

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

IN THE MATTER OF Section 101 of the *Courts of Justice Act*, R.S.O. 1990 c.C.43, as amended, and in the matter of Section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended

B E T W E E N:

NATIONAL BANK OF CANADA

Applicant

- and -

KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.

Respondents

**MOTION RECORD
(Returnable February 23, 2018)**

February 16, 2018

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Lawyers for the Receiver

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**ONTARIO
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(COMMERCIAL LIST)**

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B E T W E E N:

NATIONAL BANK OF CANADA

Applicant

- and -

KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.

Respondents

**NOTICE OF MOTION
(Returnable February 23, 2018)**

ZEIFMAN PARTNERS INC. (“**Zeifman**”), in its capacity as court-appointed receiver and manager (the “**Receiver**”) of Kobian Canada Inc. (“**Kobian**”) and Thinkmax Technologies Inc. (“**Thinkmax**” and together with Kobian, the “**Debtors**”) will make a motion to a Judge presiding over the Commercial List on February 23, 2018, at 10:00 a.m. or as soon after that time as the motion can be heard at the Courthouse located at 330 University Avenue, Toronto, Ontario.

PROPOSED METHOD OF HEARING: This Motion is to be heard orally.

THIS MOTION IS FOR:

1. An Order, *inter alia*:
 - (a) abridging the time for service of this Notice of Motion, if necessary, and the materials filed in support of the motion and dispensing with further service thereof;
 - (b) approving the Fourth Report of the Receiver dated February 16, 2018 (the “**Final Report**”) and the activities and conduct of the Receiver described therein;
 - (c) approving a distribution to National Bank of Canada (the “**Bank**”) of the remaining funds held by the Receiver and authorizing and directing the Receiver to assign to the Bank all remaining assets and any further receipts in connection with the within estate;
 - (d) approving the fees and disbursements of the Receiver and its legal counsel for the period August 10, 2016 to February 15, 2018 (the “**Fee Period**”);
 - (e) approving the unsealing of Confidential Appendices 1, 2 and 3 to the Receiver’s First Report to the Court dated September 28, 2016 and Confidential Appendix 1 to the Receiver’s Second Report to the Court dated January 23, 2017;
 - (f) discharging Zeifman as Receiver upon the filing of a Certificate confirming the completion of the Receiver’s remaining activities;

- (g) releasing and discharging Zeifman from any liability in connection with the discharge of its duties as Receiver and barring all claims against Zeifman in connection with the within estate upon its discharge as Receiver; and
- (h) such further and other relief as this Honourable Court may deem just.

THE GROUNDS FOR THE MOTION are as follows:

Background

2. By Order of the Court dated August 10, 2016 (the “**Appointment Order**”), Zeifman was appointed upon application by the Bank as Receiver of the assets, undertakings and properties (collectively, the “**Property**”) of the Debtors pursuant to section 101 of the *Courts of Justice Act*, R.S.O. 1990 c.C.43, as amended, and section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended (the “**BIA**”);
3. The Bank brought an application for a bankruptcy order with respect to Kobian pursuant to the BIA. By order of the Ontario Superior Court of Justice (In Bankruptcy) dated March 28, 2017 (the “**Bankruptcy Order**”), Kobian was adjudged bankrupt and Zeifman was appointed as the trustee in bankruptcy;
4. Since the date of the Appointment Order, the Receiver has, among other activities, collected accounts receivable and liquidated the inventory of the Debtors. Other than a potential refund of certain export duties paid by Kobian prior to the Appointment Order, the Receiver has now completed its realization upon the Property;

Statement of Receipts and Disbursements

5. During the cumulative receivership period August 10, 2016 to February 15, 2018, receipts were CAD\$4,786,278 and USD\$258,152 and disbursements were CAD\$1,362,436 and USD\$19,776, resulting in a net cash balance on hand as at February 15, 2018 of CAD\$3,423,842 and USD\$238,376;

Distribution to the Bank

6. The Debtors are indebted to the Bank in an amount that significantly exceeds the funds in the Receiver's possession available for distribution to the creditors of the Debtors;
7. The Receiver has obtained an independent opinion and is satisfied that, subject to certain standard assumptions and qualifications, the Bank holds valid and enforceable security over the Property, which is enforceable against the Receiver;
8. The Receiver is not aware of any liens or charges that would rank ahead of the Bank's security, other than a potential deemed trust claim for HST, which was eliminated upon the issuance of the Bankruptcy Order;
9. The Receiver is seeking the Court's authority to make a distribution to the Bank in the amount of CAD\$3,400,000 and USD\$238,376, as well as the authority to distribute to the Bank the balance of funds in the possession of the Receiver from time to time in partial satisfaction of the amounts owing from Kobian to the Bank;

10. Given that the Bank will suffer a significant shortfall, no funds will be available to distribute to other creditors;

Remaining Activities and Discharge of Receiver

11. Certain tasks need to be undertaken by the Receiver prior to the conclusion of the proceedings, which include, among other things, completing certain tax reporting and a final reconciliation of the Receiver's bank accounts;

Fee Approval

12. The Receiver's fees and the fees of its legal counsel are detailed in the fee affidavits filed in support of this motion including estimates to complete the receivership;
13. The fees and disbursements of the Receiver's counsel, Thornton Grout Finnigan LLP, during the Fee Period total \$328,825.78, including HST;
14. The fees and disbursements of the Receiver's counsel, Gardiner Roberts LLP, during the Fee Period total \$8,767.51, including HST;
15. The fees and disbursements of the Receiver and of its legal counsel are fair and reasonable;
16. Subject to the distribution to the Bank and the completion of the Receiver's remaining activities as described in the Final Report, the Receiver has completed its administration of the within estates and the discharge of the Receiver is appropriate at this time;

17. The provisions of the Appointment Order;
18. Rules 1.04, 2.03, 3.02, 16.08 and 37 of the *Rules of Civil Procedure*, R.R.O. 1990, Reg. 194, as amended; and
19. Such other grounds as counsel may advise and this Honourable Court may deem just.

THE FOLLOWING DOCUMENTARY EVIDENCE will be used at the hearing of this application:

1. Fourth Report to the Court of the Receiver dated February 16, 2018; and
2. such further and other evidence as counsel may advise and this Honourable Court may permit.

February 16, 2018

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Lawyers for the Receiver

TO: THIS HONOURABLE COURT

AND TO: THE SERVICE LIST

SERVICE LIST
(As at February 16, 2018)

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AND TO:	<p>CANADA REVENUE AGENCY The Exchange Tower Suite 3400, 130 King St. W. Toronto, ON M5X 1K6</p> <p>Diane Winters Tel: (416) 973-3172 Email: diane.winters@justice.gc.ca</p>

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IN THE MATTER OF Section 101 of the *Courts of Justice Act*, R.S.O. 1990 c.C.43, as amended, and in the matter of Section 243(1) of the *Bankruptcy and Insolvency Act*,
R.S.C. 1985, c. B-3, as amended
NATIONAL BANK OF CANADA and **KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES**
Applicant(s) Respondent(s)
INC.

Court File No.: CV-16-11479-00CL

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

Proceedings commenced at **Toronto**

NOTICE OF MOTION
Returnable February 23, 2018

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Lawyers for the Receiver

TAB 2

**ONTARIO
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IN THE MATTER OF Section 101 of the *Courts of Justice Act*, R.S.O. 1990 c.C.43, as amended, and in the matter of Section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended

NATIONAL BANK OF CANADA

Applicant

- and -

KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.

Respondents

**FOURTH REPORT TO THE COURT
OF ZEIFMAN PARTNERS INC., AS RECEIVER**

February 16, 2018

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A	Order appointing Zeifman Partners Inc., as the Receiver of Kobian Canada Inc. and Thinkmax Technologies Inc., dated August 10, 2016
B	Sale Approval Order dated January 27, 2017
C	Bankruptcy Order dated March 28, 2017
D	Statement of receipts and disbursements for the period August 10, 2016 to February 15, 2018
E	Affidavit of Allan Rutman sworn February 15, 2018
F	Affidavit of Grant Moffat sworn February 16, 2018
G	Affidavit of Jonathan Wigley sworn February 15, 2018



INTRODUCTION

1. By order of the Court dated August 10, 2016 (the “**Appointment Order**”), Zeifman Partners Inc. (“**Zeifman**”) was appointed upon application by National Bank of Canada (the “**Bank**”) as receiver and manager (in such capacity, the “**Receiver**”) of the assets, undertakings and properties (collectively, the “**Property**”) of Kobian Canada Inc. (“**Kobian**”) and Thinkmax Technologies Inc. (“**Thinkmax**” and together with Kobian, the “**Debtors**”) pursuant to section 101 of the *Courts of Justice Act*, R.S.O. 1990 c.C.43, as amended, and section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended (the “**BIA**”). A copy of the Appointment Order is attached as Appendix “**A**”.
2. The Appointment Order authorizes the Receiver to, among other things: (i) take possession and exercise control over the Property and any and all proceeds, receipts and disbursements arising out of or from the Property; (ii) to settle, extend or compromise any indebtedness owing to the Debtors; (iii) to market any or all of the Property, including advertising and soliciting offers in respect of the Property or any part or parts thereof; and (iv) negotiate such terms and conditions of sale as the Receiver in its discretion may deem appropriate.
3. By orders of the Court dated October 5, 2016 and January 27, 2017 (the “**January Sale Approval Order**”), the Court authorized the Receiver to sell certain inventory of Kobian to Walmart Canada (“**Walmart**”) and Home Hardware. A copy of the January Sale Approval Order is attached as **Appendix “B”**.
4. The Bank brought an application for a bankruptcy order with respect to Kobian. By order of the Ontario Superior Court of Justice (In Bankruptcy) dated March 28, 2017 (the “**Bankruptcy Order**”), Kobian was adjudged bankrupt and Zeifman was appointed as the trustee in bankruptcy. A copy of the Bankruptcy Order is attached as **Appendix “C”**.
5. The purpose of this fourth report of the Receiver (the “**Fourth Report**”) is to provide the Court with:

- (a) an update on the Receiver's activities since the date of its third report to the Court dated April 11, 2017 (the "**Third Report**");
- (b) the Receiver's statement of receipts and disbursements for the period August 10, 2016 to February 15, 2018; and
- (c) the evidentiary basis to make an order:
 - (i) approving the Fourth Report and the activities and conduct of the Receiver described herein;
 - (ii) approving the professional fees and disbursements of the Receiver and its legal counsel for the period from August 10, 2016 to February 15, 2018;
 - (iii) approving the Receiver's statement of receipts and disbursements for the period August 10, 2016 to February 15, 2018;
 - (iv) approving a distribution to the Bank of the remaining funds held by the Receiver and authorizing and directing the Receiver to assign to the Bank all remaining assets and any further receipts in connection with the within estate;
 - (v) approving the unsealing of Confidential Appendices 1, 2 and 3 to the Receiver's First Report to the Court dated September 28, 2016 (the "**First Report**") and Confidential Appendix 1 to the Receiver's Second Report to the Court dated January 23, 2017 (the "**Second Report**");
 - (vi) discharging Zeifman as Receiver upon the filing of a Certificate confirming the completion of the Receiver's remaining activities (the "**Discharge Certificate**"); and

- (vii) releasing and discharging Zeifman from any liability in connection with the discharge of its duties as Receiver and barring all claims against Zeifman in connection with the within estate upon its discharge as Receiver.

- 6. The Appointment Order and other related Court documents have been posted on the Receiver's case website at <http://www.zeifmans.ca/current-insolvency-files/>.

TERMS OF REFERENCE

- 7. In preparing this Fourth Report, the Receiver has been provided with, and has relied upon, unaudited, draft and/or internal financial information, the Debtors' books and records, discussions with former employees and information from third-party sources (collectively, the "**Information**"). Except as described in this Fourth Report:
 - (a) the Receiver has reviewed the Information for reasonableness, internal consistency and use in the context in which it was provided. However, the Receiver has not audited or otherwise attempted to verify the accuracy or completeness of the Information in a manner that would wholly or partially comply with Canadian Auditing Standards ("**CAS**") pursuant to the Chartered Professional Accountants Canada Handbook and, accordingly, the Receiver expresses no opinion or other form of assurance contemplated under CAS in respect of the Information; and
 - (b) the Receiver has prepared this Fourth Report in connection with discharge of the Receiver's duties and responsibilities pursuant to the Appointment Order and under statute and in support of the relief described herein. Parties using the Fourth Report, other than for the purposes outlined herein, are cautioned that it may not be appropriate for their purposes.

8. Unless otherwise stated, all dollar amounts contained in the Fourth Report are expressed in Canadian dollars.
9. Unless otherwise provided, all capitalized terms not otherwise defined in this Fourth Report are as defined in the Appointment Order.

OVERVIEW OF THE DEBTORS

10. Prior to the appointment of the Receiver, Kobian carried on business as a wholesaler of electronic products. Kobian outsourced the production of these electronic products, which it then sold on-line and to retail customers, such as Walmart. These products are branded under the name Hipstreet.
11. The intellectual property rights associated with the products branded as Hipstreet are owned by 2048450 Ontario Inc. o/a Datatech (“**Datatech**”), which is a related entity to Kobian. Kobian sold Hipstreet branded products pursuant to the Master Licence Agreement between Datatech as licensor and Kobian as licensee dated December 1, 2008, as amended by the Amendment to Licence Agreement of Hipstreet Brand dated December 1, 2008 (the “**Licence Agreement**”).

RECEIVER’S ACTIVITIES

12. As described in the Second Report, the Receiver, following its appointment, discovered that certain inventory sold to Westcoast Limited (“**Westcoast**”) by Kobian prior to the appointment of the Receiver and manufactured in China (the “**Westcoast Inventory**”) was being held in port by Embassy Freight Services (UK) Limited (“**Embassy**”) in the United Kingdom (the “**U.K.**”). Westcoast had paid a 10% deposit for the goods. In an effort to coordinate the release of the Westcoast Inventory to Westcoast and recover payment of the amount owing by Westcoast with respect to such sale, the Receiver entered into discussions with each of Westcoast, Embassy, the shipping agent, the insurers and the Chinese manufacturers.
13. Embassy refused to release the goods to Westcoast as there were potential competing claims to title to the goods. The Receiver was in possession of documents that suggested

title had passed from each of the Chinese manufacturers to Kobian, while the Chinese manufacturers, insurers and shipping agent produced other documentation indicating that title remained with the manufacturers.

14. The Receiver engaged local counsel in the U.K. to address this dispute. Ultimately, the Receiver and one of the three Chinese manufacturers agreed to release their interest in the goods, enabling Embassy to release the Westcoast Inventory to Westcoast (the “**Embassy Settlement**”).
15. As described in the First Report, DJP Associates Pte. Ltd. (“**DJP Singapore**”) is a Singapore corporation and has guaranteed all of the indebtedness of Kobian to the Bank. One of the credit facilities made available by the Bank to Kobian was utilized by Kobian to fund advances to DJP Singapore, which also sells Hipstreet branded electronic products, primarily to customers in the United Kingdom.
16. DJP Singapore had claimed an interest in certain of the Westcoast Inventory held by Embassy and reserved its rights against the Receiver in connection with the Embassy Settlement. However, DJP Singapore and the Receiver have settled this issue as part of the resolution of the claims of the Related Parties (as defined and described below).
17. Since the date of the Third Report, the Receiver has carried out certain activities as authorized by the Appointment Order including, without limitation, the following:
 - (a) identified accounts receivable, contacted relevant parties and, where necessary, entered into settlement discussions with respect to certain accounts receivable;
 - (b) engaged in negotiations regarding the reduction and refund of certain export duties paid by Kobian prior to the date of the Appointment Order; and
 - (c) filed tax returns with Canada Revenue Agency for the years 2016-2017.

RESOLUTION OF DATATECH AND RELATED PARTY CLAIMS

18. As described in the First Report and Second Report, it was Datatech’s position that it had terminated the Licence Agreement prior to the appointment of the Receiver. Although

the Receiver disputed that position, the Receiver ultimately consented to the termination of the Licence Agreement by Datatech as authorized by the January Sale Approval Order. Datatech reserved its rights against the Receiver in connection with the Receiver's refusal to consent to an earlier termination of the Licence Agreement or to acknowledge that the Licence Agreement had been terminated by Datatech prior to the appointment of the Receiver.

19. It was also the Receiver's position that Datatech and certain parties related to Kobian (collectively, "**Related Parties**") were indebted to Kobian as at the date of the Appointment Order. Datatech and the Related Parties disputed the Receiver's position and, in the case of Datatech and certain of the Related Parties, claimed to be creditors of Kobian.
20. The Receiver, Datatech and the Related Parties have now settled these issues with the consent of the Bank.

STATEMENT OF RECEIPTS AND DISBURSEMENTS

21. The Receiver has completed its realization upon the Property and does not anticipate receiving any further proceeds of the Property other than a potential refund of export duties (the "**Potential Refund**") paid by Kobian prior to the date of the Appointment Order.
22. The Receiver's statement of receipts and disbursements for the cumulative receivership period August 10, 2016 to February 15, 2018 is attached as **Appendix "D"**. During this period, receipts were CAD\$4,786,278 and USD\$258,152 and disbursements were CAD\$1,362,436 and USD\$19,776, resulting in a net cash balance on hand as at February 15, 2018 of CAD\$3,423,842 and USD\$238,376.

DISTRIBUTION TO THE BANK

23. As noted in the Third Report, the Receiver has obtained an independent opinion from Gardiner Roberts LLP and is satisfied that, subject to certain standard assumptions and qualifications expressed in the opinion, the Bank holds valid security over the Property,

which is enforceable against the Receiver. Other than the potential deemed trust for HST, the Receiver is not aware of any liens or charges that would rank ahead of the Bank's security. Any deemed trust claims with respect to HST was eliminated upon the issuance of the Bankruptcy Order.

24. According to the affidavit of Sonia de Lorenzi sworn on March 3, 2017 in support of the Bank's application for the Bankruptcy Order, Kobian was indebted to the Bank in the amounts of CAD\$5,664,747.95 and USD\$2,076,247.22, as at February 22, 2017 (the "**Bank Indebtedness**").
25. The Receiver is seeking the Court's authorization to make a distribution to the Bank in the amount of CAD\$3,400,000 and USD\$238,376, as well as the authority to distribute to the Bank the balance of funds in the possession of the Receiver from time to time in partial satisfaction of the amounts owing from Kobian to the Bank. The Bank will suffer a significant shortfall on the Bank Indebtedness and no funds will be available to distribute to creditors other than the Bank.

REMAINING ACTIVITIES AND DISCHARGE OF THE RECEIVER

26. The tasks to be undertaken by the Receiver prior to the conclusion of these proceedings as are as follows:
 - (a) Complete remaining tax reporting and correspondence with CRA;
 - (b) Complete the initial distribution and any future distribution to the Bank;
 - (c) Continue efforts to obtain the Partial Refund;
 - (d) Prepare reports for to the Office of the Superintendent of Bankruptcy in accordance with BIA subsections 246(2) and 246(3);
 - (e) Stakeholder communications, as required; and
 - (f) Final reconciliation of the Receiver's bank account once all distributions and expenses have cleared and subsequent closure of the Canadian and U.S. dollar receivership trust accounts.

PROFESSIONAL FEES

27. The Receiver is seeking the approval of its fees and disbursements and of its counsel at this time.
28. The Receiver's accounts total \$320,277.25 in fees and \$3,906.37 in disbursements plus HST of \$42,143.88 for a total amount of \$366,327.50 from August 10, 2016 to February 14, 2018 (the "**Receiver's Accounts**"). A copy of the Receiver's Accounts, together with a summary of the accounts, the total billable hours charged per account, and the average hourly rate charged per account, is set out in the Affidavit of Allan Rutman sworn February 15, 2018, which is attached hereto as **Appendix "E"**.
29. The accounts of the Receiver's counsel, Thornton Grout Finnigan LLP, total \$284,469.67 in fees and \$6,579.83 in disbursements plus HST of \$37,776.28 for a total amount of \$328,825.78 from August 10, 2016 to February 14, 2018 (the "**TGF Accounts**"). A copy of the TGF Accounts, together with a summary of the accounts, the total billable hours charged per account, and the average hourly rate charged per account, is set out in the Affidavit of Grant Moffat sworn February 16, 2018, which is attached hereto as **Appendix "F"**.
30. The accounts of the Receiver's counsel, Gardiner Roberts LLP, total \$7,459.00 in fees and \$299.85 in disbursements plus HST of \$1,008.66 for a total amount of \$8,767.51 from August 10, 2016 to December 31, 2017 (the "**GR Accounts**"). A copy of the GR Accounts, together with a summary of the accounts, the total billable hours charged per account, and the average hourly rate charged per account, is set out in the Affidavit of Jonathan Wigley sworn February 15, 2018, which is attached hereto as **Appendix "G"**.

RECOMMENDATIONS OF THE RECEIVER

31. In light of the foregoing, the Receiver respectfully requests that the Court grant an order:
 - (a) approving the Fourth Report and the activities and conduct of the Receiver described herein;

- (b) approving the professional fees and disbursements of the Receiver and its legal counsel for the period from August 10, 2016 to February 15, 2018;
- (c) approving the Receiver's statement of receipts and disbursements for the period August 10, 2016 to February 15, 2018;
- (d) approving a distribution to the Bank of the remaining funds held by the Receiver and authorizing and directing the Receiver to assign to the Bank all remaining assets and any further receipts in connection with the within estate;
- (e) approving the unsealing of Confidential Appendices 1, 2 and 3 to the First Report and Confidential Appendix 1 to the Second Report;
- (f) discharging Zeifman as Receiver upon the filing of the Discharge Certificate ;
and
- (g) releasing and discharging Zeifman from any liability in connection with the discharge of its duties as Receiver and barring all claims against Zeifman in connection with the within estate upon its discharge as Receiver,

All of the foregoing is respectfully submitted this 16th day of February, 2018.

ZEIFMAN PARTNERS INC.

Solely in its capacity as Court-appointed Receiver of
Kobian Canada Inc. and Thinkmax Technologies Inc.

Per: 

Name: Allan Rutman

Title: President

APPENDIX A

APPENDIX "A"

Court File No.: CV-16-11479-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE) WEDNESDAY, THE 10th
JUSTICE *NEUBOURG*) DAY OF AUGUST, 2016



IN THE MATTER OF Section 101 of the *Courts of Justice Act*, R.S.O. 1990 c.C.43, as amended, and in the matter of Section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended

NATIONAL BANK OF CANADA

Applicant

- and -

KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.

Respondents

ORDER
(appointing Receiver)

THIS APPLICATION made by National Bank of Canada (the "Bank") 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 Zeifman Partners Inc. ("Zeifman") as receiver and manager (the "Receiver") without security, of all of the assets, undertakings and properties of Kobian Canada Inc. and Thinkmax Technologies Inc. (together, the "Debtors") acquired for, or used in relation to a business carried on by the Debtors, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the affidavit of Sonia de Lorenzi sworn August 3, 2016 and the Exhibits thereto and on hearing the submissions of counsel for the Applicant and on reading the consent of Zeifman to act as the Receiver,

SERVICE

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

2. **THIS COURT ORDERS** that the Debtors, Receiver and their counsel are at liberty to serve or distribute this Order, any other materials and orders as may be reasonably required in these proceedings, including any notices, or other correspondence, by forwarding true copies thereof by electronic message to the Applicant's creditors or other interested parties and their advisors. For greater certainty, any such distribution or service shall be deemed to be in satisfaction of a legal or juridical obligation, and notice requirements within the meaning of clause 3(c) of the Electronic Commerce Protection Regulations, Reg. 81000-2-175 (SOR/DORS).

APPOINTMENT

3. **THIS COURT ORDERS** that pursuant to section 243(1) of the BIA and section 101 of the CJA, Zeifman is hereby appointed Receiver, without security, of all of the assets, undertakings and properties of the Debtors, acquired for, or used in relation to a business carried on by the Debtors, including all proceeds thereof (the "**Property**").

RECEIVER'S POWERS

4. **THIS COURT ORDERS** that the Receiver is hereby empowered and authorized, but not obligated, to act at once in respect of the Property and, without limiting in any way the generality

of the foregoing, the Receiver is hereby expressly empowered and authorized to do any of the following where the Receiver considers it necessary or desirable:

- (a) to take possession of and exercise control over the Property and any and all proceeds, receipts and disbursements arising out of or from the Property;
- (b) to receive, preserve, and protect the Property, or any part or parts thereof, including, but not limited to, the changing of locks and security codes, arranging for the provision of utilities and insurance, the relocation of the Property to safeguard it, the engagement of independent security personnel, the taking of physical inventories and the placement of such insurance coverage as may be necessary or desirable;
- (c) to manage, operate, and carry on the business of the Debtors, including the powers to enter into any agreements, incur any obligations in the ordinary course of business, cease to carry on all or any part of the business, or cease to perform any contracts of the Debtors;
- (d) to engage consultants, appraisers, agents, experts, auditors, accountants, managers, counsel and such other persons from time to time and on whatever basis, including on a temporary basis, to assist with the exercise of the Receiver's powers and duties, including without limitation those conferred by this Order;
- (e) to purchase or lease such machinery, equipment, inventories, supplies, premises or other assets to continue the business of the Debtors or any part or parts thereof;

- (f) to receive and collect all monies and accounts now owed or hereafter owing to the Debtors and to exercise all remedies of the Debtors in collecting such monies, including, without limitation, to enforce any security held by the Debtors;
- (g) to settle, extend or compromise any indebtedness owing to the Debtors;
- (h) to execute, assign, issue and endorse documents of whatever nature in respect of any of the Property, whether in the Receiver's name or in the name and on behalf of the Debtors, for any purpose pursuant to this Order;
- (i) to initiate, prosecute and continue the prosecution of any and all proceedings and to defend all proceedings now pending or hereafter instituted with respect to the Debtors, the Property or the Receiver, and to settle or compromise any such proceedings. The authority hereby conveyed shall extend to such appeals or applications for judicial review in respect of any order or judgment pronounced in any such proceeding;
- (j) to market any or all of the Property, including advertising and soliciting offers in respect of the Property or any part or parts thereof and negotiating such terms and conditions of sale as the Receiver in its discretion may deem appropriate;
- (k) to sell, convey, transfer, lease or assign the Property or any part or parts thereof out of the ordinary course of business,
 - (i) without the approval of this Court in respect of any transaction not exceeding \$100,000, provided that the aggregate consideration for all such transactions does not exceed \$500,000; and

- (ii) with the approval of this Court in respect of any transaction in which the purchase price or the aggregate purchase price exceeds the applicable amount set out in the preceding clause;

and in each such case notice under subsection 63(4) of the Ontario *Personal Property Security Act* (“PPSA”), shall not be required, and in each case the Ontario *Bulk Sales Act* shall not apply.

- (l) to apply for any vesting order or other orders necessary to convey the Property or any part or parts thereof to a purchaser or purchasers thereof, free and clear of any liens or encumbrances affecting such Property;

- (m) to report to, meet with and discuss with such affected Persons (as defined below) as the Receiver deems appropriate on all matters relating to the Property and the receivership, and to share information, subject to such terms as to confidentiality as the Receiver deems advisable;

- (n) to register a copy of this Order and any other Orders in respect of the Property against title to any of the Property;

- (o) to apply for any permits, licences, approvals or permissions as may be required by any governmental authority and any renewals thereof for and on behalf of and, if thought desirable by the Receiver, in the name of the Debtors;

- (p) to enter into agreements with any trustee in bankruptcy appointed in respect of the Debtors, including, without limiting the generality of the foregoing, the ability to enter into occupation agreements for any property owned or leased by the Debtors;

- (q) to exercise any shareholder, partnership, joint venture or other rights which the Debtors may have;
- (r) to make an assignment in bankruptcy on behalf of either of the Debtors; and
- (s) to take any steps reasonably incidental to the exercise of these powers or the performance of any statutory obligations,

and in each case where the Receiver takes any such actions or steps, it shall be exclusively authorized and empowered to do so, to the exclusion of all other Persons (as defined below), including the Debtors, and without interference from any other Person.

DUTY TO PROVIDE ACCESS AND CO-OPERATION TO THE RECEIVER

5. **THIS COURT ORDERS** that (i) the Debtors, (ii) all of their current and former directors, officers, employees, agents, accountants, legal counsel and shareholders, and all other persons acting on their instructions or behalf, and (iii) all other individuals, firms, corporations, governmental bodies or agencies, or other entities having notice of this Order (all of the foregoing, collectively, being “**Persons**” and each being a “**Person**”) shall forthwith advise the Receiver of the existence of any Property in each such Person’s possession or control, shall grant to the Receiver immediate and continued access to the Property, and shall deliver all such Property to the Receiver upon the Receiver’s request.

6. **THIS COURT ORDERS** that all Persons shall forthwith advise the Receiver of the existence of any books, documents, securities, contracts, orders, corporate and accounting records, bank account information and any other papers, records and information of any kind related to the business or affairs of the Debtors, and any computer programs, computer tapes, computer disks, or other data storage media containing any such information (the foregoing,

collectively, the “**Records**”) in each such Person’s possession or control, and shall provide to the Receiver or permit the Receiver to make, retain and take away copies thereof and grant to the Receiver unfettered access to and use of accounting, computer, software and physical facilities relating thereto, provided however that nothing in this paragraph 6 or in paragraph 7 of this Order shall require the delivery of Records, or the granting of access to Records, which may not be disclosed or provided to the Receiver due to the privilege attaching to solicitor-client communication or due to statutory provisions prohibiting such disclosure.

7. **THIS COURT ORDERS** that if any Records are stored or otherwise contained on a computer or other electronic system of information storage, whether by independent service provider or otherwise, all Persons in possession or control of such Records shall forthwith give unfettered access to the Receiver for the purpose of allowing the Receiver to recover and fully copy all of the information contained therein whether by way of printing the information onto paper or making copies of computer disks or such other manner of retrieving and copying the information as the Receiver in its discretion deems expedient, and shall not alter, erase or destroy any Records without the prior written consent of the Receiver. Further, for the purposes of this paragraph, all Persons shall provide the Receiver with all such assistance in gaining immediate access to the information in the Records as the Receiver may in its discretion require including providing the Receiver with instructions on the use of any computer or other system and providing the Receiver with any and all access codes, account names and account numbers that may be required to gain access to the information.

8. **THIS COURT ORDERS** that the Receiver shall provide each of the relevant landlords with notice of the Receiver’s intention to remove any fixtures from any leased premises at least seven (7) days prior to the date of the intended removal. The relevant landlord shall be entitled

to have a representative present in the leased premises to observe such removal and, if the landlord disputes the Receiver's entitlement to remove any such fixture under the provisions of the lease, such fixture shall remain on the premises and shall be dealt with as agreed between any applicable secured creditors, such landlord and the Receiver, or by further Order of this Court upon application by the Receiver on at least two (2) days notice to such landlord and any such secured creditors.

NO PROCEEDINGS AGAINST THE RECEIVER

9. THIS COURT ORDERS that no proceeding or enforcement process in any court or tribunal (each, a "**Proceeding**"), shall be commenced or continued against the Receiver except with the written consent of the Receiver or with leave of this Court.

NO PROCEEDINGS AGAINST THE DEBTORS OR THE PROPERTY

10. THIS COURT ORDERS that no Proceeding against or in respect of the Debtors or the Property shall be commenced or continued except with the written consent of the Receiver or with leave of this Court and any and all Proceedings currently underway against or in respect of the Debtors or the Property are hereby stayed and suspended pending further Order of this Court.

NO EXERCISE OF RIGHTS OR REMEDIES

11. THIS COURT ORDERS that all rights and remedies against the Debtors, the Receiver, or affecting the Property, are hereby stayed and suspended except with the written consent of the Receiver or leave of this Court, provided however that this stay and suspension does not apply in respect of any "eligible financial contract" as defined in the BIA, and further provided that nothing in this paragraph shall (i) empower the Receiver or the Debtors to carry on any business which the Debtors are not lawfully entitled to carry on, (ii) exempt the Receiver or the Debtors from compliance with statutory or regulatory provisions relating to health, safety or the

environment, (iii) prevent the filing of any registration to preserve or perfect a security interest, or (iv) prevent the registration of a claim for lien.

NO INTERFERENCE WITH THE RECEIVER

12. **THIS COURT ORDERS** that no Person shall discontinue, fail to honour, alter, interfere with, repudiate, terminate or cease to perform any right, renewal right, contract, agreement, licence or permit in favour of or held by the Debtors, without written consent of the Receiver or leave of this Court.

CONTINUATION OF SERVICES

13. **THIS COURT ORDERS** that all Persons having oral or written agreements with the Debtors or statutory or regulatory mandates for the supply of goods and/or services, including without limitation, all computer software, communication and other data services, centralized banking services, payroll services, insurance, transportation services, utility or other services 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 Receiver, and that the Receiver shall be entitled to the continued use of the Debtors' current telephone numbers, facsimile numbers, internet addresses and domain names, provided in each case that the normal prices or charges for all such goods or services received after the date of this Order are paid by the Receiver 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 Receiver, or as may be ordered by this Court.

RECEIVER TO HOLD FUNDS

14. **THIS COURT ORDERS** that all funds, monies, cheques, instruments, and other forms of payments received or collected by the Receiver from and after the making of this Order from

any source whatsoever, including without limitation the sale of all or any of the Property and the collection of any accounts receivable in whole or in part, whether in existence on the date of this Order or hereafter coming into existence, shall be deposited into one or more new accounts to be opened by the Receiver (the “**Post Receivership Accounts**”) and the monies standing to the credit of such Post Receivership Accounts from time to time, net of any disbursements provided for herein, shall be held by the Receiver to be paid in accordance with the terms of this Order or any further Order of this Court.

EMPLOYEES

15. **THIS COURT ORDERS** that all employees of the Debtors shall remain the employees of the Debtors until such time as the Receiver, on the Debtors' behalf, may terminate the employment of such employees. The Receiver shall not be liable for any employee-related liabilities, including any successor employer liabilities as provided for in section 14.06(1.2) of the BIA, other than such amounts as the Receiver may specifically agree in writing to pay, or in respect of its obligations under sections 81.4(5) or 81.6(3) of the BIA or under the *Wage Earner Protection Program Act*.

PIPEDA

16. **THIS COURT ORDERS** that, pursuant to clause 7(3)(c) of the Canada *Personal Information Protection and Electronic Documents Act*, the Receiver shall disclose personal information of identifiable individuals to prospective purchasers or bidders for the Property and to their advisors, but only to the extent desirable or required to negotiate and attempt to complete one or more sales of the Property (each, a “**Sale**”). Each prospective purchaser or bidder to whom such personal information is disclosed shall maintain and protect the privacy of such information and limit the use of such information to its evaluation of the Sale, and if it does not

complete a Sale, shall return all such information to the Receiver, or in the alternative destroy all such information. The purchaser of any Property shall be entitled to continue to use the personal information provided to it, and related to the Property purchased, in a manner which is in all material respects identical to the prior use of such information by the Debtors, and shall return all other personal information to the Receiver, or ensure that all other personal information is destroyed.

LIMITATION ON ENVIRONMENTAL LIABILITIES

17. **THIS COURT ORDERS** that nothing herein contained shall require the Receiver to occupy or to take control, care, charge, possession or management (separately and/or collectively, "**Possession**") of any of the Property that might be environmentally contaminated, might be a pollutant or a contaminant, or might cause or contribute to a spill, discharge, release or deposit of a substance contrary to any federal, provincial or other law respecting the protection, conservation, enhancement, remediation or rehabilitation of the environment or relating to the disposal of waste or other contamination including, without limitation, the *Canadian Environmental Protection Act*, the *Ontario Environmental Protection Act*, the *Ontario Water Resources Act*, or the *Ontario Occupational Health and Safety Act* and regulations thereunder (the "**Environmental Legislation**"), provided however that nothing herein shall exempt the Receiver from any duty to report or make disclosure imposed by applicable Environmental Legislation. The Receiver shall not, as a result of this Order or anything done in pursuance of the Receiver's duties and powers under this Order, be deemed to be in Possession of any of the Property within the meaning of any Environmental Legislation, unless it is actually in possession.

LIMITATION ON THE RECEIVER'S LIABILITY

18. **THIS COURT ORDERS** that the Receiver shall incur no liability or obligation as a result of its appointment or the carrying out the provisions of this Order, save and except for any gross negligence or wilful misconduct on its part, or in respect of its obligations under sections 81.4(5) or 81.6(3) of the BIA or under the *Wage Earner Protection Program Act*. Nothing in this Order shall derogate from the protections afforded the Receiver by section 14.06 of the BIA or by any other applicable legislation.

RECEIVER'S ACCOUNTS

19. **THIS COURT ORDERS** that the Receiver and counsel to the Receiver shall be paid their reasonable fees and disbursements, in each case at their standard rates and charges unless otherwise ordered by the Court on the passing of accounts, and that the Receiver and counsel to the Receiver shall be entitled to and are hereby granted a charge (the "**Receiver's Charge**") on the Property, as security for such fees and disbursements, both before and after the making of this Order in respect of these proceedings, and that the Receiver's Charge shall form a first charge on the Property in priority to all security interests, trusts, liens, charges and encumbrances, statutory or otherwise, in favour of any Person, but subject to sections 14.06(7), 81.4(4), and 81.6(2) of the BIA.

20. **THIS COURT ORDERS** that the Receiver and its legal counsel shall pass their accounts from time to time, and for this purpose the accounts of the Receiver and its legal counsel are hereby referred to a judge of the Commercial List of the Ontario Superior Court of Justice.

21. **THIS COURT ORDERS** that prior to the passing of its accounts, the Receiver shall be at liberty from time to time to apply reasonable amounts, out of the monies in its hands, against

its fees and disbursements, including legal fees and disbursements, incurred at the standard rates and charges of the Receiver or its counsel, and such amounts shall constitute advances against its remuneration and disbursements when and as approved by this Court.

FUNDING OF THE RECEIVERSHIP

22. **THIS COURT ORDERS** that the Receiver be at liberty and it is hereby empowered to borrow by way of a revolving credit or otherwise, such monies from time to time as it may consider necessary or desirable, provided that the outstanding principal amount does not exceed \$500,000 (or such greater amount as this Court may by further Order authorize) at any time, at such rate or rates of interest as it deems advisable for such period or periods of time as it may arrange, for the purpose of funding the exercise of the powers and duties conferred upon the Receiver by this Order, including interim expenditures. The whole of the Property shall be and is hereby charged by way of a fixed and specific charge (the “**Receiver’s Borrowings Charge**”) as security for the payment of the monies borrowed, together with interest and charges thereon, in priority to all security interests, trusts, liens, charges and encumbrances, statutory or otherwise, in favour of any Person, but subordinate in priority to the Receiver’s Charge and the charges as set out in sections 14.06(7), 81.4(4), and 81.6(2) of the BIA.

23. **THIS COURT ORDERS** that neither the Receiver’s Borrowings Charge nor any other security granted by the Receiver in connection with its borrowings under this Order shall be enforced without leave of this Court.

24. **THIS COURT ORDERS** that the Receiver is at liberty and authorized to issue certificates substantially in the form annexed as Schedule “A” hereto (the “**Receiver’s Certificates**”) for any amount borrowed by it pursuant to this Order.

25. **THIS COURT ORDERS** that the monies from time to time borrowed by the Receiver pursuant to this Order or any further order of this Court and any and all Receiver's Certificates evidencing the same or any part thereof shall rank on a *pari passu* basis, unless otherwise agreed to by the holders of any prior issued Receiver's Certificates.

RETENTION OF LAWYERS

26. **THIS COURT ORDERS** that the Receiver may retain solicitors to represent and advise the Receiver in connection with the exercise of the Receiver's powers and duties, including without limitation, those conferred by this Order. Such solicitors may include Thornton Grout Finnigan LLP, solicitors for the Applicant herein, in respect of any matter where there is no conflict of interest. The Receiver shall, however, retain independent solicitors in respect of any legal advice or services where a conflict exists, or may exist.

SERVICE AND NOTICE

27. **THIS COURT ORDERS** that the E-Service Protocol of the Commercial List (the "**Protocol**") is approved and adopted by reference herein and, in this proceeding, the service of documents made in accordance with the Protocol (which can be found on the Commercial List website at <http://www.ontariocourts.ca/scj/practice/practice-directions/toronto/e-service-protocol/>) shall be valid and effective service. Subject to Rule 17.05 this Order shall constitute an order for substituted service pursuant to Rule 16.04 of the Rules of Civil Procedure. Subject to Rule 3.01(d) of the Rules of Civil Procedure and paragraph 21 of the Protocol, service of documents in accordance with the Protocol will be effective on transmission. This Court further orders that a Case Website shall be established in accordance with the Protocol with the following URL '<http:// />'.

28. **THIS COURT ORDERS** that if the service or distribution of documents in accordance with the Protocol is not practicable, the Receiver is at liberty to serve or distribute this Order, any other materials and orders in these proceedings, any notices or other correspondence, by forwarding true copies thereof by prepaid ordinary mail, courier, personal delivery, facsimile or email transmission to the Debtors' creditors or other interested parties at their respective addresses as last shown on the records of the Debtors and that any such service or distribution by courier, personal delivery, facsimile or email transmission shall be deemed to be received on the next business day following the date of forwarding thereof, or if sent by ordinary mail, on the third business day after mailing.

GENERAL

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

30. **THIS COURT ORDERS** that nothing in this Order shall prevent the Receiver from acting as a trustee in bankruptcy of the Debtors.

31. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, the United States, Singapore or United Kingdom to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.

32. **THIS COURT ORDERS** that the Receiver be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order, and that the Receiver is authorized and empowered to act as a representative in respect of the within proceedings for the purpose of having these proceedings recognized in a jurisdiction outside Canada.

33. **THIS COURT ORDERS** that the Applicant shall have its costs of this application, up to and including entry and service of this Order, provided for by the terms of the Applicant's security or, if not so provided by the Applicant's security, then on a substantial indemnity basis to be paid by the Receiver from the Debtors' estate with such priority and at such time as this Court may determine.

34. **THIS COURT ORDERS** that any interested party may apply to this Court to vary or amend this Order on not less than seven (7) days' notice to the Receiver and to any other party likely to be affected by the order sought or upon such other notice, if any, as this Court may order.



ENTERED AT / INSCRIT À TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO:

AUG 29 2016

PER / PAR:



SCHEDULE "A"
RECEIVER CERTIFICATE

CERTIFICATE NO. _____

AMOUNT \$ _____

1. THIS IS TO CERTIFY that Zeifman Partners Inc., the receiver (the "**Receiver**") of the assets, undertakings and properties Kobian Canada Inc. and Thinkmax Technologies Inc. (the "**Debtors**") acquired for, or used in relation to a business carried on by the Debtors, including all proceeds thereof (collectively, the "**Property**") appointed by Order of the Ontario Superior Court of Justice (Commercial List) (the "**Court**") dated the ___ day of _____, 2016 (the "**Order**") made in an action having Court file number CV-_____, has received as such Receiver from the holder of this certificate (the "**Lender**") the principal sum of \$ _____, being part of the total principal sum of \$ _____ which the Receiver is authorized to borrow under and pursuant to the Order.

2. The principal sum evidenced by this certificate is payable on demand by the Lender with interest thereon calculated and compounded [daily][monthly not in advance on the _____ day of each month] after the date hereof at a notional rate per annum equal to the rate of _____ per cent above the prime commercial lending rate of Bank of _____ from time to time.

3. Such principal sum with interest thereon is, by the terms of the Order, together with the principal sums and interest thereon of all other certificates issued by the Receiver pursuant to the Order or to any further order of the Court, a charge upon the whole of the Property, in priority to the security interests of any other person, but subject to the priority of the charges set out in the Order and in the *Bankruptcy and Insolvency Act*, and

the right of the Receiver to indemnify itself out of such Property in respect of its remuneration and expenses.

4. All sums payable in respect of principal and interest under this certificate are payable at the main office of the Lender at Toronto, Ontario.
5. Until all liability in respect of this certificate has been terminated, no certificates creating charges ranking or purporting to rank in priority to this certificate shall be issued by the Receiver to any person other than the holder of this certificate without the prior written consent of the holder of this certificate.
6. The charge securing this certificate shall operate so as to permit the Receiver to deal with the Property as authorized by the Order and as authorized by any further or other order of the Court.
7. The Receiver does not undertake, and it is not under any personal liability, to pay any sum in respect of which it may issue certificates under the terms of the Order.

DATED the ____ day of _____, 2016.

ZEIFMAN PARTNERS INC., solely in its
capacity
as Receiver of the Property, and not in its
personal capacity

Per: _____

Name:

Title:

IN THE MATTER OF Section 101 of the *Courts of Justice Act*, R.S.O. 1990 c.C.43, as amended, and in the matter of Section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended

NATIONAL BANK OF CANADA

and
Applicant

KOBAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.
Respondents

Court File No.: CV-16-11479-00CL

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

ORDER
(APPOINTING RECEIVER)

Thornton Grout Finnigan LLP
100 Wellington Street West
Suite 3200
Toronto-Dominion Centre
Toronto ON M5K 1K7

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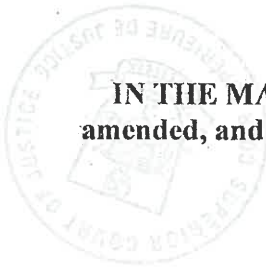
Lawyers for the Applicant

APPENDIX B

Court File No.: CV-16-11479-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE) FRIDAY, THE 27th
JUSTICE *HAINES*)
DAY OF JANUARY, 2017



IN THE MATTER OF Section 101 of the *Courts of Justice Act*, R.S.O. 1990 c.C.43, as amended, and in the matter of Section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended

NATIONAL BANK OF CANADA

Applicant

- and -

KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.

Respondents

SALE APPROVAL ORDER

THIS MOTION, made by Zeifman Partners Inc. in its capacity as the Court-appointed receiver and manager (the "Receiver") of the undertaking, property and assets of Kobian Canada Inc. ("Kobian") and Thinkmax Technologies Inc. ("Thinkmax" and together with Kobian, the "Debtors") for an order approving the sale of certain inventory (the "Purchased Assets") to Walmart Canada ("Walmart") on the terms set out in the purchase order from Walmart (the "Walmart PO") dated December 7, 2016 (the "Second Walmart Sale"), and other various relief as provided herein, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Second Report to the Court of the Receiver dated January 23, 2017 (the "Second Report") and on hearing the submissions of counsel for the Receiver, counsel for

2048450 Ontario Inc. o/a Datatech ("**Datatech**"), no one else appearing for any other person on the service list, although properly served as appears from the affidavit of Rachel Bengino sworn January 24, 2017, filed:

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion is hereby abridged, if necessary, and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.

2. **THIS COURT ORDERS AND DECLARES** that the Second Walmart Sale is hereby approved, and the acceptance of the Walmart PO by the Receiver is hereby authorized and approved, with such minor amendments as the Receiver may deem necessary. The Receiver is hereby authorized and directed to take such additional steps and execute such additional documents as may be necessary or desirable for the completion of the Second Walmart Sale and for the conveyance of the Purchased Assets to Walmart.

3. **THIS COURT ORDERS** that, notwithstanding:

- (a) the pendency of these proceedings;
- (b) any applications for a bankruptcy order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act* (Canada) in respect of either of the Debtors and any bankruptcy order issued pursuant to any such applications; and
- (c) any assignment in bankruptcy made in respect of either of the Debtors;

the approval of the Second Walmart Sale pursuant to this Order shall be binding on any trustee in bankruptcy that may be appointed in respect of either of the Debtors and shall not be void or

voidable by creditors of the Debtors, nor shall it constitute nor be deemed to be a fraudulent preference, assignment, fraudulent conveyance, transfer at undervalue, or other reviewable transaction under the *Bankruptcy and Insolvency Act* (Canada) or any other applicable federal or provincial legislation, nor shall it constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation.

4. **THIS COURT ORDER** that the proceeds of sale of the Purchased Assets shall stand in place and stead of the Purchased Assets.

5. **THIS COURT ORDERS AND DECLARES** that the Second Walmart Sale is exempt from the application of the *Bulk Sales Act* (Ontario).

6. **THIS COURT ORDERS AND DECLARES THAT** that, except as otherwise provided herein, notwithstanding the sale by the Receiver of the Purchased Assets, the Receiver shall not be deemed to have adopted, become a party to nor terminated any of the licence, distribution or other agreements between either of the Debtors and any other party which relate to or are otherwise connected with the Purchased Assets, unless the Receiver agrees by written notice to all parties to any such agreement to either adopt or terminate any such agreement.

7. **THIS COURT ORDERS THAT** the Receiver is hereby authorized to make payment to Datatech on account of certain royalties at the rate set out in the Licence Agreement (as defined below) in connection with the Second Walmart Sale and the sale of certain inventory to Walmart and Home Hardware as approved by order of the Court dated October 5, 2016.

8. **THIS COURT ORDERS THAT** the Receiver is authorized and directed to consent to the termination by Datatech of the Master Licence Agreement, between Datatech as licensor and

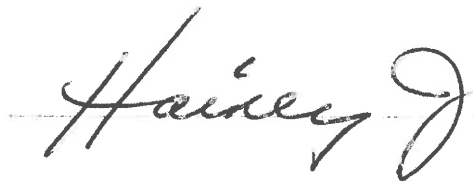
Kobian as licensee dated December 1, 2008, as amended by the Amendment to Licence Agreement of Hipstreet Brand dated December 1, 2008 (as amended, the "**Licence Agreement**").

9. **THIS COURT ORDERS THAT** the Receiver is authorized to destroy the remaining inventory in its possession that is not subject to the Second Walmart Sale (the "**Residual Inventory**"), notwithstanding any security held or any claim by any stakeholder over or with respect to such Residual Inventory. The Receiver shall not be liable for any act or omission on the part of the Receiver pertaining to the destruction of the Residual Inventory, save and except for any claim or liability arising out of any gross negligence or wilful misconduct on the part of the Receiver. Nothing in this Order shall derogate from the protections afforded to the Receiver by the BIA, any other federal or provincial applicable law or the Order of the Court appointing the Receiver dated August 10, 2016.

10. **THIS COURT ORDERS THAT** the Receiver is hereby authorized to release any interest it has in the following: (i) the Hipstreet domain name www.hipstreet.com; (ii) the Hipstreet website, any related software and any copyright interest in same; and (iii) the Hipstreet logo and signboard, provided, however, that the Receiver shall not be required to deliver possession of any of these items to Datatech.

11. **THIS COURT ORDERS THAT** the Walmart PO attached to the Second Report as Confidential Appendix "1" shall be sealed from the public record pending further order of the Court. The Receiver is authorized and directed to redact Confidential Appendix "1" from the version of the Second Report served on any party other than the Court.

12. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.

A handwritten signature in cursive script, appearing to read "Hainey J.", written in black ink on a white background.

ENTERED AT / INSCRIT A TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO:

JAN 27 2017

PER / PAR: 

IN THE MATTER OF Section 101 of the *Courts of Justice Act*, R.S.O. 1990 c.C.43, as amended, and in the matter of Section 243(1) of the *Bankruptcy and Insolvency Act*,
R.S.C. 1985, c. B-3, as amended
and
Applicant(s)

NATIONAL BANK OF CANADA

KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES
INC.
Respondent(s)

Court File No.: CV-16-11479-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceedings commenced at Toronto

SALE APPROVAL ORDER

Thornton Grout Finnigan LLP
Barristers and Solicitors
Suite 3200, P.O. Box 329
100 Wellington Street West
Toronto, Ontario M5K 1K7

Grant B. Moffat (LSUC# 32380L)
Tel: 416-304-0599
Email: gmoffat@igf.ca

Rachel Bengino (LSUC# 68348V)
Tel: 416-304-1153
Email: rbengino@tgf.ca

Lawyers for the Receiver

APPENDIX C

**ONTARIO
SUPERIOR COURT OF JUSTICE
IN BANKRUPTCY AND INSOLVENCY**

~~DEPUTY~~ REGISTRAR)

TUESDAY, THE 28th

)

DAY OF MARCH, 2017

_____)

**IN THE MATTER OF THE BANKRUPTCY OF
KOBIAN CANADA INC.**, a corporation incorporated
pursuant to the laws of the Province of Ontario, having
its principal place of business in the City of Markham,
in the Province of Ontario

BANKRUPTCY ORDER

UPON READING the Application of National Bank of Canada (the "Bank"), a bank chartered under the laws of Canada, having a branch at 130 King Street West, 8th Floor, Toronto Ontario, M5X 1J9, in the City of Toronto, in the Province of Ontario, a creditor, for an Order that Kobian Canada Inc. ("Kobian") be adjudged a bankrupt and that a bankruptcy order be made in respect of the property of Kobian, was heard this day at 393 University Avenue, 19th Floor, Toronto, Ontario, M5G 1E6.

AND UPON reading the said Application of the Bank, the Affidavit of Sonia de Lorenzi attached thereto in support of the Application sworn March 2, 2017, the consent of Zeifman Partners Inc. ("Zeifman") to act as Trustee in Bankruptcy, and upon hearing the submissions of counsel for the Bank, no one else appearing, although served upon Zeifman in its capacity as

Court-appointed receiver of, and in its capacity as proposed Trustee in the bankruptcy estate of, Kobian, and the Superintendent of Bankruptcy (Toronto Division), as evidenced by the Affidavit of Service, all filed;

AND UPON it appearing to the Court that the following act of bankruptcy has been committed:

(a) that the said Kobian has at some time during the six months preceding the date of the filing of the Application for Bankruptcy Order ceased to meet its liabilities generally as they become due in that it has failed to pay its indebtedness to the Applicant and to other creditors;

1. **THIS COURT ORDERS** that Kobian be adjudged a bankrupt and that a bankruptcy order be made in respect of the property of Kobian.
2. **THIS COURT ORDERS** that Zeifman, in the City of the Toronto, in the Province of Ontario, be appointed as trustee of the estate of the bankrupt.
3. **THIS COURT ORDERS** that the costs of and incidental to this Application and to this Order be paid to the Applicant out of the assets of the estate of the said bankrupt forthwith after taxation thereof.


Master J. Mills
Registrar in Bankruptcy

IN THE MATTER OF THE BANKRUPTCY OF KOBIAN CANADA INC., a corporation incorporated pursuant to the laws of the Province of Ontario, having its principal place of business in the City of Markham, in the Province of Ontario.

Court File No.: 31-OR-208217-T

ONTARIO
SUPERIOR COURT OF JUSTICE
IN BANKRUPTCY

Proceedings commenced at **Toronto**

BANKRUPTCY ORDER

Thornton Grout Finnigan LLP
Barristers and Solicitors
100 Wellington Street West
Suite 3200, P.O. Box 329
TD Tower West
Toronto, ON M5K 1K7
Fax: 416-304-1313

Grant B. Moffat (LSUC# 32380L)
Tel: 416-304-0599
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Rachel Bengino (LSUC# 68348V)
Tel: 416-304-1153
Email: rbengino@tgf.ca

Lawyers for the Applicant, National Bank of Canada

APPENDIX D

APPENDIX "B"

Kobian Canada Inc.
Final Statement of Receipts and Disbursements
For the Period from August 10, 2016 to February 15, 2018

	<u>CAD</u>	<u>USD</u>	<u>TOTAL</u>
Cash Receipts			
Cash on Hand	\$ 752	\$ 5	\$ 757
Sale of Assets	134,322		134,322
Pre-Receivership A/R	3,206,828	257,707	3,464,535
Accounts Receivable	635,211	-	635,211
Corporate Tax Refund	547,980	-	547,980
HST Refund / Collected	115,562		115,562
Misc. Receipts	145,623	440	146,063
Total Receipts	<u>4,786,278</u>	<u>258,152</u>	<u>5,044,430</u>
Cash Disbursements			
Payroll and Benefits	216,031	-	216,031
Utilities	33,538	-	33,538
Occupation Rent	61,234	-	61,234
Royalties	40,118	-	40,118
Admin & Miscellaneous	23,340	14,973	38,313
Brokerage/Freight	9,937	4,803	14,740
HST Paid	121,524	-	121,524
Receiver's Fees	324,184	-	324,184
Legal Fees	385,260	-	385,260
Commissions	84,169	-	84,169
Consulting	46,546	-	46,546
Transfer to bankruptcy estate	16,555	-	16,555
Total Disbursements	<u>1,362,436</u>	<u>19,776</u>	<u>1,382,212</u>
Ending Cash Balance	<u>\$ 3,423,842</u>	<u>\$ 238,376</u>	<u>\$ 3,662,218</u>

Notes

1 U.S. funds converted to Canadian funds at par

APPENDIX E

Court File No. CV-16-11479-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

BETWEEN:

NATIONAL BANK OF CANADA

Applicant

- and -

KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.

Respondents

AFFIDAVIT OF ALLAN A. RUTMAN

(Sworn February 15, 2018)

I, **Allan A. Rutman**, of the City of Vaughan, in the Province of Ontario, **MAKE OATH AND SAY:**

1. I am President of Zeifman Partners Inc. and, as such, have knowledge of the matters to which I hereinafter depose. Unless I indicate to the contrary, the facts herein are within my personal knowledge and are true. Where I have indicated that I have obtained facts from other sources, I believe those facts to be true.

2. Pursuant to the Order of the Honourable Mr. Justice Newbould dated August 10, 2016, (the "**Receivership Order**"), Zeifman Partners Inc. was appointed as the receiver (the "**Receiver**") of all the assets, undertakings and properties of Kobian Canada Inc. and Thinkmax Technologies Inc. (together, the "**Debtors**") pursuant to Section 101 of the *Courts of Justice Act* (Ontario) and section 243(1) of the *Bankruptcy and Insolvency Act* (Canada).

3. The total amount of professional fees being claimed for work performed by the Receiver for the period August 10, 2016 to February 14, 2018 inclusive (the "**Fee Period**") is CAD \$320,277.25 plus disbursements of CAD \$3,906.37 plus Harmonized Sales Tax of CAD \$42,143.88 totalling CAD \$366,327.50. Attached hereto as **Exhibit "A"** to this Affidavit are true copies of all bills of costs rendered by the Receiver on a periodic basis **during the Fee**

Period, inclusive of details of the individuals involved in the administration of the Debtors estate and the hours and applicable rates claimed. Attached hereto as **Exhibit "B"** to this Affidavit is a summary of the bills of costs.

4. Details of the activities undertaken and services provided by the Receiver in connection with the administration of the Debtors' estates is described in the First through Fourth Reports to the Court of the Receiver.

5. In the course of performing its duties pursuant to the Receivership Order, the Receiver and its staff have expended a total of 1,049.10 hours during the Fee Period. Attached hereto as **Exhibit "C"** to this Affidavit is a schedule setting out the personnel involved in the administration of the Debtors' estates and the hours and applicable rates claimed for the Fee Period.

6. The Receiver has not received any remuneration or consideration other than the amount claimed herein.

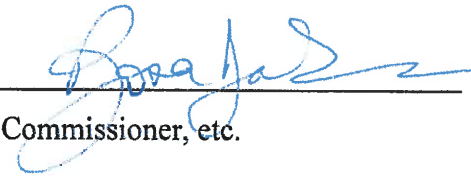
7. The hourly billing rates outlined in **Exhibit "C"** to this Affidavit are comparable to the hourly rates charged by Zeifman Partners Inc. for services rendered in relation to similar proceedings.

8. To the best of my knowledge, the rates charged by the Receiver throughout the course of these proceedings are comparable to the rates charged by other accounting firms in the Toronto market for the provision of similar services.

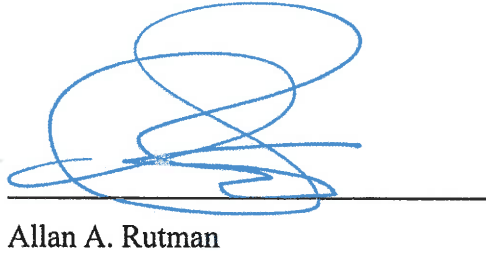
9. I verily believe that the fees and disbursements incurred by the Receiver were fair and reasonable in the circumstances.

10. This Affidavit is sworn in support of the Receiver's request for approval of the Receiver's bills of costs rendered during the Fee Period, and for no other or improper purpose.

AFFIRMED BEFORE ME at the City
of Toronto, ON, on February 15, 2018.



A Commissioner, etc.

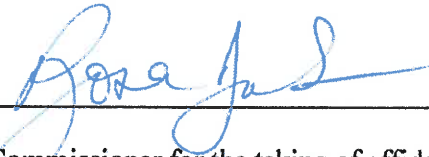


Allan A. Rutman

Rosa DaSilva, a Commissioner, etc.,
Province of Ontario, for Zeifman Partners Inc.
Expires October 25, 2019.

EXHIBIT A

This is Exhibit "A" to the Affidavit of
Allan A. Rutman sworn on February 15, 2018



A Commissioner for the taking of affidavits, etc.

Rosa DaSilva, a Commissioner, etc.,
Province of Ontario, for Zeifman Partners Inc.
Expires October 25, 2019.



ONTARIO
SUPERIOR COURT OF JUSTICE

IN THE MATTER OF THE RECEIVERSHIP OF
KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.
OF THE CITY OF MARKHAM
IN THE REGIONAL MUNICIPALITY OF YORK
IN THE PROVINCE OF ONTARIO

BN 89573 8201 RT0001
CLIENT # 210562

INTERIM BILLING

INVOICE #41807

To: Professional services rendered in respect of the Court Appointed
Receivership of Kobian Canada Inc. and Thinkmax Technologies Inc.
from August 10, 2016 to August 31, 2016.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	62.00 hours @	\$600.00 per hour	\$ 37,200.00
R. Konovalov	R.K.	110.50 hours @	\$200.00 per hour	\$ 22,100.00
J. Schincariol	J.S.	104.00 hours @	\$185.00 per hour	\$ 19,240.00
R. DaSilva	R.D.	12.50 hours @	\$185.00 per hour	\$ 2,312.50
				\$ 80,852.50
Miscellaneous disbursements (travel, telephone, courier, etc.)				\$ 1,208.68
				\$ 82,061.18
H.S.T.				\$ 10,667.95
Total Balance Due				\$ 92,729.13



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
8/10/2016	A.R.	5.00	Attendance in Court. Matters re: appointment. Various email correspondence with S. de Lorenzi re: deposits, transferring of funds and receivables. Various email correspondence and discussions with R. Konovalov re: various matters. Attendance at premises. Matters re: employee termination and retention. Email correspondence to L. Williams re: employee issues. Email correspondence to S. de Lorenzi and L. Williams re: update on various issues. Review draft letter in respect of employee issues; email exchange with L. Williams re: same.
8/10/2016	J.S.	5.50	Contact with insurer, Hub International. Drafted letter to Hub. Responded to employee questions and concerns. Set up and organize working space. Meet with staff and explain situation. Briefly outline WEPP. Dealt with customers, creditors, landlord – who knocked at door.
8/10/2016	R.K.	7.50	Monitoring company premises; Take control over the company premises; Discussed with the company CFO staffing; located staffing records; called staff to return to work; meeting with the landlord; communication with Canada Post and UPS; Communication with various deliverers.
8/11/2016	A.R.	2.75	Engaged in various email correspondence with R. Konovalov re: receivables, inventory, internet, Management and employee issues. Email correspondence with staff re: notifying insurance company of receivership. Email correspondence with S. de Lorenzi re: updates on various matters.
8/11/2016	J.S.	8.00	Worked on Payables listing. Met with various staff members and duties and determined their duties and requested information and assistance for assorted matters. Responded to enquiries from customers regarding warranty issues, etc.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
8/11/2016	R.D.	2.50	Various email correspondence with D. Ho re: new account, deposits, online banking and cheque order. Set up R&D and update. Attend branch for deposit.
8/11/2016	R.K.	7.50	Meeting with the returned staff in regards to the company current state; Discussed duties going forward with the staff who came back; Calling other staff; communication with Canada post and UPS deliverers as well as freight truckers; Communication with 3rd party service provider (Project Line); Discussion with IT staff to restore company systems; Review of staff selected to be retained; Interviewed staff in question to determine if to retain; Reviewed deposits; Reviewed mail for deposits, Other Receivership related tasks.
8/12/2016	A.R.	4.00	Email correspondence with R. Konovalov re: retained employees and updates on various operational issues. Review employee retention and termination letters; email exchange with staff re: same. Discussion with L. Williams re: employee issues. Email exchange with S. de Lorenzi re: update of recovery scenario. Email exchange with R. Konovalov re: Hipstreet, licensing and right of the Receiver to sell inventory; email correspondence with L. Williams and S. de Lorenzi re: same.
8/12/2016	J.S.	5.00	Worked on payables list. Responded to emails and phone enquiries from creditors, customers, previous employees.
8/12/2016	R.K.	7.50	Meeting with the returned staff in regards to the company current state; Discussed duties with the same day returned staff (duties and tasks to be finished going forward); Discussion with IT staff to restore company IT systems in full; communication with the company staff who are not retained by the Receiver; Discussion with the Sales Staff regarding the approach to take in terms of ARs outstanding and Inventory sale, communication with Canada Post, UPS, FedEx, other deliverers; Communication with A. Rutman; Review of the premises security with the security system provider; Review of the

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			incoming mail and CHQs received, Other Receivership related tasks.
8/13/2016	R.K.	1.00	Administrative work regarding the Kobian Canada Receivership.
8/15/2016	A.R.	4.50	Attendance at premises. Call with S. de Lorenzi. Landlord issues. Review memorandum re: update on Receivership; email correspondence and discussion with R. Konovalov re: same. Review draft employee letters; engaged in various email correspondence with J. Schincariol re: same; forward retention and termination letters to counsel for review. Email correspondence with S. de Lorenzi re: DBS Bank hold on deposits, debits and Westcoast payments. Various email correspondence re: Singapore Bank contact info. Email exchange with R. Konovalov re: WEPPA issues and payments to employees. Email correspondence to staff re: August rent payment. Review inventory report.
8/15/2016	J.S.	9.00	Payables listing. Employee termination and retention letters. Various and assorted tasks. Other various administrative tasks.
8/15/2016	R.D.	2.00	Banking administration. Update R&D. Email exchange with Dannila Ho. Call with Tanya Rouse re: online banking. Review file re: Singapore Bank contact. Email to landlord re: contact info.
8/15/2016	R.K.	6.00	Meeting with the warehouse staff in terms of physical Inventory count; meeting with the RMA staff in terms inventory to be repaired; Communication with the company staff which was not retained by the Receiver; communication with the Payroll company and set up of the Payroll account; Reviewed company A/R book values; Reviewed A/R accounts with the sales staff in terms of the feedback on each account, Communication with A. Rutman in regards to the engagement progress; Other Receivership related tasks.



Page 5

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
8/16/2016	A.R.	4.75	Call with S. de Lorenzi re: payroll and employee issues; review schedule. Email correspondence and call with R. Konovalov re: receivables, HST, source deductions and employee issues. Matters re: Westcoast receivables. Discussion with J. Schincariol re: employee claims. Matters re: receivable letters. Email correspondence with staff re: receivables, payables and waste pick up issues. Correspondence to Westcoast re: outstanding accounts. Review report and schedules; email correspondence and discussion with R. Konovalov re: same. Email correspondence re: inventory appraisal. Review RCAP leasing documents; email exchange with R. Konovalov re: same.
8/16/2016	J.S.	9.00	Payables listing. Employee termination and retention letters. Dealt with employees and WEPP. Dealt with emails and phone calls from creditors. Responded to emails from customers regarding warranty issues.
8/16/2016	R.D.	2.50	Banking administration. Receivable letters. Update R&D. PPSA Search.
8/16/2016	R.K.	7.50	Receivership Administration: Discussion with a warehouse staff regarding the Inventory Physical count; Discussion with the Logistics company representative regarding the Inventory in transit to Canada and UK; Communication with the Canadian Freight forwarder Kintetsu; Review of RMA progress regarding the repair of Inventory; Discussion with Accounts payable to build the list of A/Ps as of the date of the Receivership Inception; Discussion with A/R rep to communicate with Kobian customers to follow up on payments to Kobian; Other Receivership related tasks.



Page 6

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
8/17/2016	A.R.	4.50	Email exchange with staff re: update on various matters. Call with Westcoast re: outstanding accounts; email correspondence to S. de Lorenzi re: update on discussion with Westcoast. Various email correspondence and discussions with R. Konovalov re: Westcoast and DJP receivables. Email correspondence and discussions with R. Konovalov re: amendments to report to NBC. Email correspondence to S. de Lorenzi re: receivable insurance. Various email exchange with R. Konovalov re: asset realization.
8/17/2016	J.S.	7.00	Assembled packages and sent out A/R letters. Scanned and saved A/R letters with statements. Sent some via Courier. Modified and formatted excel payables list to import to Ascend. Open mail. Organize documents. Added additional creditors to list as advised or discovered. Dealt with creditors via phone conversations. Other various administrative tasks. Email exchange and phone conversation with Marisa Chan of Hub Insurance re: several policies.
8/17/2016	R.K.	7.50	Review of the preliminary final list of Accounts Receivable; Review of the updated Physical count of the W1 Inventory; Review of the Inventory on consignment at Synnex; Review of the preliminary AP list; Compiled information regarding the Receivership inception from August 10th to date; Initial report to NBC regarding the Receivership inception; Communication with the company customers; Other Receivership related tasks.
8/18/2016	A.R.	3.25	Finalize report to NBC. Call with L. Ellis. Calls with S. de Lorenzi. Engaged in email correspondence and call with L. Williams re: Pitney Bowes. Correspondence re: receivable insurance. Email exchange with S. de Lorenzi re: payroll issue. Email correspondence and discussion with R. Konovalov re: Pitney Bowes. Email correspondence to R. Konovalov re: update on RCAP leasing. Reviewed various correspondence re: SYNEX on the Alarmforce Deal. Meeting with Kobian Salesman, Ross Sortino.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
8/18/2016	J.S.	8.50	Assorted tasks. Work on WEPP spreadsheet. Deal with garbage and cardboard pick-up. Respond to calls and/or emails from former employees and creditors. Add several creditors to Ascend. Respond to questions from staff.
8/18/2016	R.D.	2.25	Banking administration. Update R&D. Draft 245 notice, supplementary list.
8/18/2016	R.K.	7.50	Final copy of the initial report; Communication with the Company creditors and customers; Review of the R/D; Construction and review of the AR tracker; Communication with Westcoast finance reps; Discussion with the sales staff the proposed sales transactions in terms of the actual approach and potential discounts; discussion of the potential warranty concern; Started to look at Kobian Trial balance data in assistance with the company CFO; Review of the Related party balances in assistance with the company CFO; meeting with A. Rutman at Zeifmans office regarding the Receivership affairs; Other Receivership related tasks.
8/19/2016	A.R.	3.00	Email exchange with EDC re: receivable insurance. Finalize 245 Notice; discussions with staff re: same; email exchange with L. Williams and S. de Lorenzi re: same. Review draft correspondence to L. Ellis re: Mohit Kirpalani's interference with Receiver's activities; email exchange with S. de Lorenzi and L. Williams re: same. Call with L. Williams re: Pitney Bowes.
8/19/2016	J.S.	6.00	Edit and finalize 245(1) report and print for signature. Edit and finalize supplementary mailing list. Make copies of report for mailing (145). Print labels, stuff envelopes and affix postage. Mail notices. Email exchanges with several former employees. Phone conversation with former employee. Other various administrative tasks.



Page 8

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
8/19/2016	R.K.	5.50	Finalized Compensation proposal to sales Staff; Discussed proposed compensation with the sales staff; Communication with the company creditors; Discussion and review with the Logistics rep of the status of goods in Transit; Review of the RMA activities and work completed in terms of the Inventory repairmen; Discussion with the IT staff in regards to the Kobian systems (Domain); Communication with the Domain provider in regards to the Court appointed Receivership and how Kobian can retain ownership of the site; Communication with the former Kobian technical support staff in Philippines; Discussed and reviewed HST filings with the assigned Company staff; Demand letters issued to M. Kirpalani; Review of the final Inventory count; Other Receivership related tasks.
8/22/2016	A.R.	4.75	Call with R. Konovalov re: various matters. Call with Mark Edmonston of TMTI in UK. Calls with S. de Lorenzi. Correspondence to counsel and S. de Lorenzi re: Pitney Bowes matter. Conference call with S. de Lorenzi, G. Moffatt, L. Williams and R. Konovalov re: Pitney Bowes. Conference call with Pitney Bowes. Email correspondence and discussion with R. Konovalov re: email correspondence to EMDOOR. Review draft demand letters; email exchange with R. Konovalov re: same. Email exchange with R. Konovalov re: update on discussions with Chinese manufacturer; email update to counsel and S. de Lorenzi. Email correspondence with staff re: L. Ellis correspondence re: Amex account. Forward employee statements to L. Williams. Email correspondence re: Hipstreet Licensing Agreement.
8/22/2016	J.S.	6.00	Prepare, print, sign, scan and save all WEPP letters. Continue entering information on WEPP schedule. Email exchange and phone conversations with Teresa of Kobian regarding additional information required. Completed Affidavit of Mailing (245(1) & 246(1) Report) with attachments. Received Estate # from OSB. Updated Ascend with Estate # and Style of Cause.



Page 9

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
8/22/2016	R.D.	1.25	Banking administration. Update R&D.
8/22/2016	R.K.	7.50	Meeting with the potential independent inventory buyer (Walmart Contact) to discuss Inventory on site; Communication with Rogers Telecom regarding the Kobian payments and service; communication with A. Rutman in regards to the PB contract that Kobian had incepted; Communication with Kobian creditors and customers; Review of the prepaid accounts with the company CFO; Communication with TMTI; Communication with the Certification lab in China and product vendors associated with PB contract; Conference call with legal and A. Rutman regarding the PB contract; Review of the preliminary Payroll calculation; Discussion of A/Rs with the assigned staff; Communication with Accounts Receivable customers; Discussion of PB contract with A. Rutman; Communication with a former company staff; Other Receivership related tasks.
8/23/2016	A.R.	2.50	Review Hipstreet licensing agreement. Email correspondence to counsel re: demand letters and Hipstreet license agreement. Review various documents relating to Pitney Bowes contract; forward same to counsel. Email exchange with R. Konovalov re: employee issues. Email exchange with Oren Frankl of EDC re: receivable insurance policy. Calls with R. Konovalov.
8/23/2016	R.D.	0.25	Discussion with A. Rutman re: license agreement.
8/23/2016	R.K.	7.50	Finalized compensation structure for Ross Sortino (Walmart Relationship Manager); meeting with the former Kobian staff (Gene Myslinsky) with the company CFO; Communication with the company vendors in China regarding prepaid sums towards product in manufacturing cycle as well as goods in transit; Communication with A. Rutman regarding Receivership progress; Review of R/D and AR tracker; communication with the company creditors and customers; preliminary

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			review of the Kobian prepaid accounts; communication with AR customers; Other Receivership related tasks.
8/24/2016	A.R.	5.00	Review Westcoast reconciliation; email exchange with R. Konovalov re: same. Email correspondence with R. Konovalov re: inter-company accounts, receivables and photocopier leases. Various email correspondence with Pitney Bowes, BLG and counsel re: Hipstreet Open/Paid Po's; review documentation. Email correspondence with L. Williams re: ATEN creditor claim. Email correspondence with Office of Superintendent of Bankruptcy re: WEPPA claims. Email correspondence and discussion with J. Schincariol re: insurance coverage. Calls with R. Konovalov re: update on various matters.
8/24/2016	J.S.	8.00	Receivership Administration including all WEPP related matters. Respond to enquiries from creditors via telephone, email. Met with customers at door. Dealt with their situations and explained Receivership.
8/24/2016	R.K.	6.50	Review of the Westcoast first provided reconciliation of the DJP and Kobian account; Communication with Welch and Tidy ltd (AR in UK); Analysis of the rate of return on Westcoast account; Finalized payroll system and ready to process payroll; Communication with ATEN Technology (company vendor); Review of company leases; Communication with former company employees; Review of MPEG LA agreements and located copies on the premises; Memo to A. Rutman to update Windows Licenses; review of RMA operation in terms of work completed; Other Receivership related tasks.
8/25/2016	A.R.	2.00	Calls to National Bank re: online access. Engaged in various calls with S. de Lorenzi, G. Moffat and R. Konovalov. Various email exchange with R. Konovalov re: inventory and receivables. Email correspondence with S. de Lorenzi and R. Konovalov re: TMTI UK inventory. Email correspondence re: customer defective product. Email correspondence with EDC re: receivable insurance.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
8/25/2016	J.S.	8.00	Responded to several emails from creditors. Continued to assist former employees with WEPP related matters. Continued entering Trustee information into Service Canada website.
8/25/2016	R.D.	0.50	Banking administration. Update R&D.
8/25/2016	R.K.	7.50	Summarized Related party balances owed to Kobian; Communication with former Kobian staff; Communication with Kobian creditors and customers; Review of the company ledger in regards to MPEG LA accrual with company CFO; Communication with A/R customers; Review of Accounts Receivable together with sales and A/R staff; Review of the R/D; Discussed inventory sale with A. Rutman; Review of the RMA operation in regards to work completion; Communication with The Shopping Channel; Communication with the certification labs in China regarding the PB contract; Other Receivership related tasks.
8/26/2016	A.R.	4.00	Email correspondence with G. Moffat re: PB request to terminate the agreement. Email exchange and conference call with EDC re: receivable insurance; email correspondence to S. de Lorenzi re: update. Email exchange and call with R. Konovalov re: reconciliation of DJP Holdings, various accounts receivable, Pitney Bowes issues and Kobian MPEG Audio License.
8/26/2016	J.S.	7.50	Receivership administration including assembling packages and mailing out Section 245(1) 246(1) Notices.
8/26/2016	R.K.	7.50	Conference call with EDC regarding the Kobian policy; Discussion with A. Rutman regarding the Receivership progress; Communication with Kobian creditors and customers; Review of the related party transactions with company CFO; Reviewed accounts with the Sales staff in terms of sums owed to Kobian as well as discussed with G. Winter inventory on Consignment at Synnex; Review of the potential bulk sale to Walmart with R. Sortino and



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			review of Kobian available inventory; Other Receivership related tasks.
8/29/2016	A.R.	3.00	Email correspondence with Mark Edmondson of TMTI re: scheduling of conference call. Review summary of intercompany balances outstanding; discussion with R. Konovalov re: same; forward schedule to counsel. Email exchange with R. Konovalov re: UK goods and email correspondence from Shenzhen Iproda. Email correspondence with R. Konovalov re: accounts receivable book value. Email correspondence with J. Schincariol re: employee terminations. Email exchange with counsel re: inventory, Datatech Property Rights and anticipated offer from Walmart. Email exchange with R. Konovalov re: Emdoor payment.
8/29/2016	J.S.	5.00	Edit and organize emails. Begin organizing documents. Add creditors to list and update existing creditors with corrected addresses and/or amounts outstanding. Prepare manual cheque for SAP hosting and get two signatures. Received proof of claim - former employee - re WEPP. Updated Service Canada's website. Received proof of claim from creditor and updated Ascend. Made deposit at TD Bank for payment to Projectline. Scan receipt, save to network and forward to Roman via email.
8/29/2016	R.K.	6.00	Review of the Rate of Return associated with Westcoast according to data held by Kobian; discussion of rate of return with A. Rutman; Conference call with TMTI; communication with Rogers regarding the Kobian account; Review of other bills; Review of bank statements regarding related party transactions; communication with Westcoast; communication with Kobian vendors and creditors; other on site activities.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
8/30/2016	A.R.	2.75	Conference call with Mark Edmondson of TMTI and R. Konovalov. Review Datatech Intellectual Property Rights correspondence; email exchange with counsel re: same. Review memorandum re: Delivery of Goods to UK and Prepaid Sum Identified. Calls with R. Konovalov re: various matters. Email correspondence with creditor. Email exchange with S. de Lorenzi re: deposits and keeping old bank accounts open.
8/30/2016	J.S.	4.00	Locate new addresses for AR's and re-send documents and file documents. Continue organizing and filing documents. Receivership administration - various other tasks.
8/30/2016	R.D.	1.25	Banking administration.
8/30/2016	R.K.	5.50	Review of the payroll with Teresa K.; review of Kobian R&D and accounts receivable (reconciled both to match); discussed with Ross the Walmart sale in terms of quantities; warehouse operation review to supervise Walmart order preparation in quantities; communication with creditors; discussion with A. Rutman regarding the operating processes at Kobian.
8/31/2016	A.R.	6.25	Email exchange with R. Konovalov re: Emdoor, Westcoast and Embassy Freight matters. Email correspondence with staff and counsel re: Amex accounts. Email exchange and call with counsel re: Westcoast and Embassy Freight Shipments. Email correspondence with staff re: landlord issues and viewing of units. Email exchange with J. Schincariol re: employee issues. Engaged in various matters re: meeting with Synnex.
8/31/2016	J.S.	7.50	Draft termination letter for Susan Kearney and meet with her to terminate her employment. Continue to deal with WEPP issues and employees. Respond to enquiries from creditors. Various other administrative tasks. Issued additional demand letters - accounts receivables.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
8/31/2016	R.K.	5.00	Reviewed Synnex account with A/R; meeting with Synnex, A. Rutman and Greg W.; review of intercompany transactions and bank statements.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

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ONTARIO
SUPERIOR COURT OF JUSTICE

IN THE MATTER OF THE RECEIVERSHIP OF
KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.
OF THE CITY OF MARKHAM
IN THE REGIONAL MUNICIPALITY OF YORK
IN THE PROVINCE OF ONTARIO

BN 89573 8201 RT0001
CLIENT # 210562

INTERIM BILLING

INVOICE #41814

To: Professional services rendered in respect of the Court Appointed
Receivership of Kobian Canada Inc. and Thinkmax Technologies Inc.
from September 1, 2016 to September 30, 2016.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	47.00 hours @	\$600.00 per hour	\$ 28,200.00
R. Konovakov	R.K.	93.50 hours @	\$200.00 per hour	\$ 18,700.00
J. Schincariol	J.S.	63.00 hours @	\$185.00 per hour	\$ 11,655.00
R. DaSilva	R.D.	5.75 hours @	\$185.00 per hour	\$ 1,063.75
				<u>\$ 59,618.75</u>
Miscellaneous disbursements (travel, telephone, courier, etc.)				\$ 840.68
				<u>\$ 60,459.43</u>
H.S.T.				\$ 7,859.73
				<u>\$ 7,859.73</u>
Total Balance Due				<u>\$ 68,319.16</u>



Page 2

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
9/1/2016	A.R.	3.00	Review various Westcoast documentation; email exchange and discussions with R. Konovalov re: same. Conference call with Westcoast. Review correspondence re: Jet Global and Emdoor shipments; forward same. Email correspondence and discussions with R. Konovalov re: intercompany analysis, Walmart and Synnex issues. Email correspondence with S. de Lorenzi and G. Moffat re: Walmart offer. Review draft letter to Datatech counsel; email correspondence with G. Moffat re: same and inter-company analysis. Various creditor email correspondence.
9/1/2016	J.S.	2.00	Various administrative tasks including dealing with employees, creditors, customers, etc.
9/1/2016	R.D.	1.00	Banking administration. Update R&D.
9/1/2016	R.K.	7.50	Review of Westcoast information regarding Returns, Toxic Stock, Pass Thru deduction. Review of the shipping process in detail with Simon Lo. Discussion with A. Rutman of the shipping process in result of which legal letters are sent to Freight Forwarders. Communication with creditors of Kobian. Communication with vendors. Review of the warehouse operation in terms of completion of work assigned. Review of the Walmart bulk sale in terms of cost recovery.
9/2/2016	A.R.	1.75	Email correspondence and call with R. Konovalov re: EDC ARI policy. Engaged in various email exchange with R. Konovalov and G. Moffat re: Datatech and intercompany analysis. Review draft correspondence to Blaney McMurtry re: Datatech; email correspondence to G. Moffat re: same.
9/2/2016	J.S.	3.00	Receivership administration including dealing with creditors, employees - former and retained, customers, etc.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
9/2/2016	R.K.	5.00	Payroll review. Call to payroll company to correct debits into account. Finalized related company funds due to Kobian. Communicated with A. Rutman regarding related party transactions. Other daily operational activities. Review of the warehouse operation and RMA in terms of completion of work assigned.
9/4/2016	A.R.	1.00	Discussion with R. Konovalov re: updates re: Westcoast, Synnex, Walmart, A/R and various other matters.
9/5/2016	A.R.	1.00	Email correspondence with R. Konovalov re: update on various matters. Review correspondence re: Sisvel - Kobian MPEG Audio License; email correspondence with R. Konovalov re: same.
9/6/2016	A.R.	2.00	Engaged in various email correspondence and conference call with Westcoast re: settlement. Email correspondence with creditors. Email correspondence and call with R. Konovalov re: Westcoast warranty cost. Matters re: Kmart's interest in purchasing inventory. Email exchange with counsel re: Walmart sale transaction and Receiver's Activities for Report to Court.
9/6/2016	J.S.	3.00	Respond to creditors via email and phone. Add creditors to list. Update information for some creditors. Organize and file documents. Deal with customer complaints and advise of Receivership. Respond to former employee enquiries regarding several different matters.
9/6/2016	R.K.	7.50	Meeting with Danbury Global to appraise Kobian Assets. Review of all accounts receivable together with A/R. Called selected A/R accounts regarding the payment to Kobian. Review of Westcoast warranty estimate. Reviewed contract between Tobii and Kobian. Review of staffing. Communication with creditors. Review of RMA process to return inventory into stock; other daily routine in terms of operation.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
9/7/2016	A.R.	2.25	Various email correspondence with R. Konovalov re: update on accounts receivable, TMTI, Westcoast, inventory. Matters re: draft email to Westcoast and supporting documents. Engaged in various email correspondence re: warranty issues. Email correspondence with R. Konovalov re: various vendors and shipment issues.
9/7/2016	J.S.	3.50	Letter to Atradius Insurance. Prepared 3 affidavits for employees of Kobian regarding events just prior to Receivership; had them sign and commissioned them. Dealt with WEPP matters: former employee in office regarding WEPP claim, proof of claim. Submitted additional Trustee Information and updated spreadsheet. Dealt with numerous calls and emails from creditors and customers (end users). Added creditors to list and amended records accordingly.
9/7/2016	R.K.	7.50	Reconciliation of Synnex Account. Conference call with D/H Distributors regarding sums owed. Review of Shop.ca account (Customer is insolvent) as a result communicated with Atradius to review insurance policy. Communication with Amazon.ca regarding debt owed to Kobian. Communication with ATEN Technology regarding the vendor inventory. Communication with Tariq Fancy regarding the inventory sold to charity. Communication with Westcoast regarding the inventory in Transit. Review of the aged statement provided by Home Hardware together with A/R. Other operational activities.
9/8/2016	A.R.	2.00	Call with S. de Lorenzi. Call with G. Moffatt. Engaged in various calls and email correspondence re: Westcoast reconciliation; email correspondence to Westcoast re: same. Engaged in various email correspondence with R. Konovalov re: updated accounts receivable listing, inventory, Best Buy and Synnex. Review Westcoast documentation and reconciliation. Conference call with TMI. Review draft email to Westcoast; forward same. Email correspondence with R. Konovalov re: Home



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			Hardware purchase order. Provide update to counsel re: Receiver's Activities. Email exchange with Menard's counsel re: setting of funds for returned goods.
9/8/2016	J.S.	3.50	Phone conversation and email exchange with Teresa - payroll - breakdown of payroll amounts. Email exchange with R. Konovalov regarding several matters. Bankruptcy search re: creditor - Shop.ca and voice mail message left for Trustee. Dealt with emails from creditors, customers, Insurance company, former employees. Printed documents from Richter website, i.e. list of creditors, proof of claim form. Phone conversation with Pritesh Patel of Richter regarding bankruptcy of Shop.ca - AR of Kobian. Cheque requisition for Josie - labels for Walmart order. Added creditors to list and updated creditor information.
9/8/2016	R.D.	0.75	Banking administration. Update R&D.
9/8/2016	R.K.	7.50	Meeting with A. Rutman regarding the Kobian Receivership. Review of the Walmart sale. Preparing inventory for the lot sale to Walmart. Review and preparing PO inventory for the Home Hardware sale. Review of the sale to the Independent Broker. Reconciliation of Best Buy Account. Reconciliation of Home Hardware account. Communication with the landlord regarding property showing, other daily operational routine.
9/9/2016	A.R.	3.00	Engaged in various email correspondence and calls with R. Konovalov re: Walmart, TMTI and Westcoast issues. Conference call with TMTI. Email correspondence and conference call with Westcoast. Call with S. de Lorenzi re: Westcoast. Email correspondence with S. de Lorenzi re: EDC policy. Review appraisal forward same to S. de Lorenzi.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
9/9/2016	J.S.	2.00	Add creditors to list. Receive, review and accept proofs of claim. Prepare proof of claim (POC) in Shop.ca bankruptcy and submit for Richter. Phone conversation with Pritesh Patel at Richter re: his acknowledgement of receipt of our POC. Update WEPP spreadsheet with Service Canada Payment Advice Notices received. Responded to emails from creditors, customers.
9/9/2016	R.K.	5.00	Conference call with TMTI. Conference call with Westcoast representatives, reconciliation of Westcoast account receivable, review of the proposed settlement, review of the warehouse operation.
9/12/2016	A.R.	2.00	Call and email correspondence with S. de Lorenzi re: Westcoast. Various calls with R. Konovalov re: Westcoast and warranty issues. Email correspondence and call with Westcoast. Discussion with Ross re: Walmart, accounts receivable and Home Hardware. Various email correspondence with R. Konovalov re: Tobii AB Design and Manufacturing Agreement; email correspondence to G. Moffat re: same. Email exchange with Mendard counsel re: request for supporting documents. Email exchange with counsel and R. Konovalov re: Tobii matter.
9/12/2016	J.S.	0.50	Phone call to Jenny Xiao (former employee) to arrange meeting for tomorrow re: termination and WEPP. Phone call to Riza Asuncion in response to her call re: WEPP, ROE.
9/12/2016	R.D.	0.25	Banking administration; update R&D.
9/12/2016	R.K.	6.50	Memo regarding the sale of Inventory to Westcoast. Review of all documents available at Kobian related to Tobii contract. Review of the Payroll. Communication with accounts receivable, communications with creditors and customers of Kobian. Discussion with J. Schincariol regarding the payroll and staff downsizing, other Receivership related activities.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
9/13/2016	A.R.	2.75	Email correspondence and call with Westcoast. Engaged in various calls and email correspondence with R. Konovalov re: Westcoast settlement. Review memorandum and supporting documents; amend same; forward correspondence to S. de Lorenzi re: same. Email correspondence to S. de Lorenzi re: update on Westcoast and Walmart.
9/13/2016	J.S.	4.00	Returned call to Dan Thomas - Xerox lease for two copiers; received and reviewed lease. Returned call to HRS Global - purchase of assets. Met with former employee (who was out of the country until now); explained situation re: termination, WEPP; assisted her with proof of claim; entered information on Service Canada's website re: WEPP. Returned 60+ emails to customers - products sent in to be repaired/replaced. Prepared 3 Termination Letters and met with staff individual. Obtain signed acknowledgment and scanned and saved. Followed up with sales staff - Purchase Orders outstanding.
9/13/2016	R.K.	5.50	Prepare Walmart memo and Home Hardware memo. Updated AR listing with Trang N. Communication with Westcoast. Communication with TMTI and review of their report in regards to Westcoast Toxic and RMA inventory. Communicated with Embassy Freight.
9/14/2016	A.R.	3.75	Email correspondence with R. Konovalov re: Walmart PO's. Engaged in various email correspondence and calls re: Westcoast settlement; review various documents. Review Xerox lease; discussion with J. Schincariol re: same. Review correspondence re: Emdoor claim. Email correspondence to S. de Lorenzi re: Westcoast settlement. Email correspondence to EDC re: updated accounts receivable list. Email correspondence and call with R. Konovalov re: amended memorandum re: Walmart. Forward Walmart documentation to counsel. Review updated accounts receivable list; discussion with R. Konovalov re: same; forward to S. de Lorenzi. Email correspondence with counsel re: termination of Tobii



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			agreement. Review and amend Home Hardware memorandum; forward same to R. Konovalov.
9/14/2016	J.S.	3.50	Phone conversation with Aida of Power Stream - set up Receiver account. Phone conversation with Dan Thomas of Digital Business Systems - Lease reviewed so may now arrange to pick-up 2 copiers. Phone conversation with Paula of HRS Global - potential purchase of HIPSTREET name. Phone conversation with Bharat - IT Manager at Kobian to arrange forwarding of customer service emails to me. Sent out 84 emails - customer service. Continued to organize and file all documents. Scan dozens of items and save to hard drive.
9/14/2016	R.K.	6.00	Receivership related activities. Discussed with S. de Lorenzi the breakdown of DJP and Kobian Westcoast AR, prepare summary file and reconciliation. Communication with vendors and Kobian customers. Review of the intercepted emails from MK and SS. Review of the most recent reconciliation of AR accounts with Trang N: Best Buy, Source, Home hardware, Groupon and D/H Distributors.
9/15/2016	A.R.	2.00	Call with S. de Lorenzi. Review EDC receivable schedule. Calls with R. Konovalov. Matters re: online banking. Email correspondence with R. Konovalov re: funds paid to DJP, Walmart PO's. Email correspondence with EDC re: receivables listing.
9/15/2016	J.S.	3.00	Respond to dozens of customer service emails re: warranty repairs, etc. with template response. Mailed copies of Trustee Information Form to former employees (as prescribed). Responded to emails from utilities, creditors. Continued to sort and organize and file documents.
9/15/2016	R.D.	1.50	Banking administration. Update R&D



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
9/15/2016	R.K.	5.50	Reinstatement of Kobian EDI system for billing, communication with Tangentia, review of R/D for A. Rutman. Related Party transactions memo and summary sent to A. Rutman to review. Communicated with NBC to obtain details of transactions in question. Follow up on pending sales with Greg W. Review of RMA work in progress. Review of the warehouse operation in terms of Walmart POs to be completed.
9/16/2016	A.R.	2.00	Various email exchange with Westcoast re: settlement; engaged in various email correspondence and calls with S. de Lorenzi and R. Konovalov re: same. Email correspondence and call with J. Schincariol re: EDI and Walmart PO's. Review and amend First Receiver's Report; email correspondence with counsel re: same. Email correspondence to Westcoast re: proposed settlement. Various email correspondence with G. Moffat re: Walmart PO's. Review updated R&D.
9/16/2016	J.S.	4.00	Email and phone conversations with staff at Atlantic Packaging to arrange pick-up of cardboard. Emailed Receivership documents to Atlantic. Organized staff to collect cardboard for pick-up. Arrange for garbage pick-up. Dealt with all staff members and assigned their priority tasks for today and supervised staff. Email exchanges with Zeifman staff. Responded to all customer service enquiry emails.
9/16/2016	R.K.	1.00	Communication and review with A. Rutman of the lawyers draft Receiver's report.
9/18/2016	A.R.	0.50	Email correspondence with R. Konovalov re: Walmart PO Report. Email correspondence with G. Moffat re: draft correspondence to Datatech counsel. Email correspondence with counsel re: amendments to Receiver's Report.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
9/19/2016	A.R.	2.50	Engaged in various email correspondence and calls re: Westcoast reconciliation and proposed settlement. Email exchange and call with R. Konovalov re: Walmart PO status, Westcoast, payroll, Commodity Tax Review and Synnex. Email correspondence to R. Sortino re: Walmart PO's. Email exchange with counsel re: warranty issues. Forward memorandum to S. de Lorenzi re: Westcoast settlement; email correspondence re: same. Review draft correspondence to Embassy; email correspondence to R. Konovalov re: same.
9/19/2016	J.S.	3.50	Respond to dozens of emails - regarding customer service, warranty & return. Edit and organize emails. Organize and file documents. Email exchange with Roman regarding creditors to add to list, employee termination letters to produce and responses required to additional emails - warranty issues. Prepared termination letters and printed. Email exchange with Allstream regarding long distance account.
9/19/2016	R.K.	5.50	Conference call with Westcoast to settle debt owed to Kobian. Review of the settlement with Kobian and issuance of revised information memo to NBC to review the proposed account settlement. Discussion with sales staff of proposed settlements on other AR accounts. Review of the Walmart POs and supervising warehouse staff to prepare those for the delivery. Follow up with Atradius regarding the Shop.ca account, staff questions. Other Receivership related activities.
9/20/2016	A.R.	2.50	Email correspondence to Westcoast re: amendments to proposal; various email exchange with A. Watts of Westcoast re: acceptance of proposal. Email exchange with R. Konovalov re: inventory for purchase. Review correspondence from Rumie's counsel re: purchases and delivery of goods; forward same to counsel; email exchange with staff re: same. Email correspondence with counsel and R. Konovalov re: Walmart PO's. Various email correspondence re: Walmart agreement to PO terms and conditions.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
9/20/2016	J.S.	3.00	Email exchanges and phone conversation with creditors regarding claims. Add creditors to list. Prepare termination letters. Respond to all email enquiries - Customer service. Cheque requisitions - former employee and contract worker. Email exchange with R. Konovalov regarding several matters pertaining to administration, creditor enquiries regarding product return and refund.
9/20/2016	R.K.	6.00	Communication with creditors. Communication with Embassy Freight regarding goods at port in UK sold to Westcoast. Communication and discussion with Westcoast regarding the settlement of the account. Discussion with Ross Sortino regarding the Walmart POs and AR. Communication with TMTi regarding the warranty for the products sold to Westcoast. Staff Notices regarding their employment. Review of the AR Listing with Trang N (AR Manager). Other Receivership related activities.
9/21/2016	A.R.	2.00	Email correspondence and call with S. de Lorenzi re: Rumie claim. Email correspondence and call with R. Konovalov re: update on Jet Global. Review memorandum re: Rumie claim; email correspondence with R. Konovalov re: same. Review Synnex memo re: settlement proposal; call with R. Konovalov re: same.
9/21/2016	J.S.	2.00	Respond to dozens of customer service/warranty enquiry emails. Email exchange and phone conversations with Teresa of Kobian regarding ROE's for employees hired by and terminated by ZPI. Phone conversation with Service Canada regarding ROE completion.
9/21/2016	R.K.	5.50	Memo to NBC regarding Rumie claim in regards to goods. Memo proposal to settle Synnex account to A. Rutman. Demand emails to AR customers. Review of accounts receivable. Notice to Vincent Kha, review of the list of all IT equipment with Bharat Jilka. Review of the left over RMA work and current work in progress. Communication with Embassy Freight in UK regarding



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			the release of goods to Westcoast. Other Receivership related activities.
9/22/2016	A.R.	1.00	Various email correspondence re: Embassy Freights release of goods to Westcoast. Various email correspondence with counsel re: Embassy Freight email correspondence re: notice of lien on cargo. Email correspondence with counsel re: Tobii Design and Manufacturing Agreement termination letter.
9/22/2016	J.S.	3.50	Organize duties and supervise staff. Respond to dozens of emails - Customer service/warranty. Email exchange and phone conversations with Roman about various matters. Dealt with matters - packaging and pick-up of Xerox copiers. Dealt with matters - deliveries. Open and deal with all incoming mail. Add creditors to list. Email exchange with creditors. Call to Bell Canada to deal with disconnection notice for telephone service. Met with prospective purchaser of warehouse racking and showed him items for sale.
9/23/2016	A.R.	1.00	Reviewed and engaged in various email correspondence re: Jet Global delivery of goods to Westcoast. Email correspondence with R. Konovalov re: payment from Walmart. Email correspondence with counsel re: Datatech consent to sale and request for pricing.
9/23/2016	J.S.	2.00	Respond to dozens of customer service emails. Edit and organize all emails. Scan and save all documents to network. Email exchange with R. Konovalov. Voicemail and email to Richard Pinder with attached Proof of Claim regarding Shop.ca.
9/23/2016	R.K.	1.00	Communication with Jet Global in Hong Kong regarding the release of goods to Westcoast.
9/26/2016	A.R.	1.75	Engaged in various email correspondence with counsel re: Tobii termination letter. Review email correspondence from Sun Mobility Insurance and Claims Services Limited re: Jet Global and cargo release request;



<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			email correspondence to counsel re: same. Email correspondence with S. Lo re: Emdoor claim.
9/26/2016	J.S.	4.50	Respond to dozens of customer service emails. Prepared seven (7) termination letters and met with each employee to advise of termination of employments. Phone conversation with Service Canada and CRA regarding preparation of ROE's for employees retained by ZPI. Email exchange with ZPI staff regarding various matters. Responded to creditor enquiries, forwarded copies of Receiver's Report and blank proofs of claim. Organized staff responsibilities for the day and monitored periodically.
9/26/2016	R.K.	1.00	Typed Compensation letters to R. Sortino and G. Winter. Discussions with A. Rutman and J. Schincariol in regards to the Kobian Receivership.
9/27/2016	A.R.	2.50	Discussion with J. Schincariol re: various matters; review email correspondence from J. Schincariol re: Pitney Bowes order. Email correspondence with R. Konovalov re: Iproda's request for immediate payment. Review documentation re: Walmart and Home Hardware PO's. Email correspondence with counsel and R. Konovalov re: Receiver's Report.
9/27/2016	J.S.	1.50	Email exchange with Teresa of Kobian regarding ROE's. Email exchange with R. Konovalov regarding, assets, AR insurance, etc. Respond to several customer service emails. Edit and organize emails.
9/27/2016	R.D.	1.00	Banking administration. Update R&D.
9/27/2016	R.K.	3.00	Reviewed receivables. Submitted claim to Atradius for the Shop.ca. Reviewed inventory list and discussed with Kobian sales staff. Other Receivership related tasks.
9/28/2016	A.R.	1.50	Email exchange with R. Bengino re: book value of Walmart inventory. Review documentation re: goods held by Embassy; discussion with R. Konovalov re:

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			same. Review Iproda Notification; forward same to counsel. Review Sale Approval Order.
9/28/2016	J.S.	3.00	Responded to several emails - customer service and several phone calls. Email exchange with Richard Pinder re: Atradius Insurance AR. Email exchange/phone conversations with prospective purchasers of Kobian assets. Email exchange with Roman regarding several matters. Edit and organize emails. Draft letter for RMA returns.
9/28/2016	R.D.	0.25	Banking administration; update R&D.
9/28/2016	R.K.	3.50	Reviewed payroll. Communicated with creditors. Reviewed the Walmart payment to Kobian, discussed the sale of Inventory with R. Sortino, spoke to TGF in regards to the Walmart inventory sale. Discussions with A. Rutman in regards to the Kobian Receivership. Communication with transport company to ship merchandise to Walmart (Discussed the whole process). Sent invoices to Atradius in relation to Shop.ca. Memo to TGF in regards to the deliveries to Westcoast.
9/29/2016	A.R.	1.25	Email correspondence to S. de Lorenzi re: goods held by Embassy. Engaged in various calls with S. de Lorenzi and counsel. Email correspondence with counsel re: whether to serve motion material to Walmart and Home Hardware.
9/29/2016	J.S.	3.00	Phone conversation with staff at Kobian regarding mailing of RMA's, tally to be made and postage requirements. Responded to dozens of customer service emails. Reviewed Utility bills for accuracy and prepared cheque requisition forms for payment. Email exchange with Richard Pinder re: insurance claim - Shop.ca. Travel to Kobian to shut down office.
9/29/2016	R.D.	1.00	Banking administration. Update R&D.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
9/29/2016	R.K.	2.00	Reviewed receivables, discussed accounts with G. Winter. Spoke to TGF in regards to issuing demand letters.
9/30/2016	A.R.	2.00	Review factum and book of authorities. Email exchange with R. Bengino re: update on Westcoast. Review correspondence from Gowling re: Shenzhen Iproda claim; email correspondence to counsel re: same.
9/30/2016	J.S.	5.00	Sale of several items. Prepared receipts, collected cash, scanned and saved all to network. Prepare cheque requisition for cash from sale plus other AR received. Edited and re-signed affidavit of Bharat Jilka to add additional pertinent information. Phone conversation and email exchange with Canada Post regarding invoice received, break-down required pre/post receivership amount outstanding. Responded to numerous emails and several phone calls from customers. Email exchange with creditors.
9/30/2016	R.K.	1.50	Discussed deliveries with the transportation company. Reviewed fixed assets available for sale, discussed fixed assets with a potential buyer. Discussed Groupon AR balance with Trang (AR Manager).

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.



ONTARIO
SUPERIOR COURT OF JUSTICE

IN THE MATTER OF THE RECEIVERSHIP OF
KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.
OF THE CITY OF MARKHAM
IN THE REGIONAL MUNICIPALITY OF YORK
IN THE PROVINCE OF ONTARIO

BN 89573 8201 RT0001
CLIENT # 210562

INTERIM BILLING

INVOICE #41824

To: Professional services rendered in respect of the Court Appointed
Receivership of Kobian Canada Inc. and Thinkmax Technologies Inc.
from October 1, 2016 to October 31, 2016.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	31.25 hours @	\$600.00 per hour	\$ 18,750.00
R. Kononov	R.K.	47.50 hours @	\$225.00 per hour	\$ 10,687.50
J. Schincariol	J.S.	32.75 hours @	\$192.00 per hour	\$ 6,288.00
R. DaSilva	R.D.	6.75 hours @	\$190.00 per hour	\$ 1,282.50
				<u>\$ 37,008.00</u>
Miscellaneous disbursements (travel, telephone, courier, etc.)				\$ 640.45
				<u>\$ 37,648.45</u>
H.S.T.				\$ 4,894.30
				<u>\$ 42,542.75</u>
Total Balance Due				<u>\$ 42,542.75</u>



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
10/1/2016	R.K.	0.50	Conference call with Willkie, UK Lawyers.
10/2/2016	A.R.	0.50	Review draft email correspondence from Roy Alexander re: Westcoast shipment, various email exchange with R. Konovalov re: same.
10/3/2016	R.K.	2.50	Scheduled all Inventory deliveries. Reviewed A/R accounts with A/R staff. Communication with payroll provider in regards to T4s. Spoke to Freight forwarder in regards to the inventory, reviewed projected sales with sales staff.
10/3/2016	R.D.	0.75	Banking administration. Update R&D.
10/3/2016	J.S.	2.00	Prepare deposit sheet and make bank deposit. Respond to dozens of customer service emails. Phone conversations and email exchanges with several employees of Kobian re: ROE, asset disposition, RMA mailing. Phone conversations with CRA and Service Canada regarding payroll account, ROE's.
10/4/2016	R.K.	4.00	Conference call with lawyers in UK. Spoke to CRA regarding the payroll account. Communicated with Home Hardware, Mike Zuk. Reviewed Receivables with A/R staff, R/D update and review. Spoke to landlord, prepared cheques for Kinetsu to buy out inventory.
10/4/2016	R.D.	1.00	Banking administration. Update R&D.
10/4/2016	J.S.	1.50	Respond to numerous customer service emails. Email exchange with staff of Kobian regarding: RMA's, assets details regarding disposition. Email exchange with creditor regarding proof of claim. Printed and filed proof.
10/5/2016	A.R.	3.00	Attendance in Court. Conference calls with UK counsel. Calls with Thornton Grout Finnigan. Review various email correspondence from UK counsel and Thornton Grout Finnigan re: Westcoast and questions relating to R. Konovalov's witness statement. Engaged in various email correspondence re: UK counsel engagement letter.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			Review and execute Tobii termination letter; forward to counsel.
10/5/2016	R.K.	2.50	Conference call with UK Lawyers/Canadian Lawyers/A. Rutman in regards to goods at UK Port. Preparation of Inventory for the delivery to Walmart. Review of left over Inventory. Communication with Kintetsu and shipping company. Reviewed A/R accounts with Trang N. (A/R staff at Kobian).
10/5/2016	R.D.	0.50	Banking administration. Update R&D.
10/5/2016	J.S.	1.50	Phone conversation with several reps. at CRA regarding ZPI payroll account for Kobian. Phone conversation and email exchange with Teresa Kwan (payroll) of Kobian. Bank Reconciliation - August 2016. Re-format banking information. Respond to numerous customer service emails and a few phone calls.
10/6/2016	A.R.	1.00	Email correspondence with UK counsel re: draft letters to three shippers and a letter of response to Sun Mobility Insurance/Jet Global. Reviewed and engaged in various email correspondence with UK counsel and Thornton Grout Finnigan re: Westcoast/Embassy matters.
10/6/2016	R.K.	1.50	Review of Deliveries to Walmart. Contacts with prospects to buy inventory, communication with creditors, review of inventory sale process with sales staff.
10/6/2016	J.S.	1.00	Responded to numerous customer service emails. Phone conversation with customer regarding warranty, product issues. Email exchange with Teresa of Kobian regarding following up Service Canada approval for online ROE's. Phone conversation with Josie of Kobian regarding postage machine at Kobian and credit available with Pitney Bowes.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
10/7/2016	A.R.	1.50	Engaged in email correspondence with UK counsel re: Shenzhen Iproda and delivery of goods under bills of lading. Email correspondence with Shenzhen Auzmichain Electronics re: shipments. Review memorandum re: related party transactions; forward same to counsel. Discussions with R. Konovalov.
10/7/2016	R.K.	1.50	Review of staff activity, discussed what has to be done with a staff, meeting with FedEx representative.
10/7/2016	J.S.	1.00	Phone conversation with R. Lapczynski of Kobian and Josie Lombardi-Leone regarding posting of RMA's and arrangement for payment through Pitney Bowes. Respond to numerous customer service emails. Responded to emails from creditors with information and attachments. Received and entered proofs of claim.
10/10/2016	A.R.	0.75	Conference call with counsel and UK counsel. Email correspondence with counsel re: Datatech Intellectual Property Rights. Various email correspondence with counsel and R. Konovalov re: Westcoast/Embassy matter. Various email correspondence with R. Konovalov re: amounts owed to suppliers.
10/10/2016	R.K.	0.50	Conference call with lawyers in UK in regards to goods in transit to Westcoast.
10/11/2016	A.R.	2.75	Call with G. Moffat. Calls re: Westcoast. Reviewed and engaged in various email correspondence and conference call with counsel and R. Konovalov re: Westcoast, Embassy and Jet Global matters and resolution. Review email correspondence from Silicone Power re: unsecured claim. Various email correspondence re: Embassy's lien over cargo. Various email exchange with A. Roy re: Embassy. Reviewed final settlement offer to Westcoast; email correspondence to counsel re: same.
10/11/2016	R.D.	0.75	Banking administration. Update R&D.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
10/11/2016	J.S.	2.00	Phone conversation with R. Lapczynski, R. Konovalov and Property Manager of Kobian offices regarding burst pipe. Cheques requisition for payment of Occupation Rent. Email exchange with former employee of Kobian. Respond to numerous customer service emails. Email exchange with R. Konovalov regarding insurance; property damage. Email exchange with R. Konovalov and Richard Pinder regarding A/R loss claim - Shop.ca. Prepare deposit slip and deposit funds.
10/11/2016	R.K.	2.50	Reconciliation of the account with Home Hardware. Communication with Kobian creditors and other customers which are indebted to Kobian, Discussed goods at Kintetsu Mississauga with the representative, discussion with Atradius in regards to the claim Kobian has outstanding. Discussed Walmart sales with Ross Sortino, discussed upcoming deliveries to Walmart.
10/12/2016	J.S.	1.00	Deposit form prepared. Cheque Requisition prepared - Enbridge. Respond to numerous customer service emails. Phone conversations with customers regarding warranty, etc. Phone conversation with Pitney Bowes Representative - process to replenish postage machine quickly. Phone conversation with Marisa Chan, Hubb International - insurance re: burst pipe, deductible.
10/12/2016	R.K.	2.50	Communicated with TGF. Spoke to Hong Kong Vendors to settle the account. Communications with Westcoast.
10/13/2016	A.R.	2.00	Email correspondence with counsel re: Xerox contract. Email exchange with R. Konovalov re: Emdoor settlement agreement. Email exchange with M. Edmonson of TMTI re: update on Westcoast. Email exchange with Westcoast re: reconciliation amount. Engaged in various email correspondence with counsel re: Embassy/Emdoor and Westcoast settlement agreement. Email correspondence with J. Schincariol re: Silicon Power unsecured claim.
10/13/2016	R.D.	0.75	Banking administration. Update R&D.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
10/13/2016	J.S.	2.00	Respond to several dozen customer service emails. Phone conversation with customers regarding return of products. Pitney Bowes payment cheque produced and scanned and emailed to Pitney Bowes. Email exchange with John of Pitney Bowes regarding credit increase. Phone conversation with R. Lapczynski to have Josie replenish postage machine tomorrow and complete RMA mailing. Also discussed prospective purchasers arriving with cash to pick-up items. Follow-up email to RSM Richter (Trustee of Shop.ca) to request confirmation of acceptance of our proof of claim so that we may proceed with AR insurance claim.
10/13/2016	R.K.	3.00	Communication with Hong Kong suppliers of Kobian. Review of outstanding AR accounts. Communication with Kobian creditors, issued T4s, reconciliation of the Westcoast account. Conference call with A. Rutman.
10/14/2016	A.R.	2.00	Email correspondence with R. Konovalov re: Aimia receivable. Email correspondence to R. Konovalov re: various outstanding matters. Discussion with R. Konovalov re: meeting with landlord. Email correspondence and call with R. Konovalov re: Home Hardware reconciliation. Various email exchange with Alexander Roy re: Emdoor/Embassy/Westcoast settlement agreement.
10/14/2016	J.S.	2.00	Responded to numerous customer service emails. Responded to several voice mail messages regarding warranty issues. Phone conversations and email communication with R. Lapczynski of Kobian regarding items for sale and balance of RMA's being mailed out. Phone conversation with Greg French of Fedex in Buffalo regarding RMA package held to be released to customer. Edit and organize emails. Review sales offers and compare against Danbury estimates.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
10/14/2016	R.K.	2.50	Conference call with A. Rutman in regards to the Kobian Receivership (general overview). Spoke to transportation provider in regards to the Walmart deliveries to be shipped next week. Spoke to Vijay, in regards to the service being continued. Reviewed outstanding Inventory at Kobian. Followed up with A/R staff in regards to payments to Kobian.
10/17/2016	J.S.	1.50	Email exchange with Greg French of FEDEX - Buffalo. Left voice mail message for customer to send her address so tablet may be forwarded. Respond to numerous customer service emails. Forward documents to R. Lapczynski via email. Email exchange and phone conversation of R. Lapczynski of Kobian regarding posting T4's, items for sale, etc.
10/17/2016	R.D.	0.25	Banking administration. Update R&D.
10/17/2016	R.K.	2.50	Spoke to Ian Taylor in regards to the settlement with Home Hardware. Spoke to Mike Zuk in regards to the settlement of the account (Home Hardware buyer). Communication with the transportation company. Spoke to TGF in regards to the settlement with the Westcoast. Discussed with Kobian AR staff the following accounts: CTC, D/H, Groupon, Sears, and spoke to Richard Pinder. Spoke to Helder at Synnex in regards to the settlement of the account.
10/18/2016	J.S.	1.00	Respond to numerous customer service emails. Phone conversations with 3 employees of Pitney Bowes regarding cancellation of account and arrangement for pick-up of machine. Email exchange and phone conversation with Marisa Chan of Hubb Insurance regarding burst pipe and option of making a claim. Email exchange and phone conversations with various Kobian employees regarding T4's, items for sale, drop-off of RMA at post office, etc.
10/18/2016	R.D.	1.25	Banking administration. Update R&D.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
10/18/2016	R.K.	3.00	Discussed the sale of the Kobian merchandise to ATEN Technology. Discussion with Danbury Global in regards to the liquidation of left over inventory and fixed assets at Kobian. Completed Memo in relation to all related party transactions. Communicated with Kobian debtors in regards to the settlements. Communication with Loomis to pick up their belongings. Spoke to Tangentia in regards to the EDI system. Communicated with Atradius, Best Buy and Walmart matters (Ross Sortino), organized inventory pick up by the Walmart.
10/19/2016	A.R.	2.50	Email correspondence and discussion with R. Konovalov re: Groupon outstanding balance. Email correspondence and call with G. Moffat. Email correspondence with R. Konovalov re: correspondence from Embassy re: hold on IPRODA and Jingwah goods; various email exchange with Alexander Roy re: same. Call with S. de Lorenzi re: update.
10/19/2016	J.S.	1.50	Respond to numerous customer service emails. Scan and save 2016 Kobian T4's (pre-receivership earnings). Phone conversation with Avanelle - Manager at Pitney Bowes regarding account and returning of postage meter/machine. Phone conversation with CRA regarding Source Deduction Account (0002). Received remittance forms - appears SD have not been credited to the 0002 account. Requested statement of account for both 0001 & 0002 to determine what funds belong where. Edit and organize emails.
10/19/2016	R.K.	2.00	Communication with Synnex in regards to the settlement of the account (to schedule the appointment). Communication with the landlord. Communication with the company creditors. Discussion with Home Hardware re: account and the settlement of the account (discussed returns and when those will be sent back to Kobian), communication with the shipping company.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
10/20/2016	A.R.	1.75	Review related party amounts due and schedules. Engaged in various email correspondence and calls with G. Moffat re: same. Calls and email correspondence with R. Konovalov re: various outstanding issues. Review updated accounts receivable; call with R. Konovalov to review same and discuss update on Walmart purchase orders. Review email correspondence from G. Moffat re: Datatech being liable for certain MPEG royalties. Review amended MSR Agreement.
10/20/2016	J.S.	0.75	Respond to numerous customer service emails. Bank Reconciliation - two accounts - September 2016.
10/20/2016	R.D.	0.25	Banking administration. Update R&D.
10/20/2016	R.K.	3.00	Reconciled accounts receivable listing. Communication with customers to make payments to Kobian (those who refuses to speak to Kobian AR staff). Meeting with MSR in regards to the agreement to recover duties. Communication with TGF to finalize agreement between MSR and the Receiver of Kobian. Communication with creditors of Kobian.
10/21/2016	A.R.	1.25	Review email correspondence from Embassy re: IPRODA and Jingwah goods; email exchange with R. Konovalov re: same. Email exchange with G. Moffat re: Datatech's request to adjourn October 31st motion. Review various email correspondence re: Sears settlement. Review email correspondence re: QVC claim. Review various email correspondence re: Walmart claim.
10/21/2016	J.S.	1.00	Responded to numerous customer service emails. Email exchange and phone conversations with R. Lapczynski regarding sales, inventory, and documents required re: Atradius Insurance Claim - AR. Email exchange with Pritesh Patel of Richter regarding Kobian's Proof of Claim. Edit and organize dozens of emails.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
10/21/2016	R.K.	2.50	Walmart memo to sell additional inventory. Communication with Greg Winter in regards to the accounts outstanding and sale of existing inventory. Communication with Ross Sortino in regards to the sold product to Walmart. Review of Kobian Receivership related emails and responses.
10/22/2016	A.R.	0.75	Call with R. Konovalov re: various outstanding matters. Review and amend Walmart inventory sale memorandum; forward to R. Konovalov.
10/24/2016	R.D.	0.50	Banking administration. Update R&D.
10/24/2016	R.K.	3.00	Communication with ATEN technology to sell their inventory back to them. Sent revised memo to TGF in relation to Datatech, discussed MPEG Agreements with TGF. Communicated with MSR in regards to the completion of the agreement. Communicated with Tangentia in regards to the EDI system payment. Loomis picked up their machine, discussed with AR staff settlements of the accounts.
10/24/2016	J.S.	2.00	Respond to numerous customer service emails. Open and sort mail. Email exchange with R. Lapczynski of Kobian regarding shop.ca, Pitney Bowes, assets for sale, invoices payable, etc. Email exchange with prospective purchasers of fixed assets. Email exchange with Munsoor of Yale & Partners regarding Financial Statements.
10/25/2016	R.K.	2.00	Spoke to IT (Bharat Jilka) and discussed process to back up all Kobian data. Communicated with creditors and debtors of the Kobian Canada. Spoke to Westcoast in regards to purchasing product at Embassy. Reviewed left over inventory at Kobian.
10/25/2016	R.D.	0.25	Banking administration. Update R&D.



<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
10/25/2016	J.S.	1.50	Email received from interested party regarding purchase of Kobian's claim in the CCAA proceeding of Target Canada - Investigated situation to confirm that Kobian is on the list of creditors. Left voice mail message and sent email to Alvarez & Marsal regarding proof of claim. Received email response from Alvarez to advise that claim had been assigned. Prepared affidavit for Bharat regarding his review of the content of Mohit Kirpalani's personal computer. Responded to customer service emails. Email exchanges with several customers regarding their items.
10/26/2016	A.R.	1.00	Review email correspondence re: updates on Westcoast and Embassy shipments; discussion with R. Konovalov re: same. Review documentation re: revised Walmart proposal.
10/26/2016	J.S.	2.00	Email exchange with customers regarding their property, etc. Responded to numerous customer service emails. Received email from Yale & Partners with Thinkmax FS and T2's and Kobian T2's; scanned and saved all to network. Email exchange with R. Konovalov regarding requesting of financial statement for Kobian. Email exchange and phone conversations with Bell Canada and Purolator regarding invoices for services after commencement of Receivership. Edit and organize dozens of emails.
10/27/2016	A.R.	1.75	Call with G. Moffat. Email correspondence with R. Konovalov re: update on Westcoast and wire payment. Review updated accounts receivable schedule; email exchange with R. Konovalov re: update on Synnex. Email correspondence re: personal information on Mohit Kirpalani's computer. Email correspondence to Oren Frankl of EDC re: outstanding balance from Sears Holdings.
10/27/2016	J.S.	2.00	Respond to numerous customer service emails and voicemail messages. Email exchange with Munsoor Khan of Yale & Partners still trying to get copies of



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			financial statements for Kobian. Email exchange with R. Lapczynski regarding sale of assets.
10/28/2016	R.K.	4.00	Reviewed accounts receivable listing of not collected accounts, reviewed summary of the indebtedness due and from the Datatech provided by the Datatech representative. Contacted creditors of Kobian to make payments due. Discussed with sales staff the sale of the inventory. Discussed Receivership matters with A. Rutman.
10/28/2016	A.R.	3.00	Review various correspondence from Gowlings re: Shenzhen Iproda claim and request for information re: proof of claim process; provide response. Review correspondence from Datatech counsel re: reconciliation; various email exchange with R. Konovalov and G. Moffat re: same. Email correspondence re: scheduling meeting with Datatech and counsel.
10/28/2016	J.S.	2.50	Email exchange with R. Konovalov regarding customer service and warranty issues including new arrangements for those who purchased tablets in UK. Responded to dozens of emails (UK residents) to advise them they may be entitled to continued support and warranty. Responded to several UK residents who were awaiting the return of their items. Edited and organized emails.
10/30/2016	A.R.	2.50	Review email correspondence and documentation from R. Konovalov re: review and comparison of the sum due from/to Datatech. Review updated accounts receivable; discussion with R. Konovalov re: same. Draft memorandum re: Westcoast receivable.
10/31/2016	J.S.	3.00	Respond to numerous customer service emails. Respond to several customer service phone calls. Prepared demand letters, include statements and Court Order; scan and save. Re-format RMA log so it is easier to reference.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
10/31/2016	R.K.	2.00	Communicated with Suppliers in China (Iproda). Communicated with DBS bank. Communicated with Freight forwarder (Embassy). Spoke to FedEx lawyer in regards to the goods located in Mississauga. Spoke to the FedEx facility to setup appointment to reviewed merchandise available. Other communications with creditors and debtors to collect funds outstanding. Discussed with Ross Sortino the PO from the Walmart.
10/31/2016	A.R.	3.25	Engaged in various email correspondence with counsel re: meeting with Datatech. Further review of Datatech material; discussion with R. Konovalov; forward to counsel. Email exchange with R. Konovalov re: DBS bank contact. Various email exchange with R. Konovalov Iproda correspondence re: shipment of goods and payment thereof. Email exchange with R. Konovalov re: update on Westcoast payment. Review and amend memorandum re: Westcoast receivable; review various documentation.
10/31/2016	R.D.	0.50	Banking administration. Update R&D.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.



ONTARIO
SUPERIOR COURT OF JUSTICE

IN THE MATTER OF THE RECEIVERSHIP OF
KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.
OF THE CITY OF MARKHAM
IN THE REGIONAL MUNICIPALITY OF YORK
IN THE PROVINCE OF ONTARIO

BN 89573 8201 RT0001
CLIENT # 210562

INTERIM BILLING

INVOICE #41837

To: Professional services rendered in respect of the Court Appointed
Receivership of Kobian Canada Inc. and Thinkmax Technologies Inc.
from November 1, 2016 to November 30, 2016.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	27.00 hours @	\$600.00 per hour	\$ 16,200.00
N. Jung	N.J.	0.50 hours @	\$430.00 per hour	\$ 215.00
R. Konovalov	R.K.	41.50 hours @	\$225.00 per hour	\$ 9,337.50
J. Schincariol	J.S.	21.00 hours @	\$192.00 per hour	\$ 4,032.00
R. DaSilva	R.D.	11.50 hours @	\$190.00 per hour	\$ 2,185.00
				<hr/>
				\$ 31,969.50
Miscellaneous disbursements (travel, telephone, courier, etc.)				\$ 324.00
				<hr/>
				\$ 32,293.50
H.S.T.				\$ 4,198.16
				<hr/>
Total Balance Due				\$ 36,491.66



Page 2

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
11/1/2016	R.D.	1.75	Banking administration. Update R&D. Review various documentation re: Westcoast memorandum; discussion with A. Rutman re: same.
11/1/2016	J.S.	2.00	Reconcile occupation costs - electricity; email exchange and phone conversation re: previous bills. Prepare cheque requisitions - 3 accounts. Print various documents for meeting re: Datatech. Respond to numerous customer service emails. Reviewed Proof of Claim - CRA - HST. Left message to call for CRA representative re: details of balance.
11/1/2016	A.R.	3.50	Meeting with counsel and Datatech. Further review and amendment to Westcoast accounts receivable memorandum. Various email correspondence with counsel re: Datatech meeting. Email exchange with S. de Lorenzi and G. Moffat re: Westcoast matter. Email exchange with R. Bengino re: list of undertakings provided to Datatech.
11/1/2016	R.K.	3.00	Meeting with Thornton Grout Finnigan and Datatech. Prepared documents for the meeting at TGF.
11/2/2016	R.D.	0.75	Prepare analysis of ZPI fees re: Westcoast matter.
11/2/2016	J.S.	1.25	Prepare Affidavit for Teresa Kwan, Kobian employee, and forward same to Roman for their signatures. Email exchange and phone conversation with Purolator regarding two invoices. Verified balance owing and prepared cheque requisition. Respond to several customer service emails.
11/2/2016	A.R.	2.00	Further review and amendments to Westcoast memorandum. Email correspondence and call with G. Moffat re: UK legal invoice. Email correspondence to UK counsel re: invoice and services to date. Call with R. Konovalov re: Westcoast; review and amend memorandum. Review fee analysis re: Westcoast.
11/2/2016	R.K.	2.00	Reviewed letters to Accountant and Best Buy prepared by TGF. Reviewed GL account associated with the Datatech indebtedness including related accounts (the flow of transactions). Followed up with Kobian debtors in terms of paying to Kobian sums outstanding.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
11/3/2016	R.D.	2.00	Banking administration. Update R&D. Amended time analysis re: Westcoast matter.
11/3/2016	A.R.	2.25	Email correspondence to G. Moffat re: UK amended legal invoice; review same. Draft report to National Bank. Review Datatech documentation and outstanding amount; discussion with R. Konovalov re: same. Email correspondence with R. Konovalov re: update on Synnex. Review draft correspondence to MPEG; email correspondence to counsel re: same. Email correspondence with R. Konovalov re: GMS payment to Hipstreet HK limited.
11/3/2016	J.S.	2.00	Reconcile Enbridge accounts payable and prepare cheque requisitions. Respond to numerous customer service emails. Phone conversation with AR rep from Power Stream; updated c/o address and advised payments processed November 1, 2016. Updated WEPP schedule with final payments and calculated Super Priority amounts.
11/3/2016	R.K.	2.50	Reviewed information provided by Datatech in regards to its indebtedness. Inspected inventory at FedEx warehouse.
11/4/2016	A.R.	0.50	Review correspondence from CRA re: HST outstanding; email correspondence and discussion with R. Konovalov re: same.
11/4/2016	R.K.	1.00	Operating activities in terms of Kobian operation, reviewed staffing and staff activities, followed up with AR clerk in regards to AR accounts, followed up in terms gathering and organizing information.
11/7/2016	J.S.	3.00	Respond to customer service emails. Email exchange with R. Lapczynski regarding cancelling of Customer Service email forward - cancellation and new wording for auto message. Email exchange and phone conversations with R. Konovalov regarding, WEPP super priority amounts; forwarding copies of executed Commission Letters, Ross and Gregory; insurance policy extension and specific needs regarding amount of continued coverage for various types of coverage and what to let lapse. Reviewed policy summary - all policies. Phone conversation and email exchange with Madonna Law of Hub International regarding 30 day extension - insurance policies.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			Scan and save executed copy of Affidavit of Teresa Kwan, MSR Agreement.
11/7/2016	A.R.	1.25	Email correspondence to counsel re: Westcoast memorandum. Email correspondence to counsel re: fees relating to Westcoast matter. Discussion with R. Konovalov re: outstandings and matters relating to updated report to National Bank.
11/7/2016	R.D.	0.75	Banking administration. Update R&D.
11/7/2016	R.K.	2.00	Reviewed and revised Receivership progress Report to HSBC. Contact with clients of Kobian in terms of repair and warranty. Reviewed AR listing and R/D to date. Spoke to Synnex in regards to the upcoming meeting. Reviewed Home Hardware account. Spoke to former employee of Kobian in regards to Hipstreet brand name.
11/8/2016	J.S.	1.50	Phone conversations with several Roger's customer service representatives in an effort to get internet services reinstated. Letter to Rogers with Certificate of Filing of Receivership. Email to another rep with Receivership Order. Need to get Bharat Jilka to add me as an authorized contact person. Email exchange and phone conversations with R. Lapczynski to arrange with Bharat.
11/8/2016	A.R.	2.00	Email correspondence with Graham Lane of Willkie Farr re: amended invoice. Further review and amendments to Westcoast memorandum.
11/8/2016	R.K.	2.00	Meeting with Synnex to settle account. Meeting with Trang and Greg to discuss Synnex account at Zeifmans. Communicated with other company debtors. Followed up with Wilkie in terms of payment of the settlement amount from Westcoast.
11/9/2016	A.R.	3.25	Further review of report to National Bank and schedules; amendments to same. Various discussions and email correspondence with R. Konovalov re: report. Discussion with S. de Lorenzi. Email correspondence with G. Moffat re: Westcoast memorandum.



Page 5

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
11/9/2016	R.D.	0.25	Banking administration. Update R&D.
11/9/2016	R.K.	3.00	Organized all Appendixes and all documents to support progress Receivership Report to NBC.
11/9/2016	J.S.	1.25	Email exchange and phone conversation with Roxanne at Rogers regarding re-instating internet service. Credit card payment made to cover outstanding balance. Cheque requisition for payment to AAR for credit card payment. Email exchange with staff at Kobian to advise of resolution of internet stoppage and required action to restore. Received Proof of Claim from employee. Email exchange and phone conversation regarding late WEPP application and how to try to resolve. Phone conversation with Sean at Service Canada.
11/10/2016	A.R.	1.50	Email correspondence and call with counsel re: Westcoast memorandum. Review counsel's amendments to memorandum.
11/10/2016	R.K.	2.00	Discussed Shop.ca claim with Attridius. Discussed upcoming payroll with Teresa K. Reviewed updated Westcoast memorandum. Followed up with Ross in regards to the inventory sale, potential PO from the Walmart. Reviewed warehouse Inventory and spoke to Danbury.
11/10/2016	J.S.	1.00	Email exchange with Madonna Law of Hub International regarding insurance coverage, extension, etc. Phone conversation with customers regarding various product and warranty issues. Received two letters from customers regarding various product and warranty issues. Email exchange and phone conversations with R. Lapczynski regarding various matters; Fed ex package scan, insurance, inventory, assets, etc.
11/11/2016	A.R.	1.50	Discussion with R. Konovalov re: amendments to Westcoast memorandum and Executive Summary. Review and amend Executive Summary; forward draft to counsel.
11/11/2016	R.K.	1.00	Reviewed letter from TGF to Datatech (correction and discussed changes with Rachel B). Reviewed Westcoast memo and schedules.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
11/14/2016	R.D.	1.00	Banking administration. Update R&D.
11/14/2016	A.R.	0.75	Review amendments to Westcoast memorandum and Executive Summary; discussion with R. Konovalov re: same.
11/14/2016	J.S.	1.00	Email exchange with Madonna Law of Hub International to get premium amount for insurance extension. Prepared cheque requisition and send via courier. Email exchange with Teresa Kwan of Kobian. Confirmed balance outstanding regarding Source Deductions. Cheque requisition to pay CRA.
11/14/2016	R.K.	2.00	Finalized Westcoast Memo and Executive Summary.
11/15/2016	A.R.	1.25	Review amendments to Westcoast memorandum; discussions with R. Konovalov re: same. Further amendments and finalization of memorandum; forward same to S. de Lorenzi and counsel.
11/15/2016	J.S.	1.50	Cheque requisition - internet services. Phone conversation and letter to CRA regarding transfer of source deduction credits from RP0001 to RP0002. Phone conversation with Roman K regarding payroll deductions and usage of RP0002 account. Received follow-up letter from CRA - regarding HST outstanding. Left message to call for Victor Tobar to obtain Property Proof of Claim.
11/15/2016	R.K.	2.00	Communicated with creditors and liquidators, spoke to TGF in regards to the ongoing matters, met prospect buyers to buy Kobian inventory at premises, spoke to Synnex liquidation division and Best Buy.
11/16/2016	J.S.	0.50	Email exchange with Roman regarding documents he required - MSR agreement & source deductions remittances.
11/16/2016	R.K.	1.50	Reviewed email communications with creditors and debtors, spoke to MSR in regards to the commodity tax refund, spoke to TGF in regards to the agreements with MSR, reviewed payroll and consulting invoices, spoke to landlord in regards to the lease expiry.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
11/17/2016	R.D.	1.00	Banking administration; update R&D.
11/17/2016	A.R.	1.25	Engaged in call with G. Moffatt. Call with J. Wigley; forward Appointment Order.
11/17/2016	J.S.	1.00	Bank Reconciliation - CAD & US Accounts - October 2016.
11/18/2016	A.R.	0.75	Review and execute Gardiner Roberts engagement letter re: security opinion. Email exchange with R. Konovalov re: Fry's settlement.
11/18/2016	R.K.	2.00	Fry's settlement memo; release sent to Fry's. Communicated with Liquidators. Contacted debtors and creditors.
11/21/2016	R.K.	2.00	Communicated with Fry's to settle the account, communicated with other creditors, communicated with shipping company, met Disposal company at Kobian location, followed up with Ross in terms of payment from Walmart, followed up with D & H, Synnex, and other debtor, reviewed AR Listing.
11/21/2016	A.R.	0.75	Call and email correspondence with R. Konovalov re: update on various accounts receivable and matters relating to premises and storage.
11/21/2016	J.S.	0.50	Respond to creditor emails. Translate product descriptions - English to French for Walmart online information in anticipation of getting Purchase Orders from Walmart.
11/21/2016	R.D.	0.25	Banking administration.
11/22/2016	R.K.	1.50	Finalized agreement with MSR Group, communications with debtors and creditors, communication with liquidator in regards to the sale of equipment and furniture.
11/22/2016	A.R.	0.50	Email exchange with J. Schincariol re: unsecured claim of Silicon Power. Email correspondence to Silicon Power. Email correspondence with R. Konovalov re: update on various matters.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
11/22/2016	J.S.	3.00	Review stacks of mail received from Canada Post that was stock-piled due to locked office door. Add several creditors to list. Reviewed invoices for Bell Canada, Rogers, Millar Waste, Pitney Bowes, Allstream and requisitioned payments, where applicable or contacted creditor for information or clarification. Responded to several customers who tracked me down (even though emails are no longer forwarded). Email exchange with R. Lapczynski of Kobian regarding several matters throughout the day.
11/23/2016	R.K.	1.00	Communicated with debtors, followed up with Trang in terms of account reconciliations for the selected debtors. Followed up with Kobian warehouse staff in regards to the inventory being delivered to 3rd party location.
11/23/2016	J.S.	1.00	Translate English to French for product descriptions - Purchase Orders - Walmart - balance of inventory. Email exchange with R. Lapczynski of Kobian and R. Konovalov of Zeifmans.
11/24/2016	R.K.	2.00	Met with the Inventory Purchaser, sold none brand name keyboards. Met with Best 4 Less to sell computers and telecommunications equipment. Discussed Walmart PO's with Ross. Met with Bharat to discuss back up procedures of the system. Communicated with potential purchasers of the Forklifts. Followed up on other Receivership and closing matters. Spoke to Liquidators (Danbury).
11/24/2016	A.R.	0.75	Discussion with R. Konovalov re: outstanding issues. Review correspondence from R. Hine re: Skycap claim; forward to counsel. Email exchange with R. Konovalov re: status of tax returns.
11/24/2016	J.S.	0.50	Prepare Termination letters for two employees. Email exchange with R. Konovalov of Zeifmans. Email exchange and phone conversation with Michelle of Bell Canada regarding invoice outstanding.
11/24/2016	R.D.	0.50	Banking administration. Update R&D.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
11/25/2016	R.K.	1.50	Communicated with CRA in regards to RT Account, Payroll, Documents for MSR. Reconciled documents in regards to Skyscap.
11/25/2016	A.R.	0.75	Email exchange with R. Konovalov re: Robert Hine correspondence re: Skyscap claim and compilation of documents. Review legal bill of costs.
11/28/2016	R.K.	1.50	Reviewed Inventory to be shipped to third party warehouse, visited and inspected third party warehouse. Produced termination letters to the remaining staff.
11/28/2016	R.D.	0.75	Banking administration. Update R&D.
11/28/2016	A.R.	1.00	Review tax returns; discussions with N. Jung re: same. Review draft response to Robert Hine re: Skyscap claim and preservation notice. Email correspondence with R. Konovalov re: sale of equipment.
11/29/2016	R.K.	3.00	Matters re: closing location, shipped remaining Inventory to offsite location, concluded the sale of the equipment and furniture. Communicated with Synnex in regards to the settlement of the account, discussed letters to be issued to service companies with Rosa DaSilva.
11/29/2016	R.D.	2.50	Banking administration. Draft various letters to utility companies re: ceasing premises and closing accounts; email letters. Draft letter to landlord.
11/29/2016	A.R.	1.00	Email correspondence and call with S. de Lorenzi re: correspondence from R. Hine re: preservation notice of records and update on various other matters. Review landlord letter re: ceasing premises. Discussion with R. Konovalov re: update on various matters.
11/30/2016	R.K.	3.00	Matters re: closing location, removing files, supervising of the loading of the equipment and furniture to the Purchaser, meeting with a landlord, supervised shipment of computers and telecommunication equipment to the Purchaser.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
11/30/2016	A.R.	0.50	Email correspondence and discussion with R. Konovalov re: storage of files, Walmart funds and matters relating to ceasing premises. Email exchange with N. Jung re: amended returns.
11/30/2016	N.J.	0.50	Prepare 2015 amended T2.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

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ONTARIO
SUPERIOR COURT OF JUSTICE

IN THE MATTER OF THE RECEIVERSHIP OF
KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.
OF THE CITY OF MARKHAM
IN THE REGIONAL MUNICIPALITY OF YORK
IN THE PROVINCE OF ONTARIO

BN 89573 8201 RT0001
CLIENT # 210562

INTERIM BILLING

INVOICE #41846

To: Professional services rendered in respect of the Court Appointed
Receivership of Kobian Canada Inc. and Thinkmax Technologies Inc.
from December 1, 2016 to December 31, 2016.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	15.25 hours @	\$600.00 per hour	\$	9,150.00
N. Jung	N.J.	1.50 hours @	\$430.00 per hour	\$	645.00
R. Konovakov	R.K.	15.25 hours @	\$225.00 per hour	\$	3,431.25
B. Rutman	B.R.	1.25 hours @	\$200.00 per hour	\$	250.00
J. Schincariol	J.S.	14.50 hours @	\$192.00 per hour	\$	2,784.00
R. DaSilva	R.D.	7.00 hours @	\$190.00 per hour	\$	1,330.00
D. Graham	D.G.	0.25 hours @	\$65.00 per hour	\$	16.25
				\$	17,606.50
Miscellaneous disbursements (travel, telephone, courier, etc.)				\$	9.71
				\$	17,616.21
H.S.T.				\$	2,290.11
Total Balance Due				\$	19,906.32



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
12/1/2016	A.R.	0.50	Reviewed and engaged in various email exchange with G. Moffat re: Datatech Intellectual Property Rights. Email correspondence with R. Konovalov re: financials and update on Synnex and Walmart.
12/1/2016	R.D.	1.00	Banking administration. Update R&D.
12/2/2016	A.R.	0.75	Email exchange with counsel re: cancellation of Xerox contract. Email exchange with counsel re: Datatech Intellectual Property Rights.
12/5/2016	A.R.	0.75	Discussion with R. Konovalov re: update. Review email correspondence from counsel re: SkyCap v. DataTech claim and relevance of Kobian's books and records.
12/5/2016	R.D.	0.25	Banking administration. Update R&D.
12/6/2016	A.R.	0.75	Review email correspondence from R. Lapczynski re: prepaid and other AR Write-offs; email exchange with R. Konovalov re: same. Review various email correspondence from R. Sortino re: Walmart post audit claim.
12/6/2016	J.S.	2.00	Edit and sort emails. Respond to several emails and voice mail messages. Open, sort and action all mail.
12/6/2016	R.D.	0.50	Banking administration. Update R&D.
12/6/2016	R.K.	1.50	Followed up on remaining accounts receivables which are indebted to Kobian. Reviewed Walmart inventory and PO. Discussed PO with the Sales person. Spoke to TGF in regards to the outstanding matters (Sears, Yale Partner, Best Buy, etc.).
12/7/2016	J.S.	2.50	Spoke with Avanelle at Pitney Bowes to arrange pick-up of postage machine. Spoke with 3rd party - Mackie Moving Systems to schedule pick-up. Prepared letter to Pitney Bowes and mailed with cheque. Spoke with Miller Waste to arrange pick-up of garbage bin and forward to us final billing. Verified all invoices received



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			to date have been paid. Edit and organize emails. Email exchange with R. Konovalov regarding several matters.
12/8/2016	A.R.	1.50	Review email correspondence re: Walmart post audit claim. Review Best Buy returns reserve calculation; email exchange with R. Konovalov re: same. Review correspondence from counsel to BLG re: Datatech claim.
12/8/2016	J.S.	0.50	Met with representative of Mackie Delivery Services regarding pick-up of postage machine. Released machine.
12/8/2016	R.D.	0.75	Banking administration. Update R&D.
12/9/2016	A.R.	0.50	Email correspondence with J. Wigley re: update on opinion letter; email correspondence to G. Moffatt re: same and providing Bank security documents.
12/12/2016	A.R.	1.00	Review draft correspondence to D. Ullman re: Datatech addressing the claims made against the Receiver; email exchange with counsel and R. Konovalov re: same.
12/12/2016	R.D.	0.50	Banking administration. Update R&D.
12/13/2016	A.R.	0.75	Review correspondence from R. Sortino re: PO for Walmart Online; email correspondence and call with R. Konovalov re: same. Call with G. Moffat.
12/13/2016	J.S.	1.50	Respond to letter received from creditor. Added several creditors to list. Reviewed and verified invoices for payment. Bank Reconciliation - Canadian & USD accounts - November 2016.
12/14/2016	A.R.	0.50	Call with R. Konovalov re: update on various matters. Review correspondence from R. Konovalov re: Tangentia payment.
12/14/2016	B.R.	1.00	Enter in 2015 information to caseware from pdf, record adjusting entries, format financial statements.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
12/14/2016	R.K.	1.50	Administrative work in terms of files delivered to Zeifmans. Followed up on emails with A/R's; discussed with Tangentia the payment for the usage of the system to invoice Walmart, discussed the Synnex Account with Synnex Staff.
12/15/2016	A.R.	0.50	Email correspondence with N. Jung re: amended returns.
12/15/2016	B.R.	0.25	Assistance in preparation of Kobian financial statements.
12/15/2016	J.S.	1.00	Reviewed correspondence/invoices received and actioned accordingly. Phone conversation with creditor requesting documents. Emailed documents.
12/15/2016	R.D.	1.50	Banking administration. Update R&D.
12/15/2016	R.K.	1.00	Reviewed outstanding payments to former Kobian staff and transportation company, reorganized Kobian files delivered to the Receiver's office.
12/16/2016	A.R.	1.75	Email correspondence with S. de Lorenzi re: update on disposition. Email correspondence with R. Konovalov re: amended 2015 return. Review correspondence from R. Konovalov re: write-off of prepaids and other accounts receivable. Review various email correspondence re: Synnex reconciliation; email exchange with R. Konovalov re: same. Email correspondence with J. Wigley re: bank security documents.
12/16/2016	J.S.	1.00	Review invoices regarding occupation costs. Made several calls to request final billing. Reviewed and organized mail.
12/16/2016	R.K.	1.25	Communication with transportation company; communication with Home Hardware in terms of the account settlement; communication with Tangentia to restore invoicing system; communication with FedEx and D&H to settle both Canadian and US account. Briefly reviewed Synnex reports provided to the Receiver in terms of its indebtedness to Kobian.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
12/19/2016	A.R.	2.00	Calls with R. Konovalov. Review Gardiner Roberts correspondence re: Bank's security opinion; email correspondence and call with G. Moffat re: same. Email correspondence to N. Jung re: filing of amended 2015 return. Email correspondence with S. de Lorenzi re: non-payment of premiums for Manulife life insurance policy; call with R. Konovalov re: same.
12/19/2016	D.G.	0.25	File returns.
12/19/2016	N.J.	1.50	Prepare amended T2 for 2015.
12/19/2016	R.D.	1.00	Banking administration. Update R&D.
12/19/2016	R.K.	2.00	Memo for the remaining inventory sale to Walmart. Spoke to Tangentia to make sure EDI system is fully operative. Spoke to Projectline in regards to the payment for the SAP system.
12/20/2016	A.R.	1.25	Call with G. Moffat. Various email correspondence and call with R. Konovalov re: payment of hosting services invoice. Review legal Fourth Bill of Costs. Review email correspondence from R. Bengino and R. Konovalov re: RCAP Lease and pick up of equipment.
12/20/2016	J.S.	4.00	Box and inventory company records for storage.
12/20/2016	R.D.	0.50	Banking administration. Update R&D.
12/20/2016	R.K.	1.50	Discussed memo to sell inventory with TGF. Finalized payment to ProjectLine for 1 year renewal for the user (SAP system); discussed with Bharat Jilka to shut down the site. Communicated with A/R's still indebted to Kobian (HHW, Synnex).
12/21/2016	A.R.	0.50	Email exchange with R. Konovalov re: various Walmart payments. Email correspondence with Frankl Oren and R. Konovalov re: outstanding Fry's Electronics Inc. receivables.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
12/21/2016	R.K.	1.00	Spoke to Trang to reconcile Synnex account and Walmart; reconciled HHW account and communicated reconciliation to HHW (Mike Zuk); spoke to MSR Commodity in regards to the process to get the refund.
12/22/2016	A.R.	0.25	Review email correspondence from EDC and R. Konovalov re: outstanding receipts.
12/22/2016	R.D.	0.25	Update R&D.
12/22/2016	R.K.	1.25	Communication with EDC in regards to none settled accounts. Spoke to payroll company in regards to the information to produce T4's and ROE's. Spoke to CRA in regards to the HST account, final payroll print out. Communication with Amazon in regards to the debt owed; email communication with Sri in regards to his ROE and T4. Communication with Synnex.
12/23/2016	R.K.	1.00	Email communication with the debtors of Kobian (D&H/ Synnex/ Best Buy/ HHW/ Amazon), conference call with Staples in regards to the account.
12/28/2016	A.R.	1.00	Review correspondence from Blaney McMurtry re: Datatech license; call with G. Moffat re: same. Call with R. Konovalov. Review correspondence from counsel re: Datatech issue. Review email correspondence from R. Konovalov re: Synnex settlement.
12/28/2016	R.K.	1.50	Spoke to Trang to reconcile Walmart account in accordance with the latest payment, payment received by National bank; communication with D&H (Director of Purchasing); Synnex; Best Buy in regards to the sums owed to Kobian. Spoke to Trang to reconcile and invoice Synnex in accordance with the inventory sold to the out of consignment; spoke to Tangentia in regards to the system technical problem.
12/29/2016	A.R.	0.50	Engaged in email correspondence and call with R. Konovalov re: Synnex settlement.
12/29/2016	A.R.	0.50	Call with G. Moffat.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
12/29/2016	J.S.	1.00	Email exchange with former employees. Mailed two final cheques. Reviewed invoices and prepared cheque requisitions.
12/29/2016	R.D.	0.75	Banking administration. Update R&D.
12/29/2016	R.K.	1.25	Followed up with Projectline support to make sure that system is fully functional and restored. Spoke to CRA about HST to be filed by the Receiver. Spoke to Synnex to pick up partial payment. Communicated with Aldo from Synnex in terms of account settlement.
12/30/2016	J.S.	1.00	Copy cheques and mail out. Copy cheque and make bank deposit. Organize and inventory and pack documents in banker's boxes for storage.
12/30/2016	R.K.	0.50	Spoke to D&H in regards to the debt owed to Kobian.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

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ONTARIO
SUPERIOR COURT OF JUSTICE

IN THE MATTER OF THE RECEIVERSHIP OF
KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.
OF THE CITY OF MARKHAM
IN THE REGIONAL MUNICIPALITY OF YORK
IN THE PROVINCE OF ONTARIO

BN 89573 8201 RT0001
CLIENT # 210562

INTERIM BILLING

INVOICE #41854

To: Professional services rendered in respect of the Court Appointed
Receivership of Kobian Canada Inc. and Thinkmax Technologies Inc.
from January 1, 2017 to January 31, 2017.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	17.50 hours @	\$600.00	per hour	\$	10,500.00
R. Konovalov	R.K.	22.50 hours @	\$225.00	per hour	\$	5,062.50
B. Rutman	B.R.	8.25 hours @	\$200.00	per hour	\$	1,650.00
J. Schincariol	J.S.	10.00 hours @	\$192.00	per hour	\$	1,920.00
R. DaSilva	R.D.	6.00 hours @	\$190.00	per hour	\$	1,140.00
					\$	20,272.50
Miscellaneous disbursements (travel, telephone, courier, etc.)					\$	413.81
					\$	20,686.31
H.S.T.					\$	2,689.22
Total Balance Due					\$	23,375.53



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
1/3/2017	A.R.	1.00	Email correspondence with J. Schincariol re: Manulife insurance policy; email correspondence to S. de Lorenzi re: same. Call with G. Moffat. Call with R. Konovalov.
1/3/2017	R.K.	1.00	Communicated with Best Buy in terms of the debt owed to Kobian. Spoke to a former staff of Kobian to meet on Friday. Reviewed TGF letter to Sears.ca.
1/4/2017	A.R.	0.50	Email correspondence with J. Wigley re: security opinion. Review email correspondence from R. Konovalov re: update on Synnex account.
1/4/2017	J.S.	1.00	Scanned notification & amended T4 slip from CRA. Email to Teresa - former Kobian payroll person for mailing address. Scanned and saved 3 employee termination letters. Continue organizing and packing company records.
1/4/2017	R.K.	1.00	Reviewed files delivered to Zeifmans office and located required documents.
1/5/2017	A.R.	1.00	Review various email correspondence from R. Konovalov re: Best Buy account. Discussion with R. Konovalov re: update on various matters.
1/5/2017	J.S.	1.00	Continue editing, organizing and boxing company records.
1/5/2017	R.K.	1.25	Email communication with Best Buy regarding the indebtedness to Kobian. Email communication with Home Hardware in regards to the indebtedness to Kobian. Email communication with D&H in regards to the indebtedness to Kobian. Spoke to TGF in regards to D&H. Contacted Staples Rep. and Shopping Channel.
1/6/2017	J.S.	1.00	Dealt with several utility companies regarding calculation and payment of final bills. Cheque requisitions for payments.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
1/6/2017	R.K.	2.50	Met former AP clerk to discuss MSR group requested documents. Met former CFO to discuss 2016 financial statements (Trial balance, Inventory write off, other assets write off). Conference call with Best Buy representatives in terms of payment to Kobian.
1/9/2017	A.R.	0.50	Call with G. Moffat. Call with R. Konovalov re: update on various matters.
1/9/2017	J.S.	1.00	Confirmation of final balance outstanding of Allstream account - Occupation cost. Cheque requisition for payment. Complete WSIB Reconciliation (until August 10, 2016) and fax to WSIB. Scan and save to network.
1/9/2017	R.K.	1.25	Communicated with Staples in regards to the settlement with Synnex. Communicated to other debtors to Kobian to settle sums (D&H to settle USD side, Amazon, HHW, and Best Buy). Contacted Kobian Payroll processor to issue T4s and ROEs.
1/10/2017	A.R.	1.75	Engaged in various email correspondence with counsel re: Ministry of Labour correspondence re: employee unpaid wages; further email correspondence with staff re: same.
1/10/2017	J.S.	1.00	Email exchange with former Kobian employee to obtain address of former employee. Prepared letter and sent with amended 2016 T4 received from Canada Revenue Agency. Scanned and saved all to network. Email replies to creditor enquiries. Email exchange with MSR to arrange pick-up of boxes. Phone conversation and email exchange with Enbridge customer service to obtain final bill.
1/10/2017	R.K.	1.50	Started to build a list of all claims not disclosed to bank against A/Rs. Communicated and discussed indebtedness to the Shopping Channel with Bill Minna. Spoke to Synnex in regards to their account indebtedness to Kobian and Staples. Spoke to MSR group to pick up documents from Zeifmans. Spoke to



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			Bharat Jilka to start to back up emails for the former employees.
1/11/2017	A.R.	0.75	Review Ministry of Labour summary of WEPPA claim; email correspondence with J. Schincariol re: same. Email correspondence with counsel re: Datatech license agreement.
1/11/2017	J.S.	1.00	Organize, inventory and box company records. Email exchange with service providers (occupation costs) regarding final invoices.
1/11/2017	R.K.	1.00	Settled with D&H. Finalized and reviewed agreements between Staples and Kobian in terms of rebate, discussed this rebate with Greg Winter. Spoke to Rachel in regards to Sears Canada to issue one final demand letter.
1/12/2017	A.R.	0.75	Call with G. Moffat. Review various email correspondence from L. Ellis and G. Moffat re: Ministry of Labour claim and unpaid employee wages.
1/12/2017	R.D.	0.50	Banking administration. Update R&D.
1/12/2017	R.K.	1.00	Followed up with payroll company in terms of T4s and ROEs. Discussed Datatech letter with TGF in regards to computer server. Spoke to Synnex in regards to the settlement.
1/13/2017	A.R.	2.50	Email correspondence with Michele Lee re: Silicon Power unsecured claim. Engaged in various email correspondence with counsel re: response to Ministry of Labour re: employee claim and unpaid wages. Engaged in various email correspondence with J. Schincariol re: Ministry of Labour-Director Order to Pay employee claim and WEPPA. Review email correspondence from G. Moffat re: Datatech consent to the Walmart sale; call with R. Konovalov re: same.
1/13/2017	R.K.	1.00	Conference call with Best Buy in regards to the indebtedness to Kobian.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
1/16/2017	A.R.	0.50	Call with R. Konovalov re: update. Review email correspondence from J. Schincariol re: Amended Trustee Form re: WEPPA.
1/16/2017	J.S.	0.50	Bank Reconciliation - December 2016 - Canadian & US Accounts.
1/16/2017	R.D.	0.50	Banking administration. Update R&D.
1/16/2017	R.K.	1.50	Meeting with Synnex to finalize the account. Discussed the outcome of the meeting with Mr. Rutman.
1/17/2017	A.R.	0.75	Call to G. Moffat. Review email correspondence to Blaney McMurtry re: Datatech Master Licence Agreement. Email correspondence and call with S. de Lorenzi re: update. Review updated R&D and accounts receivable listing.
1/17/2017	J.S.	1.00	Email responses to creditors. Phone conversation with Sean of Service Canada regarding WEPP. Phone conversation and email exchange with Bernadette Chung of Ministry of Labour regarding Director Order to Pay. Amended Trustee Information Form (TIF). Mailed copy of Amended TIF to Evgueni Myslinsky.
1/17/2017	R.D.	0.75	Banking administration. Review time charges separating inventory and receivables from DJP related.
1/17/2017	R.K.	1.25	Followed up with TGF in regards to the outstanding matters, reviewed release letter sent to the Receiver by D&H and discussed it with TGF. Followed up with Receivables. Inspected the existence of RMAs merchandise at Synnex warehouse in Guelph. Spoke to Shopping Channel in regards to the proof that Kobian was aware of RMAs not processed and that account with Shopping Channel is not reconciled.
1/18/2017	A.R.	0.50	Discussions with R. Konovalov re: update on Walmart sale and outstanding receivables.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
1/18/2017	J.S.	1.00	Review of assorted correspondence. Letter to HSBC Bank - Hong Kong. Add several creditors to list. Contact Chase Payment regarding invoice received, closing of account.
1/18/2017	R.K.	1.25	Filed all outstanding HST RT0002 returns, Aug 10 to Dec 31. Spoke to TGF about Walmart order. Followed up with Receivables owed to Kobian: Synnex and D&H.
1/19/2017	B.R.	1.00	Work on year end statements.
1/19/2017	R.D.	2.00	Prepare analysis of time relating to DJP/Westcoast and accounts receivable and inventory.
1/19/2017	R.K.	1.25	Followed up on receivables owed to Kobian (D&H, Synnex, Best Buy), completed preliminary list of write offs for the fiscal year end 2016, reviewed accounts payables listing and discussed HST with the accountant.
1/20/2017	A.R.	0.50	Review email correspondence with Silicon Power re: UPS Export Charge Back Invoice. Review draft Second Report to Court; email correspondence with R. Konovalov re: same.
1/20/2017	B.R.	0.75	Assist with preparation of 2016 year end.
1/20/2017	R.K.	2.00	Draft report to NBC in regards to the Receivership progress. Spoke to various contacts in regards to the sale of the Balance Inventory. Spoke to former staff and gathered required documents to issue Kobian Fiscal year 2016 statements.
1/22/2017	B.R.	3.00	Work on 2016 year end.
1/23/2017	A.R.	1.50	Review and amend draft report to NBC; various email correspondence and discussions with R. Konovalov re: same. Review draft report to Court; email correspondence with counsel re: same.
1/23/2017	R.D.	1.00	Further review of DJP/Kobian time analysis.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
1/23/2017	R.K.	1.25	Finalized Third report to NBC, finalized all Schedules/Appendices, reviewed Schedules with Mr. Rutman. Discussed the details of the Walmart sale with TGF.
1/24/2017	A.R.	2.75	Review and amend schedules to report; discussions with R. Konovalov re: same. Review Motion Record.
1/24/2017	B.R.	1.00	Meet with R. Konovalov, call Synnex regarding settlement payment (HST). Discuss with R, Konovalov amounts to be written off.
1/24/2017	J.S.	0.50	Met with Rob of MSR. Received returned boxes and discussed process.
1/24/2017	R.D.	0.50	Banking administration. Update R&D.
1/24/2017	R.K.	0.50	Reconciliation and conference call with Synnex Canada.
1/25/2017	A.R.	0.25	Call with G. Moffat. Review email correspondence from counsel re: Rumie product and destruction of inventory.
1/25/2017	B.R.	1.75	Matters re: year-end file, write-off adjustment, HST impact on write-offs.
1/25/2017	J.S.	0.50	Add creditor to list. Call to CRA re HST Returns. Review mail received.
1/25/2017	R.K.	0.50	Spoke to TGF in regards to selling the remainder of the inventory, spoke to Synnex to obtain further partial payment to the Receiver, followed up with D&H in regards to the payment.
1/26/2017	J.S.	0.50	Phone conversation with former employee looking for 2016 T4 Slip. Letter to employee with copies of T4 slip to new address. Email exchange with customer looking for warranty work.
1/26/2017	R.D.	0.25	Banking administration. Update R&D.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
1/26/2017	R.K.	1.00	Received payment from Synnex Canada, followed up with D&H in terms of their payment. Spoke to TGF in regards to the Walmart sale. Spoke to Aldo in regards to the inventory destruction.
1/27/2017	A.R.	0.50	Email correspondence with counsel re: attendance at Motion. Review Sale Approval and Endorsement.
1/27/2017	R.K.	0.25	Called TGF in regards to the sale of the inventory. Spoke to R. Sortino to change dates for the Walmart Delivery.
1/30/2017	A.R.	0.50	Various email correspondence with R. Konovalov re: remaining inventory.
1/30/2017	B.R.	0.75	Prepare draft financial statements.
1/30/2017	R.D.	0.50	Banking administration. Update R&D.
1/30/2017	R.K.	0.25	Spoke to warehouse in terms of delivery, spoke to Canada Media in terms of purchasing the balance of the inventory.
1/31/2017	A.R.	1.00	Email correspondence to R. Konovalov re: payment to Datatech re: royalties. Email correspondence with Frankl Oren re: cancellation of Kobian Receivable Insurance Policy. Call and email correspondence with G. Moffat.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.



ONTARIO
SUPERIOR COURT OF JUSTICE

IN THE MATTER OF THE RECEIVERSHIP OF
KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.
OF THE CITY OF MARKHAM
IN THE REGIONAL MUNICIPALITY OF YORK
IN THE PROVINCE OF ONTARIO

CLIENT # 210562

INTERIM BILLING

INVOICE #41862

To: Professional services rendered in respect of the Court Appointed
Receivership of Kobian Canada Inc. and Thinkmax Technologies Inc.
from February 1, 2017 to February 28, 2017.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	9.00 hours @	\$600.00 per hour	\$	5,400.00
N. Jung	N.J.	0.50 hours @	\$430.00 per hour	\$	215.00
R. Konovalov	R.K.	18.50 hours @	\$225.00 per hour	\$	4,162.50
B. Rutman	B.R.	3.25 hours @	\$200.00 per hour	\$	650.00
J. Schincariol	J.S.	8.50 hours @	\$192.00 per hour	\$	1,632.00
R. DaSilva	R.D.	5.00 hours @	\$190.00 per hour	\$	950.00
				\$	13,009.50
Miscellaneous disbursements (travel, telephone, courier, etc.)				\$	388.59
				\$	13,398.09
H.S.T.				\$	1,741.75
Total Balance Due				\$	15,139.84

Zeifman Partners Inc.
1 Toronto Street, Suite 910
Toronto, Ontario
M5C 2V6, Canada

accounts@zeifmans.ca
T: 416.256.4000 ext.: 231

Payment due on receipt. Interest at the rate of 1.5% per month (18% per annum)
charged on balances over 30 days past due.
H.S.T Registration # 89573 8201 RT0001
Your account may be settled by Cheque payable to Zeifman Partners Inc.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
2/1/2017	A.R.	1.50	Email correspondence with G. Moffat and L. Ellis re: Mr. Evgeni employee claim. Email correspondence re: unlocking of email server. Email correspondence with R. Konovalov re: Datatech royalties payout. Email correspondence to S. de Lorenzi re: Receiver's DJP/Kobian time analysis.
2/1/2017	R.K.	1.25	Drove to Vision warehouse to review and confirm the delivery to be shipped to Walmart, spoke to R. Sortino to clarify the difference on PO order, discussed with TGF the sale of the remaining inventory, communicated with Mr. Rutman in regards to the email access issue which was previously discussed with Mr. Jilka (IT manager of Kobian), spoke to Forbes Hewellete in regards to the payment for the inventory storage.
2/2/2017	A.R.	0.75	Email correspondence with R. Konovalov re: outstanding items and update on financial statements. Review email correspondence from R. Konovalov re: offers for remaining inventory.
2/2/2017	R.D.	0.75	Banking administration. Update R&D.
2/2/2017	R.K.	0.75	Prepared the delivery to Walmart (Sale Approved), removed non deliverable items to Walmart. Emailed TGF summary of offers available to the Receiver to sell the remaining inventory, issued cheque payments to the Receiver Vendors.
2/3/2017	A.R.	0.75	Review email correspondence from Silicon Power re: UPS Charge Back invoice; forward same to R. Konovalov.
2/3/2017	B.R.	1.75	WP File for tax return purposes.
2/3/2017	J.S.	1.00	Email exchange with Teresa Kwan - payroll administrator re: Evgeni Myslinsky - vacation taken. Email exchange with R. Konovalov and A. Rutman of ZPI. Search through several boxes in attempt to find payroll information for Evgeni Myslinsky.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
2/3/2017	R.K.	1.00	Met Bharat Jilka, former IT manager, to discuss matters associated with Kobian Domain and transition of it to Datatech. Followed up with transportation company to ensure that the delivery of the inventory sold will take place today, followed up with A/R's outstanding in terms of payment to Kobian, discussed and reconciled Synnex Invoicing with Trang, former AR manager at Kobian, continued to build list of payables (Non disclosed AR deductions).
2/6/2017	A.R.	0.25	Email correspondence with J. Schincariol re: Shop.ca claim and amount owing.
2/6/2017	J.S.	1.50	Email exchange with Larry Ellis of Cassels Brock re: Evgueni Myslinsky. Voice mail message left for Larry. Voice mail message left for Bernadette Chung of Ministry of Labour re: Evgueni Myslinsky. Respond to emails from creditors. Prepare cheque requisition for payment of occupation costs.
2/6/2017	N.J.	0.50	Review 2016 T2.
2/6/2017	R.D.	0.50	Banking administration. Update R&D.
2/6/2017	R.K.	1.00	Discussed the settlement with Synnex US and Amazon; spoke to Synnex Canada in terms of the process to settle the account in terms of the consignment, discussed Hipstreet site with Bharat Jilka, to transfer the ownership to Datatech.
2/7/2017	R.D.	0.25	Banking administration. Update R&D.
2/7/2017	R.K.	1.00	Contacted Tangentia to restore account Kobian operation to process invoices, spoke to TGF in regards to the D&H settlement, discussed with Bharat Jilka the Hipstreet site, met with A. Rutman to discuss undisclosed AR's and AP's.
2/8/2017	A.R.	1.00	Various calls with J. Wigley, G. Moffat and R. Konovalov. Review of AR listing with R. Konovalov.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
2/8/2017	J.S.	1.00	Calls to several creditors regarding final bills for occupation costs.
2/8/2017	R.K.	1.50	Spoke to Roman L. in regards to the HST questions, spoke to Ashley Fulk at Petra Industries to settle the account, met Trang Nugyen at Zeifmans to discuss Sears Canada account and to file a claim, followed up with Amazon.
2/9/2017	R.D.	0.50	Banking administration. Update R&D.
2/9/2017	R.K.	0.75	Spoke to unsecured creditors of Kobian in regards to their expectation to pay them. Spoke to MPEG LA in regards to the indebtedness owed by Kobian. Spoke to Bharat Jilka in regards to the Hipstreet website hosting. Met with National Recovery to discuss the destruction of the remaining inventory.
2/10/2017	R.K.	0.25	Spoke to TGF in regards to the Hipstreet site, Microsoft 365 account specifically. Spoke to Ross Sortino in regards to the outstanding payment from Walmart.
2/13/2017	A.R.	0.50	Email correspondence with R. Konovalov and G. Moffat re: IT issues.
2/13/2017	J.S.	0.50	Email follow-up to Teresa Kwan for 2015 Vacation Schedule. Email follow-up to Larry Ellis of Cassels Brock, with update.
2/13/2017	R.D.	0.75	Banking administration. Update R&D.
2/13/2017	R.K.	1.00	Followed up on all outstanding matters: Spoke to G. Winter in regard to the Consignment Inventory at Synnex, called Synnex for the last payment, spoke to R. Sortino in regards to his commission, finalized D&H settlement offer, communication with TGF in regards to the Datatech email access, spoke to staff in regards to their inquiries on T4s, communicated with Nethris.
2/14/2017	A.R.	0.50	Review email correspondence from R. Konovalov re: Staples consignment and IT issues.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
2/14/2017	J.S.	0.50	Email exchange with former employees of Kobian looking for their T4's. Email exchange with former Payroll Administrator re: 2015 Vacation Schedule for Evgueni Myslinsky. Email exchange with Larry Ellis of Cassels Brock. Email exchange with Bernadette Chung of Ministry of Labour.
2/14/2017	R.K.	1.50	Prepared Sears claim for the sum owed, discussed with TGF to review Sears Claim, communication with Kobian vendors, follow up with TGF in regards to the Hipstreet domain, finalized commission to R. Sortino, communication with Nethris in regards to the missing invoices and T4's, update Walmart payment details in discussion with Trang.
2/15/2017	A.R.	0.75	Call with S. de Lorenzi. Email correspondence with R. Konovalov re: update on website issue. Review R. Sortino commission.
2/15/2017	R.K.	0.75	Followed up on Hipstreet Domain with Mr. Jilka, communicated to TGF that Domain is available to Datatech as well as email function is ready to be used, communication with Westcoast and Kobian vendors (unsecured creditors).
2/16/2017	B.R.	0.50	Met with R. Konovalov and former controller of Kobian to discuss HST recovery relating to AR and AP write-offs.
2/16/2017	J.S.	0.50	Bank Reconciliations - CAD & USD - January 2017.
2/16/2017	R.D.	0.50	Banking administration. Update R&D.
2/16/2017	R.K.	1.00	Met with R. Sortino in regards to his commissions, spoke to Ben Rutman in regards to Kobian filings (HST), communicated with TGF in regards to the Hipstreet Domain. Met Roman L. with Ben Rutman in regards to the HST payable of Kobian.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
2/17/2017	J.S.	0.50	Follow-up with Pitney Bowes - final invoice - occupation costs. Phone conversation with Avanelle and email exchange.
2/17/2017	R.K.	0.50	Followed up on inquires from EDC in regards to the Kobian insurance policy, communicated with Kobian creditors/vendors.
2/21/2017	A.R.	1.00	Email correspondence with R. Konovalov, S. de Lorenzi and re: cancellation date of EDC ARI Policy. Review email correspondence from R. Konovalov re: Synnex update. Review email correspondence re: court claim against Sears.
2/21/2017	J.S.	2.00	Received 2016 T4's for Kobian employees, employed by ZPI; Scanned and saved to network. Confirmed all mailing addresses and mailed out. Scanned and saved 4 T4's and emailed to individuals. Email exchange with several former Kobian employees regarding T4 slips.
2/21/2017	R.K.	1.25	Discussed EDC policy with Former CFO of Kobian. Signed and emailed final settlement to D/H, followed up with Synnex in terms of the final payment to the estate. Discussed with former Kobian A/R manager the balance of the consignment inventory at Synnex. Followed up with National Recovery in regards to the disposition of the remaining balance of the inventory. Discussed Sears account with TGF. Made appointment with Peter Cameron, former Kobian customer service staff, to discuss returns from Westcoast.
2/22/2017	A.R.	0.50	Call with G. Moffat. Email correspondence with email issue and contact for Datatech. Review email correspondence from Blaney McMurtry re: contact for Datatech IT issue. Review EDC cost schedule.
2/22/2017	R.D.	0.75	Banking administration. Update R&D.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
2/22/2017	R.K.	0.25	Called Synnex to follow up in terms of final payment, processed payment with Rosa Da Silva to TMTI, communication with TGF in regards to Datatech emails issue.
2/23/2017	A.R.	1.00	Engaged in various email correspondence with R. Konovalov re: IT issues, Synnex update and EDC policy. Email correspondence to G. Moffat re: request for Blaney McMurtry's client to contact Receiver directly re: IT issue.
2/23/2017	R.D.	0.50	Banking administration. Update R&D.
2/23/2017	R.K.	1.50	Meeting with Peter Cameron to discuss returns to Kobian specifically from Westcoast. Communication with TGF on Hipstreet.com issue and Sears Issue. Contacted Synnex to finalize consignment inventory, finalized D&H Settlement, ordered Hard Drive to Bharat Jilka to save emails.
2/24/2017	A.R.	0.50	Discussion with G. Moffat re: update on bankruptcy filing.
2/24/2017	R.K.	0.75	Purchased hard drive at Staples to back up Kobian selected emails, followed up with Peter in regards to the conversation on returns. Spoke to TGF on Sears claim (discussed the details of the claim), followed up with EDC in regards to the Kobian Policy, spoke to Rogers in regards to the bill payments.
2/27/2017	R.D.	0.50	Call to Enbridge re: final bill. Banking administration.
2/27/2017	R.K.	1.25	Followed up on Kobian matters: Followed up on final payment from Synnex and D&H, communicated with Trang N. to review consignment Inventory listing in terms of value, discussed EDC policy with its Rep, policy was cancelled subsequently, spoke to G. Winter in regards to the final invoice towards the Consignment Inventory at Synnex. Followed up with Amazon in terms of final payment and left them a message, updated Allan Rutman in regards to the status on various matters of

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
			Kobian, followed up with bills outstanding related to the Receivership Administration.
2/28/2017	B.R.	1.00	HST Amended return. Prepare HST Return, check calculation due to write off.
2/28/2017	J.S.	1.00	Phone conversation with Bernadette Chung with Ministry of Labour. Amend WEPP Trustee Information Form for Evgueni Myslinsky pursuant to letter received from Ministry of Labour dated February 23, 2017 with revised position. Prepared letter to Evgueni with copy of amended WEPP Information Form. Scan and save all to network.
2/28/2017	R.K.	1.25	Followed up with D&H in terms of settled payment, cheque is not received yet. Contacted BestBuy to provide data to date in terms monies owed to Kobian. Responded inquires in regards to the warranty from Kobian customers. Reviewed Sears documents sent to TGF on Monday Feb 27th, completed and mailed HST adjustment to CRA.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.



ONTARIO
SUPERIOR COURT OF JUSTICE

IN THE MATTER OF THE RECEIVERSHIP OF
KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.
OF THE CITY OF MARKHAM
IN THE REGIONAL MUNICIPALITY OF YORK
IN THE PROVINCE OF ONTARIO

CLIENT # 210562

INTERIM BILLING

INVOICE #41872

To: Professional services rendered in respect of the Court Appointed
Receivership of Kobian Canada Inc. and Thinkmax Technologies Inc.
from March 1, 2017 to March 31, 2017.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	7.50 hours @	\$600.00 per hour	\$	4,500.00
R. Konovalov	R.K.	5.25 hours @	\$225.00 per hour	\$	1,181.25
B. Rutman	B.R.	0.50 hours @	\$200.00 per hour	\$	100.00
J. Schincariol	J.S.	10.50 hours @	\$192.00 per hour	\$	2,016.00
R. DaSilva	R.D.	3.00 hours @	\$190.00 per hour	\$	570.00
				\$	8,367.25
Miscellaneous disbursements (travel, telephone, courier, etc.)				\$	15.13
				\$	8,382.38
H.S.T.				\$	1,089.71
Total Balance Due				\$	9,472.09

Zeifman Partners Inc.
1 Toronto Street, Suite 910
Toronto, Ontario
M5C 2V6, Canada

accounts@zeifmans.ca
T: 416.256.4000 ext.: 231

Payment due on receipt. Interest at the rate of 1.5% per month (18% per annum)
charged on balances over 30 days past due.
H.S.T Registration # 89573 8201 RT0001
Your account may be settled by Cheque payable to Zeifman Partners Inc.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
3/1/2017	R.K.	0.75	Reviewed with Trang Sears claim over the phone, called Bharat in regards to emails back up.
3/2/2017	A.R.	0.75	Email correspondence with S. de Lorenzi re: creditor listings. Email correspondence to TGF re: consent to lift the stay to bring the bankruptcy application; execute consent.
3/2/2017	J.S.	1.00	Received cheque from Postage by Phone (Pitney Bowes). Prepared deposit sheet. Prepared cheque requisition for payment of last invoice. Edit and organize all flagged emails.
3/2/2017	R.D.	0.75	Banking administration. Update R&D.
3/2/2017	R.K.	0.25	Communicated with Rogers in regards to the bills outstanding.
3/2/2017	R.K.	1.00	Followed up on calls from Service Canada in regards to ROEs issued by the Receiver to former Kobian employees, reviewed claim for credit from Amazon.
3/3/2017	A.R.	1.00	Engaged in various email correspondence with counsel re: bankruptcy application and execution of consent.
3/3/2017	R.K.	0.25	Followed up on settlement with D&H in terms of CHQ payment, spoke to Ian Taylor (unsecured creditor) in regards to his claim against Kobian.
3/6/2017	A.R.	1.00	Various email correspondence with counsel re: bankruptcy application and scheduling of court date. Review HST reassessment.
3/6/2017	J.S.	2.00	Organize and box company files.
3/6/2017	R.K.	1.00	Filed February HST, followed up with CRA in terms of RT0001 account and auto assessments issued to Kobian on RT0001 account, picked up external hard drive from Mr. Jilka with emails saved to it.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
3/7/2017	A.R.	0.25	Review legal bill of costs; email correspondence with staff re: same.
3/7/2017	J.S.	1.00	Detailed review of HST account, RT0001 and RT00002. Phone conversation with Victor Tobar of CRA regarding Re-assessments received for 4 HST periods. Prepared detailed letter to CRA and included copy of Order Appointing Receiver, 4 Re-assessment notices. Faxed all to Victor Tobar.
3/8/2017	A.R.	0.50	Email correspondence with counsel re: bankruptcy application and service address for Mohit.
3/8/2017	R.K.	0.25	Communicated with TGF in regards to the Bankruptcy and Greg Winter; spoke to Trang, former AR Manager in regards to the Sears and Amazon matter as well as followed up on Synnex payment.
3/9/2017	R.D.	0.25	Banking administration. Update R&D.
3/9/2017	R.K.	0.25	Provided M. Kirpalani home address to TGF to serve bankruptcy documents.
3/10/2017	R.K.	0.25	Followed up with Synnex in terms of payment and Account settlement. Followed up with Amazon to settle the account.
3/14/2017	J.S.	1.00	Phone conversation and email exchange with creditors regarding status of Receivership and other related questions. Received HST Assessments; scanned and saved to network and filed.
3/14/2017	R.D.	0.50	Email correspondence to Bell re: closing of account. Banking administration.
3/15/2017	A.R.	0.25	Review email correspondence from Subramanian Srinivasan re: DJP Associates Pte. Ltd-IRAS Overdue Tax Payment.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
3/16/2017	J.S.	1.50	Conversation with Enbridge regarding invoice received. Verified accuracy of balance owing then prepared cheque requisition for payment. Emails from creditors requesting various things. Bank Reconciliation - CAD & USD - February 2017.
3/16/2017	R.D.	0.75	Banking administration. Update R&D.
3/16/2017	R.K.	0.50	Communication with Rogers and Synnex (in terms of payment outstanding).
3/20/2017	A.R.	1.00	Email correspondence with counsel re: tax refunds. Email correspondence with staff re: returns and assessments.
3/20/2017	A.R.	2.00	Attendance in Court re: Bankruptcy Application. Various email correspondence with counsel and discussions with staff re: decision.
3/20/2017	B.R.	0.25	Review tax returns and notice of assessment with A. Rutman.
3/20/2017	J.S.	0.50	Received Corporate tax Re-Assessment Notices. Call to CRA to ask about Refund.
3/20/2017	J.S.	0.50	Review and validate all filing documents in Ascend.
3/20/2017	R.D.	0.25	Banking administration. Update R&D.
3/20/2017	R.K.	0.25	Spoke to Rogers to finalize Rogers Bill to Kobian.
3/21/2017	J.S.	0.50	Telephone conversation with Ghislain of CRA regarding double HST assessments and refund owing. Faxed him copy of my letter to Victor Tobar.
3/22/2017	J.S.	1.00	Received proof of claims for review and admission. Email exchange with Roman Konovalov regarding creditors inclusion on list. Phone call from former employee. Printed her T4 slip (Kobian earnings) from list. Scanned and emailed her a copy.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
3/23/2017	J.S.	1.00	Email exchange and phone conversation with Avanelle of Pitney Works regarding most recent invoice received. She will now write-off additional interest and close our account. Email exchange and phone conversation with Ray of Miller Waste regarding most recent invoice received. Explained to him that we gave up occupation on November 30, 2016 and notified Miller waste accordingly and will not be paying for services after that date. Filed all documents. Scanned and saved HST Assessment Notices - 5 Periods.
3/23/2017	R.D.	0.50	Calls with R. Konovalov and Rhonda Joseph of Rogers re: outstanding balance.
3/24/2017	A.R.	0.50	Email correspondence with creditors.
3/28/2017	J.S.	0.50	Phone conversations with Ghislain and Gordon Tebbutt of CRA. Following up refund owing of \$225K plus.
3/29/2017	B.R.	0.25	Assist J. Schincariol regarding loss carryback and notice of reassessment.
3/30/2017	R.K.	0.50	Finalized Synnex Account with Anna Pilato, Director of Finance.
3/31/2017	A.R.	0.25	Email correspondence with counsel re: distribution motion.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.



ONTARIO
SUPERIOR COURT OF JUSTICE

IN THE MATTER OF THE RECEIVERSHIP OF
KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.
OF THE CITY OF MARKHAM
IN THE REGIONAL MUNICIPALITY OF YORK
IN THE PROVINCE OF ONTARIO

CLIENT # 210562

INTERIM BILLING

INVOICE #41884

To: Professional services rendered in respect of the Court Appointed
Receivership of Kobian Canada Inc. and Thinkmax Technologies Inc.
from April 1, 2017 to April 30, 2017.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	2.75 hours @	\$600.00 per hour	\$	1,650.00
R. Kononov	R.K.	2.85 hours @	\$225.00 per hour	\$	641.25
B. Rutman	B.R.	1.00 hours @	\$200.00 per hour	\$	200.00
J. Schincariol	J.S.	0.50 hours @	\$192.00 per hour	\$	96.00
R. DaSilva	R.D.	2.75 hours @	\$190.00 per hour	\$	522.50
				\$	3,109.75
Miscellaneous disbursements (travel, telephone, courier, etc.)				\$	11.13
				\$	3,120.88
H.S.T.				\$	405.71
Total Balance Due				\$	3,526.59

Zeifman Partners Inc.
1 Toronto Street, Suite 910
Toronto, Ontario
M5C 2V6, Canada

accounts@zeifmans.ca
T: 416.256.4000 ext.: 231

Payment due on receipt. Interest at the rate of 1.5% per month (18% per annum)
charged on balances over 30 days past due.
H.S.T Registration # 89573 8201 RT0001
Your account may be settled by Cheque payable to Zeifman Partners Inc.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
4/3/2017	A.R.	0.50	Call with Rachel Bengino.
4/3/2017	R.K.	0.50	Settled with Synnex Canada, discussed MPEG LA with A. Rutman.
4/4/2017	R.K.	0.50	Spoke to Best Buy in regards to their offer to settle the account in the amount of 21K.
4/5/2017	R.K.	0.50	Followed up with Synnex USA and Amazon for payment.
4/10/2017	A.R.	1.25	Email correspondence and discussions with R. Bengino re: finalization of court report; review and amend same. Review Affidavit of Fees and R&D; forward to counsel. Email correspondence with R. Konovalov re: update on receivable collections and HST returns.
4/10/2017	R.D.	2.00	Banking administration. Update R&D. Prepare Affidavit of Fees.
4/17/2017	R.K.	0.50	Reviewed R&D and send document to support payment from Kobian USA A/R's to the Trustee, followed up on the outstanding AR balances.
4/18/2017	R.K.	0.25	Settled Synnex USA, Spoke to Greg Winter in regards to his compensation, followed up with Amazon in regards to the money owed to Kobian.
4/19/2017	A.R.	1.00	Various email correspondence with S. de Lorenzi re: matters relating to Kobian Motion Record and consulting fees paid to Datatech; email correspondence with R. Konovalov re: same.
4/20/2017	B.R.	0.25	Speak with government regarding HST.
4/20/2017	R.K.	0.25	Spoke to Synnex USA to settle the account owed to Kobian, reviewed invoice for shipment of the last order to Walmart (transportation Invoice).
4/21/2017	B.R.	0.25	Speak with government regarding amending the July 2016 HST return.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
4/21/2017	R.K.	0.25	Finalized compensation to Greg Winter.
4/24/2017	R.D.	0.25	Banking administration. Update R&D.
4/25/2017	B.R.	0.50	Speak with Michael Hartley from CRA in regards to amended HST return. Send backup relating to amount written off (relating to HST ITC).
4/25/2017	J.S.	0.50	Bank Reconciliation - USD & CAD accounts - March 2017.
4/27/2017	R.D.	0.50	Banking administration. Update R&D.
4/28/2017	R.K.	0.10	Spoke to Greg Winter in regards to the commission payment.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.



ONTARIO
SUPERIOR COURT OF JUSTICE

IN THE MATTER OF THE RECEIVERSHIP OF
KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.
OF THE CITY OF MARKHAM
IN THE REGIONAL MUNICIPALITY OF YORK
IN THE PROVINCE OF ONTARIO

CLIENT # 210562

INTERIM BILLING

INVOICE #41892

To: Professional services rendered in respect of the Court Appointed
Receivership of Kobian Canada Inc. and Thinkmax Technologies Inc.
from May 1, 2017 to May 31, 2017.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	2.50 hours @	\$600.00 per hour	\$	1,500.00
R. Konovalov	R.K.	4.75 hours @	\$225.00 per hour	\$	1,068.75
B. Rutman	B.R.	1.00 hours @	\$200.00 per hour	\$	200.00
J. Schincariol	J.S.	0.25 hours @	\$192.00 per hour	\$	48.00
R. DaSilva	R.D.	1.25 hours @	\$190.00 per hour	\$	237.50
				\$	3,054.25
Miscellaneous disbursements (travel, telephone, courier, etc.)				\$	0.82
				\$	3,055.07
H.S.T.				\$	397.16
Total Balance Due				\$	3,452.23

Zeifman Partners Inc.
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Toronto, Ontario
M5C 2V6, Canada

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T: 416.256.4000 ext.: 231

Payment due on receipt. Interest at the rate of 1.5% per month (18% per annum)
charged on balances over 30 days past due.
H.S.T Registration # 89573 8201 RT0001
Your account may be settled by Cheque payable to Zeifman Partners Inc.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
5/1/2017	R.D.	0.50	Banking administration.
5/2/2017	A.R.	0.75	Email correspondence with staff re: tax refunds.
5/4/2017	A.R.	0.25	Review email correspondence from R. Bengino re: related party demands.
5/5/2017	A.R.	0.50	Call with R. Konovalov re: Kobian related party demands; review email correspondence re: same.
5/5/2017	R.K.	1.00	Sent support documents to TGF in regards to the related party indebtedness to Kobian.
5/9/2017	A.R.	0.25	Email correspondence with R. Konovalov re: downloading of accounting system. Review email correspondence from R. Bengino re: related party demands.
5/9/2017	R.K.	0.25	Spoke to TGF in regards to documents provided to them to support related party indebtedness.
5/11/2017	B.R.	0.25	File RC59 for online access to corporation notice of assessments. Review HST refund amount.
5/11/2017	R.D.	0.50	Banking administration.
5/11/2017	R.K.	1.50	Prepared and submitted all supporting documents to TGF in regards to the related party transactions (cheques, statements, deposit slips, additional company books and records).
5/16/2017	B.R.	0.50	Speak with Dian from CRA in regards to January 2016 HST return. Confirm HST return resulted in a refund, even though the client issued a cheque for the refund amount.
5/17/2017	R.D.	0.25	Banking administration.
5/17/2017	R.K.	0.50	Conference call with TGF, R. Bengino in regards to the related party transactions.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
5/18/2017	A.R.	0.75	Review email correspondence from R. Bengino re: amounts due from related parties; call to discuss same.
5/18/2017	R.K.	0.25	Conference call with A. Rutman and TGF in regards to the related party transactions.
5/23/2017	J.S.	0.25	Bank Reconciliation - April 2017.
5/24/2017	B.R.	0.25	Attempt to upload documents provided by Julie, inform Julie that the documents can't be uploaded as we don't have authorization and as such this information must be faxed to Sudbury Tax Centre.
5/26/2017	R.K.	1.00	provided support to TGF in regards to the donations made by Kobian USA and IPP fund of Kobian Canada, discussed documents with TGF rep.
5/29/2017	R.K.	0.25	Followed up with MSR in regards to the payment from CBCA, spoke to unsecured creditors of the company.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.



ONTARIO
SUPERIOR COURT OF JUSTICE

IN THE MATTER OF THE RECEIVERSHIP OF
KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.
OF THE CITY OF MARKHAM
IN THE REGIONAL MUNICIPALITY OF YORK
IN THE PROVINCE OF ONTARIO

CLIENT # 210562

INTERIM BILLING

INVOICE #41900

To: Professional services rendered in respect of the Court Appointed
Receivership of Kobian Canada Inc. and Thinkmax Technologies Inc.
from June 1, 2017 to June 30, 2017.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	4.75 hours @	\$600.00 per hour	\$	2,850.00
R. Konovalov	R.K.	2.50 hours @	\$225.00 per hour	\$	562.50
R. DaSilva	R.D.	2.25 hours @	\$190.00 per hour	\$	427.50
				\$	3,840.00
Miscellaneous disbursements (travel, telephone, courier, etc.)				\$	1.64
				\$	3,841.64
H.S.T.				\$	499.41
Total Balance Due				\$	4,341.05

Zeifman Partners Inc.
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Toronto, Ontario
M5C 2V6, Canada

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T: 416.256.4000 ext.: 231

Payment due on receipt. Interest at the rate of 1.5% per month (18% per annum)
charged on balances over 30 days past due.
H.S.T Registration # 89573 8201 RT0001
Your account may be settled by Cheque payable to Zeifman Partners Inc.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
6/2/2017	A.R.	2.00	Call with R. Bengino. Email exchange with R. Konovalov re: email correspondence from Westcoast and alleged explosion of tablet in consumer's hand; email correspondence with counsel re: draft response.
6/2/2017	R.K.	0.75	Conference call with TGF in regards to the situation with Westcoast.
6/5/2017	A.R.	0.25	Email exchange with counsel re: charity payments.
6/6/2017	R.D.	0.25	Banking administration. Update R&D.
6/6/2017	A.R.	0.25	Review email correspondence re: Westcoast and product liability insurance.
6/7/2017	A.R.	0.50	Email correspondence with MSR Customs re: Duty Refund Services.
6/8/2017	R.D.	0.50	Banking administration. Update R&D.
6/9/2017	R.K.	0.25	Filed May 2017 HST.
6/12/2017	R.D.	0.75	Banking administration. Update R&D.
6/12/2017	A.R.	0.75	Review updated R&D; forward same to S. de Lorenzi.
6/12/2017	R.K.	1.00	Various emails re: related party transactions to TGF.
6/13/2017	A.R.	0.50	Call with S. de Lorenzi.
6/14/2017	A.R.	0.25	Review email correspondence re: transfer of shares.
6/15/2017	A.R.	0.25	Email correspondence with R. Bengino re: share transfers.
6/15/2017	R.K.	0.50	Spoke to Enbridge to close outstanding account and clear sum claimed as collectable.
6/20/2017	R.D.	0.25	Banking administration. Update R&D.



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<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
6/22/2017	R.D.	0.50	Banking administration. Update R&D.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.

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ONTARIO
SUPERIOR COURT OF JUSTICE

IN THE MATTER OF THE RECEIVERSHIP OF
KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.
OF THE CITY OF MARKHAM
IN THE REGIONAL MUNICIPALITY OF YORK
IN THE PROVINCE OF ONTARIO

CLIENT # 210562

INTERIM BILLING

INVOICE #41902

To: Professional services rendered in respect of the Court Appointed
Receivership of Kobian Canada Inc. and Thinkmax Technologies Inc.
from July 1, 2017 to July 31, 2017.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	0.75 hours @	\$600.00 per hour	\$	450.00
R. Konovakv	R.K.	1.00 hours @	\$225.00 per hour	\$	225.00
R. DaSilva	R.D.	1.75 hours @	\$190.00 per hour	\$	332.50
				\$	1,007.50
Miscellaneous disbursements (travel, telephone, courier, etc.)				\$	1.64
				\$	1,009.14
H.S.T.				\$	131.19
Total Balance Due				\$	1,140.33

Zeifman Partners Inc.
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Toronto, Ontario
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Payment due on receipt. Interest at the rate of 1.5% per month (18% per annum)
charged on balances over 30 days past due.
H.S.T Registration # 89573 8201 RT0001
Your account may be settled by Cheque payable to Zeifman Partners Inc.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
7/4/2017	R.D.	0.25	Banking administration. Update R&D.
7/6/2017	R.D.	0.25	Banking administration. Update R&D.
7/11/2017	R.D.	0.25	Banking administration. Update R&D.
7/13/2017	A.R.	0.50	Call with Rachel Bengino.
7/13/2017	R.D.	0.75	Banking administration. Update R&D. Bank reconciliation.
7/19/2017	R.K.	0.50	Communication with WSIB in regards to the fees due to WSIB by the Receivership, fees to be waived.
7/24/2017	R.D.	0.25	Banking administration. Update R&D.
7/31/2017	A.R.	0.25	Email correspondence with R. Konovalov re: update on outstanding list of requested undertakings.
7/31/2017	R.K.	0.50	Spoke to ProjectLine Support, Kobian SAP system is not running.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.



ONTARIO
SUPERIOR COURT OF JUSTICE

IN THE MATTER OF THE RECEIVERSHIP OF
KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.
OF THE CITY OF MARKHAM
IN THE REGIONAL MUNICIPALITY OF YORK
IN THE PROVINCE OF ONTARIO

CLIENT # 210562

INTERIM BILLING

INVOICE #41919

To: Professional services rendered in respect of the Court Appointed
Receivership of Kobian Canada Inc. and Thinkmax Technologies Inc.
from August 1, 2017 to August 31, 2017.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	3.50 hours @	\$600.00 per hour	\$	2,100.00
R. Konovalov	R.K.	6.75 hours @	\$225.00 per hour	\$	1,518.75
R. DaSilva	R.D.	0.75 hours @	\$190.00 per hour	\$	142.50
				\$	3,761.25
Miscellaneous disbursements (travel, telephone, courier, etc.)				\$	9.83
				\$	3,771.08
H.S.T.				\$	490.24
Total Balance Due				\$	4,261.32

Zeifman Partners Inc.
1 Toronto Street, Suite 910
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T: 416.256.4000 ext.: 231

Payment due on receipt. Interest at the rate of 1.5% per month (18% per annum)
charged on balances over 30 days past due.
H.S.T Registration # 89573 8201 RT0001
Your account may be settled by Cheque payable to Zeifman Partners Inc.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
8/1/2017	A.R.	0.50	Review draft response to counsel re: list of undertakings with R. Konovalov.
8/1/2017	R.K.	0.25	Followed up with Project Line and Trang in regards to the SAP system, also called KSU (customs broker) to obtain required documents.
8/1/2017	R.K.	0.75	Sent complete memo related to related party indebtedness to counsel for review.
8/2/2017	A.R.	1.50	Review Related Party Indebtedness Summary; email correspondence with counsel re: scheduling of call to discuss same.
8/2/2017	R.K.	0.25	Sent follow up request to Best Buy.
8/3/2017	A.R.	0.50	Conference call with counsel re: Related Party Indebtedness Summary.
8/3/2017	R.K.	0.75	Conference call with counsel in regards to the indebtedness of Kobian.
8/4/2017	R.K.	0.50	Spoke to Project Line and Trang to resolve the issue to start SAP program.
8/8/2017	R.D.	0.25	Banking administration. Update R&D.
8/9/2017	R.K.	0.25	Discussed with ProjectLine and Trang the status on Kobian system.
8/10/2017	A.R.	0.50	Conference call with counsel.
8/10/2017	R.K.	0.50	Conference call with counsel and A. Rutman in regards to the affairs of the company.
8/11/2017	A.R.	0.50	Email correspondence and call with S. de Lorenzi re: related party indebtedness.
8/14/2017	R.K.	0.75	Communication with MSR and CBCA in regards to the sum owed to Kobian.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
8/15/2017	R.K.	0.25	Spoke to MSR and CBCA in regards to the money due to Kobian.
8/16/2017	R.K.	1.00	Followed up with Best Buy in terms of the amount due to Kobian. Spoke to Kintetsu (Greg Watson) in regards to the documents required for Kobian. Followed up with CBCA in terms of the money owed to Kobian.
8/21/2017	R.D.	0.25	Banking administration. Update R&D.
8/21/2017	R.K.	0.50	Called Enbridge in regards to their claim of the non-payment of the bill.
8/22/2017	R.K.	0.25	Followed up with the Best Buy in terms of their receivable due to Kobian, discussed and reviewed the same with A. Rutman.
8/24/2017	R.K.	0.25	Reviewed outstanding claim for payment from Forbes Hewlitt.
8/29/2017	R.D.	0.25	Banking administration. Update R&D.
8/30/2017	R.K.	0.25	Communicated with Greg Watson in regards to documents requested from Kintetsu for CBCA.
8/30/2017	R.K.	0.25	Reviewed payment due to Forbes Hewlitt to ship Kobian Inventory to Walmart.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.



ONTARIO
SUPERIOR COURT OF JUSTICE

IN THE MATTER OF THE RECEIVERSHIP OF
KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.
OF THE CITY OF MARKHAM
IN THE REGIONAL MUNICIPALITY OF YORK
IN THE PROVINCE OF ONTARIO

CLIENT # 210562

INTERIM BILLING

INVOICE #41925

To: Professional services rendered in respect of the Court Appointed
Receivership of Kobian Canada Inc. and Thinkmax Technologies Inc.
from September 1, 2017 to September 30, 2017.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	12.75 hours @	\$600.00 per hour	\$	7,650.00
R. Kononov	R.K.	11.00 hours @	\$225.00 per hour	\$	2,475.00
R. DaSilva	R.D.	2.50 hours @	\$190.00 per hour	\$	475.00
A. Palmer	A.P.	0.25 hours @	\$175.00 per hour	\$	43.75
				\$	10,643.75
Miscellaneous disbursements (travel, telephone, courier, etc.)				\$	32.04
				\$	10,675.79
H.S.T.				\$	1,387.85
Total Balance Due				\$	12,063.64

Zeifman Partners Inc.
1 Toronto Street, Suite 910
Toronto, Ontario
M5C 2V6, Canada

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T: 416.256.4000 ext.: 231

Payment due on receipt. Interest at the rate of 1.5% per month (18% per annum)
charged on balances over 30 days past due.
H.S.T Registration # 89573 8201 RT0001
Your account may be settled by Cheque payable to Zeifman Partners Inc.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
9/1/2017	R.K.	0.75	Conference call with Best Buy in regards to the debt settlement; discussed outcomes with A. Rutman.
9/5/2017	A.R.	0.50	Review email correspondence and documentation re: Best Buy settlement.
9/5/2017	R.D.	0.25	Banking administration. Update R&D.
9/5/2017	R.K.	0.50	Communication with Sri in regards to the Tax Indebtedness in Singapore; proposal to Best Buy to settle the debt; also followed up with Kintetsu in regards to the documents for CBCA and contacted CBCA in regards to the payment due to Kobian.
9/6/2017	A.R.	0.75	Email correspondence with counsel re: IRS notice on DJP Associates Pte. and scheduling of conference call to discuss same.
9/6/2017	R.K.	0.25	Discussed final settlement with Best Buy and agreement on terms.
9/7/2017	A.R.	1.00	Conference call with counsel re: IRS notice on DJP Associates Pte. Review email correspondence re: Best Buy settlement and retrieval of Kobian PO's and invoices from Kinetsu.
9/7/2017	R.D.	0.50	Banking administration. Update R&D.
9/7/2017	R.K.	0.75	Conference call with TGF, reviewed Westcoast settlement material before the conference call.
9/11/2017	R.K.	0.25	Spoke to TGF in regards to DJP Associates and Kobian, tax liabilities.
9/12/2017	A.R.	0.50	Email correspondence with counsel re: scheduling of conference call.
9/12/2017	R.K.	0.25	Spoke to TGF in regards statement of account for DJP Holdings.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
9/13/2017	A.R.	0.75	Review draft memorandum and schedules re: related party indebtedness.
9/13/2017	R.K.	2.25	Provided requested information to TGF in regards to DJP Associates PTE. Followed up with KWE and MSR in terms of required document to process adjustments with CBCA. Filed August HST for RT0002 account. Prepared Kobian USA A/R schedule and schedule of actual collections for TGF and A. Rutman.
9/14/2017	A.R.	1.50	Call with R. Bengino. Review documentation re: related party transactions.
9/14/2017	R.D.	0.25	Banking administration. Update R&D.
9/14/2017	R.K.	1.00	Went to Best Buy warehouse to review Defected Inventory.
9/15/2017	A.R.	1.00	Review and provide comments to related party memorandum; email correspondence to counsel re: same.
9/15/2017	R.K.	0.25	Followed up with KWE in regards to the documents we expect.
9/18/2017	R.D.	0.25	Banking administration. Update R&D.
9/18/2017	R.K.	1.00	Sent requested details/documents for Kobian USA and DJP to TGF. Discussed Westcoast memo with A. Rutman. Conference call with TGF in regards to the Westcoast memo.
9/19/2017	A.R.	2.25	Engaged in numerous email correspondence and calls with R. Konovalov and counsel re: related party indebtedness. Review draft response to Larry Ellis; provide comments to counsel. Email correspondence to R. Bengino re: information requests re: Westcoast.
9/19/2017	R.D.	0.75	Banking administration. Update R&D.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
9/19/2017	R.K.	1.00	Communication with TGF in regards to the Kobian USA and DJP Associates PTE (entity in Singapore). Reviewed defective returns Best Buy claims and located in Langley USA.
9/20/2017	A.R.	0.50	Email correspondence and call with R. Bengino.
9/21/2017	R.K.	0.75	Discussed with TGF the discussion with Larry Ellis. Delivered package with documents from KWE to MSR E Customs.
9/22/2017	A.P.	0.25	Bank reconciliation for August 2017.
9/25/2017	A.R.	0.75	Email correspondence with counsel re: Kobian USA/DJP Associate and legal representation for Receiver.
9/25/2017	R.K.	0.75	Conference call with Project Line to reinstall accounting system and re-issue password for accounting system of Kobian. Follow up meeting with A. Rutman re: outstanding matters.
9/26/2017	A.R.	1.00	Review updated R&D. Email correspondence and call with counsel.
9/26/2017	R.D.	0.25	Banking administration. Update R&D.
9/26/2017	R.K.	1.25	Conference call with TGF, J. Wigley and A. Rutman in regards to the debtor inquiries to the Receiver (DJP and KUSA); updated R/D Schedule.
9/27/2017	A.R.	2.25	Email correspondence with R. Konovalov re: various matters; review staff affidavits. Calls and meeting attendance with J. Wigley.
9/27/2017	R.D.	0.25	Banking administration. Update R&D.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.



ONTARIO
SUPERIOR COURT OF JUSTICE

IN THE MATTER OF THE RECEIVERSHIP OF
KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.
OF THE CITY OF MARKHAM
IN THE REGIONAL MUNICIPALITY OF YORK
IN THE PROVINCE OF ONTARIO

CLIENT # 210562

INTERIM BILLING

INVOICE #41933

To: Professional services rendered in respect of the Court Appointed
Receivership of Kobian Canada Inc. and Thinkmax Technologies Inc.
from October 1, 2017 to October 31, 2017.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	5.00 hours @	\$625.00 per hour	\$	3,125.00
R. Konovalov	R.K.	4.75 hours @	\$250.00 per hour	\$	1,187.50
R. DaSilva	R.D.	2.00 hours @	\$190.00 per hour	\$	380.00
				\$	4,692.50
Miscellaneous disbursements (travel, telephone, courier, etc.)				\$	1.64
				\$	4,694.14
H.S.T.				\$	610.24
Total Balance Due				\$	5,304.38

Zeifman Partners Inc.
1 Toronto Street, Suite 910
Toronto, Ontario
M5C 2V6, Canada

accounts@zeifmans.ca
T: 416.256.4000 ext.: 231

Payment due on receipt. Interest at the rate of 1.5% per month (18% per annum)
charged on balances over 30 days past due.
H.S.T Registration # 89573 8201 RT0001
Your account may be settled by Cheque payable to Zeifman Partners Inc.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
10/2/2017	R.D.	0.25	Banking administration. Update R&D.
10/2/2017	R.K.	0.25	Contacted TGF to discuss Best Buy settlement.
10/3/2017	R.K.	0.50	Reviewed settlement agreement with Best Buy presented by TGF.
10/4/2017	A.R.	0.50	Review draft letter to L. Ellis; email exchange with J. Wigley re: same.
10/4/2017	R.K.	0.75	Reviewed letter received from Jon Wigley, to be sent in response to Larry Ellis Inquiry in regards to KUSA Collections; discussed suggested additions to be made; followed up on Best Buy Settlement with TGF if there was any response.
10/10/2017	A.R.	0.25	Call with S. de Lorenzi.
10/10/2017	R.D.	0.25	Banking administration. Update R&D.
10/18/2017	A.R.	0.50	Review email correspondence from R. Konovalov re: Best Buy payment. Email exchange with J. Wigley re: Larry Ellis's client's concerns. Review Wells Fargo statement.
10/18/2017	R.K.	0.50	Followed up with Best Buy in regards to the payment due to Kobian. Communication with MSR Broker Group in regards to Invoices for their service to support ITC.
10/19/2017	A.R.	0.50	Call with G. Moffat.
10/19/2017	R.D.	0.25	Banking administration. Update R&D.
10/20/2017	A.R.	1.25	Email exchange with J. Wigley, G. Moffat and R. Konovalov re: Kobian USA collections matter. Conference call with J. Wigley.
10/23/2017	R.K.	0.25	Discussed with MSR Group that the Receiver requires proper invoices to support ITC claims to CRA.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
10/24/2017	A.R.	1.25	Email exchange with S. de Lorenzi re: obtaining financial statements for Kobian USA and DJP Associates and related party transactions. Discussion with R. Konovalov.
10/24/2017	R.D.	0.50	Banking administration. Update R&D.
10/24/2017	R.K.	1.00	Spoke to NBC rep. in regards to related party transactions and additional documents to look at. Spoke to John Wigley in regards to KUSA directors claim and documents; discussed with A. Rutman same.
10/26/2017	R.D.	0.25	Banking administration. Update R&D.
10/27/2017	A.R.	0.75	Call with S. de Lorenzi. Review correspondence and discussion with R. Konovalov re: related party transactions.
10/27/2017	R.K.	1.25	Sent requested documents to J. Wigley to support KUSA collections. Spoke to Enbridge Canada to resolve the issue with the outstanding sum. Call to NBC rep. with A. Rutman; and followed up on inquiries made my NBC.
10/30/2017	R.D.	0.25	Banking administration. Update R&D.
10/30/2017	R.K.	0.25	Spoke to MSR to finalize proper billing for the sums due to MSR.
10/31/2017	R.D.	0.25	Banking administration. Update R&D.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.



ONTARIO
SUPERIOR COURT OF JUSTICE

IN THE MATTER OF THE RECEIVERSHIP OF
KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.
OF THE CITY OF MARKHAM
IN THE REGIONAL MUNICIPALITY OF YORK
IN THE PROVINCE OF ONTARIO

CLIENT # 210562

INTERIM BILLING

INVOICE #41941

To: Professional services rendered in respect of the Court Appointed
Receivership of Kobian Canada Inc. and Thinkmax Technologies Inc.
from November 1, 2017 to November 30, 2017.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	3.75 hours @	\$625.00 per hour	\$	2,343.75
R. Konovalov	R.K.	4.25 hours @	\$250.00 per hour	\$	1,062.50
A. Palmer	A.P.	0.25 hours @	\$200.00 per hour	\$	50.00
R. DaSilva	R.D.	2.00 hours @	\$190.00 per hour	\$	380.00
				\$	3,836.25
Miscellaneous disbursements (travel, telephone, courier, etc.)				\$	3.28
				\$	3,839.53
H.S.T.				\$	499.14
Total Balance Due				\$	4,338.67

Zeifman Partners Inc.
1 Toronto Street, Suite 910
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T: 416.256.4000 ext.: 231

Payment due on receipt. Interest at the rate of 1.5% per month (18% per annum)
charged on balances over 30 days past due.
H.S.T Registration # 89573 8201 RT0001
Your account may be settled by Cheque payable to Zeifman Partners Inc.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
11/1/2017	R.K.	0.25	Spoke to MSR representative in regards to funds due from the Receiver and invoices proper form going forward.
11/7/2017	A.R.	1.00	Email correspondence with staff and S. de Lorenzi re: DJP settlement, distribution and discharge. Email correspondence to J. Wigley re: settlement and outstandings. Email correspondence with R. Konovalov re: outstandings.
11/8/2017	R.K.	0.25	Spoke to MSR Rep. in regards to the payment, if it was received and also followed up with the MSR documents processor if there are any additional payments that will be made to Kobian/Trustee.
11/9/2017	R.D.	0.25	Update R&D.
11/9/2017	R.K.	0.75	Discussed with TGF Kobian inventory at TMTI in UK and action plan in regards to it. Filed HST reports outstanding for the month September and October.
11/10/2017	R.K.	0.25	Spoke to Aldo and National Recovery to provide all final invoices due if any on Kobian.
11/13/2017	R.D.	0.25	Banking administration. Update R&D.
11/14/2017	A.R.	0.25	Review Gardiner Roberts invoice.
11/16/2017	R.D.	0.25	Banking administration. Update R&D.
11/17/2017	R.K.	0.75	Reviewed proposed settlement agreement between National Bank and Moe Kirpalani. Spoke to Enbridge, to close Receivers account, follow up email sent to Enbridge Customer Service.
11/20/2017	A.R.	0.75	Review email correspondence from Mark Edmondson re: TMTI UK Hipstreet Stock Holding. Email correspondence with R. Konovalov re: DJP Minutes of Settlement. Review email correspondence from counsel re: outstanding matters and discharge order.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
11/20/2017	R.K.	0.50	Discussed settlement offer with A. Rutman presented by TGF. Contacted TMTI in regards to Inventory they hold at their premises.
11/23/2017	R.D.	1.00	Prepare Fee Affidavit. Banking administration. Update R&D.
11/24/2017	R.K.	0.25	Called Enbridge to finalize final payment owed by the Receiver.
11/27/2017	A.R.	0.50	Review email correspondence from G. Moffat re: request from L. Ellis re: turnover of information relating to Kobian USA or DJP Singapore; email correspondence with R. Konovalov re: same.
11/27/2017	R.K.	0.25	Discussed with A. Rutman communication from TGF and suggested response to Larry Ellis.
11/27/2017	R.K.	0.25	Contacted Project Line in regards to their ability to produce copies of reports required by the Receiver, also produce the back copy for the Receiver.
11/29/2017	R.K.	0.25	Contacted Project Line in regards to additional questions Receiver has to produce backup data.
11/30/2017	A.R.	1.25	Call with G. Moffat. Review email correspondence re: response to L. Ellis re: books and records; provide comments and discuss same with R. Konovalov.
11/30/2017	A.P.	0.25	Bank account reconciliation for October 2017.
11/30/2017	R.D.	0.25	Banking administration. Update R&D.
11/30/2017	R.K.	0.50	Discussed with A. Rutman and G. Moffat response to L. Ellis in regards to the back-up data.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.



ONTARIO
SUPERIOR COURT OF JUSTICE

IN THE MATTER OF THE RECEIVERSHIP OF
KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.
OF THE CITY OF MARKHAM
IN THE REGIONAL MUNICIPALITY OF YORK
IN THE PROVINCE OF ONTARIO

CLIENT # 210562

INTERIM BILLING

INVOICE #41960

To: Professional services rendered in respect of the Court Appointed
Receivership of Kobian Canada Inc. and Thinkmax Technologies Inc.
from December 1, 2017 to December 31, 2017.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	3.75 hours @	\$625.00 per hour	\$	2,343.75
R. Konovalov	R.K.	5.50 hours @	\$250.00 per hour	\$	1,375.00
A. Palmer	A.P.	0.25 hours @	\$200.00 per hour	\$	50.00
R. DaSilva	R.D.	1.25 hours @	\$190.00 per hour	\$	237.50
				\$	4,006.25
Miscellaneous disbursements (travel, telephone, courier, etc.)				\$	1.64
				\$	4,007.89
H.S.T.				\$	521.03
Total Balance Due				\$	4,528.92

Zeifman Partners Inc.
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Toronto, Ontario
M5C 2V6, Canada

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T: 416.256.4000 ext.: 231

Payment due on receipt. Interest at the rate of 1.5% per month (18% per annum)
charged on balances over 30 days past due.
H.S.T Registration # 89573 8201 RT0001
Your account may be settled by Cheque payable to Zeifman Partners Inc.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
12/1/2017	A.R.	1.25	Engaged in numerous email correspondence with G. Moffat and R. Konovalov re: response to L. Ellis re: Settlement Agreement and Receiver's database of books and records.
12/1/2017	R.K.	0.25	Contacted the ProjectLine, firm in Edmonton, to discuss, how far back they can produce the backup data for the Receiver, summarized this discussion to A. Rutman and G. Moffat.
12/4/2017	A.R.	0.75	Call with G. Moffat. Discussions with R. Konovalov re: Kobian files and Projectline Database SAP Support Costs.
12/4/2017	R.D.	0.25	Update R&D.
12/4/2017	R.K.	2.00	Conference call with A. Rutman in regards to Kobian, discussed accounting program. Reviewed boxes with documents located at Zeifmans and estimated its content, discussed with A. Rutman. Call with a ProjectLine in regards to documents and accounting software.
12/5/2017	A.R.	0.25	Email correspondence with G. Moffat re: response to L. Ellis re: copying/reading the database.
12/5/2017	R.K.	0.25	Reviewed and discussed proposed response to L. Ellis with A. Rutman.
12/11/2017	R.K.	1.00	Communicated with MSR in regards to the Refund in process and CRA in regards to RM0001 account, submitted required documents to reactivate RM0001 account, Filed RT0002 HST.
12/13/2017	A.R.	1.00	Review email correspondence from G. Moffat re: L. Ellis acceptance of proposal regarding the records and status of tax filings; email correspondence with R. Konovalov re: same.
12/14/2017	R.D.	0.50	Banking administration. Update R&D.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
12/15/2017	A.R.	0.50	Review revised settlement agreement; email correspondence with G. Moffat re: same.
12/15/2017	R.K.	0.25	Reviewed Settlement Draft provided by TGF and discussed with A. Rutman.
12/19/2017	A.P.	0.25	Bank account reconciliation for November 2017.
12/19/2017	R.D.	0.25	Banking administration. Update R&D.
12/19/2017	R.K.	0.50	Spoke to MSR and CRA in regards to RM1 number and it reinstatement; also spoke to CBCA to correct mailing address for all Kobian related mail.
12/28/2017	R.D.	0.25	Banking administration. Update R&D.
12/28/2017	R.K.	1.25	Spoke to CRA, provincial government, Service Canada in regards to the Kobian BN number and clarification as to reasons why Corporation was cancelled.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.



ONTARIO
SUPERIOR COURT OF JUSTICE

IN THE MATTER OF THE RECEIVERSHIP OF
KOBIAN CANADA INC. AND THINKMAX TECHNOLOGIES INC.
OF THE CITY OF MARKHAM
IN THE REGIONAL MUNICIPALITY OF YORK
IN THE PROVINCE OF ONTARIO

CLIENT # 210562

FINAL BILLING

INVOICE #41964

To: Professional services rendered in respect of the Court Appointed Receivership of Kobian Canada Inc. and Thinkmax Technologies Inc. from January 1, 2018 to February 14, 2018 including estimated time for finalization.

Time Charges and Expenses:

A. Rutman, Partner	A.R.	12.25 hours @	\$625.00 per hour	\$	7,656.25
R. Konovalov	R.K.	19.25 hours @	\$250.00 per hour	\$	4,812.50
A. Palmer	A.P.	1.25 hours @	\$200.00 per hour	\$	250.00
R. DaSilva	R.D.	4.75 hours @	\$190.00 per hour	\$	902.50
				\$	13,621.25
Miscellaneous disbursements (travel, telephone, courier, etc.)				\$	1.66
				\$	13,622.91
H.S.T.				\$	1,770.98
Total Balance Due				\$	15,393.89

Zeifman Partners Inc.
1 Toronto Street, Suite 910
Toronto, Ontario
M5C 2V6, Canada

accounts@zeifmans.ca
T: 416.256.4000 ext.: 231

Payment due on receipt. Interest at the rate of 1.5% per month (18% per annum) charged on balances over 30 days past due.
H.S.T Registration # 89573 8201 RT0001
Your account may be settled by Cheque payable to Zeifman Partners Inc.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
1/2/2018	R.K.	1.00	Spoke to various parties within Province of Ontario and Ministry of Consumer Services to revive Kobian as Corporation; sent correspondence to provincial Government advising them of the situation. Filed outstanding HST Return.
1/3/2018	A.R.	0.75	Review various email correspondence between R. Konovalov and Ministry re: reviving dissolved corporation; corporation dissolved in error.
1/3/2018	R.K.	0.75	Communicated with Provincial Government legal division to revive Kobian Canada Corporation.
1/4/2018	A.R.	0.25	Email correspondence with R. Konovalov re: revived corporation.
1/4/2018	R.K.	1.00	Spoke to CRA, Ministry of Consumer Services, Ontario legislator to complete the process of revival of Kobian Canada Inc. and deliver all required documents to CRA.
1/9/2018	A.R.	0.25	Discussion with R. Konovalov.
1/9/2018	R.D.	0.25	Banking administration. Update R&D.
1/10/2018	R.K.	1.25	Spoke to CRA and Ministry of Consumer Services to reinstate Kobian Canada Inc.
1/11/2018	R.K.	0.50	Follow up with CRA to open RM0001 number and spoke to MSR Group in terms of refund.
1/12/2018	A.R.	1.25	Review correspondence from G. Moffat re: Settlement Agreement; email correspondence and call with G. Moffat to discuss same.
1/12/2018	R.K.	0.25	Email communication with Kobian suppliers in China.
1/15/2018	A.R.	0.50	Email correspondence with Grant Moffat re: revised Discharge Order and Settlement Agreement.
1/15/2018	R.D.	0.25	Banking administration. Update R&D.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
1/18/2018	R.D.	0.50	Banking administration. Update R&D.
1/22/2018	A.R.	0.25	Email correspondence with Grant Moffat re: update on Settlement Agreement and Discharge Order.
1/22/2018	R.D.	0.25	Banking administration. Update R&D.
1/23/2018	A.R.	1.00	Numerous calls with G. Moffat re: Draft Settlement Agreement. Email correspondence with R. Konovalov re: outstanding WEPP payment.
1/24/2018	A.R.	0.50	Review amended Settlement Agreement; email correspondence with G. Moffat re: same.
1/24/2018	R.K.	0.50	Reviewed final settlement agreement between Datatech/NBC/Zeifmans. Spoke to Project Line to produce records.
1/25/2018	R.K.	0.25	Email exchange in regards to Kobian and production of accounting records
1/29/2018	A.R.	1.00	Review email correspondence from G. Moffat re: letter to Emdoor re: release of information to M. Kirpilani and payment to Cassels Brock Blackwell LLP, in trust as per Settlement Agreement. Call to S. de Lorenzi.
1/29/2018	R.D.	0.50	Banking administration. Update R&D.
1/29/2018	R.K.	0.25	Reviewed QST claim with A. Rutman.
1/30/2018	A.R.	0.50	Discussion with R. Konovalov re: Revenue Quebec claim; email correspondence to S. de Lorenzi re: claim.
1/31/2018	A.R.	1.00	Email correspondence with Grant Moffat and R. Konovalov re: Receiver's deliverables under Settlement Agreement; discussions with R. Konovalov re: same. Email correspondence re: Revenue Quebec claim.
1/31/2018	R.K.	3.50	Inventory of Kobian USA and DJP paper documents to be given to Mr. Kirpilani.

<u>Date</u>	<u>Staff</u>	<u>Time</u>	<u>Detail</u>
2/14/2018	A.R.	5.00	Allotted time to complete administration including finalization of all matters, filing of Discharge Certificate, review of final statement of receipts and disbursements and court report.
2/14/2018	A.P.	1.00	Allotted time to complete administration including finalization of all matters and reconciliation of account.
2/14/2018	R.K.	10.00	Allotted time to complete administration including finalization of all matters, filing of all returns, preparation of final statement of receipts and disbursements.
2/14/2018	R.D.	3.00	Allotted time to complete administration including finalization of all matters and disburse all funds as required.

And to generally all other communications, correspondence, attendances, and preparation not particularly described above.