

# **EXHIBIT "F"**

EXHIBIT "F"

Court File No. 09-8482-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)

THE HONOURABLE MADAM ) THURSDAY THE 29<sup>th</sup> DAY  
)  
JUSTICE PEPALL ) OF APRIL, 2010

IN THE MATTER OF THE COMPANIES' CREDITORS  
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS  
AMENDED



AND IN THE MATTER OF A PLAN OF COMPROMISE  
OR ARRANGEMENT OF 1484558 ONTARIO INC.,  
TREKLOGIC INC., 4386396 CANADA INC., 4386370  
CANADA INC. and PROTEC EMPLOYMENT  
SERVICES LIMITED

APPLICANTS

ORDER

THIS MOTION, made by Deloitte & Touche Inc. in its capacity as the Court-Appointed monitor (the "Monitor") of 1484558 Ontario Inc. (formerly Brainhunter Inc.), 4386396 Canada Inc. (formerly Brainhunter Canada Inc.), 4386370 Canada Inc. (formerly Brainhunter (Ottawa) Inc.), Protec Employment Services Ltd. and Treklogic Inc. (together, the "Applicants") for the relief set out in the Notice of Motion dated April 26, 2010 was heard this day at 330 University Avenue, Toronto, Ontario.

UPON READING the Seventh Report of the Monitor dated April 26, 2010 (the "Report"), and upon hearing the submissions from the Monitor's counsel, and counsel for Zylog Systems (Canada) Ltd. and Zylog Systems (India) Limited, no one else appearing although service was properly made upon the Service List:

1. THIS COURT ORDERS that the time for service and filing of the Notice of Motion and the materials therein be and is hereby abridged, if necessary, and that all parties requiring notice of this Motion have been duly served with notice thereof, and that the service including

the form, manner and time thereof be and is hereby validated, and that further service thereof be and is hereby dispensed with.

2. **THIS COURT ORDERS** that the Report and the activities of the Monitor as more particularly described in the Report are hereby ratified and approved.

3. **THIS COURT ORDERS** that capitalized terms not otherwise defined in this Order shall have the meanings ascribed thereto in the Report.

4. **THIS COURT ORDERS** that the Monitor's Statement of Receipts Disbursements for each of the Escrow Fund and CCAA Fund for the period February 18, 2010 to April 23, 2010, attached as Exhibits "H" and "L" respectively to the Report, be and they are hereby approved.

5. **THIS COURT ORDERS** that the Monitor's Cash Flow Forecast for the period April 24, 2010 to June 30, 2010, attached as part of Exhibit "L" to the Report, be and it is hereby approved.

6. **THIS COURT ORDERS** that the fees and disbursements of the Monitor and its legal counsel, as set out in the Report and the Casey Affidavit and Moffat Affidavit attached as exhibits thereto, are hereby authorized and approved.

7. **THIS COURT ORDERS** that the Monitor be and it is hereby authorized to pay its fees and disbursements and the fees and disbursements of its legal counsel and agents in the amounts set out in the Report.

8. **THIS COURT ORDERS** that the conveyance of the Siolink Shares to Stanley Yu ("Siolink Purchaser") as set out in the Bill of Sale attached as Exhibit "T" to the Report is hereby approved.

9. **THIS COURT ORDERS** that in accordance with the Order of this Honourable Court dated February 26, 2010, the Monitor is hereby authorized for and in the name of 1484558 Ontario Inc. to execute the Bill of Sale attached as Exhibit "T" to the Report, together with any amendments thereto deemed necessary by the Monitor, as well as any other documents

("Ancillary Documents") deemed necessary by the Monitor to assign to the Siolink Purchaser all of the right, title and interest of 1484558 Ontario Inc. in and to the Siolink Shares.

10. **THIS COURT ORDERS** that, in addition to the rights and protections afforded the Monitor under the CCAA or as an officer of this Court, the Monitor shall incur no liability or obligation as a result of executing the Bill of Sale or any Ancillary Documents for and in the name of 1484558 Ontario Inc. or the carrying out of the provisions of this Order, save and except for any gross negligence or wilful misconduct on its part. Nothing in this Order shall derogate from the protections afforded the Monitor by the CCAA or any applicable legislation.

11. **THIS COURT ORDERS AND DECLARES** that nothing in this Order shall constitute or be deemed to constitute the Monitor as a receiver, assignee, liquidator, administrator, receiver-manager, agent of the creditors or legal representative of any of the Applicants within the meaning of any relevant legislation.

**Stay Period**

12. **THIS COURT ORDERS** that the Stay Period, as defined in paragraph 14 of the Initial Order, be extended to and including June 30, 2010.

13. **THIS COURT ORDERS** that the costs of the Monitor in preparation of this motion and of these proceedings, up to and including the hearing of this motion and the entry of this Order (including applicable goods and services tax), be paid to the Monitor from the estate herein, subject to taxation of such accounts by this Court.

14. **THIS COURT ORDERS** that any interested party may apply to this Court to vary or amend this Order on not less than seven (7) days' notice to the Monitor and to any other party likely to be affected by the order sought or upon such other notice, if any, as this Court may order.

15. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Monitor and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully



IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c.C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF 1484458 ONTARIO INC., TREKLOGIC INC., 4386396  
CANADA INC., 4386370 CANADA INC., and PROTEC EMPLOYMENT SERVICES LIMITED

Applicants

Court File No.: 09-8482-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)

Proceedings commenced at Toronto

ORDER

ThorntonGroutFinnigan LLP  
Barristers and Solicitors  
Suite 3200, P.O. Box 329  
Canadian Pacific Tower  
Toronto-Dominion Centre  
Toronto, ON M5K 1K7

Grant B. Moffat (LSUC#32380L)  
Tel: 416-304-0599  
Fax: 416-304-1313

Lawyers for Deloitte & Touche Inc., in its capacity as  
Monitor of the Applicants.

# **EXHIBIT "G"**

EXHIBIT " 6 "



Court File No. 09-8482-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)

THE HONOURABLE MR. ) TUESDAY THE 29<sup>th</sup> DAY  
)  
JUSTICE MORAWETZ ) OF JUNE, 2010

IN THE MATTER OF THE COMPANIES' CREDITORS  
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS  
AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE  
OR ARRANGEMENT OF 1484558 ONTARIO INC.,  
TREKLOGIC INC., 4386396 CANADA INC., 4386370  
CANADA INC. and PROTEC EMPLOYMENT  
SERVICES LIMITED

APPLICANTS

ORDER

THIS MOTION, made by Deloitte & Touche Inc. in its capacity as the Court-Appointed monitor (the "Monitor") of 1484558 Ontario Inc. (formerly Brainhunter Inc.), 4386396 Canada Inc. (formerly Brainhunter Canada Inc.), 4386370 Canada Inc. (formerly Brainhunter (Ottawa) Inc.), Protec Employment Services Ltd. and Treklogic Inc. (together, the "Applicants") for the relief set out in the Notice of Motion dated June 23, 2010 was heard this day at 330 University Avenue, Toronto, Ontario.

UPON READING the Eighth Report of the Monitor dated June 23, 2010 (the "Report"), and upon hearing the submissions from the Monitor's counsel, and counsel for Zylog Systems (Canada) Ltd. and Zylog Systems (India) Limited, no one else appearing although service was properly made upon the Service List:

1. THIS COURT ORDERS that the time for service and filing of the Notice of Motion and the materials therein be and is hereby abridged, if necessary, and that all parties requiring notice of this Motion have been duly served with notice thereof, and that the service including

the form, manner and time thereof be and is hereby validated, and that further service thereof be and is hereby dispensed with.

2. **THIS COURT ORDERS** that the Report and the activities of the Monitor as more particularly described in the Report are hereby ratified and approved.

3. **THIS COURT ORDERS** that capitalized terms not otherwise defined in this Order shall have the meanings ascribed thereto in the Report.

4. **THIS COURT ORDERS** that the Monitor's Statement of Receipts Disbursements for each of the Escrow Fund and CCAA Fund for the period April 24, 2010 to June 18, 2010, attached as Exhibits "H" and "L" respectively to the Report, be and they are hereby approved.

5. **THIS COURT ORDERS** that the Monitor's Cash Flow Forecast for the period June 30, 2010 to August 31, 2010, attached as part of Exhibit "L" to the Report, be and it is hereby approved.

6. **THIS COURT ORDERS** that the fees and disbursements of the Monitor and its legal counsel, as set out in the Report and the Casey Affidavit and Moffat Affidavit attached as exhibits thereto, are hereby authorized and approved.

7. **THIS COURT ORDERS** that the Monitor be and it is hereby authorized to pay its fees and disbursements and the fees and disbursements of its legal counsel and agents in the amounts set out in the Report.

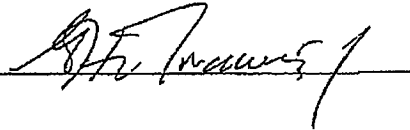
#### Stay Period

8. **THIS COURT ORDERS** that the Stay Period, as defined in paragraph 14 of the Initial Order, be extended to and including August 31, 2010.

9. **THIS COURT ORDERS** that the costs of the Monitor in preparation of this motion and of these proceedings, up to and including the hearing of this motion and the entry of this Order (including applicable goods and services tax), be paid to the Monitor from the estate herein, subject to taxation of such accounts by this Court.

10. **THIS COURT ORDERS** that any interested party may apply to this Court to vary or amend this Order on not less than seven (7) days' notice to the Monitor and to any other party likely to be affected by the order sought or upon such other notice, if any, as this Court may order.

11. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Monitor and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order or to assist the Monitor and its agents in carrying out the terms of this Order.



---

ENTERED AT / INSCRIT À TORONTO  
ON / BOOK NO:  
LE / DANS LE REGISTRE NO.:

JUN 29 2010

PER / PAR: JSJ

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c.C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF 1484458 ONTARIO INC., TREKLOGIC INC., 4386396  
CANADA INC., 4386370 CANADA INC., and PROTEC EMPLOYMENT SERVICES LIMITED

Applicants

Court File No.: 09-8482-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)

Proceedings commenced at Toronto

ORDER

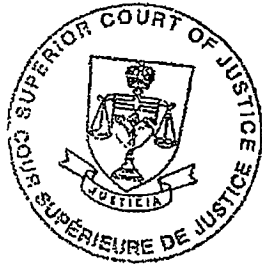
ThorntonGroutFinnigan LLP  
Barristers and Solicitors  
Suite 3200, P.O. Box 329  
Canadian Pacific Tower  
Toronto-Dominion Centre  
Toronto, ON M5K 1K7

Grant B. Moffat (LSUC#32380L)  
Tel: 416-304-0599  
Fax: 416-304-1313

Lawyers for Deloitte & Touche Inc., in its capacity as  
Monitor of the Applicants.

# EXHIBIT "H"

EXHIBIT "H"



Court File No. 09-8482-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)

THE HONOURABLE MR. ) FRIDAY THE 27<sup>th</sup> DAY  
 )  
JUSTICE NEWBOULD ) OF AUGUST, 2010

IN THE MATTER OF THE *COMPANIES' CREDITORS*  
*ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS  
AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE  
OR ARRANGEMENT OF 1484558 ONTARIO INC.,  
TREKLOGIC INC., 4386396 CANADA INC., 4386370  
CANADA INC. and PROTEC EMPLOYMENT  
SERVICES LIMITED

APPLICANTS

ORDER

THIS MOTION, made by Deloitte & Touche Inc. in its capacity as the Court-Appointed monitor (the "Monitor") of 1484558 Ontario Inc. (formerly Brainhunter Inc.), 4386396 Canada Inc. (formerly Brainhunter Canada Inc.), 4386370 Canada Inc. (formerly Brainhunter (Ottawa) Inc.), Protec Employment Services Ltd. and Treklogic Inc. (together, the "Applicants") for the relief set out in the Notice of Motion dated August 20, 2010 was heard this day at 330 University Avenue, Toronto, Ontario.

UPON READING the Ninth Report of the Monitor dated August 20, 2010 (the "Report"), and upon hearing the submissions from the Monitor's counsel, no one else appearing although service was properly made upon the Service List:

1. **THIS COURT ORDERS** that the time for service and filing of the Notice of Motion and the materials therein be and is hereby abridged, if necessary, and that all parties requiring notice of this Motion have been duly served with notice thereof, and that the service including the form, manner and time thereof be and is hereby validated, and that further service thereof be and is hereby dispensed with.
2. **THIS COURT ORDERS** that the Report and the activities of the Monitor as more particularly described in the Report are hereby ratified and approved.
3. **THIS COURT ORDERS** that capitalized terms not otherwise defined in this Order shall have the meanings ascribed thereto in the Report.
4. **THIS COURT ORDERS** that the Monitor's Statement of Receipts Disbursements for each of the Escrow Fund and the CCAA Fund for the period from June 19, 2010 to August 23, 2010, attached as Exhibits "L" and "M" respectively to the Report, be and they are hereby approved.
5. **THIS COURT ORDERS** that the fees and disbursements of the Monitor and its legal counsel, as set out in the Report and the Bougie Affidavit and Moffat Affidavit attached as exhibits thereto, are hereby authorized and approved.
6. **THIS COURT ORDERS** that the Monitor be and it is hereby authorized to pay its fees and disbursements and the fees and disbursements of its legal counsel and agents in the amounts set out in the Report.
7. **THIS COURT ORDERS** that the conveyance of the BBI Shares to the BBI Purchaser as set out in the Bill of Sale attached as Exhibit "T" to the Report is hereby approved.
8. **THIS COURT ORDERS** that in accordance with the Order of this Court dated February 26, 2010, the Monitor is hereby authorized for and in the name of 1484558 Ontario Inc. to execute the Bill of Sale attached as Exhibit "T" to the Report, together with any amendments thereto deemed necessary by the Monitor, as well as any other documents ("Ancillary Documents") deemed necessary by the Monitor to assign to the BBI Purchaser all of the right, title and interest of 1484558 Ontario Inc. in and to the BBI Shares.

9. **THIS COURT ORDERS** that, in addition to the rights and protections afforded the Monitor under the CCAA or as an officer of this Court, the Monitor shall incur no liability or obligation as a result of executing the Bill of Sale or any Ancillary Documents for and in the name of 1484558 Ontario Inc. or the carrying out of the provisions of this Order, save and except for any gross negligence or wilful misconduct on its part. Nothing in this Order shall derogate from the protections afforded the Monitor by the CCAA or any applicable legislation.

10. **THIS COURT ORDERS AND DECLARES** that nothing in this Order shall constitute or be deemed to constitute the Monitor as a receiver, assignee, liquidator, administrator, receiver-manager, agent of the creditors or legal representative of any of the Applicants within the meaning of any relevant legislation.

**Stay Period**

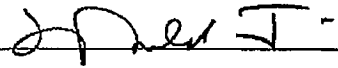
11. **THIS COURT ORDERS** that the Stay Period, as defined in paragraph 14 of the Initial Order, be extended to and including December 31, 2010.

12. **THIS COURT ORDERS** that the costs of the Monitor in preparation of this motion and of these proceedings, up to and including the hearing of this motion and the entry of this Order (including applicable goods and services tax), be paid to the Monitor from the estate herein, subject to taxation of such accounts by this Court.

13. **THIS COURT ORDERS** that any interested party may apply to this Court to vary or amend this Order on not less than seven (7) days' notice to the Monitor and to any other party likely to be affected by the order sought or upon such other notice, if any, as this Court may order.

14. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Monitor and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Monitor, as an officer of this

Court, as may be necessary or desirable to give effect to this Order or to assist the Monitor and its agents in carrying out the terms of this Order.

A handwritten signature in black ink, appearing to be 'J. Paul J.', is written over a horizontal line.

ENTERED AT / INSCRIT A TORONTO  
ON / BOOK NO:  
LE / DANS LE REGISTRE NO.:

AUG 27 2010

PER / PAR: JSN

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c.C-36, AS AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF 1484458 ONTARIO INC., TREKLOGIC INC., 4386396  
CANADA INC., 4386370 CANADA INC., and PROTEC EMPLOYMENT SERVICES LIMITED  
Applicants

Court File No.: 09-8482-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)

Proceedings commenced at Toronto

ORDER

ThorntonGrouffinnigan LLP  
Barristers and Solicitors  
Suite 3200, P.O. Box 329  
Canadian Pacific Tower  
Toronto-Dominion Centre  
Toronto, ON M5K 1K7

Grant B. Moffat (LSUC#32380L)  
Tel: 416-304-0599  
Fax: 416-304-1313

Lawyers for Deloitte & Touche Inc., in its capacity as  
Monitor of the Applicants.

# **EXHIBIT “I”**

# EXHIBIT "I"



Ontario  
Securities  
Commission

Commission des  
valeurs mobilières  
de l'Ontario

P.O. Box 55, 19<sup>th</sup> Floor  
20 Queen Street West  
Toronto ON M5H 3S8

CP 55, 19<sup>e</sup> étage  
20, rue queen ouest  
Toronto ON M5H 3S8

**IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1990, CHAPTER S.5, AS AMENDED (THE "ACT")**

**AND**

**IN THE MATTER OF  
BRAINHUNTER INC.**

**ORDER**  
**(Paragraphs 127(1)2)**

**WHEREAS** on March 16, 2010,

**BRAINHUNTER INC.** (the "Reporting Issuer")

and its transfer agent were notified that the Director made an order under paragraph 2 of subsection 127(1) and subsection 127(5) of the Act on the 16<sup>th</sup> day of March, 2010 that all trading in the securities of the Reporting Issuer, whether direct or indirect, cease immediately for a period of fifteen days from the date of the order (the "Temporary Order");

**AND WHEREAS** the Temporary Order was made because the Reporting Issuer failed to file the following continuous disclosure materials as required by Ontario securities law (collectively, the "Default"):

- a) audited annual financial statements and related management's discussion and analysis for the period ending September 30, 2009;
- b) annual information form for the year ended September 30, 2009;
- c) interim financial statements and related management's discussion and analysis for the three-month interim period ending December 31, 2009; and
- d) certification of the foregoing filings as required by National Instrument 52-109 *Certification of Disclosure in Issuers' Annual and Interim Filings*.

**AND WHEREAS** the Reporting Issuer and its transfer agent were notified that a hearing (the "Hearing") would be held to determine if it would be in the public interest to make an order under paragraph 2 of subsection 127(1) of the Act that all trading in the securities of the Reporting Issuer, whether direct or indirect, cease permanently or for such period as is specified in the order;

**AND WHEREAS** the Reporting Issuer was notified that if it intended to attend at the Hearing, the Reporting Issuer was requested to notify the Director of its intention to attend in writing, in which case the Hearing would be held before the Commission;

AND WHEREAS the Reporting Issuer was further notified that if it failed to notify the Director of its intention to be present at the Hearing, then the Hearing would be held before the Director without the Reporting Issuer present;

AND WHEREAS the Reporting Issuer having failed to notify the Director of its intention to attend at the Hearing, the Hearing was held before the Director on the 29<sup>th</sup> day of March, 2010;

AND UPON no one appearing at the Hearing on behalf of the Reporting Issuer;

AND UPON hearing the evidence of staff of the Ontario Securities Commission and the Director being satisfied that the Default continues;

IT IS ORDERED pursuant to paragraph 2 of subsection 127(1) of the Act that, effective immediately, all trading in the securities of the Reporting Issuer, whether direct or indirect, shall cease until further order by the Director.

DATED at Toronto this 29<sup>th</sup> day of March, 2010.

Ontario Securities Commission

*"Lisa Enright"*

---

Lisa Enright  
Manager, Corporate Finance Branch



Ontario  
Securities  
Commission

Commission des  
valeurs mobilières  
de l'Ontario

P.O. Box 55, 19<sup>th</sup> Floor  
20 Queen Street West  
Toronto ON M5H 3S8

CP 55, 19<sup>e</sup> étage  
20, rue queen ouest  
Toronto ON M5H 3S8

---

**IN THE MATTER OF THE SECURITIES ACT,  
R.S.O. 1990, CHAPTER S.5, AS AMENDED (THE "ACT")**

**AND**

**IN THE MATTER OF  
BRAINHUNTER INC.**

**NOTICE OF ORDER**  
**(Paragraphs 127(1)2)**

**TAKE NOTICE** that the Director made an order under paragraph 2 of subsection 127(1) of the Act that all trading in the securities of

**BRAINHUNTER INC.**

whether direct or indirect, cease until the order is revoked by the Director.

**DATED** at Toronto this 29<sup>th</sup> day of March, 2010.

Ontario Securities Commission

*"Lisa Enright"*

---

Lisa Enright  
Manager, Corporate Finance Branch

TO: Brainhunter Inc.  
c/o ThorntonGrouffinnigan LLP  
Barristers and Solicitors  
Attn: Grant B. Moffat  
Suite 3200 Canadian Pacific Tower  
100 Wellington Street West  
Toronto, Ontario  
M5K 1K7

CC: Computershare Trust Company of Canada

# EXHIBIT "J"

# EXHIBIT "J"

Court File No. 09-8482-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)

IN THE MATTER OF THE COMPANIES' CREDITORS'  
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS  
AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE  
OR ARRANGEMENT OF 1484558 ONTARIO INC.,  
TREKLOGIC INC., 4386396 CANADA INC., 4386370  
CANADA INC. and PROTEC EMPLOYMENT  
SERVICES LIMITED

APPLICANTS

AFFIDAVIT OF PAUL CASEY  
(Sworn December 14, 2010)

7

7

I, PAUL CASEY, of the City of Toronto, in the Province of Ontario, MAKE OATH  
AND SAY AS FOLLOWS:

1. I am a Chartered Account and Chartered Insolvency and Restructuring Professional qualified to practice in the Province of Ontario and am a Senior Vice President with Deloitte & Touche Inc. ("Deloitte"), the Court-Appointed monitor (the "Monitor") of 1484558 Ontario Inc. (formerly Brainhunter Inc.), 4386396 Canada Inc. (formerly Brainhunter Canada Inc.), 4386370 Canada Inc. (formerly Brainhunter (Ottawa) Inc.), Protec Employment Services Ltd. and Treklogic Inc. (the "Companies") and, as such, I have knowledge of the matters to which I hereinafter depose. Unless I indicate to the contrary, the facts herein are within my personal knowledge and are true. Where I have indicated that I have obtained facts from other sources, I believe those facts to be true.

2. Attached hereto as Exhibit "A" are true copies of the invoices for fees and disbursements incurred by Deloitte in the course of the CCAA administration of the Company between July 1, 2010 and November 26, 2010.

3. Attached hereto as Exhibit "B" is a schedule summarizing each invoice in Exhibit "A", the total billable hours charged per invoice, the total fees charged per invoice and the average hourly rate charged per invoice.

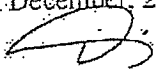
4. Attached hereto as Exhibit "C" is a schedule summarizing the respective position within Deloitte and billing rates of each of the professionals at Deloitte who acted for the Monitor.

5. To the best of my knowledge, the rates charged by Deloitte throughout the course of these proceedings are comparable to the rates charged by other accounting firms in the Toronto market for the provision of similar services.

6. The hourly billing rates outlined in Exhibit "C" to this affidavit are comparable to the hourly rates charged by Deloitte for services rendered in relation to similar proceedings.

7. I make this affidavit in support of a motion by the Monitor for, *inter alia*, approval of the fees and disbursements of the Monitor.

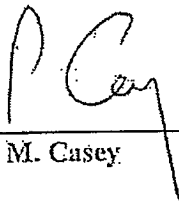
SWORN BEFORE ME  
at the City of Toronto, in the  
Province of Ontario this 17<sup>th</sup>  
day of December, 2010.



\_\_\_\_\_  
A commissioner for taking oaths, etc.

Daniel Raphael Weisz, a Commissioner, etc.,  
Province of Ontario,  
for Deloitte & Touche Inc.,  
Trustee in Bankruptcy.  
Expires June 5, 2011.

)  
)  
)  
)

  
\_\_\_\_\_  
Paul M. Casey )

# Deloitte.

Deloitte & Touche Inc.  
5140 Yonge Street  
Suite 1700  
Toronto ON M2N 6L7  
Canada

Tel: (416) 601-6150  
Fax: (416) 601-6151  
www.deloitte.ca

1484558 Ontario Inc. (formerly Brainhunter Inc.)  
c/o Deloitte & Touche Inc.  
CCAA Monitor  
181 Bay Street, Suite 1400  
Toronto, ON M5J 2V1

Attention: Paul M. Casey  
Senior Vice-President

This is Exhibit A referred to  
in the Affidavit of Paul Casey  
Sworn before me this 17<sup>th</sup> day of  
December 2010  
A Commissioner, etc.

Date: October 25, 2010  
Invoice No: 2720718  
Client/Mandate No: 905889.100000  
Partner: Paul Casey  
GST Registration No: 133245290

Daniel Raphael Weisz, a Commissioner, etc.,  
Province of Ontario  
for Deloitte & Touche Inc.  
Trustee in Bankruptcy  
Expires June 5, 2011.

## Invoice

Professional services rendered in our capacity as CCAA Monitor of 1484558 Ontario Inc. (formerly Brainhunter Inc.) and the other Applicants (the "Company") pursuant to the Order of the Superior Court of Justice issued February 26, 2010 for the post-closing period from July 1, 2010 to September 30, 2010.

Date	Professional	Description
7/2/2010	Casey, Paul M	Execute assignments.
7/5/2010	Casey, Paul M	Correspondence with taxing authorities regarding final returns and close accounts; meeting with Laiken regarding Balanced Brain Initiatives and offer; review statutory returns.
7/5/2010	Corbett, Cecilia	Website update and maintenance.
7/5/2010	Laiken, Adam RF	Referencing the 8th Report for files; responding to e-mails; call with Siva; calls with Sandra Scott and Anne MacKinnon; drafting sale agreement for Balanced Brain shares; discussions with Casey on outstanding items; call to QST auditor.
7/6/2010	Casey, Paul M	Review and execute assignments amending agreement.
7/7/2010	Casey, Paul M	Emails regarding assignments; arrange courier to Stikemans.
7/8/2010	Brown, Rose M	Input and print disbursement cheque; prepare cheque for mailing and file back up.
7/12/2010	Laiken, Adam RF	Call with Joanna at CRA to discuss logistics of payroll accounts and 2010 returns.
7/15/2010	Laiken, Adam RF	Call with government agency; preparing invoice.
7/19/2010	Laiken, Adam RF	Call from Bell Canada about amount in arrears and call with Siva to resolve.
7/19/2010	Laiken, Adam RF	Reviewing draft tax returns.
7/20/2010	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up.
7/20/2010	Casey, Paul M	Meeting Laiken regarding outstanding matters; tax returns; estate tax disbursement; telephone call with Moffat regarding vacation pay claim, account correspondence.

October 1, 2010

Page 2

Date	Professional	Description
7/20/2010	Laiken, Adam RF	Reviewing EHT notice of assessments and talking to individual at the Ministry of Revenue; reviewing tax returns, call with Mauro Rotundi; updating P. Casey; call with Bell Canada.
7/21/2010	Laiken, Adam RF	Call with collection agency regarding AMJ Campbell invoice.
7/22/2010	Casey, Paul M	Account disbursements; meeting with Laiken; email counsel regarding Singh inquiry.
7/26/2010	Casey, Paul M	Emails and meeting with Laiken regarding AMJ Campbell.
7/27/2010	Corbett, Cecilia	Website update and maintenance; add links to Monitor's 8th Report & Exhibits under the Monitor Reports heading.
8/4/2010	Casey, Paul M	Telephone call with Moffat, meeting Laiken regarding status of income tax returns and assessments.
8/4/2010	Martin, Terri	Print returns and review for material items; follow up on outstanding information i.e. financial statements and any write-up on debt forgiveness filing position.
8/5/2010	Martin, Terri	Queries on tax returns; finish documenting queries until financial statements are received.
8/9/2010	Casey, Paul M	Meeting with Laiken and conference call with Moffat regarding open points.
8/9/2010	Laiken, Adam RF	Meeting with Casey, call with Moffat, meeting with Jennifer English to discuss calling government organizations; writing letters to AMJ Campbell and Ministry of Labour Connecticut.
8/10/2010	Casey, Paul M	Review correspondence to creditors and meeting Laiken; forward creditor inquiry.
8/10/2010	Laiken, Adam RF	Updating and printing letters; Emails with Stanley Yu regarding Siolink and Andrew Wall regarding Balanced Brain.
8/10/2010	Martin, Terri	Re-print updated tax returns and supporting documents.
8/12/2010	Casey, Paul M	Review and execute assignment for BH (Ottawa); meeting with Laiken regarding tax returns; meeting with Moffat regarding Court motion for discharge.
8/12/2010	Laiken, Adam RF	Coordinating tax review.
8/13/2010	Casey, Paul M	Telephone call with Moffat regarding pending report, dates and extension, as requested by Stikeman.
8/13/2010	Laiken, Adam RF	Call with Moffat to discuss planning for the next court report; call with Siva and messages for Mauro.
8/16/2010	English, Jennifer	Calls to CRA and Revenue Quebec regarding closing of accounts.
8/16/2010	Laiken, Adam RF	Reviewing draft report; call with Siva.
8/17/2010	Casey, Paul M	Emails counsel regarding Croback claim, other.
8/17/2010	English, Jennifer	Calls to provincial workers compensation boards regarding closing of accounts.
8/17/2010	Wisniewska, Iwona	Start to review draft returns; look up debt forgiveness provisions.
8/18/2010	Casey, Paul M	Email Laiken regarding Assignment of Ottawa contract.
8/18/2010	English, Jennifer	Calls to provincial workers compensation boards regarding closing of accounts.
8/18/2010	Laiken, Adam RF	Coordinating tax return preparation; calls to Mauro; calls with Wisniewska; arranging for the signing and shipping of assignment agreements; emails with Wall & Associates.

Date	Professional	Description
8/18/2010	Weisz, Daniel	Review assignment of contract agreement and execute.
8/18/2010	Wisniewska, Iwona	Review correspondence from Laiken and continue to review the tax returns.
8/19/2010	Laiken, Adam RF	Call with Derek Yu regarding Siolink share transfer; working on Ninth Report; call with Wisniewska on tax returns; reviewing materials from Wall & Associates regarding BBI share sale.
8/19/2010	Wisniewska, Iwona	Meeting with Adam regarding queries from Chasmar.
8/20/2010	Casey, Paul M	Review emails from Laiken regarding Balanced Brain Initiatives; review and comment on Monitor's Report to support extension; and emails Laiken regarding remaining activities.
8/20/2010	Laiken, Adam RF	Edits to Ninth Report; coordinating QA; calls with Moffat; completing Fee Affidavit and arranging for its completion.
8/20/2010	Weisz, Daniel	QA 9th report and A Laiken on comments; review draft fee affidavit.
8/23/2010	Brown, Rose M	Preparing of cheques and deposits.
8/23/2010	Corbett, Cecilia	Website update and maintenance.
8/23/2010	Laiken, Adam RF	Call with Mauro; reviewing tax returns; preparing and reference QA copy of report.
8/23/2010	Wisniewska, Iwona	Call Mauro regarding follow up questions.
8/25/2010	Casey, Paul M	Brief discussion with Liz Pillon regarding Balanced Brain Initiatives; emails to Laiken and counsel.
8/25/2010	Laiken, Adam RF	Calls with WCB Manitoba, Revenu Quebec, Sandra Scott.
8/26/2010	Laiken, Adam RF	Calls regarding tax returns.
8/26/2010	Wisniewska, Iwona	Clear some of the review notes.
8/27/2010	Casey, Paul M	Telephone calls with TGF regarding Court approval of extension motion and mediation claim.
8/27/2010	Laiken, Adam RF	Call with Wisniewska regarding tax returns.
8/27/2010	Wisniewska, Iwona	Review correspondence regarding the tax returns.
8/30/2010	Laiken, Adam RF	Reviewing e-mail from Elena Coros on CRA matters.
8/31/2010	Laiken, Adam RF	E-mails to Mauro and Iwona regarding tax returns.
9/1/2010	Casey, Paul M	Review and sign Assignment; review and comment on CDIC letter and email counsel.
9/1/2010	Wisniewska, Iwona	Telephone call with Mauro.
9/7/2010	Laiken, Adam RF	Call with former employee over records and follow up with Elena.
9/8/2010	Casey, Paul M	Respond to Raj Singh email.
9/8/2010	Laiken, Adam RF	Call CRA and providing information to schedule audits.
9/13/2010	Laiken, Adam RF	Call with former employee discussing requested records.
9/20/2010	Laiken, Adam RF	Call with Siva; call with Ministry of Labour Early Resolution Officer regarding former employee.
9/24/2010	Laiken, Adam RF	Calls with Revenu Quebec; faxes to Revenu Quebec; call with Connecticut state tax authority; E-mail to Wall & Associates regarding BBI Bill of Sale.
9/27/2010	Brown, Alison	Updating documents on the website.
9/28/2010	Casey, Paul M	Review disbursement request and telephone call to Laiken regarding QST; review and execute CDIC Assignment Agreement.

October 1, 2010

Page 4

Summary of Fees

Professional	Position	Hours	Rate	Fees
Casey, Paul	Partner, RS	9.5	\$750.00	\$ 7,125.00
Weisz, Daniel	Partner, RS	1.5	750.00	1,125.00
Martin, Terri	Senior Manager	2.4	600.00	1,440.00
Wisniewska, Iwona	Senior Manager	10.0	600.00	6,000.00
Laiken, Adam	Manager, RS	29.0	500.00	14,500.00
English Jennifer	Analyst	1.4	100.00	140.00
Brown, Alison	Administration	0.3	100.00	30.00
Brown, Rose	Administration	1.1	100.00	110.00
Corbett, Cecilia	Administration	1.1	100.00	110.00
Total hours and professional fees		56.3		\$ 30,580.00
<b>Out of Pocket Expenses</b>				
Administrative charge for communication, couriers, faxes, printing				1,834.80
<b>Total expenses</b>				<b>1,834.80</b>
Total fees and disbursements				32,414.80
GST @ 13%				4,213.92
<b>Total Amount Due</b>				<b>\$ 36,628.72</b>

December 10, 2010

Page 2

Date	Professional	Description
11/12/2010	Laiken, Adam	Finalizing returns.
11/19/2010	Casey, Paul	Meeting with Laiken regarding next steps.
11/19/2010	Laiken, Adam	Calls with Newfoundland Workers Compensation.
11/22/2010	Laiken, Adam	Writing and sending faxes and making calls to government offices to follow up with status of open statutory accounts.
11/23/2010	Brown, Rose M	Input and print disbursement cheques; prepare cheques for mailing and file back up. Prepare Stop Payment have signed and fax to TD Bank.
11/23/2010	Laiken, Adam	Providing update on outstanding items; calling Wall & Associates, refaxing and call with Ministry of Revenue.
11/25/2010	Casey, Paul	Meeting with Laiken and review email regarding outstanding matters.
11/26/2010	Casey, Paul	Draft response to Slikeman regarding status of outstanding matters; telephone call to Laiken; telephone call to Jewitt.
11/26/2010	Laiken, Adam	Preparing updated Statements of Receipts and Disbursements for both accounts.



Deloitte & Touche Inc.  
5140 Yonge Street  
Suite 1700  
Toronto ON M2N 6L7  
Canada

Tel: (416) 601-8150  
Fax: (416) 601-8151  
www.deloitte.ca

1484558 Ontario Inc. (formerly Brainhunter Inc.)  
c/o Deloitte & Touche Inc.  
CCAA Monitor  
181 Bay Street, Suite 1400  
Toronto, ON M5J 2V1

Attention: Paul M. Casey  
Senior Vice-President

Date: December 13, 2010  
Invoice No: 2750101  
Client/Mandate No: 905889.1000000  
Partner: Paul Casey

GST Registration No: 133245290

## Invoice

Professional services rendered in our capacity as CCAA Monitor of 1484558 Ontario Inc. (formerly Brainhunter Inc.) and the other Applicants (the "Company") pursuant to the Order of the Superior Court of Justice issued February 26, 2010 for the post-closing period from October 1 to November 26, 2010.

Date	Professional	Description
10/7/2010	Brown, Rose	Return telephone call from WSIB; review disbursement file for letter request them closing the WSIB account; Fax copy of letter to WSIB.
10/12/2010	Casey, Paul	Email correspondence with former contractor.
10/24/2010	Chasmar, Hugh	Time from August 18 to review Brainhunter returns and discuss with Lisa Rowe.
10/25/2010	Casey, Paul	Meeting with Laiken regarding status of tax returns; other correspondence and administration.
10/27/2010	Brown, Rose	Input and print disbursement cheques; prepare cheques for mailing and file back up.
11/3/2010	Laiken, Adam	Calls with Mauro Rotundi; calls with Siva; calls to WSIB offices and Revenu Quebec to follow up on closures.
11/8/2010	Casey, Paul	Email and meeting with Laiken; telephone call with Chasmar regarding final review of tax returns; emails regarding debt forgiveness question.
11/8/2010	Chasmar, Hugh	Review and sign-off on returns; subsequent emails and call re: debt forgiveness potential.
11/8/2010	Laiken, Adam	Call with Chasmar; reviewing returns; call with Mauro.
11/8/2010	Li, Jacky	Print and compiled 12 tax returns received from client.
11/8/2010	Wisniewska, Iwona	Printed and filed tax return.
11/11/2010	Laiken, Adam	Assisting Wisniewska with tax returns; calls to Mauro.
11/11/2010	Wisniewska, Iwona	Updated tax returns Printed and filed updated tax returns.
11/12/2010	Casey, Paul	Meetings with Laiken; execute tax returns for filing.

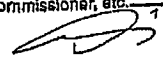
**Summary of Fees**

<b>Professional</b>	<b>Position</b>	<b>Hours</b>	<b>Rate</b>	<b>Fees</b>
Casey, Paul	Partner, RS	2.3	\$750.00	\$ 1,725.00
Charsmar, Hugh	Partner, Tax	3.0	\$750.00	\$ 2,250.00
Wisniewska, Iwona	Senior Manager, Tax	0.9	600.00	540.00
Laiken, Adam	Manager, RS	10.9	500.00	5,450.00
Li, Jacky	Analyst, Tax	0.8	100.00	80.00
Brown, Rose	Administration	1.2	100.00	120.00
<b>Total hours and professional fees</b>		<b>19.1</b>		<b>\$ 10,165.00</b>
<b>Out of Pocket Expenses</b>				
Administrative charge for communication, couriers, faxes, printing				609.90
<b>Total expenses</b>				<b>609.90</b>
<b>Total fees and disbursements</b>				<b>10,774.90</b>
GST @ 13%				1,400.74
<b>Total Amount Due</b>				<b>\$ 12,175.64</b>

**EXHIBIT "B"**

This is Exhibit "B" referred to  
in the Affidavit of Paul Casey  
Sworn before me this 17<sup>th</sup> day of  
DECEMBER 2010  
A Commissioner, etc.

**Calculation of Average Hourly Billing Rates of  
Deloitte & Touche Inc.  
for the period July 1, 2010 to November, 2010**

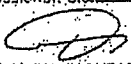
  
Raphael Weisz, a Commissioner, etc.,  
Province of Ontario,  
for Deloitte & Touche Inc.,  
Trustee in Bankruptcy.  
Expires June 6, 2011.

Invoice No.	Fees	Disbursements	HST	Hours	Average Rate	Total
2720718	\$ 30,580.00	\$ 1,834.80	\$ 4,213.92	56.3	\$ 543.16	\$ 36,628.72
2750101	10,165.00	609.90	1,400.74	19.1	532.20	12,175.64
<b>Totals:</b>	<b>\$40,745.00</b>	<b>\$2,444.70</b>	<b>\$5,614.66</b>	<b>75.4</b>	<b>\$540.38</b>	<b>\$48,804.36</b>

EXHIBIT "C"

This is Exhibit C referred to  
in the Affidavit of Paul Casey  
Sworn before me this 17<sup>th</sup> day of  
December 2010  
A Commissioner, etc.

Billing Rates of Deloitte & Touche Inc.

  
Daniel Raphael Weisz, a Commissioner, etc.,  
Province of Ontario,  
for Deloitte & Touche Inc.,  
Trustee in Bankruptcy,  
Expires June 5, 2011.

For the period July 1, 2010 to November 26, 2010

<u>Professional</u>	<u>Rate</u>	<u>Position</u>
Casey, Paul	\$750.00	Senior Vice President
Weisz, Daniel	750.00	Senior Vice President
Chasmar, Hugh	750.00	Senior Vice President
Wisniewska, Iwona	600.00	Vice President
Martin, Terri	600.00	Vice President
Laiken, Adam	500.00	Manager
English, Jennifer	100.00	Analyst
Li, Jacky	100.00	Analyst
Brown, Alison	100.00	Administration
Brown, Rose	100.00	Administration
Corbett, Cecilia	100.00	Administration

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c.C-36 AS AMENDED  
AND IN THE MATTER OF A PROPOSED PLAN OF COMPROMISE OR ARRANGEMENT WITH RESPECT TO 1484558 ONTARIO INC.,  
TREKLOGIC INC., 4386396 CANADA INC., 4386370 CANADA INC. AND PROTEC EMPLOYMENT SERVICES LIMITED

Court File No.: 09-8482-00CL

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

Proceedings commenced at Toronto

**AFFIDAVIT OF PAUL CASEY**  
(Sworn December 17, 2010)

**ThorntonGroutFinnigan LLP**  
Barristers and Solicitors  
Suite 3200, P.O. Box 329  
Canadian Pacific Tower  
Toronto-Dominion Centre  
Toronto, ON M5K 1K7

**Grant B. Moffat (LSUC# 32380L)**  
Tel: 416-304-0599  
Fax: 416-304-1313  
E-mail: gmoffat@tgf.ca

Lawyers for Deloitte & Touche Inc.

# **EXHIBIT “K”**

# EXHIBIT "K"

Court File No. 09-8482-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)

IN THE MATTER OF THE *COMPANIES' CREDITORS*  
*ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS  
AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE  
OR ARRANGEMENT OF 1484558 ONTARIO INC.,  
TREKLOGIC INC., 4386396 CANADA INC., 4386370  
CANADA INC. and PROTEC EMPLOYMENT  
SERVICES LIMITED

APPLICANTS

AFFIDAVIT OF GRANT MOFFAT  
(Sworn December 17, 2010)

I, GRANT MOFFAT, of the City of Toronto, in the Province of Ontario, MAKE  
OATH AND SAY AS FOLLOWS:

1. I am a barrister and solicitor qualified to practice law in the Province of Ontario and am a partner with ThorntonGroutFinnigan LLP ("TGF"), lawyers for Deloitte & Touche Inc., in its capacity as the Court-Appointed monitor (the "Monitor") of 1484558 Ontario Inc. (formerly Brainhunter Inc.), 4386396 Canada Inc. (formerly Brainhunter Canada Inc.), 4386370 Canada Inc. (formerly Brainhunter (Ottawa) Inc.), Protec Employment Services Ltd. and Treklogic Inc. (together, the "Companies") and, as such, I have knowledge of the matters to which I hereinafter depose. Unless I indicate to the contrary, the facts herein are within my personal knowledge and are true. Where I have indicated that I have obtained facts from other sources, I believe those facts to be true.

2. Attached hereto as Exhibit "A" are true copies of the invoices forwarded to the Monitor by TGF for fees and disbursements incurred by TGF in the course of the within proceeding for the period August 1, 2010 to November 30, 2010.

3. Attached hereto as Exhibit "B" is a schedule summarizing each invoice in Exhibit "A", the total billable hours charged per invoice, the total fees charged per invoice and the average hourly rate charged per invoice.

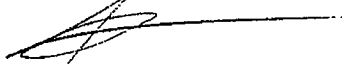
4. Attached hereto as Exhibit "C" is a schedule summarizing the respective years of call and billing rates of each of the solicitors at TGF who acted for the Monitor.

5. To the best of my knowledge, the rates charged by TGF throughout the course of these proceedings are comparable to the rates charged by other law firms in the Toronto market for the provision of similar services.


6. The hourly billing rates outlined in Exhibit "C" to this affidavit are comparable to the hourly rates charged by TGF for services rendered in relation to similar proceedings.

7. I make this affidavit in support of a motion by the Monitor for, *inter alia*, approval of the fees and disbursements of the Monitor's counsel.

**SWORN BEFORE ME**  
at the City of Toronto, in the  
Province of Ontario this 17<sup>th</sup>  
day of December, 2010.

  
\_\_\_\_\_  
A commissioner for taking oaths, etc.

)  
)  
)  
)  
)  
)

  
\_\_\_\_\_  
**Grant B. Moffat**

Annette Melinda Fournier, a Commissioner, etc.,  
City of Toronto, for ThomsonGrouffinnigan LLP,  
Barristers and Solicitors.  
Expires November 8, 2013.

# EXHIBIT <sup>n</sup>A<sup>n</sup>

Court File No. 09-8482-00CL

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)

IN THE MATTER OF the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended

AND IN THE MATTER of a Plan of Compromise or Arrangement of Brainhunter Inc., TrekLogic Inc., Brainhunter Canada Inc., Brainhunter (Ottawa) Inc. and Protec Employment Services Limited

Applicants

THIRTEENTH BILL OF COSTS OF THE SOLICITORS TO THE  
COURT-APPOINTED MONITOR

**For the period ending August 31, 2010**

Aug-04-10	Telephone call with D. Langley regarding employee claim; review correspondence regarding same;	0.40	GBM
Aug-05-10	Review correspondence from D. Langley; telephone call with G. Caplan;	0.20	GBM
Aug-09-10	Review 8th Report to Court regarding outstanding issues; telephone call with P. Casey regarding same; correspondence with L. Pillon;	1.00	GBM
	Telephone call with P. Casey and A. Laiken regarding discharge motion; consider terms of discharge; draft 9th Report;	1.40	GBM
	Telephone call with G. Kaplan regarding employee claim; telephone call with D. Langley regarding same;	0.30	GBM
Aug-10-10	Review correspondence and notice of appeal in Crystalline Data litigation; correspondence to solicitor for Crystalline Data;	0.50	GBM
	Telephone call L. Pillon regarding outstanding estate issues;	0.20	GBM
Aug-13-10	Telephone call with L. Pillon regarding settlement of Evans litigation;	0.20	GBM
	Telephone call with C. McLeod regarding Crystalline Data judgment; letter to C. McLeod; review sale agreement regarding same;	0.60	GBM
	Review Zylog sale agreement and prior orders regarding CCAA fund and prior claim fund; consider impact of discharge of Receiver regarding same; telephone call with A. Laiken regarding clearance certificates outstanding; telephone call with L. Pillon; review outstanding potential prior claims; telephone call with P. Casey regarding same;	1.60	GBM

Aug-16-10	Draft Ninth Report; review prior orders regarding updating court and conveyance of Balanced Brain Shares;	2.20	GBM
	Review correspondence from arbitrator regarding employee vacation pay claim; correspondence to D. Langley regarding same;	0.40	GBM
	Review and revise draft order and notice of motion;	0.40	GBM
	Prepare Ninth Report of Monitor, Notice of Motion, draft Order, fee Affidavit of G. Moffat and all exhibits thereto, make revisions to same, forward Ninth Report to client for review;	2.00	AF
Aug-20-10	Review revised report, bill of sale and R & D; correspondence A. Laiken regarding same;	0.80	GBM
	Revise Ninth Report, order and notice of motion; telephone A. Laiken; further revision to Ninth Report;	2.10	GBM
	Telephone P. Casey; telephone call A. Laiken; revise Ninth Report; finalize order;	0.50	GBM
	Finalize all materials for motion returnable August 27, 2010, compile Motion Record for service and filing, e-mail to Service List, prepare Affidavit of Service, memo to court agent;	2.50	AF
Aug-23-10	Review motion materials; letter to Ministry enclosing Report; e-mails with G. Moffat;	0.50	LMW
	Telephone call with G. Moffat in respect of motion materials;	0.10	LMW
Aug-25-10	E-mails in respect of Brainhunter India;	0.20	LMW
Aug-26-10	E-mail in respect of Procom release;	0.10	LMW
	Prepare for stay extension motion;	0.30	LMW
Aug-27-10	Correspondence to L. Williams and P. Casey regarding employee claim; telephone call L. Williams; review issued order;	0.40	GBM
	Attend stay extension motion;	1.40	LMW

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Grant B. Moffat	13.20	\$650.00	8,580.00
Leanne M. Williams	2.60	\$525.00	1,365.00
Annette Fournier (Law Clerk)	4.50	\$250.00	1,125.00
<b>TOTAL FEE HEREIN</b>			<b>\$11,070.00</b>
<b>HST on Fees</b>			<b><u>\$1,439.10</u></b>

<b>Total Fees and HST</b>		<b>\$12,509.10</b>
<b><u>Disbursements:</u></b>		
Couriers	\$18.49	
Photocopies	\$66.75	
Telephone	\$1.08	
File Motion Record*	\$127.00	
<b>Total Taxable Disbursements</b>	<b>\$86.32</b>	
<b>HST on Disbursements</b>	<b>\$11.22</b>	
<b>Total Non-Taxable Disbursements</b>	<b><u>\$127.00</u></b>	
<b>Total Disbursements and HST</b>		<b><u>\$224.54</u></b>
<b>Total Fees, Disbursements &amp; HST</b>		<b>\$12,733.64</b>
<b>OUR ACCOUNT HEREIN</b>		<b><u>\$12,733.64</u></b>

**ThortonGroutFinnigan LLP**

Per: Grant B. Moffat

HST No. 87042 1039RT

Matter No. 533-026  
 Invoice No. 23186  
 Date: Sep 13/10

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 35 of The Solicitor's Act, interest will be charged at the rate of 6.00 % per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.

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

IN THE MATTER OF the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended

AND IN THE MATTER of a Plan of Compromise or Arrangement of Brainhunter Inc., TrekLogic Inc., Brainhunter Canada Inc., Brainhunter (Ottawa) Inc. and Protec Employment Services Limited

Applicants

**FOURTEENTH BILL OF COSTS OF THE SOLICITORS TO THE  
COURT-APPOINTED MONITOR**

**For the period ending September 30, 2010**

Sep-01-10	Review CDIC assignment agreement; correspondence with P. Casey regarding same;	0.40	GBM
Sep-08-10	Review correspondence regarding Procom litigation and finalizing estate;	0.40	GBM
Sep-10-10	Review correspondence regarding criminal proceeding; review correspondence regarding Procom litigation;	0.20	GBM
Sep-16-10	Review correspondence regarding Procom claim; review outstanding matters to finalize estate;	0.60	GBM
Sep-17-10	Review correspondence regarding success fee issue; review reasons of Wilton-Siegel, J. regarding same;	0.40	GBM
	Review correspondence regarding assignment agreement to federal crown;	0.20	GBM
Sep-20-10	Review correspondence regarding outstanding assessments;	0.20	GBM
Sep-21-10	Correspondence from L. Pillon regarding Brainhunter trade names; review corporate profile regarding same;	0.30	GBM
	Discuss with G. Moffat, conduct corporate search regarding 1484558 Ontario and e-mail details of same to E. Pillon;	0.30	AF
Sep-24-10	Review corporate fiche of Brainhunter Inc.;	0.20	GBM
Sep-27-10	Receive and review e-mail from client, review file, forward copy of August 27, 2010 order to client for posting to website;	0.20	AF

Sep-29-10 Correspondence with A. Laiken regarding audit status; telephone call with L. Pillon; 0.20 GBM

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	
Grant B. Moffat	3.10	\$650.00	2,015.00	
Annette Fournier (Law Clerk)	0.50	\$250.00	125.00	
<b>TOTAL FEE HEREIN</b>			<b>\$2,140.00</b>	
<b>HST on Fees</b>			<b><u>\$278.20</u></b>	
<b>Total Fees and HST</b>				<b>\$2,418.20</b>
<b><u>Disbursements:</u></b>				
Fee for searches/registrations			\$119.00	
Disbursements for searches/registrations *			\$68.00	
Filed Motion Record and Affidavit of Service			\$27.00	
<b>Total Taxable Disbursements</b>			<b>\$146.00</b>	
<b>HST on Disbursements</b>			<b>\$18.98</b>	
<b>Total Non-Taxable Disbursements</b>			<b><u>\$68.00</u></b>	
<b>Total Disbursements and HST</b>				<b><u>\$232.98</u></b>
<b>Total Fees, Disbursements &amp; HST</b>				<b>\$2,651.18</b>
<b>OUR ACCOUNT HEREIN</b>				<b><u>\$2,651.18</u></b>

ThortonGroutFinnigan LLP

Per: Grant B. Moffat

HST No. 87042 1039RT  
 Matter No. 533-026  
 Invoice No. 23364  
 Date: Oct 15/10

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 35 of The Solicitor's Act, interest will be charged at the rate of 6:00 % per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.

ONTARIO  
 SUPERIOR COURT OF JUSTICE  
 (COMMERCIAL LIST)

IN THE MATTER OF THE COMPANIES' CREDITORS  
 ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS  
 AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE  
 OR ARRANGEMENT OF BRAINHUNTER INC.,  
 BRAINHUNTER CANADA INC., BRAINHUNTER (OTTAWA) INC.,  
 PROTEC EMPLOYMENT SERVICES LTD., TREKLOGIC INC.

APPLICANTS

FIFTEENTH BILL OF COSTS OF THE SOLICITORS TO THE  
 COURT-APPOINTED MONITOR

For the period ending October 31, 2010

Oct-04-10	Review correspondence regarding tax return;	0.20	GBM
Oct-20-10	Review correspondence from D. Pillon (Crown counsel) regarding bid-rigging proceeding; review February 26, 2010 order regarding same; correspondence with D. Pillon regarding preliminary inquiry;	0.50	GBM
Oct-21-10	Telephone call with L. Pillon regarding status of tax accounts;	0.20	GBM
Oct-26-10	Telephone call with A. Laiken; review Procom order;	0.40	GBM

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Grant B. Moffat	1.30	\$650.00	845.00

<b>TOTAL FEE HEREIN</b>	<b>\$845.00</b>
<b>HST on Fees</b>	<b><u>\$109.85</u></b>

**Total Fees and HST** **\$954.85**

**\$954.85**

**OUR ACCOUNT HEREIN**

**ThortonGroutFinnigan LLP**

Per: Grant B. Moffat

HST No. 87042 1039RT  
 Matter No. 533-026  
 Invoice No. 23472  
 Date: Nov 12/10

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 35 of The Solicitor's Act, interest will be charged at the rate of 6.00 % per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.

ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)

IN THE MATTER OF THE COMPANIES' CREDITORS  
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS  
AMENDED

AND IN THE MATTER OF A PLAN OF COMPROMISE  
OR ARRANGEMENT OF BRAINHUNTER INC.,  
BRAINHUNTER CANADA INC., BRAINHUNTER (OTTAWA) INC.,  
PROTEC EMPLOYMENT SERVICES LTD., TREKLOGIC INC.

APPLICANTS

SIXTEENTH BILL OF COSTS OF THE SOLICITORS TO THE  
COURT-APPOINTED MONITOR

For the period ending November 30, 2010

Nov-08-10	Review correspondence regarding tax returns;	0.20	GBM
Nov-15-10	Review status of cost order on success fee motion; correspondence with J. Bunting;	0.20	GBM
Nov-18-10	Correspondence with A. Laiken regarding tax returns; review correspondence regarding same;	0.20	GBM
Nov-19-10	Review correspondence from D. Langley; telephone call with Janice at Wilson Vukelich regarding motion by Mr. Chrobak to lift the stay against directors; telephone call with J. Bunting;	0.50	GBM
Nov-22-10	Correspondence with Zylog solicitor regarding Chrobak claim; correspondence with J. Bunting regarding same; telephone call with solicitor for Chrobak; review Zylog APA regarding same; review Chrobak arbitration award regarding same;	0.50	GBM
Nov-23-10	Telephone call with L. Pillon regarding Chrobak motion;	0.20	GBM
	Telephone call with J. Bunting regarding Chrobak claim;	0.20	GBM
Nov-24-10	Telephone call with M. Leaver regarding request to reacquire AJJA Information Technology business name; review Zylog APA regarding same; correspondence with M. Leaver regarding same;	0.50	GBM
Nov-25-10	Review Chrobak motion record; review CBCA regarding director liability;	0.50	GBM

Nov-26-10	Telephone call with J. Bunting regarding Chrobak claim; review Zylog APA regarding priority of same; review CBCA regarding same; telephone call with P. Casey regarding same;	0.80	GBM
Nov-29-10	Correspondence from L. Pillon regarding Chrobak claim; review escrow agreement; correspondence from P. Casey;	0.20	GBM

<u>Lawyer</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Grant B. Moffat	4.00	\$650.00	2,600.00
<b>TOTAL FEE HEREIN</b>			<b>\$2,600.00</b>
<b>HST on Fees</b>			<b><u>\$338.00</u></b>
<b>Total Fees and HST</b>			<b>\$2,938.00</b>
<b><u>Disbursements:</u></b>			
Facsimiles			\$1.75
Photocopies			\$33.00
Telephone			\$1.62
<b>Total Taxable Disbursements</b>			<b>\$36.37</b>
<b>HST on Disbursements</b>			<b>\$4.73</b>
<b>Total Non-Taxable Disbursements</b>			<b><u>\$0.00</u></b>
<b>Total Disbursements and HST</b>			<b>\$41.10</b>
<b>Total Fees, Disbursements &amp; HST</b>			<b>\$2,979.10</b>
<b>OUR ACCOUNT HEREIN</b>			<b><u>\$2,979.10</u></b>

ThortonGroutFinnigan LLP

Per: Grant B. Moffat

HST No. 87042 1039RT  
 Matter No. 533-026  
 Invoice No. 23527  
 Date: Dec 09/10

Terms: Payment due upon receipt. Any disbursements not posted to your account on the date of this statement will be billed later. In accordance with Section 35 of The Solicitor's Act, interest will be charged at the rate of 6.00% per annum on unpaid fees, charges or disbursements calculated from a date that is one month after this Statement is delivered.

## EXHIBIT "B"

Calculation of Average Hourly Billing Rates of  
ThorntonGroutFinnigan LLP  
for the period August 1, 2010 to November 30, 2010

Invoice No.	Fees	Disbursements	HST	Hours	Average Rate	Total
23186	\$ 11,070.00	\$ 213.32	\$ 1,450.32	20.3	\$545.32	\$ 12,733.64
23364	2,140.00	214.00	297.18	3.6	594.44	2,651.18
23472	845.00	0.00	109.85	1.3	650.00	954.85
23527	2,600.00	36.37	342.73	4.0	650.00	2,979.10
<b>Totals:</b>	<b>\$16,655.00</b>	<b>\$ 463.69</b>	<b>\$2,200.08</b>			<b><u>\$19,318.77</u></b>

## EXHIBIT "C"

### Billing Rates of ThorntonGroutFinnigan LLP

For the period August 1, 2010 to November 30, 2010

	<u>Rate</u>	<u>Year of Call</u>
Grant B. Moffat	\$650	1991
Leanne M. Williams	\$525	1999
Annette Fournier	\$250	Law Clerk

IN THE MATTER OF THE COMPANIES' CREDITORS ARRANGEMENT ACT, R.S.C. 1985, c.C-36 AS AMENDED  
AND IN THE MATTER OF A PROPOSED PLAN OF COMPROMISE OR ARRANGEMENT WITH RESPECT TO 1484558 ONTARIO INC.,  
TREKLOGIC INC., 4386396 CANADA INC., 4386370 CANADA INC. AND PROTEC EMPLOYMENT SERVICES LIMITED

Court File No.: 09-8482-00CL

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

Proceedings commenced at Toronto

**AFFIDAVIT OF GRANT MOFFAT**

**ThorntonGroutFinnigan LLP**  
Barristers and Solicitors  
Suite 3200, P.O. Box 329  
Canadian Pacific Tower  
Toronto-Dominion Centre  
Toronto, ON M5K 1K7

**Grant B. Moffat (LSUC# 32380L)**  
Tel: 416-304-0599  
Fax: 416-304-1313  
E-mail: gmoffat@tgf.ca

Lawyers for Deloitte & Touche Inc.

# **EXHIBIT "L"**

# EXHIBIT <sup>u</sup> L <sup>u</sup>

**Deloitte & Touche Inc., CCAA Monitor of Brainhunter Inc. - CCAA Fund**  
**Statement of Receipts and Disbursements**  
 For the period from August 24, 2010 to December 15, 2010 (UNAUDITED, SEE NOTE 1)  
 (In \$CAD)

	<u>August 24 - December 15</u>	<u>Cumulative (Feb 18 - Dec 15)</u>	<u>Current Period Notes</u>
<b>Receipts</b>			
Funding from Zylog	-	250,000	
Other receipts	1,000	21,896	2, 3
<b>Total Receipts</b>	<u>1,000</u>	<u>271,896</u>	
<b>Disbursements</b>			
Professional Fees	65,144	246,690	4
<b>Total Disbursements</b>	<u>65,144</u>	<u>246,690</u>	
<b>Net Cash Flow</b>	(64,144)	25,206	
<b>Opening Balance</b>	89,350	-	
<b>Ending Balance</b>	<u>25,206</u>	<u>25,206</u>	

**Notes**

- 1 Notice to Reader: Deloitte & Touche Inc., solely in its capacity as CCAA Monitor of Brainhunter and the other Applicants, has compiled this information. The Monitor has not performed an audit or review of this information and accordingly, the Monitor expresses no opinion or assurance thereon.
- 2 The \$1,000 represents the consideration for the conveyance of Balanced Brain Initiatives Inc. shares owned by the Company to Wall & Associates PC, Chartered Accountants.
- 3 The cumulative balance includes \$10,000 for the amount of the Breakwall Success Fee held back pending a court determination of the Breakwall Fee cost motion in favour of Stikeman and FMC.
- 4 This amount represents professional fees billed by Deloitte & Touche Inc., as Monitor, and ThorntonGroutFinnigan LLP, as counsel to the Monitor.

# EXHIBIT "M"

# EXHIBIT "M"

Deloitte & Touche Inc., CCAA Monitor of Brainhunter Inc. - Escrow Fund  
**Statement of Receipts and Disbursements**  
 For the period from August 24, 2010 to December 15, 2010 (UNAUDITED, SEE NOTE 1)  
 (In \$CAD)

	<u>August 24 - December 15</u>	<u>Cumulative (Feb 18 - Dec 15)</u>	<u>Current Period Notes</u>
<b>Receipts</b>			
Funding from Zylog	-	225,000	
Other receipts	1,096	80,863	2
<b>Total Receipts</b>	<u>1,096</u>	<u>305,863</u>	
<b>Disbursements</b>			
GST	-	31,745	5
QST	6,636	7,903	3, 5
Workplace/employee insurance	151	27,070	4, 5
Ontario Employer Health Tax		9,005	
Refund of retainer to Zylog	-	79,767	
<b>Total Disbursements</b>	<u>6,787</u>	<u>155,491</u>	
<b>Net Cash Flow</b>	(5,691)	150,372	
<b>Opening Balance</b>	156,063	-	
<b>Ending Balance</b>	<u>150,372</u>	<u>150,372</u>	

**Notes**

- 1 Notice to Reader: Deloitte & Touche Inc., solely in its capacity as CCAA Monitor of Brainhunter and the other Applicants, has compiled this information. The Monitor has not performed an audit or review of this information and accordingly, the Monitor expresses no opinion or assurance thereon.
- 2 Other receipts represents refunds received from the Workers Compensation Boards of Manitoba and Alberta.
- 3 Represents a reassessment that resulted from an audit of a refund received by Brainhunter from Revenu Quebec that related to QST on insurance premiums.
- 4 The Workplace Health, Safety & Compensation Commission of Newfoundland reassessed the final remittance upon further review.
- 5 The Monitor is awaiting final assessments by the various government authorities prior to the closing of these accounts, which may result in additional liabilities having to be paid.