

District of: Ontario  
Division No.:09-Toronto  
Court No.: BK-24-0303861-0031  
Estate No.:31-3038619

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

B E T W E E N:

**IN THE MATTER OF A NOTICE OF INTENTION TO MAKE  
A PROPOSAL OF  
BRR LOGISTICS LIMITED**

**AIDE MEMOIRE OF BRR LOGISTICS LIMITED,  
(Returnable March 26, 2024)**

March 25, 2024

**MILLER THOMSON LLP**  
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Lawyers for BRR Logistics Limited

1. This Aide Memoire is filed further to the endorsement of Justice Kimmel dated March 20, 2024 (the “**Endorsement**”).
2. Pursuant to the Endorsement, this motion was scheduled by BRR Logistics Limited (“**BRR**” or the “**Company**”) for the purpose of seeking advice and directions in respect of certain goods of customers/suppliers being held by the Company. The matter was urgent as the Company is scheduled to exit its warehouse by the end of March, 2024. The motion was initially booked for 90 minutes.
3. Following the scheduling attendance before Justice Kimmel on March 20, 2024, the Company continued to explore its options and consult with the Proposal Trustee in respect of the inventory in its possession. Among other things, the Company compiled a list of the affected customers and/or suppliers. This information is detailed at paragraph 17 of the Affidavit of Michael Wakefield sworn March 21, 2024, served and filed (the “**Wakefield Affidavit**”).
4. As indicated in the Wakefield Affidavit and in the report of BDO Canada Limited in its capacity as the proposal trustee (the “**Second Report**”), the Company, in consultation with the proposal trustee, has opted to take steps to maximize collections of its accounts receivable by availing itself of the regime set out in the provincial *Repair and Storage Liens Act*, R.S.O. 1990, c. R. 25, as amended (“**RSLA**”).
5. The Company has taken a number of immediate steps since the March 20, 2024 case conference, including (as further detailed in the Wakefield Affidavit):

- (a) Arranging for the subject inventory to be delivered to a separate storage facility for temporary storage pending resolution of the accounts and/or the expiration of the time periods under the RSLA; and
  - (b) Delivered demand letters to each of the applicable customers, each of which includes a notice of intention to sell articles pursuant to section 15 of the RSLA. These letters and notices were sent on March 22, 2024.
6. Discussions remain ongoing with customers/suppliers who have received the demand letters and notices.
  7. In light of the foregoing the Company is no longer seeking any relief from the Court at this time in relation to the disposition of the inventory. The Company is of the view that the steps taken are in the best interest of the Company and its stakeholders.
  8. The Company advised the commercial list office on or about March 21, 2024 that it will no longer be seeking relief from the Court and asked that the matter be converted to a 30-minute case conference.
  9. The Company is aware of one party who intends to seek court relief in the form of a consent order, which will be filed and uploaded by that party.

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Proceeding Commenced at  
Toronto

**AIDE MEMOIRE OF BRR LOGISTICS LIMITED**  
**(RETURNABLE MARCH 26, 2024)**

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