

ONTARIO
SUPERIOR COURT OF JUSTICE

IN THE MATTER OF
THE PROPOSAL OF
TKC METAL RECYCLING INC.
OF THE CITY OF ST. CATHARINES
IN THE PROVINCE OF ONTARIO

SECOND REPORT OF BDO CANADA LIMITED
PROPOSAL TRUSTEE

SEPTEMBER 24, 2024

Listing of Appendices

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- Appendix B - Administration Charge Order
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CONFIDENTIAL APPENDICES

- Confidential Appendix 1 - Bid Submission Summary
- Confidential Appendix 2 - Appraisal
- Confidential Appendix 3 - Unredacted Asset Purchase Agreement

1.0 INTRODUCTION AND PURPOSE OF THE REPORT

1.1 INTRODUCTION

- 1.1.1 TKC Metal Recycling Inc. (“TKC” or the “Company”) operates a scrap metal recycling facility which buys and sells all types of ferrous and nonferrous scrap metals including electronic waste throughout North America.
- 1.1.2 The Company operates from leased premises at 20 Cushman Road in St. Catharines, Ontario (the “Leased Premises”), subject to a 21 year (less a day) lease agreement entered into May 12, 2017 and expiring May 11, 2038 (the “Lease Agreement”). TKC employs approximately 13 non-unionized employees.
- 1.1.3 The Company commenced operations in July 2017 and its service offerings include buying and processing scrap metal and electronic waste from numerous sources including the public, peddlers, industrial, Municipal/Government, demolition and auto salvage yards.
- 1.1.4 The Company operated profitably through its fiscal year ending December 31, 2022 (“FY22”) before incurring a significant loss in its fiscal year ending December 31, 2023 (“FY23”). Losses continued to accrue through 2024 and accordingly, the Company determined that it could no longer fund ongoing operations or continue to meet its ongoing obligations as they became due.
- 1.1.5 As a result, on July 26, 2024 (the “NOI Filing Date”), TKC filed a Notice of Intention to Make a Proposal (the “NOI”) pursuant to the *Bankruptcy and Insolvency Act* (the “BIA”). BDO Canada Limited consented to act as the Proposal Trustee (“BDO” or the “Proposal Trustee”). TKC’s NOI proceedings are referred to herein as the “NOI Proceedings”.
- 1.1.6 The Proposal Trustee submitted its First Report in these NOI Proceedings dated August 14, 2024 (the “First Report”), a copy of which is attached hereto as **Appendix A** (without appendices), in support of the Company’s motion to, among other things: seek an extension of the Stay of Proceedings to October 9, 2024; obtain the Court’s approval for an Administration Charge and Director’s Charge; and for approval of the Company’s sale process (the “Sale Process”) as outlined therein. The Court issued an order dated August 22, 2024 approving the extension, Administration Charge and Director’s Charge (the “Administration Order”), a copy of which is attached hereto as **Appendix B**. Additionally, the Court issued an order dated August 22, 2024 approving the Sale Process (the “Sale Process Order”), a copy of which is attached hereto as **Appendix C**.
- 1.1.7 As outlined in Section 2 herein, since filing the NOI, the Proposal Trustee has been involved in various matters assisting the Company, including reviewing the Company’s cash flow, assisting with the implementation of the Sale Process, reviewing bids and having discussions with bidders, and corresponding with various creditors and other stakeholders. As a result of the Sale Process, the Company, pursuant to a bid for substantially all of the assets, negotiated and finalized an Asset Purchase Agreement (the “Asset Purchase Agreement”) with Triple M Metal LP (“Triple M” or the “Purchaser”), subject to Court approval. Accordingly, the Company is seeking approval of the Sale Transaction, as defined below, and is seeking a further extension

of the Stay of Proceedings to provide additional time to complete the Closing of the Asset Purchase Agreement and to determine if the Company can make a Proposal to its creditors and on what terms.

- 1.1.8 Prior to the NOI Proceedings, the Company operated with a revolving line of credit with Meridian Credit Union, together with term debt in relation to financed equipment, which debt and accompanying security was acquired by 1000909688 Ontario Inc. (“9688” or the “Secured Lender”). As a result, 9688 holds a general security interest against all of TKC’s assets, which has been registered under the *Personal Property Security Act* (Ontario) (the “PPSA”). As a result of the Company’s ongoing financial losses, and strained liquidity position, the Company was in default in its loan covenants. Accordingly, 9688 issued demands and a notice of intention to enforce security under the BIA. The parties subsequently entered into a forbearance agreement, on the basis that TKC would continue to operate during the NOI Proceedings and undertake the Sale Process. As a result, 9688 is an unaffected creditor in the NOI Proceedings, but is cooperating with TKC with a view to maximizing recovery for all stakeholders through the Sale Process.
- 1.1.9 As of the NOI Filing Date, TKC was indebted to 9688 in the approximate amount of \$2.2 million. Cozen O’Connor LLP (“Cozen” or the “Trustee’s Counsel”) conducted a review of the 9688 security and has provided its opinion that 9688 has valid and enforceable security as against a trustee in bankruptcy, subject to the usual assumptions and limitations.
- 1.1.10 A certified copy of the PPSA Search Results as of July 24, 2024 illustrating all creditors that have registered a security interest against TKC was attached as an exhibit to the court materials filed by TKC for the hearing on August 22, 2024 and is attached hereto as **Appendix D**.

1.2 PURPOSE OF THIS REPORT

- 1.2.1 The purpose of this second report of the Proposal Trustee (the “**Second Report**”) is to provide this Court with information concerning the activities of the Company and the Proposal Trustee since the First Report and in particular to outline the outcome of the Company’s Sale Process, the related Asset Purchase Agreement and the Approval and Vesting Order sought by the Company to be approved by this Court, and to seek, among other matters, the Court’s approval of an extension of the stay period in these NOI Proceedings for 45 days to, among other things, facilitate the closing of the Asset Purchase Agreement. Accordingly, this Second Report is submitted by the Proposal Trustee to:
- (i) Report on the Trustee’s activities and the efforts made by the Company in these NOI Proceedings since the First Report; and,
 - (ii) Provide the basis for the Proposal Trustee’s support of the Company’s motion for an Order, *inter alia*:
 - a. Approving the sale transaction (the “**Sale Transaction**”) contemplated by the Asset Purchase Agreement (in the form appended hereto) between the Company, as seller and the Purchaser pursuant to which the Purchaser agrees to purchase, and the Company agrees to sell the assets outlined therein (collectively, the “**Purchased Assets**”), subject to such minor

amendments as the Company and the Proposal Trustee deem necessary or appropriate;

- b. Vesting in the Purchaser all of the Company's right, title and interest, if any, in the Purchased Assets free and clear of any and all encumbrances;
- c. Sealing the Confidential Appendices until further Order of this Court or Closing (as defined in the Asset Purchase Agreement) has occurred;
- d. Approving an extension of 45 days to the stay of proceedings through to November 23, 2024 to provide the Company sufficient time to proceed with the Closing of the Sale Transaction and the opportunity to determine if the Company can file a proposal and the potential terms of same;
- e. Approving the fees and disbursements of the Proposal Trustee and Trustee's Counsel, as described herein;
- f. Approving a distribution of the net proceeds, after satisfaction of professional fees secured by the Administration Charge and priority claims that would be subject to the Director's Charge, from the Purchase Price, as defined in the Asset Purchase Agreement to be paid first to satisfy the indebtedness of 9688 as secured creditor and second to satisfy the indebtedness of The Toronto-Dominion Bank ("**TD Bank**"), as subsequent secured creditor; and
- g. Such other relief as the Court may deem appropriate.

1.3 TERMS OF REFERENCE

- 1.3.1** In preparing this Second Report, the Proposal Trustee has relied upon the Company's books and records, unaudited and draft financial information available, certain financial information obtained from third parties, and discussions with various individuals (collectively, the "**Information**"). The Proposal Trustee has not audited, or otherwise attempted to verify the accuracy or completeness of the Information in a manner that would wholly or partially comply with Canadian Auditing Standards ("**CAS**") pursuant to the Chartered Professional Accountants of Canada Handbook and, accordingly the Proposal Trustee expresses no opinion or other form of assurance contemplated under the CAS in respect of the Information.
- 1.3.2** This Report has been prepared for the use of this Court in respect of the above-noted relief. This Report should not be relied upon for any other purpose. The Proposal Trustee will not assume responsibility or liability for losses incurred as a result of the circulation, publication, reproduction or use of this Report contrary to the provisions of this paragraph.
- 1.3.3** Capitalized terms used but not otherwise defined in this Second Report shall have the meaning ascribed to them in the First Report and the Asset Purchase Agreement, as applicable.
- 1.3.4** This Second Report, and all other court materials and Orders issued and filed in these NOI Proceedings are available on the Proposal Trustee's website at: <https://www.bdo.ca/services/financial-advisory-services/business-restructuring-turnaround->

services/current-engagements/TKCMetal (“**Case Website**”) and will remain available on the website for a period of six (6) months following the Proposal Trustee’s discharge.

1.3.5 All references to dollars are in Canadian currency unless otherwise noted.

2.0 THE PROPOSAL TRUSTEE’S ACTIVITIES

2.1 PROPOSAL TRUSTEE’S ACTIVITIES

2.1.1 Since the First Report, the Proposal Trustee has continued to work with the Company in administering its obligations pursuant to the BIA. In particular, the Proposal Trustee has:

- (i) Assisted the Company in implementing the Sale Process as outlined in the First Report, including but not limited to, preparation of a data room, corresponding with bidders, reviewing the bids received by the Bid Deadline and reviewing and negotiating the Asset Purchase Agreement, etc.;
- (ii) Monitored the business and cash-flow of the Company;
- (iii) Attended meetings with management on matters related to the proposal process and the Sale Process;
- (iv) Corresponded with the Company’s counsel and certain of the Company’s stakeholders including, but not limited to 9688 and various vendors;
- (v) Corresponded with the Company’s creditors affected by the NOI Proceedings; and,
- (vi) Prepared reports and correspondence, including this Second Report.

2.2 The Proposal Trustee notes that since the filing of the NOI there have been no material adverse changes with respect to the Company’s financial performance.

2.2.1 The Proposal Trustee is of the opinion that since the filing of the NOI the Company has been acting in good faith and with due diligence with respect to its obligations under the BIA.

2.3 LANDLORD

2.3.1 As set out above, TKC operates its business subject to the terms of a Lease Agreement, which expires May 11, 2038.

2.3.2 The Asset Purchase Agreement contemplates the assignment of the Lease Agreement. The Trustee understands that the Landlord has agreed to the assignment of the Lease Agreement to the Purchaser and therefore it is not a condition on Closing.

2.4 GOVERNMENT ACCOUNT - SOURCE DEDUCTIONS

2.4.1 Following the NOI Filing Date, the Proposal Trustee notified Canada Revenue Agency (“CRA”) of the NOI Proceedings. The Company uses a payroll service provider and based on the Company’s records, there are no outstanding source deduction remittances, however, the results will be subject to a source deduction trust examination, which the Company is requesting.

2.5 GOVERNMENT ACCOUNT - HST

2.5.1 TKC has filed all outstanding returns that were due as at the NOI Filing Date. Based on the filings, there is a balance of approximately \$140,000 owing in respect of outstanding HST up to the NOI Filing Date, confirmation of which is subject to an HST trust examination.

2.6 EQUIPMENT LESSORS

2.6.1 The Proposal Trustee’s Counsel has reviewed the security/lease documentation and related registrations in respect of five (5) leased/financed assets in the possession of TKC. Based on that review, Proposal Trustee’s counsel is of the opinion, subject to the usual assumptions and limitations, that the various lessors/equipment financiers have valid and enforceable purchase money security interests in the assets subject to those agreements in the accordance with the provisions of the PPSA.

2.6.2 The leased/financed assets are not included as Purchased Assets in the Asset Purchase Agreement and accordingly, the respective assets will be released to the lessors/equipment financiers prior to or at the time of Closing.

2.7 TD BANK

2.7.1 TD Bank has a security registration in relation to the indebtedness arising from Company’s use of TD Visa cards, which indebtedness totaled approximately \$35,000 as at the NOI Filing Date. The Trustee’s Counsel has reviewed the TD security agreement and confirmed, subject to the usual assumptions and limitations, that it is valid and enforceable as against a trustee in bankruptcy in a subordinate position to the security interests of 9688. If there are sufficient funds to pay amounts owing under the Administration Charge, any priority claims and repay 9688 in full, TD Bank will be paid in priority to other creditors to the extent of the amount outstanding to it as at the date of payment.

3.0

SALE PROCESS, APPROVAL AND VESTING ORDER

3.1 SALE PROCESS

3.1.1 The Proposal Trustee, in conjunction with the Company's management, commenced a Sale Process with the intention of exposing the Company's assets and business to the market, seeking to maximize realizations relative to liquidation. The Sale Process was outlined in the First Report and approved by this Court pursuant to the Sale Process Order.

3.1.2 Below is a summary of the Sale Process and outcome:

- (i) The Proposal Trustee prepared an Advertisement, Invitation for Bids, Sale Process and Bidding Procedures, Form of Offer, and a Confidentiality Agreement;
- (ii) The Advertisement was published in the August 9, 2024 edition of the Financial Post, along with the Insolvency Insiders website and weekly releases (4 editions) which site has approximately 9,000 registered users/readers;
- (iii) The Company prepared a list of prospective and strategic targets who may be interested in purchasing the Company's assets or business (each a "**Potential Bidder**"). On behalf of the Company, the Trustee sent the Invitation for Bids and Confidentiality Agreement to the Potential Bidders plus various auctioneers;
- (iv) As a result of the identification of the strategic targets and the advertisements, the Trustee submitted Invitations for Bids to 26 potential bidders, 13 of which signed a Confidentiality Agreement and were provided access to the Data Room. Overall 8 parties conducted site visits during the Sale Process period;
- (v) Lot Listings of the Assets available for Sale were compiled as follows:

Lot #	Description
Lot 1	Machinery and Equipment
Lot 2	Inventory
Lot 3	Office furniture and equipment
Lot 4	Leased Assets
Lot 5	Intangible Assets
Lot 6	The Company's interest, if any, in the Lease Agreement

- (vi) Assets excluded from the Sale Process include the Company's cash/bank balances, accounts receivable ("AR") and income tax recoveries, if any;
 - (vii) The Bidding Procedures set a deadline for the submission of bids, being September 5, 2024, including general information on proposed terms and conditions (including the form of offer, deposit details, etc.).
- 3.1.3 The Sale Process contemplates that the closing of any sale(s) of the Company's Assets, shall be conditional upon approval of the Court.
- 3.1.4 The Sale Process preserves this Court's authority to approve any sale under section 65.13 of the BIA.
- 3.2 Asset Purchase Agreement**
- 3.2.1 The Proposal Trustee has prepared a confidential appendix to this Report ("**Confidential Appendix 1**") to outline for the Court a summary of the bid submissions for the Purchased Assets, which illustrates that the bid submission of the Purchaser is superior to other bids submitted. Additionally, the Proposal Trustee commissioned an appraisal of the Company's owned and leased assets, a copy of which is included as **Confidential Appendix 2**.
- 3.2.2 Based on the bids submitted and the appraisal, the Proposal Trustee is of the opinion that the Sale Transaction represents the best value for the Purchased Assets. The Purchaser's bid submission was conditional on certain work being undertaken by TKC at the Leased Premises prior to closing. The parties negotiated a price adjustment from the original Bid amount to the final Purchase Price reflected in the APA to waive those conditions. The Proposal Trustee has discussed the terms of the Sale Transaction with 9688, TKC's primary secured creditor, and has been advised by 9688 that it supports the Proposal Trustee's recommendation with respect to TKC completing the Sale Transaction.
- 3.2.3 Accordingly, the Proposal Trustee supports the Company's motion requesting approval of the Sale Transaction contemplated by the Asset Purchase Agreement, with such minor amendments as the Company may deem necessary or appropriate, and vesting the Purchased Assets in the Purchaser pursuant to an approval and vesting order in a form consistent with the draft model order approved by the Commercial List Users' Committee of the Ontario Superior Court of Justice, to be effective upon satisfaction of the conditions precedent and payment of the Purchase Price. A copy of the Asset Purchase Agreement with the commercially sensitive details redacted is attached as Exhibit F to the Affidavit of Kenneth Baird sworn September 23, 2024 in support of the Company's motion. An unredacted copy of the Asset Purchase Agreement is included as **Confidential Appendix 3**.
- 3.2.4 The Proposal Trustee supports the Company's request that the Confidential Appendices herein (filed separately with the Court), be subject to a Sealing Order of the Court pending the completion of the proposed Sale Transaction or until further Order of this Court. The Proposal Trustee is proceeding in this manner because, while the Court should have the information, the Proposal Trustee wishes to prevent any potential negative impact on the market for the Purchased Assets arising from this information becoming public should the proposed Sale Transaction not close and the Assets of the Company need to be remarketed.

3.3 SALE APPROVAL

3.3.1 The Proposal Trustee believes that the Sale Process was an effective and timely method to market the Company's Assets to interested parties in the circumstances.

3.3.2 The Trustee has reviewed the Purchaser's bid relative to other bids submitted together with the appraisal and in accordance with Section 65.13 of the BIA recommends that the Court approve the Sale Transaction for among other reasons, the following considerations:

- (i) The Assets were marketed in accordance with a Court-approved Sale Process.
- (ii) The Asset Purchase Agreement provides the greatest realization for the Assets included in the Sale Process;
- (iii) The Purchaser will continue operations from the existing location and may hire employees of the Company after the closing of the Sale Transaction to continue services;
- (iv) The Landlord has agreed to an assignment of the Lease Agreement to the Purchaser or its assignee;
- (v) The primary lender with a first security interest in the Purchased Assts supports the proposed Sale Transaction;
- (vi) The Purchase Price is supported by the Appraisal;
- (vii) The Sale Transaction is not prejudicial to the Company's other creditors as it provides the best value based on the other bid submissions and the appraisal.

3.3.3 Based on the foregoing, the Proposal Trustee respectfully requests that the Court approve the Sale Transaction to the Purchaser and grant an Order vesting the Purchased Assets in and to the Purchaser free and clear of all encumbrances in accordance with the terms of the draft Approval and Vesting Order.

- 4.1 Since the NOI Filing Date the Company has focused on stabilizing its operations, managing cashflow and implementing the Sale Process.
- 4.2 The Court approved Sale Process has resulted in a negotiated Asset Purchase Agreement which is subject to Court approval and requires certain terms and conditions to be fulfilled in order to complete the Sale Transaction.
- 4.3 The Sale Transaction is anticipated to close after the expiry of the appeal period, being ten (10) days following the granting of the Approval and Vesting Order or such other date as may be agreed to in writing by the parties, with an Outside Date to complete the Transaction of October 31, 2024.
- 4.4 Additionally, the Company is attempting to resolve various ancillary matters including, the examination of accounts by CRA, so that the full extent of claims with potential priorities is determined. Accordingly, the Company is seeking a 45 day extension of the stay of proceedings through to November 23, 2024. If the requested extension is granted, the Company and Proposal Trustee will focus their efforts on completing the Sale Transaction and the CRA examinations and consider whether the Company may be able to make a viable proposal to its creditors.
- 4.5 The Proposal Trustee recommends that a second extension of the stay of proceedings of 45 days (the “**Second Extension**”) be granted for the following reasons:
- (i) It will provide the Company with the opportunity to satisfy the various terms and conditions included in the Asset Purchase Agreement;
 - (ii) It will provide the Company with the opportunity and time required to complete the Sale Transaction, and provides additional flexibility and time in the event there are any delays in Closing for any reason;
 - (iii) The Company will attempt to complete its CRA source deduction and HST examinations during the Second Extension;
 - (iv) The Company may be able to make a viable proposal if the Second Extension is granted;
 - (v) The Company has been acting in good faith and with due diligence; and,
 - (vi) No creditor will be materially prejudiced if the extension sought is granted.

5.0 TRUSTEE'S AND ITS COUNSEL'S ACCOUNTS

- 5.1 Pursuant to Section 64.2 of the BIA, the Court issued the Administration Charge Order which granted a charge (the “**Administration Charge**”), on all of the Company’s current and future assets, undertakings and properties of every nature and kind whatsoever and wherever situate including all proceeds thereof (the “**Property**”), which charge shall not exceed an aggregate amount of \$200,000, as security for the professional fees and disbursements of the Proposal Trustee, Trustee’s Counsel and counsel to the Company incurred at the standard rates and charges both before and after the making of the Administration Charge Order in respect of these NOI Proceedings.
- 5.2 The fees and disbursements of the Proposal Trustee for the period through to September 20, 2024, are detailed in the Affidavit of Christopher J. Mazur sworn September 24, 2024 (the “**Mazur Affidavit**”), a copy of which is attached as **Appendix E**.
- 5.3 The Proposal Trustee’s fees for the period through to September 20, 2024 encompass 137.50 hours at an average hourly rate of approximately \$501.93 for a total of \$69,015 prior to applicable taxes. The Trustee is therefore requesting that this Honourable Court approve the Trustee’s fees inclusive of applicable taxes in the amount of \$77,986.95.
- 5.4 The Proposal Trustee believes that the statements of account attached to the Mazur Affidavit accurately reflect the work that was done in connection with this matter and that all of the time spent by the Trustee was reasonable and necessary.
- 5.5 The fees and disbursements of Proposal Trustee’s Counsel for the period through to September 20, 2024 are detailed in the affidavit of Dilina Lallani sworn September 24, 2024 (the “**Lallani Affidavit**”), a copy of which is attached hereto as **Appendix F**.
- 5.6 Trustee’s Counsel’s fees for the period through to September 20, 2024 encompass 47.8 hours at an average hourly rate of approximately \$702.98 for a total of \$33,602.50 prior to disbursements and applicable taxes. The Proposal Trustee is therefore requesting that this Honourable Court approve Cozen’s total fees and disbursements inclusive of applicable taxes in the amount of \$38,000.00.
- 5.7 The Proposal Trustee confirms that the fees and disbursements set out in the Lallani Affidavit relate to advice sought by the Proposal Trustee. Further, the hourly rates charged by Cozen’s are consistent with the rates charged by corporate law firms practicing in the area of insolvency in the Greater Toronto market. It is the Proposal Trustee’s view that the fees and disbursements of Cozen are reasonable and appropriate in the circumstances

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- 6.1 The Proposal Trustee respectfully submits this Second Report to the Court in support of the Company's motion for an Order:
- (ii) Approving the Proposal Trustee's Second Report and the actions and activities outlined herein;
 - (iii) Authorizing and directing the Company to complete the Sale Transaction as contemplated by the Asset Purchase Agreement, with such minor amendments as the Company may deem necessary or appropriate;
 - (iv) Vesting the Purchased Assets in the Purchaser free and clear of all encumbrances pursuant to an Approval and Vesting Order in a form consistent with the one approved by the Commercial List Users' Committee of the Ontario Superior Court of Justice, to be effective upon satisfaction of the conditions precedent, payment of the Purchase Price and delivery of a Certificate of the Proposal Trustee;
 - (v) Approving a distribution of available funds, after satisfaction of amounts secured by the Administration Charge and priority amounts that would be secured by the Director's Charge, to be paid to 9688 as the first ranking secured creditor, to the maximum amount of the indebtedness owing to 9688 and thereafter to be paid to TD Bank to the maximum amount of the indebtedness owing to it;
 - (vi) Sealing the Confidential Appendices pending the completion of the Sale Transaction or further Order of this Court;
 - (vii) Granting a forty-five (45) day extension of time to file a proposal to and including November 23, 2024;
 - (viii) Approving the fees and disbursements of the Proposal Trustee and its Counsel as outlined herein.
- 6.2 The Trustee supports the above recommendations on the following basis:
- (i) The Company has been acting in good faith and with due diligence;
 - (ii) The primary secured lender with an interest in the Company's assets supports the Sale Transaction, and supported the granting of the Administration Charge and Directors' Charge; and,
 - (iii) No creditor will be materially prejudiced by the relief sought, including the Sale Transaction as it is based on the highest and best bid and appears to be in the best interest of the stakeholders in the circumstances.

This Second Report is respectfully submitted this 24th day of September 2024.

BDO CANADA LIMITED
solely in its capacity as
Trustee in the Proposal of
TKC Metal Recycling Inc.
and not in its personal capacity



Per: Chris Mazur CIRP, LIT
Senior Vice President

APPENDIX A

ONTARIO
SUPERIOR COURT OF JUSTICE

IN THE MATTER OF
THE PROPOSAL OF
TKC METAL RECYCLING INC.
OF THE CITY OF ST. CATHARINES
IN THE PROVINCE OF ONTARIO

FIRST REPORT OF BDO CANADA LIMITED
PROPOSAL TRUSTEE

AUGUST 14, 2024

Listing of Appendices

- Appendix A - Notice of Intention to Make a Proposal
- Appendix B - Certificate of filing a Notice of Intention to Make a Proposal

1.0 INTRODUCTION AND PURPOSE OF THE REPORT

1.1 INTRODUCTION

- 1.1.1 TKC Metal Recycling Inc. (“TKC” or the “Company”) operates a scrap metal recycling facility which buys and sells all types of ferrous and nonferrous scrap metals including electronic waste throughout North America.
- 1.1.2 The Company operates from leased premises at 20 Cushman Road in St. Catharines, Ontario (the “Leased Premises”), subject to a 21 year (less a day) lease agreement entered into May 12, 2017 and expiring May 11, 2038 (the “Lease Agreement”). TKC employs approximately 13 non-unionized employees.
- 1.1.3 The Company commenced operations in July 2017 and its service offerings include buying and processing scrap metal and electronic waste from numerous sources including the Public, Peddlers, Industrial, Municipal/Government, Demolition and Auto Salvage yards.
- 1.1.4 As outlined further below, the Company operated profitably through its fiscal year ending December 31, 2022 (“FY22”) before incurring a significant loss in its fiscal year ending December 31, 2023 (“FY23”). Losses continued to accrue through 2024.
- 1.1.5 The Company determined that as a result of the losses sustained it could not fund ongoing operations nor continue to meet its ongoing obligations as they became due.
- 1.1.6 As a result, on July 26, 2024 (the “NOI Filing Date”), TKC filed a Notice of Intention to Make a Proposal (the “NOI”) pursuant to the *Bankruptcy and Insolvency Act* (the “BIA”), a copy of which is attached hereto as **Appendix A**. BDO Canada Limited consented to act as the Proposal Trustee (“BDO” or the “Proposal Trustee”). TKC’s NOI proceedings are referred to herein as the “NOI Proceedings”. Attached as **Appendix B** is a copy of the Certificate of filing a Notice of Intention to Make a Proposal issued by the Office of the Superintendent of Bankruptcy.
- 1.1.7 As outlined herein, the Company is seeking an extension of the time to make a Proposal and is moving for an order to extend said time, while it undergoes a Sale Process (outlined further below), with the intention of maximizing realizations for all stakeholders, relative to a liquidation.
- 1.1.8 BDO has created a case website to store all public records in this matter, which can be found at the following address:
- <https://www.bdo.ca/services/financial-advisory-services/business-restructuring-turnaround-services/current-engagements/TKCMetal>
- 1.1.9 As outlined in Section 2 herein, since filing the NOI, the Proposal Trustee has been involved in various matters assisting the Company, including reviewing the Company’s cash flow and related assumptions (the “Cash Flow”), assisting with the implementation of a Sale Process (as defined below), and correspondence with various creditors and other stakeholders.

Operating Losses:

1.1.10 The Company operated profitably through its fiscal years ending December 31, FY 2020 to FY 2022, before incurring a significant loss in FY 2023. The Company’s losses continued in 2024 as illustrated in the Company’s results through July 31, 2024 (“YTD 2024”).

1.1.11 The chart below illustrates the Company’s operating results over the periods ending Sept. 30, 2020 through YTD 2024:

TKC Metal Recycling Inc. Summary P&L										
	FY 2020		FY 2021		Unaudited					
					FY 2022	FY 2023				
						YTD 2024				
Revenue	\$	5,452,331	\$	18,652,562	\$	22,646,355	\$	20,178,670	\$	5,136,854
COS		3,520,493		15,825,752		20,336,098		17,919,337		4,574,693
Gross Profit	\$	1,931,838	\$	2,826,810	\$	2,310,257	\$	2,259,333	\$	562,162
Gross Profit %		35%		15%		10%		11%		11%
Expenses	\$	1,383,829	\$	2,395,737	\$	2,155,018	\$	2,851,435	\$	1,364,904
Net Operating Income / (Loss)	\$	548,009	\$	431,073	\$	155,239	\$	(592,102)	\$	(802,743)
Other income / (expenses)		-		-		-		(114,794)		(217,887)
Net Income / (Loss)	\$	548,009	\$	431,073	\$	155,239	\$	(706,896)	\$	(1,020,630)

1.1.12 Management advises that the decline in FY 2023 revenues is a result of weaker market pricing. In addition, operations were significantly affected by a major equipment failure which has since been repaired/replaced and is fully functional. However, scrap commodity prices also dropped by approximately \$100 / net ton over a 3-month period in FY 2023 during the time when the Company committed to fixed pricing on a large project. Additionally, the shareholder purchased Blom Transportation (“Blom”) as part of a strategic plan to consolidate freight services in house with a new sister company. There was a need to use Company resources to undertake the acquisition and a significant amount of management time was directed to run Blom and seek to leverage its capabilities to assist with the Company’s scrap operations. Blom did not perform to expectations, partly due to a downturn in the trucking industry. This diverted significant Company management attention at the same time that a downturn was beginning to occur in the scrap industry.

1.1.13 YTD 2024 Results reflect decreased revenues as a result of liquidity issues, soft market conditions including weak consumer demand and low levels of scrap generated in the local marketplace. Market conditions are expected to improve in 2025, but the remainder of 2024 will be challenging. The operating challenges facing the Company are exacerbated by the high leverage in the Company’s financing structure, which makes current operations under the present capitalization extremely difficult.

1.1.14 As a result of the significant losses incurred, the Company determined it was not able to continue to meet ongoing obligations as they became due and determined that it needed to file a NOI to obtain a stay of proceedings, stabilize the operations and cashflow while pursuing a sale of the Company’s assets or business for the benefit of all stakeholders.

1.1.15 The Company operated with a revolving line of credit with Meridian Credit Union, together with term debt in relation to financed equipment, which debt was acquired by 1000909688 Ontario Inc. (“9688” or the “Secured Lender”). 9688 holds a general security interest against all of TKC’s assets which has been registered under the Personal Property Security Act (Ontario) (the “PPSA”). As a result of the Company’s ongoing financial losses, and strained liquidity position, the Company was in default in its loan covenants. Accordingly, 9688 issued demands and a notice of intention to enforce security under the BIA. The parties subsequently entered into a forbearance agreement, on the basis that TKC will continue to operate during the NOI Proceedings and undertake the Sale Process. As a result, 9688 is an unaffected creditor in the NOI Proceedings, but is cooperating with TKC as it is believed to be in the best interests of all stakeholders.

1.1.16 As of the NOI Filing Date TKC was indebted to 9688 in the approximate amount of \$2.2 million. Cozen O’Connor LLP (the “Trustee’s Counsel”) will conduct a full review of the 9688 security and the Proposal Trustee will report to the Court on the outcome of that review in a future Court hearing. Based on its preliminary review of the 9688 security, Trustee’s Counsel is not aware of any issues or concerns with the 9688 Security, subject to the usual assumptions and limitations.

1.2 PURPOSE OF THIS REPORT

1.2.1 The purpose of this first report of the Proposal Trustee (the “First Report”) is to provide this Court with information concerning the activities of the Company and the Proposal Trustee since the NOI Filing Date and in particular to outline the Company’s Sale Process, as defined herein, and to seek, among other matters, the Court’s approval of an extension of the stay period in these NOI Proceedings. Accordingly, this report is submitted by the Proposal Trustee to:

- (i) Report on the Trustee’s activities and the efforts made by the Company in these NOI Proceedings; and,
- (ii) Provide the basis for the Proposal Trustee’s support of the Company’s motion for an Order, *inter alia*:
 - a. Approving the Company’s Sale Process;
 - b. Approving an extension of 45 days to the stay of proceedings through to October 9, 2024 to provide the Company the opportunity to complete the Sale Process and to file a proposal;
 - c. Approving the Administration Charge, as described below;
 - d. Approving the Directors’ Charge, as described below; and,
 - e. Such other relief as the Court may deem appropriate.

1.3 TERMS OF REFERENCE

- 1.3.1 In preparing this First Report, the Proposal Trustee has relied upon the Company's books and records, unaudited and draft financial information available, certain financial information obtained from third parties, and discussions with various individuals (collectively, the "Information"). The Proposal Trustee has not audited, or otherwise attempted to verify the accuracy or completeness of the Information in a manner that would wholly or partially comply with Canadian Auditing Standards ("CAS") pursuant to the Chartered Professional Accountants of Canada Handbook and, accordingly the Proposal Trustee expresses no opinion or other form of assurance contemplated under the CAS in respect of the Information.
- 1.3.2 This Report has been prepared for the use of this Court in respect of the above-noted relief. This Report should not be relied upon for any other purpose. The Proposal Trustee will not assume responsibility or liability for losses incurred as a result of the circulation, publication, reproduction or use of this Report contrary to the provisions of this paragraph.
- 1.3.3 All references to dollars are in Canadian currency unless otherwise noted.

2.0

THE PROPOSAL TRUSTEE'S ACTIVITIES

2.1 PROPOSAL TRUSTEE'S ACTIVITIES

2.1.1 Since the filing of the NOI, the Proposal Trustee has continued to work with the Company in administering its obligations pursuant to the BIA. In particular, the Proposal Trustee has:

- (i) Notified the creditors of the stay of proceedings and filing of the NOI;
- (ii) Reviewed the Company's cash flow and related assumptions, and has filed the Report on the Cash-Flow Statement by the Person Making the Proposal and the Trustee's report on Cash-Flow Statement with the Superintendent of Bankruptcy within the required ten (10) day period and in the prescribed forms;
- (iii) Monitored the business and cash-flow of the Company;
- (iv) Attended meetings with management on matters related to the proposal process;
- (v) Corresponded with the Company's counsel and certain of the Company's stakeholders including, but not necessarily limited to 9688, certain customers and various vendors;
- (vi) Assisted the Company in developing and implementing its Sale Process;
- (vii) Corresponded with the Company's creditors affected by the proposal; and,
- (viii) Prepared reports and correspondence, including this First Report.

2.2 The Proposal Trustee notes that since the filing of the NOI there have been no material adverse changes with respect to the Company's financial performance.

2.2.1 The Proposal Trustee is of the opinion that since the filing of the NOI the Company has been acting in good faith and with due diligence with respect to its obligations under the BIA.

2.3 GOVERNMENT ACCOUNT - SOURCE DEDUCTIONS

2.3.1 Following the NOI Filing Date, the Proposal Trustee notified Canada Revenue Agency ("CRA") of the NOI Proceedings. The Company uses a payroll service provider and based on the Company's records, there are no outstanding source deduction remittances. The Company will request a source deduction trust examination.

2.4 GOVERNMENT ACCOUNT - HST

2.4.1 TKC has filed all outstanding returns that were due as at the NOI Filing Date. There is a balance of approximately \$104,000 owing in respect of outstanding HST. The Company will request an HST trust examination.

2.5 EQUIPMENT LESSORS

- 2.5.1** The Proposal Trustee's Counsel will review the security documentation and related registrations in respect of the Company's various leased assets and the Proposal Trustee will report further thereon.

3.1 SALE PROCESS

3.1.1 The Proposal Trustee, in conjunction with the Company's management commenced a Sale Process with the intention of exposing the Company's assets and business to the market, seeking to maximize realizations relative to liquidation.

3.1.2 By way of overview, the Sale Process includes the following steps:

- (i) The Proposal Trustee prepared an Advertisement, Invitation for Proposals, Sale Process and Bidding Procedures, Form of Offer, and a Confidentiality Agreement;
- (ii) The Advertisement was published in the August 9, 2024 edition of the Financial Post, along with the Insolvency Insiders website and weekly releases (4 editions) which site has approximately 9,000 registered users/readers;
- (iii) The Company prepared a list of prospective and strategic targets who may be interested in purchasing the Company's assets or business (each a "**Potential Bidder**"). On behalf of the Company, the Trustee sent the Invitation for Bids and Confidentiality Agreement to the Potential Bidders plus various auctioneers;
- (iv) Lot Listings have been prepared detailing the Company's assets the ("**Assets**") available for Sale as follows:

Lot #	Description
Lot 1	Machinery and Equipment
Lot 2	Inventory
Lot 3	Office furniture and equipment
Lot 4	Leased Assets
Lot 5	Intangible Assets
Lot 6	The Company's interest, if any, in the Lease Agreement

- (v) Assets excluded from the Sale Process include the Company's cash/bank balances, accounts receivable ("AR") and income tax recoveries, if any;
 - (vi) The Bidding Procedures set a deadline for the submission of bids, being September 5, 2024, including general information on proposed terms and conditions (including the form of offer, deposit details, etc.).
- 3.1.3** Any Potential Bidder that executes the Confidentiality Agreement will be sent a Confidential Information Memorandum ("CIM") and provided access to a Data Room which contains additional financial and other confidential information pertaining to the Company.
- 3.1.4** The Sale Process contemplates that the closing of any sale(s) of the Company's Assets, shall be conditional upon approval of the Court.
- 3.1.5** The Sale Process preserves this Court's authority to approve any sale under section 65.13 of the BIA.
- 3.1.6** Based on the foregoing, the Proposal Trustee respectfully requests that the Court approve the Sale Process.

4.0

EXTENSION OF STAY PERIOD

- 4.1 During the initial 30 day stay period the Company has focused on stabilizing its operations, managing cashflow and commencing and implementing the Sale Process.
- 4.2 Based on the nature of the assets and operations and a reasonable time to allow Prospective Bidders to perform their review of the Assets and submit an offer, the Bid Deadline has been set as September 5, 2024, which date is past the initial 30 day stay of proceedings. Thereafter a period of time will be required to formalize an Asset Purchase Agreement and seek approval of the Court. Accordingly, the Company is seeking a 45 day extension to the stay of proceedings through to October 9, 2024. If the requested extension is granted, the Company and Proposal Trustee will focus their efforts on the Sale Process to maximize realizations.
- 4.3 In support of the relief sought, the Company's projected Cash Flow projection illustrates that the Company will be cash positive through the period and will fund its obligations through the NOI Proceedings. Below is a summary of the Company's Cashflow projection:

TKC Monthly Cashflow Summary	Period Ending		
	2024-08-30	2024-09-27	2024-11-01
Opening	\$ 249,909	\$ 230,826	\$ 199,388
Receipts	816,086	639,806	808,176
Disbursements			
Operating	(555,953)	(445,096)	(577,646)
Overhead	(209,216)	(171,149)	(287,136)
Professional fees	(70,000)	(55,000)	(55,000)
Total Disbursements	(835,169)	(671,244)	(919,782)
Ending	\$ 230,826	\$ 199,388	\$ 87,782

- 4.4 The Proposal Trustee recommends that an extension of the stay of proceedings of 45 days to file a proposal be approved for the following reasons:
- (i) It will provide the Company with the opportunity and time required to proceed with the Sale Process, attend to negotiating an Agreement of Purchase and Sale and seek any necessary Court approval thereof;

- (ii) It will provide the Company with the opportunity and time to stabilize its operations, provide ongoing employment for its employees and maximize realizations for creditors;
- (iii) The Company may be able to make a viable proposal if the extension sought is granted;
- (iv) The Company has been acting in good faith and with due diligence; and,
- (v) No creditor will be materially prejudiced if the extension sought is granted.

5.0

ADMINISTRATION CHARGE

- 5.1 Based on the Company's Cash Flow projection, there will be sufficient funds to pay the estimated professional fees in relation to the NOI Proceedings, however, in the event there is a material adverse change and/or the Company is unable to fund the professional fees, the Company's counsel, Proposal Trustee, and Trustee's Counsel, request the protection of a \$200,000 charge against the assets, undertakings and property of the Company to secure payment of professional fees and disbursements incurred during these NOI proceedings (the "**Administration Charge**"). The Administration Charge in favour of professionals is common in restructuring proceedings of this nature and is, in the view of the Proposal Trustee, appropriate in the present case.
- 5.2 It is envisioned that the Proposal Trustee will oversee the Proposal Proceedings and Sale Process and will call upon counsel as appropriate to carry out its obligations relating thereto. A summary of essential services to be provided include:
- (i) Administration and monitoring of the Proposal Proceedings, including preparing reports to creditors, the Official Receiver, and this Court including this motion and any future motions as may be required by the BIA, and reviewing the Company's cash-flows and related financial disclosure;
 - (ii) Providing general corporate and specialized restructuring advice to the Company;
 - (iii) Assisting the Company in the preparation of its Proposal and/or financial reporting as may be required under the BIA.
- 5.3 The Proposal Trustee is of the view that the Administration Charge is appropriate in these circumstances:
- (i) It is necessary for the Company to pay the reasonable fees and disbursements associated with the NOI Proceedings;
 - (ii) The Proposal Trustee, Trustee's Counsel and the Company's counsel are not willing to assume the risk of extending further credit to the Company in respect of the proposal proceedings;
 - (iii) The quantum of the proposed Administration Charge is reasonable given the nature and scope of the services provided, and protects from the possibility that the Company might not be able to fund its professional fees.
- 5.4 Section 64.2 of the BIA provides the Court with jurisdiction to grant a super-priority charge such as the Administration Charge requested herein where notice is given to secured creditors. In this regard, the Proposal Trustee is advised by the Company's counsel that all other creditors having registrations against the Company under the PPSA will be served with the Company's motion record.

- 6.1** Based on the Company's Cash Flow projection, the Company anticipates it will meet its obligations in relation to ongoing payroll, related vacation pay, source deductions and HST throughout the NOI Proceedings. However, in the event there is a material adverse change and the Company is unable to meet all or a portion of these obligations, the Company is seeking the protection of a \$200,000 charge against the assets, undertakings and property of the Company to secure payment of director's obligations (the "**Directors' Charge**").
- 6.2** On the basis that the Directors and Officers will continue to operate the business honestly and in good faith, the Trustee and the Secured Lender support the Company's relief sought that the Company shall indemnify its directors and officers against obligations and liabilities that they may incur as directors or officers of the Company after the commencement of the NOI Proceedings, except to the extent that, with respect to any officer or director, the obligation or liability was incurred as a result of the director's or officer's gross negligence or willful misconduct.

- 7.1 The Proposal Trustee respectfully submits this First Report to the Court in support of the Company's motion for an Order:
- (ii) Approving the Proposal Trustee's First Report;
 - (i) Approving the Sale Process;
 - (ii) Granting a forty-five (45) day extension of time to file a proposal extending the stay of proceedings to and including October 9, 2024;
 - (iii) Granting an Administration Charge (as defined herein);
 - (iv) Granting a Directors' Charge (as defined herein).
- 7.2 The Trustee supports the above Recommendations on the following basis:
- (i) The Company has been acting in good faith and with due diligence;
 - (ii) The primary Secured Lender with an interest in the Company's Assets supports the Sale Process, the Directors' Charge and the Administration Charge; and,
 - (iii) No creditor will be materially prejudiced by the relief sought, including the Sale Process as it appears to be in the best interest of all stakeholders to attempt to maximize realizations.

This First Report is respectfully submitted this 14th day of August 2024.

BDO CANADA LIMITED
solely in its capacity as
Trustee in the Proposal of
TKC Metal Recycling Inc.
and not in its personal capacity



Per: Chris Mazur CIRP, LIT
Senior Vice President

APPENDIX B

District of: Ontario
Division No.: 07-Hamilton
Court No.: 32-3109134
Estate No.: 32-3109134

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

THE HONOURABLE MR.) THURSDAY, THE 22nd
)
JUSTICE PARAYESKI) DAY OF AUGUST, 2024

**IN THE MATTER OF THE BANKRUPTCY AND INSOLVENCY ACT, R.S.C. 1985, c.
B-3, AS AMENDED**

**AND IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL
OF TKC METAL RECYCLING INC.**

ORDER

**Re: Administration Charge, Directors' Charge, Extension of Time to File Proposal and
Approval of Proposal Trustee's First Report and Conduct**

THIS MOTION, made by TKC Metal Recycling Inc. (the "**Company**") pursuant to the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended (the "**BIA**") for an order, *inter alia*, (i) granting an Administration Charge (as defined below) in the amount of \$200,000; (ii) granting a Directors' Charge (as defined below) in the amount of \$200,000; (iii) granting a forty-five (45) day extension of time to file a proposal extending the stay of proceedings to and including October 9, 2024 in accordance with the BIA; and (iv) approving the Proposal Trustee's First Report, was heard this day in the Ontario Superior Court of Justice (Hamilton).

ON READING the Notice of Motion, the Affidavit of Kenneth Baird sworn August 13, 2024 and the exhibits thereto (the "**Baird Affidavit**"), and the First Report of BDO Canada Limited ("**BDO**") dated August 14, 2024 (the "**First Report**"), in its capacity as proposal trustee of the Company (in such capacity, the "**Proposal Trustee**"), and on being advised that the secured

creditors who are likely affected by the charge created herein were given notice, and on hearing the submissions of counsel for the Company and counsel for the Proposal Trustee, and those other parties present, no one else appearing although duly served as appears from the Affidavit of Service of Kim Sellers, sworn August 14, 2024, filed,

SERVICE AND DEFINITIONS

1. **THIS COURT ORDERS** that the time for service and filing of the Notice of Motion and Motion Record of the Company are hereby abridged and validated so that this motion is properly returnable today and hereby dispenses with further service hereof.
2. **THIS COURT ORDERS** that capitalized terms used herein and not otherwise defined shall have the meanings given to such terms in the Baird Affidavit or the First Report, as applicable.

ADMINISTRATION CHARGE

3. **THIS COURT ORDERS** that the Proposal Trustee, counsel to the Proposal Trustee, and counsel to the Company shall be paid their reasonable fees and disbursements, in each case at their standard rates and charges, by the Company as part of the costs of these proceedings. The Company is hereby authorized and directed to pay the accounts of the Proposal Trustee, counsel to the Proposal Trustee, and counsel to the Company on a bi-weekly basis.
4. **THIS COURT ORDERS** that the Proposal Trustee and its legal counsel shall pass their accounts from time to time and for this purpose, the accounts of the Proposal Trustee and its legal counsel are hereby referred to a judge of the Ontario Superior Court of Justice (Hamilton).

5. **THIS COURT ORDERS** that, pursuant to Section 64.2 of the BIA, the Proposal Trustee, counsel to the Proposal Trustee, and counsel to the Company shall be entitled to the benefit of and are hereby granted a charge (the “**Administration Charge**”) on all of the Company’s current and future assets, undertakings and properties of every nature and kind whatsoever and wherever situate including all proceeds thereof (the “**Property**”), which charge shall not exceed an aggregate amount of \$200,000, as security for their professional fees and disbursements incurred at the standard rates and charges both before and after the making of this Order in respect of these proceedings. The Administration Charge shall have the priority set out in paragraphs 9 and 11 herein.

DIRECTORS’ INDEMNIFICATION AND CHARGE

6. **THIS COURT ORDERS** that the Company shall indemnify its directors and officers against obligations and liabilities that they may incur as directors or officers of the Company after the commencement of the within proceedings, except to the extent that, with respect to any officer or director, the obligation or liability was incurred as a result of the director’s or officer’s gross negligence or willful misconduct.

7. **THIS COURT ORDERS** that the directors and officers of the Company shall be entitled to the benefit of and are hereby granted a charge (the “**Directors’ Charge**”) on the Property, which charge shall not exceed an aggregate amount of \$200,000, as security for the indemnity provided in paragraph 6 of this Order. The Directors’ Charge shall have the priority set out in paragraphs 9 and 11 herein.

8. **THIS COURT ORDERS** that, notwithstanding any language in any applicable insurance policy to the contrary, (a) no insurer shall be entitled to be subrogated to or claim the benefit of the Directors' Charge, and (b) the Company's directors and officers shall only be entitled to the benefit of the Directors' Charge to the extent that they do not have coverage under any directors' and officers' insurance policy, or to the extent that such coverage is insufficient to pay amounts indemnified in accordance with paragraph 6 of this Order.

VALIDITY AND PRIORITY OF CHARGES CREATED BY THIS ORDER

9. **THIS COURT ORDERS** that the priorities of the Administration Charge and the Directors' Charge, shall be as follows:

- (a) First – Administration Charge (to a maximum amount of \$200,000); and
- (b) Second – Directors' Charge (to a maximum amount of \$200,000).

10. **THIS COURT ORDERS** that the filing, registration or perfection of the Administration Charge and the Directors' Charge (together, the "**Charges**") shall not be required, and that the Charges shall be valid and enforceable for all purposes, including as against any right, title or interest filed, registered, recorded or perfected subsequent to the Charges coming into existence, notwithstanding any such failure to file, register, record or perfect.

11. **THIS COURT ORDERS** that the Administration Charge shall constitute a charge on the Property and shall rank in priority to all other security interests, trusts, liens, charges and

encumbrances, claims of secured creditors, statutory or otherwise (collectively, "**Encumbrances**") in favour of any Person.

12. **THIS COURT ORDERS** that, in addition to the rights and protections afforded to the Proposal Trustee under the BIA or as an officer of this Court, the Proposal Trustee shall incur no liability or obligation as a result of its appointment or the carrying out of the provisions of this Order, save and except for any gross negligence or wilful misconduct on its part. Nothing in this Order shall derogate from the protections afforded to the Proposal Trustee under the BIA or any applicable legislation.

EXTENSION OF THE PROPOSAL PERIOD

13. **THIS COURT ORDERS** that the time for the filing of a proposal by the Company is hereby extended in accordance with section 50.4(9) of the BIA by a period of forty-five (45) days up to and including October 9, 2024.

APPROVAL OF FIRST REPORT AND ACTIVITIES

14. **THIS COURT ORDERS** that the First Report and the conduct and activities of the Proposal Trustee described therein are hereby approved, provided that only the Proposal Trustee, in its personal capacity and only with respect to its own personal liability shall be entitled to rely upon or utilize in any way such approval.

GENERAL

15. **THIS COURT ORDERS** that the E-Service Protocol of the Commercial List (the "**Protocol**") is approved and adopted by reference herein and, in these proceedings, the service of

documents made in accordance with the Protocol (which can be found on the Commercial List website at <http://www.ontariocourts.ca/scj/practice/practice-directions/toronto/eservice-commercial>) shall be valid and effective service. Subject to Rule 17.05 of the Rules of Civil Procedure (the “**Rules**”), this Order shall constitute an order for substituted service pursuant to Rule 16.04 of the Rules. Subject to Rule 3.01(d) of the Rules and paragraph 21 of the Protocol, service of documents in accordance with the Protocol will be effective on transmission. This Court further orders that a Case Website shall be established in accordance with the Protocol and shall be accessible by selecting the Company’s name from the engagement list at the following URL <https://www.bdo.ca/services/financial-advisory-services/business-restructuring-turnaround-services/current-engagements/TKCMetal>.

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

17. **THIS COURT ORDERS** that the Company, the Proposal Trustee and their respective counsel are at liberty to serve or distribute this Order, any other materials and orders as may be reasonably required in these proceedings, including any notices, or other

correspondence, by forwarding true copies thereof by electronic message to the Company's creditor or other interested parties and their advisors, as applicable. For greater certainty, any such distribution or service shall be deemed to be in satisfaction of a legal or juridical obligation and notice requirements within the meaning of clause 3(c) of the *Electronic Commerce Protection Regulations*, Reg. 81000-2-175 (SOR/DORS).

18. **THIS COURT ORDERS** that the Proposal Trustee shall create, maintain and update as necessary a list of all Persons appearing in person or by counsel in these proceedings (the "**Service List**"). The Proposal Trustee shall post the Service List, as may be updated from time to time, on the case website as part of the public materials in relation to these proceedings. Notwithstanding the foregoing, the Proposal Trustee shall have no liability in respect of the accuracy of or the timeliness of making any changes to the Service List.

GENERAL

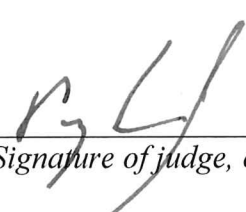
19. **THIS COURT ORDERS** that the Company or the Proposal Trustee may from time to time apply to this Court for advice and directions in the discharge of its powers and duties hereunder.

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

to this Order, to grant representative status to the Proposal Trustee in any foreign proceeding, or to assist the Company and the Proposal Trustee and their respective agents in carrying out the terms of this Order.

21. **THIS COURT ORDERS** that each of the Company or the Proposal Trustee shall be at liberty and are hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order.

22. **THIS COURT ORDERS** that this Order is effective from the date that it is made and is enforceable without the need for entry and filing.



(Signature of judge, officer or registrar)

IN THE MATTER OF NOTICE OF INTENTION TO MAKE A PROPOSAL OF
TKC METAL RECYCLING INC.

District of: Ontario
Division No.: 07-Hamilton
Court No.: 32-3109134
Estate No.: 32-3109134

ONTARIO
SUPERIOR COURT OF JUSTICE
(IN BANKRUPTCY AND INSOLVENCY)

Proceeding Commenced at Hamilton

ORDER

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Lawyers TKC Metal Recycling Inc.

APPENDIX C

District of: Ontario
Division No.: 07-Hamilton
Court No.: 32-3109134
Estate No.: 32-3109134

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

THE HONOURABLE MR.)
)
JUSTICE PARAYESKI) THURSDAY, THE 22nd
 DAY OF AUGUST, 2024

**IN THE MATTER OF THE BANKRUPTCY AND INSOLVENCY ACT, R.S.C. 1985, c.
B-3, AS AMENDED**

**AND IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL
OF TKC METAL RECYCLING INC.**

SALE PROCESS ORDER

THIS MOTION, made by TKC Metal Recycling Inc. (the “**Company**”) pursuant to the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended (the “**BIA**”) for an order, *inter alia*, (i) approving the sale process and bidding procedures (the “**Sale Process and Bidding Procedures**”) substantially in the form attached hereto as Schedule “A”; and (ii) authorizing and directing BDO Canada Limited, in its capacity as Proposal Trustee (the “**Proposal Trustee**”) was heard this day in the Ontario Superior Court of Justice (Hamilton).

ON READING the Notice of Motion, the Affidavit of Kenneth Baird sworn August 13, 2024 and the exhibits thereto (the “**Baird Affidavit**”), and the First Report of Proposal Trustee, dated August 14, 2024, and on being advised that the secured creditors who are likely affected by the charge created herein were given notice, and on hearing the submissions of counsel for the Company and counsel for the Proposal Trustee, and those other parties present, no one else

appearing although duly served as appears from the Affidavit of Service of Kim Sellers, sworn August 14, 2024, filed,

SERVICE AND DEFINITIONS

1. **THIS COURT ORDERS** that the time for service and filing of the Notice of Motion and Motion Record of the Company are hereby abridged and validated so that this motion is properly returnable today and hereby dispenses with further service hereof.
2. **THIS COURT ORDERS** that capitalized terms used herein and not otherwise defined shall have the meanings given to such terms in the Sale Process and Bidding Procedures.

APPROVAL OF THE SALE PROCESS AND BIDDING PROCEDURES

3. **THIS COURT ORDERS** that the Sale Process and Bidding Procedures attached hereto as **Schedule "A"** to this Order and the procedures contemplated therein be and are hereby approved.
4. **THIS COURT ORDERS** that the Proposal Trustee is authorized and directed to take such steps on behalf of the Company, as it deems necessary or advisable to carry out and perform its obligations under the Sale Process and Bidding Procedures.
5. **THIS COURT ORDERS** that the Sale Process and Bidding Procedures may be amended and the timelines prescribed therein may be extended by the Proposal Trustee with the approval of the Company and the Company's secured lender, 1000909688 Ontario Inc., or further order of the Court.

6. **THIS COURT ORDERS** that the Proposal Trustee and its respective affiliates, partners, employees, representatives and agents shall have no liability with respect to any and all losses, claims, damages or liabilities, of any nature or kind, to any person in connection with or as a result of the Sale Process and Bidding Procedures, except to the extent such losses, claims, damages or liabilities result from the gross negligence or willful misconduct of the Proposal Trustee in performing its obligations under the Sale Process and Bidding Procedures as determined by this Court.

7. **THIS COURT ORDERS** that, pursuant to clause 7(3)(c) of the *Canada Personal Information Protection and Electronic Documents Act*, the Proposal Trustee and the Company are hereby authorized and permitted to disclose personal information of identifiable individuals to prospective bidders in the Sale Process and Bidding Procedures and to their advisors, but only to the extent desirable or required to negotiate and attempt to complete one or more sales of the Property (as defined in the Sale Process and Bidding Procedures). Each prospective bidder to whom any such personal information is disclosed shall maintain and protect the privacy of such information and limit the use of such information to its evaluation of the Property and if it does not complete a purchase of the Property, shall return all such information to the Company or in the alternative shall destroy all such information and certify such destruction to the Company and Proposal Trustee. The purchaser of any Property shall be entitled to use the personal information provided to it, and related to the Property purchased, in a manner which is in all material respects identical to the prior use of such information by the Company and shall return all other personal information to the Company or ensure that all other personal information is destroyed.

8. **THIS COURT ORDERS** that the Proposal Trustee and its counsel be and are hereby authorized but not obligated, to serve or distribute this Order, any other materials, orders, communication, correspondence or other information as may be necessary or desirable in connection with the Sale Process and Bidding Procedures to any Person or interested party that the Proposal Trustee considers appropriate. For greater certainty, any such distribution, communication or correspondence shall be deemed to be in satisfaction of a legal or juridical obligation, and notice requirements within the meaning of clause 3(c) of the *Electronic Commerce Protection Regulations*, Reg. 81000-2-175 (SOR/DORS).

GENERAL

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

10. **THIS COURT ORDERS** that each of the Company or the Proposal Trustee shall be at liberty and are hereby authorized and empowered to apply to any court, tribunal, regulatory or

administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order.

11. **THIS COURT ORDERS** that this Order is effective from the date that it is made and is enforceable without any need for entry and filing.



(Signature of judge, officer or registrar)

Schedule A - Sale Process and Bidding Procedures

Schedule "A"

SALE PROCESS AND BIDDING PROCEDURES

TKC METAL RECYCLING INC.

Background

1. On July 26, 2024, TKC Metal Recycling Inc. (the "**Vendor**" or the "**Company**") filed a notice of intention to make a proposal to its creditors under the *Bankruptcy and Insolvency Act*, naming BDO Canada Limited ("**BDO**") as proposal trustee (the "**Proposal Trustee**") in the proceedings (the "**NOI Proceedings**").
2. The Company operates from leased premises at 20 Cushman Road, St. Catharines, Ontario (the "**Leased Premises**"), which is subject to a lease agreement which commenced May 12, 2017 and expiring May 11, 2038 (the "**Lease Agreement**").

Disclaimer

3. These Sale Process and Bidding Procedures (the "**Bidding Procedures**") have been prepared by BDO, solely in its capacity as Proposal Trustee, in consultation with the Company, from information obtained from the Company and other sources, all of which have not been independently verified by BDO (the "**Information**") to assist the Company with the sales process.
4. This Information is being provided to Bidders for reference purposes only and to assist them in conducting their evaluation of the Assets (as defined below) of the Company. By receiving this Information or other information concerning the sale of the Company's Assets, each Bidder accepts and acknowledges that:
 - (a) BDO makes no representations or warranties as to the accuracy or completeness of the Information and this Information does not purport to be all-inclusive or to necessarily contain all the information that a Bidder may require in connection with its investigation of the Company and/or Assets. Nothing contained herein should be relied upon as a representation. The Proposal Trustee expressly advises that the prospective Bidder acknowledges by virtue of submitting a Bid to purchase, that the prospective Bidder is not and could not reasonably rely on this information in arriving at its decision to purchase the Assets. Each prospective Bidder must rely upon its own inspection and investigation in order to satisfy itself as to title, liens, encumbrances, description, fitness for purpose, quantity, condition, quality, value or any other matter of thing whatsoever;
 - (b) Neither this document, nor its delivery to any prospective Bidder, shall constitute an offer to sell or the solicitation of an offer to buy the Assets;
 - (c) BDO has not independently verified any of the information contained herein. BDO shall have no liability for any representations (expressed or implied) contained in, or for any omission from, the Bidding Procedures and related documents or for any other written or oral communications transmitted to prospective Bidders in the course of their evaluation of the Assets;

- (d) In all cases, the recipient hereof and any Bidder shall conduct its own due diligence at its own expense and risk; BDO is under no obligation to provide the Bidder with access to any Information about the Company;
- (e) Under no circumstances shall any of the employees, or former employees of the Company be contacted directly or indirectly: (i) to answer any questions regarding the Sale Process, (ii) to answer any questions regarding the possible acquisition of the Assets; or (iii) to request additional information or Information regarding the contents of any of the Information previously obtained, without the prior written permission of the Company and BDO;
- (f) The Information contained herein, as well as any future information obtained in the course of any investigation and/or inspection of the Company, is confidential and may not be copied, reproduced, or distributed to any other persons external to the Bidder's organization at any time, except for the purposes of obtaining professional advice; and
- (g) The highest or any proposal shall not necessarily be accepted by the Vendor. Further, nothing contained in the Invitation for Bids or herein precludes the Vendor from entering into an agreement to sell any or all Assets prior to the Bid Deadline (as defined herein), and furthermore, nothing herein shall prevent the Vendor from withdrawing this Invitation for Bids at any time and for any reason without liability to the Vendor.

5. Unless otherwise noted, all denominations are in CAD dollars.

Assets for Sale

6. The Vendor is inviting Bids for the Assets or any parts thereof. For purposes of the following bidding procedures (these "**Bidding Procedures**"), the property subject to sale and these Bidding Procedures will comprise the following asset categories (collectively, the "**Assets**"):

Lot # Note (1)	Description
Lot 1	Machinery and Equipment
Lot 2	Inventory
Lot 3	Office furniture and equipment
Lot 4	Leased Assets - Note (2)
Lot 5	Intangible Assets
Lot 6	The Company's interest, if any, in the Lease Agreement for the Leased Premises

Note (1): Bidders are asked to allocate a purchase price for each unit independently;

Note (2): Assets included therein are subject to lease and may be removed from the process at any time and may not be available for sale;

Caution: The Assets listed are for INFORMATION PURPOSES ONLY. Neither the Company nor the Proposal Trustee provide any representations or warranties as to the accuracy or completeness of the Information.

For greater certainty, the Assets do not consist of bank accounts, any deposits, accounts receivable or any third party owned assets located at the Leased Premises (collectively, the “**Excluded Assets**”).

Bidding Procedures

7. These Bidding Procedures shall govern the invitation by the Vendor for Bids for all or part of the Assets and the selection by the Vendor of one or more Successful Bids (as defined below).

1. **As is, Where is sets for Sale**

8. Any sale of the Assets will be completed on an “as is, where is” basis and without surviving representations, warranties, covenants or indemnities of any kind, nature, or description by the Proposal Trustee or the Vendor or their respective agents, professionals, advisors, or otherwise, except to the extent set forth in the relevant sale or auction agreement(s) with the Successful Bidder(s).

2. **Access to Review Assets**

9. Interested parties that wish to review the Assets are required to contact Mr. Ken Baird at ken@tkcmetalrecycling.com with a copy via email to aconsoli@bdo.ca and a tour of the Assets will be arranged during regular business hours.

3. **Bidding Deadlines**

10. All Bids (as defined below) must be submitted in accordance with the terms of these Bidding Procedures so that they are actually received by the Proposal Trustee no later than **3:00 p.m. (Toronto time) on Thursday September 5, 2024** (the “**Bid Deadline**”). A Bid received by the Proposal Trustee after the Bid Deadline may not be accepted.

11. Written copies of all Bids shall be delivered via e-mail or by personal delivery so that they are received by the Proposal Trustee by the Bid Deadline at:

BDO Canada Ltd.
25 Main St. West, Suite 805
Hamilton, ON L8P 1H1

Attention: Angelo Consoli

Email: aconsoli@bdo.ca

4. **Bid Requirements**

12. In order to participate in these Bidding Procedures, a party submitting a Bid (a “**Bidder**”) must deliver a Bid to the Proposal Trustee by the Bid Deadline, which satisfies each of the following conditions (a “**Bid**”):
- (a) Identification: Identification of the Bidder and representatives thereof who are authorized to appear and act on behalf of the Bidder for all purposes regarding the contemplated transaction.
 - (b) Form and Content. A Bid must conform with the terms and conditions set out herein and must be submitted in the Form of Offer attached hereto as **Appendix A**. In addition, the Proposal Trustee will provide a standard asset purchase agreement (“**APA**”) in the data room, which will be used as the basis to complete the purchase and sale.
 - (c) Deposit. Each Bid must be accompanied by a refundable deposit equal to 15% of the proposed purchase price of the Assets bid on. The refundable deposit will be paid by way of certified cheque payable to “BDO Canada Ltd., Proposal Trustee of TKC Metal Recycling Inc.”.
 - (d) Closing Date. A Bid must contain a binding commitment by the Bidder to close on the terms and conditions set forth therein as soon as practicable after satisfaction or waiver of all conditions and the receipt of Court approval and a covenant to use commercial best efforts to satisfy all conditions (the “**Closing Date**”).
 - (e) Irrevocable. A Bid must be irrevocable and capable of acceptance until at least September 26, 2024.
 - (f) Contingencies. A Bid may not be conditional on obtaining financing or any internal approval or on the outcome or review of due diligence.
 - (g) Acknowledgment of Bidding Procedures. By submitting a Bid, a Bidder shall be deemed to irrevocably waive its right to pursue any claim in any way related to the submission of its Bid or these Bidding Procedures.
 - (h) No Representations and Warranties. By submitting a Bid, the Bidder acknowledges to and in favour of the Proposal Trustee and the Vendor that the Bidder has conducted its own investigations and inspections of the Assets and all matters and things connected with or in any way related to the Assets, that the Bidder has satisfied itself with respect to the Assets, that the Bidder has relied entirely upon its own investigation and inspections in entering into this agreement, that the Bidder is purchasing the Assets on an “as is, where is” basis upon execution of a final APA, that the Bidder will accept the Assets in their present state, condition and location and the Bidder hereby acknowledges that the Proposal Trustee and the Vendor has made no representations, warranties, statements or promises save and except as are contained herein with respect to any matter or thing whatsoever, including, without limitation, as to title, description, fitness for purpose, merchantability, quantity or the condition of any matter or thing whatsoever. Without limiting the generality of the foregoing, any and all conditions, warranties and representations expressed or

implied pursuant to the Sale of Goods Act (Ontario) do not apply to the sale of the Assets and have been waived by the Bidder. Except as expressly set out herein, no adjustments shall be allowed to the Bidder for any changes in condition, quality or quantity of the Assets. The Bidder acknowledges that the Proposal Trustee and the Vendor is not required to inspect or count, or provide any inspection or counting, of the Assets or any parts thereof and the Bidder shall be deemed, at its own expense, to have relied entirely upon its own inspection and investigation of the Assets. The Bidder acknowledges that it shall be the Bidder's sole responsibility to obtain, at its own expense, any consents, approvals or any further documentation or assurances which may be required to carry out the terms of the APA, including, without limitation, any approvals with respect to assets subject to lease or any of the Assets which are not assignable without the consent or other action of a third party (or parties). The Bidder will satisfy itself with respect to any successor employer liability.

- (i) Other Information. A Bid shall contain other information reasonably requested by the Proposal Trustee and Vendor.
 - (j) No Personal or Corporate Liability. The Bidder acknowledges that BDO shall have no personal or corporate liability under these Bidding Procedures. In the event that the sale of any Lot(s) is enjoined by Order of a Court of competent jurisdiction or where any Lot(s) of assets subject to a Bid or any part thereof is removed from the control of the Vendor by any means or process, or where any Lot(s) of assets subject to a proposal or any part thereof is redeemed by a party entitled thereto at law, on or prior to the Closing Date, the Agreement (as defined below) shall be terminated at the option of the Vendor without any penalty or liability whatsoever to the Vendor or Bidder.
13. Each Bidder shall comply with all reasonable requests for additional information by the Proposal Trustee regarding such Bidder and its contemplated transaction.

5. Selection of Successful Bid

14. The successful bid (the “**Successful Bid**”) shall be determined by the Proposal Trustee, in consultation with the Company and the Company's secured creditors. The highest Bid shall not necessarily be accepted by the Vendor.
15. In the event that multiple Bids are received, the Proposal Trustee, in consultation with the Company, may invite Bidders to participate in an auction, conducted by the Proposal Trustee in which case the Proposal Trustee shall set the guidelines for the auction and advise the parties of the lead Bid in advance of the auction.
16. The Proposal Trustee shall inform the successful bidder or bidders (the “**Successful Bidder(s)**”) that their Bid was accepted as soon as is reasonably possible after the Bid Deadline.

6. Sale Approval

17. As soon as practicable after determination of the Successful Bid, the Company or Proposal Trustee, as applicable, will make a motion to the Court (the “**Approval Motion**”) for an

approval and vesting order in respect of the Successful Bid and the underlying purchase agreement (the “**Final APA**”).

7. Proposal Trustee’s Reservation of Rights

18. In addition to the other reservations of rights set out herein, the Proposal Trustee and Vendor reserves the right in its reasonable discretion to: (i) waive strict compliance with any one or more of the Bid requirements specified herein; (ii) extend any deadline set forth in these Bidding Procedures, including the Closing Date, for up to 15 days, without further notice; (iii) reject any or all Bids; (iv) accept partial Bids or request an amended Bid to be submitted; and (v) adopt such ancillary and procedural rules not otherwise set out herein for these Bidding Procedures (including rules that may depart from those set forth herein) that in its reasonable business judgment will better promote the goals of these Bidding Procedures.

8. Closing the Successful Bid

19. The Vendor and the Successful Bidder(s) shall take all reasonable steps to complete the sale transaction contemplated by the Successful Bid(s) as soon as possible in accordance with the APA and following Court approval. Notwithstanding the foregoing, in the event that there is more than one Successful Bid, the Vendor reserves the right to impose a condition in each Successful Bid that its obligation to complete the sale transaction contemplated by each Successful Bid is conditional upon the completion of the transaction(s) contemplated by each other Successful Bid.

9. Return of Deposit

20. All Deposits shall be held in a non-interest bearing account until returned to the applicable Bidder or otherwise dealt with in accordance with this Section 9.
21. Deposits of all Bidders other than the Successful Bidder(s) shall be returned to such Bidder(s) two (2) business days after the day on which one or more Successful Bidder(s) is selected.
22. The Deposit(s) of the Successful Bidder(s) shall be applied to the purchase price of such transaction(s) at closing. If the Successful Bidder(s) fails to consummate the transaction(s) contemplated by the Successful Bid(s) by the Closing Date because of a breach or failure to perform on the part of such Successful Bidder(s), the Vendor shall be entitled to retain the Deposit of the applicable Successful Bidder(s) as part of its damages resulting from the breach or failure to perform by the applicable Successful Bidder(s). The Deposit of the Successful Bidder(s) shall otherwise be returned to the Successful Bidder(s) in accordance with the terms of the Successful Bid(s).
23. In the event that a Deposit is forfeited for any reason it shall be forfeited as liquidated damages and not as a penalty.

10. General

24. The notification by the Vendor of acceptance of a Bid shall constitute a binding agreement between the Vendor and Bidder in accordance with the terms of the Bid (the

“**Agreement**”), and these Terms and Conditions shall be deemed to be a part of the resulting Agreement.

25. All stipulations herein as to time shall be of the essence.
26. The Assets shall be and remain at the risk of the Vendor as its interest may appear until closing. Pending completion of the sale, the Vendor shall hold all insurance policies or proceeds thereof in trust for itself, the Bidder and others as their respective interests may appear. In the event of loss or theft or of substantial damage to the Assets subject to a proposal, then the Vendor, at its option, may elect, by giving notice in writing to the Bidder that it intends to take the proceeds payable under the existing insurance policies on the Assets and terminate the Agreement. In this event, the Agreement shall be automatically terminated and deemed null and void and the deposit returned without interest or deduction and the Bidder shall have no other claim or cause of action against the Vendor or its principals.
27. If the Vendor does not exercise the above noted option, the Bidder may either have the proceeds of the insurance, if any, and complete the purchase and sale, or may cancel the Agreement and have all moneys paid returned without interest but shall have no other claim or cause of action against the Vendor or its principals.
28. After acceptance, if the successful Bidder defaults in completing the transaction, all payments made to the Vendor shall be forfeited, and the Assets may be sold or resold by the Vendor in such manner and on such Terms and Conditions as the Vendor, in its sole discretion, determines, and the deficiency, if any, on such sale or resale, together with all charges attending the same or occasioned by the defaulting Bidder, shall be the responsibility of such Bidder and shall be paid forthwith by such Bidder to the Vendor.
29. The Vendor shall remain in possession of the Assets until the purchase is completed and title to any Assets shall not pass to the Bidder, nor shall it be entitled to possession of the same, until the purchase price and taxes, respectively, have been paid in full.
30. From and after the time of closing on the Closing Date, the Assets purchased shall be at the risk of the Bidder.
31. Any notices, requests, demands or other communications to be given under this Agreement (herein referred to as “**Notice**”) shall be in writing and shall be either e-mailed, hand delivered, faxed or mailed (prepaid registered mail) and addressed as follows:

As to the Bidder: at the address set forth in its Bid.

As to the Vendor:

BDO Canada Limited in its capacity as
Proposal Trustee of TKC Metal Recycling Inc.
Suite 805, 25 Main Street West,
Hamilton, Ontario, L8P 1H1
Email: aconsoli@bdo.ca
Attention: Angelo Consoli

Notice shall be effective upon personal delivery or email.

32. Each Bidder, if so requested by the Vendor prior to closing, will represent and warrant to the Vendor that it is not a “non-resident person” as defined in the Investment Canada Act, nor is it a “non-resident person” of Canada within the meaning of S. 116 of the Income Tax Act (Canada).
33. Any term and condition herein which the Vendor might otherwise insist upon may be waived at the sole discretion of the Vendor, in whole or in part, and a Bidder will be bound by any such waiver.
34. Unless otherwise specifically stated herein, all obligations of the parties contained in these Bidding Procedures shall survive the completion of the sale(s).
35. The validity and interpretation of these Bidding Procedures, and of each provision and part thereof, and the Agreement shall be governed by the laws of the Province of Ontario.
36. In the case of a sale, unless otherwise agreed directly as between the Bidder and the landlord of the Leased Premises, the Bidder agrees to have the purchased assets removed from the Leased Premises within 15 days of completion of the sale and agrees to take responsibility for and make reparations for any damage caused to the premises when removing the purchased assets and shall indemnify the Vendor for any liability or expenses incurred arising from the removal or failure to remove purchased assets. The premises shall be left in a clean, broom swept condition, with all electrical wires and air/water/other lines removed and/or capped to the buss bar/nearest wall, all bolts “blown off”, and all pits created by the removal of machines filled in with gravel.
37. All applicable federal and provincial taxes in connection with the sale including sales tax and goods and services tax, if any, shall be over and above the tendered purchase price and shall be in all cases the responsibility of the Bidder.

APPENDIX A

FORM OF OFFER FOR THE PURCHASE OF THE ASSETS OF TKC METAL RECYCLING INC.

TO:

TKC Metal Recycling Inc.
20 Cushman Road
St. Catharines, Ontario, L2M 6S8
Email: ken@tkcmetalrecycling.com
Attention: Ken Baird

BDO Canada Limited
25 Main St. W., Suite 805
Hamilton, ON L8P 1H1
aconsoli@bdo.ca
Attention: Angelo Consoli

1. _____

Name of Bidder

2. _____

Address of Bidder

3. _____

E-mail and telephone number of Bidder

4. _____

Name, firm and e-mail of Bidder's Solicitor

5. The Bidder hereby offers to purchase the following assets subject to the Terms and Conditions of Sale pursuant to which this offer is being submitted (as identified by Lot number):

Lot #	Description	Purchase Price Allocation
Lot 1	Machinery and Equipment	
Lot 2	Inventory	
Lot 3	Office furniture and equipment	
Lot 4	Leased Assets	
Lot 5	Intangible Assets	
Lot 6	The Company's interest, if any, in the Lease Agreement	
	Total Purchase Price	

6. The Purchase Price payable by the Bidder for the Assets shall be the sum of _____ (\$ _____) Canadian dollars payable as follows:

a. The sum of _____ (\$ _____) by certified cheque / bank draft / money order payable to BDO Canada Limited – in Trust, as a deposit being 15% of the amount tendered pending completion of the purchase agreement arising from the acceptance hereof by the Vendor, (to be returned to the Bidder if the offer is not accepted), to be released as credit against the purchase price upon completion of the purchase agreement, or returned to the bidder in the event of termination in accordance with the terms hereof for any reason not attributable to the default of the Bidder:

b. The sum of _____ (\$ _____) more or less, and subject to adjustments by certified cheque / bank draft / money order on the closing date.

7. The undersigned agrees its Bid is subject to the Bidding Procedures issued by Vendor in connection with this transaction, a copy of which the undersigned acknowledges having received and reviewed. The Bidder represents to the Vendor it is not, a non-Canadian person as defined in the Investment Canada Act, nor is it a “non-resident person” of Canada within the meaning of section 116 of the *Income Tax Act* (Canada). The foregoing representations shall survive closing.

DATED: _____

Witness Name (Print)

Bidder Name (Print)

Witness Signature

Bidder Signature

Title: _____

Authorized officer or person

I have authority to bind the corporation

IN THE MATTER OF NOTICE OF INTENTION TO MAKE
A PROPOSAL OF TKC METAL RECYCLING INC.

District of: Ontario
Division No.: 07-Hamilton
Court No.: 32-3109134
Estate No.: 32-3109134

ONTARIO
SUPERIOR COURT OF JUSTICE
(IN BANKRUPTCY AND INSOLVENCY)

Proceeding Commenced at Hamilton

SALE PROCESS ORDER

MILLER THOMSON LLP
Scotia Plaza
40 King Street West, Suite 5800
P.O. Box 1011
Toronto ON M5H 3S1

Kyla Mahar LSO#: 44182G
kmahar@millerthomson.com
Tel: 416.597.4303

Gina Rhodes LSO#: 78849U
grhodes@millerthomson.com
Tel: 416.597.4321

Lawyers TKC Metal Recycling Inc.

APPENDIX D

RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 1
(2587)

THIS IS TO CERTIFY THAT A SEARCH HAS BEEN MADE IN THE RECORDS OF THE CENTRAL OFFICE
OF THE PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM IN RESPECT OF THE FOLLOWING:

TYPE OF SEARCH : BUSINESS DEBTOR

SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.

FILE CURRENCY : 28JUL 2024

ENQUIRY NUMBER 20240729133128.62 CONTAINS 37 PAGE(S), 15 FAMILY(IES).

THE SEARCH RESULTS MAY INDICATE THAT THERE ARE SOME REGISTRATIONS WHICH SET OUT A BUSINESS DEBTOR NAME
WHICH IS SIMILAR TO THE NAME IN WHICH YOUR ENQUIRY WAS MADE. IF YOU DETERMINE THAT THERE ARE OTHER
SIMILAR BUSINESS DEBTOR NAMES, YOU MAY REQUEST THAT ADDITIONAL ENQUIRIES BE MADE AGAINST THOSE NAMES.

MILLER THOMSON LLP (TORONTO) - TORONTOSEARCH TEAM

40 KING ST W
TORONTO ON M5H 4A9

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(crj6 05/2022)

CONTINUED... 2



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 2
(2588)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
507627846

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	01	001		20240725 1705 1462 0727	P PPSA	1

02 DEBTOR NAME DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 BUSINESS NAME TKC METAL RECYCLING INC.

04 ADDRESS 20 CUSHMAN ROAD ST.CATHARINES ON L2M6S8 ONTARIO CORPORATION NO.

05 DEBTOR NAME DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 BUSINESS NAME ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT ED LEARN FORD LINCOLN (2017) LTD

09 ADDRESS 375 ONTARIO STREET PO BOX 24040 ST. CATHARINES ON L2R7P7

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE
X				X	683		X

11 MOTOR VEHICLE YEAR MAKE 2007 CHEVROLET MODEL IMPALA V.I.N. 2G1WU58R879114173

13 GENERAL COLLATERAL DESCRIPTION

16 REGISTERING AGENT ED LEARN FORD SALES LTD.

17 ADDRESS P O BOX 24040 ST. CATHARINES ON L2R7P7

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 3

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
REGISTRAR OF PERSONAL PROPERTY SECURITY / LE REGISTRATEUR DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 3
(2589)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
507627855

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	01	001		20240725 1705 1462 0728	P PPSA	1

02 DEBTOR NAME
03 BUSINESS NAME TKC METAL RECYCLING INC.
04 ADDRESS 20 CUSHMAN ROAD ST. CATHARINES ON L2M6S8
ONTARIO CORPORATION NO.

05 DEBTOR NAME
06 BUSINESS NAME
07 ADDRESS
ONTARIO CORPORATION NO.

08 SECURED PARTY / LIEN CLAIMANT ED LEARN FORD LINCOLN (2017) LTD
09 ADDRESS 375 ONTARIO STREET PO BOX 24040 ST. CATHARINES ON L2R7P7

10 COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE
X				X	513		

11 MOTOR VEHICLE YEAR MAKE 2002 SATURN MODEL SL 4 DR SEDAN V.I.N. 1G8ZK52772Z191093

13 GENERAL COLLATERAL DESCRIPTION

16 REGISTERING AGENT ED LEARN FORD SALES LTD.
17 ADDRESS P O BOX 24040 ST. CATHARINES ON L2R7P7

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 4

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
REGISTRAR OF PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
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(2590)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
507627864

CAUTION FILING	PAGE NO.	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	01	001		20240725 1705 1462 0729	P PPSA	1

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME TKC METAL RECYCLING INC.

04 ADDRESS 20 CUSHMAN ROAD ST.CATHARINES ON L2M6S8 ONTARIO CORPORATION NO.

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 NAME BUSINESS NAME ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / ED LEARN FORD LINCOLN (2017) LTD
LIEN CLAIMANT

09 ADDRESS 375 ONTARIO STREET PO BOX 24040 ST. CATHARINES ON L2R7P7

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE
	X			X	570		

11 MOTOR YEAR MAKE MODEL V.I.N.
2006 PONTIAC TORRENT 2CKDL63F766188164

12 VEHICLE

13 GENERAL COLLATERAL DESCRIPTION

16 REGISTERING ED LEARN FORD SALES LTD.
AGENT

17 ADDRESS P O BOX 24040 ST. CATHARINES ON L2R7P7

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 5

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR DES SÛRETÉS MOBILIÈRES

(cr1fv 05/2022)



RUN NUMBER : 211
 RUN DATE : 2024/07/29
 ID : 20240729133128.62

PROVINCE OF ONTARIO
 MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY RESPONSE
 CERTIFICATE

REPORT : PSSR060
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TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
 FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
 507627873

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	01	001		20240725 1705 1462 0730	P PPSA	1

02 DEBTOR NAME DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME TKC METAL RECYCLING INC.

04 ADDRESS 20 CUSHMAN ROAD ST. CATHARINES ON L2M6S8 ONTARIO CORPORATION NO.

05 DEBTOR NAME DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 NAME BUSINESS NAME ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT ED LEARN FORD LINCOLN (2017) LTD

09 ADDRESS 375 ONTARIO STREET PO BOX 24040 ST. CATHARINES ON L2R7P7

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE
X				X	626		

11 MOTOR VEHICLE YEAR MAKE 2013 FORD MODEL FOCUS V.I.N. 1FADP3F28DL346413

13 GENERAL COLLATERAL DESCRIPTION

16 REGISTERING AGENT ED LEARN FORD SALES LTD.

17 ADDRESS P O BOX 24040 ST. CATHARINES ON L2R7P7

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 6

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
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TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
507627882

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	01	001		20240725 1705 1462 0731	P PPSA	1

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME TKC METAL RECYCLING INC.

04 ADDRESS 20 CUSHMAN ROAD ST.CATHARINES ON L2M6S8
ONTARIO CORPORATION NO.

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 NAME BUSINESS NAME
07 ADDRESS
ONTARIO CORPORATION NO.

08 SECURED PARTY / ED LEARN FORD LINCOLN (2017) LTD
LIEN CLAIMANT

09 ADDRESS 375 ONTARIO STREET PO BOX 24040 ST. CATHARINES ON L2R7P7

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE
X					X	1135		

11 MOTOR YEAR MAKE 2012 DODGE
12 VEHICLE MODEL JOURNEY V.I.N. 3C4PDCAB0CT135166

13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING ED LEARN FORD SALES LTD.
17 AGENT ADDRESS P O BOX 24040 ST. CATHARINES ON L2R7P7

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 7

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(cr)1fv 05/2022



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
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(2593)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
507627891

01 CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION
FILING NO. OF PAGES SCHEDULE NUMBER UNDER PERIOD
01 001 20240725 1705 1462 0732 P PPSA 1

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 DEBTOR NAME BUSINESS NAME TKC METAL RECYCLING INC.

04 ADDRESS 20 CUSHMAN ROAD ST ON L2M6S8 ONTARIO CORPORATION NO.

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 DEBTOR NAME BUSINESS NAME ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / ED LEARN FORD LINCOLN (2017) LTD
LIEN CLAIMANT

09 ADDRESS 375 ONTARIO STREET PO BOX 24040 ST. CATHARINES ON L2R7P7

10 COLLATERAL CLASSIFICATION CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED
GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE
X X 570

11 MOTOR YEAR MAKE MODEL V.I.N.
12 VEHICLE 2011 FORD ESCAPE 1FMCU9EGXBKA29360

13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING ED LEARN FORD SALES LTD.
AGENT ADDRESS P O BOX 24040 ST. CATHARINES ON L2R7P7

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 8

CERTIFIÉ(e) B Y / CERTIFIÉES PAR
V. Quintanilla W.
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(01/14 6/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
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(2594)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
507627909

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01	01	001		20240725 1705 1462 0733	P PPSA	1

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME TKC METAL RECYCLING INC.

04 ADDRESS 20 CUSHMAN ROAD ST.CATHARINES ON L2M6S8
ONTARIO CORPORATION NO.

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 NAME BUSINESS NAME
07 ADDRESS
ONTARIO CORPORATION NO.

08 SECURED PARTY / ED LEARN FORD LINCOLN (2017) LTD
LIEN CLAIMANT

09 ADDRESS 375 ONTARIO STREET PO BOX 24040 ST. CATHARINES ON L2R7P7

COLLATERAL CLASSIFICATION		MOTOR VEHICLE		AMOUNT	DATE OF	NO FIXED			
CONSUMER	GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	INCLUDED	MATURITY	OR	MATURITY DATE
	X					X	796		

11 MOTOR YEAR MAKE MODEL V.I.N.
12 VEHICLE 2015 GMC TERRAIN 2GKALMEK8F6275617

13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING ED LEARN FORD SALES LTD.
17 AGENT ADDRESS P O BOX 24040 ST. CATHARINES ON L2R7P7

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 9

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF
 PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR
 DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
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(2595)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
505653795

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	01	006		20240523 1403 1462 9977	P PPSA	5

02 DEBTOR NAME
03 BUSINESS NAME
04 ADDRESS

DATE OF BIRTH
FIRST GIVEN NAME
INITIAL
SURNAME

TKC METAL RECYCLING INC.

20 CUSHMAN ROAD

ST CATHARINES

ONTARIO CORPORATION NO.
ON L2M6S8

05 DEBTOR NAME
06 BUSINESS NAME
07 ADDRESS

DATE OF BIRTH
FIRST GIVEN NAME
INITIAL
SURNAME

ONTARIO CORPORATION NO.

08 SECURED PARTY / LIEN CLAIMANT
09 ADDRESS

MITSUBISHI HC CAPITAL CANADA LEASING, INC.

401-1100 BURLOAK DRIVE

BURLINGTON

ON L7L6B2

COLLATERAL CLASSIFICATION		MOTOR VEHICLE		AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER INCLUDED				
	X		X				X

11 MOTOR VEHICLE
12 YEAR MAKE
2021 GMC
13 MODEL
1500 SIERRA
14 V.I.N.
3GTU9PET1MG246005

13 GENERAL COLLATERAL DESCRIPTION
14 THE PERSONAL PROPERTY DESCRIBED HEREIN, TOGETHER WITH ALL ACCESSORIES, OPTIONAL EQUIPMENT, COMPONENTS, PARTS, INSTRUMENTS, APPURTENANCES, FURNISHINGS AND OTHER EQUIPMENT OF WHATEVER NATURE OR

15 REGISTERING AGENT
16 PPSA CANADA INC. - (7017)
17 ADDRESS
110-303 SHEPPARD AVE EAST
TORONTO
ON M2N6Y8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 10

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
REGISTRAR OF PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 10
(2596)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
505653795

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	02	006		20240523 1403 1462 9977	P PPSA	5

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME

04 ADDRESS

ONTARIO CORPORATION NO.

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 NAME BUSINESS NAME

07 ADDRESS

ONTARIO CORPORATION NO.

08 SECURED PARTY / LIEN CLAIMANT

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE
10							

11 MOTOR YEAR MAKE MODEL V.I.N.

12 VEHICLE

13 GENERAL KIND FURNISHED IN CONNECTION WITH ANY OF THE FOREGOING EQUIPMENT AND
14 COLLATERAL ANY REPLACEMENTS AND SUBSTITUTIONS THEREFOR (COLLECTIVELY, THE
15 DESCRIPTION "EQUIPMENT"), AS WELL AS ALL OF THE DEBTOR'S PRESENT AND FUTURE

16 REGISTERING PPSA CANADA INC. - (7017)
AGENT

17 ADDRESS 110-303 SHEPPARD AVE EAST TORONTO ON M2N6Y8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 11

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF
 PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR
 DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 11
(2597)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
505653795

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	03	006		20240523 1403 1462 9977	P PPSA	5

02 DEBTOR NAME DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 BUSINESS NAME

04 ADDRESS

ONTARIO CORPORATION NO.

05 DEBTOR NAME DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 BUSINESS NAME

07 ADDRESS

ONTARIO CORPORATION NO.

08 SECURED PARTY / LIEN CLAIMANT

09 ADDRESS

COLLATERAL CLASSIFICATION		CONSUMER GOODS	MOTOR VEHICLE	AMOUNT	DATE OF MATURITY	NO FIXED MATURITY DATE
		INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	INCLUDED
10						

11 MOTOR VEHICLE YEAR MAKE MODEL V.I.N.

12

13 GENERAL COLLATERAL DESCRIPTION RIGHTS, TITLE AND INTEREST IN THE FOLLOWING (THE "EQUIPMENT-RELATED COLLATERAL") (I) INTELLECTUAL PROPERTY AND OTHER INTANGIBLES RELATING TO THE EQUIPMENT OR EQUIPMENT-RELATED COLLATERAL (II) ANY

16 REGISTERING AGENT PPSA CANADA INC. - (7017)

17 ADDRESS 110-303 SHEPPARD AVE EAST TORONTO ON M2N6Y8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 12

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF
 PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR
 DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
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(2598)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
505653795

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	04	006		20240523 1403 1462 9977	P PPSA	5

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

04 ADDRESS

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE
10							

11 MOTOR YEAR MAKE MODEL V.I.N.

12 VEHICLE

13 GENERAL CONTRACT FOR THE SALE, LEASE, RENTAL OR OTHER DISPOSITION OF THE
14 COLLATERAL EQUIPMENT (III) ALL INSURANCE CLAIMS AND PROCEEDS RESULTING FROM ANY
15 DESCRIPTION LOSS OR DAMAGE TO THE EQUIPMENT OR THE EQUIPMENT-RELATED COLLATERAL

16 REGISTERING PPSA CANADA INC. - (7017)

17 AGENT ADDRESS 110-303 SHEPPARD AVE EAST TORONTO ON M2N6Y8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 13

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF
 PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR
 DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
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(2599)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
505653795

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	05	006		20240523 1403 1462 9977	P PPSA	5

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

04 ADDRESS

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 NAME BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE
10							

11 MOTOR YEAR MAKE MODEL V.I.N.

12 VEHICLE

13 GENERAL AND (IV) ANY PROCEEDS OF THE EQUIPMENT OR EQUIPMENT-RELATED
14 COLLATERAL COLLATERAL, IN WHATEVER FORM IT MAY BE, INCLUDING WITHOUT
15 DESCRIPTION LIMITATION, CHATTEL PAPER, TITLE DOCUMENTS, GOODS, INSTRUMENTS, OR

16 REGISTERING PPSA CANADA INC. - (7017)
AGENT

17 ADDRESS 110-303 SHEPPARD AVE EAST TORONTO ON M2N6Y8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 14

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF
 PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR
 DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 14
(2600)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
505653795

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
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02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME

04 ADDRESS

ONTARIO CORPORATION NO.

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 NAME BUSINESS NAME

07 ADDRESS

ONTARIO CORPORATION NO.

08 SECURED PARTY / LIEN CLAIMANT

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE
10							

11 MOTOR YEAR MAKE MODEL V.I.N.

12 VEHICLE

13 GENERAL MONEY.

14 COLLATERAL DESCRIPTION

16 REGISTERING AGENT PPSA CANADA INC. - (7017)

17 ADDRESS 110-303 SHEPPARD AVE EAST TORONTO ON M2N6Y8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 15

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF
 PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR
 DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
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ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 15
(2601)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN ** THIS REGISTRATION HAS BEEN DISCHARGED **

00 FILE NUMBER
505164105

CAUTION PILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	01	006		20240507 1420 1462 2041	P PPSA	6

02 DEBTOR NAME DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME TKC METAL RECYCLING INC.

04 ADDRESS 20 CUSHMAN ROAD ST CATHARINES ON L2M6S8 ONTARIO CORPORATION NO.

05 DEBTOR NAME DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 NAME BUSINESS NAME ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT MITSUBISHI HC CAPITAL CANADA LEASING, INC.

09 ADDRESS 401-1100 BURLOAK DRIVE BURLINGTON ON L7L6B2

COLLATERAL CLASSIFICATION		CONSUMER	MOTOR VEHICLE	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	INCLUDED			
		X	X	X			

11 MOTOR VEHICLE YEAR MAKE 2022 RAM MODEL 1500 TRX V.I.N. 1C6SRFU97NN114556

13 GENERAL COLLATERAL DESCRIPTION THE PERSONAL PROPERTY DESCRIBED HEREIN, TOGETHER WITH ALL ACCESSORIES, OPTIONAL EQUIPMENT, COMPONENTS, PARTS, INSTRUMENTS, APPURTENANCES, FURNISHINGS AND OTHER EQUIPMENT OF WHATEVER NATURE OR

16 REGISTERING AGENT PPSA CANADA INC. - (7017) ADDRESS 110 SHEPPARD AVE EAST, SUITE 303 TORONTO ON M2N6Y8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 16

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
REGISTRAR OF PERSONAL PROPERTY SECURITY/
LE REGISTREUR DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 16
(2602)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN ** THIS REGISTRATION HAS BEEN DISCHARGED **

00 FILE NUMBER
505164105

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	02	006		20240507 1420 1462 2041	P PPSA	6

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME

04 ADDRESS

ONTARIO CORPORATION NO.

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 NAME BUSINESS NAME

07 ADDRESS

ONTARIO CORPORATION NO.

08 SECURED PARTY / LIEN CLAIMANT

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE

11 MOTOR YEAR MAKE MODEL V.I.N.

12 VEHICLE

13 GENERAL KIND FURNISHED IN CONNECTION WITH ANY OF THE FOREGOING EQUIPMENT AND
14 COLLATERAL ANY REPLACEMENTS AND SUBSTITUTIONS THEREFOR (COLLECTIVELY, THE
15 DESCRIPTION "EQUIPMENT"), AS WELL AS ALL OF THE DEBTOR'S PRESENT AND FUTURE

16 REGISTERING PPSA CANADA INC. - (7017)
AGENT

17 ADDRESS 110 SHEPPARD AVE EAST, SUITE 303 TORONTO ON M2N6Y8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 17

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF
 PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR
 DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 17
(2603)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN ** THIS REGISTRATION HAS BEEN DISCHARGED **

00 FILE NUMBER
505164105

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	03	006		20240507 1420 1462 2041	P PPSA	6

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 DEBTOR NAME BUSINESS NAME ONTARIO CORPORATION NO.
04 ADDRESS

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 DEBTOR NAME BUSINESS NAME ONTARIO CORPORATION NO.
07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT
09 ADDRESS

COLLATERAL CLASSIFICATION	CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE
10								

11 MOTOR YEAR MAKE MODEL V.I.N.
12 VEHICLE

13 GENERAL RIGHTS, TITLE AND INTEREST IN THE FOLLOWING (THE "EQUIPMENT-RELATED
14 COLLATERAL COLLATERAL")
15 DESCRIPTION (I) INTELLECTUAL PROPERTY AND OTHER INTANGIBLES RELATING TO THE

16 REGISTERING PPSA CANADA INC. - (7017)
AGENT ADDRESS 110 SHEPPARD AVE EAST, SUITE 303 TORONTO ON M2N6Y8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 18

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF
 PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR
 DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 18
(2604)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN ** THIS REGISTRATION HAS BEEN DISCHARGED **

00 FILE NUMBER
505164105

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	04	006		20240507 1420 1462 2041	P PPSA	6

DEBTOR NAME	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
02				

DEBTOR NAME	BUSINESS NAME	ADDRESS	ONTARIO CORPORATION NO.
03			

DEBTOR NAME	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME
05				

DEBTOR NAME	BUSINESS NAME	ADDRESS	ONTARIO CORPORATION NO.
06			

SECURED PARTY / LIEN CLAIMANT	ADDRESS
08	

COLLATERAL CLASSIFICATION	CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE
10								

MOTOR VEHICLE	YEAR MAKE	MODEL	V.I.N.
11			

GENERAL COLLATERAL DESCRIPTION	EQUIPMENT OR EQUIPMENT-RELATED COLLATERAL (II) ANY CONTRACT FOR THE SALE, LEASE, RENTAL OR OTHER DISPOSITION OF THE EQUIPMENT
13	

REGISTERING AGENT	ADDRESS	PPSA CANADA INC. - (7017)	TORONTO	ON	M2N6Y8
16					

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 19

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF
 PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR
 DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 19
(2605)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN ** THIS REGISTRATION HAS BEEN DISCHARGED **

00 FILE NUMBER
505164105

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	05	006		20240507 1420 1462 2041	P PPSA	6

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 DEBTOR NAME BUSINESS NAME ONTARIO CORPORATION NO.
04 ADDRESS

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 DEBTOR NAME BUSINESS NAME ONTARIO CORPORATION NO.
07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT
09 ADDRESS

COLLATERAL CLASSIFICATION	CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE
10								

11 MOTOR YEAR MAKE MODEL V.I.N.
12 VEHICLE

13 GENERAL (III) ALL INSURANCE CLAIMS AND PROCEEDS RESULTING FROM ANY LOSS OR
14 COLLATERAL DAMAGE TO THE EQUIPMENT OR THE EQUIPMENT-RELATED COLLATERAL AND
15 DESCRIPTION (IV) ANY PROCEEDS OF THE EQUIPMENT OR EQUIPMENT-RELATED COLLATERAL,

16 REGISTERING PPSA CANADA INC. - (7017)
17 AGENT ADDRESS 110 SHEPPARD AVE EAST, SUITE 303 TORONTO ON M2N6Y8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 20

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(cj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 20
(2606)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN ** THIS REGISTRATION HAS BEEN DISCHARGED **

00 FILE NUMBER
505164105

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	06	006		20240507 1420 1462 2041	P PPSA	6

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME

04 ADDRESS

ONTARIO CORPORATION NO.

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 NAME BUSINESS NAME

07 ADDRESS

ONTARIO CORPORATION NO.

08 SECURED PARTY / LIEN CLAIMANT

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE

11 MOTOR YEAR MAKE MODEL V.I.N.

12 VEHICLE

13 GENERAL IN WHATEVER FORM IT MAY BE, INCLUDING WITHOUT LIMITATION, CHATTEL
14 COLLATERAL PAPER, TITLE DOCUMENTS, GOODS, INSTRUMENTS, OR MONEY.
15 DESCRIPTION

16 REGISTERING PPSA CANADA INC. - (7017)
AGENT

17 ADDRESS 110 SHEPPARD AVE EAST, SUITE 303 TORONTO ON M2N6Y8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 21

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
 RUN DATE : 2024/07/29
 ID : 20240729133128.62

PROVINCE OF ONTARIO
 MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY RESPONSE
 CERTIFICATE

REPORT : PSSR060
 PAGE : 21
 (2607)

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
 FILE CURRENCY : 28JUL 2024

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CAUTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	01	001		20240712 1401 1462 4218	
21	RECORD REFERENCED	FILE NUMBER	505164105		
22	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED C DISCHARGE	RENEWAL YEARS	CORRECT PERIOD
23	REFERENCE DEBTOR/ TRANSFEROR	BUSINESS NAME	TKC METAL RECYCLING INC.	FIRST GIVEN NAME INITIAL SURNAME	
25	OTHER CHANGE REASON/ DESCRIPTION				
02/05	DEBTOR/ TRANSFEREE	DATE OF BIRTH BUSINESS NAME	FIRST GIVEN NAME INITIAL SURNAME		
06		ADDRESS		ONTARIO CORPORATION NO.	
04/07					
29	ASSIGNOR SECURED PARTY/LIEN CLAIMANT/ASSIGNER				
08		ADDRESS			
09	COLLATERAL CLASSIFICATION				
10	CONSUMER GOODS	INVENTORY EQUIPMENT ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	DATE OF MATURITY OR	NO FIXED MATURITY DATE
11	MOTOR VEHICLE GENERAL COLLATERAL DESCRIPTION	YEAR MAKE	MODEL	V.I.N.	
12					
13					
14					
15					
16	REGISTERING AGENT OR SECURED PARTY/LIEN CLAIMANT	ADDRESS	PPSA CANADA INC. - (7017) 110 SHEPPARD AVE EAST, SUITE 303	TORONTO	ON M2N6Y8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 22

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR DES SÛRETÉS MOBILIÈRES

(crj2fv 05/2022)



RUN NUMBER : 211
 RUN DATE : 2024/07/29
 ID : 20240729133128.62

PROVINCE OF ONTARIO
 MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY RESPONSE
 CERTIFICATE

REPORT : PSSR060
 PAGE : 22
 (2608)

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
 FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
 501744978

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	001	2		20240105 1525 1532 7493	P PPSA	05

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME 2183015 ONTARIO INC.

04 ADDRESS [REDACTED] THOROLD ONTARIO CORPORATION NO. ON L2V 0V6

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 NAME BUSINESS NAME 2183015 ONTARIO INC.

07 ADDRESS 139 BURLAND CRES. HAMILTON ONTARIO CORPORATION NO. ON L8H 0A1

08 SECURED PARTY / LIEN CLAIMANT RCAP LEASING INC.

09 ADDRESS 5575 NORTH SERVICE RD, STE 300 BURLINGTON ON L7L 6M1

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE
		X	X	X			X

11 MOTOR YEAR MAKE 2024 KAUFMAN MODEL MAX 6 V.I.N. 7UZFE5339RL001572

12 VEHICLE

13 GENERAL 1 2024 KAUFMAN TRAILERS MAX 6 TRAILER VIN 7UZFE5339RL001572 ALL
 14 COLLATERAL EQUIPMENT FROM TIME TO TIME LEASED BY THE SECURED PARTY TO THE DEBTOR
 15 DESCRIPTION AS DESCRIBED ON LEASES, CONDITIONAL SALES AGREEMENTS AND ANY OTHER

16 REGISTERING AGENT D + H LIMITED PARTNERSHIP

17 ADDRESS 2 ROBERT SPECK PARKWAY, 15TH FLOOR MISSISSAUGA ON L4Z 1H8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 23

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF PERSONAL PROPERTY SECURITY /
 LE REGISTRATEUR DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 23
(2609)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
501744978

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	002	2		20240105 1525 1532 7493		

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME TKC METAL RECYCLING INC.

04 ADDRESS 20 CUSHMAN RD. ST CATHARINES ON L2M 6S8 ONTARIO CORPORATION NO.

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 NAME BUSINESS NAME ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT

09 ADDRESS

COLLATERAL CLASSIFICATION		CONSUMER	MOTOR VEHICLE	AMOUNT	DATE OF	NO FIXED
GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	INCLUDED	MATURITY OR	MATURITY DATE
10						

11 MOTOR YEAR MAKE MODEL V.I.N.
12 VEHICLE

13 GENERAL FINANCING AGREEMENTS ENTERED INTO BETWEEN THE SECURED PARTY AND THE
14 COLLATERAL DEBTOR FROM TIME TO TIME AND ANY PROCEEDS THEREOF, TOGETHER WITH ALL
15 DESCRIPTION REPLACEMENT PARTS, ACCESSORIES AND ATTACHMENTS.

16 REGISTERING AGENT
17 ADDRESS

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 24

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR DES SÛRETÉS MOBILIÈRES

(erj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 24
(2610)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
793936287

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	01	008		20230602 1009 1462 3778	P PPSA	6

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME TKC METAL RECYCLING INC.

04 ADDRESS 20 CUSHMAN ROAD ST CATHARINES ON L2M6S8 ONTARIO CORPORATION NO.

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 NAME BUSINESS NAME ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT MITSUBISHI HC CAPITAL CANADA LEASING, INC.

09 ADDRESS 401-1100 BURLOAK DRIVE BURLINGTON ON L7L6B2

COLLATERAL CLASSIFICATION

CONSUMER	MOTOR VEHICLE	AMOUNT	DATE OF MATURITY	OR	NO FIXED MATURITY DATE
GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	INCLUDED
	X		X		X

11 MOTOR YEAR MAKE MODEL V.I.N.

12 VEHICLE

13 GENERAL - HYDRAULIC EXCAVATOR 2017 CATERPILLAR 330FL S/N CAT0330FEMBX10467

14 COLLATERAL - MOBILE SHEAR FORTRESS FS55R S/N FS55157R COMES WITH BRACKET AND

15 DESCRIPTION HEAVY DUTY CAB SCREEN

16 REGISTERING AGENT PPSA CANADA INC. - (7017)

17 ADDRESS 110 SHEPPARD AV E, SUITE 303 TORONTO ON M2N6Y8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 25

CERTIFIED BY/CERTIFIÉES PAR

V. Quintanilla W.

REGISTRAR OF
PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR
DES SÛRETÉS MOBILIÈRES

(crjfv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 25
(2611)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
793936287

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
	02	008		20230602 1009 1462 3778	P PPSA	6

02 DEBTOR NAME DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 DEBTOR NAME BUSINESS NAME ADDRESS ONTARIO CORPORATION NO.

05 DEBTOR NAME DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 DEBTOR NAME BUSINESS NAME ADDRESS ONTARIO CORPORATION NO.

08 SECURED PARTY / LIEN CLAIMANT ADDRESS

COLLATERAL CLASSIFICATION	CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE

11 MOTOR VEHICLE YEAR MAKE MODEL V.I.N.

13 GENERAL COLLATERAL DESCRIPTION THE PERSONAL PROPERTY DESCRIBED HEREIN, TOGETHER WITH ALL

16 REGISTERING AGENT PPSA CANADA INC. - (7017) ADDRESS 110 SHEPPARD AV E, SUITE 303 TORONTO ON M2N6Y8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 26

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF
 PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR
 DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 26
(2612)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
793936287

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	03	008		20230602 1009 1462 3778	P PPSA	6

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME ONTARIO CORPORATION NO.

04 ADDRESS

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 NAME BUSINESS NAME ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT

09 ADDRESS

COLLATERAL CLASSIFICATION	CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE
10								

11 MOTOR YEAR MAKE MODEL V.I.N.

12 VEHICLE

13 GENERAL ACCESSORIES, OPTIONAL EQUIPMENT, COMPONENTS, PARTS, INSTRUMENTS,
14 COLLATERAL APPURTENANCES, FURNISHINGS AND OTHER EQUIPMENT OF WHATEVER NATURE OR
15 DESCRIPTION KIND FURNISHED IN CONNECTION WITH ANY OF THE FOREGOING EQUIPMENT AND

16 REGISTERING PPSA CANADA INC. - (7017)
AGENT

17 ADDRESS 110 SHEPPARD AV E, SUITE 303 TORONTO ON M2N6Y8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 27

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF
 PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR
 DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 27
(2613)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
793936287

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	04	008		20230602 1009 1462 3778	P PPSA	6

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME

04 ADDRESS

ONTARIO CORPORATION NO.

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 NAME BUSINESS NAME

07 ADDRESS

ONTARIO CORPORATION NO.

08 SECURED PARTY / LIEN CLAIMANT
09 ADDRESS

COLLATERAL CLASSIFICATION		MOTOR VEHICLE		AMOUNT	DATE OF	NO FIXED
CONSUMER	GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	INCLUDED	MATURITY OR MATURITY DATE

11 MOTOR YEAR MAKE MODEL V.I.N.

12 VEHICLE

13 GENERAL ANY REPLACEMENTS AND SUBSTITUTIONS THEREFOR (COLLECTIVELY, THE
14 COLLATERAL "EQUIPMENT"), AS WELL AS ALL OF THE DEBTOR'S PRESENT AND FUTURE
15 DESCRIPTION RIGHTS, TITLE AND INTEREST IN THE FOLLOWING (THE "EQUIPMENT-RELATED

16 REGISTERING PPSA CANADA INC. - (7017)
17 AGENT

ADDRESS 110 SHEPPARD AV E, SUITE 303 TORONTO ON M2N6Y8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 28

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF
 PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR
 DES SÛRETÉS MOBILIÈRES

(crj)fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 28
(2614)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
793936287

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	05	008		20230602 1009 1462 3778	P PPSA	6

02 DEBTOR NAME DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 BUSINESS NAME ONTARIO CORPORATION NO.

04 ADDRESS

05 DEBTOR NAME DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 BUSINESS NAME ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT

09 ADDRESS

COLLATERAL CLASSIFICATION		CONSUMER	MOTOR VEHICLE	AMOUNT	DATE OF	NO FIXED
GOODS	INVENTORY	EQUIPMENT	ACCOUNTS	OTHER	INCLUDED	MATURITY OR MATURITY DATE

11 MOTOR VEHICLE YEAR MAKE MODEL V.I.N.

13 GENERAL COLLATERAL*
14 COLLATERAL (I) INTELLECTUAL PROPERTY AND OTHER INTANGIBLES RELATING TO THE
15 DESCRIPTION EQUIPMENT OR EQUIPMENT-RELATED COLLATERAL

16 REGISTERING AGENT PPSA CANADA INC. - (7017)
17 ADDRESS 110 SHEPPARD AV E, SUITE 303 TORONTO ON M2N6Y8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 29

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF
 PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR
 DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 29
(2615)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

FILE NUMBER
793936287

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
	06	008		20230602 1009 1462 3778	P PPSA	6

DEBTOR NAME	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME

BUSINESS NAME

ONTARIO CORPORATION NO.

ADDRESS

DEBTOR NAME	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME

BUSINESS NAME

ONTARIO CORPORATION NO.

ADDRESS

SECURED PARTY / LIEN CLAIMANT

ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE

10

MOTOR VEHICLE	YEAR MAKE	MODEL	V.I.N.

11

12

13 GENERAL (II) ANY CONTRACT FOR THE SALE, LEASE, RENTAL OR OTHER DISPOSITION
14 COLLATERAL OF THE EQUIPMENT

15 DESCRIPTION (III) ALL INSURANCE CLAIMS AND PROCEEDS RESULTING FROM ANY LOSS OR

16 REGISTERING AGENT PPSA CANADA INC. - (7017)

17 ADDRESS 110 SHEPPARD AV E, SUITE 303 TORONTO ON M2N6Y8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 30

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF
 PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR
 DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 30
(2616)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
793936287

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
	07	008		20230602 1009 1462 3778	P PPSA	6

02 DEBTOR NAME DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 BUSINESS NAME

ONTARIO CORPORATION NO.

04 ADDRESS

05 DEBTOR NAME DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 BUSINESS NAME

ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT

09 ADDRESS

COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE

11 MOTOR VEHICLE YEAR MAKE MODEL V.I.N.

12

13 GENERAL COLLATERAL DESCRIPTION DAMAGE TO THE EQUIPMENT OR THE EQUIPMENT-RELATED COLLATERAL AND (IV) ANY PROCEEDS OF THE EQUIPMENT OR EQUIPMENT-RELATED COLLATERAL, IN WHATEVER FORM IT MAY BE, INCLUDING WITHOUT LIMITATION, CHATTEL

16 REGISTERING AGENT PPSA CANADA INC. - (7017)

17 ADDRESS 110 SHEPPARD AV E, SUITE 303 TORONTO ON M2N6Y8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 31

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 31
(2617)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
793936287

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	08	008		20230602 1009 1462 3778	P PPSA	6

02 DEBTOR NAME DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 BUSINESS NAME ADDRESS ONTARIO CORPORATION NO.

05 DEBTOR NAME DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 BUSINESS NAME ADDRESS ONTARIO CORPORATION NO.

08 SECURED PARTY / LIEN CLAIMANT ADDRESS

COLLATERAL CLASSIFICATION		CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE
10									

11 MOTOR VEHICLE YEAR MAKE MODEL V.I.N.

13 GENERAL COLLATERAL DESCRIPTION PAPER, TITLE DOCUMENTS, GOODS, INSTRUMENTS, OR MONEY.

16 REGISTERING AGENT PPSA CANADA INC. - (7017)
ADDRESS 110 SHEPPARD AV E, SUITE 303 TORONTO ON M2N6Y8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 32

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR DES SÛRETÉS MOBILIÈRES
 (crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 32
(2618)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
791056773

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	001	1		20230227 1814 1532 4926	P PPSA	06

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME TKC METAL RECYCLING INC

04 ADDRESS 20 CUSHMAN ROAD ST CATHARINES ON L2M6S8 ONTARIO CORPORATION NO.

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 NAME BUSINESS NAME ONTARIO CORPORATION NO.

07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT ROYAL BANK OF CANADA

09 ADDRESS 10 YORK MILLS ROAD 3RD FLOOR TORONTO ON M2P 0A2

COLLATERAL CLASSIFICATION

CONSUMER	MOTOR VEHICLE	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE
10 GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED	X	97834.68	24FEB2029	

11 MOTOR YEAR MAKE MODEL V.I.N.
12 VEHICLE 2021 RAM 3500 3C63RRRL6MG703728

13 GENERAL COLLATERAL DESCRIPTION

16 REGISTERING AGENT D + H LIMITED PARTNERSHIP
17 ADDRESS 2 ROBERT SPECK PARKWAY, 15TH FLOOR MISSISSAUGA ON L4Z 1H8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 33

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
REGISTRAR OF PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR DES SÛRETÉS MOBILIÈRES

(er1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 33
(2619)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
789797394

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	001	1		20230106 1555 1295 1267	P PPSA	05

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME TKC METAL RECYCLING INC. ONTARIO CORPORATION NO. 2565065
04 ADDRESS 20 CUSHMAN ROAD ST CATHARINES ON L2M 6S8

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 NAME BUSINESS NAME ONTARIO CORPORATION NO.
07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT MERIDIAN CREDIT UNION LIMITED

09 ADDRESS 75 CORPORATE PARK DRIVE ST. CATHARINES ON L2S 3W3

COLLATERAL CLASSIFICATION						
CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR NO. FIXED MATURITY DATE
10	X	X	X	X	X	

11 MOTOR YEAR MAKE MODEL V.I.N.
12 VEHICLE

13 GENERAL
14 COLLATERAL
15 DESCRIPTION

16 REGISTERING AGENT SCARFONE HAWKINS LLP (23R0004)
17 ADDRESS 1 JAMES STREET SOUTH, 14TH FLOOR HAMILTON ON L8P 4R5

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 34

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
REGISTRAR OF PERSONAL PROPERTY SECURITY/
LE REGISTRATEUR DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 34
(2620)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

CADTION FILING	PAGE NO. OF	TOTAL PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER
01	001	1		20240614 1443 1590 6581	
21 RECORD REFERENCED	FILE NUMBER	789797394			
22	PAGE AMENDED	NO SPECIFIC PAGE AMENDED	CHANGE REQUIRED D ASSIGNMENT	RENEWAL YEARS	CORRECT PERIOD
23 REFERENCE		FIRST GIVEN NAME	INITIAL	SURNAME	
24 DEBTOR/ TRANSFEROR	BUSINESS NAME	TKC METAL RECYCLING INC.			
25 OTHER CHANGE REASON/ DESCRIPTION					
02/05 DEBTOR/ TRANSFEREE	DATE OF BIRTH	FIRST GIVEN NAME	INITIAL	SURNAME	
03/06 TRANSFEREE	BUSINESS NAME				ONTARIO CORPORATION NO.
04/07	ADDRESS				
29 ASSIGNOR		MERIDIAN CREDIT UNION LIMITED			
08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE		1000909688 ONTARIO INC.			
09	ADDRESS	200-3095 NEW STREET		BURLINGTON	ON L7N 1M7
10 COLLATERAL CLASSIFICATION	CONSUMER GOODS	MOTOR VEHICLE	DATE OF MATURITY	NO FIXED MATURITY DATE	
	YEAR	MAKE	MODEL	V.I.N.	
11 MOTOR VEHICLE GENERAL DESCRIPTION					
16 REGISTERING AGENT OR SECURED PARTY/LIEN CLAIMANT	ADDRESS	INCH HAMMOND PROFESSIONAL CORPORATION 500-1 KING STREET WEST			
			HAMILTON	ON	L8P 4X8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 35

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR DES SÛRETÉS MOBILIÈRES

(crj2fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 35
(2621)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
786105855

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	01	001		20220824 1933 1531 8397	P PPSA	5

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME
 03 NAME BUSINESS NAME TKC METAL RECYCLING INC. ONTARIO CORPORATION NO.
 04 ADDRESS 20 CUSHMAN RD ST CATHERINES ON L2M 6S8

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME
 06 NAME BUSINESS NAME ONTARIO CORPORATION NO.
 07 ADDRESS

08 SECURED PARTY / LIEN CLAIMANT THE TORONTO-DOMINION BANK - 25122
 09 ADDRESS 100 KING ST W PO BOX 57148 HAMILTON ON L8P 4W9

10 COLLATERAL CLASSIFICATION

CONSUMER GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE
X	X	X	X	X			

11 MOTOR YEAR MAKE MODEL V.I.N.
 12 VEHICLE

13 GENERAL
 14 COLLATERAL
 15 DESCRIPTION

16 REGISTERING D+H LIMITED PARTNERSHIP
 17 AGENT ADDRESS SUITE 200, 4126 NORLAND AVENUE BURNABY BC V5G 3S8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 36

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF
 PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR
 DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
 RUN DATE : 2024/07/29
 ID : 20240729133128.62

PROVINCE OF ONTARIO
 MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
 ENQUIRY RESPONSE
 CERTIFICATE

REPORT : PSSR060
 PAGE : 36
 (2622)

TYPE OF SEARCH : BUSINESS DEBTOR
 SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
 FILE CURRENCY : 28JUL 2024

FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN

00 FILE NUMBER
 780677244

CAUTION FILING	PAGE NO.	TOTAL OF PAGES	MOTOR VEHICLE SCHEDULE	REGISTRATION NUMBER	REGISTERED UNDER	REGISTRATION PERIOD
01	001	1		20220228 0912 1532 2761	P PPSA	04

02 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

03 NAME BUSINESS NAME TKC METAL RECYCLING INC

04 ADDRESS 20 CUSHMAN RD ST CATHARINES ON L2M 6S8 ONTARIO CORPORATION NO.

05 DEBTOR DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME

06 NAME BUSINESS NAME

07 ADDRESS THOROLD ON L2V 0B6 ONTARIO CORPORATION NO.

08 SECURED PARTY / LIEN CLAIMANT VW CREDIT CANADA INC.

09 ADDRESS 4865 MARC-BLAIN ST., SUITE 300 ST-LAURENT QC H4R 3B2

COLLATERAL CLASSIFICATION

CONSUMER	GOODS	INVENTORY	EQUIPMENT	ACCOUNTS OTHER	MOTOR VEHICLE INCLUDED	AMOUNT	DATE OF MATURITY OR	NO FIXED MATURITY DATE
	X			X	X	70189.00		

11 MOTOR YEAR MAKE MODEL V.I.N.
 12 VEHICLE 2021 VOLKSWAGEN ATLAS HIGHLINE 1V2BR2CAXMC598227

13 GENERAL COLLATERAL DESCRIPTION

16 REGISTERING AGENT D + H LIMITED PARTNERSHIP

17 ADDRESS 2 ROBERT SPECK PARKWAY, 15TH FLOOR MISSISSAUGA ON L4Z 1H8

*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

CONTINUED... 37

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR DES SÛRETÉS MOBILIÈRES

(crj1fv 05/2022)



RUN NUMBER : 211
RUN DATE : 2024/07/29
ID : 20240729133128.62

PROVINCE OF ONTARIO
MINISTRY OF PUBLIC AND BUSINESS SERVICE DELIVERY
PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM
ENQUIRY RESPONSE
CERTIFICATE

REPORT : PSSR060
PAGE : 37
(2623)

TYPE OF SEARCH : BUSINESS DEBTOR
SEARCH CONDUCTED ON : TKC METAL RECYCLING INC.
FILE CURRENCY : 28JUL 2024

INFORMATION RELATING TO THE REGISTRATIONS LISTED BELOW IS ATTACHED HERETO.

FILE NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER	REGISTRATION NUMBER
507627846	20240725 1705 1462 0727			
507627855	20240725 1705 1462 0728			
507627864	20240725 1705 1462 0729			
507627873	20240725 1705 1462 0730			
507627882	20240725 1705 1462 0731			
507627891	20240725 1705 1462 0732			
507627909	20240725 1705 1462 0733			
505653795	20240523 1403 1462 9977			
505164105	20240507 1420 1462 2041	20240712 1401 1462 4218		
501744978	20240105 1525 1532 7493			
793936287	20230602 1009 1462 3778			
791056773	20230227 1814 1532 4926			
789797394	20230106 1555 1295 1267	20240614 1443 1590 6581		
786105855	20220824 1933 1531 8397			
780677244	20220228 0912 1532 2761			

17 REGISTRATION(S) ARE REPORTED IN THIS ENQUIRY RESPONSE.

CERTIFIED BY/CERTIFIÉES PAR
V. Quintanilla W.
 REGISTRAR OF
 PERSONAL PROPERTY SECURITY/
 LE REGISTRATEUR
 DES SÛRETÉS MOBILIÈRES

(crj)6 05/2022)



APPENDIX E

**ONTARIO
SUPERIOR COURT OF JUSTICE**

IN THE MATTER OF

THE PROPOSAL OF

**TKC METAL RECYCLING INC.
OF THE CITY OF ST. CATHARINES
IN THE PROVINCE OF ONTARIO**

AFFIDAVIT OF CHRISTOPHER J. MAZUR

(sworn September 24, 2024)

I, Christopher J. Mazur, of the Town of Haldimand in the Province of Ontario, **MAKE OATH AND SAY:**

1. I am a Senior Vice President of BDO Canada Limited (“**Proposal Trustee**”), Trustee in the Proposal proceedings of TKC Metal Recycling Inc. (“**TKC**” or the “**Company**”), and as such have knowledge of the matters hereinafter deposed.
2. On July 26, 2024 (the “**NOI Filing Date**”), TKC filed a Notice of Intention to Make a Proposal (the “**NOI**”) pursuant to the *Bankruptcy and Insolvency Act* (the “**BIA**”). BDO Canada Limited consented to act as the Proposal Trustee (“**BDO**” or the “**Proposal Trustee**”).
3. Pursuant to Section 64.2 of the BIA, the Court issued the Administration Charge Order dated August 22, 2024 which granted a charge (the “**Administration Charge**”), on all of the Company’s current and future assets, undertakings and properties of every nature and kind whatsoever and wherever situate including all proceeds thereof (the “**Property**”), as security for the professional fees and disbursements of the Proposal

Trustee, Trustee’s Counsel and counsel to the Company incurred at the standard rates and charges both before and after the making of the Administration Charge Order in respect of these proceedings. The Proposal Trustee and Trustee’s Counsel and are required to pass their accounts from time to time.

- 4. I confirm the amount of \$69,015 accurately reflects the fees incurred by the Proposal Trustee relating to its appointment for the period through to September 20, 2024. Total hours incurred during the period are 137.5 resulting in an average hourly rate of \$501.93. Attached hereto as **Exhibit “A”**, **Exhibit “B”** and **Exhibit “C”** are true copies of the invoices rendered by BDO in its capacity as Proposal Trustee during the period which total \$77,986.95 inclusive of applicable taxes.
- 5. The hourly billing rates set out in the Proposal Trustee’s accounts are the normal hourly rates charged by the Proposal Trustee for services rendered in relation to similar proceedings.
- 6. I consider the amounts disclosed for the Proposal Trustee’s fees to be fair and reasonable considering the circumstances connected with this administration.
- 7. This Affidavit is made in support of a motion to, *inter alia*, approve the attached accounts of BDO, together with the fees detailed therein.

SWORN before me remotely from the)
 Town of Caledonia, Ontario to the City of)
 Pickering, Ontario on this 24th day of)
 September 2024)



.....
 Commissioner for Taking Affidavits



Christopher J. Mazur

Attached is Exhibit "A"
Referred to in the
AFFIDAVIT OF CHRISTOPHER J. MAZUR

Sworn before me

This 24th day of September 2024



Commissioner for taking Affidavits, etc.

Antonio Montesano, a Commissioner, etc.,
Province of Ontario, for BDO Canada LLP
and BDO Canada Limited, and
their subsidiaries, associates and affiliates
Expires December 21, 2026



Tel: 905-524-1008
Fax: 905-570-0249
www.bdo.ca

BDO Canada Limited
25Main Street West, Suite 805
Hamilton ON L8P 1H1 Canada

INTERIM INVOICE

TKC Metal Recycling Inc.
20 Cushman Road
St. Catharines, ON
L2M 6S8

Attention: Ken Baird, President

Date	Client No.	Invoice No.
September 5, 2024	TKC Metal Recycling Inc.	CINV3072355

**TO OUR FEE FOR PROFESSIONAL SERVICES rendered in connection with our
Engagement as Trustee in the Proposal of TKC Metal Recycling Inc. for the period commencing
July 9, 2024 to August 16, 2024 inclusive per the attached detail:**

	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>
Senior Vice-President			
C. Mazur	4.10	\$ 575.00	\$ 2,357.50
Vice-President			
A. Consoli	61.40	525.00	32,235.00
Staff			
G. Harper	3.80	335.00	1,273.00
D. Green	1.00	275.00	275.00
S. Rickards	3.90	200.00	780.00
C. Casco	0.50	200.00	100.00
	<u>74.70</u>		<u>\$ 37,020.50</u>
HST on BDO fees			4,812.67
Total			<u>\$ 41,833.17</u>
Amount Due			<u>\$ 41,833.17</u>

H.S.T. #R101518124

Terms:

Net 30 days.

Interest at 1% per month (12.68% per annum calculated monthly) charged on accounts over 30 days.

**In the Matter of the Proposal Proceedings of TKC Metal Recycling Inc.
Billing detail for the period of July 9, 2024 to August 16, 2024**

Date	Name	Hours	Comments
9-Jul-2024	Angelo Consoli	1.50	Review draft cashflow; call with stakeholders re: cashflow, considerations / timing of next steps;
10-Jul-2024	Angelo Consoli	2.80	review and revisions to creditor listing and follow up requests; correspondence with Principal and key stakeholders re: company operations, cashflow, liabilities, sale process considerations, next steps, etc.; engagement documents, etc.;
10-Jul-2024	Chris Mazur	0.50	attend re status, filing, indemnity.
15-Jul-2024	Angelo Consoli	1.80	calls with counsel re: filing considerations, NOI proceedings, Sale process, etc.; review revised AP listing and updates to schedule;
16-Jul-2024	Angelo Consoli	1.20	review documentation provided by counsel; correspondence with Principal re: info requests; call with counsel re: filing considerations,
17-Jul-2024	Angelo Consoli	0.60	review additional information provided by Principal and compile data for inclusion in Ascend;
17-Jul-2024	Susan Rickards	1.70	File Ascend set up
18-Jul-2024	Angelo Consoli	1.30	review financial information provided; updates to creditor list; reconcile to PPSA summary and follow up with Management; various correspondence with stakeholders; compile and submit information requested;
19-Jul-2024	Angelo Consoli	1.00	correspondence with Principal and review additional creditor documentation, PPSA discharge, etc.;
22-Jul-2024	Angelo Consoli	2.20	review revised cashflow and related assumptions for discussion with Principal; call with Principal and advisor re: cashflow, status of operations, assets, liabilities/claims, sale process considerations, etc.;
23-Jul-2024	Angelo Consoli	2.00	review documentation provided by Management; revisions to creditor listing, import to Ascend and review same; updates to NOI related documents and schedules; review and updates to draft cashflow; update charts and provide to Debtor;
23-Jul-2024	Chris Mazur	0.20	Attend re: filing considerations, timing, etc.
24-Jul-2024	Angelo Consoli	1.60	updates to various engagement NOI forms and schedules; compile same and forward to Principal for review; updates to Ascend schedules;
24-Jul-2024	Chris Mazur	0.20	review/sign engagement letters
24-Jul-2024	Susan Rickards	0.20	Update documents for NOI
25-Jul-2024	Angelo Consoli	2.70	numerous correspondence with Debtor and advisor re: revised information, NOI filing documents, CRA accounts/balances, and review and revisions to same; compile documents and forward for review / consideration; prep and submit letter to Lender;
25-Jul-2024	Chris Mazur	0.30	review documents and sign.
25-Jul-2024	Susan Rickards	0.30	update information into ascend for signup of NOI
26-Jul-2024	Angelo Consoli	3.80	correspondence with Principal re: additional information; review and revisions to filing documents and virtual meeting with Principal re: Meeting of the Sole Director, NOI filing; correspondence re: e-filing; e-mail to Principal and advisor re: review and proposed revisions to cashflow; correspondence with Company and respective counsel re: NOI filing; discussion with staff re: sale process portal;
26-Jul-2024	Chris Mazur	0.40	various e-mails, review/sign docs, filing

**In the Matter of the Proposal Proceedings of TKC Metal Recycling Inc.
Billing detail for the period of July 9, 2024 to August 16, 2024**

Date	Name	Hours	Comments
26-Jul-2024	Glenn Harper	0.20	Discuss w BDO IT set-up & content of Data Room for external access.
29-Jul-2024	Angelo Consoli	3.00	Review and sign notice package to creditors; call with the Company and Counsel re: Initial Stay, supplier matters, Sale Process, proposed court proceedings, etc.; review and correspondence with counsel re: notice to creditor; correspondence with Management re: sale package information, licenses, etc.; call with prospective purchaser;
29-Jul-2024	Glenn Harper	0.20	Follow up to BDO IT re: data room.
29-Jul-2024	Susan Rickards	0.50	Update documents and prepare for mailing
30-Jul-2024	Angelo Consoli	3.80	various correspondence and review with Management re: creditors, operations, sale process documentation, appraisers, etc.; correspondence with appraisers to request quotes; review and updates to various Sale Process documents for submission to management; correspondence with Counsel re: various estate matters;
30-Jul-2024	Chris Mazur	0.20	attend re filing, sales process and go forward.
30-Jul-2024	Glenn Harper	0.20	Communications with Canadian Assoc of Recycling Industries ("CARI") re: potential posting of asset sale on website, deadline, approx. costs, etc.
30-Jul-2024	Susan Rickards	1.20	Compile and send out creditor packages
31-Jul-2024	Angelo Consoli	2.20	correspondence with Management re: customer/vendor concerns; finalize draft of Sale Process documents and forward to Management for review/comments; call with counsel; review and revisions to cashflow and update to Management;
31-Jul-2024	Chris Mazur	0.60	Review Sale Process documents
1-Aug-2024	Angelo Consoli	1.50	review and correspondence with Management and Counsel re: revisions / comments on cashflow; correspondence with staff re: e-filing cashflow and related forms; correspondence with Management re: interested parties, review of sale process documents, etc.
1-Aug-2024	Carla Casco	0.50	Compile and e-file cashflow and related documents
6-Aug-2024	Angelo Consoli	3.50	correspondence with Principal re: Sales Process documents, supplier matters, etc.; correspondence with various suppliers/creditors; review and updates to draft Sales Process documents; call with Counsel to discuss Sale Process, Pure Alloy, review of draft Order, etc.;
7-Aug-2024	Angelo Consoli	4.50	correspondence with Management re: various service providers; e-mails to TD re: ongoing services; correspondence with parties interested in Sale Process and updates to list; correspondence with Financial Post re: review and approval of Advertisement; draft Trustee's First Report; review financial statement results and related summary charts; review and response to creditor enquiry;
7-Aug-2024	Chris Mazur	0.30	attend re court report, timing and go forward
7-Aug-2024	Glenn Harper	0.20	follow-up with CARI re: posting on website.

**In the Matter of the Proposal Proceedings of TKC Metal Recycling Inc.
Billing detail for the period of July 9, 2024 to August 16, 2024**

Date	Name	Hours	Comments
8-Aug-2024	Angelo Consoli	3.70	correspondence with TD and management re: banking services; correspondence with Insolvency Insider to coordinate posting; calls with Counsel re: Draft Report; review and updates to Draft Report and forward to Counsel for review; correspondence with management re: vendors, asset listings and updates thereto; compile list of records for Data Room, etc.; correspondence with creditor; review draft Sale Process Order; correspondence with appraisers;
8-Aug-2024	Glenn Harper	0.20	Communications to CARI-ACIR; Update with BDO IT re: website;
9-Aug-2024	Angelo Consoli	4.00	calls and correspondence with Principal re: Sale Process, Data Room documents, etc.; correspondence with MGI re: sale process, rental rates, normalized P&L, etc.; correspondence with various creditors; review Counsel's comments on sale process documents; review and updates to related documents; call with Counsel re: TKC contract and related considerations and call with MGI re: same; compile data room contents list and related documents and correspondence with management re: same; correspondence re: marketing sale process
9-Aug-2024	Chris Mazur	1.40	Attend to status, court report and related materials
9-Aug-2024	Dylan Green	1.00	review and compile rental comparatives;
9-Aug-2024	Glenn Harper	0.50	Call w Multiview Marketing re: digital marketing options for Co. asset liquidation, discussion of same w A Consoli;
9-Aug-2024	Glenn Harper	1.30	Follow up to BDO IT; follow up to CARI re: asset sale on website; Call w Paul Foglin @ CARI; Data room portal updates;
12-Aug-2024	Angelo Consoli	2.60	updates to asset listings, sale process documents; calls with Principal re: various matters relating to the proceedings; correspondence with various creditors;
13-Aug-2024	Angelo Consoli	3.30	review Affidavit and Notice of Motion and provide comments to counsel; correspondence with prospective bidder; correspondence with Principal re: same; review and updates to CIM, data room documents, financial statement summary, etc.; draft e-mail to prospective purchasers; review Application Record; correspondence with creditor re: stay of proceedings;
14-Aug-2024	Angelo Consoli	3.50	review and updates to CIM, related schedules, invitation, etc.; updates to Management and Lender re: same; call with Counsel to review Trustee's report; revisions and circulate Report; correspondence with numerous potential Bidders re: Sale Process;
14-Aug-2024	Glenn Harper	0.50	Discuss re: access to data room; Add various contacts to data room;
15-Aug-2024	Angelo Consoli	1.80	call with creditor re: NOI proceedings; correspondence with prospective Bidders re: sale process, invitation for Bids, site visits, etc.; correspondence with various suppliers re: proposed terms / continuation of service;
15-Aug-2024	Glenn Harper	0.30	Update to data room.
16-Aug-2024	Angelo Consoli	1.50	correspondence with prospective Bidders re: CA, site visits, data room access; compile documents and post to Data Room;
16-Aug-2024	Glenn Harper	0.20	Online data room user updates;
		<u>74.70</u>	

Attached is Exhibit "B"
Referred to in the
AFFIDAVIT OF CHRISTOPHER J. MAZUR

Sworn before me

This 24th day of September 2024



Commissioner for taking Affidavits, etc.

Antonio Montesano, a Commissioner, etc.,
Province of Ontario, for BDO Canada LLP
and BDO Canada Limited, and
their subsidiaries, associates and affiliates
Expires December 21, 2026



Tel: 905-524-1008
Fax: 905-570-0249
www.bdo.ca

BDO Canada Limited
25 Main Street West, Suite 805
Hamilton ON L8P 1H1 Canada

INTERIM INVOICE

TKC Metal Recycling Inc.
20 Cushman Road
St. Catharines, ON
L2M 6S8

Attention: Ken Baird, President

Date	Client No.	Invoice No.
September 10, 2024	TKC Metal Recycling Inc.	CINV3082136

TO OUR FEE FOR PROFESSIONAL SERVICES rendered in connection with our Engagement as Trustee in the Proposal of TKC Metal Recycling Inc. for the period commencing August 17, 2024 to August 31, 2024 inclusive per the attached detail:

	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>
Senior Vice-President			
C. Mazur	0.80	\$ 575.00	\$ 460.00
Vice-President			
A. Consoli	20.50	525.00	10,762.50
Staff			
G. Harper	0.40	335.00	134.00
S. Murphy	0.50	200.00	100.00
	22.20		\$ 11,456.50
HST on BDO fees			1,489.35
Total			\$ 12,945.85
Amount Due			<u>\$ 12,945.85</u>

H.S.T. #R101518124

Terms:

Net 30 days.

Interest at 1% per month (12.68% per annum calculated monthly) charged on accounts over 30 days.

**In the Matter of the Proposal Proceedings of TKC Metal Recycling Inc.
Billing detail for the period of August 17, 2024 to August 31, 2024**

Date	Name	Hours	Comments
19-Aug-2024	Angelo Consoli	1.80	Correspondence with numerous bidders re: interest, site visits, data room, CA's, etc.; Correspondence with Management re: status of operations, cashflow, suppliers, etc.;
19-Aug-2024	Glenn Harper	0.20	Update data room portal;
20-Aug-2024	Angelo Consoli	2.30	Correspondence with Management and Counsel re: Data room, Sale process, etc.; review and compile actual v forecast cashflow and follow up with Management re: same; Correspondence with various bidders re: site access, review of financial information;
20-Aug-2024	Chris Mazur	0.20	Attend re: Sale Process, emails
21-Aug-2024	Angelo Consoli	1.70	Correspondence with various potential Bidders re: info requests; update to counsel; Correspondence re: cashflow; updates to Data Room; Correspondence with Appraiser;
21-Aug-2024	Glenn Harper	0.20	Data room client user access;
22-Aug-2024	Chris Mazur	0.40	Attend re: court materials, review order, various emails.
22-Aug-2024	Angelo Consoli	2.40	Attend Stay Extension Motion; Correspondence with Counsel re: same; call and Correspondence with Management re: Sale Process matters, cashflow, NOI proceedings, HST filings, etc.; follow up with various potential bidders, updates to Counsel; review and discussions re: vendor payments; Correspondence with Lender re: update on various estate matters;
23-Aug-2024	Angelo Consoli	2.50	Correspondence with Management re: Cashflow, Sale Process, data room, etc.; Correspondence with Counsel; Correspondence with bidders re: site visit, lots, data room, etc.; review appraisal and Correspondence with appraiser re: offsite asset; Correspondence with Management re: appraisal;
23-Aug-2024	Sherri Murphy	0.30	Prepare summary schedule for review.
26-Aug-2024	Angelo Consoli	2.80	Correspondence with the OSB re: status of proceedings; Correspondence with staff re: e-filing Court Order and related materials; review and Correspondence with Management re: Prospective Bidders, cashflow, etc.; calls and Correspondence with various bidders re: sale process, site visits;
27-Aug-2024	Angelo Consoli	2.00	Correspondence with various potential bidders re: Sale Process, site visits, CA, etc.; provision of access to data room; Correspondence with Management re: cashflow considerations;
27-Aug-2024	Chris Mazur	0.20	Attend re: sales process, status;
27-Aug-2024	Sherri Murphy	0.20	Finalize summary schedule.
28-Aug-2024	Angelo Consoli	0.80	Review and correspondence with prospective bidders; review Correspondence re: forbearance agreement; Correspondence with creditor re: Stay of Proceedings;
29-Aug-2024	Angelo Consoli	3.70	Review and correspondence with Management and stakeholders re: cashflow, Sale Process, data room inputs, etc.; correspondence with various prospective bidders re: CA, data room, site visits, bid details, etc.; update Data Room; review correspondence re: forbearance agreement extension; review and response correspondence from/to lessor;
30-Aug-2024	Angelo Consoli	0.50	Correspondence with prospective bidders re: data room access, coordinating site visit, etc.; Correspondence with creditor; review Correspondence re: Sale Process update, cashflow balances, etc.;

**In the Matter of the Proposal Proceedings of TKC Metal Recycling Inc.
Billing detail for the period of August 17, 2024 to August 31, 2024**

<u>Date</u>	<u>Name</u>	<u>Hours</u>	<u>Comments</u>
19-Aug-2024	Angelo Consoli	1.80	Correspondence with numerous bidders re: interest, site visits, data room, CA's, etc.; Correspondence with Management re: status of operations, cashflow, suppliers, etc.;
		<u>22.20</u>	

Attached is Exhibit “C”

Referred to in the

AFFIDAVIT OF CHRISTOPHER J. MAZUR

Sworn before me

This 24th day of September 2024



Commissioner for taking Affidavits, etc.

Antonio Montesano, a Commissioner, etc.,
Province of Ontario, for BDO Canada LLP
and BDO Canada Limited, and
their subsidiaries, associates and affiliates
Expires December 21, 2026



Tel: 905-524-1008
 Fax: 905-570-0249
 www.bdo.ca

BDO Canada Limited
 25 Main Street West, Suite 805
 Hamilton ON L8P 1H1 Canada

INTERIM INVOICE

TKC Metal Recycling Inc.
 20 Cushman Road
 St. Catharines, ON
 L2M 6S8

Attention: Ken Baird, President

Date	Client No.	Invoice No.
September 23, 2024	TKC Metal Recycling Inc.	CINV3086848

TO OUR FEE FOR PROFESSIONAL SERVICES rendered in connection with our Engagement as Trustee in the Proposal of TKC Metal Recycling Inc. for the period commencing September 1, 2024 to September 20, 2024 inclusive per the attached detail:

	<u>Hours</u>	<u>Rate</u>	<u>Fees</u>
Senior Vice-President			
C. Mazur	0.60	\$ 575.00	\$ 345.00
Vice-President			
A. Consoli	37.00	525.00	19,425.00
Staff			
G. Harper	0.30	335.00	100.50
Daniel Pulsone	1.70	275.00	467.50
Carla Casco	0.60	200.00	120.00
S. Murphy	0.40	200.00	80.00
	<u>40.60</u>		<u>\$ 20,538.00</u>
HST on BDO fees			<u>2,669.94</u>
Total			<u>\$ 23,207.94</u>
Amount Due			<u>\$ 23,207.94</u>

H.S.T. #R101518124

Terms:

Net 30 days.

Interest at 1% per month (12.68% per annum calculated monthly) charged on accounts over 30 days.

**In the Matter of the Proposal Proceedings of TKC Metal Recycling Inc.
Billing detail for the period of September 1, 2024 to September 20, 2024**

Date	Name	Hours	Comments
2024-09-03	Glenn Harper	0.2	Data room user access matters;
2024-09-03	Angelo Consoli	1.3	correspondence with various prospective bidders re: Data Room access and related documents, site visits, sale process; correspondence with Management re: Sale process, site visits, information requests, cashflow monitoring, etc.;
2024-09-03	Chris Mazur	0.1	attend to various e-mails
2024-09-04	Angelo Consoli	3.3	correspondence with various prospective bidders re: Sale Process enquiries, data room access, etc.; correspondence with Management re: Cashflow, bidders, etc.; correspondence with vendor re: payment of account; correspondence with Stakeholders re: Sale Process, cashflow, etc.; correspondence with Counsel re: bidder enquiry, review of secured creditor claims, PPSA registrations, etc.;
2024-09-05	Daniel Pulsone	1.7	Review bids submitted and compile bids into spreadsheet summary
2024-09-05	Angelo Consoli	3.5	correspondence with Management, stakeholders re: sale process, cashflow, creditor claims, etc.; calls and correspondence with various bidders re: queries on bid submissions, next steps; review bid submissions and compile summary e-mail outlining bids, terms and conditions, etc.; correspondence to Company and Counsel;
2024-09-06	Angelo Consoli	1.7	correspondence with Management re: consideration of bid submission terms and conditions; call with Counsel and Management to review / discuss Bid Submissions, terms and conditions, etc. and proposed next steps; correspondence with stakeholders;
2024-09-09	Glenn Harper	0.1	Update data room access - remove user.
2024-09-09	Chris Mazur	0.3	attend re review of Bid submissions;
2024-09-09	Angelo Consoli	2.2	correspondence with Management and stakeholders re: bid submissions, terms, cashflow, operations, etc.; review summary of cashflow results; summary of lease claims and correspondence with management re: same; calls from bidders re: submissions;
2024-09-09	Sherri Murphy	0.4	prepared summary for review.
2024-09-10	Angelo Consoli	2.8	call with Counsel and Management re: bid submissions, review of steps to comply with terms and conditions and next steps re: site visits, court timing, etc.; call with Bidder re: terms and conditions, potential interest in leased assets, timing of APA, court proceedings, etc.; compile lease information and forward to bidder;
2024-09-11	Angelo Consoli	2.7	calls and correspondence with Management re: site visits, sale considerations, cashflow, vehicle ownership, etc.; correspondence with Counsel re: APA, excluded assets, terms and conditions, etc.; correspondence with potential purchaser re: leased assets, APA; correspondence with Counsel re: leased assets;
2024-09-12	Angelo Consoli	2.5	calls/correspondence with Management and stakeholders re: cashflow, sale proceedings, bidder site attendance re: review of terms and conditions, APA, next steps re: cost estimates, etc.; updates to Counsel re: related terms, bid submissions, etc.; correspondence with creditor re: proceedings; review correspondence from Management re: leased assets/liability;
2024-09-12	Chris Mazur	0.2	correspondence re: sale process, APA, terms and conditions;

**In the Matter of the Proposal Proceedings of TKC Metal Recycling Inc.
Billing detail for the period of September 1, 2024 to September 20, 2024**

Date	Name	Hours	Comments
2024-09-13	Angelo Consoli	3.2	review draft APA and draft AVO and provide comments to the Company and Counsel; review counsel comments; e-mail to TMM re APA/AVO; correspondence with unsuccessful bidders; review and sign wire transfer requests to return bidder deposits; review and correspondence with Counsel re: sale process;
2024-09-13	Carla Casco	0.6	prepare wire instruction letters to return deposits
2024-09-16	Angelo Consoli	2.3	call with Management re: operations, cash flow, sale terms and conditions, leased assets, etc.; review and summary of cashflow variances and notes re: forecast considerations; correspondence with Counsel re: sale process summary, court proceedings, APA; correspondence re: status of returned deposits, bid rejections;
2024-09-17	Angelo Consoli	3.2	correspondence with Management re: operations, HST filing, Sale terms and conditions, cashflow, discuss variance analysis; correspondence with Bidder re: comments, terms of APA, and confirm proposed revision; draft Trustee's Second Report; correspondence with creditor re: status of proceedings;
2024-09-18	Angelo Consoli	2.8	correspondence with Counsel re: upcoming motion, report, APA, Lease Assignment, etc.; review and updates to Court Report; correspondence with Management re: cashflow, site terms and conditions, etc.; follow up with purchaser re: APA;
2024-09-19	Angelo Consoli	2.2	call and correspondence with Counsel re: court materials, relief sought, cashflow, etc.; correspondence with Management and stakeholders re: cashflow, operations, APA Terms and conditions, etc.; correspondence with Trustee's Counsel re: lessors/secured lenders,
2024-09-20	Angelo Consoli	3.3	Review the Draft APA, AVO, Extension Order and Baird Affidavit and related correspondence; call with Counsel, the Purchaser and the Purchaser's counsel re: comments on the Draft APA; correspondence and review with Management re: updates to the Company's cashflow;
		<u>40.60</u>	

APPENDIX F

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

**IN THE MATTER OF THE BANKRUPTCY AND INSOLVENCY ACT, R.S.C. 1985, c. B-3, AS
AMENDED**

**AND IN THE MATTER OF THE PROPOSAL OF TKC METAL RECYCLING INC. OF THE
CITY OF ST. CATHRINES IN THE PROVINCE OF ONTARIO**

AFFIDAVIT OF DILINA LALLANI

SWORN September 24, 2024

I, Dilina Lallani, of the City of Toronto, in the Province of Ontario, make oath and say:

1. I am a Lawyer with the law firm Cozen O'Connor LLP ("**Cozen O'Connor**") and, as such, have knowledge of the following matters.
2. BDO Canada Limited (the "**Proposal Trustee**") consented to act as Proposal Trustee of TKC Metal Recycling Inc. (the "**Company**") following the Company's filing of a Notice of Intention to Make a Proposal pursuant to the *Bankruptcy and Insolvency Act*.
3. The Proposal Trustee retained Cozen O'Connor to advise with regards to matters related to the Proposal Trustee's appointment and the performance of its duties and powers.
4. Attached hereto and marked as **Exhibit "A"** to this affidavit is a statement of fees and disbursements with respect to the activities of Cozen O'Connor from July 10, 2024 to September 20, 2024 (the "**Invoices**"). Copies of the Invoices have been provided to the Proposal Trustee and I am advised by the Proposal Trustee that they have been received and consider the fees and disbursements reasonable and appropriate.
5. The total amount being claimed for the work performed by Cozen O'Connor is \$38,000 including \$37,970.83 for fees and \$29.17 for disbursements, inclusive of HST. The total


hours incurred for the period through to September 20, 2024 are 47.80 hours at an average hourly rate of \$702.98.

6. Attached hereto and marked as Exhibit "B" is a summary of the timekeepers whose services are reflected on the Invoices, including year of call, hourly rate, hours billed and fees billed, exclusive of HST.

7. Given the complexity of this insolvency matter, I believe the hourly rates and the total amount of fees are reasonable and comparable for services of this nature rendered by other corporate law firms practicing in the area of insolvency in the Greater Toronto market.

8. This Affidavit is sworn in support of the Company's motion for, among other relief, approval of the fees and disbursements of the Proposal Trustee and its counsel, Cozen O'Connor in these proceedings.

SWORN before me at the City of Toronto, in the Province of Ontario, on this 24th day of September, 2024.



Steven Weisz (32102C)
Commissioner for Taking Affidavits
(or as may be)

} 

DILINA LALLANI

This Exhibit "A" referred to in the Affidavit of
Dilina Lallani sworn before me this 24th day of
September, 2024



Steven Weisz (32102C)
Commissioner for Taking Affidavits
(or as may be)

September 23, 2024

BDO Canada Limited
25 Main Street West, Suite 805
Hamilton, ON L8P 1H1

Re: BDO Canada Limited re TKC Metal Recycling Inc.
Our File No.: 00618861
Invoice No. 2507354

Fees for Professional Services:	\$	22,495.00	CAD
HST 13.00%	\$	2,924.35	CAD
Disbursements:			
Taxable Disbursements:	\$	25.81	CAD
HST 13.00%	\$	3.36	CAD
Total amount of Invoice No.: 2507354	\$	25,448.52	CAD

Total amount due upon receipt of invoice

3685124
00618861

BDO Canada Limited
BDO Canada Limited re TKC Metal Recycling Inc.

Date	Initials	Description of Services	Hours
07/25/24	SJW	Email with proposal trustee regarding filing of notice of intention to file a proposal and considering next steps in proposal process for sale of assets/business.	0.50
07/26/24	SJW	Reviewing documents relating to NOI proceedings and confirmation from OSB. Email with counsel for debtor and Trustee regarding motion to extend stay, approve admin charges and sales process. Review forbearance agreement.	0.70
07/29/24	SJW	Prepare for and attend Teams meeting with counsel for debtor and trustee regarding proposal and sales process, cash flows and motion for extension of stay and approval of priority charges. Follow up with trustee. Review and consider restructuring process strategies and options and draft Order extending stay of proceedings and granting priority charges. Review letter from Miller Thomson, counsel for debtor to Pure Alloys. Prepare and finalize letter to Pure Alloys on behalf of trustee regarding removal of property from debtor's premises and providing notice of stay of proceedings and filing of Notice of Intention to File a proposal.	1.80
07/29/24	SC	Draft of demand letter to Alloys re return of TKC stolen scrap metal bins. Emails to and from client.	1.00
07/30/24	SJW	Teams meeting and email with counsel for debtor regarding relief on motion, cash flows, scheduling of court hearing and proposed timing of service of court materials and trustee's report. Email and discussion with trustee regarding same.	0.80
07/31/24	SJW	Email with counsel for debtor and trustee regarding cash flows, motion to seek approval of priority charges and extension of stay. Discussion with trustee regarding supplier and insurance financier matters.	0.60
08/01/24	SJW	Review draft cash flow for filing with OSB. Email and discussion with Trustee and counsel for debtor regarding same. Working on sales and restructuring process. Working on Orders for stay extension, approval of priority charges and sales process.	1.20
08/02/24	SJW	Reviewing and consider draft Order and email with counsel for debtor. Considering relief requested for motion to extend stay, approval of priority charges and sales process.	0.50

Date	Initials	Description of Services	Hours
08/06/24	SJW	Review and consider draft sales process documents from trustee including Advertisement-Request for Offers to Purchase, Teaser, Bidding Procedures, Confidentiality Agreement, Template Agreement of Purchase and Sale. Discussion with trustee and email with debtor's counsel. Email regarding Pure Alloys matter and claim for return of scrap metal and response to correspondence from Cozen.	1.40
08/09/24	SJW	Working on court materials, bidding procedures and sales process and report of trustee. Email and zoom meeting with debtor and counsel for debtor regarding same. Email and discussion with trustee regarding sales process, cash flows and stay extension/timing of motion to extend stay.	1.80
08/12/24	SJW	Review and consider notice of disclaimer of Triple M Supply Agreement and email with Proposal Trustee, Debtor and counsel for Debtor regarding same. Working on First Report and draft Orders and Sales Process and Bidding Procedures. Email with counsel for secured lender regarding comments on draft Orders and Hamilton court procedures. Reviewing and considering comments from Debtor's counsel on bidding procedures. Reviewing and considering draft affidavit in support of motion seek approval of priority charges, extension of stay of proceedings and sales process Order.	2.40
08/13/24	SJW	Email with Proposal Trustee, counsel for debtor and secured lender regarding comments on court materials and draft orders. Review and consider final version of Motion Record. Working on First Report of Proposal Trustee.	1.20
08/14/24	SJW	Working on First Report of the Proposal Trustee. Email with counsel for debtor and lender regarding comments on draft report. Email and discussion with Proposal Trustee regarding same. Finalize First Report and arrange for service. Reviewing security of lender. Reviewing draft factum of debtor and providing comments to counsel for debtor.	2.80
08/14/24	SJW	Finalize and arrange for service and filing of First Report of Proposal Trustee. Reviewing and working on First Report with Proposal Trustee. Email with counsel for secured lender and review security package. Review and consider PPSA search and lease/equipment financier claims. Email with counsel for Debtor regarding service matters. Review and consider revised draft Orders and email with counsel for Debtor and secured lender. Review and provide comments on draft factum of Debtor.	2.80

Date	Initials	Description of Services	Hours
08/15/24	SJW	Reviewing security documents and assignment agreement. Email with counsel for secured lender. Follow up on additional service of First Report(courier for PPSA registrants).	1.20
08/16/24	SJW	Review and consider comments on non-disclosure agreement from Triple M and email with Proposal Trustee. Reviewing court materials and prepare for court hearing August 22, 2024. Considering sale process matters.	0.60
08/19/24	SJW	Review and consider comments on Confidentiality Agreement and forward to counsel for debtor. Discussion with Proposal Trustee regarding same. Email from counsel for Debtor.	0.40
08/20/24	SJW	Email with Proposal Trustee, debtor and counsel for debtors regarding Triple M notice relating to supply agreement and data room. Follow up on confidentiality matters and data room access by bidders. Updating service list. Discussion with counsel for debtor regarding same and court hearing August 22, 2024.	1.30
08/22/24	SJW	Prepre for and attend court hearing for motion to approve priority charges, extension of stay of proceedings and sale process. Follow up with Proposal Trustee and counsel for debtors regarding outcome of court hearing.	3.50
08/22/24	ASZ	OSCJ video conference re: Stay Extension Motion	3.00
08/23/24	SJW	Email and discussion with Proposal Trustee and counsel for debtor regarding response to Triple M regarding date room matters.	0.30
08/26/24	SJW	Email regarding updates to service list and review service list. Considering status of sales process and next steps. Review and consider tems of Forbearance Agreement and expiry August 31, 2024. Email with counsel for debtor and secured creditor regarding same.	0.40
08/28/24	SJW	Review and consider draft amendment to forbearance agreement and email with counsel for debtor and lender and proposal trustee regarding same. Review leases.	0.80
Total Hours Billed:			31.00

Time And Fee Summary

Timekeeper	Rate	Hours		Fees
Weisz, S. J	790.00	27.00	C\$	21,330.00
Zhivko, A. S	325.00	3.00	C\$	975.00
Carson, S.	190.00	1.00	C\$	190.00
Totals:		31.00	C\$	22,495.00

Date	Disbursements		Value
08/19/24	Vendor: Federal Express Canada Ltd.; Invoice#: 2-635-71804; Date: 8/19/2024 - Luca Mazzucco, Pure Alloys Inc.	C\$	25.81
Total Disbursements:		C\$	25.81

September 23, 2024

BDO Canada Limited
25 Main Street West, Suite 805
Hamilton, ON L8P 1H1

Re: BDO Canada Limited re TKC Metal Recycling Inc.
Our File No.: 00618861
Invoice No. 2507354

Fees for Professional Services:	\$	22,495.00	CAD
HST 13.00%	\$	2,924.35	CAD
Disbursements:			
Taxable Disbursements:	\$	25.81	CAD
HST 13.00%	\$	3.36	CAD
Total amount of Invoice No.: 2507354	\$	25,448.52	CAD

Cheque:

Cozen O'Connor LLP
C/O T10540
PO BOX 4388, STN A
Toronto, ON M5W 3S1
Canada

E-Transfer:

Send e-transfer to
Etransfer-canada@cozen.com

Please email notification of electronic payments to payments@cozen.com

ACH/Wire Transfer:

Account Name: Cozen O'Connor LLP Operating
Account No: 47696 15616 18 (CAD payments)
Transit No: 47696
Institution No: 002
Bank Name: Bank of Nova Scotia
Bank Address: P.O. Box 4234 STN A
Toronto, ON, M5W 5P6
Canada
Swift Code*: NOSCCATT

*Only needed for international transfers.

HST: 761347137RT0001

Total amount due upon receipt of invoice

September 23, 2024

BDO Canada Limited
25 Main Street West, Suite 805
Hamilton, ON L8P 1H1

Re: BDO Canada Limited re TKC Metal Recycling Inc.
Our File No.: 00618861
Invoice No. 2507355

Fees for Professional Services:	\$	11,107.50	CAD
HST 13.00%	\$	1,443.98	CAD
Total amount of Invoice No.: 2507355	\$	12,551.48	CAD

Total amount due upon receipt of invoice

3685124
00618861

BDO Canada Limited
BDO Canada Limited re TKC Metal Recycling Inc.

Date	Initials	Description of Services	Hours
07/10/24	SJW	BDO: Considering structure of NOI filing and sales process.	0.50
07/16/24	SJW	BDO/TYC Recycling: Discussion with proposed trustee and counsel for debtor regarding forbearance agreement and pending BIA filing.	0.50
09/03/24	SJW	Follow up on status of VW vehicle and review PPSA statement and purchase agreement. Email with Proposal Trustee, debtor and debtor's counsel. Review security in favour of lender, leases and purchase agreements for equipment and vehicles.	0.80
09/04/24	SJW	Discussion with client and reviewing leases/conditional sales contracts and PPSA filings, delivery receipts and considering possible equity in equipment/vehicles and outcome of sales process and position against landlord and lease options.	1.00
09/06/24	SJW	Review bids and summary of Proposal Trustee. Prepare for and attend Teams meeting with Proposal Trustee, debtor and debtor's counsel to review bids and discuss next steps, negotiations with bidders/preparation of agreements and treatment of leases/conditional sales contracts(equipment and vehicles).	1.20
09/06/24	ASZ	Teams meeting re: Review of Bid Submissions	0.50
09/09/24	SJW	Email with Proposal Trustee, Debtor and Debtor's counsel regarding negotiations of bids.	0.20
09/10/24	SJW	Prepare for and attend Teams meeting with Proposal Trustee, Debtor and Debtor's counsel regarding status of negotiations and preparation of asset purchase agreement.	0.50
09/11/24	SJW	Email with proposal trustee and counsel for Debtor and Debtor regarding Kaufman trailer lease and reviewing considering remaining lease/equipment financing agreements and PPSA results.	0.40
09/12/24	SJW	Follow up on status of negotiations with purchaser and results of site visit.	0.30
09/12/24	DL	Reviewed file.	0.30
09/13/24	SJW	Working on draft asset purchase agreement and approval and vesting order. Email and follow up with Debtor, counsel for Debtor and Proposal Trustee regarding comments on form of asset purchase agreement and approval and vesting order.	1.80

Date	Initials	Description of Services	Hours
09/13/24	DL	Reviewed and provided comments on draft Asset Purchase Agreement provided by Miller Thomson; email correspondence with K. Mahar re edits to the APA.	2.00
09/17/24	SJW	Follow up on status of asset purchase agreement and comments from purchaser, including in relation to price adjustment for amount of Inventory on closing.	0.60
09/19/24	SJW	Working with Proposal Trustee on draft second report to court and security review. Reviewing schedule of PPSA registration and PPSA search results for second report to court and provide comments to Proposal Trustee.	0.70
09/20/24	SJW	Reviewing and providing comments on Purchaser's revisions to asset purchase agreement. Email and follow up with Proposal Trustee and counsel for Debtor regarding negotiations with Purchaser to finalize asset purchase agreement and respond to comments from Purchaser. Review draft court materials and follow up with Proposal Trustee regarding status of draft second report to court.	2.20
09/20/24	DL	Reviewed draft order and asset purchase agreement; provided comments re same; meeting with vendor, purchaser and proposal trustee to discuss comments on the asset purchase agreement.	3.30
Total Hours Billed:			16.80

Time And Fee Summary

Timekeeper	Rate	Hours		Fees
Weisz, S. J	790.00	10.70	C\$	8,453.00
Lallani, D.	445.00	5.60	C\$	2,492.00
Zhivko, A. S	325.00	0.50	C\$	162.50
Totals:		16.80	C\$	11,107.50

September 23, 2024

BDO Canada Limited
25 Main Street West, Suite 805
Hamilton, ON L8P 1H1

Re: BDO Canada Limited re TKC Metal Recycling Inc.
Our File No.: 00618861
Invoice No. 2507355

Fees for Professional Services:	\$	11,107.50	CAD
HST 13.00%	\$	1,443.98	CAD
Total amount of Invoice No.: 2507355	\$	12,551.48	CAD

Cheque:

Cozen O'Connor LLP
C/O T10540
PO BOX 4388, STN A
Toronto, ON M5W 3S1
Canada

ACH/Wire Transfer:

Account Name: Cozen O'Connor LLP Operating
Account No: 47696 15616 18 (CAD payments)
Transit No: 47696
Institution No: 002
Bank Name: Bank of Nova Scotia
Bank Address: P.O. Box 4234 STN A
Toronto, ON, M5W 5P6
Canada
Swift Code*: NOSCCATT

E-Transfer:

Send e-transfer to
Etransfer-canada@cozen.com


*Only needed for international transfers.

Please email notification of electronic payments to payments@cozen.com

HST: 761347137RT0001

Total amount due upon receipt of invoice

This Exhibit "B" referred to in the Affidavit of
Dilina Lallani sworn before me this 24th day
of September, 2024



Steven Weisz (32102C)
Commissioner for Taking Affidavits
(or as may be)

EXHIBIT B

Time and Fee Summary

Attached hereto is a summary of the timekeepers whose services are reflected on the Invoices, including year of call and hourly rate, and the total fees and hours billed.

Timekeeper	Year of Call	Rate	Hours	Fees
Weisz, Steven Jonathan	1990	C\$790	37.70	\$29,783.00
Lallani, Dilina	2024	C\$445	5.60	\$2,492.00
Zhivko, Arielle Sasha	Articling Student	C\$325	3.50	\$1,137.50
Carson, Shannon	Legal Practice Assistant	C\$190	1.00	\$190.00
Totals		Average Hourly Rate C\$702.98	47.80	\$33,602.50

CONFIDENTIAL APPENDIX 1

CONFIDENTIAL APPENDIX 2

CONFIDENTIAL APPENDIX 3

IN THE MATTER OF NOTICE OF INTENTION TO MAKE A PROPOSAL OF TKC METAL
RECYCLING INC.

Court File No. 32-3109134
District of: Ontario
Division No.: 07-Hamilton
Court No.: 32-3109134
Estate No.: 32-3109134

ONTARIO
SUPERIOR COURT OF JUSTICE
(IN BANKRUPTCY AND INSOLVENCY)

PROCEEDING COMMENCED AT HAMILTON

SECOND REPORT OF BDO CANADA
LIMITED PROPOSAL TRUSTEE

COZEN O'CONNOR LLP

Bay Adelaide Centre – North Tower
40 Temperance Street – Suite 2700
Toronto, ON M5H 0B

Steven J. Weisz (32102C)

Tel No.: (647) 295-2616
Email: sweisz@cozen.com

Dilina Lallani (90453E)

Tel No.: (647) 417-5349
Email: dlallani@cozen.com

Lawyers for the Proposal Trustee,
BDO Canada Limited