

Court File No.: CV-23-00710413-00CL

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

APPLICATION UNDER SECTION 243(1) OF THE *BANKRUPTCY AND INSOLVENCY ACT*, R.S.C. 1985, c. B-3, AS AMENDED AND SECTION 101 OF THE *COURTS OF JUSTICE ACT*, R.S.O. 1990, c. C.43, AS AMENDED

B E T W E E N:

MBL ADMINISTRATIVE AGENT II LLC, as agent for POST ROAD SPECIALTY LENDING FUND II LP (f/k/a MAN BRIDGE LANE SPECIALTY LENDING FUND II (US) LP), and POST ROAD SPECIALTY LENDING FUND (UMINN) LP (f/k/a MAN BRIDGE LANE SPECIALTY LENDING FUND (UMINN) LP)

Applicant

and

TRADE X GROUP OF COMPANIES INC., 12771888 CANADA INC., TVAS INC., TRADEXPRESS AUTO CANADA INC., TRADE X FUND GP INC., TRADE X LP FUND I, TRADE X CONTINENTAL INC., TX CAPITAL CORP., TECHLANTIC LTD. and TX OPS CANADA CORPORATION

Respondents

AFFIDAVIT OF SARAH LAM

I, Sarah Lam, of the City of Toronto, in the Province of Ontario, AFFIRM:

1. I am a lawyer at Dentons Canada LLP (“**Dentons**”), being counsel to the Respondents, and as such have knowledge of the matters contained in this affidavit. Where that knowledge is based on information and belief, I state the basis for that knowledge and believe it to be true.
2. Attached hereto as **Exhibit “A”** is a copy of email correspondence sent by Caroline Descours of Goodmans LLP (“**Goodmans**”), counsel to FTI Consulting Canada Inc.

(“**FTI**”), to the Respondents dated December 12, 2023 at 1:03 p.m., to which the following documents were attached:

- (a) a letter dated December 12, 2023 (the “**Information Officer Letter**”) requesting a list of information pursuant to a court order of the Ontario Superior Court of Justice (Commercial List) appointing FTI as the information officer (the “**Information Officer Order**”); and
 - (b) the Information Officer Order granted on December 11, 2023.
3. Attached hereto as **Exhibit “B”** is a copy of email correspondence sent by Brent Sawadsky of the Respondents to Goodmans, dated December 13, 2023 at 9:58 a.m., seeking approval in connection with expenses owing, to which the following document was attached:
 - (a) an Excel spreadsheet displaying wages owed to staff and contractors.
4. Attached hereto as **Exhibit “C”**, is a copy of email correspondence sent by John Salmas of Dentons Canada LLP (“**Dentons**”), counsel for the Respondents, to Goodmans and FTI on December 13, 2023, at 11:12 a.m., to which the following documents were attached:
 - (a) a November 30 invoice #3812165 issued by Dentons to the Respondents regarding work conducted for the Respondents.
5. Attached hereto as **Exhibit “D”**, is a copy of email correspondence sent by Carolyn Descours of Goodmans to the Respondents on December 15, 2023, at 12:41 p.m., in connection with the requests detailed in the Information Officer Letter.

6. Attached hereto as **Exhibit “E”**, is a copy of email correspondence sent by Caroline Descours of Goodmans, counsel to FTI, to the Respondents on December 18, 2023, at 8:56 a.m.

7. Attached hereto as **Exhibit “F”**, is a copy of email correspondence sent by John Salmas of Dentons, counsel for the Respondents, to FTI on December 21, 2023, at 11:03 a.m., to which the following documents were attached:
 - (a) a December 21 invoice #3812165 issued by Dentons to the Respondents regarding work conducted for the Respondents.

8. I affirm this affidavit in support of the Respondents’ request for payments of critical trade and services.

AFFIRMED by Sarah Lam before me in Toronto, Ontario, this 22nd day of December, 2023.

DocuSigned by:
John Salmas
4688C57DA7AC440

A Commissioner for Taking Affidavits
JOHN SALMAS, LSO #42336B

DocuSigned by:
Sarah Lam
716DC5EB63604FD

SARAH LAM

THIS IS EXHIBIT "A" REFERRED TO IN THE
AFFIDAVIT OF SARAH LAM SWORN BEFORE
ME THIS 22nd DAY OF DECEMBER, 2023.



A Commissioner for Taking Affidavits, etc.

Salmas, John

From: Descours, Caroline <cdescours@goodmans.ca>
Sent: Tuesday, December 12, 2023 1:03 PM
To: brent.sawadsky@tradexport.com; andrew.tymko@tradexport.com;
lakshmi.suresh@tradexport.com; Salmas, John
Cc: Bishop, Paul; Salomons, Jesse; McIntyre, Graham
Subject: Trade X - Information Request - December 12, 2023
Attachments: Letter to Trade X - Dec 12.pdf; MBL Interim Order - Trade X Group of Companies (002).pdf

[WARNING: EXTERNAL SENDER]

Good afternoon,

Please see attached correspondence being provided on behalf of FTI Consulting Canada Inc., in its capacity as the Information Officer of Trade X Group of Companies Inc., 12771888 Canada Inc., TVAS Inc., Tradexpress Auto Canada Inc., Trade X Fund GP Inc., Trade X LP Fund I, Trade X Continental Inc., TX Capital Corp., Techlantic Ltd. and TX OPS Canada Corporation (the "Debtors"), as appointed pursuant to the Order of the Ontario Superior Court of Justice (Commercial List) granted on December 11, 2023 in respect of the Debtors.

Thank you.

Caroline Descours

(she/her)
Goodmans LLP

416.597.6275
cdescours@goodmans.ca

Bay Adelaide Centre
333 Bay Street, Suite 3400
Toronto, ON M5H 2S7
goodmans.ca

***** Attention *****

This communication is intended solely for the named addressee(s) and may contain information that is privileged, confidential, protected or otherwise exempt from disclosure. No waiver of confidence, privilege, protection or otherwise is made. If you are not the intended recipient of this communication, or wish to unsubscribe, please advise us immediately at privacyofficer@goodmans.ca and delete this email without reading, copying or forwarding it to anyone. Goodmans LLP, 333 Bay Street, Suite 3400, Toronto, ON, M5H 2S7, www.goodmans.ca. You may unsubscribe to certain communications by clicking here.



Corporate Finance

TD South Tower
79 Wellington Street West
Suite 2010, P.O. Box 104
Toronto, ON M5K 1G8

T: 416.649.8100
F: 416.649.8101

fticonsulting.com

December 12, 2023

By Email

Trade X
7401 Pacific Circle
Mississauga, ON L5T 2A4

Attention: Brent Sawadsky, Chief Financial Officer (brent.sawadsky@tradexport.com)
Andrew Tymko, Controller (andrew.tymko@tradexport.com)
Lakshmi Suresh, Director of Finance (lakshmi.suresh@tradexport.com)

Dear Sirs:

Re: Trade X - Information Request pursuant to the Order of the Ontario Superior Court of Justice (Commercial List) (the "Court") granted on December 11, 2023 in respect of the Debtors (as defined below) re: Court File No. CV-23-00710413-00CL (the "Information Officer Order")

As you may be aware, on December 11, 2023, FTI Consulting Canada Inc. ("FTI") was appointed as the information officer (in such capacity, the "**Information Officer**") of Trade X Group of Companies Inc., 12771888 Canada Inc., TVAS Inc., Tradexpress Auto Canada Inc., Trade X Fund GP Inc., Trade X LP Fund I, Trade X Continental Inc., TX Capital Corp., Techlantic Ltd. and TX OPS Canada Corporation (the "**Debtors**") on the terms set forth in the Information Officer Order. A copy of the Information Officer Order is enclosed with this letter.

Pursuant to the Information Officer Order, among other things, the Court ordered that "the Debtors and all of their current and former directors, officers, employees, agents, accountants, legal counsel and shareholders, direct or indirect, and any of their affiliates, and all other persons acting on the Debtors' instructions or on their behalf shall cooperate with and provide the Information Officer with such assistance as required to allow the Information Officer to perform its duties" as set out in the Information Officer Order.

As you are also aware, prior to FTI's appointment by the Court as the Information Officer, FTI had made repeated information requests of the Debtors, which have in large part been unaddressed. In FTI's capacity as Information Officer, we hereby re-iterate our prior information requests, as supplemented herein. For clarity, to the extent information in response to any previously requested items listed below had been previously provided by the Debtors to FTI, the present request is to provide updated and current information in respect of such items.



We are hereby requesting that, pursuant to the Information Officer Order, the Debtors immediately provide to FTI the following information:

1. Latest cash flow forecast for the Debtors.
2. Listing of all bank accounts of the Debtors (the “**Bank Accounts**”), including the balances at each Bank Account as at December 11, 2023.
3. Contact information for each bank or financial institution at which the Bank Accounts are held (including individual contact person responsible for applicable Debtor’s account at such institution).
4. Copies of bank statements for each Bank Account for the last 6 months.
5. Most recent bank reconciliations.
6. Complete inventory listing, including exact location of vehicles and contact information for each such location.
7. Most recent aged A/R and A/P listings for each of the Debtors, together with contact information for each A/R party.
8. Specific aged listing of all amounts due to vehicle storage and transportation companies.
9. Copies of agreements with each vehicle storage and transportation company.
10. Copies of each agreement for the sale of any vehicle currently in inventory, as well as report on the status of delivery and payment.
11. Copies of any receipts or contracts demonstrating payment by any customer for any vehicles delivered since June 1, 2023, whether by Trade X, Techlantic or any other entity.
12. Most recent tax returns, HST, QST, source deductions, and any excise taxes if applicable, for each of the Debtors.
13. Copies of any payment demands from any taxation authority with respect to any of the Debtors.
14. Listing of the Debtors’ employees and an organizational chart showing job titles.
15. Copies of leases for all of the Debtors’ leased locations, including the Mississauga properties and Montreal property.



16. Most recent and last six months' financial statements for each of the Debtors.
17. Most recent audited financial statements for the Debtors.
18. Copies of last 3 months of payroll runs for each of the Debtors.
19. Complete listing of any pre-payments that have been made to suppliers for the purchase of inventory that have not yet been received by the Debtors.
20. List of the parties and outstanding amounts for all intercompany loans and all loans made by related parties within the last 3 years, and all related loan documentation in respect thereof.
21. All applicable documentation on Ryan Davidson's \$5M shareholder loan (and any other shareholder loans).
22. A detailed description of the countersuit relating to the litigation involving Groupe Gregoire Inc., copies of all court materials filed relating to such claim and counterclaim, all analysis of such claim (financial or otherwise) and all relevant documentation relating to the countersuit and the underlying claim.
23. When summarizing the Trade X inventory reports Andrew shared, the value of total Trade X inventory was ~\$1.5M USD for 33 assets, whereas the collateral worksheet Michelle sent us has a collectible amount of ~\$3.5M USD for 32 Trade X assets on a ~\$4M borrowing base. Please describe the discrepancy and delta in these numbers.
24. Full details and the nature of liabilities on the CRA letter showing an outstanding balance of \$489k for Canada Border Services.
25. A complete listing of any other prepaid assets and description of their nature.
26. Full details on the costs incurred on the development of the "Brain" technology asset.
27. Full details on the correspondence with potential buyer of "The Brain" (i.e., AutoHub, potential purchaser in UAE) on their interest and expected range of purchase prices.
28. Summary of any outstanding wages for terminated employees, together with confirmation of whether termination or severance is being paid to such employees and the supporting documentation showing amounts owing to each employee.
29. Full details on the good/services being provided in the remaining payables as provided in TXC AP Aging Summary, including an explanation as to whether payables are owed to general trade creditors or any other parties.



We look forward to promptly receiving the above information.

We also remind the Debtors that pursuant to the Information Officer Order, the Debtors may pay amounts owing for goods or services actually supplied to the Debtors or any other expenses incurred in the ordinary course of business only with the prior approval of the Information Officer, if, in the opinion of the Information Officer, such payments are essential to the business and ongoing operations of the Debtors. Pursuant to the Information Officer Order, the Information Officer will review and approve, as applicable, the disbursements of the Debtors, in consultation with MBL Administrative Agent II LLC, as agent on behalf of certain investment funds managed by Post Road Group LP. The Debtors should provide to the Information Officer the relevant details of all proposed disbursements for review not less than 48 hours prior to the proposed payment date of any such disbursements, with a copy to Westin Lovy of Post Road Group.

Yours truly,

FTI CONSULTING CANADA INC.

A handwritten signature in black ink that reads "Paul Bishop".

Paul Bishop

cc: Jesse Salomons, Grant McIntyre, FTI Consulting Canada Inc.
Caroline Descours, Goodmans LLP, counsel to FTI Consulting Canada Inc.
John Salmas, Dentons LLP, counsel to the Debtors

6570759

Court File No. CV-23-00710413-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE) MONDAY, THE 11th
JUSTICE PENNY) DAY OF DECEMBER, 2023

APPLICATION UNDER Section 101 of the *Courts of Justice Act*, R.S.O. 1990, c. C.43, as amended, and Section 243 of the *Bankruptcy and Insolvency Act*, c. C.43, as amended,

BETWEEN:

MBL ADMINISTRATIVE AGENT II LLC, as agent for POST ROAD SPECIALTY LENDING FUND II LP (f/k/a MAN BRIDGE LANE SPECIALTY LENDING FUND II (US) LP), and POST ROAD SPECIALTY LENDING FUND (UMINN) LP (f/k/a MAN BRIDGE LANE SPECIALTY LENDING FUND (UMINN) LP)

Applicant

and

TRADE X GROUP OF COMPANIES INC., 12771888 CANADA INC., TVAS INC., TRADEXPRESS AUTO CANADA INC., TRADE X FUND GP INC., TRADE X LP FUND I, TRADE X CONTINENTAL INC., TX CAPITAL CORP., TECHLANTIC LTD. AND TX OPS CANADA CORPORATION

Respondents

ORDER

ON READING the Applicant's Amended Notice of Application for an Order pursuant to section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended (the "**BIA**") and section 101 of the *Courts of Justice Act*, R.S.O. 1990, c.

C.43, as amended (the "**CJA**") appointing FTI Consulting Canada Inc. as receiver and manager ("**FTI**" or the "**Information Officer**") without security, of substantially all of the assets and undertakings of Trade X Group of Companies Inc., 12771888 Canada Inc., TVAS Inc., Tradexpress Auto Canada Inc., Trade X Fund GP Inc., Trade X LP Fund I, Trade X Continental Inc., TX Capital Corp., Techlantic Ltd. and TX OPS Canada Corporation (the "**Debtors**") acquired for, or used in relation to a business carried on by the Debtors, and the affidavit of Westin Lovy sworn December 4, 2023 and the Exhibits thereto, and on hearing the submissions of counsel for the Applicant, FTI, the Debtors and no one appearing although duly served, and on reading the consent of FTI to act as Information Officer,

AND GIVEN the request made by the Debtors to adjourn and postpone the hearing of the Application until December 22, 2023,

AND GIVEN the inherent jurisdiction of the Superior Court of Justice to grant an interlocutory injunction or a mandatory order,

AND GIVEN the provisions of the BIA and CJA,

ADJOURNMENT OF THE APPLICATION

1. **THIS COURT ORDERS** that the hearing on the Application is hereby adjourned and postponed until December 22, 2023 (the "**Postponed Hearing**"), at which time the Application shall be returnable before the Court, at a time and by videoconference to be announced by the Court and communicated to the parties.

2. **THIS COURT ORDERS** that any interested party wishing to object to any relief sought in the Applicant's Application shall be entitled to do so at the Postponed Hearing, provided that such party serves to the Applicant's counsels, and to all other parties, a detailed written response stating the nature and grounds of such objection by no later than 1 p.m. on December 21, 2023.

STAY OF PROCEEDINGS AGAINST THE DEBTORS AND THE PROPERTY

3. **THIS COURT ORDERS** that, until the date of the Postponed Hearing or such later date as the Court may order (the “**Stay Period**”), no proceeding or enforcement process in any court or tribunal (each, a “**Proceeding**”), shall be commenced or continued against the Debtors, or affecting the Debtors’ business operations and activities (the “**Business**”) or the Property (defined below), except with leave of this Court. Any and all Proceedings currently under way against or in respect of the Debtors or affecting the Business or the Property, including all rights of His Majesty in right of Canada and His Majesty in right of a Province, are hereby stayed and suspended pending further order of this Court, with the exception of the proceedings commenced against the Debtors’ affiliate, 13517985 Canada Inc. (“**Wholesale Express**”) by Highcrest Lending Corporation (“**Highcrest**”) pursuant to the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, C-36, in the Commercial Division of the Superior Court of Quebec on November 22, 2023.

4. **THIS COURT ORDERS** that during the Stay Period, and subject to, *inter alia*, section 101 of the CJA, all rights and remedies of any individual, natural person, firm, corporation, partnership, limited liability corporation, trust, joint venture, association, organization, governmental body or agency, or any other entity (all of the foregoing, collectively being “**Persons**” and each being a “**Person**”) against or in respect of the Debtors, or affecting the Business, the Property or any part thereof, are hereby stayed and suspended except with leave of this Court.

5. **THIS COURT ORDERS** that during the Stay Period, no Person shall discontinue, fail to honour, alter, interfere with, repudiate, resiliate, terminate or cease to perform any right, renewal right, contract, agreement, licence or permit in favour of or held by the Debtors, except with the written consent of the Debtors and the Information Officer , or with leave of this Court.

6. **THIS COURT ORDERS** that during the Stay Period and subject to paragraph 8 hereof, all Persons having verbal or written agreements with the Debtors or statutory or regulatory mandates for the supply of goods and services, including without limitation all

computer software, communication and other data services, centralized banking services, payroll services, insurance, transportation utility or other goods or services made available to the Debtors, are hereby restrained until further order of this Court from discontinuing, altering, interfering with or terminating the supply of such goods or services as may be required by the Debtors, and that the Debtors shall be entitled to the continued use of its current premises, telephone numbers, facsimile numbers, internet addresses, domain names or other services, provided in each case that the normal prices or charges for all such goods or services received after the date of the Order are paid by the Debtors, without having to provide any security deposit or any other security, in accordance with normal payment practices of the Debtors or such other practices as may be agreed upon by the supplier or service provider and the Debtors, with the consent of the Information Officer, or as may be ordered by this Court.

7. **THIS COURT ORDERS** that, notwithstanding anything else contained herein, no Person shall be prohibited from requiring immediate payment for goods, services, use of leased or licensed property or other valuable consideration provided to the Debtors on or after the date of this Order, nor shall any Person be under any obligation on or after the date of the Order to make further advance of money or otherwise extend any credit to the Debtors.

8. **THIS COURT ORDERS** that, without limiting the generality of the foregoing, cash or cash equivalents placed on deposit by the Debtors with any Person during the Stay Period, whether in an operating account or otherwise for itself or for another entity, shall not be applied by such Person in reduction or repayment of amounts owing to such Person as of the date of the Order or due on or before the expiry of the Stay Period or in satisfaction of any interest or charges accruing in respect thereof; however, this provision shall not prevent any financial institution from: (i) reimbursing itself for the amount of any cheques drawn by the Debtors and properly honoured by such institution, or (ii) holding the amount of any cheques or other instruments deposited into the Debtors' accounts until those cheques or other instruments have been honoured by the financial institution on which they have been drawn.

9. **THIS COURT ORDERS** that, notwithstanding the foregoing, any Person who provided any kind of letter of credit, guarantee or bond (the "**Issuing Party**") at the request of the Debtors shall be required to continue honouring any and all such letters, guarantees and bonds, issued on or before the date of the Order, provided that all conditions under such letters, guarantees and bonds are met save and except for defaults resulting from this Order; however, the Issuing Party shall be entitled, where applicable, to retain the bills of lading or shipping or other documents relating thereto until paid

10. **THIS COURT ORDERS** that notwithstanding the stay of proceedings ordered herein, the Debtors, with the prior approval of the Information Officer, shall be entitled but not obligated to pay amounts owing, either prior to or after the date of this Order, for goods or services actually supplied to the Debtors or any other expenses incurred in the ordinary course of business, if, in the opinion of the Information Officer, such payments are essential to the business and ongoing operations of the Debtors.

APPOINTMENT OF INFORMATION OFFICER

11. **THIS COURT ORDERS** that until the Postponed Hearing, FTI shall be appointed to act as Information Officer (the "**Information Officer**") of all of the following property (collectively, the "**Property**");

- (a) The assets, undertakings and properties of the Debtors (other than Trade X Group of Companies Inc. ("Trade X Parent")) acquired for, or used in relation to a business carried on by the Debtors, including all proceeds thereof; and
- (b) The assets, undertakings and properties of Trade X Parent (other than the shares of 13517985 Canada Inc.) acquired for, or used in relation to a business carried on by Trade X Parent, including all proceeds thereof.

12. **THIS COURT ORDERS** that the Information Officer is hereby empowered and authorized, not obligated, to do any of the following where the Information Officer considers it necessary or desirable:

- (a) To review and approve the receipts and disbursements of the Debtors, in consultation with the Applicant;
- (b) To monitor the Debtors' business and all transactions in connection therewith;
- (c) To obtain and review information with respect to the bank accounts of the Debtors (including all transaction activity), and the banks and/or financial institutions which maintain the Debtors' bank accounts are hereby directed to promptly provide any and all such information at the request of the Information Officer and/or its representatives;
- (d) To provide a written report to the Court at the Postponed Hearing on all matters relating to the Debtors, their businesses and their Property and any potential transaction;
- (e) To provide a written report to the Applicant, Aimia Inc. and to any other interested party as the Information Officer deems appropriate;
- (f) To take any steps reasonably incidental to the exercise of these powers or the performance of any statutory obligations.

13. **THIS COURT ORDERS** that the Debtors and all of their current and former directors, officers, employees, agents, accountants, legal counsel and shareholders, direct or indirect, and any of their affiliates, and all other persons acting on the Debtors' instructions or on their behalf shall cooperate with and provide the Information Officer with such assistance as required to allow the Information Officer to perform its duties as set out in paragraph 11 above.

14. **THIS COURT ORDERS** that during the Stay Period, there shall be no intercompany transactions, including transfers of funds between the Debtors and any of their direct or indirect shareholders or affiliates, except with the written consent of the Information Officer.

15. **THIS COURT ORDERS** that no Proceeding shall be commenced or continued against the Information Officer except with the written consent of the Information Officer or with leave of the Court.

16. **THIS COURT ORDERS** that the Information Officer shall incur no liability or obligation as a result of its appointment or the carrying out of the provisions of this Order, whether common law, statutory, environmental or otherwise, save and except for any gross negligence or wilful misconduct on its part. Nothing in this Order shall derogate from the protections afforded to the Information Officer under the BIA, including, without limitation, section 14.06 thereof, or under any other applicable legislation.

17. **THIS COURT ORDERS**, for greater certainty, that none of the orders set forth herein shall be deemed to create an obligation upon the Information Officer to take possession, control or otherwise manage the Property, or any portion thereof, and the Information Officer shall not be presumed to be in possession of same.

18. **THIS COURT ORDERS** that the Information Officer may from time to time apply to this Court for advice and directions in connection with this Order and the exercise of its powers and duties hereunder.

19. **THIS COURT ORDERS** the Debtors to pay the Information Officer's and its Counsel's fees and costs related to the Information Officer's appointment upon receipt of their bill.

20. **THIS COURT ORDERS** that nothing in this Order shall prevent the Information Officer from acting either as a receiver, monitor or trustee in bankruptcy of the Debtors.

A handwritten signature in black ink, appearing to read "Perry J.", is located in the bottom right corner of the page.

MBL ADMINISTRATIVE AGENT II LLC
Applicant

-and- TRADE X GROUP OF COMPANIES INC. et al.
Respondents

Court File No. CV-23-00710413-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

PROCEEDING COMMENCED AT
TORONTO

ORDER

DAVIES WARD PHILLIPS & VINEBERG LLP
155 Wellington Street West
Toronto ON M5V 3J7

Natasha MacParland (LSO #42383G)
Email: NMacParland@dwpv.com
Tel: 416.863.5567

Natalie Renner (LSO# 55954A)
Email: nrenner@dwpv.com
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Maya Churilov (LSO# 87190A)
Email: mchurilov@dwpv.com
Tel: 416.367.7508

Fax: 416.863.0871

Lawyers for the Applicant, MBL Administrative Agent II LLC

THIS IS EXHIBIT "B" REFERRED TO IN THE
AFFIDAVIT OF SARAH LAM SWORN BEFORE
ME THIS 22nd DAY OF DECEMBER, 2023.

The logo consists of a blue square with rounded corners. Inside the square, the letters 'JS' are written in a stylized, cursive font. Above the top-right corner of the square, the letters 'DS' are written in a small, sans-serif font.

A Commissioner for Taking Affidavits, etc.

Salmas, John

From: Brent Sawadsky <brent.sawadsky@tradexport.com>
Sent: Wednesday, December 13, 2023 9:58 AM
To: Descours, Caroline; Andrew Tymko; Lakshmi Suresh; Salmas, John
Cc: Bishop, Paul; Salomons, Jesse; McIntyre, Graham
Subject: RE: Trade X - Information Request - December 12, 2023
Attachments: Crictual Staff List - Dec 13.xlsx

[WARNING: EXTERNAL SENDER]

Key items to provide the information requested,

Access to computers, balance owing to MMO is \$142,485.79, invoice have been requested from the vendor.
Zoho Books, balance can not be obtained until computer access is granted, estimate is \$20,000.
Wages due to staff and contractors – see attached spreadsheet.

From: Descours, Caroline <cdescours@goodmans.ca>
Sent: Tuesday, December 12, 2023 1:03 PM
To: Brent Sawadsky <brent.sawadsky@tradexport.com>; Andrew Tymko <andrew.tymko@tradexport.com>; Lakshmi Suresh <lakshmi.suresh@tradexport.com>; Salmas, John <john.salmas@dentons.com>
Cc: Bishop, Paul <Paul.Bishop@fticonsulting.com>; Salomons, Jesse <Jesse.Salomons@fticonsulting.com>; McIntyre, Graham <Graham.McIntyre@fticonsulting.com>
Subject: Trade X - Information Request - December 12, 2023

[WARNING] EXTERNAL EMAIL [!]

DO NOT CLICK links or attachments unless you recognize the sender and know the content is safe.

Good afternoon,

Please see attached correspondence being provided on behalf of FTI Consulting Canada Inc., in its capacity as the Information Officer of Trade X Group of Companies Inc., 12771888 Canada Inc., TVAS Inc., Tradexpress Auto Canada Inc., Trade X Fund GP Inc., Trade X LP Fund I, Trade X Continental Inc., TX Capital Corp., Techlantic Ltd. and TX OPS Canada Corporation (the "Debtors"), as appointed pursuant to the Order of the Ontario Superior Court of Justice (Commercial List) granted on December 11, 2023 in respect of the Debtors.

Thank you.

Caroline Descours

(she/her)
Goodmans LLP

416.597.6275
cdescours@goodmans.ca

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333 Bay Street, Suite 3400
Toronto, ON M5H 2S7
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**** Attention ****

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Employee Name	Nov 17th Pay	Dec 1 pay	Dec 15 pay
Awa, Mouhamad Yassin	\$ 3,807.69	\$ 3,807.69	\$ 3,807.69
Andrew, Toyko	\$ 7,384.62	\$ 7,384.62	\$ 7,384.62
Leung, Patrick	\$ 4,615.39	\$ 4,615.39	\$ 4,615.39
Suresh, Lakshmi Narayanan	\$ 6,923.08	\$ 6,923.08	\$ 6,923.08
Sawadsky, Brent	\$ 29,380.00	\$ 18,080.00	\$ 18,080.00
Total in CAD	\$ 52,110.78	\$ 40,810.78	\$ 40,810.78

Employee Name	Nov 17th Pay	Nov 17th Pay	Nov 17th Pay
Alale, Bankole O	\$ 3,461.54	\$ 3,461.54	\$ 3,461.54
Total in USD	\$ 3,461.54	\$ 3,461.54	\$ 3,461.54

1.35	4,673.08	4,673.08	4,673.08
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Cash	\$ 56,783.86	\$ 45,483.86	\$ 45,483.86
HST	2,600.00	2,080.00	2,080.00
Net Cost	\$ 54,183.86	\$ 43,403.86	\$ 43,403.86

\$	11,423.08	Accounts Payable
\$	22,153.86	Contoller
\$	13,846.16	Director of Cororate Development
\$	20,769.23	Director Finance
\$	65,540.00	Inter Chief Financial Officer - Contractor
\$	133,732.33	

\$	10,384.62	Logistics Nigeria
\$	10,384.62	
\$	14,019.24	

\$	147,751.57
\$	6,760.00
\$	140,991.57

Trade X Staff Payments

As at December 12, 2023

		Cumulative total
	Payments that are past due	102,267.71
	Payments due on Dec 15	45,483.86
Estimate	Payments due on Dec 30	45,483.86
Estimate	Payments due on Jan 12	45,483.86
Estimate	Payments due on Jan 26	45,483.86
		102,267.71
		147,751.57
		193,235.42
		238,719.28
		284,203.14

THIS IS EXHIBIT "C" REFERRED TO IN THE
AFFIDAVIT OF SARAH LAM SWORN BEFORE
ME THIS 22nd DAY OF DECEMBER, 2023

The logo consists of a blue square with rounded corners. Inside the square, the letters 'DS' are written in a stylized, cursive font. Above the top right corner of the square, the letters 'DS' are written in a small, sans-serif font.

A Commissioner for Taking Affidavits, etc.

Salmas, John

From: Salmas, John
Sent: Wednesday, December 13, 2023 11:12 AM
To: Descours, Caroline; brent.sawadsky@tradexport.com; andrew.tymko@tradexport.com; lakshmi.suresh@tradexport.com
Cc: Bishop, Paul; Salomons, Jesse; McIntyre, Graham; Fotinos, Helen; Xu, Joan
Subject: RE: Trade X - Information Request - December 12, 2023
Attachments: TX OPS Canada Corporation Account

Caroline/Paul/Jesse,

Thanks a lot for your time today.

By copy of this email to my colleague – Joan Xu - I ask her to provide the Information Officer and its counsel with a copy of Confidential Exhibit D from the affidavit we served and filed prior to Monday's adjourned receivership application. It would be greatly appreciated if the recipients on this email would agree to maintain the information in such exhibit confidential even though certain aspects of it (e.g. the Groupe Gregor ("GG") court materials are not confidential pieces of information) and we can revisit the confidentiality aspect of all such materials prior to the issuance of any Information Officer report.

My other colleague – Helen Fotinos (also copied on this email exchange) – may be able to provide more information on the GG settlement over and above my rudimentary understanding of the GG claim being CAD \$2.45MM and the Trade-X counterclaim being CAD \$7.92MM with the resulting \$2MM settlement being predicated on the parties' calculus of litigation risk and costs of the proceedings etc.

I also send along a copy of the email that my firm had sent last week to Brent Sadwadsky enclosing our invoice in the amount of \$75,000 (plus HST). As discussed on our call, the attached invoice represents a portion of the work we have conducted in respect of the Canadian group of companies in the Trade-X world (excluding Wholesale Express) in respect of the various negotiations in connection with the forbearance arrangements and ancillary documents along with the non-deal team advice to that same group to allow for a path to culminate a possible out-of-court consensual sale transaction for the W.E. shares. Please let us know if you have any further questions in that regard, otherwise we are seeking to have such invoice paid by early next week – i.e. prior to any of next week's scheduled court appearances.

Happy to further discuss this email or any issue addressed on today's call.

Regards,

John

John Salmas
Partner

My pronouns are: He/Him/His

☎ +1 416 863 4737

Dentons Canada LLP | Toronto

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From: Descours, Caroline <cdescours@goodmans.ca>

Sent: Tuesday, December 12, 2023 1:03 PM

To: brent.sawadsky@tradexport.com; andrew.tymko@tradexport.com; lakshmi.suresh@tradexport.com; Salmas, John <john.salmas@dentons.com>

Cc: Bishop, Paul <Paul.Bishop@fticonsulting.com>; Salomons, Jesse <Jesse.Salomons@fticonsulting.com>; McIntyre, Graham <Graham.McIntyre@fticonsulting.com>

Subject: Trade X - Information Request - December 12, 2023

[WARNING: EXTERNAL SENDER]

Good afternoon,

Please see attached correspondence being provided on behalf of FTI Consulting Canada Inc., in its capacity as the Information Officer of Trade X Group of Companies Inc., 12771888 Canada Inc., TVAS Inc., Tradexpress Auto Canada Inc., Trade X Fund GP Inc., Trade X LP Fund I, Trade X Continental Inc., TX Capital Corp., Techlantic Ltd. and TX OPS Canada Corporation (the "Debtors"), as appointed pursuant to the Order of the Ontario Superior Court of Justice (Commercial List) granted on December 11, 2023 in respect of the Debtors.

Thank you.

Caroline Descours

(she/her)
Goodmans LLP

416.597.6275
cdescours@goodmans.ca

Bay Adelaide Centre
333 Bay Street, Suite 3400
Toronto, ON M5H 2S7
goodmans.ca

***** Attention *****

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Salmas, John

From: Nogueira, Chantelle
Sent: Tuesday, December 5, 2023 3:24 PM
To: Brent Sawadsky
Cc: Fotinos, Helen; Salmas, John
Subject: TX OPS Canada Corporation Account
Attachments: Invoice# 3807154 for Matter# 585367-000019.pdf

This email is sent on behalf of Helen Fotinos.

Please find enclosed our statement of accounts for services rendered.

Please note that payment options are listed on the account:

- **Wire payment:** reference invoice numbers in the wire submission
- **EFT:** remittance email sent to AR.Canada@dentons.com advising which invoices are being paid (including amount of each invoice)
- **Credit card:** visit www.dentons.com/canada-CADpay to pay online or send by email to AR.Canada@dentons.com or by calling 1-888-444-8859
- **Cheques:** please include invoice numbers and mail to:
Dentons Canada – AR Department
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON M5K 0A1

If you have any questions or concerns, please do not hesitate to contact us.

Thank you,

Chantelle Nogueira
Billing Coordinator

My pronouns are: She/Her/Hers

📞 +1 416 863 4669

chantelle.nogueira@dentons.com | Website

Dentons Canada LLP | 77 King Street West, Suite 400, Toronto-Dominion Centre, Toronto, ON, M5K 0A1, Canada

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Dentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1

T 416 863 4511
F 416 863 4592

dentons.com

Trade-X Group of Companies
29-5200 Dixie Road
Mississauga ON L4W 1E4
Canada
Attention: Patrick Leung
Global Managing Director of Corporate
Development

INVOICE # 3807154

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
November 30, 2023	585367-000019	Helen Fotinos

**Trade-X Group of Companies
Re: Restructuring**

Professional Fees and Disbursements	\$ 75,000.00
HST (13.0%) on \$75,000.00	9,750.00
Total Amount Due	\$ <u>84,750.00</u> CAD

Payment Options:

Cheques:

Cheques payable to Dentons Canada LLP
and mailed to the following address:
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON Canada M5K 0A1

Credit Card:

To pay online with a credit card, visit
<https://www.dentons.com/canada-CADpay>.

Alternatively, credit card payment is accepted via telephone at 1-888-444-8859.
You will require your invoice number and amount to pay.

Interac e-Transfer:

e-Transfer funds to AR.Canada@dentons.com
referencing invoice number in message. Auto-deposit
is setup on our accounts and therefore no password
required.

Internet Banking:

Accepted at most financial institutions. Your payee is Dentons Canada LLP and
reference your payee account number (client ID) as 585367. Please email us at
AR.Canada@dentons.com referencing invoice number and payment amount.

Wire Transfer / EFT:

Bank of Montreal
1st Canadian Place, Toronto, ON M5X 1A3
Swift Code: BOFMCAM2

Bank ID: 001 Transit: 00022
CAD Funds Bank Account: 0004-324 (or 00020004324)
Routing: 000100022

For wire or EFT payments, please email remittance to AR.Canada@dentons.com referencing invoice number and payment amount.
Payment due on receipt. Interest will be charged at the rate of 8% per annum on all outstanding amounts over 30 days.

DENTONS CANADA LLP
Trade-X Group of Companies
Re: Restructuring

INVOICE 3807154
Page 2 of 2
Matter # 585367-000019

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Provision of legal services in connection with restructuring and defence of Insolvency proceedings.

TOTAL PROFESSIONAL FEES AND DISBURSEMENTS **\$ 75,000.00**

TAXES

HST (13.0%) on Fees & Disbursements of \$75,000.00 \$ 9,750.00

TOTAL TAXES **9,750.00**

TOTAL AMOUNT DUE **\$ 84,750.00 CAD**

THIS IS EXHIBIT "D" REFERRED TO IN THE
AFFIDAVIT OF SARAH LAM SWORN BEFORE
ME THIS 22nd DAY OF DECEMBER, 2023

The logo consists of a blue square with rounded corners. Inside the square, the letters 'JS' are written in a stylized, cursive font. Above the top-right corner of the square, the letters 'DS' are written in a small, sans-serif font.

A Commissioner for Taking Affidavits, etc.

Salmas, John

From: Descours, Caroline <cdescours@goodmans.ca>
Sent: Friday, December 15, 2023 12:41 PM
To: Brent Sawadsky; Andrew Tymko; Lakshmi Suresh; Salmas, John; ryan@tradexport.com; eric@techlantic.com
Cc: Bishop, Paul; Salomons, Jesse; McIntyre, Graham; Hamidi, Kamran
Subject: RE: Trade X - Information Request - December 12, 2023
Attachments: Letter to Trade X - Dec 12.pdf; ISSUED AND ENTERED - MBL Interim Order - Trade X Group of Companies -December -11-2023.pdf

[WARNING: EXTERNAL SENDER]

All,

We are writing to follow up on the below requests, as other than the limited information provided with regards to the Groupe Gregor claim, none of the Information Officer's information requests have yet been addressed, notwithstanding the Court Order in place, and the two requests (December 12 and December 13). The Information Officer reserves all rights to take any and all appropriate steps to address failures to cooperate with the Information Officer's information requests and failure to comply with the Information Officer Order.

Re-attached in this email is the information request list from December 12. In addition, FTI requests the following additional information:

- Please confirm that each of the Debtors remains current on payments to all third parties that handle the shipping and/or storing of their vehicles, or otherwise please provide all information and invoices on any outstanding amounts.
- Please advise if there are any payments due next week, and provide supporting invoices/information, so that the Information Officer may review any potential proposed disbursements.

In addition, one of FTI's representatives, Kamran Hamidi (copied here), will be attending the Oakville site on Monday, December 18. Can the group please advise who Kamran should coordinate with onsite?

Thank you.

Caroline Descours
(she/her)
Goodmans LLP
[416.597.6275](tel:416.597.6275)

From: Descours, Caroline
Sent: Wednesday, December 13, 2023 11:20 AM
To: 'Brent Sawadsky' <brent.sawadsky@tradexport.com>; Andrew Tymko <andrew.tymko@tradexport.com>; Lakshmi Suresh <lakshmi.suresh@tradexport.com>; Salmas, John <john.salmas@dentons.com>; 'ryan@tradexport.com' <ryan@tradexport.com>; 'eric@techlantic.com' <eric@techlantic.com>
Cc: Bishop, Paul <Paul.Bishop@fticonsulting.com>; Salomons, Jesse <Jesse.Salomons@fticonsulting.com>; McIntyre, Graham <Graham.McIntyre@fticonsulting.com>
Subject: RE: Trade X - Information Request - December 12, 2023

Further to our call this morning with Brent and John, we re-iterate our information request as re-attached here, and for certainty, re-iterate that the information request applies to all of the Debtors, their respective employees and advisors. Without limiting the foregoing in any way, based on our call, we have included in this email string Ryan Davidson and Eric Van Essen to also assist in addressing the information requests. We ask that the Debtors, their employees and their advisors work to provide all available information as soon as possible and as required pursuant to the Information Officer Order granted by the Court on December 11, 2023.

We are in receipt of your below request for the below noted disbursements, which FTI, as Information Officer, will review and consult with MBL Administrative Agent II LLC, as agent on behalf of certain investment funds managed by Post Road Group LP., pursuant to the Information Officer Order.

Thank you.

Caroline Descours
(she/her)
Goodmans LLP
[416.597.6275](tel:416.597.6275)

From: Brent Sawadsky <brent.sawadsky@tradexport.com>
Sent: Wednesday, December 13, 2023 9:58 AM
To: Descours, Caroline <cdescours@goodmans.ca>; Andrew Tymko <andrew.tymko@tradexport.com>; Lakshmi Suresh <lakshmi.suresh@tradexport.com>; Salmas, John <john.salmas@dentons.com>
Cc: Bishop, Paul <Paul.Bishop@fticonsulting.com>; Salomons, Jesse <Jesse.Salomons@fticonsulting.com>; McIntyre, Graham <Graham.McIntyre@fticonsulting.com>
Subject: RE: Trade X - Information Request - December 12, 2023

Key items to provide the information requested,

Access to computers, balance owing to MMO is \$142,485.79, invoice have been requested from the vendor.
Zoho Books, balance can not be obtained until computer access is granted, estimate is \$20,000.
Wages due to staff and contractors – see attached spreadsheet.

From: Descours, Caroline <cdescours@goodmans.ca>
Sent: Tuesday, December 12, 2023 1:03 PM
To: Brent Sawadsky <brent.sawadsky@tradexport.com>; Andrew Tymko <andrew.tymko@tradexport.com>; Lakshmi Suresh <lakshmi.suresh@tradexport.com>; Salmas, John <john.salmas@dentons.com>
Cc: Bishop, Paul <Paul.Bishop@fticonsulting.com>; Salomons, Jesse <Jesse.Salomons@fticonsulting.com>; McIntyre, Graham <Graham.McIntyre@fticonsulting.com>
Subject: Trade X - Information Request - December 12, 2023

[WARNING] EXTERNAL EMAIL [!]

DO NOT CLICK links or attachments unless you recognize the sender and know the content is safe.

Good afternoon,

Please see attached correspondence being provided on behalf of FTI Consulting Canada Inc., in its capacity as the Information Officer of Trade X Group of Companies Inc., 12771888 Canada Inc., TVAS Inc., Tradexpress Auto Canada Inc., Trade X Fund GP Inc., Trade X LP Fund I, Trade X Continental Inc., TX Capital Corp., Techlantic Ltd. and TX OPS Canada

Corporation (the "Debtors"), as appointed pursuant to the Order of the Ontario Superior Court of Justice (Commercial List) granted on December 11, 2023 in respect of the Debtors.

Thank you.

Caroline Descours

(she/her)
Goodmans LLP

416.597.6275
cdescours@goodmans.ca

Bay Adelaide Centre
333 Bay Street, Suite 3400
Toronto, ON M5H 2S7
goodmans.ca

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Corporate Finance

TD South Tower
79 Wellington Street West
Suite 2010, P.O. Box 104
Toronto, ON M5K 1G8

T: 416.649.8100

F: 416.649.8101

fticonsulting.com

December 12, 2023

By Email

Trade X
7401 Pacific Circle
Mississauga, ON L5T 2A4

Attention: Brent Sawadsky, Chief Financial Officer (brent.sawadsky@tradexport.com)
Andrew Tymko, Controller (andrew.tymko@tradexport.com)
Lakshmi Suresh, Director of Finance (lakshmi.suresh@tradexport.com)

Dear Sirs:

Re: Trade X - Information Request pursuant to the Order of the Ontario Superior Court of Justice (Commercial List) (the “Court”) granted on December 11, 2023 in respect of the Debtors (as defined below) re: Court File No. CV-23-00710413-00CL (the “Information Officer Order”)

As you may be aware, on December 11, 2023, FTI Consulting Canada Inc. (“FTI”) was appointed as the information officer (in such capacity, the “**Information Officer**”) of Trade X Group of Companies Inc., 12771888 Canada Inc., TVAS Inc., Tradexpress Auto Canada Inc., Trade X Fund GP Inc., Trade X LP Fund I, Trade X Continental Inc., TX Capital Corp., Techlantic Ltd. and TX OPS Canada Corporation (the “**Debtors**”) on the terms set forth in the Information Officer Order. A copy of the Information Officer Order is enclosed with this letter.

Pursuant to the Information Officer Order, among other things, the Court ordered that “the Debtors and all of their current and former directors, officers, employees, agents, accountants, legal counsel and shareholders, direct or indirect, and any of their affiliates, and all other persons acting on the Debtors’ instructions or on their behalf shall cooperate with and provide the Information Officer with such assistance as required to allow the Information Officer to perform its duties” as set out in the Information Officer Order.

As you are also aware, prior to FTI’s appointment by the Court as the Information Officer, FTI had made repeated information requests of the Debtors, which have in large part been unaddressed. In FTI’s capacity as Information Officer, we hereby re-iterate our prior information requests, as supplemented herein. For clarity, to the extent information in response to any previously requested items listed below had been previously provided by the Debtors to FTI, the present request is to provide updated and current information in respect of such items.



We are hereby requesting that, pursuant to the Information Officer Order, the Debtors immediately provide to FTI the following information:

1. Latest cash flow forecast for the Debtors.
2. Listing of all bank accounts of the Debtors (the “**Bank Accounts**”), including the balances at each Bank Account as at December 11, 2023.
3. Contact information for each bank or financial institution at which the Bank Accounts are held (including individual contact person responsible for applicable Debtor’s account at such institution).
4. Copies of bank statements for each Bank Account for the last 6 months.
5. Most recent bank reconciliations.
6. Complete inventory listing, including exact location of vehicles and contact information for each such location.
7. Most recent aged A/R and A/P listings for each of the Debtors, together with contact information for each A/R party.
8. Specific aged listing of all amounts due to vehicle storage and transportation companies.
9. Copies of agreements with each vehicle storage and transportation company.
10. Copies of each agreement for the sale of any vehicle currently in inventory, as well as report on the status of delivery and payment.
11. Copies of any receipts or contracts demonstrating payment by any customer for any vehicles delivered since June 1, 2023, whether by Trade X, Techlantic or any other entity.
12. Most recent tax returns, HST, QST, source deductions, and any excise taxes if applicable, for each of the Debtors.
13. Copies of any payment demands from any taxation authority with respect to any of the Debtors.
14. Listing of the Debtors’ employees and an organizational chart showing job titles.
15. Copies of leases for all of the Debtors’ leased locations, including the Mississauga properties and Montreal property.



16. Most recent and last six months' financial statements for each of the Debtors.
17. Most recent audited financial statements for the Debtors.
18. Copies of last 3 months of payroll runs for each of the Debtors.
19. Complete listing of any pre-payments that have been made to suppliers for the purchase of inventory that have not yet been received by the Debtors.
20. List of the parties and outstanding amounts for all intercompany loans and all loans made by related parties within the last 3 years, and all related loan documentation in respect thereof.
21. All applicable documentation on Ryan Davidson's \$5M shareholder loan (and any other shareholder loans).
22. A detailed description of the countersuit relating to the litigation involving Groupe Gregoire Inc., copies of all court materials filed relating to such claim and counterclaim, all analysis of such claim (financial or otherwise) and all relevant documentation relating to the countersuit and the underlying claim.
23. When summarizing the Trade X inventory reports Andrew shared, the value of total Trade X inventory was ~\$1.5M USD for 33 assets, whereas the collateral worksheet Michelle sent us has a collectible amount of ~\$3.5M USD for 32 Trade X assets on a ~\$4M borrowing base. Please describe the discrepancy and delta in these numbers.
24. Full details and the nature of liabilities on the CRA letter showing an outstanding balance of \$489k for Canada Border Services.
25. A complete listing of any other prepaid assets and description of their nature.
26. Full details on the costs incurred on the development of the "Brain" technology asset.
27. Full details on the correspondence with potential buyer of "The Brain" (i.e., AutoHub, potential purchaser in UAE) on their interest and expected range of purchase prices.
28. Summary of any outstanding wages for terminated employees, together with confirmation of whether termination or severance is being paid to such employees and the supporting documentation showing amounts owing to each employee.
29. Full details on the good/services being provided in the remaining payables as provided in TXC AP Aging Summary, including an explanation as to whether payables are owed to general trade creditors or any other parties.



We look forward to promptly receiving the above information.

We also remind the Debtors that pursuant to the Information Officer Order, the Debtors may pay amounts owing for goods or services actually supplied to the Debtors or any other expenses incurred in the ordinary course of business only with the prior approval of the Information Officer, if, in the opinion of the Information Officer, such payments are essential to the business and ongoing operations of the Debtors. Pursuant to the Information Officer Order, the Information Officer will review and approve, as applicable, the disbursements of the Debtors, in consultation with MBL Administrative Agent II LLC, as agent on behalf of certain investment funds managed by Post Road Group LP. The Debtors should provide to the Information Officer the relevant details of all proposed disbursements for review not less than 48 hours prior to the proposed payment date of any such disbursements, with a copy to Westin Lovy of Post Road Group.

Yours truly,

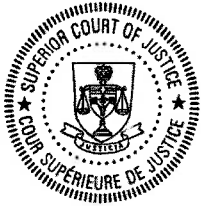
FTI CONSULTING CANADA INC.

A handwritten signature in black ink that reads "Paul Bishop".

Paul Bishop

cc: Jesse Salomons, Grant McIntyre, FTI Consulting Canada Inc.
Caroline Descours, Goodmans LLP, counsel to FTI Consulting Canada Inc.
John Salmas, Dentons LLP, counsel to the Debtors

6570759



Court File No. CV-23-00710413-00CL

ONTARIO

SUPERIOR COURT OF JUSTICE

(COMMERCIAL LIST)

THE HONOURABLE

)

MONDAY, THE 11th

JUSTICE PENNY

)

DAY OF DECEMBER, 2023

APPLICATION UNDER Section 101 of the *Courts of Justice Act*, R.S.O. 1990, c. C.43, as amended, and Section 243 of the *Bankruptcy and Insolvency Act*, c. C.43, as amended,

BETWEEN:

MBL ADMINISTRATIVE AGENT II LLC, as agent for POST ROAD SPECIALTY LENDING FUND II LP (f/k/a MAN BRIDGE LANE SPECIALTY LENDING FUND II (US) LP), and POST ROAD SPECIALTY LENDING FUND (UMINN) LP (f/k/a MAN BRIDGE LANE SPECIALTY LENDING FUND (UMINN) LP)

Applicant

and

TRADE X GROUP OF COMPANIES INC., 12771888 CANADA INC., TVAS INC., TRADEXPRESS AUTO CANADA INC., TRADE X FUND GP INC., TRADE X LP FUND I, TRADE X CONTINENTAL INC., TX CAPITAL CORP., TECHLANTIC LTD. AND TX OPS CANADA CORPORATION

Respondents

ORDER

ON READING the Applicant's Amended Notice of Application for an Order pursuant to section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended (the "**BIA**") and section 101 of the *Courts of Justice Act*, R.S.O. 1990, c.

C.43, as amended (the "**CJA**") appointing FTI Consulting Canada Inc. as receiver and manager ("**FTI**" or the "**Information Officer**") without security, of substantially all of the assets and undertakings of Trade X Group of Companies Inc., 12771888 Canada Inc., TVAS Inc., Tradexpress Auto Canada Inc., Trade X Fund GP Inc., Trade X LP Fund I, Trade X Continental Inc., TX Capital Corp., Techlantic Ltd. and TX OPS Canada Corporation (the "**Debtors**") acquired for, or used in relation to a business carried on by the Debtors, and the affidavit of Westin Lovy sworn December 4, 2023 and the Exhibits thereto, and on hearing the submissions of counsel for the Applicant, FTI, the Debtors and no one appearing although duly served, and on reading the consent of FTI to act as Information Officer,

AND GIVEN the request made by the Debtors to adjourn and postpone the hearing of the Application until December 22, 2023,

AND GIVEN the inherent jurisdiction of the Superior Court of Justice to grant an interlocutory injunction or a mandatory order,

AND GIVEN the provisions of the BIA and CJA,

ADJOURNMENT OF THE APPLICATION

1. **THIS COURT ORDERS** that the hearing on the Application is hereby adjourned and postponed until December 22, 2023 (the "**Postponed Hearing**"), at which time the Application shall be returnable before the Court, at a time and by videoconference to be announced by the Court and communicated to the parties.

2. **THIS COURT ORDERS** that any interested party wishing to object to any relief sought in the Applicant's Application shall be entitled to do so at the Postponed Hearing, provided that such party serves to the Applicant's counsels, and to all other parties, a detailed written response stating the nature and grounds of such objection by no later than 1 p.m. on December 21, 2023.

STAY OF PROCEEDINGS AGAINST THE DEBTORS AND THE PROPERTY

3. **THIS COURT ORDERS** that, until the date of the Postponed Hearing or such later date as the Court may order (the “**Stay Period**”), no proceeding or enforcement process in any court or tribunal (each, a “**Proceeding**”), shall be commenced or continued against the Debtors, or affecting the Debtors’ business operations and activities (the “**Business**”) or the Property (defined below), except with leave of this Court. Any and all Proceedings currently under way against or in respect of the Debtors or affecting the Business or the Property, including all rights of His Majesty in right of Canada and His Majesty in right of a Province, are hereby stayed and suspended pending further order of this Court, with the exception of the proceedings commenced against the Debtors’ affiliate, 13517985 Canada Inc. (“**Wholesale Express**”) by Highcrest Lending Corporation (“**Highcrest**”) pursuant to the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, C-36, in the Commercial Division of the Superior Court of Quebec on November 22, 2023.

4. **THIS COURT ORDERS** that during the Stay Period, and subject to, *inter alia*, section 101 of the CJA, all rights and remedies of any individual, natural person, firm, corporation, partnership, limited liability corporation, trust, joint venture, association, organization, governmental body or agency, or any other entity (all of the foregoing, collectively being “**Persons**” and each being a “**Person**”) against or in respect of the Debtors, or affecting the Business, the Property or any part thereof, are hereby stayed and suspended except with leave of this Court.

5. **THIS COURT ORDERS** that during the Stay Period, no Person shall discontinue, fail to honour, alter, interfere with, repudiate, resiliate, terminate or cease to perform any right, renewal right, contract, agreement, licence or permit in favour of or held by the Debtors, except with the written consent of the Debtors and the Information Officer , or with leave of this Court.

6. **THIS COURT ORDERS** that during the Stay Period and subject to paragraph 8 hereof, all Persons having verbal or written agreements with the Debtors or statutory or regulatory mandates for the supply of goods and services, including without limitation all

computer software, communication and other data services, centralized banking services, payroll services, insurance, transportation utility or other goods or services made available to the Debtors, are hereby restrained until further order of this Court from discontinuing, altering, interfering with or terminating the supply of such goods or services as may be required by the Debtors, and that the Debtors shall be entitled to the continued use of its current premises, telephone numbers, facsimile numbers, internet addresses, domain names or other services, provided in each case that the normal prices or charges for all such goods or services received after the date of the Order are paid by the Debtors, without having to provide any security deposit or any other security, in accordance with normal payment practices of the Debtors or such other practices as may be agreed upon by the supplier or service provider and the Debtors, with the consent of the Information Officer, or as may be ordered by this Court.

7. **THIS COURT ORDERS** that, notwithstanding anything else contained herein, no Person shall be prohibited from requiring immediate payment for goods, services, use of leased or licensed property or other valuable consideration provided to the Debtors on or after the date of this Order, nor shall any Person be under any obligation on or after the date of the Order to make further advance of money or otherwise extend any credit to the Debtors.

8. **THIS COURT ORDERS** that, without limiting the generality of the foregoing, cash or cash equivalents placed on deposit by the Debtors with any Person during the Stay Period, whether in an operating account or otherwise for itself or for another entity, shall not be applied by such Person in reduction or repayment of amounts owing to such Person as of the date of the Order or due on or before the expiry of the Stay Period or in satisfaction of any interest or charges accruing in respect thereof; however, this provision shall not prevent any financial institution from: (i) reimbursing itself for the amount of any cheques drawn by the Debtors and properly honoured by such institution, or (ii) holding the amount of any cheques or other instruments deposited into the Debtors' accounts until those cheques or other instruments have been honoured by the financial institution on which they have been drawn.

9. **THIS COURT ORDERS** that, notwithstanding the foregoing, any Person who provided any kind of letter of credit, guarantee or bond (the “**Issuing Party**”) at the request of the Debtors shall be required to continue honouring any and all such letters, guarantees and bonds, issued on or before the date of the Order, provided that all conditions under such letters, guarantees and bonds are met save and except for defaults resulting from this Order; however, the Issuing Party shall be entitled, where applicable, to retain the bills of lading or shipping or other documents relating thereto until paid

10. **THIS COURT ORDERS** that notwithstanding the stay of proceedings ordered herein, the Debtors, with the prior approval of the Information Officer, shall be entitled but not obligated to pay amounts owing, either prior to or after the date of this Order, for goods or services actually supplied to the Debtors or any other expenses incurred in the ordinary course of business, if, in the opinion of the Information Officer, such payments are essential to the business and ongoing operations of the Debtors.

APPOINTMENT OF INFORMATION OFFICER

11. **THIS COURT ORDERS** that until the Postponed Hearing, FTI shall be appointed to act as Information Officer (the “**Information Officer**”) of all of the following property (collectively, the “**Property**”):

- (a) The assets, undertakings and properties of the Debtors (other than Trade X Group of Companies Inc. (“**Trade X Parent**”)) acquired for, or used in relation to a business carried on by the Debtors, including all proceeds thereof; and
- (b) The assets, undertakings and properties of Trade X Parent (other than the shares of 13517985 Canada Inc.) acquired for, or used in relation to a business carried on by Trade X Parent, including all proceeds thereof.

12. **THIS COURT ORDERS** that the Information Officer is hereby empowered and authorized, not obligated, to do any of the following where the Information Officer considers it necessary or desirable:

- (a) To review and approve the receipts and disbursements of the Debtors, in consultation with the Applicant;
- (b) To monitor the Debtors' business and all transactions in connection therewith;
- (c) To obtain and review information with respect to the bank accounts of the Debtors (including all transaction activity), and the banks and/or financial institutions which maintain the Debtors' bank accounts are hereby directed to promptly provide any and all such information at the request of the Information Officer and/or its representatives;
- (d) To provide a written report to the Court at the Postponed Hearing on all matters relating to the Debtors, their businesses and their Property and any potential transaction;
- (e) To provide a written report to the Applicant, Aimia Inc. and to any other interested party as the Information Officer deems appropriate;
- (f) To take any steps reasonably incidental to the exercise of these powers or the performance of any statutory obligations.

13. **THIS COURT ORDERS** that the Debtors and all of their current and former directors, officers, employees, agents, accountants, legal counsel and shareholders, direct or indirect, and any of their affiliates, and all other persons acting on the Debtors' instructions or on their behalf shall cooperate with and provide the Information Officer with such assistance as required to allow the Information Officer to perform its duties as set out in paragraph 11 above.

14. **THIS COURT ORDERS** that during the Stay Period, there shall be no intercompany transactions, including transfers of funds between the Debtors and any of their direct or indirect shareholders or affiliates, except with the written consent of the Information Officer.

15. **THIS COURT ORDERS** that no Proceeding shall be commenced or continued against the Information Officer except with the written consent of the Information Officer or with leave of the Court.

16. **THIS COURT ORDERS** that the Information Officer shall incur no liability or obligation as a result of its appointment or the carrying out of the provisions of this Order, whether common law, statutory, environmental or otherwise, save and except for any gross negligence or wilful misconduct on its part. Nothing in this Order shall derogate from the protections afforded to the Information Officer under the BIA, including, without limitation, section 14.06 thereof, or under any other applicable legislation.

17. **THIS COURT ORDERS**, for greater certainty, that none of the orders set forth herein shall be deemed to create an obligation upon the Information Officer to take possession, control or otherwise manage the Property, or any portion thereof, and the Information Officer shall not be presumed to be in possession of same.

18. **THIS COURT ORDERS** that the Information Officer may from time to time apply to this Court for advice and directions in connection with this Order and the exercise of its powers and duties hereunder.

19. **THIS COURT ORDERS** the Debtors to pay the Information Officer's and its Counsel's fees and costs related to the Information Officer's appointment upon receipt of their bill.

20. **THIS COURT ORDERS** that nothing in this Order shall prevent the Information Officer from acting either as a receiver, monitor or trustee in bankruptcy of the Debtors.

A handwritten signature in black ink, appearing to read "Ray 3.", is located in the bottom right corner of the page. The signature is stylized and includes a period at the end.

Electronically issued / Délivré par voie électronique : 12-Dec-2023
Toronto Superior Court of Justice / Cour supérieure de justice

Court File No./N° du dossier du greffe : CV-23-00710413-00CL

Electronically issued / Délivré par voie électronique : 12-Dec-2023
Toronto Superior Court of Justice / Cour supérieure de justice

Applicant

-and- Court File No./N° du dossier du greffe : CV-23-00710413-00CL
TRADE X GROUP OF COMPANIES INC. et al.
Respondents

Court File No. CV-23-00710413-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

PROCEEDING COMMENCED AT
TORONTO

ORDER

DAVIES WARD PHILLIPS & VINEBERG LLP
155 Wellington Street West
Toronto ON M5V 3J7

Natasha MacParland (LSO #42383G)
Email: NMacParland@dwpv.com
Tel: 416.863.5567

Natalie Renner (LSO# 55954A)
Email: nrenner@dwpv.com
Tel: 416.367.7489

Maya Churilov (LSO# 87190A)
Email: mchurilov@dwpv.com
Tel: 416.367.7508

Fax: 416.863.0871

Lawyers for the Applicant, MBL Administrative Agent II LLC

THIS IS EXHIBIT "E" REFERRED TO IN THE
AFFIDAVIT OF SARAH LAM SWORN BEFORE
ME THIS 22nd DAY OF DECEMBER, 2023

A blue DocuSign signature consisting of a stylized 'JS' inside a blue square frame with 'DS' in the top right corner.

A Commissioner for Taking Affidavits, etc.

From: Descours, Caroline <cdescours@goodmans.ca>
Sent: Monday, December 18, 2023 8:56 AM
To: Brent Sawadsky <brent.sawadsky@tradexport.com>; Andrew Tymko <andrew.tymko@tradexport.com>; Lakshmi Suresh <lakshmi.suresh@tradexport.com>; Salmas, John <john.salmas@dentons.com>; Ryan Davidson <ryan@tradexport.com>; eric@techlantic.com
Cc: Bishop, Paul <Paul.Bishop@fticonsulting.com>; Salomons, Jesse <Jesse.Salomons@fticonsulting.com>; McIntyre, Graham <Graham.McIntyre@fticonsulting.com>; Hamidi, Kamran <Kamran.Hamidi@fticonsulting.com>
Subject: RE: Trade X - Information Request - December 12, 2023

[WARNING: EXTERNAL SENDER]

Is there anyone else available on site today that can coordinate with FTI or another available option to grant the Information Officer access? We would encourage Trade X cooperation on the request.

With regards to the requested disbursements, to summarize in one spot, FTI, in its capacity as Court-appointed Information Officer, has been requested to review the following proposed disbursements by Trade-X:

1. Balance owing to MMO of \$142,485.79 (supporting invoice not yet provided)
2. Balance owing to Zoho Books, estimated at \$20,000 (supporting invoice not yet provided)
3. Wages due to staff and contractors (spreadsheet provided by Trade-X on December 13, 2023)
4. Amount owing to Dentons, counsel to Trade-X, of \$84,750 (invoice dated November 30, 2023 provided)

FTI, in its capacity as Information Officer, has reviewed the proposed disbursements as requested by or on behalf of Trade-X, and has consulted with MBL Administrative Agent II LLC, as agent on behalf of certain investment funds managed by Post Road Group LP., pursuant to the Information Officer Order. This email serves to confirm that at this time, FTI does not approve such proposed disbursements.

We are available to discuss.

Any update on the below information requests would also be appreciated.

Thank you.

Caroline Descours
(she/her)
Goodmans LLP
[416.597.6275](tel:416.597.6275)

From: Brent Sawadsky <brent.sawadsky@tradexport.com>
Sent: Monday, December 18, 2023 8:15 AM
To: Descours, Caroline <cdescours@goodmans.ca>; Andrew Tymko <andrew.tymko@tradexport.com>; Lakshmi Suresh <lakshmi.suresh@tradexport.com>; Salmas, John <john.salmas@dentons.com>; Ryan Davidson <ryan@tradexport.com>; eric@techlantic.com
Cc: Bishop, Paul <Paul.Bishop@fticonsulting.com>; Salomons, Jesse <Jesse.Salomons@fticonsulting.com>; McIntyre, Graham <Graham.McIntyre@fticonsulting.com>; Hamidi, Kamran <Kamran.Hamidi@fticonsulting.com>
Subject: RE: Trade X - Information Request - December 12, 2023

I will not be able to attend.

What is the status of the critical payments requested on the email of December 13 2023?

From: Descours, Caroline <cdescours@goodmans.ca>
Sent: Sunday, December 17, 2023 7:25 PM
To: Brent Sawadsky <brent.sawadsky@tradexport.com>; Andrew Tymko <andrew.tymko@tradexport.com>; Lakshmi Suresh <lakshmi.suresh@tradexport.com>; Salmas, John <john.salmas@dentons.com>; Ryan Davidson <ryan@tradexport.com>; eric@techlantic.com
Cc: Bishop, Paul <Paul.Bishop@fticonsulting.com>; Salomons, Jesse <Jesse.Salomons@fticonsulting.com>; McIntyre, Graham <Graham.McIntyre@fticonsulting.com>; Hamidi, Kamran <Kamran.Hamidi@fticonsulting.com>
Subject: RE: Trade X - Information Request - December 12, 2023

[WARNING] EXTERNAL EMAIL [!]

DO NOT CLICK links or attachments unless you recognize the sender and know the content is safe.

All – following up on the below with respect to coordinating FTI's site visit for tomorrow. Can we please receive a response on who to coordinate the visit with tomorrow?

Thank you.

Caroline Descours
(she/her)
Goodmans LLP
[416.597.6275](tel:416.597.6275)

From: Descours, Caroline
Sent: Friday, December 15, 2023 12:41 PM
To: 'Brent Sawadsky' <brent.sawadsky@tradexport.com>; 'Andrew Tymko' <andrew.tymko@tradexport.com>; 'Lakshmi Suresh' <lakshmi.suresh@tradexport.com>; 'Salmas, John' <john.salmas@dentons.com>; 'ryan@tradexport.com' <ryan@tradexport.com>; 'eric@techlantic.com' <eric@techlantic.com>
Cc: 'Bishop, Paul' <Paul.Bishop@fticonsulting.com>; 'Salomons, Jesse' <Jesse.Salomons@fticonsulting.com>; 'McIntyre, Graham' <Graham.McIntyre@fticonsulting.com>; 'Hamidi, Kamran' <Kamran.Hamidi@fticonsulting.com>
Subject: RE: Trade X - Information Request - December 12, 2023

All,

We are writing to follow up on the below requests, as other than the limited information provided with regards to the Groupe Gregor claim, none of the Information Officer's information requests have yet been addressed, notwithstanding the Court Order in place, and the two requests (December 12 and December 13). The Information Officer reserves all rights to take any and all appropriate steps to address failures to cooperate with the Information Officer's information requests and failure to comply with the Information Officer Order.

Re-attached in this email is the information request list from December 12. In addition, FTI requests the following additional information:

- Please confirm that each of the Debtors remains current on payments to all third parties that handle the shipping and/or storing of their vehicles, or otherwise please provide all information and invoices on any outstanding amounts.
- Please advise if there are any payments due next week, and provide supporting invoices/information, so that the Information Officer may review any potential proposed disbursements.

In addition, one of FTI's representatives, Kamran Hamidi (copied here), will be attending the Oakville site on Monday, December 18. Can the group please advise who Kamran should coordinate with onsite?

Thank you.

Caroline Descours

(she/her)

Goodmans LLP

416.597.6275

From: Descours, Caroline

Sent: Wednesday, December 13, 2023 11:20 AM

To: 'Brent Sawadsky' <brent.sawadsky@tradexport.com>; Andrew Tymko <andrew.tymko@tradexport.com>; Lakshmi Suresh <lakshmi.suresh@tradexport.com>; Salmas, John <john.salmas@dentons.com>; 'ryan@tradexport.com' <ryan@tradexport.com>; 'eric@techlantic.com' <eric@techlantic.com>

Cc: Bishop, Paul <Paul.Bishop@fticonsulting.com>; Salomons, Jesse

<Jesse.Salomons@fticonsulting.com>; McIntyre, Graham <Graham.McIntyre@fticonsulting.com>

Subject: RE: Trade X - Information Request - December 12, 2023

Further to our call this morning with Brent and John, we re-iterate our information request as re-attached here, and for certainty, re-iterate that the information request applies to all of the Debtors, their respective employees and advisors. Without limiting the foregoing in any way, based on our call, we have included in this email string Ryan Davidson and Eric Van Essen to also assist in addressing the information requests. We ask that the Debtors, their employees and their advisors work to provide all available information as soon as possible and as required pursuant to the Information Officer Order granted by the Court on December 11, 2023.

We are in receipt of your below request for the below noted disbursements, which FTI, as Information Officer, will review and consult with MBL Administrative Agent II LLC, as agent on behalf of certain investment funds managed by Post Road Group LP., pursuant to the Information Officer Order.

Thank you.

Caroline Descours

(she/her)

Goodmans LLP

[416.597.6275](tel:416.597.6275)

From: Brent Sawadsky <brent.sawadsky@tradexport.com>

Sent: Wednesday, December 13, 2023 9:58 AM

To: Descours, Caroline <cdescours@goodmans.ca>; Andrew Tymko <andrew.tymko@tradexport.com>; Lakshmi Suresh <lakshmi.suresh@tradexport.com>; Salmas, John <john.salmas@dentons.com>

Cc: Bishop, Paul <Paul.Bishop@fticonsulting.com>; Salomons, Jesse

<Jesse.Salomons@fticonsulting.com>; McIntyre, Graham <Graham.McIntyre@fticonsulting.com>

Subject: RE: Trade X - Information Request - December 12, 2023

Key items to provide the information requested,

Access to computers, balance owing to MMO is \$142,485.79, invoice have been requested from the vendor.

Zoho Books, balance can not be obtained until computer access is granted, estimate is \$20,000.

Wages due to staff and contractors – see attached spreadsheet.

From: Descours, Caroline <cdescours@goodmans.ca>

Sent: Tuesday, December 12, 2023 1:03 PM

To: Brent Sawadsky <brent.sawadsky@tradexport.com>; Andrew Tymko <andrew.tymko@tradexport.com>; Lakshmi Suresh <lakshmi.suresh@tradexport.com>; Salmas, John <john.salmas@dentons.com>

Cc: Bishop, Paul <Paul.Bishop@fticonsulting.com>; Salomons, Jesse

<Jesse.Salomons@fticonsulting.com>; McIntyre, Graham <Graham.McIntyre@fticonsulting.com>

Subject: Trade X - Information Request - December 12, 2023

[WARNING] EXTERNAL EMAIL [!]

DO NOT CLICK links or attachments unless you recognize the sender and know the content is safe.

Good afternoon,

Please see attached correspondence being provided on behalf of FTI Consulting Canada Inc., in its capacity as the Information Officer of Trade X Group of Companies Inc., 12771888 Canada Inc., TVAS Inc., Tradexpress Auto Canada Inc., Trade X Fund GP Inc., Trade X LP Fund I, Trade X Continental Inc., TX Capital Corp., Techlantic Ltd. and TX OPS Canada Corporation (the “Debtors”), as appointed pursuant to the Order of the Ontario Superior Court of Justice (Commercial List) granted on December 11, 2023 in respect of the Debtors.

Thank you.

Caroline Descours

(she/her)

Goodmans LLP

416.597.6275

cdescours@goodmans.ca

Bay Adelaide Centre
333 Bay Street, Suite 3400
Toronto, ON M5H 2S7
goodmans.ca

***** Attention *****

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THIS IS EXHIBIT "F" REFERRED TO IN THE
AFFIDAVIT OF SARAH LAM SWORN BEFORE
ME THIS 22nd DAY OF DECEMBER, 2023



A Commissioner for Taking Affidavits, etc.

Salmas, John

From: Salmas, John
Sent: Thursday, December 21, 2023 11:03 AM
To: Bishop, Paul; cdescours@goodmans.ca
Cc: Brent Sawadsky; Fotinos, Helen; Eric van Essen
Subject: Dentons Canada Invoice
Attachments: Invoice# 3812165 for Matter# 585367-000019.pdf

Paul/Caroline,

Attached please find the Dentons Canada invoice for work conducted for the Respondents in the pending receivership proceeding from and after the date of the order appointing the Information Officer.

It would be greatly appreciated if the attached invoice can be approved for processing today. Please advise.

Please feel free to contact me in order to discuss should you have any questions.

Regards,

John

John Salmas
Partner

My pronouns are: He/Him/His

📞 +1 416 863 4737

john.salmas@dentons.com | [Bio](#) | [Website](#)

Dentons Canada LLP | 77 King Street West, Suite 400, Toronto-Dominion Centre, Toronto, ON, M5K 0A1, Canada



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Dentons Canada LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON, Canada M5K 0A1

T 416 863 4511
F 416 863 4592

dentons.com

Trade-X Group of Companies and Techlantic Ltd.
29-5200 Dixie Road
Mississauga ON L4W 1E4
Canada
Attention: Patrick Leung
Global Managing Director of Corporate
Development

INVOICE # 3812165

GST/HST # R121996078
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
December 21, 2023	585367-000019	Helen Fotinos

Trade-X Group of Companies and Techlantic Ltd.
Re: Restructuring

Professional Fees and Disbursements	\$ 35,000.00
HST (13.0%) on \$35,000.00	4,550.00
Total Amount Due	\$ <u>39,550.00</u> CAD

Payment Options:	
<p><u>Cheques:</u> Cheques payable to Dentons Canada LLP and mailed to the following address: 77 King Street West, Suite 400 Toronto-Dominion Centre Toronto, ON Canada M5K 0A1</p>	<p><u>Credit Card:</u> To pay online with a credit card, visit https://www.dentons.com/canada-CADpay. Alternatively, credit card payment is accepted via telephone at 1-888-444-8859. You will require your invoice number and amount to pay.</p>
<p><u>Interac e-Transfer:</u> e-Transfer funds to AR.Canada@dentons.com referencing invoice number in message. Auto-deposit is setup on our accounts and therefore no password required.</p>	<p><u>Internet Banking:</u> Accepted at most financial institutions. Your payee is Dentons Canada LLP and reference your payee account number (client ID) as 585367. Please email us at AR.Canada@dentons.com referencing invoice number and payment amount.</p>
<p><u>Wire Transfer / EFT:</u> Bank of Montreal 1st Canadian Place, Toronto, ON M5X 1A3 Swift Code: BOFMCAM2</p>	<p>Bank ID: 001 Transit: 00022 CAD Funds Bank Account: 0004-324 (or 00020004324) Routing: 000100022</p>
<p>For wire or EFT payments, please email remittance to AR.Canada@dentons.com referencing invoice number and payment amount. Payment due on receipt. Interest will be charged at the rate of 8% per annum on all outstanding amounts over 30 days.</p>	

DENTONS CANADA LLP
Trade-X Group of Companies and Techlantic Ltd.
Re: Restructuring

INVOICE 3812165
Page 2 of 2
Matter # 585367-000019

Invoice Detail

TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter:

Provision of legal services in connection with restructuring and Insolvency proceedings.

TOTAL PROFESSIONAL FEES AND DISBURSEMENTS **\$ 35,000.00**

TAXES

HST (13.0%) on Fees & Disbursements of \$35,000.00 \$ 4,550.00

TOTAL TAXES **4,550.00**

TOTAL AMOUNT DUE **\$ 39,550.00** CAD

MBL ADMINISTRATIVE AGENT II LLC

-and-

TRADE X GROUP OF COMPANIES INC. et al.

Applicant

Respondents

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

PROCEEDING COMMENCED AT TORONTO

AFFIDAVIT OF SARAH LAM

DENTONS CANADA LLP
77 King Street West, Suite 400
Toronto-Dominion Centre
Toronto, ON M5K 0A1

John Salmas (LSO #42336B)
Tel: 416-863-4374
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Helen Fotinos (LSO #46159S)
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Mark A. Freake (LSO #63656H)
Tel: 416-863-4456
mark.freake@dentons.com

Counsel for the Respondents