

C A N A D A
Province of Quebec
District of: Quebec
Division No.: 01 - Montréal
Court No.: 500-11-039457-102
Estate No.: 41-1393380

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
Power Battery (Iberville) Ltd.
Of the City of Saint Leonard
In the Province of Quebec

We, RSM Richter Inc., the trustee acting in the Proposal of Power Battery (Iberville) Ltd, 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 contemplated an investment by way of equity of \$1MM. The success of the Proposal was dependent on the successful conclusion of the Investor Group Transaction.
5. The Investor Group Transaction was conditional, amongst other, on a successful restructuring of the Company'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 the Company's indebtedness owing to its Secured Creditors and the Investor Group Transaction could not be successfully concluded.
7. That in view of the above we recommend that the Court refuse to approve the Proposal.
8. 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) 934-3504



Office of the Superintendent
of Bankruptcy Canada

Bureau du surintendant
des faillites Canada

An Agency of
Industry Canada

Un organisme
d'Industrie Canada

CANADA
DISTRICT OF QUEBEC
DIVISION NO. 01 - MONTREAL
COURT NO.: 500-11-039457-102
ESTATE NO.: 41-1393380

AMENDED

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

In the matter of the Proposal of:

POWER BATTERY (IBERVILLE) LTD.

Debtor

- and -

RSM RICHTER INC.

Trustee

Minutes of the First Meeting of Creditors held:

On: December 17, 2010 at 10:00 a.m.

At: 5 Place Ville Marie, 8th 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.

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:

The persons present are briefed on the administration to date and on the Trustee's report regarding the proposal. A question period then follows.

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 :	\$ 4,474,205.14 (100 %)	45 (100.00 %)
AGAINST :	\$ 0.00 (0 %)	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*).

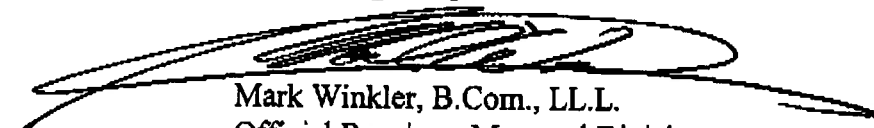
COMMITTEE OF CREDITORS:

The following individuals are appointed by unanimous consent of the creditors present:

M. Jean Legault	Accuma Corporation
M. Richard Sigouin	Banque Nationale du Canada
M. Remi Barriere	Corporation Alter Moneta

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

→ BENOIT GINGUES, TRUSTEE
 → Me MICHEL LA ROCHE, ATTORNEY

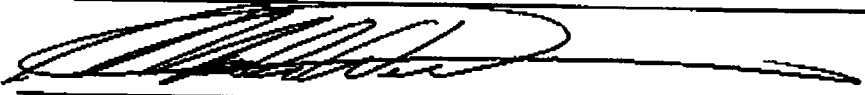
Creditors Present or Represented / Créanciers présents ou représentés

Name / Nom	Representing / Représente	Amount - Proven Claim Montant - Réclamation prouvée
JEANNOT SCHMIDT	TECHNIBEC 3000	\$
JEAN LEGAULT	ACCUMIF CORPORATION	
{ LYNNA JEFFRIES	CBC COMPAGNIE / BATTERIES COMMERCIALES	
{ D'ARCY O'NEILL	" " " " + 4246773 CANADA	
RICHARD SIGOUIN	BANQUE NATIONALE DU CANADA	
Me DENIS ST-ONGE	" " " "	
OLEKSANDRA SINYTSYNA	G.E. CANADA REAL ESTATE	
REMI BARRIERE	CORPORATION ALTER MONETA	
<hr/>		
HEATHER CHENNELL	RSM RICHTER INC.	
ANN STREMSKI	" " "	
CARL ADJAMI	" " "	
RAYMOND MASSI	" " "	
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Chair of meeting / Nom du président de l'assemblée

MARK WINKLER, OFFICIAL RECEIVER

Signature / Signature du président de l'assemblée



RSM Richter Inc.

Claims Register

In the Matter of the Proposal of Power Battery (Iberville) Ltd. Of the City of Saint Leonard in the Province of Quebec

MIRANDA

Creditor Name	SOA Amount	Amount Filed	Admitted for Dividend	Votes		Richter Proxies
				Yes	No	
Preferred creditors						
1. VACATIONS	300,000.00					
Secured creditors						
1. ALTER MONETA CORPORATION	587,198.89	718,342.75	718,342.75			
2. BANQUE NATIONALE DU CANADA	3,800,000.00					
3. BANQUE NATIONALE DU CANADA	393,646.44					
4. BANQUE NATIONALE DU CANADA	4,103,515.00					
5. COMMISSION SCOLAIRE DES HAUTES RIVIÈRES	11,963.46	10,003.31				
6. GE IMMOBILIER-IMMOBILIER D'ENTREPRISES, CANADA	2,823,458.57					
7. VILLE DE ST-JEAN-SUR-RICHELIEU	164,577.87					
	<u>11,884,360.43</u>	<u>10,003.31</u>				
Unsecured creditors						
1. A.N. FREEDMAN, INC.	1,038.02	1,038.02				
A.S.E.EQUIPEMENTS INC		1,204.10	1,204.10	1,204.10		
2. ACCUMA CORPORATION *	280,816.89	309,042.17	309,042.17	309,042.17		
3. ACTION PLASTIQUE	6,744.76	6,744.76				
4. ADF DIESEL (MONTREAL)	432.32					
5. ALARME LUMA / TELTECH	225.75					
6. ALTER MONETA CORPORATION						
7. AMPLEX CHEMICAL PRODUCTS LTD	41,672.44	41,672.44	41,672.44	41,672.44		
8. ANCRA INTERNATIONAL	2,871.87					
9. ANDRE ROY AUTO ELECTRIQUE	67.72					
10. ANI INTERNATIONAL						
11. ARAMARK	893.70					
12. ARC BROUSSEAU INC.	629.85					
13. ATELIER DE MECANIQUE YVES DUROCHER INC.	3,032.22					
14. AUTO-CHEM INC.	335.19					
15. AXSUN LOGISTICS	9,507.10					
16. AXSUN LOGISTICS INC *	1,885.00	11,402.10	11,402.10	11,402.10		
17. BANQUE LAURENTIENNE-VISA	576.82					
18. BANQUE NATIONALE DU CANADA	12,158,000.00					
BANQUE NATIONALE DU CANADA *		2,203,219.68	2,203,219.68	2,203,219.68		
19. BARJAN CANADA ULC	789.86	1,683.72	1,683.72			
20. BASCH TEXTILES CANADA INC.	1,354.62					
21. BATTERIES DIXON INC.	6,053.57					
22. BATTERIES UNIVERSELLE LTEE	688.21					
23. BATTERY DIRECT INC.	7,731.61	7,731.61				
24. BAYCO PRODUCTS *	2,850.23					
25. BELL CANADA	2,163.99					
26. BENDIX US *	19,882.13					
27. BGL BROKERAGE LTD	4,322.34	5,242.38	5,242.38			
28. BGL BROKERAGE LTD (US) *	929.34					
29. BM - BATTERY MACHINES	618.41					
30. BRAKE AXLE & TANDEM COMPANY	5,185.42	5,185.42	5,185.42			
31. BROSSES LACASSE	324.52					
32. BURLAN CORPORATION *	2,733.70					
33. CADEL 088 DIVISION UAP INC.	1,680.74					
34. CAIN LAMARRE CASGRAIN WELLS		995.28	995.28	995.28		
35. CARRUS TECHNOLOGIES	3,419.00					
36. CARTON UNIPACK INC.	19,352.93	19,352.93	19,352.93	19,352.93		
37. CASCADES ENVIROPAC	4,243.46					
38. CBC, COMPAGNIE BATTERIES COMMERCIALES	80,612.39					
39. CEB COURRIER	1,735.57					
40. CENTRE DE CONFORMIT ICC INC.	66.60					
41. CENTRE DE PARTAGE COMM. JO	240.00					
42. CENTRE DU CAMION GAMACHE	5.59					
43. CENTRE DU CAMION M.C. LTEE	313.58					
44. CHAM-CAL ENGINEERING *	858.72					
45. CHAMPION LABORATORIES INC.	378.60					
46. CHICAGO PNEUMATIC	5,361.80					
47. CIRCLE CORTINA INDUSTRIES	2,385.00					

RSM Richter Inc.

Claims Register

In the Matter of the Proposal of Power Battery (Iberville) Ltd. Of the City of Saint Leonard In the Province of Quebec

Creditor Name	SOA Amount	Amount Filed	Admitted for Dividend	Votes		Richter Process
				Yes	No	
48. CLAIR, LAPLANTE, COTE	2,155.92	2,155.92	2,155.92	2,155.92		
49. CLAREMONT (SPECTRO COATING CORP)*	14,400.00					
50. CMV AUTOMATION INC. *	2,139.51					
51. COMPAGNIE MOTOPARTS INC.	5,371.88	5,371.88	5,371.88	5,371.88		
52. COMPO-HAUT-RICHELIEU	338.63					
53. CONFORT ELITE	80.30					
54. CONVAL QUEBEC	476.80					
55. COOPER BUSSMANN INC	102.80					
56. CO-OPERATIVE INSURANCE *	350.00					
57. COVENTA INC.	852.26					
58. CREDIT PROTECTION E.D. LTEE	124.24					
59. CREDIT-BAIL CIE						
60. DANIEL C. TANNEY, INC. *	6,978.66	6,978.66	6,978.66	6,978.66		
61. DELAGE LANDEN		7,809.17	7,809.17	7,809.17		
62. DIRECT-MARKETING P.G. INC.	167.80					
63. DISTRIBUTION C.L.C.L. INC	6,074.94	6,074.94	6,074.94			
64. DL DURET ET LANDRY INC.	1,821.30					
65. DOCAP (1985) CORPORATION	392.98					
66. DUFORT & LAVIGNE LTEE	74.34					
67. EKA CHEMICALS INC. *	737.54					
68. ELECTRO SONIC	561.87					
69. EMAC WAREHOUSE SERV. INC.*	1,087.40					
70. EMBALLAGES JEAN-CARTIER INC.	612.35	612.35	612.35	612.35		612.35
71. EMCO LT E	460.15	463.53	463.53			
72. ENTREPRISES HYDRAULIQUES BRIERE ENR.	42.89					
73. EQUIPEMENT DE FINITION DU QUEBEC INC.	449.92	449.92	449.92	449.92		
74. EQUIPEMENT ROBERT INC.	7,872.38					
75. EQUIPEMENTS E.M.U. LTEE.	2,747.85					
76. ESCA TECH INC *	382.00					
77. ETIQUETTES FLEXO LABELS INC	870.98					
78. EULER HERMES CANADA SERVICES *Attn: Sophie Normandin	23,320.32	24,333.83	24,333.83	24,333.83		
79. EXIDE CANADA INC.	77.91					
80. EXIDE TECHNOLOGIES INDUSTRIAL ENERGY	8,923.77					
81. EXPORT DEVELOPMENT CANADA		500,000.00	500,000.00	500,000.00		
82. FAIRVIEW FITTINGS	6,433.56					
83. FAUCHER INDUSTRIES INC.	549.22	549.22	549.22			549.22
84. FEDERAL EXPRESS	371.41					
85. FESTO INC.	398.57	398.57	398.57			
86. FIRING CIRCUITS INC.*	5,177.15					
87. FISHER SCIENTIFIQUE	3,592.57	3,592.57	3,592.57			
88. FLEETSPEC	1,823.57					
89. FLEURISTE D CORATEUR	90.30					
90. FLOW SYSTEMS CO.*	29,157.34					
91. FOURNITURES DE BUREAU DENIS	920.49	1,327.50	1,327.50	1,327.50		
92. G.H. BERGER LTEE	16,861.88	16,823.56	16,823.56	16,823.56		
93. G2S EQUIPEMENTS INC.	9,130.07					
94. GARAGE ANDRE MONTY INC.	240.78					
95. GAZ METRO INC.	10,216.21	10,216.21	10,216.21	10,216.21		
96. GE IMMOBILIER-IMMOBILIER D'ENTREPRISES, CANADA	763,307.81					
97. GENERAL ELECTRIC CANADA	4,838.80					
98. GLASCOCK INTERNATIONAL, LLC *	2,281.10					
99. GMAC						
100. GOAL TRANSPORTATION *	3,800.00					
101. GOULD FASTENERS LIMITED	733.69	1,467.38				
102. GROTE INDUSTRIES CO.	44,773.05					
103. GROUPE G.L.P. HI-TECH INC.	22,839.80	22,839.80	22,839.80	22,839.80		
104. H. MILOT INC.	6,104.55					
105. H. PAULIN & CO. LIMITED	588.75					
106. HALTEC CORPORATION*	1,488.64					
107. HAMMOND GROUP, INC.*	18,749.60					
108. HASTING FILTERS	17,432.59					
109. HEBDRAULIQUE INC.	546.95					
110. HOLLINGSWORTH & VOSE CO.*	181,382.07					
111. HUDON DESBIENS ST-GERMAIN ENVIRONN. INC.	20,858.03	20,858.03	20,858.03	20,858.03		
112. HURRICANE PUMP DISTRIBUTION INC.	790.37	790.37	790.37	790.37		790.37

RSM Richter Inc.

Claims Register

In the Matter of the Proposal of Power Battery (Iberville) Ltd. 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	
113. HYDRAULIC SOURCE INC.	62.50					
114. HYDRO-QUEBEC	126,262.70	120,680.74	120,680.74	120,680.74		
115. ICT SYSTEME D'IMAGERIE	1,919.24					
116. IMPRESSION IMAGE PLUS	830.78					
117. IMPRIMERIE M.L.	777.01					
118. IMPRIMERIE RYAN INC.	248.33					
119. IMPRIMERIE SUR-DEL INC.	2,130.88					
120. INDUSTRIES UNICOR INC.	105,802.34	105,802.34	105,602.34	105,802.34		
121. INFO-LAN CONCEPT	3,441.82					
122. INJECTION DIESEL GREENFIELD PARK	1,025.77					
123. INSTALLATIONS J.R.R. ENRG	27.80					
124. INTER-CONTINENTAL GEAR & BRAKE						
125. INTERTEK TESTING SERVICES	2,281.20					
126. INVESTISSEMENTS RAMMUSSEN INC. *	839,000.00					
127. IST TECHNOLOGIES DE SURFACE INT'L	254.75					
128. ITM INSTRUMENTS INC.	769.36	769.36	769.36	769.36		769.36
129. JACQUES BRULE	1,029.64					
130. JEAN-PIERRE GUAY TRANSPORT	7,099.38	6,187.77	6,187.77	6,187.77		
131. JOHN BROOKS CO. LTD	1,745.61	1,745.61	1,745.61			
132. JOLI DISTR F. HENDEL INC.	618.55					
133. KALLSTROM ENGINEERING AB *	2,540.40					
134. KINGSWAY TRANSPORT	5,831.88	5,824.88	5,824.88	5,824.88		
135. L.M.L. ELECTRIQUE (1995) LTEE	7,239.19					
136. LABORATOIRE DE TOXICOLOGIE	8,964.00					
137. LABRADOR LAURENTIENNE INC.	304.50					
138. LAPLAST ENR.	1,072.31					
139. LAREAU ET FILS ASSURANCES *	8,290.82					
140. LAREAU ET FILS ASSURANCES INC.	9,071.80					
141. LES ACIERS ROBOND INC.	1,630.80	1,630.80	1,630.80	1,630.80		
142. LES PLASTIQUES CY-BO INC	237.04	237.04				
143. LIBRAIRIE DU RICHELIEU	51.02					
144. LINCOLN INDUSTRIAL CORP *	1,253.00					
145. LINDE	4,309.07	4,309.07	4,309.07	4,309.07		
146. LINDE (PROPERTY)						
147. LOCATION D'OUTILS SIMPLEX S.E.C.	7,705.63					
148. LOCATION FLORABEC	2,248.54					
149. LOCATION PRO-SEC	1,043.50					
150. LUBRIFIANTS ST-LAURENT INC.	1,819.58					
151. LUMEN	49.67					
152. MAC ENGINEERING & EQUIPMENT *	636.00					
153. MARTIN INC.	12,662.29					
154. MAXXIMA, DIV. OF PANOR CORP. *	1,972.67					
155. MAZOUT & PROPANE BEAUCHEMIN	501.18					
156. MCCANN EQUIPMENT LTD	744.86	744.84	744.84			
157. MCMASTER-CARR SUPPLY COMPANY *	7,516.44	8,335.09	8,335.09			
158. METTLER-TOLEDO INC.	1,125.93					
159. MIDAC BATTERIES	5,760.00					
160. MILTON CANADA	5,060.29	5,060.29				
161. MINOR RUBBER *	2,180.99					
162. MITEK INDUSTRIES INC. *	6,847.00					
163. MOTEURS ELECTRIQUES GOYETTE	1,322.75					
164. MOTEURS ELECTRIQUES ST-JEAN	2,800.71	2,672.74	2,672.74	2,672.74		
165. MOTOR APPLIANCE CORPORATION *	8,419.73					
166. MOULES HSM INC.	3,464.13	3,464.13				
167. MVS MACLEAN CREWSON *	2,676.00					
168. NADIR FREEDMAN		5,060.29				
169. NATEXPORT (NEWALTA) *	1,497,700.12					
170. NATEXPORT (R&R) *	613,877.09					
171. NEWALTA CORPORATION	1,383,301.89					
172. NIPPON SHEET GLASS CO. LTD. *Attn: Mr. Kenichiro Fukae	51,043.57	53,258.86	53,258.86	53,258.86		
173. NORDIC SENSORS INDUSTRIAL	279.37					
174. NORMAN G. JENSEN CANADA INC.	147.37					
175. NORMAN G. JENSEN, INC. *	44.10					
176. NU-LINE PRODUCTS INC.	2,539.87					
177. OMEGA ENVIRONMENTAL INC.	162.54					

RSM Richter Inc.

Claims Registrar

In the Matter of the Proposal of Power Battery (Iberville) Ltd. Of the City of Saint Leonard in the Province of Quebec

Creditor Name	GOA Amount	Amount Filed	Admitted for Dividend	Votes		Richter Proxies
				Yes	No	
178. ONEIL COLOR & COMPOUNDING CORP. *	40,340.00					
179. OUTILS D.G. INC.	650.20					
180. P.E. BOISVERT AUTO LTEE	807.98	907.98				
181. PAETEC COMMUNICATIONS, INC. *	74.33					
182. PALETTE DU HAUT-RICHELIEU INC.	25,870.48	29,525.93	29,525.93	29,525.93		
183. PAPETERIE PAYETTE DU H.-R. INC.	73.38					
184. PARTNERS IN CREDIT INC.	1,666.08					
185. PEINTURE INDUSTRIELLES GLASS SHIELD LTEE	920.05	1,497.57	1,497.57	1,497.57		1,497.57
186. PELICAN PRODUCTS INC. *	491.80					
187. PERMATEX CANADA INC.	2,806.20					
188. PETROLES DUPONT INC.	1,662.43					
189. PIECES D'AUTO ST-JEAN INC.	836.10					
190. PLACEMENTS DENIS ROBERT INC.	336.15					
191. PLACEMENTS TRIMAX INC.	2,817.36					
192. PLANCHERS DE BETON ROYAL	293.48					
193. PLASTIQUE MILLER LT E	104.67					
194. PLUSKOTA ELECTRIC MFG CO *	133.70					
195. PNEUMATIQUE O.C.C. INC.	2,638.06	1,433.96	1,433.96	1,433.96		
196. POGO LOGISTICS INC. Attn: HARVEY CUTTING	5,827.50					
197. POLYMER MOLDING COPR *	172.53					
198. POWER CANADA CABLES LTD.	119,508.21					
199. POWER TECH PLASTIQUES	469.34					
200. PREMIER EXHAUST INC	9,404.28					
201. PRIMAX TECHNOLOGIES	496.65					
202. PRIMUS CANADA	132.57					
203. PRO-BALLAST INC.	487.41	1,105.13	1,105.13	1,105.13		
204. PROCESSING SUPPLY COMPANY *	3,115.94					
205. PRODUITS CHIMIQUES CARTIER	1,552.02	1,552.02	1,552.02	1,552.02		1,552.02
206. PRODUITS METCHRO INC.	40.24					
207. PRODUITS NON FERREUX GAUTHIER INC.	98,658.73	57,312.17	57,312.17	57,312.17		
208. PROTAC INDUSTRIES Attn: ERIC PARENT	7,687.35					
209. PROTECTRON INC.	628.76					
210. PROTO PLUS/LCP PRECISION INC.	31,058.86					
211. PULVERISATEUR MS	1,715.70	1,715.70	1,715.70	1,715.70		1,715.70
212. PURULATOR COURIER LTD	613.88					
213. QUIK-X TRANSPORTATION	30,327.03					
214. REPARATION B.P. ENR.	180.80					
215. R.A.M.Q.	11,382.73					
216. R.L. DOUCET INC.	115.90					
217. RACINE CHEVROLET	7.41					
218. RADIATOR SPECIALTY COMPANY	15,950.41	15,950.41	15,950.41			
219. RAYCO HARDWARE IMPORT	390.84					
220. RAYMOND CHABOT SST INC.	18,758.37					
221. RAYMOND, CHABOT, GRANT, THORTON	54,040.35					
222. RECEVEUR GENERAL DU CANADA	36,527.78	37,231.83	37,231.83			
223. REMORQUAGE CONRAD D. INC	231.39					
224. REPARATION B.P.	381.20					
225. RICHARDSON MOLDING INC. *	62,284.17					
226. RLM INDUSTRIEL COMBUSTION INC.	11,558.68					
227. RMS EQUIPEMENTS SANITAIRES INC.	1,788.61					
228. ROBERT THIBERT INC.	2,539.22					
229. ROPE & PLASTIC SALES (USA) BILL LINCOLN *	5,320.00					
230. ROSSPAR LIMITED	3,775.07					
231. ROY FOSS MOTORS LTD						
232. RPT INDUSTRIAL	1,805.81					
233. RSR CORPORATION *	495,272.71	516,767.55	516,767.55	516,767.55		
234. RWD TOOLS & MACHINE LTD	3,391.80					
235. S.A.A.Q.	225.88					
236. S.J.B. ST-JEAN BEARING LTEE	5,458.69					
237. SCHUMACHER ELECTRIC *	211.18					
238. SECURITE KOLOSSAL INC.	11,645.10	11,645.10	11,645.10	11,645.10		
239. SEFOR INC.	445.63					
240. SEIBEL MANUFACTURING *	89,065.31					
241. SEL PLUS	311.54					
242. SENCOM INFORMATIQUE INC.	735.90					

RSM Richter Inc.

Claims Register

In the Matter of the Proposal of Power Battery (Iberville) Ltd. 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	
243. SERICO	10,874.22	10,874.21	10,874.21			
244. SERVICE D'OUTILS F.G.L INC.	123.08					
245. SERVICES DE READAPTATION	15,000.00					
246. SHELL CANADA PRODUCTS	1,525.15					
247. SILENCIEUX QUALITE MUFFLERS	5,709.14					
248. SINTERTECHNIK GMBH *	1,273.12					
249. SKF (CHICAGO RAWHIDE)	9,333.18					
250. SOCIETE LAURENTIDE INC.	3,584.25	3,584.25	3,584.25			3,584.25
251. SOLUTIONS SHERBY	12,068.77	12,020.93	12,020.93			
252. SPAENAUER INC.	4.02					
253. STABLEX CANADA INC.	13,570.87					
254. STANDARD LIFE	1,009.12					
255. STEMCO CANADA *	12,537.01					
256. SUPERIEUR PROPANE INC.	114.31					
257. SWS STAR WARNING SYSTEMS	1,183.15					
258. TECHNIBEC 3000	75,287.86	75,287.86	75,287.86	75,287.86		
259. TECHNIRACK	299.18					
260. TERMACO LTEE	10,560.56	12,006.56	12,006.56	12,006.56		
261. TONOLLI CANADA LTD *	191,752.80	234,481.00	234,481.00	234,481.00		
262. TONY FECTEAU	11.00					
263. TRACTION ST-LEONARD	66.71					
264. TRANSFORCE BELTAL INC.	672.74					
265. TRANS-LINK, LLC *	925.00					
266. TRANSPORT DUCAMPRO INC.	3,950.00	888.45	888.45	888.45		
267. TRUCK FLEET MAINTENANCE	1,076.27					
268. TRUCK-LITE	8,824.44					
269. TRUX ACCESSORIES	112.81					
270. TULIP CORPORATION *	32,085.70					
271. TUNDRA INTERNATIONAL	211.64					
272. TW CENTRE DE DISTRIBUTION	65,256.03					
273. UAP INC		55,349.40	55,349.40			
274. UBA INC.	19,443.10	19,443.10	19,443.10	19,443.10		19,443.10
275. USINAGE MICHEL L'HEUREUX INC.	136.74					
276. VAST-AUTO DISTRIBUTION LTEE	1,854.87					
277. VELVAC INC. (US) *	3,121.89					
278. VELVAC, INC.	878.16					
279. VENTEX	460.25					
280. VEYANCE TECHNOLOGIES CANADA, INC.	8,187.71					
281. WAKEFIELD CANADA INC.	16,810.09					
282. WASTE MANAGEMENT	22.79					
283. WESTBURNE	33.86					
284. WHD DISTRIBUTION	15,062.16					
285. WHITE LINE DISTRIBUTORS INC.	1,775.36					
286. WILLIAM RASMUSSEN - ADVANCE *	550,000.00					
287. WILLIAM RASMUSSEN - LOAN *	200,000.00					
288. WILLIAM RASMUSSEN-LOAN *	35,574.00					
289. WIRTZ MANUFACTURING CO. * (Attr: Debra Morrison)	11,131.75					
290. XL 2000 RODAC INC.	1,650.69					
291. YORK MOLD *	1,787.58					
292. ZESTA ENGINEERING LTD	1,170.80	1,170.80	1,170.80	1,170.80		1,170.80
293. ZIP ZAP SPLASH INC	332.98					
294. ZZ US EXCHANGE 1.0434	293,439.39					
Total Value	21,584,893.73	4,674,943.54	4,843,232.04	4,474,205.14	-	31,684.74
Total Votes				45	-	

Dollar Value		% of Votes	
For	Against	For	Against
100%	0.00%	100.00%	0.00%