

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

IN THE MATTER OF AN APPLICATION PURSUANT TO THE RECIPROCAL
ENFORCEMENT OF JUDGMENTS ACT, R.S.O. 1990, c. R.5

AND IN THE MATTER OF AN AMENDED ORDER OF THE SUPREME
COURT OF NOVA SCOTIA ISSUED MARCH 22, 2013

B E T W E E N:

ESTATE OF MARLA BENNETT, MICHAEL BENNETT,
LINDA BENNETT and LISA BENNETT

Plaintiffs

and

ISLAMIC REPUBLIC OF IRAN and
IRANIAN MINISTRY OF INFORMATION AND SECURITY

Defendants

and

THE ATTORNEY GENERAL FOR CANADA

Intervener

A N D B E T W E E N:

EDWARD TRACY, by his Litigation Guardian Charles Murphy, ELIZABETH
CICCIPIO-PULEO, estate of HELEN FAZIO, estate of DOMENIC CICIPPIO,
DAVID B. CICIPPIO, ERIC R. CICIPPIO, RICHARD DENNIS CICIPPIO,
THOMAS J. CICIPPIO, estate of PAUL V. CICIPPIO, ALLEN JOHN CICIPPIO,
estate of ROSE ABELL, ANTHONY CICIPPIO, estate of ALEXANDER
CICIPPIO, NICHOLAS B. CICIPPIO and estate of JOSEPH J. CICIPPIO JR.

Applicants

and

THE IRANIAN MINISTRY OF INFORMATION AND SECURITY,

THE ISLAMIC REPUBLIC OF IRAN and
THE IRANIAN REVOLUTIONARY GUARD CORP.

Respondents

**MOTION RECORD OF THE RECEIVER,
ALBERT GELMAN INC.**

(Returnable Wednesday, October 31, 2018)

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Barristers and Solicitors

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Tab 1

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

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NOTICE OF MOTION

ALBERT GELMAN INC. ("AGI" or the "Receiver"), in its capacity as equitable receiver and receiver in aid of execution of 290 Sheppard Avenue West, Toronto, ON and 2 Robinson Avenue, Ottawa, ON which properties are beneficially owned by the Islamic Republic of Iran ("Iran" or the "Debtor"), will make a Motion before a Commercial List Judge returnable **WEDNESDAY, OCTOBER 31, 2018** at 9:30 a.m. or as soon after that time as the Motion can be heard at the Court House, 9th Floor, 330 University Avenue, Toronto, Ontario, M5G 1E6.

PROPOSED METHOD FOR HEARING: The Motion is to be heard:

- in writing under subrule 37.12.1(1);
- in writing as an opposed motion under subrule 37.12.1(4);
- orally.

THE MOTION IS FOR:

1. an Order abridging the time for service and validating service of this Notice of Motion and Motion Record in the manner effected by the Receiver and an Order dispensing with further service thereof;
2. an Order substantially in the form of the draft order attached hereto as Schedule "A", including without limitation, an Order, *inter alia*:
 - (a) approving the Third Report and the actions and activities of the Receiver, including the Receiver's proposed sales process of the Ottawa Property and its Third Interim Statement of Receipts and Disbursements dated October 18, 2018;

- (b) approving the Confidential Fourth Report of the Receiver dated October 18, 2018 which includes a copy of the appraisal of the Ottawa Property, accompanied with an Order sealing same until such time as the Ottawa Property has been sold and conveyed;
 - (c) authorizing the Receiver to destroy the Documents found in the safes, as described in the Receiver's First Report and Second Report, and to authorize the Receiver to either dispose or sell the two safes;
 - (d) approving the interim distribution proposed by the Receiver;
 - (e) approving the professional fees and disbursements of the Receiver and its legal counsel; and
3. such further and other relief as the Receiver may request and this Honourable Court may deem just.

THE GROUNDS FOR THE MOTION ARE:

- 1. Pursuant to the Order of the Honourable Justice Hainey dated May 22, 2018 AGI was appointed as equitable receiver and receiver in aid of execution over the Toronto Property and Ottawa Property found by Justice D.M. Brown, as he then was, to be beneficially owned by Iran (the "Appointment Order");
- 2. In accordance with the terms of the Appointment Order the Receiver was specifically empowered to sell the Toronto Property and Ottawa Property;
- 3. The Toronto Property has now been sold and conveyed pursuant to the Approval and Vesting Order of the Honourable Justice Hainey dated September 21, 2018;
- 4. The Receiver seeks approval of its proposed distribution to the execution creditors;

5. The Receiver seeks approval of its proposed sales process of the Ottawa Property and its Third Interim Statement of Receipts and Disbursements;
6. As contained in the facts and recommendations set out in the Receiver's Third Report and Confidential Fourth Report;
7. Sections 96 and 100 of the *Courts of Justice Act* R.S.O 1990, c. C, .43;
8. Rules 1.04, 16, 37 and 60.02(1)(d) of the *Rules of Civil Procedure*; and
9. Such further and other grounds as counsel may advise and this Honourable Court may permit.

THE FOLLOWING DOCUMENTARY EVIDENCE will be used:

1. The Receiver's Third Report and Confidential Fourth Report with appendices annexed thereto; and
2. Such further and other documentary evidence as counsel may produce and this Honourable Court may permit.

October 19, 2018

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Counsel for the Receiver

Schedule "A"

Court File No. CV-13-10204-00CL
Court File No. CV-14-10403-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE MR.) WEDNESDAY, THE 31ST
)
JUSTICE HAINEY) DAY OF OCTOBER, 2018

**IN THE MATTER OF AN APPLICATION PURSUANT TO THE
RECIPROCAL ENFORCEMENT OF JUDGMENTS ACT, R.S.O. 1990, c.
R.5**

**AND IN THE MATTER OF AN AMENDED ORDER OF THE SUPREME
COURT OF NOVA SCOTIA ISSUED MARCH 22, 2013**

BETWEEN:

**ESTATE OF MARLA BENNETT, MICHAEL BENNETT,
LINDA BENNETT and LISA BENNETT**

Plaintiffs

and

**ISLAMIC REPUBLIC OF IRAN and
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Defendants

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THE ATTORNEY GENERAL FOR CANADA

Intervener

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Applicants

and

THE IRANIAN MINISTRY OF INFORMATION AND SECURITY,
THE ISLAMIC REPUBLIC OF IRAN and
THE IRANIAN REVOLUTIONARY GUARD CORP.

Respondents

ORDER

THIS MOTION made by **ALBERT GELMAN INC.** ("Receiver"), in its capacity as equitable receiver and receiver in aid of execution of 290 Sheppard Avenue West, Toronto, Ontario and 2 Robinson Avenue, Ottawa, Ontario (the "Ottawa Property") which properties were found by the court to be beneficially owned by the Islamic Republic of Iran, for an Order, *inter alia*,

- (a) approving the Third Report of the Receiver dated October 19, 2018 ("Third Report") and the actions and activities of the Receiver as described therein;
- (b) approving the Confidential Fourth Report of the Receiver dated October 18, 2018 accompanied with an Order sealing the Confidential Fourth Report, until such time as the Ottawa Property has been sold and conveyed to a purchaser(s);
- (c) authorizing the Receiver to destroy the Documents found in the safes, as described in the Receiver's First Report and Second Report, and to authorize the Receiver to either dispose or sell the two safes;
- (d) approving the interim distribution proposed by the Receiver; and
- (e) approving the professional fees and disbursements of the Receiver and its legal counsel;

was heard this day at 330 University Avenue, 9th Floor, Toronto, Ontario.

ON READING the Third Report and the Fourth Confidential Report of the Receiver dated October 18, 2018, and appendices annexed thereto, and upon reading the fee affidavit of Bryan Gelman sworn October 19, 2018 and exhibit attached thereto (the "Receiver's Fee

Affidavit”) and the fee affidavit of Jason Spetter sworn October 19, 2018 and the exhibit attached thereto in relation to the fees of legal counsel to the Receiver (the “Legal Counsel Fee Affidavit” and collectively with the Receiver’s Fee Affidavit, the “Fee Affidavits”) and on hearing the submissions of counsel for the Receiver and such other parties as are present,

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record be and are hereby abridged and validated such that this motion is properly returnable this day and hereby dispenses with further service thereof.
 2. **THIS COURT ORDERS** that the activities and actions of the Receiver, including the Interim Statement of Receipts and Disbursements dated October 19, 2018 as set out in its Third Report, be and are hereby approved.
 3. **THIS COURT ORDERS** that the Receiver’s Confidential Fourth Report dated October 18, 2018 be and are hereby approved and that the Fourth Confidential First Report shall be sealed until such time as the Ottawa Property has been sold and conveyed to the purchaser(s).
 4. **THIS COURT ORDERS** that the Receiver is authorized to destroy the Documents found in the safes as described in the Receiver’s First Report and Second Report and is authorized to either dispose or sell the two safes.
 5. **THIS COURT ORDERS** that the fees and disbursements of the Receiver and its legal counsel, all as set out in the Third Report and Fee Affidavits, be and are hereby approved.
-

ESTATE OF MARLA BENNETT et al.
Plaintiffs

- and -

ISLAMIC REPUBLIC OF IRAN et al.
Defendants

EDWARD TRACY et al.
Applications

-and-

THE IRANIAN MINISTRY OF INFORMATION AND SECURITY et al.
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Court File No. CV-13-10204-00CL
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ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST
Proceeding commenced at
TORONTO

ORDER

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ESTATE OF MARLA BENNET et al.
Plaintiffs

- and -

ISLAMIC REPUBLIC OF IRAN et al.
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THE IRANIAN MINISTRY OF INFORMATION AND SECURITY et al.
Respondents

Court File No. CV-13-10204-00CL
Court File No. CV-14-10403-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST
Proceeding commenced at
TORONTO

NOTICE OF MOTION

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Tab 2

**ONTARIO
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THIRD REPORT OF ALBERT GELMAN INC.

**IN ITS CAPACITY AS COURT-APPOINTED EQUITABLE RECEIVER AND
RECEIVER IN AID OF EXECUTION**

(Dated October 19, 2018)

I. INTRODUCTION

1. This third report (“**Third Report**”) is filed by Albert Gelman Inc. (“**AGI**”) in its capacity as equitable receiver and receiver in aid of execution (the “**Receiver**”), appointed pursuant to the Order of the Honourable Mr. Justice Hainey of the Ontario Superior Court of Justice, Commercial List, dated May 22, 2018 (the “**Appointment Order**”), without security, over the properties beneficially owned by the Islamic Republic of Iran (“**Debtor**”) municipally known as 290 Sheppard Avenue West, Toronto, ON (hereinafter the “**Toronto Property**”), with legal title being held in the name of Farhangeiran Inc. (“**Farhangeiran**”) and 2 Robinson Avenue, Ottawa, ON (hereinafter the “**Ottawa Property**”), with legal title being held in the name of The Mobin Foundation (“**Mobin**”).

2. A copy of the Appointment Order along with the endorsement of the Honourable Mr. Justice Hainey dated May 22, 2018 is attached hereto as **Appendix “A”**.

3. On July 24, 2018, the Receiver obtained approval of its First Report and the relief sought therein. Attached hereto as **Appendix “B”** is a copy of the Order of Mr. Justice Hainey dated July 24, 2018 (“**July 24 Order**”) accompanied with the endorsement.

4. On September 21, 2018, the Receiver obtained approval of its Second Report, as well as its Second and Third Confidential Reports. The relief obtained by the Receiver included authority to proceed with the sale of the Toronto Property. Attached hereto as **Appendix “C”** is a copy of the Amended Order of the Honourable Mr. Justice Hainey dated September 21, 2018 as well as his Honour’s endorsement of the same date (“**Sept 21 Order**”).

II. PURPOSE OF THIS REPORT

5. The purpose of the Third Report is to seek an order:

- a) approving the Third Report and the actions and activities of the Receiver, including the Receiver’s Proposed Sales Process of the Ottawa Property and its Third Interim

Statement of Receipts and Disbursements dated October 18, 2018 (“Third Interim R&D”);

- b) approving the Confidential Fourth Report of the Receiver dated October 18, 2018 (“Confidential Fourth Report”), which includes a copy of the appraisal of the Ottawa Property, accompanied with an Order sealing same until such time as the Ottawa Property has been sold and conveyed;
- c) authorizing the Receiver to destroy the Documents found in the safes, as described in the Receiver’s First Report and Second Report, and to authorize the Receiver to either dispose or sell the two safes;
- d) approving the interim distribution proposed by the Receiver;
- e) approving the professional fees and disbursements of the Receiver and its legal counsel; and
- f) such further and other relief as this Honourable Court may deem just.

III. SCOPE AND TERMS OF REFERENCE

6. The Receiver has prepared this Third Report for the assistance of the Court in making a determination regarding the relief being sought herein. This Third Report should be read together with the First Report and Second Report.

7. Capitalized terms used and not otherwise defined herein have the same meanings ascribed to such terms in the First Report and Second Report. The Receiver does not assume responsibility or liability for losses incurred by the reader as a result of the circulation, publication, reproduction or use of this report contrary to the provisions of this paragraph.

8. Unless otherwise noted, all monetary amounts referenced herein are expressed in Canadian dollars.

IV. TORONTO PROPERTY

9. Following receipt of the Sept 21 Order the Receiver disposed of the contents of the Toronto Property and continued to monitor the property prior to the closing date of the sale transaction which was scheduled to take place on September 28, 2018.

10. On September 28, 2018, the Receiver sold the Toronto Property to the Purchaser in accordance with the Sept 21 Order. An accounting of the proceeds is as follows:

Breakdown of selling proceeds	
290 Sheppard Avenue West, Toronto, Ontario	
Selling price	\$ 1,850,000.00
Less:	
Realty tax arrears, paid on closing	(72,785.18)
Realtor's commission (total 4% plus HST)	(74,000.00)
HST on disbursements	(9,620.00)
Property tax adjustment (in favour of vendor)	6,708.91
Net proceeds	\$ 1,700,303.73

11. The Receiver deposited the net proceeds into its trust account and has paid the accrued costs set out in its Second Report, including the fees and disbursements of the Receiver and its counsel. Details of the Receiver's proposed interim distribution are set out herein.

V. OTTAWA PROPERTY

Actions and Activities

12. Since the Second Report, the Receiver has continued to monitor and address maintenance issues relating to the Ottawa Property. Wever, the Property Manager, has continued with his walk-throughs of the property two times per week in accordance with insurance regulations. The Receiver has also met with Wever to discuss plans for winterizing the property.

13. The Receiver continues to be insured for third party liability coverage only with respect to the Ottawa Property. As set out below, the appraisal for the Ottawa Property has been completed

which identifies the land as having significant development potential. In a development of the site the building is anticipated to be demolished.

14. Prior to the appointment of the Receiver, the building was vacant for years and became significantly deteriorated. As described in previous reports, the roof is leaking and the HVAC systems are not functioning as the copper wiring therein were torn out by trespassers. For these reasons the Receiver has decided not to obtain insurance on the building located onsite.

Appraisal and Sales Process for the Ottawa Property

15. Since the date of the Second Report, the Receiver has obtained the Phase II Environmental Site Assessment report from Pinchin dated September 26, 2018 ("Phase II"), as well as the Highest and Best Use Report from Stantec Consulting Ltd. dated September 26, 2018 ("HBU Report"). This information was required by the Altus Group in Ottawa to complete its appraisal of the Ottawa Property.

16. The Phase II has identified widespread subsurface contamination which can, for the most part, be addressed in the development process when some of the land is excavated. The HBU Report provides several options for the highest and best use of the development of the site and provides an estimate of the developable area for the site based on the Transit-Oriented Development Plans provided for by the City of Ottawa.

17. The Altus Group completed its appraisal report relying on the Phase II, HBU Report and other information provided. A copy of the appraisal report is included as part of the Confidential Fourth Report. The Receiver is seeking an Order sealing the Confidential Fourth Report from the general public until the Ottawa Property has been sold and a Receiver's Certificate filed. The Receiver believes that the information contained in this report is sensitive commercial information about the Ottawa Property which could adversely impact the sales process in the event this information was released to the general public.

18. Following receipt of the appraisal report in respect of the Ottawa Property, the Receiver was in a position to list the Ottawa Property for sale. The appraisal was necessary as it provided the empirical data needed by the Receiver to assess any offers that would be submitted.

19. In its Confidential First Report the Receiver provided the Court with copies of listing proposals of three realtors who were qualified to sell real estate of this nature. Of the three proposals, the Receiver selected the listing proposal of Cushman Wakefield Ottawa Inc. ("Cushman") for the following reasons:

- a) Cushman has experience selling real estate in a receivership process;
- b) Cushman has qualified personnel who have significant experience selling land development real estate; and
- c) Cushman's proposed commission structure is the most competitive amongst the three realtors who provided a listing proposal.

20. For these reasons, the Receiver entered into a listing agreement with Cushman on October 17, 2018. A copy of Cushman's listing agreement is included in the Confidential Fourth Report.

21. Cushman has prepared a document which outlines their proposed sales process including their marketing strategy, process and timeline ("Sales Process"). A copy of this document is attached hereto as Appendix "D". By way of summary overview, the proposed sales process provided for the following:

- a) Estimated 18-24 weeks sales process;
- b) Within 2 to 4 weeks, initial discussions with high priority buyer groups followed by determination of final sales process type: fixed bid date versus open process;
- c) Up to 6 weeks, marketing and communications including establishing data room;
- d) Offer solicitation, review process, negotiations and due diligence; and
- e) Facilitate transaction management and closing.

22. The Receiver believes that the Sales Process is reasonable in the circumstances and follows established conventions within a receivership proceeding. For the reasons set out above, the Receiver recommends the Court approve the proposed Sales Process.

VIII. CONTENTS OF THE SAFES FOUND IN THE OTTAWA PROPERTY

23. On September 21, 2018, counsel for the Debtor attended in Court on the Receiver's motion to request that it be provided with copies of the Documents which the Receiver located in the safes recovered from the Ottawa Property. The Debtor's counsel, Mr. Daniel McConville ("McConville") of Stevenson Whelton MacDonald & Swan LLP, requested the court to adjourn the motion with regard to authorizing the Receiver to destroy the safes and their contents until the Debtor had an opportunity to receive and review the Documents. Mr. Justice Hainey authorized the Receiver to release the Documents to the Debtor's counsel and adjourned the Receiver's request to destroy same and the safes to October 31, 2018.

24. Following its motion date, the Receiver emailed the Documents to the Debtor's counsel, in a password protected format.

25. On September 28, 2018, McConville wrote to the Receiver and its counsel confirming that the Debtor does not oppose the destruction of the Documents. Attached hereto as Appendix "E" is a copy of the email from McConville.

26. As of the date of this report the Receiver has not received requests from any other party to review the Documents and accordingly the Receiver requests the Court's authorization to destroy the original documents that it obtained from the safes accompanied with authorization to either sell the safes or destroy them. The Receiver has made electronic copies of the Documents which have been emailed to the translator as previously reported, and have emailed to McConville and the Receiver's counsel. As a result, the Receiver confirms that notwithstanding the destruction of the original Documents the electronic copies still exist.

VI. PROCEDURAL MATTERS

27. In accordance with the E-Service Protocol provisions of the Appointment Order, the Receiver posted copies of the Sept 21 Order and endorsement on its case website at the URL <http://www.albertgelman.com/corporate-solutions/other-engagements/> ("Case Website").

28. In accordance with paragraph 8 of the July 24 Order, the Receiver has served Farhangeiran and Mobin by posting a notice of the Receiver's motion returnable October 31, 2018 in the legal

section of the National Post on October 9, 2018. A copy of the notice is annexed hereto as Appendix "F". A copy of this notice has also been posted on the Case Website. As at the date hereof neither the Receiver or its counsel have been contacted by any persons on behalf of either Farhangeiran or Mobin.

VII. INTERIM STATEMENT OF RECEIPTS AND DISBURSEMENTS

29. Attached hereto at Appendix "G" is the Receiver's Interim Statement of Receipts and Disbursements dated October 18, 2018.

30. As set out in the Third Interim R&D, the Receiver has cash on hand in its trust account of \$1,560,150.82 and accrued disbursements estimated at \$44,396.69, for which the Receiver awaits invoices for payment. The balance of cash on hand, net of accruals is 1,515,754.13.

31. As set out below, subject to approval of the Court, the Receiver intends on distributing \$1,345,000.00 to the creditors, which is net of a holdback of \$170,754.13 to fund the Receiver's disbursements and fees in relation to the Ottawa Property.

VIII. PROPOSED DISTRIBUTION TO THE APPLICANT

32. The Receiver has conducted an execution search as against the Debtor, "The Islamic Republic of Iran," with the Sheriff of the City of Toronto. This is the regional jurisdiction in which the Toronto Property is situate.

33. As at October 18, 2018 the following 3 executions were filed with the Sheriff of the City. These execution creditors are entitled to receive a *pro rata* distribution of the net proceeds of sale of the Toronto Property:

- (1) 14-0002292 filed by Adair Barristers LLP on behalf of Tracy, by his litigation guardian Charles Murphy et al, Edward;
- (2) 14-0006308 filed by Torys LLP on behalf of The Campuzano Plaintiffs et al.; and
- (3) 14-0006319 filed by Torys LLP on behalf of Phillip Chad Holland

34. Attached hereto at **Appendix “H”** is a copy of the Execution Certificate dated October 18, 2018 identifying the aforementioned executions.

35. Attached hereto at **Appendices “I”, “J” and “K”** are copies of each of the aforementioned Writs providing particulars of the amounts owing.

36. The Receiver was contacted by Mr. John Adair of Adair Goldblatt Bieber LLP (formerly Adair Barristers LLP), solicitors for the Applicant creditors, requesting that all distributions be paid to his firm and that his firm would distribute the funds amongst the 3 execution creditors pursuant to an agreed upon arrangement.

37. The Receiver is in receipt of executed Directions from Torys LLP in connection with Execution Nos. 14-0006308 and 14-0006319 authorizing, instructing and directing it to pay all net proceeds from the sale of the Toronto Property to Messrs. Adair Goldblatt Bieber LLP. Attached hereto at **Appendix “L”** are copies of the executed Directions in connection with each execution.

38. As part of its due diligence and in an effort to eliminate the prospect of any honest but inadvertent misunderstandings of instructions and expectations, the Receiver has attended to independently verifying with Torys LLP that its clients require their entitlement under the Directions to be paid in accordance with the said Direction.

39. The Receiver is also in receipt of an executed Direction from Adair Goldblatt Bieber LLP authorizing, instructing and directing it to pay all net proceeds from the sale of the Toronto Property to them on behalf of their clients who filed Execution No. 14-0002292. Attached hereto at **Appendix “M”** is a copy of the executed Direction in connection with the said execution.

40. In view of the fact all execution creditors with writs filed at Toronto have directed the Receiver to pay their respective distributions to Adair Goldblatt Bieber LLP, the Receiver recommends doing so.

IX. ACCOUNTS OF THE RECEIVER AND ITS COUNSEL

41. Attached hereto as **Appendix “N”** is the Affidavit of Bryan Gelman regarding the Receiver’s fees to October 19, 2018 accompanied by supporting time dockets (the “**Receiver’s Fees**”).

42. Attached hereto as Appendix "O" is the Affidavit of Jason D. Spetter regarding the fees and disbursements of the Receiver's counsel, Lipman Zener Waxman LLP ("LZW"), to October 19, 2018 accompanied by supporting time docket. The Receiver believes that its fees and disbursements, as well as the fees and disbursements of LZW are fair and reasonable.

X. RECEIVER'S REQUEST FOR APPROVAL

43. For the reasons set out herein, the Receiver respectfully requests an Order of this Honourable Court, including the relief set out in paragraph 5 of this Third Report.

All of which is respectfully submitted this 19th day of October, 2018.

**ALBERT GELMAN INC., solely in its
capacity as the Court-Appointed Receiver**


Per: _____
Bryan Gelman, *CIRP. LIT*

ESTATE OF MARLA BENNETT et al.
Plaintiffs

- and -

ISLAMIC REPUBLIC OF IRAN et al.
Defendants

EDWARD TRACY et al.
Applications

-and-

THE IRANIAN MINISTRY OF INFORMATION AND SECURITY et al.
Respondents

Court File No. CV-13-10204-00CL
Court File No. CV-14-10403-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST
Proceeding commenced at
TORONTO

**THIRD REPORT OF ALBERT GELMAN
INC.**

LIPMAN, ZENER & WAXMAN LLP
Barristers and Solicitors
1220 Eglinton Avenue West
Toronto, Ontario
M6C 2E3

SEAN N. ZEITZ
LSUC No. 51199P

Tel: 416-789-0652

Fax: 416-789-9015

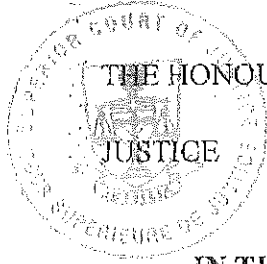
Email: szeitz@lawlaw.com

Lawyers for the Receiver,
Albert Gelman Inc.

APPENDIX “A”

Court File No. CV-13-10204-00CL
Court File No. CV-14-10403-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**



THE HONOURABLE

HAINES

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)
)

TUESDAY, THE *22ND*
DAY OF *MAY*, 2018

**IN THE MATTER OF AN APPLICATION PURSUANT TO THE
RECIPROCAL ENFORCEMENT OF JUDGMENTS ACT, R.S.O. 1990, c.
R.5**

**AND IN THE MATTER OF AN AMENDED ORDER OF THE SUPREME
COURT OF NOVA SCOTIA ISSUED MARCH 22, 2013**

BETWEEN:

ESTATE OF MARLA BENNETT, MICHAEL BENNETT,
LINDA BENNETT and LISA BENNETT

Plaintiffs

and

ISLAMIC REPUBLIC OF IRAN and
IRANIAN MINISTRY OF INFORMATION AND SECURITY

Defendants

and

THE ATTORNEY GENERAL FOR CANADA

Intervener

AND BETWEEN:

EDWARD TRACY, by his Litigation Guardian Charles Murphy, ELIZABETH
CICCIPIO-PULEO, estate of HELEN FAZIO, estate of DOMENIC CICIPPIO,
DAVID B. CICIPPIO, ERIC R. CICIPPIO, RICHARD DENNIS CICIPPIO,
THOMAS J. CICIPPIO, estate of PAUL V. CICIPPIO, ALLEN JOHN
CICIPPIO, estate of ROSE ABELL, ANTHONY CICIPPIO, estate of
ALEXANDER CICIPPIO, NICHOLAS B. CICIPPIO and estate of JOSEPH J.
CICIPPIO JR.

Applicants

and

THE IRANIAN MINISTRY OF INFORMATION AND SECURITY,
THE ISLAMIC REPUBLIC OF IRAN and
THE IRANIAN REVOLUTIONARY GUARD CORP.

Respondents

ORDER

WHEREAS between 2003 and 2007 the Applicants and Plaintiffs obtained judgments against the Respondents, The Iranian Ministry of Information and Security ("MIS"), the Islamic Republic of Iran ("Iran") and The Iranian Revolutionary Guard Corp. (the "Revolutionary Guards"), in the United States District Court for the District of Columbia (the "US Judgments");

AND WHEREAS by order made March 22, 2013, Roberston J. of the Nova Scotia Supreme Court recognized the Applicants' US Judgments and made them an order of the Supreme Court of Nova Scotia;

AND WHEREAS by Order made May 22, 2013, Chapnik J. of the Ontario Superior Court of Justice ordered that the Nova Scotia Order be registered as an Order of the Ontario Superior Court of Justice (the "Tracy Recognition Order") pursuant to the *Reciprocal Enforcement of Judgments Act*, R.S.O. 1990, c. R.5;

AND WHEREAS recognition proceedings were also started in the Ontario Superior Court of Justice Court in 2012 by the Estate of Marla Bennett (CV-12-463434) which resulted in the granting of a *Mareva* injunction to restrain Iran/MIS from dissipating 290 Sheppard Avenue West, Toronto and 2 Robinson Avenue, Ottawa (hereinafter collectively referred to as the "Properties") which injunction was expanded to include the registered owners of the Sheppard Avenue and Robinson properties, Farhangeiran Inc. and The Mobin Foundation, respectively;

AND WHEREAS by Order dated March 17, 2014 Justice D.M. Brown, as he then was, ordered and declared that the Properties are beneficially owned by Iran and that the Sheriffs of

the City of Toronto and City of Ottawa are to enforce the Applicants' Writs of Seizure and Sale as against the Properties;

AND WHEREAS by Order dated June 9, 2016 Justice Hainey ordered and declared that the Plaintiffs' US Judgments be recognized as an Order of the Ontario Superior Court of Justice (the "**Bennett Recognition Order**") pursuant to the *Justice for Victims of Terrorism Act*, S.C. 2012, c. 1, s. 2, that a Writ of Seizure and Sale be issued in the Bennetts' favour, and that it be enforceable against the Properties;

THIS MOTION made by the Plaintiffs/Applicants for an Order pursuant section 101 of the *Courts of Justice Act*, R.S.O. 1990, c. C.43, as amended (the "CJA"), and Rules 37, 41 and 60 of the *Rules of Civil Procedure*, appointing Albert Gelman Inc. as equitable receiver and receiver in aid of execution (the "**Receiver**"), without security, of the Properties beneficially owned by Iran (the "**Debtor**"), on the terms set out below, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the affidavit of John Adair sworn May 17, 2018 and the exhibits thereto, and on hearing the submissions of counsel for the Plaintiffs/Applicants, no one appearing for the Defendants/Respondents although duly served as appears from the affidavit of service of Alex Fidler-Wener sworn May 22, 2018, and on reading the consent of Albert Gelman Inc. to act as the Receiver;

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion is hereby abridged and service is validated, so that this motion is properly returnable today and hereby dispenses with further service thereof.

APPOINTMENT

2. **THIS COURT ORDERS** that pursuant to section 101 of the CJA and Rules 37, 41 and 60 of the *Rules of Civil Procedure*, Albert Gelman Inc. is hereby appointed Receiver, without security, of the following properties beneficially owned by the Debtor:

- (a) PT LT 3 PL 2069 TWP OF YORK AS IN TB862589; TORONTO (N YORK) CITY OF TORONTO, PIN NO. 10146-0396 (LT) and municipally known as 290 Sheppard Avenue West, Toronto, ON (hereinafter the "Sheppard Property"), with legal title being held in the name of Farhangeiran Inc.;
- (b) PCL F-29, SEC NP-DRF; PT LT F, CON DRF, (OPENED BY BYLAW 20-80, REGISTERED AS NO. 227761 AND CLOSED BY BYLAW 217-92 REGISTERED AS NO. 793055) BEING PT 1, 4R1130, PIN No. 04204-0243 (LT) and municipally known as 2 Robinson Avenue, Ottawa, ON, with legal title being held in the name of The Mobin Foundation;
- (c) PCL F-2, SEC NP-DRF; PT LT F, CON DRF, PT 6 4R7768; S/T CERTAIN RESTRICTIONS CONTAINED WITHIN THE ORIGINAL PATENT FROM THE CROWN, PIN No. 04204-0245 (LT) and municipally known as 2 Robinson Avenue, Ottawa, ON, with legal title being held in the name of The Mobin Foundation;
- (d) PART OF LOT F, CON D, RIDEAU FRONT, BEING PARTS 3 AND 4 ON PLAN 5R-14667, PART OF WHICH BEING PART OF HURDMAN ROAD OPENED BY BYLAW NS79171 AND CLOSED BY BYLAW N633492 AND PART 41, PL 4R-299 LYING EAST OF PART 1 ON PL 5R-10234 AND PART 1 ON PL 4R-11899, PIN No. 04204-0267 (LT) and municipally known as 2 Robinson Avenue, Ottawa, ON, with legal title being held in the name of The Mobin Foundation; AND
- (e) PART OF LOT F, CON D, RIDEAU FRONT, BEING PARTS 11 AND 12 ON PLAN 4R-598, SAVE AN EXCEPT PART 1 ON PLAN 4R-5541 AND PART 1 ON PLAN 4R-1022, PIN No. 04204-0270 (LT) and municipally known as 2 Robinson Avenue, Ottawa, ON, with legal title being held in the name of The Mobin Foundation (collectively with the properties described in paragraphs 2(b), 2(c) and 2(d), the "Robinson Property");

RECEIVER'S POWERS

3. THIS COURT ORDERS that the Receiver is hereby empowered and authorized, but not obligated, to act at once in respect of the Sheppard Property and Robinson Property (collectively, the "Properties").
4. THIS COURT ORDERS that without in any way limiting the generality of the foregoing, the Receiver is hereby expressly empowered and authorized to do any of the following where the Receiver considers it necessary or desirable, in respect of the Properties:
 - (a) to take possession of and exercise control over the Properties and any and all proceeds, receipts and disbursements arising out of or from the Properties;
 - (b) to receive, preserve, and protect the Properties, 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;
 - (c) to manage, operate, and carry on the business in respect of the Properties, including the powers to enter into any agreements, incur any obligations in the ordinary course of business, cease to carry on all or any part of the business, or cease to perform any contracts in relation to the Properties;
 - (d) to engage consultants, appraisers, agents, experts, auditors, accountants, managers, counsel and such other persons from time to time and on whatever basis, including on a temporary basis, to assist with the exercise of the Receiver's powers and duties, including without limitation those conferred by this Order;
 - (e) to purchase or lease such machinery, equipment, inventories, supplies, premises or other assets;
 - (f) to receive and collect all monies and accounts now owed or hereafter owing and to exercise all remedies in collecting such monies;

- (g) to settle, extend or compromise any indebtedness owing in respect of the Properties;
- (h) to execute, assign, issue and endorse documents of whatever nature in respect of any of the Properties for any purpose pursuant to this Order;
- (i) to initiate, prosecute and continue the prosecution of any and all proceedings and to defend all proceedings now pending or hereafter instituted with respect to the Properties or the Receiver, and to settle or compromise any such proceedings. The authority hereby conveyed shall extend to such appeals or applications for judicial review in respect of any order or judgment pronounced in any such proceeding;
- (j) to market any or all of the Properties, including advertising and soliciting offers in respect of the Properties or any part or parts thereof and negotiating such terms and conditions of sale as the Receiver in its discretion may deem appropriate;
- (k) to sell, convey, transfer, lease or assign the Properties or any part or parts thereof out of the ordinary course of business, with the approval of this Court.
- (l) to apply for any vesting order or other orders necessary to convey the Properties or any part or parts thereof to a purchaser or purchasers thereof, free and clear of any liens or encumbrances affecting such the Properties;
- (m) to report to, meet with and discuss with such affected Persons (as defined below) as the Receiver deems appropriate on all matters relating to the Properties and the receivership, and to share information, subject to such terms as to confidentiality as the Receiver deems advisable;
- (n) to register a copy of this Order and any other Orders in respect of the Properties against their title;
- (o) to apply for any permits, licences, approvals or permissions as may be required by any governmental authority and any renewals thereof;

- (p) to enter into agreements with any trustee in bankruptcy who may be appointed in respect of the Debtor, including, without limiting the generality of the foregoing, the ability to enter into occupation agreements for any of the Properties;
- (q) to take any steps reasonably incidental to the exercise of these powers or the performance of any statutory obligations, including without limitation, undertaking a review of any documentation that may be located at the Properties and to report to the Court in the event the Receiver discovers information it opines may assist in enforcing the Tracy and Bennett Recognition Orders;
- (r) in each case where the Receiver takes any such actions or steps, it shall be exclusively authorized and empowered to do so, to the exclusion of all other Persons (as defined below), including the Debtor, and without interference from any other Person; and
- (s) if the Receiver deems it necessary, it may exercise any of its powers set forth herein with the assistance of the local police authorities and/or the RCMP.

DUTY TO PROVIDE ACCESS AND CO-OPERATION TO THE RECEIVER

5. THIS COURT ORDERS that (i) the Debtor, (ii) The Mobin Foundation, (iii) Farhangeiran Inc., (iv) all of their respective current and former directors, officers, employees, agents, accountants, legal counsel and shareholders, and all other persons acting on its instructions or behalf, and (v) all other individuals, firms, corporations, governmental bodies or agencies, or other entities having notice of this Order (all of the foregoing, collectively, being "Persons" and each being a "Person"), shall grant immediate and continued access to the Properties to the Receiver, and shall deliver possession of the Properties to the Receiver upon the Receiver's request.
6. THIS COURT ORDERS that all Persons shall forthwith advise the Receiver of the existence of any books, documents, securities, contracts, orders, corporate and accounting records, and any other papers, records and information of any kind related to the Properties, and any computer programs, computer tapes, computer disks, or other data storage media containing any such information (the foregoing, collectively, the "Records") in that Person's possession

or control, and shall provide to the Receiver or permit the Receiver to make, retain and take away copies thereof and grant to the Receiver unfettered access to and use of accounting, computer, software and physical facilities relating thereto, provided however that nothing in this paragraph 5 or in paragraph 6 of this Order shall require the delivery of Records, or the granting of access to Records, which may not be disclosed or provided to the Receiver due to the privilege attaching to solicitor-client communication or due to statutory provisions prohibiting such disclosure.

7. THIS COURT ORDERS that if any Records are stored or otherwise contained on a computer or other electronic system of information storage, whether by independent service provider or otherwise, all Persons in possession or control of such Records shall forthwith give unfettered access to the Receiver for the purpose of allowing the Receiver to recover and fully copy all of the information contained therein whether by way of printing the information onto paper or making copies of computer disks or such other manner of retrieving and copying the information as the Receiver in its discretion deems expedient, and shall not alter, erase or destroy any Records without the prior written consent of the Receiver. Further, for the purposes of this paragraph, all Persons shall provide the Receiver with all such assistance in gaining immediate access to the information in the Records as the Receiver may in its discretion require including providing the Receiver with instructions on the use of any computer or other system and providing the Receiver with any and all access codes, account names and account numbers that may be required to gain access to the information.

NO PROCEEDINGS AGAINST THE RECEIVER

8. THIS COURT ORDERS that no proceeding or enforcement process in any court or tribunal (each, a "Proceeding") shall be commenced or continued against the Receiver except with the written consent of the Receiver or with leave of this Court.

NO PROCEEDINGS AGAINST THE PROPERTY

9. THIS COURT ORDERS that no Proceeding against or in respect of the Properties shall be commenced or continued except with the written consent of the Receiver or with leave of this Court, and any and all Proceedings currently under way against or in respect of the Properties are hereby stayed and suspended pending further Order of this Court.

NO EXERCISE OF RIGHTS OR REMEDIES

10. THIS COURT ORDERS that all rights and remedies against the Receiver, or affecting the Properties, are hereby stayed and suspended except with the written consent of the Receiver or leave of this Court and further provided that nothing in this paragraph shall (i) empower the Receiver to carry on any business, (ii) exempt the Receiver from compliance with statutory or regulatory provisions relating to health, safety or the environment, (iii) prevent the filing of any registration to preserve or perfect a security interest, or (iv) prevent the registration of a claim for lien.

NO INTERFERENCE WITH THE RECEIVER

11. THIS COURT ORDERS that no Person shall discontinue, fail to honour, alter, interfere with, repudiate, terminate or cease to perform any right, renewal right, contract, agreement, licence or permit in relation to the Properties, without written consent of the Receiver or leave of this Court.

CONTINUATION OF SERVICES

12. THIS COURT ORDERS that all Persons having oral or written agreements in respect of the Properties are hereby restrained until further Order of this Court from discontinuing, altering, interfering with or terminating such oral or written agreements without the Receiver's written consent, or as may be ordered by this Court.

RECEIVER TO HOLD FUNDS

13. THIS COURT ORDERS that all funds, monies, cheques, instruments, and other forms of payments received or collected by the Receiver from and after the making of this Order from any source in relation to the Properties such as but not limited to hydro deposits and rents, if any, and from the sale of all or any of the Properties shall be deposited into one or more new accounts to be opened by the Receiver (the "**Post Receivership Accounts**") and the monies standing to the credit of such Post Receivership Accounts from time to time, net of any disbursements provided for herein, shall be held by the Receiver to be paid in accordance with the terms of this Order or any further Order of this Court.

PIPEDA

14. THIS COURT ORDERS that, pursuant to clause 7(3)(c) of the Canada *Personal Information Protection and Electronic Documents Act*, the Receiver shall disclose personal information of identifiable individuals to prospective purchasers or bidders for the Properties and to their advisors, but only to the extent desirable or required to negotiate and attempt to complete one or more sales of the Properties (each, a "Sale"). Each prospective purchaser or bidder to whom such personal information is disclosed shall maintain and protect the privacy of such information and limit the use of such information to its evaluation of the Sale, and if it does not complete a Sale, shall return all such information to the Receiver, or in the alternative destroy all such information. The purchaser of any of the Properties shall be entitled to continue to use the personal information provided to it, and related to the Properties purchased, in a manner which is in all material respects identical to the prior use of such information by the Debtor, and shall return all other personal information to the Receiver, or ensure that all other personal information is destroyed.

LIMITATION ON ENVIRONMENTAL LIABILITIES

15. THIS COURT ORDERS that nothing herein contained shall require the Receiver to occupy or to take control, care, charge, possession or management (separately and/or collectively, "Possession") of any of the Properties that might be environmentally contaminated, might be a pollutant or a contaminant, or might cause or contribute to a spill, discharge, release or deposit of a substance contrary to any federal, provincial or other law respecting the protection, conservation, enhancement, remediation or rehabilitation of the environment or relating to the disposal of waste or other contamination including, without limitation, the *Canadian Environmental Protection Act*, the *Ontario Environmental Protection Act*, the *Ontario Water Resources Act*, or the *Ontario Occupational Health and Safety Act* and regulations thereunder (the "Environmental Legislation"), provided however that nothing herein shall exempt the Receiver from any duty to report or make disclosure imposed by applicable Environmental Legislation. The Receiver shall not, as a result of this Order or anything done in pursuance of the Receiver's duties and powers under this Order, be deemed to be in Possession of any of the Properties within the meaning of any Environmental Legislation, unless it is actually in possession.

LIMITATION ON THE RECEIVER'S LIABILITY

16. THIS COURT ORDERS that the Receiver shall incur no liability or obligation as a result of its appointment or the carrying out the provisions of this Order, save and except for any gross negligence or wilful misconduct on its part. Nothing in this Order shall derogate from the protections afforded to the Receiver by section 14.06 of the *Bankruptcy and Insolvency Act* (the "BIA") or by any other applicable legislation.

RECEIVER'S ACCOUNTS

17. THIS COURT ORDERS that the Receiver and counsel to the Receiver shall be paid their reasonable fees and disbursements, in each case at their standard rates and charges, and that the Receiver and counsel to the Receiver shall be entitled to and are hereby granted a charge (the "Receiver's Charge") on the Properties, as security for such fees and disbursements, both before and after the making of this Order in respect of these proceedings, and that the Receiver's Charge shall form a first charge on the Properties in priority to all security interests, trusts, liens, charges and encumbrances, statutory or otherwise, in favour of any Person, but subject to sections 14.06(7), of the BIA.

18. THIS COURT ORDERS that should the fees of the Receiver and counsel to the Receiver exceed the retainer funds provided to them, the Receiver and its legal counsel shall pass its accounts from time to time, and for this purpose the accounts of the Receiver and its legal counsel are hereby referred to a judge of the Commercial List of the Ontario Superior Court of Justice.

19. THIS COURT ORDERS that prior to the passing of its accounts, if same becomes necessary, the Receiver shall be at liberty from time to time to apply reasonable amounts, out of the monies in its hands, against its fees and disbursements, including legal fees and disbursements, incurred at the standard rates and charges of the Receiver or its counsel, and such amounts shall constitute advances against its remuneration and disbursements when and as approved by this Court, if applicable.

FUNDING OF THE RECEIVERSHIP

20. THIS COURT ORDERS that the Receiver be at liberty and it is hereby empowered to borrow by way of a revolving credit or otherwise, such monies from time to time as it may consider necessary or desirable, provided that the outstanding principal amount does not exceed \$150,000.00 (or such greater amount as this Court may by further Order authorize) at any time, at such rate or rates of interest as it deems advisable for such period or periods of time as it may arrange, for the purpose of funding the exercise of the powers and duties conferred upon the Receiver by this Order, including interim expenditures. The whole of the Property shall be and is hereby charged by way of a fixed and specific charge (the "Receiver's Borrowings Charge") as security for the payment of the monies borrowed, together with interest and charges thereon, in priority to all security interests, trusts, liens, charges and encumbrances, statutory or otherwise, in favour of any Person, but subordinate in priority to the Receiver's Charge and the charges as set out in sections 14.06(7), 81.4(4), and 81.6(2) of the BIA.

21. THIS COURT ORDERS that neither the Receiver's Borrowings Charge nor any other security granted by the Receiver in connection with its borrowings under this Order shall be enforced without leave of this Court.

22. THIS COURT ORDERS that the Receiver is at liberty and authorized to issue certificates substantially in the form annexed as Schedule "A" hereto (the "Receiver's Certificates") for any amount borrowed by it pursuant to this Order.

23. THIS COURT ORDERS that the monies from time to time borrowed by the Receiver pursuant to this Order or any further order of this Court and any and all Receiver's Certificates evidencing the same or any part thereof shall rank on a *pari passu* basis, unless otherwise agreed to by the holders of any prior issued Receiver's Certificates.

SERVICE AND NOTICE

24. THIS COURT ORDERS that the E-Service Protocol of the Commercial List (the "Protocol") is approved and adopted by reference herein and, in this proceeding, the service of documents made in accordance with the Protocol (which can be found on the Commercial List website at <http://www.ontariocourts.ca/scj/practice/practice-directions/toronto/e-service-protocol/>) shall be valid and effective service. Subject to Rule 17.05 this Order shall

constitute an order for substituted service pursuant to Rule 16.04 of the *Rules of Civil Procedure*. Subject to Rule 3.01(d) of the *Rules of Civil Procedure* and paragraph 21 of the Protocol, service of documents in accordance with the Protocol will be effective on transmission. This Court further orders that a Case Website shall be established in accordance with the Protocol with the following URL <http://www.albertgelman.com/corporate-solutions/other-engagements/>.

25. THIS COURT ORDERS that if the service or distribution of documents in accordance with the Protocol is not practicable, the Receiver is at liberty to serve or distribute this Order, any other materials and orders in these proceedings, any notices or other correspondence, by forwarding true copies thereof by prepaid ordinary mail, courier, personal delivery or facsimile transmission to the Debtor's creditors or other interested parties at their respective addresses as last shown on the records of the Debtor and that any such service or distribution by courier, personal delivery or facsimile transmission shall be deemed to be received on the next business day following the date of forwarding thereof, or if sent by ordinary mail, on the third business day after mailing.

GENERAL

26. THIS COURT ORDERS that the Receiver may from time to time apply to this Court for advice and directions in the discharge of its powers and duties hereunder.
27. THIS COURT HEREBY REQUESTS the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.
28. THIS COURT ORDERS that the Receiver be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order, and that the Receiver is authorized and empowered to act as a representative in respect

SCHEDULE "A"

RECEIVER CERTIFICATE

CERTIFICATE NO. _____

AMOUNT \$ _____

1. THIS IS TO CERTIFY that [RECEIVER'S NAME], the receiver (the "Receiver") of the assets, undertakings and properties [DEBTOR'S NAME] acquired for, or used in relation to a business carried on by the Debtor, including all proceeds thereof (collectively, the "Property") appointed by Order of the Ontario Superior Court of Justice (Commercial List) (the "Court") dated the ___ day of _____, 20__ (the "Order") made in an action having Court file number ___-CL-_____, has received as such Receiver from the holder of this certificate (the "Lender") the principal sum of \$ _____, being part of the total principal sum of \$ _____ which the Receiver is authorized to borrow under and pursuant to the Order.

The principal sum evidenced by this certificate is payable on demand by the Lender with interest thereon calculated and compounded [daily][monthly] not in advance on the _____ day of each month] after the date hereof at a notional rate per annum equal to the rate of _____ per cent above the prime commercial lending rate of Bank of _____ from time to time.

Such principal sum with interest thereon is, by the terms of the Order, together with the principal sums and interest thereon of all other certificates issued by the Receiver pursuant to the Order or to any further order of the Court, a charge upon the whole of the Property, in priority to the security interests of any other person, but subject to the priority of the charges set out in the Order and in the *Bankruptcy and Insolvency Act*, and the right of the Receiver to indemnify itself out of such Property in respect of its remuneration and expenses.

All sums payable in respect of principal and interest under this certificate are payable at the main office of the Lender at Toronto, Ontario.

Until all liability in respect of this certificate has been terminated, no certificates creating charges ranking or purporting to rank in priority to this certificate shall be issued by the Receiver to any person other than the holder of this certificate without the prior written consent of the holder of this certificate.

The charge securing this certificate shall operate so as to permit the Receiver to deal with the Property as authorized by the Order and as authorized by any further or other order of the Court.

The Receiver does not undertake, and it is not under any personal liability, to pay any sum in respect of which it may issue certificates under the terms of the Order.

DATED the _____ day of _____, 20__.

[RECEIVER'S NAME], solely in its capacity
as Receiver of the Property, and not in its
personal capacity

Per: _____

Name:

Title:

Plaintiffs / Applicants

Defendants / Respondents

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

PROCEEDINGS COMMENCED AT
TORONTO

ORDER

ADAIR GOLDBLATT BIEBER LLP
95 Wellington Street West
Suite 1830, P.O. Box 14
Toronto ON M5J 2N7

John J. Adair (52169V)
jadair@agblp.com
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Tel: 416.499.9940
Fax: 647.689.2059

Lawyers for the Plaintiffs / Applicants

APPENDIX “B”

Court File No. CV-13-10204-00CL
Court File No. CV-14-10403-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

THE HONOURABLE) THURSDAY, THE 24TH
JUSTICE *Hayes*) DAY OF JULY, 2018



**IN THE MATTER OF AN APPLICATION PURSUANT TO THE
RECIPROCAL ENFORCEMENT OF JUDGMENTS ACT, R.S.O. 1990, c.
R.5**

**AND IN THE MATTER OF AN AMENDED ORDER OF THE SUPREME
COURT OF NOVA SCOTIA ISSUED MARCH 22, 2013**

BETWEEN:

**ESTATE OF MARLA BENNETT, MICHAEL BENNETT,
LINDA BENNETT and LISA BENNETT**

Plaintiffs

and

**ISLAMIC REPUBLIC OF IRAN and
IRANIAN MINISTRY OF INFORMATION AND SECURITY**

Defendants

and

THE ATTORNEY GENERAL FOR CANADA

Intervener

AND BETWEEN:

**EDWARD TRACY, by his Litigation Guardian Charles Murphy, ELIZABETH
CICCIPIO-PULEO, estate of HELEN FAZIO, estate of DOMENIC CICIPPIO,
DAVID B. CICIPPIO, ERIC R. CICIPPIO, RICHARD DENNIS CICIPPIO,
THOMAS J. CICIPPIO, estate of PAUL V. CICIPPIO, ALLEN JOHN
CICIPPIO, estate of ROSE ABELL, ANTHONY CICIPPIO, estate of
ALEXANDER CICIPPIO, NICHOLAS B. CICIPPIO and estate of JOSEPH J.
CICIPPIO JR.**

Applicants

and

THE IRANIAN MINISTRY OF INFORMATION AND SECURITY,
THE ISLAMIC REPUBLIC OF IRAN and
THE IRANIAN REVOLUTIONARY GUARD CORP.

Respondents

ORDER

THIS MOTION made by **ALBERT GELMAN INC.** ("Receiver"), in its capacity as equitable receiver and receiver in aid of execution of 290 Sheppard Avenue West, Toronto, Ontario and 2 Robinson Avenue, Ottawa, Ontario, which properties were found by the court to be beneficially owned by the Islamic Republic of Iran, for an Order, *inter alia*:

- (a) approving the First Report of the Receiver and the actions of the Receiver described therein;
- (b) approving the Confidential First Report of the Receiver dated July 9, 2018 ("Confidential First Report") accompanied with an Order the sealing the Confidential First Report, until such time as 290 Sheppard Avenue West, Toronto, ON (the "Toronto Property") and 2 Robinson Avenue, Ottawa, ON (the "Ottawa Property") have been sold and conveyed to the purchaser(s);
- (c) authorizing the Receiver to dispose of the contents of the Toronto Property;
- (d) authorizing the Receiver to dispose of the vehicles as described hereinafter located at the Ottawa Property;
- (e) authorizing the Receiver to relocate the two safes at the Ottawa Property to an offsite location to be opened by the Receiver;
- (f) approving the professional fees and disbursements of the Receiver and its legal counsel;

was heard this day at 330 University Avenue, 9th Floor, Toronto, Ontario.

ON READING the First Report of the Receiver dated July 9, 2018 and appendices annexed thereto and upon reading the fee affidavit of Bryan Gelman dated July 9, 2018 and exhibits attached thereto (the "Receiver's Fee Affidavit") and the fee affidavit of Jason Spetter sworn July 9, 2018 and the exhibit attached thereto in relation to the fees of legal counsel to the Receiver (the "Legal Counsel Fee Affidavit" and collectively with the Receiver's Fee Affidavit, the "Fee Affidavits") and on hearing the submissions of counsel for the Receiver and such other parties as are present,

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record be and is hereby abridged and validated such that this motion is properly returnable this day and hereby dispenses with further service thereof.
2. **THIS COURT ORDERS** that the activities and actions of the Receiver, including the Interim Statement of Receipts and Disbursements dated July 5, 2018 as set out in its First Report, be and are hereby approved.
3. **THIS COURT ORDERS** that the Receiver's Confidential First Report dated July 9, 2018 be and are hereby approved and that the Confidential First Report shall be sealed until such time as 290 Sheppard Avenue West, Toronto, ON (the "Toronto Property") and 2 Robinson Avenue, Ottawa, ON (the "Ottawa Property") have been sold and conveyed to the purchaser(s).
4. **THIS COURT ORDERS** that the Receiver be and is hereby authorized to dispose of the contents of the Toronto Property as described in the Receiver's First Report.
5. **THIS COURT ORDERS** the Receiver be and is hereby authorized to dispose of the following vehicles located at the Ottawa Property:
 - (a) Toyota Camry LE sedan, VIN# JTDBF32K03O133997, no license plate;
 - (b) Mazda MPV LX van, VIN# JM3LW28J520329176, license plate no. AXDP 574.
6. **THIS COURT ORDERS** that the Receiver be and is hereby authorized to relocate the two safes at the Ottawa Property to an offsite location to be opened by the Receiver.

7. **THIS COURT ORDERS** that the fees and disbursements of the Receiver and its legal counsel, all as set out in the First Report and Fee Affidavits, be and are hereby approved.

8. **THIS COURT ORDERS** that service of any future material in connection with this receivership shall be made on Farhangeiran Inc. and The Mobin Foundation by publication in the National Post of a notice of pending hearing substantially in the form attached hereto as Schedule "A" which notice shall be published not less than 5 calendar days prior to the return date of any pending hearing.

9. **THIS COURT ORDERS** that the Orders of Madame Justice Greer made June 26, 2013 and Mr. Justice Hailey made May 22, 2018 respecting service on Farhangeiran Inc. be and are hereby varied accordingly with the balance of the said Orders remaining in place.



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

JUL 24 2018

PER / PAR: RW

SCHEDULE "A"

ONTARIO SUPERIOR COURT OF JUSTICE

TO: FARHANGEIRAN INC. and THE MOBIN FOUNDATION

Take notice that pursuant to the Order of the Honourable Justice Hainey dated May 22, 2018 Albert Gelman Inc. was appointed as equitable receiver and receiver in aid of execution (the "Receiver") over the properties beneficially owned by the Islamic Republic of Iran municipally known as 290 Sheppard Avenue West, Toronto, ON with legal title being held in the name of Farhangeiran Inc. and 2 Robinson Avenue, Ottawa, ON with legal title being held in the name of The Mobin Foundation.

The Receiver has made an application to Court returnable on July 24, 2018 at the court house, 330 University Avenue, 9th Floor, Toronto, Ontario, Canada.

To obtain copies of the material filed you may visit the Receiver's website at: <http://www.albertgelman.com/corporate-solutions/other-engagements/> under the title "Islamic Republic of Iran ats Edward et al." or may contact legal counsel to the Receiver, Mr. Sean N. Zeitz of Lipman Zener Waxman LLP at szeitz@lzwlaw.com or at 416-789-0652 ext. 307.

It has been ordered that service on you of any proceedings in connection with the Receiver's appointment be effected by this notice.

ESTATE OF MARLA BENNET et al.
Plaintiffs

- and -

ISLAMIC REPUBLIC OF IRAN et al.
Defendants

EDWARD TRACY et al.
Applications

-and-

THE IRANIAN MINISTRY OF INFORMATION AND SECURITY et al.
Respondents

Court File No. CV-13-10204-00CL
Court File No. CV-14-10403-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST
Proceeding commenced at
TORONTO

ORDER

LIPMAN, ZENER & WAXMAN LLP
Barristers and Solicitors
1220 Eglinton Avenue West
Toronto, Ontario
M6C 2E3

SEAN N. ZEITZ
LSUC No. 51199P

Tel: 416-789-0652

Fax: 416-789-9015

Email: szeitz@lawlaw.com

Lawyers for the Receiver,
Albert Gelman Inc.

9:30 A.M.

COUNSEL SLIP

1-1

COURT FILE NO CV-13-10204-00CL
CV-14-10403-00CL

DATE JUL 24, 2018

NO ON LIST 2 & 3

TITLE OF PROCEEDING ESTATE OF MARLA BENNETT et al.
v ISLAMIC REPUBLIC OF IRAN et al.

COUNSEL FOR: PHONE & FAX NOS
PLAINTIFF(S)
~~APPLICANT(S)~~ Klainman, Ian
PETITIONER(S) (416) 789-0852
F: (416) 789-9015, Klainman@iwlaw.com

COUNSEL FOR: for the receiver PHONE & FAX NOS
DEFENDANT(S)
RESPONDENT(S)

July 24, 2018
I am satisfied that
the attached order
should issue.

Hainey J.

These shall be
a Sealing Order
on the terms of
para 3 of the Order,

Hainey J.

APPENDIX “C”

and

THE IRANIAN MINISTRY OF INFORMATION AND SECURITY,
THE ISLAMIC REPUBLIC OF IRAN and
THE IRANIAN REVOLUTIONARY GUARD CORP.

Respondents

AMENDED ORDER

THIS MOTION made by **ALBERT GELMAN INC.** ("Receiver"), in its capacity as equitable receiver and receiver in aid of execution of 290 Sheppard Avenue West, Toronto, Ontario (the "Toronto Property") and 2 Robinson Avenue, Ottawa, Ontario, which properties were found by the court to be beneficially owned by the Islamic Republic of Iran, for an order approving the sale transaction (the "Transaction") contemplated by an agreement of purchase and sale dated July 18, 2018 (the "Sale Agreement") between the Receiver and the Purchaser as defined in the Confidential Second Report of the Receiver dated September 12, 2018 (the "Confidential Second Report") and vesting in the Purchaser all right, title and interest in and to the Toronto Property and for, *inter alia*,

- (a) an Order approving the Second Report of the Receiver dated September 12, 2018 and the actions of the Receiver described therein;
- (b) an Order approving the Confidential Second Report pertaining to the sale of Toronto Property accompanied with an Order sealing same until such time as the Receiver files the Receiver's Certificate attached hereto as Schedule "A";
- (c) an Order approving the Confidential Third Report of the Receiver dated September 12, 2018 (the "Confidential Third Report") pertaining to the safes opened by the Receiver accompanied with an Order sealing same;
- (d) an Order authorizing the Receiver to destroy the safes and the contents therein; and
- (f) an Order approving the professional fees and disbursements of the Receiver and its legal counsel;

was heard this day at 330 University Avenue, 9th Floor, Toronto, Ontario.

ON READING the Second Report of the Receiver, the Second Confidential Report of the Receiver and the Third Confidential Report of the Receiver, each dated September 12, 2018, and appendices annexed thereto, and upon reading the fee affidavit of Bryan Gelman dated September 12, 2018 and exhibits attached thereto (the "Receiver's Fee Affidavit") and the fee affidavit of Randy Schliemann sworn September 12, 2018 and the exhibit attached thereto in relation to the fees of legal counsel to the Receiver (the "Legal Counsel Fee Affidavit" and collectively with the Receiver's Fee Affidavit, the "Fee Affidavits") and on hearing the submissions of counsel for the Receiver and such other parties as are present,

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record be and are hereby abridged and validated such that this motion is properly returnable this day and hereby dispenses with further service thereof.

2. **THIS COURT ORDERS AND DECLARES** that the Transaction is hereby approved and the execution of the Sale Agreement by the Receiver is hereby authorized and approved, with such minor amendments as the Receiver may deem necessary. The Receiver is hereby authorized and directed to take such additional steps and execute such additional documents as may be necessary or desirable for the completion of the Transaction and for the conveyance of the Toronto Property to the Purchaser.

3. **THIS COURT ORDERS AND DECLARES** that upon the delivery of a Receiver's certificate to the Purchaser substantially in the form attached as Schedule "A" hereto (the "Receiver's Certificate"), all right, title and interest in and to the Toronto Property shall vest absolutely in the Purchaser, free and clear of and from any and all security interests (whether contractual, statutory, or otherwise), hypothecs, mortgages, trusts or deemed trusts (whether contractual, statutory, or otherwise), liens, executions, levies, charges, or other financial or monetary claims, whether or not they have attached or been perfected, registered or filed and whether secured, unsecured or otherwise (collectively, the "Claims") including, without limiting the generality of the foregoing: (i) any encumbrances or charges, (ii) all charges, security interests or claims evidenced by registrations pursuant to the *Personal Property Security Act* (Ontario) or any other personal property registry system; and (iii) those Claims listed on Schedule C hereto (all of which are collectively referred to as the "Encumbrances", which term shall not include the permitted encumbrances, easements and restrictive covenants listed on

Schedule D) and, for greater certainty, this Court orders that all of the Encumbrances affecting or relating to the Toronto Property are hereby expunged and discharged.

4. **THIS COURT ORDERS** that upon the registration in the Land Registry Office for the Registry Division of Toronto, LRO #66, of a Transfer/Deed of Land in the form prescribed by the *Land Registration Reform Act* duly executed by the Receiver, the Land Registrar is hereby directed to enter the Purchaser as the owner of the Toronto Property in fee simple, and is hereby directed to delete and expunge from title to the Toronto Property all of the Claims listed in Schedule "C" hereto.

5. **THIS COURT ORDERS AND DIRECTS** the Receiver to file with the Court a copy of the Receiver's Certificate, forthwith after delivery thereof.

6. **THIS COURT ORDERS** that, notwithstanding:

- (a) the pendency of these proceedings;
- (b) any applications for a bankruptcy order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act* (Canada) in respect of the Defendants and Farhangeiran Inc. and any bankruptcy order issued pursuant to any such applications; and
- (c) any assignment in bankruptcy made in respect of the Defendants and Farhangeiran Inc.;

the vesting of the Toronto Property in the Purchaser pursuant to this Order shall be binding on any trustee in bankruptcy that may be appointed in respect of the Defendants and Farhangeiran Inc. and shall not be void or voidable by creditors of the Defendants and Farhangeiran Inc., nor shall it constitute nor be deemed to be a fraudulent preference, assignment, fraudulent conveyance, transfer at undervalue, or other reviewable transaction under the *Bankruptcy and Insolvency Act* (Canada) or any other applicable federal or provincial legislation, nor shall it constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation.

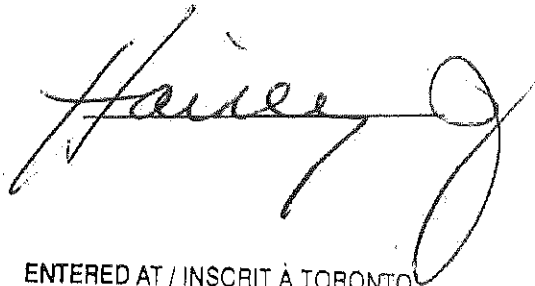
7. **THIS COURT ORDERS** that the activities and actions of the Receiver, including the Interim Statement of Receipts and Disbursements as at September 6, 2018 as set out in its Second Report, be and are hereby approved.

8. **THIS COURT ORDERS** that the Receiver's Second Confidential Report and Third Confidential Report each dated September 12, 2018 be and are hereby approved and that the Second Confidential Report shall be sealed until such time as the Receiver files the Receiver's Certificate in the form attached hereto as Schedule "A" and the Third Confidential Report shall be sealed pending further order of the court.

9. **THIS COURT ORDERS** that the Receiver's request for authorization to destroy the safes and their contents as described in the Receiver's First Report and Second Report is adjourned to October 31, 2018 at 9:30 AM.

10. **THIS COURT ORDERS** that the fees and disbursements of the Receiver and its legal counsel, all as set out in the Second Report and Fee Affidavits, be and are hereby approved.

11. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Receiver and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Receiver, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Receiver and its agents in carrying out the terms of this Order.



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

SEP 21 2018

PER / PAR: 

Schedule A – Form of Receiver’s Certificate

Court File No. CV-13-10204-00CL

Court File No. CV-14-10403-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

IN THE MATTER OF AN APPLICATION PURSUANT TO THE
RECIPROCAL ENFORCEMENT OF JUDGMENTS ACT, R.S.O. 1990, c.
R.5

AND IN THE MATTER OF AN AMENDED ORDER OF THE SUPREME
COURT OF NOVA SCOTIA ISSUED MARCH 22, 2013

BETWEEN:

ESTATE OF MARLA BENNETT, MICHAEL BENNETT,
LINDA BENNETT and LISA BENNETT

Plaintiffs

and

ISLAMIC REPUBLIC OF IRAN and
IRANIAN MINISTRY OF INFORMATION AND SECURITY

Defendants

and

THE ATTORNEY GENERAL FOR CANADA

Intervener

AND BETWEEN:

EDWARD TRACY, by his Litigation Guardian Charles Murphy, ELIZABETH
CICCIPIO-PULEO, estate of HELEN FAZIO, estate of DOMENIC CICIPPIO,
DAVID B. CICIPPIO, ERIC R. CICIPPIO, RICHARD DENNIS CICIPPIO,
THOMAS J. CICIPPIO, estate of PAUL V. CICIPPIO, ALLEN JOHN
CICIPPIO, estate of ROSE ABELL, ANTHONY CICIPPIO, estate of
ALEXANDER CICIPPIO, NICHOLAS B. CICIPPIO and estate of JOSEPH J.
CICIPPIO JR.

Applicants

and

THE IRANIAN MINISTRY OF INFORMATION AND SECURITY,
THE ISLAMIC REPUBLIC OF IRAN and
THE IRANIAN REVOLUTIONARY GUARD CORP.

Respondents

RECEIVER'S CERTIFICATE

RECITALS

A. Pursuant to an Order of the Honourable Mr. Justice Hainey of the Ontario Superior Court of Justice (the "Court") dated May 22, 2018, Albert Gelman Inc. was appointed receiver and receiver in aid of execution of 290 Sheppard Avenue West, Toronto, Ontario (the "Toronto Property") and 2 Robinson Avenue, Ottawa, Ontario, which properties were found by the court to be beneficially owned by the Islamic Republic of Iran (the "Debtor").

B. Pursuant to an Order of the Court dated _____, 2018, the Court approved the agreement of purchase and sale made as of July 18, 2018 (the "Sale Agreement") between the Receiver and _____ (the "Purchaser") and provided for the vesting in the Purchaser of all right, title and interest in and to the Toronto Property, which vesting is to be effective with respect to the said property upon the delivery by the Receiver to the Purchaser of a certificate confirming (i) the payment by the Purchaser of the purchase price for the Toronto Property and (ii) the Transaction has been completed to the satisfaction of the Receiver.

C. Unless otherwise indicated herein, terms with initial capitals have the meanings set out in the Sale Agreement.

THE RECEIVER CERTIFIES the following:

1. The Purchaser has paid and the Receiver has received the purchase price for the Toronto Property pursuant to the Sale Agreement; and
2. The Transaction has been completed to the satisfaction of the Receiver.
3. This Certificate was delivered by the Receiver at _____ [TIME] on _____ [DATE].

**Albert Gelman Inc. in its capacity as Receiver
in aid of execution and not in its personal
capacity**

Per: _____

Name:

Title:

Schedule B – Purchased Asset

i. 290 Sheppard Avenue West, Toronto, Ontario

PT LT 3 PL 2069 TWP OF YORK AS IN TB862589; TORONTO (N YORK),
CITY OF TORONTO, PIN NO. 10146-0396

**Schedule C – Claims to be deleted and expunged from title to
290 Sheppard Avenue West, Toronto, Ontario**

- i. AT3165148 2012/10/31 RESTRICTIONS ORDER
- ii. AT3167638 2012/11/02 RESTRICTIONS ORDER

**Schedule D – Permitted Encumbrances, Easements and Restrictive Covenants
related to the Real Property**

(unaffected by the Vesting Order)

N/A

ESTATE OF MARLA BENNET et al.
Plaintiffs

- and -

ISLAMIC REPUBLIC OF IRAN et al.
Defendants

EDWARD TRACY et al.
Applications

THE IRANIAN MINISTRY OF INFORMATION AND SECURITY et al.
Respondents

Court File No. CV-13-10204-00CL
Court File No. CV-14-10403-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST
Proceeding commenced at
TORONTO

AMENDED ORDER

LIPMAN, ZENER & WAXMAN LLP
Barristers and Solicitors
1220 Eglinton Avenue West
Toronto, Ontario
M6C 2E3

SEAN N. ZEITZ
LSUC No. 51199P

Tel: 416-789-0652
Fax: 416-789-9015
Email: szeitz@lawlaw.com

Lawyers for the Receiver,
Albert Gelman Inc.

APPENDIX “D”

2 Robinson Avenue, Ottawa, ON

Sales Process

18-24 Weeks in Total			
2-4 Weeks	Up to 6 Weeks	Round 1 & Round 2 2 Weeks	8-12 WEEKS
Underwriting & Pre-Marketing	Marketing	Bid Analysis & Negotiations	Transaction Management/Closing
<ul style="list-style-type: none"> • Kick-Off Meeting: <ul style="list-style-type: none"> • Week of Oct 29th • Finalize due diligence items (photos, surveys, physical, leases, financial and legal detail). • Review environmental studies. • Draft complete Flyer, Confidential Information Memorandum (CIM), and Marketing Presentations. • Setup online due diligence data room with Stage 1 due diligence materials. • Draft Vendor's form Purchase and Sale Agreement (PSA). • Initial discussions with high priority buyer groups, local, national and international. • Measure market to determine final sale process: fixed bid date v. open process 	<ul style="list-style-type: none"> • Prepare communications campaign. • Launch marketing teaser to local and national buyer groups as well as cross-border Capital Markets Team • Deliver CIM's to interested parties. • Issue data room access for Stage 1 due diligence distribution materials. • Four week marketing campaign with no asking price. • 100% senior team focus on all active buyers. • Face-to-face meetings. • verbal reporting; weekly written reporting on status of offering. 	<ul style="list-style-type: none"> • Solicit bid submissions in the form of a Letter of Intent (LOI) on bid deadline date at the conclusion of the marketing campaign. • Review offers and leverage highest and best bids. • Select second round bidders to provide (1) Vendor's form of PSA and (2) supplementary Stage 2 due diligence information (if applicable). • Complete negotiation of PSA while still in process of maintaining bid tension. 	<ul style="list-style-type: none"> • Be fully involved with the selected purchaser's due diligence including debt discussion/negotiation throughout conditional period. • Ensure that all questions and deliveries are promptly addressed. • Be included in Peer Review, of Environmental Site Assessment, stay ahead of the curve. • Maintain presence and interest from competitive bidders and ensure pressure remains on the winning proponent.

APPENDIX “E”

Bryan Gelman

From: Daniel McConville <DMcConville@swlawyers.ca>
Sent: Friday, September 28, 2018 12:21 PM
To: Bryan Gelman; Sean Zeitz
Subject: RE: Iran ats Tracy

Hi Sean/Bryan –

I confirm that (assuming no other party takes a position regarding the documents from the safe), Iran does not oppose the destruction of the documents. If anyone else does come forward to make any requests relating to the documents please let us know.

Regards-

Dan



[Daniel McConville](#) | [Offices](#)

647.847.3813

This email message is intended for the person(s) to whom it is addressed and may contain information which is SOLICITOR-CLIENT PRIVILEGED or CONFIDENTIAL. Any unauthorized use, distribution, copying or disclosure by any person other than the addressee(s) is strictly prohibited. If you have received this email in error, please notify the sender immediately by return email and delete the message and any attachments from your system.

From: Bryan Gelman [mailto:bgelman@albertgelman.com]
Sent: Tuesday, September 25, 2018 10:22 AM
To: Daniel McConville
Cc: Suzette Warner; Sean Zeitz; Dorothy Chrapek
Subject: Iran ats Tracy

Daniel, further to the Order of Justice Hainey, my colleague Suzette Warner will send you the following:

1. Documents found in the safes (in Arabic) - Password protected
2. Document translating the documents from Arabic to English - Password protected
3. By separate email, the password to the documents.

Suzette please cc all on this email list with the documents.

Thank you,

Bryan A. Gelman, *CIRP, LIT*
Managing Director

This message and any attachments are solely for the intended recipient and may contain confidential or privileged information. If you are not the intended recipient, any disclosure, copying, use, or distribution of the information included in this message and any attachments is prohibited. If you have received this communication in error, please notify us by reply e-mail and immediately and permanently delete this message and any attachments. Thank you.

APPENDIX “F”

LOOKAHEAD

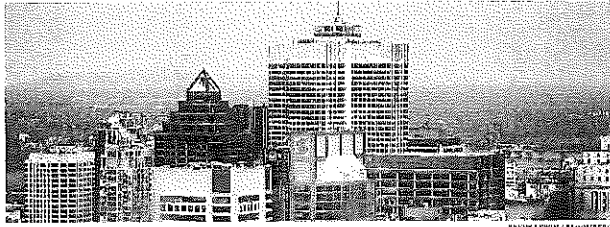
WHAT TO WATCH FOR IN CANADIAN BUSINESS THIS WEEK

• Licensed medical marijuana producer Aphria Inc. is scheduled to announce its first-quarter results on Friday. The Leasington, Ont.-based company recently sold its U.S. holdings and said it will re-enter the American market and become a significant player in the U.S. cannabis industry when its federal laws are changed.

• Statistics Canada releases building permits data for August on Wednesday. Figures for July showed that Canadian municipalities issued \$4.2 billion worth of building permits, down 0.1 per cent from June.

• Barrick Gold Corp. releases preliminary production and sales information for the third quarter on Wednesday. Barrick announced Sept. 24 that it had agreed to take over Randgold Resources in an all-share deal worth about \$7.9 billion.

• Canada Mortgage and Housing Corp. releases preliminary housing start data for September on Thursday. • Minister of Innovation, Science and Economic Development Nordov Bains will participate in a chat hosted by the Economic Club of Canada in Toronto on Tuesday. *The Canadian Press.*



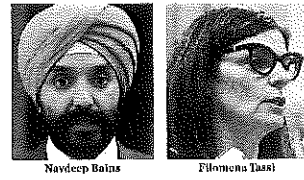
Scotiabank has decided to stop using a not-for-profit external ombudsman and instead start using a for-profit one.

CONSUMERS GROUP PUSHES FOR ACTION

CONSUMERS
Continued from FP1

The FCAC, however, said in its report that it did not find "widespread mis-selling" of products or services.

The federal government has promised to toughen up the FCAC, but no FCAC-related legislation was part of the Liberal government's budget bill earlier this year, and with the next federal election



Navdeep Bains and Filomena Tsai

scheduled for Oct. 2015, the window to do so is closing.

A spokesperson from the Department of Finance Canada said in an email that consumer protection had been identified as a priority in the 2015 budget. The proposal around legislation for the FCAC, the ministry said, would "strengthen" the agency's tools and mandate "and continue to advance consumers' rights and interests when dealing with banks."

"The Government has undertaken targeted consultations with stakeholders, including provinces and territories," the spokesperson wrote. "The Government takes the protection of financial consumers very seriously and intends to ensure that all Canadians benefit from strong consumer protection standards."

On the telecom front, the Trudeau government has ordered a public inquiry be

held to probe allegations of aggressive sales tactics. The Canadian Radio-television and Telecommunications Commission is to start public hearings this month, with a report expected by February.

In the meantime, Canada's Competition Bureau recently filed a submission in connection with the inquiry that stated the agency "regularly deals with allegations of false, misleading or deceptive marketing practices in the telecommunications industry."

Asked by the Financial Post if there were going to be any consumer protection measures introduced in the near future, Bains said "there's no specific date that I can share at this moment."

"We'll definitely look at the recommendations of the CRTCC and act accordingly," he added in an interview.

Other recent developments have prompted consumer advocates to push Ottawa to take action, such as the recent decision by Bank of Nova Scotia to stop using a not-for-profit external ombudsman and instead start using a for-profit one. The move will leave the not-for-profit, the Ombudsman for Banking Services and Investments, with just two of Canada's Big Five banks remaining under its watch for banking-related complaints.

'No one wants to be in a black hole'

LINKEDIN
Continued from FP1

"Writing and sharing thoughts on their areas of expertise can build a company's profile in a very authentic way. Applicants care about what managers are like and what they think. Your people should be visible and be heard."

Second is clear job descriptions that showcase the company mission and the expectations within that role.

The best companies are also those that follow up with every person that applies, Roth notes. "In a tight labour market, companies need to be responsive. No one wants to feel they've dropped into a black hole."

Sandra Ugrin, director of people experience at Colinsquare, the No. 2 company on the LinkedIn list, after Wealthsimple, says as the company has grown, there has been no shortage of great candidates to choose from. She attributes that to really strong engagement online and a staff that enjoys sharing, reporting and retweeting what goes on within the company.

A company like Colinsquare, a digital currency trading platform, can offer exceptional career opportunities, Ugrin believes. "People can help to grow the business and their career at the same time. We think about a job as an opportunity where you are paid to learn, and can come to work every day knowing you are doing something meaningful."

Ample Organics, which ranked seventh, is a developer of compliance reporting software for the cannabis industry. CEO John Prentice observes there are a lot of people today looking at cannabis as the next great career opportunity. Most are around retail or production.

"However, not everyone is interested in the industry wants to touch the plant. A

lot of software developers want to be part of it as well."

He says Ample's job postings elicit a large number of responses. A recent posting for an executive assistant position for example, received more than 260 applications.

The quality of applicants for senior roles is equally impressive. "We've had people from IBM and Shopify, as well as investment bankers and health care company executives," Prentice reports. Having just crossed the 100-employee mark, Ample is aiming to increase staff to 150 toward the end of the year. As part of its hiring efforts, it also engages in a lot of outreach within the tech community through different startup organizations, and encourages employees to post reviews on Glassdoor.

(JOBSEKERS) WANT TO FEEL INVESTED IN A COMPANY.

As Roth notes, some might think that companies offering such perks as ice cream or ping pong are drawing cards.

"When we ask professionals, that's not what they value. They want to feel invested in a company that has some kind of purpose. The rest is just window dressing."

Many candidates see rapidly growing startups as a means to acquire additional skills and experience, he adds. "People are leaving Wall Street to work with companies like Wealthsimple or Colinsquare because they want to take on new challenges. They want to work for companies with some kind of purpose. It's a highly attractive proposition for them."

Financial Post



ARCON

Arcon's Board of Directors is pleased to announce the appointment of Jean-Louis Saravack to the position of President and Chief Executive Officer, Arcon Group Inc.

With over 30 years of experience in the construction industry, Mr. Saravack is an seasoned global leader with extensive expertise in large scale, complex projects. He has held senior roles with a variety of international construction firms including Sellen Properties and Stages-Sabon, a subsidiary of Vinci, where he served as Regional Manager for East Africa before becoming International Development and Special Projects Manager, Arcon Construction. Mr. Saravack served as Operational Manager for the Mediterranean and Middle East regions, followed by Deputy CEO of the Major Projects Division. He joined Arcon after serving as President and CEO of Ellaga Civil Works (Whitby), now known as Ellaga Infrastructure Services, since 2011.

Mr. Saravack is an engineering graduate of Ecole des Mines de Paris, with an MBA from INSEAD, and is fluent in English, French and Spanish.

Mr. John M. Beck assumes the position title as Executive Chair of the Board.

Arcon Group Inc. (TSX: ARN) is a Canadian leader and provider of choice in construction and infrastructure development. Arcon provides integrated turnkey services to private and public sector clients in the infrastructure and industrial sectors and provides project management, financing and development services through its Concessions segment.

arcon.com
in

LEGAL

For advertising information call (416) 947-2444 or 1-800-461-7777. Fax (416) 947-2442.

ONTARIO SUPERIOR COURT OF JUSTICE

TO: BARRISTER/SOLICITOR, and THE MOBILE FOUNDATION

Take notice that pursuant to the order of the Honorable Justice Helyar dated May 29, 2014, Arcon Construction Inc. was appointed as receiver and liquidator in and of the assets (the "Assets") over the properties beneficially owned by the Mobile Foundation of 1000 Dundas Street West, 22nd Floor, Toronto, Ontario, Canada, and all other assets, rights and interests in the Assets of the Mobile Foundation.

The Receiver has made an application to Court interdicted on October 21, 2014 at 9:30am at 330 University Avenue, Toronto, Ontario, Canada. A court order is being filed on the 24th day.

To obtain copies of the material filed you may visit the Record Office at the Honourable Justice Helyar's Courtroom at the Borealis, 115, Borealis, 115, 2902 of Leggett Street, Toronto, Ontario, Canada, or call 416-763-0052 ext. 307.

If you have received this notice in error, please contact the Receiver at the above address or by email at arcon@arcon.com.

Arcon Construction Inc.,
100 Dundas Street West, 22nd Floor,
Toronto, ON M5G 1K2
www.arcon.com

LEGAL

For advertising information call (416) 947-2444 or 1-800-461-7777. Fax (416) 947-2442.

IN THE MATTER OF THE BANKRUPTCY OF BERUHI GOURMET INC.

A COMPANY DULY INCORPORATED PURSUANT TO THE LAWS OF THE PROVINCE OF ONTARIO

WITH A HEAD OFFICE IN THE CITY OF TORONTO PROVINCE OF ONTARIO

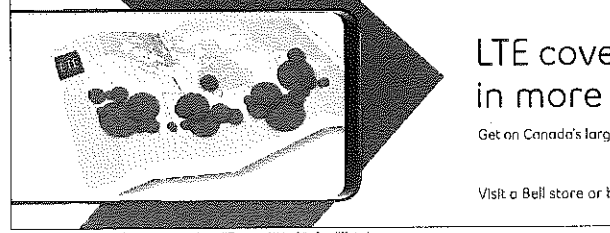
Notice is hereby given that BERUHI GOURMET INC. located at 180 Consumers Road, Unit 101, Toronto, Ontario, has an assignment in bankruptcy on the 31st day of October, 2014 and that Schwartz Leiby Fisman Inc. was appointed as Trustee, and a meeting of Creditors will be held on the 27th day of October, 2014, at 11:00 o'clock in the forenoon, at:

Schwartz Leiby Fisman Inc.
320 College Street, Suite 1000
Toronto, Ontario
(416) 763-5333
(416) 84-2253 fax

SLF



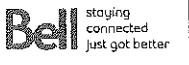
Ample Organics' chief executive officer, John Prentice, says the quality of job applicants has been high.



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APPENDIX “G”

**In the matter of the Receivership of the Properties municipally known as
290 Sheppard Ave. West, Toronto and 2 Robinson Avenue, Ottawa
Receiver's Interim Statement of Receipts and Disbursements
As at October 18, 2018**

Receipts	
Sale proceeds - Toronto Property	\$ 1,850,000.00
Funding received - Borrowing Certificate No. 1 and 2	150,000.00
Interest earned	27.52
	<u>2,000,027.52</u>
Disbursements	
Receiver's Fees to October 18, 2018	126,681.00
Legal Fees of Lipman Zener Waxman LLP to September 12, 2018	42,130.76
Realtor commission - Toronto Property	74,000.00
City of Toronto - realty tax arrears (net of adjustments on closing of sale)	66,076.27
Environmental Consulting (Phase I and II)	31,955.00
Boarding of windows, property management and maintenance - Ottawa Property	15,225.00
Roof repairs, property management and maintenance - Toronto Property	15,661.00
Notices in National Post	834.30
HST paid on disbursements	41,929.64
Survey - Ottawa Property	6,000.00
Insurance	6,631.20
Utilities (including deposits)	4,807.44
Appraisal fee - Toronto Property	3,200.00
Travel & Parking	2,638.54
Vehicle disposal fees	898.00
Other misc., including license fees	505.00
Security personnel	240.00
Photocopies, postage and courier	257.93
Search fees	54.00
Fee to open safes	151.62
	<u>439,876.70</u>
Cash in bank, in trust	\$ <u>1,560,150.82</u>
Less: Accrued disbursements	
Legal Fees to October 19, 2018	17,807.51
HST on disbursements	5,089.18
Building assessment report and other disbursements	5,000.00
Notice in National Post	1,000.00
Appraisal Report for Ottawa	5,500.00
Stantec Consulting - Highest and Best Use Report (estimate)	8,000.00
Other property management	2,000.00
	<u>44,396.69</u>
Receipts net of disbursements (including accrued disbursements)	\$ <u>1,515,754.13</u>
Holdback by Receiver	<u>(170,754.13)</u>
Proposed distribution	\$ <u>1,345,000.00</u>

APPENDIX “H”



EXECUTION CERTIFICATE / CERTIFICAT D'EXÉCUTION FORCÉE

SHERIFF OF / SHÉRIF DE : CITY OF TORONTO (TORONTO)

CERTIFICATE # / 35281111-9945632B

N° DE CERTIFICAT :

DATE OF CERTIFICATE / 2018-OCT-18

DATE DU CERTIFICAT :

SHERIFF'S STATEMENT

THIS CERTIFIES THAT LISTED BELOW ARE ALL WRITS OF EXECUTION, ORDERS AND CERTIFICATES OF LIEN FILED AND ENTERED INTO THE ELECTRONIC DATABASE MAINTAINED BY THIS OFFICE IN ACCORDANCE WITH SECTION 10 OF THE EXECUTION ACT AT THE TIME OF SEARCHING AGAINST THE REAL AND PERSONAL PROPERTY OF:

DÉCLARATION DU SHÉRIF

LE PRÉSENT CERTIFICAT ATTESTE QUE TOUTES LES ORDONNANCES ET TOUS LES BREFS D'EXÉCUTION FORCÉE ET CERTIFICATS DE PRIVILÈGE ÉNUMÉRÉS CI-DESSOUS ONT ÉTÉ DÉPOSÉS ET INSCRITS DANS LA BASE DE DONNÉES ÉLECTRONIQUE MAINTENUE PAR CE BUREAU AUX TERMES DE L'ARTICLE 10 DE LA LOI SUR L'EXÉCUTION FORCÉE AU MOMENT DE LA RECHERCHE VISANT LES BIENS MEUBLES ET IMMEUBLES DE :

NAME SEARCHED / NOM RECHERCHÉ

PERSON OR COMPANY / PERSONNE OU SOCIÉTÉ	NAME OR SURNAME, GIVEN NAME(S) / NOM OU NOM DE FAMILLE, PRÉNOM(S)
COMPANY / SOCIÉTÉ	THE ISLAMIC REPUBLIC OF IRAN

SEARCH RESULTS / RÉSULTATS DE LA RECHERCHE

EXECUTION # / N° D'EXÉCUTION FORCÉE	DEBTOR NAME(S) / NOM(S) DU(DES) DÉBITEUR(S)
14-0002292*	THE ISLAMIC REPUBLIC OF IRAN
14-0006308*	THE ISLAMIC REPUBLIC OF IRAN
14-0006319*	THE ISLAMIC REPUBLIC OF IRAN

CAUTION TO PARTY REQUESTING SEARCH:

1. IT IS THE RESPONSIBILITY OF THE REQUESTING PARTY TO ENSURE THAT THE NAME SEARCHED IS CORRECT.
2. WRITS, ORDERS OR CERTIFICATES OF LIEN MAY BE REMOVED FROM THE SHERIFF'S INDEX ANYTIME AFTER THIS SEARCH AND THEREFORE MAY NOT APPEAR ON A SUBSEQUENT SEARCH FOR THE SAME NAME ON THIS DATE OR IN FUTURE.
3. WRITS FILED WITH THE SHERIFF DO NOT BECOME EFFECTIVE WITHIN THE WRITS SYSTEM UNTIL THE FOLLOWING BUSINESS DAY.

AVERTISSEMENT À LA PARTIE QUI DEMANDE LA RECHERCHE :

1. IL INCOMBE À LA PARTIE QUI DEMANDE LA RECHERCHE DE S'ASSURER QUE LE NOM RECHERCHÉ EST EXACT.

2. LES BREFS D'EXÉCUTION FORCÉE, LES ORDONNANCES OU LES CERTIFICATS DE PRIVILÈGE PEUVENT ÊTRE RETIRÉS DU RÉPERTOIRE DU SHÉRIF EN TOUT TEMPS APRÈS CETTE RECHERCHE ET, PAR CONSÉQUENT, ILS PEUVENT NE PAS APPARAÎTRE LORS D'UNE RECHERCHE SUBSÉQUENTE VISANT LE MÊME NOM À CETTE DATE OU À L'AVENIR.
3. LES BREFS D'EXÉCUTION FORCÉE DÉPOSÉS AUPRÈS DU SHÉRIF NE PRENNENT EFFET DANS LE SYSTÈME DE BREFS QUE LE PROCHAIN JOUR OUVRABLE

CHARGE FOR THIS CERTIFICATE CDN 11.65
/ FRAIS POUR CE CERTIFICAT :

(*) WRIT REGISTERED AT LAND TITLES / BREF ENREGISTRÉ AU BUREAU D'ENREGISTREMENT DES DROITS IMMOBILIERS

APPENDIX “I”



EXECUTION CERTIFICATE / CERTIFICAT D'EXÉCUTION FORCÉE

SHERIFF OF / SHÉRIF DE : CITY OF TORONTO (TORONTO)

CERTIFICATE # /
N° DE CERTIFICAT : 33639190-7097671B

DATE OF CERTIFICATE /
DATE DU CERTIFICAT : 2018-MAR-23

SHERIFF'S STATEMENT

THIS CERTIFIES THAT LISTED BELOW ARE ALL WRITS OF EXECUTION, ORDERS AND CERTIFICATES OF LIEN FILED AND ENTERED INTO THE ELECTRONIC DATABASE MAINTAINED BY THIS OFFICE IN ACCORDANCE WITH SECTION 10 OF THE EXECUTION ACT AT THE TIME OF SEARCHING AGAINST THE REAL AND PERSONAL PROPERTY OF:

DÉCLARATION DU SHÉRIF

LE PRÉSENT CERTIFICAT ATTESTE QUE TOUTES LES ORDONNANCES ET TOUS LES BREFS D'EXÉCUTION FORCÉE ET CERTIFICATS DE PRIVILÈGE ÉNUMÉRÉS CI-DESSOUS ONT ÉTÉ DÉPOSÉS ET INSCRITS DANS LA BASE DE DONNÉES ÉLECTRONIQUE MAINTENUE PAR CE BUREAU AUX TERMES DE L'ARTICLE 10 DE LA LOI SUR L'EXÉCUTION FORCÉE AU MOMENT DE LA RECHERCHE VISANT LES BIENS MEUBLES ET IMMEUBLES DE :

NAME SEARCHED / NOM RECHERCHÉ

PERSON OR COMPANY / PERSONNE OU SOCIÉTÉ	NAME OR SURNAME, GIVEN NAME(S) / NOM OU NOM DE FAMILLE, PRÉNOM(S)
COMPANY / SOCIÉTÉ	THE ISLAMIC REPUBLIC OF IRAN

SEARCH RESULTS / RÉSULTATS DE LA RECHERCHE

EXECUTION # / N° D'EXÉCUTION FORCÉE	DEBTOR NAME(S) / NOM(S) DU(DES) DÉBITEUR(S)
14-0002292*	THE ISLAMIC REPUBLIC OF IRAN
14-0006308*	THE ISLAMIC REPUBLIC OF IRAN
14-0006319*	THE ISLAMIC REPUBLIC OF IRAN

CAUTION TO PARTY REQUESTING SEARCH:

1. IT IS THE RESPONSIBILITY OF THE REQUESTING PARTY TO ENSURE THAT THE NAME SEARCHED IS CORRECT.
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3. WRITS FILED WITH THE SHERIFF DO NOT BECOME EFFECTIVE WITHIN THE WRITS SYSTEM UNTIL THE FOLLOWING BUSINESS DAY.

AVERTISSEMENT À LA PARTIE QUI DEMANDE LA RECHERCHE :

1. IL INCOMBE À LA PARTIE QUI DEMANDE LA RECHERCHE DE S'ASSURER QUE LE NOM RECHERCHÉ EST EXACT.

2. LES BREFS D'EXÉCUTION FORCÉE, LES ORDONNANCES OU LES CERTIFICATS DE PRIVILÈGE PEUVENT ÊTRE RETIRÉS DU RÉPERTOIRE DU SHÉRIF EN TOUT TEMPS APRÈS CETTE RECHERCHE ET, PAR CONSÉQUENT, ILS PEUVENT NE PAS APPARAÎTRE LORS D'UNE RECHERCHE SUBSÉQUENTE VISANT LE MÊME NOM À CETTE DATE OU À L'AVENIR.
3. LES BREFS D'EXÉCUTION FORCÉE DÉPOSÉS AUPRÈS DU SHÉRIF NE PRENNENT EFFET DANS LE SYSTÈME DE BREFS QUE LE PROCHAIN JOUR OUVRABLE

CHARGE FOR THIS CERTIFICATE CDN 11.65
/ FRAIS POUR CE CERTIFICAT :

(*) WRIT REGISTERED AT LAND TITLES / BREF ENREGISTRÉ AU BUREAU D'ENREGISTREMENT DES DROITS IMMOBILIERS

APPENDIX “J”



WRIT DETAILS REPORT / RAPPORT DES DÉTAILS DU BREF

SHERIFF OF / SHÉRIF DE : CITY OF TORONTO (TORONTO)

CERTIFICATE # /
N° DE CERTIFICAT : 33639230-3881930B

DATE OF CERTIFICATE /
DATE DU CERTIFICAT : 2018-MAR-23

SHERIFF'S STATEMENT

IT IS HEREBY CERTIFIED THAT THE INFORMATION CONTAINED BELOW IS A TRUE REPRESENTATION OF INFORMATION WITHIN THE ELECTRONIC DATABASE MAINTAINED BY THIS OFFICE IN ACCORDANCE WITH SECTION 10 OF THE EXECUTION ACT, AT THE TIME OF THE REPORT REQUEST.

DÉCLARATION DU SHÉRIF

IL EST CERTIFIÉ, PAR LA PRÉSENTE, QUE LES RENSEIGNEMENTS CI-APRÈS REPRODUISENT EXACTEMENT L'INFORMATION CONTENUE DANS LA BASE DE DONNÉES ÉLECTRONIQUE MAINTENUE PAR CE BUREAU AUX TERMES DE L'ARTICLE 10 DE LA LOI SUR L'EXÉCUTION FORCÉE AU MOMENT DE LA DEMANDE DE RAPPORT.

FILE DETAILS / DÉTAILS DU DOSSIER

EXECUTION # / N° D'EXÉCUTION FORCÉE : 14-0006319
ISSUE DATE / DATE DE DÉLIVRANCE : 2014-OCT-17
EFFECTIVE DATE / DATE DE PRISE D'EFFET : 2014-OCT-21
COURT FILE OR REFERENCE # / N° DE DOSSIER DU TRIBUNAL OU DE RÉFÉRENCE : CV14-497414
COURT TYPE / TYPE DE TRIBUNAL : SCJ - CIVIL
JURISDICTION / TERRITOIRE DE COMPÉTENCE : TORONTO

DEBTOR SEARCH NAME(S) / NOM(S) DU(DES) DÉBITEUR(S) RECHERCHÉ(S)

#	DEBTOR TYPE / TYPE DE DÉBITEUR	DEBTOR NAME(S) / NOM(S) DU(DES) DÉBITEUR(S)
1.	COMPANY / SOCIÉTÉ	THE ISLAMIC REPUBLIC OF IRAN
2.	COMPANY / SOCIÉTÉ	THE IRANIAN MINISTRY OF INFORMATION AND SECURITY
3.	COMPANY / SOCIÉTÉ	THE IRANIAN REVOLUTIONARY GUARD CORPS.

PARTY DETAILS / COORDONNÉES DES PARTIES

DEFENDANT / DÉFENDEUR

1.	NAME / NOM	THE ISLAMIC REPUBLIC OF IRAN
2.	NAME / NOM	THE IRANIAN MINISTRY OF INFORMATION AND SECURITY
3.	NAME / NOM	THE IRANIAN REVOLUTIONARY GUARD CORPS.

CREDITOR / CRÉANCIER

C/O LAWYER/AGENT / A/S PROCUREUR/AGENT

1.	PERSON / PERSONNE	HOLLAND, CHAD PHILLIP
----	-------------------	-----------------------

ADDRESS / ADRESSE :	C/O THE AMERICAN CENTRE FOR CIVIL JUSTICE INC. 280 MADISON AVE., STE. 912, NEW YORK, NY, USA, 10016
----------------------------	---

LAWYER/AGENT / PROCUREUR/AGENT **SAME AS FIRST CREDITOR / MÊME QUE LE PREMIER CRÉANCIER**

NAME / NOM	LASKIN, JOHN B.
FIRM NAME / NOM DE L'ENTREPRISE	TORYS LLP
ADDRESS / ADRESSE	79 WELLINGTON ST. W. STE. 3000 BOX 270, TD CENTRE TORONTO, ON M5K 1N2 SARAH WHITMORE 416-865-7317 416-865-7380 FAX

JUDGMENT/COST DETAILS (FROM ORIGINAL WRIT) / DÉTAILS DU JUGEMENT/DÉPENS (DU BREF ORIGINAL)

#	JUDGMENT OR COSTS / JUGEMENT OU DÉPENS	AMOUNT / MONTANT	INTEREST RATE / TAUX D'INTÉRÊT	START DATE / DATE DE DÉBUT
1.	JUDGMENT / JUGEMENT	CDN 0.00	0.0000%	
	COSTS / DÉPENS	CDN 6,300.00	0.0000%	
	AGAINST DEBTORS / CONTRE LES DÉBITEURS	ALL DEBTORS / TOUS LES DÉBITEURS		

FINANCIAL TRANSACTIONS / OPÉRATIONS FINANCIÈRES

#	FEE OR PAYMENT / FRAIS OU PAIEMENT	TRANSACTION DATE / DATE D'OPÉRATION	AMOUNT / MONTANT	REFERENCE OR NOTES / RÉFÉRENCE OU NOTES
1.	FEE / FRAIS	2014-OCT-17	CDN 50.00	LAWYER'S FEE FOR ISSUANCE
2.	FEE / FRAIS	2014-OCT-17	CDN 55.00	ISSUANCE FEE
3.	FEE / FRAIS	2014-OCT-20	CDN 100.00	FILING FEE

COMMENTS / REMARQUES

2014-10-20 - AND TO REALIZE FROM THE SEIZURE AND SALE THE FOLLOWING SUMS;

A SUM IN CANADIAN DOLLARS SUFFICIENT TO PURCHASED
USD\$18,165.530.16 TOGETHER WITH INTEREST ON THE
SUM COMMENCING OCT. 3.14 AT THE RATE OF 4.60%
COMPOUNDED ANNUALLY;

CAUTION:

ENSURE THAT THE NAME AND EXECUTION# (NUMBER) MATCH YOUR REQUEST.

AVERTISSEMENT :

ASSUREZ-VOUS QUE LE NOM ET LE NUMÉRO DU DOSSIER D'EXÉCUTION FORCÉE SONT LES MÊMES QUE CEUX QUI SE
TROUVENT DANS VOTRE DEMANDE.

CHARGE FOR THIS REPORT /
FRAIS POUR CE RAPPORT : CDN 6.35

APPENDIX “K”



WRIT DETAILS REPORT / RAPPORT DES DÉTAILS DU BREF

SHERIFF OF / SHÉRIF DE : CITY OF TORONTO (TORONTO)

**CERTIFICATE # /
N° DE CERTIFICAT :** 33639229-9778517B

**DATE OF CERTIFICATE /
DATE DU CERTIFICAT :** 2018-MAR-23

SHERIFF'S STATEMENT

IT IS HEREBY CERTIFIED THAT THE INFORMATION CONTAINED BELOW IS A TRUE REPRESENTATION OF INFORMATION WITHIN THE ELECTRONIC DATABASE MAINTAINED BY THIS OFFICE IN ACCORDANCE WITH SECTION 10 OF THE EXECUTION ACT, AT THE TIME OF THE REPORT REQUEST.

DÉCLARATION DU SHÉRIF

IL EST CERTIFIÉ, PAR LA PRÉSENTE, QUE LES RENSEIGNEMENTS CI-APRÈS REPRODUISENT EXACTEMENT L'INFORMATION CONTENUE DANS LA BASE DE DONNÉES ÉLECTRONIQUE MAINTENUE PAR CE BUREAU AUX TERMES DE L'ARTICLE 10 DE LA LOI SUR L'EXÉCUTION FORCÉE AU MOMENT DE LA DEMANDE DE RAPPORT.

FILE DETAILS / DÉTAILS DU DOSSIER

EXECUTION # / N° D'EXÉCUTION FORCÉE : 14-0006308
ISSUE DATE / DATE DE DÉLIVRANCE : 2014-OCT-16
EFFECTIVE DATE / DATE DE PRISE D'EFFET : 2014-OCT-20
COURT FILE OR REFERENCE # / N° DE DOSSIER DU TRIBUNAL OU DE RÉFÉRENCE : CV-13-493290
COURT TYPE / TYPE DE TRIBUNAL : SCJ - CIVIL
JURISDICTION / TERRITOIRE DE COMPÉTENCE : TORONTO

DEBTOR SEARCH NAME(S) / NOM(S) DU(DES) DÉBITEUR(S) RECHERCHÉ(S)

#	DEBTOR TYPE / TYPE DE DÉBITEUR	DEBTOR NAME(S) / NOM(S) DU(DES) DÉBITEUR(S)
1.	COMPANY / SOCIÉTÉ	THE ISLAMIC REPUBLIC OF IRAN
2.	COMPANY / SOCIÉTÉ	THE IRANIAN MINISTRY OF INFORMATION AND SECURITY
3.	COMPANY / SOCIÉTÉ	THE IRANIAN REVOLUTIONARY GUARD CORPS.

PARTY DETAILS / COORDONNÉES DES PARTIES

DEFENDANT / DÉFENDEUR

1.	NAME / NOM	THE ISLAMIC REPUBLIC OF IRAN
2.	NAME / NOM	THE IRANIAN MINISTRY OF INFORMATION AND SECURITY
3.	NAME / NOM	THE IRANIAN REVOLUTIONARY GUARD CORPS.

CREDITOR / CRÉANCIER **C/O LAWYER/AGENT / A/S PROCUREUR/AGENT**

1.	COMPANY / SOCIÉTÉ	THE HEISER PLAINTIFFS
----	-------------------	-----------------------

CERTIFICATE # / N° DE CERTIFICAT: 33639229-9778517B

	ADDRESS / ADRESSE :	C/O LASKIN, JOHN B TORYS LLP 79 WELLINGTON ST W, STE 3000 BOX 270, TD CENTRE TORONTO, ON M5K 1N2 TEL: (416) 865-7317 FAX: (416) 865-7380
2.	COMPANY / SOCIÉTÉ	THE CAMPUZANO PLAINTIFFS ET. AL.
	ADDRESS / ADRESSE :	C/O LASKIN, JOHN B TORYS LLP 79 WELLINGTON ST W, STE 3000 BOX 270, TD CENTRE TORONTO, ON M5K 1N2 TEL: (416) 865-7317 FAX: (416) 865-7380

LAWYER/AGENT / PROCUREUR/AGENT SAME AS FIRST CREDITOR / MÊME QUE LE PREMIER CRÉANCIER

NAME / NOM	LASKIN, JOHN B
FIRM NAME / NOM DE L'ENTREPRISE	TORYS LLP
ADDRESS / ADRESSE	79 WELLINGTON ST W, STE 3000 BOX 270, TD CENTRE TORONTO, ON M5K 1N2 TEL: (416) 865-7317 FAX: (416) 865-7380

FINANCIAL TRANSACTIONS / OPÉRATIONS FINANCIÈRES

#	FEE OR PAYMENT / FRAIS OU PAIEMENT	TRANSACTION DATE / DATE D'OPÉRATION	AMOUNT / MONTANT	REFERENCE OR NOTES / RÉFÉRENCE OU NOTES
1.	FEE / FRAIS	2014-OCT-16	CDN 50.00	LAWYER'S FEE FOR ISSUANCE
2.	FEE / FRAIS	2014-OCT-16	CDN 55.00	ISSUANCE FEE
3.	FEE / FRAIS	2014-OCT-17	CDN 100.00	FILING FEE

COMMENTS / REMARQUES

2014-10-17 - AND TO REALIZE FROM THE SEIZURE AND SALE THE FOLLOWING SUMS:

PLAINTIFF / VLAUE OF JUDGMENT (IN USD)

DIANA CAMPUZANO	\$21817868.23
AVI ELISHIS	\$13825370.50
GREGG SALZMAN	\$11510139.56
DIANA CAMPUZANO	\$43166405.56
AVI ELISHIS	\$43166405.68
GREGG SALZMAN	\$43166405.68

BETTY WELCH	\$6563886.86
GERARD WELCH	\$3281943.43
MICHAEL WELCH	\$10781.943.43
DONNA MARIE HOLLAND	\$900132.47
JAMES ROBERT HOLLAND	\$17845307.28
PAUL ALEXANDER BLAIS	\$31362632.58
CURTIS TAYLOR	\$5033764.85
MARIA TAYLOR	\$5033764.85
THE ESTATE OF BRENT MARTHALER (DEC 22, 2006 JUDGMENT)	\$2228376.53
KATIE LEE MARTHALER	\$11150543.61
HERMAN C MARTHALER	\$6969376.39 ET AL.

PLEASE ATTEND THE TORONTO SHERIFF'S OFFICE FOR FURTHER DETAILS ON JUDGMENT PLAINTIFFS

2014-10-20 - THE IRANIAN REVOLUTIONARY GAURD CORPS. WITHDRAWN FROM WRIT
THE IRANIAN REVOLUTIONARY GAURD CORPS. WAS ENTERED INCORRECTLY

CAUTION:

ENSURE THAT THE NAME AND EXECUTION# (NUMBER) MATCH YOUR REQUEST.

AVERTISSEMENT :

ASSUREZ-VOUS QUE LE NOM ET LE NUMÉRO DU DOSSIER D'EXÉCUTION FORCÉE SONT LES MÊMES QUE CEUX QUI SE
TROUVENT DANS VOTRE DEMANDE.

CHARGE FOR THIS REPORT / **CDN 6.35**
FRAIS POUR CE RAPPORT :

APPENDIX “L”

DIRECTION

TO: ALBERT GELMAN INC. in its capacity as equitable receiver and receiver in aid of execution in Court File Nos. CV-13-10204-00CL and Court File No. CV-14-10403-00CL, commenced at Toronto, Commercial List

AND TO: Lipman Zener Waxman LLP

RE: Distribution pursuant to Execution No. 14-0006308

THIS WILL AUTHORIZE, INSTRUCT AND DIRECT you to pay all net proceeds from the sale of 290 Sheppard Avenue West, Toronto, ON to Messrs. Adair Goldblatt Bieber LLP and this shall be your good and sufficient authority for so doing.

THIS Direction may be transmitted by way of telecopier or such similar device and the reproduction of signature by way of telecopier or such similar device shall be treated as binding as if original.

DATED at *Toronto* , this *19th* day of October, 2018.

THE HEISER and CAMPUZANO
PLAINTIFFS, by their counsel, TORYS LLP

Per: *Sarah Whitmore*

SARAH WHITMORE

DIRECTION

TO: ALBERT GELMAN INC. in its capacity as equitable receiver and receiver in aid of execution in Court File Nos. CV-13-10204-00CL and Court File No. CV-14-10403-00CL, commenced at Toronto, Commercial List

AND TO: Lipman Zener Waxman LLP

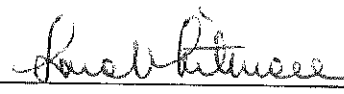
RE: Distribution pursuant to Execution No. 14-0006319

THIS WILL AUTHORIZE, INSTRUCT AND DIRECT you to pay all net proceeds from the sale of 290 Sheppard Avenue West, Toronto, ON to Messrs. Adair Goldblatt Bieber LLP and this shall be your good and sufficient authority for so doing.

THIS Direction may be transmitted by way of telecopier or such similar device and the reproduction of signature by way of telecopier or such similar device shall be treated as binding as if original.

DATED at Toronto, this 19th day of October, 2018.

CHAD PHILLIP HOLLAND, by his counsel,
TORYS LLP

Per: 
SARAH WHITMORE

APPENDIX “M”

DIRECTION

TO: ALBERT GELMAN INC. in its capacity as equitable receiver and receiver in aid of execution in Court File Nos. CV-13-10204-00CL and Court File No. CV-14-10403-00CL, commenced at Toronto, Commercial List

AND TO: Lipman Zener Waxman LLP

RE: Distribution pursuant to Execution No. 14-0002292

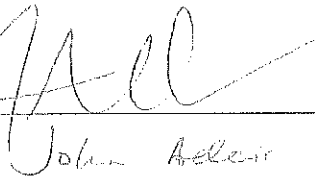
THIS WILL AUTHORIZE, INSTRUCT AND DIRECT you to pay all net proceeds from the sale of 290 Sheppard Avenue West, Toronto, ON to Messrs. Adair Goldblatt Bieber LLP and this shall be your good and sufficient authority for so doing.

THIS Direction may be transmitted by way of telecopier or such similar device and the reproduction of signature by way of telecopier or such similar device shall be treated as binding as if original.

DATED at *Toronto* this *17th* day of October, 2018.

TRACY, BY HIS LITIGATION GUARDIAN
CHARLES MURPHY ET AL, EDWARD, by
their counsel, ADAIR GOLDBLATT BIBER
LLP

Per: _____


John Alesio

APPENDIX “N”

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

**IN THE MATTER OF AN APPLICATION PURSUANT TO THE
RECIPROCAL ENFORCEMENT OF JUDGMENTS ACT, R.S.O. 1990, c.
R.5**

**AND IN THE MATTER OF AN AMENDED ORDER OF THE SUPREME
COURT OF NOVA SCOTIA ISSUED MARCH 22, 2013**

BETWEEN:

**ESTATE OF MARLA BENNETT, MICHAEL BENNETT,
LINDA BENNETT and LISA BENNETT**

Plaintiffs

and

**ISLAMIC REPUBLIC OF IRAN and
IRANIAN MINISTRY OF INFORMATION AND SECURITY**

Defendants

and

THE ATTORNEY GENERAL FOR CANADA

Intervener

AND BETWEEN:

**EDWARD TRACY, by his Litigation Guardian Charles Murphy, ELIZABETH
CICCIPIO-PULEO, estate of HELEN FAZIO, estate of DOMENIC CICIPPIO,
DAVID B. CICIPPIO, ERIC R. CICIPPIO, RICHARD DENNIS CICIPPIO,
THOMAS J. CICIPPIO, estate of PAUL V. CICIPPIO, ALLEN JOHN
CICIPPIO, estate of ROSE ABELL, ANTHONY CICIPPIO, estate of
ALEXANDER CICIPPIO, NICHOLAS B. CICIPPIO and estate of JOSEPH J.
CICIPPIO JR.**

Applicants

and

**THE IRANIAN MINISTRY OF INFORMATION AND SECURITY,
THE ISLAMIC REPUBLIC OF IRAN and
THE IRANIAN REVOLUTIONARY GUARD CORP.**

Respondents

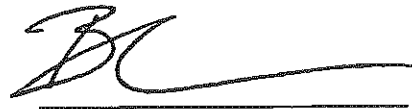
RECEIVER'S AFFIDAVIT OF FEES

I, Bryan Gelman, of the City of Toronto, make oath and say as follows:


1. I am a Licenced Insolvency Trustee and Director of Albert Gelman Inc., Court Appointed Receiver of the properties located at 290 Sheppard Avenue West, Toronto, Ontario and 2 Robinson Avenue, Ottawa, Ontario ("Receiver"), and as such have knowledge of the facts herein deposed to.
2. The Receiver has prepared invoices in connection with this matter as follows:
 - a. An account dated September 30, 2018 for the period to September 30, 2018 of \$16,285.00, plus HST and disbursements thereon.
 - b. An account dated October 18, 2018 for the period to October 18, 2018 of \$12,450.00, plus HST and disbursements thereon.
3. The Receiver's accounts, including detailed time dockets, are attached hereto as Exhibit "A".
4. This Affidavit is made in support of a motion to approve the accounts of Albert Gelman Inc. and for no improper purpose.

SWORN before me at the City of Toronto in the Province of Ontario this 18th day of October, 2018.

)
)
)



Bryan Gelman


A Commissioner, etc.

**Petra Brown, a Commissioner, etc.,
Province of Ontario, for Albert Gelman Inc.,
Expires April 8, 2019**

Attached is Exhibit "A"
Referred to in the
Receiver's Affidavit of Fees
sworn before me
This 18th day of October, 2018



Commissioner for taking Affidavits, etc.

**Petra Brown, a Commissioner, etc.,
Province of Ontario, for Albert Gelman Inc.,
Expires April 8, 2019**

Receiver re Tracy (Litigation Guardian of), et al.
 c/o Albert Gelman Inc.
 Toronto, ON M5H 3G2

Invoice

Invoice Date: Sep 30, 2018
Invoice No: 3458
Billing Through: Sep 30, 2018
File ID: TRACY-R:

Re: Equitable Receiver of 290 Sheppard Ave. W., Toronto and 2 Robinson Ave., Ottawa

Professional Fees:

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
9/6/2018	BGELMAN	Prepare updated Interim R&D for Second Report, including accruals; Prepare affidavit of Receiver's fees and accounts in taxation format; Prepare other exhibits for court report;	2.10	\$450.00	\$945.00
9/7/2018	BGELMAN	Call with Sean Zeitz re report and next steps; Review and revisions to report to court;	1.60	\$450.00	\$720.00
9/9/2018	BGELMAN	Review of draft order and further changes to reports;	0.40	\$450.00	\$180.00
9/10/2018	BGELMAN	Preparation of appendices for report to Court and emails with Dorothy re same; update R&D based on new disbursements; Emails with Nancy Melosh re geotechnical reporting;	1.40	\$450.00	\$630.00
9/12/2018	BGELMAN	Attend at offices of Sean Zeitz to complete Receiver's report and confidential reports;	3.50	\$450.00	\$1,575.00
9/13/2018	BGELMAN	Review and approval of July bank reconciliation; Update receiver's motion record to case website; Call with Nick Rheault re Phase II preliminary results; Review of draft Highest and Best Use Report provided by Stantec and email to Nancy Meloshe re meeting;	1.10	\$450.00	\$495.00
9/14/2018	BGELMAN	Receiver preliminary results of Phase II by email from Pinchin;	0.10	\$450.00	\$45.00
9/17/2018	BGELMAN	Review of property management report;	0.20	\$450.00	\$90.00
9/18/2018	BGELMAN	Review of responding motion record of Iran; Approval of Utility account;	0.30	\$450.00	\$135.00
9/20/2018	BGELMAN	Review of phase II scope of work; attend call with Nick and the technicians involved to discuss environmental contamination onsite; Call with Jon Wever to discuss winterization; Prepare for Receiver's motion;	1.60	\$450.00	\$720.00
9/21/2018	BGELMAN	Attend at Court for approval motion by Receiver; Email to Rocco to proceed with disposal of contents of Toronto Property; Call with Myles Waxman re closing details and arrange for keys to be sent; Call with Real Estate clerk at LZW re closing details and statement of adjustments; Review of Statement of Adjustments and other closing docs; Email to appraiser in Ottawa re necessity for Geotechnical report; Respond to realtor re sales process; review of listing proposals from three listing agents in Ottawa; Email to prospective realtor re listing proposal;	4.10	\$450.00	\$1,845.00

Albert Gelman Inc. - 100 Simcoe Street, Ste. 125, Toronto, ON M5H 3G2 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

Receiver re Tracy (Litigation Guardian of), et al.
 c/o Albert Gelman Inc.
 Toronto, ON M5H 3G2

Invoice

Invoice Date: Sep 30, 2018
Invoice No: 3458
Billing Through: Sep 30, 2018
File ID: TRACY-R:

Re: Equitable Receiver of 290 Sheppard Ave. W., Toronto and 2 Robinson Ave., Ottawa

Date	Client	Description	Hours	Rate	Amount
9/24/2018	BGELMAN	Meeting with Tom McElroy re sales process for Ottawa property; Email to counsel for Iran re documents from Safe; Emails with Prospective realtors for Ottawa; Review of amended order; Post order online; Emails with Toronto Property manager re status of pre-closing clean up;	0.90	\$450.00	\$405.00
9/24/2018	TMCELROY	Discuss listing proposals with B. Gelman; Review of report to Court to understand history of file and court proceedings;	1.60	\$350.00	\$560.00
9/25/2018	TMCELROY	Conference call with prospective realtor re listing proposal of Leonards; Review memo prepared by E. Bays re potential development concepts of Ottawa Property in preparation for conference call; Conference call with S. Granleese (appraiser) and E. Bays (city planner); Review and summarize listing proposal;	3.50	\$350.00	\$1,225.00
9/25/2018	BGELMAN	Attend call with prospective realtor and Tom McElroy; attend at Ottawa property re meeting with property manager Jon Wever to discuss winterizing strategy; attend at offices of Stantec re meeting with Eric Bays and Stephen (appraiser) re planning study review, options and next steps; Travel to and from Toronto to Ottawa; Email to counsel to Iran re sealed documents; Calls with Matthew McTavish re potential listing and process;	7.20	\$450.00	\$3,240.00
9/26/2018	BGELMAN	Further calls with Matthew McTavish re potential listing and process; Update on sales process with Tom McElroy; Review of Phase II report; Review of Tom Mcelroy listing agent comparison schedule for Ottawa Property; Call with John Adair re update on timing;	1.60	\$450.00	\$720.00
9/26/2018	TMCELROY	Discuss process to sell Ottawa Property with B. Gelman including Court pre-approval of process; Conference call with representatives of Cushman Wakefield re listing proposal and proposed sales process;	1.10	\$350.00	\$385.00
9/27/2018	BGELMAN	Attend at Toronto Property (Sheppard) for final pre-closing walk through; Review of draft listing agreement and call with S. Zeitz re same; Call with Matthew McTavish re listing agreement;	3.10	\$450.00	\$1,395.00
9/27/2018	TMCELROY	Review of Phase II ESA; Correspondence from S. Brooker re revised opinion of value and commissions structure; Review of draft listing agreement;	0.60	\$350.00	\$210.00
9/28/2018	BGELMAN	Review of final Highest and Best Use report of Stantec; Correspondence with real estate lawyer re closing on Toronto Property; Review and approval of insurance invoices;	1.70	\$450.00	\$765.00

Albert Gelman Inc. - 100 Simcoe Street, Ste. 125, Toronto, ON M5H 3G2 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

Receiver re Tracy (Litigation Guardian of), et al.
 c/o Albert Gelman Inc.
 Toronto, ON M5H 3G2

Invoice

Invoice Date: Sep 30, 2018
Invoice No: 3458
Billing Through: Sep 30, 2018
File ID: TRACY-R:

Re: Equitable Receiver of 290 Sheppard Ave. W., Toronto and 2 Robinson Ave., Ottawa

Total Fees: \$16,285.00
HST: \$2,117.05

Summary by Staff:

	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bryan A. Gelman (Principal, CIRP LIT)	30.90	\$450.00	\$13,905.00
Tom McElroy (Mgr, CPA, CA, CBV, CIRP, LIT)	6.80	\$350.00	\$2,380.00

Disbursements:

Taxable Disbursements

PHOTOCOPIES:	\$0.50
POSTAGE:	\$2.52
TAXI:	\$101.30
TRAVEL:	\$33.87

Total Disbursements: \$138.19
HST: \$17.98

Amount Due This Invoice: \$18,558.22

Invoice Summary:

TOTAL FEES AND DISBURSEMENTS:	\$16,423.19
TOTAL HST:	\$2,135.03
TOTAL AMOUNT DUE:	\$18,558.22

Payment of this account is due on receipt
 HST Registration # 83741 9514 RT0001

HST No. 83741 9514 RT 0001

Receiver re Tracy (Litigation Guardian of), et al.
 c/o Albert Gelman Inc.
 Toronto, ON M5H 3G2

Invoice

Invoice Date: Oct 18, 2018
Invoice No: 3490
Billing Through: Oct 18, 2018
File ID: TRACY-R:

Re: Equitable Receiver of 290 Sheppard Ave. W., Toronto and 2 Robinson Ave., Ottawa

Professional Fees:

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
10/1/2018	BGELMAN	Approve utility accounts for payment; instructions to Suzette re closure of utility accounts for Toronto Property; Prepare insurance change form to cancel insurance on Toronto Property; (0.9) administration re sale of Toronto property, including banking and trust account entries; (0.5)	1.40	\$450.00	\$630.00
10/1/2018	SWARNER	Prepared Letters to Enbridge and Toronto Hysro to close account and refund of deposit ; Requisition cheque for payment of Enbridge bill at	1.10	\$265.00	\$291.50
10/2/2018	BGELMAN	Call with S. Zeitz and Fiona re closing adjustments and payment of outstanding taxes on closing; prepare and psot to Ascend (trust account system) adjusting journal entries for trust account reconciliation re closing entries; Prepare and coordinate notice in National Post;	2.00	\$450.00	\$900.00
10/2/2018	DCHERNIAK	Attended to administration for closing of sale for Toronto Property and banking;	3.20	\$100.00	\$320.00
10/3/2018	BGELMAN	Attend at meeting with Sean Zeitz and real estate lawyer re defrief on listing agreement, status of Ottawa property and next steps for listing of property; 1.1hrs plus travel time; Review details of payment of further realty tax on closing of Toronto Property and requisition cheque; respond to email from Jeysa Martinez re listing agreement and history of Ottawa Property;	2.40	\$450.00	\$1,080.00
10/4/2018	TMCELROY	Review of draft appraisal and comments to B. Gelman re same; Comments to B. Gelman on proposed listing agreement;	0.90	\$350.00	\$315.00
10/4/2018	BGELMAN	Con't to review listing agreement and comments by Tom McElroy; Review of property management report for Ottawa; Review comments of Tom McElroy to draft appraisal document;	1.30	\$450.00	\$585.00
10/5/2018	BGELMAN	Email to appraiser; Review of Draft National Post advertisement and comments;	0.20	\$450.00	\$90.00
10/9/2018	TMCELROY	Call with real estate appraiser;	0.40	\$350.00	\$140.00
10/9/2018	BGELMAN	Respond email from Fiona ROberts; Review of draft appraisal and prepare for call with Appraiser; (0.3) Call with Stephen Granlese at Altus re appraisal; (0.4) Review of property inspection report from Wever; review of final appraisal; Review and approval of property management invoices for both properties;	1.30	\$450.00	\$585.00
10/10/2018	SWARNER	Received and review tear sheet for newspaper Ad and prepared affidavit	0.40	\$265.00	\$106.00

Albert Gelman Inc. - 100 Simcoe Street, Ste. 125, Toronto, ON M5H 3G2 - Tel: 416 504 1650 - Fax: 416 504 1655 - albertgelman.com

Receiver re Tracy (Litigation Guardian of), et al.
 c/o Albert Gelman Inc.
 Toronto, ON M5H 3G2

Invoice

Invoice Date: Oct 18, 2018
Invoice No: 3490
Billing Through: Oct 18, 2018
File ID: TRACY-R:

Re: Equitable Receiver of 290 Sheppard Ave. W., Toronto and 2 Robinson Ave., Ottawa

Professional Fees:

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
10/10/2018	DCHERNIAK	dropped off docs at court;	0.50	\$100.00	\$50.00
10/10/2018	BGELMAN	Review of amendments to listing agreement and call with Jeysa Martinez (counsel) re same; prepare journal entry requisition re receipt of funds from Forsthill Real Estate; Administration re closing certificate on sale of Toronto Property;	1.10	\$450.00	\$495.00
10/11/2018	TMCELROY	Call with B. Gelman to discuss listing agreement;	0.10	\$350.00	\$35.00
10/11/2018	BGELMAN	Further changes and amendments to listing agreement; email to listing broker re same;	0.90	\$450.00	\$405.00
10/12/2018	BGELMAN	Planning call with Sean Zeitz re report to court;	0.40	\$450.00	\$180.00
10/12/2018	TMCELROY	Voicemail from realtor of prospective purchaser;	0.10	\$350.00	\$35.00
10/15/2018	BGELMAN	Commence drafting of Third Report to Court; calls with Matthew McTavish re sales process; Review of ancillary documents in preparation for the Receiver's third report to court; Draft Third Interim R&D and other schedules;	5.80	\$450.00	\$2,610.00
10/16/2018	BGELMAN	Finalize first draft Third Report; prepare interim R&D and accruals; email to S. Zeitz;	2.40	\$450.00	\$1,080.00
10/17/2018	BGELMAN	Call with Sean Zeitz re email from prospective purchaser; Email to prospective buyer; Review utility invoice issues re closing on Toronto property; Review of changes to listing agreement with Cushman Wakefield ; Call with Scott Brooker re sales process document; Review of revised draft of process and timeline;	1.60	\$450.00	\$720.00
10/17/2018	SWARNER	Call with Toronto Hydro regarding final bill	0.50	\$265.00	\$132.50
10/18/2018	BGELMAN	Call with Scott Brooker re changes to agreement, sales process, etc; emails with Sean Zeitz re distribution plan and summary which their office prepared; Executed listing agreement; Meeting with Sean Zeitz to finalize third report to court and appendices;	3.70	\$450.00	\$1,665.00

Total Fees: \$12,450.00
HST: \$1,618.50

Summary by Staff:

	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bryan A. Gelman (Principal, CIRP LIT)	24.50	\$450.00	\$11,025.00
Daphna Cherniak (Estate Administrator)	3.70	\$100.00	\$370.00
Suzette Warner (Associate, CFE, CPA, CGA, FCCA)	2.00	\$265.00	\$530.00
Tom McElroy (Mgr, CPA, CA, CBV, CIRP, LIT)	1.50	\$350.00	\$525.00

Receiver re Tracy (Litigation Guardian of), et al.
c/o Albert Gelman Inc.
Toronto, ON M5H 3G2

Invoice

Invoice Date: Oct 18, 2018
Invoice No: 3490
Billing Through: Oct 18, 2018
File ID: TRACY-R:

Re: Equitable Receiver of 290 Sheppard Ave. W., Toronto and 2 Robinson Ave., Ottawa

Disbursements:

Taxable Disbursements

PHOTOCOPIES:

\$31.00

Total Disbursements: \$31.00

HST: \$4.03

Amount Due This Invoice: \$14,103.53

Invoice Summary:

TOTAL FEES AND DISBURSEMENTS:	\$12,481.00
TOTAL HST:	\$1,622.53
TOTAL AMOUNT DUE:	\$14,103.53

Payment of this account is due on receipt
HST Registration # 83741 9514 RT0001

HST No. 83741 9514 RT 0001

APPENDIX “O”

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

**IN THE MATTER OF AN APPLICATION PURSUANT TO THE
RECIPROCAL ENFORCEMENT OF JUDGMENTS ACT, R.S.O. 1990, c.
R.5**

**AND IN THE MATTER OF AN AMENDED ORDER OF THE SUPREME
COURT OF NOVA SCOTIA ISSUED MARCH 22, 2013**

BETWEEN:

**ESTATE OF MARLA BENNETT, MICHAEL BENNETT,
LINDA BENNETT and LISA BENNETT**

Plaintiffs

and

**ISLAMIC REPUBLIC OF IRAN and
IRANIAN MINISTRY OF INFORMATION AND SECURITY**

Defendants

and

THE ATTORNEY GENERAL FOR CANADA

Intervener

AND BETWEEN:

**EDWARD TRACY, by his Litigation Guardian Charles Murphy, ELIZABETH
CICCIPIO-PULEO, estate of HELEN FAZIO, estate of DOMENIC CICIPPIO,
DAVID B. CICIPPIO, ERIC R. CICIPPIO, RICHARD DENNIS CICIPPIO,
THOMAS J. CICIPPIO, estate of PAUL V. CICIPPIO, ALLEN JOHN
CICIPPIO, estate of ROSE ABELL, ANTHONY CICIPPIO, estate of
ALEXANDER CICIPPIO, NICHOLAS B. CICIPPIO and estate of JOSEPH J.
CICIPPIO JR.**

Applicants

and

**THE IRANIAN MINISTRY OF INFORMATION AND SECURITY,
THE ISLAMIC REPUBLIC OF IRAN and
THE IRANIAN REVOLUTIONARY GUARD CORP.**

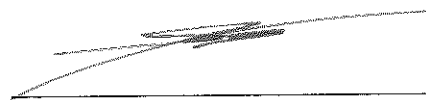
Respondents

AFFIDAVIT OF JASON SPETTER

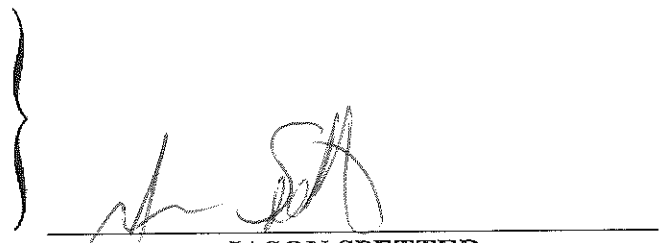
I, JASON SPETTER, OF THE CITY OF TORONTO, IN THE PROVINCE OF ONTARIO, MAKE OATH AND SAY AS FOLLOWS:

1. I am a lawyer with Lipman Zener Waxman LLP (“LZW”) independent counsel to Albert Gelman Inc. (the “Receiver”) in its capacity as the court appointed equitable receiver. As such, I have knowledge of the facts and matters to which I hereinafter depose.
2. Now produced and shown to me and marked as **Exhibit “A”** to this my Affidavit is a true copy of the pre-bill statement of LZW with respect to unbilled fees and disbursements in connection with this matter, including detailed descriptions of the work performed. I am advised by the lawyers and student who docketed time on this matter and believe that this pre-bill statement accurately reflects the services provided by LZW in this matter and the fees and disbursements claimed by it.

SWORN BEFORE ME at the City of Toronto, in the Province of Ontario on October 19, 2018




Commissioner for Taking Affidavits
(or as may be)



JASON SPETTER

This is **Exhibit "A"** referred to in the
affidavit of Jason Spetter sworn
before me, this 19th day of October, 2018.



A Commissioner for Taking Affidavits

IN ACCOUNT WITH
LIPMAN, ZENER & WAXMAN LLP

Barristers and Solicitors
1220 Eglinton Avenue West
Toronto, Ontario
M6C 2E3
(416) 789-0652

Our File No.: 66505

Total HST: \$2,294.18

HST No.: R119437119

October 19, 2018

Invoice No: Sample

ALBERT GELMAN INC.
100 SIMCOE ST.,
SUITE 125
TORONTO, ONT M5H3G2

Attention: Bryan Gelman

RE: Estate of Marla Bennett et al. re: Equitable Receivership

FOR PROFESSIONAL SERVICES RENDERED:

Sep 04/18	MHW	Receiving and reviewing accepted Agreement of Purchase and Sale;	0.70
Sep 13/18	MHW	Corresponding with Buyer's lawyer, requesting title information, preparing HST Declaration;	0.50
Sep 14/18	MHW	Receiving and reviewing requisitions on title;	0.40
	MHW	Replying to requisition letter;	0.70
	SNZ	Receipt of correspondence from R. Swim and attend to service on Global Affairs, phone call with counsel for Iran, report to Receiver	1.00
	SNZ	Receipt and review draft development plan re Ottawa Property	0.80
Sep 20/18	SNZ	Review material prior to court attendance	1.10
Sep 21/18	MHW	Forwarding documentation to client for execution;	0.40
	SNZ	Attend at court to present Receiver's Second Report and obtain Approval and Vesting Order, email court re sealing order	3.40
	SNZ	Email correspondence with court, phone call with Neville, attend to preparing Amended Order, review email correspondence and attachments re closing of Toronto Property	2.20
Sep 24/18	MHW	Receiving signed documentation and keys from client;	0.20
Sep 25/18	SNZ	Phone call with J. Adair to discuss recent court order and moving forward with sales process of Ottawa Property, phone call with Receiver to report on call with J. Adair	2.40
Sep 26/18	MHW	Preparing and reviewing all closing documents, including Vesting Order;	2.10

	SNZ	Phone call with Receiver to review results of call with J. Adair	0.40
	AW		2.50
Sep 28/18	MHW	Receiving closing funds, releasing Application for Vesting Order, and telephone conversations with Buyer's lawyer with respect to the "no dealings" indicator;	0.60
	MHW	Faxing letter to City of Toronto Assessment Department confirming change of title;	0.20
Oct 01/18	SNZ	Review of closing documents, review of emails from Receiver re insurance, correspond with Receiver re filing of Receiver's Certificate post-closing	0.60
Oct 02/18	SNZ	Attend to all final matters in connection with the sale of the Toronto Property, phone call with Receiver re filing of Receiver's Certificate	1.20
Oct 03/18	SNZ	Meeting with Receiver and J. Martinez to review Ottawa appraisal, sales process and incidental issues	1.10
Oct 04/18	MHW	Delivering letter to the Bailiff to pay tax and water arrears on the tax roll, and Bailiffs fees; and	0.40
	MHW	Forwarding letter to the City of Toronto Water Department in payment of outstanding account not yet added to the tax roll.	0.20
	SNZ	Preliminary review of Ottawa appraisal and listing agreement	0.80
Oct 11/18	SNZ	Phone call with Receiver to discuss proposed distribution	0.40
Oct 12/18	SNZ	Review material and consider distribution process and mechanics, phone call with J. Adair, phone call with G. Gelman	1.10
Oct 17/18	PS	Prepare Proposed Distribution Chart	2.00
	SNZ	Discussions with Receiver regarding listing agreement and request from potential purchaser	0.80
Oct 18/18	SNZ	Review of Receiver's draft Third Report and Confidential Fourth Report and attend to revisions thereto, phone calls with Receiver, review appendices, attend to preparing Notice of Motion, prepare Direction re Funds, conduct and review updated Execution Search	6.80
Oct 19/18	SNZ	Amend and finalize Third Report to include proposed distribution summary, correspond with Receiver, prepare draft Order	4.10

Total Hours: 39.10

TIME SUMMARY

Myles H. Waxman	MHW	6.40	hours at	\$500.00	per hour =	\$3,200.00
Paul Siciliano	PS	2.00	hours at	\$250.00	per hour =	\$500.00
Sean N. Zeitz	SNZ	28.20	hours at	\$450.00	per hour =	\$12,690.00
Alex Whitehead	AW	2.50	hours at	\$175.00	per hour =	\$437.50

OUR FEES HEREIN:

\$16,827.50

HST on Fees

2,187.58

83

TAXABLE DISBURSEMENTS

SEAN ZEITZ		
REIMBURSEMENT-MIL/PKING	40.75	
Expense Recovery		
TR FR 66505 TO 99161-PREVIOUSLY BILLED	-40.75	
GO LEGAL SERVICES INC.		
GO LEGAL FEE-FILE TWO MOTIN RCDS IN TWO SEPARATE FILES SEPT 17/18	50.00	
SEAN ZEITZ		
PARKING	11.50	
SEAN ZEITZ		
MILEAGE	11.00	
Expense Recovery		
PHOTOCOPIES & FAXES	399.25	
Expense Recovery		
COURIER	109.27	
Expense Recovery		
WRIT SEARCHES	44.55	
Expense Recovery		
EXPRESSPOST	31.04	
Expense Recovery		
PROPERTY SEARCHES & SUBSEARCHES	98.40	
Transaction Levy: Deed/Transfer (DT) for Transferor	65.00	
	<hr/>	
	\$820.01	\$820.01
HST on Taxable Disbursements		\$106.60
NON-TAXABLE DISBURSEMENTS		
MINISTER OF FINANCE		
MOTION RECORD	160.00	
	<hr/>	
	\$160.00	\$160.00
TOTAL FEES, DISBURSEMENTS AND HST:		<hr/>
		\$20,101.69

BALANCE DUE AND OWING:

\$20,101.69

THIS IS OUR ACCOUNT HEREIN

LIPMAN, ZENER & WAXMAN LLP

Per: Sean N. Zeitz

E. & O. E.

NOTE: This account bears interest from one month after delivery in accordance with the rate prescribed by Section 128 of the Courts of Justice Act.

ESTATE OF MARLA BENNETT et al.
Plaintiffs

- and -

ISLAMIC REPUBLIC OF IRAN et al.
Defendants

EDWARD TRACY et al.
Applications

-and-

THE IRANIAN MINISTRY OF INFORMATION AND SECURITY et al.
Respondents

Court File No. CV-13-10204-00CL
Court File No. CV-14-10403-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST
Proceeding commenced at
TORONTO

AFFIDAVIT OF JASON SPETTER

LIPMAN, ZENER & WAXMAN LLP
Barristers and Solicitors
1220 Eglinton Avenue West
Toronto, Ontario
M6C 2E3

SEAN N. ZEITZ
LSUC No. 51199P

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Email: szeitz@lawlaw.com

Lawyers for the Receiver,
Albert Gelman Inc.

TAB 3

**ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST**

DRAFT

THE HONOURABLE MR.)

WEDNESDAY, THE 31st

JUSTICE HAINEY)

DAY OF OCTOBER, 2018

**IN THE MATTER OF AN APPLICATION PURSUANT TO THE
RECIPROCAL ENFORCEMENT OF JUDGMENTS ACT, R.S.O. 1990, c.
R.5**

**AND IN THE MATTER OF AN AMENDED ORDER OF THE SUPREME
COURT OF NOVA SCOTIA ISSUED MARCH 22, 2013**

B E T W E E N:

**ESTATE OF MARLA BENNETT, MICHAEL BENNETT,
LINDA BENNETT and LISA BENNETT**

Plaintiffs

and

**ISLAMIC REPUBLIC OF IRAN and
IRANIAN MINISTRY OF INFORMATION AND SECURITY**

Defendants

and

THE ATTORNEY GENERAL FOR CANADA

Intervener

A N D B E T W E E N:

**EDWARD TRACY, by his Litigation Guardian Charles Murphy, ELIZABETH
CICCIPIO-PULEO, estate of HELEN FAZIO, estate of DOMENIC CICIPPIO,
DAVID B. CICIPPIO, ERIC R. CICIPPIO, RICHARD DENNIS CICIPPIO,
THOMAS J. CICIPPIO, estate of PAUL V. CICIPPIO, ALLEN JOHN
CICIPPIO, estate of ROSE ABELL, ANTHONY CICIPPIO, estate of
ALEXANDER CICIPPIO, NICHOLAS B. CICIPPIO and estate of JOSEPH J.
CICIPPIO JR.**

Applicants

and

THE IRANIAN MINISTRY OF INFORMATION AND SECURITY,
THE ISLAMIC REPUBLIC OF IRAN and
THE IRANIAN REVOLUTIONARY GUARD CORP.

Respondents

ORDER

THIS MOTION made by **ALBERT GELMAN INC.** ("Receiver"), in its capacity as equitable receiver and receiver in aid of execution of 290 Sheppard Avenue West, Toronto, Ontario and 2 Robinson Avenue, Ottawa, Ontario (the "Ottawa Property") which properties were found by the court to be beneficially owned by the Islamic Republic of Iran, for an Order, *inter alia*,

- (a) approving the Third Report of the Receiver dated October 19, 2018 ("Third Report") and the actions and activities of the Receiver as described therein;
- (b) approving the Confidential Fourth Report of the Receiver dated October 18, 2018 accompanied with an Order sealing the Confidential Fourth Report, until such time as the Ottawa Property has been sold and conveyed to a purchaser(s);
- (c) authorizing the Receiver to destroy the Documents found in the safes, as described in the Receiver's First Report and Second Report, and to authorize the Receiver to either dispose or sell the two safes;
- (d) approving the interim distribution proposed by the Receiver; and
- (e) approving the professional fees and disbursements of the Receiver and its legal counsel;

was heard this day at 330 University Avenue, 9th Floor, Toronto, Ontario.

ON READING the Third Report and the Fourth Confidential Report of the Receiver dated October 18, 2018, and appendices annexed thereto, and upon reading the fee affidavit of Bryan Gelman sworn October 19, 2018 and exhibit attached thereto (the "Receiver's Fee

Affidavit”) and the fee affidavit of Jason Spetter sworn October 19, 2018 and the exhibit attached thereto in relation to the fees of legal counsel to the Receiver (the “Legal Counsel Fee Affidavit” and collectively with the Receiver’s Fee Affidavit, the “Fee Affidavits”) and on hearing the submissions of counsel for the Receiver and such other parties as are present,

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record be and are hereby abridged and validated such that this motion is properly returnable this day and hereby dispenses with further service thereof.

2. **THIS COURT ORDERS** that the activities and actions of the Receiver, including the Interim Statement of Receipts and Disbursements dated October 19, 2018 as set out in its Third Report, be and are hereby approved.

3. **THIS COURT ORDERS** that the Receiver’s Confidential Fourth Report dated October 18, 2018 be and are hereby approved and that the Fourth Confidential First Report shall be sealed until such time as the Ottawa Property has been sold and conveyed to the purchaser(s).

4. **THIS COURT ORDERS** that the Receiver is authorized to destroy the Documents found in the safes as described in the Receiver’s First Report and Second Report and is authorized to either dispose or sell the two safes.

5. **THIS COURT ORDERS** that the fees and disbursements of the Receiver and its legal counsel, all as set out in the Third Report and Fee Affidavits, be and are hereby approved.

ESTATE OF MARLA BENNET et al.
Plaintiffs

- and -

ISLAMIC REPUBLIC OF IRAN et al.
Defendants

EDWARD TRACY et al.
Applications

-and-

THE IRANIAN MINISTRY OF INFORMATION AND SECURITY et al.
Respondents

Court File No. CV-13-10204-00CL
Court File No. CV-14-10403-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST
Proceeding commenced at
TORONTO

ORDER

LIPMAN, ZENER & WAXMAN LLP
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Lawyers for the Receiver,
Albert Gelman Inc.

TAB 4

The Estate of Marla Bennett et al. v. Islamic Republic of Iran et al.
Court File No. CV-13-10204-00CL
Court File No. CV-14-10403-00CL
Ontario Superior Court of Justice (Commercial List)

Confidential Fourth Report of Albert Gelman Inc.
In its capacity as Court-Appointed Equitable Receiver
and Receiver in Aid of Execution

Relating to the Motion Record of the Receiver
returnable Wednesday, October 31, 2018

SEALED

ESTATE OF MARLA BENNET et al.
Plaintiffs

- and -

ISLAMIC REPUBLIC OF IRAN et al.
Defendants

EDWARD TRACY et al.
Applications

-and-

THE IRANIAN MINISTRY OF INFORMATION AND SECURITY et al.
Respondents

Court File No. CV-13-10204-00CL
Court File No. CV-14-10403-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST
Proceeding commenced at
TORONTO

**MOTION RECORD OF THE RECEIVER,
ALBER GELMAN INC.**

LIPMAN, ZENER & WAXMAN LLP
Barristers and Solicitors
1220 Eglinton Avenue West
Toronto, Ontario
M6C 2E3

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Lawyers for the Receiver,
Albert Gelman Inc.