

District of: Ontario
Division No. 09 - Toronto
Court No. 31-2067706
Estate No. 31-2067706

FORM 68
Notice of Bankruptcy, First Meeting of Creditors
(Subsection 102(1) of the Act)

Original Amended

In the matter of the bankruptcy of
2208937 Ontario Inc.
of the City of Toronto
in the Province of Ontario

Take notice that:

1. 2208937 Ontario Inc. filed (or was deemed to have filed) an assignment on the 11th day of December 2015, and the undersigned, MNP LTD., was appointed as trustee of the estate of the bankrupt by the official receiver (or the Court), subject to affirmation by the creditors of the trustee's appointment or substitution of another trustee by the creditors.
2. The first meeting of creditors of the bankrupt will be held on the 21st day of December 2015, at 10:00 AM, at the office of Homewood Suites, at 40 Bay Street South, Hamilton, ON, L8P 0B3.
3. To be entitled to vote at the meeting, a creditor must lodge with the trustee, before the meeting, a proof of claim and, where necessary, a proxy.
4. Enclosed with this notice is a proof of claim form, proxy form, and list of creditors with claims amounting to \$25 or more showing the amounts of their claims.
5. Creditors must prove their claims against the estate of the bankrupt in order to share in any distribution of the proceeds realized from the estate.

Dated at the City of Toronto in the Province of Ontario, this 11th day of December 2015.

MNP LTD. - Trustee

Per:



Sheldon Title
300 - 111 Richmond Street West
Toronto ON M5H 2G4
Phone: (416) 596-1711 Fax: (416) 323-5242



District of:
 Division No. _____
 Court No. _____
 Estate No. _____

Original Amended

-- Form 78 --

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

In the matter of the bankruptcy of
 2208937 Ontario Inc.
 of the City of Toronto
 in the Province of Ontario

To the bankrupt:

You are required to carefully and accurately complete this form and the applicable attachments showing the state of your affairs on the date of the bankruptcy, on the 11th day of December 2015. When completed, this form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

| LIABILITIES (as stated and estimated by the officer) | ASSETS (as stated and estimated by the officer) | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
|---|--|--------------|---|------|---------------------------------|--------------|--|------|--|------|---|------|-------------------------|--------------|---------------|-----|--|--------------------|------|------------------------------|------|---|--|------------|------|----------------|------|-----------|------|----------------------------|------|--|------|---|------|---------------|------|--------------------|------|---|------|---|------|---------------------|------|---|------|--|------|---------------------------------|------|--------------------|------|---|------|------------------------------------|--|------------------------------------|------|------------------------------|------|-------------------------------------|------|----------------------------|------|--------------------|------|------------------|--------------|
| <table border="0" style="width: 100%;"> <tr> <td style="width: 80%;">1. Unsecured creditors as per list "A"</td> <td style="text-align: right; border-bottom: 1px solid black;">4,487,359.20</td> </tr> <tr> <td> Balance of secured claims as per list "B"</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td> Total unsecured creditors</td> <td style="text-align: right; border-bottom: 3px double black;">4,487,359.20</td> </tr> <tr> <td>2. Secured creditors as per list "B"</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td>3. Preferred creditors as per list "C"</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td>4. Contingent, trust claims or other liabilities as per list "D" estimated to be reclaimable for</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td> Total liabilities</td> <td style="text-align: right; border-bottom: 3px double black;">4,487,359.20</td> </tr> <tr> <td> Surplus</td> <td style="text-align: right; border-bottom: 1px solid black;">NIL</td> </tr> </table> | 1. Unsecured creditors as per list "A" | 4,487,359.20 | Balance of secured claims as per list "B" | 0.00 | Total unsecured creditors | 4,487,359.20 | 2. Secured creditors as per list "B" | 0.00 | 3. Preferred creditors as per list "C" | 0.00 | 4. Contingent, trust claims or other liabilities as per list "D" estimated to be reclaimable for | 0.00 | Total liabilities | 4,487,359.20 | Surplus | NIL | <table border="0" style="width: 100%;"> <tr> <td style="width: 80%;">1. Inventory</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td>2. Trade fixtures, etc.</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td>3. Accounts receivable and other receivables, as per list "E"</td> <td></td> </tr> <tr> <td> Good</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td> Doubtful</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td> Bad</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td> Estimated to produce</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td>4. Bills of exchange, promissory note, etc., as per list "F"</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td>5. Deposits in financial institutions</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td>6. Cash</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td>7. Livestock</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td>8. Machinery, equipment and plant</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td>9. Real property or immovable as per list "G"</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td>10. Furniture</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td>11. RRSPs, RRIFs, life insurance, etc.</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td>12. Securities (shares, bonds, debentures, etc.)</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td>13. Interests under wills</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td>14. Vehicles</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td>15. Other property, as per list "H"</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td colspan="2">If bankrupt is a corporation, add:</td> </tr> <tr> <td> Amount of subscribed capital</td> <td style="text-align: right; border-bottom: 1px solid black;">1.00</td> </tr> <tr> <td> Amount paid on capital</td> <td style="text-align: right; border-bottom: 1px solid black;">1.00</td> </tr> <tr> <td> Balance subscribed and unpaid</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td> Estimated to produce</td> <td style="text-align: right; border-bottom: 1px solid black;">0.00</td> </tr> <tr> <td> Total assets</td> <td style="text-align: right; border-bottom: 3px double black;">0.00</td> </tr> <tr> <td> Deficiency</td> <td style="text-align: right; border-bottom: 1px solid black;">4,487,359.20</td> </tr> </table> | 1. Inventory | 0.00 | 2. Trade fixtures, etc. | 0.00 | 3. Accounts receivable and other receivables, as per list "E" | | Good | 0.00 | Doubtful | 0.00 | Bad | 0.00 | Estimated to produce | 0.00 | 4. Bills of exchange, promissory note, etc., as per list "F" | 0.00 | 5. Deposits in financial institutions | 0.00 | 6. Cash | 0.00 | 7. Livestock | 0.00 | 8. Machinery, equipment and plant | 0.00 | 9. Real property or immovable as per list "G" | 0.00 | 10. Furniture | 0.00 | 11. RRSPs, RRIFs, life insurance, etc. | 0.00 | 12. Securities (shares, bonds, debentures, etc.) | 0.00 | 13. Interests under wills | 0.00 | 14. Vehicles | 0.00 | 15. Other property, as per list "H" | 0.00 | If bankrupt is a corporation, add: | | Amount of subscribed capital | 1.00 | Amount paid on capital | 1.00 | Balance subscribed and unpaid | 0.00 | Estimated to produce | 0.00 | Total assets | 0.00 | Deficiency | 4,487,359.20 |
| 1. Unsecured creditors as per list "A" | 4,487,359.20 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Balance of secured claims as per list "B" | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Total unsecured creditors | 4,487,359.20 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 2. Secured creditors as per list "B" | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 3. Preferred creditors as per list "C" | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 4. Contingent, trust claims or other liabilities as per list "D" estimated to be reclaimable for | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Total liabilities | 4,487,359.20 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Surplus | NIL | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 1. Inventory | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 2. Trade fixtures, etc. | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 3. Accounts receivable and other receivables, as per list "E" | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Good | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Doubtful | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Bad | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Estimated to produce | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 4. Bills of exchange, promissory note, etc., as per list "F" | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 5. Deposits in financial institutions | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 6. Cash | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 7. Livestock | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 8. Machinery, equipment and plant | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 9. Real property or immovable as per list "G" | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 10. Furniture | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 11. RRSPs, RRIFs, life insurance, etc. | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 12. Securities (shares, bonds, debentures, etc.) | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 13. Interests under wills | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 14. Vehicles | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| 15. Other property, as per list "H" | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| If bankrupt is a corporation, add: | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Amount of subscribed capital | 1.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Amount paid on capital | 1.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Balance subscribed and unpaid | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Estimated to produce | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Total assets | 0.00 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |
| Deficiency | 4,487,359.20 | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | | |

I, Cal Millar, of the City of Toronto in the Province of Ontario, do swear (or solemnly declare) that this statement and the attached lists are to the best of my knowledge, a full, true and complete statement of my affairs on the 11th day of December 2015 and fully disclose all property of every description that is in my possession or that may devolve on me in accordance with the Act.

SWORN (or SOLEMNLY DECLARED)
 before me at the City of Toronto in the Province of Ontario, on this 11th day of December 2015.



 Caryl Newbery-Mitchell, Commissioner of Oaths
 For the Province of Ontario
 Expires Sep. 28, 2018



 Cal Millar

Caryl Ann Newbery-Mitchell,
 a Commissioner, etc., Province of Ontario,
 for MNP Ltd., Trustee in Bankruptcy.
 Expires September 28, 2018

District of:
 Division No.
 Court No.
 Estate No.

FORM 78 - Continued

List "A"
 Unsecured Creditors
 2208937 Ontario Inc.

| No. | Name of creditor | Address | Unsecured claim | Balance of claim | Total claim |
|-----|--|--|-----------------|------------------|--------------|
| 1 | 2190015 Ontario Inc. | 2844 Dundas St. Toronto ON M6P 1Y7 | 40,321.75 | 0.00 | 40,321.75 |
| 2 | Allstream Inc. 10000318798 | PO Box 3500 Station Main Winnipeg MB R3C 0B7 | 5.90 | 0.00 | 5.90 |
| 3 | Allstreams Inc. 10000276284 | PO Box 3500, Station Main Winnipeg MB R3C 0B7 | 9.83 | 0.00 | 9.83 |
| 4 | BBM Canada | 1500 Don Mills Road, Attn 3rd Floor Toronto ON M3B 3L7 | 971.28 | 0.00 | 971.28 |
| 5 | Bell Canada N 516 6086 | PO Box 1550 North York ON M3C 3N5 | 6,027.30 | 0.00 | 6,027.30 |
| 6 | Brett Belchetz | 1104-75 Portland Street Toronto ON M5V 2M9 | 200.00 | 0.00 | 200.00 |
| 7 | Broadcast Captioning & Consulting Services Inc. | 150 Laird Drive, Suite 302 Toronto ON M4G 3V7 | 60,652.75 | 0.00 | 60,652.75 |
| 8 | Broadview | 110 Adelaide Street East, 3rd Floor Toronto ON M5C 1K9 | 7,571.00 | 0.00 | 7,571.00 |
| 9 | Buena Vista Television (Disney) | PO Box 748065, 2706 Media Center Dr Los Angeles CA 90074-8065 United States | 154,375.00 | 0.00 | 154,375.00 |
| 10 | Canadian Parliamentary | 607-150 Wellington Ottawa ON K1P 5A4 | 11.30 | 0.00 | 11.30 |
| 11 | Canadian Press Enterprises Inc | 36 King Street East Toronto ON M5C 2L9 | 14,023.30 | 0.00 | 14,023.30 |
| 12 | CBS Broadcast International | PO Box 30656 New YORK NY 10087-0656 United States | 437,750.00 | 0.00 | 437,750.00 |
| 13 | Channel Zero Inc. | 2844 Dundas Street West Toronto ON M6P 1Y7 | 11,682.09 | 0.00 | 11,682.09 |
| 14 | CNN Newsroom 1172 | PO Box 32066 New York NY 10087-2066 United States | 14,066.94 | 0.00 | 14,066.94 |
| 15 | CRA - Canada Revenue Agency - Tax - Ontario Attn: c/o London Taxes Services Office Division Regional Intake Centre for Insol | PO Box 5548 3 - 451 Talbot St London ON N6A 4R3 | 40,689.14 | 0.00 | 40,689.14 |
| 16 | David Menzies | 30 Forestside Court Richmond Hill ON L4C 9V2 | 226.00 | 0.00 | 226.00 |
| 17 | Dejero Labs Inv | 412 Albert St., Suite 100 Waterloo ON N2L 3V3 | 15,481.00 | 0.00 | 15,481.00 |
| 18 | Element Fleet Management 8087 | 4 Robert Speck Parkway Mississauga ON L4Z 1S1 | 1.00 | 0.00 | 1.00 |
| 19 | Employees of Channel 11 Limited Partnership | c/o MNP Ltd. 300-111 Richmond Street West Toronto ON M5H 2G4 | 1,616,135.77 | 0.00 | 1,616,135.77 |
| 20 | Entertainment One Film Canada | 1400- 175 Bloor St. E. Toronto ON M4M W3R8 | 1.00 | 0.00 | 1.00 |
| 21 | Gery Nichols | 66 John Street Oakville ON L6K 3R8 | 100.00 | 0.00 | 100.00 |
| 22 | Industrial Alliance Insurance 114-5591 | 1910-1188 West Georgia Street Vancouver BC V6E 4A2 | 1.00 | 0.00 | 1.00 |
| 23 | Insight Canada | PO Box 15320 Station A Toronto ON M5W 1C1 | 14.36 | 0.00 | 14.36 |
| 24 | Leppert | 10-4380 South Service Rd. Burlington ON L7L 5Y6 | 4,581.25 | 0.00 | 4,581.25 |

11-Dec-2015

Date



Cal Millar

District of:
 Division No.
 Court No.
 Estate No.

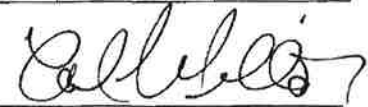
FORM 78 - Continued

List "A"
 Unsecured Creditors
 2208937 Ontario Inc.

| No. | Name of creditor | Address | Unsecured claim | Balance of claim | Total claim |
|-----|---|---|-----------------|------------------|--------------|
| 25 | Lionsgate Television International | 2700 Colarado Ave, Suite 200 SANta monica CA 90404 USA | 95,450.00 | 0.00 | 95,450.00 |
| 26 | McCoren Incorporated | 480 Clendenan Avenue Toronto ON M6P 2X6 | 175.00 | 0.00 | 175.00 |
| 27 | Media Group International | 1 Market Street, Unit 2301 Toronto ON M5E 0A2 | 9,000.00 | 0.00 | 9,000.00 |
| 28 | Metro-Goldwyn-Mayer Studios | 2 Bloor Street West, Suite 1000 Toronto ON M4W 3E2 | 21,893.75 | 0.00 | 21,893.75 |
| 29 | Michael Taube | 204 Roslin Avenue Toronto ON M4N 1Z6 | 300.00 | 0.00 | 300.00 |
| 30 | Ministry of Finance - ON PST, EHT & Other Taxes Attn: Mrs. Asta Alberry | Ministry of Revenue 33 King Street West 6th Floor Oshawa ON L1H 8H5 | 1.00 | 0.00 | 1.00 |
| 31 | Mongrel Media inc. | 1028 Queen St. W Toronto ON M6J 1H6 | 1.00 | 0.00 | 1.00 |
| 32 | National Leasing Group Inc. Attn: Bankruptcy Designate | 1525 Buffalo Pl Winnipeg MB R3T 1L9 | 1.00 | 0.00 | 1.00 |
| 33 | NBC News Channel | Bank of America, Lock Box 402971 Atlanta GA 30384-2971 USA | 7,875.00 | 0.00 | 7,875.00 |
| 34 | Niagara Regional Broadband Network Ltd. Contract 458 | 623 South Service Road Unit 5 Grimsby ON L3M 4E8 | 847.50 | 0.00 | 847.50 |
| 35 | Paramount Pictures Corp | PO Box 100585 Pasadena CA 91189-0585 United States | 22,882.50 | 0.00 | 22,882.50 |
| 36 | Shaw Satellite Services (Re-transmission) | PO Box 1650, Stn A Calgary AB T2P 2L7 | 9,040.00 | 0.00 | 9,040.00 |
| 37 | Sony of Canada Ltd. | 115 Gordon Baker Road Toronto ON M2H 3R6 | 1.00 | 0.00 | 1.00 |
| 38 | SSQ Insurance Company 1CG55 | 2525 Laurier Boulevard, PO Box 10500, Station Sainte-Foy Quebec City QC G1V 4H6 | 1.00 | 0.00 | 1.00 |
| 39 | TD Canada Trust Visa Attn: Natalie Bertucci, Credit Administration Services (CAS) | 4720 Tahoe Boulevard, 3rd Floor Mississauga ON L4W 5P2 | 24,584.35 | 0.00 | 24,584.35 |
| 40 | TD Canada Trust Attn: Natalie Bertucci, Credit Administration Services (CAS) | 4720 Tahoe Boulevard, 3rd Floor Mississauga ON L4W 5P2 | 1,500,000.00 | 0.00 | 1,500,000.00 |
| 41 | TD Equipment Finance Canada Inc. Attn: Natalie Bertucci, Credit Administration Services (CAS) | 2020 Winston Park Drive, Suite 301 OAKVILLE ON L6H 6X7 | 1.00 | 0.00 | 1.00 |
| 42 | TD Equipment Financing - Joint & Severable | 2020 Winston Park Drive, Suite 301 OAKVILLE ON L6H 6X7 | 1.00 | 0.00 | 1.00 |
| 43 | TD Equipment Financing - Joint & Severable | 2020 Winston Park Drive, Suite 301 OAKVILLE ON L6H 6X7 | 1.00 | 0.00 | 1.00 |
| 44 | Telus | PO Box 5300 Burlington ON L7R 4S8 | 1.00 | 0.00 | 1.00 |
| 45 | The Freemantle Corporation | 3140 Dufferin Street Toronto ON M6A 2T1 | 1.00 | 0.00 | 1.00 |
| 46 | Twentieth Century Fox | 2 Bloor Street West Suite 1700 Toronto ON M4W 3E2 | 268,827.00 | 0.00 | 268,827.00 |

11-Dec-2015

Date



Cal Millar

District of:
Division No.
Court No.
Estate No.

FORM 78 – Continued

List "A"
Unsecured Creditors
2208937 Ontario Inc.

| No. | Name of creditor | Address | Unsecured claim | Balance of claim | Total claim |
|---------------|--|--|---------------------|------------------|---------------------|
| 47 | UNIFOR | 301 Laurier Avenue West Ottawa ON K1P 6M6 | 1.00 | 0.00 | 1.00 |
| 48 | Universal Studios Canada Inc. (NBC) | P.O. Box 8772, Postal Station Toronto ON M5W 3C2 | 53,862.58 | 0.00 | 53,862.58 |
| 49 | Warner Brothers Originals | 4000 Warner Blvd., Bldg 151- 3rd floor Burbank CA 91522 USA | 1.00 | 0.00 | 1.00 |
| 50 | William F. Cooke Enterprises | 151-14800 Yonge St, PO Box 28541 Aurora ON L4G 6S6 | 42,375.00 | 0.00 | 42,375.00 |
| 51 | Workplace Safety and Insurance Board Attn: c/o Collection Services 3672527 | 200 Front St W Toronto ON M5V 3J1 | 5,335.56 | 0.00 | 5,335.56 |
| Total: | | | 4,487,359.20 | 0.00 | 4,487,359.20 |

11-Dec-2015

Date


Cal Millar

District of:
Division No. -
Court No.
Estate No.

FORM 78 -- Continued

List "B"
Secured Creditors

2208937 Ontario Inc.

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

11-Dec-2015

Date



Cal Miller

District of:
Division No. -
Court No.
Estate No.

FORM 78 - Continued

List "C"
Preferred Creditors for Wages, Rent, etc.

2208937 Ontario Inc.

| No. | Name of creditor | Address and occupation | Nature of claim | Period during which claim accrued | Amount of claim | Amount payable in full | Difference ranking for dividend |
|--------|------------------|------------------------|-----------------|-----------------------------------|-----------------|------------------------|---------------------------------|
| Total: | | | | | 0.00 | 0.00 | 0.00 |

11-Dec-2015

Date



Cal Millar

District of:
Division No. -
Court No.
Estate No.

FORM 78 - Continued

List "D"
Contingent or Other Liabilities

2208937 Ontario Inc.

| No. | Name of creditor or claimant | Address and occupation | Amount of liability or claim | Amount expected to rank for dividend | Date when liability incurred | Nature of liability |
|--------|------------------------------|------------------------|------------------------------|--------------------------------------|------------------------------|---------------------|
| Total: | | | 0.00 | 0.00 | | |

11-Dec-2015

Date



Cal Millar

District of:
Division No.
Court No.
Estate No.

FORM 78 -- Continued

List "E"
Debts Due to the Bankrupt
2208937 Ontario Inc.

| No. | Name of debtor | Address and occupation | Nature of debt | Amount of debt (good, doubtful, bad) | Folio of ledgers or other book where particulars to be found | When contracted | Estimated to produce | Particulars of any securities held for debt |
|-----|----------------|------------------------|----------------|--------------------------------------|--|-----------------|----------------------|---|
| | | | Total: | 0.00 0.00 0.00 | | | 0.00 | |

11-Dec-2015

Date



Cal Millar

District of:
Division No.
Court No.
Estate No.

FORM 78 - Continued

List "F"

Bills of Exchange, Promissory Notes, Lien Notes, Chattel
Mortgages, etc., Available as Assets

2208937 Ontario Inc.

| No. | Name of all promissory, acceptors, endorsers, mortgagors, and guarantors | Address | Occupation | Amount of bill or note, etc. | Date when due | Estimated to produce | Particulars of any property held as security for payment of bill or note, etc. |
|--------|--|---------|------------|------------------------------|---------------|----------------------|--|
| Total: | | | | 0.00 | | 0.00 | |

11-Dec-2015

Date



Cal Millar

District of:
Division No. -
Court No.
Estate No.

FORM 78 - Continued

List "G"
Real Property or Immovables Owned by Bankrupt
2208937 Ontario Inc

| Description of property | Nature of bankrupt interest | In whose name does title stand | Total value | Particulars of mortgages, hypothecs, or other encumbrances (name, address, amount) | Equity or surplus |
|-------------------------|-----------------------------|--------------------------------|-------------|--|-------------------|
| Total: | | | 0.00 | | 0.00 |

11-Dec-2015

Date



Cal Millar

District of:
 Division No. -
 Court No.
 Estate No.

FORM 78 -- Concluded

List "H"
 Property

2208937 Ontario Inc.

FULL STATEMENT OF PROPERTY

| Nature of property | Location | Details of property | Original cost | Estimated to produce |
|--|----------|---------------------|---------------|----------------------|
| (a) Stock-in-trade | | | 0.00 | 0.00 |
| (b) Trade fixtures, etc. | | | 0.00 | 0.00 |
| (c) Cash in financial institutions | | | 0.00 | 0.00 |
| (d) Cash on hand | | | 0.00 | 0.00 |
| (e) Livestock | | | 0.00 | 0.00 |
| (f) Machinery, equipment and plant | | | 0.00 | 0.00 |
| (g) Furniture | | | 0.00 | 0.00 |
| (h) Life insurance policies, RRSPs, etc. | | | 0.00 | 0.00 |
| (i) Securities | | | 0.00 | 0.00 |
| (j) Interests under wills, etc. | | | 0.00 | 0.00 |
| (k) Vehicles | | | 0.00 | 0.00 |
| (l) Taxes | | | 0.00 | 0.00 |
| (m) Other | | | 0.00 | 0.00 |
| | | | Total: | 0.00 |

11-Dec-2015

Date



Cal Millar

District of: Ontario
Division No.: 09 - Toronto
Court No.: 31-2067706
Estate No.: 31-2067706

FORM 31
Proof of Claim
(Sections 50.1, 81.5, 81.6, Subsections 65.2(4), 81.2(1), 81.3(8), 81.4(8), 102(2), 124(2), 128(1),
and Paragraphs 51(1)(e) and 66.14(b) of the Act)

In the matter of the bankruptcy of
2208937 Ontario Inc.
of the City of Toronto
in the Province of Ontario

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

In the matter of the bankruptcy of 2208937 Ontario Inc. of the City of Toronto in the Province of Ontario and the claim of _____, creditor.
I, _____ (name of creditor or representative of the creditor), of the city of _____ in the province of _____, do hereby certify:

1. That I am a creditor of the above named debtor (or I am _____ (position/title) of _____, creditor).

2. That I have knowledge of all the circumstances connected with the claim referred to below.

3. That the debtor was, at the date of bankruptcy, namely the 11th day of December 2015, and still is, indebted to the creditor in the sum of \$ _____, as specified in the statement of account (or affidavit) attached and marked Schedule "A", after deducting any counterclaims to which the debtor is entitled. (The attached statement of account or affidavit must specify the vouchers or other evidence in support of the claim.)

4. (Check and complete appropriate category.)

A. UNSECURED CLAIM OF \$ _____
(other than as a customer contemplated by Section 262 of the Act)

That in respect of this debt, I do not hold any assets of the debtor as security and
(Check appropriate description.)

Regarding the amount of \$ _____, I claim a right to a priority under section 136 of the Act.

Regarding the amount of \$ _____, I do not claim a right to a priority.
(Set out on an attached sheet details to support priority claim.)

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

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

C. SECURED CLAIM OF \$ _____

That in respect of this debt, I hold assets of the debtor valued at \$ _____ as security, particulars of which are as follows:
(Give full particulars of the security, including the date on which the security was given and the value at which you assess the security, and attach a copy of the security documents.)

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

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

FORM 31 -- Concluded

- E. CLAIM BY WAGE EARNER OF \$ _____
- That I hereby make a claim under subsection 81.3(8) of the Act in the amount of \$ _____,
- That I hereby make a claim under subsection 81.4(8) of the Act in the amount of \$ _____.
- F. CLAIM BY EMPLOYEE FOR UNPAID AMOUNT REGARDING PENSION PLAN OF \$ _____
- That I hereby make a claim under subsection 81.5 of the Act in the amount of \$ _____,
- That I hereby make a claim under subsection 81.6 of the Act in the amount of \$ _____.
- G. CLAIM AGAINST DIRECTOR \$ _____

(To be completed when a proposal provides for the compromise of claims against directors.)
That I hereby make a claim under subsection 50(13) of the Act, particulars of which are as follows:
(Give full particulars of the claim, including the calculations upon which the claim is based.)

- H. CLAIM OF A CUSTOMER OF A BANKRUPT SECURITIES FIRM \$ _____

That I hereby make a claim as a customer for net equity as contemplated by section 262 of the Act, particulars of which are as follows:
(Give full particulars of the claim, including the calculations upon which the claim is based.)

5. That, to the best of my knowledge, I _____ (am/am not) (or the above-named creditor _____ (is/is not)) related to the debtor within the meaning of section 4 of the Act, and _____ (have/has/have not/has not) dealt with the debtor in a non-arm's-length manner.

6. That the following are the payments that I have received from, and the credits that I have allowed to, and the transfers at undervalue within the meaning of subsection 2(1) of the Act that I have been privy to or a party to with the debtor within the three months (or, if the creditor and the debtor are related within the meaning of section 4 of the Act or were not dealing with each other at arm's length, within the 12 months) immediately before the date of the initial bankruptcy event within the meaning of Section 2 of the Act: (Provide details of payments, credits and transfers at undervalue.)

7. (Applicable only in the case of the bankruptcy of an individual.)

- Whenever the trustee reviews the financial situation of a bankrupt to redetermine whether or not the bankrupt is required to make payments under section 68 of the Act, I request to be informed, pursuant to paragraph 68(4) of the Act, of the new fixed amount or of the fact that there is no longer surplus income.
- I request that a copy of the report filed by the trustee regarding the bankrupt's application for discharge pursuant to subsection 170(1) of the Act be sent to the above address.

Dated at _____, this _____ day of _____.

Witness

Creditor

Phone Number: _____
Fax Number : _____
E-mail Address : _____

NOTE If an affidavit is attached, it must have been made before a person qualified to take affidavits.

WARNINGS A trustee may, pursuant to subsection 128(3) of the Act, redeem a security on payment to the secured creditor of the debt or the value of the security as assessed, in a proof of security, by the secured creditor.

Subsection 201(1) of the Act provides severe penalties for making any false claim, proof, declaration or statement of account.

CHECKLIST FOR PROOFS OF CLAIM

This checklist is provided to assist you in preparing the accompanying proof of claim form and, where required, proxy form in a complete and accurate manner. Please specifically check each requirement.

Under Section 109 of the Bankruptcy and Insolvency Act only those creditors who have filed their claims in the proper form with the trustee, before the time appointed for the meeting, are entitled to vote at the meeting.

Section 124 states that every creditor shall prove his claim and the creditor who does not prove his claim is not entitled to share in any distribution that may be made.

General

- ◆ The signature of a witness is required;
- ◆ The claim must be signed personally by the individual completing this declaration;
- ◆ Give the complete address where all notices or correspondence is to be forwarded
- ◆ The amount of the statement of account must correspond to the amount indicated on the proof of claim.
- ◆ It is permissible to file a proof of claim by fax or by email.

Paragraph 1

- ◆ Creditor must state full and complete legal name of company or firm;
- ◆ If the individual completing the proof of claim is not the creditor himself, he/she must state his/her position or title.

Paragraph 3

- ◆ The statement of account must be complete;
- ◆ A detailed statement of account must be attached to the proof of claim and must show the date, the number and the amount of all the invoices or charges, together with the date, the number and the amount of all credits or payments. A statement of account is not complete if it begins with an amount brought forward.

Paragraph 4

- ◆ Subparagraph 4.A must be completed by an unsecured creditor and must indicate if priority is claimed pursuant to Section 136.
- ◆ Subparagraph 4.B must be completed by a landlord only in a Proposal, for any claim related to disclaimer of lease. The amount of the claim is to be calculated according to the terms of the proposal. Provide details of calculation.
- ◆ Subparagraph 4.0 must be completed by a secured creditor. A certified true copy of the security instrument as registered must be provided.
- ◆ Subparagraph 4.D must be completed a farmer, fisherman or aquaculturist creditor. A copy of the sales agreement and delivery documents must be provided.
- ◆ Subparagraph 4.E applies if you are a wage earner (ie, a clerk, servant, travelling salesperson, labourer or worker who is owed wages, salaries, commissions or compensation by a bankrupt (subsection 81.3) or by a "person" that is subject to a receivership (subsection 81.4) for services rendered during the six months immediately before the date of bankruptcy or receivership).
- ◆ Subparagraph 4.F is to be completed only in a Proposal, and only if the proposal provides for the compromise of claims against Directors. Provide full details including calculations.
- ◆ Subparagraph 4.G applies if you are a "customer" of a bankrupt securities firm (as contemplated by Section 262 of the Bankruptcy and Insolvency Act).

Paragraph 5

- ◆ All claimants must indicate if he or she is related or not to the debtor, as defined in Section 4 of the Bankruptcy and Insolvency Act, by striking out "AM" or "IS" or "AM NOT" or "IS NOT".

Paragraph 6

- ◆ All claimants must attach a detailed list of all payments or credits received or granted, as follows:
 - a) Within the three (3) months preceding the bankruptcy or the proposal, in the case where the claimant and the debtor are not related;
 - b) Within the twelve (12) months preceding the bankruptcy or proposal, in the case where the claimant and the debtor are related.

- APPOINTING PROXY -

Note: The Bankruptcy and Insolvency Act permits a proof of claim to be made by a duly authorized agent of a creditor but this does not give such a person power to vote at the first meeting of creditors or to act as the proxy of the creditor.

General

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

District of: Ontario
Division No. 09 - Toronto
Court No. 31-2067706
Estate No. 31-2067706

FORM 36
Proxy
(Subsection 102(2) and paragraphs 51(1)(e) and 66.15(3)(b) of the Act)

In the matter of the bankruptcy of
2208937 Ontario Inc.
of the City of Toronto
in the Province of Ontario

I, _____, of _____, a creditor in the above matter, hereby
appoint _____, of _____, to be
my proxyholder in the above matter, except as to the receipt of dividends, _____ (with or without)
power to appoint another proxyholder in his or her place.

Dated at _____, this _____ day of _____.

Witness

Individual Creditor

Witness

Name of Corporate Creditor

Per _____
Name and Title of Signing Officer

Return To:

MNP LTD. - Trustee

300 - 111 Richmond Street West
Toronto ON M5H 2G4
Phone: (416) 596-1711 Fax: (416) 323-5242