

June 12, 2017

To the Creditors of 1821372 Ontario Limited c/o Kennedy Public House ("KPH" or the "Company")

Please take notice that on June 5, 2017, KPH filed a Proposal (the "Proposal") pursuant to s.50.4(1) of the *Bankruptcy and Insolvency Act (Canada)* ("BIA") and MNP Ltd has consented to act as Proposal Trustee. Please find enclosed the following:

- A. Notice of Proposal to Creditors dated June 12, 2017;
- B. A copy of the Proposal, filed on June 5, 2017;
- C. Statement of Affairs;
- D. Report of Trustee on Proposal;
- E. Proof of Claim Form;
- F. Proxy Form; and
- G. Voting Letter.

Pursuant to the BIA all proceedings by creditors are stayed (stopped) as of May 8, 2017.

A general meeting of the creditors will be held on the 23rd day of June, 2017 at 10:00 a.m. (the "Creditors Meeting") at the offices of MNP Ltd located at:

MNP Ltd
300-111 Richmond Street West
Toronto, Ontario M6H 2G4

Proofs of claim, proxies and voting letters intended to be used at the Creditors Meeting must be lodged with the Trustee's office prior to 10:00 a.m. on June 23, 2017, the time of the Creditors Meeting. Preferably, delivery to the Proposal Trustee can be completed via email to echa.odeh@mnp.ca or via facsimile at (416) 596-7894. Proof of claim forms are to be filed based on the amount owed as of May 8, 2017.

If you have any questions concerning the foregoing or require any additional information, please contact Echa Odeh at 416-515-5066 or by email at echa.odeh@mnp.ca.

Yours truly,

MNP Ltd.
Trustee Acting in re: the Proposal of
1821372 Ontario Limited
Per:



Jerry Henechowicz, CPA, CA, CIRP, LIT

District of: Ontario
Division No. 09 - Toronto
Court No. 31-2249027
Estate No. 31-2249027

FORM 92
Notice of Proposal to Creditors
(Section 51 of the Act)

In the matter of the proposal of
1821372 Ontario Limited
carrying on business as
The Kennedy Public House
of the City of Toronto
in the Province of Ontario

Take notice that 1821372 Ontario Limited of the City of Toronto in the Province of Ontario has lodged with us a proposal under the Bankruptcy and Insolvency Act.

A copy of the proposal, a condensed statement of the debtor's assets, and liabilities, and a list of the creditors affected by the proposal and whose claims amount to \$250 or more are enclosed herewith.

A general meeting of the creditors will be held at 300 - 111 Richmond Street West, Toronto, ON on the 23rd day of June 2017 at 10:00 AM.

The creditors or any class of creditors qualified to vote at the meeting may by resolution accept the proposal either as made or as altered or modified at the meeting. If so accepted and if approved by the court the proposal is binding on all the creditors or the class of creditors affected.

Proofs of claim, proxies and voting letters intended to be used at the meeting must be lodged with us prior to the commencement of the meeting.

Dated at the City of Toronto in the Province of Ontario, this 12th day of June 2017.

MNP LTD. - Licensed Insolvency Trustee



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

(A form of proof of claim, a form of proxy and a voting letter should be enclosed with each notice.)

ONTARIO
SUPERIOR COURT OF JUSTICE
(IN BANKRUPTCY AND INSOLVENCY)
[COMMERCIAL LIST]

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

AND IN THE MATTER OF THE PROPOSAL OF 1821372 ONTARIO LIMITED
CARRYING ON BUSINESS AS THE KENNEDY PUBLIC HOUSE,
HAVING ITS HEAD OFFICE IN THE CITY OF TORONTO, IN THE PROVINCE OF
ONTARIO

PROPOSAL TO CREDITORS

1821372 ONTARIO LIMITED o/a The Kennedy Public House, hereby submits the following Proposal under the *Bankruptcy and Insolvency Act* (Canada).

Definitions

1. For the purposes of this Proposal, the following terms shall have the following meaning:
 - (a) **"Act"** means the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended;
 - (b) **"Amended Proposal"** means the amended proposal to be filed by the Debtor;
 - (c) **"Claim"** means a claim provable in proceedings under the Act;
 - (d) **"Court"** means the Ontario Superior Court of Justice, in Bankruptcy and Insolvency;
 - (e) **"Court Approval Date"** means the date upon which the Court makes an Order approving the Amended Proposal;
 - (f) **"Creditor"** has the meaning ascribed to that term in the Act;
 - (g) **"Date of Filing"** means May 8, 2017, being the date on which the Notice of Intention to Make a Proposal was filed with the Official Receiver in Toronto in accordance with the Act;
 - (h) **"Debtor"** means 1821372 Ontario Limited o/a The Kennedy Public House;



- (i) **"Inspectors"** means one or more inspectors appointed pursuant to the Act as provided for in the Proposal;
- (j) **"Preferred Creditors"** means those unsecured creditors of the Debtor whose Claims are entitled to be paid in priority to the Claims of Ordinary Creditors as provided under section 136 of the Act;
- (k) **"Proposal Date"** means the date of this Proposal, June 5, 2017;
- (l) **"Secured Creditor"** has the meaning ascribed to that term in the Act;
- (m) **"Trustee"** means MNP Ltd., in its capacity as Trustee under this Proposal;
- (n) **"Unsecured Creditors"** means those persons with ordinary unsecured Claims as at the Date of Filing, including contingent or unliquidated Claims arising out of any transaction entered into prior to the Date of Filing, which are proven in accordance with the Act and which are not secured or preferred under or pursuant to the Act.

Intent

2. This is a holding Proposal. The intent of this holding Proposal is to allow the Debtor sufficient additional time to complete a sale of its business and assets on a going concern basis, the proceeds of which will enable the Debtor to file an Amended Proposal that would provide the Creditors as a whole with a greater recovery compared to any recovery that might be realized under a bankruptcy.

Classes of Creditors

3. For the purposes of voting on the Proposal, only the Unsecured Creditors will be entitled to vote on the Proposal. There shall be one (1) class of Unsecured Creditors.

Treatment of Creditors Claims

4. **Secured Creditors** – The Claim of each Secured Creditor shall be paid by the Debtor in accordance with agreements between the Debtor and the Secured Creditor or as otherwise agreed between the Secured Creditor and the Debtor. For greater clarity, each Secured Creditor shall not be affected by the Proposal or the Proposal proceedings commenced by the Debtor under the Act.

5. **Preferred Creditors** – The time and provision for payment of all Claims of Preferred Creditors shall be set out in the Amended Proposal, provided that, pursuant to the Amended Proposal, all proven preferred Claims as set out in section 136 of the Act, if any, will be paid in full without interest in priority to all Claims of Unsecured Creditors and in accordance with the scheme of distribution set out in the Act; provided, however, that preferred Claims of any employees and any former employees equal to the amounts that they would be qualified to receive under subparagraph 136(1)(d) of the Act if the Debtor became bankrupt on the Date of Filing, shall - be paid immediately after the Court Approval Date. For greater certainty, amounts due or which may become due pursuant to this paragraph do not include Claims for severance or termination pay.

6. **Unsecured Creditors** – The time and provision for payment of all Claims of Unsecured Creditors shall be set out in the Amended Proposal.

Crown Claims

7. Payment of the Claims, if any, of Her Majesty in Right of Canada or a province in existence at the Date of Filing and of a kind that could be subject to a demand under:

- (a) Section 224(1.2) of the *Income Tax Act*;
- (b) any provision of the *Canada Pension Plan* or of the *Employment Insurance Act* (Canada) that refers to subsection 224(1.2) of the *Income Tax Act* (Canada) and provides for the collection of a contribution, as defined in the *Canada Pension Plan*, or an employee's premium, or employer's premium, as defined in the employment insurance act, and of any related interest, penalties or other amount; or
- (c) any substantially similar provision of provincial legislation that has a similar purpose to subsection 224(1.2) of the *Income Tax Act* (Canada), or that refers to that subsection,

shall be paid by the Debtor within six months following the Court Approval Date.

Post-filing Goods and Services

8. Claims arising in respect of goods supplied, services rendered or other consideration given to the Debtor subsequent to the Date of Filing shall be paid in full by the Debtor in the ordinary course of business, and on regular trade terms.

Claims against Directors of the Debtor

9. The Creditors hereby agree that, immediately upon performance of the Amended Proposal by the Debtor, all Claims against the directors of the Debtor that arose before the Date of Filing and that relate to the obligations of the Debtor where the directors are by law liable in their capacity as directors for payment of such obligations, shall be compromised and extinguished.

Preferences and Transfers at Under Value

10. Section 95 through and including section 101 of the Act will not apply to this Proposal or the Amended Proposal.

Inspectors

11. The Creditors may appoint one or more, but not more than five, inspectors under this Proposal whose powers shall be restricted to advising the Trustee in matters that may be referred to them by the Trustee.

Administrative Fees and Expenses

12. All the fees, expenses, legal fees and disbursements of the Trustee and the Debtor on and incidental to the Proposal and the proceedings arising out of the Proposal shall be paid in

priority to all Claims of Unsecured Creditors, and shall be a first charge on the consideration offered to the Unsecured Creditors under the Amended Proposal.

Proposal Trustee

13. MNP Ltd. shall be the Trustee under this Proposal. The Trustee is acting in its capacity as Trustee under this Proposal, and not in its personal capacity, and shall not incur any liabilities or obligations in connection with this Proposal or in respect of the obligations of the Debtor, whether existing as at the Date of Filing or incurred subsequent thereto.


Amendment of Proposal

14. This Proposal may be amended by the Debtor with the consent of the Trustee at any time prior to the conclusion of the meeting of Creditors called to consider the Proposal, provided that any amendment made pursuant to this paragraph shall not reduce the rights and benefits given to the Creditors under the Proposal before any such amendment, and further provided that any and all amendments shall be deemed to be effective as of the Date of Filing.

Dated this 5th day of June, 2017.

1821372 Ontario Limited

Per:


Name: Michael Derbyshire
Title: President

I have authority to bind the corporation.

District of: Ontario
 Division No. 09 - Toronto
 Court No. 31-2249027
 Estate No. 31-2249027

Original Amended

-- Form 78 --

Statement of Affairs (Business Proposal) 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 proposal of
 1821372 Ontario Limited
 carrying on business as
 The Kennedy Public House
 of the City of Toronto
 in the Province of Ontario

To the debtor:


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 filing of your proposal (or notice of intention, if applicable), on the 5th day of June 2017. When completed, this form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

| LIABILITIES (as stated and estimated by the officer) | ASSETS (as stated and estimated by the officer) |
|--|---|
| 1. Unsecured creditors as per list "A" 1,050,012.33 | 1. Inventory 0.00 |
| Balance of secured claims as per list "B" 190,798.99 | 2. Trade fixtures, etc. 0.00 |
| Total unsecured creditors 1,240,811.32 | 3. Accounts receivable and other receivables, as per list "E" |
| 2. Secured creditors as per list "B" 50,100.00 | Good 0.00 |
| 3. Preferred creditors as per list "C" 0.00 | Doubtful 0.00 |
| 4. Contingent, trust claims or other liabilities as per list "D" | Bad 0.00 |
| estimated to be reclaimable for 0.00 | Estimated to produce 0.00 |
| Total liabilities 1,290,911.32 | 4. Bills of exchange, promissory note, etc., as per list "F" 0.00 |
| Surplus NIL | 5. Deposits in financial institutions 0.00 |
| | 6. Cash 100.00 |
| | 7. Livestock 0.00 |
| | 8. Machinery, equipment and plant 0.00 |
| | 9. Real property or immovable as per list "G" 0.00 |
| | 10. Furniture 25,000.00 |
| | 11. RRSPs, RRIFFs, 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" 25,000.00 |
| | If debtor is a corporation, add |
| | Amount of subscribed capital 0.00 |
| | Amount paid on capital 0.00 |
| | Balance subscribed and unpaid 0.00 |
| | Estimated to produce 0.00 |
| | Total assets 50,100.00 |
| | Deficiency 1,240,811.32 |

I, Michael James Derbyshire, President of 1821372 Ontario Inc., 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 5th day of June 2017 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 5th day of June 2017.


 Jerry Henczowicz, Commissioner of Oaths
 For the Province of Ontario
 Expires
**Jerry Henczowicz, a Commissioner, etc.,
 Province of Ontario, for MNP Ltd.,
 Trustee in Bankruptcy,
 Expires July 25, 2017**


 Michael James Derbyshire, President of
 1821372 Ontario Inc.

District of: Ontario
 Division No. 09 - Toronto
 Court No. 31-2249027
 Estate No. 31-2249027

FORM 78 -- Continued

List "A"
 Unsecured Creditors

1821372 Ontario Limited

| No. | Name of creditor | Address | Unsecured claim | Balance of claim | Total claim |
|-----|--|--|-----------------|------------------|-------------|
| 1 | 30.50 Imports Inc | 226 Christie Street Toronto ON M6G 3B7 | 3,991.03 | 0.00 | 3,991.03 |
| 2 | Amsterdam Brewery | 45 Esandar Dr., Unit 2 Toronto ON M4G 4C5 | 10,910.07 | 0.00 | 10,910.07 |
| 3 | Angel's Gate | 4260 Mountainview Rd Beamsville ON L0R 1B2 | 373.32 | 0.00 | 373.32 |
| 4 | Beau's All Natural Brewing | 10 Terry Fox Dr, PO Box 279 Vanleek Hill ON K0B 1R0 | 907.15 | 0.00 | 907.15 |
| 5 | Bodkin Capital Corporation | 304-700 Dorval Drive OAKVILLE ON L6K 3V3 | 0.00 | 1.00 | 1.00 |
| 6 | Bondi Produce | 188 New Toronto Street Toronto ON M8V 2E8 | 858.00 | 0.00 | 858.00 |
| 7 | Brickworks Ciderhouse | 852 Magnetic Drive Toronto ON M3J 2C4 | 1,034.00 | 0.00 | 1,034.00 |
| 8 | Calamus Estate Winery | 3100 Glen Road Jordan ON L0R 1S0 | 159.83 | 0.00 | 159.83 |
| 9 | Cameron's Brewing Company Inc | 1165 Invicta Drive Oakville ON L6H 4M1 | 801.00 | 0.00 | 801.00 |
| 10 | Cintas Canada Limited | 3370 Dundas St West Toronto ON M6S 2S2 | 619.56 | 0.00 | 619.56 |
| 11 | Cobs Bread | 2204 Bloor St West Toronto ON M6S 1N4 | 1,039.06 | 0.00 | 1,039.06 |
| 12 | Collective Arts Brewing Limited | 207 Burlington St East Hamilton ON L8L 4H2 | 1,671.33 | 0.00 | 1,671.33 |
| 13 | Cool Beer Brewing Co | 164 Evans Avenue Toronto ON M8Z 1J4 | 4,235.08 | 0.00 | 4,235.08 |
| 14 | County Cider Company | PO Box 6241 Picton ON K0K 2T0 | 773.90 | 0.00 | 773.90 |
| 15 | CRA - Tax - Ontario Attn: Quebec Insolvency Intake Centre 817526452 RP0001 | Shawinigan - Sud National Verification and Collection Centre 4695 Shawinigan-Sud Blvd Shawinigan-sud QC G9P 5H9 | 0.00 | 158,964.98 | 158,964.98 |
| 16 | CRA - Tax - Ontario Attn: Quebec Insolvency Intake Centre 817526452 RT0001 | Shawinigan - Sud National Verification and Collection Centre 4695 Shawinigan-Sud Blvd Shawinigan-sud QC G9P 5H9 | 494,803.62 | 0.00 | 494,803.62 |
| 17 | Daily Seafood | 135 Blake Street Toronto ON M4J 3E2 | 4,362.87 | 0.00 | 4,362.87 |
| 18 | Derbyshire Family Trust c/o Jaffe & Peritz LLP | 424-100 Richmond Street West Toronto ON M5H 3K6 | 300,000.00 | 0.00 | 300,000.00 |
| 19 | Diamond Estates | 107 Niagara Stone Road Niagara on the Lake ON L0S 1J0 | 1,877.13 | 0.00 | 1,877.13 |
| 20 | Duggan's Brewery | 1346 Queen St West Toronto ON M6K 1L4 | 316.28 | 0.00 | 316.28 |
| 21 | E & J Gallo Winery | 6711 Mississauga Rd., Unit 202 Mississauga ON L5N 2W3 | 5,144.10 | 0.00 | 5,144.10 |
| 22 | Enbridge Gas 91 00 07 44084 1 | 500 Consumers Rd Toronto ON M2J 1P8 | 1,461.06 | 0.00 | 1,461.06 |

05-Jun-2017

Date


 Michael James Derbyshire, President of 1821372
 Ontario Inc.

District of: Ontario
 Division No. 09 - Toronto
 Court No. 31-2249027
 Estate No. 31-2249027

FORM 78 -- Continued

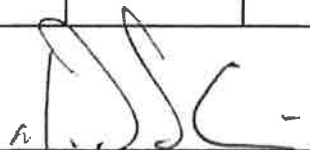
List "A"
 Unsecured Creditors

1821372 Ontario Limited

| No. | Name of creditor | Address | Unsecured claim | Balance of claim | Total claim |
|-----|---|--|-----------------|------------------|-------------|
| 23 | Freshtech Processors Inc | 50 Julland Road Etobicoke ON M8Z 2H1 | 7,299.13 | 0.00 | 7,299.13 |
| 24 | GFL Environmental | 242 Cherry Street Toronto ON M5A 3L2 | 613.34 | 0.00 | 613.34 |
| 25 | Gordon Food Services | 2999 James Snow Parkway Milton ON L9T 5G4 | 19,261.49 | 0.00 | 19,261.49 |
| 26 | Great Lakes Brewery | 30 Queen Elizabeth Blvd. Toronto ON M8Z 1L8 | 312.60 | 0.00 | 312.60 |
| 27 | Green Planet Bio Fuels Inc | 101 Toro Road Unit 28 Toronto ON M3J 2Z1 | 423.75 | 0.00 | 423.75 |
| 28 | Greenlane Estate Winery | 3751 King Street Vineland ON L0R 2C0 | 1,496.93 | 0.00 | 1,496.93 |
| 29 | Halpern Enterprises | 400 Spadina Avenue Toronto ON M5T 2G7 | 836.42 | 0.00 | 836.42 |
| 30 | HeadTurner Holdings | 8 Melanie Dr., Unit 5 Brampton ON L6T 4K8 | 3,120.00 | 0.00 | 3,120.00 |
| 31 | High Park Brewery | 237 Quebec Avenue Toronto ON M6P 2T9 | 865.31 | 0.00 | 865.31 |
| 32 | Hubert Distributing Company | 20 Valleywood Dr., Ste 108 Markham ON L3R 6G1 | 1,779.41 | 0.00 | 1,779.41 |
| 33 | Huronia | 282 Suncoast Drive Goderich ON N7A 4K4 | 681.04 | 0.00 | 681.04 |
| 34 | Junction Craft Brewing Inc | 90 Cawthra Ave., Unit 101 Toronto ON M6N 3C2 | 1,065.00 | 0.00 | 1,065.00 |
| 35 | Kentec Corp | 385 Admiral Blvd., Unit 24 & 25 Mississauga ON L5T 2N2 | 592.63 | 0.00 | 592.63 |
| 36 | KW Craft Cider | 6 Colby Court, Unit 22 Waterloo ON N2V 1Y9 | 484.20 | 0.00 | 484.20 |
| 37 | Longslice Brewery Inc. | 259 Lansdowne Avenue Toronto ON M6K 2W2 | 1,510.80 | 0.00 | 1,510.80 |
| 38 | Majestic Wine Cellars Inc | 271 Jevlan Dr., Unit 8 Woodbridge ON L4L 8A4 | 3,487.58 | 0.00 | 3,487.58 |
| 39 | Marshalls Pest Control | 2345 Wyecroft Rd, Unit # 15 OAKVILLE ON L6L 6L8 | 922.08 | 0.00 | 922.08 |
| 40 | Mill St. Brewery | 125 Bermondsey Road, Unit 2 Toronto ON M4A 1X3 | 2,670.81 | 0.00 | 2,670.81 |
| 41 | Ministry of Finance (EHT) 817526452TE0001 | 33 King St West Oshawa ON L1H 9E9 | 0.00 | 31,832.01 | 31,832.01 |
| 42 | Mister Supplier | 1881 Steeles Ave West, #409 Toronto ON M3H 0A1 | 241.92 | 0.00 | 241.92 |
| 43 | National Leasing Group Inc. Attn: Bankruptcy Designate | 1525 Buffalo Pl Winnipeg MB R3T 1L9 | 0.00 | 1.00 | 1.00 |
| 44 | Navona Investors Services Limited | 2100 Matheson Blvd East, Suite 200 Mississauga ON L4W 5E1 | 89,607.29 | 0.00 | 89,607.29 |
| 45 | Organic Resource | 3700 Steeles Ave. West, Ste 601 Woodbridge ON L4L 8K8 | 2,116.30 | 0.00 | 2,116.30 |
| 46 | Orkin Canada | 5840 Falbourne St Mississauga ON L5R 4B5 | 536.75 | 0.00 | 536.75 |

05-Jun-2017

Date


 Michael James Derbyshire, President of 1821372
 Ontario Inc.

District of: Ontario
 Division No. 09 - Toronto
 Court No. 31-2249027
 Estate No. 31-2249027

FORM 78 -- Continued

List "A"
 Unsecured Creditors

1821372 Ontario Limited

| No. | Name of creditor | Address | Unsecured claim | Balance of claim | Total claim |
|---------------|--|---|---------------------|-------------------|---------------------|
| 47 | Pommies Cider Co. | 81 Healey Road Caledon ON L7E 5A8 | 2,134.32 | 0.00 | 2,134.32 |
| 48 | Power King Exhaust | PO Box 893 Sutton West ON L0E 1R0 | 1,229.75 | 0.00 | 1,229.75 |
| 49 | Proteina Pasta | 9225 Leslie Street, Ste 201 Richmond Hill ON L4B 3H6 | 564.48 | 0.00 | 564.48 |
| 50 | Roger's (cable/internet) 6-4254-8812 | PO Box 9100 Don Mills ON M3C 3P10 | 701.55 | 0.00 | 701.55 |
| 51 | Roger's (wireless) 7-0732-5288 | PO Box 9100 Don Mills ON M3C 3P9 | 1,160.94 | 0.00 | 1,160.94 |
| 52 | Shine Window Wash | 56 Ormskirk Ave Toronto ON M6S 1A9 | 734.50 | 0.00 | 734.50 |
| 53 | Side Launch Brewing Company Inc | 200 Mountain Rd., Unit 1 Collingwood ON L9Y 4V5 | 660.00 | 0.00 | 660.00 |
| 54 | Steam Whistle Brewing Inc | 255 Bremner Blvd Toronto ON M6V 3M9 | 2,969.40 | 0.00 | 2,969.40 |
| 55 | The Butcher Shoppe | 121 Shorncliffe Road Toronto ON M8Z 5K7 | 1,918.87 | 0.00 | 1,918.87 |
| 56 | Toronto Hydro-Electric Systems Limited Attn: Josephine Pernarell / Mary Degroot 7317854409 | 500 Commissioners St, 2nd fl Toronto ON M4M 3N7 | 4,078.19 | 0.00 | 4,078.19 |
| 57 | Verdi Product Distribution Ltd | 210 Marlee Avenue Toronto ON M6B 3H6 | 35,371.00 | 0.00 | 35,371.00 |
| 58 | Wellington Brewery | 905 Woodlawn Road West Guelph ON N1K 1B8 | 1,610.94 | 0.00 | 1,610.94 |
| 59 | Westport Wholesale Meats Ltd | 92 Gibraltar Drive Unit #9 Mississauga ON L5T 2P6 | 7,208.27 | 0.00 | 7,208.27 |
| 60 | Woodward Meat Purveyors Inc | 1346 Speers Road Oakville ON L6L 5V3 | 4,633.84 | 0.00 | 4,633.84 |
| 61 | Workplace Safety and Insurance Board Attn: c/o Collection Services 4261697 | 200 Front St W Toronto ON M5V 3J1 | 9,773.11 | 0.00 | 9,773.11 |
| Total: | | | 1,050,012.33 | 190,798.99 | 1,240,811.32 |

05-Jun-2017

Date


 Michael James Derbyshire, President of 1821372
 Ontario Inc.

District of: Ontario
 Division No. 09 - Toronto
 Court No. 31-2249027
 Estate No. 31-2249027

FORM 78 -- Continued

List "B"
 Secured Creditors

1821372 Ontario Limited

| No. | Name of creditor | Address | Amount of claim | Particulars of security | When given | Estimated value of security | Estimated surplus from security | Balance of claim |
|---------------|--|--|-------------------|---|---|--------------------------------------|---------------------------------|-------------------|
| 1 | Bodkin Capital Corporation | 304-700 Dorval Drive OAKVILLE ON L6K 3V3 | 1.00 | Recreational Equipment - Machinery Furniture - Equipment Cash on Hand | 05-Jun-2017 05-Jun-2017 05-Jun-2017 | 0.00 0.00 0.00 | | 1.00 |
| 2 | CRA - Tax - Ontario Attn: Quebec Insolvency Intake Centre 817526452 RP0001 | Shawinigan - Sud National Verification and Collection Centre 4695 Shawinigan-Sud Blvd Shawinigan-sud QC G9P 5H9 | 209,064.98 | Furniture - Equipment Recreational Equipment - Machinery Cash on Hand | 05-Jun-2017 05-Jun-2017 05-Jun-2017 | 25,000.00 25,000.00 100.00 | | 158,964.98 |
| 3 | Ministry of Finance (EHT) 817526452 TE0001 | 33 King St West Oshawa ON L1H 9E9 | 31,832.01 | Furniture - Equipment Recreational Equipment - Machinery Cash on Hand | 05-Jun-2017 05-Jun-2017 05-Jun-2017 | 0.00 0.00 0.00 | | 31,832.01 |
| 4 | National Leasing Group Inc. Attn: Bankruptcy Designate | 1525 Buffalo Pl Winnipeg MB R3T 1L9 | 1.00 | Recreational Equipment - Machinery Furniture - Equipment Cash on Hand | 05-Jun-2017 05-Jun-2017 05-Jun-2017 | 0.00 0.00 0.00 | | 1.00 |
| Total: | | | 240,898.99 | | | 50,100.00 | 0.00 | 190,798.99 |

05-Jun-2017

Date


 Michael James Derbyshire, President of 1821372 Ontario Inc.

District of: Ontario
Division No. 09 - Toronto
Court No. 31-2249027
Estate No. 31-2249027

FORM 78 -- Continued

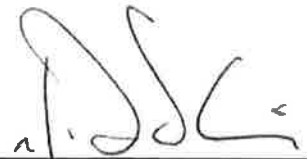
List "C"
Preferred Creditors for Wages, Rent, etc.

1821372 Ontario Limited

| 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 |

05-Jun-2017

Date



Michael James Derbyshire, President of 1821372 Ontario Inc.

District of: Ontario
Division No. 09 - Toronto
Court No. 31-2249027
Estate No. 31-2249027

FORM 78 -- Continued

List "D"
Contingent or Other Liabilities

1821372 Ontario Limited

| 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 | |

05-Jun-2017

Date


Michael James Derbyshire, President of 1821372
Ontario Inc.

District of: Ontario
Division No. 09 - Toronto
Court No. 31-2249027
Estate No. 31-2249027

FORM 78 -- Continued

List "E"
Debts Due to the Debtor
1821372 Ontario Limited

| 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 | |

05-Jun-2017

Date


Michael James Derbyshire, President of 1821372 Ontario Inc.

District of: Ontario
Division No. 09 - Toronto
Court No. 31-2249027
Estate No. 31-2249027

FORM 78 -- Continued

List "F"

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

1821372 Ontario Limited

| 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 | |

05-Jun-2017

Date


Michael James Derbyshire, President of 1821372
Ontario Inc.

District of: Ontario
Division No. 09 - Toronto
Court No. 31-2249027
Estate No. 31-2249027

FORM 78 -- Continued

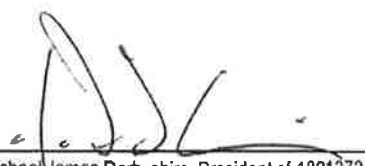
List "G"
Real Property or Immovables Owned by Debtor

1821372 Ontario Limited

| Description of property | Nature of debtor 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 | | 0.00 |

05-Jun-2017

Date


Michael James Derbyshire, President of 1821372
Ontario Inc.

District of: Ontario
 Division No. 09 - Toronto
 Court No. 31-2249027
 Estate No. 31-2249027

FORM 78 -- Concluded

List "H"
 Property

1821372 Ontario Limited

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 | | Cash on hand | 100.00 | 100.00 |
| (e) Livestock | | | 0.00 | 0.00 |
| (f) Machinery, equipment and plant | | | 0.00 | 0.00 |
| (g) Furniture | | | 25,000.00 | 25,000.00 |
| (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 | | Equipment | 25,000.00 | 25,000.00 |
| | | | Total: | 50,100.00 |

05-Jun-2017

Date


 Michael James Derbyshire, President of 1821372
 Ontario Inc.

District of ONTARIO
Division 09-Toronto
Estate #: 31-2249027
Court # 31-2249027

SUPERIOR COURT OF JUSTICE (IN BANKRUPTCY)

**IN THE MATTER OF THE PROPOSAL OF
1821372 ONTARIO LIMITED
CARRYING ON BUSINESS AS
THE KENNEDY PUBLIC HOUSE
OF THE CITY OF TORONTO
IN THE PROVINCE OF ONTARIO**

REPORT OF TRUSTEE TO THE CREDITORS
(Section 50(5) of the Bankruptcy and Insolvency Act)

Enclosed are the following documents:

- ♦ Notice of Proposal to Creditors;
- ♦ Proposal under Part III, Division I, of the *Bankruptcy and Insolvency Act* (the "**BIA**") lodged with MNP Ltd. (the "**Trustee**") by 1821372 Ontario Limited carrying on business as Kennedy Public House ("**KPH**" or the "**Debtor**") and filed with the Official Receiver on June 5, 2017 (the "**Proposal**");
- ♦ A statement of the Debtor's assets and liabilities as at June 5, 2017;
- ♦ A proof of claim form;
- ♦ Voting letter in the event that you wish to vote in advance of the meeting of Creditors to be convened on June 23, 2017 (the "**Meeting**"); and
- ♦ General proxy.

The following is an outline of the background and financial position of the Debtor, including relevant information that should be of assistance to the Creditors in considering their position with respect to the Proposal.

In preparing this Report and making the comments herein, the Trustee has been provided with, and has relied upon, certain unaudited, draft financial information, the Debtor's books and records, and information from other third-party sources (collectively, the "**Information**"). Except as described in this Report, the Trustee has not audited, reviewed or otherwise attempted to verify the accuracy or completeness of the Information in a manner that would wholly or partially comply with Generally Accepted Assurance Standards pursuant to the CPA Canada Handbook.

Capitalized terms used in this Report are the same as those referenced in the Proposal.

SECTION A - Background

KPH was incorporated under the Ontario Business Corporations Act on April 8, 2010. KPH is a casual dining facility that includes an outdoor patio; it serves bistro style food, craft beer and cocktails. The business operates from leased premises located at 2199 Bloor St West, Toronto, Ontario (the "**Premises**"). Michael Derbyshire ("**Derbyshire**") is the Debtor's sole director, officer and shareholder. KPH's business is seasonal and highly reliant on its outdoor patio business in the spring and summer seasons.

On May 8, 2017 (the "**Filing Date**"), the Debtor filed a Notice of Intention to Make a Proposal (the "**NOI**"). On June 5, 2017, the Debtor filed a proposal pursuant to the BIA (the "**Proposal**"), the general purpose of which is to allow the Debtor sufficient additional time to negotiate and complete a sale of its business and assets on a going concern basis, the proceeds of which will form the basis of the amount to be offered to Creditors under an Amended Proposal.

SECTION B - Summary of the Proposal

This section contains a brief summary of the Proposal, the terms of which would be effective only if the Proposal is accepted by the Creditors and approved by the Court, in accordance with the provisions of the BIA.

The Proposal is a form of holding proposal. The general intent of the Proposal is to allow the Debtor sufficient additional time to negotiate and complete a sale of its business and assets on a going concern basis, the proceeds of which will enable the Debtor to file an Amended Proposal that would provide the Creditors as a whole with a greater recovery compared to any recovery that might be realized if KPH were to become bankrupt.

For the purposes of voting on the Proposal, only the Unsecured Creditors will be entitled to vote on the Proposal. There shall be one (1) class of Unsecured Creditors.

The Proposal contemplates the treatment of creditor claims to be as follows:

- **Secured Creditors** – Secured claims shall be paid by the Debtor in accordance with agreements between the Debtor and the Secured Creditor or as otherwise agreed between the Secured Creditor and the Debtor. For greater clarity, each Secured Creditor shall not be affected by the Proposal, any subsequent Amended Proposal or the proposal proceedings generally commenced by the Debtor under the Act.
- **Preferred Creditors** – The time and provision for payment of all Claims of Preferred Creditors shall be set out in the Amended Proposal, provided that, pursuant to the Amended Proposal, all proven preferred Claims as set out in section 136 of the Act, if any, will be paid in full without interest in priority to all Claims of Unsecured Creditors and in accordance with the scheme of distribution set out in the Act; provided, however, that Preferred Claims of any employees and any former employees equal to the amounts that they would be qualified to receive under subparagraph 136(1)(d) of the Act if the Debtor became bankrupt on the Date of Filing, shall be paid immediately after the Court Approval Date.

For greater certainty, amounts due or which may become due pursuant to this paragraph do not include Claims for severance or termination pay.

- **Unsecured Creditors** – The time and provision for payment of all Claims of Unsecured Creditors shall be set out in the Amended Proposal.

Payment of the Claims, if any, of Her Majesty in Right of Canada or a province in existence at the Date of Filing shall be paid by the Debtor within six months following the Court Approval Date.

Claims arising in respect of goods supplied, services rendered or other consideration given to the Debtor subsequent to the Date of Filing shall be paid in full by the Debtor in the ordinary course of business, and on regular trade terms.

Immediately upon performance of the Amended Proposal by the Debtor, all Claims against the directors of the Debtor that arose before the Date of Filing and that relate to the obligations of the Debtor where the directors are by law liable in their capacity as directors for the payment of such obligations, shall be compromised and extinguished.

The above description of the Proposal is a summary only, and readers are cautioned that in the event that there is inconsistency between this report and the Proposal, the terms of the Proposal shall govern.

SECTION C - Financial Position and Causes of Difficulties

A summary of the Debtor's fiscal 2016 financial results is set out below:

| Year Ended December 31 (CAD '000s) | F2016 Unaudited |
|---|----------------------------|
| Revenue | \$ 2,195 |
| Cost of Goods Sold | 1,518 |
| Gross Margin | 677 |
| <i>Gross Margin (%)</i> | 31% |
| Expenses | 631 |
| Net Profit before tax | 46 |

The Debtor advises that its financial difficulties are primarily a result of Derbyshire funding, through KPH, his investment in another loss-making restaurant, which drew capital away from KPH and left it without the necessary working capital to operate efficiently.

Year-to-date in fiscal 2017, Derbyshire has advised, and the Trustee has observed through its monitoring of the Debtor's cash flows, that KPH is generating a loss, which is primarily attributable to unfavourable weather conditions which negatively impact patio sales.

SECTION D - Interim Receiver

Not Applicable.

SECTION E - Identification and Evaluation of Assets

As set out in the Debtor's statement of affairs, as at June 5, 2017, (the "SOA") the Debtor's assets and estimated realizable value are as listed below.

| <u>Description</u> | <u>Estimated Realizable Value</u> |
|-----------------------|-----------------------------------|
| Furniture & Equipment | \$ 50,000 |
| Cash | 100 |
| | <hr/> |
| | \$ 50,100 |

SECTION F - Conduct of the Debtor

The conduct of the Debtor does not appear to be subject to censure.

SECTION G - Creditors' Claims

According to the SOA, the Debtor's creditors consist of:

| <u>Creditor Classification</u> | <u>SOA Amount</u> |
|--------------------------------|-------------------|
| Secured (1) | \$ 240,899 |
| Preferred (2) | Unknown |
| Unsecured | 1,050,012 |
| | <hr/> |
| | \$ 1,290,911 |

(1) Secured creditors set out on the SOA are as follows:

| <u>Secured Creditor</u> | <u>Claim</u> |
|------------------------------------|-------------------|
| Bodkin Capital Corporation | \$ 1 |
| Canada Revenue Agency ("CRA") | 209,065 |
| Ontario Ministry of Finance ("MF") | 31,832 |
| National Leasing | 1 |
| Total | <hr/> |
| | \$ 240,899 |

CRA is secured in respect of outstanding source deductions. MF is secured in respect of outstanding employer health tax. The Trustee has not reviewed or verified the security of the Secured Creditors but has no reason to believe it is not enforceable.

(2) KPH may potentially have an obligation to its landlord for percentage rent arrears which would form a Preferred Claim.

SECTION H - Previous Business Dealings with the Debtor

The undersigned Trustee has had no previous dealings with the Debtor.

SECTION I - Informal Meeting with Major Creditors

Not Applicable.

SECTION J - Remuneration of Trustee

All the fees, expenses, legal fees and disbursements of the Trustee and the Debtor on and incidental to the Proposal and the proceedings arising out of the Proposal shall be paid in priority to all Claims of Unsecured Creditors, and shall be paid on the consideration offered to the Unsecured Creditors under the Amended Proposal.

SECTION K - Other

Not applicable.

SECTION L - Statement of Estimated Realizations

As noted above, should the Proposal be accepted, the Debtor will seek to complete a sale of its business, the proceeds of which will enable the Debtor to file an Amended Proposal. It is the Debtor's expectation that a sale of its business as a going concern will generate greater realizations for Creditors than the estimated realizations from the liquidation of the assets set out in Section E above. In the event of a liquidation or immediate bankruptcy, the Debtor's assets would in all likelihood be insufficient to satisfy its Secured Creditor claims and therefore there would be no distribution to Unsecured Creditors.

Upon the filing of the Amended Proposal the Trustee will provide Creditors with an update on the estimated realizations that will show an estimate of the realizations in the event the Amended Proposal is accepted by the Creditors and the Court and in the event the Amended Proposal is rejected and the Debtor is deemed bankrupt.

Preferences and Transactions at Under Value

The Holding Proposal contemplates that Section 95-101 of the BIA will not apply to this Proposal or anticipated in the Amended Proposal.

To assess the reasonableness of this clause, the Trustee will carry out an investigation of the Debtor's books and records to identify any potential preferences or Transactions at Under Value prior to the filing of the Amended Proposal.

SECTION M - Recommendations

The Trustee is supportive of the filing of the Proposal as:

- (i) it would allow the Debtor sufficient additional time to complete a sale of its business and assets on a going concern basis, the proceeds of which will enable the Debtor to file a viable Amended Proposal; and
- (ii) it would provide the Creditors as a whole with a greater recovery compared to any recovery that might be realized under a bankruptcy.

The Trustee is monitoring the Debtor's activities. The Trustee will report on the activities of the Debtor, its progress in negotiating a sale transaction and the status of its filing of an Amended Proposal on or before the Meeting.

SECTION N - Technical Requirements for a Successful Proposal

This Proposal will become effective only if it is accepted by a resolution of the Unsecured Creditors and approved by the Court. To obtain Creditor approval, a simple majority in the number of Unsecured Creditors voting and also representing at least 2/3 of the dollar value of the Unsecured Creditors voting, must vote in favour of the Proposal. If the Unsecured Creditors do not accept the Proposal then the Debtor will be deemed to have made an assignment in bankruptcy and a meeting of creditors in the matter of the bankruptcy will immediately take place.

If the Unsecured Creditors vote to accept the Proposal, Court approval of the Proposal must then be sought. If the Court does not approve the Proposal, the Debtor would be deemed to have made an assignment in bankruptcy and the Trustee will then call a meeting of creditors in the matter of the bankruptcy.

When completing the Proof of Claim form submitted herewith, Creditors should include all outstanding amounts as at May 8, 2017, the date of the filing of the NOI. It is expressly noted and should be clearly understood that the Trustee, in its capacity as Trustee, assumes no personal liability for any claims that Creditors may have against the Debtor either before or after the filing of the NOI or the Proposal.

Creditors may attend, in person or by proxy, the meeting to consider the Proposal, which will be held at the offices of the Trustee located at 111 Richmond Street W, Suite 300 on June 23, 2017 at 10:00 am (EST).

Creditors who do not wish to attend or be represented at the meeting but who wish to vote, may forward their Proofs of Claim and voting letters by either email to echa.odeh@mnp.ca or fax to (416) 323-5242, to the Trustee so as to be received prior to 10:00 am (Toronto Time) on June 23, 2017.

If you should have any questions or comments on the Proposal or this report, please do not hesitate to contact the undersigned.

Dated at Toronto, Ontario, the 12th day of June, 2017.

MNP Ltd.
Trustee acting in re: the Proposal of
1821372 Ontario Limited

Per:



Jerry Henechowicz, CPA, CA. CIRP, LIT

District of: Ontario
Division No. 09 - Toronto
Court No. 31-2249027
Estate No. 31-2249027

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 proposal of
1821372 Ontario Limited
carrying on business as
The Kennedy Public House
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 proposal of 1821372 Ontario Limited 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 Filing Date, namely the 8th day of May 2017, 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.)

- 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 20(1) of the Act provides severe penalties for making any false claim, proof, declaration or statement of account.

District of: Ontario
Division No. 09 - Toronto
Court No. 31-2249027
Estate No. 31-2249027

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

In the matter of the proposal of
1821372 Ontario Limited
carrying on business as
The Kennedy Public House
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. - Licensed Insolvency Trustee

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

District of: Ontario
Division No. 09 - Toronto
Court No. 31-2249027
Estate No. 31-2249027

FORM 37

Voting Letter
(Paragraph 51(1)(f) of the Act)

In the matter of the proposal of
1821372 Ontario Limited
carrying on business as
The Kennedy Public House
of the City of Toronto
in the Province of Ontario

I, _____, creditor (or I, _____, representative
of _____, creditor), of _____, a creditor in the above matter
for the sum of \$ _____, hereby request the trustee acting with respect to the proposal of 1821372
Ontario Limited, to record my vote _____ (for or against) the acceptance of the proposal as made
on the 5th day of June 2017.

Dated at _____, this _____ day of _____.

Witness
Individual Creditor

Witness
Name of Corporate Creditor

Per _____
Name and Title of Signing Officer

Return To:
MNP LTD. - Licensed Insolvency Trustee
Per:

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