

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

BETWEEN:

UDAYAN PANDYA

Plaintiff

-and-

COURTNEY WALLIS SIMPSON, YORK REGION  
REALTY INC., WALLIS SIMPSON & ASSOCIATES,  
COURTNEY WALLIS SIMPSON c.o.b. as YORK MANAGEMENT GROUP  
and as CAMCO DEVELOPMENTS and as YORK GROUP

Defendants

In the Matter of the *Class Proceedings Act, 1992*

**MOTION RECORD  
(Motion in Writing)**

**BENNETT JONES LLP**  
One First Canadian Place  
Suite 3400, P.O. Box 130  
Toronto, Ontario  
M5X 1A4

David J.N. Rainsberry  
LSUC No. 49890Q  
Tel: 416-777-6236  
Fax: 416-863-1716

Solicitors for the receiver

TO: Govedaris Professional Corporation  
Barristers and Solicitors  
6383 Main Street  
Stouffville, ON L4A 1G4

Gregory Govedaris  
Tel: 905-642-2090 ext. 302  
Fax: 905-642-2101  
Email: gregory@govedaris.com

Plaintiff's counsel in Court File No. 05-CL-6178.

AND TO: Drudi, Alexiou, Kuchar LLP  
Barristers-At-Law  
7050 Weston Road  
Suite 307  
Vaughan, ON L4L 8G7

Constantine Alexiou / Michael G. Tweedie  
Tel: 905-850-6116  
Fax: 905-850-9146

Defendants' counsel in Court File No. 07-CL-6843

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

**BETWEEN:**

**UDAYAN PANDYA**

**Plaintiff**

**-and-**

**COURTNEY WALLIS SIMPSON, YORK REGION  
REALTY INC., WALLIS SIMPSON & ASSOCIATES,  
COURTNEY WALLIS SIMPSON c.o.b. as YORK MANAGEMENT GROUP  
and as CAMCO DEVELOPMENTS and as YORK GROUP**

**Defendants**

*In the Matter of the Class Proceedings Act, 1992*

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- A. Exhibit "A" – Order of Justice Ground dated November 17, 2005
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- C. Exhibit "C" – Endorsement of Justice Pepall dated November 15, 2007
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- E. Exhibit "E" – Endorsement of Justice Campbell dated April 9, 2008
- F. Exhibit "F" – Receiver's Accounts and Billing Summary
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3. Affidavit of Lincoln Caylor sworn April 28, 2008

4. Summary of Counsel Fees (August 1, 2006 to March 31, 2008)
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**TAB 1**

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

B E T W E E N:

UDAYAN PANDYA

Plaintiff

-and-

COURTNEY WALLIS SIMPSON, YORK REGION  
REALTY INC., WALLIS SIMPSON & ASSOCIATES,  
COURTNEY WALLIS SIMPSON c.o.b. as YORK MANAGEMENT GROUP  
and as CAMCO DEVELOPMENTS and as YORK GROUP

Defendants

In the Matter of the *Class Proceedings Act, 1992*

**NOTICE OF MOTION  
(Motion in Writing)**

The court appointed receiver will make a motion in writing to a judge presiding over the Commercial List at 330 University Avenue in Toronto or as soon after that time as a motion can be heard.

**PROPOSED METHOD OF HEARING:** The motion is to be heard in writing.

**THE MOTION IS FOR:**

1. An order that the interim fees, disbursements and GST from August 1, 2006 to March 31, 2008 are approved and are to be paid to the counsel to the receiver, Bennett Jones LLP, by the receiver, Michael J. Quilling, as a first charge on the receivership estate.

2. An order that the interim fees, disbursements and GST from July 1, 2007 to March 31, 2008 are approved and are to be paid to the receiver, Michael J. Quilling, as a first charge on the receivership estate.
3. Leave of the court to bring this motion, if necessary.
4. Such further and other Order as this Honourable Court may deem just.

**THE GROUNDS FOR THE MOTION ARE:**

**Background**

1. The defendant, Courtney Simpson ("Simpson"), is a member of the Real Estate Council of Ontario ("RECO"), a broker under the *Real Estate and Business Brokers Act* and is the principal broker and controlling mind of the defendant, York Region Realty Inc. ("York Realty") and also of the other defendant entities.
2. This proceeding has been commenced as a class action against the defendants for fraud, unjust enrichment, breach of fiduciary duty and/or misrepresentation with respect to a large number of victims or class members. The defendants have been noted in default.
3. By Order of the Honourable Mr. Justice Ground dated November 17, 2005 (the "Initial Order"), Michael J. Quilling (the "Receiver") was appointed receiver, pursuant to section 101 of the *Courts of Justice Act* and rule 41.02 of the *Rules of Civil Procedure*, over the assets of Simpson and York Realty.



**The Receiver's Fees and Counsel Fees**

4. Subject to paragraph 27 of the Order of Justice Farley dated December 23, 2005, the Receiver's fees and the fees of Bennett Jones LLP, counsel for the Receiver, form a first charge from the assets recovered in the receivership herein.

**Further Grounds**

5. Rule 2 of the *Rules of Civil Procedure*.

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

1. The Affidavit of Lincoln Caylor sworn April 28, 2008;
2. The accounts of Bennett Jones LLP;
3. The Receiver's Report dated April 25, 2008;
4. The Receiver's accounts; and
5. Such other material as counsel may advise and this Honourable Court may permit.

DATE: May 2, 2008

**BENNETT JONES LLP**  
One First Canadian Place  
Suite 3400, P.O. Box 130  
Toronto, ON M5X 1A4

David Rainsberry  
LSUC No. 49890Q  
Tel: 416-777-6236  
Fax: 416-863-1716

Solicitors for the receiver

**Udayan Pandya**  
Plaintiff

v.

**Courtney Wallis Simpson et al.**  
Defendants

Court File No.: 05-CL-6159

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**  
(Commercial List)

In the matter of the *Class Proceedings*  
*Act, 1992*

Proceeding commenced at Toronto

**NOTICE OF MOTION**  
(Motion in Writing)

**BENNETT JONES LLP**  
One First Canadian Place  
Suite 3400, P.O. Box 130  
Toronto, Ontario  
M5X 1A4

David Rainsberry  
LSUC No. 49890Q  
Tel: 416-777-6236  
Fax: 416-863-1716

Solicitors for the receiver

**TAB 1**

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)

BETWEEN:

UDAYAN PANDYA

Plaintiff

-and-

COURTNEY WALLIS SIMPSON, YORK REGION  
REALTY INC., WALLIS, SIMPSON & ASSOCIATES,  
COURTNEY WALLIS SIMPSON c.o.b. as YORK MANAGEMENT GROUP  
and as CAMCO DEVELOPMENTS and as YORK GROUP

Defendants

In the Matter of the *Class Proceedings Act, 1992*

**Receiver's Fees Report (April 25, 2008)**

**The Receivership Orders**

1. By order dated November 17, 2005 (the "Initial Order"), Justice Ground appointed Michael J. Quilling (the "Receiver") as the receiver of the defendants' assets. Attached hereto and marked as **Exhibit "A"** is a copy of the Initial Order.

**Receiver's Fees Motions**

2. The Receiver and the Receiver's counsel sought approval of their interim accounts on a motion before Justice Spies heard on April 26, 2006. Justice Spies, in her decision on the motion dated June 8, 2006, approved the Receiver's fees. Attached and marked as **Exhibit "B"** is a copy of Justice Spies' Decision on Motion dated June 8, 2006.

3. The Receiver and the Receiver's counsel next sought approval of their interim accounts (dated up to July 31, 2006) on a motion before Justice Pepall heard on October 10 and November 15, 2006. Justice Pepall's endorsement is attached hereto as **Exhibit "C"**. Justice Pepall requested a billing summary setting out the Receiver's hours, fees and disbursements which was filed with the court and the motion was subsequently brought back as a motion in writing to deal with the remaining issues.

4. Justice Campbell heard the motion in writing and granted the requested relief. The Order of Justice Campbell dated March 5, 2007 is attached hereto as **Exhibit "D"**.

5. The Receiver next sought approval of his interim accounts (dated up to June 30, 2007) on a motion in writing (Notice of Motion dated April 4, 2008). Justice Campbell heard the motion in writing and his Endorsement is attached hereto as **Exhibit "E"**.

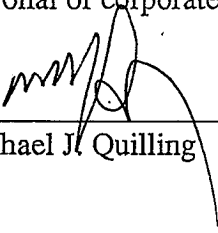
6. As requested by Justice Campbell in his endorsement (Exhibit "E"), my counsel submitted a supplementary motion record containing back up documents regarding disbursements. To date we have not received an endorsement regarding the fees and disbursements of the receiver from August 1, 2006 to June 30, 2007.

7. In the period commencing in or about July 1, 2007 through to March 31, 2008, the Receiver incurred fee accounts in the amount of \$11,400.00, disbursements in the amount of \$2,905.85 and GST in the amount of \$570.00.

8. The Receiver has reviewed the accounts related to this receivership and the summary of fees and disbursements (**Exhibits "F" and "G"**) and verily believes that they accurately reflect the time spent, fees incurred and disbursements made in conjunction with this matter.

**ALL OF WHICH IS RESPECTFULLY SUBMITTED BY:**

Michael J. Quilling in his capacity as  
Court Appointed Receiver with no  
personal or corporate liability.



---

Michael J. Quilling

**Udayan Pandya**  
Plaintiff

v.

**Courtney Wallis Simpson et al.**  
Defendants

Court File No.: 05-CL-6159

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**  
(Commercial List)

In the matter of the *Class Proceedings*  
*Act, 1992*

Proceeding commenced at Toronto

**RECEIVER'S FEES REPORT**

**BENNETT JONES LLP**  
One First Canadian Place  
Suite 3400, P.O. Box 130  
Toronto, Ontario  
M5X 1A4

Lincoln Caylor / David Rainsberry  
Tel: (416) 777-6121 / 6236  
Fax: (416) 863-1716  
LSUC No. 37030L/49890Q

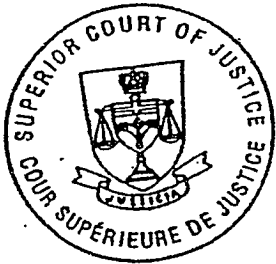
Solicitors for the receiver

**TAB A**

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

THE HONOURABLE ) THURSDAY, THE 17<sup>TH</sup> DAY OF  
MR. JUSTICE GROUND ) NOVEMBER, 2005

**BETWEEN:**



UDAYAN PANDYA

Plaintiff

- and -

COURTNEY WALLIS SIMPSON, YORK REGION  
REALTY INC., WALLIS SIMPSON & ASSOCIATES  
AND CAMEO INVESTMENTS

Defendants

*In the Matter of the Class Proceedings Act, 1992*

**ORDER FOR AN APPOINTMENT OF AN INTERIM RECEIVER**

**THIS MOTION** made by the plaintiff for an order appointing a receiver of Courtney Wallis Simpson ("Simpson") personally and for York Region Realty Inc. ("York Reality") pursuant to s. 101 of the *Courts of Justice Act* with investigatory and preservation powers was heard by the court this day at 393 University Avenue, Toronto.

**UPON READING** the affidavits of Udayan Pandya and Richard Kwasniewicz and on hearing the submissions of counsel for the plaintiff, no one appearing for the defendants



despite short notice of this matter, and upon being advised that Ms. Simpson is aware of this proceeding and that the relief sought would likely be granted if she did not attend,

1. **THIS COURT ORDERS** that Michael J. Quilling be appointed a receiver (the "Receiver") over the assets of Simpson and York Realty pursuant to s. 101 of the *Courts of Justice Act* with the powers and duties hereinafter set out.
2. **THIS COURT ORDERS** that the defendants be given leave on three days notice to the plaintiff and the Receiver to bring any motion they might see fit to vary this order.
3. **THIS COURT ORDERS** that Bennett Jones LLP be appointed as counsel to the Receiver, that the Receiver shall, in its discretion be entitled to share information received by it with the plaintiff but that the information obtained under this order shall not, without further direction and order, of this Court, be used in any criminal proceedings.
4. **THIS COURT ORDERS** that the Receiver shall have the power to engage consultants, agents, employees, experts, auditors, accountants, managers, solicitors and counsel and such other assistants from time to time and on whatever basis, including on a temporary basis, as it may consider an the business of any of the defendants or generally exercising the powers and duties conferred by this Order.
5. **THIS COURT ORDERS** that the Receiver may apply to this Court for advice and directions relating to the proper exercise of its powers hereunder, or for any variations to this Order.

#### **Preservation of Assets**

6. **THIS COURT ORDERS** that the Receiver is hereby empowered and authorized for and on behalf of and in the name of any of the defendants to take possession and control of all of the present and future assets, undertaking and property of the defendants and any funds, proceeds or

other assets directly or indirectly related to the funds allegedly raised by the defendants as alleged in the statement of claim (the "Property") and any and all proceeds, receipts and disbursements arising out of or from the Property, until further order of this Court, and to act at once in respect of the Property. Without in any way limiting the generality of the foregoing and in furtherance thereof, the Receiver is hereby expressly empowered and authorized on the Receiver's behalf, but not obligated:

- (a) to take such steps as in the opinion of the Receiver are necessary or appropriate to receive, preserve, protect and maintain control of the Property, or any part or parts thereof, including, but not limited to, the changing of locks and security codes, the relocating of Property to safeguard it, the engaging of independent security personnel, the taking of physical inventories and the placement of such insurance coverage as may be necessary or desirable, provided that the Receiver shall not evict or dispossess any occupant of any residential dwelling without further order of this Court made on notice to such occupant;
- (b) to take such steps as in the opinion of the Receiver are necessary or appropriate to maintain control over all receipts and disbursements arising out of or from the Property;
- (c) to receive and collect all monies, debts, claims, choses in action and accounts now owed or hereafter owing to any of the defendants in respect of the Property and to exercise all remedies of any of the defendants in collecting all such monies, including, without limitation, to enforce any security held by any of the defendants and to receive and recover all funds, monies, cash, cash equivalents, negotiable securities, accounts and any other assets on deposits to banks, brokerages and other financial or other institutions;
- (d) to join in and execute, assign, issue and endorse such transfers, conveyances, contracts, leases, deeds, bills of sale, cheques, bills of lading or exchange, or other documents of whatever nature in respect of any of the Property, in the name and on behalf of any of the defendants, which are necessary, desirable or convenient in, the opinion of the Receiver for any purpose pursuant to this Order;

- (e) to initiate, prosecute and continue the prosecution of any and all proceedings as may in its judgment be necessary or desirable to properly protect or realize upon the Property and to defend all proceedings now pending or hereafter instituted against any of the defendants or the Receiver, the prosecution of or defence of which will, in the judgment of the Receiver, be necessary to properly protect or realize on the Property or to protect the administration by the Receiver of the affairs of any of the defendants and the Property, and to settle or compromise any such proceedings which in the judgment of the Receiver should be settled;
- (f) to market any or all of the Property, including advertising and soliciting offers in respect of the Property or any part thereof and negotiate such terms and conditions of sale as the Receiver in its discretion may deem appropriate, provided that any such sale or disposition of Property shall, if the defendants do not consent to the same, be subject to the Court's approval;
- (g) to report to, meet with and discuss with such creditors of the defendants and their advisors as the Receiver deems appropriate including holding town hall or other meetings on all matters relating to the Property and receivership; and
- (h) to register this order in any public registry against title to any of the Property. Without limiting the generality of the foregoing this court orders that this order be registered against the real property and other assets described at Schedules "B" and "C" hereto.

7. **THIS COURT ORDERS** that no person having notice of this order shall interfere with, obstruct or in any way hinder the Receiver in the fulfillment or pursuit of its duties hereunder and that all such persons are under an obligation to deliver up to the Receiver any Property or other thing to which the Receiver is entitled to under this order. In the event that any person contests that any asset, document or thing is Property under this order or is document or record properly producible to the Receiver then that person shall first deliver up the asset in question to the Receiver or to such third party as the Receiver in its discretion may agree for safekeeping and

the person contesting the Receiver's right may thereafter, if so advised, bring an application to this Court for directions.

8. **THIS COURT ORDERS** that the Receiver may receive information from persons as to the details of their deposit of trust funds investments with Simpson and the other defendant but that the Receiver shall not be under any obligation to call for claims, validate claims or make recommendations with respect the disbursement of funds to investors without further order of this Court.

9. **THIS COURT ORDERS** that no demands, actions, motions, steps, registrations, perfections, administrative proceedings, self-help remedies, or any other acts, proceedings or private remedies whatsoever in respect of the Property, including without limitation, the enforcement of security, liens or collection of any debt or liability, the exercise of any debt or liability, the exercise of any landlord's right to distrain or terminate any lease, the acceleration, amendment or termination of any contract, including any contract of insurance, the exercise of any right of set-off or combination of accounts, the exercise of any construction, mechanics' repair, storage or other lien, or the commencement or continuation of any proceedings under any Environmental Laws (as hereinafter defined) in any jurisdiction in which the Property may be located, shall be taken against the Receiver, with respect to the Property or any part thereof, without the prior written consent of the Receiver or leave of this Court first being obtained upon not less than seven days' notice to the Receiver.

10. **THIS COURT ORDERS** that the defendants and anyone having knowledge of this order be and they are hereby restrained, pending consent of all parties or further order of this Court:

- (a) from removing from Ontario or in any way disposing, dealing with or diminishing the value of any of the defendants' property, whether real or personal, present or future, held in Ontario or elsewhere, whether held in the defendants' names or not, pending the final determination of this action or further order of this Court;

howsoever stored or maintained, relating to the defendants (the "Documents"). Provision of the Documents to the Receiver shall not breach any confidentiality or other non-disclosure obligations the Affected Persons might otherwise have to the defendants and it shall be deemed that the defendants shall have consented to the release of the Documents. The Receiver shall allow the defendants and their advisors reasonable access to and the ability to make copies of any and all such books and records in the possession of the Receiver. The defendants shall allow the Receiver to make, retain and take away copies of any or all of the Documents and shall forthwith grant to the Receiver access to and use of accounting, computer, software and physical facilities relating thereto promptly at the request of the Receiver.

14. **THIS COURT ORDERS** that if any of the Documents is stored or otherwise contained on a computer or other electronic system of information storage, the defendants and all Affected Persons shall forthwith give unfettered access to the Receiver for the purpose of allowing the Receiver to obtain a full copy of the Documents, whether by way of printing same onto paper or making copies of computer discs or such other manner of retrieving and copying same as the Receiver in its discretion deems expedient. For the purposes of this paragraph, the defendants and the Affected Persons shall provide the Receiver with all such assistance in gaining access to the Documents as the Receiver may in its discretion require, including, without limiting the generality of the foregoing, forthwith providing the Receiver with instructions on the use of any computer or other system and providing the Receiver with any and all access codes, passwords or other codes as may be required to gain access to the Documents.

15. **THIS COURT ORDERS** that Internet service providers or persons, corporations or individuals who provide e-mail, World Wide Web, file transfer protocol or other Internet connection services to the defendants and/or its present and former directors, officers, employees and agents to access the Internet or World Wide Web e-mail or other similar services, deliver to the Receiver, documents, server files, archive files or any other information in any form in any way recording messages, emails or other information sent or received by the defendants and/or its present and former directors, officers, employees and agents in the course of their association and in conducting their duties related to the operations and affairs of the defendants.

16. **THIS COURT ORDERS** that the Receiver shall have ongoing access to the defendants' current and future bank account statements and other financial records, copies of which shall be provided to the Receiver as and when demanded by the Receiver. The defendants and the third parties shall co-operate and consent to the distribution of such records to the Receiver.

17. **THIS COURT ORDERS** that the Receiver is empowered to demand production from third parties (including but not limited to the defendants' advisors, banks, financial institutions and the persons set out in Schedule "A") of documents relating to:

- (a) the defendants' financial affairs;
- (b) the deposit of funds received in connection with the sale of commercial real estate;
- (c) the identities of the persons who have provided deposit funds to Simpson and the other defendants;
- (d) the bank accounts or other financial records referable to the accounts into which such funds were deposited including documents referable to any withdrawal, transfer or dissipation of funds in such accounts; and
- (e) commissions, fees, expenses or other amounts paid to any persons in connection with the sale of such securities and any agreements, arrangements or any other communication with respect to the payment of such amounts;
- (f) and further directs that all such third parties (including all Affected Persons) shall co-operate fully with the Receiver, subject to claims of legal privilege.

18. **THIS COURT ORDERS** that the Receiver is empowered to compel the attendance, on two clear days written notice by letter from the Receiver or its counsel, of persons believed by the Receiver to have knowledge of the defendants' affairs for the purpose of being examined under oath by the Receiver or by such person as to whom the Receiver has or may delegate this power. In particular, and without limiting the general nature of the power conveyed by this

paragraph, the Receiver is empowered for the purposes of performing its duties hereunder to examine under oath the persons named in Schedule "A" to this order and any persons who may have received transfers of assets or funds from the defendants, provided that nothing herein shall apply, without further order of this Court, to compel any person who has been actually charged with a criminal offence to so testify and that any persons who so testify shall have the right to invoke the protections of the *Canada Evidence Act* and the *Canadian Charter of Rights and Freedoms*. If the persons to be examined have a personal residence or regular place of business within 60 kilometres of an office of Bennett Jones LLP (Toronto, Edmonton or Calgary) such examination shall take place at such office failing which it shall take place at any place where an examination of discovery may take place under the *Rules of Civil Procedure* in the province where the examination is conducted.

19. **THIS COURT ORDERS** that Simpson shall provide to the Receiver within 7 days of service of this order an affidavit under oath specifying her knowledge on the following matters:

- (a) specifics of all corporations, partnerships, or other entities in which she has a direct or indirect interest with particulars of the nature of such interest;
- (b) specifics of all bank, brokerage or other accounts, wherever situate, in her name, the name of York Region Realty Inc., the name of any of the entities in (a) hereof or over which she has any signing authority or any other direct or indirect control;
- (c) specifics of all bank, brokerage or other accounts, where funds were deposited, all accounts to which such funds may have been transferred and the present whereabouts of such funds;
- (d) whether any assets were purchased or acquired in whole or in part with such funds and, if so, the particulars of such assets and their present location with particulars of the assets involved name of the person or entity who holds title to such assets, the date of acquisition, acquisition cost and a current estimate of value; and
- (e) specifics of any disposition of assets (including transfer of funds) in excess of \$10,000 in the last 2 years and that this affidavit shall be deemed to have been

provided by compulsion of law and its further use in any other court proceeding be subject to the protections of the *Canada Evidence Act* and the *Canadian Charter of Rights and Freedom*.

20. **THIS COURT ORDERS** that the Receiver is authorised to enter upon the business premises of the persons set out in Schedule "A" (collectively the "Premises") and to examine anything and take away any documents or record found at the premises that the Receiver is authorised hereunder to require to be produced to it.

21. **THIS COURT ORDERS** that the Receiver shall have full power to investigate any gift, transfer, conveyance, settlement or any other disposition (a "Conveyance") of any interest in any assets, funds or any other property by the defendants to third parties (the "Conveyed Property") and to compel the production of information from any person with respect to such Conveyed Property and the circumstances surrounding the Conveyance as if such Conveyed Property was Property under this order and that the Receiver shall be at liberty to apply to the Court for any appropriate order relating to the preservation of any such Conveyed Property.

#### **Other**

22. **THIS COURT ORDERS** that the Receiver shall incur no liability or obligation as a result of its appointment or the fulfillment of its duties in carrying out the provisions of this order, save and except for any gross negligence or willful misconduct on its part.

23. **THIS COURT ORDERS** that no proceedings shall be brought against the Receiver in any Court or other tribunal unless leave of this Honourable Court is first obtained on motion on at least seven days notice to the Receiver and the parties.

24. **THIS COURT ORDERS** that all the costs of this receivership including without limitation the Receiver's fees and disbursements (including the amounts which the Receiver is obliged to pay others) and the fees and disbursements incurred by Bennett Jones LLP in carrying



out its duties herein shall be a first charge on any assets recovered in the receivership herein, subject to approval of the quantum of costs by the Court. The Receiver shall have the right to apply to the Court for approval and payment of its fees and disbursements on an interim basis provided that 15 days notice shall be given to the defendants of any such application. The Receiver shall also have the power, if so advised, to move to have the receivership terminated and to be discharged as Receiver.

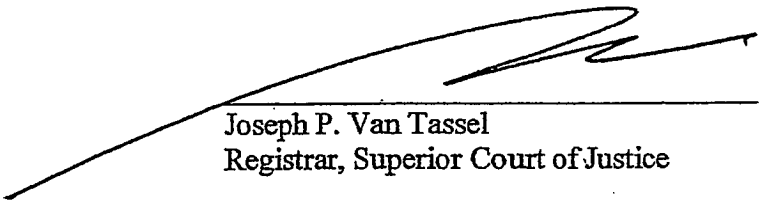
25. **THIS COURT ORDERS** that the plaintiff's costs of this motion shall be allowed in the same manner as the Receiver's fees and disbursements and shall be paid out by the Receiver as a second charge on any assets recovered in the receivership.

26. **THIS COURT ORDERS** that the Receiver be granted leave to apply to the Court for approval to borrow and to provide whatever security as may be appropriate, if so advised.

27. **THIS COURT ORDERS** that neither the making of this order nor anything in this order shall deem the Receiver to be an owner of any of the Property for any purpose and that neither the making of this order nor anything in this order shall vest in the Receiver the care, ownership, control, charge, occupation, possession or management or require or obligate the Receiver to occupy or to take control, care, charge, occupation, possession or management of any of the Property which may be environmentally contaminated, or a pollutant or a contaminant, or cause or contribute to spill, discharge, release or deposit of a substance contrary to any to occupy or to take control, care, charge, occupation, possession or management of any of the Property which may be environmentally contaminated, or a pollutant or a contaminant, or cause or contribute to spill, discharge, release or deposit of a substance contrary to any legislation enacted for the protection or preservation of the environment including, without limitation, the *Canadian Environmental Protection Act*, the *Transportation of Dangerous Goods Act* (Canada), the *Environmental Protection Act* (Ontario), the *Emergency Plans Act 1963* (Ontario), the *Ontario Water Resources Act*, the *Occupational Health and Safety Act* (Ontario) or the regulations hereunder, or any federal or provincial legislation, or rule of law or equity in any jurisdiction affecting the environment, the transportation of goods, or hazardous waste (collectively, "Environmental Laws"). The Receiver shall not be deemed as a result of this order to be in

control, charge, occupation, possession or management of any of the Property within the meaning of any Environmental Laws.

28. **THIS COURT SEEKS AND REQUESTS** the aid and recognition of any court or any judicial, regulatory, or administrative body in any province of Canada and the Federal Court of Canada and any judicial, regulatory or administrative tribunal or other court constituted pursuant to the Parliament of Canada and any court or any judicial, regulatory or administrative body of any other nations and states and the provinces, states or other subdivisions of such nations and states to act in aid of and to be complementary to this Court in carrying out the terms of this order.



---

Joseph P. Van Tassel  
Registrar, Superior Court of Justice

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

NOV 17 2005

PER/PAR:

MB

**Schedule "A"**

1. Wayne Simpson  
587 Cam Fella Boulevard  
Stouffville, Ontario  
L4A 7H3
2. York Management Group  
587 Cam Fella Boulevard  
Stouffville, Ontario  
L4A 7G9
3. Royal Bank of Canada  
Transit No. 02982  
47 Main Street  
Markham, Ontario
4. Royal Bank of Canada  
Davis and Highway 404 Branch  
Toronto, Ontario
5. Canadian Imperial Bank of Commerce  
Transit No. 01642  
4360 Highway 7  
Unionville, Ontario
6. Bank of Montreal  
Town Square Branch  
Richmond Hill, Ontario
7. TD Canada Trust  
Town Square Branch  
Richmond Hill, Ontario
8. TD Canada Trust  
Davis and Highway 404 Branch  
Toronto, Ontario
9. Bank of Nova Scotia  
Davis and Highway 404 Branch  
Toronto, Ontario
10. HSBC  
Richmond Hill
11. Laurentian Bank  
Newmarket, Ontario

**Schedule "B"**

1. 587 Cam Fella Boulevard  
Stouffville, Ontario  
L4A 7H3

Legal Description:

PCL 19-1 SEC 65 M2296: LT 19 PL 65R2296: Whitchurch-Stouffville

2. PIN 03715-0004  
Whitechurch, Ontario

Legal DescriptionL

PT LT 30 PL 54 Stouffville; PT LT 31 PL54 Stouffville, PT LT 40 PL 54 Stouffville; PT  
LT 41 PL 54 Stouffville PTS 1, 7 65R2555; S/T R221467, R221469

3. 1038 Kawagama Lake Road  
Dorset, Ontario

Legal Description:

Con 13 PT LOT 1 RP19R3154, Parts 1, 6, 7  
Dorset, Algonquin Highlands Township

4. PIN 03710-0193/0194  
Stouffville, Ontario

Legal Description:

PT LTS 49 & 50  
PL 70 Stouffville PT 2 65R256J4 Whitchurch-Stouffville

## Schedule "C"

1. Royal Bank of Canada  
Transit No. 02982  
47 Main Street  
Markham, Ontario
2. Royal Bank of Canada  
Davis and Highway 404 Branch  
Toronto, Ontario
3. Canadian Imperial Bank of Commerce  
Transit No. 01642  
4360 Highway 7  
Unionville, Ontario
4. Bank of Montreal  
Town Square Branch  
Richmond Hill, Ontario
5. TD Canada Trust  
Town Square Branch  
Richmond Hill, Ontario
6. TD Canada Trust  
Davis and Highway 404 Branch  
Toronto, Ontario
7. Bank of Nova Scotia  
Davis and Highway 404 Branch  
Toronto, Ontario
8. HSBC  
Richmond Hill
9. Laurentian Bank  
Newmarket, Ontario

Udayan Pandya  
Plaintiff

v.

Courtney Wallis Simpson *et al.*  
Defendants

Court File No.: 05-CL-6159

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**  
(Commercial List)

In the matter of the *Class Proceedings*  
*Act, 1992*

Proceeding commenced at Toronto

**ORDER**

**BENNETT JONES LLP**  
Barristers and Solicitors  
One First Canadian Place  
Suite 3400, P.O. Box 130  
Toronto, Ontario  
M5X 1A4

Lincoln Caylor / M. Joanne MacMillan  
Tel: (416) 777-6121 / 4629  
Fax: (416) 863-1716  
LSUC Reg. No. 37030L/43529J

Solicitors for the plaintiff

**TAB B**

**COURT FILE NO.:** 05-CL-6159  
**DATE:** 2006-06-08

**SUPERIOR COURT OF JUSTICE - ONTARIO**

**RE:** UDAYAN PANDYA, Plaintiff

**A N D:**

COURTNEY WALLIS SIMPSON, YORK REGION REALTY INC., WALLIS, SIMPSON & ASSOCIATES, COURTNEY WALLIS SIMPSON c.o.b. as YORK MANAGEMENT GROUP and as CAMCO DEVELOPMENTS and as YORK GROUP, Defendants

**BEFORE:** SPIES J.

**COUNSEL:** *Lincoln Caylor* for the Plaintiff/Receiver

*Gregory Govedaris*, for the Plaintiffs in Action # 05-CL-6178, Glenn E. Cohen for Atlas Holdings, D.R. Rothwell for Ajay Pahwa and Courtney Wallis Simpson in person

**HEARD:** April 26, 2006

**DECISION ON MOTION**

**OVERVIEW**

[1] This is a motion by the court appointed Receiver for an order that the interim fees, disbursements and GST of counsel for the Receiver, for the period October 11, 2005 to April 12, 2006, be approved and be paid to counsel by the Receiver as the first charge on the receivership estate.

[2] By order of Ground J. dated November 17, 2005, Michael J. Quilling was appointed Receiver, pursuant to s. 101 of the Courts of Justice Act and Rule 41.02 of the Rules of Civil Procedure, over the assets of Courtney Wallis Simpson and York Region Realty Inc. (the "Initial Order").

[3] The Receiver subsequently provided four reports to the court, on four separate attendances. As explained further below, those reports set out in summary fashion the



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activities of the Receiver and its counsel Bennett Jones LLP. It was not until the motion returnable March 9, 2006, that the Receiver sought court approval of the fees and disbursements of the Receiver and its counsel.

[4] At the attendance before Mesbur J. on March 9, 2006, the Receiver sought approval for its own fees in the amount of \$35,253.39 and for the fees and disbursement of Bennett Jones in the amount of \$234,434.79 (\$207,537.50 for fees and \$11,674.31 for disbursements plus GST).

[5] The material filed in support of the approval of the fees of Bennett Jones was only an invoice, which simply stated that the fees and disbursements were for "professional services rendered" for the period in question. Counsel also filed a one page "Summary of Time and Fees" which listed the lawyers/students who worked on the matter, their position within the firm, year of call, the total hours spent and hourly rate.

[6] Objection was taken to the fees of the Receiver and its counsel, by counsel for some of the claimants to the assets of the estate. Mesbur J. adjourned the Receiver's motion so that its counsel could particularize the fees and deliver particulars of the fees to the other parties.

[7] Further to the order of Mesbur J., the matter came on before me on April 6, 2006. At that time, after hearing the submissions of counsel appearing, I approved the interim fees and disbursements and GST of the Receiver for the period November 17, 2005 to February 28, 2006 in the amount of \$35,253.39.

[8] The motion with respect to the approval of the fees and disbursements of Bennett Jones was adjourned to April 26, 2006. The difficulty was that the Receiver had prepared a summary of counsel fees, which summarized the work done by each lawyer, but it did not set out the date on which the work was done and more importantly did not break down the work done into various categories of services rendered. Furthermore, no dockets were provided.

[9] Because of the way that the summary was prepared, it was impossible for counsel and for the court to assess the reasonableness of the fees and so unfortunately the motion to approve the fees and disbursements of Bennett Jones had to be adjourned again. Counsel for the Receiver was directed to provide to counsel appearing that day copies of dockets of Bennett Jones, redacted if necessary if there were concerns about solicitor/client privilege, along with a summary of the fees, grouping the time by lawyer in accordance with the main areas of work undertaken, so that an assessment of the fees could be made. The dockets and summary of fees were to be served by April 13, 2006. For any dockets that were redacted, counsel for the Receiver was directed to file unredacted copies in a sealed envelope with the court.

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[10] The motion returned before me on April 26th. Counsel for the Receiver had prepared a new motion record with a summary of counsel fees broken down into some categories of services rendered, along with copies of the dockets. No dockets were redacted.

### ISSUES

[11] Pursuant to the Initial Order, the fees of Bennett Jones LLP, counsel for the Receiver, form a first charge from the assets recovered in the receivership, subject to approval of the quantum of costs by the court.

[12] On the return of the motion before me, the Receiver sought approval of the fees of its counsel in the amount of \$207,537.50 and disbursements in the amount of \$11,674.31 for a total with GST of \$234,434.79 for the period October 11, 2005 to February 21, 2006 and \$153,985 for fees and \$5,146.46 for disbursements for a total of \$170,230.30 with GST for the period from February 21, 2006 to April 12, 2006. The grand total that is submitted for approval is \$404,665.09 of which \$361,522.50 is fees.

[13] Counsel opposing the motion objected to the approval of the fees, asserting that the fees are excessive, particularly given the recovery and size of the receivership estate and that the hourly rates charged are too high in all of the circumstances. There was no real issue with the disbursements, nor was it asserted that the Receiver or his counsel had exceeded their jurisdiction.

[14] The issues before me are what principles should I apply in considering the fees of counsel to the Receiver and what quantum of fees should I approve?

### THE FACTS

[15] There are currently at least two proceedings against the defendants and both are class proceedings. They each relate to alleged fraudulent activity on the part of Simpson and her companies. The plaintiff in the class action herein, (the "Deposit Fraud Class Action"), first approached Bennett Jones in the fall of 2005 alleging that Simpson, who is a real estate agent, and her companies, defrauded him by retaining his deposit for the purported purchase of a commercial property. It is alleged that Simpson purported to "sell" the same two commercial properties in excess of a hundred times each and as a result there are many claimants in this class who claim for deposits paid on purchases that were a sham.

[16] Mr. Govedaris is counsel for plaintiffs in class action #05-CL-6178 (the "Mortgage Fraud Class Action"). In that action, it is alleged that Simpson and others defrauded the victims through the operation of a "Ponzi Scheme", convincing people to "invest" in interim occupancy mortgages that never existed.

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### Initial Order

[17] The Initial Order of Ground J. approved the appointment of Bennett Jones LLP as counsel to the Receiver but hourly rates were not approved. The order gives the Receiver the usual powers to preserve property of the defendants including investigatory powers and the Receiver is of course permitted to apply to this Court for advice and directions related to the proper exercise of its powers or for any variations to the order.

### The First Report

[18] Counsel for the Receiver attended before Farley J. on December 13, 2005 and filed the First Report of the Receiver of the same date. That report summarized the nature of the two alleged frauds. At that time the Receiver estimated that there were eighteen victims of the deposit scheme fraud owed approximately \$3.6 million and at least 54 victims of the Ponzi Scheme/mortgage fraud with a total loss of approximately \$11 million.

[19] At that stage, counsel for the Receiver had issued the statement of claim in the Deposit Fraud Class Action. In the First Report, the Receiver recommended that the Mortgage Fraud Class Action be tried together with the Deposit Fraud Class Action and that the Initial Order be amended to add the mortgage fraud victims as a class of creditors to be considered by the Receiver.

[20] The Receiver reported on the various activities undertaken by the Receiver and its counsel since the date of the Initial Order, which included serving the Initial Order on all banks to which Simpson and York Realty had a relationship, asking that the bank accounts be frozen, registering the Initial Order on title to all properties owned by Simpson, attending at all properties owned by Simpson, (with the exception of the cottage property), speaking to the agent who had listed the real properties for sale (at the request of Simpson), reviewing Simpson's business records, examining Simpson under oath, communicating with the York Regional Police and dealing with claimants.

[21] The Receiver was in attendance with counsel for the examination of Simpson on November 29, 2005. On the same date the Receiver, accompanied by counsel, met with a detective from York Regional Police and conducted a cursory review of documents in the possession of the police as a result of the criminal charges pending against Simpson. Simpson consented to the Receiver reviewing this material.

[22] Simpson also co-operated with the Receiver in identifying the real property that she owned and in fact advised the Receiver of two properties that were registered in the name of Lia Hurst that Simpson claimed ownership to. The report stated that it appeared that the equity in the real property owned by Simpson might be

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anywhere from approximately \$654,000 to approximately \$1.3 million depending on whether the Receiver was successful in setting aside certain charges.

[23] At that time, the Receiver recommended listing the real property with the agent that Simpson had already listed the properties with and that the proceeds from sale be deposited and held in an interest bearing account, that the Receiver, in consultation with counsel, determine whether a law suit was warranted against Hurst, including certificates of pending litigation, in order to regain those two properties, reviewing documents in the possession of York Regional Police (17 boxes), selling the contents of Simpson's business premises and conducting an examination of a third party, Adam Cox, who had been identified by Simpson as someone who likely had relevant information.

[24] At the time of this First Report, the Receiver was aware that the members of the Deposit Fraud Class Action had made claims to the Real Estate Council of Ontario ("RECO") with respect to their deposits, and had been informed by RECO that it was its position that Simpson's actions constituted one "occurrence" and that therefore there was a \$500,000 limit to the amount to be paid by RECO for all class members. The Receiver recommended that he deal directly with RECO and assist individuals who had yet to make a claim to do so and then report to the court. He reported that any payments from RECO be used for the benefit of the deposit fraud class only. I am advised by Mr. Govedaris however, that the claimants in the Mortgage Fraud Class Action may also have claims against RECO and so the Receiver and counsel for the Receiver will need to be concerned about this conflict, as Bennett Jones also represents the Deposit Fraud Class.

[25] The First Report also disclosed an issue concerning Ajay Pahwa who has asserted a claim in the receivership estate as a secured creditor. The Receiver takes the position that the three mortgages Pahwa has on properties belonging to Simpson have been paid off, or, in the alternative, are not valid because of illegal rates of interest.

[26] The Receiver also advised the court at this time that it had established a website to post information regarding the case.

[27] Farley J. by order dated December 15, 2005, authorized the Receiver to amend the statement of claim to add Simpson carrying on business as York Management Group as a defendant and to try the Mortgage Fraud Class Action together or immediately after the Deposit Fraud Class Action (subject to confirmation by the appointed judge in the class proceedings).

[28] A second order of Farley J. of the same date headed "First Amended and Restated Initial Order" restated all of the relief granted by Ground J. in the Initial Order and added other terms, which authorized the Receiver to enter into new listing agreements to sell the real property owned by Simpson, deal directly with RECO on

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behalf of all victims of the Deposit Fraud scheme, examine Cox, and open a bank account to accept deposits from Simpson. That order also stayed all proceedings in respect of the defendants and their properties and approved a claim form and its distribution<sup>1</sup>.

### The Second Report

[29] The matter returned again before Farley J. on December 22, 2005 with the Second Report of the Receiver of the same date. In that report, the Receiver reported that the Receiver's counsel had continued to follow up with banks to ensure that accounts were frozen, met with Simpson for further investigation, that a separate interest bearing bank account had been opened to receive the proceeds from the sale of Simpson's assets and any funds that Simpson might be receiving, as Simpson was still working (subject to a living allowance for Simpson), that counsel had communicated with the agent that Simpson had already arranged, regarding the sale of various Simpson properties pursuant to a new listing agreement, and that a real estate agent had been retained to undertake a fair market assessment of the cottage property. Furthermore contact with Cox in order to compel his attendance at an examination had been made, the Statutory Declaration to be utilized as a claim form had been prepared and information had been posted to the website.

[30] With respect to the Hurst action, the Receiver reported that the properties were valued at between \$250,000 and \$275,000 each, but that there were mortgages registered on each of the properties in the amount of approximately \$221,000 and \$225,000. The Receiver advised it would continue to investigate to determine if there was sufficient equity to merit a lawsuit and, if in consultation with counsel, a lawsuit was warranted, that Hurst would be sued.

[31] With respect to RECO, the Receiver advised the court that the Receiver and its counsel had met with the manager of investigations of RECO. It appears the purpose of that meeting was simply to inform the manager of the activities of the Receiver to date and the orders that had been made.

[32] With respect to the Pahwa mortgages, counsel for Pahwa had served a notice of sale under mortgage with respect to one property. Based on the Receiver's investigation, which included a review of all documents registered on title, the Receiver recommended that the validity of the mortgages be challenged, that in the mean time no proceeds from any sale be paid to Pahwa and that funds claimed by Pahwa be held in the Receiver's bank account pending further order of the court.

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<sup>1</sup> As I advised counsel for the Receiver, particularly as the amended Initial Order is not black lined, in order to determine the relief granted by Farley J. as compared to the relief previously granted by Ground J., it is necessary to do a paragraph by paragraph review of the two orders. Preferably the new order should have simply stated the additional relief and any amendments without restating the Initial Order.

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[33] The Second Amended and Restated Initial Order of Farley J. dated December 23, 2005, authorized the Receiver to assert challenges to the validity, quantum and priority of the Pahwa, restrained Pahwa's power of sale proceedings and provided that upon approval of the sale of properties, that the amount claimed by Pahwa be held in a separate bank account pending further order.

### Third Report

[34] The Receiver attended in court again on January 20, 2006 before Cumming J. with the Receiver's Third Report dated January 13, 2006. In that report, the Receiver reported that bankruptcy proceedings had been commenced against Simpson and York Realty and two receiving orders dated December 30, 2005 had been obtained. The Receiver recommended and obtained an order from Cumming J. that the bankruptcy proceedings be stayed, as were the related receiving orders.

[35] The Receiver also reported on its on-going review of Simpson's bank accounts, but there was still no statement that any of those accounts had contained funds.

[36] A new issue arose in this report concerning certain shares of Dianor Resources Inc. that had been owned by Simpson and had been transferred into two individual accounts held at RBC Dominion Securities, allegedly in breach of the Initial Order. This information came to the Receiver from a detective of the York Regional Police squad. Counsel for the Receiver requested that the share transfers be reversed and currently that is a further issue for the Receiver to pursue. RBC is holding approximately 500,000 shares which fluctuate in value and could be worth anywhere from \$.255 (the rolling 52 week low price) to \$2.18 (the rolling 52 week high) per share.

[37] The Third Report to the court also updated the court with respect to the progress on the sale of the various properties owned by Simpson which had all been listed for sale, with the exception of the cottage property, and the fact that an action had been commenced against Hurst and that certificates of pending litigation on title had been obtained. The Receiver recommended acceptance of an offer concerning one property.

[38] With respect RECO, the report disclosed that counsel for the Receiver had sent a letter requesting disclosure of information and that there had been no response. By that point it was estimated that eighteen victims of the Deposit Fraud had made claims to RECO.

[39] With respect to Cox, after several attempts, he finally attended at an examination but then refused to answer questions once he realized he was there to give evidence about the Simpson fraud. The Receiver had continued its review of

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Simpson documents and discovered the existence of two other corporations for which it sought amendment, to have them added to the receivership.

[40] The Receiver also reported that counsel had written to the Crown assigned to the Simpson case requesting that a Restitution Order be sought against Simpson in the amount of approximately \$14.6 million representing the estimated loss occasioned by both the fraudulent deposit and mortgage schemes.

[41] Based on the report, the Third Amended and Restated Initial Order of Cumming J. dated January 20, 2006 directed that one property be sold with the amount of \$336,080, which is the amount of Pahwa's claim, to be held in a separate bank account to await the outcome of the Pahwa claim. A separate order of the same date added Simpson carrying on business as York Group and as Camco Developments as defendants.

#### **Fourth Report**

[42] When the matter proceeded before Mesbur J. on March 9th, she had the Fourth Report of the Receiver dated March 3, 2006. In that report the Receiver advised that it was using documents recovered from the police to verify and validate the claims of potential class members, particularly the alleged Mortgage Fraud class, in order to determine whether each individual investor had received less or more than their principal investment back. This was described as a complicated task for various reasons.

[43] By that date the actual claims made by members of both classes totaled approximately \$3.7 million. The Receiver stated that he had been in touch with the majority of the victims known to that date and had distributed the claim form to those individuals.

[44] The Receiver's estimate of the value of the assets in the estate at that time was set out in a chart outlining assets and potential recovery through the receivership. This chart listed total assets at \$3,225,000 with total liabilities at \$1,416,809 with a net estate total of \$1,808,191. The only assets listed were the real properties owned by Simpson, including the Hurst properties, the RECO claim at \$500,000 and the Dianor Resources shares at \$400,000, which appears to be a conservative number. The Pahwa claim was taken into account in the amount of \$336,080. As set out below, the interest of Simpson's husband in the matrimonial home was not considered.

[45] With respect to the Dianor Resources shares, the Receiver had communicated further with counsel for RBC Dominion. They were advised that the shares were frozen and that RBC would require a court order before complying with the

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Receiver's request to reverse the transfer. RBC had not produced the requested documents to the Receiver by that date.

[46] The Receiver provided further reports with respect to the real property and the court approved the sale of a second property. He recommended that the sale price of the sale approved by Cumming J. be reduced because of substantial issues disclosed in the property inspection. The Receiver recommended listing the cottage property in the spring. With respect to the Hurst properties, the Receiver reported that Hurst was willing to sign an acknowledgement and direction transferring title and the properties back to Simpson. The Receiver recommended that once that was done, that the properties be sold.

[47] With respect to RECO, the Receiver reported that twenty victims of the Deposit Fraud class had made claims to RECO totaling \$3,215,000. RECO agreed to provide disclosure of certain documents but continued to maintain its position that Simpson's actions constituted "one" occurrence and that therefore no more than \$500,000 would be available to all claimants under RECO's Consumer Deposit Insurance coverage. The Receiver stated that after reviewing the documentation, it would seek directions from the court regarding commencing an action against RECO's Insurer.

[48] The Receiver reported on the examination of Cox and advised that based on that examination, it was not recommended that Cox be added as a defendant. The Receiver also reported on obtaining bank records from the ten bank branches, which the defendants were known to have used, which had been served with the Initial Order. By this point the Receiver had a complete compilation of the bank records for the past 6 years and stated that he was confident that he would be able to discern some patterns from the movement of funds.

[49] Pursuant to the order of Mesbur J., RBC Dominion Securities was ordered to produce documents related to the Dianor Resources shares to the Receiver, and the shares were frozen until April 6, 2006. In addition, the sale of one property was approved, as was a listing of the Hurst properties after they had been reconveyed to Simpson.

#### **Affidavit of M. Joanne MacMillan sworn March 31, 2006**

[50] When the matter proceeded on April 6, 2006 before me, no further report was filed but I did have the Affidavit of M. Joanne MacMillan sworn March 31, 2006. Further information was provided on the Dianor Resources shares issue and the fact that RBC had provided the Receiver's counsel with documents related to the transfer of the shares. Copies of these documents had been provided to the transferees of the shares and Mr. Govedaris in accordance with Justice Mesbur's order.



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### Receiver's Action Plan

[51] In accordance with my endorsement of April 6, 2006, the Receiver served and filed a proposed Action Plan. A review of this plan assists in considering the work the Receiver and its counsel has done and what is yet to be done in order to realize all of the assets of the receivership estate and determine and pay out the claims.

[52] The proposal with respect to the various issues is as follows:

- (a) **Dianor Resources Inc. Shares**-the Receiver recommends challenging the share transfer and ask that it be reversed and that the shares be returned to the receivership estate on the basis that the transfer took place after the freezing order had taken effect. The method of determining this issue is to be resolved at a 9:30 appointment to be scheduled on notice to all interested parties.
- (b) **The Pahwa Mortgages**- the Receiver proposes examining the lawyer who assisted placing the mortgages on title to Simpson's properties and then challenging the validity of the Pahwa mortgages and proceeding via an application seeking to discharge the Pahwa mortgages on various grounds. Various alternative relief is also proposed. A draft application was included with the Plan. This is another matter that is to be timetabled at a 9:30 appointment on notice to all interested parties.
- (c) **RECO Claim**- RECO's has an insurance policy with Lloyds that has limits of \$100,00 per claim and \$500,000 for each "occurrence". Twenty-six claims have been made to RECO. If they are characterized as individual claims, the maximum possible insurance coverage would be \$1,965 million. The Receiver is considering proceeding against RECO and Lloyds by adding them as defendants to the Deposit Fraud Class Action and a draft Fresh as Amended Statement of Claim was provided to the court. Research that considered the merits of such a claim was summarized in the affidavit of Ms. MacMillan. A decision on this claim was deferred. Recovery from RECO will raise other issues in that the Receiver is only proposing to distribute any recoveries to the Deposit Fraud Class. These issues were also deferred.
- (d) Finally a proposal for claims administration was set out. A statutory declaration that was approved by Farley J. has been provided to each claimant requiring claimants to indicate whether they are part of the Deposit or Mortgage Fraud classes. The Receiver will review each claim along with supporting documents and decide whether to reject, approve or amend the claim. Only the principal amount of the deposit or mortgage

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investment will be validated. No procedure has yet been determined for claimants to contest the Receiver's determination.

### THE LAW

[53] Counsel did not provide any law to me with respect to the principles that I should consider in deciding this matter. It is my understanding that the leading case, at least in terms of the approval of the fees of a receiver, is *Re Bakemates Int'l Inc.*<sup>2</sup>, a decision of the Ontario Court of Appeal.

[54] In the *Bakemates* case Borins J.A., speaking for the court, stated that when a receiver asks the court to approve its compensation, there is an onus on the receiver to prove that the compensation for which it seeks the court's approval is fair and reasonable (at para. 31). That is the test that I intend to apply, along with the other principles set out in *Bakemates*, in determining the approval of the Receiver's counsel's fees.

[55] Borins J.A. stated that the court could adjust the fees and charges of the receiver, just as it can in the passing of an estate trustee's accounts, and that the applicable standard of review is whether those fees and charges are "fair and reasonable" (at para. 35). He went on to refer to Bennett on Receiverships<sup>3</sup> with approval and accepted as correct Bennett's discussion of the purpose of the passing of a receiver's accounts:

to afford the debtor, the security holder and any other interested person the opportunity to question the receiver's activities and conduct to date. On the passing of accounts, the court has the inherent jurisdiction to review and approve or disapprove of the receiver's present and past activities even though the order appointing the receiver is silent as to the court's authority (at para. 36 quoting Bennett at pp. 459-60)

[56] In determining what is fair and reasonable remuneration, Borins J.A. observed that there is no guideline controlling the quantum of fees as there is in respect to a trustee's fees. He referred to what he described as the "leading case" in the area of receiver's compensation, *Belyea & Fowler v. Federal Business Development Bank*<sup>4</sup>, a decision of the New Brunswick Court of Appeal, and adopted with approval the observations of Stratton J.A. in *Belyea* that compensation is

usually allowed either as a percentage of receipts or a lump sum based upon time, trouble and degree of responsibility involved. The governing

<sup>2</sup> [2002], O.J. 3569

<sup>3</sup> F. Bennett, 2<sup>nd</sup> Ed. (Scarborough Cohen Carswell, 1999)

<sup>4</sup> (1983) 46 C.B.R. (N.S.) 244

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principle appears to be that the compensation allowed a receiver should be measured by the fair and reasonable value of his service and while sufficient fees should be paid to induce competent persons to service receivers, receiverships should be administered as economically as reasonably possible (at para. 44).

[57] Where a percentage of receipts is used, a court may look to the rate afforded to a trustee in bankruptcy as a guideline, which is seven and one-half percent of receipts after payment to secured creditors, subject to variation by the court.<sup>5</sup> As I explain below however, this is not a receivership where in my view a fixed percentage would be fair to counsel for the Receiver. In my view the fees in this case must be assessed on a *quantum meruit* basis.

[58] The court in *Bakemates* approved of the *Beylea* factors to be applied when using a *quantum meruit* basis to assess a receiver's compensation, which include:

the nature, extent and value of the assets handled, the complications and difficulties encountered, the degree of assistance provided by the company, its officers or its employees, the time spent, the receiver's knowledge, experience and skill, the diligence and thoroughness displayed, the responsibilities assumed, the results of the receiver's efforts, and the cost of comparable services when performed in a prudent and economical manner (at para. 45).

[59] Although Borins J.A. stated that the factors in *Beylea* are a "useful guideline", he was careful to point out that they should not be considered as exhaustive of the factors to be taken into account, as other factors may be material depending on the circumstances of the receivership (at para. 51).

[60]- With these principles in mind, I turn to the positions of counsel in this case and the fees I have been asked to approve.

### **ANALYSIS**

[61] Opposing counsel complained that the additional billing summaries prepared by counsel for the Receiver were not provided within the time that I specified, which left counsel with inadequate time to prepare for this motion. It appears from the Affidavits of Service, that the Summaries of Counsel Fees were not served until April 18<sup>th</sup>. The Motion Record was served on April 20<sup>th</sup> by email but part of the transmission was unsuccessful and so it was sent by same day courier on April 21<sup>st</sup>. No explanation was given for why the timeline in my order was not complied with. This is unfortunate

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<sup>5</sup> Bennett, *supra* at p. 472

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as the court relies on parties with an interest in the receivership estate to act as a check on the activities of the Receiver and its counsel. However opposing counsel did not request an adjournment and so I have considered the matter based on the evidence before me.

[62] Opposing counsel did not suggest that the hours claimed by counsel for the Receiver had not been spent, but challenged the hourly rates and whether or not the work was done efficiently and whether all the time spent was warranted, particularly as it was argued that counsel for the Receiver should have known the nature of Simpson's assets and the value of the estate early on. As counsel observed, if the fees sought are approved as claimed, a very significant portion of the proceeds from the real estate assets will be committed to the legal fees incurred to date and recoveries for the claimants in the two class actions will largely depend upon the outcome of litigation concerning the Dianor Resource share issue, the Pahwa mortgage issue and the proposed action against RECO.

[63] Opposing counsel noted that up to the time of the Initial Order granted by Ground J. on November 17, 2005, counsel for the Receiver had incurred approximately \$40,000 in fees and there is not much dispute about that amount. The fees quickly escalated however and opposing counsel had no idea of how expensive the receivership had become until served with the motion record returnable March 9, 2006, which was served on March 4th. This meant that they did not have an opportunity to complain about the escalating costs before they were incurred. Counsel also complained that the Receiver's counsel has still left too much time unallocated to a particular category of work, leaving it difficult to assess the reasonableness of the time spent.

[64] Having considered the submissions of all counsel, and having reviewed the evidence filed in support of the fees claimed, including a line by line review of the actual dockets, and having considered the activities of the Receiver and its counsel as reflected in the Receiver's reports to the court, I have concluded that the Receiver's fees should be reduced by \$102,000 before GST. Counsel for the Receiver has not satisfied me that the hourly rates charged and all of the time spent is "fair and reasonable", given the factors I have considered that are relevant to the approval of the fees in this matter. My reasons are as follows.

[65] In coming to my decision, a significant consideration has been the amount of the fees to date, considering where we are in the receivership and the prospect of recovery for the claimants. In a passage from the *Belyea* case, not referred to by the Court of Appeal in *Bakemates*, Stratton J.A. stated:

Even though a professional is entitled to a fair, just and reasonable compensation measured by the reasonable value of the services rendered, the fees charged must bear some reasonable proportion to the amount of

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recovery from the RECO insurance policy, which is the minimum recovery from RECO and the Dianor Resources shares claim at a value of the shares at \$400,000. This estimate of the share value may be conservative because the shares have recently been worth in excess of \$900,000, but the strength of this claim is unknown. With respect to the real estate, the estimate takes into account a liability with respect to Pahwa in the amount of \$336,080, which could be reduced if the Receiver is successful challenging the Pahwa mortgages. Simpson advised at the time of the argument of this motion that her husband was asserting his half interest in the matrimonial home, which is one of the properties to be sold by the receiver. The Receiver had not taken this into account before and this claim is not reflected in this estimate.

[70] Although precise amounts cannot be known at this time, it seems clear that the quantum of claims will by far outstrip the available assets. Furthermore, as I have already stated, the available assets are modest, particularly considering the quantum of fees sought by the receiver. Apart from the sale of Simpson's real estate, which represents approximately \$900,000 of the approximate amount of the estimated \$1.8 million recovery, which is subject to reduction by the claim of Simpson's husband, the disputes concerning RECO, the Dianor Resources shares and Pahwa are still to be litigated. Although this court can control the efficiency of the manner in which the Pahwa and Dianor Resources disputes are determined, it is likely that pursuit of the RECO insurance will require a full-blown lawsuit. Furthermore the quantification of the claims is ongoing but not completed, nor have any disputes resulting from that process been determined. In other words, there is still considerable cost to be incurred before all of the possible assets of the estate have been realized and the claims paid.

[71] It is also important to note that the Receiver and its counsel have been assisted by the fact that Simpson has cooperated. She identified all of her assets for the Receiver and has consented to the police sharing the information they have obtained in their investigation of the criminal charges. Furthermore she is not defending the class actions. Her co-operation was somewhat of a problem however, when she decided to consent to individual judgments early on. The Receiver's counsel has dealt with that.

[72] Finally it is important to observe that the complaints of opposing counsel, that the quantum of the fees of counsel for the Receiver has caught them by surprise, are legitimate. There is no obligation on counsel for the Receiver to come to the court more often in order to seek approval of fees, but when counsel wait for several months to do so, particularly in a case like this where significant costs are running up relative to the size of the estate, counsel for the Receiver is at risk that when they do come to court, the way in which they have done the work and the fees incurred may legitimately be criticized. It is not enough in these circumstances to rely on the fact that the work done was approved in a general way by the various orders of the court already referred to. When counsel wait to bring their accounts to the court for approval, they do so at their own risk.

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[73] With this background in mind, I considered both the hourly rates charged by the Receiver's counsel, the time spent and the work done, in assessing the reasonableness and fairness of the accounts.

[74] I was advised by counsel for the Receiver, that the rates charged, are the usual rates charged by the various members of the firm in these matters. He acknowledged that they are at the "high end of the scale". Counsel advised however, that notwithstanding the Deposit Fraud Class Action was commenced by way of class action; counsel would not be seeking a multiplier or premium.

[75] The rates charged range from \$150.00 per hour for students at law to \$725.00 per hour for a tax partner (although I am told that that time has been written off). The bulk of the work was done by Lincoln Caylor, a 1995 call, at the rate of \$575.00 per hour (98 hours-\$78,000), M. Joanne MacMillan, a 2000 call, at the rate of \$450.00 per hour (160 hours-\$132,000), and Emily Atkinson, a 2005 call, at the rate of \$275.00 per hour (208 hours-\$114,000). All three lawyers are litigation counsel. There is some supervisory time by James Patterson, a 1988 call, at \$625.00 per hour. As well as a real estate partner, who is a 1992 call, has time on the file at the rate of \$550.00 per hour. Other lawyers with specialty in bankruptcy and insolvency (\$650.00 per hour), class actions (\$525.00 per hour), as well as real estate law clerks at \$150.00 per hour, a litigation law clerk at \$175.00 and students at law ranging from \$150.00 to \$175.00 per hour have all worked on the file.

[76] Mr. Cohen, counsel for a deposit fraud claimant, argued that the hourly rates claimed should be reduced by as much as a third, and referred to the old cost grid. Counsel for the Receiver responded that this was not relevant to the task before me. I agree, in the sense that the cost grid reflects, in terms of substantial indemnity costs, costs that the opposing party is ordered to pay, and those rates are not necessarily reflective of the costs as between the lawyer and his or her own client. Normally, with competition in the marketplace and informed clients, rates will be established as between a lawyer and a client that are reasonable in all of the circumstances, although some clients I am sure will disagree with that proposition. Here, however the client is a member of a class and he is not paying the fees personally. The plaintiff in this action and a few others had retained Bennett Jones individually at the outset and as submitted by opposing counsel, it is extremely unlikely that they could have afforded or would have agreed to pay the hourly rates now charged by counsel for the Receiver.

[77] There are many "clients" who will be impacted by the fees charged. They did not negotiate the hourly rates, nor did the court ever approve them. The assumption that the court will automatically approve a "usual" hourly rate for Receiver's counsel is a faulty one in my view. In a case like this, the court, with the assistance of opposing counsel, has to play the role of what a client would ordinarily do, namely

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consider whether the hourly rate is fair and reasonable in light of the nature of the work involved and the amount in issue.

[78] Although I accept the submissions of counsel for the Receiver, that this case is not a typical receivership, neither is the case complex. Setting aside whether or not two separate class actions or for that matter any class actions are needed, this case is primarily involved in the investigation and preservation of assets, dealing with victims and considering how best to pursue the litigation concerning the issues in dispute. This however, is a case where the amount of work involved may be somewhat disproportionate to the size of the receivership estate and so a percentage of the recovery would not be fair to counsel.

[79] The size of the receivership estate however should have some bearing on the hourly rates of counsel. I am of the view that an adjustment ought to be made to reflect the fact that, particularly after the size of the estate became known, the "usual" rates of counsel were too high relative to the size of the estate. Although the first statement of assets and liabilities was not put before the court until March 9, 2006, it is clear from the reports of the Receiver, that the Receiver and his counsel, had a general sense of the of the assets and liabilities of the defendants well before that. Certainly in early December, when preparation of the First Report dated December 13, 2005 was well underway, although the precise value of the estate would not have been known, the fact that the estate was a relatively modest one and that the potential claims were significant and would by far outstrip the amount of the estate, ought to have been known to the Receiver's counsel. Certainly at that point counsel should have considered whether or not the firm's usual hourly rates were suitable for this receivership. In fact in my opinion the usual rates, which Mr. Caylor acknowledged are at the "high end" of the scale, were not warranted from the outset.

[80] Although I would not reduce the hourly rates as significantly as suggested by opposing counsel, in my view they ought to be reduced by approximately 15%. Based on these considerations I find that there should be a reduction of the fees before GST in the amount of \$46,000 to reflect the fact that the hourly rates claimed are too high for this matter. In arriving at this amount, I have not applied a 15% reduction to the time docketed before early December 2005 of approximately \$80,000, by which point the information in the First Report was clearly known to counsel. I have however made an adjustment of 5% to that \$80,000 as well, as the rates were too high from the outset.

[81] I come then to the amount of time that is claimed.

[82] Counsel for the Receiver has not filed an affidavit that deals with any of the factors in the *Bakemates* case. The affidavits of Ms. Atkinson and Ms. MacMillan filed in support of this motion only identify the accounts, the summaries and the

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dockets and depose that they accurately reflect the time spent, fees incurred and disbursements made in conjunction with this matter. The onus however is on counsel for the Receiver to satisfy me that the amount claimed for fees is fair and reasonable.

[83] Counsel for the Receiver has filed a Summary of Counsel Fees for the period of November 4, 2005<sup>9</sup> to February 21, 2006 and a similar summary for the period February 21, 2006 to April 12, 2006. These summaries break the time spent by counsel for the Receiver into the following categories and amounts:

- (a) The total fees claimed with respect to real property is \$46,750.
- (b) The total fees claimed with respect to RECO is \$25,295.
- (c) The total fees claimed with respect to the Dianor shares is \$5,642.50.
- (d) The total fees claimed with respect to the Pahwa mortgages is \$17,585.
- (e) The total fees claimed with respect to "general receivership activities" comprises the balance claimed of \$227,745.<sup>10</sup>

[84] With respect to the fees claimed with respect to real property, according to the summary this reflects the time spent maintaining properties, communicating with insurance companies, utilities companies, real estate agents, land registry office, counsel for purchasers, dealing with power of sale Issue and Inquiries (i.e. Pahwa), dealing with mortgages, registering orders on title, obtaining and registering certificates of pending litigation on title, transferring properties into receivership, obtaining vesting orders and getting the title of the properties cleared.

[85] As I have already stated, Simpson identified the properties and a decision was made to use her agent as she had already listed some of the properties. Time was spent finalizing the sale of two of those properties, although only one sale had closed in the time frame of the accounts submitted. In addition it appears that the time spent on the Hurst action, which included obtaining certificates of pending litigation, and some of the time spent on Pahwa is included in this category.

[86] Many of the matters listed such as maintaining the properties, communicating with insurance and utilities companies and matters of that sort is work which I would have expected the Receiver's staff to take care of at a lower cost<sup>11</sup>. The fact that the Receiver is from Texas likely explains this, which is consistent with the fact that the Receiver's account was a small fraction of the fees of counsel for the Receiver. Counsel for the Receiver however, chose the Receiver and clearly counsel for the

<sup>9</sup> I note that this is after the date when the fees claimed began to be incurred of October 11, 2005.

<sup>10</sup> These amounts total \$323,017.50, which is almost \$40,000 less than the total fees claimed of \$361,522.50. The difference was explained on the basis that the summaries were estimates of the break down of fees. I expect that most of the explanation is that these summaries commence November 4, 2005 whereas the fees claimed commence October 11, 2005.

<sup>11</sup> The Receiver's hourly rate is \$400 US/hour so presumably its staff would be at lower rates.



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Receiver chose to do much of the Receiver's work. This however exacerbates the problem of high rates, as the rates claimed for the lawyers involved in these activities are as high as \$575 and \$450. In my view others should have done much of this work at significantly lower rates. I have considered this in my reduction for inefficiency discussed further below.

[87] The real estate partner who presumably was mostly responsible for the work done on the sale of the properties is Scott Martyn and his rate is \$550. He was assisted by two real estate law clerks at the rate of \$150 per hour. This time however only reflects \$10,595 of the fees. It is impossible to determine how much of the time claimed relates to the Hurst action but clearly the total fee claimed for this category of work done seems excessive.

[88] With respect to the fees claimed with respect to RECO, again the amount claimed seems high. RECO's position was known by the time of the First Report and essentially what has happened since then is a meeting and correspondence with RECO, demanding and receiving documents in response to a request for disclosure of documents, a consideration of the legal issue including research (over \$8,000 for research done by two students is part of this category) and assisting victims with making claims. It is not clear how much of the time claimed includes the time spent preparing the opinion that was filed with the court concerning the RECO action, but I expect that some of that time is not part of the time claimed now, as the cut off for fees was April 12, 2006. I note that the costs of this aspect of the matter will have to be carefully considered before any further work is undertaken given that it is unclear whether or not the RECO claim benefits both class actions or not.

[89] I do not have any difficulty with the quantum of time claimed with respect to the Dianor Resource shares issue and the Pahwa mortgages issue, which, if successful, will benefit all victims.

[90] The most difficult issue arises with respect to the heading "general receivership activities". Although some effort has been made to break out some of the motion time and the dealings with the banks in that category, it essentially is a category reserved for all of the other time spent that is not included in the other categories set out. Opposing counsel complain that this is in breach of my direction and does not give them a real opportunity to assess the value of the work done. I agree. We do not know for example, how much time was spent preparing the statement of claim or the Hurst action or a particular Report for the court. This means, for example, that we can not assess the value of the work done in connection with the Hurst action relative to the limited equity in the two properties at issue in that action.

[91] The court in the *Bakemates* case stated that although there is no prescribed process, the accounts must be detailed including the total charges "for each

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of the categories of services rendered" and in a form that can be easily understood by those affected by the receivership so that such persons can determine the amount of time spent by the receiver's employees and others that the receiver may have hired in respect to the "various discrete aspects of the receivership" (at para. 37). This was not done with respect to this general category and as a result the task of opposing counsel and the court is that much more difficult. It was not an option however to ask counsel for the Receiver to particularize this category further, as that would have necessitated yet another adjournment.

[92] The general receivership activities category includes, but is not limited to, commencing the proceedings, obtaining the receivership order, contacting victims, disseminating, collecting, processing and validating claim forms, obtaining bank records, reviewing bank records, tracing funds, reviewing records in the possession of York Regional Police, examining parties (Simpson and Cox), preparing reports for the court (4), reporting to the court and obtaining approval for steps taken (6 court attendances up to and including the attendance before me on April 6th), communicating with various parties including clients and class members and "developing and carrying out strategy for recovery". Again the Receiver's staff should have done some of this work if distance had not been an issue, such as the work done contacting victims and disseminating and processing claim forms. Again the fact this was done by lawyers at higher hourly rates means a deduction is required.

[93] The assessment of the fees in this category is a difficult task given the information that I have to consider. However, no one suggested that an assessment before an assessment officer or a line-by-line review was warranted, as the cost of that would be astronomical. Furthermore, opposing counsel did not go to the expense of cross-examining Ms. Atkinson on her affidavit or otherwise questioning counsel for the Receiver with respect to the accounts. That however, is understandable, as opposing counsel represent various claimants and do not have any certain access to the estate to cover their costs. Furthermore, the material in question was delivered too late to permit cross-examination without a further adjournment.

[94] Notwithstanding these concerns, fixing costs is not an unusual task for the court. Judges are expected now to fix costs following not only routine motions but also lengthy trials. Although the factors for assessing party and party costs may be different, the type of analysis required is similar and in fact the overriding direction now from the Court of Appeal is to assess what in our view is fair and reasonable in all of the circumstances.<sup>12</sup>

[95] In considering the number of hours and the nature of the work done on this matter, I am of the view that the sheer number of hours put in, given where we

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<sup>12</sup> See *Boucher v. Public Accountants Council for the Province of Ontario* (2004), 71 O.R. (3d) 291

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are in this receivership, reflects a significant degree of inefficiency when I consider what work has been done based on the material filed. They are excessive and greatly exceed what I view as fair and reasonable.

[96] Part of this concern about efficiency and whether all of the work done was warranted, can be explained by the fact that eighteen different professionals charged time to the file. Although some of that can be justified on the basis that different expertise was needed (particularly litigation versus real estate), this always raises a concern about duplication of effort. In that regard I considered particularly the dockets of Mr. Caylor, Ms. MacMillan and Ms. Atkinson, as they have by far, the most time on the file and they all worked on the very same matters. In other words it cannot be said that either Ms. MacMillan or Ms. Atkinson handled discreet issues under the supervision of Mr. Caylor. Based on my review of the dockets, it appears that there was, as a result, unnecessary duplication. Mr. Caylor delegated many tasks to Ms. MacMillan who in turn delegated them to Ms. Atkinson.

[97] For example, with respect to materials for court including the Receiver's Reports, although Ms. Atkinson would usually bear the main responsibility for drafting the materials, both Ms. MacMillan and Mr. Caylor would review and often revise these materials, (see for example pp. 134-135, 138, 149-150, 153, 154, 219-220 of the Motion Record returnable April 26, 2006). In addition, although Ms. Atkinson was the one who typically accompanied Mr. Caylor on court attendances or on examinations, this necessitated bringing Ms. MacMillan (or in some cases Ms. Atkinson, where it was Ms. MacMillan who went to court or Mr. Caylor when Ms. MacMillan conducted the examination of Cox) up to speed after those attendances and this is reflected in the dockets, (see for example pp. 132, 140, 149, 224 of the Motion Record). In some cases all three attended court, (see page 142 of the Record) and naturally there were many occasions when all three met together to review the matter. These are intended only as examples. Clearly with all three lawyers working on the very same issues, coupled with the extraordinary number of other lawyers and students who worked on this file, duplication was inevitable.

[98] Furthermore there does not appear to have been a very clear demarcation if at all, between the various tasks undertaken by Ms. MacMillan and Ms. Atkinson. There are many references to Ms. MacMillan doing research, notwithstanding that she is more senior than Ms. Atkinson and of course the students at law who worked on the file, (see for example pp.124, 129, 140, 145, 150, 222, 223, 230 of the Motion Record).

[99] Although I accept that it may have been necessary for all three lawyers to work on the file at the early stages, when it was important to move quickly to freeze assets, once that phase was over, in my view much of the litigation work should have been delegated to Ms. Atkinson under the supervision of Mr. Caylor. This would have resulted in less unnecessary duplication and much of the work done by Ms. MacMillan

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would have been done at a lower rate. Alternatively Ms. MacMillan should have been given more responsibility so that Mr. Caylor's time could be significantly reduced. Although three levels of counsel of varying experience may be warranted in a complex and large (in monetary terms) receivership, it is not warranted here. I have already commented on the particular need to conduct this receivership efficiently given the quantum of claims and the size of the estate. Furthermore, the matter is not complex. Accordingly, a deduction for this unnecessary duplication must be made.

[100] In considering the amount of this deduction, I have considered the fact that the duplication of effort reflects primarily on the time spent by Mr. Caylor, Ms. MacMillan and Ms. Atkinson and that accordingly the time they have spent should be reduced to eliminate this duplication, and as well a deduction should be made to reflect the fact that some of the work done by Mr. Caylor could have been done by Ms. MacMillan or alternatively a great deal of her work could have been done by Ms. Atkinson, under the direct supervision of Mr. Caylor, at a significantly lower hourly rate. Either way, unnecessary duplication would have been reduced and work would have been done at a lower hourly rate.

[101] In addition, consideration must be given to the number of hours docketed to accomplish particular tasks. As I have already noted, the time for the real property category seems high. Furthermore the time in the general category is excessive given the nature of the work done. For example a great deal of time was spent preparing the various reports of the Receiver to the court and the time seems high particularly given that each report repeated a great deal of the early report(s). I note that Ms. Atkinson docketed time to reviewing precedents for these reports (see Record at page 129). That is to be expected for inexperienced counsel, but all of that time should not have been billed to the file.

[102] It is apparent from reviewing the dockets that there was no consideration given to whether or not some docketed time should have been written off. I was advised that in the final analysis, approximately \$3,000 has been written off which in part reflects the time of the tax partner and presumably other time, although that has not been specified. Nevertheless, in my view there ought to have been a more substantial write-off of time. There are numerous examples of dockets where lawyers have recorded time spent to research and ascertain what type of procedure was necessary in order to accomplish a particular step in the proceeding.

[103] For example, Ms. Atkinson docketed time determining how to bring a motion in the Commercial List to appoint a receiver (page 125 of the Motion Record) and researching between the role of a trustee in bankruptcy and a court appointed receiver (page 144 of the Motion Record. Ms. Atkinson also docketed time to reviewing the protocol to obtain fee approval and determining the requirements of vesting orders (pp. 208, 235 of the Record). There was also repeated research done on class actions

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by Ms. MacMillan notwithstanding that I am advised that Mr. Hoaken has expertise in that area and worked on the file.

[104] This type of basic information may not be known to inexperienced counsel but is fundamental knowledge that a client can reasonably expect his or her lawyer to know. It is not time that can be billed to the file. In commenting on this, I do not wish to be critical of the lawyers in question, as they need to take time to consider what to do when the process is unfamiliar to them. That is how one gains experience in the practice of law. That, however, cannot be at the expense of the client when it involves the fundamentals. I would have expected that the supervising lawyer would have written off these types of dockets and not include them in the accounts when rendered. That clearly was not done in this case and so again an adjustment to the fees claimed on this basis is warranted.

[105] In summary counsel for the Receiver has not satisfied me that the fees submitted are fair and reasonable. Simply put, in my opinion, counsel for the Receiver has not properly staffed or administered the work and resulting billing on this file. Considering all of these various deductions that in my view are necessary, I find that a deduction in the amount of \$50,000 of fees before GST for duplication and overall inefficiency is warranted. In arriving at this amount, I have taken into account the fact that I have already made a reduction to the hourly rates so that I do not "double count".

[106] I am also of the view that there must be a further reduction for the time spent by counsel for the Receiver in seeking court approval of its fees. The information provided to opposing counsel and the court before Mesbur J. was woefully inadequate and there is no explanation for why proper materials were not prepared at that time. Accordingly part of the time spent for that attendance was wasted in terms of this issue. Similarly, the problems opposing counsel raised with the further material provided in the first attendance before me on April 6, 2006 were predictable as well and so much of the time spent in court on that occasion was wasted. In addition, as already stated the third draft of the materials in support of this motion is still problematic and was served late. Had counsel for the Receiver prepared the necessary information for consideration by Mesbur J., a great deal of cost for all concerned would have been spared. Certainly the time spent by counsel for the Receiver for these wasted efforts should not be compensated.

[107] Accordingly there will be a further reduction of the fees (before GST) to take this consideration into account in the amount of \$6,000. The time spent with respect to the approval of fees was not separately categorized. I have calculated this amount by including some of the time spent by K. McPhie, who prepared the summaries, and part of the time spent by litigation counsel preparing for and attending

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before Mesbur J. and again before me on April 6, 2006 and some of the time spent by counsel preparing the information that I directed.

[108] For these reasons, the fees claimed by Bennett Jones will be reduced by these various deductions in the total amount of \$102,000 before GST, in order to arrive at an amount for fees that in my opinion is fair and reasonable in all of the circumstances.

### DISPOSITION

[109] Accordingly, the fees and disbursement of Bennett Jones LLP for the period from October 11, 2005 to April 12, 2006 are approved in the amount of \$259,522.50 for fees plus GST in the amount of \$18,166.58 and disbursements, inclusive of GST, in the amount of \$17,998.22 for a total of \$295,687.30.

[110] I do not intend to impose hourly rates on counsel for the Receiver with respect to future accounts submitted to the court but I trust that the conclusions that I have come to in reaching this decision will be taken into account. I expect that the number of lawyers working on this matter will be pared down significantly and that my concern about duplication will be dealt with.

[111] As for the approval of future accounts, I expect counsel for the Receiver to follow the procedure in the *Bakemates* decision. That decision makes it clear what information is required to support such a motion and I expect that counsel will include all of that information in the material filed with the court on the next motion for approval and that that motion record will be served well in advance and posted on the website so that all interested parties may make an informed assessment of the reasonableness of the fees claimed and if necessary, prepare to defend the motion. The categories for all services rendered must be more refined so that in addition to assessing the reasonableness of the future accounts, consideration can be given to what a client would normally want to know, namely, is the cost to pursue a particular course of action warranted given the likely outcome and the amount in issue. This will be necessary to determine how the remaining issues should be dealt with.

[112] Mr. Cohen, counsel for Atlas Holdings and Investments Inc., one of the claimants in the Deposit Fraud Class Action who has made a claim for a deposit of \$200,000, requested costs of his attendance on the motion in the amount of \$2,000 on a substantial indemnity basis, to be paid from the estate when Receiver's counsel is paid. He submits that this is fair if his efforts reduced the quantum of costs payable to Receiver's counsel. Atlas has been on the service list since the Initial Order and counsel has appeared on certain motions brought by the Receiver, including the attendances

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before me on April 6<sup>th</sup> and 26<sup>th</sup>. He submits that his client has a direct and substantial interest in the outcome of the motion and that I have the discretion to award costs pursuant to both section 131 of the *Courts of Justice Act* and Rule 57 of the Rules of Civil Procedure.

[113] Counsel for Atlas submits that these proceeding may be compared to pension surplus distribution litigation and estate litigation where it is not unusual for the court to allow cost to all persons interested in the fund and who made submissions of assistance to the court, to be paid out of the fund.

[114] Counsel for the Receiver submits that It is unusual for a creditor to seek legal costs for court attendances in the context of a receivership unless the receiver has acted beyond his authority or inconsistent with his appointment. Typically, if a creditor has to attend or bring a motion, the creditor bears his own costs. This prevents multiple creditors' counsel from attending on the receiver's motions and seeking fees. It is submitted that the court ought not to encourage creditors by a cost award to unnecessarily attend at future hearings. No issue is taken as to the quantum claimed.

[115] Mr. Govedaris submits that there is no authority that he is aware of to support costs paid to third parties who retain counsel after a receiver has been appointed unless there has been impropriety *inter alia* by the receiver, which has been identified, by that third party. He agrees with the submission of counsel for the Receiver that even if I have the discretion to award costs I ought not to as it would encourage other parties to seek costs and that would increase costs for all potential claimants.

[116] In my view I have the discretion to make a costs award pursuant to section 131 of the Courts of Justice Act. Atlas is clearly a party affected by the relief sought. Although it is not usual for counsel for creditors to ask for costs, in these circumstances, the submissions from opposing counsel were of some assistance, although since they did not have adequate time to prepare, unfortunately most of the detailed review of the accounts was left to me.

[117] I see no reason why Mr. Cohen's client, who chose to have counsel attend to contest the accounts, should bear all of the expense for the benefit of all claimants to the estate. In my view however, costs on a partial indemnity basis for this attendance is warranted, particularly as Mr. Cohen had not previously asserted an intention to ask for costs.

[118] For these reasons, I award costs to Atlas Holdings and Investments Inc. in the amount of \$1,500 on a partial indemnity basis, to be paid from the estate when Receiver's counsel is paid.

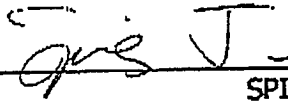
[119] I must add that this order as to costs is not an invitation for counsel who did not participate on the assessment of the costs on this motion to appear on future

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motions and seek such an award. If more claimants wish to be represented on future motions to approve the fees, they will need to choose and rely on one counsel to represent all of their interests on the issue of costs.

[120] That brings me to Mr. Govedaris who has not asked for costs and in fact opposed the request by Mr. Cohen for costs. Had Mr. Govedaris sought costs, I would have awarded costs to him on the same basis. Going forward, I expect Mr. Cohen to cooperate with Mr. Govedaris on the issue of the fees and I will only be prepared to consider awarding one set of costs on future motions to approve fees. Mr. Cohen represents a member of the class represented by counsel for the Receiver. As Mr. Govedaris represents the Mortgage Fraud Class Action, I would prefer to hear from him given the potential for conflict with the Deposit Fraud Class Action that I have already referred to.

[121] Finally, I ask that counsel for the Receiver ensure that this decision is posted on the Receiver's website as soon as possible.

  
\_\_\_\_\_  
SPIERS J.

RELEASED: JUNE 8, 2006



COURT FILE NO.: 05-CL-6159

DATE: 2006-06-08

**SUPERIOR COURT OF JUSTICE -  
ONTARIO**

**RE:** UDAYAN PANDYA, Plaintiff

**A N D:**

COURTNEY WALLIS SIMPSON,  
YORK REGION REALTY INC.,  
WALLIS, SIMPSON &  
ASSOCIATES, COURTNEY  
WALLIS SIMPSON c.o.b. as  
YORK MANAGEMENT GROUP  
and as CAMCO DEVELOPMENTS  
and as YORK GROUP, Defendants

**COUNSEL:** *Lincoln Caylor* for the  
Plaintiff/Receiver

*Gregory Govedaris*, for the  
Plaintiffs in Action # 05-CL-6178,  
Glenn E. Cohen for Atlas  
Holdings, D.R. Rothwell for Ajay  
Pahwa and Courtney Wallis  
Simpson in person

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**DECISION ON MOTION**

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SPIES J.

JUN - 8 2006

**TAB C**

Superior Court of Justice  
Commercial List

FILE/DIRECTION/ORDER

Udayan Panda  
Plaintiff(s)

AND

Anthony Wallis Simpson et al  
Defendant(s)

Case Management  Yes  No by Judge: \_\_\_\_\_

Counsel	Telephone No.:	Facsimile No.:

- Order  Direction for Registrar (No formal order need be taken out)
- Above action transferred to the Commercial List at Toronto (No formal order need be taken out)
- Adjourned to: \_\_\_\_\_
- Time Table approved (as follows): \_\_\_\_\_

Items 5 + 6 of the notice of motion originally returnable Oct 10, 06 were adjourned to be heard by me today so that additional materials could be placed before the court.

The receiver + receiver's counsel had originally sought approval of their interim accounts before Justice J. In her decision of June 8, 06 she observed that there was duplication of legal work + also suggested that the hourly rates should be reduced by about 15%. She also noted that others should have done much of the work for which fees were claimed at lower rates. She also noted that the accounts should be detailed + include total charges for each category of services. She reduced the fees claimed substantially.

Counsel for the receiver now seeks approval of its fees for the period Apr 1, 2006 to July 31, 2006 in the amount of \$103,893.15. This does

Nov 15, 06  
Date

[Signature]  
Judge's Signature

Superior Court of Justice  
Commercial List

## FILE/DIRECTION/ORDER

## Judges Endorsement Continued

not include disbursements. A separate outline of these has not been provided + are to be addressed on the next occasion that the receiver is in court. The fees of the receiver have not been adequately addressed + approval is also similarly adjourned. A breakdown of time is required.

The receiver's ~~to~~ counsel have done much to attempt to address the issues raised by Opers D. In this regard, the fees allocated to the Seanor Shards, the Patwas mortgages + the General Receivership Activities have all been reduced by 15%. In addition, with respect to the real property realizations, a flat fee of \$10,000 is requested rather than the full fees of \$23,492.<sup>50</sup>. Although significant time was devoted to this category, recovery was disappointing. An effort was also made to reduce the number of timekeepers on the file + to replace work done by an lawyer with work done by articling students for which there has been no charge.

I must be satisfied that the fees claimed are fair + reasonable. For the most part I am but I am of the view that the numbers of lawyer working on the file for the relevant time periods was excessive. In light of the size of the estate, I am hard pressed to understand the need for a litigation counsel called in 2000 + another in 1995. I accept that special expertise may be required for real estate + insolvency matters. In all of these circumstances, I am reducing the fees claimed by \$10,000. Accordingly fees of \$93,893.<sup>75</sup> are approved as disbursements of the fees of receiver's counsel.

On Oct 10, 2006, I granted the receiver

Superior Court of Justice  
Commercial List

## FILE/DIRECTION/ORDER

## Judges Endorsement Continued

authority to resolve Mr Simpson's family law Act claims. The receiver advised the court + Aers that for a period of time, Mrs. Simpson had moved back into the family home at 587 Cam Kella Blvd in Strathville. The receiver continues to recommend that he proceed with the agreement in principle reached with Mr. Simpson. Both Mr + Mrs. Simpson advised the receiver + the court that they are separated + living separate + apart; that the separation agreement entered into by them is not a sham; that Mr. Simpson has moved out; + proceedings for divorce. Both were advised by me of the provisions of R 59.06 + that a court order may be set aside on the grounds of fraud or facts arising or discovered after the order was made. Both assured me that the representations made to the court are accurate. On that basis, the receiver is at liberty to counsel the settlement with Mr. Simpson. Both Mr + Mrs. Simpson were also told that they should not construe my comments as suggesting that they should be separated or divorced. They must simply be forthright + honest with the receiver + the court.

Lastly with respect to the written request of Mr Geredans which I authorized in the interests of reducing costs, Mr Cayler did file an affidavit + as mentioned, further supporting materials are required before I approve the receiver's

Superior Court of Justice  
Commercial List

FILE/DIRECTION/ORDER

Judges Endorsement Continued

fees.  
not including the planor shares which  
currently would have a value of  
\$410,000 the estimated value of the  
estate is \$1.4 million before any fees or  
other expenses.

SRP

**TAB D**

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)

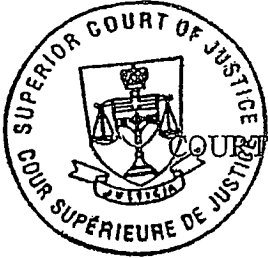
THE HONOURABLE MR. ) MONDAY, THE 5<sup>th</sup> DAY OF  
JUSTICE CAMPBELL ) MARCH, 2007

BETWEEN:

UDAYAN PANDYA

Plaintiff

-and-



COURTNEY WALLIS SIMPSON, YORK REGION  
REALTY INC., WALLIS, SIMPSON & ASSOCIATES,  
COURTNEY WALLIS SIMPSON c.o.b. as YORK MANAGEMENT GROUP  
and as CAMCO DEVELOPMENTS and as YORK GROUP

Defendants

In the matter of the *Class Proceedings Act, 1992*

*without notice* ORDER

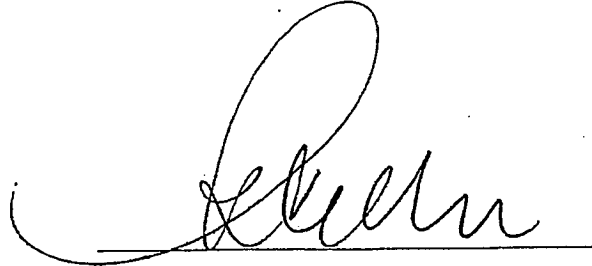
*M.* THIS MOTION, made *✓* by the receiver for an Order approving the receiver's interim fees, disbursements and GST and the disbursements of counsel for the receiver, Bennett Jones LLP, was heard this day *at Toronto*.

ON READING the materials filed,

1. THIS COURT ORDERS that the receiver's interim fees in the total amount of \$35,808.00, disbursements in the total amount of \$6,585.72 and GST thereon are approved and are to be paid to the receiver, Michael J. Quilling, as a first charge on the receivership estate.



2. THIS COURT FURTHER ORDERS that the disbursements of the counsel for the receiver, Bennett Jones LLP, in the total amount of \$8,887.24 and GST thereon, are approved and are to be paid to counsel for the receiver by the receiver, Michael J. Quilling, as a first charge on the receivership estate.



A-K Fedson  
Registrar

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

DEC 12 2007

PER/PAR:



Udayan Pandya  
Plaintiff

v.

Courtney Wallis Simpson *et al.*  
Defendants

Court File No.: 05-CL-6159.

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(Commercial List)

In the matter of the *Class Proceedings*  
*Act, 1992*

Proceeding commenced at Toronto

ORDER

BENNETT JONES LLP  
One First Canadian Place  
Suite 3400, P.O. Box 130  
Toronto, Ontario  
M5X 1A4

M. Joanne MacMillan  
LSUC Reg. No. 43529J  
Tel: 416-777-4629  
Fax: 416-863-1716

Solicitors for the receiver

**TAB E**

Udayan Pandya  
Plaintiff

v.

Courtney Wallis Simpson *et al.*  
Defendants

Apr. 9/08

This motion proceeded in writing but appears in notice to the other parties as if sent in the affidavit of service.

I have no hesitation in affirming the fees of the Receiver & the disbursements of the Receiver of the accountants fee. This latter item of \$30,000 does not have any back up material in support to explain what was done & what fees was involved. Assuming I am satisfied with the fee on order 11/

issue when forwarded for signing

Phelan J.

Court File No.: 05-CL-6159

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(Commercial List)

In the matter of the *Class Proceedings Act, 1992*

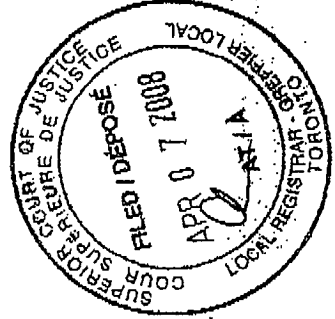
Proceeding commenced at Toronto

MOTION RECORD  
(Motion Returnable in Writing)

BENNETT JONES LLP  
One First Canadian Place  
Suite 3400, P.O. Box 130  
Toronto, Ontario  
M5X 1A4

M. Joanne MacMillan  
LSUC Reg. No. 43529J  
Tel: 416-777-4629  
Fax: 416-863-1716

Solicitors for the receiver



**TAB F**

Michael J. Quilling, Receiver for

Page: 1  
 07/31/2007  
 Client No: 911-0140M  
 Invoice No: 51674

RE: Simpson and York Realty

ITEMIZED SERVICES BILL

			Hours		80.00
07/05/2007	MJQ	Review of letter form Courtney Simpson	0.20		80.00
07/10/2007	MJQ	Telephone conference with Courtney Simpson regarding case issues	0.30		120.00
07/13/2007	MJQ	Review of tax form and forward to counsel	0.10		40.00
07/19/2007	MJQ	Initial review of spreadsheets from accountants (0.2); Telephone conference with Linc Caylor regarding status (0.2)	0.40		160.00
07/23/2007	MJQ	Review of letter from Courtney Simpson (0.3); Brief review of new account spreadsheets and forward to Courtney Simpson (0.3); Telephone conference with Linc Caylor regarding case issues (0.2)	0.80		320.00
		For Current Services Rendered	1.80		720.00

Recapitulation

	<u>Hours</u>	<u>Hourly Rate</u>	<u>Total</u>
<u>Timekeeper</u> Michael J. Quilling	1.80	\$400.00	\$720.00

Long-Distance Telephone	115.77
Courier Deliveries	7.08
Photocopies	148.20
Postage	21.89
Total Expenses Thru 07/31/2007	292.94
 Total Current Work	 1,012.94
 Balance Due	 <u>\$1,012.94</u>

NOTE: PLEASE REFERENCE THE CLIENT MATTER NO. WITH PAYMENT



QUILLING • SELANDER • CUMMISKEY • LOWNDS

Federal ID #75-2459334

Michael J. Quilling, Receiver for

Page: 1  
08/31/2007

Client No: 911-0140M  
Invoice No: 52649

RE: Simpson and York Realty

ITEMIZED SERVICES BILL

			Hours	
08/01/2007	MJQ	Telephone conference with Joann McMillan regarding case issues.	0.30	120.00
08/08/2007	MJQ	Telephone conference with Courtney Simpson regarding case issues.	0.20	80.00
08/15/2007	MJQ	Prepare email to Joann MacMillan regarding status issues.	0.10	40.00
08/16/2007	MJQ	Emails with Joanne MacMillan regarding case issues.	0.20	80.00
08/21/2007	MJQ	Review and execute report; review and execute materials relating to taxes; preparation of letter to Joanne MacMillan regarding same.	0.50	200.00
08/30/2007	MJQ	Review of letter from Courtney Simpson.	0.40	160.00
		For Current Services Rendered	1.70	680.00

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Hourly Rate</u>	<u>Total</u>
Michael J. Quilling	1.70	\$400.00	\$680.00

Long-Distance Telephone	189.06
Express Mail Service	55.44
Photocopies	2.60
Total Expenses Thru 08/31/2007	247.10
Total Current Work	927.10
Balance Due	<u>\$927.10</u>

NOTE: PLEASE REFERENCE THE CLIENT MATTER NO. WITH PAYMENT

Bryan Tower 2001 Bryan St., Suite 1800 Dallas, TX 75201

ph. 214.871.2100 fx. 214.871.2111 www.qsclpc.com

A P R O F E S S I O N A L C O R P O R A T I O N

A T T O R N E Y S A N D C O U N S E L O R S



Michael J. Quilling, Receiver for

Page: 1  
 09/30/2007  
 Client No: 911-0140M  
 Invoice No: 53435

RE: Simpson and York Realty

ITEMIZED SERVICES BILL

			Hours	
09/10/2007	MJQ	Travel to Toronto for meetings (1/2 time, lengthy delays - 4.0).	4.00	1,600.00
09/12/2007	MJQ	Attend meeting with Courtney Simpson regarding case issues (4.5); follow up meeting with Linc Caylor (1.0); return travel to Dallas (5.0).	10.50	4,200.00
09/14/2007	MJQ	Instructions to paralegal regarding new bank documents.	0.20	80.00
09/20/2007	MJQ	Telephone conference with Courtney Simpson regarding bank statements.	0.20	80.00
09/21/2007	MJQ	Telephone conference with Courtney Simpson regarding case issues.	0.30	120.00
09/24/2007	BR	Update website to reflect recent pleadings (.8)	0.80	160.00
		For Current Services Rendered	16.00	6,240.00

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Hourly Rate</u>	<u>Total</u>
Michael J. Quilling	15.20	\$400.00	\$6,080.00
Brent Rodine	0.80	200.00	160.00

Long-Distance Telephone	156.55
Express Mail Service	18.02
Photocopies	0.40
<b>Total Expenses Thru 09/30/2007</b>	<b>174.97</b>

Total Current Work 6,414.97

Balance Due \$6,414.97

NOTE: PLEASE REFERENCE THE CLIENT MATTER NO. WITH PAYMENT

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A T T O R N E Y S A N D C O U N S E L O R S



Michael J. Quilling, Receiver for

Page: 1  
 10/31/2007  
 Client No: 911-0140M  
 Invoice No: 54043

RE: Simpson and York Realty

ITEMIZED SERVICES BILL

			Hours		120.00
10/05/2007	MJQ	Review of letter from Courtney Simpson.	0.30		120.00
10/08/2007	MJQ	Telephone conference with Courtney Simpson regarding case issues.	0.20		80.00
10/19/2007	MJQ	Telephone conference with Courtney Simpson regarding case issues (.2).	0.20		80.00
10/25/2007	MJQ	Telephone conference with Joanne MacMillan regarding case issues.	0.20		80.00
		For Current Services Rendered	0.90		360.00

Recapitulation

	<u>Hours</u>	<u>Hourly Rate</u>	<u>Total</u>
<u>Timekeeper</u> Michael J. Quilling	0.90	\$400.00	\$360.00

Long-Distance Telephone	245.11
Travel Expenses for Michael Quilling while in Toronto for meetings on 9/10/07-9/12/07.	1,269.07
Express Mail Service	95.43
Photocopies	5.20
Postage	0.69
Total Expenses Thru 10/31/2007	<u>1,615.50</u>
Total Current Work	1,975.50
Balance Due	<u>\$1,975.50</u>

NOTE: PLEASE REFERENCE THE CLIENT MATTER NO. WITH PAYMENT



QUILLING · SELANDER · CUMMISKEY · LOWNDS

Federal ID #75-2459334

Michael J. Quilling, Receiver for

Page: 1  
11/30/2007

Client No: 911-0140M  
Invoice No: 55034

RE: Simpson and York Realty

ITEMIZED SERVICES BILL

			Hours	
11/05/2007	MJQ	Review of materials from Courtney Simpson.	0.30	120.00
11/06/2007	MJQ	Telephone conference with Courtney Simpson regarding case issues.	0.20	80.00
11/21/2007	BR	Update website to reflect recent pleadings.	0.50	100.00
11/27/2007	MJQ	Review of letter from Courtney Simpson.	0.30	120.00
11/29/2007	MJQ	Telephone conference with Courtney Simpson regarding case issues.	0.20	80.00
		For Current Services Rendered	1.50	500.00

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Hourly Rate</u>	<u>Total</u>
Michael J. Quilling	1.00	\$400.00	\$400.00
Brent Rodine	0.50	200.00	100.00

Long-Distance Telephone	239.32
Express Mail Service	45.30
Photocopies	1.00
Total Expenses Thru 11/30/2007	285.62
Total Current Work	785.62
Balance Due	<u>\$785.62</u>

NOTE: PLEASE REFERENCE THE CLIENT MATTER NO. WITH PAYMENT

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A P R O F E S S I O N A L C O R P O R A T I O N

A T T O R N E Y S A N D C O U N S E L O R S



QUILLING · SELANDER · CUMMISKEY · LOWNDS

Federal ID #75-2459334

Michael J. Quilling, Receiver for

Page: 1  
12/31/2007  
Client No: 911-0140M  
Invoice No: 55507

RE: Simpson and York Realty

ITEMIZED SERVICES BILL

			Hours	
12/12/2007	MJQ	Telephone conference with Courtney Simpson regarding case issues.	0.20	80.00
12/19/2007	MJQ	Review of emails from counsel regarding case issues.	0.20	80.00
		For Current Services Rendered	0.40	160.00

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Hourly Rate</u>	<u>Total</u>
Michael J. Quilling	0.40	\$400.00	\$160.00

Telecopies	5.00
Long-Distance Telephone	77.39
Photocopies	1.20
Total Expenses Thru 12/31/2007	83.59
Total Current Work	243.59
Balance Due	<u>\$243.59</u>

NOTE: PLEASE REFERENCE THE CLIENT MATTER NO. WITH PAYMENT

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A P R O F E S S I O N A L C O R P O R A T I O N

A T T O R N E Y S A N D C O U N S E L O R S



QUILLING · SELANDER · CUMMISKEY · LOWNDS

Federal ID #75-2459334

Michael J. Quilling, Receiver for

Page: 1  
01/31/2008  
Client No: 911-0140M  
Invoice No: 56376

RE: Simpson and York Realty

ITEMIZED SERVICES BILL

			Hours	
01/09/2008	BR	Conference and numerous correspondence with local counsel regarding recent pleadings (.7); Update website to reflect recent pleadings (1.0)	1.70	340.00
01/11/2008	MJQ	Telephone conference with Courtney Simpson regarding case issues.	0.20	80.00
01/14/2008	MJQ	Telephone conference with Joanne McMillan regarding Dianor shares case.	0.20	80.00
01/23/2008	BR	Update website to reflect recent pleadings (.8)	<u>0.80</u>	<u>160.00</u>
		For Current Services Rendered	2.90	660.00

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Hourly Rate</u>	<u>Total</u>
Michael J. Quilling	0.40	\$400.00	\$160.00
Brent Rodine	2.50	200.00	500.00

Total Current Work 660.00

Balance Due \$660.00

NOTE: PLEASE REFERENCE THE CLIENT MATTER NO. WITH PAYMENT

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A P R O F E S S I O N A L C O R P O R A T I O N

A T T O R N E Y S A N D C O U N S E L O R S

Michael J. Quilling, Receiver for

Page: 1  
02/29/2008  
Client No: 911-0140M  
Invoice No: 57310

RE: Simpson and York Realty

ITEMIZED SERVICES BILL

			Hours	
02/05/2008	BR	Update website to reflect recent pleadings (.4)	0.40	80.00
02/06/2008	MJQ	Telephone conference with Courtney Simpson regarding case issues.	0.30	120.00
02/07/2008	MJQ	Review of supplemental motion record relating to Dianor shares.	0.30	120.00
02/12/2008	MJQ	Review of various emails; telephone conference with Courtney Simpson regarding Dianor share issues.	0.60	240.00
02/13/2008	BR	Update website to include investor updates regarding investors' rights with respect to Courtney Wallis Simpson's parole hearing and terms of release (.7); Correspondence with local counsel regarding same (.4); Correspondence with Simpson's parole officer regarding contact information available to investors (.3)	1.40	280.00
		For Current Services Rendered	3.00	840.00

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Hourly Rate</u>	<u>Total</u>
Michael J. Quilling	1.20	\$400.00	\$480.00
Brent Rodine	1.80	200.00	360.00

Express Mail Service	114.73
Photocopies	1.80
Total Expenses Thru 02/29/2008	116.53
Total Current Work	956.53
Balance Due	\$956.53

NOTE: PLEASE REFERENCE THE CLIENT MATTER NO. WITH PAYMENT

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A T T O R N E Y S A N D C O U N S E L O R S



QUILLING · SELANDER · CUMMISKEY · LOWNDS

Federal ID #75-2459334

Michael J. Quilling, Receiver for

Page: 1  
03/31/2008  
Client No: 911-0140M  
Invoice No: 58048

RE: Simpson and York Realty

ITEMIZED SERVICES BILL

			Hours	
03/04/2008	MJQ	Review of affidavit materials for Dianor share dispute and conference call with Linc Caylor regarding same (.8); attention to execution of affidavit (.3); review and respond to emails from Courtney Simpson (.3).	1.40	560.00
03/14/2008	MJQ	Telephone conference with Courtney Simpson regarding case issues (.3); emails to Linc Caylor regarding same (.2).	0.50	200.00
03/17/2008	MJQ	Attention to forwarding requested documents to Courtney Simpson.	0.50	200.00
03/26/2008	MJQ	Review of emails and telephone conference with Courtney Simpson regarding same.	0.50	200.00
03/27/2008	MJQ	Telephone conference with Courtney Simpson regarding case issues.	0.20	80.00
		For Current Services Rendered	3.10	1,240.00

Recapitulation

<u>Timekeeper</u>	<u>Hours</u>	<u>Hourly Rate</u>	<u>Total</u>
Michael J. Quilling	3.10	\$400.00	\$1,240.00

Express Mail Service	89.60
Total Expenses Thru 03/31/2008	89.60
Total Current Work	1,329.60
Balance Due	<u>\$1,329.60</u>

NOTE: PLEASE REFERENCE THE CLIENT MATTER NO. WITH PAYMENT

Bryan Tower 2001 Bryan St., Suite 1800 Dallas, TX 75201

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A P R O F E S S I O N A L C O R P O R A T I O N

A T T O R N E Y S A N D C O U N S E L O R S



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

BETWEEN:

UDAYAN PANDYA

Plaintiff

-and-

COURTNEY WALLIS SIMPSON, YORK REGION  
REALTY INC., WALLIS, SIMPSON & ASSOCIATES,  
COURTNEY WALLIS SIMPSON c.o.b. as YORK MANAGEMENT GROUP  
and as CAMCO DEVELOPMENTS and as YORK GROUP

Defendants

In the Matter of the *Class Proceedings Act, 1992*

**BILLING**

**FEES AND DISBURSEMENTS FOR PROFESSIONAL SERVICES rendered acting as Court-Appointed Receiver pursuant to the Order of the Honourable Justice Ground issued July 2007 to March 2008 as follows:**

Fees (per attached accounts)	\$ 11,400.00
Disbursements (per attached accounts)	\$ 2,905.85
GST	\$ 570.00
	<hr/>
Total	\$ 14,875.85



**TAB G**

## SUMMARY OF TIME AND FEES

July 1, 2007 to March 31, 2008

Name	Experience	Total Hours	Rate Per Hour	Billing
M.J. Quilling	Called to the bar in 1982	25.7	\$400.00	\$10,280.00
B. Rodine	Called to the bar in 2004	5.6	\$200.00	\$1,120.00
<b>Total</b>				<b>\$11,400.00</b>

## SUMMARY OF DISBURSEMENTS

July 1, 2007 to March 31, 2008

Expenses	
Long Distance	\$1,023.20
Courier	\$7.08
Photocopies	\$160.40
Postage	\$22.58
Express Mail	\$418.52
Travel	\$1,269.07
Facsimile	\$5.00
<b>Total</b>	<b>\$2,905.85</b>

**TAB 3**

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

**BETWEEN:**

**UDAYAN PANDYA**

Plaintiff

-and-

**COURTNEY WALLIS SIMPSON, YORK REGION  
REALTY INC., WALLIS, SIMPSON & ASSOCIATES,  
COURTNEY WALLIS SIMPSON c.o.b. as YORK MANAGEMENT GROUP  
and as CAMCO DEVELOPMENTS and as YORK GROUP**

Defendants

*In the Matter of the Class Proceedings Act, 1992*

**AFFIDAVIT OF LINCOLN CAYLOR**

I, Lincoln Caylor, of the City of Toronto, in the Province of Ontario, **MAKE OATH  
AND SAY AS FOLLOWS:**

1. I am a partner with the law firm Bennett Jones LLP solicitors for the receiver herein, and as such have knowledge of the matters hereinafter deposed to. Where I make statements in the context of this affidavit which are not within my personal knowledge, I have identified the source of that information and belief, all of which information I have deposed to I verily believe.

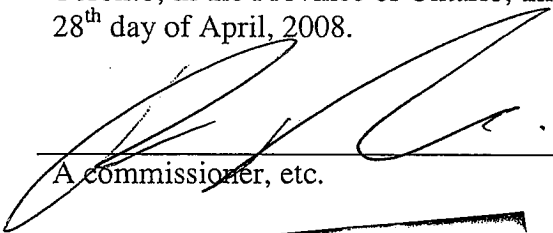
2. This affidavit is sworn in support of the motion to approve disbursements and accounts of Bennett Jones LLP, counsel for the receiver, for the period from in or about August 1, 2006 to March 31, 2008.

3. In the period commencing in or about August 1, 2006 to March 31, 2008, counsel for the receiver incurred accounts and disbursements totaling \$353,162.50 (inclusive of GST).

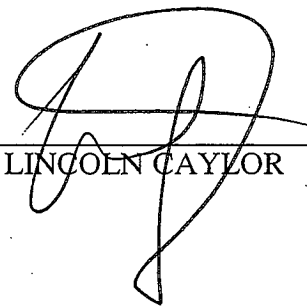
4. I have reviewed the Summary of Counsel Fees and the accounts located at Tab 4 of the receiver's motion record, the Summary of Disbursements of Bennett Jones LLP located at Tab 5 of the receiver's motion record, and the Bennett Jones Invoice numbered 756118, 756118, 756120, 756121 and 756122 located at Tab 6 of the receiver's motion record and I verily believe that they accurately reflect the time spent, fees incurred and disbursements made in conjunction with this matter.

5. All of the time committed to this matter by articling students has been removed from the aforementioned invoices. The approximate value of this time is \$31,162.00. In addition, the hourly rate of Joanne MacMillan has been reduced to \$450.00 per hour, notwithstanding that her hourly rate had in fact increased over the relevant period of time.

SWORN BEFORE ME at the City of )  
Toronto, in the Province of Ontario, this )  
28<sup>th</sup> day of April, 2008. )

  
\_\_\_\_\_  
A commissioner, etc. )

**DAVID RAINSBERRY**

  
\_\_\_\_\_  
LINCOLN CAYLOR

**Udayan Pandya**  
Plaintiff

v.

**Courtney Wallis Simpson et al.**  
Defendants

Court File No.: 05-CL-6159

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**  
(Commercial List)

In the matter of the *Class Proceedings*  
*Act, 1992*

Proceeding commenced at Toronto

**AFFIDAVIT OF LINCOLN CAYLOR**

**BENNETT JONES LLP**  
One First Canadian Place  
Suite 3400, P.O. Box 130  
Toronto, Ontario  
M5X 1A4

Lincoln Caylor / M. Joanne MacMillan  
Tel: (416) 777-6121 / 4629  
Fax: (416) 863-1716  
LSUC Reg. No. 37030L/43529J

Solicitors for the receiver

**TAB 4**

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

BETWEEN:

UDAYAN PANDYA

Plaintiff

-and-

COURTNEY WALLIS SIMPSON, YORK REGION  
REALTY INC., WALLIS, SIMPSON & ASSOCIATES,  
COURTNEY WALLIS SIMPSON c.o.b. as YORK MANAGEMENT GROUP  
and as CAMCO DEVELOPMENTS and as YORK GROUP

Defendants

In the Matter of the *Class Proceedings Act, 1992*

**SUMMARY OF COUNSEL FEES  
(August 1, 2006 to March 31, 2008)**

**Interim Summary 4**

Individual	Fee Items	Time	Rate
L. Caylor	<p><i>August 1, 2006 to March 31, 2008 – Receivership</i></p> <p>Conference with J. MacMillan regarding status of receivership; Conference with M. Quilling regarding issues and status; Call with receiver regarding status of all issues, schedule and court appearances; Call with M. Quilling, conference with J. MacMillan regarding claims and related issues; Review materials regarding status, note to J. MacMillan; Call from M. Quilling regarding status and upcoming court attendances; Conferences with J. MacMillan; Review affidavit; Revise materials.</p>	2.60	\$575.00
	<p><i>August 1, 2006 to March 31, 2008 – Dianor Shares</i></p> <p>Calls regarding sham divorce, consider Dianor shares; Review memo regarding share issues; Engaged regarding determination of share issue; Conference with J. MacMillan; Conferences with D. Rainsberry regarding affidavits and status regarding Dianor shares; Review affidavit regarding Dianor shares; Conference with D. Rainsberry regarding affidavit and application materials for Dianor issue; Review and revise affidavit; Call from defendants' solicitors; Review email from defendant's solicitors</p>	7.60 <hr style="width: 50px; margin: 0 auto;"/> 0.80 8.40	\$625.00  \$575.00



Individual	Fee Items	Time	Rate
	regarding Dianor issue; Emails from D. Rainsberry regarding Simpson evidence; Review and revise application materials; Emails with J. Kerbel and D. Rainsberry; Call with M. Quilling regarding Dianor materials.		
	<i>August 1, 2006 to March 31, 2008 – Pahwa Mortgages</i>  Conference with J. MacMillan regarding Pahwa and other steps; Review pleadings regarding shares, consider offer regarding Pahwa.	0.50	\$575.00
	<i>May 1 to July 31, 2006 – RECO/Lloyd's</i>  Consider issues regarding proceeding for determination of "occurrence", review memo regarding same; Review notice of application regarding RECO; Review application materials, discuss application and matter generally, consider affidavits in support of application; Conference with D. Rainsberry regarding insurance action, mediation and issues; Revise brief regarding insurance claim; Conferences with D. Rainsberry; Engaged regarding issues for Lloyds actions; Review draft reply brief.	1.40 <u>3.40</u> 4.80	\$575.00 \$625.00
Law Clerk (D. Henry)	<i>February 26, 2007 – Receivership</i>  Obtaining corporate profile report for Homenet Properties Inc.	0.20	\$230.00
Law Clerk (C. Kent)	<i>November 7, 2006 to February 12, 2007 – Real Estate</i>  Receiving and reviewing email instructions from E. Gutowski; Subsearching Stouffville property through Teraview to obtain parcel register; Preparing acknowledgment and direction and application to amend based on court order through teraview for electronic registration to delete certificate of pending litigation; Registering application to amend based on court order; Reporting email to J. MacMillan; Subsearching 587 Cam Fella Blvd Stouffville through Teraview to obtain and review parcel register; Email to J. MacMillan to further receive instructions; Preparing acknowledgment and direction and application to amend based on court order through Teraview for electronic registration to delete existing court order registered on title; Subsearching 6817 Main St., Stouffville through Teraview to obtain parcel register and copy of transfer; Reporting email to E. Gutowski.	3.80	\$175.00
J. Kerbel	<i>February 28, 2007 to February 29, 2008 – Receivership</i>  Reviewing affidavit for L. Caylor; Further discussions with L. Caylor regarding whether transfer effective; Considering same.	1.50	\$785.00
J. MacMillan	<i>August 1, 2006 to March 31, 2008 – Receivership</i>  Telephone call from M. Quilling; Preparing correspondence; Revising 6 <sup>th</sup> Report; Engaged regarding service of the report; Receiving instructions; Providing status update; Engaged regarding family law claim; Preparing for motion; Preparing for and attending at court; Preparing correspondence; Telephone calls to M. Quilling; Revising 7 <sup>th</sup> Report; Reviewing banking records; Reviewing corporate search; Reviewing Havron cheques; Reviewing and responding to correspondence; Telephone calls from and to M. DePrisco; Obtaining instructions; Preparing for meeting; Engaged regarding fund tracing; Reviewing banking records; Telephone calls from	262.70	\$450.00

Individual	Fee Items
	<p>and to claimants; Engaged regarding banking records outstanding; Reviewing and responding to correspondence; Engaged regarding insurance Proceeds (Cam Fella); Telephone calls to and from C. Simpson; Considering "overpaid" individuals' issues; Preparing 7<sup>th</sup> Report; Telephone call from A. Ojo; Engaged regarding W. Simpson's claim; Telephone calls from and to R. Maxwell; Telephone calls from and to L. White; Revising motion documents; Revising 7<sup>th</sup> Receiver's Report; Reviewing and responding to extensive correspondence; Obtaining instructions; Engaged regarding Cam Fella issues; Engaged regarding service of the 7<sup>th</sup> Report; Preparing motion documents; Finalizing motion documents; Telephone call to Barb at J. Siegel's office; Telephone call to the Commercial List Court; Telephone calls from TD, Canada Trust; Engaged regarding the banking records; Reviewing Nicholson application; Telephone calls to and from H. Consky; Telephone calls from BMO, RBC and TD; Telephone call back to RBC; Telephone calls with B. Mutti; Telephone call to S. Chan (BMO); Preparing documents for the September 12 Motion; Preparing draft orders; Preparing an affidavit and Notice of motion; Preparing application materials; Reviewing research; Engaged regarding receivership distribution; Attending at court to speak to matter; Obtaining orders; Engaged regarding responding materials and position with respect to the application; Reviewing correspondence regarding costs issue; Attend case teleconference; Reviewing the proof of loss (draft); Telephone calls to and from B. Sahadev; Reviewing Justice Spies' endorsement; Engaged regarding the litigation status; Telephone call from G. Letsos; Telephone calls with G. Govedaris and H. Consky; Telephone calls with H. Consky and with G. Letsos; Telephone call with B. Singh; Attending case conference before Justice Hoy; Preparing action plan memo; Attending on motion; Preparing draft orders; Reviewing Justice Pepall's endorsement; Telephone call to I. Perlman; Telephone call from W. Simpson; Telephone call with J. Siegel; Engaged regarding the draft October 10, 2006 order; Reviewing and revising the action plan; Preparing settlement documents; Revising the draft settlement documents; Preparing for and attending teleconference before Justice Hoy; Reviewing new bank records; Engaged regarding contractor payments; Telephone calls to and from U. Pandya; Considering action plan; Preparing documents requested by Justice Pepall; Telephone call from class member regarding the status of the matter; Engaged regarding the class proceeding; Engaged regarding extensive correspondence from C. Simpson; Telephone call to A. Arent; Preparing the supplementary receiver's report; Preparing submissions; Reviewing motion materials; Reviewing case law and prior endorsements; Engaged regarding the bank records analysis; Engaged regarding settlement with W. Simpson; Attending at court to speak to matter; Engaged with W. Simpson regarding settlement of his claim; Reviewing correspondence; Preparing releases; Drafting the release; Engaged regarding the FLA claim settlement; Preparing motion materials for discharge of receivership order; Telephone calls with W. Simpson; Reviewing the executed settlement agreement; Attending on motion; Finalizing the settlement related issues; Engaged regarding the settlement with W. Simpson and lifting the receivership order; Engaged regarding the cheque analysis; Telephone calls with I. Pelman; Engaged regarding State Farm proceeds; Telephone call to B. Walmsley; Telephone call to S. Oldham; Engaged regarding insurance issue; Preparing status report; Revising correspondence to M. Humphrey; Engaged regarding records held by the police; Engaged regarding the deemed undertaking rule and document issues; Engaged regarding receivership costs and expenses; Engaged regarding motion status (motion in writing); Telephone call from York Region regarding status of the</p>

Individual	Fee Items	Time	Rate
	<p>criminal proceedings; Reviewing corporate search documents; Engaged regarding the 8<sup>th</sup> receiver's report; Engaged regarding further investigations; Reviewing research opinion; Engaged regarding document review and accounting evidence; Reviewing Simpson's records and notes; Reviewing parcel registers and corporate searches; Engaged regarding asset investigations; Reviewing and revising correspondence (regarding Hydro); Engaged regarding certification status and judgment; Preparing for meetings with the receiver; Engaged regarding document requests; Telephone call with A. Brar; Reviewing and revising correspondence to the court; Telephone call to the CRA; Preparing the 9<sup>th</sup> report; Engaged regarding a restitution order in the criminal matter; Meeting with R. Kwasniewicz; Meeting with the police and the Crown; Attending sentencing hearing in Newmarket; Travel to and from the court; Reviewing the asset information obtained to date; Engaged regarding C. Simpson's accounting record request; Telephone calls with R. Kwasniewicz; Telephone call to Det. Morrison; Telephone call from the GST office; Engaged regarding the criminal and regulatory proceedings; Engaged regarding GST issues; Reviewing correspondence regarding the criminal sentencing; Engaged regarding disbursements related to the claims process; Preparing correspondence regarding the restitution order; Contacting the crown's office; Preparing status update to U. Pandya; Engaged regarding converting the restitution order to a civil judgment; Telephone call from B. Carmichael; Reviewing and responding to correspondence from W. Simpson's counsel; Reviewing correspondence to B. Carmichael; Reviewing and revising correspondence to the Crown's office regarding the restitution order; Reviewing correspondence to Hydro regarding the Cam Fella account closure; Reviewing and revising correspondence to W. Simpson regarding his breach of the settlement agreement; Reviewing and revising correspondence to W. Simpson regarding remedy of his breach of the settlement agreement; Engaged regarding the revised action plan and recommended distribution process; Telephone call to G. Cohen; Engaged regarding the order which remains unissued by the court; Engaged regarding default proceedings; Engaged with L. Caylor regarding the matter; Preparing the ninth report; Preparing the notice of motion; Preparing for the motion attendance; Telephone call with R. Wise; Reviewing materials served by G. Govedaris; Attending at court to speak to the matter; Engaged regarding TD cheque copies to be obtained; Engaged regarding the action plan and budget per order of Justice Pepall; Telephone call to Rita at TD Bank; Engaged regarding missing cheque copies; Engaged regarding the website status; Engaged regarding the civil judgment/restitution order; Considering effect on the class proceedings; Conducting research; Considering notice issues (to potential class members); Reviewing the draft certification documents; Reviewing claimant/loss documents received from RECO; Engaged regarding preparation of the action plan and budget in the Lloyd's matter; Reviewing correspondence to RECO; Engaged regarding Justice Pepall's order; Reviewing correspondence to State Farm; Preparing action plan for remaining issues; Considering default judgment; Engaged regarding preparation of the tenth report; Attending motion brought by the Dianor defendants; Telephone call from the registrar ; Preparing the action plan and draft budget for the application against the insurer; Considering the evidence to be adduced a the application and how to streamline the process; Engaged regarding TD's compliance with court order; Preparing correspondence to the defendants' criminal law counsel; Telephone call to the court regarding scheduling a 9:30 a.m. motion attendance; Preparing summary report; Engaged regarding the claims analysis and pending court</p>		

Individual	Fee Items	Time	Rate
	<p>recommendations; Engaged regarding the interim fees issue; Engaged regarding the status of the criminal matter/parole; Engaged regarding the share split issue; Telephone call from B. Walmsley; Reviewing motion materials (in related action) for posting on Receiver's's web site; Preparing motion materials for 9:30 a.m. attendance; Preparing for and attending 9:30 a.m. motion before Justice Pepall; Engaged regarding payment of the Receiver's's interim fees; Engaged regarding updating the Receiver's web site; Telephone calls with G. Cohen; Engaged regarding the fees order/endorsement; Engaged regarding the receiver's fees; Telephone call from G. Nicholson.</p>		
	<p><i>August 1, 2006 to March 31, 2008 – Dianor Shares</i></p> <p>Telephone calls to and from C. Alexiou; Reviewing correspondence; Preparing a draft action plan; Reviewing the rules regarding the procedure for dealing with this issue; Reviewing correspondence; Preparing correspondence to C. Simpson; Engaged regarding procedural issues; Preparing court documents; Reviwing and revising court documents; Reviewing affidavit materials; Reviewing research results; Preparing correspondence; Engaged regarding the pending motion; Engaged regarding the evidence adduced to date; Considering the merits of the share transfer; Preparing correspondence and action plan; Telephone call from the court; Revising draft schedule; Engaged regarding the next motion attendance; Considering revised schedule; Attending on motion; Reviewing research opinion; Reviewing and responding to correspondence; Engaged regarding Justice Pepall's endorsement; Considering examinations and other procedure for summary trial; Engaged regarding the draft claim; Engaged regarding the pending action; Reviewing the draft claim; Engaged regarding the claim and related procedural issues; Engaged regarding evidentiary issues; Preparing pleading; Obtaining instructions; Engaged regarding preparation of the affidavit of documents; Engaged regarding the trial strategy and evidence; Engaged regarding the affidavit of documents; Engaged regarding the commercial list court new matter requirements; Reviewing and revising the affidavit of documents; Reviewing extensive documents; Analyzing evidence available to date; Preparing litigation plan; Preparing correspondence to RBC; Reviewing extensive file documents; Preparing for examinations; Reviewing documentary evidence; Considering affidavit evidence; Engaged regarding documentary production; Reviewing recently revised documents; Engaged regarding document review; Reviewing documents with respect to solvency issues; Engaged regarding an agreed statement of facts; Reviewing the pleadings, C. Simpson's statements regarding the transaction and the documentary evidence; Engaged regarding the banking records; Reviewing records summaries; Preparing documents; Engaged regarding the draft affidavit of documents and further productions; Reviewing the statement of defence; Preparing a request to inspect documents; Reviewing banking records; Reviewing the accounting documents; Engaged regarding the schedule; Considering an agreed statements of facts and/or written evidence/summary trial; Engaged regarding preparing the case for trial; Serving the affidavit of documents; Responding to correspondence; Considering statements of law for use at the trial; Engaged regarding the defendants' pending motion; Engaged regarding the defendants' proposed scheduling hearing; Telephone calls to and from M. Tweedie; Preparing correspondence to M. Tweedie; Reviewing case law regarding compelling attendance at examinations; Engaged regarding security for costs and reviewing receiver-related case law; Receiving correspondence from M. Tweedie; Considering merits of</p>	<p><b>164.40</b></p>	<p><b>\$450.00</b></p>

Individual	Fee Items	Time	Rate
	<p>the pending motion; Engaged regarding preparation of responding materials issues; Reviewing correspondence, orders and receiver reports regarding the Dianor shares issue; Preparing responding materials; Assessing the merits of the moving parties' motion; Reviewing the affidavit evidence for rebuttal purposes; Reviewing case law related to issues raised on the motion; Engaged regarding the settlement discussions; Engaged regarding service of the original materials; Reviewing handwritten notes; Considering the test to vary an order; Engaged regarding preparation of a factum; Telephone calls to and from M. Quilling; Obtaining instructions; Engaged regarding potential share offer; Considering cross-examinations issues; Engaged regarding stock split/warrant issue; Reviewing Dianor press release documents; Preparing correspondence to G. Tamura at RBC; Reviewing documents regarding the shares/warrants; Engaged regarding strategic considerations on the pending motion; Preparing correspondence to the court; Engaged regarding rescheduling the defendants' motion; Telephone calls with the court; Finalizing motion materials; Engaged regarding service issues; Reviewing and considering the defendants extensive motion materials and book of authorities; Distinguishing the defendants' authorities; Reviewing the productions in the main action; Reviewing the defendants' factum; Considering an expedited timetable; Engaged regarding damages considerations are to share value decline; Preparing for and attending half day motion; Attending 9:30 motion to set expedited schedule; Engaged regarding preparing hearing materials; Engaged with D. Rainsberry regarding preparation of the affidavit evidence and hearing materials; Providing case history and issues analysis to D. Rainsberry.</p>		
	<p><i>August 1, 2006 to March 31, 2008 – Pahwa Mortgages</i></p> <p>Reviewing correspondence; Engaged regarding banking documents; Telephone call to TD Bank; Engaged regarding the document review and findings; Preparing correspondence; Considering the costs v. benefits of various proceedings; Engaged regarding settlement discussions; Reviewing research opinions; Considering bank records, review summary; Preparing recommendations; Telephone calls to and from the receiver; Seeking instructions and reporting on the status of the matter; Telephone call to D. Rothwell; Engaged regarding without prejudice meetings; Reviewing and responding to correspondence from D. Rothwell; Conducting settlement discussions; Preparing settlement documents; Preparing report; Reviewing and revising motion documents; Engaged regarding the release; Engaged regarding the pending motion; Engaged regarding service of the motion materials; Reviewing correspondence from D. Rothwell and from G. Govedaris' office; Preparing correspondence to G. Govedaris; Telephone calls to and from D. Rothwell; Reviewing correspondence from C. Simpson; Revising correspondence to the court; Preparing submissions for motion; Preparing orders; Attending at court to speak to the matter.</p>	<p><b>26.70</b></p>	<p><b>\$450.00</b></p>
	<p><i>August 1, 2006 to November 7, 2006 – Real Estate</i></p> <p>Preparing correspondence; Revising the vesting order; Reviewing correspondence; Telephone calls to and from L. White; Revising the sixth report and notice of motion; reviewing the documents from W. Simpson; Preparing draft order; Preparing for the motion; Telephone call from R. Maxwell regarding draft order; Telephone call from C. Job; Engaged regarding Mott funds; Telephone call from D. Passante; Receiving instructions; Engaged regarding Kawagana sale; Engaged regarding Cam Fella issues and expenses; Attending at court to speak to Kawagana sale;</p>	<p><b>11.70</b></p>	<p><b>\$450.00</b></p>

Individual	Fee Items	Time	Rate
	<p>Telephone call to M. DePrisco; Reviewing and responding to correspondence; Telephone call from C. Simpson; Engaged regarding Cam Fella maintenance and expenses; Telephone call from realtor regarding the Kawagama closing; Telephone call from agent; Engaged regarding the Kawagama closing; Telephone calls with C. Penner (RBC) regarding the Kawagama status; Reviewing and responding to correspondence regarding 6817 Main Street, Stouffville; Discharging certificate of pending litigation.</p>		
	<p><i>August 1, 2006 to March 31, 2008 – RECO/Lloyd's</i></p> <p>Engaged regarding the proof of loss; Reviewing the claims listing; Engaged regarding procedural issues; Reviewing research results; Reviewing correspondence; Engaged regarding the insurance issues; Assessing merits of the insurer's position; Considering potential claim; Engaged regarding recommendations; Engaged regarding research opinion and litigation strategy issues; reviewing and considering the insurance policy; Reviewing and revising the draft claim; Reviewing and revising the draft pleading; Engaged regarding the proposed action plan; Analysing the policy wording; Reviewing the <i>Insurance Act</i>; Reviewing and revising court documents; Engaged regarding strategic issues; Reviewing documents; Conducting Quicklaw research on the policy wording issue; Revising the pleadings; Engaged regarding the cause of action; Considering the consumer deposit; policy; Drafting application documents; Engaged regarding the form of proceeding and proper parties; Considering viability of application; Engaged regarding the status of the investigation; Engaged with opinion counsel regarding litigation strategy; Engaged regarding commercial list actions; Telephone call from claimant regarding Lloyd's policies insuring Simpson and RECO; Considering issues between 2 groups of claimants and related costs of potential litigation; Engaged regarding privity of contract issues and the evidence currently available; Reviewing extensive documents from RECO; Engaged regarding preparation of affidavit evidence for the application; Preparing the commercial list request form; Engaged regarding the action plan and budget; Engaged regarding the tribunal hearing and evidence adduced at the hearing; Reviewing transcripts; Reviewing correspondence from Lloyd's counsel; Engaged regarding scheduling the application hearing; Telephone call from the commercial list court; Telephone call to R. Falby regarding scheduling of the application; Engaged regarding preparation of the law portion of the factum; Engaged regarding the commercial list court and status of the notice of application issuance; Telephone calls from A. White; Attending 9:30 a.m. scheduling motion; Telephone call with RECO regarding the application; Telephone call with claimant; Telephone call to the court; Telephone call to Detective Morrison; Engaged regarding criminal sentencing and parole issues; Preparing a timetable; Reviewing and revising the draft timetable; Engaged regarding preparation of the affidavits and issues for mediation; Engaged regarding mediating the matter; Considering the best process for the mediation including agreed statement of facts and legal issues; Telephone call from Lloyd's counsel regarding setting a schedule in the matter; Engaged with D. Rainsberry regarding preparing for and conducting the mediation; Attending 9:30 hearing.</p>	<p><b>70.90</b></p>	<p>\$450.00</p>
<p>S. Martyn</p>	<p><i>September 11, 2006 – Real Estate</i></p> <p>Review finalized closing documents; Correspondence to solicitor for purchaser enclosing documents in escrow.</p>	<p><b>1.50</b></p>	<p>\$550.00</p>

Individual	Fee Items	Time	Rate
Legal Assistant (F. McCartney)	<p><i>August 8, 2006 to September 19, 2006</i></p> <p>Complete closing documents for Kawagama Lake property; Prepare paper form documentation to register vesting order; Draft reply letter to requisitions from Thompson, MacColl; Email from purchaser's solicitor regarding the Kawagama property; Emails to and from J. MacMillan; Revise vesting order documentation for registration incorporating purchaser's solicitors comments; Office conference with S. Martyn; Telephone calls with E. Gutowski; Telephone calls with purchaser's solicitor regarding Kawagama property; Revise closing documents; Revise vesting order application for registration; Telephone call with Barb of Hutcheson-Barns regarding pre-approval of document; Fax to Georgina at Hutcheson-Barns; Prepare application to amend based on court order regarding 6451 Main Street; Office conference with S. Martyn regarding registration of court order; Complete closing documents regarding Kawagama sale; Telephone call with agent in Haliburton; Letters to and from Purchaser's solicitor; Letter to Hutcheson-Barnes Titles Limited; Office conference with S. Martyn regarding closing of Kawagama property; Emails with J. MacMillan regarding the Kawagama transaction; Telephone call with real estate agent; Draft funds direction with respect to the balance of deposit held in the agent's trust account; Letter to Purchaser's solicitor; Attend to closing transaction for Kawagama, including numerous telephone calls with Purchaser's solicitors; Correspondence from purchaser's solicitor; Telephone calls to the Bank of Nova Scotia regarding wired funds; emails to J. MacMillan and E. Gutowski advising of status of transaction; Attend at Scotia Bank in order to pick up bank draft; Telephone call to and from Kathy of the Township of Algonquin Highlands; Letter to Township of Algonquin enclosing cheque for the payment of outstanding property taxes; Report on closing transaction; Letter to Royal Bank requesting discharge statement; Review discharge statement from Royal Bank regarding Kawagama; Letter to Royal Bank enclosing funds.</p>	<b>19.30</b>	\$150.00
Law Clerk (N. McNeilage)	<p><i>February 15, 2007 – Real Estate</i></p> <p>Subsearch with respect to 5859 Main Street, Stouffville.</p>	<b>0.70</b>	\$200.00
Law Clerk (K. McPhie)	<p><i>August 2, 2006 to August 21, 2006 – Receivership</i></p> <p>Prepare spreadsheet regarding cheques payable to and from Havron; Emails from and to J. MacMillan regarding branch information of the Laurentian Bank; Email from and to J. MacMillan regarding the spreadsheet regarding the Havron cheques; Review Havron cheques for NSF cheques and amend spreadsheets to reflect NSF cheques; Emails from and to J. MacMillan regarding amendments to be made to costs summary; Amend costs summary; Memorandum to L. Caylor enclosing amended costs summary; Email to J. MacMillan regarding summary of time and fees for Quilling's accounts and discussion with E. Gutowski regarding same; Prepare calculations for times and fees for Quilling's accounts from March to August 2006 for use at the October motion; Memorandum to J. MacMillan enclosing same; Voicemail from and emails to and from J. MacMillan regarding summary of costs; Meeting with J. MacMillan regarding breaking down fees in accordance with directions from the Court; Review Costs Summary and re-calculate time and fees on sections based on date fee incurred in accordance with order of the court; Review and revise summary of costs; Discussion with J. MacMillan regarding summary; Emails from</p>	9.40 <hr/> 6.90 <hr/> <b>16.30</b>	\$175.00 <hr/> \$200.00

Individual	Fee Items	Time	Rate
	and to J. MacMillan regarding preparing Costs Summary; Discussion with J. MacMillan regarding further summaries to prepare regarding costs for the court; Prepare detailed summary of Bennett Jones disbursements; Prepare summary of Receiver's fee items; Emails to J. MacMillan regarding invoices from the Receiver.		
J. Patterson	<i>January 8, 2007 to January 25, 2007 – Receivership</i>  Obtaining a corporate search for 2007311 Ontario Ltd.; Obtaining a business names search against Simpson's Gourmet.	0.00	\$60.00  (Flat fee)
A. Peltomaa	<i>January 22, 2007 to February 22, 2007 – RECO/Lloyd's</i>  Reviewing draft application materials and insurance policies and discussing with J. MacMillan; Researching and considering issues regarding claim against insurer; Reviewing insurance policy and draft application; Considering and discussing issues regarding insurance issues with J. MacMillan.	5.40	\$700.00
D. Rainsberry	<i>January 29, 2008 to March 31, 2008 – Receivership</i>  Review Statement of Claim; Review Affidavit of Documents, Timetable; Met with J. MacMillan; Review Motion Record; Various emails to and from Ms. Wallis-Simpson; Review emails from victims of fraud; Telephone call to S. Oldham; Various telephone calls from victims of fraud regarding deposit scheme and mortgage scheme; Telephone call to various victims of mortgage scheme and deposit scheme regarding status of litigation; Coordinate wire transfers; Email from L. Caylor/Receiver regarding Settlement terms on Cam Fella Property; Search file; Review correspondence/closing file; Email to Receiver; Telephone call from U. Pandya; Review letter regarding estate funds; Review Victim List; Telephone call from C. Simpson; Review Motion Record regarding fees; Review Restitution Order; Email to L. Caylor regarding approaching conference/trial dates; Telephone call to U. Pandya regarding status of class action; Draft affidavit material of Receiver regarding Costs; Review Fees Motion material.	11.90	\$425.00
	<i>February 7, 2008 to March 31, 2008 – Dianor</i>  Emails from J. MacMillan regarding scheduling; Various emails from J. MacMillan regarding file transfer; Review memo of J. MacMillan; Review research; Review Statement of Claim; Review Defence; Review Commercial List Motion material; File review; Motion Exhibit and Affidavit of Documents review; Review Memoranda of Law regarding fraudulent preference; Action Plan of Receiver; Fourth Report of Receiver; Fourth Amended and Restated Order; Statement of Claim in Dianor Action; Pleadings and Orders Brief; Motion Record; Review file material regarding transfer of Dianor Shares; Motion Records of Receiver and Zapfe and Sourlis, Defendants; Review Bank Records; Review Dianor Transfer documentation; Review Orders of Mesbur, J. and Hoy, J.; Meetings with L. Caylor; Locate and review bank records; Met with S. Williams regarding Summation; Review previous correspondence regarding Dianor Shares; Revise Affidavit; Review interview of Simpson; Research historical share price; Instruct regarding Affidavits; Instruct regarding Exhibits; Met with L. Caylor; Review sound recording of Simpson meeting; Revise Transcript for	70.40	\$425.00



Individual	Fee Items	Time	Rate
	use with Affidavit of Receiver; Emails to and from L. Caylor; Telephone call to opposing counsel; Email to opposing counsel; Compile Exhibits; Revisions to draft letter to opposing counsel; Finalize Affidavit of Receiver; Finalize draft letter to opposing counsel; Draft letter to client; Emails to J. Kerbel and L. Caylor; Revise Transcript of Meeting with Simpson at York Regional Police; Review comments of J. Kerbel; Various emails regarding conference call with M. Quilling; Various revisions to Affidavit of M. Quilling based on discussions with M. Quilling; Email to M. Quilling; Coordinate delivery of Affidavit materials; Prepare service material; Finalize letter regarding loss in value of shares; Review letter from opposing counsel regarding Simpson Affidavit.		
	<i>January 31, 2008 to March 31, 2008 – RECO/Lloyd's</i>  Emails regarding scheduling of mediation; Various emails from J. MacMillan regarding file transfer; Email to and from R. Falby regarding scheduling of Mediation Brief exchange; Email to L. Caylor regarding deadlines for service of Mediation material; Review memos regarding claim against insurer and Law regarding single verses multiple occurrences under Policy; Draft Mediation Brief; Review Notice of Application; Review insurance policy; Instruct regarding update of research regarding related occurrence under insurance policy; Review draft Mediation Brief; Draft, research and finalize Mediation Brief; Met with L. Caylor regarding Mediation Brief; Review relevant file material including RECO claims; Review claims submitted to RECO; Review prior Reports of Receiver; Review Insurance Calculations; Review previous correspondence; Research memo update; Met with articling student; Revise Mediation Brief; Email to L. Caylor; Telephone call to J. MacMillan; Review additional case-law; Coordinate with articling student regarding jurisprudence/citation update; Email from L. Caylor; Email to R. Falby; Integrate revisions to Settlement Conference Brief; Coordinate service/filing; Highlight jurisprudence Review jurisprudence referenced in Mediation Brief; Review Mediation Brief of Respondent; Draft reply brief/memo; Review mediation brief of respondent; Revise reply memo; Met with L. Caylor.	<b>57.80</b>	\$425.00
Law Clerk (K. Shelley)	<i>February 13, 2007 – Receivership</i>  Obtaining two business names reports for Phoenix Enterprises.	<b>0.00</b>	\$40.00  (Flat fee)
Law Clerk (M. Taylor)	<i>August 16, 2006 – Receivership</i>  Receiving instructions from J. MacMillan; Obtaining parcel registers.	<b>0.30</b>	\$175.00
	<i>October 16, 2006 – Real Estate</i>  Received instructions from J. MacMillan; Conduct subsearch of title on Teraview; Obtain copy of parcel register and instrument on title.	<b>0.50</b>	\$200.00
J. Woychesyn	<i>May 23 to June 21, 2007 – Receivership</i>  Discussions with Ms. MacMillan regarding strategy for moving matter forward to trial; Email correspondence with J. MacMillan regarding status of file; Email correspondence with J. MacMillan regarding preparation of	<b>0.90</b>	\$350.00

Individual	Fee Items	Time	Rate
	affidavit of documents.		
	<p><i>January 17, 2007 to April 23, 2007 – Dianor</i></p> <p>Reviewing document production; Preparing affidavit of documents; Reviewing research memoranda from S. Crowe regarding fraudulent preferences; Reviewing file to plan a course of action; Preparing timetable for advancement of file; Discussions with J. MacMillan regarding preparation of affidavit of documents and strategy for moving file forward; Revising affidavit of documents and proposed case timetable; Email correspondence with M. MacMillan regarding status of file; Reviewing correspondence from C. Alexiou regarding case timetable; Preparing letter to C. Alexiou regarding scheduling Email correspondence with J. MacMillan regarding preparations for examination for discovery; Reviewing correspondence from J. MacMillan regarding preparations for examinations for discovery.</p>	7.30	\$350.00

### General Receivership Activities

**Primary Tasks:** See summary below \*

#### Summary of Time and Fees (Interim Summary 4)

Individual	Title	Rate	Total Time	Total Fees
L. Caylor	Partner	\$575.00	2.60	\$1,495.00
D. Henry	Law Clerk	\$230.00	0.20	\$46.00
J. Kerbel	Partner	\$785.00	1.50	\$1,177.50
J. MacMillan	Associate	\$450.00	262.70	\$118,215.00
K. McPhie	Law Clerk	\$175.00	9.40	\$1,645.00
K. McPhie	Law Clerk	\$200.00	6.90	\$1,380.00
J. Patterson	Partner	Flat rate	0.00	\$60.00
D. Rainsberry	Associate	\$425.00	11.90	\$5,057.50
K. Shelley	Law Clerk	Flat rate	0.00	\$40.00
M. Taylor	Law Clerk	\$175.00	0.30	\$52.50
J. Woycheshyn	Associate	\$350.00	0.09	\$315.00

Individual	Title	Rate	Total Time	Total Fees
<b>TOTALS</b>				<b>\$129,483.50</b>
<b>Reduced by 15%</b>				<b>\$110,060.98</b>

\*General Receivership Activities include but are not limited to the following:

- (a) contacting victims;
- (b) disseminating, collecting, processing and validating claim forms;
- (c) obtaining bank records;
- (d) reviewing bank records;
- (e) tracing funds;
- (f) reviewing records in possession of York Regional Police;
- (g) examining parties;
- (h) preparing reports for the court;
- (i) reporting to court and obtaining approval for steps taken;
- (j) communicating with clients, class members, York Regional Police, crown counsel, defence counsel;
- (k) developing and carrying out strategy for recovery;
- (l) engaged regarding the family law claim;

### Dianor Shares

**Primary Tasks:** Considering the appropriate process and communicating with counsel with respect to the procedure for determining the share ownership, preparing Affidavit of Documents, Drafting the Receiver's Affidavit, attending at court and setting an expedited timetable.

#### Summary of Time and Fees (Interim Summary 4)

Individual	Title	Rate	Total Time	Total Fees
L. Caylor	Partner	\$575.00	0.80	\$460.00
L. Caylor	Partner	\$625.00	7.60	\$4,750.00
J. MacMillan	Associate	\$450.00	164.40	\$73,980.00
K. McPhie	Law Clerk	\$200.00	4.10	\$820.00

<b>Individual</b>	<b>Title</b>	<b>Rate</b>	<b>Total Time</b>	<b>Total Fees</b>
D. Rainsberry	Associate	\$425.00	70.40	\$29,920.00
J. Woycheshyn	Associate	\$350.00	7.30	\$2,555.00
<b>TOTALS</b>				<b>\$112,485.00</b>
<b>Reduced by 15%</b>				<b>\$95,612.25</b>

**Pahwa Mortgages**

**Primary Tasks:** Reviewing banking records to determine the quantum of funds repaid to the mortgagee and engaging in without prejudice negotiations with the mortgagee's counsel, conducting settlement discussions, communicating with opposing counsel, drafting the release, attending at court.

**Summary of Time and Fees (Interim Summary 4)**

<b>Individual</b>	<b>Title</b>	<b>Rate</b>	<b>Total Time</b>	<b>Total Fees</b>
L. Caylor	Partner	\$575.00	0.50	\$287.50
J. MacMillan	Associate	\$450.00	26.70	\$12,015.00
<b>TOTALS</b>				<b>\$12,302.50</b>
<b>Reduced by 15%</b>				<b>\$10,457.13</b>

**Real Estate**

**Primary Tasks:** Communicating with potential purchasers, real estate agents, banks and mortgagees, reviewing and responding to correspondence, engaged regarding the sale of the Kawagama Lake property, engaged regarding maintenance and expenses of the Cam Fella property.

**Summary of Time and Fees (Interim Summary 4)**

<b>Individual</b>	<b>Title</b>	<b>Rate</b>	<b>Total Time</b>	<b>Total Fees</b>
S. Martyn	Partner	\$550.00	1.50	\$825.00

<b>Individual</b>	<b>Title</b>	<b>Rate</b>	<b>Total Time</b>	<b>Total Fees</b>
J. MacMillan	Associate	\$450.00	11.70	\$5,265.00
C. Kent	Law Clerk	\$175.00	3.80	\$665.00
F. McCartney	Legal Assistant	\$150.00	19.30	\$2,895.00
M. Taylor	Law Clerk	\$200.00	0.50	\$100.00
N. McNeilage	Law Clerk	\$200.00	0.70	\$140.00
<b>TOTALS</b>				<b>\$9,890.00</b>
<b>Reduced by 15%</b>				<b>\$8,406.50</b>

**RECO/Lloyd's**

**Primary Tasks:** Conducting research, preparing the Application Record, attending at Court, preparing the Settlement Conference Brief and attending the Settlement Conference.

**Summary of Time and Fees (Interim Summary 4)**

<b>Individual</b>	<b>Title</b>	<b>Rate</b>	<b>Total Time</b>	<b>Total Fees</b>
L. Caylor	Partner	\$575.00	1.40	\$805.00
L. Caylor	Partner	\$625.00	3.40	\$2,125.00
J. MacMillan	Associate	\$450.00	70.90	\$31,905.00
A. Peltomaa	Partner	\$700.00	5.40	\$3,780.00
D. Rainsberry	Associate	\$425.00	57.80	\$24,565.00
<b>TOTALS</b>				<b>\$63,180.00</b>
<b>Reduced by 15%</b>				<b>\$53,703.00</b>

**Summary of Time and Fees – TOTALS (Interim Summary 4)**

<b>Individual</b>	<b>Title</b>	<b>Rate</b>	<b>Total Time</b>	<b>Total Fees</b>
L. Caylor	Partner	\$575.00	5.30	\$3,047.50
L. Caylor	Partner	\$625.00	11.00	\$6,875.00
D. Henry	Law Clerk	\$230.00	0.20	\$46.00
C. Kent	Law Clerk	\$175.00	3.80	\$665.00
J. Kerbel	Partner	\$785.00	1.50	\$1,177.50
J. MacMillan	Associate	\$450.00	536.00	\$241,382.50
S. Martyn	Partner	\$550.00	1.50	\$825.00
F. McCartney	Legal Assistant	\$150.00	19.30	\$2,895.00
N. McNeilage	Law Clerk	\$200.00	0.70	\$140.00
K. McPhie	Law Clerk	\$175.00	9.40	\$1,645.00
K. McPhie	Law Clerk	\$200.00	11.00	\$2,200.00
J. Patterson	Partner	Flat rate	0.00	\$60.00
A. Peltomaa	Partner	\$700.00	5.40	\$3,780.00
D. Rainsberry	Associate	\$425.00	140.10	\$59,542.50
K. Shelley	Law Clerk	Flat fee	0.00	\$40.00
M. Taylor	Law Clerk	\$175.00	0.30	\$52.50
M. Taylor	Law Clerk	\$200.00	0.50	\$100.00
J. Woycheshyn	Associate	\$350.00	8.20	\$2,870.00
<b>TOTAL</b>				<b>\$327,343.50</b>
<b>Reduced by 15%</b>				<b>\$278,241.55</b>

**TAB 5**

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

BETWEEN:

UDAYAN PANDYA

Plaintiff

-and-

COURTNEY WALLIS SIMPSON, YORK REGION  
REALTY INC., WALLIS, SIMPSON & ASSOCIATES,  
COURTNEY WALLIS SIMPSON c.o.b. as YORK MANAGEMENT GROUP  
and as CAMCO DEVELOPMENTS and as YORK GROUP

Defendants

In the Matter of the *Class Proceedings Act, 1992*

**SUMMARY OF DISBURSEMENTS  
OF BENNETT JONES LLP  
(August 1, 2006 to March 31, 2008)**

*Receivership (Invoice No. 756118):*

<b>Disbursement</b>	<b>Taxable Amount</b>
Library Computer Search	\$25.62
Long Distance Phone Charges	\$20.56
Fax Charges	\$432.00
Photocopy Charges	\$2,067.75
Courier Charges--	\$358.10
Courier Charges*	\$83.40
Travel Expenses	\$29.37
Travel Expenses*	\$45.20



Courthouse Charges*	\$1,741.00
Government Service Fee (Cyberbhan)	\$50.00
Government Service Fee (Cyberbhan)*	\$40.00
Royal Bank Wire Charge*	\$30.00
Professional Services (Title Searches)	\$66.00
Process Servers	\$1,062.00
Process Servers*	\$4.00
Pre-Tax Total	\$6,055.00
5% GST	\$205.57
Non-Taxable or Tax Included	\$1,943.60
<b>TOTAL</b>	<b>\$6,260.57</b>

\*Non-taxable or tax included

*Dianor Shares (Invoice No. 756119):*

<b>Disbursement</b>	<b>Taxable Amount</b>
Photocopy Charges	\$319.75
Library Computer Searches	\$1,464.80
Fax Charges	\$9.00
Courier Charges	\$89.64
Pre-Tax Total	\$1,883.19
5% GST	\$94.16
<b>TOTAL</b>	<b>\$1,977.35</b>

*Pahwa Mortgages (Invoice No. 756120):*

<b>Disbursement</b>	<b>Taxable Amount</b>
Courier Charges	\$40.70
Pre-Tax Total	\$40.70
5% GST	\$2.04
<b>TOTAL</b>	<b>\$42.74</b>

*Real Estate (Invoice No. 756121):*

<b>Disbursement</b>	<b>Taxable Amount</b>
Fax Charges	\$5.00
Photocopy Charges	\$26.00
TerraView Filing Fee	\$30.00
TerraView Filing Fee*	\$180.00
Land Titles Charges	\$162.00
Land Titles Charges*	\$62.00
AMEX Filing Fee	\$16.00
Pre-Tax Total	\$481.00
5% GST	\$11.95
Non-Taxable or Tax Included	\$242.00
<b>TOTAL</b>	<b>\$492.95</b>

\*Non-taxable or tax included

*RECO/Lloyd's (Invoice No. 756122):*

<b>Disbursement</b>	<b>Taxable Amount</b>
Library Computer Search	\$223.27
Long Distance Phone Charges	\$0.66
Fax Charges	\$17.00

Photocopy Charges	\$312.00
Process Server Charges	\$95.00
Process Server Charges*	\$0.50
Pre-Tax Total	\$648.43
5% GST	\$32.40
<b>TOTAL</b>	<b>\$680.83</b>

\*Non-taxable or tax included

**SUMMARY OF BENNETT JONES LLP DISBURSEMENTS:**

<b>Category</b>	<b>Amount (including G.S.T.)</b>
Receivership (Invoice No. 756118)	<b>\$6,260.57</b>
Dianor Shares (Invoice No. 756119)	<b>\$1,977.35</b>
Pahwa Mortgages (Invoice No. 756120)	<b>\$42.74</b>
Real Estate (Invoice No. 756121)	<b>\$492.95</b>
RECO/Lloyd's (Invoice No. 756122)	<b>\$680.83</b>
<b>TOTAL</b>	<b>\$9,454.44</b>

**TAB 6**

# Bennett Jones<sup>LLP</sup>

Bennett Jones LLP  
Suite 3400, 1 First Canadian Place  
P.O. Box 130  
Toronto, Ontario M5X 1A4  
(416) 863-1200

UDAYAN PANDYA  
4822 DERRYDOWN DRIVE  
MISSISSAUGA, ON L5M 7M7

Our File Number: 056445.00002

UDAYAN PANDYA  
Re: SIMPSON- RECEIVERSHIP/JDP/LC

Date: 24/04/08  
Invoice: 756118

Date	Lawyer	Professional Services	Hours
02/08/06	KM	Prepare spreadsheet regarding cheques payable to and from Havron; Emails from and to J. MacMillan regarding branch information of the Laurentian Bank	1.10
03/08/06	MJM	Telephone call from M. Quilling; Preparing correspondence; Revising 6th Report; Engaged regarding service of the report; Receiving instructions; Providing status update; Engaged regarding family law claim; Preparing for motion	2.50
04/08/06	MJM	Preparing for and attending at court; Preparing correspondence; Telephone calls to M. Quilling; Revising 7th Report; Reviewing banking records	4.60
08/08/06	MJM	Reviewing corporate search; Reviewing Havron cheques	1.60
08/08/06	KM	Email from and to J. MacMillan regarding the spreadsheet regarding the Havron cheques	0.20
09/08/06	MJM	Reviewing and responding to correspondence	0.30
10/08/06	MJM	Telephone calls from and to M.DePrisco; Preparing correspondence; Obtaining instructions	0.20
11/08/06	KM	Review Havron cheques for NSF cheques and amend spreadsheets to reflect NSF cheques	3.30
16/08/06	MJM	Preparing for meeting; Telephone call from claimants; Engaged regarding fund tracing; Reviewing banking records; Preparing correspondence	4.70
16/08/06	MT	Receiving instructions from J. MacMillan; Obtaining parcel registers	0.30
17/08/06	MJM	Telephone calls from and to claimants; Engaged regarding banking records outstanding	1.20
18/08/06	MJM	Preparing correspondence; Reviewing and responding to correspondence	0.20
21/08/06	MJM	Reviewing and responding to correspondence (Hurst); Preparing correspondence; Engaged regarding family law claim; Engaged regarding insurance proceeds (Cam Fella); Reviewing documents; Telephone call from C. Simpson	1.40
22/08/06	MJM	Reviewing and responding to correspondence; Preparing correspondence;	3.50

Date	Lawyer	Professional Services	Hours
23/08/06	MJM	Telephone calls from C. Simpson; Considering "overpaid" individuals' issues Preparing 7th Report; Telephone call from A. Ojo; Engaged regarding W. Simpson's claim; Telephone calls from and to R. Maxwell	1.10
24/08/06	MJM	Telephone calls from and to L. White; Telephone calls from C. Simpson; Reviewing and responding to correspondence; Engaged regarding Family Law claim; Reviewing claimant documents; Preparing correspondence; Preparing 7th Report	4.20
25/08/06	MJM	Revising motion documents; Revising 7th Receiver's Report; Preparing correspondence	2.90
25/08/06	MJM	Revising 7th Report and summaries; Reviewing and responding to correspondence	1.20
28/08/06	MJM	Engaged regarding 7th Report; Reviewing and responding to extensive correspondence; Obtaining instructions; Engaged regarding Cam Falla issues; Preparing correspondence; Telephone call from C. Simpson	1.20
28/08/06	KM	Emails from and to J. MacMillan regarding amendments to be made to costs summary; Amend costs summary; Memorandum to L. Caylor enclosing amended costs summary	3.90
29/08/06	MJM	Telephone call from C. Simpson; Reviewing and responding to extensive correspondence; Engaged regarding service of the 7th Report; Preparing motion documents; Engaged regarding maintenance (Cam Falla) expenses	2.30
30/08/06	MJM	Reviewing and responding to extensive correspondence; Engaged regarding pending motion; Finalizing motion documents	1.00
31/08/06	MJM	Reviewing and revising correspondence	0.20
01/09/06	MJM	Telephone call to L. White; Reviewing correspondence;	0.20
05/09/06	MJM	Telephone call to Barb at J. Siegel's office; Telephone call to the Commercial List Court; Preparing correspondence; Telephone calls from TD, Canada Trust; Engaged regarding the banking records; Preparing motion documents; Reviewing Nicholson application; Telephone call to H. Consky; Telephone calls from BMO, RBC and TD; Telephone call back to RBC;	2.50
06/09/06	MJM	Reviewing and responding to correspondence; Telephone call from L. White; Preparing correspondence; Engaged regarding the Nicholson application; Telephone call from RBC; Preparing motion documents;	2.10
07/09/06	MJM	Telephone call to H. Consky; Telephone calls with B. Mutti; Preparing correspondence; Reviewing correspondence; Seeking instructions; Preparing motion documents; Telephone call to RBC; Telephone call from C. Simpson; Revising documents;	1.70
08/09/06	MJM	Telephone call to S. Chan (BMO); Telephone call to R. Maxwell; Preparing documents for the September 12 Motion; Preparing draft orders; Preparing an affidavit and Notice of motion; Revising documents; Reviewing correspondence;	2.30
10/09/06	MJM	Reviewing motion materials; Preparing orders; Reviewing and responding to correspondence; Engaged regarding the Family Law claim; Preparing application materials; Reviewing research; Engaged regarding receivership distribution;	2.60

Date	Lawyer	Professional Services	Hours
11/09/06	MJM	Reviewing and revising motion documents; Reviewing correspondence; Telephone call to H. Consky;	0.40
12/09/06	MJM	Attending at court to speak to matter; Obtaining orders; Reviewing and revising correspondence; Preparing correspondence; Obtaining instructions;	1.60
14/09/06	MJM	Telephone call to H. Consky; Reviewing application materials; Preparing correspondence; Engaged regarding responding materials and position with respect to the application;	1.90
18/09/06	MJM	Reviewing and responding to correspondence;	0.10
18/09/06	KM	Email to J. MacMillan regarding summary of time and fees for Quilling's accounts and discussion with E. Gutowski regarding same	0.20
19/09/06	MJM	Reviewing correspondence regarding costs issue;	0.20
20/09/06	MJM	Reviewing correspondence;	0.20
20/09/06	KM	Prepare calculations for times and fees for Quilling's accounts from March to August 2006 for use at the October motion; Memorandum to J. MacMillan enclosing same	0.70
21/09/06	MJM	Reviewing and responding to correspondence;	0.20
25/09/06	MJM	Reviewing extensive correspondence; Attend case tele-conference; Engaged regarding the pending application; Reviewing the proof of loss (draft);	0.90
27/09/06	MJM	Telephone call to B. Sahadev; Reviewing correspondence; Reviewing Justice Spies' endorsement;	0.40
29/09/06	MJM	Telephone call from B. Sahadeo; Engaged regarding the litigation status;	0.30
02/10/06	MJM	Telephone call from G. Letsos; Telephone call from C. Simpson	0.20
03/10/06	MJM	Telephone calls with G. Govedaris and H. Consky	0.10
04/10/06	MJM	Telephone calls with H. Consky and with G. Letsos; Preparing correspondence	0.30
05/10/06	MJM	Telephone call with G. Govedaris; Reviewing motion materials; Telephone call with B. Singh; Telephone call with L. White	0.40
05/10/06	MJM	Attending case conference before Justice Hoy; Preparing action plan memo	1.00
06/10/06	MJM	Reviewing and responding to correspondence	0.10
10/10/06	MJM	Preparing for motion; Attending on motion; Preparing draft orders	6.20
11/10/06	MJM	Reviewing correspondence; Revising draft orders	0.20
12/10/06	MJM	Reviewing and revising the draft orders; Reviewing Justice Pepall's endorsement	0.10
13/10/06	MJM	Reviewing and responding to correspondence	0.10
16/10/06	MJM	Reviewing correspondence; Telephone call from C. Simpson	0.10
17/10/06	MJM	Reviewing correspondence	0.10
18/10/06	MJM	Telephone call to M. De Prisco; Telephone call to I. Perlman; Telephone call from W. Simpson; Telephone call with J. Siegel; Reviewing and responding to correspondence	0.50
19/10/06	MJM	Telephone calls from I. Perlman and with W. Simpson; Preparing correspondence;	0.40

Date	Lawyer	Professional Services	Hours
		Engaged regarding the draft October 10, 2006 order	
20/10/06	MJM	Reviewing correspondence; Receiving instructions; Preparing correspondence	0.30
21/10/06	MJM	Reviewing correspondence; Engaged regarding the remaining steps in the receivership	0.80
23/10/06	MJM	Reviewing and responding to correspondence	0.20
23/10/06	MJM	Reviewing and revising the action plan	0.10
24/10/06	MJM	Preparing settlement documents; Preparing correspondence; Reviewing correspondence	1.80
24/10/06	MJM	Revising the draft action plan	0.10
25/10/06	MJM	Reviewing and responding to correspondence; Telephone calls with W. Simpson; Revising the draft settlement documents	0.40
26/10/06	MJM	Reviewing and responding to correspondence; Engaged regarding the Cam Fella expenses	0.20
27/10/06	MJM	Reviewing and responding to correspondence; Engaged regarding the Wayne Simpson settlement	0.20
30/10/06	MJM	Preparing for and attending teleconference before Justice Hoy	0.80
30/10/06	MJM	Reviewing and responding to correspondence; Preparing documents; Engaged regarding the proposed settlement with W. Simpson; Receiving instructions; Reviewing new bank records; Engaged regarding contractor payments	2.30
30/10/06	LC	Conference with J. MacMillan regarding status of receivership	0.30
31/10/06	LC	Conference with M. Quilling regarding issues and status	0.50
31/10/06	MJM	Telephone call from U. Pandya; Considering action plan	0.30
31/10/06	MJM	Receiving instructions; Engaged regarding potential settlement; Preparing correspondence	0.80
31/10/06	KM	Voicemail from and emails to and from J. MacMillan regarding summary of costs	0.20
01/11/06	KM	Meeting with J. MacMillan regarding breaking down fees in accordance with directions from the Court	0.40
01/11/06	MJM	Reviewing correspondence; Preparing documents requested by Justice Pepall; Telephone calls with W. Simpson; Revising correspondence	0.80
02/11/06	MJM	Telephone call from class member regarding the status of the matter; Reviewing correspondence; Telephone call to TD Bank; Preparing correspondence	0.80
02/11/06	MJM	Telephone call from U. Pandya; Engaged regarding the class proceeding	0.50
03/11/06	MJM	Engaged regarding extensive correspondence from C. Simpson; Preparing correspondence; Reviewing correspondence; Obtaining instructions	0.80
03/11/06	KM	Review Costs Summary and re-calculate time and fees on sections based on date fee incurred in accordance with order of the court	1.30
06/11/06	KM	Review and revise summary of costs; Discussion with J. MacMillan regarding summary	1.90
06/11/06	MJM	Telephone call to A. Arent	0.30



Date	Lawyer	Professional Services	Hours
07/11/06	MJM	Telephone call from class member; Reviewing correspondence	0.20
08/11/06	MJM	Reviewing correspondence	0.20
09/11/06	MJM	Preparing the supplementary receiver's report; Preparing correspondence; Engaged regarding the pending motion; Reviewing documents	4.00
10/11/06	MJM	Reviewing correspondence; Preparing submissions; Engaged regarding document review	0.70
10/11/06	LC	Call with receiver regarding status of all issues, schedule and court appearances	0.50
12/11/06	MJM	Engaged regarding receivership expenses	0.10
13/11/06	MJM	Reviewing correspondence	0.10
14/11/06	MJM	Preparing submissions; Reviewing motion materials; Reviewing case law and prior endorsements; Engaged regarding the bank records analysis; Preparing correspondence; Engaged regarding settlement with W. Simpson	2.30
15/11/06	MJM	Attending at court to speak to matter; Engaged with W. Simpson regarding settlement of his claim; Reviewing correspondence; Telephone call to L. White; Revising the settlement agreement; Preparing releases; Preparing motion materials	7.40
16/11/06	KM	Emails from and to J. MacMillan regarding preparing Costs Summary	0.20
16/11/06	MJM	Engaged regarding costs issues; Preparing court documents; Preparing correspondence; Revising settlement documents; Drafting the release	1.70
17/11/06	MJM	Telephone call to W. Simpson; Revising settlement documents; Telephone call from counsel; Preparing correspondence; Engaged regarding the FLA claim settlement; Obtaining instructions	3.10
20/11/06	KM	Discussion with J. MacMillan regarding further summaries to prepare regarding costs for the court	0.10
20/11/06	MJM	Reviewing and revising documents; Engaged regarding the settlement with W. Simpson; Preparing correspondence; Seeking instructions	0.80
21/11/06	MJM	Preparing motion materials for discharge of receivership order; Revising draft order; Preparing correspondence; Telephone calls with W. Simpson; Reviewing correspondence; Reviewing the executed settlement agreement	2.70
21/11/06	KM	Prepare detailed summary of Bennett Jones disbursements; Prepare summary of Receiver's fee items; Emails to J. MacMillan regarding invoices from the Receiver	2.80
22/11/06	MJM	Attending on motion; Engaged regarding the settlement with W. Simpson; Telephone call with TD Bank; Preparing correspondence	1.00
23/11/06	MJM	Telephone call with TD Bank; Engaged regarding the next receiver's report; Preparing correspondence; Seeking instructions; Finalizing the settlement related issues; Engaged regarding records review	1.40
24/11/06	MJM	Engaged regarding the settlement with W. Simpson and lifting the receivership order	0.20
27/11/06	MJM	Preparing motion documents	0.80
28/11/06	MJM	Engaged regarding the cheque analysis; Reviewing correspondence; Preparing correspondence	0.30

Date	Lawyer	Professional Services	Hours
29/11/06	MJM	Telephone calls with I. Pelman; Reviewing correspondence; Engaged regarding the settlement with W. Simpson; Preparing correspondence; Telephone call from C. Simpson	0.80
30/11/06	MJM	Telephone calls from W. Simpson	0.10
01/12/06	MJM	Telephone calls from W. and C. Simpson; Revising correspondence; Engaged regarding the settlement status	0.30
04/12/06	MJM	Engaged regarding the review of the banking records	0.10
05/12/06	MJM	Telephone call from I. Pelman	0.10
07/12/06	MJM	Reviewing correspondence; Engaged regarding State Farm proceeds	0.20
08/12/06	MJM	Reviewing correspondence; Receiving instructions regarding the State Farm proceeds; Reviewing and revising motion materials	1.20
11/12/06	MJM	Revising correspondence; Reviewing extensive correspondence; Preparing correspondence to L. White and to C. Simpson	0.60
12/12/06	MJM	Preparing report; Reviewing summaries; Revising motion documents; Engaged regarding the claims assessment status; Preparing correspondence	2.90
18/12/06	MJM	Preparing correspondence regarding the claims status	0.10
19/12/06	MJM	Reviewing correspondence; Preparing correspondence	0.20
20/12/06	MJM	Revising motion documents; Preparing report; Telephone call to B. Walmsley; Telephone call to S. Oldham; Preparing correspondence	1.20
28/12/06	MJM	Telephone call from claimant; Engaged regarding insurance issue; Engaged regarding the claims assessment status	0.40
04/01/07	MJM	Reviewing correspondence from claimant; Reviewing correspondence to the Receiver	0.10
09/01/07	MJM	Preparing court documents; Preparing recommendations and report	0.50
10/01/07	MJM	Reviewing and revising report	0.90
11/01/07	MJM	Reviewing and revising documents; Preparing report	0.20
16/01/07	MJM	Telephone call with M. Quilling; Receiving instructions	0.20
17/01/07	MJM	Reviewing and revising correspondence to the receiver	0.10
18/01/07	MJM	Reviewing documents from the receiver; Preparing correspondence; Telephone call from a claimant	0.60
19/01/07	MJM	Reviewing and revising correspondence; Reviewing and responding to incoming correspond; Preparing status update on all matters; Drafting report	1.60
21/01/07	MJM	Telephone call to claimant	0.30
23/01/07	MJM	Preparing documents; Engaged regarding the next report; Responding to inquiries from the receiver and providing claims information; Preparing status report	0.80
24/01/07	MJM	Revising correspondence to M. Humphrey; Preparing documents	0.20
25/01/07	MJM	Engaged regarding the next report and status of the receivership estate	0.20
26/01/07	MJM	Reviewing financial records; Engaged regarding records held by the police	1.20

Date	Lawyer	Professional Services	Hours
31/01/07	MJM	Telephone call from claimant	0.10
02/02/07	MJM	Reviewing correspondence from R. Wise	0.10
04/02/07	MJM	Reviewing correspondence from claimant; Preparing response	0.30
05/02/07	MJM	Reviewing and revising correspondence to claimant; Engaged regarding the deemed undertaking rule and document issues	0.70
07/02/07	MJM	Telephone call to M. Humphrey; Engaged regarding receivership costs and expenses; Seeking instructions; Preparing correspondence; Engaged regarding asset status and further investigations	1.80
08/02/07	MJM	Engaged regarding motion status (motion in writing); Telephone call from York Region regarding status of the criminal proceedings; Reviewing corporate search documents	0.30
09/02/07	MJM	Engaged regarding the 8th receiver's report; Seeking instructions; Revising motion documents	2.50
12/02/07	MJM	Reviewing documents; Engaged regarding further investigations	2.30
13/02/07	MJM	Engaged regarding further investigations; Preparing report	1.60
14/02/07	MJM	Reviewing research opinion; Engaged regarding document review and accounting evidence; Engaged regarding the total recoveries and receivership expenses; Preparing report	2.10
15/02/07	MJM	Reviewing Simpson's records and notes; Reviewing parcel registers and corporate searches; Engaged regarding asset investigations; Reviewing document summaries	2.60
20/02/07	MJM	Engaged regarding motion status and investigation; Reviewing documents; Telephone call from claimant; Reviewing claims analysis to date	1.90
21/02/07	MJM	Telephone call with claimant; Reviewing correspondence; Engaged regarding Cam Fella expenses; Reviewing and revising correspondence (regarding Hydro)	0.40
21/02/07	MJM	Engaged regarding certification status and judgment	0.80
23/02/07	MJM	Reviewing and revising documents for pending court attendance; Revising correspondence	0.40
25/02/07	MJM	Preparing for meetings with the receiver; Reviewing documents	1.40
26/02/07	MJM	Reviewing correspondence from Simpson; Engaged regarding document requests; Telephone call with A. Brar; Preparing correspondence, motion documents and receiver's report	6.40
26/02/07	DH	Obtaining corporate profile report for Homenet Properties Inc.	0.20
27/02/07	MJM	Preparing correspondence; Preparing documents for pending motion	2.60
28/02/07	MJM	Reviewing and revising correspondence to the court; Telephone call to the CRA; Reviewing document request; Reviewing documents; Preparing the 9th report	1.60
01/03/07	MJM	Reviewing documents requested by C. Simpson; Preparing correspondence to C. Simpson; Engaged regarding the receiver's claims analysis status	0.40
02/03/07	MJM	Reviewing the recoveries and total claims submitted; Engaged regarding a restitution order in the criminal matter; Preparing the next report; Telephone calls	0.70

Date	Lawyer	Professional Services	Hours
		from claimants	
05/03/07	LC	Call with M. Quilling, conference with J. MacMillan regarding claims and related issues	0.50
05/03/07	MJM	Preparing correspondence to claimants; Seeking instructions; Preparing documents; Preparing correspondence regarding total recoveries; Engaged regarding criminal matters	5.70
06/03/07	MJM	Preparing for hearing; Engaged regarding receivership status; Meeting with R. Kwasniewicz; Meeting with the police and the Crown; Attending sentencing hearing in Newmarket; Travel to and from the court; Telephone call to M. Quilling	6.90
07/03/07	MJM	Reviewing and responding to correspondence from C. Simpson; Reviewing the asset information obtained to date; Engaged regarding C. Simpson's accounting record request	0.90
08/03/07	MJM	Reviewing and responding to correspondence; Engaged regarding the receiver's claims analysis and the remaining step in the receivership	1.20
12/03/07	MJM	Reviewing correspondence from C. Simpson; Engaged regarding the revised action plan and status of the claims analysis; Telephone call from claimant	1.10
13/03/07	MJM	Preparing correspondence to the receiver	0.20
19/03/07	MJM	Telephone call from R. Kwasniewicz	0.10
20/03/07	MJM	Telephone call from claimant; Telephone call with the receiver	0.40
21/03/07	MJM	Telephone call from M. Quilling; Telephone call to Det. Morrison; Preparing correspondence; Telephone call from claimant	0.30
22/03/07	MJM	Telephone call with claimant; Receiving instructions	0.60
23/03/07	MJM	Engaged regarding the claims analysis and preparation of the next receiver's report; Telephone call from the GST office; Reviewing correspondence	0.20
26/03/07	MJM	Reviewing and responding to correspondence; Telephone call from claimant	0.20
27/03/07	MJM	Telephone call to claimant; Engaged regarding sending order; Engaged regarding the criminal and regulatory proceedings	0.40
28/03/07	MJM	Receiving instructions; Reviewing claims documents; Engaged regarding GST issues; Preparing report summary	1.30
29/03/07	MJM	Telephone call to claimant; Reviewing documents from the receiver	0.70
02/04/07	MJM	Reviewing correspondence regarding the criminal sentencing; Engaged regarding disbursements related to the claims process	0.20
03/04/07	MJM	Telephone call with claimant; Preparing correspondence regarding confirmation of sentencing terms; Reviewing documents from the receiver	1.60
04/04/07	MJM	Telephone call to B. Morrison; Telephone call to claimants; Preparing correspondence regarding the restitution order; Contacting the crown's office	0.50
04/04/07	MJM	Preparing status update to U. Pandya	0.30
05/04/07	MJM	Engaged regarding converting the restitution order to a civil judgment	0.10
09/04/07	MJM	Telephone call from claimant	0.10

Date	Lawyer	Professional Services	Hours
11/04/07	MJM	Telephone call to claimant regarding sentencing and status; Telephone call from B. Carmichael; Reviewing and responding to correspondence from W. Simpson's counsel; Reviewing correspondence to B. Carmichael; Reviewing and revising correspondence to the Crown's office regarding the restitution order; Reviewing correspondence to Hydro regarding the Cam Fella account closure; Reviewing and revising correspondence to W. Simpson regarding his breach of the settlement agreement	0.80
16/04/07	MJM	Reviewing and revising correspondence to W. Simpson regarding remedy of his breach of the settlement agreement; Telephone call from claimant; Engaged regarding the next court appearance; Reviewing documents from the receiver	0.50
18/04/07	MJM	Reviewing correspondence and banking summaries; Preparing for next report; Engaged regarding the revised action plan and recommended distribution process; Telephone call from claimant	2.30
27/04/07	MJM	Reviewing the banking records summaries; Engaged regarding the next report and claims distribution	0.70
30/04/07	MJM	Reviewing correspondence; Telephone call to G. Cohen; Telephone call from claimants; Revising correspondence to the court	0.40
01/05/07	MJM	Telephone calls with claimants regarding the receiver's recommendations and analysis	0.20
09/05/07	MJM	Telephone call to claimant; Engaged regarding the order which remains unissued by the court; Preparing for court attendance	0.30
14/05/07	MJM	Telephone calls from the claimants	0.10
17/05/07	MJM	Preparing correspondence to State Farm and to counsel; Engaged regarding the pending motion	0.30
18/05/07	MJM	Reviewing and responding to correspondence; Engaged regarding the motion in writing to the court; Preparing receiver's report	0.40
23/05/07	MJM	Telephone calls with claimants; Telephone call with R. Maxwell	0.10
23/05/07	JWW	Discussions with Ms. MacMillan regarding strategy for moving matter forward to trial	0.70
24/05/07	MJM	Engaged regarding default proceedings; Reviewing and revising the final action plan; Telephone call from claimant	1.40
25/05/07	MJM	Telephone call from claimant; Telephone call from the court; Preparing correspondence; Reviewing and revising the default requisition	0.50
30/05/07	MJM	Telephone call from claimant; Engaged regarding the claims status; Reviewing documents from the receiver	0.70
31/05/07	MJM	Reviewing and responding to correspondence; Telephone call with claimant; Preparing the action plan and next report	0.80
04/06/07	MJM	Preparing for pending motion; Engaged with L. Caylor regarding the matter; Reviewing the claims analysis and banking records/correspondence	1.50
05/06/07	MJM	Preparing correspondence; Preparing the report; Preparing motion documents;	1.30

Date	Lawyer	Professional Services	Hours
		Engaged regarding the claims analysis and finalizing the proposed distribution	
06/06/07	MJM	Telephone call from claimant	0.10
11/06/07	MJM	Reviewing correspondence; Preparing motion documents	0.90
12/06/07	MJM	Telephone calls to claimants	0.30
12/06/07	JWW	Email correspondence with J. MacMillan regarding status of file	0.10
13/06/07	MJM	Telephone calls with R. Maxwell; Reviewing claims documents	0.60
19/06/07	MJM	Telephone call from claimant	0.10
20/06/07	MJM	Telephone call to claimant; Preparing correspondence; Reviewing the banking records and related analysis; Engaged regarding tax issues	0.60
21/06/07	MJM	Telephone call to claimant; Telephone call with the receiver; Preparing the ninth report; Preparing the notice of motion; Preparing for the motion attendance; Preparing correspondence; Engaged regarding the claims analysis status	5.20
21/06/07	JWW	Email correspondence with J. MacMillan regarding preparation of affidavit of documents	0.10
25/06/07	MJM	Telephone call with R. Wise; Telephone call with claimants; Preparing draft orders	0.70
27/06/07	MJM	Preparing for court; Reviewing materials served by G. Govedaris; Attending at court to speak to the matter; Preparing correspondence	2.60
29/06/07	MJM	Telephone call from claimant	0.10
09/07/07	MJM	Reviewing correspondence; Engaged regarding TD cheque copies to be obtained; Preparing documents for pending motion; Telephone call with claimant	1.60
10/07/07	MJM	Engaged regarding the outstanding order and preparation of motion documents; Telephone call with claimant; Engaged regarding the action plan and budget per order of Justice Pepall	1.40
11/07/07	MJM	Telephone call to Rita at TD Bank; Engaged regarding missing cheque copies; Reviewing correspondence; Preparing correspondence; Reviewing restitution order; Engaged regarding the civil judgment; Preparing documents for the pending motion	1.00
12/07/07	MJM	Engaged regarding the website status	0.20
12/07/07	MJM	Engaged regarding the civil judgment/ restitution order; Considering effect on the class proceedings; Conducting research; Considering notice issues (to potential class members); Reviewing the draft certification documents	2.30
13/07/07	MJM	Reviewing claimant/loss documents received from RECO; Engaged regarding preparation of the action plan and budget in the Lloyd's matter	2.00
15/07/07	LC	Review materials regarding status, note to J. MacMillan	0.20
16/07/07	MJM	Reviewing correspondence to RECO; Engaged regarding Justice Pepall's order; Reviewing correspondence to State Farm; Engaged regarding the matter status; Preparing action plan for remaining issues	1.20
17/07/07	MJM	Reviewing case law; Engaged regarding certification issues and effect of the restitution order; Considering default judgment	1.60
18/07/07	MJM	Engaged regarding the outstanding TD cheque copies; Telephone call with TD	1.40

Date	Lawyer	Professional Services	Hours
		Bank; Reviewing documents/analysis received from the accountant	
19/07/07	MJM	Reviewing extensive claims and bank records analysis; Engaged regarding TD documents	1.60
20/07/07	MJM	Preparing the action plan and budget for the Lloyd's matter	1.30
24/07/07	MJM	Follow up regarding outstanding order; Preparing matter status summary	0.80
24/07/07	LC	Call from M. Quilling regarding status and upcoming court attendances	0.20
25/07/07	MJM	Reviewing motion materials; Preparing motion materials; Reporting to the receiver; Telephone call with claimant; Preparing revised action plan; Engaged regarding the related matters status and finalizing the claims analysis	1.80
26/07/07	MJM	Reviewing documents for the next receiver's report; Engaged regarding submitting motion materials for a hearing in writing; Engaged regarding preparation of the tenth report; Reviewing the action plan and recoveries documents; Telephone call with claimants; Preparing correspondence	1.90
30/07/07	MJM	Telephone calls with claimants; Engaged regarding the receivership status and preparation of the tenth report	0.70
01/08/07	MJM	Attending motion brought by the Dianor defendants; Telephone call from the registrar	0.60
02/08/07	MJM	Preparing correspondence; Reviewing correspondence from claimants; Preparing motion materials	1.60
13/08/07	MJM	Preparing the action plan and draft budget for the application against the insurer; Considering the evidence to be adduced a the application and how to streamline the process	2.40
14/08/07	MJM	Telephone calls to claimants; Engaged regarding TD's compliance with court order; Engaged regarding the outstanding order; Preparing reports; Reviewing accounting analysis	2.90
15/08/07	MJM	Reviewing and responding to correspondence from the receiver; Engaged regarding TD's missing cheque copies; Preparing reports	0.90
16/08/07	MJM	Engaged with the receiver regarding the status of the matter; Preparing correspondence to the defendants' criminal law counsel; Engaged regarding the receiver's claims analysis	0.60
04/09/07	MJM	Telephone call to the court; Telephone call with claimant	0.20
06/09/07	MJM	Reviewing and responding to correspondence; Engaged regarding preparation of the next receiver's report; Telephone call to the court regarding scheduling a 9:30 a.m. motion attendance	1.60
07/09/07	MJM	Telephone call with claimants; Engaged regarding the accounting analysis and pending court order (regarding fees)	0.40
12/09/07	MJM	Telephone calls with claimants; Preparing status summary and motion documents; Engaged regarding the receiver's claims analysis	1.30
13/09/07	MJM	Telephone calls with claimants; Engaged regarding the motion in writing and pending motions	0.90

Date	Lawyer	Professional Services	Hours
21/09/07	MJM	Telephone call to the court regarding scheduling the next motion; Engaged regarding the status of the accounting analysis	0.20
25/09/07	MJM	Engaged regarding the motion in writing and the pending motion for receiver's fees	0.50
01/10/07	MJM	Preparing a notice of motion; Reviewing the receiver's report	0.40
02/10/07	MJM	Engaged regarding the fees motion and pending order	0.10
03/10/07	MJM	Engaged regarding follow up with the court; Preparing summary report; Engaged regarding the claims analysis and pending court recommendations	3.50
04/10/07	MJM	Reviewing and responding to correspondence from claimants; Telephone call with claimants	0.40
05/10/07	MJM	Engaged regarding the status of the matter and the remaining steps; Preparing reporting correspondence; Telephone call with claimants	0.70
10/10/07	MJM	Engaged regarding accounting issues; Reviewing and revising correspondence	0.30
16/10/07	MJM	Engaged regarding the claims analysis status and the remaining steps; Preparing summary report; Engaged regarding the accounting report; Reviewing correspondence	1.40
22/10/07	MJM	Telephone call with claimants	0.10
23/10/07	MJM	Telephone call to the court	0.10
26/10/07	LC	Conferences with J. MacMillan; Review affidavit; Revise materials	0.40
26/10/07	MJM	Telephone call to the court	0.10
06/11/07	MJM	Telephone call with claimant; Preparing a status summary report; Engaged regarding the interim fees issue	1.60
09/11/07	MJM	Telephone call with claimants; Engaged regarding the status of the criminal matter/parole; Telephone call to Detective Morrison	0.50
13/11/07	MJM	Engaged regarding the share split issue; Reviewing correspondence	0.40
20/11/07	MJM	Telephone call from B. Walmsley; Reviewing and revising correspondence to the receiver	0.20
26/11/07	MJM	Preparing motion materials; Drafting the action plan and budget for the Lloyd's matter; Telephone call with claimant; Preparing correspondence; Reviewing motion materials (in related action) for posting on Receiver's's web site	2.60
27/11/07	MJM	Preparing motion materials for 9:30 a.m. attendance; Reviewing correspondence; Preparing action plan and budget for the Lloyd's matter	3.40
28/11/07	MJM	Preparing for and attending 9:30 a.m. motion before Justice Pepall; Engaged regarding payment of the Receiver's's interim fees; Engaged regarding updating the Receiver's web site; Telephone calls with G. Cohen	1.80
29/11/07	MJM	Preparing correspondence to the receiver; Engaged regarding the fees order/endorsement; Preparing correspondence to claimants; Preparing report	2.40
30/11/07	MJM	Preparing status summary report; Reviewing correspondence	2.10
07/12/07	MJM	Telephone call with claimant; Engaged regarding interim fee issues and pending court order	0.40



Date	Lawyer	Professional Services	Hours
10/12/07	MJM	Engaged regarding the matter status; Telephone call from claimant; Engaged regarding the fees order	0.20
11/12/07	MJM	Telephone call to claimants to provide update on the matter status; Preparing correspondence	0.30
12/12/07	MJM	Preparing correspondence to claimants; Reviewing correspondence from the receiver; Telephone call from claimant	0.50
13/12/07	MJM	Preparing status report; Reviewing order of Justice Campbell; Preparing correspondence to the receiver; Engaged regarding the receiver's fees; Preparing motions materials	0.90
14/12/07	MJM	Telephone call with the receiver; Receiving instructions; Preparing correspondence to the court; Preparing motion materials	1.50
17/12/07	MJM	Reviewing and revising correspondence; Engaged regarding payment of the receiver's accounts; Reviewing motion materials; Telephone call from claimant	1.60
18/12/07	MJM	Preparing correspondence to the receiver	0.10
19/12/07	MJM	Reviewing correspondence from the receiver; Engaged regarding wrapping up the receivership	0.60
21/12/07	MJM	Preparing status update to claimants; Telephone call from G. Nicholson; Engaged regarding preparing the next motion materials; Reviewing correspondence and reports	2.10
09/01/08	MJM	Telephone calls with U. Pandya and other claimants; Preparing correspondence; Engaged regarding the remaining steps in the receivership	1.40
21/01/08	MJM	Engaged regarding preparations of a status report to all claimants	0.10
22/01/08	MJM	Reviewing and responding to correspondence from the receiver	0.30
29/01/08	DJNR	Review Statement of Claim; Review Affidavit of Documents, Timetable; Met with J. MacMillan; Review Motion Record	3.70
30/01/08	MJM	Preparing correspondence to a claimant; Engaged regarding the next report to the court; Preparing documents	1.40
31/01/08	MJM	Preparing correspondence (status update); Preparing status and issues summary	1.20
31/01/08	MJM	Telephone call with U. Pandya	0.20
07/02/08	MJM	Telephone call to M. Quilling	0.10
21/02/08	DJNR	Various emails to and from Ms. Wallis-Simpson	0.50
28/02/08	JK	Reviewing affidavit for L. Caylor	1.00
29/02/08	JK	Further discussions with L. Caylor regarding whether transfer effective; Considering same	0.50
10/03/08	DJNR	Review emails from victims of fraud; Telephone call to S. Oldham	0.30
11/03/08	DJNR	Various telephone calls from victims of fraud regarding deposit scheme and mortgage scheme	0.30
12/03/08	DJNR	Telephone call to various victims of mortgage scheme and deposit scheme regarding status of litigation	1.10

Date	Lawyer	Professional Services	Hours
13/03/08	DJNR	Coordinate wire transfers	0.40
14/03/08	DJNR	Email from L. Caylor/Receiver regarding Settlement terms on Cam Fella Property; Search file; Review correspondence/closing file; Email to Receiver	1.60
19/03/08	DJNR	Telephone call from Udayan Pandya	0.40
19/03/08	DJNR	Review letter regarding estate funds; Review Victim List; Telephone call from C. Simpson; Review Motion Record regarding fees; Review Restitution Order	2.50
24/03/08	DJNR	Email to L. Caylor regarding approaching conference/trial dates	0.30
25/03/08	DJNR	Telephone call to Udayan Pandya regarding status of class action	0.80

Total Hours 296.40

Total Fees \$ 129,383.50

Date	Lawyer	Flat Fees	
08/01/07	JDP	Obtaining a corporate search for 2007311 Ontario Ltd.	
25/01/07	JDP	Obtaining a business names search against Simpson's Gourmet	
13/02/07	KAS	Obtaining two business names reports for Phoenix Enterprises	
			Total Flat Fees \$ 100.00
			Total Fees \$ 129,483.50

**Other Charges**

Library Computer Search	25.62
Long Distance Phone Charges	20.56
Fax Charges	432.00
Photocopy Charges	2,067.75
Total Other Charges	\$ 2,545.93

Total Fees and Other Charges \$ 132,029.43

**Disbursements**

Courier Charges	358.10
Travel Expense	29.37
Government Service Fee	50.00
Professional Services	66.00
Process Servers	1,062.00
Total Disbursements	\$ 1,565.47

**Disbursements Incurred As Your Agent (Nontaxable)**

Courier Charges	83.40
Courthouse Charges	1,741.00
Travel Expense	45.20
Government Service Fee	40.00
Royal Bank Wire Charge	30.00
Process Servers	4.00

Total Disbursements Incurred As Your Agent \$ 1,943.60

GST \$ 6,679.75

**TOTAL DUE \$ 142,218.25**

Lawyer	Title	Hours	Rate	Amount
J. Kerbel	Partner	1.50	785.00	1,177.50
J. D. Patterson	Partner	0.00	750.00	60.00
L. Caylor	Partner	2.60	575.00	1,495.00
D. J. N. Rainsberry	Associate	11.90	425.00	5,057.50
J. W. Woycheshyn	Associate	0.90	350.00	315.00
M. J. MacMillan	Associate	262.70	450.00	118,215.00
D. Henry	Paralegal	0.20	230.00	46.00
K. McPhie	Paralegal	6.90	200.00	1,380.00
K. McPhie	Paralegal	9.40	175.00	1,645.00
K. A. Shelley	Paralegal	0.00	150.00	40.00
M. Taylor	Paralegal	0.30	175.00	52.50

BENNETT JONES LLP

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# **Bennett Jones** LLP

Bennett Jones LLP  
Suite 3400, 1 First Canadian Place  
P.O. Box 130  
Toronto, Ontario M5X 1A4  
(416) 863-1200

UDAYAN PANDYA  
4822 DERRYDOWN DRIVE  
MISSISSAUGA, ON L5M 7M7

Our File Number: 056445.00002

UDAYAN PANDYA  
Re: SIMPSON- RECEIVERSHIP/JDP/LC

Date: 24/04/08  
Invoice: 756118

## REMITTANCE STATEMENT

Please return this Remittance Statement with your payment in the attached envelope so that we may ensure your account is properly credited.

Fees	\$	129,483.50
Other Charges		2,545.93
Disbursements		1,565.47
Disbursements Incurred As Your Agent		1,943.60
GST	\$	6,679.75
<b>TOTAL DUE</b>	<b>\$</b>	<b><u>142,218.25</u></b>



# **Bennett Jones** LLP

Bennett Jones LLP  
Suite 3400, 1 First Canadian Place  
P.O. Box 130  
Toronto, Ontario M5X 1A4  
(416) 863-1200

UDAYAN PANDYA  
4822 DERRYDOWN DRIVE  
MISSISSAUGA, ON L5M 7M7

Our File Number: 056445.00003

UDAYAN PANDYA  
Re: SIMPSON- DIANOR SHARES/JDP/LC

Date: 24/04/08  
Invoice: 756119

Date	Lawyer	Professional Services	Hours
14/08/06	MJM	Telephone call to C. Alexiou	0.10
15/08/06	MJM	Reviewing correspondence; Preparing a draft action plan	0.40
13/09/06	MJM	Telephone call from C. Alexiou;	0.10
17/09/06	MJM	Telephone call to C. Alexiou;	0.10
05/10/06	MJM	Reviewing the rules regarding the procedure for dealing with this issue; Telephone call to C. Alexiou	0.30
06/10/06	MJM	Reviewing correspondence	0.10
20/10/06	MJM	Preparing correspondence to C. Simpson	0.10
23/10/06	MJM	Engaged regarding procedural issues	0.10
26/10/06	MJM	Preparing court documents	0.10
30/10/06	LC	Calls regarding sham divorce, consider Dianor shares	0.10
31/10/06	MJM	Telephone call to C. Alexiou; Revising court documents; Reviewing affidavit materials	0.30
01/11/06	LC	Review memo regarding share issues	0.30
01/11/06	MJM	Reviewing correspondence and research results; Preparing correspondence	0.50
02/11/06	MJM	Reviewing and revising court documents; Engaged regarding the pending motion	0.60
03/11/06	MJM	Engaged regarding the evidence adduced to date; Reviewing documents; Considering the merits of the share transfer	1.20
06/11/06	MJM	Preparing correspondence and action plan; Telephone call from the court	1.00
07/11/06	MJM	Engaged regarding the pending motion; Telephone calls to counsel; Preparing correspondence	0.20
13/11/06	MJM	Telephone call to counsel; Reviewing research memo	0.70
20/11/06	MJM	Telephone calls with C. Alexiou; Revising draft schedule; Preparing correspondence	0.30

Statement of Account TERMS: Due upon receipt. Bennett Jones LLP reserves the right to charge interest at a rate not greater than 4.3% per annum on outstanding invoices after 30 days. G.S.T.: R119346757  
We collect, use and disclose information pursuant to our Privacy Policies. For further information visit our website at [www.bennettjones.ca](http://www.bennettjones.ca) or contact our Privacy Officer by writing to our offices in Calgary, Edmonton or Toronto.

Date	Lawyer	Professional Services	Hours
21/11/06	MJM	Engaged regarding the next motion attendance; Considering revised schedule; Reviewing documents	0.40
22/11/06	MJM	Attending on motion; Telephone call to C. Alexiou; Reviewing research opinion	0.70
27/11/06	MJM	Reviewing and responding to correspondence	0.50
11/12/06	MJM	Engaged regarding Justice Pepall's endorsement	0.10
17/12/06	MJM	Reviewing documents and research opinion; Engaged regarding evidence currently available; Considering examinations and other procedure for summary trial; Engaged regarding the draft claim	1.20
19/12/06	MJM	Engaged regarding the pending action; Reveiwing documents; Reviewing research memorandum; Considering the evidence available to date	1.70
20/12/06	MJM	Telephone call with C. Alexiou; Reviewing and considering the evidence and research memorandum	0.90
21/12/06	MJM	Reviewing documents; Reviewing the draft claim; Engaged regarding the available evidence	0.70
28/12/06	MJM	Reviewing and revising the statement of claim	0.30
31/12/06	MJM	Reviewing and revising the draft statement of claim; Reviewing research opinions	0.80
03/01/07	MJM	Engaged regarding the claim and related procedural issues; Reviewing and revising documents	3.50
04/01/07	MJM	Reviewing and revising documents; Engaged regarding evidentiary issues	2.10
05/01/07	MJM	Revising documents; Preparing documents; Reviewing case law and research opinions	1.80
08/01/07	MJM	Revising documents; Reviewing research; Preparing pleading	1.50
15/01/07	MJM	Obtaining instructions; Engaged regarding preparation of the affidavit of documents; Engaged regarding the trial strategy and evidence	1.80
17/01/07	KM	Meeting with J. MacMillan regarding preparation of the Affidavit of Documents; Prepare Affidavit of Documents; Review and revise affidavit; Email to J. MacMillan regarding draft of affidavit	0.80
17/01/07	MJM	Reviewing correspondence; Engaged regarding the affidavit of documents; Telephone call to C. Alexiou; Reviewing documents	1.40
22/01/07	MJM	Reviewing and revising documents; Engaged regarding the commercial list court new matter requirements; Reviewing and revising correspondence	1.00
24/01/07	MJM	Revising correspondence to C. Alexiou; Reviewing and revising the affidavit of documents	0.20
25/01/07	MJM	Reviewing extensive documents; Analyzing evidence available to date; Preparing litigation plan	3.20
26/01/07	MJM	Preparing correspondence to RBC; Reviewing extensive file documents; Revising the affidavit of documents	1.90
29/01/07	MJM	Reviewing correspondence and client documents; Revising the affidavit of documents	0.20

Date	Lawyer	Professional Services	Hours
12/02/07	MJM	Reviewing research conclusions	0.40
13/02/07	MJM	Preparing for examinations; Reviewing documentary evidence	1.90
15/02/07	MJM	Reviewing evidence; Preparing for discoveries; Considering affidavit evidence	2.80
19/02/07	MJM	Engaged regarding documentary production; Reviewing research; Considering evidence available to date; Preparing for examinations; Reviewing the draft affidavit of documents; Reviewing recently revised documents	3.70
20/02/07	MJM	Reviewing correspondence	0.10
21/02/07	MJM	Engaged regarding document review; Reviewing memo	0.20
23/02/07	MJM	Reviewing documents with respect to solvency issues	1.10
01/03/07	MJM	Engaged regarding an agreed statement of facts; Reviewing the pleading; C. Simpson's statements regarding the transaction and the documentary evidence	2.40
07/03/07	MJM	Reviewing and considering the evidence available to date; Engaged regarding the banking records; Reviewing records summaries	1.90
13/03/07	MJM	Engaged regarding the productions; Reviewing and considering the evidence	0.70
21/03/07	MJM	Engaged regarding the pleadings and draft affidavit of documents	0.20
27/03/07	MJM	Telephone call to C. Alexiou	0.10
30/03/07	MJM	Engaged regarding the draft affidavit of documents and productions; Reviewing the accounting/banking evidence; Preparing documents	0.50
02/04/07	MJM	Engaged regarding the draft affidavit of documents and further productions; Considering evidentiary issues	0.60
17/04/07	MJM	Reviewing the statement of defence; Preparing a request to inspect documents; Reviewing correspondence; Reviewing documents; Preparing correspondence to C. Alexiou; Considering evidentiary issues; Reviewing banking records	1.60
18/04/07	MJM	Reviewing the accounting documents; Engaged regarding preparation of the affidavit of documents	1.20
19/04/07	MJM	Engaged regarding production issues	0.10
19/04/07	KM	Meeting with J. MacMillan regarding additional documents for the Affidavit of Documents	0.20
23/04/07	KM	Reviews bank records and organize for Affidavit of Documents; Amend Schedule A list of documents; Prepare slip sheets for Affidavit	3.10
23/04/07	MJM	Preparing correspondence to C. Alexiou; Engaged regarding the affidavit of documents; Reviewing the revised affidavit	0.60
27/04/07	MJM	Reviewing the draft affidavit of documents; Engaged regarding the schedule; Considering an agreed statements of facts and/or written evidence/summary trial	0.80
01/05/07	MJM	Telephone call to C. Alexiou	1.10
10/05/07	MJM	Telephone call to C. Alexiou	0.10
22/05/07	MJM	Engaged regarding preparing the case for trial	0.30
30/05/07	MJM	Engaged regarding the litigation action plan	0.10



Date	Lawyer	Professional Services	Hours
05/06/07	MJM	Reviewing research conclusions	0.40
25/06/07	MJM	Engaged regarding trial preparations	0.40
25/06/07	JWW	Reviewing document production; Preparing affidavit of documents; Reviewing research memoranda from S. Crowe regarding fraudulent preferences	4.50
26/06/07	JWW	Preparing affidavit of documents; Reviewing file to plan a course of action; Preparing timetable for advancement of file	1.40
27/06/07	JWW	Discussions with J. MacMillan regarding preparation of affidavit of documents and strategy for moving file forward; Revising affidavit of documents and proposed case timetable	0.60
27/06/07	MJM	Engaged regarding the trial procedure; Finalizing the affidavit of documents; Preparing correspondence; Revising the draft timetable	0.30
28/06/07	JWW	Email correspondence with M. MacMillan regarding status of file	0.10
28/06/07	MJM	Reviewing and revising correspondence	0.10
29/06/07	MJM	Reviewing correspondence; Serving the affidavit of documents; Responding to correspondence	0.20
03/07/07	JWW	Reviewing correspondence from C. Alexiou regarding case timetable	0.10
04/07/07	JWW	Reviewing file to plan a course of action; Preparing letter to C. Alexiou regarding scheduling	0.30
09/07/07	MJM	Receiving correspondence; Engaged regarding preparations for the examinations for discovery; Reviewing documents; Reviewing research	1.90
16/07/07	JWW	Email correspondence with J. MacMillan regarding preparations for examination for discovery	0.10
17/07/07	LC	Engaged regarding determination of share issue, conference with J. MacMillan	0.40
17/07/07	MJM	Reviewing correspondence; Engaged regarding the proposed revised timetable; Reviewing the productions and preparing for the examinations; Considering statements of law for use at the trial	1.50
18/07/07	MJM	Engaged regarding preparations for the examinations for discovery; Reviewing productions; Reviewing and revising the notices of examination; Preparing correspondence	2.30
18/07/07	JWW	Email correspondence from J. MacMillan regarding preparations for discovery	0.10
20/07/07	MJM	Engaged regarding the examinations for discovery; Reviewing correspondence to C. Alexiou	0.50
23/07/07	MJM	Engaged regarding the defendants' pending motion; Reviewing correspondence; Reviewing the accounting records; Preparing for the discoveries	1.90
23/07/07	JWW	Reviewing correspondence from J. MacMillan regarding preparations for examinations for discovery	0.10
24/07/07	MJM	Engaged regarding the defendants' proposed scheduling hearing; Preparing for the examinations for discovery	1.70
31/07/07	MJM	Telephone call to M. Tweedie	0.10

Date	Lawyer	Professional Services	Hours
02/08/07	MJM	Telephone call to C. Alexiou regarding the examinations for discovery; Preparing correspondence to M. Tweedie	0.20
14/08/07	MJM	Engaged regarding the examinations for discovery; Reviewing the accounting records; Reviewing case law regarding compelling attendance at examinations; Engaged regarding security for costs and reviewing receiver related case law	2.10
16/08/07	MJM	Receiving correspondence from M. Tweedie; Telephone call to M. Tweedie; Preparing correspondence regarding the proposed timetable	0.30
27/08/07	MJM	Reviewing and responding to correspondence from M. Tweedie	0.10
05/09/07	MJM	Reviewing and responding to correspondence regarding the pending motion	0.20
13/09/07	MJM	Reviewing the productions; Considering motion to compel attendance at examination for discovery	0.40
02/10/07	MJM	Reviewing the motion record, affidavits and exhibits; Reviewing Dianor-related correspondence; Considering merits of the pending motion; Engaged regarding preparation of responding materials	3.00
03/10/07	MJM	Reviewing case law regarding security for costs issues; Engaged regarding obtaining instructions	1.20
04/10/07	MJM	Reviewing correspondence, orders and receiver reports regarding the Dianor shares issue; Preparing responding materials; Engaged regarding preparation for the trial in the main action and the evidence to be adduced at trial	2.90
09/10/07	MJM	Reviewing client documents and accounting evidence; Assessing the merits of the moving parties' motion; Reviewing the affidavit evidence for rebuttal purposes; Reviewing case law related to issues raised on the motion	3.10
10/10/07	MJM	Engaged regarding the settlement discussions; Reviewing client documents; Engaged regarding instructions on the motion; Preparing motion materials	2.80
11/10/07	MJM	Reviewing correspondence and the original motion materials used on the "freeze order" motion; Engaged regarding service of the original materials; Reviewing handwritten notes	1.60
16/10/07	MJM	Reviewing the motion documents and preparing an action plan to defend the motion	0.50
18/10/07	MJM	Reviewing the affidavit evidence and exhibits; Considering the test to vary an order; Engaged regarding preparation of responding materials	2.60
19/10/07	MJM	Engaged regarding research issues; Reviewing case law on receiver-related issues; Engaged regarding preparation of responding materials; Reviewing the affidavit evidence	2.20
22/10/07	MJM	Reviewing motion documents; Reviewing research opinion and case law; Preparing responding materials; Reviewing client documents	3.20
23/10/07	MJM	Reviewing research and case law regarding defences to the moving parties' motion; Reviewing client documents and preparing responding materials; Considering legal arguments	2.70
24/10/07	MJM	Reviewing the motion record; Reviewing orders, receiver's reports and client documents; Preparing responding materials; Reviewing research opinion and case	5.20

Date	Lawyer	Professional Services	Hours
		law; Reviewing correspondence from the moving parties' counsel; Engaged regarding preparation of a factum	
25/10/07	MJM	Telephone call to M. Quilling; Obtaining instructions; Reviewing the motion record; Preparing responding materials; Reviewing research opinion and case law regarding security for costs; Revising correspondence	8.30
26/10/07	MJM	Reviewing and revising the responding motion materials; Engaged regarding cross-examinations and factum preparation	2.80
31/10/07	MJM	Reviewing the motion documents; Engaged regarding potential share offer; Considering cross-examinations issues	1.10
01/11/07	MJM	Engaged regarding stock split/warrant issue; Reviewing Dianor press release documents; Preparing the correspondence	1.10
05/11/07	MJM	Preparing correspondence to G. Tamura at RBC; Reviewing documents regarding the shares/warrants	0.70
30/11/07	MJM	Reviewing the motion materials and research; Engaged regarding preparing a factum	1.20
03/12/07	MJM	Reviewing and considering the motion materials; Reviewing research and case law; Engaged regarding preparing the factum and book of authorities; Reviewing the affidavit materials and productions; Considering the original receivership order	3.30
05/12/07	MJM	Reviewing and responding to correspondence from the defendants' counsel	0.10
06/12/07	MJM	Reviewing the motion materials; Preparing for the motion; Engaged regarding preparation of the factum; Reviewing case law and research opinions	3.40
07/12/07	MJM	Reviewing the motion materials and the affidavit evidence; Engaged regarding preparing the factum; Reviewing the defendants supplementary motion materials	1.70
10/12/07	MJM	Preparing correspondence; Engaged regarding the defendants' supplementary motion materials; Seeking instructions from the receiver; Reviewing the productions	2.50
12/12/07	MJM	Preparing correspondence to M. Tweedie; Engaged regarding responding to the defendants' supplementary motion materials; Considering the affidavit evidence	1.70
13/12/07	MJM	Reviewing case law and research results; Engaged regarding strategic considerations on the pending motion; Reviewing the parties' productions; Preparing correspondence; Telephone call to M. Tweedie	3.20
14/12/07	MJM	Telephone call with M. Tweedie; Preparing correspondence to the court; Engaged regarding rescheduling the defendants' motion; Engaged regarding the factum and brief of authorities	1.90
17/12/07	MJM	Telephone calls with the court; Preparing documents; Telephone call to M. Tweedie; Preparing correspondence to M. Tweedie; Engaged regarding preparation for the pending motion; Reviewing the motion materials	2.40
18/12/07	MJM	Preparing submissions for the pending motion; Reviewing the affidavit evidence; Engaged regarding preparation of the factum	1.00
19/12/07	MJM	Engaged regarding the factum; Preparing correspondence; Reviewing the notice of	2.30

Date	Lawyer	Professional Services	Hours
		motion; Reviewing research analysis and case law	
21/12/07	MJM	Preparing submissions for the pending motion; Reviewing the notice of motion and case law; Considering litigation strategy	1.50
31/12/07	MJM	Reviewing and revising the draft factum; Reviewing case law and the motion materials; Preparing for the pending motion	2.20
02/01/08	MJM	Reviewing and revising the factum; Engaged regarding preparation of the book of authorities; Preparing submissions; Reviewing the motion record	2.30
03/01/08	MJM	Preparing for the motion; Reviewing and revising the factum; Reviewing case law and the defendants extensive materials	3.60
04/01/08	MJM	Finalizing motion materials; Reviewing and revising correspondence; Engaged regarding service issues; Reviewing and considering the defendants extensive motion materials and book of authorities; Distinguishing the defendants' authorities; Preparing for the motion; Reviewing the productions in the main action	4.10
07/01/08	MJM	Reviewing the defendants' factum; Preparing submissions; Engaged regarding the evidence available for trial of this matter; Considering an expedited timetable; Engaged regarding damages considerations are to share value decline	1.80
13/01/08	MJM	Preparing submissions for the motion; Reviewing the defendants' extensive brief of authorities and factum; Reviewing the responding materials and affidavit evidence	3.10
14/01/08	MJM	Preparing for and attending half day motion; Preparing correspondence; Telephone call with M. Quilling; Receiving instructions	3.80
21/01/08	MJM	Attending 9:30 motion to set expedited schedule; Preparing correspondence; Engaged regarding preparing hearing materials	1.30
29/01/08	MJM	Engaged with D. Rainsberry regarding preparation of the affidavit evidence and hearing materials; Providing case history and issues analysis to D. Rainsberry; Reviewing motion materials and considering evidence for use at the hearing	1.80
07/02/08	DJNR	Emails from J. MacMillan regarding scheduling	0.20
08/02/08	DJNR	Various emails from J. MacMillan regarding file transfer	0.20
19/02/08	DJNR	Review memo of J. MacMillan; Review research; Review Statement of Claim; Review Defence; Review Commercial List Motion material	4.50
20/02/08	DJNR	File review; Motion Exhibit and Affidavit of Documents review; Draft Affidavit of M. Quilling	4.80
21/02/08	DJNR	Draft affidavit material of Receiver	3.60
21/02/08	LC	Conference with D. Rainsberry regarding affidavits and status regarding Dianor shares	0.20
22/02/08	DJNR	Review Memoranda of Law regarding fraudulent preference; Action Plan of Receiver; Fourth Report of Receiver; Fourth Amended and Restated Order; Statement of Claim in Dianor Action; Pleadings and Orders Brief; Motion Record regarding Costs.	5.30
23/02/08	DJNR	Review file material regarding transfer of Dianor Shares; Motion Records of Receiver and Zapfe and Sourlis, Defendants; Draft Affidavit of Receiver	6.50

Date	Lawyer	Professional Services	Hours
24/02/08	DJNR	Draft Affidavit of Receiver; Review Bank Records; Review Dianor Transfer documentation; Review Orders of Mesbur, J. and Hoy, J.	6.90
25/02/08	LC	Review affidavit regarding Dianor shares, conference with D. Rainsberry	1.20
25/02/08	DJNR	Met with L. Caylor; Locate and review bank records; Met with S. Williams regarding Summation; Review previous correspondence regarding Dianor Shares; Revise Affidavit	6.20
26/02/08	DJNR	Draft Affidavit of Receiver in Dianor Action; Review interview of Simpson; Research historical share price; Revise Affidavit; Instruct regarding Affidavits; Instruct regarding Exhibits; Met with L. Caylor; Revise Affidavit; Review bank records; Email to L. Caylor; Review Fees Motion material	10.70
26/02/08	LC	Conference with D. Rainsberry regarding affidavit and application materials for Dianor issue; Review and revise affidavit; Conference with D. Rainsberry, call from defendant's solicitors	2.80
27/02/08	LC	Review email from defendant's solicitors regarding Dianor issue; Emails from D. Rainsberry regarding Simpson evidence; Review and revise application materials	1.30
27/02/08	DJNR	Review sound recording of Simpson meeting; Revise Transcript for use with Affidavit of Receiver; Revise Affidavit; Emails to and from Lincoln Caylor; Telephone call to opposing counsel; Email to opposing counsel; Compile Exhibits; Revisions to draft letter to opposing counsel; Met with Lincoln Caylor	7.80
28/02/08	DJNR	Finalize Affidavit of Receiver; Finalize draft letter to opposing counsel; Draft letter to client; Met with Lincoln Caylor; Emails to Jeff Kerbel and Lincoln Caylor; Revise Transcript of Meeting with Simpson at York Regional Police	8.00
28/02/08	LC	Review and revise application materials; Conference with D. Rainsberry	0.80
29/02/08	DJNR	Review comments of J. Kerbel; Email to Lincoln Caylor	1.70
29/02/08	LC	Review materials for Dianor issue, emails with J. Kerbel and D. Rainsberry	0.30
03/03/08	DJNR	Various emails regarding conference call with M. Quilling	0.90
04/03/08	DJNR	Met with L. Caylor; Various revisions to Affidavit of M. Quilling based on discussions with M. Quilling; Email to M. Quilling	1.30
04/03/08	LC	Conference with D. Rainsberry regarding Dianor materials; Call with M. Quilling regarding same; Revise materials	0.80
05/03/08	DJNR	Coordinate delivery of Affidavit materials; Prepare service material; Finalize letter regarding loss in value of shares; Coordinate wire transfer	1.10
24/03/08	LC	Engaged regarding issues for Dianor actions; Conference with D. Rainsberry regarding same	0.20
31/03/08	DJNR	Draft letter to opposing counsel; Review letter from opposing counsel regarding Simpson Affidavit; Email to L. Caylor	0.70
Total Hours			254.60
Total Fees			\$ 112,485.00

**Other Charges**

Library Computer Search	1,464.80
Fax Charges	9.00
Photocopy Charges	319.75
Total Other Charges	\$ 1,793.55
Total Fees and Other Charges	<u>\$ 114,278.55</u>

**Disbursements**

Courier Charges	89.64
Total Disbursements	\$ 89.64
GST	\$ 5,718.41
TOTAL DUE	<u>\$ 120,086.60</u>

Lawyer	Title	Hours	Rate	Amount
L. Caylor	Partner	7.60	625.00	4,750.00
L. Caylor	Partner	0.80	575.00	460.00
D. J. N. Rainsberry	Associate	70.40	425.00	29,920.00
J. W. Woycheshyn	Associate	7.30	350.00	2,555.00
M. J. MacMillan	Associate	164.40	450.00	73,980.00
K. McPhie	Paralegal	4.10	200.00	820.00

BENNETT JONES LLP

PER \_\_\_\_\_

# **Bennett Jones** LLP

Bennett Jones LLP  
Suite 3400, 1 First Canadian Place  
P.O. Box 130  
Toronto, Ontario M5X 1A4  
(416) 863-1200

UDAYAN PANDYA  
4822 DERRYDOWN DRIVE  
MISSISSAUGA, ON L5M 7M7

Our File Number: 056445.00003

UDAYAN PANDYA  
Re: SIMPSON- DIANOR SHARES/JDP/LC

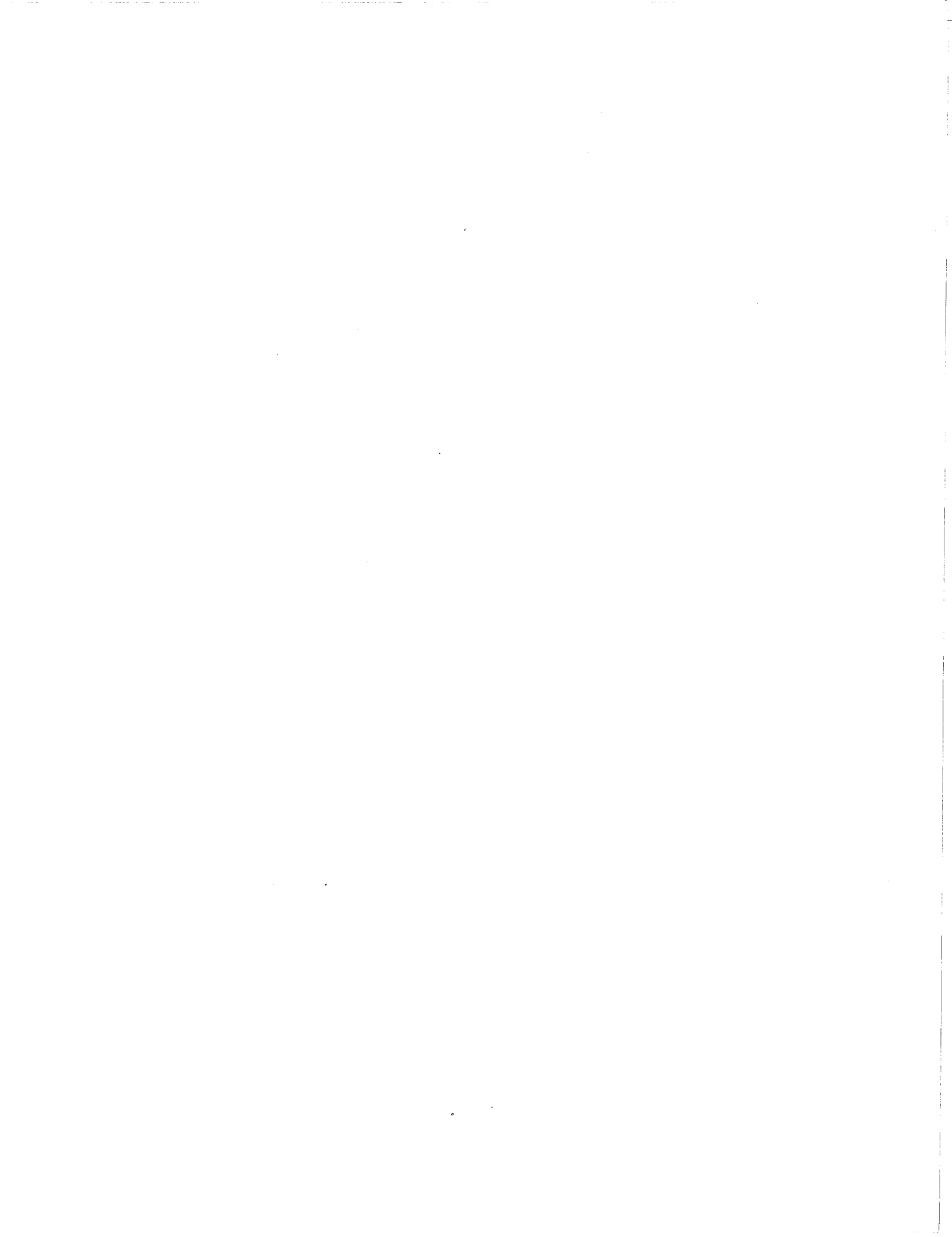
Date: 24/04/08  
Invoice: 756119

## REMITTANCE STATEMENT

Please return this Remittance Statement with your payment in the attached envelope so that we may ensure your account is properly credited.

Fees	\$	112,485.00
Other Charges		1,793.55
Disbursements		89.64
Disbursements Incurred As Your Agent		0.00
GST	\$	5,718.41
<b>TOTAL DUE</b>	<b>\$</b>	<b><u>120,086.60</u></b>

Statement of Account TERMS: Due upon receipt. Bennett Jones LLP reserves the right to charge interest at a rate not greater than 4.3% per annum on outstanding invoices after 30 days. G.S.T.: R119346757  
We collect, use and disclose information pursuant to our Privacy Policies. For further information visit our website at [www.bennettjones.ca](http://www.bennettjones.ca) or contact our Privacy Officer by writing to our offices in Calgary, Edmonton or Toronto.





# **Bennett Jones** LLP

Bennett Jones LLP  
Suite 3400, 1 First Canadian Place  
P.O. Box 130  
Toronto, Ontario M5X 1A4  
(416) 863-1200

UDAYAN PANDYA  
4822 DERRYDOWN DRIVE  
MISSISSAUGA, ON L5M 7M7

Our File Number: 056445.00004

UDAYAN PANDYA  
Re: SIMPSON- PAHWA MORTGAGES/JDP/LC

Date: 24/04/08  
Invoice: 756120

Date	Lawyer	Professional Services	Hours
30/10/06	LC	Conference with J. MacMillan regarding Pawa and other steps	0.10
09/11/06	MJM	Reviewing correspondence; Engaged regarding banking documents	0.30
16/11/06	MJM	Telephone call to TD Bank; Reviewing correspondence	0.20
21/11/06	MJM	Engaged regarding the document review and findings	0.10
07/12/06	MJM	Preparing correspondence	0.10
15/12/06	MJM	Reviewing correspondence	0.10
17/12/06	MJM	Reviewing and considering correspondence; Engaged regarding the banking records; Considering the costs v. benefits of various proceedings; Preparing correspondence	1.00
22/12/06	MJM	Preparing correspondence; Reviewing correspondence	0.10
27/12/06	MJM	Engaged regarding settlement discussions	0.10
28/12/06	MJM	Preparing correspondence	0.10
31/12/06	MJM	Reviewing research opinions; Considering bank records, review summary; Preparing correspondence	0.70
08/01/07	MJM	Reviewing research opinions; Reviewing banking records summaries; Reviewing correspondence; Preparing recommendations; Preparing correspondence	5.60
10/01/07	MJM	Reviewing and revising correspondence; Seeking instructions	0.70
15/01/07	MJM	Telephone call to the receiver; Seeking instructions and reporting on the status of the matter	0.10
22/01/07	LC	Review pleadings regarding shares, consider offer regarding Pawa	0.40
22/01/07	MJM	Preparing correspondence; Reviewing correspondence from the receiver	0.10
29/01/07	MJM	Reviewing and revising correspondence	0.10
31/01/07	MJM	Engaged regarding the proposed settlement	0.10
01/02/07	MJM	Reviewing and responding to correspondence; Telephone call to D. Rothwell	0.10

Statement of Account TERMS: Due upon receipt. Bennett Jones LLP reserves the right to charge interest at a rate not greater than 4.3% per annum on outstanding invoices after 30 days. G.S.T.: R119346757  
We collect, use and disclose information pursuant to our Privacy Policies. For further information visit our website at [www.bennettjones.ca](http://www.bennettjones.ca) or contact our Privacy Officer by writing to our offices in Calgary, Edmonton or Toronto.

Date	Lawyer	Professional Services	Hours
02/02/07	MJM	Preparing correspondence; Engaged regarding without prejudice meetings; Reviewing and responding to correspondence from D. Rothwell	0.10
08/02/07	MJM	Preparing for settlement meeting; Conducting settlement discussions; Telephone calls with the receiver; Obtaining instructions; Preparing settlement documents; Preparing report; Reviewing and revising motion documents; Reviewing correspondence from D. Rothwell	4.70
11/02/07	MJM	Receiving instructions; Revising documents; Preparing correspondence	0.10
12/02/07	MJM	Preparing settlement documents; Reviewing and responding to correspondence	1.20
13/02/07	MJM	Preparing correspondence; Preparing settlement documents	1.20
14/02/07	MJM	Reviewing correspondence	0.10
15/02/07	MJM	Reviewing and revising settlement documents; Preparing motion documents	0.30
16/02/07	MJM	Reviewing and responding to correspondence	0.10
20/02/07	MJM	Reviewing and revising documents; Engaged regarding the release; Revising motion materials; Obtaining instructions	1.10
23/02/07	MJM	Revising the settlement documents; Obtaining instructions; Preparing correspondence	1.30
25/02/07	MJM	Revising settlement documents	0.30
26/02/07	MJM	Revising motion documents; Revising draft release; Preparing correspondence	0.80
28/02/07	MJM	Reviewing correspondence from counsel; Reviewing settlement documentation and affidavit material	0.20
01/03/07	MJM	Reviewing correspondence; Engaged regarding the pending motion	0.20
02/03/07	MJM	Engaged regarding service of the motion materials; Reviewing and revising correspondence; Reviewing correspondence from D. Rothwell and from G. Govedaris' office	0.60
05/03/07	MJM	Preparing correspondence to G. Govedaris; Telephone call from D. Rothwell; Reviewing correspondence from C. Simpson; Revising correspondence to the court; Preparing submissions for motion	1.90
12/03/07	MJM	Engaged regarding the pending motion and the status of the proposed settlement	0.20
19/03/07	MJM	Reviewing correspondence from D. Rothwell; Engaged regarding the motion and submissions	0.20
20/03/07	MJM	Preparing orders	0.20
21/03/07	MJM	Preparing submissions; Reviewing draft orders; Attending at court to speak to the matter	2.00
22/03/07	MJM	Reviewing and revising correspondence	0.10
28/03/07	MJM	Preparing correspondence; Reviewing settlement documents	0.20
Total Hours			27.20
Total Fees			\$ 12,302.50

**Disbursements**

Courier Charges			40.70
	Total Disbursements	\$	40.70
	GST	\$	617.17
	<b>TOTAL DUE</b>	<b>\$</b>	<b><u>12,960.37</u></b>

Lawyer	Title	Hours	Rate	Amount
L. Caylor	Partner	0.50	575.00	287.50
M. J. MacMillan	Associate	26.70	450.00	12,015.00

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UDAYAN PANDYA  
4822 DERRYDOWN DRIVE  
MISSISSAUGA, ON L5M 7M7

Our File Number: 056445.00004

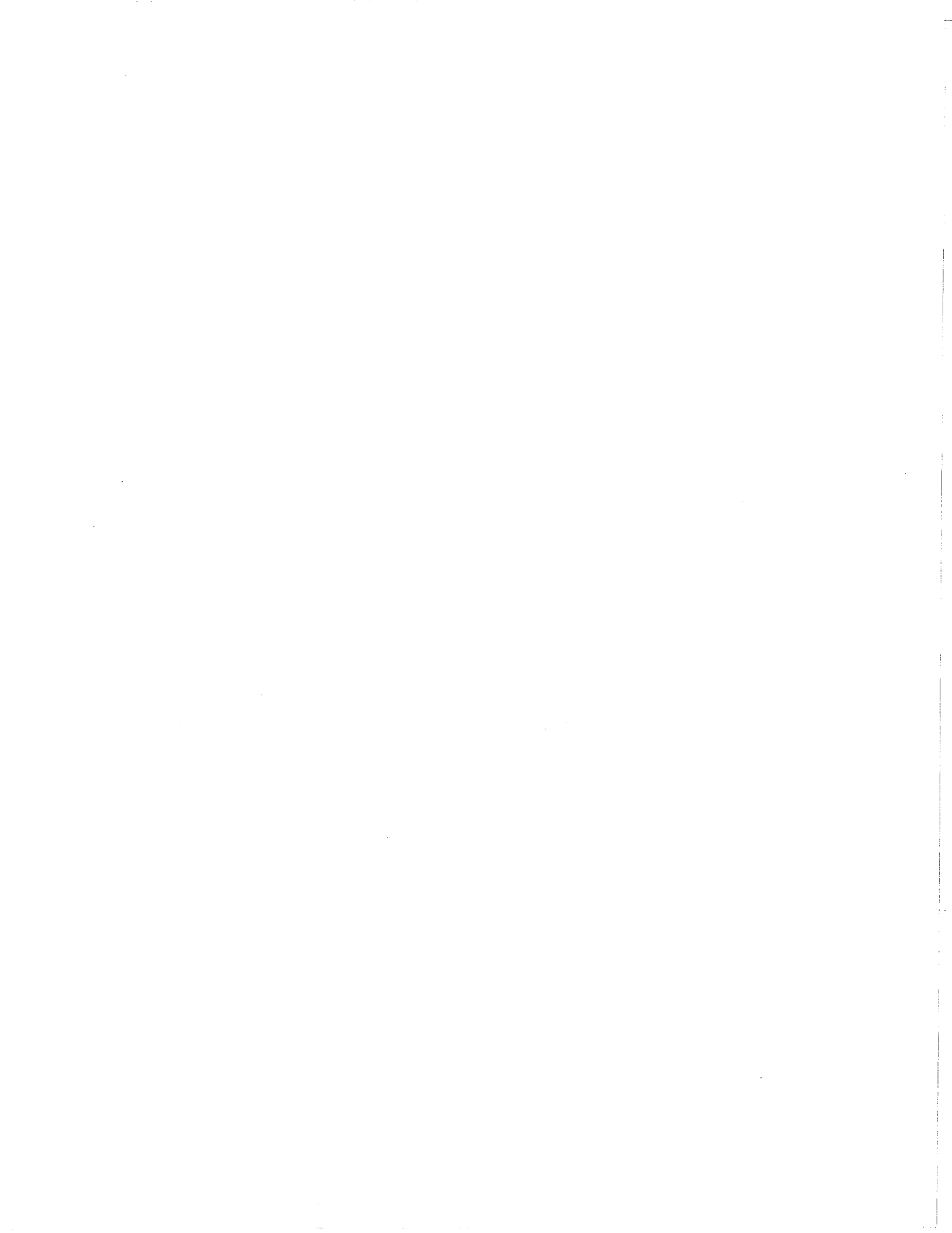
UDAYAN PANDYA  
Re: SIMPSON- PAHWA MORTGAGES/JDP/LC

Date: 24/04/08  
Invoice: 756120

## REMITTANCE STATEMENT

Please return this Remittance Statement with your payment in the attached envelope so that we may ensure your account is properly credited.

Fees	\$	12,302.50
Other Charges		0.00
Disbursements		40.70
Disbursements Incurred As Your Agent		0.00
GST	\$	617.17
<b>TOTAL DUE</b>	<b>\$</b>	<b><u>12,960.37</u></b>



# Bennett Jones<sup>LLP</sup>

Bennett Jones LLP  
Suite 3400, 1 First Canadian Place  
P.O. Box 130  
Toronto, Ontario M5X 1A4  
(416) 863-1200

UDAYAN PANDYA  
4822 DERRYDOWN DRIVE  
MISSISSAUGA, ON L5M 7M7

Our File Number: 056445.00005

UDAYAN PANDYA  
Re: SIMPSON- REAL ESTATE/JDP/LC

Date: 24/04/08  
Invoice: 756121

Date	Lawyer	Professional Services	Hours
01/08/06	MJM	Preparing correspondence; Revising the vesting order; Reviewing correspondence	0.20
02/08/06	MJM	Telephone calls to and from L. White; Revising the sixth report and notice of motion; reviewing the documents from W. Simpson	4.80
03/08/06	MJM	Revising and reviewing correspondence	0.20
04/08/06	MJM	Reviewing and responding to correspondence; Preparing draft order; Preparing for the motion	0.30
08/08/06	MJM	Telephone call from R. Maxwell regarding draft order; Telephone call from C. Job; Engaged regarding Mott funds; Reviewing and responding to correspondence; Telephone call from D. Passante	0.80
08/08/06	FM	Complete closing documents for Kawagama Lake property; Prepare paper form documentation to register vesting order; Draft reply letter to requisitions from Thompson, MacColl	2.50
09/08/06	FM	Email from purchaser's solicitor regarding the Kawagama property; Emails to and from J. MacMillan; Revise vesting order documentation for registration incorporating purchaser's solicitors comments; Office conference with S. Martyn	2.00
09/08/06	MJM	Preparing correspondence; Receiving instructions; Engaged regarding Kawagama sale	0.70
10/08/06	MJM	Reviewing correspondence; Preparing correspondence	0.20
11/08/06	MJM	Engaged regarding Cam Fella issues and expenses	0.20
14/08/06	MJM	Reviewing correspondence; Attending at court to speak to Kawagama sale; Preparing correspondence; Telephone call to M. DePrisco	1.40
15/08/06	MJM	Reviewing correspondence	0.10
15/08/06	FM	Telephone calls with E. Gutowski	0.50
17/08/06	MJM	Engaged regarding Cam Fella property; Reviewing and responding to correspondence; Telephone call from C. Simpson	0.30

Date	Lawyer	Professional Services	Hours
23/08/06	MJM	Reviewing and responding to correspondence	0.40
25/08/06	MJM	Preparing correspondence	0.10
25/08/06	MJM	Reviewing and responding to correspondence; Engaged regarding Cam Fella maintenance and expenses	0.20
05/09/06	FM	Telephone calls with purchaser's solicitor regarding Kawagama property; Revise closing documents; Revise vesting order application for registration; Telephone call with Barb of Hutcheson-Barns regarding pre-approval of document; Fax to Georgina at Hutcheson-Barns; Telephone call with B. Gutowski	2.50
11/09/06	JSM	Review finalized closing documents; Correspondence to solicitor for purchaser enclosing documents in escrow	1.50
11/09/06	MJM	Reviewing correspondence;	0.10
12/09/06	MJM	Reviewing correspondence;	0.10
12/09/06	FM	Prepare application to amend based on court order regarding 6451 Main Street; Office conference with S. Martyn regarding registration of court order Complete closing documents regarding Kawagama sale; Telephone call with agent in Haliburton; Letters to and from Purchaser's solicitor; Letter to Hutcheson-Barnes Titles Limited; Office conference with S. Martyn regarding closing of Kawagama property	3.80
13/09/06	FM	Emails with J. MacMillan regarding the Kawagama transaction; Telephone calls with E. Gutowski; Telephone call with real estate agent; Draft funds direction with respect to the balance of deposit held in the agent's trust account	0.60
13/09/06	MJM	Telephone call from realtor regarding the Kawagama closing; Reviewing correspondence; Reviewing documents;	0.30
14/09/06	MJM	Reviewing correspondence;	0.10
14/09/06	FM	Emails with J. MacMillan regarding Kawagama transaction; Telephone calls to and from Purchaser's solicitor Telephone call with Barb of Hutcheson-Barnes; Letter to Purchaser's solicitor; Office conference with S. Martyn; Telephone call with real estate agent	1.50
15/09/06	FM	Attend to closing transaction for Kawagama, including numerous telephone calls with Purchaser's solicitors; Correspondence from purchaser's solicitor; Telephone calls to the Bank of Nova Scotia regarding wired funds; emails to J. MacMillan and E. Gutowski advising of status of transaction; Attend at Scotia Bank in order to pick up bank draft; Telephone calls with Barb of Hutcheson-Barns; Telephone call to and from Kathy of the Township of Algonquin Highlands; Letter to Township of Algonquin enclosing cheque for the payment of outstanding property taxes; Report on closing transaction	4.50
15/09/06	MJM	Reviewing correspondence; Telephone call from agent; Engaged regarding the Kawagama closing;	0.20
17/09/06	MJM	Engaged regarding the Kawagama closing; Preparing correspondence;	0.10
18/09/06	FM	Email from J. MacMillan regard Kawagama; Office conference with S. Martyn;	0.60

Date	Lawyer	Professional Services	Hours
		Letter to Royal Bank requesting discharge statement	
19/09/06	FM	Review discharge statement from Royal Bank regarding Kawagama; Office conference with S. Martyn; Emails with J. MacMillan; Letter to Royal Bank enclosing funds	0.80
19/09/06	MJM	Reviewing and responding to correspondence;	0.10
28/09/06	MJM	Reviewing and responding to correspondence;	0.10
02/10/06	MJM	Telephone calls with C. Penner (RBC) regarding the Kawagama status	0.10
16/10/06	MT	Received instructions from J. MacMillan; Conduct subsearch of title on Teraview; Obtain copy of parcel register and instrument on title	0.50
19/10/06	MJM	Reviewing and responding to correspondence regarding 6817 Main Street, Stouffville	0.10
06/11/06	MJM	Preparing correspondence	0.10
07/11/06	MJM	Preparing correspondence; Discharging certificate of pending litigation	0.40
07/11/06	CAK	Receiving and reviewing email instructions from E. Gutowski; Subsearching Stouffville property through Teraview to obtain parcel register; Preparing acknowledgment and direction and application to amend based on court order through teraview for electronic registration to delete certificate of pending litigation; Registering application to amend based on court order; Reporting email to J. MacMillan	2.00
23/11/06	CAK	Receiving instructions from E. Gutowski; Subsearching 587 Carn Fella Blvd Stouffville through Teraview to obtain and review parcel register; Email to J. MacMillan to further receive instructions; Preparing acknowledgment and direction and application to amend based on court order through Teraview for electronic registration to delete existing court order registered on title; Reporting email to J. MacMillan	1.50
12/02/07	CAK	Receiving instructions from E. Gutowski; Subsearching 6817 Main St., Stouffville through Teraview to obtain parcel register and copy of transfer; Reporting email to E. Gutowski	0.30
15/02/07	NM	Subsearch with respect to 5859 Main Street, Stouffville	0.70
Total Hours			37.50
Total Fees			\$ 9,890.00
<b>Other Charges</b>			
Fax Charges			5.00
Photocopy Charges			26.00
Total Other Charges			\$ 31.00
Total Fees and Other Charges			<u>\$ 9,921.00</u>



**Disbursements**

TeraView Filing Fee	30.00
Land Titles	162.00
AMEX Filing	16.00
<b>Total Disbursements</b>	<b>\$ 208.00</b>

**Disbursements Incurred As Your Agent (Nontaxable)**

TeraView Filing Fee	180.00
Land Titles	62.00
<b>Total Disbursements Incurred As Your Agent</b>	<b>\$ 242.00</b>
<b>GST</b>	<b>\$ 506.45</b>

**TOTAL DUE** **\$ 10,877.45**

Lawyer	Title	Hours	Rate	Amount
J. S. Martyn	Partner	1.50	550.00	825.00
M. J. MacMillan	Associate	11.70	450.00	5,265.00
C. A. Kent	Paralegal	3.80	175.00	665.00
F. McCartney	Legal Assistant	19.30	150.00	2,895.00
M. Taylor	Paralegal	0.50	200.00	100.00
N. McNeilage	Paralegal	0.70	200.00	140.00

BENNETT JONES LLP

PER \_\_\_\_\_

# **Bennett Jones** LLP

Bennett Jones LLP  
Suite 3400, 1 First Canadian Place  
P.O. Box 130  
Toronto, Ontario M5X 1A4  
(416) 863-1200

UDAYAN PANDYA  
4822 DERRYDOWN DRIVE  
MISSISSAUGA, ON L5M 7M7

Our File Number: 056445.00005

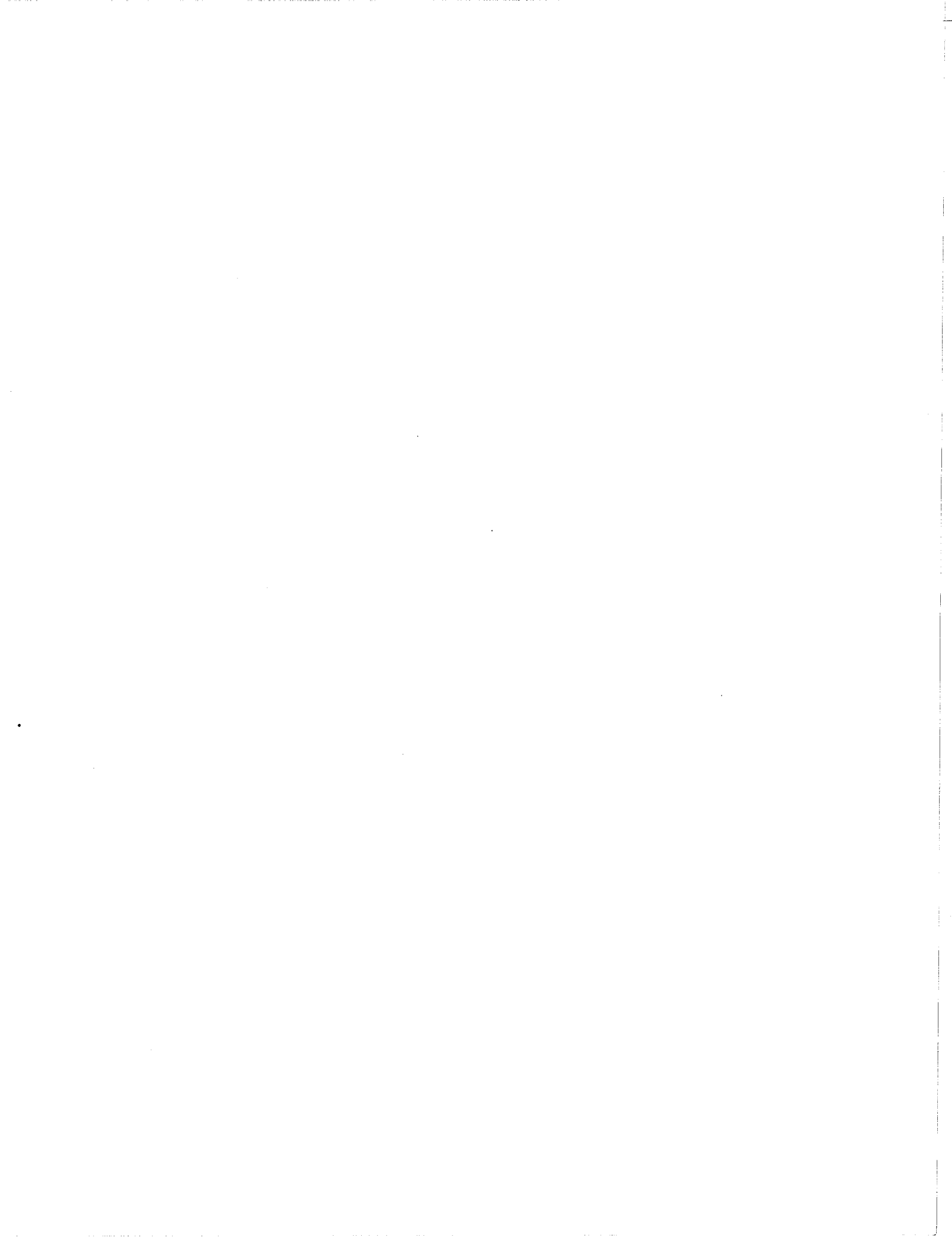
UDAYAN PANDYA  
Re: SIMPSON- REAL ESTATE/JDP/LC

Date: 24/04/08  
Invoice: 756121

## REMITTANCE STATEMENT

Please return this Remittance Statement with your payment in the attached envelope so that we may ensure your account is properly credited.

Fees	\$	9,890.00
Other Charges		31.00
Disbursements		208.00
Disbursements Incurred As Your Agent		242.00
GST	\$	506.45
<b>TOTAL DUE</b>	<b>\$</b>	<b><u>10,877.45</u></b>



# **Bennett Jones** LLP

Bennett Jones LLP  
Suite 3400, 1 First Canadian Place  
P.O. Box 130  
Toronto, Ontario M5X 1A4  
(416) 863-1200

UDAYAN PANDYA  
4822 DERRYDOWN DRIVE  
MISSISSAUGA, ON L5M 7M7

Our File Number: 056445.00006

UDAYAN PANDYA  
Re: SIMPSON- RECO/LLOYDS/JDP/LC

Date: 24/04/08  
Invoice: 756122

Date	Lawyer	Professional Services	Hours
13/09/06	MJM	Engaged regarding the proof of loss; Reviewing the claims listing;	0.20
23/10/06	MJM	Engaged regarding procedural issues	0.10
01/11/06	LC	Consider issues regarding proceeding for determination of "occurrence", review memo regarding same	0.40
01/11/06	MJM	Reviewing research results	0.20
03/11/06	MJM	Reviewing research; Reviewing correspondence	0.60
20/11/06	MJM	Engaged regarding the insurance issues; Reviewing case law; Assessing merits of the insurer's position	2.30
01/12/06	MJM	Reviewing and considering research opinion and case law	1.60
20/12/06	MJM	Reviewing research; Considering potential claim; Reviewing correspondence	1.30
10/01/07	MJM	Reviewing and considering research opinion; Reviewing case law; Engaged regarding recommendations	1.80
11/01/07	MJM	Engaged regarding research opinion and litigation strategy issues; reviewing and considering the insurance policy	1.00
12/01/07	MJM	Reviewing and revising the draft claim; Engaged regarding the litigation plan	1.40
15/01/07	MJM	Reviewing and revising the draft pleading	1.00
18/01/07	MJM	Engaged regarding the proposed action plan; Analysing the policy wording; Reviewing the Insurance Act	1.50
19/01/07	MJM	Reviewing and revising court documents; Engaged regarding strategic issues; Reviewing documents	1.20
21/01/07	MJM	Conducting Quicklaw research on the policy wording issue	0.10
22/01/07	AJP	Reviewing draft application materials and insurance policies and discussing with J. MacMillan	1.80
22/01/07	LC	Review notice of application regarding RECO	0.40
22/01/07	MJM	Revising the pleadings; Engaged regarding the cause of action; Preparing the	3.70

Date	Lawyer	Professional Services	Hours
		litigation strategy; Considering the consumer deposit policy	
23/01/07	AJP	Researching and considering issues regarding claim against insurer	2.40
23/01/07	MJM	Reviewing the Insurance Act; Preparing correspondence; Preparing application documents	2.40
24/01/07	MJM	Drafting application documents; Engaged regarding litigation strategy	2.60
31/01/07	MJM	Engaged regarding the form of proceeding and proper parties; Reviewing the draft application; Reviewing and considering case law	1.60
07/02/07	MJM	Reviewing case law and research; Reviewing the deposit insurance policy; Considering viability of application; Revising documents	2.10
08/02/07	MJM	Reviewing case law and research regarding policy interpretation; Engaged regarding the status of the investigation	1.40
21/02/07	MJM	Engaged regarding the recommendations; Reviewing the policy	0.70
22/02/07	MJM	Engaged with opinion counsel regarding litigation strategy; Preparing correspondence; Seeking instructions	1.00
22/02/07	AJP	Reviewing insurance policy and draft application; Considering and discussing issues regarding insurance issues with J. MacMillan	1.20
27/02/07	MJM	Preparing documents; Engaged regarding the insurance provisions	1.20
28/02/07	MJM	Preparing documents; Seeking instructions	0.30
12/03/07	MJM	Reviewing and considering case law regarding receivership/trustee actions; Considering action plan scenarios; Engaged regarding commercial list actions; Reviewing and revising documents; Telephone call from claimant regarding Lloyd's policies insuring Simpson and RECO	3.80
20/03/07	MJM	Reviewing and revising documents; Preparing action plan	1.50
29/03/07	MJM	Telephone call from claimant; Revising documents; Preparing draft action plan	1.60
12/04/07	MJM	Engaged regarding revised action plan and simplified process for adjudicating these matters; Considering issues between 2 groups of claimants and related costs of potential litigation; Preparing documents	1.70
12/06/07	MJM	Reviewing and revising the notice of application; Engaged regarding privity of contract issues and the evidence currently available	2.40
14/06/07	MJM	Reviewing extensive documents from RECO; Engaged regarding preparation of affidavit evidence for the application	2.40
21/06/07	MJM	Reviewing the notice of application	0.50
27/06/07	MJM	Reviewing and revising the draft application; Engaged regarding scheduling the application	0.40
28/06/07	MJM	Reviewing the notice of application; Preparing the commercial list request form; Reviewing documents; Considering application evidence; Engaged regarding the action plan and budget	1.80
29/06/07	MJM	Reviewing and revising the notice of application; Preparing correspondence to G. Govedaris; Reviewing extensive documentation from RECO	2.30

Date	Lawyer	Professional Services	Hours
09/07/07	MJM	Reviewing extensive documents from the RECO tribunal hearing	2.10
10/07/07	MJM	Preparing correspondence to G. Govedaris; Engaged regarding issuance of the notice of application	0.30
17/07/07	LC	Review application materials, discuss application and matter generally, consider affidavits in support of application	0.40
18/07/07	LC	Review research memo	0.20
19/07/07	MJM	Engaged regarding the tribunal hearing and evidence adduced at the hearing; Reviewing transcripts	1.70
20/07/07	MJM	Reviewing correspondence from Lloyd's counsel; Engaged regarding scheduling the application hearing	0.20
24/07/07	MJM	Telephone call from the commercial list court; Telephone call to R. Falby; Regarding scheduling of the application	0.20
26/07/07	MJM	Preparing for the application hearing; Considering the evidence available and joint privilege issues; Engaged regarding preparation of the law portion of the factum	2.60
30/07/07	MJM	Engaged regarding the commercial list court and status of the notice of application issuance; Preparing correspondence to Lloyd's counsel	0.20
31/07/07	MJM	Telephone calls from A. White; Revising correspondence; Preparing for the motion	0.30
01/08/07	MJM	Attending 9:30 a.m. scheduling motion; Engaged regarding issuing the notice of application	0.60
16/08/07	MJM	Engaged regarding scheduling the application; Preparing the action plan and budget; Considering the affidavit evidence to be adduced	0.80
13/09/07	MJM	Telephone call with RECO regarding the application	0.10
21/09/07	MJM	Engaged regarding the action plan and budget	0.60
21/09/07	MJM	Engaged regarding scheduling the motion and preparing the draft action plan	0.60
07/11/07	MJM	Telephone call with claimant; Telephone call to the court; Telephone call to Detective Morrison; Preparing correspondence ; Engaged regarding criminal sentencing and parole issues	0.80
27/11/07	MJM	Reviewing the notice of application; Preparing a timetable	0.40
28/11/07	MJM	Reviewing and revising the draft timetable; Engaged regarding preparation of the affidavits and issues for mediation	0.10
30/11/07	MJM	Engaged regarding mediating the matter; Preparing draft timetable	0.50
07/12/07	MJM	Engaged regarding mediating the matter; Considering the best process for the mediation including agreed statement of facts and legal issues	1.10
11/12/07	MJM	Preparing correspondence to the respondent's counsel regarding mediation of this matter; Reviewing case law and research regarding legal issues; Considering evidence/factual scenarios for use at mediation or on application	2.10
12/12/07	MJM	Reviewing and responding to correspondence from the respondent's counsel	0.20
14/12/07	MJM	Reviewing and revising correspondence to the respondent's's counsel	0.10
18/12/07	MJM	Preparing correspondence to the respondent's counsel; Engaged regarding the action	1.60

Date	Lawyer	Professional Services	Hours
		plan and possible mediation of the matter	
19/12/07	MJM	Preparing email correspondence to the respondent's counsel	0.10
20/12/07	MJM	Reviewing and responding to correspondence from the respondent's counsel	0.20
21/01/08	MJM	Telephone call from Lloyd's counsel regarding setting a schedule in the matter; Reviewing the application and research opinion	0.90
25/01/08	MJM	Telephone call to Lloyd's counsel; Revising the draft timetable; Preparing correspondence	0.20
29/01/08	MJM	Telephone calls with Lloyd's counsel; Reviewing and revising the motion request form; Preparing correspondence to Lloyd's counsel; Engaged regarding mediating the matter; Telephone call with the court; Engaged with D. Rainsberry regarding preparing for and conducting the mediation	0.80
30/01/08	MJM	Telephone call from the court; Telephone call to Lloyd's counsel; Reviewing and revising the notice form motion and motion record; Preparing correspondence to Lloyd's counsel	0.50
31/01/08	MJM	Attending 9:30 hearing; Preparing correspondence to Lloyd's counsel; Engaged regarding preparation for the mediation	1.30
31/01/08	DJNR	Emails regarding scheduling of mediation	0.20
08/02/08	DJNR	Various emails from J. MacMillan regarding file transfer	0.20
19/02/08	DJNR	Email to and from R. Falby regarding scheduling of Mediation Brief exchange	0.30
21/02/08	DJNR	Email to L. Caylor regarding deadlines for service of Mediation material	0.10
29/02/08	DJNR	Review memos regarding claim against insurer and Law regarding single verses multiple "occurrences" under Policy	3.20
02/03/08	DJNR	Draft Mediation Brief; Review Notice of Application; Review insurance policy	3.50
03/03/08	DJNR	Instruct regarding update of research regarding related occurrence under insurance policy; Review draft Mediation Brief	2.60
04/03/08	DJNR	Draft, research and finalize Mediation Brief; Review research; Review insurance policy	11.20
04/03/08	LC	Conference with D. Rainsberry regarding insurance action, mediation and issues	0.20
05/03/08	DJNR	Met with L. Caylor regarding Mediation Brief	0.70
05/03/08	DJNR	Draft Mediation Brief; Review relevant file material including RECO claims; Research	11.00
05/03/08	LC	Revise brief regarding insurance claim; Conference with D. Rainsberry regarding same	0.50
06/03/08	LC	Review and revise mediation brief for insurance issue	0.80
06/03/08	DJNR	Review claims submitted to RECO; Review prior Reports of Receiver; Review Insurance Calculations; Review previous correspondence; Research memo update; Met with articling student; Revise Mediation Brief; Email to L. Caylor; Telephone call to J. MacMillan; Review additional case-law	11.40
07/03/08	DJNR	Coordinate with articling student regarding jurisprudence/citation update; Email	1.20

Date	Lawyer	Professional Services	Hours
		from L. Caylor; Email to R. Falby	
08/03/08	DJNR	Email from L. Caylor; Integrate revisions to Settlement Conference Brief	0.80
10/03/08	DJNR	Review/finalize Mediation Brief; Coordinate service/filing; Highlight jurisprudence	1.20
13/03/08	DJNR	Review jurisprudence referenced in Mediation Brief	1.10
24/03/08	LC	Engaged regarding issues for Lloyds actions; Conference with D. Rainsberry	0.20
25/03/08	DJNR	Review Mediation Brief of Respondent	0.90
27/03/08	DJNR	Review brief; Review jurisprudence regarding distinction between act and occurrence	2.20
28/03/08	LC	Conference with D. Rainsberry regarding mediation issues and issues for Lloyds litigator; Review briefs	0.60
30/03/08	DJNR	Draft reply brief/memo; Review mediation brief of respondent	5.20
31/03/08	DJNR	Revise reply memo; Met with L. Caylor	0.80
31/03/08	LC	Review draft reply brief; Conference with D. Rainsberry regarding same	1.10

Total Hours 138.90

Total Fees \$ 63,180.00

**Other Charges**

Library Computer Search	223.27
Long Distance Phone Charges	0.66
Fax Charges	17.00
Photocopy Charges	312.00
Total Other Charges	\$ 552.93

Total Fees and Other Charges \$ 63,732.93

**Disbursements**

Process Servers	95.00
Total Disbursements	\$ 95.00

**Disbursements Incurred As Your Agent (Nontaxable)**

Process Servers	0.50
Total Disbursements Incurred As Your Agent	\$ 0.50



GST \$ 3,191.40

TOTAL DUE \$ 67,019.83

Lawyer	Title	Hours	Rate	Amount
A. J. Peltomaa	Partner	5.40	700.00	3,780.00
L. Caylor	Partner	3.40	625.00	2,125.00
L. Caylor	Partner	1.40	575.00	805.00
D. J. N. Rainsberry	Associate	57.80	425.00	24,565.00
M. J. MacMillan	Associate	70.90	450.00	31,905.00

BENNETT JONES LLP

PER \_\_\_\_\_

# **Bennett Jones** LLP

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Suite 3400, 1 First Canadian Place  
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(416) 863-1200

UDAYAN PANDYA  
4822 DERRYDOWN DRIVE  
MISSISSAUGA, ON L5M 7M7

Our File Number: 056445.00006

UDAYAN PANDYA  
Re: SIMPSON- RECO/LLOYDS/JDP/LC

Date: 24/04/08  
Invoice: 756122

## REMITTANCE STATEMENT

Please return this Remittance Statement with your payment in the attached envelope so that we may ensure your account is properly credited.

Fees	\$	63,180.00
Other Charges		552.93
Disbursements		95.00
Disbursements Incurred As Your Agent		0.50
GST	\$	3,191.40
<b>TOTAL DUE</b>	<b>\$</b>	<b><u>67,019.83</u></b>

**Udayan Pandya**  
Plaintiff

v.

**Courtney Wallis Simpson et al.**  
Defendants

Court File No.: 05-CL-6159

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**  
(Commercial List)

In the matter of the *Class Proceedings*  
*Act, 1992*

Proceeding commenced at Toronto

**MOTION RECORD**  
(Motion in Writing)

**BENNETT JONES LLP**  
One First Canadian Place  
Suite 3400, P.O. Box 130  
Toronto, Ontario  
M5X 1A4

David J.N. Rainsberry  
LSUC No. 49890Q  
Tel: 416-777-6236  
Fax: 416-863-1716

Solicitors for the receiver