review; drafting security opinion.	4.30
Nov-12-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing loan, lease and security documentation and attending on security review matters.	2.00
Nov-12-23	Chloe Duggal	Reviewing and summarizing documents for security review; drafting security opinion.	9.60
Nov-13-23	Corporate Searches by Elizabeth E. Buchanan	Receiving instructions from M. Calvaruso; conducting corporate history respecting Crown Crest Capital Management Corp. and four additional corporations, and reporting thereon.	
Nov-13-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing loan, lease and security documentation and attending on security review matters and internal meeting regarding same; attending on meeting with applicant's counsel; attending on meeting and discussions with client.	4.30

Nov-13-23	Shawn T. Irving	Attending call with Gowlings and KPMG regarding comeback hearing; attending follow-up call with KPMG regarding same; discussions throughout day with M. Calvaruso regarding security review; telephone call with C. Prophet regarding cross-examinations; reporting on same; correspondence from Stikeman regarding class action litigation.	1.90
Nov-13-23	Martha Martindale	Initial review of security structure; reviewing organizational chart; reviewing concurrent lease agreements and security documents.	2.10
Nov-13-23	Marc Wasserman	Engaged throughout the day in upcoming hearing and dealing with issues with respect thereto; engaged in multiple conversations regarding same.	2.50
Nov-14-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing loan, lease and security documentation and attending on security review matters and internal meeting regarding same; attending on internal meeting and meeting with applicant's counsel regarding same; reviewing and revising draft amended and restated initial order; attending on discussions with client; reviewing draft responding letter to litigation counsel.	3.40
Nov-14-23	Chloe Duggal	Meeting to discuss SG with M. Wasserman and M. Calvaruso.	0.50
Nov-14-23	Chloe Duggal	Assisting with security review matters.	5.10
Nov-14-23	Shawn T. Irving	Reviewing and providing comments on draft Gowlings letter; reviewing draft affidavit; correspondence regarding security review; drafting proposed revisions to draft ARIO; considering same; reviewing pleadings from class action litigation and MNP litigation; reviewing critical vendor letter.	4.50
Nov-14-23	Marc Wasserman	Engaged in discussions regarding security review and engaged in discussions with respect to upcoming hearing regarding initial application.	2.00
Nov-15-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing loan, lease and security documentation and personal property searches and attending on security review matters; coordinating with local counsel regarding same; reviewing draft amended and restated initial order; reviewing draft supplementary application affidavit.	3.00
Nov-15-23	Chloe Duggal	Reviewing articles for security review; corresponding with external counsel and internal team on same.	3.50

Nov-15-23	Shawn T. Irving	Correspondence from class counsel; discussions with M. Wasserman regarding same; reviewing proposed changes to ARIO; reviewing reply letter from Gowlings to MNP; reviewing draft Lombard affidavit and providing comments; reviewing KPMG comments; reviewing and providing comments on draft factum; attending call with P. Patel regarding report and comeback issues; reviewing and providing comments on draft Monitor's report; correspondence with M. Calvaruso regarding same; reviewing correspondence from local counsel regarding security review; discussions with M. Calvaruso regarding same.	7.20
Nov-15-23	Marc Wasserman	Attending to various matters regarding status and updates for next steps.	1.30
Nov-16-23	Corporate Searches by Elizabeth E. Buchanan	Receiving instructions from M. Calvaruso; conducting Ontario, Alberta and British Columbia Personal Property Security Act searches respecting Crown Crest Capital Management Corp. and nine additional names, and reporting thereon.	
Nov-16-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing loan, lease and security documentation and personal property searches and attending on security review matters; attending on various internal and client status meetings; attending on meeting with counsel to applicant; reviewing and revising draft first report of the monitor and considering same; reviewing draft factum and supplemental factum; attending on meeting with counsel to litigation claimant.	5.00
Nov-16-23	Marleigh Dick	Reviewing, serving and filing first Monitor's report.	2.60
Nov-16-23	Shawn T. Irving	Reviewing factum and motion record filed by class counsel; attending call with M. Wasserman and M. Calvaruso regarding same; attending calls with KPMG; attending calls with Gowlings to discuss comeback hearing; preparing for hearing; reviewing revised draft ARIO; reviewing and commenting on supplemental factum; reviewing and providing additional comments on draft Monitor's report; various correspondence with M. Calvaruso and M. Dick regarding same.	6.50
Nov-16-23	Marc Wasserman	Engaged throughout the day in various issues regarding next steps with respect to upcoming hearing and attending to SG comeback hearing.	2.60
Nov-17-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on various meetings with class action counsel; attending on meeting with local counsel regarding security review; attending on discussions with applicant's counsel; attending on various discussions with client; preparing for and attending on comeback hearing.	4.80
Nov-17-23	Marleigh Dick	Filing court materials for comeback hearing.	0.30

Nov-17-23	Chloe Duggal	Attending meeting to discuss next steps.	0.70
Nov-17-23	Chloe Duggal	Attending hearing and revising notes on same.	1.40
Nov-17-23	Shawn T. Irving	Attending various calls with M. Calvaruso in advance of stay extension motion; attending call with MNP's counsel; attending calls with class counsel; reviewing proposed changes to order; preparing for and attending stay extension motion; reviewing endorsement.	5.80
Nov-17-23	Kevin MacEachern	Attending to Commercial Court online portal; submitting first report of the monitor.	0.50
Nov-17-23	Marc Wasserman	Preparing for and attending comeback hearing.	3.00
Nov-20-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters.	0.30
Nov-20-23	Chloe Duggal	Drafting form for pre-filing vendors and attending to correspondence on same.	1.30
Nov-20-23	Shawn T. Irving	Attending to correspondence from KPMG regarding small claims matters; correspondence with M. Calvaruso regarding critical vendor confirmation.	0.50
Nov-21-23	Corporate Searches by Elizabeth E. Buchanan	Receiving instructions from M. Calvaruso; obtaining and reviewing certified copies of charter documents respecting Crown Crest Capital Management Corp. and four additional names, and reporting thereon.	
Nov-21-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on correspondence regarding senior management confirmations and reviewing and revising same; attending on security review matters.	1.80
Nov-21-23	Chloe Duggal	Attending to correspondence regarding security opinion.	0.20
Nov-21-23	Shawn T. Irving	Attending to various correspondence with M. Calvaruso regarding critical vendor confirmation; reviewing email and statement of claim sent to Monitor.	0.70
Nov-22-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on correspondence regarding senior management confirmations and reviewing and revising same; attending on security review matters; attending on discussions with client.	1.00

Nov-23-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on correspondence regarding senior management confirmations and reviewing and revising same; attending on security review matters; attending on meeting with applicant's counsel regarding same; attending on status discussions with client.	1.50
Nov-23-23	Chloe Duggal	Reviewing credit documents for security opinion and attending to correspondence on same.	1.90
Nov-23-23	Shawn T. Irving	Various correspondence with class counsel and Osler regarding in-person meeting; making arrangements regarding same.	0.30
Nov-23-23	Marc Wasserman	Engaged in discussions regarding comeback hearing class action matters; attending to multiple conversations with respect thereto.	2.00
Nov-24-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on correspondence regarding senior management confirmations; attending on security review matters.	0.80
Nov-24-23	Chloe Duggal	Assisting with security review matters and attending to correspondence on same.	2.10
Nov-24-23	Shawn T. Irving	Attending to various correspondence regarding critical vendor confirmation; reviewing revised schedules; correspondence with class counsel regarding meeting.	0.50
Nov-27-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on meeting with applicant's counsel regarding security review matters.	0.60
Nov-27-23	Chloe Duggal	Attending meeting with Gowling to discuss trust and attending to correspondence for same.	0.60
Nov-27-23	Chloe Duggal	Reviewing concurrent lease notices.	3.40
Nov-28-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on meeting with class action counsel; attending on debrief meeting following same.	1.70
Nov-28-23	Chloe Duggal	Drafting security opinion.	1.40
Nov-28-23	Shawn T. Irving	Attending meeting with class counsel; meeting with M. Wasserman and M. Calvaruso to discuss same; drafting reporting email to P. Pital regarding same.	1.60
Nov-29-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on security review matters.	0.50

Nov-30-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on security review matters and internal meeting regarding same.	0.80
Nov-30-23	Chloe Duggal	[REDACTED]	1.10

TOTAL HOURS:	203.10
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EXPENSE SUMMARY

DESCRIPTION	AMOUNT
<u>EXPENSES - TAXABLE</u>	
Meal Expenses	5.94
Printing Costs	0.00
Special Supplies Costs	0.00
OnCorp Fees for Searches/Certificates/Filings	1,911.50
TOTAL (CAD):	1,917.44

OSLER, HOSKIN & HARCOURT LLP
1 First Canadian Place
PO BOX 50
Toronto ON M5X 1B8
CANADA
416.362.2111 main
416.862.6666 facsimile



Invoice Issued in Canadian Dollars

KPMG Inc.
Bay Wellington Tower
181 Bay St #3510
Toronto, ON M5J 2T3
CANADA

Attention: Pritesh Patel
Partner

Invoice No.: 12851342
Date: January 25, 2024
Payor ID: 200703
GST/HST No.: 121983217 RT0001

Contact: Marc Wasserman
Direct Dial: (416) 862-4908
E-mail: MWasserman@Osler.com

For professional services rendered for Project Heat (F#1249896) .

OUR FEE HEREIN	54,827.50
REIMBURSABLE EXPENSES	13,105.69
HST @ 13%	8,831.32
TOTAL (CAD):	76,764.51

Accounts are due and payable on delivery. Interest will accrue at the annual rate of 12% from the date that is one month after delivery until the date paid.



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TD Canada Trust
751 3rd Street S.W.
Calgary, Alberta T2P 4K8
Transit No: 80629-0004
Account No: 5219313
SWIFT Code: TDOMCATTOR

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Cheque Payments:

Osler, Hoskin & Harcourt LLP
FINANCE & ACCOUNTING
(RECEIPTS)
1 First Canadian Place
PO BOX 50
Toronto, Ontario M5X 1B8
Canada

Please return remittance advice(s) with cheque.

Invoice No.: 12851342
Payor ID: 200703
Amount: 76,764.51 CAD

FEE SUMMARY

NAME	HRS	RATE	FEES
<u>PARTNER</u>			
Martino Calvaruso	8.60	960	8,256.00
Jacqueline Code	1.30	1,175	1,527.50
Shawn T. Irving	21.80	1,075	23,435.00
Marc Wasserman	3.50	1,350	4,725.00
<u>ASSOCIATE</u>			
Marleigh Dick	2.90	655	1,899.50
Chloe Duggal	19.90	560	11,144.00
Adam Margeson	4.10	655	2,685.50
<u>OTHER</u>			
Laurene Kortner	0.60	350	210.00
<u>CORPORATE SEARCHES FIXED FEES</u>			
Corporate Searches by Elizabeth E. Buchanan			945.00
TOTAL FEES (CAD):	62.70		54,827.50

FEE DETAIL

DATE	NAME	DESCRIPTION	HRS
Dec-04-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on discussions with potential bidder.	0.50
Dec-04-23	Shawn T. Irving	Considering lift stay issue; correspondence with M. Calvaruso regarding same.	1.80
Dec-05-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding security review and file matters.	0.40
Dec-05-23	Shawn T. Irving	Attending call with P. Patel regarding lift stay issues; attending call with P. Patel and M. Wasserman regarding security review and related issues; call with M. Calvaruso regarding same.	1.50
Dec-05-23	Marc Wasserman	Attending call with KPMG regarding status of various matters; various email correspondence regarding same.	1.00
Dec-06-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on status discussions with client; attending on meeting with applicant's counsel regarding Topco; attending on status update meeting with client; attending on security review matters.	1.50

Dec-06-23	Chloe Duggal	Attending to diligence matters for SG security opinion.	0.10
Dec-06-23	Shawn T. Irving	Attending calls with KPMG to discuss status of case and developments [REDACTED]; discussions with M. Wasserman; attending meeting with Gowlings to discuss same; attending follow-up call with KPMG; attending to questions regarding application of stay.	5.10
Dec-06-23	Marc Wasserman	Attending discussions regarding funding; engaged in discussions regarding same; multiple correspondence with respect thereto.	2.00
Dec-07-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on internal research meeting regarding security review.	0.80
Dec-07-23	Jacqueline Code	Discussing security review with M. Calvaruso.	0.50
Dec-08-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on status discussions with client.	0.50
Dec-08-23	Chloe Duggal	[REDACTED]	1.20
Dec-08-23	Laurene Kortner	Researching commentary and legislative amendments to the Consumer Protection Act for C. Duggal.	0.60
Dec-10-23	Chloe Duggal	Attending to research on legislative changes to the CPA.	1.20
Dec-11-23	Chloe Duggal	Conducting research on legislative changes; attending to correspondence on same.	4.40
Dec-11-23	Shawn T. Irving	Attending to correspondence from KPMG regarding litigation issues; attending call with KPMG [REDACTED] [REDACTED] considering same; discussions with M. Calvaruso regarding same.	1.50
Dec-12-23	Shawn T. Irving	Discussions with M. Calvaruso regarding [REDACTED] [REDACTED].	0.40
Dec-13-23	Jacqueline Code	Discussing scope of regulatory stay with S. Irving; instructing A. Margeson regarding research on regulatory stay.	0.80
Dec-13-23	Shawn T. Irving	Attending call with J. Code to discuss [REDACTED] [REDACTED]; reviewing research regarding same; considering strategy.	1.40
Dec-13-23	Adam Margeson	Reviewing case law regarding scope of CCAA regulatory stay.	4.10
Dec-14-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters.	0.20

Dec-14-23	Shawn T. Irving	Attending call with general counsel [REDACTED] reviewing research from A. Margeson regarding regulatory stay; [REDACTED]	2.20
Dec-15-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on meeting with applicant's counsel regarding [REDACTED]	1.00
Dec-15-23	Marleigh Dick	Attending meeting with S. Irving regarding [REDACTED].	0.30
Dec-15-23	Shawn T. Irving	Attending to issues relating to [REDACTED]; call with M. Wasserman to discuss same; calls with C. Prophet; call with KPMG and Gowlings regarding same; reviewing information; attending call with M. Dick to discuss analysis [REDACTED].	3.50
Dec-16-23	Marleigh Dick	Reviewing [REDACTED] for S. Irving.	1.50
Dec-17-23	Marleigh Dick	Reviewing [REDACTED] for S. Irving.	0.50
Dec-18-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on internal security review meeting; attending on various discussions with client; reviewing consumer protection act correspondence.	1.40
Dec-18-23	Marleigh Dick	Reviewing [REDACTED] for S. Irving.	0.30
Dec-18-23	Chloe Duggal	Discussing SG security opinion with M. Calvaruso.	0.40
Dec-18-23	Chloe Duggal	Reviewing and attending to correspondence for construction inspection letter.	0.60
Dec-18-23	Chloe Duggal	[REDACTED].	3.20
Dec-18-23	Shawn T. Irving	Correspondence and call [REDACTED]; reviewing and considering analysis from M. Dick regarding same.	0.60
Dec-19-23	Martino Calvaruso	Attending on discussions with litigation claimant counsel.	0.20
Dec-19-23	Chloe Duggal	[REDACTED].	5.10
Dec-19-23	Shawn T. Irving	[REDACTED].	1.00
Dec-19-23	Marc Wasserman	Engaged in discussions regarding status and next steps.	0.50

Dec-20-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on various discussions with client.	0.40
Dec-20-23	Chloe Duggal	Drafting security opinion.	3.70
Dec-20-23	Shawn T. Irving	Drafting reporting email to M. Wasserman regarding [REDACTED] discussions with M. Calvaruso regarding same.	1.50
Dec-21-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on various meetings regarding [REDACTED]; attending on internal meeting regarding security review matters.	1.10
Dec-21-23	Marleigh Dick	Attending meeting with M. Wasserman, S. Irving and M. Calvaruso regarding [REDACTED].	0.30
Dec-21-23	Shawn T. Irving	Attending call with M. Wasserman and M. Calvaruso regarding [REDACTED]; attending call with KPMG regarding same; attending call with C. Prophet regarding same.	1.30
Dec-22-23	Corporate Searches by Elizabeth E. Buchanan	Receiving instructions from C. Duggal; conducting Bank Act in Ontario, British Columbia and Alberta, Official Receiver and Execution searches in Toronto respecting Crown Crest Capital Management Corp. and eight additional names, arranging for litigation search in Ontario, British Columbia and Alberta, and reporting thereon.	
Dec-22-23	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on security review matters.	0.60

TOTAL HOURS: 62.70

EXPENSE SUMMARY

DESCRIPTION	AMOUNT
<u>EXPENSES - TAXABLE</u>	
Printing Costs	0.00
Agent's Fees & Expenses	11,387.68
Litigation Search	135.00
OnCorp Fees for Searches/Certificates/Filings	1,583.01
TOTAL (CAD):	<u><u>13,105.69</u></u>

OSLER, HOSKIN & HARCOURT LLP
1 First Canadian Place
PO BOX 50
Toronto ON M5X 1B8
CANADA
416.362.2111 main
416.862.6666 facsimile



Invoice Issued in Canadian Dollars

KPMG Inc.
Bay Wellington Tower
181 Bay St #3510
Toronto, ON M5J 2T3
CANADA

Attention: Pritesh Patel
Partner

Invoice No.: 12861479
Date: February 27, 2024
Payor ID: 200703
GST/HST No.: 121983217 RT0001

Contact: Marc Wasserman
Direct Dial: (416) 862-4908
E-mail: MWasserman@Osler.com

For professional services rendered for Project Heat (F#1249896) .

OUR FEE HEREIN	151,608.50
REIMBURSABLE EXPENSES	15,533.69
HST @ 13%	21,728.49
TOTAL (CAD):	188,870.68

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TD Canada Trust
751 3rd Street S.W.
Calgary, Alberta T2P 4K8
Transit No: 80629-0004
Account No: 5219313
SWIFT Code: TDOMCATTOR

Please provide details of EFT/wire to payments@osler.com, itemizing invoice number(s) being paid. Email money transfers are not accepted.

Cheque Payments:

Osler, Hoskin & Harcourt LLP
FINANCE & ACCOUNTING
(RECEIPTS)
1 First Canadian Place
PO BOX 50
Toronto, Ontario M5X 1B8
Canada

Please return remittance advice(s) with cheque.

Invoice No.: 12861479
Payor ID: 200703
Amount: 188,870.68 CAD

FEE SUMMARY

NAME	HRS	RATE	FEES
<u>PARTNER</u>			
Martino Calvaruso	40.40	1,100	44,440.00
Jacqueline Code	1.40	1,235	1,729.00
Shawn T. Irving	27.40	1,130	30,962.00
Christine Jackson	5.80	895	5,191.00
Martha Martindale	1.90	980	1,862.00
Sven C. Poysa	2.10	1,105	2,320.50
Marc Wasserman	4.70	1,500	7,050.00
<u>ASSOCIATE</u>			
Marleigh Dick	11.80	735	8,673.00
Chloe Duggal	34.90	590	20,591.00
Chloe Duggal	2.90	560	1,624.00
Tearney Johnston-Jones	0.30	685	205.50
Adam Margeson	10.20	735	7,497.00
Lucas Versteegh	22.90	795	18,205.50
<u>STUDENT</u>			
David Arya	3.40	370	1,258.00
TOTAL FEES (CAD):	170.10		151,608.50

FEE DETAIL

DATE	NAME	DESCRIPTION	HRS
Dec-23-23	Chloe Duggal	Reviewing diligence documents; drafting opinion.	1.60
Dec-26-23	Chloe Duggal	Reviewing diligence and attending to security opinion draft.	1.30
Jan-03-24	David Arya	Reviewing security opinion to assist C. Duggal.	1.00
Jan-04-24	David Arya	Reviewing security opinion to assist C. Duggal.	2.40
Jan-04-24	Chloe Duggal	Reading and revising opinion and attending to correspondence regarding same.	0.90
Jan-08-24	Chloe Duggal	Attending to correspondence in relation to security opinion.	0.20
Jan-09-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on status update meeting with client.	1.00

Jan-09-24	Shawn T. Irving	Attending call with M. Calvaruso to discuss status of case; attending call with KPMG to discuss status and stay extension motion; attending call with J. Code to discuss Consumer Protection Act review workstream.	1.60
Jan-09-24	Marc Wasserman	Attending meetings and discussions regarding next steps and discussions regarding same.	1.00
Jan-10-24	Shawn T. Irving	Attending call with C. Jackson regarding Consumer Protection Act review; compiling background for review; reviewing statement of claim filed against PTC; correspondence and calls with C. Prophet regarding stay extension hearing; discussions with M. Calvaruso regarding same.	3.10
Jan-10-24	Christine Jackson	Discussing background and consumer protection issues with S. Irving.	0.50
Jan-11-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing and revising draft security review opinion and reviewing documentation and correspondence regarding same.	2.00
Jan-11-24	Chloe Duggal	Assisting with follow-up matters for security review and opinion.	1.30
Jan-11-24	Christine Jackson	Reviewing pleadings and related background materials; providing instructions to L. Versteegh on same.	2.90
Jan-11-24	Martha Martindale	Reviewing and revising security opinion.	1.10
Jan-11-24	Lucas Versteegh	Reviewing background materials and [REDACTED].	1.30
Jan-12-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing and revising draft security review opinion and reviewing documentation and correspondence regarding same.	4.80
Jan-12-24	Chloe Duggal	Reviewing and revising security opinion for M. Martindale comments and attending to correspondence and follow up items for same; attending to correspondence.	2.50
Jan-12-24	Christine Jackson	Exchanging emails on consumer protection review.	0.20
Jan-12-24	Lucas Versteegh	Reviewing background materials [REDACTED].	1.20
Jan-14-24	Chloe Duggal	Reviewing and revising security opinion for over M. Calvaruso.	1.50

Jan-15-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing and revising draft security review opinion and attending on internal meeting regarding same.	1.50
Jan-15-24	Chloe Duggal	Reviewing and revising security opinion and attending to correspondence and discussions on same; reviewing and responding to local counsel's questions; attending to internal correspondence and reviewing documents in relation to same.	5.40
Jan-15-24	Shawn T. Irving	Attending call with M. Calvaruso to discuss stay extension motion; attending call with P. Patel to discuss same; attending call with KPMG, CRO and GC to discuss business practices review; [REDACTED]	3.50
Jan-15-24	Christine Jackson	Discussing consumer protection issues with company and Monitor.	0.70
Jan-15-24	Lucas Versteegh	Reviewing background materials and [REDACTED].	0.40
Jan-16-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on status discussions with client; attending on security review opinion matters.	0.50
Jan-16-24	Chloe Duggal	Attending to internal discussions with M. Calvaruso regarding security opinion; discussing Program Agreements with Gowling and attending to correspondence on same; reviewing SK and MB PPSA registrations and correspondence on same; discussing Trust PPSA registrations with T. Johnston-Jones and attending to correspondence on same.	3.10
Jan-16-24	Shawn T. Irving	Discussions regarding extending stay to PTC.	0.40
Jan-16-24	Tearney Johnston-Jones	Addressing PPSA registration question; corresponding with C. Duggal.	0.30
Jan-16-24	Lucas Versteegh	Reviewing background materials and [REDACTED].	0.70
Jan-17-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing and revising draft security review opinion and considering same.	1.20
Jan-17-24	Shawn T. Irving	Correspondence with M. Spence regarding stay extension motion; considering PTC stay issue; discussions with M. Calvaruso regarding same; discussions with C. Jackson regarding business practices review.	1.10
Jan-17-24	Lucas Versteegh	Reviewing background materials and [REDACTED].	2.00

Jan-18-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on internal status meeting; reviewing and revising draft security review opinion and coordinating same.	3.80
Jan-18-24	Chloe Duggal	Assisting with follow up matters for security opinion.	2.80
Jan-18-24	Shawn T. Irving	Attending call with M. Spence regarding stay extension motion; attending meeting with M. Calvaruso and M. Wasserman to discuss stay extension and related issues; attending call with C. Prophet.	1.30
Jan-18-24	Lucas Versteegh	Reviewing background materials and [REDACTED].	0.30
Jan-18-24	Marc Wasserman	Attending meeting; discussions regarding next steps and class action filed against people.	0.50
Jan-19-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on internal team status meeting; attending on status discussions with client; reviewing and revising draft security review opinion and corresponding regarding same.	0.80
Jan-19-24	Chloe Duggal	Assisting with follow up matters for security opinion.	0.30
Jan-19-24	Shawn T. Irving	Attending call with C. Prophet to discuss stay issues and PTC claim; attending call with Sotos to discuss PTC claim; drafting reporting email to Osler team; attending call with M. Wasserman and M. Calvaruso regarding same; attending follow-up call with C. Prophet to discuss approach; reviewing consumer agreements and related documentation provided by Simply Green.	3.20
Jan-19-24	Lucas Versteegh	Reviewing background materials and [REDACTED].	0.30
Jan-19-24	Marc Wasserman	Attending to discussions regarding stay extension and various other matters.	0.70
Jan-22-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters.	0.30
Jan-22-24	Jacqueline Code	[REDACTED]; emailing M. Calvaruso.	1.40
Jan-22-24	Chloe Duggal	Attending to correspondence and internal discussions on Simply Green security matters; reviewing opinions of local counsel.	1.60
Jan-22-24	Shawn T. Irving	Attending call with M. Spence to discuss issues relating to stay extension and expansion of stay to PTC; attending call with P. Patel to discuss stakeholder calls; meeting with M. Calvaruso to discuss same; discussions with M. Wasserman regarding same.	1.50

Jan-22-24	Christine Jackson	Discussing diligence on consumer requirements with L. Versteegh.	0.50
Jan-22-24	Lucas Versteegh	Reviewing background materials and [REDACTED]; reviewing sample contracts from motion record.	1.80
Jan-23-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on various internal status meetings; attending on status discussions with client; reviewing and revising draft security review opinion and corresponding regarding same; attending on meeting with PTC's counsel regarding same; attending on meeting with local counsel regarding draft opinion.	5.50
Jan-23-24	Chloe Duggal	Discussing next steps and outstanding items with M. Calvaruso.	0.20
Jan-23-24	Chloe Duggal	Reading and commenting on SK/MB local counsel opinions and attending to correspondence on same.	0.80
Jan-23-24	Chloe Duggal	Attending to correspondence with local counsel [REDACTED] [REDACTED] having internal discussions regarding same; meeting with PTC and local counsel and having further discussions regarding same.	1.20
Jan-23-24	Chloe Duggal	Reading and reviewing PPSA registrations in opinion; reviewing and compiling appendices; revising and updating opinion to reflect comments of J. Code and M. Calvaruso and attending to correspondence on same.	2.30
Jan-23-24	Shawn T. Irving	Attending to correspondence with P. Patel regarding employee termination.	0.30
Jan-24-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on status discussions with client; reviewing, revising and finalizing draft security review opinion and corresponding regarding same; attending on internal meetings regarding same; attending on meeting with local counsel regarding draft opinion; reviewing draft local counsel opinions.	6.50
Jan-24-24	Chloe Duggal	Drafting and compiling appendices to security opinion; reviewing and revising security opinion.	1.70
Jan-24-24	Chloe Duggal	Attending to Simply Green security review matters; revising security opinion draft; reviewing local opinions; compiling execution copy; reviewing PPSA registrations; reviewing program agreements; turning over revised draft; meeting with local counsel to discuss same; meeting with M. Calvaruso to discuss same; compiling schedules; attending to correspondence with KPMG; attending to internal correspondence on same.	7.50

Jan-24-24	Shawn T. Irving	Attending to correspondence with M. Spence regarding stay extension and meeting with Sotos; correspondence with Osler team regarding same.	0.50
Jan-24-24	Martha Martindale	Reviewing final security opinion.	0.80
Jan-25-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on status discussions with client; reviewing and commenting on draft local counsel security opinions; attending on meeting with PTC's counsel regarding draft security review opinion; corresponding regarding same; reviewing draft employee termination letter.	2.60
Jan-25-24	Marleigh Dick	Preparing materials for stay extension motion.	0.60
Jan-25-24	Chloe Duggal	Revising local opinions; attending to correspondence on same; attending to internal correspondence with M. Calvaruso.	1.60
Jan-25-24	Shawn T. Irving	Reviewing and providing comments on draft Monitor's Report; attending correspondence with M. Spence; correspondence with P. Patel regarding report and ARIO amendment; correspondence with M. Calvaruso regarding stay motion issues; meeting with M. Dick to discuss notice of motion and draft order; reviewing Prosperi draft affidavit; considering mark-up to termination letter.	4.50
Jan-25-24	Sven C. Poysa	Reviewing and revising termination letter; follow-up regarding same.	0.80
Jan-25-24	Marc Wasserman	Reviewing security opinion; engaged in discussions regarding same.	1.50
Jan-26-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing revised draft second report of the monitor; reviewing revised draft affidavit of J. Prosperi; reviewing revised draft stay extension order; reviewing draft notice of motion; attending on status meeting with client; reviewing, commenting and coordinating finalization of local counsel security review opinions.	4.40
Jan-26-24	Marleigh Dick	Preparing materials for stay extension motion.	4.70
Jan-26-24	Sven C. Poysa	Considering WEPPA issue and drafting email regarding same.	0.40
Jan-27-24	Martino Calvaruso	Attending on email correspondence regarding file matters.	0.30
Jan-28-24	Martino Calvaruso	Attending on email correspondence regarding file matters; reviewing and revising draft second report of the Monitor; reviewing revised draft stay extension order.	1.30
Jan-28-24	Marleigh Dick	Preparing materials for stay extension motion.	0.40

Jan-28-24	Shawn T. Irving	Reviewing and providing comments on draft Prosperi affidavit; attending call with C. Prophet to discuss same; calls with M. Calvaruso and M. Dick regarding same; reviewing [REDACTED] comments on Prosperi affidavit; reviewing and providing comments on draft Monitor's Report; call with P. Patel regarding same; reviewing and providing comments on draft order; providing comments on Notice of Motion; call with M. Calvaruso to discuss WEPP issues; reviewing comments on Monitor's Report from Gowlings.	5.40
Jan-29-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing revised draft second report of the monitor; reviewing revised draft affidavit of J. Prosperi; reviewing revised draft stay extension order.	1.20
Jan-29-24	Marleigh Dick	Preparing materials for stay extension motion.	2.60
Jan-29-24	Christine Jackson	Discussing results of document review with L. Versteegh and next steps.	0.50
Jan-29-24	Adam Margeson	Drafting factum for stay extension motion.	5.50
Jan-29-24	Lucas Versteegh	Reviewing background materials, including court filings and sample direct sales and leasing contracts, and [REDACTED].	5.60
Jan-30-24	Martino Calvaruso	Attending on email correspondence regarding file matters; reviewing draft chief restructuring officer engagement letter.	0.70
Jan-30-24	Marleigh Dick	Reviewing stay extension factum.	0.40
Jan-30-24	Shawn T. Irving	Attending to various correspondence regarding motion materials and factum; reviewing draft factum.	1.00
Jan-30-24	Christine Jackson	Considering [REDACTED] and discussing same with L. Versteegh.	0.50
Jan-30-24	Adam Margeson	Drafting stay extension factum.	3.00
Jan-30-24	Sven C. Poysa	Reviewing correspondence; drafting response to employee counsel; following-up regarding same.	0.50
Jan-30-24	Lucas Versteegh	Reviewing background materials, including court filings and sample direct sales and leasing contracts, and [REDACTED].	3.60
Jan-31-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing and revising draft factum and corresponding regarding same; attending on status discussions with client.	2.00

Jan-31-24	Marleigh Dick	Revising, serving and filing stay extension factum; attending call with M. Calvaruso regarding same; revising service list.	3.10
Jan-31-24	Adam Margeson	Drafting stay extension factum.	1.70
Jan-31-24	Sven C. Poysa	Drafting response to employee counsel; following-up regarding same.	0.40
Jan-31-24	Lucas Versteegh	Reviewing background materials, including court filings and sample direct sales and leasing contracts, and [REDACTED]	5.70
Jan-31-24	Marc Wasserman	Finalizing security opinion ; engaged in discussions with respect thereto.	1.00

TOTAL HOURS: 170.10

EXPENSE SUMMARY

DESCRIPTION	AMOUNT
<u>EXPENSES - TAXABLE</u>	
Printing Costs	0.00
Special Supplies Costs	0.00
Agent's Fees & Expenses	15,533.69
TOTAL (CAD):	<u><u>15,533.69</u></u>

OSLER, HOSKIN & HARCOURT LLP
1 First Canadian Place
PO BOX 50
Toronto ON M5X 1B8
CANADA
416.362.2111 main
416.862.6666 facsimile



Invoice Issued in Canadian Dollars

KPMG Inc.
Bay Wellington Tower
181 Bay St #3510
Toronto, ON M5J 2T3
CANADA

Attention: Pritesh Patel
Partner

Invoice No.: 12871562
Date: March 19, 2024
Payor ID: 200703
GST/HST No.: 121983217 RT0001

Contact: Marc Wasserman
Direct Dial: (416) 862-4908
E-mail: MWasserman@Osler.com

For professional services rendered for Project Heat (F#1249896) .

OUR FEE HEREIN	73,965.00
REIMBURSABLE EXPENSES *	449.00
HST @ 13%	9,629.75
TOTAL (CAD):	84,043.75

* Includes non-taxable expenses of 339.00 CAD

Accounts are due and payable on delivery. Interest will accrue at the annual rate of 12% from the date that is one month after delivery until the date paid.



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Calgary, Alberta T2P 4K8
Transit No: 80629-0004
Account No: 5219313
SWIFT Code: TDOMCATTOR

Cheque Payments:

Osler, Hoskin & Harcourt LLP
FINANCE & ACCOUNTING
(RECEIPTS)
1 First Canadian Place
PO BOX 50
Toronto, Ontario M5X 1B8
Canada

Invoice No.: 12871562
Payor ID: 200703
Amount: 84,043.75 CAD

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FEE SUMMARY

NAME	HRS	RATE	FEES
<u>PARTNER</u>			
Martino Calvaruso	9.10	1,100	10,010.00
Jacqueline Code	0.30	1,235	370.50
Shawn T. Irving	20.50	1,130	23,165.00
Christine Jackson	7.60	895	6,802.00
Sven C. Poysa	0.80	1,105	884.00
Marc Wasserman	5.80	1,500	8,700.00
<u>ASSOCIATE</u>			
Marleigh Dick	4.80	735	3,528.00
Ryan McCabe	2.30	625	1,437.50
Lucas Versteegh	23.40	795	18,603.00
<u>PARAPROFESSIONAL</u>			
Kevin MacEachern	1.50	310	465.00
TOTAL FEES (CAD):	76.10		73,965.00

FEE DETAIL

DATE	NAME	DESCRIPTION	HRS
Jan-24-24	Jacqueline Code	Discussing security opinion with M. Calvaruso.	0.30
Feb-01-24	Martino Calvaruso	Attending on email correspondence regarding file matters.	0.20
Feb-01-24	Marleigh Dick	Filing stay extension motion materials.	0.60
Feb-01-24	Shawn T. Irving	Reviewing and providing comments on draft factum and order; call with C. Prophet regarding discussions with Sotos.	0.60
Feb-01-24	Kevin MacEachern	Attending to Commercial Court online portal; submitting motion record for stay extension, factum and second report of the Monitor.	0.50
Feb-01-24	Ryan McCabe	Coordinating with L. Versteegh regarding matter; searching provincial databases for licenses; attending to call with regulator regarding general publication of licensed businesses; considering issues.	2.30
Feb-01-24	Sven C. Poysa	Follow-up with employee counsel and review of response to outreach.	0.50

Feb-01-24	Lucas Versteegh	Reviewing background materials, including court filings and sample direct sales and leasing contracts, and [REDACTED] [REDACTED] drafting a report [REDACTED] [REDACTED].	0.60
Feb-02-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing letter from class action counsel; reviewing and commenting on draft responding letter.	1.50
Feb-02-24	Marleigh Dick	Drafting responding letter to Blaney regarding class action claims; preparing for stay extension hearing.	1.30
Feb-02-24	Shawn T. Irving	Reviewing correspondence from class counsel; considering response; correspondence with M. Calvaruso and M. Dick regarding response; reviewing and revising responding letter; reviewing [REDACTED] [REDACTED] analysis from C. Jackson and considering follow-up.	3.00
Feb-02-24	Christine Jackson	Preparing summary of consumer protection review; emailing S. Irving on same.	2.30
Feb-03-24	Marleigh Dick	Preparing oral submission for stay extension hearing.	1.40
Feb-04-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing letter from class action counsel; reviewing, revising and finalizing responding letter.	1.00
Feb-04-24	Marleigh Dick	Finalizing letter to Blaney regarding class action claims.	0.40
Feb-04-24	Shawn T. Irving	Reviewing revised responding letter to class counsel; correspondence with C. Prophet regarding Sotos position on motion; preparing for motion.	2.50
Feb-04-24	Marc Wasserman	Preparing for stay extension motion and attending same.	1.30
Feb-05-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; preparing for and attending on stay extension hearing; reviewing issued endorsement.	1.50
Feb-05-24	Marleigh Dick	Preparing for and attending stay extension hearing.	0.80
Feb-05-24	Shawn T. Irving	Preparing for and attending court hearing; correspondence with D. Ullmann; discussions with M. Calvaruso regarding same; attending call with C. Prophet regarding same; addressing [REDACTED] review.	4.00
Feb-05-24	Kevin MacEachern	Attending to Commercial Court online portal; submitting signed order of Justice Conway for processing (stay extension and other relief).	0.50

Feb-05-24	Marc Wasserman	Attending stay extension motion; engaged in discussions regarding same.	1.00
Feb-06-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on status meeting with client.	0.50
Feb-06-24	Shawn T. Irving	Reviewing C. Jackson memo [REDACTED] attending call with C. Jackson to discuss memo and follow-up.	1.60
Feb-06-24	Christine Jackson	Discussing consumer protection research with S. Irving; considering next steps on same.	1.20
Feb-07-24	Christine Jackson	Considering follow-up consumer protection issues and discussing same with L. Versteegh.	1.00
Feb-07-24	Lucas Versteegh	Considering a series of follow-up questions regarding the consumer protection regulatory environment [REDACTED] [REDACTED].	1.20
Feb-08-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing draft chief restructuring officer engagement letter amending agreement.	0.60
Feb-08-24	Shawn T. Irving	Reviewing and providing comments on CRO engagement amendment; correspondence with P. Patel regarding same; discussions with M. Calvaruso regarding weekly meetings and business review; correspondence with S. Hans.	1.50
Feb-08-24	Christine Jackson	Considering consumer protection issues and discussing same.	0.80
Feb-08-24	Kevin MacEachern	Communicating with Commercial Court; securing court issued version of order extending stay and other relief.	0.50
Feb-08-24	Sven C. Poysa	Discussing employee issues with C. Hickey.	0.30
Feb-12-24	Lucas Versteegh	Considering series of follow-up questions regarding consumer protection regulatory environment [REDACTED] [REDACTED].	0.90
Feb-13-24	Lucas Versteegh	Considering series of follow-up questions regarding consumer protection regulatory environment [REDACTED] [REDACTED].	0.30
Feb-14-24	Lucas Versteegh	Considering series of follow-up questions regarding consumer protection regulatory environment [REDACTED] [REDACTED].	3.30
Feb-15-24	Christine Jackson	Discussing consumer protection issues with L. Versteegh.	0.60

Feb-15-24	Lucas Versteegh	Considering series of follow-up questions regarding consumer protection regulatory environment [REDACTED] [REDACTED] reviewing sample contracts [REDACTED].	4.30
Feb-16-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on weekly update meeting with client.	1.20
Feb-16-24	Shawn T. Irving	Attending call with M. Calvaruso; considering issues raised by class counsel; attending weekly status call with P. Patel; reviewing draft acknowledgement agreement and considering same; attending call with C. Prophet and P. Patel regarding case developments.	3.50
Feb-16-24	Marc Wasserman	Attending update meeting; engaged in discussions with internal personal regarding same.	1.50
Feb-20-24	Marleigh Dick	Revising service list.	0.30
Feb-20-24	Lucas Versteegh	Considering series of follow-up questions regarding consumer protection regulatory environment [REDACTED] [REDACTED]; reviewing sample contracts [REDACTED].	4.80
Feb-21-24	Lucas Versteegh	Considering a series of follow-up questions regarding the consumer protection regulatory environment [REDACTED] [REDACTED]; reviewing sample contracts [REDACTED] [REDACTED]; drafting a reporting memo to summarize all responses and research.	5.90
Feb-22-24	Christine Jackson	Reviewing and revising consumer protection summary.	0.70
Feb-23-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on weekly status update meeting with client; attending on internal status update meeting.	1.40
Feb-23-24	Shawn T. Irving	[REDACTED] [REDACTED] [REDACTED]	1.20
Feb-23-24	Christine Jackson	Continuing to review and revise consumer protection summary.	1.00
Feb-23-24	Lucas Versteegh	Drafting a reporting memo [REDACTED] [REDACTED] and responses to all follow-up questions.	0.20
Feb-23-24	Marc Wasserman	Engaged in pre-call; engaged in discussions regarding status and next steps; email correspondence regarding the same.	2.00

Feb-26-24	Shawn T. Irving	Various correspondence with class counsel regarding information request and meetings; correspondence with P. Patel regarding same.	0.40
Feb-26-24	Lucas Versteegh	Drafting and finalizing a reporting memo [REDACTED] and responses to all follow-up questions.	1.90
Feb-27-24	Martino Calvaruso	Attending on internal discussions and on email correspondence regarding file matters; attending on status update meeting with client.	0.80
Feb-27-24	Shawn T. Irving	Attending call with KPMG to discuss response to creditor requests; discussions with M. Calvaruso regarding same; correspondence with class counsel.	1.00
Feb-28-24	Martino Calvaruso	Attending on internal discussions and on email correspondence regarding file matters.	0.40
Feb-28-24	Shawn T. Irving	Drafting correspondence to A&B regarding information requests; correspondence with M. Calvaruso regarding same; reviewing correspondence from M. Spence regarding CRO amended fee arrangement; correspondence with class counsel.	0.80
Feb-29-24	Shawn T. Irving	Correspondence with A&B and C. Prophet regarding stakeholder inquiries; correspondence with P. Patel regarding same.	0.40

TOTAL HOURS: 76.10

EXPENSE SUMMARY

DESCRIPTION	AMOUNT
<u>EXPENSES - TAXABLE</u>	
Courier Expenses	0.00
Printing Costs	0.00
Special Supplies Costs	0.00
Litigation Search	110.00
<u>EXPENSES - NON-TAXABLE</u>	
Notice of Motion	339.00
TOTAL (CAD):	<u><u>449.00</u></u>

OSLER, HOSKIN & HARCOURT LLP
1 First Canadian Place
PO BOX 50
Toronto ON M5X 1B8
CANADA
416.362.2111 main
416.862.6666 facsimile



Invoice Issued in Canadian Dollars

KPMG Inc.
Bay Wellington Tower
181 Bay St #3510
Toronto, ON M5J 2T3
CANADA

Invoice No.: 12892109
Date: May 28, 2024
Payor ID: 200703
GST/HST No.: 121983217 RT0001

Attention: Pritesh Patel
Partner

Contact: Marc Wasserman
Direct Dial: (416) 862-4908
E-mail: MWasserman@Osler.com

For professional services rendered for Project Heat (F#1249896) .

OUR FEE HEREIN	116,257.50
REIMBURSABLE EXPENSES	2,100.00
HST @ 13%	15,386.48
TOTAL (CAD):	133,743.98

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SWIFT Code: TDOMCATTOR

Cheque Payments:

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FINANCE & ACCOUNTING
(RECEIPTS)
1 First Canadian Place
PO BOX 50
Toronto, Ontario M5X 1B8
Canada

Invoice No.: 12892109
Payor ID: 200703
Amount: 133,743.98 CAD

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FEE SUMMARY

NAME	HRS	RATE	FEES
<u>PARTNER</u>			
Martino Calvaruso	28.30	1,100	31,130.00
Jacqueline Code	0.90	1,235	1,111.50
Shawn T. Irving	33.30	1,130	37,629.00
Christine Jackson	0.70	895	626.50
Marc Wasserman	18.60	1,500	27,900.00
<u>ASSOCIATE</u>			
Marleigh Dick	7.80	735	5,733.00
Adam Margeson	16.50	735	12,127.50
TOTAL FEES (CAD):	106.10		116,257.50

FEE DETAIL

DATE	NAME	DESCRIPTION	HRS
Mar-01-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters.	0.30
Mar-04-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on weekly status update meeting with client; attending on meeting with counsel to PTC.	1.30
Mar-04-24	Shawn T. Irving	Attending weekly status call with KPMG; attending call with Gowlings regarding information requests; correspondence with class counsel regarding security discharge.	1.20
Mar-04-24	Marc Wasserman	Attending a meeting with Gowlings regarding next steps and status.	1.00
Mar-07-24	Martino Calvaruso	Attending on internal discussions and on email correspondence regarding file matters; preparing for and attending on meeting with class action counsel; attending on discussions with client regarding same.	1.50
Mar-08-24	Martino Calvaruso	Attending on internal discussions and on email correspondence regarding file matters; reviewing letter from class counsel.	0.50
Mar-14-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding class action claim and related matters.	0.40
Mar-15-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on weekly status meeting with client.	1.00

Mar-15-24	Shawn T. Irving	Discussions with M. Calvaruso regarding Sotos letter; attending weekly status meeting with Monitor; correspondence with Cassels and Sotos.	0.90
Mar-15-24	Marc Wasserman	Engaged in update calls and discussions regarding status and next steps; email correspondence with respect thereto.	1.70
Mar-18-24	Shawn T. Irving	Discussions with M. Calvaruso regarding class action matters.	0.30
Mar-19-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters.	0.40
Mar-19-24	Marc Wasserman	Attending meeting with Gowlings to discuss status and next steps, including litigation schedules.	1.50
Mar-20-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on internal meeting regarding class action claim and related matters; attending on status meeting with counsel to PTC and CRO.	1.40
Mar-20-24	Shawn T. Irving	Various discussions with M. Calvaruso regarding class action and SISP issues; attending call with Gowlings, CRO and McCarthys regarding Sotos proposal.	1.10
Mar-20-24	Adam Margeson	Reviewing case law regarding assignment of leases.	3.30
Mar-20-24	Marc Wasserman	Attending internal meeting; engaged in discussions regarding next steps.	1.00
Mar-21-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on internal meeting regarding class action claim and related matters; attending on discussions with client.	1.00
Mar-21-24	Jacqueline Code	Meeting with S. Irving, M. Wasserman and M. Calvaruso regarding [REDACTED]; instructing A. Margeson regarding research of this issue.	0.90
Mar-21-24	Shawn T. Irving	Attending call with M. Wasserman, M. Calvaruso and J. Code to discuss [REDACTED]; discussions with M. Calvaruso regarding same; correspondence with class counsel.	1.00
Mar-21-24	Adam Margeson	Reviewing case law regarding [REDACTED] remedies under the Consumer Protection Act.	4.80
Mar-21-24	Marc Wasserman	Attending to internal meetings and discussions with Gowlings regarding next steps.	1.50
Mar-22-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on weekly status meeting with client.	0.80

Mar-22-24	Shawn T. Irving	Reviewing amended and restated statement of claim; summarizing relief; [REDACTED]; attending weekly status call with KPMG and Osler; correspondence with M. Calvaruso.	2.40
Mar-22-24	Marc Wasserman	Attending to various update calls; engaged in discussions with respect thereto.	1.00
Mar-25-24	Shawn T. Irving	Correspondence with Sotos; correspondence with Gowlings; discussions with M. Calvaruso regarding same.	0.30
Mar-26-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters.	0.20
Mar-26-24	Shawn T. Irving	Attending to various correspondence regarding SISP and class action issues.	0.50
Mar-27-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on status meeting with PTC's counsel.	0.90
Mar-27-24	Shawn T. Irving	Attending call with Gowlings to discuss class action timing and potential mediation; call with M. Spence regarding same; correspondence with Sotos regarding same.	2.10
Mar-28-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on meeting with class action counsel.	0.80
Mar-28-24	Shawn T. Irving	Attending call with Sotos to discuss proposal for class action adjudication and SISP; correspondence with P. Patel regarding same; correspondence with C. Prophet.	0.90
Mar-28-24	Marc Wasserman	Engaged in update meeting and follow up discussions.	2.10
Apr-01-24	Martino Calvaruso	Attending on email correspondence regarding file matters.	0.10
Apr-02-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on status meeting with PTC's counsel.	1.00
Apr-02-24	Shawn T. Irving	Attending call with Gowlings to discuss litigation and potential mediation; discussions with M. Calvaruso regarding same; correspondence regarding NOSI discharge request.	0.70
Apr-02-24	Marc Wasserman	Engaged in discussions with Gowlings regarding next steps and various email correspondence with respect thereto.	1.50
Apr-04-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters.	0.20

Apr-04-24	Shawn T. Irving	Correspondence with T. Montgomery regarding [REDACTED]; correspondence with C. Prophet and M. Spence; correspondence from class counsel.	0.50
Apr-05-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on weekly status update meeting with client.	1.20
Apr-05-24	Shawn T. Irving	Discussions with M. Wasserman regarding file; attending weekly meeting with KPMG to discuss developments; drafting email to plaintiffs' lawyer regarding next steps; correspondence regarding NOSI discharge; call with M. Calvaruso.	1.50
Apr-08-24	Shawn T. Irving	Correspondence with Sotos regarding class action matters; correspondence with M. Wasserman and M. Calvaruso regarding same; correspondence with T. Montgomery [REDACTED]; correspondence with C. Jackson regarding same.	0.60
Apr-09-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on status update meeting with PTC's counsel and CRO's counsel; attending on status update meeting with class action counsel.	1.20
Apr-09-24	Marleigh Dick	Attending to logistics for stay extension motion.	0.30
Apr-09-24	Shawn T. Irving	Attending call with Gowlings and Aird & Berlis regarding class action matters; meeting with M. Wasserman to discuss same; attending call with Sotos to discuss class action matters.	1.50
Apr-09-24	Marc Wasserman	Engaged in discussions regarding next steps.	1.30
Apr-10-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; corresponding with client and prospective sales process participant.	0.40
Apr-10-24	Marleigh Dick	Attending to logistics for stay extension motion; updating service list.	0.70
Apr-10-24	Shawn T. Irving	Attending to correspondence with C. Jackson [REDACTED] [REDACTED] correspondence with T. Montgomery regarding same; various correspondence regarding scheduling of stay extension motion; discussions with M. Wasserman; correspondence with Conway J regarding same; correspondence with Gowlings and Aird & Berlis regarding stay extension.	1.50
Apr-10-24	Christine Jackson	Reviewing and considering [REDACTED] exchanging emails with S. Irving on same.	0.70
Apr-11-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters.	0.20

Apr-11-24	Shawn T. Irving	Reviewing Sotos proposal; considering same; discussions with M. Calvaruso; call with C. Prophet regarding same.	1.00
Apr-12-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on weekly status meeting with client.	0.60
Apr-12-24	Shawn T. Irving	Attending weekly call with KPMG to discuss status of case and class action; reviewing and considering correspondence from small claims lawyer.	0.80
Apr-12-24	Marc Wasserman	Attending weekly update call.	1.00
Apr-15-24	Shawn T. Irving	Attending to various correspondence regarding class action.	0.50
Apr-16-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on various meetings with PTC's counsel, CRO's counsel, and class counsel regarding class action timetable.	1.50
Apr-16-24	Shawn T. Irving	Attending call with Gowling and A&B regarding class action proposal; call with Sotos regarding same; call with Gowlings; correspondence with T. McEwen regarding mediation availability; call with M. Wasserman.	1.50
Apr-16-24	Marc Wasserman	Attending on meeting with S. Irving and discussing next steps and other issues.	1.40
Apr-17-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters.	0.30
Apr-17-24	Shawn T. Irving	Attending call with T. McEwen; correspondence with various stakeholders regarding same; discussions with M. Calvaruso and M. Wasserman regarding same.	1.40
Apr-18-24	Shawn T. Irving	Attending to various correspondence with stakeholders regarding mediation dates; correspondence with A&B regarding mediator fees.	0.50
Apr-19-24	Shawn T. Irving	Attending call with Gowlings regarding class action matters; reviewing correspondence from Sotos regarding proposal; correspondence with KPMG regarding same.	0.60
Apr-19-24	Marc Wasserman	Attending call with Gowlings and discussions regarding same and next steps.	1.10
Apr-22-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on weekly status meeting with client.	0.50
Apr-22-24	Shawn T. Irving	Attending weekly status call with KPMG.	0.50

Apr-26-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on weekly status update meeting with client; reviewing draft first amendment to DIP term sheet.	1.40
Apr-26-24	Shawn T. Irving	Attending weekly call with KPMG to discuss stay extension materials and case developments.	0.50
Apr-26-24	Adam Margeson	Drafting factum for stay extension motion.	4.70
Apr-27-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing and revising draft third report of the monitor and considering same.	1.80
Apr-27-24	Marleigh Dick	Reviewing monitor's report; preparing court materials for stay extension hearing.	2.60
Apr-27-24	Shawn T. Irving	Correspondence with M. Wasserman regarding class action issues; reviewing certification materials in relation to Sotos proposal; considering positions advanced by class action parties for adjudication; emailing court regarding issues relating to same; correspondence with M. Dick and M. Calvaruso regarding draft Monitor's Report; reviewing same; correspondence with Sotos.	2.60
Apr-28-24	Marleigh Dick	Preparing court materials for stay extension hearing.	1.00
Apr-28-24	Shawn T. Irving	Reviewing and providing comments on draft Monitor's Report; correspondence with M. Dick and M. Calvaruso; correspondence with P. Patel.	2.20
Apr-28-24	Adam Margeson	Drafting stay extension factum.	2.90
Apr-29-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on status update meeting with class action counsel; reviewing and revising draft third report of the monitor and considering comments thereon; reviewing draft CRO affidavit; reviewing draft stay extension order.	3.60
Apr-29-24	Marleigh Dick	Revising monitor's report; preparing court materials for stay extension hearing.	0.90
Apr-29-24	Shawn T. Irving	Attending meeting with Sotos to discuss class action issues; reviewing revised Monitor's Report; reviewing draft CRO affidavit.	1.50
Apr-29-24	Adam Margeson	Drafting stay extension factum.	0.80
Apr-29-24	Marc Wasserman	Attending internal meeting.	1.00

Apr-30-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on status update meetings with counsel to PTC and the CRO; reviewing and revising draft third report of the monitor and considering comments thereon; reviewing draft CRO affidavit; reviewing and revising draft stay extension order; reviewing draft first amendment to DIP term sheet; attending on status hearing with CCAA court and reviewing related endorsement.	3.80
Apr-30-24	Marleigh Dick	Revising Third Report of the Monitor; finalizing court materials for upcoming hearing.	2.30
Apr-30-24	Shawn T. Irving	Preparing for and attending call with Conway J; attending call with Gowlings; attending call with KPMG regarding case conference; attending call with K. Maher regarding same; attending call with Sotos regarding same; correspondence regarding same; reviewing draft Monitor's Report; reviewing draft stay extension order; calls throughout day with M. Calvaruso and M. Dick; considering correspondence and case law delivered by Sotos.	2.70
Apr-30-24	Marc Wasserman	Attending call with J. Conway; engaged in discussions regarding same and various other matters.	1.50

TOTAL HOURS:	106.10
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EXPENSE SUMMARY

DESCRIPTION	AMOUNT
<u>EXPENSES - TAXABLE</u>	
Printing Costs	0.00
Agent's Fees & Expenses	2,100.00
TOTAL (CAD):	2,100.00

OSLER, HOSKIN & HARCOURT LLP
1 First Canadian Place
PO BOX 50
Toronto ON M5X 1B8
CANADA
416.362.2111 main
416.862.6666 facsimile



Invoice Issued in Canadian Dollars

KPMG Inc.
Bay Wellington Tower
181 Bay St #3510
Toronto, ON M5J 2T3
CANADA

Invoice No.: 12913368
Date: July 15, 2024
Payor ID: 200703
GST/HST No.: 121983217 RT0001

Attention: Pritesh Patel
Partner

Contact: Marc Wasserman
Direct Dial: (416) 862-4908
E-mail: MWasserman@Osler.com

For professional services rendered for Project Heat (F#1249896) .

OUR FEE HEREIN	119,251.00
REIMBURSABLE EXPENSES *	359.40
HST @ 13%	15,505.28
TOTAL (CAD):	135,115.68

* Includes non-taxable expenses of 339.00 CAD

Accounts are due and payable on delivery. Interest will accrue at the annual rate of 12% from the date that is one month after delivery until the date paid.



We are committed to protecting the environment. Please provide your email address to payments@osler.com to receive invoices and reminder statements electronically.



REMITTANCE ADVICE

Canadian Dollars EFT and Wire Payments:
TD Canada Trust
751 3rd Street S.W.
Calgary, Alberta T2P 4K8
Transit No: 80629-0004
Account No: 5219313
SWIFT Code: TDOMCATTOR

Cheque Payments:
Osler, Hoskin & Harcourt LLP
FINANCE & ACCOUNTING
(RECEIPTS)
1 First Canadian Place
PO BOX 50
Toronto, Ontario M5X 1B8
Canada

Invoice No.: 12913368
Payor ID: 200703
Amount: 135,115.68 CAD

Please provide details of EFT/wire to payments@osler.com, itemizing invoice number(s) being paid. Email money transfers are not accepted.

Please return remittance advice(s) with cheque.

FEE SUMMARY

NAME	HRS	RATE	FEES
<u>PARTNER</u>			
Martino Calvaruso	20.30	1,100	22,330.00
Shawn T. Irving	54.60	1,130	61,698.00
Marc Wasserman	15.40	1,500	23,100.00
<u>ASSOCIATE</u>			
Marleigh Dick	13.00	735	9,555.00
Chloe Duggal	1.70	590	1,003.00
Adam Margeson	1.00	735	735.00
<u>PARAPROFESSIONAL</u>			
Kevin MacEachern	2.00	310	620.00
<u>CORPORATE SEARCHES FIXED FEES</u>			
Corporate Searches by Elizabeth E. Buchanan			210.00
TOTAL FEES (CAD):	108.00		119,251.00

FEE DETAIL

DATE	NAME	DESCRIPTION	HRS
May-01-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing first amendment to DIP term sheet; attending on service matters.	1.00
May-01-24	Marleigh Dick	Finalizing, serving and filing court materials for stay extension hearing.	1.30
May-01-24	Adam Margeson	Reviewing draft Report.	1.00
May-02-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on status meeting with counsel to the CRO.	0.90
May-02-24	Marleigh Dick	Revising factum for stay extension motion.	1.40
May-02-24	Shawn T. Irving	Correspondence with Sotos regarding monitors report; correspondence with Monitor regarding same.	0.40
May-02-24	Marc Wasserman	Email correspondence with class counsel; engaged in various discussions regarding same.	0.70

May-03-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on weekly status update meeting with client; reviewing draft stay extension motion factum.	1.70
May-03-24	Marleigh Dick	Finalizing, serving and filing stay extension factum.	0.70
May-03-24	Shawn T. Irving	Attending weekly status call with KPMG; various correspondence with counsel to class action litigation regarding without prejudice discussion.	0.60
May-03-24	Kevin MacEachern	Attending to Commercial Court online portal; submitting motion record and third report of the monitor for second stay extension.	0.50
May-06-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters.	0.50
May-06-24	Marleigh Dick	Attending to logistics for stay extension hearing.	0.60
May-06-24	Shawn T. Irving	Reviewing case law; preparing oral submissions for hearing; correspondence with Sotos regarding information requests; correspondence with KPMG.	3.00
May-06-24	Kevin MacEachern	Attending to Commercial Court online portal; submitting factum for pending stay extension hearing.	0.50
May-06-24	Marc Wasserman	Attending internal update call; engaged in discussions regarding status and other matters.	1.10
May-07-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on second stay extension court hearing.	1.00
May-07-24	Marleigh Dick	Attending stay extension hearing; attending to follow-up tasks.	0.70
May-07-24	Shawn T. Irving	Preparing for and attending motion; attending call with Sotos to discuss class action matters; correspondence with Gowlings and A&B regarding Sotos proposal; reviewing sale process letter; reviewing store communications; addressing [REDACTED].	3.30
May-07-24	Kevin MacEachern	Attending to Commercial Court online portal; submitting signed order of Justice Conway for processing and following up with court staff to secure court issued version of same.	1.00
May-07-24	Marc Wasserman	Preparing for and attending stay extension hearing; engaged in discussions regarding same.	1.50
May-08-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on meeting with client regarding potential sale transaction matters and considering same.	1.00

May-08-24	Shawn T. Irving	Attending call with KPMG to discuss potential RNC sale and related issues.	0.50
May-09-24	Corporate Searches by Elizabeth E. Buchanan	Receiving instructions from M. Calvaruso, conducting corporate profile search respecting HCSI Home Comfort 2 Inc., and reporting thereon.	
May-09-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; preparing for and attending on all-hands meeting regarding class action matters.	1.50
May-09-24	Shawn T. Irving	Attending without prejudice call with parties to class action; discussions with M. Wasserman and M. Calvaruso regarding same.	1.30
May-09-24	Marc Wasserman	Attending discussions with class counsel; engaged in discussions regarding status of proceedings and next steps; engaged in internal discussions regarding same.	1.50
May-10-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters.	0.30
May-10-24	Shawn T. Irving	Reviewing correspondence from Sotos regarding Centa J endorsement; reviewing same; correspondence regarding ██████████ ██████████ water softener issue; correspondence regarding potential RNC transaction; correspondence with class action parties regarding case conference and new Sotos motion record.	2.10
May-13-24	Shawn T. Irving	Reviewing Sotos motion record; considering same; calls with K. Mahar regarding case conference; call with Sotos regarding case conference; call with C. Prophet regarding case conference; preparing outline of monitor position for case conference; attending call with M. Rosenberg regarding case conference; call with M. Wasserman; call with P. Patel regarding same.	5.80
May-14-24	Marleigh Dick	Drafting aide memoire for case conference.	1.50
May-14-24	Shawn T. Irving	Drafting Aide Memoire; incorporating comments regarding same; correspondence with M. Dick regarding same; reviewing Aide Memoires filed by other parties; correspondence with court; call with C. Prophet regarding aide memoire; call with M. Spence; correspondence with M. Wasserman; discussions with KPMG.	3.00
May-15-24	Shawn T. Irving	Correspondence with mediator regarding preliminary call.	0.30
May-16-24	Marleigh Dick	Preparing for and attending case conference with Justice Conway.	0.80
May-16-24	Shawn T. Irving	Preparing for and attending case conference; correspondence with parties regarding mediation preliminary call; reviewing endorsement from Justice Conway; call with M. Wasserman regarding case conference.	2.30

May-16-24	Marc Wasserman	Preparing for and attending case conference; engaged in discussions regarding status and next steps.	0.30
May-17-24	Shawn T. Irving	Attending weekly status call with KPMG to discuss case developments; correspondence with mediator.	0.70
May-17-24	Marc Wasserman	Attending weekly update call; and discussions regarding status and next steps.	0.70
May-22-24	Shawn T. Irving	Various correspondence regarding case conference with Justice Akbarali.	0.30
May-28-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on status meeting with client.	0.60
May-28-24	Shawn T. Irving	Attending weekly status call with KPMG; correspondence with Sotos regarding information requests.	0.70
May-28-24	Marc Wasserman	Attending update call; email correspondence regarding same.	2.10
May-29-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters.	0.40
May-29-24	Shawn T. Irving	Attending call with C. Prophet regarding mediation issues; correspondence with litigation parties regarding mediation costs; correspondence with parties regarding scope of financial disclosure; correspondence with Sotos regarding financial disclosure.	1.20
May-30-24	Martino Calvaruso	Attending on email correspondence regarding file matters.	0.20
May-31-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; preparing for and attending on weekly status meeting with client.	1.50
May-31-24	Shawn T. Irving	Attending meeting with KPMG to address stakeholder information requests; various correspondence with T. Montgomery; reviewing case conference briefs filed by class action parties.	2.50
May-31-24	Marc Wasserman	Attending weekly update call; various discussions regarding same.	1.20
Jun-03-24	Marleigh Dick	Preparing for and attending pre-mediation calls with T. McEwan; attending to follow-up tasks.	1.30
Jun-03-24	Shawn T. Irving	Preparing for and attending call with Mr. McEwan; correspondence with class action parties regarding financial disclose and cost sharing; attending preliminary call with mediator; attending call with C. Prophet regarding same; attending case conference with Justice Akbarali.	2.90
Jun-04-24	Marleigh Dick	Preparing service list for mediation parties.	0.50

Jun-04-24	Shawn T. Irving	Correspondence from mediator; preparing service list of mediation parties.	0.30
Jun-05-24	Marleigh Dick	Attending to logistics for Simply Green mediation.	0.20
Jun-06-24	Martino Calvaruso	Attending on email correspondence regarding file matters.	0.20
Jun-07-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on internal status meeting.	0.60
Jun-07-24	Marleigh Dick	Attending to logistics for mediation.	0.30
Jun-07-24	Shawn T. Irving	Attending to correspondence with M. Wasserman and M. Calvaruso regarding class actions; attending call with M. Calvaruso; attending call with M. Wasserman; correspondence with class action parties regarding financial disclosure.	2.00
Jun-10-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on status update meeting with client.	0.50
Jun-10-24	Shawn T. Irving	Attending call with D. Ullmann regarding mediation issues; attending to correspondence with mediator; attending weekly status call with KPMG.	1.20
Jun-10-24	Marc Wasserman	Attending update call and discussing next steps.	1.50
Jun-11-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on meeting with class action counsel.	0.70
Jun-11-24	Shawn T. Irving	Attending to various correspondence regarding financial disclosure; attending call with Sotos regarding same; call with M. Calvaruso; considering Sotos discussions and proposed next steps.	2.00
Jun-12-24	Shawn T. Irving	Various correspondence with class action parties regarding financial disclosure.	0.50
Jun-13-24	Shawn T. Irving	Attending to correspondence with class action parties regarding financial disclosure and October hearing dates; correspondence with mediator regarding production dispute.	0.50
Jun-14-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing class action plaintiffs' notice of motion and related correspondence.	1.20
Jun-14-24	Shawn T. Irving	Reviewing motion record served by Sotos; considering implications; reviewing Homeowners Protection Act; discussions with M. Calvaruso regarding same; call with M. Spence regarding motion; attending to correspondence with class action parties regarding resolution regarding October dates.	2.50

Jun-17-24	Martino Calvaruso	Attending on email correspondence.	0.10
Jun-17-24	Shawn T. Irving	Attending call with P. Veel and K. Mahar regarding financial disclosure for mediation; attending call with S. Kugler regarding case conference; attending call with M. Seddigh regarding case conference; attending case conference with Akbarali J.; discussions with M. Wasserman regarding same.	1.70
Jun-17-24	Marc Wasserman	Attending case conference; engaged in discussions regarding same.	1.40
Jun-18-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on status update meeting with client.	0.80
Jun-18-24	Chloe Duggal	Drafting SISP Procedure Order and reviewing documents in connection with same.	1.70
Jun-18-24	Shawn T. Irving	Attending weekly status call with KPMG; correspondence from Sotos regarding urgent motion scheduling; correspondence with M. Spence regarding same; call with M. Spence regarding Sotos motion and considering same.	2.30
Jun-19-24	Shawn T. Irving	Attending call with C. Prophet regarding Sotos motion; attending to correspondence with Krimker's counsel regarding financial disclosure; correspondence with Sotos regarding same; correspondence with Mediator's office regarding deposit and Friday attendance.	1.00
Jun-20-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing draft confidentiality agreement and related correspondence.	0.50
Jun-20-24	Shawn T. Irving	Attending call with D. Ullmann regarding Sotos motion and case conference; correspondence with M. Wasserman regarding same; attending to various correspondence with class action parties regarding financial disclosure; correspondence with mediator; reviewing and providing comments on draft confidentiality agreement.	3.60
Jun-21-24	Shawn T. Irving	Attending to correspondence with parties to class action regarding meeting with mediator; reviewing and providing comments on draft confidentiality agreement; correspondence with P. Veel regarding same; correspondence with KPMG; attending case conference with Justice Black relating to Sotos motion; reviewing Black J. endorsement.	2.50
Jun-22-24	Martino Calvaruso	Attending on email correspondence regarding file matters.	0.10
Jun-24-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; reviewing and revising draft confidentiality agreement; attending on meeting with Mr. Krimker's counsel regarding same.	1.20

Jun-24-24	Shawn T. Irving	Drafting reporting email to Justice Conway regarding Black endorsement; correspondence with class action parties regarding same; attending call with P. Veel and K. Mahar regarding confidentiality restrictions and Krimker information; [REDACTED]; call with P. Patel regarding same; reviewing comments on draft reporting email and considering same.	2.50
Jun-25-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; preparing for case conference and reviewing related correspondence.	1.00
Jun-25-24	Marleigh Dick	Preparing request form for case conference; corresponding with all counsel regarding same; preparing for case management conference.	1.40
Jun-25-24	Shawn T. Irving	Attending to correspondence with Justice McEwen; correspondence with Justice Conway; discussions with M. Calvaruso and M. Dick regarding same.	1.10
Jun-26-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; preparing for and attending on case conference with Justice Conway; reviewing issued endorsement.	1.80
Jun-26-24	Marleigh Dick	Attending case conference before Justice Conway; attending to follow-up tasks; attending follow-up call with M. Calvaruso.	1.30
Jun-26-24	Marc Wasserman	Attending case conference; preparing for same.	1.50
Jun-27-24	Marleigh Dick	Attending meeting with M. Spence; attending to follow-up tasks.	0.60
Jun-27-24	Marc Wasserman	Attending calls regarding case conference; and attending same.	1.90
Jun-28-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on status update meeting with client.	1.00
Jun-28-24	Marleigh Dick	Attending call with P. Patel regarding case conference and next steps.	0.40
TOTAL HOURS:			108.00

EXPENSE SUMMARY

DESCRIPTION	AMOUNT
<u>EXPENSES - TAXABLE</u>	
Courier Expenses	0.00
Printing Costs	0.00
Special Supplies Costs	0.00
OnCorp Fees for Searches/Certificates/Filings	20.40
<u>EXPENSES - NON-TAXABLE</u>	
Notice of Motion	339.00
TOTAL (CAD):	359.40

OSLER, HOSKIN & HARCOURT LLP
1 First Canadian Place
PO BOX 50
Toronto ON M5X 1B8
CANADA
416.362.2111 main
416.862.6666 facsimile

OSLER

Invoice Issued in Canadian Dollars

KPMG Inc.
Bay Wellington Tower
181 Bay St #3510
Toronto, ON M5J 2T3
CANADA

Attention: Pritesh Patel
Partner

Invoice No.: 12924721
Date: August 28, 2024
Payor ID: 200703

GST/HST No.: 121983217 RT0001

Contact: Marc Wasserman
Direct Dial: (416) 862-4908
E-mail: MWasserman@Osler.com

For professional services rendered for Project Heat (F#1249896) .

OUR FEE HEREIN	44,155.00
HST @ 13%	5,740.15
TOTAL (CAD):	49,895.15

Accounts are due and payable on delivery. Interest will accrue at the annual rate of 12% from the date that is one month after delivery until the date paid.



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REMITTANCE ADVICE

Canadian Dollars EFT and Wire Payments:

TD Canada Trust
751 3rd Street S.W.
Calgary, Alberta T2P 4K8
Transit No: 80629-0004
Account No: 5219313
SWIFT Code: TDOMCATTTOR

Please provide details of EFT/wire to payments@osler.com, itemizing invoice number(s) being paid. Email money transfers are not accepted.

Cheque Payments:

Osler, Hoskin & Harcourt LLP
FINANCE & ACCOUNTING
(RECEIPTS)
1 First Canadian Place
PO BOX 50
Toronto, Ontario M5X 1B8
Canada

Please return remittance advice(s) with cheque.

Invoice No.: 12924721
Payor ID: 200703
Amount: 49,895.15 CAD

FEE SUMMARY

NAME	HRS	RATE	FEES
<u>PARTNER</u>			
Martino Calvaruso	9.60	1,100	10,560.00
Shawn T. Irving	17.40	1,130	19,662.00
Christine Jackson	2.00	895	1,790.00
<u>ASSOCIATE</u>			
Madison Black	1.00	670	670.00
Marleigh Dick	2.60	735	1,911.00
Adam Margeson	8.50	735	6,247.50
Ryan McCabe	4.90	625	3,062.50
<u>STUDENT</u>			
Jennifer Bieman	0.80	315	252.00
TOTAL FEES (CAD):	46.80		44,155.00

FEE DETAIL

DATE	NAME	DESCRIPTION	HRS
Jul-04-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters.	0.20
Jul-08-24	Martino Calvaruso	Attending on email correspondence.	0.10
Jul-10-24	Martino Calvaruso	Attending on email correspondence regarding file matters.	0.20
Jul-11-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on status update meeting with client; reviewing stakeholder correspondence.	1.00
Jul-11-24	Marleigh Dick	Attending call with client regarding next steps before mediation; attending to follow-up tasks; corresponding with M. Calvaruso regarding same.	0.70
Jul-12-24	Martino Calvaruso	Attending on email correspondence with class action plaintiffs' counsel.	0.20
Jul-15-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; preparing for and attending on meeting with class action counsel regarding customer default notices; attending on internal status discussions.	1.00

Jul-15-24	Shawn T. Irving	Attending call with Sotos to discuss Simply Green demand letters; call with M. Calvaruso and M. Dick to discuss same; reviewing correspondence from M. Spence regarding same.	1.00
Jul-15-24	Adam Margeson	Reviewing case law regarding communications during class proceedings.	7.70
Jul-17-24	Martino Calvaruso	Attending on email correspondence regarding file matters; reviewing class action research.	0.40
Jul-17-24	Shawn T. Irving	Attending to correspondence with M. Spence regarding financial disclosure for mediation; reviewing research results regarding pre-certification disclosure; considering same; correspondence regarding same.	1.60
Jul-17-24	Adam Margeson	Reviewing case law regarding communications during class proceedings.	0.80
Jul-18-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on internal status and planning meeting; preparing for and attending on meeting with CRO's counsel regarding customer default notices.	1.20
Jul-18-24	Marleigh Dick	Attending meeting with S. Irving and M. Calvaruso regarding mediation; attending meeting with M. Spence regarding disclosure issues.	0.90
Jul-18-24	Shawn T. Irving	Attending call with M. Calvaruso and M. Dick regarding mediation brief; considering issues relating to brief; attending call with M. Spence to discuss response to Sotos motion and changes to demand letter.	2.00
Jul-19-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; attending on meeting with counsel to litigation claimant regarding lift stay matters.	0.60
Jul-22-24	Martino Calvaruso	Attending on internal discussions and email correspondence regarding file matters; preparing draft lift stay email; attending on status meeting with client and CRO's counsel regarding same.	1.20
Jul-23-24	Martino Calvaruso	Attending on email correspondence regarding lift stay matters.	0.20
Jul-23-24	Shawn T. Irving	Considering issues for mediation brief; providing comments on draft lift stay correspondence.	1.00
Jul-24-24	Martino Calvaruso	Attending on email correspondence regarding lift stay matters; attending on status discussions with client.	0.40
Jul-24-24	Shawn T. Irving	Preparing outline of mediation brief; reviewing relevant certification materials, statutes and pleadings.	3.50

Jul-25-24	Martino Calvaruso	Attending on email correspondence regarding lift stay and class action matters.	0.40
Jul-25-24	Shawn T. Irving	Attending to correspondence regarding lift stay request; call with claimants counsel; call with C. Prophet regarding same; addressing correspondence from D. Ullmann regarding review of security opinion; correspondence regarding same.	1.50
Jul-26-24	Shawn T. Irving	Attending to various correspondence regarding security opinion review; discussions with C. Duggal regarding same.	0.50
Jul-29-24	Shawn T. Irving	Reviewing Plaintiffs' mediation brief; correspondence regarding same; considering additional issues for monitor's brief.	2.30
Jul-30-24	Martino Calvaruso	Attending on email correspondence regarding matters relating to the class action mediation.	0.50
Jul-30-24	Shawn T. Irving	Preparing outline for mediation brief; reviewing Sotos brief and schedules;	2.00
Jul-31-24	Jennifer Bieman	Receiving instructions from C. Jackson, Preparing summaries of case law for mediation brief.	0.80
Jul-31-24	Madison Black	Preparing for and attending a meeting with C. Jackson to discuss mediation brief; considering approach to table of concordance for the mediation brief.	1.00
Jul-31-24	Martino Calvaruso	Attending on email correspondence regarding matters relating to the class action mediation; reviewing class action plaintiffs' mediation brief; attending on internal meeting regarding mediation matters.	2.00
Jul-31-24	Marleigh Dick	Reviewing claimants' mediation brief; attending call with S. Irving and M. Calvaruso regarding monitor's mediation brief.	1.00
Jul-31-24	Shawn T. Irving	Attending call with C. Jackson to discuss research and assistance with mediation brief; attending call with M. Calvaruso and M. Dick to discuss mediation issues.	2.00
Jul-31-24	Christine Jackson	Discussing mediation brief with S. Irving; instructing associates on preparation of same; considering consumer protection law issues.	2.00
Jul-31-24	Ryan McCabe	Meeting with C. Jackson; reviewing consumer protect act of Ontario; reviewing mediation materials; coordinating with C. Jackson; reviewing case law.	4.90
TOTAL HOURS:			46.80

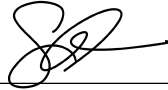
EXPENSE SUMMARY

DESCRIPTION	AMOUNT
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TOTAL (CAD):

0.00

THIS IS EXHIBIT "B" REFERRED TO IN
THE AFFIDAVIT OF MARTINO CALVARUSO
SWORN BEFORE ME ON THIS 19TH DAY OF SEPTEMBER 2024



SIERRA FARR | LSO #87551D
A Commissioner for Taking Affidavits

EXHIBIT B

Date of Account	For Billing Period Ending	Fees (\$)	Expenses / Disbursements (\$)	Taxes (\$)	Total (\$)
11-Dec-23	30-Nov-23	\$197,790.50	\$1,917.44	\$ 25,962.04	\$225,669.98
25-Jan-24	22-Dec-23	\$54,827.50	\$13,105.69	\$8,831.32	\$76,764.51
27-Feb-24	31-Jan-24	\$151,608.50	\$15,533.69	\$21,728.49	\$188,870.68
19-March-24	29-Feb-24	\$73,965.00	\$449.00	\$9,629.75	\$84,043.75
28-May-24	30-April-24	\$116,257.50	\$2,100.00	\$15,386.48	\$133,743.98
15-July-24	28-June-24	\$119,251.00	\$359.40	\$15,505.28	\$135,115.68
28-Aug-24	31-Jul-24	\$44,155.00	-	\$5,740.15	\$49,895.15
Total	-	\$757,855.00	\$33,465.22	\$102,783.51	\$894,103.73

THIS IS EXHIBIT "C" REFERRED TO IN
THE AFFIDAVIT OF MARTINO CALVARUSO
SWORN BEFORE ME ON THIS 19TH DAY OF SEPTEMBER 2024

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

SIERRA FARR | LSO #87551D
A Commissioner for Taking Affidavits

EXHIBIT C

<u>Name</u>	<u>Year of Call (if applicable)</u>	<u>Billing Rate (\$/Hour)</u>	<u>Hours Worked</u>
Arya, David	N/A	2024: 370	2024: 3.40
Bieman, Jennifer	N/A	2024: 315	2024: 0.80
Black, Madison	2021	2024: 670	2024: 1.00
Buchanan, Betty	N/A	N/A	2024: 13.0
Calvaruso, Martino	2009	2023: 960 2024: 1,100	2023: 67.80 2024: 107.70
Code, Jacqueline	1998	2023: 1,175 2024: 1,235	2023: 1.30 2024: 2.60
Dick, Marleigh	2020	2023: 655 2024: 735	2023: 6.50 2024: 40.00
Duggal, Chloe	2023	2023: 560 2024: 590	2023: 61.00 2024: 36.60
Irving, Shawn	2004	2023: 1,075 2024: 1,130	2023: 98.80 2024: 153.20
Jackon, Christine	2011	2024: 895	2024: 16.10
Johnston-Jones, Tearney	2021	2024: 685	2024: 0.30
Kortner, Laurene	N/A	2023: 350	2023: 0.60
MacEachern, Kevin	Paraprofessional	2023: 295 2024: 310	2023: 1.00 2024: 3.50
Margeson, Adam	2020	2023: 655 2024: 735	2023: 4.10 2024: 36.20
Martindale, Martha	2005	2023: 935 2024: 980	2023: 2.10 2024: 1.90

<u>Name</u>	<u>Year of Call (if applicable)</u>	<u>Billing Rate (\$/Hour)</u>	<u>Hours Worked</u>
McCabe, Ryan	2022	2024: 625	2024: 7.20
Poysa, Sven	2006	2023: 1,050 2024: 1,105	2023: 0.50 2024: 2.90
Versteegh, Lucas	2017	2024: 795	2024: 46.30
Wasserman, Marc	2001	2023: 1,350 2024: 1,500	2023: 25.00 2024: 44.50
		Total:	785.90

Blended Rate (excluding expenses / disbursements and HST) \$757,855.00 ÷ 785.90 hours =	\$959.51
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IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985,
c. C-36, AS AMENDED

Court File No. CV-23-00709183-00CL

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
CROWN CREST CAPITAL MANAGEMENT CORP., CROWN CREST FINANCIAL
CORP., CROWN CREST FUNDING CORP., SIMPLY GREEN HOME SERVICES INC.,
SIMPLY GREEN HOME SERVICES CORP., AND CROWN CREST CAPITAL TRUST

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

PROCEEDING COMMENCED AT TORONTO

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FOURTH REPORT OF THE MONITOR

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