Court File No.: 08-CL-7878

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 OF ARRANGEMENT OF UNIVERSAL SETTLEMENTS INTERNATIONAL INC.

Applicant

MOTION RECORD OF THE APPLICANT, UNIVERSAL SETTLEMENTS INTERNATIONAL INC.

(Motion Returnable September 17, 2020)

September 11, 2020

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Tab 1

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AND IN THE MATTER OF A PLAN OF COMPROMISE OF ARRANGEMENT OF UNIVERSAL SETTLEMENTS INTERNATIONAL INC.

Applicant

NOTICE OF MOTION
(Motion Returnable September 17, 2020)

The Applicant, Universal Settlements International Inc. ("USI"), will make a Motion to the Court on Thursday, September 17, 2020 at 10:00 a.m., or as soon after that time as the Motion can be heard at the court house, 330 University Avenue, 8th Floor, Toronto, Ontario, M5G 1R7.

PROPOSED METHOD OF HEARING: The Motion is to be heard orally.

THE MOTION IS FOR AN ORDER:

1. granting leave to abridge the time for service of the Motion Record, if necessary, and validating service thereof;

2. varying and/or modifying the Re-Distribution in paragraph 4 of the Order of Justice Conway dated February 3, 2020 and authorize and direct the extension of the time to complete the Re-Distribution on the following terms:

(i) On or about September 30, 2020, the Applicant shall make a *pari passu* Distribution to Purchaser Creditors who (i) at any time prior to September 11, 2020 have cashed a prior distribution cheque from the Applicants or received a distribution by wire transfer, and (ii) have an outstanding Proven Claim in excess of US$50,000.

(ii) Any Distributions payable to (i) Ordinary Creditors, (ii) Purchaser Creditors who have not cashed a prior distribution cheque from the Applicants or received a distribution by wire transfer, or (iii) Purchaser Creditors whose outstanding Proven Claim is less than US$50,000, shall be allocated *pari passu* to Purchaser Creditors entitled to a Distribution pursuant to subparagraph (i) hereof.

(iii) On the date this is 6 months following the date of the Distribution authorized in subparagraph (i) hereof, all outstanding, uncashed Distribution cheques and any unprocessed wire Distributions shall be cancelled, and:

(iv) if the aggregate amount of un-cashed cheque and unprocessed wire Distributions, together with any amount of the Cost Reserve for costs incurred on or after October 1, 2020 that the Applicant determines, in consultation with the Monitor, is not required to fund the wind down of these CCAA proceedings and wind-up the Applicant (collectively, the "**Remaining Distributable Proceeds**") exceeds US$100,000, then the Applicant shall make a *pari passu* distribution to Purchaser Creditors who (a) received their Distribution authorized by subparagraph (i) hereof by wire transfer, and (b) have an outstanding Proven Claim in excess of US$100,000; and

(v) if the aggregate Remaining Distributable Proceeds do not exceed US$100,000, then the Applicant shall distribute such Remaining Distributable Proceeds equally to World Vision Canada and the Canadian Red Cross.

3. varying and/or modifying paragraph 5 of the Order of Justice Conway dated February 3, 2020 to provide that the Applicant is authorized to be paid an Administrative Fee in the amount of CDN$5,000 for each month from April 2020 through until the completion of the varied and/or modified Re-Distribution in paragraph 2 above; and

4. such further and other Relief as to this Honourable Court may seem just.

THE GROUNDS FOR THE MOTION ARE:

1. On December 2, 2008, USI filed for and obtained protection from its creditors (the "**Creditors**") under the CCAA, pursuant to the provisions of an initial order dated December 2, 2008 (the "**Initial Order**").

2. Pursuant to the Initial Order, E&Y was appointed as the monitor of USI (in such capacity, the "**Monitor**").

3. The Amended Plan of Compromise and Arrangement dated June 16, 2009 (the "**2009 Plan**") was approved by Creditors and sanctioned by the Court by Sanction Order dated June 22, 2009.

4. Pursuant to the terms of the 2009 Plan, the role of the Monitor was limited to monitoring the transactions giving rise to receipts and disbursements in a trust account designated by the 2009 Plan, but was temporarily expanded in late 2014 to conduct a Court-approved sale and investment solicitation process.

5. After almost 6 years since the Implementation Date of the 2009 Plan, no proceeds were available to make any distributions to the Creditors as contemplated under the 2009 Plan. Insufficient proceeds were generated by the Policies to pay the costs of maintenance of the Policies.

To address the short term liquidity issues, USI, with the approval of the court, obtained a US$10 million revolving loan in order to ensure that the Policies did not lapse. In order to address the long-term liquidity issues, USI, in consultation with the Monitor, recommended to the Creditors that the Monitor be permitted to conduct a process to market and sell the Policies.

6. The Creditors approved an amendment to the 2009 Plan dated November 24, 2014 to allow the Policies to be marketed and sold (the "**Plan Amendment**"). By Sanction Order dated November 27, 2014, the Court sanctioned the 2009 Plan, as amended by the Plan Amendment.

7. On March 23, 2015, USI as trustee of the Trust executed an asset purchase agreement (the "**APA**") of the same date with Vida Capital, Inc. ("**Vida**"). The APA was conditional on receiving court approval, which was obtained on April 9, 2015. The sale of the Policies pursuant to the APA closed on April 10, 2015.

8. The proceeds of the sale of the Policies were approximately US$38.6 million. In connection with the purchase of the Policies, the APA required that at least 25% of the sales proceeds be held in escrow and not be released to USI as trustee of the Canadian Trust for distribution to the Plan Beneficiaries until (i) there has been a final determination by Canada Revenue Agency (the "**CRA**") of the amount of any taxes payable, including by Vida by virtue of the sale of the Policies and related transactions under the APA, and such amount, if any, has been paid out of the escrow to the Receiver General of Canada, or (ii) a compliance or clearance certificate has been obtained from the CRA under the *Income Tax Act* (the "**Tax Reserve**").

9. On December 24, 2015, USI as trustee of the Canadian Trust, in consultation with the Monitor, announced an interim distribution for 2015 of US$7,400,000 to be paid to Creditors in accordance with the Plan (the "**2015 Interim Distribution**"). The 2015 Interim Distribution was paid in or around March 2016.

10. Subsequent to making the 2015 Interim Distribution, and in the period between February 2016 and December 2017, USI participated in a number of discussions with the CRA, and a CRA audit of USI, with the goal of resolving any tax issues in a manner that would be in the best interests of the Creditors and permit a final distribution under the Plan.

11. On or about December 19, 2017, the CRA audit was concluded and CRA provided USI with an audit agreement (the "**Audit Agreement**"). CRA also provided USI with its response to issues raised by USI concerning the tax treatment of USI and non-resident Creditors and obtaining clearance certificate(s) and a comfort letter related to the sale to Vida that would allow a final distribution by USI to the Creditors under the Plan.

12. The Audit Agreement is between USI and the CRA. The Canadian Trust under the Plan is not a party to the Audit Agreement and is not referenced in the Audit Agreement. However, USI understands that as a result of the Audit Agreement, CRA's assessment of the tax treatment of the Policies and their sale to Vida in 2015 and related transactions will result in no taxes, including no withholding taxes, owing or required to be withheld or remitted by USI, and that CRA will issue clearance certificate(s) and a comfort letter to allow the final distribution by USI to the Creditors under the Plan to be made.

13. By Order dated January 31, 2018, the Court authorized USI to enter into the Audit Agreement.

14. USI executed the Audit Agreement on January 31, 2018 and is in the process of applying to CRA for a partial clearance certificate to complete the Final Distribution. Obtaining a partial clearance certificate from CRA is a unique situation under the Audit Agreement. As such, CRA provided USI with the contact information for the individual at CRA that will process the request and USI is working with CRA to process the request for the partial clearance certificate as quickly as possible. USI understands that it may take several months for CRA to issue the partial clearance certificate. Once the partial clearance certificate is obtained, USI will be able to make the Final Distribution.

15. In the period prior to CRA issuing the partial clearance certificate for the Final Distribution, USI and the Monitor will work to obtain up-to-date contact and wire transfer information from approximately 3500 creditors to facilitate and expedite the Final Distribution.

16. Approximately 800 of the cheques issues in the Interim Distributions have not yet been cashed, and USI understand that this is due, in some cases, to Creditors electing to defer cashing their cheques until they have all of the distributions, in other cases to Creditors being unable to

cash cheques, and inevitably in other cases to cheques not being received because the Creditor contact information in USI's records was not updated.

17. In the Final Distribution, USI and the Monitor used a wiring tool to collect wire transfer instructions from creditors and to make the Final Distribution. Not all creditors provided wire transfer instructions and were sent cheques. In some cases, USI and the Monitor were not able to locate the creditors (some had died or moved away). In these cases, USI worked with local agents to find creditors and obtain information to distribute funds to creditors, or their heirs.

18. As of December 11, 2019, there was approximately USD$1 million left of unclaimed funds. USI anticipates that by February 28, 2020 the agents will locate the last of the creditors that can be found.

19. By Order dated February 3, 2020, this Court authorized USI to make a Re-Distribution of unclaimed funds the remained as of February 28, 2020 after all legal fees and distributions, and administration fees are paid on March 31, 2020 to creditors on a pro-rata basis that: (1) have received wire transfers or cashed distribution cheques; and (2) initially invested a minimum of USD$50,000.

20. The February 3, 2020 Order further provided that if there remains any monies six months after the Re-Distribution on March 31, 2020, that if the amount is greater than US$100,000 it will be re-distributed to all Purchaser Creditors who have successful wire payment with claims of US$100,000, or otherwise distributed *cy pres* to a registered Canadian Charity on or as soon after October 1, 2020.

21. On March 17, 2020, prior to the Re-Distribution being implemented, a state of emergency was declared in Ontario as a result of COVID-19. As a result, Re-Distribution was suspended during the course of the state of emergency.

22. In the period between April 1, 2020 and September 8, 2020, USI continued its efforts to locate missing creditors and issued payments to those creditors. A total of 16 payments have cleared through the Distribution Account totaling US$112,883.88 leaving a total of US$731,279.40 as of September 9, 2020 to be RE-Distributed.

23. USI and the Monitor are of the view that the suspension of the Re-Distribution during the state of emergency was appropriate and that the Re-Distribution should proceed on September 30, 2020 in accordance with the relief sought herein.

24. Provisions of the 2009 Plan and the Plan Amendment.

25. Provisions of the *Companies' Creditors Arrangement Act* (Canada).

26. Rule 1.02, 2, 3.02, and 37 of the *Rules of Civil Procedure*, R.R.O. 1990, Reg 194.

27. Such further and other grounds as the lawyers may advise.

THE FOLLOWING DOCUMENTARY EVIDENCE:

1. The Affidavit of Fraser Dickson, affirmed September 11, 2020; and

2. Such further and other evidence as counsel may advise and this Honourable Court may permit.

September 11, 2020

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Proceeding commenced at Toronto

NOTICE OF MOTION

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Tab 2

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Applicant

AFFIDAVIT OF FRASER DICKSON
(Affirmed September 11, 2020)

I, Fraser Dickson, of the City of Toronto, Province of Ontario, AFFIRM AND SAY:

1. I am an Associate at Rueters LLP, counsel for the Applicant, Universal Settlements International Inc. ("**USI**"). As such, I have knowledge of the information contained herein, except where such knowledge is based on information and belief, in which case I have stated the source of said information and believe it to be true.

2. I am informed by Sara Erskine, counsel for the Applicant, and verily believe that, on February 3, 2020, USI brought a motion for an order, among other things, authorizing it to re-distribute remaining funds in the Monitored Trust Account (net of costs), approving the activities of the Monitor and its fees (including counsel fees), discharging the Monitor, and terminating the CCAA proceedings upon the completion of the re-distribution.

3. In support of the February 3, 2020 motion, Christopher Halas, the Vice-President and Secretary of USI, swore an affidavit dated December 19, 2019 and a Supplemental Affidavit sworn

January 23, 2020. Attached as Exhibit "A" is a copy of Mr. Halas' December 19, 2019 Affidavit (without exhibits). Attached as Exhibit "B" is a copy of Mr. Halas' January 23, 2020 Supplemental Affidavit.

4. On February 3, 2020, Justice Conway granted USI's motion. Attached as Exhibit "C" is a copy of Justice Conway's February 3, 2020 Order.

5. Paragraph 4 of the February 3, 2020 Order sets out the protocol of the Re-Distribution, and authorizes and directs USI to make the Re-Distribution commencing on March 31, 2020. Pursuant to the same paragraph, the Re-Distribution protocol would conclude 6 months later with the distribution of the Remaining Distributable Proceeds to Purchaser Creditors that met the criteria in the Order or equally to two Canadian charities.

6. Prior to March 31, 2020, the COVID-19 pandemic occurred and the Ontario Government declared a state of emergency on March 17, 2020.

7. I am advised by Sara Erskine and verily believe that, as a result of the declaration of the state of emergency, USI and the Monitor determined that the Re-Distribution protocol should be suspended while the COVID-19 emergency persisted.

8. I am advised by Sara Erskine and verily believe that in the period between April 1, 2020 and September 8, 2020, USI continued its efforts to locate missing creditors and issued payment to those creditors. A total of 16 payments have cleared through the Distribution Account totaling US$112,883.88 leaving a total of US$731,279.40 as of September 9, 2020 to be Re-Distributed. Attached as Exhibit "D" is a statement from the Distribution Account setting out the 16 payments and the balance of the account as of September 9, 2020.

9. I am advised by Sara Erskine and verily believe that the USI and the Monitor are of the view that it is appropriate to proceed with the Re-Distribution protocol set out in paragraph 4 of the February 3, 2020 Order, commencing on September 30, 2020.

10. I am advised by Sara Erskine and verily believe that USI is also seeking an order varying paragraph 5 of the February 3, 2020 Order to permit the payment to USI of CND$5,000 per month until the completion of the Re-Distribution and the termination of the CCAA Plan. As set out in paragraph 21 of Mr. Halas' December 19, 2020 affidavit, the payment of CND$5,000 per month is so that USI can pay i) expenses required to keep USI operating during the period that the Re-Distribution and ii) expenses incurred in responding to Purchaser Creditors until the termination of the CCAA Plan.

AFFIRMED before me via videoconference at the City of Toronto, in the Province of Ontario, this 11th day of September, 2020.

A Commissioner, for Taking Affidavits, etc.	**Fraser Dickson**

Sara J. Erskine

TAB A

THIS IS EXHIBIT *"A"*

REFERRED TO IN THE AFFIDAVIT OF
FRASER DICKSON

AFFIRMED BEFORE ME THIS
11TH DAY OF SEPTEMBER, 2020.

Commissioner for Taking Affidavits, etc.
Sara J. Erskine

Court File No.: 08-CL-7878

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 OF ARRANGEMENT OF UNIVERSAL SETTLEMENTS INTERNATIONAL INC.

Applicant

AFFIDAVIT OF CHRISTOPER HALAS
(Sworn December 19, 2019)

I, CHRISTOPHER HALAS, of the City of Toronto, Province of Ontario, MAKE OATH AND SAY:

1. I am the Vice-President and Secretary of Universal Settlements International Inc. ("**USI**"). I have personal knowledge of the matters to which I depose in this Affidavit. Where I do not have personal knowledge, I have stated the sources of my information and believe such information to be true.

2. On March 5, 2018, I swore an affidavit in support of USI's Motion for, among other things, a Final Distribution Order. In my March 5, 2019 Affidavit, I set out USI's operations, the CCAA proceedings, the 2009 Plan Amendment and sale of the policies, the 2015 interim distribution, USI's CRA audit and resolution of tax issues concerning the sale of the polices, the distribution to Cajubi and Final Distribution process. Attached here to as Exhibit "A" is a copy of my March 5, 2018 Affidavit with the Exhibits attached thereto.

3. I now swear this affidavit in support of USI's Motion for an Order, among other things:

(a) authorizing and directing USI to re-distribute the remaining funds in the Monitored Trust Account, net of costs incurred to complete the final distribution (defined hereinafter as the "**Re-Distribution**");

(b) authorizing the payment to Patricio Munoz, South American Agent, for his assistance in locating creditors for their fees no greater than US$7,500;

(c) approving the fees and disbursements of Ernst & Young Inc. ("**E&Y**") in its capacity as Court-appointed monitor (the "**Monitor**"), the Monitor's counsel, Blakes, Cassels & Graydon LLP ("**Blakes**");

(d) authorizing, from time to time, the Monitor, Blakes and USI's counsel Rueters LLP ("**Rueters**") to be paid from the Monitored Trust Account all legal fees, disbursements and administrative fees incurred or to be incurred until the Final Distribution is completed, the CCAA proceedings are terminated and the Monitor is discharged, without further Order of the Court;

(e) discharging the Monitor, such discharge to be effective upon the Monitor filing a Certificate of Completion;

(f) terminating the CCAA proceedings pertaining to the Applicant, such termination to be effective upon the filing of the Monitor's Completion Certificate; and

(g) releasing and discharging the Monitor from any and all liability that the Monitor now has or may hereafter have be reason of, on in any way arising out of the acts of the Monitor while acting in its capacity as monitor herein.

Final Distribution

4. On March 14, 2018, USI obtained Court approval and authorization to distribute the remaining funds in the Monitored Trust account to Creditors pursuant to the Plan, less funds reserved for legal fees, disbursement, and administrative fees to complete the Final Distribution. Attached hereto as Exhibit "B" is a copy of the March 14, 2018 Final Distribution Order.

5. For the Final Distribution, USI and the Monitor used a secure online wiring tool where Purchaser Creditors outside Canada or the USA could access using a unique access code. The Purchaser Creditors were sent a letter and asked to access the wire took and provide validating information and bank account information so they could receive any outstanding and the Final Distribution by wire transfer.

6. After Purchaser Creditors provided the information in the wire tool - Jeff Panos, Riaz Khan or I reviewed and validated all wire transfer requests to ensure that all Purchaser Creditors that entered information were the specific individual entitled to receive the Final Distribution.

7. On August 9, 2018, the first batch of wire transfers totalling approximately US$4,082.296.18 were wired to Purchaser Creditors.

8. On June 1, 2018, Purchaser Creditors residing in Canada and the USA were issued a cheque for their Final Distribution. In total, over US$12,000,000 was distributed by cheques to Purchaser Creditors in Canada and the USA.

9. On June 1, 2018, the 11 Ordinary Creditors were issued their Final Distribution amounts by cheques totalling approximately US$686,700.

Activities to Locate Creditors

10. Since June 1, 2018, USI has attempted to locate the number of outstanding distribution cheques by contacting individuals to remind them to cash their cheques, assist with using the wiring tool including contacting individuals directly to obtain missing information, and providing replacements for lost cheques. In some cases Purchaser Creditors had passed away and USI assisted in changing beneficiaries and issuing the Final Distribution to the beneficiary of the deceased Purchaser Creditor.

11. Any replacement or new cheques that were sent out by USI to Purchaser Creditors were sent by DHL so that USI could track the delivery and verify that the Purchaser Creditors received the cheques.

12. To assist USI in locating Purchaser Creditors, we worked with a local agent, Patricio Munoz, who was able to locate many missing Purchaser Creditors. This agent, and his colleagues, searched local records and were able to locate many Purchaser Creditors and/or family members of deceased Purchaser Creditors. Through the efforts of the local agent, USI was able to obtain wire transfer information or addresses so that the Final Distribution could be made to these Purchaser Creditors. In some cases, particularly in South America where mail and courier delivery can be difficult, with the consent of the Purchaser Creditors USI sent funds to some local agents to facilitate the Final Distribution to their clients.

13. Since June 2018, the local agents have assisted USI in locating 42 missing Purchaser Creditors and distributing a total of US$342,615 to these creditors. Without the assistance of the local agent, USI would not have been able to find these Purchaser Creditors and make the Final Distribution to them.

14. In assisting USI in locating missing Purchaser Creditors, the local agent and his colleagues spent time tracking down the Purchaser Creditors and incurred out-of-pocket expenses. USI is seeking to pay this local agent for his services a total amount of US$5,000 to US$7,500 depending on the time and expenses incurred by him.

Proposed Re-Distribution Process

15. Since the Final Distribution Order was made on March 14, 2018, USI has distributed over US$16,000,000 to Purchaser Creditors and US$686,700 to Ordinary Creditors. As of December 11, 2019, there was US$1,009,132 left of unclaimed funds. USI would like to give the local agent and his colleagues until February 28, 2020 to locate any remaining Purchaser Creditors that have not yet been found. After that point, I believe that any further attempts to locate creditors will not be a good use of USI's time and resources.

16. USI is proposing the following Re-Distribution Process for any remaining unclaimed funds, including any amounts in reserve that will not be used for fees (the "**Available Funds**") remaining as of February 28, 2020 after all legal fees, disbursements and administration fees are paid and a fee reserve totalling US$200,000:

(a) USI will re-distribute the remaining Available Funds of March 31, 2020 to Purchaser Creditors on a pro-rata basis that:

i. Have received a wire transfer or cashed distribution cheques in the Final Distribution; and

ii. minimum Purchaser Claim of US$50,000.

(b) All Purchaser Creditors who do not meet the threshold criteria, will not receive a distribution, and funds that would otherwise be payable to them will be reallocated *pro rata* among Purchaser Creditors who qualify for a Re-Distribution.

(c) Purchasers that receive a re-distribution will have up to 6 months (September 30, 2020) to have their wires or cheques clear USI's bank account.

(d) During the 6-month period, USI will assist the Monitor in clearing any wire issues or re-issuing cheques upon the Purchaser Creditor's request. However, USI and the Monitor will no longer make additional efforts to locate or seek out Purchaser Creditors.

(e) If there remains any funds six months after the Re-Distribution, USI proposes that the remaining funds be distributed as follows:

i. If amount is greater than US$100,000, re-distribution to all Purchaser Creditors who have successful wire payments with claims over US$100,000;

ii. Otherwise, distribute *cy pres* to a registered Canadian Charity by October 31, 2020 with an international outreach.

17. As at December 11, 2019, USI anticipates that there will be approximately US$800,000 and US$900,000 to be re-distributed after all legal fees, disbursements and administration fees are paid. Based on the above criteria the minimum distribution to a Purchaser Creditor is US$500 with approximately 650 Purchaser Creditors receiving a re-distribution payment. The threshold of claim amount was chosen at US$50,000 in consideration of the administrative costs and costs to process the payments will be less than the re-distributed amount.

Reserve for Costs

18. As set out above, there remains a number of steps that will incur both Professional Costs and Administrative Fees as defined in the Plan.

19. By order dated October 27, 2016, the Court Ordered that USI will be paid CDN$30,000 per month to the Final Distribution to the Creditors under the Plan, and such additional amounts for the period following the Final Distribution as the Monitor may request and USI may agree. Attached hereto as Exhibit "C" is a copy of the October 27, 2016 Order of Justice Penny.

20. USI is seeking to receive the following Administration Fee for the Re-Distribution:

(a) CDN$30,000 for the months of December 2019 through March 2020; and

(b) CDN$5,000 for the months of April 2020 through September 2020, provided that no Administration Fee will be paid after September 2020 without further order of the Court.

21. The CDN$5,000 per month during the six month period from April 2020 through September 2020 are so that USI can pay expenses required to keep USI operating during this six month period and expenses incurred in responding to Purchaser Creditors until the termination of the CCAA Plan. When the *cy pres* distribution is complete on or as soon after October 1, 2020, USI the CCAA Plan can be terminated and USI can proceed to apply for the final clearance certificate from CRA and the directors can dissolve USI as is required under the CRA Audit resolution.

22. USI is also seeking on this motion an order authorizing the Monitor, Blakes and Rueters be paid from the Monitored Trust Account all legal fees, disbursements and/or administrative fees incurred or to be incurred until the Re-Distribution is completed without further order of the Court.

23. In order to ensure that there are sufficient amounts held back to pay the above costs and disputed claims, USI and the Monitor have estimated a Reserve for Costs in the amount of US$200,000. Any funds remaining from the Reserve for Costs 6 months after the Re- Distribution will be included in the funds to re-distribution to all Purchaser Creditors who have successful wire payments with claims over $100,000 or otherwise for the *cy pres* distribution.

Approval of Professional Fees

24. On this motion, USI seeks the approval of the fees and disbursements of the Monitor and its counsel, Blakes. The details of the invoices and amounts for fees and disbursements of the Monitor and Blakes are set out in affidavits attached to the Supplement to the Twenty-Eighth Report of the Monitor.

25. USI is of the view that the hourly rates charged by the Monitor and Blakes are consistent with the rates charged by law firms practicing in the area of insolvency in Toronto, and that the fees charged are reasonable and appropriate in the circumstances.

SWORN before me at the City of Toronto, in the Province of Ontario, this 19th day of December, 2019.	))))))))	
A Commissioner, for Taking Affidavits, etc.		**Christopher Halas**

SARA J. ERSKINE

Court File No. 08-CL-7878

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 OF ARRANGEMENT OF
UNIVERSAL SETTLEMENTS INTERNATIONAL INC.

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceeding commenced at Toronto

AFFIDAVIT OF CHRISTOPER HALAS
(Sworn December 19, 2019)

RUETERS LLP
250 Yonge Street
Suite 2200, P.O. Box 4
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Lawyers for the Applicant,
Universal Settlements International Inc.

TAB B

THIS IS EXHIBIT *"B"*

REFERRED TO IN THE AFFIDAVIT OF
FRASER DICKSON

AFFIRMED BEFORE ME THIS
11TH DAY OF SEPTEMBER, 2020.

Commissioner for Taking Affidavits, etc.
Sara J. Erskine

Court File No.: 08-CL-7878

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 OF ARRANGEMENT OF UNIVERSAL SETTLEMENTS INTERNATIONAL INC.

Applicant

SUPPLEMENTAL AFFIDAVIT OF CHRISTOPER HALAS
(Sworn January 23, 2020)

I, CHRISTOPHER HALAS, of the City of Toronto, Province of Ontario, MAKE OATH AND SAY:

1. I am the Vice-President and Secretary of Universal Settlements International Inc. ("**USI**"). I have personal knowledge of the matters to which I depose in this Affidavit. Where I do not have personal knowledge, I have stated the sources of my information and believe such information to be true.

2. I swear this Supplemental Affidavit to supplement and update information in my Affidavit sworn December 19, 2019 in support of USI's motion for, *inter alia*, a Re-Distribution Order and the termination of these CCAA proceedings following the completion of the Re-Distribution.

Update on Remaining Funds and Proposal for the Re-Distribution

3. As of January 20, 2020, there was approximately $28,300.00 in the Canadian Monitored Trust Account, US$459,700.00 in the US Monitored Trust Account and US$949,777.00 in the

Purchaser Distribution Pool Account 2 remaining from the Final Distribution and Interim Distributions.

4. USI, with the assistance of the South American Agents continues to try to locate outstanding Purchaser Creditors and will continue to do this until February 28, 2020.

5. After February 28, 2020, the amount of the funds remaining in the Purchaser Distribution Pool Account 2 will be available for Re-Distribution on or about April 1, 2020 pursuant to the process set out in my Affidavit of December 19, 2019.

6. The Company will allow 1 month for outstanding cheques to clear through the international banking system as well as wire transfers to be completed.

7. USI has estimated that the costs between now and April 1, 2020 for administration fees and professional fees, including the proposed payment to the South American agent of US$7,500, will be approximately US$130,000 to US$140,000.

8. The efforts required after April 1, 2020, will include professional and administrative costs to be paid to assist the Re-Distribution and any *cy pres* payment which will be initiated on or after October 31, 2020, as well as the efforts for USI to obtain the final clearance certificate from CRA and be dissolved in accordance with the Audit Agreement with CRA.

9. In my affidavit of December 19, 2019, I estimated a cost reserve of US$200,000 for all legal fees, disbursements and administration fees after March 31, 2020. As set out above, with the benefit of additional information on the amount of funds remaining in the Monitored Trust Accounts (after the payment of legal fees, disbursements and administration fees), USI anticipates that after March 31, 2020 there will be more than US$200,000 remaining in the Monitored Trust

Accounts.

10. USI is proposing that funds in excess of US$200,000 to be retained in the cost reserve in the Monitored Trust Accounts as of March 31, 2020 be added to the funds to be Re-Distribution on April 1, 2020.

11. At present, USI anticipates that there will approximately US$127,000 remaining in the Monitored Trust Account as at March 31, 2020. This amount may increase slightly if the administrative and professional fees are less than those estimated in paragraph 7 above.

12. Adding the remaining funds over the cost reserve of US$200,000 from the Monitor Trust Accounts will result in a declaration of a further distribution. Under the CCAA Plan any distributions are to be made to both the Purchaser Creditors and the Ordinary Creditors in percentage of 96.15% and 3.85% of the total distribution, respectively.

13. Given the amount of funds to be added to the Distribution Account is not significant, the 3.85% to be paid to the Ordinary Creditors will be deminimus including the cost of administering the payment to the Ordinary Creditors. Based on the estimate of approximately US$127,000 remaining in the Monitored Trust Accounts, this would result in a declaration of a further distribution payable to the Purchaser Creditors of approximately US$122,110.00 and the Ordinary Creditors of approximately US$4,890.00. As a result, USI is proposing that no Re-Distribution is made to the Ordinary Creditors on April 1, 2020.

14. In paragraph 17 of my December 19, 2019 Affidavit, I estimated that there would be between US$800,000 to US$900,000 to Re-Distribute after all legal fees, disbursements and administration fees are paid. Based on the remaining funds in the Monitored Trust Account as of

January 20, 2020 and the additional funds to be added from the declaration of a further distribution, I now estimate that there would be between US$900,000.00 and US$1,000,000.00 to Re-Distributed.

15. Based on the minimum criteria proposed for the Re-Distribution of having received a wire transfer or cashed distribution cheques in the Final Distribution and a minimum Purchaser Claim on US$50,000, I had estimated that approximately 650 Purchaser Creditors would receive a Re-Distribution. After a further review of the calculations, USI anticipates that approximately 520 Purchaser Creditors will receive a Re-Distribution.

Proposal for Any Funds Remaining on October 31, 2020

16. In paragraph 16 of my December 19, 2019 Affidavit, I set out USI's proposal for the Re-Distribution. In subparagraph (e) of the affidavit, it sets out the process for a further distribution six months after the Re-Distribution on April 1, 2020 if there remains any funds at that time. If the remaining funds are greater than US$100,000 there would be a further distribution to Purchaser Creditors that received wire transfers with claims of US$100,000. Otherwise, there would be a *cy pres* distribution to registered Canadian Charities, World Vision Canada and the Canadian Red Cross on or after October 31, 2020.

17. USI anticipates that given the criteria for receiving a Re-Distribution, that substantially all of the Re-Distribution wires or cheques will be cashed and the only remaining funds will be the amount left of the cost reserve of US$200,000. USI is proposing that after the legal fees, disbursements, and administrative fees are paid for terminating the CCAA, including costs to obtain the final clearance certificate from CRA and to dissolve USI are paid, that the remaining funds are paid in equal amounts *cy pres* to World Vision Canada and the Canadian Red Cross. Both of these charities assist the most vulnerable and underprivileged communities internationally.

SWORN before me at the City of Toronto, in the Province of Ontario, this 23 day of January 2020.	))))))))	
A Commissioner, for Taking Affidavits, etc.		**Christopher Halas**

SARA J. ERSKINE

Court File No. 08-CL-7878

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 OF ARRANGEMENT OF UNIVERSAL SETTLEMENTS INTERNATIONAL INC.

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceeding commenced at Toronto

SUPPLEMENTAL AFFIDAVIT OF CHRISTOPER HALAS

(Sworn January 23, 2020)

RUETERS LLP
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Lawyers for the Applicant,
Universal Settlements International Inc.

TAB C

THIS IS EXHIBIT *"C"*

REFERRED TO IN THE AFFIDAVIT OF
FRASER DICKSON

AFFIRMED BEFORE ME THIS
11TH DAY OF SEPTEMBER, 2020.

Commissioner for Taking Affidavits, etc.
Sara J. Erskine

Court File No. 08-CL-7878

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE	)	MONDAY, THE 3RD
	)	
JUSTICE CONWAY	)	DAY OF FEBRUARY, 2020

SUPERIOR COURT OF JUSTICE
COUR SUPÉRIEURE DE JUSTICE

B E T W E E N:

(Court Seal)

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 OF ARRANGEMENT OF UNIVERSAL SETTLEMENTS INTERNATIONAL INC.

Applicant

ORDER

THIS MOTION, made by the Applicant, Universal Settlements International Inc. ("**USI**") for among other things, an order approving the Applicant's and/or the Monitor's Re-Distribution Plan, was heard this day at the court house, 330 University Avenue, Toronto, Ontario, M5G 1R7.

ON READING the USI's Notice of Motion, the Affidavit of Christopher Halas sworn December 19, 2019, the Supplemental Affidavit of Christopher Halas sworn January 23, 2020, the Twenty-Eighth Report of Ernst & Young Inc. (the "**Monitor**") dated January 28, 2020 (the "**Twenty-Eighth Report**"), the Affidavit of Milly Chow, sworn January 6, 2020 (the "**Chow Affidavit**"), filed, the Affidavit of Brian Denega, sworn January 23, 2020 (the "**Denega

Affidavit"), filed, and hearing submissions of counsel for USI, the Monitor, and parties appearing on the counsel slip, no one appearing for the other parties served with the Applicant's Motion Record although duly served:

DEFINED TERMS

1. THIS COURT ORDERS the capitalized terms not otherwise defined in this Order shall have the meaning given to them in the Applicant's Amended Plan of Compromise and Arrangement dated June 16, 2009, as amended by the Amendment to the Amended Plan of Compromise and Arrangement dated November 24, 2014 (the "**Plan**").

SERVICE AND NOTICE

2. **THIS COURT ORDERS** that leave is granted abridging the time for service of the Applicant's Motion Record, so that this Motion is properly returnable today, and hereby dispenses with further service thereof.

APPROVAL OF REDISTRIBUTION PROTOCOL

3. **THIS COURT ORDERS** that the Applicants are hereby authorized and directed to transfer any amounts in the Monitored Trust Accounts, net of a cost reserve in the amount of US$200,000 (the "**Cost Reserve**") for costs incurred by the Applicant on and after April 1, 2020, into the Purchaser Pool for distribution to Purchaser Creditors in accordance with this Order, and notwithstanding anything in the Plan to the contrary, the Applicants shall not be required to remit any amounts to the Ordinary Creditor Pool or make any distributions to the Ordinary Creditors.

4. **THIS COURT ORDERS** that the Applicant is hereby authorized and directed to make a Distribution to Purchaser Creditors (the "**Re-Distribution**") on the following terms:

(a) On or about March 31, 2020, the Applicant shall make a *pari passu* Distribution of the funds in the Purchaser Pool to Purchaser Creditors who (i) at any time prior to March 31, 2020 have cashed a prior distribution cheque from the Applicants or received a distribution by wire transfer, and (ii) have an outstanding Proven Claim in excess of US$50,000.

(b) Distributions made pursuant to subparagraph 4(a) shall be made by wire transfer to any Purchaser Creditor who has successfully received a wire transfer from the Applicants prior to March 21, 2020, and by cheque to Purchaser Creditors who have cashed a cheque prior to March 31, 2020 but have not successfully received a wire transfer.

(c) Any Distributions payable to (i) Ordinary Creditors, (ii) Purchaser Creditors who have not cashed a prior distribution cheque from the Applicants or received a distribution by wire transfer, or (iii) Purchaser Creditors whose outstanding Proven Claim is less than US$50,000, shall be allocated *pari passu* to Purchaser Creditors entitled to a Distribution pursuant to subparagraph 4(a) hereof.

(d) On the date this is 6 months following the date of the Distribution authorized in subparagraph 4(a) hereof, all outstanding, uncashed Distribution cheques and any unprocessed wire Distributions shall be cancelled, and:

(i) if the aggregate amount of un-cashed cheque and unprocessed wire Distributions, together with any amount of the Cost Reserve that the Applicant determines, in consultation with the Monitor, is not required to fund the wind down of these CCAA proceedings and wind-up the Applicant (collectively, the "**Remaining Distributable Proceeds**") exceeds US$100,000, then the Applicant shall make a *pari passu* distribution to Purchaser Creditors who (a) received their Distribution authorized by subparagraph 4(a) hereof by wire transfer, and (b) have an outstanding Proven Claim in excess of US$100,000; and

(ii) if the aggregate Remaining Distributable Proceeds do not exceed US$100,000, then the Applicant shall distribute such Remaining Distributable Proceeds equally to World Vision Canada and the Canadian Red Cross.

APPROVAL OF ADMINISTRATION COSTS AND FEES

5. **THIS COURT ORDERS** that the Applicant is authorized to pay an Administration Fee in the amount of CDN$30,000 for each of the months of December 2019 through March 2020, and CDN$5,000 for each of the months of April 2020 through September 2020, provided that no additional Administration Fee shall be paid for the period following September 2020 without further order of the Court.

6. **THIS COURT ORDERS** that the Applicant and/or the Monitor are hereby authorized and directed to pay Patricio Munoz, South American Agent, for his assistance in locating creditors for his fees, in an amount not to exceed US$7,500.

TERMINATION OF CCAA PROCEEDINGS

7. THIS COURT ORDERS that upon the filing of a certificate of the Monitor substantially in the form attached hereto as Schedule "A" (the "**Monitor's Completion Certificate**") certifying that, to the best of the knowledge and belief of the Monitor, all matters to be attended to in connection with the CCAA proceedings have been completed, the within CCAA proceedings shall be terminated without any other act or formality (the "**CCAA Termination Time**").

8. **THIS COURT ORDERS** that the Administration Charge, and the Directors' Charge (each as defined in the Order of Mr. Justice Wilton-Siegel dated December 2, 2008) shall be and are hereby terminated, released and discharged at the CCAA Termination Time.

DISCHARGE OF MONITOR

9. **THIS COURT ORDERS** that the Monitor shall, at least seven (7) days prior to the proposed CCAA Termination Time, provide notice to the Service List of the Monitor's intention to file the Monitor's Completion Certificate and that upon the filing of the Monitor's Completion Certificate, the release and discharge of the Subsequent Released Claims (as defined below) shall be deemed effective unless any objection is received by the Monitor in accordance with paragraph 13 hereof.

10. **THIS COURT ORDERS AND DECLARES** that effective at the CCAA Termination Time, Ernst & Young Inc. ("**EY**") shall be and is hereby discharged as Monitor and shall have no further duties, obligations or responsibilities as Monitor from and after the CCAA Termination Time.

11. **THIS COURT ORDERS** that effective as of the date of this Order, in addition to the protections in favour of the Monitor in any Order of this Court in these CCAA proceedings or the CCAA, EY, Blake, Cassels & Graydon LLP ("**Blakes**"), in its capacity as counsel to the Monitor, and each of their respective affiliates and officers, directors, partners, employees and agents (collectively, the "**Released Parties**") are hereby released and discharged from any and all claims that any person may have or be entitled to assert against the Released Parties, whether known or unknown, matured or unmatured, foreseen or unforeseen, existing or hereafter arising, based in whole or in part on any act or omission, transaction, dealing or other occurrence existing or taking place on or prior to the date of this Order in any way relating to, arising out of or in respect of the within CCAA proceedings or with respect to their respective conduct in the within CCAA proceedings (collectively, the "**Released Claims**"), and any such Released Claims are hereby released, stayed, extinguished and forever barred and the Released Parties shall have no liability in respect thereof, provided that the Released Claims shall not include any claim or liability arising out of any gross negligence or willful misconduct on the part of the Released Parties.

12. **THIS COURT ORDERS** that effective as of the CCAA Termination Time, in addition to the protections in favour of the Monitor in any Order of this Court in these CCAA proceedings or the CCAA, the Released Parties are hereby released and discharged from any and all claims that any person may have or be entitled to assert against the Released Parties, whether known or unknown, matured or unmatured, foreseen or unforeseen, existing or hereafter arising, based in whole or in part on any act or omission, transaction, dealing or other occurrence existing or taking place following the date of this Order in any way relating to, arising out of or in respect of the within CCAA proceedings or with respect to their respective conduct in the within CCAA proceedings (collectively, the "**Subsequent Released Claims**"), and any such Subsequent

Released Claims are hereby released, stayed, extinguished and forever barred and the Released Parties shall have no liability in respect thereof, provided that the Subsequent Released Claims shall not include any claim or liability arising out of any gross negligence or willful misconduct on the part of the Released Parties.

13. **THIS COURT ORDERS** that in the event that any person objects to the release and discharge of the Subsequent Released Claims pursuant to paragraph 12 hereof, that person must send a written notice of objection and the grounds therefor to the Monitor at the address set out on the Service List such that the objection is received by the Monitor prior to the proposed CCAA Termination Time. If no objection is received by the Monitor prior to the proposed CCAA Termination Time, the release and discharge of Subsequent Released Claims pursuant to paragraph 12 hereof shall be automatically deemed effective upon the CCAA Termination Time up to and including the CCAA Termination Time, without further Order of the Court.

14. **THIS COURT ORDERS** that if an objection to the release of the Subsequent Released Claims pursuant to paragraph 12 hereof is received by the Monitor in accordance with paragraph 13 hereof, the release and discharge of the Subsequent Released Claims pursuant to paragraph 12 hereof shall only become effective if the objection is resolved or upon further Order of the Court. For greater certainty, no objection received in accordance with paragraph 13 hereof shall affect the release and discharge of the Released Claims pursuant to paragraph 11 hereof, which shall be effective as of the date of this Order.

15. **THIS COURT ORDERS** that no action or other proceeding shall be commenced against any of the Released Parties in any way arising from or related to the within CCAA proceedings, except with prior leave of this Court on at least seven days' prior written notice to the applicable

Released Party, and provided that any such Order granting leave includes a term granting the applicable Released Party security for its costs and the costs of its counsel in connection with any proposed action or proceeding, such security to be on terms this Court deems just and appropriate.

16. **THIS COURT ORDERS** that, notwithstanding any provision of this Order and the termination of the within CCAA proceedings, nothing herein shall affect, vary, derogate from, limit or amend, and the Monitor shall continue to have the benefit of, any of the protections in favour of the Monitor at law or pursuant to the CCAA or any Order of this Court in the within CCAA proceedings or otherwise.

APPROVAL OF ACTIVITIES, FEES AND DISBURSEMENTS

17. **THIS COURT ORDERS** that the Twenty-Eighth Report and the activities, actions, and conduct of the Monitor set out therein are hereby ratified and approved, provided, however, that only the Monitor, in its personal capacity and only with respect to its own personal liability, shall be entitled to rely upon or utilize in any way such approval.

18. **THIS COURT ORDERS** that the fees and disbursements of EY, in its capacity as Court-appointed Monitor, and the fees and disbursements of Blakes, for the periods set out in the Chow Affidavit and the Denega Affidavit, are hereby approved.

19. **THIS COURT ORDERS** that the Monitor, Blakes and Rueters LLP are, from time to time, authorized to be paid all legal fees, disbursements, and administrative fees incurred or to be incurred from the Cost Reserve, until the Re-Distribution has been completed, the CCAA proceedings have terminated and the Monitor has been discharged, without further Order of the Court.

GENERAL

20. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States, or in any other foreign jurisdiction, to give effect to this Order and to assist the Applicant, the Monitor and their respective agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Applicant and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding or to assist the Applicant and the Monitor and their respective agents in carrying out the terms of this Order.

Conway J.

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

FEB 0 3 2020

PER / PAR:

Schedule A – Form of Monitor's Completion Certificate

Court File No. 08-CL-7878

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

B E T W E E N:

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 OF ARRANGEMENT OF UNIVERSAL SETTLEMENTS INTERNATIONAL INC.

Applicant

MONITOR'S COMPLETION CERTIFICATE

RECITALS

A. Pursuant to an Order of the Honourable Mr. Justice Wilton-Siegel of the Ontario Superior Court of Justice (the "**Court**"), on December 2, 2008, Ernst & Young Inc. was appointed as the monitor (the "**Monitor**") of the Applicant. The proceedings commenced by the Applicant under the CCAA will be referred to herein as the "**CCAA Proceedings**".

B. The CCAA Proceedings have been completed in accordance with the Orders of this Court and under the supervision of the Monitor.

C. Pursuant to the Order of this Court dated February 3, 2020 (the "**CCAA Termination Order**"), the Monitor shall be discharged and the CCAA Proceedings shall be terminated upon the filing of this Monitor's Completion Certificate with the Court.

D. Unless otherwise indicated herein, terms with initial capitals have the meanings set out in the CCAA Termination Order.

THE MONITOR CERTIFIES the following:

1. To the best of the Monitor's knowledge and belief, all matters to be attended to in connection with the CCAA Proceedings have been completed.

ACCORDINGLY, the CCAA Termination Time as defined in the CCAA Termination Order has occurred.

DATED at Toronto, Ontario this ______ day of ______________, _______.

Ernst & Young Inc., in its capacity as Monitor of the Applicant, and not in its personal capacity

Per: ________________________________

Name:

Title:

Court File No. 08-CL-7878

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 OF ARRANGEMENT OF UNIVERSAL SETTLEMENTS INTERNATIONAL INC.

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceeding commenced at Toronto

ORDER
(Distribution and Termination)

RUETERS LLP
250 Yonge Street
Suite 2200, P.O. Box 4
Toronto ON M5B 2L7

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Tel: (416) 597-5408
Fax: (416) 869-3411
Email: sara.erskine@ruetersllp.com

Lawyers for the Applicant,
Universal Settlements International Inc.

TAB D

THIS IS EXHIBIT *"D"*

REFERRED TO IN THE AFFIDAVIT OF
FRASER DICKSON

AFFIRMED BEFORE ME THIS
11TH DAY OF SEPTEMBER, 2020.

Sara Erskine

Commissioner for Taking Affidavits, etc.
Sara J. Erskine

UNIVERSAL SETTLEMENTS INTERNATIONAL
Statement of Account (Bank)
Wednesday, April 01, 2020 - Wednesday, September 09, 2020

Account Name:	Account:	Branch:	Currency:
[redacted]	[redacted]	2752	USD

B/D	Description	Debit	Credit	Date	Balance
	Balance Forward			04/01/2020	$844,163.28
	200402B5561700RPW	$2,500.07		04/02/2020	$841,663.21
	200525B2374400RPW	$23,310.47		05/25/2020	
	200525B2374500RPW	$6,176.93		05/25/2020	$812,175.81
	200529B5561700RPW	$8,653.70		05/29/2020	
	200529B5561800RPW	$4,938.54		05/29/2020	$798,583.57
	200608B0803800RPW	$406.05		06/08/2020	
	200608B0811000RPW	$3,774.45		06/08/2020	$794,403.07
	200623B9321800RPW	$3,395.40		06/23/2020	$791,007.67
	CHQ#00214-8146874566	$5,042.59		07/14/2020	$785,965.08
	200727B9045400RPW	$2,951.18		07/27/2020	
	CHQ#00220-8148685951	$9,907.08		07/27/2020	$773,106.82
	200804B3823000RPW	$5,929.25		08/04/2020	$767,177.57
	CHQ#00221-8140611346	$6,191.93		08/17/2020	
	CHQ#00212-8140614523	$2,476.77		08/17/2020	
	CHQ#00215-8144743420	$12,383.85		08/17/2020	$746,125.02
	200908B4900000RPW	$14,845.62		09/08/2020	$731,279.40
	Closing Balance			09/09/2020	$731,279.40
Totals:		**$112,883.88**	**$0.00**		
Item Count:		**16**	**0**		

Court File No. 08-CL-7878

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 OF ARRANGEMENT OF UNIVERSAL SETTLEMENTS INTERNATIONAL INC.

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceeding commenced at Toronto

AFFIDAVIT OF FRASER DICKSON
(Affirmed September 11, 2020)

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Lawyers for the Applicant,
Universal Settlements International Inc.

Court File No.: 08-CL-7878

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 OF ARRANGEMENT OF UNIVERSAL SETTLEMENTS INTERNATIONAL INC.

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

PROCEEDING COMMENCED IN TORONTO

MOTION RECORD OF THE APPLICANT, UNIVERSAL SETTLEMENTS INTERNATIONAL INC.
(Motion Returnable September 17, 2020)

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