



No. S233788
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

AND

IN THE MATTER OF THE CANADA BUSINESS CORPORATIONS ACT, R.S.C. 1985, c. C-44,
THE BUSINESS CORPORATIONS ACT, S.B.C. 2002, c. 57, AND THE BUSINESS
CORPORATIONS ACT, R.S.O. 1990, c. B.16

AND

IN THE MATTER OF DONNELLY HOLDINGS LTD.
AND THOSE PARTIES LISTED ON SCHEDULE "A"

PETITIONERS

ELEVENTH MONITOR'S REPORT

ERNST & YOUNG INC.

April 3, 2025

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CONDENSED INTRODUCTION

1. This Eleventh Monitor's Report dated April 3, 2025 (the "**Eleventh Report**") includes a condensed introduction to these CCAA proceedings and should be read in conjunction with the previous reports of the Monitor filed in these proceedings.
2. On May 23, 2023 (the "**Filing Date**"), pursuant to an order (the "**Initial Order**") granted by the Honourable Justice Milman of the Supreme Court of British Columbia (the "**Court**"), Donnelly Holdings Ltd. and the entities listed at Schedule "A" to the Initial Order (collectively, the "**Initial Petitioners**") were granted protection under the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36 ("**CCAA**"). Ernst & Young Inc. ("**EYI**") was appointed monitor (in such capacity, the "**Monitor**") of the Initial Petitioners.
3. On June 2, 2023 (the "**Comeback Hearing**"), the Court granted a series of orders, including:
 - (a) an order (the "**ARIO**") amending and restating the Initial Order, and providing for, among other things, the addition of further petitioner entities (collectively, with the Initial Petitioners, the "**Petitioners**"); and
 - (b) a meeting order, among other things: (i) accepting for filing the Plan of Arrangement of the Petitioners dated May 30, 2023 (the "**Plan**"); and (ii) authorizing the Petitioners to convene a meeting (the "**Creditors' Meeting**") of applicable creditors to vote on the Plan.
4. On July 7, 2023, the Petitioners executed an Amended and Restated Plan of Arrangement of the same date (the "**Amended Plan**"), which, among other things, removed 0630229 B.C. Ltd., formerly known as Donnelly Hospitality Management Ltd ("**DHM**"), as an entity to which the Amended Plan applied. DHM was assigned into bankruptcy on May 2, 2024.
5. In respect of the Amended Plan:

- (a) on July 17, 2023, the Creditors' Meeting was held, and the Amended Plan was unanimously approved by both classes of creditors; and
- (b) on July 26, 2023, the Honourable Justice Fitzpatrick for this Court granted an order (the "**Sanction Order**") that, among other things:
 - (i) approved and sanctioned the Amended Plan; and
 - (ii) approved the Restructuring Support Agreement dated July 17, 2023 (the "**RSA**") among the Petitioners and Bank of Montreal ("**BMO**").

6. Since the Sanction Order was granted:

- (a) Amended Plan and RSA: The Amended Plan and the RSA have each been amended from time to time to, among other things and as previously reported, extend the relevant deadlines under each. These deadlines have lapsed. Therefore, if the principal of the Petitioners obtains refinancing to implement the Amended Plan (as discussed below), further amendments will be required to align the relevant dates in each of these agreements.
- (b) Stay: The stay of proceedings in favour of the Petitioners (the "**Stay**") has been extended seven times. Most recently, the Stay was extended to April 7, 2025 (except in respect of DHM and the SSTO Lease, defined below).

7. On June 25, 2024, at a hearing attended by the Crown in right of each of British Columbia and Canada (collectively, the "**Crown**"), the Court granted an order (the "**Cash Flow Reporting Order**") extending the Stay and also requiring that the Petitioners' cash flows henceforth include separate line items to report on collections and remittances of PST and GST.

8. On November 1, 2024, at a hearing attended by the landlord of a restaurant leased to Donnelly Public Houses Inc. and operated by and subleased to Sing Sing Adelaide Enterprises Ltd. ("**SSTO**", an entity related to the Petitioners), the Court granted an order (the "**November Stay Extension Order**") extending the Stay to

January 15, 2025, except in respect of: (a) DHM; and (b) the lease in respect of SSTO's restaurant (the "**SSTO Lease**").

9. On January 14, 2025, this Honourable Court granted an order (the "**January Stay Extension Order**"), among other things:
 - (a) extending the Stay to February 18, 2025, on the same terms as the November Stay Extension Order; and
 - (b) providing that, from that date and during the Stay Period (as defined in the ARIO), the Petitioners shall, on a weekly basis, pay all GST and PST collected in the course of operations into a trust account maintained by the Monitor, and the Monitor shall hold those funds in trust for the Crown (the "**Sales Tax Provision**").
10. On February 18, 2025, this Honourable Court granted an order (the "**February 18 Order**"), among other things:
 - (a) extending the Stay from February 18, 2025 to April 7, 2025 (the "**Stay Period**") for all Petitioners except for DHM, and except in respect of the SSTO Lease; and
 - (b) authorizing and empowering the Monitor to market the Petitioners' assets for sale, and granting to the Monitor other ancillary powers (the "**Marketing Provisions**").
11. On April 2, 2025, the Petitioners filed a Notice of Application returnable April 4, 2025 (the "**April Application**") seeking an order (the "**Stay Extension Order**") to extend the Stay from April 7, 2025, to June 2, 2025 (the "**Stay Period**").

PURPOSE OF THIS REPORT

12. The purpose of this Eleventh Report is to provide the Court with information regarding:
 - (a) the Monitor's activities since the date of the Tenth Monitor's Report dated February 14, 2025 (the "**Tenth Report**");
 - (b) the Petitioners' activities since the date of Tenth Report;
 - (c) an update on the steps taken by the Monitor with respect to the Marketing Provisions;
 - (d) the Post-Filing Tax Arrears (defined below);
 - (e) the actual receipts and disbursements of the Petitioners for the period February 10 to March 30, 2025 (the "**Eleventh Report Variance Period**"), as compared to the cash flow forecast attached to the Tenth Report as Appendix "A" (the "**Tenth Cash Flow Forecast**");
 - (f) the Petitioners' statement of projected cash flow (the "**Eleventh Cash Flow Forecast**") for the period March 31 to June 8, 2025 (the "**Eleventh Cash Flow Period**"). The Eleventh Cash Flow Forecast, together with its underlying assumptions, is attached hereto as Appendix "A"; and
 - (g) the Monitor's comments and recommendations on the Stay Extension and Approval and Vesting Order.
13. Capitalized terms used and not otherwise defined in this Eleventh Report have the meanings given to them in the April Application, and the various materials filed by the Petitioners in support of that application, including Affidavit #9 of Reid Ogdon made April 2, 2025 ("**Ogdon #9**", and collectively, the "**April Application Materials**"). This Eleventh Report should be read in conjunction with the Monitor's prior reports, as well as the April Application Materials, as certain information contained in those materials has been omitted from this report to avoid duplication.

14. The Monitor has established a website in respect of this matter at: www.ey.com/ca/DPH (the "**Monitor's Website**"). All documents filed with the Court in these CCAA proceedings, and certain other documents relating thereto, have been posted to the Monitor's Website.

TERMS OF REFERENCE

15. In preparing this Eleventh Report and making the comments herein, the Monitor has been provided with, and has herein relied upon, unaudited financial information, books, records and financial information prepared by the Petitioners, discussions with management of the Petitioners ("**Management**"), and information from other third party sources (collectively, the "**Information**"). Except as described in this Eleventh Report, in respect of the Eleventh Cash Flow Forecast:
- (a) the Monitor has reviewed the Information for reasonableness, internal consistency and use in the context in which it was provided. However, the Monitor has not audited or otherwise attempted to verify the accuracy or completeness of such information in a manner that would wholly or partially comply with Generally Accepted Assurance Standards ("**GAAS**") pursuant to the Chartered Professional Accountants Canada Handbook and, accordingly, the Monitor expresses no opinion or other form of assurance contemplated under GAAS in respect of the Information; and
 - (b) some of the information referred to in this Eleventh Report consists of forecasts and projections. An examination or review of the financial forecast and projections, as outlined in the Chartered Professional Accountants Canada Handbook, has not been performed.
16. Future oriented financial information referred to in this Eleventh Report was prepared based on Management's estimates and assumptions. Readers are cautioned that since projections are based upon assumptions about future events and conditions that are not readily and currently ascertainable, the actual results

will vary from the projections, even if the assumptions materialize, and the variations could be material.

17. Unless otherwise indicated, the Monitor's understanding of factual matters expressed in this Eleventh Report concerning the Petitioners and their business is based on the Information, and not independent factual determinations made by the Monitor.

MONITOR'S ACTIVITIES SINCE THE ELEVENTH REPORT

18. Since the Tenth Report, the Monitor has, among other things:
 - (a) engaged extensively with Management, the Petitioners' counsel, its own counsel, and BMO regarding all aspects of these CCAA proceedings;
 - (b) monitored the Petitioners' receipts and disbursements in accordance with the established weekly cashflow review protocol;
 - (c) monitored the Petitioners' collections of GST and PST from the course of operations and received the same into a trust account with the Monitor designated for such purpose on a weekly basis (as further described below);
 - (d) administered a marketing of the Petitioners' assets for sale;
 - (e) corresponded extensively with potential purchasers regarding the marketing of the Petitioners' assets held for sale;
 - (f) responded to creditor and stakeholder inquiries;
 - (g) reviewed the April Application Materials; and
 - (h) prepared this Eleventh Report.

PETITIONERS' ACTIVITIES SINCE THE ELEVENTH REPORT

19. Since the Tenth Report, the Petitioners have, among other things:

- (a) continued to manage their operations in the ordinary course, including by negotiating with suppliers for the continued supply of goods and services, and making payments for such amounts owing after the Filing Date;
- (b) continued to work towards satisfying the Plan Implementation Conditions, including by discussing their restructuring and their principal's arrangements for refinancing with BMO;
- (c) paid the GST and PST collected to the Monitor (in the week after such funds were collected) from the date of the January Stay Extension Order;
- (d) assisted the Monitor with inquiries from any potential purchasers regarding the sale of the Petitioners' assets;
- (e) continued to defer the payment of fees for management services ("**Management Fees**"), which, in the ordinary course, are payable to Freehouse Management Ltd. ("**Freehouse**"), a party related to the Petitioners;
- (f) provided updates regarding these CCAA proceedings to the Petitioners' stakeholders and creditors; and
- (g) prepared the April Application Materials.

MARKETING OF THE PETITIONERS' ASSETS

20. The Tenth Report described that in response to BMO's request, and in consultation with BMO's financial advisor (MNP Ltd.), the Monitor prepared a targeted list of known hospitality investors and operators across Canada (the "**Target Parties**"),

and—in about early February—began reaching out to the Target Parties to solicit a sale of, or investment in, the Petitioners' assets (the "**Marketing Process**").

21. The February 18 Order authorized and directed the Monitor to continue the Marketing Process requiring that any and all potential purchasers submit their offers to the Monitor on or before 5:00 p.m. PST on March 7, 2025.
22. Immediately following the granting of the February 18 Order, the Monitor contacted all of the Target Parties to solicit offers for Petitioners' assets. In total, the Monitor contacted in excess of 20 parties consisting of known hospitality operators in Canada. A number of additional parties contacted the Monitor directly to participate in the Marketing Process given the public awareness of these proceedings.
23. The Monitor ultimately received and executed ten (10) Non-Disclosure Agreements and provided those parties with the necessary information to formulate offers for the Petitioners' assets. The Monitor attended to several calls with interested parties and responded to follow-up requests.
24. The Monitor ultimately received various bids for the Petitioners' assets in whole or part, none of which were adequate, in whole or aggregate, to repay the indebtedness to BMO in full.
25. One of the offers received was from the Donnelly Group (the "**Donnelly Offer**") that contemplates a financing of the Petitioners in furtherance of the Amended Plan. The Donnelly Proposal is subject to the execution of an amendment of the RSA between the Petitioners and BMO.
26. Based on the foregoing, the Monitor is satisfied that the Petitioners' assets have been more than adequately exposed to the market. A full and transparent process has been administered that has resulted in the highest outcome recognizing current market condition.
27. The Monitor is engaged in ongoing discussions with BMO on a path forward for concluding these proceedings, but based on the results of the Marketing Process,

the Monitor is confident the Petitioners' businesses will continue as a going concern entity under a new capital structure.

28. The Monitor anticipates a transaction will occur prior to June 2, 2025.

POST-FILING TAXES

29. Since the Third Report, and in each subsequent report, the Monitor has reported on the Petitioners' payment of post-filing PST and GST (the "**Post-Filing Taxes**") and on the principal amount of any arrears (the "**Post-Filing Tax Arrears**").
30. As set forth above, since the grant of the January Stay Extension Order:
- (a) the Petitioners have, on a weekly basis, paid all GST and PST collected in the course of their operations to the Monitor; and
 - (b) the Monitor: (i) has held such funds, which presently total \$393,692, in trust for the Crown; and (ii) is making arrangements to remit these funds to the Crown in the near future.

CASH FLOW VARIANCES SINCE THE NINTH REPORT

31. The table below summarizes the Petitioners' actual cash receipts and disbursements as compared to the Tenth Cash Flow Forecast for the Eleventh Report Variance Period (i.e., February 10, 2025 to March 10, 2025).

	Projection	Actual	Variance
Beginning Cash - Petitioners	48,921	48,921	-
Gross Receipts	4,442,000	4,320,081	121,919
Receipts (Excl. Sales Tax & Incl. Net Gratuity)	3,992,000	3,931,869	60,131
PST Collected	170,000	136,495	33,505
GST/HST Collected	280,000	251,717	28,283
Non-Petitioner Working Capital Injection	-	-	-
Disbursements	(3,674,123)	(3,850,088)	175,965
Inventory	(913,500)	(1,072,510)	159,010
Payroll	(1,443,050)	(1,471,357)	28,306
Leases	(444,000)	(418,693)	(25,307)
Operational G&A	(393,800)	(436,690)	42,890
Banking & Treasury	(8,829)	(9,990)	1,161
Insurance	(47,000)	(104,164)	57,164
Sales Tax Remittance - PST	-	-	-
Sales Tax Remittance - GST	(53,000)	(7,941)	(45,059)
Sales Tax paid into trust	(370,944)	(328,744)	(42,200)
Professional Fees - Operations	-	-	-
Professional Fees - Restructuring	-	-	-
Petitioner Net Cashflow	767,877	469,993	297,884
Ending Consolidated Cash Balance	816,798	518,914	297,884

32. Regarding certain of the more significant variances, the Monitor notes that:

- (a) gross revenue was approximately 3% lower than forecast; and
- (b) sales tax paid into trust remittances were \$42,200 less than forecast for PST and GST, for the following reasons:
 - (i) In the week ended April 6, 2025, the Petitioners plan to initiate payment of \$61,436 to the Monitor's trust account (as payments are made to the Monitor in the week following the collection of those funds).

ELEVENTH CASH FLOW FORECAST

33. Management, with the assistance of the Monitor, has prepared the Eleventh Cash Flow Forecast for the Eleventh Cash Flow Period (i.e., March 31, 2025 to June 8, 2025) for the purpose of projecting the Petitioners' liquidity requirements. Again, the Eleventh Cash Flow Forecast is attached hereto as Appendix "A", and is summarized in the table below:

Beginning Cash - Petitioners	518,914
Gross Receipts	6,301,500
Gross Receipts:	
Donnelly Public Houses	4,875,000
Barber & Co	485,000
Hi-Standard	291,500
PST Collected	200,000
GST/HST Collected	450,000
Disbursements	(6,161,604)
Inventory	(1,405,000)
Payroll	(2,367,425)
Leases	(972,000)
Operational G&A	(587,800)
Banking & Treasury	(9,544)
Insurance	(96,000)
Sales Tax Paid - Arrears	-
Sales Tax Paid - PST	-
Sales Tax Paid - GST/HST	(77,400)
Sales Tax Paid into trust	(646,436)
Professional Fees - Restructuring	-
Management Fees	-
Contingency	-
Payments to BMO	-
Ending Consolidated Cash Balance	658,810

34. Regarding the Tenth Cash Flow Forecast, the Monitor notes that the Petitioners anticipate paying further Post-Filing Taxes into trust as they come due.

Accordingly, the Post-Filing Tax Arrears are expected to remain constant during the Stay Period proposed under the Stay Extension Order.

35. Based on the Monitor's review of the Eleventh Cash Flow Forecast and the assumptions set out in the notes thereto, nothing has come to its attention that causes it to believe that, in all material respects:
 - (a) the probable and hypothetical assumptions set forth therein are not consistent with the purposes of the Eleventh Cash Flow Forecast;
 - (b) as at the date of this Eleventh Report, the probable and hypothetical assumptions developed by Management are not suitably supported and consistent with the plans of the Petitioners or do not provide a reasonable basis for the Eleventh Cash Flow Forecast; and
 - (c) the Eleventh Cash Flow Forecast does not reflect the probable and hypothetical assumptions.
36. As described in the Terms of Reference section above, since the Eleventh Cash Flow Forecast is based on assumptions regarding future events, actual results will vary from the information presented even if the probable and hypothetical assumptions occur, and the variations may be material. Accordingly, the Monitor expresses no assurance as to whether the Eleventh Cash Flow Forecast will be achieved.
37. The Eleventh Cash Flow Forecast has been prepared solely for the purposes described above and readers are cautioned that it may not be appropriate for other purposes.

STAY EXTENSION ORDER

38. The Stay Period expires on April 7, 2025. Under the Stay Extension Order, the Petitioners are seeking to extend the Stay to June 2, 2025.
39. The extension of the Stay Period is required to complete the implementation of the Amended Plan.
40. The Monitor has considered the onus on the Petitioners to demonstrate that an extension of the Stay Period is appropriate, having regard to:
 - (a) the circumstances that may justify granting the Stay Extension Order; and
 - (b) whether the Petitioners have acted, and are acting, in good faith and with due diligence to advance their restructuring.
41. As previously reported, the Monitor acknowledges that the Petitioners' accrual of the Post-Filing Tax Arrears is problematic because, among other things, it has exposed the Crown to risk. The Monitor has regard to its notes in previous reports on the subject, and further notes at this juncture that:
 - (a) the Post-Filing Tax Arrears are not contemplated to further increase in principal during the proposed Stay Period; and
 - (b) the Petitioners have complied with the Sales Tax Provision, which was negotiated with the Crown, and the effect of which is to mitigate the above-mentioned risk.
42. In light of the foregoing, the Monitor's view is that the circumstances exist that make an extension of the Stay appropriate, and the Petitioners have acted, and are acting, in good faith and with due diligence. Accordingly, the Monitor supports an extension of the Stay Period.

CONCLUSION AND RECOMMENDATIONS

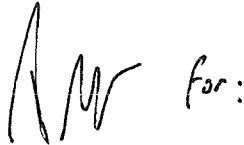
43. For the reasons stated herein, the Monitor respectfully recommends that this Honourable Court grant the Stay Extension Order.

All of which is respectfully submitted this 3rd day of April, 2025.

ERNST & YOUNG INC.

in its capacity as Monitor of Donnelly Holdings Ltd.
and those other Petitioners listed in Appendix "A" to the ARIO,
and not in its personal or corporate capacity

Per:


A handwritten signature in black ink, appearing to read "MB for:", is written over the printed name.

Michael Bell, CPA, CA, CIRP, LIT
Senior Vice President

Appendix A

In the matter of the CCAA Proceedings of Donnelly Hospitality Group et al.
Weekly Cash Flow Projection for the Period March 31, 2025, to June 8, 2025.
\$CAD

	Week	1	2	3	4	5	6	7	8	9	10	Total
	Ending	Mar 31 - Apr 6	Apr 7 - Apr 13	Apr 14 - Apr 20	Apr 21 - Apr 27	Apr 28 - May 4	May 5 - May 11	May 12 - May 18	May 19 - May 25	May 26 - Jun 1	Jun 2 - Jun 8	Forecast Feb 10 - Apr 13
Opening Cash Balance		518,914	235,325	308,936	621,948	641,185	692,772	427,728	699,540	695,052	926,463	
Beginning Cash Balance		518,914	235,325	308,936	621,948	641,185	692,772	427,728	699,540	695,052	926,463	518,914
Gross Receipts (Net of Credit)												
Donnelly Public Houses	1	490,000	490,000	490,000	490,000	490,000	500,000	490,000	490,000	490,000	455,000	4,875,000
Barber & Co	2	48,500	48,500	48,500	48,500	48,500	48,500	48,500	48,500	48,500	48,500	485,000
H-Standard	3	25,000	15,000	64,000	55,000	9,500	12,500	54,000	36,500	9,500	10,500	291,500
PST Collected	4	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	20,000	200,000
GST/HST Collected	4	45,000	45,000	45,000	45,000	45,000	45,000	45,000	45,000	45,000	45,000	450,000
Total Receipts		628,500	618,500	667,500	658,500	613,000	626,000	657,500	640,000	613,000	579,000	6,301,500
Disbursements												
Inventory	5	(140,500)	(140,500)	(140,500)	(140,500)	(140,500)	(140,500)	(140,500)	(140,500)	(140,500)	(140,500)	(1,405,000)
Payroll + Contractor Costs	6	(449,275)	(20,275)	(105,275)	(385,000)	(47,000)	(405,275)	(100,775)	(390,275)	(35,000)	(429,275)	(2,367,425)
Leases	7	(159,000)	(240,000)	-	(7,500)	(155,000)	(240,000)	-	(7,500)	(24,000)	(135,000)	(972,000)
Operational G&A	8	(76,500)	(79,000)	(40,000)	(40,000)	(76,500)	(40,000)	(79,300)	(40,000)	(40,000)	(76,500)	(587,800)
Banking & Treasury	9	(378)	(113)	(3,713)	(263)	(313)	(268)	(113)	(213)	(1,000)	(3,788)	(9,544)
Insurance	10	-	-	-	(1,000)	(47,000)	-	-	-	(1,000)	(47,000)	(95,000)
Sales Tax Paid - Arrears	11	-	-	-	-	-	-	-	-	-	-	-
Sales Tax Paid - PST	11	(25,000)	-	-	-	(26,100)	-	-	-	(26,300)	-	(77,400)
Sales Tax Paid - GST/HST	11	(61,436)	(65,000)	(65,000)	(65,000)	(65,000)	(65,000)	(65,000)	(65,000)	(65,000)	(65,000)	(646,436)
Professional Fees - Operations	12	-	-	-	-	-	-	-	-	-	-	-
Contingency / Other	13	-	-	-	-	-	-	-	-	-	-	-
Total Operating Disbursements	14	(912,089)	(444,889)	(354,488)	(639,263)	(561,413)	(891,043)	(385,689)	(644,488)	(381,588)	(846,653)	(6,161,604)
Restructuring Disbursements												
Professional Fees	15	(283,589)	73,612	318,012	19,237	51,587	(265,043)	271,812	(4,488)	231,412	(267,653)	139,886
Net Operating Cash Flow												
Operating Cash Balance		235,325	308,936	621,948	641,185	692,772	427,728	699,540	695,052	926,463	658,810	
Current BMO Facility Payments	16	-	-	-	-	-	-	-	-	-	-	-
Total Financing Disbursements												
Ending Cash Balance		235,325	308,936	621,948	641,185	692,772	427,728	699,540	695,052	926,463	658,810	658,810


As officer for the company.

In the Matter of the CCAA Proceedings of Donnelly Hospitality Group et al. (the “Company”)

Notes to the Unaudited Cash Flow Forecast of the Company

For the period ending June 8, 2025 (the “Period”)

Disclaimer:

In preparing this cash flow forecast (the “**Forecast**”), the Company has relied upon unaudited financial information and neither the Company or the Proposal Trustee have attempted to further verify the accuracy or completeness of such information.

The Forecast is based on the probable and hypothetical assumptions outlined below.

Since the Forecast is based on assumptions about future events and conditions that are not ascertainable, the actual results achieved during the Period will vary from the Forecast, and such variation may be material. There is no representation, warranty or other assurance that any of the assumptions or estimates used in the Forecast will be realized.

Overview:

The Forecast includes the receipts and disbursements of the Company during the Period. The Company has prepared the Forecast based primarily on estimated receipts and disbursements related to the CCAA proceedings and the Company’s ongoing operations

Receipts and disbursements are denominated in Canadian dollars.

The Company’s opening cash balance at March 31, 2025 was approximately \$518,914.

[1] Donnelly Public House Receipts

Includes revenue generated by the Company’s restaurant, bar and nightclub locations owned (or owns a controlling interest) by Donnelly Public Houses Inc. This is inclusive of vendor/supplier rebates.

[2] Barber & Co Receipts

Includes revenue generated by Barber & Co owned by Barber & Co Enterprises Ltd. Amounts are net of gratuity paid.

[3] Hi-Standard Receipts

Includes revenue generated by Hi-Standard owned by Hi-Standard Cleaning Co Ltd. Amounts are net of gratuity paid.

[4] Sales Tax Collection

Includes PST, GST & HST collected by the Petitioners.

[5] Inventory

Represents disbursements related to ongoing inventory purchases related to the Company’s operations and other store-related purchases.

[6] Payroll + Contractor costs

Represents the Company’s individual location and administration related payroll and contractor expenses.

[7] Leases

Represents the monthly lease obligations for leased retail stores and monthly equipment leases.

[8] Operational G&A

Represents operational related expenses for utilities, security, phone/wifi, software, small equipment / services purchases and other general and administrative related costs.

[9] Banking & Treasury

Represents costs related to banking, credit card processing, armoured cash carrier and coin orders for store floats.

[10] Insurance

Represents store and corporate related insurance expenses, including provincial workplace insurance premiums.

[11] Sales Tax Paid

Represents remittance of Sales Tax received by the Company, net of qualifying input tax credits. As detailed in the Ninth Report, the Company anticipates paying Post-Filing Taxes into trust as they come due, but do not expect to be able to make payments against the Post-Filing Tax Arrears during the forecast period. Accordingly, Post-Filing Tax Arrears are expected to remain constant during the Stay Period proposed under the Stay Extension Order.

[12] Professional Fees – Operations

Represents payments towards accounting, tax and other professional fees associated with the Company's operations.

[13] Management Fees

Represents payment of the Management Fees. No such fees are contemplated to be paid during the Period

[14] Contingency

The cashflow does not include a specific contingency line-item, rather such contingency expenses are contemplated to be paid through the Petitioners' forecast positive cash balance.

[15] Professional Fees – Restructuring

Represents the professional fees and costs associated with the Company's counsel, the Monitor and their counsel.

[16] Interest payments to BMO

No such payments are contemplated during the Period.