

District of: British Columbia
Division No. 03 - Vancouver
Court No.
Estate No. 11-2204187

FORM 68
Notice of Bankruptcy, First Meeting of Creditors
(Subsection 102(1) of the Act)

Original Amended

In the matter of the bankruptcy of
C-W AGENCIES INC.
of the city of Vancouver
in the Province of British Columbia

Take notice that:

1. C-W AGENCIES INC. filed (or was deemed to have filed) an assignment on the 4th day of January 2017, and the undersigned, Boale, Wood & Company Ltd., was appointed as trustee of the estate of the bankrupt by the official receiver (or the Court), subject to affirmation by the creditors of the trustee's appointment or substitution of another trustee by the creditors.

2. The first meeting of creditors of the bankrupt will be held on the 24th day of January 2017, at 2:00 PM, at the office of YWCA, at 535 Hornby Street, Vancouver, BC, V6C 2E8.

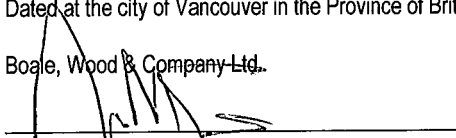
3. To be entitled to vote at the meeting, a creditor must lodge with the trustee, before the meeting, a proof of claim and, where necessary, a proxy.

4. Enclosed with this notice is a proof of claim form, proxy form, and list of creditors with claims amounting to \$25 or more showing the amounts of their claims.

5. Creditors must prove their claims against the estate of the bankrupt in order to share in any distribution of the proceeds realized from the estate.

Dated at the city of Vancouver in the Province of British Columbia, this 5th day of January 2017.

Boale, Wood & Company Ltd.


1140 - 800 West Pender Street
Vancouver BC V6C 2V6
Phone: (604) 605-3335 Fax: (604) 605-3359



Industry Canada

Office of the Superintendent
of Bankruptcy Canada

Industrie Canada

Bureau du surintendant
des faillites Canada

District of: British Columbia
Division No.: 03 - Vancouver
Court No.: 11-2204187
Estate No.: 11-2204187

In the Matter of the Bankruptcy of:

C-W AGENCIES INC.

Debtor

BOALE, WOOD & COMPANY LTD.

Licensed Insolvency Trustee

Ordinary Administration

Date and time of bankruptcy:	January 04, 2017, 11:33	Security:	\$700,000.00
Date of trustee appointment:	January 04, 2017		
Meeting of creditors:	January 24, 2017, 14:00 YWCA 535 Hornby Street Vancouver, British Columbia Canada,		
Chair:	Trustee		

CERTIFICATE OF APPOINTMENT - Section 49 of the Act: Rule 85

I, the undersigned, official receiver in and for this bankruptcy district, do hereby certify that:

- the aforementioned debtor filed an assignment under section 49 of the *Bankruptcy and Insolvency Act*;
- the aforementioned trustee was duly appointed trustee of the estate of the debtor.

The said trustee is required:

- to provide to me, without delay, security in the aforementioned amount;
- to send to all creditors, within five days after the date of the trustee's appointment, a notice of the bankruptcy;
and
- when applicable, to call in the prescribed manner a first meeting of creditors, to be held at the aforementioned time and place or at any other time and place that may be later requested by the official receiver.

Date: January 04, 2017, 14:45

E-File/Dépôt Electronique

Official Receiver

300 Georgia Street W, Suite 2000, Vancouver, British Columbia, Canada, V6B6E1, (877)376-9902

Canada

District of: British Columbia
 Division No. 03 - Vancouver
 Court No.
 Estate No.

Original Amended

-- Form 78 --
 Statement of Affairs (Business Bankruptcy) 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 bankruptcy of
 C-W AGENCIES INC.
 of the city of Vancouver
 in the Province of British Columbia

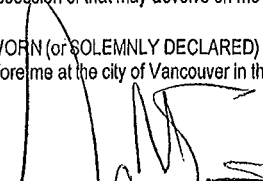
To the bankrupt:

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 bankruptcy, on the 4th day of January 2017. When completed, this form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

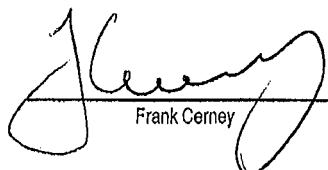
LIABILITIES (as stated and estimated by the officer)	ASSETS (as stated and estimated by the officer)
1. Unsecured creditors as per list "A"	1. Inventory
12,370,510.48	0.00
Balance of secured claims as per list "B"	2. Trade fixtures, etc.
0.00	0.00
Total unsecured creditors	3. Accounts receivable and other receivables, as per list "E"
12,370,510.48	Good
2. Secured creditors as per list "B"	5,166,243.68
3.00	Doubtful
3. Preferred creditors as per list "C"	0.00
0.00	Bad
4. Contingent, trust claims or other liabilities as per list "D"	3,879,502.48
estimated to be reclaimable for	Estimated to produce
9,000,000.00	5,166,243.68
Total liabilities	4. Bills of exchange, promissory note, etc., as per list "F" ...
21,370,513.48	0.00
Surplus	5. Deposits in financial institutions
NIL	0.00
	6. Cash
	726,000.00
	7. Livestock
	0.00
	8. Machinery, equipment and plant
	1,000.00
	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"
	10,000.00
	If bankrupt 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
	5,903,243.68
	Deficiency
	15,467,269.80

I, Frank Cerney, of the city of Coquitlam in the Province of British Columbia, 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 4th day of January 2017 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 Vancouver in the Province of British Columbia, on this 4th day of January 2017.



 John McEown, Commissioner of Oaths
 For the Province of British Columbia
 Expires Aug. 31, 2017



 Frank Cerney

JOHN D. McEOWN
 A Commissioner for taking Affidavits
 for the province of British Columbia
 Expiry Date: Aug 31, 2017

Creditor Mailing List

In the matter of the bankruptcy of
C-W AGENCIES INC.
of the city of Vancouver
in the Province of British Columbia

Creditor Type	Name	Attention	Address	Claim \$
Contingent	Telco Management Inc. Employee Severance Pay (Estimated)		2215 YUKON ST. Vancouver BC V5Y 0A1	9,000,000.00
Secured	IBM Canada Ltd.		3500 Steeles Avenue East Markham ON L3R 2Z1	1.00
	RCAP Leasing Inc.	Collection Department	300 - 5575 North Service Road Burlington ON L7L 6M1 Fax: (905) 639-1363 rcap.collections@rcapleasing.com	1.00
	Roynat Inc.		300 - 666 Burrard St Vancouver BC V6C 2X8 Fax: (604) 717-6761	1.00
Unsecured	Canadian Overseas Marketing Corp.		c/o Watson Goepel LLP, 1700-1075 West Georgia St. Vancouver BC V6E 3C9	4,801,299.14
	CRA - Canada Revenue Agency - Tax - Pacific	Burnaby Fraser Tax Services Office, Regional Intake Centre for Insolvency	Source Deductions PO Box 9070, Stn Main Surrey BC V3T 5W6 Fax: (604) 586-8252	
	CRA - Canada Revenue Agency - Tax - Pacific	Burnaby Fraser Tax Services Office, Regional Intake Centre for Insolvency	GST PO Box 9070, Stn Main Surrey BC V3T 5W6 Fax: (604) 586-8252	
	E.L.G. Marketing Establishment		Post Strasse # 2 , Ruggell FL 9491 Liechtenstein	1,467,685.93
	EFS E-Forensic Services		10092557 Suite 259-19567 Fraser Highway Surrey BC V3S 9A4	78.75
	Employment Standards Branch - Lower Mainland		250 4600 Jacombs Road Richmond BC V6V 3B1 Fax: (604) 713-0450	
	Estate of Randall L. Thiemer		c/o Watson, Goepel LLP, 1700-1075 West Georgia Vancouver BC V6E 3C9	632,878.32
	Ministry of Finance - PST - British Columbia		Station Provincial Government PO Box 9445 Victoria BC V8W 9V5	
	Related Company Liability		c/o Watson Goepel LLP, 1700-1075 West Georgia St. Vancouver BC V6E 3C9	5,468,568.34
	WorkSafeBC - Collections Department		PO Box 5350 Stn. Terminal Vancouver BC V6B 5L5 Fax: (604) 244-6373	



TRUSTEE IN BANKRUPTCY
 #1140 - 800 West Pender Street
 Vancouver, BC V6C 2V6

Tel: (604) 605-3335
 Fax: (604) 605-3359
 www.boalewood.ca

FORM 31
Proof of Claim

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

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

In the Matter of the Bankruptcy (or Proposal, or Receivership) of _____
 (Name of debtor) of _____ (city and province)
 and the claim of _____, creditor.

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

1. That I am a creditor of the above-named debtor (or that I am _____ (state position or title) of _____ (name of creditor or representative of the 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 bankruptcy (or the date of the receivership, or in the case of a proposal, the date of the notice of intention or of the proposal, if no notice of intention was filed), namely the ____ day of _____, 20____, 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 a securities firm customer as 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.)



LICENCED INSOLVENCY TRUSTEE
#1140 – 800 West Pender Street
Vancouver, BC V6C 2V6
www.boalewood.ca

Tel: (604) 605-3335
Fax: (604) 605-3359

INSTRUCTIONS FOR COMPLETING PROOFS OF CLAIM

This checklist is provided to assist you in preparing a proof of claim form, and where required, proxy form in a complete and accurate manner. Please specifically check each requirement. **CLAIMS NOT COMPLETED CORRECTLY IN EVERY RESPECT WILL BE RETURNED.**

GENERAL

- * The signature of a witness is required.
- * The claim must be signed personally by the individual completing this declaration.
- * Give the complete address where all notices or correspondence is to be forwarded.
- * The amount on the Statement of Account must correspond to the amount on the proof of claim.

PARAGRAPH (1)

- * The creditor must state full and complete legal name of company or firm.
- * If the individual completing the proof of claim is not the creditor himself, he must state his position or title.

PARAGRAPH (3)

- * A detailed statement of account must be attached. If the claim is for a guarantee, a copy of the guarantee must be attached.
- * The Schedule A or Statement of Account must be complete and detailed and must show the date, the number and the amount of all the invoices or charges, together with the date, the number and the amount of all credits or payments. A statement of account is not complete if it begins with an amount brought forward.

PARAGRAPH (4)

- * An unsecured creditor must strike out sub-paragraphs B, C, D and E.
- * A preferred creditor (as allowed by section 136 of the *Bankruptcy and Insolvency Act*) must strike out sub-paragraphs B, C, D and E and must complete sub-paragraph A by checking the appropriate description.
- * A secured creditor must strike out sub-paragraphs A, B, D and E and must complete sub-paragraph C and provide a certified true copy of the security instrument as registered.
- * A farmer, fisherman or aquaculturist must strike out sub-paragraphs A, B, C and E. A claim by a farmer, fisherman or aquaculturist must attach a copy of the sales agreement and delivery documents.

PARAGRAPH (5)

- * All claimants must indicate if he or she is related or not to the debtor, as defined in Section 4 of the *Bankruptcy and Insolvency Act*, by striking out "AM" or "AM NOT".

PARAGRAPH (6)

- * All claimants must attach a detailed list of all payments or credits received or granted, as follows:
 - (a) within the three (3) months preceding the bankruptcy or the proposal, in the case where the claimant and the debtor are not related.
 - (b) within the twelve (12) months preceding the bankruptcy or the proposal, in the case where the claimant and the debtor are related.

Excerpt from the *Bankruptcy and Insolvency Act*

**PREFERRED CLAIMS
SECTION 136 (CONDENSED)**

ORDER OF DISTRIBUTION (Subject to secured creditors)

- (1) The cost of administration of the estate.
 - (a) The expenses and fees of the Trustee
 - (b) Legal costs of the estate
- (2) Wages, salaries and commissions for services rendered in the six months preceding the bankruptcy, to a maximum of \$2,000 per person, together with expenses of a traveling salesman incurred in this same period to a maximum of \$1,000.
- (3) Municipal taxes assessed within two years preceding the bankruptcy which do not constitute a charge on real property, restricted to the value of the bankrupt's interest in the property.
- (4) The Landlord for arrears of rent for a period of three months preceding the bankruptcy, and accelerated rent for a period not exceeding three months subsequent to the bankruptcy, if provision is made in the lease. The Landlord's preferred claim is limited to the proceeds from the sale of the assets on the premises under lease at the date of the bankruptcy and any payments made by the Trustee on account of accelerated rent shall be credited by the Landlord against the amount payable by the Trustee for occupation rent.
- (5) One solicitor's bill of costs, including sheriff's fees and land registration fees, shall be payable to the creditor who has first attached by way of garnishment or lodged with the sheriff an attachment, execution or other process against the property of the Bankrupt.
- (6) Claims resulting from injuries to employees of the Bankrupt to which the provision of Workers' Compensation Act do not apply, but only to the extent of monies received from persons or companies guaranteeing the Bankrupt against damages resulting from such injuries, such as liability insurance policies.

A creditor whose rights are restricted by this Section is entitled to rank as an unsecured creditor for any balance of his claim.