

SUPERIOR COURT
(Commercial Chamber)

CANADA
PROVINCE OF QUEBEC
DISTRICT OF QUEBEC

No. 200-11-025040-1822

DATE: January 31, 2021

PRESIDING: THE HONORABLE DANIEL DUMAIS, J.C.S. (JD 3065)

IN THE MATTER OF THE *ACT RESPECTING THE REGULATION OF THE FINANCIAL SECTOR*, RLRQ, c E-6.1, between:

AUTORITÉ DES MARCHÉS FINANCIERS (QUÉBEC FINANCIAL MARKETS AUTHORITY)
Plaintiff

c.
DOMINIC LACROIX
Defendant

and
RAYMOND CHABOT ADMINISTRATEUR PROVISOIRE INC.
Temporary Administrator

DISTRIBUTION PLAN APPROVAL ORDER

- [1] **CONSIDERING** the Order of July 5, 2018 ordering the appointment of the Temporary Administrator;
- [2] **CONSIDERING** the Order of August 30, 2019 granting the Temporary Administrator the powers necessary to prepare distribution plans;
- [3] **CONSIDERING** the Judgment of October 29, 2020 ordering the establishment of a simple and effective claims mechanism to be submitted to the Court;
- [4] **CONSIDERING** the Distribution Plan Approval Application submitted by the Temporary Administrator on December 10, 2021 (hereinafter the “**Application**”);
- [5] **CONSIDERING** that in accordance with the judgment of the Court dated October 29, 2020, the Temporary Administrator submitted the Plans to the Court;

[6] **CONSIDERING** the representations of the attorneys for the parties and the absence of a challenge to these representations;

[7] **CONSIDERING** the *Act respecting the regulation of the financial sector*, RLRQ, c e-6.1 and the inherent powers of the Court;

FOR THESE REASONS, THE COURT:

[8] **GRANTS** the Application.

[9] **DECLARES** that unless otherwise specified, the following terms of this Order, including those in its preamble, shall have the meanings hereinafter assigned to them:

- a) **“Certificate of Implementation”** refers to the certificate of the implementation of the Plan, to be issued by the Temporary Administrator, certifying that all of the conditions of the implementation of the Plan set forth in paragraph 7.1 thereof have been met or respected, as applicable, and that the Plan Implementation Date has elapsed, in a format substantially similar to the template for this certificate attached as Annex A of the Order.
- b) **“Certificate of Completion”** refers to the certificate of completion of a Plan to be issued by the Temporary Administrator certifying that the final disbursement under the Plan has been completed, in a format substantially similar to the template for this certificate attached as Annex B of the Order.
- c) **“Distribution Slip”** refers to any distribution slip applicable to the Canadian Fund or the US Fund in accordance with the criteria of the Plans, as well as the criteria of the Claims Procedure Order.
- d) **“Plan Implementation Date”** refers, with respect to each Plan, to the date on which the Temporary Administrator submits the Certificate of Implementation for this Plan to the Court.
- e) **“Claims Bar Date”** has the meaning given to it in the Claims Procedure Order, or any other date established by a subsequent Order, as applicable.
- f) **“Application”** has the meaning given to the term in paragraph [4] of the Order.
- g) **“Canadian Fund”** refers to the fund established under the Canadian Distribution Plan.
- h) **“US Fund”** refers to the fund established under the US Distribution Plan.
- i) **“Claims Procedure Order”** refers to the Claims Procedure Order of May 7, 2021 issued by the Court.

- j) **“Person”** refers to an individual, a company, a corporation, a limited or unlimited liability company, a general partnership, a limited partnership, an association, a trust, a trustee, an organization not granted legal personhood, a joint venture, a government organization, or any other entity.
- k) **“Plans”** refers to both the Canadian Distribution Plan and the US Distribution Plan.
- l) **“Canadian Distribution Plan”** refers to the Amended Canadian Fund Distribution Plan of December 10, 2021, Exhibit P-2A, as modified when applicable.
- m) **“US Distribution Plan”** refers to the Amended US Fund Distribution Plan (second modification) dated January 24, 2022, as modified when applicable.
- n) **“Claim”** shall have the meaning given to the term in the Claims Procedure Order.
- o) **“Court”** refers to the Superior Court of Quebec in this case.

Approval of Plans

[10] **DECLARES** that the Plans are approved and are fair and reasonable.

[11] **DECLARES** that each Plan shall enter into force on the Plan Implementation Date.

[12] **DECLARES** that the Temporary Administrator is authorized to take all measures and to complete all actions necessary to execute the Plans.

[13] **DECLARES** that the Order is the only approval required in order for the Temporary Administrator to issue any disbursement in accordance with the Plans, subject to the approval of any Distribution Slip established in paragraph [15] of the Order.

[14] **DECLARES** that any disbursements paid out by the Temporary Administrator pursuant to a Plan do not and shall not constitute settlements, fraudulent preferences, fraudulent transfers, undervalued transactions, preferential payments, or other questionable or reviewable transactions or acts giving rise to an oppression remedy under the law, and shall be valid and enforceable against any Person, including any bankruptcy trustee and any receiver.

Distribution Slips

[15] **ORDERS** the Temporary Administrator not to make any disbursements under a Plan other than disbursements for which a Distribution Slip has been approved by the Court in accordance with the following procedure:

- a) The Temporary Administrator shall file any Distribution Slip for which it wishes to make a disbursement under the Plans with the Court, and shall notify the parties of this filing.
- b) Any Distribution Slip filed with the Court of which the parties have been notified shall be deemed to be approved by the Court unless any person objecting thereto files a detailed notice of objection within 30 days of the filing and notification of the parties of the Distribution Slip.
- c) In the event that a person files a detailed notice of objection within 30 days of the filing and notification of the parties of the Distribution Slip, the Temporary Administrator may submit a request for the approval of the Distribution Slip to the Court, and the Court shall determine the matter in accordance with such procedures as it may determine.

Late Proof of Claim

[16] **DECLARES** that the Claims Bar Date for the following Proofs of Claim is deemed to be the date on which they were submitted, and as a result, the Temporary Administrator is authorized to examine them in accordance with the Claims Procedure Order:

- a) Proof of claim of Andrew Onto for an amount of \$1;
- b) Proof of claim of Aashishh Khaade for an amount of \$114;
- c) Proof of claim of Danish Nasir for an amount of \$626;
- d) Proof of claim of Ng Swee Sim for an amount of \$1;
- e) Proof of claim of Wynand Hein Hoffman for an amount of \$866;
- f) Proof of claim of Dupont, Charlie and Guillaume, Thierry for an amount of \$31,658;
- g) Proof of claim of Akshay Garg for an amount of \$4120;
- h) Proof of claim of Imran Ali Khan for an amount of \$5421;
- i) Proof of claim of Arun Thakur for an amount of \$2579;
- j) Proof of claim of Jason Benade for an amount of \$19,230;
- k) Proof of claim of Daniel R. Mullen for an amount of \$1;
- l) Proof of claim of Oladipupo Abimbola for an amount of \$453;
- m) Proof of claim of Ben Yedder Jamel for an amount of \$8598;

- n) Proof of claim of Bradley Lude for an amount of \$4987;
- o) Proof of claim of Vempati Bharath for an amount of \$2500;
- p) Proof of claim of Binh Huu Nguyen for an amount of \$4806;
- q) Proof of claim of Shane Jeffrey Ockenfels for an amount of \$1;
- r) Proof of claim of Bamidele Akpata for an amount of \$744;
- s) Proof of claim of Geir Kristiansen for an amount of \$1;
- t) Proof of claim of Robert Cella for an amount of \$3254;
- u) Proof of claim of Reza Kartadiwiria for an amount of \$125;
- v) Proof of claim of Donald E. Black for an amount of \$10,000;
- w) Proof of claim of Vladimir Savchenko for an amount of \$5981;
- x) Proof of claim of Peter Cresswell for an amount of \$678;
- y) Proof of claim of Sergio Pearce for an amount of \$279;
- z) Proof of claim of Adrian Mills-Haworth for an amount of \$1812;
- aa) Proof of claim of Vincent Leung for an amount of \$122.

Discharge and Injunctive Relief

[17] **ORDERS** that no proceedings shall be commenced or continued, whether directly, by devious means, or otherwise, in respect of any demand, formal demand, claim, action, cause of action, counterclaim, lawsuit, debt, obligation, or cause of action discharged under either of the Plans.

[18] **DECLARES** that as of the first date on which each of the Certificates of Completion relating to the Plans are issued, the Temporary Administrator, its attorneys, McCarthy Tétrault LLP and Borden Ladner Gervais LLP, and any other professionals whose services have been retained by the Temporary Administrator shall be released, discharged, and relieved from all demands, claims, actions, causes of action, debts, sums, commitments, damages, costs, and other collection measures in respect of any liability, obligation, demand, or cause of action of any nature whatsoever which any Person may, could, or will assert, whether known or unknown, expired or not, anticipated or not, existing or arising after the date of the Certificate of Completion, based in whole or in part on any act or omission, transaction, duty, responsibility, obligation, measure, or other event that exists or occurs up until the time at which the Plans are fully executed, in any way related to the temporary administration of this matter, including the execution of the Plans, Claims, the Claims Procedure, the establishment and processing of the Canadian Fund and the US Fund, and any distribution made pursuant to either of the Plans or otherwise.

General Matters

- [19] **DECLARES AND ORDERS** that the Temporary Administrator can turn to the Court to obtain instructions with respect to any matters related to the Plans.
- [20] **ORDERS** the Temporary Administrator to file a Certificate of Implementation with the Court at the time of the occurrence or satisfaction of all of the conditions of implementation established in Section 7.1 of a Plan.
- [21] **ORDERS** the Temporary Administrator to file a Certificate of Completion with the Court upon the completion of the final disbursement under a Plan.
- [22] **REQUESTS** the assistance and recognition of any court or administrative agency of any province of Canada, any federal court or administrative body of Canada, any federal or state court or administrative body of the United States of America, as well as any other foreign court or administrative agency, to assist and act as an adjunct to the court in carrying out the terms of the Order.
- [23] **ORDERS** the provisional execution of this Order notwithstanding appeal, without requiring a bond.

THE WHOLE, without legal costs.

[Signature]
DANIEL DUMAIS, J.C.S.

ANNEX A – CERTIFICATE OF IMPLEMENTATION TEMPLATE

SUPERIOR COURT
(Commercial Chamber)

CANADA
PROVINCE OF QUEBEC
DISTRICT OF QUEBEC

No. 200-11-025040-182

IN THE MATTER OF THE *ACT RESPECTING THE REGULATION OF THE FINANCIAL SECTOR*, RLRQ, c E-6.1 between:

AUTORITÉ DES MARCHÉS FINANCIERS (QUÉBEC FINANCIAL MARKETS AUTHORITY)

Plaintiff

c.
DOMINIC LACROIX

Defendant

and
RAYMOND CHABOT ADMINISTRATEUR PROVISOIRE INC.

Temporary Administrator

CERTIFICATE OF IMPLEMENTATION

Unless otherwise indicated, the capitalized terms in this Certificate of Implementation (hereinafter the “**Certificate**”) shall have the meanings given to them in the Distribution Plan Approval Order (hereinafter the “**Order**”).

The Order provides for the issuance of a Certificate once (a) all of the conditions set forth in Section 7.1 of a Plan have occurred or been met; and (b) the Plan Implementation Date has passed.

THE TEMPORARY ADMINISTRATOR CERTIFIES THAT:

1. all of the implementation conditions set forth in Section 7.1 of the Amended Canadian Fund Distribution Plan [or Amended US Fund Distribution Plan] have occurred or been met; and
2. the Implementation Date for the Amended Canadian Fund Distribution Plan [or Amended US Fund Distribution Plan] has passed.

This Certificate was issued by the Temporary Administrator on [DATE] at [TIME].

RAYMOND CHABOT INC., acting solely in its capacity as temporary administrator of the assets of Dominic Lacroix and not in its personal capacity

By:

ANNEX B – CERTIFICATE OF COMPLETION TEMPLATE

SUPERIOR COURT
(Commercial Chamber)

CANADA
PROVINCE OF QUEBEC
DISTRICT OF QUEBEC

No. 200-11-025040-182

IN THE MATTER OF THE *ACT RESPECTING THE REGULATION OF THE FINANCIAL SECTOR*, RLRQ, c E-6.1 between:

AUTORITÉ DES MARCHÉS FINANCIERS (QUÉBEC FINANCIAL MARKETS AUTHORITY)

Plaintiff

c.
DOMINIC LACROIX

Defendant

and
RAYMOND CHABOT ADMINISTRATEUR PROVISOIRE INC.

Temporary Administrator

CERTIFICATE OF COMPLETION

Unless otherwise indicated, the capitalized terms in this Certificate of Completion (hereinafter the “**Certificate**”) shall have the meanings given to them in the Distribution Plan Approval Order (hereinafter the “**Order**”).

The Order provides for the issuance of a Certificate once the final disbursement under a Plan has been completed.

THE TEMPORARY ADMINISTRATOR CERTIFIES THAT:

1. the final disbursement under the Amended Canadian Fund Distribution Plan [or Amended US Fund Distribution Plan] has been completed.

This Certificate was issued by the Temporary Administrator on [DATE] at [TIME].

RAYMOND CHABOT INC., acting solely in its capacity as temporary administrator of the assets of Dominic Lacroix and not in its personal capacity

By: