

April 19, 2018

To the Creditors of Con-Ker Construction Corporation:

Please be advised that the above mentioned has filed a Proposal under Part III Division 1 of the **Bankruptcy and Insolvency Act**, with the Official Receiver on April 13, 2018. To assist creditors in determining their position on the Proposal and to provide them with the information required in accordance with the **Bankruptcy and Insolvency Act**, the following is enclosed:

1. A Notice to Creditors of Proposal and of the First Meeting of Creditors to be held:

Date: May 2, 2018

Time: 2:00 PM

**Place: Office of the Trustee
2 St. Clair Ave East, 11th Floor
Toronto, ON, M4T 2T5**

2. Trustees Initial Report to Creditors on the Proposal
3. The Proposal
4. Statement of Affairs
5. Proof of Claim
6. General Proxy
7. Voting Letter

If there are any questions regarding this Proposal or the procedures to be followed, please feel free to contact our office at (416) 929-2500

**CROWE SOBERMAN INC.,
Trustee acting in re: the
Proposal of
Con-Ker Construction Corporation**

Per: 

Graeme Hamilton

District of: Ontario
Division No. 09 - Toronto
Court No. 32-2338424
Estate No. 32-2338424

FORM 92
Notice of Proposal to Creditors
(Section 51 of the Act)

In the matter of the proposal of
CON-KER CONSTRUCTION CORPORATION
of the City of Oakville, in the Regional Municipality of Halton
in the Province of Ontario

Take notice that CON-KER CONSTRUCTION CORPORATION of the City of Oakville in the Province of Ontario has lodged with us a proposal under the Bankruptcy and Insolvency Act.

A copy of the proposal, a condensed statement of the debtor's assets, and liabilities, and a list of the creditors affected by the proposal and whose claims amount to \$250 or more are enclosed herewith.

A general meeting of the creditors will be held at 2 St. Clair Avenue East, Suite 1100, Toronto, ON on the 2nd day of May 2018 at 2:00 PM.

The creditors or any class of creditors qualified to vote at the meeting may by resolution accept the proposal either as made or as altered or modified at the meeting. If so accepted and if approved by the court the proposal is binding on all the creditors or the class of creditors affected.

Proofs of claim, proxies and voting letters intended to be used at the meeting must be lodged with us prior to the commencement of the meeting.

Dated at the City of Toronto in the Province of Ontario, this 19th day of April 2018.

Crowe Soberman Inc. - Licensed Insolvency Trustee

2 St. Clair Ave East, Suite 1100

Toronto ON M4T 2T5

Phone: (416) 929-2500 Fax: (416) 929-2555

(A form of proof of claim, a form of proxy and a voting letter should be enclosed with each notice.)

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
1219503 Ontario	860 Progress Court Oakville ON L6L 6K1		575,000.00
1276058 Ontario	860 Progress Court Oakville ON L6L 6K1		300,000.00
407 ETR Express Toll Route Marion Richardson/Collections	6300 Steeles Ave W Woodbridge ON L4H 1J1	511 471 120	15,087.73
Advance Underground	PO Box 702 Gormley ON		3,935.23
Amg Metals Inc.	21 Bales Drive West, Sharon ON L0G 1V0		21,006.75
Anmol Corporation	329 Clarence St Brampton ON L6W 1T6		2,096.83
Aquatech Dewatering Company	331 Rodinea Rd Maple ON L6A 4P5		12,669.49
Atlantic Industries Limited	640 Waydom Drive AYR ON N0B 1E0		105,208.00
Barricade Traffic Services Inc.	8672 Keele St, Concord ON L4K 2N2		1,615.90
Belor Construction Ltd.	160 Admiral Blvd, Mississauga ON L5T 2N6		825,624.75
Bennington Consutrction	4787 Aurora Rd Whitchurch-Stouffville ON L4A 7X4		7,430.00
Black & McDonald	2 Bloor Street East, Suite 2100 Toronto ON M4W 1A8		77,763.60
Brown's Fuel	3975 Keele St North York ON M3J 1P1		28,310.00
Bruell Contracting Limited	37 Shorncliffe Rd, ETOBICOKE ON M8Z 5K2		497.40
Cedar Infrastructure Products Inc	330 Rodinea Rd #1 Maple ON L6A 4P5		57,389.00
Centennial Construction	353 Townline Road, Niagara-On-The-Lake ON L0S 1J0		6,248.41
CRA - Tax - Ontario Quebec Insolvency Intake Centre	Shawinigan - Sud National Verification and Collection Centre 4695 Shawinigan-Sud Blvd Shawinigan-sud QC G9P 5H9	139882963 RP0001	1,053,216.28

List of Creditors with claims of \$250 or more.

Creditor	Address	Account#	Claim Amount
CRA - Tax - Ontario Quebec Insolvency Intake Centre	Shawinigan - Sud National Verification and Collection Centre 4695 Shawinigan-Sud Blvd Shawinigan-sud QC G9P 5H9	139882963 RT0001	2,507,656.70
Craftsmen Cutting	5455 Diaz St Irwindale CA 91706 USA		4,993.40
D. Crupi & Sons Limited Tim Hand	PO Box 272 Scarborough ON M1S 3B6		54,338.20
DBA Environmental Services Inc.	625 Greenhill Ave, # 3 Hamilton ON L8K 5W9		1,243.00
DECAST Ltd.	8807 Simcoe Country Rod 56, Utopia ON L0M 1T0		245,000.00
Desjardins Card Services	c/o FCT Default Solutions PO Box 2514 Stn B London ON N6A 4G9	4530941649808009	1,054.00
Dibco Underground Ltd.	135 Commercial Road, Bolton ON L7E 1R6		47,140.98
Dino Marchioni	860 Progress Court Oakville ON L6L 6K1		3,000,000.00
Direct Equipment Ltd.	1363 Cornwall Road, Oakville ON L6J 7T5		19,668.78
DOL Hydroseeding Inc.	6839 Seventh Line Beeton ON L0G 1A0		19,568.00
Drudi Alexiou Kuchar LLP Mariella Dascanio	7050 Weston Road Suite 610 Woodbridge ON L4L 8G7		3,897.70
E. Manson Investments Limited	401-620 Wilson Ave Toronto ON M3K 1Z3		6,957.46
E.C. Power & Lighting Ltd. Lisa Mota	c/o Simmons Da Silva LLP 201 County Court Blvd, Suite 200 Brampton ON L6W 4L2		677,442.12
Earth Boring Company Limited Ryan Hauk	c/o Torkin Manes LLP 1500-151 Yonge St Toronto ON M5C 2W7		55,000.00
Echelon Environmental	505 Hood Rd Unit 26 Markham ON		20,281.00
Envyrozone	25 Claireville Dr, ETOBICOKE ON M9W 5Z7		13,857.76

List of Creditors with claims of \$250 or more.

Creditor	Address	Account#	Claim Amount
Erosion Control Systems Inc.	c/o Siskinds LLP 680 Waterloo Street London ON N6A 3V8		30,397.00
Estate of Sam Herzog	2 St Clair Ave East Toronto ON M4T 2T5		630,000.00
Evergreen Landscaping	47 Sunnycraft Court Waterdown ON L8B 0L3		1,900.00
Fer-Pal Construction Ltd.	171 Fenmar Dr, North York ON M9L 1M7		231,083.68
Forterra Pressure Pipe Inc Debbie Watson	5387 Betheseda Road Stouffville ON L4A3A5		126,470.00
Frank Fusillo	860 Progress Court Oakville ON L6L 6K1		3,000,000.00
Furfari Paving Co	2751 Markham Rd Scarborough ON M1X 1M4		587,170.00
GeoShack- Toronto	35 McCleary Ct, Concord ON L4K 3Y9		6,530.28
Golder Associates Ltd.	141 Adelaide St West, # 910 Toronto ON M5H 3L5		26,432.64
Green Sphere Inc.	C-420 Main St, East, Suite 818 Milton ON L9T 5G3		6,329.14
Greenhorizons Group of Farms - Hamilton Sod	2907 Upper James Street Mount Hope ON L0R 1W0		7,128.03
Greenville Pavcrete Inc.	31 Delta Park Blvd Brampton ON L6T 5E7		47,250.00
Greystone Grading Ltd.	7155 Eighth Line, Hornby ON L0P 1E0		2,847.60
Imperial Fence & Landscaping	369 Erie Ave Brantford ON N3S 2H7		79,057.87
International Erosion Control Systems	22295 Hoskins Line Rodney ON N0L 2C0		30,397.00
International Union of Operating Engineers Local 793	2245 Speers Rd Oakville ON L6L 6X8		42,348.00
J Lipani Turf Group	2374 Holborn Rd Queensville ON L0G 1R0		62,861.00

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
King Hydroseeding	97 Healey Road Bolton ON L7E 5A9		15,779.00
LaFrentz Road Services Ltd.	1780 Ironstone Dr Burlington ON L7L 5V3		3,390.00
Lin-Con Concrete Products	5131 Buehler Line Wallenstein ON N0B 2S0		20,800.00
Liuna Local 183 Members' Benefit Fund Jennifer Brum	1263 Wilson Avenue North York ON M3M 3G3		160,000.00
Mastercrete Construction Inc.	290 Traders Boulevard East Mississauga ON L4Z 1W7		73,069.00
Ministry of Finance - ON PST, EHT & Other Taxes Mrs. Asta Alberry	Ministry of Revenue 33 King Street West 6th Floor Oshawa ON L1H 8H5	EHT	267,940.14
Multi-Construction Services	PO Box 702 Gormley ON L0H 1G0		83,726.00
Multiseal Paving	4255 Weston Rd North York ON M9L 1W8		11,300.00
Napa Auto Parts	460 Woody Road Oakville ON L6K 3T6		2,688.00
Nature's Call	177 Creditstone Rd Concord ON L4K 1N5		1,520.00
Neiltech Services Inc.	1230 Balmoral Rd Cambridge ON N1T 1A5		12,200.00
Nelson Aggregate	PO Box 1070 Burlington ON L7P 0G8		662,842.52
Nortrax Canada Incorporated Marva Martin	1655 Britannia Rd. East Mississauga ON L4W 1S5		4,490.00
Ontario Cutting & Coring Ltd	2398 Haines Rd Mississauga ON L4Y 1Y6		1,460.00
Pacific Paving Ltd	5845 Luke Road Unit 204 Mississauga ON L4W 2K5		9,300.00
Pallett Valo LLP Frances Wales	300-77 City Centre Dr, West Tower Mississauga ON L5B 1M5		27,400.00
Petrie's Quality Top Soil Ltd.	4321 Sixth Line Milton ON L9T 5S3		3,107.00

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Pipe Flow Contracting Corp.	111 Frid St Hamilton ON L8P 4M3		13,803.00
Platinum Infrastructure Inc.	c/o Tom Sgrignuoli Mississauga ON		23,730.00
Powell Contracting Ltd.	180 Ram Forest Rd Gormley ON L0H 1G0		21,760.00
Power Premium Financing Corp	290 Rowntree Dairy Road Woodbridge ON L4L 9J7		26,689.00
Pro Concrete and Paving Ltd.	786 Burlington St E Hamilton ON L8L 4K3		4,294.00
Purolator Courier Limited Ortie Nesci	5995 Avebury Rd. 3rd Flr. Mississauga ON L5R 3T8		1,100.00
Quikrete Toronto Inc.	1501 Whistle Bare Rd Cambridge ON N1R 5S3		800.00
R & M Construction	254 Main St N Acton ON L7J 1W9		67,000.00
R. Kidd Fuels Corp.	1741 Albion Road Etobicoke ON M9V 1C3		25,210.00
Robert B Somerville Inc.	13176 Dufferin St King City ON L7B 1K5		121,130.00
Sansar Contracting	11244 Keele St Maple ON L6A 1S1		10,072.00
St. Marys Cement Inc	55 Industrial St East York ON M4G 3W9		182,840.00
Stepcon Industries	2364 Haines Rd Mississauga ON L4Y 1Y6		10,101.00
Stephensons Rental Services Inc. - Oakville Billy Dempster	1329 Speers Road Oakville ON L6L 2X5		19,720.00
Stinson Owl Lite	130 Creditstone Rd Vaughan ON L4K 1P2		5,430.00
Strada Survey Inc.	31 Gaudaur Rd Woodbridge ON L4L 3R8		8,136.00
sub terrain directional drilling Ltd	Box 555 Stouffville ON L4A 7Z7		4,720.00

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Sweep All	Unknown ON		78,500.00
T Bolton Sod Co	9043 Simcoe County Rd 1 Palgrave ON		54,817.00
Technical Standards and Safety Authority Nasra Abdalla	345 Carlingview Drive Toronto ON M9W 6N9		8,090.00
Terrafix Geosynthetics Inc.	455 Horner Ave ETOBICOKE ON M8W 4W9		2,725.00
Teti Transport	100 Treelawn Blvd KLEINBURG ON L0J 1C0		18,306.00
Thurber Engineering Ltd.	2010 Winston Park Dr Unit 103 Oakville ON L6H 5R7		1,230.00
Toromont Industries Ltd	3131 Highway 7 West PO Box 5511 Concord ON L4K 1B7		1,065.00
Treadworx Tire Sales Amos Lamprey	290 Traders Blvd East Mississauga ON L4Z 1W7		8,650.00
Unilock Ltd	287 Armstrong Ave Georgetown ON L7G 4X6		8,440.00
Union Gas Bankruptcy Department	348 Elgin Street PO Box 10 Brantford ON N3T 5M4		540.00
United Rentals	115, Ardelt Avenue Kitchener ON N2C 2E1		11,280.00
Wamco Supply Inc.	115 Rodinea Rd Vaughan ON L6A 1R5		330,202.00
Waynco Limited	1417 Waynco Rd Cambridge ON N1R 6C9		78,749.00
WM J Trotter & Associates	85 West Wilmot St Unit 1 Richmond Hill ON L4B 1K7		225,000.00
Workplace Safety and Insurance Board c/o Collection Services	200 Front St W Toronto ON M5V 3J1		96,063.64
Wristen's Home Specialties Inc.	838 Fennell Ave E Unit 301 Hamilton ON L8V 1V6		25,509.00

FORM 92 — Concluded

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Zurich Insurance Company Limited (Canadian branch) David Bailey	400 University Ave Toronto ON M5G 1S7		1,003,385.92
Total			18,549,499.93

**IN THE MATTER OF THE PROPOSAL OF
CON-KER CONSTRUCTION CORPORATION
OF THE CITY OF OAKVILLE
IN THE REGIONAL MUNICIPALITY OF HALTON
IN THE PROVINCE OF ONTARIO**

TRUSTEE'S REPORT TO CREDITORS ON PROPOSAL

TO THE CREDITORS OF CON-KER CONSTRUCTION CORPORATION

Con-Ker Construction Corporation ("Con-Ker", the "Company" or the "Debtor") filed a Notice of Intention to Make a Proposal ("NOI") pursuant to the *Bankruptcy and Insolvency Act* (the "Act"), on January 29, 2018 (the "NOI Date"). The Company's Proposal was filed with the Official Receiver on April 13, 2018 pursuant to Subsection 50(1) of the Act.

Enclosed are the following documents:

- Proposal as filed with the Official Receiver;
- Statement of the Company's assets and liabilities ("Statement of Affairs");
- Proof of claim form;
- Voting letter; and
- General proxy.

The following Report will outline the background and financial position of the Company including relevant information that should be of assistance to creditors in considering their position with respect to accepting or rejecting the Proposal.

The description of the Proposal in this Report is a summary only and is provided for the assistance of Creditors. In the event there is any inconsistency between this Report and the Proposal, the terms of the Proposal shall govern. Creditors are advised to read the Proposal.

Section A – Introduction and Background

The corporation search indicates that the Company was incorporated in the Province of Ontario on December 22, 1994, and began operating shortly after the date of incorporation. The Proposal Trustee understands that, as of the date of the NOI filing, the current directors and officers of Con-Ker are Francesco Fusillo and Dino Marchioni, who each either directly or indirectly own 50% of Con-Ker.

The Company's registered head office and principal place of business is at a leased premises located at 860 Progress Court, Oakville, Ontario. The Company previously employed 12 people full time and

carries on business in the construction industry specializing in sewer, road, and water main works for various municipalities in southern Ontario.

The Proposal Trustee has been advised by the Company that its financial difficulties stem from delays on certain construction projects, which impacted the Company's cash flow and ability to pay its creditors. Due to the liquidity issues, the Company disposed of and mortgaged certain assets in order to raise working capital to continue in business. The directors advanced approximately \$6.0 million combined to the Company to assist with the cash flow problems, which remains unpaid.

Con-Ker has two active jobs: completing a large project on the James Snow Parkway for The Regional Municipality of Halton ("Halton"), and a second project in Streetsville for The Regional Municipality of Peel ("Peel") (together, the "Ongoing Projects").

A number of construction liens have been registered by trades and material providers in connection with the Ongoing Projects, and other trades and unions have indicated that they intend to register construction liens. As a result, Con-Ker is no longer receiving payments from the owners of the Ongoing Projects for work performed. The Company has insufficient funds on hand to complete the remaining work and does not have the ability to pay or bond off the construction liens.

Section B – Summary of Proposal

The Company is filing the enclosed Proposal to effect an orderly wind-down of the business and affairs of Con-Ker in the expectation that all creditors will derive a greater benefit from the orderly realization of the property and assets of the Company than would result from a forced liquidation in a bankruptcy proceeding.

This section contains a brief summary of the Proposal, the terms of which would be effective if:

- i) the unsecured creditors with valid proven claims vote for the acceptance of the Proposal by a majority in number and two thirds in value of unsecured creditors present, personally or by proxy, at the general meeting of unsecured creditors; and
- ii) the Proposal is approved by the Court, in accordance with the provisions of the Act.

The Proposal provides for the restructuring of the Company's liabilities through a monetary distribution to secured and unsecured creditors. The proven claims of secured creditors shall be paid from the proceeds from the realization of their collateral, net of the costs of realization, in accordance with their priority.

The Proposal provides for the following:

1. Following acceptance of the Proposal by the Creditors of the Debtor and the making of a Court Order approving the Proposal (the "Approval Order"), the Debtor shall take steps to realize on all of its property and assets for the benefit of its Creditors. The property and assets of the Debtor include holdbacks and other receivables, equipment, and litigation in various stages.
2. The Trustee shall monitor the steps being taken by the Debtor to realize on its property and assets. The Debtor will not accept any offer to purchase equipment, settle outstanding holdbacks and other receivables, or settle outstanding litigation, without the prior written approval of the Trustee.

3. The net proceeds from the realization of the Debtor's property and assets, after payment of all valid mortgages, charges, liens, or security interest against the property and assets, and payment of reasonable fees, expenses and costs related to the realization, including without limitation legal fees and disbursements, shall be paid to the Trustee for distribution pursuant to the provisions of the Proposal (the "Proposal Proceeds").
4. Provided that the Proposal is approved by the Creditors and the Approval Order is granted, the principals of the Debtor shall provide their services to the Debtor to complete the realization of the Debtor's property and assets on a without charge basis. In addition, the directors and all other related parties will not participate in any distribution under the Proposal.

Distribution of Proposal Proceeds

Subject to the administrative fees and expenses of the Trustee and the Debtor, the Proposal Proceeds shall be distributed to pay proven creditor claims in accordance with the scheme of priority as set out in the BIA as follows (all terms as defined in the Proposal);

- a) First, to payment of Crown Claims, if any;
- b) Second, to payment of the unpaid Administrative Fees and Expenses;
- c) Third, to payment of the Office of the Superintendent of Bankruptcy levy payable under section 147 of the BIA;
- d) Fourth, to payment of Employee Claims, if any;
- e) Fifth, to payment of all Claims of any other Preferred Creditors in the priority set out in section 136 of the BIA; and
- f) Sixth, each ordinary Unsecured Creditor will be paid the balance on a pro rata basis.

Section C – Assets

According to the Company's sworn Statement of Affairs ("SOA"), as at April 13, 2018, its assets consist of the following:

Asset	Amount as per SOA
Machinery & Equipment	\$275,000.00
Vehicles (leased)	NIL
Accounts Receivable-Variou Holdbacks (estimated to produce)	\$750,000.00
Total	\$1,025,000.96

In addition to the assets listed on the SOA, the Company has commenced an action against Peel bearing Court File No CV-17-1158-00. In the action, the company claims damages in the amount of \$7,700,000 for breach of contract as it relates to certain tenders that were not awarded to the Company.

The Proposal Trustee has been advised by the Company's lawyers that the Company has a meritorious claim. Based on preliminary discussions with counsel handling the action for the Company, the Proposal Trustee understands that litigation costs are estimated to be \$60,000 to \$80,000.

Section D – Creditors' Claims

According to Company's Statement of Affairs, the Company's estimated creditors are comprised of:

Creditor classification	Amount
Unsecured	\$18,549,556.93
Secured	\$8.00
Contingent	\$0.00
Total	\$18,549,563.93

Section E – Estimated Realization

The director's assistance with collecting the outstanding holdbacks and other receivables will generate a greater return to the creditors in comparison with the Trustee attempting to collect the same holdbacks/receivables in a bankruptcy scenario. It is estimated that unsecured, arm's length creditors will receive a greater dividend in a Proposal scenario than in a bankruptcy.

It should be noted that this comparison is an estimate only, and the actual recovery may differ. Creditors are advised that these estimates should only be used as a guide only and the Trustee takes no responsibility for any difference in the ultimate recovery.

	<u>Bankruptcy</u>	<u>Proposal</u>
3. Machinery & Equipment	\$175,000	\$275,000
4. Accounts Receivable- Estimated to Produce	\$375,000	\$750,000
5. Legal Actions	\$0.00	Unknown (Note 1)
Subtotal	\$550,000	\$1,025,000
Less: Estimated Professional, Legal Fees, and Disbursements	(\$50,000)	(\$100,000)
Less: Estimated Priority Creditor Claims	(\$1,278,000)	(\$1,278,000)
Total available for unsecured creditors (estimated)	\$(778,000)	Unknown (Note 2)

Note 1: In a Proposal, the Company will continue to pursue litigation claim and any realization will form part of the Proposal proceeds to be distributed to creditors, other than the Principals and related parties.

Note 2: In a bankruptcy there appears to be NIL realization for unsecured creditors. In a proposal, the Principals anticipate distribution to the creditors, which is unknown at this time.

If Proposal Accepted

Unsecured creditors with proven claims will receive a pro-rata dividend from the proceeds of the realization on the Company's assets. The amount that unsecured creditors can expect to receive will depend on the final dollar amount of filed claims.

Distributions to all creditors in respect of their proven claims will be subject to the Superintendent of Bankruptcy levy equal to 5% of the dividend paid.

If Proposal Not Accepted

If the Proposal is not accepted, the Company will automatically become bankrupt and its assets will vest in the Trustee. **In the event of the Company's bankruptcy, the Trustee estimates that Canada Revenue Agency will suffer a shortfall on its deemed trust claim for outstanding payroll deductions, and that other creditors would receive no dividend.**

Consequently, it appears that a Proposal is more beneficial to creditors than a bankruptcy, and the Proposal Trustee recommends its acceptance.

Section F – Statement of Projected Cash-flow

In accordance with the Act, the Trustee has reviewed the Statement of Projected Cash-flow prepared by the Company.

Section G – Previous Business Dealings with the Debtor

The undersigned Trustee, and Crowe Soberman Inc. in its personal capacity, confirm that they have had no previous business dealings with the Company.

Section H – Remuneration of Trustee

Payment of the outstanding fees and expenses of the Proposal Trustee are being paid out of the Proposal Proceeds and are estimated to be \$70,000. To date, the Proposal Trustee has received payment via a third party guarantee in the amount of \$20,000 as well as an additional payment from the Debtor in the amount of \$16,950.

Section I – Procedures for Dealing with Proposal and Completing a Proof of Claim

In completing the proof of claim form submitted herewith, creditors should only include amounts outstanding as at January 29, 2018.

Unsecured creditors may attend, in person or by proxy, the meeting to consider the Proposal that will be held at the office of the Proposal Trustee, 2 St. Clair Avenue East, Suite 1100, Toronto, Ontario, M4T 2T5 on the 2nd day of May, 2018 at 2:00 pm.

Please note that in order for your vote to count in connection with the Proposal, it is necessary that you complete and submit the enclosed proof of claim and voting documents prior to the meeting.

Unsecured creditors who do not wish to attend or be represented at the meeting but who wish to vote, may forward their proofs of claim and voting letters to the Trustee via fax or mail so as to be received prior to the meeting.

Dated at the City of Toronto, Province of Ontario, this 20th day of April, 2018.

Crowe Soberman Inc.
Trustee acting in re: the Proposal of
Con-Ker Construction Corporation

Per: _____



District of: Ontario
Division No. 09 - Toronto
Court No. 32-2338424
Estate No. 32-2338424

☒ Original ☐ Amended

— Form 78 —

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

In the matter of the proposal of
CON-KER CONSTRUCTION CORPORATION
of the City of Oakville, in the Regional Municipality of Halton
in the Province of Ontario

To the debtor:

You are required to carefully and accurately complete this form and the applicable attachments showing the state of your affairs on the date of the filing of your proposal (or notice of intention, if applicable), on the 29th day of January 2018. When completed, this form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

LIABILITIES

(as stated and estimated by the officer)

1. Unsecured creditors as per list "A"	18,542,599.47
Balance of secured claims as per list "B"	2.00
Total unsecured creditors	18,542,601.47
2. Secured creditors as per list "B"	5.00
3. Preferred creditors as per list "C"	0.00
4. Contingent, trust claims or other liabilities as per list "D" estimated to be reclaimable for	0.00
Total liabilities	18,542,606.47
Surplus	NIL

ASSETS

(as stated and estimated by the officer)

1. Inventory	0.00
2. Trade fixtures, etc.	0.00
3. Accounts receivable and other receivables, as per list "E"	
Good	750,000.00
Doubtful	0.00
Bad	0.00
Estimated to produce	750,000.00
4. Bills of exchange, promissory note, etc., as per list "F" ...	0.00
5. Deposits in financial institutions	0.00
6. Cash	0.00
7. Livestock	0.00
8. Machinery, equipment and plant	275,000.00
9. Real property or immovable as per list "G"	0.00
10. Furniture	0.00
11. RRSPs, RRIFs, life insurance, etc.	0.00
12. Securities (shares, bonds, debentures, etc.)	0.00
13. Interests under wills	0.00
14. Vehicles	0.00
15. Other property, as per list "H"	0.00
If debtor is a corporation, add:	
Amount of subscribed capital	0.00
Amount paid on capital	0.00
Balance subscribed and unpaid	0.00
Estimated to produce	0.00

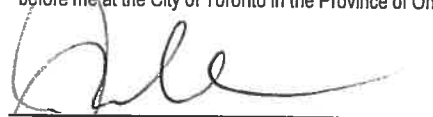
Total assets

Deficiency

I, Dino Marchioni, of the City of Toronto in the Province of Ontario, do swear (or solemnly declare) that this statement and the attached lists are to the best of my knowledge, a full, true and complete statement of my affairs on the 13th day of April 2018 and fully disclose all property of every description that is in my possession or that may devolve on me in accordance with the Act.

SWORN (or SOLEMNLY DECLARED)

before me at the City of Toronto in the Province of Ontario, on this 13th day of April 2018.


Julia Reznichenko, LIT, CIRP, Commissioner of Oaths
For the Province of Ontario
Expires October 5, 2020


Dino Marchioni

Julia Reznichenko, a Commissioner, etc.,
Province of Ontario, for
Crowe Soberman LLP and its affiliates.
Expires October 5, 2020.

District of: Ontario
Division No. 09 - Toronto
Court No. 32-2338424
Estate No. 32-2338424

FORM 78 – Continued

List "A"
Unsecured Creditors

CON-KER CONSTRUCTION CORPORATION

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
1	1219503 Ontario	860 Progress Court Oakville ON L6L 6K1	575,000.00	0.00	575,000.00
2	1276058 Ontario	860 Progress Court Oakville ON L6L 6K1	300,000.00	0.00	300,000.00
3	407 ETR Express Toll Route Attn: Marion Richardson/Collections 511 471 120	6300 Steeles Ave W Woodbridge ON L4H 1J1	15,087.73	0.00	15,087.73
4	Advance Underground	PO Box 702 Gormley ON	3,935.23	0.00	3,935.23
5	Air Liquide Canada Incorporated-Ontario Attn: Zelia Deazevedo	1700 Steeles Ave E Brampton ON L6T 1A6	50.00	0.00	50.00
6	Amg Metals Inc.	21 Bales Drive West, Sharon ON L0G 1V0	21,006.75	0.00	21,006.75
7	Anmol Corporation	329 Clarence St Brampton ON L6W 1T6	2,096.83	0.00	2,096.83
8	Aquatech Dewatering Company	331 Rodinea Rd Maple ON L6A 4P5	12,669.49	0.00	12,669.49
9	Atlantic Industries Limited	640 Waydom Drive AYR ON N0B 1E0	105,208.00	0.00	105,208.00
10	Barricade Traffic Services Inc.	8672 Keele St, Concord ON L4K 2N2	1,615.90	0.00	1,615.90
11	Belor Construction Ltd.	160 Admiral Blvd, Mississauga ON L5T 2N6	825,624.75	0.00	825,624.75
12	Bennington Consutrcion	4787 Aurora Rd Whitchurch-Stouffville ON L4A 7X4	7,430.00	0.00	7,430.00
13	Black & McDonald	2 Bloor Street East, Suite 2100 Toronto ON M4W 1A8	77,763.60	0.00	77,763.60
14	Brown's Fuel	3975 Keele St North York ON M3J 1P1	28,310.00	0.00	28,310.00
15	Bruell Contracting Limited	37 Shorncliffe Rd, ETOBICOKE ON M8Z 5K2	497.40	0.00	497.40
16	Cedar Infrastructure Products Inc	330 Rodinea Rd #1 Maple ON L6A 4P5	57,389.00	0.00	57,389.00
17	Centennial Construction	353 Townline Road, Niagara-On-The-Lake ON L0S 1J0	6,248.41	0.00	6,248.41
18	CRA - Tax - Ontario Attn: Quebec Insolvency Intake Centre 139882963 RP0001	Shawinigan - Sud National Verification and Collection Centre 4695 Shawinigan-Sud Blvd Shawinigan-sud QC G9P 5H9	1,053,216.28	0.00	1,053,216.28
19	CRA - Tax - Ontario Attn: Quebec Insolvency Intake Centre 139882963 RT0001	Shawinigan - Sud National Verification and Collection Centre 4695 Shawinigan-Sud Blvd Shawinigan-sud QC G9P 5H9	2,507,656.70	0.00	2,507,656.70
20	Craftsmen Cutting	5455 Diaz St Irwindale CA 91706 USA	4,993.40	0.00	4,993.40
21	D. Crupi & Sons Limited Attn: Tim Hand	PO Box 272 Scarborough ON M1S 3B6	54,338.20	0.00	54,338.20
22	DBA Environmental Services Inc.	625 Greenhill Ave, # 3 Hamilton ON L8K 5W9	1,243.00	0.00	1,243.00

13-Apr-2018

Date

Dino Marchioni

District of: Ontario
Division No. 09 - Toronto
Court No. 32-2338424
Estate No. 32-2338424

FORM 78 – Continued

List "A"
Unsecured Creditors

CON-KER CONSTRUCTION CORPORATION

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
23	DECAST Ltd.	8807 Simcoe Country Rod 56, Utopia ON L0M 1T0	245,000.00	0.00	245,000.00
24	Derek A. Schmuck Attn: D A Schmuck Direct Equipment Limited	200-1 Hunter St E Hamilton ON L8N 3R1	0.00	0.00	0.00
25	Desjardins Card Services 4530941649808009	c/o FCT Default Solutions PO Box 2514 Stn B London ON N6A 4G9	1,054.00	0.00	1,054.00
26	Dibco Underground Ltd.	135 Commercial Road, Bolton ON L7E 1R6	47,140.98	0.00	47,140.98
27	Dino Marchioni	860 Progress Court Oakville ON L6L 6K1	3,000,000.00	0.00	3,000,000.00
28	Direct Equipment Ltd.	1363 Cornwall Road, Oakville ON L6J 7T5	19,668.78	0.00	19,668.78
29	DOL Hydroseeding Inc.	6839 Seventh Line Beeton ON L0G 1A0	19,568.00	0.00	19,568.00
30	Drudi Alexiou Kuchar LLP Attn: Mariella Dascanio	7050 Weston Road Suite 610 Woodbridge ON L4L 8G7	3,897.70	0.00	3,897.70
31	E.C. Power & Lighting Ltd. Attn: Lisa Mota	c/o Simmons Da Silva LLP 201 County Court Blvd, Suite 200 Brampton ON L6W 4L2	677,442.12	0.00	677,442.12
32	Earth Boring Company Limited Attn: Ryan Hauk	c/o Torkin Manes LLP 1500-151 Yonge St Toronto ON M5C 2W7	55,000.00	0.00	55,000.00
33	Echelon Environmental	505 Hood Rd Unit 26 Markham ON	20,281.00	0.00	20,281.00
34	Envyrozone	25 Claireville Dr, ETOBICOKE ON M9W 5Z7	13,857.76	0.00	13,857.76
35	Erosion Control Systems Inc.	c/o Siskinds LLP 680 Waterloo Street London ON N6A 3V8	30,397.00	0.00	30,397.00
36	Estate of Sam Herzog	2 St Clair Ave East Toronto ON M4T 2T5	630,000.00	0.00	630,000.00
37	Evergreen Landscaping	47 Sunnycraft Court Waterdown ON L8B 0L3	1,900.00	0.00	1,900.00
38	Fer-Pal Construction Ltd.	171 Fenmar Dr, North York ON M9L 1M7	231,083.68	0.00	231,083.68
39	Ford Credit Canada Limited Attn: Bankruptcy Department	PO Box 2400 Edmonton AB T5J 5C7	0.00	1.00	1.00
40	Forterra Pressure Pipe Inc Attn: Debbie Watson	5387 Betheseda Road Stouffville ON L4A3A5	126,470.00	0.00	126,470.00
41	Frank Fusillo	860 Progress Court Oakville ON L6L 6K1	3,000,000.00	0.00	3,000,000.00
42	Furfari Paving Co	2751 Markham Rd Scarborough ON M1X 1M4	587,170.00	0.00	587,170.00
43	GeoShack- Toronto	35 McCleary Ct, Concord ON L4K 3Y9	6,530.28	0.00	6,530.28
44	GHD Limited Attn: Michael Kennedy	c/o McCaughy Borlack LLP 22 Frederick Street, Suite 515 Kitchener ON N2H 6M6	1.00	0.00	1.00

13-Apr-2018

Date


Dino Marchioni

District of: Ontario
Division No. 09 - Toronto
Court No. 32-2338424
Estate No. 32-2338424

FORM 78 - Continued

List "A"
Unsecured Creditors

CON-KER CONSTRUCTION CORPORATION

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
45	Golder Associates Ltd.	141 Adelaide St West, # 910 Toronto ON M5H 3L5	26,432.64	0.00	26,432.64
46	Green Sphere Inc.	C-420 Main St, East, Suite 818 Milton ON L9T 5G3	6,329.14	0.00	6,329.14
47	Greenhorizons Group of Farms - Hamilton Sod	2907 Upper James Street Mount Hope ON L0R 1W0	7,128.03	0.00	7,128.03
48	Greenville Pavcrete Inc.	31 Delta Park Blvd Brampton ON L6T 5E7	47,250.00	0.00	47,250.00
49	Greystone Grading Ltd.	7155 Eighth Line, Homby ON L0P 1E0	2,847.60	0.00	2,847.60
50	Imperial Fence & Landscaping	369 Erie Ave Brantford ON N3S 2H7	79,057.87	0.00	79,057.87
51	International Erosion Control Systems	22295 Hoskins Line Rodney ON N0L 2C0	30,397.00	0.00	30,397.00
52	International Union of Operating Engineers Local 793	2245 Speers Rd Oakville ON L6L 6X8	42,348.00	0.00	42,348.00
53	J Lipani Turf Group	2374 Holborn Rd Queensville ON L0G 1R0	62,861.00	0.00	62,861.00
54	John Deere Credit Inc. Attn: Linda Merk	401- 1001 Champlain Avenue Burlington ON L7L 5Z4	1.00	0.00	1.00
55	King Hydroseeding	97 Healey Road Bolton ON L7E 5A9	15,779.00	0.00	15,779.00
56	LaFrentz Road Services Ltd.	1780 Ironstone Dr Burlington ON L7L 5V3	3,390.00	0.00	3,390.00
57	Lin-Con Concrete Products	5131 Buehler Line Wallenstein ON N0B 2S0	20,800.00	0.00	20,800.00
58	Liuna Local 183 Members' Benefit Fund Attn: Jennifer Brum	1263 Wilson Avenue North York ON M3M 3G3	160,000.00	0.00	160,000.00
59	Mastercrete Construction Inc.	290 Traders Boulevard East Mississauga ON L4Z 1W7	73,069.00	0.00	73,069.00
60	McNeely & Kelly	197 Bond Street East Oshawa ON L1G 1B4	1.00	0.00	1.00
61	Milton Hydro Attn: Customer Service	200 Chisholm Dr Milton ON L9T 3G9	0.00	0.00	0.00
62	Ministry of Finance - ON PST, EHT & Other Taxes Attn: Mrs. Asta Alberly EHT	Ministry of Revenue 33 King Street West 6th Floor Oshawa ON L1H 8H5	267,940.14	0.00	267,940.14
63	Mr. Waste Inc.	1374 Norenko Court Mississauga ON L5V 2M8	1.00	0.00	1.00
64	Multi-Construction Services	PO Box 702 Gormley ON L0H 1G0	83,726.00	0.00	83,726.00
65	Multiseal Paving	4255 Weston Rd North York ON M9L 1W8	11,300.00	0.00	11,300.00
66	Napa Auto Parts	460 Woody Road Oakville ON L6K 3T6	2,688.00	0.00	2,688.00
67	Nature's Call	177 Creditstone Rd Concord ON L4K 1N5	1,520.00	0.00	1,520.00
68	Neiltech Services Inc.	1230 Balmoral Rd Cambridge ON N1T 1A5	12,200.00	0.00	12,200.00

13-Apr-2018

Date

Dino Marchioni

District of: Ontario
Division No. 09 - Toronto
Court No. 32-2338424
Estate No. 32-2338424

FORM 78 -- Continued

List "A"
Unsecured Creditors

CON-KER CONSTRUCTION CORPORATION

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
69	Nelson Aggregate	PO Box 1070 Burlington ON L7P 0G8	662,842.52	0.00	662,842.52
70	Nortrax Canada Incorporated Attn: Marva Martin	1655 Britannia Rd. East Mississauga ON L4W 1S5	4,490.00	0.00	4,490.00
71	Ontario Cutting & Coring Ltd	2398 Haines Rd Mississauga ON L4Y 1Y6	1,460.00	0.00	1,460.00
72	Pacific Paving Ltd	5845 Luke Road Unit 204 Mississauga ON L4W 2K5	9,300.00	0.00	9,300.00
73	Pallett Valo LLP Attn: Frances Wales	300-77 City Centre Dr, West Tower Mississauga ON L5B 1M5	27,400.00	0.00	27,400.00
74	Petrie's Quality Top Soil Ltd.	4321 Sixth Line Milton ON L9T 5S3	3,107.00	0.00	3,107.00
75	Pipe Flow Contracting Corp.	111 Frid St Hamilton ON L8P 4M3	13,803.00	0.00	13,803.00
76	Platinum Infrastructure Inc.	c/o Tom Sgrignuoli Mississauga ON	23,730.00	0.00	23,730.00
77	Powell Contracting Ltd.	180 Ram Forest Rd Gormley ON L0H 1G0	21,760.00	0.00	21,760.00
78	Power Premium Financing Corp	290 Rowntree Dairy Road Woodbridge ON L4L 9J7	26,689.00	0.00	26,689.00
79	Pro Concrete and Paving Ltd.	786 Burlington St E Hamilton ON L8L 4K3	4,294.00	0.00	4,294.00
80	Purolator Courier Limited Attn: Ortie Nesci	5995 Avebury Rd. 3rd Flr. Mississauga ON L5R 3T8	1,100.00	0.00	1,100.00
81	Quikrete Toronto Inc.	1501 Whistle Bare Rd Cambridge ON N1R 5S3	800.00	0.00	800.00
82	R & M Construction	254 Main St N Acton ON L7J 1W9	67,000.00	0.00	67,000.00
83	R. Kidd Fuels Corp.	1741 Albion Road Etobicoke ON M9V 1C3	25,210.00	0.00	25,210.00
84	Region of Peel	c/o Koskie Minsky LLP 20 Queen St West Suite 900 Toronto ON M5H 3R3	1.00	0.00	1.00
85	Robert B Somerville Inc.	13176 Dufferin St King City ON L7B 1K5	121,130.00	0.00	121,130.00
86	Sansar Contracting	11244 Keele St Maple ON L6A 1S1	10,072.00	0.00	10,072.00
87	St. Marys Cement Inc	55 Industrial St East York ON M4G 3W9	182,840.00	0.00	182,840.00
88	Stepcon Industries	2364 Haines Rd Mississauga ON L4Y 1Y6	10,101.00	0.00	10,101.00
89	Stephensons Rental Services Inc. - Oakville Attn: Billy Dempster	1329 Speers Road Oakville ON L6L 2X5	19,720.00	0.00	19,720.00
90	Stinson Owl Lite	130 Creditstone Rd Vaughan ON L4K 1P2	5,430.00	0.00	5,430.00
91	Strada Survey Inc.	31 Gaudaur Rd Woodbridge ON L4L 3R8	8,136.00	0.00	8,136.00
92	sub terrain directional drilling ltd	Box 555 Stouffville ON L4A 7Z7	4,720.00	0.00	4,720.00

13-Apr-2018

Date


Dino Marchioni

District of: Ontario
Division No. 09 - Toronto
Court No. 32-2338424
Estate No. 32-2338424

FORM 78 -- Continued

List "A"
Unsecured Creditors

CON-KER CONSTRUCTION CORPORATION

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
93	Sweep All	Unknown ON	78,500.00	0.00	78,500.00
94	T Bolton Sod Co	9043 Simcoe County Rd 1 Palgrave ON	54,817.00	0.00	54,817.00
95	TD Canada Trust c/o BankruptcyHighway.com	PO Box 57100 Etobicoke ON M8Y 3Y2	1.00	0.00	1.00
96	Technical Standards and Safety Authority Attn: Nasra Abdalla	345 Carlingview Drive Toronto ON M9W 6N9	8,090.00	0.00	8,090.00
97	Terrafox Geosynthetics Inc.	455 Homer Ave ETOBICOKE ON M8W 4W9	2,725.00	0.00	2,725.00
98	Teti Transport	100 Treelawn Blvd KLEINBURG ON L0J 1C0	18,306.00	0.00	18,306.00
99	Thurber Engineering Ltd.	2010 Winston Park Dr Unit 103 Oakville ON L6H 5R7	1,230.00	0.00	1,230.00
100	Toromont Industries Ltd	3131 Highway 7 West PO Box 5511 Concord ON L4K 1B7	1,065.00	0.00	1,065.00
101	Treadworx Tire Sales Attn: Amos Lampley	290 Traders Blvd East Mississauga ON L4Z 1W7	8,650.00	0.00	8,650.00
102	Unilock Ltd	287 Armstrong Ave Georgetown ON L7G 4X6	8,440.00	0.00	8,440.00
103	Union Gas Attn: Bankruptcy Department	348 Elgin Street PO Box 10 Brantford ON N3T 5M4	540.00	0.00	540.00
104	United Rentals	115, Ardelt Avenue Kitchener ON N2C 2E1	11,280.00	0.00	11,280.00
105	Wamco Supply Inc.	115 Rodinea Rd Vaughan ON L6A 1R5	330,202.00	0.00	330,202.00
106	Waynco Limited	1417 Waynco Rd Cambridge ON N1R 6C9	78,749.00	0.00	78,749.00
107	West York Leasing Attn: Deeter Rieckermann	1785 St Clair Ave W Toronto ON M6N 1J6	0.00	1.00	1.00
108	Williams Parkway Extension Group Limited	c/o Weir Foulds 66 Wellington St West- Suite 4100 Toronto ON M5K 1B7	1.00	0.00	1.00
109	WM J Trotter & Associates	85 West Wilmot St Unit 1 Richmond Hill ON L4B 1K7	225,000.00	0.00	225,000.00
110	Workplace Safety and Insurance Board Attn: c/o Collection Services	200 Front St W Toronto ON M5V 3J1	96,063.64	0.00	96,063.64
111	Wristen's Home Specialties Inc.	838 Fennell Ave E Unit 301 Hamilton ON L8V 1V6	25,509.00	0.00	25,509.00
112	Zurich Insurance Company Limited (Canadian branch) Attn: David Bailey	400 University Ave Toronto ON M5G 1S7	1,003,385.92	0.00	1,003,385.92
Total:			18,542,599.47	2.00	18,542,601.47

13-Apr-2018

Date

Dino Marchioni

District of: Ontario
Division No. 09 - Toronto
Court No. 32-2338424
Estate No. 32-2338424

FORM 78 -- Continued

List "B"
Secured Creditors

CON-KER CONSTRUCTION CORPORATION

No.	Name of creditor	Address	Amount of claim	Particulars of security	When given	Estimated value of security	Estimated surplus from security	Balance of claim
1	Caterpillar Financial Services Ltd. Attn: Sherry Pottie	2 - 3457 Superior Court Oakville ON L6L 0C4	1.00	Business Assets - Machinery - Machinery and Equipment	01-Jan-2001	1.00		
2	Daimler Truck Financial	2680 Matheson Blvd. Suite 500 Mississauga ON L4W 0A5	1.00	Business Assets - Machinery - Machinery and Equipment	01-Jan-2001	1.00		
3	Ford Credit Canada Limited Attn: Bankruptcy Department	PO Box 2400 Edmonton AB T5J 5C7	1.00	Motor Vehicles - Automobile - 2016 - Ford - F150 - 1FTEW1EG3GF886625	01-Jan-2001	0.00		1.00
4	John Deere Credit Inc. Attn: Linda Merk	401 - 1001 Champlain Avenue Burlington ON L7L 5Z4	1.00	Business Assets - Machinery - Machinery and Equipment	01-Jan-2000	1.00		
5	Meridian Onecap Credit Corporation (formerly Roynat Lease Finance - Toronto) Attn: Jennifer Kyle	800-40 Sheppard Ave W North York ON M2N 6K9	1.00	Business Assets - Machinery - Machinery and Equipment	01-Jan-2003	1.00		
6	Volvo Car Financial Services Canada Attn: Bankruptcy Department	PO Box 2400 Edmonton AB T5J 5C7	1.00	Business Assets - Machinery - Machinery and Equipment	01-Jan-2004	1.00	274,995.00	
7	West York Leasing Attn: Deeter Rieckermann	1785 St Clair Ave W Toronto ON M6N 1J6	1.00	Motor Vehicles - Automobile - 2017 - Dodge - Ram - 1C6RRR7PT5HS572081	01-Jan-2000	0.00		1.00
Total:			7.00			5.00	274,995.00	2.00

13-Apr-2018

Date

Dino Marchioni

District of: Ontario
Division No. 09 - Toronto
Court No. 32-2338424
Estate No. 32-2338424

FORM 78 -- Continued

List "C"
Preferred Creditors for Wages, Rent, etc.

CON-KER CONSTRUCTION CORPORATION

No.	Name of creditor	Address and occupation	Nature of claim	Period during which claim accrued	Amount of claim	Amount payable in full	Difference ranking for dividend
Total:					0.00	0.00	0.00

13-Apr-2018

Date


Dino Marchioni

District of: Ontario
Division No. 09 - Toronto
Court No. 32-2338424
Estate No. 32-2338424

FORM 78 – Continued

List "D"
Contingent or Other Liabilities

CON-KER CONSTRUCTION CORPORATION

No.	Name of creditor or claimant	Address and occupation	Amount of liability or claim	Amount expected to rank for dividend	Date when liability incurred	Nature of liability
Total:			0.00	0.00		

13-Apr-2018

Date


Dino Marchioni

District of: Ontario
Division No. 09 - Toronto
Court No. 32-2338424
Estate No. 32-2338424

FORM 78 – Continued

List "E"
Debts Due to the Debtor

CON-KER CONSTRUCTION CORPORATION

No.	Name of debtor	Address and occupation	Nature of debt	Amount of debt (good, doubtful, bad)	Folio of ledgers or other book where particulars to be found	When contracted	Estimated to produce	Particulars of any securities held for debt
1	Various holdback payments	miscellaneous ON	accounts receivable	750,000.00 0.00 0.00		12-Jan-2017	750,000.00	none
Total:				750,000.00 0.00 0.00			750,000.00	

13-Apr-2018

Date


Dino Marchioni

District of: Ontario
Division No. 09 - Toronto
Court No. 32-2338424
Estate No. 32-2338424

FORM 78 – Continued

List "F"

Bills of Exchange, Promissory Notes, Lien Notes, Chattel
Mortgages, etc., Available as Assets

CON-KER CONSTRUCTION CORPORATION

No.	Name of all promissory, acceptors, endorsers, mortgagors, and guarantors	Address	Occupation	Amount of bill or note, etc.	Date when due	Estimated to produce	Particulars of any property held as security for payment of bill or note, etc.
Total:				0.00		0.00	

13-Apr-2018

Date


Dino Marchioni

District of: Ontario
Division No. 09 - Toronto
Court No. 32-2338424
Estate No. 32-2338424

FORM 78 – Continued

List "G"
Real Property or Immovables Owned by Debtor
CON-KER CONSTRUCTION CORPORATION

Description of property	Nature of debtor interest	In whose name does title stand	Total value	Particulars of mortgages, hypothecs, or other encumbrances (name, address, amount)	Equity or surplus
Total:			0.00		0.00

13-Apr-2018

Date


Dino Marchioni

District of: Ontario
 Division No. 09 - Toronto
 Court No. 32-2338424
 Estate No. 32-2338424

FORM 78 -- Concluded

List "H"
 Property

CON-KER CONSTRUCTION CORPORATION
 FULL STATEMENT OF PROPERTY

Nature of property	Location	Details of property	Original cost	Estimated to produce
(a) Stock-in-trade			0.00	0.00
(b) Trade fixtures, etc.			0.00	0.00
(c) Cash in financial institutions			0.00	0.00
(d) Cash on hand			0.00	0.00
(e) Livestock			0.00	0.00
(f) Machinery, equipment and plant		Machinery and Equipment	0.00	275,000.00
(g) Furniture			0.00	0.00
(h) Life insurance policies, RRSPs, etc.			0.00	0.00
(i) Securities			0.00	0.00
(j) Interests under wills, etc.			0.00	0.00
(k) Vehicles		Automobile - 2016 - Ford - F150 - 1FTEW1EG3GF886625	0.00	0.00
		Automobile - 2017 - Dodge - Ram - 1C6RRR7PT5HS572081	0.00	0.00
(l) Taxes			0.00	0.00
(m) Other			0.00	0.00
			Total:	275,000.00

13-Apr-2018

Date


 Dino Marchioni

Court No. 32-2338424

File No. 32-2338424

In the matter of the proposal of
CON-KER CONSTRUCTION CORPORATION
of the City of Oakville, in the Regional Municipality of
Halton
in the Province of Ontario

Form 78 (Bill C-12)
Statement of affairs (Business bankruptcy)

Crowe Soberman Inc. - Licensed Insolvency
Trustee

2 St. Clair Ave East, Suite 1100
Toronto ON M4T 2T5
Phone: (416) 929-2500 Fax: (416) 929-2555

District of Ontario
Division No. 07 – Hamilton
Court No. 32-2338424
Estate No. 32-2338424

ONTARIO
SUPERIOR COURT OF JUSTICE
(IN BANKRUPTCY AND INSOLVENCY)

IN THE MATTER OF THE PROPOSAL OF
CON-KER CONSTRUCTION CORPORATION
OF THE CITY OF OAKVILLE, IN THE REGIONAL MUNICIPALITY OF HALTON,
IN THE PROVINCE OF ONTARIO

PROPOSAL

April 13, 2018

CON-KER CONSTRUCTION CORPORATION hereby submits the following Proposal to its Creditors pursuant to Part III of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended.

ARTICLE 1 - DEFINITIONS

1.1 Definitions:

In this Proposal:

- (a) **“Administrative Fees and Expenses”** means the proper fees and expenses, including legal fees and disbursements, of the Trustee and the Debtor, incurred at the standard rates and charges of the Trustee and legal counsel to the Trustee and the Debtor, on and incidental to the negotiation, preparation, presentation, consideration and implementation of the Proposal, and all proceedings and matters relating to or arising out of the Proposal;
- (b) **“Approval Date”** means the date that the Approval Order is issued by the Court;
- (c) **“Approval Order”** means an order of the Court approving the Proposal;
- (d) **“BIA”** means the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended and in force as at the Filing Date;

- (e) **"Business Day"** means a day, other than a Saturday, Sunday, or statutory holiday, on which banks are generally open for business in Toronto, Ontario;
- (f) **"Claim"** means any right of any Person against the Debtor in connection with any indebtedness, liability or obligation of any kind of the Debtor which indebtedness, liability or obligation is in existence at the Filing Date, whether or not reduced to judgement, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, unsecured, present, future, known, unknown, by guarantee, by surety or otherwise and whether or not such a right is executory in nature, including, without limitation, the right or ability of any Person to advance a claim for contribution or indemnity or otherwise with respect to any matter, action, cause or chose in action, whether existing at present or commenced in the future based in whole or in part on facts which exist prior to or at the time of the Filing Date;
- (g) **"Court"** means the Ontario Superior Court of Justice (in Bankruptcy and Insolvency);
- (h) **"Creditor"** means any Person having a Claim and may, if the context requires, mean a trustee, receiver, receiver-manager or other Person acting on behalf or in the name of such Person;
- (i) **"Crown Claims"** means any Claims of Her Majesty in Right of Canada or a province as described in subsection 60(1.1) of the BIA;
- (j) **"Debtor"** means Con-Ker Construction Corporation;
- (k) **"Employee Claims"** means any Claims of employees and former employees of the Debtor as described in subsection 60(1.3) of the BIA;
- (l) **"Filing Date"** means January 29, 2018 (the date the Debtor filed a notice of intention to make a proposal);
- (m) **"Person"** means any individual, partnership, joint venture, trust, corporation, unincorporated organization, government or any agency or instrumentality thereof, or any other entity howsoever designated or constituted;
- (n) **"Preferred Creditors"** means the Unsecured Creditors that are required by the BIA to be paid in priority to all other unsecured claims under a proposal made by a debtor;
- (o) **"Proposal"** means this proposal together with any amendments thereto;
- (p) **"Proposal Proceeds"** has the meaning ascribed to the term in paragraph 4.1 hereof;
- (q) **"Related Persons"** has the meaning ascribed to the term in subsection 4(2) of the BIA;

- (r) **"Secured Creditor"** means a Person holding a mortgage, hypothec, pledge, charge, lien, or security interest on or against the property or assets of the Debtor as security for a debt due or accruing due to the Person from the Debtor;
- (s) **"Trustee"** means Crowe Soberman Inc. or its duly appointed successor or successors; and
- (t) **"Unsecured Creditors"** means the Preferred Creditors and any Creditor who is not a Secured Creditor.

1.2 Articles of Reference

The terms "hereof", "hereunder", "herein" and similar expressions refer to the Proposal and not to any particular article, section, subsection, clause or paragraph of the Proposal and include any agreements supplemental hereto. In the Proposal, a reference to an article, section, subsection, clause or paragraph will, unless otherwise stated, refer to an article, section, subsection, clause or paragraph of the Proposal.

1.3 Interpretation Not Affected by Headings

The division of the Proposal into articles, sections, subsections, clauses or paragraphs and the insertion of a table of contents and headings are for convenience of reference only and will not affect the construction or interpretation of this Proposal.

1.4 Date for Any Action

In the event that any date on which any action is required to be taken hereunder is not a Business Day, such action will be required to be taken on the next succeeding day which is a Business Day.

1.5 Time

All times expressed herein are local time in Toronto, Ontario, Canada unless otherwise stipulated.

1.6 Numbers

In the Proposal, where the context requires, a word importing the singular number will include the plural and *vice versa* and a word or words importing gender will include all genders.

1.7 Currency

Unless otherwise stated herein, all references to currency in the Proposal are to lawful money of Canada.

ARTICLE 2 - PURPOSE AND EFFECT OF PROPOSAL

2.1 Purpose of Proposal

The purpose of this Proposal is to effect an orderly winddown of the business and affairs of the Debtor in the expectation that all Creditors will derive a greater benefit from the orderly realization of the property and assets of the Debtor than would result from a forced liquidation upon a bankruptcy.

This Proposal provides the essential terms upon which all Claims will be fully and finally resolved and settled.

ARTICLE 3 - CLASSIFICATION AND TREATMENT OF CREDITORS

3.1 Classes of Creditors

For the purposes of voting on the Proposal, there shall be two classes of Creditors, Secured Creditors and Unsecured Creditors.

3.2 Secured Creditors

The proven Claims of Secured Creditors shall be paid from the proceeds from the realization of their collateral, net of the costs of realization, in accordance with their relative priority. For distribution purposes, to the extent that the net proceeds realized from the collateral are not sufficient to satisfy the proven Claim of a Secured Creditor, that Secured Creditor shall be an Unsecured Creditor for any portion of that Secured Creditor's proven Claim that remains outstanding.

3.3 Related Persons

Provided that Proposal is approved by the Creditors and the Approval Order is issued, all Related Persons who are Creditors of the Debtor shall waive their right to participate in any distribution to Creditors pursuant to the terms of this Proposal.

ARTICLE 4 - FUNDING OF PROPOSAL

4.1 Funding of Proposal

Following acceptance of the Proposal by the Creditors of the Debtor and the making of the Approval Order, the Debtor shall take steps to realize on all of its property and assets for the benefit of its Creditors. The property and assets of the Debtor includes holdbacks and other receivables, equipment, and litigation in various stages.

The Trustee shall monitor the steps being taken by the Debtor to realize on its property and assets. The Debtor will not accept any offer to purchase equipment, settle outstanding holdbacks and other receivables, or settle outstanding litigation, without the prior written approval of the Trustee.

The net proceeds from the realization of the Debtor's property and assets, after payment of all valid mortgages, hypothecs, pledges, charges, liens, or security interest against the property and assets, and payment of reasonable fees, expenses and costs related to the realization, including without limitation legal fees and disbursements, shall be paid to the Trustee for distribution pursuant to the provisions of this Proposal (the "**Proposal Proceeds**").

Provided that Proposal is approved by the Creditors and the Approval Order is issued, the principals of the Debtor shall provide their services to the Debtor to complete the realization of the Debtor's property and assets on a without charge basis.

ARTICLE 5 - DISTRIBUTION

5.1 Distribution

Subject to paragraph 5.2, the Proposal Proceeds shall be distributed by the Trustee to pay proven Claims of Creditors, without interest, as soon as practicable in accordance with the scheme of priority as set out in the BIA as follows:

- (a) First, to payment of Crown Claims, if any;
- (b) Second, to payment of the unpaid Administrative Fees and Expenses;
- (c) Third, to payment of the Office of the Superintendent of Bankruptcy levy payable under section 147 of the BIA;
- (d) Fourth, to payment of Employee Claims, if any;
- (e) Fifth, to payment of all Claims of any other Preferred Creditors in the priority set out in section 136 of the BIA; and
- (f) Sixth, each ordinary Unsecured Creditor will be paid the balance on a *pro rata* basis.

5.2 Administrative Fees and Expenses

Administrative Fees and Expenses shall be paid pursuant to section 60(2) of the BIA. The Trustee shall be at liberty from time to time to apply reasonable amounts, out of the Proposal Proceeds against its Administrative Fees and Expenses, and such amounts shall constitute advances against the Administrative Fees and Expenses when and as approved by the Court.

5.3 Discharge of Trustee

Upon the payment by the Trustee of the amounts contemplated in this article ARTICLE 5 - , the Trustee shall have discharged its duties as Trustee and the Trustee shall be entitled to apply for its discharge as Trustee. For greater certainty, the Trustee will not be responsible or liable for any obligations of the Debtor and will be exempt from any personal liability in fulfilling any duties or

exercising any powers conferred upon it by this Proposal, other than for gross negligence or willful misconduct.

ARTICLE 6 - MISCELLANEOUS

6.1 Appointment of Inspectors

At the statutory meeting of Unsecured Creditors to be held to consider the Proposal, the Unsecured Creditors may appoint up to five (5) Inspectors whose powers will be limited to: (a) advising the Trustee concerning any dispute which may arise as to the validity of Claims; and (b) advising the Trustee from time to time with respect to any other matter that the Trustee may refer to them.

6.2 Modification of Proposal

The Debtor may propose an alteration or modification to the Proposal prior to the vote taking place on the Proposal.

6.3 Release of Officers and/or Directors

Any Claims by against the directors and/or officers of the Debtor that arose prior to the Filing Date and relate to obligations of the Debtor where directors and/or officers are under any law liable in their capacity as directors and/or officers for the payment of such Claims shall be, and upon the issuance of the Approval Order, are released and forever discharged as against the directors and/or officers of the Debtor, other than Claims of the nature detailed in subsection 50(14) of the BIA.

ARTICLE 7 - AVOIDANCE OF TRANSACTIONS

7.1 Avoidance Proceedings

Sections 95 to 101 of the BIA shall not apply in respect of this Proposal.

ARTICLE 8 - GENERAL

8.1 Foreign Currency Obligations

For purposes of this Proposal, Claims denominated in a currency other than Canadian funds will be converted to Canadian Dollars at the closing spot rate of exchange of the Bank of Canada on the Filing Date.

8.2 Applicable Law

This Proposal shall be construed in accordance with the laws of the Province of Ontario and the laws of Canada applicable therein and shall be treated in all respects as an Ontario contract.

8.3 Non Severability

It is intended that all provisions of this Proposal shall be fully binding on and effective between all Persons named or referred to in this Proposal and in the event that any particular provision or provisions of this Proposal is or are found to be void, voidable or unenforceable for any reason whatever, then the remainder of this Proposal and all other provisions shall be void and of no force or effect

DATED at the City of Toronto in the province of Ontario, this 13th day of April, 2018.

**CON-KER CONSTRUCTION
CORPORATION**

Per: 

Name: FRANK FUSILLO

Title: PRESIDENT.



NAME: DINO MARCHIONNI

TITLE: VICE PRESIDENT

District of: Ontario
Division No. 09 - Toronto
Court No. 32-2338424
Estate No. 32-2338424

FORM 31
Proof of Claim
(Sections 50.1, 81.5, 81.6, Subsections 65.2(4), 81.2(1), 81.3(8), 81.4(8), 102(2), 124(2), 128(1),
and Paragraphs 51(1)(e) and 66.14(b) of the Act)

In the matter of the proposal of
CON-KER CONSTRUCTION CORPORATION
of the City of Oakville, in the Regional Municipality of Halton
in the Province of Ontario

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

In the matter of the proposal of CON-KER CONSTRUCTION CORPORATION of the City of Oakville in the Province of Ontario and the claim of _____, creditor.

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

1. That I am a creditor of the above named debtor (or I am _____ (position/title) of _____ creditor).

2. That I have knowledge of all the circumstances connected with the claim referred to below.

3. That the debtor was, at the date of proposal, namely the 29th day of January 2018, and still is, indebted to the creditor in the sum of \$ _____, as specified in the statement of account (or affidavit) attached and marked Schedule "A", after deducting any counterclaims to which the debtor is entitled. (The attached statement of account or affidavit must specify the vouchers or other evidence in support of the claim.)

4. (Check and complete appropriate category.)

☐ A. UNSECURED CLAIM OF \$ _____
(other than as a customer contemplated by Section 262 of the Act)

That in respect of this debt, I do not hold any assets of the debtor as security and
(Check appropriate description.)

☐ Regarding the amount of \$ _____, I claim a right to a priority under section 136 of the Act.

☐ Regarding the amount of \$ _____, I do not claim a right to a priority.
(Set out on an attached sheet details to support priority claim.)

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

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

☐ C. SECURED CLAIM OF \$ _____

That in respect of this debt, I hold assets of the debtor valued at \$ _____ as security, particulars of which are as follows:
(Give full particulars of the security, including the date on which the security was given and the value at which you assess the security, and attach a copy of the security documents.)

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

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

- ☐ E. CLAIM BY WAGE EARNER OF \$ _____
- ☐ That I hereby make a claim under subsection 81.3(8) of the Act in the amount of \$ _____.
- ☐ That I hereby make a claim under subsection 81.4(8) of the Act in the amount of \$ _____.
- ☐ F. CLAIM BY EMPLOYEE FOR UNPAID AMOUNT REGARDING PENSION PLAN OF \$ _____
- ☐ That I hereby make a claim under subsection 81.5 of the Act in the amount of \$ _____.
- ☐ That I hereby make a claim under subsection 81.6 of the Act in the amount of \$ _____.
- ☐ G. CLAIM AGAINST DIRECTOR \$ _____

(To be completed when a proposal provides for the compromise of claims against directors.)

That I hereby make a claim under subsection 50(13) of the Act, particulars of which are as follows:
(Give full particulars of the claim, including the calculations upon which the claim is based.)

- ☐ H. CLAIM OF A CUSTOMER OF A BANKRUPT SECURITIES FIRM \$ _____

That I hereby make a claim as a customer for net equity as contemplated by section 262 of the Act, particulars of which are as follows:
(Give full particulars of the claim, including the calculations upon which the claim is based.)

5. That, to the best of my knowledge, I _____ (am/am not) (or the above-named creditor _____ (is/is not)) related to the debtor within the meaning of section 4 of the Act, and _____ (have/has/have not/has not) dealt with the debtor in a non-arm's-length manner.

6. That the following are the payments that I have received from, and the credits that I have allowed to, and the transfers at undervalue within the meaning of subsection 2(1) of the Act that I have been privy to or a party to with the debtor within the three months (or, if the creditor and the debtor are related within the meaning of section 4 of the Act or were not dealing with each other at arm's length, within the 12 months) immediately before the date of the initial bankruptcy event within the meaning of Section 2 of the Act: (Provide details of payments, credits and transfers at undervalue.)

7. (Applicable only in the case of the bankruptcy of an individual.)

- ☐ Whenever the trustee reviews the financial situation of a bankrupt to redetermine whether or not the bankrupt is required to make payments under section 68 of the Act, I request to be informed, pursuant to paragraph 68(4) of the Act, of the new fixed amount or of the fact that there is no longer surplus income.
- ☐ I request that a copy of the report filed by the trustee regarding the bankrupt's application for discharge pursuant to subsection 170(1) of the Act be sent to the above address.

Dated at _____, this _____ day of _____.

 Witness

 Creditor

Phone Number: _____

Fax Number : _____

E-mail Address : _____

NOTE: If an affidavit is attached, it must have been made before a person qualified to take affidavits.

WARNINGS: A trustee may, pursuant to subsection 128(3) of the Act, redeem a security on payment to the secured creditor of the debt or the value of the security as assessed, in a proof of security, by the secured creditor.

Subsection 20(1) of the Act provides severe penalties for making any false claim, proof, declaration or statement of account.

District of: Ontario
Division No. 09 - Toronto
Court No. 32-2338424
Estate No. 32-2338424

FORM 36

Proxy

(Subsection 102(2) and paragraphs 51(1)(e) and 66.15(3)(b) of the Act)

In the matter of the proposal of
CON-KER CONSTRUCTION CORPORATION
of the City of Oakville, in the Regional Municipality of Halton
in the Province of Ontario

I, _____, of _____, a creditor in the above matter, hereby
appoint _____, of _____, to be
my proxyholder in the above matter, except as to the receipt of dividends, _____ (with or without)
power to appoint another proxyholder in his or her place.

Dated at _____, this _____ day of _____, _____.

Witness

Individual Creditor

Witness

Name of Corporate Creditor

Per _____
Name and Title of Signing Officer

Return To:

Crowe Soberman Inc. - Licensed Insolvency Trustee

2 St. Clair Ave East, Suite 1100
Toronto ON M4T 2T5
Phone: (416) 929-2500 Fax: (416) 929-2555
E-mail: Frances.Doria@CroweSoberman.com

District of: Ontario
Division No. 09 - Toronto
Court No. 32-2338424
Estate No. 32-2338424

FORM 37

Voting Letter
(Paragraph 51(1)(f) of the Act)

In the matter of the proposal of
CON-KER CONSTRUCTION CORPORATION
of the City of Oakville, in the Regional Municipality of Halton
in the Province of Ontario

I, _____, creditor (or I, _____, representative
of _____, creditor), of _____, a creditor in the above matter
for the sum of \$ _____, hereby request the trustee acting with respect to the proposal of
CON-KER CONSTRUCTION CORPORATION, to record my vote _____ (for or against) the
acceptance of the proposal as made on the 13th day of April 2018.

Dated at _____, this _____ day of _____.

Witness

Individual Creditor

Witness

Name of Corporate Creditor

Per _____
Name and Title of Signing Officer

Return To:
Crowe Soberman Inc. - Licensed Insolvency Trustee
Per:

Hans Rizarri, LIT, CIRP - Licensed Insolvency Trustee
2 St. Clair Ave East, Suite 1100
Toronto ON M4T 2T5
Phone: (416) 929-2500 Fax: (416) 929-2555
E-mail: Frances.Doria@CroweSoberman.com