

August 23, 2013

Subject: Romatec Notice of Intent to Submit a Proposal

I would like to provide an overview of the process that Romatec is now going through. Over the last 2 years we have posted poor financial results which have been heightened over the last 12 months. The level of business simply has not been sufficient to support the cost infrastructure and this has put us into a position that unfortunately, has made our account with you delinquent. In March and April we went through an internal restructuring to eliminate costs and lower our overhead with the intent of ensuring we were profitable and positioned to move forward with outstanding accounts. I communicated this plan to a number of suppliers so there was clarity on our plan but unfortunately, the drop in business levels continued to exceed our expectation and the informal/internal restructuring was not successful.

This situation has now necessitated a formal restructuring of Romatec and as such we have filed a Notice of Intent to Submit a Proposal (NOI) and your company is considered a creditor within this filing. Under the protection of an NOI we are afforded the time and framework to commence with a complete restructure of the organization to eliminate unproductive overhead and costs to return to consistent profitability. We have the support of our bank through this restructuring and have full confidence that at the end of the NOI, Romatec will have financial health, stability and be positioned to be a best in class distributor for years to come. I apologize for the lack of communication on this over the last few weeks as under the guidelines of an NOI, I have not been in a position to discuss, but I am now in a position to discuss details with you. It is very early in the process and we do not yet know how the proposal will ultimately look and our advisor and trustee, Richter Advisory Group Inc, who is widely considered as one of the best in the business, is working on this now. What we do know is that this restructuring will put Romatec into a much stronger and stable position going forward...a position that will enable it to meet its obligations in the future. We value our relationship with you and understand that the current situation strains that relationship but it is our desire to continue to work with you as we go through this process and even more importantly into the future as we come out from the restructuring over the next quarter or so. This current situation is difficult and obviously not something that any of us want but it is the reality and we respectfully request your continued support as we work through this together.

As mentioned our bank is working with us and we have the financial capabilities to service the market today and moving forward. I would like to discuss and establish a mutually agreeable framework on how our organizations can continue to work together going forward from today and would be pleased to provide a framework to ensure there is assurances of no increased exposure.

Romatec is still, and will continue to be, very well positioned to service the customer and the market.

Sincerely,

Stephen Dockerty
President Romatec
925-699-2496
dockertys@romatec.com

RICHTER

CANADA
Province of Québec
District of: Québec
Division No.: 01-Montréal
Court No.: 500-11-045124-134
Estate No.: 41-1779027

SUPERIOR COURT
(Commercial Division)
Bankruptcy and Insolvency Act

**Notice to Creditors of Intention to Make a Proposal
(Subsection 50.4(6))**

**In the matter of the proposal of
Romatec Inc
Of the City of Saint-Laurent
In the Province of Quebec**

Notice is hereby given that, on August 16, 2013, the above-mentioned Debtor filed a Notice of Intention to Make a Proposal under the *Bankruptcy and Insolvency Act*, as per a copy attached hereto.

Notice is further given that in accordance with Section 69 of the *Bankruptcy and Insolvency Act*, all proceedings against the Debtor are hereby stayed. Accordingly, no creditor has any remedy against the Debtor or its assets, nor shall it commence or continue any action, execution, or other proceedings for the recovery of a claim.

A list of the creditors with claims amounting to \$250 or more and the amounts of their claims as known or shown by the Debtor's books is annexed hereto. The enclosure thereof does not constitute the acceptance of any claim or claims.

Upon the filing of the contemplated Proposal, a **further** notice shall be mailed to you providing you with the following:

- a) A copy of the Proposal;
- b) The date, time and place of a Meeting of Creditors to be held to consider the Proposal;
- c) A condensed statement of the assets and liabilities of the Debtor;
- d) The following prescribed forms, to be completed:
 - Proof of Claim;
 - Proxy;
 - Voting Letter on the Proposal.

Should the Debtor fail to file a Proposal within the prescribed delays, an automatic bankruptcy will ensue and the Trustee will forthwith convene a meeting of creditors.

Dated at Montréal, Province of Québec, August 23, 2013.

Richter Advisory Group Inc.
Per:



Stéphane De Broux, CPA, CA, CIRP
Administrator

T. 514.934.3400
F. 514.934.8603
claims@richter.ca

Richter Advisory Group Inc.
Richter Groupe Conseil Inc.
1981 McGill College
Montréal (QC) H3A 0G6

Montréal, Toronto

(français – recto)



District of: Quebec
Division No.: 01-Montréal
Court No.:
Estate No.:


- FORM 33 -
Notice of Intention To Make a Proposal
(Subsection 50.4(1) of the Act)

In the matter of the proposal of
Romatec Inc
Of the City of Saint-Laurent
In the Province of Quebec

Take notice that:

1. I, Romatec Inc, an insolvent person, state, pursuant to subsection 50.4(1) of the Act, that I intend to make a proposal to my creditors.
2. Richter Advisory Group Inc./Richter Groupe Conseil Inc. of 1981 McGill College, 12th Floor, Montréal, QC, H3A 0G6, a licensed trustee, has consented to act as trustee under the proposal. A copy of the consent is attached.
3. A list of the names of the known creditors with claims of \$250 or more and the amounts of their claims is also attached.
4. Pursuant to section 69 of the Act, all proceedings against me are stayed as of the date of filing of this notice with the official receiver in my locality.

Dated at the City of Montreal in the Province of Quebec, this 15th day of August 2013.


Romatec Inc
Insolvent Person

To be completed by Official Receiver:

Filing Date _____

Official Receiver

List of Creditors with claims of \$250 or more.

Creditor	Address	Account#	Claim Amount
ABZ MANUFACTURING INC	PO BOX 203396 DALLAS TX 75320-3396 USA		19,981.12
ADT SECURITY CANADA INC	615 18TH STREET S.E CALGARY AB T2E6J5		287.76
AGS FLEXITALLIC INC	4340 78E AVENUE EDMONTON AB T6B3J5		3,097.61
AIMS FASTENERS AND FITTINGS	2250 PITT STREET #209 MONTREAL QC H4E4H1		344.93
AIR DIMENSIONS INC	101-1371 W NEWPORT CENTER DR DEERFIELD BEACH FL 33442-7700 USA		1,592.75
AIR LIQUIDE CANADA INC	11201 BOUL. RAY-LAWSON ANJOU QC H1J1M6		1,258.73
ALLSTREAM INC	STN MAIN PO BOX 3500 WINNIPEG MB R3C0B7		458.75
ASCO NUMATICS	PO BOX 160 BRANTFORD ON N3T5M8		20,078.29
ASSOCIATED VALVE A DIV OF CAPITOL	703-19TH AVENUE PIPE & STEEL PROD OF CANADA NISKU AB T9E7V9		1,134.00
A-T CONTROLS INC	P.O. BOX 934100 ATLANTA GA 31193-4100 USA		29,182.16
AUTOMATED VALVE & CONTROL	2677 PORT INDUSTRIAL DRIVE JACKSONVILLE FL 32226 USA		1,450.00
B S & B INVENTORY MANAGEMENT SYSTEMS LLC	PO BOX 470590 TULSA OK 74147-0590 USA		1,623.60
B S & B SAFETY SYSTEMS	P.O. BOX 973042 DALLAS TX 75397-3042 USA		34,920.63
BELL CANADA	CP 11490 STATION CENTRE VILLE CENTRE DE VERSEMENTS CLIENTS MONTREAL QC H3C5R7		9,537.11
BELL CANADA	PO BOX 8712 SC.A MONTREAL QC H3C4L6		4,535.56
BELL CANADA	STN DON MILLS PO BOX 9000 NORTH YORK ON M3C2X7		1,388.09
BELL CANADA	PO BOX 3650 STATION DON MILLS CUSTOMER PAYMENT CENTRE TORONTO ON M3C3X9		281.27

List of Creditors with claims of \$250 or more.

Creditor	Address	Account#	Claim Amount
BELL CANADA	STN DON MILLS P.O. BOX 9000 NORTH YORK ON M3C2X7		378.66
BELL CANADA	STN DON MILLS P.O. BOX 1550 NORTH YORK ON M3C3N5		561.55
BELL MOBILITY INC	STATION CENTRE VILLE P.O. BOX 11095 MONTREAL QC H3C5E7		5,269.14
BFI CANADA INC	320 SAUNDERS ROAD BARRIE ON L4N9Y2		301.26
BFI CANADA INC	4141 BOUL GRANDE ALLEE BOISBRIAND QC J7H1M7		1,575.05
BURKERT CONTROMATIC INC	5002 SOUTH SERVICE ROAD BURLINGTON ON L7L5Y7		346.03
CAL CHECK	11600 BLACK HORSE RUN RALEIGH NC 27613 USA		255.00
CAMERON CANADA CORP.	PO BOX 9158 STN M CALGARY AB T2P5E1		179,902.00
CANADA LIFE ASSURANCE COMPANY	PO BOX 7001 PREMIUM SERVICES OFFICE LONDON ON N5Y6L9		5,932.00
CANCOPPAS LTD.	2595 DUNWIN DR UNIT 2 MISSISSAUGA ON L5L3N9		3,448.94
CARTEN CONTROLS	100-4677 OLD IRONSIDES DR. SANTA CLARA CA 95054 USA		5,764.00
CONBRACO INDUSTRIES CANADA T6270	1 - 178 PENNSYLVANIA AVENUE CONCORD ON L4K4B1		361,791.34
CONSTRUCTION MACHINERY CO	LTD. PO BOX 231 WATERLOO ON N2J3Z9		6,840.86
CONTROLES INDUSTRIEL CTH LTEE	200-3705 PLACE DE JAVA BROSSARD QC J4Y0E4		6,113.92
CRANE SUPPLY (MONTREAL)	7800 ELSMLIE LASALLE QC H8N3E5		3,123.87
CRYSTAL HDV COMMUNICATIONS	PO BOX 61014 VANCOUVER BC V6P6S5		949.70
DBL OFFICE & WAREHOUSE SERVICES INC	6077 BOUL THIMENS ST-LAURENT QC H4S1V8		261.00

List of Creditors with claims of \$250 or more.

Creditor	Address	Account#	Claim Amount
DESJARDINS CARD SERVICES (FCDQ)	PO BOX 8601 STN CENTRE-VILLE MONTREAL QC H3C3V2		725.09
DON JOHNS INC	701 N. RADDANT ROAD BATAVIA IL 60510-4218 USA		10,538.50
ELEMENTAL CONTROLS LIMITED	3230 WHARTON WAY MISSISSAUGA ON L4X2C1		808.50
EPCOR	PO BOX 500 EDMONTON AB T5J3Y3		324.84
EVERLASTING VALVE CO. LTD	PO BOX 306 GUELPH ON N1H6K6		1,556.58
FILTER SOLUTIONS INC	649 ENFIELD ROAD BURLINGTON ON L7T2X9		3,356.10
FLOW CONTROL CAMERON	P.O. BOX 730491 DALLAS TX 75373-0491 USA		2,575.62
FRAZER INSTRUMENTS	3 BRADDOCK DRIVE BRAMPTON ON L7A3T2		1,351.48
GE - PUMPS & ACTUATORS	100-16240 PORT NORTHWEST DR. HOUSTON TX 77041-2645 USA		312,722.82
GLEDHILL STEEL PRODUCTS INC.	8112 DAVIES ROAD EDMONTON AB T6E4N2		5,005.88
GRANT THORNTON LLP	401-350 BUMHAMTHORPE ROAD WEST MISSISSAUGA ON L5B3J1		73,450.00
GROUPE FINANCIER BANQUE TD	200-999 BLVD DE MAISONNEUVE O. MONTREAL QC H3A3L4		1,076,432.00
HABONIM USA	BARBARA VAN ACCOUNTING MANAGER 103-22 RIVERVIEW DRIVE WAYNE NJ 07470 USA		20,776.60
HALESON INC	2531 CHOMEDEY BLVD LAVAL QC H7T2R2		4,288.57
HAPMAN	PO BOX 2321 6002 EAST KILGORE RD. KALAMAZOO MI 49048 USA		7,603.25
INNOVATIVE CONTROL SOLUTIONS	UNIT 8 & 9 3115 14th AVENUE MARKHAM ON L3R0H1		346.17
ITT SHARED SERVICES	PO BOX 371630 PITTSBURGH PA 15250-7630 USA		204,040.60
J FLOW CONTROLS LLC	4665 INTERSTATE DR. CINCINNATI OH 45246 USA		1,475.10



List of Creditors with claims of \$250 or more.

Creditor	Address	Account#	Claim Amount
JAN-PRO CLEANING SYSTEMS OF CENTRAL	1-1050 MCNICOLL AVENUE SCARBOROUGH ON M1W2L8		813.60
JOLICOEUR	4132 PARTHENAIS MONTREAL QC H2K3T9		426.04
LAKESIDE PROCESS CONT LTD	5250 ORBITOR DR MISSISSAUGA ON L4W5G7		657.66
LE GROUPE MASTER	1675 BOUL. DE MONTARVILLE BOUCHERVILLE QC J4B7W4		1,890.77
LES CONTROLES PROVAN ASSOCIES INC	2315 HALPERN ST LAURENT QC H4S1S3		3,443.50
MANULIFE FINANCIAL	500 KING ST. N. WATERLOO ON N2J 4Z6		1,255.00
MARSH BELLOFRAM CORPORATION	PO BOX 70670 CLEVELAND OH 44190-0670 USA		6,242.28
MERIDIAN MONTREAL	4200 HICKMORE ST-LAURENT QC H4T 1K2		13,195.62
MOTION INDUSTRIES (CANADA) INC	POSTAL STATION A PO BOX 8046 TORONTO ON M5W3W5		1,382.83
MRC MIDFIELD SUPPLY LTD	502 25 AVE NISKU AB T9E0K6		7,733.25
NEOPOST CANADA LTEE	150 STEELCASE RD WEST MARKHAM ON L3R3J9		923.50
NEWMARKET HYDRO LTD	590 STEVEN COURT NEWMARKET ON L3Y6Z2		407.92
NEWTERRA	PO BOX 463 4961 KING ST E, UNIT T1 BEAMSVILLE ON L0R1B0		2,053.70
NORTH AMERICAN SAFETY INC	1500 IRON ST.W KANSAS CITY MO 64116 USA		4,738.60
NORTHEAST CONTROLS INC	PO BOX 275 123 PLEASANT AVE UPPER SADDLE RIVER NJ 07458 USA		5,204.80
PENTAIR VALVES & CONTROLS CANADA, INC	8080 40TH STREET NE CALGARY AB T2C2Y3		402,469.39
PLAST-O-MATIC VALVES INC	1384 POMPTON AVENUE CEDAR GROVE NJ 07009 USA		14,435.40
PNEUMATIC IND.	8-5035 TIMBERLEA BLVD MISSISSAUGA ON L4W2W9		2,396.58



List of Creditors with claims of \$250 or more.

Creditor	Address	Account#	Claim Amount
POWER-GEN ASSOCIATES	87 BAINBRIDGE ROAD WEST HARTFORD CT 06119 USA		1,356.00
PRO KONTROL INC	19-500 ALDEN ROAD MARKHAM ON L3R5H5		1,060.15
PROCESS DEVELOPMENT INC.	PO BOX 51 IMPERIAL PA 15126 USA		1,152.00
PROCESS TECH SALES & SERVICE	1531 STUYVESANT AVENUE STE A UNION NJ 07083 USA		15,363.97
PULSAFEEDER INC	P.O. BOX 96053 CHICAGO IL 60693-6053 USA		54,577.00
PULSAFEEDER INC.	P.O. BOX 91072 CHICAGO IL 60693-1072 USA		11,144.27
PUROLATOR COURIER LTD	PO BOX 1100 STN A ETOBICOKE ON M9C5K2		9,080.67
PYROMATION INC	23526 NETWORK PLACE CHICAGO IL 60673-1235 USA		1,570.00
QUALITY MACHINING/METAL-WORK	1655 ENTERPRISE RD MISSISSAUGA ON L4W4L4		10,468.94
R.W. HOLLAND	P.O. BOX 472336 TULSA OH 74147-2336 USA		3,539.53
ROTORK CONTROLS (CANADA) LTD	P.O. BOX 8981 POSTAL STATION A TORONTO ON M5W2C5		74,964.20
SCHUTTE & KOERTING	PO BOX 510757 PHILADELPHIA PA 19175-0757 USA		4,967.92
SEEPEX INC	511 SPEEDWAY DRIVE ENON OH 45323 USA		10,005.22
SENSOREX	11751 MARKON DRIVE GARDEN GROVE CA 92841 USA		4,428.11
SENTRY EQUIPMENT CORP.	PO BOX 1170 MILWAUKEE WI 53201-1170 USA		18,075.71
SIE, UNE DIV DE CONTROLES LAURENTIDE	18,000 RTE TRANSCANADIENNE KIRKLAND QC H9J4A1		6,360.38
STAFFORD TECH. INC	237 HORNBINE ROAD REHOBOTH MA 02769 USA		6,320.80
SULZER CHEMTECH USA INC	P.O. BOX 849923 DALLAS TX 75284-9923 USA		3,915.00
SURE FLOW EQUIPMENT INC	5010 NORTH SERVICE ROAD BURLINGTON ON L7L5R5		7,392.61



List of Creditors with claims of \$250 or more.

Creditor	Address	Account#	Claim Amount
SYNTEC PROCESS EQIP.LTD	12-77 PILLSWORTH ROAD BOLTON ON L7E4G4		966.15
TELUS	PO BOX 7575 VANCOUVER BC V6B8N9		918.57
THERMO ENVIRONMENTAL INST.	27 FORGE PARKWAY FRANKLIN MA 02038 USA		1,271.00
TRIANGLE FLUID CONTROLS LTD.	P.O. BOX 186 399 COLLEGE STREET E. BELLEVILLE ON K8N5S7		61,233.42
TST OVERLAND EXPRESS	P.O. BOX 3030, STATION A MISSISSAUGA ON L5A3S3		6,045.48
TYCO VALVES & CONTROLS	PO BOX 120001, DEPT 0789 DALLAS TX 75312-0789 USA		68,289.52
UPS CANADA	P.O. BOX 4900, STATION A TORONTO ON M5W0A7		27,929.82
UPS CANADA LTD.	C.P. 689, STATION ST.LAURENT ST.LAURENT QC H4L4V9		9,273.58
UPS FREIGHT	28013 NETWORK PLACE CHICAGO IL 60673-1280 USA		266.01
UPS SUPPLY CHAIN SOLUTIONS INC	28013 NETWORK PLACE CHICAGO IL 60673-1280 USA		515.50
VALVE ACCESSORIES & CONTROLS INC	200 JADE PARK CHELSEA AL 35043 USA		2,763.95
VALVE AUTOMATION CENTER	18 AIRPARK PLACE GUELPH ON N1L1B2		29,621.82
VANAIRE INC	840 CLARK DRIVE GLADSTONE MI 49837 USA		786.00
VUSITEC INC.	2875 BOTHAM ST-LAURENT QC H4S1H8		24,425.25
WAJAX INDUSTRIAL COMPONENTS LP	2202 52E AVENUE LACHINE QC H8T2Y3		6,797.75
WINTERS INSTRUMENTS	121 RAILSIDE RD TORONTO ON M3A1B2		56,794.01
XEROX CANADA LTD	PO BOX 4539 STN A TORONTO ON M5W4P5		7,506.50
ZUS EXCHANGE 1.0322			28,841.49
Total			3,491,003.12

- Proposal Consent -
In the matter of the proposal of
Romatec Inc
Of the City of Saint-Laurent
In the Province of Quebec

To whom it may concern,

This is to advise that we hereby consent to act as trustee under the Bankruptcy and Insolvency Act for the proposal of Romatec Inc.

Dated at the City of Montréal in the Province of Quebec, this 15th day of August 2013.

Richter Advisory Group Inc/Richter Groupe Conseil inc - Trustee

Per:



Stéphane De Broux, CPA, CA, CIRP
1981 avenue McGill College, 12e etage
Montréal QC H3A 0G6
Phone: (514) 934-3400 Fax: (514) 934-8603



Industry Canada
Office of the Superintendent
of Bankruptcy Canada

Industrie Canada
Bureau du surintendant
des faillites Canada

District of Québec
Division No. 01 - Montreal
Court No. 500-11-045124-134
Estate No. 41-1779027

In the Matter of the Notice of Intention to make a
proposal of:

Romatec Inc
Insolvent Person

RICHTER ADVISORY GROUP INC./RICHTER GROUPE CONSEIL INC.

Trustee

Date of the Notice of Intention: August 16, 2013

CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL
Subsection 50.4 (1)

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforementioned insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the *Bankruptcy and Insolvency Act*.

Pursuant to subsection 69(1) of the Act, all proceedings against the aforementioned insolvent person are stayed as of the date of filing of the Notice of Intention.

Date: August 16, 2013, 14:47

E-File/Dépôt Electronique

Official Receiver

Édifice Sun Life, 1155, rue Metcalfe, Bureau 950, Montréal, Québec, Canada, H3B2V6, (877)376-9902

Canada