

April 19, 2022

To: All Creditors

Re: Notice of Intention to Make a Proposal ("NOI")

During the past two years the COVID-19 pandemic has impacted us all in ways that none could have predicted. Throughout this time, we have remained committed to doing everything possible to support our Gateway franchisees so they can emerge from the pandemic and thrive when things return to the new normal.

We are finally seeing positive signs of growth as people return to their workplaces, use transit, and go shopping. It is impossible to say whether any more setbacks are on the horizon, but we are hopeful that we've turned a page and can look forward to a better future.

To continue operating throughout the pandemic we have had to make some difficult choices. While we have received tremendous support from many of partners, we are emerging from the past two years with more liabilities than our business can support. To continue supporting our franchisees and our business into the future, we have made the decision that we need to restructure our debts.

Gateway Market Canada Inc., along with its affiliated companies, Tobmar Investments Inc. and Tobmar Investments International Inc. have each filed a Notice of Intention to Make a Proposal ("NOI") on April 19, 2022, under the provisions of the *Bankruptcy and Insolvency Act*. The NOI is a legal process that will permit us to restructure our financial affairs by making a proposal to our creditors. We will be working with our creditors on a restructuring plan, and hope to emerge with an improved ability to operate into the future.

As the economy continues to reopen and people return to their workplaces and normal routines, we and our franchisees will remain focused on providing service to our returning customers and growing our businesses. On behalf of our many franchisees who depend on our landlords, business partners and creditors for their livelihoods, we extend our sincere thanks and gratitude for your continued support during these challenging times.

Please feel free to reach out to us if you have any questions.

Gateway Market Canada Inc.

Per:



Mary Kelly
Chief Executive Officer
647-929-9371
mkelly@gatewaynewstands.ca



Kevin Farrell
Chief Operating Officer
416-566-5349
kfarrell@gatewaymarket.ca



April 22, 2022

To: Creditors of Gateway Market Canada Inc.

Re: In the Matter of the Notice of Intention to Make a Proposal of Gateway Market Canada Inc. - Estate No.: 31-2822735

Please be advised that Gateway Market Canada Inc. (“**Gateway**”) filed a Notice of Intention to Make a Proposal (“**NOI**”) on April 19, 2022 pursuant to Section 50 of the *Bankruptcy and Insolvency Act* (the “**BIA**”) and that Albert Gelman Inc. has consented to act as Trustee under the NOI (“**Trustee**”). A copy of the NOI and a listing of Gateway’s creditors is attached.

Gateway is not bankrupt. Instead, it has availed itself of a legal process whereby it can restructure its financial affairs with creditor and court approval, and continue in business. Our role as Trustee is to assist with the development of a proposal to creditors and to communicate with creditors as needed regarding this process. The Trustee will also assist the creditors in making their decision with respect to voting on the proposal.

All liabilities of Gateway are stayed/frozen as of April 19, 2022 by virtue of the BIA.

Gateway has thirty days from the date of filing the NOI to file a proposal with the Trustee, subject to any application Gateway may make to court for an extension of that time. Once the proposal is filed, the Trustee will call a meeting of creditors to be held within twenty-one days thereafter.

Creditors are not required to file a proof of claim at the present time. The Trustee will provide creditors with additional information as well as a proof of claim form in due course.

During these restructuring proceedings, and pursuant to Section 69.1 of the BIA:

- i. no person may terminate or amend any agreement with Gateway, or claim an accelerated payment, or a forfeiture of the term, under any agreement with Gateway, by reason only that Gateway is insolvent or by reason of the filing of the NOI.
- ii. no creditor has any remedy against Gateway or its property or shall commence or continue any action, execution, or other proceedings against Gateway.

Please contact Sudhanshu Marwaha at 416-504-1650 ext. 124 or by email at smarwaha@albertgelman.com if you would like any additional information concerning this matter.

Yours very truly,

**ALBERT GELMAN INC., solely in its capacity as Trustee in the
Notice of Intention to make a Proposal filed by Gateway Market Canada Inc.
And not in its personal capacity**

Per:



Joe Albert, CPA, Licensed Insolvency Trustee

Encl.



Industry Canada
Office of the Superintendent
of Bankruptcy Canada

Industrie Canada
Bureau du surintendant
des faillites Canada

District of Ontario
Division No. 09 - Toronto
Court No. 31-2822735
Estate No. 31-2822735

In the Matter of the Notice of Intention to make a proposal of:

Gateway Market Canada Inc.

Insolvent Person

ALBERT GELMAN INC.

Licensed Insolvency Trustee

Date of the Notice of Intention:

April 19, 2022

CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL
Subsection 50.4 (1)

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforementioned insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the Bankruptcy and Insolvency Act;

Pursuant to subsection 69. (1) of the Act, all proceedings against the aforementioned insolvent person are stayed as of the date of filing of the Notice of Intention.

E-File/Dépôt Electronique

Date: April 19, 2022, 14:27

Official Receiver

151 Yonge Street, 4th Floor, Toronto, Ontario, Canada, M5C2W7, (877)376-9902

Canada

- Proposal Consent -
In the Matter of the Proposal of
Gateway Market Canada Inc.
of the City of Toronto, in the Province of Ontario

To whom it may concern,

This is to advise that we hereby consent to act as trustee under the Bankruptcy and Insolvency Act for the proposal of Gateway Market Canada Inc..

Dated at the City of Toronto in the Province of Ontario, this 19th day of April 2022.

Albert Gelman Inc. - Licensed Insolvency Trustee



100 Simcoe Street, Suite 125
Toronto ON M5H 3G2
Phone: (416) 504-1650 Fax: (416) 504-1655

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

- FORM 33 -
Notice of Intention To Make a Proposal
(Subsection 50.4(1) of the Act)

In the Matter of the Proposal of
Gateway Market Canada Inc.
of the City of Toronto, in the Province of Ontario

Take notice that:

1. I, Gateway Market Canada Inc., an insolvent person, state, pursuant to subsection 50.4(1) of the Act, that I intend to make a proposal to my creditors.
2. Albert Gelman Inc. of 100 Simcoe Street, Suite 125, Toronto, ON, M5H 3G2, a licensed trustee, has consented to act as trustee under the proposal. A copy of the consent is attached.
3. A list of the names of the known creditors with claims of \$250 or more and the amounts of their claims is also attached.
4. Pursuant to section 69 of the Act, all proceedings against me are stayed as of the date of filing of this notice with the official receiver in my locality.

Dated at the City of Toronto in the Province of Ontario, this ~~18th~~ ^{19th} day of April 2022.



Gateway Market Canada Inc.
Insolvent Person

To be completed by Official Receiver:

Filing Date

Official Receiver

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

- FORM 33 -
 Notice of Intention To Make a Proposal
 (Subsection 50.4(1) of the Act)

In the Matter of the Proposal of
 Gateway Market Canada Inc.
 of the City of Toronto, in the Province of Ontario

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
1378418 Ontario Ltd. Sung Hee Le	55 Standish Court Mississauga ON L5R 4A1	335 - Gateway Newstand	1,000.00
1965735 Ontario Inc. Zamina Roopani	2102 - 715 Don Mills Rd Toronto ON M3C 1S5	648 - Gateway Newstand	3,000.00
8050694 Canada Inc. Krishnaveni Reddy Boggula	424 South Service Rd. Unit RU6 Grimsby ON L3M 4E8	567 - Gateway Newstand	1,467.10
9186-5774 Quebec Inc. Xin Zhao (David)	800 rue De La Gauchetiere St. West Le Passage Corridor, Suite 0286 Montreal QC H5A 1K6	409 - Gateway Newstand	292.07
Claims of Former Employees			35,466.70
Colliers Intl\Slate Mgmt Steven Dejonckheere	121 King St W, Suite 200 Toronto ON M5H 3T9	595 - Gateway Newstand	2,701.72
Eun Mi Lee Eun Mi Lee	250 The East Mall Unit 319K Etobicoke ON M9B 3Y8	539 - Gateway Newstand	3,000.00
Faizal Ughratdar Faizal Ughratdar	21 Keele St. Toronto ON M6P 2J8	310-Gateway Newstand (TTC)	1,406.42
Franpos Inc Subodh Gupta	4699 Old Ironsides Dr, Ste 100 Santa Clara CA 95054		1,653.96
Hang Tran Hang Tran	701 Warden Ave Scarborough ON M1L 3Z5	176-Transit Cafe	3,266.52
Logix Data Products Inc. Susan Dunlop	6200 Dixie Road, Unit #110 Mississauga ON L5T 2E1		4,694.25
MNP LLP Kaicy Yang	3100 Steeles Ave E, Ste 700 Markham ON L3R 8T3		23,501.92
Ontario Newspaper Services RAISA EGOROVA	120 Sinnott Rd. Toronto ON M1L 4N1		22,641.94
Shin Hwang and Joung Suk Wang Joung Suk and Shin Hwang	33 City Centre Drive Suite 147 Mississauga ON L5B 2N5	541-Gateway Newstand	11,300.00
TD Commercial Banking Daryl Coelho	TD Bank Tower, 66 Wellington Street West, 12th Floor Toronto ON M5K 1A2		3,677,136.35

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

- FORM 33 -
Notice of Intention To Make a Proposal
(Subsection 50.4(1) of the Act)

In the Matter of the Proposal of
Gateway Market Canada Inc.
of the City of Toronto, in the Province of Ontario

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
The Marketing Department Katherine	5 Musky Bay Rd. Port Severn ON L4K 1S0		6,613.26
The Peninsula Fund VI Limited Partnership Ty T. Clutterbuck	500 Woodward Avenue, Suite 2800 Detroit MI 48226 USA		18,351,017.00
Toronto Transit Commission Head Commission Services	1900 Yonge Street Toronto ON M4S 1Z2	89,174,176 and 177 - Bakery	510,718.18
Total			22,660,877.39



Gateway Market Canada Inc.
Insolvent Person