

**THE QUEEN'S BENCH  
WINNIPEG CENTRE**

**IN THE MATTER OF THE RECEIVERSHIP OF  
NYGÅRD HOLDINGS (USA) LIMITED, NYGARD INC.,  
FASHION VENTURES, INC., NYGARD NY RETAIL, LLC,  
NYGARD ENTERPRISES LTD., NYGARD PROPERTIES LTD.  
4093879 CANADA LTD., 4093887 CANADA LTD., AND  
NYGARD INTERNATIONAL PARTNERSHIP**

**RICHTER ADVISORY GROUP INC.  
ELEVENTH REPORT OF THE RECEIVER**

**February 24, 2021**

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## I. INTRODUCTION

1. On March 18, 2020 (the “**Appointment Date**”), pursuant to an order (the “**Receivership Order**”) of the Court of Queen’s Bench (Winnipeg Centre) (the “**Manitoba Court**”) made in Court File No. CI 20-01-26627 (the “**Canadian Proceedings**”), Richter Advisory Group Inc. (“**Richter**”) was appointed as receiver (in such capacity, the “**Receiver**”) of the assets, undertakings and properties (the “**Property**”) of Nygård Holdings (USA) Limited, Nygard Inc., Fashion Ventures, Inc., Nygard NY Retail, LLC (collectively, the “**US Debtors**”), Nygard Enterprises Ltd. (“**NEL**”), Nygard International Partnership (“**NIP**”), Nygard Properties Ltd. (“**NPL**”), 4093879 Canada Ltd., and 4093887 Canada Ltd. (collectively, the “**Canadian Debtors**”) (the US Debtors and the Canadian Debtors together, the “**Nygaard Group**” or the “**Debtors**”) to exercise the powers and duties set out in the Receivership Order, pursuant to section 243(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, (the “**BIA**”) and section 55 of *The Court of Queen’s Bench Act*, C.C.S.M. c.C280.
2. The Receivership Order was granted pursuant to an application made by White Oak Commercial Finance, LLC, (the “**Agent**”) as administrative agent and collateral agent for and on behalf of White Oak and Second Avenue Capital Partners, LLC (collectively, the “**Lenders**”) pursuant to security held by the Lenders in the Property of the Debtors provided in connection with a certain loan transaction and a revolving credit facility (the “**Credit Facility**”) provided thereunder.
3. The Credit Facility was provided to the Debtors pursuant to a Credit Agreement dated December 30, 2019 (the “**Credit Agreement**”) and together with other associated documents, the “**Lenders’ Security**”) as defined in, and attached as Exhibit “D” to, the Affidavit of Robert Dean affirmed March 9, 2020 (the “**Dean Affidavit**”) and filed in these proceedings.
4. Also on March 18, 2020, the Receiver, as the duly appointed foreign representative (the “**Foreign Representative**”) of the Debtors, commenced proceedings in the United States Bankruptcy Court for the Southern District of New York (the “**US Court**”) by filing, among other things, petitions on behalf of the Receiver in relation to the Debtors pursuant to sections 1504 and 1515 of the US Bankruptcy Code seeking recognition by the US Court of the Canadian proceedings as a foreign main proceeding (the “**Chapter 15 Proceedings**”). On March 26, 2020, the US Court entered, among other things, a provisional recognition order and, on April 23, 2020, the US Court granted a final order recognizing, among other things, the Canadian Proceedings as the foreign main proceeding. The Canadian Proceedings and the Chapter 15 Proceedings are together hereinafter referred to as the “**Receivership Proceedings**”.

5. On April 29, 2020, the Manitoba Court made various Orders, including an Order (the “**Sale Approval Order**”) which, among other things, approved an agreement (the “**Consulting and Marketing Services Agreement**”) between the Receiver and a contractual joint venture comprised of Merchant Retail Solutions, ULC, Hilco Merchant Resources, LLC, Hilco IP Services, LLP dba Hilco Streambank, and Hilco Receivables, LLC (collectively, “**Hilco**” or the “**Consultant**”), and White Oak Commercial Finance, LLC, pursuant to which the Consultant will provide certain consulting, marketing and related asset disposition services. In addition, as it appeared that a going concern or “en-bloc” sale of the Nygard Group’s assets was not likely, the Sale Approval Order authorized the Receiver to liquidate the Nygard Group’s retail inventory and owned furniture, fixtures and equipment through temporarily re-opened stores (the “**Liquidation Sale**”), as soon as circumstances permit. As certain details regarding the Liquidation Sale of particular importance to landlords of the Nygard Group’s retail stores (the “**Landlords**”) were not capable of being known with any precision or certainty at that time (given Covid-19 restrictions on non-essential business activities), the Sale Approval Order set out a process that required the Receiver to obtain a further order of the Manitoba Court addressing certain specified matters prior to commencement of the Liquidation Sale.
6. On April 29, 2020, the Manitoba Court made two (2) further Orders: (i) an Order (the “**General Order**”) addressing, among other things, various general matters, including certain amendments to the Receivership Order (limiting the scope of the Receivership Order in relation to the property, assets and undertakings of NEL and NPL) and the procedure for landlord access to properties leased to Nygard Inc. by certain non-Debtor members of the Nygard organization, and (ii) an Order (the “**DEFA Order**”) establishing the protocol for requesting access to and/or production of documents and electronic files purported to be in the possession or control (or subject to the possession or control) of the Receiver by certain non-Debtor members of the Nygard Organization (as defined in the First Report (as hereinafter defined)) or directors, officers and employees of the Nygard Group.
7. On May 15, 2020, Edson’s Investments Inc. (“**Edson’s**”) and Brause Investments Inc. (“**Brause**” and collectively, the “**Gardena Landlords**”) filed a notice of motion (the “**Gardena Motion**”) with the Manitoba Court for an order requiring the Receiver to, among other things, lift the stay of proceedings granted by the Manitoba Court in these proceedings so that the Gardena Landlords may terminate leases for properties located in Gardena, California at 312 and 332 East Rosecrans Avenue (“**East Rosecrans**”), 14401 South San Pedro Street (“**14401**”), and 14421 South San Pedro Street (“**14421**” and together with East Rosecrans and 14401, the “**California Properties**”) for failure of the Receiver to pay occupancy rent and retake possession of the California Properties. The Gardena Motion did not proceed as a result of the E/B Settlement Agreement (as hereinafter defined), which was dealt with in the Receiver’s seventh report dated September 10, 2020.

8. On June 2, 2020, as required by the Sale Approval Order and in anticipation of commencing the Liquidation Sale where permitted to do so (taking into consideration local public health orders and related Covid-19 restrictions), the Manitoba Court made an Order (the **“Landlord Terms Order”**) addressing certain Landlord matters in relation to the conduct of the Liquidation Sale. Among other things, the Landlord Terms Order granted a charge (the **“Landlords’ Charge”**) over the Property (as defined in the Receivership Order, as amended), in favour of the Landlords to secure the payment of monies for any unpaid rent as described in the Landlord Terms Order for the period commencing March 18, 2020 up to and including the repudiation date of a lease (the **“Unpaid Rent”**).
9. On June 30, 2020, the Manitoba Court made an Order (the **“Notre Dame Approval and Vesting Order”**) approving, among other things, the sale of certain NPL real property located at 1300, 1302 and 1340 Notre Dame Avenue and 1440 Clifton Street (the **“Notre Dame Property”**) in Winnipeg, Manitoba.
10. On June 30, 2020, the Manitoba Court also made an Order (the **“Dillard’s Settlement Approval Order”**) approving, among other things, the terms of an agreed Settlement Agreement and Release of Claims between the Receiver and Dillard’s Inc.
11. On August 10, 2020, the Manitoba Court made an Order (the **“Niagara Approval and Vesting Order”**) approving, among other things, the sale of certain NPL real property located at 1 Niagara Street in Toronto, Ontario (the **“Toronto Property”**).
12. On September 15, 2020, the Manitoba Court made an Order (the **“E/B Settlement Approval Order”**) approving, among other things, the terms of a settlement agreement (the **“E/B Settlement Agreement”**) between the Receiver, the Gardena Landlords, the Lenders, NPL, and Peter Nygard and other members of the Nygard Organization. The E/B Settlement Approval Order was recognized by the US Court on November 5, 2020.
13. On October 21, 2020, the Manitoba Court made an Order (the **“Document Abandonment Order”**) approving, among other things, the abandonment of certain documents and property located in the California Properties and the Nygard Group retail stores.
14. On November 19, 2020, the Manitoba Court pronounced an Order (the **“Inkster Approval and Vesting Order”**) approving, among other things, the sale of certain NPL real property located at 1771 Inkster Blvd, Winnipeg Manitoba (the **“Inkster Property”**) to Eighth Avenue Acquisitions Ltd. (or its nominee) (**“Eighth Avenue”**) and authorizing the Receiver to make such arrangements as it considered reasonable and appropriate for the preservation of over 5,000 boxes of physical documents (the **“Physical Records”**), and the data (the **“Electronic Records”**) and programs (the **“Programs”**) stored or accessible on the Nygard Group’s central information

technology system (the “**IT System**”, and together with the Physical Records, Electronic Records and Programs, the “**Records**”).

15. On November 27, 2020, the Nygard Group appealed certain of the relief granted pursuant to the Inkster Approval and Vesting Order, including the authorization of the sale of the Inkster Property (the “**Inkster Appeal**”).
16. On December 8, 2020, the Manitoba Court provided additional direction (the “**December 8 Manitoba Court Direction**”) and clarification of the Order pronounced on November 19, 2020 in respect of the preservation of Records as well as the provision of certain Electronic Records to the Debtors and/or Mr. Nygard. The Receiver considers that the direction of the Manitoba Court as to those matters is properly described within the Inkster Approval and Vesting Order.
17. On December 11, 2020, the Receiver filed materials in support of a motion (the “**December 17 Motion**”) returnable December 17, 2020 seeking an Order of a Judge of the Manitoba Court of Appeal in Chambers, *inter alia*:
  - (a) cancelling any automatic stay imposed as a result of section 195 of the BIA with respect to Inkster Approval and Vesting Order;
  - (b) declaring that, pursuant to section 193 of the BIA, the Debtors require leave of a Judge of the Manitoba Court of Appeal to proceed with the proposed appeal as set out in the Notice of Appeal by the Debtors filed on November 27, 2020, and that the stay imposed pursuant to section 195 of the BIA is inapplicable in respect of the Inkster Approval and Vesting Order until such time as leave may be granted to the Debtors; and
  - (c) in the alternative, and if necessary, an order providing for the hearing of the Inkster Appeal on an expedited basis, and the abridgement of applicable time periods and filing deadlines.
18. In an effort to make efficient use of the limited time available at the hearing of the December 17 Motion, the Receiver deferred the hearing of the relief described in subparagraphs 18(b) and (c) above, and proceeded on December 17, 2020 with the hearing of only its motion for an Order cancelling any stay imposed by the BIA.
19. On December 31, 2020, the Manitoba Court of Appeal made an Order (the “**Lift Stay Order**”) cancelling any stay imposed as a result of section 195 of the BIA with respect to the Inkster Approval and Vesting Order.

20. Subsequent to the pronouncement of the Lift Stay Order, on January 8, 2021, the Debtors discontinued the Inkster Appeal, which the Receiver agreed to accept on a without costs basis. As a result, the Receiver is no longer pursuing any of the further relief sought in the December 17 Motion.
21. On January 28, 2021, the Manitoba Court pronounced an Order (the “**Broadway Approval and Vesting Order**”) approving, among other things, the sale of certain NPL real property located at 702 & 708 Broadway Avenue in Winnipeg, Manitoba (the “**Broadway Property**”) to 7456302 Manitoba Ltd o/a Total Flooring (or its nominee) (“**Total Flooring**”).
22. In accordance with the Receivership Order, the Receiver has established a website (the “**Receiver’s Website**”) for the purposes of these proceedings at <https://www.richter.ca/insolvencycase/nygard-group>.
23. Copies of the pleadings and other materials filed in the Receivership Proceedings, other than affidavits and appendices sealed by Order of the Manitoba Court, and the various Orders made by the Manitoba Court are posted to and available for review at the Receiver’s Website.
24. Copies of the pleadings and other materials filed in the Chapter 15 Proceedings, and the various Orders made by the US Court are also posted to and available for review at the Receiver’s Website.
25. The Receiver has engaged Thompson Dorfman Sweatman LLP (Winnipeg) (“**TDS**”) as its Canadian counsel, and Katten Muchin Rosenman LLP (New York) (“**Katten**”) as its U.S. counsel.

## II. PURPOSE OF REPORT

26. The Receiver filed its first report dated April 20, 2020 (the “**First Report**”) and its supplementary first report dated April 27, 2020 (the “**Supplementary First Report**”) in support of the Receiver’s motion returnable April 29, 2020. Copies of the First Report and the Supplementary First Report are available on the Receiver’s Website.
27. The Receiver filed its second report dated May 27, 2020 (the “**Second Report**”) and its supplementary second report dated May 31, 2020 (the “**Supplementary Second Report**”) in support of the Receiver’s motion returnable June 1, 2020 seeking, among other things, the Landlord Terms Order. Copies of the Second Report and the Supplementary Second Report are available on the Receiver’s Website.
28. The Receiver filed its third report dated June 22, 2020 (the “**Third Report**”) and its supplementary third report dated June 29, 2020 (the “**Supplementary Third Report**”) in support of the Receiver’s motion returnable June 25, 2020 seeking, among other things, the Notre Dame Approval and Vesting Order. Copies of the Third Report and the Supplementary Third Report are available on the Receiver’s Website.



29. The Receiver filed its fourth report dated June 27, 2020 (the “**Fourth Report**”) in support of the Receiver’s motion returnable June 30, 2020 seeking, among other things, the Dillard’s Settlement Approval Order. A copy of the Fourth Report is available on the Receiver’s Website.
30. The Receiver filed its fifth report dated July 6, 2020 (the “**Fifth Report**”) in response to the Gardena Landlords’ motion returnable August 10, 2020. A copy of the Fifth Report is available on the Receiver’s Website.
31. The Receiver filed its sixth report dated August 3, 2020 (the “**Sixth Report**”) in support of the Receiver’s motion returnable August 10, 2020 seeking, among other things, the Niagara Approval and Vesting Order. A copy of the Sixth Report is available on the Receiver’s Website.
32. The Receiver filed its seventh report dated September 10, 2020 (the “**Seventh Report**”) and its supplementary seventh report dated September 14, 2020 (the “**Supplementary Seventh Report**”) in support of the Receiver’s motion returnable September 14, 2020 seeking, among other things, the E/B Settlement Approval Order. Copies of the Seventh Report and the Supplementary Seventh Report are available on the Receiver’s Website.
33. The Receiver filed its eighth report dated September 28, 2020 (the “**Eighth Report**”) and its supplementary eighth report dated October 12, 2020 (the “**Supplementary Eighth Report**”) in support of the Receiver’s motion (the “**Document Transfer Motion**”) returnable September 30, 2020, and later adjourned to October 14, 2020 and then October 21, 2020, seeking, among other thing, the Document Abandonment Order. In addition to the Document Abandonment Order, the Receiver’s motion also sought Orders from the Manitoba Court:
  - (a) directing and authorizing the transfer, if so requested by the Debtors, of the Redundant Records (as defined in the Eighth Report) located at the Inkster Property and the Broadway Property to the party or parties (the “**Transferee**”) to be identified by counsel for the Debtors; and
  - (b) authorizing and empowering the Receiver to abandon, destroy or otherwise dispose of the Redundant Records in the event that the Transferee does not remove same from the Inkster Property and the Broadway Property within a prescribed time period.
34. The Receiver subsequently withdrew its motion in relation to the relief described in subparagraphs 33 (a) and (b) above and included within the Ninth Reports (as hereinafter defined) and the Tenth Report (as hereinafter defined) updates in relation to the preservation of the Records.
35. The Receiver further notes that certain matters which were included in the Document Transfer Motion, including, among other things, the approval of the actions/activities of the Receiver , the interim statements of receipts and disbursements and the interim accounts of the Receiver and its counsel (which were challenged by the Debtors)

were adjourned until further Order of the Manitoba Court. The actions/activities of the Receiver and the interim statements of receipts and disbursements were subsequently approved by the Manitoba Court as part of the Inkster Approval and Vesting Order. On December 10, 2020 the Debtors also advised that they were withdrawing their challenge of the interim accounts of the Receiver and its counsel. A copy of the Eighth Report and the Supplementary Eighth Report are available on the Receiver's Website.

36. The Receiver filed its ninth report dated November 2, 2020 (the **"Ninth Report"**), its supplementary ninth report dated November 10, 2020 (the **"Supplementary Ninth Report"**), and its second supplementary ninth report dated December 30, 2020 (the **"Second Supplementary Ninth Report"**, and together with the Ninth Report, the Supplementary Ninth Report and the Second Supplementary Ninth Report, the **"Ninth Reports"**) in support of a motion (the **"Inkster Approval Motion"**) returnable November 9, 2020, and later November 13, 2020 seeking, among other things, the Inkster Approval and Vesting Order.
37. The Receiver filed its tenth report dated January 21, 2021 (the **"Tenth Report"**) in support of a motion (the **"Broadway Approval Motion"**) returnable January 28, 2021 seeking, among other things, the Broadway Approval and Vesting Order.
38. The purposes of this report, the Receiver's eleventh report (the **"Eleventh Report"**), are to provide information and/or guidance to the Manitoba Court in respect of the following:
  - (a) the actions and activities of the Receiver since the Tenth Report;
  - (b) the procedure (the **"Landlords' Charge Claims Procedure"**) proposed by the Receiver to quantify and resolve the claims of Landlords (**"Landlord Claims"**) for any Unpaid Rent in respect of the lease for each retail store (collectively, the **"Leases"**) as secured by the Landlords' Charge;
  - (c) the status of the Receiver's efforts to preserve Records and the impact of a ransomware attack (the **"Ransomware Attack"**) which, as previously reported by the Receiver, has compromised certain Electronic Records, Programs and the IT System of the Nygard Group (used commonly by other parties in addition to the Nygard Group (collectively, the **"Nygard Organization"**));
  - (d) the Receiver's views on the claim, advanced by the Lenders, for amounts owing pursuant the Credit Agreement (the **"Applicant's Factoring Claim"**) in the amount of US\$331,556.98;

- (e) the Receiver's interim statement of receipts and disbursements for the period from the Appointment Date to February 20, 2021 (the "**February 20 Interim R&D**"); and
  - (f) the fees and disbursements of the Receiver and its counsel.
39. A further purpose of this Eleventh Report, is to provide the Manitoba Court with an evidentiary basis to make an Order:
- (a) approving this Eleventh Report and the actions/activities of the Receiver described herein;
  - (b) approving the Landlords' Charge Claims Procedure and payment by the Receiver to Landlords of Landlord Claims pursuant to the Landlords' Charge;
  - (c) approving the Applicant's Factoring Claim and authorizing the Receiver to pay US\$331,556.98 to the Lenders in payment thereof;
  - (d) approving the February 20 Interim R&D; and
  - (e) approving the fees and disbursements of the Receiver, TDS and Katten in the amounts set out in this Eleventh Report.

### III. TERMS OF REFERENCE

40. In preparing this Eleventh Report, the Receiver has relied upon information and documents prepared by the Debtors and their advisors, including unaudited, draft and/or internal financial information, the Debtors' books and records, discussions with representatives of the Debtors, including current and former employees, executives, legal counsel to Mr. Peter Nygard, the Debtors and certain related non-Debtor entities, the Lenders and their legal counsel, and information from third-party sources (collectively, the "**Information**"). In accordance with industry practice, except as otherwise described in this Eleventh Report, Richter has reviewed the Information for reasonableness, internal consistency, and use in the context in which it was provided. However, Richter has not audited or otherwise attempted to verify the accuracy or completeness of the Information in a manner that would comply with Generally Accepted Auditing Standards ("**GAAS**") pursuant to the *Chartered Professional Accountant of Canada Handbook* and, as such, Richter expresses no opinion or other form of assurance contemplated under GAAS in respect of the Information.

41. Parties using this Eleventh Report, other than for the purposes outlined herein, are cautioned that it may not be appropriate for their purposes, and consequently should not be used for any other purpose.
42. Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Receivership Order.
43. Unless otherwise noted, all monetary amounts contained in this Eleventh Report are expressed in Canadian dollars.

#### **IV. ACTIVITIES OF THE RECEIVER**

44. The actions/activities of the Receiver since the commencement of the Receivership Proceedings to January 21, 2021 are detailed in the First Report, the Second Report, the Third Report, the Sixth Report, the Seventh Report, the Eighth Report, the Ninth Report, and the Tenth Report and in various reports filed with the Manitoba Court as supplementary reports. Subsequent to the filing of the Tenth Report, the Receiver's activities, certain of which are reported on in further detail later in this Eleventh Report, have included:
  - (a) maintaining and updating, as necessary, the Receiver's Website, where relevant materials in connection with the Receivership Proceedings are available in electronic format;
  - (b) assisting the Nygard Group in its communications with landlords and suppliers;
  - (c) responding to enquiries from various interested parties, including addressing questions/concerns communicated by parties who contacted the Receiver via the telephone hotline (1.866.737.7587) or email account (nygard@richter.ca) established by the Receiver;
  - (d) communicating with employees of the Debtors;
  - (e) considering with TDS and Katten priority employee obligations;
  - (f) liaising with Service Canada on claims submitted by former employees of NIP pursuant to the *Wage Earner Protection Program* ("WEPP");
  - (g) corresponding with current and former employees of NIP regarding the status of claims and payments under WEPP;

- (h) communicating with Canada Revenue Agency in connection with its requests to conduct an audit of the Nygard Group's payroll remittance and other tax accounts;
- (i) communicating with the Manitoba Department of Finance in connection with certain amounts claimed to be owed by the Debtors in respect of periods prior to the Appointment Date;
- (j) investigating the activities and conduct of the Debtors and their directors, officers and senior management both prior to and subsequent to the Appointment Date and gathering information as to numerous matters related to such conduct arising in the Receivership Proceedings;
- (k) communicating (through TDS and Katten) extensively with various counsel for Mr. Peter Nygard (and other non-Debtor parties) regarding various matters in connection with the Receivership Proceedings, including requests for access to and searches for certain information/documentation purportedly under or subject to the control of the Receiver, matters related to the scope of the Receivership Order and other matters;
- (l) communicating (through TDS) with Lerner's LLP ("**Lerner's**"), counsel to the Gardena Landlords, in connection with, among other things, certain requests under the DEFA Order and matters in relation to the Ransomware Attack.
- (m) communicating (through TDS and Katten) with counsel to the Debtors regarding the treatment of the Records and matters in relation to the Ransomware Attack;
- (n) communicating through TDS with counsel to the Lenders regarding certain remaining issues as to claims of the Lenders, as described further in this Eleventh Report;
- (o) communicating with counsel to certain landlords regarding the Landlord Terms Order and the proposed Landlords' Claims Process;
- (p) communicating extensively with TDS and Katten in connection with the Canadian Proceedings and the Chapter 15 Proceedings;
- (q) responding to the subpoenas issued to Nygard Inc. by the Grand Jury, Southern District of New York ("**SDNY**");
- (r) communicating (directly or through TDS and Katten) with counsel to parties having an interest in the preservation of Records and the Receiver's steps or intended steps to preserve same;

- (s) investigating and assessing potential options available to the Receiver with respect to the preservation of Records, including arranging for the storage of Records at a leased location;
- (t) communicating with KLDDiscovery Inc. regarding the preservation of certain of the Electronic Records stored on the IT System, specifically the user-generated files and email data;
- (u) attending to various litigation matters in Canada and the US;
- (v) investigating and considering next steps regarding certain Nygard Group vehicles in the possession of or purportedly transferred to certain (now former) Nygard Group employees prior to the Appointment Date;
- (w) addressing matters relating to the removal of assets from the Inkster Property and the recovery of a certain recreational vehicle;
- (x) communicating with Colliers International ("**Colliers**") and TDS with respect to the sale of the Inkster Property and the Broadway Property;
- (y) communicating with Eighth Avenue, the purchaser of the Inkster Property, regarding the sales of the Inkster Property (the "**Inkster Transaction**") which closed on February 18, 2021;
- (z) attending before the Manitoba Court in connection with the Broadway Approval Motion;
- (aa) communicating (through Colliers and TDS) with Total Flooring regarding the Broadway Property and other matters related to the sale of the Broadway Property, which is scheduled to close on February 26, 2021;
- (bb) communicating with TDS and other interested parties in connection with the theft of inventory from NIP's leased distribution centre located in Woodbridge, Ontario, shortly after the Appointment Date, including the filing a statement of claim in respect of same;
- (cc) communicating with TDS in connection with the Ransomware Attack;
- (dd) communicating extensively with various IT consultants and the Nygard IT staff in connection with the Ransomware Attack and the migration of data to a Cloud Based Solution (as hereinafter defined);
- (ee) communicating with TDS in connection with the development of the Landlords' Charge Claims Procedure;
- (ff) monitoring the Debtors' cash receipts and disbursements, and providing funding to the Debtors to pay their post-filing obligations as set out herein;

- (gg) recording receipts and disbursements, including the preparation of the February 20 Interim R&D;
- (hh) preparing this Eleventh Report; and
- (ii) other matters in connection with the administration of the Receivership Proceedings.

## **Employees**

- 45. As at the Appointment Date, the Debtors employed approximately 1,550 individuals (approximately 1,450 of which had been advised by the Nygard Group that they had been laid off prior to the Appointment Date) across Canada and the US, the majority of which were employees working at the Debtors' retail stores in Canada.
- 46. Following the Appointment Date approximately 800 retail store employees and 60 corporate employees of NIP were recalled from temporary furlough or hired to assist with the Liquidation Sale. NIP maintained the majority of its workforce at its retail stores up to the effective surrender date for the applicable store. Employees were paid in the ordinary course up to the last day worked for their respective store, including any vacation accrued subsequent to the Appointment Date. Upon issuance of a notice of repudiation for a particular store, NIP provided written notice of termination to employees at the applicable store, which notice period the Receiver understands was generally between 10 and 15 days.
- 47. As the Debtors have limited ongoing operations, and substantially all of the Property subject to the Receivership Order has been liquidated, on February 19, 2021 the remaining employees of the Debtors (approximately 15) were terminated. As at the date of this Eleventh Report, the Debtors no longer employ any employees. The employee terminations will enable the Receiver to finalize its duties pursuant to the WEPP and complete other administrative responsibilities in respect of the former Nygard Group employees.
- 48. The Receiver has retained certain independent contractors (approximately 10) to assist with various matters in connection with the Receivership Proceedings, including preserving Records and responding to creditor inquiries, among other things.
- 49. Subsequent to an employee's termination, NIP issued a record of employment in respect of the former employee and worked with the Receiver to provide the information necessary for the Receiver to comply with the provisions of the WEPP for terminated employees in Canada.

50. Given the scale of the Debtors operations and the number of affected employees, the Receiver has submitted applications to Service Canada in respect of employee entitlements pursuant to the WEPP on a periodic basis, generally within 30 days of an employee's termination. As at the date of this Eleventh Report, the Receiver has submitted approximately 1,400 applications to Service Canada in respect of employee entitlements pursuant to the WEPP. The Receiver will continue to carry out its duties pursuant to the WEPP.

## **V. THE LANDLORDS' CHARGE CLAIMS PROCEDURE**

51. As detailed in the First Report, as at the Appointment Date all of the Nygard Group's retail stores were closed. On April 29, 2020, the Manitoba Court made several Orders, including the Sale Approval Order which, among other things, approved the Liquidation Sale at retail stores leased to the Debtors by the Landlords.
52. At the time of the granting of the Sale Approval Order, defining certain parameters of the Liquidation Sale process and dealing with the rights and interests of Landlords was a challenge, as a result of the uncertainty created by ongoing public health and business closure orders and other effects arising from the Covid-19 pandemic. On June 2, 2020, in anticipation of commencing the Liquidation Sale where permitted to do so (taking into consideration local public health orders and related Covid-19 restrictions), the Manitoba Court issued the Landlord Terms Order to address certain Landlord matters. A copy of the Landlord Terms Order is attached hereto as **Appendix "A"**.
53. As noted above, the Landlord Terms Order established the Landlords' Charge, as security for the payment of Unpaid Rent. The Landlords' Charge against the Property ranks subordinate to: (i) the Receiver's Charge and Receiver's Borrowing Charge (both as defined in the Receivership Order), (ii) the security in favour of the Lenders, and (iii) other parties as specified in the Landlord Terms Order.
54. The Receiver has provided funding to the Nygard Group, and the Debtors have paid, to the Landlords, all amounts constituting rent or payable as rent (as described in the Landlord Terms Order) under the Leases for the period beginning on the sale commencement date (which varied by retail store) up to and including the effective date of repudiation for each of the Store Leases (the **"Sale Period Rent"**). The Receiver understands that all Sale Period Rent has been paid and is not aware of any outstanding balances claimed by the Landlords in regard to Sale Period Rent. As at the date of this Eleventh Report, it appears to the Receiver that, based on the Debtors' books and records, Unpaid Rent (and hence the cumulative amount of the Landlord Claims) totals approximately \$3.0 million, which is the presently estimated amount of the Landlords' Charge.



55. It is necessary to undertake a process to quantify the Landlord Claims which are secured by the Landlords' Charge, and make provision for the payment of such Landlord Claims. The Landlords' Charge Claims Procedure is intended to substantiate Landlords' claims for Unpaid Rent against the Nygard Group. In order to simplify the administration of the Landlords' Charge Claims Procedure, the Receiver proposes that Landlords will not be required to file proofs of claim with respect to Unpaid Rent claims. Rather, the Receiver will prepare, in consultation with the Debtors and based on the Debtors' books and records, a notice setting out the amount of each Landlord Claim for Unpaid Rent in respect of the applicable Lease (the "**Landlord Claim Notice**"). The Receiver will deliver such Landlord Claim Notice, along with other relevant documents (the "**Claims Package**"), to each Landlord known to have such a claim no later than five (5) business days following the approval of the Landlords' Charge Claims Procedure.
56. Landlords can either accept their claim for Unpaid Rent, as provided for in the Landlord Claim Notice, or dispute the amount of the claim described in the Landlord Claim Notice by completing and delivering a Notice of Dispute to the Receiver by no later than 5:00 p.m. (Central Daylight Time) on April 21, 2021 or such later date as may be ordered by the Manitoba Court.
57. Landlords that do not deliver a Notice of Dispute in respect of a Landlord Claim Notice within the time period established by the Landlords' Charge Claims Procedure, will be treated as having accepted the amounts of their Landlord Claims as set forth in the applicable Landlord Claim Notice and will be forever barred from claiming a greater amount of Unpaid Rent as secured by the Landlords' Charge.
58. The Receiver shall review all Notices of Dispute. In the event the Receiver is unable to resolve a dispute raised in a Notice of Dispute by negotiation with such Landlord within a period or in a manner satisfactory to the Receiver and the applicable Landlord, the Manitoba Court shall have the authority to determine such dispute on a summary basis on a motion made by the Receiver or the applicable Landlord as provided in the Landlord Terms Order.
59. Pursuant to the proposed form of Landlords' Charge Claims Procedure Order, the Receiver shall be authorized and directed to pay to the applicable Landlord the amount of its Landlord Claim once determined, in accordance with the timing set out in the proposed Landlords' Charge Claims Procedure Order.
60. The Landlords' Charge Claims Procedure only addresses Landlord claims for Unpaid Rent secured by the Landlords' Charge. Any other amounts claimed (or the priority of such amounts) by Landlords against the Nygard Group are not affected by the Landlords' Charge Claims Procedure.
61. The Receiver is of the view that the proposed Landlords' Charge Claims Procedure is efficient, reasonable in the circumstances and necessary to advance the Receivership Proceedings.

## VI. APPLICANT'S FACTORING CLAIM

62. The Applicant has informed the Receiver that, in January, 2020, in connection with certain factoring arrangements entered into between Eternal Glory International, Inc. ("**EG**") and White Oak Commercial Finance (California), LLC ("**WOC**") (an entity related to the Applicant) and in accordance with operating arrangements as between the Applicant and WOC, certain accounts receivable owing by NIP to EG totalling USD\$331,556.98 were assigned to the Applicant for good consideration, as follows (the "**Assigned NIP Accounts**"):

Invoice Number	Invoice Date	Invoice Amount (USD)	Assignment Number	Assignment Date	Status
1524	January 20, 2020	\$144,295.94	8280	January 27, 2020	O/S
1525	January 22, 2020	\$154,936.00	8280	January 27, 2020	O/S
1544	January 28, 2020	\$32,325.04	8554	January 28, 2020	O/S
<b>Total</b>		\$331,556.98			

63. TDS has reviewed the Assignments, the Credit Agreement and the Lenders' Security and has advised the Receiver that the effect of the Assignments is to create debts of NIP to the Applicant which are "Obligations" as defined in the Credit Agreement. "Obligations" is broadly defined in the Credit Agreement, includes "or otherwise" language, and includes the debts of any Loan Party "acquired by assumption". The Assigned NIP Accounts were assigned to the Applicant, and therefore were acquired by assumption. Accordingly, the indebtedness under the Assigned NIP Accounts are secured by the Lenders' Security. In addition, the obligations of NIP to the Applicant pursuant to the Assignments may constitute "Ledger Debt" as defined in the Credit Agreement (defined in the Credit Agreement to be "...the amount of any indebtedness for goods and services purchased by any Borrower or its Affiliates from any Person whose Accounts are factored by White Oak."), which Ledger Debt is expressly secured by the Lender's Security.
64. TDS has accordingly advised the Receiver that the Applicant is entitled to be paid the said sum of USD\$331,556.98 from proceeds of the Property as a secured claim under the Lender's Security. TDS has also been advised that the Lenders are not claiming any interest or fees with respect to this claim.

## VII. RECORD PRESERVATION UPDATE

65. As noted in the Reports of the Receiver filed to date with the Manitoba Court, although certain of the Debtors' offices and facilities contained local servers and equipment, the IT System operated by the wider Nygard Organization, including the Debtors, was centrally located at the Inkster Property. In addition, numerous Physical Records related the Nygard Organization, including the Debtors, are currently consolidated in over 5,000 boxes that were previously being stored at either the Inkster Property or the Broadway Property.
66. Throughout the course of these Receivership Proceedings, as the Debtors vacated retail stores and/or leased or owned warehouses/offices used by the Debtors (except the California Properties, as approved by the Document Abandonment Order), the Debtors' employees, under the oversight of the Receiver, used reasonable efforts to pack and ship the majority of the Debtors' onsite records, including hard drives from local computers and servers back to the Inkster Property, save and except for primarily marketing/promotional material, past shipping/logistics-related documents and other obsolete material that was abandoned or destroyed on site, as permitted by the Document Abandonment Order.
67. In anticipation of the pending sale of the Inkster Property and the prospective sale of the Broadway Property, the IT System and the Physical Records needed to be removed from the Inkster Property and the Broadway Property.
68. With respect to the Physical Records, the Debtors did not maintain a detailed catalogue or repository system to track and identify physical records stored at the Debtors' various facilities, but rather used a localized system of general or high-level descriptions. While the Receiver has not conducted a comprehensive review of the Physical Records, certain of the Debtors' former employees compiled a general listing of the Physical Records to assist the Receiver (and other interested parties) with understanding the types of documentation/information contained therein prior to the removal and relocation of the Physical Records from the Inkster Property and the Broadway Property. As at the date of this Eleventh Report all Physical Records have been relocated and stored at a leased location in Winnipeg, Manitoba.
69. With respect to the Electronic Records and Programs, and the IT System, based on the information available to the Receiver, and after consideration of various preservation options as well as feedback provided by multiple parties with an interest in the Receivership Proceedings and the Records, the Receiver, in accordance with the document preservation provisions included in the Inkster Approval and Vesting Order, commenced a process to migrate the Electronic Records, Programs and the IT System, to the extent feasible, to a cloud-based infrastructure (the "**Cloud Based Solution**").

70. On or about December 12, 2020, the Receiver's efforts to implement the Cloud Based Solution were meaningfully frustrated by a ransomware attack (described in the Receiver's Second Supplementary Ninth Report and discussed further below) on the IT System (the "**Ransomware Attack**") utilizing the "Netwalker" strain of ransomware. Since becoming aware of the Ransomware Attack, which has compromised certain Electronic Records, Programs and IT infrastructure of the Nygard Organization, the Receiver, along with various IT consultants and the Nygard IT staff, have been assessing the damage from the Ransomware Attack and the implications thereof, and have worked to recover as much data and as many key Programs as possible. The functionality of the IT System has, however, been permanently compromised and will not operate in the same fashion in which it operated prior to the Ransomware Attack.
71. Due to the size and complexity of the IT System, the full scope of the Ransomware Attack and the degree to which the affected Electronic Records and Programs can be restored and effectively preserved is still not fully known. As noted above, there has been permanent and irreparable harm to the IT System. Given the limitations imposed on the Receiver as a result of the Ransomware Attack, the Receiver endeavored to preserve, to the extent feasible, the IT System within the Cloud Based Solution taking into consideration the ongoing needs of the Receivership Proceedings and the significant challenges faced by the Receiver.
72. As to the preservation of Electronic Records for litigation purposes, as noted in prior Reports, the Receiver previously retained KLDDiscovery Inc., a recognized expert in the areas of eDiscovery and data management to create a forensic copy (i.e. compressed data as it exists at the time of collection, requiring subsequent extraction)(the "**Forensic Copy**") of primarily user-generated data saved to the IT System, as well as email data saved to the Nygard Organization's email servers and the Office365 environment, such that the copied information could be accessed in the future, if required, for a variety of purposes, including litigation. In addition, the Receiver has also copied (the "**Review Copy**") and preserved all Electronic Records within the IT System identified by representatives of the Debtors and/or Peter Nygard following the October 9, 2020 supervised view-only access to the IT System), which was described to the Receiver as containing all Electronic Records potentially relevant to any litigation to which Mr. Nygard and/or any of the Debtors are parties.
73. As reported previously by the Receiver, the Ransomware Attack did not impact the Forensic Copy or the Review Copy.

### **Update on Ransomware Attack**

74. As detailed in the Second Supplementary Ninth Report, at approximately 7:00PM CT on Saturday, December 12, 2020, the Receiver became aware of the Ransomware Attack. A message from the attackers advised, among other things, that the IT System had been hacked and system files encrypted. The attackers asserted that the

only method of recovering the encrypted files was to cooperate with the attackers and make a “ransom payment” (originally 99 Bitcoin and subsequently increased to 198 Bitcoin) to obtain the decryption program to recover the encrypted files. The attackers asserted that failure to comply with the attackers’ demands (i.e. pay the ransom) would result in the public disclosure of data/files exfiltrated during the breach of the IT System.

75. The Receiver’s actions/activities upon becoming aware of the Ransomware Attack are detailed in the Second Supplementary Ninth Report and the Tenth Report. As noted therein, the immediate actions of the Receiver (on the advice/instruction of cybersecurity professionals engaged to assess and contain the breach) appear to have stopped the further spread of the malware and preserved portions of the IT System.
76. As noted in the Tenth Report, although the deadline for payment of the “ransom payment” lapsed, the threat to release the data/files purported to have been exfiltrated from the IT System appeared to have been removed from the “Netwalker” blog providing updates on the attackers’ exploits.
77. Shortly after finalizing/issuing the Tenth Report, on January 27, 2021, the US Department of Justice issued a press release announcing a coordinated international law enforcement action to disrupt the “Netwalker” ransomware network. As noted in the press release, a copy of which is attached hereto as **Appendix “B”**, the “Netwalker” action included charges against a Canadian national in connection with “Netwalker” ransomware attacks and the disablement of a dark web resource used to communicate with ransomware victims. Visitors to the dark web resource used by “Netwalker” ransomware affiliates to provide payment instructions and communicate with victims now find a notice (as shown in the press release) advising that the site has been seized by law enforcement.
78. The Receiver notes that the press release and other media reports are silent on the matter of whether law enforcement was able to retrieve or has come into possession of the decryption keys that could be used by victims to decrypt files encrypted by the “Netwalker” ransomware.
79. Through the assistance of Richter’s IT Risk Advisory Group, the Receiver has continued to monitor the internet as well as the dark web for new content in connection with the Ransomware Attack.
80. To the best of the Receiver’s knowledge, as at the date of this Eleventh Report, the Receiver is not aware of any new postings by the attackers regarding the Ransomware Attack and no data/files purported to have been exfiltrated from the IT System have been released publicly.

## Impact of Ransomware Attack on the Preservation of Records

81. Given the limitations imposed on the Receiver as a result of the Ransomware Attack, the Receiver has endeavored to preserve, to the extent feasible, the IT System within the Cloud Based System, and make further arrangements that it considers reasonable and appropriate taking into consideration the ongoing needs of the Receivership Proceedings and the significant challenges faced by the Receiver.
82. As noted in the Tenth report, the former Nygard IT Staff and the IT consultants have been able to functionally restore certain Programs necessary for the administration of the Receivership Proceedings (and the servers (the **“High Priority Servers”**) which run those Programs), including the Debtors’ main payroll system and certain key accounting systems. Efforts to fully restore these Programs are ongoing as, in the Receiver’s view, these Programs are the most critical servers required for the continuing administration of the Receivership Proceedings. These Programs are essential to, among other things, filing corporate tax returns, issuing T4s and W2s to the Debtors’ former employees, paying outstanding vendor balances, administering the WEPP and assessing creditor claims. As noted above, these Programs have largely been migrated to the Cloud Based Solution and efforts are ongoing to restore the functionality of certain High Priority Servers, in accordance with the Receiver’s plans.
83. As also noted in the Tenth Report and above, despite best efforts, the functionality of the IT System has been permanently compromised as a result of the Ransomware Attack. As such, the IT System will not be fully restored and migrated to the Cloud Based Solution. In an effort to limit the expense to restore the functionality of the IT System, the Receiver’s efforts have primarily focused on restoration of High Priority Servers. Servers (and the Electronic Records and Programs contained thereon) which are not considered High Priority Servers have almost all been copied in their “current state” (which may be encrypted) to the Cloud Based Solution to be preserved at a low cost.
84. Certain servers (the **“Non-Migrated Servers”**) that were not able to be migrated to the Cloud Based Solution prior to the closing of the Inkster Transaction have been relocated to a third-party location (at nominal cost) to continue the migration of these servers to the Cloud Based Solution.
85. The Receiver notes that all hardware responsible for operating the IT System (and the data contained therein) has been dismantled and stored at a leased location (the same location where the Physical Records are stored) to ensure that Electronic Records and Programs (in whatever their current state) are preserved. The Receiver will report further to the Manitoba Court on these matters, as necessary.

## VIII. FEBRUARY 20 INTERIM R&D

86. The February 20 Interim R&D is summarized as follows:

<b>Nygard Group</b> <b>Interim Statement of Receipts and Disbursements</b> <b>For the Period March 18, 2020 - February 20, 2021</b> <b>(in 000s)</b>			(\$CAD)
		Notes	
<b>Cash on Hand - March 18</b>	<b>73</b>	1	
<b>Receipts</b>			
Accounts Receivable, Real Estate and Other Collections	38,114	2	
Sales Receipts	43,852	3	
Receiver's Borrowings	30,082	4	
<b>Total Receipts</b>	<b>112,048</b>		
<b>Disbursements</b>			
Payroll	13,720	5	
Rent	6,165	6	
Utilities / Operating Expenses / Other	3,027	7	
Insurance	801	8	
Postage / Courier / Logistics Providers	1,137	9	
Asset Protection Services	327	10	
Chargebacks / Returns / Bank Fees	513	11	
Consultant Fees	2,880	12	
Professional Fees	5,930	13	
Receivers' Sales Taxes	162	14	
Debtors' Sales Taxes	3,971	15	
<b>Total Disbursements</b>	<b>38,634</b>		
<b>Excess of Receipts over Disbursements</b>	<b>73,413</b>		
Distribution to Lenders	(66,048)	16	
<b>Cash on Hand - February 20, 2021</b>	<b>7,438</b>		
<b>Notes:</b>			
1 Represents cash in the Debtors' bank accounts on or about the Appointment Date.			
2 Represents the collection of accounts receivable including sales tax, the sale of IP, the net sale proceeds from real estate, and other miscellaneous receipts. Certain amounts collected after April 30, 2020 are subject to a fee by Hilco.			
3 Represents receipts from ecommerce sales, retail store sales, and the sale of FF&E including sales taxes.			
4 Receiver's Borrowings funded via Receiver's Certificates issued to the Lenders. The actual amount owing on the Receiver's Certificates may vary slightly from the numbers presented herein due to foreign exchange.			
5 Represents gross wages, expenses, benefits and certain accrued vacation paid to the Debtors' employees, as well as employee health and dental benefits. Amounts also include pre-filing wages paid.			
6 Represents rent paid to landlords in accordance with the Landlord Terms Order and rent paid to a distribution centre located in Woodbridge, Ontario.			
7 General operating expenses and other expenses, including foreign exchange and certain IT costs. Net of refunds acquired through the closing of utility accounts.			
8 Payment of insurance premiums since the Appointment Date including annual premiums for the period ending May 31, 2021 and June 30, 2021.			
9 Represents deposits and payments paid to logistics providers for the transport of goods, net of any refunds or return of deposits.			
10 Represents costs incurred for security services at various Debtors' locations.			
11 Represents bank charges, credit card chargebacks and related amounts.			
12 Represents fees and expenses paid to the Consultant in accordance with the Consulting and Marketing Agreement			
13 Represents the fees, disbursements of the Receiver, TDS and Katten paid by the Receiver. Amounts include payment for certain fees and disbursements incurred prior to the Appointment Date.			
14 Consists of sales taxes paid on disbursements by the Receiver, net of any sales tax refunds. This amount excludes sales taxes paid on disbursements by the Debtors.			
15 Consists of sales taxes paid by the Debtors after the Appointment Date.			
16 Pursuant to the Receivership Order, the Receiver is authorized to remit to the Lenders any and all proceeds from the Property. This is consistent with the operations of the Credit Facility prior to the granting of the Receivership Order. The amount includes interest and fee payments on the Credit Facility Indebtedness and the Receiver's Borrowings of approximately USD \$1.1 million, in accordance with the Term Sheet and the Credit Agreement and also includes \$0.7 million in fees relating to the Lender's Holdback as provided for pursuant to the Receiver Term Sheet. The Receiver notes that the Lender returned approximately \$1.0 million to the Receiver relating to excess funds held but the Lenders, as noted in the Seventh Report. These funds were applied against the Distribution to Lenders shown above.			

87. The Receiver notes the following in respect of the February 20 Interim R&D:

- (a) pursuant to the provisions of the Receivership Order, the Debtors' cash management system (the "**Cash Management System**"), as described in detail in the Dean Affidavit, continued to operate in the normal course without material change from the Appointment Date until September 4, 2020. The Debtors' primary banking accounts utilized in the Cash Management System are held at BMO (the "**BMO Accounts**") and the Bank of America (the "**BOA Accounts**"). In addition to the BMO Accounts and the BOA Accounts, the Receiver has opened two (2) additional estate accounts (the "**Estate Accounts**", and together with the BMO Accounts and the BOA Accounts, the "**Receivership Accounts**") at BMO. On September 4, 2020, the Receiver altered the Cash Management System such that all future proceeds from the Property would accumulate in the Receivership Accounts. The Interim R&D includes the combined receipts and disbursements in the Receivership Accounts as well as receipts applied directly against the Credit Facility or Receiver's Borrowings;
- (b) as shown in the February 20 Interim R&D, receipts totaled approximately \$112 million, comprised of approximately \$38.1 million related to the collection of accounts receivable, net real estate collections, wholesale inventory, IP sales, building sales and other miscellaneous receipts, \$43.8 million related to the collection of retail store, e-commerce and FF&E sales, and \$30.1 million related to the Receiver's Borrowings. Net proceeds from the sale of the Inkster Property of approximately \$7.2 million have not been included in the February 20 Interim R&D; however, the funds remain in trust with TDS and will be transferred to the Receiver shortly;
- (c) disbursements during the period of the February 20 Interim R&D, totaled approximately \$38.6 million and primarily consisted of payroll and source deductions, rent, operating disbursements, consultant fees and professional fees; and

pursuant to the terms of the Receivership Order and the Receiver Term Sheet, and consistent with the operation of the Credit Facility before the commencement of the Receivership Proceedings, the Receiver Term Sheet and the Receivership Order, proceeds from the Property, totaling approximately \$66.0 million, were distributed to the Lenders. The Receiver notes that on September 11, 2020, the Lenders returned approximately \$1.0 million to the Receiver relating to excess funds held by the Lenders, as noted in the Seventh Report.



88. The Receiver notes that there continue to be accrued costs related to Receivership Proceeding which have been incurred but have not yet been paid due to normal course timing. The Receiver further notes that the Debtors will continue to incur expenses in connection with the Debtors' operations in Manitoba, as well as the administration of the Receivership Proceedings. The Receiver notes that there are several anticipated receipts and disbursements which are not included in the February 20 Interim R&D including:
- (a) receipts in connection with the sale of the Inkster Property and Broadway Property;
  - (b) receipts in connection with miscellaneous refunds and the collection of accounts receivable;
  - (c) disbursements in connection with the payment of Unpaid Rent which is currently estimated to be approximately \$3 million;
  - (d) disbursements in connection with the payment of the Applicant's Factoring Claim of USD\$331,556.98;
  - (e) disbursements in connection with potential priority claims which, to the best of the Receiver's knowledge, total approximately \$2.1 million (the "**Potential Priority Claims Reserve**"). The Potential Priority Claims Reserve is included in the cash on hand balance shown in the table above; and
  - (f) other disbursements (paid in arrears) in connection with the Debtors' operations in Manitoba, as well as the administration of the Receivership Proceedings.
89. The Receiver will report further to the Manitoba Court in respect of the Potential Priority Claims and provide further guidance regarding entitlement to the remaining funds in due course.

## **IX. PROFESSIONAL FEES AND DISBURSEMENTS**

90. The fees and disbursements of the Receiver and TDS for the period from March 16, 2020 to April 12, 2020, and the fees and disbursements of Katten from the period March 1, 2020 to March 24, 2020, were approved by the Manitoba Court as part of the General Order.
91. The fees and disbursements of the Receiver and TDS for the period April 13, 2020 to May 17, 2020, and of Katten for the period from March 25, 2020 to May 8, 2020, were approved by the Manitoba Court as part of the Landlord Terms Order.
92. The fees and disbursements of the Receiver for the period May 18, 2020 to June 14, 2020, of TDS for the period from May 18, 2020 to May 31, 2020, and of Katten for the period from May 9, 2020 to May 31, 2020, were approved by the Manitoba Court as part of the Notre Dame Approval and Vesting Order.

93. The fees and disbursements of the Receiver for the period June 15, 2020 to July 26, 2020, and of TDS for the period June 1, 2020 to July 19, 2020, were approved by the Manitoba Court as part of the Niagara Approval and Vesting Order.
94. The fees and disbursements of the Receiver for the period July 27, 2020 to August 30, 2020, and of TDS for the period July 20, 2020 to August 30, 2020, were approved by the Manitoba Court as part of the E/B Settlement Approval Order.
95. The fees and disbursements of the Receiver for the period August 31, 2020 to September 20, 2020, of TDS for the period August 31, 2020 to September 13, 2020, and of Katten for the period from June 1, 2020 to September 18, 2020 were outlined in the Eighth Report and were approved by the Manitoba Court as part of the Broadway Approval and Vesting Order.
96. The fees and disbursements of the Receiver for the period September 21, 2020 to October 25, 2020, of TDS for the period from September 14, 2020 to October 18, 2020 were outlined in the Ninth Report and were approved by the Manitoba Court as part of the Broadway Approval and Vesting Order.
97. The fees and disbursements of the Receiver for the period October 26, 2020 to January 10, 2021, of TDS for the period October 19, 2020 to January 10, 2021, and of Katten for the period from September 19, 2020 to November 31, 2020 were outlined in the Tenth Report and approved by the Manitoba Court as part of the Broadway Approval and Vesting Order.
98. Summaries of the accounts of the Receiver for the period January 11, 2021 to February 7, 2021, of TDS for the period from January 11, 2021 to February 14, 2021, and of Katten for the period from December 1, 2020 to January 31, 2021 are attached hereto as **Appendix “C”**. The detailed narratives of such accounts, redacted for confidential matters and/or commercially sensitive information associated with the Receivership Proceedings, are attached hereto as **Appendix “D”**.
99. The Receiver, TDS and Katten have maintained detailed records of their professional time and disbursements incurred in connection with the Receivership Proceedings.
100. In accordance with the Receivership Order, the Receiver has been authorized to periodically pay its fees and disbursements, and those of its counsel, subject to approval by the Manitoba Court.
101. The Receiver’s professional fees incurred for services rendered from January 11, 2021 to February 7, 2021 amount to \$72,746.75 plus disbursements in the amount of \$3,672.53 (each excluding applicable taxes).

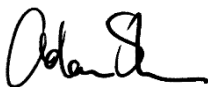
102. The fees of the Receiver's counsel, TDS, for services rendered from January 11, 2021 to February 14, 2021 total \$80,281.00 plus disbursements in the amount of \$854.00 (each excluding applicable taxes).
103. The fees of the Receiver's counsel, Katten, for services rendered from December 1, 2020 to January 31, 2021 total US\$70,762.50 plus disbursements in the amount of US\$155.35 (each excluding applicable taxes).
104. The Receiver has reviewed the accounts of TDS and Katten and confirms that the services reflected therein have been duly authorized and rendered and that, in the Receiver's opinion, the charges are reasonable.

## **X. CONCLUSIONS**

105. In consideration of the foregoing, the Receiver respectfully requests that the Manitoba Court make an Order:
- (a) approving the Landlords' Charge Claims Procedure and the payment of Landlord Claims in accordance with the draft Landlords' Charge Claims Procedure Order;
  - (b) approving the Applicant's' Factoring Claim and authorizing the Receiver to make a distribution, from the funds held in the Estate Accounts, in the amount of USD\$331,556.98, to the Lenders, in payment of the Applicant's Factoring Claim;
  - (c) approving this Eleventh Report and the actions/activities of the Receiver described therein;
  - (d) approving the February 20 Interim R&D; and
  - (e) approving the fees and disbursements of the Receiver, TDS and Katten in the amounts set out in this Eleventh Report.

All of which is respectfully submitted on this 24<sup>th</sup> day of February, 2021.

**Richter Advisory Group Inc.**  
in its capacity as Receiver of  
**Nygard Holdings (USA) Limited, Nygard Inc., Fashion Ventures, Inc.,  
Nygard NY Retail, LLC, Nygard Enterprises Ltd., Nygard Properties Ltd.,  
4093879 Canada Ltd., 4093887 Canada Ltd., and Nygard International Partnership  
and not in its personal capacity**



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**Adam Sherman, MBA, CIRP, LIT**



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**Eric Finley, CPA, CA**

## **APPENDIX A**

File No. CI 20-01-26627

**THE QUEEN'S BENCH**  
**WINNIPEG CENTRE**

**IN THE MATTER OF:**      **THE APPOINTMENT OF A RECEIVER PURSUANT TO  
SECTION 243 OF THE *BANKRUPTCY AND INSOLVENCY*  
ACT, R.S.C. 1985 c. B-3, AS AMENDED, AND SECTION 55  
OF *THE COURT OF QUEEN'S BENCH ACT*, C.C.S.M., c.  
C280**

**BETWEEN:**

**WHITE OAK COMMERCIAL FINANCE, LLC,**

Applicant,

- and -

**NYGÅRD HOLDINGS (USA) LIMITED, NYGARD INC., FASHION  
VENTURES, INC., NYGARD NY RETAIL, LLC, NYGARD ENTERPRISES  
LTD., NYGARD PROPERTIES LTD., 4093879 CANADA LTD., 4093887  
CANADA LTD., and NYGARD INTERNATIONAL PARTNERSHIP,**

Respondents.

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**LANDLORD TERMS ORDER**

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Thompson Dorfman Sweatman LLP  
Barristers and Solicitors  
1700 – 242 Hargrave Street  
Winnipeg, MB R3C 0V1  
(Matter No. 0173004 GBT)  
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THE QUEEN'S BENCH

WINNIPEG CENTRE

THE HONOURABLE )  
MR. JUSTICE EDMOND ) Tuesday, the 2<sup>nd</sup> day of June, 2020  
)

IN THE MATTER OF: THE APPOINTMENT OF A RECEIVER PURSUANT TO  
SECTION 243 OF THE *BANKRUPTCY AND INSOLVENCY*  
ACT, R.S.C. 1985 c. B-3, AS AMENDED, AND SECTION 55  
OF THE *COURT OF QUEEN'S BENCH ACT*, C.C.S.M., c.  
C280

BETWEEN:

WHITE OAK COMMERCIAL FINANCE, LLC,

Applicant,

- and -

NYGÅRD HOLDINGS (USA) LIMITED, NYGARD INC., FASHION  
VENTURES, INC., NYGARD NY RETAIL, LLC, NYGARD ENTERPRISES  
LTD., NYGARD PROPERTIES LTD., 4093879 CANADA LTD., 4093887  
CANADA LTD., and NYGARD INTERNATIONAL PARTNERSHIP,

Respondents.

LANDLORD TERMS ORDER

THIS MOTION, made by Richter Advisory Group Inc. in its capacity as  
court-appointed Receiver (in such capacity, the “**Receiver**”) without security, of the  
assets, undertakings and properties of Nygård Holdings (USA) Limited, Nygard Inc.,  
Fashion Ventures, Inc., Nygard NY Retail, LLC, Nygard Enterprises Ltd.,

NygaardProperties Ltd., 4093879 Canada Ltd., 4093887 Canada Ltd., and Nygard International Partnership (collectively, the “**Debtors**”, or any one of them, a “**Debtor**”) as provided for in the Order of this Court pronounced on March 18, 2020 (and as further amended by the General Order of this Court pronounced April 29, 2020), for an Order, among other things, approving certain landlord terms and related relief, was heard on June 1, 2020 at the Law Courts Building, 408 York Avenue, Winnipeg, Manitoba.

ON READING the Notice of Motion of the Receiver, the First Report of the Receiver dated April 20, 2020, and the Second Report of the Receiver dated May 27, 2020 (the “**Second Report**”), the Supplementary Second Report of the Receiver dated May 31, 2020 (the “**Supplementary Second Report**”), and on hearing the submissions of counsel for the Receiver, counsel for the Applicant, counsel for Peter Nygard and the Respondents, counsel for Doral Holdings Limited, KCAP Kingston Inc. and 2023011 Ontario Limited, counsel for Kingsway Garden Holdings Inc., Upper Canada Mall Limited and Crombie Developments Limited, and counsel for the interested retail landlord entities of Cushman & Wakefield Asset Services ULC, Morguard Investments Limited, Ivanhoe Cambridge Inc., SmartCentres Management Services Inc., RioCan REIT, Blackwood Partners Management Corporation, Choice Properties Limited Partnership and Springwood Land Corporation, no one appearing for any other person, although properly served as appears from the Affidavit of Service of Barbara Allan sworn May 29, 2020, the Affidavit of Service of Melanie Labossiere affirmed May 31, 2020 and the Supplemental Affidavit of Service of Barbara Allan sworn June 1, 2020, filed herein:

1. THIS COURT ORDERS that the time for service of the Notice of Motion of the Receiver, the Second Report and the Supplementary Second Report is hereby abridged

and validated so that this motion is properly returnable today and hereby dispenses with further service thereof.

2. THIS COURT ORDERS that capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Consulting Agreement attached as Appendix “T” to the First Report as approved by that certain order (the “**Sale Approval Order**”) of this Honourable Court made April 29, 2020, the Sale Approval Order, and the Sale Guidelines attached as Schedule “A” to the Sale Approval Order.

3. THIS COURT ORDERS that the Sale Commencement Date shall be determined on a “per Store” basis, and:

(a) in relation to a Store that is lawfully entitled to be open to the public (taking into account the relevant public health and business closure orders applicable to such Store) as at the date of the making of this Order, the Sale Commencement date shall be the date that is the earlier of (i) the date on which the Consultant and/or employees of the Debtors actually access such Store for purposes related to the Sale and (ii) the date which is seven (7) days after the date of the making of this Order; and

(b) in relation to a Store that is not lawfully entitled to be open to the public (taking into account the relevant public health and business closure orders applicable to such Store) as at the date of the making of this Order, the Sale Commencement Date shall be the date that is the earlier of (i) the date on which the Consultant and/or employees of the Debtors actually access such Store for purposes related to the Sale and (ii) the date which is seven



(7) days after the Store is so lawfully entitled to be open to the public.

4. THIS COURT ORDERS the duration of the Sale at a Store shall not exceed sixteen (16) weeks commencing on the Sale Commencement Date at such Store, and the Sale Termination Date shall be determined on a “per Store” basis, and shall, in relation to each Store, be that date which is the earlier of (i) the effective date of repudiation (the “**Repudiation Date**”) of the Lease for such Store and (ii) the date which is sixteen (16) consecutive weeks after the Sale Commencement Date for such Store.

5. THIS COURT ORDERS that the Receiver or the Consultant shall be permitted to repudiate a Lease by providing to the Landlord for the applicable Store not less than fifteen (15) days’ prior notice in writing of its intention to do so, which notice shall set out the Repudiation Date and which may be sent by electronic transmission (email) to the email address of the Landlord described in the Landlord Service List (as attached to the Receiver’s Notice of Motion dated May 27, 2020, and as may be amended thereafter by the Receiver) and/or to the email address of counsel to the Landlord described in the Main Service List (as attached to the Receiver’s Notice of Motion dated May 27, 2020, and as may be amended thereafter by the Receiver).

6. THIS COURT ORDERS that the Receiver and the Consultant shall be permitted to (i) transfer Merchandise between Stores in the course of the Sale for the purpose of managing inventory at Stores, and (ii) supplement the Merchandise at each Store (or at such Stores as the Consultant may select) by adding Merchandise: (A) currently warehoused in the Debtors’ distribution centres in Canada; and/or (B) any further Merchandise which is on order or owned by the Debtors and located within Canada as at

the date of the Receivership Order; and/or (C) as may be agreed between the Receiver and a Landlord. For clarity, the Receiver and the Consultant shall not be permitted to augment the Merchandise at any Store by adding Merchandise warehoused in the Debtors' United States distribution centres as of the date of the Receivership Order.

7. THIS COURT ORDERS that the Receiver shall fund the Debtors in such amounts as may be required to pay to Landlords, and the Debtors shall pay to Landlords, all amounts constituting rent or payable as rent under real property leases (including, for greater certainty, common area maintenance charges, utilities and realty taxes and any other amounts payable to the landlord under its lease, but for greater certainty, excluding accelerated rent or penalties, fees or other charges and costs arising as a result of the insolvency of the Debtors and the abandonment, if any, of FF&E and signage) or as otherwise may be negotiated between the Receiver and the applicable Landlord from time to time ("**Rent**"), for the period commencing on the Sale Commencement Date twice-monthly in equal payments on the first and fifteenth day of each month, in advance but not in arrears (save and except for any component of Rent comprising percentage rent which shall be calculated and paid in accordance with the terms of the applicable Lease), up to and including the Repudiation Date of the Lease for such Store. On the date of the first such payment, any component of Rent relating to the period from and including the Sale Commencement Date for such Store shall also be paid.

8. THIS COURT ORDERS that with respect to Rent, Landlords shall be entitled to and are hereby granted a charge (the "**Landlords' Charge**") on the Property (as defined in the Receivership Order, as amended), as security for the payment of monies for any unpaid Rent for the period commencing March 18, 2020 up to and including the

Repudiation Date of a Lease (“**Post Filing Rent**”) and that the Landlords’ Charge shall form a charge on the Property in priority to all security interests, trusts, liens, charges and encumbrances, statutory or otherwise, (each, an “**Encumbrance**”), in favour of any Person, but subordinate in priority to (i) the Receiver’s Charge and the Receiver’s Borrowings Charge (both as defined in the Receivership Order), (ii) any Encumbrance in favour of the Applicant, (iii) any Encumbrance in favour of a secured creditor who would be materially affected by this Order and who was not given notice of this motion, (iv) the charges as set out in sections 14.06(7), 81.4(4) ,and 81.6(2) of the *Bankruptcy and Insolvency Act* (Canada) (“**BIA**”), (v) any valid claims to the Property of the Debtors as asserted pursuant to section 81.1 of the BIA; and (vi) any valid priority charges which exist in relation to provincial sales taxes and taxes pursuant to the *Excise Tax Act* (Canada).

9. THIS COURT ORDERS that the amount of Post Filing Rent subject to the Landlords’ Charge in favour of any particular Landlord shall be determined on a basis consistent with the applicable Lease and that the Landlords’ Charge shall be shared by affected Landlords ratably in accordance with the amounts of their respective unpaid Post Filing Rent. In the event of any dispute between a Landlord and the Receiver as to the Post Filing Rent payable to a Landlord, this Honourable Court shall have the authority to determine such dispute on a summary basis on a motion made by the Receiver or the applicable Landlord, as the case may be.

10. THIS COURT ORDERS that the Landlords’ Charge shall not be enforced without the written consent of the Receiver, or leave of this Honourable Court.

11. THIS COURT ORDERS that the filing, registration or perfection of the Landlords’

Charge shall not be required, and that the Charge shall be valid and enforceable for all purposes, including as against any right, title or interest filed, registered, recorded or perfected subsequent to the Charge coming into existence, notwithstanding any such failure to file, register, record or perfect.

12. THIS COURT ORDERS that the Landlords' Charge shall not be rendered invalid or unenforceable as to the rights and remedies of the Landlords entitled to the benefit of the Landlords' Charge and the Landlords shall not otherwise be limited or impaired in any way by: (i) any application(s) for bankruptcy order(s) issued pursuant the BIA as against any one or more of the Debtors, or any bankruptcy order made pursuant to such applications; (ii) the filing of any assignments for the general benefit of creditors made pursuant to the BIA by any one or more of the Debtors; (iii) any deemed bankruptcy of any one or more of the Debtors; and (iv) the provisions of any federal or provincial statutes. Further, any payments made to Landlords pursuant to the Landlords' Charge do not and will not constitute preferences, fraudulent conveyances, transfers at undervalue, oppressive conduct, or other challengeable or voidable transactions pursuant to the BIA or any other applicable law.

13. THIS COURT APPROVES the Second Report and the Supplementary Second Report and the activities of the Receiver and its counsel as described therein, including the Receiver's Interim Statement of Receipts and Disbursements and the interim accounts of the Receiver and its counsel as reflected in the Second Report.

14. THIS COURT ORDERS that this Order shall have full force and effect in all provinces and territories in Canada.

15. THIS COURT HEREBY REQUESTS the aid and recognition of any Court, tribunal, regulatory or administrative bodies, having jurisdiction in Canada or in the United States of America, to give effect to this Order and to assist the Consultant, the Receiver 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 Consultant and the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Receiver in any foreign proceeding, or to assist the Consultant and the Receiver and their respective agents in carrying out the terms of this Order.

June 2, 2020

J.G. Edmond, J.

Digitally signed by J.G. Edmond,  
J.  
Date: 2020.06.02 15:02:12 -05'00'

## **APPENDIX B**





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THE UNITED STATES  
DEPARTMENT OF JUSTICE  
JUSTICE NEWS

## Department of Justice

Office of Public Affairs

FOR IMMEDIATE RELEASE

Wednesday, January 27, 2021

# Department of Justice Launches Global Action Against NetWalker Ransomware

## NetWalker Defendant Charged, Dark Web Resource Disabled, Nearly \$500,000 Seized

The Department of Justice today announced a coordinated international law enforcement action to disrupt a sophisticated form of ransomware known as NetWalker.

NetWalker ransomware has impacted numerous victims, including companies, municipalities, hospitals, law enforcement, emergency services, school districts, colleges, and universities. Attacks have specifically targeted the healthcare sector during the COVID-19 pandemic, taking advantage of the global crisis to extort victims.

"We are striking back against the growing threat of ransomware by not only bringing criminal charges against the responsible actors, but also disrupting criminal online infrastructure and, wherever possible, recovering ransom payments extorted from victims," said Acting Assistant Attorney General Nicholas L. McQuaid of the Justice Department's Criminal Division. "Ransomware victims should know that coming forward to law enforcement as soon as possible after an attack can lead to significant results like those achieved in today's multi-faceted operation."

The NetWalker action includes charges against a Canadian national in relation to NetWalker ransomware attacks in which tens of millions of dollars were allegedly obtained, the seizure of approximately \$454,530.19 in cryptocurrency from ransom payments, and the disablement of a dark web hidden resource used to communicate with NetWalker ransomware victims.

"This action reflects the resolve of the U.S. Attorney's Office for the Middle District of Florida to target and disrupt sophisticated, international cybercrime schemes," said U.S. Attorney Maria Chapa Lopez for the Middle District of Florida. "While these individuals believe they operate anonymously in the digital space, we have the skill and tenacity to identify and prosecute these actors to the full extent of the law and seize their criminal proceeds."

According to court documents, NetWalker operates as a so-called ransomware-as-a-service model, featuring "developers" and "affiliates." Developers are responsible for creating and updating the ransomware and making it available to affiliates. Affiliates are responsible for identifying and attacking high-value victims with the ransomware, according to the affidavit. After a victim pays, developers and affiliates split the ransom.

"This case illustrates the FBI's capabilities and global partnerships in tracking ransomware attackers, unmasking them, and holding them accountable for their alleged criminal actions," said Special Agent in Charge Michael F. McPherson of the FBI's Tampa Field Office. "If you are a victim of ransomware, contact your local FBI field office or submit a tip to [tips.fbi.gov](https://tips.fbi.gov). You can also file a complaint with the FBI's Internet Crime Complaint Center at [www.ic3.gov](https://www.ic3.gov)."



Seizure page of dark web hidden resource used to communicate with NetWalker ransomware victims.

According to the affidavit, once a victim's computer network is compromised and data is encrypted, actors that deploy NetWalker deliver a file, or ransom note, to the victim. Using Tor, a computer network designed to facilitate anonymous communication over the internet, the victim is then provided with the amount of ransom demanded and instructions for payment.

Actors that deploy NetWalker commonly gain unauthorized access to a victim's computer network days or weeks prior to the delivery of the ransom note. During this time, they surreptitiously elevate their privileges within the network while spreading the ransomware from workstation to workstation. They then send the ransom note only once they are satisfied that they have sufficiently infiltrated the victim's network to extort payment, according to the affidavit.

According to an indictment unsealed today, Sebastien Vachon-Desjardins of Gatineau, a Canadian national, was charged in the Middle District of Florida. Vachon-Desjardins is alleged to have obtained at least over \$27.6 million as a result of the offenses charged in the indictment.

The Justice Department further announced that on Jan. 10, law enforcement seized approximately \$454,530.19 in cryptocurrency, which was comprised of ransom payments made by victims of three separate NetWalker ransomware attacks.

This week, authorities in Bulgaria also seized a dark web hidden resource used by NetWalker ransomware affiliates to provide payment instructions and communicate with victims. Visitors to the resource will now find a seizure banner that notifies them that it has been seized by law enforcement authorities.

The investigation was led by the FBI's Tampa field office.

Trial Attorneys S. Riane Harper and Brian Mund of the Criminal Division's Computer Crime and Intellectual Property Section and Assistant U.S. Attorneys Carlton C. Gammons and Suzanne Nebesky of the U.S. Attorney's Office for the Middle District of Florida are prosecuting the case against Vachon-Desjardins.

Substantial assistance was provided by the Department of Justice's Office of International Affairs. Additionally, the Bulgarian National Investigation Service and General Directorate Combating Organized Crime provided substantial assistance in the seizure of the dark web hidden resource.

An indictment is merely an allegation. A defendant is presumed innocent until proven guilty beyond a reasonable doubt in a court of law.



**Attachment(s):**

[Download NetWalker splash page](#)

**Topic(s):**

Cyber Crime

**Component(s):**

[Criminal Division](#)

[Criminal - Computer Crime and Intellectual Property Section](#)

[Criminal - Office of International Affairs](#)

[Federal Bureau of Investigation \(FBI\)](#)

[USAO - Florida, Middle](#)

**Press Release Number:**

21-96

*Updated January 27, 2021*

## **APPENDIX C**

**Richter Advisory Group Inc.**  
**in its capacity as Receiver of**

**Nygard Holdings (USA) Limited, Nygard Inc., Fashion Ventures, Inc. Nygard NY Retail, LLC, Nygard Enterprises Ltd., Nygard Properties Ltd. 4093879 Canada Ltd., 4093887**  
**Statement of accounts**

Invoice #	Period		Fees	Disbursements <sup>(1)</sup>	Sub total	HST	Total
20406018	January 11, 2021 to January 24, 2021	\$	43,477.75	\$ 2,173.89	45,651.64	\$ 5,934.72	51,586.36
20406034	January 25, 2021 to January 31, 2021		16,711.25	870.75	17,582.00	2,285.66	19,867.66
20406062	February 1, 2021 to February 7, 2021		12,557.75	627.89	13,185.64	1,714.14	14,899.78
<b>Total</b>		<b>\$</b>	<b>72,746.75</b>	<b>\$ 3,672.53</b>	<b>\$ 76,419.28</b>	<b>\$ 9,934.52</b>	<b>\$ 86,353.80</b>

**Summary by Staff Member**

Staff member	Number of hours	Hourly rate	Amount
<b>Senior Vice President</b>			
A.Sherman	43.6 \$	895.00 \$	39,022.00
R. Vankrimpen	2.5 \$	895.00 \$	2,237.50
G. Benchaya	1.5 \$	895.00 \$	1,342.50
<b>Associate</b>			
E. Finley	48.8 \$	415.00 \$	20,231.25
M. Wu	1.0 \$	325.00 \$	325.00
<b>Analyst</b>			
J. Caylor	38.3 \$	180.00 \$	6,885.00
<b>Administration</b>			
C.O'Donnell	9.0 \$	250.00 \$	2,250.00
Pascale Lareau	1.9 \$	190.00 \$	361.00
K. Le	0.5 \$	185.00 \$	92.50
<b>Total</b>	<b>147.00</b>	<b>\$</b>	<b>72,746.75</b>

**Blended average \$ 494.88**

Notes:

(1) Includes Administrative and Technology Fees.

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Thompson Dorfman Sweatman LLP ("TDS")  
as counsel for Richter Advisory Group Inc., in its capacity as Receiver of  
Nygard Holdings (USA) Limited, Nygard Inc., Fashion Ventures, Inc. Nygard NY Retail, LLC, Nygard Enterprises Ltd., Nygard Properties Ltd. 4093879 Canada Ltd.,  
4093887 Canada Ltd., and Nygard International Partnership

**Statement of Accounts - Summary of Invoices**

Invoice #	Period	Fees	Disbursements	Sub total	GST / RST	Total
629871	January 11, 2021 to January 17, 2021	\$ 11,497.00	\$ 2.64	\$ 11,499.64	\$ 1,379.77	\$ 12,879.41
630483	January 18, 2021 to January 24, 2021	25,512.00	444.19	25,956.19	3,078.60	29,034.79
630999	January 25, 2021 to January 31, 2021	14,714.00	38.75	14,752.75	1,767.62	16,520.37
631514	February 1, 2021 to February 7, 2021	14,358.00	316.56	14,674.56	1,738.79	16,413.35
631745	February 8, 2021 to February 14, 2021	14,200.00	51.86	14,251.86	1,706.59	15,958.45
<b>Total</b>		<b>\$ 80,281.00</b>	<b>\$ 854.00</b>	<b>\$ 81,135.00</b>	<b>\$ 9,671.37</b>	<b>\$ 90,806.37</b>

**Summary by Staff Member**

Staff member	Number of hours	Hourly rate	Amount
G. Bruce Taylor, partner	58.9	\$ 710.00	\$ 41,819.00
Drew M. Mitchell, partner	28.4	525.00	14,910.00
B.D. Tait Law Corporation	0.8	475.00	380.00
Ross A. McFadyen, partner	31.6	475.00	15,010.00
Adrian Frost, partner	1.2	475.00	570.00
Kevin B. Bruce	4.4	180.00	792.00
Melanie LaBossiere, associate	42.5	160.00	6,800.00
Bryan A. Tait (articling student) <sup>(1)</sup>	1.1	125.00	-
<b>Total</b>	<b>168.90</b>		<b>\$ 80,281.00</b>

**Blended average hourly rate: \$ 475.32**

1) Articling student time recorded, but not charged to Receiver.

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Katten Muchin Rosenman LLP as counsel for Richter Advisory Group Inc.,  
in its capacity as Receiver of

Nygard Holdings (USA) Limited, Nygard Inc., Fashion Ventures, Inc. Nygard NY Retail, LLC, Nygard Enterprises Ltd., Nygard Properties Ltd. 4093879 Canada Ltd., 4093887 Canada Ltd., and Nygard International Partnership

**Statement of accounts (in USD)**

Invoice #	Period	Fees	Disbursements	Total
1301669568	December 1, 2020 to December 31, 2020	\$ 53,087.00	\$ 64.80	\$ 53,151.80
1301675773	January 1, 2021 to January 31, 2021	17,675.50	90.55	17,766.05
<b>Total</b>		<b>\$ 70,762.50</b>	<b>\$ 155.35</b>	<b>\$ 70,917.85</b>

Attorney or Assistant	Title	Number of hours	Hourly rate (USD)	Amount (USD)
J. Hall <sup>(1)</sup>	Partner	28.10	\$ 1,122.31	\$ 31,537.00
M. Rosensaft <sup>(2)</sup>	Partner	28.30	979.52	27,720.50
J. Nussbaum <sup>(3)</sup>	Associate	8.50	572.65	4,867.50
M. Rosella	Associate	6.00	565.00	3,390.00
J. Kitnick <sup>(4)</sup>	Associate	5.90	499.58	2,947.50
J. Greer <sup>(5)</sup>	Paralegal	0.60	312.50	187.50
S. Greer	Paralegal	0.30	235.00	70.50
M. Siena	Paralegal	0.20	210.00	42.00
<b>Total</b>		<b>77.90</b>	<b>\$</b>	<b>70,762.50</b>

**Blended average hourly rate:** USD \$ 908.38

Notes:

(1) Blended average rate used as J. Hall's rate increased from \$1,080/hr to \$1,225/hr, effective January 1, 2021

(2) Blended average rate used as M. Rosensaft's rate increased from \$960/hr to \$1,045/hr, effective January 1, 2021

(3) Blended average rate used as J. Nussbaum's rate increased from \$565/hr to \$695/hr, effective January 1, 2021

(4) Blended average rate used as J. Kitnick's rate increased from \$495/hr to \$540/hr, effective January 1, 2021

(5) Blended average rate used as J. Greer's rate increased from \$305/hr to \$320/hr, effective January 1, 2021

## **APPENDIX D**



# RICHTER

Richter Advisory Group Inc., Receiver re: Nygard International Partnership et al  
181 Bay Street, Suite 3510  
Toronto, ON M5J 2T3

Date:	1/27/2021
Invoice No.:	20406018
Engagement No.:	2021900
Payment Terms:	Due on Receipt

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Professional services rendered to January 24, 2021	\$ 43,477.75
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<b>Sub-Total</b>	43,477.75
<b>Technology and Administrative Fees</b>	2,173.89
GST/HST #885435842 RT0001	5,934.72
<b>Total Due</b>	<b>CAD \$ 51,586.36</b>

## TORONTO

Richter Advisory Group Inc.  
181 Bay St., #3510  
Bay Wellington Tower  
Toronto ON M5J 2T3  
416.488.2345

## MONTRÉAL

1981 McGill College  
Montréal QC H3A 0G6  
514.934.3400

## CHICAGO

200 South Wacker, #3100  
Chicago IL 60606  
312.828.0800

[RICHTER.CA](http://RICHTER.CA)

Invoice No.: 20406018  
Date: 1/27/2021

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**Fees**

<b>Name</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
Adam Sherman	27.70	\$ 895.00	\$ 24,791.50
Carol O'Donnell	3.20	250.00	800.00
Eric Finley	29.75	415.00	12,346.25
Jack Caylor	16.25	180.00	2,925.00
Ken Le	0.50	185.00	92.50
Pascale Lareau	1.50	190.00	285.00
Raymond Vankrimpen	2.50	895.00	2,237.50
	<b>81.40</b>		<b>\$ 43,477.75</b>

Invoice No.: 20406018  
Date: 1/27/2021

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**Fee and Disbursement Details**

Date	Name and Description	Hours	Rate	Amount
1/11/2021	Pascale Lareau Preparation of GST/HST reconciliation for December 2020. Update list of employees.	0.70	\$ 190.00	\$ 133.00
1/11/2021	Adam Sherman Emails with TDS re Inkster sale, emails with Bacon/Jane Doe counsel, emails with Nygard counsel, account for period ending 1/3/2021. Emails/discussions with Richter team.	1.50	895.00	1,342.50
1/11/2021	Eric Finley Emails, phone calls and analysis re homestead, employee auto and MC theft, Cloud based solution efforts, discussions with IT consultants and Nygard IT.	1.50	415.00	622.50
1/11/2021	Jack Caylor Multiple emails and calls responding to hotline and Company inquiries re employee T4's, BMO account status, etc.	1.25	180.00	225.00
1/12/2021	Carol O'Donnell Prepare cheque. Communications with Service Canada.	0.50	250.00	125.00
1/12/2021	Ken Le Email communication with creditor.	0.10	185.00	18.50
1/12/2021	Raymond Vankrimpen Review darkweb for status of file exfiltration disclosure.	1.00	895.00	895.00
1/12/2021	Adam Sherman Emails with TDS re emails with Jane Doe counsel, Fenske deleted docs/files, homestead, emails with Nygard counsel. Emails/discussions with Richter team.	1.80	895.00	1,611.00
1/12/2021	Eric Finley Emails, phone calls and analysis re cash management system, employee retention, drafting Tenth Report, various phone calls re IT efforts and Record Preservation, Broadway hearing, DEFA request, Fenske file deletion, payroll.	3.50	415.00	1,452.50
1/12/2021	Jack Caylor Update R&D for w/e January 9. Reconcile cash in Receiver and Company accounts. Multiple calls responding to Hotline inquiries.	1.75	180.00	315.00
1/13/2021	Carol O'Donnell Prepare wire transfer, update.	0.50	250.00	125.00
1/13/2021	Adam Sherman Emails/discussions with Richter team. Approve wires.	0.80	895.00	716.00
1/14/2021	Carol O'Donnell	0.10	250.00	25.00

Invoice No.: 20406018  
Date: 1/27/2021

Date	Name and Description	Hours	Rate	Amount
1/14/2021	Communications with Service Canada regarding employee claim. Adam Sherman Emails with TDS re Hilco, emails with Nygard counsel, homestead, RV, account for period ending 1/10/2021. Email from Kattan re US Attorney Office requests. Emails/discussions with Richter team.	1.80	895.00	1,611.00
1/14/2021	Eric Finley Emails, phone calls and analysis re WEPP, creditor inquiries, Opsguru / IT team efforts, Informanix mandate, cash management, employee retention, AR status, IT migration efforts, continue drafting Tenth Report.	3.50	415.00	1,452.50
1/14/2021	Jack Caylor Multiple calls and emails responding to Hotline inquiries re ransomware attack, T4 status, WEPP claims, etc.	1.25	180.00	225.00
1/15/2021	Pascale Lareau Prepare bank reconciliation, pdf, update bank reconciliation file (2 bank accounts).	0.80	190.00	152.00
1/15/2021	Carol O'Donnell Prepare wire transfers, update. Update deposit. Verify HST reconciliations for December 2020.	1.00	250.00	250.00
1/15/2021	Raymond Vankrimpen Review darkweb for status of file exfiltration disclosure, review threat analysis report.	1.50	895.00	1,342.50
1/15/2021	Adam Sherman Finalize PR. Emails with TDS re emails with Nygard/Jane Doe counsel, cottage, case conference, Broadway sale. Emails with landlord counsel. Emails with G. Fenske re tax returns. Review Sophos report. Emails/discussions with Richter team. Approve wires.	3.50	895.00	3,132.50
1/15/2021	Eric Finley Emails, phone calls and analysis re drafting of Tenth Report, calls with TDS, calls with Opsguru, Informanix, IT team re ransomware, creditor inquiries.	7.00	415.00	2,905.00
1/18/2021	Ken Le Telephone communication with creditor.	0.10	185.00	18.50
1/18/2021	Adam Sherman Emails with TDS re case conference, emails with Jane Doe/Bacon counsel, Inskster AVO, emails with Nygard counsel, NOM (Broadway). Review/revise/update Tenth Report. Emails/discussions with Richter team.	5.00	895.00	4,475.00

Invoice No.: 20406018  
Date: 1/27/2021

Date	Name and Description	Hours	Rate	Amount
1/18/2021	Eric Finley Emails, discussion analysis re tax obligations, employee retention, IT issues, IT deletions, cash management and banking, document preservation efforts, emails with counsel, continue drafting Tenth Report (including appendices), IT equipment.	4.00	415.00	1,660.00
1/18/2021	Jack Caylor Update and review R&D for w/e January 16. Begin preparing and organizing documents for Receiver's Tenth Report re updating fee summaries and compiling invoices.	4.50	180.00	810.00
1/19/2021	Adam Sherman Call with TDS. Emails with TDS re case conference, Inkster AVO, emails with Nygard/Jane Doe/Bacon counsel, Cottage/RV. Review/revise/update Tenth Report. Emails/discussions with Richter team.	5.00	895.00	4,475.00
1/19/2021	Eric Finley Emails, discussion analysis re IT preservation, call with Informanix, call with Nygard IT, continue drafting and editing Tenth Report, Inkster Approval and Vesting Order.	3.00	415.00	1,245.00
1/19/2021	Jack Caylor Draft updated R&D and fee section for Receiver's Tenth Report. Continue drafting and making changes to appendix.	1.75	180.00	315.00
1/20/2021	Ken Le Telephone communication with creditor.	0.10	185.00	18.50
1/20/2021	Adam Sherman Attend case conference re Inkster AVO. Call with TDS. Emails with TDS re comments on Tenth report, E/B DEFA request. Review/revise/update Tenth Report. Emails/discussions with Richter team.	3.50	895.00	3,132.50
1/20/2021	Eric Finley Continue drafting of Tenth Report and appendices. Various emails and calls re insurance, employee retention. Attend Court for Inkster Approval and Vesting Order.	3.00	415.00	1,245.00
1/20/2021	Jack Caylor Redact and compile professional fee invoices re Receiver's Tenth Report appendix. Draft compiled appendix re same. Emails, analysis and discussions re unpaid invoices and payment plan.	2.50	180.00	450.00
1/21/2021	Carol O'Donnell Prepare wire transfer, update. Communication with Service Canada.	0.70	250.00	175.00

Invoice No.: 20406018  
Date: 1/27/2021

Date	Name and Description	Hours	Rate	Amount
1/21/2021	Adam Sherman Emails with TDS re account for period ending 1/17/2021, Tenth Report, other. Review/revise/finalize/sign Tenth Report. Emails/discussions with Richter team.	4.00	895.00	3,580.00
1/21/2021	Eric Finley Continue drafting of Tenth Report and appendices. Finalize report and send same to TDS for service.	3.00	415.00	1,245.00
1/21/2021	Jack Caylor Finalize public and confidential appendices re Receiver's Tenth Report. Discussions with E. Finley re finalizing, reviewing appendix and report.	3.25	180.00	585.00
1/22/2021	Carol O'Donnell Several communications with Service Canada regarding WEPP. Discussion with E. Finley.	0.40	250.00	100.00
1/22/2021	Ken Le Telephone communication with creditor re WEPP.	0.20	185.00	37.00
1/22/2021	Adam Sherman Emails with TDS re emails with Nygard counsel, cottage/RV. Emails/discussions with Richter team. Approve wires.	0.80	895.00	716.00
1/22/2021	Eric Finley Attend IT meeting re document preservation. Various emails re creditor inquiries, collections, employee matters, WEPP, KLD preservation.	1.25	415.00	518.75
<b>Fees Total</b>		<b>81.40</b>		<b>\$ 43,477.75</b>

Invoice No.: 20406018  
Date: 1/27/2021

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### Remittance Form

Richter Advisory Group Inc., Receiver re: Nygard International Partnership et al  
181 Bay Street, Suite 3510  
Toronto, ON M5J 2T3

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### Invoice Summary

Sub-Total		<b>\$ 43,477.75</b>
Technology and Administrative Fees		2,173.89
GST/HST #885435842 RT0001		5,934.72
<b>Total Due</b>	<b>CAD</b>	<b>\$ 51,586.36</b>

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### Payment Options

**At this time, we ask that payment not be made by cheque.**  
**Please use one of the payment options below. We appreciate your collaboration.**

**Wire Transfer**      Toronto Dominion Bank  
Commercial Banking Center  
525 Av. Viger Ouest, Montréal (Qc) H2Z 0B2  
Bank Institute No.: 004  
CAD Account no.: 5300836 Transit no.: 41601 Swift code: TDOMCATTTOR  
USD Account no.: 7332090 Transit no.: 41601 Swift code: TDOMCATTTOR  
  
Email payment details, including invoice number and amount paid to:  
ClientService@richter.ca

**Credit Card**      payments can be made by contacting us as indicated below.

**Inquiries: please call our general line 416.488.2345 or e-mail ClientService@richter.ca**

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#### TORONTO

Richter Advisory Group Inc.  
181 Bay St., #3510  
Bay Wellington Tower  
Toronto ON M5J 2T3  
416.488.2345

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#### MONTREAL

1981 McGill College  
Montréal QC H3A 0G6  
514.934.3400

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#### CHICAGO

200 South Wacker, #3100  
Chicago IL 60606  
312.828.0800

RICHTER.CA

# RICHTER

Richter Advisory Group Inc., Receiver re: Nygard International Partnership et al  
181 Bay Street, Suite 3510  
Toronto, ON M5J 2T3

Date: 2/3/2021  
Invoice No.: 20406034  
Engagement No.: 2021900  
Payment Terms: Due on Receipt

Professional services rendered to January 31, 2021 \$ 16,711.25

Disbursements 33.51

**Sub-Total** 16,744.76

**Technology and Administrative Fees** 837.24

GST/HST #885435842 RT0001 2,285.66

**Total Due** CAD **\$ 19,867.66**

## TORONTO

Richter Advisory Group Inc.  
181 Bay St., #3510  
Bay Wellington Tower  
Toronto ON M5J 2T3  
416.488.2345

## MONTRÉAL

1981 McGill College  
Montréal QC H3A 0G6  
514.934.3400

## CHICAGO

200 South Wacker, #3100  
Chicago IL 60606  
312.828.0800

[RICHTER.CA](http://RICHTER.CA)



Invoice No.: 20406034  
Date: 2/3/2021

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**Fees**

<b>Name</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
Adam Sherman	10.00	\$ 895.00	\$ 8,950.00
Carol O'Donnell	3.30	250.00	825.00
Eric Finley	9.25	415.00	3,838.75
Gilles Benchaya	1.50	895.00	1,342.50
Jack Caylor	9.75	180.00	1,755.00
	<b>33.80</b>		<b>\$ 16,711.25</b>

**Disbursements**

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Courier	\$ 33.51
	<b>\$ 33.51</b>

Invoice No.: 20406034  
Date: 2/3/2021

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**Fee and Disbursement Details**

Date	Name and Description	Hours	Rate	Amount
1/25/2021	Carol O'Donnell Prepare wire transfers, update. Verify payments to KL Discovery.	0.70	\$ 250.00	\$ 175.00
1/25/2021	Adam Sherman Emails with TDS re emails with E/B counsel, communications with the Winnipeg Court, emails with Richter team.	0.50	895.00	447.50
1/25/2021	Jack Caylor Begin updating R&D for w/e January 23. Multiple calls and emails responding to hotline inquiries.	1.75	180.00	315.00
1/26/2021	Carol O'Donnell Update wires. Communications with Service Canada regarding WEPP. Post documents to website and file with OSB.	1.40	250.00	350.00
1/26/2021	Adam Sherman Emails with TDS re Broadway sale, emails with Nygard counsel, Excalibur, Inkster AVO. Emails/discussions with Richter team. Approve wires.	1.50	895.00	1,342.50
1/26/2021	Eric Finley Call with creditor re benefits reimbursement, review payroll for week, review funding request. Emails re cottage, vehicles, building sales.	2.00	415.00	830.00
1/26/2021	Jack Caylor Multiple emails responding to hotline inquiries. Finalize R&D for w/e January 23.	3.00	180.00	540.00
1/27/2021	Adam Sherman Emails with TDS re Broadway sale, emails with Nygard counsel, Broadway AVO, Debtor NOM, Email from LTG re NOM. Emails/discussions with Richter team.	2.50	895.00	2,237.50
1/27/2021	Eric Finley Calls re Inkster closing, deposit refunds, Broadway approval and Vesting Order, cash management system, IT migration efforts.	2.50	415.00	1,037.50
1/27/2021	Jack Caylor Multiple emails and calls responding to hotline inquiries.	0.75	180.00	135.00
1/28/2021	Carol O'Donnell Prepare wire transfer, update.	0.50	250.00	125.00
1/28/2021	Gilles Benchaya Call with E. Finley re Hilco.	0.50	895.00	447.50
1/28/2021	Gilles Benchaya Review of inventory liquidation proceeds re Hilco.	0.50	895.00	447.50
1/28/2021	Adam Sherman	4.50	895.00	4,027.50

Invoice No.: 20406034  
Date: 2/3/2021

Date	Name and Description	Hours	Rate	Amount
	Emails with TDS re Broadway sale, Court, emails with Nygard counsel, cottage/RV, CBC (Fifth Estate), Netwalker. [REDACTED] Attend Court re Broadway sale. Call with TDS. Emails/discussions with Richter team. Approve wires.			
1/28/2021	Eric Finley Attend court re Broadway Approval. Subsequent calls with Richter team and counsel re next steps, landlord charge, proceeds of sale, ledger debt. Review previously filed materials in preparation for subsequent motions, IT transition call.	3.00	415.00	1,245.00
1/28/2021	Jack Caylor Begin compiling landlord information per store re landlord claims. Multiple emails responding to hotline inquiries.	2.50	180.00	450.00
1/29/2021	Carol O'Donnell Prepare wires, update.	0.70	250.00	175.00
1/29/2021	Gilles Benchaya Call with B. Nortman and S. Baker.	0.50	895.00	447.50
1/29/2021	Adam Sherman Emails with TDS re Hilco, invoice for period ending 1/24/2021. Email from Kattan re US Attorney's Office. Emails/discussions with Richter team. Approve wires.	1.00	895.00	895.00
1/29/2021	Eric Finley Call with Hilco re inventory and outstanding invoices, cash management system, payroll approval, wire transfers, AR collections.	1.75	415.00	726.25
1/29/2021	Jack Caylor Multiple emails responding to hotline inquiries. Continue organizing and compiling landlord information re landlord claims.	1.75	180.00	315.00
<b>Fees Total</b>		<b>33.80</b>		<b>\$ 16,711.25</b>
<b>Date</b>	<b>Name and Description</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
1/1/2021	Courier			\$ 33.51
<b>Disbursements Total</b>				<b>\$ 33.51</b>

Invoice No.: 20406034  
Date: 2/3/2021

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### Remittance Form

Richter Advisory Group Inc., Receiver re: Nygard International Partnership et al  
181 Bay Street, Suite 3510  
Toronto, ON M5J 2T3

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### Invoice Summary

Sub-Total		<b>\$ 16,744.76</b>
Technology and Administrative Fees		837.24
GST/HST #885435842 RT0001		2,285.66
<b>Total Due</b>	<b>CAD</b>	<b>\$ 19,867.66</b>

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### Payment Options

**At this time, we ask that payment not be made by cheque.  
Please use one of the payment options below. We appreciate your collaboration.**

**Wire Transfer** Toronto Dominion Bank  
Commercial Banking Center  
525 Av. Viger Ouest, Montréal (Qc) H2Z 0B2  
Bank Institute No.: 004  
CAD Account no.: 5300836 Transit no.: 41601 Swift code: TDOMCATTTOR  
USD Account no.: 7332090 Transit no.: 41601 Swift code: TDOMCATTTOR  
  
Email payment details, including invoice number and amount paid to:  
ClientService@richter.ca

**Credit Card** payments can be made by contacting us as indicated below.

**Inquiries: please call our general line 416.488.2345 or e-mail ClientService@richter.ca**

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#### TORONTO

Richter Advisory Group Inc.  
181 Bay St., #3510  
Bay Wellington Tower  
Toronto ON M5J 2T3  
416.488.2345

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#### MONTREAL

1981 McGill College  
Montréal QC H3A 0G6  
514.934.3400

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#### CHICAGO

200 South Wacker, #3100  
Chicago IL 60606  
312.828.0800

RICHTER.CA

# RICHTER

Richter Advisory Group Inc., Receiver re: Nygard International Partnership et al  
181 Bay Street, Suite 3510  
Toronto, ON M5J 2T3

Date: 2/11/2021  
Invoice No.: 20406062  
Engagement No.: 2021900  
Payment Terms: Due on Receipt

Professional services rendered to February 7, 2021 \$ 12,557.75

<b>Sub-Total</b>	12,557.75
<b>Technology and Administrative Fees</b>	627.89
GST/HST #885435842 RT0001	1,714.14
<b>Total Due</b>	<b>CAD \$ 14,899.78</b>

## TORONTO

Richter Advisory Group Inc.  
181 Bay St., #3510  
Bay Wellington Tower  
Toronto ON M5J 2T3  
416.488.2345

## MONTRÉAL

1981 McGill College  
Montréal QC H3A 0G6  
514.934.3400

## CHICAGO

200 South Wacker, #3100  
Chicago IL 60606  
312.828.0800

[RICHTER.CA](http://RICHTER.CA)

Invoice No.: 20406062  
Date: 2/11/2021

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**Fees**

<b>Name</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
Adam Sherman	5.90	\$ 895.00	\$ 5,280.50
Carol O'Donnell	2.50	250.00	625.00
Eric Finley	9.75	415.00	4,046.25
Jack Caylor	12.25	180.00	2,205.00
Mandy Wu	1.00	325.00	325.00
Pascale Lareau	0.40	190.00	76.00
	<b>31.80</b>		<b>\$ 12,557.75</b>

Invoice No.: 20406062  
Date: 2/11/2021

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**Fee and Disbursement Details**

Date	Name and Description	Hours	Rate	Amount
2/1/2021	Carol O'Donnell Prepare wire transfers, update. Communication with employees regarding WEPP.	0.70	\$ 250.00	\$ 175.00
2/1/2021	Mandy Wu Review inventory liquidation recoveries re Hilco claim.	1.00	325.00	325.00
2/1/2021	Adam Sherman Emails with TDS re cottage/RV, Inkster closing, E. Chaves release (Excalibur), emails with Nygard counsel. Emails with Kattan. Emails/discussions with Richter team.	1.00	895.00	895.00
2/1/2021	Eric Finley Calls with TDS re cottage removal, review weekly payroll hours. Emails and calls re Inkster closing, Katten inquiries, IT preservation efforts, return of employee property, employee contracts, CRA audit, T4s.	3.00	415.00	1,245.00
2/1/2021	Jack Caylor Review and update R&D for w/e January 29. Update and review R&D by entity. Tie out cash to R&D. Continue to compile landlord info re Covid rent. Multiple emails and calls responding to Richter hotline inquiries.	5.50	180.00	990.00
2/2/2021	Adam Sherman Emails with TDS re Broadway/Inkster transactions, emails with Nygard counsel. Emails with Richter team. Call with TDS/Kattan re US Attorney's Office and other administration matters.	1.00	895.00	895.00
2/2/2021	Eric Finley Emails discussion and analysis re Inkster and Broadway closing, creditor inquiries, source deductions, insurance coverage, cottage removal.	1.25	415.00	518.75
2/2/2021	Jack Caylor Continue to review/consider cost allocation by entity. Finalize landlord information and reconcile to landlord disclaimers. Multiple emails and calls responding to Richter hotline.	4.00	180.00	720.00
2/3/2021	Carol O'Donnell Prepare wire transfer, update. Communication with Service Canada regarding vacation pay.	0.70	250.00	175.00
2/3/2021	Adam Sherman	0.70	895.00	626.50

Invoice No.: 20406062  
Date: 2/11/2021

Date	Name and Description	Hours	Rate	Amount
	Emails with TDS re cottage/RV. Emails/discussions with Richter team. Approve wires.			
2/3/2021	Eric Finley Employee inquires re tax documents, emails re cottage removal, review utilities invoice, CRA letter.	1.25	415.00	518.75
2/3/2021	Jack Caylor Multiple emails and calls responding to Richter hotline inquiries re tax forms, creditor inquiries, etc.	1.50	180.00	270.00
2/4/2021	Carol O'Donnell Communications with former employee regarding WEPP. Update deposit.	0.30	250.00	75.00
2/4/2021	Adam Sherman Emails with TDS re Hilco, invoice for period ending 1/31/2021, cottage/RV, emails with E/B counsel, former employee matters. Emails/discussions with Richter team.	1.00	895.00	895.00
2/4/2021	Eric Finley Several emails and calls with employees re retention, vacation accruals, US employee status, WEPP working papers, electronic preservation.	2.50	415.00	1,037.50
2/4/2021	Jack Caylor Multiple emails responding to hotline inquiries re tax forms and other general questions.	1.25	180.00	225.00
2/5/2021	Pascale Lareau Preparation of GST / HST calculation for January 2021.	0.40	190.00	76.00
2/5/2021	Carol O'Donnell Prepare wire transfers, update. Verify HST for January 2021.	0.80	250.00	200.00
2/5/2021	Adam Sherman Emails with TDS re PJN matters, Inkster closing, Hilco, [REDACTED], other receivership matters. Emails/discussions with Richter team. Approve wires. Review/approve bank recs (\$CAN/\$US) for December 2020.	2.20	895.00	1,969.00
2/5/2021	Eric Finley Calls with OpsGuru and IT team re IT migration. Emails and calls with employees re E/B requests, Broadway repairs, employee matters.	1.75	415.00	726.25
<b>Fees Total</b>		<b>31.80</b>		<b>\$ 12,557.75</b>



Invoice No.: 20406062  
Date: 2/11/2021

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### Remittance Form

Richter Advisory Group Inc., Receiver re: Nygard International Partnership et al  
181 Bay Street, Suite 3510  
Toronto, ON M5J 2T3

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### Invoice Summary

Sub-Total		<b>\$ 12,557.75</b>
Technology and Administrative Fees		627.89
GST/HST #885435842 RT0001		1,714.14
<b>Total Due</b>	<b>CAD</b>	<b>\$ 14,899.78</b>

---

### Payment Options

**At this time, we ask that payment not be made by cheque.**  
**Please use one of the payment options below. We appreciate your collaboration.**

**Wire Transfer**      Toronto Dominion Bank  
Commercial Banking Center  
525 Av. Viger Ouest, Montréal (Qc) H2Z 0B2  
Bank Institute No.: 004  
CAD Account no.: 5300836 Transit no.: 41601 Swift code: TDOMCATTTOR  
USD Account no.: 7332090 Transit no.: 41601 Swift code: TDOMCATTTOR  
  
Email payment details, including invoice number and amount paid to:  
ClientService@richter.ca

**Credit Card**      payments can be made by contacting us as indicated below.

**Inquiries: please call our general line 416.488.2345 or e-mail ClientService@richter.ca**

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#### TORONTO

Richter Advisory Group Inc.  
181 Bay St., #3510  
Bay Wellington Tower  
Toronto ON M5J 2T3  
416.488.2345

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#### MONTRÉAL

1981 McGill College  
Montréal QC H3A 0G6  
514.934.3400

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#### CHICAGO

200 South Wacker, #3100  
Chicago IL 60606  
312.828.0800

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**THOMPSON  
DORFMAN  
SWEATMAN**

242 Hargrave Street, Suite 1700  
Winnipeg MB R3C 0V1  
Canada  
Tel (204) 957-1930  
Fax (204) 934-0570  
www.tdslaw.com  
general email: info@tdslaw.com

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January 19, 2021

Richter Advisory Group Inc.  
Receiver Nygard International Partnership  
Bay Wellington Tower  
3510 - 181 Bay Street  
Toronto ON M5J 2T3

Attention: Adam Sherman, Partner

Invoice No. 629871 – Ending January 17, 2021

Re: Claim against Nygard International Partnership Receivership  
Our Matter No. 65803 0173004 GBT

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**REMITTANCE COPY**

Total Fees	\$	11,497.00
Total Disbursements	\$	2.64
Total GST/HST	\$	574.98
Total RST	\$	804.79
 Total Due This Invoice	 \$	 12,879.41

Please return this page with your payment payable to Thompson Dorfman Sweatman LLP.

For your convenience, TDS now has a Pay Online feature available at **tdslaw.com**.

GST Registration No. 121757413

Interest will be charged at the rate of 7% per annum on unpaid invoices calculated from a date that is one month after the date of this invoice.



**THOMPSON  
DORFMAN  
SWEATMAN**

242 Hargrave Street, Suite 1700  
Winnipeg MB R3C 0V1  
Canada  
Tel (204) 957-1930  
Fax (204) 934-0570  
www.tdslaw.com  
general email: info@tdslaw.com

January 19, 2021

Richter Advisory Group Inc.  
Receiver Nygard International Partnership  
Bay Wellington Tower  
3510 - 181 Bay Street  
Toronto ON M5J 2T3

Attention: Adam Sherman, Partner

Invoice No. 629871 – Ending January 17, 2021

Re: Claim against Nygard International Partnership Receivership  
Our Matter No. 65803 0173004 GBT

Disbursements:

Paid to	Long Distance	\$	0.64	*
Paid to	Imaging	\$	2.00	*
Total Disbursements			\$	2.64
*GST/HST on Taxable Disbursements			\$	0.13

Our fees for all professional services:

<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
January 11, 2021	RAM	E-mail from B. Taylor regarding Inkster closing date; e-mail from and e-mail to B. Taylor and M. LaBossiere regarding form of Inkster Approval and Vesting Order; e-mail from B. Taylor regarding vehicle and credit card claims; e-mail from and e-mail to S. Farlinger regarding update on receivership proceedings; e-mail from and e-mail to E. Kolers regarding HBC claim;	0.60
January 11, 2021	GBT	email correspondence; Inkster sale	5.00



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
		closing matters; consider Jane Doe Plaintiffs' counsel objections to form of Inkster Order; telephone discussion with E. Finley; follow up matters re Inkster AVO consent; review email correspondence and prepare draft response to M. Abramowitz re records preservation; follow up re vehicle, Visa settlement; further revisions to draft Abramowitz message, and circulate draft;	
January 11, 2021	MML	E-mail exchange with B. Taylor and R. McFadyen regarding e-mail to M. Abramowitz; e-mail exchange with E. Finley regarding [REDACTED];	0.20
January 12, 2021	RAM	E-mail from, e-mail to and telephone call from S. Farlinger regarding update on receivership proceedings; e-mail from E. Finley and B. Taylor regarding records request; conference with M. LaBossiere regarding Broadway sale approval; e-mail from and e-mail to B. Taylor and M. LaBossiere regarding form of Inkster Approval and Vesting Order; reviewing materials regarding deletion logs and corporate organization chart;	1.40
January 12, 2021	DMM	E-mails from counsel;	0.20
January 12, 2021	GBT	email correspondence; Broadway sale approval motion matters; document preservation matters; revise and finalize reply to M. Abramowitz;	1.10
January 12, 2021	MML	E-mail exchange with E. Finley regarding hearing dates; letter to C. Laniuk regarding hearing dates;	0.40
January 13, 2021	GBT	email correspondence;	0.30
January 14, 2021	RAM	E-mail from B. Taylor regarding	2.00



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
		deletion of files by G. Fenske; e-mail from B. Taylor regarding homestead and vehicle issues; e-mail from and e-mail to B. Taylor regarding hearing for sale of Broadway property and case conference; reviewing and considering draft Notice of Motion for Broadway Approval and Vesting Order; telephone call to Ontario Superior Court regarding HBC claim; e-mail to and e-mail from law clerk regarding HBC claim; e-mail from M. LaBossiere and B. Taylor regarding case conference details; e-mail to and e-mail from A. Sherman and E. Finley regarding draft Statement of Claim against Hilco; e-mail to and e-mail from D. Steinfeld regarding entry of Order; e-mail from M. LaBossiere regarding notice on ransomware attack; e-mail from J. Burnell regarding form of Inkster Approval and Vesting Order;	
January 14, 2021	GBT	email correspondence; Broadway sale approval motion matters; Inkster Sale Approval and Vesting Order matters; telephone discussion with W. Onchulenko; Hilco claim matters; Grand Jury subpoena matters;	2.40
January 14, 2021	MML	Attending meeting with R. McFadyen regarding Broadway order; e-mail exchange with B. Taylor regarding Broadway order; e-mail exchange with B. Taylor and R. McFadyen regarding e-mails from W. Onchulenko; e-mail exchange with B. Taylor and R. McFadyen regarding e-mail to service list; e-mail to Service List;	1.00
January 15, 2021	BDT	E-mail from and to B. Taylor;	0.40
January 15, 2021	DMM	E-mail exchange with MLTA;	1.20



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
		Reviewing file; E-mail exchange with client; Reviewing amending agreements; Emails from MLTA; Emails from counsel regarding sale approval order;	
January 15, 2021	GBT	email correspondence; follow up re return of RV, cottage removal; follow up re form of Inkster Sale Approval and Vesting Order; consider response to Bennett counsel; Broadway sale approval and closing matters; follow up re Tenth Report; Privacy Commissioner report matters;	2.60
January 15, 2021	MML	E-mail to B. Taylor and R. McFadyen regarding response to M. Deigel; e-mail exchange with C. Hildebrand regarding dial-in details; e-mail to service list regarding dial-in details; e-mail from C. Hildebrand regarding teams meeting; e-mail to service list regarding teams meeting; preparing Broadway sale approval motion and order;	0.50
January 16, 2021	RAM	E-mail from and e-mail to S. Farlinger regarding receivership information;	0.10
January 17, 2021	DMM	E-mail exchange with purchaser's counsel;	0.10
January 17, 2021	GBT	email correspondence; follow up re Jane Doe Plaintiff's counsel consent to Order;	0.20



Total Fees	\$ 11,497.00
GST/HST on Fees	\$ 574.85
RST on Fees	\$ 804.79
Total Fees, Disbursements and Taxes	\$ 12,879.41

GST Registration No. 121757413

Interest will be charged at the rate of 7% per annum on unpaid invoices calculated from a date that is one month after the date of this invoice.





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www.tdslaw.com  
general email: info@tdslaw.com

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January 28, 2021

Richter Advisory Group Inc.  
Receiver Nygard International Partnership  
Bay Wellington Tower  
3510 - 181 Bay Street  
Toronto ON M5J 2T3

Attention: Adam Sherman, Partner

Invoice No. 630483 – Ending January 24, 2021

Re: Claim against Nygard International Partnership Receivership  
Our Matter No. 65803 0173004 GBT

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**REMITTANCE COPY**

Total Fees	\$	25,512.00
Total Disbursements	\$	444.19
Total GST/HST	\$	1,292.76
Total RST	\$	1,785.84
 Total Due This Invoice	 \$	 29,034.79

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For your convenience, TDS now has a Pay Online feature available at **tdslaw.com**.

GST Registration No. 121757413

Interest will be charged at the rate of 7% per annum on unpaid invoices calculated from a date that is one month after the date of this invoice.



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January 28, 2021

Richter Advisory Group Inc.  
Receiver Nygard International Partnership  
Bay Wellington Tower  
3510 - 181 Bay Street  
Toronto ON M5J 2T3

Attention: Adam Sherman, Partner

Invoice No. 630483 – Ending January 24, 2021

Re: Claim against Nygard International Partnership Receivership  
Our Matter No. 65803 0173004 GBT

Disbursements:

Paid to	Court Fees PAYEE: Minister of Finance (Manitoba); REQUEST#: 312797; DATE: 1/19/2021. - Notice of Motion Filing Fee with Queen's Bench	\$	100.00	
Paid to	Indirect Provincial Sales Tax	\$	1.02	
Paid to	Long Distance	\$	0.11	*
Paid to	Minute Books, Stationery	\$	14.31	*
Paid to	Imaging	\$	328.75	*
Total Disbursements		\$	444.19	
*GST/HST on Taxable Disbursements		\$	17.16	

Our fees for all professional services:

<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
January 15, 2021	RAM	E-mail from Justice Edmond's assistant regarding case conference; e-mail from M. LaBossiere and B. Taylor regarding draft response to M. Diegel; e-mail from B. Taylor regarding return of vehicle; e-mail from B. Taylor and E. Finley regarding Broadway sale and draft	0.70



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
		Tenth Report; e-mail from E. Finley, B. Taylor and D. Tait regarding Privacy Commissioner; conference with M. LaBossiere regarding Brief regarding sale approval authorities; e-mail from Justice Edmond and M. LaBossiere regarding videoconference;	
January 18, 2021	RAM	E-mail from and e-mail to B. Taylor, M. LaBossiere and E. Finley regarding form of Inkster Approval and Vesting Order; e-mail from M. Abramowitz and W. Onchulenko; e-mail from S. Farlinger regarding receivership update; e-mail to Justice Edmond's assistant regarding case conference; e-mail from and e-mail to J. Dacks regarding update; e-mail from J. Burnell regarding form of Inkster Approval and Vesting Order; e-mail from and e-mail to B. Taylor and M. LaBossiere regarding Broadway Approval and Vesting Order; e-mail from and e-mail to B. Taylor and M. LaBossiere regarding disclosure of purchase price; e-mail from and e-mail to J. Caylor and E. Finley regarding updated fee summary;	2.00
January 18, 2021	DMM	Preparing Broadway closing agenda; Reviewing Broadway offer and amendments;	1.40
January 18, 2021	GBT	email correspondence; consider revision to draft Inkster Approval and Vesting Order; review draft Order; consider and draft response to Justice Edmond re case conference; consider issues re draft Order, circulate draft advice to Receiver; follow up with Nygard counsel, Bacon counsel re changes to draft Order; Broadway sale approval motion matters; telephone	4.80



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
		discussion with W. Onchulenko; follow up re W. Onchulenko proposed further edit; follow up with Jane Doe Plaintiffs' counsel re changes to proposed Order, inquiries from counsel;	
January 18, 2021	MML	E-mail exchange with B. Taylor and R. McFadyen regarding e-mail to M. Abramowitz; e-mail exchange with E. Finley, A. Sherman, B. Taylor and R. McFadyen; preparing Notice of Motion and Broadway Approval and Vesting Order; e-mail exchange with C. Laniuk regarding filing; e-mail to Service List regarding Notice of Motion and Order; e-mail exchange with B. Taylor and R. McFadyen regarding wording of order; e-mail exchange with B. Taylor and R. McFadyen regarding e-mail from W. Onchulenko; e-mail exchange with B. Taylor and R. McFadyen regarding e- mail exchange with G. Gutzler and M. Abramowitz;	1.70
January 19, 2021	RAM	E-mail from B. Taylor, M. LaBossiere A. Sherman regarding form of Inkster Approval and Vesting Order, document preservation; Conference call with A. Sherman, E. Finley, B. Taylor and M. LaBossiere regarding form of Inkster Approval and Vesting Order; E-mail from and E-mail to B. Taylor regarding draft message to Justice Edmond regarding case conference; E-mail from B. Taylor regarding return of vehicle; Preparing update fee summary, accounts for reports; E-mail to J. Caylor, E. Finley regarding updated fee summaries, redacted accounts;	2.60
January 19, 2021	DMM	Emails from counsel; E-mail from	0.30



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
		purchaser's counsel;	
January 19, 2021	GBT	email correspondence; consider issues re edits to Inkster Approval and Vesting Order, and circulate comments; prepare revised edited proviso wording; prepare and circulate draft update message to Justice Edmond; further revise and circulate draft proviso wording; conference call A. Sherman, E. Finley, R. McFadyen, M. LaBossiere; follow up re RV, cottage removal; finalize and send message to Mr. Justice Edmond; finalize and send message to G. Gutzler, M. Abramowitz re Inkster Order; telephone discussion with M. LaBossiere; follow up with Respondents/Nygard counsel re order; follow up with Bacon counsel re Order; prepare and circulate draft message to Justice Edmond and follow up; further matters re finalizing the form of the Inkster Approval and Vesting Order; prepare case conference;	5.30
January 19, 2021	MML	Conference call with B. Taylor, R. McFadyen and A. Sherman and E. Finley; e-mail exchange with B. Taylor and R. McFadyen regarding Order; reviewing Receivership Order; e-mail exchange with B. Taylor and R. McFadyen regarding wording; telephone call from B. Taylor regarding order; e-mail from B. Taylor regarding reviewing keys; preparing Order letter to [REDACTED]; voice mail to E. Finley regarding letter to Auld Phillips; e-mail exchange with B. Taylor regarding e-mail exchange with J. Burnell, W. Onchulenko, M. Abramowitz and G. Gutzler regarding order; e-mail exchange with B. Taylor	6.00



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
		regarding case; reviewing case;	
January 20, 2021	RAM	Attending at case conference regarding settlement of form of Inkster Approval and Vesting Order; e-mail from and e-mail to B. Taylor, M. LaBossiere and other counsel regarding form of Inkster Approval and Vesting Order; e-mail from E. Finley regarding draft Tenth Report; reviewing and considering draft Tenth Report; e-mail to and e-mail from B. Taylor, M. LaBossiere and D. Mitchell regarding draft Tenth Report; e-mail from D. Magisano regarding documents;	2.70
January 20, 2021	DMM	E-mail exchange with Colliers; E-mail from client; Voice mail from Colliers; Telephone call to counsel; Voice mail to Colliers; Revising Tenth Report; E-mail to counsel; E-mail exchange with counsel; Reviewing changes to Tenth Report; E-mail to counsel;	2.40
January 20, 2021	GBT	email correspondence; prepare case conference; attend case conference (Teams meeting); follow up discussions with R. McFadyen, M. LaBossiere re changes to form of Inkster Approval and Vesting Order, Broadway approval motion; telephone discussion with A. Sherman; review draft Tenth Report of the Receiver and circulate comments;	5.40
January 20, 2021	MML	Attending at zoom case conference; preparing Inkster AVO; e-mail exchange with M. Abramowitz, W. Onchulenko, D. Magisano, B. Taylor and R. McFadyen regarding form of Order; reviewing tenth report of the Receiver;	4.30
January 21, 2021	RAM	E-mail from and e-mail to E. Finley,	0.60



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
		B. Taylor, M. LaBossiere and D. Mitchell regarding draft Tenth Report and appendices; e-mail from Motions Coordinator regarding Notice of Motion for Broadway Approval and Vesting Order; e-mail from W. Onchulenko and M. LaBossiere regarding Inkster Approval and Vesting Order; e-mail from M. LaBossiere regarding filing and service of Tenth Report; e-mail from E. Finley and M. Rosensaft regarding subpoena response;	
January 21, 2021	DMM	Emails from counsel; Emails from client; Reviewing revised Tenth Report;	0.80
January 21, 2021	GBT	email correspondence; review and revise draft Tenth Report, and circulate; SDNY subpoena matters; service matters; consider issues re Broadway Approval and Vesting motion; consider issues re RV, cottage removal;	3.70
January 21, 2021	MML	E-mail exchange with E. Finley [REDACTED]; preparing Tenth Report of the Receiver and Confidential Appendices; e-mail to Service List; e-mail to C. Laniuk regarding Tenth Report of the Receiver;	0.70
January 22, 2021	RAM	E-mail from and e-mail to M. LaBossiere and B. Taylor regarding Broadway Approval and Vesting motion; e-mail from B. Taylor regarding return of vehicle; e-mail from and e-mail to B. Taylor and M. LaBossiere regarding Teams notification for hearing; e-mail from and e-mail to M. LaBossiere regarding Affidavit of Service; e-mail from E.	0.60



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
		Finley regarding subpoena response; e-mail from E. Finley and B. Taylor regarding media inquiry; e-mail from B. Taylor and W. Onchulenko regarding distribution motion;	
January 22, 2021	GBT	email correspondence; follow up re Inkster matters, Broadway approval hearing date; communications with Manitoba Court of Queen's Bench; SDNY subpoena matters; Broadway motion matters; C. Barghout message; W. Onchulenko inquiries re distribution to Lenders;	1.80
January 22, 2021	MML	E-mail exchange with B. Taylor and R. McFadyen regarding hearing; preparing Affidavit of Service;	1.20
January 23, 2021	RAM	E-mail from B. Taylor regarding media article regarding receivership; conference with, e-mail from and e-mail from B. Taylor and M. LaBossiere, D. Mitchell regarding draft Broadway Approval and Vesting Order; revising draft Broadway Approval and Vesting Order; outline submission Broadway Approval and Vesting Order;	1.80
January 24, 2021	DMM	E-mail exchange with counsel; Reviewing Broadway documentation; Reviewing title and tax searches; E-mail to Taylor McCaffrey; E-mail to counsel;	0.70
January 24, 2021	GBT	email correspondence; Broadway Order matters;	0.30
January 24, 2021	BAT	E-mail exchange with counsel regarding required word version of documents in report for closings in February;	0.20





Total Fees	\$ 25,512.00
GST/HST on Fees	\$ 1,275.60
RST on Fees	\$ 1,785.84
Total Fees, Disbursements and Taxes	\$ 29,034.79

GST Registration No. 121757413

Interest will be charged at the rate of 7% per annum on unpaid invoices calculated from a date that is one month after the date of this invoice.



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February 3, 2021

Richter Advisory Group Inc.  
Receiver Nygard International Partnership  
Bay Wellington Tower  
3510 - 181 Bay Street  
Toronto ON M5J 2T3

Attention: Adam Sherman, Partner

Invoice No. 630999 – Ending January 31, 2021

Re: Claim against Nygard International Partnership Receivership  
Our Matter No. 65803 0173004 GBT

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**REMITTANCE COPY**

Total Fees	\$	14,714.00
Total Disbursements	\$	38.75
Total GST/HST	\$	737.64
Total RST	\$	1,029.98
 Total Due This Invoice	 \$	 16,520.37

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GST Registration No. 121757413

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February 3, 2021

Richter Advisory Group Inc.  
Receiver Nygard International Partnership  
Bay Wellington Tower  
3510 - 181 Bay Street  
Toronto ON M5J 2T3

Attention: Adam Sherman, Partner

Invoice No. 630999 – Ending January 31, 2021

Re: Claim against Nygard International Partnership Receivership  
Our Matter No. 65803 0173004 GBT

Disbursements:

Paid to	WLTO Search	\$	26.00	*
Paid to	Imaging	\$	12.75	*
Total Disbursements			\$	38.75
*GST/HST on Taxable Disbursements			\$	1.94

Our fees for all professional services:

<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
January 25, 2021	RAM	E-mail from D. Mitchell and M. LaBossiere regarding draft Broadway Approval and Vesting Order; e-mail from E. Finley and B. Taylor regarding DEFA request; e-mail from Motions Coordinator regarding filing of documents; e-mail from Justice Edmond and M. LaBossiere regarding Inkster Approval and Vesting Order; e-mail to Justice Edmond and other parties regarding draft form of Order;	0.70
January 25, 2021	DMM	E-mail from Purchaser's counsel; E-	0.20



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
		mail from counsel; E-mail to purchaser's counsel;	
January 25, 2021	GBT	email correspondence; E/B DEFA Order request follow up; Broadway Approval motion matters, consider revisions to proposed Order;	0.60
January 25, 2021	MML	E-mail exchange with J. Edmond regarding Order;	0.20
January 25, 2021	BAT	Reviewing requested documents to convert to Word; run conversion software; strip formatting; e-mail to A. Kauk regarding formatting assistance; e-mail from A. Kauk attaching documents; e-mail to counsel attaching documents;	0.90
January 26, 2021	RAM	E-mail from B. Taylor regarding position on Broadway Approval and Vesting Order; e-mail from M. LaBossiere regarding Inkster Approval and Vesting Order; e-mail from B. Taylor regarding sale of cottage; e-mail from E. Finley regarding removal of vehicle; e-mail from D. Steinfeld regarding entry of Order in HBC claim; reviewing and considering 10th Report and prior Brief regarding sale approval; preparing for hearing of Broadway Approval and Vesting Order matter;	0.70
January 26, 2021	DMM	E-mail from counsel; Reviewing AVO; E-mail exchange with counsel; E-mail to purchaser's counsel; E-mail to Colliers; Revising Closing agenda; Preparing closing documents; E-mail exchange with purchaser's counsel;	1.90
January 26, 2021	GBT	email correspondence; follow up re Debtor position on Broadway motion; telephone discussion with S.	1.00



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
		Smukowich and follow up; Order matters; consider issues re disclosure of price; hearing matters;	
January 26, 2021	MML	E-mail from B. Taylor regarding position on motion; e-mail exchange with C. Laniuk regarding Order; e-mail exchange with B. Taylor and R. McFadyen regarding approval and vesting order; e-mail exchange with D. Mitchell regarding approval and vesting order; e-mail exchange with E. Finley and A. Sherman regarding approval and vesting order;	0.40
January 27, 2021	RAM	E-mail from and e-mail to D. Steinfeld regarding Order withdrawing as counsel; reviewing and considering 10th Report and prior Brief regarding sale approval; preparing for hearing of Broadway Approval and Vesting Order matter; e-mail from W. Onchulenko, E. Finley and B. Taylor regarding disclosure of purchase price; e-mail from J. Dacks and B. Taylor regarding update on hearing for Broadway Approval and Vesting Order; e-mail from and e-mail to B. Taylor and M. LaBossiere regarding form of Approval and Vesting Order; e-mail to and e-mail from E. Finley and A. Sherman regarding Approval and Vesting Order; reviewing letter from D. Steinfeld regarding Order removing Fillmore Riley LLP; e-mail from W. Onchulenko regarding Notice of Motion for payment to lenders; e-mail from B. Taylor and E. Finley regarding Notice of Motion for payment to lenders;	4.20
January 27, 2021	DMM	E-mail exchange with client; Reviewing Broadway documents; emails from counsel;	0.40



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
January 27, 2021	GBT	email correspondence; follow up re price disclosure; Broadway Order matters; consider Respondents Notice of Motion; telephone discussion with J. Dacks; follow up with client; follow up with W. Onchulenko as to motion to pay lenders;	1.20
January 27, 2021	KBB	Preparing Inkster closing documents;	0.70
January 27, 2021	MML	Attending at Teams hearing; attending meeting with B. Taylor and R. McFadyen regarding hearing; e-mail exchange with E. Finley, A. Sherman, R. McFadyen and B. Taylor regarding hearing; conference call with A. Sherman, E. Finley, R. McFadyen and B. Taylor regarding eleventh report and claims process; preparing Broadway Approval and Vesting Order; e-mail exchange with service parties regarding consent as to form; e-mail to C. Laniuk regarding scheduling;	2.90
January 28, 2021	BDT	E-mail to B. Taylor regarding Netwalker Takedown;	0.40
January 28, 2021	RAM	E-mail from and e-mail to B. Taylor regarding form of Broadway Approval and Vesting Order; revising form of Broadway Approval and Vesting Order; attending at hearing for Broadway Approval and Vesting Order; e-mail from B. Taylor regarding return of vehicles; e-mail from E. Finley and B. Taylor regarding further motion and Landlord Charge process; e-mail from M. LaBossiere regarding form of Broadway Approval and Vesting Order; e-mail from B. Taylor, M. LaBossiere and E. Finley regarding	2.70



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
		videos; conference call with E. Finley, A. Sherman, M. LaBossiere and B. Taylor regarding Landlord Charge process, distribution of funds and videos; e-mail from D. Tait and B. Taylor regarding Netwalker update; voice mail from D. Duffy regarding claim against Hilco; e-mail from M. LaBossiere [REDACTED]; e-mail from M. LaBossiere and B. Taylor regarding hearing date for Landlord Charge process;	
January 28, 2021	DMM	E-mail exchange with counsel; Revising release agreement; E-mail to counsel;	0.80
January 28, 2021	GBT	email correspondence; review materials, prepare Broadway motion hearing; consider revisions to proposed Broadway approval order; attend at Manitoba Court of Queen's Bench (Teams Meeting) for Broadway approval motion hearing; discussion with R. McFadyen, M. LaBossiere re landlord charge claims motion; follow up re W. Onchulenko message re "tapes"/CBC, and consider issues; prepare and circulate draft reply to W. Onchulenko; conference call A. Sherman, E. Finley, R. McFadyen, M. LaBossiere; telephone discussion with J. Dacks, D. Rosenblat; landlord charge hearing matters;	4.70
January 28, 2021	KBB	Revising Inkster closing documents;	0.10
January 28, 2021	MML	Attending at Teams hearing; attending meeting with B. Taylor and R. McFadyen regarding hearing; e-mail exchange with E. Finley, A. Sherman and R. McFadyen and B. Taylor regarding hearing; conference call with A. Sherman, E. Finley and R.	2.90



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
		McFadyen and B. Taylor regarding eleventh report and claims process; preparing Broadway Approval and Vesting Order; e-mail exchange with service parties regarding consent as to form; e-mail to C. Laniuk regarding scheduling;	
January 29, 2021	RAM	E-mail from M. LaBossiere and other counsel regarding consent as to form of Broadway Approval and Vesting Order; e-mail from, e-mail to and telephone call from E. Finley regarding draft Statement of Claim against Hilco; revising draft Statement of Claim against Hilco; e-mail to C. Berish and D. Duffy regarding draft Statement of Claim against Hilco; e-mail from M. Rosensaft regarding subpoena;	0.60
January 29, 2021	DMM	Reviewing transmission documents for Inkster; Reviewing title and tax searches; E-mail to MLTA; E-mail from MLTA; Telephone call to counsel; E-mail to Taylor McCaffrey;	1.90
January 29, 2021	GBT	email correspondence; Inkster sale closing matters; Broadway sale closing matters; telephone discussions with D. Mitchell;	1.20
January 29, 2021	MML	E-mail exchange with M. Abramowitz regarding Order; e-mail to C. Laniuk regarding hearing date;	0.20
January 30, 2021	RAM	E-mail from other counsel regarding form of Broadway Approval and Vesting Order;	0.10
January 31, 2021	GBT	email correspondence; consider issues re cottage removal, RV, Inkster sale matters;	0.20





Total Fees	\$ 14,714.00
GST/HST on Fees	\$ 735.70
RST on Fees	\$ 1,029.98
Total Fees, Disbursements and Taxes	\$ 16,520.37

GST Registration No. 121757413

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February 10, 2021

Richter Advisory Group Inc.  
Receiver Nygard International Partnership  
Bay Wellington Tower  
3510 - 181 Bay Street  
Toronto ON M5J 2T3

Attention: Adam Sherman, Partner

Invoice No. 631514 – Ending February 7, 2021

Re: Claim against Nygard International Partnership Receivership  
Our Matter No. 65803 0173004 GBT

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**REMITTANCE COPY**

Total Fees	\$	14,358.00
Total Disbursements	\$	316.56
Total GST/HST	\$	733.73
Total RST	\$	1,005.06
 Total Due This Invoice	 \$	 16,413.35

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GST Registration No. 121757413

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February 10, 2021

Richter Advisory Group Inc.  
Receiver Nygard International Partnership  
Bay Wellington Tower  
3510 - 181 Bay Street  
Toronto ON M5J 2T3

Attention: Adam Sherman, Partner

Invoice No. 631514 – Ending February 7, 2021

Re: Claim against Nygard International Partnership Receivership  
Our Matter No. 65803 0173004 GBT

Disbursements:

Paid to	Court Reporters - Trial Transcripts PAYEE: Solution Process Serving Ltd.; REQUEST#: 313964; DATE: 2/9/2021. - Invoice no. 050673	\$	269.00	*
Paid to	Court Reporters - Trial Transcripts PAYEE: Solution Process Serving Ltd.; REQUEST#: 313964; DATE: 2/9/2021. - Invoice no. 050672	\$	30.00	*
Paid to	Long Distance Telephone	\$	10.06	*
Paid to	Imaging	\$	7.50	*
Total Disbursements			\$	316.56
*GST/HST on Taxable Disbursements			\$	15.83

Our fees for all professional services:

<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
February 1, 2021	RAM	E-mail from B. Taylor, D. Mitchell and E. Finley regarding removal of cottage and vehicle return; e-mail from E. Finley and D. Mitchell regarding extension of closing date; e-mail from E. Finley regarding update regarding subpoena;	0.30



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
February 1, 2021	DMM	Emails from counsel; Emails from client; Reviewing Tenth Amending Agreement; E-mail to purchaser's counsel; E-mail exchange with client; Preparing form of release; E-mail to counsel; Voice mail from Taylor McCaffrey; Voice mail to Taylor McCaffrey; Telephone call from Taylor McCaffrey; Revising closing agenda; Preparing Broadway closing documents; E-mail to Taylor McCaffrey; E-mail exchange with client regarding form of release; E-mail exchange with counsel regarding form of release; E-mail to client;	3.30
February 1, 2021	GBT	email correspondence; telephone discussion with E. Finley; follow up re Chaves release; follow up with W. Onchulenko re cottage removal, RV; review P. Nygard cottage release, follow up; Inkster closing matters; landlord charge motion considerations;	1.90
February 1, 2021	KBB	Revising closing documents;	0.20
February 1, 2021	MML	E-mail exchange with B. Taylor, R. McFadyen, E. Finley, A. Sherman and Katten regarding call; e-mail from B. Taylor and E. Finley regarding Inkster;	0.20
February 2, 2021	RAM	E-mail from B. Taylor regarding removal of cottage and return of vehicle; e-mail from D. Mitchell and E. Finley regarding closing dates for Inkster and Broadway;	0.20
February 2, 2021	DMM	E-mail exchange with purchaser's counsel; E-mail to client; E-mail to MLTA; E-mail to Taylor McCaffrey; E-mail exchange with Taylor McCaffrey;	0.80



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
February 2, 2021	GBT	email correspondence; landlord charge hearing matters; conference call A. Sherman, E. Finley, J. Hall, M. Rosensaft, M. LaBossiere; telephone discussion with M. LaBossiere; RV matters;	1.80
February 2, 2021	KBB	Revising closing documents;	0.30
February 2, 2021	MML	E-mail exchange with B. Taylor regarding dates; e-mail exchange with E. Finley regarding Broadway AVO; e-mail to C. Laniuk regarding Order; Order transcripts; conference call with B. Taylor, E. Finley, A. Sherman, M. Rosensaft and J. Hall regarding US Attorney and US Employees; research concerning application of BIA priorities to employees outside of Canada;	3.80
February 3, 2021	RAM	E-mail from E. Finley and B. Taylor regarding cottage removal;	0.10
February 3, 2021	DMM	Revising Broadway documents; E-mail to Taylor McCaffrey; E-mail exchange with Colliers; Voice mail to Colliers;	0.70
February 3, 2021	GBT	email correspondence; RV/cottage removal matters;	0.20
February 3, 2021	MML	Research concerning application of BIA to foreign employees; preparing memo to B. Taylor regarding research concerning application of BIA to foreign employees;	6.10
February 4, 2021	RAM	E-mail from B. Taylor and E. Finley regarding removal of cottage; e-mail from D. Magisano regarding update regarding documents; e-mail from D. Duffy regarding claim against Hilco; e-mail to and e-mail from A. Sherman	0.40



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
		and E. Finley regarding claim against Hilco; e-mail from D. Mitchell regarding Broadway sale;	
February 4, 2021	DMM	E-mail exchange with purchaser's counsel; Reviewing tax search; Reviewing statement of adjustments; Reviewing closing agenda; E-mail to MLTA; Reviewing Broadway documents; Reviewing statement of adjustments; E-mail exchange with Taylor McCaffrey; Voice mail from Taylor McCaffrey; Telephone call to Taylor McCaffrey; Emails from counsel; Reviewing AVO;	1.50
February 4, 2021	GBT	email correspondence; RV/cottage removal matters; sale closing matters; follow up re E/B records request; telephone discussions with M. LaBossiere re employee claim priorities; consider BIA provisions re employee claim priority; telephone discussion with J. Dacks; follow up with J. Dacks; telephone discussion with A. Sherman; Hilco matters;	2.20
February 4, 2021	KBB	Preparing closing documents;	0.80
February 4, 2021	MML	E-mail from E. Finley and B. Taylor regarding cottage; e-mail from B. Taylor regarding e-mail to W. Onchulenko regarding cottage; research concerning cR.-border insolvencies and treatment of US employees; telephone call to B. Taylor regarding research concerning cR.-border insolvencies and treatment of US employees; telephone call from B. Taylor regarding cR.-border insolvencies;	3.20
February 5, 2021	RAM	E-mail from E. Finley regarding document request; reviewing and	1.30



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
		finalize Statement of Claim against Hilco; e-mail from D. Steinfeld regarding HBC claim; e-mail from M. LaBossiere and E. Finley regarding Nygard bail; e-mail to and e-mail from Ontario clerk regarding filing of Statement of Claim and Notice of Appointment of Lawyer; preparing Information for Court Use form; e-mail to A. Sherman and E. Finley regarding Statement of Claim against Hilco; e-mail to and e-mail from D. Duffy and C. Berish regarding Statement of Claim against Hilco; e-mail from E. Finley regarding Auld Phillips settlement; conference with M. LaBossiere [REDACTED];	
February 5, 2021	DMM	E-mail from Colliers; E-mail to client; Telephone call to client; E-mail to Taylor McCaffrey; Revising closing documents; E-mail to Taylor McCaffrey; Reviewing vesting documents (Broadway) ; E-mail to Taylor McCaffrey; E-mail from counsel; E-mail from client; E-mail exchange with purchaser's counsel (Inkster); E-mail to client; E-mail exchange with client;	1.60
February 5, 2021	GBT	email correspondence; sale matters; telephone discussion with J. Dacks; review Bankruptcy and Insolvency Act, Wage Earners' Protection Program Act re priority of employee claims; telephone discussion with M. LaBossiere; [REDACTED]; Hilco claim;	2.30
February 5, 2021	KBB	Revising closing documents;	0.20
February 5, 2021	MML	Telephone call from B. Taylor regarding US employees; e-mail	1.20



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
		exchange with [REDACTED] [REDACTED] [REDACTED];	
February 6, 2021	GBT	email correspondence;	0.10
February 7, 2021	DMM	E-mail exchange with purchaser's counsel; Reviewing Tenth Amending Agreement (Inkster); E-mail to client; E-mail exchange with client; E-mail to purchaser's counsel; E-mail exchange with purchaser's counsel;	0.60
February 7, 2021	GBT	email correspondence;	0.20
February 7, 2021	KBB	Revising closing documents;	0.20
Total Fees			\$ 14,358.00
GST/HST on Fees			\$ 717.90
RST on Fees			\$ 1,005.06
Total Fees, Disbursements and Taxes			\$ 16,413.35

GST Registration No. 121757413

Interest will be charged at the rate of 7% per annum on unpaid invoices calculated from a date that is one month after the date of this invoice.





**THOMPSON  
DORFMAN  
SWEATMAN**

242 Hargrave Street, Suite 1700  
Winnipeg MB R3C 0V1  
Canada  
Tel (204) 957-1930  
Fax (204) 934-0570  
www.tdslaw.com  
general email: info@tdslaw.com

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February 17, 2021

Richter Advisory Group Inc.  
Receiver Nygard International Partnership  
Bay Wellington Tower  
3510 - 181 Bay Street  
Toronto ON M5J 2T3

Attention: Adam Sherman, Partner

Invoice No. 631745 – Ending February 14, 2021

Re: Claim against Nygard International Partnership Receivership  
Our Matter No. 65803 0173004 GBT

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**REMITTANCE COPY**

Total Fees	\$	14,200.00
Total Disbursements	\$	51.86
Total GST/HST	\$	712.59
Total RST	\$	994.00
 Total Due This Invoice	 \$	 15,958.45

Please return this page with your payment payable to Thompson Dorfman Sweatman LLP.

For your convenience, TDS now has a Pay Online feature available at **tdslaw.com**.

GST Registration No. 121757413

Interest will be charged at the rate of 7% per annum on unpaid invoices calculated from a date that is one month after the date of this invoice.



**THOMPSON  
DORFMAN  
SWEATMAN**

242 Hargrave Street, Suite 1700  
Winnipeg MB R3C 0V1  
Canada  
Tel (204) 957-1930  
Fax (204) 934-0570  
www.tdslaw.com  
general email: info@tdslaw.com

February 17, 2021

Richter Advisory Group Inc.  
Receiver Nygard International Partnership  
Bay Wellington Tower  
3510 - 181 Bay Street  
Toronto ON M5J 2T3

Attention: Adam Sherman, Partner

Invoice No. 631745 – Ending February 14, 2021

Re: Claim against Nygard International Partnership Receivership  
Our Matter No. 65803 0173004 GBT

Disbursements:

Paid to	Long Distance	\$	0.11	*
Paid to	Legal Data Resources Corp.	\$	46.00	*
Paid to	Imaging	\$	5.75	*
Total Disbursements			\$	51.86
*GST/HST on Taxable Disbursements			\$	2.59

Our fees for all professional services:

<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
February 8, 2021	ABF	E-mail from R. McFadyen regarding draft letter to employees; reviewing draft letter and e-mail to R. McFadyen regarding preliminary comments;	0.40
February 8, 2021	RAM	E-mail from M. LaBossiere regarding [REDACTED]; e-mail from E. Finley regarding removal of cottage; e-mail from E. Finley and B. Taylor regarding employee issues; e-mail to A. Frost, B. Taylor and M. LaBossiere regarding employment	0.60



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
		contract; e-mail from and e-mail to B. Taylor and M. LaBossiere regarding notice to Service List and landlords;	
February 8, 2021	DMM	E-mail from counsel; Emails from Colliers; E-mail from client; Preparing Statement of Adjustments; E-mail to MLTA; E-mail exchange with MLTA; Revising closing documents; E-mail to MLTA; E-mail to counsel;	2.10
February 8, 2021	GBT	email correspondence; voice message to W. Onchulenko; employee claims and termination matters; Inkster sale matters; telephone discussion with W. Onchulenko; telephone discussion with E. Finley; landlord charge claims process hearing considerations; Inkster sale matters;	2.40
February 8, 2021	KBB	Reviewing and revising closing documents; E-mail exchange with and telephone call from counsel regarding response to revisions;	1.00
February 8, 2021	MML	E-mail to E. Finley and A. Sherman regarding releases; e-mail [REDACTED];	0.20
February 9, 2021	RAM	E-mail from and e-mail to A. Frost and B. Taylor regarding change in employment relationship; reviewing and considering draft independent contractor agreement; conference with M. LaBossiere regarding notice to interested parties and landlords; e-mail from and e-mail to B. Taylor and M. LaBossiere regarding notice to interested parties and landlords; e-mail to and e-mail from E. Finley, B. Taylor, A. Frost and M. LaBossiere regarding draft independent contractor agreement and conference call; e-mail from M. Rosensaft regarding subpoena	1.30



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
		response; e-mail from Toronto agent regarding filing of Notice of Appointment of Lawyer regarding HBC claim; e-mail from D. Mitchell [REDACTED] sale of intellectual property;	
February 9, 2021	DMM	E-mail from client; Reviewing outstanding matters; E-mail [REDACTED];	0.40
February 9, 2021	GBT	email correspondence; review draft contract, independent contractor considerations; telephone discussion with R. McFadyen; consider draft message to service list re March 3 hearing; social media assignment matters; Inkster closing matters;	2.30
February 9, 2021	MML	E-mail exchange with B. Taylor and R. McFadyen regarding e-mail to Service List and Landlord Service List;	0.50
February 10, 2021	ABF	Conference call with R. McFadyen, E. Finley, A. Sherman and others regarding employee and independent contractor issues; e-mail from and e-mail to R. McFadyen regarding draft independent contractor letter; reviewing and revising draft independent contractor letter	0.80
February 10, 2021	RAM	E-mail from B. Taylor regarding removal of cottage; conference call with E. Finley, A. Sherman, A. Frost and M. LaBossiere regarding contractor relationship; revising draft contractor agreement; e-mail to A. Frost, B. Taylor and M. LaBossiere regarding draft independent contractor agreement; e-mail to E. Finley, A. Sherman, B. Taylor, A. Frost and M. LaBossiere regarding draft	0.90



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
		independent contractor agreement;	
February 10, 2021	DMM	E-mail from MLTA; Reviewing extra-provincial documents; E-mail to MLTA; E-mail to Colliers;	0.50
February 10, 2021	GBT	email correspondence; contractor arrangements; closing matters;	0.60
February 10, 2021	KBB	Reviewing closing documents	0.30
February 10, 2021	MML	Conference call with R. McFadyen, A. Frost, A. Sherman and E. Finley regarding employees; [REDACTED] [REDACTED];	1.20
February 11, 2021	RAM	Conference with, e-mail from and e-mail to M. LaBossiere and B. Taylor regarding [REDACTED] [REDACTED]; revising draft form of Mutual Release; e-mail from and e-mail to B. Taylor, A. Frost and M. LaBossiere regarding draft independent contractor agreement; e-mail from D. Mitchell and M. LaBossiere regarding closing of Inkster transaction; e-mail from D. Mitchell regarding Broadway transaction; e-mail from M. Rosensaft regarding subpoena response;	0.80
February 11, 2021	DMM	Reviewing closing agenda for Inkster; Reviewing Inkster closing documents; E-mail to client; E-mail from Purchaser's counsel; Reviewing trust letter; Preparing trust letter; E-mail exchange with purchaser's counsel; E-mail to counsel; Telephone call from Taylor McCaffrey; E-mail to client; E-mail exchange with counsel regarding AVO and receiver's certificate; Reviewing AVO and receiver's certificate;	2.40



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
February 11, 2021	GBT	email correspondence; consider revised independent contractor engagement and follow up; sales matters;	0.90
February 11, 2021	KBB	Revising closing documents; Preparing trust letter;	0.40
February 11, 2021	MML	Preparing draft mutual release regarding [REDACTED]; e-mail exchange with B. Taylor and R. McFadyen regarding release; e-mail exchange with [REDACTED]; [REDACTED]; telephone call to [REDACTED]; [REDACTED]; e-mail exchange with B. Taylor, R. McFadyen and D. Mitchell regarding Receiver's certificate and Inkster AVO;	2.00
February 12, 2021	RAM	E-mail from A. Frost regarding independent contractor issue; e-mail to A. Sherman, E. Finley, B. Taylor and A. Frost regarding independent contractor; e-mail from A. Sherman and D. Mitchell regarding closing Inkster transaction; e-mail from M. LaBossiere regarding notice of hearing and landlord claim process; e-mail from and e-mail to and conference call with E. Finley, A. Sherman, B. Taylor and M. LaBossiere regarding landlord claim process; e-mail from [REDACTED]; [REDACTED]; [REDACTED]; e-mail from E. Finley and D. Mitchell regarding closing of Inkster transaction;	1.60
February 12, 2021	DMM	E-mail exchange with client; Reviewing closing documents; Conference call with counsel; E-mail to counsel; E-mail exchange with	1.40



<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>
		client; E-mail to purchaser's counsel; E-mail exchange with purchaser's counsel; Telephone call to counsel; E-mail to purchaser's counsel; E-mail exchange with MLTA; E-mail exchange with client; E-mail to Taylor McCaffrey; Revising trust letter;	
February 12, 2021	GBT	email correspondence; sale matters; telephone discussion with D. Mitchell re Inkster closing matters; review Landlord Terms Order; RV matters; conference call A. Sherman, E. Finley, R. McFadyen, M. LaBossiere re landlord charge claims process;	2.20
February 12, 2021	KBB	Revising trust letter;	0.20
February 12, 2021	MML	E-mail to Main Service List and Landlord Service list; e-mail exchange with A. Sherman and E. Finley regarding release; conference call with B. Taylor, R. McFadyen, E. Finley and A. Sherman; e-mail exchange with B. Taylor and R. McFadyen regarding reasons for decision; updating service list;	1.50
February 14, 2021	DMM	Revising trust letter; E-mail to counsel; Reviewing Inkster closing agenda;	0.80
Total Fees			\$ 14,200.00
GST/HST on Fees			\$ 710.00
RST on Fees			\$ 994.00
Total Fees, Disbursements and Taxes			\$ 15,958.45



Interest will be charged at the rate of 7% per annum on unpaid invoices calculated from a date that is one month after the date of this invoice.



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# Katten

Direct Billing Inquiries to:  
**Lisa Quintana**  
212-940-8573  
lisa.quintana@katten.com

575 Madison Avenue  
New York, NY 10022-2585

January 21, 2021

Richter Advisory Group Inc.  
Attn: Gilles Benchaya  
200 South Wacker Drive, Suite 3100  
Chicago, IL 60606

Invoice No. 1301669568  
Client No. 393878  
Matter No. 00001

FEIN: 36-2796532

**Re: Nygard Chapter 15 Proceeding** (393878.00001)

For legal services rendered through December 31, 2020..... \$53,087.00

Disbursements and other charges..... \$64.80

**CURRENT INVOICE TOTAL:** \$53,151.80

Disbursements and other charges incurred which have not yet been posted as of the above date will be billed at a later date

Katten Muchin Rosenman LLP is an Illinois limited liability partnership including professional corporations that has elected  
to be governed by the Illinois Uniform Partnership Act (1997)  
Katten Muchin Rosenman UK LLP is a limited liability partnership of solicitors and Registered Foreign Lawyers registered in England and Wales

**PROFESSIONAL SERVICES**  
Matter 00001: Nygard Chapter 15 Proceeding

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
03 Dec 20	Hall, Jerry L.	Call among B. Taylor and others regarding [REDACTED] issues (.80); call with M. Rosella regarding [REDACTED] and related matters (.40); review access order and related documents (.80); brief research regarding [REDACTED] matters (.60)	2.60
03 Dec 20	Rosella, Michael	Research case law on [REDACTED], as well as the standard for [REDACTED], for J. Hall (2.50); begin to prepare email with summary for J. Hall (.50)	3.00
04 Dec 20	Hall, Jerry L.	Review research regarding [REDACTED] (2.10); email among B. Taylor and others regarding [REDACTED] (.30)	2.40
04 Dec 20	Rosella, Michael	Continue to research case law regarding [REDACTED], and prepare email to J. Hall with summary (1.20); research case law on [REDACTED] (1.20); prepare email summary for client (.60)	3.00
07 Dec 20	Siena, Marie	Update case calendar with upcoming hearing details (.20)	0.20
07 Dec 20	Rosensaft, Michael M.	Communications regarding production (.50)	0.50
07 Dec 20	Hall, Jerry L.	Review brief regarding document preservation (.70)	0.70
08 Dec 20	Rosensaft, Michael M.	Review material for production; communications regarding production (1.00)	1.00
08 Dec 20	Hall, Jerry L.	Attend hearing regarding document retention (.80); email among M. Rosensaft, P. Patel and others regarding [REDACTED] (.20)	1.00
08 Dec 20	Nussbaum, Jake	Review materials sent by company from P. Nygard's offices (1.80); meet with M. Rosensaft regarding materials and next steps (.20)	2.00
09 Dec 20	Rosensaft, Michael M.	Review materials for production (1.00)	1.00
11 Dec 20	Hall, Jerry L.	Review motion and brief regarding appeal of Inkster sale order (.40)	0.40
14 Dec 20	Rosensaft, Michael M.	Review and analyze criminal case against P. Nygard (1.40); communications with client (.40); address issues for data breach (.80); communications with prosecutor (.40)	3.00
14 Dec 20	Hall, Jerry L.	Email among E. Finley and others regarding account closure (.20)	0.20
15 Dec 20	Rosensaft, Michael M.	Communications regarding subpoena and electronic materials (.50); review materials for production. (2.40)	2.90
15 Dec 20	Hall, Jerry L.	Call and email among M. Rosensaft and others regarding [REDACTED] and related matters (.80); review indictment of P. Nygard (.50)	1.30
15 Dec 20	Nussbaum, Jake	Review grand jury indictment of P. Nygard as well as articles written about it (1.20); meet with M. Rosensaft to discuss [REDACTED]	2.00

**PROFESSIONAL SERVICES**  
Matter 00001: Nygard Chapter 15 Proceeding

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		(.50); review emails from client regarding [REDACTED] (.30)	
16 Dec 20	Hall, Jerry L.	Call among P. Patel, M. Rosensaft and others regarding [REDACTED] and related matters (.60); research regarding [REDACTED] (1.30)	1.90
17 Dec 20	Rosensaft, Michael M.	Call with US Attorney's Office regarding subpoena (.50); call with client regarding subpoena and related material (.90); review material regarding production (0.6)	2.00
21 Dec 20	Hall, Jerry L.	Email and call among S. Schneier and others regarding defamation action (.70); email among P. Patel and others regarding defamation action (.20)	0.90
22 Dec 20	Greer, John	Research and provide Sample Consent to Change Attorney documents for NYS Courts (.30)	0.30
22 Dec 20	Hall, Jerry L.	Call and email with J. Kitnick regarding defamation action (.60); review pleadings regarding defamation case (.60)	1.20
22 Dec 20	Kitnick, Jesse	Perform research regarding [REDACTED] [REDACTED] (.80); draft Consent to Withdrawal of Counsel document (.60)	1.40
23 Dec 20	Kitnick, Jesse	Perform research regarding [REDACTED] [REDACTED] (.40)	0.40
28 Dec 20	Rosensaft, Michael M.	Communications with client (.30); communications with US Attorney's Office (.30); address issues with Nygard boxes of materials (1.30)	1.90
28 Dec 20	Hall, Jerry L.	Research regarding [REDACTED] [REDACTED] (1.50); revise response to application to withdraw (multiple iterations) (.60)	2.40
28 Dec 20	Nussbaum, Jake	Review boxes of physical documents produced by client regarding P. Nygard (.70); meet with M. Rosensaft to discuss contents of boxes and next steps (.30)	1.00
28 Dec 20	Kitnick, Jesse	Revise Consent to Withdrawal of Counsel document (.90)	0.90
29 Dec 20	Rosensaft, Michael M.	Communications with US Attorney's Office regarding boxes (1.00); communications with client regarding same (1.00); address issues with grand jury subpoena (2.50)	4.50
29 Dec 20	Hall, Jerry L.	Email among M. Rosensaft and others regarding [REDACTED] (.50); call among M. Rosensaft and others regarding [REDACTED] (.70); review additional research regarding [REDACTED] (1.20)	2.40
29 Dec 20	Nussbaum, Jake	Meet with US Attorney, client and M. Rosensaft regarding production of P. Nygard's files (2.00)	2.00
29 Dec 20	Kitnick, Jesse	Revise Consent to Withdrawal of Counsel document (.20); perform research regarding the [REDACTED]	2.60

**PROFESSIONAL SERVICES**

Matter 00001: Nygard Chapter 15 Proceeding

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
		(2.40)	
30 Dec 20	Rosensaft, Michael M.	Communications with law enforcement (1.30); draft letter to parties (.60); communications with client (1.50); address issues with forthwith subpoena (1.60)	5.00
30 Dec 20	Hall, Jerry L.	Revise letter (sent by M. Rosensaft, regarding issues) (.30); email among P. Patel, M. Rosensaft and other regarding letter (.40); review supplementary report (.60); revise response to withdrawal motion (.40); review subpoena regarding recently received boxes (.20)	1.90
30 Dec 20	Nussbaum, Jake	Meet with police detective to turn over five boxes from Nygard's offices (1.00)	1.00
31 Dec 20	Hall, Jerry L.	Review letter to B. Taylor (.20); review proposed response to letter to B. Taylor (.40)	0.60
<b>TOTALS:</b>			<b>61.50</b>

**SUMMARY OF PROFESSIONAL SERVICES**

Matter 00001: Nygard Chapter 15 Proceeding

	<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
01195	Greer, John	0.30	305.00	\$91.50
44155	Hall, Jerry L.	19.90	1,080.00	\$21,492.00
45346	Kitnick, Jesse	5.30	495.00	\$2,623.50
44618	Nussbaum, Jake	8.00	565.00	\$4,520.00
45177	Rosella, Michael	6.00	565.00	\$3,390.00
43195	Rosensaft, Michael M.	21.80	960.00	\$20,928.00
41782	Siena, Marie	0.20	210.00	\$42.00
<b>TOTAL:</b>		<b>61.50</b>		<b>\$53,087.00</b>

**DISBURSEMENTS**

Matter 00001: Nygard Chapter 15 Proceeding

<b>Date</b>	<b>Description</b>	<b>Amount</b>
09 Dec 20	VENDOR: Hall, Jerry L. INVOICE#: 4379145912091955 DATE: 12/9/2020 International calls to clients Date Incurred: 12/09/20	5.00
18 Dec 20	VENDOR: Pacer Service Center; INVOICE#: KM3277-NOV20-NY; DATE: 12/18/2020 - Acct #KM3277: Pacer court cost incurred in November 2020, New York.	0.70
31 Dec 20	Westlaw Legal Research: KITNICK,JESSE on 12/29/2020	59.10
<b>TOTAL:</b>		<b>\$64.80</b>

**SUMMARY OF DISBURSEMENTS**

Matter 00001: Nygard Chapter 15 Proceeding

<b>Description</b>	<b>Amount</b>
Database/Library Research Services	59.10
Telephone Charges	5.00
Court Costs	0.70
<b>TOTAL:</b>	<b>\$64.80</b>

**MATTER TOTAL: \$53,151.80**

# Katten

575 Madison Avenue  
New York, NY 10022-2585

## REMITTANCE

Please include this remittance advice with your payment to ensure proper account crediting

**Attorney:** 44842 - Steven Reisman  
**Client:** 393878 - Richter Advisory Group Inc.  
**Matter:** 00001 - Nygard Chapter 15 Proceeding

**Invoice No.:** 1301669568  
**Invoice Date:** 21 Jan 21

**Current Invoice Charges:** \$53,151.80

### PREVIOUS BALANCE DUE:

Invoice Date	Invoice No.	Matter	Invoice Total	Current Balance
27 Oct 20	1301651651	00001	42,038.94	42,038.94
19 Nov 20	1301656496	00001	30,665.66	30,665.66
09 Dec 20	1301660540	00001	37,965.50	37,965.50
<b>TOTAL OUTSTANDING BALANCE :</b>				<u>\$110,670.10</u>

**TOTAL BALANCE DUE:** \$163,821.90

### Wire Instructions:

Reference: 393878.00001

JP Morgan Chase Bank  
1211 Avenue of the Americas, 39th Floor  
New York, New York 10036  
ABA #021000021  
Swift Code: CHASUS33

For Credit To: Katten Muchin Rosenman LLP  
Operating Account  
Account #967343933

When wiring a payment please fax a copy of the Remittance to Jean Monteforte at 212-940-7175

Please direct any billing inquiries to Lisa Quintana at 212-940-8573 or e-mail [lisa.quintana@katten.com](mailto:lisa.quintana@katten.com)

# Katten

Direct Billing Inquiries to:  
**Lisa Quintana**  
212-940-8573  
lisa.quintana@katten.com

575 Madison Avenue  
New York, NY 10022-2585

February 23, 2021

Richter Advisory Group Inc.  
Attn: Gilles Benchaya  
200 South Wacker Drive, Suite 3100  
Chicago, IL 60606

Invoice No. 1301675773  
Client No. 393878  
Matter No. 00001

FEIN: 36-2796532

**Re: Nygard Chapter 15 Proceeding** (393878.00001)

For legal services rendered through January 31, 2021 .....	\$17,675.50
Disbursements and other charges.....	\$90.55

**CURRENT INVOICE TOTAL:** \$17,766.05

Disbursements and other charges incurred which have not yet been posted as of the above date will be billed at a later date

Katten Muchin Rosenman LLP is an Illinois limited liability partnership including professional corporations that has elected to be governed by the Illinois Uniform Partnership Act (1997)  
Katten Muchin Rosenman UK LLP is a limited liability partnership of solicitors and Registered Foreign Lawyers registered in England and Wales



**PROFESSIONAL SERVICES**  
Matter 00001: Nygard Chapter 15 Proceeding

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
01 Jan 21	Hall, Jerry L.	Email from B. Taylor regarding [REDACTED]; research regarding [REDACTED] issues	1.00
02 Jan 21	Hall, Jerry L.	Email with B. Taylor regarding [REDACTED] issues; additional research regarding [REDACTED] matters	0.70
04 Jan 21	Rosensaft, Michael M.	Review court filings; address issues with document order; address issues with production to US Attorney's Office	2.20
04 Jan 21	Hall, Jerry L.	Call with S. Schneier regarding defamation action; revise statement regarding motion of counsel to withdraw (multiple iterations); email with S. Reisman and J. Kitnick regarding [REDACTED]	1.20
05 Jan 21	Greer, John	Advise regarding consent to withdrawal of counsel in the NY Supreme Court; advise as to rules, filing issues; provide sample documents; review documents and advise as to corrections	0.30
05 Jan 21	Greer, Steven M.	Electronically file consent to withdrawal of counsel in Supreme Court, NY County	0.30
05 Jan 21	Rosensaft, Michael M.	Address issues for document production	1.00
05 Jan 21	Hall, Jerry L.	Email with J. Kitnick and J. Greer regarding consent to withdrawal and filing procedures; email and call with S. Reisman regarding [REDACTED]; revise statement regarding motion to withdraw; email with S. Schneier regarding defamation action and motion to withdraw	1.70
05 Jan 21	Nussbaum, Jake	Meet with M. Rosensaft regarding [REDACTED]; meet with vendor regarding same	0.30
05 Jan 21	Kitnick, Jesse	Revise pleading document consenting to withdrawal of counsel; coordinate filing of the pleading	0.60
06 Jan 21	Hall, Jerry L.	Review opposition to motion to withdraw and related declarations	1.30
08 Jan 21	Hall, Jerry L.	Email among D. Mitchell and others regarding resale certificate	0.40
08 Jan 21	Nussbaum, Jake	Meet with M. Rosensaft regarding productions and next steps	0.20
14 Jan 21	Rosensaft, Michael M.	Communications regarding production; review outstanding items for production	1.50
14 Jan 21	Hall, Jerry L.	Email among M. Rosensaft, E. Finley and others regarding [REDACTED] and related matters	0.20
18 Jan 21	Hall, Jerry L.	Email with E. Finley regarding [REDACTED]; review notice of motion (Broadway and vesting order)	0.60
21 Jan 21	Rosensaft, Michael M.	Communications regarding computers and electronic devices	0.50
21 Jan 21	Hall, Jerry L.	Email with E. Finley regarding [REDACTED]; revise invoices for Receiver's report	0.70
22 Jan 21	Rosensaft, Michael M.	Communication to US Attorney's Office	0.30
22 Jan 21	Hall, Jerry L.	Email among E. Finley, M. Rosensaft and others regarding [REDACTED]	0.20

**PROFESSIONAL SERVICES**  
Matter 00001: Nygard Chapter 15 Proceeding

<b>Date</b>	<b>Attorney or Assistant</b>	<b>Description</b>	<b>Hours</b>
27 Jan 21	Hall, Jerry L.	Review notice of motion to repay lenders	0.20
29 Jan 21	Rosensaft, Michael M.	Call with US Attorney's Office; review productions; communications with client	1.00
<b>TOTALS:</b>			<b>16.40</b>

**SUMMARY OF PROFESSIONAL SERVICES**  
Matter 00001: Nygard Chapter 15 Proceeding

	<b>Attorney or Assistant</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
01195	Greer, John	0.30	320.00	\$96.00
04419	Greer, Steven M.	0.30	235.00	\$70.50
44155	Hall, Jerry L.	8.20	1,225.00	\$10,045.00
45346	Kitnick, Jesse	0.60	540.00	\$324.00
44618	Nussbaum, Jake	0.50	695.00	\$347.50
43195	Rosensaft, Michael M.	6.50	1,045.00	\$6,792.50
<b>TOTAL:</b>		<b>16.40</b>		<b>\$17,675.50</b>

**DISBURSEMENTS**

Matter 00001: Nygard Chapter 15 Proceeding

<b>Date</b>	<b>Description</b>	<b>Amount</b>
08 Jan 21	VENDOR: CourtAlert.com, Inc.; INVOICE#: 199538-2012; DATE: 12/31/2020 - Case monitoring, dockets, searches and litigation alerts	23.82
14 Jan 21	VENDOR: Pacer Service Center; INVOICE#: KM3277-DEC20-NYC; DATE: 1/14/2021 - Acct #KM3277: Pacer court cost incurred in December 2020, New York.	0.30
26 Jan 21	PAYEE: NTT Cloud Communications U.S. Inc.; REQUEST#: 861973; DATE: 1/26/2021. - To record Arkadin Teleconferencing charges, Inv. #INUS201200457 dated 12/31/20; Conference call on 12/29/20; #18830006; M. Rosensaft.	26.42
31 Jan 21	VENDOR: CourtAlert.com, Inc.; INVOICE#: 199538-2101; DATE: 1/31/2021 - Servicesfor the month ending: 1/31/21	40.01
<b>TOTAL:</b>		<b>\$90.55</b>

**SUMMARY OF DISBURSEMENTS**

Matter 00001: Nygard Chapter 15 Proceeding

<b>Description</b>	<b>Amount</b>
Telephone Costs	26.42
Court Costs	64.13
<b>TOTAL:</b>	<b>\$90.55</b>

**MATTER TOTAL: \$17,766.05**

# Katten

575 Madison Avenue  
New York, NY 10022-2585

## REMITTANCE

Please include this remittance advice with your payment to ensure proper account crediting

<b>Attorney:</b>	44842 - Steven Reisman	<b>Invoice No.:</b>	1301675773
<b>Client:</b>	393878 - Richter Advisory Group Inc.	<b>Invoice Date:</b>	23 Feb 21
<b>Matter:</b>	00001 - Nygard Chapter 15 Proceeding		

**Current Invoice Charges:** \$17,766.05

### PREVIOUS BALANCE DUE:

Invoice Date	Invoice No.	Matter	Invoice Total	Current Balance
27 Oct 20	1301651651	00001	42,038.94	42,038.94
19 Nov 20	1301656496	00001	30,665.66	30,665.66
09 Dec 20	1301660540	00001	37,965.50	37,965.50
21 Jan 21	1301669568	00001	53,151.80	53,151.80
<b>TOTAL OUTSTANDING BALANCE :</b>				<u><b>\$163,821.90</b></u>

**TOTAL BALANCE DUE:** **\$181,587.95**

### Wire Instructions:

Reference: 393878.00001

JP Morgan Chase Bank  
1211 Avenue of the Americas, 39th Floor  
New York, New York 10036  
ABA #021000021  
Swift Code: CHASUS33

For Credit To: Katten Muchin Rosenman LLP  
Operating Account  
Account #967343933

When wiring a payment please fax a copy of the Remittance to Jean Monteforte at 212-940-7175

Please direct any billing inquiries to Lisa Quintana at 212-940-8573 or e-mail [lisa.quintana@katten.com](mailto:lisa.quintana@katten.com)