

District of: Ontario  
Division No. 31 - Toronto  
Court No. 31-2122306  
Estate No. 31-2122306

\_FORM 68\_  
Notice of Bankruptcy, First Meeting of Creditors  
(Subsection 102(1) of the Act)

Original  Amended

In the matter of the bankruptcy of  
Aeropostale Canada Corp.  
of the city of Halifax  
in the Province of Nova Scotia

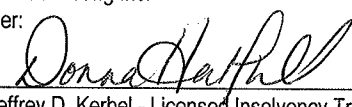
Take notice that:

1. Aeropostale Canada Corp. filed (or was deemed to have filed) an assignment on the 1st day of July 2016, and the undersigned, Ernst & Young Inc., was appointed as trustee of the estate of the bankrupt by the official receiver (or the Court), subject to affirmation by the creditors of the trustee's appointment or substitution of another trustee by the creditors.
2. The first meeting of creditors of the bankrupt will be held on the 21st day of July 2016, at 10:00 AM, at the office of Toronto, at 222 Bay Street, Toronto, ON, M5K 1J7.
3. To be entitled to vote at the meeting, a creditor must lodge with the trustee, before the meeting, a proof of claim and, where necessary, a proxy.
4. Enclosed with this notice is a proof of claim form, proxy form, and list of creditors with claims amounting to \$25 or more showing the amounts of their claims.
5. Creditors must prove their claims against the estate of the bankrupt in order to share in any distribution of the proceeds realized from the estate.

Dated at the city of Toronto in the Province of Ontario, this 7th day of July 2016.

Ernst & Young Inc.

Per:

*for*   
Jeffrey D. Kerbel - Licensed Insolvency Trustee  
222 Bay Street  
Toronto ON M5K 1J7  
Phone: (844) 941-1829 Fax: (416) 943-3300

District of: Ontario  
Division No. 31 - Toronto  
Court No. 31-2122306  
Estate No. 31-2122306

FORM 31  
Proof of Claim  
(Sections 50.1, 81.5, 81.6, Subsections 65.2(4), 81.2(1), 81.3(8), 81.4(8), 102(2), 124(2), 128(1),  
and Paragraphs 51(1)(e) and 66.14(b) of the Act)

In the matter of the bankruptcy of  
Aeropostale Canada Corp.  
of the city of Halifax  
in the Province of Nova Scotia

All notices or correspondence regarding this claim must be forwarded to the following address:

\_\_\_\_\_  
\_\_\_\_\_

In the matter of the bankruptcy of Aeropostale Canada Corp. of the city of Halifax in the Province of Nova Scotia and the claim of \_\_\_\_\_, creditor.

I, \_\_\_\_\_ (name of creditor or representative of the creditor), of the city of \_\_\_\_\_ in the province of \_\_\_\_\_, do hereby certify:

1. That I am a creditor of the above named debtor (or I am \_\_\_\_\_ (position/title) of \_\_\_\_\_, creditor).
2. That I have knowledge of all the circumstances connected with the claim referred to below.
3. That the debtor was, at the date of bankruptcy, namely the 1st day of July 2016, and still is, indebted to the creditor in the sum of \$ \_\_\_\_\_, as specified in the statement of account (or affidavit) attached and marked Schedule "A", after deducting any counterclaims to which the debtor is entitled. (The attached statement of account or affidavit must specify the vouchers or other evidence in support of the claim.)

4. (Check and complete appropriate category.)

- A. UNSECURED CLAIM OF \$ \_\_\_\_\_  
(other than as a customer contemplated by Section 262 of the Act)

That in respect of this debt, I do not hold any assets of the debtor as security and  
(Check appropriate description.)

- Regarding the amount of \$ \_\_\_\_\_, I claim a right to a priority under section 136 of the Act.  
 Regarding the amount of \$ \_\_\_\_\_, I do not claim a right to a priority.  
(Set out on an attached sheet details to support priority claim.)

- B. CLAIM OF LESSOR FOR DISCLAIMER OF A LEASE \$ \_\_\_\_\_

That I hereby make a claim under subsection 65.2(4) of the Act, particulars of which are as follows:  
(Give full particulars of the claim, including the calculations upon which the claim is based.)

- C. SECURED CLAIM OF \$ \_\_\_\_\_

That in respect of this debt, I hold assets of the debtor valued at \$ \_\_\_\_\_ as security, particulars of which are as follows:  
(Give full particulars of the security, including the date on which the security was given and the value at which you assess the security, and attach a copy of the security documents.)

- D. CLAIM BY FARMER, FISHERMAN OR AQUACULTURIST OF \$ \_\_\_\_\_

That I hereby make a claim under subsection 81.2(1) of the Act for the unpaid amount of \$ \_\_\_\_\_  
(Attach a copy of sales agreement and delivery receipts.)

- E. CLAIM BY WAGE EARNER OF \$\_\_\_\_\_
- That I hereby make a claim under subsection 81.3(8) of the Act in the amount of \$\_\_\_\_\_.
- That I hereby make a claim under subsection 81.4(8) of the Act in the amount of \$\_\_\_\_\_.
- F. CLAIM BY EMPLOYEE FOR UNPAID AMOUNT REGARDING PENSION PLAN OF \$\_\_\_\_\_
- That I hereby make a claim under subsection 81.5 of the Act in the amount of \$\_\_\_\_\_.
- That I hereby make a claim under subsection 81.6 of the Act in the amount of \$\_\_\_\_\_.
- G. CLAIM AGAINST DIRECTOR \$\_\_\_\_\_

*(To be completed when a proposal provides for the compromise of claims against directors.)*

That I hereby make a claim under subsection 50(13) of the Act, particulars of which are as follows:

*(Give full particulars of the claim, including the calculations upon which the claim is based.)*

- H. CLAIM OF A CUSTOMER OF A BANKRUPT SECURITIES FIRM \$\_\_\_\_\_

That I hereby make a claim as a customer for net equity as contemplated by section 262 of the Act, particulars of which are as follows:  
*(Give full particulars of the claim, including the calculations upon which the claim is based.)*

5. That, to the best of my knowledge, I \_\_\_\_\_(am/am not) (or the above-named creditor \_\_\_\_\_(is/is not)) related to the debtor within the meaning of section 4 of the Act, and \_\_\_\_\_(have/has/have not/has not) dealt with the debtor in a non-arm's-length manner.

6. That the following are the payments that I have received from, and the credits that I have allowed to, and the transfers at undervalue within the meaning of subsection 2(1) of the Act that I have been privy to or a party to with the debtor within the three months (or, if the creditor and the debtor are related within the meaning of section 4 of the Act or were not dealing with each other at arm's length, within the 12 months) immediately before the date of the initial bankruptcy event within the meaning of Section 2 of the Act: (Provide details of payments, credits and transfers at undervalue.)

7. (Applicable only in the case of the bankruptcy of an individual.)

- Whenever the trustee reviews the financial situation of a bankrupt to redetermine whether or not the bankrupt is required to make payments under section 68 of the Act, I request to be informed, pursuant to paragraph 68(4) of the Act, of the new fixed amount or of the fact that there is no longer surplus income.
- I request that a copy of the report filed by the trustee regarding the bankrupt's application for discharge pursuant to subsection 170(1) of the Act be sent to the above address.

Dated at \_\_\_\_\_, this \_\_\_\_\_ day of \_\_\_\_\_.

\_\_\_\_\_  
Witness

\_\_\_\_\_  
Creditor

Phone Number: \_\_\_\_\_  
Fax Number : \_\_\_\_\_  
E-mail Address : \_\_\_\_\_

NOTE: If an affidavit is attached, it must have been made before a person qualified to take affidavits.

WARNINGS: A trustee may, pursuant to subsection 128(3) of the Act, redeem a security on payment to the secured creditor of the debt or the value of the security as assessed, in a proof of security, by the secured creditor.

Subsection 201(1) of the Act provides severe penalties for making any false claim, proof, declaration or statement of account.

District of: Ontario  
Division No. 31 - Toronto  
Court No. 31-2122306  
Estate No. 31-2122306

FORM 36  
Proxy  
(Subsection 102(2) and paragraphs 51(1)(e) and 66.15(3)(b) of the Act)

In the matter of the bankruptcy of  
Aeropostale Canada Corp.  
of the city of Halifax  
in the Province of Nova Scotia

I, \_\_\_\_\_, of \_\_\_\_\_, a creditor in the above matter, hereby  
appoint \_\_\_\_\_, of \_\_\_\_\_, to be  
my proxyholder in the above matter, except as to the receipt of dividends, \_\_\_\_\_ (with or without)  
power to appoint another proxyholder in his or her place.

Dated at \_\_\_\_\_, this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

\_\_\_\_\_  
Witness

\_\_\_\_\_  
Individual Creditor

\_\_\_\_\_  
Witness

\_\_\_\_\_  
Name of Corporate Creditor

Per \_\_\_\_\_  
Name and Title of Signing Officer

Return To:

Ernst & Young Inc.  
Per:

\_\_\_\_\_  
Jeffrey D. Kerbel - Licensed Insolvency Trustee  
222 Bay Street  
Toronto ON M5K 1J7  
Phone: (844) 941-1829 Fax: (416) 943-3300

## Checklist for Proof of Claim

This checklist is provided to assist you in preparing the proof of claim form and, if appropriate, the proxy form in a complete and accurate manner. Please check each requirement.

### General

- The **signature of a witness** is required.
- The document **must be signed** by the individual completing the declaration.
- **Provide the complete address** where all notices or correspondence are to be forwarded along with your phone number, fax number and email address where appropriate.

### Notes:

- It is permissible to file a proof of claim by fax.
- A creditor may vote either in person or by proxy at any meeting of creditors if the proof of claim is filed with the trustee prior to the time appointed for the meeting.
- A quorum at any meeting of creditors is at least one creditor with a valid proof of claim in attendance in person or by proxy.
- A corporation may vote by an authorized agent or mandatary at meetings of creditors.
- In order for a duly authorized person to have a right to vote, they must be a creditor or be the holder of a properly executed proxy. The name of the creditor must appear in the proxy.
- A creditor who is participating in any distribution from an estate must have filed a proof of claim prior to the distribution being declared.
- In the case of an individual bankrupt, by checking the appropriate box or boxes at the bottom of the proof of claim form, you may request that the trustee advise you of any material change in the financial situation of the bankrupt or the amount the bankrupt is required to pay into the bankruptcy, and a copy of the trustee's report on the discharge of the bankrupt.

### Paragraph 1

- Creditor must state full and complete legal name of the individual, company or firm.
- If the individual completing the proof of claim is a representative of the creditor, such as a corporation, the individual's position or title must be identified.

### Paragraph 3

- The amount owing must be set out in paragraph 3.
- A **detailed statement of account** must be attached to the proof of claim and marked "Schedule A" and must show the date, number and amount of all invoices or charges, together with the date, number and amount of all credits or payments. The amount on the statement of account must correspond to the amount indicated on the proof of claim.

### Paragraph 4

### Notes:

- **Paragraph A** applies to **ordinary unsecured claims**. In addition to recording the amount of the claim, please indicate whether the claim has a priority pursuant to section 136 of the Act.
- **Paragraph B** applies to **lessor claims in a commercial proposal**. Please ensure that the claim applies to a commercial proposal and, if so, include the full particulars of the claim.
- **Paragraph C** applies to **secured claims**. Please indicate the dollar value of the security and attach copies of the security document. In addition, please attach copies of the security registration documents, where appropriate.

*(Please see over)*

- **Paragraph D** applies to **inventory claims of farmers, fishermen and aquaculturists**. Please note that such claims apply only to inventory supplied from farmers, fishermen and aquaculturists within 15 (fifteen) days of the date of bankruptcy. In addition, please attach copies of any applicable sales agreements and delivery slips.
- **Paragraph E** applies to **claims by wage earners**. Please note that such claims apply only for unpaid wages owed upon the bankruptcy of an employer or when the employer becomes subject to a receivership.
- **Paragraph F** applies to **claims by employees for unpaid amounts regarding pension plans**. Please note that such claims apply only to unremitted pension contributions outstanding when the sponsoring employer becomes bankrupt or is subject to a receivership.
- **Paragraph G** applies to **claims against directors**. Please note that such claims apply only to directors of corporations that have filed a commercial proposal to creditors that includes a compromise of statutory claims against directors.
- **Paragraph H** applies to **claims of customers of a bankrupt securities firm**. Please ensure that the claim of the customer is for net equity and, if so, include the full particulars of the claim, including the calculations upon which the claim is based.

#### **Paragraph 5**

- All claimants must indicate whether or not they are related to the debtor, as defined in section 4 of the Act, or dealt with the debtor in a non-arm's-length manner.

#### **Paragraph 6**

- All claimants must attach a detailed list of all payments or credits received or granted, as follows:
  - (a) **within the three (3) months preceding** the initial bankruptcy event (including the bankruptcy or the proposal);
  - (b) **within the twelve (12) months preceding** the initial bankruptcy event (including the bankruptcy or the proposal) in the case where the claimant and the debtor **were not** dealing at arm's length.

District of: Ontario  
 Division No. 31 - Toronto  
 Court No. 31-2122306  
 Estate No. 31-2122306

Original  Amended

\_Form 78\_  
 Statement of Affairs (Business Bankruptcy) made by an entity  
 (Subsection 49(2) and Paragraph 158(d) of the Act / Subsections 50(2) and 62(1) of the Act)  
 In the matter of the bankruptcy of  
 Aeropostale Canada Corp.  
 of the city of Halifax  
 in the Province of Nova Scotia

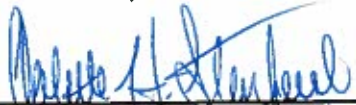
To the bankrupt:  
 You are required to carefully and accurately complete this form and the applicable attachments showing the state of your affairs on the date of the bankruptcy, on the 1st day of July 2016. When completed, this form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

LIABILITIES (as stated and estimated by the officer)	
1. Unsecured creditors as per list "A" .....	5,154,763.95
Balance of secured claims as per list "B" .....	0.00
Total unsecured creditors .....	5,154,763.95
2. Secured creditors as per list "B" .....	0.00
3. Preferred creditors as per list "C" .....	0.00
4. Contingent, trust claims or other liabilities as per list "D" estimated to be reclaimable for .....	0.00
Total liabilities .....	5,154,763.95
Surplus .....	10,945,236.05

ASSETS (as stated and estimated by the officer)	
1. Inventory .....	0.00
2. Trade fixtures, etc. ....	0.00
3. Accounts receivable and other receivables, as per list "E"	
Good .....	0.00
Doubtful .....	0.00
Bad .....	0.00
Estimated to produce .....	0.00
4. Bills of exchange, promissory note, etc., as per list "F" ..	0.00
5. Deposits in financial institutions .....	0.00
6. Cash .....	16,100,000.00
7. Livestock .....	0.00
8. Machinery, equipment and plant .....	0.00
9. Real property or immovable as per list "G" .....	0.00
10. Furniture .....	0.00
11. RRSPs, RRIFs, life insurance, etc. ....	0.00
12. Securities (shares, bonds, debentures, etc.) .....	0.00
13. Interests under wills .....	0.00
14. Vehicles .....	0.00
15. Other property, as per list "H" .....	0.00
If bankrupt is a corporation, add:	
Amount of subscribed capital .....	0.00
Amount paid on capital .....	0.00
Balance subscribed and unpaid .....	0.00
Estimated to produce .....	0.00
Total assets .....	16,100,000.00
Deficiency .....	NIL

I, Marc Schuback, of the city of New York in the State of New York, do swear (or solemnly declare) that this statement and the attached lists are to the best of my knowledge, a full, true and complete statement of my affairs on the 1st day of July 2016 and fully disclose all property of every description that is in my possession or that may devolve on me in accordance with the Act.

SWORN (or SOLEMNLY DECLARED)  
 before me at the city of New York in the State of New York, on this 7th day of July 2016.

  
 \_\_\_\_\_  
 Commissioner Notary, Commissioner of Oaths  
 For the Province of Ontario, State of New York  
 Expires

  
 \_\_\_\_\_  
 Marc Schuback

**COLETTE H. STANFORD**  
 Notary Public, State of New York  
 No. 02876122306  
 Qualified in Westchester County  
 Commission Expires Feb. 7, 2017

District of: Ontario  
 Division No. 31 - Toronto  
 Court No. 31-2122306  
 Estate No. 31-2122306

FORM 78 -- Continued

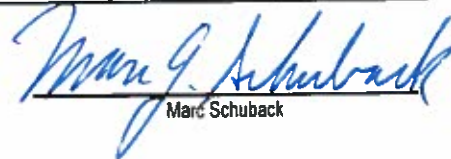
List "A"  
 Unsecured Creditors

Aeropostale Canada Corp.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
1	1 800 GOT JUNK LLC	301-887 GREAT NORTHERN WAY VANCOUVER BC V7R 2Z9	4,166.77	0.00	4,166.77
2	20 VIC MANAGEMENT INC	3100 Howard Avenue Windsor ON N8X3Y8	1.00	0.00	1.00
3	20 VIC MANAGEMENT INC	390 North Front Street Belleville ON K8P 3E1	1.00	0.00	1.00
4	20 VIC MANAGEMENT INC.	PEN CENTER ADMINISTRATION, HWY 406 & GLENDALE AVENUE ST. CATHERINES ON L2T 2K9	1.00	0.00	1.00
5	20 VIC MANAGEMENT INC.	221 Glendale Avenue St. Catharines ON L2T2K9	1.00	0.00	1.00
6	407 ETR	PO BOX 407, STATION D SCARBOROUGH ON M1R5J8	1,357.75	0.00	1,357.75
7	Aero GC Management LLC	112 West 34th Street New York NY 10120 USA	657,203.20	0.00	657,203.20
8	Aeropostale Inc.	112 West 34th Street New York NY 10120 USA	437,707.60	0.00	437,707.60
9	Aeropostale Procurement Company Inc.	112 West 34th Street New York NY 10120 USA	889,534.80	0.00	889,534.80
10	ALIAN T	PO BOX 2226, STATION CENTRAL RPO HALIFAX NS B3J 3C7	694.58	0.00	694.58
11	ALLURE EYEWEAR	28243 NETWORK PLACE CHICAGO IL 60673-1282 USA	10,634.86	0.00	10,634.86
12	ALLURE JEWELRY & ACCESSOR	9705 45TH AVE N #41305 PLYMOUTH MN 55441 USA	1,978.41	0.00	1,978.41
13	AMERICAN HANGER	687 LEHIGH AVENUE UNION NJ 07083-7625 USA	1,422.57	0.00	1,422.57
14	APPAREL MFG DV JEANJER	1400 BROADWAY, 14th Floor NEW YORK NY 10018 USA	0.00	0.00	0.00
15	APTOS INC	PO BOX 417411 BOSTON MA 02241-7411 USA	1,346.44	0.00	1,346.44
16	ATLANTIC PACKAGING PRODUCTS LTD	111 PROGRESS AVENUE TORONTO ON M1P 2Y7	8,896.20	0.00	8,896.20
17	ATLANTIC PACKAGING PRODUCTS LTD	111 PROGRESS AVENUE TORONTO ON M1p 2Y7	17,827.58	0.00	17,827.58
18	BALLET GROUP INC	3 EMPIRE BLVD SOUTH HACKENSACK NJ 07606 USA	8,107.47	0.00	8,107.47
19	BAYSHORE SHOPPING CENTRE	100 BAYSHORE DRIVE OTTAWA ON K2B 8C1	768.40	0.00	768.40
20	BBASE IDG LTD	2505 THE CENTRIUM, 60 WYNDHAM ST CENTRAL HONG KONG China	26,677.71	0.00	26,677.71
21	BC HYDRO	PO BOX 9501, STN TERMINAL VANCOUVER BC V6B4N1	2,150.43	0.00	2,150.43
22	BCIMC REALTY CORPORATION	4900 Molly Bannister Drive Red Deer AB T4R1N9	1.00	0.00	1.00
23	BELL ALIANT	PO BOX 2226, STATION CENTRAL RPO HALIFAX NS B3J3C7	1,091.47	0.00	1,091.47
24	BELL CANADA	PO Box 3650 Station Don Mills Toronto ON M3C 3X9	11,066.69	0.00	11,066.69

07-Jul-2016

Date

  
 Marc Schuback



District of: Ontario  
 Division No. 31 - Toronto  
 Court No. 31-2122306  
 Estate No. 31-2122306

FORM 78 -- Continued

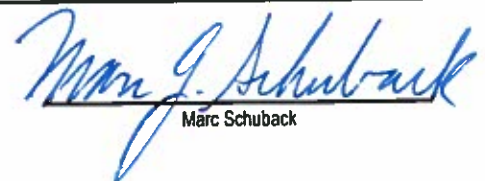
List "A"  
 Unsecured Creditors

Aeropostale Canada Corp.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
25	BENTALL KENNEDY	C/O Westmount Shopping Centre Administration Office London ON N6K 1M6	5,297.59	0.00	5,297.59
26	BERRY JEWELRY	29 WEST 38TH ST, 16TH FL NEW YORK NY 10018 USA	2,892.68	0.00	2,892.68
27	BEST SECURITY INDUSTRIES	755 NW 17TH AVENUE, SUITE 101 DELRAY BEACH FL 33445 USA	652.74	0.00	652.74
28	BIND RITE ROBBINSVILLE LLC	1 APPLGATE DRIVE ROBBINSVILLE NJ 08691-2341 USA	3,707.56	0.00	3,707.56
29	BLACKHAWK NETWORK (CANADA) LTD	3300 BLOOR STREET, WEST, SUITE 2801 ETOBICOKE ON M8X 2X2	9,778.26	0.00	9,778.26
30	BOOM LLC	800 Third Avenue, 2nd Floor New York NY 10022 USA	1,121.92	0.00	1,121.92
31	BRINKS CANADA LIMITED	C/O TX4014C, PO BOX 4590, STN A TORONTO ON M5W7B1	98,523.89	0.00	98,523.89
32	British Columbia Minister of Finance	The Director/PST P.O. Box 9443 Stn Prov Govt Victoria BC V8W 9W7	26,668.00	0.00	26,668.00
33	CALLOWAY REIT	805 Boyd Street New Westminster BC V3M 5X2	1.00	0.00	1.00
34	CALLOWAY REIT NEW WESTMINSTER	700 APPLEWOOD CRESCENT, SUITE 200 VAUGHAN ON L4K 5X3	1.00	0.00	1.00
35	CAMERON CORPORATION	10180-111 Street Edmonton AB T5K 1K6	16,542.18	0.00	16,542.18
36	Canada Revenue Agency	875 Heron Road Ottawa ON K1A 1B1	1.00	0.00	1.00
37	CERIDIAN EMPLOYER SERVICE	P.O. BOX 10989 NEWARK NJ 07193-0989 USA	3,977.89	0.00	3,977.89
38	CHINOOK (2014) INC	6455 Macleod Trail SW Calgary AB T2H0K8	1.00	0.00	1.00
39	CITY OF NEW WESTMINSTER	620 Royal Avenue, Suite 201 New Westminster BC V3M 1J2	181.71	0.00	181.71
40	CITY OF SASKATOON	222 3rd Avenue North 3rd Floor Saskatoon SK S7K 0J5	811.93	0.00	811.93
41	CLS FACILITIES MGMT. SVC	8061 TYLER BLVD MENTOR OH 44060 USA	1,132.99	0.00	1,132.99
42	COMDATA NETWORK INC	PO Box 100647 Atlanta GA 30384-0647 USA	698.49	0.00	698.49
43	COMINAR REAL ESTATE INVESTMEN	1250 South Service Road Mississauga ON L5E 1V4	1.00	0.00	1.00
44	COMINAR REAL ESTATE INVESTMENT	DIXIE OUTLET MALL-ADMIN OFFICE, 1250 South Service Road Mississauga ON L5E 1V4	1.00	0.00	1.00
45	CROMBIE REIT	610 EAST RIVER ROAD, SUITE 200 NEW GLASCOW NS B2H3S2	1.00	0.00	1.00
46	DIRECT ENERGY	PO BOX 660896 DALLAS TX 75266-0896 USA	53.63	0.00	53.63
47	ENBRIDGE	200 FIFTH AVENUE PLACE, 425 - 1ST STREET S.W. CALGARY AB T2P 3L8	205.66	0.00	205.66

07-Jul-2016

Date

  
 Marc Schuback

District of: Ontario  
 Division No. 31 - Toronto  
 Court No. 31-2122306  
 Estate No. 31-2122306

FORM 78 -- Continued

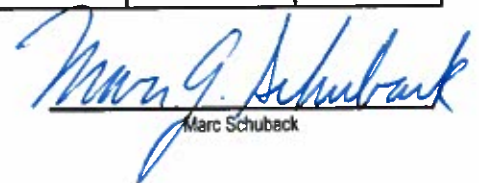
List "A"  
 Unsecured Creditors

Aeropostale Canada Corp.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
48	ENERSOURCE HYDRO MISSISSAUGA	2185 Road West Mississauga ON L5N 7A6	1,761.56	0.00	1,761.56
49	ENMAX ENCOMPASS INC	1565 27 Ave Calgary AB T2E 8Y2	1,329.53	0.00	1,329.53
50	ENWIN UTILITIES	787 OUELLETTE AVE, PO BOX 1625, STATION A WINDSOR ON N9A5T7	5,535.69	0.00	5,535.69
51	EPCOR	PO BOX 500 EDMONTON AB T5J 3Y3	687.84	0.00	687.84
52	FACILITY SOURCE INC	2020 NORTH CENTRAL AVE., SUITE 1200 PHOENIX AZ 85004 USA	14,330.21	0.00	14,330.21
53	FAIRMALL LEASEHOLDS, INC.	1800 SHEPARD AVE. EAST, SUITE 330 PO BOX 330 WILLOWDALE ON M2J5A7	1.00	0.00	1.00
54	FAIRVIEW PARK LEASEHOLDS	2960 Kingsway Drive Kitchener ON N2C1X1	1.00	0.00	1.00
55	FANTASEYES	385 FIFTH AVE NEW YORK NY 10016 USA	0.00	0.00	0.00
56	FEDEX TRADE NETWORKS CAN	PO Box 10007, Station A Toronto ON M5W 2B1	12,666.97	0.00	12,666.97
57	FIESTA JEWELRY	250 ESTEN AVE, SUITE A1 PAWTUCKET RI 02860 USA	4,812.29	0.00	4,812.29
58	FLEXFIT LLC	350 KARIN LANE HICKSVILLE NY 11801 USA	21,433.32	0.00	21,433.32
59	FORTIS BC NATURAL GAS	PO BOX 6666 STN. TERMINAL VANCOUVER BC V6B 6M9	218.61	0.00	218.61
60	GENESIS INDUSTRIES	49-20 31st Street Long Island City NY 11101 USA	28,097.59	0.00	28,097.59
61	GMA DBA CAPELLI NEW YORK	1 EAST 33RD STREET, 9TH FLOOR NEW YORK NY 10016 USA	379.76	0.00	379.76
62	GREATER SUDBURY UTILITIES	500 Regent Street, P.O. Box 250 Sudbury ON P3E 3Y2	983.22	0.00	983.22
63	GRENVILLE INTERNATIONAL	CONSULTING CORP, 175 CUMBERLAND STREET TORONTO ON M5R 3M9	2,205.03	0.00	2,205.03
64	GROUPE DE SECURITE GARDA SENC	1390 RUE BARRE MONTREAL QU H3C 1N4	138.47	0.00	138.47
65	GTL INTERNATIONAL LLC	24 WEST 45 STREET, 8TH FLOOR NEW YORK NY 10036 USA	0.00	0.00	0.00
66	GUILDFORD TOWN CENTRE LP	10355 - 152nd Street, Suite 2608A Surrey BC V3R7C1	1.00	0.00	1.00
67	HALTON HILLS SHOPPING CENTER	13850 Steeles Avenue West Halton Hills ON L7G 0J1	1.00	0.00	1.00
68	HANSAE CO LTD	(YEQUIDO-DONG,5F) 29, EUNHAENH-RO YEONGDEUNGPO-GU Seoul 150-739 South Korea	85,728.66	0.00	85,728.66
69	HARRIS, ROTHENBERG INTERNATIONAL, INC	3594 RELIABLE PARKWAY CHICAGO IL 60686 USA	59.71	0.00	59.71
70	HORIZON UTILITIES CORPORATION	55 John St. N., PO Box 2249 STN LCD 1 Hamilton ON L8N 3E4	3,609.28	0.00	3,609.28

07-Jul-2016

Date

  
 Marc Schuback

District of: Ontario  
 Division No. 31 - Toronto  
 Court No. 31-2122306  
 Estate No. 31-2122306

FORM 78 – Continued

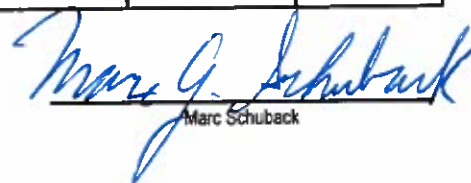
List "A"  
 Unsecured Creditors

Aeropostale Canada Corp.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
71	HYDRO ONE BRAMPTON C/O PROCESSING CENTRE	BOX 4371, STATION A TORONTO ON M5W 3P4	974.38	0.00	974.38
72	HYDRO OTTAWA	PO BOX 4483/CP 4483, STATION A TORONTO ON M5W5Z1	5,573.27	0.00	5,573.27
73	IVANHOE CAMBRIDGE II INC	SUITE 604 - 4720 KINGSWAY BURNABY BC V5H4N2	1.00	0.00	1.00
74	IVANHOE CAMBRIDGE INC-BAYSHORE	100 Bayshore Drive, Unit T35 Ottawa ON K2B 8C1	1.00	0.00	1.00
75	JAG BUILDING GROUP INC	23 MCCLEARY COURT UNITS CONCORD ON L4K3R6	36,351.04	0.00	36,351.04
76	K D CONTRACTING	320 OLD CHICOPEE TRAIL KITCHNER ON N2A 4C8	1,356.00	0.00	1,356.00
77	KITCHENER UTILITIES	CITY HALL, 200 KING ST W., PO BOX 91113 KITCHENER ON N2G4R6	96.20	0.00	96.20
78	KITCHENER WILMOT HYDRO	301 VICTORIA STREET SOUTH, PO BOX 9021 KITCHENER ON N2G4P1	5,489.73	0.00	5,489.73
79	LANSDOWNE MALL INC C/O 20 VIC	645 Lansdowne Street West Peterborough ON K9J7Y5	1.00	0.00	1.00
80	LENOVO (CANADA) INC.	PO BOX 4228, STATION A TORONTO ON M5W 5N9	4,040.22	0.00	4,040.22
81	LES PROMENADES ST-BRUNO LEASEHOLDS INC	1 BOUL DES PROMENADES ST-BRUNO QC J3V 5J5	1.00	0.00	1.00
82	LF SOURCING (MWK) - GDT	1359 BROADWAY, 18TH FLOOR, (GUANGDONG) NEW YORK NY 10018 USA	8,167.00	0.00	8,167.00
83	LF SOURCING (MWK) - GES	1359 BROADWAY, 18TH FLOOR, G.E.S. NEW YORK NY 10001 USA	28,600.44	0.00	28,600.44
84	LF SOURCING (MWK) - SAT	1359 BROADWAY, 18TH FLOOR, SEA-A NEW YORK NY 10018 USA	141,881.53	0.00	141,881.53
85	LF SOURCING MILLWORK LLC	350 FIFTH AVE, 9TH FLOOR NEW YORK NY 10118 USA	1,370,655.35	0.00	1,370,655.35
86	LONDON HYDRO	111 HORTON, PO BOX 3060 LONDON ON N6A4J8	4,655.04	0.00	4,655.04
87	LOZIER STORE FIXTURES LLC	5000 S. FREEWAY FORT WORTH TX 76115 USA	204.62	0.00	204.62
88	Manitoba Finance Taxation Division	101-401 York Avenue Winnipeg MB R3C 0P8	17,891.00	0.00	17,891.00
89	MGF SOURCING US LLC	TSAM DELAWARE LLC, 62506 COLLECTION CENTER DRIVE CHICAGO IL 60693 USA	0.00	0.00	0.00
90	MIA'S FASHION - TAIJIN TEXTILE, MIA'S FASHION MFG CO INC	12623 CISNEROS LANE SANTA FE SPRINGS CA 90670 USA	0.00	0.00	0.00
91	MIC MAC MALL LP	21 Mic Mac Blvd. Halifax NS B3A4N3	1.00	0.00	1.00
92	MIDLAND COURIER	100 MIDLAND DRIVE DIEPPE NB E1A 6X4	3,587.83	0.00	3,587.83
93	MIDTOWN PLAZA	1200A - The Tower as Midtown, 1st Avenue south Saskatoon SK S7K1J5	1.00	0.00	1.00
94	MIL IFT HOOPP REALTY INC	1349 LaSalle Boulevard Sudbury ON P3A1Z2	1.00	0.00	1.00

07-Jul-2016

Date

  
 Marc Schuback

District of: Ontario  
 Division No. 31 - Toronto  
 Court No. 31-2122306  
 Estate No. 31-2122306

FORM 78 -- Continued

List "A"  
 Unsecured Creditors

Aeropostale Canada Corp.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
95	MINDEN GROSS LLP	145 KING STREET WEST, STE# 2200 TORONTO ON M5H4G2	2,138.99	0.00	2,138.99
96	MINISTER OF FINANCE	REVENUE SERVICES OF BC, PO BOX 9482 STN PROV GOVT VICTORIA BC V8W9W6	8,048.89	0.00	8,048.89
97	MORGUARD INVESTMENTS LTD	25 Peel Centre Drive Brampton ON L6T 3R5	1.00	0.00	1.00
98	MTS ALLSTREAM INC	365 Osborne St. Winnipeg MB R3L 2A2	966.96	0.00	966.96
99	National Logistics Services (2006) Inc.	475B Admiral Boulevard Mississauga ON L5T 2N1	7,090.88	0.00	7,090.88
100	NB POWER	PO BOX- CP 2000 CARAQUET NB E1W 1C1	844.70	0.00	844.70
101	NEWMARKET HYDRO	590 Steven Crt. Newmarket ON L3Y 6Z2	1,911.92	0.00	1,911.92
102	OBERFELD SNOWCAP INC	8000 DECARIE BLVD, STE 290 MONTREAL QC H4P2S4	69,500.08	0.00	69,500.08
103	ONTREA INC	999 Upper Wentworth Street Hamilton ON L9A4X5	1.00	0.00	1.00
104	ONTREA INC	1485 Portage Avenue Winnipeg MB R3G 0W4	1.00	0.00	1.00
105	OPB REALTY INC	1225 St. Mary's Road Winnipeg MB R2M5E5	1.00	0.00	1.00
106	OPGI MGMT LP O/A OXFORD ITF UPPER CANADA MALL	17600 Yonge Street, BOX #256 Newmarket ON L3Y4Z1	1.00	0.00	1.00
107	ORLANDA/INVESTORS CO	6205 B Airport Road Suite 208 Mississauga ON L4V1E3	1.00	0.00	1.00
108	OSHAWA CENTRE HOLDINGS INC	419 King Street W. Oshawa ON L1J2K5	1.00	0.00	1.00
109	OSHAWA PUC NETWORKS	100 SIMCOE STREET SOUTH OSHAWA ON L1H 7M7	0.00	0.00	0.00
110	OSLER, HOSKIN, & HARCOURT	1 FIRST CANADIAN, PO BOX 50 TORONTO ON M5X1B8	4,867.91	0.00	4,867.91
111	OXFORD IN TRUST FOR	100 City Centre Drive Mississauga ON L5B2C9	1.00	0.00	1.00
112	OXFORD RETAIL GROUP	109 Street and Kingsway Edmonton AB T5G 3A6	1.00	0.00	1.00
113	PARALLEL ELECTRIC LTD	249 STATION ST BELLEVILLE ON K8N 2T8	2,609.17	0.00	2,609.17
114	PARK ROYAL SHOPPING CENTRE HOLDINGS LTD	ADMINISTRATION OFFICE, 2002 PARK ROYAL SOUTH WEST VANCOUVER BC V7T 2W4	1.00	0.00	1.00
115	PCL GRAPHICS LIMITED	3761 VICTORIA PARK AVE #3 TORONTO ON M1W3S2	296.86	0.00	296.86
116	PETERBOROUGH UTILITIES	1867 Ashburnham Dr, PO BOX 4125 STATION MAIN Peterborough ON K9J 6Z5	3,275.98	0.00	3,275.98

07-Jul-2016

Date

  
 Marc Schuback

District of: Ontario  
 Division No. 31 - Toronto  
 Court No. 31-2122306  
 Estate No. 31-2122306

FORM 78 -- Continued

List "A"  
 Unsecured Creditors  
 Aeropostale Canada Corp.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
117	PIPP MOBILE STORAGE SYSTEMS INC	PO BOX 674812 DETROIT MI 48267-4812 USA	0.00	0.00	0.00
118	PLAYNETWORK INC	8727 148TH AVE NORTH EAST REDMOND WA 98052 USA	2,746.29	0.00	2,746.29
119	PRAIRIE MALL CO OWNERSHIP	c/o Morguard Investments Limited Admin Office 11801-100 Street, SUITE 41 Grand Prairie AB T8V 3Y2	1.00	0.00	1.00
120	PRIMARIS MGMT INC RE: KILDONA	1555 Regent Avenue West Winnipeg MB R2C 4J2	1.00	0.00	1.00
121	QRC LOGISTICS	3190 CARAVELLE DR MISSISSAUGA ON L4V 1K9	3,663.15	0.00	3,663.15
122	REXEL CAPITOL LIGHT	PO BOX 418453 BOSTON MA 02241-8453 USA	31,072.61	0.00	31,072.61
123	RMI ITF GEORGIAN MALL	509 Bayfield Street Barrie ON L4M4Z8	1.00	0.00	1.00
124	RMI-ITF-TANGER OUTLETS OTTAWA	8555 Campeau Drive Ottawa ON K2T 0K5	1.00	0.00	1.00
125	ROGERS	PO Box 9100 Don Mills ON M3C 3P9	2,989.46	0.00	2,989.46
126	ROGERS PUBLISHING LIMITED	333 BLOOR STREET EAST, 6TH FLOOR TORONTO ON M4W 1G9	13,786.00	0.00	13,786.00
127	RPSM INC	41 RUE DE CAMBRIDGE KIRKLAND QU H9H 3Y4	8,518.39	0.00	8,518.39
128	Saskatchewan Finance	Main Floor, 2350 Albert Street Regina SK S4P 4A6	4,809.00	0.00	4,809.00
129	SASKATCHEWAN WORKERS COMPENSATION	PO BOX 4556 REGINA SK S4P 3Y3	1,802.29	0.00	1,802.29
130	SASKTEL	PO BOX 2121 REGINA SK S4P 4C5	168.78	0.00	168.78
131	SCARBOROUGH TOWN CENTRE HOLDINGS INC.	300 Borough Drive Scarborough ON M1P 4P5	1.00	0.00	1.00
132	SCHWARZ SUPPLY SOURCE	PO BOX 75886 CHICAGO IL 60675-5886 USA	17.64	0.00	17.64
133	SENSORMATIC CANADA INC	7 PAGET RD BRAMPTON ON L6T 5S2	0.00	0.00	0.00
134	SMARTREIT NEW WESTMINSTER	700 APPLEWOOD CRESCENT, SUITE 200 VAUGHAN ON L4K5X3	120.75	0.00	120.75
135	SOUTH EDMONTON COMMON	10180-111 STREET EDMONTON AB T5K 1K6	117,972.28	0.00	117,972.28
136	SPENCER TECHNOLOGIES	P.O. BOX 83258 WOBURN MA 01813-3258 USA	1,257.79	0.00	1,257.79
137	STAPLES	DESJARDINS CARD SERVICES, 425 VIGER AVENUE WEST MONTREAL QB H2Z 1W5	279.94	0.00	279.94
138	Stewart McKelvey	PO Box 997 Halifax NS B3J 2X2	300.00	0.00	300.00
139	SUN LIFE FINANCIAL	227 King St. S., P.O. Box 1601 Stn N Waterloo ON N2J 4C5	31,627.56	0.00	31,627.56

07-Jul-2016

Date

  
 Marc Schuback



District of: Ontario  
 Division No. 31 - Toronto  
 Court No. 31-2122306  
 Estate No. 31-2122306

FORM 78 -- Continued


List "A"  
 Unsecured Creditors

Aeropostale Canada Corp.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
140	TD MERCHANT Services	PO Box 300 TD Centre TORONTO ON M5K 1K6	80,338.03	0.00	80,338.03
141	TD MERCHANT SERVICES	100 WELLINGTON ST WEST TORONTO ON M5K 1A2	1,341.92	0.00	1,341.92
142	TEC LEASEHOLDS LIMITED	220 YONGE ST, SUITE 110, PO BOX 511 TORONTO ON M5B2H1	1.00	0.00	1.00
143	TELUS	PO Box 7575 Vancouver BC V6B 8N9	2,754.17	0.00	2,754.17
144	THE CADILLAC FAIRVIEW	477 Paul Street Dieppe NB E1A4X5	1.00	0.00	1.00
145	THOMPSON LOCK & SUPPLY	P.O. BOX 61 WHITE PLAINS NY 10605 USA	955.71	0.00	955.71
146	TITANIUM MARKETING	425 FIFTH AVENUE, SUITE 601 NEW YORK NY 10016 USA	19,237.06	0.00	19,237.06
147	TORONTO HYDRO-ELECTRIC SYSTEMS LIMITED	PO BOX 4490, STATION A TORONTO ON M5W4H3	1,554.85	0.00	1,554.85
148	TOSHIBA GCS- T9982	TOSHIBA GLOBAL COMMERCE SOLUTIONS, PO BOX 644938 PITTSBURGH PA 15264-4938 USA	21,753.12	0.00	21,753.12
149	TYCO INTEGRATED SECURITY LLC	PO BOX 223670 PITTSBURGH PA 15251 USA	24.36	0.00	24.36
150	ULINE	PO BOX 88741 CHICAGO IL 60680-1741 USA	0.00	0.00	0.00
151	UNION GAS	PO BOX 4001 STN A TORONTO ON M5W 1H8	237.70	0.00	237.70
152	UNITED PARCEL SERVICE	PO BOX 4900, STATION A TORONTO ON M5W 0A7	7,360.04	0.00	7,360.04
153	UPPER CANADA MALL LIMITED	17600 YONGE STREET, BOX 256 NEWMARKET ON L3Y4Z1	1.00	0.00	1.00
154	VAUGHAN PROMENADE	1 Promenade Circle Thornhill ON L4J4P8	1.00	0.00	1.00
155	VERIDIAN CONNECTIONS	BOX 4466 STATION A, STE# 200 TORONTO ON M5W 4C5	5,934.19	0.00	5,934.19
156	WATERLOO NORTH HYDRO	PO BOX 640, 526 COUNTRY SQUIRE ROAD WATERLOO ON N2J 4A3	6,789.07	0.00	6,789.07
157	WEST EDMONTON LOCKBOX	PO BOX 1417 STATION M CALGARY AB T2P2L6	520,337.84	0.00	520,337.84
158	WEST EDMONTON MALL PROMOTIONS	#3000, 8882-170 STREET EDMONTON AB T5T4M2	18,886.64	0.00	18,886.64
159	WHITE OAKS MALL HOLDINGS LTD	1105 Wellington Road London ON N6E 1V4	1.00	0.00	1.00
160	WHITTEN & LUBLIN	141 ADELAIDE STREET WEST, SUITE 600 TORONTO ON M5H 3L5	1,500.00	0.00	1,500.00
161	WIS INTERNATIONAL	PO BOX 3497 POSTAL STAT A TORONTO ON M5W4C4	69,071.19	0.00	69,071.19
162	WSIB WORKPLACE INSURANCE & SAFETY BOARD	PO BOX 4115, STATION A Toronto ON M5W2V3	695.04	0.00	695.04
163	WYSE METER SOLUTIONS INC	PO BOX 95530, RPO NEWMARKET CTR NEWMARKET ON L3Y 8J8	4,884.31	0.00	4,884.31

07-Jul-2016

Date

  
 Marc Schuback

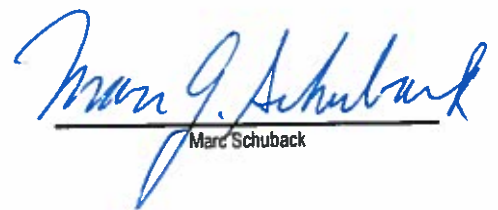
District of: Ontario  
Division No. 31 - Toronto  
Court No. 31-2122306  
Estate No. 31-2122306

FORM 78 -- Continued

	Total:	5,154,763.95	0.00	5,154,763.95
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07-Jul-2016

Date

  
Marc Schuback

District of: Ontario  
Division No. 31 - Toronto  
Court No. 31-2122306  
Estate No. 31-2122306

FORM 78 -- Continued

List "B"  
Secured Creditors

Aeropostale Canada Corp.

No.	Name of creditor	Address	Amount of claim	Particulars of security	When given	Estimated value of security	Estimated surplus from security	Balance of claim
			Total: 0.00			0.00	0.00	0.00

07-Jul-2016

Date

  
Marc Schuback



District of: Ontario  
Division No. 31 - Toronto  
Court No. 31-2122306  
Estate No. 31-2122306

FORM 78 -- Continued

List "C"  
Preferred Creditors for Wages, Rent, etc.

Aeropostale Canada Corp.

No.	Name of creditor	Address and occupation	Nature of claim	Period during which claim accrued	Amount of claim	Amount payable in full	Difference ranking for dividend
Total:					0.00	0.00	0.00

07-Jul-2016

Date

  
Marc Schuback

District of: Ontario  
Division No. 31 - Toronto  
Court No. 31-2122306  
Estate No. 31-2122306

FORM 78 -- Continued

List "D"  
Contingent or Other Liabilities

Aeropostale Canada Corp.

No.	Name of creditor or claimant	Address and occupation	Amount of liability or claim	Amount expected to rank for dividend	Date when liability incurred	Nature of liability
Total:			0.00	0.00		

07-Jul-2016

Date

  
Marc Schuback

District of: Ontario  
Division No. 31 - Toronto  
Court No. 31-2122306  
Estate No. 31-2122306

FORM 78 -- Continued

List "E"  
Debts Due to the Bankrupt  
Aeropostale Canada Corp.

No.	Name of debtor	Address and occupation	Nature of debt	Amount of debt (good, doubtful, bad)	Folio of ledgers or other book where particulars to be found	When contracted	Estimated to produce	Particulars of any securities held for debt
				0.00				
			Total:	0.00			0.00	
				0.00				

07-Jul-2016

Date

  
Marc Schuback

District of: Ontario  
Division No. 31 - Toronto  
Court No. 31-2122306  
Estate No. 31-2122306

FORM 78 -- Continued

List "F"

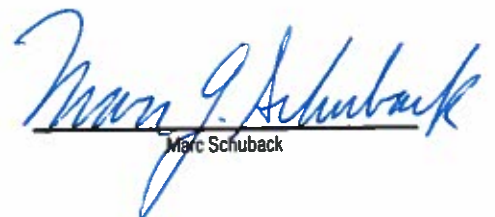
Bills of Exchange, Promissory Notes, Lien Notes, Chattel  
Mortgages, etc., Available as Assets

Aeropostale Canada Corp.

No.	Name of all promissory, acceptors, endorsers, mortgagors, and guarantors	Address	Occupation	Amount of bill or note, etc.	Date when due	Estimated to produce	Particulars of any property held as security for payment of bill or note, etc.
Total:				0.00		0.00	

07-Jul-2016

Date

  
Marc Schuback

District of: Ontario  
Division No. 31 - Toronto  
Court No. 31-2122306  
Estate No. 31-2122306

FORM 78 -- Continued

List "G"  
Real Property or Immovables Owned by Bankrupt  
Aeropostale Canada Corp.

Description of property	Nature of bankrupt interest	In whose name does title stand	Total value	Particulars of mortgages, hypothecs, or other encumbrances (name, address, amount)	Equity or surplus
Total:			0.00		0.00

07-Jul-2016

Date

  
Marc Schuback

District of: Ontario  
Division No. 31 - Toronto  
Court No. 31-2122306  
Estate No. 31-2122306

FORM 78 -- Concluded

List "H"  
Property

Aeropostale Canada Corp.  
FULL STATEMENT OF PROPERTY

Nature of property	Location	Details of property	Original cost	Estimated to produce
(a) Stock-in-trade			0.00	0.00
(b) Trade fixtures, etc.			0.00	0.00
(c) Cash in financial institutions			0.00	0.00
(d) Cash on hand			16,100,000.00	16,100,000.00
(e) Livestock			0.00	0.00
(f) Machinery, equipment and plant			0.00	0.00
(g) Furniture			0.00	0.00
(h) Life insurance policies, RRSPs, etc.			0.00	0.00
(i) Securities			0.00	0.00
(j) Interests under wills, etc.			0.00	0.00
(k) Vehicles			0.00	0.00
(l) Taxes			0.00	0.00
			<b>Total:</b>	<b>16,100,000.00</b>

07-Jul-2016

Date

  
Marc Schuback

Court No. 31-2122306

Estate No. 31-2122306

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In the matter of the bankruptcy of  
Aeropostale Canada Corp.  
of the city of Halifax  
in the Province of Nova Scotia

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Form 78 (Bill C-12)  
Statement of affairs (Business bankruptcy)

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Ernst & Young Inc.  
Per:

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Jeffrey D. Kerbel - Licensed Insolvency Trustee  
222 Bay Street  
Toronto ON M5K 1J7  
Phone: (844) 941-1829 Fax: (416) 943-3300