



*This is the 1<sup>st</sup> affidavit made in this case by  
Chris Bowra, sworn June 10, 2024*

COURT FILE NO. VLC-S-S-238583  
VANCOUVER REGISTRY

**IN THE SUPREME COURT OF BRITISH COLUMBIA**

**IN THE MATTER OF THE RECEIVERSHIP OF  
HBJR HOLDINGS LTD.**

THE TORONTO-DOMINION BANK

PETITIONER

**AND**

HBJR HOLDINGS LTD.

RESPONDENT

**AFFIDAVIT**

I, CHRIS BOWRA, Chartered Professional Accountant, of 1100 – 1055 West Georgia Street, in the City of Vancouver, in the Province of British Columbia, MAKE OATH AND SAY AS FOLLOWS:

1. I am a Licensed Insolvency Trustee and Vice President at BDO Canada Limited, the court-appointed Receiver (the "**Receiver**") of the assets, undertakings and properties of HBJR Holdings Ltd. (the "**Company**") pursuant to the Order of Justice Wilkinson pronounced on December 21, 2023 (the "**Receivership Order**"), and as such I have personal knowledge of the facts and matters hereinafter deposed to, except where stated to be on information and belief and where so stated I verily believe it to be true.

2. This affidavit is intended to be read in conjunction with the Receiver's Second Report to Court (the "**Second Report**") filed with this Affidavit, and is intended to specifically address the Receiver's accounts in respect of this matter.
3. In particular, by virtue of paragraph 22 of the Receivership Order the Receiver and its legal counsel shall pass their accounts and, for this purpose, the accounts of the Receiver and its legal counsel are referred to a judge of the Supreme Court of British Columbia, which passing may be heard on a summary basis.
4. The purpose of this Affidavit, when read with the Receiver's First Report dated March 28, 2024 and the Second Report (together the "**Reports**"), is to advise the Court as to the factors commonly considered by the Court for the purpose of considering the activities of the Receiver and its accounts and passing them summarily in that respect.
5. I am the principal author of the Reports and the facts set out therein are, to the best of my knowledge, true and accurate.

**The Receiver's Accounts:**

6. On a regular basis, the Receiver rendered accounts to the secured creditor, The Toronto-Dominion Bank ("**TD**").
7. Based upon my review of the time recordings, I confirm that the work as described therein was undertaken and was, in my opinion, necessary in order for the Receiver to fulfill its duties and obligations under the Receivership Order.

8. The work undertaken by the Receiver's personnel was done under my direct supervision and where appropriate, the work was delegated. Further, each of the disbursements paid by the Receiver was necessarily incurred in order for the Receiver to fulfill its obligations and incurred in accordance with my instructions.
9. For the period of December 21, 2023 to May 17, 2024, a summary of the Receiver's fees and disbursements were:

	\$
Fees	150,256
Disbursements	295
GST	<u>7,527</u>
Total	<u>158,078</u>

10. A summary and copies of the Receiver's accounts are attached hereto and marked as **Exhibit "A"**. The Receiver's accounts have been approved by TD.
11. A summary of the time spent on this assignment by members of BDO Canada Limited for the period December 21, 2023 to May 17, 2024 is summarized below.

Name	Title	Average Hourly Rate (\$)	Hours
J. Rodrigues	Partner	660	8.70
C. Bowra	Vice President	495	142.00
M. Chan	Sr. Manager	400	0.20
T. Chesley	Sr. Analyst	275	250.05
Administration		200	26.90
<b>Total</b>			<u>427.85</u>

12. In addition, the Receiver anticipates further accounts of up to \$10,000 from May 18, 2024 to the conclusion of this matter, including in respect of the Receiver's discharge application.

13. In the Receiver's opinion, the time and disbursements incurred in the course of its duties are:

- a. Comparable to receivership assignments of similar scale and complexity; and
- b. Necessary in order for the Receiver to fulfill its obligations.

14. The hourly rates charged by the Receiver are:

- a. Consistent with the hourly rates billed by the Receiver on other engagements; and,
- b. Consistent with other insolvency firms of comparable size engaged on similar receivership matters to the Receiver's knowledge in the province of British Columbia.

15. The Receiver retained the services of Owen Bird Law Corporation ("**Owen Bird**") to act as its counsel in respect of this receivership.

16. For the period of January 4, 2024, to June 3, 2024, a summary of Owen Bird's fees and disbursements were:

	\$
Fees	35,888
Disbursements	385
PST	2,512
GST	1,806
<b>Total</b>	<u>40,591</u>

17. A summary and copies of Owen Bird's accounts are attached hereto and marked as **Exhibit "B"**.



18. A summary of the time spent on this assignment by members of Owen Bird for the period January 4, 2024, to June 3, 2024 is summarized below:

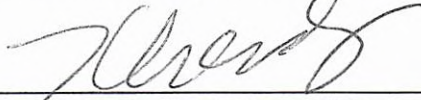
Name	Average Hourly Rate (\$)	Hours	Fees
S. Stephens	550	28.00	15,400
K. S. Spotzl	450	5.70	2,565
H. Frydenlund	380	10.60	4,028
P. Weafer	360	33.90	12,204
B. Milligan	245	6.90	1,691
<b>Total</b>		85.10	35,888

19. In addition, Owen Bird anticipates further accounts for legal services of up to \$10,000 from June 4, 2024 to the conclusion of this matter, including in respect of the Receiver's discharge application.

20. It is the Receiver's view that the fees and disbursements of Owen Bird are fair, reasonable and justified in the circumstances, and accurately reflect the work done at the request of and on behalf of the Receiver.


21. This affidavit is made in support of an application for an Order approving, among other things, the activities of the Receiver, the fees and disbursements of the Receiver and its legal counsel, and the discharge of the Receiver.

SWORN BEFORE ME at the City  
of Vancouver, in the Province of British  
Columbia, this 10 day of June, 2024



A Commissioner for taking Affidavits  
within British Columbia

**Troy Brent Chesley**  
A Commissioner for Taking Affidavits  
for British Columbia  
Commission expires August 31, 2026

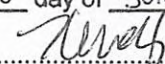
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IN THE MATTER OF THE RECEIVERSHIP OF  
HBJR Holdings Ltd.  
Summary of BDO Canada Limited's Invoices  
For the Period December 21, 2023 to May 17, 2024

Period	Invoice	Fees	Disbursements	GST	Total
December 21, 2023 to January 31, 2024	CINV2826066	\$ 89,391.75	\$ -	\$ 4,469.59	\$ 93,861.34
February 1, 2024 to May 17, 2024	CINV2938200	\$ 60,864.00	\$ 295.00	\$ 3,056.95	\$ 64,215.95
		\$ 150,255.75	\$ 295.00	\$ 7,526.54	\$ 158,077.29

This is Exhibit "A" referred to in the  
affidavit of Chris Bowen  
sworn before me at Vancouver  
this 10 day of June, 2024

  
.....  
A Commissioner for taking Affidavits  
for British Columbia

**Troy Brent Chesley**  
A Commissioner for Taking Affidavits  
for British Columbia  
Commission expires August 31, 2026



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Unit 1100-Royal Centre  
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PO Box 11101  
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HBJR Holdings Ltd  
c/o BDO Canada Limited  
Unit 1100-Royal Centre  
1055 West Georgia Street  
PO Box 11101  
Vancouver, BC V6E 3P3

<b>Date</b>	<b>Invoice</b>
April 17, 2024	CINV2826066

**RE: HBJR Holdings Ltd. - Receivership**

**TO OUR FEE FOR PROFESSIONAL SERVICES** rendered in connection with our engagement as Receiver of HBJR Holdings Ltd., for the period December 21, 2023 to January 31, 2024.

Our Fee	\$	89,391.75
GST/HST (5%)		4,469.59
<b>TOTAL</b>	<b>\$</b>	<b>93,861.34</b>

**Summary of Time Charges:**

	Hours	Rate	Amount
J. Rodrigues, Partner	6.20	660.00	4,092.00
C. Bowra, Vice President	90.30	495.00	44,698.50
M. Chan, Sr. Manager	0.20	400.00	80.00
T. Chesley, Sr. Analyst	138.55	275.00	38,101.25
T. Kelly, Admin	0.10	200.00	20.00
C. Casco, Admin	2.20	200.00	440.00
R. Bartolini, Admin	0.60	200.00	120.00
L. Demchuk, Admin	9.20	200.00	1,840.00
Total	247.35		\$ 89,391.75



Staff	Date	Comments	Hours
J. Rodrigues	21-Dec-23	Discussion with C. Bowra regarding file; Other matters.	1.5
T. Chesley	21-Dec-23	Draft Form 87, calls with management, cash flow forecasting.	7.3
L. Demchuk	21-Dec-23	Correspondence with C. Bowra; set up new file in Ascend.	1.5
C. Bowra	21-Dec-23	Review of 3PL contract, various discussions with TD Bank and the Company. Review of information provided by the Company. Discussions regarding cash flow forecasting.	4.5
T. Chesley	22-Dec-23	Analysis of options going forward with receivership. Calls with management. Cashflow forecasting and triage of priority payables. Filing appointment documents.	7.5
C. Bowra	22-Dec-23	Discussion with MAI 3PL. Discussions with B. Segal. Discussion with legal counsel. Discussions with auctioneers. Review and discussions regarding options analysis. Discussion with TD Bank. Review and edit cash flow projection.	8.1
C. Bowra	26-Dec-23	Update cash flow projection and forward to Company.	0.6
C. Bowra	27-Dec-23	Discussion with Ted Scislawski of MAI Fulfillment. Discussion with TD US legal department. Review of information provided by MAI Fulfillment. Discussion with Brandon Segal. Discussion with NRI. Update cash flow projection. Update going concern option analysis.	3.1
L. Demchuk	28-Dec-23	Import creditor list to Ascend; transfer estate; submit new bank account request; set up bank account in Ascend and prepare wire payment instructions.	1.5
T. Chesley	28-Dec-23	Draft Receiver's certificate. Options analysis update. Inventory report conversion.	2.0
C. Bowra	28-Dec-23	Discussion with TD Bank US. Review and discussions regarding analysis, finalize and send to TD Bank. Discussion with legal counsel. Discussion with HUB Insurance. Discussions and correspondence with 3rd party warehouses. Review of inventory listings. Various correspondence with management.	3.8
C. Bowra	29-Dec-23	Discussions with TD Bank. Discussions with B. Segal. Discussion with HUB Insurance. Discussion with employee. Correspondence with 3PL's. Correspondence with accountant.	2.5
L. Demchuk	2-Jan-24	Mail receivership notices to creditors.	0.8
T. Chesley	2-Jan-24	Call with accountant. Payroll set up with Ceridian access. Newspaper ad. Analysis of options updates. Forwarding creditor mailout.	6.4
J. Rodrigues	2-Jan-24	Discussion regarding sale process, liquidation offers; identification of potential liquidators; other matters.	1.3
C. Bowra	2-Jan-24	Review of inventory listings from NRI. Discussion with accountant. Discussion with legal counsel. Discussions and correspondence with management. Review of income statements and analysis regarding the same. Discussions regarding sales process and prospective purchasers.	5.2
L. Demchuk	3-Jan-24	Draft and execute affidavit for creditor mailout.	0.2



Staff	Date	Comments	Hours
T. Chesley	3-Jan-24	Solicitation of offers on assets and calls with customers, potential strategic purchasers and liquidators. Draft website publication.	6.0
C. Bowra	3-Jan-24	Review of inventory reports. Update list of prospective purchasers. Discussions and correspondence with management. Discussion with legal counsel. Review of information provided by the Company.	7.3
T. Chesley	4-Jan-24	Call with employee. Draft contractor agreement for management. Draft information request list. Correspondence with accountant. Call with management. Cash flow forecasting.	5.1
C. Bowra	4-Jan-24	Discussion with TD. Discussions regarding outstanding items. Discussions with employees and management. Discussion with legal counsel. Discussions with 3PL's. Discussions and correspondence with TD US Bank. Review of information provided by the Company.	5.8
T. Chesley	5-Jan-24	Call with IT company. Draft and place sales ad with Insolvency Insider. Summarize and share information with prospective purchaser. Prepare payroll register and draft cheque payments. ERP set up and correspondence with provider.	5.0
C. Bowra	5-Jan-24	Discussions with TD Bank US. Discussions regarding sales process. Discussion with legal counsel. Review of bank transactions. Discussion and correspondence with warehouses. Discussions with management. Discussions with prospective purchasers.	4.4
J. Rodrigues	8-Jan-24	Asset realization and offers/Sales process.	0.4
L. Demchuk	8-Jan-24	Record receipt in Ascend; correspondence with T. Chesley.	0.2
T. Chesley	8-Jan-24	Draft request list for management. Calls with ERP provider regarding payment status and obtaining access to same. Reviewing financial information within ERP. Calls with management regarding website status, process for making changes. Discussion on Shopify commission payments. Draft contractor agreement for management. Draft and send out payment requests. Correspondence with Insolvency Insider regarding nature and timing of sales ad.	5.7
C. Bowra	8-Jan-24	Discussion with accountant. Discussions with management. Discussion with Xorosoft. Discussion with legal counsel. Various correspondence with accountant and management.	4.3
C. Casco	9-Jan-24	Set up US bank account in Ascend and other banking tasks.	0.5
L. Demchuk	9-Jan-24	Enter payables for processing; discussion, correspondence with C. Bowra re banking matters; correspondence with T Hanson and W Templeton.	0.7
T. Chesley	9-Jan-24	Call with management. Draft additional request lists. Correspondence with CBSA regarding import tax. CRA represent a client access and walkthrough with management on set up on the same. Review of tax compliance status for open CRA accounts. Inventory list compilation for interested parties and data cleanup. Discussion with management on the same. Request user listing from third-party IT provider.	6.3
C. Bowra	9-Jan-24	Discussion with TD US Bank. Discussion with MAI. Discussion with management. Review of inventory reports. Review of orders to be	6.3



Staff	Date	Comments	Hours
		cancelled in Canada. Discussion with legal counsel. Discussions with prospective purchasers.	
C. Bowra	10-Jan-24	Discussion with MAI. Review of inventory reports. Discussion with management. Discussions and correspondence with prospective purchasers. Discussions with the accountant. Update payment information for Shopify.	5.9
T. Chesley	10-Jan-24	Call with management. Call with CBSA regarding duty drawback possibility. Soliciting offers for the Company's assets. Further refining and changes to inventory list and comparison of 3PL reports to Company's internal records. Call with IT company and subsequent requests and other correspondence.	7.1
M. Chan	10-Jan-24	Employee WEPP procedure with T. Chesley.	0.1
J. Rodrigues	10-Jan-24	Asset realization. Internal discussion re: offers/sale options. Liquidator interest in inventory. Other matters.	1.0
L. Demchuk	10-Jan-24	Enter receipts for deposit; scan and save support to file; emails, correspondence with C. Sword, C. Casco, C. Bowra; discussion with bank teller, matters related to issue with deposit of USD cheques.	1.3
C. Bowra	11-Jan-24	Discussions with management. Review of A/R listing. Compile list of domains and trademarks. Discussions with prospective purchasers.	3.8
T. Chesley	11-Jan-24	Soliciting offers for the Company's inventory. Calls on same with prospective purchasers. Calls with IT team. Draft payment request. Correspondence with former employees. Website updates. Internal discussions on next steps.	7.9
L. Demchuk	11-Jan-24	Emails re banking matters.	0.3
T. Chesley	12-Jan-24	Securing social media accounts. Call with employee. Call with IT company. Calls with sales contractors. Call with Service Canada regarding ROEs. Call with the Company's former trademark counsel. Analysis for required CAD sales. Responses to contractor questions.	7.2
C. Bowra	12-Jan-24	Discussions with management. Discussions with legal counsel. Discussions with sales reps. Discussion and correspondence with NRI.	2.9
J. Rodrigues	15-Jan-24	Asset realization.	0.3
T. Chesley	15-Jan-24	Calls with management. Review of company records. Updating IT access for users and various IT matters. Password resets and coordinating email changeover for retained management. Correspondence with prospective purchasers.	6.5
C. Bowra	15-Jan-24	Transfer funds held in PayPal account. Discussions with management. Discussion with accountant. Compile asset listing.	2.4
C. Casco	16-Jan-24	Set up payables and print cheques.	0.3
T. Chesley	16-Jan-24	Correspondence and calls with numerous prospective purchasers. Follow ups with contacts on purchaser list. Calls with management. Draft payment requests.	6.2
J. Rodrigues	16-Jan-24	Asset realization.	0.3





Staff	Date	Comments	Hours
C. Bowra	16-Jan-24	Discussion with TD Bank US. Review of bank transactions. Update banking information with Shopify. Discussions with prospective purchasers. Discussion with legal counsel. Discussion with TD. Discussions and correspondence with management and accountant. Provide update on sales process to TD.	4.5
R. Bartolini	17-Jan-24	Courier to MAI.	0.2
C. Bowra	17-Jan-24	Discussion with MAI. Correspondence with TD. Correspondence with management.	0.6
T. Chesley	17-Jan-24	Correspondence with prospective purchasers. Accounts receivable collection summary.	1.5
L. Demchuk	17-Jan-24	Enter and process payables; correspondence with C. Sword, J. Furneaux regarding payables for printing and mailing.	0.3
C. Bowra	18-Jan-24	Review of bank deposits. Correspondence with insurance. Discussions regarding PayPal and Shopify accounts and make changes to accounts. Discussion with legal counsel. Discussions and correspondence with management and accountant. Review of offer received.	3.8
T. Chesley	18-Jan-24	Call with CRA regarding GST account status and subsequent fax correspondence. Banking matters and receipt of payments. Call with management. Research Shopify terms for summary for prospective purchasers. IT matters.	7.5
C. Casco	19-Jan-24	Request bank activities.	0.2
L. Demchuk	19-Jan-24	Record incoming wire transaction.	0.1
T. Chesley	19-Jan-24	IT matters. Correspondence with management with respect to open orders. Correspondence with former management and prospective purchasers. Draft payment requests. Internal discussions on path forward. WEPP discussion regarding timing and payment for qualifying employee.	5.4
C. Bowra	19-Jan-24	Discussion with TD Bank US. Discussions regarding online portals and banking. Discussion with legal counsel. Review of WEPP and discussion regarding the same.	2.5
R. Bartolini	22-Jan-24	Registered cheques.	0.2
C. Casco	22-Jan-24	Receipt of cheques and prepare deposit slip and banking.	0.3
L. Demchuk	22-Jan-24	Correspondence with T. Chesley.	0.2
J. Rodrigues	22-Jan-24	Asset realization and other admin.	0.4
T. Chesley	22-Jan-24	Call with management. Correspondence with prospective purchaser. Call with accounting software provider. Banking matters. Cheques for deposit.	0.8
R. Bartolini	23-Jan-24	Registered cheques.	0.2
C. Casco	23-Jan-24	Receipt of cheques and prepare deposit slips.	0.4
T. Kelly	23-Jan-24	Processed bank reconciliation.	0.1
L. Demchuk	23-Jan-24	Enter payables for processing.	0.2





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Staff	Date	Comments	Hours
M. Chan	23-Jan-24	Clarification of WEPP inquiries with T. Chesley.	0.1
T. Chesley	23-Jan-24	Draft Records of Employment and T4s for 2023 and 2024 for all former employees. IT matters. Review of offers for purchase of assets and orders for inventory. Calls with management.	5.9
L. Demchuk	24-Jan-24	Deposit cheques at bank; matters related to US banking account; scan support to file; processing and mailing cheque.	0.9
T. Chesley	24-Jan-24	Follow up with prospective purchasers. Banking matters. Follow up with outstanding accounts receivable. Review of offers. Calls with management. File checklists.	5.6
T. Chesley	25-Jan-24	Analysis and comparison of offers. Filing Records of Employment with Service Canada. Follow up on accounts receivable. Accounts changeover to Receiver for various services and accounts under the Company's name.	5.5
C. Bowra	25-Jan-24	Review of offers received. Discussions regarding offers. Discussions with management. Discussion with Isaac Freight regarding fulfilling order. Review of ROE's and T4's.	3.8
C. Bowra	26-Jan-24	Conference call with TD and legal counsel. Correspondence with legal counsel regarding inventory adjustment concept. Discussion regarding inventory reports. Discussions regarding backups.	1.2
T. Chesley	26-Jan-24	Data backups for emails and drives. Filing T4s with CRA for 2022 and 2023. Correspondence with accounting software company. Correspondence with IT team. Draft payment request.	6.0
C. Bowra	29-Jan-24	Correspondence and discussion with legal counsel. Discussion with HUB insurance. Review of bank transactions.	0.7
T. Chesley	29-Jan-24	Cheque request. Banking matters. IT changeover. Mailout of T4s and ROEs.	1.4
C. Casco	30-Jan-24	Set up payable, print cheque and mail out	0.3
J. Rodrigues	30-Jan-24	Asset realization. Review of offers. TD bank net recovery estimations. Other matters	0.5
C. Bowra	30-Jan-24	Discussion and correspondence with management. Correspondence with accountant. Review of transactions and recovery.	1.2
L. Demchuk	30-Jan-24	Enter payable for processing and send cheque for signing.	0.2
T. Chesley	30-Jan-24	Correspondence with Worksafe BC regarding account status and for filing of employment period under receivership. Correspondence with software provider. Cash receipts. Reconciliation and summary of transactions to date for statement of receipts and disbursements. Draft summary of receipts and disbursements and forecast of remaining recovery. Discussion on same for projections through remaining receivership period.	7.5
C. Casco	31-Jan-24	Banking matters.	0.2
L. Demchuk	31-Jan-24	Print and mail cheque; scan support for file; correspondence with T. Chesley; enter receipts and prepare deposit slip, arrange courier to bank for deposit.	0.8
J. Rodrigues	31-Jan-24	Asset realization and other admin.	0.5

Staff	Date	Comments	Hours
C. Bowra	31-Jan-24	Correspondence with Versa Bank. Review of R&D and projected costs and discussions regarding the same. Discussion with MAI. Discussion with legal counsel.	1.1
T. Chesley	31-Jan-24	Updates to draft R&D and expected recovery. Draft of first report to Court. Payment request.	5.7



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HBJR Holdings Ltd  
c/o BDO Canada Limited  
Unit 1100-Royal Centre  
1055 West Georgia Street  
PO Box 11101  
Vancouver, BC V6E 3P3

Date	Invoice
June 10, 2024	CINV2938200

**RE: HBJR Holdings Ltd. - Receivership**

TO OUR FEE FOR PROFESSIONAL SERVICES rendered in connection with our engagement as Receiver of HBJR Holdings Ltd., for the period February 1, 2024 to May 17, 2024.

Our Fee	\$ 60,864.00
Disbursements:	
Ascend Licence Fee	275.00
Subtotal	61,139.00
GST/HST (5%)	3,056.95
Disbursements:	
BC Registries Form 7 Fee	20.00
<b>TOTAL</b>	<b>\$ 64,215.95</b>

Summary of Time Charges:

	Hours	Rate	Amount
J. Rodrigues, Partner	2.50	660.00	1,650.00
C. Bowra, Vice President	51.70	495.00	25,591.50
T. Chesley, Sr. Analyst	111.50	275.00	30,662.50
C. Casco, Admin	0.90	200.00	180.00
L. Demchuk, Admin	13.90	200.00	2,780.00
Total	180.50		\$ 60,864.00



Staff	Date	Comments	Hours
L. Demchuk	1-Feb-24	Enter and process payables.	0.4
J. Rodrigues	1-Feb-24	Asset realization.	0.3
C. Bowra	1-Feb-24	Correspondence with accountant. Discussion with management. Review of draft report to Court and discussion regarding the same.	1.2
T. Chesley	1-Feb-24	CRA call to set up RT0003 account. Draft Receiver's First Report to Court. Payment request.	4.7
L. Demchuk	2-Feb-24	Process deposits, print cheques and mail. Scan support to file.	0.5
C. Bowra	2-Feb-24	Discussion NRI. Correspondence with accountant.	0.5
L. Demchuk	5-Feb-24	Process deposits to US bank account, scan and save CAD banking support to file.	0.6
T. Chesley	5-Feb-24	Account closures. Company records items for potential purchaser. Sezzle account set up. Updates to draft first report.	2.7
C. Bowra	5-Feb-24	Discussion and correspondence with legal counsel. Discussion with management. Discussions regarding closed off accounts.	0.7
T. Chesley	6-Feb-24	Correspondence with Worksafe BC. Account changeovers. Correspondence with IT company. Cheque requests. Correspondence with contractors. Banking matters.	3.4
C. Bowra	6-Feb-24	Discussion with legal counsel. Discussion with MAI. Discussions regarding operations matters.	1.0
J. Rodrigues	7-Feb-24	Asset realization. Other admin.	0.2
C. Bowra	7-Feb-24	Discussion with CVS. Discussions and correspondence with management. Discussion with TD Bank.	1.1
T. Chesley	7-Feb-24	Account changeovers and re-directing payment information. Cash receipts and tracking of same. Follow up discussions with management. Banking matters. Call with debtor. Correspondence with IT company.	3.7
L. Demchuk	7-Feb-24	Process payables, print cheques and mail, scan support to file.	0.6
T. Chesley	8-Feb-24	Numerous account resets, password updates and multi-factor authentication updates. Cash receipts and tracking of same. Correspondence with IT company.	3.0
T. Chesley	9-Feb-24	Password resets. Inventory adjustment analysis for inventory sold under receivership and comparison to pre-receivership inventory levels per third party logistics and Company's internal records. Summary of sales receipts under receivership and allocation in ascend. Call with IT company regarding instructions for HBJR network drive backup.	3.0
C. Bowra	9-Feb-24	Discussions regarding correspondence with accountant.	0.4
L. Demchuk	12-Feb-24	Process deposits to both CAD and USD accounts.	0.6
C. Bowra	12-Feb-24	Correspondence with HUB Insurance.	0.1





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Staff	Date	Comments	Hours
T. Chesley	12-Feb-24	Inventory adjustment determination. Correspondence with contractors and IT company.	0.8
T. Chesley	13-Feb-24	Banking matters. Cheque request. Correspondence regarding sales process. Reconciliation of current bank balance to Ascend.	0.7
C. Bowra	13-Feb-24	Discussion with NRI. Transfer money out of Paypal.	0.4
L. Demchuk	14-Feb-24	Process payables, print CAD cheques and mail; print USD cheque and courier. Scan support to file. Correspondence, phone call with C. Casco and A. Consoli re payable processing. Correspondence with T. Chesley, phone calls with C. Bowra, C. Hobson, C. Casco re other banking matters.	1.6
T. Chesley	14-Feb-24	Correspondence with contractor regarding sales orders. Cheque request. Cash receipts. Read and review incoming mail from mail forward.	0.7
L. Demchuk	15-Feb-24	Phone call with T. Chesley re bank transactions and reconciliations.	0.4
C. Bowra	15-Feb-24	Discussions regarding sales receipts. Correspondence with management.	0.4
T. Chesley	15-Feb-24	Review bank transactions and provide allocations. Shopify loan reconciliation. Update statement of receipts and disbursements. Various correspondence with creditors and ongoing vendors.	3.5
T. Chesley	16-Feb-24	Website password reset. Correspondence with contractor. Cheque requests for vendors and contractors. Correspondence with debtor. Internal discussions on path forward. Updates to Receiver's report draft.	0.8
C. Bowra	16-Feb-24	Discussion with management.	0.2
C. Bowra	20-Feb-24	Discussion with legal counsel. Correspondence with MAI.	0.2
T. Chesley	20-Feb-24	Banking matters and deposits. Various correspondence with creditors.	0.8
L. Demchuk	20-Feb-24	Enter payables for processing.	0.2
J. Rodrigues	21-Feb-24	Asset realization.	0.3
L. Demchuk	21-Feb-24	Process payments in Ascend, print and mail cheques, enter receipts and process deposits to account, scan support to file.	0.6
T. Chesley	21-Feb-24	Call with prospective purchaser. Call with contractors. Compiling and providing information for prospective purchasers to conduct due diligence. Multiple calls with IT company. Banking matters. CRA call regarding payroll trust audit.	4.5
C. Bowra	21-Feb-24	Conference call with MAI. Discussion with management. Setup view only access to online portals. Correspondence with legal counsel. Provide requested information to prospective purchaser.	2.1
T. Chesley	22-Feb-24	Response to payroll trust audit, compile documents for payroll trust audit, and upload same to CRA portal. Banking matters. Cheque request.	0.7
C. Bowra	22-Feb-24	Correspondence and discussion with MAI. Correspondence and discussion with management. Discussion with legal counsel.	0.8
T. Chesley	23-Feb-24	Review of draft asset purchase agreement and edits on same.	0.9



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Staff	Date	Comments	Hours
C. Bowra	23-Feb-24	Review of draft asset purchase agreement and discussions regarding the same. Discussion with legal counsel. Discussions and correspondence with MAI. Discussion with management.	2.8
C. Casco	26-Feb-24	Set up payables and print cheques. Request bank activity and e-mail to Receiver.	0.5
C. Bowra	26-Feb-24	Discussion with management. Discussion with MAI. Review of Paypal cancellations.	0.8
T. Chesley	26-Feb-24	Document compilation for prospective purchasers. IT backups. Correspondence with contractors.	0.9
C. Bowra	27-Feb-24	Discussion with TD. Discussion with MAI. Discussions regarding outstanding requests from MAI.	0.5
T. Chesley	27-Feb-24	Calls with CRA regarding payroll/GST trust audits. Correspondence with former employees regarding results. Banking matters and cheque issuance. Correspondence with contractors. Contracts compilation for prospective purchasers. Worksafe BC account reactivation.	3.5
J. Rodrigues	27-Feb-24	Discussion on asset realization and purchase agreement.	0.3
L. Demchuk	27-Feb-24	Discussion with C Hobson re bank reconciliation. Record receipts and disbursements for USD account per statement received.	1.5
T. Chesley	28-Feb-24	Prepping accounts receivable for forwarding to collections agency and correspondence on same. Call with Worksafe BC and Clearance Letter. Call with contractor. Call with CRA on T4 submission.	2.1
T. Chesley	29-Feb-24	Response to Civil Resolution Tribunal. Correspondence with Xoro software provider. Discussion of inventory count and determining procedures and items to count. Correspondence with creditor. Review of information to send to collections agency.	2.5
C. Bowra	29-Feb-24	Discussion with legal counsel regarding changes to APA. Discussion with management.	0.9
L. Demchuk	29-Feb-24	Enter receipts and process deposit.	0.3
J. Rodrigues	29-Feb-24	Review draft first report to the Court.	1.0
C. Bowra	1-Mar-24	Discussions with MAI. Discussions with legal counsel. Discussions and correspondence with NRI regarding inventory test counts. Discussion with management regarding inventory test counts.	1.8
T. Chesley	1-Mar-24	Planning for inventory count. Discussion of items for collections. Payments reviews and requests.	1.0
C. Bowra	4-Mar-24	Review of inventory list of items to be counted and correspondence regarding the same. Review of inventory report, discussions with NRI and management regarding the same. Select inventory items to be counted. Discussions with management.	1.4
J. Rodrigues	5-Mar-24	Asset realization and finalization of sale agreement.	0.2
C. Bowra	5-Mar-24	Discussion with MAI. Review of inventory count. Discussion with management. Discussion and correspondence with legal counsel.	1.2



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Staff	Date	Comments	Hours
T. Chesley	5-Mar-24	Review of draft purchase agreement and comments on same.	1.0
C. Bowra	6-Mar-24	Review of changes to APA and discussion with legal counsel regarding the same. Correspondence with management.	0.6
T. Chesley	6-Mar-24	Updated statement of receipts and disbursements and updating projections through to end of receivership. Draft and file GST returns. Banking matters.	2.0
T. Chesley	11-Mar-24	Correspondence with IT company regarding backups. Banking matters.	0.5
L. Demchuk	11-Mar-24	Process payables; print and mail cheques, scan support to file.	0.3
T. Chesley	12-Mar-24	Correspondence with management. Correspondence with IT company.	0.4
C. Bowra	12-Mar-24	Review of changes to APA.	0.4
T. Chesley	13-Mar-24	Review of updates to draft purchase agreement. Draft social media listing for asset purchase agreement. Summary of sales. Updates to draft statement of receipts and disbursements. Updated inventory list.	2.0
J. Rodrigues	13-Mar-24	Asset realization.	0.2
C. Bowra	13-Mar-24	Correspondence with management. Review of changes to APA. Correspondence with MAI. Discussion with legal counsel regarding APA.	1.6
C. Bowra	14-Mar-24	Discussion with MAI. Discussion and correspondence with legal counsel.	0.6
T. Chesley	14-Mar-24	Inventory update for purchase. Correspondence with management. License renewal. Bank account changeover.	1.0
C. Bowra	15-Mar-24	Correspondence with legal counsel.	0.1
T. Chesley	15-Mar-24	Payment request. Social media account changeover.	0.6
C. Bowra	18-Mar-24	Discussion with TD regarding account maintenance form. Complete account maintenance form and forward to TD US.	0.4
T. Chesley	18-Mar-24	Correspondence with former management. Correspondence with BC Finance Ministry. Cheque request. PST discussion. Correspondence with unsecured creditors. Account recovery. Banking matters.	1.8
C. Bowra	19-Mar-24	Review and finalize letter to TD regarding USD bank account. Discussion with purchaser regarding asset purchase agreement and discussion with legal counsel regarding the same.	0.9
T. Chesley	19-Mar-24	Correspondence with former management.	0.3
C. Bowra	21-Mar-24	Various discussions and correspondence regarding Tucows and Godaddy website domain registrations and expirations. Discussions and correspondence with Tucows and Godaddy. Discussions and correspondence with management. Discussion with legal counsel. Updates to report to Court.	2.7
C. Bowra	22-Mar-24	Correspondence with management. Review of changes to APA and discussion with legal counsel regarding the same. Discussion with purchaser.	0.7
L. Demchuk	22-Mar-24	Process payables; print cheques and mail; scan support to file.	0.5





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Staff	Date	Comments	Hours
T. Chesley	25-Mar-24	Statement of receipts and disbursements draft and Receiver's report draft. Banking matters. Listing of accounts and items for transfer to purchaser.	5.7
C. Bowra	25-Mar-24	Review and update report to Court. Review and update list of items to be transferred and discussion with the purchaser regarding the same.	1.1
C. Bowra	26-Mar-24	Discussion with purchaser. Discussion with legal counsel.	0.2
T. Chesley	27-Mar-24	Network backup finalization and review of company data.	0.5
C. Bowra	27-Mar-24	Update report to Court. Review of updated APA and sign agreement. Discussion with legal counsel.	0.9
T. Chesley	28-Mar-24	Draft payment request. Finalize Report to Court.	0.7
C. Bowra	28-Mar-24	Finalize Report to Court.	0.5
C. Bowra	1-Apr-24	Discussion with MAI.	0.2
T. Chesley	1-Apr-24	Draft payment requests. Correspondence with management. Bank reconciliation update for entries in to Ascend.	1.1
C. Bowra	2-Apr-24	Transfer funds from Paypal. Review of notice of application.	0.4
T. Chesley	2-Apr-24	Funds transfer from company accounts to receivership bank accounts.	1.0
L. Demchuk	2-Apr-24	Record and finalize receipts and disbursements to US bank account.	1.6
T. Chesley	3-Apr-24	Correspondence with Ministry of Finance.	0.1
L. Demchuk	3-Apr-24	Record and finalize receipts and disbursements to US bank account.	1.3
L. Demchuk	4-Apr-24	Record receipts and process deposits, record and process payables, print cheques and mail, scan support to file.	0.8
C. Casco	4-Apr-24	Request the bank activity to TD and e-mail information to admin.	0.2
C. Bowra	4-Apr-24	Create closing checklist. Correspondence with NRI. Discussion with management regarding transition items. Correspondence with MAI.	3.0
T. Chesley	4-Apr-24	Banking matters. Calls with management.	1.1
C. Bowra	5-Apr-24	Conference call with management regarding transition items. Conference call with purchaser. Discussions with legal counsel. Discussions regarding confidential information stored in Xoro.	3.4
T. Chesley	5-Apr-24	Calls with management. Calls with accounting software provider. Checklists for transition after sale. Accounts transition prep for purchaser.	5.7
T. Chesley	8-Apr-24	Banking follow-ups. General ledger exports out of accounting software.	0.5
T. Chesley	10-Apr-24	Correspondence with management. Website updates. Call with purchaser. Closing and transition items. Correspondence with TD US.	2.0
T. Chesley	11-Apr-24	Closing call discussion with purchaser. Call with management.	1.6
C. Bowra	11-Apr-24	Discussions regarding closing. Discussion with legal counsel. Conference call with purchaser. Discussion with NRI.	1.6





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Staff	Date	Comments	Hours
T. Chesley	12-Apr-24	Closing items and account transfers.	1.4
C. Bowra	12-Apr-24	Discussion with TD. Discussion with legal counsel. Discussions regarding transition items and backups.	1.1
T. Chesley	15-Apr-24	Correspondence with management.	0.4
T. Chesley	16-Apr-24	Call with management. Call with purchaser. Transition items. Review of closing documents. Banking matters. Correspondence with IT company. Correspondence with unsecured creditor. Claim from former principal.	3.0
C. Bowra	16-Apr-24	Discussions with MAI. Discussions regarding closing matters. Correspondence with management. Update closing checklist with MAI. Review of closing documents. Review of correspondence from Brandon Segal.	1.8
C. Bowra	17-Apr-24	Discussion with MAI. Discussion with legal counsel.	0.4
T. Chesley	18-Apr-24	Account transfers	0.2
C. Bowra	18-Apr-24	Discussion and correspondence with MAI. Discussion with NRI. Review of closing documents.	0.6
L. Demchuk	18-Apr-24	Enter payables for processing.	0.2
T. Chesley	19-Apr-24	Transitional items and discussions. Calls with management regarding transition. Correspondence with software provider. Catalogues discussion and of locations.	3.2
C. Bowra	19-Apr-24	Discussion with MAI. Discussions regarding purchase price adjustment calculation. Discussion with legal counsel. Correspondence and discussions regarding transition items. Sign closing documents.	1.3
L. Demchuk	19-Apr-24	Process payables, print and mail cheques, scan support to file.	0.3
C. Casco	22-Apr-24	Print cheques, prepare deposits and banking.	0.4
T. Chesley	22-Apr-24	Transition items for closing including account preps for handoff to purchaser and close out of unused accounts.	2.0
C. Bowra	22-Apr-24	Various discussions regarding closing items. Discussions with purchaser and legal counsel regarding confirmation of funds and closing.	1.3
T. Chesley	23-Apr-24	Call with purchaser and transfer of all accounts. Closing with purchaser and facilitate hand off of access to Shopify, social media accounts and all other software. Banking matters. Payment requests.	7.3
L. Demchuk	23-Apr-24	Payables processing.	0.2
L. Demchuk	24-Apr-24	Correspondence re outgoing wire payment request.	0.2
C. Bowra	24-Apr-24	Discussion with legal counsel.	0.3
T. Chesley	25-Apr-24	Correspondence with IT company. Call with purchaser. Call with former owner and follow up correspondence on same.	3.0
C. Bowra	25-Apr-24	Discussions regarding social media transfers.	0.2



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Staff	Date	Comments	Hours
L. Demchuk	25-Apr-24	Submit wire transfer request for processing; correspondence with Versabank, T. Chesley.	0.4
T. Chesley	26-Apr-24	Draft Second Report of the Receiver. Call with purchaser. Call with IT company.	1.5
C. Bowra	26-Apr-24	Discussions regarding social media transfers.	0.4
T. Chesley	29-Apr-24	Transition items with purchaser. Payment requests.	1.5
C. Bowra	29-Apr-24	Discussions and correspondence with MAI. Correspondence with legal counsel.	0.8
T. Chesley	30-Apr-24	Draft and file GST returns. Discussion of transition items and payouts. User lists for purchaser.	1.5
C. Bowra	30-Apr-24	Review of Paypal account and clear out funds. Discussions with legal counsel. Discussions with MAI.	1.5
T. Chesley	1-May-24	Call with purchaser. Transferring company information to purchaser. Correspondence with former accountant. Correspondence with third-party logistics company and review of outstanding payables. Draft and file PST return. Request cancellation of PST account.	1.9
C. Bowra	1-May-24	Discussions with MAI. Discussions with legal counsel.	0.6
C. Bowra	2-May-24	Discussions with MAI. Discussion with the Company's legal counsel.	0.6
T. Chesley	2-May-24	Coding for Ascend banking.	0.4
C. Bowra	3-May-24	Discussions with MAI and legal counsel.	0.5
T. Chesley	6-May-24	Draft second report to Court, affidavit of C. Bowra, update statement of receipts and disbursements for report. Correspondence with purchaser.	2.5
C. Bowra	6-May-24	Review and discussion regarding items for APA.	0.3
T. Chesley	7-May-24	Report to court draft updates. Banking matters. Correspondence with vendor.	1.3
C. Bowra	7-May-24	Discussion with Krista Hotel.	0.4
T. Chesley	8-May-24	Payments request. Updates to statement of receipts and disbursements. Call with purchaser and providing information on same.	1.8
C. Bowra	8-May-24	Provide comment to purchaser on outstanding items. Discussion with legal counsel. Review of draft bill of sale.	0.4
L. Demchuk	8-May-24	Process deposits, record wire payment.	0.4
C. Bowra	10-May-24	Discussion with purchaser.	0.3
T. Chesley	10-May-24	Call with purchaser and planning further transition call. File checklists.	1.4
L. Demchuk	13-May-24	Process payables; print cheque; scan support to file.	0.4
T. Chesley	13-May-24	Call with purchaser. Applicable info for purchaser. Draft Employee Health Tax return and correspondence with Ministry of Finance on same. Transition call with purchaser and former management.	2.7





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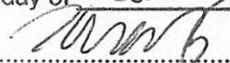
Staff	Date	Comments	Hours
C. Bowra	13-May-24	Discussion with purchaser. Conference call with purchaser and Brandon and Haylie Segal.	0.7
C. Bowra	14-May-24	Discussion with purchaser.	0.2
T. Chesley	15-May-24	Correspondence with BC Finance Ministry. Follow up on outstanding receivable. Payout analysis.	0.7
C. Bowra	16-May-24	Correspondence regarding payout. Correspondence with purchaser.	0.2
T. Chesley	16-May-24	Remittance to secured creditor.	0.3

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IN THE MATTER OF THE RECEIVERSHIP OF  
 HBJR Holdings Ltd.  
 Summary of Owen Bird Law Corporation's Invoices  
 For the Period January 4, 2024 to June 3, 2024

Period	Invoice	Fees	Disbursements	PST	GST	Total
January 4, 2024 to January 31, 2024	8217	\$ 4,235.00	\$ -	\$ 296.45	\$ 211.75	\$ 4,743.20
February 1, 2024 to February 28, 2024	9152	\$ 4,502.00	\$ -	\$ 315.14	\$ 225.10	\$ 5,042.24
March 1, 2024 to March 27, 2024	10225	\$ 10,840.00	\$ 8.50	\$ 758.80	\$ 542.43	\$ 12,149.73
March 27, 2024 to June 3, 2024	12274	\$ 16,310.50	\$ 376.80	\$ 1,141.74	\$ 827.15	\$ 18,656.19
<b>Total</b>		<b>\$ 35,887.50</b>	<b>\$ 385.30</b>	<b>\$ 2,512.13</b>	<b>\$ 1,806.43</b>	<b>\$ 40,591.36</b>

This is Exhibit " B " referred to in the  
 affidavit of Chris Bowra  
 sworn before me at Vancouver  
 this 10 day of June, 2024



.....  
 A Commissioner for taking Affidavits  
 for British Columbia

**Troy Brent Chesley**  
 A Commissioner for Taking Affidavits  
 for British Columbia  
 Commission expires August 31, 2026



IN ACCOUNT WITH

OWEN BIRD  
LAW CORPORATION

25

January 30, 2024

Vancouver Centre II  
2900-733 Seymour Street  
P.O. Box 1  
Vancouver, BC V6B 0S6

BDO Canada Limited  
1100 - 1055 West Georgia Street  
Vancouver, BC V6E 3P3  
Attention: Chris Bowra

Telephone 604-688-0401  
Fax 604-688-2827  
Web Site: [www.owenbird.com](http://www.owenbird.com)  
GST No. R866036700  
Invoice No. 8217  
Client/Matter No. 39920-0002

FOR ALL PROFESSIONAL SERVICES RENDERED  
for the period ending January 30, 2024:

Re: **HBJR Holdings Ltd.**

FEES	\$ 4,235.00
DISBURSEMENTS	\$ 0.00
GST	\$ 211.75
PST	\$ <u>296.45</u>
 OUR TOTAL ACCOUNT HEREIN	 \$ <u>4,743.20</u>

OWEN BIRD LAW CORPORATION



**Scott Stephens**  
E. & O. E.  
SHS/

ACCOUNTS ARE DUE AND PAYABLE UPON RECEIPT INTEREST CALCULATED MONTHLY AT A RATE OF 15% PER ANNUM WILL BE CHARGED ON  
ACCOUNTS OVER 30 DAYS

THIS STATEMENT DOES NOT INCLUDE FEES AND DISBURSEMENTS NOT YET PROCESSED BY THIS OFFICE BUT WHICH MIGHT HAVE BEEN  
INCURRED DURING THE PERIOD COVERED BY THIS ACCOUNT

 INTERLAW.



## PARTICULARS OF ACCOUNT

<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Hours</u>
2024-01-04	Telephone calls from Chris Bowra regarding status of discussions as well as employee, sale and 3PL issues; draft template Non-Disclosure Agreement per instruction	SHS	1.00
2024-01-05	Email and telephone correspondence with Chris Bowra regarding discussions and terms with 3PLs and realization strategies; revise proposals to 3PLs	SHS	1.00
2024-01-08	Telephone call from Chris Bowra regarding employee and 3PLs and other matters	SHS	0.40
2024-01-09	Telephone call from and email correspondence with Chris Bowra	SHS	0.30
2024-01-10	Meeting with counsel for US 3PL regarding potential purchase; telephone call to Chris Bowra regarding same	SHS	0.30
2024-01-11	Email correspondence with Lance Williams and Chris Bowra	SHS	0.10
2024-01-15	Email and telephone correspondence with Chris Bowra; review asset listings and cover email in respect of same	SHS	0.30
2024-01-16	Telephone call with Chris Bowra to discuss asset listing, relevant issues in respect of same and the sales process generally; email to Lance Williams providing asset list and address relevant issues	SHS	0.70
2024-01-17	Email correspondence with Lance Williams	SHS	0.10
2024-01-18	Meeting with Lance Williams regarding offer; email and telephone correspondence with Chris Bowra regarding same and other issues	SHS	1.00
2024-01-19	Email and telephone correspondence with Chris Bowra regarding sales process and issues raised by Brandon Segal; email to Lance Williams	SHS	0.40
2024-01-24	Email and telephone correspondence with lance Williams regarding terms of the US 3PL's offer; email correspondence from Vicki Tickle regarding terms of Brandon Segal's offer; email correspondence with Chris Bowra and Krista Hotel	SHS	0.40
2024-01-26	Meeting with TD and Receiver; email correspondence with Chris Bowra; email correspondence with Lance Williams	SHS	1.20
2024-01-29	Telephone call with Chris Bowra; telephone call with Lance Williams; email correspondence with Chris Bowra and Lance Williams	SHS	0.50
	<b>Total</b>		7.70
			\$4,235.00

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**FEE EARNER SUMMARY**

<b>Fee Earner</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
SHS      Scott Stephens	7.70	550.00	4,235.00

New Charges	\$4,235.00
GST	\$211.75
PST	\$296.45
<b>Total</b>	<b>\$4,743.20</b>

IN ACCOUNT WITH

OWEN · BIRD  
LAW CORPORATION

28

February 28, 2024

Vancouver Centre II  
2900-733 Seymour Street  
P.O. Box 1  
Vancouver, BC V6B 0S6

BDO Canada Limited  
1100 - 1055 West Georgia Street  
Vancouver, BC V6E 3P3  
Attention: Chris Bowra

Telephone 604-688-0401  
Fax 604-688-2827  
Web Site: [www.owenbird.com](http://www.owenbird.com)  
GST No. R866036700  
Invoice No. 9152  
Client/Matter No. 39920-0002

FOR ALL PROFESSIONAL SERVICES RENDERED  
for the period ending February 28, 2024:

Re: **HBJR Holdings Ltd.**

FEES	\$ 4,502.00
DISBURSEMENTS	\$ 0.00
GST	\$ 225.10
PST	\$ <u>315.14</u>
 OUR TOTAL ACCOUNT HEREIN	 \$ <u><u>5,042.24</u></u>

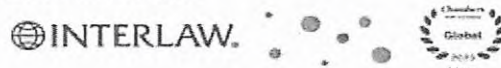
OWEN BIRD LAW CORPORATION



**Scott Stephens**  
E. & O. E.  
SHS/

ACCOUNTS ARE DUE AND PAYABLE UPON RECEIPT INTEREST CALCULATED MONTHLY AT A RATE OF 15% PER ANNUM WILL BE CHARGED ON  
ACCOUNTS OVER 30 DAYS

THIS STATEMENT DOES NOT INCLUDE FEES AND DISBURSEMENTS NOT YET PROCESSED BY THIS OFFICE BUT WHICH MIGHT HAVE BEEN  
INCURRED DURING THE PERIOD COVERED BY THIS ACCOUNT





## PARTICULARS OF ACCOUNT

<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Hours</u>
2024-01-31	Email and telephone correspondence with Chris Bowra regarding the sale and sale process; email correspondence with Lance Williams regarding the two outstanding issues	SHS	0.30
2024-02-05	Email and telephone correspondence with Chris Bowra; email correspondence with Lance Williams	SHS	1.00
2024-02-06	Email and telephone correspondence with Chris Bowra; email correspondence with Lance Williams	SHS	0.40
2024-02-07	Email correspondence with Chris Bowra and Krista Hotel	SHS	0.20
2024-02-09	Email correspondence with Lance Williams and Chris Bowra	SHS	0.20
2024-02-13	Email correspondence with Chris Bowra; email to Krista Hotel	SHS	0.20
2024-02-14	Email correspondence with Chris Bowra; letter to US TD regarding transfer of USD funds to the Receiver	SHS	0.50
2024-02-20	Email and telephone correspondence with Chris Bowra regarding purchaser's request for additional access to platforms; email and telephone correspondence with Lance Williams in respect of same	SHS	0.40
2024-02-21	Email and telephone correspondence with Lance Williams; email correspondence with Chris Bowra regarding due diligence requests and handling of same	SHS	0.20
2024-02-23	Review APA and notes in respect of same; email and telephone correspondence with Chris Bowra; telephone call from Lance Williams	SHS	2.00
2024-02-23	Review of materials; discussion with Scott; Discussion with Patrick Weafer	KRS	0.30
2024-02-23	Correspondence re: transaction; review of draft APA; review of prior correspondence	PJW	0.70
2024-02-24	Review of APA	KRS	1.30
2024-02-26	Email to Scott and Patrick regarding APA	KRS	0.10
2024-02-27	Email correspondence with Vicki Tickle, Chris Bowra and Krista Hotel	SHS	0.20
2024-02-27	Discussion with Patrick regarding comments on APA	KRS	0.90
	<b>Total</b>		<b>8.90</b>
			<b>\$4,502.00</b>

**FEE EARNER SUMMARY**

Fee Earner		Hours	Rate	Amount
SHS	Scott Stephens	5.60	550.00	3,080.00
KRS	Katharina R. Spotzl	2.60	450.00	1,170.00
PJW	Patrick J. Weafer	0.70	360.00	252.00

New Charges	\$4,502.00
GST	\$225.10
PST	\$315.14
<b>Total</b>	<b>\$5,042.24</b>

IN ACCOUNT WITH

OWEN BIRD  
LAW CORPORATION

31

March 27, 2024

Vancouver Centre II  
2900-733 Seymour Street  
P.O. Box 1  
Vancouver, BC V6B 0S6

BDO Canada Limited  
1100 - 1055 West Georgia Street  
Vancouver, BC V6E 3P3  
Attention: Chris Bowra

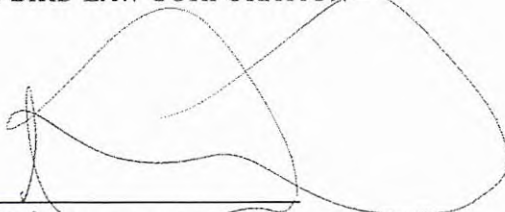
Telephone 604-688-0401  
Fax 604-688-2827  
Web Site: [www.owenbird.com](http://www.owenbird.com)  
GST No. R866036700  
Invoice No. 10225  
Client/Matter No. 39920-0002

FOR ALL PROFESSIONAL SERVICES RENDERED  
for the period ending March 27, 2024:

Re: HBJR Holdings Ltd.

FEES	\$ 10,840.00
DISBURSEMENTS	\$ 8.50
GST	\$ 542.43
PST	\$ <u>758.80</u>
OUR TOTAL ACCOUNT HEREIN	\$ <u>12,149.73</u>

OWEN BIRD LAW CORPORATION



Scott Stephens  
E. & O. E.  
SHS/

ACCOUNTS ARE DUE AND PAYABLE UPON RECEIPT INTEREST CALCULATED MONTHLY AT A RATE OF 15% PER ANNUM WILL BE CHARGED ON  
ACCOUNTS OVER 30 DAYS

THIS STATEMENT DOES NOT INCLUDE FEES AND DISBURSEMENTS NOT YET PROCESSED BY THIS OFFICE BUT WHICH MIGHT HAVE BEEN  
INCURRED DURING THE PERIOD COVERED BY THIS ACCOUNT

INTERLAW.



## PARTICULARS OF ACCOUNT

<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Hours</u>
2024-02-27	Review of draft APA; conferences with S. Stephens and K. Spotzl re: same	PJW	1.60
2024-02-28	Email correspondence with Brandon Segal and Vicki Tickle; email correspondence with Chris Bowra	SHS	0.30
2024-02-28	Email correspondence from S. Stephens; email correspondence with C. Bowra re: review of APA	PJW	0.20
2024-02-29	Review of APA; phone conference with C. Bowra re: status of APA and adjustment provisions	PJW	1.40
2024-03-01	Telephone call from Chris Bowra regarding inventory count methodology	SHS	0.20
2024-03-01	Phone and email correspondence with C. Bowra re: APA draft and inventory adjustments; revising APA	PJW	0.80
2024-03-04	Call with Patrick	KRS	0.20
2024-03-04	Obtaining company search; revising APA	PJW	1.20
2024-03-05	Review of revised APA; call with Patrick	KRS	1.10
2024-03-05	Correspondence with K. Spotzl re: APA comments; review of tax legislation re: purchaser requirements; revising APA; phone correspondence with S. Stephens re: bankruptcy and receivership matters; correspondence from purchaser counsel re: APA review; phone conference with C. Bowra re: review of APA and outstanding inquiries; review of MAI 3PL agreement re: APA details	PJW	3.60
2024-03-06	Discussion with Patrick regard revised terms	KRS	0.20
2024-03-06	Correspondence with purchaser counsel re: review of APA; correspondence with BDO re: review of agreement; phone conference with BDO re: same;	PJW	1.10
2024-03-11	Correspondence from purchaser counsel re: revised APA: review of purchaser proposed revisions	PJW	0.70
2024-03-12	Email with revised agreement	KRS	0.10
2024-03-12	Correspondence with Chris re: revised APA and purchaser comments; setting meeting to discuss revisions	PJW	0.20
2024-03-13	Call with Patrick	KRS	0.50
2024-03-13	Correspondence with C. Bowra re: APA review; conference with K. Spotzl re: APA review; conference with C. Bowra re: same; review of schedule material provided by C. Bowra	PJW	1.40
2024-03-14	Correspondence with C. Bowra re: third party consent issues	PJW	0.20



2024-03-14	Phone and email correspondence with C. Bowra re: revisions to deposit structure and process, purchaser consent to continued sales; correspondence re: inventory listing and revised approach to same	PJW	0.50
2024-03-15	Meeting with Patrick Weafer to discuss insolvency aspects of latest turn of purchase agreement; email correspondence with Chris Bowra and Taunja Byers	SHS	0.60
2024-03-15	Correspondence from Chris re: consent issues	PJW	0.10
2024-03-17	Reviewing and providing comment on the Receiver's first report to the court; drafting application for vesting order;	HAF	3.50
2024-03-18	Revising APA; preparing clean and blackline revisions; correspondence to purchaser counsel re: same; correspondence to and from Chris Bowra re: same	PJW	0.80
2024-03-19	Email correspondence with Chris Bowra and Fasken regarding filing of annual reports	SHS	0.20
2024-03-19	Email correspondence with revised draft	KRS	0.10
2024-03-19	Continuing to draft Application materials re: court sale of assets;	HAF	0.50
2024-03-19	Phone conference with Chris Bowra re: conversations with Purchaser	PJW	0.30
2024-03-21	Review and revise Receiver's report; telephone call to Lance Williams regarding deposit issue; telephone call from Chris Bowra regarding domains	SHS	1.30
2024-03-21	Discussion with Patrick regarding consents	KRS	0.10
2024-03-21	Correspondence from purchaser counsel re: revisions to APA; review of revised APA; correspondence with C. Bowra re: same	PJW	0.60
2024-03-22	Revise notice of application for approval of sale; email correspondence with Chris Bowra	SHS	1.00
2024-03-22	discussion with Patrick regarding deposit	KRS	0.10
2024-03-22	Phone conference with C. Bowra; phone conference with purchaser counsel; correspondence re: settling APA and consent issues	PJW	0.80
2024-03-25	Continue to draft NOA for Order approving sale and vesting title and Order;	HAF	1.50
2024-03-26	Telephone call from Chris Bowra	SHS	0.20
	<b>Total</b>		<u>27.20</u>
			<b>\$10,840.00</b>

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**FEE EARNER SUMMARY**

<b>Fee Earner</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
SHS Scott Stephens	3.80	550.00	2,090.00
HAF Heather Frydenlund	5.50	380.00	2,090.00
KRS Katharina R. Spotzl	2.40	450.00	1,080.00
PJW Patrick J. Weafer	15.50	360.00	5,580.00

**Disbursements**

	<u>Amount</u>
BC Online Search Fee	7.00
Online Service Charge	1.50
<b>Total</b>	<u>\$8.50</u>

New Charges	\$10,848.50
GST	\$542.43
PST	\$758.80
<b>Total</b>	<u>\$12,149.73</u>

IN ACCOUNT WITH

OWEN · BIRD  
LAW CORPORATION

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June 4, 2024

Vancouver Centre II  
2900-733 Seymour Street  
P.O. Box 1  
Vancouver, BC V6B 0S6

BDO Canada Limited  
1100 - 1055 West Georgia Street  
Vancouver, BC V6E 3P3  
Attention: Chris Bowra

Telephone 604-688-0401  
Fax 604-688-2827  
Web Site: [www.owenbird.com](http://www.owenbird.com)  
GST No. R866036700  
Invoice No. 12274  
Client/Matter No. 39920-0002

FOR ALL PROFESSIONAL SERVICES RENDERED  
for the period ending June 4, 2024:

Re: **HBJR Holdings Ltd.**

FEES	\$ 16,310.50
DISBURSEMENTS	\$ 376.80
GST	\$ 827.15
PST	\$ <u>1,141.74</u>
 OUR TOTAL ACCOUNT HEREIN	 \$ <u><u>18,656.19</u></u>

OWEN BIRD LAW CORPORATION



**Scott Stephens**  
E. & O. E.  
SHS/

ACCOUNTS ARE DUE AND PAYABLE UPON RECEIPT INTEREST CALCULATED MONTHLY AT A RATE OF 15% PER ANNUM WILL BE CHARGED ON  
ACCOUNTS OVER 30 DAYS

THIS STATEMENT DOES NOT INCLUDE FEES AND DISBURSEMENTS NOT YET PROCESSED BY THIS OFFICE BUT WHICH MIGHT HAVE BEEN  
INCURRED DURING THE PERIOD COVERED BY THIS ACCOUNT

 INTERLAW.





## PARTICULARS OF ACCOUNT

<u>Date</u>	<u>Description</u>	<u>Initials</u>	<u>Hours</u>
2024-03-27	Correspondence from purchaser counsel re: revisions to APA; review of revisions; phone conference with C. Bowra re: same and purchase price matters; phone conference with purchaser counsel re: execution; preparing execution version of APA; correspondence with purchaser counsel re: wire details	PJW	1.40
2024-03-28	Email correspondence with purchaser's counsel; review final agreement; email and telephone correspondence with Chris Bowra	SHS	1.00
2024-03-28	Correspondence with purchaser counsel re: deposit confirmation; correspondence with accounting re: same; review of APA re: currency requirements; phone correspondence with purchaser counsel re: same	PJW	0.70
2024-03-28	Discussion with P. Weafer regarding deposit	KRS	0.10
2024-03-31	Revise and finalize notice of application and vesting order	SHS	3.30
2024-04-01	Instructions for making sale approval application; revise application document and order;	HAF	0.20
2024-04-01	Revise application and order; conference with Heather A. Frydenlund; email correspondence with Chris Bowra regarding the company becoming de-registered in Illinois	SHS	1.00
2024-04-02	Attend to filing and serving Application materials;	HAF	0.30
2024-04-02	Phone correspondence with purchaser counsel re: deposit shortfall matters; email correspondence with purchaser counsel re: same; correspondence with Chris re: purchaser interpretation of deposit; correspondence to purchaser counsel re: same	PJW	0.60
2024-04-02	Call with P. Weafer; email regarding deposit	KRS	0.10
2024-04-04	Update form of Order; emails with purchaser's counsel	HAF	0.30
2024-04-04	Email correspondence with Chris Bowra and purchaser's counsel	SHS	0.10
2024-04-04	Correspondence re: closing and closing documents	PJW	0.20
2024-04-05	Filing application record;	HAF	0.20
2024-04-05	Email correspondence with P. Weafer; reviewing and considering Asset Purchase Agreement and email to P. Weafer regarding same	BJM	4.00
2024-04-05	Correspondence re: deposit receipt; phone conference with C. Bowra; correspondence re: closing documents; review of file materials; correspondence and review re: internal draft closing documents	PJW	1.10
2024-04-08	Prepare for Court to approve sale and vest title to HBJR's assets;	HAF	1.60
2024-04-08	Correspondence with purchaser counsel re: deposit matters	PJW	0.20

2024-04-09	Prepare for and attend at Court for Order approving sale;	HAF	2.50
2024-04-09	Serve order; email correspondence with counsel and Krista Hotel	SHS	0.30
2024-04-11	Phone and email correspondence with Chris Bowra re: closing; phone correspondence with purchaser counsel re: same	PJW	0.60
2024-04-12	Correspondence from purchaser counsel re: draft documents; initial review of draft closing documents; phone conference with Chris re: proposed closing date	PJW	1.20
2024-04-15	Reviewing Closing Agenda and all documents drafted by Purchaser's counsel; drafting, reviewing and revising officer's certificate of the Vendor and directors' resolution of the Vendor approving the transaction; forwarding same to P. Weafer	BJM	2.00
2024-04-15	Correspondence re: draft purchaser closing documents; reviewing and revising draft documents; drafting vendor draft documents	PJW	0.80
2024-04-16	Telephone call from and to P. Weafer regarding officer's certificate and BDO directors' resolution; preparing Bring-down Certificate and revising Closing Agenda accordingly	BJM	0.70
2024-04-16	Correspondence with purchaser counsel re: closing documents; revising and drafting closing documents; conferences re: officer certificate matters; correspondence with C. Bowra re: review of closing documents; correspondence from C. Bowra re: cease and desist letter; review of letter and issues	PJW	1.60
2024-04-16	Call with P. Weafer	KRS	0.20
2024-04-17	Email from and telephone call to P. Weafer regarding officers of BDO Canada	BJM	0.20
2024-04-17	Correspondence with C. Bowra re: cease and desist; phone conference with C. Bowra re: same and officer's certificate; phone conferences with purchaser counsel re: certificate and notice matters	PJW	0.90
2024-04-18	Email correspondence	KRS	0.10
2024-04-18	Correspondence with purchaser counsel re: revised documents; phone conferences with C. Bowra re: same; correspondence re: purchase price notice matters	PJW	0.60
2024-04-19	Correspondence from purchaser re: purchase price notice; conference with Chris re: same and supporting material; phone conference with purchaser counsel re: same; attending to closing matters; preparing execution packages for Receiver; correspondence with Receiver re: execution and authority to date; received and reviewed purchaser closing documents;	PJW	1.70
2024-04-22	Correspondence with purchaser counsel re: status of purchaser funds; phone conferences with C. Bowra re: same; phone and email correspondence with purchaser counsel re: extension of closing; correspondence with accounting re: status of funds	PJW	0.70

2024-04-23	Email correspondence with Chris Bowra regarding PST lien	SHS	0.20
2024-04-23	Correspondence from accounting re: receipt of funds; correspondence to C. Bowra re: same; correspondence to purchaser counsel and confirmation of closing;	PJW	0.40
2024-04-24	Phone call from C. Bowra re: additional domain matters; review of court orders and APA re: same; conference with S. Stephens re: same	PJW	0.40
2024-04-26	Review of sale and receivership order re: filing of certificate; correspondence re: additional assets	PJW	0.30
2024-04-29	Correspondence with Chris re: sale proceeds; correspondence with Chris re: additional assets matters	PJW	0.30
2024-04-30	Phone conferences with Chris re: additional asset matters and wire transfer; correspondence to purchaser counsel re: closing book; receipt and review of closing book	PJW	0.60
2024-05-01	Correspondence from Chris re: NDA and approach to additional assets; phone correspondence with Chris re: same; phone correspondence with purchaser counsel re: same	PJW	0.50
2024-05-03	Correspondence with C. Bowra re: additional assets; preparing payout matters	PJW	0.30
2024-05-06	Correspondence from Chris re: additional assets; drafting supplemental asset purchase agreement	PJW	0.80
2024-05-07	Phone conferences with Chris re: additional APA matters	PJW	0.30
2024-05-07	Correspondence with accounting re: payout matters; correspondence with Chris re: same	PJW	0.20
2024-05-08	Call with Patrick regarding additional bill of sale	KRS	0.20
2024-05-08	Correspondence re: filing of certificate; preparing supplemental bill of sale; correspondence to Chris re: draft bill of sale	PJW	0.90
2024-05-09	Correspondence re: filed certificate	PJW	0.10
2024-05-13	Correspondence from Chris re: purchaser revisions to bill of sale; review of revisions; correspondence to Chris re: revisions	PJW	0.30
2024-06-03	Drafting discharge application and associated order	SHS	5.00
	<b>Total</b>		<u>41.30</u>
			<b>\$16,310.50</b>



**FEE EARNER SUMMARY**

Fee Earner		Hours	Rate	Amount
SHS	Scott Stephens	10.90	550.00	5,995.00
BJM	Barbara J. Milligan	6.90	245.00	1,690.50
HAF	Heather Frydenlund	5.10	380.00	1,938.00
KRS	Katharina R. Spotzl	0.70	450.00	315.00
PJW	Patrick J. Weafer	17.70	360.00	6,372.00

**Disbursements**

	<u>Amount</u>
Trust Administration Fee	15.00
Photocopies	56.40
BC Online Search Fee	7.00 #
Scan and/or Laser printing	12.40
Agent Fees	140.00
Online Service Charge	1.50 #
<b>Total</b>	<u>\$232.30</u>

**Disbursements (Tax Exempt)**

	<u>Amount</u>
Top up incoming wire	17.50
Filing Fees	127.00
<b>Total</b>	<u>\$144.50</u>

New Charges	\$16,687.30
GST	\$827.15
PST	\$1,141.74
<b>Total</b>	<u>\$18,656.19</u>