
Appendix C

**Affidavit of Linc Rogers
Sworn September 13, 2016**

Court File No: CV-16-11257-00CL

**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 PT HOLDCO, INC., PRIMUS TELECOMMUNICATIONS CANADA INC.,
PTUS, INC., PRIMUS TELECOMMUNICATIONS, INC., AND LINGO, INC.**

(Applicants)

**AFFIDAVIT OF LINC A. ROGERS
(Sworn September 13, 2016)**

I, LINC A. ROGERS, of the City of Toronto, in the Province of Ontario, MAKE
OATH AND SAY:

1. I am a Partner at the law firm of Blake, Cassels & Graydon LLP ("**Blakes**"), and as such have knowledge of the matters to which I hereinafter depose.
2. Pursuant to the Initial Order of the Honourable Mr. Justice Penny dated January 19, 2016 (the "**Initial Order**"), FTI Consulting Canada Inc. was appointed pursuant to the *Companies' Creditors Arrangement Act* (Canada) as the Monitor of the Applicants in the within proceedings (the "**Monitor**").
3. Pursuant to the Initial Order, the Monitor retained Blakes as Canadian counsel to advise it with regard to the matters related to its appointment and the exercise of its powers and performance of its duties. The Initial Order further provides that counsel to the Monitor shall be paid its reasonable fees and disbursements at its standard rates and charges, whether incurred prior to or subsequent to the date of the Initial Order.

4. Blakes' fees and disbursements for the period ended August 31, 2016 are summarized in the invoices rendered to the Monitor (the "**Invoices**"). The Invoices are a fair and accurate description of the services provided, the disbursements incurred and the amounts charged by Blakes. The Invoices contain information and advice over which lawyer and client privilege is asserted, and for which privilege is not waived. As a result, redacted copies of the Invoices are attached hereto and marked as **Exhibit "A"**. Copies of the complete Invoices have been provided to the Monitor and I am advised by the Monitor that it has reviewed the Invoices and that it considers the fees and disbursements fair and reasonable.

5. Attached hereto and marked as **Exhibit "B"** is a summary of the lawyers whose services are reflected on the Invoices, including year of call, hourly rate and the total fees and hours billed. Blakes expended a total of 811.2 hours, at an average hourly rate of \$652.04, in connection with this matter for the period ending August 31, 2016.

6. The total amount being claimed for the work performed by Blakes for the period ending August 31, 2016 is \$609,170.06, including \$528,936.00 for fees, \$10,667.58 for disbursements and \$69,566.48 for HST.

7. Blakes' rates and disbursements are consistent with those in the market for these types of matters and have been previously approved by this Honourable Court in similar proceedings.

8. Upon the instructions of the Monitor, Blakes engaged local agents in New Brunswick, Manitoba and Saskatchewan (the "**Local Agents**") to assist it in its review of the various security, held by Bank of Montreal, as administrative agent for Bank of Montreal, HSBC Bank Canada and ATB Corporate Financial Service, and delivery of an opinion to the Monitor as to the validity and enforceability of such security.

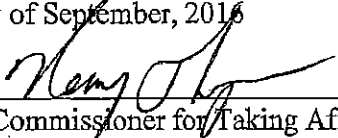
9. Copies of the invoices rendered by each Local Agents for the assistance it provided are attached hereto and marked as **Exhibits "C"**, "**D"** and "**E"**, and are summarized as follows:

Exhibit	Local Agent	Province/State	Amount
C	Cox & Palmer	New Brunswick	\$8,115.77
D	Thompson Dorfman Sweatman LLP	Manitoba	\$3,185.46
E	McDougall Gauley LLP	Saskatchewan	\$2,523.99
	Total:		\$13,825.22

10. The Monitor engaged the firm of Elliott Greenleaf to act as its counsel in the State of Delaware in connection with the Monitor's role as foreign representative of the Applicants in the proceedings commenced pursuant to Chapter 15 of the U.S. Bankruptcy Code. A separate affidavit has been sworn by Rafael X. Zahraiddin-Aravena in support of the approval of the fees of Elliott Greenleaf.

11. This affidavit is sworn in support of the Monitor's motion for, among other things, approval of the fees and disbursements of its legal counsel and for no other purpose.

SWORN BEFORE ME at the
City of Toronto, this 13th
day of September, 2016


A Commissioner for Taking Affidavits, etc.

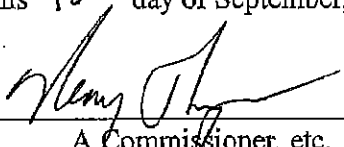
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LINC A. ROGERS

Nancy Ann Thompson, a
Commissioner, etc., Province of Ontario,
for Blake, Cassels & Graydon LLP,
Barristers and Solicitors.
Expires June 26, 2018.

This is Exhibit "A" referred to in the
Affidavit of Linc Rogers

sworn before me
this 13th day of September, 2016


A Commissioner, etc.

Nancy Ann Thompson, a
Commissioner, etc., Province of Ontario,
for Blake, Cassels & Graydon LLP,
Barristers and Solicitors.
Expires June 26, 2018.



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

INVOICE

Please write invoice number(s) on cheque

July 31, 2015

FTI Consulting, Inc.
TD Waterhouse Tower
79 Wellington Street
Suite 2010
Toronto, ON M5K 1G8
Canada

Invoice: 1855827
Billing Lawyer: Weisz, Steven
HST/GST No.: R119396778
Client: 00079294
Matter: 000008

Attention: Nigel D. Meakin
Senior Managing Director

Re: **Special Matter - Project Stratus II**

FOR PROFESSIONAL SERVICES RENDERED during the period ended June 30, 2015, as follows:

	Total Fees	\$ 18,322.00
<u>Taxable Disbursement(s)</u>		
Duplicating	\$ 11.00	
		<u>\$ 11.00</u>
	Harmonized Sales Tax (13.0%)	2,383.29
		<u>\$ 20,716.29 CAD</u>
TOTAL DUE IN CANADIAN CURRENCY		

Blakes

Invoice: 1855827
 Date: July 31, 2015
 Page: 2

Re: Special Matter - Project Stratus II (000008)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
04/27/15	Weisz, Steven	Meeting with N. Meakin regarding possible Companies' Creditors Arrangement Act filing and appointment as Monitor of FTI Consulting.	1.0	860.00	860.00
05/26/15	Weisz, Steven	Discussing with N. Meakin regarding ; and potential Companies' Creditors Arrangement Act filing and Stalking Horse Bid.	0.3	860.00	258.00
06/15/15	Rogers, Linc	Attending discussion with T. Vanderlaan regarding draft ; reviewing and commenting on ; email correspondence regarding same.	4.5	775.00	3,487.50
06/15/15	Weisz, Steven	Attending conference call with L. Rogers and proposed Monitor; reviewing and providing comments on draft	1.5	860.00	1,290.00
06/16/15	Rogers, Linc	Attending conference call with T. Vanderlaan and S. Weisz to review comments on further revision and comment to email correspondence to Stikemans regarding same.	2.0	775.00	1,550.00
06/16/15	Weisz, Steven	Working on ; attending discussion with L. Rogers and the proposed Monitor regarding comments on draft forms; attending conference regarding preparing for and attending conference with L. Rogers and the proposed Monitor regarding comments on	2.6	860.00	2,236.00

Blakes

Invoice: 1855827
 Date: July 31, 2015
 Page: 3

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
06/23/15	Rogers, Linc	Attending status discussion with N. Meakin, T. Vanderlaan and S. Weisz.	0.5	775.00	387.50
06/23/15	Weisz, Steven	Reviewing draft considering comments and strategy and process matters; attending discussion with N. Meakin, T. Vanderlaan and L. Rogers regarding status of .	0.8	860.00	688.00
06/24/15	Rogers, Linc	Reviewing and commenting on; reviewing and commenting on revised; attending discussion with N. Meakin regarding same; providing instructions to A. Shalviri regarding review of ; email correspondence with Stikeman regarding same.	3.5	775.00	2,712.50
06/24/15	Weisz, Steven	Reviewing	1.5	860.00	1,290.00
06/26/15	Weisz, Steven	Reviewing revised providing comments.	0.5	860.00	430.00
06/29/15	Rogers, Linc	Providing instructions to A. Shalviri regarding revisions to email correspondence regarding revisions to.	0.4	775.00	310.00
06/29/15	Shalviri, Aryo	Reviewing the	0.8	485.00	388.00
06/29/15	Weisz, Steven	Emailing regarding comments on the revised and scheduling call with counsel for Primus; reviewing and providing comments on the.	2.2	860.00	1,892.00
06/30/15	Rogers, Linc	Preparing for and attending conference call regarding comments on.	0.7	775.00	542.50
Total Fees for this Matter					\$ 18,322.00

Matter	Timekeeper	Summary	ID	Hours	Rate (\$)	Amount (\$)
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Blakes

Invoice: 1855827
Date: July 31, 2015
Page: 4

Matter/Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Rogers, Linc	LCR	11.6	775.00	8,990.00
Shalviri, Aryo	ARY	0.8	485.00	388.00
Weisz, Steven	SJW	10.4	860.00	8,944.00
Total		22.8		\$ 18,322.00

Taxable Disbursement(s)

Duplicating

\$ 11.00

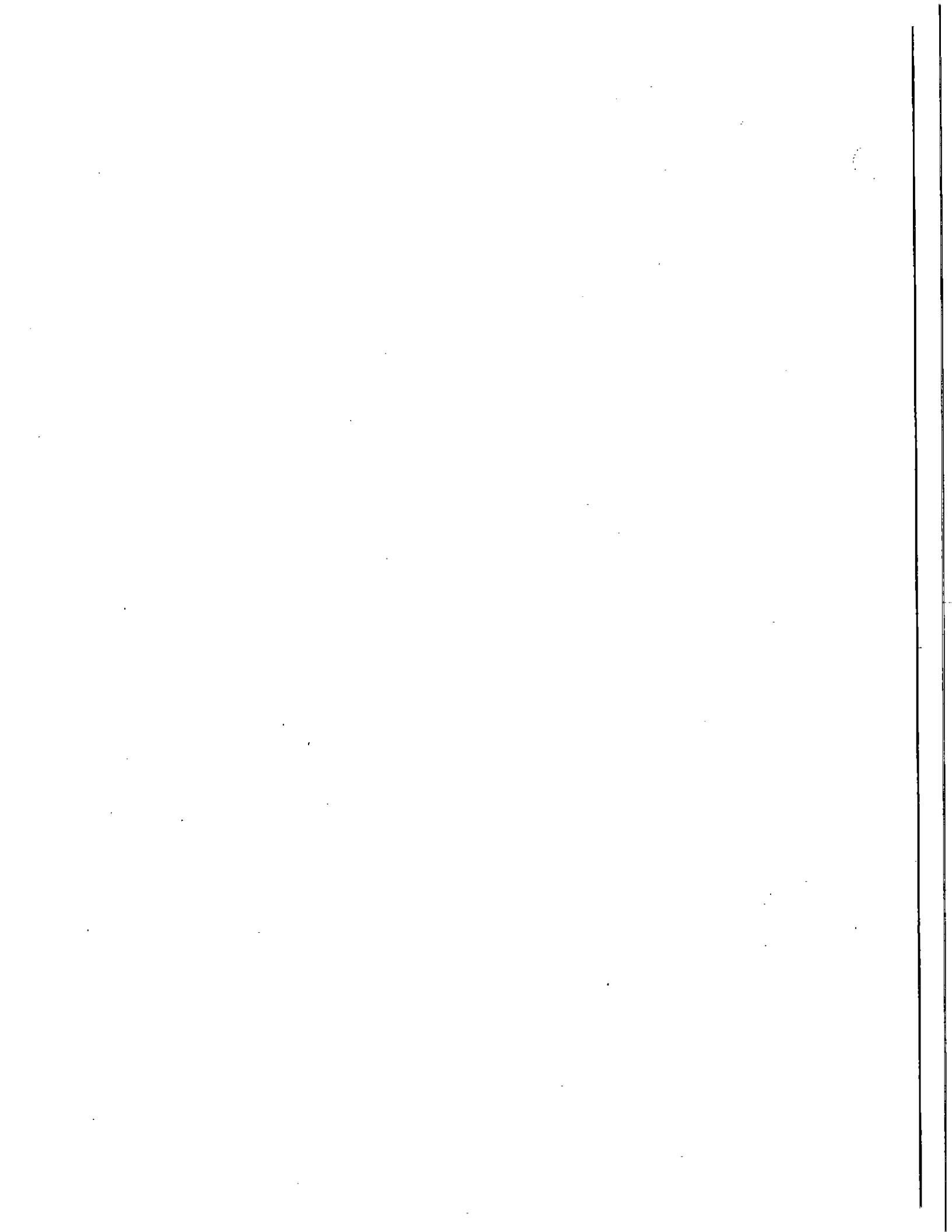
\$ 11.00

Harmonized Sales Tax (13.0%)

2,383.29

Total Due for this Matter in Canadian Currency

\$ 20,716.29 CAD





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 Barristers & Solicitors
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 199 Bay Street
 Suite 4000, Commerce Court West
 Toronto ON M5L 1A9 Canada
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INVOICE

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December 11, 2015

FTI Consulting, Inc.
 TD Waterhouse Tower
 79 Wellington Street
 Suite 2010
 Toronto, ON M5K 1G8
 Canada

Invoice: 1880736
 Billing Lawyer: Weisz, Steven
 HST/GST No.: R119396778
 Client: 00079294
 Matter: 000008

Attention: Nigel D. Meakin
 Senior Managing Director

Re: **Special Matter - Project Stratus II**

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended November 30, 2015, as follows:

Total Fees	\$ 16,638.50
Harmonized Sales Tax (13.0%)	2,163.01
TOTAL DUE IN CANADIAN CURRENCY	\$ 18,801.51 CAD



Invoice: 1880736
Date: December 11, 2016
Page: 2

Re: Special Matter - Project Stratus II (000008)

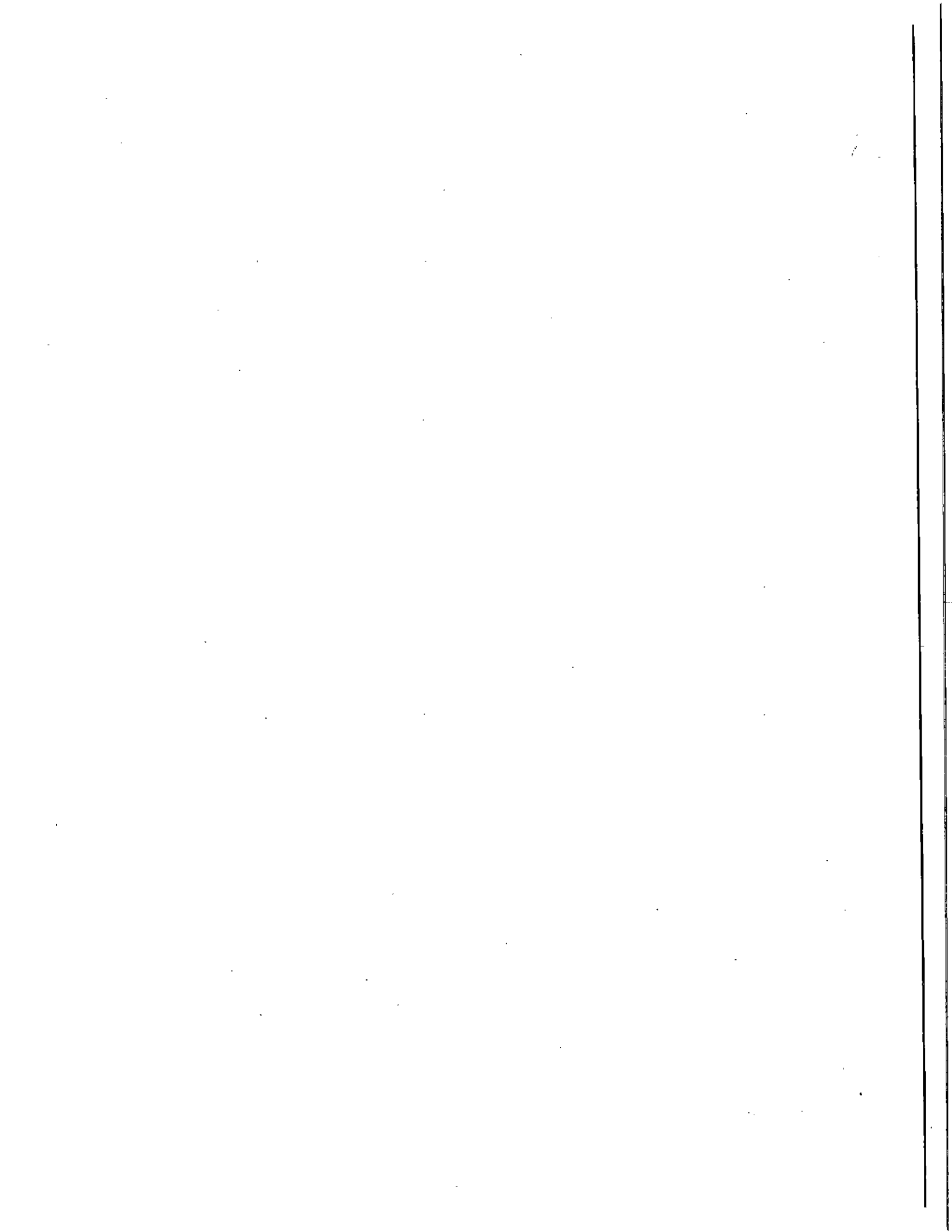
Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
11/23/15	Weisz, Steven	Attending discussions with N. Meakin regarding status of reviewing draft.	0.5	860.00	430.00
11/24/15	Rogers, Linc	Conducting preliminary review of	1.3	775.00	1,007.50
11/24/15	Shalviri, Aryo	Emailing correspondence; attending discussions; reviewing and considering draft	5.6	485.00	2,716.00
11/24/15	Weisz, Steven	Reviewing and considering ; emailing with N. Meakin; reviewing and considering draft	0.7	860.00	602.00
11/25/15	Rogers, Linc	Reviewing draft attending discussions with A. Shalviri regarding same; reviewing comments with N. Meakin; attending conference call with working group regarding same.	2.7	775.00	2,092.50
11/25/15	Shalviri, Aryo	Attending discussions with L. Rogers; reviewing and providing comments on email correspondence; attending conference call.	4.5	485.00	2,182.50
11/25/15	Weisz, Steven	Emailing with N. Meakin; reviewing ; and Blakes comments.	0.4	860.00	344.00
11/26/15	Rogers, Linc	Reviewing revised , attending conference call with working group to discuss same; e-mail correspondence with working group regarding same.	1.5	775.00	1,162.50
11/26/15	Shalviri, Aryo	Attending conference call; attending discussions; reviewing revised email correspondence; reviewing	3.6	485.00	1,746.00
11/26/15	Weisz, Steven	Reviewing draft ; attending discussions with L. Rogers regarding status of reviewing	0.6	860.00	516.00

Invoice: 1880736
 Date: December 11, 2015
 Page: 3

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
11/27/15	Rogers, Linc	Mark-up of and email correspondence related thereto.	0.5	775.00	387.50
11/29/15	Shalviri, Aryo	Reviewing and considering.	0.9	485.00	436.50
11/30/15	Rogers, Linc	Reviewing revised attending discussions with A. Shalviri regarding same; attending discussions with N. Meakin regarding same.	1.2	775.00	930.00
11/30/15	Shalviri, Aryo	Reviewing and providing comments on ; email correspondence; attending conference call; attending discussions with N. Meakin regarding	4.3	485.00	2,085.50
Total Fees for this Matter					\$ 16,638.50

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Rogers, Linc	LCR	7.2	775.00	5,580.00
Shalviri, Aryo	ARY	18.9	485.00	9,166.50
Weisz, Steven	SJW	2.2	860.00	1,892.00
Total		28.3		\$ 16,638.50

Harmonized Sales Tax (13.0%) 2,163.01
Total Due for this Matter in Canadian Currency \$ 18,801.51 CAD





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December 31, 2015

FTI Consulting, Inc.
 TD Waterhouse Tower
 79 Wellington Street
 Suite 2010
 Toronto, ON M5K 1G8
 Canada

Invoice: 1884468
 Billing Lawyer: Weisz, Steven
 HST/GST No.: R119396778
 Client: 00079294
 Matter: 000008

Attention: Nigel D. Meakin
 Senior Managing Director

Re: **Special Matter - Project Stratus II**

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended December 31, 2015, as follows:

Total Fees	\$ 28,796.50
Harmonized Sales Tax (13.0%)	3,743.55
TOTAL DUE IN CANADIAN CURRENCY	\$ 32,540.05 CAD <i>MD</i>



Invoice: 1884468
Date: December 31, 2015
Page: 2

Re: Special Matter - Project Stratus II (000008)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
12/01/15	Rogers, Linc	Email correspondence regarding revised , and discussions with A. Shalviri regarding same.	0.7	775.00	542.50
12/01/15	Shalviri, Aryo	Email correspondence; reviewing and considering discussion with M. Cameron regarding same.	0.6	485.00	291.00
12/02/15	Rogers, Linc	Reviewing revised draft with A. Shalviri and considering comments on same; discussion with N. Meakin regarding business points.	1.6	775.00	1,240.00
12/02/15	Shalviri, Aryo	Reviewing and considering revised ; discussion regarding same.	3.3	485.00	1,600.50
12/04/15	Rogers, Linc	Discussion with E. Sully regarding ; discussion with N. Meakin regarding discussion with A. Shalviri.	0.8	775.00	620.00
12/06/15	Shalviri, Aryo	Email correspondence; reviewing and considering revised	1.6	485.00	776.00
12/07/15	Rogers, Linc	Reviewing and commenting on same; discussing comments with A. Shalviri and N. Meakin; e-mail correspondence regarding same.	2.7	775.00	2,092.50
12/07/15	Shalviri, Aryo	Email correspondence; discussion regarding revised conference call; revising	2.2	485.00	1,067.00
12/08/15	Rogers, Linc	Reviewing e-mail correspondence from , attending conference call to address outstanding issues.	1.0	775.00	775.00
12/09/15	Shalviri, Aryo	Reviewing and providing comments on same; discussion; email correspondence; call with N. Meakin.	5.0	485.00	2,425.00
12/10/15	Rogers, Linc	Reviewing comments on revised attending conference call with US counsel to discuss various issues in connection with follow up discussion with N. Meakin regarding same.	1.5	775.00	1,162.50

Blakes

Invoice: 1884468
Date: December 31, 2015
Page: 3

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
12/10/15	Shalviri, Aryo	Discussion; email correspondence; reviewing revised and providing comments on same; considering issues related to same; conference calls.	3.2	485.00	1,552.00
12/11/15	Rogers, Linc	Attending conference call to discuss outstanding matters on various discussions with N. Meakin regarding same; reviewing revised	1.3	775.00	1,007.50
12/11/15	Shalviri, Aryo	Email correspondence; reviewing and considering revised, and providing comments on same; reviewing correspondence from discussion regarding same.	1.3	485.00	630.50
12/14/15	Rogers, Linc	Reviewing latest revisions to draft preparing to deal with	1.3	775.00	1,007.50
12/14/15	Shalviri, Aryo	Preparing for and engaging in conference calls to discuss and related issues and providing comments on same; email correspondence.	0.8	485.00	388.00
12/16/15	Rogers, Linc	Reviewing with A. Shalviri and providing comments on same; general email correspondence regarding same.	0.8	775.00	620.00
12/16/15	Shalviri, Aryo	Reviewing and providing comments on same; reviewing revised and providing comments on same; considering issues related to same; call with N. Meakin; reviewing and providing comments on same; reviewing and providing comments on same.	2.8	485.00	1,358.00
12/17/15	Rogers, Linc	Discussion with N. Meakin regarding status of and related issues; email correspondence regarding same.	0.5	775.00	387.50
12/17/15	Shalviri, Aryo	Reviewing and providing comments on same; reviewing revised and providing comments on same; email correspondence; drafting; reviewing and providing comments on same.	5.8	485.00	2,813.00
12/18/15	Rogers, Linc	Email correspondence regarding and	0.3	775.00	232.50

Invoice: 1884468
 Date: December 31, 2015
 Page: 4

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		related documents.			
12/18/15	Shalviri, Aryo	Email correspondence; reviewing revised ; and providing comments on same; discussion with N. Meakin; email correspondence with ; reviewing and providing comments on same; reviewing revised and providing comments on same.	2.4	485.00	1,164.00
12/19/15	Shalviri, Aryo	Email correspondence; reviewing and considering and revised ; and providing comments on same; call with N. Meakin.	0.4	485.00	194.00
12/20/15	Shalviri, Aryo	Email correspondence; reviewing and considering revised ; and providing comments on same.	1.8	485.00	873.00
12/21/15	Shalviri, Aryo	Conference call to discuss revised ; circulating executed ; reviewing revised ; and providing comments and rider in connection with same; reviewing revised	2.2	485.00	1,067.00
12/22/15	Shalviri, Aryo	Email correspondence; reviewing and considering and revised and providing comments on same; call with N. Meakin.	1.5	485.00	727.50
12/23/15	Shalviri, Aryo	Email correspondence.	0.2	485.00	97.00
12/24/15	Shalviri, Aryo	Email correspondence	0.1	485.00	48.50
12/28/15	Shalviri, Aryo	Reviewing and considering email correspondence.	1.1	485.00	533.50
12/29/15	Shalviri, Aryo	Email correspondence; conference call.	0.7	485.00	339.50
12/30/15	Shalviri, Aryo	Email correspondence; discussion with L. Rogers; ; coordinating	2.2	485.00	1,067.00
12/31/15	Shalviri, Aryo	Email correspondence regarding and related issues.	0.2	485.00	97.00
Total Fees for this Matter					\$ 28,796.50



Invoice: 1884468
 Date: December 31, 2015
 Page: 5

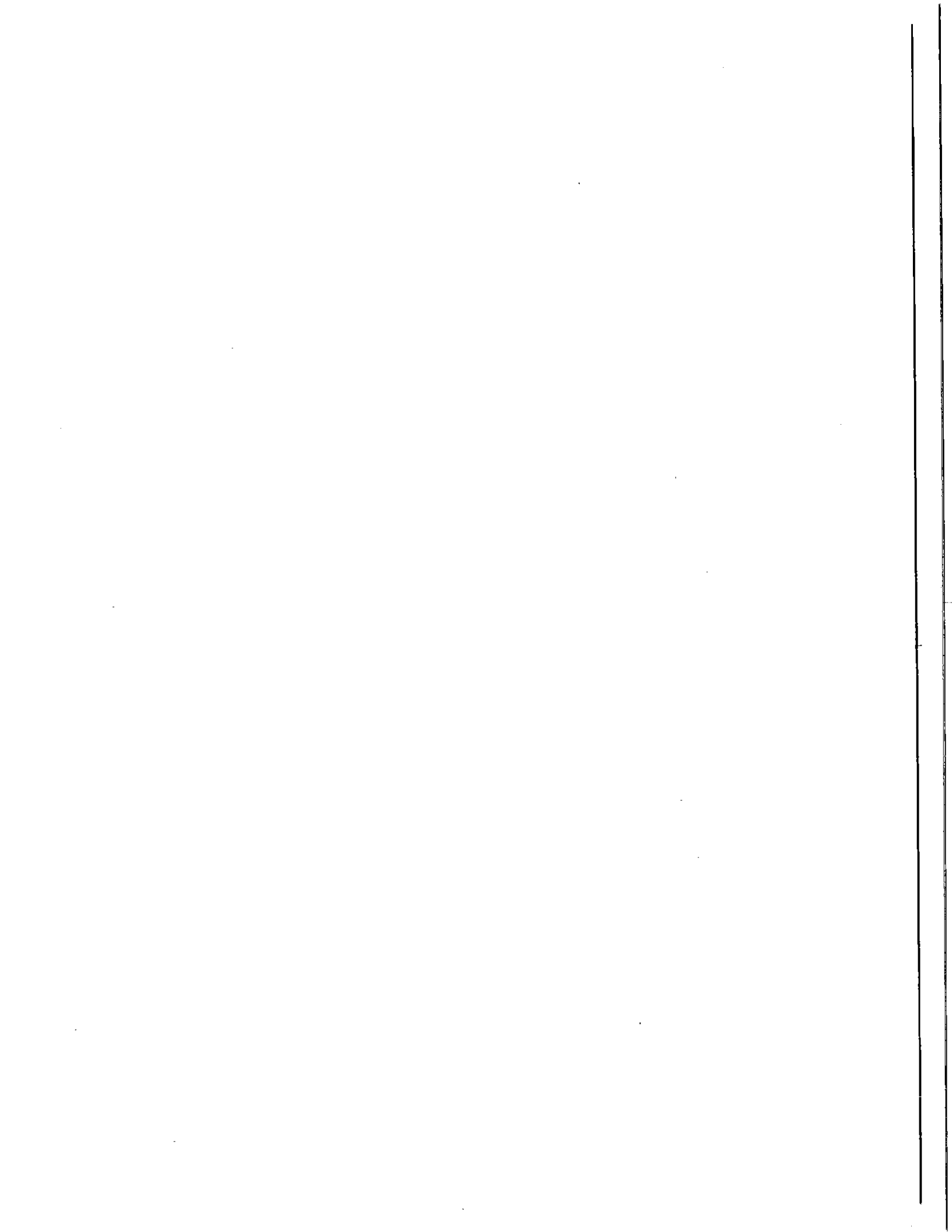
Matter / Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Rogers, Linc	LCR	12.5	775.00	9,687.50
Shalviri, Aryo	ARY	39.4	485.00	19,109.00
	Total	51.9		\$ 28,796.50

Harmonized Sales Tax (13.0%)

3,743.55

Total Due for this Matter in Canadian Currency

3,743.55
\$ 32,540.05 CAD





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INVOICE

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 number(s) on cheque

January 20, 2016

FTI Consulting, Inc.
 TD Waterhouse Tower
 79 Wellington Street
 Suite 2010
 Toronto, ON M5K 1G8
 Canada

Invoice: 1891145
 Billing Lawyer: Weisz, Steven
 HST/GST No.: R119396778
 Client: 00079294
 Matter: 000008

Attention: Nigel D. Meakin
 Senior Managing Director

Re: **Project Stratus II**

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended December 31, 2015, as follows:

	Total Fees	\$ 2,238.00
<u>Taxable Disbursement(s)</u>		
Amalgamation History	\$ 50.00	
Image Copy of NOI - Online	381.00	
Off. Receiver Bankruptcy Certificate	90.00	
On-Line Service Fee	3.00	
OnCorp PPSA (certified)	136.00	
OnCorp PPSA (electronic)	72.00	
PPSA-EP	120.00	
Profile Report - Online	180.00	
Search Fees	20.00	
Searches-Other	60.00	
Telephone/Facsimile	2.31	
USA Corporate Search	140.00	
		\$ 1,254.31
<u>Non-taxable Disbursement(s)</u>		
Government Fees	\$ 820.56	
		\$ 820.56
		454.00
		\$ 4,766.87 CAD
Harmonized Sales Tax (13.0%)		
TOTAL DUE IN CANADIAN CURRENCY		



Invoice:	1891145
Date:	January 20, 2016
Page:	2

Re: Project Stratus II (000008)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
12/04/15	Shalviri, Aryo	Email correspondence with L. Rogers; e-mail correspondence with N. Meakin; discussion with L. Rogers; conference call to discuss ; reviewing revised .	0.9	485.00	436.50
12/08/15	Shalviri, Aryo	Conference call to discuss ; reviewing and providing comments on same.	0.5	485.00	242.50
12/31/15	Komis, Lori	Conducting corporate searches; preparing corporate history; arranging for United States corporate searches; preparing search summary.	2.7	370.00	999.00
12/31/15	Rampersad, Claudia	Ordering Ontario, British Columbia, Alberta, Saskatchewan, Manitoba, New Brunswick, Quebec, Delaware and District of Columbia security searches; ordering Delaware corporate searches; receiving, reviewing and forwarding partial results to L. Komis.	2.4	215.00	516.00
12/31/15	Search Clerks - Calgary	Obtaining			20.00
12/31/15	Tan, Diana	Conducting	0.2	120.00	24.00
Total Fees for this Matter					\$ 2,238.00

Matter/Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Komis, Lori	LLB	2.7	370.00	999.00
Rampersad, Claudia	XCB	2.4	215.00	516.00
Search Clerks - Calgary	CSECA	0.0	0.00	20.00
Shalviri, Aryo	ARY	1.4	485.00	679.00
Tan, Diana	DTAN	0.2	120.00	24.00
Total		6.7		\$ 2,238.00



Invoice:	1891145
Date:	January 20, 2016
Page:	3

Taxable Disbursement(s)

Amalgamation History	\$ 50.00
Image Copy of NOI - Online	381.00
Off. Receiver Bankruptcy Certificate	90.00
On-Line Service Fee	3.00
OnCorp PPSA (certified)	136.00
OnCorp PPSA (electronic)	72.00
PPSA-EP	120.00
Profile Report - Online	180.00
Search Fees	20.00
Searches-Other	60.00
Telephone/Facsimile	2.31
USA Corporate Search	140.00

\$ 1,254.31

Non-taxable Disbursement(s)

Government Fees	\$ 820.56
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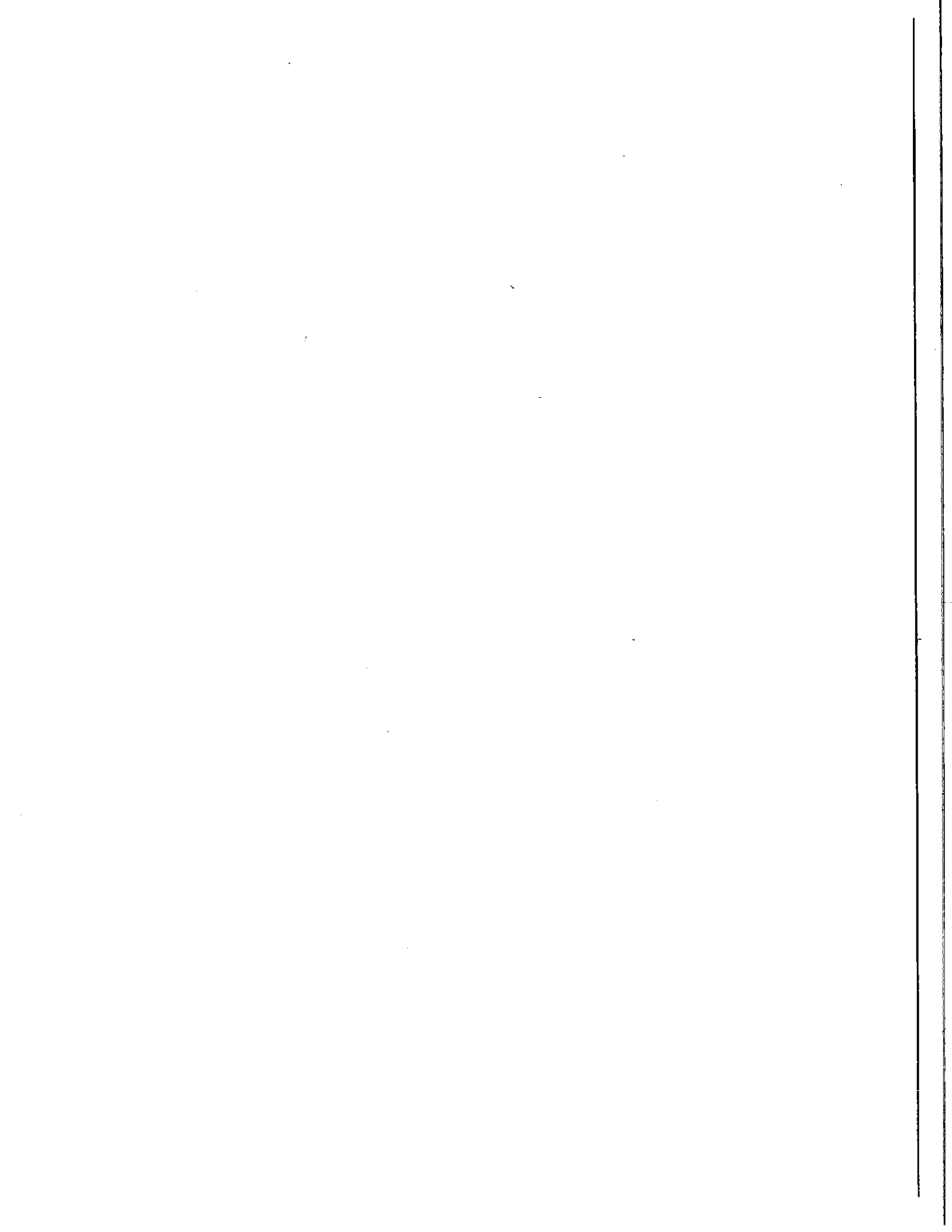
\$ 820.56

Harmonized Sales Tax (13.0%)

454.00

Total Due for this Matter in Canadian Currency

\$ 4,766.87 CAD





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

INVOICE

Please write invoice
 number(s) on cheque

February 23, 2016

FTI Consulting, Inc.
 TD Waterhouse Tower
 79 Wellington Street
 Suite 2010
 Toronto, ON M5K 1G8
 Canada

Invoice: 1894914
 Billing Lawyer: Weisz, Steven
 HST/GST No.: R119396778
 Client: 00079294
 Matter: 000008

Attention: Nigel D. Meakin
 Senior Managing Director

Re: Project Stratus II

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended January 31, 2016, as follows:

	Total Fees	\$ 190,119.50
<u>Taxable Disbursement(s)</u>		
Courier	\$35.49	
Duplicating	528.48	
eSummaries	550.00	
OnCorp PPSA (electronic)	20.00	
PPSA-EP	221.00	
Search Fees	105.81	
Searches-Other	24.00	
Transportation	78.08	
		\$ 1,562.86
<u>Non-taxable Disbursement(s)</u>		
Filing Fee	\$ 2,651.32	
Government Fees	282.17	
		\$ 2,943.49
	Harmonized Sales Tax (13.0%)	24,918.72
	TOTAL DUE IN CANADIAN CURRENCY	\$ 219,544.57 CAD

Invoice: 1894914
 Date: February 23, 2016
 Page: 2.

Re: Project Stratus II (000008)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
01/03/16	Shalviri, Aryo	Email correspondence; reviewing and providing comments on ; reviewing documents prepared by	2.1	530.00	1,113.00
01/04/16	Burr, Chris	Discussions with A. Shalviri regarding ; preparing same.	1.0	655.00	655.00
01/04/16	Komis, Lori	Reviewing searches and preparing search summary.	2.3	385.00	885.50
01/04/16	Marino, Julie	Conducting corporate, Bank Act and Register of Personal and Movable Real Rights searches; preparing search report.	1.4	230.00	322.00
01/04/16	Rampersad, Claudia	Receiving, reviewing and forwarding further search results to L. Komis; ordering further searches in Quebec, Delaware and District of Columbia.	0.9	225.00	202.50
01/04/16	Rogers, Linc	Detailed review of and providing comments on same to A. Shalviri; strategy discussion with S. Weisz and A. Shalviri; discussion with N. Meakin regarding ; discussion with N. MacParland regarding various matters; preliminary review of	7.1	810.00	5,751.00
01/04/16	Shalviri, Aryo	Email correspondence; reviewing and providing comments on reviewing Internal meeting to discuss filing; discussion with N. Meakin; considering issues related to status meeting with S. Weisz and L. Rogers.	10.4	530.00	5,512.00
01/04/16	Weisz, Steven	; meeting with L. Rogers and A. Shalviri to get status update and discuss	1.0	895.00	895.00
01/05/16	Burr, Chris	Discussions with A. Levine regarding	0.2	655.00	131.00
01/05/16	Komis, Lori	Following up on outstanding searches;	4.1	385.00	1,578.50

Invoice: 18949-14
 Date: February 23, 2016
 Page: 3

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		reviewing and finalizing search summary; circulating copies of corporate and security searches to Stikeman Elliott LLP and Elliott GreenLeaf; arranging for intellectual property searches.			
01/05/16	Levine, Alexis	Preliminary review of documentation and form of opinion; correspondence with U.S. counsel; correspondence with New Brunswick, Manitoba and Saskatchewan counsel; correspondence with British Columbia, Alberta and Quebec counsel.	4.2	695.00	2,919.00
01/05/16	Marino, Julie	Conducting bankruptcy litigation searches; preparing search report and reviewing same.	0.7	230.00	161.00
01/05/16	Rampersad, Claudia	Receiving and forwarding District of Columbia UCC search results to L. Komis.	0.2	225.00	45.00
01/05/16	Rogers, Linc	Detailed review of discussion with N. Meakin regarding same; discussion with A. Levine regarding ; preliminary review of	6.9	810.00	5,589.00
01/05/16	Roos, Nick	Emails with A. Levine regarding	0.1	430.00	43.00
01/05/16	Shalviri, Aryo	Reviewing discussion with A. Levine regarding and coordinating same; email correspondence; discussion with Delaware counsel; reviewing revised draft I and providing comments on same; reviewing revised and providing comments on same; drafting an outstanding issues agenda; reviewing revised	8.0	530.00	4,240.00
01/05/16	Turco, Antonio	Conducting trade-mark searches against Primus,	1.2	685.00	822.00
01/05/16	Weisz, Steven	Attend to	0.5	895.00	447.50
01/05/16	Whitmore, Seth	Sending to US counsel for use in security opinion; finding and assembling template documents for use in US recognition proceedings.	4.5	265.00	1,192.50
01/06/16	Komis, Lori	Uploading searches and summaries to share file; discussions regarding intellectual property searches; circulating searches to local counsel; preparing search schedule to opinion.	2.8	385.00	1,078.00

Invoice: 1894914
Date: February 23, 2016
Page: 4

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
01/06/16	Levine, Alexis	Circulating security documents to all local counsel; preparing first draft Canadian opinion; further review of underlying documentation; correspondence regarding intellectual property searches.	4.8	695.00	3,336.00
01/06/16	Rogers, Linc	Reviewing and commenting on same; reviewing and commenting on same; preliminary review of ; and email correspondence regarding same; discussion with S. Home regarding ; discussion with US counsel regarding matters in connection with various discussions with N. Meakin throughout the day regarding various matters; various discussions with A. Shalviri throughout the day regarding various matters in connection with pending filing.	7.1	810.00	5,751.00
01/06/16	Roos, Nick	Emails with A. Levine attaching	0.3	430.00	129.00
01/06/16	Shalviri, Aryo	Email correspondence; discussion and analysis in connection with ; conference call and discussion with Delaware counsel; reviewing and providing comments on revised ; discussion with L. Rogers regarding same; reviewing and providing comments on same; updating outstanding issues list; reviewing draft ; reviewing revised ; and providing comments on same.	6.7	530.00	3,551.00
01/06/16	Turco, Antonio	E-mail correspondence with A. Shalviri; office conference with D. Walton; reviewing draft memo to L. Komis,	0.5	685.00	342.50
01/06/16	Walton, Dori	Drafting the memorandum summarizing the office discussions with A. Turco regarding same.	1.6	235.00	376.00
01/07/16	Campbell, Drew	Reviewing reviewing draft and providing comments; correspondence with A. Levine; correspondence with N. Roos.	3.9	480.00	1,872.00
01/07/16	Dupuis, François	Reviewing and	2.1	475.00	997.50



Invoice: 1884914
Date: February 23, 2016
Page: 5

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		preparing draft Quebec opinion.			
01/07/16	Komis, Lori	Reviewing updating search schedules and opinion.	0.9	385.00	346.50
01/07/16	Levine, Alexis	Revising opinion; following up with local counsel; reviewing local counsel opinions.	3.7	695.00	2,571.50
01/07/16	Rogers, Linc	Reviewing and commenting on draft; reviewing and commenting on reviewing, commenting on extensive e-mail correspondence and telephone conversations with working group throughout the day regarding same.	6.8	810.00	5,508.00
01/07/16	Roos, Nick	Reviewing and considering issues; reviewing due diligence searches; reviewing and providing comments and related communications and correspondence with A. Levine.	2.4	430.00	1,032.00
01/07/16	Shalviri, Ariyo	Email correspondence; revising and providing comments on same; reviewing revised and providing comments on same; reviewing and providing comments on same; reviewing and providing comments on same; conference call.	5.2	530.00	2,756.00
01/08/16	Dupuis, François	Preparing draft Quebec opinion.	2.2	475.00	1,045.00
01/08/16	Komis, Lori	Reviewing US searches and providing overview of Uniform Commercial Code searches conducted.	0.3	385.00	115.50
01/08/16	Levine, Alexis	Calls with U.S. counsel regarding performing final review of documentation; reviewing local counsel opinions; calls regarding various matters in connection with security review; revising and finalizing Blakes Canadian opinion; correspondence regarding same.	4.1	695.00	2,849.50
01/08/16	Rogers, Linc	Discussion with N. Meakin regarding discussion with discussion with S. Horn regarding reviewing and revising draft e-mail correspondence	5.9	810.00	4,779.00

Invoice: 1894914
 Date: February 23, 2016
 Page: 6

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		regarding the forgoing; reviewing further revised ; discussion with			
01/08/16	Shalviri, Aryo	Email correspondence; reviewing revised ; discussion with Delaware counsel regarding reviewing and providing comments on same; reviewing revised and providing comments on same;	2.8	530.00	1,484.00
01/09/16	Shalviri, Aryo	Email correspondence with Delaware counsel regarding	0.2	530.00	106.00
01/11/16	Levine, Alexis	Correspondence regarding and reviewing same; considering revised	2.1	695.00	1,459.50
01/11/16	Rogers, Linc	Various email correspondence throughout the day regarding arising in connection with the pending CCAA proceeding; status discussion with N. Meakin.	2.5	810.00	2,025.00
01/11/16	Shalviri, Aryo	Email correspondence; reviewing and providing comments on discussion with Delaware counsel;	1.5	530.00	795.00
01/12/16	Levine, Alexis	Considering and correspondence regarding same.	0.4	695.00	278.00
01/12/16	Rogers, Linc	Reviewing revised reviewing email correspondence throughout the day regarding various filing related matters; reviewing and considering various issues in connection with security review opinion.	6.9	810.00	4,779.00
01/12/16	Shalviri, Aryo	Email correspondence; reviewing and providing comments on revised ; discussion with Delaware counsel.	3.3	530.00	1,749.00
01/13/16	Levine, Alexis	Considering	0.6	695.00	417.00
01/13/16	Rogers, Linc	Reviewing revised reflecting changes ; reviewing and attending conference call with working group to discuss ; email correspondence with Canadian counsel to purchaser; email correspondence to US counsel; attending to various matters in	4.5	810.00	3,645.00

Blakes

Invoice: 1894914
 Date: February 23, 2016
 Page: 7

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		connection with security opinion.			
01/13/16	Shalviri, Aryo	Email correspondence; reviewing and providing comments on ; reviewing. and providing comments on same; engaging in discussion with US counsel; reviewing revised and providing comments on same; conference call to discuss same; revising draft and	3.1	530.00	1,643.00
01/13/16	Turco, Antonio	Drafting correspondence to L. Rogers regarding	0.5	685.00	342.50
01/14/16	Komis, Lori	Circulating Quebec and District of Columbia security searches.	0.2	385.00	77.00
01/14/16	Levine, Alexis	Reviewing, preparing for and participating in ; follow up; consideration of applicable law.	1.9	695.00	1,320.50
01/14/16	Rogers, Linc	Reviewing revised discussing same with N. Meakin; discussing same with S. Horne; reviewing email correspondence regarding revised ; preparing for discussion with ; email correspondence with discussions with A. Shalviri throughout the day regarding all of the forgoing.	6.5	810.00	5,265.00
01/14/16	Shalviri, Aryo	Reviewing revised. and providing comments on same; reviewing revised and providing comments on same; revising draft. ; email correspondence.	2.0	530.00	1,060.00
01/15/16	Levine, Alexis	Preparing for delivery of opinions.	0.4	695.00	278.00
01/15/16	Rogers, Linc	Reviewing finalized ; preliminary review of ; email correspondence with working group throughout the day regarding various matters in connection with proposed Canadian and US filings; status meeting with S. Weisz.	4.9	810.00	3,969.00
01/15/16	Shalviri, Aryo	Reviewing revised and providing comments on same; email correspondence; discussion with L. Rogers; discussion with counsel to the Syndicate;	1.6	530.00	848.00

Invoice: 1894914
 Date: February 23, 2016
 Page: 8

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		reviewing revised and providing comments on same; reviewing revised draft and providing comments on same.			
01/15/16	Welsz, Steven	Discussion with L. Rogers and attend to ; and strategy relating to	1.0	895.00	895.00
01/16/16	Rogers, Linc	Reviewing and revising	0.5	810.00	405.00
01/16/16	Shalviri, Aryo	Email correspondence; revising draft ; reviewing and providing comments on same; discussion with Delaware counsel.	2.1	530.00	1,113.00
01/17/16	Rogers, Linc	Discussion with N. Meakin regarding ; discussion with A. Shalviri regarding same; reviewing and revising draft email correspondence with working group throughout the day.	4.6	810.00	3,886.00
01/17/16	Shalviri, Aryo	Email correspondence; reviewing and revising draft and ; discussion regarding same; reviewing ; and providing comments on same.	3.3	530.00	1,749.00
01/18/16	Rogers, Linc	Extensive email correspondence throughout the day with working group regarding pending filing, including in respect of various conversations with working group throughout the day regarding the forgoing; reviewing and commenting on various documentation in connection with the forgoing throughout the day.	4.1	810.00	3,321.00
01/18/16	Shalviri, Aryo	Preparing for filing; email correspondence; discussion; reviewing and providing comments on revised ; reviewing and providing comments on	6.3	530.00	3,339.00
01/19/16	Rogers, Linc	Preparing for and attending court hearing for initial application of Primus entities; reviewing including ; various email and various	5.6	810.00	4,536.00

MONTREAL OTTAWA TORONTO CALGARY VANCOUVER NEW YORK LONDON BARRAH ALKHOBAR* BEIJING SHANGHAI*

*Associated Office

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Invoice: 1894914
 Date: February 23, 2016
 Page: 9

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		discussions with US counsel on related matters; various email correspondence by and among counsel throughout the day regarding initial filing and related matters.			
01/19/16	Shalviri, Aryo	Reviewing and providing comments on same; email correspondence; attending Court; reviewing and considering	5.5	530.00	2,915.00
01/20/16	Rogers, Linc	Travel time to Delaware; extensive email correspondence throughout the day regarding and related conversation with N. Meakin and M. Konyukova; travelling to Delaware to attend court at chapter 15 hearing.	8.5	810.00	6,885.00
01/20/16	Shalviri, Aryo	Email correspondence; discussion; reviewing; reviewing; providing comments on same; reviewing	1.7	530.00	901.00
01/21/16	Levine, Alexis	Correspondence regarding	0.2	695.00	139.00
01/21/16	Rogers, Linc	Attending US Bankruptcy Court in Delaware; travel time back to Toronto; reviewing and commenting on email correspondence to S. Horn regarding same.	7.1	810.00	5,751.00
01/21/16	Shalviri, Aryo	Email correspondence; reviewing and providing comments on reviewing and considering and providing comments on same.	4.0	530.00	2,120.00
01/22/16	Rogers, Linc	Discussion with Stikemans regarding discussion with counsel to secured lender regarding discussion with counsel to Origin regarding extensive email correspondence throughout the day regarding reviewing correspondence regarding p	4.1	810.00	3,321.00
01/23/16	Shalviri, Aryo	Email correspondence; reviewing and consolidating relevant email correspondence	1.4	530.00	742.00

Invoice: 1894914
 Date: February 23, 2016
 Page: 10

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		in connection with			
01/24/16	Rogers, Linc	Reviewing and revising draft ; email correspondence regarding same; discussions with A. Shalviri regarding same.	3.8	810.00	3,078.00
01/24/16	Shalviri, Aryo	Email correspondence; reviewing revised and providing comments on same; discussion with L. Rogers; discussion with Delaware counsel.	1.7	530.00	901.00
01/25/16	Rogers, Linc	Reviewing and commenting on draft as it relates to ; discussion with working group regarding additional details pertaining to ; extensive email correspondence with working group throughout the day regarding various discussions with working group members throughout the day regarding	5.8	810.00	4,698.00
01/25/16	Shalviri, Aryo	Reviewing and providing comments on same; email correspondence; reviewing and considering correspondence from counsel to	5.4	530.00	2,862.00
01/26/16	Rogers, Linc	Reviewing and commenting on revised reviewing extensive email correspondence and discussions throughout the day with working group regarding and various related matters.	5.2	810.00	4,212.00
01/26/16	Shalviri, Aryo	Email correspondence; discussion regarding reviewing and providing comments on same.	3.4	530.00	1,802.00
01/27/16	Dupuis, François	Updating and issuing Quebec opinion.	0.5	475.00	237.50
01/27/16	Levine, Alexis	Reviewing correspondence with Saskatchewan, Manitoba, Quebec, New Brunswick and Delaware counsel; revising primary security opinion.	2.7	695.00	1,876.50
01/27/16	Rogers, Linc	Discussion with counsel for	5.2	810.00	4,212.00

Invoice: 1894914
 Date: February 23, 2016
 Page: 11

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		discussion with M. Konyukhova regarding sale process matters and reviewing draft reviewing revised draft reviewing and commenting on			
01/27/16	Shalviri, Aryo	Reviewing revised and providing comments; reviewing r and providing comments on same; reviewing r and providing comments on same; conference call with counsel.	2.7	530.00	1,431.00
01/27/16	Welsz, Steven	Attending to matters relating to and and	1.0	895.00	895.00
01/28/16	Komis, Lori	Discussion regarding New Brunswick searches and opinion; reviewing schedules to finalizing opinions.	0.8	385.00	308.00
01/28/16	Levine, Alexis	Call with A. Cox regarding New Brunswick reviewing final opinions.	1.2	695.00	834.00
01/28/16	Rogers, Linc	Extensive discussions throughout the day with working group regarding r and extensive email correspondence throughout the day regarding same.	3.7	810.00	2,997.00
01/28/16	Shalviri, Aryo	Email correspondence; reviewing revised reviewing and considering email correspondence from counsel to reviewing and providing comments on draft	2.9	530.00	1,537.00
01/29/16	Rogers, Linc	Attending conference regarding various discussions and emails throughout the day regarding ; email correspondence regarding email correspondence regarding	2.7	810.00	2,187.00

Invoice: 1894914
 Date: February 23, 2016
 Page: 12

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
01/29/16	Shalviri, Aryo	Email correspondence; reviewing and providing comments on draft; discussion with Delaware counsel; reviewing and providing comments on	4.4	530.00	2,332.00
01/29/16	Weisz, Steven	Working on and considering discussions with A. Shalviri and L. Rogers;	1.0	895.00	895.00
01/30/16	Rogers, Linc	Reviewing and commenting on draft; with N. Meakin; email correspondence regarding conference call; reviewing	2.3	810.00	1,863.00
01/30/16	Shalviri, Aryo	Email correspondence; reviewing and providing comments on	2.1	530.00	1,113.00
01/30/16	Weisz, Steven	Working on and ; considering	1.0	895.00	895.00
01/31/16	Rogers, Linc	Preparing for and attending all-hands call regarding ; discussion with email correspondence throughout the day regarding the foregoing.	2.4	810.00	1,944.00
01/31/16	Shalviri, Aryo	Conference call; reviewing research on ; email correspondence; reviewing and providing comments on same.	2.2	530.00	1,166.00
01/31/16	Weisz, Steven	Prepare for and participate in conference call regarding follow-up on	1.5	895.00	1,342.50
Total Fees for this Matter					\$ 190,119.50

Invoice: 18949-14
 Date: February 23, 2016
 Page: 13

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Burr, Chris	BUR	1.2	655.00	786.00
Campbell, Drew	DRC	3.9	480.00	1,872.00
Dupuis, François	FDU	4.8	475.00	2,280.00
Komis, Lori	LLB	11.4	385.00	4,389.00
Levine, Alexis	LEV	26.3	695.00	18,278.50
Marino, Julie	JUMA	2.1	230.00	483.00
Rampersad, Claudia	XCB	1.1	225.00	247.50
Rogers, Linc	LGR	123.9	810.00	100,359.00
Roos, Nick	ROOS	2.8	430.00	1,204.00
Shalvin, Aryo	ARY	96.0	530.00	50,880.00
Turco, Antonio	ATZ	2.2	685.00	1,507.00
Walton, Dori	DXL	1.6	235.00	376.00
Weisz, Steven	SJW	7.0	895.00	6,265.00
Whitmore, Seth	SWQ	4.5	265.00	1,192.50
Total		288.8		\$ 190,119.50

Taxable Disbursement(s)

Courier	\$ 35.49
Duplicating	528.48
eSummaries	550.00
OnCorp PPSA (electronic)	20.00
PPSA-EP	221.00
Search Fees	105.81
Searches-Other	24.00
Transportation	78.08

\$ 1,562.86

Non-taxable Disbursement(s)

Filing Fee	\$ 2,661.32
Government Fees	282.17

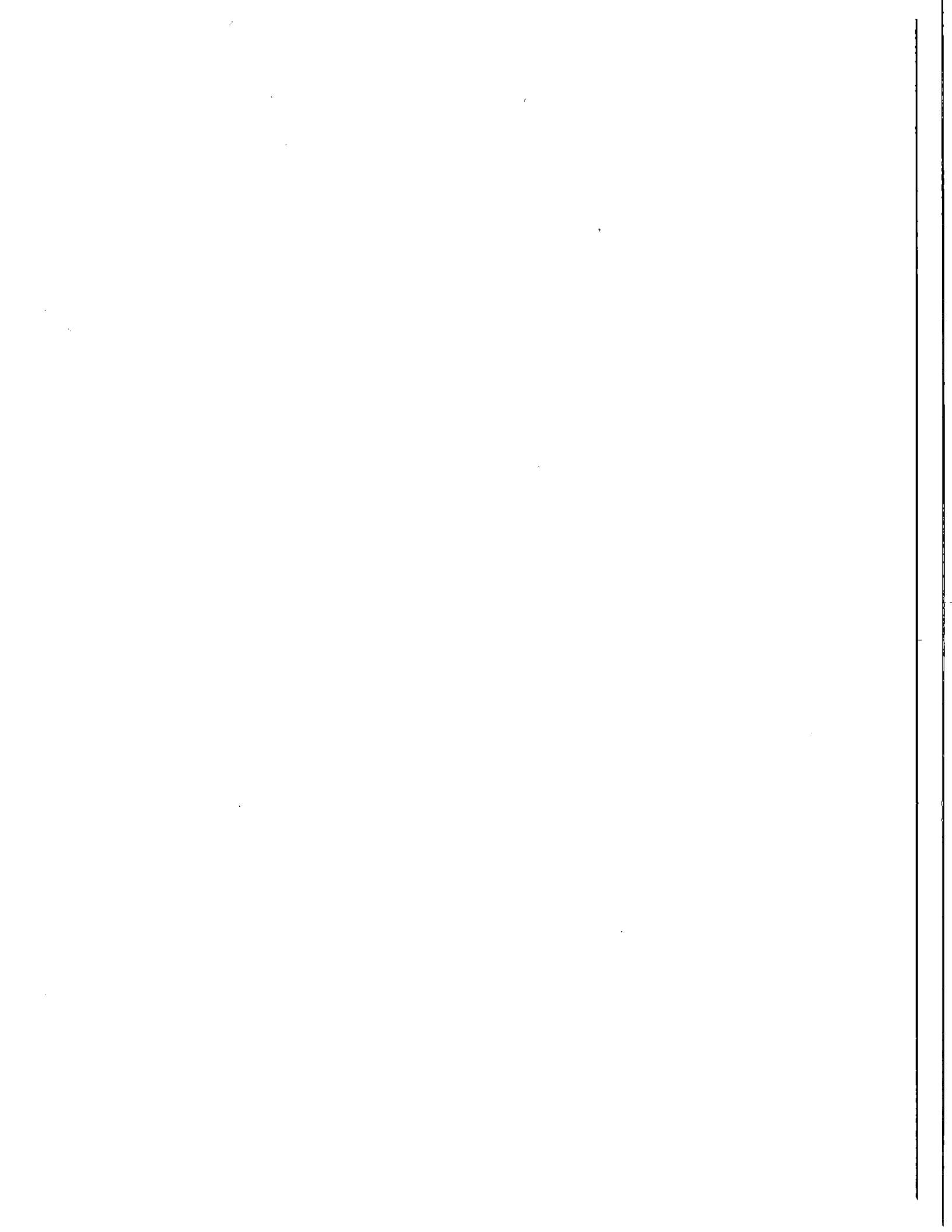
\$ 2,943.49

Harmonized Sales Tax (13.0%)

24,918.72

Total Due for this Matter in Canadian Currency

\$ 219,544.57 CAD





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INVOICE

Please write invoice
 number(s) on cheque

March 21, 2016

FTI Consulting, Inc.
 TD Waterhouse Tower
 79 Wellington Street
 Suite 2010
 Toronto, ON M5K 1G8
 Canada

Invoice: 1899633
 Billing Lawyer: Weisz, Steven
 HST/GST No.: R119396778
 Client: 00079294
 Matter: 000008

Attention: Nigel D. Meakin
 Senior Managing Director

Re: **Project Stratus II**

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended February 29, 2016, as follows:

	Total Fees	\$ 127,608.00
<u>Taxable Disbursement(s)</u>		
Duplicating	\$ 388.50	
Telephone/Facsimile	8.53	
Third Party Fees	17.70	
Transportation	51.49	
Travel	2,784.99	
		<u>\$ 3,251.21</u>
<u>Non-taxable Disbursement(s)</u>		
Travel - Non Taxable	\$ 713.00	
		<u>\$ 713.00</u>
	Harmonized Sales Tax (13.0%)	<u>17,011.70</u>
	TOTAL DUE IN CANADIAN CURRENCY	\$ 148,583.91 CAD



Invoice: 1899633
Date: March 21, 2016
Page: 2

Re: Project Stratus II (000008)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
02/01/16	Rogers, Linc	Reviewing and commenting on revised , revised ; discussion with B. O'Neill regarding ; discussion with ; various discussions with working group members throughout the day regarding and related matters.	6.9	810.00	5,589.00
02/01/16	Shalviri, Aryo	Reviewing and providing comments on same; conference call with counsel reviewing revised and providing comments on same; discussion with US counsel.	5.9	530.00	3,127.00
02/02/16	Rogers, Linc	Attending conference call to discuss ; discussion with B. O'Neill regarding various sale related matters; discussion with ; extensive email correspondence and discussions with working group throughout the day regarding various matters in connection with reviewing and commenting	6.2	810.00	5,022.00
02/02/16	Shalviri, Aryo	Reviewing revised and providing comments on same; conference call with counsel to Primus; conference call with Delaware counsel; tending to issues relating to ; reviewing and considering correspondence from ; considering and addressing issues related to	7.7	530.00	4,081.00
02/02/16	Welsz, Steven	Reviewing draft and comments; reviewing and providing comments on	1.5	895.00	1,342.50
02/03/16	Rogers, Linc	Reviewing and commenting on ; reviewing reviewing ; discussion with ; various email correspondence and telephone discussions throughout the day regarding various matters	5.0	810.00	4,050.00

Invoice: 1899633
 Date: March 21, 2016
 Page: 3

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		relating to and other matters.			
02/03/16	Shalviri, Aryo	Reviewing : and providing comments on same; email correspondence; reviewing correspondence from ; reviewing revised and providing comments on same; discussion with N. Meakin; reviewing and considering issues related to same; discussion with L. Rogers; discussion with	4.8	530.00	2,544.00
02/04/16	Rogers, Linc	Extensive email correspondence throughout the day; reviewing revised , discussion with working members regarding various matters including follow up discussion with working group members.	3.9	810.00	3,159.00
02/04/16	Shalviri, Aryo	Reviewing revised) and providing comments on same; email correspondence; reviewing and considering issues related to reviewing additional documents) and considering issues related to ; discussion with Delaware counsel; preparing litigation schedule; discussion with V. Callina.	6.2	530.00	3,286.00
02/04/16	Weisz, Steven	Working on litigation strategy and schedule regarding email with Monitor.	1.0	895.00	895.00
02/05/16	Rogers, Linc	Various correspondence and discussions regarding and other related and ancillary matters.	1.5	810.00	1,215.00
02/05/16	Shalviri, Aryo	Email correspondence; revising litigation timetable; reviewing ; reviewing ; discussion with US counsel; discussion with ,	3.5	530.00	1,855.00
02/05/16	Weisz, Steven	Preparing for court hearing and working on litigation schedule. Attend to issues regarding Email with counsel for regarding same	1.5	895.00	1,342.50

Invoice: 1899633
 Date: March 21, 2016
 Page: 4

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
02/05/16	Whitmore, Seth	Reviewing the	1.1	265.00	291.50
02/06/16	Shalviri, Aryo	Revising litigation schedule; preparing for scheduling hearing.	0.6	530.00	318.00
02/07/16	Rogers, Linc	Attending conference call regarding reviewing draft email correspondence to working group regarding the forgoing.	1.6	810.00	1,296.00
02/07/16	Shalviri, Aryo	Engaging in email correspondence and conference call to discuss and related issues; revising litigation schedule; email correspondence with regarding	0.8	530.00	424.00
02/07/16	Weisz, Steven	Email and attending conference call regarding and ; regarding	1.0	895.00	895.00
02/08/16	Rogers, Linc	Preparing for and attending chambers motion regarding scheduling of sale approval; reviewing and commenting on reviewing and commenting on ; reviewing draft prepared by A. Shalviri regarding reviewing email correspondence in connection with ; discussion with Monitor regarding matters relating to various discussions with working group members throughout the day regarding the forgoing.	5.1	810.00	4,131.00
02/08/16	Shalviri, Aryo	Email correspondence with working group regarding various transaction matters; reviewing and providing comments on same; reviewing revised and providing comments on same; drafting ; reviewing and providing comments on same; email correspondence and	6.7	530.00	3,551.00

Invoice: 1899633
 Date: March 21, 2016
 Page: 5

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		discussion with Delaware counsel; reviewing and providing comments on			
02/08/16	Weisz, Steven	Reviewing and considering [redacted] and [redacted]; follow up on [redacted] and next steps regarding [redacted] and [redacted]	1.0	895.00	895.00
02/08/16	Weisz, Steven	Prepare for, travel to/from and attend court hearing regarding approval motion; discussion with counsel regarding [redacted] considering litigation strategy; discussion with Monitor regarding same.	2.0	895.00	1,790.00
02/08/16	Whitmore, Seth	Conducting [redacted] response to [redacted]	0.7	265.00	185.50
02/09/16	Rogers, Linc	Discussion with [redacted], discussion with N. Meakin and A. Shalviri regarding [redacted] reviewing [redacted] regarding [redacted] reviewing revised [redacted] discussion with N. MacParland regarding [redacted]; discussion with M. Konyukhova regarding [redacted]; reviewing email correspondence from US counsel.	4.8	810.00	3,888.00
02/09/16	Shalviri, Aryo	Email correspondence with working group; reviewing revised [redacted] and providing comments on same; reviewing revised [redacted] and providing comments on same; reviewing and considering revised [redacted]; discussion with Delaware counsel.	4.3	530.00	2,279.00
02/09/16	Weisz, Steven	Attending to matters relating to [redacted]	1.5	895.00	1,342.50



Invoice: 1899633
 Date: March 21, 2016
 Page: 6

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
02/09/16	Whitmore, Seth	Conducting	0.3	265.00	79.50
02/10/16	Rogers, Linc	Extensive email correspondence throughout the day regarding various logistical matters in connection with discussions throughout the day with N. Meakin regarding various matters including ; discussion with M. Konyukhova regarding the forgoing; discussion with N. MacParland regarding	3.9	810.00	3,159.00
02/10/16	Shalviri, Aryo	Preparing for and attending Hardship Payment hearing; email correspondence with working group; discussion with Delaware counsel; conference call with revising and circulating ; email correspondence with Manitoba counsel.	4.4	530.00	2,332.00
02/10/16	Whitmore, Seth	Conducting	0.1	265.00	26.50
02/11/16	Rogers, Linc	Email correspondence regarding ; reviewing and commenting on draft ; reviewing and commenting on draft revised discussions with various discussions with N. Meakin throughout the day regarding various matters in connections with ; discussion with counsel for Bell regarding discussion with counsel for purchaser regarding Bell related matters.	4.5	810.00	3,645.00
02/11/16	Shalviri, Aryo	Email correspondence; discussion with reviewing and providing comments on ; considering issues related to ; email correspondence with Delaware counsel; reviewing and revising	4.3	530.00	2,279.00
02/12/16	Rogers, Linc	Reviewing correspondence from J. Bellissimo	3.9	810.00	3,159.00

Blakes

Invoice: 1899633
 Date: March 21, 2016
 Page: 7

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		regarding reviewing and commenting on draft ; reviewing and commenting on draft email by A. Shalviri regarding discussion with N. Meakin, M. Cameron, A. Shalviri regarding reviewing provisions of ; email correspondence regarding ; email correspondence from and related regarding			
02/12/16	Shalviri, Aryo	Email correspondence with working group; attending conference call with working group; considering issue related to drafting proposal regarding revising ; discussion with Delaware counsel; considering issues related to conference call to discuss	5.1	530.00	2,703.00
02/14/16	Rogers, Linc	Email correspondence regarding various outstanding matters in connection with	0.4	810.00	324.00
02/15/16	Rogers, Linc	Reviewing and commenting on draft , discussions with A. Shalviri regarding same; discussion with N. Meakin regarding same.	1.6	810.00	1,296.00
02/15/16	Shalviri, Aryo	Email correspondence with working group; reviewing providing comments on same; considering issues related to	3.6	530.00	1,908.00
02/16/16	Rogers, Linc	Discussion with discussion with N. Meakin and M. Konyukhova regarding matters related to ; email correspondence regarding the forgoing; email correspondence with working group members regarding	2.0	810.00	1,620.00
02/16/16	Shalviri, Aryo	Email correspondence with working group; discussion with Delaware counsel; discussion regarding ; considering	1.7	530.00	901.00

Invoice: 1899633
 Date: March 21, 2016
 Page: 8

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		issues related to			
02/17/16	Rogers, Linc	Extensive email correspondence throughout the day regarding various matters in connection with proposed transaction including ; discussions with working group members throughout the day regarding the forgoing including counsel to the purchaser; email correspondence regarding various matters in connection with reviewing and commenting on various	5.1	810.00	4,131.00
02/17/16	Shalviri, Aryo	Email correspondence with working group; reviewing and revising draft and providing comments on same; reviewing and revising considering issues related to ; tending to issues related to considering issues related to	7.1	530.00	3,763.00
02/17/16	Weisz, Steven	Email and review documents regarding email regarding	0.5	895.00	447.50
02/18/16	Rogers, Linc	Various discussions and emails throughout the day with working group members regarding various aspects of file including reviewing and commenting on various documents throughout the day relating to such transactions.	5.5	810.00	4,455.00
02/18/16	Shalviri, Aryo	Email correspondence with working group; attending conference calls with working group; reviewing revised draft ; and providing comments on same; reviewing and providing comments on revised discussion with V. Calina; discussion with Delaware counsel; considering issues related to	8.3	530.00	4,399.00

Blakes

Invoice: 1899633
 Date: March 21, 2016
 Page: 9

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
02/19/16	Rogers, Linc	Email correspondence from US counsel regarding ; email correspondence regarding , discussion with ; and email correspondence regarding and commenting on same; discussions throughout the day with N. Meakin and A. Shalviri regarding same.	4.1	810.00	3,321.00
02/19/16	Shalviri, Aryo	Conference call with Delaware counsel; reviewing and providing comments on reviewing revised considering issues involving	2.1	530.00	1,113.00
02/20/16	Rogers, Linc	Email correspondence regarding the	0.3	810.00	243.00
02/20/16	Shalviri, Aryo	Reviewing and providing comments on revised email correspondence with Delaware counsel.	0.7	530.00	371.00
02/21/16	Rogers, Linc	Reviewing revised , discussion with N. Meakin regarding same.	0.3	810.00	243.00
02/21/16	Shalviri, Aryo	Reviewing and providing comments on ; email correspondence with Delaware counsel.	0.3	530.00	159.00
02/22/16	Rogers, Linc	Email correspondence and discussions regarding ; email correspondence and discussion regarding ; reviewing ; various discussions with N. Meakin throughout the day.	2.4	810.00	1,944.00
02/22/16	Shalviri, Aryo	Reviewing and providing comments , discussion with Delaware counsel; considering issues related to cu considering issues related to	1.6	530.00	848.00
02/23/16	Rogers, Linc	Attending conference call with counsel for follow up call with N. Meakin; reviewing and revising draft , conference call with	3.8	810.00	3,078.00



Invoice: 1899633
 Date: March 21, 2016
 Page: 10

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		discussion with M. Konyukhova regarding ; discussion with			
02/23/16	Shalviri, Aryo	Discussion with US counsel: reviewing summary of status of ; and considering same; reviewing revised ; and providing comments on same.	2.0	530.00	1,060.00
02/23/16	Weisz, Steven	Reviewing ; follow-up on status of: preparation for closing of transaction if approved by court; considering	1.0	895.00	895.00
02/24/16	Rogers, Linc	Extensive email correspondence and discussions throughout the day regarding discussion with preparing email setting out	2.9	810.00	2,349.00
02/24/16	Shalviri, Aryo	Considering issues related to ; reviewing and revising ; considering issues related to ; preparing for hearing for Approval and Vesting Order.	1.5	530.00	795.00
02/25/16	Rogers, Linc	Preparing for and attending court regarding approval and vesting order; reviewing discussion regarding ; email correspondence regarding the forgoing throughout the day.	2.5	810.00	2,025.00
02/25/16	Shalviri, Aryo	Preparing for and attending hearing for Approval and Vesting Order and Stay Extension and Distribution Order; engaging in conference call to discuss reviewing revised ; and providing comments on same; reviewing and providing comments on same; reviewing revised ; and providing comments on same.	4.6	530.00	2,438.00
02/26/16	Rogers, Linc	Email correspondence regarding and	1.8	810.00	1,458.00

Blakes

Invoice: 1899633
 Date: March 21, 2016
 Page: 11

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		; ancillary emails and discussions regarding the forgoing; reviewing revised discussion with M. Konyukhova regarding same.			
02/26/16	Shalviri, Aryo	Considering issues related to ; discussion with L. Rogers regarding same; discussion with Delaware counsel regarding	1.2	530.00	636.00
02/27/16	Rogers, Linc	Email correspondence regarding	0.2	810.00	162.00
02/27/16	Shalviri, Aryo	Call with S. Bissell; considering issues related to	0.3	530.00	159.00
02/28/16	Rogers, Linc	Reviewing revised email correspondence with R. Jaipargas regarding same; email correspondence with N. Meakin.	0.5	810.00	405.00
02/28/16	Shalviri, Aryo	Reviewing revised ; and providing comments on same; considering issues related to	0.6	530.00	318.00
02/29/16	Rogers, Linc	Various discussions with counsel to Purchaser regarding transaction related matters including discussion with N. Meakin regarding same throughout the day; discussion with Stikemans regarding same; various email correspondence throughout the day regarding same; reviewing and considering	3.9	810.00	3,159.00
02/29/16	Shalviri, Aryo	Conference calls to discuss issues pertaining to ; discussion regarding same; reviewing revised ; discussion with Delaware counsel; reviewing revised ; and considering revisions to same.	1.9	530.00	1,007.00
Total Fees for this Matter					\$ 127,608.00



Invoice: 1899633
Date: March 21, 2016
Page: 12

Matter/Timekeeper/Summary	ID	Hours	Rate (\$)	Amount (\$)
Rogers, Linc	LCR	84.6	810.00	68,526.00
Shalviri, Aryo	ARY	91.8	530.00	48,654.00
Weisz, Steven	SJW	11.0	895.00	9,845.00
Whitmore, Seth	SWQ	2.2	265.00	583.00
Total		189.6		\$ 127,608.00

Taxable Disbursement(s)

Duplicating	\$ 388.50
Telephone/Facsimile	8.53
Third Party Fees	17.70
Transportation	51.49
Travel	2,784.99

\$ 3,251.21

Non-taxable Disbursement(s)

Travel - Non Taxable	\$ 713.00
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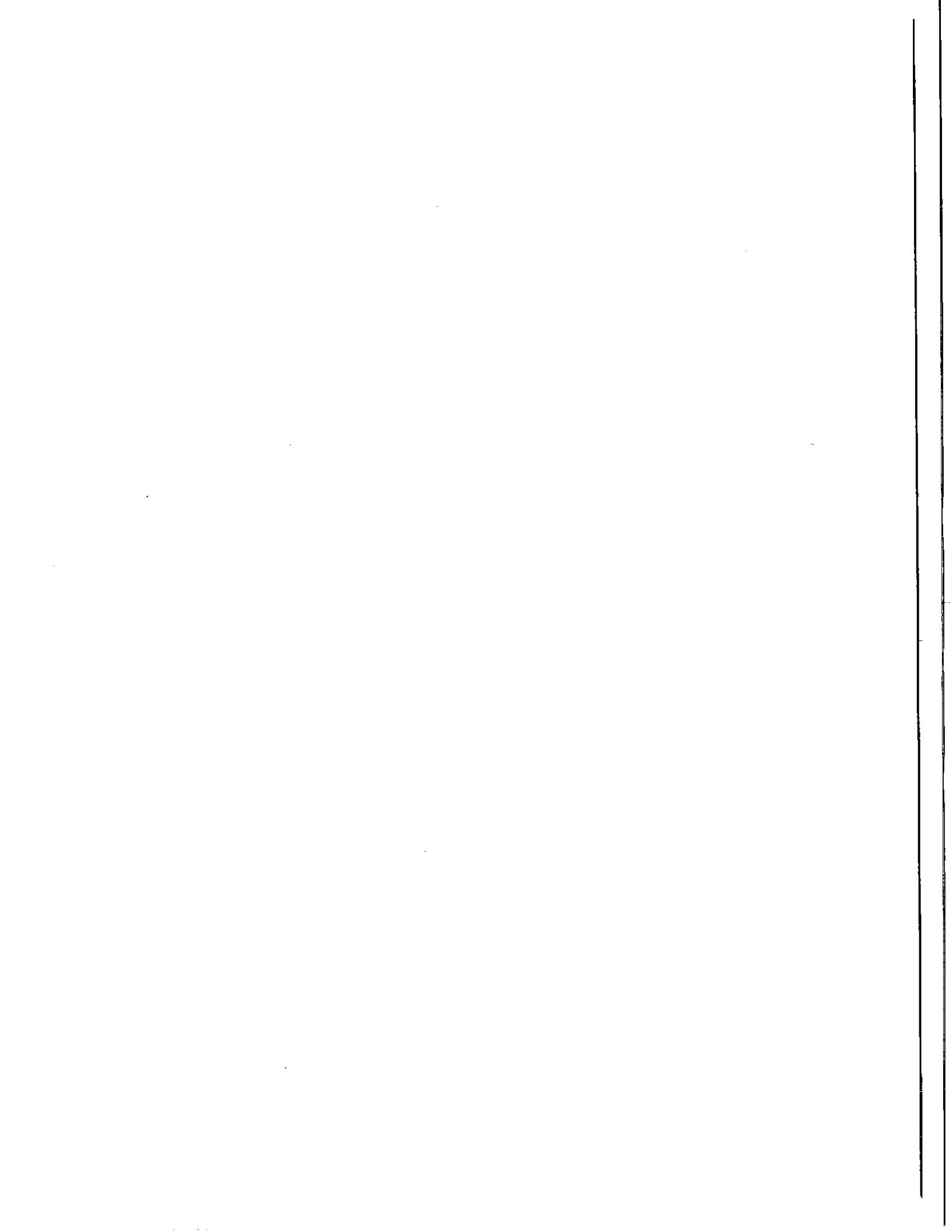
\$ 713.00

Harmonized Sales Tax (13.0%)

17,011.70

Total Due for this Matter in Canadian Currency

\$ 148,583.91 CAD





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

INVOICE

Please write invoice
 number(s) on cheque

April 29, 2016

FTI Consulting, Inc.
 TD Waterhouse Tower
 79 Wellington Street
 Suite 2010
 Toronto, ON M5K 1G8
 Canada

Invoice: 1908216
 Billing Lawyer: Weisz, Steven
 HST/GST No.: R119396778
 Client: 00079294
 Matter: 000008

Attention: Nigel D. Meakin
 Senior Managing Director

Re: Project Stratus II

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended March 31, 2016, as follows:

	Total Fees	\$ 30,696.00
<u>Taxable Disbursement(s)</u>		
Telephone/Facsimile	\$ 1.22	
		<u>\$ 1.22</u>
	Credit Applied	(2,523.99)
	Harmonized Sales Tax (13.0%)	3,990.64
		<u>\$ 32,163.87 CAD</u>
TOTAL DUE IN CANADIAN CURRENCY		



Invoice: 1908216
Date: April 29, 2016
Page: 2

Re: Project Stratus II (000008)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
03/01/16	Rogers, Linc	Reviewing ; various email correspondence regarding same including email correspondence and discussions with counsel to ; various discussions and emails with debtor's counsel, the Monitor and US counsel in connection with preparation for court regarding same.	2.8	810.00	2,268.00
03/01/16	Shalviri, Aryo	Preparing for hearing for Assignment Order; considering issues related to same; reviewing and considering conference call to discuss issues related to same.	1.6	530.00	848.00
03/02/16	Rogers, Linc	Preparing for and attending hearing on assignment order; email correspondence and discussions regarding ; email correspondence regarding	1.5	810.00	1,215.00
03/02/16	Shalviri, Aryo	Preparing for and attending hearing regarding , email correspondence with working group; discussion with L. Rogers; discussion and email correspondence with Delaware counsel regarding ; considering issues related to same.	2.7	530.00	1,431.00
03/03/16	Rogers, Linc	Email correspondence regarding various matters in connection with ; discussion A. Shalviri regarding same.	0.5	810.00	405.00
03/03/16	Shalviri, Aryo	Email correspondence regarding discussion with US counsel; discussion with L. Rogers; reviewing correspondence and considering issues related to ; and ; analysis regarding same; discussion with L. Rogers regarding same; discussion with counsel	0.8	530.00	424.00
03/04/16	Rogers, Linc	Email exchanges throughout the day regarding and various matters relating to the	0.6	810.00	486.00
03/04/16	Shalviri, Aryo	Email correspondence regarding	0.1	530.00	53.00

Invoice: 1908216
 Date: April 29, 2016
 Page: 3

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
03/08/16	Rogers, Linc	Email correspondence regarding	0.3	810.00	243.00
03/08/16	Shalviri, Aryo	Email correspondence regarding ; considering issues related to	0.2	530.00	106.00
03/09/16	Rogers, Linc	Email correspondence regarding ; email correspondence regarding	0.3	810.00	243.00
03/09/16	Shalviri, Aryo	Reviewing and providing comments on reviewing and considering draft	2.1	530.00	1,113.00
03/10/16	Rogers, Linc	Voice mail from F. Gagnon regarding email correspondence to M. Konyukhova regarding same; status discussion with A. Shalviri regarding same.	0.6	810.00	486.00
03/10/16	Shalviri, Aryo	Discussing and considering issue related to conference call with tending to closing matters; reviewing and considering	1.7	530.00	901.00
03/11/16	Rogers, Linc	Email correspondence regarding various closing matters.	0.3	810.00	243.00
03/11/16	Shalviri, Aryo	Email correspondence regarding closing matters; considering issue related to ; drafting discussion with Delaware counsel regarding same.	1.3	530.00	689.00
03/11/16	Welsz, Steven	Following up on status of	1.0	895.00	895.00
03/12/16	Shalviri, Aryo	Email correspondence regarding ; correspondence with Delaware counsel.	0.2	530.00	106.00
03/14/16	Rogers, Linc	Email correspondence regarding	0.4	810.00	324.00
03/14/16	Shalviri, Aryo	Internal and external conference calls to discuss ; reviewing and considering.	2.9	530.00	1,537.00
03/15/16	Rogers, Linc	Email correspondence regarding various	0.3	810.00	243.00



Invoice: 1908216
Date: April 29, 2016
Page: 4

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
03/15/16	Shalviri, Aryo	Email correspondence regarding	0.1	530.00	53.00
03/16/16	Rogers, Linc	Discussion with M. Konyukhova regarding	0.2	810.00	162.00
03/17/16	Rogers, Linc	Attending all-hands conference call regarding reporting call to N. Meakin; email correspondence regarding same.	1.3	810.00	1,053.00
03/17/16	Shalviri, Aryo	Email correspondence; reviewing considering	0.5	530.00	265.00
03/18/16	Shalviri, Aryo	Email correspondence regarding	0.1	530.00	53.00
03/21/16	Shalviri, Aryo	Reviewing , considering	0.4	530.00	212.00
03/23/16	Shalviri, Aryo	Reviewing and considering considering issues related to discussion with .	0.9	530.00	477.00
03/24/16	Rogers, Linc	Status discussion with A. Shalviri regarding closing logistics.	0.3	810.00	243.00
03/24/16	Shalviri, Aryo	Email correspondence; reviewing closing documents and providing comments on same; conference call to discuss outstanding closing issues and logistics.	6.9	530.00	3,657.00
03/25/16	Rogers, Linc	Reviewing email correspondence regarding closing matters.	0.3	810.00	243.00
03/25/16	Shalviri, Aryo	Reviewing and providing comments on same; reviewing and considering issues in connection with email correspondence regarding closing matters; discussing issues related to	1.6	530.00	848.00
03/27/16	Shalviri, Aryo	Email correspondence with counsel to Primus.	0.1	530.00	53.00
03/28/16	Rogers, Linc	Reviewing email correspondence regarding closing mechanics; status discussions with A. Shalviri regarding same.	0.3	810.00	243.00
03/28/16	Shalviri, Aryo	Email correspondence regarding closing matters; discussion regarding and considering issues related to same; reviewing revised	1.7	530.00	901.00

Invoice: 1908216
Date: April 29, 2016
Page: 5

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		tending to outstanding issues in connection with closing.			
03/29/16	Rogers, Linc	Various discussions with A. Shalviri regarding closing matters.	0.6	810.00	486.00
03/29/16	Shalviri, Aryo	Email correspondence regarding closing; reviewing revised closing documents and providing comments on same; conference calls to discuss closing logistics; considering and tending to outstanding matters in connection with closing.	6.0	530.00	3,180.00
03/30/16	Rogers, Linc	Reviewing email correspondence regarding various closing matters.	0.3	810.00	243.00
03/30/16	Shalviri, Aryo	Email correspondence regarding closing; tending to closing logistics; discussion regarding _____; considering issues related _____; finalizing _____; discussion with _____	1.4	530.00	742.00
03/31/16	Rogers, Linc	Discussion with N. Meakin regarding various status items; reviewing email correspondence regarding closing; discussions with A. Shalviri regarding same.	0.7	810.00	567.00
03/31/16	Shalviri, Aryo	Email correspondence; conference call to discuss closing logistics; revising _____; discussion; drafting _____, considering issues _____ / reviewing revised closing documents and providing comments on same; reviewing draft _____ and providing comments on same.	6.2	530.00	2,756.00
Total Fees for this Matter					\$30,696.00

Matter	Timekeeper	Summary	ID	Hours	Rate (\$)	Amount (\$)
	Rogers, Linc		LCR	11.6	810.00	9,396.00
	Shalviri, Aryo		ARY	38.5	530.00	20,405.00
	Weisz, Steven		SJW	1.0	895.00	895.00
Total				51.1		\$30,696.00



Invoice:	1908216
Date:	April 29, 2016
Page:	6

Taxable Disbursement(s)

Telephone/Facsimile

\$ 1.22

\$ 1.22

Credit Applied

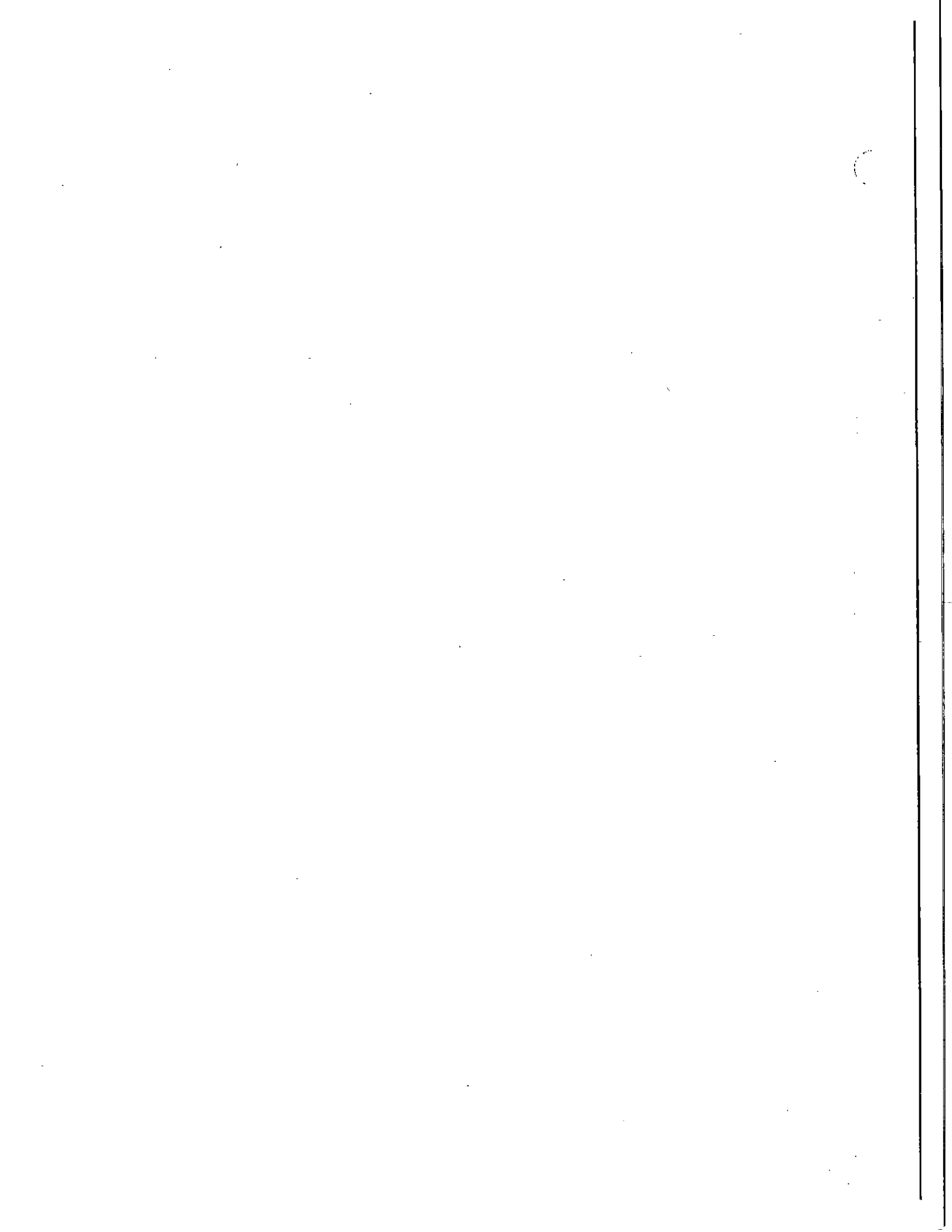
(2,523.99)

Harmonized Sales Tax (13.0%)

-3,990.64

Total Due for this Matter in Canadian Currency

\$ 32,163.87 CAD





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

INVOICE

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May 31, 2016

FTI Consulting, Inc.
 TD Waterhouse Tower
 79 Wellington Street
 Suite 2010
 Toronto, ON M5K 1G8
 Canada

Invoice: 1913762
 Billing Lawyer: Weisz, Steven
 HST/GST No.: R119396778
 Client: 00079294
 Matter: 000008

Attention: Nigel D. Meakin
 Senior Managing Director

Re: Project Stratus II

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended April 30, 2016, as follows:

	Total Fees	\$ 16,938.00
<u>Taxable Disbursement(s)</u>		
Catering, Meals etc.	\$ 64.32	
Telephone/Facsimile	1.46	
		<u>\$ 65.78</u>
	Harmonized Sales Tax (13.0%)	2,210.49
	TOTAL DUE IN CANADIAN CURRENCY	\$ 19,214.27 CAD





Invoice: 1913762
 Date: May 31, 2016
 Page: 2

Re: Project Stratus II (000008)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
04/01/16	Rogers, Linc	Discussion with N. Meakin regarding reviewing email correspondence regarding closing.	0.5	810.00	405.00
04/01/16	Shalviri, Aryo	Email correspondence with working group; tending to closing of transaction with Birch and matters related thereto; discussion with D. Magisano.	2.8	530.00	1,484.00
04/04/16	Shalviri, Aryo	Email correspondence with working group; considering issues related to	0.2	530.00	106.00
04/05/16	Rogers, Linc	Reviewing email correspondence and attending to various post-closing matters,	0.4	810.00	324.00
04/05/16	Shalviri, Aryo	Email correspondence with working group; reviewing revised and providing comments on same.	0.3	530.00	159.00
04/06/16	Rogers, Linc	Email correspondence regarding post-closing matters including	0.3	810.00	243.00
04/06/16	Shalviri, Aryo	Email correspondence with working group; considering issue related to discussion with discussion with regarding	0.2	530.00	106.00
04/07/16	Shalviri, Aryo	Email correspondence with working group; considering issues related to ; correspondence with N. MacParland regarding same.	0.3	530.00	159.00
04/07/16	Weisz, Steven	Reviewing email regarding	0.2	895.00	179.00
04/08/16	Shalviri, Aryo	Email correspondence with working group; reviewing	0.2	530.00	106.00
04/11/16	Rogers, Linc	Status discussion with N. Meakin regarding various post-closing matters.	0.2	810.00	162.00
04/11/16	Shalviri, Aryo	Email correspondence with working group.	0.1	530.00	53.00
04/12/16	Shalviri, Aryo	Email correspondence with working group.	0.2	530.00	106.00
04/18/16	Shalviri, Aryo	Email correspondence with S. Bissell regarding status of t	0.2	530.00	106.00

Invoice: 1913762
 Date: May 31, 2016
 Page: 3

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
04/20/16	Rogers, Linc	Discussion with [redacted] regarding reviewing email correspondence by [redacted] discussion with N. Meakin regarding [redacted]; reviewing email correspondence to W. Rostom regarding same.	1.1	810.00	891.00
04/20/16	Shalviri, Aryo	Email correspondence with working group; considering issues related to [redacted]	0.2	530.00	106.00
04/21/16	Rogers, Linc	Discussion with F. Gagnon regarding reporting email to N. Meakin; email correspondence from [redacted] regarding [redacted]	1.2	810.00	972.00
04/21/16	Shalviri, Aryo	Email correspondence with working group.	0.1	530.00	53.00
04/22/16	Rogers, Linc	Email correspondence regarding [redacted]; email correspondence regarding [redacted] preliminary review of [redacted]	1.0	810.00	810.00
04/22/16	Shalviri, Aryo	Email correspondence with working group; reviewing and providing comments on [redacted], considering issues related to same; [redacted] and considering issues related to [redacted] discussion with L. Rogers regarding same.	2.9	530.00	1,537.00
04/25/16	Rogers, Linc	Discussion with N. Meakin regarding various outstanding post-closing matters including [redacted] discussion with N. MacParland regarding same; reviewing [redacted]	2.2	810.00	1,782.00
04/25/16	Shalviri, Aryo	Discussion with L. Rogers regarding reviewing [redacted] in connection with same; considering issues related to [redacted]	1.3	530.00	689.00
04/26/16	Rogers, Linc	Discussion with N. MacParland regarding [redacted]; reviewing and revising [redacted] discussion with N. Meakin regarding same.	1.2	810.00	972.00

Blakes

Invoice: 1913762
 Date: May 31, 2016
 Page: 4

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
04/26/16	Shalviri, Aryo	Considering issues related to drafting discussion with L. Rogers regarding same.	2.2	530.00	1,166.00
04/27/16	Rogers, Linc	Discussion with N. Meakin regarding discussion with . regarding same; further review of	2.1	810.00	1,701.00
04/28/16	Rogers, Linc	Discussion with discussing same with discussion with . regarding same; follow-up correspondence regarding same.	1.6	810.00	1,296.00
04/28/16	Shalviri, Aryo	Email correspondence with counsel to Primus; discussion with L. Rogers regarding ; considering issues related to same.	0.2	530.00	106.00
04/29/16	Rogers, Linc	Reviewing email correspondence regarding ; discussing same with N. Meakin; email correspondence to regarding same.	1.3	810.00	1,053.00
04/29/16	Shalviri, Aryo	Discussion with L. Rogers; considering issues related to ; email correspondence.	0.2	530.00	106.00
Total Fees for this Matter					\$ 16,938.00

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Rogers, Linc	LCR	13.1	810.00	10,611.00
Shalviri, Aryo	ARY	11.6	530.00	6,148.00
Weisz, Steven	SJW	0.2	895.00	179.00
Total		24.9		\$ 16,938.00

Taxable Disbursement(s)

Catering, Meals etc.
 Telephone/Facsimile

\$ 64.32
 1.46

\$ 65.78

Harmonized Sales Tax (13.0%)

2,210.49

Total Due for this Matter in Canadian Currency

\$ 19,214.27 CAD

C

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

INVOICE

Please write invoice
 number(s) on cheque

July 29, 2016

FTI Consulting, Inc.
 TD Waterhouse Tower
 79 Wellington Street
 Suite 2010
 Toronto, ON M5K 1G8
 Canada

Invoice: 1924292
 Billing Lawyer: Weisz, Steven
 HST/GST No.: R119396778
 Client: 00079294
 Matter: 000008

Attention: Nigel D. Meakin
 Senior Managing Director

Re: Project Stratus II

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended June 30, 2016, as follows:

Total Fees	\$ 37,088.00
Harmonized Sales Tax (13.0%)	4,821.44
TOTAL DUE IN CANADIAN CURRENCY	\$ 41,909.44 CAD



Invoice: 1924292
Date: July 29, 2016
Page: 2

Re: Project Stratus II (000008)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
05/02/16	Rogers, Linc	Reviewing email correspondence regarding discussion with regarding	0.4	810.00	324.00
05/02/16	Shalviri, Aryo	Email correspondence with working group.	0.1	530.00	53.00
05/03/16	Rogers, Linc	Email correspondence regarding various post-closing matters; discussion with regarding email correspondence with regarding same.	0.9	810.00	729.00
05/03/16	Shalviri, Aryo	Reviewing considering issues related to same; email correspondence with regarding	0.8	530.00	424.00
05/04/16	Rogers, Linc	Discussion with regarding discussion with discussion with N. Meakin regarding same and discussion regarding	1.2	810.00	972.00
05/05/16	Rogers, Linc	Status discussion with S. Horn regarding discussing same with N. Meakin; instructions to A. Shalviri regarding review of reviewing email regarding	0.9	810.00	729.00
05/05/16	Shalviri, Aryo	Considering issues related to and I email correspondence with S. Bissell regarding same; discussion with L. Rogers regarding same.	0.3	530.00	159.00
05/06/16	Rogers, Linc	Reviewing draft email prepared by A. Shalviri regarding I and discussing same; revising draft email.	0.4	810.00	324.00
05/06/16	Shalviri, Aryo	Reviewing correspondence regarding ; and drafting I in connection with same; discussion with L. Rogers regarding same.	2.3	530.00	1,219.00
05/09/16	Rogers, Linc	Reviewing information related to discussing same with A. Shalviri; email correspondence regarding	0.5	810.00	405.00



Invoice:	1924292
Date:	July 29, 2016
Page:	3

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		same.			
05/09/16	Shalviri, Aryo	reviewing closing documents and considering issues related to / and conference call with S. Bissell, M. Segal and A. Collins regarding same; reviewing revised discussion with S. Bissell regarding same; discussion with L. Rogers regarding same.	2.0	530.00	1,060.00
05/10/16	Rogers, Linc	Reviewing comments by N. Meakin on discussion with N. Meakin regarding same and other related matters; revising email; email to S. Horn regarding same; discussion with A. Shalviri regarding same.	0.8	810.00	648.00
05/10/16	Shalviri, Aryo	Email correspondence with working group.	0.1	530.00	53.00
05/11/16	Rogers, Linc	Finalizing ; discussion with A. Shalviri regarding ; voicemail from M. Gottlieb regarding ; follow up conversation with N. Meakin regarding same.	1.0	810.00	810.00
05/11/16	Shalviri, Aryo	Email correspondence with working group; considering issues related to discussion with S. Bissell.	0.3	530.00	159.00
05/12/16	Shalviri, Aryo	Email correspondence with considering same.	0.2	530.00	106.00
05/13/16	Rogers, Linc	Reviewing and considering issues related to same; general email correspondence regarding same.	0.5	810.00	405.00
05/13/16	Shalviri, Aryo	Considering ; email correspondence with L. Rogers and counsel to Purchaser regarding same.	0.5	530.00	265.00
05/16/16	Rogers, Linc	Reviewing and commenting on draft reviewing correspondence related to discussion with N. MacParland regarding same; follow up discussion with N. Meakin; email correspondence regarding same.	1.5	810.00	1,215.00
05/16/16	Shalviri, Aryo	Reviewing draft and	1.8	530.00	954.00

Invoice: 1924292
 Date: July 29, 2016
 Page: 4

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		providing comments on same; email correspondence with L. Rogers regarding reviewing and considering issues related to same; discussion with L. Rogers regarding same.			
05/20/16	Rogers, Linc	Discussion with ; regarding ; discussion with M. Konyukhova and K. Esaw regarding follow up discussion with N. Meakin regarding same; voicemail form ; e-mail correspondence with A. Shalviri.	2.3	810.00	1,863.00
05/20/16	Shalviri, Aryo	Email correspondence with working group and counsel to purchaser regarding	0.1	530.00	53.00
05/21/16	Shalviri, Aryo	Email correspondence with counsel to purchaser regarding	0.1	530.00	53.00
05/24/16	Shalviri, Aryo	Email correspondence with counsel to Primus entities regarding ; email correspondence with counsel to Purchaser regarding	0.2	530.00	106.00
05/25/16	Rogers, Linc	Email correspondence regarding and	0.3	810.00	243.00
05/27/16	Rogers, Linc	Email correspondence with M. Konyukhova regarding	0.1	810.00	81.00
05/30/16	Shalviri, Aryo	Email correspondence with S. Bissell.	0.1	530.00	53.00
05/31/16	Rogers, Linc	Reviewing email from F. Gagnon regarding	0.3	810.00	243.00
06/01/16	Rogers, Linc	Status discussion with J. Bunting regarding ; email correspondence with M. Konyukhova regarding same.	0.5	810.00	405.00
06/01/16	Shalviri, Aryo	Email correspondence with Delaware counsel regarding	0.1	530.00	53.00
06/03/16	Rogers, Linc	Preparing for and attending conference call regarding follow up discussion with N. Meakin regarding same.	1.0	810.00	810.00
06/03/16	Shalviri, Aryo	Conference call to discuss	0.5	530.00	265.00



Invoice: 1924292
 Date: July 29, 2016
 Page: 5

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		email correspondence with counsel to Primus in connection with same.			
06/06/16	Rogers, Linc	Strategy discussion with S. Weisz regarding discussions with various counsel regarding scheduling and other matters; email correspondence regarding email correspondence with	1.5	810.00	1,215.00
06/06/16	Shalviri, Aryo	Email correspondence with counsel to purchaser regarding drafting form of L. Rogers regarding same; email correspondence with counsel to Primus entities regarding same.	0.8	530.00	424.00
06/06/16	Weisz, Steven	Reviewing and considering and strategy discussions with L. Rogers.	1.0	895.00	895.00
06/07/16	Rogers, Linc	Discussion with A. Shalviri regarding scheduling matters.	0.2	810.00	162.00
06/07/16	Shalviri, Aryo	Scheduling a 9:30 a.m. scheduling hearing in connection with Motion by Zayo; email correspondence with working group regarding same; email correspondence with counsel regarding same; discussion with L. Rogers regarding same.	0.9	530.00	477.00
06/07/16	Weisz, Steven	Attending to issues relating to and considering	1.0	895.00	895.00
06/08/16	Shalviri, Aryo	Email correspondence with working group regarding ; correspondence with Commercial List to book scheduling hearing in connection with same.	0.2	530.00	106.00
06/09/16	Rogers, Linc	Reviewing matter related to e-mail correspondence regarding same.	0.3	810.00	243.00
06/09/16	Shalviri, Aryo	Email correspondence with S. Bissell, N. Meakin and L. Rogers; reviewing and	0.2	530.00	106.00
06/10/16	Shalviri, Aryo	Reviewing revised ; email correspondence with	1.1	530.00	583.00

Invoice: 1924292
Date: July 29, 2016
Page: 6

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		counsel regarding same; reviewing and considering			
06/10/16	Weisz, Steven	Working on	1.0	895.00	895.00
06/11/16	Shalviri, Aryo	Revising email correspondence with counsel regarding same.	0.2	530.00	106.00
06/13/16	Rogers, Linc	Email correspondence regarding scheduling matters; discussion with Zayo counsel regarding scheduling matters; reviewing and discussions with various counsel regarding same.	1.5	810.00	1,215.00
06/13/16	Shalviri, Aryo	Email correspondence with working group regarding Scheduling Hearing on June 14, 2016; email correspondence with counsel to Birch regarding	0.2	530.00	106.00
06/14/16	Shalviri, Aryo	Email correspondence with working group; email correspondence with Delaware counsel.	0.1	530.00	53.00
06/17/16	Rogers, Linc	Email correspondence regarding I and	0.9	810.00	729.00
06/20/16	Rogers, Linc	Email correspondence regarding	0.3	810.00	243.00
06/21/16	Rogers, Linc	Discussion with discussion with same; discussion with N. Meakin and S. Bissell regarding email correspondence regarding same.	0.6	810.00	486.00
06/21/16	Shalviri, Aryo	Email correspondence with working group regarding ; call with working group to discuss same; reviewing correspondence in connection with same.	0.7	530.00	371.00
06/22/16	Rogers, Linc	Email correspondence regarding	0.2	810.00	162.00
06/23/16	Rogers, Linc	Discussion with N. Meakin regarding	0.6	810.00	486.00
06/24/16	Rogers, Linc	Email correspondence with S. Weisz, M. Gottlieb and N. Meakin regarding scheduling matters; email correspondence regarding	0.5	810.00	405.00



Invoice: 1924292
Date: July 29, 2016
Page: 7

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
06/24/16	Weisz, Steven	Working on	0.5	895.00	447.50
06/25/16	Shalviri, Aryo	Email correspondence with counsel to Applicants regarding and [redacted]; connection therewith.	0.1	530.00	53.00
06/26/16	Shalviri, Aryo	Email correspondence with working group regarding	0.1	530.00	53.00
06/27/16	Rogers, Linc	Reviewing and commenting on draft discussing same with A. Shalviri regarding same.	1.0	810.00	810.00
06/27/16	Shalviri, Aryo	Email correspondence with working group; reviewing draft materials in connection with and providing comments on same; discussion with L. Rogers; discussion with N. Meakin; reviewing revised and considering same.	1.9	530.00	1,007.00
06/28/16	Bercovici, Nora	Conducting a review of determine the	2.5	240.00	600.00
06/28/16	Rogers, Linc	Reviewing revised [redacted] strategy discussion with A. Shalviri.	0.8	810.00	648.00
06/28/16	Shalviri, Aryo	Email correspondence with working group regarding discussion with N. Meakin regarding same; reviewing and providing additional comments on form of discussion with counsel to Applicants regarding same; email correspondence with counsel to Applicants and Birch.	2.4	530.00	1,272.00
06/28/16	Weisz, Steven	Attending to ; reviewing draft	1.0	895.00	895.00
06/29/16	Bercovici, Nora	Reviewing and analyzing case law regarding as: determine the	2.3	240.00	552.00
06/29/16	Rogers, Linc	Reviewing revised ; attending discussion with M. Konyukhova regarding scheduling	2.0	810.00	1,620.00

Invoice: 1924292
Date: July 29, 2016
Page: 8

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		matters; email correspondence with working group.			
06/29/16	Shalviri, Aryo	Providing instructions to N. Becovici regarding research into reviewing same; email correspondence with counsel to Applicants; conference call with Monitor and counsel to Bell regarding	1.0	530.00	530.00
06/29/16	Weisz, Steven	Email regarding scheduling matters; reviewing	1.0	895.00	895.00
06/30/16	Becovici, Nora	Reviewing and analyzing case law regarding	1.4	240.00	336.00
06/30/16	Rogers, Linc	Reviewing and commenting on : regarding costs; discussion with N. Meakin regarding same; email correspondence regarding same.	1.3	810.00	1,053.00
06/30/16	Shalviri, Aryo	Email correspondence with working group; reviewing revised reviewing revised and considering same; discussion with L. Rogers regarding same.	0.5	530.00	265.00
06/30/16	Weisz, Steven	Following up on n scheduling matters.	0.5	895.00	447.50
Total Fees for this Matter					\$ 37,088.00

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Becovici, Nora	NEB	6.2	240.00	1,488.00
Rogers, Linc	LCR	24.3	810.00	19,683.00
Shalviri, Aryo	ARY	19.9	530.00	10,547.00
Weisz, Steven	SJW	6.0	895.00	5,370.00
Total		56.4		\$ 37,088.00

Harmonized Sales Tax (13.0%)

4,821.44

Total Due for this Matter in Canadian Currency

\$ 41,909.44 CAD

MONTRÉAL OTTAWA TORONTO CALGARY VANCOUVER NEW YORK LONDON BAHRAIN AL-KHOBAR* BEIJING SHANGHAI*
*Associated Office
Blakes, Cassels & Graydon LLP | blakes.com

C



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

INVOICE

Please write invoice
 number(s) on cheque

August 30, 2016

FTI Consulting, Inc.
 TD Waterhouse Tower
 79 Wellington Street
 Suite 2010
 Toronto, ON M5K 1G8
 Canada

Invoice: 1929442
 Billing Lawyer: Weisz, Steven
 HST/GST No.: R119396778
 Client: 00079294
 Matter: 000008

Attention: Nigel D. Meakin
 Senior Managing Director

Re: Project Stratus II

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended July 31, 2016, as follows:

	Total Fees	\$ 18,199.50
<u>Taxable Disbursement(s)</u>		
Duplicating	\$ 41.00	
Telephone/Facsimile	3.15	
		<u>\$ 44.15</u>
		2,371.68
		<u>\$ 20,615.33 CAD</u>
	Harmonized Sales Tax (13.0%)	
	TOTAL DUE IN CANADIAN CURRENCY	





Invoice: 1929442
Date: August 30, 2016
Page: 2

Re: Project Stratus II (000008)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
07/01/16	Shalviri, Aryo	Email correspondence with U.S. regulatory counsel regarding	0.1	530.00	53.00
07/04/16	Shalviri, Aryo	Engaging in email correspondence with working group; reviewing and providing comments on same.	0.2	530.00	106.00
07/05/16	Shalviri, Aryo	Engaging in email correspondence with working group; conference call with Bell to discuss	0.4	530.00	212.00
07/06/16	Rogers, Linc	Discussion with A. Shalviri regarding	1.0	810.00	810.00
07/06/16	Shalviri, Aryo	Engaging in email correspondence with L. Rogers.	0.1	530.00	53.00
07/07/16	Shalviri, Aryo	Engaging in email correspondence with working group and counsel to the Applicants; reviewing draft! and providing comments on same; engaging in discussion with L. Rogers regarding same.	2.9	530.00	1,537.00
07/08/16	Shalviri, Aryo	Reviewing and considering ; email correspondence with working group; revising draft!	2.5	530.00	1,325.00
07/09/16	Bercovici, Nora	Reviewing past judicial consideration of the	1.1	240.00	264.00
07/11/16	Shalviri, Aryo	Email correspondence with working group; reviewing revised and considering same; email correspondence with S. Bissell regarding	0.3	530.00	159.00
07/12/16	Rogers, Linc	Reviewing and revising draft	1.4	810.00	1,134.00
07/12/16	Shalviri, Aryo	Email correspondence with working group.	0.1	530.00	53.00
07/13/16	Rogers, Linc	Finalizing comments on discussion with S. Weisz and N. Meakin regarding same;	1.0	810.00	810.00
07/13/16	Shalviri, Aryo	Email correspondence with working group; reviewing revised	0.2	530.00	106.00
07/13/16	Shalviri, Aryo	Discussion with L. Rogers and N. Meakin	0.4	530.00	212.00



Invoice: 1929442
 Date: August 30, 2016
 Page: 3

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		regarding			
07/14/16	Shalviri, Aryo	Email correspondence with the working group.	0.1	530.00	53.00
07/14/16	Weisz, Steven	Working on	1.0	895.00	895.00
07/14/16	Weisz, Steven	Working on	1.0	895.00	895.00
07/15/16	Riviglia, Anna	Filed 3rd Report of the Monitor.			25.00
07/15/16	Rogers, Linc	Email correspondence regarding various matters in connection with ; reviewing	0.4	810.00	324.00
07/15/16	Weisz, Steven	Finalizing	1.0	895.00	895.00
07/18/16	Rogers, Linc	Reviewing correspondence from M. Gottlieb regarding	0.3	810.00	243.00
07/18/16	Shalviri, Aryo	Email correspondence with working group; reviewing letter from) and considering same; email correspondence with counsel to Primus regarding	0.8	530.00	424.00
07/18/16	Weisz, Steven	Email regarding ; reviewing and considering	0.5	895.00	447.50
07/19/16	Rogers, Linc	Reviewing and commenting on	0.5	810.00	405.00
07/19/16	Shalviri, Aryo	Conference call to with working group to discuss ; drafting discussion with L. Rogers regarding same; reviewing ; email correspondence with counsel to Primus.	3.4	530.00	1,802.00
07/19/16	Weisz, Steven	Attending conference call with Monitor; reviewing considering finalizing	1.5	895.00	1,342.50
07/20/16	Rogers, Linc	Finalizing comments on	0.3	810.00	243.00

Invoice: 1929442
 Date: August 30, 2016
 Page: 4

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
07/20/16	Shalviri, Aryo	Email correspondence with working group; email correspondence with attending cross-examinations in connection with Zayo Motion; revising	3.4	530.00	1,802.00
07/21/16	Shalviri, Aryo	Engaging in discussion with N. Meakin; engaging in discussion with L. Rogers.	0.2	530.00	106.00
07/21/16	Shalviri, Aryo	Engaging in discussion with	0.1	530.00	53.00
07/26/16	Shalviri, Aryo	Email correspondence with regarding email correspondence with V. Callna.	0.1	530.00	53.00
07/26/16	Weisz, Steven	Discussion with counsel for Zayo.	0.5	895.00	447.50
07/27/16	Rogers, Linc	Preliminary review of	0.6	810.00	486.00
07/28/16	Shalviri, Aryo	Reviewing and considering email correspondence with working group regarding same.	0.7	530.00	371.00
07/29/16	Shalviri, Aryo	Email Correspondence with regulatory counsel regarding	0.1	530.00	53.00
Total Fees for this Matter					\$ 18,199.50

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Bercovici, Nora	NEB	1.1	240.00	264.00
Riviglia, Anna	ANR	0.0	0.00	25.00
Rogers, Linc	LCR	5.5	810.00	4,455.00
Shalviri, Aryo	ARY	16.1	530.00	8,533.00
Weisz, Steven	SJW	5.5	895.00	4,922.50
Total		28.2		\$ 18,199.50

Taxable Disbursement(s)

Duplicating \$ 41.00
 Telephone/Facsimile 3.15

\$ 44.15

Harmonized Sales Tax (13.0%)

2,371.68

Total Due for this Matter in Canadian Currency

\$ 20,615.33 CAD

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

INVOICE

Please write invoice
 number(s) on cheque

September 7, 2016

FTI Consulting, Inc.
 TD Waterhouse Tower
 79 Wellington Street
 Suite 2010
 Toronto, ON M5K 1G8
 Canada

Invoice: 1930620
 Billing Lawyer: Weisz, Steven
 HST/GST No.: R119396778
 Client: 00079294
 Matter: 000008

Attention: Nigel D. Meakin
 Senior Managing Director

Re: Project Stratus II

FOR PROFESSIONAL SERVICES RENDERED
 during the period ended August 31, 2016, as follows:

Total Fees	\$ 42,292.00
Harmonized Sales Tax (13.0%)	5,497.96
TOTAL DUE IN CANADIAN CURRENCY	\$ 47,789.96 CAD



Invoice:	1930620
Date:	September 7, 2016
Page:	2

Re: Project Stratus II (000008)

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
08/01/16	Shalviri, Aryo	Email correspondence with	0.1	530.00	53.00
08/02/16	Rogers, Linc	Reviewing ; reviewing and providing comments on same; email correspondence with N. Meakin.	1.1	810.00	891.00
08/02/16	Weisz, Steven	Reviewing court materials and preparing for Zayo motion.	1.0	895.00	895.00
08/03/16	Rogers, Linc	Email correspondence regarding	0.4	810.00	324.00
08/03/16	Weisz, Steven	Reviewing , and providing comments to	1.0	895.00	895.00
08/08/16	Shalviri, Aryo	Discussion with S. Weisz regarding ; preparing for Zayo Motion and drafting ; email correspondence with working group regarding same.	3.0	530.00	1,590.00
08/08/16	Weisz, Steven	Preparing for Zayo motion.	4.0	895.00	3,580.00
08/09/16	Shalviri, Aryo	Email correspondence with working group; email correspondence with , preparing for and attending motion by Zayo for payment of its pre-filing amounts; discussion with S. Weisz regarding same.	8.2	530.00	4,346.00
08/09/16	Weisz, Steven	Attending Zayo motion.	8.0	895.00	7,160.00
08/10/16	Shalviri, Aryo	Email correspondence with regarding discussion with , regarding same; reviewing and considering email correspondence with regarding email correspondence with K. Hamidi regarding posting of same.	1.2	530.00	636.00
08/11/16	Rogers, Linc	Discussion with N. Meakin regarding ; follow up discussion with S. Weisz regarding same; discussion with A. Shalviri regarding	0.4	810.00	324.00



Invoice:	1930620
Date:	September 7, 2016
Page:	3

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
08/11/16	Shalviri, Aryo	Email correspondence with working group; discussion with L. Rogers regarding considering issues related to	0.8	530.00	424.00
08/11/16	Weisz, Steven	Email and conference call regarding reviewing and considering issues relating to	1.0	895.00	895.00
08/12/16	Rogers, Linc	Attending conference to discuss matters relating to discussion with N. Meakin regarding	1.4	810.00	1,134.00
08/12/16	Shalviri, Aryo	Conference call with working group to discuss conference call to discuss discussion with L. Rogers; email correspondence with working group; considering issues related to	2.1	530.00	1,113.00
08/12/16	Weisz, Steven	Attending call with Stikemans.	1.0	895.00	895.00
08/16/16	Shalviri, Aryo	Discussion with L. Rogers regarding regarding ; beginning to draft letter regarding	0.2	530.00	106.00
08/17/16	Rogers, Linc	Reviewing and commenting on draft letter prepared by A. Shalviri regarding and discussion regarding same; reviewing email correspondence regarding	1.0	810.00	810.00
08/17/16	Shalviri, Aryo	Email correspondence with working group; revising letter to considering issues related to	1.1	530.00	583.00
08/18/16	Rogers, Linc	Status discussion with M. Konyukhova regarding follow up discussion with N. Meakin; email correspondence regarding same; reviewing	1.0	810.00	810.00
08/18/16	Shalviri, Aryo	Email correspondence with working group; considering issues related to	0.9	530.00	477.00



Invoice:	1930620
Date:	September 7, 2016
Page:	4

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
		; discussion with counsel to Primus Entities.			
08/19/16	Rogers, Linc	Email correspondence regarding	0.2	810.00	162.00
08/19/16	Shalviri, Aryo	Email correspondence with working group; arranging for delivery of letter to reviewing decision rendered in connection with Zayo Motion and considering same.	1.1	530.00	583.00
08/20/16	Shalviri, Aryo	Email correspondence with working group regarding	0.2	530.00	106.00
08/22/16	Shalviri, Aryo	Email correspondence with working group and counsel to Primus Entities regarding	0.2	530.00	106.00
08/22/16	Weisz, Steven	Considering discussion with	0.6	895.00	537.00
08/23/16	Rogers, Linc	Email correspondence regarding :	0.3	810.00	243.00
08/23/16	Shalviri, Aryo	Email correspondence with working group.	0.1	530.00	53.00
08/24/16	Shalviri, Aryo	Email correspondence with working group regarding	0.1	530.00	53.00
08/25/16	Rogers, Linc	Email correspondence regarding discussion with A. Shalviri regarding	0.3	810.00	243.00
08/25/16	Shalviri, Aryo	Email correspondence with working group; reviewing draft and providing comments on same; discussion with L. Rogers regarding ; email correspondence with counsel to the Primus entities.	2.4	530.00	1,272.00
08/26/16	Rogers, Linc	Reviewing and commenting on ; discussion with N. Meakin regarding ; inter-office meetings regarding	1.4	810.00	1,134.00
08/26/16	Shalviri, Aryo	Email correspondence with working group; revising circulating same.	1.6	530.00	848.00
08/26/16	Weisz, Steven	Email and attending to issues regarding	0.6	895.00	537.00

Blakes

Invoice: 1930620
 Date: September 7, 2016
 Page: 5

Date (m/d/y)	Timekeeper	Description	Hours	Rate	Amount (\$)
08/28/16	Shalviri, Aryo	Email correspondence regarding	0.1	530.00	53.00
08/29/16	James, Louise	Preparing	1.6	375.00	600.00
08/29/16	Rogers, Linc	Reviewing and commenting on ; reviewing discussion with A. Shalviri regarding same.	1.5	810.00	1,215.00
08/29/16	Shalviri, Aryo	Preparing ; email correspondence regarding same; discussion with L. Rogers regarding same; reviewing providing instructions to L. James regarding reviewing same.	5.1	530.00	2,703.00
08/29/16	Weisz, Steven	Finalizing	0.3	895.00	268.50
08/30/16	Rogers, Linc	Email correspondence regarding and commenting on prepared by A. Shalviri.	1.1	810.00	891.00
08/30/16	Shalviri, Aryo	Revising form of ; email correspondence regarding same; preparing draft email correspondence with regarding	3.5	530.00	1,855.00
08/30/16	Thompson, Nancy	Receiving instructions regarding preparation of affidavit for approval of fees; arranging for copies of invoices to be included.	0.3	355.00	106.50
08/31/16	Rogers, Linc	Discussion with regarding ; email correspondence regarding same; reviewing and commenting on email correspondence regarding same.	0.9	810.00	729.00
08/31/16	Shalviri, Aryo	Email correspondence with working group regarding	0.1	530.00	53.00
Total Fees for this Matter					\$ 42,292.00

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
James, Louise	LJ	1.6	375.00	600.00



Invoice:	1930620
Date:	September 7, 2016
Page:	6

Matter Timekeeper Summary	ID	Hours	Rate (\$)	Amount (\$)
Rogers, Linc	LCR	11.0	810.00	8,910.00
Shalviri, Aryo	ARY	32.1	530.00	17,013.00
Thompson, Nancy	NAB	0.3	355.00	106.50
Weisz, Steven	SJW	17.5	895.00	15,662.50
	Total	62.5		\$ 42,292.00

Harmonized Sales Tax (13.0%)

5,497.96

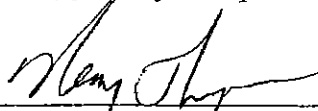
Total Due for this Matter in Canadian Currency

\$ 47,789.96 CAD

This is Exhibit "B" referred to in the

Affidavit of Linc Rogers

sworn before me
this 13th day of September, 2016



A Commissioner, etc.

Nancy Ann Thompson, a
Commissioner, etc., Province of Ontario,
for Blake, Cassels & Graydon LLP,
Barristers and Solicitors.
Expires June 26, 2018.

EXHIBIT "B"

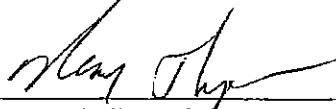
Name of Lawyer	Year of Call	Hourly Rate	
		2015	2016
Bercovici, Nora	<i>Student</i>		\$240.00
Burr, Chris	2008		\$655.00
Campbell, Drew	2011		\$480.00
Dupuis, François	2005		\$475.00
James, Louise	<i>Law Clerk</i>		\$375.00
Komis, Lori	<i>Law Clerk</i>	\$370.00	\$385.00
Levine, Alexis	2005		\$695.00
Marino, Julie	<i>Law Clerk</i>		\$230.00
Rampersad, Claudia	<i>Law Clerk</i>	\$215.00	\$225.00
Roges, Linc	2000	\$775.00	\$810.00
Roos, Nick	2011		\$430.00
Shalviri, Aryo	2013	\$485.00	\$530.00
Tan, Diana	<i>Search Clerk</i>	\$120.00	
Thompson, Nancy	<i>Law Clerk</i>		\$355.00
Turco, Antonio	2002		\$685.00
Walton, Dori	<i>Consultant</i>		\$235.00
Weisz, Steven	1991	\$860.00	\$895.00
Whitmore, Seth	<i>Student</i>		\$265.00

Total Fees Billed:	\$528,936.00
Total Hours:	811.20
Average Hourly Rate:	\$652.04

This is **Exhibit "C"** referred to in the

Affidavit of Linc Rogers

sworn before me
this 13th day of September, 2016



A Commissioner, etc.

Nancy Ann Thompson, a
Commissioner, etc., Province of Ontario,
for Blake, Cassels & Graydon LLP,
Barristers and Solicitors.
Expires June 26, 2018.

COX & PALMER | coxandpalmerlaw.com

New Brunswick | Newfoundland and Labrador | Nova Scotia | Prince Edward Island

February 2, 2016

Blake Cassels & Graydon LLP
199 Bay Street, Suite 4000
Toronto, ON M5L 1A9

Attention: Alexis Levine

Dear Ms.  Levine:


Re: FTI Consulting Canada Inc. - Review of Security Provided by Primus
Telecommunications Canada Inc. et al - New Brunswick Law Opinion
Our File No.: 50005327-00006

Enclosed find our account for services rendered in respect of the above matter which I trust you will find in order.

Please call or email me if you have any questions in this regard.

Thank you for the opportunity to be of assistance to you in this matter.

Yours very truly,


Arthur T. Doyle*
ATD/glb

Arthur T. Doyle* | Partner

Direct 506 633 2730 Main 506 632 8900 Fax 506 632 8809 Email adoyle@coxandpalmer.com

1 Germain Street, Suite 1500 | Saint John, NB | E2L 4V1

Correspondence: P. O. Box 1324, Saint John, NB E2L 4H8

*Practicing through Arthur T. Doyle Professional Corporation

Brunswick Square
Ste 1500, 1 Germain Street
PO Box 1324
Saint John, NB E2L 4H8

Tel: 506-632-8900
Fax: 506-632-8809
www.coxandpalmerlaw.com

NOVA SCOTIA * NEW BRUNSWICK * PRINCE EDWARD ISLAND * NEWFOUNDLAND & LABRADOR

COX & PALMER

Blake Cassels & Graydon LLP
199 Bay Street, Suite 4000
Toronto, ON M5L 1A9

January 29, 2016
File #50005327-00006
HST REG.#121439335 RT0001
Client # 50005327

INVOICE SUMMARY

Invoice # 500004522

RE: FTI Consulting Canada Inc., - Review of Security Provided by Primus Telecommunications Canada Inc.
et al - New Brunswick Law Opinion

Previous Balance	\$0.00
Interest on Overdue Amount	\$0.00
Fees for this Invoice	\$6,960.00
Taxable Disbursements for this Invoice	222.10
Non-Taxable Disbursements for this Invoice	0.00
HST	933.67
Total Invoice	<u>\$8,115.77</u>
 BALANCE NOW DUE	 <u>\$8,115.77</u>

Please return this page with your payment or wire your payment to:

Please include the File # 50005327-00006.

Payment Options: Cash, Cheque, VISA, MasterCard, In Office Debit.

Terms:

An interest charge of 12% per annum is payable on the balance not paid within 45 days of the date of the invoice.

Brunswick Square
 Ste 1500, 1 Germain Street
 PO Box 1324
 Saint John, NB E2L 4H8

Tel: 506-632-8900
 Fax: 506-632-8909
 www.coxandpalmerlaw.com

COX & PALMER

Blake Cassels & Graydon LLP
 199 Bay Street, Suite 4000
 Toronto, ON M5L 1A9

January 29, 2016
 File #50005327-00006
 Your Ref:
 HST REG.#121439335 RT0001
 Client # 50005327

Invoice #:500004522

FOR PROFESSIONAL SERVICES RENDERED IN CONNECTION WITH THIS MATTER:

RE: FTI Consulting Canada Inc., - Review of Security Provided by Primus Telecommunications Canada Inc. et al - New Brunswick Law Opinion

January 6, 2016	Various emails from and to Alexis Levine regarding opinion and supporting documents; receive and review general security agreement signed by PTCAN, Inc., as borrower, collateral assignment of material agreements signed by PTCAN, Inc., as borrower, general security agreement signed by Primus Telecommunications Canada Inc., successor by amalgamation to the borrower and acknowledgement and confirmation signed by Primus Telecommunications Canada Inc., successor by amalgamation to the borrower; receive and review PPSA and Bank Act searches conducted against Primus Telecommunications Canada Inc., PTCAN, Inc. and PT Holdco Inc.; receive and review office of the Superintendent of Bankruptcy Canada search results; office consultation with Josh McElman regarding legal opinions to be issued; receive and review draft Blakes legal opinion;	ATD
January 7, 2016	preparation of draft Cox & Palmer opinion; office consultation with Doug Wright (Cox & Palmer Newfoundland and Labrador) regarding same;	ATD
January 8, 2016	further revisions to draft opinion and email same to Alexis Levine et al; receive and review further revised Blakes opinion from Alexis Levine; further revisions to draft Cox & Palmer opinion and email same to Alexis Levine;	ATD
January 27, 2016	emails to and from Alexis Levine regarding outstanding issues in connection with legal opinion;	ATD
January 27, 2016	receive and review comments regarding legal opinion from Alexis Levine; revise opinion accordingly and email same to Alexis Levine; further review of security documents in connection with legal opinion; telephone message to Alexis Levine regarding perfection opinion;	ATD
January 28, 2016	finalize legal opinion and telephone conversation with Alexis Levine regarding same; email and mail final opinion to Alexis Levine;	ATD

To our fee

\$6,960.00

TAXABLE DISBURSEMENTS:

Photocopies

\$222.10

Total Taxable Disbursements:

\$222.10SUMMARY:

Fees for this Invoice

\$6,960.00

HST on Fees

904.80

Total Fees Including Taxes

\$7,864.80

Disbursements for this Invoice

222.10

HST on Disbursements

28.87

Total Disbursements Including Taxes

\$250.97

Total Invoice

\$8,115.77

BALANCE NOW DUE\$8,115.77

COX & PALMER

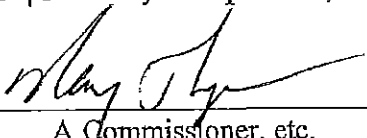


Arthur T. Doyle

S. E. & O.

This is Exhibit "D" referred to in the
Affidavit of Linc Rogers

sworn before me
this 13th day of September, 2016


A Commissioner, etc.

Nancy Ann Thompson, a
Commissioner, etc., Province of Ontario,
for Blake, Cassels & Graydon LLP,
Barristers and Solicitors,
Expires June 26, 2018.

BLACAS



THOMPSON
DOREMAN
SWEATMAN
LLP

201 Porlage Avenue, Suite 2200
Winnipeg MB R3B 3L3
Canada
Tel: (204) 957-1930
Fax: (204) 934-0570
www.tdslaw.com
general e-mail: info@tdslaw.com

January 28, 2016

Blake Cassels & Graydon LLP
Barristers & Solicitors
P.O. Box 25
Commerce Court West
Suite 2800, 199 Bay Street
Toronto ON M5L 1A9

Attention: Alexis Levine

Invoice No. 493295

Re: FTI Consulting Canada Inc.
Our Matter No. 00621 0140030 DMM

5110- 85000

REMITTANCE COPY

Total Fees	\$	2,750.00
Total Disbursements	\$	74.25
Total GST/HST	\$	141.21
Total RST	\$	220.00
Total Due This Invoice	\$	3,185.46

Please return this page with your payment payable to Thompson Dorfman Sweatman LLP.

GST Registration No. 121757413

Interest will be charged at the rate of 7% per annum on unpaid invoices calculated from a date that is one month after the date of this invoice.

IN ACCOUNT WITH



THOMPSON
DOREMAN
SWEATMAN
LLP

201 Portage Avenue, Suite 2200
Winnipeg MB R3B 3L3
Canada
Tel (204) 957-1930
Fax (204) 934-0570
www.tdslaw.com
general e-mail: info@tdslaw.com

January 28, 2016

Blake Cassels & Graydon LLP
Barristers & Solicitors
P.O. Box 25
Commerce Court West
Suite 2800, 199 Bay Street
Toronto ON M5L 1A9

Attention: Alexis Levine

Invoice No. 493295

Re: FTI Consulting Canada Inc.
Our Matter No. 00621 0140030 DMM

Disbursements:

Paid to	Personal Property Searches	\$	45.00	*
Paid to	Imaging	\$	29.25	*
Total Disbursements		\$	74.25	
*GST/HST on Taxable Disbursements		\$	3.71	

Our fees for all professional services:

Receiving instructions and preliminary consideration of issues;

Internal discussions with counsel regarding opinion matters; reviewing draft opinion

E-mail from client; reviewing security documents; reviewing diligence materials; preparing opinion

This is **Exhibit "E"** referred to in the
Affidavit of Linc Rogers

sworn before me
this 13th day of September, 2016



A Commissioner, etc.

Nancy Ann Thompson, a
Commissioner, etc., Province of Ontario,
for Blake, Cassels & Graydon LLP,
Barristers and Solicitors.
Expires June 26, 2018.



Mr. Michael W. Milani, Q.C.
 T: (306) 565-5117
 mmilani@mcdougallgauley.com

Ariene Rubisch, Assistant
 T: (306) 565-5122
 arubisch@mcdougallgauley.com

Refer to: 400238.1001 MWM

January 29, 2016

Blake Cassels & Graydon LLP
 199 Bay Street, Suite 4000
 Toronto, Ontario
 M5L 1A9

Attention: Mr. Alexis Levine

Dear Mr. Levine:

RE: Primus Telecommunications Inc.

We enclose our invoice for services rendered.

Thank you.

Yours truly,

McDOUGALL GAULEY LLP

MICHAEL W. MILANI

MWM/ar
 Encl.

2405022_1

SINCE 1891 (T: (306) 757-1641 F: (306) 359-0785 www.mcdougallgauley.com
 1500 - 1801 Scarth Street Regina, SK S4P 4K9

BARRISTERS + SOLICITORS
 Regina • Saskatoon • Estevan • Moose Jaw

IN ACCOUNT WITH


 McDougall GAULEY LLP

barristers and solicitors
 (306) 757-1641
 1500-1881 Searth Street
 Regina, Saskatchewan S4P 4K9

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

Date: January 29, 2016
 Invoice No.: 527005
 File Number:
 400238.1001/MWM

GST #R90275415
 PST 1881549

Attention: Alexis Levine

RE: Primus Telecommunications Canada Inc. & FTI Consulting Canada Inc.
 FOR PROFESSIONAL SERVICES RENDERED IN CONNECTION WITH:

DATE	DESCRIPTION
06/01/16	Consideration of personal property registration and security review;
06/01/16	Review documents; Correspondence to Mr. Levine respecting her correspondence of January 6, 2016;
06/01/16	Correspondence to Ms. Komis respecting her correspondence of January 6, 2016;
06/01/16	Correspondence to Mr. Levine respecting her correspondence of January 6, 2016;
06/01/16	Review security documents and searches; Telephone attendance with Mr. Levine; Draft opinion;
06/01/16	Further review of documents and draft opinion;
07/01/16	Prepare draft opinion;
07/01/16	Revise draft opinion;
07/01/16	Correspondence to Mr. Levine with draft opinion;
21/01/16	Correspondence to Mr. Levine confirming awaiting instructions;
21/01/16	Correspondence to Mr. Rogers respecting his correspondence of January 21, 2016;
27/01/16	Receive and peruse Mr. Levine's correspondence of January 27, 2016; Prepare revised blacklined draft opinion;
27/01/16	Correspondence to Mr. Levine with blacklined draft opinion;
27/01/16	Correspondence to Mr. Levine respecting her correspondence of January 27, 2016; Finalize opinion and forward to Mr. Levine by email and by courier;
29/01/16	Reporting and account;

TOTAL FEES:	\$2,510.00
Courtesy Fee Reduction	(\$260.00)
	<u>\$2,250.00</u>

DISBURSEMENTS AND OTHER CHARGES:

PPR Search*	6.67
Long Distance*	2.40
Postage*	1.54
Document Copying*	20.30
Courier*	15.75

BARREN
 Patron

A monthly late charge of 1.9% per annum will be applied to unpaid balance after 30 days.

TOTAL DISBURSEMENTS:	\$46.66
*GST applicable	
GST @ 5.00% on fees and taxable disbursements:	114.83
Provincial Sales Tax on fees:	112.50
TOTAL FEES, DISBURSEMENTS & TAXES:	<u>\$2,525.99</u>

MWM/AS
E&OE

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 PT HOLDCO, INC. et al.

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceeding Commenced at Toronto

AFFIDAVIT OF LINC A. ROGERS
Sworn September 13, 2016

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

Linc A. Rogers, LSUC # 43562N
Email: linc.rogers@blakes.com

Aryo Shalviri, LSUC #63867A
Tel: 416-863-2962
Fax: 416-863-2653
Email: aryo.shalviri@blakes.com

Lawyers for FTI Consulting Canada Inc.