



**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

**THE HONOURABLE MR.  
JUSTICE CAMPBELL**

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)  
)

**TUESDAY THE 9<sup>TH</sup> DAY OF  
NOVEMBER, 2010**

**BETWEEN:**

**ONTARIO SECURITIES COMMISSION**

Applicant

- and -

**1694479 ONTARIO INC. and 1694487 ONTARIO LIMITED**

Respondents

**ORDER**

**THIS MOTION** made by the Applicant, Ontario Securities Commission (the "OSC"), for an Order pursuant to Sections 126 and 129 of the *Securities Act*, R.S.O. c. S5, as amended (the "Securities Act") appointing BDO Canada Limited as the Claims and Distribution Officer (in such capacity, the "Claims and Distribution Officer") in respect of funds (the "Funds") held in two accounts at Royal Bank of Canada (the "RBC Accounts") in the names of the Respondents, 1694479 Ontario Inc. and 1694487 Ontario Limited (together, the "Companies") and subject to the Direction issued by the OSC on September 8, 2009, as extended (the "Direction"), was heard this day at 330 University Avenue, Toronto, Ontario.

**ON READING** the Affidavit of Amy Tse sworn October 27, 2010 and on hearing the submissions of counsel for the Applicant and counsel for the Respondents and on reading the Consent of BDO Canada Limited to act as the Claims and Distribution Officer:

## **SERVICE**

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record herein be and is hereby abridged such that this Motion is properly returnable today, that service upon any other party be and it is hereby dispensed with and that the service of the Notice of Motion and the Motion Record is hereby validated in all respects.

## **APPOINTMENT OF THE CLAIMS AND DISTRIBUTION OFFICER**

2. **THIS COURT ORDERS** that, pursuant to Sections 126 and 129 of the Securities Act, BDO Canada Limited be and it is hereby appointed as the Claims and Distribution Officer in this proceeding for the purpose of implementing, conducting and completing the claims and distribution process established hereby (the "Claims Process").

## **POWERS OF THE CLAIMS AND DISTRIBUTION OFFICER**

3. **THIS COURT ORDERS** that the Claims and Distribution Officer is hereby expressly empowered and authorized, but not obligated, to do any of the following where the Claims and Distribution Officer considers it necessary or desirable:

- (a) to take possession and control of the Funds subject to the Direction and deposited in the RBC Accounts;
- (b) to execute, assign, issue and endorse documents of whatever nature in respect of the Funds, whether in the Claims and Distribution Officer's name or in the name and on behalf of the Companies, for any purpose pursuant to this Order; and
- (c) to take any steps reasonably incidental to the exercise of these powers,

and in each such case where the Claims and Distribution Officer takes any such actions or steps, it shall be exclusively authorized and empowered to do so, to the exclusion of all other Persons (as defined below), including the Companies, and without interference from any other Person.

**DUTY TO PROVIDE ACCESS AND CO-OPERATION TO THE CLAIMS AND DISTRIBUTION OFFICER**

4. **THIS COURT ORDERS** that (i) the Companies, (ii) all of their current and former directors, officers, employees, agents, accountants, legal counsel and shareholders, and all other persons acting on their instructions or behalf, (iii) 1621852 Ontario Limited and (iv) all other individuals, firms, corporations, governmental bodies or agencies, or other entities having notice of this Order (all of the foregoing, collectively, being “Persons” and each being a “Person”) shall forthwith grant the Claims and Distribution Officer immediate access to the Funds at the request of the Claims and Distribution Officer.

5. **THIS COURT ORDERS** that all Persons shall forthwith advise the Claims and Distribution Officer of the existence of any books, documents, securities, contracts, orders, corporate and accounting records, and any other papers, records and information of any kind related to the business or affairs of the Companies, and any computer programs, computer tapes, computer disks, or other data storage media containing any such information (the foregoing, collectively, the “Records”) in that Person’s possession or control, and shall provide to the Claims and Distribution Officer or permit the Claims and Distribution Officer to make, retain and take away copies thereof and grant to the Claims and Distribution Officer unfettered access to and use of accounting, computer, software and physical facilities relating thereto, provided however that nothing in this paragraph 5 or in paragraph 6 of this Order shall require the delivery of Records, or the granting of access to Records, which may not be disclosed or provided to the Claims and Distribution Officer due to the privilege attaching to solicitor-client communications or due to statutory provisions prohibiting such disclosure.

6. **THIS COURT ORDERS** that if any Records are stored or otherwise contained on a computer or other electronic system of information storage, whether by independent service provider or otherwise, all Persons in possession or control of such Records shall forthwith give unfettered access to the Claims and Distribution Officer for the purpose of allowing the Claims and Distribution Officer to recover and fully copy all of the information contained therein whether by way of printing the information onto paper or making copies of computer disks or such other manner of retrieving and copying the information as the Claims and Distribution Officer in its discretion deems expedient, and shall not alter, erase or destroy any Record without

the prior written consent of the Claims and Distribution Officer. Further, for the purposes of this paragraph, all Persons shall provide the Claims and Distribution Officer with all such assistance in gaining immediate access to the information in the Records as the Claims and Distribution Officer may in its discretion require including providing the Claims and Distribution Officer with instructions on the use of any computer or other system and providing the Claims and Distribution Officer with any and all access codes, account names and account numbers that may be required to gain access to the information.

#### **CLAIMS AND DISTRIBUTION OFFICER'S ACCOUNTS**

7. **THIS COURT ORDERS** that any expenditure or liability which shall properly be made or incurred by the Claims and Distribution Officer, including the fees of the Claims and Distribution Officer and the fees and disbursements of its legal counsel, incurred at the standard rates and charges of the Claims and Distribution Officer and its counsel, shall be allowed to it in passing its accounts and shall form a first charge on the Funds in priority to all security interest, trusts, liens, charges and encumbrances, statutory or otherwise, in favour of any Person (the "Claims and Distribution Officer's Charge").

8. **THIS COURT ORDERS** that the Claims and Distribution Officer and its legal counsel shall pass their accounts from time to time, and for this purpose the accounts of the Claims and Distribution Officer and its legal counsel are hereby referred to a judge of the Commercial List of the Ontario Superior Court of Justice.

9. **THIS COURT ORDERS** that prior to the passing of its accounts, the Claims and Distribution Officer shall be at liberty from time to time to apply reasonable amounts, out of the Funds, against its fees and disbursements, including legal fees and disbursements, incurred at the normal rates and charges of the Claims and Distribution Officer or its counsel, and such amounts shall constitute advances against its remuneration and disbursements when and as approved by this Court.

10. **THIS COURT ORDERS** that the Claims and Distribution Officer be and it is hereby authorized and directed to retain ThorntonGroutFinnigan LLP ("TGF") as its counsel to assist it in fulfilling its duties hereunder.

11. **THIS COURT ORDERS** that neither the Claims and Distribution Officer nor TGF shall be liable for any cause, matter or thing arising out of or in any way connected with the performance of their duties hereunder save and except as may arise out of their gross negligence or wrongful conduct.

#### **THE CLAIMS PROCESS**

12. **THIS COURT ORDERS** that the Claims and Distribution Officer shall cause to be published on two separate occasions in the National Edition of the Globe and Mail, within ten (10) business days of this Order, notice of the claims procedure established hereby, such notice to be substantially in the form of the draft notice attached hereto as Schedule "A".

13. **THIS COURT ORDERS** that the Claims and Distribution Officer shall, within twenty-one (21) days of the date of this Order, send to each of the Companies' known investors whose investment amount is known to the Claims and Distribution Officer (the "Known Amount Investors"), a statement of the principal amount invested with the Companies based upon bank statements for the RBC Accounts in the form of the draft statement (the "Investor Statement") attached hereto as Schedule "B".

14. **THIS COURT ORDERS** that the Claims and Distribution Officer shall send to each party which contacts the Claims and Distribution Officer seeking to prove an investment with the Companies a Proof of Investment form substantially in the form of the draft form attached hereto as Schedule "C".

15. **THIS COURT ORDERS** that the Claims and Distribution Officer shall send to each of the Companies creditors (the "Creditors") that contact the Claims and Distribution Officer seeking to prove a claim against the Companies a Proof of Claim form substantially in the form of the draft form attached hereto as Schedule "D".

16. **THIS COURT ORDERS** that the claim of a Known Amount Investor shall be deemed to be the principal amount set out in the Investor Statement unless the Known Amount Investor submits a Proof of Investment to the Claims and Distribution Officer on or before 5:00 p.m. (Eastern Daylight Time) on January 28, 2011 (the "Claims Bar Date").

17. **THIS COURT ORDERS** that the Claims and Distribution Officer shall, within seven (7) days of the date of this Order, send to each of the Companies' known investors whose contact information is known to the Claims and Distribution Officer but whose investment amount is unknown to the Claims and Distribution Officer (the "Unknown Amount Investors"), a Proof of Investment to be filed with the Claims and Distribution Officer prior to the Claims Bar Date.

18. **THIS COURT ORDERS** that the Companies' investors, including but not limited to Known Amount Investors and Unknown Amount Investors, and Creditors must prove their investments and claims with or against the Companies on or before the Claims Bar Date, failing which their claims against the Companies shall be forever stayed, barred and extinguished.

19. **THIS COURT ORDERS** that the Claims and Distribution Officer may disallow any claims submitted by the Companies' investors or Creditors by delivering a Notice of Revision or Disallowance substantially in the form of the draft Notice of Revision or Disallowance of Proof of Investment or Claim attached hereto as Schedule "E" to the investor or Creditor in question on or before 5:00 p.m. (Eastern Daylight Time) on February 14, 2011, failing which the Proof of Investment or Proof of Claim in question shall be accepted as filed.

20. **THIS COURT ORDERS** that any investor or Creditor that wishes to appeal the disallowance of their claim may do so by delivering a Notice of Dispute of Revision or Disallowance substantially in the form of the draft Notice of Dispute of Revision or Disallowance attached hereto as Schedule "F" to the Claims and Distribution Officer on or before 5:00 p.m. on the fourteenth (14<sup>th</sup>) day following the deemed receipt of the Notice of Revision or Disallowance of Proof of Investment or Claim, failing which the decision of the Claims and Distribution Officer set out in the Notice of Revision or Disallowance of Proof of Investment or Claim shall be final and binding.

21. **THIS COURT ORDERS** that the investors, Creditors or the Claims and Distribution Officer may apply to the Ontario Superior Court of Justice within ten (10) days after receipt by the Claims and Distribution Officer of the Notice of Dispute of Revision or Disallowance for a determination as to the proper amount of the claim or the appointment of one or more claims officers to adjudicate such claim on terms to be established by the Court.

**THE DISTRIBUTION PROCESS**

22. **THIS COURT ORDERS** that the Claims and Distribution Officer is hereby directed to report to this Court once the claims process established hereby has been completed and shall seek the advice and direction of this Court with respect to the distribution of the Funds subject to the Direction.

**GENERAL**

23. **THIS COURT ORDERS** that the Claims and Distribution Officer may from time to time apply to this Court for advice and directions in the discharge of its powers and duties hereunder.

24. **THIS COURT ORDERS** that:

(i) any document to be sent by the Claims and Distribution Officer pursuant to this Order may be sent by email, ordinary mail, registered mail, courier or fax transmission; and

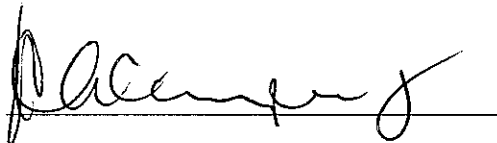
(ii) the intended recipient of any document sent by the Claims and Distribution Officer pursuant to this Order shall be deemed to have received such document: (i) two (2) business days after the document is sent if sent by ordinary mail or registered mail; (ii) one (1) business day after the document is sent if sent by courier; and (iii) the same day the document is sent if sent by email or fax transmission, unless the document is sent on a non-business day or after 4:30 p.m. (Eastern Daylight Time), in which case it shall be deemed to have been received the next business day.

25. **THIS COURT ORDERS** that the Claims and Distribution Officer shall use its reasonable discretion as to the adequacy of completion and execution of any document completed and executed pursuant to this Order.

26. **THIS COURT ORDERS** that the Claims and Distribution Officer shall post on its website, [www.bdo.ca/hillcorp](http://www.bdo.ca/hillcorp), the notice attached hereto as Schedule "A" and the documents attached hereto as Schedules "B" through "F" together with instructions for the completion of

ENTERED AT TORONTO  
ON / BOOK NO:  
LE / DANS LE REGISTRE NO.:

NOV 09 2010



PER / PAR: NB

**SCHEDULE "A"**

Court File No. 09-8354-00CL

*ONTARIO*  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)

IN THE MATTER OF 1694479 ONTARIO INC. and  
1694487 ONTARIO LIMITED

AND IN THE MATTER OF HILLCORP INTERNATIONAL SERVICES AND  
SUNCORP HOLDINGS

**NOTICE**

**NOTICE IS HEREBY GIVEN** that BDO Canada Limited has been appointed as the Claims and Distribution Officer for funds (the "Funds") held by 1694479 Ontario Inc. and 1694487 Ontario Limited (together, the "Companies"). The claims procedure (the "Claims Procedure") to determine claims in respect of the Companies was approved by an Order of the Ontario Superior Court of Justice on November 9, 2010.

The claims relate to all claims of the Companies' creditors as well as the claims of those individuals who invested with Hillcorp International Services ("Hillcorp") and Suncorp Holdings ("Suncorp").

**AND TAKE NOTICE** that any creditor or investor who fails to prove their claim against the Companies or their investment with Hillcorp and/or Suncorp on or before January 28, 2011 will be forever barred from doing so and will not receive a distribution from the Claims and Distribution Officer. Proof of Claim and Proof of Investment forms together with instructions to complete them may be obtained at [www.bdo.ca/hillcorp](http://www.bdo.ca/hillcorp) or by contacting Mr. Gary Cerrato of BDO Canada Limited, 123 Front Street West, Toronto, Ontario, M5J 2M2 at (416) 865-0210.

Any investor who has received an Investor Statement from the Claims and Distribution Officer setting out the amount of their investment and who agrees with that Investor Statement need not file a Proof of Investment as the amount of their investment will be accepted unless disputed.

A copy of the Order setting out the Claims Procedure is available at [www.bdo.ca/hillcorp](http://www.bdo.ca/hillcorp).



**SCHEDULE "B"**

Court File No. 09-8354-00CL

*ONTARIO*  
**SUPERIOR COURT OF JUSTICE**  
**(COMMERCIAL LIST)**

IN THE MATTER OF 1694479 ONTARIO INC. and  
1694487 ONTARIO LIMITED

AND IN THE MATTER OF HILLCORP INTERNATIONAL SERVICES AND  
SUNCORP HOLDINGS

**INVESTMENT STATEMENT**

Investor  
Address

Principal Amount of Investment	\$•
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BDO Canada Limited  
In its capacity as the Claims and  
Distribution Officer of 1694479 Ontario Inc. and 1694487 Ontario Limited  
123 Front Street West  
Toronto, ON M5J 2M2

**NOTE**

If you **AGREE** with the principal amount of investment as set out above, **NO FURTHER ACTION** is necessary.

If you **DISAGREE** with the principal amount of investment as set out above, you must **SUBMIT** a **PROOF OF INVESTMENT** form to the Claims and Distribution Officer by no later than 5:00 p.m. (Eastern Daylight Time) on January 28, 2011. Proof of Investment forms are available at [www.bdo.ca/hillcorp](http://www.bdo.ca/hillcorp) or by contacting Mr. Gary Cerrato at (416) 865-0210.

**IMPORTANT**

Rules governing the process for the determination of investor claims are set out in the Order of the Honourable ► dated November 9, 2010. A copy of the Order is available at [www.bdo.ca/hillcorp](http://www.bdo.ca/hillcorp) and it should be carefully reviewed by all claimants.

SCHEDULE "C"

Court File No. 09-8354-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)

IN THE MATTER OF 1694479 ONTARIO INC. and  
1694487 ONTARIO LIMITED

AND IN THE MATTER OF HILLCORP INTERNATIONAL SERVICES AND  
SUNCORP HOLDINGS

PROOF OF INVESTMENT

\_\_\_\_\_  
(Name of Investor — Please Print)

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

\_\_\_\_\_  
(Address of Investor to which Notices should be sent — Please Print)

\_\_\_\_\_  
\_\_\_\_\_

I, \_\_\_\_\_ (name of Investor or representative of Investor).  
of \_\_\_\_\_ (City and Province), do hereby certify:

1. **Individual Investor**

a) that I am an Investor with Hillcorp International Services and/or Suncorp Holdings; or

**Corporate Investor**

b) that I am \_\_\_\_\_ (Title or Position) of

\_\_\_\_\_, (Name of Corporation)

an Investor with Hillcorp International Services and/or Suncorp Holdings ;

**Legal Representative**

c) that I am the legal representative for \_\_\_\_\_, (Name of Investor) an  
Investor with Hillcorp International Services and/or Suncorp Holdings, acting under the  
authority of \_\_\_\_\_, (authority by  
which you are acting for the Investor named herein)

*(To the extent you have documentation evidencing your authority, please attach hereto. For executors of the estate of an Investor who is deceased, copies of the following documents must also be attached with the Proof of Claim Form:*

- Copy of the Death Certificate
- Copy of the Will
- Copy of the Certificate of Estate Trustee With a Will)

2. That my investment with Hillcorp International Services and/or Suncorp Holdings is:

*(Check and complete appropriate category.)*

- Held by me directly
- Held in a registered plan and the trustee for the registered plan is:  
\_\_\_\_\_ (name of trustee)  
\_\_\_\_\_ (registered plan number)  
\_\_\_\_\_ (address of trustee)  
\_\_\_\_\_ (address of trustee)  
\_\_\_\_\_ (address of trustee)  
\_\_\_\_\_ (telephone number of trustee)

Attention: \_\_\_\_\_ (representative of trustee)

3. That I have knowledge of all the circumstances connected with the claim referred to below.

4. That the principal amount of my investment with Hillcorp International Services and/or Suncorp Holdings was \$ ► after deducting any amounts returned to me by Hillcorp International Services and/or Suncorp Holdings on account of principal.

Dated at \_\_\_\_\_, this \_\_\_\_\_ day of \_\_\_\_\_, 2010.  
(City) (day) (month)

\_\_\_\_\_ Witness

\_\_\_\_\_ Investor/Trustee

Phone Number: \_\_\_\_\_

Fax Number: \_\_\_\_\_

E-mail Address: \_\_\_\_\_

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

BDO Canada Limited  
In its capacity as the Claims and Distribution Officer of  
1694479 Ontario Inc. and 1694487 Ontario Limited  
123 Front Street West  
Toronto, ON M5J 2M2  
Attention: Mr. Gary Cerrato  
(416) 865-0210

### **IMPORTANT**

Rules governing the process for the determination of investor claims are set out in the Order of the Honourable ► dated November 9, 2010. A copy of the Order is available at [www.bdo.ca/hillcorp](http://www.bdo.ca/hillcorp) and it should be carefully reviewed by all claimants.

SCHEDULE "D"

Court File No. 09-8354-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

IN THE MATTER OF 1694479 ONTARIO INC. and
1694487 ONTARIO LIMITED

AND IN THE MATTER OF HILLCORP INTERNATIONAL SERVICES AND SUNCORP HOLDINGS

Proof of Claim

(Name of Creditor - Please Print)

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

(Address of Creditor to which Notices should be sent - Please Print)



I, ..... (name of creditor or representative of creditor), of
..... (city and province), do hereby certify:

In the matter of 1694479 Ontario Inc. (c.o.b. General Developments) and 1694487 Ontario Limited (c.o.b. Suncorp
Holdings) and in the matter of 1621852 Ontario Limited (c.o.b. Hillcorp International Services) and the claim of
, creditor.

1. That I am a creditor of 1694479 Ontario Inc. (c.o.b. General Developments), 1694487 Ontario Limited (c.o.b.
Suncorp Holdings) and/or 1621852 (c.o.b Hillcorp International Services)

(or that I am ..... (state position or title) of
..... (name of creditor or of the representative of the creditor)).

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

3. That the debtor(s) was, at the date of the Order of Honourable , namely the 9th day of November, 2010, and
still is, indebted to the creditor in the sum of \$..... ,

as specified in the statement of account (or affidavit) attached and marked Schedule "A", after
deducting any counterclaims to which the debtor is entitled. (The attached statement of account, or
affidavit must specify the voucher or other evidence in support of the claim.)

4. (Check and complete appropriate category.)

A. ORDINARY UNSECURED CLAIM OF \$.....

That in respect of this debt, I do not hold any assets of the debtor(s) as security and

(Check as appropriate description.)

Regarding the amount of \$..... I do not claim the right to a priority.

Regarding the amount of \$..... I claim a right to a priority under section 136 of
the Act.

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

B. ORDINARY SECURED CLAIM OF \$.....

That in respect of this debt, I hold assets of the debtor(s) valued

at \$..... as security, particulars of which are as follows:

(Give 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. That, to the best of my knowledge, I am (or the above-named creditor is) (or am not or is not) related to the
debtor(s) within the meaning of section 4 of the Act.

Dated at ..... this ..... day of .....

..... Witness

..... Creditor

Phone Number: .....

Fax Number: .....

E-mail Address: .....

This Proof of Claim must be provided to and received by the Claims and Distribution Officer on or before January 28, 2011, the Claims Bar Date, at the following address:

**BDO Canada Limited**  
In its capacity as the Claims and Distribution Officer of  
1694479 Ontario Inc. and 1694487 Ontario Limited  
123 Front Street West  
Toronto, ON M5J 2M2  
Attention: Mr. Gary Cerrato  
(416) 865-0210

SCHEDULE "E"

Court File No. 09-8354-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)

IN THE MATTER OF 1694479 ONTARIO INC. and  
1694487 ONTARIO LIMITED

AND IN THE MATTER OF HILLCORP INTERNATIONAL SERVICES AND  
SUNCORP HOLDINGS

NOTICE OF REVISION OR DISALLOWANCE OF PROOF OF INVESTMENT  
OR CLAIM

BY COURIER

To:

Re: Your Investment or Claim with or against Hillcorp International Services  
and/or Suncorp Holdings

Take notice that:

As the Claims and Distribution Officer appointed in this proceeding, we have disallowed/amended your proof of investment or claim as investor or creditor of Hillcorp International Services and/or Suncorp Holdings for the following reasons:

And further take notice that, if you disagree with our disallowance of your proof of investment or claim in whole or in part, you must file a Notice of Dispute of Revision or Disallowance by no later than 5:00 p.m. (Eastern Daylight Time) on February 14, 2011 in the form attached hereto with the Claims and Distribution Officer. A Notice of Dispute of Revision or Disallowance must be filed with the Claims and Distribution Officer by no later than 5:00 p.m. (Eastern Daylight Time) on February 14, 2011 failing which your claim will be as set out herein.

Dated at Toronto, this \_\_\_\_\_ day of ►, 2008.

\_\_\_\_\_  
Claims and Distribution Officer

BDO Canada Limited

123 Front Street West  
Toronto, ON M5J 2M2



## IMPORTANT

Rules governing the process for the determination of investor claims are set out in the Order of the Honourable ► dated November 9, 2010. A copy of the Order is available at [www.bdo.ca/hillcorp](http://www.bdo.ca/hillcorp) and it should be carefully reviewed by all claimants.

SCHEDULE "F"

Court File No. 09-8354-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)

IN THE MATTER OF 1694479 ONTARIO INC. and  
1694487 ONTARIO LIMITED

AND IN THE MATTER OF HILLCORP INTERNATIONAL SERVICES AND  
SUNCORP HOLDINGS

NOTICE OF DISPUTE OF REVISION OR DISALLOWANCE

TO: BDO Canada Limited, in its capacity as the Claims and Distribution Officer of  
1694479 Ontario Inc. and 1694487 Ontario Limited

FROM: \_\_\_\_\_  
Name of Investor or Creditor

The investor/creditor herein disputes the Notice of Revision or Disallowance  
dated the \_\_\_\_\_ day of ►, 2011.

REASONS FOR APPEAL FROM REVISION OR DISALLOWANCE

The investor or creditor disputes the Notice of Revision or Disallowance for the  
reasons set out on Appendix "A":

[You must attach an Appendix "A" setting out the reasons for the dispute.]

In support of this appeal the, investor submits the evidence and documentation  
attached hereto as Appendix "B".

[You must attach evidence/documentation to support your claim as Appendix "B".]

DATED at the City of \_\_\_\_\_ this day of \_\_\_\_\_, 2011.

\_\_\_\_\_  
INVESTOR / or authorized  
representative of Investor  
CREDITOR/or authorized  
representative of Creditor

## IMPORTANT

Rules governing the process for the determination of investor claims are set out in the Order of the Honourable ► dated November 9, 2010. A copy of the Order is available at [www.bdo.ca/hillcorp](http://www.bdo.ca/hillcorp) and it should be carefully reviewed by all claimants.

**ONTARIO SECURITIES COMMISSION**

Applicant

and

**1694479 ONTARIO INC. AND 1694487 ONTARIO  
LIMITED**

Respondents

Court File No.: 09-8354-00CL

*ONTARIO*  
**SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)**

Proceedings commenced at **Toronto**

**ORDER**

**Ontario Securities Commission**  
20 Queen Street West  
Suite 1905  
Toronto, ON M5H 3S8

**Alexandra Clark (LSUC# 40394U)**  
Tel: 416-593-8092  
Fax: 416-593-8198

Senior Litigation Counsel