

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

B E T W E E N:

DAVID ROBERTSON

Applicant

- and -

PAIDIEM PAYMENT SOLUTIONS INC.

Respondent

APPLICATION UNDER section 207 of the *Business Corporations Act*, R.S.O. 1990, c.B-16

AIDE MEMOIRE OF THE LIQUIDATOR
(9:30 Chamber Appointment returnable Thursday, July 20, 2023)

A. LIQUIDATION OF PAIDIEM PAYMENT SOLUTIONS INC.

1. By order of the Honourable Mr. Justice Cavanagh dated November 23, 2022 (the “**Liquidation Order**”), the respondent Paidiem Payment Solutions Inc. (“**Paidiem**”) was ordered to be wound-up pursuant to Part XVI of the Ontario *Business Corporations Act*, R.S.O. 1990, c.B-16 (the “**OBCA**”) and MNP Ltd (the “**Liquidator**”) was appointed to act as its liquidator.

B. CLAIMS PROCESS

2. Sections 23 through 38 of the Liquidation Order established a claims procedure (the “**Claims Procedure**”).

3. Pursuant to the Claims Procedure, the Liquidator sent each person identified in Paidiem's books and records as having a claim or owing shares of Paidiem a Notice of Claim advising the person of (i) the amount shown in Paidiem's books and records as being owed to that person; (ii) and the number of shares shown in Paidiem's books and records as being owned by that person.

4. Additionally, the Claims Procedure states that "any Person who receives a Notice of Claim that intends to assert a Claim that is different from the Claim set out in the Notice of Claim shall deliver a Proof of Claim, together with all relevant supporting documentation in respect of the Claim, to the Liquidator on or before the Claims Bar Date".

5. A Notice of Claim was sent to the applicant David Robertson.

6. Mr. Robertson asserts that his claim is different than the claim set out in the Notice of Claim and as such he delivered a Proof of Claim to the Liquidator together with all of his supporting documentation in respect of the claim.

7. The Liquidator reviewed Mr. Robertson's Proof of Claim, sought additional information from and engaged in discussions with Mr. Robertson and with Paidiem's management. In the end, the Liquidator partially disallowed the claim by sending Mr. Robertson a Notice of Determination. In addition to adjusting for certain financial inaccuracies in the claim, the Liquidator's Notice of Determination principally disallowed that portion of Mr. Robertson claim in which he asserts that he is owed \$570,000 based upon the terms of an alleged employment agreement he claims to have with Paidiem. The Liquidator was not able to confirm the existence of a valid and binding employment agreement between Mr. Robertson and Paidiem and therefore disallowed that portion of the claim.

8. Mr. Robertson disputes the Liquidator's partial disallowance and as such delivered a Notice of Objection pursuant to the Liquidation Order in connection with the employment agreement issue only.

B. DETERMINING DISPUTED CLAIMS

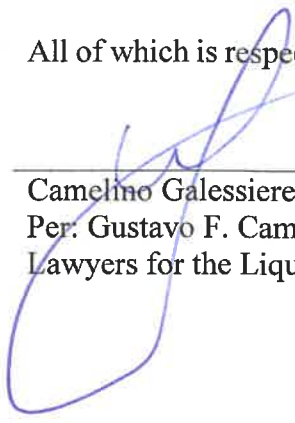
9. The Liquidation Order does not specifically establish a process for determining disputed claims. Rather, paragraph 36 of the Liquidation Order directs the Liquidator to bring a motion to establish the process for determining disputed claims.

10. The Liquidator is in the midst of discussions with all stakeholders (including Mr. Robertson) to consensually establish a process for determining Mr. Robertson's claim.

11. If agreement regarding that process cannot be reached, the 9:30 Chambers appointment returnable on July 20, 2023 will be to schedule the motion referenced in paragraph 36 of the Liquidation Order.

12. Alternatively, if an agreement on process is reached, the Liquidator will seek to schedule a hearing for the determination of Mr. Robertson's claim.

All of which is respectfully submitted by:



Camelino Galessiere LLP
Per: Gustavo F. Camelino
Lawyers for the Liquidator

DAVID ROBERTSON

Applicant

and

PAIDIEM PAYMENT SOLUTIONS INC.

Respondent

Court File No: CV-22-00690376-00CL

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