

Supreme Court of Nova Scotia

Application by Intelivote Systems Inc (the “Applicant”) for relief under the *Companies’ Creditors Arrangement Act*

AFFIDAVIT OF DEAN B. SMITH

1. I am Dean B. Smith, the President of the Applicant, Intelivote Systems Inc. (“**Intelivote**”), a body corporate incorporated under the *Companies Act* (Nova Scotia).
2. I have personal knowledge of the evidence sworn to in this affidavit except where otherwise stated to be based on information and belief.
3. I state, in this affidavit, the source of any information that is not based on my own personal knowledge, and I state my belief of the source.

History of Intelivote

4. I am the subject matter expert who founded Intelivote, and I continue today as its only director.
5. Intelivote was an innovative business in the earliest stages of e-voting. There were many skeptics and technology had to be developed to address functionality, reliability, scalability, auditability, privacy, and adaptability.
6. Intelivote has not only developed and adapted electronic voting technology, but has also become the key advisor to municipalities in Nova Scotia and Ontario seeking to adopt by-laws and procedures to empower them to conduct elections through electronic and phone voting, and thereby reduce their election costs.
7. As such, Intelivote has developed a loyal following of municipalities who have come to rely on Intelivote’s expertise in setting up and conducting electronic and telephone election voting, particularly smaller municipalities who do not have in-house expertise. For reasons of scale, most e-voting companies charge a higher fee per eligible elector for smaller municipalities than for larger municipalities, whereas Intelivote has offered its services to smaller municipalities for the same fee per eligible elector.
8. The original investment in Intelivote, which came from Nova Scotia Business Inc. (“**NSBI**”), Atlantic Canada Opportunities Agency (“**ACOA**”), and many others, has been dissipated by the lengthy time it took to get uptake from municipal and other governments, political parties, unions, and non-governmental organizations.

9. This has resulted in Intelivote carrying for many years a substantial debt level, with no practical prospect of ever being able to retire that debt.
10. Intelivote has sought investment from competitors and complementary service providers. The most recent was Smartmatic, a large worldwide e-voting company with an interest in entering the Canadian market. For in excess of four months I engaged in discussions with its head of e-voting, who indicated strong interest in financing a proposal and investing in Intelivote to fund that proposal. However, Intelivote was then advised that Smartmatic's strategic decision was not to invest in another business or brand, but rather to move ahead with its own brand. Smartmatic however wished to hire me to introduce their brand into Canada, which would be a new market for them.
11. The decision by Smartmatic is symptomatic of what Intelivote has found in its numerous other approaches to potential business partners, namely that competitors do not see value in acquiring another brand or technology, as they typically have their own systems. However, those parties are interested in hiring the Intelivote people to run their operation in Canada, and to support their other opportunities around the world.
12. I am the only full-time person working at Intelivote. Because the work is project based, Intelivote's model is to hire its staff as contractors on a project by project basis; sometimes only for a day or several days' work. These contractors generally have close personal relationships with me, have been providing services to Intelivote for a number of years, and are very knowledgeable about procedures, the technology, and issue troubleshooting. They have strong personal skills in addressing the needs and concerns of public officials and others having the important, and visible, responsibility for running elections.
13. The computer system that Intelivote runs is antiquated. It works, but newer technology has been developed to make use of cloud computing, so that Intelivote's infrastructure and architecture needs to be updated and converted to make better use of things like cloud computing. This means that Intelivote's hardware is of little interest to other competitors.
14. Attached to this my Affidavit as Exhibit "A" is an annual statement for Intelivote, showing the Income Statement and Balance Sheet as of December 31, 2021, same being compiled by Baker Tilley on a Compilation Engagement.
15. Intelivote is at a crossroads, as the continued operation of the company is unsustainable with the present level of debt.

Statutory Basis for Application

16. I am advised by Tim Hill, Q.C., solicitor for the Applicant in connection with this matter, and verily believe, that it is the practice that companies proposing to carry out a Plan of Arrangement pursuant to the *Companies' Creditors Arrangement Act* ("CCAA") apply to the court for an initial order ("**Initial Order**") governing various procedural matters and imposing a stay of proceedings allowing such companies to continue their operations while developing a Plan of Arrangement.

17. This affidavit is sworn in support of the application by Intelivote for an Initial Order under the CCAA.

Relief Sought

18. Intelivote seeks an Initial Order that:
- a. authorizes Intelivote to file with the Court a plan of compromise or arrangement;
 - b. allows Intelivote to remain in possession and control of its property and to continue to carry on business, including the payment of certain expenses;
 - c. grants Intelivote the right to restructure its business;
 - d. provides a stay of proceedings for the maximum 10 day period allowable by Section 11.02 of the CCAA;
 - e. appoints and empowers Grant Thornton Limited as the Monitor;
 - f. directs the Monitor to give notice of the Initial Order to creditors and shareholders.

The Parties to, or Impacted by, the Arrangement


19. Intelivote was incorporated under the *Companies Act* (Nova Scotia) on September 12, 2003.
20. There are currently outstanding 2,833,213 Class A Common Company Shares and 1,350,000 Class B Common Company Shares. A list of Shareholders with their respective shareholdings is attached to this my Affidavit as Exhibit "B".
21. The total due to the Creditors and Secured Creditor as of December 31, 2021 was \$10,508,176.06, and a copy of the list of those creditors with amounts due to each is attached to this my Affidavit as Exhibit "C". Other than interest, there has been no appreciable change in the amounts owed to these creditors since December 31, 2021.

Reasons and Support for the Initial Order

22. Intelivote seeks an Initial Order allowing it to propose a Plan of Arrangement pursuant to the CCAA. Intelivote believes such an arrangement is in the best interest of the Applicant, its Shareholders and Creditors.
23. I have reviewed a draft of the report of the proposed monitor, Grant Thornton Limited, and state that it accurately summarizes the present situation of Intelivote, including the status of Intelivote's balance sheet, and it contains a reasonable cash flow projection based upon my past experience with Intelivote's operations.

24. Having found no competitor, acquaintances or supporting industry partners willing to invest in Intelivote, I have arranged for a Creditor Fund in the amount of \$300,000. Intelivote will provide \$175,000 of that amount from its own resources, and the remaining \$125,000 will be provided by way of a loan to Intelivote by myself or my company, Novasoft Associates Incorporated.
25. Intelivote has been able to meet its operating expenses for 20 years. The proposed Plan of Arrangement will effectively deal with a majority of Intelivote's debt and restructure the shareholding of the company. Intelivote will continue to provide a valuable service of combining electronic voting, phone voting and voting in person in a seamless manner, rather than the forced versions of competitors such as tabulating machines, only phone voting, or a patchwork of services that do not provide the reliability that municipal and other authorities have relied on over the years in Nova Scotia and Ontario.

Sworn to before me on the 28th day of June,)
2022, at Dartmouth, Province of Nova)
Scotia,)
)
_____)
Tim Hill, Q.C.)
A Barrister of the Supreme Court)
Of Nova Scotia)



Dean B. Smith

2022

Hfx. No.

Supreme Court of Nova Scotia

Application by Intelivote Systems Inc (the “Applicant”) for relief under the *Companies’
Creditors Arrangement Act*

This is Schedule “A” to the Affidavit of Dean B. Smith sworn before me this 28th day of June,
2022.

A handwritten signature in black ink, consisting of a large, stylized 'S' shape with a horizontal line extending from the bottom right.

Tim Hill, Q.C.

INTELIVOTE SYSTEMS INC.

FINANCIAL INFORMATION

DECEMBER 31, 2021

INTELIVOTE SYSTEMS INC.
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DECEMBER 31, 2021

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Canada B3B 2C4

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halifax@bakertilly.ca
www.bakertilly.ca

COMPILATION ENGAGEMENT REPORT

On the basis of information provided by management, we have compiled the balance sheet of **Intelivote Systems Inc.** as at December 31, 2021, the statement of earnings and deficit for the year then ended, and Note 1, which describes the basis of accounting applied in the preparation of the compiled financial information ("financial information").

Management is responsible for the accompanying financial information, including the accuracy and completeness of the underlying information used to compile it and the selection of the basis of accounting.

We performed this engagement in accordance with Canadian Standard on Related Services (CSRS) 4200, Compilation Engagements, which requires us to comply with relevant ethical requirements. Our responsibility is to assist management in the preparation of the financial information.

We did not perform an audit engagement or a review engagement, nor were we required to perform procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an audit opinion or a review conclusion, or provide any form of assurance on the financial information.

Readers are cautioned that these financial information may not be appropriate for their purposes.

Dartmouth, Nova Scotia
March 18, 2022

Baker Tilly Nova Scotia Inc.
Chartered Professional Accountants

INTELIVOTE SYSTEMS INC.
STATEMENT OF EARNINGS AND DEFICIT
FOR THE YEAR ENDED DECEMBER 31, 2021

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	2021	2020
	\$	\$
SALES	1,542,241	1,684,973
COST OF SALES	<u>110,935</u>	<u>783,652</u>
GROSS PROFIT	<u>1,431,306</u>	<u>901,321</u>
OPERATING EXPENSES		
Advertising and promotion	2,159	646
Amortization	7,311	2,491
Communication	65,974	76,545
Computer support	14,943	25,331
Dues and fees	2,462	654
Insurance	30,818	14,142
Interest and bank charges	3,912	7,763
Interest on long-term debt	291,867	117,781
Occupancy	50,900	45,075
Office	27,966	19,861
Professional fees	101,338	144,664
Salaries and wages	421,251	395,480
Training	-	2,781
Travel	13,868	8,768
Utilities	<u>19,751</u>	<u>12,234</u>
	<u>1,054,520</u>	<u>874,216</u>
EARNINGS FROM OPERATIONS	376,786	27,105
DEFICIT - beginning of year	<u>(12,253,261)</u>	<u>(12,280,366)</u>
DEFICIT - end of year	<u>(11,876,475)</u>	<u>(12,253,261)</u>

INTELIVOTE SYSTEMS INC.
BALANCE SHEET
AS AT DECEMBER 31, 2021

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	2021	2020
	\$	\$
ASSETS		
CURRENT		
Cash	229,191	163,675
Accounts receivable	574,575	107,133
Prepaid	<u>11,092</u>	<u>11,092</u>
	814,858	281,900
PROPERTY AND EQUIPMENT	<u>15,196</u>	<u>7,204</u>
	<u>830,054</u>	<u>289,104</u>
LIABILITIES		
CURRENT		
Accounts payable and accrued liabilities	542,836	504,256
Due to related parties	<u>-</u>	<u>166,283</u>
	542,836	670,539
CONVERTIBLE SECURED DEBENTURES	8,761,587	8,469,720
LONG-TERM DEBT	<u>1,271,756</u>	<u>1,271,756</u>
	<u>10,576,179</u>	<u>10,412,015</u>
SHAREHOLDERS' EQUITY		
SHARE CAPITAL	2,130,350	2,130,350
DEFICIT	(11,876,475)	(12,253,261)
	(9,746,125)	(10,122,911)
	<u>830,054</u>	<u>289,104</u>

**INTELIVOTE SYSTEMS INC.
NOTES TO THE FINANCIAL INFORMATION
FOR THE YEAR ENDED DECEMBER 31, 2021**

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1. BASIS OF ACCOUNTING

The basis of accounting applied in the preparation of the balance sheet of Intelivote Systems Inc. as at December 31, 2021 and the statement of earnings and deficit for the year then ended is on the historical cost basis, reflecting cash transactions with the addition of:

- accounts payable and accrued liabilities,
- property, plant and equipment amortized over their useful lives,
- accounts receivable,
- Prepaid.

2022

Hfx. No.

Supreme Court of Nova Scotia

Application by Intelivote Systems Inc (the “Applicant”) for relief under the *Companies’
Creditors Arrangement Act*

This is Schedule “B” to the Affidavit of Dean B. Smith sworn before me this 28th day of June,
2022.

A handwritten signature in black ink, consisting of a large, stylized 'S' or 'B' shape with a horizontal line extending from the middle.

Tim Hill, Q.C.

Intelivote Systems Inc.
(Shareholders as per the Shareholders' Register of October 2016)

<i>Shareholder</i>	<i>Contact Information</i>	<i>Share Price</i>	<i># of Shares</i>	<i>Certificate #</i>	<i>Date of Resolution</i>	<i>Total Invested</i>
MANAGEMENT						
Parsons Trust	40 Windward Avenue Dartmouth, NS B2W 2H2	\$0.000037	270,000	CB-5	Sept 22/2003	\$10.00
Langille Family Trust (2000)	1096 Queen Street, Unit 320 Halifax, NS B3H 2R9 OR 364 Southgate Drive Bedford, NS B4A 4L8 No email (902) 835-0601	\$0.000037	270,000	CB-2	Sept 22/2003	\$10.00
Wadden Trust	No address No email No phone	\$0.000037	270,000	CB-3	Sept 22/2003	\$10.00
Smith Trust	92 Spence Drive Dartmouth, NS B2V 1W5	\$0.000037	270,000	CB-6	Sept 22/2003	\$10.00
McCallum Trust	370 Ridgevale Drive Bedford, NS B4A 3M2 maggie.mccallum@ns.sympatico.ca (902) 835-7343 (902) 443-8577	\$0.000037	270,000	CB-4	Sept 22/2003	\$10.00
Subtotal - Class B Common			1,350,000			\$50.00
CCC ITF William Parsons	40 Windward Avenue Dartmouth, NS B2W 2H2 bill.parsons@intelivote.com (902) 468-0022	\$0.50	19,922	CA-115	Aug. 16/2006	\$9,961.00
USL in trust for Anne Langille	1096 Queen Street, Unit 320 Halifax, NS B3H 2R9 OR 364 Southgate Drive Bedford, NS B4A 4L8	\$0.50	14,900	CA-15	Jan 29/2004	\$7,450.00

	No email (902) 835-0601					
Anne Langille	1096 Queen Street, Unit 320 Halifax, NS B3H 2R9 OR 364 Southgate Drive Bedford, NS B4A 4L8 No email (902) 835-0601	\$0.50	20,000	CA-38	Oct 29/2004	\$10,000.00
USL in trust for Andrea Wadden	No address No email No phone	\$0.90	1,111	CA-92	Oct 18/2005	\$1,000.00
USL in trust for Spencer Wadden	No address No email No phone	\$0.50	10,000	CA-91	Oct 18/2005	\$5,000.00
USL in trust for Dean Smith	92 Spence Drive Dartmouth, NS B2V 1W5 No email (902) 462-8911	\$0.50	10,100	CA-19	Jan 29/2004	\$5,050.00
USL in trust for Dean Smith	92 Spence Drive Dartmouth, NS B2V 1W5 No email (902) 462-8911	\$0.50	39,980	CA-53	Oct 29/2004	\$19,990.00
USL in trust for Magdalen McCallum	370 Ridgevale Drive Bedford, NS B4A 3M2 maggie.mccallum@ns.sympatico.ca (902) 835-7343 (902) 443-8577	\$0.50	10,100	CA-17	Jan 29/2004	\$5,050.00
USL in trust for Magdalen Tatai- McCallum	370 Ridgevale Drive Bedford, NS B4A 3M2 maggie.mccallum@ns.sympatico.ca (902) 835-7343 (902) 443-8577	\$0.50	20,000	CA-52	Oct 29/2004	\$10,000.00
Burton Langille		\$0.90	55,555	CA-86	Aug 23/2005	\$50,000.00
Clare Wadden	212 Braemar Drive Westmount, NS B1R 1V9	\$0.50	10,000	CA-40	Oct 29/2004	\$5,000.00
Subtotal - Class A			211,668			\$128,501.00

Common						
CCC ITF Mrs. Janet M. Hood	56 Stone Mount Drive Lower Sackville, NS B4C 4A2 janet.hood@intlivot.com (902) 864-3770	\$0.50	5,000	CA-113	July 18/2006	\$2,500.00
Janet Hood	56 Stone Mount Drive Lower Sackville, NS B4C 4A2 janet.hood@intlivot.com (902) 864-3770	\$0.50	25,000	CA-44 & 69	Oct 29/204 & March 3/2005	\$12,500.00
Kevin Hawco	217 Slopeview Drive SW Calgary, AB T3H 4G6 kevinhawco@shaw.ca (403) 697-1882	\$0.90	41,111	CA-9 & 65	Jan 28/204 & March 3/2005	\$25,000.00
Cecil Smith	137 Red Fern Terrace Halifax, NS B3S 1L7 cecil.smith@cgi.com (902) 835-7542	\$0.90	22,223	CA-66	March 3/2005	\$20,000.70
Steven Haines	7 Knoll Lane Rothesay, NB E2E 5R6 steven.haines@td.com (506) 849-2024	\$0.90	27,778	CA-67	March 18/2005	\$25,000.00
Peter Matson	3701-1 Palace Pier Court Etobicoke, ON M8V 3W9 No email (416) 253-6530	\$0.90	22,223	CA-81	April 20/2005	\$20,000.70
George P. Esau	875 McIvor Avenue Winnipeg, MB R2G 2K1 gesau@mts.net (204) 668-4227	\$0.90	30,000	CA-93	Dec 8/2005	\$27,000.00
Kelly d'Eon	1100 Ridgewood Drive Halifax, NS B3H 3Y4 kellydeon@eastlink.ca (902) 425-6107	\$0.90	55,555	CA-88	Oct 18/2005	\$50,000.00
Kelly d'Eon	1100 Ridgewood Drive Halifax, NS B3H 3Y4 kellydeon@eastlink.ca	\$0.50	20,000	CA-21	Jan 30/2004	\$10,000.00

	(902) 425-6107					
USL in trust for Donna Conrad	364 Astral Drive Cole Harbour, NS B2V 1T4 dpconrad@eastlink.ca (902) 462-8979	\$0.50	10,000	CA-89	Oct 18/2005	\$5,000.00
CCC ITF Donna Conrad	364 Astral Drive Cole Harbour, NS B2V 1T4 dpconrad@eastlink.ca (902) 462-8979	\$0.50	20,000	CA-112	July 18/2006	\$10,000.00
USL in trust for John David Webb	69 Blackshire Circle Nepean, ON K2J 5M3 jaywebb@rogers.com (613) 491-0027	\$0.50	15,000	CA-20	Jan 29/2004	\$7,500.00
Stephen Beamish	22 Scotch Pine Terrace Halifax, NS B3S 1E2 stephenbeamish@ns.sympatico.ca (902) 443-9473	\$0.50	15,000	CA-3	Jan 28/2004	\$7,500.00
USL in trust for Erin Arnold	123 Shrewsbury Road Dartmouth, NS B2V 2R6 email ineligible (902) 435-9077	\$0.50	30,000	CA-24	Jan 30/2004	\$15,000.00
USL in trust for Shawn Crosby	39 Denise Drive Lake Echo, NS B3E 1M5 sacrosby@accesswave.ca (902) 829-2590	\$0.50	40,000	CA-58	Nov 30/2004	\$20,000.00
Fidelity Clearing Canada ULC ITF Michael Pollard	10 Chestnut Lane Dartmouth, NS B2Y 3X2 mike.pollard@intelivote.com (902) 481-1157 (902) 434-1925	\$0.50	40,000	CA-161	Aug/2011	\$20,000.00
USL in trust for Troy Debarres	2485 Westmount Street Halifax, NS B3L 3G7 t.desbarres@magicclampsoft.com (902) 431-6106	\$0.50	20,000	CA-59	Nov 30/2004	\$10,000.00
USL in trust for Ft Scott Miles	31 Fox Point Court Upper Tantallon, NS B3Z 1N5 scottmiles@eastlink.ca	\$0.50	8,000	CA-63	Nov 30/2004	\$4,000.00

	(902) 820-2226					
USL ITF Carrie Frizzell NC RRSP 06H 5000 2	74 Roxbury Crescent Halifax, NS B3M 4T1 cdfcook@yahoo.ca (902) 443-0888	\$0.50	30,000	CA-35	May 30/2004	\$15,000.00
David Moore	207 Waverley Road Dartmouth, NS B2X 2C3 OR 34 Appian Way Dartmouth, NS B2X 3G1 Dave.moore@gwl.ca (902) 489-1111 (902) 462-0397	\$0.50	30,000	CA-11	Jan 28/2004	\$15,000.00
Fidelity Clearing Canada ULC ITF Lloyd Parker	302 Piggott Avenue Fall River, NS B2T 1S6 Lloydparker51@hotmail.com (902) 483-8881	\$0.50	50,000	CA-164	Aug/2011	\$25,000.00
Catherine Langille	31 Guy Street Dartmouth, NS B3A 2P4 No email (902) 465-3278	\$0.50	20,000	CA-50	Oct 29/2004	\$10,000.00
Alex & Louise Langille, held jointly	31 Guy Street Dartmouth, NS B3A 2P4 OR 1155 Three Brooks Road Pictou, NS B0K 1H0 louise.langille@gmail.com (902) 485-8676	\$0.50	20,000	CA-22	Jan 30/2004	\$10,000.00
Blackmont Capital Inc. ITF Robert Chisholm	1725 Waverley road Waverley, NS B2R 1Y2 robchisel@hotmail.com (902) 576-2495 (902) 452-3196	\$0.50	15,000	CA-117	May 2/2007	\$7,500.00
RBC Dominion Securities Inc. ITF Dean Trudeau, 4999616719	5621 Waterson Street Manotick, ON K4M 1C6 dean.trudeau@rbc.com (613) 697-4861	\$0.50	30,000	CA-122	Feb. 9/09	\$15,000.00

	(613) 692-1609					
Karl Biermann	171 Brushfield Drive Hammonds Plains, NS B4B 1V6 kbiermann@eastlink.ca (902) 835-8351 (902) 832-9681	\$0.50	15,000	CA-4	Jan28/2004	\$7,500.00
Cannacord Financial Ltd. ITF Barry Mosher RRSP/AC 13D021S2	9 Boulderwood Road Halifax, NS B3P 2J3 bmosher@blackmont.com (902) 422-7615	\$0.50	30,000	CA-126	Jan 29/04/Jan 8/2010	\$15,000.00
Cannacord Financial Ltd. ITF Barry Mosher RRSP/AC 13D021S2	9 Boulderwood Road Halifax, NS B3P 2J3 bmosher@blackmont.com (902) 422-7615	\$0.90	16,666	CA-126	Oct 18/05/ Jan 8/2010	\$14,999.00
Garth Bangay	35 Golf Links Road Bedford, NS B4A 2J1 gebangay@yahoo.ca (902) 832-1875	\$0.50	30,000	CA-2	Jan28/2004	\$15,000.00
Howard Anderson	18 Terrace Heights Drive New Glasgow, NS B2H 5V3 howard.anderson@cibc.ca (902) 752-1196	\$0.50	30,000	CA-1	Jan28/2004	\$15,000.00
John Emmett	43 Granter Road Halifax, NS B4B 2C5 OR 1640 Market Street Halifax, NS B3J 2C8 jemmett@whwarchitects.com (902) 429-5490, 127 (902) 835-9875	\$0.50	15,000	CA-6	Jan28/2004	\$7,500.00
Edgar Griffin/Edgar Glen Griffin	1 Azita Court, Box 11 Bedford, NS B4A 3Y6 g.griffin@ns.sympatico.ca (902) 835-8044	\$0.50	25,000	CA-8 & 42	Jan28/04 & Oct 29/04	\$12,500.00
USL in trust for Michael Hatter	47 Windrock Drive Bedford, NS B4A 3E5 mike.hatter@ns.sympatico.ca	\$0.50	15,000	CA-29	Jan 30/2004	\$7,500.00

	(902) 481-0402 (?) (902) 835-8708					
Fidelity Clearing Canada ULC ITF Gregory Ewert	43 Atlantic View Drive Sambro Head, NS B3V 1L2 ewert@eastlink.ca (902) 868-2632	\$0.50	30,000	CA-162	Aug/2011	\$15,000.00
Brian Young	50 Beech Hill Drive Lake Echo, NS B3E 1A6 brian.young@intelivote.com (902) 489.4164 (902) 829-3140	\$0.50	15,000	CA-12	Jan 28/2004	\$7,500.00
Investor Company ITF for Mary Eileen Ewert	319 Langbrae Drive, Suite 207 Halifax, NS B3S 1K5 No email (902) 444-6509	\$0.50	15,000	CA-173	May 19/2015	\$7,500.00
USL in trust for Gordon Tynes	1 Carolyn's Way Dartmouth, NS B2Z 1C2	\$0.50	30,000	CA-34	April 19/2004	\$15,000.00
USL in trust for Stephen Morrison	617 Basinview Drive Bedford, NS B4A 3E8 ssmorr1@yahoo.ca (902) 456-1614	\$0.50	30,000	CA-33	April 19/2004	\$15,000.00
CCC ITF Gary Duncan	101 Spence Drive Dartmouth, NS B2V 1X3 duncan.bus@ns.sympatico.ca (902) 462-8900 (902) 456-4279 (cell)	\$0.50	30,000	CA-114	July 27/2006	\$15,000.00
Fidelity Clearing Canada ULC ITF Barry Marshall	19 Summit Street Bedford, NS B4A 2P7 OR PO Box 1333, RPO Prince Truro, NS B2N 5N2 barrymarshall@accesswave.ca (902) 835-1890	\$0.50	60,000	CA-163	Aug/2011	\$30,000.00
Alex Langille	31 Guy Street Dartmouth, NS B3A 2P4 OR 1155 Three Brooks Road	\$0.50	20,000	CA-45	Oct 29/2004	\$10,000.00

	Pictou, NS B0K 1H0 louise.langille@gmail.com (902) 485-8676trude					
Cannacord Financial Ltd. ITF (Catherine Langille)	31 Guy Street Dartmouth, NS B3A 2P4 No email (902) 465-3278	\$0.50	20,000	CA-125	Dec _/2009	\$10,000.00
USL in trust for Sharon MacLean	456 Big Harbour Baddeck, NS B0E 1B0 sharon.ted@ns.sympatico.ca (?) (902) 295-1959	\$0.50	15,000	CA-90	Oct 18/2005	\$7,500.00
Fidelity Clearing Canada ULC ITF Tim Pedersen	39 Woodbury Drive Dartmouth, NS B2V 2S9 No email (902) 434-1273	\$0.50	24,000	CA-160	Aug/2011	\$12,000.00
USL in trust for Ron Jefferson	No Subscription Agreement No address No email No phone	\$0.50	26,000	CA-57	Oct 29/2004	\$13,000.00
NBCN Inc. ITF 2RHB98A Cascade Holdings Limited (34362D)	57 Edward Laurie Drive Halifax, NS B3M 2C6 barbandted@hfx.eastlink.ca (902) 443-4200 (902) 443-5200	\$0.50	54,100	CA-175	Nov 17/2016	\$27,050.00
Edward F. Kirk	57 Edward Laurie Drive Halifax, NS B3M 2C6 barbandted@hfx.eastlink.ca (902) 443-4200 (902) 443-5200	\$0.50	40,000	CA-121	/2008	\$20,000.00
Gundyco, in trust for Edward Kirk	57 Edward Laurie Drive Halifax, NS B3M 2C6 barbandted@hfx.eastlink.ca (902) 443-4200 (902) 443-5200	\$0.50	45,900	CA-82	April 21/2005	\$22,950.00
Simon Kirk (RRSP)	57 Edward Laurie Drive Halifax, NS B3M 2C6 barbandted@hfx.eastlink.ca	\$0.50	4,900	CA-77	March 23/2005	\$2,450.00

	(902) 443-4200 (902) 443-5200					
Simon Kirk/Simon E. Kirk	57 Edward Laurie Drive Halifax, NS B3M 2C6 barbandted@hfx.eastlink.ca (902) 443-4200 (902) 443-5200	\$0.50	55,100	CA-79 & 80	March 23/2005	\$27,550.00
NBCN Inc. ITF 2RH698A Cascade Holdings Limited (34362D)	57 Edward Laurie Drive Halifax, NS B3M 2C6 barbandted@hfx.eastlink.ca (902) 443-4200 (902) 443-5200	\$0.50	73,084	CA-175	Nov 17/2016	\$36,542.00
Gundyco, in trust for Barbara E. Kirk	57 Edward Laurie Drive Halifax, NS B3M 2C6 barbandted@hfx.eastlink.ca (902) 443-4200 (902) 443-5200	\$0.50	21,116	CA-84	April 21/2005	\$10,558.00
Dr. Howard S. Conter	5994 Campbell Drive Halifax, NS B3H 1E3 docconter@hotmail.com (902) 423-8535	\$0.90	22,222	CA-96	March 22/2006	\$20,000.00
Tobias Slade Norwood	37 Rolling Hill East Chester, NS B0J 1J0 OR 1017 Beaufort Avenue Halifax, NS B3H 3Y1 OR 89 Waterfront Drive, Apt. 900 Bedford, NS B4A 4K4 tobias@ns.sympatico.ca (902) 422-7838 (902) 422-3697 (902) 497-2772	\$0.90	11,111	CA-97	March 22/2006	\$10,000.00
Kathleen Casey	PO Box 2140 Charlottetown, PE C1A 8B9 kmcasey@gov.pe.ca (902) 566-2782	\$0.90	12,000	CA-98	March 22/2006	\$10,800.00

Edgar Arsenaault	365 Rue Gaspé Dieppe, NB E1A 6T6 edgar.arsenaault@bnc.ca (506) 854-88881	\$0.90	16,666	CA-99	March 22/2006	\$15,000.00
Mr. Stuart Rath	PO Box 1451 Truro, NS B7N 5V2 srath@eastlink.ca (902) 893-1035	\$0.90	12,000	CA-100	March 22/2006	\$10,800.00
James Bagnell	142 Saxby Lane Brookside, NS B6L 2T2 OR 9 Commercial Street PO Box 253 Truro, NS B2N 5B1 jbagnell@inlandgroup.ca (902) 893-3525 (902) 895-6346, 312	\$0.90	12,000	CA-101	March 22/2006	\$10,800.00
Inland Technologies Inc. (Name Change to Intec Investment Holdings Inc. January 3, 2007)	142 Saxby Lane Brookside, NS B6L 2T2 OR 9 Commercial Street PO Box 253 Truro, NS B2N 5B1 jbagnell@inlandgroup.ca (902) 893-3525 (902) 895-6346, 312	\$0.90	34,000	CA-102	March 22/2006	\$30,600.00
Sambur Limited	19 Country Lane Islandview, NB E3E 1A2 sburgess@nbnet.nb.ca (506) 459-5721	\$0.90	11,112	CA-103	March 22/2006	\$10,000.80
CCC ITF Mark C. Pothier	43 Dundas Street Dartmouth, NS B2Y 2V2 mpothier@signatureproperties.ca (902) 422-2122	\$0.90	11,000	CA-104	March 22/2006	\$9,900.00
R. Kirk MacRae	403 Charlotte Street Sydney, NS B1P 1E3 rkm@ns.aliantzinc.ca	\$0.90	11,111	CA-105	March 22/2006	\$10,000.00

	(902) 562-4580					
Ronald J. Keefe	PO Box 732 Cornwall, PE C0A 1H0 rkeefe@biovectra.com (902) 566-9116	\$0.90	16,667	CA-106	March 22/2006	\$15,000.30
Jimmy Allen Dunn (Jim Dunn)	3228 route 112 Second North River, NB E4J 2V6 Email ineligible (506) 372-5042	\$0.90	11,120	CA-107	March 22/2006	\$10,008.00
3097359 Nova Scotia Limited	6081 Roxton Road Halifax, NS B3H 1H7 rf@firstangelnetwork.ca (902) 425-5162	\$0.90	11,111	CA-108	March 22/2006	\$10,000.00
MarPat Investments Limited	1150 Fairville Boulevard Saint John, NB E2M 5T6 icr@rogers.com (506) 672-1482	\$0.90	11,111	CA-109	March 22/2006	\$10,000.00
Kevin Hawco	217 Slopeview Drive SW Calgary, AB T3H 4G6 kevinhawco@shaw.ca (403) 697-1882	\$1.15	5,556	CA-118	March 31/2008	\$6,389.40
Steven Haines	7 Knoll Lane Rothesay, NB E2E 5R6 Steven.haines@td.com (506) 849-2024	\$1.15	13,889	CA-119	March 31/2008	\$15,972.35
James R. MacNeil	6 Tingley Point Lane Grand Lake, NS B2T 1B4	\$1.00	50,000	CA-123	Nov 9/2009	\$50,000.00
David Harris	1741 Brunseick Street, Suite 710 Halifax, NS B3J 3X8 david@hbmsn.com (902) 421-1533 (902) 429-4679	\$1.00	2,581	CA-124	Nov _12009	\$2,581.00
James R. MacNeil	6 Tingley Point Lane Grand Lake, NS B2T 1B4	\$1.00	50,000	CA-127	Jan 10/2010	\$50,000.00
Kelly Creek Holdings Ltd.	82 Woodbine Lane Upper Kingsclear, NB E3E 1S1 woodbury@nbnet.nb.ca	\$1.00	10,000	CA-128	Feb 4/2010	\$10,000.00

	(506) 461-4106					
Keith H.W. Barrett	421 Shore Drive Bedford, NS B4A 2C7 kbarrett@barrettlumber.com (902) 865-2330	\$1.00	10,000	CA-129	Feb 4/2010	\$10,000.00
620697 NB Ltd.	417 ConnellStreet, Unit 7 Woodstock, NB E7M 5G5 dwightfraser@fmigroup.ca (506) 328-4631, 201	\$1.00	10,000	CA-130	Feb 4/2010	\$10,000.00
Arnhem Holdings Limited (Revoked Aug 7/2020)	37 Rolling Hill East Chester, NS B0J 1J0 OR 1017 Beaufort Avenue Halifax, NS B3H 3Y1 tobias@ns.sympatico.ca (902) 422-7838 (902) 497-2772	\$1.00	10,000	CA-131	Feb 4/2010	\$10,000.00
Kemrow Company Limited	297 Waterloo Row Fredericton, NB E3B 5P2 No email (506) 450-9000	\$1.00	20,000	CA-132	Feb 4/2010	\$20,000.00
John B. Vocko	1479 Lower Water Street, Unit 410 Halifax, NS B3J 3Z3 jvolcko@pci.com (902) 423-5453	\$1.00	25,000	CA-133	Feb 4/2010	\$25,000.00
513168 N.B. Ltd.	65 Smythe Street, Suiet 103 Saint John, NB E3L 0A1 gwsmith@rogers.com (902) 658-8144	\$1.00	10,000	CA-134	Feb 4/2010	\$10,000.00
Derek Banks	454 Kearney Lake Road Bedford, NS B4B 1H6 banks@eastlink.ca (902) 457-0606	\$1.00	20,000	CA-135	Feb 4/2010	\$20,000.00
John Nash	282 George Street Sydney, NS B1P 1J6 john@johnnash.ca (902) 539-2770	\$1.00	12,500	CA-136	Feb 4/2010	\$12,500.00

Peter Moreira	15 Foxberry Hill Glen Haven, NS B3Z 2V7 petermoreira@eastlink.ca (902) 821-2048	\$1.00	10,000	CA-137	Feb 4/2010	\$10,000.00
J. Denis Connor	943 Ritchie Avenue Halifax, NS B3H 3P4 denis.connor@ns.sympatico.ca (902) 476-3156	\$1.00	10,000	CA-138	Feb 4/2010	\$10,000.00
Sean Burke	1447 Keltic Drive Leitches Creek, NS B2A 3X2 No email (902) 794-4858	\$1.00	10,000	CA-139	Feb 4/2010	\$10,000.00
White Investments Ltd.	4563 Route 102 Upper Kingsclear, NB E3E 1N4 wwhite@nb.aibn.com (506) 450-3013	\$1.00	10,000	CA-140	Feb 4/2010	\$10,000.00
617132 N.B. Ltd.	15 Elizabeth Parkway Rothesay, NB E2H 1E8 phil.brewer@coxelectronics.ca (506) 636-1360	\$1.00	25,000	CA-141	Feb 4/2010	\$25,000.00
Lite Investments Ltd.	351 Carleton Street Fredericton, NB E3B 3T8 lsavage@liteco.ca (506) 458-2121	\$1.00	10,000	CA-142	Feb 4/2010	\$10,000.00
David Ring	6910 Tupper Grove Halifax, NS B3H 2M6 No email (902) 406-2414	\$1.00	10,000	CA-143	Feb 4/2010	\$10,000.00
Jean Dugas	318 Church Road Little Bras D'or, NS B1A 3Y1 jdugas@bluenose-insurance.ns.ca (902) 565-7888	\$1.00	10,000	CA-144	Feb 19/2010	\$10,000.00
Michael Edwards	185 Third Avenue Lakeview, NS B4C 4C9 OR 1232 Bedford Highway, Suite 300 Bedford, NS B4A 1C6	\$1.00	10,000	CA-145	Feb 19/2010	\$10,000.00

	michael@edwardsdean.ca (902) 835-2078 (work) (902) 456-1114 (cell)					
Michael Gross	6000 Bilton Lane Halifax, NS B3H 4M3 No email (902) 420-9277	\$1.00	25,000	CA-146	Feb 19/2010	\$25,000.00
RBC Royal Trust Company ITF Daryl Branscombe RRSP No. 498-13266-1-6	32 Duval Court Fredericton, NB E3B 6Y7 dbranscombe@greenarmrealty.com (506) 461-0053	\$1.00	10,000	CA-147	Feb 19/2010	\$10,000.00
Jim Dunn	3228 route 112 Second North River, NB E4J 2V6 djdunn@nb.sympatico.ca (506) 372-5042	\$1.00	10,000	CA-148	March 5/2010	\$10,000.00
A & P Holdings Co. Inc.	271 Main Street Minto, NB E4B 3R8 angelo@eastlandkitchens.com (506) 327-3821	\$1.00	10,000	CA-149	March 5/2010	\$10,000.00
3097359 Nova Scotia Limited	6081 Roxton Road Halifax, NS B3H 1H7 OR 5162 Duke Street, Suite 402 Halifax, NS B3J 1N7 rf@firstangelnetwork.ca (902) 425-5162	\$1.00	12,700	CA-150	March 5/2010	\$12,700.00
RBC Dominion Securities Inc. ITF Kim Cormier RRSP No. 380-97479-12	124 Golf Street Dieppe, NB E1A 8J6 bob.cormier@rbc.com (506) 388-1551	\$1.00	10,000	CA-152	April 23/2010	\$10,000.00
Vanco Property Management Ltd.	213 Indian Point Road, Apt. 2 Toronto, ON M6R 2W7 c_wildgen@hotmail.com (416) 762-1634	\$1.00	300,000	CA-153	Sept 30/2010	\$300,000.00
GJBMMM Investments Limited	401 Bay Street, Suite 1600 Toronto, ON M5H 2Y4 g.buckley@rogers.com	\$1.00	25,000	CA-154	Sept 30/2010	\$25,000.00

	(416) 646-6789 (416) 884-9522					
Emscote Limited	c/o Centennial Hotels Limited 1601 Lower Water Street, Suite 700 PO Box 1074 Halifax, NS B3J 2X1 dnunn@centennialhotels.com (902) 496-0906	\$1.00	50,000	CA-155	Oct 7/2010	\$50,000.00
GJBMM Investments Limited	401 Bay Street, Suite 1600 Toronto, ON M5H 2Y4 g.buckley@rogers.com (416) 646-6789 (416) 884-9522	\$1.00	25,000	CA-156	May 6/2011	\$25,000.00
Mark Romoff	675 Soudan Avenue Toronto, ON M4S 1X7 mark.romoff@rogers.com (647) 291-1092	\$1.00	25,000	CA-157	May 6/2011	\$25,000.00
Glenn Munro	2155 Guy Street, Suite 1210 Montreal, QC H3H 2R9 No email (514) 935-9200	\$1.00	10,000	CA-165	Feb 22/2012	\$10,000.00
Tobias S. Norwood	37 Rolling Hill East Chester, NS B0J 1J0 OR 1017 Beaufort Avenue Halifax, NS B3H 3Y1 OR 89 Waterfront Drive, Apt. 900 Bedford, NS B4A 4K4 tobias@ns.sympatico.ca (902) 422-7838 (902) 422-3697 (902) 497-2772	\$1.00	25,000	CA-166	Feb 22/2012	\$25,000.00
Michael Edwards	185 Third Avenue Lakeview, NS B4C 4C9 OR 1232 Bedford Highway, Suite 300	\$1.00	20,000	CA-167	Feb 22/2012	\$20,000.00

	Bedford, NS B4A 1C6 michael@edwardsdean.ca (902) 835-2078 (work) (902) 456-1114 (cell)					
Douglas Hall	6770 Jubilee Road, Suite 14 Halifax, NS B3H 2H8 doug@dghall.ca (902) 423-1010	\$1.00	50,000	CA-168	Feb 22/2012	\$50,000.00
Denis Connor	943 Ritchie Drive Halifax, NS B3H 3P4 denis.connor@ns.sympatico.ca (902) 476-3156	\$1.00	25,000	CA-169	Feb 22/2012	\$25,000.00
Barrie Black	5830 Balmoral Drive Halifax, NS B3H 1A4 barrie.h.black@gmail.com (902) 477-1971	\$1.00	30,000	CA-170	Feb 22/2012	\$30,000.00
Lloyd Parker	302 Piggott Avenue Fall River, NS B2T 1S6 OR 308 Piggott Avenue Fall River, NS B2W 1S6 lloydparker51@hotmail.com (902) 483-8881	\$1.00	10,000	CA-171	Feb 22/2012	\$10,000.00
Barrie Black (issued for \$1.00 total)	5830 Balmoral Drive Halifax, NS B3H 1A4 barrie.h.black@gmail.com (902) 477-1971	\$1.00	175,000	CA-172	June 12/2012	\$1.00
Totals:			2,833,213			\$2,001,153.25

2022

Hfx. No.

Supreme Court of Nova Scotia

Application by Intelivote Systems Inc (the “Applicant”) for relief under the *Companies’
Creditors Arrangement Act*

This is Schedule “C” to the Affidavit of Dean B. Smith sworn before me this 28th day of June,
2022.

A handwritten signature in black ink, consisting of a large, stylized 'S' or 'H' shape with a horizontal line through it.

Tim Hill, Q.C.

Intelivote Systems Inc.

Vendor Aged Summary As at 12/31/2021

Name	Total	Current	31 to 60	61 to 90	91+	Notes
Dean Smith	3,058.49	0.00	0.00	0.00	3,058.49	Credit card charges for amounts due to Dean
KTL Computing	181,024.38	0.00	0.00	0.00	181,024.38	Technical service for contractor Brian Young previous years payable
Nova Scotia Power	1,505.81	766.92	738.89	0.00	0.00	Monthly power bills
NovaSoft Associates Inc.	286,500.00	0.00	0.00	0.00	286,500.00	Dean Smith outstanding payments for services previous years. No eligible for dividends.
Rogers Data - Internet Service	2,743.09	706.07	683.42	655.50	698.10	Office moved and Rodgers didn't disconnect service as requested. Not to be paid. Settled in 2022.
Sub-total	474,831.77	1,472.99	1,422.31	655.50	471,280.97	
NSBI Convertible Debenture	5,303,370.00					
Shropshire Convertible Debenture	3,458,218.00					
ACOA	1,271,756.29					
Grand Total	10,508,176.06					

Generated On: 04/06/2022