

CANADA
PROVINCE OF QUEBEC
DISTRICT OF MONTREAL
NO.: 500-11-039457-102
SUP NO.: 41-1393380

SUPERIOR COURT
(Commercial Division)

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

POWER BATTERIES (IBERVILLE) LTD., 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 1A2;

Debtor/Petitioner

and

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

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, Power Batteries (Iberville) Ltd. 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. The Debtor forms part of a corporate group including its parent, Power Battery Power Co. Inc. ("**Power New Jersey**"), a New Jersey corporation, and its subsidiaries Batterie Universelle Ltée ("**Batteric**") and Power Canada Cables Ltd. ("**Power Canada**") (collectively, the "**Corporations**").

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4. 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.
5. Given the inter-relationship between the Corporations, Batterie and Power Canada have also filed Notices of Intention to Make a Proposal with RSM acting as Trustee thereunder. Power New Jersey has not, at the present time, filed for protection under the U.S. Bankruptcy Code.
6. The Corporations' operating lender and principal secured creditor is National Bank of Canada ("NBC"). NBC is presently supporting the Debtor's cash flow requirements during the restructuring process.
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. Following the granting by this Honourable Court of the first extension to the NOI period, RSM, with the assistance of the Debtor's restructuring officer and professional advisors, prepared an information package and provided same to potential strategic partners and other interested parties, the whole in order to solicit offers that will preserve the Debtor's business as a going concern.
9. Given that the solicitation process has commenced but has not yet been completed, the Debtor requires a further period of time to put together its restructuring plan in connection therewith.
10. 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.
11. 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.
12. The Debtor has acted and continues to act diligently and in good faith.
13. 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 December 6, 2010.
14. The present Motion is well-founded in fact and in law.

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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 **December 6, 2010**,

THE WHOLE WITHOUT COSTS.

MONTREAL, October 15, 2010

(SGD.) Kugler Kandestin, L.L.P.

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

TRUE COPY

Kugler Kandestin, LLP.
KUGLER KANDESTIN, L.L.P.

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and

RSM RICHTER INC.

Trustee

SOLEMN DECLARATION

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

1. **THAT** I am the President of Power Batteries (Iberville) Ltd., the Petitioner 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
15th day of October, 2010.

(SGD.) JUNE BARRON (#61,100)

Commissioner of Oaths

TRUE COPY

Kugler Kandestin, LLP
KUGLER KANDESTIN, L.L.P.

CANADA
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SUPERIOR COURT
(Commercial Division)

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

POWER BATTERIES (IBERVILLE) LTD.

Debtor/Petitioner

and

RSM RICHTER INC.

Trustee

NOTICE OF PRESENTATION

TO: Mr. Carl Adjami
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 Roseaies, Suite 202
Anjou, Quebec H1M 2X6

Attorney for: Alter Moneta Corporation

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 **October 22, 2010**, or so soon thereafter as counsel may be heard.

Do govern yourselves according.

MONTREAL, October 15, 2010

(SGD.) Kugler Kandestin, L.L.P.

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

TRUE COPY

Kugler Kandestin, LLP.
KUGLER KANDESTIN, L.L.P.

No. 500-11-039457-102

COUR SUPERIOR COURT
(Commercial Division)
DISTRICT OF MONTREAL

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

POWER BATTERIES (IBERVILLE) LTD. 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 for: RSM RICHTER INC.
2 Place Alexis Nihon, Suite 1820
Montréal, Québec H3Z 3C2

Attention: Mr. Carl Adjami

Me Gordon Levine
O/F: 4974-001

KUGLER KANDESTIN

AVOCATS • ATTORNEYS
S.E.M.C.R.L. • LLP

1 Place Ville Marie, Suite 2101
Montréal, Québec, Canada H3B 2C6

Tel: (514)878-2861
Fax: (514)875-8424

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