

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

*In re:*

BENCH ACCOUNTING, INC., *et al.*,<sup>1</sup>

Debtors in a Foreign Proceeding.

Chapter 15

Case No. 25-10463 (LSS)

(Jointly Administered)

Ref. Docket No. 7

**ORDER SPECIFYING FORM AND MANNER OF SERVICE OF NOTICE**

Upon the motion (the “**Motion**”)<sup>2</sup> filed by KSV Restructuring Inc., in its capacity as the appointed Licensed Insolvency Trustee and authorized foreign representative (the “**Trustee**”) of the Debtors in the Canadian Proceeding pending before B.C. Court under Canada’s *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended, for entry of an order (this “**Order**”), pursuant to sections 105(a) and 1515 of the Bankruptcy Code and Bankruptcy Rules 1007, 2002, 9007, and 9008, (i) approving the notice of the Chapter 15 Petitions and the proposed sale to Recruiter in the form annexed hereto as **Exhibit 1** (the “**Notice**”), (ii) specifying the manner of service of the Notice, the *Verified Petition for Recognition of Foreign Proceeding and Related Relief* [Docket No. 3] (the “**Verified Petition**”), the *Order Granting Provisional Relief in Aid of the Canadian Proceeding* (the “**Provisional Relief Order**”), the *Trustee’s Motion, Pursuant to Sections 105(a), 363, 1501, and 1521 of the Bankruptcy Code and Bankruptcy Rules 2002, 6004, and 9014, for Entry of an Order (I) Recognizing and Enforcing the Approval and Vesting Order; (II) Authorizing the Sale of Substantially All of the Debtors’ Assets Free and Clear of Any and All*

<sup>1</sup> The last four digits of the United States Tax Identification Number, or similar foreign identification number, as applicable, for each Debtor follow in parentheses: Bench Accounting, Inc. (3574) and 10Sheet Services Inc. (3476). The Trustee’s head office is located at 220 Bay Street, Suite 1300, PO Box 20, Toronto, Ontario, M5J 2W4, Canada.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

*Liens, Claims, Encumbrances, and Other Interests; and (III) Granting Related Relief* [Docket No. 10] (the “**Sale Motion**”), and the proposed order attached as Exhibit A to the Sale Motion (collectively with the Verified Petition, the Provisional Relief Order, and the Sale Motion, the “**Notice Documents**”), and (iii) scheduling a hearing to consider the Chapter 15 Petitions; and this Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334, and 11 U.S.C. §§ 109 and 1501, and the Amended Standing Order; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(P); and venue being proper before this Court pursuant to 28 U.S.C. § 1410(1) and (3); and due and sufficient notice of the Motion having been given under the particular circumstances; and upon consideration of the Report and the Kofman Declaration; and this Court having held a hearing to consider the relief requested in the Motion; and upon the record established at such hearing; and it appearing that the relief requested in the Motion is necessary and beneficial to the Debtors; and no objections or other responses having been filed that have not been overruled, withdrawn or otherwise resolved; and after due deliberation and sufficient cause appearing therefor,

**NOW, THEREFORE, IT IS HEREBY ORDERED AS FOLLOWS:**

1. The Motion is approved as set forth herein.
2. The form of the Notice is hereby approved.
3. Copies of the Notice and the Notice Documents shall be served by the

Trustee by first-class mail or, if a mailing address is not available, electronic mail, upon all known creditors and all other parties against whom relief is sought (or their counsel), including any such parties (or counsel) requesting copies of the Notice or Notice Documents pursuant to Bankruptcy

Rule 2002 and parties that have addresses outside the United States, in accordance with Bankruptcy Rules 7004(a) and (b) on or before March 19, 2025.

4. If any party files a notice of appearance in these Chapter 15 Cases, the Trustee shall serve the Notice and subsequent notices upon such party within three (3) business days of the filing of such notice of appearance if such documents have not already been served on such party (or its counsel).

5. Objections or responses to the Chapter 15 Petitions must be made pursuant to the Bankruptcy Code, the Local Rules, and the Bankruptcy Rules in writing describing the basis therefore, which objection or response must be filed with the Office of the Clerk of the Court, 824 Market Street, Third Floor, Wilmington, Delaware 19801 and served so as to be received by **April 3, 2025 at 4:00 p.m. (ET)**, upon the following parties: (i) counsel for the Trustee, Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, Delaware 19801, Attention: Matthew B. Lunn, Esq. (mlunn@ycst.com) and Elizabeth S. Justison, Esq. (ejustison@ycst.com) and (ii) the Office of the United States Trustee for the District of Delaware, 844 North King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attention: Malcolm M. Bates, Esq. (Malcolm.m.bates@usdoj.gov).

6. A hearing to consider the Chapter 15 Petitions is scheduled for **April 10, 2025, at 3:30 p.m. (ET)**.

7. Service of the Notice in accordance with this Order is hereby approved as adequate and sufficient notice and service on all interested parties.

8. Service of this Order as provided in the Motion shall constitute adequate and sufficient service and notice.

9. This Court shall retain jurisdiction with respect to any and all matters relating to the interpretation or implementation of this Order.

Dated: March 18th, 2025  
Wilmington, Delaware

  
LAURIE SELBER SILVERSTEIN  
UNITED STATES BANKRUPTCY JUDGE

**EXHIBIT 1**

**Notice**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

*In re:*

BENCH ACCOUNTING, INC., *et al.*,<sup>1</sup>

Debtors in a Foreign Proceeding.

Chapter 15

Case No. 25-10463 (LSS)

(Jointly Administered)

Ref. Docket Nos. \_\_\_\_

**NOTICE OF (I) FILING AND HEARING ON PETITIONS SEEKING  
RECOGNITION OF FOREIGN PROCEEDING PURSUANT TO CHAPTER 15 OF  
THE UNITED STATES BANKRUPTCY CODE; AND (II) PROPOSED SALE OF SUBSTANTIALLY  
ALL OF THE DEBTORS' ASSETS TO RECRUITER.COM VENTURES INC.,  
FREE AND CLEAR OF ALL LIENS, CLAIMS, AND ENCUMBRANCES**

**PLEASE TAKE NOTICE** that, on March 13, 2025, KSV Restructuring Inc., in its capacity as the appointed Licensed Insolvency Trustee and authorized foreign representative (the “**Trustee**”) of the estates of Bench Accounting, Inc. and 10Sheet Services Inc. (together, the “**Debtors**”), in the Debtors’ proceedings (the “**Canadian Proceeding**”) pending before the Supreme Court of British Columbia at Vancouver (the “**B.C. Court**”) under Canada’s *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended, filed (i) petitions on behalf of the Debtors pursuant to sections 1504 and 1515 and the *Verified Petition for Recognition of Foreign Proceeding and Related Relief* (collectively, the “**Chapter 15 Petitions**”) and (ii) the *Motion for Provisional Relief in Aid of Canadian Proceeding* in the United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”) under chapter 15 of title 11 of the United States Code, 11 U.S.C. §§ 101—1532 (the “**Bankruptcy Code**”), commencing cases ancillary to the Canadian Proceeding (the “**Chapter 15 Cases**”) and seeking recognition of the Canadian Proceeding as a “foreign main proceeding” and relief in aid thereof.

**PLEASE TAKE FURTHER NOTICE** that, on March \_\_, 2025, the Bankruptcy Court entered an order granting certain provisional relief under sections 105(a) and 1519 of the Bankruptcy Code (the “**Provisional Order**”). Pending the disposition of the Chapter 15 Petitions, the Provisional Order (i) stays execution against the Debtors’ assets in the United States and (ii) applies sections 362 and 365(e) of the Bankruptcy Code in these Chapter 15 Cases.

**PLEASE TAKE FURTHER NOTICE** that, on March 13, 2025, the Trustee filed the *Trustee’s Motion, Pursuant to Sections 105(a), 363, 1501, and 1521 of the Bankruptcy Code and Bankruptcy Rules 2002, 6004, and 9014, for Entry of an Order (I) Recognizing and Enforcing the Approval and Vesting Order; (II) Authorizing the Sale of All or Substantially All of the Debtors’ Assets Free and Clear of Any and All Liens, Claims, Encumbrances, and Other Interests; and (III) Granting Related Relief* [Docket No. 10] (the “**Sale Motion**”) with the Bankruptcy Court, seeking entry of an order (i) recognizing and enforcing the Approval and Vesting Order entered by the B.C. Court, authorizing the sale and transfer (the “**Sale**”) by the Trustee of the Debtors’ right, title, and interest in substantially all of the Debtors’ assets, as set forth in that certain *Asset Purchase Agreement* between the Trustee and Recruiter.com Ventures Inc., dated February 25, 2025 (the “**APA**”), free and clear of all claims, liabilities, and encumbrances, except as set forth in the APA; (ii) authorizing the Sale, pursuant to section 363 of the Bankruptcy Code, free and clear of all liens, claims, and encumbrances, except as otherwise provided in the APA; and (iii) granting certain related relief.

**PLEASE TAKE FURTHER NOTICE** that a hearing has been scheduled for **April 10, 2025, at 3:30 p.m. (ET)** before the Honorable Laurie Selber Silverstein at the United States Bankruptcy Court for the District of Delaware, 824 North Market Street, 6th Floor, Courtroom No. 2, Wilmington, Delaware 19801, to consider the Chapter 15 Petitions and the Sale Motion, and any objections or responses thereto (the “**Hearing**”).

<sup>1</sup> The last four digits of the United States Tax Identification Number, or similar foreign identification number, as applicable, for each Debtor follow in parentheses: Bench Accounting, Inc. (3574) and 10Sheet Services Inc. (3476). The Trustee’s head office is located at 220 Bay Street, Suite 1300, PO Box 20, Toronto, Ontario, M5J 2W4, Canada.

**PLEASE TAKE FURTHER NOTICE** that objections or responses, if any, to the Chapter 15 Petitions or the Sale Motion must be made pursuant to the Bankruptcy Code, the Local Rules of the United States Bankruptcy Court for the District of Delaware, and Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), in writing and setting forth the basis therefore. Such an objection must be filed with the Office of the Clerk of the Court, 824 Market Street, Third Floor, Wilmington, Delaware 19801, and served upon the following parties so as to be received by **April 3, 2025, at 4:00 p.m. (ET)**: (i) counsel for the Trustee, Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 North King Street, Wilmington, Delaware 19801, Attention: Matthew B. Lunn, Esq. (mlunn@ycst.com) and Elizabeth S. Justison, Esq. (ejustison@ycst.com) and (ii) the Office of the United States Trustee for the District of Delaware, 844 North King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801, Attention: Malcolm M. Bates, Esq. (Malcolm.m.bates@usdoj.gov).

**PLEASE TAKE FURTHER NOTICE** that, if no response or objection is timely filed and served as provided above, the Bankruptcy Court may grant the recognition and relief requested in the Chapter 15 Petitions and the Sale Motion without further notice or hearing.

**PLEASE TAKE FURTHER NOTICE** that the Hearing may be adjourned from time to time without further notice other than an announcement in open court at the Hearing of the adjourned date or dates or any further adjourned hearing.

**PLEASE TAKE FURTHER NOTICE** that no time period or place for the filing of proofs of claim has been established in the Canadian Proceeding. When a deadline is set, creditors will be given notice of the same and information on where to file claims and the procedure for filing claims.

Copies of the Chapter 15 Petitions, the Sale Motion, and other filings in these Chapter 15 Cases are presently available (1) on the Bankruptcy Court’s Electronic Case Filing System, which can be accessed from the Bankruptcy Court’s website at <https://ecf.deb.uscourts.gov> (a PACER login and a password are required to retrieve a document), (2) from the Trustee through its website at <https://www.ksvadvisory.com/insolvency-cases/case/bench> and/or (3) upon request to the Trustee’s counsel at: Young Conaway Stargatt & Taylor, LLP, 1000 North King Street, Wilmington, Delaware 19801, Attn: Beth Olivere, Telephone: (302) 571-6600, Email: bolivere@ycst.com.

Dated: March \_\_, 2025  
Wilmington, Delaware

**YOUNG CONAWAY STARGATT & TAYLOR,  
LLP**

/s/

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