



This is the 1<sup>st</sup> affidavit  
of J. SANDRELLI in this case  
and was made on 11/April/2022

NO. S-217202  
VANCOUVER REGISTRY

**IN THE SUPREME COURT OF BRITISH COLUMBIA**

BETWEEN:

THE BANK OF NOVA SCOTIA

PETITIONER

AND:

COMMUNITY MARINE CONCEPTS LTD., VICTORIA INTERNATIONAL  
MARINA LTD., ETERNALAND YUHENG INVESTMENT HOLDING LTD. AND  
0736657 B.C. LTD.

RESPONDENTS

**AFFIDAVIT**

I, JOHN SANDRELLI, barrister and solicitor, of 20<sup>th</sup> Floor, 250 Howe Street, Vancouver, British Columbia, SWEAR THAT:

1. I am a partner at Dentons Canada LLP ("**Dentons**"), counsel for Alvarez & Marsal Canada Inc., in its capacity as Receiver for the Respondents (the "**Receiver**") in the within proceedings. As such, I have personal knowledge of the facts herein after deposed to except where stated to be on information and belief, in which case I verily believe them to be true.
2. This affidavit is sworn in support of the application to be made in these proceedings, seeking, among other things, approval of the fees and disbursements of Dentons in its capacity as legal counsel to the Receiver for the period from December 2021 to March 2022 (the "**Period**"), and anticipated fees to discharge the Receiver if the expected refinancing of the Respondents' obligations to the Petitioner (the "**Refinancing**") is approved by this Court and closes within the timeline anticipated by the parties.
3. An application to approve the Refinancing was filed on April 7, 2022. The application to approve fees and disbursements is made to facilitate the wrap up of the receivership and discharge of the Receiver in the event that the Refinancing is approved by this Court and closes as anticipated.

4. I was admitted to the Bar in the Province of Ontario in 1991, and called to the Bar and admitted as a barrister and solicitor in the Province of British Columbia in 1997.
5. Since 1991, I have primarily acted in insolvency, bankruptcy and restructuring matters, including advice to receivers.

**A. Dentons' Activities**

6. The petition commencing these proceedings was filed in August 2021, and the Receiver was appointed on December 13, 2021, by operation of a consent receivership order entered November 1, 2021.
7. Dentons was retained as counsel for the Receiver in December 2021.
8. Dentons has assisted the Receiver with the Receiver's work with respect to the Receiver's general activities (the "**Activities**"). With respect to the Activities, and noting that the Receiver retains and has not waived solicitor-client privilege with respect to same, Dentons has:
  - (a) attended calls and meetings and corresponded with the Receiver regarding advice sought on various matters, including potential sales processes, outstanding litigation against the Respondents, license and lease issues, and operational issues;
  - (b) attended calls and meetings and corresponded with counsel to the Petitioner regarding various issues, including to obtain documents to support a review of the Petitioner's security;
  - (c) drafted and revised documents, memoranda and pleadings;
  - (d) reviewed and analyzed searches of public registries in relation to security on the property of the Respondents, completed security review and provided opinion to the Receiver; and
  - (e) attended calls with stakeholders, including the Petitioner, counsel for shareholders of the Respondents, and others.
9. In addition to continuing with the above activities, Dentons will:
  - (a) attend hearings to approve the Refinancing, and to approve certain disbursements and the fees and activities of the Receiver; and
  - (b) assist in wrapping up the receivership and the duties of the Receiver.

**B. Dentons' Fees**

10. In connection with the Activities, during the Period, Dentons incurred fees in the amount of \$76,383.50 and disbursements in the amount of \$2,257.50, plus taxes in the amount of \$9,270.47, and projected fees and disbursements of \$20,000.00 plus taxes of \$2,400, to wrap up the receivership, for a total of \$110,311.47.
11. In connection with the Activities, in the course of performing its duties, Dentons' personnel have expended 146.4 hours during the Period. The average hourly rate of all Dentons' personnel billed in connection with the services performed during the Period is approximately \$521.75.
12. It is expected that between 35-40 hours will be required to assist in the activities required to be able to wrap up the receivership as anticipated by the Refinancing, which led to the estimate of projected fees and disbursements described in this affidavit. These activities include attending Court for approval of certain disbursements and the Receiver's fees and activities, including the fees of legal counsel described in this affidavit. If the Refinancing does not close as anticipated, I expect that the Receiver and its counsel will have to file a further application for approval of fees and activities.
13. Dentons will issue itemized invoices in respect of additional work done after the Period to be billed against the estimate of projected fees and disbursements. To the extent any amount is not actually billed, funds will be returned to the Receiver and will not be retained by Dentons. If fees exceed the estimate, then in consultation with the Receiver, further Court approval will be sought, or such fees will be written off and not collected. Dentons will not seek payment of any amounts not approved by this Court in accordance with the order appointing the Receiver.
14. In connection with the Activities, Dentons has issued the following invoices in respect of the work performed in connection with this matter during the Period (collectively, the "Invoices"):

Invoice Date	Invoice Number	Invoice Amount
January 31, 2022	3647539	\$36,202.13
March 31, 2022	3659438	\$51,709.34
Projected fees and disbursements	3659438	\$22,400.00
Total:		\$110,311.47

Copies of the Invoices, which have been redacted to protect solicitor-client privilege, are attached collectively as **Exhibit "A"** hereto.

15. I verily believe that the time expended and the legal fees charged are reasonable in light of the services provided and prevailing market rates for legal services of this nature, specifically:

- (a) Dentons has assisted the Receiver with all Activities, assisting in reviewing agreements associated with sales process, shareholders, providing legal advice with respect to certain litigation, preparing court materials, and attending court hearings;
  - (b) Dentons has assumed significant responsibility throughout these proceedings and has worked closely with the Receiver throughout;
  - (c) Dentons has staffed its legal team with experienced insolvency lawyers and properly delegated legal tasks to members of the legal team that had the skills to complete each activity in a cost-effective manner;
  - (d) in working with the Receiver, Dentons has helped the Receiver and stakeholders to resolve disputes, and progress towards a transaction that would see creditors paid and the business of the Respondents continue; and
  - (e) Dentons has been transparent regarding its fees and the Receiver believes that Dentons' fees are reasonable in the circumstances.
16. To the best of my knowledge, information, and belief, the information contained in the Invoices as to:
- (a) the amount of hours worked;
  - (b) the nature of work performed;
  - (c) the identity of the individuals who performed the work; and
  - (d) the rates charged for the work performed,
- is true and correct in all respects.
17. The incurred fees set out in the Invoices were charged at Dentons' standard billing rates in effect from time to time. Disbursements were charged in amounts which were less than or equal to standard charges in accordance with the firm's disbursement policy for clients.
18. Further, to the best of my knowledge, information, and belief, the fees and disbursements of Dentons are fair and reasonable as:
- (a) Dentons' professional fees and disbursements were properly incurred;
  - (b) the work completed by Dentons was delegated to the appropriate professionals in Dentons with the appropriate seniority and hourly rates;
  - (c) Dentons' fees in this matter are consistent with the market for similar firms with the capacity to handle a file of comparable size and complexity;
  - (d) each of the invoices was reviewed for reasonableness at the time of billing;

- (e) the Invoices were provided to the Receiver when rendered and all have been approved by the Receiver; and
- (f) the services were performed by Dentons in a prudent and economical manner.

SWORN (OR AFFIRMED) BEFORE ME at  
Vancouver, BC, on 11/APR/2022.

  
A Commissioner for taking Affidavits within  
British Columbia

  
JOHN SANDRELLI

EMMA T.T.Y. NEWBERY  
*Barrister & Solicitor*  
DENTONS CANADA LLP  
20th Floor, 250 Howe Street  
Vancouver, B.C. V6C 3R8  
Telephone (604) 687-4460

This is **Exhibit "A"** referred to in the Affidavit #1  
of **JOHN SANDRELLI** sworn this 11<sup>th</sup> day  
of April, 2022.

  
A Commissioner for taking Affidavits  
for British Columbia

EMMA T.T.Y. NEWBERY  
*Barrister & Solicitor*  
DENTONS CANADA LLP  
20th Floor, 250 Howe Street  
Vancouver, B.C. V6C 3R8  
Telephone (604) 687-4460

**大成 DENTONS**

Dentons Canada LLP  
20<sup>th</sup> Floor, 250 Howe Street  
Vancouver, BC, Canada V6C 3R8

T 604 687 4460  
F 604 683 5214

dentons.com

Alvarez & Marsal Canada Inc., In its Capacity as Receiver of  
925 West Georgia Street  
Suite 902, Cathedral Place  
Vancouver BC V6C 3L2  
Canada  
Attention: Pinky Law  
Director

**INVOICE # 3647539**

GST/HST # R121996078  
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
January 31, 2022	529227-000022	John Sandrelli

Alvarez & Marsal Canada Inc., In its Capacity as Receiver of  
Re: In the Matter of the Receivership of Community Marine  
Concepts Ltd. et al.

Professional Fees	\$ 30,424.00
Other Fees/Charges & Disbursements	2,030.62
GST (5.0%) on \$31,677.23	1,583.86
PST (7.0%) on \$30,909.23	2,163.65
<b>Total Amount Due</b>	<b><u>\$ 36,202.13</u> CAD</b>

DENTONS CANADA LLP

DocuSigned by:  
Per: John Sandrelli  
E00F00A0D52E41C...

DENTONS CANADA LLP

Alvarez & Marsal Canada Inc., In its Capacity as Receiver of  
Re: In the Matter of the Receivership of Community Marine  
Concepts Ltd. et al.

INVOICE 3647539

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**Payment Options:****Cheques:**

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

**Wire Transfer:**

Bank of Montreal  
1st Canadian Place, Toronto, ON  
Swift Code: BOFMCAM2  
Bank ID: 001 Transit: 00022  
CAD Funds Bank Account: 0004-324

**Credit Card:**

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).

Card No. \_\_\_\_\_ Expiry Date: \_\_\_\_\_ Card Verification Code (CVC): \_\_\_\_\_

Amount: \_\_\_\_\_ Cardholder Name: \_\_\_\_\_

Signature: \_\_\_\_\_

**Internet Banking:**

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at [AR.Canada@dentons.com](mailto:AR.Canada@dentons.com) referencing invoice number and payment amount.

**Interac e-Transfer:**

e-Transfer funds to [AR.Canada@dentons.com](mailto:AR.Canada@dentons.com) referencing invoice number in message. Please use matter number referenced on your invoice as the password. Alternatively, send password to [AR.Canada@dentons.com](mailto:AR.Canada@dentons.com) in separate email.

Please email us at [AR.Canada@dentons.com](mailto:AR.Canada@dentons.com) referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 1.3% per annum on all outstanding amounts over 30 days.



DENTONS CANADA LLP

Alvarez & Marsal Canada Inc., In its Capacity as Receiver of  
 Re: In the Matter of the Receivership of Community Marine  
 Concepts Ltd. et al.

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**Invoice Detail**


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TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending January 31, 2022:

Date	ID	Description of Work	Hours
21-Dec-21	JS	Telephone call with Pinky Law regarding background and review materials and Order.	0.5
22-Dec-21	JS	Review various emails from Pinky Law regarding background litigation and potential engagement of Cox Taylor. Review history of settlement agreement and email advice to Pinky Law. Review totem pole License Agreement and related documents, provide advice to Pinky Law.	1.1
23-Dec-21	JS	Further email advice to Pinky Law regarding various matters.	0.3
04-Jan-22	JS	Review update emails from Pinky Law.	0.2
05-Jan-22	JS	Telephone conference with Todd Martin regarding potential sales process and updates on other operational issues. Consider Bank position and distribution of \$6MM received. Emails with counsel for shareholders.	0.8
06-Jan-22	JS	Telephone call with Todd Martin and Pinky Law regarding potential sales process and updates on other operational issues. Telephone call with Pinky Law and counsel for shareholders.	0.7
07-Jan-22	JS	Various emails regarding sales process.	0.2
10-Jan-22	JS	Review background from Cox Taylor regarding construction litigation and outstanding claims. Telephone conference with Aurora of Cox Taylor and Pinky Law regarding background and updates on litigation. Consider same.	0.8
11-Jan-22	JS	Emails with Blakes regarding security of Bank of Nova Scotia. Co-ordinate security review. Telephone call with Pink Law regarding outstanding litigation.	0.7
11-Jan-22	TJ	Email with John Sandrelli and Emma Newbery regarding receivership and next steps. Review security and pleadings.	0.7
12-Jan-22	JS	ZOOM call with Blakes, BNS and Alvarez & Marsal (A&M) regarding possible listing agents and process. Review summary of listing agent proposals. Telephone call with Pinky Law regarding outstanding litigation. Telephone call with and summarize call with Aurora Falkner Killam. Emails regarding listing contract. Discuss security review with Tevia Jeffries.	1.4
12-Jan-22	TJ	Review file status and next steps. Call with John Sandrelli and Emma Newbery regarding same. Email with John Sandrelli and Emma Newbery regarding same.	1.2
12-Jan-22	ETN	Review documents for security review. Call with John Sandrelli and Tevia Jeffries to discuss security review. Order searches for security review.	1.9
13-Jan-22	JS	Telephone call with counsel for Blue Water Systems and emails with	0.4

DENTONS CANADA LLP

Alvarez & Marsal Canada Inc., In its Capacity as Receiver of  
 Re: In the Matter of the Receivership of Community Marine  
 Concepts Ltd. et al.

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Matter # 529227-000022

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Date	ID	Description of Work	Hours
		counsel regarding litigation and position of Receiver.	
13-Jan-22	TJ	Revise executive listing agreement. Call with Pinky Law regarding same.	3.1
14-Jan-22	JS	Review emails regarding listing with CBRE and sales process issues.	0.3
14-Jan-22	TJ	Call with Pinky Law regarding listing agreement. Revise listing agreement.	2.5
14-Jan-22	AA	Instructions from Emma Newbery regarding multiple searches. Initiate searches for Corporate search, PPR, Bank Act, BIA/CCAA, execution searches and LTO searches. Obtain and compile multiple searches. Start drafting summary search memo.	1.9
14-Jan-22	AA	Continue with drafting search summary memo for Emma Newbery.	2.4
17-Jan-22	JS	Meeting with Tevia Jeffries regarding various action items on Receivership. Emails with inky Law regarding water lots and issues. Review federal and provincial water licenses and Non-Disturbance Agreements. Emails regarding sales process.	0.7
17-Jan-22	TJ	Revise listing agreement. Call with John Sandrelli regarding file status and next steps. Email with receiver regarding same.	2.1
17-Jan-22	AA	Continue with drafting summary of searches. Provide Emma Newbery with compiled searches regarding same.	2.0
18-Jan-22	JS	Email updates from Tevia Jeffries.	0.2
18-Jan-22	TJ	Email with counsel for the shareholders regarding listing of property. Call with Pinky Law regarding Farmer Construction.	0.7
18-Jan-22	ETN	Review security documents and prepare security review.	1.9
19-Jan-22	JS	Email updates from Tevia Jeffries.	0.2
19-Jan-22	AA	Further instructions from Emma Newbery regarding further searches. Conduct same and email to Emma Newbery.	0.4
19-Jan-22	ETN	Continue to prepare security review.	8.5
20-Jan-22	EF	Email from Emma Newbery. Review Crown grant searches. Email to Emma Newbery	0.4
20-Jan-22	TJ	Review and comment on security opinion. Call with Emma Newbery regarding same.	2.2
20-Jan-22	AA	Telephone call from Victoria Land Title Office Crown Lands Division regarding parcel info on certain plan searches. Conduct parcel info search and email to Emma Newbery.	0.3
20-Jan-22	ETN	Continue to review and revise security agreement, including review of certain lease agreements.	4.4
21-Jan-22	JS	Emails with A&M regarding timing of listing and sales process.	0.2
21-Jan-22	TJ	Revise security opinion. Call with Emma Newbery regarding same.	2.1
21-Jan-22	AA	Further instructions from Emma Newbery regarding search summary. Email to Emma Newbery regarding same.	0.2
21-Jan-22	ETN	Continue to review and revise security review, including searches of GATOR. Call with Tevia Jeffries to discuss the security review.	3.4
24-Jan-22	JS	Attend MS Teams call with A&M regarding sales process and email	0.4

DENTONS CANADA LLP  
 Alvarez & Marsal Canada Inc., In its Capacity as Receiver of  
 Re: In the Matter of the Receivership of Community Marine  
 Concepts Ltd. et al.

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Matter # 529227-000022

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Date	ID	Description of Work	Hours
		from counsel for shareholders.	
24-Jan-22	TJ	Call with Todd Martin, Pinky Law, John Sandrelli and Emma Newbery regarding shareholder refinancing. Call with Pinky Law and Emma Newbery regarding security opinion.	1.1
24-Jan-22	AA	Email instructions from Emma Newbery regarding further searches on certain entity. Conduct searches accordingly. Further search request from Emma Newbery and email results.	0.6
24-Jan-22	ETN	Prepare search summary schedule. Review and revise security review. Call with A&M to discuss sales process and security review.	4.0
25-Jan-22	JS	Discuss security review with Emma Newbery.	0.2
25-Jan-22	TJ	Revise security opinion. Email with Pinky Law regarding redemption amounts.	0.6
25-Jan-22	ETN	Finalize security review.	2.0
27-Jan-22	JS	Review security opinion and discuss with Emma Newbery. Finalize same.	0.4
27-Jan-22	ETN	Finalize security review and email to A&M.	1.3
28-Jan-22	JS	Review emails with counsel for shareholders and review emails with A&M. Consider next steps.	0.3
28-Jan-22	TJ	Call and email with Pinky Law regarding shareholder offer. Call and email with Glen Forrester regarding same.	0.4
31-Jan-22	JS	Review various emails regarding follow up with counsel for shareholders and listing property.	0.3
31-Jan-22	TJ	Email and call to shareholder's counsel regarding payout amounts. Email with Todd Martin and Pinky Law regarding same.	0.5
<b>Total</b>			<b>63.1</b>

Timekeeper	ID	Title	Hours	Rate	Fees
Avic Arenas	AA	Paralegal	7.8	245.00	1,911.00
Emma Newbery	ETN	Associate	27.4	380.00	10,412.00
Emmanuel Fung	EF	Associate	0.4	475.00	190.00
John Sandrelli	JS	Partner	8.4	775.00	6,510.00
John Sandrelli	JS	Partner	1.9	750.00	1,425.00
Tevia Jeffries	TJ	Partner	17.2	580.00	9,976.00
<b>Total</b>			<b>63.1</b>		<b>\$30,424.00</b>

**TOTAL PROFESSIONAL FEES****\$ 30,424.00****TAXABLE OTHER FEES/CHARGES**

BCO/LTSA service charge  
 File Opening Fee

\$ 460.23  
 25.00

DENTONS CANADA LLP  
Alvarez & Marsal Canada Inc., In its Capacity as Receiver of  
Re: In the Matter of the Receivership of Community Marine  
Concepts Ltd. et al.

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<b>TOTAL TAXABLE OTHER FEES/CHARGES</b>	<b>\$ 485.23</b>
<b>TAXABLE DISBURSEMENTS</b>	
Agent Fees/Account	\$ 768.00
<b>TOTAL TAXABLE DISBURSEMENTS</b>	<b>\$ 768.00</b>
<b>NON-TAXABLE DISBURSEMENTS</b>	
B.C. LTSA search*	\$ 592.39
BC Online Registration*	185.00
<b>TOTAL NON-TAXABLE DISBURSEMENTS</b>	<b>\$ 777.39</b>
<b>TOTAL OTHER FEES/CHARGES AND DISBURSEMENTS</b>	<b><u>2,030.62</u></b>
<b>TOTAL FEES, OTHER FEES/CHARGES AND DISBURSEMENTS</b>	<b>\$ 32,454.62</b>
<b>TAXES</b>	
GST (5.0%) on Taxable Disbursements of \$1,253.23	\$ 62.66
GST (5.0%) on Professional Fees of \$30,424.00	1,521.20
PST (7.0%) on Professional Fees of \$30,424.00	2,129.68
PST (7.0%) on Taxable Disbursements of \$485.23	33.97
<b>TOTAL TAXES</b>	<b><u>3,747.51</u></b>
<b>TOTAL AMOUNT DUE</b>	<b><u>\$ 36,202.13 CAD</u></b>

# ENCLOSURE

<b>Account #:</b> DEN100	<b>Contact:</b> Avic Arenas	MI1-D4
<b>Firm:</b> Dentons Canada LLP	<b>Phone:</b> 604 622 5150	10DT-DA
<b>Address:</b> 250 Howe St - 20th Floor Vancouver, BC V6C 3R8	<b>Fax:</b> 604 683 5214	12BE-DA
	<b>Email:</b> avic.arenas@dentons.com	2DT-DA
		3WA-DA

<b>FILE REF:</b> 529227-22	<b>Date:</b> 01/14/2022 AR Website
<b>New Westminster : Bailiff Searches</b>	<b>INVOICE #: W271907</b>

**Client Instructions:** Lower Mainland and Vancouver Island - Bailiff Search for:

**Bailiff/Outstanding Execution:** Lower Mainland, Vancouver Island

**Case Notes:**

01/14/2022 - 02:24:57 PM - AR

Community Marine Concepts Ltd.  
Eternaland Yuheng Investment Holding Ltd.  
0736657 B.C. Ltd.  
Victoria International Marine Ltd.  
Dong Xia Zhang  
Hao Ran Zhang

Description	Non-Taxable Disb.	Taxable Disb.	Taxable Fees
Bailiff	0.00	309.00	200.00
<b>SUBTOTALS</b>	0.00	309.00	200.00
<b>TAXABLE TOTAL</b>			509.00
<b>GST 105630594RT</b>			25.45
<b>NON-TAXABLE TOTAL</b>			0.00
<b>Total</b>			534.45
<b>Thank You</b>			

SEE TERMS AND CONDITIONS ON REVERSE  
PLEASE REMIT PAYMENT TO OUR NEW WESTMINSTER OFFICE

Date 17 | 01 | 22 AR  
DD MM YY

99 Sixth Street, New Westminster, BC Canada V3L 5H8 Tel: 604-659-8600 1-800-553-1936 Fax: 604-525-2593  
840 Howe St - Suite 100, Vancouver, BC Canada V6Z 2L2 Tel: 604-659-8700 1-800-806-2788 Fax: 604-682-5793  
1207 Douglas St - Suite 512, Victoria, BC Canada V8W 2E7 Tel: 250-405-6000 1-800-667-7767 Fax: 250-383-1614

**大成 DENTONS**

Dentons Canada LLP  
20<sup>th</sup> Floor, 250 Howe Street  
Vancouver, BC, Canada V6C 3R8

T 604 687 4460  
F 604 683 5214

dentons.com

10

Alvarez & Marsal Canada Inc., In its Capacity as Receiver of  
925 West Georgia Street  
Suite 902, Cathedral Place  
Vancouver BC V6C 3L2  
Canada  
Attention: Pinky Law  
Director

**INVOICE # 3659438**

GST/HST # R121996078  
QST # 1086862448 TQ 0001

<u>Date</u>	<u>Matter Number</u>	<u>Lawyer</u>
March 31, 2022	529227-000022	John Sandrelli

Alvarez & Marsal Canada Inc., In its Capacity as Receiver of  
Re: In the Matter of the Receivership of Community Marine  
Concepts Ltd. et al.

Professional Fees	\$ 45,959.50
Estimated Fees	<u>20,000.00</u>
Net Professional Fees	\$ 65,959.50
Disbursements	<u>226.88</u>
GST (5.0%) on \$66,115.60	3,305.79
PST (7.0%) on \$65,959.50	<u>4,617.17</u>
<b>Total Amount Due</b>	<b><u>\$ 74,109.34</u> CAD</b>

DENTONS CANADA LLP

DocuSigned by:  
Per: John Sandrelli  
E09F08AB052E410  
John Sandrelli

DENTONS CANADA LLP

Alvarez & Marsal Canada Inc., In its Capacity as Receiver of  
Re: In the Matter of the Receivership of Community Marine  
Concepts Ltd. et al.

INVOICE 3659438

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**Payment Options:****Cheques:**

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

**Wire Transfer:**

Bank of Montreal  
1st Canadian Place, Toronto, ON  
Swift Code: BOFMCAM2  
Bank ID: 001 Transit: 00022  
CAD Funds Bank Account: 0004 324

**Credit Card:**

Payments are accepted via telephone, email or fax. We accept American Express, MasterCard or Visa (please circle one).  
Card No: \_\_\_\_\_ Exp. Date: \_\_\_\_\_ Card Verification Code (CVC): \_\_\_\_\_  
Amount: \_\_\_\_\_ Cardholder Name: \_\_\_\_\_  
Signature: \_\_\_\_\_

**Internet Banking:**

Accepted at most financial institutions. Your payee is Dentons Canada LLP and your account number is 529227. Please email us at [AR.Canada@dentons.com](mailto:AR.Canada@dentons.com) referencing invoice number and payment amount.

**Interac e Transfer:**

e Transfer funds to [AR.Canada@dentons.com](mailto:AR.Canada@dentons.com) referencing invoice number in message. Auto deposits setup on our accounts and therefore no password required.

Please email us at [AR.Canada@dentons.com](mailto:AR.Canada@dentons.com) referencing invoice number and payment amount.

Payment due on receipt. Interest will be charged at the rate of 8% per annum on all outstanding amounts over 30 days.



DENTONS CANADA LLP

Alvarez & Marsal Canada Inc., In its Capacity as Receiver of  
 Re: In the Matter of the Receivership of Community Marine  
 Concepts Ltd. et al.

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**Invoice Detail**


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TO PROFESSIONAL SERVICES RENDERED in connection with the above noted matter for the period ending March 31, 2022:

Date	ID	Description of Work	Hours
01-Feb-22	JS	Updates from Pinky Law on sales process.	0.2
02-Feb-22	TJ	Email with Glen Forrester regarding sale process. Email with client regarding same.	0.9
03-Feb-22	TJ	Email with shareholder's counsel regarding payment to Bank. Email and call with Receiver regarding same and interim distributions.	0.7
07-Feb-22	JS	Discussion with Tevia Jeffries regarding various updates and action items.	0.4
07-Feb-22	TJ	Email and call with Receiver regarding open issues and next steps. Email to Glen Forrester regarding sale process.	0.8
08-Feb-22	TJ	Calls with Pinky Law regarding next steps. Call with Glen Forrester regarding repayment of amounts owing by debtors.	0.7
09-Feb-22	TJ	Email with Pinky Law regarding redemption. Email with Glen Forrester regarding same.	0.3
10-Feb-22	JS	Review various emails regarding possible pay down of loan and emails with Tevia Jeffries regarding same.	0.3
16-Feb-22	TJ	Draft form of Offer. Call with Pinky Law regarding same.	1.4
17-Feb-22	TJ	Draft form of Offer.	1.7
22-Feb-22	TJ	Call with Pinky Law regarding form of asset purchase agreement. Revise asset purchase agreement.	1.6
23-Feb-22	ZK	Call with Tevia Jeffries regarding lease review for purchaser obligations upon assignment. Review Leasehold Interest ED035862-63. Review Harbour Lease W18371388. Review Provincial Lease V927098. Draft memo of research results.	1.8
23-Feb-22	TJ	Revise form of Asset Purchase Agreement.	5.9
23-Feb-22	AA	Obtain builder's lien documents from LTSA and email to Emma Newbery regarding same.	0.2
23-Feb-22	ETN	Email with Tevia Jeffries regarding marine mortgages.	0.6
25-Feb-22	ZK	Revise draft memo of research results. Email to Tevia Jeffries regarding memo of research results.	2.0
25-Feb-22	TJ	Revise form of Asset Purchase Agreement.	1.4
28-Feb-22	TJ	Revise form of Offer. Email with Pinky Law regarding same. Email with Mikaila Mauro regarding Guyon action. Call with Peter Bychawski, Todd Martin, Pinky Law, [REDACTED] regarding update to proceedings.	1.9
28-Feb-22	ETN	Research stay of proceedings in Receiverships. Email regarding the same.	0.8

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Date	ID	Description of Work	Hours
01-Mar-22	TJ	Call with Mikaila Mauro regarding Guyan action. Revise form of Offer. Call and email with Aurora Faulkner regarding Farmer action. Revise email to Farmer counsel. Email with Pinky Law regarding outstanding items.	3.8
02-Mar-22	TJ	Call with Peter Bychawski regarding shareholder group. Review correspondence with counsel for shareholder group.	0.5
04-Mar-22	JS	Consider various update emails on sales process and other matters.	0.2
04-Mar-22	TJ	Call with Pinky Law regarding Glen Forrester communication. Draft letter to Glen Forrester.	2.1
07-Mar-22	JS	Review emails from counsel for shareholders and Loan Agreement. Emails to A&M and Tevia Jeffries regarding the same.	0.3
07-Mar-22	TJ	Review and consider email and loan document from Glen Forrester. Email with client regarding same.	1.1
08-Mar-22	JS	Review update emails regarding loan and security and issues.	0.3
08-Mar-22	TJ	Email and call with Pinky Law regarding shareholder group loans. Call with Glen Forrester regarding same. Call with Taghd Egan regarding same. Draft letter to Glen Forrester regarding same. Email with Todd Martin and Pinky Law regarding next steps.	5.2
09-Mar-22	JS	Review update emails.	0.2
09-Mar-22	AA	Instructions from Tevia Jeffries regarding request for title searches. Review materials from A&M. Conduct LTO searches on two properties. Email to Tevia Jeffries with noted spelling error on one of properties reflected in the Loan Agreement. Upload searches accordingly.	0.3
10-Mar-22	TJ	Call with Peter Bychawski regarding Yeakon loan. Call with Pinky Law regarding refinancing. Call with Brenda Lightbody regarding refinancing. Call with Dan Nugent regarding refinancing.	2.5
11-Mar-22	TJ	Call with Glen Forrester regarding redemption. Call with Peter Bychawski regarding same. Email with counsel for the directors regarding same. Review refinancing term sheets. Meet with Eamonn Watson regarding steps for refinancing.	3.7
11-Mar-22	EFW	Call with Tevia Jeffries regarding transaction sequencing and varying receivership order to enable financing proposal.	0.6
14-Mar-22	TJ	Call with Glen Forrester regarding refinancing.	0.3
15-Mar-22	TJ	Email with Peter Bychawski and Glen Forrester regarding refinancing and sale process. Email with lender group regarding same. Call with Glen Forrester regarding same. Call with Pinky Law regarding same.	1.7
16-Mar-22	TJ	Call with Glen Forrester regarding refinancing. Call with Peter Bychawski regarding same. Call with Glen Forrester, Peter Bychawski, Tadhg Egan, Brenda Lightbody, Hana Holbrook regarding same. Email with client regarding same.	2.6
17-Mar-22	JS	Review update emails from Tevia Jeffries and consider.	0.3
17-Mar-22	TJ	Call with Pinky Law regarding refinancing efforts. Call with Aurora Faulkner Killam regarding liens.	1.5

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Date	ID	Description of Work	Hours
18-Mar-22	TJ	Call with Aurora Faulkner Killam and Glen Forrester regarding discharge of liens. Email with Pinky Law regarding CBRE requests. Revise form of offer.	1.0
21-Mar-22	JS	Review update email from Tevia Jeffries and consider.	0.3
21-Mar-22	TJ	Call with Glen Forrester regarding application for financing approval. Call with Pinky Law regarding same. Email with counsel for Receiver regarding application for approval of fees and activities. Prepare application for approval of fees and activities.	2.8
22-Mar-22	TJ	Call with Brenda Lightbody regarding Crown non-disturbance agreements. Email with Brenda Lightbody regarding same. Email with Pinky Law regarding same.	1.4
22-Mar-22	ETN	Revise affidavits in support of taxation. Attend to the commissioning of the A&M affidavit. Prepare pleadings for filing.	2.4
23-Mar-22	TJ	Draft indemnity. Email with Pinky Law regarding status of refinancing.	2.0
23-Mar-22	AA	Draft Notice of Application and supporting affidavits for A&M	1.6
24-Mar-22	TJ	Call with Pinky Law regarding refinancing and sale process statuses. Email with counsel for shareholder group regarding same. Email with Aurora Faulkner Killam regarding updates.	1.2
25-Mar-22	JS	Review various updates on potential payout and possible court application for approval and discharge.	0.3
25-Mar-22	TJ	Call with Glen Forrester regarding order approving transaction. Draft application for approval of fees and activities. Call with Pinky Law regarding status update and next steps.	4.7
25-Mar-22	AA	Continue with drafting materials regarding passing of accounts of the Receiver. Email to Tevia Jeffries.	0.9
26-Mar-22	TJ	Draft application for approval of fees and disbursements.	1.4
27-Mar-22	TJ	Draft application for approval of fees and disbursements.	1.6
28-Mar-22	TJ	Revise proposed distribution and approval order. Call with Pinky Law regarding same. Email with Glen Forrester regarding same.	2.0
29-Mar-22	TJ	Consider communication from tenant regarding lease. Review emails from Glen Forrester.	0.5
30-Mar-22	JS	Brief review of draft materials for court application to approve fees and payments.	0.4
30-Mar-22	TJ	Review and comment on draft pleadings from Glen Forrester. Call and email with Glen Forrester regarding same. Call with Peter Bychawski regarding status. Email with Aurora Faulkner-Killam and Glen Forrester regarding outstanding litigations.	2.9
31-Mar-22	JS	Further review of updates from Tevia Jeffries and consider.	0.3
31-Mar-22	TJ	Call with Pinky Law regarding refinancing. Email with Glen Forrester regarding pleadings in support of refinancing. Revise pleadings in support of fees and activities application.	4.8
31-Mar-22	TJ	Anticipated Fees - to wrap up the Receivership.	0.0

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Date	ID	Description of Work	Hours
31-Mar-22	TJ	Anticipated Fees - to wrap up the Receivership.	0.0
		<b>Total</b>	<b>83.3</b>

Timekeeper	ID	Title	Hours	Rate	Fees
Avic Arenas	AA	Paralegal	3.0	245.00	735.00
Eamonn Watson	EFW	Associate	0.6	360.00	216.00
Emma Newbery	ETN	Associate	3.8	380.00	1,444.00
John Sandrelli	JS	Partner	3.5	775.00	2,712.50
Tevia Jeffries	TJ	Partner	68.6	580.00	39,788.00
Zephi Kramer	ZK	Student	3.8	280.00	1,064.00
<b>Total</b>			<b>83.3</b>		<b>\$45,959.50</b>

<b>TOTAL PROFESSIONAL FEES</b>	<b>\$ 45,959.50</b>
Estimated Fees	<u>20,000.00</u>
<b>NET PROFESSIONAL FEES</b>	<b>\$ 65,959.50</b>

**TAXABLE DISBURSEMENTS**

Bank of Canada Searches	\$ 100.10
Bankruptcy Search/Cert.	56.00
<b>TOTAL TAXABLE DISBURSEMENTS</b>	<b>\$ 156.10</b>

**NON-TAXABLE DISBURSEMENTS**

B.C. LTSA search*	\$ 51.78
BC Online Registration*	19.00
<b>TOTAL NON-TAXABLE DISBURSEMENTS</b>	<b>\$ 70.78</b>

<b>TOTAL DISBURSEMENTS</b>	<b>\$ 226.88</b>
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<b>TOTAL FEES AND DISBURSEMENTS</b>	<b>\$ 66,186.38</b>
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**TAXES**

GST (5.0%) on Professional Fees of \$65,959.50	\$ 3,297.98
GST (5.0%) on Taxable Disbursements of \$156.10	7.81
PST (7.0%) on Professional Fees of \$65,959.50	<u>4,617.17</u>
<b>TOTAL TAXES</b>	<b><u>7,922.96</u></b>

<b>TOTAL AMOUNT DUE</b>	<b><u>\$ 74,109.34 CAD</u></b>
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