

CANADA
PROVINCE OF QUEBEC
DISTRICT OF MONTREAL
NO.: 500-11-039459-108
SUP NO.: 41-1393389

SUPERIOR COURT
(Commercial Division)

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

BATTERIE UNIVERSELLE LTÉE, a corporation
duly incorporated according to law having its head
office at 6290, boulevard des Grandes-Prairies, in the
City of Saint-Leonard, QC, Province of Quebec, H1P
FAZ

Debtor/Petitioner

RSM RICHTER INC., in its capacity as Trustee to
the Proposal of the Debtor, having its place of
business at 2-Place Alexis Nihon, Suite 1820,
Montreal, QC H3Z 3C2;

Trustee

Droits de greffe
Gouvernement du Québec 2010-11-25
Palais Justice MONTREAL
0237779-0003-0854 50,00

COPIE CONFORME

Greffier adjoint

MOTION TO EXTEND THE DELAY TO MAKE A PROPOSAL
(Section 50.4(9) *Bankruptcy and Insolvency Act, Canada*)

IN SUPPORT OF THE PRESENT MOTION, PETITIONER DECLARES AS FOLLOWS:

1. On August 12, 2010, the Debtor, Batterie Universelle Ltée. filed a Notice of Intention to Make a Proposal ("NOI") under the relevant provisions of the *Bankruptcy and Insolvency Act*, Canada and named RSM Richter Inc. ("RSM") as trustee thereto, the whole as appears of record herein.
2. On September 9, 2010, this Honourable Court granted the Debtor's Motion to Extend the Delay to Make a Proposal for a period of forty-five (45) days, which delay will expire on October 22, 2010, the whole as appears of record herein.
3. On October 22, 2010, this Honourable Court granted the Debtor's Motion to Extend the Delay to Make a Proposal, which delay will expire on November 26, 2010, the whole as appears of record herein.

25 novembre 2010
Vu la nature des allégés
Vu les représentations
Vu les délais prévus de l'art 50.4(9) de la
LAI

Prises antip

PROLOGE jusqu'en 7 juin 2011
les délais visent la proposition

4. The Debtor forms part of a corporate group including its parent, Power Battery (Iberville) Ltd. ("**Iberville**"), Iberville's parent, Power Battery Co., Inc. ("**Power New Jersey**"), a New Jersey corporation, and the Debtor's sister corporation Power Canada Cables Ltd. ("**Power Canada**") (collectively, the "**Corporations**").
5. The Corporations collectively operate in the Province of Quebec and the State of New Jersey carrying on the business of the design, manufacturing and distribution of (i) stationary batteries and cabinets used in backup or standby applications, (ii) motive power batteries used in industrial equipment such as forklift trucks and floor washers, (iii) specialized cables and terminals used in commercial applications (refrigeration, lighting), and (iv) peripheral devices used in conjunction with commercial backup power applications.
6. Given the inter-relationship between the Corporations, Iberville and Power Canada have also filed Notices of Intention to Make a Proposal with RSM acting as Trustee thereunder.
7. The Corporations' principal secured creditor is National Bank of Canada ("**NBC**"). NBC is presently providing limited support to the Debtor during the restructuring process.
8. During the past few months, RSM, with the assistance of the Debtor's restructuring officer and professional advisors, has been overseeing a solicitation process in order to obtain offers that will preserve the Debtor's business as a going concern.
9. To this end, the Corporations and RSM prepared a virtual data room (the "**Data Room**") for consultation by interested parties.
10. In addition, RSM prepared an information package which included a letter of solicitation, summary information and a confidentiality agreement (the "**Information Package**").
11. The Information Package was sent to interested parties identified by RSM and the Corporations including investors, strategic partners and potential purchasers.
12. Thereafter, several interested parties have manifested interest, have signed the confidentiality agreement and visited the Data Room.
13. To date, discussions are continuing with various interested parties with a view to obtaining one or more offers for the Debtor's business.
14. Accordingly, the Debtor requires a further period of time in order to complete the solicitation process described above, finalize its restructuring plan and ultimately file its proposal.
15. The Debtor's creditors will not be prejudiced by the Court granting the extension sought by the Debtor hereunder. On the other hand, the bankruptcy of the Debtor will cause significant prejudice to the Debtor's creditors, employees and other stakeholders.
16. The report prepared by RSM on the state of the Debtor's business and financial affairs will be presented by RSM at the hearing of the present Motion.

17. The Debtor has acted and continues to act diligently and in good faith.

18. Accordingly, the Debtor is entitled to seek the extension of the delay to make its proposal for a period of forty-five (45) days, namely January 9, 2011.

19. The present Motion is well-founded in fact and in law.

WHEREFORE, THE DEBTOR/PETITIONER PRAYS FOR JUDGMENT OF THIS HONOURABLE COURT:

- (a) **GRANTING** the present Motion;
- (b) **SHORTENING** the delays to serve and present the present Motion and **DECLARING** that the present Motion has been validly served; and
- (c) **EXTENDING** the delay for Petitioner to make its proposal herein until **January 9, 2011**,

THE WHOLE WITHOUT COSTS, SAVE IN THE EVENT OF CONTESTATION.

MONTREAL, November 23, 2010

(SGD) KUGLER KANDESTIN, L.L.P.

KUGLER KANDESTIN, L.L.P.,
Attorneys for Petitioner

TRUE COPY

Kugler Kandestin, L.L.P.
KUGLER KANDESTIN, L.L.P.,
Attorneys for Petitioner

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Debtor/Petitioner

and

RSM RICHTER INC.

Trustee

SOLEMN DECLARATION

I, the undersigned, Regis Rehel, carrying on business at its head office at 6290, boulevard des Grandes-Prairies, in the City of Saint-Leonard, QC, Province of Quebec, H1P 1A2 hereby solemnly declare the following:

1. **THAT** I am the President of Batterie Universelle Ltée, the Pctitioner in the present "Motion to Extend the Delay to Make a Proposal" (the "**Motion**") and have knowledge of all of the facts alleged in such Motion; and
2. **THAT** all of the facts alleged in the present Motion are, other than those of record herein, true and correct.

AND I HAVE SIGNED:

(SGD) Regis Rehel

REGIS REHEL

**SOLEMNLY DECLARED before me at the
City of Montreal, Province of Quebec, this
23rd day of November, 2010.**

(SGD) June Barron, #61,100

**Commissioner of Oaths in and for the
City and District of Montreal.**

TRUE COPY

Kugler Kandestin, L.L.P.
KUGLER KANDESTIN, L.L.P.,
Attorneys for Petitioner

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PROVINCE OF QUEBEC
DISTRICT OF MONTREAL
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and

RSM RICHTER INC.

Trustee

NOTICE OF PRESENTATION

TO: Messrs. Carl Adjami/Benoit Ginges
RSM RICHTER INC.
2 Place Alexis Nihon, Suite 1820
Montreal, Quebec H3Z 3C2
Trustee

TO: Me Pierre Grenier
FRASER MILNER CASGRAIN
1 Place Ville Marie, Suite 3900
Montreal, Quebec H3B 4M7
Attorneys for: GE Canada

TO: Me Denis St-Onge
GOWLINGS
1 Place Ville Marie, Suite 3700
Montreal, Quebec H3B 3P4
Attorneys for: National Bank

TO: Me Nicolas Plourde
HEENAN BLAIKIE
1250 René-Lévesque Blvd. West, Suite 2500
Montreal, Quebec H3B 4Y1
Attorneys for: Hastings Filters

TO: Mr. Leslie Kite
M. LESLIE KITE & ASSOCIATES, PC
208 South LaSalle Street, Suite 1750
Chicago U.S.A. 60604
Attorneys for: Hollingworth and Vose

TO: Me Mathieu Thibault
LAVERY
1 Place Ville Marie, Suite 4000
Montreal, Quebec H3B 4W4
Attorneys for: Seibel Modern Manufacturing

TO: **Superintendent in Bankruptcy**
5 Place Ville Marie, Suite 800
Montreal, Quebec H3B 2G2

TO: **Mc Jacques Carpentier**
7333, Place des Roseraies, Suite 202
Anjou, Quebec H1M 2X6
Attorney for: Alter Moneta Corporation

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Gentlemen:

Take notice that the present *Motion to Extend the Delay to Make a Proposal* will be presented for adjudication before this Honourable Court at **9:00 a.m.** in **Room 16.10** of the Montreal Court House, situated at 1 Notre Dame Street West, Montreal, Quebec on **November 25, 2010**, or so soon thereafter as counsel may be heard.

Do govern yourselves accordingly.

MONTREAL, November 23, 2010

(SGD) KUGLER KANDESTIN, L.L.P.

KUGLER KANDESTIN, L.L.P.,
Attorneys for Petitioner

TRUE COPY



KUGLER KANDESTIN, L.L.P.,
Attorneys for Petitioner

No. 500-11-039459-108

COUR SUPERIOR COURT
(Commercial Division)
DISTRICT OF MONTREAL

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FILE A PROPOSAL OF:

BATTERIE UNIVERSELLE LTÉE Debtor/Petitioner

-and-

RSM RICHTER INC.

Trustee

**MOTION TO EXTEND THE DELAY TO MAKE
A PROPOSAL
(Section 50.4(9) Bankruptcy and
Insolvency Act, Canada)**

COPY

Me Gordon Levine
O/F: 4974-001

KUGLER KANDESTIN

AVOCATS • ATTORNEYS

S.E.N.C.R.L. • LLP

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