



No. S-1912424
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA

IN THE MATTER OF SECTION 152 of the SECURITIES ACT, R.S.B.C. 1996, c. 418

BETWEEN:

BRITISH COLUMBIA SECURITIES COMMISSION

PETITIONER

AND

EINSTEIN CAPITAL PARTNERS LTD.
EINSTEIN EXCHANGE INC.
EINSTEIN LAW CORPORATION
MICHAEL ONGUN GOKTURK

RESPONDENTS

ORDER MADE AFTER APPLICATION

BEFORE) The Honourable)
) ~~Mr.~~/Madam Justice) Monday,
) Warren) November 18, 2019

ON THE APPLICATION of Grant Thornton Limited (the "Interim Receiver") coming on for hearing this day at Vancouver, British Columbia; AND ON HEARING Scott A. Turner, counsel for the Interim Receiver, and Laura Bevan, counsel for the British Columbia Securities Commission (the "Securities Commission") and Michael Gismondi, counsel for the Respondents Einstein Capital Partners Ltd. ("Einstein Capital"), Einstein Exchange Inc. ("Einstein Exchange"), Einstein Law Corporation ("Einstein Law" and, together with Einstein Capital and Einstein Exchange, the "Einstein Group"), and Michael Ongun Gokturk ("Gokturk"); AND UPON READING First Report of the Interim Receiver filed November 18, 2019

THIS COURT ORDERS THAT:

1. The Interim Receiver be discharged, effective at 5:00 pm on Saturday, November 16, 2019;
2. The Interim Receiver shall notify:
 - a. the federal minister (the "Minister") responsible for the administration of the Wage Earner Protection Program established by the *Wage Earner Protection Program Act*, [RSC 2005] c. 47 (the "WEPPA");
 - b. the British Columbia Director of Employment Standards (the "Director"); and
 - c. the Canada Revenue Agency ("CRA")

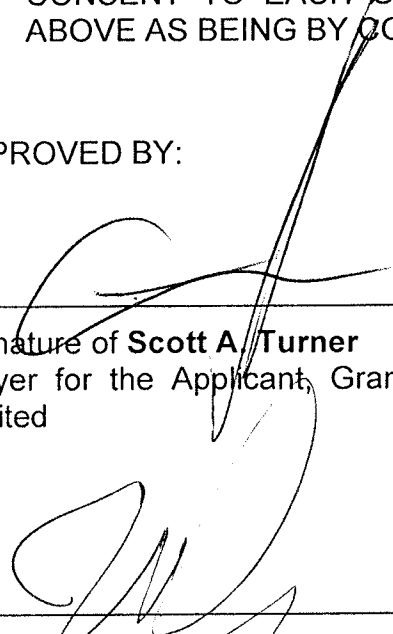
of its appointment and discharge, and shall deliver a copy of this Order to the Minister, the Director and the CRA;

3. The Interim Receiver shall be at liberty to apply, on notice to the Minister, for a declaration that it has not acted as a "receiver" as that term is defined in the WEPPA, and otherwise for directions as to what, if any, obligations it may have under s. 21 of the WEPPA and the Regulations promulgated thereunder;
4. The Toronto-Dominion Bank ("TD Bank") shall deliver to the Interim Receiver all amounts held on deposit by TD Bank for the benefit of Einstein Law Corporation.
5. Save and except any Canadian or American currency recovered by the Interim Receiver during its interim receivership from the TD Bank or other financial institutions, or found in the possession of the Respondents as described in the Interim Receiver's First Report (the "**Cash**"), the Interim Receiver shall return all books, records and property of Gokturk or the Einstein Group in its possession or control, to Gokturk or the Einstein Group, as the latter may direct within five (5) business days of the date of this Order.
6. If the Einstein Group and Gokturk fail to direct the Interim Receiver to return property in accordance with paragraph 5 of this Order, the Interim Receiver shall be at liberty to dispose of such property as it sees fit;
7. Subject to any claims by the Director, the Minister or the CRA, the Interim Receiver shall have a charge on all Cash recovered and be authorized to apply the same to the reasonable costs and expenses of the interim receivership.
8. The Director, the Minister, the CRA and the Interim Receiver shall be at liberty to apply to this court for a determination as to their respective priority interests in the Cash.

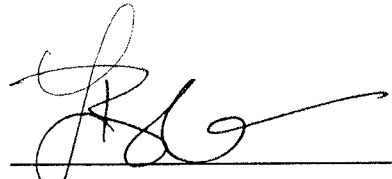
9. All interested parties shall be at liberty to apply to this court for further directions or orders arising from this Order or the interim receivership.

THE FOLLOWING PARTIES APPROVE OF THE FORM OF THIS ORDER AND CONSENT TO EACH OF THE ORDERS, IF ANY, THAT ARE INDICATED ABOVE AS BEING BY CONSENT:

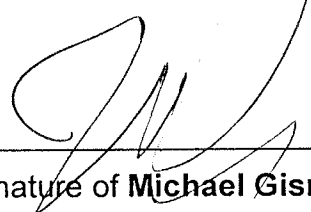
APPROVED BY:



Signature of **Scott A. Turner**
lawyer for the Applicant, Grant Thornton
Limited

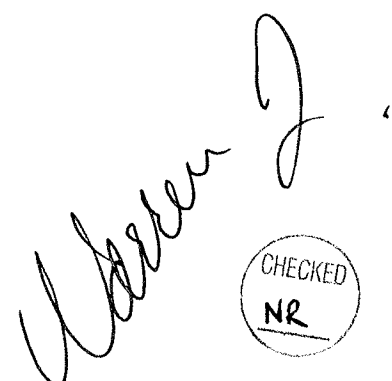


Signature of **Laura Bevan**
lawyer for the British Columbia Securities
Commission



Signature of **Michael Gismondi**
lawyer for the Respondents, Michael
Ongun Gokturk, Einstein Capital Partners
Ltd., Einstein Exchange Inc. and Einstein
Law Corporation

BY THE COURT





DISTRICT REGISTRAR