

COURT FILE NUMBER **Q.B. No. 1401 of 2019**

Clerk's Stamp

COURT OF QUEEN'S BENCH FOR SASKATCHEWAN

JUDICIAL CENTRE **SASKATOON**

APPLICANT **HARMON INTERNATIONAL**
(ORIGINAL RESPONDENT) **INDUSTRIES INC.**

RESPONDENT **PILLAR CAPITAL CORP.**
(ORIGINAL APPLICANT)

**IN THE MATTER OF THE RECEIVERSHIP OF HARMON INTERNATIONAL
INDUSTRIES INC.**

AFFIDAVIT OF VICTOR MONEO

I, VICTOR MONEO, of the City of Saskatoon, in the Province of Saskatchewan, MAKE
OATH AND SAY THAT:

1. I am a director, officer and shareholder of the Applicant, Harmon International Industries Inc., ("Harmon"). I have reviewed the files and records of Harmon in relation to this matter as well as spoken about this matter to other officers and directors of Harmon. As such, I have personal knowledge of the facts and matters deposed to herein, except where stated to be based on information and belief, where so stated, I verily believe the same to be true.
2. I have read the Affidavit of my brother Calvin Moneo sworn on this date and wish to adopt the definitions and phrases used in his Affidavit.
3. As additional security for repayment of the Pillar Mortgage Loan I provided among other things a guarantee and a mortgage of certain farm lands owned by me. Further, Amber Hill Farms Ltd. which is a company owned and controlled by me, provided a guarantee and mortgage of certain farm lands owned by it. In all 15 quarter sections of farm land were provided as security for repayment of the Pillar Mortgage Loan.

4. I together with Amber Hill Farms Ltd. recently sold some of the farm land to Moneo Farms Ltd. Copies of the sale agreements are attached and marked as Exhibit "A".

5. The two sales of farm land referenced in Paragraph 4 have now closed and I am advised by Ryan Pederson of Leland Kimpinski LLP that counsel for Pillar have confirmed with him by e-mail that they received net sale proceeds in the amount of \$1,512,567.60 to be applied to the Pillar Mortgage Loan.

6. I make this affidavit in support of an application to permit the Applicant to redeem the Mortgage Loan made by the Respondent Pillar Capital Corp. to the Applicant, to redeem all security therefor together with an order terminating the appointment of the Receiver and discharging the Receiver in this matter.

SWORN BEFORE ME at Saskatoon)
 Saskatchewan, this 2nd day of October,)
 2020.)



VICTOR MONEO

 A COMMISSIONER FOR OATHS
 for Saskatchewan
 Being a Solicitor

CONTACT INFORMATION AND ADDRESS FOR SERVICE

Leland Kimpinski LLP
 Lawyer in charge of file: Ryan A. Pederson
 336 6th Avenue North
 Saskatoon, SK S7K 2S5

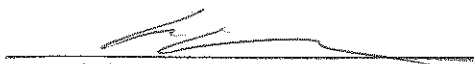
Telephone: (306) 653-6474
 Facsimile: (306) 653-7008
 E-mail: rpederson@lelandlaw.ca

The Respondent's address for service is as above.

This is Exhibit "A" to the affidavit of Victor Moneo sworn before me this 2nd day of October, 2020

OFFER TO PURCHASE

MONEO FARMS LTD., of Assiniboia Saskatchewan


A Commissioner for Oaths
for Saskatchewan
Being a Solicitor

HEREBY OFFERS TO PURCHASE the following property from **AMBER HILL FARMS LTD.** of Assiniboia, Saskatchewan:

NE21 and SE21 both in 8-27 W2

subject to the reservations in the existing Certificate of Title for the price and sum of Four Hundred Fifty Thousand **(\$450,000.00) Dollars** payable as follows:

- (a) Cash deposit \$15,000.00 on the date hereof;
- (b) the balance of \$435,000.00 in cash to be paid to the solicitor for the vendors, on or before, 2020.

This offer is **conditional upon** approval of required financing from Royal Bank of Canada.

Adjustments for taxes shall be made to December 31, 2019.

Transfer and other required documents in registrable form prepared by a solicitor designated by the vendor shall be executed and delivered on or before the date of possession. Vacant possession shall be given to the purchaser unless otherwise here provided.

The purchaser shall pay land titles cost for transfer registration.

The purchaser has inspected the property and agree that there are no representations, warranties, guarantees, promises or agreements other than those contained in this offer to purchase and **AGREES TO PURCHASE THE PROPERTY AS IT STANDS.**

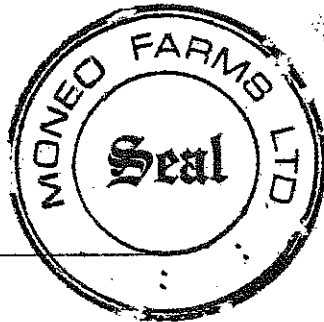
If this offer is accepted, the purchaser undertakes to report and pay any goods and services tax which is required according to law. The GST registration number of the purchaser is 128188984 RT0001.

This offer shall be open for acceptance in writing and shall be irrevocable until noon, July 2, 2020.

I HEREWITH hand you the sum of \$15,000.00 as a deposit which shall be applied on the purchase price if this offer is accepted, OTHERWISE the deposit shall be refunded to me. TIME SHALL BE OF THE ESSENCE HEREOF, and following acceptance unless the foregoing conditions are met, the vendor may at his option, cancel this agreement and the deposit shall be forfeited to the vendor as liquidated damages.

DATED at Assiniboia, Saskatchewan, this 2nd day of July, 2020.

SIGNED, SEALED AND DELIVERED
by the purchaser
in the presence of



MONEO FARMS LTD.

Jedd Moneo

ACCEPTANCE

AMBER HILL FARMS LTD., the owner of the above property accept the above offer. I agree to execute all necessary documents such that clear title will pass to the purchaser.

I acknowledge receipt of a true copy of this offer to purchase and acceptance thereof this 2nd day of July, 2020.

I hereby certify that I am a resident of Canada as defined under the provisions of Section 116 of the Income Tax Act and that I will provide satisfactory evidence of such residency.

SIGNED, SEALED AND DELIVERED
by the owner in the presence
of

[Handwritten Signature]

AMBER HILL FARMS LTD.

Per:

[Handwritten Signature]

OFFER TO PURCHASE

MONEO FARMS LTD. of Assiniboia, Saskatchewan
HEREBY OFFERS TO PURCHASE the following property from VICTOR ALLAN
MONEO of Assiniboia, Saskatchewan:

NE34, NW34 and SE 34 all in 8-27 W2

NE22 and NW22 both in 8-27 W2

SE27 and NE27 both in -8-27 W2

subject to the reservations in the existing Certificate of Title for the price and sum of One Million, Four Hundred Fifteen Thousand (**\$1,415,000.00**) Dollars payable as follows:

- (a) Cash deposit \$15,000.00 on the date hereof;
- (b) the sum of \$1,050,000.00 in cash to be paid to the solicitor for the vendors, on or before, 2020;
- (c) the balance of \$350,000.00 by a second mortgage to be held by the vendor.

This offer is **conditional upon** approval of required financing by Royal Bank of Canada.

Adjustments for taxes shall be made to December 31, 2019.

Transfer and other required documents in registrable form prepared by a solicitor designated by the vendor shall be executed and delivered on or before the date of possession. Vacant possession shall be given to the purchaser unless otherwise here provided.

The purchaser shall pay land titles cost for transfer.

The purchaser has inspected the property and agree that there are no representations, warranties, guarantees, promises or agreements other than those contained in this offer to purchase and **AGREES TO PURCHASE THE PROPERTY AS IT STANDS.**

If this offer is accepted, the purchaser undertakes to report and pay any goods and services tax which is required according to law. The GST registration number of the purchaser is 128188984 RT001.

This offer shall be open for acceptance in writing and shall be irrevocable until noon, July 2, 2020.

I HEREWITH hand you the sum of \$15,000.00 as a deposit which shall be applied on the purchase price if this offer is accepted, OTHERWISE the deposit shall be refunded to me. TIME SHALL BE OF THE ESSENCE HEREOF, and following acceptance unless the foregoing conditions are met, the vendor may at his option, cancel this agreement and the deposit shall be forfeited to the vendor as liquidated damages.

DATED at Assiniboia, Saskatchewan, this 2nd day of July, 2020.

SIGNED, SEALED AND DELIVERED
by the purchaser
in the presence of



MONEO FARMS LTD.

A handwritten signature in cursive script, appearing to read "Todd Moneo", written over a horizontal line.

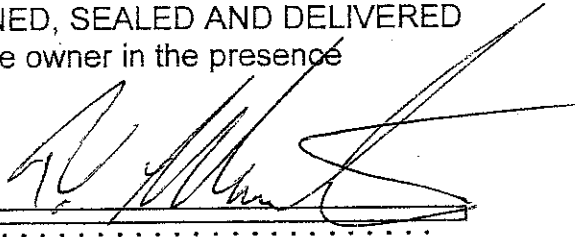
ACCEPTANCE

VICTOR ALLAN MONEO , the owner of the above property accept the above offer. I agree to execute all necessary documents such that clear title will pass to the purchaser.

I acknowledge receipt of a true copy of this offer to purchase and acceptance thereof this 2nd day of July, 2020.

I hereby certify that I am a resident of Canada as defined under the provisions of Section 116 of the Income Tax Act and that I will provide satisfactory evidence of such residency.

SIGNED, SEALED AND DELIVERED
by the owner in the presence
of



A handwritten signature in black ink, appearing to read 'Victor Allan Moneo', is written over a solid horizontal line. Below this line is a dotted horizontal line. The signature is written in a cursive style.



A handwritten signature in black ink, appearing to read 'Victor Allan Moneo', is written above a solid horizontal line. Below this line, the name 'VICTOR ALLAN MONEO' is printed in a bold, sans-serif font.

VICTOR ALLAN MONEO