

Tel: 416 865 0210 Fax: 416 865 0904

www.bdo.ca

BDO Canada Limited 20 Wellington Street East, Suite 500 Toronto, Ontario M5E 1C5

February 14, 2024

To the creditors of 7132221 Canada Inc./Hawktree Solutions

In the Matter of The Bankruptcy of 7132221 Canada Inc./Hawktree Solutions ("Hawktree" or the "Company")

On February 8, 2024 Hawktree made an assignment in bankruptcy and the undersigned, BDO Canada Limited was appointed as the licensed insolvency trustee in the estate (the "Trustee").

The Trustee encloses the following documents:

- Form 68 Notice of Bankruptcy and First Meeting of Creditors;
- · Certificate of Assignment;
- Form 78 Statement of Affairs;
- Form 31 Proof of Claim form;
- · Form 36 Proxy form; and
- Instructions to complete the Proof of Claim and Proxy forms
- · Trustee's Preliminary Report

If you do wish to attend the first meeting of creditors, 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 form.

Please submit your Proof of Claim and direct any questions relating to this matter to Tony Montesano at tmontesano@bdo.ca.

Yours very truly

BDO CANADA LIMITED

Acting in its capacity as Licensed Insolvency Trustee and not in its personal capacity

Per:

Neil Jones, CA, CPA, CIRP, LIT

Senior Vice-President

Enclosures



Tel: 416 865 0210 Fax: 416 865 0904 www.bdo.ca BDO Canada Limited 20 Wellington Street E, Suite 500 Toronto ON M5E 1C5 Canada

District of: Ontario
Division No. 12 - Ottawa
Court No. 33-3041050
Estate No. 33-3041050

☑ Original ☐ Amended

FORM 68 Notice of Bankruptcy, First Meeting of Creditors (Subsection 102(1) of the Act)

In the Matter of the Bankruptcy of 7133331 Canada Inc. o/a Hawktree Solutions of the City of Ottawa, in the Province of Ontario

Take notice that:

- 1. 7132221 Canada Inc. filed (or was deemed to have filed) an assignment (or a bankruptcy order was made against 7132221 Canada Inc.) on the 8th day of February 2024 and the undersigned, BDO Canada Limited / BDO Canada Limitée, 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 27th day of February 2024 at 11:00 AM at Meeting to be conducted Via Conference Telephone:1(833) 215-3238, Conference ID: 735 927 774.
- 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 14th day of February 2024.

BDO Canada Limited / BDO Canada Limitée - Licensed Insolvency Trustee

20 Wellington St E, Suite 500

Toronto ON M5E 1C5

Phone: (416) 865-0210 Fax: (416) 865-0904



Industry Canada

Office of the Superintendent of Bankruptcy Canada

Industrie Canada

Bureau du surintendant des faillites Canada

District of: Ontario
Division No.: 12 - Ottawa
Court No.: 33-3041050
Estate No.: 33-3041050

In the Matter of the Bankruptcy of:

7132221 Canada Inc.

Debtor

BDO CANADA LIMITED / BDO CANADA LIMITÉE

Licensed Insolvency Trustee

Ordinary Administration

Date and time of bankruptcy:

February 08, 2024, 15:31

Security: \$0.00

Date of trustee appointment:

February 08, 2024

Meeting of creditors:

February 27, 2024, 11:00

1(833) 215-3238

Conference ID: 735 927 774

-, Ontario Canada,

Chair:

Trustee

CERTIFICATE OF APPOINTMENT - Section 49 of the Act; Rule 85

- I, the undersigned, official receiver in and for this bankruptcy district, do hereby certify that:
- the aforenamed debtor filed an assignment under section 49 of the Bankruptcy and Insolvency Act;
- the aforenamed trustee was duly appointed trustee of the estate of the debtor.

The said trustee is required:

- to provide to me, without delay, security in the aforementioned amount;
- to send to all creditors, within five days after the date of the trustee's appointment, a notice of the bankruptcy; and
- when applicable, to call in the prescribed manner a first meeting of creditors, to be held at the aforementioned time and place or at any other time and place that may be later requested by the official receiver.

Date: February 08, 2024, 15:39

E-File/Dépôt Electronique

Official Receiver

Place Bell Canada, 160 Elgin Street, 11th Floor, Suite B-100, Ottawa, Ontario, Canada, K2P2P7, (877)376-9902



District of:	Ontario	
Division No.	12 - Ottawa	
Court No.		
Estate No.		

- 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 7132221 Canada Inc. o/a Hawktree Solutions of the City of Ottawa, 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 7th day of February 2024. When completed, this form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

LIABILITIES ASSETS (as stated and estimated by the officer) (as stated and estimated by the officer) 4.381.635.03 1.00 1.00 5,499,995.00 3. Accounts receivable and other receivables, as per list "E" 9.881.630.03 2. Secured creditors as per list "B"..... 5.00 0.00 0.00 0.00 Estimated to produce..... 0.00 4. Contingent, trust claims or other liabilities as per list "D" 0.00 4. Bills of exchange, promissory note, etc., as per list "F" . . . 0.00 estimated to be reclaimable for 5. Deposits in financial institutions 0.00 9.881.635.03 0.00 0.00 NIL 0.00 0.00 0.00 0.00 0.00 0.00 0.00 3.00 If bankrupt is a corporation, add: Amount of subscribed capital 0.00 0.00 Balance subscribed and unpaid..... 0.00 0.00 5.00

I, BDO Canada Limited, as Court Appointed Receiver, 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 7th day of February 2024 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 7th day of February 2024.

Tony Montesano, Commissioner of Oaths

For the Province of Ontario

Expires December 21, 2026

Antonio Montesano, a Commissioner, etc., Province of Ontario, for BDO Canada LLP and BDO Canada Limited, and their subsidiaries, associates and affiliates Expires December 21, 2026 BDO Canada Limited, as Court Appointed

Nelfor

9,881,630.03

Amended

District of: Ontario
Division No. 12 - Ottawa
Court No.

Court No. Estate No.

FORM 78 - Continued

In the Matter of the Bankruptcy of 7132221 Canada Inc. o/a Hawktree Solutions of the City of Ottawa, in the Province of Ontario List "A" Unsecured Creditors

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
1	2785236 ONTARIO CORP. Andre Dittrich Commission	20 John St. W Waterloo ON N0J 1B0	32,580.00	0.00	32,580.00
2	2793439 Ontario INC, Lucas Smith Signatur	424 Catherine St, Ottawa ON K1R 5T8	187,525.00	0.00	187,525.00
3	Alberta Paramedical Services Ltd.	19 Rayborn Crescent, St. Albert, AB T8N 4A9 St. Albert AB	158.00	0.00	158.00
4	Aquilina Law	5 Blackburn Avenue Ottawa ON K1N 8A2	24,194.00	0.00	24,194.00
5	ARKY	9723 JV Verlengde Bremenweg 12 Groningen Netherlands	4,637.00	0.00	4,637.00
6	Bank of Montreal	269 Laureier Ave. West Ottawa ON K1P 5J9	0.00	3,499,995.00	3,499,995.00
7	BDC Capital	Suite 100 700 Silver Seven Road Kanata ON K2V 1C3	0.00	2,000,000.00	2,000,000.00
8	Blick Rothenberg	16 Great Queen Street Covent Garden London UK	658.00	0.00	658.00
9	Blue Sail Medical Co., Ltd.	Jixia Street NO. 48 Yinuo Road Linzi District 255400 China	715,417.00	0.00	715,417.00
10	Branch Point Inc.	Unit 6 1127 Premier Way Pittsburgh PA P7B 0A3 USA	1,548.00	0.00	1,548.00
11	Canadian Red Cross.	PO Box 39 70 Lansdowne Ave. Toronto ON M6K 2V9	202,660.00	0.00	202,660.00
12	сапаРНЕМ	Unit BB1 1121 Dundas St. E Whitby ON L1N 2K4	278.00	0.00	278.00
13	Cardinal Health	c/o Lockbox 916990 PO Box 4090 Stn A Toronto ON M5W 0E9	15,475.00	0.00	15,475.00
14	CMB Management Inc.	640 Bridleglen Crescent Kanata ON K2M 0H2	1,695.00	0.00	1,695.00
15	Columbia Fire & Safety	#1-410 Garbally Road Victoria BC V8T 2K1	4,371.00	0.00	4,371.00
16	CRA - Tax - Ontario RC	Shawinigan-Sud National Verification and Collection Centre 4695 Shawinigan-Sud Blvd Shawinigan-Sud QC G9P 5H9	57,838.91	0.00	57,838.91
17	CRA - Tax - Ontario RT	Shawinigan-Sud National Verification and Collection Centre 4695 Shawinigan-Sud Blvd Shawinigan-Sud QC G9P 5H9	54,108.95	0.00	54,108.95

07-Feb-2024	
Date	BDO Canada Limited, as Court Appointed
	Receiver

District of: Ontario
Division No. 12 - Ottawa
Court No.

Court No. Estate No.

FORM 78 -- Continued

In the Matter of the Bankruptcy of 7132221 Canada Inc. o/a Hawktree Solutions of the City of Ottawa, in the Province of Ontario List "A"

Unsecured Creditors

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
18	Datrex USD	100 Quigley Bivd. New Castle DE 19720 USA	17,464.00	0.00	17,464.00
19	DCare	Neuhofstrasse 24 6340 Baar Switzerland	412,080.00	0.00	412,080.00
20	DS Lawyers Canada LLP	#901 123 Slater St. Ottawa ON K1P 5H2	5,439.00	0.00	5,439.00
21	Dynarex USA	10 Glenshaw St. Orangeburg NY 10962 USA	1,740.00	0.00	1,740.00
22	Enbridge Gas	400 Coventry Road Ottawa ON K1K 2C7	1.00	0.00	1.00
23	Export Development Canada (EDC)	150 Slater Street Ottawa Ottawa ON K1A 1K3	14,730.00	0.00	14,730.00
24	First Aid Central.	3504 Francis Hughes Laval QC H7L 5A9	24,875.00	0.00	24,875.00
25	First Aid Plus	301 Moodie Dr. Toronto ON K2H 9C4	13,221.00	0.00	13,221.00
26	First Aid Training Centre-CRC Inc.	B-305 Madison St. Winnipeg MB R3J 1H8	50.00	0.00	50.00
27	Flying Fresh Air Freight Cargo	3135 UNITY DR UNIT 1 Missisauga ON L5L 4L4	114,827.00	0.00	114,827.00
28	Formation en secourisme Lucie Normandeau	20 rue de Toulouse Granby QC J7C 1H4	345.00	0.00	345.00
29	G.T. Wholesale Ltd. Rebates	2480 Walkley Road Ottawa ON K1G 6A9	265,378.00	0.00	265,378.00
30	Gaston Charest	934 Vine Avenue Sudbury ON P3A 3P7	811.70	0.00	811.70
31	GAUKE International Trading Co. Ltd.	1 Main Street West Hamilion ON L8P4Z5 China	391,399.58	0.00	391,399.58
32	Gillette + Associates	RR1 083776 Sideroad 6 Bognor ON N0H 1E0	4,138.00	0.00	4,138.00
33	Gilmore Global	120 Herzberg Road Ottawa ON K2K 3B7	164,411.00	0.00	164,411.00
34	Glover - gcb Glover Customs Brokers Inc.	1510 Walkley Road Ottawa ON K1V 6P5	11,467.00	0.00	11,467.00
35	Health Canada.	Room 1804B 161 Goldenrod Driveway Accounts Receivable P/L 1918B Ottawa ON K1A 0K9	4,737.00	0.00	4,737.00
36	Heartzap Safety Training & Equipment	1185 Franklin Blvd., Suite 2 Cambridge ON N1R 7Y5	14,665.00	0.00	14,665.00
37	Hydro Ottawa Attn: Collections Department	2711 Hunt Club Rd, P.O Box 8700 Ottawa ON K1G 3S4	1.00	0.00	1.00
38	Industrial Revolution Inc.	5835 Segale Park Drive C Tukwila WA 98188 USA	1,152.00	0.00	1,152.00

07-Feb-2024	
Date	BDO Canada Limited, as Court Appointed
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Ontario 12 - Ottawa

Court No. Estate No.

FORM 78 -- Continued

In the Matter of the Bankruptcy of 7132221 Canada Inc. o/a Hawktree Solutions of the City of Ottawa, in the Province of Ontario List "A" Unsecured Creditors

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
39	Kemp USA	1900 Bancroft St Charlotte NC 28206 USA	4,635.00	0.00	4,635.00
40	Kerry Logistics Integrated Solution Inc.	9942 Chemain de la Cote- de -Liesse 1425 Transcanadienne Suite 150 Dorval, Quebec H9P 2W9 Canada Dorval QC H8T 1A1	169,101.00	0.00	169,101.00
41	Laerdal	C/O T10343C PO Box 4488, STN A Toronto ON M5W 4H1	132,999.00	0.00	132,999.00
42	Lara-Tech	D1-130 Terence Matthews Cres. Kanata ON K2M 0J1	16,319.00	0.00	16,319.00
43	Loopstra Nixon LLP	Suite 1901 120 Adelaide St. West Toronto ON M5H 1T1	1.00	0.00	1.00
44	Lumos Diagnostics	Suite B 7040 Professional Parkway lakewood Ranch FL 34240 USA	33,028.00	0.00	33,028.00
45	McArthur Medical Sales Inc.	P.O. Box 7 1846 5th Concession Rd W Pickering ON LOR 1X0	890.00	0.00	890.00
46	MegaCity Promotions.	810 Greenbank Rd. Ottawa ON K2J 1A2	155.00	0.00	155.00
47	Minister of Finance ON	95 Grosvenor Street Toronto, Ontario M7A 1Y8 Toronto ON M7A 1Y8	54,914.00	0.00	54,914.00
48	Modern Metal Products US	PO Box 247 Owatonna ME 55060-0247 USA	5,787.00	0.00	5,787.00
49	Numbercrunch Inc	500-320 March Rd Ottawa ON K2K 2E3	1.00	0.00	1.00
50	Only Batteries	8559 Dalton Rd. Montreal QC H4T 1V5	1.00	0.00	1.00
51	Pacific Customs Brokers	101-17637 1st Avenue Surrey BC V3Z 9S1	19,036.00	0.00	19,036.00
52	Pacific First Aid	1170 Glen Drive Vancouver BC V6A 3M6	105.00	0.00	105.00
53	Paul Lesperance	109 Gollins Drive Milton ON L9T 6J9	158.33	0.00	158.33
54	Pocket Nurse	610 Frankfort Rd Monaca PA 15061 USA	796.00	0.00	796.00
55	Pointer	62 York Street St. Catherines ON K1N 5T1 Canda	1,695.00	0.00	1,695.00
56	Prestan Products LLC USD	Suite 2 701 Beta Drive Solon OH 44143-2330 USA	36,847.00	0.00	36,847.00

07-Feb-2024	
Date	BDO Canada Limited, as Court Appointed
	Described.

Ontario 12 - Ottawa

FORM 78 - Continued

Court No. Estate No.

In the Matter of the Bankruptcy of 7132221 Canada Inc. o/a Hawktree Solutions of the City of Ottawa, in the Province of Ontario List "A" Unsecured Creditors

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
57	Prorack Gas Products	1300 E. Wakeham Ave, Ste A Santa Ana CA 92705 USA	2,975.00	0.00	2,975.00
58	Rogers.	P.O. Box 4100 North York ON M3C 3N9	189.00 0.00		189.00
59	Safecross First Aid Limited	21 Kodiak Crescent North York ON M3J 3E5	14,259.00	0.00	14,259.00
60	SAM MEDICAL USD	PO Box 4330 Tualatin WA 97062 USA	2,694.00	0.00	2,694.00
61	Stoneworks Technology	Unit E9 2212 Gladwin Crescent Ottawa ON K1B 5N1	1,750.00	0.00	1,750.00
62	Stryker Canada Inc	2 Medicorum Place Waterloo ON L8B 1W2	207,785.00	0.00	207,785.00
63	Success Seniors Care Home	555 Carvall Street Vancouver BC V6B 2J8	0.00	0.00	0.00
64	Tactical Medical USD	1250 Harris Bridge Road Anderson SC 29621 USA	166.00	0.00	166.00
65	Tender Corporation	P.O. Box 31018 Barrie ON L4N 0B3	1,478.00	0.00	1,478.00
66	Universal Mining Resources Ltd.	PO BOX 430 305 Lalonde St Whitewood SK S0G 5C0	4,392.56	0.00	4,392.56
67	Vereburn Medical Supply	10720 25 Street NE #112 Calgary AB T3N0A1	3,060.00	0.00	3,060.00
68	VIP Freight Limited USD	2, Colndale Road, Berkshire UK	3,942.00	0.00	3,942.00
69	Welch LLP	3rd Floor 123 Slater St. Ottawa ON K1P 5H2	32,210.00	0.00	32,210.00
70	Wills Transfer Ltd.	146 Hwy #15 Box 340 Smiths Falls ON K7A 4H2	553,309.00	0.00	553,309.00
71	Y&S	9, av. Raynor Pointe-Claire QC H9S 5H7	40,922.00	0.00	40,922.00
72	ZOLL	Station A c/o T10404C PO Box 4687 Toronto ON M5W 6B5	269,959.00	0.00	269,959.00
		Total:	4,381,635.03	5,499,995.00	9,881,630.03

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District of: Ontario
Division No. 12 - Ottawa
Court No.
Estate No.

FORM 78 - Continued

In the Matter of the Bankruptcy of 7132221 Canada Inc. o/a Hawktree Solutions of the City of Ottawa, in the Province of Ontario List "B" Secured Creditors

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	Bank of Montreal	269 Laureier Ave. West Ottawa ON K1P 5J9	3,500,000.00	Business Assets - Book Debts - Other Receivables		1.00		
				Business Assets - Book Debts - Trade Receivables		1.00		
				Business Assets - Stock In Trade - Inventory		1.00		
				Business Assets - Trade Fixtures - Property, plant and equipment		1.00		
			1	Other - Prepaid expenses & deposits		1.00		3,499,995.00
2	BDC Capital	Suite 100 700 Silver Seven Road Kanata ON K2V 1C3	2,000,000.00	Business Assets - Book Debts - Other Receivables		0.00		
				Business Assets - Stock In Trade - Inventory		0.00		
				Business Assets - Trade Fixtures - Property, plant and equipment		0.00		
				Other - Prepaid expenses & deposits		0.00		
				Business Assets - Book Debts - Trade Receivables		0.00		2,000,000.00
		Total:	5,500,000.00			5.00	0.00	5,499,995.00

Ontario

12 - Ottawa

Court No. Estate No.

FORM 78 - Continued

In the Matter of the Bankruptcy of 7132221 Canada Inc. o/a Hawktree Solutions of the City of Ottawa, in the Province of Ontario List "C" Preferred Creditors for Wages, Rent, etc.

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
				Total:	0.00	0.00	0.00

Ontario 12 - Ottawa

Court No. Estate No. ----

FORM 78 - Continued

In the Matter of the Bankruptcy of 7132221 Canada Inc. o/a Hawktree Solutions of the City of Ottawa, in the Province of Ontario List "D" Contingent or Other Liabilities

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
		Total:	0.00	0.00		

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District of:

Ontario

Division No.

12 - Ottawa

Court No. Estate No. Cilawa

FORM 78 -- Continued

In the Matter of the Bankruptcy of 7132221 Canada Inc. o/a Hawktree Solutions of the City of Ottawa, in the Province of Ontario

List "E"
Debts Due to the Bankrupt

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
			Total:	0.00 0.00 0.00			0.00	

District of:
Division No.
Court No.

Estate No.

Ontario 12 - Ottawa

FORM 78 - Continued

In the Matter of the Bankruptcy of 7132221 Canada Inc. o/a Hawktree Solutions of the City of Ottawa, in the Province of Ontario

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

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	

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Ontario

Court No.

12 - Ottawa

Estate No.

FORM 78 - Continued

In the Matter of the Bankruptcy of 7132221 Canada Inc. o/a Hawktree Solutions of the City of Ottawa, in the Province of Ontario

Real Property or Immovables Owned by Bankrupt

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
		Total:	0.00		0.00

Ontario 12 - Ottawa

Court No. Estate No.

FORM 78 - Concluded

In the Matter of the Bankruptcy of 7132221 Canada Inc. o/a Hawktree Solutions of the City of Ottawa, in the Province of Ontario List "H" Property

7132221 Canada Inc. FULL STATEMENT OF PROPERTY

Nature of property	Location	Details of property	Original cost	Estimated to produce
(a) Stock-in-trade	Repossessed by creditor	Inventory	2,532,066.00	1.00
(b) Trade fixtures, etc.	Repossessed by creditor	Property, plant and equipment	8,721.00	1.00
(c) Cash in financial institutions			0.00	0.00
(d) Cash on hand			0.00	0.00
(e) Livestock			0.00	0.00
(f) Machinery, equipment and plant			0.00	0.00
(g) Furniture			0.00	0.00
(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		Book Debts - Trade Receivables	636,932.00	1.00
		Book Debts - Other Receivables	74,539.00	1.00
		Prepaid expenses & deposits	160,829.00	1.00
			Total:	5.00

07-Feb-2024

Court No.

File No.

In the Matter of the Bankruptcy of 7132221 Canada Inc. o/a Hawktree Solutions of the City of Ottawa, in the Province of Ontario

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

Trustee:

Clark Lonergan

License:

3836

Email:

BDO Canada Limited / BDO Canada Limitée Licensed Insolvency Trustee
20 Wellington St E, Suite 500
Toronto ON M5E 1C5

Phone: (416) 865-0210 Fax: (416) 865-0904

BDO Canada Limited / BDO Canada Limitée
20 Wellington St E, Suite 500
Toronto ON M5E 1C5
Phone: (416) 865-0210 Fax: (833) 570-4645

 District of:
 Ontario

 Division No.
 12 - Ottawa

 Court No.
 33-3041050

 Estate No.
 33-3041050

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 7132221 Canada Inc. o/a Hawktree Solutions of the City of Ottawa, in the Province of Ontario

All n	otices or o	correspondence regarding this claim must be forwarded to the following address:
	In the m	natter of the bankruptcy of 7132221 Canada Inc. of the City of Ottawa in the Province of Ontario and the claim of
prov	ince of	I, (name of creditor or representative of the creditor), of the city of in the, do hereby certify:
cred		t I am a creditor of the above named debtor (or I am (position/title) of,
	2. That	I have knowledge of all the circumstances connected with the claim referred to below.
\$		the debtor was, at the date of bankruptcy, namely the 8th day of February 2024, 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 to which the debtor is entitled. (The attached statement of account or affidavit must specify the vouchers or other evidence in
supp	ort of the	claim.)
	4. (Ched	ck and complete appropriate category.)
		A. UNSECURED CLAIM OF \$
		(other than as a customer contemplated by Section 262 of the Act)
	Tha	t in respect of this debt, I do not hold any assets of the debtor as security and (Check appropriate description.)
		Regarding the amount of \$, I claim a right to a priority under section 136 of the Act.
		Regarding the amount of \$, I do not claim a right to a priority. (Set out on an attached sheet details to support priority claim.)
		B. CLAIM OF LESSOR FOR DISCLAIMER OF A LEASE \$
	That	I hereby make a claim under subsection 65.2(4) of the Act, particulars of which are as follows: (Give full particulars of the claim, including the calculations upon which the claim is based.)
		C. SECURED CLAIM OF \$
	(Give	in respect of this debt, I hold assets of the debtor valued at \$ as security, particulars of which are as follows: of full particulars of the security, including the date on which the security was given and the value at which you assess the security, attach a copy of the security documents.)
		D. CLAIM BY FARMER, FISHERMAN OR AQUACULTURIST OF \$
	That	hereby make a claim under subsection 81 2/1) of the Act for the unnaid amount of \$

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

 District of
 Ontario

 Division No.
 12 - Ottawa

 Court No.
 33-3041050

 Estate No.
 33-3041050

FORM 31 --- Concluded

In the Matter of the Bankruptcy of 7132221 Canada Inc. o/a Hawktree Solutions of the City of Ottawa, in the Province of Ontario

_	
	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 \$
	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 \$
i	o be completed when a proposal provides for the compromise of claims against directors.) nat I hereby make a claim under subsection 50(13) of the Act, particulars of which are as follows: live full particulars of the claim, including the calculations upon which the claim is based.)
	H. CLAIM OF A CUSTOMER OF A BANKRUPT SECURITIES FIRM \$
	nat 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: live full particulars of the claim, including the calculations upon which the claim is based.)
	hat, to the best of my knowledge, I(am/am not) (or the above-named creditor(is/is not)) related to the n 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.
within the and the c immediate	hat the following are the payments that I have received from, and the credits that I have allowed to, and the transfers at undervalue 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 ebtor 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) by before the date of the initial bankruptcy event within the meaning of Section 2 of the Act: (Provide details of payments, credits and undervalue.)
7. (/	oplicable 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: Fax Number :
	E-mail Address :
NOTE:	If an affidavil is attached, if must have been made before a person quasified 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 security, by the secured creditor.

District of: Ontario
Division No. 12 - Ottawa
Court No. 33-3041050
Estate No. 33-3041050

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 7132221 Canada Inc. o/a Hawktree Solutions of the City of Ottawa. in the Province of Ontario

l,	, of	, a creditor in the	e above matter, hereby	
appoint	, of		, to be	
	e matter, except as to the reconstruction or new place.	· ·	(with or without)	
Dated at	, thi	s day of	,	
Witness		Individual Credi	tor	
Witness		Name of Corpor	rate Creditor	
		Name and Title	of Signing Officer	
Return To:				
BDO Canada Limited / BDC) Canada Limitée - Licensed I	nsolvency Trustee		
20 Wellington St E, Suite 50	00			
Toronto ON M5E 1C5				

CHECKLIST FOR PROOFS OF CLAIM

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

PROOF OF CLAIM

- ► The signature of a witness is required;
- ► The claim must be signed personally by the individuals;
- ▶ If the creditor is a corporation, the full and complete legal name of the company or firm must be stated;
- ▶ Give the complete address, including postal code, where all notices or correspondence is to be forwarded, the name of the person to contact, the phone number and fax number.

PARAGRAPH 1

▶ Please state your name, city of residence, and if you are completing the declaration for a corporation or another person, your position or title.

PARAGRAPH 3

- ▶ State the date of bankruptcy, proposal of receivership and the amount of your claim;
- ▶ A detailed statement of account must be attached and must show the date, number and amount of all the invoices, charged credits or payments;
- ▶ A statement of account is not complete if it begins with an amount brought forward;
- ▶ The amount of the statement of account must agree with the amount claimed on the proof of claim.

PARAGRAPH 4

- ▶ An ordinary creditor must check subparagraph A. A preferred creditor must set out on an attached schedule the particulars of your priority:
- ▶ A secured creditor must check subparagraph C. You must insert the value at which you asses each of your securities and provide a certified true copy of the security documents as registered.

PARAGRAPH 5

Strike out "are" or "are not" as applicable to you. You would be considered a related person if:

- ▶ You are related to blood or marriage to the debtor;
- ▶ If the debtor is a corporation and you were a shareholder or if your company was controlled by the same shareholders as the debtor corporation.

PARAGRAPH 6

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

- ▶ Within the 3 months preceding the bankruptcy or proposal, if the creditor and the debtor are not related;
- ▶ Within 12 months preceding the bankruptcy or proposal, if the creditor and debtor are related.

In the case of an individual's bankruptcy only, you may request some or all of the items stated after paragraph 6.

GENERAL PROXY

A creditor may appoint a proxy by completing the proxy form, if the creditor is a corporation, the proxy form must be completed in the corporate name and signature witness.

NOTES

- ▶ Only creditors who have filed claims in the proper manner before the time appointed for the meeting of creditors are entitled to vote;
- ► A creditor may vote either in person or by proxy;
- ▶ A debtor may not be appointed a proxy at any meeting of his creditors;
- ▶ The trustee may be appointed as a proxy to for any creditors;
- ▶ A corporation may vote by an authorized agent at the meeting of creditors;
- ▶ In order to have the right to vote, a person must himself be a creditor or be the holder of a property executed proxy showing the name of the creditor;
- ▶ Only creditors who filed claims in the proper form with the trustee are entitled to share in any distribution that may be made.



Province of

Ontario

Division No.

12 - Ottawa

Court No.

33 - 3041050

Estate No.

33 - 3041050

IN THE MATTER OF THE BANKRUPTCY OF

7132221 CANADA INC. (O/A HAWKTREE SOLUTIONS)

TRUSTEE'S PRELIMINARY REPORT

PURPOSE AND DISCLAIMER

The purpose of this report is to inform all interested parties about the Trustee's preliminary administration and findings of the bankrupt estate. Readers are cautioned that the Trustee has relied upon third parties for information in the preparation of this report and that such information may be incomplete and inaccurate. The Trustee's review of this information as part of the preparation of this report does not constitute an audit, nor has the Trustee extensively verified any of the information provided, unless otherwise noted. Therefore, the contents of this report should be considered "for general information purposes only".

BACKGROUND AND CAUSES OF INSOLVENCY

7132221 Canada Inc./Hawktree Solutions ("Hawktree" or the "Company") operated as an importer and distributor specializing in wholesale and retail health and safety products, encompassing items such as first aid kits, disaster preparedness kits, training apparel, automated external defibrillators, and personal protective equipment ("PPE"), including masks, respirators, eye protection, gowns, gloves, and testing devices such as COVID-19 rapid tests. It held a supply management, distribution and license agreement for the majority of these products under the Canadian Red Cross ("CRC") brand with an expiration date of February 1, 2025 (the "CRC Contract"). Additionally, the Company managed an e-commerce platform, known as the CRC eShop, as part of the CRC Contract. Hawktree also held supply management, distribution and license agreements with other international Red Cross societies in Mexico, Columbia, and Argentina (the "International Contracts").

Hawktree operated from leased premises situated at 220 Kennevale Drive, Ottawa, Ontario, conducting business activities across Ontario, Canada, and internationally. Its inventory predominantly resided in thirdparty logistics warehouses (referred to as "3PLs") both within Canada and abroad.

Shareholding within Hawktree was distributed among Rob Fraser (26.5%), his spouse Sarah Fraser (26.5%), 2569386 Ontario Inc. (24.5%), Gauke International Trading Co. Ltd. (12.5%), and 9147 4999 Quebec Inc. (10%). Rob Fraser held the position of President, while Sarah Fraser actively participated in day-to-day operations and management.

The Company's financial challenges stemmed from several factors, notably:

- (a) a significant revenue surge in 2020 (approximately \$64.5 million) due to the COVID-19 pandemic's impact and heightened demand for PPE, followed by a return to historical revenue levels in 2021 (approximately \$5.4 million) due to reduced PPE demand and market oversaturation. This led to PPE inventory write-downs and bad debt expenses totaling approximately \$7.2 million and \$2.7 million, respectively, resulting in a net loss of approximately \$10.1 million in 2021;
- (b) cash taxes owed from 2020 amounting to approximately \$2.3 million;
- (c) lost deposits and corresponding litigation costs associated with certain domestic and international PPE suppliers; and

(d) Hawktree's buyout of a shareholder in 2021, based on the Company's peak financial position in 2020, which overstretched its balance sheet.

The Bank of Montreal ("BMO"), the Company's senior secured creditor, issued a breach notice on July 21, 2021, due to Hawktree's failure to settle its 2020 income taxes. Subsequently, BMO issued another breach notice on August 20, 2021, citing financial covenant breaches as of June 30, 2021.

In September 2021, BMO conducted a comprehensive review of Hawktree's financial records, loans, and accounts, highlighting various concerns, including the outstanding tax arrears, a decline in deposit volume to the Company's operating account over the previous six (6) months, a notable decrease in accounts receivables, and negative gross margins during the first and second quarters of 2021.

BMO stipulated that the tax arrears must be settled by October 20, 2021. However, as this did not occur, Hawktree's accounts were transferred to BMO's Special Account Management Unit.

Due to the unresolved tax arrears and the Company's inability to assure BMO of revenue, income, or cash flow improvements, or the rectification of covenant breaches, BMO opted to terminate its banking relationship with Hawktree. This led to the drafting of a Standstill Agreement dated February 10, 2022, where BMO agreed to refrain from demanding repayment of Hawktree's indebtedness or enforcing its security until May 31, 2022, provided certain conditions, including the repayment of all indebtedness to BMO by May 31, 2022, and the presentation of a firm financing commitment for repayment by April 29, 2022, were met.

Despite efforts, Hawktree failed to secure financing for repaying its indebtedness to BMO by May 31, 2022. Consequently, BMO extended the Standstill Agreement, requiring repayment of the indebtedness by November 30, 2022, and the provision of a firm financing commitment for the same by October 31, 2022.

Hawktree was unable to furnish a financing commitment by the specified deadline of October 31, 2022 and failed to secure financing for repaying its indebtedness to BMO by November 30, 2022.

On December 1, 2022, Hawktree engaged BDO Canada Limited ("BDO") to assess its current financial position and explore strategic options for refinancing, selling, or attracting investment into the business. BDO's assessment revealed a significant margin deficit on the BMO operating loan of approximately \$1.48 million as of October 31, 2022.

On January 9, 2023, BMO demanded repayment of its loans and issued notice under section 244 of the Bankruptcy and Insolvency Act, signaling its intent to enforce its security. To facilitate a sale and investment solicitation process ("SISP"), the parties entered into a Forbearance Agreement dated February 2, 2023, whereby BMO agreed to withhold enforcement actions until April 7, 2023, subject to certain conditions being met. Hawktree also consented to the appointment of a receiver and manager of its property in case of default under the Forbearance Agreement.

The Company failed to meet certain financial milestones and was unable to find a successful purchaser through the SISP.

With the expiration of the forbearance period under the Forbearance Agreement and the unsuccessful attempts to refinance, sell, or attract investors, BMO filed an application with the court to appoint BDO as receiver (the "Receiver") over Hawktree's property.

BDO was appointed as Receiver under the *Bankruptcy and Insolvency Act* (the "BIA") with respect to all of the assets, undertakings and property of Hawktree effective July 11, 2023 pursuant to an order granted by the Ontario Superior Court of Justice Commercial List (the "Court").

The Receiver initiated an expedited sale process on July 13, 2023, for the assets of Hawktree which resulted in the sale (the "Transaction") of all of the rights, title, and interest in the following assets of the Company: i) all non-PPE inventory including first aid products, emergency preparedness products, training and apparel items, and automated external defibrillators; ii) contracts including the CRC Contract and iii) all websites, marketing lists, and other intellectual property of the Company (substantially all of the

realizable assets of the Company) to Acme United Limited ("ACME"). The Transaction was approved by the Court pursuant to an Approval and Vesting order issued on September 21, 2023.

The activities of the Receiver subsequent to the appointment are described in the First and Second Reports of the Receiver dated September 7, 2023 and January 10, 2024 (collectively, the "Receiver's Reports").

On January 22, 2024, the Receiver applied for a motion to approve the activities of the Receiver and for the discharge of the Receiver, upon its filing of the Receiver's discharge certificate. An order ("Discharge Order") from the Court approving the activities of the Receiver and the discharge of the Receiver was issued on January 22, 2024.

As of the date of this report, the receivership proceedings remain on-going pending the completion of the remaining items as outlined in the Receiver's Second Report.

The Discharge Order empowered the Receiver to make an assignment in Bankruptcy where it was proper and in the best interest of the estate to do so. On February 8, 2024, Hawktree made an assignment in bankruptcy under the BIA and BDO was appointed as Trustee of the estate of the bankrupt. For clarity, the Property of Hawktree was in the possession of the Receiver and was realized on by the Receiver.

Further information on the Receivership and Bankruptcy proceedings, including the Receiver's Reports, can be accessed on BDO's website at:

https://www.bdo.ca/services/financial-advisory-services/business-restructuring-turnaround-services/current-engagements/hawktreesolutions.

ASSETS

The following table summarizes Hawktree's assets and liabilities as detailed in the Statement of Affairs ("SOA") as at February 8, 2024, including the estimated net realization value of Hawktree's assets and deficiency to unsecured creditors. The asset values reflected below are net book values as detailed in the Company records as at May 31, 2023 (prior to the receivership proceedings).

Hawktree Solutions Statement of Affairs as of February 8, 2024 (as per the Company's Books and Records) In CAD (\$)	Net Book Value	Estimated Net Realization Value
Assets		
Accounts receivable	636,932	1
Other receivables	74,539	1
Prepaid expenses and deposits	160,829	1
Inventory	2,532,066	1
Property, Plant and equipment	8,721	1
Total Assets	3,413,087	-
Liabilities		
Secured Claims		5,500,000
Unsecured Claims		4,381,635
Total Liabilities		9,881,635
Deficiency		(9,881,635)

*Disclaimer: The SOA was prepared by using the internal records of the Company. The information contained and discussed herein has not been audited, reviewed, or otherwise verified by BDO, and as such BDO expresses no opinion, whether expressed or implied, regarding the accuracy of the information contained herein.

The assets listed in the table above, plus intangible assets which include the Company's CRC Contract, International Contracts, and the CRC eShop, were encumbered and subject to the receivership administration.

Assets of the Company not included in the Transaction were trade accounts receivables ("AR"), litigation receivables owing from G-Force CNC Enterprises Inc. ("G-Force") and World Prestige Treasure SDN BHD ("WPT"), the International Contracts, a distribution agreement with Lumos Diagnostics, PPE inventory and sample inventory (collectively the "Excluded Assets").

The book value of the Company's AR, as per the Company's books and records is \$636,932. The majority of the AR is aged and is uncollectible. The Company's AR was not included in the sale to ACME. Accordingly, the Receiver has been making efforts to collect the AR. To date, the Receiver has collected \$20,513, and further significant AR collections is not considered likely.

The Company initiated legal action against WPT, a Thailand-based company, regarding a \$1.2 million USD deposit for nitrile gloves. The benefit of any recovery from the WPT litigation receivable would flow to Receiver and evidently BMO pursuant to its security. To permit the receivership proceeding to be concluded in a timely manner, the Receiver was authorized to assign the WPT litigation receivable to BMO pursuant to the Discharge Order.

The Receiver's efforts to realize on the remaining Excluded Assets, namely, the G-Force litigation receivable, the International Contracts, the distribution agreement with Lumos Diagnostics, PPE inventory

(still subject to warehouse liens) and sample inventory (collectively, the "Unrealized Assets") were unsuccessful and ultimately the Receiver resolved to abandon these assets.

The Trustee maintains the view that the Unrealized Assets have no realizable value for the benefit of the bankrupt estate.

Creditors are encouraged to read the Receiver's First and Second Reports for more details on the Receiver's asset realization process.

CONSERVATORY AND PROTECTIVE MEASURES

a) Conservatory and protective measures

The Trustee has taken no conservatory or protective measures. All of Hawktree's assets were encumbered and the Receiver took appropriate security measures to safeguard these assets. Details are available in the Receiver's First Report dated September 7, 2023. The Receiver has completed a sales process for the assets of Hawktree.

b) Carrying on business

The Company ceased operations on or around July 11, 2023. The Receiver concluded a formal sale process which offered the assets of Hawktree in conjunction with the transfer of the CRC contracts and other intellectual property which was encumbered.

The Trustee has no plans to operate the business.

c) Books and records

The electronic books and records of the Company are under the custody and control of the Receiver and will be turned over to the Trustee as required upon the completions of the receivership proceedings.

LEGAL PROCEEDINGS

The Company has two (2) legal claims against G-Force relating to approximately \$1.308 million that is owed to the Company. Of this amount, \$900,000 is secured by a movable hypothec on G-Force's assets, while \$408,000 relates to a deposit owed due to contract non-performance.

A surveillance report commissioned by the Receiver indicates low asset probability for enforcing the movable hypothec security. In addition, the report identified that there are four (4) other civil claims registered against G-Force.

Based on the Receiver's assessment, the G-Force claims did not have any realizable value for the receivership estate, therefore the Receiver abandoned its realization efforts for the claims. The Trustee maintains this view and will not be continuing this claim.

The Company also has a legal claim against WPT as detailed in a preceding section of this report. The Receiver assigned the WPT litigation receivable to BMO pursuant to the Discharge Order within the receivership proceedings.

The Trustee is not aware of any legal claims against the Company.

PROVABLE CLAIMS

The Trustee continues to review the proofs of claim being advanced by the Company's creditors and has not at this time completed an adjudication of the claims.

SECURED CREDITORS

The Trustee understands that the Company's principal secured creditor, BMO, is owed approximately \$3.5 million. BDC Capital Inc. is owed approximately \$2.0 million. The 3PLs are owed approximately \$0.7 million.

ANTICIPATED REALIZATION AND PROJECTED DISTRIBUTION

The Property, with the exception of the Unrealized Assets, was realized upon or dealt with by the Receiver and all funds will be distributed by the Receiver subject to the required Court approvals. Funds will be made available from the receivership to satisfy the cost of administering the bankrupt estate.

With respect to the receivership proceedings, it is anticipated that there will be a significant shortfall in satisfying the claims of the secured creditors and that no funds will be available for distribution to the unsecured creditors.

The Trustee is of the view that the Unrealized Assets which have been abandoned by the Receiver have no value to the estate as the cost to realize on these assets outweigh any potential benefit to the estate.

PREFERENCES AND TRANSACTIONS AT UNDERVALUE

The Trustee is not aware of any preferential payments or transactions at undervalue. The Trustee will report any findings to the estate inspectors, if any, for further consideration in due course.

Should any creditors have knowledge of potential preferential payments or transactions at undervalue, they are encouraged to contact the Trustee.

SECTION J - OTHER MATERIAL MATTERS NOT COVERED ABOVE

BDO Canada Limited acts in a dual capacity as both Court-appointed Receiver and Manager and Bankruptcy Trustee of Hawktree.

The Trustees fees and costs associated with administering the estate have been guaranteed by BMO up to a total of \$15,000, plus HST.

Dated at Halifax, Nova Scotia this 14th day of February 2024.

BDO CANADA LIMITED

In its capacity as Trustee in Bankruptcy of 7132221 Canada Inc./Hawktree Solutions and not in its personal capacity

Per:

Neil Jones, CPA, CA, CIRP, LIT

Senior Vice President