

C A N A D A
Province of Quebec
District of: Quebec
Division No.: 01 - Montréal
Court No.: 500-11-039877-101
Estate No.: 41-1434692

SUPERIOR COURT
In Bankruptcy and Insolvency
(Commercial Division)

Notice of Proposal to Creditors
(Section 51 of the Act)

In the Matter of the Proposal of
Trellia Networks Inc.
In the City of Saint-Laurent
Of the Province of Quebec

Take notice that Trellia Networks Inc. of the City of Saint-Laurent in the Province of Quebec has lodged with us a proposal under the Bankruptcy and Insolvency Act.

A copy of the proposal, a condensed statement of the debtor's assets, and liabilities, and a list of the creditors affected by the proposal and whose claims amount to \$250 or more are enclosed herewith.

A general meeting of the creditors will be held at the Office of the Superintendent of Bankruptcy, 5 Place Ville Marie, 8th Floor, Montreal, Quebec on February 3, 2011 at 11:00 A.M.

The creditors or any class of creditors qualified to vote at the meeting may by resolution accept the proposal either as made or as altered or modified at the meeting. If so accepted and if approved by the court the proposal is binding on all the creditors or the class of creditors affected.

Proofs of claim, proxies and voting letters intended to be used at the meeting must be lodged with us prior to the commencement of the meeting.

A Notice of Hearing of Application for Court Approval of Proposal is also enclosed.

Dated at Montréal in the Province of Quebec, January 20, 2011.

RSM Richter Inc. - Trustee
Per:



André Hébert, CA, CIRP
2 Place Alexis Nihon, Suite 1820
Montréal QC H3Z 3C2
Phone: (514) 934-3497 Fax: (514) 934-3504

CANADA

SUPERIOR COURT

PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL
DIVISION NO.: 01 - Montréal
COURT NO. 500-11-039877-101
ESTATE NO.: 41-1434692

(Commercial Division)

IN THE MATTER OF THE PROPOSAL OF TRELIA NETWORKS INC./RÉSEAUX TRELIA INC., a corporation, duly incorporated having its head office at 100 Alexis-Nihon Blvd., suite 770, in the city of Montreal, province of Quebec, H4M 2P3

DEBTOR

AMENDED PROPOSAL

We, Trellia Networks Inc., hereby submit the following amended proposal under the *Bankruptcy and Insolvency Act*:

1. For the purposes hereof:

“**ACT**” means the *Bankruptcy and Insolvency Act*.

“**COMMITTEE**” means the committee comprising up to three (3) individuals to be named by the creditors at the PROPOSAL MEETING.

“**CORPORATION**” means Trellia Networks Inc. / Réseaux Trellia Inc.

“**COURT**” means the Superior Court of Québec, Judicial District of Montréal (Commercial Division).

“**CREDITORS**” means all creditors, or any of them, affected by the PROPOSAL.

“**CROWN CLAIMS**” as defined at paragraph 3.1.

“**EMPLOYEE CLAIMS**” as defined at paragraph 3.2.

“**NOTICE OF INTENTION**” means the Notice of Intention to make a proposal under the ACT filed on November 24, 2010.

"POST-FILING OBLIGATIONS" means any and all obligations incurred by the CORPORATION in the course of its activities, accrued and unpaid from the date of filing of the NOTICE OF INTENTION, or those which the CORPORATION anticipates having to incur thereafter until the PROPOSAL has been satisfied.

"PREFERRED CLAIMS" means all claims directed by the ACT to be paid in priority to all other claims in the distribution of the property of an insolvent debtor.

"PROPOSAL" means this Amended Proposal.

"PROPOSAL APPROVAL" means collectively the approval of the PROPOSAL by the creditors of the CORPORATION and its approval by the COURT pursuant to a judgment which has become executory as a result of the delay to appeal having expired.

"PROPOSAL EXPENSES" means all fees, expenses, liabilities and obligations of the TRUSTEE, and all legal fees of the TRUSTEE or CORPORATION's counsel and accounting fees on and incidental to the proceedings arising out of the NOTICE OF INTENTION and the PROPOSAL.

"PROPOSAL MEETING" means the meeting of the creditors of the CORPORATION called for the purpose of considering the PROPOSAL.

"SECURED CLAIMS" means claims of secured creditors within the meaning of the ACT.

"TRUSTEE" means RSM Richter Inc.

"TRADE CREDITORS" means UNSECURED CREDITORS having Trade Creditor Claims and **"TRADE CREDITOR"** means any of them.

"TRADE CREDITOR CLAIMS" means all UNSECURED CLAIMS other than Crown Claims, Employee Claims and Preferred Claims.

"UNSECURED CLAIMS" means claims of the UNSECURED CREDITORS including claims of any nature whatsoever, whether owing or not as at the date of filing of the NOTICE OF INTENTION of the CORPORATION, including contingent or unliquidated claims arising out of any transaction entered into by the CORPORATION prior to the date of filing of the NOTICE OF INTENTION and, as the case may be, any damage and any other amount that a creditor or an employee of the CORPORATION would be able to claim.

"UNSECURED CREDITORS" means a person having UNSECURED CLAIMS against the CORPORATION, provable as a claim under the ACT and **"UNSECURED CREDITOR"** means any of them.

2. SECURED CLAIMS

2.1. The SECURED CLAIMS shall be paid in accordance with arrangements existing between the CORPORATION and the holders of SECURED CLAIMS or as may be arranged between the CORPORATION and the holders of SECURED CLAIMS. For greater certainty, the CORPORATION agrees that nothing herein contained will in any way affect the rights of the holders of the SECURED CLAIMS.

3. PREFERRED CLAIMS

3.1. amounts owing to Her Majesty in right of Canada or a Province that could be subject to a demand under Section 224 (1.2) of the *Income Tax Act*, or under any provision of the *Canada Pension Plan* or of the *Employment Insurance Act* that refers to subsection 224 (1.2) of the *Income Tax Act* and provides for the collection of a contribution, as defined in the *Canada Pension Plan*, or an employee's premium, or employer's premium, as defined in the *Employment Insurance Act*, and of any related interest, penalties or other amounts, or any provision of provincial legislation that has a similar purpose to subsection 224(1.2) of the *Income Tax Act*, or that refers to that subsection, to the extent that it provides for the collection of a sum, and of any related interest, penalties or other amounts, where the sum :

- i) has been withheld or deducted by a person from a payment to another person and is in respect of a tax similar in nature to the income tax imposed on individuals under the *Income Tax Act*; or
- ii) is of the same nature as a contribution under the *Canada Pension Plan* if the province is a "province providing a comprehensive pension plan" as defined in subsection 3(1) of the *Canada Pension Plan* and the provincial legislation establishes a "provincial pension plan" as defined in that subsection.

(Hereafter "CROWN CLAIMS"), outstanding at the time of the filing of the NOTICE OF INTENTION, will be paid, without interest, in full, according to the ACT.

3.2. amounts owing to employees and former employees, that they would have been entitled to receive under Section 136(1)(d) of the ACT if the employer became bankrupt on the date of the filing of the NOTICE OF INTENTION, as well as wages, salary, commissions or compensation

for services rendered after that date and before the PROPOSAL APPROVAL, together with, in the case of travelling salespersons, disbursements properly incurred by them in and about the bankrupt's business during the same period ("EMPLOYEE CLAIMS"), will be paid according to the ACT.

4. UNSECURED CLAIMS

4.1. Each of the TRADE CREDITORS will receive, in full and final settlement of its TRADE CREDITOR CLAIM, without interest or penalty:

- i) an amount equal to 100% of the first \$2,000.00 of its proven TRADE creditor claim; and
- ii) an amount equal to 10% of the remaining of its TRADE CREDITOR CLAIMS after payment of the amount provided for at 4.1 (i).

5. The PROPOSAL EXPENSES will be paid in priority to all PREFERRED CLAIMS and UNSECURED CLAIMS.

6. The PREFERRED CLAIMS will be paid in full, without interest, in priority to UNSECURED CLAIMS, according to the ACT.

7. The UNSECURED CLAIMS will be paid, without interest, in accordance with the PROPOSAL, within thirty (30) days of PROPOSAL APPROVAL.

8. POST-FILING OBLIGATIONS will be paid in full in the ordinary course of business.

9. The CORPORATION intends to seek Court approval of the PROPOSAL within fifteen (15) days of the approval of the PROPOSAL by the creditors;


10. The CORPORATION agrees to the formation of a committee of up to three (3) individuals (the "COMMITTEE") to be named by the creditors at the PROPOSAL MEETING. The COMMITTEE will have the power to:

- 10.1. advise the TRUSTEE on matters relating to the administration of the PROPOSAL;
- 10.2. waive any default in the performance of any provision in the PROPOSAL;
- 10.3. confirm that the CORPORATION has complied with the terms and conditions of the PROPOSAL; and
- 10.4. postpone the payment of any dividends to UNSECURED CREDITORS herein provided.


11. The PROPOSAL herein made will constitute a compromise of claims against the present and past directors of the CORPORATION that arose before the filing of the NOTICE OF INTENTION and that relate to the obligations of the CORPORATION where the directors are by law liable in their capacity as directors. PROPOSAL APPROVAL will operate a discharge in favour of such present and past directors with respect to such obligations.
12. All of the provisions of and all rights, remedies and recourses under and/or pursuant to:
 - 12.1. Sections 95 to 101 of the ACT;
 - 12.2. Articles 1631 to 1636 of the *Civil Code of Québec*; and
 - 12.3. All other provisions of law, rights, remedies and recourses similar to the provisions of law, rights, remedies and recourses set forth in Sections 12.1 and/or 12.2 hereof in any province of Canada other than the Province of Québec;shall not in any manner whatsoever, apply to the PROPOSAL.
13. As a result of and in accordance with the provisions of Section 12 hereof and all of the rights, remedies, recourses and claims therein described:
 - 13.1. all of such provisions, rights, remedies and recourses and any claims based thereon shall be completely unavailable to the TRUSTEE or any CREDITORS against the CORPORATION, any of the CORPORATION's property, any other CREDITOR or any other person whatsoever; and
 - 13.2. the TRUSTEE and all of the CREDITORS shall be deemed, for all purposes whatsoever, to have irrevocably and unconditionally waived and renounced to such provisions, rights, remedies and recourses and any claims based thereon against the CORPORATION, the CORPORATION's property, any other CREDITOR or any other persons, arising from and/or as a result of any matter whatsoever which occurred at any time prior to the filing of the NOTICE OF INTENTION.
14. RSM Richter Inc., Licensed Trustee, will be the TRUSTEE under the PROPOSAL and all monies payable under the PROPOSAL will be paid over to the TRUSTEE for distribution in accordance with the terms of the PROPOSAL.

DATED AT MONTREAL, QUEBEC, THIS 21TH DAY OF JANUARY 2011.

**TRELLIA NETWORKS INC. /
RÉSEAUX TRELLIA INC.**



Witness

Per: 

Giovanni Forte, President
Duly Authorized

District of: Quebec
 Court No. 01 - Montréal
 Court No. 500-11-039877-101
 Estate No. 41-1434692

Original Amended

-- FORM 78 --
 Statement of Affairs (Business Proposal) 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 Proposal of
 Trellia Networks Inc.
 In the City of Saint-Laurent
 Of the Province of Quebec

To the debtor

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 filing of your proposal (or notice of intention, if applicable), on the 24th day of November 2010. When completed, this Form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

LIABILITIES (As stated and estimated by the officer)	ASSETS (as stated and estimated by the officer)
1. Unsecured creditors as per list "A" 488,925.46	1. Inventory 0.00
Balance of claims unsecured as per list "A" 1,367,838.63	2. Trade fixtures, etc. 0.00
Total unsecured creditors. 1,856,764.09	3. Accounts receivable and other receivables, as per list "E"
2. Secured creditors value of security as per list "B" 1,186,191.48	Good 35,671.36
3. Preferred creditors as per list "C" 168,385.78	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. 35,671.36
Total liabilities. 3,211,341.35	4. Bills of exchange, promissory note, etc., as per list "F" 0.00
Surplus. NIL	5. Deposits in financial institutions 0.00
	6. Cash 384,931.40
	7. Livestock. 0.00
	8. Machinery, equipment and plant. 36,518.00
	9. Real property or immovables as per list "G" 0.00
	10. Furniture 0.00
	11. RRSPs, RRIFFs, 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" 729,070.72
	If debtor is a corporation, add:
	Amount of subscribed capital 115.00
	Amount paid on capital 115.00
	Balance subscribed and unpaid. 0.00
	Estimated to produce 0.00
	Total assets 1,186,191.48
	Deficiency 2,025,149.87

I, Giovanni Forte, of the City of Pointe Claire 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 13th day of January 2011 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 Ville of Montréal in the Province of Quebec,
 on this 13th day of January 2011.

Lucie Leroux



G. Forte
 Giovanni Forte

District of Quebec
 Division No. 01- Montréal
 Court No. 500-11-039877-101
 Estate No. 41-1434692

-- FORM 78 -- Continued --

List "A"
 Unsecured Creditors

Réseaux Trelia Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim unsecured	Total claim
1	BDR CAPITAL L.P. *	1100 RENE LEVESQUE BLVD.,SUITE 1313 MONTREAL QC H3B 4N4	0.00	670,274.91	670,274.91
2	BELL FUNDING	5099 CREEKBANK ROAD, EAST TOWER MISSISSAUGA ON L4W 5N2	150,729.83	0.00	150,729.83
3	BELL MOBILITY	5099 CREEKBANK ROAD, EAST TOWER MISSISSAUGA ON L4W 5N2	129,073.08	0.00	129,073.08
4	CANIX COLO INC.	1250 RENE LEVESQUE O, BUREAU 500 MONTREAL QC H3B 4W8	468.43	0.00	468.43
5	CDW CANADA	20 CARLSON COURT, SUITE 300 ETOBICOKE ON M9W 7K6	254.59	0.00	254.59
6	DEPOT DES CLIENTS	2 PLACE ALEXIS NIHON, SUITE 1820 MONTREAL QC H3Z 3C2	120,000.00	0.00	120,000.00
7	EMPLOYEES VACATION (OLDER THAN 6 MONTHS)	2 PLACE ALEXIS NIHON, SUITE 1820 MONTREAL QC H3Z 3C2	54,777.67	0.00	54,777.67
8	ESPRESSO LOGIC MTL CORPORATIONS	3512 ASHBY Ville St LAURENT QC H4R 2C1	225.00	0.00	225.00
9	FARPOINT GROUP *	7 WHIPPOORWILL LANE ASHLAND, MARYLAND MA 01721 USA	4,000.00	0.00	4,000.00
10	LES IMPRIMERIES LES 4 POINTS INC.	7041 CURE BOIVIN BOISBRIAND QC J7G 2A7	835.29	0.00	835.29
11	MIA TECHNOLOGIES	6152 SARAGUARY OUEST PIERREFONDS QC H8Y 2H1	19,572.53	0.00	19,572.53
12	NARROWCAST GROUP LLC *	10400 LINN STATION ROAD, SUITE 100 LOUISEVILLE, KENTUCKY KY 40223 USA	2,580.00	0.00	2,580.00
13	NEBS BUSINESS PRODUCTS LIMITED	330 CRANSTON MIDLAND ON L4R 4V9	249.60	0.00	249.60
14	OPENFACE INTEREST	3445 DU PARC MONTREAL QC H2X 2H6	1,014.75	0.00	1,014.75
15	RACE DATA 2007 INC	293 CARLA CRESCENT BURLINGTON ON L7L 1P4	3,740.58	0.00	3,740.58
16	RHONDA MULLINS, REDATRICE	120 RUE ELMIRE MONTREAL QC H2T 1J8	190.48	0.00	190.48
17	SKYPOINT	1317E WOODRUFF AVENUE OTTAWA ON K2G 1V7	0.00	670,274.91	670,274.91
18	TOTALSHIP TRAFFIC SOLUTIONS	1908 ST REGIS ST. MONTREAL QC H9P 1H6	1,142.57	0.00	1,142.57
19	US EXCHANGE * 1.0108	2 PLACE ALEXIS NIHON, SUITE 1820 MONTREAL QC H3Z 3C2	71.06	0.00	71.06
20	US EXCHANGE * 1.0108	2 PLACE ALEXIS NIHON, SUITE 1820 MONTREAL QC H3Z 3C2	0.00	27,288.81	27,288.81
Total:			488,925.46	1,367,838.63	1,856,764.09

13-Jan-2011

Date



Giovanni Forte

District of Quebec
 Division No. 01- Montréal
 Court No. 500-11-039877-101
 Estate No. 41-1434692

-- FORM 78 -- Continued --

List "B"
 Secured Creditors

Réseaux Trellia Inc.

No.	Name of creditor	Address	Amount of claim	Particulars of security	When given	Estimated value of security	Estimated surplus from security	Balance of claim unsecured
1	BDR CAPITAL L.P. *	1100 RENE LEVESQUE BLVD., SUITE 1313 MONTREAL QC H3B 4N4	1,263,370.65	Business Assets - Machinery - Furniture, computer equipment, software Cash on Hand - Chequing Debts Due - Business - GST & QST receivable Other - Credit R&D	13-Jan-2011 13-Jan-2011 13-Jan-2011 13-Jan-2011	18,259.00 192,465.70 17,835.68 364,535.36		670,274.91
2	SKYPOINT	1317E WOODRUFF AVENUE OTTAWA ON K2G 1V7	1,263,370.65	Business Assets - Machinery - Furniture, computer equipment, software Cash on Hand - Chequing Debts Due - Business - GST & QST Receivable Other - Credit R&D	13-Jan-2011 13-Jan-2011 13-Jan-2011 13-Jan-2011	18,259.00 192,465.70 17,835.68 364,535.36		670,274.91
3	US EXCHANGE * 1.0108	2 PLACE ALEXIS NIHON, SUITE 1820 MONTREAL QC H3Z 3C2	27,288.81	Business Assets - Machinery - Furniture, computer equipment, software Business Assets - Machinery - Furniture, computer equipment, software Cash on Hand - Chequing Cash on Hand - Chequing Debts Due - Business - GST & QST receivable Debts Due - Business - GST & QST Receivable Other - Credit R&D Other - Credit R&D	13-Jan-2011 13-Jan-2011 13-Jan-2011 13-Jan-2011 13-Jan-2011 13-Jan-2011 13-Jan-2011 13-Jan-2011	0.00 0.00 0.00 0.00 0.00 0.00 0.00 0.00		27,288.81
Total:			2,554,030.11			1,186,191.48	0.00	1,367,838.63

13-Jan-2011

Date



Giovanni Forte

District of Quebec
Division No. 01 - Montréal
Court No. 500-11-039877-101
Estate No. 41-1434692

- FORM 78 - Continued -

List "C"
Preferred Creditors for Wages, Rent, etc.

Réseaux Trelia Inc.

No.	Name of creditor	Address and occupation	Nature of claim	Period during which claim accrued	Amount of claim	Amount payable in full	Difference ranking for dividend
1	EMPLOYEES PAYROLL PLUS GOVT. DEDUCTIONS	2 PLACE ALEXIS NIHON, SUITE 1820 MONTREAL QC H3Z 3C2		-	109,500.00	0.00	109,500.00
2	EMPLOYEES VACATION EARNED IN PREVIOUS 6 MONTHS	2 PLACE ALEXIS-NIHON, SUITE 2200 MONTREAL QC H3Z 3C2		-	58,609.30	0.00	58,609.30
3	US EXCHANGE * 1.0108	2 PLACE ALEXIS NIHON, SUITE 1820 MONTREAL QC H3Z 3C2		-	276.48	0.00	276.48
Total:					168,385.78	0.00	168,385.78

13-Jan-2011

Date



Giovanni Forte

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 Proposal of **Trellia Networks Inc.** of the City of Saint-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 filing of the notice of intention, namely November 24, 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 _____

Signature of creditor

Signature of 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 Proposal of **Trellia Networks 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 _____

Signature of creditor

Per: _____
Name and Title of Signing Officer

Signature of witness

RSM Richter Inc.

RSM Richter Inc.

2, Place Alexis Nihon, Suite 1820
Montreal, Quebec H3Z 3C2
Telephone: 514.934.3497
Facsimile: 514.934.3504
E-mail: claims@rsmrichter.com

CANADA
Province of Quebec
District of: Quebec
Division No.: 01-Montréal
Court No.: 500-11-039877-101
Estate No.: 41-1434692

SUPERIOR COURT
In Bankruptcy and Insolvency
(Commercial Division)

Voting Letter
(Paragraphs 51(1)f) and 66.15(3)c) of the Act)

In the Matter of the Proposal of
Trellia Networks Inc.

I, _____, creditor
(or I, _____, representative of _____, creditor)
of _____ (name of town or city), a creditor in the above matter for the sum of
\$ _____, hereby request the trustee acting with respect to the proposal of **Trellia Networks Inc.**
to record my vote _____ (**for or against**) the acceptance of the proposal as
made on January 14, 2011.

Dated at _____, this ____ day of _____ 201__.

Individual Creditor

Witness

- OR -

Name of Corporate Creditor

Name and Title of Signing Officer

Per: _____
Witness

(français – recto)

CANADA
Province of Quebec
District of: Quebec
Division No.: 01 - Montréal
Court No.: 500-11-039877-101
Estate No.: 41-1434692

SUPERIOR COURT
In Bankruptcy and Insolvency
(Commercial Division)

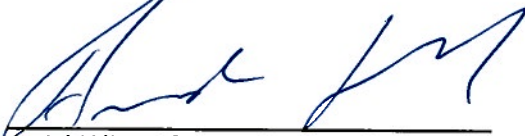
Notice of Hearing of Application for Court Approval of Proposal
(Paragraph 58(b) of the Act)

In the Matter of the Proposal of
Trellia Networks Inc.
In the City of Saint-Laurent
Of the Province of Quebec

NOTICE is hereby given that an application will be made to the Registrar or to one of the Honorable Judges of the Superior Court sitting in Bankruptcy and Insolvency matters (Commercial Division) for the District of Montreal, at the Court House of Montreal, 1 Notre-Dame Street East, Room 16.10, Montreal, Quebec, H2Y 1B6, on February 10, 2011 at 9:00 A.M., to approve the Proposal of Trellia Networks Inc. should it be duly accepted by the statutory majority of creditors at a meeting to be held on February 3, 2011.

Dated at Montreal in the Province of Quebec, January 20, 2011.

RSM Richter Inc. - Trustee
Per:



André Hébert, CA, CIRP
2 Place Alexis Nihon, Suite 1820
Montréal QC H3Z 3C2
Phone: (514) 934-3497 Fax: (514) 934-3504