



ONTARIO SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

COUNSEL SLIP/ENDORSEMENT

COURT FILE NO.: CV-20-00649154-00CL DATE: 10 October 2023

NO. ON LIST: 1

TITLE OF PROCEEDING: Clearflow Commercial Finance Corp. v. Trigger Wholesale Inc., et al.

BEFORE JUSTICE: KIMMEL

PARTICIPANT INFORMATION

For Plaintiff, Applicant, Moving Party, Crown:

Name of Person Appearing	Name of Party	Contact Info
Jason Squire	Trigger Wholesale Inc., the En Cadre Group Inc., Mark Gdak and Jaimak Real Properties Inc. (the "Respondent Parties")	jsquire@lerner.ca

For Defendant, Respondent, Responding Party, Defence:

Name of Person Appearing	Name of Party	Contact Info
Roger Jaipargas	Receiver (Grant Thornton LLP)	rjaipargas@blg.com

For Other, Self-Represented:

Name of Person Appearing	Name of Party	Contact Info
N / A		

ENDORSEMENT OF JUSTICE KIMMEL:

1. The Respondent Parties' motion for the payment to their counsel, Lerner LLP, of \$178,285.90 from funds held by Grant Thornton Limited (the "GTL" or the "Receiver") pursuant to the Receivership Order

and related orders in this proceeding is not opposed by the Receiver or Clearflow Commercial Finance Corp., the senior secured creditor of the corporate respondents Trigger Wholesale Inc. and the En Cadre Group Inc. (the "Debtors"). Clearflow is projected to suffer a significant shortfall in its recoveries and is, thus, the only creditor with any economic interest in this motion, although certain other creditors were served according to the affidavit of service filed, and none appeared or indicated any opposition to the relief sought. Clearflow's counsel has affirmatively confirmed that it takes no position and also did not appear today.

2. GTL was appointed the Receiver over all of the assets, undertakings and properties of the Debtors and of certain real property owned by each of Jaimak Real Properties Inc. ("Jaimak") or Jaimee Lynn Gdak, parties related to or affiliated with the Debtors.
3. The original receivership order also included a Mareva Injunction Order freezing the assets of the respondents. The assets covered by the receivership have been realized and the receivership is winding-down, subject to some remaining issues with the CRA. There are related bankruptcy proceedings as well. The Mareva Order allowed for the payment of the Respondent Parties' legal fees and disbursements, some of which have been paid by earlier approved retainers, the remaining balance of which their counsel (Lerners LLP) now seeks payment of.
4. The only issue before the court on this motion is the approval of the payment of the remaining amounts outstanding of the fees and disbursements of counsel for the Respondent Parties during the period of the Mareva Order. The Receiver is satisfied that these fees are for work undertaken during the appropriate period while the Mareva Order was in place and that they reflect only what was not covered by the available insurance. The court was advised that earlier reports of the Receiver in this proceeding had anticipated that there would be a request for payment of fees and disbursements of the Respondent Parties' legal counsel in this range to be paid out of the proceeds of the receivership. Counsel appearing today confirmed that there is no continuing dispute about the source of the proceeds of realization currently in the hands of the Receiver that will be used to satisfy these accounts.
5. Because of privilege considerations, the Lerners' accounts were not included in the motion materials but Lerners has provided certain requested information and assurances to counsel for the Receiver about their accounts and fees. Counsel for Clearflow did not ask for any additional information about the Lerners' accounts. The court is not being asked to review or approve these accounts or the amounts charged and to be paid.
6. The final form of order presented to the court today reflects a change requested by the Receiver that confirms that there will be no further requests for payment of legal fees by the respondents or Lerners out of the receivership.
7. I am satisfied having heard the submissions of counsel that the requested order is appropriate. Order to go in the form signed by me today.

A handwritten signature in dark ink, appearing to read "Kimmel J.", with a stylized, cursive script.

KIMMEL J.

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

THE HONOURABLE	)	TUESDAY, THE 10 th
	)	
MADAM JUSTICE KIMMEL	)	DAY OF OCTOBER, 2023

B E T W E E N:

CLEARFLOW COMMERCIAL FINANCE CORP.

Applicant

- and -

**TRIGGER WHOLESALE, INC., THE EN CADRE GROUP INC.,
MARK GDAK, JAIMEE LYNN GDAK and JAIMAK REAL PROPERTIES INC.**

Respondents

APPLICATION UNDER Sections 243(1) and 47(1) of the Bankruptcy and Insolvency Act
R.S.C.1985, c. B-3, Section 101 of the Courts of Justice Act, R.S.O. 1990, C.43 and Rule 40.01
of the Rules of Civil Procedure

ORDER

UPON READING the Notice of Motion of the Respondents Trigger Wholesale, Inc., The En Cadre Group Inc., Mark Gdak and Jaimak Real Properties Inc. (collectively, the “**Respondent Parties**”), and the affidavit of Jolene McKenna sworn September 7, 2023, and upon hearing the submissions of counsel for the Respondent Parties and counsel for Grant Thornton Limited in its capacity as Court-appointed receiver (the “**Receiver**”) in the within receivership proceedings, and on being advised that no person is objecting to the relief sought on this motion,

1. **THIS COURT ORDERS THAT** the Receiver is authorized to make a one time payment to Lerner's LLP in the amount of \$178,285.90 from funds held by the Receiver in the within receivership proceedings on account of the fees and disbursements incurred by Lerner's LLP, as counsel to the Respondent Parties.

2. **THIS COURT ORDERS THAT** upon making the payment provided for in paragraph 1 of this Order, the Respondent Parties and Lerner's LLP shall not be entitled to any further recovery on account of Lerner's LLP's fees and disbursements from funds held by the Receiver in the within receivership proceedings.

(Signature of judge, officer or registrar)

CLEARFLOW COMMERCIAL FINANCE CORP.
Applicant

and

TRIGGER WHOLESale, INC., et al
Respondents

Court File No.: CV-20-00649154-00CL

**ONTARIO
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(COMMERCIAL LIST)**

Proceeding commenced at Toronto.

ORDER

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Lawyers for the Lawyers for the
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Inc., The En Cadre Group Inc.,
Jaimak Real Properties Inc., and
Mark Gdak