



NO. VLC-S-S-183355
VANCOUVER REGISTRY

IN THE SUPREME COURT OF BRITISH COLUMBIA

BETWEEN:

ALL CANADIAN INVESTMENT CORPORATION

PLAINTIFF

AND:

BDO CANADA LLP

DEFENDANT

RESPONSE TO COUNTERCLAIM

Filed by: All Canadian Investment Corporation (the "responding party")

Part 1: RESPONSE TO COUNTERCLAIM FACTS

Division 1 – Response to Facts

1. The facts alleged in paragraphs 1 and 2 of Part 1 of the counterclaim are admitted.
2. The facts alleged in paragraphs 3 through 9 of Part 1 of the counterclaim are denied.
3. The facts alleged in paragraphs none of Part 1 of the counterclaim are outside the knowledge of the responding party.

Division 2 – Responding Party's Version of Facts

1. By operation of law, the Plaintiff by Counterclaim is estopped from bringing the Counterclaim against the responding party.
2. By order of the Court made November 10, 2017, the Court issued a stay of all proceedings in respect of the responding party pursuant to the ***Companies Creditors Arrangement Act***.
3. The Plaintiff by Counterclaim has neither sought the written consent of the Plaintiff, the written consent of the Monitor or obtained leave of the Supreme Court of British Columbia to commence this claim. In the premises, this Counterclaim may not continue.

4. The responding party denies each and every allegation of fact contained in the Counterclaim. It denies that it is obligated, as alleged or at all, to the Defendant for unbilled work.

Division 3 – Additional Facts

1. The responding party has no knowledge of the alleged/work in progress. At the time of its resignation the Defendant had billed all of its fees.

Part 2: RESPONSE TO RELIEF SOUGHT

1. The responding party consents to the granting of the relief sought in paragraphs none of Part 2 of the counterclaim.
2. The responding party opposes the granting of relief sought in paragraphs 1 through 6 of Part 2 of the counterclaim.
3. The responding party takes no position on the granting of relief sought in paragraphs none of Part 2 of the counterclaim.

Part 3: LEGAL BASIS

1. The Counterclaim is stayed by operation of law.
2. The responding party is not indebted in law or at all to the Defendant.
3. The Defendant suffered no damages, as alleged or at all.


Address for service of the responding party:

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Date: April 17, 2018



Alastair Wade
Counsel for Filing Defendant by
Counterclaim

Rule 7-1 (1) of the Supreme Court Civil Rules states:

(1) Unless all parties of record consent or the court otherwise orders, each party of record to an action must, within 35 days after the end of the pleading period,

(a) prepare a list of documents in Form 22 that lists

(i) all documents that are or have been in the party's possession or control and that could, if available, be used by any party at trial to prove or disprove a material fact, and

(i) all other documents to which the party intends to refer at trial, and

(b) serve the list on all parties of record.

This RESPONSE TO COUNTERCLAIM is given by Alastair Wade of the firm of Shields Harney, Solicitors for the Defendant by Counterclaim, whose place of business and address for service is 490 - 1177 West Hastings Street, Vancouver, B.C. V6E 2K3
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