

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE MADAM) WEDNESDAY, THE 10TH
JUSTICE CONWAY)
) DAY OF NOVEMBER, 2021

BETWEEN:

DBDC SPADINA LTD.,
and THOSE CORPORATIONS LISTED ON SCHEDULE "A" HERETO

Applicants

- and -

NORMA WALTON, RONAULD WALTON, THE ROSE & THISTLE GROUP
LTD. and EGLINTON CASTLE INC.

Respondents

- and -

THOSE CORPORATIONS LISTED IN SCHEDULE "B" HERETO, TO BE
BOUND BY THE RESULT

ORDER

THIS MOTION, made by Schonfeld Inc. in its capacity as the manager (the "**Manager**") appointed pursuant to the Order of Justice Newbould dated November 5, 2013 (the "**Appointment Order**") and the Judgment and Order of Justice D.M. Brown dated August 12, 2014 (the "**August 12 Judgment**") for an Order, *inter alia*, approving the Manager's fees and disbursements, and the fees and disbursements of the Manager's counsel, authorizing the Manager to distribute funds to the Applicants and to transfer to the Applicants management and control of the companies listed on Schedule "B" hereto (the "**Schedule B Companies**"), authorizing the Manager to transfer to Norma and/or Ronauld Walton authority over bank accounts associated with the Schedule C Properties and to transfer to Norma and/or Ronauld



Walton the records held by the Manager relating to the Schedule C Properties and the Schedule C Companies (both as defined below), and discharging the Manager from its mandates pursuant to the Appointment Order and the August 12 Judgment was heard by Zoom videoconference this day at the Courthouse at 330 University Avenue, Toronto, Ontario.

ON READING the Fifty-Ninth Report of the Manager dated November 2, 2021, the Affidavit of Harlan Schonfeld sworn October 19, 2021 and the exhibits thereto, the affidavit of Brian Empey sworn October 14, 2021 and the exhibits thereto, on hearing the submissions of counsel to the Manager, of counsel to the Applicants and of Norma Walton, appearing in person, no other party attending despite having been served as set out in the Affidavit of Carlie Fox sworn November 2, 2021:

1. **THIS COURT ORDERS** that the time and method of service and notice of this Motion is, to the extent necessary, hereby abridged and validated such that this Motion is properly returnable today without further service or notice thereof.

Approval of Fees, Fee Allocation Methodology and Holdback

2. **THIS COURT ORDERS** that the fees and disbursements of the Manager in the amount of \$139,469.87 for the period from January 1, 2020 to September 30, 2021 and the fees and disbursements of the Manager's counsel, Goodmans LLP ("**Goodmans**"), in the amount of \$125,629.76, for the period from January 1, 2020 to September 30, 2021 are hereby approved.

3. **THIS COURT ORDERS** that the allocation of fees incurred by the Manager and by Goodmans to the various Schedule B Companies and the Properties listed on Schedule "C" hereto (the "**Schedule C Properties**") for the period from January 1, 2020 to September 30, 2021 described in the Manager's Fifty-Ninth Report and attached hereto as **Appendix "A"** is hereby approved.

4. **THIS COURT ORDERS** that the reallocation of fees payable by Schedule B Companies and Schedule C Properties with insufficient funds to pay them to Schedule B Companies that do have sufficient funding as set out in the Reallocation and Proposed Distribution Chart attached hereto as **Appendix "B"** is hereby approved, and the Manager is authorized to reallocate fees in accordance with Appendix "B" hereto.

5. **THIS COURT ORDERS** that the Manager be and is hereby authorized to hold back \$89,876.59 plus any amount received by the Manager on account of GST refunds and/or interest accrued on GICs up to a total maximum of \$100,000 in respect of professional fees and costs anticipated to be incurred in the completion of its mandate for two years following the date on which it files its discharge certificate;

6. **THIS COURT ORDERS** that the Manager be and is hereby authorized to distribute to the Applicants any amounts remaining from the funds described in paragraph 5 hereof on the date that is two years from the date on which the Manager files its discharge certificate without any further order or direction of the Court.

Authorization to Distribute Funds and Transfer Management and Control of Schedule B Companies

7. **THIS COURT ORDERS** that the Manager be and is hereby authorized to distribute funds to the Applicants in accordance with the Reallocation and Proposed Distribution Chart attached hereto as **Appendix “B”**.

8. **THIS COURT ORDERS** that Dr. Stanley Bernstein, or another entity or person(s) as directed by Dr. Bernstein in his sole discretion, shall hold all of the issued and outstanding shares (the “**Shares**”) of each of the Schedule B Companies that remain subject to the Manager’s mandate (the “**Schedule B Discharge Companies**”), including but not limited to any shares that would otherwise be or have been held by Norma Walton or Ronauld Walton, and shall be deemed to have held all such shares since the date(s) on which those shares were first issued.

9. **THIS COURT ORDERS** that, for greater certainty, all shares of each of the Schedule B Discharge Companies that were issued and outstanding, either at the present or at any point in the past, other than the Shares described in paragraph 8 of this Order, shall be cancelled and shall be deemed not to have been issued.

10. **THIS COURT ORDERS** that Norma Walton and Ronauld Walton be removed as directors and officers of the Schedule B Discharge Companies.

11. **THIS COURT ORDERS** that Dr. Bernstein be appointed as the sole director and president of each of the Schedule B Discharge Companies.

12. **THIS COURT ORDERS** that the Manager shall deliver the Minute Books and other corporate records of each of the Schedule B Discharge Companies to Lenczner Slaght LLP.

13. **THIS COURT ORDERS** that following the delivery of the Shares to Dr. Bernstein, the Manager shall remain Manager of the Schedule B Discharge Companies for the performance of such incidental duties as may be required to complete the administration of the receivership/managership herein, including the preparation of any necessary tax return filings for the period up to and including December 31, 2021, and the Manager shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of the Manager in its capacity as Manager.

14. **THIS COURT ORDERS** that any claims, now extant or that could exist, whether discovered or undiscovered as of the date of this Order, against any of the Schedule B Discharge Companies, other than the claims of the Applicants, shall be deemed to be extinguished and satisfied, and that such claims shall not flow through to any successor corporation or amalgamated entity of any of the Schedule B Discharge Companies.

15. **THIS COURT ORDERS** that any amounts payable to or receivable from any of the Schedule B Discharge Companies by any of Norma Walton, Ronauld Walton, the Rose & Thistle Group Limited and/or Eglinton Castle Inc. shall be cancelled and eliminated, without prejudice to the Applicants' ability to make or continue a claim and/or enforce any judgment for damages or otherwise in this Application.

Schedule C Bank Accounts and Transfer of Records Relating to the Schedule C Properties

16. **THIS COURT ORDERS** that any tax refunds payable to any of the Schedule C Companies in respect of any period up to and including December 31, 2021 that are received by Norma Walton and/or Ronauld Walton, or any other person, shall be delivered to the Manager forthwith upon receipt.

17. **THIS COURT ORDERS** that the Manager be and is hereby authorized to maintain all bank accounts held in respect of the Schedule C Properties (the "**Schedule C Bank Accounts**") until such time as the Manager completes all tax returns in respect of the companies that formerly owned the Schedule C Properties (the "**Schedule C Companies**") and receives any and all tax refunds in respect of the Schedule C Companies.

18. **THIS COURT ORDERS** that the Manager be and is hereby authorized to utilize all funds received in respect of tax refunds received by Schedule C Companies to reduce the reallocation of fees to Schedule B Companies.

19. **THIS COURT ORDERS** that the Manager be and is hereby authorized to distribute any funds repaid to the Schedule B Companies pursuant to paragraph 18 hereof to the Applicants without any further order or direction of this Court.

20. **THIS COURT ORDERS** that the Manager be and is hereby authorized to transfer control of the Schedule C Bank Accounts to Norma Walton and/or Ronauld Walton following the distribution of funds authorized by paragraph 19 hereof.

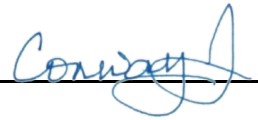
21. **THIS COURT ORDERS** that the Manager shall deliver to Norma Walton and/or Ronauld Walton all records in the Manager's possession, in both paper and electronic format, relating to the Schedule C Properties and the Schedule C Companies other than copies and back ups of documents that were made by the Manager, documents created by the Manager, privileged materials and materials relating to sales by the Manager of Schedule C Properties.

22. **THIS COURT ORDERS** that upon the Manager filing a certificate in the form attached hereto as **Appendix "C"** certifying that it has completed the ancillary and administrative activities described in the Fifty-Ninth Report of the Manager and in this Order, the Manager shall be discharged from its mandates as set out in the Appointment Order and the August 12 Judgment, provided however that notwithstanding its discharge, (a) the Manager shall remain Manager for the performance of such incidental duties as may be required to complete the administration of the mangership/receivership herein, and (b) the Manager shall continue to have the benefit of the provisions of all Orders made in this proceeding, including all approvals, protections and stays of proceedings in favour of Schonfeld Inc. in its capacity as Manager.

23. **THIS COURT ORDERS AND DECLARES** that the Manager and its counsel is hereby released and discharged from any and all liability that the Manager now has or may hereafter have by reason of, or in any way arising out of, the acts or omissions of the Manager while acting in its capacity as Manager herein, save and except for any gross negligence or wilful misconduct on the Manager's part. Without limiting the generality of the foregoing, the Manager is hereby forever released and discharged from any and all liability relating to matters that were

raised, or which could have been raised, in the within receivership/managership proceedings, save and except for any gross negligence or wilful misconduct on the Manager's part.

24. **THIS COURT ORDERS** that notwithstanding the discharge of the Manager, the Manager shall remain Manager and have the authority to complete or address any matters that may be ancillary or incidental to these proceedings following the date of this Order, and in connection therewith: (a) the Manager and its counsel shall continue to have the benefit of all approvals and protections in favour of the Manager at common law or pursuant to the Appointment Order, the August 12 Judgment and all other Orders made in these proceedings, and (b) the Manager and its counsel shall be paid by the Applicants their reasonable fees and disbursements at their standard rates and charges for all activities undertaken by them pursuant to this Order following the date hereof, such funds to be paid from the hold back described in paragraph 5 above.

A handwritten signature in blue ink, appearing to read 'Conway J.', is written over a solid black horizontal line.

A

Appendix "A"

Schedule B Companies and Schedule C Properties Fee Allocation and Funding Repayment Schedule (HST included)

January 1, 2020 to September 30, 2021

Company	Allocation of Professional Fees				31-Jan-20			29-Feb-20		
	Specific-SI	Specific-GM	Non-Specific	Total Fees	Specific-SI	Specific-GM	Non-Specific	Specific-SI	Specific-GM	Non-Specific
SCHEDULE B COMPANIES										
Ascalon	2,374.86	25.92	2,654.54	5,055.32	372.40	0.00	266.16	621.49	0.00	193.88
Bannockburn	1,180.01	0.00	0.00	1,180.01	0.00	0.00	0.00	0.00	0.00	0.00
Cityview	2,470.20	25.92	2,654.54	5,150.66	372.40	0.00	266.16	621.49	0.00	193.88
Dewhurst	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Donalda	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Double Rose	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Dupont	2,470.20	25.92	2,654.54	5,150.66	372.40	0.00	266.16	621.49	0.00	193.88
Eddystone	2,565.54	25.92	2,654.54	5,246.01	499.53	0.00	266.16	621.49	0.00	193.88
Fraser Lands	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Fraser Properties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Global Mills	2,154.51	25.92	2,654.54	4,834.97	372.40	0.00	266.16	621.49	0.00	193.88
Hidden Gem	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Lesliebrook Holdings	2,260.44	25.92	2,654.54	4,940.91	257.99	0.00	266.16	621.49	0.00	193.88
Lesliebrook Lands	2,337.49	25.92	2,654.54	5,017.95	257.99	0.00	266.16	698.54	0.00	193.88
Liberty Village Lands	2,351.11	25.92	2,654.54	5,031.57	257.99	0.00	266.16	698.54	0.00	193.88
Liberty Village Properties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Northern Dancer	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Queen's Corner	2,457.05	25.92	2,654.54	5,137.51	257.99	0.00	266.16	698.54	0.00	193.88
Red Door Developments	2,510.02	25.92	2,654.54	5,190.48	321.55	0.00	266.16	698.54	0.00	193.88
Red Door Lands	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Richmond Row/165 Bathurst	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Riverdale Mansion	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Royal Agincourt	2,594.77	25.92	2,654.54	5,275.23	406.30	0.00	266.16	698.54	0.00	193.88
Royal Gate Holdings	2,562.98	25.92	2,654.54	5,243.45	448.68	0.00	266.16	698.54	0.00	193.88
Salmon River Properties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Skyway	2,340.52	25.92	2,654.54	5,020.98	321.55	0.00	266.16	698.54	0.00	193.88
Tisdale	2,552.39	25.92	2,654.54	5,232.85	533.43	0.00	266.16	698.54	0.00	193.88
Twin Dragons	2,647.73	25.92	2,654.54	5,328.20	533.43	0.00	266.16	698.54	0.00	193.88
West Mall	3,177.42	44.29	2,654.54	5,876.25	321.55	0.00	266.16	698.54	0.00	193.88
Weston Lands	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Wynford	2,120.17	25.92	2,654.54	4,800.63	321.55	0.00	266.16	698.54	0.00	193.88
Total Schedule B	43,127.38	459.06	45,127.18	88,713.63	6,229.13	0.00	4,524.72	11,412.83	0.00	3,295.96
SCHEDULE C PROPERTIES										
44 Park Lane Circle	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
777 St. Clarens	4,435.63	6,433.38	2,654.54	13,523.56	286.03	0.00	266.16	695.65	0.00	193.88
260 Emerson	4,534.31	6,433.38	2,654.54	13,622.23	286.03	0.00	266.16	695.65	0.00	193.88
66 Gerrard	4,212.47	17,237.78	2,654.54	24,104.79	286.03	658.56	266.16	0.00	819.02	193.88
324 Prince Edward	4,350.88	6,433.38	2,654.54	13,438.81	286.03	0.00	266.16	695.65	0.00	193.88
1 William Morgan	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3270 American Drive	5,583.91	19,923.00	2,654.54	28,161.45	455.53	658.56	266.16	695.65	819.02	193.88
321 Carlaw	1,776.21	304.06	2,654.54	4,734.81	222.47	0.00	266.16	84.75	0.00	193.88
346 Jarvis, Unit A.	2,002.42	8,548.83	2,654.54	13,205.79	111.23	329.28	266.16	0.00	409.51	193.88
346 Jarvis, Unit B	2,002.42	8,548.83	2,654.54	13,205.79	111.23	329.28	266.16	0.00	409.51	193.88
346 Jarvis, Unit E	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
346 Jarvis, Unit F	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2454 Bayview	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
30 Hazelton	2,420.31	304.06	2,654.54	5,378.91	222.47	0.00	266.16	0.00	0.00	193.88
30A Hazelton	1,699.93	304.06	2,654.54	4,658.54	222.47	0.00	266.16	84.75	0.00	193.88
24 Cecil	7,972.26	22,251.74	2,654.54	32,878.55	709.78	658.56	266.16	0.00	819.02	193.88
2 Kelvin	1,855.51	304.06	2,654.54	4,814.11	222.47	0.00	266.16	0.00	0.00	193.88
0 Luttrell	1,699.93	304.06	2,654.54	4,658.54	222.47	0.00	266.16	84.75	0.00	193.88
Total Schedule C	44,546.19	97,330.66	34,509.02	176,385.87	3,644.25	2,634.26	3,460.08	3,036.84	3,276.10	2,520.44
Total Fee Allocation	\$ 87,673.58	\$ 97,789.72	\$ 79,636.20	\$ 265,099.49	\$ 9,873.38	\$ 2,634.26	\$ 7,984.80	\$ 14,449.67	\$ 3,276.10	\$ 5,816.40

**Schedule B Companies and Schedule C Properties
Fee Allocation and Funding Repayment Schedule (HST included)**

January 1, 2020 to September 30, 2021

Company	31-Mar-20			30-Apr-20			31-May-20			30-Jun-20		
	Specific-SI	Specific-GM	Non-Specific	Specific-SI	Specific-GM	Non-Specific	Specific-SI	Specific-GM	Non-Specific	Specific-SI	Specific-GM	Non-Specific
SCHEDULE B COMPANIES												
Ascalon	0.00	0.00	168.95	25.43	0.00	77.39	0.00	0.00	42.23	33.90	0.00	276.85
Bannockburn	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Cityview	31.78	0.00	168.95	25.43	0.00	77.39	0.00	0.00	42.23	33.90	0.00	276.85
Dewhurst	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Donalda	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Double Rose	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Dupont	31.78	0.00	168.95	25.43	0.00	77.39	0.00	0.00	42.23	33.90	0.00	276.85
Eddystone	63.56	0.00	168.95	25.43	0.00	77.39	0.00	0.00	42.23	33.90	0.00	276.85
Fraser Lands	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Fraser Properties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Global Mills	0.00	0.00	168.95	0.00	0.00	77.39	0.00	0.00	42.23	0.00	0.00	276.85
Hidden Gem	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Lesliebrook Holdings	0.00	0.00	168.95	25.43	0.00	77.39	0.00	0.00	42.23	33.90	0.00	276.85
Lesliebrook Lands	0.00	0.00	168.95	25.43	0.00	77.39	0.00	0.00	42.23	33.90	0.00	276.85
Liberty Village Lands	0.00	0.00	168.95	25.43	0.00	77.39	0.00	0.00	42.23	33.90	0.00	276.85
Liberty Village Properties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Northern Dancer	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Queen's Corner	105.94	0.00	168.95	25.43	0.00	77.39	0.00	0.00	42.23	33.90	0.00	276.85
Red Door Developments	31.78	0.00	168.95	25.43	0.00	77.39	0.00	0.00	42.23	33.90	0.00	276.85
Red Door Lands	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Richmond Row/165 Bathurst	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Riverdale Mansion	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Royal Agincourt	31.78	0.00	168.95	25.43	0.00	77.39	0.00	0.00	42.23	33.90	0.00	276.85
Royal Gate Holdings	31.78	0.00	168.95	25.43	0.00	77.39	0.00	0.00	42.23	33.90	0.00	276.85
Salmon River Properties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Skyway	0.00	0.00	168.95	25.43	0.00	77.39	0.00	0.00	42.23	33.90	0.00	276.85
Tisdale	0.00	0.00	168.95	25.43	0.00	77.39	0.00	0.00	42.23	33.90	0.00	276.85
Twin Dragons	31.78	0.00	168.95	25.43	0.00	77.39	0.00	0.00	42.23	33.90	0.00	276.85
West Mall	31.78	0.00	168.95	427.99	0.00	77.39	0.00	0.00	42.23	33.90	0.00	276.85
Weston Lands	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Wynford	0.00	0.00	168.95	0.00	0.00	77.39	0.00	0.00	42.23	0.00	0.00	276.85
Total Schedule B	391.97	0.00	2,872.15	783.94	0.00	1,315.63	0.00	0.00	717.91	508.50	0.00	4,706.45
SCHEDULE C PROPERTIES												
44 Park Lane Circle	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
777 St. Clarens	127.13	0.00	168.95	36.32	11.68	77.39	762.75	739.98	42.23	31.78	386.91	276.85
260 Emerson	0.00	0.00	168.95	466.13	11.68	77.39	762.75	739.98	42.23	0.00	386.91	276.85
66 Gerrard	476.72	1,841.79	168.95	36.32	11.68	77.39	0.00	504.04	42.23	31.78	0.00	276.85
324 Prince Edward	42.38	0.00	168.95	36.32	11.68	77.39	762.75	739.98	42.23	31.78	386.91	276.85
1 William Morgan	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3270 American Drive	74.16	1,763.25	168.95	36.32	11.68	77.39	762.75	978.18	42.23	31.78	386.91	276.85
321 Carlaw	349.59	0.00	168.95	0.00	11.68	77.39	0.00	0.00	42.23	0.00	0.00	276.85
346 Jarvis, Unit A	238.36	920.89	168.95	18.16	5.84	77.39	0.00	252.02	42.23	15.89	0.00	276.85
346 Jarvis, Unit B	238.36	920.89	168.95	18.16	5.84	77.39	0.00	252.02	42.23	15.89	0.00	276.85
346 Jarvis, Unit E	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
346 Jarvis, Unit F	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2454 Bayview	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
30 Hazelton	349.59	0.00	168.95	63.56	11.68	77.39	0.00	0.00	42.23	31.78	0.00	276.85
30A Hazelton	349.59	0.00	168.95	0.00	11.68	77.39	0.00	0.00	42.23	0.00	0.00	276.85
24 Cecil	476.72	1,841.79	168.95	36.32	11.68	77.39	762.75	978.18	42.23	31.78	386.91	276.85
2 Kelvin	349.59	0.00	168.95	36.32	11.68	77.39	0.00	0.00	42.23	31.78	0.00	276.85
0 Luttrell	349.59	0.00	168.95	0.00	11.68	77.39	0.00	0.00	42.23	0.00	0.00	276.85
Total Schedule C	3,421.78	7,288.61	2,196.35	783.94	140.12	1,006.07	3,813.75	5,184.38	548.99	254.25	1,934.56	3,599.05
Total Fee Allocation	\$ 3,813.75	\$ 7,288.61	\$ 5,068.50	\$ 1,567.88	\$ 140.12	\$ 2,321.70	\$ 3,813.75	\$ 5,184.38	\$ 1,266.90	\$ 762.75	\$ 1,934.56	\$ 8,305.50

**Schedule B Companies and Schedule C Properties
 Fee Allocation and Funding Repayment Schedule (HST included)
 January 1, 2020 to September 30, 2021**

Company	31-Jul-20			31-Aug-20			30-Sep-20			31-Oct-20		
	Specific-SI	Specific-GM	Non-Specific	Specific-SI	Specific-GM	Non-Specific	Specific-SI	Specific-GM	Non-Specific	Specific-SI	Specific-GM	Non-Specific
SCHEDULE B COMPANIES												
Ascalon	0.00	0.00	50.85	0.00	0.00	33.90	33.90	0.00	161.26	0.00	0.00	67.80
Bannockburn	0.00	0.00	0.00	0.00	0.00	0.00	907.82	0.00	0.00	272.19	0.00	0.00
Cityview	0.00	0.00	50.85	0.00	0.00	33.90	33.90	0.00	161.26	0.00	0.00	67.80
Dewhurst	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Donalda	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Double Rose	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Dupont	0.00	0.00	50.85	0.00	0.00	33.90	33.90	0.00	161.26	0.00	0.00	67.80
Eddystone	0.00	0.00	50.85	0.00	0.00	33.90	33.90	0.00	161.26	0.00	0.00	67.80
Fraser Lands	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Fraser Properties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Global Mills	0.00	0.00	50.85	0.00	0.00	33.90	0.00	0.00	161.26	0.00	0.00	67.80
Hidden Gem	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Lesliebrook Holdings	0.00	0.00	50.85	0.00	0.00	33.90	33.90	0.00	161.26	0.00	0.00	67.80
Lesliebrook Lands	0.00	0.00	50.85	0.00	0.00	33.90	33.90	0.00	161.26	0.00	0.00	67.80
Liberty Village Lands	0.00	0.00	50.85	0.00	0.00	33.90	33.90	0.00	161.26	0.00	0.00	67.80
Liberty Village Properties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Northern Dancer	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Queen's Corner	0.00	0.00	50.85	0.00	0.00	33.90	33.90	0.00	161.26	0.00	0.00	67.80
Red Door Developments	0.00	0.00	50.85	0.00	0.00	33.90	33.90	0.00	161.26	0.00	0.00	67.80
Red Door Lands	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Richmond Row/165 Bathurst	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Riverdale Mansion	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Royal Agincourt	0.00	0.00	50.85	0.00	0.00	33.90	33.90	0.00	161.26	0.00	0.00	67.80
Royal Gate Holdings	0.00	0.00	50.85	0.00	0.00	33.90	33.90	0.00	161.26	0.00	0.00	67.80
Salmon River Properties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Skyway	0.00	0.00	50.85	0.00	0.00	33.90	33.90	0.00	161.26	0.00	0.00	67.80
Tisdale	0.00	0.00	50.85	0.00	0.00	33.90	33.90	0.00	161.26	0.00	0.00	67.80
Twin Dragons	0.00	0.00	50.85	0.00	0.00	33.90	33.90	0.00	161.26	0.00	0.00	67.80
West Mall	0.00	0.00	50.85	0.00	0.00	33.90	33.90	0.00	161.26	0.00	0.00	67.80
Weston Lands	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Wynford	0.00	0.00	50.85	0.00	0.00	33.90	0.00	0.00	161.26	0.00	0.00	67.80
Total Schedule B	0.00	0.00	864.45	0.00	0.00	576.30	1,416.32	0.00	2,741.42	272.19	0.00	1,152.60
SCHEDULE C PROPERTIES												
44 Park Lane Circle	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
777 St. Clarens	0.00	42.04	50.85	0.00	0.00	33.90	95.34	966.21	161.26	0.00	357.98	67.80
260 Emerson	0.00	42.04	50.85	0.00	0.00	33.90	63.56	966.21	161.26	0.00	357.98	67.80
66 Gerrard	0.00	0.00	50.85	0.00	0.00	33.90	158.91	585.10	161.26	0.00	70.06	67.80
324 Prince Edward	0.00	42.04	50.85	0.00	0.00	33.90	95.34	966.21	161.26	0.00	357.98	67.80
1 William Morgan	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3270 American Drive	0.00	42.04	50.85	0.00	0.00	33.90	95.34	1,268.14	161.26	0.00	428.04	67.80
321 Carlaw	0.00	0.00	50.85	0.00	0.00	33.90	0.00	11.68	161.26	0.00	0.00	67.80
346 Jarvis, Unit A	0.00	0.00	50.85	0.00	0.00	33.90	79.45	222.49	161.26	0.00	35.03	67.80
346 Jarvis, Unit B	0.00	0.00	50.85	0.00	0.00	33.90	79.45	222.49	161.26	0.00	35.03	67.80
346 Jarvis, Unit E	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
346 Jarvis, Unit F	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2454 Bayview	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
30 Hazelton	0.00	0.00	50.85	678.00	0.00	33.90	31.78	11.68	161.26	0.00	0.00	67.80
30A Hazelton	0.00	0.00	50.85	0.00	0.00	33.90	0.00	11.68	161.26	0.00	0.00	67.80
24 Cecil	0.00	42.04	50.85	0.00	0.00	33.90	158.91	1,408.26	161.26	0.00	428.04	67.80
2 Kelvin	0.00	0.00	50.85	0.00	0.00	33.90	31.78	11.68	161.26	0.00	0.00	67.80
0 Luttrell	0.00	0.00	50.85	0.00	0.00	33.90	0.00	11.68	161.26	0.00	0.00	67.80
Total Schedule C	0.00	210.18	661.05	678.00	0.00	440.70	889.88	6,663.48	2,096.38	0.00	2,070.16	881.40
Total Fee Allocation	\$ -	\$ 210.18	\$ 1,525.50	\$ 678.00	\$ -	\$ 1,017.00	\$ 2,306.19	\$ 6,663.48	\$ 4,837.80	\$ 272.19	\$ 2,070.16	\$ 2,034.00

**Schedule B Companies and Schedule C Properties
Fee Allocation and Funding Repayment Schedule (HST included)**

January 1, 2020 to September 30, 2021

Company	30-Nov-20			31-Dec-20			31-Jan-21			28-Feb-21		
	Specific-SI	Specific-GM	Non-Specific	Specific-SI	Specific-GM	Non-Specific	Specific-SI	Specific-GM	Non-Specific	Specific-SI	Specific-GM	Non-Specific
SCHEDULE B COMPANIES												
Ascalon	0.00	0.00	79.43	0.00	0.00	75.27	314.79	0.00	126.39	254.25	0.00	41.08
Bannockburn	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Cityview	0.00	0.00	79.43	0.00	0.00	75.27	314.79	0.00	126.39	254.25	0.00	41.08
Dewhurst	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Donalda	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Double Rose	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Dupont	0.00	0.00	79.43	0.00	0.00	75.27	314.79	0.00	126.39	254.25	0.00	41.08
Eddystone	0.00	0.00	79.43	0.00	0.00	75.27	314.79	0.00	126.39	254.25	0.00	41.08
Fraser Lands	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Fraser Properties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Global Mills	0.00	0.00	79.43	0.00	0.00	75.27	272.41	0.00	126.39	254.25	0.00	41.08
Hidden Gem	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Lesliebrook Holdings	0.00	0.00	79.43	0.00	0.00	75.27	314.79	0.00	126.39	254.25	0.00	41.08
Lesliebrook Lands	0.00	0.00	79.43	0.00	0.00	75.27	314.79	0.00	126.39	254.25	0.00	41.08
Liberty Village Lands	0.00	0.00	79.43	0.00	0.00	75.27	328.41	0.00	126.39	254.25	0.00	41.08
Liberty Village Properties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Northern Dancer	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Queen's Corner	0.00	0.00	79.43	0.00	0.00	75.27	328.41	0.00	126.39	254.25	0.00	41.08
Red Door Developments	0.00	0.00	79.43	0.00	0.00	75.27	328.41	0.00	126.39	254.25	0.00	41.08
Red Door Lands	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Richmond Row/165 Bathurst	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Riverdale Mansion	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Royal Agincourt	0.00	0.00	79.43	0.00	0.00	75.27	328.41	0.00	126.39	254.25	0.00	41.08
Royal Gate Holdings	0.00	0.00	79.43	0.00	0.00	75.27	254.25	0.00	126.39	254.25	0.00	41.08
Salmon River Properties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Skyway	0.00	0.00	79.43	0.00	0.00	75.27	254.25	0.00	126.39	254.25	0.00	41.08
Tisdale	0.00	0.00	79.43	0.00	0.00	75.27	254.25	0.00	126.39	254.25	0.00	41.08
Twin Dragons	0.00	0.00	79.43	0.00	0.00	75.27	254.25	0.00	126.39	254.25	0.00	41.08
West Mall	0.00	0.00	79.43	0.00	0.00	75.27	254.25	0.00	126.39	254.25	0.00	41.08
Weston Lands	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Wynford	0.00	0.00	79.43	0.00	0.00	75.27	211.88	0.00	126.39	254.25	0.00	41.08
Total Schedule B	0.00	0.00	1,350.31	0.00	0.00	1,279.59	4,957.88	0.00	2,148.63	4,322.25	0.00	698.36
SCHEDULE C PROPERTIES												
44 Park Lane Circle	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
777 St. Clarens	0.00	605.83	79.43	0.00	262.91	75.27	449.18	1,729.14	126.39	254.25	686.14	41.08
260 Emerson	0.00	605.83	79.43	0.00	262.91	75.27	449.18	1,729.14	126.39	254.25	686.14	41.08
66 Gerrard	0.00	11.68	79.43	0.00	487.11	75.27	42.38	1,386.37	126.39	508.50	235.04	41.08
324 Prince Edward	0.00	605.83	79.43	0.00	262.91	75.27	449.18	1,729.14	126.39	254.25	686.14	41.08
1 William Morgan	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3270 American Drive	0.00	605.83	79.43	0.00	487.11	75.27	449.18	1,876.04	126.39	254.25	921.18	41.08
321 Carlaw	0.00	11.68	79.43	0.00	262.91	75.27	42.38	0.00	126.39	508.50	0.00	41.08
346 Jarvis, Unit A.	0.00	5.84	79.43	0.00	243.55	75.27	21.19	693.18	126.39	216.11	117.52	41.08
346 Jarvis, Unit B	0.00	5.84	79.43	0.00	243.55	75.27	21.19	693.18	126.39	216.11	117.52	41.08
346 Jarvis, Unit E	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
346 Jarvis, Unit F	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2454 Bayview	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
30 Hazelton	0.00	11.68	79.43	0.00	262.91	75.27	42.38	0.00	126.39	432.23	0.00	41.08
30A Hazelton	0.00	11.68	79.43	0.00	262.91	75.27	42.38	0.00	126.39	432.23	0.00	41.08
24 Cecil	0.00	605.83	79.43	0.00	487.11	75.27	194.93	1,876.04	126.39	508.50	921.18	41.08
2 Kelvin	0.00	11.68	79.43	0.00	262.91	75.27	42.38	0.00	126.39	432.23	0.00	41.08
0 Luttrell	0.00	11.68	79.43	0.00	262.91	75.27	42.38	0.00	126.39	432.23	0.00	41.08
Total Schedule C	0.00	3,110.89	1,032.59	0.00	4,051.73	978.51	2,288.25	11,712.21	1,643.07	4,703.63	4,370.84	534.04
Total Fee Allocation	\$ -	\$ 3,110.89	\$ 2,382.90	\$ -	\$ 4,051.73	\$ 2,258.10	\$ 7,246.13	\$ 11,712.21	\$ 3,791.70	\$ 9,025.88	\$ 4,370.84	\$ 1,232.40

**Schedule B Companies and Schedule C Properties
Fee Allocation and Funding Repayment Schedule (HST included)**

January 1, 2020 to September 30, 2021

Company	31-Mar-21			30-Apr-21			31-May-21			30-Jun-21		
	Specific-SI	Specific-GM	Non-Specific	Specific-SI	Specific-GM	Non-Specific	Specific-SI	Specific-GM	Non-Specific	Specific-SI	Specific-GM	Non-Specific
SCHEDULE B COMPANIES												
Ascalon	579.12	0.00	33.90	0.00	0.00	476.59	0.00	0.00	99.12	42.38	0.00	154.76
Bannockburn	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Cityview	579.12	0.00	33.90	0.00	0.00	476.59	63.56	0.00	99.12	42.38	0.00	154.76
Dewhurst	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Donalda	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Double Rose	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Dupont	579.12	0.00	33.90	0.00	0.00	476.59	63.56	0.00	99.12	42.38	0.00	154.76
Eddystone	579.12	0.00	33.90	0.00	0.00	476.59	0.00	0.00	99.12	42.38	0.00	154.76
Fraser Lands	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Fraser Properties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Global Mills	536.74	0.00	33.90	0.00	0.00	476.59	0.00	0.00	99.12	0.00	0.00	154.76
Hidden Gem	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Lesliebrook Holdings	579.12	0.00	33.90	0.00	0.00	476.59	0.00	0.00	99.12	42.38	0.00	154.76
Lesliebrook Lands	579.12	0.00	33.90	0.00	0.00	476.59	0.00	0.00	99.12	42.38	0.00	154.76
Liberty Village Lands	579.12	0.00	33.90	0.00	0.00	476.59	0.00	0.00	99.12	42.38	0.00	154.76
Liberty Village Properties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Northern Dancer	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Queen's Corner	579.12	0.00	33.90	0.00	0.00	476.59	0.00	0.00	99.12	42.38	0.00	154.76
Red Door Developments	579.12	0.00	33.90	0.00	0.00	476.59	63.56	0.00	99.12	42.38	0.00	154.76
Red Door Lands	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Richmond Row/165 Bathurst	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Riverdale Mansion	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Royal Agincourt	579.12	0.00	33.90	0.00	0.00	476.59	63.56	0.00	99.12	42.38	0.00	154.76
Royal Gate Holdings	579.12	0.00	33.90	0.00	0.00	476.59	63.56	0.00	99.12	42.38	0.00	154.76
Salmon River Properties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Skyway	579.12	0.00	33.90	0.00	0.00	476.59	0.00	0.00	99.12	42.38	0.00	154.76
Tisdale	579.12	0.00	33.90	0.00	0.00	476.59	0.00	0.00	99.12	42.38	0.00	154.76
Twin Dragons	579.12	0.00	33.90	0.00	0.00	476.59	63.56	0.00	99.12	42.38	0.00	154.76
West Mall	579.12	0.00	33.90	0.00	0.00	476.59	63.56	18.36	99.12	381.38	0.00	154.76
Weston Lands	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Wynford	536.74	0.00	33.90	0.00	0.00	476.59	0.00	0.00	99.12	0.00	0.00	154.76
Total Schedule B	9,760.21	0.00	576.30	0.00	0.00	8,102.03	444.94	18.36	1,685.04	974.63	0.00	2,630.92
SCHEDULE C PROPERTIES												
44 Park Lane Circle	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
777 St. Clarens	1,043.12	638.45	33.90	418.30	0.00	476.59	47.67	0.00	99.12	83.99	0.00	154.76
260 Emerson	1,043.12	638.45	33.90	418.30	0.00	476.59	47.67	0.00	99.12	47.67	0.00	154.76
66 Gerrard	568.52	91.81	33.90	808.15	8,492.59	476.59	429.05	356.23	99.12	761.99	1,680.59	154.76
324 Prince Edward	1,043.12	638.45	33.90	418.30	0.00	476.59	47.67	0.00	99.12	83.99	0.00	154.76
1 William Morgan	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3270 American Drive	1,043.12	730.26	33.90	418.30	8,492.59	476.59	111.23	356.23	99.12	83.99	91.81	154.76
321 Carlaw	568.52	0.00	33.90	0.00	0.00	476.59	0.00	0.00	99.12	0.00	0.00	154.76
346 Jarvis, Unit A	284.26	45.91	33.90	404.08	4,246.30	476.59	214.52	178.12	99.12	381.00	840.30	154.76
346 Jarvis, Unit B	284.26	45.91	33.90	404.08	4,246.30	476.59	214.52	178.12	99.12	381.00	840.30	154.76
346 Jarvis, Unit E	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
346 Jarvis, Unit F	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2454 Bayview	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
30 Hazelton	568.52	0.00	33.90	0.00	0.00	476.59	0.00	0.00	99.12	0.00	0.00	154.76
30A Hazelton	568.52	0.00	33.90	0.00	0.00	476.59	0.00	0.00	99.12	0.00	0.00	154.76
24 Cecil	1,043.12	730.26	33.90	1,964.99	9,234.25	476.59	858.09	337.87	99.12	1,122.26	1,478.61	154.76
2 Kelvin	568.52	0.00	33.90	0.00	0.00	476.59	0.00	0.00	99.12	36.32	0.00	154.76
0 Luttrell	568.52	0.00	33.90	0.00	0.00	476.59	0.00	0.00	99.12	0.00	0.00	154.76
Total Schedule C	9,195.26	3,559.50	440.70	5,254.50	34,712.02	6,195.67	1,970.44	1,406.57	1,288.56	2,982.22	4,931.60	2,011.88
Total Fee Allocation	\$ 18,955.46	\$ 3,559.50	\$ 1,017.00	\$ 5,254.50	\$ 34,712.02	\$ 14,297.70	\$ 2,415.38	\$ 1,424.93	\$ 2,973.60	\$ 3,956.84	\$ 4,931.60	\$ 4,642.80

Schedule B Companies and Schedule C Properties
Fee Allocation and Funding Repayment Schedule (HST included)
January 1, 2020 to September 30, 2021

Company	31-Jul-21			31-Aug-21			30-Sep-21		
	Specific-SI	Specific-GM	Non-Specific	Specific-SI	Specific-GM	Non-Specific	Specific-SI	Specific-GM	Non-Specific
SCHEDULE B COMPANIES									
Ascalon	0.00	0.00	33.90	0.00	0.00	84.00	97.21	25.92	110.83
Bannockburn	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Cityview	0.00	0.00	33.90	0.00	0.00	84.00	97.21	25.92	110.83
Dewhurst	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Donalda	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Double Rose	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Dupont	0.00	0.00	33.90	0.00	0.00	84.00	97.21	25.92	110.83
Eddystone	0.00	0.00	33.90	0.00	0.00	84.00	97.21	25.92	110.83
Fraser Lands	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Fraser Properties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Global Mills	0.00	0.00	33.90	0.00	0.00	84.00	97.21	25.92	110.83
Hidden Gem	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Lesliebrook Holdings	0.00	0.00	33.90	0.00	0.00	84.00	97.21	25.92	110.83
Lesliebrook Lands	0.00	0.00	33.90	0.00	0.00	84.00	97.21	25.92	110.83
Liberty Village Lands	0.00	0.00	33.90	0.00	0.00	84.00	97.21	25.92	110.83
Liberty Village Properties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Northern Dancer	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Queen's Corner	0.00	0.00	33.90	0.00	0.00	84.00	97.21	25.92	110.83
Red Door Developments	0.00	0.00	33.90	0.00	0.00	84.00	97.21	25.92	110.83
Red Door Lands	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Richmond Row/165 Bathurst	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Riverdale Mansion	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Royal Agincourt	0.00	0.00	33.90	0.00	0.00	84.00	97.21	25.92	110.83
Royal Gate Holdings	0.00	0.00	33.90	0.00	0.00	84.00	97.21	25.92	110.83
Salmon River Properties	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Skyway	0.00	0.00	33.90	0.00	0.00	84.00	97.21	25.92	110.83
Tisdale	0.00	0.00	33.90	0.00	0.00	84.00	97.21	25.92	110.83
Twin Dragons	0.00	0.00	33.90	0.00	0.00	84.00	97.21	25.92	110.83
West Mall	0.00	0.00	33.90	0.00	0.00	84.00	97.21	25.92	110.83
Weston Lands	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Wynford	0.00	0.00	33.90	0.00	0.00	84.00	97.21	25.92	110.83
Total Schedule B	0.00	0.00	576.30	0.00	0.00	1,428.00	1,652.63	440.70	1,884.11
SCHEDULE C PROPERTIES									
44 Park Lane Circle	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
777 St. Clarens	0.00	0.00	33.90	67.80	0.00	84.00	36.32	6.12	110.83
260 Emerson	0.00	0.00	33.90	0.00	0.00	84.00	0.00	6.12	110.83
66 Gerrard	0.00	0.00	33.90	67.80	0.00	84.00	36.32	6.12	110.83
324 Prince Edward	0.00	0.00	33.90	67.80	0.00	84.00	36.32	6.12	110.83
1 William Morgan	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
3270 American Drive	0.00	0.00	33.90	1,035.98	0.00	84.00	36.32	6.12	110.83
321 Carlaw	0.00	0.00	33.90	0.00	0.00	84.00	0.00	6.12	110.83
346 Jarvis, Unit A	0.00	0.00	33.90	0.00	0.00	84.00	18.16	3.06	110.83
346 Jarvis, Unit B	0.00	0.00	33.90	0.00	0.00	84.00	18.16	3.06	110.83
346 Jarvis, Unit E	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
346 Jarvis, Unit F	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
2454 Bayview	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
30 Hazelton	0.00	0.00	33.90	0.00	0.00	84.00	0.00	6.12	110.83
30A Hazelton	0.00	0.00	33.90	0.00	0.00	84.00	0.00	6.12	110.83
24 Cecil	0.00	0.00	33.90	67.80	0.00	84.00	36.32	6.12	110.83
2 Kelvin	0.00	0.00	33.90	67.80	0.00	84.00	36.32	6.12	110.83
0 Luttrell	0.00	0.00	33.90	0.00	0.00	84.00	0.00	6.12	110.83
Total Schedule C	0.00	0.00	440.70	1,374.98	0.00	1,092.00	254.25	73.45	1,440.79
Total Fee Allocation	\$ -	\$ -	\$ 1,017.00	\$ 1,374.98	\$ -	\$ 2,520.00	\$ 1,906.88	\$ 514.15	\$ 3,324.90

B

Appendix "B"

Schedule B Companies and Schedule C Companies
Fee Reallocation Schedule - FINAL

	Funds on Hand	GICs	Fees Outstanding	Shortfall	Reallocated to	Transfer for Fees	Distribute to Applicants
Ascalon	4.52		20,777.63	20,773.11		4.52	
Bannockburn	0.00		3,143.88	3,143.88			
Cityview	3.35		20,821.85	20,818.50		3.35	
Dewhurst	0.00		8,384.08	8,384.08			
Donalda	0.00		2,903.43	2,903.43			
Double Rose	0.00		8,407.15	8,407.15			
Dupont	2.13		21,683.63	21,681.50		2.13	
Eddystone	2,418.96		5,246.01	2,827.05		2,418.96	
Fraser Lands	0.00		21,412.86	21,412.86			
Fraser Properties	0.00		18,275.03	18,275.03			
Global Mills	29.44		15,618.21	15,588.77		29.44	
Hidden Gem	0.00		1,306.98	1,306.98			
Lesliebrook Holdings	185.85	17,650.00	6,462.37	0.00	11,373.48	17,835.85	
Lesliebrook Lands	16.51		22,211.02	22,194.51		16.51	
Liberty Village Lands	2.39		19,532.65	19,530.26		2.39	
Liberty Village Properties	18.34	59,500.00	146.68	0.00		146.68	59,371.66
Northern Dancer	0.00		2,119.23	2,119.23			
Queen's Corner	12.86	22,300.00	5,137.49	0.00	17,175.37	22,312.86	
Red Door Developments	5.19		20,127.64	20,122.45		5.19	
Red Door Lands	0.00		7,968.86	7,968.86			
Richmond Row/165 Bathurst	0.00		1,691.62	1,691.62			
Riverdale Mansion	0.00		5,295.98	5,295.98			
Royal Agincourt	16.13	22,200.00	5,275.23	0.00	16,940.90	22,216.13	
Royal Gate Holdings	228.45	129,500.00	0.00	0.00	114,577.87		129,728.45
Salmon River Properties	0.00		7,658.23	7,658.23			
Skyway	0.49		19,790.44	19,789.95		0.49	
Tisdale	255.61	142,500.00	0.00	0.00	128,519.63		142,755.61
Twin Dragons	33.51	173,750.00	0.00	0.00	235,711.50		173,783.51
West Mall	2.70		16,997.70	16,995.00		2.70	
Weston Lands	0.00		7,186.59	7,186.59			
Wynford	85.37		15,857.49	15,772.12		85.37	
TOTAL Schedule B	3,321.80	567,400.00	311,439.98	291,847.15	524,298.74	65,082.57	505,639.23
44 Park Lane Circle			0.00	0.00			
777 St. Clarens	3,481.17		13,523.56	10,042.39		3,481.17	
260 Emerson	38.19		14,995.34	14,957.15		38.19	
66 Gerrard	1,712.34		24,104.75	22,392.41		1,712.34	
324 Prince Edward	8.61		14,511.32	14,502.71		8.61	
1 William Morgan	36.62		1,290.93	1,254.31		36.62	
3270 American Drive	2.86		29,715.41	29,712.55		2.86	
321 Carlaw	16.12		17,333.26	17,317.14		16.12	
346 Jarvis, Unit A.	260.95		13,205.76	12,944.81		260.95	
346 Jarvis, Unit B	260.94		13,205.74	12,944.80		260.94	
346 Jarvis, Unit E	0.00		602.24	602.24		0.00	
346 Jarvis, Unit F	0.00		602.25	602.25		0.00	
2454 Bayview	8.42		2,120.99	2,112.57		8.42	
30 Hazelton	21.30		16,213.86	16,192.56		21.30	
30A Hazelton	15.19		12,570.54	12,555.35		15.19	
24 Cecil	4,729.00		32,878.51	28,149.51		4,729.00	
2 Kelvin	256.63		20,523.99	20,267.36		256.63	
0 Luttrell	28.25		15,929.72	15,901.47		28.25	
TOTAL Schedule C	10,876.59	0.00	243,328.18	232,451.59	0.00	10,876.59	0.00
GRAND TOTAL	14,198.39	567,400.00	554,768.15	524,298.74	524,298.74	75,959.16	505,639.23
		\$581,598.39					

Note: Funds were advanced by Royal Gate Holdings, Tisdale Mews and Twin Dragons during the administration of the receivership.
Reallocation from non-funding companies to these companies does not affect funds on hand for distribution, as accounts were already paid.

C

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

BETWEEN:

DBDC SPADINA LTD.

and THOSE CORPORATIONS LISTED ON SCHEDULE "A" HERETO

Applicants

-and-

NORMA WALTON, RONAULD WALTON, THE ROSE & THISTLE GROUP LTD.

and EGLINGTON CASTLE INC.

Respondents

-and-

THOSE CORPORATIONS LISTED IN SCHEDULE "B" HERETO,
TO BE BOUND BY THE RESULT

MANAGER'S DISCHARGE CERTIFICATE

WHEREAS pursuant to an Order of the Honourable Justice Newbould of the Superior Court of Justice (Commercial List) dated November 5, 2013, Schonfeld Inc. was appointed as Manager ("**Manager**") without security of certain of the assets, undertakings and properties of (i) the companies listed on Schedule "B" hereto (the "**Schedule B Companies**"), together with the real estate properties owned by the Schedule B Companies (the "**Schedule "B" Properties**"), as amended by Order of the Honourable Justice Newbould dated January 16, 2014, and (ii) the properties listed at Schedule "C" to the Judgment and Order of the Honourable Justice D. M. Brown dated August 12, 2014 (the "**Schedule "C" Properties**", and together with the Schedule "B" Properties, the "**Properties**").

AND WHEREAS pursuant to an Order of the Honourable Justice Conway dated November 10, 2021 (the "**Discharge Order**"), the Manager was to be discharged as Manager of all of the assets, undertakings and properties of the Schedule B Companies and the Properties to be effective upon the filing by the Manager with the Court of a certificate confirming that all

matters to be attended to in connection with the management of the Schedule B Companies and the Properties have been completed to the satisfaction of the Manager.

THE MANAGER CERTIFIES the following:

1. All matters to be attended to in connection with the management of the Schedule B companies and the Properties have been completed to the satisfaction of the Manager.
2. This Certificate was filed by the Manager with the Court on the ● day of ●, 2022.

Schonfeld Inc., solely in its capacity as Court-appointed manager of all of the assets, undertakings and property of the Schedule B Companies, the Schedule B Properties and the Schedule C Properties and not in its personal capacity.

Per: _____

Name: Harlan Schonfeld, CPA, CIRP

Title: President

7215600

Schedule A Companies

1. Dr. Bernstein Diet Clinics Ltd.
2. 2272551 Ontario Limited
3. DBDC Investments Atlantic Ltd.
4. DBDC Investments Pape Ltd.
5. DBDC Investments Highway 7 Ltd.
6. DBDC Investments Trent Ltd.
7. DBDC Investments St. Clair Ltd.
8. DBDC Investments Tisdale Ltd.
9. DBDC Investments Leslie Ltd.
10. DBDC Investments Lesliebrook Ltd.
11. DBDC Fraser Properties Ltd.
12. DBDC Fraser Lands Ltd.
13. DBDC Queen's Corner Ltd.
14. DBDC Queen's Plate Holdings Inc.
15. DBDC Dupont Developments Ltd.
16. DBDC Red Door Developments Inc.
17. DBDC Red Door Lands Inc.
18. DBDC Global Mills Ltd.
19. DBDC Donalda Developments Ltd.
20. DBDC Salmon River Properties Ltd.
21. DBDC Cityview Lands Ltd.
22. DBDC Weston Lands Ltd.
23. DBDC Double Rose Developments Ltd.
24. DBDC Skyway Holdings Ltd.
25. DBDC West Mall Holdings Ltd.
26. DBDC Royal Gate Holdings Ltd.
27. DBDC Dewhurst Developments Ltd.
28. DBDC Eddystone Place Ltd.
29. DBDC Richmond Row Holdings Ltd.

Schedule B Companies

1. Twin Dragons Corporation
2. Bannockburn Lands Inc. / Skyline – 1185 Eglinton Avenue Inc.
3. Wynford Professional Centre Ltd.
4. Liberty Village Properties Ltd.
5. Liberty Village Lands Inc.
6. Riverdale Mansion Ltd.
7. Royal Agincourt Corp.
8. Hidden Gem Development Inc.
9. Ascalon Lands Ltd.
10. Tisdale Mews Inc.
11. Lesliebrook Holdings Ltd.
12. Lesliebrook Lands Ltd.
13. Fraser Properties Corp.
14. Fraser Lands Ltd.
15. Queen's Corner Corp.
16. Northern Dancer Lands Ltd.
17. Dupont Developments Ltd.
18. Red Door Developments Inc. and Red Door Lands Ltd.
19. Global Mills Inc.
20. Donalda Developments Ltd.
21. Salmon River Properties Ltd.
22. Cityview Industrial Ltd.
23. Weston Lands Ltd.
24. Double Rose Developments Ltd.
25. Skyway Holdings Ltd.
26. West Mall Holdings Ltd.
27. Royal Gate Holdings Ltd.
28. Royal Gate Nominee Inc.
29. Royal Gate (Land) Nominee Inc.
30. Dewhurst Development Ltd.
31. Eddystone Place Inc.
32. Richmond Row Holdings Ltd.

33. El-Ad (1500 Don Mills) Limited
34. 165 Bathurst Inc.

Schedule C Properties

1. 3270 American Drive, Mississauga, Ontario
2. 0 Luttrell Ave., Toronto, Ontario
3. 2 Kelvin Avenue, Toronto, Ontario
4. 346 Jarvis Street, Suites A, B, C, E and F, Toronto, Ontario
5. 1 William Morgan Drive, Toronto, Ontario
6. 324 Prince Edward Drive, Toronto, Ontario
7. 24 Cecil Street, Toronto, Ontario
8. 30 and 30A Hazelton Avenue, Toronto, Ontario
9. 777 St. Clarens Avenue, Toronto, Ontario
10. 252 Carlton Street and 478 Parliament Street, Toronto, Ontario
11. 66 Gerrard Street East, Toronto, Ontario
12. 2454 Bayview Avenue, Toronto, Ontario
13. 319-321 Carlaw, Toronto, Ontario
14. 260 Emerson Ave., Toronto, Ontario
15. 44 Park Lane Circle, Toronto, Ontario
16. 19 Tennis Crescent, Toronto, Ontario
17. 646 Broadview, Toronto, Ontario

DBDC SPADINA LTD. et al.

Applicants

and

NORMA WALTON et al.

Respondents

Court File No: CV-13-10280-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(Commercial List)

Proceeding commenced at TORONTO

ORDER

GOODMANS LLP

Barristers & Solicitors
333 Bay Street, Suite 3400
Toronto, Canada M5H 2S7

Brian Empey LSO No. 30640G
bempey@goodmans.ca

Mark Dunn LSO No. 55510L
mdunn@goodmans.ca

Carlie Fox LSO No. 68414W
cfox@goodmans.ca

Tel: 416.979.2211
Fax: 416.979.1 234

Lawyers for the Manager