

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

**BONNIE CUMMINGS IN HER CAPACITY AS ESTATE EXECUTRIX
OF THE ESTATE OF THE LATE JOHN CUMMINGS**

Applicant

- and -

**PEOPLEDDGE HR SERVICES INC., WINSTON PARK FINANCIAL SERVICES LTD.,
CMC FRASER LTD., 1624452 ONTARIO LIMITED**

Respondents

**NOTICE OF MOTION
(returnable February 22, 2013)**

BDO Canada Limited, in its capacity as the court-appointed receiver (the “**Receiver**”), without security, of all of the assets, undertakings and properties of Peopledge HR Services Inc. (“**Peopledge**”) and each of Winston Park Financial Services Ltd. (“**WPFS**”), CMC Fraser Ltd. (“**CMC**”), and 1624452 Ontario Limited (“**162**”) (collectively, WPFS, CMC and 162 are called the “**Related Companies**”, and together with Peopledge, the “**Debtors**”) acquired for, or used in relation to a business carried on by the Debtors, makes a motion to a Judge presiding over the Commercial List on February 22, 2013 at 10:00 a.m., or as soon after that time as the motion can be heard at the court house, 330 University Avenue, 8th Floor, Toronto, Ontario, M5G 1R7.

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

THE MOTION IS FOR an order:

- (a) if necessary, abridging the time for, and validating service of, this notice of motion and the materials filed in support of this motion and dispensing with further service thereof such that this motion is properly returnable on February 22, 2013;
- (b) approving the delivery and filing of the Third Report of the Receiver dated February 15, 2013 (the “**Third Report**”) in accordance with the Claims Process Order (as defined below);
- (c) authorizing and directing the Receiver to set down its Motion for Directions (as defined below) on a date to be determined by the Court; and
- (d) such further relief as is just.

THE GROUNDS FOR THE MOTION ARE:

- (a) the Receiver was appointed by order of the Honourable Mr. Justice Newbould dated October 29, 2012;
- (b) on December 10, 2012, the Honourable Mr. Justice Campbell granted a Claims Process Order (the “**Claims Process Order**”) directing and empowering the Receiver to administer the Claims Process (as defined therein);
- (c) on February 15, 2013, in accordance with the Claims Process Order the Receiver filed its Third Report in connection with the Receiver’s obligation to report to each person (collectively, the “**Eligible Claimants**”) that has filed a Proof of General

Claim or Proof of Customer Deposit Claim as provided for under the Claims Process Order;

- (d) the Third Report sets out a detailed overview of the Receiver's initial review of the claims of Eligible Claimants and the Claims Process;
- (e) in accordance with the Claims Process Order, the Receiver has set down this motion returnable February 22, 2013 for further advice and directions from the Court with respect to the Claims Process;
- (f) as set out in the Third Report, the Receiver is in the process of discussing its recommendations with certain stakeholders with respect to the Claims Process and distribution of estate funds;
- (g) accordingly, the Receiver anticipates that it will issue a further report setting out the Receiver's recommendations and also detailing the other activities of the Receiver since the Second Report of the Receiver dated December 3, 2012, along with a motion by the Receiver with respect thereto (the "**Motion for Directions**") at a date to be determined by the Court at the Receiver's motion returnable February 22, 2013;
- (h) the further grounds as set out in the Third Report; and
- (i) such further grounds as are just.

THE FOLLOWING DOCUMENTARY EVIDENCE will be used at the hearing of the motion:

- (a) the Third Report, together with the appendices thereto; filed;

- (b) the Affidavit of Service of Eleonore Morris dated February 15, 2013, filed; and
- (c) such further materials as is just.

February 21, 2013

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in its capacity as Receiver as the Respondent
Companies

TO THE SERVICE LIST

BONNIE CUMMINGS IN HER CAPACITY AS ESTATE
EXECUTRIX OF THE ESTATE OF THE LATE JOHN
CUMMINGS

-and-

PEOPLEGE HR SERVICES INC., WINSTON PARK
FINANCIAL SERVICES LTD., CMC FRASER LTD., 1624452
ONTARIO LIMITED

Applicant

Respondents

Court File No. CV 12-9896-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

PROCEEDING COMMENCED AT
TORONTO

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