
EXHIBIT "12"

**To the Receiver's Seventh Report to Court
Dated January 14, 2019**

Lewis, David

From: Van de Mosselaer, Randal <rvandemosselaer@osler.com>
Sent: November 21, 2018 4:50 PM
To: Lewis, David; Shellon, Jacqueline
Cc: Paplawski, Emily
Subject: FW: [EXT] Base Receivership

Souster has accepted our last offer. See below.

OSLER

Randal Van de Mosselaer

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rvandemosselaer@osler.com

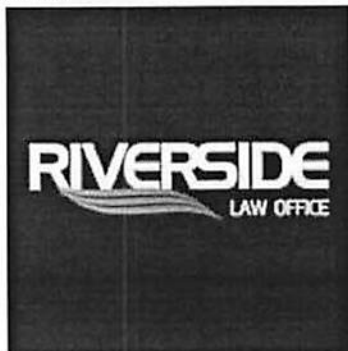
Osler, Hoskin & Harcourt LLP
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From: Christopher Souster <cmas@riversidelawoffice.ca>
Sent: Wednesday, November 21, 2018 4:47 PM
To: Van de Mosselaer, Randal <rvandemosselaer@osler.com>
Subject: RE: [EXT] Base Receivership

Agreed. I will be sending the proposed consent order, as relates to tomorrows application as we discussed, under a separate email. It is coming in about 2 minutes.

Chris



CHRISTOPHER M.A. SOUSTER
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From: Van de Mosselaer, Randal [<mailto:rvandemosselaer@osler.com>]
Sent: Wednesday, November 21, 2018 4:35 PM
To: Christopher Souster
Subject: RE: [EXT] Base Receivership

WITHOUT PREJUDICE

Chris,

I have the following instructions:

- The Receiver will pay \$50,000 in relation to and in full and final satisfaction of your pre-Receivership Order solicitor-client costs (which are in the range of \$92,000), subject to your obtaining an Order to this effect (which Order the Receiver will not oppose);
- The settlement in respect of your pre-Receivership Order costs will be without prejudice to the Receiver's position on your post-Receivership Order costs;
- With respect to your post-Receivership Order costs, your application will proceed in respect of those costs, and will be adjourned (by Consent Order) from tomorrow to be heard on the Commercial List at the first available date for which counsel is available;
- The Receiver will review those claimed post-Receivership Order costs and consider whether any of those costs were at the request of and for the benefit of the estate, with a view to having discussions with you with respect to whether a settlement of that cost claim might be possible;
- If we are unable to come to an agreement in respect of those post-Receivership Order costs, we will argue the matter at the return date of your application and proceed to a taxation if necessary.

Please let me know if the foregoing is acceptable to you.

Regards,

OSLER

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From: Christopher Souster <cmas@riversidelawoffice.ca>
Sent: Wednesday, November 21, 2018 4:16 PM
To: Van de Mosselaer, Randal <rvandemosselaer@osler.com>
Subject: RE: [EXT] Base Receivership

\$50k for the pre-receivership and your client reviews the balance of the fees in relation to the 2 column on the liability issues as promised.