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

**AND**

**IN THE MATTER OF THE BUSINESS CORPORATIONS ACT, S.B.C. 2002, C. 57**

**AND**

**IN THE MATTER OF ENCOREFX INC.**

# AFFIDAVIT OF MAILING

I, Marko Gordic, of the City of Vancouver in the Province of British Columbia, make oath and say:

1. THAT I am employed by Ernst & Young Inc., Monitor acting in the matter of EncoreFX Inc.

2. THAT under instructions from the Monitor herein I did on April 13, 2021 cause to be sent by e-mail a copy of the respective notice package hereto annexed and marked as Exhibit "A" to this my affidavit to each of the parties shown on the lists hereto annexed and marked Exhibit "B" to this my affidavit.

3. THAT the deponent was not physically present before the commissioner, but was linked with the commissioner utilizing video technology and that the process described below for remote commissioning of affidavit was utilized.

| | | |
|---|---|---|
| Sworn before me at the City of Vancouver in the Province of British Columbia this May 5, 2021 | )<br>)<br>)<br>) | **Marko Gordic** |

**Philippe Mendelson**
A Commissioner for taking Affidavits
for the Province of British Columbia
Expires: July 31, 2021

# Exhibit A

Ernst & Young Inc.
700 West Georgia Street
Vancouver, BC V7Y 1C7

Tel: +1 604 891 8200
Fax: +1 604 899 3530
ey.com

Building a better working world

**April 9, 2021**

**To: Creditors of EncoreFX Inc. ("EncoreFX" or the "Company")**

**RE: Notice of the Claims Process Order and the Meeting of Creditors regarding EncoreFX under the *Companies' Creditors Arrangement Act (the "CCAA")***

**Court File No. S212302**

We wrote you last week to advise you that on March 30, 2021, the Supreme Court of British Columbia (the "**Court**") pronounced an Order which converted the bankruptcy proceedings of EncoreFX to proceedings under the CCAA. Ernst & Young Inc. was appointed as monitor ("**EY**" or the "**Monitor**") in the CCAA proceedings.

On April 8, 2021, the Court pronounced a number of Orders in the CCAA proceedings of Encore FX, including:

- a "**Creditors' Meeting Order**" which establishes a procedure for convening a meeting of the creditors of EncoreFX (the "**Creditors' Meeting** ") for the purpose of voting on a Plan of Compromise and Arrangement filed on behalf of the Company (the "**Plan**"); and
- an Order (the "**Claims Process Order**") which establishes a procedure and a deadline (the "**Claims Bar Date**") for determining the amount and nature of Claims of creditors as against EncoreFX (the "**Claims Process**").

The Creditors' Meeting has been scheduled for **3:00pm Pacific Daylight Time ("PDT") on May 11, 2021**. Enclosed with this letter are the following documents:

- a Notice of Creditors' Meeting;
- a "**Plan Information Letter**" which provides a comprehensive overview of:
  - the Plan which establishes three (3) Classes of Creditors and proposes a recovery to each Class;
  - the Claims Process and Claims Bar Date;
  - the procedure for the Creditors' Meeting; and
  - the steps that you are required to take with respect to voting on the Plan.
- a form of Proxy for voting at the Creditors' Meeting;
- the following documents pertaining to the Claims Process Order:
  - an "**Instruction Letter**" for submitting a Proof of Claim;
  - a Claim Amount Notice (if applicable);
  - a Proof of Claim form; and
  - a Convenience Creditor Form (if applicable).

The Plan, the Claims Process Order, the Creditors' Meeting Order are voluminous documents and can be downloaded together with other documents relating to the insolvency proceedings of the Company at www.ey.com/ca/EncoreFX.

Should you have any questions in this matter, please feel free to contact Mr. Jason Eckford, a representative of the Monitor, at 604-648-3671 or at jason.eckford@parthenon.ey.com.

**ERNST & YOUNG INC.**
in its capacity as Monitor of EncoreFX Inc.
and not in its personal or corporate capacity

Per:

**Peter Venetsanos, CPA, CA, CIRP, LIT**
**Vice President**

# Notice to Creditor’s Meeting

# Notice of Meeting of Creditors

**RE: NOTICE OF MEETING OF CREDITORS REGARDING ENCOREFX INC. ("EncoreFX") PURSUANT TO THE *COMPANIES' CREDITORS ARRANGEMENT ACT***

**PLEASE TAKE NOTICE** that this notice is being published pursuant to an order of the Supreme Court of British Columbia dated April 8, 2021 (the "**Order**") setting a meeting of the creditors of EncoreFX (the "**Meeting of Creditors**") for the purpose of voting on the plan of compromise or arrangement of EncoreFX (the "**Plan**").

The Meeting of Creditors will take place at 3:00 p.m. (Pacific Daylight Time) on May 11, 2021. The Meeting of Creditors will be held virtually and will be chaired by Ernst & Young Inc., the Court-appointed Monitor of EncoreFX (the "**Monitor**").

Further details regarding the Meeting of Creditors, including copies of the Order, the Plan, the protocol regarding the virtual Meeting of Creditors, a plan information letter as prepared by the Monitor, and the form of proxy to be used for the purpose of voting on the Plan are all available on the Monitor's website: www.ey.com/ca/EncoreFX/.

**DATED** at Vancouver, this 9th day of April, 2021

# Plan Information Letter

**April 9, 2021**

To: The Affected Creditors of EncoreFX Inc. ("**EncoreFX**" or the "**Company**")

**INFORMATION LETTER REGARDING A PLAN OF COMPROMISE AND ARRANGEMENT (the "PLAN") UNDER *THE COMPANIES' CREDITORS ARRANGEMENT ACT ("*CCAA*")***

**IN RESPECT OF**

**ENCOREFX INC.**

On March 30, 2020 (the "**Bankruptcy Date**"), EncoreFX filed an assignment into bankruptcy (the "**BIA Proceedings**"). Ernst & Young Inc. ("**EYI**") consented to act as the licensed insolvency trustee (the "**Trustee**") in the estate of EncoreFX (the "**Estate**").

On March 30, 2021, the Trustee sought and obtained an Order of the Supreme Court of British Columbia (the "**Court**") which converted the BIA Proceedings to CCAA Proceedings and appointed EYI as "**Monitor**" to administer the CCAA Proceedings. On April 8, 2021, the Monitor sought and obtained Orders of the Court authorizing and directing, among other things, the Monitor to:

- administer a "**Claims Process**" to determine the claims of creditors ("**Claims**"):
- call, hold and conduct "**Creditor's Meeting**" to consider and vote on the Plan.

This letter has been prepared by the Monitor in respect of the distribution of the Plan and the solicitation of proxies for use at the Creditor's Meeting to consider the Plan.

A fulsome description of the Company, the timeline of events resulting in these proceedings and background regarding the Plan is provided in a Report of the Proposed Monitor (the "**Monitor's Report**") that is available together with copies all materials and documents, including the Court Orders referenced in this letter on the Monitor's website at www.ey.com/ca/EncoreFX.

All capitalized terms used herein and not otherwise defined have the meaning ascribed to them in the Plan.

## Introduction

Various Claims including a Secured Claim and a number of Property Claims have been asserted against EncoreFX which are potentially subject to extensive and uncertain litigation in the Bankruptcy Proceedings. A description of these Claims is provided in the Monitor's Report.

The Plan seeks to avoid depletion of the Estate's assets resulting from extensive and uncertain litigation and to achieve a balance of the equities of the stakeholders of EncoreFX. The Plan aims to achieve this by providing a global resolution of the Affected Claims as against the Estate of EncoreFX by way of the distribution of all funds and other assets recovered by the Trustee, and that may be recovered by the Monitor.

The terms of the Plan contemplate that the Affected Creditors of EncoreFX will receive a partial payment of their Proven Claims in full satisfaction of their Proven Claims.

The Plan shall have three (3) classes (“**Classes**” or “**Affected Creditor Classes**”) of creditors (collectively, the “**Affected Creditors**”) and the initial distribution (the “**Initial Distribution**”) shall be as follows:

| Class | Initial Proposed Settlement |
|---|---|
| **General Unsecured Creditors** | • Each General Unsecured Creditor with a Proven Claim, the amount of which is equal to or less than $5,000, shall receive a cash distribution in an amount equal to 100% of their Proven Claim.<br><br>• Each General Unsecured Creditor with a Proven Claim, the amount of which is greater than $5,000 but below $31,250, shall receive a cash distribution of:<br><br>i) an amount equal to $5,000 if it has filed a Convenience Creditor Form with the Monitor before the Claims Bar Date; or<br><br>ii) a Percentage Distribution in an amount equal to 16% of their Proven Claim.<br><br>In the event that a General Unsecured Creditor with a Proven Claim greater than $5,000 but less than $31,250 fails to file a Convenience Creditor Form with the Monitor on or before the Election Deadline, the General Unsecured Creditor shall be deemed to have elected to receive a Percentage Distribution.<br><br>• Each General Unsecured Creditor with a Proven Claim, the amount of which is greater than $31,250, shall receive a cash distribution in an amount equal to 16% of their Proven Claim.<br><br>• The Class of General Unsecured Creditors includes Affected Creditors with Claims regarding Margin Deposits. |
| **Property Claimants**[1] | • Each Property Claimant with an accepted Property Claim, shall receive a cash distribution in an amount equal to 66.67% of their respective Property Claim. |
| **Secured Creditor** | • $12,000,000. |
| (1) “**Property Claimants**” are comprised of Affected Creditors with **outstanding** Property Claims that were properly filed in the BIA and are currently under appeal by the Claimant. A list of the Property Claims is posted to the Website. **The Plan does not allow for new Property Claims to be filed and does not include Affected Creditors with Claims regarding Margin Deposits as Property Claimants.** | |

Upon payment of the Initial Distributions, the remaining funds shall be distributed by the Monitor as follows:

- first, to the Secured Creditor in an amount of $4,944,475; and
- second, proportionately to the Secured Creditor and the Property Claimants.

At the Creditor's Meeting, the Affected Creditors will vote on whether to approve the Plan.

## Filing of Claims

The amount and classification your Claim (as reflected in the books and records of EncoreFX) is set out in a Claim Amount Notice enclosed with this mailing.

If you agree with the amount and classification of your Claim in the Claim Amount Notice then you are not required to complete a Proof of Claim. Your Claim will be deemed to have been accepted for all purposes at the amount and categorization set out in the Claim Amount Notice.

If you dispute either the amount or classification of your Claim, you must deliver a Proof of Claim to the Monitor by no later than 4:00PM (Pacific Daylight Time) on May 5, 2021 (the "**Claims Bar Date**").

## Creditor's Meeting

The Creditor's Meeting will be held at **3:00 p.m. Pacific Daylight Time ("PDT") on May 11, 2021** via teleconference (MS Teams) and in accordance with the Electronic Meeting Protocol, which is appended to the Creditor's Meeting Order as Appendix "C".

Parties intending to attend the Creditor's Meeting in person are required to notify the Monitor by email prior to 8:30 am PDT on May 11, 2021.

Affected Creditors with a Proven Voting Claim shall be entitled to attend and vote at the Creditor's Meeting in person or by proxy.

## Creditor Voting

To vote by proxy an Affected Creditor must submit the Proxy and Voting Letter to the Chair on or before 9:00 am PDT on May 11, 2021 or must deposit the Proxy with the Chair before the beginning of the Creditor's Meeting.

Each Affected Creditor with one or more Proven Claims shall be entitled to one (1) vote in the appropriate creditor class and the weight attributed to such vote (for the purposes of determining the Required Majorities) shall be equal to the aggregate Canadian dollar value of such Affected Creditor's Proven Claim.

In order to participate in any voting associated with the Plan, any party having a Claim must have filed a Proof of Claim with the Trustee or Monitor in accordance with the Claims Process Order made April 8, 2021.

## Approval by an Affected Creditor Class

EYI will seek approval of this Plan by the affirmative vote of the Required Majority of the Affected Creditors with Proven Claims.

- a majority of Affected Creditors having Proven Claims and voting on the Resolution (in person or by proxy) at the Creditor's Meeting, and representing; and

- not less than 66⅔% in value of the Proven Claims voting on the Resolution (in person or by proxy) at the Creditor's Meeting;

**Monitor's Recommendation**

For reasons described in the Monitor's Report, the Monitor is of the view that the Plan amongst other things:

- was carefully considered and approved by the Inspectors who were elected to represent creditor interests in the BIA Proceedings;
- provides General Unsecured Creditors with at least a 16% recovery which is a superior recovery than they would otherwise receive should the litigation of outstanding matters continue; and
- allows for a distribution in the very near future that would otherwise not be feasible given the outstanding litigation between the Trustee on behalf of the Estate and various Claims that have been asserted against the Estate and are currently under dispute.

The alternative to the Plan is the continuation of the liquidation proceedings of the Company and litigation of the Claims asserted against the which could result in unlimited range of possible recoveries to General Unsecured Creditors, none of which are likely to result in a superior recovery than the proposal put forward under the Plan.

A more fulsome analysis and basis for its recommendations are set out in the Monitor's Report.

If you have any questions regarding this letter or any of the documents contained in this mailing, please contact Mr. Jason Eckford by telephone at 604 648 3671 or by email at Jason.Eckford@parthenon.ey.com.

**Ernst & Young Inc.**
**In its capacity as Monitor of EncoreFX Inc.**
**and not in its personal or corporate capacity**

Per:

**Mike Bell, CPA, CA, CIRP, LIT**
**Senior Vice President**

**Peter Venetsanos, CPA, CA, CIRP, LIT**
**Vice President**

# Proxy Form

# Form of Proxy

No. S212302
Vancouver Registry

## IN THE SUPREME COURT OF BRITISH COLUMBIA

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

AND

IN THE MATTER OF ENCOREFX INC.

PETITIONER

## PROXY

RE: PLAN OF COMPROMISE AND ARRANGEMENT OF ENCOREFX INC.

Before completing this Proxy, please read carefully the accompanying Instructions for Completion of Proxy.

All capitalized terms used herein and not otherwise defined have the meaning ascribed to them in the amended consolidated plan of compromise and arrangement of EncoreFX Inc. dated for reference April 6th, 2021 , as may be amended from time to time (the "**Plan**") and filed pursuant to the *Companies' Creditors Arrangement Act* (Canada) (the "**CCAA**").

THIS PROXY MUST BE COMPLETED, SIGNED AND RETURNED BY THE RECIPIENT TO ENCOREFX INC.'S COURT-APPOINTED MONITOR, ERNST & YOUNG INC., AT THE ADDRESS PROVIDED IN THE INSTRUCTIONS FOR COMPLETION OF PROXY BY NO LATER THAN 9:00 A.M. (PACIFIC DAYLIGHT TIME) ON MAY 11, 2021. NO PROXY WILL BE ACCEPTED BY THE CHAIR AFTER THIS TIME.

THE UNDERSIGNED AFFECTED CREDITOR revokes all proxies previously given and hereby nominates, constitutes and appoints:

A. ____________________ (the "**Named Nominee**"),

B. Mike Bell of Ernst & Young Inc., in its capacity as Court-appointed Monitor of EncoreFX Inc., or such person as the Monitor may designate, in their sole and absolute discretion, with the power of substitution (the "**Deemed Nominee**"), as nominee of the Affected Creditor to exercise all voting rights and any rights ancillary thereto which are necessary to permit the Named Nominee or the Deemed Nominee, as applicable, to vote the value of the undersigned Affected Creditor's Affected Claims (as determined pursuant to the Claims Process Order) at the Meeting held to consider and vote on the Plan, and any other matters that may be put before the Meeting, as follows:

1. [ ] VOTE FOR approval of the Plan; or

   [ ] VOTE AGAINST approval of the Plan; and

2. [ ] Vote and otherwise act at the discretion of the Named Nominee or Deemed Nominee, as applicable, for and on behalf of the Affected Creditor in respect of any variations, amendments, modifications or supplements to the Plan and to any other matters that may come before the Meeting.

If this Proxy is submitted and a box is not marked as a vote for or against approval of the Plan, this Proxy shall be voted FOR approval of the Plan.

If this Proxy is submitted with both boxes marked, this Proxy shall be voted FOR approval of the Plan.

DATED this _____________ day of ______________, 2021

_____________________________
Witness Signature
(only applicable if Creditor is an individual)

Per: _____________________________
Print Name of Creditor

_____________________________
Signature of Affected Creditor or, if the Affected Creditor is a corporation, signature of the authorized signing officer of the corporation

_____________________________
Mailing Address of Affected Creditor

_____________________________
Email Address of Affected Creditor

_____________________________
Phone Number of Affected Creditor

## INSTRUCTIONS FOR COMPLETION OF PROXY

1. Each Affected Creditor who has a right to vote at the Meeting has the right to appoint a Nominee (who need not be an Affected Creditor) to attend, act and vote for and on behalf of the Affected Creditor at the Meeting, or any adjournment thereof, and such right may be exercised by inserting in the space provided the name of the person to be appointed.

2. If no person is named as the Nominee in the space provided above to act as proxy for the Affected Creditor, Mike Bell of Ernst & Young Inc., in its capacity as Court-appointed Monitor of EncoreFX Inc., or such person as the Monitor may designate, shall be deemed to be appointed as the Deemed Proxyholder for the Affected Creditor.

3. If a Nominee or a Deemed Proxyholder is appointed or deemed to be appointed to act as proxy for the Affected Creditor and the said Affected Creditor fails to indicate on this Proxy a vote for or against approval of the Plan, this Proxy will be voted FOR approval of the Plan.

4. If this Proxy is not dated in the space provided, it shall be deemed to be dated on the date it is received by the Monitor.

5. This Proxy must be signed by the Affected Creditor or by the Affected Creditor's attorney duly authorized in writing or, if the Affected Creditor is a corporation, by a duly authorized officer or attorney of the corporation with an indication of the title of such officer or attorney.

6. Valid Proxies executed by the Affected Creditor and bearing or deemed to bear a later date shall revoke this Proxy. If more than one valid Proxy for the same Affected Creditor and bearing or deemed to bear the same date are received with conflicting instructions, such Proxies will be treated as disputed Proxies and shall not be counted.

7. This Proxy must be sent to the Monitor by email, courier, facsimile or email (in PDF format) at the address provided below, so that it is received by the Monitor no later than 9:00 a.m. (Pacific Daylight Time) on May 11, 2021.

   The address of the Monitor is as follows:

   **Ernst & Young Inc.**
   700 West Georgia Street
   Vancouver, BC V7Y 1C7
   Email: jason.eckford@parthenon.ey.com
   Facsimile: 604.899.3530
   Attention: Jason Eckford

# Instruction Letter for Claims Process

**Instruction Letter for the Claims Process of**
**EncoreFX Inc. ("EncoreFX")**

## A. Claims Procedure

By Order of the Honourable Madam Justice Fitzpatrick dated April 8, 2021 (the "**Claims Process Order**") attached hereto, under the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36 (the "**CCAA**"), EncoreFX has been authorized to conduct a claims process (the "**Claims Process**").

EncoreFX's current proceedings under the CCAA are called the "**CCAA Proceedings**". EncoreFX's earlier proceedings under the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3 ("**BIA**") are called the "**BIA Proceedings**". All Proofs of Claim submitted by Creditors in the BIA Proceedings are called "**BIA Proofs of Claim**", and any one of them means a "**BIA Proof of Claim**".

This letter provides instructions for responding to the Claim Amount Notice, responding to the Convenience Creditor Form, and completing the Proof of Claim, enclosed, in the CCAA Proceedings. Terms in capital letters which are not defined in this instruction letter have the meaning ascribed in the Claims Process Order.

The Claims Process is intended for any Person with a Claim of any kind or nature whatsoever, other than an Excluded Claim, against EncoreFX or any of its directors or officers arising on or prior to March 30, 2020, whether unliquidated, contingent or otherwise. Please review the Claims Process Order for the complete definitions of Claim and Excluded Claim.

If you are a Creditor who filed a Proof of Claim in the BIA Proceedings, please review section E of this letter, as well as paragraphs 15-18 of the Claims Process Order which govern the treatment of your BIA Proof of Claim in the CCAA Proceedings. In summary, the Proof of Claim that you filed in the BIA Proceedings is deemed to have been delivered to the Monitor within the CCAA Proceedings. This means that you do not need to file a new Proof of Claim in the CCAA Proceeding unless you decide that your BIA Proof of Claim needs to be revised.

If you have any questions regarding the Claims Process please contact the Court-appointed Monitor at the address provided below.

All notices and enquiries with respect to the Claims Process should be addressed to:

**The Court-Appointed Monitor of EncoreFX Inc.,**
**Ernst & Young Inc.**
700 West Georgia Street
Vancouver, BC V7Y 1C7
Email: jason.eckford@parthenon.ey.com
Facsimile: 604.899.3530
Attention: Jason Eckford

## B. General Instructions for Completing the Proof of Claim Form

The Proof of Claim must be completed by an individual, or an individual acting on behalf of a corporation. The individual acting for a corporation or other person must state the capacity in which he or she is acting, such as "Credit Manager", "Treasurer", "Authorized Agent" and so forth. The individual completing the Proof of Claim or Convenience Creditor Form must have knowledge of the circumstances connected with the Claim. All Proofs of Claim must be signed, dated and witnessed. The full legal name of the Creditor must be filed out in its entirety. Creditors who file a Proof of Claim by a division, or file several Proofs of Claim by divisions, may have their Proof(s) of Claim disallowed. Only one Proof of Claim per legal entity may be filed notwithstanding that separate divisions or operating units of a Creditor may supply and bill EncoreFX separately.

A Statement of Account containing full details of the Claim must be attached to the Proof of Claim. The Proof of Claim should include all amounts owing to you for any goods or services provided to EncoreFX before March 30, 2020. If the Creditor describes the Statement of Account in an Affidavit, the Affidavit must comply with the British Columbia *Supreme Court Civil Rules*, BC Reg 168/2009.

If the Creditor holds security for the indebtedness, a statement of the value and nature of the security must accompany the Proof of Claim.

If the Creditor holds a contingent or unliquidated Claim, the details of any guarantee giving rise to such contingent or unliquidated Claim, or reasons for the Claim must be provided in addition to the basis upon which the Claim has been valued.

If the Claim has been sold or assigned, the name of the party purchasing the Claim and the amount of the Claim sold or assigned as well as supporting documentation must be attached to the Proof of Claim submitted. The Proof of Claim can be completed by either the original Creditor or by an assignee, but not both. Creditors and assignee(s) must determine amongst themselves who will file the Proof of Claim.

## C. For Creditors Receiving Claim Amount Notice

Where the Monitor has determined a Creditor's Claim based on the books and records of EncoreFX, it will issue a Claim Amount Notice to that Creditor stating the amount of the Creditor's Claims.

If you have received a Claim Amount Notice, there are two (2) options available to you:

a. if you disagree with the amount of your Claim as set out in the Claim Amount Notice, submit a Proof of Claim in accordance with section F below; or

b. if you agree with the amount of your Claim as set out in the Claim Amount Notice, take no steps.

If the Monitor has issued you a Claim Amount Notice and receives a Proof of Claim from you before the Claims Bar Date, it will consider the Proof of Claim in accordance with the Claims Process Order.

If the Monitor has issued you a Claim Amount Notice and does not receive a Proof of Claim before the Claims Bar Date, you will be deemed to have a Proven Claim in the amount of Claim Amount Notice for the purpose of voting and distribution.

**D. For Creditors Receiving Convenience Creditor Form**

Where the Monitor has calculated a Creditor's Claim as below CAD $31,250.00, it will issue that Creditor a Convenience Creditor Form.

If you have received a Convenience Creditor Form, there are two (2) options available to you:

a. if you disagree with the amount of your Claim as set out in the Convenience Creditor Form, submit a Proof of Claim in accordance with section F below; or

b. if you agree with the amount of your Claim as set out in the Convenience Creditor Form, fill out the form and return it to the Monitor so the Monitor receives it before the Claims Bar Date.

If the Monitor has issued you a Convenience Creditor Form and receives a Proof of Claim from you before the Claims Bar Date, it will consider the Proof of Claim in accordance with the Claims Process Order.

If the Monitor has issued you a Convenience Creditor Form and receives a completed Creditor Convenience Form from you before the Claims Bar Date, you will be deemed to have a Proven Claim in the amount of Convenience Creditor Form for the purpose of voting and distribution.

For clarity, Convenience Creditor will be treated as follows in the Plan:

a. a Convenience Creditor with a Proven Claim totaling CAD $5,000 or less is entitled to receive a distribution totaling 100% of the amount set out in its Proven Claim;

b. a Convenience Creditor with a Proven Claim totaling between CAD $5,000 and CAD $31,250 is entitled to accept CAD $5,000 in full and final satisfaction of its Proven Claim, which will result in that Convenience Creditor receiving a distribution totaling no less than 16% of the amount in its Proven Claim; and

c. in all cases, Convenience Creditors who have elected to be paid in accordance with sub-paragraphs a. or b. above, shall be deemed to have voted in favour of the Plan.

If the Monitor has issued you a Convenience Creditor Form and does not receive either a Proof of Claim or a completed Convenience Creditor Form before the Claims Bar Date from you, you will be forever barred, estopped and enjoined from asserting or enforcing any such Claim (or filing a Proof of Claim with respect to such Claim) against EncoreFX and such Claim shall be forever extinguished.

## E. For Creditors who Submitted Proofs of Claim in the BIA Proceedings

All BIA Proofs of Claim submitted in the BIA Proceedings, including, without limitation, all disallowed BIA Proofs of Claim that have been disputed within the required timeline ("**Disputed BIA Claims**"), shall continue to be governed by the applicable rules and processes as prescribed in the BIA, *mutatis mutandis*, including, without limitation, all prescribed timelines, onera, rights of appeal, and rights of examination or discovery.

For greater certainty, nothing herein shall grant any Creditor with a Disputed BIA Claim any further or additional right beyond those prescribed in the BIA or relieve such Creditor from any applicable onera or obligation with respect to its pursuance of a Disputed BIA Claim and all BIA Proofs of Claim.

All Disputed BIA Claims which have been disallowed or disputed by EY, in its capacity as the Trustee in Bankruptcy (he "**Trustee**"), on a final basis, pursuant to the rules and processes prescribed in the BIA, in the BIA Proceedings shall be considered disallowed or disputed, *mutatis mutandis*, on a final basis in the CCAA Proceedings.

If you submitted a BIA Proof of Claim and the Trustee accepted your BIA Proof of Claim, you are deemed to have a Proven Claim in the CCAA Proceedings in the amount of your BIA Proof of Claim.

If you currently hold a Disputed BIA Claim, your Claim will be resolved in accordance with the rules and processes of the BIA or by Order of the Court.

## F. For Creditors Submitting a Proof of Claim

If you believe that you have a Claim against EncoreFX, or the amount in the Claim Amount Notice is incorrect, or the amount in the Creditor Convenience Form is incorrect, you must file a Proof of Claim with the Monitor. ***THE PROOF OF CLAIM MUST BE RECEIVED BY 4:00 P.M. (PACIFIC DAYLIGHT TIME) ON MAY 5, 2021***, unless the Court orders otherwise.

If you are a Creditor who is not asserting a property interest in EncoreFX's assets, then you must complete Form D-1 "Proof of Claim" set out at **Appendix D** of the Claims Process Order. If you are a Creditor asserting a property interest in EncoreFX's assets, then you must complete Form D-2 "Property Proof of Claim" set out at **Appendix D** of the Claims Process Order.

Additional Proof of Claim forms and Convenience Creditor Forms can be obtained by contacting the Monitor using the contact information listed above and providing particulars as to your name, address, e-mail and facsimile number. Once the Monitor has this information, you will receive, as soon as practicable, additional Proof of Claim forms or Convenience Creditor Forms.

## G. Claims Order

While this instruction letter, along with its accompanying Proof of Claim forms, is provided to you to assist in the Claims Process, you must comply with the terms of the Claims Process Order pronounced April 8, 2021.

***UNLESS YOU HAVE FILED A BIA PROOF OF CLAIM OR YOU HAVE RECEIVED A CLAIM AMOUNT NOTICE THAT YOU DO NOT DISPUTE, IF A PROOF OF CLAIM IN RESPECT OF YOUR CLAIM IS NOT RECEIVED BY THE MONITOR BEFORE THE CLAIMS BAR DATE, AS APPLICABLE:***

1. ***YOUR CLAIM WILL BE FOREVER BARRED AND YOU WIL BE PROHIBTTED FROM MAKING OR ENFORCING A CLAIM AGAINST ENCOREFX AND/OR ANY OF THEIR DIRECTORS AND OFFICERS;***

2. ***YOU SHALL NOT BE PERMITTED TO VOTE ON ANY PLAN OF ARRANGEMENT OR COMPROMISE OR BE ENTITLED TO ANY FURTHER NOTICE OR DISTRIBUTION UNDER THE PLAN, IF ANY;***

3. ***YOU SHALL NOT BE ENTITLED TO ANY PROCEEDS OF SALE OF ANY OF ENCOREFX'S ASSETS; AND***

4. ***YOU SHALL NOT BE ENTITLED TO PARTICIPATE AS A CREDITOR IN THE CCAA PROCEEDINGS OF ENCOREFX.***

# Proof of Claim Form

## Proof of Claim Forms

**Form D-1: Proof of Claim of EncoreFX Inc. ("EncoreFX")**

Please read carefully the enclosed Instruction Letter for completing this Proof of Claim form. Terms in capital letters which are not defined within this Proof of Claim form shall have the meaning ascribed thereto in the Claims Process Order dated April 8, 2021 as same may be amended from time to time (the "**Claims Process Order**"). **Please print legibly.**

**1. PARTICULARS OF CREDITOR**

(a) Full Legal Name of Creditor (include trade name, if different):

____________________________________________________________

____________________________________________________________

(the "**Creditor**"). The full legal name should be the name of the Creditor of EncoreFX, notwithstanding whether an assignment of a Claim has occurred.

(b) Full Mailing Address of the Creditor: (The mailing address should be the mailing address of the Creditor and not an assignee.)

____________________________________________________________

____________________________________________________________

(c) Other Contact Information of the Creditor:

Telephone Number: ____________________________________________

E-mail Address: ______________________________________________

Facsimile Number: ____________________________________________

Attention (Contact Person): ______________________________________

Has the Claim set out herein been sold, transferred or assigned by the Creditor to another party?

Yes: ☐ No: ☐

**2. PARTICULARS OF ASSIGNEE(S) (IF APPLICABLE)**

*If the Claim set out herein has been sold, transferred or assigned, complete the required information set out below.*

(a) Full Legal Name of the Assignee:

______________________________________________

______________________________________________

(b) Full Mailing Address of the Assignee:

______________________________________________

______________________________________________

(c) Other Contact Information of the Assignee:

Telephone Number: ______________________________

E-mail Address: ______________________________

Facsimile Number: ______________________________

Attention (Contact Person): ______________________________

**3. PROOF OF CLAIM**

**THE UNDERSIGNED HEREBY CERTIFIES AS FOLLOWS:**

That I:

☐ am a Creditor of EncoreFX; OR

☐ am

______________________________________________
(state position or title)

of

______________________________________________
(Name of the Creditor)

That I have knowledge of all the circumstances connected with the Claim described and set out below;

EncoreFX was and still is indebted to the Creditor as follows (*include all Claims that you assert against EncoreFX*):

$__________________CAD [Insert $ value of Claim]

## 4. NATURE OF CLAIM

***(CHECK AND COMPLETE APPROPRIATE CATEGORY)***

**[ ] A. UNSECURED CLAIM OF $_____________**CAD
That in respect of this debt, I do not hold any assets of the debtor as security and
[ ] Regarding the amount of $_________CAD, I do not claim a right to a priority.

[ ] Regarding the amount of $_________CAD, I claim a right to a priority under section 136 of the *Bankruptcy and Insolvency Act* (Canada) (the "**BIA**") or would claim such a priority if this Proof of Claim was being filed in accordance with the B IA, or otherwise claim a right to a priority over unsecured creditors.

(Set out on an attached sheet details to support any priority claim)

**[ ] B. SECURED CLAIM OF $________________**CAD
That in respect of this debt, I hold assets of the debtor valued at $________CAD as security, the particulars of which are as follows:

____________________________________________________________

____________________________________________________________

____________________________________________________________

*Give the full particulars of the security, including the date on which the security was given and the value at which you assess the security, and attach a copy of the security documents.*

## 5. PARTICULARS OF THE CLAIM

Other than as already set out herein, the particulars of the undersigned's total Claim against EncoreFX are attached on a separate sheet.

*Provide all particulars of the Claim and supporting documentation, including amount, description of transaction(s) or agreement(s) giving rise to the Claim, name of any guarantor which has guaranteed the Claim and amount of invoices, particulars of all credits, discounts and so forth claimed, description of the security, if any, granted by EncoreFX to the Creditor and estimated value of such security and particulars of any Claim.*

## 6. FILING OF CLAIM

This Proof of Claim form must be received by the Monitor by no later than **4:00 p.m. (Pacific Daylight Time) on the Claims Bar Date of May 5, 2021**, by either registered mail, personal delivery, courier, e-mail (in PDF format) or facsimile transmission at the following address:

**The Court-Appointed Monitor of EncoreFX Inc.,**

**Ernst & Young Inc.**
700 West Georgia Street
Vancouver, BC V7Y 1C7
Email: jason.eckford@parthenon.ey.com
Facsimile: 604.899.3530
Attention: Jason Eckford

**Failure to file your Proof of Claim and any required documentation as directed in relation to any Claim by 4:00 p.m. (Pacific Daylight Time) on May 5, 2021 will result in your Claim being forever barred and extinguished and you will be prohibited from making or enforcing a Claim against EncoreFX and shall not be entitled to further notice or distribution, if any, and shall not be entitled to participate as a Creditor in these proceedings.**

**7. EXCLUDED CLAIMS**

The following are Excluded Claims and no Person needs to file any claim in respect thereof at this time: (i) any Claim or portion of a Claim arising from a cause of action for which the Petitioner is covered by insurance, but only to the extent of that coverage; and (ii) any other Claim arising solely as a result of events occurring after the CCAA Filing Date (other than Subsequent Claims).

DATED this _____ day of ____________, 2021.

| | |
|---|---|
| ____________________________________ | Per: ________________________________ |
| Witness: | Print name of Creditor: |
| | ________________________________ |
| | *If Creditor is other than an individual, print name and title of authorized signatory* |
| | Name: ______________________________ |
| | Title: ______________________________ |

**<u>Form D-2: Property Proof of Claim of EncoreFX Inc. ("EncoreFX")</u>**

Please read carefully the enclosed Instruction Letter for completing this Property Proof of Claim form. Terms in capital letters which are not defined within this Property Proof of Claim form shall have the meaning ascribed thereto in the Claims Process Order dated April 8, 2021 as same may be amended from time to time (the "**Claims Process Order**"). **Please print legibly.**

**PARTICULARS OF CLAIMANT**

(a) Full Legal Name of Claimant (include trade name, if different):

__________________________________________________________

__________________________________________________________

(the "**Claimant**").

(b) Full Mailing Address of the Claimant: (The mailing address should be the mailing address of the Claimant)

__________________________________________________________

__________________________________________________________

(c) Other Contact Information of the Claimant:

Telephone Number: ________________________________________

E-mail Address: __________________________________________

Facsimile Number: ________________________________________

Attention (Contact Person): ___________________________________

**FILING OF CLAIM**

This Proof of Claim form must be received by the Monitor by no later than **4:00 p.m. (Pacific Daylight Time) on the Claims Bar Date of May 5, 2021**, by either registered mail, personal delivery, courier, e-mail (in PDF format) or facsimile transmission at the following address:

**The Court-Appointed Monitor of EncoreFX Inc.,**
**Ernst & Young Inc.**
700 West Georgia Street
Vancouver, BC V7Y 1C7
Email: jason.eckford@parthenon.ey.com
Facsimile: 604.899.3530
Attention: Jason Eckford

**Failure to file your Proof of Claim and any required documentation as directed in relation to any Claim by 4:00 p.m. (Pacific Daylight Time) on May 5, 2021 will result in your Claim being forever barred and extinguished and you will be prohibited from making or enforcing a Claim against EncoreFX and shall not be entitled to further notice or distribution, if any, and shall not be entitled to participate as a Creditor in these proceedings.**

**CERTIFICATION BY CLAIMANT**

I, ________________________, of the __________ of _____________ in the Province of ______________, do hereby certify:

1. that I am the Claimant, (or that I am) _____________ of _________________;
   (Position) (Claimant Name)

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

3. that as at March 30, 2020, the property enumerated in the document(s) attached and marked "A" (and "B") was in the possession of EncoreFX, and still remains in the possession of the Monitor;

4. that the Claimant hereby claims that property, or interest or right in it, by virtue of the document(s) attached and marked "A" (and "B"), namely:

   ________________________________________________________________________

   ________________________________________________________________________

   *(Set out the particulars of all documents serving as proof of the claim, giving*

   *(i) the grounds on which the claim is based, and*

   *(ii) sufficient particulars to enable the property to be identified; if the particulars do not appear on the face of the documents, attach an additional statement marked "B" setting them forth.)*

5. that the Claimant is entitled to demand from the Monitor the return of the property enumerated in these document(s); and

6. that I hereby demand that the Monitor return to me (or to the Claimant whom I represent) the property enumerated in the document(s).

Sworn (**or** Solemnly declared)

before for me at ______________________, (city, town or village)

in the province of ______________________,

on this day ____ of _____________________, ________.

____________________________________
Commissioner of Oaths

____________________________________
Signature of Claimant

**<u>Claim Amount Notice</u>**
**<u>of EncoreFX Inc. ("EncoreFX")</u>**

Full Legal Name of Creditor:

Pursuant to the order of the Supreme Court of British Columbia dated April 8, 2021 and as may be amended restated or supplemented from time to time (the "**Claims Process Order**"), Ernst & Young Inc., in its capacity as Monitor of EncoreFX, hereby gives you notice that EncoreFX in consultation with the Monitor, has determined your Claim as follows:

| **Property Claim** <br> **($CAD)** | **Unsecured** <br> **($CAD)** | **Priority** <br> **($CAD** | **Secured** <br> **($CAD)** | **TOTAL** <br> **($CAD)** |
|---|---|---|---|---|
| $0 | $0 | $0 | $0 | **$ 0** |

If you do not agree with this Claim Amount Notice, please take note of the following:

**<u>If you intend to dispute this Claim Amount Notice, you must deliver a Proof of Claim, in the form attached hereto, by prepaid registered mail, personal delivery, email (in PDF format), courier or facsimile transmission to;</u>**

The Court-Appointed Monitor of EncoreFX Inc.,
Ernst & Young Inc.
700 West Georgia Street
Vancouver, BC V7Y 1C7
Email: jason.eckford@parthenon.ey.com
Facsimile: 604.899.3530
Attention: Jason Eckford

**<u>so that such Proof of Claim is received by the Monitor by 4:00pm (Pacific Daylight Time) on May 5, 2021 being the Claims Bar Date, or such other date as may be agreed by the Monitor.</u>**

If you do not deliver a Proof of Claim by the time specified, the nature and amount of your Claim, if any, shall be as set out in this Claim Amount Notice for voting and/or distribution purposes.

**IF YOU FAIL TO TAKE ACTION WITHIN THE PRESCRIBED TIME PERIOD, THIS CLAIM AMOUNT NOTICE WILL BE BINDING UPON YOU.**

DATED at the City of Vancouver in the Province of British Columbia, this 9th day of April, 2021

**ERNST & YOUNG INC.**
in its capacity as Monitor appointed in the CCAA Proceedings
in relation to EncoreFX Inc.
and not in its personal or corporate capacity

Per:

Peter Venetsanos, CPA, CA, CIRP, LIT
Vice President

# Exhibit B

AFD Petroleum Ltd
c/o Miller Thompson LLP
2700 Commerce Place – 1055 102 Street
Edmonton, AB T5J 4G8

Deca Cables Inc
c/o DLA Piper LLP
Suite 2800, Park Place, 666 Burrard Street
Vancouver, BC V6C 2Z7

Dyna Engineering Ltd
c/o McKechnie & Company
300 – 1122 Mainland Street
Vancouver, BC V6B 5L1

EcoSafe Zero Waste
c/o Magnus Law LLP
20424 Douglas Crescent
Langley, BC V3A 4B4

Great Northern Growers
c/o McDougall Gaulley LLP
500 – 616 Main Street
Saskatoon, SK S7H 0J6

Jeremy Greogire
c/o Law Offices of Riley & Hurley, P.C.
19853 Outer Drive, Suite 100
Dearborn, MI 48124-2066
USA

John McAfee
772 Highpointe Place
Kelowna, BC V1V 2Y3

Mex Y Can Trading East Inc
c/o Edwards, Kenny & Bray LLP
1900 – 1040 West Georgia Street
Vancouver, BC V6E 4H3

Nash Jewellers
c/o Foreman & Company
4 Covent Market Place
London, ON N6A 1E2

Vine Productions Inc
c/o Whitelaw Twining Law Corp.
2400 – 200 Granville Street
Vancouver, BC V6C 1S4

Webooook Information Technologies Inc
c/o DLA Piper LLP
Suite 2800, Park Place, 666 Burrard Street
Vancouver, BC V6C 2Z7

Andreas Wrede
c/o Stikeman Elliott LLP
5300 Commerce Court West – 199 Bay Street
Toronto, ON M5L 1B9