

CANADA  
PROVINCE OF QUEBEC  
DISTRICT OF MONTREAL

SUPERIOR COURT  
(Commercial Division)

NO.: 500-11-047518-143

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

NOVEKO INTERNATIONAL INC.

Debtor/Petitioner

-and-

RICHTER ADVISORY GROUP INC.

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, DEBTOR/PETITIONER SUBMITS AS  
FOLLOWS:

1. On October 7, 2014, the Debtor, Noveko International Inc. (the "**Debtor**"), filed a Notice of Intention to Make a Proposal (the "**NOI**") under the relevant provisions of the *Bankruptcy and Insolvency Act*, Canada (the "**BIA**") naming Richter Advisory Group Inc. ("**Richter**") as trustee thereto, the whole as appears of record herein.
2. The Debtor, in conjunction with its subsidiaries (collectively, the "**Noveko Group**"), specializes in the air filtration industry by providing its clientele with innovative and eco-energetic filtration solutions, including the design, development, manufacture and marketing of products incorporating patented air filtration technologies, including air filters, antimicrobial masks and respirators, and other antimicrobial products, including hand sanitizers (the "**Business**").
3. The Noveko Group presently employs approximately 15 persons and has continued operating the Business throughout the NOI period.
4. Third Eye Capital Corporation ("**TEC**"), as secured party and as agent and *fondé de pouvoir*, is the Noveko Group's operating lender and principal secured creditor.
5. In order to ensure that the Noveko Group has sufficient funding to continue its operations during the restructuring process, on October 16, 2014, this Honourable Court issued Interim Financing Orders, authorizing a \$2,000,000 interim credit facility secured by a first-ranking charge in favour of TEC, as appears of record herein.
6. On November 5, 2014, the Court extended the delay under the NOI for the Debtor to make its proposal until December 19, 2014.

-2-

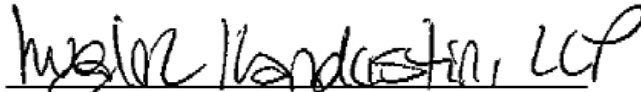
7. In addition to the appointment of Richter as trustee under the NOI, the Debtor has mandated Richter to oversee a solicitation process to seek purchasers, strategic partners and/or investors to acquire, on a going concern basis, the Debtor's assets including the shares or assets of its subsidiaries and/or to invest in the Debtor and/or its subsidiaries.
8. In this regard, the solicitation process has begun whereby potential purchasers were sent a teaser package, given access to a virtual data room and invited to make offers.
9. Presently, offers have been received from potential purchasers (the "Offers"). Consequently, the Debtor, with the assistance of Richter, will be assessing the Offers but will be unable to do so prior to the end of the year.
10. The Debtor anticipates that court approval for a proposed transaction will occur early in the New Year. Such approval will result in a sale transaction which, owing to the nature of the Business, will take some time to negotiate and conclude. Thereafter, the Debtor will have to evaluate and arrange for the preparation of a proposal to its creditors.
11. Accordingly, the Debtor requires a further period of time in order to complete the solicitation process and the sale in an orderly manner, evaluate and formulate a proposal to its creditors and move forward with its restructuring plan.
12. No creditor of the Debtor will be materially prejudiced if the extension requested herein is granted.
13. The Debtor has acted, is acting and will continue to act in good faith and with due diligence.
14. The Trustee's report on the state of the Debtor's business and financial affairs is produced in support of the present Motion as **Exhibit P-1**.
15. The Debtor has served the present Motion on all the parties who have requested service thereof.
16. Given all of the foregoing, the Debtor is entitled to seek the extension of the delay to make its proposal until January 30, 2015.
17. The present Motion is well founded in fact and in law.

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

- (A) **SHORTENING** the delay to serve and present the present Motion;
- (B) **GRANTING** the present Motion;
- (C) **EXTENDING** the delay for Debtor/Petitioner Noveko International Inc. to make its proposal until January 30, 2015.

**THE WHOLE WITHOUT COSTS.**

Montreal, December 15, 2014

A handwritten signature in black ink, appearing to read "Kugler Kandestin, LLP", written over a horizontal line.

**KUGLER KANDESTIN, L.L.P.**

Attorneys for the Debtor/Petitioner

CANADA  
PROVINCE OF QUEBEC  
DISTRICT OF MONTREAL

SUPERIOR COURT  
(Commercial Division)

NO.: 500-11-047518-143

IN THE MATTER OF THE NOTICE OF  
INTENTION TO MAKE A PROPOSAL  
OF:  
NOVEKO INTERNATIONAL INC.

Debtor/Petitioner

-and-

RICHTER ADVISORY GROUP INC.

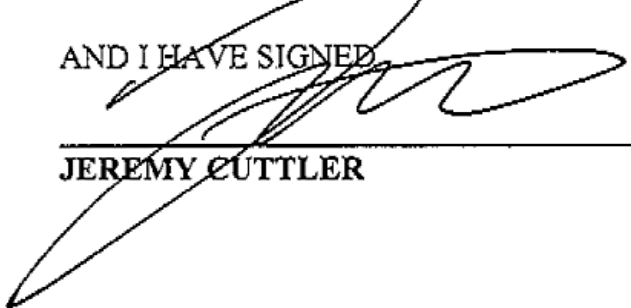
Trustee

ATTESTATION OF AUTHENTICITY  
(Article 82.1 C.C.P.)

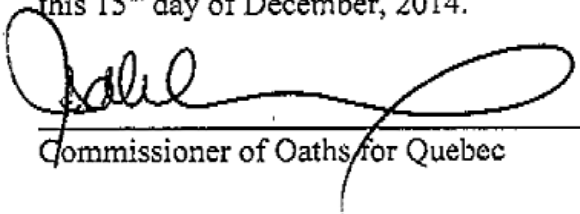
The undersigned, **JEREMY CUTTLER**, attorney of the Firm Kugler Kandestin, L.L.P., carrying on business at 1 Place Ville Marie, Suite 2101, in the City and District of Montreal, Province of Quebec, under my oath of office, declare that:

1. On December 12, 2014, Kugler Kandestin, L.L.P. received by e-mail the Solemn Declaration of Mr. André Leroux signed on December 12, 2014 and received by Kugler Kandestin, L.L.P. at 2:44 p.m. on the same date;
2. The copy of the Solemn Declaration attached hereto is a true copy and such Solemn Declaration was received by Kugler Kandestin, L.L.P. as set forth in paragraph 1 above.

AND I HAVE SIGNED

  
\_\_\_\_\_  
JEREMY CUTTLER

Solemnly declared before me at Montreal  
this 15<sup>th</sup> day of December, 2014.

  
\_\_\_\_\_  
Commissioner of Oaths for Quebec

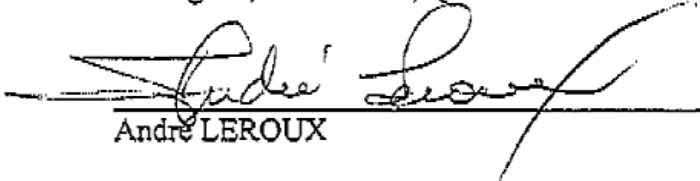


**A F F I D A V I T**

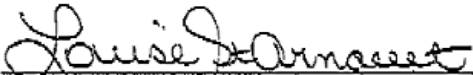
I, the undersigned André LEROUX, businessman, residing and domiciled for the purposes hereof at 149 J.A. Bombardier, unit 2, Boucherville, Quebec, affirm solemnly the following:

1. I am one of the directors of the Debtor, Noveko International Inc.;
2. I have knowledge of all the facts alleged in the annexed "Motion to Extend the Delay to Make a Proposal" and all the facts alleged therein are true.

And I have signed, in Montreal, Quebec

  
André LEROUX

Solemnly affirmed before me, in Montreal, Quebec  
this 12 day of December, 2014.

  
Commissioner of oaths for the Province of Québec



CANADA  
PROVINCE OF QUEBEC  
DISTRICT OF MONTREAL

SUPERIOR COURT  
(Commercial Division)

NO.: 500-11-047518-143

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

NOVEKO INTERNATIONAL INC.

Debtor/Petitioner

-and-

RICHTER ADVISORY GROUP INC.

Trustee

NOTICE OF PRESENTATION

**TO: FISHMAN FLANZ MELAND PAQUIN**

1250 René-Lévesque West  
Suite 4100  
Montreal, QC  
Attention: Me Gilles Paquin

Attorneys for Third Eye Capital Corporation

**TO: RICHTER ADVISORY GROUP INC.**

c/o Mr. Raymond Massi  
1981 McGill College  
Montreal, QC

**TO: THE SUPERINTENDENT OF BANKRUPTCY**

Sun Life Building  
1155 Metcalfe Street  
Suite 950  
Montreal, QC

SIRS, take notice that the "Motion to Extend the Delay to Make a Proposal" will be presented for adjudication to a Judge of the Superior Court, Commercial Division, of the Province of Québec, of the District of Montreal, or to the Registrar thereof, on December 17, 2014 at 9:00 a.m. in room 16.10 of the Court House in Montreal, 1 Notre-Dame Street, East, or so soon thereafter as counsel may be heard.

Montreal, December 15, 2014

  
KUGLER KANDESTIN, L.L.P.  
Attorneys for the Debtor/Petitioner

CANADA  
PROVINCE OF QUEBEC  
DISTRICT OF MONTREAL

SUPERIOR COURT  
(Commercial Division)

NO.: 500-11-047518-143

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

NOVEKO INTERNATIONAL INC.

Debtor/Petitioner

-and-

RICHTER ADVISORY GROUP INC.

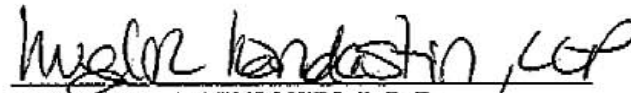
Trustee

**LIST OF EXHIBITS**

EXHIBIT P-1:

Trustee's Report

Montreal, December 15, 2014



KUGLER KANDESTIN, L.L.P.

Attorneys for the Debtor/Petitioner

**NO.: 500-11-047518-143**

---

COUR SUPERIOR COURT  
(Commercial Division)  
DISTRICT OF MONTREAL

---

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

NOVEKO INTERNATIONAL INC.

Debtor/Petitioner

-and-

RICHTER ADVISORY GROUP INC.

Trustee

---

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

---

COPY FOR :

RICHTER ADVISORY GROUP INC.  
c/o Mr. Raymond Massi

Jeremy Cuttler  
O/File No.: 5757-1/JC

**KUGLER KANDESTIN**

AVOCATS • ATTORNEYS

S.E.N.C.R.L. • LLP

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

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

BG 0132