

**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

v.

**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

FACTUM OF THE RECEIVER, FTI CONSULTING CANADA INC.

(Motion for Fee Approval, Returnable October 2, 2024)

September 27, 2024

GOODMANS LLP
Barristers & Solicitors
333 Bay Street, Suite 3400
Toronto, ON M5H 2S7

Mark Dunn LSO No. 55510L
mdunn@goodmans.ca

Caroline Descours LSO No. 58251A
cdescours@goodmans.ca

Brittini Tee LSO No. 85001P
btee@goodmans.ca

Tel: 416.849.6895

Lawyers for the Receiver, FTI Consulting
Canada Inc.

TO: **THE SERVICE LIST**

I. OVERVIEW¹

1. This is the factum of FTI Consulting Canada Inc., in its capacity as the Court-appointed receiver and manager (in such capacity, the “**Receiver**”), without security, of substantially all of the assets, undertakings and properties of Trade X Group of Companies Inc. (“**Trade X Parent**”), 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 (“**TX Canada**”) (collectively, “**Trade X**” or the “**Debtors**”), as set forth in further detail in the Receivership Order (as defined below), for an order (the “**Fee Approval Order**”), among other things, approving:
 - (a) the First Report of the Receiver dated February 1, 2024 (the “**First Report**”), the First Supplemental Report to the First Report of the Receiver dated April 3, 2024 (the “**First Supplemental Report**”), the Second Report of the Receiver dated March 27, 2024 (the “**Second Report**”), the Third Report of the Receiver dated May 17, 2024 (the “**Third Report**”), the Fourth Report of the Receiver dated June 18, 2024 (the “**Fourth Report**”), the Fifth Report of the Receiver dated August 26, 2024 (the “**Fifth Report**”), and the Sixth Report of the Receiver dated September 20, 2024 (the “**Sixth Report**”, and collectively with the First Report, the First Supplemental Report, the Second Report, the Third Report, the Fourth Report and the Fifth Report, the “**Receiver’s Reports**”) and the activities and conduct of the

¹ Unless otherwise stated herein, capitalized terms used but not otherwise defined herein have the meaning given to such terms in the Receiver’s Reports.

Receiver up to and including the date of the Sixth Report in relation to the Debtors and these proceedings (including as described in the Receiver's Reports); and

(b) the fees and disbursements of the Receiver and its counsel.

2. The Receiver respectfully submits that its fees and disbursements, and those of its counsel, are fair and reasonable, and that it is appropriate for the Court to grant the requested Fee Approval Order.

II. FACTS

A. Background

3. Pursuant to the Order of the Ontario Superior Court of Justice (Commercial List) dated December 22, 2023 (the "**Receivership Order**"), the Receiver was appointed as receiver and manager, without security, of the following property (collectively, the "**Property**") of the Debtors:

(a) the assets, undertakings and properties of the Debtors (other than Trade X Parent and TX Canada) acquired for, or used in relation to a business carried on by the Debtors, including all proceeds thereof;

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

(c) certain assets, undertakings and properties of TX Canada defined as the “TX Canada Collateral” in the Affidavit of Westin Lovy sworn December 4, 2023.²

4. The application was brought by MBL Administrative Agent II LLC (the “**Applicant**”) 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) pursuant to section 243 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, and shall be referred to herein as the “Receivership”.³

B. Efforts of the Receiver and its Counsel

5. From and after the Receiver’s appointment on December 22, 2023 (the “**Receivership Date**”), the Receiver has taken steps to receive and preserve the Property and proceeds thereof, wind-down the business of the Debtors, review the Debtors’ books and records, advance forensic review and investigative work, and address certain litigation matters. The Receiver’s activities to date have included the activities summarized below, and discussed in further detail in the Receiver’s Reports.

(i) *Control and Realization of Property and Wind-Down Matters*

6. From and after the Receivership Date, the Receiver took steps to secure possession and control over the Property, including the proceeds and receipts arising out of or from the

² [Receivership Order](#) at para. 2.

³ Sixth Report at para. 2, Receiver’s Motion Record dated Sept. 20, 2024 (“**MR**”), Tab 3, p. 20.

Property, and to wind-down the Debtors' business. These steps included, but were not limited to, the following:

- (a) transferring funds from the Debtors' bank accounts to the Receiver's trust account established in respect of the Debtors;⁴
- (b) collecting receivables owed to the Debtors from domestic and foreign receivable parties, based on the books and records of the Debtors;⁵
- (c) selling the Debtors' remaining inventory;⁶
- (d) collecting deposits owed to the Debtors, based on the books and records of the Debtors;⁷
- (e) working with the CRA to obtain tax refunds;⁸
- (f) securing an electronic backup of the Debtors' books and records;⁹
- (g) paying operating costs relating to the Debtors for services required to wind-down the estate;¹⁰

⁴ Sixth Report at para. 9(a), MR, Tab 3, p. 22; Receiver's Fourth Report at para. 9(a), MR, Tab 3(E), p. 116.

⁵ Sixth Report at para. 9(b), MR, Tab 3, p. 22; Fourth Report at para. 9(b), MR, Tab 3(E), p. 116.

⁶ Fourth Report at para. 9(c), MR, Tab 3(E), p. 116.

⁷ Fourth Report at para. 9(d), MR, Tab 3(E), p. 117.

⁸ Sixth Report at para. 9(c), MR, Tab 3, p. 22; Fourth Report at para. 9(e), MR, Tab 3(E), p. 117.

⁹ Fourth Report at para. 9(f), MR, Tab 3(E), p. 117.

¹⁰ Fourth Report at para. 9(g), MR, Tab 3(E), p. 117.

- (h) closing vendor accounts;¹¹
- (i) placing advertisements to sell the business and its assets;¹²
- (j) dealing with employee matters, including by terminating the Debtors' remaining employees and making the required filings under the *Wage Earner Protection Program Act*; and¹³
- (k) responding to various stakeholder inquiries in connection with the Receivership, and continuing regular communications with the Applicant in connection with matters relating to the Receivership.¹⁴

(ii) *Investigations, Forensic Review and Litigation Matters*

7. The Receiver, with the assistance of its counsel, has also advanced certain investigations, forensic review and litigation matters since the commencement of the Receivership, which are discussed in the Receiver's Reports.

8. These litigation matters have included the following motions and cross-motions (each of which are discussed in greater detail in the Receiver's Reports):

- (a) On February 2, 2024, the Receiver commenced a motion (the "**Payment Motion**") to recover \$1,723,495 (the "**Techlantic Funds**") owed to Techlantic but paid to 1309767 Ontario Ltd. and 2601658 Ontario Ltd. (collectively, the "**Van Essen**

¹¹ Fourth Report at para. 9(h), MR, Tab 3(E), p. 117.

¹² Fourth Report at para. 9(i), MR, Tab 3(E), p. 117.

¹³ Sixth Report at para. 10, MR, Tab 3, p. 23.

¹⁴ Sixth Report at para. 12, MR, Tab 3, p. 24.

Companies”) and purported to be set-off by the Van Essen Companies against amounts allegedly owing to them by Techlantic on the eve of the Receivership.¹⁵

The Van Essen Companies claimed they were entitled to the Techlantic Funds, and brought their own cross-motion (the “**Van Essen Cross-Motion**”) for a declaration that they were entitled to such funds.¹⁶

- (b) On April 16, 2024, the Van Essen Companies served a Notice of Motion, seeking to stay the rights and claims of the Receiver, the Applicant and any related parties as against the Van Essen Companies (the “**Van Essen Stay Motion**”). The purported basis for the Van Essen Stay Motion was the Van Essen Companies’ allegation that the Receiver had gained access to the Van Essen Companies’ privileged communications that were (unbeknownst to the Receiver) stored on the Debtors’ servers.¹⁷

- (c) By way of decision dated June 28, 2024, the Honourable Justice Cavanagh dismissed the Van Essen Stay Motion in its entirety. On July 19, 2024, the Van Essen Companies served a motion seeking injunctive relief from the Court of Appeal, including a stay of the Payment Motion and Van Essen Cross-Motion scheduled to proceed on July 26, 2024, pending their motion for leave to appeal in

¹⁵ Receiver’s Fifth Report at paras. 10-13, MR, Tab 3(F), p. 136-137.

¹⁶ Fifth Report at para. 14, MR, Tab 3(F), p. 137.

¹⁷ Fifth Report at para. 17, MR, Tab 3(F), p. 138.

respect of the Van Essen Stay Motion. This request for injunctive relief was denied by the Court of Appeal.¹⁸

9. The litigation between the Receiver and the Van Essen Companies was contested and extended over multiple months.¹⁹ As discussed in Receiver's Reports, the conduct and actions of the Van Essen Companies in these proceedings, including the numerous adjournments and engagement of new and additional counsel at late stages of the various motions, resulted in numerous case conferences and procedural delays in the hearing of the Receiver's Payment Motion.²⁰
10. Ultimately, as discussed in the Fifth Report, the Receiver reached a settlement with the Van Essen Companies resolving the matters pertaining to the Receiver's Payment Motion, the Van Essen Cross-Motion and the Van Essen Stay Motion (and the appeal in respect thereof) (the "**Van Essen Settlement**").²¹
11. The Van Essen Settlement was approved by this Court on August 29, 2024, and the Receiver received the settlement funds of \$1.65 million on August 30, 2024.²²

(iii) The Wholesale Express CCAA Proceedings and the Groupe Grégor Claim

12. As discussed in the Sixth Report, Wholesale Express is a subsidiary of Trade X, but is not one of the Debtors subject to the Receivership. Separate proceedings under the *Companies'*

¹⁸ Fifth Report at paras. 14-15, MR, Tab 3(F), p. 138.

¹⁹ Fifth Report at para. 18, MR, Tab 3(F), p. 138.

²⁰ Sixth Report at para 32(b), MR, Tab 3, p. 29.

²¹ Sixth Report at para. 15, MR, Tab 3, p. 24.

²² Sixth Report at para. 16, MR, Tab 3, p. 24; [Settlement Approval Order](#) dated August 29, 2024.

Creditors Arrangement Act (“**CCAA**”) were commenced in respect of Wholesale Express in Quebec (the “**Wholesale Express CCAA Proceedings**”).²³

13. On October 24, 2023, Wholesale Express and Trade X Parent entered into an Assignment of Credit (the “**Groupe Grégor Claim Assignment**”), pursuant to which Wholesale Express assigned to Trade X Parent all of Wholesale Express’ right, title, interest and property into the amount of \$7,920,118, plus interest, owing by Groupe Grégor Inc. to Wholesale Express (the “**Groupe Grégor Claim**”).²⁴
14. On February 15, 2024, the Court-appointed monitor in the Wholesale Express CCAA Proceedings (the “**Wholesale Express Monitor**”) served an application (the “**Groupe Grégor Claim Application**”) seeking, among other things, an order declaring that the Groupe Grégor Claim Assignment is null and void and may not be set up against the Wholesale Express Monitor on the basis that it constituted a transfer at undervalue.²⁵
15. Based on a review of the Debtors’ books and records and discussions with former employees of the Debtors that were involved in the events at issue, the Receiver opposed the Groupe Grégor Claim Application on the basis that the Groupe Grégor Claim Assignment was not a transfer at undervalue.²⁶
16. Groupe Grégor Claim Application was heard before the Quebec Superior Court of Justice (the “**Quebec Court**”) in the Wholesale Express CCAA Proceedings on July 16, 2024.

²³ Sixth Report at para. 18, MR, Tab 3, p. 25.

²⁴ Sixth Report at para. 20, MR, Tab 3, p. 25.

²⁵ Sixth Report at para. 21, MR, Tab 3, p. 26.

²⁶ Sixth Report at para. 22, MR, Tab 3, p. 26.

Following submissions by the parties in respect of the Groupe Grégor Claim Application, the Quebec Court determined to adjourn the application until the December 10, 2024, and directed the Wholesale Express Monitor to amend its application and Monitor's report in respect thereof to also address the question of whether the Groupe Grégor Claim Assignment was a preferential payment, in addition to whether it was a transfer at undervalue. Such amended application and Monitor's report were filed on September 3, 2024.²⁷

C. Fees and Disbursements of the Receiver and its Counsel

17. The proposed Fee Approval Order provides for the approval of the fees and disbursements of the Receiver and its counsel incurred during the period from the Receivership Date to August 31, 2024 (the "**Period**").²⁸
18. In support of this motion, the Receiver delivered its Sixth Report dated September 20, 2024, which provides a detailed summary of the activities of the Receiver and its counsel throughout the Period together with a detailed breakdown of the Receiver's and its counsel's fees and disbursements.²⁹ The Sixth Report supplements the other Receiver's Reports that were filed during the Period that detailed the activities of the Receiver.³⁰
19. In addition, affidavits from representatives of the Receiver and each of its counsel provide a comprehensive listing of the accounts sought to be passed, including each account date

²⁷ Sixth Report at para. 23, MR, Tab 3, p. 26.

²⁸ Draft Fee Approval Order at paras. 3-6, Motion Record, Tab 2, p. 15.

²⁹ See the Sixth Report, MR, Tab 3, p. 18.

³⁰ The Receiver's prior reports (without exhibits) are attached as Exhibits A-F of the Sixth Report, MR, Tabs 3(A) – 3(F), pp. 33 -143.

and amount, along with summary tables identifying the individual professionals who have worked on the matter, hourly billing rates, total number of hours worked and total associated professional fees, among other information. Some accounts have been redacted to protect privileged and confidential information.³¹

20. The Receiver and its counsel billed amounts at standard hourly rates consistent with the relevant market, and the Receiver considers such fees to be fair and reasonable in the circumstances of these proceedings.³²

III. ISSUES AND LAW

A. Approval of the Receiver's Reports and Activities

21. This Court held in *Laurentian University of Sudbury* (“**Laurentian**”), in the context of the approval of a CCAA monitor's reports and activities, that there are good policy and practical reasons for approving a court officer's reports and activities, including that Court approval:

- (a) allows the court officer to move forward with next steps in the proceeding;
- (b) brings the court officer's activities before the court;

³¹ See the Affidavit of Paul Bishop (FTI Consulting Canada Inc.) sworn September 19, 2024 (“**Bishop Affidavit**”), MR, Tab 3(G), p. 185, 188, and 191; Affidavit of Caroline Descours (Goodmans LLP) sworn September 18, 2024 (“**Descours Affidavit**”), MR, Tab 3(H), p. 226, 288, and 291; Affidavit of Andrew Winton (Lax O’Sullivan Lisus Gottlieb LLP) sworn September 18, 2024 (“**Winton Affidavit**”), MR, Tab 3(I), p. 299, 317, and 320; Affidavit of Louis Sévéno (Woods LLP) sworn September 18, 2024 (“**Sévéno Affidavit**”), MR, Tab 3(J), p. 328, 338, and 341.

³² Bishop Affidavit at para. 8, MR, Tab 3(G), p. 147; Descours Affidavit at para. 6, MR, Tab 3(H), p. 223; Winton Affidavit at para. 6, MR, Tab 3(I), p. 296; Sévéno Affidavit at para. 6, MR, Tab 3(J), p. 325.

- (c) allows an opportunity for the concerns of the stakeholders to be addressed, and any problems to be rectified;
- (d) enables the Court to satisfy itself that the court-officer's activities have been conducted in prudent and diligent manner;
- (e) provides protection for the court officer not otherwise provided by the applicable legislation; and
- (f) protects the creditors from the delay and distribution that would be caused by: (i) re-litigation of steps taken to date, and (ii) potential indemnity claims by the court officer.³³

22. The Receiver submits that it is appropriate to approve the Receiver's Reports and the activities and conduct described therein because:

- (a) the activities described in the Receiver's Reports were necessary and undertaken in good faith pursuant to the Receiver's duties and powers set out in Orders of this Court granted in these proceedings, including the Receivership Order;
- (b) the Receiver's activities were undertaken in the best interests of the Debtors' stakeholders;
- (c) the Receiver has actively consulted with the Applicant throughout these proceedings in respect of the activities of the Receiver; and

³³ [*Laurentian University of Sudbury*, 2022 ONSC 2927 at paras. 13-14, *Target Canada Co. \(Re\)*, 2015 ONSC 7574 at para. 22.](#)

(d) the Receiver's Reports were served on the service list in these proceedings and posted on the Receiver's website for review by the Debtors' creditors and other stakeholders.

B. Approval of the Accounts of the Receiver and its Counsel

23. The Receivership Order directs that the Receiver and its counsel shall pass their accounts from time to time, and for this purpose the accounts of the Receiver and its legal counsel are referred to a judge of the Commercial List of the Ontario Superior Court of Justice.³⁴
24. The overarching test on a motion to pass accounts of a court officer and its counsel is to consider the "overriding principle of reasonableness", with the predominant consideration in such assessment being the overall value contributed by the court officer and its counsel. As stated by this Court in *Laurentian*, "the Court does not engage in a docket-by-docket or line-by-line assessment of the accounts as minute details of each element of a professional services may not be instructive when looked at in isolation."³⁵
25. As described above, the Receiver and its counsel charged standard hourly rates that are consistent with relevant market rates.³⁶ Although this does not oust the need for the court to consider whether the fees claimed are fair and reasonable, it has been held that where

³⁴ [Receivership Order](#) at para. 19.

³⁵ *Laurentian University of Sudbury*, 2022 ONSC 2927 at [para. 9](#).

³⁶ Bishop Affidavit at para. 8, MR, Tab 3(G), p. 147; Descours Affidavit at para. 6, MR, Tab 3(H), p. 223; Winton Affidavit at para. 6, MR, Tab 3(I), p. 296; Sévéno Affidavit at para. 6, MR, Tab 3(J), p. 325.

standard rates have been charged under an order so directing, this is a relevant consideration supporting approval.³⁷

26. The Court has held that the following non-exhaustive list of factors assist courts in evaluating the fairness and reasonableness of a court-appointed officer's fees and those of its counsel:

- (a) the nature, extent and value of the assets being handled;
- (b) the complications and difficulties encountered;
- (c) the degree of assistance provided by the company, its officers or its employees;
- (d) the time spent;
- (e) the Receiver's knowledge, experience and skill;
- (f) the diligence and thoroughness displayed;
- (g) the responsibilities assumed;
- (h) the results achieved; and
- (i) the cost of comparable services when performed in a prudent and economical manner.³⁸

³⁷ *Confectionately Yours Inc (Re)*, [2002 CanLII 45059](#) (ON CA) at [paras. 52-54](#).

³⁸ *Laurentian University of Sudbury*, 2022 ONSC 2927 at [para. 10](#); *Confectionately Yours Inc (Re)*, [2002 CanLII 45059](#) (ON CA) at [paras. 44-45](#).

27. Applying these factors above to this case, the accounts should be approved because:

- (a) **The nature, extent and value of the assets being handled:** As discussed above, the Receiver's efforts in these proceedings have included taking steps to take control of the Property and wind-down the Debtors' business. This has included realization efforts involving funds, receivables, inventory and other assets across domestic and various foreign jurisdictions.³⁹
- (b) **The complications and difficulties encountered:** As discussed in detail in the Receiver's Reports, the Receiver has faced numerous significant challenges in connection with its efforts to realize on the Debtors' Property. Among other things:
 - (i) the Receiver's attempts to collect on amounts owing to the Debtors were complicated by the poor state of the Debtors' accounting records;
 - (i) the Debtors' books and records are complicated and involve a large number of accounting entries reflecting the transfer of vehicles (and potentially funds) between various Debtors and other parties for purposes that have been unclear to the Receiver;
 - (ii) the Debtors engaged in a large number of transactions with companies owned or controlled by the Debtors' directors, officer and/or members of their immediate families, that were not fully disclosed to the Receiver;

³⁹ Sixth Report at para. 9, MR, Tab 3, p. 22; Fourth Report at para. 9, MR, Tab 3(E), p. 116.

- (iii) the Receiver received conflicting information from the Debtors and other parties about significant transactions involving the Debtors; and
- (iv) the Receiver tried to engage with certain of the Debtors' current and former directors, officers, employees and consultants to understand various transactions and issues relating to the Debtors; however several such individuals refused to meet with the Receiver, or refused to meet with the Receiver unless the Receiver paid for them to hire counsel.

The foregoing challenges resulted in (1) the Receiver, in consultation with the Applicant, determining that the assistance of FTI's Forensic and Litigation Consulting group ("**FTI Forensic**") to assist with the Receiver's investigations would be needed and appropriate, and (2) the Receiver needing to obtain a Court order granting the Receiver the right to examine certain individuals under oath.⁴⁰

- (c) **The time spent:** Given the challenges discussed above, the Receiver was required to spend a significant amount of time investigating, identifying and addressing discrepancies and issues in the Debtors' books and records, and required the assistance of FTI Forensic in connection therewith. Further, as discussed above, the litigation between the Receiver and the Van Essen Companies was contested and extended over multiple months, and the conduct and actions of the Van Essen Companies in these proceedings, including the numerous adjournments and engagement of new and additional counsel at late stages of the various motions, resulted in numerous case conferences and procedural delays in the hearing of the

⁴⁰ Second Report at para. 6, MR, Tab 3(C), p. 75.

Receiver's Payment Motion. The Receiver and its counsel were required to spend a significant amount of time on such litigation matters, including the Payment Motion (which resulted in a successful settlement for the benefit of the Debtors' estates) and by responding to the Van Essen Stay Motion (which the Receiver was ultimately wholly successful in defending).⁴¹

(d) **The degree of assistance provided by the company, its officers or its employees:**

As discussed above, the Receiver attempted to engage with certain of the Debtors' current and former directors, officers, employees and consultants to understand the Debtors' transactions and complex and inconsistent books and records. Several such individuals refused to meet with the Receiver, or refused to meet with the Receiver unless the Receiver paid for them to hire counsel. As a result, the Receiver was obligated to bring a motion seeking enhanced investigatory powers and to grant the Receiver the right to examine certain individuals under oath. In addition, as discussed above, the Receiver received conflicting information from the Debtors and other parties about significant transactions involving the Debtors, which added to the challenges in these proceedings.⁴²

(e) **The Receiver's knowledge, experience and skill:** The Receiver and its counsel are experienced restructuring professionals who have been integral in these receivership proceedings.

⁴¹ Fifth Report at paras. 18-19, MR, Tab 3(F), p. 138; Sixth Report at 32(b), MR, Tab 3, p. 29.

⁴² Second Report at paras. 7-9, MR, Tab 3(C), p. 76.

- (f) **The diligence and thoroughness displayed:** The Receiver and its counsel have at all times demonstrated diligence and thoroughness.
- (g) **The results achieved:** The Receiver has advanced significant work and achieved positive results in these proceedings to date, including winding down the Debtors' business, securing and collecting various funds and receivables, and selling the Debtors' remaining inventory. The Receiver has also been successful in recovering \$1.65 million pursuant to the Van Essen Settlement and is continuing to evaluate other potential claims that may provide additional recovery for the benefit of the Debtors' stakeholders.

28. For the reasons set out above, a consideration of the applicable factors supports the approval of the accounts of the Receiver and its counsel as being fair and reasonable.

IV. ORDER SOUGHT

29. The Receiver respectfully submits that it is appropriate for this Court to approve the fees and activities of the Receiver and its counsel pursuant to the proposed Fee Approval Order.

ALL OF WHICH IS RESPECTFULLY SUBMITTED this 27th day of September, 2024.

Per:



GOODMANS LLP
Lawyers for the Receiver,
FTI Consulting Canada Inc.

SCHEDULE A

LIST OF AUTHORITIES

1. [Confectionately Yours Inc \(Re\)](#), 2002 CanLII 45059 (ON CA)
2. [Laurentian University of Sudbury](#), 2022 ONSC 2927
3. [Target Canada Co. \(Re\)](#), 2015 ONSC 7574

SCHEDULE B
STATUTORY REFERENCES

N/A

MBL ADMINISTRATIVE AGENT II -and-
LLC

TRADE X GROUP OF COMPANIES
INC. et al

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

Applicant

Respondents

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST
Proceeding commenced at Toronto

**FACTUM OF THE RECEIVER, FTI CONSULTING
CANADA INC.**

GOODMANS LLP
Barristers & Solicitors
333 Bay Street, Suite 3400
Toronto, ON M5H 2S7

Mark Dunn LSO No. 55510L
mdunn@goodmans.ca
Caroline Descours LSO No. 58251A
cdescours@goodmans.ca
Brittini Tee LSO No. 85001P
btee@goodmans.ca

Tel: 416.849.6895

Lawyers for the Receiver, FTI Consulting Canada Inc.