

CANADA
Province of Quebec
District of Québec
Division No.: 01-Montréal
Court No.: 500-11-055853-192
Estate No.: 41-2462925

SUPERIOR COURT
(Commercial Division)
Bankruptcy and Insolvency Act

IN THE MATTER OF THE NOTICE OF
INTENTION TO MAKE A PROPOSAL OF:

**8738971 CANADA INC. (DBA PAZAZZ
PRINTING INC. / IMPRIMERIE PAZAZZ INC.)**

legal person duly incorporated under the laws of
Canada, having its registered office at 5584
Chemin de la Côte-de-Liesse, Montreal, QC H4P
1A9

Petitioner / Debtor

-and-

RICHTER ADVISORY GROUP INC.

Proposal Trustee

**FIRST REPORT OF THE TRUSTEE
ON THE STATE OF PETITIONER'S BUSINESS AND FINANCIAL AFFAIRS**

Richter Advisory Group Inc. ("**Richter**" or the "**Proposal Trustee**"), in its capacity as trustee with respect to the Notice of Intention to Make a Proposal ("**NOI**") filed by 8738971 Canada Inc., doing business as Pazazz Printing Inc. / Imprimerie Pazazz Inc. (the "**Debtor**" or the "**Company**"), an insolvent person, does hereby report to the Court the following:

INTRODUCTION

1. On January 14, 2019, the Debtor filed the NOI in accordance with Section 50.4(1) of the *Bankruptcy and Insolvency Act*, R.S. C. 1985, c. B.-3, as amended (the "**BIA**"), and Richter was appointed as Proposal Trustee under the NOI. A copy of the Certificate of Filing issued by the Superintendent of Bankruptcy is annexed hereto as **Exhibit "A"**.
2. On January 18, 2019, documents were sent by regular mail to all creditors of the Debtor, as identified by it, which included a copy of the Debtor's NOI, as annexed hereto as **Exhibit "B"**.

3. On January 23, 2019, the Debtor filed with the Official Receiver a Statement of Projected Cash Flow ("**Projections**") together with his report pursuant to Section 50.4(2)(c) of the Act, covering the period from January 14, 2019 to February 15, 2019, which included the major assumptions used in the preparation of the Projections. Concurrently therewith, the Proposal Trustee filed its Report on the reasonableness of the Projections in accordance with Section 50.4(2)(b) of the Act, all of which is annexed hereto as **Exhibit "C"**.
4. On January 24, 2019 the Debtor filed a motion entitled *Motion for the Authorization and Approval of Interim Financing, Certain Charges, A Sale and Solicitation Process and Other Relief* (the "**DIP, SSP and Extension Motion**"). The DIP, SSP and Extension Motion has been scheduled for hearing on January 29, 2019.
5. In order to monitor the affairs and finances of the Debtor, the Proposal Trustee has been provided with access to the books, records and other important documents of the Debtor.

PURPOSE OF THIS REPORT

6. The purpose of this First Report is to provide this Court with information pertaining to:
 - a) A concise summary regarding the background and operations of the Debtor, its creditors and recent efforts undertaken to stabilize the Debtor's business operations;
 - b) The DIP Financing;
 - c) The Administration Charge;
 - d) The Sale and Solicitation Process;
 - e) The Debtor's statement of projected cash flow for the period from January 14, 2019 to February 15, 2019;
 - f) The Debtor's request for an extension of the statutory delay to file a proposal (the "**Proposal Period**") to March 13, 2019; and
 - g) The Proposal Trustee's recommendations that this Court make orders, as requested by the Debtor:
 - Approving the DIP charge;
 - Approving the Administration Charge;
 - Approving the Sale and Solicitation Process; and
 - Approving the extension of the Proposal Period to March 13, 2019.

TERMS OF REFERENCE

7. Unless otherwise noted, all monetary amounts contained in this First Report herein are expressed in Canadian dollars.
8. In preparing this First Report, the Proposal Trustee has relied upon certain unaudited financial information prepared by the Debtor's representatives, the Debtor's books and records, and discussions with the Debtor's representatives and legal counsel (the "**Information**").
9. Except as otherwise described in this First Report, the Proposal Trustee has not audited, reviewed or otherwise attempted to verify the accuracy or completeness of the Information in a manner that would wholly or partially comply with Generally Accepted Assurance Standards ("**GAAS**") pursuant to the Chartered Professional Accountant of Canada Handbook and, as such, the Proposal Trustee expresses no opinion or other form of assurance contemplated under GAAS in respect of the Information.
10. Future oriented financial information relied upon in this First Report is based on the Debtor's representatives' assumptions regarding future events; actual results achieved may vary from the Information presented even if the hypothetical assumptions occur and these variations may be material. Accordingly, the Proposal Trustee expresses no assurance as to whether projections will be achieved.

GENERAL BACKGROUND INFORMATION OF THE DEBTOR

11. The Company provides printing solutions and distribution of all visual and printed communications for commercial, industrial, and retail applications including packaging, signage and large format printing as well as graphic design, direct marketing, fulfillment and logistics services. The Company's customers are located primarily in Quebec, Ontario and the USA.
12. The Company operates in Montreal in leased premises from a third party.
13. At the time of the filing, the Debtor had approximately 50 full-time employees. Employee wages and remittance of deductions at source were current at the time of the filing.
14. The Debtor reported a net loss before taxes of approximately \$0.6 million for the year ended March 31, 2018 and \$0.8 million for the eight months ended November 30, 2018. The Debtor has attributed its significant operating losses to a multitude of factors including:
 - a) Overall reduced demand for print advertising and mailing and the loss of certain key contracts;
and

- b) Fixed overhead that is not aligned with current revenue levels, in particular, the leased head office/production facility that is too large and too expensive and certain expensive and unnecessary equipment leases.
15. Notwithstanding the Debtor's attempts to implement certain cost-reduction measures in the past twelve (12) months, the losses continued, and the financial situation deteriorated rendering the Company insolvent.
16. As a result of the financial difficulties the Debtor's secured lender, on January 9, 2019, the Toronto Dominion Bank ("**TD Bank**"), issued a notice pursuant to Section 244 of the BIA to enforce its security.
17. It was subsequently determined by the Debtor that due to the current financial situation, the best course of action would be to file the NOI in an attempt to restructure the business and file a proposal to its creditors.
18. The Debtor's assets consist primarily of accounts receivable with a gross book value of approximately \$1.3 million, as well as inventory (mainly raw materials) and various fixed assets with a net book value of approximately \$0.4 million and \$1.4 million respectively at the time of the filing.

THE DEBTOR'S CREDITORS

19. At the time of the filing of the NOI, the Debtor's books and records reflected the following amounts due to its creditors:
- a) Secured Creditors:
- The TD Bank - \$0.9 million. Subject to a full security review to be performed, the Proposal Trustee is informed that TD has registered a first ranking charge on all of the Debtor's assets, except for the existing equipment under capital leases;
 - Parties who have published ownership retention interests with respect to equipment.
- b) Unsecured Creditors:
- The Debtor's books and records reflect an amount of approximately \$2.4 million consisting of the following:
 - Trade creditors: approximately \$2 million;
 - Related party: approximately \$0.3 million;
 - Employees: approximately \$0.1 million in respect of accrued vacation pay.

OBJECTIVES OF THE DEBTOR'S NOI PROCEEDINGS AND EFFORTS TO STABILIZE THE BUSINESS OPERATIONS

20. As noted above, as a result of a number of factors, the Debtor has suffered significant losses in the past two years and has overhead costs that greatly exceed the production levels required by the Company. In the circumstances, the Debtor has determined that it is in the best interests of all stakeholders for the Debtor to commence this NOI process as well as the SSP (as defined below) to determine if the business can continue on a going-concern basis or if it will be liquidated for the benefit of its stakeholders.
21. Since the filing of the NOI, the Debtor, has been focused on a number of areas to stabilize the business and preserve its going concern value.
22. These efforts include, but are not limited to:
 - a) Communications and making arrangements with major suppliers to ensure continued supply of product to enable the Company to fulfill existing and future orders;
 - b) Communications with the Company's employees to explain the process and to ensure their full cooperation during the filing period; and
 - c) Seeking additional funding through the DIP financing to permit the Company sufficient time to run a going concern sale process.

DIP FINANCING

23. While the TD Bank is willing to provide ongoing funding pursuant to the existing credit facility (with certain modifications), the short-term cash flows of the Debtor (as summarized below) demonstrate a need for additional financing. As a result, the Debtor has signed a commitment letter with one of its minority shareholders JGALA Holdings Inc. / Placements JGALA Inc. (the "**Interim Lender**") to provide additional funding to the Debtor subject to various terms and conditions, including:
 - a) A maximum facility amount of \$600,000;
 - b) Interest at the rate of 18% per annum;
 - c) A facility fee of \$10,000; and
 - d) A charge on the assets of the Debtor which will rank after the TD Bank and the Administration Charge (as described below).
24. The commitment letter contains various standard terms and conditions relating to repayment, reporting requirements, covenants and terms of default. The repayment clause sets a repayment

date of March 15, 2019 by which all advances from the Interim Lender must be repaid unless a later date is agreed to by the Interim Lender.

ADMINISTRATION CHARGE

25. The DIP, SSP and Extension Motion calls for an Administration Charge in the amount of \$100,000 to secure the post-filing professional fees of the Proposal Trustee, the Proposal Trustee's counsel, and counsel for the Debtor. The Trustee and Debtor's counsel have each received a pre-filing retainer of \$25,000 which will be applied to the final outstanding invoices.
26. The Administration Charge will rank after the security of the TD Bank and prior to the DIP financing charge.

SALE AND SOLICITATION PROCESS

27. The Company with the assistance of the Proposal Trustee will commence a sale and solicitation process (the "SSP") to sell the Company or its assets with the intention of continuing the business on a going-concern basis, if possible. The following is a brief timeline that is expected to govern the SSP, assuming approval by the Court:
 - a) **February 1, 2019:** Issuance of a teaser document to potential interested parties including strategic buyers, financial investors and liquidators;
 - b) **February 1, 2019:** Opening of a digital data room (to be maintained by the Proposal Trustee) which will contain the relevant necessary information to enable interested parties to evaluate all aspects of the Company's business including financial statements, sales by customer (with certain confidential information removed), details of existing receivables, inventory and equipment, copies of leases, as well as the terms and conditions of sale;
 - c) **February 2 to February 24, 2019:** Due diligence period for interested parties. All parties who wish to gain access to the data room will be required to first sign a non-disclosure agreement;
 - d) **February 25, 2019:** The deadline to submit offers to the Proposal Trustee will be Monday February 25, 2019 at noon Montreal time. The offers will be opened by the Proposal Trustee immediately thereafter;
 - e) **February 27, 2019:** The deadline for offers to be accepted or rejected will be Wednesday February 27, 2019 at 5:00 PM Montreal time.
 - f) **March 1, 2019:** Selection and execution of a definitive agreement (or agreements) based on the offers received through the SSP;

g) **March 8, 2019**: Approval by the Court and closing of the contemplated transaction.

The above noted timeline is subject to change by the Debtor with the approval of the Proposal Trustee.

THE DEBTOR'S CASH FLOW FORECAST

28. As noted above and annexed as Exhibit C are the Projections of the Debtor which cover the first thirty-two days following the filing of the NOI.
29. In support of the extension sought, the Debtor has prepared a statement of projected cash flow (**Exhibit "D"**) covering the period January 21, 2019 through March 15, 2019 which we summarize as follows:

8738971 Canada Inc.	
Statement of Projected Cash Flow	
For the period January 21 to March 15, 2019	
(\$000's)	Total
<u>Projected Cash Receipts</u>	
Total projected cash receipts	\$ 1,093
<u>Projected Cash Disbursements</u>	
Material & subcontractor costs	557
Payroll (including benefits) and expenses	542
Rent & utilities	210
General expenses and other	169
Supplier deposits	20
Interest	16
Sales taxes	63
Professional fees	165
Total projected cash disbursements	1,741
DIP lender - advance	499
Net cash flow	(150)
Opening bank indebtedness	(750)
Ending bank indebtedness	\$ (900)
Projected DIP loan	(499)
Total projected loan position	\$ (1,399)

30. The statement of projected cash flow was prepared on the basis of continuing operations and takes into account the Interim Financing.

REQUEST TO EXTEND THE PROPOSAL PERIOD TO MARCH 13, 2019

31. The Debtor is requesting the extension of the Proposal Period to March 13, 2019 (the "Extension").
32. The Proposal Trustee supports the Debtor's request for the Extension for the following reasons:
 - a) The Debtor requires this time to proceed with the implementation of the SSP;
 - b) the Debtor is acting in good faith and with due diligence in taking steps to maximize the value of its assets for the benefit of its creditors;
 - c) it is the Proposal Trustee's view that the Extension will not prejudice or adversely affect any group of creditors; and
 - d) the TD Bank has been advised of the Extension and does not oppose the Extension sought herein.
33. While it is too early to determine whether a viable proposal will be presented by the Debtor to its creditors, in the Proposal Trustee's view, the Debtor's request for the Extension is appropriate in the circumstances.

CONCLUSION AND RECOMMENDATION

34. Based on all of the forgoing, the Proposal Trustee respectfully recommends that this Honourable Court grant the relief sought in the DIP, SSP and Extension Motion, as summarized in paragraph 6(g) of this First Report.

Respectfully submitted at Montreal, this 25th day of January 2019.

Richter Advisory Group Inc.
Licensed Insolvency Trustee



Andrew Adessky, CPA, CA, MBA, CIRP, LIT

Exhibit A



Industry Canada
Office of the Superintendent
of Bankruptcy Canada

Industrie Canada
Bureau du surintendant
des faillites Canada

District of Québec
Division No. 01 - Montreal
Court No. 500-11-055853-192
Estate No. 41-2462925

In the Matter of the Notice of Intention to make a
proposal of:

8738971 Canada Inc.
Insolvent Person

**RICHTER ADVISORY GROUP INC / RICHTER GROUPE
CONSEIL INC.**
Licensed Insolvency Trustee

Date of the Notice of Intention: January 14, 2019

CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL
Subsection 50.4 (1)

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforementioned insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the *Bankruptcy and Insolvency Act*.

Pursuant to subsection 69(1) of the Act, all proceedings against the aforementioned insolvent person are stayed as of the date of filing of the Notice of Intention.

Date: January 14, 2019, 15:38

E-File/Dépôt Electronique

Official Receiver

Sun Life Building, 1155 Metcalfe Street, Suite 950, Montréal, Québec, Canada, H3B2V6, (877)376-9902

Canada

Exhibit B

CANADA
Province of Quebec
District of: Quebec
Division No. 01-Montréal
Court No. 500-11-055853-192
Estate No. 41-2462925

SUPERIOR COURT
(Commercial Division)
In Bankruptcy and Insolvency

**Affidavit of Mailing
Notice to Creditors of Intention to Make a Proposal**

**In the matter of the Notice of Intention to Make a Proposal
8738971 Canada Inc.
of the City of Montreal
in the Province of Quebec**

I, the undersigned, of the Trustee's office of Richter Advisory Group Inc., 1981 McGill College, Montréal, QC H3A 0G6, a licensed trustee, hereby make oath (or solemnly affirm) and say:

1. That on January 18, 2019 I did cause to be sent by prepaid ordinary mail to all the known creditors of the Debtor and the officer of the insolvent person, whose names and addresses appear on the paper writing marked "**Creditor Mailing List**" annexed hereto, and to all parties whose names and addresses appear on the paper writing marked "**Supplementary Mailing List**" and "**Supplementary Mailing List - Employees**" a copy of the following documents:

- Notice to Creditors of Intention to Make a Proposal
 - o Form 33 – Notice of Intention to Make a Proposal
 - o List of creditors
 - o Trustee Proposal Consent
 - o Certificate of Filing of a Notice of Intention to Make a Proposal

true copies of which are attached to this affidavit;

2. That at that same date, I did cause to be sent by email to all parties whose names and e-mail addresses appear on the paper writing marked "**Supplementary Mailing List by E-Mail**" a copy of the Form 01.1 and a copy of the above-mentioned documents, true copies of which are attached to this affidavit; and

3. That at that same date, I did cause to be e-filed with the Office of the Superintendent of Bankruptcy a copy of Notice to Creditors of Intention to Make a Proposal, copy of which e-filing confirmation is attached to this affidavit.

Dated at Montréal in the Province of Québec, this 18th day of January 2019.

Richter Advisory Group Inc.
Trustee acting *in re* the Proposal of
8738971 Canada Inc.

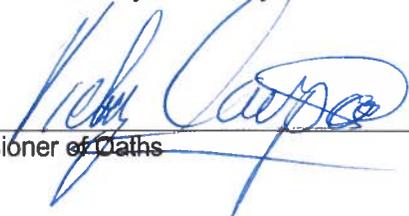
SWORN (or SOLEMNLY DECLARED) before
me in the City of Montréal in the Province of
Quebec, this 18th day of January 2019.



Ken Le



Commissioner of Oaths



- Creditor Mailing List -

In the matter of the Notice of Intention to Make a Proposal
8738971 Canada Inc.
of the City of Montreal
in the Province of Quebec

Creditor Type	Name	Attention	Address
Director	Warren Werbitt		5140 av. Notre-Dame-de-Grace MONTREAL QC H4A 1K3
Court	Cour Supérieure - Montréal	Ministre des Finances	Palais de justice de Montréal, 1, rue Notre-Dame E., bur. 1.140 Montréal QC H2Y 1B6
Secured	THE TORONTO-DOMINION BANK		1350 BOUL RENE-LEVESQUE O., 7TH FLOOR MONTREAL QC H3G 1T4
Unsecured	ACORR (3014703 CANADA INC.)		1875 52ND AVENUE LACHINE QC H8T 2Y1
	ACTEGA CANADA INC.		P.O. BOX 15601, STATION A TORONTO ON M5W 1C1
	ADMACO BUSINESS MACHINES LTD.		5525 RUE PARE VILLE MONT ROYAL QC H4P 1P7
	AGFA INC.		P.O. BOX 4272, POSTAL STATION A TORONTO ON M5W 5V5
	ALL GRAPHIC SUPPLIES & SIGNMAKING SYSTEMS		55 DE LA POINTE LANGLOIS LAVAL QC H7L 3J4
	ALL PRO INDUSTRIAL PRODUCTS INC		2556 MEADOWPINE BLV MISSISSAUGA ON L5N 6P9
	ALLEN ETCOVITCH M. PS.		407-5757 CAVENDISH BOULEVARD COTE SAINT LUC QC H4W 2W8
	ALPHAGRAPHICS		2500 NORTH COYOTE DRIVE, SUITE 110 TUCSON AZ 85745 USA
	ARIVA		P.O BOX 9798, POSTAL STATION A TORONTO ON M5W 1R6
	ASIA PULP & PAPER (CANADA) LTD.		1820, 46TH AVENUE LACHINE QC H8T 2P2
	ASL PRINT FX		1 ROYAL GATE BLVD., UNIT A VAUGHAN ON L4L 8Z7
	AVANTI COMPUTER SYSTEMS		600-251 CONSUMERS ROAD TORONTO ON M2J 4R3
	AVERY WEIGH-TRONIX		6429 ABRAMS ST. ST-LAURENT QC H4S 1X9
	AVIZZIO		172 SONG MEADOWAY TORONTO ON M2H 2T7
	BEL-FAST INC.		2340, 23RD AVENUE LACHINE QC H8T 0A3
	BELL MOBILITY		C.P. 11095, SUCC. CENTRE-VILLE MONTREAL QC H3C 5E7
	BELL TV		C.P. 11465, STATION CENTRE VILLE MONTREAL QC H3C 5M4
	BOITES 2000		8050 JARRY EST ANJOU QC H1J 1H5
	BRAND ID		5369 EARNSCLIFFE AVENUE MONTREAL QC H3X 2P8

- Creditor Mailing List -

In the matter of the Notice of Intention to Make a Proposal
8738971 Canada Inc.
of the City of Montreal
in the Province of Quebec

Creditor Type	Name	Attention	Address
Unsecured	BUSREL		4753, BOUL. DES GRANDES-PRAIRIES SAINT-LEONARD QC H1R 1A5
	CANSEW		111 CHABEL W MONTREAL QC H2N 1C9
	CARINE JOBART		5936 IER AVENUE MONTREAL QC H1Y 3A6
	CASBO PLEXIGLASS INC.		8100, BLAISE PASCAL MONTREAL QC H1E 2S7
	CASUH ENTERPRISES		200-2113 SAINT-REGIS D.D.O. QC H9B 2M9
	CENTRE DE FINITION IMPRESSION D'OR		2577 BOULEVARD LE CORBUSIER LAVAL QC H7S 2E8
	CHOUINARD BUSINESS FORMS		11915 BELLEVOIS MONTREAL NORD QC H1H 3G2
	CINTAS CANADA LIMITEE		CASE POSTALE 4372 STATION A TORONTO ON M5W 0J2
	COBALT		5656 BOUL. THIMENS ST-LAURENT QC H4R 2K9
	COLE INTERNATIONAL INC.		201-670 ORLY AVE. MONTREAL QC H9P 1E9
	COLLECTION GOTY		430 RUE DE L'AMIANTE ASBESTOS QC J1T 4S3
	COMPRESSEURS ADEC LTEE.		1961 BOUL. DES LAURENTIDES LAVAL QC H7M 2R2
	CORPAP		P.O. BOX 31415 TAUNTON SALEM 1971 SALEM ROAD NORTH AJAX ON L1T 0J0
	CREATIONS EXECUTIVE INC.		3955 DE COURTRAI MONTREAL QC H3S 1B8
	CROWN CHARIOTS ELEVATEURS - MON		3430 RUE GRIFFITH MONTREAL QC H4T 1A7
	CUTTING EDGE PAPER LTD.		820 GANA COURT MISSISSAUGA ON L5S 1N9
	DECOUPAGE BM INC		932 BERLIER LAVAL QC H7L 4K5
	DELL POWER EDGE SERVER		PO BOX 8751 STATION A TORONTO ON M5W 3C2
	DIRECT EXPRESS		4196 AUBERT LAVAL QC H7R 4V4
	DISCOVER IMAGINE		573-1404 BOUL LECORBUSIER LAVAL QC H7S2N3
	DLL FINANCIAL SOLUTIONS PARTNER		3450 SUPERIOR COURT, UNIT 1 OAKVILLE ON L6L 0C4
	ECOLAB		P.O. BOX 11728 SUCC. CENTRE-VILLE MONTREAL QC H3C 6P7
	EDICIBLE LTEE.		2825 BRABANT-MARINEAU SAINT-LAURENT QC H4S 1R8
	EMBALLAGE KUSH-PACK INC.		5757 THIMENS ST. LAURENT QC H4R 2H6
	EMPLOYEES		

- Creditor Mailing List -

In the matter of the Notice of Intention to Make a Proposal
8738971 Canada Inc.
of the City of Montreal
in the Province of Quebec

Creditor Type	Name	Attention	Address
Unsecured	ENERGIR S.E.C.		C.P. 6115, SUCC. CENTRE-VILLE MONTREAL QC H3C 4N7
	ENVIRO CONNEXIONS		4141 BOUL. GRANDE ALLEE BOISBRIAND QC J7H 1M7
	ESKO-GRAPHICS INC.		33066 COLLECTION CENTER DR. CHICAGO IL 60693-0330 USA
	EXPAND A SIGN CANADA		1-19122 27 AVENUE SURREY BC V3S 5T1
	FAB-EXPERT INC.		2401 - 46TH AVENUE LACHINE QC H8T 3C9
	FEDERAL EXPRESS		P.O. BOX 4626, STATION A TORONTO ON M5W 5B4
	FEDEX FREIGHT		PO BOX 4232 POSTAL STATION A TORONTO ON M5W 5P4
	FINESTRA PLUS		1090 CHEMIN DE LA MONTAGNE ORFORD QC J1X 6X9
	FINITION SELECT INC.		9248 BOUL. VIAU SAINT-LEONARD QC H1R 2V8
	FINNCRAFT DESIGN		7661 CORDNER LASALLE QC H8N 2X2
	FISHER TEXTILES		139 BUSINESS PARK DRIVE, P.O. BOX 307 INDIAN TRAIL NC 28079-0307 USA
	FLASH GRAFIX		210-2600 WILLIAM-TREMBLAY MONTREAL QC H1Y 3J2
	FLEXCON		1020 LORIMAR DRIVE MISSISSAUGA ON L5S 1R8
	FOURNITURES DE BUREAU DENIS		2990 BOUL. LE CORBUSIER LAVAL QC H7L 3M2
	FUJIFILM CANADA INC.		600 SUFFOLK COURT MISSISSAUGA ON L5R 4G4
	GBC CANADA INC.		PO BOX 57341, STATION A TORONTO ON M5W 5M5
	GESTION D'ACTIFS GLADU INC.		CP 40063, SUCC. CENTRE-VILLE MONTREAL QC H3C 0K1
	GESTION PROEXCELLENCE INC.		40 RUE DE MEY LORRAINE QC J6Z 3T8
	GOLDSTAR INC.		12121 SCRIPPS SUMMIT DR SAN DIEGO CA 92131-4609 USA
	GRAFIX ELECTROTECHNIQUE INC.		106-115 GASTON-DUMOULIN BLAINVILLE QC J7C 6B4
	GRAND VALLEY-DIRECT INC.		1261 BALMORAL ROAD CAMBRIDGE ON N1T 1C4
	GRAPHIC COMMUNICATION		270 VANASSE LAVAL QC H7X 3L9
	GRAPHIC FINISHERS INC.		4860 FISHER SAINT-LAURENT QC H4T 1J5
	GROUPE MONTECH INC.		6250 BOUL. DES GRANDES PRAIRIES ST. LEONARD QC H1P 1A2
	GROUPE POLYALTO		4105 HICKMORE ST LAURENT QC H4T 1S5

- Creditor Mailing List -

In the matter of the Notice of Intention to Make a Proposal
8738971 Canada Inc.
of the City of Montreal
in the Province of Quebec

Creditor Type	Name	Attention	Address
Unsecured	GROUPE SÉCURITÉ COMMERCIALE S.A. INC.		4361 BOUL. DAGENAIS OUEST LAVAL QC H7R 1L3
	HAZEN PAPER COMPANY		240 SOUTH WATER ST, PO BOX 189 HOLYOKE MA 01041 USA
	HYDRO QUEBEC		C.P. 11022 SUCC. CENTRE VILLE MONTREAL QC H3C 4V6
	I3A INC.		275 DE GASCOGNE BOUCHERVILLE QC J4B 7V4
	ICS COURIER		300 TALBOT ST W AYLMER ON N5H 1K2
	IMAGE INSTALLERS		PO BOX 133 STN BROOKLIN WHITBY ON L1M 1B1
	IMPACT MARKETING COMMUNICATIONS		328 FLEET MONTREAL QC H9W 2K7
	JACK BLACK DATA		2670 BOUL. PITFIELD ST. LAURENT QC H4S 1G9
	KARTAGO SERVICES INC		1-8475 BOUL DECARIE MONTREAL QC H4P 2J2
	KBR GRAPHICS LTD		4145 AUTOROUTE DES LAURENTIDES LAVAL QC H7L 5W5
	LANREFCO INC.		3608 BOUL. POIRIER ST- LAURENT QC H4R 2J5
	LE COMMUNICATEUR		7521 AVENUE M-B JODOIN ANJOU QC H1J 2H9
	LE GEANT		12951 COTE DES BOUCHARDS MIRABEL QC J7N 2B4
	LES EMBALLAGES ANIPAK LTEE		108, RUE BOMBARDIER CHATEAUGUAY QC J6J 4Z2
	LES ENTERPRISES MIP INC.		1314 MOORECREST MASCOCHE QC J7L 1C2
	LITHO QUEBEC JGB INC.		545 AVE DELMAR POINTE-CLAIRE QC H9R 4A7
	LUMCO		950 VALOIS, SUITE 124 VAUDREUIL-DORION QC J7V 8P2
	MADOVAR PACKAGING INC.		5555 RUE PARE MONT-ROYAL QC H4P 1P7
	MAIN ST. GROUP INC.		640 MAIN STREET WOODSTOCK ON N4S 8Y5
	MAJOR BOX INC.		8325 MARCONI ANJOU QC H1J 2W4
	MANTORIA INC.		4492 RUE STE-CATHERINE OUEST WESTMOUNT QC H3Z 1R7
	MATCO INC.		8114B TRANSCANADA HIGHWAY SAINT-LAURENT QC H4S 1M5
	MATRICES MONTREAL DIES INC.		3145 RUE HALPERN ST-LAURENT QC H4S 1P5
	MITCHEL-LINCOLN PACKAGING LTD.		3737 THIMENS BLVD. ST.LAURENT QC H4R 1V1
	MOORE CANADA CORP.		DEPT 400011, P.O. BOX 4375, STATION A TORONTO ON M5W 0J3

- Creditor Mailing List -

In the matter of the Notice of Intention to Make a Proposal
8738971 Canada Inc.
of the City of Montreal
in the Province of Quebec

Creditor Type	Name	Attention	Address
Unsecured	NATIONAL LEASING GROUP INC.		200-1430 HOCQUART SAINT-BRUNO DE MONTARVILLE QC J3V 6E1
	ND GRAPHICS INC.		103-9125 PASCAL GAGNON ST. LEONARD QC H1P 1Z4
	NICHOLAS COFFEY		185 ROSEDALE AVE BEACONSFIELD QC H9W 2H9
	OLYMBEC DEVELOPMENT INC.		333 DECARIE, 5TH FLOOR ST LAURENT QC H4N 3M9
	PDI GROUPE		18103 ROUTE TRANSCANADIENNE KIRKLAND QC H9J 3Z4
	PEOPLE IN BIZ CORP.		2800 14TH AVE SUITE 7 MARKHAM ON L3R 0E4
	PHOTO GRAPHIQUE M.F. INC.		5134 DE LA GARE MONTREAL - NORD QC H1G 2C1
	PIEDMONT PLASTICS INC T46280		PO BOX 99265, STN A TORONTO ON M5W 0J6
	PIETRO PERSECHINO INC.		729 RUE DU PARC S-LIN-LAURENTIDES QC J5M 3A2
	PITNEYWORKS		PO BOX 280 ORANGEVILLE ON L9W 2Z7
	PLASTIRALE LAVAL INC.		3187 BOUL. INDUSTRIEL CHOMEDEY QC H7L 4P8
	PLASTIRALE SERVICE INC.		1600 RUE CUNARD LAVAL QC H7S 2B2
	POLBEC ELECTRIQUE		7 LANCASTER DOLLARD DES ORMEAUX QC H9B 1K1
	POLYROL PAPER TUBES INC.		111 RUE BELANGER CHATEAUGUAY QC J6J 4Z2
	PRINTRONIC INC.		1490 RUE DES ALOUETTES ST-BRUNO DE MONTARVILLE QC J3V 6E4
	PRODUITS GRAPHIQUES PRESTIGE		121 WHITEHALL DRIVE MARKHAM ON L3R 9T1
	PROMAG DISPLAYCORR CANADA INC.		11150, AV. L.J. FORGET MONTREAL QC H1J 2K9
	PROMARK ADVERTISING LTD.		UNIT #1, 19122 - 27TH AVENUE SURREY BC V3S 5T1
	PSB BOISJOLI S.E.N.C.R.L. - LLP		400-3333 BOUL. GRAHAM MONTREAL QC H3R 3L5
	PUROLATOR INC.		31 ADELAIDE STREET E., P.O. BOX 7006 TORONTO ON M5C 3R2
	QUIKX TRANSPORTATION		6767 DAVAND DRIVE MISSISSAUGA ON L5T 2T2
	R & L LAMINATION GRAPHIQUE INC.		8555 PASCAL-GAGNON ST-LEONARD QC H1P 1Y5
	RELEVANT DATA SOLUTIONS INC.		13A-56 PENNSYLVANIA AVE. VAUGHAN ON L4K 3V9
	RELIURE B.B.F.		1104 BERLIER LAVAL QC H7L 3R9

- Creditor Mailing List -

In the matter of the Notice of Intention to Make a Proposal
8738971 Canada Inc.
of the City of Montreal
in the Province of Quebec

Creditor Type	Name	Attention	Address
Unsecured	RM MACHINERY		212 N. VIRGINA AVE. CARNEYS POINT NJ 08069 USA
	ROBERT W. BOSWELL GRAPHICS LTD.		3375 NORTH SERVICE RD., UNITS B2 & B3 BURLINGTON ON L7N 3G2
	RONA INC.		CP 1002 BOUCHERVILLE QC J4B 7H8
	ROULEAUX GRAPHIC (QUE.) LTEE.		9475 RUE DE TOULON ST-LEONARD QC H1R 2J3
	S3R INC.		229-43 BOUL. SAMSON LAVAL QC H7X 3R8
	SEAMONT BROKERAGE & TRANSPORT LTD.		2273 RUE LEGER LASALLE QC H8N 2V7
	SELECTCOM TELECOM		300-5167 JEAN TALON EST MONTREAL QC H1S 1K8
	SERVICES D'ENSEIGNES BELNA INC.		1528 AVENUE ALEXANDRE LE GRAND BOISBRIAND QC J7G 3C3
	SOS TECHNOLOGIES ACTION URGENCE		185 MERIZZI ST LAURENT QC H4T 1Y3
	SPECTOR AND CO.		5700 RUE KIERAN ST-LAURENT QC H4S 2B5
	SPICERS CANADA ULC		200 GALCAT DRIVE VAUGHAN ON L4L 0B9
	STRAPCO INC.		4944 BOUL. DECARIE CP314 MONTREAL QC H3X 3T6
	STUDIO GRAPHICS		3086 DE MINAC VILLE ST-LAURENT QC H4S 1N5
	SUN CHEMICAL LIMITED		P.O. BOX 11725 MONTREAL QC H3C 6P4
	SUPER LUSTRE GRAPHIQUE INC		8555 PASCAL-GAGNON ST-LEONARD QC H1P 1Y5
	SUPERIOR EVENTS GROUP INC.		430 NORFINCH DR NORTH YORK ON M3N 1Y4
	SUPRA - SUPRATECH.		960 RUE ANDRE-LINE GRANBY QC J2J 1E2
	TG GRAPHICS		670 DESLAURIERS ST-LAURENT QC H4N 1W5
	TI GROUP		115 THORNCLIFFE PARK DR. TORONTO ON M4H 1M1
	TKM CANADA INC		133 RUE MENARD ST-ALPHONSE-DE-GRANBY QC J0E 2A0
	TRAITEMENT POSTAL EXPRESS INC.		227-E, BOUL. BRUNSWICK POINTE-CLAIRE QC H9R 4X5
	TRANSCENDIA CANADA LTÉE.		160 BARR ST-LAURENT QC H4T 1Y4
	TRECK HALL WIDE FORMAT INC.		PO BOX 253 SCHOMBERG ON L0G 1T0
	TRELCO INC		1000 RUE CASCADES CHATEAUGUAY QC J6J 4Z2

- Creditor Mailing List -

In the matter of the Notice of Intention to Make a Proposal
8738971 Canada Inc.
of the City of Montreal
in the Province of Quebec

Creditor Type	Name	Attention	Address
Unsecured	TST OVERLAND EXPRESS		PO BOX 3030 STN A MISSISSAUGA ON L5A 3S3
	ULINE		P.O. BOX 3500, RPO STREETSVILLE MISSISSAUGA ON L5M 0S8
	ULTIMADISPLAYS CANADA		220 MARKLAND STREET, UNIT 1 MARKHAM ON L6C 1T6
	UNIFIRST - UNIF. PREMIER		8951 RUE SALLEY LASALLE QC H8R 2C8
	VERBEC		101 CALIXA-LAVALLEE VERCHERES QC J0L 2R0
	VERITIV CANADA INC.		BOX 11542-LBX:M2160 S:CTR MONTREAL QC H3C 5N7
	VIA COURRIER		203-5471 ROYALMOUNT MONTREAL QC H4P 1J3
	VIDEOTRON S.E.N.C.		CP 11078, SUCC CENTRE-VILLE MONTREAL QC H3C 5B7
	WERBCORP INC.		5140 AV. NOTRE-DAME-DE-GRACE MONTREAL QC H4A 1K3
	XEROX CANADA LTEE.		P.O. BOX 4539, STATION A TORONTO ON M5W 4P5
	X-RITE, INC.		62750 COLLECTION CENTER DRIVE CHICAGO IL 60693-0627 USA
	ZONE TECHNOLOGIE ELECTRONIQUE INC		9000 BOUL. INDUSTRIEL CHAMBLY QC J3L 4X3

**8738971 Canada Inc.
Supplementary Mailing List**

**AGENCE DU REVENU DU CANADA
CENTRE D'ARRIVAGE REGIONAL EN INSOLVABILITE
25, RUE DES FORGES, BUREAU 111
TROIS-RIVIERES QC G9A 2G4**

**HYDRO-QUÉBEC
C.P. 11022, SUCC. CENTRE-VILLE
MONTRÉAL QC H3C 4V6**

**CNESST
COMPLEXE DESJARDINS
5 BASILIAIRE 1 CENTRE, LOCAL A-12
CASE POSTALE 3, SUCC DESJARDINS
MONTRÉAL QC H5B 1H1**

**DUN & BRADSTREET DU CANADA LTÉE
930-393 RUE ST-JACQUES
MONTRÉAL QC H2Y 1N9**

**EDC-EXPORT DEVELOPMENT CANADA
151 O'CONNOR
OTTAWA ON K1A 1K3**

**ENERGIR
1717 RUE DU HAVRE
MONTRÉAL QC H2K 2X3**

**HYDRO-QUÉBEC
BUREAU DU RECOUVREMENT
1^{ER} ÉTAGE 140 CRÉMAZIE O.
MONTRÉAL QC H2P 1C3**

**REVENU QUÉBEC
DIRECTION PRINCIPALE DU
RECOUVREMENT DE MONTRÉAL
1600 RENÉ-LÉVESQUE O., 3^E ÉTAGE
SECTEUR R23-CPF
MONTRÉAL QC H3H 2V2**

8738971 Canada Inc.
Supplementary Mailing List

EULER HERMES
2810-1155 RENÉ-LÉVESQUE O
MONTRÉAL QC H3B 2L2

REVENU QUÉBEC
DIRECTION PRINCIPALE DU
RECouvreMENT DE LA CAPITALE-
NATIONALE
1265 BOUL CHAREST O., SECT. C65-61
QUÉBEC QC G1N 4V5

MERIDIAN ONECAP CREDIT CORP
1500-4710 KINGSWAY, METRO TOWER 1
BURNBAY, BC V5H 4M2

RCAP LEASING INC.
300-5575 NORTH SERVICE ROAD
BURLINGTON, ON L7L 6M1

OVALE FORD LINCOLN INC.
7100 RUE SAINT-JACQUES
MONTREAL, QC H4B 1V2

FORD CREDIT CANADA
17187 114 AVE NW
EDMONTON, AB T5S 2N5

XEROX CANADA LTD.
900-3400 DE MAISONNEUVE O.
MONTREAL, QC H3Z 3G1

LUCIANI INFINITI
4000 RUE JEAN-TALON O.
MONTREAL, QC, H4P 1V5

**8738971 Canada Inc.
Supplementary Mailing List**

**NISSAN CANADA FINANCE
5290 ORBITOR DRIVE
MISSISSAUGA, ON L4W 4Z5**

**A.M. FISH HOLDINGS LTD.
26 BRIARDALE ST
HAMPSTEAD, QC H3X 3N6**

**ACCORD FINANCIAL INC.
1510-3500 DE MAISONNEUVE BLVD W
MONTREAL, QC H3Z 3C1**

**H.W. HOLLINGER (CANADA) INC.
TOUR OUEST
2070-550 RUE SHERBROOKE O
MONTREAL, QC H3A 1B9**

**JGALA HOLDINGS INC.
3737 BOUL. THIMENS
MONTREAL, QC H4R 1V1**

**NATIONAL LEASING GROUP INC.
1525 BUFFALO PLACE
WINNIPEG, MB R3T 1L9**

**THE TORONTO-DOMINION BANK
c/o VINCENT SANTILLO
1350 BOUL RENE-LEVESQUE O., 7TH FLOOR
MONTREAL, QC H3G 1T4**

**THE TORONTO-DOMINION BANK
c/o CLIFFORD LINETSKY
1350 BOUL RENE-LEVESQUE O., 7TH FLOOR
MONTREAL, QC H3G 1T4**

RICHTER

CANADA
Province de Québec
District de : QC
No division : 01-Montréal
No cour : 500-11-055853-192
No dossier : 41-2462925

COUR SUPÉRIEURE
(Chambre commerciale)
Loi sur la faillite et l'insolvabilité

**Avis aux créanciers de l'intention de faire une proposition
(Paragraphe 50.4(6))**

**Dans l'affaire de l'avis d'intention de faire une proposition
8738971 Canada Inc.
de la ville de Montréal
dans la province de Québec**

Avis est par la présente donné que, le 14 janvier 2019, la débitrice susmentionnée a déposé un Avis de l'intention de faire une proposition en vertu de la *Loi sur la faillite et l'insolvabilité*, dont copie est ci-jointe.

Avis est de plus donné qu'en conformité avec l'article 69 de la *Loi sur la faillite et l'insolvabilité*, toute procédure engagée contre la débitrice est suspendue. En conséquence, aucun créancier n'a de recours contre la débitrice ou contre ses biens, ni ne peut intenter ou continuer une action, exécution ou autre procédure pour le recouvrement de sa réclamation.

Une liste des créanciers ayant des réclamations de 250 \$ ou plus et le montant de ces réclamations, reflétées aux livres ou connues de la débitrice, est annexée aux présentes. Cette liste ne constitue pas l'acceptation d'une réclamation ou de réclamations.

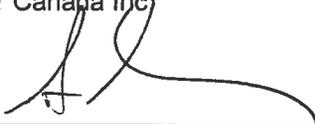
Lors du dépôt de la proposition envisagée, un **autre** avis sera envoyé aux créanciers comprenant :

- a) une copie de la proposition;
- b) les date, lieu et heure de la tenue de l'assemblée des créanciers visant à considérer la proposition;
- c) un état succinct des avoirs et obligations de la débitrice;
- d) les documents prescrits suivants à être complétés :
 - preuve de réclamation;
 - procuration;
 - formulaire de votation sur la proposition.

Si la débitrice n'est pas en mesure de déposer une proposition dans les délais prescrits, la faillite sera déclarée automatiquement, et le syndic convoquera immédiatement une assemblée des créanciers.

Fait à Montréal, province de Québec, le 18 janvier 2019.

Richter Groupe Conseil Inc.
Syndic autorisé en insolvabilité
Syndic agissant *in re* la proposition de
8738971 Canada Inc



Andrew Adessky, CPA. CA, CIRP, SAI

T. 514.934.3400 / 1.888.805.1793
F. 514.934.8603
reclamations@richter.ca

Richter Groupe Conseil Inc.
Richter Advisory Group Inc.
1981 McGill College
Montréal (QC) H3A 0G6 Montréal, Toronto

(English – Over)

RICHTER

CANADA
Province of Québec
District of: QC
Division No.: 01-Montréal
Court No.: 500-11-055853-192
Estate No.: 41-2462925

SUPERIOR COURT
(Commercial Division)
Bankruptcy and Insolvency Act

Notice to Creditors of Intention to Make a Proposal (Subsection 50.4(6))

In the matter of the Notice of Intention to Make a Proposal
8738971 Canada Inc.
of the City of Montreal
in the Province of Quebec

Notice is hereby given that, on January 14, 2019, the above-mentioned Debtor filed a Notice of Intention to Make a Proposal under the *Bankruptcy and Insolvency Act*, as per a copy attached hereto.

Notice is further given that in accordance with Section 69 of the *Bankruptcy and Insolvency Act*, all proceedings against the Debtor are hereby stayed. Accordingly, no creditor has any remedy against the Debtor or its assets, nor shall it commence or continue any action, execution, or other proceedings for the recovery of a claim.

A list of the creditors with claims amounting to \$250 or more and the amounts of their claims as known or shown by the Debtor's books is annexed hereto. The enclosure thereof does not constitute the acceptance of any claim or claims.

Upon the filing of the contemplated Proposal, a **further** notice shall be mailed to you providing you with the following:

- a) A copy of the Proposal;
- b) The date, time and place of a Meeting of Creditors to be held to consider the Proposal;
- c) A condensed statement of the assets and liabilities of the Debtor;
- d) The following prescribed forms, to be completed:
 - Proof of Claim;
 - Proxy;
 - Voting Letter on the Proposal.

Should the Debtor fail to file a Proposal within the prescribed delays, an automatic bankruptcy will ensue and the Trustee will forthwith convene a meeting of creditors.

Dated at Montréal, Province of Québec, January 18, 2019.

Richter Advisory Group Inc.
Licensed Insolvency Trustee
Trustee acting *in re* the proposal of
8738971 Canada Inc.



Andrew Adessky, CPA. CA, CIRP, LIT

T. 514.934.3400 / 1.888.805.1793
F. 514.934.8603
claims@richter.ca

Richter Groupe Consell Inc.
Richter Advisory Group Inc.
1981 McGill College
Montréal, QC H3A 0G6 Montréal, Toronto

(français - recto)

District de: Québec
No division: 01 - Montréal
No cour: 500-11-055853-192
No dossier: 41-2462925

- FORMULAIRE 33 -
Avis de l'intention de faire une proposition
(paragraphe 50.4(1) de la Loi)

Dans l'affaire de l'avis d'intention de faire une proposition
8738971 Canada Inc.
de la ville de Montréal
dans la province de Québec

Avis est donné de ce qui suit :

1. Je, 8738971 Canada Inc., personne insolvable signifie mon intention de faire une proposition à mes créanciers conformément au paragraphe 50.4(1) de la Loi.
2. Richter Advisory Group Inc/Richter Groupe Conseil inc de 1981 avenue McGill College, 11e étage, Montréal, QC, H3A 0G6, syndic autorisé, a accepté d'exercer les fonctions de syndic dans le cadre de la proposition. Une copie de son acceptation est annexée au présent avis.
3. Une liste portant les noms des créanciers connus ayant des réclamations d'une valeur de 250 \$ ou plus ainsi que le montant de ces réclamations, est également annexée.
4. Conformément à l'article 69 de la Loi, les procédures engagées contre moi sont suspendues à compter de la date du dépôt du présent avis auprès du séquestre officiel de ma localité.

Daté le 14 janvier 2019, à Montréal en la province de Québec.

signé

8738971 Canada Inc.
Personne Insolvable

À remplir par le séquestre officiel:

Date du dépôt

Séquestre officiel

District of:
Division No. -
Court No.
Estate No.

- FORM 33 -
Notice of Intention To Make a Proposal
(Subsection 50.4(1) of the Act)

In the matter of the Notice of Intention to Make a Proposal
8738971 Canada Inc.
of the City of Montreal
in the Province of Quebec

Take notice that:

1. I, 8738971 Canada Inc., an insolvent person, state, pursuant to subsection 50.4(1) of the Act, that I intend to make a proposal to my creditors.
2. Richter Advisory Group Inc/Richter Groupe Conseil inc of 1981 avenue McGill College, 11th floor, Montréal, QC, H3A 0G6, a licensed trustee, has consented to act as trustee under the proposal. A copy of the consent is attached.
3. A list of the names of the known creditors with claims of \$250 or more and the amounts of their claims is also attached.
4. Pursuant to section 69 of the Act, all proceedings against me are stayed as of the date of filing of this notice with the official receiver in my locality.

Dated at the City of Montréal in the Province of Quebec, this 14th day of January 2019.


8738971 Canada Inc.
Insolvent Person

To be completed by Official Receiver:

Filing Date

Official Receiver

District of: Quebec
 Division No. 01 - Montréal
 Court No. 500-11-055853-192
 Estate No. 41-2462925

- FORM 33 -

Notice of Intention To Make a Proposal
 (Subsection 50.4(1) of the Act)

In the matter of the Notice of Intention to Make a Proposal
 8738971 Canada Inc.
 of the City of Montreal
 in the Province of Quebec

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
ACORR (3014703 CANADA INC.)	1875 52ND AVENUE LACHINE QC H8T 2Y1		1,116.69
ACTEGA CANADA INC.	P.O. BOX 15601, STATION A TORONTO ON M5W 1C1		23,123.34
ADMACO BUSINESS MACHINES LTD.	5525 RUE PARE VILLE MONT ROYAL QC H4P 1P7		1,809.86
AGFA INC.	P.O. BOX 4272, POSTAL STATION A TORONTO ON M5W 5V5	T42726C	13,507.87
ALL GRAPHIC SUPPLIES & SIGNMAKING SYSTEMS	55 DE LA POINTE LANGLOIS LAVAL QC H7L 3J4		722.28
ALL PRO INDUSTRIAL PRODUCTS INC	2556 MEADOWPINE BLV MISSISSAUGA ON L5N 6P9		519.62
ALLEN ETCOVITCH M. PS.	407-5757 CAVENDISH BOULEVARD COTE SAINT LUC QC H4W 2W8		2,299.50
ALPHAGRAPHICS	2500 NORTH COYOTE DRIVE, SUITE 110 TUCSON AZ 85745 USA		1,554.98
ARIVA	P.O BOX 9798, POSTAL STATION A TORONTO ON M5W 1R6		56,864.16
ASIA PULP & PAPER (CANADA) LTD.	1820, 46TH AVENUE LACHINE QC H8T 2P2		25,414.20
ASL PRINT FX	1 ROYAL GATE BLVD., UNIT A VAUGHAN ON L4L 8Z7		18,752.69
AVANTI COMPUTER SYSTEMS	600-251 CONSUMERS ROAD TORONTO ON M2J 4R3		18,452.63
AVERY WEIGH-TRONIX	6429 ABRAMS ST. ST-LAURENT QC H4S 1X9		759.99
AVIZZIO	172 SONG MEADOWWAY TORONTO ON M2H 2T7		718.20
BEL-FAST INC.	2340, 23RD AVENUE LACHINE QC H8T 0A3		6,809.69

District of: Quebec
 Division No. 01 - Montréal
 Court No. 500-11-055853-192
 Estate No. 41-2462925

- FORM 33 -
 Notice of Intention To Make a Proposal
 (Subsection 50.4(1) of the Act)

In the matter of the Notice of Intention to Make a Proposal
 8738971 Canada Inc.
 of the City of Montreal
 in the Province of Quebec

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
BELL MOBILITY	C.P. 11095, SUCC. CENTRE-VILLE MONTREAL QC H3C 5E7		5,325.78
BELL TV	C.P. 11465, STATION CENTRE VILLE MONTREAL QC H3C 5M4	A/C NO. 8455 20 051 0079774	399.77
BOITES 2000	8050 JARRY EST ANJOU QC H1J 1H5		2,132.78
BRAND ID	5369 EARNSCLIFFE AVENUE MONTREAL QC H3X 2P8		3,075.58
BUSREL	4753, BOUL. DES GRANDES-PRAIRIES SAINT-LEONARD QC H1R 1A5		5,268.84
CANSEW	111 CHABANEL W MONTREAL QC H2N 1C9		1,394.09
CARINE JOBART	5936 1ER AVENUE MONTREAL QC H1Y 3A6		917.50
CASBO PLEXIGLASS INC.	8100, BLAISE PASCAL MONTREAL QC H1E 2S7		450.13
CASUH ENTERPRISES	200-2113 SAINT-REGIS D.D.O. QC H9B 2M9		4,828.95
CENTRE DE FINITION IMPRESSION D'OR	2577 BOULEVARD LE CORBUSIER LAVAL QC H7S 2E8		78,673.98
CHOVINARD BUSINESS FORMS	11915 BELLEVOIS MONTREAL NORD QC H1H 3G2		1,706.75
CINTAS CANADA LIMITEE	CASE POSTALE 4372 STATION A TORONTO ON M5W 0J2	DEP. 40004	11,921.27
COBALT	5656 BOUL. THIMENS ST-LAURENT QC H4R 2K9		6,507.88
COLE INTERNATIONAL INC.	201-670 ORLY AVE. MONTREAL QC H9P 1E9		472.50
COLLECTION GOTY	430 RUE DE L'AMIANTE ASBESTOS QC J1T 4S3		339.47

District of: Quebec
 Division No. 01 - Montréal
 Court No. 500-11-055853-192
 Estate No. 41-2462925

- FORM 33 -

Notice of Intention To Make a Proposal
 (Subsection 50.4(1) of the Act)

In the matter of the Notice of Intention to Make a Proposal
 8738971 Canada Inc.
 of the City of Montreal
 in the Province of Quebec

List of Creditors with claims of \$250 or more.

Creditor	Address	Account#	Claim Amount
COMPRESSEURS ADEC LTEE.	1961 BOUL. DES LAURENTIDES LAVAL QC H7M 2R2		1,199.72
CORPAP	P.O. BOX 31415 TAUNTON SALEM 1971 SALEM ROAD NORTH AJAX ON L1T 0J0		8,187.15
CREATIONS EXECUTIVE INC.	3955 DE COURTRAI MONTREAL QC H3S 1B8		1,068.88
CROWN CHARIOTS ELEVATEURS - MON	3430 RUE GRIFFITH MONTREAL QC H4T 1A7		445.80
CUTTING EDGE PAPER LTD.	820 GANA COURT MISSISSAUGA ON L5S 1N9		111,447.84
DECOUPAGE BM INC	932 BERLIER LAVAL QC H7L 4K5		5,355.56
DELL POWER EDGE SERVER			11,795.00
DIRECT EXPRESS	4196 AUBERT LAVAL QC H7R 4V4		17,587.46
DISCOVER IMAGINE	573-1404 BOUL LECORBUSIER LAVAL QC H7S2N3		747.34
DLL FINANCIAL SOLUTIONS PARTNER			28,675.70
ECOLAB	P.O. BOX 11728 SUCC. CENTRE-VILLE MONTREAL QC H3C 6P7	PEST LOCKBOX 210390	655.36
EDICIBLE LTEE.	2825 BRABANT-MARINEAU SAINT-LAURENT QC H4S 1R8		15,043.99
EMBALLAGE KUSH-PACK INC.	5757 THIMENS ST. LAURENT QC H4R 2H6		3,011.15
EMPLOYEES			100,000.00
ENERGIR S.E.C.	C.P. 6115, SUCC. CENTRE-VILLE MONTREAL QC H3C 4N7		4,213.10

District of: Quebec
 Division No. 01 - Montréal
 Court No. 500-11-055853-192
 Estate No. 41-2462925

- FORM 33 -
 Notice of Intention To Make a Proposal
 (Subsection 50.4(1) of the Act)

In the matter of the Notice of Intention to Make a Proposal
 8738971 Canada Inc.
 of the City of Montreal
 in the Province of Quebec

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
ENVIRO CONNEXIONS	4141 BOUL. GRANDE ALLEE BOISBRIAND QC J7H 1M7		4,749.00
ESKO-Graphics INC.	33066 COLLECTION CENTER DR. CHICAGO IL 60693-0330 USA		2,176.98
EXPAND A SIGN CANADA	1-19122 27 AVENUE SURREY BC V3S 5T1		543.38
FAB-EXPERT INC.	2401 - 46TH AVENUE LACHINE QC H8T 3C9		1,789.21
FEDERAL EXPRESS	P.O. BOX 4626, STATION A TORONTO ON M5W 5B4		12,448.29
FEDEX FREIGHT	PO BOX 4232 POSTAL STATION A TORONTO ON M5W 5P4	C/O T23222	1,114.69
FINESTRA PLUS	1090 CHEMIN DE LA MONTAGNE ORFORD QC J1X 6X9		3,969.60
FINITION SELECT INC.	9248 BOUL. VIAU SAINT-LEONARD QC H1R 2V8		98,060.30
FINNCRAFT DESIGN	7661 CORDNER LASALLE QC H8N 2X2		1,614.25
FISHER TEXTILES	139 BUSINESS PARK DRIVE, P.O. BOX 307 INDIAN TRAIL NC 28079-0307 USA		1,855.46
FLASH GRAFIX	210-2600 WILLIAM-TREMBLAY MONTREAL QC H1Y 3J2		9,163.51
FLEXCON	1020 LORIMAR DRIVE MISSISSAUGA ON L5S 1R8		5,470.62
FOURNITURES DE BUREAU DENIS	2990 BOUL. LE CORBUSIER LAVAL QC H7L 3M2		699.87
FUJIFILM CANADA INC.	600 SUFFOLK COURT MISSISSAUGA ON L5R 4G4		40,959.20
GOLDSTAR INC.	12121 SCRIPPS SUMMIT DR SAN DIEGO CA 92131-4609 USA		3,161.95

District of: Quebec
 Division No. 01 - Montréal
 Court No. 500-11-055853-192
 Estate No. 41-2462925

- FORM 33 -

Notice of Intention To Make a Proposal
 (Subsection 50.4(1) of the Act)

In the matter of the Notice of Intention to Make a Proposal
 8738971 Canada Inc.
 of the City of Montreal
 in the Province of Quebec

List of Creditors with claims of \$250 or more.

Creditor	Address	Account#	Claim Amount
GRAFIX ELECTROTECHNIQUE INC.	106-115 GASTON-DUMOULIN BLAINVILLE QC J7C 6B4		7,420.40
GRAND VALLEY-DIRECT INC.	1261 BALMORAL ROAD CAMBRIDGE ON N1T 1C4		3,552.63
GRAPHIC COMMUNICATION	270 VANASSE LAVAL QC H7X 3L9		2,900.00
GRAPHIC FINISHERS INC.	4860 FISHER SAINT-LAURENT QC H4T 1J5		2,014.26
GROUPE MONTECH INC.	6250 BOUL. DES GRANDES PRAIRIES ST. LEONARD QC H1P 1A2		21,006.14
GROUPE POLYALTO	4105 HICKMORE ST LAURENT QC H4T 1S5		761.78
GROUPE SÉCURITÉ COMMERCIALE S.A. INC.	4361 BOUL. DAGENAI OUEST LAVAL QC H7R 1L3		930.43
HAZEN PAPER COMPANY	240 SOUTH WATER ST, PO BOX 189 HOLYOKE MA 01041 USA		3,544.88
HYDRO QUEBEC	C.P. 11022 SUCC. CENTRE VILLE MONTREAL QC H3C 4V6		2,269.47
I3A INC.	275 DE GASCOGNE BOUCHERVILLE QC J4B 7V4		30,250.55
ICS COURIER	300 TALBOT ST W AYLMER ON N5H 1K2		5,222.83
IMAGE INSTALLERS	PO BOX 133 STN BROOKLIN WHITBY ON L1M 1B1		515.42
IMPACT MARKETING COMMUNICATIONS	328 FLEET MONTREAL QC H9W 2K7		3,154.66
JACK BLACK DATA	2670 BOUL. PITFIELD ST. LAURENT QC H4S 1G9		2,183.45
KARTAGO SERVICES INC	1-8475 BOUL DECARIE MONTREAL QC H4P 2J2		8,798.37

District of: Quebec
 Division No. 01 - Montréal
 Court No. 500-11-055853-192
 Estate No. 41-2462925

- FORM 33 -
 Notice of Intention To Make a Proposal
 (Subsection 50.4(1) of the Act)

In the matter of the Notice of Intention to Make a Proposal
 8738971 Canada Inc.
 of the City of Montreal
 in the Province of Quebec

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
KBR GRAPHICS LTD	4145 AUTOROUTE DES LAURENTIDES LAVAL QC H7L 5W5		2,547.85
LANREFCO INC.	3608 BOUL. POIRIER ST-LAURENT QC H4R 2J5		16,602.40
LE COMMUNICATEUR	7521 AVENUE M-B JODOIN ANJOU QC H1J 2H9		3,817.17
LE GEANT	12951 COTE DES BOUCHARDS MIRABEL QC J7N 2B4		14,032.67
LES EMBALLAGES ANIPAK LTEE	108, RUE BOMBARDIER CHATEAUGUAY QC J6J 4Z2		1,903.74
LES ENTREPRISES MIP INC.	1314 MOORECREST MASCOUCHE QC J7L 1C2		4,838.38
LITHO QUEBEC JGB INC.	545 AVE DELMAR POINTE-CLAIRE QC H9R 4A7		18,510.97
LUMCO	950 VALOIS, SUITE 124 VAUDREUIL-DORION QC J7V 8P2		1,237.54
MADOVAR PACKAGING INC.	5555 RUE PARE MONT-ROYAL QC H4P 1P7		43,989.45
MAIN ST. GROUP INC.	640 MAIN STREET WOODSTOCK ON N4S 8Y5		12,704.74
MAJOR BOX INC.	8325 MARCONI ANJOU QC H1J 2W4		25,069.88
MATCO INC.	8114B TRANSCANADA HIGHWAY SAINT-LAURENT QC H4S 1M5		983.45
MATRICES MONTREAL DIES INC.	3145 RUE HALPERN ST-LAURENT QC H4S 1P5		4,455.27
MITCHEL-LINCOLN PACKAGING LTD.	3737 THIMENS BLVD. ST.LAURENT QC H4R 1V1		30,711.49
MOORE CANADA CORP.	DEPT 400011, P.O. BOX 4375, STATION A TORONTO ON M5W 0J3		1,379.70

District of: Quebec
 Division No. 01 - Montréal
 Court No. 500-11-055853-192
 Estate No. 41-2462925

- FORM 33 -

Notice of Intention To Make a Proposal
 (Subsection 50.4(1) of the Act)

In the matter of the Notice of Intention to Make a Proposal
 8738971 Canada Inc.
 of the City of Montreal
 in the Province of Quebec

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
NATIONAL LEASING GROUP INC.			305,151.23
ND GRAPHICS INC.	103-9125 PASCAL GAGNON ST. LEONARD QC H1P 1Z4		14,847.07
NICHOLAS COFFEY	185 ROSEDALE AVE BEACONSFIELD QC H9W 2H9		2,207.75
OLYMBEC DEVELOPMENT INC.	333 DECARIE, 5TH FLOOR ST LAURENT QC H4N 3M9		267,317.07
PDI GROUPE	18103 ROUTE TRANSCANADIENNE KIRKLAND QC H9J 3Z4		28,002.44
PEOPLE IN BIZ CORP.	2800 14TH AVE SUITE 7 MARKHAM ON L3R 0E4		635.04
PHOTO GRAPHIQUE M.F. INC.	5134 DE LA GARE MONTREAL - NORD QC H1G 2C1		3,386.01
PIEDMONT PLASTICS INC T46280	PO BOX 99265, STN A TORONTO ON M5W 0J6		35,437.88
PIETRO PERSECHINO INC.	729 RUE DU PARC S-LIN-LAURENTIDES QC J5M 3A2		14,069.06
PITNEYWORKS	PO BOX 280 ORANGEVILLE ON L9W 2Z7		457.99
PLASTIRALE LAVAL INC.	3187 BOUL. INDUSTRIEL CHOMEDEY QC H7L 4P8		1,403.17
PLASTIRALE SERVICE INC.	1600 RUE CUNARD LAVAL QC H7S 2B2		617.59
POLBEC ELECTRIQUE	7 LANCASTER DOLLARD DES ORMEAUX QC H9B 1K1		4,761.11
POLYROL PAPER TUBES INC.	111 RUE BELANGER CHATEAUGUAY QC J6J 4Z2		1,978.08
PRINTRONIC INC.	1490 RUE DES ALOUETTES ST-BRUNO DE MONTARVILLE QC J3V 6E4		4,859.24

District of: Quebec
 Division No. 01 - Montréal
 Court No. 500-11-055853-192
 Estate No. 41-2462925

- FORM 33 -
 Notice of Intention To Make a Proposal
 (Subsection 50.4(1) of the Act)

In the matter of the Notice of Intention to Make a Proposal
 8738971 Canada Inc.
 of the City of Montreal
 in the Province of Quebec

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
PRODUITS GRAPHIQUES PRESSTIGE	121 WHITEHALL DRIVE MARKHAM ON L3R 9T1		12,482.16
PROMAG DISPLAYCORR CANADA INC.	11150, AV. L.J. FORGET MONTREAL QC H1J 2K9		14,458.10
PROMARK ADVERTISING LTD.	UNIT #1, 19122 - 27TH AVENUE SURREY BC V3S 5T1		562.28
PSB BOISJOLI S.E.N.C.R.L. - LLP	400-3333 BOUL. GRAHAM MONTREAL QC H3R 3L5		17,293.61
PUROLATOR INC.	31 ADELAIDE STREET E., P.O. BOX 7006 TORONTO ON M5C 3R2		1,784.34
R & L LAMINATION GRAPHIQUE INC.	8555 PASCAL-GAGNON ST-LEONARD QC H1P 1Y5		2,680.81
RELEVANT DATA SOLUTIONS INC.	13A-56 PENNSYLVANIA AVE. VAUGHAN ON L4K 3V9		10,967.62
RELIURE B.B.F.	1104 BERLIER LAVAL QC H7L 3R9		2,685.01
RM MACHINERY	212 N. VIRGINA AVE. CARNEYS POINT NJ 08069 USA		3,689.67
ROBERT W. BOSWELL GRAPHICS LTD.	3375 NORTH SERVICE RD., UNITS B2 & B3 BURLINGTON ON L7N 3G2		3,341.23
RONA INC.	CP 1002 BOUCHERVILLE QC J4B 7H8		2,290.22
ROULEAUX GRAPHIC (QUE.) LTEE.	9475 RUE DE TOULON ST-LEONARD QC H1R 2J3		4,479.42
S3R INC.	229-43 BOUL. SAMSON LAVAL QC H7X 3R8		1,276.04
SEAMONT BROKERAGE & TRANSPORT LTD.	2273 RUE LEGER LASALLE QC H8N 2V7		1,040.68
SELECTCOM TELECOM	300-5167 JEAN TALON EST MONTREAL QC H1S 1K8		495.19

District of: Quebec
 Division No. 01 - Montréal
 Court No. 500-11-055853-192
 Estate No. 41-2462925

- FORM 33 -

Notice of Intention To Make a Proposal
 (Subsection 50.4(1) of the Act)

In the matter of the Notice of Intention to Make a Proposal
 8738971 Canada Inc.
 of the City of Montreal
 in the Province of Quebec

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
SERVICES D'ENSEIGNES BELNA INC.	1528 AVENUE ALEXANDRE LE GRAND BOISBRIAND QC J7G 3C3		3,095.71
SOS TECHNOLOGIES ACTION URGENCE	185 MERIZZI ST LAURENT QC H4T 1Y3		620.86
SPECTOR AND CO.	5700 RUE KIERAN ST-LAURENT QC H4S 2B5		5,010.72
SPICERS CANADA ULC	200 GALCAT DRIVE VAUGHAN ON L4L 0B9		14,395.37
STRAPCO INC.	4944 BOUL. DECARIE CP314 MONTREAL QC H3X 3T6		491.67
STUDIO GRAPHICS	3086 DE MINIAC VILLE ST-LAURENT QC H4S 1N5		6,069.53
SUN CHEMICAL LIMITED	P.O. BOX 11725 MONTREAL QC H3C 6P4		11,403.58
SUPER LUSTRE GRAPHIQUE INC	8555 PASCAL-GAGNON ST-LEONARD QC H1P 1Y5		18,518.72
SUPERIOR EVENTS GROUP INC.	430 NORFINCH DR NORTH YORK ON M3N 1Y4		282.50
SUPRA - SUPRATECH.	960 RUE ANDRE-LINE GRANBY QC J2J 1E2		1,439.66
TG GRAPHICS	670 DESLAURIERS ST-LAURENT QC H4N 1W5		3,700.38
THE TORONTO-DOMINION BANK	1350 BOUL RENE-LEVESQUE O., 7TH FLOOR MONTREAL QC H3G 1T4		900,000.00
TI GROUP	115 THORNCLIFFE PARK DR. TORONTO ON M4H 1M1		9,622.24
TKM CANADA INC	133 RUE MENARD ST-ALPHONSE-DE-GRANBY QC J0E 2A0		2,845.63
TRAITEMENT POSTAL EXPRESS INC.	227-E, BOUL. BRUNSWICK POINTE-CLAIRE QC H9R 4X5		559.93

District of: Quebec
 Division No. 01 - Montréal
 Court No. 500-11-055853-192
 Estate No. 41-2462925

- FORM 33 -

Notice of Intention To Make a Proposal
 (Subsection 50.4(1) of the Act)

In the matter of the Notice of Intention to Make a Proposal
 8738971 Canada Inc.
 of the City of Montreal
 in the Province of Quebec

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
TRANSCENDIA CANADA LTÉE.	160 BARR ST-LAURENT QC H4T 1Y4		3,151.05
TRECK HALL WIDE FORMAT INC.	PO BOX 253 SCHOMBERG ON L0G 1T0		1,688.98
TRELCO INC	1000 RUE CASCADES CHATEAUGUAY QC J6J 4Z2		2,105.04
TST OVERLAND EXPRESS	PO BOX 3030 STN A MISSISSAUGA ON L5A 3S3		1,045.25
ULINE	P.O. BOX 3500, RPO STREETSVILLE MISSISSAUGA ON L5M 0S8		7,878.53
ULTIMADISPLAYS CANADA	220 MARKLAND STREET, UNIT 1 MARKHAM ON L6C 1T6		1,866.80
UNIFIRST - UNIF. PREMIER	8951 RUE SALLEY LASALLE QC H8R 2C8		2,431.89
VERITIV CANADA INC.	BOX 11542-LBX:M2160 S:CTR MONTREAL QC H3C 5N7		4,271.26
VIA COURRIER	203-5471 ROYALMOUNT MONTREAL QC H4P 1J3		1,014.46
VIDEOTRON S.E.N.C.	CP 11078, SUCC CENTRE-VILLE MONTREAL QC H3C 5B7		607.14
WERBCORP INC.	5140 AV. NOTRE-DAME-DE-GRACE MONTREAL QC H4A 1K3		290,000.00
XEROX CANADA LTEE.	P.O. BOX 4539, STATION A TORONTO ON M5W 4P5		172,378.95
X-RITE, INC.	62750 COLLECTION CENTER DRIVE CHICAGO IL 60693-0627 USA	LOCKBOX 62750	4,462.50
ZONE TECHNOLOGIE ELECTRONIQUE INC	9000 BOUL. INDUSTRIEL CHAMBLY QC J3L 4X3		2,627.18
Total			3,308,603.94

- Consentement -

Dans l'affaire de l'avis d'intention de faire une proposition
8738971 Canada Inc.
de la ville de Montréal
dans la province de Québec

À qui de droit,

Nous consentons par la présente, à agir comme syndic, d'après la Loi sur la faillite et l'insolvabilité, à la présente proposition de 8738971 Canada Inc..

Daté le 14 janvier 2019, à Montréal en la province de Québec.

Richter Advisory Group Inc/Richter Groupe Conseil inc - Syndic autorisé en insolvabilité
Par:

signé

Andrew Adessky, CPA, CA, CIRP, SAI - Syndic autorisé en insolvabilité
1981 avenue McGill College, 11e étage
Montréal QC H3A 0G6
Téléphone: (514) 934-3400 Télécopieur: (514) 934-8603

- Proposal Consent -

In the matter of the Notice of Intention to Make a Proposal
8738971 Canada Inc.
of the City of Montreal
in the Province of Quebec

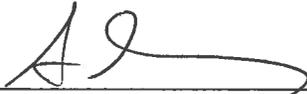
To whom it may concern,

This is to advise that we hereby consent to act as trustee under the Bankruptcy and Insolvency Act for the proposal of 8738971 Canada Inc..

Dated at the City of Montréal in the Province of Quebec, this 14th day of January 2019.

Richter Advisory Group Inc/Richter Groupe Conseil inc - Licensed Insolvency Trustee

Per:



Andrew Adessky, CPA, CA, CIRP, LIT - Licensed Insolvency Trustee
1981 avenue McGill College, 11th floor
Montréal QC H3A 0G6
Phone: (514) 934-3400 Fax: (514) 934-8603



Industrie Canada

Industry Canada

Bureau du surintendant
des faillites Canada

Office of the Superintendent
of Bankruptcy Canada

District de QUÉBEC

No division : 01 - Montreal

No cour : 500-11-055853-192

No dossier : 41-2462925

Dans l'affaire de l'avis d'intention de
faire une proposition de :

8738971 Canada Inc.

Personne insolvable

RICHTER ADVISORY GROUP INC / RICHTER GROUPE CONSEIL INC

Syndic autorisé en insolvabilité

Date de l'avis d'intention : 14 janvier 2019, @ 03:22 pm

CERTIFICAT DE DÉPÔT D'UN AVIS D'INTENTION DE FAIRE UNE PROPOSITION
paragraphe 50.4(1)

Je soussigné, séquestre officiel pour ce district de faillite, certifie par les présentes que la personne insolvable susmentionnée a déposé un avis d'intention de faire une proposition en vertu du paragraphe 50.4(1) de la Loi sur la faillite et l'insolvabilité.

Conformément au paragraphe 69(1) de la Loi, toutes les procédures contre la personne insolvable susmentionnée sont suspendues à compter de la date du dépôt de l'avis d'intention.

E-File / Dépôt électronique

Séquestre officiel

Sun Life Building, 1155 Metcalfe Street, Suite 950, Montréal, QUÉBEC, H3B 2V6,
877/376-9902

Canada



Industry Canada
Office of the Superintendent
of Bankruptcy Canada

Industrie Canada
Bureau du surintendant
des faillites Canada

District of Québec
Division No. 01 - Montreal
Court No. 500-11-055853-192
Estate No. 41-2462925

In the Matter of the Notice of Intention to make a
proposal of:

8738971 Canada Inc.
Insolvent Person

**RICHTER ADVISORY GROUP INC / RICHTER GROUPE
CONSEIL INC.**

Licensed Insolvency Trustee

Date of the Notice of Intention: January 14, 2019

CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL
Subsection 50.4 (1)

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforementioned insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the *Bankruptcy and Insolvency Act*.

Pursuant to subsection 69(1) of the Act, all proceedings against the aforementioned insolvent person are stayed as of the date of filing of the Notice of Intention.

Date: January 14, 2019, 15:38

E-File/Dépôt Electronique

Official Receiver

Sun Life Building, 1155 Metcalfe Street, Suite 950, Montréal, Québec, Canada, H3B2V6, (877)376-9902

Canada

District of: Quebec
Division No. 01 - Montréal
Court No. 500-11-055853-192
Estate No. 41-2462925

- FORM 01.1 -
General Sender Identification for: Copies of all Prescribed Forms
Sent to Creditor(s) Electronically

In the matter of the Notice of Intention to Make a Proposal
8738971 Canada Inc.
of the City of Montreal
in the Province of Quebec

Dated at the City of Montréal in the Province of Quebec, this 18th day of January 2019.

Responsible Individual (Sender): Andrew Adessky, CPA. CA, CIRP, LIT
(Trustee)

Corporate Name : Richter Advisory Group Inc/Richter Groupe Conseil inc

Address: 1981 avenue McGill College, 11th floor
Montréal QC H3A 0G6

Telephone: (514) 934-3400

Fax: (514) 934-8603

E-mail: reclamations@richter.ca

NOTICE

Please be advised that the above-noted individual is required to retain the signed original
of the document as part of the official records of this proceeding.



Government
of Canada

Gouvernement
du Canada

Update filing - update is confirmed

Welcome **Carol O'Donnell** | [Preferences](#) | [E-Filing helpdesk](#) | [Instructions](#) | [Logout](#)

Estate Information

Please Note: The following estate(s) were updated:

- **Estate Number:** 41-2462925
- **Estate Name:** 8738971 Canada Inc.

Document(s) submitted

The following document(s) have been successfully submitted

- Notice to Creditors of Intention to Make a Proposal

Reference

- The Reference Number for this transaction is: **15305115**.
- Submitted by Carol O'Donnell.
- 2019-01-18 14:01 EST

[Submit another document for this estate.](#)

If you would like to submit a document against a different estate, please click on the **Update** link in the left hand side menu.

Date modified: 2018-09-28

SUPERIOR COURT
(Commercial Division)
In Bankruptcy and Insolvency

Court No. 500-11-055853-192
Estate No. 41-2462925

In the Matter of the Notice of Intention to
Make a Proposal of

8738971 Canada Inc.

Debtor

- and -

Richter Advisory Group Inc.

Trustee

Affidavit of Mailing

**Notice of Intention to Make a
Proposal**

Richter Advisory Group Inc. - Trustee
Andrew Adessky, CPA, CA, CIRP, LIT
1981 McGill College, 11th Floor
Montréal, QC H3A 0G6
Téléphone : 514.934.3400
Télécopieur : 514.934.3504

Exhibit C

District of: QC
Division No.: 01-Montréal
Court No.: 500-11-055853-192
Estate No.: 41-2462925

FORM 29
Trustee's Report on Cash-Flow Statement
(Paragraphs 50(6)(b) and 50.4(2)(b) of the Act)

In the matter of the Notice of Intention to Make a Proposal
8738971 Canada Inc.
of the City of Montreal
in the Province of Quebec

The attached statement of projected cash flow of 8738971 Canada Inc., as of the 23rd day of January 2019, consisting of the period from January 14 to February 15, 2019, has been prepared by the management of the insolvent person for the purpose described in the notes attached, using the probable and hypothetical assumptions set out in the notes attached.

Our review consisted of inquiries, analytical procedures and discussion related to information supplied to us by the management and employees of the insolvent person. Since hypothetical assumptions need not be supported, our procedures with respect to them were limited to evaluating whether they were consistent with the purpose of the projection. We have also reviewed the support provided by management for the probable assumptions and preparation and presentation of the projection.

Based on our review, nothing has come to our attention that causes us to believe that, in all material respects,

- (a) the hypothetical assumptions are not consistent with the purpose of the projection;
- (b) as at the date of this report, the probable assumptions developed are not suitably supported and consistent with the plans of the insolvent person or do not provide a reasonable basis for the projection, given the hypothetical assumptions; or
- (c) the projection does not reflect the probable and hypothetical assumptions.

Since the projection is based on assumptions regarding future events, actual results will vary from the information presented even if the hypothetical assumptions occur, and the variations may be material. Accordingly, we express no assurance as to whether the projection will be achieved.

The projection has been prepared solely for the purpose described in the notes attached, and readers are cautioned that it may not be appropriate for other purposes.

Dated at the City of Montréal in the Province of Quebec, this 23rd day January 2019.

Richter Advisory Group Inc – Licensed Insolvency Trustee
Per:



Andrew Adessky, CPA, CA, CIRP, LIT
1981 McGill College Avenue, 11th Floor
Montréal QC H3A 0G6
Phone: 514.934.3400 Fax: 514.934.8603

District of: QC
Division No.: 01-Montréal
Court No.: 500-11-055853-192
Estate No.: 41-2462925

FORM 29 – ATTACHMENT
Trustee's Report on Cash-Flow Statement
(Paragraphs 50(6)(b) and 50.4(2)(b) of the Act)

In the matter of the Notice of Intention to Make a Proposal
8738971 Canada Inc.
of the City of Montreal
in the Province of Quebec

Purpose:

8738971 Canada Inc. filed a Notice of Intention to Make a Proposal on January 14, 2019. The purpose of this Statement of Projected Cash Flow is to present the estimated cash receipts and disbursements of 8738971 Canada Inc. (the "Company"), for the period January 14 to February 15, 2019, relating to the filing of a Notice of Intention to Make a Proposal on January 14, 2019.

This Statement of Projected Cash Flow has been prepared by management on January 23, 2019, based on available financial information at that date in accordance with Section 50.4(2) of the Bankruptcy and Insolvency Act and should be read in conjunction with the Trustee's Report on the Cash Flow Statement. Readers are cautioned that this information may not be appropriate for other purposes.

Projection Notes:

The Statement of Projected Cash Flow has been prepared using probable assumptions supported and consistent with the plans of the Company for the period January 14 to February 15, 2019, considering the economic conditions that are considered the most probable by management.

As the cash flow is based upon various assumptions regarding future events and circumstances, variances will exist and said variances may be material. Accordingly, we express no assurance as to whether the projections will be achieved.

Assumptions:

(a) Projected Cash Receipts

The projected cash receipts are estimated by management, based upon the collection experience of the Company.

(b) Projected Cash Disbursements

The projected cash disbursements are based upon historical data adjusted to reflect the current level of activity and best estimates of the Company;

Payroll is based on current headcount levels adjusted to reflect management's restructuring plan;

Rent is based on the rent agreement with the lessor;

The professional fees are related to the current restructuring and are based on management's best estimate;

The current government remittances for source deductions and sales taxes are included in the disbursement assumptions;

The interest is based on current loan balances and interest rates;

The cash disbursements do not provide for the payment of arrears to unsecured creditors.

(c) General

The Statement of Projected Cash Flow assumes continued support of the operating lender based on the existing credit facility as well as cash collateral and / or DIP financing to be provided by a third party.

Dated at the City of Montréal, Province of Quebec, this 23rd day January 2019.

Richter Advisory Group Inc – Licensed Insolvency Trustee
Per:



Andrew Adessky, CPA, CA, CIRP, LIT
1981 McGill College Avenue, 11th Floor
Montréal QC H3A 0G6
Phone: 514.934.3400 Fax: 514.934.8603

District of: Quebec
Division No.: 01-Montréal
Court No.: 500-11-055853-192
Estate No.: 41-2462925

- FORM 30 -
Report on Cash-Flow Statement by the Person Making the Proposal
(Paragraphs 50(6)(c) and 50.4(2) (c) of the Act)

In the matter of the Notice of Intention to Make a Proposal
8738971 Canada Inc.
of the City of Montreal
in the Province of Quebec

The management of 8738971 Canada Inc. has developed the assumptions and prepared the attached statement of projected cash flow of the insolvent person, as of the 23rd day of January 2019, consisting of the period from January 14 to February 15, 2019.

The hypothetical assumptions are reasonable and consistent with the purpose of the projection described in the notes attached, and the probable assumptions are suitably supported and consistent with the plans of the insolvent person and provide a reasonable basis for the projection. All such assumptions are disclosed in the notes attached.

Since the projection is based on assumptions regarding future events, actual results will vary from the information presented, and the variations may be material.

The projection has been prepared solely for the purpose described in the notes attached, using a set of hypothetical and probable assumptions set out in the notes attached. Consequently, readers are cautioned that it may not be appropriate for other purposes.

Dated at the City of Montreal, Province of Quebec, this 23rd day of January 2019.



8738971 Canada Inc.
Debtor

Marc Giroux, President
Name and title of signing officer

District of: Quebec
Division No.: 01-Montréal
Court No.: 500-11-055853-192
Estate No.: 41-2462925

- FORM 30 - Attachment
Report on Cash-Flow Statement by the Person Making the Proposal
(Paragraphs 50(6)(c) and 50.4(2) (c) of the Act)

In the matter of the Notice of Intention to Make a Proposal
8738971 Canada Inc.
of the City of Montreal
in the Province of Quebec

Purpose:

8738971 Canada Inc. filed a Notice of Intention to Make a Proposal on January 14, 2019. The purpose of this Statement of Projected Cash Flow is to present the estimated cash receipts and disbursements of 8738971 Canada Inc. (the "Company"), for the period January 14 to February 15, 2019, relating to the filing of a Notice of Intention to Make a Proposal on January 14, 2019. This Statement of Projected Cash Flow has been prepared by management on January 23, 2019 based on available financial information at that date in accordance with Section 50.4(2) of the Bankruptcy and Insolvency Act and should be read in conjunction with the Trustee's Report on the Cash Flow Statement. Readers are cautioned that this information may not be appropriate for other purposes.

Projection Notes:

The Statement of Projected Cash Flow has been prepared using probable assumptions supported and consistent with the plans of the Company for the period January 14 to February 15, 2019, considering the economic conditions that are considered the most probable by management.

As the cash flow is based upon various assumptions regarding future events and circumstances, variances will exist and said variances may be material. Accordingly, we express no assurance as to whether the projections will be achieved.

Assumptions:

(a) Projected Cash Receipts

The projected cash receipts are estimated by management, based upon the collection experience of the Company.

(b) Projected Cash Disbursements

The projected cash disbursements are based upon historical data adjusted to reflect the current level of activity and best estimates of the Company;

Payroll is based on current headcount levels adjusted to reflect management's restructuring plan;

Rent is based on the rent agreement with the lessor;

The professional fees are related to the current restructuring and are based on management's best estimate;

The current government remittances for source deductions and sales taxes are included in the disbursement assumptions;

The interest is based on current loan balances and interest rates;

The cash disbursements do not provide for the payment of arrears to unsecured creditors.

(c) General

The Statement of Projected Cash Flow assumes continued support of the operating lender based on the existing credit facility as well as cash collateral and / or DIP financing to be provided by a third party.

Dated at the City of Montreal, Province of Quebec, this 23rd day of January 2019.



8738971 Canada Inc.
Debtor

Marc Gidoux, President

Name and title of signing officer

8738971 Canada Inc.**Statement of Projected Cash Flow**

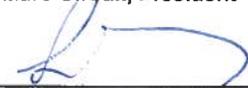
For the period January 14 to February 15, 2019

Week ending

	18-Jan-19	25-Jan-19	01-Feb-19	08-Feb-19	15-Feb-19	Total
Projected Cash Receipts						
Collections	\$ 203,600	\$ 132,600	\$ 138,300	\$ 147,000	\$ 182,100	\$ 803,600
Total projected cash receipts	203,600	132,600	138,300	147,000	182,100	803,600
Projected Cash Disbursements						
Material & subcontractor costs	13,700	110,200	75,500	57,000	57,600	314,000
Payroll (including benefits) and expenses	59,100	60,000	86,100	60,000	46,000	311,200
Commissions	-	4,200	35,700	4,200	4,200	48,300
Rent & utilities	-	-	54,300	69,900	-	124,200
General expenses and other	25,900	26,800	25,400	15,300	15,800	109,200
Supplier deposits	-	-	20,000	-	-	20,000
Interest	-	-	4,000	-	-	4,000
Sales taxes	-	-	-	-	29,500	29,500
Professional fees	5,700	20,000	20,000	25,000	20,000	90,700
Total projected cash disbursements	104,400	221,200	321,000	231,400	173,100	1,051,100
Net cash flow	99,200	(88,600)	(182,700)	(84,400)	9,000	(247,500)
Opening bank indebtedness	(849,600)	(750,400)	(839,000)	(1,021,700)	(1,106,100)	(849,600)
Ending bank indebtedness	\$ (750,400)	\$ (839,000)	\$ (1,021,700)	\$ (1,106,100)	\$ (1,097,100)	\$ (1,097,100)



 Marc Giroux, President



 Andrew Adessky, CPA, CA, CIRP, LIT

Exhibit D

District of: Quebec
Division No. 01 - Montréal
Court No. 500-11-055853-192
Estate No. 41-2462925

-- FORM 29 --
Trustee's Report on Cash-Flow Statement
(Paragraphs 50(6)(b) and 50.4(2)(b) of the Act)

In the matter of the Notice of Intention to Make a Proposal
8738971 Canada Inc.
of the City of Montreal
in the Province of Quebec

The attached statement of projected cash flow of 8738971 Canada Inc., as of the 24th day of January 2019, consisting of January 21 to March 15, 2019, has been prepared by the management of the insolvent person (or the insolvent debtor) for the purpose described in the notes attached, using the probable and hypothetical assumptions set out in the notes attached.

Our review consisted of inquiries, analytical procedures and discussion related to information supplied to us by: the management and employees of the insolvent person or the insolvent person. Since hypothetical assumptions need not be supported, our procedures with respect to them were limited to evaluating whether they were consistent with the purpose of the projection. We have also reviewed the support provided by: management or the insolvent person for the probable assumptions and preparation and presentation of the projection.

Based on our review, nothing has come to our attention that causes us to believe that, in all material respects,

(a) the hypothetical assumptions are not consistent with the purpose of the projection;

(b) as at the date of this report, the probable assumptions developed are not suitably supported and consistent with the plans of the insolvent person or do not provide a reasonable basis for the projection, given the hypothetical assumptions; or

(c) the projection does not reflect the probable and hypothetical assumptions.

Since the projection is based on assumptions regarding future events, actual results will vary from the information presented even if the hypothetical assumptions occur, and the variations may be material. Accordingly, we express no assurance as to whether the projection will be achieved.

The projection has been prepared solely for the purpose described in the notes attached, and readers are cautioned that it may not be appropriate for other purposes.

Dated at the City of Montréal in the Province of Quebec, this 24th day of January 2019.

Richter Advisory Group Inc/Richter Groupe Conseil inc - Licensed Insolvency Trustee
Per:



Andrew Adessky, CPA, CA, CIRP, LIT
1981 avenue McGill College, 11th floor
Montréal QC H3A 0G6
Phone: (514) 934-3400 Fax: (514) 934-8603

District of: Quebec
Division No. 01 - Montréal
Court No. 500-11-055853-192
Estate No. 41-2462925

FORM 29 - Attachment
Trustee's Report on Cash-flow Statement
(Paragraphs 50(6)(b) and 50.4(2)(b) of the Act)

In the matter of the Notice of Intention to Make a Proposal
8738971 Canada Inc.
of the City of Montreal
in the Province of Quebec

Purpose:

8738971 Canada Inc. filed a Notice of Intention to Make a Proposal on January 14, 2019. The purpose of this Statement of Projected Cash Flow is to present the estimated cash receipts and disbursements of 8738971 Canada Inc. (the "Company"), for the period January 21 to March 15, 2019, relating to the filing of a Motion to extend the delay to make a proposal.

This Statement of Projected Cash Flow has been prepared by management on January 24, 2019 based on available financial information at that date in accordance with Section 50.4(2) of the Bankruptcy and Insolvency Act and should be read in conjunction with the Trustee's Report on the Cash Flow Statement. Readers are cautioned that this information may not be appropriate for other purposes.

Projection Notes:

The Statement of Projected Cash Flow has been prepared using probable assumptions supported and consistent with the plans of the Company for the period January 21 to March 15, 2019, considering the economic conditions that are considered the most probable by management.

As the cash flow is based upon various assumptions regarding future events and circumstances, variances will exist and said variances may be material. Accordingly, we express no assurance as to whether the projections will be achieved.

Assumptions:

(a) Projected Cash Receipts

The projected cash receipts are estimated by management, based upon the collection experience of the Company.

(b) Projected Cash Disbursements

The projected cash disbursements are based upon historical data adjusted to reflect the current level of activity and best estimates of the Company;

Payroll is based on current headcount levels adjusted to reflect management's restructuring plan;

Rent is based on the rent agreement with the lessor;

The professional fees are related to the current restructuring and are based on management's best estimate;

The current government remittances for source deductions and sales taxes are included in the disbursement assumptions;

The interest is based on current loan balances and interest rates;

The cash disbursements do not provide for the payment of arrears to unsecured creditors.

(c) General

The Statement of Projected Cash Flow assumes continued support of the operating lender based on the existing credit facility as well as cash collateral and / or DIP financing to be provided by a third party.

Dated at the City of Montréal in the Province of Quebec, this 24th day of January 2019.

Richter Advisory Group Inc/Richter Groupe Conseil inc - Licensed Insolvency Trustee

Per:



Andrew Adesky, CPA, CA, CIRP, LIT
1981 avenue McGill College, 11th floor
Montréal QC H3A 0G6
Phone: (514) 934-3400 Fax: (514) 934-8603

District of: Quebec
Division No. 01 - Montréal
Court No. 500-11-055853-192
Estate No. 41-2462925

- FORM 30 -
Report on Cash-Flow Statement by the Person Making the Proposal
(Paragraphs 50(6)(c) and 50.4(2)(c) of the Act)

In the matter of the Notice of Intention to Make a Proposal
8738971 Canada Inc.
of the City of Montreal
in the Province of Quebec

The Management of 8738971 Canada Inc., has/have developed the assumptions and prepared the attached statement of projected cash flow of the insolvent person, as of the 24th day of January 2019, consisting of January 21 to March 15, 2019.

The hypothetical assumptions are reasonable and consistent with the purpose of the projection described in the notes attached, and the probable assumptions are suitably supported and consistent with the plans of the insolvent person and provide a reasonable basis for the projection. All such assumptions are disclosed in the notes attached.

Since the projection is based on assumptions regarding future events, actual results will vary from the information presented, and the variations may be material.

The projection has been prepared solely for the purpose described in the notes attached, using a set of hypothetical and probable assumptions set out in the notes attached. Consequently, readers are cautioned that it may not be appropriate for other purposes.

Dated at the City of Montréal in the Province of Quebec, this 24th day of January 2019.



8738971 Canada Inc.
Debtor



Name and title of signing officer

District of: Quebec
Division No. 01 - Montréal
Court No. 500-11-055853-192
Estate No. 41-2462925

FORM 30 - Attachment
Report on Cash-Flow Statement by the Person Making the Proposal
(Paragraphs 50(6)(c) and 50.4(2)(c) of the Act)

In the matter of the Notice of Intention to Make a Proposal
8738971 Canada Inc.
of the City of Montreal
in the Province of Quebec

Purpose:

8738971 Canada Inc. filed a Notice of Intention to Make a Proposal on January 14, 2019. The purpose of this Statement of Projected Cash Flow is to present the estimated cash receipts and disbursements of 8738971 Canada Inc. (the "Company"), for the period January 21 to March 15, 2019, relating to the filing of a Motion to extend the delay to make a proposal.

This Statement of Projected Cash Flow has been prepared by management on January 24, 2019 based on available financial information at that date in accordance with Section 50.4(2) of the Bankruptcy and Insolvency Act and should be read in conjunction with the Trustee's Report on the Cash Flow Statement. Readers are cautioned that this information may not be appropriate for other purposes.

Projection Notes:

The Statement of Projected Cash Flow has been prepared using probable assumptions supported and consistent with the plans of the Company for the period January 21 to March 15, 2019, considering the economic conditions that are considered the most probable by management.

As the cash flow is based upon various assumptions regarding future events and circumstances, variances will exist and said variances may be material. Accordingly, we express no assurance as to whether the projections will be achieved.

Assumptions:

(a) Projected Cash Receipts

The projected cash receipts are estimated by management, based upon the collection experience of the Company.

(b) Projected Cash Disbursements

The projected cash disbursements are based upon historical data adjusted to reflect the current level of activity and best estimates of the Company;

Payroll is based on current headcount levels adjusted to reflect management's restructuring plan;

Rent is based on the rent agreement with the lessor;

The professional fees are related to the current restructuring and are based on management's best estimate;

The current government remittances for source deductions and sales taxes are included in the disbursement assumptions;

The interest is based on current loan balances and interest rates;

The cash disbursements do not provide for the payment of arrears to unsecured creditors.

(c) General

The Statement of Projected Cash Flow assumes continued support of the operating lender based on the existing credit facility as well as cash collateral and / or DIP financing to be provided by a third party.

Dated at the City of Montréal in the Province of Quebec, this 24th day of January 2019.



8738971 Canada Inc.

8738971 Canada Inc.
Statement of Projected Cash Flow
For the period January 21 to March 15, 2019

Week ending	25-Jan-19	01-Feb-19	08-Feb-19	15-Feb-19	22-Feb-19	01-Mar-19	08-Mar-19	15-Mar-19	Total
Projected Cash Receipts									
Total projected cash receipts	132,600	138,300	147,000	182,100	130,200	162,500	100,000	100,000	\$ 1,082,700
Projected Cash Disbursements									
Material & subcontractor costs	110,200	75,500	57,000	57,600	57,600	84,100	57,600	57,600	557,200
Payroll (including benefits) and expenses	64,200	121,800	64,200	50,200	50,200	90,800	50,200	50,200	541,800
Rent & utilities	-	54,300	69,900	-	16,000	69,900	-	-	210,100
General expenses and other	26,800	25,400	15,300	15,800	18,400	35,700	15,400	15,800	168,600
Supplier deposits	-	20,000	-	-	-	-	-	-	20,000
Interest	-	4,000	-	-	-	4,500	-	7,400	15,900
Sales taxes	-	-	-	29,500	-	-	-	33,200	62,700
Professional fees	20,000	20,000	25,000	20,000	20,000	20,000	20,000	20,000	165,000
Total projected cash disbursements	221,200	321,000	231,400	173,100	162,200	305,000	143,200	184,200	1,741,300
DIP lender - advance	-	253,000	53,000	-	-	65,700	43,200	84,100	499,000
Net cash flow	(88,600)	70,300	(31,400)	9,000	(32,000)	(76,800)	-	-	(149,600)
Opening bank indebtedness	(750,400)	(839,000)	(768,700)	(800,100)	(791,100)	(823,100)	(900,000)	(900,000)	(750,400)
Ending bank indebtedness	\$ (839,000)	\$ (768,700)	\$ (800,100)	\$ (791,100)	\$ (823,100)	\$ (899,900)	\$ (900,000)	\$ (900,000)	\$ (900,000)
Projected DIP loan	-	(253,000)	(306,000)	(306,000)	(306,000)	(371,700)	(414,900)	(499,000)	(499,000)
Total projected loan position	\$ (839,000)	\$ (1,021,700)	\$ (1,106,100)	\$ (1,097,100)	\$ (1,129,100)	\$ (1,271,600)	\$ (1,314,900)	\$ (1,399,000)	\$ (1,399,000)



Marc Giroux, President



Andrew Adessky, CPA, CA, CIRP, LIT