

COURT FILE NUMBER 2001-00425  
COURT QUEEN'S BENCH ALBERTA  
JUDICIAL CENTRE CALGARY  
PLAINTIFF ROYAL BANK OF CANADA  
DEFENDANTS MCARTHUR FURNITURE (ALBERTA) LTD., MTK  
PROPERTIES LTD., THERESA POUND and EDWIN  
POUND  
DOCUMENT AFFIDAVIT  
ADDRESS FOR SERVICE AND CONTACT INFORMATION OF PARTY FILING THIS DOCUMENT Carscallen LLP  
900, 332 - 6 Avenue SW  
Calgary AB T2P 0B2  
Telephone: (403) 262-3775  
Facsimile: (403) 262-2952  
Attention: Michael J. Whiting  
File No.: 22312.014


**AFFIDAVIT OF EDWIN (TED) POUND**  
Sworn on January 31, 2020

I, EDWIN (TED) POUND, of the City of Calgary, in the Province of Alberta, SWEAR THAT:

1. I am a Defendant in this matter and as such have a personal knowledge of the facts and matters hereinafter deposed to, save and except where stated to be based upon information and belief, in which case I do verily believe the same to be true.
2. I am the sole shareholder and sole director of 572843 Alberta Ltd. ("**572**"), a corporation incorporated under the laws of the Province of Alberta. Attached hereto and marked as **Exhibit "A"** to this my Affidavit is a copy of a corporate search for 572.
3. Arising from divorce settlement proceedings, my company, 572, is owed the sum of approximately \$2,200,000 (the "**Debt**") by McArthur Furniture (Alberta) Ltd. ("**McArthur**"), pursuant to a promissory note, which has been secured by MTK. As shown in the searches of registrations against McArthur and MTK in the Alberta Personal Property Registry ("**PPR**") located at Exhibit 6 (page 7 of 8) and Exhibit 11 (page 3 of 11) respectively, in the Affidavit of Marlene Starenky, sworn on January 9, 2020, this Debt is secured pursuant to a security agreement that was registered at the PPR on March 14, 2016.
4. On January 29, 2020, 572 (or its nominee) and the Defendant, MTK Properties Ltd. ("**MTK**"), entered into a conditional offer to purchase MTK's property located at 141 Gateway Drive NE, Airdrie, Alberta (the "**Airdrie Property**"), for a purchase price of \$4,800,000 (the "**Airdrie Property Offer**"). The Airdrie Property Offer has a scheduled closing date of March 31, 2020. Attached hereto and marked as **Exhibit "B"** and **Exhibit "C"** is a copy of the Airdrie Property Offer, and discussion letter from Canadian Western Bank, as discussed below.

5. 572 intends to pledge \$1,800,000 of the Debt towards the \$4,800,000 purchase price of the Airdrie Property, leaving \$3,000,000 to be financed.
6. I have received a letter of discussion from Canadian Western Bank ("CWB") in which CWB is discussing the establishment of a credit facility in favour 572 to finance the Airdrie Property. It is currently contemplated that CWB would finance the lesser of \$3,000,000 and 60% of the appraised value of the Airdrie Property.
7. One of the discussions points raised by CWB to finance the Airdrie Property has been a requirement that 572 continue to have the existing tenant, namely MTK, operating as McArthur Fine Furniture, lease the Airdrie Property immediately post-closing. As a result, 572 inserted a condition in the Airdrie Property Offer that MTK would enter into a lease agreement. That has now been completed as 572 and MTK operating as McArthur Fine Furniture have executed a 5 year lease agreement with respect to the Airdrie Property.
8. A further discussion point between myself and CWB has been a request by CWB that an updated appraisal be performed on the Airdrie Property. I understand from discussions with Robert Pound at McArthur, and do verily believe that McArthur intends to retain Altus Group Inc. to conduct the said appraisal.
9. I make this my Affidavit in response to the Application by the Royal Bank of Canada to appoint a Receiver and for no improper purpose.

SWORN BEFORE ME at Calgary, Alberta, this )  
31 day of January, 2020 )

  
\_\_\_\_\_  
Commissioner for Oaths in and for the )  
Province of Alberta )

  
\_\_\_\_\_  
EDWIN (TED) POUND )

Hema Ahuja  
Barrister & Solicitor

# Government of Alberta ■ Corporation/Non-Profit Search Corporate Registration System

Date of Search: 2020/01/30  
Time of Search: 01:40 PM  
Search provided by: CARSCALLEN LLP  
Service Request Number: 32425293  
Customer Reference Number: 22312.014

Corporate Access Number: 205728439  
Legal Entity Name: 572843 ALBERTA LTD.  
Legal Entity Status: Active  
Alberta Corporation Type: Numbered Alberta Corporation  
Registration Date: 1993/07/08 YYYY/MM/DD

Registered Office:  
Street: 105 SPRING WATER CLOSE  
City: HERITAGE POINT  
Province: ALBERTA  
Postal Code: T1S 4K4  
Email Address: EDWIN.POUND@YAHOO.COM

### Directors:

Last Name: POUND  
First Name: EDWIN  
Middle Name: (TED)  
Street/Box Number: 105 SPRING WATER CLOSE  
City: HERITAGE POINT  
Province: ALBERTA  
Postal Code: T1S 4K4

### Voting Shareholders:

Last Name: POUND  
First Name: EDWIN  
Middle Name: (TED)  
Street: 105 SPRING WATER CLOSE  
City: HERITAGE POINT

THIS IS EXHIBIT "A"  
referred to in the Affidavit of  
Edwin (Ted) Pound  
Sworn before me this 31  
day of January A.D. 2020  
*Hema Ahuja*  
A Commissioner in and for the Province of Alberta

Hema Ahuja  
Barrister & Solicitor

1/30/2020

Province: ALBERTA  
Postal Code: T1S 4K4  
Percent Of Voting Shares: 100

### Details From Current Articles:

#### The information in this legal entity table supersedes equivalent electronic attachments

Share Structure: SEE ATTACHED SCHEDULE OF SHARE PROVISIONS  
Share Transfers: SEE ATTACHED SCHEDULE OF RESTRICTIONS ON SHARE  
Restrictions: TRANSFERS  
Min Number Of Directors: 1  
Max Number Of Directors: 7  
Business Restricted To: NONE  
Business Restricted From: NONE  
Other Provisions: SEE ATTACHED SCHEDULE OF OTHER PROVISIONS

#### Holding Shares In:

Legal Entity Name
THE PINNACLE FINANCIAL GROUP INC.

### Other Information:

#### Last Annual Return Filed:

File Year	Date Filed (YYYY/MM/DD)
2019	2019/07/04

#### Filing History:

List Date (YYYY/MM/DD)	Type of Filing
2015/12/21	Name/Structure Change Alberta Corporation
2016/05/13	Change Director / Shareholder
2019/07/04	Enter Annual Returns for Alberta and Extra-Provincial Corp.

#### Attachments:

Attachment Type	Microfilm Bar Code	Date Recorded (YYYY/MM/DD)
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1/30/2020

Share Structure	ELECTRONIC	2015/12/21
Restrictions on Share Transfers	ELECTRONIC	2015/12/21
Other Rules or Provisions	ELECTRONIC	2015/12/21

The Registrar of Corporations certifies that, as of the date of this search, the above information is an accurate reproduction of data contained in the official public records of Corporate Registry.

