

District of: British Columbia
Division No. 03 - Vancouver
Court No.
Estate No. 11-2272673

FORM 68
Notice of Bankruptcy, First Meeting of Creditors
(Subsection 102(1) of the Act)

Original Amended

In the matter of the bankruptcy of
First Growth Holdings Ltd.
of the City of Burnaby, in the Province of British Columbia
Crowe MacKay & Company Ltd., Trustee

Take notice that:

1. First Growth Holdings Ltd. filed (or was deemed to have filed) an assignment on the 14th day of July 2017, and the undersigned, Crowe MacKay & Company Ltd., 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 4th day of August 2017, at 2:00 PM, at the office of Crowe MacKay & Company Ltd., at 1100 - 1177 West Hastings Street, Vancouver, BC, V6E 4T5.

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 Vancouver in the Province of British Columbia, this 14th day of July 2017.

Crowe MacKay & Company Ltd. - Licensed Insolvency Trustee

Per:

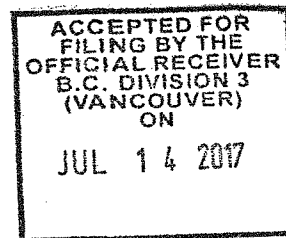


Derek Lai - Licensed Insolvency Trustee
1100 - 1177 West Hastings Street
Vancouver BC V6E 4T5
Phone: (604) 689-3928 Fax: (604) 687-5617

District of: British Columbia
 Division No. 03 - Vancouver
 Court No.
 Estate No.

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
 First Growth Holdings Ltd.
 of the City of Burnaby, in the Province of British Columbia
 Crowe MacKay & Company Ltd., Trustee

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 13th day of July 2017. 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"	763,708.25
Balance of secured claims as per list "B"	53,521.64
Total unsecured creditors	817,229.89
2. Secured creditors as per list "B"	21,478.36
3. Preferred creditors as per list "C"	4.00
4. Contingent, trust claims or other liabilities as per list "D" estimated to be reclaimable for	29.00
Total liabilities	838,741.25
Surplus	NIL

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	179,516.48
Doubtful	0.00
Bad	3,437,556.14
Estimated to produce	20,000.00
4. Bills of exchange, promissory note, etc., as per list "F"	0.00
5. Deposits in financial institutions	0.00
6. Cash	0.00
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"	1,478.36
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	21,478.36
Deficiency	817,262.89

I, Ting Zhao, of the City of Vancouver in the Province of British Columbia, 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 13th day of July 2017 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 Vancouver in the Province of British Columbia, on this 13th day of July 2017.

Derek Lai, Commissioner for Taking Affidavits
 For the Province of British Columbia
 Expires November 30, 2017

Ting Zhao.

District of: British Columbia
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FORM 78 -- Continued

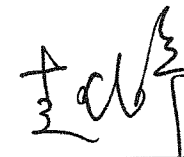
List "A"
 Unsecured Creditors

First Growth Holdings Ltd.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
1	BC Registry Services	940 Blanshard Street Victoria BC V8W 3E6	1.00	0.00	1.00
2	BC Security Commission	701 West Georgia Street, 12th Floor Vancouver BC V7Y 1L2	1.00	0.00	1.00
3	Canada Revenue Agency	Regional Intake Centre for Insolvency PO Box 11575 Station Main Surrey BC V3T 0E5	1.00	0.00	1.00
4	Clark Wilson LLP	900 - 885 W. Georgia Street Vancouver BC V6C 3H1	90,693.92	0.00	90,693.92
5	Excellence Financial Inc.	311 - 518 West 14th Avenue Vancouver BC V5Z 4N5	5,250.00	0.00	5,250.00
6	Han Liang Pan	PO Box 48706 Stn Bentall Centre Vancouver BC V7X 1A6	20,568.33	0.00	20,568.33
7	Lei Pan	32 - 5760 Hampton Place Vancouver BC V5T 2G1	0.00	53,521.64	53,521.64
8	Ministry of Finance (PST)	Corporate Relations - Collections PO Box 9445, Stn Prov Govt Victoria BC V8W 9V5	1.00	0.00	1.00
9	MNP LLP Attn: Iris Dunn	2200 - 1021 West Hastings St. Vancouver BC V6E 0C3	105,609.00	0.00	105,609.00
10	Next Gen Offices Inc. (Landlord)	4388 Still Creek Drive Burnaby BC V5C 6C6	1.00	0.00	1.00
11	Ting Zhao	PO Box 48444 Stn Bentall Centre Vancouver BC V7X 1A2	541,580.00	0.00	541,580.00
12	TSX Venture Exchange	130 King Street West Toronto ON M5X 1J2	1.00	0.00	1.00
13	Workers' Compensation Board Attn: Collection Section - Legal & Insolvency Clerk	PO Box 5350, Stn Terminal Vancouver BC V6B 5L5	1.00	0.00	1.00
Total:			763,708.25	53,521.64	817,229.89

13-Jul-2017

Date



Ting Zhao

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FORM 78 -- Continued

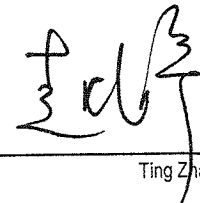
List "B"
 Secured Creditors

First Growth Holdings Ltd.

No.	Name of creditor	Address	Amount of claim	Particulars of security	When given	Estimated value of security	Estimated surplus from security	Balance of claim
1	Lei Pan	32 - 5760 Hampton Place Vancouver BC V5T 2G1	75,000.00	Debts Due - Business - WineOnline Silva Bay Services Ltd.	13-Apr-2017	20,000.00		
				Other - Prepaid expenses	13-Apr-2017	1,000.00		
				Other - Cash in bank - Bank of Montreal	13-Apr-2017	312.61		
				Other - Cash in bank - TD Bank	13-Apr-2017	165.75		
				Other - 100% of shares of WineOnline Alberta Ltd.	13-Apr-2017	0.00		53,521.64
				Other - Restricted cash	13-Apr-2017	0.00		
				Debts Due - Business - Jiayuan Restaurant	13-Apr-2017	0.00		
				Debts Due - Business - Jiayuan (Shanghai) International Trade Co., Limited	13-Apr-2017	0.00		
				Debts Due - Business - Wineonline Alberta Ltd.	13-Apr-2017	0.00		
				Other - 100% of shares of Jiayuan (Shanghai) International Trade Co. Ltd.	13-Apr-2017	0.00		
				Other - 100% of shares of Jiafeng International Trade (H.K.) Co. Limited	13-Apr-2017	0.00		
				Other - Inventory - Lookout Ridge Wines	13-Apr-2017	0.00		
				Other - 100% shares of WineOnline Silva Bay Services Ltd.	13-Apr-2017	0.00		
				Other - Office furniture & equipment	13-Apr-2017	0.00		
			Total:			21,478.36	0.00	53,521.64

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Date



Ting Zhao

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FORM 78 -- Continued

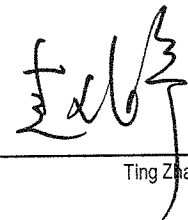
List "C"
 Preferred Creditors for Wages, Rent, etc.

First Growth Holdings Ltd.

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
1	Charles Creighton	c/o Clark Wilson LLP, Attn: Jennifer Loeb 900 - 885 West Georgia St. Vancouver BC V6C 3H1	wages	-	1.00	0.00	1.00
2	Jose Paul Guedes	c/o Clark Wilson LLP, Attn: Jennifer Loeb 900 - 885 West Georgia St. Vancouver BC V6C 3H1	wages	-	1.00	0.00	1.00
3	Next Gen Offices Inc. Rent	4388 Still Creek Drive Burnaby BC V5C 6C6		-	1.00	0.00	1.00
4	William Larkin	c/o Clark Wilson LLP, Attn: Jennifer Loeb 900 - 885 West Georgia St. Vancouver BC V6C 3H1	wages	-	1.00	0.00	1.00
Total:					4.00	0.00	4.00

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Date



Ting Zhao

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FORM 78 -- Continued

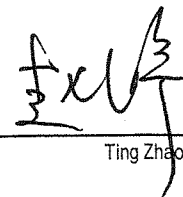
List "D"
 Contingent or Other Liabilities

First Growth Holdings Ltd.

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
1	2417076 Ontario Inc.	3 - 1750 The Queensway, Suite 504 Etobicoke ON M9C 5H5	1.00	0.00		Shareholder
2	Ann F MacMurray Cox	345 Route 121 Bloomfield Kings Co. NB E5N 4T1	1.00	0.00		Shareholder
3	Ann F MacMurray Cox & Ronald D Cox Jt Tenant	345 Route 121 Bloomfield Kings Co. NB E5N 4T1	1.00	0.00		Shareholder
4	Cai Nian Tan	668 Long Tong Pu Road, PU Tuo District Shanghai China	1.00	0.00		Shareholder
5	CDS & Co.	CDSX Account 25, The Esplanade PO Box 1038 Stn A Toronto ON M5W 1G5	1.00	0.00		Shareholder
6	David J Van Lieshout	PO Box 186 Little Chute WI 54140 USA	1.00	0.00		Shareholder
7	Guo Xiong Zhang	789 Zhaojabang Road, RMEI 18F Shanghai 20032 China	1.00	0.00		Shareholder
8	Han Liang Pan	No. 457, Lane 418 East Jinxiu Road Shanghai China	1.00	0.00		Shareholder
9	Herrick Lau	1175 Nootka Street Vancouver BC V5K 4E6	1.00	0.00		Shareholder
10	Heying Zhang	No. 3 Building, Suite 10C 80 Lane Dapu Road, Huangpu Shanghai China	1.00	0.00		Shareholder
11	Iat Wai Chan	7180 Kimberley Drive Richmond BC V7A 4S4	1.00	0.00		Shareholder
12	Jackie Cheung	606 - 1323 Homer Street Vancouver BC V6B 5T1	1.00	0.00		Shareholder
13	Jin Sheng Enterprises Ltd.	Akara Bldg 24 De Castro Street Wickhams Cay 1, Road Town Tortola British Virgin Islands	1.00	0.00		Shareholder
14	Jordan Barclay	4925 Beasley Road Beasley BC V0G 2G2	1.00	0.00		Shareholder
15	Joshua Pinsler	1412 - 140 Simcoe Street Toronto ON M5H 4E9	1.00	0.00		Shareholder

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FORM 78 -- Continued

List "D"
 Contingent or Other Liabilities

First Growth Holdings Ltd.

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
16	K & K Jollymore Investments Inc.	4078 Davis Cedar Valley ON L0G 1E0	1.00	0.00		Shareholder
17	LBLUX SICAV FIS Junior Mining Fund	c/o MM Warburg & Co, Attn: Georg Schneck 2 Place Francois-Joseph Dargent, L-1413 Luxembourg SA Luxembourg	1.00	0.00		Shareholder
18	Lei Pan	32 - 5760 Hampton Place Vancouver BC V5T 2G1	1.00	0.00		Shareholder
19	Liu Xiaoning	3/F 10A Fong Son Tong Road Macao Macao	1.00	0.00		Shareholder
20	Michael Stahl	AM Krummelweg 9 Trierweiler 54311 Germany	1.00	0.00		Shareholder
21	Ronald D Cox	345 Route 121 Bloomfield Kings Co. NB E5N 4T5	1.00	0.00		Shareholder
22	Silva Bay Pub Restaurant & Liquor Store	3383 South Road Gabriola Island BC V0R 1X7	1.00	0.00		Shareholder
23	Stone Ledge Holdings Ltd.	Attn: Ann MacMurray Cox 345 Route 121 Bloomfield Kings Co NB E5N 4T1	1.00	0.00		Shareholder
24	Stone Ledge Holdings Ltd.	345 Route 121 Bloomfield Kings Co NB E5N 4T1	1.00	0.00		Shareholder
25	Torsten Adam	Mozartweg 1 Neuhausen/Spree, OT Haasow 03058 Germany	1.00	0.00		Shareholder
26	Wai Hui Tse	6 FL Flat D4 Oceanic Mansion 1062 Kings Road Shanghai 200127 China	1.00	0.00		Shareholder
27	Wei Jiang	360 South Pudong Road, RM14B Pudong New District Shanghai 200120 China	1.00	0.00		Shareholder
28	Yaman Zhang	Xuhuigu Shanxinanlu 888, Tower 3 9A Shanghai 200031 China	1.00	0.00		Shareholder
29	Yang Jun	Flat D4 6/F Oceanic Mansion 1026, King Rd. Quarry Bay China	1.00	0.00		Shareholder
Total:			29.00	0.00		

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Date


 Ting Zhao

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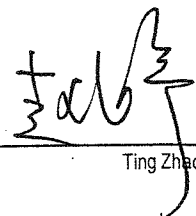
FORM 78 -- Continued

List "E"
 Debts Due to the Bankrupt
 First Growth Holdings Ltd.

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
1	Jiayuan Restaurant	BC	Due from Jiayuan Restaurant	0.00 0.00 100,064.97		01-Jan-2017	0.00	A/R
2	Jiayuan (Shanghai) International Trade Co., Limited	BC	Due from JYSH	0.00 0.00 2,786,554.73		01-Jan-2017	0.00	A/R
3	Wineonline Alberta Ltd.	526 4th Avenue SW Calgary AB T2P 0J6	Due from WineOnline Alberta Ltd.	0.00 0.00 550,936.44		01-Jan-2017	0.00	A/R
4	WineOnline Silva Bay Services Ltd.	BC	Due from WineOnline Silva Bay Services Ltd.	179,516.48 0.00 0.00		01-Jan-2017	20,000.00	A/R
Total:				179,516.48 0.00 3,437,556.14			20,000.00	

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Ting Zhao

District of: British Columbia
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FORM 78 -- Concluded

List "H"
 Property

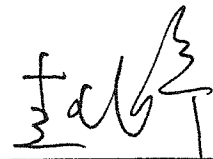
First Growth Holdings Ltd.

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			0.00	0.00
(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
(m) Other		Restricted cash	50,000.00	0.00
		Prepaid expenses	5,938.76	1,000.00
		Inventory - Lookout Ridge Wines	77,950.83	0.00
		Office furniture & equipment	5,866.42	0.00
		100% shares of WineOnline Silva Bay Services Ltd.	1.00	0.00
		100% of shares of Jiafeng International Trade (H.K.) Co. Limited	1,793.00	0.00
		100% of shares of Jiayuan (Shanghai) International Trade Co. Ltd.	1.00	0.00
		Cash in bank - Bank of Montreal	312.61	312.61
		Cash in bank - TD Bank	165.75	165.75
		100% of shares of WineOnline Alberta Ltd.	10.00	0.00
			Total:	1,478.36

13-Jul-2017

Date



Ting Zhao

District of: British Columbia
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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
First Growth Holdings Ltd.
of the City of Burnaby, in the Province of British Columbia
Crowe MacKay & Company Ltd., Trustee

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:

Crowe MacKay & Company Ltd. - Licensed Insolvency Trustee

1100 - 1177 West Hastings Street
Vancouver BC V6E 4T5
Phone: (604) 689-3928 Fax: (604) 687-5617

District of: British Columbia
Division No. 03 - Vancouver
Court No.
Estate No. 11-2272673

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
First Growth Holdings Ltd.
of the City of Burnaby, in the Province of British Columbia
Crowe MacKay & Company Ltd., Trustee

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

In the matter of the bankruptcy of First Growth Holdings Ltd. of the City of Burnaby in the Province of British Columbia 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 14th day of July 2017, 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 20(1) of the Act provides severe penalties for making any false claim, proof, declaration or statement of account.