

**ONTARIO
SUPERIOR COURT OF JUSTICE
Commercial List
In Bankruptcy and Insolvency**

**Division No. 09-Toronto
Estate No. 31-2170064**

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

**In the Matter of the Bankruptcy of
2537330 Ontario Inc.
of the City of Toronto
in the Province of Ontario**

Original **Amended**

Take notice that:

1. On February 9, 2016, pursuant to an order (the “**Initial Order**”) granted by the Ontario Superior Court of Justice (Commercial List) (the “**Court**”), GuestLogix Inc. was granted protection pursuant to the *Companies’ Creditors Arrangement Act* (the “**CCAA**”). The proceedings commenced by GuestLogix Inc. under the CCAA are referred to herein as the “**CCAA Proceedings**”. The Initial Order was amended on February 12, 2016 to include GuestLogix Ireland Limited in the CCAA Proceedings.
2. On September 12, 2016, the Court granted an order (the “**Plan Sanction Order**”) sanctioning the Plan of Compromise or Arrangement of GuestLogix Inc. dated July 29, 2016, as amended (the “**Plan**”), pursuant to the CCAA.
3. On September 21, 2016, in accordance with the Plan Sanction Order, the Plan was implemented, the CCAA Proceedings in respect of GuestLogix Inc. were terminated and 2537330 Ontario Inc. (“**253**” or the “**Company**”) was included as an applicant in the CCAA Proceedings.
4. Under the terms of the Plan, GuestLogix Inc. transferred certain of its assets that the Plan Sponsor (as defined in the Plan) did not want to retain to 253 together with any and all encumbrances in respect of such assets. The approved Plan contemplated the immediate dissolution and liquidation of 253 and, on September 26, 2016, the Court issued an order which, among other things, authorized 253 to make an assignment in bankruptcy.
5. On September 27, 2016, 253 filed an assignment in bankruptcy, and the undersigned, Richter Advisory Group Inc., was appointed as trustee of the estate of the bankrupt by the official receiver, subject to affirmation by creditors of the trustee’s appointment or substitution of another trustee by creditors.

T. 416.488.2345 / 1.888.805.1793
F. 514.934.8603
claims@richter.ca

Richter Advisory Group Inc.
181, Bay St., Suite 3320
Bay Wellington Tower
Toronto, ON M5J 2T3
www.richter.ca

Montréal, Toronto



6. The first meeting of creditors of the bankrupt will be held on October 17, 2016 at 2:00 PM, at the trustee's office, located at 181 Bay Street, 33rd Floor, Toronto, ON M5J 2T3.
7. To be entitled to vote at the meeting, a creditor must file with the trustee, before the meeting, a proof of claim and, where necessary, a proxy.
8. Enclosed with this notice are a proof of claim form, proxy and list of creditors with claims amounting to \$25 or more showing the amounts of their claims. The claim amounts shown represent estimated residual claims against 253 after taking into account proposed distributions to creditors pursuant to the Plan.
9. Creditors must prove their claims against the estate of the bankrupt to share in distributions, if any, of the proceeds realized from the estate.

Dated at Toronto, in the province of Ontario, this 4th day of October, 2016.

Richter Advisory Group Inc.
Trustee of the Estate of
2537330 Ontario Inc.



Adam Sherman, MBA, CIRP, LIT

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District of:
 Division No. -
 Court No.
 Estate No.

Original Amended

-- Form 78 --
 Statement of Affairs (Business Bankruptcy) made by an entity
 (Subsection 49(2) and Paragraph 158(d) of the Act / Subsections 50(2) and 62(1) of the Act)

In the Matter of the Bankruptcy of
 2537330 Ontario Inc.
 Of the City of Toronto
 in the Province of Ontario

To the bankrupt:

You are required to carefully and accurately complete this form and the applicable attachments showing the state of 2537330 Ontario Inc.'s affairs on the date of the bankruptcy, on the 26th day of September 2016. When completed, this form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

LIABILITIES (as stated and estimated by the officer)	ASSETS (as stated and estimated by the officer)
1. Unsecured creditors as per list "A" <u>9,785,316.05</u>	1. Inventory <u>0.00</u>
Balance of secured claims as per list "B" <u>2.00</u>	2. Trade fixtures, etc. <u>0.00</u>
Total unsecured creditors <u>9,785,318.05</u>	3. Accounts receivable and other receivables, as per list "E"
2. Secured creditors as per list "B" <u>0.00</u>	Good <u>0.00</u>
3. Preferred creditors as per list "C" <u>0.00</u>	Doubtful <u>0.00</u>
4. Contingent, trust claims or other liabilities as per list "D"	Bad <u>0.00</u>
estimated to be reclaimable for <u>0.00</u>	Estimated to produce <u>0.00</u>
Total liabilities <u>9,785,318.05</u>	4. Bills of exchange, promissory note, etc., as per list "F" <u>0.00</u>
Surplus <u>NIL</u>	5. Deposits in financial institutions <u>0.00</u>
	6. Cash <u>0.00</u>
	7. Livestock <u>0.00</u>
	8. Machinery, equipment and plant <u>0.00</u>
	9. Real property or immovable as per list "G" <u>0.00</u>
	10. Furniture <u>0.00</u>
	11. RRSPs, RRIFs, life insurance, etc. <u>0.00</u>
	12. Securities (shares, bonds, debentures, etc.) <u>0.00</u>
	13. Interests under wills <u>0.00</u>
	14. Vehicles <u>0.00</u>
	15. Other property, as per list "H" <u>0.00</u>
	If bankrupt is a corporation, add:
	Amount of subscribed capital <u>0.00</u>
	Amount paid on capital <u>0.00</u>
	Balance subscribed and unpaid <u>0.00</u>
	Estimated to produce <u>0.00</u>
	Total assets <u>0.00</u>
	Deficiency <u>9,785,318.05</u>

I, Edward A. Sellers, of the City of Toronto in the Province of Ontario, do swear (or solemnly declare) that this statement and the attached lists are to the best of my knowledge, a full, true and complete statement of 2537330 Ontario Inc.'s affairs on the 26th day of September 2016 and fully disclose all property of every description that is in 2537330 Ontario Inc.'s possession or that may devolve on 2537330 Ontario Inc. in accordance with the Act.

SWORN (or SOLEMNLY DECLARED)
 before me at the City of Toronto in the Province of Ontario, on this 26th day of September 2016.




 Edward A. Sellers
 PRESIDENT & SECRETARY

District of:
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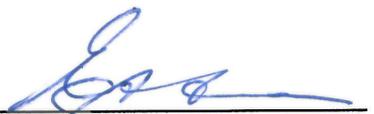
List "A"
 Unsecured Creditors

2537330 Ontario Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
1	ACM MANAGEMENT INC.	300 NORTH SERVICE ROAD WEST PO 60018 OAKVILLE ON L6M 3H2	36,559.29	0.00	36,559.29
2	ADASTRA CORPORATION	8500 LESLIE ST., SUITE 600 MARKHAM ON L3T 7M8	11,763.14	0.00	11,763.14
3	ALASKA AIRLINES	19300 INTERNATIONAL BLVD SEATTLE WA 98188 USA	639,489.30	0.00	639,489.30
4	ARGO PARTNERS, ASSIGNEE OF ACCOUNTIVITY INC.	12 WEST, 37TH STREET, 9TH FLOOR NEW YORK NY 10018 USA	1,518.02	0.00	1,518.02
5	ARGO PARTNERS, ASSIGNEE OF DEVENCORE REALTIES CORPORATION CANADA LIMITED	12 WEST, 37TH STREET, 9TH FLOOR NEW YORK NY 10018 USA	10,090.64	0.00	10,090.64
6	ARGO PARTNERS, ASSIGNEE OF MACKIE MOVING SYSTEMS CORPORATION	12 WEST 27TH STREET, 9TH FLOOR NEW YORK NY 10018 USA	1.00	0.00	1.00
7	BEACON SECURITIES LIMITED	SUITE 4050, 66 WELLNGTON ST W, TD TOWER TORONTO ON M5K 1H1	18,397.25	0.00	18,397.25
8	BIG BUS TOURS LTD.	110 BUCCHINGHAM PALACE ROAD London - SWIW 9SA UK	12,779.89	0.00	12,779.89
9	BLACK SWAN ADVISORS INC.	1105-33 CHARLES ST. E. TORONTO ON M4Y 0A2	0.00	1.00	1.00
10	BLUEBIRD INC.	SEI TOWER 13-14F 461-14, DOGOK-DONG GANGNAM -GU SEOUL 135-856 SK	11,934.06	0.00	11,934.06
11	BRISTOL INSTITUTIONAL RELATIONS, A DIVISION OF BRISTOL CAPITAL LTD.	250 RODINEA RD., 2ND FLOOR VAUGHAN ON L6A 4P5	6,623.01	0.00	6,623.01
12	BT HALO SECURITY INC. O/A SECURITY MANAGEMENT SYSTEMS	1574 QUEEN ST EAST TORONTO ON M4L 1G1	343.42	0.00	343.42
13	CHRIS GARDNER	48 QUAIL RIDGE RD WILTON CT USA	64,038.46	0.00	64,038.46
14	COMPLY365 LLC	655 THIRD STREET SUITE 365 BELOIT WI 53511 US	4,575.00	0.00	4,575.00
15	DELOITTE LLP	30 WELLINGTON STREET WEST TORONTO ON M5L 1B1	31,897.67	0.00	31,897.67
16	DENTONS CANADA LLP	TD CENTRE, 77 KING STREET WEST, SUITE 400 TORONTO ON M5K 0A1	57,278.38	0.00	57,278.38
17	DENTONS EUROPE ABOGADOS SLU	PASEO DE LA CASTELANA 538 MADRID 28046 Spain	3,912.00	0.00	3,912.00
18	EDWARD A. SELLERS	1105 - 33 CHARLES ST. E. TORONTO ON M4Y 0A2	0.00	1.00	1.00
19	ENVISION ENTERPRISE SOLUTIONS ASIA PACIFIC PTE. LTD.	15 ENGGOR STREET, # 08-04, REALITY CENTRE 79716 Singapore	13,800.00	0.00	13,800.00
20	FREEMAN + FREEMAN DESIGN INC.	20 MAUD ST. SUITE 402 TORONTO ON M5V 2M5	2,327.03	0.00	2,327.03
21	GALLAGHER BENEFITS SERVICES (CANADA) GROUP INC, ASSIGNEE OF MCDOWELL ASSOCIATES HUMAN RESOURCE CONSULTANTS LTD.	141 ADELAIDE STREET WEST, SUITE 905 TORONTO ON M5H 3L5	2,939.64	0.00	2,939.64
22	GLOBAL RELAY COMMUNICATIONS INC.	220 CAMBIE STREET, 2ND FLOOR VANCOUVER BC V6B 2M9	515.12	0.00	515.12
23	GOWLING WLG (CANADA) LLP	50 QUEEN STREET NORTH, SUITE 1020 KITCHENER ON N2H 6M2	2,522.04	0.00	2,522.04

26-Sep-2016

Date



Edward A. Sellers

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List "A"
 Unsecured Creditors
 2537330 Ontario Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
24	GROIA & COMPANY PROFESSIONAL CORPORATION OF LAWYERS	365 BAY STREET, 11TH FLOOR TORONTO ON M5H 2V1	1,214.22	0.00	1,214.22
25	GUESTLOGIX GUANGZHOU LIMITED	ROOM 1510, ZHENFANG, BUILDING 308, DADE ROAD YUEXIU DISTRICT, GUANGZHOU AB 510100 CHINA	270,221.62	0.00	270,221.62
26	HAND HELD PRODUCTS INC. DBA HONEYWELL SCANNING & MOBILITY	1300 W. WARNER ROAD, MAILSTOP 1207 4-CFN TEMPE AZ 85284 US	300,721.42	0.00	300,721.42
27	INGENICO UK LTD	17 RIDGE WAY DON IBRISTLE INDUSTRIAL PARK, DALGETY BAY FIFE - KY11 9JU UK	31,737.75	0.00	31,737.75
28	JOHN PATRICK O'NEILL	317 MATHEW AVENUE DENTON TX 76210 USA	84,600.00	0.00	84,600.00
29	KOREA TRADE INSURANCE COMPANY (K-SURE), ASSIGNEE OF ITWELL CO, LTD	BLUESTONE LAW, LTD. C/O K-SURE, 4800 HAMPTON LANE, SUITE 200 BETHESDA 20814 MD	324,700.20	0.00	324,700.20
30	KPMG LAW LLP	333 BAY STREET, SUITE 4600 TORONTO ON M5H 2S5	8,137.90	0.00	8,137.90
31	LOCKBOX INTERNATIONAL, ASSIGNEE OF ESI INFORMATION TECHNOLOGIES INC.	909 3RD AVENUE, #1118 NEW YORK NY 10150 USA	554.09	0.00	554.09
32	LOCKBOX INTERNATIONAL, ASSIGNEE OF THINKINK COMMUNICATIONS LLC	909 3RD AVENUE, #1118 NEW YORK NY 10150 US	6,180.00	0.00	6,180.00
33	LSG SKY CHEFS BELGIUM N.V.	C/O WEIRFOULDS LLP; 4100-66 WELLINGTON STREET WEST TORONTO ON M5K 1B7	88,275.24	0.00	88,275.24
34	LSG SKY CHEFS VERWALTUNGSGESELLSCHAFT MBH	DORNHOFSTRABE 38 NEU-ISENBUG 63263 GERMANY	84,880.04	0.00	84,880.04
35	M.B. ARNASON & ASSOCIATES LTD.	3 CONCORDE PLACE, SUITE 602 TORONTO ON M3C 3K7	8,376.59	0.00	8,376.59
36	MACOPEDIA SP. Z.O.O.	UL. ROOSEVELTA 5/8 POZNAN 60-829 POLAND	11,714.12	0.00	11,714.12
37	MARITIME COFFEE SERVICE	70 THORNE AVENUE DARTMOUTH NS B3B 1Y5	255.18	0.00	255.18
38	MERLIN ENTERTAINMENTS GROUP	LONDON EYE, RIVERSIDE BUILDING, COUNTY HALL, WESTMINSTER BRIDGE ROAD London - SE1 7PB UK	1.00	0.00	1.00
39	MNP LLP	602-1122 INTERNATIONAL BLVD. BURLINGTON ON L7M 0K9	31,639.58	0.00	31,639.58
40	MTECH MDM, LLC	PO BOX 1261 JUPITER FL 33468 US	1,402.82	0.00	1,402.82
41	NTT DATA CANADA, INC.	2000 BARRINGTON STREET SUITE 300, COGSWELL TOWER HALIFAX NS B3J 3K1	343,638.91	0.00	343,638.91
42	OLSWANG LLP	90 HIGH HOLBORN London - WC1V 6XX UK	7,368.08	0.00	7,368.08
43	OPPORTUNITIES NEW BRUNSWICK	PLACE 2000, 250 KING STREET FREDERICTON NB E3B 9M9	66,982.49	0.00	66,982.49
44	PATTERSON THUENTE PEDERSEN P.A.	80 SOUTH 8TH. STREET, SUITE 4800, IDS CENTER MINNEAPOLIS MN 55402 US	6,651.15	0.00	6,651.15

26-Sep-2016

Date


 Edward A. Sellers

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FORM 78 -- Continued

List "A"
 Unsecured Creditors

2537330 Ontario Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
45	PETER STREET TORONTO LIMITED PARTNERSHIP	111 PETER ST, STE 230 TORONTO ON M5V 2H1	186,025.67	0.00	186,025.67
46	PRINTER SMART OFFICE SUPPLIES INC.	PO BOX 429 ROWLETT TX 75038 USA	551.01	0.00	551.01
47	SECOND CITY COMMUNICATIONS	99 BLUE JAYS WAY, SUITE 201 TORONTO ON M5V 9G9	12,264.83	0.00	12,264.83
48	SMART TECHNOLOGY SOLUTIONS LIMITED	37 BRIGHTON ROAD SOUTH CROYDON - CR2 6EB UK	38,130.13	0.00	38,130.13
49	SOLIUM CAPITAL INC.	1500, 800-6TH AVENUE SW CALGARY AB T2P 3G3	2,690.92	0.00	2,690.92
50	TELUS COMMUNICATIONS INC.	8N 3777 KINGSWAY BURNABY BC V5H 3Z7	1,864.22	0.00	1,864.22
51	THE FLIGHT SHOP INC. DBA CORPORATE TRAVELLER	1133 MELVILLE STREET, STE 600 VANCOUVER BC V6E 4E5	2,994.19	0.00	2,994.19
52	THE KELLEN COMPANY INC.	1100 JOHNSON FERRY RD., NE, SUITE 300 ATLANTA GA 30342 US	10,524.31	0.00	10,524.31
53	THE LEISURE PASS GROUP LTD	75 WELLS STREET London - W1T 3QH UK	1.00	0.00	1.00
54	TMX EQUITY TRANSFER SERVICES INC	200 UNIVERSITY AVENUE SUITE 300 TORONTO ON M5H 4H1	1,014.66	0.00	1,014.66
55	TSX TRUST COMPANY, AS SUCCESSOR TRUSTEE TO EQUITY FINANCIAL TRUST COMPANY (IN TRUST FOR HOLDERS OF CONVERTIBLE DEBENTURES)	200 UNIVERSITY AVE., STE. 300 TORONTO ON M5H 4H1	4,529,746.56	0.00	4,529,746.56
56	WARD TECHNOLOGY TALENT INC.	202-626 KING STREET WEST TORONTO ON M5V 1M7	4,950.70	0.00	4,950.70
57	WEBSAN SOLUTIONS INCORPORATED	245 FAIRVIEW MALL DRIVE, SUITE 200 TORONTO ON M2J 4T1	4,334.39	0.00	4,334.39
58	WILDEBOER DELLELCE LLP	365 BAY STREET, SUITE 800 TORONTO ON M5H 2V1	13,339.13	0.00	13,339.13
59	ZZ US EXCHANGE (1.3186)	1981 MCGILL COLLEGE MONTREAL QC H3A 0G6	2,364,327.57	0.00	2,364,327.57
Total:			9,785,316.05	2.00	9,785,318.05

26-Sep-2016

Date



Edward A. Sellers

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FORM 78 -- Continued

List "B"
 Secured Creditors

2537330 Ontario Inc.

No.	Name of creditor	Address	Amount of claim	Particulars of security	When given	Estimated value of security	Estimated surplus from security	Balance of claim
1	BLACK SWAN AVISORS INC.	1105-33 CHARLES ST. E. TORONTO ON M4Y 0A2	1.00	Other - Amounts due from subsidiaries Securities - Other		0.00 0.00		1.00
2	EDWARD A. SELLERS	1105 - 33 CHARLES ST. E. TORONTO ON M4Y 0A2	1.00	Other - Amounts due from subsidiaries Securities - Other		0.00 0.00		1.00
Total:			2.00			0.00	0.00	2.00

26-Sep-2016

Date



Edward A. Sellers

**THIS INFORMATION SHEET IS SUPPLIED IN ORDER TO ASSIST YOU
IN COMPLETING THE PROOF OF CLAIM FORM**

- The proof of claim must be signed by the individual completing the form.
- The signature of the claimant must be witnessed.
- Give the complete address (including postal code) where all notices and correspondence are to be forwarded.
- The amount on the statement of account must agree with the amount claimed on the proof of claim.

PARAGRAPH 1 OF THE PROOF OF CLAIM

- If the individual completing the proof of claim is not the creditor himself, he must state his position or title.
- The creditor must state the full and complete legal name of the Company or the claimant.

PARAGRAPH 3 OF THE PROOF OF CLAIM

- A detailed statement of account must be attached to the proof of claim and must show the date, the invoice number and the dollar amount of all the invoices or charges, together with the date, the number and the amount of all credits or payments. A statement of account is not complete if it begins with an amount brought forward. In addition, a creditor must indicate his/her address, phone number, fax number and E-mail address.

PARAGRAPH 4 OF THE PROOF OF CLAIM

- An unsecured creditor (subparagraph (A)) must check and state whether or not a priority rank is claimed under Section 136 of the Bankruptcy and Insolvency Act.
- A claim of landlord (subparagraph (B)) for disclaim of lease must be completed with full particulars and calculations.
- A secured creditor must complete subparagraph (C) and attach a copy of the security documents.
- A farmer, fisherman or aquaculturist must complete subparagraph (D).
- A wage earner must complete subparagraph (E), if applicable.
- Section F must be completed with regard to a pension plan.
- A claim against director(s) (subparagraph (G)), in a proposal which compromises a creditor's claim, must contain full particulars and calculations.
- A customer of a bankrupt securities firm must complete subparagraph (H).

PARAGRAPH 5 OF THE PROOF OF CLAIM

- The claimant must indicate whether he/she **is** or **is not related** to the debtor, as defined in the Bankruptcy and Insolvency Act, by striking out that which is not applicable.

PARAGRAPH 6 OF THE PROOF OF CLAIM

- The claimant must attach a detailed list of all payments received and/or credits granted, as follows:
 - a) within the **three months** preceding the initial bankruptcy event, in the case where the claimant and the debtor are **not related**;
 - b) within the **twelve months** preceding the initial bankruptcy event, in the case where the claimant and the debtor are **related**.

PROXY

- a) A creditor may vote either in person or by proxy;
- b) A debtor may not be appointed as proxy to vote at any meeting of the creditors;
- c) The Trustee may be appointed as a proxy for any creditor;
- d) In order for a duly authorized person to have a right to vote he must himself be a creditor or be the holder of a properly executed proxy. The name of the creditor must appear in the proxy.



PROOF OF CLAIM

(Section 50.1, Subsections 65.2(4), 81.2(1), 81.3(8), 81.4(8), 81.5, 81.6, 102(2), 124(2), 128(1), and Paragraphs 51(1)(e) and 66.14(b) of the Act)

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

In the Matter of the Bankruptcy of **2537330 Ontario Inc.** of the City of Toronto, Province of Ontario, and the claim of _____, creditor.

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

1. That I am a creditor of the above-named debtor (or that I am _____ (state position or title) of _____ (name of creditor or representative of the creditor).
2. That I have knowledge of all of the circumstances connected with the claim referred to below.
3. That the debtor was, at the date of the Bankruptcy, namely September 27, 2016, and still is, indebted to the creditor in the sum of \$ _____, as specified in the statement of account (or affidavit) attached and marked Schedule "A" after deducting any counterclaims to which the debtor is entitled. (The attached statement of account or affidavit must specify the vouchers or other evidence in support of the claim.)

4. Check and complete appropriate category

- A. UNSECURED CLAIM OF \$ _____

(Other than as a customer contemplated by Section 262 of the Act)

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

(Check appropriate description)

- Regarding the amount of \$ _____, I do not claim a right to a priority.
("Ordinary Creditor")

- Regarding the amount of \$ _____, I claim a right to a priority under section 136 of the Act.
("Preferred Creditor")

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

- B. CLAIM OF LESSOR FOR DISCLAIMER OF A LEASE \$ _____

That I hereby make a claim under subsection 65.2(4) of the Act, particulars of which are as follows:
(Give full particulars of the claim, including the calculations upon which the claim is based)

- C. SECURED CLAIM OF \$ _____

That in respect of this debt, I hold assets of the debtor valued at \$ _____ as security, particulars of which are as follows:

(Give full particulars of the security, including the date on which the security was given and the value at which you assess the security, and attach a copy of the security documents.)

- D. CLAIM BY FARMER, FISHERMAN OR AQUACULTURIST OF \$ _____

That I hereby make a claim under subsection 81.2(1) of the Act for the unpaid amount of \$ _____
(Attach a copy of sales agreement and delivery receipts).



