FORM 68

x Original Amended

Notice of Bankruptcy, First Meeting of Creditors (Subsection 102(1) of the Act)

In the Matter of the Bankruptcy of Pace Securities Corp. of the City of Mississauga, in the Province of Ontario

Take notice that:

1. Pace Securities Corp. filed (or was deemed to have filed) an assignment (or a bankruptcy order was made against Pace Securities Corp.) on the 1st day of November 2021 and the undersigned, Ernst & Young Inc., was appointed as trustee of the estate of the bankrupt by the official receiver (or the Court); subject to affirmation by the creditors of the trustee 's appointment or substitution of another trustee by the creditors .

2. The first meeting of creditors of the bankrupt will be held on the 22nd day of November 2021 at 10:30 AM at - or Dial In Number 1-647-749-1785 Phone Conference ID: 210 830 207#.

3. To be entitled to vote at the meeting, a creditor must file with the trustee, before the meeting, a proof of claim and, where necessary, a proxy

4. Enclosed with this notice are a proof of claim form, proxy form and list of creditors with claims amounting to \$25 or more showing the amounts of their claims.

5. Creditors must prove their claims against the estate of the bankrupt to share in any distribution of the proceeds realized from the estate .

Dated at the City of Toronto in the Province of Ontario, this 10th day of November 2021.

Ernst & Young Inc. - Licensed Insolvency Trustee Per:

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Jeffrey D. Kerbel - Licensed Insolvency Trustee 100 Adelaide Street West, P.O. Box 1 Toronto ON M5H 0B3 Phone: (855) 943-7141 Fax: (416) 943-3300

 District of:
 Ontario

 Division No.
 09 - Mississauga

 Court No.
 32-2780716

 Estate No.
 32-2780716

FORM 31

Proof of Claim (Sections 50.1, 81.5, 81.6, Subsections 65.2(4), 81.2(1), 81.3(8), 81.4(8), 102(2), 124(2), 128(1), and Paragraphs 51(1)(e) and 66.14(b) of the Act) In the Matter of the Bankruptcy of

Pace Securities Corp. of the City of Mississauga, in the Province of Ontario

All notices or correspondence regarding this claim must be forwarded to the following address:

			ruptcy of Pace Sec , creditor.				-			
provin	ce of _		, do hereby certify :	_ (,		in t
1		at I am a	creditor of the , creditor).	above na	amed deb	tor (or	I am _			_ (position/title)
2	2. That	I have knowledg	e of all the circums	ances conne	cted with the	e claim re	eferred to bel	DW .		
of \$ any co in sup	ounterc port of	laims to which the claim .)	, as specified	in the staten J. (The attach	nent of acc	ount (or	affidavit) atta	ched and ma	arked Schedul	he creditor in the su le "A", after deducti hers or other eviden
			ED CLAIM OF \$	•						
		(other than as a	a customer contem	plated by Sec	tion 262 of	the Act)				
	Tha	t in respect of thi	s debt, I do not hold		of the debtor Check appr					
			amount of \$							the Act.
		Regarding the	amount of \$	(Set out on ar	, I n attached s	do not c heet deta	laim a right to ails to suppor	a priority). t priority claim	i .)	
		B. CLAIM OF L	ESSOR FOR DISC	LAIMER OF	A LEASE \$					
	That	I hereby make a	claim under subse (Give full particula						aim is based.)	1
		C. SECURED	CLAIM OF \$							
	follov	vs:							5.	culars of which are ou assess the secu
			he security docume				inty was give		ue ut which y	

(Attach a copy of sales agreement and delivery receipts.)

FORM 31 --- Concluded

- □ E. CLAIM BY WAGE EARNER OF \$___
- That I hereby make a claim under subsection 81.3(8) of the Act in the amount of \$_____
- That I hereby make a claim under subsection 81.4(8) of the Act in the amount of \$_____,
- □ F. CLAIM BY EMPLOYEE FOR UNPAID AMOUNT REGARDING PENSION PLAN OF \$_____
- That I hereby make a claim under subsection 81.5 of the Act in the amount of \$_____
- That I hereby make a claim under subsection 81.6 of the Act in the amount of \$_____,

□ G. CLAIM AGAINST DIRECTOR \$____

(To be completed when a proposal provides for the compromise of claims against directors.) That I hereby make a claim under subsection 50(13) of the Act, particulars of which are as follows: (Give full particulars of the claim, including the calculations upon which the claim is based.)

□ H. CLAIM OF A CUSTOMER OF A BANKRUPT SECURITIES FIRM \$___

That I hereby make a claim as a customer for net equity as contemplated by section 262 of the Act, particulars of which are as follows:

5. That, to the best of my knowledge, I ______(am/am not) (or the above-named creditor ______(is/is not)) related to the debtor within the meaning of section 4 of the Act, and ______(have/has/have not/has not) dealt with the debtor in a non-arm's-length manner.

6. That the following are the payments that I have received from, and the credits that I have allowed to, and the transfers at undervalue within the meaning of subsection 2(1) of the Act that I have been privy to or a party to with the debtor within the three months (or, if the creditor and the debtor are related within the meaning of section 4 of the Act or were not dealing with each other at arm's length, within the 12 months) immediately before the date of the initial bankruptcy event within the meaning of Section 2 of the Act: (Provide details of payments, credits and transfers at undervalue.)

- 7. (Applicable only in the case of the bankruptcy of an individual.)
- Whenever the trustee reviews the financial situation of a bankrupt to redetermine whether or not the bankrupt is required to make payments under section 68 of the Act, I request to be informed, pursuant to paragraph 68(4) of the Act, of the new fixed amount or of the fact that there is no longer surplus income.
- □ I request that a copy of the report filed by the trustee regarding the bankrupt's application for discharge pursuant to subsection 170(1) of the Act be sent to the above address.

Dated at	, this	day of		
Witness	-	Phone Number:	Creditor	
		Fax Number :		

E-mail Address :

NOTE: If an affidavit is attached, it must have been made before a person qualified to take affidavits.

WARNINGS: A trustee may, pursuant to subsection 128(3) of the Act, redeem a security on payment to the secured creditor of the debt or the value of the security as assessed, in a proof of securit by the secured creditor.

Subsection 201(1) of the Act provides severe penalties for making any false claim, proof, declaration or statement of account.

District of:OntarioDivision No.09 - MississaugaCourt No.32-2780716Estate No.32-2780716

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

In the Matter of the Bankruptcy of Pace Securities Corp. of the City of Mississauga, in the Province of Ontario

l,	, of	, a creditor ir	n the above matter, hereby	
appoint	, of		, to be	
my proxyholder in the above power to appoint another pro	matter, except as to the receip oxyholder in his or her place.	ot of dividends,	(with or without)	

Dated at	_, this	_ day of	1
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Witness

Individual Creditor

Witness

Name of Corporate Creditor

Per_

Name and Title of Signing Officer

Return To:

Ernst & Young Inc. - Licensed Insolvency Trustee Per:

Jeffrey D. Kerbel - Licensed Insolvency Trustee
100 Adelaide Street West, P.O. Box 1
Toronto ON M5H 0B3
Fax: (416) 943-3300
E-mail: pace.securities@ca.ey.com

Checklist for Proof of Claim

This checklist is provided to assist you in preparing the proof of claim form and, if appropriate, the proxy form in a complete and accurate manner. Please check each requirement.

General

- The **signature of a witness** is required.
- The document **must be signed** by the individual completing the declaration.
- **Provide the complete address** where all notices or correspondence are to be forwarded along with your phone number, fax number and email address where appropriate.

Notes:

- It is permissible to file a proof of claim by fax.
- A creditor may vote either in person or by proxy at any meeting of creditors if the proof of claim is filed with the trustee prior to the time appointed for the meeting.
- A quorum at any meeting of creditors is at least one creditor with a valid proof of claim in attendance in person or by proxy.
- A corporation may vote by an authorized agent or mandatary at meetings of creditors.
- In order for a duly authorized person to have a right to vote, they must be a creditor or be the holder of a properly executed proxy. The name of the creditor must appear in the proxy.
- A creditor who is participating in any distribution from an estate must have filed a proof of claim prior to the distribution being declared.
- In the case of an individual bankrupt, by checking the appropriate box or boxes at the bottom of the proof of claim form, you may request that the trustee advise you of any material change in the financial situation of the bankrupt or the amount the bankrupt is required to pay into the bankruptcy, and a copy of the trustee's report on the discharge of the bankrupt.

Paragraph 1

- Creditor must state full and complete legal name of the individual, company or firm.
- If the individual completing the proof of claim is a representative of the creditor, such as a corporation, the individual's position or title must be identified.

Paragraph 3

- The amount owing must be set out in paragraph 3.
- A **detailed statement of account** must be attached to the proof of claim and marked "Schedule A" and must show the date, number and amount of all invoices or charges, together with the date, number and amount of all credits or payments. The amount on the statement of account must correspond to the amount indicated on the proof of claim.

Paragraph 4

Notes:

- **Paragraph A** applies to **ordinary unsecured claims**. In addition to recording the amount of the claim, please indicate whether the claim has a priority pursuant to section 136 of the Act.
- **Paragraph B** applies to **lessor claims in a commercial proposal**. Please ensure that the claim applies to a commercial proposal and, if so, include the full particulars of the claim.
- **Paragraph C** applies to **secured claims**. Please indicate the dollar value of the security and attach copies of the security document. In addition, please attach copies of the security registration documents, where appropriate.

- **Paragraph D** applies to **inventory claims of farmers, fishermen and aquaculturists**. Please note that such claims apply only to inventory supplied from farmers, fishermen and aquaculturists within 15 (fifteen) days of the date of bankruptcy. In addition, please attach copies of any applicable sales agreements and delivery slips.
- **Paragraph E** applies to **claims by wage earners**. Please note that such claims apply only for unpaid wages owed upon the bankruptcy of an employer or when the employer becomes subject to a receivership.
- **Paragraph F** applies to **claims by employees for unpaid amounts regarding pension plans**. Please note that such claims apply only to unremitted pension contributions outstanding when the sponsoring employer becomes bankrupt or is subject to a receivership.
- **Paragraph G** applies to **claims against directors**. Please note that such claims apply only to directors of corporations that have filed a commercial proposal to creditors that includes a compromise of statutory claims against directors.
- **Paragraph H** applies to **claims of customers of a bankrupt securities firm**. Please ensure that the claim of the customer is for net equity and, if so, include the full particulars of the claim, including the calculations upon which the claim is based.

Paragraph 5

• All claimants must indicate whether or not they are related to the debtor, as defined in section 4 of the Act, or dealt with the debtor in a non-arm's-length manner.

Paragraph 6

• All claimants must attach a detailed list of all payments or credits received or granted, as follows:

(a) within the three (3) months preceding the initial bankruptcy event (including the bankruptcy or the proposal);

(b) within the twelve (12) months preceding the initial bankruptcy event (including the bankruptcy or the proposal) in the case where the claimant and the debtor were not dealing at arm's length.

District of: Division No. Court No. Estate No.

X Original

-- Form 78 --

Statement of Affairs (Business Bankruptcy) made by an entity (Subsection 49(2) and Paragraph 158(d) of the Act / Subsections 50(2) and 62(1) of the Act)

In the Matter of the Bankruptcy of

Pace Securities Corp.

of the City of Mississauga, in the Province of Ontario

To the bankrupt:

You are required to carefully and accurately complete this form and the applicable attachments showing the state of your affairs on the date of the bankruptcy, on the 1st day of November 2021. When completed, this form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

LIABILITIES (as stated and estimated by the officer)

1. Unsecured creditors as per list "A"	8,066,698.95
Balance of secured claims as per list "B"	292,071.67
Total unsecured creditors	8,358,770.62
2. Secured creditors as per list "B"	1.00
3. Preferred creditors as per list "C"	0.00
4. Contingent, trust claims or other liabilities as per list "D" estimated to be reclaimable for	0.00
Total liabilities	8,358,771.62
	NIL

ASSETS (as stated and estimated by the officer)

1. Inventory	0.00
2. Trade fixtures, etc	0.00
3. Accounts receivable and other receivables, as per list "E"	
Good	
Doubtful	
Bad	
Estimated to produce	361,657.73
4. Bills of exchange, promissory note, etc., as per list "F"	0.00
5. Deposits in financial institutions	
6. Cash	436,567.55
7. Livestock	
8. Machinery, equipment and plant	0.00
9. Real property or immovable as per list "G"	0.00
10. Furniture	1.00
11. RRSPs, RRIFs, life insurance, etc	0.00
12. Securities (shares, bonds, debentures, etc.)	0.00
13. Interests under wills	0.00
14. Vehicles	0.00
15. Other property, as per list "H"	
If bankrupt is a corporation, add:	<u>Anna in the second s</u>
Amount of subscribed capital 0.00	
Amount paid on capital 0.00	
Balance subscribed and unpaid	0.00
Estimated to produce	0.00
Total assets	798,226.28
Deficiency	7,560,545.34

I, Jeffrey Kerbel of Ernst & Young Inc., Court appointed Liquidator of Pace Securitie, of the City of Toronto in the Province of Ontario, do swear (or solemnly declare) that this statement and the attached lists are to the best of my knowledge, a full, true and complete statement of the affairs of the Corporation on the 1st day of November 2021 and fully disclose all property of every description that is in my possession or that may devolve on me in accordance with the Act.

SWORN (or SOLEMNLY DECLARED)

before me at the City of Toronto in the Province of Ontario, on this 5th day of November 2021.

Sworn remotely by Jeffrey Kerbel of the City of Toronto, in the Province of Ontario before me at the City of Brampton, Province of Ontario, on this 5th of November 2021 in accordance with O. Reg. 431/20, Administering Oath or Declaration

Remotely

Donna Hatfull, Commissioner of Oaths For the Province of Ontario Expires August 25, 2022

> DONNA MARIE HATFULL, a Commissioner, etc., Province of Ontario, for Ernst & Young Inc. Expires August 25, 2022.

Jeffrey Kerbel of Ernst & Young Inc., Court appointed Liquidator of Pace Securitie

FORM 78 -- Continued

List "A" Unsecured Creditors

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
1	AS2 Chartered Accountant Professional Corporation	63 Soper Creek Dr Bowmanville ON L1C 4K7	13,209.70	0.00	13,209.70
2	Bell Canada	1 Carrefour Alexander-Graham Bell, Building A-7 Verdun QC H3E 3B3	8,182.63	0.00	8,182.63
3	Bell Mobility	P.O. Box 5102 Burlington ON L7R 4R7	131.53	0.00	131.53
4	Best Displays.com Inc.	7676 Woodbine Ave., Unit 10 Markham ON L3R 2N2	847.50	0.00	847.50
5	Bloomberg L.P.	731 Lexington Avenue New York NY 10022 USA	26,544.82	0.00	26,544.82
6	Canada Revenue Agency	Revenue Collections Division – Insolvency Unit, 55 Bay Street North Hamilton ON L&R 3P7	39,887.70	0.00	39,887.70
7	CWB National Leasing	1525 Buffalo Place Winnipeg MB R3T 1L9	0.00	292,071.67	292,071.67
8	Dream Office REIT	30 Adelaide St. E., Suite 301 Toronto ON M5C 3H1	3,182,699.52	0.00	3,182,699.52
9	Hamilton Bulldogs Hockey Club	FirstOntario Centre, 101 York Blvd. Hamilton ON L8R 3L4	0.00	0.00	0.00
10	Hilborn LLP	401 Bay Street, Suite 3100, PO Box 49 Toronto ON M5H 2Y4	13,560.00	0.00	13,560.00
11	IIROC	121 King St. W., Suite 2000 Toronto ON M5H 3T9	8,061.75	0.00	8,061.75
12	Imperial Parking Canada Corp.	CO VH1009, P.O. Box 9520, Station Main Vancouver BC V6B 4G3			3,058.98
13	Natel Strategies Int Inc.	18805 Centreville Creek Road Caledon ON L7K 2M2	18,080.00	0.00	18,080.00
14	Ndex Systems Inc.	500 Rue-Saint-Jacques, Suite 400 Montreal QC H2Y 1S1	1,695.00	0.00	1,695.00
15	NYSE Market (DE), Inc.	PO Box 734514 Chicago IL 60673-4514 USA	3,335.00	0.00	3,335.00
16	Ombudsman for Banking Services and Investments	20 Queen Street West, Suite 2400, P.O. Box 8 Toronto ON M5H 3R3	394.38	0.00	394.38
17	Options Pricing Reporting Authority	400 South LaSalle Chicago IL 60605 USA	756.00	0.00	756.00
18	Pace Credit Union	8111 Jane St. Unit 1 Vaughan ON L4K 4L7	4,700,000.00	0.00	4,700,000.00
19	Pitney Bowes Leasing	P.O. Box 278 Orangeville ON L9W 4Z5	56.50	0.00	56.50
20	Refinitiv Canada Holdings Limited	CO Lockbox 919670, PO BOX 4090 STN A Toronto ON M5W 0E9	38,189.15	0.00	38,189.15
21	Stericycle, Inc.	P.O BOX 15781, Station A Toronto ON M5W 1C1	0.00	0.00	0.00
	The Co-operators	1920 College Avenue Regina SK S4P 1C4	7,231.35	0.00	7,231.35
23	TSX Inc.	CO T56297C, PO Box 56297, Station A Toronto ON M5W 4L1	777.44	0.00	777.44
		Total:	8,066,698.95	292,071.67	8,358,770.62

Pace Securities Corp.

Jeffrey Kerbel of Ernst & Young Inc., Court appointed Liquidator of Pace Securitie

05-Nov-2021

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FORM 78 -- Continued

List "B" Secured Creditors

Pace Securities Corp.

No.	Name of creditor	Address	Amount of claim	Particulars of security	When given	Estimated value of security	Estimated surplus from security	Balance of claim
1	5	1525 Buffalo Place Winnipeg MB R3T 1L9	292,072.67	Furniture - Furniture	23-Jul-2018	1.00		292,071.67
		Total:	292,072.67			1.00	0.00	292,071.67

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Jeffrey Kerbel of Ernst & Young Inc., Court appointed Liquidator of Pace Securitie

05-Nov-2021

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FORM 78 -- Continued

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

Pace Securities Corp.

No.	Name of creditor	Address and occupation	Nature of claim	Period during which claim accrued	Amount of claim	Amount payable in full	Difference ranking for dividend
		0.00	0.00	0.00			

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Jeffrey Kerbel of Ernst & Young Inc., Court appointed Liquidator of Pace Securitie

05-Nov-2021

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FORM 78 -- Continued

List "D" Contingent or Other Liabilities

Pace Securities Corp.

No.	Name of creditor or claimant	Address and occupation	Amount of liability or claim	Amount expected to rank for dividend	Date when liability incurred	Nature of liability
		0.00	0.00			

Jeffrey Kerbel of Ernst & Young Inc., Court appointed Liquidator of Pace Securitie

05-Nov-2021

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FORM 78 -- Continued

List "E" Debts Due to the Bankrupt

Pace Securities Corp.

No.	Name of debtor	Address and occupation	Nature of debt	Amount of debt (good, doubtful, bad)	Folio of ledgers or other book where particulars to be found	When contracted	Estimated to produce	Particulars of any securities held for debt
1		50 Burnhamthorpe Road W., Suite 600 Mississauga ON L5B 3C2	management fees	0.00 0.00 0.00		14-May-2020	9,486.35	N/A
2		50 Burnhamthorpe Road W., Suite 600 Missaussaga ON L5B 5C2	management fees	0.00 0.00 0.00		14-May-2020	352,171.38	N/A
3		50 Burhamthorpe Road W., Suite 600 Mississauga ON L5B 3C2	management fees	0.00 32,515.65 0.00		14-May-2020	0.00	N/A
	•	•	Total:	0.00 32,515.65 0.00			361,657.73	

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Jeffrey Kerbel of Ernst & Young Inc., Court appointed Liquidator of Pace Securitie

05-Nov-2021

FORM 78 -- Continued

List "F"

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

Pace Securities Corp.

No.	Name of all promissory, acceptors, endorsers, mortgagors, and guarantors	Address	Occupation	Amount of bill or note, etc.	Date when due	Estimated to produce	Particulars of any property held as security for payment of bill or note, etc.
	Total:					0.00	

Jeffrey Kerbel of Ernst & Young Inc., Court appointed Liquidator of Pace Securitie

05-Nov-2021

FORM 78 -- Continued

List "G" Real Property or Immovables Owned by Bankrupt

Pace Securities Corp.

Description of property	Nature of bankrupt interest	In whose name does title stand	Total value	Particulars of mortgages, hypothecs, or other encumbrances (name, address, amount)	Equity or surplus
	0.00		0.00		

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Jeffrey Kerbel of Ernst & Young Inc., Court appointed Liquidator of Pace Securitie

05-Nov-2021

FORM 78 -- Concluded

List "H" Property

Pace Securities Corp. FULL STATEMENT OF PROPERTY

Nature of property	Location	Details of property	Original cost	Estimated to produce	
(a) Stock-in-trade			0.00	0.00	
(b) Trade fixtures, etc.			0.00	0.00	
(c) Cash in financial institutions			0.00	0.00	
(d) Cash on hand		Cash on hand	436,567.55	436,567.55	
(e) Livestock			0.00	0.00	
(f) Machinery, equipment and plant			0.00	0.00	
(g) Furniture		Furniture	0.00	1.00	
(h) Life insurance policies, RRSPs, etc.			0.00	0.00	
(i) Securities			0.00	0.00	
(j) Interests under wills, etc.			0.00	0.00	
(k) Vehicles			0.00	0.00	
(I) Taxes			0.00	0.00	
(m) Other			0.00	0.00	
Total:					

Jeffrey Kerbel of Ernst & Young Inc., Court appointed Liquidator of Pace Securitie

05-Nov-2021

Court No.

File No.

In the Matter of the Bankruptcy of Pace Securities Corp. of the City of Mississauga, in the Province of Ontario

Form 78 (Bill C-12) Statement of affairs (Business bankruptcy)

Ernst & Young Inc. - Licensed Insolvency Trustee Per:

Jeffrey D. Kerbel - Licensed Insolvency Trustee 100 Adelaide Street West, P.O. Box 1 Toronto ON M5H 0B3 Phone: (855) 943-7141 Fax: (416) 943-3300