

**ONTARIO
SUPERIOR COURT OF JUSTICE
Commercial List
In Bankruptcy and Insolvency**

**Division No. 09-Toronto
Estate No. 31-2471901**

**Notice of Bankruptcy, First Meeting of Creditors
(Subsection 102(1) of the Act)**

**In the Matter of the Bankruptcy of
Things Remembered Canada Inc.
Of the City of Scarborough
In the Province of Ontario**

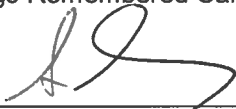
Original **Amended**

Take notice that:

1. Things Remembered Canada Inc. was deemed to have filed an assignment on March 9, 2019, and the undersigned, Richter Advisory Group Inc., was appointed as trustee of the estate of the bankrupt by the official receiver, subject to affirmation by the creditors of the trustee's appointment or substitution of another trustee by the creditors.
2. The first meeting of creditors of the bankrupt will be held on March 27, 2019 at 11:00 AM, at the offices of the Trustee, 181 Bay Street, 33rd Floor, Toronto, ON M5J 2T3.
3. To be entitled to vote at the meeting, a creditor must file with the trustee, before the meeting, a proof of claim and, where necessary, a proxy.
4. Enclosed with this notice are a proof of claim form, proxy form and list of creditors with claims amounting to \$25 or more showing the amounts of their claims.
5. Creditors must prove their claims against the estate of the bankrupt to share in any distribution of the proceeds realized from the estate.

Dated at Montréal, Province of Québec, March 14, 2019.

Richter Advisory Group Inc.
Licensed Insolvency Trustee
of the Estate of
Things Remembered Canada Inc.



Andrew Adessky, CPA, CA, CIRP, LIT

T. 1.866.585.9751
F. 514.934.8603
claims@richter.ca

Richter Advisory Group Inc.
181 Bay St., Suite 3320
Bay Wellington Tower
Toronto, ON M5J 2T3
www.richter.ca

Montréal, Toronto

District of: Ontario
 Division No. 09 - Toronto
 Court No. 31-2471901
 Estate No. 31-2471901

Original Amended

-- Form 78 --
 Statement of Affairs (Business Bankruptcy) made by an entity
 (Subsection 49(2) and Paragraph 158(d) of the Act / Subsections 50(2) and 62(1) of the Act)

In the Matter of the Bankruptcy of
 Things Remembered Canada Inc.
 Of the City of Scarborough
 In the Province of Ontario

To the bankrupt:
 You are required to carefully and accurately complete this form and the applicable attachments showing the state of Things Remembered Canada Inc's affairs on the date of the bankruptcy, on the 9th day of March 2019. When completed, this form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

LIABILITIES (as stated and estimated by the officer)	ASSETS (as stated and estimated by the officer)
1. Unsecured creditors as per list "A" 14,458,155.01	1. Inventory 0.00
Balance of secured claims as per list "B" 0.00	2. Trade fixtures, etc. 0.00
Total unsecured creditors 14,458,155.01	3. Accounts receivable and other receivables, as per list "E"
2. Secured creditors as per list "B" 0.00	Good 50,000.00
3. Preferred creditors as per list "C" 0.00	Doubtful 0.00
4. Contingent, trust claims or other liabilities as per list "D"	Bad 0.00
estimated to be reclaimable for 0.00	Estimated to produce 50,000.00
Total liabilities 14,458,155.01	4. Bills of exchange, promissory note, etc., as per list "F" ... 0.00
Surplus NIL	5. Deposits in financial institutions 1,606,780.00
	6. Cash 0.00
	7. Livestock 0.00
	8. Machinery, equipment and plant 0.00
	9. Real property or immovable as per list "G" 0.00
	10. Furniture 0.00
	11. RRSPs, RRIAs, life insurance, etc. 0.00
	12. Securities (shares, bonds, debentures, etc.) 0.00
	13. Interests under wills 0.00
	14. Vehicles 0.00
	15. Other property, as per list "H" 0.00
	If bankrupt is a corporation, add:
	Amount of subscribed capital 0.00
	Amount paid on capital 0.00
	Balance subscribed and unpaid 0.00
	Estimated to produce 0.00
	Total assets 1,656,780.00
	Deficiency 12,801,375.01

I, Robert J. Duffy, of the City of Boston, MA in the State of Massachusetts, do swear (or solemnly declare) that this statement and the attached lists are to the best of my knowledge, a full, true and complete statement of Things Remembered Canada Inc's affairs on the 9th day of March 2019 and fully disclose all property of every description that is in my possession or that may devolve on Things Remembered Canada Inc. in accordance with the Act.

SWORN (or SOLEMNLY DECLARED)
 before me at the City of Boston in the State of Massachusetts, on this 14th day of March 2019.

Maria Dillon



Robert J. Duffy
 Robert J. Duffy

District of: Ontario
 Division No. 09 - Toronto
 Court No. 31-2471901
 Estate No. 31-2471901

FORM 78 – Continued

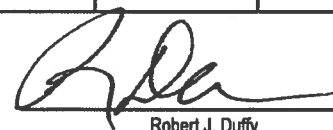
List "A"
 Unsecured Creditors

Things Remembered Canada Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
1	3934390 CANADA INC.	C/O OF MORGUARD INVESTMENTS 134 PRIMROSE DRIVE SASKATOON SK S7K 5S6	4,638.64	0.00	4,638.64
2	713949 ONTARIO LIMITED	c/o St. Laurent Centre 1200 ST. LAURENT BLVD. OTTAWA ON K1K 3B8	13,220.83	0.00	13,220.83
3	ACI INC	BANK OF AMERICA NATIONAL ASSOC CANADA BRANCH C/O 919150 PO BOX 4090 STN A TORONTO ON M5W 0E9	3,315.64	0.00	3,315.64
4	ACTION SALES & LIGHTING LTD.	207 IDEMA ROAD MARKHAM ON L3R 1B1	403.30	0.00	403.30
5	ALGOMA CENTRAL PROPERTIES INC.	293 Bay Street SAULT STE. MARIE ON P6A1X3	8,804.68	0.00	8,804.68
6	DATA INTEGRITY	30 VIA RENZO DRIVE RICHMOND HILL ON L4S 0B8	459.31	0.00	459.31
7	DATASCAN *	2941 TRADE CENTER DR, SUITE 100 CARROLLTON TX 75007 USA	175.24	0.00	175.24
8	EASTGATE SQUARE GP INC	C/O EASTGATE SQUARE ADM OFFICE 75 CENTENNIAL PARKWAY N., 2nd Floor HAMILTON ON L8E 2P2	6,899.55	0.00	6,899.55
9	EMPLOYEES	- --	57,254.69	0.00	57,254.69
10	ENBRIDGE	PO BOX 644 SCARBOROUGH ON M1K 5H1	116.82	0.00	116.82
11	FAIRMALL LEASEHOLDS INC.	MGMT.OFF.FAIRVIEW MALL-Connie 1800 SHEPPARD AVE.E., BOX 330 WILLOWDALE ON M2J 5A7	11,448.73	0.00	11,448.73
12	FAIRVIEW PARK LEASEHOLDS INC.	C/O ADMINISTRATION OFFICE 2960 KINGSWAY DRIVE KITCHENER ON N2C 1X1	16,126.22	0.00	16,126.22
13	GARDAWORLD	1390 BARRE STREET MONTREAL QC H3C 1N4	390.81	0.00	390.81
14	GRAND & TOY	PO BOX 5500 DON MILLS ON M3C 3L5	7,600.71	0.00	7,600.71
15	HILLCREST MALL MANAGEMENT, INC	MALL ADMINISTRATION 9350 YONGE STREET, SUITE 205 RICHMOND HILL ON L4C 5G2	6,985.84	0.00	6,985.84
16	INSIGHT CANADA INC	P.O. BOX 15320 STATION A TORONTO ON M5W 1C1	0.00	0.00	0.00
17	KILDONAN PLACE SHOPPING CENTRE	PRIMARIS MANAGEMENT INC 1555 REGENT AVE WEST WINNIPEG MB R2C 4J2	7,355.04	0.00	7,355.04
18	LANSDOWNE PLACE INC.	ATTN: CENTRE MANAGER 645 LANSDOWNE STREET WEST PETERBOROUGH ON K9J 7Y5	6,895.72	0.00	6,895.72
19	LEIDEN *	2385 EDISON BLVD TWINSBURG OH 44087 USA	91.66	0.00	91.66
20	LIBERTY INTERNATIONAL CANADA	PO BOX 744 TORONTO ON M5J 2T3	627.75	0.00	627.75

14-Mar-2019

Date



Robert J. Duffy

District of: Ontario
 Division No. 09 - Toronto
 Court No. 31-2471901
 Estate No. 31-2471901

FORM 78 – Continued

List "A"
 Unsecured Creditors

Things Remembered Canada Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
21	MAKE A WISH FOUNDATION CANADA	4211 YONGE STREET SUITE 520 TORONTO ON M2P2A9	140.00	0.00	140.00
22	MORGUARD INVEST LTD TRUST BCC	BRAMALEA CITY CENTRE MGMT 25 PEEL CENTRE DR. UNIT 395B BRAMPTON ON L6T 3R5	12,400.00	0.00	12,400.00
23	MORGUARD REIT	CAMBRIDGE MANAGEMENT OFFICE 355 HESPELER ROAD CAMBRIDGE ON N1R 6B3	8,782.79	0.00	8,782.79
24	MORGUARD REIT - C/O THE MGMT	SHOPPERS MALL BRANDON 1570-18TH ST. & RICHMOND BRANDON MB R7A 5C5	8,814.63	0.00	8,814.63
25	MORGUARD REIT-C/O MGMT OFFICE	THE CENTRE AT CIRCLE AND EIGHT 3510-8TH STREET EAST SASKATOON SK S7H 0W6	4,729.62	0.00	4,729.62
26	NATIONAL PROJECTS	1744 MIDLAND AVE TORONTO ON M1P 3C2	1,263.34	0.00	1,263.34
27	NEW SUDBURY HOLDINGS INC.	NEW SUDBURY CENTRE - GALLERIA 1033 BARRYDOWNNE ROAD, SUITE 200 SUDBURY ON P3A 5Z9	11,879.86	0.00	11,879.86
28	ONTREA INC.	C/O POLO PARK ADMIN. OFFICE 1485 PORTAGE AVENUE, SUITE 66Q WINNIPEG MB R3G 0W4	16,743.41	0.00	16,743.41
29	PRIMARIS MANAGEMENT INC	RE: SUNRIDGE MALL 2525-36TH STREET N.E. CALGARY AB T1Y 5T4	6,006.82	0.00	6,006.82
30	PRIMARIS MANAGEMENT INC. ITF D	C/O DUFFERIN MALL MANAGEMENT 900 DUFFERIN STREET, SUITE 217 TORONTO ON M6H 4B1	14,843.40	0.00	14,843.40
31	PURULATOR - USD * C/O T10236C/U	PO BOX 4918 STN A TORONTO ON M5W 0C9	41,576.72	0.00	41,576.72
32	PURULATOR COURIER LTD.	ESTOBICOKE POST STN A, PO BOX 1100 ETOBICOKE ON M9C 5K2	7,570.79	0.00	7,570.79
33	RIMBOSH LOGISTICS LTD.	106-815 BLVD DE LA CARRIERE GATINEAU QC J8Y 6T4	62,457.43	0.00	62,457.43
34	RWAM INSURANCE ADMINISTRATION	49 INDUSTRIAL DRIVE ELMIRA ON N3B 3B1	988.46	0.00	988.46
35	SCARBOROUGH TOWN CENTRE HLDGS.	SCARBOROUGH TOWN CENTRE 300 BOROUGH DRIVE, SUITE 26A SCARBOROUGH ON M1P 4P5	12,009.62	0.00	12,009.62
36	SHERINA NAVAJNE	- ---	47.93	0.00	47.93
37	SOMMER ELECTRIC *	818 THIRD ST NE CANTON OH 44704 USA	75.69	0.00	75.69
38	STATION MALL M.A.	283 BAY STREET SAULT STE. MARIE ON P6A 1X3	174.59	0.00	174.59
39	TECHNICAL STANDARDS & SAFETY AUT	PO BOX 4577 STN A TORONTO ON M5W 4V8	1,200.00	0.00	1,200.00
40	THINGS REMEMBERED INC.	5500 AVION PARK DRIVE Highland Heights, Ohio - 44143 USA	14,043,478.37	0.00	14,043,478.37

14-Mar-2019

Date



Robert J. Duffy

District of: Ontario
 Division No. 09 - Toronto
 Court No. 31-2471901
 Estate No. 31-2471901

FORM 78 – Continued

List "A"
 Unsecured Creditors

Things Remembered Canada Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
41	UPS CANADA	PO BOX 4900, STATION A TORONTO ON M5W 0A7	1,460.73	0.00	1,460.73
42	VAUGHAN MILLS SHOPPING CENTRE	ADMINISTRATION OFFICE 1 BASS PRO MILLS DRIVE TORONTO ON L4K 5W4	14,110.33	0.00	14,110.33
43	VILLA LIGHTING SUPPLY *	2929 CHOUTEAU AVE ST LOUIS MO 63103-2903 USA	908.76	0.00	908.76
44	Z * US Exchange 1.3351	- --	19,203.08	0.00	19,203.08
45	ZIPPO *	PO BOX 536481 PITTSBURGH PA 15253-5906 USA	14,477.46	0.00	14,477.46
Total:			14,458,155.01	0.00	14,458,155.01

14-Mar-2019

Date



Robert J. Duffy

District of: Ontario
Division No. 09 - Toronto
Court No. 31-2471901
Estate No. 31-2471901

FORM 78 - Continued


List "B"
Secured Creditors

Things Remembered Canada Inc.

No.	Name of creditor	Address	Amount of claim	Particulars of security	When given	Estimated value of security	Estimated surplus from security	Balance of claim
			Total:			0.00	0.00	0.00

14-Mar-2019

Date



Robert J. Duffy

RICHTER

THIS INFORMATION SHEET IS SUPPLIED IN ORDER TO ASSIST YOU IN COMPLETING THE PROOF OF CLAIM FORM

- The proof of claim must be signed by the individual completing the form.
- The signature of the claimant must be witnessed.
- Give the complete address (including postal code) where all notices and correspondence are to be forwarded.
- The amount on the statement of account must agree with the amount claimed on the proof of claim.

PARAGRAPH 1 OF THE PROOF OF CLAIM

- If the individual completing the proof of claim is not the creditor himself, he must state his position or title.
- The creditor must state the full and complete legal name of the Company or the claimant.

PARAGRAPH 3 OF THE PROOF OF CLAIM

- A detailed statement of account must be attached to the proof of claim and must show the date, the invoice number and the dollar amount of all the invoices or charges, together with the date, the number and the amount of all credits or payments. A statement of account is not complete if it begins with an amount brought forward. In addition, a creditor must indicate his/her address, phone number, fax number and E-mail address.

PARAGRAPH 4 OF THE PROOF OF CLAIM

- An unsecured creditor (subparagraph (A)) must check and state whether or not a priority rank is claimed under Section 136 of the Bankruptcy and Insolvency Act.
- A claim of landlord (subparagraph (B)) for disclaimer of lease must be completed with full particulars and calculations.
- A secured creditor must complete subparagraph (C) and attach a copy of the security documents.
- A farmer, fisherman or aquaculturist must complete subparagraph (D).
- A wage earner must complete subparagraph (E), if applicable.
- Section F must be completed with regard to a pension plan.
- A claim against director(s) (subparagraph (G)), in a proposal which compromises a creditor's claim, must contain full particulars and calculations.
- A customer of a bankrupt securities firm must complete subparagraph (H).

PARAGRAPH 5 OF THE PROOF OF CLAIM

- The claimant must indicate whether he/she **is** or **is not related** to the debtor, as defined in the Bankruptcy and Insolvency Act, by striking out that which is not applicable.

PARAGRAPH 6 OF THE PROOF OF CLAIM

- The claimant must attach a detailed list of all payments received and/or credits granted, as follows:
 - a) within the **three months** preceding the initial bankruptcy event, in the case where the claimant and the debtor are **not related**;
 - b) within the **twelve months** preceding the initial bankruptcy event, in the case where the claimant and the debtor are **related**.

PROXY

- a) A creditor may vote either in person or by proxy;
- b) A debtor may not be appointed as proxy to vote at any meeting of the creditors;
- c) The Trustee may be appointed as a proxy for any creditor;
- d) In order for a duly authorized person to have a right to vote he must himself be a creditor or be the holder of a properly executed proxy. The name of the creditor must appear in the proxy.

T. 1.866.585.9751
F. 514.934.8603
claims@richter.ca

Richter Advisory Group Inc.
181 Bay St., Suite 3320
Bay Wellington Tower
Toronto, ON M5J 2T3

Montréal, Toronto

RICHTER

PROOF OF CLAIM

(Section 50.1, Subsections 65.2(4), 81.2(1), 81.3(8), 81.4(8), 81.5, 81.6, 102(2), 124(2), 128(1), and Paragraphs 51(1)(e) and 66.14(b) of the Act)

All notices or correspondence regarding this claim must be forwarded to the following address:

In the Matter of the Bankruptcy of **Things Remembered Canada Inc.** of the City of Scarborough, Province of Ontario, and the claim of

_____, creditor.

I, _____ (name of creditor or representative of the creditor), of _____ (city and province), do hereby certify:

1. That I am a creditor of the above-named debtor (or that I am _____ (state position or title) of _____ (name of creditor or representative of the creditor).
2. That I have knowledge of all of the circumstances connected with the claim referred to below.
3. That the debtor was, at the date of the Assignment, namely March 9, 2019, and still is, indebted to the creditor in the sum of \$ _____, as specified in the statement of account (or affidavit) attached and marked Schedule "A" after deducting any counterclaims to which the debtor is entitled. (The attached statement of account or affidavit must specify the vouchers or other evidence in support of the claim.)

4. Check and complete appropriate category

- A. UNSECURED CLAIM OF \$ _____

(Other than as a customer contemplated by Section 262 of the Act)

That in respect of this debt, I do not hold any assets of the debtor as security and

(Check appropriate description)

- Regarding the amount of \$ _____, I do not claim a right to a priority.
("Ordinary Creditor")

- Regarding the amount of \$ _____, I claim a right to a priority under section 136 of the Act.
("Preferred Creditor")

(Set out on an attached sheet details to support priority claim)

- B. CLAIM OF LESSOR FOR DISCLAIMER OF A LEASE \$ _____

That I hereby make a claim under subsection 65.2(4) of the Act, particulars of which are as follows:
(Give full particulars of the claim, including the calculations upon which the claim is based)

- C. SECURED CLAIM OF \$ _____

That in respect of this debt, I hold assets of the debtor valued at \$ _____ as security, particulars of which are as follows:

(Give full particulars of the security, including the date on which the security was given and the value at which you assess the security, and attach a copy of the security documents.)

- D. CLAIM BY FARMER, FISHERMAN OR AQUACULTURIST OF \$ _____

That I hereby make a claim under subsection 81.2(1) of the Act for the unpaid amount of \$ _____
(Attach a copy of sales agreement and delivery receipts).

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