

CANADA  
Province of Quebec  
District of: Quebec  
Division No.: 01 - Montréal  
Court No.: 500-11-039459-108  
Estate No.: 41-1393389

SUPERIOR COURT  
In Bankruptcy and Insolvency  
(Commercial Division)

**Amended Report of Trustee on Proposal**  
(Section 59(1) and paragraph 58(d) of the Act)


In the Matter of the Proposal of  
**Batterie Universelle Ltée**  
Of the City of Saint-Leonard  
In the Province of Quebec

We, RSM Richter Inc., the trustee acting in the Proposal of Batterie Universelle Ltée (the "Debtor"), hereby report to the Court as follows:

1. That a Proposal was filed with us on December 3, 2010, a copy of which was previously filed with this Court.
2. That on December 3, 2010, we gave notice to the debtor, to the division office and to every known creditor affected by the Proposal, of the calling of a meeting of creditors to be held on December 17, 2010 to consider the Proposal, a copy of which was previously filed with this Court.
3. That at the meeting of creditors held on December 17, 2010, and presided over by Mark Winkler, the Official Receiver, the Proposal was accepted by the required majority of creditors. A copy of the minutes of the meeting is attached and marked as Exhibit "A".
4. That the Investor Group Transaction provided in the Proposal of Power Battery (Iberville) Ltd. ("PBI") contemplated an investment by way of equity of \$1MM. The success of PBI's and the Company's Proposals was dependent on the successful conclusion of the Investor Group Transaction.
5. That the Investor Group Transaction was conditional, amongst other, on a successful restructuring of PBI's indebtedness owing to its Secured Creditors, namely the National Bank of Canada ("NBC"), GE Real Estate Financing Business Property Company ("GE") and Alter Moneta Corporation ("Alter Moneta").
6. That Power Battery (Iberville) Ltd. was not able to complete the successful restructuring of its indebtedness owing to its Secured Creditors and the Investor Group Transaction could not be successfully concluded.
7. That, consequently, Batterie Universelle Ltée was not able to complete the successful restructuring of all indebtedness owing by the Debtor to such Secured Creditors.
8. That in view of the above we recommend that the Court refuse to approve the Proposal.
9. That we forwarded a copy of this report to the Official Receiver on this day.

Dated at Montréal in the Province of Quebec, January 20, 2011.

RSM Richter Inc. - Trustee  
Per:

  
Benoit Gingues, CA, CIRP  
2 Place Alexis Nihon, Suite 1820  
Montréal QC H3Z 3C2  
Phone: (514) 934-3497 Fax: (514) 934-350





Office of the Superintendent  
of Bankruptcy Canada

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**CANADA**  
**DISTRICT OF QUEBEC**  
**DIVISION NO. 01 - MONTREAL**  
**COURT NO.:** 500-11-039459-108  
**ESTATE NO.:** 41-1393389

**AMENDED**

**SUPERIOR COURT**  
**" Commercial Division "**  
**(Bankruptcy and Insolvency Act)**

In the matter of the Proposal of:

**BATTERIE UNIVERSELLE LTÉE.**

Debtor

- and -

**RSM RICHTER INC.**

Trustee

**Minutes of the First Meeting of Creditors held:**

**On:** December 17, 2010 at 11:00 a.m.  
**At:** 5 Place Ville Marie, 8<sup>th</sup> Floor  
Montreal, Quebec

**Chaired by:** Mark Winkler  
Official Receiver  
By virtue of section 51(3) B.I.A..

**PRESENCES:**

See attached list (*Appendix 1*).

**QUORUM:**

The Chairman examines the proofs of claim and the mailing affidavit, confirms that the quorum is met and declares the meeting validly constituted (note: while no voting creditors are present, the trustee has received several votes prior to the meeting).

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**PRESENTATIONS:**

The Chairman presents: Mr. Benoît Gingues, trustee  
Mtre. Michel La Roche, attorney for the trustee  
Mr. Régis J Rehel, president of the debtor company  
Mtre. Gerald Kandestin, attorney for the debtor

**TRUSTEE'S REPORT AND QUESTION PERIOD:**

N/A - No creditors present

**VOTE ON THE PROPOSAL:**

The creditors vote on the proposal and the result of the votes compiled is the following:

	<u>Value of claims</u>	<u>Number of Creditors</u>
IN FAVOUR :	\$ 18,854.36 ( 100.00 % )	3 ( 100.00 % )
AGAINST :	\$ 0 ( 0.00 % )	0 ( 0.00 % )

The Chairman thus declares the proposal *accepted* unanimously by the creditors.  
See attached details on the results of the vote (*Appendix 2*).

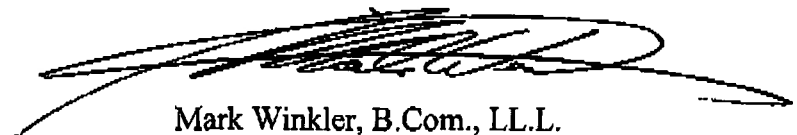
**COMMITTEE OF CREDITORS:**

The following individuals are appointed:

M. Richard Sigouin Banque Nationale du Canada

**CLOSING OF MEETING:**

All of the items on the agenda having been covered, the meeting is adjourned.



Mark Winkler, B.Com., LL.L.  
Official Receiver, Montreal Division



INTERVIA 2

RSM Richter Inc.  
Claims Registrar

In the Matter of the Proposal of Batterie Universelle Ltée Of the City of Saint-Leonard In the province of Quebec

Creditor Name	SOA Amount	Amount Filed	Admitted for Dividend	Votes		Richter Proxies
				Yes	No	
<b>Preferred creditors</b>						
1. VACATIONS	18,000.00					
<b>Secured creditors</b>						
1. BANQUE NATIONALE DU CANADA	350,000.00					
<b>Unsecured creditors</b>						
1. ACTIVE-TECH ELECTRONIQUE INC.	84.65					
2. AEG POWER SOLUTIONS INC.	857.58					
3. AMPERGEN (FORMERLY KNOWN AS N.A.B.C.) *	11,694.89					
4. AUTOMATES PREBEC, DIVISON (ENTREP. DIST. ROLAMO)	188.99					
5. AVENUE LTEE	59.78					
6. BANQUE NATIONALE DU CANADA	15,606,000.00					
7. BARBEAU VITRES D'AUTOS	383.72					
8. BATTERIE COMMERCIALE LTEE	9,591.00					
9. BATTERIE DIXON INC.	14,834.00					
10. BGL BROKERAGE LTD	1,480.00	1,480.36	1,480.36			
11. CANADIAN TIRE ACCEPTANCE LTD, COMPTES RECEVABLES	18.39					
12. CANON CANADA INC.	46.00					
13. CANTEC SYSTEMS LIMITED	2,229.76					
14. CEB COURRIER	275.00					
15. CHAUSSURES BELMONT INC.	108.37					
16. CHLORIDE CANADA	21,259.00					
17. CYGNAL TECHNOLOGIES	304.76	304.76	304.76			304.76
18. DISTRIBUTIONS REVOLUTECH	1,391.59					
19. EASTERN BATTERY SYSTEMS	418.00					
20. EAU PURE PLUS	62.00					
21. EXPRESS TOLL ROUTE	1.33					
22. FORD ELECTRIQUE FOURNITURE	551.80					
23. GAZ METRO INC.	27.00	52.19	52.19	52.19		
24. GILLETTE CANADA COMPANY	162.33					
25. GMAC						
26. GNB INDUSTRIAL POWER DIVISION OF EXIDE TECHNOLOGIE	1,128.75					
27. GROUPE PAGES JAUNES	266.09					
28. HYDRO QUEBEC	1,624.00	1,723.06	1,723.06			
29. IMPRIMERIE M.L	448.12					
30. INDUSTRIES DESORMEAU INC	56.00					
31. LAREAU ET FILS ASSURANCE INC	4,419.00					
32. MAC-MOTOR APPLIANCE CORPORATION *	3,103.36					
33. MATRIX ENERGY	4,798.00					
34. MERCHANT RETAIL SUPPLIES	981.63					
35. METRO NORAMCO	819.47					
36. MINISTRE DU REVENU DU QUEBEC	1,017.00	4,519.06	4,519.06			
37. MINISTRE DU REVENU DU QUEBEC		9,305.08	9,305.08			
38. O-MAX INC.	35.00					
39. ON POWER SYSTEMS INC.	880.43					
40. PHILADELPHIA SCIENTIFIC *	759.89					
41. PITNEY BOWES	108.00					
42. POWER BATTERY COMPANY INC. *	282,010.00					
43. POWER BATTERY IBERVILLE	552,269.00					
44. POWER CANADA CABLES LTD.	20,384.00					
45. PR VENTION INCENDIE	338.63					
46. PRAXAIR DISTRIBUTION INC.	247.00	548.47	548.47			
47. RESSORT IDEAL LTEE	1,588.15					
48. ROSSPAR LIMITED	1,000.00					
49. ROVER & ROVER INTERNATIONALE INC	16,620.00	16,628.94	16,628.94	16,628.94		
50. ROY FOGS MOTORS LTD	2,174.00	2,173.23	2,173.23	2,173.23		
51. ROZON BATTERIE INC.	27.00					
52. SELECTCOM TELECOM	1,375.00	572.56	572.56			
53. SK RESEAUTIQUE	243.81					
54. STATICON	5,269.00					
55. SURETTE BATTERY COMPANY LTD	48,400.97					
56. SYSTEME D'ENERGIE RONAC	395.00					
57. TELEBEC MOBILITE	353.00					

RSM Richter Inc.

Claims Register

In the Matter of the Proposal of Batterie Universelle Ltée Of the City of Saint-Leonard In the province of Quebec

Creditor Name	SOA Amount	Amount Filed	Admitted for Dividend	Votes		Richter Proxies
				Yes	No	
58. TELUS MOBILITE	506.00					
59. TRANSPORT BOURASSA	460.67	460.67	460.67			
60. TRANSPORT THIBODEAU SAGUEL	176.00					
61. USINAGE LEBRO MACHINING	316.05					
62. VULCAN ELECTRIC CO. INC.	333.51					
63. WURTH CANADA LTEE	329.40					
64. ZUS EXCHANGE 1.0434	12,914.46					
<b>Total Value</b>	<b>16,640,246.41</b>	<b>37,768.36</b>	<b>37,768.36</b>	<b>18,854.36</b>	<b>0.00</b>	<b>304.76</b>
<b>Total Votes</b>				<b>3</b>	<b>0</b>	

Dollar Value		% of Votes	
For	Against	For	Against
100.00%	0.00%	100.00%	0.00%