



**INTELIFE LP, INTELIFE GP LTD., INTELIFE FINANCE CORPORATION, INTELIFE
SECURITY AND AUTOMATION LTD,
In Receivership**

Information Summary
For Prospective Purchasers



INTRODUCTION

On January 19, 2021, MNP Ltd. was appointed by the Court of Queen’s Bench of Alberta as the Receiver (the “**Receiver**”) in respect of the assets and properties of Intelfie LP (“ILP”) and Intelife GP Ltd. (“IGP”). On February 1, 2021 MNP Ltd. was further appointed as Receiver of Intelife Finance Corporation (“IFC”) and Intelife Security & Automation Ltd. (“ISA”). Collectively, the Receiver will refer to the debtors as “Intelife” or the “Companies”. In our capacity as Receiver, we are soliciting offers to purchase the Companies assets, details of which are further set out below.

LIMITATIONS

To facilitate this process, we have compiled the relevant information in an online data room (the “**Data Room**”). All information contained in the Data Room has been prepared and made available solely for the convenience of prospective purchasers and has not been audited or otherwise verified by the Receiver. The Receiver does not make any representations or warranties as to the accuracy or completeness of the information contained within the Data Room and shall have no liability for any representations (be they expressed or implied) or omissions contained herein nor in any other written or oral communications transmitted to prospective purchasers in the course of the evaluations of the assets. Furthermore, the information provided in the Data Room may not contain all of the information a prospective purchaser may require and therefore, prospective purchasers should conduct their own investigations, analysis and due diligence relating to the Companies assets and any of the information contained in the Data Room.

HIGHLIGHTS

- Intelife’s assets are comprised of a mix of commercial and residential smart home security system contracts and/or recurring monthly revenue (“RMR”) streams related to approximately 2080 security services accounts generating approximately \$120,000 in RMR monthly;
- With respect to the assets offered for sale:
 1. Approximately 808 accounts are originated and administered internally by ISA (the “ISA Accounts”);
 2. The Receiver has retained certain of the Intelife staff, including customer service representatives, accounts receivable and billing representatives and technicians who continue to maintain and service the ISA Accounts;
 3. Approximately 1272 accounts generated by third party partners (the “Partners”) in accordance with the associated Partnership Agreements (the “Partner Accounts”);
 4. In accordance with the terms of the Partnership Agreements the Partners handle the customer and technical service aspects of the Partner Accounts; and,
 5. Billing on the Partner Accounts is being maintained throughout the process.

- Summary of Information Available:
 6. In respect to the Partner Accounts, the Partnership Agreements are available for review within the Data Room;
 7. Sample customer contracts in relation to both the Partner Accounts and the ISA Accounts; and,
 8. The relevant information with respect to the accounts, including, but not limited to, the monthly gross RMR, net RMR, interactive and monitoring costs, contract term, status of account and attrition rates has been made available where possible.

With respect to the Partnership Accounts, the Receiver further notes that:

1. Prospective purchasers are both encouraged and expected to review the associated Partnership Agreements and make its own determination as to the rights and interests of Intelife in respect of the Partnership Agreements, the Partner Accounts and any related customer accounts and service agreements;
2. For further clarity:
 - a. In some instances, the rights and obligations of Intelife with respect to the accounts emanate from the various agreements which are included in the Data Room including the Partnership Agreements;
 - b. Purchasers are encouraged to review the Partnership Agreements and determine for themselves the extent of the rights and obligations of Intelife with respect to any individual or group of accounts;
 - c. No representations or warranties will be given by the Receiver respecting the rights and obligations of Intelife in any individual or group of accounts; and,
 - d. The obligations of the Receiver upon an approved sale of accounts is limited to the assignment to the purchaser of Intelife's rights in the accounts as expressed in the applicable agreements, including the Partnership Agreements, and the Purchaser will be accepting an assignment of the accounts and agreements, including the Partnership Agreements, and accepting responsibility of the obligations of Intelife emanating therefrom.
3. Any offer to purchase Intelife's rights and interest in the Partner Accounts excludes the rights of a purchaser to pursue collection of receivables in accordance with the terms of the Partnership Agreements for accounts that were cancelled on or before the date of closing of the sale to the purchaser; and,
4. No prospective purchaser is authorized to directly contact the Partners or any customers without the express written consent of the Receiver;

THE SALES PROCESS

Offers to purchase can be made on all assets, or one or more of the various blocks of assets as identified within the Data Room. Any accepted offer to purchase the assets of Intelife will be subject to the Terms and Conditions of Sale as set out in the Data Room and approval of the Court of Queen's Bench of Alberta.

Process Stage	Timing
Information Summary sent to interested parties	Commencing March 30, 2021
Web-based data room access provided to prospective purchasers	Commencing March 30, 2021
Deadline for Offers to Purchase	12:00 PM on April 20, 2021
Selection of successful Offers to Purchase	April 27, 2021 (estimated)
Court approval of sale	May 21, 2020 (estimated)
Closing	May 31, 2020 (estimated)

While the Receiver has formulated specific transaction procedures that are included in the Terms and Conditions of Sale and included in the Data Room, the Receiver reserves the right to:

- Amend or terminate the sales procedures during the sales process;
- Accept an Offer to Purchase that may not necessarily be the highest offer;
- Negotiate with one or more prospective purchasers at any time;
- Set a minimum offer price for any of the assets;
- Enter into a definitive transaction agreement without prior notice to other prospective purchasers at any time during the transaction process; and
- Not accept any Offers to Purchase.

To receive a copy of the Non-Disclosure Agreement and access the Data Room please contact the Receiver's representative as per below:

Reina Ainsworth: reina.ainsworth@mdp.ca

All offers to purchase are to be submitted by the deadline as follows:

Attn: Karen Aylward

Tel: 780.969.1400

Fax: 780.409.5415

Email: karen.aylward@mdp.ca



Offers to Purchase must be sent by mail, fax or email so as to be received by the Receiver no later than 12:00 PM (MST) April 20, 2021.

MNP Ltd. in its capacity as Receiver of
Intelife LP, Intelife GP Ltd., Intelife Security & Automation Ltd., and Intelife Finance Corporation
and not in its personal capacity