Court File No. CV-16-11582-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT,*
R.S.C. 1985, c. C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF OLD PSG WIND-DOWN LTD., OLD BHR WIND-DOWN CORP., OLD BPSU WIND-DOWN CORP., OLD BPSDS WIND-DOWN CORP., OLD EBS WIND-DOWN CORP., OLD PLG WIND-DOWN CORP., OLD PSGI WIND-DOWN CORP., OLD BHR INC., OLD BH INC., OLD BPSU INC., OLD BPSCI INC., OLD BPSUSH INC., OLD EBS INC., OLD PLG INC., AND OLD PSGI INC.

(Applicants)

FACTUM OF THE APPLICANTS
(Re: Disallowance of Putative Class Claim)

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TO: THE SERVICE LIST

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PART I - INTRODUCTION[1]

1. The crux of this motion addresses whether a "class claim" ought to be permitted to stand in the way of distributions being made to the Applicants' stakeholders under a negotiated plan of liquidation that is proposed to be presented to the Applicants' stakeholders. The Putative Class Claim in this case was filed against a Canadian-incorporated debtor on behalf of an alleged class of unidentified members.

2. The Applicants' Equity Committee has objected to the Putative Class Claim in the Chapter 11 Cases. The Applicants subsequently brought this motion to have the Putative Class Claim concurrently disallowed in the CCAA Proceedings. The relief sought by the Applicants on this motion is a necessary ancillary to the relief sought by Equity Committee's objection. As with other critical issues in these Bankruptcy Proceedings, the motions will proceed by way of a joint hearing between the Courts.

3. The Applicants obtained approval of and have already conducted a process for soliciting the universe of claims. The previous Claims Procedure Order did not permit the filing of class

[1] Capitalized terms not otherwise defined in this section of the factum are defined below.

claims but instead provided notice to all potential individual claimants and provided such claimants with an opportunity to file a proof of claim. The Individual Claimant purportedly representing the Putative Class did not move to certify the Class Action during the Bankruptcy Proceedings and did not otherwise seek authority to file the Putative Class Claim on behalf of the Putative Class. At this stage in the Bankruptcy Proceedings it would be prejudicial to the Applicants' stakeholders to permit the Putative Class Claim to proceed. The Applicants seek a concurrent order from this Honourable Court to disallow the Putative Class Claim. To efficiently administer the Applicants' estates and prevent the recoveries of stakeholders diminishing further from extensive professional fees, the Putative Class Claim should be disallowed and expunged.

PART II - THE FACTS

A. Background

4. On October 31, 2016, the Applicants were granted protection from their creditors under the *Companies' Creditors Arrangement Act,* R.S.C. 1985, c. C-36, as amended (the "**CCAA**") by this Court (the "**Canadian Court**") and under the U.S. Bankruptcy Code (the "**Chapter 11 Cases**") by the United States Bankruptcy Court for the District of Delaware (the "**Bankruptcy Court**" and together with the Canadian Court, the "**Courts**"). Ernst & Young Inc. was appointed as monitor (the "**Monitor**") of the Applicants in the CCAA proceedings (the "**CCAA Proceedings**" and together with the Chapter 11 Cases, the "**Bankruptcy Proceedings**"). The background and details of the Bankruptcy Proceedings are addressed in earlier motion materials filed by the Applicants in the CCAA Proceedings and prior reports of the Monitor.

5. Following the going-concern sale of their business and assets, the Applicants have substantial proceeds to distribute to their stakeholders. The Applicants have engaged in discussions with the Monitor and their stakeholders, including the Official Committee of Equity Security Holders (the "**Equity Committee**") and the Official Committee of Unsecured Creditors, to determine an efficient method to complete distributions and wind-up the Bankruptcy

Proceedings. After extensive negotiations, the Applicants developed a Joint Chapter 11 Plan of Liquidation (the "**Joint Plain**") which, along with a companion approval order under the CCAA, contemplates the payment of creditors in full (without post-filing interest) and the distribution of any residual assets to equity holders.[2]

B. Putative Class Claim

6. On May 13, 2016, Juan Francisco Gonzales Nieves, as trustee of the Gonzalez Coronado Trust, individually and purportedly on behalf of a class of similarly situated persons (the "**Putative Class**"), filed a complaint (the "**Class Action**") against Old Wind-down PSG Ltd. (f/k/a Performance Sports Group Ltd.) ("**PSG**") and certain of its former executives in the United States District Court for the Southern District of New York (the "**District Court**") alleging certain violations of U.S. securities law. On June 7, 2016, the District Court entered an order appointing the Plumbers & Pipefitters National Pension Fund (the "**Individual Claimant**") as the lead plaintiff in the Class Action. The Individual Claimant has filed amended complaints in respect of the Class Action.[3]

7. On October 13, 2016, PSG and the other named defendants filed a joint motion to dismiss the Class Action. However, as result of the Bankruptcy Proceedings, the Class Action was stayed in District Court.[4]

8. The Class Action has not been certified by the District Court and until recently, no motion or other pleading requesting class certification was filed with the District Court, the Bankruptcy Court, the Canadian Court, or any other court. On October 5, 2017, after receiving the Equity Committee's and Applicants' objections to Putative Class Claim, the Individual Claimant filed a

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[2] Affidavit of Keisha Lackpatiah-Sealy sworn September 20, 2017 ("**KLS Affidavit**") at Exhibits D and E, Joint Plan and Disclosure Statement; Applicants' Motion Record, Tabs 2(D), 2(E).
[3] KLS Affidavit at Exhibit A, Putative Class Claim; Applicants' Motion Record, Tab 2(A)
[4] KLS Affidavit at Exhibit C, PSG's Motion to Dismiss the Class Action; Applicants' Motion Record, Tab 2(C)

cross-motion with the Bankruptcy Court to establish a schedule with respect to certification of the Putative Class.[5]

C. Claims Procedure Order and Claims Resolution Order

9. On December 19, 2016, the Applicants obtained an Order of the Canadian Court that (i) approved a process for soliciting claims against the Applicants, (ii) set certain claims bar dates for the submission of proofs of claim against the Applicants, and (iii) set out the form and manner of notice of such bar dates (the "**Claims Procedure Order**"). The Applicants also obtained an Order from the Bankruptcy Court granting equivalent relief (the "**Bar Date Order**"). The Claims Procedure Order and Bar Date Order established a single coordinated claims solicitation process in the Bankruptcy Proceedings (the "**Claims Solicitation Process**").[6]

10. Under the Claims Procedure Order a detailed claims package was sent to various parties with claims or potential claims against the Applicants, including (a) all known holders of claims or potential claims against the Applicants, (b) all parties to litigation with the Applicants, and (c) all holders of record of any interests in any of the Applicants. The Claims Procedure Order provided shareholders asserting claims arising from or related to the ownership of shares of PSG must file such claims by the applicable bar date.[7]

11. Pursuant to the Claims Procedure Order, a notice summarizing the procedures of the Claims Solicitation Process (the "**Claims Notice**") was placed in the *Globe and Mail, Wall Street Journal, USA Today* and *La Presse* following entry of the order. Relevant information regarding the Claims Solicitation Process, including the Claims Notice, was also posted on the Monitor's

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[5] KLS Affidavit at Exhibit F, Equity Committee's Objection to the Putative Class Claim; Applicants' Motion Record, Tab 2(F); Compendium of U.S. Filings and Other Documents, Tab 5, Notice of Individual Claimant's Motion for Scheduling of Certification.
[6] KLS Affidavit at Exhibit G, Claims Procedure Order; Applicants' Motion Record, Tab 2(G).
[7] KLS Affidavit at Exhibit G, Claims Procedure Order, at para. 2(j); Applicants' Motion Record, Tab 2(G)

website and Prime Clerk LLC's ("**Prime Clerk**") website. The Claims Notice, which was approved by the Courts, stated:

> Any entity holding an interest in the Debtors (an "Interest Holder"), which interest is based exclusively upon the ownership of: (a) common stock in Performance Sports Group Ltd.; or (b) warrants or rights to purchase, sell or subscribe to such stock (any such stock or aforementioned right related thereto being referred to herein as an "Interest"), need not file a proof of claim or proof of interest on or before the General Bar Date on account of such Interest; provided, however, Interest Holders who want to assert claims against the Debtors that arise out of or relate to the ownership or purchase of an Interest, including claims arising out of or relating to the sale, issuance or distribution of the Interest, must file a claim by the applicable Bar Dates, unless another exception identified in this motion applies. [emphasis added] [8]

12. On February 6, 2017, the Individual Claimant submitted a proof of claim on behalf of itself and another proof of claim on behalf of the Putative Class (the "**Putative Class Claim**"). No other claimant submitted a proof of claim in the Claims Solicitation Process in respect of a claim for alleged breaches of U.S. securities law.[9]

13. On September 1, 2017, the Canadian Court issued an order setting out a process for reconciling and resolving "Canadian Claims" and certain "Cross-Border Claims" (the "**Claims Resolution Order**"). Bankruptcy counsel to the Individual Claimant was served with the motion for the Claims Resolution Order at the same time other parties on the service list were served.[10] Paragraph 13 of the Claims Resolution Order provides:

> THIS COURT ORDERS that the Applicants, in consultation with the Monitor and with the consent of the Equity Committee or the Liquidation Trustee, as applicable, may determine whether the Securities Law Claims will be adjudicated pursuant to this Claims Resolution Order in the CCAA Proceedings or in the Chapter 11 Proceedings, or jointly by this Court and the U.S. Bankruptcy Court[11]

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[8] KLS Affidavit at Exhibit G, Claims Procedure Order, at Schedule B; Applicants' Motion Record, Tab 2(G)
[9] KLS Affidavit at Exhibit A, Putative Class Claim; Applicants' Motion Record, Tab 2(A)
[10] Compendium of U.S. Filings and Other Documents, Tab 10, Affidavit of Service of Lee Nicholson sworn August 29, 2017.
[11].KLS Affidavit at Exhibit H, Claims Resolution Order at para. 13; Applicants' Motion Record, Tab 2(H)

14. On September 15, 2017, the Equity Committee filed a motion in the Chapter 11 Proceedings objecting to the Putative Class Claim.[12] Subsequently, on September 21, 2017, the Applicants filed this motion in the CCAA Proceedings to disallow the Putative Class Claim. Bankruptcy counsel to the Individual Claimant was served with the motion to disallow to the Putative Class Claim at the same time other parties on the service list were served.

PART III - ISSUES

15. The issues on this motion are:

(a) Whether the Canadian Court has jurisdiction to disallow the Putative Class Claim; and

(b) Whether the Putative Class Claim should be disallowed.

PART IV - LAW AND ARGUMENT

A. The Canadian Court has jurisdiction to disallow the Putative Class Claim

16. The Putative Class Claim was filed by the Individual Claimant against PSG, a debtor company in these CCAA Proceedings that is incorporated under the British Columbia *Business Corporations Act*. The Canadian Court has jurisdiction to determine claims against debtor companies under CCAA protection. The CCAA provides express authority for the Canadian Court to determine such claims. Section 20(1)(a)(iii) of the CCAA provides that if the amount of an unsecured claim is not admitted by the company, “the amount is to be determined by the court on summary application by the company or by the creditor.” Additionally, in these CCAA Proceedings, the Canadian Court granted the Claims Resolution Order which specifically provides that the Putative Class Claim can be determined jointly by the Bankruptcy Court and

[12] KLS Affidavit at Exhibit F, Equity Committee’s Objection to the Putative Class Claim; Applicants’ Motion Record, Tab 2(F); Compendium of U.S. Filings and Other Documents, Tab 11, Affidavit of Service of Lee Nicholson sworn September 22, 2017.

the Canadian Court. Bankruptcy counsel to the Individual Claimant was served with the motion for the Claims Resolution Order and did not oppose it.[13]

17. The plenary nature of these Bankruptcy Proceedings does not limit or otherwise restrain the jurisdiction of the Canadian Court. The Cross-Border Protocol approved by the Courts provided that "nothing contained herein shall be constructed to increase, decrease or otherwise modify the independence, sovereignty or jurisdiction of the… Canadian Court… including the ability… to provide appropriate relief under applicable law..."[14]

18. The Canadian Court has broad jurisdiction to address all claims filed against a debtor company to maintain the "single control" nature of bankruptcy proceedings. In *Nortel*, Justice Newbould stated that "[a] CCAA Court should not lightly lose control of the process whereby claims against the debtor are determined" and "[a] method that results in the most expeditious and fair determination of the claims… is clearly in the interests of all stakeholders in this CCAA process."[15]

19. In the Chapter 11 Proceedings, the Individual Claimant alleges that the Putative Class Claim was never filed in the CCAA Proceedings and therefore the Canadian Court does not have jurisdiction over the Putative Class Claim. The allegation misstates the nature of the prior Claims Solicitation Process. The Claims Solicitation Process was a single process for both of the Bankruptcy Proceedings. Claims were not filed with the Canadian Court or the Bankruptcy Court. A claimant was only required to file a single proof of claim. Proofs of claim were filed with Prime Clerk and against the various Applicants which are under the debtors in both Bankruptcy Proceedings and under the jurisdiction of both Courts.

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[13] CCAA, section 20(1)(a); KLS Affidavit at Exhibit H, Claims Resolution Order, at para. 13; Applicants' Motion Record, Tab 2(H); Compendium of U.S. Filings and Other Documents, Tab 10, Affidavit of Service of Lee Nicholson sworn August 29, 2017.

[14] Compendium of U.S. Filings and Other Documents, Tab 8, Cross-Border Restructuring Protocol at para. 8(a).

[15] *Nortel Networks Corp. (Re)*, 2015 ONSC 1354 [*Nortel*] at paras. 27 and 35, Applicants' Book of Authorities, Tab 1.

20. The Individual Claimant also alleges that the Canadian Court has no jurisdiction to address the Putative Class Claim because it purportedly arises from breach of U.S. securities law. There are numerous examples of the CCAA courts addressing foreign law claims filed against debtor companies in CCAA proceedings.[16] And regardless, on this motion the U.S. law issues of certification and the merits of the Class Action do not need be addressed by the Canadian Court. The only issue on this motion is whether to the Putative Class Claim should be disallowed because it did not comply with the Claims Procedure Order and allowing it to proceed will delay or hinder the resolution of the Bankruptcy Proceedings. That issue is clearly within the jurisdiction and competence of the Canadian Court.

B. The Putative Class Claim should be disallowed

21. In considering whether to disallow the Putative Class Claim, two issues arise:

(a) Whether the Claims Procedure Order permitted the filing of the Putative Class Claim; and

(b) Notwithstanding the Claims Procedure Order, should the Putative Class Claim be permitted to proceed.

The Applicants support the objection of the Equity Committee to the Putative Class Claim and submit that the two issues should be answered in the negative.

[16] See *Essar Steel Algoma Inc. et al. (Re)*, 2016 ONSC 595, Applicants' Book of Authorities, Tab 2 [The CCAA court determined it had jurisdiction to hear claims a debtor company had against a contractual counterparty despite the claims being subject to ongoing litigation in Ohio]; *Nortel Networks Corporation et al. (Re)*, 2014 ONSC 6973, Applicants' Book of Authorities, Tab 3 [The CCAA court determined various claims against the debtor companies arising from United Kingdom pension legislation]; *Walter Energy Canada Holdings, Inc. (Re)*, 2017 BCSC 709, Applicants' Book of Authorities, Tab 4 [The CCAA court determined various claims against the debtor companies arising from the U.S. pension statute, *Employee 4Retirement and Income Security Act of 1974*, 29 U.S.C. § 1001]; *Montréal, Maine & Atlantic Canada Co./Montréal, Maine & Atlantique Canada Cie (Arrangement relatif à)*, 2013 QCCS 5194, Applicants' Book of Authorities, Tab 5 [The CCAA court determined it could hear a dispute regarding insurance coverage which was governed by Maine law].

(i) The Claims Procedure Order did not permit the Putative Class Claim to be filed

22. The Claims Procedure Order did not permit the filing of the Putative Class Claim. Paragraph 8 of the Claims Procedure Order specifically provided that "for a Claimant to validly file a Proof of Claim the Claimant must: (i) include a signed original copy of a completed Proof of Claim..." Claimant was defined as "a Person asserting a Claim" and did not include a person acting in a purported representative capacity. Further, the Claims Notice approved by the Courts stated "[a]ll forms must be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant."

23. In *Muscletech #1*, Justice Mesbur stated that if a representative plaintiff wanted to file a class claim it should have addressed the issue when the claims procedure order was granted and "changing... the landscape of claimants" could cause prejudice to the "eventual success of the CCAA process."[17] In this case, the Individual Claimant received a copy of the Claims Notice and took no steps to obtain authority from the Canadian Court or the Bankruptcy Court to file the Putative Class Claim on behalf of the Putative Class. Rather, the Individual Claimant chose to submit an invalid proof of claim to act as a placeholder which now presents a roadblock to distributions being made to stakeholders.[18]

(ii) The Putative Class Claim should not be permitted at this stage in the Bankruptcy Proceedings

24. "Class claims" have been considered by CCAA courts in the proceedings of the Canadian Red Cross Society and Muscletech Research & Development. In *Red Cross* and in

[17] *Muscletech Research & Development (Re)*, 2006 CarswellOnt 4929 [*Muscletech #1*] at para. 43, Applicants' Book of Authorities, Tab 6.
[18] KLS Affidavit at Exhibit I, Affidavit of Georgia L. Faust; Applicants' Motion Record, Tab 2(I)

Muscletech, which involved two separate requests to file class claims, the CCAA courts did not permit the filing of class claims on behalf of putative classes.[19]

25. In *Muscletech #2*, Justice Ground summarized that the "court has inherent jurisdiction to permit a class proof of claim to be filed in a CCAA proceeding but that the determination of whether it should be permitted in any particular case will depend upon the factual circumstances of the case and the equities between the parties."[20] In *Red Cross*, *Muscletech #1* and *Muscletech #2*, the courts primarily considered two factors in determining whether a class claim should be permitted:

(a) Whether the claims procedure adequately protected the interests of potential individual claimants; and

(b) Whether the filing of a class claim would inhibit the "success of the CCAA process";[21]

26. In these Bankruptcy Proceedings, a detailed claims package that included the Claims Notice was sent to various parties with claims or potential claims. The Applicants also widely published the Claims Notice in various prominent periodicals and on the Monitor's and Prime Clerk's websites as required by the Claims Procedure Order and Bar Date Order. The Monitor noted in its Third Report that the notice procedures contemplated by Claims Procedure Order would result in "broad publication" of the Claims Solicitation Process.[22]

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[19] *Canadian Red Cross Society (Re)*, 1999 CarswellOnt 3234 [*Red Cross*], Applicants' Book of Authorities, Tab 7; *Muscletech #1*, Applicants' Book of Authorities, Tab 6; *Muscletech Research & Development (Re)*, 2006 CarswellOnt 7877 [*Muscletech #2*], Applicants' Book of Authorities, Tab 8.
[20] *Muscletech #2* at para. 24, Applicants' Book of Authorities, Tab 8.
[21] *Red Cross* at paras. 5 - 9, Applicants' Book of Authorities, Tab 7; *Muscletech #1* at paras. 38 – 39, 43 - 44, Applicants' Book of Authorities, Tab 6; *Muscletech #2* at paras. 25 - 35, Applicants' Book of Authorities, Tab 8.
[22] Compendium of U.S. Filings and Other Documents, Tab 7, Third Report of the Monitor dated December 16, 2017 at para. 29.

27. In *Muscletech #1*, the debtor used similar notice procedures as in this case, publishing a notice to creditors in the *Globe and Mail*, *Wall Street Journal* and *USA Today* and posting the call for claims on the Monitor's website. After examining these procedures, Justice Mesbur found that members of the proposed class "had as much notice and opportunity to [file proofs of claim] as anyone else" and the claims process "adequately protected the interests of… potential claimants. They simply chose not to utilize that process."[23] Those findings are also applicable to the Claims Solicitation Process in these Bankruptcy Proceedings. Any member of the Putative Class had an opportunity to file a proof of claim and the Claims Notice specifically advised shareholders to file proofs of claim in respect of claims that arose from ownership of PSG's shares.

28. At this point in the Bankruptcy Proceedings it would be prejudicial to the Applicants' stakeholders to permit the Putative Class Claim to proceed. The unliquidated and contingent nature of the Putative Class Claim prevents any distributions being made to the Applicants' equity holders before it is resolved. Due to a lack of information with respect to the claimed damages, the Applicants cannot even reserve for the Putative Class Claim in effort to make interim distributions. Resolving the Putative Class Claim on its merits could take significant time and result in expensive litigation, diminishing the recovery for all stakeholders. Even before resolving the merits of the Class Action, the issue of certification would need to be resolved which in itself would be a time consuming and costly exercise.

29. The Individual Claimant sat back during the Bankruptcy Proceedings, did not follow the procedures set out in the Claims Procedure Order, did not seek to change such procedures and did not seek authority to act as a representative for the Putative Class in the Claims Solicitation Process. Even if that were once possible, it is now too late and too prejudicial to permit the

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[23] *Muscletech #1* at paras. 14, 39, Applicants' Book of Authorities, Tab 6.

Putative Class Claim to proceed. As in *Red Cross* and *Muscletech #2,* allowing the Putative Class Claim to proceed in these Bankruptcy Proceedings would "upset the current timing" of the CCAA proceedings, "seriously disrupt and extend the CCAA proceedings", and "increase the costs and decrease the benefits to all stakeholders".[24] Allowing the Putative Class Claim to proceed jeopardizes the resolution proposed by Joint Plan which was developed following extensive negotiations with the major stakeholders and contemplates timely distributions to stakeholders, including the payment of creditors in full (without post-filing interest). At this late stage, the Putative Class Claim should no longer be permitted to stand as an obstacle to resolution of the Bankruptcy Proceedings to the detriment of all stakeholders.

PART V - ORDER REQUESTED

30. The Applicants respectfully requests that the Canadian Court disallow and expunge the Putative Class Claim.

ALL OF WHICH IS RESPECTFULLY SUBMITTED this 12th day of October, 2017.

Peter Howard

Stikeman Elliott LLP
Lawyers for the Applicants

[24] *Red Cross* at para. 9, Applicants' Book of Authorities, Tab 7; *Muscletech #2* at para. 34, Applicants' Book of Authorities, Tab 8.

SCHEDULE "A"
LIST OF AUTHORITIES

1. *Nortel Networks Corp. (Re)*, 2015 ONSC 1354

2. *Essar Steel Algoma Inc. et al. (Re)*, 2016 ONSC 595

3. *Nortel Networks Corporation et al*. (Re), 2014 ONSC 6973

4. *Walter Energy Canada Holdings, Inc.* (Re), 2017 BCSC 709

5. *Montréal, Maine & Atlantic Canada Co./Montréal, Maine & Atlantique Canada Cie (Arrangement relatif à)*, 2013 QCCS 5194

6. *Muscletech Research & Development (Re)*, 2006 CarswellOnt 4929

7. *Canadian Red Cross Society (Re)*, 1999 CarswellOnt 3234

8. *Muscletech Research & Development (Re)*, 2006 CarswellOnt 7877

SCHEDULE "B"
RELEVANT STATUTES

*Companies' Creditors Arrangement Act*, RSC 1985, c C-36

Determination of amount of claims

20 (1) For the purposes of this Act, the amount represented by a claim of any secured or unsecured creditor is to be determined as follows:

(a) the amount of an unsecured claim is the amount

(i) in the case of a company in the course of being wound up under the *Winding-up and Restructuring Act*, proof of which has been made in accordance with that Act,

(ii) in the case of a company that has made an authorized assignment or against which a bankruptcy order has been made under the *Bankruptcy and Insolvency Act*, proof of which has been made in accordance with that Act, or

(iii) in the case of any other company, proof of which might be made under the *Bankruptcy and Insolvency Act*, but if the amount so provable is not admitted by the company, the amount is to be determined by the court on summary application by the company or by the creditor; and

(b) the amount of a secured claim is the amount, proof of which might be made under the *Bankruptcy and Insolvency Act* if the claim were unsecured, but the amount if not admitted by the company is, in the case of a company subject to pending proceedings under the *Winding-up and Restructuring Act* or the *Bankruptcy and Insolvency Act*, to be established by proof in the same manner as an unsecured claim under the *Winding-up and Restructuring Act* or the *Bankruptcy and Insolvency Act*, as the case may be, and, in the case of any other company, the amount is to be determined by the court on summary application by the company or the creditor.

Admission of claims

(2) Despite subsection (1), the company may admit the amount of a claim for voting purposes under reserve of the right to contest liability on the claim for other purposes, and nothing in this Act, the *Winding-up and Restructuring Act* or the *Bankruptcy and Insolvency Act* prevents a secured creditor from voting at a meeting of secured creditors or any class of them in respect of the total amount of a claim as admitted.

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ONTARIO
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Proceeding commenced at Toronto

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