

CANADA
Province of Québec
District of: Québec
Division No.: 01 - Montréal
Court No.: 500-11-038366-106
Estate No.: 41-1317995

SUPERIOR COURT
In Bankruptcy and Insolvency
(Commercial Division)

Notice of Bankruptcy and First Meeting of Creditors
(Subsection 102(1) of the Act)

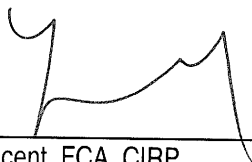
In the Matter of the Bankruptcy of
ExelTech Aerospace Inc.

Take notice that:

1. ExelTech Aerospace Inc. was deemed to have filed an assignment on May 29, 2010, and the undersigned, RSM Richter Inc., was appointed as trustee of the estate of the bankrupt by the official receiver, subject to affirmation by the creditors of the trustee's appointment or substitution of another trustee by the creditors.
2. The first meeting of creditors of the bankrupt will be held on June 21, 2010, at 10:30 A.M., at the office of the Superintendent of Bankruptcy at 5 Place Ville Marie, 8th Floor, Montréal, Quebec.
3. To be entitled to vote at the meeting, a creditor must lodge with the trustee, before the meeting, a proof of claim and, where necessary, a proxy.
4. Enclosed with this notice is a form of proof of claim, a form of proxy, and a list of creditors with claims amounting to 25 dollars or more, showing the amounts of their claims.
5. Creditors must prove their claims against the estate of the bankrupt in order to share in any distribution of the proceeds realized from the estate.

Dated at Montréal in the Province of Quebec, June 4, 2010.

RSM Richter Inc. - Trustee
Per:



Yves Vincent, FCA, CIRP

District of: Quebec
 Division No. 01 - Montréal
 Court No. 500-11-038366-106
 Estate No. 41-1317995

Original Amended

FORM 78
 Statement of Affairs (Business Bankruptcy) made by an entity
 (Subsection 49(2) and Paragraph 158(d) of the Act / Subsections 50(2) and 62(1) of the Act)
 In the Matter of the Bankruptcy of
 ExelTech Aerospace Inc.

TRANSLATION

To the bankrupt:
 You are required to carefully and accurately complete this Form and the applicable attachments, showing the state of your affairs on the date of the bankruptcy, on the 29th day of May 2010. When completed, this Form and the applicable attached lists will constitute the Statement of Affairs and must be verified by oath or solemn

LIABILITIES (as stated and estimated by the officer)	ASSETS (As stated and estimated by the officer)
1. Unsecured creditors as per list "A" 7,220,633.42	1. Inventory 0.00
Balance of secured claims as per list "B" 0.00	2. Trade fixtures, etc. 0.00
Total unsecured creditors 7,220,633.42	3. Accounts receivable and other receivables, as per List "E"
2. Secured creditors as per list "B" 12,834,570.00	Good 0.00
3. Preferred creditors as per list "C" 0.00	Doubtful 0.00
4. Contingent, trust claims or other liabilities as per list "D"	Bad 0.00
estimated to be reclaimable for 0.00	Estimated to produce 0.00
Total liabilities 20,055,203.42	4. Bills of exchange, promissory note, etc., as per List "F" 0.00
Surplus NIL	5. Deposits in Financial Institutions 0.00
	6. Cash 0.00
	7. Livestock 0.00
	8. Machinery, equipment and plant 0.00
	9. Real property or immovable as per List "G" 12,834,570.00
	10. Furniture 0.00
	11. RRSPs, RRIFs, Life insurance, etc. 0.00
	12. Securities (Shares, Bonds, Debentures, etc.) 0.00
	13. Interests under wills 0.00
	14. Vehicles 0.00
	15. Other property, as per List "H" 0.00
	If bankrupt is a corporation, add:
	Amount of subscribed capital 28,102,041.00
	Amount paid on capital 28,102,041.00
	Balance subscribed and unpaid 0.00
	Estimated to produce 0.00
	Total assets 12,834,570.00
	Deficiency 7,220,633.42

I, Gérard Moretti, of the Ville of Blainville in the Province of Quebec, do swear (or solemnly declare) that this statement and the attached lists are to the best of my knowledge a full, true and complete statement of my affairs on the 29th day of May 2010 and fully disclose all property of every description that is in my possession or that may devolve on me in accordance with the Act.

SWORN (or SOLEMNLY DECLARED)
 before me at the City of Montréal in the Province of Quebec, on this 1st day of June 2010.

 Lucie Leroux, Commissioner of Oaths
 For the Province of Quebec
 Expires Nov. 27, 2012

 Gérard Moretti

District de: Québec
 No division: 01- Montréal
 No cour: 500-11-038366-106
 No dossier: 41-1317995

FORM 78 -- Suite

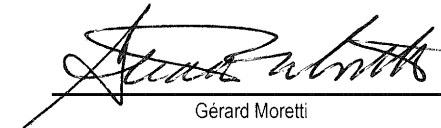
Liste "A"
 Créanciers Sans Garantis

ExelTech Aerospace Inc.

No.	Nom du créancier	Adresse	Réclamation non garantis	Équilibre de réclamations non garantis	Total réclamation
1	AEROPORTS DE MONTREAL	SUITE 1000 800 LEIGH-CAPREOL DORVAL QC H4Y 0A5	0.00	0.00	0.00
2	ANDRE RACETTE	2 PLACE ALEXIS NIHON, SUITE 1820 MONTREAL QC	0.00	0.00	0.00
3	ASS QUEBEC. AEROSPATIALE	5145, AV. DECELLES CNRC - BUREAU 424 MONTREAL QC H3T 2B2	903.00	0.00	903.00
4	AVITRADER PUBLICATIONS CORP.	9500 AQUILAR ROAD RICHMOND BC V7A 2H7	2,235.24	0.00	2,235.24
5	BELL CANADA, VENDE DIRECT	PO BOX 8713 STATION CENTRE-VILLE MONTREAL QC H3C 4L6	18.79	0.00	18.79
6	BELL CONFERENCES INC.	10 FOUR SEASONS PLACE 10E ETAGE TORONTO ON M9B 6H7	1,086.68	0.00	1,086.68
7	BLACKMONT CAPITAL INC	900-181BAY ST, PO BOX 779 TORONTO ON M5J 2T3	30,000.00	0.00	30,000.00
8	BMO NESBITT BURNS	1 FIRST CANADIAN PL, 35TH FL TORONTO ON M5X 1H3	36,000.00	0.00	36,000.00
9	BOURBONNAIS, SERGE	14 DES SOUVERAINS BLAINVILLE QC J7C 5A9	0.00	0.00	0.00
10	C.S.S.T.	C.P. 11493 SUCC. CENTRE-VILLE MONTREAL QC H3C 5S1	1,779.04	0.00	1,779.04
11	CAFO INC.	2001 RUE UNIVERSITY BUREAU 1601 MONTREAL QC H3A 2A6	30,022.00	0.00	30,022.00
12	CALVIN TUITT USD	795 MUIR ST. #1505 ST-LAURENT QC H4L 5H8	0.00	0.00	0.00
13	CANACCORD CAPITAL CORPORATION	PO BOX 10337 PACIFIC CENTER VANCOUVER BC T2N 4X7	342,000.00	0.00	342,000.00
14	CHIASSON, RITA	269 RUE LES ERABLES LAVAL QC H7R 1A3	0.00	0.00	0.00
15	CIBC MELLON #01273020000	P.O. BOX 46205 POSTAL STATION "A" TORONTO ON M5W 4K9	931.26	0.00	931.26
16	CNW GROUP	WATERPARK PLACE 20 BAY STREET SUITE 1500 TORONTO ON M5J 2N8	671.61	0.00	671.61
17	CONSEIL TAXE SCOLAIRE MTL	C.P. 11071, SUCC. CENTRE-VILLE MONTREAL QC H3C 5A9	74,014.53	0.00	74,014.53
18	DANYS THERRIEN	42, CHEMIN DES OSTRYERS OKA QC J0N 1E0	114,320.00	0.00	114,320.00
19	DELOITTE & TOUCHE	1 PLACE VILLE MARIE SUITE 3000 MONTREAL QC H3B 4T9	53,400.05	0.00	53,400.05

01-juin-2010

Date


 Gérard Moretti

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Liste "A"
 Créanciers Sans Garantis

ExelTech Aerospace Inc.

No.	Nom du créancier	Adresse	Réclamation non garantis	Équilibre de réclamations non garantis	Total réclamation
20	DEREK NICE	4173, 5TH LINE EAST CAMPBELLFORD ON K0L 1L0	265,847.23	0.00	265,847.23
21	DESJARDINS SECURITIES	TOUR EST CP 394 3112 COMPLEXE DESJARDINS MONTREAL QC H5B 1J2	335,000.00	0.00	335,000.00
22	DEVELOPPEMENT ECONOMIC	MARC ANDRE BEDARD 1255 PEEL ST. SUITE 900 MONTREAL QC H3B 2T9	216,336.00	0.00	216,336.00
23	DIGGLE, DAVID B.	4758 GASTON CRESCENT PIERREFONDS QC H9J 1Z8	0.00	0.00	0.00
24	DUVAL, SYLVAIN	80, 17E AVENUE LACHINE QC H8S 3N6	0.00	0.00	0.00
25	E, DRURY, DIANE	30 THIBAUDEAULT CR. ILE BIZARD QC H9C 2V5	0.00	0.00	0.00
26	GORDON J. PREECE	7 BEATTY CRESCENT AURORA ON L4G 5V2	6,211.32	0.00	6,211.32
27	HOPS, STEPHEN	51 GRACE SHANTZ KIRKLAND QC H9J 3A4	0.00	0.00	0.00
28	INVESTOR COMPANY	PO BOX 5999 STN F 77 BLOOR ST W, 3RD FL TORONTO ON M4Y 2T1	380,000.00	0.00	380,000.00
29	JASON BRAY	104-1240 KENSINGTON RD NW CALGARY AB T2N 4X7	50,000.00	0.00	50,000.00
30	L'ACIER BRITTON	8555 CHEMIN DEVONSHIRE VILLE MT ROYAL QC H4P 2L3	0.00	0.00	0.00
31	LAMARRE, MICHELLE	925 TS LS-BASILE-PIGEON LACHINE QC H8S 4L7	0.00	0.00	0.00
32	LANGEVIN, CELINE	12026 PERE-DE-FOUCAULD MONTREAL-NORD QC H1G 4R5	0.00	0.00	0.00
33	LANGEVIN, CELINE	12026 PERE-DE-FOUCAULD MONTREAL-NORD QC H1G 4R5	43,920.00	0.00	43,920.00
34	LAROCQUE, EVAN	56 RUE PICARD N.D. ILE PERROT QC J7V 9A2	0.00	0.00	0.00
35	LUC BELANGER	941 NICOLE-LEMAIRE BOUCHERVILLE QC J4B 3G6	115,259.62	0.00	115,259.62
36	MORETTI, GERARD	819 CURE LABELLE BLAINVILLE QC J7C 2K7	0.00	0.00	0.00
37	NBCN INC	1010 RUE DE LA GAUCHETIERE O SUITE 1410 MONTREAL QC H3B 5J2	5,000.00	0.00	5,000.00
38	OCTAGON CAPITAL CORPORATION	181 UNIVERSITY AVE., 4TH FLOOR TORONTO ON M5H 3N7	291,000.00	0.00	291,000.00
39	OUIMET, GILLES	3423 BOUL. PIE IX LAVAL QC H7C 0A6	0.00	0.00	0.00
40	PROVISION GENERALE (ESTIMÉ)	2 PLACE ALEXIS NIHON MONTREAL QC H3Z 3C2	100,000.00	0.00	100,000.00

01-juin-2010

Date


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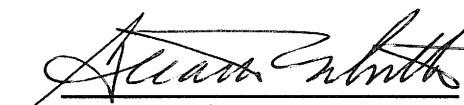
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Liste "A"
 Créanciers Sans Garantis
 ExelTech Aerospace Inc.

No.	Nom du créancier	Adresse	Réclamation non garantis	Équilibre de réclamations non garantis	Total réclamation
41	RBC DOMINION SECURITIES	P.O. BOX 50 ROYAL BANK PLAZA TORONTO ON M5J 2W7	20,000.00	0.00	20,000.00
42	ROE AVIATION	CH-6562 SOAZZA, SWITZERLAND -	284,285.00	0.00	284,285.00
43	ROYAL BANK OF CANADA	20 KING STREET WEST 9TH FLOOR TORONTO ON M5H 1C4	85,551.79	0.00	85,551.79
44	ROYAL BANK OF CANADA	20 KING STREET WEST 9TH FLOOR TORONTO ON M5H 1C4	1,444,638.27	0.00	1,444,638.27
45	RSM RICHTER INC.	2, PLACE ALEXIS NIHON SUITE 1820 MONTREAL QC H3Z 3C2	151,096.71	0.00	151,096.71
46	SALAIRES ET VACANCES A PAYER (ESTIMÉ)	2 PLACE ALEXIS NIHON MONTREAL QC H3Z 3C2	500,000.00	0.00	500,000.00
47	SERGE BOURBONNAIS	14 DES SOUVERAINS BLAINVILLE QC J7C 5A9	114,320.00	0.00	114,320.00
48	SERGE BROCHU	38, 6E AVENUE PIN COURT QC J7V 5K3	62,025.64	0.00	62,025.64
49	SERGE LAPORTE	5500 TOUGAS AUTEUIL QC H7K 3W6	17,744.66	0.00	17,744.66
50	SOUSTIEL, LAURENT	638 AVE BLOOMFIELD OUTREMONT QC H2V 3S1	0.00	0.00	0.00
51	SUN LIFE DU CANADA	CP 11010 SUCC CV MONTREAL QC H3C 4T9	4,748.40	0.00	4,748.40
52	SYLVAIN BREAULT	93 POTVIN-LAZURE ST-REMI QC J0L 2L0	70,897.97	0.00	70,897.97
53	THERRIEN, DANY	42 CHEMIN DES OSTRYERS OKA QC J0N 1E0	0.00	0.00	0.00
54	TUITT, CALVIN	795, NUIR #1505 SAINT-LAURENT QC H4L 5H8	0.00	0.00	0.00
55	VAILLANCOURT ROBITAILLE SAVOIE BEDARD ET ASSOCIES	8328 RUE ST-DENIS MONTREAL QC H2P 2G8	1,924.52	0.00	1,924.52
56	VALEURS MOBILIERES DESJARDINS INC	1060 RUE UNIVERSITY, #101 MONTREAL QC H3B 4V3	805,000.00	0.00	805,000.00
57	VERTIGO COMMUNICATIONS	4400 CHEMIN DE LA COTE-DE-LIESSE SUITE 203C MONTREAL QC H4N 2P7	141.09	0.00	141.09
58	VILLE DE MONTREAL	SUCC. CENTRE VILLE CP 11043 MONTREAL QC H3C 4X3	1,018,528.00	0.00	1,018,528.00
59	VISA RBC R. CHIASSON CDN	795 STUART GRAHAM NORD DORVAL QC H4Y 1E9	0.00	0.00	0.00
60	VISA RBC TUITT CND	795 STUART GRAHAM N DORVAL QC H4Y 1E9	0.00	0.00	0.00
61	VISA RBC TUITT USD	795 STUART GRAHAM DORVAL QC H4Y 1E9	0.00	0.00	0.00

01-juin-2010

Date


 Gérard Moretti

District de: Québec
No division: 01- Montréal
No cour: 500-11-038366-106
No dossier: 41-1317995

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Liste "A"
Créanciers Sans Garantis

ExelTech Aerospace Inc.

No.	Nom du créancier	Adresse	Réclamation non garantis	Équilibre de réclamations non garantis	Total réclamation
62	WILLIS USD	1130 RUE SHERBROOKE O. MONTREAL QC H3A 2M8	143,775.00	0.00	143,775.00
Total:			7,220,633.42	0.00	7,220,633.42

01-juin-2010

Date



Gérard Moretti

District de: Québec
No division: 01- Montréal
No cour: 500-11-038366-106
No dossier: 41-1317995

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Liste "B"
Créanciers Garantis

ExelTech Aerospace Inc.

No.	Nom du créancier	Adresse	Montant de la réclamation	Détails de la garantie	Date de la garantie	Évaluation de la garantie	Surplus estimatif de la garantie	Solde non-garanti de la réclamation
1	GE CANADA EQUIP. FINANCING G.P.	1250 RENE-LEVESQUE WEST SUITE 1100 MONTREAL QC H3B 4W8	12,834,570.00	Immeubles et biens réels - Édifice - Ville St-Laurent - 1200 Pitfield	31-mai-2010	12,834,570.00		
Total:			12,834,570.00			12,834,570.00	0.00	0.00

01-juin-2010

Date


Gérard Moretti

THIS INFORMATION SHEET IS SUPPLIED IN ORDER TO ASSIST YOU IN COMPLETING THE PROOF OF CLAIM FORM

- The proof of claim must be signed by the individual completing the form.
- The signature of the claimant must be witnessed.
- Give the complete address (including postal code) where all notices and correspondence are to be forwarded.
- The amount on the statement of account must agree with the amount claimed on the proof of claim.

PARAGRAPH 1 OF THE PROOF OF CLAIM

- If the individual completing the proof of claim is not the creditor himself, he must state his position or title.
- The creditor must state the full and complete legal name of the Company or the claimant.

PARAGRAPH 3 OF THE PROOF OF CLAIM

- A detailed statement of account must be attached to the proof of claim and must show the date, the invoice number and the dollar amount of all the invoices or charges, together with the date, the number and the amount of all credits or payments. A statement of account is not complete if it begins with an amount brought forward. In addition, a creditor must indicate his/her address, phone number, fax number and E-mail address.

PARAGRAPH 4 OF THE PROOF OF CLAIM

- An unsecured creditor (subparagraph (A)) must check and state whether or not a priority rank is claimed under Section 136 of the Bankruptcy and Insolvency Act.
- A claim of landlord (subparagraph (B)) for disclaimer of lease must be completed with full particulars and calculations.
- A secured creditor must complete subparagraph (C) and attach a copy of the security documents.
- A farmer, fisherman or aquaculturist must complete subparagraph (D).
- A wage earner must complete subparagraph (E), if applicable.
- Section F must be completed with regard to a pension plan.
- A claim against director(s) (subparagraph (G)), in a proposal which compromises a creditor's claim, must contain full particulars and calculations.
- A customer of a bankrupt securities firm must complete subparagraph (H).

PARAGRAPH 5 OF THE PROOF OF CLAIM

- The claimant must indicate whether he/she **is** or **is not related** to the debtor, as defined in the Bankruptcy and Insolvency Act, by striking out that which is not applicable.

PARAGRAPH 6 OF THE PROOF OF CLAIM

- The claimant must attach a detailed list of all payments received and/or credits granted, as follows:
 - a) within the **three months** preceding the initial bankruptcy event, in the case where the claimant and the debtor are **not related**;
 - b) within the **twelve months** preceding the initial bankruptcy event, in the case where the claimant and the debtor are **related**.
- PROXY**
 - a) A creditor may vote either in person or by proxy;
 - b) A debtor may not be appointed as proxy to vote at any meeting of the creditors;
 - c) The Trustee may be appointed as a proxy for any creditor;
 - d) In order for a duly authorized person to have a right to vote he must himself be a creditor or be the holder of a properly executed proxy. The name of the creditor must appear in the proxy.

PROOF OF CLAIM

(Section 50.1, Subsections 65.2(4), 81.2(1), 81.3(8), 81.4(8), 81.5, 81.6, 102(2), 124(2), 128(1), and Paragraphs 51(1)(e) and 66.14(b) of the Act)

All notices or correspondence regarding this claim must be forwarded to the following address:

In the Matter of the Bankruptcy of **ExelTech Aerospace Inc.** of the City of St-Laurent, Province of Quebec, and the claim of _____, creditor.

I, _____ (name of creditor or representative of the creditor), of _____ (city and province), do hereby certify:

1. That I am a creditor of the above-named debtor (or that I am _____ (state position or title) of _____ (name of creditor or representative of the creditor)).

2. That I have knowledge of all of the circumstances connected with the claim referred to below.

3. That the debtor was, at the date of the bankruptcy, namely May 29, 2010, and still is, indebted to the creditor in the sum of \$ _____, as specified in the statement of account (or affidavit) attached and marked Schedule "A," after deducting any counterclaims to which the debtor is entitled. (The attached statement of account or affidavit must specify the vouchers or other evidence in support of the claim.)

4. Check and complete appropriate category

A. UNSECURED CLAIM OF \$ _____
(Other than as a customer contemplated by Section 262 of the Act)

That in respect of this debt, I do not hold any assets of the debtor as security and
(Check appropriate description)

Regarding the amount of \$ _____, I do not claim a right to a priority.
(Ordinary Creditor)

Regarding the amount of \$ _____, I claim a right to a priority under section 136 of the Act.
(Preferred Creditor)
(Set out on an attached sheet details to support priority claim)

B. CLAIM OF LESSOR FOR DISCLAIMER OF A LEASE \$ _____

That I hereby make a claim under subsection 65.2(4) of the Act, particulars of which are as follows:
(Give full particulars of the claim, including the calculations upon which the claim is based)

C. SECURED CLAIM OF \$ _____.

That in respect of this debt, I hold assets of the debtor valued at \$ _____ as security, particulars of which are as follows:

(Give full particulars of the security, including the date on which the security was given and the value at which you assess the security, and attach a copy of the security documents.)

D. CLAIM BY FARMER, FISHERMAN OR AQUACULTURIST OF \$ _____

That I hereby make a claim under subsection 81.2(1) of the Act for the unpaid amount of \$ _____
(Attach a copy of sales agreement and delivery receipts).

FORM 31 (Continued)

- E. CLAIM BY WAGE EARNER OF \$ _____
 - That I hereby make a claim under subsection 81.3(8) of the Act in the amount of \$ _____
 - That I hereby make a claim under subsection 81.4(8) of the Act in the amount of \$ _____
- F. CLAIM BY EMPLOYEE FOR UNPAID AMOUNT REGARDING PENSION PLAN OF \$ _____
 - That I hereby make a claim under subsection 81.5 of the Act in the amount of \$ _____
 - That I hereby make a claim under subsection 81.6 of the Act in the amount of \$ _____
- G. CLAIM AGAINST DIRECTOR \$ _____
 (To be completed when a proposal provides for the compromise of claims against directors.)

That I hereby make a claim under subsection 50(13) of the Act, particulars of which are as follows:
 (Give full particulars of the claim, including the calculations upon which the claim is based.)

- H. CLAIM OF A CUSTOMER OF A BANKRUPT SECURITIES FIRM \$ _____
 That I hereby make a claim as a customer for net equity as contemplated by section 262 of the Act, particulars of which are as follows:
 (Give full particulars of the claim, including the calculations upon which the claim is based.)

5. That, to the best of my knowledge, I am (or the above-named creditor is) (or am not or is not) related to the debtor within the meaning of section 4 of the Act, and have (or has) (or have not or has not) dealt with the debtor in a non-arm's-length manner.

6. That the following are the payments that I have received from, the credits that I have allowed to, and the transfers at undervalue within the meaning of subsection 2(1) of the Act that I have been privy to or a party to with the debtor within the three months (or, if the creditor and the debtor are related within the meaning of section 4 of the Act or were not dealing with each other at arm's length, within the 12 months) immediately before the date of the initial bankruptcy event within the meaning of subsection 2(1) of the Act: (provide details of payments, credits and transfers at undervalue)

Dated at _____, this _____ day of _____

 Creditor _____
 Witness
 Telephone number: _____ Fax number: _____
 E-mail address: _____

NOTES: If an affidavit is attached, it must have been made before a person qualified to take affidavits.
 WARNINGS: A trustee may, pursuant to subsection 128(3) of the Act, redeem a security on payment to the secured creditor of the debt or the value of the security as assessed, in a proof of security, by the secured creditor.
 Subsection 201(1) of the Act provides severe penalties for making any false claim, proof, declaration or statement of account.

PROXY

(Subsection 102(2) and paragraphs 51(1)e) and 66.15(3)b) of the Act)

In the Matter of the Bankruptcy of **ExelTech Aerospace Inc.**

I, _____, of _____
 (name of creditor) (name of town or city)

a creditor in the above matter, hereby appoint _____ of _____,
 to be my proxyholder in the above matter, except as to the receipt of dividends, with (or without) power to appoint another proxyholder in his or her place.

Dated at _____, this _____ day of _____

 Creditor

Per: _____
 Name and Title of Signing Officer

 Witness