

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
DIVISIONAL COURT**

B E T W E E N:

THE CATALYST CAPITAL GROUP INC. and  
CALLIDUS CAPITAL CORPORATION

Plaintiffs  
(Moving Parties)

and

WEST FACE CAPITAL INC., GREGORY BOLAND, M5V ADVISORS INC.  
C.O.B. ANSON GROUP CANADA, ADMIRALTY ADVISORS LLC, FRIGATE  
VENTURES LP, ANSON INVESTMENTS LP, ANSON CAPITAL LP, ANSON  
INVESTMENTS MASTER FUND LP, AIMF GP, ANSON CATALYST MASTER  
FUND LP, ACF GP, MOEZ KASSAM, ADAM SPEARS, SUNNY PURI,  
CLARITYSPRING INC., NATHAN ANDERSON, BRUCE LANGSTAFF, ROB  
COPELAND, KEVIN BAUMANN, JEFFREY MCFARLANE, DARRYL LEVITT,  
RICHARD MOLYNEUX, GERALD DUHAMEL, GEORGE WESLEY VOORHEIS,  
BRUCE LIVESEY and JOHN DOES #4-10

Defendants  
(Responding Parties)

**MOTION RECORD OF THE DEFENDANTS / RESPONDING PARTIES,  
CLARITYSPRING INC. AND NATHAN ANDERSON**

**(Motion for Leave to Appeal Order of Justice McEwen, dated February 12, 2021)**

March 2, 2021

**LERNERS LLP**  
225 King Street West  
Suite 1500  
Toronto, Ontario M5V 3M2

**Lucas E. Lung LSO#: 52595C**  
[llung@lerner.ca](mailto:llung@lerner.ca)  
Tel: 416.601.2673

**Rebecca Shoom LSO#: 68578G**  
[rshoom@lerner.ca](mailto:rshoom@lerner.ca)  
Tel: 416.601.2382

Lawyers for the Defendants / Responding  
Parties, ClaritySpring Inc. and Nathan  
Anderson

TO: **GOWLING WLG (CANADA) LLP**  
1 First Canadian Place  
100 King Street West, Suite 1600  
Toronto, ON M5X 1G5

**John E. Callaghan LSO#: 29106K**  
[john.callaghan@gowlingwlg.com](mailto:john.callaghan@gowlingwlg.com)

**Benjamin Na LSO#: 409580**  
[Benjamin.na@gowlingwlg.com](mailto:Benjamin.na@gowlingwlg.com)

**Matthew Karabus LSO#: 61892D**  
[matthew.karabus@gowlingwlg.com](mailto:matthew.karabus@gowlingwlg.com)

Tel: 416.862.7525

**MOORE BARRISTERS**  
Barristers and Solicitors  
393 University Avenue, Suite 1600  
Toronto, ON M5G 1E6

**David C. Moore LSO#: 16996U**  
[david@moorebarristers.ca](mailto:david@moorebarristers.ca)  
Tel: 416.581.1818, Ext. 222

**Kenneth G.G. Jones LSO#: 29918I**  
[kenjones@moorebarristers.ca](mailto:kenjones@moorebarristers.ca)  
Tel: 416.581.1818, Ext. 224

Lawyers for the Plaintiffs/Defendants by Counterclaim,  
The Catalyst Capital Group Inc. and Callidus Capital  
Corporation and the Defendants to the Counterclaim,  
Newton Glassman, Gabriel De Alba and James Riley

AND TO: **DAVIES WARD PHILLIPS & VINEBERG LLP**  
155 Wellington Street West, 40<sup>th</sup> Floor  
Toronto, ON M5V 3J7

**Kent Thomson LSO#: 24264J**  
[kthomson@dwpv.com](mailto:kthomson@dwpv.com)  
Tel: 416.863.5566

**Matthew Milne-Smith LSO#: 44266P**  
[mmilne-smith@dwpv.com](mailto:mmilne-smith@dwpv.com)  
Tel: 416.863.5595

**Andrew Carlson LSO#: 58850N**  
[acarlson@dwpv.com](mailto:acarlson@dwpv.com)  
Tel: 416.367.7437

Tel: 416.863.0900

Lawyers for the Defendants, Plaintiffs by Counterclaim,  
West Face Capital Inc. and Gregory Boland

AND TO: **TORYS LLP**  
Barristers and Solicitors  
79 Wellington Street West, Suite 3000  
Box 270, TD South Tower  
Toronto, ON M5K 1N2

**Linda M. Plumpton LSO#: 38400A**  
[lplumpton@torys.com](mailto:lplumpton@torys.com)  
Tel: 416.865.8193

**Andrew Bernstein LSO#: 42191F**  
[abernstein@torys.com](mailto:abernstein@torys.com)  
Tel: 416.865.7678

**Stacey Reisman LSO#: 72184U**  
[sreisman@torys.com](mailto:sreisman@torys.com)  
Tel: 416.865.7537

Lawyers for the Defendants, M5V Advisors Inc. c.o.b.  
Anson Group Canada, Admiralty Advisors LLC, Frigate  
Ventures LP, Anson Investments LP, Anson Capital LP,  
Anson Investments Master Fund LP, AIMF GP, Anson  
Catalyst Master Fund LP, ACF GP, Moez Kassam,  
Adam Spears and Sunny Puri

AND TO: **MATHERS MCHENRY & CO.**  
161 Bay Street, Suite 2700  
Toronto, ON M5J 2S1

**Devin Jarcaig LSO#: 62223U**  
[devin@mathersmchenryandco.com](mailto:devin@mathersmchenryandco.com)  
Tel: 416.572.2147

Lawyers for the Defendant, Bruce Langstaff

AND TO: **ST. LAWRENCE BARRISTERS LLP**  
144 King Street East  
Toronto, ON M5C 1G8

**Phil Tunley LSO#: 26402J**  
[Phil.Tunley@stlbarristers.ca](mailto:Phil.Tunley@stlbarristers.ca)  
Tel: 647.245.8282

**Alexi N. Wood LSO#: 54683F**  
[Alexi.Wood@stlbarristers.ca](mailto:Alexi.Wood@stlbarristers.ca)  
Tel: 647.245.8283

Lawyers for the Defendant, Rob Copeland

AND TO: **KEVIN BAUMANN**  
Box 109  
Bluffton, AB T0C 0M0  
Email: [pekiskokb@gmail.com](mailto:pekiskokb@gmail.com)

Defendant, Acting in Person

AND TO: **DARRYL LEVITT**  
100-400 Applewood Crescent  
Vaughan, ON L4K 0C3  
[darryl@dlevittassociates.com](mailto:darryl@dlevittassociates.com)

Defendant, Acting in Person

AND TO: **SOLMON ROTHBART GOODMAN LLP**

Barristers  
375 University Avenue, Suite 701  
Toronto, ON M5G 2J5

**Melvyn L. Solmon LSO#: 16156J**

[msolmon@srglegal.com](mailto:msolmon@srglegal.com)

Tel: 416.947.1093, ext 333

**Nancy Tourgis LSO#: 37349I**

[ntourgis@srglegal.com](mailto:ntourgis@srglegal.com)

Tel: 416.947.1093, ext 342

Lawyers for the Defendant, Richard Molyneux

AND TO: **WHITTEN & LUBLIN LLP**

141 Adelaide St. West  
Suite 1100  
Toronto, ON M5H 3L5

**Ben Hahn LSO#: 64412J**

[ben@whittenlublin.com](mailto:ben@whittenlublin.com)

Tel: 416.640.2667

Lawyers for the Defendant, Gerald Duhamel

AND TO: **MCCARTHY TÉTRAULT LLP**

Suite 5300, Toronto Dominion Bank Tower  
Toronto, ON M5K 1E6

**R. Paul Steep LSO#: 21869L**

[psteep@mccarthy.ca](mailto:psteep@mccarthy.ca)

Tel: 416.601.7998

**Erin Chesney LSO#: 72834D**

[echesney@mccarthy.ca](mailto:echesney@mccarthy.ca)

Tel: 416.601.8215

Lawyers for the Defendant, George Wesley Voorheis

AND TO: **JEFFREY MCFARLANE**

220 Dominion Drive  
Suite B  
Morrisville, NC 27560  
Email: [jmcfarlane@triathloncc.com](mailto:jmcfarlane@triathloncc.com)

Defendant, Acting in Person

AND TO: **A. DIMITRI LASCARIS LAW PROFESSIONAL CORPORATION**  
360, Rue St. Jacques, Suite G101  
Montreal, QC H2Y 1P5

**A. Dimitri Lascaris LSO#: 50074A**  
Tel: 514.941.5991

Lawyer for the Defendant, Bruce Livesey

## INDEX

### TAB

1. Costs Outline of the Defendants / Responding Parties, ClaritySpring Inc. and Nathan Anderson dated March 2, 2021

**TAB 1**



**Divisional Court File No. 157/21**  
Court File No.: CV-17-587463-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
DIVISIONAL COURT**

B E T W E E N :

THE CATALYST CAPITAL GROUP INC. and CALLIDUS CAPITAL CORPORATION

Plaintiffs  
(Moving Parties)

- and -

WEST FACE CAPITAL INC., GREGORY BOLAND, M5V ADVISORS INC. C.O.B. ANSON GROUP CANADA, ADMIRALTY ADVISORS LLC, FRIGATE VENTURES LP, ANSON INVESTMENTS LP, ANSON CAPITAL LP, ANSON INVESTMENTS MASTER FUND LP, AIMF GP, ANSON CATALYST MASTER FUND LP, ACF GP, MOEZ KASSAM, ADAM SPEARS, SUNNY PURI, CLARITYSPRING INC., NATHAN ANDERSON, BRUCE LANGSTAFF, ROB COPELAND, KEVIN BAUMANN, JEFFREY MCFARLANE, DARRYL LEVITT, RICHARD MOLYNEUX, GERALD DUHAMEL, GEORGE WESLEY VOORHEIS, BRUCE LIVESEY and JOHN DOES #4-10

Defendants  
(Responding Parties)

**COSTS OUTLINE OF THE DEFENDANTS/RESPONDING PARTIES,  
CLARITYSPRING INC. AND NATHAN ANDERSON  
(Motion for Leave to Appeal Order of Justice McEwen, dated February 12, 2021)**

The Defendants/Responding Parties, ClaritySpring Inc. and Nathan Anderson provide the following outline of the submissions to be made at the hearing in support of the costs the parties will seek:

	<b>Partial Indemnity</b>
Fees (as detailed below, including HST)	<b>\$5,686.73</b>
Disbursements: Cross-examination transcripts (including HST)	<b>None Claimed</b>
<b>Total</b>	<b><u>\$5,686.73</u></b>

The following points are made in support of the costs sought with reference to the factors set out in subrule 57.01(1):

The hours worked and the rates claimed are not unreasonable given the experience of counsel and the complexity of the issues raised in this leave motion. The total amount claimed is consistent with what an unsuccessful party would reasonably be expected to pay for this type of motion.

The experience of the party's lawyers is as follows:

Lucas Lung, called to the Bar in 2006

Rebecca Shoom, called to the Bar in 2015


- the hours spent and the rates sought for costs

FEE ITEMS	PERSONS	HOURS	PARTIAL INDEMNITY RATE	ACTUAL RATE
1. Responding Factum, including reviewing moving parties' motion record, factum and authorities, reviewing responding materials of the responding parties, West Face and Boland, conducting research for and drafting responding factum, and correspondence with other counsel	L. Lung	4.1	\$345/hour = \$1,414.50	\$575
	R. Shoom	15.5	\$216/hour = \$3,348.00	\$360
	J. Grande (Clerk)	3.0	\$90/hour = \$270.00	\$250

**LAWYER'S CERTIFICATE**

I CERTIFY that the hours claimed have been spent, that the rates shown are correct and that each disbursement has been incurred as claimed.

March 2, 2021




---

**Lucas Lung**

THE CATALYST CAPITAL GROUP INC., et al.  
Plaintiffs

and WEST FACE CAPITAL INC.,  
et al.

Defendants

Court File No.: CV-17-587463-00CL

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

Proceeding commenced at Toronto.

**MOTION RECORD OF THE DEFENDANTS /  
RESPONDING PARTIES,  
CLARITYSPRING INC. AND NATHAN ANDERSON**

**(Motion for Leave to Appeal Order of Justice  
McEwen, dated February 12, 2021)**

**LERNERS LLP**

225 King Street West  
Suite 1500  
Toronto, Ontario M5V 3M2

**Lucas E. Lung LSO#: 52595C**

[llung@lerner.ca](mailto:llung@lerner.ca)

Tel: 416.601.2673

**Rebecca Shoom LSO#: 68578G**

[rshoom@lerner.ca](mailto:rshoom@lerner.ca)

Tel: 416.601.2382

Lawyers for the Defendants,  
ClaritySpring Inc. and Nathan Anderson