ONTARIO SUPERIOR COURT OF JUSTICE IN BANKRUPTCY AND INSOLVENCY COMMERCIAL LIST

Court File No. 31-2436097

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF FLUID BRANDS INC.

Court File No. 31-2436108

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF 11041037 CANADA INC.

Court File No. 31-2436109

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF 11041045 CANADA INC.

MOTION RECORD

(Returnable November 2, 2018)

(Volume 1 of 2)

November 1, 2018

TORKIN MANES LLP

Barristers & Solicitors 151 Yonge Street, Suite 1500 Toronto ON M5C 2W7

S. Fay Sulley (24257D) fsulley@torkinmanes.com Tel: 416-777-5419 Fax: 1-888-587-5769

Jeffrey J. Simpson (39663M) jsimpson@torkinmanes.com Tel: 416-777-5413 Fax: 1-888-587-9143

Tel: 416-863-1188 Fax: 416-863-0305

Lawyers for the Debtors

TO: THE SERVICE LIST

ļ

SERVICE LIST

TO: GOWLING WLG (CANADA) LLP

Barristers & Solicitors 1 First Canadian Place 100 King Street West Suite 1600 Toronto ON M5X 1G5

David Cohen david.cohen@gowlingwlg.com

Thomas Gertner thomas.gertner@gowlingwlg.com

Clifton Prophet clifton.prophet@gowlingwlg.com

Tel: 416-862-7525 Fax: 416-862-7661

Lawyers for Canadian Imperial Bank of Commerce

AND TO: BORDEN LADNER GERVAIS LLP

Barristers and Solicitors Bay Adelaide Centre, East Tower 22 Adelaide Street West, Suite 3400 Toronto ON M5H 4E3

Alex MacFarlane AMacFarlane@blg.com

Tel: 416-367-6000 Fax: 416-367-6749

1000, rue De La Gauchetière Ouest, Suite / Bureau 900 Montréal, QC H3B 5H4

François D. Gagnon fgagnon@blg.com

Tel: 514-954-2553 Fax: 514-954-1905

Lawyers for Isaac Bennet Sales Agencies Inc.

AND TO: OSLER, HOSKIN & HARCOURT LLP

1000 De La Gauchetière Street W., Suite 2100 Montréal PQ H3B 4W5

Sandra Abitan sabitan@osler.com Tel: 514-904-5648 Fax: 514-904-8101

OSLER, HOSKIN & HARCOURT LLP

100 King Street West 1 First Canadian Place, Suite 6200 Toronto ON M5X 1B8

Marc Wasserman mwasserman@osler.com Tel: 416-862-4908 Fax: 416-862-6666

Sean Stidwill sstidwill@osler.com Tel: 416-862-4871 Fax: 416-862-6666

Lawyers for the Trustee, Richter Advisory Group Inc. / Richter Groupe Conseil Inc.

AND TO: JEFFREY KAUFMAN LAW PROFESSIONAL CORPORATION

15 Prince Arthur Ave., Suite 200 Toronto, Ontario M5R 1B2

Jeffrey Kaufman jeffkaufmanlaw@gmail.com

Tel: 416-400 4158 Fax: 416-964-6662 Lawyers for F.B.I. Inc.

AND TO: TORYS LLP

Barristers and Solicitors 79 Wellington Street West Suite 3000 Box 270, TD South Tower Toronto ON M5K 1N2

David Bish dbish@torys.com

Tel: 416-865-0040 Fax: 416-865-7380

AND TO: CAMELINO GALESSIERE LLP

6 Adelaide Street East, Suite 220 Toronto ON M5C 1H6

Linda Galessiere lgalessiere@cglegal.ca

Tel: 416-306-3824 Fax: 416-306-3820

AND TO: CAMELINO GALESSIERE LLP

6 Adelaide Street East, Suite 220 Toronto ON M5C 1H6

S. Michael Citak mcitak@grllp.com

Tel: 416-865-6706 Fax: 416-865-6636

AND TO: DEPARTMENT OF JUSTICE

Ontario Regional Office 120 Adelaide Street West, Suite 400 Toronto ON M5H 1T1

Diane Winters diane.winters@justice.gc.ca

Tel: 416-973-0942 Fax: 416-952-0097

Lawyers for the Canada Revenue Agency

AND TO: MINISTRY OF THE ATTORNEY GENERAL 33 King Street West 6th Floor Oshawa ON L1H 8H5

Kevin O'Hara Kevin.OHara@ontario.ca

Tel: 905-440-2470 Fax: 905-436-4510

- AND TO: XEROX CANADA LTD. 33 Bloor St. E., 3rd Floor Toronto ON M4W 3H1
- AND TO: HEWLETT-PACKARD FINANCIAL SERVICES CANADA COMPANY 5150 Spectrum Way Mississauga ON L4W 5G1
- AND TO: COMPAGNIE DE SERVICES FINANCIERS HEWLETT-PACKARD CANADA 5150 Spectrum Way Mississauga ON L4W 5G1
- AND TO: HEWLETT-PACKARD FINANCIAL SERVICES COMPANY 200 Connell Drive Berkeley Heights, NJ 07922

35162.0001/11851696_.2

TABLE OF CONTENTS

ONTARIO SUPERIOR COURT OF JUSTICE IN BANKRUPTCY AND INSOLVENCY COMMERCIAL LIST

Court File No. 31-2436097

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF FLUID BRANDS INC.

Court File No. 31-2436108

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF 11041037 CANADA INC.

Court File No. 31-2436109

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF 11041045 CANADA INC.

TABLE OF CONTENTS

Tab Description

- 1 Notice of Motion dated November 1, 2018
- 2 Affidavit of Fred Benitah sworn November 1, 2018
- A Exhibit "A" Copies of Certificate of Continuance
- B Exhibit "B" Corporation Profile Reports for all three debtors
- C Exhibit "C" NOI filed for all three Debtors
- D Exhibit "D" Orders of Mr. Justice Penny dated October 24, 2018
- E Exhibit "E" *Personal Property Security Act* search printouts for five Debtors
- F Exhibit "F" Forbearance Agreement
- G Exhibit "G" Consultation Agreement and the Sales Guidelines
- H Exhibit "H" Debtors' cash flow projections over the next 13 weeks

Tab Description

- I Exhibit "I" Debtors' Directors and Officers Insurance Policy
- 3 First Report of the Proposal Trustee
- 4 Draft Administration Order
- 5 Draft Liquidation Process Order

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF FLUID BRANDS INC. IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF 11041037 CANADA INC. IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF 11041045 CANADA INC.

Court File Nos.: 31-2436097, 31-2436108 & 31-2436109

ONTARIO SUPERIOR COURT OF JUSTICE IN BANKRUPTCY AND INSOLVENCY COMMERCIAL LIST

PROCEEDING COMMENCED AT TORONTO

MOTION RECORD (Returnable November 2, 2018)

TORKIN MANES LLP

Barristers & Solicitors 151 Yonge Street, Suite 1500 Toronto ON M5C 2W7

S. Fay Sulley (24257D) fsulley@torkinmanes.com Tel: 416-777-5419 Fax: 1-888-587-5769

Jeffrey J. Simpson (39663M) jsimpson@torkinmanes.com Tel: 416-777-5413 Fax: 1-888-587-9143

Tel: 416-863-1188 Fax: 416-863-0305

Lawyers for the Debtors

TAB 1

ONTARIO SUPERIOR COURT OF JUSTICE COMMERCIAL LIST

Court File No. 31-2436097

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF FLUID BRANDS INC.,

Court File No. 31-2436108

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF 11041037 CANADA INC.

Court File No. 31-2436109

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF 11041045 CANADA INC.

NOTICE OF MOTION

(Authorizing Various Charges, Interim Financing, Procedural Consolidation, KEIP's and Extension of Time)

Fluid Brands Inc., 11041037 Canada and 11041045 Canada Inc. (collectively the

"Debtors"), will make a Motion to a Judge on November 2, 2018 at 10:00 A.M., or as soon after

that time as the Motion can be heard at the court house, 330 University Ave., Toronto, Ontario,

M5G 1R7.

PROPOSED METHOD OF HEARING: The Motion is to be heard

[] in writing under subrule 37.12.1(1);

- [] in writing as an opposed motion under subrule 37.12.1(4);
- [X] orally.

THE MOTION IS FOR:

On this Motion, the Debtors seek various relief in connection with the Debtors' restructuring pursuant to the proposal provisions of the *Bankruptcy and Insolvency Act* (the "**BIA**"). Specifically, the Debtors request Orders substantially in the forms attached hereto as Schedules "A" and "B" granting, *inter alia*, the following relief::

(a) abridging the time for service of this Notice of Motion, validating service,
 declaring that this Motion is properly returnable before this Honourable Court on
 November 2, 2018, notwithstanding that such motion may not have been served
 within the timelines set out in the BIA or the Ontario *Rules of Civil Procedure*;

Procedural Consolidation

(b) procedurally consolidating this proposal proceeding with two other related proposal proceedings, namely the proposal proceedings of 11041037 Canada Inc. (Court File. No., 31-2436108) and of 11041045 Canada Inc. (Court File No. 31-2436109), directing that all further documents in any of the three consolidated proceedings be filed with the Court under the Court File No. 31-2436097 and directing that all further filings on the consolidated proceeding shall have the following title of proceeding:

> IN THE MATTER OF THE NOTICES OF INTENTION TO MAKE A PROPOSAL OF FLUID BRANDS INC., 11041037 CANADA INC. and 11041045 CANADA INC.

Interim Financing [Conform to Gowling's/CIBC's comments once received]

- (c) approving the forbearance agreement dated as of November 1, 2018 (the "Forbearance Agreement"), attached as an exhibit to the Affidavit of Fred Benitah sworn November 1, 2018,
- (d) granting a second-ranking charge (the "DIP Charge"), in priority to all existing consensual and non-consensual security interests or deemed trusts in the property of the Debtors as security for the due repayment of any Revolving Post Petition Loans (as defined in the Forbearance Agreement), except as otherwise provided for in this Order and subsequent in priority to the Administration Charge (defined below);

Administration Charge

- (e) granting a first-ranking charge pursuant to s. 64.2(1) of the BIA (the "Administration Charge") limited to the maximum amount of \$500,000 over the property of each of the Debtors securing the fees and expenses of each of the following, on a *pari passu* basis:
 - (i) the Proposal Trustee;
 - (ii) counsel for the Proposal Trustee; and
 - (iii) counsel for the Debtors;

D&O Charge

(f) authorizing and directing the Debtors to jointly and severally indemnify their current officers and directors against obligations and liabilities that they may incur as directors and officers of the Debtors after the commencement of the within

proceedings, including, without limitation, in respect of any failure to pay wages and source deductions, vacation pay or other payments of a similar nature, except to the extent that, with respect to any director or officer, the obligation or liability was incurred as a result of the director or officer's gross negligence or wilful misconduct;

(g) granting a third-ranking charge pursuant to s.64.1(1) of the BIA, limited to the maximum amount of \$500,000 (the "D&O Charge"), against the assets of each of the Debtors, as security for the Debtors' indemnification of their Directors and Officers, but subsequent in priority to the Administration Charge and the DIP Charge;

Approval of Consulting Agreement and Sale Guidelines

- (h) approving, pursuant to s.65.13(1) of the BIA, the Consulting Agreement dated
 October 31, 2018 (the "Consulting Agreement") entered into among the Debtors
 and Merchant Retail Solutions ULC and Gordon Brothers Canada ULC, as well as
 the sale guidelines appended thereto;
- (i) authorizing and directing the Debtors to execute and deliver the Consulting Agreement;
- (j) authorizing and directing the Debtors and the Consultant (as defined in the Consulting Agreement) appointed pursuant to the Consulting Agreement to immediately commence the sales and other activities contemplated by the Consulting Agreement;

Key Employee Incentive Payments

(k) authorizing the Debtors, in consultation with the Proposal Trustee, to make certain incentive or retention payments in the total maximum amount of \$500,000 to employees of the Debtors, as determined by the Debtors' management team, with approval of the Proposal Trustee in order to retain key employees, if necessary, and to provide performance-based incentives to employees of the Debtors during the period of their restructuring and granting a fourth-ranking charge in favour of such employees entitled to payment against the property of the Debtors as security for the payment of such payments.

Authorization to Pay Certain Pre-Filing Debts

(1) Authorizing the Debtors to make payments, limited to the total amount of \$200,000, to pay pre-filing creditors, if, in the opinion of the Debtors and with the concurrence of the Proposal Trustee, such creditor is critical to the business and ongoing operations of the Debtors;

Extension of Time

- (m) extending the time by which the Debtors must file their proposal(s) to creditors by 24 days, from November 26, 2018 to December 20, 2018;
- (n) such further and other Relief as to this Honourable Court may seem just;

THE GROUNDS FOR THE MOTION ARE:

The Filing of the NOI

(a) On October 25, 2018, each of the Debtors filed a Notice of Intention to Make a Proposal ("NOI") pursuant to the BIA. Richter Advisory Group Inc. ("Richter" or the "Proposal Trustee") is the Proposal Trustee of the Debtors;

Nature of the Debtors' Businesses

- (b) The Debtors operate two separate retail store chains throughout Canada, "the Bombay Store" and "Bowring". "The Bombay Store" and "Bowring" sell high quality home accessories and furnishings;
- (c) The Debtor 11041037 Canada Inc. ("Bombay") operates 52 retail stores in seven provinces, including 11 in Quebec and 29 in Ontario, under the name "The Bombay Store". It has approximately 660 employees;
- (d) The Debtor 11041045 Canada Inc. ("Bowring") currently operates 53 retail stores in eight provinces, including 10 in Quebec and 33 in Ontario under the name "Bowring". It has approximately 530 employees;
- (e) The Debtor Fluid Brands Inc. is a holding company that owns 100 per cent of the shares of Bombay and Bowring;
- (f) The head office of each of the Debtors is located in Toronto, Ontario. Bombay and Bowring are corporations governed by the *Canada Business Corporations Act*, further to a continuation authorized on October 12, 2018. Prior to that date, Bombay and Bowring were corporations governed by the Ontario *Business Corporations Act*, with their registered head offices in Ontario;

- (g) The Bombay and Bowring stores are, for the most part, located in mall locations owned by major Canadian retail landlords. The Toronto head office of the group is leased from a third party landlord. The business operations of the Debtors are integrated with one another and centralized at the Toronto head office, with the Debtor Fluid Brands ultimately serving as the "management company" for the Debtors' retail operations;
- (h) In addition, the Debtors have common secured creditors, and in many cases, including transportation and logistical suppliers, have common unsecured creditors;
- (i) The Debtors also have common directorships, specifically Fred Benitah is the sole officer and director of each of the Debtors;
- (j) It would be extremely inconvenient and unwieldy for this proceeding to proceed as three separate and distinct proposal proceedings given the level of functional intertwining;

Description of the Creditors of the Debtors

(k) The DIP Lender is the Debtors' first-ranking secured creditor (by date of initial PPSA registration) and primary operating lender. The other major secured creditors of the Debtors include Isaac Bennet Sales Agencies Inc. ("IBSA") and F.B.I. Inc. ("F.B.I."). Among the major creditors holding security over all the assets of the Debtors, CIBC, which is owed approximately \$23.5 million prior to the advance of the DIP Financing proposed herein, ranks first, followed by IBSA,

which is owed approximately \$14.8 million and F.B.I., which is owed approximately \$9.6 million;

- F.B.I. is controlled by Fred Benitah, and IBSA is controlled by his brother, Isaac Benitah;
- (m) On October 16, 2018 IBSA issued Notice of Intention to Enforce Security. On October 22, 2018, the CIBC as agent for the DIP Lender issued written demand for repayment of the indebtedness owed to the DIP Lender and delivered a Notice of Intention to Enforce Security;
- (n) The indebtedness owed by the Debtors to the DIP Lender, IBSA and F.B.I. is owed by all of the Debtors, either on a joint and several basis or as a result of guarantees executed by the Debtors;
- (o) The major unsecured creditors of the Debtors consist of vendors of inventory in the ordinary course, landlords and transportation and logistics providers (including warehousing);
- (p) In the event of an enforced liquidation by creditors of the Debtors, it is anticipated that the value of the assets of the Debtors will not be sufficient to repay in full all of the Debtors' secured creditors. It is expected that one, or more, of the Debtors' secured creditors would likely suffer a shortfall in the event of a liquidation;

Other Relevant Details Regarding the Debtors

- (q) The Debtors utilize the services of a third-party employee payroll service, such that apart from the current payroll cycle period, the Debtors are up-to-date on remittances of employee source deductions;
- (r) The Debtors are not parties to a collective agreement and do not operate a pension system;
- (s) The Debtors currently owe approximately \$890,000 in quarterly remittances of HST to the Federal Crown;

The Proposed Restructuring

- (t) As a result of a downturn in their business, Bombay accrued losses before taxes of approximately \$3.1 million for the year to date ending July, 2018 and Bowring accrued losses before taxes of approximately \$1.9 million during the same period, such that they are currently in a precarious financial position;
- (u) The recent operating losses, coupled with the service of demand for repayment and the Notice of Intention to Enforce Security by IBSA, caused the Debtors to each file the NOI's;
- (v) This is the third insolvency restructuring for the Bombay chain of stores (the first two restructurings were initiated in 2007 and 2014, respectively) and the second insolvency restructuring for the Bowring stores (Bowring, along with Bombay, restructured its affairs in 2014 pursuant to the *Companies' Creditors Arrangements Act*);

- (w) The DIP Lender is aware of the filing and is supporting the Debtors financially through an initial restructuring period, lasting to the end of the 2018 holiday season. The Debtors are operating pursuant to a forbearance agreement with the DIP Lender;
- (x) The Debtors, in conjunction with the Proposal Trustee, and with the concurrence of the DIP Lender have determined that their best chance of maximizing value for all stakeholder is for the Debtors to immediately initiate a liquidation sale at their existing locations. The terms of the proposed liquidation agreement are acceptable to the DIP Lender and F.B.I;
- (y) Efforts have been made by the Proposal Trustee to reach out to counsel for the major landlords of the Debtors, in order to advise them of the anticipated liquidation and to advise them of the contents of the sales guidelines that the Debtors are seeking Court approval of. While not all landlords have responded at this time, the sales guidelines proposed mirror sales guidelines in similar previous proceedings that have been approved by this Honourable Court and agreed to by the major retail mall landlords in Canada;
- (z) The intention of the Debtors is to liquidate as much inventory as possible over the next 60 days,, and to close certain locations as inventory levels drop, while, at the same time, consolidating inventory into a smaller number of stores as various locations are closed.

(aa) The Debtors have not conclusively determined the content of their ultimate proposals, which can only be determined after the results of the proposed holiday season liquidation can be analyzed;

The Need for Interim Financing

- (bb) As the Debtors' cashflow statements indicate, the Debtors will require funding from an external source in order to continue operating during the approximately 60-day liquidation sale period. During that period, the Debtors will be operating under the terms of the forbearance agreement with CIBC, and will be monitored by the Proposal Trustee in accordance with the BIA. The DIP Lender continues to have confidence in the management of the Debtors;
- (cc) A viable proposal is not possible absent the requested interim financing, which is being extended on very reasonable terms;
- (dd) The creditors with an economic interest in this proceeding, namely the secured creditors, either approve of the interim financing or have taken no specific position in respect of same;
- (ee) The Proposal Trustee supports the proposed interim financing;

The Need for an Administration Charge

- (ff) As the Debtors' cashflow statements also indicate, the cashflow of the Debtors during the proposed restructuring period could be insufficient to entirely fund the professional fees, or the "burn rate" incurred during that restructuring period;
- (gg) This is an appropriate case for the Court to approve a charge for the payment of certain costs pursuant to s. 64.2(1) of the BIA. It is critical for the Debtors to retain

the services of the Proposal Trustee, and it is entirely reasonable and necessary for the Proposal Trustee to engage its own counsel. It is also necessary for the Debtors to have the benefit of legal advice from specialized and experienced insolvency counsel during this period;

(hh) The requested \$500,000 limit to the Administration Charge is reasonable under the circumstances, given the number of professionals who will need to be engaged in this restructuring, the nature of the professional services required and the length of time that the proposed restructuring will take;

The Need for the D & O Charge

- (ii) The Debtors' current Directors and Officers insurance policy provides for a maximum of \$3 million in coverage for typical D&O insured risks;
- (jj) The Debtors' total payroll is approximately \$1 million per month, and HST collected in that time frame is typically \$4 million. The \$3 million of coverage provided by current D&O insurance is insufficient to entirely cover the anticpatable directors' and officers' post-filing liability that could arise during and as a result, of the restructuring. The Debtors are requesting a maximum of \$500,000 in additional assurance pursuant to the proposed D & O charge;

The Basis for the Requested Extension

(kk) The Debtors estimate that the restructuring period will last 60 days, to approximately the first or second week of January, 2019, at which time the Debtors will be in a position to assess the content of their proposals;

- (II) An extension of the initial 30-day stay period under the BIA will therefore be necessary. The current stay period will expire on or about November 26, 2018 (the actual deadline is November 24, 2018, which will be a Saturday). The intention is for the proposed liquidation to span the entire 2018 holiday season, so creditor protection that expires on November 26, 2018 will not be sufficient in order to afford the Debtors the breathing space they require. Absent the requested extension to December 20, 2018, a viable proposal is not possible;
- (mm) The 24-day requested extension is reasonable in the circumstances, and the DIP Lender and F.B.I. support the requested extension. No creditor with a real economic interest in the outcome of this proceeding will be adversely affected by the requested extension;

The Potential Necessity for Key Employee Incentive Payments ("KEIP s")

- (nn) Given the nature of the Debtors' business, the Debtors anticipate that any publicity surrounding their restructuring will cause anxiety and uncertainty among their employees, leading to a potential reluctance not to seek alternative employment for the duration of the restructuring period;
- (oo) The above concern applies not only to senior executives of the Debtors, but also to store-level managers and sales staff. It is important for the Debtors to maintain staffing levels at a level close to current and not to lose certain key management personnel during the restructuring period;
- (pp) The Debtors are not yet in a position to know exactly what employees may require as incentive or retention payments, and are requesting as a result that the Court

authorize the Debtors to determine, in consultation with the Proposal Trustee, what, if any, KEIP's may be required;

(qq) The DIP Lender is agreeable to these payments being made, in the discretion of the Debtors (with the assistance of the Proposal Trustee) provided the total of such payments to all employees involved does not exceed \$500,000;

The Potential Need for Payments to Pre-Filing Creditors

- (rr) Most of the products sold by the Debtors at their retail stores are manufactured in China or abroad. Most of those products are imported into Canada, then transported and warehoused, pending final transportation to one of the Debtor's stores throughout Canada. There is a significant cost associated with the importation, transportation, and general logistics of these goods.
- (ss) The Debtors are concerned that certain unpaid third party suppliers of critical services, including in particular those located outside of Canada, may refuse to provide further services required in the context of the Debtors' restructuring efforts and negatively impact the business and ongoing operations of the Debtors.
- (tt) The DIP Lender has consented to the payment by the Debtors, with the consent of the Proposal Trustee, of an aggregate amount not to exceed \$200,000 in connection with goods and services actually supplied prior to the filing date to any such creditors. of pre-filing creditors in order to facilitate the restructuring.

Other Grounds

(uu) the provisions of the BIA and the inherent and equitable jurisdiction of this Honourable Court;

- (vv) the Ontario Rules of Civil Procedure;
- (ww) Such further and other grounds as the lawyers may advise and this Honourable Court may permit;

THE FOLLOWING DOCUMENTARY EVIDENCE will be used at the hearing of the Motion:

- (a) The Affidavit of Fred Benitah sworn November 1, 2018;
- (b) The First Report to Court of the Proposal Trustee;
- (c) Such further and other evidence as the lawyers may advise and this Honourable
 Court may permit.

November 1, 2018

TORKIN MANES LLP Barristers & Solicitors 151 Yonge Street, Suite 1500 Toronto ON M5C 2W7

S. Fay Sulley (24257D) fsulley@torkinmanes.com Tel: 416-777-5419 Fax: 1-888-587-5769

Jeffrey J. Simpson (39663M) jsimpson@torkinmanes.com Tel: 416-777-5413 Fax: 1-888-587-9143

Tel: 416-863-1188 Fax: 416-863-0305

Lawyers for the Debtors

TO: THE SERVICE LIST

RCP-E 37A (July 1, 2007)

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF FLUID BRANDS INC. IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF 11041037 CANADA INC. IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF 11041045 CANADA INC.

Court File Nos.: 31-2436097, 31-2436108 & 31-2436109

ONTARIO SUPERIOR COURT OF JUSTICE COMMERCIAL LIST

PROCEEDING COMMENCED AT TORONTO

NOTICE OF MOTION

(Authorizing Various Charges, Interim Financing, Procedural Consolidation, KEIP's and Extension of Time)

TORKIN MANES LLP

Barristers & Solicitors 151 Yonge Street, Suite 1500 Toronto ON M5C 2W7

S. Fay Sulley (24257D) fsulley@torkinmanes.com Tel: 416-777-5419 Fax: 1-888-587-5769

Jeffrey J. Simpson (39663M) jsimpson@torkinmanes.com Tel: 416-777-5413 Fax: 1-888-587-9143

Tel: 416-863-1188 Fax: 416-863-0305

Lawyers for the Debtors

TAB 2

ONTARIO SUPERIOR COURT OF JUSTICE IN BANKRUPTCY AND INSOLVENCY COMMERCIAL LIST

Court File No. 31-2436097

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF FLUID BRANDS INC.,

Court File No. 31-2436108

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF 11041037 CANADA INC.

Court File No. 31-2436109

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF 11041045 CANADA INC.

AFFIDAVIT OF FRED BENITAH

I, Fred Benitah, of the City of Toronto, in the Province of Ontario, MAKE OATH AND SAY:

1. I am the sole officer and Director of each of Fluid Brands Inc., 11041045 Canada Inc. and 11041037 Canada Inc. (collectively, the "**Debtors**") which form an integrated group of companies who are the debtors in this proceeding, and, as such, have knowledge of the matters to which I hereinafter depose either through my own knowledge or by informing myself with respect thereto in which case I have indicated the source of my information and belief.

Nature of the Debtors' Businesses

2. The Debtors operate two separate retail store chains throughout Canada, the Bombay Store and Bowring. Bombay and Bowring sell high quality home accessories and furnishings.

3. The Debtor 11041037 Canada Inc. ("Bombay") operates 52 retail stores in seven provinces, including 11 in Quebec and 29 in Ontario, under the name "The Bombay Store". It has approximately 660 employees.

4. The Debtor 11041045 Canada Inc. ("Bowring") currently operates 53 retail stores in eight provinces, including 10 in Quebec and 33 in Ontario under the name "Bowring". It has approximately 530 employees.

5. The Debtor Fluid Brands is a holding company whose sole function is to hold the shares of Bombay and Bowring.

6. The head office of each of the Debtors is located in Toronto, Ontario. Bombay and Bowring are corporations governed by the *Canada Business Corporations Act*, further to a continuation authorized on October 12, 2018. Prior to that date, Bombay and Bowring were corporations governed by the Ontario *Business Corporations Act* (the "CBCA"), with their registered head offices in Ontario.

Attached hereto as Exhibit "A" are true copies of the continuance of Bombay and Bowring under the CBCA

7. The Bombay and Bowring stores are, for the most part, located in mall locations owned by major Canadian retail landlords. The head office of the group, located on Orfus Road, in Toronto, is leased from a third party landlord. The business operations of the Debtors are integrated with

one another and centralized at the Toronto head office, with the Debtor Fluid Brands ultimately serving as the "management company" for the Debtors' retail operations.

8. In addition, the Debtors have common secured creditors, and in many cases, have common unsecured creditors including transportation and logistical suppliers.

9. The Debtors also have common directorships, specifically; I am the sole officer and director of each of the Debtors.

Attached hereto as Exhibit "B" is a true copy of Corporation Profile Reports for all three debtors

10. I believe that it would be extremely inconvenient and unwieldy for this proceeding to proceed as three separate and distinct Proposal proceedings given the level of functional and financial integration of the group. I have been advised by counsel for the Debtors and verily believe that it is possible for the Court to "procedurally consolidate" the three proceedings such that they will proceed through the Courts as one proceeding, but still remain as separate and distinct debtors, and I believe that it would greatly assist if the three proposals of each Debtor could be procedurally consolidated.

The Filing of the NOI

11. The Debtors are insolvent. On October 25, 2018, each of the Debtors filed Notice of Intention to Make a Proposal pursuant to the BIA. Richter Advisory Group Inc. ("**Richters**" or the "**Proposal Trustee**") is the Proposal Trustee of the Debtors. The Court has issued an Order specifically permitting Richters to act as proposal trustee for the Debtors, notwithstanding that Richters had historically been the Debtors' auditors.

Attached hereto as Exhibit "C" is a true copy of the NOI filed for all three Debtors

Attached hereto as Exhibit "D" are true copies of the Orders of Mr. Justice Penny dated October 24, 2018

Description of the Creditors of the Debtors

12. The Canadian Imperial Bank of Commerce, as lending agent, and other Lenders as defined in a Credit Agreement dated January 19, 2015 (collectively, the "**DIP Lender**") are the Debtors' first-ranking secured creditor (by date of initial PPSA registration) and primary operating lender. The only other major creditors who hold security over all of the assets of the Debtors are Isaac Bennet Sales Agencies Inc. ("**IBSA**") and F.B.I. Inc. ("**F.B.I**."). CIBC, which is owed approximately \$23.5 million (prior to the advance of the DIP Lending requested by the Debtors), ranks first, followed by IBSA, which is owed approximately \$14.8 million and F.B.I., which is owed approximately \$9.6 million.

Attached hereto as Exhibit "E" are true copies of *Personal Property Security Act* (Ontario) search printouts for all three Debtors, under the current names and under the names of Bombay and Bowrings prior to their recent name changes

13. F.B.I. is controlled by Fred Benitah, and IBSA is controlled by his brother, Isaac.

14. On October 16, 2018 IBSA issued a Notice of Intention to Enforce Security (the "**IBSA NITES**"). On October 22, 2018, the CIBC as agent for the DIP Lender issued written demand for repayment of the indebtedness owed to the DIP Lender and delivered a Notice of Intention to Enforce Security (the "**CIBC NITES**").

15. Without the financial support of CIBC, the Debtors have no short-term (or even long term) access to operating funds and will rapidly run out of cash with which to operate their business. I

am not aware of any alternative lenders or potential investors who would be prepared to support the Debtors through the restructuring period.

16. The indebtedness owed by the Debtors to the DIP Lender, IBSA and F.B.I. is jointly owed by all of the Debtors as a result of guarantees executed by Bombay and Bowring.

17. The major unsecured creditors of the Debtors consist of vendors of inventory in the ordinary course, landlords and transportation and logistics providers (including warehousing).

18. In the event of an enforced liquidation by creditors of the Debtors, it is anticipated that the value of the assets of the Debtors will not be sufficient to pay off in full all of the Debtors' secured creditors, at least one or more of whom would likely suffer a shortfall in the event of a liquidation.

Other Relevant Details Regarding the Debtors

19. The Debtors utilize the services of a third-party employee payroll service, such that apart from the current payroll cycle period, the Debtors are up-to-date on employee wages and remittances of employee source deductions. The amount of accrued unpaid wages and vacation pay not yet due by the Debtors is approximately \$900,000.

20. The Debtors are not parties to a collective agreement and do not operate a pension system.

21. The Debtors currently owe approximately \$890,000 in remittances of HST to the Federal Crown.

The Proposed Restructuring

22. As a result of a downturn in their business, Bombay accrued losses before taxes of approximately \$3.1 million for the year to date ending July, 2018 and Bowring accrued losses

before taxes of approximately \$1.9 million during the same period, such that they are currently in a precarious financial position.

23. The recent operating losses, coupled with the service of demands for repayment and NITES by IBSA and CIBC, caused the Debtors to file their NOI's.

24. This is the third insolvency restructuring for the Bombay chain of stores (the first two restructurings were initiated in 2007 and 2014, respectively) and the second insolvency restructuring for the Bowring stores (Bowring, along with Bombay, restructured its affairs in 2014 pursuant to the *Companies' Creditors Arrangements Act*).

25. CIBC (the "**DIP Lender**") is aware of the NOI filing and is supporting the Debtors financially through an initial restructuring period, lasting to the end of the 2018 holiday season. The Debtors propose to operate through the proposed restructuring period, with the approval of the Court, pursuant to a forbearance agreement dated as of November 1, 2018 (the "**Forbearance Agreement**"), which sets out the terms on which the DIP Lender is prepared to make further loans to the Debtors during the period commencing on the date of the filing of the NOI's.

26. The Forbearance Agreement contemplates that the DIP Lender will be making Revolving Post-Petition Loans (as defined in the Forbearance Agreement) from time to time subsequent to the date of the filing of the NOI's until the earlier of the occurrence of a Terminating Event (as defined therein) or the Maturity Date, as defined therein.

Attached hereto as Exhibit "E" is a true copy of the Forbearance Agreement

27. The Debtors, in conjunction with the Proposal Trustee, and with the concurrence of the DIP Lender have determined that their best chance of maximizing value for all stakeholders is for

the Debtors to immediately initiate a liquidation sale at their existing locations. The Debtors and the Proposal Trustee have considered the possibility of selling the leases of their locations throughout Canada and are of the view that the value of same would not warrant pursuing this option.

28. To that end, the Debtors have entered into a letter agreement (the "**Consultation Agreement**") dated October 31, 2018, pursuant to which Merchant Retail Services ULC, an affiliate of Hilco Merchant Resources and Gordon Brothers Canada ULC (collectively, the"**Consultant**") agreed to act as sales agent with respect to a liquidation sale, which is conditional upon Court approval. The terms of the proposed liquidation agreement are set out in the letter agreement and the attached sales guidelines (the "Sale Guidelines"). Those terms are acceptable to the DIP Lender and F.B.I.

Attached hereto as Exhibit "F" is a true copy of the Consultation Agreement and the Sales Guidelines

29. I have been advised by the Proposal Trustee that the Proposal Trustee has attempted to reach out to counsel for the major landlords of the Debtors, in order to advise them of the anticipated liquidation and to advise them of the contents of the Consultation Agreement and Sales Guidelines While not all landlords have responded at this time, the proposed Sales Guidelines are substantively similar to sales guidelines approved in previous proceedings by this Honourable Court.

30. The intention of the Debtors is to liquidate as much inventory as possible over the next 60 days, and to close certain locations as inventory levels drop, while, at the same time, consolidating inventory into a smaller number of stores as various locations are closed.

31. The Debtors have not conclusively determined the content of their ultimate proposals, which can only be determined after the results of the proposed holiday season liquidation can be analyzed. The one certainty is that the Debtors cannot continue in business in their current form.

The Need for Interim Financing

32. As the Debtors' cashflow statements indicate, the Debtors will require funding from an external source in order to continue operating during the approximately 60-day liquidation sale period. During that period, the Debtors will be operating under the terms of the forbearance agreement with the Bank, and will be monitored by the Proposal Trustee in accordance with the BIA. The DIP Lender continues to have confidence in the management of the Debtors.

Attached hereto as Exhibit "G" is a true copy of the Debtors' cash flow projections over the next 13 weeks

33. A viable proposal is not possible absent the requested interim financing, which is being extended on very reasonable terms.

34. The creditors that appear to have the largest interest in this proceeding, namely the major secured creditors, either approve of the interim financing or have taken no specific position in respect of same. The Proposal Trustee supports the proposed interim financing.

The Need for an Administrative Charge

35. As the Debtors' cashflow statements also indicate, the cashflow of the Debtors during the proposed restructuring period could be insufficient to entirely fund the professional fees, or the "burn rate" incurred during that restructuring period.

36. I believe that this is an appropriate case for the Court to approve a charge for the payment of certain costs pursuant to s. 64.2(1) of the BIA. It is critical for the Debtors to retain the services

of the Proposal Trustee, and it is entirely reasonable and necessary for the Proposal Trustee to engage its own counsel. It is also necessary for the Debtors to have the benefit of legal advice from specialized and experience insolvency counsel during this period.

37. The requested \$500,000 limit to the Administrative Charge is reasonable under the circumstances, given the number of professionals who will need to be engaged in this restructuring, the nature of the professional services required and the length of time that the proposed restructuring will take.

The Need for Admin and D & O Charges

38. The Debtors' current Directors and Officers insurance policy provides for a maximum of\$3 million in coverage for typical D & O insured risks.

Attached hereto as Exhibit "H" is a true copy of the Debtors' Directors and Officers Insurance Policy

39. The Debtors' total payroll is approximately \$2.5 million per month, and HST collected in that time frame is typically approximately \$4 million. The \$3 million of coverage provided by current D & O insurance is insufficient to entirely cover the anticipatable directors' and officers' post-filing liability that could arise during, and as a result, of the restructuring. The Debtors are requesting a maximum of \$500,000 in additional assurance pursuant to the proposed D & O charge.

The Basis for the Requested Extension

40. The Debtors estimate that the restructuring period will last 60 days, to approximately the first or second week of January, 2019, at which time the Debtors will be in a position to assess the content of their Proposals.

41. An extension of the initial 30-day stay period under the BIA will therefore be necessary. The current stay period will expire on or about November 26, 2018 (the actual deadline is November 24, 2018, which will be a Saturday). The intention is for the proposed liquidation to span the entire 2018 holiday season, so creditor protection that expires on November 26, 2018 will not be sufficient in order to afford the Debtors the breathing space they require. Absent the requested extension, a viable proposal is not possible.

42. The Debtors are requesting a 24-day extension to December 20, 2018, in order to ascertain where matters stand in terms of the liquidation, report back to the Court and obtain a further extension at that time, if required. I believe that the extension is reasonable in the circumstances, and the DIP Lender and F.B.I. support the requested extension. No creditor with a real economic interest in the outcome of this proceeding will be adversely affected by the requested extension.

The Potential Necessity for Key Employee Incentive Payments ("KEIP")

43. Given the nature of the Debtor's business, the Debtors anticipate that any publicity surrounding their restructuring could lead to uncertainty among their employees, leading to a potential reluctance to dedicate their full time and attention to the Debtors' operations during the restructuring period, and potentially leading them to seek alternative employment.

44. The above concern applies not only to senior executives of the Debtors, but also to store-level managers and sales staff. It is important for the Debtors to maintain staffing levels at a level close to current and not to lose certain key management personnel during the restructuring period.

45. The Debtors are not yet in a position to know exactly what employees may require incentive or retention payments, and are requesting as a result that the Court authorize the Debtors

to determine, in consultation with the Proposal Trustee, what, if any, employee KEIP's may be required.

46. The Bank is agreeable to these payments being made, in the discretion of the Debtors (with the assistance of the Proposal Trustee) provided the total of such payments to all employees involved does not exceed \$500,000.

The Potential Need for Payments to Pre-Filing Creditors

47. Most of the products sold by the Debtors at their retail stores are manufactured in Asia or elsewhere. Most of those products are imported into Canada, then transported and warehoused, pending final transportation to one of the Debtor's stores throughout Canada. There is a significant cost associated with the importation, transportation, and general logistics of these goods.

48. If any of the warehouses at which goods of the Debtors are stored, or any of the transportation and logistics companies utilized by the Debtors refuses to render further services until pre-filing debts are paid, the Debtors ability to restructure will be severely restricted.

49. At this point in time, the Debtors are not in a position to identify exactly what pre-filing creditors may need to be paid. However, the DIP Lender has consented to payment by the Debtors of up to \$200,000 of pre-filing creditors in order to facilitate the restructuring.

50. I make this Affidavit in good faith and for no improper purpose.

SWORN BEFORE ME at the City of Toronto, in the Province of Ontario on November 1, 2018

Commissioner for Taking Affidavits (or as may be)

FRED BENITAH

RCP-E 4D (July 1, 2007)

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF FLUID BRANDS INC. IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF 11041037 CANADA INC. IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF 11041045 CANADA INC.

Court File Nos.: 31-2436097, 31-2436108 & 31-2436109

ONTARIO SUPERIOR COURT OF JUSTICE IN BANKRUPTCY AND INSOLVENCY COMMERCIAL LIST

PROCEEDING COMMENCED AT TORONTO

AFFIDAVIT OF FRED BENITAH

TORKIN MANES LLP

Barristers & Solicitors 151 Yonge Street, Suite 1500 Toronto ON M5C 2W7

S. Fay Sulley (24257D) fsulley@torkinmanes.com Tel: 416-777-5419 Fax: 1-888-587-5769

Jeffrey J. Simpson (39663M) jsimpson@torkinmanes.com Tel: 416-777-5413 Fax: 1-888-587-9143

Tel: 416-863-1188 Fax: 416-863-0305

Lawyers for the Debtors

TAB A

This is Exhibit "A" referred to in the Affidavit of Fred Benitah sworn November 1, 2018

Commissioner for Taking Affidavits (or as may be)

\$

Innovation, Science and Economic Development Canada Corporations Canada Innovation, Sciences et Développement économique Canada corporations Canada

Certificate of Continuance Certificat de prorogation Canada Business Corporations Act Loi canadienne sur les sociétés par actions 11041037 CANADA INC. Corporate name / Dénomination sociale 1104103-7 Corporation number / Numéro de société I HEREBY CERTIFY that the above-named JE CERTIFIE que la société susmentionnée, dont corporation, the articles of continuance of which les clauses de prorogation sont jointes, est are attached, is continued under section 187 of prorogée en vertu de l'article 187 de la Loi the Canada Business Corporations Act (CBCA). canadienne sur les sociétés par actions (LCSA). Gi Cheryl Ringor Deputy Director / Directeur adjoint 2018-10-12 Date of Continuance (YYYY-MM-DD) Date de prorogation (AAAA-MM-JJ)

Canada

Innovation, Sciences et Développement économique Canada Corporations Cenada

Form 11 Articles of Continuance

Formulaire 11 Clauses de prorogation Loi canadienne sur les sociétés par

Canada Business Corporations Act (CBCA) (s. 187) Loi canadienne sur les sociétés par actions (LCSA) (art. 187)

| 1 | Corporate name Dénomination sociale |
|---------|--|
| | 11041037 CANADA INC. |
| 2 | The province or territory in Canada where the registered office is situated La province ou le territoire au Canada où est situé le siège social QC |
| 3 | The classes and the maximum number of shares that the corporation is authorized to issue |
| | Catégories et le nombre maximal d'actions que la société est autorisée à émettre |
| | The Corporation is authorized to issue an unlimited number of shares of one class to be designated as common shares. |
| 4 | Restrictions on share transfers Restrictions sur le transfert des actions |
| | See attached schedule / Voir l'annexe ci-jointe |
| 5 | Minimum and maximum number of directors |
| Ľ | Nombre minimal et maximal d'administrateurs |
| | Min. 1 Max. 10 |
| 6 | Restrictions on the business the corporation may carry on Limites imposées à l'activité commerciale de la société |
| | None |
| 7 | (1) If change of name effected, previous name |
| Ľ | S'il y a changement de dénomination sociale, indiquer la dénomination sociale antérieure |
| | BOMBAY & CO. INC. |
| | (2) Details of incorporation Détails de la constitution |
| | See attached schedule / Voir l'annexe ci-jointe |
| 8 | Other Provisions Autres dispositions |
| | See attached schedule / Voir l'annexe ci-jointe |
| | |
| | |
| | Deduction Loopify that Long a director on an efficience file company continuing into the CDCA |
| 9 | Declaration: I certify that I am a director or an officer of the company continuing into the CBCA. Déclaration : J'atteste que je suis un administrateur ou un dirigeant de la société se prorogeant sous le régime de la |
| | LCSA. Original signed by / Original signé par |
| | Freddy Benitah |
| | Freddy Benitah |
| | Mistepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA). |
| | Faire une fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5 000 \$ et d'un empisionnement maximal de six mois, ou l'une de ces peines (paragraphe 250(1) de la LCSA). |
| | You are providing information required by the CBCA. Note that both the CBCA and the <i>Privacy Act</i> allow this information to be disclosed to the public. It will be stored in personal information bank number IC/PPU-049. |
| C | Vous fournissez des renseignements exigés par la LCSA. Il est à noter que la LCSA et la Loi sur les renseignements personnels permettent que de tels renseignements soient divulgués au public Ils seront stockés dans la banque de renseignements personnels numéro IC/PPU-049 |

Schedule / Annexe Restrictions on Share Transfers / Restrictions sur le transfert des actions

No share or shares of the capital of the Corporation shall be transferred without either

(i) the consent of the directors of the Corporation expressed by a resolution passed at a meeting of the board of directors or by an instrument or instruments in writing signed by a majority of the directors;

or

(ii) the consent of the holders of at least 51% of the outstanding common shares of the Corporation expressed by a resolution passed at a meeting of such shareholders or by an instrument or instruments in writing signed by the holders of at least 51% of the outstanding common shares of the Corporation.

Schedule / Annexe Other Provisions / Autres dispositions

It shall be a condition of the articles:

(a) that the number of shareholders of the Corporation, exclusive of persons who are in its employment and exclusive of persons who, having been formerly in the employment of the Corporation, were, while in that employment, and have continued after the termination of that employment to be, shareholders of the Corporation, is limited to fifty, two or more persons who are the joint registered owners of one or more shares being counted as one shareholder;

(b) that any invitation to the public to subscribe for securities of the Corporation is prohibited;

(c) the directors, without authorization of the shareholders, may from time to time on behalf of the Corporation:

(i) borrow money upon the credit of the Corporation;

(ii) issue, reissue, sell or pledge bonds, debentures, notes or other evidences of indebtedness or guarantee of the Corporation, whether secured or unsecured;

(iii) to the extent permitted by the Act, give directly or indirectly financial assistance to any person by means of a loan, guarantee or otherwise on behalf of the Corporation to secure performance of any present or future indebtedness, liability or obligation of any person;

(iv) mortgage, hypothecate, pledge or otherwise create a security interest in all or any currently owned or subsequently acquired real or personal, movable or immovable, property of the Corporation including book debts, rights, powers, franchises and undertakings, to secure any such bonds, debentures, notes or other evidences of indebtedness or guarantee or any other present or future indebtedness, liability or obligation of the Corporation; and

(v) delegate to a director, a committee of directors, or an officer, or one or more of them as may be designated by resolution of the directors, all or any of the powers conferred by the foregoing provisions to such extent and in such manner as the directors of the Corporation may determine at the time of such delegation.

Nothing in the above provisions shall limit or restrict the borrowing of money by the Corporation on bills of exchange or promissory notes made, drawn, accepted or endorsed by or on behalf of the Corporation.

For Ministry Use Only Museathrafty ödu ministère Government Services Ontario CERTIFICATE This is to certify that these articles are effective on

4

.

CERTIFICAT Ceci certilie que les présents statuits entrent en vigueur le JANUARY 2 2 JANVIER, 2015

..... Director / Directeur Busineas:Corporations Act / Loi sur les sociétés par actions

Ontario Corporation Number Numéro de la société en Ontario

2383029

| | ARTICLE | S DE | MC | DDI | FIC | AT | ION | | | | | | | | | | | | | | | | | | | | | | | |
|---|---|-----------|------------------------|-----------------------|---------------------|--------------|---------------|-------------------|------------------|--------------|--------------|---------------|----------------|--------------|--------------|--------------|----------------|-------------|---------------|--------------|-----------------|--------------------|------------|----------|-------------|----------|----------|----------|-----|---------|
| Form 3 Business | 1. | | | | of the | | | | | | | | | | | | | | | CU | LES | SFL | JLF | MEN | m : | | | | | |
| Corporations Act | | 2 | 3 | 8 | 3 | 0 | 2 | 9 | | 0 | N | T | A | R | 1 | 0 | | 1 | N | c | Ţ | | | | | | | | | |
| Formule 3 Loi sur les sociélés par actions | | | | | | | | | | | | | | | | | | | | | | | | | | | | <u>}</u> | | |
| | 2. | The | nan Jvell | me c e dé | of the | | rpon lon i | ation | is c ale d | han le la | ged soc | to (i lété | f apı (s'il | plica y a | ible leu) |): (S (é | et or crire | ut in en | BLO | | | PITA | | | ERS S SI | | EME | | : | |
| X | | В | 0 | м | в | A | Y | | 81 | | С | 0 | | | I | N | c | Γ. | Γ | | Τ | Ι | | | | Ι | | | | |
| | | - | 1 | | [| | | <u> </u> | | - | - | | [| | 1 | | 1 | ļ. | \uparrow | ſ | \uparrow | | <u> </u> | † | \vdash | <u> </u> | \vdash | | - | |
| | | - | | 1- | - | <u> </u> | | | ┼─ | | | | ┢ | | + | + | | + | + | - | | $\left - \right $ | | { | <u> </u> | \vdash | <u> </u> | | | -+- |
| | | | | ┼ | | | ┼─ | | | | | | | | | | ┣ | | | - | +- | | | <u> </u> | | | ┝ | | | |
| | 3. | | | | prpor | | | | | | | | | | | | <u> </u> | | | | | | | | <u> </u> | | | | | |
| | 5. | Dat 20 | e de 13/(ar, Mo | la (08/(Poth, | Day | bituti) | | | | | | | | | | | | | | | | | | | · | | | | | |
| | (année, mois, jour) 4. Complete only if there is a change in the number of directors or the minimum / maximum number of directore Il faut remplir cette partie seulement si le nombre d'administrateurs ou si le nombre minimal ou maximal d'administrateurs a changé. | | | | | | | | | | | | | |) rs. | | | | | | | | | | | | | | | |
| | | | | | dmir dmir | | | | | m no | mb | um. res j | and nini | max ການກ | dmu 1 ei | m ni L m | axin axin | er o num | f din d'ac | ecto Imin | rs is nistra | /ans: iteur | 8 : | | | | | | | |
| | | | nber nbre | | | | | | | | inim Inim | | | nd ∋t | | axim ximi | | | | | | | | | | | | | | |
| | 5. | The | arti | cles | of th | ne c | | or Ou ratic | on ar | The ar | men | ded | | | | | | | | | | | | | | | | | | |
| | | Th | e ar | ticl | de la es o ME | f th | e C | orpo | orati | ion | | | | | | | e the | e na | me | of | the | Corj | роте | tion | n fre | om 2 | 238: | 3029 | On | tario |
| | | m | . 10 | שנ | JIVII | 5 A 3 | ιoc | cc | , IIV | чС, | | | | | | | | | | | | | | | | | | | | |
| 7119 (2011/05) | © Queen's Prir | nler for | Onte | irio, i | 2011 | /©1 | mpri | meur | d e l | a Re | ine p | our | l'Ont | arlo, | 2011 | I | | | | | | | | | | | | | Pag | e 1 of/ |

| 6. | The amendment has been duly authorized as required by sections 168 and 170 (as applicable) of the Business Corporations Act. |
|----|--|
| | La modification a été dûment autorisée conformément aux articles 168 et 170 (selon le cas) de la Loi sur les sociétés par actions. |

7. The resolution authorizing the amendment was approved by the shareholders/directors (as applicable) of the corporation on Les actionnaires ou les administrateurs (selon le cas) de la société ont approuvé la résolution autorisant la modification le

2015, 01, 19

(Year, Month, Day) (année, mois, jour)

These articles are signed in duplicate. Les présents statuts sont signés en double exemplaire.

2383029 ONTARIO INC.

(Print name of corporation from Article 1 on page 1) (Veuillez écrir le nom de la société de l'article un à la page une).

By/ Par:

(Signature) (Signature)

Freddy Benitah

Secretary (Description of Office) (Fonction) Request ID: 015591749 Demande n°: Transaction ID: 051690977 Transaction n°: Category ID: CT Catégorie: Province of Ontario Province de l'Ontario Ministry of Government Services Ministère des Services gouvernementaux

Date Report Produced: 2013/08/01 Document produit le: Time Report Produced: 16:13:13 Imprimé à:

Certificate of Incorporation Certificat de constitution

This is to certify that

Ceci certifie que

2383029 ONTARIO INC.

Ontario Corporation No.

Numéro matricule de la personne morale en Ontario

002383029

is a corporation incorporated, under the laws of the Province of Ontario.

These articles of incorporation are effective on

est une société constituée aux termes des lois de la province de l'Ontario.

Les présents statuts constitutifs entrent en vigueur le

AUGUST 01 AOÛT, 2013

K.-ay

Director/Directrice Business Corporations Act/Loi sur les sociétés par actions

Ontario Corporation Number Numéro de la compagnie en Ontario 2383029

Request ID / Demande n° 15591749

FORMULE NUMÉRO 1

BUSINESS CORPORATIONS ACT

FORM 1

LOI SUR LES SOCIÉTÉS PAR ACTIONS

ARTICLES OF INCORPORATION STATUTS CONSTITUTIFS

1

1. The name of the corporation is: 2383029 ONTARIO INC.

Dénomination sociale de la compagnie:

Adresse du siège social:

Suite 400

M5H 2R2

(Postal Code/Code postal)

Premier(s) administrateur(s):

Resident Canadian State Yes or No

de la municipalité et le code postal

d'administrateurs:

Résident Canadien

Maximum 10

2. The address of the registered office is:

333 BAY STREET

(Street & Number, or R.R. Number & if Multi-Office Building give Room No.) (Rue et numéro, ou numéro de la R.R. et, s'il s'agit édifice à bureau, numéro du bureau) TORONTO ONTARIO

CANADA (Name of Municipality or Post Office) (Nom de la municipalité ou du bureau de poste)

 Number (or minimum and maximum number) of directors is: Minimum 1

4. The first director(s) is/are:

First name, initials and surname Prénom, initiales et nom de famille

Address for service, giving Street & No. or R.R. No., Municipality and Postal Code

Domicils élu, y compris la rue et le numéro, le numéro de la R.R., ou le nom

Oui/Non

Nombre (ou nombres minimal et maximal)

* VINCE

SAROLI 333 BAY STREET Suite 400

TORONTO ONTARIO CANADA M5H 2R2 YES

Request ID / Demande nº 15591749

Ontaric Corporation Number Numéro de la compagnie en Ontario 2383029

5. Restrictions, if any, on business the corporation may carry on or on powers the Corporation may exercise. Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la compagnie.

None

•

6. The classes and any maximum number of shares that the corporation is authorized to issue: Catégories et nombre maximal, s'il y a lieu, d'actions que la compagnie est autorisée à émettre:

The Corporation is authorized to issue an unlimited number of shares of one class to be designated as common shares.

Request ID / Demande n° 15591749 Ontario Corporation Number Numéro de la compagnie en Ontario 2383029

7. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series: Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions que peut être émise en série:

N/A

Request ID / Demande n° 15591749

. .

Ontario Corporation Number Numéro de la compagnie en Ontario 2383029

8. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows: L'émission, le transfert ou la propriété d'actions est/n'est pas restreinte. Les

restrictions, s'il y a lieu, sont les suivantes:

No share or shares of the capital of the Corporation shall be transferred without either

(i) the consent of the directors of the Corporation expressed by a resolution passed at a meeting of the board of directors or by an instrument or instruments in writing signed by a majority of the directors; or

(ii) the consent of the holders of at least 51% of the outstanding common shares of the Corporation expressed by a resolution passed at a meeting of such shareholders or by an instrument or instruments in writing signed by the holders of at least 51% of the outstanding common shares of the Corporation.

Request ID / Demande n° 15591749 Ontario Corporation Number Numéro de la compagnie en Ontario 2383029

 Other provisions, (if any, are): Autres dispositions, s'il y a lieu:

It shall be a condition of the articles:

(a) that the number of shareholders of the Corporation, exclusive of persons who are in its employment and exclusive of persons who, having been formerly in the employment of the Corporation, were, while in that employment, and have continued after the termination of that employment to be, shareholders of the Corporation, is limited to fifty, two or more persons who are the joint registered owners of one or more shares being counted as one shareholder;

(b) that any invitation to the public to subscribe for securities of the Corporation is prohibited;

(c) the directors, without authorization of the shareholders, may from time to time on behalf of the Corporation:

(i) borrow money upon the credit of the Corporation;

(ii) issue, reissue, sell or pledge bonds, debentures, notes or other evidences of indebtedness or guarantee of the Corporation, whether secured or unsecured;

(iii) to the extent permitted by the Act, give directly or indirectly financial assistance to any person by means of a loan, guarantee or otherwise on behalf of the Corporation to secure performance of any present or future indebtedness, liability or obligation of any person;

(iv) mortgage, hypothecate, pledge or otherwise create a security interest in all or any currently owned or subsequently acquired real or personal, movable or immovable, property of the Corporation including book debts, rights, powers, franchises and undertakings, to secure any such bonds, debentures, notes or other evidences of indebtedness or guarantee or any other present or future indebtedness, liability or obligation of the Corporation; and

(v) delegate to a director, a committee of directors, or an officer, or one or more of them as may be designated by resolution of the directors, all or any of the powers conferred by the foregoing provisions to such extent and in such manner as the directors of the Corporation may determine at the time of such delegation.

Nothing in the above provisions shall limit or restrict the borrowing of money by the Corporation on bills of exchange or promissory notes made, drawn, accepted or endorsed by or on behalf of the Corporation.

Ontario Corporation Number Numéro de la compagnie en Ontario

Request ID / Demande n° 15591749

2383029

10. The names and addresses of the incorporators are Nom et adresse des fondateurs

First name, initials and last name or corporate name

Prénom, initiale et nom de famille ou dénomination sociale

Full address for service or address of registered office or of principal place of business giving street & No. or R.R. No., municipality and postal code Domicile élu, adresse du siège social au adresse de l'établissement principal, y compris la rue et le numéro, le numéro de la R.R., le nom de la municipalité et le code postal

VINCE SAROLI *

333 BAY STREET Suite 400

TORONTO ONTARIO CANADA M5H 2R2

Name of Corporation 2383029 ONTARIO INC. Ontario Corporation Number 2383029

Request ID 15591749

ELECTRONIC INCORPORATION

TERMS AND CONDITIONS

The following are the terms and conditions for the electronic filing of Articles of Incorporation under the Ontario Business Corporations Act (OBCA) with the Ministry of Government Services. Agreement to these terms and conditions by at least one of the incorporators listed in article 10 of the Articles of Incorporation is a mandatory requirement for electronic incorporation.

- 1) The applicant is required to obtain an Ontario biased or weighted NUANS search report for the proposed name. The applicant must provide the NUANS name searched, the NUANS reservation number and the date of the NUANS report. The NUANS report must be kept in electronic or paper format at the corporation's registered office address.
- 2) All first directors named in the articles must sign a consent in the prescribed form. The original consent must be kept at the corporation's registered office address.
- 3) A Corporation acquiring a name identical to that of another corporation must indicate that due diligence has been exerclsed in verifying that the Corporation meets the requirements of Subsection 6(1) of Regulation 62 made under the OBCA. Otherwise, the Corporation is required to obtain a legal opinion on legal letterhead signed by a lawyer qualified to practise in Ontario that clearly indicates that the corporations involved comply with Subsection 6(2) of that Regulation by referring to each clause specifically. The original of this legal opinion must be kept at the Corporation's registered office address. The applicant must complete the electronic version of this legal opinion provided by one of the two Primary Service Providers under contract with the Ministry.
- 4) The date of the Certificate of Incorporation will be the date the articles are updated to the ONBIS electronic public record database. Articles submitted electronically outside MGS, ONBIS access hours, will receive an endorsement date effective the next business day when the system resumes operation, if the submitted Articles of Incorporation meet all requirements for electronic incorporation. Articles of Incorporation submitted during system difficulties will receive an endorsement date effective the ONBIS system.
- 5) The electronic Articles of Incorporation must be in the format approved by the Ministry and submitted through one of the two Primary Service Providers under contract with the Ministry.
- 6) Upon receipt of the Certificate of Incorporation issued by the ONBIS system, a duplicate copy of the Articles of Incorporation with the Ontario Corporation Number and the Certificate of Incorporation must be kept in paper or electronic format. The Ministry will print and microfilm copies of the Certificate of Incorporation, the Articles of Incorporation and any other documentation submitted electronically. These will be considered the true original filed copies.
- 7) The sole responsibility for correctness and completeness of the Articles of Incorporation, and for compliance with the OBCA and all regulations made under it, lies with the incorporator(s) and/or their legal advisor(s), if any.

The incorporator(s) have read the above Terms and Conditions and they understand and agree to them.

I am an incorporator or I am duly authorized to represent and bind the incorporator(s).

First NameLast NameVINCESAROLI

Name of Corporation 2383029 ONTARIO INC.

Ontario Corporation Number 2383029 Request ID 15591749

ADDITIONAL INFORMATION FOR ELECTRONIC INCORPORATION

CONTACT PERSON First Name VINCE Name of Law Firm

Last Name SAROLI

| | treet Name AY STREET on | | City Toronto | Suite # 400 | |
|----------|-------------------------------|---------|-----------------|----------------|-------------|
| Province | | Country | | | Postal Code |
| ONTARIO | | CANADA | | | M5H 2R2 |

TELEPHONE #: 416-348-0432

Form 2 **Initial Registered Office Address** and First Board of Directors

Canada Business Corporations Act (CBCA) (s. 19 and 106)

Formulaire 2 Siège social initial et premier conseil d'administration

Loi canadienne sur les sociétés par actions (LCSA) (art. 19 et 106)

1 Dénomination sociale 11041037 CANADA INC.

Corporate name

2 Address of registered office Adresse du siège social 800, RENÉ-LÉVESQUE BLVD. WEST **SUITE 2220** MONTRÉAL QC H3B 1X9

Additional address 3 Autre adresse

Members of the board of directors 4 Membres du conseil d'administration

FREDDY BENITAH

98 Orfus Road, Toronto ON M6A 1L9, Canada

Resident Canadian Résident Canadien Yes / Oui

Declaration: I certify that I have relevant knowledge and that I am authorized to sign this form. 5 Déclaration : l'atteste que je possède une connaissance suffisante et que je suis autorisé(e) à signer le présent formulaire.

> Original signed by / Original signé par FREDDY BENITAH

> > FREDDY BENITAH 416-784-0732

Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a line not exceeding \$5000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA)

Faire une fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5 000 \$ et d'un emprisonnement maximal de six mois, ou l'une de ces peines (paragraphe 250(1) de la LCSA).

You are providing information required by the CBCA. Note that both the CBCA and the Privacy Act allow this information to be disclosed to the public. It will be stored in personal information bank number IC/PPU-049.

Vous fournissez des renseignements exigés par la LCSA. El est à noter que la LCSA et la Loi sur les renseignements personnels permettent que de tels renseignements soient divulgués au public Els seront stockés dans la banque de renseignements personnels numéro EC/PPU-049



[& [

Innovation, Science and Economic Development Canada Corporations Canada Innovation, Sciences et Développement économique Canada

Certificate of Continuance Certificat de prorogation Canada Business Corporations Act Loi canadienne sur les sociétés par actions 11041045 CANADA INC. Corporate name / Dénomination sociale 1104104-5 Corporation number / Numéro de société I HEREBY CERTIFY that the above-named JE CERTIFIE que la société susmentionnée, dont corporation, the articles of continuance of which les clauses de prorogation sont jointes, est are attached, is continued under section 187 of prorogée en vertu de l'article 187 de la Loi the Canada Business Corporations Act (CBCA). canadienne sur les sociétés par actions (LCSA). Gi **Cheryl Ringor** Deputy Director / Directeur adjoint 2018-10-12 Date of Continuance (YYYY-MM-DD) Date de prorogation (AAAA-MM-JJ)



Form 11 Articles of Continuance

Formulaire 11 Clauses de prorogation

Loi canadienne sur les sociétés par

Canada Business Corporations Act (CBCA) (s. 187)

actions (LCSA) (art. 187)

| 1 Corporate name Dénomination sociale | |
|--|---------|
| 11041045 CANADA INC. | |
| 2 The province or territory in Canada where the registered office is situated | |
| La province ou le territoire au Canada où est situé le siège social | |
| QC | |
| 3 The classes and the maximum number of shares that the corporation is authorized to issue | |
| Catégories et le nombre maximal d'actions que la société est autorisée à émettre | |
| See attached schedule / Voir l'annexe ci-jointe | |
| 4 Restrictions on share transfers | |
| Restrictions sur le transfert des actions See attached schedule / Voir l'annexe ci-jointe | |
| | |
| 5 Minimum and maximum number of directors Nombre minimal et maximal d'administrateurs | |
| Min. 1 Max. 10 | |
| 6 Restrictions on the business the corporation may carry on | |
| Limites imposées à l'activité commerciale de la société | |
| None | |
| 7 (1) If change of name effected, previous name | |
| S'il y a changement de dénomination sociale, indiquer la dénomination sociale antérieure BOWRING & CO. INC. | |
| (2) Details of incorporation | |
| Détails de la constitution | |
| See attached schedule / Voir l'annexe ci-jointe | |
| 8 Other Provisions | |
| Autres dispositions | |
| See attached schedule / Voir l'annexe ci-jointe | |
| | |
| | |
| | |
| 9 Declaration: I certify that I am a director or an officer of the company continuing into the CBCA. | |
| Déclaration : J'atteste que je suis un administrateur ou un dirigeant de la société se prorogeant sous le régime de | la |
| LCSA. Original signed by / Original signé par | |
| Freddy Benitah | |
| Freddy Benitah | |
| | |
| Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5000 or to imprisonment for a term not exceeding six months or both (subt 250(1) of the CBCA) | section |
| Faire une fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5 000 S et d'un emprisonnement maximal de six mois, ou l'une de ces peines (paragraphe 250(1) de la LCSA). | |
| You are providing information required by the CBCA. Note that both the CBCA and the Privacy Act allow this information to be disclosed to the public. It will be stored in personal inform bank number IC/PPU-049. | nation |
| Vous fournissez des renseignements exigés par la LCSA. Il est à noter que la LCSA et la Loi sur les renseignements personnels permettent que de tels renseignements soient divulgués au Ils seront stockés dans la banque de renseignements personnels numéro IC/PPU-049. | public |
| Canadä IC 3247 (2008 | 3/04) |

Schedule / Annexe Description of Classes of Shares / Description des catégories d'action

The corporation is authorized to issue an unlimited number of common shares having the following rights, privileges, restrictions and conditions:

COMMON SHARES

1. Payment of Dividends: Subject to the prior rights of the holders of any other class or classes of shares ranking above the common shares, the holders of the common shares shall be entitled to receive in each financial year of the Corporation, when, as and if declared by the board of directors of the Corporation out of the monies or property of the Corporation properly applicable to the payment of dividends, a variable non-cumulative dividend or dividends in such amount as may be determined by the board of directors from time to time in their discretion. The board of directors may declare and pay dividends on the common shares without declaring or paying any dividends on any other class or classes of shares.

2. Participation upon Liquidation, Dissolution or Winding-Up: Subject to the prior rights of the holders of any other class or classes of shares ranking above the common shares, in the event of the liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, or other distribution of its assets or property among shareholders for the purpose of winding-up its affairs, the holders of the common shares shall be entitled to receive, in equal amounts per share, without preference or distinction, all of the remaining property and assets of the Corporation.

3. Voting Rights: The holders of the common shares shall be entitled to receive notice of and to attend any meeting of the shareholders of the Corporation and shall be entitled to one (1) vote in respect of each common share held at all meetings of the shareholders of the Corporation.

4. Waiver: The Corporation or the holder of any common share may waive, in writing, any of the requirements herein, in its favour, including requirements with respect to the giving of notice.

Schedule / Annexe Restrictions on Share Transfers / Restrictions sur le transfert des actions

The right to transfer shares of the Corporation shall be restricted in that no share shall be transferred without the previous consent of the board of directors of the Corporation, to be signified by a resolution passed by the board or by an instrument or instruments in writing signed by all of the directors.

Schedule / Annexe Other Provisions / Autres dispositions

The directors of the Corporation may, without authorization of the shareholders:

(i) borrow money on the credit of the Corporation;

(ii) issue, reissue, sell or pledge bonds, debentures, notes or other evidences of indebtedness or guarantees of the Corporation whether secured or unsecured;

(iii) to the extent permitted by the Canada Business Corporations Act, give directly or indirectly financial assistance to any persons by means of a loan, guarantee on behalf of the Corporation to secure performance of any present or future indebtedness, liability or obligation of any person, or otherwise; and

(iv) mortgage, hypothecate, pledge or otherwise create a security interest in all or any currently owned or subsequently acquired real or personal, movable or immovable, property of the Corporation including book debts, rights, powers, franchises and undertakings, to secure any such bonds, debentures, notes or other evidences of indebtedness or guarantee or any other present or future indebtedness, liability or obligation of the Corporation.

| | For Ministry Use Only A fusege exclusion | | HIY C B HIMBING | າ ກ i 8 | ervi | CB1 | | | tère (ces g | | eme | 1961 | | Ľ | | | | | | | Num | éro (| de la | 50C | ióté e | an O | nterio | 0 | | |
|---|---|--|---|-------------------|-------|--------------|------|----------|--------------------------------|------|-------|-----------|----------|----------|---------------|---------|-------|----------|-----|-----|-----|-------|--------|-----|--------|------|--------|-------|----------|--------------|
| | CEI This k | RTI 1 10 Cel | TIFICATE CERTIFICAT to certify that these are affective on statuts entrem en vigueur la | | | | | | | | | | | | | 2437533 | | | | | | | | | | | | | | |
| | | JAN | | | | | | | | | | - | | | | | | | | | | | | | | | | | | |
| | | | | | | | A | // | / | | ***** | | <u> </u> | | | | | | | | | | | | | | | | | |
| | Busine | на Со | rpore | d | | | | | 1U7 38 80 | ciát | és c |) | |) .na | | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | ARTICLE | 500 | | AEN | | MEI | NT | | | | | | | | | | | | | | | | | | | | | | | |
| | STATUTS | S DE | MO | DIF | IC | ATI | ON | | 101.15 | | | - 01 | 00 | | - 4 - 01 | TAI | | ~~ ~ * | | | | | | | | | | | | |
| Form 3 Business Corporation | 1. | Dénomination sociale actuelle de la société (écrire en LETTRES MAJUSCULES SEULEMENT) : | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Act | - | 2 | 4 | 3 | 7 | 5 | 3 | 3 | | 0 | N | т | A | R | 1 | 0 | | 1 | N | с | | | | | | | 1 | ļ | | |
| Formule 3 Loi sur les sociétés pe | · | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| ections | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | Ţ |
| | 2. | | | | | | | | | | | | | | able lieu) | | | | | | | | | | | | EM | ENT) | : | . 1 e |
| | | в | 0 | w | R | 1 | N | G | | & | | с | 0 | | T | I | N | c | | | | | | Ι | Ι | Γ | | | | T |
| | | | | | | | | | | | | | | | 1 | | 1 | 1 | | 1 | | | | | 1 | | 1- | | | t |
| | | | | | | , | | | | | | | | | -+ | | 1 | | 1 | 1 | | | | | | | 1 | + | † | |
| | | | | | | • | | <u> </u> | | | | | | | 1 | | - | + | † | | | | | | 1- | 1 | - | + | | 1 |
| | 3. | | | | | | | | i <u>i</u> amali a la fu | | | J | 1 | 1 | | L | 1 | <u> </u> | 1 | J | 1 | I | I | .L | -1 | -L | | 1 | i | i. |
| | | 20 | 14/1 ar, Mo | 0/1 | 0 | | | | | | | | | | | | | | | | | | | | | | | | | |
| | 4. | (en | nee, i | ncis, | jou | r) | e te | ls a | char | nae | ln 1 | the | ามศา | be | rofe | iire | ctori | a or | the | min | lmu | m /: | (T)8 X | Imu | um r | านฑา | ber | of di | inact | to |
| | | il fa | | mp | llr c | ette | ра | tie : | eule | | | | | | ne d'a | | | | | | | | | | | | | | | |
| | | | mber mbre | | | | | | | | | | | | ximu m_e | | | | | | | | | | | | | | | |
| | | Nur | mber | | | 10170 | , | | | mi | inim | um_ | a | nd | m | axin | num | 110111 | | | | 100 | • | | | | | | | |
| | | | | | | | | or Ou | | | lnim | <u>un</u> | | | ma | AU | | | | | | | | | | | | | | |
| | 5. | | | | | | orpo | oratio | | | | | | | | nte | | | | | | | | | | | | | | |
| | | | | | | | | | | | | | | | of I | he (| pora | n fr | om | 243 | 753 | 3 0 | 'n | | | | | | | |
| | | | | | | | | | 0, P | | | | | | | | | | | | | | | | | | | | | |

07 119 (2011/05) © Quean's Primer for Ontario, 2011 / © Imprimeur de la Reine pour l'Ontario, 2011

- The amendment has been duly authorized as required by sections 168 and 170 (as applicable) of the Business Corporations Act.
 La modification a été dùment autorisée conformément aux articles 168 et 170 (selon le cas) de la Loi sur les sociétés par actions.
- 7. The resolution authorizing the amendment was approved by the shareholders/directors (as applicable) of the corporation on Les actionnaires ou les administrateurs (selon le cas) de la société ont approuvé la résolution autorisant la modification le

2015,01,19

(Year, Month, Day) (année, mola, jour)

These articles are signed in duplicate. Les présents statuts sont signés en double exemplaire.

2437533 ONTARIO INC.

(Print name of corporation from Article 1 on page 1) (Veuilliez écrir le nom de la société de l'article un è la page une).

By/ Par:

(Signature) (Signature)

Freddy Benilah

Secretary (Description of Office) (Fonction)

07 119 (2011/05)

Page 2 of/de 2

• • •

Request ID: 016929785 Demande n°: Transaction ID: 055664077 Transaction n°: Category ID: CT Catégorie: Province of Ontario Province de l'Ontario Ministry of Government Services Ministère des Services gouvernementaux Date Report Produced: 2014/10/10 Document produit le: Time Report Produced: 11:23:02 Imprimé à:

Certificate of Incorporation Certificat de constitution

This is to certify that

Ceci certifie que

2437533 ONTARIO INC.

Ontario Corporation No.

Numéro matricule de la personne morale en Ontario

002437533

is a corporation incorporated, under the laws of the Province of Ontario. est une société constituée aux termes des lois de la province de l'Ontario.

These articles of incorporation are effective on

Les présents statuts constitutifs entrent en vigueur le

OCTOBER 10 OCTOBRE, 2014

Director/Directeur Business Corporations Act/Loi sur les sociétés par actions

Page: 1 Ontario Corporation Number Request ID / Demande nº Numéro de la compagnie en Ontario 16929785 2437533 FORM 1 FORMULE NUMÉRO 1 BUSINESS CORPORATIONS ACT 1 LOI SUR LES SOCIÉTÉS PAR ACTIONS ARTICLES OF INCORPORATION STATUTS CONSTITUTIFS 1. The name of the corporation is: Dénomination sociale de la compagnie: 2437533 ONTARIO INC. 2. The address of the registered office is: Adresse du siège social: 98 ORFUS ROAD (Street & Number, or R.R. Number & if Multi-Office Building give Room No.) (Rue et numéro, ou numéro de la R.R. et, s'il s'agit édifice à bureau, numéro du bureau) TORONTO ONTARIO CANADA M6A 1L9 (Name of Municipality or Post Office) (Postal Code/Code postal) (Nom de la municipalité ou du bureau de poste) 3. Number (or minimum and maximum Nombre (ou nombres minimal et maximal) number) of directors is: d'administrateurs; Minimum 1 Maximum 10 4. The first director(s) is/are: Premier(s) administrateur(s): First name, initials and surname Resident Canadian State Yes or No Prénom, initiales et nom de famille Résident Canadien Oui/Non Address for service, giving Street & No. Domicile élu, y compris la rue et le or R.R. No., Municipality and Postal Code numéro, le numéro de la R.R., ou le nom de la municipalité et le code postal FREDDY YES BENITAH

TORONTO ONTARIO CANADA M6A 1L9

98 ORFUS ROAD

| Request ID / Demande n° | Ontario Corporation Number Numéro de la compagnie en Ontario |
|-------------------------|---|
| 16929785 | 2437533 |
| | |

 Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.
 Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la compagnie.

Limites, B 11 y a 1160, imposes aux activites commontales ou aux pouvoits de la compagnie.

There shall be no restrictions on the business the Corporation may carry on nor on the powers the Corporation may exercise.

6. The classes and any maximum number of shares that the corporation is authorized to issue: Catégories et nombre maximal, s'il y a lieu, d'actions que la compagnie est autorisée à émettre:

An unlimited number of common shares.

| | Ontario Corporation Number |
|-------------------------|-----------------------------------|
| Request ID / Demande n° | Numéro de la compagnie en Ontario |
| 16929785 | 2437533 |
| | |

7. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series: Droits, privileges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions que peut être émise en série:

COMMON SHARES

1. Payment of Dividends: Subject to the prior rights of the holders of any other class or classes of shares ranking above the common shares, the holders of the common shares shall be entitled to receive in each financial year of the Corporation, when, as and if declared by the board of directors of the Corporation out of the monies or property of the Corporation properly applicable to the payment of dividends, a variable non-cumulative dividend or dividends in such amount as may be determined by the board of directors from time to time in their discretion. The board of directors may declare and pay dividends on the common shares without declaring or paying any dividends on any other class or classes of shares.

2. Participation upon Liquidation, Dissolution or Winding-Up: Subject to the prior rights of the holders of any other class or classes of shares ranking above the common shares, in the event of the liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, or other distribution of its assets or property among shareholders for the purpose of winding-up its affairs, the holders of the common shares shall be entitled to receive, in equal amounts per share, without preference or distinction, all of the remaining property and assets of the Corporation.

3. Voting Rights: The holders of the common shares shall be entitled to receive notice of and to attend any meeting of the shareholders of the Corporation and shall be entitled to one (1) vote in respect of each common share held at all meetings of the shareholders of the Corporation.

4. Waiver: The Corporation or the holder of any common share may waive, in writing, any of the requirements herein, in its favour, including requirements with respect to the giving of notice.

| Request ID / Demande n° | Ontario Corporation Number Numéro de la compagnie en Ontario |
|-------------------------|---|
| 16929785 | 2437533 |

8. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows: L'émission, le transfert ou la propriété d'actions est/n'est pas restreinte. Les

restrictions, s'il y a lieu, sont les suiventes:

The right to transfer shares of the Corporation shall be restricted in that no share shall be transferred without the previous consent of the board of directors of the Corporation, to be signified by a resolution passed by the board or by an instrument or instruments in writing signed by all of the directors.

| | Ontario Corporation Number |
|---------------------------------|-----------------------------------|
| Request ID / <i>Demande n</i> ° | Numéro de la compagnie en Ontario |
| 16929785 | 2437533 |
| | |

9. Other provisions, (if any, are):

Autres dispositions, s'il y a lieu:

The directors of the Corporation may, without authorization of the shareholders:

(i) borrow money on the credit of the Corporation;

(ii) issue, reissue, sell or pledge bonds, debentures, notes or other evidences of indebtedness or guarantees of the Corporation whether secured or unsecured;

(iii) to the extent permitted by the Business Corporations Act (Ontario), give directly or indirectly financial assistance to any persons by means of a loan, guarantee on behalf of the Corporation to secure performance of any present or future indebtedness, liability or obligation of any person, or otherwise; and

(iv) mortgage, hypothecate, pledge or otherwise create a security interest in all or any currently owned or subsequently acquired real or personal, movable or immovable, property of the Corporation including book debts, rights, powers, franchises and undertakings, to secure any such bonds, debentures, notes or other evidences of indebtedness or guarantee or any other present or future indebtedness, liability or obligation of the Corporation.

Page: 6

Ontario Corporation Number Numéro de la compagnie en Ontario

 16929785
 2437533

 10. The names and addresses of the incorporators are Nom et adresse des fondateurs
 Prénom, initiale et nom de famille ou dénomination sociale

 First name, initials and last name or corporate name
 Prénom, initiale et nom de famille ou dénomination sociale

 Full address for service or address of registered office or of principal place of business

giving street 6 No. or R.R. No., municipality and postal code Domicile élu, adresse du siège social au adresse de l'établissement principal, y compris la rue et le numéro, le numéro de la R.R., le nom de la municipalité et le code postal

* FREDDY BENITAH

. .

98 ORFUS ROAD

TORONTO ONTARIO CANADA M6A 1L9

Request ID / Demande n°

Innovation, Science and Economic Development Canada Corporations Canada

Form 2

Initial Registered Office Address and First Board of Directors

Formulaire 2 Siège social initial et premier conseil d'administration

Canada Business Corporations Act (CBCA) (s. 19 and 106) Loi canadienne sur les sociétés par actions (LCSA) (art. 19 et 106)

Corporate name Dénomination sociale

1

11041045 CANADA INC.

2 Address of registered office Adresse du siège social

> 800, RENÉ-LÉVESQUE BLVD. WEST SUITE 2220 MONTRÉAL QC H3B 1X9

3 Additional address Autre adresse

4 Members of the board of directors Membres du conseil d'administration

FREDDY BENITAH

98 ORFUS ROAD, TORONTO ON M6A 1L9, Canada Resident Canadian Résident Canadien Yes / Oui

5 Declaration: l'certify that l'have relevant knowledge and that l'am authorized to sign this form. Déclaration : l'atteste que je possède une connaissance suffisante et que je suis autorisé(e) à signer le présent formulaire.

> Original signed by / Original signé par FREDDY BENITAH

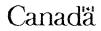
> > FREDDY BENITAH 416-784-0732

Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a line not exceeding \$5000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA)

Faire une fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5 000 \$ et d'un emprisonnement maximal de six mois, ou l'une de ces peines (paragraphe 250(1) de la LCSA)

You are providing information required by the CBCA. Note that both the CBCA and the Privacy Act allow this information to be disclosed to the public. It will be stored in personal information bank number (C/PPU-049).

Vous fournissez des renseignements exigés par la LCSA. Il est à noter que la LCSA et la Loi sur les renseignements personnels permettent que de tels renseignements soient divulgués au public Ils seront stockés dans la banque de renseignements personnels numéro IC/PPU-049



TAB B

This is Exhibit "B" referred to in the Affidavit of Fred Benitah sworn November 1, 2018

Commissioner for Taking Affidavits (or as may be)



Office of the Superintendent of Bankruptcy Canada

District of
Division No.Ontario
09 - Toronto
31-2436097Estate No.31-2436097

In the Matter of the Notice of Intention to make a proposal of: Fluid Brands Inc

Insolvent Person RICHTER ADVISORY GROUP INC / RICHTER GROUPE CONSEIL INC Licensed Insolvency Trustee

Date of the Notice of Intention:

October 25, 2018

Industrie Canada

des faillites Canada

Bureau du surintendant

CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL Subsection 50.4 (1)

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforenamed insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the *Bankruptcy and Insolvency Act.*

Pursuant to subsection 69(1) of the Act, all proceedings against the aforenamed insolvent person are stayed as of the date of filing of the Notice of Intention.

Date: October 25, 2018, 16:49

Official Receiver

E-File/Dépôt Electronique





🛙 📫 📗 Industry Canada

Office of the Superintendent of Bankruptcy Canada

Ontario District of Division No. 09 - Toronto 31-2436109 Court No. Estate No. 31-2436109

Industrie Canada

Bureau du surintendant des faillites Canada

> In the Matter of the Notice of Intention to make a proposal of: 11041045 Canada Inc Insolvent Person **RICHTER ADVISORY GROUP INC / RICHTER GROUPE** CONSEIL INC

Licensed Insolvency Trustee

Date of the Notice of Intention:

October 25, 2018

CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL Subsection 50.4 (1)

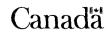
I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforenamed insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the Bankruptcy and Insolvency Act.

Pursuant to subsection 69(1) of the Act, all proceedings against the aforenamed insolvent person are stayed as of the date of filing of the Notice of Intention.

Date: October 25, 2018, 16:58

Official Receiver

E-File/Dépôt Electronique





Industry Canada

Office of the Superintendent of Bankruptcy Canada

Industrie Canada Bureau du surintendant des faillites Canada

District of
Division No.Ontario
09 - Toronto
31-2436108Estate No.31-2436108

In the Matter of the Notice of Intention to make a proposal of: 11041037 Canada Inc Insolvent Person

RICHTER ADVISORY GROUP INC / RICHTER GROUPE CONSEIL INC Licensed Insolvency Trustee

Date of the Notice of Intention:

October 25, 2018

CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL Subsection 50.4 (1)

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforenamed insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the *Bankruptcy and Insolvency Act*.

Pursuant to subsection 69(1) of the Act, all proceedings against the aforenamed insolvent person are stayed as of the date of filing of the Notice of Intention.

Date: October 25, 2018, 16:57

Official Receiver

E-File/Dépôt Electronique



TAB C

This is Exhibit "C" referred to in the Affidavit of Fred Benitah sworn November 1, 2018

Commissioner for Taking Affidays (or as may be)

Date Report Produced: 2018/10/31 Time Report Produced: 12:46:14 Page: 1

CORPORATION PROFILE REPORT

| Ontario Corp Number | Corporation Name | | | | Incorporation Date |
|---------------------------|--------------------|--|-------|------------------------------|---------------------------|
| 2435717 | FLUID BRANDS IN | C. | | | 2014/09/26 |
| | | | | | Jurisdiction |
| | | | | | ONTARIO |
| Corporation Type | Corporation Status | | | | Former Jurisdiction |
| ONTARIO BUSINESS CORP. | ACTIVE | | | | NOT APPLICABLE |
| Registered Office Address | | | | Date Amalgamated | Amalgamation Ind. |
| 98 ORFUS ROAD | | | | NOT APPLICABLE | NOT APPLICABLE |
| 38 OKI 03 KOAD | | | | New Amal. Number | Notice Date |
| TORONTO ONTARIO | | | | NOT APPLICABLE | NOT APPLICABLE |
| CANADA M6A 1L9 | | | | | Letter Date |
| Mailing Address | | | | | NOT APPLICABLE |
| 98 ORFUS ROAD | | | | Revival Date | Continuation Date |
| | | | | NOT APPLICABLE | NOT APPLICABLE |
| TORONTO ONTARIO | | | | Transferred Out Date | Cancel/Inactive Date |
| CANADA M6A 1L9 | | | | NOT APPLICABLE | NOT APPLICABLE |
| | | | | EP Licence Eff.Date | EP Licence Term.Date |
| | | | | NOT APPLICABLE | NOT APPLICABLE |
| | | Number of Directors Minimum Maximum | | Date Commenced in Ontario | Date Ceased in Ontario |
| Activity Classification | | 00001 | 00010 | NOT APPLICABLE | NOT APPLICABLE |

NOT AVAILABLE

Request ID: 022304452 Transaction ID: 69779605 Category ID: UN/E

Province of Ontario Ministry of Government Services Date Report Produced: 2018/10/31 Time Report Produced: 12:46:14 Page: 2

CORPORATION PROFILE REPORT Ontario Corp Number **Corporation Name**

| Citario Corp Manber | | Corporation Name | |
|---|----------------|---------------------------|--|
| 2435717 | | FLUID BRANDS INC. | |
| | | | |
| | | | |
| | | | |
| Corporate Name History | | Effective Date | |
| FLUID BRANDS INC. | | 2014/09/26 | |
| | | | |
| | | | |
| Current Business Namo(s) Exist: | | NO | |
| Current Business Name(s) Exist: | | | |
| Expired Business Name(s) Exist: | | NO | |
| | | | |
| | | | |
| | | | |
| Administrator: Name (Individual / Corporation) | | Address | |
| FREDDY | | | |
| BENITAH | | 16 RENAISSANCE COURT | |
| | | THORNHILL | |
| | | ONTARIO CANADA L4J 7W4 | |
| Date Began | First Director | | |
| 2014/09/26 | NOT APPLICABLE | | |
| | | | |

Designation DIRECTOR Officer Type

Resident Canadian

Y

Request ID: 022304452 Transaction ID: 69779605 Category ID: UN/E Province of Ontario Ministry of Government Services Date Report Produced: 2018/10/31 Time Report Produced: 12:46:14 Page: 3

CORPORATION PROFILE REPORT

Ontario Corp Number

Corporation Name

| 2435717 | | FLUID BRANDS INC. |
|---|----------------|--|
| Administrator: Name (Individual / Corporation) | | Address |
| FREDDY | | |
| BENITAH | | 16 RENAISSANCE COURT |
| | | THORNHILL ONTARIO CANADA L4J 7W4 |
| Date Began | First Director | |
| 2014/09/26 | NOT APPLICABLE | |
| Designation | Officer Type | Resident Canadian |
| OFFICER | SECRETARY | Υ |
| | | |
| | | |

Administrator: Name (Individual / Corporation)

FREDDY

BENITAH

Address

16 RENAISSANCE COURT

THORNHILL ONTARIO CANADA L4J 7W4

| Date Began | First Director | |
|-------------|-----------------------|-------------------|
| 2014/09/26 | NOT APPLICABLE | |
| Designation | Officer Type | Resident Canadian |
| OFFICER | CHIEF EXECUTIVE OFFIC | ER Y |

Request ID:022304452Transaction ID:69779605Category ID:UN/E

Province of Ontario Ministry of Government Services Date Report Produced:2018/10/31Time Report Produced:12:46:14Page:4

CORPORATION PROFILE REPORT

Ontario Corp Number

2435717

Corporation Name

FLUID BRANDS INC.

Administrator: Name (Individual / Corporation)

Address

MARGARET

MORRISON

333 BAY STREET

Suite # 400 TORONTO ONTARIO CANADA M5H 2R2

 Date Began
 First Director

 2014/09/26
 NOT APPLICABLE

 Designation
 Officer Type
 Resident Canadian

 OFFICER
 CHIEF FINANCIAL OFFICER

CORPORATION PROFILE REPORT

Ontario Corp Number

Corporation Name

2435717

FLUID BRANDS INC.

| Last Document Recorded | | | | |
|------------------------|-----------------------|------|------------|--|
| Act/Co | de Description | Form | Date | |
| BCA | ARTICLES OF AMENDMENT | 3 | 2015/01/20 | |

THIS REPORT SETS OUT THE MOST RECENT INFORMATION FILED BY THE CORPORATION ON OR AFTER JUNE 27, 1992, AND RECORDED IN THE ONTARIO BUSINESS INFORMATION SYSTEM AS AT THE DATE AND TIME OF PRINTING. ALL PERSONS WHO ARE RECORDED AS CURRENT DIRECTORS OR OFFICERS ARE INCLUDED IN THE LIST OF ADMINISTRATORS. ADDITIONAL HISTORICAL INFORMATION MAY EXIST ON MICROFICHE.

The issuance of this report in electronic form is authorized by the Ministry of Government Services.

Government Gouvernement of Canada du Canada

Home e Innovation, Science and Economic Development Canada

e Corporations Canada e Search for a Federal Corporation

Federal Corporation Information - 1104103-7

Buy copies of corporate documents

ã Note

This information is available to the public in accordance with legislation (see <u>Public disclosure of corporate information</u>).

Corporation Number

1104103-7

Business Number (BN) 803217132RC0001

Corporate Name 11041037 CANADA INC.

Status Active

30063386

Governing Legislation *Canada Business Corporations Act* - 2018-10-12

Registered Office Address

800, RENÉ-LÉVESQUE BLVD. WEST SUITE 2220 MONTRÉAL QC H3B 1X9 Canada

ã Note

Active CBCA corporations are required to <u>update this information</u> within 15 days of any change. A <u>corporation key</u> is required. If you are not authorized to update this information, you can either contact the corporation or contact <u>Corporations Canada</u>. We will inform the corporation of its <u>reporting obligations</u>.

Directors

Minimum 1 Maximum 10

FREDDY BENITAH 98 Orfus Road Toronto ON M6A 1L9 Canada

ã Note

Active CBCA corporations are required to <u>update director information</u> (names, addresses, etc.) within 15 days of any change. A <u>corporation</u> <u>key</u> is required. If you are not authorized to update this information, you can either contact the corporation or contact <u>Corporations Canada</u>. We will inform the corporation of its <u>reporting obligations</u>.

Annual Filings

Anniversary Date (MM-DD) 10-12

Date of Last Annual Meeting Not available

Annual Filing Period (MM-DD) 10-12 to 12-11

Type of Corporation Not available Status of Annual Filings 2019 - Not due

Corporate History

Corporate Name History

2018-10-12 to Present

11041037 CANADA INC.

Certificates and Filings

Certificate of Continuance 2018-10-12 Previous jurisdiction: Ontario

Buy copies of corporate documents

Start New Search

Return to Search Results

Date Modified: 2018-10-22

Government Gouvernement of Canada du Canada

Home e Innovation, Science and Economic Development Canada

e Corporations Canada e Search for a Federal Corporation

Federal Corporation Information - 1104104-5

Buy copies of corporate documents

ã Note

This information is available to the public in accordance with legislation (see <u>Public disclosure of corporate information</u>).

Corporation Number

1104104-5

Business Number (BN) Not Available

Corporate Name 11041045 CANADA INC.

Status Active

SPISSES.

Governing Legislation *Canada Business Corporations Act* - 2018-10-12

Registered Office Address

800, RENÉ-LÉVESQUE BLVD. WEST SUITE 2220 MONTRÉAL QC H3B 1X9 Canada

ã Note

Active CBCA corporations are required to <u>update this information</u> within 15 days of any change. A <u>corporation key</u> is required. If you are not authorized to update this information, you can either contact the corporation or contact <u>Corporations Canada</u>. We will inform the corporation of its <u>reporting obligations</u>.

Directors

Minimum 1 Maximum 10

FREDDY BENITAH 98 ORFUS ROAD TORONTO ON M6A 1L9 Canada

ã Note

Active CBCA corporations are required to <u>update director information</u> (names, addresses, etc.) within 15 days of any change. A <u>corporation</u> <u>key</u> is required. If you are not authorized to update this information, you can either contact the corporation or contact <u>Corporations Canada</u>. We will inform the corporation of its <u>reporting obligations</u>.

Annual Filings

Anniversary Date (MM-DD) 10-12

Date of Last Annual Meeting Not available

Annual Filing Period (MM-DD) 10-12 to 12-11

Type of Corporation Not available Status of Annual Filings 2019 - Not due

Corporate History

Corporate Name History

2018-10-12 to Present

11041045 CANADA INC.

Certificates and Filings

Certificate of Continuance 2018-10-12 Previous jurisdiction: Ontario

Buy copies of corporate documents

Start New Search

Return to Search Results

Date Modified: 2018-10-22



Industry Canada

Industrie Canada

des faillites Canada

Bureau du surintendant

Office of the Superintendent of Bankruptcy Canada

District of Ontario Division No. 09 - Toronto Court No. 31-2436097 Estate No. 31-2436097

In the Matter of the Notice of Intention to make a proposal of:

Fluid Brands Inc

Insolvent Person

RICHTER ADVISORY GROUP INC / RICHTER GROUPE CONSEIL INC

Licensed Insolvency Trustee

Date of the Notice of Intention:

October 25, 2018

CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL Subsection 50.4 (1)

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforenamed insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the *Bankruptcy and Insolvency Act*.

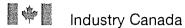
Pursuant to subsection 69(1) of the Act, all proceedings against the aforenamed insolvent person are stayed as of the date of filing of the Notice of Intention.

Date: October 25, 2018, 16:49

Official Receiver

E-File/Dépôt Electronique





Industrie Canada

des faillites Canada

Bureau du surintendant

Office of the Superintendent of Bankruptcy Canada

District of Ontario Division No. 09 - Toronto Court No. 31-2436108 Estate No. 31-2436108

In the Matter of the Notice of Intention to make a proposal of:

11041037 Canada Inc

Insolvent Person

RICHTER ADVISORY GROUP INC / RICHTER GROUPE CONSEIL INC

Licensed Insolvency Trustee

Date of the Notice of Intention:

October 25, 2018

CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL Subsection 50.4 (1)

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforenamed insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the *Bankruptcy and Insolvency Act.*

Pursuant to subsection 69(1) of the Act, all proceedings against the aforenamed insolvent person are stayed as of the date of filing of the Notice of Intention.

Date: October 25, 2018, 16:57

Official Receiver

E-File/Dépôt Electronique





Industry Canada

Office of the Superintendent of Bankruptcy Canada

District ofOntarioDivision No.09 - TorontoCourt No.31-2436109Estate No.31-2436109

Industrie Canada

Bureau du surintendant des faillites Canada

In the Matter of the Notice of Intention to make a proposal of:

11041045 Canada Inc

Insolvent Person

RICHTER ADVISORY GROUP INC / RICHTER GROUPE CONSEIL INC

Licensed Insolvency Trustee

Date of the Notice of Intention:

October 25, 2018

CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL Subsection 50.4 (1)

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforenamed insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the *Bankruptcy and Insolvency Act.*

Pursuant to subsection 69(1) of the Act, all proceedings against the aforenamed insolvent person are stayed as of the date of filing of the Notice of Intention.

Date: October 25, 2018, 16:58

Official Receiver

E-File/Dépôt Electronique



TAB D

This is Exhibit "D" referred to in the Affidavit of Fred Benitah sworn November 1, 2018

Commissioner for Taking Affidavits for as may be)

Court File No. 31-2436097

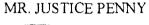
ONTARIO SUPERIOR COURT OF JUSTICE COMMERCIAL LIST

))

)

THE HONOURABLE

WEDNESDAY, THE 24TH DAY OF OCTOBER, 2018





IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF FLUID BRANDS INC.

ORDER

THIS MOTION, brought by Fluid Brands Inc. (the "Debtor") herein on an urgent, ex parte basis, was heard this day at the court house, 330 University Ave., Toronto, Ontario, M5G 1R7.

ON READING the Notice of Motion of the Debtor, filed,

AND ON READING IN PARTICULAR the Affidavit of Freddy Benitah sworn October 16, 2018,

1. THIS COURT ORDERS THAT permission is granted pursuant to s. 13.3 of the *Bankruptcy and Insolvency Act* for Richter Advisory Group Inc. ("Richter") to be named as, and to act as, the Proposal Trustee in the Proposal of the Debtor.

2. THIS COURT FURTHER ORDERS THAT a copy of this Order and the Motion materials in relation thereto be served forthwith upon all secured creditors of the Debtor and the Superintendent of Bankruptcy and nothing herein shall prejudice the rights of any party entitled to do so to bring proceedings to substitute the Trustee.

(Signature of Judge)

ENTERED AT CINSCRIT À TORONTO ON / BOOK NO: LE / DANS LE REGISTRE NO:

OCT 2 9 2018

PER/PAR: MM

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF FLUID BRANDS INC.

31-2436097

Court File No.

ONTARIO SUPERIOR COURT OF JUSTICE COMMERCIAL LIST

PROCEEDING COMMENCED AT TORONTO

ORDER

TORKIN MANES LLP Barristers & Solicitors 151 Yonge Street, Suite 1500 Toronto ON M5C 2W7

Jeffrey J. Simpson (39663M) jsimpson@torkinmanes.com Tel: 416-777-5413 Fax: 1-888-587-9143

Lawyers for Fluid Brands Inc.

RCP-E 4C (May 1, 2016)

35162.0001/11815542_.1

£

Court File No. 31-2436108

ONTARIO SUPERIOR COURT OF JUSTICE COMMERCIAL LIST

))

)

THE HONOURABLE

MR. JUSTICE PENNY

WEDNESDAY, THE 24TH

DAY OF OCTOBER, 2018



IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF 11041037 CANADA INC.

ORDER

THIS MOTION, brought by 11041037 CANADA INC. (the "Debtor") herein on an urgent, ex parte basis, was heard this day at the court house, 330 University Ave., Toronto, Ontario, M5G 1R7.

ON READING the Notice of Motion of the Debtor, filed,

AND ON READING IN PARTICULAR the Affidavit of Freddy Benitah sworn October 16, 2018,

1. THIS COURT ORDERS THAT permission is granted pursuant to s. 13.3 of the *Bankruptcy and Insolvency Act* for Richter Advisory Group Inc. ("Richter") to be named as, and to act as, the Proposal Trustee in the Proposal of the Debtor.

2. THIS COURT FURTHER ORDERS THAT a copy of this Order and the Motion materials in relation thereto be served forthwith upon all secured creditors of the Debtor and the Superintendent of Bankruptcy and nothing herein shall prejudice the rights of any party entitled to do so to bring proceedings to substitute the Trustee.

(Signature of Judge)

ENTERED AT / INSCRIT À TORONTO ON / BOOK NO: LE / DANS LE REGISTRE NO:

OCT 2 9 2018

PER/PAR:

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF 11041037 CANADA INC.

31-2436108.

Court File No.

ONTARIO SUPERIOR COURT OF JUSTICE COMMERCIAL LIST

PROCEEDING COMMENCED AT TORONTO

ORDER

TORKIN MANES LLP Barristers & Solicitors 151 Yonge Street, Suite 1500 Toronto ON M5C 2W7

Jeffrey J. Simpson (39663M) jsimpson@torkinmanes.com Tel: 416-777-5413 Fax: 1-888-587-9143

Lawyers for 11041037 Canada Inc.

RCP-E 4C (May 1, 2016)

35162.0001/11814989 .1

Court File No. 31 - 2436109

ONTARIO SUPERIOR COURT OF JUSTICE COMMERCIAL LIST

)

)

THE HONOURABLE

MR. JUSTICE PENNY

WEDNESDAY, THE 24TH

DAY OF OCTOBER, 2018



1

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF 11041045 CANADA INC.

ORDER

THIS MOTION, brought by 11041045 CANADA INC. (the "Debtor") herein on an urgent, ex parte basis, was heard this day at the court house, 330 University Ave., Toronto, Ontario, M5G 1R7.

ON READING the Notice of Motion of the Debtor, filed,

AND ON READING IN PARTICULAR the Affidavit of Freddy Benitah sworn October 16, 2018,

1. THIS COURT ORDERS THAT permission is granted pursuant to s. 13.3 of the *Bankruptcy and Insolvency Act* for Richter Advisory Group Inc. ("Richter") to be named as, and to act as, the Proposal Trustee in the Proposal of the Debtor.

2. THIS COURT FURTHER ORDERS THAT a copy of this Order and the Motion materials in relation thereto be served forthwith upon all secured creditors of the Debtor and the Superintendent of Bankruptcy and nothing herein shall prejudice the rights of any party entitled to do so to bring proceedings to substitute the Trustee.

(Signature of Judge)

ENTERED AT INSCRIPTA TORONTO ON / BOOK NO: LE / DANS LE REGISTRE NO:

OCT 2 9 2018

PER/PAR: MUM

IN THE MATTER OF THE NOTICE OF INTENTION TO MAKE A PROPOSAL OF 11041045 CANADA INC.

31-2436109

Court File No.

ONTARIO SUPERIOR COURT OF JUSTICE COMMERCIAL LIST

PROCEEDING COMMENCED AT TORONTO

ORDER

The second s

TORKIN MANES LLP Barristers & Solicitors 151 Yonge Street, Suite 1500 Toronto ON M5C 2W7

Jeffrey J. Simpson (39663M) jsimpson@torkinmanes.com Tel: 416-777-5413 Fax: 1-888-587-9143

Lawyers for 11041045 Canada Inc.

RCP-E 4C (May 1, 2016)

35162.0001/11815115_.1

TAB E

This is Exhibit "E" referred to in the Affidavit of Fred Benitah sworn November 1, 2018

J.J. Luller Commissioner for Taking Affidevits (or as may be)

PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM SEARCH RESULTS

Date Search Conducted: 10/30/2018
File Currency Date: 10/29/2018
Family(ies): 6
Page(s): 12

SEARCH : Business Debtor : FLUID BRANDS INC.

The attached report has been created based on the data received by Cyberbahn, a Thomson Reuters business from the Province of Ontario, Ministry of Government Services. No liability is assumed by Cyberbahn regarding its correctness, timeliness, completeness or the interpretation and use of the report. Use of the Cyberbahn service, including this report is subject to the terms and conditions

of Cyberbahn's subscription agreement.

PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM SEARCH RESULTS

```
Date Search Conducted: 10/30/2018
File Currency Date: 10/29/2018
Family(ies): 6
Page(s): 12
```

,

SEARCH : Business Debtor : FLUID BRANDS INC.

FAMILY: 1 OF 6 ENQUIRY PAGE : 1 OF 12 SEARCH : BD : FLUID BRANDS INC.

 00 FILE NUMBER : 693205713
 EXPIRY DATE : 16JAN 2020 STATUS :

 01 CAUTION FILING :
 PAGE : 01 OF 001
 MV SCHEDULE ATTACHED :

 REG NUM : 20140116 1703 1462 0189 REG TYP: P
 PPSA
 REG PERIOD: 6

 02 IND DOB : IND NAME: 03 BUS NAME: THE B&C GROUP INC. OCN : 04 ADDRESS : 98 ORFUS RD CITY : TORONTO 05 IND DOB : IND NAME: PROV: ON POSTAL CODE: M6A1L9 06 BUS NAME: B&C DISTRIBUTION CENTRE OCN : 07 ADDRESS : 3389 STEELES AVE E PROV: ON POSTAL CODE: L6T5W4 CITY : BRAMPTON 08 SECURED PARTY/LIEN CLAIMANT : XEROX CANADA LTD 09 ADDRESS : 33 BLOOR ST. E. 3RD FLOOR CITY : TORONTO PROV: ON POSTAL CODE: M4W3H1 CONS. MV DATE OF OR NO FIXED GOODS INVTRY. EQUIP ACCTS OTHER INCL AMOUNT MATURITY MAT DATE 10 x x MODEL Х YEAR MAKE V.I.N. 11 12 GENERAL COLLATERAL DESCRIPTION 13 14 15 16 AGENT: PPSA CANADA INC. - (3992) 17 ADDRESS : 110 SHEPPARD AVE EAST, SUITE 303 PROV: ON POSTAL CODE: M2N6Y8 CITY : TORONTO

FAMILY : 1 OF 6 ENQUIRY PAGE : 2 OF 12 SEARCH : BD : FLUID BRANDS INC. FILE NORTHER COLL REGISTRATION NUM REG TYPE FILE NUMBER 693205713
 PAGE
 TOT
 REGISTRATION NUM

 01
 CAUTION :
 01
 OF
 001
 MV
 SCHED:
 20150306
 1403
 1462
 6907
 21 REFERENCE FILE NUMBER : 693205713 22 AMEND PAGE: NO PAGE: CHANGE: E TRNSFER REN YEARS: CORR PER: 23 REFERENCE DEBTOR/IND NAME:24TRANSFEROR:BUS NAME: THE B&C GROUP INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: FLUID BRANDS INC. OCN : 04/07 ADDRESS: 98 ORFUS RD. CITY: TORONTO PROV: ON POSTAL CODE: M6A1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CITY : PROV : POSTAL CODE : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : XEROX CANADA LTD 17 ADDRESS : 33 BLOOR ST. E. 3RD FLOOR CITY : TORONTO PROV : ON POSTAL CODE : M4W3H1

FAMILY: 2 OF 6 ENQUIRY PAGE : 3 OF 12 SEARCH : BD : FLUID BRANDS INC.

 00 FILE NUMBER : 700724043
 EXPIRY DATE : 16OCT 2019 STATUS :

 01 CAUTION FILING :
 PAGE : 001 OF 002
 MV SCHEDULE ATTACHED :

 REG NUM : 20141016 0954 1862 2994 REG TYP: P
 PPSA
 REG PERIOD: 5

 02 IND DOB : IND NAME: 03 BUS NAME: FLUID BRANDS INC. OCN : 04 ADDRESS : 16 RENAISSANCE COURT CITY : THORNHILL PROV: ON POSTAL CODE: L4J 7W4 05 IND DOB : IND NAME: 06 BUS NAME: OCN : 07 ADDRESS : CITY : PROV: POSTAL CODE: 08 SECURED PARTY/LIEN CLAIMANT : CANADIAN IMPERIAL BANK OF COMMERCE, AS AGENT 09 ADDRESS : COMMERCE COURT WEST, 199 BAY STREET, 4TH PROV: ON POSTAL CODE: M5L 1A2 CITY : TORONTO DATE OF OR NO FIXED MATURITY MAT DATE CONS. MV GOODS INVTRY. EQUIP ACCTS OTHER INCL AMOUNT 10 X X X X X X VERP MAKE MODEL YEAR MAKE V.I.N. 11 12 GENERAL COLLATERAL DESCRIPTION 13 14 15 16 AGENT: GOWLING LAFLEUR HENDERSON LLP (KELBY CARTER) 17 ADDRESS : #1600, 1 FIRST CDN PLACE, 100 KING STR W CITY : TORONTO PROV: ON POSTAL CODE: M5X 1G5

,

FAMILY : 2 OF 6 SEARCH : BD : FLUID BRANDS INC. ENQUIRY PAGE : 4 OF 12 REG NUM : 20141016 0954 1862 2994 REG TYP: REG PERIOD: 02 IND DOB : IND NAME: 03 BUS NAME: OCN : 04 ADDRESS : CITY : PROV: POSTAL CODE: IND NAME: 05 IND DOB : 06 BUS NAME: OCN : 07 ADDRESS : PROV: CITY : POSTAL CODE: 08 SECURED PARTY/LIEN CLAIMANT : 09 ADDRESS : FLOOR CITY : PROV: POSTAL CODE: CONS. MV DATE OF OR NO FIXED GOODS INVTRY. EQUIP ACCTS OTHER INCL AMOUNT MATURITY MAT DATE 10 YEAR MAKE MODEL V.I.N. 11 12 GENERAL COLLATERAL DESCRIPTION 13 14 15 16 AGENT: 17 ADDRESS : CITY : PROV: POSTAL CODE:

FAMILY : 2 OF 6 ENQUIRY PAGE : 5 OF 12 SEARCH : BD : FLUID BRANDS INC. FILE NUMBER 700724043 REGISTRATION NUM REG TYPE PAGE TOT
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 001 OF 001 MV SCHED:
 20141230 1452 1862 8360
 21 REFERENCE FILE NUMBER : 700724043 22 AMEND PAGE: 1 NO PAGE: CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: FLUID BRANDS INC. 25 OTHER CHANGE: 26 REASON: TO CHANGE THE ADDRESS OF THE DEBTOR. 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: FLUID BRANDS INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD PROV: ON POSTAL CODE: M6A 1L9 CITY: TORONTO 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CITY : PROV : POSTAL CODE : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : GOWLING LAFLEUR HENDERSON LLP (KC) 17 ADDRESS : 100 KING STREET WEST, SUITE 1600 CITY : TORONTO PROV : OP PROV : ON POSTAL CODE : M5X 1G5

FAMILY : 3 OF 6 ENQUIRY PAGE : 6 OF 12 SEARCH : BD : FLUID BRANDS INC.

 00 FILE NUMBER : 702786078
 EXPIRY DATE : 06JAN 2020 STATUS :

 01 CAUTION FILING :
 PAGE : 001 OF 1
 MV SCHEDULE ATTACHED :

 REG NUM : 20150106 1441 1590 7237 REG TYP: P
 PPSA
 REG PERIOD: 5

 02 IND DOB : IND NAME: 03 BUS NAME: FLUID BRANDS INC. OCN : 04 ADDRESS : 98 ORFUS ROAD CITY : TORONTO PROV: ON POSTAL CODE: M6A 1L9 05 IND DOB : IND NAME: 06 BUS NAME: OCN : 07 ADDRESS : CITY : PROV: POSTAL CODE: 08 SECURED PARTY/LIEN CLAIMANT : ISAAC BENNET SALES AGENCIES INC. 09 ADDRESS : 111 ORFUS ROAD CITY : TORONTO PROV: ON POSTAL CODE: M6A 1M4 CONS. MV DATE OF OR NO FIXED GOODS INVTRY. EQUIP ACCTS OTHER INCL AMOUNT MATURITY MAT DATE 10 X X X X X X MODEL YEAR MAKE MODEL V.I.N. 11 12 GENERAL COLLATERAL DESCRIPTION 13 14 15 16 AGENT: TORKIN MANES LLP (F. SULLEY/S. JANKOWSKI) 17 ADDRESS : 1500 - 151 YONGE STREET CITY : TORONTO PROV: ON POSTAL CODE: M5C 2W7

ENQUIRY PAGE : 7 OF 12 FAMILY : 4 OF 6 SEARCH : BD : FLUID BRANDS INC.
 00
 FILE NUMBER : 702794907
 EXPIRY DATE : 06JAN 2020
 STATUS :

 01
 CAUTION FILING :
 PAGE : 001 OF 1
 MV SCHEDULE ATTACHED :

 REG NUM : 20150106 1618 1590 7256 REG TYP: P
 PPSA
 REG PERIOD: 5
 02 IND DOB : IND NAME: 03 BUS NAME: FLUID BRANDS INC. OCN : 04 ADDRESS : 98 ORFUS ROAD PROV: ON POSTAL CODE: M6A 1L9 CITY : TORONTO 05 IND DOB : IND NAME: 06 BUS NAME: OCN : 07 ADDRESS : CITY : PROV: POSTAL CODE: 08 SECURED PARTY/LIEN CLAIMANT : CITY : TORONTO PROV: ON POSTAL CODE: M6A 1L9 CONS. MV DATE OF OR NO FIXED GOODS INVTRY. EQUIP ACCTS OTHER INCL AMOUNT MATURITY MAT DATE 10 X X X X X YEAR MAKE MODEL F.B.I. INC. 11 12 GENERAL COLLATERAL DESCRIPTION 13 14 15 16 AGENT: TORKIN MANES LLP (F. SULLEY/S. JANKOWSKI) 17 ADDRESS : 1500 - 151 YONGE STREET CITY : TORONTO PROV: ON POSTAL CODE: M5C 2W7

FAMILY : 5 OF 6 SEARCH : BD : FLUID BRANDS INC. ENQUIRY PAGE : 8 OF 12

 00 FILE NUMBER : 716640399
 EXPIRY DATE : 13MAY 2026 STATUS :

 01 CAUTION FILING : X
 PAGE : 01 OF 002
 MV SCHEDULE ATTACHED :

 REG NUM : 20160513 1033 8077 7362 REG TYP: P
 PPSA
 REG PERIOD: 10

 02 IND DOB : IND NAME: 03 BUS NAME: FLUID BRANDS INC OCN : 04 ADDRESS : 98 ORFUS ROAD CITY : TORONTO PROV: ON POSTAL CODE: M6A1L9 05 IND DOB : IND NAME: 06 BUS NAME: OCN : 07 ADDRESS : CITY : PROV: POSTAL CODE: 08 SECURED PARTY/LIEN CLAIMANT : HEWLETT-PACKARD FINANCIAL SERVICES CANADA COMPANY 09 ADDRESS : 5150 SPECTRUM WAY PROV: ON POSTAL CODE: L4W 5G1 CITY : MISSISSAUGA CONS. MV DATE OF OR NO FIXED GOODS INVTRY. EQUIP ACCTS OTHER INCL AMOUNT MATURITY MAT DATE 0 X X X X X X X X 10 X X X X YEAR MAKE MODEL V.I.N. 11 12 GENERAL COLLATERAL DESCRIPTION 13 14 15 16 AGENT: REGISTRY = RECOVERY INC. 17 ADDRESS : 1551 THE QUEENSWAY CITY : TORONTO PROV: ON POSTAL CODE: M8Z 1T5

FAMILY : 5 OF 6 SEARCH : BD : FLUID BRANDS INC. ENQUIRY PAGE : 9 OF 12

 00 FILE NUMBER : 716640399
 EXPIRY DATE : 13MAY 2026 STATUS :

 01 CAUTION FILING :
 PAGE : 02 OF 002
 MV SCHEDULE ATTACHED :

 REG NUM : 20160513 1033 8077 7362 REG TYP: REG PERIOD: 02 IND DOB : IND NAME: 03 BUS NAME: OCN : 04 ADDRESS : PROV: CITY POSTAL CODE: : IND NAME: 05 IND DOB : 06 BUS NAME: OCN : 07 ADDRESS : PROV: POSTAL CODE: CITY : 08 SECURED PARTY/LIEN CLAIMANT : COMPAGNIE DE SERVICES FINANCIERS HEWLETT-PACKARD CANADA 09 ADDRESS : 5150 SPECTRUM WAY PROV: ON POSTAL CODE: L4W 5G1 CITY : MISSISSAUGA CONS. MV DATE OF OR NO FIXED GOODS INVTRY. EQUIP ACCTS OTHER INCL AMOUNT MATURITY MAT DATE 10 YEAR MAKE MODEL V.I.N. 11 12 GENERAL COLLATERAL DESCRIPTION 13 14 15 16 AGENT: 17 ADDRESS : CITY : PROV: POSTAL CODE:

FAMILY : 6 OF 6 ENQUIRY PAGE : 10 OF 12 SEARCH : BD : FLUID BRANDS INC.
 00 FILE NUMBER : 719477838
 EXPIRY DATE : 10AUG 2020 STATUS :

 01 CAUTION FILING : X
 PAGE : 001 OF 3
 MV SCHEDULE ATTACHED :

 REG NUM : 20160810 1440 6083 4863 REG TYP: P
 PPSA
 REG PERIOD: 4
 02 IND DOB : IND NAME: 03 BUS NAME: FLUID BRANDS INC OCN : 04 ADDRESS : 98 ORFUS ROAD CITY : TORONTO PROV: ON POSTAL CODE: M6A 1L9 05 IND DOB : IND NAME: 06 BUS NAME: OCN : 07 ADDRESS : CITY : PROV: POSTAL CODE: 08 SECURED PARTY/LIEN CLAIMANT : HEWLETT-PACKARD FINANCIAL SERVICES COMPANY 09 ADDRESS : 200 CONNELL DRIVE CITY : BERKELEY HEIGHTS PROV: NJ POSTAL CODE: 07922 MV AMOUNT MV DATE OF OR NO FIXED INCL AMOUNT MATURITY MAT DATE 96465 10AUG2020 CONS. GOODS INVTRY. EQUIP ACCTS OTHER INCL 10 Х V.I.N. YEAR MAKE MODEL 11 12 GENERAL COLLATERAL DESCRIPTION 13 ALL EQUIPMENT AND SOFTWARE NOW OR HEREAFTER ACQUIRED, WHICH SECURED 14 PARTY HAS LEASED TO OR FINANCED FOR DEBTOR, INCLUDING, BUT NOT 15 LIMITED TO, COMPUTER, PRINTING, IMAGING, COPYING, SCANNING, 16 AGENT: ESC CORPORATE SERVICES LTD. (CSC) CH 17 ADDRESS : 445 KING STREET CITY : TORONTO PROV: ON POSTAL CODE: M5V 1K4

FAMILY : 6 OF 6 ENQUIRY PAGE : 11 OF 12 SEARCH : BD : FLUID BRANDS INC. 00 FILE NUMBER : 719477838EXPIRY DATE : 10AUG 2020 STATUS :01 CAUTION FILING :PAGE : 002 OF 3MV SCHEDULE ATTACHED : REG NUM : 20160810 1440 6083 4863 REG TYP: REG PERIOD: 02 IND DOB : IND NAME: 03 BUS NAME: OCN : 04 ADDRESS : CITY : PROV: POSTAL CODE: IND NAME: 05 IND DOB : 06 BUS NAME: OCN : 07 ADDRESS : CITY : PROV: POSTAL CODE: 08 SECURED PARTY/LIEN CLAIMANT : 09 ADDRESS : PROV: POSTAL CODE: CITY : CONS. MV DATE OF OR NO FIXED GOODS INVTRY. EQUIP ACCTS OTHER INCL AMOUNT MATURITY MAT DATE 10 YEAR MAKE MODEL V.I.N. 11 12 GENERAL COLLATERAL DESCRIPTION 13 PROJECTION AND STORAGE EQUIPMENT, ANY AND ALL RELATED PERIPHERALS, 14 ATTACHMENTS, ACCESSIONS, ADDITIONS, GENERAL INTANGIBLES, 15 SUBSTITUTIONS, SUPPLIES, REPLACEMENTS, AND ANY RIGHT, TITLE OR 16 AGENT: 17 ADDRESS : CITY : PROV: POSTAL CODE:

FAMILY : 6 OF 6 ENQUIRY PAGE : 12 OF 12 SEARCH : BD : FLUID BRANDS INC.

 00 FILE NUMBER : 719477838
 EXPIRY DATE : 10AUG 2020 STATUS :

 01 CAUTION FILING :
 PAGE : 003 OF 3

 MV SCHEDULE ATTACHED :

 REG NUM : 20160810 1440 6083 4863 REG TYP: REG PERIOD: 02 IND DOB : IND NAME: 03 BUS NAME: OCN : 04 ADDRESS : CITY : PROV: POSTAL CODE: IND NAME: 05 IND DOB : 06 BUS NAME: OCN : 07 ADDRESS : CITY : PROV: POSTAL CODE: 08 SECURED PARTY/LIEN CLAIMANT : 09 ADDRESS : PROV: POSTAL CODE: CITY : CONS. MV DATE OF OR NO FIXED GOODS INVTRY. EQUIP ACCTS OTHER INCL AMOUNT MATURITY MAT DATE 10 V.I.N. YEAR MAKE MODEL 11 12 GENERAL COLLATERAL DESCRIPTION 13 INTEREST IN ANY LICENSE FOR ANY SOFTWARE USED TO OPERATE OR 14 OTHERWISE INSTALLED IN ANY OF THE FOREGOING, AND PRODUCTS AND 15 PROCEEDS OF ALL OF THE FOREGOING (INCLUDING INSURANCE PROCEEDS). 16 AGENT: 17 ADDRESS : CITY : PROV: POSTAL CODE:

PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM SEARCH RESULTS

Date Search Conducted: 10/30/2018
File Currency Date: 10/29/2018
Family(ies): 5
Page(s): 23

. **V**¹

SEARCH : Business Debtor : 11041037 CANADA INC.

The attached report has been created based on the data received by Cyberbahn, a Thomson Reuters business from the Province of Ontario, Ministry of Government Services. No liability is assumed by Cyberbahn regarding its correctness, timeliness, completeness or the interpretation and use of the report. Use of the Cyberbahn service, including this report is subject to the terms and conditions

of Cyberbahn's subscription agreement.

PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM SEARCH RESULTS

:

```
Date Search Conducted: 10/30/2018
File Currency Date: 10/29/2018
Family(ies): 5
Page(s): 23
                 SEARCH : Business Debtor : 11041037 CANADA INC.
                                                       ENQUIRY PAGE : 1 OF 23
FAMILY: 1 OF 5
SEARCH : BD : 11041037 CANADA INC.
00 FILE NUMBER : 642281967EXPIRY DATE : 25JAN 2023 STATUS :01 CAUTION FILING :PAGE : 001 OF 001MV SCHEDULE ATTACHED :
  REG NUM : 20080125 1150 1862 3566 REG TYP: P PPSA REG PERIOD: 5
 02 IND DOB : IND NAME:
03 BUS NAME: 2151456 ONTARIO INC.
                                                                 OCN :
04 ADDRESS : 98 ORFUS ROAD
  CITY : TORONTO
5 IND DOB : IND NAME:
                                      PROV: ON POSTAL CODE: M6A 1L9
 05 IND DOB :
 06 BUS NAME:
                                                                OCN :
 07 ADDRESS :
                                      PROV:
                                                 POSTAL CODE:
   CITY :
 08 SECURED PARTY/LIEN CLAIMANT :
 CANADIAN IMPERIAL BANK OF COMMERCE
09 ADDRESS : 595 BAY STREET, 5TH FLOOR
                      PROV: ON POSTAL CODE: M5G 2C2
   CITY : TORONTO
  CONS. MV DATE OF OR NO FIXED
GOODS INVTRY. EQUIP ACCTS OTHER INCL AMOUNT MATURITY MAT DATE
     X X X X X
 10
                                   MODEL
                                                      V.I.N.
   YEAR MAKE
 11
 12
 GENERAL COLLATERAL DESCRIPTION
 13
 14
 15
 16 AGENT: GOWLING LAFLEUR HENDERSON LLP (LBN)
17 ADDRESS : 100 KING STREET WEST, SUITE 1600
CITY : TORONTO PROV: ON
                                                POSTAL CODE: M5X 1G5
```

FAMILY: 1 OF 5 ENQUIRY PAGE : 2 OF 23 SEARCH : BD : 11041037 CANADA INC. FILE NUMBER 642281967 REGISTRATION NUM REG TYPE PAGE TOT 001 OF 001 MV SCHED: 20080213 1523 1862 4848 01 CAUTION : 21 REFERENCE FILE NUMBER : 642281967 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: TRANSFEROR: BUS NAME: 2151456 ONTARIO INC. 24 25 OTHER CHANGE: 26 REASON: TO AMEND THE DEBTOR'S NAME ON LINE 3 OF REGISTRATION NUMBER 20080125 27 /DESCR: 1150 1862 3566 FROM 2151456 ONTARIO INC. TO BOMBAY & CO. INC. : PURSUANT TO ARTICLES OF AMENDMENT DATED FEBRUARY 13, 2008. 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: BOMBAY & CO. INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CITY PROV : POSTAL CODE : : DATE OF MV NO FIXED CONS GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : GOWLING LAFLEUR HENDERSON LLP (LBN) 17 ADDRESS : 100 KING STREET WEST, SUITE 1600 CITY : TORONTO PROV : ON POSTAL CODE : M5X 1G5

e

FAMILY: 1 OF 5 ENQUIRY PAGE : 3 OF 23 SEARCH : BD : 11041037 CANADA INC. FILE NUMBER 642281967 REGISTRATION NUM REG TYPE PAGE TOT
 PAGE
 TOT
 REGISTRATION NUM

 01
 OF
 001
 MV
 SCHED:
 20121120
 1452
 1530
 2479
 01 CAUTION : 21 REFERENCE FILE NUMBER : 642281967 22 AMEND PAGE: NO PAGE: X CHANGE: B RENEWAL REN YEARS: 5 CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BOMBAY & CO. INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: OCN: 04/07 ADDRESS: PROV: POSTAL CODE: CITY: 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CITY PROV : POSTAL CODE : : DATE OF NO FIXED CONS. MV AMOUNT GOODS INVTRY EQUIP ACCTS OTHER INCL MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : D+H LIMITED PARTNERSHIP 17 ADDRESS : SUITE 200, 4126 NORLAND AVENUE CITY : BURNABY PROV : BC POSTAL CODE : V5G 3S8

ENQUIRY PAGE : 4 OF 23 FAMILY : 1 OF 5 SEARCH : BD : 11041037 CANADA INC. FILE NUMBER 642281967 REGISTRATION NUM REG TYPE PAGE TOT
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 001 OF 001 MV SCHED:
 20150121 1449 1862 9642
 21 REFERENCE FILE NUMBER : 642281967 22 AMEND PAGE: NO PAGE: X CHANGE: E TRNSFER REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BOMBAY & CO. INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 2383029 ONTARIO INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CITY PROV : POSTAL CODE : : DATE OF MV NO FIXED CONS. GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : GOWLING LAFLEUR HENDERSON LLP (KELBY CARTER) 17 ADDRESS : #1600, 1 FIRST CDN PLACE, 100 KING STR W CITY : TORONTO PROV : ON POSTAL CODE : M5X 1G5

ENQUIRY PAGE : 5 OF 23 FAMILY : 1 OF 5 SEARCH : BD : 11041037 CANADA INC. FILE NUMBER 642281967 REGISTRATION NUM REG TYPE PAGE TOT 01 CAUTION : 001 OF 001 MV SCHED: 20150129 1600 1862 0267 21 REFERENCE FILE NUMBER : 642281967 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: BUS NAME: 2383029 ONTARIO INC. TRANSFEROR: 24 25 OTHER CHANGE: 26 REASON: THE DEBTOR ON LINE 03 OF PAGE 001 OF REGISTRATION NUMBER 20150121 27 /DESCR: 1449 1862 9642 HAS CHANGED ITS NAME TO BOMBAY & CO. INC. PURSUANT TO : ARTICLES OF AMENDMENT DATED JANUARY 22, 2015. 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: BOMBAY & CO. INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD PROV: ON POSTAL CODE: M6A 1L9 CITY: TORONTO 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : DATE OF NO FIXED CONS. MV AMOUNT GOODS INVTRY EQUIP ACCTS OTHER INCL MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : GOWLING LAFLEUR HENDERSON LLP (CLM)

 17 ADDRESS : 100 KING STREET WEST, SUITE 1600

 CITY : TORONTO

 PROV : ON

 PROV : ON POSTAL CODE : M5X 1G5

ENQUIRY PAGE : 6 OF 23 FAMILY : 1 OF 5 SEARCH : BD : 11041037 CANADA INC. FILE NUMBER 642281967 REGISTRATION NUM REG TYPE PAGE TOT PAGE TOT REGISTRATION NUM 01 OF 001 MV SCHED: 20171030 1432 1530 9273 01 CAUTION : 21 REFERENCE FILE NUMBER : 642281967 22 AMEND PAGE: NO PAGE: X CHANGE: B RENEWAL REN YEARS: 5 CORR PER: 23 REFERENCE DEBTOR/ IND NAME: BUS NAME: BOMBAY & CO. INC. TRANSFEROR : 24 25 OTHER CHANGE: 26 REASON: 27 / DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: OCN: 04/07 ADDRESS: PROV: POSTAL CODE: CITY: 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CITY PROV : POSTAL CODE : : DATE OF NO FIXED CONS. MV GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : D+H LIMITED PARTNERSHIP 17 ADDRESS : SUITE 200, 4126 NORLAND AVENUE CITY : BURNABY PROV : BC POSTAL CODE : V5G 3S8

,

FAMILY : 1 OF 5 SEARCH : BD : 11041037 CANADA INC. ENQUIRY PAGE : 7 OF 23 FILE NUMBER 642281967 PAGE TOT REGISTRATION NUM 001 OF 001 MV SCHED: 20181023 1514 1862 4905 REGISTRATION NUM REG TYPE 01 CAUTION : 21 REFERENCE FILE NUMBER : 642281967 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BOMBAY & CO. INC. 25 OTHER CHANGE: 26 REASON: THE NAME OF THE DEBTOR ON LINE 03 OF REGISTRATION NO. 20080125 1150 27 /DESCR: 1862 3566 HAS BEEN AMENDED. 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 11041037 CANADA INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CITY PROV : POSTAL CODE : : DATE OF NO FIXED CONS. MV GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : GOWLING WLG (CANADA) LLP (T. GERTNER) 17 ADDRESS : SUITE 1600, 100 KING STREET WEST CITY : TORONTO PROV : ON POSTAL CODE : M5X 1G5

FAMILY : 2 OF 5 ENQUIRY PAGE : 8 OF 23 SEARCH : BD : 11041037 CANADA INC. 00 FILE NUMBER : 693252117EXPIRY DATE : 20JAN 2019 STATUS :01 CAUTION FILING :PAGE : 001 OF 1MV SCHEDULE ATTACHED :REG NUM : 20140120 1404 1590 5064 REG TYP: PPPSAREG PERIOD: 5 02 IND DOB : IND NAME: 03 BUS NAME: BOMBAY & CO. INC. OCN · 04 ADDRESS : 98 ORFUS ROAD CITY : TORONTO 05 IND DOB : PROV: ON POSTAL CODE: M6A 1L9 IND NAME: 06 BUS NAME: OCN · 07 ADDRESS : CITY : PROV: POSTAL CODE: 08 SECURED PARTY/LIEN CLAIMANT : ISAAC BENNET SALES AGENCIES INC. 09 ADDRESS : 98 ORFUS ROAD PROV: ON POSTAL CODE: M6A 1L9 CITY : TORONTO DATE OF OR NO FIXED AMOUNT MATURITY MAT DATE MV CONS GOODS INVTRY. EQUIP ACCTS OTHER INCL 10 X X X X X X VEND WAYE X YEAR MAKE MODEL V.I.N. 11 12 GENERAL COLLATERAL DESCRIPTION 13 14 15 16 AGENT: FASKEN MARTINEAU DUMOULIN LLP (SDR) (LR) 17 ADDRESS : BAY ADELAIDE CENTRE, BOX 20 CITY : TORONTO PROV: ON POSTAL CODE: M5H 2T6

```
FAMILY: 2 OF 5
                                                  ENQUIRY PAGE : 9 OF 23
SEARCH : BD : 11041037 CANADA INC.
                                                       FILE NUMBER 693252117
PAGE TOT REGISTRATION NUM
01 CAUTION : 001 OF 1 MV SCHED: 20140624 1516 1590 4920
                                           REGISTRATION NUM REG TYPE
21 REFERENCE FILE NUMBER : 693252117
22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS:
                                                              CORR PER:
23 REFERENCE DEBTOR/ IND NAME:
        TRANSFEROR:
                     BUS NAME: BOMBAY & CO. INC.
24
25 OTHER CHANGE:
26 REASON: TO AMEND THE ADDRESS OF THE SECURED PARTY
27 /DESCR:
28
02/05 IND/TRANSFEREE:
03/06 BUS NAME/TRFEE:
                                                              OCN:
04/07 ADDRESS:
       CITY:
                                     PROV: POSTAL CODE:
29 ASSIGNOR:
08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE :
       ISAAC BENNET SALES AGENCIES INC.
09 ADDRESS : 111 ORFUS ROAD
 CITY : TORONTO
                                  PROV : ON POSTAL CODE : M6A 1M4
                                 MV
                                                       DATE OF NO FIXED
MATURITY OR MAT DATE
 CONS
                                       AMOUNT
 GOODS INVTRY EQUIP ACCTS OTHER INCL
10
11
12
13
14
15
16 NAME : FASKEN MARTINEAU DUMOULIN LLP (SDR) (LR)
17 ADDRESS : BAY ADELAIDE CENTRE, BOX 20
  CITY : TORONTO
                                  PROV : ON POSTAL CODE : M5H 2T6
```

FAMILY : 2 OF 5 ENQUIRY PAGE : 10 OF 23 SEARCH : BD : 11041037 CANADA INC. FILE NUMBER 69325211 PAGE TOT REGISTRATION NUM REG TYPE 01 CAUTION : 001 OF 1 MV SCHED: 20150130 1528 1590 8894 21 REFERENCE FILE NUMBER : 603050117 FILE NUMBER 693252117 21 REFERENCE FILE NUMBER : 693252117 22 AMEND PAGE: NO PAGE: CHANGE: E TRNSFER REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BOMBAY & CO. INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 2383029 ONTARIO INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : DATE OF NO FIXED CONS. MV AMOUNT GOODS INVTRY EQUIP ACCTS OTHER INCL MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : TORKIN MANES LLP (F. SULLEY/S. JANKOWSKI) 17 ADDRESS : 1500 - 151 YONGE STREET CITY : TORONTO PROV : ON POSTAL CODE : M5C 2W7

FAMILY : 2 OF 5 ENQUIRY PAGE : 11 OF 23 SEARCH : BD : 11041037 CANADA INC. FILE NUMBER 693252117 REGISTRATION NUM REG TYPE PAGE TOT
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 001 OF 1
 MV SCHED:
 20150130 1604 1590 8919
 21 REFERENCE FILE NUMBER : 693252117 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: 2383029 ONTARIO INC. 25 OTHER CHANGE: 26 REASON: AMENDED TO REFLECT THE NAME CHANGE OF THE DEBTOR. 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: BOMBAY & CO. INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CTTY PROV : POSTAL CODE : : DATE OF NO FIXED CONS. MV CONS. MV GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : TORKIN MANES LLP (F. SULLEY/S. JANKOWSKI) 17 ADDRESS : 1500 - 151 YONGE STREET CITY : TORONTO PROV : ON POSTAL CODE : M5C 2W7

,

FAMILY : 2 OF 5 ENQUIRY PAGE : 12 OF 23 SEARCH : BD : 11041037 CANADA INC. FILE NUMBER 693252117 REGISTRATION NUM REG TYPE PAGE TOT 01 CAUTION : 001 OF 001 MV SCHED: 20181019 1120 1862 4657 21 REFERENCE FILE NUMBER : 693252117 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BOMBAY & CO. INC. 25 OTHER CHANGE: 26 REASON: TO REFLECT A CHANGE IN THE DEBTOR'S NAME AND ADDRESS 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 11041037 CANADA INC. OCN: 04/07 ADDRESS: 800 RENE-LEVESQUE BLVD. WEST, SUITE 2220 CITY: MONTREAL PROV: PQ POSTAL CODE: H3B 1X9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CITY PROV : POSTAL CODE : : DATE OF NO FIXED CONS. MV AMOUNT MATURITY OR MAT DATE GOODS INVTRY EQUIP ACCTS OTHER INCL 10 11 12 13 14 15 16 NAME : BORDEN LADNER GERVAIS LLP (O. TARDIF) 17 ADDRESS : 22 ADELAIDE STREET WEST CITY : TORONTO PROV : ON POSTAL CODE : M5H 4E3

FAMILY : 3 OF 5 ENQUIRY PAGE : 13 OF 23 SEARCH : BD : 11041037 CANADA INC. 00 FILE NUMBER : 700738803 EXPIRY DATE : 160CT 2019 STATUS : D1 CAUTION FILING :PAGE : 001 OF 002MV SCHEDULE ATTACHED :REG NUM : 20141016 1450 1862 3052 REG TYP: PPPSAREG PERIOD: 5 01 CAUTION FILING : 02 IND DOB : IND NAME: 03 BUS NAME: 2383029 ONTARIO INC. OCN : 04 ADDRESS : 333 BAY STREET, SUITE # 400 PROV: ON POSTAL CODE: M5H 2R2 CITY : TORONTO 05 IND DOB : IND NAME: 06 BUS NAME: OCN : 07 ADDRESS : PROV: CITY : POSTAL CODE: 08 SECURED PARTY/LIEN CLAIMANT : CANADIAN IMPERIAL BANK OF COMMERCE, AS AGENT 09 ADDRESS : COMMERCE COURT WEST, 199 BAY STREET, 4TH CITY : TORONTO PROV: ON POSTAL CODE: M5L 1A2 MV DATE OF OR NO FIXED MATURITY MAT DATE CONS GOODS INVTRY. EQUIP ACCTS OTHER INCL 10 X X X X X X X WODEL AMOUNT Х MODEL YEAR MAKE V.I.N. 11 12 GENERAL COLLATERAL DESCRIPTION 13 14 15 16 AGENT: GOWLING LAFLEUR HENDERSON LLP (KELBY CARTER) 17 ADDRESS : #1600, 1 FIRST CDN PLACE, 100 KING STR W CITY : TORONTO PROV: ON POSTAL CODE: M5X 1G5

FAMILY : 3 OF 5 SEARCH : BD : 11041037 CANADA INC. ENQUIRY PAGE : 14 OF 23 00 FILE NUMBER : 700738803 EXPIRY DATE : 160CT 2019 STATUS : PAGE : 002 OF 002 MV SCHEDULE ATTACHED : 862 3052 REG TYP: REG PERIOD: 01 CAUTION FILING : REG NUM : 20141016 1450 1862 3052 REG TYP: 02 IND DOB : IND NAME: 03 BUS NAME: OCN : 04 ADDRESS : CITY PROV: POSTAL CODE: CITY : 05 IND DOB : IND NAME: 06 BUS NAME: OCN : 07 ADDRESS : CITY : PROV: POSTAL CODE: 08 SECURED PARTY/LIEN CLAIMANT : 09 ADDRESS : FLOOR PROV: POSTAL CODE: CITY : DATE OF OR NO FIXED MATURITY MAT DATE CONS. MV CONS. MV GOODS INVTRY. EQUIP ACCTS OTHER INCL AMOUNT 10 MODEL YEAR MAKE V.I.N. 11 12 GENERAL COLLATERAL DESCRIPTION 13 14 15 16 AGENT: 17 ADDRESS : PROV: POSTAL CODE: CITY :

ENQUIRY PAGE : 15 OF 23 FAMILY : 3 OF 5 SEARCH : BD : 11041037 CANADA INC. FILE NUMBER 700738803
 PAGE
 TOT
 REGISTRATION NUM

 001 OF 001
 MV SCHED:
 20141230
 1452
 1862
 8361
 REGISTRATION NUM REG TYPE 01 CAUTION : 21 REFERENCE FILE NUMBER : 700738803 22 AMEND PAGE: 1 NO PAGE: CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: 2383029 ONTARIO INC. 25 OTHER CHANGE: 26 REASON: TO CHANGE THE ADDRESS OF THE DEBTOR. 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 2383029 ONTARIO INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : DATE OF NO FIXED CONS. MV GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : GOWLING LAFLEUR HENDERSON LLP (KC) 17 ADDRESS : 100 KING STREET WEST, SUITE 1600 POSTAL CODE : M5X 1G5 CITY : TORONTO PROV : ON

,

FAMILY : 3 OF 5 ENQUIRY PAGE : 16 OF 23 SEARCH : BD : 11041037 CANADA INC. FILE NUMBER 700738803 REGISTRATION NUM REG TYPE PAGE TOT 001 OF 001 MV SCHED: 20150129 1601 1862 0268 01 CAUTION : 21 REFERENCE FILE NUMBER : 700738803 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: TRANSFEROR : BUS NAME: 2383029 ONTARIO INC. 24 25 OTHER CHANGE: 26 REASON: THE DEBTOR ON LINE 03 OF PAGE 001 OF REGISTRATION NUMBER 20141016 27 /DESCR: 1450 1862 3052 HAS CHANGED ITS NAME TO BOMBAY & CO. INC. PURSUANT TO 28 : ARTICLES OF AMENDMENT DATED JANUARY 22, 2015. 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: BOMBAY & CO. INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : DATE OF NO FIXED CONS MV GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : GOWLING LAFLEUR HENDERSON LLP (CHRISTINE L. MARCHETTI) 17 ADDRESS : 100 KING STREET WEST, SUITE 1600 CITY : TORONTO PROV : ON POSTAL CODE : M5X 1G5

FAMILY : 3 OF 5 ENQUIRY PAGE : 17 OF 23 SEARCH : BD : 11041037 CANADA INC. FILE NUMBER 700738803 REGISTRATION NUM REG TYPE PAGE TOT PAGE TOT REGISTRATION NUM 01 CAUTION : 001 OF 001 MV SCHED: 20181023 1514 1862 4906 21 REFERENCE FILE NUMBER : 700738803 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: TRANSFEROR: BUS NAME: BOMBAY & CO. INC. 24 25 OTHER CHANGE: 26 REASON: THE NAME OF THE DEBTOR ON LINE 03 OF REGISTRATION NO. 20141016 1450 27 /DESCR: 1862 3052 HAS BEEN AMENDED. 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 11041037 CANADA INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD PROV: ON POSTAL CODE: M6A 1L9 CITY: TORONTO 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : DATE OF NO FIXED CONS. MV AMOUNT GOODS INVTRY EQUIP ACCTS OTHER INCL MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : GOWLING WLG (CANADA) LLP (T. GERTNER) 17 ADDRESS : SUITE 1600, 100 KING STREET WEST CITY : TORONTO PROV : ON POSTAL CODE : M5X 1G5

•

FAMILY : 4 OF 5 SEARCH : BD : 11041037 CANADA INC. ENQUIRY PAGE : 18 OF 23
 00
 FILE NUMBER : 702786069
 EXPIRY DATE : 06JAN 2020
 STATUS :

 01
 CAUTION FILING :
 PAGE : 001 OF 1
 MV SCHEDULE ATTACHED :

 REG NUM : 20150106 1439 1590 7236 REG TYP: P
 PPSA
 REG PERIOD: 5
 02 IND DOB : IND NAME: 03 BUS NAME: 2383029 ONTARIO INC. OCN · 04 ADDRESS : 98 ORFUS ROAD CITY : TORONTO 05 IND DOB : PROV: ON POSTAL CODE: M6A 1L9 IND NAME: 06 BUS NAME: OCN · 07 ADDRESS : PROV: POSTAL CODE: CITY : 08 SECURED PARTY/LIEN CLAIMANT : ISAAC BENNET SALES AGENCIES INC. 09 ADDRESS : 111 ORFUS ROAD CITY : TORONTO PROV: ON POSTAL CODE: M6A 1M4 DATE OF OR NO FIXED MATURITY MAT DATE CONS. MV AMOUNT GOODS INVTRY, EQUIP ACCTS OTHER INCL 10 X X X X X X V.I.N. MODEL YEAR MAKE 11 12 GENERAL COLLATERAL DESCRIPTION 13 14 15 16 AGENT: TORKIN MANES LLP (F. SULLEY/S. JANKOWSKI) 17 ADDRESS : 1500 - 151 YONGE STREET PROV: ON POSTAL CODE: M5C 2W7 CITY : TORONTO

FAMILY : 4 OF 5 ENQUIRY PAGE : 19 OF 23 SEARCH : BD : 11041037 CANADA INC. FILE NUMBER 702786069 REGISTRATION NUM REG TYPE PAGE TOT REGISTRATION NUM 01 CAUTION : 001 OF 1 MV SCHED: 20150130 1526 1590 8890 21 REFERENCE FILE NUMBER : 702786069 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: 2383029 ONTARIO INC. 24 25 OTHER CHANGE: 26 REASON: AMENDED TO REFLECT THE NAME CHANGE OF THE DEBTOR. 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: BOMBAY & CO. INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : MV TNCL AMOUNT DATE OF NO FIXED CONS. MATURITY OR MAT DATE GOODS INVTRY EQUIP ACCTS OTHER INCL 10 11 12 13 14 15 16 NAME : TORKIN MANES LLP (F. SULLEY/S. JANKOWSKI) 17 ADDRESS : 1500 - 151 YONGE STREET CITY : TORONTO PROV : ON POSTAL CODE : M5C 2W7

,

FAMILY : 4 OF 5 ENQUIRY PAGE : 20 OF 23 SEARCH : BD : 11041037 CANADA INC. FILE NUMBER 702786069 REGISTRATION NUM REG TYPE
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 001 OF 001 MV SCHED:
 20181019 1120 1862 4658
 21 REFERENCE FILE NUMBER : 702786069 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BOMBAY & CO. INC. 25 OTHER CHANGE: 26 REASON: TO REFLECT A CHANGE IN THE DEBTOR'S NAME AND ADDRESS 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 11041037 CANADA INC. OCN: 04/07 ADDRESS: 800 RENE-LEVESQUE BLVD. WEST, SUITE 2220 CITY: MONTREAL PROV: PQ POSTAL CODE: H3B 1X9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY ; CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : BORDEN LADNER GERVAIS LLP (O. TARDIF) 17 ADDRESS : 22 ADELAIDE STREET WEST PROV : ON POSTAL CODE : M5H 4E3 CITY : TORONTO

9

ENQUIRY PAGE : 21 OF 23 FAMILY : 5 OF 5 SEARCH : BD : 11041037 CANADA INC. 00 FILE NUMBER : 702794898EXPIRY DATE : 06JAN 2020 STATUS :01 CAUTION FILING :PAGE : 001 OF 1REG NUM : 20150106 1617 1590 7255 REG TYP: PPPSAREG PERIOD: 502 IND DOB : 03 BUS NAME: 2383029 ONTARIO INC. OCN : 04 ADDRESS : 98 ORFUS ROAD CITY : TORONTO PROV: ON POSTAL CODE: M6A 1L9 IND NAME: 05 IND DOB : 06 BUS NAME: OCN : 07 ADDRESS : CITY : PROV: POSTAL CODE: 08 SECURED PARTY/LIEN CLAIMANT : F.B.I. INC. 09 ADDRESS : 98 ORFUS ROAD

 J9 ADDRESS : 98 ORFOS ROAD
 PROV: ON POSTAL CODE: M6A 1L9

 CITY : TORONTO
 PROV: ON POSTAL CODE: M6A 1L9

 CONS.
 MV
 DATE OF OR

 GOODS INVTRY. EQUIP ACCTS OTHER INCL
 AMOUNT
 MATURITY

 DATE OF OR NO FIXED MATURITY MAT DATE X 10 X X X X X X YEAR MAKE MODEL V.I.N. 11 12 GENERAL COLLATERAL DESCRIPTION 13 14 15 16 AGENT: TORKIN MANES LLP (F. SULLEY/S. JANKOWSKI) 17 ADDRESS : 1500 - 151 YONGE STREET PROV: ON POSTAL CODE: M5C 2W7 CITY : TORONTO

0

FAMILY : 5 OF 5 ENQUIRY PAGE : 22 OF 23 SEARCH : BD : 11041037 CANADA INC. FILE NUMBER 702794898 REGISTRATION NUM REG TYPE PAGE TOT 01 CAUTION : 001 OF 1 MV SCHED: 21 REFERENCE FILE NUMBER : 702794898 REGISTRATION NUM 20150130 1528 1590 8893 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BUS NAME: 2383029 ONTARIO INC. 25 OTHER CHANGE: 26 REASON: AMENDED TO REFLECT THE NAME CHANGE OF THE DEBTOR. 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: BOMBAY & CO. INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD PROV: ON POSTAL CODE: M6A 1L9 CITY: TORONTO 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CITY : PROV : POSTAL CODE : DATE OF NO FIXED MV CONS. GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : TORKIN MANES LLP (F. SULLEY/S. JANKOWSKI) 17 ADDRESS : 1500 - 151 YONGE STREET CITY : TORONTO PROV : ON POSTAL CODE : M5C 2W7

æ

FAMILY : 5 OF 5 ENQUIRY PAGE : 23 OF 23 SEARCH : BD : 11041037 CANADA INC. FILE NUMBER 70279489 PAGE TOT REGISTRATION NUM REG TYPE 01 CAUTION : 001 OF 1 MV SCHED: 20181024 1502 1590 1487 21 REFERENCE FILE NUMBER : 702794898 22 AMEND PAGE: NO PAGE : -FILE NUMBER 702794898 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BUS NAME: BOMBAY & CO. INC. 25 OTHER CHANGE: 26 REASON: AMENDED TO INCLUDE AN ADDITIONAL DEBTOR PURSUANT TO THE FILING OF 27 /DESCR: ARTICLES OF CONTINUANCE ON OCTOBER 12, 2018. 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 11041037 CANADA INC. OCN: 04/07 ADDRESS: 800, RENE-LEVESQUE BLVD. W., SUITE 2220 CITY: MONTREAL PROV: QC POSTAL CODE: H3B 1X9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : TORKIN MANES LLP (F. SULLEY/J. ROBSON) 17 ADDRESS : 1500-151 YONGE STREET CITY : TORONTO PROV : ON POSTAL CODE : M5C 2W7

v

PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM SEARCH RESULTS

Date Search Conducted: 10/30/2018
File Currency Date: 10/29/2018
Family(ies): 8
Page(s): 39

SEARCH : Business Debtor : 11041045 CANADA INC.

The attached report has been created based on the data received by Cyberbahn, a Thomson Reuters business from the Province of Ontario, Ministry of Government Services. No liability is assumed by Cyberbahn regarding its correctness, timeliness, completeness or the interpretation and use of the report. Use of the Cyberbahn service, including this report is subject to the terms and conditions

of Cyberbahn's subscription agreement.

PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM SEARCH RESULTS

Date Search Conducted: 10/30/2018 File Currency Date: 10/29/2018 Family(ies): 8 Page(s): 39SEARCH : Business Debtor : 11041045 CANADA INC. FAMILY : 1 OF 8 ENQUIRY PAGE : 1 OF 39 SEARCH : BD : 11041045 CANADA INC. 00 FILE NUMBER : 627782787 EXPIRY DATE : 08AUG 2021 STATUS : 1 CAUTION FILING : PAGE : 001 OF 1 MV SCHEDULE ATTACHED : REG NUM : 20060808 1547 1590 0301 REG TYP: P PPSA REG PERIOD: 5 01 CAUTION FILING : 02 IND DOB : IND NAME: 03 BUS NAME: BOWRING & CO. INC. OCN : 04 ADDRESS : 98 ORFUS ROAD CITY : TORONTO 05 IND DOB : PROV: ON POSTAL CODE: M6A 1L9 IND NAME: 06 BUS NAME: OCN : 07 ADDRESS : CITY : PROV: POSTAL CODE: 08 SECURED PARTY/LIEN CLAIMANT : CANADIAN IMPERIAL BANK OF COMMERCE 09 ADDRESS : 595 BAY STREET, 5TH FLOOR PROV: ON POSTAL CODE: M5G 2C2 CITY : TORONTO CONS. MV GOODS INVTRY. EQUIP ACCTS OTHER INCL AMOUNT DATE OF OR NO FIXED MATURITY MAT DATE X X X X X ZEAR MAKE MODEL 10 YEAR MAKE V.I.N. 11 12 GENERAL COLLATERAL DESCRIPTION 13 14 15 16 AGENT: GOODMAN AND CARR LLP (ATTENTION - JAMES HOFFNER - 0601691) 17 ADDRESS : 200 KING STREET WEST, SUITE 2300 PROV: ON POSTAL CODE: M5H 3W5 CITY : TORONTO

```
FAMILY : 1 OF 8
SEARCH : BD : 11041045 CANADA INC.
                                                       ENQUIRY PAGE : 2 OF 39
                                                            FILE NUMBER 627782787
                                              REGISTRATION NUM REG TYPE
PAGE TOT REGISTRATION NUM
01 CAUTION : 01 OF 001 MV SCHED: 20110615 1051 1529 2256
21 REFERENCE FILE NUMBER : 627782787
22 AMEND PAGE: NO PAGE: X CHANGE: B RENEWAL REN YEARS: 5 CORR PER:
23 REFERENCE DEBTOR/ IND NAME:
24 TRANSFEROR: BUS NAME: BOWRING & CO. LTD
25 OTHER CHANGE:
26 REASON:
27 /DESCR:
28
02/05 IND/TRANSFEREE:
03/06 BUS NAME/TRFEE:
                                                                  OCN:
04/07 ADDRESS:
   CITY:
                                       PROV: POSTAL CODE:
29 ASSIGNOR:
08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE :
09 ADDRESS :
  CITY : PROV : POSTAL CODE :
CONS. MV DATE OF NO FIXED
GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE
10
11
12
13
14
15
16 NAME : D+H LIMITED PARTNERSHIP
17 ADDRESS : SUITE 200, 4126 NORLAND AVENUE
                            PROV : BC POSTAL CODE : V5G 3S8
   CITY : BURNABY
```

FAMILY : 1 OF 8 ENQUIRY PAGE : 3 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 627782787
 101
 CAUTION :
 001 OF 001 MV SCHED:
 20150121 1449 1862 9644

 21
 REFERENCE FILE NUMBER :
 627782787

 22
 AMEND PAGE
 NO PAGE
 REGISTRATION NUM REG TYPE 22 AMEND PAGE: NO PAGE: X CHANGE: E TRNSFER REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BOWRING & CO. INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 : 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 2437533 ONTARIO INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD PROV: ON POSTAL CODE: M6A 1L9 CITY: TORONTO 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CITY : PROV : POSTAL CODE : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : GOWLING LAFLEUR HENDERSON LLP (KELBY CARTER) 17 ADDRESS : #1600, 1 FIRST CDN PLACE, 100 KING STR W CITY : TORONTO PROV : ON POSTAL CODE : M5X 1G5

FAMILY : 1 OF 8 SEARCH : BD : 11041045 CANADA INC. ENQUIRY PAGE : 4 OF 39 FILE NUMBER 627782787 REGISTRATION NUM REG TYPE PAGE TOT
 PAGE
 TOT
 REGISTRATION NOM

 01 CAUTION :
 001 OF 001 MV SCHED:
 20150129 1600 1862 0264
 21 REFERENCE FILE NUMBER : 627782787 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: 2437533 ONTARIO INC. 25 OTHER CHANGE: 26 REASON: THE DEBTOR ON LINE 03 OF PAGE 001 OF REGISTRATION NUMBER 20150121 27 /DESCR: 1449 1862 9644 HAS CHANGED ITS NAME TO BOWRING & CO. INC. PURSUANT 28 : TO ARTICLES OF AMENDMENT DATED JANUARY 22, 2015. 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: BOWRING & CO. INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : MV DATE OF NO FIXED INCL AMOUNT MATURITY OR MAT DATE CITY : CONS. GOODS INVTRY EQUIP ACCTS OTHER INCL 10 11 12 13 14 15 16 NAME : GOWLING LAFLEUR HENDERSON LLP (CLM) 17 ADDRESS : 100 KING STREET WEST, SUITE 1600 CITY : TORONTO PROV : ON POSTAL CODE : M5X 1G5

FAMILY: 1 OF 8 ENQUIRY PAGE : 5 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 627782787
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 01 OF 001 MV SCHED:
 20160526 1441 1530 3065
 REGISTRATION NUM REG TYPE 21 REFERENCE FILE NUMBER : 627782787 22 AMEND PAGE: NO PAGE: X CHANGE: B RENEWAL REN YEARS: 5 CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BOWRING & CO. INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: OCN: 04/07 ADDRESS: PROV: POSTAL CODE: CITY: 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS :

 9 ADDRESS :
 CITY :
 PROV :
 POSTAL CODE :

 CONS.
 MV
 DATE OF
 NO FIXED

 GOODS INVTRY EQUIP ACCTS OTHER
 INCL
 AMOUNT
 MATURITY OR
 MAT DATE

 10 11 12 13 14 15 16 NAME : D+H LIMITED PARTNERSHIP 17 ADDRESS : SUITE 200, 4126 NORLAND AVENUE PROV : BC POSTAL CODE : V5G 3S8 CITY : BURNABY

,

FAMILY : 1 OF 8 ENQUIRY PAGE : 6 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 627782787
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 001 OF 001 MV SCHED:
 20181023 1514 1862 4908
 REGISTRATION NUM REG TYPE 21 REFERENCE FILE NUMBER : 627782787 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BOWRING & CO. INC. 25 OTHER CHANGE: 26 REASON: THE NAME OF THE DEBTOR ON LINE 03 OF REGISTRATION NO. 20060808 1547 27 /DESCR: 1590 0301 HAS BEEN AMENDED. 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 11041045 CANADA INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : MV DATE OF NO FIXED INCL AMOUNT MATURITY OR MAT DATE CITY : CONS. GOODS INVTRY EQUIP ACCTS OTHER INCL 10 11 12 13 14 15 16 NAME : GOWLING WLG (CANADA) LLP (T. GERTNER) 17 ADDRESS : SUITE 1600, 100 KING STREET WEST CITY : TORONTO PROV : ON POSTAL CODE : M5X 1G5

FAMILY : 2 OF 8 ENQUIRY PAGE : 7 OF 39 SEARCH : BD : 11041045 CANADA INC.
 00
 FILE NUMBER : 627782805
 EXPIRY DATE : 08AUG 2021 STATUS :

 01
 CAUTION FILING :
 PAGE : 001 OF 1
 MV SCHEDULE ATTACHED :

 REG NUM : 20060808 1548 1590 0302 REG TYP: P
 PPSA
 REG PERIOD: 5
 02 IND DOB : IND NAME: 03 BUS NAME: BENIX & CO. INC. OCN : 04 ADDRESS : 98 ORFUS ROAD CITY : TORONTO PROV: ON POSTAL CODE: M6A 1L9 05 IND DOB : IND NAME: 06 BUS NAME: OCN : 07 ADDRESS : CITY : PROV: POSTAL CODE: 08 SECURED PARTY/LIEN CLAIMANT : CANADIAN IMPERIAL BANK OF COMMERCE 09 ADDRESS : 595 BAY STREET, 5TH FLOOR CITY : TORONTO PROV: ON POSTAL CODE: M5G 2C2 CONS. MV GOODS INVTRY. EQUIP ACCTS OTHER INCL AMOUNT 10 X X X X X VEAD MAKE MODEL. DATE OF OR NO FIXED MATURITY MAT DATE YEAR MAKE MODEL V.I.N. 11 12 GENERAL COLLATERAL DESCRIPTION 13 14 15 16 AGENT: GOODMAN AND CARR LLP (ATTENTION - JAMES HOFFNER - 0601691) 17 ADDRESS : 200 KING STREET WEST, SUITE 2300 CITY : TORONTO PROV: ON POSTAL CODE: M5H 3W5

FAMILY : 2 OF 8 SEARCH : BD : 11041045 CANADA INC. ENQUIRY PAGE : 8 OF 39 FILE NUMBER 627782805
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 01 OF 001 MV SCHED:
 20110615 1051 1529 2257
 REGISTRATION NUM REG TYPE 21 REFERENCE FILE NUMBER : 627782805 22 AMEND PAGE: NO PAGE: X CHANGE: B RENEWAL REN YEARS: 5 CORR PER: 22REFERENCE DEBTOR/IND NAME:24TRANSFEROR:BUS NAME:BUS NAME:BUS NAME: 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: OCN: 04/07 ADDRESS: CITY: PROV: POSTAL CODE: 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CITY : PROV : POSTAL CODE : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : D+H LIMITED PARTNERSHIP 17 ADDRESS : SUITE 200, 4126 NORLAND AVENUE CITY : BURNABY PROV : BC POSTAL CODE : V5G 358

FAMILY : 2 OF 8 SEARCH : BD : 11041045 CANADA INC. ENQUIRY PAGE : 9 OF 39 FILE NUMBER 627782805
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 001 OF 001 MV SCHED:
 20150121 1449 1862 9643
 REGISTRATION NUM REG TYPE 21 REFERENCE FILE NUMBER : 627782805 22 AMEND PAGE: NO PAGE: X CHANGE: E TRNSFER REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BENIX & CO. INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 : 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 2437533 ONTARIO INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS :
 CITY
 PROV
 POSTAL CODE :

 CONS.
 MV
 DATE OF
 NO FIXED

 GOODS INVTRY EQUIP ACCTS OTHER
 INCL
 AMOUNT
 MATURITY OR
 MAT DATE
 10 11 12 13 14 15 16 NAME : GOWLING LAFLEUR HENDERSON LLP (KELBY CARTER) 17 ADDRESS : #1600, 1 FIRST CDN PLACE, 100 KING STR W CITY : TORONTO PROV : ON POSTAL CODE : M5X 1G5

.

FAMILY : 2 OF 8 SEARCH : BD : 11041045 CANADA INC. ENQUIRY PAGE : 10 OF 39 FILE NUMBER 627782805
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 001 OF 001 MV SCHED:
 20150129 1600 1862 0263
 REGISTRATION NUM REG TYPE 21 REFERENCE FILE NUMBER : 627782805 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: 2437533 ONTARIO INC. 25 OTHER CHANGE: 26 REASON: THE DEBTOR ON LINE 03 OF PAGE 001 OF REGISTRATION NUMBER 20150121 27 /DESCR: 1449 1862 9643 HAS CHANGED ITS NAME TO BOWRING & CO. INC. PURSUANT 28 : TO ARTICLES OF AMENDMENT DATED JANUARY 22, 2015. 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: BOWRING & CO. INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CITY : PROV : POSTAL CODE : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : GOWLING LAFLEUR HENDERSON LLP (CLM) 17 ADDRESS : 100 KING STREET WEST, SUITE 1600 CITY : TORONTO PROV : ON POSTAL CODE : M5X 1G5

FAMILY : 2 OF 8 SEARCH : BD : 11041045 CANADA INC. ENQUIRY PAGE : 11 OF 39 FILE NUMBER 627782805
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 01 OF 001 MV SCHED:
 20160526 1441 1530 3066
 REGISTRATION NUM REG TYPE 21 REFERENCE FILE NUMBER : 627782805 22 AMEND PAGE: NO PAGE: X CHANGE: B RENEWAL REN YEARS: 5 CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BENIX & CO. INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: OCN: 04/07 ADDRESS: PROV: POSTAL CODE: CITY: 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CITY : PROV : POSTAL CODE : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : D+H LIMITED PARTNERSHIP 17 ADDRESS : SUITE 200, 4126 NORLAND AVENUE CITY : BURNABY PROV : BC POSTAL CODE : V5G 3S8

FAMILY : 2 OF 8 SEARCH : BD : 11041045 CANADA INC. ENQUIRY PAGE : 12 OF 39 FILE NUMBER 627782805 REGISTRATION NUM REG TYPE PAGE TOT
 PAGE
 IOI
 REGISTRATION NOM

 001 OF 001 MV SCHED:
 20181024 1036 1862 4948
 01 CAUTION : 21 REFERENCE FILE NUMBER : 627782805 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BOWRING & CO. INC. 25 OTHER CHANGE: 26 REASON: THE NAME OF THE DEBTOR ON LINE 03 OF REGISTRATION NO. 20060808 1548 27 /DESCR: 1590 0302 HAS BEEN AMENDED. 28 . 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 11041045 CANADA INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CITY:PROV :POSTAL CODE :CONS.MVDATE OFNO FIXEDGOODS INVTRY EQUIP ACCTS OTHERINCLAMOUNTMATURITY OR 10 11 12 13 14 15 16 NAME : GOWLING WLG (CANADA) LLP (T. GERTNER) 17 ADDRESS : SUITE 1600, 100 KING STREET WEST CITY : TORONTO PROV : ON POSTAL CODE : M5X 1G5

•

FAMILY : 3 OF 8 SEARCH : BD : 11041045 CANADA INC. ENQUIRY PAGE : 13 OF 39
 00
 FILE NUMBER : 693252126
 EXPIRY DATE : 20JAN 2019 STATUS :

 01
 CAUTION FILING :
 PAGE : 001 OF 1
 MV SCHEDULE ATTACHED :

 REG NUM : 20140120 1405 1590 5065 REG TYP: P
 PPSA
 REG PERIOD: 5
 02 IND DOB : _ _ IND NAME: 03 BUS NAME: BOWRING & CO. INC. OCN : 04 ADDRESS : 98 ORFUS ROAD CITY : TORONTO PROV: ON POSTAL CODE: M6A 1L9 05 IND DOB : IND NAME: 06 BUS NAME: OCN : 07 ADDRESS : CITY : PROV: POSTAL CODE: 08 SECURED PARTY/LIEN CLAIMANT : ISAAC BENNET SALES AGENCIES INC. 09 ADDRESS : 98 ORFUS ROAD CITY : TORONTO PROV: ON POSTAL CODE: M6A 1L9 CONS.MVDATE OF OR NO FIXEDGOODS INVTRY. EQUIP ACCTS OTHER INCLAMOUNTMATURITY10XXXYEAR MAKEMODELV.I.N. 11 12 GENERAL COLLATERAL DESCRIPTION 13 14 15 16 AGENT: FASKEN MARTINEAU DUMOULIN LLP (SDR) (LR) 17 ADDRESS : BAY ADELAIDE CENTRE, BOX 20 PROV: ON POSTAL CODE: M5H 2T6 CITY : TORONTO

FAMILY : 3 OF 8 SEARCH : BD : 11041045 CANADA INC. ENQUIRY PAGE : 14 OF 39 FILE NUMBER 693252126
 PAGE
 TOT
 REGISTRATION NUM

 001 OF 1
 MV SCHED:
 20140624 1516 1590 4921
 REGISTRATION NUM REG TYPE 01 CAUTION : 21 REFERENCE FILE NUMBER : 693252126 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BOWRING & CO. INC. 25 OTHER CHANGE: 26 REASON: TO AMEND THE ADDRESS OF THE SECURED PARTY 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: OCN: 04/07 ADDRESS: CITY: PROV: POSTAL CODE: 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : ISAAC BENNET SALES AGENCIES INC. 09 ADDRESS : 111 ORFUS ROAD CITY : TORONTO CITY: TORONTOPROV : ONPOSTAL CODE : M6A 1M4CONS.MVDATE OFNO FIXEDGOODS INVTRY EQUIP ACCTS OTHERINCLAMOUNTMATURITY OR 10 11 12 13 14 15 16 NAME : FASKEN MARTINEAU DUMOULIN LLP (SDR) (LR) 17 ADDRESS : BAY ADELAIDE CENTRE, BOX 20 CITY : TORONTO PROV : ON POSTAL CODE : M5H 2T6

FAMILY : 3 OF 8 SEARCH : BD : 11041045 CANADA INC. ENQUIRY PAGE : 15 OF 39 FILE NUMBER 693252126
 PAGE
 TOT
 REGISTRATION NUM

 001 OF 1
 MV SCHED:
 20150130 1529 1590 8895
 REGISTRATION NUM REG TYPE 01 CAUTION : 21 REFERENCE FILE NUMBER : 693252126 22 AMEND PAGE: NO PAGE: CHANGE: E TRNSFER REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BOWRING & CO. INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 • 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 2437533 ONTARIO INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS :

 OUTY
 :
 PROV :
 POSTAL CODE :

 CONS.
 MV
 DATE OF
 NO FIXED

 GOODS INVTRY EQUIP ACCTS OTHER
 INCL
 AMOUNT
 MATURITY OR
 MAT DATE

 10 11 12 13 14 15 16 NAME : TORKIN MANES LLP (F. SULLEY/S. JANKOWSKI) 17 ADDRESS : 1500 - 151 YONGE STREET CITY : TORONTO PROV : ON POSTAL CODE : M5C 2W7

. .

FAMILY : 3 OF 8 ENQUIRY PAGE : 16 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 693252126
 PAGE
 TOT
 REGISTRATION NUM

 001 OF 1
 MV SCHED:
 20150130 1603 1590 8917
 REGISTRATION NUM REG TYPE 01 CAUTION : 21 REFERENCE FILE NUMBER : 693252126 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: 2437533 ONTARIO INC. 25 OTHER CHANGE: 26 REASON: AMENDED TO REFLECT THE NAME CHANGE OF THE DEBTOR. 27 /DESCR: 2.8 : 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: BOWRING & CO. INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD PROV: ON POSTAL CODE: M6A 1L9 CITY: TORONTO 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : CONS. PROV: POSTAL CODE : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : TORKIN MANES LLP (F. SULLEY/S. JANKOWSKI) 17 ADDRESS : 1500 - 151 YONGE STREET CITY : TORONTO PROV : ON POSTAL CODE : M5C 2W7

FAMILY : 3 OF 8 ENQUIRY PAGE : 17 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 693252126 PAGE TOT REGISTRATION NUM REG TYPE
 PAGE
 TOT
 REGISTRATION NUM

 001 OF 001 MV SCHED:
 20181019 1120 1862 4659
 21 REFERENCE FILE NUMBER : 693252126 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BOWRING & CO. INC. 25 OTHER CHANGE: 26 REASON: TO REFLECT A CHANGE IN THE DEBTOR'S NAME AND ADDRESS 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 11041045 CANADA INC. OCN: 04/07 ADDRESS: 800 RENE-LEVESQUE BLVD. WEST, SUITE 2220 CITY: MONTREAL PROV: PQ POSTAL CODE: H3B 1X9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : BORDEN LADNER GERVAIS LLP (O. TARDIF) 17 ADDRESS : 22 ADELAIDE STREET WEST PROV : ON POSTAL CODE : M5H 4E3 CITY : TORONTO

FAMILY : 4 OF 8 ENQUIRY PAGE : 18 OF 39 SEARCH : BD : 11041045 CANADA INC. 00 FILE NUMBER : 693252144EXPIRY DATE : 20JAN 2019 STATUS :01 CAUTION FILING :PAGE : 001 OF 1MV SCHEDULE ATTACHED :REG NUM : 20140120 1405 1590 5066 REG TYP: PPPSAREG PERIOD: 502 IND DOB :IND NAME: 03 BUS NAME: BOWRING & CO. INC. OCN : 04 ADDRESS : 98 ORFUS ROAD CITY : TORONTO PROV: ON POSTAL CODE: M6A 1L9 IND NAME: 05 IND DOB : 06 BUS NAME: OCN : 07 ADDRESS : CITY : PROV: POSTAL CODE: 08 SECURED PARTY/LIEN CLAIMANT : F.B.I. INC. CITY : TORONTO PROV: ON POSTAL CODE: M6A 1L9 CONS. MV DATE OF OR NO FIXED GOODS INVTRY. EQUIP ACCTS OTHER INCL AMOUNT MATURITY MAT DATE 10 X X X X X YEAR MAKE MODEL 11 12 GENERAL COLLATERAL DESCRIPTION 13 14 15 16 AGENT: FASKEN MARTINEAU DUMOULIN LLP (SDR) (LR) 17 ADDRESS : BAY ADELAIDE CENTRE, BOX 20 CITY : TORONTO PROV PROV: ON POSTAL CODE: M5H 2T6

FAMILY : 4 OF 8 ENQUIRY PAGE : 19 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 693252144
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 001 OF 1
 MV SCHED:
 20150130
 1529
 1590
 8896

 21 REFERENCE FILE NUMBER :
 693252144
 20150130
 1529
 1590
 8896
 REGISTRATION NUM REG TYPE 22 AMEND PAGE: NO PAGE: CHANGE: E TRNSFER REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BOWRING & CO. INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 : 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 2437533 ONTARIO INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CITY : PROV : POSTAL CODE : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : TORKIN MANES LLP (F. SULLEY/S. JANKOWSKI) 17 ADDRESS : 1500 - 151 YONGE STREET CITY : TORONTO PROV : ON POSTAL CODE : M5C 2W7

FAMILY: 4 OF 8 ENQUIRY PAGE : 20 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 693252144 PAGE TOT REGISTRATION NUM REG TYPE PAGE TOT REGISTRATION NUM 001 OF 1 MV SCHED: 20150130 1603 1590 8918 01 CAUTION : 21 REFERENCE FILE NUMBER : 693252144 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 22 ANDRO FROM:10023 REFERENCE DEBTOR/IND NAME:24TRANSFEROR:BUS NAME:2437533 ONTARIO INC. 25 OTHER CHANGE: 26 REASON: AMENDED TO REFLECT THE NAME CHANGE OF THE DEBTOR. 27 /DESCR: 28 : 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: BOWRING & CO. INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : TORKIN MANES LLP (F. SULLEY/S. JANKOWSKI) 17 ADDRESS : 1500 - 151 YONGE STREET CITY : TORONTO PROV : ON POSTAL CODE : M5C 2W7

```
FAMILY : 4 OF 8
                                                            ENQUIRY PAGE : 21 OF 39
SEARCH : BD : 11041045 CANADA INC.
                                                                 FILE NUMBER 693252144
PAGE TOT
01 CAUTION : 001 OD 1
                                                   REGISTRATION NUM REG TYPE

        PAGE
        TOT
        REGISTRATION NUM

        001 OF 1
        MV SCHED:
        20181024
        1502
        1590
        1486

21 REFERENCE FILE NUMBER : 693252144
22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS:
                                                                        CORR PER:
23 REFERENCE DEBTOR/ IND NAME:
24 TRANSFEROR: BUS NAME: BOWRING & CO. INC.
25 OTHER CHANGE:
26 REASON: AMENDED TO INCLUDE AN ADDITIONAL DEBTOR PURSUANT TO THE FILING OF
27 /DESCR: ARTICLES OF CONTINUANCE ON OCTOBER 12, 2018.
28
         .
02/05 IND/TRANSFEREE:
03/06 BUS NAME/TRFEE: 11041045 CANADA INC.
                                                                         OCN:
04/07 ADDRESS: 800, RENE-LEVESQUE BLVD. W., SUITE 2220
    CITY: MONTREAL
                                          PROV: QC POSTAL CODE: H3B 1X9
29 ASSIGNOR:
08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE :
09 ADDRESS :
 CITY : PROV : POSTAL CODE :
CONS. MV DATE OF NO FIXED
GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE
10
11
12
13
14
15
16 NAME : TORKIN MANES LLP (F. SULLEY/J. ROBSON)
17 ADDRESS : 1500-151 YONGE STREET
   CITY : TORONTO
                                         PROV : ON POSTAL CODE : M5C 2W7
```

FAMILY: 5 OF 8 ENQUIRY PAGE : 22 OF 39 SEARCH : BD : 11041045 CANADA INC.

 00 FILE NUMBER : 700738794
 EXPIRY DATE : 160CT 2019 STATUS :

 01 CAUTION FILING :
 PAGE : 001 OF 002
 MV SCHEDULE ATTACHED :

 REG NUM : 20141016 1450 1862 3051 REG TYP: P
 PPSA
 REG PERIOD: 5

 02 IND DOB : IND NAME: 03 BUS NAME: 2437533 ONTARIO INC. OCN : 04 ADDRESS : 98 ORFUS ROAD CITY : TORONTO PROV: ON POSTAL CODE: M6A 1L9 05 IND DOB : IND NAME: 06 BUS NAME: OCN : 07 ADDRESS : CITY : PROV: POSTAL CODE: 08 SECURED PARTY/LIEN CLAIMANT : CANADIAN IMPERIAL BANK OF COMMERCE, AS AGENT 09 ADDRESS : COMMERCE COURT WEST, 199 BAY STREET, 4TH PROV: ON POSTAL CODE: M5L 1A2 CITY : TORONTO CONS. MV DATE OF OR NO FIXED AMOUNT GOODS INVTRY. EQUIP ACCTS OTHER INCL 10 X X X X X X VDDD MVD MATURITY MAT DATE MODEL YEAR MAKE V.I.N. 11 12 GENERAL COLLATERAL DESCRIPTION 13 14 15 16 AGENT: GOWLING LAFLEUR HENDERSON LLP (KELBY CARTER) 17 ADDRESS : #1600, 1 FIRST CDN PLACE, 100 KING STR W CITY : TORONTO PROV: ON POSTAL CODE: M5X 1G5

FAMILY : 5 OF 8 SEARCH : BD : 11041045 CANADA INC. ENQUIRY PAGE : 23 OF 39 00 FILE NUMBER : 700738794EXPIRY DATE : 160CT 2019 STATUS :01 CAUTION FILING :PAGE : 002 OF 002MV SCHEDULE ATTACHED :02 OF 002PAGE : 002 OF 002PAGE : 002 OF 002 REG NUM : 20141016 1450 1862 3051 REG TYP: REG PERIOD: 02 IND DOB : IND NAME: 03 BUS NAME: OCN : 04 ADDRESS : CITY : 05 IND DOB : PROV: POSTAL CODE: IND NAME: 06 BUS NAME: OCN : 07 ADDRESS : CITY : PROV: POSTAL CODE: 08 SECURED PARTY/LIEN CLAIMANT : 09 ADDRESS : FLOOR CITY : PROV: POSTAL CODE: CONS. MV DATE OF OR NO FIXED GOODS INVTRY. EQUIP ACCTS OTHER INCL AMOUNT MATURITY MAT DATE 10 MODEL V.I.N. YEAR MAKE 11 12 GENERAL COLLATERAL DESCRIPTION 13 14 15 16 AGENT:

17 ADDRESS : CITY : PROV: POSTAL CODE:

FAMILY : 5 OF 8 ENQUIRY PAGE : 24 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 700738794 PAGE TOT REGISTRATION NUM REG TYPE
 PAGE
 TOT
 REGISTRATION NOM

 001 OF 001 MV SCHED:
 20150129 1600 1862 0266
 01 CAUTION : 21 REFERENCE FILE NUMBER : 700738794 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 22 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: 2437533 ONTARIO INC. 25 OTHER CHANGE: 26 REASON: THE DEBTOR ON LINE 03 OF PAGE 001 OF REGISTRATION NUMBER 20141016 27 /DESCR: 1450 1862 3051 HAS CHANGED ITS NAME TO BOWRING & CO. INC. PURSUANT 28 : TO ARTICLES OF AMENDMENT DATED JANUARY 22, 2015. 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: BOWRING & CO. INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS :

 CITY
 PROV :
 POSTAL CODE :

 CONS.
 MV
 DATE OF
 NO FIXED

 GOODS INVTRY EQUIP ACCTS OTHER
 INCL
 AMOUNT
 MATURITY OR
 MAT DATE

 10 11 12 13 14 15 16 NAME : GOWLING LAFLEUR HENDERSON LLP (CHRISTINE L. MARCHETTI) 17 ADDRESS : 100 KING STREET WEST, SUITE 1600 CITY : TORONTO PROV : ON POSTAL CODE : M5X 1G5

FAMILY : 5 OF 8 SEARCH : BD : 11041045 CANADA INC. ENQUIRY PAGE : 25 OF 39 FILE NUMBER 700738794 PAGE TOT 01 CAUTION : 001 CT REGISTRATION NUM REG TYPE PAGE TOT REGISTRATION NUM 001 OF 001 MV SCHED: 20181023 1514 1862 4907 21 REFERENCE FILE NUMBER : 700738794 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BOWRING & CO. INC. 25 OTHER CHANGE: 26 REASON: THE NAME OF THE DEBTOR ON LINE 03 OF REGISTRATION NO. 20141016 1450 27 /DESCR: 1862 3051 HAS BEEN AMENDED. 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 11041045 CANADA INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS :
 CITY
 PROV:
 POSTAL CODE:

 CONS.
 MV
 DATE OF

 GOODS INVTRY EQUIP ACCTS OTHER
 INCL
 AMOUNT
 10 11 12 13 14 15 16 NAME : GOWLING WLG (CANADA) LLP (T. GERTNER) 17 ADDRESS : SUITE 1600, 100 KING STREET WEST CITY : TORONTO PROV : ON POSTAL CODE : M5X 1G5

FAMILY : 6 OF 8 ENQUIRY PAGE : 26 OF 39 SEARCH : BD : 11041045 CANADA INC. 00 FILE NUMBER : 702786051EXPIRY DATE : 06JAN 2020 STATUS :01 CAUTION FILING :PAGE : 001 OF 1MV SCHEDULE ATTACHED :REG NUM : 20150106 1438 1590 7235 REG TYP: PPPSAREG PERIOD: 5 02 IND DOB : IND NAME: 03 BUS NAME: 2437533 ONTARIO INC. OCN : 04 ADDRESS : 98 ORFUS ROAD CITY : TORONTO PROV: ON POSTAL CODE: M6A 1L9 05 IND DOB : IND NAME: 06 BUS NAME: OCN : 07 ADDRESS : CITY : PROV: POSTAL CODE: 08 SECURED PARTY/LIEN CLAIMANT : ISAAC BENNET SALES AGENCIES INC. 09 ADDRESS : 111 ORFUS ROAD PROV: ON POSTAL CODE: M6A 1M4 CITY : TORONTO MV DATE OF OR NO FIXED INCL AMOUNT MATURITY MAT DATE X DEL V.I.N. CONS. GOODS INVTRY. EQUIP ACCTS OTHER INCL 10 X X X X X VEAD MAKE MODEL MODEL YEAR MAKE V.I.N. 11 12 GENERAL COLLATERAL DESCRIPTION 13 14 15 16 AGENT: TORKIN MANES LLP (F. SULLEY/S. JANKOWSKI) 17 ADDRESS : 1500 - 151 YONGE STREET PROV: ON POSTAL CODE: M5C 2W7 CITY : TORONTO

FAMILY : 6 OF 8 ENQUIRY PAGE : 27 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 702786051
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 001 OF 1
 MV SCHED:
 20150130
 1526
 1590
 8891

 21 REFERENCE FILE NUMBER :
 702786051
 REGISTRATION NUM REG TYPE 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: BUS NAME: 2437533 ONTARIO INC. 24 TRANSFEROR: 25 OTHER CHANGE: 26 REASON: AMENDED TO REFLECT THE NAME CHANGE OF THE DEBTOR. 27 /DESCR: 28 : 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: BOWRING & CO. INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 13 12 13 14 15 16 NAME : TORKIN MANES LLP (F. SULLEY/S. JANKOWSKI) 17 ADDRESS : 1500 - 151 YONGE STREET CITY : TORONTO PROV : ON POSTAL CODE : M5C 2W7

FAMILY : 6 OF 8 SEARCH : BD : 11041045 CANADA INC. ENQUIRY PAGE : 28 OF 39 FILE NUMBER 702786051 PAGE TOT 01 CAUTION : 001 OF 5 REGISTRATION NUM REG TYPE
 PAGE
 TOT
 REGISTRATION NUM

 001 OF 001
 MV SCHED:
 20181019
 1121
 1862
 4660
 21 REFERENCE FILE NUMBER : 702786051 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BOWRING & CO. INC. 25 OTHER CHANGE: 26 REASON: TO REFLECT A CHANGE IN THE DEBTOR'S NAME AND ADDRESS 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 11041045 CANADA INC. OCN: 04/07 ADDRESS: 800 RENE LEVESQUE BLVD. WEST, SUITE 2220 PROV: PQ POSTAL CODE: H3B 1X9 CITY: MONTREAL 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS :

 CITY :
 PROV :
 POSTAL CODE :

 CONS.
 MV
 DATE OF
 NO FIXED

 GOODS INVTRY EQUIP ACCTS OTHER
 INCL
 AMOUNT
 MATURITY OR
 MAT DATE

 10 11 12 13 14 15 16 NAME : BORDEN LADNER GERVAIS LLP (O. TARDIF) 17 ADDRESS : 22 ADELAIDE STREET WEST PROV : ON POSTAL CODE : M5H 4E3 CITY : TORONTO

.

FAMILY : 7 OF 8 SEARCH : BD : 11041045 CANADA INC. ENQUIRY PAGE : 29 OF 39
 00
 FILE NUMBER : 702794889
 EXPIRY DATE : 06JAN 2020 STATUS :

 01
 CAUTION FILING :
 PAGE : 001 OF 1
 MV SCHEDULE ATTACHED :

 REG NUM : 20150106 1617 1590 7254 REG TYP: P
 PPSA
 REG PERIOD: 5
 02 IND DOB : IND NAME: 03 BUS NAME: 2437533 ONTARIO INC. OCN : 04 ADDRESS : 98 ORFUS ROAD CITY : TORONTO PROV: ON POSTAL CODE: M6A 1L9 05 IND DOB : IND NAME: 06 BUS NAME: OCN : 07 ADDRESS : CITY : PROV: POSTAL CODE: 08 SECURED PARTY/LIEN CLAIMANT : F.B.I. INC. 09 ADDRESS : 98 ORFUS ROAD CITY : TORONTO PROV: ON POSTAL CODE: M6A 1L9 CONS.MVDATE OF OR NO FIXEDGOODS INVTRY. EQUIP ACCTS OTHER INCLAMOUNTMATURITY10XXXYEAR MAKEMODELV.I.N. 11 12 GENERAL COLLATERAL DESCRIPTION 13 14 15 16 AGENT: TORKIN MANES LLP (F. SULLEY/S. JANKOWSKI) 17 ADDRESS : 1500 - 151 YONGE STREET CITY : TORONTO PROV: ON POSTAL CODE: M5C 2W7

FAMILY : 7 OF 8 SEARCH : BD : 11041045 CANADA INC. ENQUIRY PAGE : 30 OF 39 FILE NUMBER 702794889
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 001 OF 1
 MV SCHED:
 20150130 1527 1590 8892

 21 REFERENCE FILE NUMBER :
 702794889
 20150130 1527 1590 8892
 REGISTRATION NUM REG TYPE 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: 2437533 ONTARIO INC. 25 OTHER CHANGE: 26 REASON: AMENDED TO REFLECT THE NAME CHANGE OF THE DEBTOR. 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: BOWRING & CO. INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS :

 ADDRESS :
 PROV : POSTAL CODE :

 CITY :
 PROV : POSTAL CODE :

 CONS.
 MV
 DATE OF
 NO FIXED

 GOODS INVTRY EQUIP ACCTS OTHER
 INCL
 AMOUNT
 MATURITY OR
 MAT DATE

 10 11 12 13 14 15 16 NAME : TORKIN MANES LLP (F. SULLEY/S. JANKOWSKI) 17 ADDRESS : 1500 - 151 YONGE STREET CITY : TORONTO PROV : ON POSTAL CODE : M5C 2W7

FAMILY : 7 OF 8 ENQUIRY PAGE : 31 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 702794889 PAGE TOT REGISTRATION NUM 01 CAUTION : 001 OF 1 MV SCHED: 20181024 1459 1590 1479 REGISTRATION NUM REG TYPE 21 REFERENCE FILE NUMBER : 702794889 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BOWRING & CO. INC. 25 OTHER CHANGE: 26 REASON: AMENDED TO INCLUDE AN ADDITIONAL DEBTOR PURSUANT TO THE FILING OF 27 /DESCR: ARTICLES OF CONTINUANCE ON OCTOBER 12, 2018. 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 11041045 CANADA INC. OCN: 04/07 ADDRESS: 800, RENE-LEVESQUE BLVD. W., SUITE 2220 CITY: MONTREAL PROV: QC POSTAL CODE: H3B 1X9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : TORKIN MANES LLP (F. SULLEY/J. ROBSON) 17 ADDRESS : 1500-151 YONGE STREET CITY : TORONTO PROV : ON POSTAL CODE : M5C 2W7

.

FAMILY : 8 OF 8 ENQUIRY PAGE : 32 OF 39 SEARCH : BD : 11041045 CANADA INC.
 00
 FILE NUMBER : 876826629
 EXPIRY DATE : 040CT 2021 STATUS :

 01
 CAUTION FILING :
 PAGE : 01 OF 001
 MV SCHEDULE ATTACHED :

 REG NUM : 20011004 1802 1531 7998 REG TYP: P
 PPSA
 REG PERIOD: 5
 02 IND DOB : IND NAME: 03 BUS NAME: BENIX & CO.INC. OCN : 04 ADDRESS : 98 ORFUS ROAD ADDRESS : JU CALLE PROV: ON POSTAL CODE: M6A 2L9 IND NAME: 05 IND DOB : 06 BUS NAME: BARNES & CASTLE OCN : 07 ADDRESS : 98 ORFUS ROAD CITY : TORONTO PROV: ON POSTAL CODE: M6A 2L9 08 SECURED PARTY/LIEN CLAIMANT : CANADIAN IMPERIAL BANK OF COMMERCE 09 ADDRESS : 595 BAY STREET, 5TH FLOOR PROV: ON POSTAL CODE: M5G 2C2 CITY : TORONTO MV INCL AMOUNT DATE OF OR NO FIXED MATURITY MAT DATE CONS. GOODS INVTRY. EQUIP ACCTS OTHER INCL 10 X X X X X VDD NVD YEAR MAKE MODEL V.I.N. 11 12 GENERAL COLLATERAL DESCRIPTION 13 THIS IS THE LATE RENEWAL PURSUANT TO SECTION 30(6) OF THE PERSONAL 14 PROPERTY SECURITIES ACT FOR REGISTRATION NUMBER 960412200518253570 15 REFERENCE FILE NUMBER 821031363 16 AGENT: CANADIAN SECURITIES REGISTRATION SYSTEMS 17 ADDRESS : SUITE 180-13571 COMMERCE PARKWAY CITY : RICHMOND PROV: BC POSTAL CODE: V6V2L1

.

FAMILY : 8 OF 8 ENQUIRY PAGE : 33 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 876826629 PAGE TOT REGISTRATION NUM REG TYPE 01 OF 001 MV SCHED: 20011023 1820 1531 2155 01 CAUTION : 21 REFERENCE FILE NUMBER : 876826629 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BENIX & CO.INC. 25 OTHER CHANGE: 26 REASON: ADDITIONAL DEBTOR'S NAME HAS BEEN ADDED TO REGISTRATION NUMBER 27 /DESCR: 20011004180215317998 REFERENCE FILE NUMBER 876826629. 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: BENIX & CO. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 2L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CITY : PROV : POSTAL CODE : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : CANADIAN SECURITIES REGISTRATION SYSTEMS 17 ADDRESS : SUITE 180-13571 COMMERCE PARKWAY PROV : BC POSTAL CODE : V6V2L1 CITY : RICHMOND

,

FAMILY : 8 OF 8 ENQUIRY PAGE : 34 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 876826629 REGISTRATION NUM REG TYPE PAGE TOT 01 OF 001 MV SCHED: 20060822 1944 1531 6618 01 CAUTION : 21 REFERENCE FILE NUMBER : 876826629 22 AMEND PAGE: NO PAGE: X CHANGE: B RENEWAL REN YEARS: 5 CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BENIX & CO.INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 : 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: OCN: 04/07 ADDRESS: PROV: CITY: POSTAL CODE: 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : MV DATE OF NO FIXED INCL AMOUNT MATURITY OR MAT DATE CONS. GOODS INVTRY EQUIP ACCTS OTHER INCL 10 11 12 13 14 15 16 NAME : CANADIAN SECURITIES REGISTRATION SYSTEMS 17 ADDRESS : SUITE 180-13571 COMMERCE PARKWAY CITY : RICHMOND PROV : BC POSTAL CODE : V6V2L1

FAMILY : 8 OF 8 ENQUIRY PAGE : 35 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 876826629 REGISTRATION NUM REG TYPE
 PAGE
 TOT
 REGISTRATION NUM

 01
 CAUTION :
 01
 OF
 001
 MV
 SCHED:
 20110805
 1946
 1531
 0623
 21 REFERENCE FILE NUMBER : 876826629 22 AMEND PAGE: NO PAGE: X CHANGE: B RENEWAL REN YEARS: 5 CORR PER: 23 REFERENCE DEBTOR/IND NAME:24TRANSFEROR:BUS NAME: BENIX & CO.INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: OCN: 04/07 ADDRESS: PROV: POSTAL CODE: CTTY: 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : ADDRESS : CITY : PROV : POSTAL CODE : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : D+H LIMITED PARTNERSHIP 17 ADDRESS : SUITE 200, 4126 NORLAND AVENUE PROV : BC POSTAL CODE : V5G 3S8 CITY : BURNABY

ENQUIRY PAGE : 36 OF 39 FAMILY: 8 OF 8 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 876826629 REGISTRATION NUM REG TYPE
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 001 OF 001 MV SCHED:
 20150121 1449 1862 9645
 21 REFERENCE FILE NUMBER : 876826629 22 AMEND PAGE: NO PAGE: X CHANGE: E TRNSFER REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BENIX & CO. INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 . 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 2437533 ONTARIO INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CITY : PROV : POSTAL CODE : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : GOWLING LAFLEUR HENDERSON LLP (KELBY CARTER) 17 ADDRESS : #1600, 1 FIRST CDN PLACE, 100 KING STR W CITY : TORONTO PROV : ON POSTAL CODE : M5X 1G5

FAMILY : 8 OF 8 ENQUIRY PAGE : 37 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 876826629 REGISTRATION NUM REG TYPE PAGE TOT REGISTRATION NUM 01 CAUTION : 001 OF 001 MV SCHED: 20150129 1600 1862 0265 21 REFERENCE FILE NUMBER : 876826629 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: 2437533 ONTARIO INC. 25 OTHER CHANGE: 26 REASON: THE DEBTOR ON LINE 03 OF PAGE 001 OF REGISTRATION NUMBER 20150121 27 /DESCR: 1449 1862 9645 HAS CHANGED ITS NAME TO BOWRING & CO. INC. PURSUANT 28 : TO ARTICLES OF AMENDMENT DATED JANUARY 22, 2015. 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: BOWRING & CO. INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : DATE OF NO FIXED AMOUNT MATURITY OR MAT DATE CONS. MV GOODS INVTRY EQUIP ACCTS OTHER INCL 10 11 12 13 14 15 16 NAME : GOWLING LAFLEUR HENDERSON LLP (CLM) 17 ADDRESS : 100 KING STREET WEST, SUITE 1600 PROV : ON POSTAL CODE : M5X 1G5 CITY : TORONTO

FAMILY : 8 OF 8 ENQUIRY PAGE : 38 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 876826629 REGISTRATION NUM REG TYPE
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 01 OF 001 MV SCHED:
 20160920 1038 1529 3916
 21 REFERENCE FILE NUMBER : 876826629 22 AMEND PAGE: NO PAGE: X CHANGE: B RENEWAL REN YEARS: 5 CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BENIX & CO.INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 • 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: OCN: 04/07 ADDRESS: PROV: POSTAL CODE: CITY: 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : DATE OF NO FIXED MV CONS. AMOUNT GOODS INVTRY EQUIP ACCTS OTHER INCL MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : D+H LIMITED PARTNERSHIP 17 ADDRESS : SUITE 200, 4126 NORLAND AVENUE CITY : BURNABY PROV : BC POSTAL CODE : V5G 3S8

4

FAMILY : 8 OF 8 ENQUIRY PAGE : 39 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 876826629 REGISTRATION NUM REG TYPE
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 001 OF 001 MV SCHED:
 20181024 1036 1862 4949
 21 REFERENCE FILE NUMBER : 876826629 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: TRANSFEROR: BUS NAME: BOWRING & CO. INC. 2.4 25 OTHER CHANGE: 26 REASON: THE NAME OF THE DEBTOR ON LINE 03 OF REGISTRATION NO. 20011004 1802 27 /DESCR: 1531 7998 HAS BEEN AMENDED. 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 11041045 CANADA INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CITY : PROV : POSTAL CODE : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : GOWLING WLG (CANADA) LLP (T. GERTNER) 17 ADDRESS : SUITE 1600, 100 KING STREET WEST POSTAL CODE : M5X 1G5 CITY : TORONTO PROV : ON

```
FAMILY : 8 OF 8
SEARCH : BD : 11041045 CANADA INC.
                                                            ENQUIRY PAGE : 33 OF 39
                                                                FILE NUMBER 876826629

        PAGE
        TOT
        REGISTRATION NUM

        01 CAUTION :
        01 OF 001 MV SCHED:
        20011023 1820 1531 2155

                                                    REGISTRATION NUM REG TYPE
21 REFERENCE FILE NUMBER : 876826629
22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER:
23 REFERENCE DEBTOR/ IND NAME:
24 TRANSFEROR: BUS NAME: BENIX & CO.INC.
25 OTHER CHANGE:
26 REASON: ADDITIONAL DEBTOR'S NAME HAS BEEN ADDED TO REGISTRATION NUMBER
27 /DESCR: 20011004180215317998 REFERENCE FILE NUMBER 876826629.
28
         ٠
02/05 IND/TRANSFEREE:
03/06 BUS NAME/TRFEE: BENIX & CO.
                                                                         OCN:
04/07 ADDRESS: 98 ORFUS ROAD
       CITY: TORONTO
                                          PROV: ON POSTAL CODE: M6A 2L9
29 ASSIGNOR:
08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE :
09 ADDRESS :
 CITY : PROV : POSTAL CODE :
CONS. MV DATE OF NO FIXED
GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE
10
11
12
13
14
15
16 NAME : CANADIAN SECURITIES REGISTRATION SYSTEMS
17 ADDRESS : SUITE 180-13571 COMMERCE PARKWAY
  CITY : RICHMOND
                                        PROV : BC POSTAL CODE : V6V2L1
```

FAMILY : 8 OF 8 ENQUIRY PAGE : 34 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 876826629 PAGE TOT 01 CAUTION : 01 OF 1 REGISTRATION NUM REG TYPE PAGE TOT REGISTRATION NUM 01 OF 001 MV SCHED: 20060822 1944 1531 6618 21 REFERENCE FILE NUMBER : 876826629 22 AMEND PAGE: NO PAGE: X CHANGE: B RENEWAL REN YEARS: 5 CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BENIX & CO.INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 : 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: OCN: 04/07 ADDRESS: PROV: CITY: POSTAL CODE: 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CITY : PROV : POSTAL CODE : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : CANADIAN SECURITIES REGISTRATION SYSTEMS 17 ADDRESS : SUITE 180-13571 COMMERCE PARKWAY CITY : RICHMOND PROV : BC POSTAL CODE : V6V2L1

FAMILY : 8 OF 8 ENQUIRY PAGE : 35 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 876826629
 PAGE
 TOT
 REGISTRATION NUM

 01
 CAUTION :
 01
 OF
 001
 MV
 SCHED:
 20110805
 1946
 1531
 0623
 REGISTRATION NUM REG TYPE 21 REFERENCE FILE NUMBER : 876826629 22 AMEND PAGE: NO PAGE: X CHANGE: B RENEWAL REN YEARS: 5 CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BENIX & CO.INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: OCN; 04/07 ADDRESS: PROV: POSTAL CODE: CITY: 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : D+H LIMITED PARTNERSHIP 17 ADDRESS : SUITE 200, 4126 NORLAND AVENUE PROV : BC POSTAL CODE : V5G 3S8 CITY : BURNABY

FAMILY : 8 OF 8 ENQUIRY PAGE : 36 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 876826629 REGISTRATION NUM REG TYPE
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 001 OF 001 MV SCHED:
 20150121 1449 1862 9645
 21 REFERENCE FILE NUMBER : 876826629 22 AMEND PAGE: NO PAGE: X CHANGE: E TRNSFER REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BENIX & CO. INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 2437533 ONTARIO INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : DATE OF NO FIXED MV CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : GOWLING LAFLEUR HENDERSON LLP (KELBY CARTER) 17 ADDRESS : #1600, 1 FIRST CDN PLACE, 100 KING STR W CITY : TORONTO PROV : ON POSTAL CODE : M5X 1G5

FAMILY : 8 OF 8 ENQUIRY PAGE : 37 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 876826629 REGISTRATION NUM REG TYPE PAGE TOT REGISTRATION NUM 01 CAUTION : 001 OF 001 MV SCHED: 20150129 1600 1862 0265 21 REFERENCE FILE NUMBER : 876826629 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: TRANSFEROR: BUS NAME: 2437533 ONTARIO INC. 24 25 OTHER CHANGE: 26 REASON: THE DEBTOR ON LINE 03 OF PAGE 001 OF REGISTRATION NUMBER 20150121 27 /DESCR: 1449 1862 9645 HAS CHANGED ITS NAME TO BOWRING & CO. INC. PURSUANT 28 : TO ARTICLES OF AMENDMENT DATED JANUARY 22, 2015. 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: BOWRING & CO. INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : GOWLING LAFLEUR HENDERSON LLP (CLM) 17 ADDRESS : 100 KING STREET WEST, SUITE 1600 PROV : ON POSTAL CODE : M5X 1G5 CITY : TORONTO

FAMILY : 8 OF 8 ENQUIRY PAGE : 38 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 876826629
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 01 OF 001 MV SCHED:
 20160920 1038 1529 3916
 REGISTRATION NUM REG TYPE 21 REFERENCE FILE NUMBER : 876826629 22 AMEND PAGE: NO PAGE: X CHANGE: B RENEWAL REN YEARS: 5 CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BENIX & CO.INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: OCN: 04/07 ADDRESS: CITY: PROV: POSTAL CODE: 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : DATE OF NO FIXED MV CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE CONS. 10 11 12 13 14 15 16 NAME : D+H LIMITED PARTNERSHIP 17 ADDRESS : SUITE 200, 4126 NORLAND AVENUE CITY : BURNABY PROV : BC POSTAL CODE : V5G 3S8

FAMILY : 8 OF 8 ENQUIRY PAGE : 39 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 876826629
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 001 OF 001 MV SCHED:
 20181024 1036 1862 4949
 REGISTRATION NUM REG TYPE 21 REFERENCE FILE NUMBER : 876826629 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: TRANSFEROR: BUS NAME: BOWRING & CO. INC. 24 25 OTHER CHANGE: 26 REASON: THE NAME OF THE DEBTOR ON LINE 03 OF REGISTRATION NO. 20011004 1802 27 /DESCR: 1531 7998 HAS BEEN AMENDED. 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 11041045 CANADA INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : GOWLING WLG (CANADA) LLP (T. GERTNER) 17 ADDRESS : SUITE 1600, 100 KING STREET WEST CITY : TORONTO PROV : ON POSTAL CODE : M5X 1G5

,

FAMILY : 8 OF 8 ENQUIRY PAGE : 33 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 876826629
 PAGE
 TOT
 REGISTRATION NUM

 01
 CAUTION :
 01
 OF 001
 MV SCHED:
 20011023
 1820
 1531
 2155
 REGISTRATION NUM REG TYPE 21 REFERENCE FILE NUMBER : 876826629 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BENIX & CO.INC. 25 OTHER CHANGE: 26 REASON: ADDITIONAL DEBTOR'S NAME HAS BEEN ADDED TO REGISTRATION NUMBER 27 /DESCR: 20011004180215317998 REFERENCE FILE NUMBER 876826629. 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: BENIX & CO. OCN: 04/07 ADDRESS: 98 ORFUS ROAD PROV: ON POSTAL CODE: M6A 2L9 CITY: TORONTO 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : DATE OF NO FIXED AMOUNT MATURITY OR MAT DATE CONS. MV GOODS INVTRY EQUIP ACCTS OTHER INCL 10 11 12 13 14 15 16 NAME : CANADIAN SECURITIES REGISTRATION SYSTEMS 17 ADDRESS : SUITE 180-13571 COMMERCE PARKWAY CITY : RICHMOND PROV : BC POSTAL CODE : V6V2L1

FAMILY : 8 OF 8 SEARCH : BD : 11041045 CANADA INC. ENQUIRY PAGE : 34 OF 39 FILE NUMBER 876826629
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 01 OF 001 MV SCHED:
 20060822 1944 1531 6618
 REGISTRATION NUM REG TYPE 21 REFERENCE FILE NUMBER : 876826629 22 AMEND PAGE: NO PAGE: X CHANGE: B RENEWAL REN YEARS: 5 CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BENIX & CO.INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 • 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: OCN : 04/07 ADDRESS: PROV: CITY: POSTAL CODE: 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CITY : PROV : POSTAL CODE : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : CANADIAN SECURITIES REGISTRATION SYSTEMS 17 ADDRESS : SUITE 180-13571 COMMERCE PARKWAY CITY : RICHMOND PROV : BC POSTAL CODE : V6V2L1

FAMILY : 8 OF 8 ENQUIRY PAGE : 35 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 876826629 REGISTRATION NUM REG TYPE
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 01 OF 001 MV SCHED:
 20110805 1946 1531 0623
 21 REFERENCE FILE NUMBER : 876826629 22 AMEND PAGE: NO PAGE: X CHANGE: B RENEWAL REN YEARS: 5 CORR PER: 23 REFERENCE DEBTOR/IND NAME:24TRANSFEROR:BUS NAME: BENIX & CO.INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: OCN: 04/07 ADDRESS: CITY: PROV: POSTAL CODE: 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : CITY : PROV : POSTAL CODE : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : D+H LIMITED PARTNERSHIP 17 ADDRESS : SUITE 200, 4126 NORLAND AVENUE PROV : BC POSTAL CODE : V5G 3S8 CITY : BURNABY

FAMILY : 8 OF 8 ENQUIRY PAGE : 36 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 876826629 REGISTRATION NUM REG TYPE
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 001 OF 001 MV SCHED:
 20150121 1449 1862 9645
 21 REFERENCE FILE NUMBER : 876826629 22 AMEND PAGE: NO PAGE: X CHANGE: E TRNSFER REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BENIX & CO. INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 : 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 2437533 ONTARIO INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD PROV: ON POSTAL CODE: M6A 1L9 CITY: TORONTO 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS :
 GUTY
 PROV:
 POSTAL CODE:

 CONS.
 MV
 DATE OF
 NO FIXED

 GOODS INVTRY EQUIP ACCTS OTHER
 INCL
 AMOUNT
 MATURITY OR
 MAT DATE
 10 11 12 13 14 15 16 NAME : GOWLING LAFLEUR HENDERSON LLP (KELBY CARTER) 17 ADDRESS : #1600, 1 FIRST CDN PLACE, 100 KING STR W CITY : TORONTO PROV : ON POSTAL CODE : M5X 1G5

FAMILY : 8 OF 8 ENQUIRY PAGE : 37 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 876826629 REGISTRATION NUM REG TYPE
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 001 OF 001 MV SCHED:
 20150129 1600 1862 0265
 21 REFERENCE FILE NUMBER : 876826629 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: TRANSFEROR: BUS NAME: 2437533 ONTARIO INC. 24 25 OTHER CHANGE: 26 REASON: THE DEBTOR ON LINE 03 OF PAGE 001 OF REGISTRATION NUMBER 20150121 27 /DESCR: 1449 1862 9645 HAS CHANGED ITS NAME TO BOWRING & CO. INC. PURSUANT 28 : TO ARTICLES OF AMENDMENT DATED JANUARY 22, 2015. 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: BOWRING & CO. INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : MV DATE OF NO FIXED CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : GOWLING LAFLEUR HENDERSON LLP (CLM) 17 ADDRESS : 100 KING STREET WEST, SUITE 1600 CITY : TORONTO PROV : ON POSTAL CODE : M5X 1G5

FAMILY : 8 OF 8 SEARCH : BD : 11041045 CANADA INC. ENQUIRY PAGE : 38 OF 39 FILE NUMBER 876826629
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 01 OF 001 MV SCHED:
 20160920 1038 1529 3916
 REGISTRATION NUM REG TYPE 21 REFERENCE FILE NUMBER : 876826629 22 AMEND PAGE: NO PAGE: X CHANGE: B RENEWAL REN YEARS: 5 CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BENIX & CO.INC. 25 OTHER CHANGE: 26 REASON: 27 /DESCR: 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: OCN: 04/07 ADDRESS: PROV: POSTAL CODE: CITY: 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 0 10 11 12 13 14 15 16 NAME : D+H LIMITED PARTNERSHIP 17 ADDRESS : SUITE 200, 4126 NORLAND AVENUE CITY : BURNABY PROV : BC POSTAL CODE : V5G 3S8

FAMILY : 8 OF 8 ENQUIRY PAGE : 39 OF 39 SEARCH : BD : 11041045 CANADA INC. FILE NUMBER 876826629 REGISTRATION NUM
 PAGE
 TOT
 REGISTRATION NUM

 01 CAUTION :
 001 OF 001 MV SCHED:
 20181024 1036 1862 4949
 REG TYPE 21 REFERENCE FILE NUMBER : 876826629 22 AMEND PAGE: NO PAGE: X CHANGE: A AMNDMNT REN YEARS: CORR PER: 23 REFERENCE DEBTOR/ IND NAME: 24 TRANSFEROR: BUS NAME: BOWRING & CO. INC. 25 OTHER CHANGE: 26 REASON: THE NAME OF THE DEBTOR ON LINE 03 OF REGISTRATION NO. 20011004 1802 27 /DESCR: 1531 7998 HAS BEEN AMENDED. 28 02/05 IND/TRANSFEREE: 03/06 BUS NAME/TRFEE: 11041045 CANADA INC. OCN: 04/07 ADDRESS: 98 ORFUS ROAD CITY: TORONTO PROV: ON POSTAL CODE: M6A 1L9 29 ASSIGNOR: 08 SECURED PARTY/LIEN CLAIMANT/ASSIGNEE : 09 ADDRESS : PROV : POSTAL CODE : CITY : CONS. MV DATE OF NO FIXED GOODS INVTRY EQUIP ACCTS OTHER INCL AMOUNT MATURITY OR MAT DATE 10 11 12 13 14 15 16 NAME : GOWLING WLG (CANADA) LLP (T. GERTNER) 17 ADDRESS : SUITE 1600, 100 KING STREET WEST CITY : TORONTO PROV : ON POSTAL CODE : M5X 1G5

RUN NUMBER : 299 RUN DATE : 2018/10/26 ID : 20181026152217.70 REPORT : PSSR060 PAGE : 1 (3401)

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

TYPE OF SEARCH : BUSINESS DEBTOR

SEARCH CONDUCTED ON : BOMBAY & CO. INC.

FILE CURRENCY : 250CT 2018

ENQUIRY NUMBER 20181026152217.70 CONTAINS 27 PAGE(S), 7 FAMILY(IES).

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

CERTIFIED BY/CERTIFIE ES PAR REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÚRETÉS MOBILIÈRES (crfj4 11/2017)

ntario

ONCORP - TORKIN MANES LLP - JON ROBSON

1500-151 YONGE STREET TORONTO ON M5C 2W7

CONTINUED... 2

.

PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM ENQUIRY RESPONSE CERTIFICATE

TYPE OF SEARCE I BUSINESS DEBTOR SMARCH CONDUCTED ON : BOMBAY & CO. INC. FILE CURRENCY ± 250CT 2018 ----FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN FILE NUMBER 738417114 00 MOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION SCHEDULE NUMBER UNDER PERIOD CAUTION PAGE TOTAL FILING . NO. OF PAGES 001 1 20180419 1043 1793 9475 P PPSA 1 01 DATE OF BIRTH INITIAL SURNAME FIRST GIVEN NAME 02 DEBTOR 03 NAME BUSINESS NAME BOMBAY & CO INC ONTARIO CORPORATION NO. M6A2W1 04 ADDRESS 100 DUFFLAW RD TORONTO ON Medicalisati INITIAL SURNAME DATE OF BIRTH FIRST GIVEN NAME 05 DEBTOR 06 NAME BUSINESS NAME ONTARIO CORPORATION NO. 07 ADDRESS SECURED PARTY / 08 HOLAND LEASING 1995 LTD LIEN CLAIMANT 09 ADDRESS 6700 RUE SAINT JACQUES MONTREAL QC H4B1V8 COLLATERAL CLASSIFICATION CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE X X 28059 X 10 YEAR MAKE MODEL V.I.N. MOTOR 2013 MERCEDES BENZ GL550 4JGDF7DE2DA106394 11 12 VEHICLE 13 GENERAL 14 COLLATERAL 15 DESCRIPTION 16 REGISTERING HOLAND LEASING 1995 LTD AGENT 17 ADDRESS 6700 RUE SAINT JACQUES H4B1V8 MONTREAL 0C *** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ***

3 PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR



DES SÜRETES MOBILIÈRES

CERTIFIED BY/CERTIFIÉES PAR

CONTINUED...

| RUN ID : | NUMBER : 299 DATE : 2018/10/26 20181026152217.70 | MINISTRY OF GO PERSONAL PROPERTY SECT ENQUIR CERT | E OF ONTARIO VERNMENT SERVICES URITY REGISTRATION SYSTEM Y RESPONSE IFICATE | | REPORT : PSSR060 PAGE : 3 (3403) |
|-------------|--|--|--|----------------------------------|---|
| SEAR | OF SEARCH : BUSINESS DE CH CONDUCTED ON : BOMBAY & CC CURRENCY : 250CT 2018 | | | | |
| | FORM 1C FINANCING STATEMEN | IT / CLAIM FOR LIEN | | | |
| 00 | FILE NUMBER 717057936 | | | | |
| 01 | CAUTION PAGE TO FILING NO. OF P2 001 1 | AGES SCHEDULE | REGISTRATION REGIST NUMBER UNDF 60527 1543 1532 9797 P | er period | |
| | DATE OF BIRTH | FIRST GIVEN NAME INITIAL | SURNAME | | |
| 02 03 | DEBTOR NAME BUSINESS NAME | | un - Madella Alaska, das das del | | |
| 04 | BALLARIA BA | | TORONTO | ONTARIO CORPORATION NO ON MGA | 90 A 1L9 |
| | DATE OF BIRTH | | SURNAME | | |
| 05 06 | DEBTOR | Dialiseiteheisiteheisiteheiteheiseiteh | ovenesele, | | |
| | | | | ONTARIO CORPORATION NO | |
| 07 | ADDRESS | | | | |
| 08 | SECURED PARTY / | HOLAND LEASING (1995) LTD. | | | |
| 09 | ADDRESS | | MONTREAL | QC H4P | 232 |
| 10 | COLLATERAL CLASSIFICATION CONSUMER GOODS INVENTORY FO | Motor Vehi Quipment accounts other include X | | NO WAPPIDTOV NAME | |
| 11 12 | YEAR MAKE MOTOR 2016 JEEP VENICLE | WRANGEER SAHARA T | V.J.N. IC4BJWEG7GL226642 | | |
| | GENERAL THE COMPLETE | E DESCRIPTION OF THE SERIAL COLLA | reral is - | | |
| 14 15 | COLLATERAL 2016 JEEP WE DESCRIPTION | RANGLER SAHARA UNLTD S/N 1C4BJWEG | /GL226642 | | |
| 16 | REGISTERING | CSRS | | | |
| 17 | AGENT | 4126 NORLAND AVE | BURNABY | BC V5G | 338 CERTIFIED BY/CERTIFIÉES PAR |
| | | *** FOR FURTHER INFORMATION | | | Kashnen Machel |
| | | | | CONTINUED | 4 PERSONAL PROPERTY SECURITY/ |
| | | | | | LE REGISTRATEUR |



•

| RÚN ID: | NUMBER : 29 DATE : 2018, 20181026152 | /10/26 2217.70 | PERSONAL PRO | PROVINCE OF ONTARIO TRY OF GOVERNMENT SERVICES PERTY SECURITY REGISTRATIO ENQUIRY RESPONSE CERTIFICATE | n system | | PAGE | : PSSR060 : 4 (3404) |
|----------------|--|--|---------------------------------------|--|--|--------------------------|-------------|--|
| SEAR | CH CONDUCTEI | = BUSINESS D) ON = BOMBAY & C = 250CT 2018 | | | | | | |
| | FORM 1C | INANCING STATEME | NT / CLAIM FOR LIEN | | | | | |
| 00 | FILE M 702780 | | | | | | | |
| 01 | CAUTTO FILING | NO. OF P | DTAL MOTOR VE AGES SCHED I | | | TSTRATION PERIOD 5 | | |
| | 2.24 | DATE OF BIRTH | FIRST CIVEN NAME | INITIAL SURNAME | | | | |
| 02 03 | NAME | BUSINESS NAME | 2383029 ONTARIO INC. | | | | | |
| 04 | | ADDRESS | 98 ORFUS ROAD | TORO | | ON M6 | 9. A 1L9 | |
| 05 06 | DEBTOR NAME | DATE OF BIRTH | FIRST GIVEN NAME | INITIAL SURNAME | | | | |
| | | | | | | WRPORATION N | | |
| 07 | | ADDRESS | | | | | uns. | |
| 08 | SECURED PAI | ent . | ISAAC BENNET SALES A | GENCIES INC. | | | | |
| 09 | n (de daelije de | ADDRESS | | TORO | NTO | ON M6 | A 1M4 | |
| 10 | CON | DDS INVENTORY E | M DUIEMENT ACCOUNTS OTHER X X X | | ATURITY OR MATURI | 'IXED TY DATE | | |
| 11 12 | MOTOR VEHICLE | EAR MAKE | MOTEL | ₩¥¥¥XN¥: | | | | |
| 13 14 15 | GENERAL COLLATERAL DESCRIPTIO | | | | | | | |
| 16 | REGISTERIN | 1 | TORKIN MANES LLP (F. | SULLEY/S. JANKOWSKI) | | | | |
| 17 | AGENT | i kali kalenda interneti kalendi. Vi uta bendara neti ta kalendi. | 1500 - 151 YONGE STR | EET TORO | NTO | on m50 | c 2w7 | CERTIFIED BY/CERTIFIÉES PAR |
| | | | *** FOR FURTHER IN | FORMATION, CONTACT THE SEC | edeleten andere en | CONTINUED | 5 | BOLDERO LITULO REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SURETÉS MOBILIÈRES |

Ontario

| RUN ID | NUMBER : 299 DATE : 2018/10/26 20181026152217.70 | MINISTRY OF GOVE PERSONAL PROPERTY SECUE ENQUIRY CERTIE | RESPONSE | YSTEM | REPORT : PSSR060 PAGE : 5 (3405) |
|----------------------|--|--|---|----------------------------------|--|
| SEAL | COF SEARCH : BUSINESS DEBI CCH CONDUCTED ON : BOMBAY & CO. CURRENCY : 250CT 2018 | | | | |
| | FORM 2C FINANCING CHANGE STATE | MENT / CHANGE STATEMENT | | | |
| 01 21 | FILING NOL OF PAG 001 I | TAL MOTOR VEHICLE REGISTRAT JES SCHEDULE NUMBER 20150130 1526 2786069 | JESTICIO | EORRECT | |
| | PAGE AMENDED NO | SPECIFIC PAGE AMENDED CHANGE I | REQUIRED YEARS | PERIOD | |
| 22 | | T A AMET FIRST GIVEN NAME INITIAL | SURNAME | | |
| 23 24 | REFERENCE DEPTOR/ BUSINESS NAME TRANSFEROR | 2383029 ONTARIO INC. | inde della de de Contra Con | | |
| 25 26 27 28 | DESCRIPTION | ECT THE NAME CHANGE OF THE DEBTO | | | |
| 02/ 05 | DATE OF BIRTH DEBTOR/ | FIRST GIVEN NAME INITIAL | SURNAME | | |
| 03/ | TRANSFEREE BUSINESS NAME | BOMBAY & CO. INC. | | | |
| 06 04/1 | | 98 ORFUS ROAD | TORONTO | ONTARIO CORPORATION NO ON M6/ | |
| 29 | ASSIGNOR | COTONEE | | | |
| 08 | SECURED PARTY/LIEN CLAIMANT/AS | 20 I GINEC, | | | |
| 0 9 | ADDRESS COLLATERAL CLASSIFICATION | | | | |
| | CONSUMER | MOTOR VEHICI | | | |
| 10 | GOODS INVENTORY EQUI | IPMENT ACCOUNTS OTHER INCLUDED | amount mat | URITY OR MATURITY DATE | |
| | YEAR MAKE | MODEL | V.I.N. | | |
| 11 12 | MOTOR YERICEE | izht.iki kizi kiedzi | | | |
| 13 | GENERAL | | | | |
| 14 15 | COLLATERAL DESCRIPTION | | | | |
| 16 | PECISTERING AGENT OR | TORKIN MANES LLP (F. SULLEY/S. | JANKOWSKI) | | |
| 17 | SECURED PARTY/ ADDRESS LIEN CLAIMANT | 1500 - 151 YONGE STREET | TORONTO | ON M50 | 2 2W7 (CERTIFIED BY/CERTIFIÉES PAR |
| | | *** FOR FURTHER INFORMATION, | CONTRACT THE SECTION | יה אדע מאייע אאא | Knohnen Machel |
| | | FOR FURTHER INFORMATION, | | CONTINUED | 6 REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÚRETÉS MOBILIÈRES |



01

21

22

23

24

25

27

11 12

13

14

15

16

17

RUN NUMBER : 299 RUN DATE : 2018/10/26 ID : 20181026152217.70

TYPE OF SEARCH * BUSINESS DEBTOR

PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM ENOUIRY RESPONSE CERTIFICATE

REPORT : PSSR060 PAGE : 6 3406) (

SEARCH CONDUCTED ON : BOMBAY & CO. INC. FILE CURRENCY = 250CT 2018 FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED NO. OF PAGES SCHEDULE NUMBER UNDER CAUTION FILING 001 20181019 1120 1862 4658 001 RECORD FILE NUMBER 702786069 RENEWAL CORRECT REFERENCED YEARS PERIOD PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIREDX Brite Bolton a book A AMENDMENT FIRST GIVEN NAME INITIAL SURNAME REFERENCE DEBTOR/ BUSINESS NAME BOMBAY & CO. INC. TRANSFEROR OTHER CHANGE 26 TO REFLECT A CHANGE IN THE DEBTOR'S NAME AND ADDRESS DESCRIPTION 28 02/ FIRST GIVEN NAME INITIAL SURNAME DATE OF BIRTH DEBTOR/ 05 TRANSFEREE BUSINESS NAME 11041037 CANADA INC. 03/ ONTARIO CORPORATION NO. 06 PO H3B 1X9 800 RENE-LEVESQUE BLVD. WEST, SUITE 2220 MONTREAL 04/07 ADDRESS 29 ASSIGNOR SECURED FARTY/LIEN CLAIMANT/ASSIGNEE 08 09 ADDRESS COLLATERAL CLASSIFICATION DATE OF NO FIXED CONSUMER MOTOR VEHICLE AMOUNT MATURITY OR MATURITY DATE GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED 10 YEAR MAKE MODEL V.I.N.

MOTOR AEHICLE GENERAL COLLATERAL DESCRIPTION REGISTERING AGENT OR BORDEN LADNER GERVAIS LLP (O. TARDIF) SECURED PARTY/ ADDRESS 22 ADELAIDE STREET WEST CERTIFIED BY/CERTIFIÉES PAR M5H 4E3 ON TORONTO LIEN CLAIMANT *** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. *** n kan kan se in serie da serie Serie da ser 7 CONTINUED ...

REGISTRAR OF PERSONAL PROPERTY SECURITY/ 1 F REGISTRATEUR DES SURETÉS MOBILIÈRES (crj2ft 11/2017)



| RUN | NUMBER : 299 DATE : 2018/10/26 20181026152217.70 | | | FRY OF GOVE PERTY SECUR | OF ONTARIO RENMENT SERVICES RITY REGISTRATION SYS RESPONSE FICATE | гем | | REPORT : PAGE : (| PSSR060 7 3407) |
|----------|--|----------------------------|--|----------------------------|---|--|--|-------------------------|--|
| SEAR | OF SEARCH : BUS CH CONDUCTED ON : BOM CURRENCY : 250 | IBAY & CO. | | | | | | | |
| | FORM 1C FINANCING | STATEMENT | / CLAIM FOR LIEN | | | | | | |
| 00 | FILE NUMBER 702794898 | | | | | | | | |
| 01 | | TOTA OF PAGE | | л.е | UEGISTRATION R NUMBER 0106 1617 1590 7255 | egistered registi under per p ppsa 5 | IOD | | |
| | DATE OF BI | RTH | FTRST CIVEN NAME | | SURNAME | | | | |
| 02 03 | DEBTOR NAME BUSINE | ss name | 2383029 ONTARIO INC. | | , Lindenseriter (de gester) | | | | |
| | Shaddinadhing) Shiqqaalaas | En Britten de Andrei (1911 | | | TORONTO | ONTLARIO CORP | ORATION NO. ON MGA | 1 7 9 | |
| 04 | | ADDRESS | 98 ORFUS ROAD | | | , | UN MOA. | 119 | |
| 05 | DATE OF BI | | FIRST GIVEN NAME | INITIAL | | | | | |
| 06 | NAME BUSINE | CSS NAME | | | | ONTARIO | OPARTON NO. | | |
| 07 | | ADDRESS | | | | UNTERTO CORE | | | |
| 08 | SECURED PARTY / | | F.B.I. INC. | | | | | | |
| 09 | | ADDRESS | 98 ORFUS ROAD | | TORONTO | | ON MGA | 1L9 | |
| | COLLATERAL CLASSIFIC CONSUMER | | M | OTOR VEHIC | LE AMOUNT DATE O | F NO FIXE | D | | |
| | GOODS TNVE | INTORY EQUI | PMENT ACCOUNTS OTHER | INCLUDED | MATURI | TY OR MATURITY | DATE | | |
| 10 | Xronovici patentini provinski A | (enternational A | X X | X | | | | | |
| 11 | YEAR MAKE | | MODEL | | v:Tini | | | | |
| 12 | VEHICLE | | | | | | | | |
| 13 | GENERAL | | | | | | | | |
| 14 15 | COLLATERAL DESCRIPTION | | | | | | | | |
| | thining and his high set it. | | | | | | | | |
| 16 | REGISTERING | | TORKIN MANES LLP (F. | SULLEY/S. | JANKOWSKI) | | | | CERTIFIED BY/CERTIFIÉES PAR |
| 17 | | ADDRESS | 1500 - 151 YONGE STR | EET | TORONTO | | ON M5C | 2w7 | Q A. A. |
| | 5 19 15 | | *** FOR FURTHER IN | FORMATION, | CONTACT THE SECURED | PARTY. *** | an a | | Dalbara function |
| | : | nina misana (KGARARA) | aa semaaa sean senenaa se istaanaines anarab dilahar | | nona ar sanahay no ang kasalar na Unio Shikila (1997). | | PINUED | 8 | REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR |



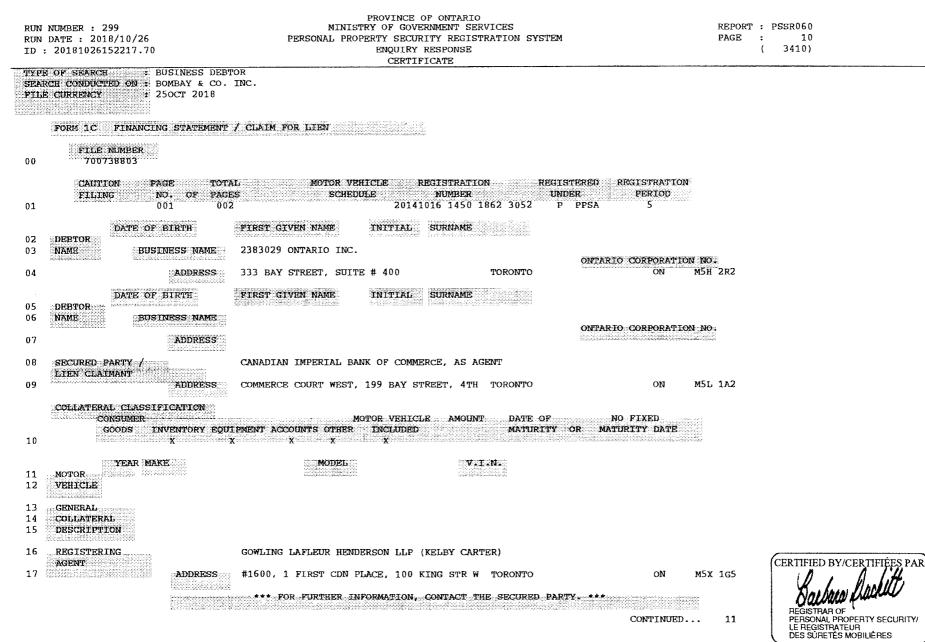


| RUN ID : | NUMBER : 299 DATE : 2018/10/26 20181026152217.70 | MINISTRY OF GO PERSONAL PROPERTY SECT ENQUIR CERT | OF ONTARIO VERNMENT SERVICES URITY REGISTRATION SY Y RESPONSE IFICATE | STEM | REPORT : PSSR060 PAGE : 8 (3408) |
|----------------------|--|--|---|-----------------------|--|
| SEAR | CE CONDUCTED ON 2 BUSINESS DEBT CE CONDUCTED ON 2 BOMBAY & CO. CURRENCY = 250CT 2018 | | | | |
| | FORM 2C FINANCING CHANGE STATE | Ment / Change Statement | | | |
| 01 | | AL MOTOR VEHICLE REGISTRA | rion Registere R Onder | | |
| | REPERENCED PAGE AMENDED NO | | RENEWAL REQUIRED YEARS | CORRECT PERIOD | |
| 22 | | FIRST GIVEN NAME INITIAL | ENDMENT SURNAME | | |
| 23 24 | REFERENCE DEBTOR/ BUSINESS NAME TRANSFEROR | 2383029 ONTARIO INC. | | | |
| 25 26 27 28 | OTHER CHANGE REASON/ AMENDED TO REFLE DESCRIPTION | CT THE NAME CHANGE OF THE DEBT | DR. | | |
| 02/ | DATE OF BIRTH | FIRST GIVEN NAME INITIAL | | | |
| 05 03/ | DEBTOR/ TRANSFEREE BUSINESS NAME | BOMBAY & CO. INC. | | | |
| 06 04/0 | p7 ADDRESS | 98 ORFUS ROAD | TORONTO | ONTARIO CORPORATION | |
| 29 | ASSIGNOR | | | | |
| 08 | SECURED PARTY/LIEN CLAIMANT/AS | SIGNEE | | | |
| 09 | ADDRESS COLLATERAL CLASSIFICATION | | | | |
| | CONSUMER | MOTOR VEHI | | | |
| 10 | | PMENT ACCOUNTS OTHER INCLUDE | | RITY OR MATURITY DATE | |
| | YEAR MAKE | MODEL | V.I.N. | | |
| 11 12 | MOTOR. | takad parte data | understand burge | | |
| 13 | GENERAL. | | | | |
| 14 | Collateral | | | | |
| 15 16 | DESCRIPTION PROISTERING AGENT OR | TORKIN MANES LLP (F. SULLEY/S | TANKOWSKT | | |
| 17 | SECURED PARTY/ ADDRESS LIEN CLAIMANT | 1500 - 151 YONGE STREET | TORONTO | ON | M5C 2W7 CERTIFIED BY/CERTIFIÉES PAR |
| | | *** FOR FURTHER INFORMATION | , CONTACT THE SECURED |) PARTY . *** | Roibara Macui |
| | | n se | | CONTINUED | . 9 PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR |

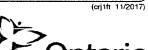
LE REGISTRATEUR DES SÜRETÉS MOBILIÈRES (cri2ti 11/2017)

| RUN E ID : | RUMBER : 299 NATE : 2018/10/26 20181026152217.70 | | MINIST PERSONAL PROP | RY OF GOVE ERTY SECUR | RESPONSE | | TEM | | REPORT : PAGE : (| |
|----------------|---|-------------------------------------|----------------------------------|-----------------------------------|--|-----------------|-----------------------|-----------------------|-------------------------|--|
| SEARC FILE | H CONDUCTED ON : BOMB. CURRENCY : 250C | T 2018 | | u ntan katumatan | and a state of the second state of the | contri | | | | |
| 01 | FORM 2C FINANCING CHA CAUTION PAGE FILING NO. 001 | TOTAL MOI | OR VEHICLE SCHEDULE | REGISTRATI NUMBER 1024 1502 | ី | ISTEREI NDER | | | | |
| 21 | RECORD FILE NUMB REFERENCED PAGE AMEN | ER 702794898 DED NO SPECIPI | C PAGE AMENDED | CHANGE R A AMEN | RENE EQUIRED YEA | ha salat 👘 👘 | Correct Period | | | |
| 23 24 | REFERENCE DEPTOR/ BUSINES TRANSFEROR | FIRST | GIVEN NAME | INITIAL | | | | | | |
| 26 27 | | TO INCLUDE AN P S OF CONTINUANCE | | | TO THE FILIN | 3 OF | | | | |
| | DATE OF BIR DEBTOR/ TRANSPEREE BUSINES | S NAME: 11041(| | | SURNAME | VTREAL | | DRPORATION N QC H3 | | |
| | ASSIGNOR. SECURED PARTY/LIEN CL | | | | | | | - | | |
| 09 | COLLATERAL CLASSIFICA CONSUMER GOODS INVEN | | | INCLUDED | AMOUNT | MATUR | OF NO ITY OR MATUR | ITY DATE | | |
| 12 13 14 | YEAR MAKE MOTOR VEHICLE GENERAL COLLATERAL DESCRIPTION | 1911 | MODEL | | V.I.N | | | | | |
| 17 | | DDRESS 1500-: | MANES LLP (F. 51 YONGE STREET | | TO | RONTO | | on m5 | C 2W7 | CERTIFIED BY/CERTIFIÉES PAR |
| | | | FOR FURTHER INF | | CONTACT THE S | uuked | | ONTINUED | 10 | PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR |





.



U-Ontaric

| RUN ID : | NUMBER : 299 DATE : 2018/10/26 20181026152217.70 | | MINISTRY OF G RSONAL PROPERTY SE ENQUI | E OF ONTARIO OVERNMENT SERVICES CURITY REGISTRATION SYSTEM RY RESPONSE TIFICATE | | PAGE | : PSSR060 : 11 (3411) |
|----------------|---|---|--|---|---|------|------------------------------|
| SEAR PTLE | OF SEARCE = BUSIN CH CONDUCTED ON = BOMBA CURRENCY. = 250CT | Y & CO. INC. | | | | | |
| 0.0 | FORM 1C FINANCING ST FILE MUMBER 700738803 | ATEMENT / CLAIM FOR | LIEN | | | | |
| 01 | CAUTION PAGE | TOTAL OF PAGES 002 | MOTOR VEHTCLE SCHEDULB 20 | REGISTRATION REGIST NUMBER ONDE 141016 1450 1862 3052 | na na hara na h | | |
| 02 03 | DATE OF BIRT DEBTOR NAME BUSINESS | tinatis of skills shirts | n name initia | L SURNAME | | | |
| 04 | Heridastandinisti Einäpianistana. H AE | | | | ONTARTO CORPORATION NO | | |
| 05 06 | DEBTOR NAME BUSINESS | non in the second s Second second | | L SURNAME | | | |
| 07 | | DRESS | | | ONTARIO CORPORATION NO | | |
| 08 09 | SECURED PARTY / LIEN CLAIMANT | PRESS FLOOR | | | | | |
| 10 | GOODS INVENI | | NTS OTHER INCLUD | ICLE AMOUNT DATE OF ED MATURITY O | NO FIXED R MATURITY DATE | | |
| 11 12 | YEAR MAKE | | MODEL | | | | |
| 13 14 15 | General Collateral Description | | | | | | |
| 16 | REGISTERING AGENT | DRESS | FURTHER INFORMATIO | N. CONTACT THE SECURED PARTY | CONT INUED | 12 | CERTIFIED BY/CERTIFIÉES PAR |
| | | | | | | | DES SURETES MOBILIÈRES |

(crj1ft 11/2017)



| RUN | NUMBER : 299 |
|------|-------------------|
| RUN | DATE : 2018/10/26 |
| ID : | 20181026152217.70 |

PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM ENQUIRY RESPONSE CERTIFICATE

REPORT : PSSR060 PAGE : 12 . (3412)

TYPE OF SEARCH: BUSINESS DEBTORSEARCH CONDUCTED ON :BOMBAY & CO. INC.FILE CURRENCY: 250CT 2018

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT



CERTIFIED BY/CERTIFIES PAR BOLINIO LUCU REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SURETES MOBILIÈRES (672ft 11/2017)



CONTINUED... 13

| RUN ID : | NUMBER : 299 DATE : 2018/10/26 20181026152217.70 | PROVINCE OF O MINISTRY OF GOVERNM PERSONAL PROPERTY SECURITY ENQUIRY RES CERTIFICA | ENT SERVICES REGISTRATION SYSTEM PONSE | REPORT : PAGE : (| |
|-----------------|---|--|---|--|--|
| SEAR | OF SEARCH : BUSINESS DEBY CH CONDUCTED ON : BOMBAY & CO. CURRENCY : 250CT 2018 | INC. | | | |
| | FORM 2C FINANCING CHANGE STATI | | | | |
| | FILING NO, OF PAG | ges schedule number | | | |
| 01 21 | 001 00: RECORD FILE NUMBER 70 | 1 | 2 0268 | | |
| | REFERENCED | | RENEWAL CORRECT | | |
| 22 | | SPECIFIC PAGE AMENDED CHANGE REQU | | | |
| | | FIRST GIVEN NAME INITIAL SU | RNAME | | |
| 23 24 | REFERENCE DEBTOR/ BUSINESS NAME | 2383029 ONTARIO INC. | x.a. 0 y 1.48 y 2010 70 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 | | |
| | TRANSFEROR | | | | |
| 25 | OTHER CHANGE | | | | |
| 26 | and the second se | INE 03 OF PAGE 001 OF REGISTRATION N | | | |
| 27 28 | | HAS CHANGED ITS NAME TO BOMBAY & CO. NDMENT DATED JANUARY 22, 2015. | INC. PURSUANT TO | | |
| 02/ | DATE OF BIRTH | FIRST CIVEN NAME INITIAL SU | RNAME | | |
| 05 03/ | DEBTOR/ TRANSFEREE BUSINESS NAME | ter herbauten er eratet i er | | | |
| | TRANSFERRE BUSINESS NAME | BOMBAY & CO. INC. | ONTAR | IO CORPORATION NO. | |
| 04/0 | 7 ADDRESS | 98 ORFUS ROAD | | ON M6A 1L9 | |
| 29 08 | ASSIGNOR SECURED PARTY/LIEN CLAIMANT/A | SSIGNEE | | | |
| 09 | ADDRESS | | | | |
| | COLLATERAL CLASSIFICATION CONSUMER | | | | |
| | | MOTOR VEHICLE. | | | |
| 10 | itan dara shartinin kunatin dalar dara dara dara dara dara dara dar | | idenidita alimati. All'Alima kardidati berkita di Alimatika. A | annan ann ann airean aireann ann ann ann ann ann ann ann ann ann | |
| 11 | YEAR MAKE | MODEL | Y , I , N , | | |
| 12 | VEHICLE | | | | |
| 13 | GENERAL. | | | | |
| 14 15 | COLLATERAL DESCRIPTION | | | | |
| 16 | REGISTERING AGENT OR | GOWLING LAFLEUR HENDERSON LLP (CHR | ISTINE L. MARCHETTI) | | |
| 17 | SECURED PARTY/ ADDRESS LIEN CLAIMANT | 100 KING STREET WEST, SUITE 1600 | TORONTO | ON M5X 1G5 | CERTIFIED BY/CERTIFIÉES PAR |
| | | *** FOR FURTHER INFORMATION, CON | TACT THE SECURED PARTY, *** | CONTINUED 14 | REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR |



| RUN I ID : | NUMBER : 299 DATE : 2018/1 201810261522 | 217.70 | | MINISTR | | RNMENT SI (ITY REGIS RESPONSE | | YSTEM | | | REPORT PAGE | : | SSR060 14 3414) | |
|----------------------|---|--|-------------------------------------|---|-------------------------|-------------------------------------|---|-------------------|------------|----------|----------------|---|-----------------------|--------|
| SEAR | CH CONDUCTED | # BUSINESS ON # BOMBAY & # 250CT 201 | CO. INC. 8 | | 14) - coloring a factor | anna an Astrona | | | | | | | | |
| | FORM ZC FIN | | TATEMENT / CHANGI | | egistrati | ion | REGISTERI | 3D | | | | | | |
| 01 | FILING | RO, OF 001 | 001 | *************************************** | NUMBER 023 1514 | | UNDER 6 | | | | | | | |
| 21 | RECORD REFERENCED | FILE NUMBER | 700738803 | CAMENDED | CHANGE R | FOULRED | RENEWAL YEARS | CORRECT PERIOD | | | | | | |
| 22 | | | T FIRST GIVEN | NAME | A AMEN | IDMENT SURNAME | | | | | | | | |
| 23 24 | REFERENCE DEBTOR/ TRANSFEROR | BUSINESS NAD | | | ing di ida ing i | tiooda and kirdiid | 1,47,47,67,67,67,67,67,67,67,47,77,77,77,77,77,77,77,77,77,77,77,77 | | | | | | | |
| 25 26 27 28 | OTHER CHANG REASON/ DESCRIPTION | THE NAME OF 1862 3052 HA | THE DEBTOR ON LI S BEEN AMENDED. | ve 03 of re | GISTRATIC | on no. 201 | 141016 145 | 0 | | | | | | |
| 02/ 05 | DEBTOR/ | ATE OF BIRTH | FIRST GIVEN | ala kara a | INITIAL | SURNAME | | | | | | | | |
| 03/ 06 | | BUSINESS NAM | | | | | TORONTO | A 441 19781 | TARIO CORP | ORATIO | N NO. | | | |
| 04/0 29 | ASSIGNOR | ADDRES | | μ. L | | | TORONIO | | | ON | MUA THY | | | |
| 08 | SECURED FAR | ty/lien-claimai | | | | | | | | | | | | |
| 09 | | ADDRE: CLASSIFICATION UMER | | MO | FOR-VEHICI | Æ | DAT | B OF | NO FIX | ŒD | | | | |
| 10 | GOO | ds inventory | EQUIPMENT ACCOUN | rs other | INCLUDED | AM | ount mat | URITY OR | MATURITY | DATE | | | | |
| 11 | MOTOR | EAR MAKE | | MODEL | | | V.I.N. | | | | | | | |
| 12 13 | VEHICLE GENERAL | | | | | | | | | | | | | |
| 14 15 16 | COLLATERAL DESCRIPTION | | GOWLING WLG | (())))))) | (T.D. (M. c | מסמוסים - | | · | | | | | | |
| 18 | RECISTERING SECURED PAR LIEN CLAIMA | TYZ ADDRE NT | SS SUITE 1600, | | • | | TORONTO | | | ON | M5X 1G5 | ſ | CERTIFIED BY/CERTIFIÉ | es par |
| | | | *** FOR F | URTHER INFO | ORMATION, | CONTACT | THE SECURE | D PARTY. * | | ריקוואדי | 15 15 | | REGISTRAR OF | |

.

CONTINUED... 15

REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÜRETÉS MOBILIÈRES (crj2tt 11/2017)



| RUN ID : | NUMBER : 299 DATE : 2018/ 20181026152 | 10/26 217.70 | PERSONAL PRO | PROVINCE OF ONTARIO TRY OF GOVERNMENT SERVICES PERTY SECURITY REGISTRATION SYS ENQUIRY RESPONSE CERTIFICATE | Гем | REPORT : PAGE : (| |
|-------------|---|---|---|---|--|-------------------------|-----------------------------|
| SEAR | CH CONDUCTED | # BUSINESS I ON # BOMBAY & C # 250CT 2019 | CO. INC. | | | | |
| | Form 1C F | INANCING STATEMP | NT / CLAIM FOR LIEN | | | | |
| 00 | FILE NU 693252 | | | | | | |
| 01 | CAUTION FILING | NO. OF I | | | EGISTERED REGISTRATION UNDER PERIOD P PPSA 5 | | |
| | Ď | ATE OF BTRTH | FIRST GIVEN NAME | INITIAL SURNAME | | | |
| 02 03 | DEBTOR NAME | BUSINESS NAME | | | | | |
| 04 | in an ann an Albana a | ADDRESS | | TORONTO | ONTAR IO CORPORATION ON | N NO. MGA 1L9 | |
| 05 | | ATE OF BIRTH | FIRST GIVEN NAME | INITIAL SURNAME | | | |
| 06 | NAME | BUSINESS NAME | | | | | |
| 07 | | ADDRESS | | | ONTARIO CORPORATIO | | |
| 08 | SECURED PAR | TY / | ISAAC BENNET SALES A | GENCIES INC. | | | |
| 09 | LIEN CLAIMA | | | TORONTO | ON | M6A 1L9 | |
| 10 | CONS GOO | DS INVENTORY F | M QUIPMENT ACCOUNTS OTHER X X X X | | TY OR MATURITY DATE | | |
| 11 12 | MOTOR VEHICLE | EAR MARE | MODEL | | | | |
| 14 15 | GENERAL COLLATERAL DESCRIPTION | | | | | | |
| 16 | REGISTERING | | FASKEN MARTINEAU DUM | OULIN LLP (SDR) (LR) | | | |
| 17 | AGENT | | BAY ADELAIDE CENTRE, | BOX 20 TORONTO | ON | М5н 2тб | CERTIFIED BY/CERTIFIÉES PAR |
| | | | | FORMATION. CONTACT THE SECURED | | | Kashara Machill |
| | | | | FORMATION CONTACT THE DECORD | | N. | REGISTRAR OF |

CONTINUED... 16



PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM ENQUIRY RESPONSE CERTIFICATE

REPORT : PSSR060 PAGE : 16 (3416)

 TYPE OF SEARCH
 BUSINESS DEBTOR

 SEARCH CONDUCTED ON
 BOMBAY & CO. INC.

 FILE CORRENCY
 250CT 2018

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

| | | REGISTRATION | REGISTERE | D | | | |
|---|---|---|---|---|---|--|---|
| | | | | | | | |
| 001 | | 40624 1516 1590 | 4920 | | | | |
| FILE NUMBER | 693252117 | | provided in a company of the | | | | |
| 1.11.1.100.110.1.1.1.1.1.1.1.1.1.1.1.1. | | | RENEWAL | CORRECT | | | |
| PAGE AMENDED | NO SPECIFIC PAGE AMENDED | | | PERIOD | | | |
| ot, shiminin ka shansaran | teresteres contractions and the second s | A AMENDMEN | T and the second se | factalitation to constant | | | |
| | FIRST GIVEN NAME | | | | | | |
| 1 | | | | | | | |
| | BOMBAY & CO. INC. | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | | a Dimit | | | | | |
| | ADDRESS OF THE SECURED P | ARTY | | | | | |
| | | | | | | | |
| | OTOT ATITAL MART | TRADUCT AL. OTT | NTA 807 | | | | |
| MIE OF BIRTH | FERST GEVEN NAME | INITIAL DUR | IVERUD | | | | |
| BUDTITION - NAM | | | | | | | |
| | | | | ONTARIO CO | RPORATE | ON NO . | |
| | | | | | | | ż. |
| b) | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| | ISAAC BENNET SALES A | GENCIES INC. | | | | | _ |
| Schutzpretration and a second s | | | TORONTO | | ON | M6A | 1M |
| | | | | | | | |
| (a) A set of the se | | | | | | | |
| DDS. INVENTORY) | EQUIPMENT ACCOUNTS OTHER | INCLUDED | | | | | |
| | | | | | | | |
| YEAR MAKE | | | Y.e.due Ple | | | | |
| | | | the second strain to be set of the second | | | | |
| | | | | | | | |
| 0404043 | | | | | | | |
| | | | | | | | |
| | | | | | | | |
| N | | OW THE LED (CDD) | (10) | | | | |
| n G_AGENT_OR | FASKEN MARTINEAU DUM | | | | 01 | 111 | ე ლ |
| N GAGENT OR RTY/ ADDRES | S BAY ADELAIDE CENTRE, | | (LR) TORONTO | | ON | M5H | 2T |
| n G_AGENT_OR | S BAY ADELAIDE CENTRE, | | | | ON | м5н | 2T |
| | 3 NO. OP 001 FILE NUMBER PAGE AMENDED EUSINESS NAMI GE TO AMEND THE N DATE OF BIRTH BUSINESS NAMI ADDRES: CLASSIFICATION SUMER INVENTORY | 3 NO. OF PAGES SCHEDULE 0.01 1 201 FILE NUMBER 693252117 PAGE AMENDED NO SPECIFIC PAGE AMENDED PAGE AMENDED NO SPECIFIC PAGE AMENDED X FIRST GIVEN NAME EUSINESS NAME BOMBAY & CO. INC. GE TO AMEND THE ADDRESS OF THE SECURED P. DATE OF BIRTH FIRST GIVEN NAME BUSINESS NAME ADDRESS ADDRESS 111 ORFUS ROAD CLASSIFICATION M SUMER M ODS INVENTORY EQUIPMENT ACCOUNTS OTHER | J NO. OF PAGES SCHEDULE NUMBER 001 1 20140624 1516 1590 FILE NUMBER 693252117 PAGE AMENDED CHANGE REQUI PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUI X A AMENDMEN FIRST GIVEN NAME INITIAL SUR BUSINESS NAME BOMBAY & CO. INC. GE TO AMEND THE ADDRESS OF THE SECURED PARTY N DATE OF BIRTH FIRST GIVEN NAME INITIAL BUSINESS NAME ADDRESS ADDRESS 111 OFUS ROAD CLASSIFICATION MOTOR VEHICLE ODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED | AND OF PAGES SCREDULE NUMBER UNDER 001 1 20140624 1516 1590 4920 FILE NUMBER 693252117 RENEWAL RENEWAL PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED YEARS A AMENDMENT FIRST GIVEN NAME INITIAL SURNAME BUSINESS NAME BOMBAY & CO. INC. SURNAME SURNAME GE TO AMEND THE ADDRESS OF THE SECURED PARTY N DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME BUSINESS NAME ADDRESS 111 ORFUS ROAD TORONTO CLASSIFICATION MOTOR VEHICLE DATE SUMER MOTOR VEHICLE DATE ODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED | S NO. OF PAGES SCHEDULE DUMBER UNDER 001 1 20140624 1516 1590 4920 FILE NUMBER 693252117 RENEWAL CORRECT PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED YEARS PERIOD A AMENDMENT FIRST GIVEN NAME INITIAL SURNAME SURNAME BUSINESS NAME BOMBAY & CO. INC. SURNAME SURNAME ONTARIO CO. GE TO AMEND THE ADDRESS OF THE SECURED PARTY N ONTARIO CO. ADDRESS NAME INITIAL SURNAME BUSINESS NAME GONTARIO CO. ADDRESS ONTARIO CO. RTY/LIEN CLAIMANT/ASSIGNEE ISAAC BENNET SALES AGENCIES INC. ONTARIO CO. ADDRESS 111 ORFUS ROAD TORONTO CLASSIFICATION SUMER MOTOR VEHICLE DATE OF NO J ODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR | S NO. OF PAGES SCHEDULE NUMBER UNDER 001 1 20140624 1515 1590 4920 FILE NUMBER 693252117 RENEWAL CORRECT PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED YEARS PERIOD X A AMENDMENT FIRST GIVEN NAME INITIAL SURNAME SUSINESS NAME BOMBAY & CO. INC. SUSINESS OF THE SECURED PARTY N DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME BUSINESS NAME BOMBAY & CO. INC. ONTARLO-CORPORATI R ADDRESS OF THE SECURED PARTY ONTARIO-CORPORATI N ADDRESS INITIAL SURNAME BUSINESS NAME GONTARIO-CORPORATI ONTARIO-CORPORATI ADDRESS 111 ORFUS ROAD TORONTO ON CLASSIFICATION MOTOR VEHICLE DATE OF NO FIXED ODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE | S NO. OP PAGES SCHEDULE NUMBER UNDER 001 1 20140624 1516 1590 4920 FILE NUMBER 693252117 REMEWAL CORRECT PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED YEARS PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED YEARS PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED YEARS PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED YEARS PIRST GIVEN NAME INITIAL SURNAME BUSINESS NAME BOMBAY & CO. INC. GE TO AMEND THE ADDRESS OF THE SECURED PARTY N DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME BUSINESS <name< td=""> ONTARIO-CORPORATION NO. ADDRESS 111 ORFUS ROAD TORONTO ON CLASSIFICATION MOTOR VEHICLE DATE OF NO FIXED ODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR</name<> |

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

CERTIFIED BY/CERTIFIÉES PAR BOLMAN A PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SURETÉS MOBILIÈRES (crj2ft 11/2017)

CONTINUED...

17



| RUN ID : | NUMBER : 299 DATE : 2018/1 201810261522 | 10/26 217.70 | | MINIS PERSONAL PRO | STRY OF GOV OPERTY SECU ENQUIRY | | ERVICES | STEM | | PAGE | : PSSR060 : 17 (3417) | |
|--|---|-----------------------------------|---|---|---|------------------------------|--|-------------------------|-------------------|------|------------------------------|------------------|
| SEAR | CH. CONDUCTED | | CO. INC. B STATEMENT / (TOTAL MOTO PAGES S 1 693252117 NO SPECIFIC FIRST 0 | R VEHICLE CHEDULE 201 PAGE AMENDEI | REGISTRAT NOMBER 150130 1529 D CHANGE E TRA | TON 1590 8894 REQUIRED | REGISTERS UNDER RENEWAL YEARS | D CORRECT PERIOD | | | | |
| 24 25 26 27 28 02/ 05 03/ 06 04/0 | DEBTOR/ TRANSFEREE | 5 ATE OF BIRTH BUSINESS NAM | FIRST 0 2383025 S 98 ORFU | & CO. INC. SIVEN NAME O ONTARIO INC. IS ROAD | - INITIAL | | TORONTO | | CORPORATION ON | | | |
| 29 08 09 10 11 | COLLATERAL (CONSI GOOI .YI MOTOR | ear make | BB EQUIPMENT AC | l Counts other | INCLODEI |) AMC | | of No. Rity or Matul | | | | |
| 12 13 14 15 16 17 | VEHICLE GENERAL COLLATERAL DESCRIPTION REGISTERING SECURED PAR LIEN CLAIMAN | AGENT OR TYZ ADDRES NT | 3 <u>5 15</u> 00 - *** I | MANES LLP (F 151 YONGE STI YOR FURTHER IN | REET | CONTACT | TORONTO | | ON CONTINUED. | | REGISTRAR OF | OPERTY SECURITY/ |

PERSONAL PROPERTY SECURITY LE REGISTRATEUR DES SÜRETÉS MOBILIÈRES (cri2tt 11/2017)



| RUN ID : | NUMBER : 299 DATE : 2018/10/26 20181026152217.70 | MINISTRY OF PERSONAL PROPERTY EN(| INCE OF ONTARIO F GOVERNMENT SERVICES SECURITY REGISTRATION SY QUIRY RESPONSE CERTIFICATE | STEM | REPORT : F PAGE : (| PSSR060 18 3418) |
|--------------------------------|--|--|---|--|---------------------------|---------------------------------------|
| SEAR | OF SEARCH : BUSINESS DE CH CONDUCTED ON : BOMBAY & CO CURRENCY : 250CT 2018 FORM 2C FINANCING CHANGE STA | . INC. | | | | |
| 01 21 22 | FILING NO. OF P 001 1 RECORD FILE NUMBER 6 REFERENCED PAGE AMENDED N | AGES SCHEDULE M 20150130 93252117 O SPECIFIC PAGE AMENDED CH X A | STRATION REGISTERE MBER UNDER 1604 1590 8919 RENEWAL ANGE REQUIRED YEARS AMENDMENT | D CORRECT PERIOD | | |
| 23 24 | REFERENCE DEPTOR/ BUSINESS NAME TRANSFEROR | | TIAL: SURNAME | | | |
| 26 27 | OTHER CHANGE REASON/ AMENDED TO REF DESCRIPTION | LECT THE NAME CHANGE OF THE 1 | | | | |
| 02/ 05 03/ 06 04/0 | DATE OF BIRTH DEBTOR/ TRANSFEREE BUSINESS NAME 7 ADDRESS | BOMBAY & CO. INC. | TIAL SURNAME. | ONTARIO CORPORATIO | | |
| 29 08 09 | ASSIGNOR SECURED PARTY/LIEN CLAIMANT/ ADDRESS COLLATERAL CLASSIFICATION CONSUMER COODS INVENTORY EC | | luded amount matt | 3 OF NO FIXED RITY OR MATURITY DATE | | |
| 10 11 12 13 14 | YEAR MAKE MOTOR VEHICLE GENERAL COLLATERAL | MODEL | Y.I.N. | | | |
| 15 16 17 | DESCRIPTION REGISTERING AGENT OR SECURED PARTY/ ADDRESS LIEN CLAIMANT | TORKIN MANES LLP (F. SULL 1500 - 151 YONGE STREET | EY/S. JANKOWSKI) TORONTO | ON | M5C 2W7 | CERTIFIED BY/CERTIFIE |
| | | *** FOR FURTHER INFORMA | TION, CONTACT THE SECUREI | D PARTY - *** CONTINUED. | | REGISTRAR OF PERSONAL PROPERTY SEC |

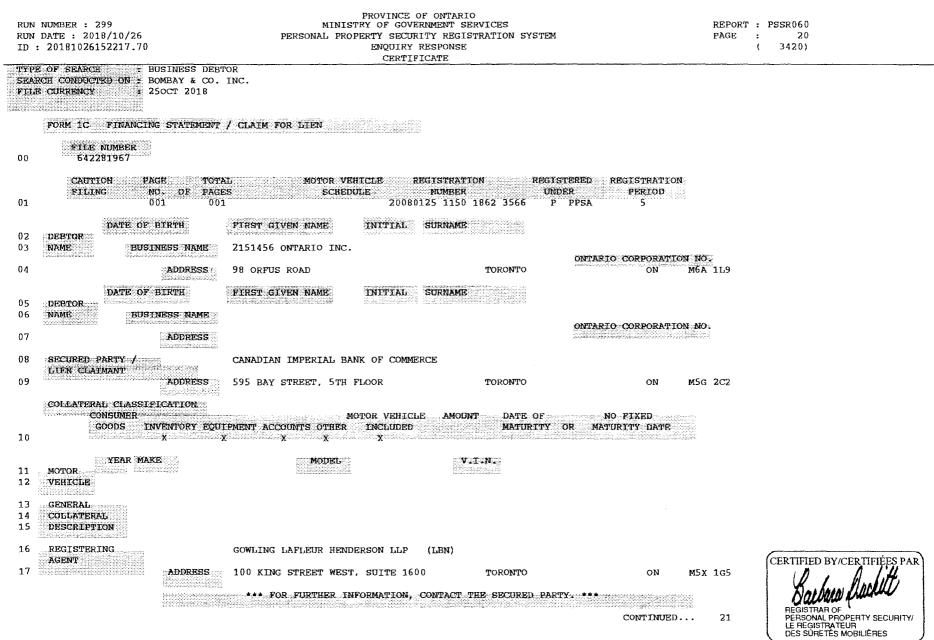
. .



ÉES PAR

| RUN ID : | NUMBER : 299 DATE : 2018/10/26 20181026152217.70 | MINISTRY OF PERSONAL PROPERTY ENQ C | INCE OF ONTARIO GOVERNMENT SERVICES SECURITY REGISTRATION SY UIRY RESPONSE ERTIFICATE | STEM | PAGE : | PSSR060 19 3419) |
|----------------------------|--|---|--|--------------------------------------|---------|--|
| SEAR PILE | OF SEARCH # BUSINESS DEBT TH CONDUCTED ON # BOMBAY & CO. CURRENCY # 250CT 2018 | INC. | NEW ROLD WATE COMPANY AND | | | |
| 01 21 22 | FILING NO. OF PAG DD1 001 RECORD FILE NUMBER 693 REFERENCED PAGE AMENDED NO | AL MOTOR VEHICLE REGIS ES SCHEDULE NU 20181019 252117 SPECIFIC PAGE AMENDED CHA X A FIRST GIVEN NAME INIT | TRATION REGISTERE MBER UNDER 1120 1862 4657 RENEWAL NGE REQUIRED YEARS AMENDMENT IAL SURNAME | | | |
| | REFERENCE DEDTOR/ BUSINESS NAME TRANSFEROR | BOMBAY & CO. INC. | | | | |
| 26 27 28 | OTHER CHANGE REASON/ TO REFLECT A CHA DESCRIPTION | | | | | |
| 03/ 06 | DATE OF BIRTH DEBTOR/ TRANSFEREE BUSINESS NAME | FIRST GIVEN NAME INIT 11041037 CANADA INC. | e ookt Bootour and bring fillen is been be | ONTARIO CORPORATIO | | |
| 04/0 29 | 7 ADDRESS | 800 RENE-LEVESQUE BLVD. WE | ST, SUITE 2220 MONTREAL | PQ | H3B 1X9 | |
| 08 | SPUIRED PARTY/LIEN CLAIMANT/AS | SIGNEE | | | | |
| 09 | GOODS INVENTORY EQUI | MOTOR V PMENT ACCOUNTS OTHER INCL | loded amount matu | OF NO FIXED RITY OR MATURITY DATE | | |
| 10 11 | YEAR MAKE | MODEL | V.1.N. | | | |
| 11 12 13 14 15 | VEHICLE GENERAL COLLATERAL DESCRIPTION | | | | | |
| 16 17 | BEGISTERING AGENT OR SECURED PARTY/ ADDRESS LIEN CLAIMANT | BORDEN LADNER GERVAIS LLP 22 ADELAIDE STREET WEST | TORONTO | ON | M5H 4E3 | CERTIFIED BY/CERTIFIÉES PAR |
| | | *** FOR FURTHER INFORMAT | LION, CONTACT THE SECURE | OPARTY. *** | 20 | REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SURETÉS MOBILIÈRES |





⁽crj1ft 11/2017)

| RUN ID : | NUMBER : 299 DATE : 2018/10/26 20181026152217.70 | MINISTRY PERSONAL PROPER | OVINCE OF ONTARIO OF GOVERNMENT SERVICE TY SECURITY REGISTRATI ENQUIRY RESPONSE CERTIFICATE | | | : PSSR060 : 21 (3421) |
|-----------------------------|--|--|---|---|-----------|------------------------------|
| SEAF | CE CONDUCTED ON : BOMBAY & CO. CER CONDUCTED ON : BOMBAY & CO. CURRENCY : 250CT 2018 | | | | | |
| | FORM 2C FINANCING CHANGE STATE | MENT / CHANGE STATEMENT | | | | |
| | CAUTION PAGE TOT FILING NO. OF PAG | AL MOTOR VEHICLE RE ES SCHEDULE | | STERED DEK | | |
| 01 | 001 | | 13 1523 1862 4848 | stilliger, dightsing patients | | |
| 21 | REFERENCED | 281967 SPECIFIC PAGE AMENDED | RENEW CHANGE REQUIRED YEAR | tali kate della fatta della | | |
| 22 | | Gaardadiintaala x taikiiliishinnaan densi; 🦉 k | A AMENDMENT | | | |
| 23 | REFERENCE | FIRST GIVEN NAME | NITIAL SURNAME | | | |
| 24 | DEBTOR/ BUSINESS NAME TRANSPEROR | 2151456 ONTARIO INC. | | | | |
| 25 26 27 28 02/ | DESCRIPTION 1150 1862 3566 F PURSUANT TO ARTI | TOR'S NAME ON LINE 3 OF ROM 2151456 ONTARIO INC. CLES OF AMENDMENT DATED FIRST GIVEN NAME | TO BOMBAY & CO. INC. FEBRUARY 13, 2008. | | | |
| 05 | DATE OF BIRTH | | NITIAL SURNAME | | | |
| 03/ 06 | TRANSFEREE BUSINESS NAME | BOMBAY & CO. INC. | | ONTARIO CORPORA | ATTON NO. | |
| 04/0 | 07 ADDRESS | 98 ORFUS ROAD | TOR | ONTO | M6A 1L9 | |
| 29 | ASSIGNOR SECURED FARTY/LIEN CLAIMANT/AS | SIGNEE | | | | |
| 08 09 | ADDRESS | | | | | |
| 10 | COLLATERAL CLASSIFICATION CONSUMER GOODS INVENTORY EQUI | Moto Pment accounts other 1 | NCLUDED AMOUNT | DATE OF NO FIXED MATURITY OR MATURITY D | ate | |
| 10 | YEAR MAKE | MODEL | V.I.N. | 19-12/298 | | |
| 11 | MOTOR | | | 12500M | | |
| 12 13 | VEHICLE GENERAL | | | | | |
| 14 | COLLATERAL | | | | | |
| 15 | DESCRIPTION | | | | | |
| 16 17 | REGISTERING AGENT OR SECURED PARTY/ ADDRESS | GOWLING LAFLEUR HENDERS | | | NTN 405 | CEDITIERD DV CEDITIVO |
| 17 | SECURED PARTYZ ADDRESS LIEN CLAIMANT | 100 KING STREET WEST, S | OTTE 1600 TOK | ronto on | M5X 1G5 | CERTIFIED BY/CERTIFIÉE |

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

CERTIFIED BY/CERTIFIÉES PAR Ballata Lucut REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÜRETES MOBILIÈRES

CONTINUED...

22

(crj2ft 11/2017)



| RUN | DATE : 2018/10/26 | PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM PAGE | : | 22 | |
|------|----------------------------|---|---|-------|--|
| ID : | 20181026152217.70 | ENQUIRY RESPONSE | (| 3422) | |
| | | CERTIFICATE | | | |
| TYPE | OF SEARCE : BUSINESS | DEBTOR | | | |
| SRAR | CE CONDUCTED ON : BOMBAY & | CO. INC. | | | |
| | CURRENCY : 250CT 20 | | | | |
| | | | | | |
| | | | | | |
| | FORM 2C ETMANCING CHANGE | STATEMENT / CHANGE STATEMENT | | | |
| | | JARI LALLAN CALINAR STATUTINT | | | |
| | CAUTION | TOTAL MOTOR VEHICLE REGISTRATION REGISTERED | | | |
| | | | | | |
| 01 | 01 | • PAGES SCHEDULE NUMBER UNDER 001 20121120 1452 1530 2479 | | | |
| | | | | | |
| 21 | RECORD FILE NUMBER | 642281967 | | | |
| | REFERENCED | RENEWAL CORRECT | | | |
| | PAGE AMENDED | | | | |
| 22 | | X B RENEWAL 5 | | | |
| | | FIRST GIVEN NAME INITIAL SURNAME | | | |
| 23 | REFERENCE | link, Fink Stadious, Inkini en 1977 – Source States (1977) States Stat | | | |
| 24 | DEBTOR/ BUSINESS NI | | | | |
| | TRANSFEROR | suadout | | | |
| | | | | | |
| 25 | OTHER CHANGE | | | | |
| 26 | REASON/ | | | | |
| 27 | DESCRIPTION | | | | |
| 28 | | | | | |
| 02/ | DATE OF BIRTH | PIRST GIVEN NAME INITIAL SURNAME | | | |
| 05 | DEBTOR/ | FIRST GIVEN NAME INITIAL SURNAME. | | | |
| 03/ | | | | | |
| • | TRANSFEREE BUSINESS NA | | | | |
| 06 | * 7 | ONTARIO CORPORATION NO . | | | |
| 04/0 | 7 ADDRE | | | | |
| | | | | | |
| 29 | ASSIGNOR | | | | |
| | SECURED PARTY/LIEN CLAIMA | NT/ASSIGNEE | | | |
| 08 | | | | | |
| 09 | ADDRE | | | | |
| | COLLATERAL CLASSIFICATION | | | | |
| | CONSUMER | MOTOR VEHICLE DATE OF NO FIXED | | | |
| | GOODS INVENTORY | EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE | | | |
| 10 | | | | | |
| | YEAR MAKE | MODEL | | | |
| 11 | MOTOR | | | | |
| 12 | VEHICLE | | | | |
| 13 | GENERAL | | | | |
| 14 | COLLATERAL | | | | |
| 15 | DESCRIPTION | | | | |
| 1.5 | | | | | |

 16
 REGISTERING AGENT OR
 D+H LIMITED PARTNERSHIP

 17
 SECURED PARTY/
 ADDRESS

 LIEN CLAIMANT
 SUITE 200, 4126 NORLAND AVENUE
 BURNABY

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

CERTIFIED BY/CERTIFIÉES PAR BOLDALD LULLU REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SURETES MOBILIÈRES

V5G 388

23

BC

CONTINUED ...



RUN NUMBER : 299 RUN DATE : 2018/10/26 ID : 20181026152217 7

PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM ENQUIRY RESPONSE CEPTIFICATE

REPORT : PSSR060 PAGE : 22 (3422) RUN NUMBER : 299 RUN DATE : 2018/10/26 ID : 20181026152217.70

PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM ENQUIRY RESPONSE CERVIFICATE

REPORT : PSSR060 PAGE : 23 (3423)

TYPE OF SEARCH : BUSINESS DEBTOR SEARCH CONDUCTED ON + BOMBAY & CO. INC. FILE CURRENCY : 250CT 2018

FORM ZC FINANCING CHANGE STATEMENT / CHANGE STATEMENT



CONTINUED... 24



PERSONAL PROPERTY SECURITY/

CERTIFIED BY/CERTIFIEES PAR

REGISTRAR OF

LE REGISTRATEUR

RUN NUMBER : 299 RUN DATE : 2018/10/26 ID : 20181026152217.70

PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM ENQUIRY RESPONSE CERTIFICATE

REPORT : PSSR060 PAGE : 24 (3424)

TYPE OF SEARCE : BUSINESS DEBTOR SEARCH CONDUCTED ON : BOMBAY & CO. INC. FILE CURRENCY = 250CT 2018 FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT PAGE TOTAL MOTOR VEHICLE REGISTRATION CAUPTON REGISTERED NO, OF PAGES SCHEDULE NUMBER FILING UNDER 01 001 001 20150129 1600 1862 0267 21 FILE NUMBER. RECORD 642281967 REFERENCED CORRECT RENEWAL. YEARS PERIOD PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED . This way was 22 A AMENDMENT FIRST GIVEN NAME INITIAL SURNAME 23 REFERENCE DEBTOR/ 24 BUSINESS NAME 2383029 ONTARIO INC. TRANSFEROR 25 OTHER CHANGE REASON/ 26 THE DEBTOR ON LINE 03 OF PAGE 001 OF REGISTRATION NUMBER 20150121 27 DESCRIPTION 1449 1862 9642 HAS CHANGED ITS NAME TO BOMBAY & CO. INC. FURSUANT TO 28 ARTICLES OF AMENDMENT DATED JANUARY 22, 2015. 02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME 05 DEBTOR/ 03/ TRANSFEREE BUSINESS NAME BOMBAY & CO. INC. 06 ONTARIO CORPORATION NO. ON M6A 1L9 04/07 ADDRESS 98 ORFUS ROAD TORONTO 29 ASSIGNOR SECURED PARTY/LIEN CLAIMANT/ASSIGNEE 08 09 ADDRESS COLLATERAL CLASSIFICATION CONSUMER MOTOR VEHICLE DATE OF NO FIXED GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE 10 YEAR MAKE V.I.N. MODEL 11 MOTOR 12 VEHICLE 13 GENERAL. 14 COLLATERAL . 15 DESCRIPTION 16 REGISTERING AGENT OR GOWLING LAFLEUR HENDERSON LLP (CLM) 17 SECURED PARTY/ ADDRESS 100 KING STREET WEST, SUITE 1600 CERTIFIED BY/CERTIFIÉES PAR TORONTO ON M5X 1G5 LIEN CLAIMANT *** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. *** REGISTRAR OF PERSONAL PROPERTY SECURITY/ CONTINUED... 25 LE REGISTRATEUR DES SÜRETÉS MOBILIÈRES

(crj2ft 11/2017)



1

PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM ENQUIRY RESPONSE CERTIFICATE

REPORT : PSSR060 PAGE : 25 (3425)

TYPE OF SEARCH : BUSINESS DEBTOR SEARCE CONDUCTED ON # BOMBAY & CO. INC. FILE CURRENCY : 250CT 2018 FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED NO. OF PAGES SCHEDULE NUMBER UNDER CAUTION FILING 20171030 1432 1530 9273 01 01 001 642281967 FILE NUMBER 21 RECORD REFERENCED RENEWAL. CORRECT YEARS PERIOD PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED Ϋ́ χ B RENEWAL 5 22 FIRST GIVEN NAME INITIAL SURNAME ing giaine. Singe Healthin m.caffi 23 REFERENCE DEBTOR/ BUSINESS NAME BOMBAY & CO. INC. 24 TRANSFEROR 25 OTHER CHANGE REASON/ 26 27 DESCRIPTION 28 INITIAL SURNAME 02/ DATE OF BIRTH FIRST GIVEN NAME 05 DEBTOR/ 03/ TRANSFEREE BUSINESS NAME 06 ONTARIO CORPORATION NO. ADDRESS 04/07 29 ASSIGNOR SECURED FARTY/LIEN CLAIMANT/ASSIGNEE n a star a s 08 09 ADDRESS COLLATERAL CLASSIFICATION CONSUMER MOTOR VEHICLE DATE OF NO FIXED GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE 10 YEAR MAKE MODEL V.I.N. MOTOR 11 VEHICLE 12 GENERAL 13 14 COLLATERAL 15 DESCRIPTION 16 REGISTERING AGENT OR D+H LIMITED PARTNERSHIP 17 SECURED PARTY/ ADDRESS SUITE 200, 4126 NORLAND AVENUE CERTIFIED BY/CERTIFIÉES PAR BURNABY pC V5G 3S8 LIEN CLAIMANT *** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. *** CONTINUED 26





| RUN ID : | NUMBER : 299 DATE : 2018/10/26 20181026152217.70 | MINISTRY OF GOV PERSONAL PROPERTY SECU ENQUIR CERTI | OF ONTARIO /ERNMENT SERVICES /RITY REGISTRATION SY / RESPONSE IFICATE | STEM | REPORT : PAGE : (| : PSSR060 : 26 (3426) |
|----------------------|--|--|---|--------------------------------------|-------------------------|--|
| SEAR | OF SEARCE : BUSINESS DEBT CH CONDUCTED ON : BOMBAY & CO. CURRENCY : 250CT 2018 | | | | | |
| | FORM 2C FINANCING CHANGE STATE | ment / Change statement | | | | |
| 01 | CAUTION PAGE TOT PILING NG. OF PAG 001 001 | | UNDER. | | | |
| 21 | RECORD FILE NUMBER 642 | 2281967 | | Henered Balleton | | |
| 22 | | AMI | REQUIRED YEARS | CORRECT FERIOD | | |
| 23 24 | REFERENCE DEBTOR/ BUSINESS NAME TRANSFEROR | FIRST GIVEN NAME INITIAL BOMBAY & CO. INC. | SURNAME | | | |
| 25 26 27 28 | OTHER CHANGE REASON/ THE NAME OF THE DESCRIPTION 1862 3566 HAS BE | DEBTOR ON LINE 03 OF REGISTRAT: SEN AMENDED. | | | | |
| 02/ 05 | DATE OF BIRTH DEBTOR/ | FIRST GIVEN NAME INITIAL | SURNAME | | | |
| 03/ 06 | TRANSFEREE BUSINESS NAME | 11041037 CANADA INC. | | ONTARIO CORPORATION NO | Ň | |
| 04/0 | | 98 ORFUS ROAD | TORONTO | ON M67 | 1L9 | |
| 29 | 1 COTONOD | | | | | |
| 08 | ASSIGNOR SECURED PARTY/LIEN CLAIMANT/AS | ISTGNEE | | | | |
| 09 | ADDRESS COLLATERAL CLASSIFICATION | | | | | |
| | CONSUMER | MOTOR VEHIC | | OF NO FIXED RITY OR MATURITY DATE | | |
| 10 | tatti kara da kara kara ara ara kara kara kar | | | | | |
| 11 | YEAR MAKE | MODEL | V.I. N. | | | |
| 12 13 | VEHTCLE GENERAL | | | | | |
| 14 15 | COLLATERAL DESCRIPTION | | | | | |
| 16 | REGISTERING AGENT OR | GOWLING WLG (CANADA) LLP (T. | GERTNER) | | | |
| 17 | SECURED PARTY ADDRESS | SUITE 1600, 100 KING STREET W | EST TORONTO | ON M52 | 1G5 | CERTIFIED BY/CERTIFIÉES PAR |
| | | *** FOR FURTHER INFORMATION | , CONTACT THE SECURED | PARTY. *** CONTINUED | 27 | REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÜRETÉS MOBILIÈRES |



RUN NUMBER : 299 RUN DATE : 2018/10/26 ID : 20181026152217.70

•-

TYPE OF SEARCH: BUSINESS DEBTORSEARCH CONDUCTED ON: BOMBAY & CO. INC.FILE CURRENCY: 250CT 2018

INFORMATION RELATING TO THE REGISTRATIONS LISTED BELOW IS ATTACHED HERETO.

| FILE NUMBER | REGISTRATION NUMBER | REGISTRATION NUMBER | REGISTRATION NUMBER | REGISTRATION NUMBER |
|-------------|-------------------------|-------------------------|-------------------------|-------------------------|
| | | | | |
| | | | | |
| 738417114 | 20180419 1043 1793 9475 | | | |
| 717057936 | 20160527 1543 1532 9797 | | | |
| 702786069 | 20150106 1439 1590 7236 | 20150130 1526 1590 8890 | 20181019 1120 1862 4658 | |
| 702794898 | 20150106 1617 1590 7255 | 20150130 1528 1590 8893 | 20181024 1502 1590 1487 | |
| 700738803 | 20141016 1450 1862 3052 | 20141230 1452 1862 8361 | 20150129 1601 1862 0268 | 20181023 1514 1862 4906 |
| 693252117 | 20140120 1404 1590 5064 | 20140624 1516 1590 4920 | 20150130 1528 1590 8894 | 20150130 1604 1590 8919 |
| | 20181019 1120 1862 4657 | | | |
| 642281967 | 20080125 1150 1862 3566 | 20080213 1523 1862 4848 | 20121120 1452 1530 2479 | 20150121 1449 1862 9642 |
| | 20150129 1600 1862 0267 | 20171030 1432 1530 9273 | 20181023 1514 1862 4905 | |
| | | | | |

CERTIFIED BY/CERTIFIÉES PAR REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÜRETÉS MOBILIÈRES (crfj4 11/2017)



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

| | PROVINCE OF ONTARIO | |
|------------------------|--|------------------|
| RUN NUMBER : 299 | MINISTRY OF GOVERNMENT SERVICES | REPORT : PSSR060 |
| RUN DATE : 2018/10/26 | PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM | PAGE : 1 |
| ID : 20181026152242.54 | ENQUIRY RESPONSE | (3428) |
| | CERTIFICATE | |

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

TYPE OF SEARCH : BUSINESS DEBTOR

SEARCH CONDUCTED ON : BOWRING & CO. INC.

FILE CURRENCY : 250CT 2018

ENQUIRY NUMBER 20181026152242.54 CONTAINS 47 PAGE(S), 11 FAMILY(IES).

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

CERTIFIED BY/CERTIFIEES PAR MA REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SURETÉS MOBILIÈRES (crfj4 11/2017)

CONTINUED... 2



ONCORP - TORKIN MANES LLP - JON ROBSON

1500-151 YONGE STREET TORONTO ON M5C 2W7 RUN NUMBER : 299 RUN DATE : 2018/10/26 ID : 20181026152242.54

PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM ENQUIRY RESPONSE CRETIFICATE

REPORT : PSSR060 PAGE : 2 (3429)

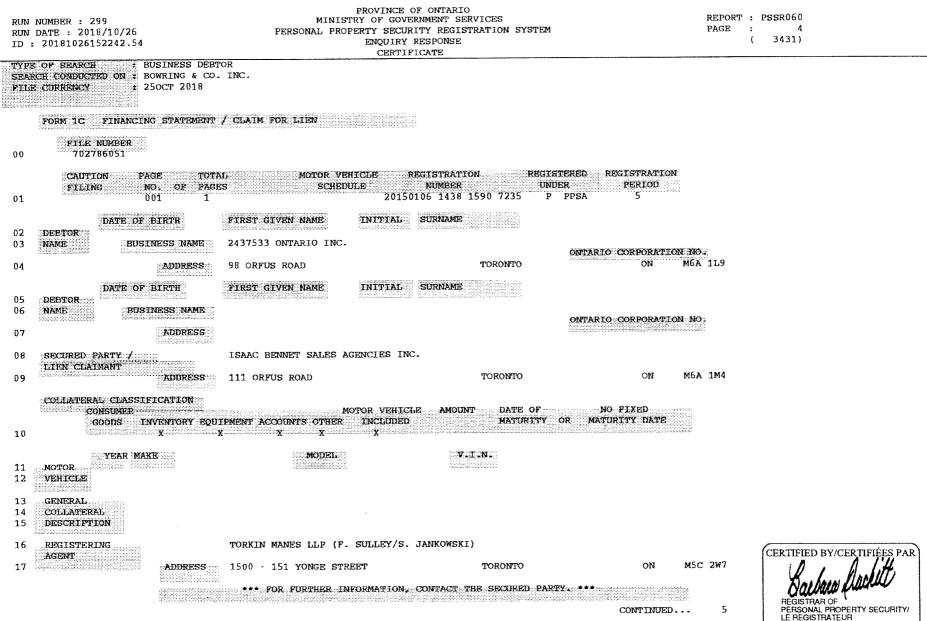
| ID : | 2018102615 | 2242.54 | | | ENQUIRY I CERTIF | | | | (3429) |
|----------------|-----------------------------------|---|-------------------|--------------------------------|--------------------------------|---|--|---------------------------------|---|
| sear Filf | CH CONDUCTI | : BUSINE 20 ON : BOWRIN : 250CT | ig & Co. | | | | | | |
| | FORM 1C | FINANCING STA | TEMENT | / CLAIM FOR LIEN | | | | | |
| 00 | FILE 1 7332 | | | | | | | | |
| 01 | | N PAGE 3 NO. O 001 | Tota Pace 1 | l Motor Ve S Sched | HICLE RI ULE 20171 | EGISTRATION REG NUMBER U 024 1554 1793 2736 | ISTERED REGISTRA NDER PERIC P PPSA 1 | VTION DD | |
| 02 | | DATE OF BIRTH | | FIRST GIVEN NAME | INITIAL | SURNAME | | | |
| 03 | NAME | HUSINESS | | BOWRING & CO INC | | | ONTARIO CORPOR | ATION NO. | |
| 04 | | | RESS | 100 DUFFLAW RD | | TORONTO | ON | North Markey - print Reset (13) | |
| 05 | DEBTOR | DATE OF BIRTS | | FIRST GIVEN NAME | INITIAL | SURNAME | | | |
| 06 | NAME | BUSINESS | NAME | | | | ONTARIO CORPOR | ATION NO. | |
| 07 | | | RESS | | | | USEEnastiaduusedaduu | dylinist Holil | |
| 08 | SECURED P | | | HOLAND LEASING 1995 | LTD | | | | |
| 09 | AN CN CARAC | ada | DRESS | 6700 RUE SAINT JACQU | ES | MONTREAL | QC | C H4B1V8 | |
| 10 | Contracting Co | L CLASSIFICATI NSUMER GODS INVENTO X | | M PMENT ACCOUNTS OTHER X | OTOR VEHICL INCLUDED X 1 | E AMOUNT DATE OF MATURITY 0000 | NO FIXED OR MATURITY DA X | NTE | |
| 11 12 | | YEAR MARE 2013 NISSAN | | MODEL | | V.I.N. JN8AZ1MW5DW3085 | 62 | | |
| 13 14 15 | GENERAL COLLATERA DESCRIPTI | l Dn | | | | | | | |
| 16 | REGISTERI | NG | | HOLAND LEASING 1995 | LTD | | | | CERTIFIED BY/CERTIFIES PAR |
| 17 | мошт | ADI | DRESS | 6700 RUE SAINT JACQU | ÆS | MONTREAL | Q | C H4B1V8 | CERTIFIED BITCERTIFIEDSTAR |
| | | | | | | CONTACT THE SECURED PA | | NUED 3 | REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES CONTECT MODIL & DES |





| RUN | NUMBER : 299 DATE : 2018/10/26 20181026152242.54 | | MINIST | PROVINCE OF ONTA RY OF GOVERNMENT ERTY SECURITY REC ENQUIRY RESPONS CERTIFICATE | SERVICES SISTRATION SYSTEM | | PAGE | : PSSR060 : 3 (3430) |
|--------------|---|-------------------------------|--|---|--|--|------------------|--|
| SEAR FILB | OF BEARCH : BU CH CONDUCTED ON : BC CURRENCY : 25 | WRING & CO. | | | | | | |
| | FORM 1C FINANCING | STATEMENT | CLAIM FOR LIEN | | | | | |
| 00 | FILE NUMBER 720807552 | | | | | | | |
| 01 | |). OF PAGE | G MOTOR VEH S SCHEDU | LE NUMBI | s, to be an in the additional that is the product of the reference shows | | 1 | |
| | DATE OF F | STRTH | PTRST GIVEN NAME | INITIAL SURNAM | æ | | | |
| 02 03 | DEBTOR NAME BUSIN | iess name | BOWRING & CO INC | TREE-HERITERS AND AN AND AN AND AN | l., | | | |
| | | Anna a Shidar an tild | | | | ONTARIO CORPORATIO | | |
| 04 | | ADDRESS | 98 ORFUS ROAD | | TORONTO | ON | M6A1L9 | |
| 05 | DATE OF I | | FIRST GIVEN NAME | INITIAL SURNAM | | | | |
| 06 | NAME BUSIN | iess name | | | | | | |
| 07 | | ADDRESS | | | | ONFARIO CORPORATIO | | |
| 08 | SECURED PARTY / | <u>tildituutist</u> s | HOLAND LEASING (1995) | LTD | | | | |
| 09 | LIEN CLAIMANT | ADDRESS | 8525 DECARIE BLVD | | MONT-ROYAL | QC | H4P2J2 | |
| | COLLATERAL CLASSIFI CONSUMER | LCATION | Mol | | | No HIVED | | |
| | GOODS TNI | FINTORY FOUT | PMENT ACCOUNTS OTHER | TNCLIDED | JUNT DATE OF MATURITY OF | MATTIRTTY DATE | | |
| 10 | ante X aanna dha ahaanaa. | 197 - Sandar Salaharan (1994) | | x 19500 | | and an | ulittu | |
| 12 | YEAR MAKI MOTOR 2013 JEEN VEHICLE | | MODEL WRANGLER | | V.1.N. 104HJWEG5DL615141 | | | |
| 13 | GENERAL | | | | | | | |
| 14 15 | COLLATERAL DESCRIPTION | | | | | | | |
| 16 | REGISTERING | | HOLAND LEASING (1995) | LTD | | | | |
| 17 | AGENT | ADDRESS | 8525 DECARIE BLVD | | MONT-ROYAL | QC | H4P2J2 | CERTIFIED BY/CERTIFIÉES PAR |
| | | | ************************************** | ORMATION. CONTACT | I THE SECURED PARTY. | | in inclusion for | Sachnen Lacht |
| | | | *** FOR FURTHER INF | | | | | REGISTRAR OF |
| | | | | | | CONTINUED | ••• 4 | PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÚRETÉS MOBILIÈRES |





CERTIFIC MOBILIÈRES (crifit 11/2017)

Ontaric

RUN NUMBER : 299 RUN DATE : 2018/10/26 ID : 20181026152242.54

PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM ENQUIRY RESPONSE CERTIFICATE

REPORT : PSSR060 PAGE : 5 (3432)

| | | | CERTI | FICATE | | | | | |
|---|------------------------------|--|-----------|---------|--|-------------------------------|------------------------------|---------|--|
| TYPE OF SEARCH : E SEARCH CONDUCTED ON : E FILE CURRENCY : 2 | BOWRING & CO. | | | | | | | ***** | _ |
| FORM 2C. FINANCING | CHANGE STATE | MENT / CHANGE STATEME | m | | | | | | |
| FILING | X0 02 0X0 | AL MOTOR VEHICLE ES SCHEDULE 201 | | ŪR | Strered Ider | | | | |
| REFERENCED | 11244114242424231242311 | 786051 | | Renew | aabaad badaaliin | RECT | | | |
| PAGE 2 | WARDER AND ALLER | SPECIFIC PAGE AMENDED X | a amet | NDMENT | | RIOD | | | |
| | | FIRST GIVEN NAME 2437533 ONTARIO INC. | INITAL | SURNAME | | | | | |
| 25 OTHER CHANGE | NDED TO REFLE | CT THE NAME CHANGE OF | THE DEBTO | R. | | | | | |
| 02/ DATE OF 05 DEBTOR/ | BIRTH | FIRST GIVEN NAME | INITIAL | SURNAME | Ango falaka (a ango falaka (a ango falaka (a | | | | |
| 03/ TRANSFEREE BUS | | BOWRING & CO. INC. | | | | ONTARIO COR | PORATION | NO.* | |
| 04/07 | ADDRESS | 98 ORFUS ROAD | | TOF | IONTO | | ON 1 | MGA 1L9 | |
| 29 ASSIGNOR SECTRED PARTY/LIEA | I CLAIMANT/AS | SIGNEE | | | | | | | |
| | WENTORY EQUI | M PMENT ACCOUNTS OTHER | INCLUDED | AMOUNT | | NO FI OR MATURIT | | | |
| YEAR MA | AKE | MODEL | | V.I.N. | | na goddoollanooddaca, andoolw | ka Gibar Manazi da na Gibbar | | |
| 11 MOTOR 12 VEHICLE 13 GENERAL 14 COLLATERAL 15 DESCRIPTION | | | 17 12 | | | | | | |
| 16 REGISTERING AGENT 17 SECURED PARTYZ LIEN CLAIMANT | OR ADDRESS | TORKIN MANES LLP (F. 1500 - 151 YONGE STR | | | RONTO | | on n | M5C 2W7 | CERTIFIED BY/CERTIFIÉES PAR |
| | - HERRICE (1997) - | *** FOR FURTHER IN | | | | | TINUED | | REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÜRETÉS MOBILIÈRES |



| RUN | NUMBER : 299 DATE : 2018/10/26 20181026152242.54 | MINISTRY OF GO PERSONAL PROPERTY SEC ENQUIR | 3 OF ONTARIO VERNMENT SERVICES URITY REGISTRATION SY Y RESPONSE IFICATE | STEM | | PSSR060 . 6 . 3433) |
|------------|---|---|---|--|---------|---|
| SEAR | OF SEARCE : BUSINESS DEBI IN CONDUCTED ON : BOWRING & CO. CURRENCY : 250CT 2018 | | | | | |
| | FORM 2C FINANCING CHANGE STATE | MENT / CHANGE-STATEMENT | | | | |
| 01 | FILING NO. OF PAC 001 003 | I 20181019 112 | r onder | 11 | | |
| 21 22 | REFERENCED PAGE AMENDED NO | | RENEWAL REQUIRED YEARS | CORRECT PERIOD | | |
| | | FIRST GIVEN NAME INITIAL | SURNAME | | | |
| | REFERENCE DEBTOR/ TRANSFEROR | BOWRING & CO. INC. | | | | |
| 26 27 | OTHER CHANGE REASON/ TO REFLECT A CH/ DESCRIPTION | ANGE IN THE DEBTOR'S NAME AND A | DURESS | | | |
| 02/ 05 | DATE OF BIRTH | FIRST GIVEN NAME INITIAL | | | | |
| 03/ | TRANSFERRE BUSINESS NAME | 11041045 CANADA INC. | | | | |
| 06 04/0 | | 800 RENE LEVESQUE BLVD. WEST, | SUITE 2220 MONTREAL | _ONTARIO_CORPORATION | 13B 1X9 | |
| 29 | ASSIGNOR SECURED PARTY/LIEN CLAIMANT/AS | SSTGNEF | | | | |
| 08 09 | | | | | | |
| 03 | | MOTOR VEHI IPMENT ACCOUNTS OTHER INCLUDE | | 2 OF NO FIXED RITY OR MATURITY DATE | 1 | |
| 10 | | al persenti da della di di da della del Nota | | | | |
| 11 | YEAR MAKE | MODEL. | V.I.N - | | | |
| 12 13 | VERICLE | | | | | |
| 14 | COLLATERAL | | | | | |
| | DESCRIPTION | | | | | |
| 17 | DISCISTINIA AGENT OR SECURED PARTY/ <u>A</u> DDRESS LIEN CLAIMANT | BORDEN LADNER GERVAIS LLP (0. 22 ADELAIDE STREET WEST | TARDIF) TORONTO | ON N | 458 4E3 | CERTIFIED BY/CERTIFIÉES PAR |
| | | *** FOR FURTHER INFORMATION | I, CONTACT THE SECUREL | D PARTY. *** CONTINUED | . 7 | REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SURE TES MOBILIÈRES |



| R | UN D | UMBER : 299 DATE : 2018/1 201810261522 | | | | PROVINCE OF ONTARIO TRY OF GOVERNMENT SEF PERTY SECURITY REGIST ENQUIRY RESPONSE CERTIFICATE | RVICES | | PAGE | : PSSR060 : 7 (3434) |
|--------|----------|--|--------------------|----------------------|-----------------------------|--|------------------------------------|---|-------------|--|
| S | EARC | OF SEARCE II CONDUCTED CURRENCY | | RING & CO. | | | | | | |
| | | FORM 1C FI | INANCING S | STATEMENT . | / CLAIM FOR LIEN | | | | | |
| 0 | 0 | FILE NU 7027948 | | | | | | | | |
| 0 | 1 | CAUTION FILING | PAGE NO. 001 | TOTA OF PAGE 1 | | | UNDE | PERED REGISTRATION R PERIOD PPSA 5 | | |
| | | 12.442 | Ate of Bit | 2719 | FIRST GIVEN NAME | INITIAL SURNAME | | | | |
| 0: | | DEBTOR NAME | | ss name | 2437533 ONTARIO INC. | | | | | |
| 0 | 4 | | :] | ADDRESS | 98 ORFUS ROAD | | TORONTO | ONTARIO CORPORATION N ON M6 | ю. А 1L9 | |
| | | D | ATE OF BII | RTH | FIRST GIVEN NAME | INITIAL SURNAME | | | | |
| 0 0 | - : | DEBTOR | BISTNES | ss name | | Net dissi shiked - Prilippi Salatiked | | | | |
| 0 | ļ | | | ADDRESS | | | | ONTARIO CORPORATION N | | |
| | | | <u> </u> | | | | | | | |
| 0 | - | SECURED PAR | NT . | | F.B.I. INC. | | | | | |
| 0 | 9 | johijanististationa sam | | ADDRESS | 98 ORFUS ROAD | | TORONTO | ON ME | A 119 | |
| 1 | | COLLATERAL CONS GOO | umer Ds inver | NTORY EQUI | PMENT ACCOUNTS OTHER X X | INCLUDED | MATURITY (| NO FIXED DR MATURITY DATE | | |
| 1 | .1 | | ear make | | MODEL | | | | | |
| | 2 | VEHICLE | | | | | | | | |
| | 3 | GENERAL | | | | | | | | |
| | .4 15 | DESCRIPTION | | | | | | | | |
| 1 | .6 | REGISTERING | | | TORKIN MANES LLP (F | SULLEY/S. JANKOWSKI |) | | | |
| 1 | 7 | AGENT | | ADDRESS | 1500 - 151 YONGE ST | EET | TORONTO | on MS | 5C 2W7 | CERTIFIED BY/CERTIFIÉES PAR |
| | | | | | *** FOR FURTHER D | FORMATION, CONTACT T | HE SECURED PART | L eonatoria da la composiciona da la | | Dolbara Clack |
| | | | | | | | arang daga taka 1990 (1990) Ang | CONTINUED | 8 | REGISTRAR OF PERSONAL PROPERTY SECURITY/ |
| | | | | | | | | | | LE REGISTRATEUR DES SÜRETÉS MOBILIÈRES (gi1th 11/2017) |

-



| | | | PROVINCE OF ONTAR | 10 | | | |
|--------------------------------|---|---|--|--------------------|-------------------------|------|---|
| RUN NUMBER : 29 | 9 | | RY OF GOVERNMENT S | SERVICES | | | PSSR060 |
| RUN DATE : 2018 | | PERSONAL PROP | ERTY SECURITY REGI | | STEM | PAGE | |
| ID : 2018102615 | 2242.54 | | ENQUIRY RESPONSE CERTIFICATE | C | | | (3435) |
| TYPE OF SEARCH | * BUSINESS I | DEBTOR | CERTIFICATE | | | | |
| | DON T BOWRING & | | | | | | |
| FILE CURRENCY | # 25oct 201 | 8 | | | | | |
| | | | | | | | |
| | | | | | | | |
| FORM ZC FI | NANCING CHANGE, S | TATEMENT / CHANGE STATEMEN | a. | | | | |
| CADTH | | TOTAL MOTOR VEHICLE | | REGISTERE | Ð | | |
| FILIN | | | NUMBER | UNDER | | | |
| 01 21 RECORD | 001 File Number | 1 2015 702794889 | 0130 1527 1590 889 | 2 | | | |
| REFERENCED | | 102134003 | | RENEWAL | CORRECT | | |
| | | NO SPECIFIC PAGE AMENDED | CHANGE REQUIRED | YEARS | PERIOD | | |
| 22 | | | A AMENDMENT | NR.COSCOMP. | FM-Edit-AG, Medialarith | | |
| | | FIRST GIVEN NAME | INITIAL SURNAME | F | | | |
| 23 REFERENCE | | | and a second of the second | | | | |
| 24 DEBTOR/ TRANSFEROR | BUSINESS NAM | | | | | | |
| | E. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. | | | | | | |
| 25 OTHER CHAN | GB | | | | | | |
| 26 REASON/ | | EFLECT THE NAME CHANGE OF | THE DEBTOR. | | | | |
| 27 DESCRIPTIC | | | | | | | |
| 20 | DATE OF BIRTH | DINCO CINCEL NAME | INITIAL SURNAME | 7 | | | |
| | DUTE OF BIRID | FIRST GIVEN NAME | INTITAL SOUNATE | 2 | | | |
| 03/ TRANSFEREE | BUSINESS NAM | Ess BOWRING & CO. INC. | | | | | |
| 06 | | | | | ONTARIO CORPORATION NO | * | |
| 04/07 | ADDRES | | | TORONTO | оп мба | 1L9 | |
| 29 ASSIGNOR | | | | | | | |
| SPCTIPPD PA | PTV/LIEN CLAIMAN | T/ASSIGNEE | | | | | |
| 08 | | | | | | | |
| 0 9 | ADDRES | 8.00 | | | | | |
| | CLASSIFICATION | | | | | | |
| 1944 - 1944) | ISUMER. | | 그는 그는 그는 그는 것은 것 같아요. 그는 것은 것은 것을 것 같아요. 가지 않는 것 같아요. 것이 같아요. ? ?????????????????????????????????? | | OF NO FIXED | | |
| 10 | | EQUIPMENT ACCOUNTS OTHER | | | RITY OR MATURITY DATE | | |
| | YEAR MAKE | MODEL | n | V.I.N. | | | |
| | | | | id Filinae | | | |
| 12 VEHICLE . | | | | | | | |
| 13 GENERAL | | | | | | | |
| 14 COLLATERAI 15 DESCRIPTIO | a la france de | | | | | | |
| | AGENT OR | TORKIN MANES LLP (F. | SULLEY/S. JANKOWS | KI) | | | |
| 17 SECURED PA | A SHE SHE HAD THE SHE AND | | | TORONTO | ON M5C | 2₩7 | CERTIFIED BY/CERTIFIÉES PA |
| LIEN CLAID | | | | | | | (n, Λ) |
| | н на станција на станција на станција на станција На станција је станција на станција на На станција је станција на с | | | | | | Kanhan KINALLI |
| | | *** FOR FURTHER IN | | | | | Jawara martin |
| | | an na ann an 1996. An de bhli a thi tha tha Bhlin a bhliainn an 1997. | | enteriktikkini ene | CONTINUED | 9 | REGISTRAR OF PERSONAL PROPERTY SECURITY/ |
| | | | | | CONTINUED | , | LE REGISTRATEUR |
| | | | | | | | DES SÜRETÉS MOBILIÈRES |
| | | | | | | | (crj2tt 11/201 |



| RUN | NUMBER : 299 DATE : 2018/10/26 20181026152242.54 | MINISTRY OF GO PERSONAL PROPERTY SEC ENQUIR | VERNMENT SERVICES URITY REGISTRATION SYST Y RESPONSE IFICATE | ЕМ | REPORT : PAGE : (| |
|-----------|---|---|---|------------------------------------|-------------------------|--|
| SEAR | OF SEARCH : BUSINESS DEE CH COMDUCTED ON : BOWRING & CC CURRENCY : 250CT 2018 | | | | | |
| | FORM ZC FINANCING CHANGE STAT | EMENT / CHANGE STATEMENT | | | | |
| 01 | CAUTION PAGE TO FILING NO. OF PA 001 I | ges schedule numbe | | | | |
| | RECORD FILE NUMBER 70 REFERENCED | 2794889 | RENEWAL | ORRECT | | |
| 22 | | annen er ster ster ster ster ster ster ster s | ENDMENT | PERIOD | | |
| 23 | REFERENCE | FIRST GIVEN NAME INITIAL | SURNAME | | | |
| 24 | DEBTOR/ BUSINESS NAME TRANSFEROR | BOWRING & CO. INC. | | | | |
| 26 27 | | UDE AN ADDITIONAL DEBTOR PURSUA TINUANCE ON OCTOBER 12, 2018. | NT TO THE FILING OF | | | |
| 02/ 05 | DATE OF BIRTH | FIRST GIVEN NAME INITIAL | | | | |
| 03/ 06 | TRANSFEREE BUSINESS NAME | 11041045 CANADA INC. | | ONTARIO CORPORATION | NO . | |
| 04/0 | 7 ADDRESS | 800, RENE-LEVESQUE BLVD. W., | SUITE 2220 MONTREAL | QC. | H3B 1X9 | |
| 29 | ASSIGNOR SECURED PARTY/LIEN CLAIMANT/A | SSIGNEE | | | | |
| 08 09 | ADDRESS::: | lean and so call a chair ann a chairte ann an an an ann an ann ann ann ann an | | | | |
| | COLLATERAL CLASSIFICATION | MOTOR VEHI 11 PMENT ACCOUNTS OTHER INCLUDE | | OF NO FIXED TY OR MATURITY DATE | 2% 13 14 | |
| 10 | | an a | , en de la complete de la complete La complete de la comp | | | |
| 11 | MOTOR | MODEL | V.I.N. | | | |
| 12 | VERICLE | | | | | |
| 13 14 | COLLATERAL | | | | | |
| 15 | DESCRIPTION | | | | | |
| 16 | REGISTERING AGENT OR | TORKIN MANES LLP (F. SULLEY/J | . ROBSON) | | | |
| 17 | SECURED PARTY/ ADDRESS LIEN CLAIMANT | 1500-151 YONGE STREET | TORONTO | ON | M5C 2W7 | CERTIFIED BY/CERTIFIÉES PAR |
| | | *** FOR FURTHER INFORMATION | | | ŵ. | Ballona Machine |
| | - Hover Structure | | aanaa ay ahaa ahaa ahaa ahaa ahaa ahaa a | CONTINUED | | REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÜRETÉS MOBILIÈRES |
| | | | | | | (|

PROVINCE OF ONTARIO



| RUN ID : | NUMBER : 299 DATE : 2018/10/26 : 20181026152242.54 | | PERSONAL PRO | PROVINCE OF ONTARIO TRY OF GOVERNMENT SER PERTY SECURITY REGIST ENQUIRY RESPONSE CERTIFICATE | | | PAGE | : PSSR060 : 10 (3437) |
|----------------|---|---------------------------------|--|--|-----------------------|---|--------------|---|
| SEAI Fill | E OF BEARCH 2 BU RCH CONDUCTED ON 2 BO E CURRENCY 2 2 | OWRING & CO. | | | | | | |
| 00 | FORM 1C FINANCIN FILE NUMBER 700738794 | S STATEMENT | / CLAIM FOR LIEN | | | | | |
| 01 | FILING NO | SE TOTA 5. OF PAGE 01 002 | IS SCHEE | HICLE REGISTRATIO ULE NUMBER 20141016 1450 1 | UNDER | TRED REGISTRATION R PERIOD PPSA 5 | | |
| 02 03 | DATE OF I DEBTOR NAME BUSIN | BIRTH NESS NAME | FIRST GIVEN NAME 2437533 ONTARIO INC. | INTPIAL SURNAME | | ONTARIO CORPORATION N | n ::: | |
| 04 | | ADDRESS | 98 ORFUS ROAD | | TORONTO | | A 1L9 | |
| 05 06 | | | FIRST GIVEN NAME | INITIAL SURNAME | inteentontonstation (| ONTARIO CORPORATION N | 0. | |
| 07 | | ADDRESS | | | | | | |
| 08 | SECURED PARTY / LITEN CLAIMANT | | CANADIAN IMPERIAL BA | NK OF COMMERCE, AS AG | ENT | | | |
| 09 | | ADDRESS | COMMERCE COURT WEST, | 199 BAY STREET, 4TH | TORONTO | ON M5 | L 1A2 | |
| 10 | | VENTORY EQUI | DMENT ACCOUNTS OTHER | | | NG FIXED R MATURITY DATE | | |
| 11 12 | YEAR MAXI MOTOR VEHICLE | | MODEL. | V.1 | A 4 5 7 A | | | |
| 13 14 15 | GENERAL COLLATERAL DESCRIPTION | | | | | | | |
| 16 | REGISTERING | | GOWLING LAFLEUR HEND | DERSON LLP (KELBY CART | ER) | | | CERTIFIED BY/CERTIFIÉES PAR |
| 17 | | ADDRESS | #1600, 1 FIRST CDN E | LACE, 100 KING STR W | TORONTO | on m5 | X 1G5 | A Dawlitty |
| | | | ••• POR FURTHER IN | FORMATION, CONTACT TH | E SECURED PARTY. | CONTINUED | 11 | REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÜRETÉS MOBILIÈRES (crifit: 11/2017) |

× •



| RUN ID | NUMBER : 299 DATE : 2018/10/26 : 20181026152242.54 | MINISTRY OF GOV PERSONAL PROPERTY SECU ENQUIRY CERTI | OF ONTARIO ERNMENT SERVICES RITY REGISTRATION SYSTEM RESPONSE FICATE | | REPORT : PAGE : (| |
|-----------|---|--|---|--|-------------------------|--|
| SEA | S OF SEARCE : BUSINESS DEI RCH CONDUCTED ON : BOWRING & CO BE CURRENCY : 250CT 2018 | | | | | |
| | FORM 1C FINANCING STATEMENT | p / Claim for Lien | | | | |
| 00 | FILE NUMBER | | | | | |
| 01 | FILING NO. OF PAG | 3es schedule | REGISTRATION REGISTER NUMBER UNDER 1016 1450 1862 3051 | LANGAR MANANANANANANANANANANANANANANANANANANAN | | |
| | DATE OF BIRTH | FIRST GIVEN NAME INITIAL | | | | |
| 02 03 | DEBTOR NAME BUSINESS NAME | | | | | |
| 04 | ADDRESS | | e e e e e e e e e e e e e e e e e e e | NTARIO CORPORATION NO. | | |
| | DATE OF BIRTH | And and a second s | SORNAME | | | |
| 05 06 | DEBTOR NAME BUSINESS NAME | | an - Eilin an tha an | | | |
| 07 | ADDRESS | | | NTARIO CORPORATION NO. | | |
| 08 | SECURED PARTY | : | | | | |
| 09 | LIEN CLAIMANT ADDRESS | FLOOR | | | | |
| | COLLATERAL CLASSIFICATION CONSUMER | MOTOR VEHIC | LE AMOUNT DATE OF | NO FTXED | | |
| 10 | GOODS INVENTORY EQ | UIPMENT ACCOUNTS OTHER INCLUDED | MATURITY OR | MATURITY DATE | | |
| | YEAR MAKE | MODEL | | | | |
| 11 12 | MOTOR WEHICLE | | | | | |
| 13 | GENERAL | | | | | |
| 14 15 | COLLATERAL DESCRIPTION | | | | | |
| 16 | REGISTERING | | | | | |
| 17 | AGENT | | | | | CERTIFIED BY/CERTIFIÉES PAR |
| | | *** FOR FIRTHER INFORMATION. | CONTACT THE SECURED PARTY. | | | Dalbara flactur |
| | | and a second | | CONTINUED | 12 | REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR |
| | | | | | | DES SÜRETÉS MOBILIÈRES (crj1ft 11/2017) |
| | | | | | | |



| RUN ID | NUMBER : 299 DATE : 2018/10/26 20181026152242.54 | MINISTRY PERSONAL PROPERT E | OVINCE OF ONTARIO OF GOVERNMENT SERV Y SECURITY REGISTR NQUIRY RESPONSE CERTIFICATE | | STEM | REPORT : PAGE : (| |
|---|---|--|---|--|--------------------------------------|-------------------------|---|
| SEA | OF SEARCH : BUSINESS DEB CH CONDUCTED ON : BOWRING & CO. CURRENCY : 250CT 2018 | | | | | | |
| 01 21 22 23 24 | FILING NO. OF PAX 001 001 002 RECORD FILE NUMBER 700 REFERENCED PAGE AMENDED NO | PAL MOTOR VEHICLE REG SES SCHEDULE 2015012 0738794 SPECIFIC PAGE AMENDED C X FIRST GIVEN NAME IN | NUMBER 9 1600 1862 0266 HANGE REQUIRED | USO I STEREI UNDER INEWAL (EARS | D CORRECT PERIOD | | |
| 25 26 27 28 02/ 05 03/ 05 04/ | OTHER CHANGE REASON/ DESCRIPTION TO ARTICLES OF A DATE OF BIRTH DEBTOR/ TRANSFEREE BUSINESS NAME | | WRING & CO. INC. H | PURSUANT | ONTARIO-CORPORATION | | |
| 29 08 09 10 | | Motor IPMENT ACCOUNTS OTHER IN | | | OF NO FIXED RITY OR MATURITY DATE | | |
| 11 12 13 14 15 | YEAR MAKE MOTOR VEHICLE GENERAL COLLATERAL DESCRIPTION | | | L .N . | | | |
| 16 17 | NEGLETER INS AGENT. OR SECURED FARTY ADDRESS LIFEN CLAIMANT | GOWLING LAFLEUR HENDERSC 100 KING STREET WEST, SU *** FOR FURTHER INFORM | JITE 1600 MATION, CONTACT THI | TORONTO E SECURED | | | CERTIFIED BY/CERTIFIÉES PAR BEGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÜRETES MOBILIÉRES |



| RUN ID : | NUMBER : 299 DATE : 2018/10/26 20181026152242.54 | MINISTRY OF C PERSONAL PROPERTY SE ENQUI CEF | CE OF ONTARIO OVERNMENT SERVICES CURITY REGISTRATION ST RY RESPONSE TIFICATE | YSTEM | REPORT : PSSR PAGE : (34 | 2060 13 40) |
|----------------------------|---|---|--|---|---------------------------------|---|
| SRAR | OF SEARCH = BUSINESS DI CH CONDUCTED ON I BOWRING & C CURRENCY = 250CT 2018 | | | | | |
| | FORM 2C FINANCING CHANGE ST | ATEMENT / CHANGE STATEMENT | | | | |
| 01 21 | FILING NO. OF | POTAL MOTOR VEHICLE REGISTI PAGES SCHEDULE NUM 001 20181023 15 700738794 | | SD. | | |
| | Referenced | NO SPECIFIC PAGE AMENDED CHAN | RENEWAL. E REQUIRED YEARS | CORRECT PERIOD | | |
| 22 | | FIRST GIVEN NAME INITI? | MENDMENT L: SURNAME | ELECTRONS IN BRIDERING | | |
| 23 24 | REFERENCE DEBTOR/ BUSINESS NAME TRANSFEROR | | | | | |
| 25 26 27 28 | OTHER CHANGE REASON/ THE NAME OF T DESCRIPTION 1862 3051 HAS | HE DEBTOR ON LINE 03 OF REGISTRA BEEN AMENDED. | NTION NO. 20141016 145 | 0 | | |
| 02/ 05 | DATE OF BIRTH | FIRST GIVEN NAME INITIA | | | | |
| 03/ 06 | TRANSFEREE BUSINESS NAME | | | ONTARIO CORPORATION N | 0. | |
| 04/0 |)7 ADDRESS | | TORONTO | ON M6 | A 1L9 | |
| 29 08 09 10 | | arranala da da antes de secondo a la secondo de la composición de la composición de la composición de la compos 1999 | DED AMOUNT MAT | E OF NO FIXED URITY OR MATURITY DATE | | |
| | YEAR MAKE | MODEL | V.I.N. | | | |
| 11 12 13 14 15 | NOTOR VEHICLE GENERAL COLLATERAL DESCRIPTION | | | | | |
| 16 17 | PROISTREING AGENT OR SECURED PARTY/ ADDRESS GIEN CLAIMANT | | WEST TORONTO | | x 1g5 CER | TIFIED BY/CERTIFIÉES PAR |
| | 10000000000000000000000000000000000000 | *** FOR FURTHER INFORMATI | | | 14 P | EGISTRAR OF ERSONAL PROPERTY SECURITY/ ERSONAL PROPERTY SECURITY/ ESSURETÉS MOBILIÈRES (orj2ft 11/2017) |



| RUN | NUMBER : 299 DATE : 2018/10/20 20181026152242.5 | | | | RNMENT SERVICES ITY REGISTRATION S RESPONSE | YSTEM | | REPORT PAGE | F : PSSR060 : 14 (3441) | |
|--------------|---|-----------------------------------|-----------------------------------|---------------------------|---|-----------------------------------|--------------------------|------------------|---|-----|
| sear File | OF SEARCH CH CONDUCTED ON : CURRENCY | BOWRING & CO. 250CT 2018 | | | | | | | | |
| | FORM 1C FINANC | CING STATEMENT | / CLAIM FOR LIEN | | | | | | | |
| 00 | FILE MUMBER 593252126 | | | | | | | | | |
| 01 | CAUTION FILING | PAGE TOTA NO: OF PAGE 001 1 | l Motor Veh S Schedu | 1CLE RI LE 20140: | EGISTRATION NUMBER 120 1405 1590 5065 | REGISTERED REG UNDER P PPSA | ISTRATION PERIOD 5 | | | |
| | DATE (| OF BIRTH | FIRST GIVEN NAME | | SURNAME | | | | | |
| 02 03 | DEBTOR NAME BI | USINESS NAME | BOWRING & CO. INC. | erdeleren der anderen der | an a | | | | | |
| 04 | | ADDRESS | 98 ORFUS ROAD | | TORONTO | ONPARIO C | ORPORATIO ON | N NO. M6A 1L9 | | |
| 04 | | Mittelikekietiji | | | | | 0N | HOL IN | | |
| 05 | DEBTOR | of Birth | FIRST GIVEN NAME | INITIAL | SURNAME | | | | | |
| 06 | NAME B | USINESS NAME | | | | ONFARIO-C | ORPORATIO | N-NO. | | |
| 07 | | ADDRESS | | | | | | | | |
| 08 | SECURED PARTY / | | ISAAC BENNET SALES AG | SENCIES INC | | | | | | |
| 09 | IJTEN CLAIMANT | ADDRESS | 98 ORFUS ROAD | | TORONTO | | ON | M6A 1L9 | | |
| 10 | COLLATERAL CLAS CONSUMER GOODS | | MC PMENT ACCOUNTS OTHER X X | TOR VEHICL INCLUDED | e amount date Matu | OF NO F RTTY OR MATURI | lxed TY DATE | | | |
| 11 12 | MOTOR VEHICLE | | MODEL | | | | | | | |
| 13 | GENERAL | | | | | | | | | |
| 14 15 | COLLATERAL DESCRIPTION | | | | | | | | | |
| 16 | REGISTERING | : | FASKEN MARTINEAU DUMO | OULIN LLP (| SDR) (LR) | | | | | |
| 17 | AGENT | ADDRESS | | | | | ON | м5н 2т6 | CERTIFIED BY/CERTIFIÉES F | AR |
| | | | *** FOR FURTHER INF | ORMATION, | CONTACT THE SECURE | | CONTINUED. | | REGISTRAR OF PERSONAL PROPERTY SECURI LE REGISTRATEUR | ואי |



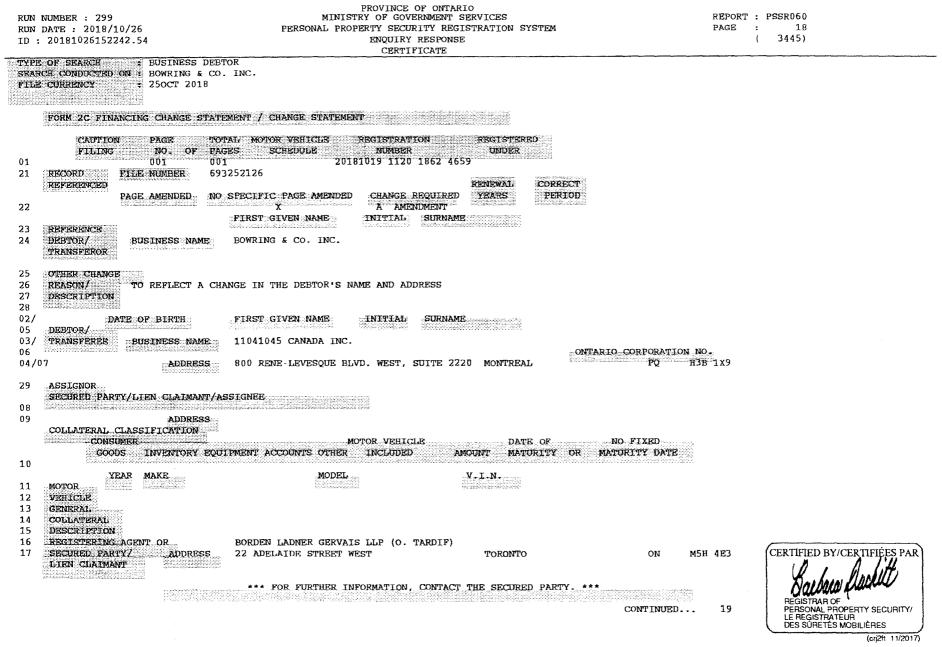
| RUN | NUMBER : 299 DATE : 2018/10/26 20181026152242.54 | MINISTR | PROVINCE OF ONTARIO Y OF GOVERNMENT SERVICES RTY SECURITY REGISTRATION ENQUIRY RESPONSE CERTIFICATE | SYSTEM | REPORT : PAGE : (| PSSR060 15 (3442) |
|----------------------|---|--|---|--|-------------------------|--|
| SBAR | OF SEARCH : BUSINESS DEB TH CONDUCTED ON : BOWRING & CO CURRENCY : 250CT 2018 | | | | | |
| | FORM 2C FINANCING CHANGE STAT | ement / change statement | | | | |
| 01 21 | FILING NO. OF PAG 001 1 | JES SCHEDULE | REGISTRATION REGISTE NUMBER OWDER 624 1516 1590 4921 | Control of the second | | |
| | REFERENCED PAGE AMENDED NO | SPECIFIC PAGE AMENDED | RENEWAL CHANGE REQUIRED YEARS | CORRECT PERIOD | | |
| 22 | 1 | | A AMENDMENT INITIAL SURNAME | | | |
| 23 24 | REFERENCE DEBTOR/ BUSINESS NAME TRANSFEROR | BOWRING & CO. INC. | | | | |
| 25 26 27 28 | OTHER CHANGE REASON/ TO AMEND THE AD DESCRIPTION | DRESS OF THE SECURED PAR | TY | | | |
| 02/ 05 | DEBTOR/ | | INITIAL SURNAME | | | |
| 03/ | TRANSFEREE BUSINESS NAME | | | -ONTARIO CORPORATIO | ON NO . | |
| 04/0 | 7 ADDRESS | | | und handsteithnassonnensen | eniki stak | |
| 29 | ASSIGNOR SECURED PARTY/LIEN CLAIMANT/A | SCIENT | | | | |
| 08 | | ISAAC BENNET SALES AGE | | | | |
| 09 | ADDRESS COLLATERAL CLASSIFICATION CONSUMER CONST INVENTORY FOR | 111 ORFUS ROAD MOT IPMENT ACCOUNTS OTHER | | O ON TE OF NO FIXED TURITY OR MATURITY DATE | | |
| 10 | | MODEL | , Coord a possioner, accordigate del fallen de la calina de | | | |
| 11 12 13 | VEAR MAKE | | V.N . | | | |
| 14 15 | COLLATERAL DESCRIPTION | | | | | |
| 16 17 | RISCISTERING AGENT OR SECURED PARTY ADDRESS LIEN CLAIMANT | FASKEN MARTINEAU DUMOU BAY ADELAIDE CENTRE, E | | o on | м5н 2т6 | CERTIFIED BY/CERTIFIES PAR |
| | | *** FOR FURTHER INFO | RMATION, CONTACT THE SECUR | ED PARTY. *** CONTINUED | 16 | REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÜRETÉS MOBILIÉRES |
| | | | | | | (crj2tt 11/2017) |



| RUN NUMBER : 299 RUN DATE : 2018/10/26 ID : 20181026152242.54 | PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM ENQUIRY RESPONSE CERTIFICATE | REPORT : PSSR060 PAGE : 16 (3443) |
|--|---|--|
| TYPE OF SEARCH : BUS SEARCH CONDUCTED ON : BOV FILE CURRENCY : 250 | RING & CO. INC. | |
| FORM 2C FINANCING C | ANGE STATEMENT / CHANGE STATEMENT | |
| CAUTION PAR FILING W 01 00 | E TOTAL MOTOR VEHICLE REGISTERATION REGISTERED OF PAGES SCHEDULE NUMBER UNDER 1 20150130 1529 1590 8895 | |
| 21 RECORD FILE NU REPERENCED PAGE AM | RENEWAL CORRECT | |
| 22 | E TRANSFER | |
| | FIRST GIVEN NAME INITIAL SURNAME SS NAME BOWRING & CO. INC. | |
| 25 OTHER CHANGE 26 REASON/ 27 DESCRIPTION 28 | | |
| 02/ DATE OF B 05 DEBTOR/ | | |
| 03/ TRANSFEREE BUSIN | SS NAME 2437533 ONTARIO INC. | |
| 04/07 | | ARIO CORPORATION NO. ON MGA 119 |
| 29 ASSIGNOR | | |
| SECURED PARTY/LIEN | LAIMANT/ASSIGNEE | |
| 09 | ADDRESS | |
| GOODS INV | MOTOR VEHICLE DATE OF NTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR | MATURITY DATE |
| 10 YEAR MAK | MODEL | |
| 11 MOTOR | | |
| 12 VEHICLE 13 GENERAL | | |
| 14 COLLATZRAL | | |
| 15 DESCRIPTION 16 RECISTERING AGENT O | TORKIN MANES LLP (F. SULLEY/S. JANKOWSKI) | |
| 17 SECURED PARTY | ADDRESS 1500 - 151 YONGE STREET TORONTO | ON M5C 2W7 CERTIFIED BY/CERTIFIÉES PAR |
| | *** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. ** | CONTINUED 17 CONTINUED 17 CONTIN |



| RUN ID : | NUMBER : 299 DATE : 2018/10/26 20181026152242.54 | MINISTRY OF GOV PERSONAL PROPERTY SECU ENQUIR CERT: | OF ONTARIO /ERNMENT SERVICES JRITY REGISTRATION SY / RESPONSE IFICATE | STEM | REPORT : PAGE : (| PSSR060 17 3444) |
|-----------|--|--|---|---|-------------------------|--|
| SEAR | OF SKARCH : BUSINESS DEBT CH CONDUCTIED ON : BOWRING & CO. CURRENCY : 250CT 2018 | | | | | |
| | FORM 2C FINANCING CHANGE STATE | MENT / CHANGE STATEMENT | | | | |
| 01 | PILING NO. OF PAC | 20150130 160: | R ONDER | | | |
| 21 | REFERENCED | 252126 | RENBWAL | D JRREET | | |
| 22 | | | REQUIRED YEARS | PERIOD | | |
| 23 | REFERENCE | FIRST GIVEN NAME INITIAL | SURNAME | | | |
| 24 | DEBTOR/ BUSINESS NAME TRANSFEROR | 2437533 ONTARIO INC. | | | | |
| 26 27 | OTHER CHANGE REASON/ AMENDED TO REFLE DESCRIPTION | CT THE NAME CHANGE OF THE DEBT | DR. | | | |
| 02/ 05 | DATE OF BIRTH | FIRST GIVEN NAME INITIAL | SURNAME | | | |
| 03/ 06 | TRANSFEREE BUSINESS NAME | BOWRING & CO. INC. | | ONTARIO CORPORATION NO | | |
| 04/0 | 7 ADDRESS | 98 ORFUS ROAD | TORONTO | on m6a | 1L9 | |
| 29 | ASSIGNOR | | | | | |
| 08 | SECURED PARTY/LIEN CLAIMANT/AS | SIGNEE | | | | |
| 09 | ADDRESS COLLATERAL CLASSIFICATION | | | | | |
| | CONSUMER GOODS INVENTORY EOU | MOTOR VEHIC PMENT ACCOUNTS OTHER INCLUDE | | S OF NO FIXED IRITY OR MATURITY DATE | | |
| 10 | | MODEL | | | | |
| 11 | MOTOR | | | | | |
| 12 13 | VEHICLE GENERAL | | | | | |
| 14 | Collateral | | | | | |
| 15 16 | DESCRIPTION REGISTERING AGENT OR | TORKIN MANES LLP (F. SULLEY/S | TANKOUCKI | | | |
| 17 | SECURED DARTYZ ADDRESS LIEN CLAIMANT | 1500 - 151 Yonge Street | TORONTO | | 2117 | CERTIFIED BY/CERTIFIÉES PAR |
| | | *** FOR FURTHER INFORMATION | | | 18 | REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÜRETES MOBILIÈRES |





| RUN | NUMBER : 299 DATE : 2018/10/26 20181026152242.54 | | | PROVINCE OF ONTARI TRY OF GOVERNMENT SI PERTY SECURITY REGI: ENQUIRY RESPONSE CERTIFICATE | ERVICES STRATION SYSTEM | | PAGE | : PSSR060 : 19 (3446) |
|----------------|--|-------------------------|----------------------------------|---|----------------------------|--|-------|--|
| SEAF | S OF SEARCH = BU RCH CONDUCTED ON = BO S CURRENCY = 25 | WRING & CO. OCT 2018 | INC. | atri titizan wa ina wa Wakiji | | | | |
| 00 | FORM 1C FINANCING FILE NUMBER 693252144 | STATEMENT | / CLAIM FOR LIEN | | | | | |
| | Caution Pac Filing NC | e tota of page | | ule number | UND | TERED REGISTRATION BR PERIOD | | |
| 01 | 00 DATE OF E | Solution - | FTRST GIVEN NAME | 20140120 1405 TNITTAL SURNAME | er ann feanaichtean an | PPSA 5 | | |
| 02 03 | DEBTOR NAME BUSIN | | BOWRING & CO. INC. | ter andelmene det folder, ter ins | | ONTARIO CORPORATION N | AFE. | |
| 04 | | ADDRESS | 98 ORFUS ROAD | | TORONTO | te en la sectada de la calega de la sectada de la sect | A 119 | |
| 05 | DEBTOR | | FIRST CIVEN NAME | INTTIAL SURNAME | | | | |
| 06 | NAME BUSIN | iess name | | | | ONTARIO CORPORATION N | 0. | |
| 07 | | ADDRESS | | | | | | |
| 08 | SECURED PARTY / | | F.B.I. INC. | | | | | |
| 09 | | address | 98 ORFUS ROAD | | TORONTO | ON M6 | A 119 | |
| 10 | COLLATERAL CLASSIFJ CONSUMER GOODS IN | /ENTORY EQUI | M PMENT ACCOUNTS OTHER X X | INCLUDED | MATURITY | OR MATURITY DATE | | |
| 11 12 | YEAR MAXI NOTOR VEHICLE | | MODEL | | | | | |
| 13 14 15 | GENERAL COLLATERAL DESCRIPTION | | | | | | | |
| 16 | REGISTERING | | FASKEN MARTINEAU DUMO | OULIN LLP (SDR) (LR | :) | | | CERTIFIED BY/CERTIFIÉES PAR |
| 17 | | ADDRESS | BAY ADELAIDE CENTRE, | BOX 20 | TORONTO | on m5 | н 2т6 | l Annitti |
| | | | *** FOR FURTHER IN | | | EY | 20 | BOLINIO LUDIU REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÜRETÉS MOBILIÈRES (erith 11/2017) |



| RUN | NUMBER : 299 DATE : 2018/10/26 20181026152242.54 | MINISTRY OF GOV PERSONAL PROPERTY SECU ENQUIRY | OF ONTARIO ERNMENT SERVICES RITY REGISTRATION S RESPONSE FICATE | YSTEM | REPORT : PSSR060 PAGE : 20 (3447) | |
|----------------------|---|---|---|---------------------------|--|---|
| SEAR FILE | OF SEARCH : BUSINESS DEBT CH CONDUCTED ON : BOWRING & CO. CURRENCY : 250CT 2018 | | | | | |
| | FORM 2C FINANCING CHANGE STATE | MENT / CHANGE STATEMENT | | | | |
| _ | FILING NO, OF PAG | ies scredule number | TON REGISTER ONDER | CD | | |
| 01 21 | 001 I RECORD FILE NUMBER 693 | 20150130 1529 3252144 | 1590 8896 | | | |
| 22 | REFERENCED PAGE AMENDED NO | | RENEWAL REQUIRED YEARS NSFER | CORRECT PERIOD | | |
| | | FIRST GIVEN NAME INITIAL | SURNAME | | | |
| 23 24 | REFERENCE DEBFOR/ BUSINESS NAME TRANSFEROR | BOWRING & CO. INC. | | | | |
| 25 26 27 28 | Other Change Reason/ Description | | | | | |
| 02/ | DATE OF BIRTH | FIRST GIVEN NAME INITIAL | SURNAME | | | |
| 05 03/ | TRANSFEREE BUSINESS NAME | 2437533 ONTARIO INC. | | | | |
| 06 04/0 | 7 ADDRESS | 98 ORFUS ROAD | TORONTO | ONTARIO CORPORATION 1 | NO 16A 1L9 | |
| 29 | ASSIGNOR | | | | | |
| 08 | SECURED PARTY/LIEN CLAIMANT/AS | | | | | |
| 09 | ADDRESS | | | | | |
| | COLLATERAL CLASSIFICATION CONSUMER | MOTOR VEHIC | LE DAT | B OF NO FIXED | | |
| 10 | GOODS INVENTORY EQU | IPMENT ACCOUNTS OTHER INCLUDED |) AMOUNT MAT | URITY OR MATURITY DATE | | |
| | YEAR MAKE | MODEL | V.I.N. | | | |
| 11 12 | MOTOR VERICLE | itatering said of | | | | |
| 13 14 | GENERAL COLLATERAL | | | | | |
| 15 | DESCRIPTION | | | | | |
| 16 17 | BECISTERING AGENT OR SECURED PARTY/ ADDRESS DIEN CLAIMANT | TORKIN MANES LLP (F. SULLEY/S. 1500 - 151 YONGE STREET | . JANKOWSKI) TORONTO | ON MS | 15C 2W7 CERTIFIED BY/CERTIFIÉES PA | R |
| | | *** FOR FURTHER INFORMATION, | CONTACT THE SECURE | D PARTY. *** CONTINUED | 21 PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SURETÉS MOBILIÈRES | |

DES SURETÉS MOBILIÈRES (cri2tt 11/2017)

| RUN ID : | NUMBER : 299 DATE : 2018/10/26 20181026152242.54 | MINISTRY OF GOV PERSONAL PROPERTY SECL ENQUIRY CERTI | OF ONTARIO TERNMENT SERVICES TRITY REGISTRATION SY RESPONSE FICATE | (STEM | REPORT : PAGE : (| 21 |
|--------------|---|--|--|---|-------------------------|--|
| SRAR FILE | OF SEARCE : BUSINESS DEBT CH CONDUCTED ON : BOWRING & CO. CURRENCY : 250CT 2018 | | | | | |
| | FORM 2C FINANCING CHANGE STATE | ement / Change statement | | | | |
| 01 | CAUTION PAGE TOI FILING NO. OF PAG 001 1 | AL MOTOR VEHICLE REGISTRAT SES SCHEDULE NUMBER 20150130 1603 | UNDER | 2 1 | | |
| | RECORD FILE NUMBER 693 | 3252144 | | | | |
| 22 | | A A AME | | CORRECT PERIOD | | |
| 23 | RSPERENCE | FIRST GIVEN NAME INITIAL | SURNAME | | | |
| 24 | DEBTOR/ BUSINESS NAME TRANSFEROR | 2437533 ONTARIO INC. | | · . | | |
| 26 27 | OTHER CHANGE REASON/ AMENDED TO REFLE DESCRIPTION | ECT THE NAME CHANGE OF THE DEBTC | DR. | | | |
| 02/ 05 | DATE OF BIRTH | FIRST GIVEN NAME INITIAL | SURNAME | | | |
| | TRANSFEREE BUSINESS NAME | BOWRING & CO. INC. | | ONTARIO CORPORATION | 10 | |
| 04/0 | 7 ADDRESS | 98 ORFUS ROAD | TORONTO | ON M | A 119 | |
| 29 | ASSIGNOR | | | | | |
| 08 | SECURED PARTY/LIEN CLAIMANT/AS | ISIGNEE | | | | |
| 09 | ADDRESS COLLATERAL CLASSIFICATION | | | | | |
| | CONSUMER | MOTOR VEHIC | | 3 OF NO FIXED JRITY OR MATURITY DATE | | |
| 10 | rening-anergenetikan and server di stadiji. | on an diversive en | en son son service and the service of the service o | 7K114 VK | | |
| 11 | YEAR MAKE | MODEL | V.I.N. | | | |
| 12 13 | VERICLE GENERAL | | | | | |
| 14 | COLLATERAL | | | | | |
| 15 16 | DESCREPTION REGISTERING AGENT OR | TORKIN MANES LLP (F. SULLEY/S. | TANKOWSKT | | | |
| 17 | SECURED PARTYZ ADDRESS | 1500 - 151 YONGE STREET | TORONTO | ON M | 5C 2W7 | CERTIFIED BY/CERTIFIÉES PAR |
| | | *** FOR FURTHER INFORMATION, | CONTACT THE SECURE | O PARTY. *** CONTINUED | 22 | REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÜRETÉS MOBILIÈRES |



| RUN NUMBER : 299 RUN DATE : 2018/10/ ID : 20181026152242 | | MINISTR | ROVINCE OF ONTARIO Y OF GOVERNMENT SERV RTY SECURITY REGISTI ENQUIRY RESPONSE CERTIFICATE | | | REPORT : PAGE : | |
|---|-----------------------------------|---|---|--|--------------------------|--------------------|--|
| TYPE OF SEARCH SEARCE CONDUCTED OF FILE CURRENCY | | | | | | | |
| FORM 2C FINANC | TING CHANGE STATE | MENT / CHANGE STATEMENT | | | | | |
| CATTION | NO. OF PAG | es scredule 20181 | SGISTRATION I NOMBER J24 1502 1590 1486 | REGISTERED | | | |
| REFERENCED | (japana, Mangaland) (Cinga), Mana | 252144 | 545.0 Sec. 1 | enewal corr Years per | ECT IOD | | |
| 22 | | SPECIFIC PAGE AMENDED | A AMENDMENT | kiternedens – Patrice da | | | |
| 23 REFERENCE 24 DEBTOR/ TRANSPEROR | BUSINESS NAME | FIRST GIVEN NAME BOWRING & CO. INC. | INITIAL SURNAME | | | | |
| | | DE AN ADDITIONAL DEBTOR INUANCE ON OCTOBER 12, | | LING OF | | | |
| 02/ DATI 05 DEBTOR/ | B OF BIRTH | dina di sangan di san | INITIAL SURNAME | | | | |
| | BUSINESS NAME | 11041045 CANADA INC. 800, RENE-LEVESQUE BLV | D. W., SUITE 2220 | MONTREAL | ONTARIO CORPORATI | ON NO. HJB 1X9 | |
| 29 ASSIGNOR | | | | | - | | |
| | /llen_claimant/as | SIGNEE | | | | | |
| 09 COLLATERAL CLJ CONSUM | <u> </u> | МОТ | | | | | |
| 10 | | PMENT ACCOUNTS OTHER | an de de la anacteria Mentela de 1960 | an a | | | |
| 11 MOTOR 12 VEHICLE | R MAKE | MODEL | | I. N. | | | |
| 13 GEMERAL 14 COLLATERAL 15 DESCRIPTION | | | | | | | |
| 16 REGISTERING A | ADDRESS | TORKIN MANES LLP (F. S 1500 151 YONGE STREET | ULLEY/J. ROBSON) | TORONTO | ON | M5c 2W7 | CERTIFIED BY/CERTIFIÉES PAR |
| anatorian karakan karak | | *** FOR FURTHER INFO | RMATION, CONTACT TH | E SECURED PART | Y • • • • • CONTINUEI | | REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SURETES MOBILIÈRES |
| | | | | | | | (crj2ft 11/2017) |

Ontario

| RUN ID : | NUMBER : 299 DATE : 2018/10/26 20181026152242.54 | | PERSONAL PRO | PROVINCE OF ONTARIC TRY OF GOVERNMENT SE PERTY SECURITY REGIS ENQUIRY RESPONSE CERTIFICATE | ERVICES | | | : PSSR060 : 23 (3450) |
|-------------|--|-----------------------------------|---------------------------|--|--|---|---------------|------------------------------|
| SRAR | OF SEARCH : E (CH CONDUCTED ON : E CURRENCY : 2 | | | | | | | |
| | FORM 1C FINANCIN | K STATEMENT | / CLAIM FOR LIEN | | | | | |
| 0.0 | FILE NUMBER 683086383 | | | | | | | |
| 01 | filing P | IGE TOTA IO. OF PAGE 01 001 | s sched | HTCLE REGISTRATI ULE NUMBER 20121123 1451 | UNDE | - Contract the second state of the second state of the second state state state state state state state state | | |
| | DATE OF | BIRTH | FIRST GIVEN NAME | INITTAL SURNAME | | | | |
| 02 03 | DEBTOR | NESS NAME | BENIX & CO. INC. | talayad dalaka dalaka sayat | alar ha faring ha ka | | | |
| 04 | | ADDRESS | 98 ORFUS RD | | TORONTO | ONTARIO CORPORATION ON M | WG. 5A 1L9 | |
| 05 | DATE OF | BIRTH | first given name | INITIAL SURNAME | | | | |
| 06 | | NESS NAME | | | | ONTARIO CORPORATION | 10 | |
| 07 | | ADDRESS | | | | | | |
| 08 | SECURED PARTY / | | HOLAND LEASING (1995 |) LTD. | | | | |
| 09 | LITEN CLAIMANT | ADDRESS | 8525 DECARIE BLVD | | MONTREAL | QC H | 4P 2J2 | |
| | COLLATERAL CLASSI | FICATION | | | | No ETUDO | | |
| 10 | GOODS T | IVENTORY FOUT | M PMENT ACCOUNTS OTHER | TNCLUDED | MATTIRTTY OI | NATURTTY DATE | | |
| | YEAR MA | œ | MODEL | | TINE | | | |
| 11 12 | MOTOR 2013 LAN VEHICLE | TOROVER | RANGE R | OVER SA | LSF2D45DA771689 | | | |
| 13 | GENERAL | | | | | | | |
| 14 15 | Collateral Description | | | | | | | |
| 16 | REGISTERING | | CANADIAN SECURITIES | REGISTRATION SYSTEMS | 5 | | | |
| 17 | AGENT | ADDRESS | 4126 NORLAND AVENUE | | BURNABY | BC V | 5G 388 | CERTIFIED BY/CERTIFIÉES PAR |
| | | | | PORKINITAN CONTRACT | | _ | | Bacherer MARALT |
| | | | *** FOR FURTHER IN | PORMATION, CONTACT 1 | ins secured party | | | REGISTRAR OF |

CONTINUED... 24

REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÜRETÉS MOBILIÈRES (cri1ft 11/2017)



. ·

| CERTIFICATE | |
|--|---|
| TYPE OF SEARCH : BUSINESS DEBTOR SBARCE CONDUCTED ON : BOWRING & CO. INC. | |
| FILE CORRENCY = 250CT 2018 | |
| | |
| FORN 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT | |
| CAUPTON PAGE TOTAL MOTOR VEHICLE REGISTRATION PEGISTERED FILING NO. OP PAGES SCHEDULE NUMBER UNDER | |
| 01 01 20161006 1004 1452 0543 | |
| 21 RECORD FILE NUMBER 603006303 REFERENCED REVENUE CORRECT | |
| PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED YEARS PERIOD | |
| FIRST GIVEN NAME INITIAL SURNAME | |
| 23 REFERENCE 24 DEBTOR/ BUSINESS NAME BENIX & CO INC | |
| TRANSFEROR | |
| 25 OPHER CHANGE | |
| 26 REASON/ 27 DESCRIPTION | |
| 27 DBOARSETTERM | |
| 02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME | |
| 05 DEBTOR/ 03/ TRANSFERRE BUSINESS NAME BOWRING & CO INC | |
| 06 ONTARIO CORPORATION NO | |
| 04/07 ADDRESS 98 ORFUS ROAD TORONTO ON MGA | 11.9 |
| 29 ASSIGNOR | |
| SECURED PARTY/LIEN-CLAIMANT/ASSIGNEE | |
| 09 ADDRESS | |
| COLLATERAL CLASSIFICATION CONSUMER NO. FIXED NO. FIXED | |
| GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE | |
| 10 YEAR MAKE MODEL Y.L.N. | |
| YEAR MAKE MODEL V-L-N. 11 MOTOR MODEL V-L-N. | |
| 12 VEHICLE | |
| 13 GENERAL 14 COLLATERAL | |
| 15 DESCRIPTION | |
| 16 PROTSTREING AGENT OR HOLAND LEASING 1995 LTD 17 SECURED PARTYZ ADDRESS 8525 DECARIE BLVD MONTREAL OC H4P | CERTIFIED BY/CERTIFIÉES PAR |
| LIEN CLAIMANT | |
| | Kashasa MACHI |
| *** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. *** | REGISTRAN OF |
| CONTINUED | 25 PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR |
| | DES SÛRETÉS MOBILIÈRES |



| RUN NUMBER : 299 RUN DATE : 2018/10/26 ID : 20181026152242.54 | PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES PERSONAL PROPERTY SECURITY REGISTRATION ENQUIRY RESPONSE CERTIFICATE |
|--|--|
| TYPE OF SEARCH = BUSINESS DEBTOR SEARCH CONDUCTED ON : BOWRING & CO. INC. FILE CURRENCY = 250CT 2018 | |
| | CHANGE STATEMENT |

14 15

16

17

CAUTION PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED NO. OF PAGES SCHEDULE NUMBER ONDER FILING 01 20161011 1427 1793 8107 001 ۳Τ. RECORD FILE NUMBER 683086383 21 RENEWAL CORRECT REFERENCED PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED YEARS PERLOD 22 B RENEWAL 1 FIRST GIVEN NAME INITIAL SURNAME 23 REFERENCE DEBTOR/ 24 BUSINESS NAME BOWRING & CO INC TRANSFEROR 25 OTHER CHANGE REASON/ 26 27 DESCRIPTION 28 02/ INITIAL SURNAME DATE OF BIRTH FIRST GIVEN NAME 05 DEBTOR/ TRANSFEREE BUSINESS NAME 03/ 06 ONTARIO CORPORATION NO. 04/07 ADDRESS 29 ASSIGNOR SECURED PARTY/LIEN CLAIMANT/ASSIGNEE admarch Friit/Hilm Werlmant/Assignee 08 09 ADDRESS COLLATERAL CLASSIFICATION CONSUMER MOTOR VEHICLE DATE OF NO FIXED GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE 10 YEAR MAKE MODEL V.I.N. MOTOR 11 12 VEHICLE 13 GENERAL

COLLATERAL DESCRIPTION REGISTERING AGENT OR HOLAND LEASING 1995 LTD SECURED PARTY/ ADDRESS 8525 DECARIE BLVD H4P2J2 CERTIFIED BY/CERTIFIÉES PAR MONTREAL QC LIEN CLAIMANT Valoana M *** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. *** REGISTRAR OF CONTINUED... 26 PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SURETÉS MOBILIÈRES

SYSTEM



REPORT : PSSR060

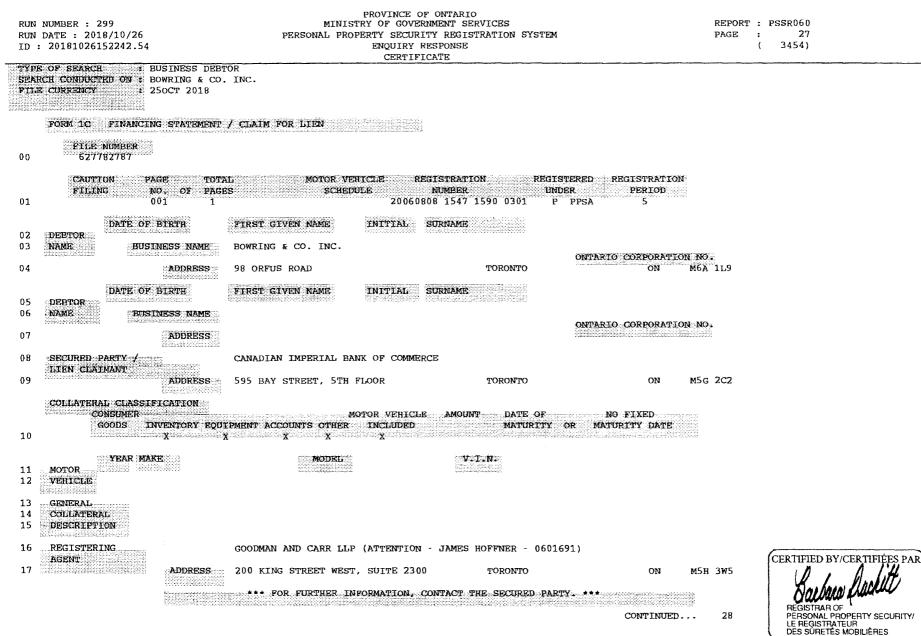
: 25 (3452)

PAGE :



PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÜRETÉS MOBILIÈRES (01211 11/2017)







| RUN | NUMBER : 299 | | PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES |
|------------|------------------------------------|--------------------|--|
| RUN | DATE : 2018/10/26 | | PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM |
| ID | : 20181026152242.54 | ł | ENQUIRY RESPONSE |
| | | | CERTIFICATE |
| TYP | E OF SEARCH : | BUSINESS DEBTOR | |
| SBA | RCH CONDUCTED ON 2 | BOWRING & CO. INC. | |
| FIL | RCH CONDUCTED ON 3 E CURRENCY : | 250CT 2018 | |
| | | | |
| | | CHANGE STATEMENT / | CHANGE STATEMENT |
| | | | TOR VEHICLE REGISTRATION REGISTERED |
| | PILINC | NO, OP PAGES | |
| 01 | statienasija. Andremsigas | | 20110615 1051 1529 2256 |
| 21 | RECORD FILE | NUMBER 627782787 | · · · · · · · · · · · · · · · · · · · |

| REPORT | : | PSSR060 |
|--------|---|---------|
| PAGE | : | 28 |
| | (| 3455) |

1000 1000 1000 1000

| | FORM 2C FINANCING CHANGE STATE | MENT / CHANGE STATEMENT | | | | |
|------------|--|---|----------------|-----------------------|---------------------------|-----------------------------|
| | PTINC NO OF PAG | es schedule nombei | | | | |
| 01 21 | | 20110615 105: 782787 | RENEWAL | CORRECT | | |
| 22 | | X B RE | REQUIRED TEARS | PERIOD | | |
| 23 | REFERENCE | FIRST GIVEN NAME INITIAL | | | | |
| 24 | DEBTOR/ BUSINESS NAME TRANSFEROR | BOWRING & CO. LTD | | | | |
| 25 | OTHER CHANCE | | | | | |
| 26 27 | REASON/ DESCRIPTION | | | | | |
| 28 | | | | | | |
| 02/ 05 | DATE OF BIRTH | FIRST GIVEN NAME INITIAL | | | | |
| 03/ | TRANSFEREE BUSINESS NAME | | | | | |
| 06 04/0 | 1999 August Andrew August Aug | | | ONTARIO CORPORATIO | NN NO. | |
| | : hildneidet eischiedet bit | | | | | |
| 29 | ASSIGNOR SECURED PARTY/LIEN CLAIMANT/AS | SIGNEE | | | | |
| 08 09 | ADDRESS | a da contro de la contra de la co | | | | |
| | COLLATERAL CLASSIFICATION | MOTOR VEHI | CLR | OF NO FIXED | 194 7 - | |
| 10 | | PMENT ACCOUNTS OTHER INCLUDE | | RITY OR MATURITY DATE | | |
| 10 | YEAR MAKE | MODEL | V.L.N. | | | |
| 11 12 | MOTOR | | | | | |
| 13 | GENERAL. | | | | | |
| 14 15 | Collateral Description | | | | | |
| 16 | REGISTERING AGENT OR | D+H LIMITED PARTNERSHIP | | | | |
| 17 | SECURED PARTY ADDRESS | SUITE 200, 4126 NORLAND AVENUE | E BURNABY | BC | V5G 358 | CERTIFIED BY/CERTIFIÉES PAR |
| | | *** FOR FURTHER INFORMATION | |) PARTY. *** | salta 1977 - 1993 - | REGISTRAR OF |

REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SURETÉS MOBILIÈRES (crj2tt 11/2017)



| RUN D ID : | DIMBER : 299 ATE : 2018/10/26 20181026152242.54 | MINISTRY C PERSONAL PROPERTY EN | VINCE OF ONTARIO OF GOVERNMENT SERVICES SECURITY REGISTRATION SY QUIRY RESPONSE CERTIFICATE | | PORT : PSSR060 GE : 29 (3456) |
|---------------|--|---------------------------------------|---|--------------------------------------|--|
| SEARC FILE | OF SEARCH : BUSINESS DI E CONDUCTED ON : BOWRING & C CURRENCY : 250CT 2018 | | | | |
| t | FORM ZC FINANCING CHANGE ST | tement / Change statement | | | |
| 01 | FILING NO. OF 001 | 001 20150121 | STRATION REGISTERE UMBER DNDER 1449 1862 9544 | D | |
| | RECORD FILE NUMBER (REFERENCED | 527782787 | RENEWAL | CORRECT | |
| 22 | | | IANGE REQUIRED YEARS TRANSFER | PERIOD | |
| 23 | REFERENCE | | TIAL SURNAME | | |
| 24 | DEBTOR/ BUSINESS NAME TRANSFEROR | BOWRING & CO. INC. | | | |
| 26 27 | other Change Reason/ Description | | | | |
| 02/ | DATE OP BIRTH | FIRST GIVEN NAME | TIAL SURNAME | | |
| 05 03/ | DEBTOR/ TRANSFEREE BUSINESS NAME | 2437533 ONTARIO INC. | Alina da Bagarda Bandarda da Bandarda d Bandarda da Bandarda da Band | | |
| 06 04/07 | | 98 ORFUS ROAD | TORONTO | ONTARIO CORPORATION NO. ON M6A 11 | 9 |
| 29 | ASSIGNOR | | | | |
| | SECURED PARTY/LIEN CLAIMANT | ASSIGNEE | | | |
| 09 | ADDRESS | | | | |
| | | MOTOR | | | |
| 10 | GOODS INVENTORY E | QUIPMENT ACCOUNTS OTHER INC | LUDED AMOUNT MATU | RITY OR MATURITY DATE | |
| 11 . | MOTOR YEAR MAKE | MODEL | Y .I.N. | | |
| 12 | VEHICLE GENERAL | | | | |
| 14 | COLLATERAL DESCRIPTION | | | | |
| 16 | REGISTERING AGENT OR | GOWLING LAFLEUR HENDERSON | | | |
| | SECURED PARTY/ ADDRESS LTEN CLAIMANT | #1600, 1 FIRST CDN PLACE, | , 100 KING STR W TORONTO | ON M5X 10 | 5 (CERTIFIED BY/CERTIFIÉES PAR |
| 14 | | *** FOR FURTHER INFORM? | ATION, CONTACT THE SECURED |) PARTY. *** | Dalbara flacent |
| | | | | | 10 REGISTRAR OF PERSONAL PROPERTY SECURITY/ |
| | | | | | LE REGISTRATEUR DES SURETÉS MOBILIÈRES |
| | | | | | (crj2ft 11/2017) |



| RUN ID : | NUMBER : 299 DATE : 2018/10/26 20181026152242.54 | PROVINCE OF ONTA MINISTRY OF GOVERNMENT PERSONAL PROPERTY SECURITY RE ENQUIRY RESPONS CERTIFICATE | SERVICES GISTRATION SYSTE | | I : PSSR060 : 30 (3457) |
|--|---|---|------------------------------|--|--|
| SEAR | OF SEARCH : BUSINESS DE CH CONDUCTED ON : BOWRING & C CURRENCY : 250CT 2018 | | | | |
| | FORM 2C FINANCING CHANGE ST? | TEMENT / CHANGE STATEMENT | | | |
| 01 21 | FILING NO. OF 1 001 RECORD FILE NUMBER 6 REFERENCED | NOTAL MOTOR VEHICLE REGISTRATION PAGES SCHEDULE NOMBER 001 20150129 1600 1862 0 527782787 NO SPECIFIC PAGE AMENDED CHANGE REQUIRE | UNDER 264 RENEWAL CO | RRECT ERIOD | |
| 22 23 24 | REFERENCE DEPTOR/ BUSINESS NAME TRANSFEROR | X A AMENDMENT FIRST GIVEN NAME INITIAL SURNAI | | | |
| 25 26 27 28 02/ 05 03/ 06 04/0 | DESCRIPTION 1449 1862 9644 TO ARTICLES OF DATE OF BIRTH DEBTOR/ TRANSFEREE BUSINESS NAME | 98 ORFUS ROAD | NC. PURSUANT | _ONTARIO_CORPORATION_NO_ ON M5A 119 | |
| 29 08 09 | ASSIGNOR SECURED PARTY/LIEN CLAIMANT, ADDRESS COLLATERAL CLASSIFICATION CONSUMER | ASSIGNEE MOTOR VEHICLE | | NO FIXED Y OR MATURITY DATE | |
| 10 11 12 | YEAR MAKE | MODEL | V.I.N. | | |
| 13 14 15 16 17 | GENERAL COLLATERAL DESCRIPTION FRGISTERING AGENT OR SECURED PARTY/ ADDRESS LIEN CLAIMANT | | TORONTO | ON M5X 1G5 | CERTIFIED BY/CERTIFIEES PAR |
| | | *** FOR FURTHER INFORMATION, CONTAC | T THE SECURED PA | RTY. *** CONTINUED 31 | REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÜRETÉS MOBILIÈRES |

,

k

LE REGISTRATEUR DES SÜRETES MOBILIÈRES (crizit 11/2017)

,

PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM ENOUIRY RESPONSE CERTIFICATE

REPORT : PSSR060 PAGE : 31 (3458)

TYPE OF SEARCH : BUSINESS DEBTOR SEARCH CONDUCTED ON : BOWRING & CO. INC. FILE CURRENCY : 250CT 2018



*** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. *** TON FORTHER INCOMPATION, CONTRAL THE SECURED PARTY. ***

CERTIFIED BY/CERTIFIEES PAR REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÚRETÉS MOBILIÈRES (crj2ft 11/2017)

V5G 358

32



| D: | UMBER : 299 DATE : 2018/10/26 20181026152242.54 | PERSONAL PROPERTY ENQ C | GOVERNMENT SERVICES SECURITY REGISTRATION SY UIRY RESPONSE ERTIFICATE | | 2T: PSSR060 : 32 (3459) |
|------------|--|---|--|---------------------------------------|--------------------------------|
| EAR | OF SEARCH : BUSINESS DEB H CONDUCTED ON : BOWRING & CO CURRENCY : 250CT 2018 | | | | |
| | | | | | |
| | FORM 2C FINANCING CHANGE STATI | ement / Change Statement | | | |
| | CAUTION PAGE TO FILING NO. OF PAGE | | TRATION REGISTERS MBER ONDER | D | |
| 1 1 | 001 002 | | 1514 1862 4908 | | |
| 1 | RECORD FILE NUMBER 62' REPERENCED | //82/8/ | RENEWAL. | CORRECT | |
| 2 | PAGE AMENDED NO | And in the set of a light of a light set of set of the | NGE REQUIRED YEARS | PERIOD | |
| e 0 | | FIRST GIVEN NAME INIT | IAL SURNAME | | |
| | REFERENCE DEPTOR BUSINESS NAME | BOWRING & CO. INC. | | | |
| - | TRANSPEROR | Bonding a co. Inc. | | | |
| 5 | OTHER CHANGE | | | | |
| 6 7 | REASON/ THE NAME OF THE DESCRIPTION 1590 0301 HAS B | DEBTOR ON LINE 03 OF REGIST | RATION NO. 20060808 1547 | | |
| | | BEN AMENDED. | | | |
| 2/ 5 | DATE OF BIRTH | FIRST GIVEN NAME INIT | | | |
| 3/ | TRANSFEREE BUSINESS NAME | 11041045 CANADA INC. | | | |
| 6 4/0' | ADDRESS | 98 ORFUS ROAD | TORONTO | ONTARIO CORPORATION NO. ON MEA 119 | |
| | hidd altaichd de | | | | |
| 9 | ASSIGNOR SECURED PARTY/LIEN CLAIMANT/A | SSIGNEE | | | |
| 8 | | | | | |
| 9 | ADDRESS COLLATERAL CLASSIFICATION | | | | |
| | CONSUMER | MOTOR V | | | |
| 0 | | IPMENT ACCOUNTS OTHER INCL | | RITY OR MATURITY DATE | |
| | YEAR MAKE | MODEL | V.I.N. | | |
| 1 | MOTOR | | | | |
| 2 3 | VEHICLE | | | | |
| 4 | COLLATERAL | | | | |
| 5 | DESCRIPTION | | | | |
| 6 | RECISTERING AGENT OR | GOWLING WLG (CANADA) LLP | (T. GERTNER) | | |
| 7 | SECURED PARTY/ ADDRESS | SUITE 1600, 100 KING STREE | T WEST TORONTO | ON M5X 1G5 | CERTIFIED BY |
| ' | LTEN CLAIMANT | | | | |

. .

CONTINUED... 33



RTIFIÉES PAR

PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM ENQUIRY RESPONSE CERTIFICATE

CERTIFICATE TYPE OF SEARCE : BUSINESS DEBTOR SEARCH CONDUCTED ON : BOWRING & CO. INC. FILE CURRENCY : 250CT 2018 FORM 1C FINANCING STATEMENT / CLAIM FOR LIEN FILE NUMBER 627782805 00 CAUTION PAGE TOTAL NOTOR VEHICLE REGISTRATION REGISTERED REGISTRATION SCHEDULE NUMBER UNDER PERIOD FILING NO. OF PAGES 001 5 1 20060B08 1548 1590 0302 P PPSA 01 DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME 02 DESTOR 03 NAME BENIX & CO. INC. BUSINESS NAME ONTARIO CORPORATION NO. ON 04 ADDRESS 98 ORFUS ROAD TORONTO M6A 1L9 DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME 05 DEBTOR 06 NAME BUSINESS NAME ONTARIO CORPORATION NO. 07 ADDRESS 08 SECURED PARTY / CANADIAN IMPERIAL BANK OF COMMERCE LIEN CLAIMANT 09 ADDRESS 595 BAY STREET, 5TH FLOOR TORONTO M5G 2C2 ON COLLATERAL CLASSIFICATION CONSUMER MOTOR VEHICLE AMOUNT DATE OF NO FIXED GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED MATURITY OR MATURITY DATE 10 X YEAR MAKE MODEL V.I.N. 11 MOTOR 12 VEHICLE 13 GENERAL COLLATERAL 14 DESCRIPTION 15 16 REGISTERING GOODMAN AND CARR LLP (ATTENTION - JAMES HOFFNER - 0601691) AGENT CERTIFIED BY/CERTIFIÉES PAR 17 ADDRESS 200 KING STREET WEST, SUITE 2300 TORONTO ON M5H 3W5 *** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. *** REGISTRAR OF



PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM ENQUIRY RESPONSE CRETIFICATE

REPORT : PSSR060 PAGE : 34 (3461)

| | | | | CERTIFICA | TE | | | | |
|-----------|--|------------------------|--|--------------------------|--|-----------|------------|---------|--|
| SEAR | OF SEARCH : I CH CONDUCTED ON : I CURRENCY : 2 | | | | ar thug na shullar through a shull a shu | | | | |
| | FORM ZC FINANCING | CHANGE STAT | ement / change statemen | r | | | | | |
| | CAUTION FILING | NO. OF PA | TAL MOTOR VEHICLE GES SCHEDULE | NOMBER | UNDER | | | | |
| 01 21 | | 01 00 NUMBER 62 | 1 2011 7782805 | 0615 1051 152 | 9 2257 RENEWAL | CORRECT | | | |
| 22 | PAGE | | SPECIFIC PAGE AMENDED | CHANGE REQU B RENEWAL | IRED YEARS | PERIOD | | | |
| 23 | REFERENCE | | FIRST GIVEN NAME | INITIAL SU | RNAME | | | | |
| 24 | DEBTOR/ TRANSPEROR | INESS NAME | BENIX & CO. INC. | | | | | | |
| 25 26 | OTHER CHANGE REASON/ | | | | | | | | |
| 27 28 | DESCRIPTION | | | | | | | | |
| 02/ 05 | DATE OF | BIRTH | FIRST GIVEN NAME | | RNAME | | | | |
| 03/ 06 | TRANSPEREE BUS | INESS NAME | | | | ONTARIO (| ORPORATIO | N.NO. | |
| 04/0 |)7 | ADDRESS | | | | | | | |
| 29 | ASSIGNOR SECURED PARTY/LIE | | | | | | | | |
| 0B 09 | | ADDRESS | n an | -100 | | | | | |
| | COLLATERAL CLASSI CONSUMER GOODS I | araararaa qooraa araan | MO JIPMENT ACCOUNTS OTHER | | | | | | |
| 10 | | | | | | | | | |
| 11 | | un c | | | V.I.N. | | | | |
| 12 13 | VEHICLE GENERAL | | | | | | | | |
| 14 | COLLATERAL | | | | | | | | |
| 15 16 | DESCRIPTION REGISTERING AGENT | | D+H LIMITED PARTNERSH | (T.B. | | | | | |
| 17 | SECURED PARTY/ | ADDRESS | | | BURNABY | | BC | V5G 358 | CERTIFIED BY/CERTIFIEES PAR |
| | | mustinindai asticis d | | | | | CONTINUED. | | REGISTRAR OF PERSONAL PROPERTY SECURITY |

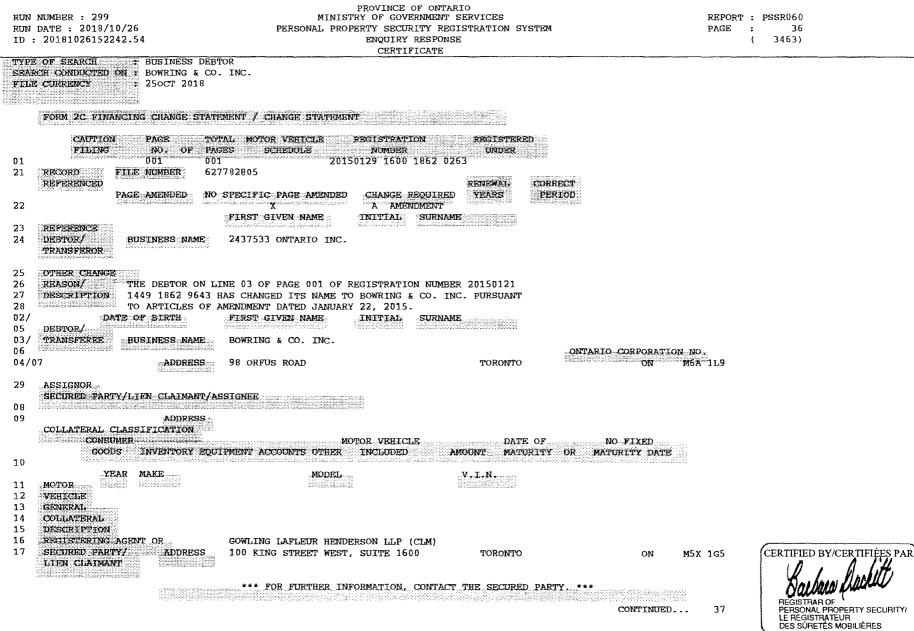
REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÜRETES MOBILIÈRES (cri2ft 11/2017)



| RUN ID : | NUMBER : 299 DATE : 2018/10/26 20181026152242.54 | | PERSONAL PROP | PROVINCE OF (RY OF GOVERNM ERTY SECURITY ENQUIRY RES CERTIFICA | ENT SERVICES REGISTRATION SY PONSE | 'STEM | PAGE | : PSSR060 : 35 (3462) |
|--|--|---|---|---|--|------------------------|-------------------------|------------------------------|
| SRAR | CAPFION | ING & CO. T 2018 NGE STATE OF PAG 001 ER 627 DED NO | INC. MENT / CHANGE STATEMEN AL MOTOR VEHICLE ES SCHEDULE | REGISTRATION NUMBER 0121 1449 186 CHANGE REQU E TRANSFE | DNDER 2 9643 REMEWAL IRED YEARS | D Correct PERIOD | | |
| 27 28 02/ 05 03/ 06 04/0 | DESCRIPTION DATE OF BIR DEBTOR/ TRANSFEREE BUSINES 07 A | s name | | | RNAME | | RATION NO. N M6A 119 | |
| 29 08 09 10 | ASSIGNOR SECURED FARTY/LIEN-CL A COLLATERAL CLASSIFICA CONSUMER COODS INVEN | AIMANT/AS DDRESS TION TORY BOUI | SIGNEE MO PMENT ACCOUNTS OTHER | INCLUDED | AMOUNT MAT | DRITY OR MATURITY | DATE | |
| 11 12 13 14 15 | YEAR MAKE MOTOR VEHICLE GENERAL COLLATERAJ DESCRIPTION | | MODEL | | V.L.N. | | | |
| 16 17 | LIEN CLAIMANT | DDRESS | GOWLING LAFLEUR HENDE #1600, 1 FIRST CDN PL *** FOR FURTHER INF | ACE, 100 KING | STR W TORONTO |) PARTY. *** | M M5X 1G5 NUED 36 | CERTIFIED BY/CERTIFIÉES PAR |

~ •





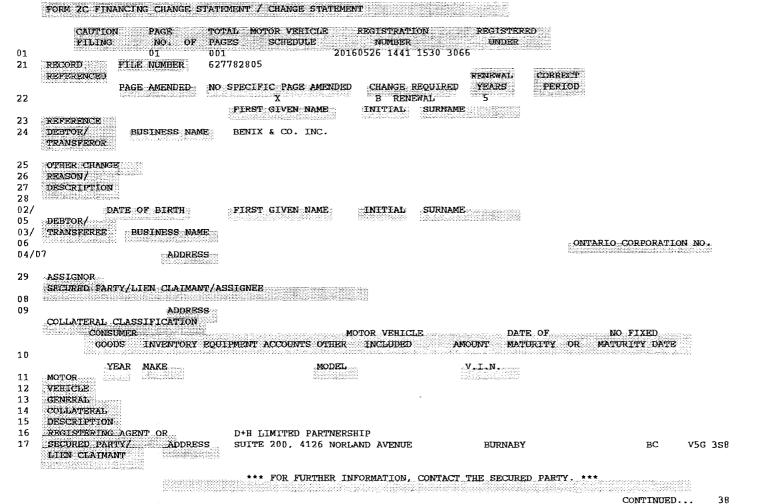
(crj2ft 11/2017)



PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM ENQUIRY RESPONSE CERTIFICATE

REPORT : PSSR060 PAGE : 37 (3464)

TYPE OF SEARCH : BUSINESS DEBTOR SEARCH CONDUCTED ON 1 BOWRING & CO. INC. FILE CURRENCY : 250CT 2018





CERTIFIED BY/CERTIFIÉES PAR



| RUN I | NUMBER : 299 DATE : 2018/10/26 20181026152242.54 | MINISTRY OF G PERSONAL PROPERTY SE ENQUI | CE OF ONTARIO OVERNMENT SERVICES CURITY REGISTRATION SY RY RESPONSE TIFICATE | STEM | REPORT PAGE | : PSSR060 : 38 (3465) |
|------------|---|--|--|-----------------------|----------------|--|
| SRAR | OF SEARCH : BUSINESS DEBT H CONDUCTED ON : BOWRING & CO. CURRENCY : 250CT 2018 | | | | | |
| | FORM 2C FINANCING CHANGE STATE | MENT / CHANGE STATEMENT | | | | |
| 01 | CAUTION PAGE TOT. FILING NO. OF PAG 001 001 | es schedule numb | ATION REGISTERE ER UNDER 36 1862 4948 | | | |
| 21 | RECORD FILE NUMBER 627 | 782805 | RENEWAL | CORRECT | | |
| 22 | PAGE AMENDED NO | X A A | E REQUIRED YEARS MENDMENT | PERIOD | | |
| 23 | REFERENCE | FIRST GIVEN NAME INITIA | LSURNAME | | | |
| 24 | DEBTOR/ BUSINESS NAME TRANSPEROR | BOWRING & CO. INC. | | | | |
| 26 27 | OTHER CHANGE REASON/ THE NAME OF THE DESCRIPTION 1590 0302 HAS BE | DEBTOR ON LINE 03 OF REGISTRA EN AMENDED. | TION NO. 20060808 1548 | t - | | |
| 02/ | DATE OF BIRTH | FIRST GIVEN NAME | | | | |
| 05 03/ | DEBTOR/ TRANSFEREE BUSINESS NAME | 11041045 CANADA INC. | nte la fantigar de la fina y de casa de la fina | | | |
| 06 04/0 | 7 ADDRESS | 98 ORFUS ROAD | TORONTO | ONTARIO CORPORATION | NO. MGA 119 | |
| 29 | ASSIGNOR | | | | | |
| 08 | SECURED FARTY/LIEN CLAIMANT/AS | SIGNEE | | | | |
| 09 | ADDRESS COLLATERAL CLASSIFICATION CONSUMER | | | | | |
| | The second second the second second second second second second | MOTOR VEH PMENT ACCOUNTS OTHER INCLUD | ed amount matu | RITY OR MATURITY DATE | | |
| 10 | YEAR MAKE | MODEL | V.I.N. | | • | |
| 11 12 | MOTOR | illioperio solato | | | | |
| 13 | GENERAL. | | | | | |
| 14 | COLLATERAL | | | | | |
| 15 16 | DESCRIPTION REGISTERING AGENT OR | GOWLING WLG (CANADA) LLP (T | | | | |
| | SECURED PARTY/ ADDRESS LIEN CLAIMANT | SUITE 1600, 100 KING STREET | | ON | M5X 1G5 | CERTIFIED BY/CERTIFIEES PAR |
| : | of a construction of a second s | *** FOR FURTHER INFORMATIO | | | 1 | REGISTRAR OF |
| | | | | CONTINUED | | PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÜRETÉS MOBILIÈRES |



PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM ENQUIRY RESPONSE CERTIFICATE

| ID : 2018102 | 26152242.54 | | ENQUIRY RESPON CERTIFICATE | SE | | | (3466) |
|--|---|---|-------------------------------|-------------------|--|----------|-----------------------------|
| SEARCH CONDL | CH BUSINESS DEP CTED ON BOWRING & CC T F 250CT 2018 | | | | | | |
| FORM 10 | FINANCING STATEMENT | ' / CLAIM FOR LIEN | | | | | |
| | E NUMBER 15826529 | | | | | | |
| 21 T T T T T T T T T T T T T T T T T T T | ITION PAGE TOT IING NO. OF PAG 01 00 | es sched | jt.e numb | er un | STERED REGISTRAT DER PERIOD PPSA 5 | | |
| 02 DEBTOR | DATE OF BIRTR | FIRST GIVEN NAME | INITIAL SURNA | | | | |
| 03 NAME | BUSINESS NAME | BENIX & CO.INC. | | | OFFARIO CORPORA | TON NO. | |
| 04 | ADDRESS | 98 ORFUS ROAD | | TORONTO | ON | M6A 2L9 | |
| 05 DEBTOR | DATE OF BIRTH | FIRST GIVEN NAME | INITIAL SURNA | Æ | | | |
| 06 NAME | BUSINESS NAME | BARNES & CASTLE | | | ONTARIO CORPORA | FION NO. | |
| 07 | ADDRESS | 98 ORFUS ROAD | | TORONTO | OM | M6A 2L9 | |
| LIEN CI |) PARTY / JAIMANT | CANADIAN IMPERIAL BA | NK OF COMMERCE | | | | |
| 09 | ADDRESS | 595 BAY STREET, 5TH | FLOOR | TORONTO | ON | M5G 2C2 | |
| | | M ITPMENT ACCOUNTS OTHER X X X | INCLUDED | | NO FIXED OR MATURITY DATI | | |
| 11 MOTOR 12 VEHICLI | | MODEL | | V.T.N. | | | |
| 13 GENERAL 14 COLLATI | | ATE RENEWAL PURSUANT T TRITIES ACT FOR REGISTR | | | | | |
| 15 DESCRII | | LE NUMBER 821031363 | ATTON NONEDAC 9004 | 12200310233370 | | | |
| 16 REGISTI AGENT | ERING | CANADIAN SECURITIES | REGISTRATION SYST | EMS | | | CERTIFIED BY/CERTIFIÉES PAR |
| 17 | ADDRESS | | | RICHMOND | BC | V6V2L1 | Q. L. Applitt |
| | | *** FOR FURTHER IN | Pormation, contac | T THE SECURED PAR | | | REGISTRAR OF |
| | | | | | CONTINU | ED 40 | PERSONAL PROPERTY SECURITY/ |

REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÜRETES MOBILIÈRES (erjift 11/2017)



PROVINCE OF ONTARIO REPORT : PSSR060 RUN NUMBER : 299 MINISTRY OF GOVERNMENT SERVICES RUN DATE : 2018/10/26 PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM PAGE : 40 ID : 20181026152242.54 ENQUIRY RESPONSE (3467) CERTIFICATE TYPE OF SEARCH : BUSINESS DEBTOR SEARCH CONDUCTED ON : BOWRING & CO. INC. FILE CURRENCY : 250CT 2018 FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT PAGE TOTAL MOTOR VEHICLE REGISTRATION REGISTERED NO. OF PAGES SCHEDULE NUMBER UNDER D. 001 20011022 1220 1521 2755 CAUTION FILING 01 001 20011023 1820 1531 2155 01 21 RECORD FILE NUMBER 876826629 REFERENCED RENEWAL CORRECT NO SPECIFIC PAGE AMENDED PAGE AMENDED CHANGE REQUIRED YEARS PERIOD Terret and the state of the sta 22 A AMENDMENT INITIAL SURNAME FIRST GIVEN NAME an an di bina di ana di mata da an di 23 REFERENCE DEBTOR/ 24 BUSINESS NAME BENIX & CO.INC. TRANSFEROR 25 OTHER CHANGE 26 REASON/ ADDITIONAL DEBTOR'S NAME HAS BEEN ADDED TO REGISTRATION NUMBER 27 DESCRIPTION 20011004180215317998 REFERENCE FILE NUMBER 876826629. 28 02/ DATE OF BIRTH FIRST GIVEN NAME INITIAL SURNAME 05 DEBTOR/ 03/ TRANSFEREE BUSINESS NAME BENIX & CO. 06 ONTARIO CORPORATION NO. ON MEA 219 04/07 ADDRESS 98 ORFUS ROAD TORONTO 29 ASSIGNOR SECURED FARTY/LIEN CLAIMANT/ASSIGNEE 08 09 ADDRESS COLLATERAL CLASSIFICATION CONSUMER MOTOR VEHICLE. DATE OF NO FIXED GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE. 10 YEAR MAKE MODEL V.I.N. MOTOR 11 12 VERICLE 13 GENERAL COLLATERAL 14 15 DESCRIPTION 16 REGISTERING AGENT OR CANADIAN SECURITIES REGISTRATION SYSTEMS SECLIRED PARTY/ ADDRESS SUITE 180-13571 COMMERCE PARKWAY 17 CERTIFIED BY/CERTIFIÉES PAR V6V2L1 RICHMOND BC LIEN CLAIMANT *** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. *** REGISTRAR OF CONTINUED... 41 PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÚRETÉS MOBILIÈRES (crj2ft 11/2017)



PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM ENQUIRY RESPONSE CERTIFICATE

REPORT : PSSR060 PAGE : 41 (3468)

TYPE OF SEARCH : BUSINESS DEBTOR SEARCH CONDUCTED ON : BOWRING & CO. INC. FILE CURRENCY : 250CT 2018

FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT

|)1 | FILLING | NO+ OF 01 | PAGES SCHEDULE | NUMBER 50822 1944 1531 661 | | |
|---------------------------------|---|------------------------------------|--|-------------------------------|---------------------|--|
| | RECORD REPERENCED | FILE NUMBER | 876826629 | | | ORRECT |
| .2 | v Managana a na sa na ga na | PAGE AMENDED | NO SPECIFIC PAGE AMENDED | CHANGE REQUIRED B RENEWAL | YEARS | PERIOD |
| 3 | | | FIRST GIVEN NAME | INITIAL SURNAME | | |
| | REFERENCE DEBTOR/ TRANSFEROR | BUSINESS NAM | | | | |
| | OTHER CHANG | | | | | |
| 6 7 | REASON/ DESCRIPTION | | | | | |
| 8 | | | | | | |
| 2/ 5 : | | NTE OF BIRTH | FIRST GIVEN NAME | INITIAL SURNAME | G | |
| | DEBTOR/ TRANSFEREE | BUSINESS NAM | Bass | | | |
| 6 | | | | | | ONTARIO CORPORATION NO. |
| 4/0 | 7 | ADDRES | | | | nses kon konstractionen sin kan kan kan kan kan kan kan kan kan ka |
| 9 | | TY/LIEN CLAIMAN | | | | |
| 8 | | ADDRES | | 2000 | | |
| - | COLLATERAL | CLASSIFICATION | | | | |
| | CONS | OMBR | | | | F NO FIXED |
| | | DS INVENTORY | EQUIPMENT ACCOUNTS OTHER | INCLODED AV | 100NT MATURI | TY OR MATURITY DATE |
| 0 | GOO | | | | | |
| | 1973.B161. - X | ear make | .MODEL | | V.I.N. | |
| 1 | Y MOTOR | analina nata ana a | MODEL | | V.I.N. | |
| 1 2 | 1973.B161. - X | ear make | | | V | |
| 1 2 3 4 | Y MOTOR VEHICLE GENERAL COLLATEFAL | EAR MAKE | | | V.I.N. | |
| 0 1 2 3 4 5 6 | y Motor Vehicle General Collateral Description | EAR MAKE | | | | |
| 1 2 3 4 5 | Y MOTOR VEHICLE GENERAL COLLATERAL DESCRIPTION RECISTERING | EAR MAKE | CANADIAN SECURITIES | REGISTRATION SYSTEM | 158-1690-1295 45 | вс УбУ21 |
| 1 2 3 4 5 6 | y Motor Vehicle General Collateral Description | EAR MAKE AGENT OR TYZ ADDRES | CANADIAN SECURITIES | REGISTRATION SYSTEM | | вс v6v2i |
| 1 2 3 4 5 6 | Y MOTOR VEHICLE GENERAL COLLATERAL DESCRIPTION REGISTERING SECORED PAR | EAR MAKE AGENT OR TYZ ADDRES | CANADIAN SECURITIES) SS SUITE 180-13571 COMM | REGISTRATION SYSTEM | AS RICHMOND | |





,

PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM ENQUIRY RESPONSE CERTIFICATE

REPORT : PSSR060 PAGE : 42 (3469)

| | | | CERTIFICATE | | | | | - |
|---------------|---|--|----------------------------------|--------------------------|-------------------|-----------|---------|--|
| SEARC FILE | OF SEARCH & BUSINESS DEE EL CONDUCTED ON & BOWRING & CO CURRENCY & 250CT 2018 | | | | | | | |
| 1.1577.4 | FORM 2C FINANCING CHANGE STAT | 'EMENT / CHANGE STATEMENT | | | | | | |
| | FILING NO. OF P | GES SCHEDULE | GISTRATION NUMBER | ONDER | | | | |
| | RECORD FILE NUMBER 87 |)1 201108 76826629 | 05 1946 1531 062 | | | | | |
| | REPERENCED PAGE AMENDED NO | SPECIFIC PAGE AMENDED | CHANGE REQUIRED | YEARS. | CORRECT PERIOD | | | |
| 22 | tishkitishi adalah ing alay ang a | X FIRST GIVEN NAME I | b Renewal Nitial Surname | 5 | ontali ziukonacij | | | |
| | REFERENCE DEBTOR/ BUSINESS NAME | BENIX & CO.INC. | alitätti ihin ilintaria. Airakia | | | | | |
| | TRANSFEROR | DENIX & CO.INC. | | | | | | |
| | other change | | | | | | | |
| 27 | REASON/ DESCRIPTION | | | | | | | |
| 02/ | DATE OF BIRTH | FIRST GIVEN NAME | NITIAL SURNAME | | | | | |
| 05 | DEBTOR/ TRANSPEREE BUSINESS NAME | Menderschaftlichter sinder sicht in Mit. | Receiverant Receiverstering | | | | | |
| 06 | rtinin (1999) (1999) (1997) — TELING AND DAN DAN DAN DAN DAN DAN DAN DAN DAN | | | | ONTARIO C | ORPORATIO | | |
| 04/07 | ADDRESS | | | | | | ** | |
| 4 | ASSIGNOR SECURED PARTY/LIEN CLAIMANT// | | | | | | | |
| 09 | ADDRESS COLLATERAL CLASSIFICATION | | | | | | | |
| | CONSUMER | | | | | | | |
| 10 | | JIPMENT ACCOUNTS OTHER 1 | | Alta, de Alideide (para) | atty or matur | | | |
| 11 | YEAR MAKE | MODEL | | V.I.N. | | | | |
| | VEHICLE GENERAL | | | | | | | |
| 14 | COLLATERAL | | | | | | | |
| | RESISTERING AGENT OR | D+H LIMITED PARTNERSHIP | , | | | | | |
| 17 | SECURED PARTY/ ADDRESS LTEN CLAIMANT | | AVENUE | BURNABY | | BC | V5G 358 | CERTIFIED BY/CERTIFIÉES PAR |
| | | *** FOR FURTHER INFOR | | THE CRATER | DADTTV *** | | | Knohnen KARA |
| | | FOR FORTHER INFOR | | | | | | REGISTRAR OF |
| | | | | | C | ONTINUED. | 43 | PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR |



,

PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM ENQUIRY RESPONSE OPDUTETONDE

REPORT : PSSR060 PAGE : 43 (3470)

| | | C | ERTIFICATE | | | |
|----------------------|--|--|--|--|---------|--|
| SRAR | OF SEARCE : BUSINESS DEBT E CONDUCTED ON : BOWRING & CO. CURRENCY : 250CT 2018 | | | | | |
| | FORM 2C FINANCING CHANGE STATE | MENT / CHANGE STATEMENT | | | | |
| | CAUTION FACE TOT FILING NO. OF PAG 001 001 | es schedule No | TRATION REGISTER MBER UNDER 1449 1862 9645 | | | |
| 01 21 | | 826629 | RENEWAL | CORRECT | | |
| 22 | | | NGE REQUIRED YEARS | PERIOD | | |
| | REPERSNER | ETROPOTION NAME TATT | IAL SURNAME | | | |
| 24 | DEBTOR/ BUSINESS NAME TRANSFEROR | BENIX & CO. INC. | | | | |
| 25 26 27 28 | OTHER CHANGE REASON/ DESCRIPTION | | | | | |
| 02/ 05 | DATE OF BIRTH | FIRST GIVEN NAME INIT | TAL -SURNAME | | | |
| 03/ 06 | TRANSFEREE BUSINESS NAME | 2437533 ONTARIO INC. | | ONTARIO CORPORAT | ION NO. | |
| 04/0 | 7 ADDRESS | 98 ORFUS ROAD | TORONTO | ŌŇ | M6A 1L9 | |
| 29 08 | ASSIGNOR SECURED PARTY/LIEN CLAIMANT/AS | SIGNEE | | | | |
| 09 | ADDRESS COLLATERAL CLASSIFICATION | | | | | |
| | CONSUMER GOODS INVENTORY EQUI | PMENT ACCOUNTS OTHER INCL | added Amount Mat | E OF NO FIXED URITY OR MATURITY DAT | e | |
| 10 | YEAR MAKE | MODEL. | | | | |
| 11 12 | MOTOR VEHICLE | | -01425682468965924-0 | | | |
| 13 14 | GENERAL COLLATERAL | | | | | |
| 15 16 17 | DESCRIPTION REGISTERING AGENT OR SECURED PARTY/ ADDRESS | GOWLING LAFLEUR HENDERSON #1600, 1 FIRST CDN PLACE, | | ON | M5X 1G5 | CERTIFIED BY/CERTIFIES PAR |
| | GIEN CLAIMANT | | | | | Ruber Annit |
| | | *** FOR FURTHER INFORMAT | TION, CONTACT THE SECURE | | | REGISTRAR OF |
| | | | | CONTINUE | D 44 | PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SÜRETÉS MOBILIÈRES |

(crj2ft 11/2017)



| RUN NUMBER : 299 RUN DATE : 2018/10/26 ID : 20181026152242.54 TYPE OF SEARCH : BUSINESS | PROVINCE OF ONT MINISTRY OF GOVERNMEN PERSONAL PROPERTY SECURITY R ENQUIRY RESPO CERTIFICATE | F SERVICES EGISTRATION SYSTEM | REPORT PAGE | : PSSR060 : 44 (3471) |
|--|---|---|-------------------------|--|
| SEARCH CONDUCTED ON I BOWRING FILE CURRENCY : 250CT 20 | & CO. INC. | | | |
| FORM 2C FINANCING CHANGE | STATEMENT / CHANGE STATEMENT | | | |
| CAUTION PASE FILING NO; OF 01 001 21 RECORD FILE NUMBER REFERENCED 22 | TOTAL MOTOR VEHICLE REGISTRATION PAGES SCHEDULE NUMBER 001 20150129 1600 1862 0 876826629 NO SPECIFIC PAGE AMENDED CHANGE REQUIR X AMENDMENT | RENEWAL CORRECT 5D YEARS PERIOD | | |
| 23 REFERENCE 24 DEDTOR/ BUSINESS NA TRANSFEROR | | dan Bergerand and Andreas a | | |
| 27 DESCRIPTION 1449 1862 9 | ME BOWRING & CO. INC. | INC. PURSUANT | NTARIO CORPORATION NO - | |
| 04/07 ADDRE | | TORONTO | ON MGA 1L9 | |
| | renna versitsis suuristi suurista suurista suurista suurista suurista suurista. 88 sii | DATE OF AMOUNT MATURITY OR | | |
| 10 YEAR MAKE | MODEL | V.I.N. | | |
| 11 MOTOR 12 VEHICLE 13 GINERAL 14 COLLATERAL 15 DESCRIPTION | | | | |
| 16 RECENTERING AGENT OR 17 SECURED PARTY/ ADDRE LIEN CLAIMANT | | TORONTO | ON M5X 1G5 | CERTIFIED BY/CERTIFIÉES PAR |
| | *** FOR FURTHER INFORMATION, CONTAG | | | REGISTRAR OF PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SURETES MOBILIÈRES |



e

TYPE OF SEARCH : BUSINESS DEBTOR SEARCH CONDUCTED ON a BOWRING & CO. INC.

*

PROVINCE OF ONTARIO MINISTRY OF GOVERNMENT SERVICES PERSONAL PROPERTY SECURITY REGISTRATION SYSTEM ENQUIRY RESPONSE CERTIFICATE

REPORT : PSSR060 PAGE : 45 3472) (

FILE CURRENCY = 250CT 2018 FORM 2C FINANCING CHANGE STATEMENT / CHANGE STATEMENT PAGE TOTAL MOTOR VEHICLE RECESTRATION REGISTERED NO. OF PAGES SCHEDULE NUMBER UNDER CAUTION FILING 20160920 1038 1529 3916 01 01 001 21 RECORD FILE NUMBER 876826629 REFERENCED RENEWAL. CORRECT PAGE AMENDED NO SPECIFIC PAGE AMENDED CHANGE REQUIRED YEARS PERIOD x X 22 B RENEWAL 555 FIRST GIVEN NAME INITIAL SURNAME REFERENCE 23 DEBTOR/ 24 BUSINESS NAME BENIX & CO.INC. TRANSFEROR 25 OTHER CHANGE REASON/ 26 27 DESCRIPTION 28 Satura de Caraciensia de Caraciera de 02/ FIRST GIVEN NAME SURNAME DATE OF BIRTH INITIAL 05 DEBTOR/ TRANSFEREE BUSINESS NAME 03/ 06 ONTARIO CORPORATION NO. 04/07 ADDRESS 29 ASSIGNOR ASSIGNOR SECURED PARTY/LIEN CLAIMANT/ASSIGNEE 08 09 ADDRESS COLLATERAL CLASSIFICATION CONSUMER _____ MOTOR VEHICLE DATE OF NO FIXED GOODS INVENTORY EQUIPMENT ACCOUNTS OTHER INCLUDED AMOUNT MATURITY OR MATURITY DATE 10 YEAR MAKE MODEL V.I.N. MOTOR 11 12 VEHICLE GENERAL. 13 14 COLLATERAL 15 DESCRIPTION 16 REGISTERING AGENT OR D+H LIMITED PARTNERSHIP 17 SECURED PARTY/ ADDRESS SUITE 200, 4126 NORLAND AVENUE BURNABY BC V5G 3S8 CERTIFIED BY/CERTIFIÉES PAR LIEN CLAIMANT *** FOR FURTHER INFORMATION, CONTACT THE SECURED PARTY. *** EGISTRAR OF CONTINUED... 46 PERSONAL PROPERTY SECURITY/



LE REGISTRATEUR DES SÜRETÉS MOBILIÈRES

| RUN ID : | NUMBER : 299 DATE : 2018/10/26 20181026152242.54 | MINISTRY O PERSONAL PROPERTY EN(| VINCE OF ONTARIO F GOVERNMENT SERVICES SECURITY REGISTRATION SY QUIRY RESPONSE CERTIFICATE | STEM | REPORT : PSSR(PAGE : (347 | 46 |
|-----------------------------------|--|---|--|--------------------------------------|-----------------------------------|-------------------------|
| SEAR | OF SEARCH : BUSINESS DEED CH CONDUCTED ON BOWRING & CO. CURRENCY : 250CT 2018 | . INC. | normalizada admenistrativa temperizadore compo | | | |
| 22 | PILING NO. OF PAG 001 001 RECORD FILE NUMBER 876 REFERENCED | TAL MOTOR VEHICLE REGI TES SCHEDULE NU 1 20181024 6826629 SPECIPIC PAGE AMENDED CH X A | STRATION RESISTENT OMBER UNDER 1036 1862 4949 RENEWAL ANGE REQUIRED YEARS AMENDMENT TIAL SURNAME | D CORRECT PERIOD | | |
| 24 25 26 27 28 02/ | DEBTOR/ TRANSPEROR OTHER CHANGE REASON/ DESCRIPTION DATE OF BIRTH | EEN AMENDED. | TIAL SURNAME | | | |
| 05 03/ | DEBTOR/ TRANSFERTE BUSINESS NAME | | TORONTO | - ONTARIO - CORPORATION NO ON MGA |). 1L9 | |
| 08 09 | SECURED PARTY/LIEN CLAIMANT/A ADDRESS COLLATERAL CLASSIFICATION CONSUMER GOODS INVENTORY PQU | SSIGNER MOTOR IPMENT ACCOUNTS OTHER INC | | OF NO FIXED RITY OR MATURITY DATE | | |
| 10 11 12 13 14 15 | YEAR MAKE MOTOR VEHICLE GENERAL COLLATERAL DESCRIPTION | MODEL | V.I.N. | | | |
| 16 17 | RECEISTER INC. AGENT. OR. SECURED PARTY/ ADDRESS LIEN CLAIMANT | | ET WEST TORONTO | | 47 PE | TFIED BY/CERTIFIÉES PAR |



r

TYPE OF SEARCH: BUSINESS DEBTORSEARCH CONDUCTED ON: BOWRING & CO. INC.FILE CURRENCY: 250CT 2018

INFORMATION RELATING TO THE REGISTRATIONS LISTED BELOW IS ATTACHED HERETO.

| FILE NUMBER | REGISTRATION NUMBER | REGISTRATION NUMBER | REGISTRATION NUMBER | REGISTRATION NUMBER |
|-------------|-------------------------|-------------------------|-------------------------|-------------------------|
| | | | | |
| 733255524 | 20171024 1554 1793 2736 | | | |
| 720807552 | 20160921 1200 1793 7540 | | | |
| | | | D040400 4104 4000 4000 | |
| 702786051 | 20150106 1438 1590 7235 | 20150130 1526 1590 8891 | 20181019 1121 1862 4660 | |
| 702794889 | 20150106 1617 1590 7254 | 20150130 1527 1590 8892 | 20181024 1459 1590 1479 | |
| 700738794 | 20141016 1450 1862 3051 | 20150129 1600 1862 0266 | 20181023 1514 1862 4907 | |
| 693252126 | 20140120 1405 1590 5065 | 20140624 1516 1590 4921 | 20150130 1529 1590 8895 | 20150130 1603 1590 8917 |
| | 20181019 1120 1862 4659 | | | |
| 693252144 | 20140120 1405 1590 5066 | 20150130 1529 1590 8896 | 20150130 1603 1590 8918 | 20181024 1502 1590 1486 |
| 683086383 | 20121123 1451 1530 3868 | 20161006 1004 1462 0543 | 20161011 1427 1793 8107 | 20171024 1553 1793 2734 |
| 627782787 | 20060808 1547 1590 0301 | 20110615 1051 1529 2256 | 20150121 1449 1862 9644 | 20150129 1600 1862 0264 |
| | 20160526 1441 1530 3065 | 20181023 1514 1862 4908 | | |
| 627782805 | 20060808 1548 1590 0302 | 20110615 1051 1529 2257 | 20150121 1449 1862 9643 | 20150129 1600 1862 0263 |
| | 20160526 1441 1530 3066 | 20181024 1036 1862 4948 | | |
| 876826629 | 20011004 1802 1531 7998 | 20011023 1820 1531 2155 | 20060822 1944 1531 6618 | 20110805 1946 1531 0623 |
| | 20150121 1449 1862 9645 | 20150129 1600 1862 0265 | 20160920 1038 1529 3916 | 20181024 1036 1862 4949 |

CERTIFIED BY/CERTIFIÉES PAR BOLLAND P PERSONAL PROPERTY SECURITY/ LE REGISTRATEUR DES SURETÉS MOBILIÈRES (crfj4 11/2017)

Ontario

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