



Province of QUEBEC
District of Quebec
Division No.: 18-Terrebonne
Court No.: 700-11-019008-194
Estate No.: 41-2495024

SUPERIOR COURT
“In Bankruptcy and Insolvency”

IN THE MATTER OF THE PROPOSAL OF:

MÉTAUX M.P.I. INC., a body duly incorporated according to law, having its principal place of business at 12695 Du Parc Street, in the City of Mirabel, Province of Quebec, J7J 0W5.

DEBTOR

- and -

PRICEWATERHOUSECOOPERS INC., LIT

TRUSTEE

NOTICE OF PROPOSAL TO CREDITORS
(Section 51 of the Act)

Take notice that Métaux M.P.I. Inc., of the city of Mirabel, 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, Sunlife Building, 1155 Metcalfe Street, Room 1071, Montréal, Québec H3B 2V6, on the 4th day of October 2019 at 10:30 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 thereto.

DATED AT MONTREAL, this 24th day of September 2019.

PRICEWATERHOUSECOOPERS INC.
LICENSED INSOLVENCY TRUSTEE

Claudio Filippone, CPA, CA, CIRP, LIT
Designated Trustee

PricewaterhouseCoopers Inc., LIT
1250 René-Lévesque Boulevard West, Suite 2500, Montréal, Quebec, Canada H3B 4Y1
T: +1 514 205 5000, F: +1 514 205 5694, www.pwc.com/ca



Industry Canada

Office of the Superintendent
of Bankruptcy Canada

Industrie Canada

Bureau du surintendant
des faillites Canada

District of Québec
Division No. 18 - Terrebonne
Court No. 700-11-019008-194
Estate No. 41-2495024

In the Matter of the Proposal of:

MÉTAUX M.P.I. INC.

Debtor

PRICEWATERHOUSECOOPERS INC.

Licensed Insolvency Trustee

Date of Proposal:	September 16, 2019	Security:	\$
Meeting of Creditors:	October 04, 2019, 10:30 Sun Life Building (Salle 1071) 1155 Metcalfe Street Montréal, Québec Canada,		
Chair:	Official Receiver		

CERTIFICATE OF FILING OF A PROPOSAL - Section 62

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that:

- a proposal in respect of the aforementioned debtor was filed under section 62 of the *Bankruptcy and Insolvency Act*.

The aforementioned trustee is required:

- to provide to me, without delay, security in the aforementioned amount; and
- to send to all creditors, at least ten days prior to the meeting, a notice of a meeting of creditors, which will be held at the aforementioned time and place.

Date: September 17, 2019, 09:13

E-File/Dépôt Electronique

Official Receiver

Sun Life Building, 1155 Metcalfe Street, Suite 950, Montréal, Québec, Canada, H3B2V6, (877)376-9902

Canada

District de: Québec
No division: 18 - Terrebonne
No cour: 700-11-019008-194
No dossier: 41-2495024

☒ original

☐ modifié

FORMULAIRE 78

Bilan - proposition déposée par une entité
(paragraphe 49(2), alinéa 158d) et paragraphes 50(2) et 62(1) de la Loi)

Dans l'affaire de la proposition de Métaux M.P.I. Inc.,
personne morale légalement constituée, ayant sa principale place d'affaires
au 12695 rue du Parc, dans la ville de Mirabel, dans la province de Québec, J7J 1P3.


Au débiteur :

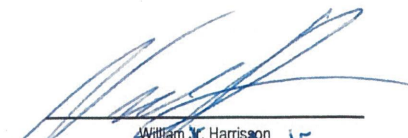
Vous êtes tenu de remplir avec soin et exactitude le présent formulaire et les annexes applicables indiquant la situation de vos affaires à la date du dépôt de votre proposition (ou de votre avis d'intention) le 4 avril 2019. Une fois rempli, ce formulaire et les listes annexées, constituent votre bilan, qui doit être vérifié sous serment ou par une déclaration solennelle.

PASSIF (tel que déclaré et estimé par l'officier)		ACTIF (tel que déclaré et estimé par l'officier)	
1. Créanciers non garantis: voir liste A	2,673,473.40	1. Inventaire	419,004.07
Équilibre de réclamations garantis: voir liste "B"	0.00	2. Aménagements	0.00
Créanciers non garantis total	2,673,473.40	3. Comptes à recevoir et autres créances: voir liste E	
2. Créanciers garantis: voir liste B	838,946.84	Bonnes	1,006,551.40
3. Créanciers privilégiés: voir liste C	0.00	Douteuses	160,752.90
4. Dettes éventuelles, réclamations de fiducie ou autres (voir liste D)pouvant être réclamées pour une somme de. . .	0.00	Mauvaises	0.00
Total du passif	3,512,420.24	Estimation des créances qui peuvent être réalisées	1,006,551.40
Surplus	NIL	4. Lettres de change, billets à ordre, etc., voir liste F	43,303.37
		5. Dépôts en institutions financières	0.00
		6. Espèces	0.00
		7. Bétail	0.00
		8. Machines, outillage et installation	412,163.28
		9. Immeubles et biens réels : voir liste G	0.00
		10. Ameublement	27,026.43
		11. REER, FERR, Assurances-vie etc	0.00
		12. Valeurs mobilières(actions, obligations, débentures etc.	0.00
		13. Droits en vertu de testaments	0.00
		14. Véhicules	32,216.89
		15. Autres biens : voir liste H	34,047.10
		Si le débiteur est une personne morale, ajoutez :	
		Montant du capital souscrit	0.00
		Montant du capital payé	0.00
		Solde souscrit et impayé	0.00
		Estimation du solde qui peut être réalisé	0.00
		Total de l'actif	1,974,312.54
		Déficit	1,538,107.70

Je, William Jr. Harrison, de Deux-Montagnes en la province de Québec, étant dûment assermenté (ou ayant déclaré solennellement) déclare que le bilan qui suit et les listes annexées sont, à ma connaissance, un relevé complet, véridique et entier de mes affaires en ce 16 septembre 2019, et indiquent au complet tous mes biens de quelque nature qu'ils soient, en ma possession et réversibles, tels que définis par la Loi.

ASSERMENTÉ (ou déclaré solennellement)
devant moi le 16 septembre 2019, à Montréal en la province de Québec.


Isabelle Leveille, Commissaire à l'Assermentation
Pour la province de Québec
Expire le 15 novembre 2019


William Jr. Harrison

PricewaterhouseCoopers Inc.
 Syndic autorisé en insolvabilité / Licensed Insolvency Trustee
 Liste des créanciers ayant des réclamations de 250 \$ ou plus / List of Creditors with Claims of \$250 or More
 Dans l'affaire de la proposition de / In the matter of the Proposal of
MÉTAUX M.P.I. INC.

<i>Nom/Name</i>	<i>Adresse/Address</i>	<i>Montant/Amount (\$)</i>
Créanciers garantis/Secured Creditors		
1 BANQUE LAURENTIENNE DU CANADA	2-9 BOUL. DE LA SEIGNEURIE, BLAINVILLE QC J7C 4G6	328,000.00
2 REVENU CANADA (DAS)	CP 3800, SUCC A, SUDBURY ON P3A 0C3	37,684.33
3 REVENU QUÉBEC (DAS)	C.P. 5500 SUCC. DESJARDINS, MONTREAL QC H5B 1A8	170,607.51
4 WELLS FARGO EQUIPMENT FINANCE COMPANY	12900 CENTRAL PARKWAY W., MISSISSAUGA ON L5C 4R3	302,655.00
Total Créanciers garantis/Secured Creditors		838,946.84
Créanciers non garantis/Unsecured Creditors		
5 440 Ford Lincoln Inc.	2705 boul. Chomedey, Lava QC H7P 0C2	Inconnu/Unknown
6 9132-8914 QUEBEC INC.	12695 RUE DU PARC, MIRABEL QC J7J 0W5	83,854.75
7 9132-8914 QUEBEC INC.	12695 RUE DU PARC, MIRABEL QC	1,585,531.43
8 ACIER & TUBE SALIT INC.	1495, 32e AVENUE, LACHINE QC H8T 3J1	3,936.86
9 ACIER BOUCHARD INC.	550 SAGARD, ST-BRUNO QC J3V 6C2	57,266.14
10 ACIER CMC INC.	2290 DE LA METROPOLE, LONGUEUIL QC J4G 1E6	97,406.95
11 ACIER PACIFIQUE INC.	845 MUNCK, LAVAL QC H7S 1A9	8,358.27
12 ACIERS INOXDYABLES C.F.F. (QUEBEC) INC.	4900 CHEMIN BOIS-FRANC, ST-LAURENT QC H4S 1A7	1,448.90
13 ACIERS SSAB SUEDOIS LTEE	C.P.11792, DEPT. 19, SUCC. CENTRE-VILLE, MONTREAL QC H3C 0C6	4,184.41
14 AD.INFOGESTION (S.E.N.C.)	180, DU DOMAINE BLVD, APP 6, SAINTE-THÉRÈSE QC J7E 5C7	1,954.58
15 ADEC COMPRESSEUR	1961, BOUL. DES LAURENTIDES, LAVAL QC H7M 2R2	1,232.19
16 AdLiBb Grafix	431-D Main St.S., P.O. Xox 1360, Alexandria ON K0C 1A0	Inconnu/Unknown
17 Agence du revenu du Canada	Centre national de vérification et de recouvrement de Shawinigan-Sud, 4695, boul. de Shawinigan-Sud, Shawinigan QC G9P 5H9	Inconnu/Unknown
18 ALLIANCE INSPECTION INC.	1010 PLACE VERNER, LAVAL QC H7E 4P2	1,072.54
19 AMICO CANADA INC.	900 PIERRE-CAISSE, ST-JEAN-SUR-RICHELIEU QC J3B 7Y5	20,170.19
20 ARC ELECTRONIQUE S.L.	6205 MARIVAUX, SAINT-LEONARD QC H1P 3H6	652.77
21 ATELIER S-TRATANCE C.G. INC.	14230 BOUL. LABELLE, LOCAL 112, ST-JANVIER QC J7J 1B1	785.86
22 ATI CONCEPTION & AUTOMATISATION INC.	104-14250 CURE LABELLE, MIRABEL QC J7J 1B1	1,080.77
23 B.G.M. ÉCONOMIQUE AUTO INC.	2643 BOUL. SAINTE-SOPHIE, SAINTE-SOPHIE QC J5J 2V3	488.64
24 Bell Canada	Attention: M. Claude Laberge, 1 Carrefour Alexander-Graham-Bell, Building C3, Verdun QC H3E 3B3	Inconnu/Unknown
25 BELL CANADA	C.P. 8712, SUCC. CENTRE-VILLE, MONTRÉAL QC H3C 3P6	339.95
26 BELL CANADA	C.P. 8712, SUCC. CENTRE-VILLE, MONTREAL QC H3C 3P6	383.65
27 BERNARD & FABIEN INC.	750 BOUL. MARCEL-LAURIN, BUREAU 203, MONTREAL QC H4M 2M4	1,079.10
28 BOULONS PLUS	12770 RUE BRAULT, MIRABEL QC J7J 0W3	13,166.91
29 C.A.SPENCER INC.	2930 BOUL. DAGENAI OUEST, LAVAL QC H7P 1T1	8,842.16
30 C.B.R. LASER INC.	340 ROUTE 116 OUEST, PLESSISVILLE QC G6L 2Y2	682.95
31 CANADA METAL EST LTEE	8271 LAFRENAIE, ST-LEONARD QC H1P 2B1	5,198.52
32 CERAMINOX INC.	12725, RUE DU PARC, MIRABEL QC J7J 0W5	1,840.76
33 CHUBB	1051 RUE KING EDWARD, WINNIPEG MB R3H 0R4	1,037.08
34 CNESST (Norme du travail)	26e étage, 500, boulevard René-Lévesque Ouest, Montréal QC H2Z 2A5	Inconnu/Unknown
35 CNESST (Santé et sécurité du travail)	1 complexe Desjardins, Tour Sud, 31e étage, C.P. 3, succ. Place-Desjardins, Montréal QC H5B 1H1	Inconnu/Unknown
36 COLSON GROUP CANADA INC. M2190	177 RUE BARR, ST-LAURENT QC H4T 1W6	630.06
37 CONSULTAFAIRES	1541 JOLLIET AVENUE, LAVAL QC H7V 3G9	2,874.38
38 CORBEC INC.	1 RUE PROVOST, SUITE 201, LACHINE QC H8S 4H2	10,440.67
39 CWB NATIONAL LEASING	1525 PLACE BUFFALO, WINNIPEG MB R3T 1L9	501.16
40 DECORATION METALLIQUE G.R. INC	509 BOUL. DU CURE BOIVIN, BOISBRIAND QC J7G 2A8	1,173.91
41 DECOUPAGE ET LASER MARIEN	125B BOULEVARD ST-JOSEPH, LACHINE QC H8S 2K9	976.72
42 DEL METAL	125-C BOUL. ST-JOSEPH, LACHINE QC H8S 2K9	53,264.58
43 DIVERSIFIELD ULBRICH DU CANADA	20 BOUL. HYMUS, POINTE-CLAIRE QC H9R 1C9	19,933.78
44 EARLE M.J.ORGENSEN (CANADA) INC.	C/O T9669, PO BOX 9669, STN A, TORONTO ON M5W 1P8	1,028.40
45 EBF - ÉLECTROMÉCANIQUE BOIS-FRANCS INC.	770 RUE DE L'ARTISAN, VICTORIAVILLE QC G6T 1X9	2,426.93
46 EIDELMANN AVOCAT INC.	102-4080 BOUL. DES SOURCES, DOLLARD-DES-ORMEAUX QC H9B 2C8	5,586.88
47 ENERGIR	SUCC. CENTRE-VILLE, MONTRÉAL QC H3C 4N7	2,891.86
48 ENTREPRISE SECANS INC.	465, 3e AVENUE, LEVIS QC G6W 5M6	4,261.49
49 ENVIRO CONNEXIONS	4141 BOUL.GRANDE-ALLÉE, BOISBRIAND QC J7H 1M7	1,218.44
50 F.X.LANGE INC.	10550 HENRI-BOURASSA EST, MONTREAL QC H1C 1G6	3,655.20
51 FLOCOR INC.	470 SEAMAN STREET, STONEY CREEK ON L8E 2V9	486.42
52 FORD CREDIT CANADA LEASING	P.O. BOX 4600, STN AGINCOURT, SCARBOROUGH ON M1S 5V2	668.54
53 FORD CREDIT CANADA LEASING	P.O. BOX 4600, STN AGINCOURT, SCARBOROUGH ON M1S 5V2	488.48
54 FOURNITURES DE BUREAU DENIS	2990 BOUL. LE CORBUSIER, LAVAL QC H7L 3M2	491.78
55 GAVIN MACLEOD, ING.	381 RUE DES CHUTES-WILSON, ST-JEROME QC J7Y 5K7	250.00
56 GRAND'MAISON PROD.PETROLIERS	200 BOUL. LACHAPELLE, SAINT-JEROME QC J7Z 7L2	13,431.08
57 GREEN SHIELD CANADA	8677 ANCHOR DR, WINDSOR ON N9A 7A7	9,159.68
58 GROUPE DANALI	990 DU MARAIS, ST-JEROME QC J5L 0B5	25,609.00
59 GROUPE LD INC.	1865 BOUL.DAGENAI OUEST, LAVAL QC H7L 5A3	787.01
60 HERCULE SLR INC.	520 WINDMILL ROAD, DARTMOUTH NS B3B 1B3	781.83
61 HYDRO-QUEBEC	SUCC. CENTRE-VILLE, MONTRÉAL QC H3C 4V6	4,079.95
62 HYDRO-QUEBEC**	Commercial et affaires, 140 Cremazie ouest 1er étage, Montréal QC H2P 1C3	Inconnu/Unknown
63 IP SO TECHNOLOGIES	650 RTE DE LA CITE-DES-JEUNES, ST-LAZARE QC J7 T 2B5	13,449.19
64 ISOLATION MATRICE/2423-0096 QC INC.	17999H J-A BOMBARDIER, MIRABEL QC J7J 2H8	1,100.31
65 JCS INC.	8003 RUE ALFRED, ANJOU QC H1J 1J3	2,949.00
66 JEAN-FRANCOIS DUROCHER	623 RUE PARENT, MASCOUCHE QC J7K 3N1	14,520.00
67 JOHNSTON INDUST. PLASTICS LTD.	1916 - 32e AVENUE, LACHINE QC H8T 3J7	3,931.94
68 KEMEX STRAPPING SYSTEMS INC.	1850, TRANSCANADIENNE, DORVAL QC H9P 2N4	556.48
69 KIMCO STEEL SALES LTD.	PO BOX 300, KINGSTON ON K7L 4W1	3,363.36
70 L.L. INDUSTRIES INC.	3440, BOUL.DES ENTREPRISES, TERREBONNE QC J6X 4J8	2,888.18
71 LA CORPORATION D'ACIER ALLIANCE	1060 BOUL.DES LAURENTIDES, LAVAL QC H7G 2W1	13,298.28
72 LES EMBALLAGES RALIK	80 RUE OMER-DESERRER, BLAINVILLE QC J7C 5V6	762.93
73 MAGNA STAINLESS	5775 RUE KIERAN, ST-LAURENT QC H4S 0A3	12,551.60
74 MANUFACTURE FRAMECO LTÉE	230 AVENUE DU PARC INDUSTRIEL, SAINT-JOSEPH DE BEAUCE QC G0S 2V0	31,143.55
75 Martin Girardin et Vincent Girardin (CNESST)	Att: Julie Boulet a/s CNESST, 275, rue Latour, 3e étage, Saint-Jérôme QC J7Z 0J7	Inconnu/Unknown
76 MÉCANIQUE L. FRANCOEUR INC.	409, 3e AVENUE, DEUX-MONTAGNES QC J7R 3A5	3,610.43
77 MECAQUIP	2004 rue de Bordeaux, Vaudreuil-Dorion QC J7V 9P8	6,734.94
78 METALIUM INC.	4020 RUE GARAND, LAVAL QC H7L 5C9	41,291.78
79 METALLURGITEC INC.	6220 RUE SABOURIN, LAVAL QC H7H 2S7	459.90
80 MÉTAUX M2V INC.	104-440 GUINDON, ST-EUSTACHE QC J7 R 6S5	2,010.57
81 MITCHELL GREENBERG	9 RUE OSLO, DOLLARD-DES-ORMEAUX QC H9A 2H4	20,431.07
82 MORNEAU SHEPELL LTD.	CP 11574, SUCC. CENTRE-VILLE, MONTREAL QC H3C 5N7	293.60
83 NATHALIE GIRARDIN	442A ST-JOSEPH, BROWNSBURG QC J8G 2Z1	1,290.00
84 OXYGÈNE MILLÉNAIR INC.	1355A ERNEST HARNOIS, JOLIETTE QC J6E 0L7	7,067.59
85 Paul Londei (CNESST)	Att: Pierre Cyr, 5, Complexe Desjardins, Basilaire 1 centre, bureau A-12, C.P. 3, succ. Place-Desjardins, Montréal QC H5B 1H1	Inconnu/Unknown
86 Pierre Langevin (CNESST)	Att: Me Carmelina Sciortino, Paquet Tellier (CNESST), 500, boul. René-Lévesque O., 25e étage, Montréal QC H2Z 2A5	Inconnu/Unknown
87 PLACAGE RIVE-NORD INC.	3440 BOUL. DES ENTREPRISES, TERREBONNE QC J6X 4J8	2,952.10
88 POLYMERSHAPES DISTRIBUTION	PO BOX 15500, STATION A, TORONTO ON M5W 1C1	931.30
89 PRAXAIR CA INC.	PO BOX 400, STATION D, SCARBOROUGH ON M1R 5M1	13,052.13

PricewaterhouseCoopers Inc.
 Syndic autorisé en insolvabilité / Licensed Insolvency Trustee
 Liste des créanciers ayant des réclamations de 250 \$ ou plus / List of Creditors with Claims of \$250 or More
 Dans l'affaire de la proposition de / In the matter of the Proposal of
MÉTAUX M.P.I. INC.

Nom/Name		Adresse/Address	Montant/Amount (\$)
90	PRIME-TECH PRECISION INC.	25 WORTHINGTON DRIVE, BRANTFORD ON N3T 5M1	8,631.89
91	PROMAX MACHINERIE INC.	255-N CHEMIN DU TREMBLAY, BOUCHERVILLE QC J4B 7M1	1,992.57
92	PSDL INC.	130 ROLAND-GODARD, SAINT-JÉROME QC J7Y 4P7	13,489.85
93	PUROLATOR	P.O. BOX 1100, ETOBICOKE POST, ETOBICOKE ON M9C 5K2	698.84
94	PWC INC.	2500-1250 RENÉ-LÉVESQUE OUEST, MONTREAL QC H3B 4Y1	35,960.73
95	QUÉBEC LINGE	4375 DE ROUEN, MONTRÉAL QC H1V 1H2	1,415.20
96	RAPIDO METAL INC.	11825 ADOLPHE-CARON, MONTRÉAL QC H1E 6J8	344.93
97	RENE TREMBLAY LTEE	12320 RUE APRIL, POINTE-AUX-TREMBLES QC H1B 5L8	2,658.22
98	REVENU CANADA (TPS)	3400 AVENUE JEAN BÉRAUD, LAVAL QC H7T 2Z2	22,392.00
99	Revenu Québec	Direction régionale du recouvrement de Montréal, 1600 boul. René-Lévesque Ouest, 3e étage, Montréal QC H3H 2V2	Inconnu/Unknown
100	REVENU QUÉBEC (TVQ)	C.P. 5500, SUCC. DESJARDINS, MONTREAL QC H5B 1A8	71,109.00
101	REVETEMENTS TONIC PRÉCISION INC.	2090 BOUL. HYMUS, DORVAL QC H9P 1J7	362.17
102	ROBINSON SHEPPARD SHAPIRO	800 PLACE VICTORIA, SUITE 4600, MONTREAL QC H4Z 1H6	638.11
103	ROGERS	6315 CÔTE DE LIESSE, ST-LAURENT QC H4T 1E5	17,009.44
104	RYERSON CANADA INC.	PO BOX 57171 C/U, STATION A, TORONTO ON M5W 5M5	18,197.78
105	SCN INDUSTRIAL	22555 AUT. TRANSCANADIENNE, SENNEVILLE QC H9X 3L7	766.15
106	SHERWIN-WILLIAMS	3461 BOUL. INDUSTRIEL, LAVAL QC H7L 4R9	1,173.84
107	SOCIETE DE L'ASSURANCE AUTOMOBILE DU	333 BOUL JEAN-LESAGE, CP 19600, SUCC. TERMINUS, QUÉBEC QC G1K 8J6	3,751.43
108	SOS TONER /9203-9981 QUEBEC INC.	788 RUE MILOT, SAINT-HUBERT QC J3Y 8C2	800.23
109	SPARK & CO.	102-30 ELIMLIEN-MARCOUX, BLAINVILLE QC J7C 0B5	2,065.71
110	SYSTÈME TEC INC.	2506 ROUTE 158, STE-SOPHIE QC J5J 2G5	291.75
111	TEAM TUBE	P.O. BOX 9667, STATION A, TORONTO ON M5W 1P8	1,406.25
112	TELUS	CP 11049, SUCC. CENTRE VILLE, MONTREAL QC H3C 4Y5	Inconnu/Unknown
113	THYSSENKRUPP MATERIALS	C.P.11792, DEPT. 6, SUCC. CENTRE VILLE, MONTREAL QC H3C 0C6	1,229.31
114	TRANSPORT EXPRESS MINIMAX	P.O. BOX 92, CORNWALL ON K6H 5R9	1,095.93
115	TRANSPORT F.ROUTHIER INC.	730 AVENUE GUY-POULIN, ST-JOSEPH DE BEAUCE QC G0S 2V0	2,673.17
116	TRANSPORT HUMAR LTEE	400 INDUSTRIEL BLVD., SUITE 101, SAINT-EUSTACHE QC J7R 5V3	632.36
117	TRANSPORT J-D POULIN/9154-1904 QUÉBEC INC.	2380 BOUL. THIBEAU, TROIS-RIVIERES QC G8T 1E9	269.04
118	TRANSPORT YAN MONDOR INC.	143 GRANDE CÔTE OUEST, LANORAIE QC JoK 1E0	3,716.06
119	TRUSOURCE H2O CANADA INC.	2359. 43e AVENUE, LACHINE QC H8T 2K1	1,093.41
120	UMANICO INDUSTRIEL INC.	600-700 RUE JEAN-TALON EST, MONTREAL QC H1M 0A3	31,406.51
121	VISA BANQUE LAURENTIENNE	C.P. 368, SUCC. B, SERVICE DES CARTES DE CRÉDIT, MONTRÉAL QC H3B 3J7	267.18
122	VISA BANQUE LAURENTIENNE	C.P. 368, SUCC. B, SERVICE DES CARTES DE CRÉDIT, MONTRÉAL QC H3B 3J7	55,155.83
123	WILLIAM HARISSON JR.	12695 RUE DU PARC, MIRABEL QC J7J 0W5	100,000.00
Total Créanciers non garantis/Unsecured Creditors			2,672,429.68
Total des réclamations de moins de 250 \$/Total of claims under \$250			1,043.72
Grand Total			3,512,420.24

CANADA
PROVINCE OF QUEBEC
DISTRICT OF TERREBONNE
DIVISION N^o: 18 – TERREBONNE
COURT N^o: 700-11-019008-194
SUPERINTENDENT N^o: 41-2495024

SUPERIOR COURT
Commercial Division

IN THE MATTER OF THE PROPOSAL OF

MÉTAUX M.P.I. INC.

legal person incorporated pursuant to the *Canada Business Corporations Act*,
having its principal place of business at 12695 Du Parc Street, in the City of
Mirabel, Province of Québec, J7J 0W5.

Debtor

PROPOSAL

We, **MÉTAUX M.P.I. INC.**, the above-mentioned debtor (hereafter the “**Company**” hereby submit the following **Proposal** (hereafter the “**Proposal**” pursuant to the *Bankruptcy and Insolvency Act* (hereafter the “**BIA**”).

Presentation of the Proposal

On April 4, 2019, the Company filed a notice of intention to file a proposal to its creditors pursuant to the BIA (the “**Notice of Intention**”).

During the period since the filing of the Notice of Intention, the Company has made efforts to find equity investors (without success), has received significant funds (nearly \$100,000) from the current ultimate shareholder William Harrison, and is finalizing a factoring commercial finance facility to allow it to continue in operation. The funds from such factoring facility are to be used nearly in full to address secured (bank) and priority (government) debts. If this Proposal is accepted, the anticipated net income of the Company from operations over the next one (1) year period will be used to build the Claims Settlement Fund (described below). The objective of this Proposal is to determine the distribution of such Claims Settlement Fund to the different creditors of the Company.

Definitions

For the purposes of the present Proposal, the following terms have the respective following meanings:

“**Claim**” means the claim of any Creditor of the Company, whether it be a Secured Claim, a Trust Claim, a Priority Claim or an Unsecured Claim. However, this does not include Post-Filing Claims nor Postponed Claims;

"Claims Settlement Fund" means the amount of \$150,000, to be remitted to the Trustee by the Company by no later than twelve (12) months after Ratification;

"Court" means the Superior Court for the District of Terrebonne;

"Creditor" means the holder of a Claim;

"Expenses of the Proposal" means all of the costs and expenses of the Trustee, and all of the legal costs, external consultant costs and external accounting costs of the Company and of the Trustee, for and related to the proceedings related to the Notice of Intention and to this Proposal;

"Notice of Intention Date" means April 4, 2019;

"Post-Filing Claims" means the claims arising in respect to goods delivered, assets supplied, services rendered or other consideration given as and from the Notice of Intention Date, the whole which will be paid by the Company in full in the ordinary course of business and on regular trade terms or as may be arranged by the Company;

"Post-Filing Creditor" means a Creditor holding a Post-Filing Claim;

"Postponed Claims" means all unsecured claims of the director, officer, and persons related to the Company for sums loaned or otherwise provided to the Company;

"Priority Claims" means all proven claims against the Company that, pursuant to section 136 of the BIA, must be paid by the Company in priority to all other Unsecured Claims in the distribution of assets of an insolvent person;

"Priority Creditor" means a Creditor holding a Priority Claim;

"Proposal" means the present Proposal;

"Ratification" means the the situation arising from the Proposal having been accepted by creditors and having been approved by the Court in a judgment which has become executory as a result of the delay for appeal having expired without there having been an appeal, or an appeal having been lodged and the judgment having been confirmed or the appeal withdrawn or otherwise settled;

"Secured Claims" means the secured claims of the Secured Creditors pursuant to the BIA;

"Secured Creditor" means a Creditor holding a Secured Claim;

"Trust Claims" means the proven claims of persons who have real trusts, or deemed trusts (in the sense recognized under the BIA), over the assets of the Company;

"Trustee" means PricewaterhouseCoopers Inc., the Trustee pursuant to the Notice of Intention and the Trustee named in the present Proposal;

"Unsecured Claims" means the proven Claims of Creditors against the Company, other than: the Secured Claims, the Trust Claims, Claims of employees pursuant to section 136(1)(d) of the BIA, Claims of the Crown, other Priority Claims and Postponed Claims. For greater certainty, but without

limiting the generality of the foregoing, Unsecured Claims include all claims of every nature and kind whatsoever, whether due or not due for payment as of the Notice of Intention Date, including contingent or unliquidated claims (once proven and quantified) arising out of any transaction entered into by, or extra-contractual obligations of, the Company prior to the Notice of Intention Date. In addition, Unsecured Claims include the claims for contractual defaults relating to all obligations of the Company accrued before the Notice of Intention Date, irrespective of the date on which such defaults arose, provided that such default occurred prior to April 4, 2019 (i.e., the Notice of Intention Date);

"Unsecured Creditor" means a Creditor holding an Unsecured Claim or a Landlord Claim.

Terms and Conditions

1. CLAIMS OF THE SECURED CREDITORS

No proposal is being made in respect of the Secured Creditors. The Secured Claims shall be paid pursuant to existing arrangements between the Company and the Secured Creditors or pursuant to all arrangements that may in the future be concluded between the Company and the Secured Creditors. This Proposal does not address Secured Creditors in respect of their Secured Claims, and all of these Secured Creditors will be in no manner affected or bound by this Proposal in respect of their Secured Claims.

2. TRUST CLAIMS AND PRIORITY CLAIMS OF THE CROWN

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 substantially similar provision of provincial legislation and outstanding as of the Notice of Intention Date, will be paid in full within six (6) months after the Ratification in conformity with Section 60(1.1) of the BIA (from amounts other than from the Claims Settlement Fund) or as otherwise may be agreed between the Company and Her Majesty in right of Canada or a Province, as applicable.

3. PRIORITY CLAIMS OF EMPLOYEES

In conformity with Section 60(1.3) of the BIA, amounts owing to employees and former employees, that they would have been entitled to receive under Paragraph 136(1)(d) of the BIA if the employer became bankrupt on the Notice of Intention Date, as well as wages, salaries, commissions or compensation for services rendered after that date and before the Ratification, including in the case of travelling salespeople the sums ordinarily disbursed by them in the business of the Company or for the Company's benefit between such dates, will be paid in full immediately after the Ratification from the Claims Settlement Fund.

4. OTHER CLAIMS OF PRIORITY CREDITORS

Priority Claims other than those mentioned in sections 2 and 3 hereof shall be paid in full in priority to all Unsecured Creditors, from the Claims Settlement Fund.

5. EXPENSES OF THE PROPOSAL

The Expenses of the Proposal shall be paid by the Company from the Claims Settlement Fund, before all Claims and all Post-Filing Claims.

6. POST-FILING CLAIMS

Post-Filing Claims will be paid in their entirety, in priority to Unsecured Claims, and this, in the ordinary course of business of the Company and according to the agreements currently in effect.

7. CLAIMS OF UNSECURED CREDITORS

Unsecured Claims, as defined and once proven, compromised or established by the Court, will be paid as follows, in full and final payment of all amounts due to the holders thereof, without interest, from the Claims Settlement Fund (in other words, subject to and after the payment of the amounts described in sections 3, 4 and 5 hereof).

The Company will remit to the Trustee the balance of the Claims Settlement Fund (after any preceding payments on account of the Proposal Expenses) by no later than twelve (12) months after Ratification.

Such balance of the Claims Settlement Fund will be distributed by the Trustee, on or after 13 months after the Ratification, as follows and in the following order:

- a) All of the Unsecured Creditors will receive the lesser of the amount of their proven Unsecured Claim and \$300;
- b) For the Unsecured Creditors with a proven Unsecured Claim in excess of \$300, for the portion of such claim in excess of \$300, such Unsecured Creditors will receive an amount equal to their pro rata share of the amounts remaining available from the Claims Settlement Fund for the balance of their proven claim that has not been addressed by the dividend payment described in subsection (a) above.

Conditional upon the Ratification, the director of the Company, its officer and persons related to the Company shall be deemed to have postponed their rights relating to the Postponed Claims, such that no amounts shall be distributed to any of them by the Company from the Claims Settlement Fund in respect of the Postponed Claim, the whole in order to ensure an enhancement of returns to the Unsecured Creditors and until such time as the Company has paid in full all amounts due under this Proposal. The Postponed Claims shall be deemed to be not affected by, and shall not benefit from, this Proposal.

8. TRUSTEE'S ROLE

PricewaterhouseCoopers Inc. will act as the Trustee under the present Proposal. All monies payable and to be distributed to Creditors under this Proposal will be paid over to the Trustee, to be thereafter distributed to Creditors in accordance with the terms of this Proposal.

9. COMMITTEE OF CREDITORS / INSPECTORS

The Company consents to the creation of a committee which shall be formed of at most three (3) individuals (the "**Committee**") designated by the creditors at the meeting in respect of this Proposal. The Committee shall have the following powers:

- a) to advise the Trustee with respect to the administration of the Proposal;
- b) to waive any default in the execution of the Proposal;
- c) to authorize delays in the payment of all dividends to Unsecured Creditors provided for hereunder; and
- d) to confirm that the Company has satisfied all of the terms and conditions of the Proposal.

10. STATUTORY CLAIMS AGAINST DIRECTOR

The present Proposal addresses all claims against the director of the Company that relate to obligations of the Company where the director is by law liable in his capacity as director for payment of such obligations of the Company (as described in sections 50(13) and 50(14) of the BIA). The acceptance of this Proposal by the Unsecured Creditors constitutes a compromise of such claims against the director. Upon fulfillment of the terms of this Proposal there shall be deemed to be a full and final release and mainlevée (*quittance*) of such claims. The present shall not be interpreted as any form of admission as to any obligation or any liability on the part of the director.

MADE in Mirabel the 16th day of September, 2019.

MÉTAUX M.P.I. INC.,



Per: William Harrison, President



Province of QUEBEC
 District of Quebec
 Division No.: 18-Terrebonne
 Court No.: 700-11-019008-194
 Estate No.: 41-2495024-

SUPERIOR COURT
 "In Bankruptcy and Insolvency"

IN THE MATTER OF THE PROPOSAL OF:

MÉTAUX M.P.I. INC., a body duly incorporated according to law, having its principal place of business at 12695 Du Parc Street, in the City of Mirabel, Province of Quebec, J7J 0W5.

DEBTOR

- and -

PRICEWATERHOUSECOOPERS INC., LIT

TRUSTEE

VOTING LETTER
(Division I Proposal)
(Paragraph 51(1)f) of the Act)

I, (name of the individual creditor), of the city of
 (or I,, (name of the representative of the corporate creditor), of the city of
, (state position or title),
 of (name of corporate creditor)),
 a creditor in the above matter for the sum of \$....., hereby request the trustee acting with respect to the Proposal of Métaux M.P.I. Inc., to record my vote:

☐ **FOR**

or

☐ **AGAINST**

the acceptance of the Proposal, as made on the the 16th day of September 2019.

DATED AT, thisth day of 2019.

 (Witness)

 (Individual creditor)

 (Name of corporate creditor)

 (Witness)

Per : _____

 (Name and title or position of signing officer)



PROOF OF CLAIM

(see instructions on page 3)

Reserved for Administration		
Secured :		
Privileged :		
Unsecured :		
Original:	Amendment:	Initials
Collocated on:		

IN THE MATTER OF THE PROPOSAL OF:

MÉTAUX M.P.I. INC., of the city of Mirabel, province of Quebec (referred to in this form as “the debtor”)

and the claim of _____, (referred to in this form as “the creditor”).

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

(attention)

(civic number and street)

(city, province, postal code and country)

Telephone: _____ Fax: _____

Email address: _____

I, _____ residing in the city of _____
(name of individual completing this form)
in the Province of _____, do hereby certify that:

If an officer of the company, state position or title.

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

The attached statement of account or affidavit must specify the vouchers or other evidence in support of the claim.

2. I have knowledge of all the circumstances connected with the claim referred to below.
3. The debtor was, at the date of the notice of intention, namely the 4th day of April 2019, 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.

Check and complete the appropriate category.

4. A ☐ **Unsecured claim of \$ _____**
(Other than a customer contemplated by Section 262 of the Act). In respect of this debt, I do not hold any assets of the debtor as security and:

Check appropriate description. Set out an attached sheet details to support priority claim.

- (i) ☐ Regarding the amount of \$ _____, I do not claim a right to a priority.
- (ii) ☐ Regarding the amount of \$ _____, I claim a right to a priority under section 136 the Act.

Give full particulars of the claim, including the calculations upon which the claim is based.

- B ☐ **Claim of lessor for disclaimer of a lease of \$ _____**
I hereby make a claim under subsection 65.2(4) of the Act, 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.

- C ☐ **Secured claim of \$ _____**
In respect of this debt, I hold assets of the debtor valued at \$ _____ as security, particulars of which are as follows:

Attach a copy of sales agreement and delivery receipts.

- D ☐ **Claim by farmer, fisherman, or aquaculturist of \$ _____**
I hereby claim under subsection 81.2(1) of the Act for the unpaid amount of \$ _____.

Give full particulars of any wage earner's claim, including the calculations upon which the claim is based.

- E ☐ **Claim by wage earner of \$ _____**
(i) ☐ I hereby make a claim under subsection 81.3(8) of the Act in the amount of \$ _____
or
(ii) ☐ I hereby make a claim under subsection 81.4(8) of the Act in the amount of \$ _____.

Give full particulars of any employee's claim, including the calculations upon which the claim is based.

- F ☐ **Claim by employee for unpaid amount regarding pension plan of \$ _____**
(i) ☐ I hereby make a claim under subsection 81.5 of the Act in the amount of \$ _____,
or
(ii) ☐ I hereby make a claim under subsection 81.6 of the Act in the amount of \$ _____.

To be completed when a proposal provides for the compromise of claims against directors. Give full particulars of the claim, including the calculations upon which the claim is based.

- G ☐ **Claim against director of \$ _____**
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 of \$ _____**
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: _____

Chose the right formulation for your situation by checking it and striking the non desired portion.

Provide details of payments, credits and transfers at undervalue.

5. To the best of my knowledge, ☐ I or ☐ the above-named creditor ☐ am/is or ☐ am/is not related to the debtor within the meaning of section 4 of the Act, and ☐ have/has or ☐ have/has not dealt with the debtor in a non-arm's-length manner.
6. 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:
- _____.

Applicable only in the case of the bankruptcy of an individual.

7. ☐ I request that a copy of the report filed by the trustee regarding the bankrupt's application for discharge pursuant to subsection 170(1) of the Act be sent to the above address.

Must be signed and witnessed.

8. DATED AT _____ this _____th day of _____, 201_____.

(signature of witness)

(signature of individual completing this form)

(name of witness, print)

(name of individual completing this form, print)

Notes: All references to "the Act" refer to the *Bankruptcy and Insolvency Act*.
If an affidavit is attached, it must have been made before a person qualified to take affidavits.
If a copy of this form is sent electronically by means such as email, the name and contact information of the sender, prescribed in Form 1.1, must be added at the end of the document.

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.

If there are any questions in completing the proof of claim, please write or call the office of the trustee.

PRICEWATERHOUSECOOPERS INC.

LICENSED INSOLVENCY TRUSTEE

1250 René-Lévesque Boulevard West, Suite 2500

Montréal, Quebec H3B 4Y1

Attention: Mr. Philippe Blain

Telephone: (514) 205-5001, ext. 1572

Fax: (514) 205-5694

Email: blain.philippe@pwc.com

GENERAL PROXY

I, _____, of _____, a creditor in the above matter,
(name of creditor) (name of town or city)

hereby appoint _____, of _____, to be my proxy
(name of proxy) (company or firm)

holder in the above matter, except as to the receipt of dividends, ☐ with power to appoint another proxyholder in his or her place *or* ☐ without power to appoint another proxyholder in his or her place.

DATED AT _____, this _____th day of _____, 201_____.

(Signature of witness)

(Signature of the creditor or its authorized representative)

(Name of witness, print)

(Name of creditor of the creditor or its authorized representative, print)

Instructions for completing proof of claim forms

Every creditor shall prove his claim, and a creditor who does not prove his claim is not entitled to share in any distribution of the amounts from the realization of the assets. Claims not completed correctly in every respect will be returned.

In completing the attached form, your attention is directed to the marginal notes on the form and to the following requirements:

Proof of Claim:

1. The form must be completed and signed by an individual and not by a corporation. If you are acting for a corporation or other person, you must state the capacity in which you are acting, such as, *Credit Manager, Treasurer, Authorized Agent*, etc.
2. The person signing the form must have knowledge of the circumstances in connection with the claim.
3. The date appearing at this paragraph is the one at which amounts owed are to be calculated. A Statement of Account containing details of the claim as well as the correct name of the debtor must be attached and marked "A".
4. The nature of the claim must be indicated by ticking the type of claim which applies, e.g. ticking the box:
 - A indicates the claim is unsecured and
 - A(i) indicates that the creditor is not claiming any priority
 - A(ii) indicates the creditor is claiming preferred status under section 136 of the Act. Details to support the priority claim must be set out on an attached schedule.
 - B indicates a claim of landlord for disclaimer of a lease under subsection 65.2(4) of the Act. Details to support this claim must be set out on an attached schedule.
 - C indicates the claim is secured and the value at which the creditor assesses the security must be inserted. Details of each item of security held should be attached as a separate schedule and submitted with a copy of the chattel mortgage, conditional sales contract, security agreement, etc.
 - D indicates that the creditor is a farmer, fisherman or aquaculturist who supplied goods within fifteen (15) days prior to the date of receivership or bankruptcy and has not yet been paid for those goods.
 - E indicating that the creditor is a former employee of the debtor:
 - E(i) The claim of a clerk, servant, travelling salesperson, labourer or worker who is owed wages, salaries, commissions or compensation by a bankrupt for services rendered during the period beginning on the day that is six (6) months before the date of the initial bankruptcy event and ending on the date of the bankruptcy is secured, as of the date of the bankruptcy, to the extent of \$2,000 — less any amount paid for those services by the trustee or by a receiver — by security on the bankrupt's current assets on the date of the bankruptcy.
 - E(ii) The claim of a clerk, servant, travelling salesperson, labourer or worker who is owed wages, salaries, commissions or compensation by a person who is subject to a receivership for services rendered during the six (6) months before the first day on which there was a receiver in relation to the person is secured, as of that day, to the extent of \$2,000 — less any amount paid for those services by a receiver or trustee — by security on the person's current assets that are in the possession or under the control of the receiver.
 - F indicates the claim by employee for unpaid amount regarding pension plan under subsection 81.5 and 81.6 of the Act. Details to support this claim must be set out on an attached schedule:
 - F(i) under subsection 81.5 of the Act, if it is a Bankruptcy
 - F(ii) under subsection 81.6 of the Act, if it is a ReceivershipDetails to support this claim must be set out on an attached schedule.
 - G indicates the claim is against a director under subsection 50(13) of the Act. It is applicable only in the case of a proposal which provides for the compromise of claims against directors. Details to support this claim must be set out on an attached schedule.
 - H (applies only to bankruptcies of security firms) indicating that the creditor is a customer of the bankrupt securities firm.
5. The person signing the form must indicate (by checking the appropriate box and striking out what is not applicable) whether the creditor and the debtor are related. Section 4 of the Act defines persons related to a debtor. If the creditor is related by blood or marriage to the debtor, the creditor should consider itself to be a related person. If the debtor is a corporation, a creditor would be related if it was a shareholder or if the creditor was controlled by the same shareholders as the debtor.
6. The person signing the form must provide full details of all payments and credits received from or allowed to the debtor during the period indicated. Leaving a blank will indicate that there were no such payments and credits.
7. In the case of the bankruptcy of an individual, tick the box if desired.
8. The person signing the form must insert the place and date and the signature must be witnessed.

General Proxy:

If it is desired to appoint a proxy, the proxy form must be completed and signed by the creditor; if the creditor is a corporation, the proxy form must be signed by an authorized representative (who is not necessarily the individual signing the proof of claim form) and must be witnessed.



Province of QUEBEC
District of Quebec
Division No.: 18-Terrebonne
Court No.: 700-11-019008-194
Estate No.: 41-2495024

SUPERIOR COURT
“Commercial division”

IN THE MATTER OF THE PROPOSAL OF:

MÉTAUX M.P.I. INC., a body duly incorporated according to law, having its principal place of business at 12695 Du Parc Street, in the City of Mirabel, Province of Quebec, J7J 0W5.

DEBTOR

- and -

PRICEWATERHOUSECOOPERS INC., LIT

TRUSTEE

**REPORT OF THE TRUSTEE ON THE FINANCIAL SITUATION
OF THE DEBTOR AND ON THE PROPOSAL**
(Sections 50(5) and 50(10)b) of the BIA)

We, PricewaterhouseCoopers Inc. (“**PwC**”), Licensed Insolvency Trustee (Claudio Filippone, CPA, CA, CIRP, LIT, designated Trustee), as the Trustee acting in the Proposal of Métaux M.P.I. Inc. (“**MPI**” or “**the Company**” or the “**Debtor**”), submit to the creditors this report on the financial situation of the Debtor and on its proposal. This report covers the following sections:

- A. Background
- B. Financial situation
- C. Identification and evaluation of assets and liabilities
- D. Monitoring of financial affairs
- E. Summary of the proposal
- F. Conclusions and recommendations
- G. Procedures for the vote on the proposal

A. BACKGROUND

1. MPI is a privately owned and operated company located in Mirabel, Quebec.
2. MPI is a company specializing in the distribution of metals and industrial plastics. It also offers a wide range of processing services (cutting, shear cut, folding and bending) to adapt the basic products to the specific needs of its customers. It offers, among other services, protective treatment and painting services for metals, hot-dip galvanizing and laser cutting.



3. In June 2018, the Company financed the buy-out of a shareholder and its working capital needs (the “**Buy-out**”) through various facilities obtained from the Laurentian Bank of Canada (“**LBC**”).
4. In late 2018, the Company ran into financial difficulties because of multiple reasons (e.g. lack of control over costing, inefficient staff utilization, non-recurring litigation expenses with the former shareholder, decrease in sales, and other).
5. On April 4, 2019, MPI filed a Notice of Intention to Make a Proposal (“**NOI**”) pursuant to Subsection 50.4(1) of the *Bankruptcy and Insolvency Act*, and PricewaterhouseCoopers Inc., LIT (Claudio Filippone, CPA, CA, CIRP, LIT, designated Trustee), was appointed Trustee.
6. On May 2, June 13 and August 1, 2019, the Superior Court of Québec granted three (3) orders respectively extending the delay for the Debtor to submit and file a proposal until September 16, 2019.
7. MPI filed a proposal (the “**Proposal**”) on September 16, 2019.

B. FINANCIAL SITUATION

8. The results of the Company for both periods ended March 31, 2018 and March 31, 2019 are presented as follows:

Métaux MPI Inc - Income Statement For the period ending	March 31, 2018 (6 months)	March 31, 2019 (6 months)	Variance
Sales	2,620,174	2,063,949	(556,225)
Cost of sales	(2,105,867)	(1,855,170)	250,698
Gross margin (\$)	514,306	208,779	(305,527)
Gross margin (%)	20%	10%	-10%
SG&A	(778,100)	(791,647)	(13,546)
Operating Income (loss)	(263,794)	(582,868)	(319,074)
Other income (expense)	(14,701)	17,354	32,054
Net income (loss) before taxes	(278,494)	(565,514)	(287,020)
Note: Both income statements were taken from the internal financial statements of the company and, therefore, have not been subject to any type of review from an external party.			

9. The Trustee’s observations are as follows (about the period leading up to the filing of the NOI):
 - 9.1. The Company’s sales had decreased significantly (~ 21%);
 - 9.2. The operating loss had increased by \$319K compared to the previous year – which illustrates that the Company had heavy overhead costs that were not supported by the gross margin dollars. As a result, the Company was not able to generate sufficient cash from operations, which put their creditors at risk;



9.3. Overall, the results of the Company have deteriorated significantly during the past year, showing the need to restructure.

Balance sheet

10. The Company's financial position for both periods ended March 31, 2018 and March 31, 2019 are as follows (based on the book value of assets and liabilities):

Métaux MPI Inc - Balance sheet			
As at	March 31, 2018	March 31, 2019	Variance
ASSETS			
Cash	(11,398)	(6,830)	4,568
Accounts receivable	802,434	953,723	151,289
Inventory	693,687	342,615	(351,072)
Receivable (payable) by related party	481,601	545,542	63,940
PP&E	222,347	174,527	(47,820)
Other assets	28,129	33,725	5,596
Total Assets	2,216,800	2,043,301	(173,499)
LIABILITIES			
Loan from related party	-	515,000	515,000
Line of credit	220,000	310,000	90,000
Income tax payable (receivable)	(1,040)	(84,698)	(83,658)
Trade payables	573,957	899,675	325,718
DAS payable	44,260	267,791	223,531
Sales tax payable	23,792	93,501	69,710
Other liabilities	67,405	83,440	16,034
Total Liabilities	928,374	2,084,709	1,156,335
EQUITY			
Equity	100	100	-
Dividends	-	(18,750)	(18,750)
Retained earnings	1,566,821	542,486	(1,024,334)
Net income (loss)	(278,494)	(565,514)	(287,020)
Total Equity	1,288,426	(41,678)	(1,330,104)
Total Liabilities and Equity	2,216,800	2,043,031	(173,769)

11. The Trustee's observations are as follows (about the period leading up to the filing of the NOI):

- 11.1. The above table demonstrates that the Company's liabilities had significantly increased due to the inability of generating cash from operations;
- 11.2. The Company's liabilities also increased due to the buyback of shares of one of the two partners involved. The transaction occurred in 2018 and was partially funded by the Company's liquidity and the remaining portion by third party financing;
- 11.3. MPI does not own any real estate. The building in which MPI operates (the "Building") is owned by 9132-8914 Québec Inc. ("9132"), a related party;

11.4. As of March 31, 2019, the Company did not have sufficient assets to cover its total liabilities, which puts all creditors at risk. It was therefore imperative for the Company to restructure.

C. IDENTIFICATION AND EVALUATION OF ASSETS AND LIABILITIES

Assets

12. As at September 16, 2019, the assets presented in the Statement of Affairs (“SOA”) can be summarized as follows:

<i>Unaudited (In ‘000s)</i>	<i>Note</i>	<i>Value per SOA as at September 16, 2019</i>	<i>Estimated Net Realizable Value (\$)</i>
Inventory	a	419	100
Accounts receivable	b	1,006	580
Advances and prepaid	c	43	-
Operating Equipment	d	110	175
Waterjet (Financed)	e	303	303
IT Equipment	f	27	5
Vehicles	g	32	-
Leasehold improvements	h	9	-
Income tax receivable	i	25	-
Total		1,974	1,163

a) Inventory

13. The Company’s current inventory is comprised of raw materials (\$359K), which is mostly steel purchased from suppliers, and finished goods (\$60K) machined specifically to client specifications.
14. The liquidation value of the raw materials (steel) are estimated to generate a net recovery of approximately \$100K whereas finished goods would generate little or no value.



b) Accounts receivable

15. MPI's current accounts receivable total approximately \$1,2M and can be summarized as follows:

<i>Unaudited (In '000s)</i>	<i>Value per SOA as at September 16, 2019</i>
0-30 days	413
30-60 days	313
60-90 days	45
90 +	396
Total	1,167

16. An allowance for doubtful accounts of \$160K has been recorded in the Company's books.
17. It is unlikely that the 90 days + receivables (\$396K) would allow for any realization in a deemed bankruptcy.
18. The largest 90 day + receivable (\$328K) is subject to litigation.
19. The estimated net realizable value of the accounts receivable approximate \$580K.

c) Advances and prepaids

20. The Company's advances and prepaid can be summarized as follows:

<i>Unaudited (In '000s)</i>	<i>Value per SOA as at September 16, 2019</i>
Security deposit – Énergir	8
Security deposit – Hydro-Québec	9
Employee advances	5
Prepaids	22
Advance to Gestion William Harrison	-
Total	44

Security deposits

21. Énergir and Hydro-Quebec both required security deposits following the filing of the NOI. It is assumed that these deposits would be applied against current usage in a liquidation scenario.

Employee advances

22. The Company advanced \$5K to an employee who is no longer with MPI. The value of the advances do not justify the costs needed to recover them.



Prepays

23. MPI's prepaids are comprised of the following:

23.1. A deposit on the Trustee's fees and expenses (\$15K);

23.2. A deposit on MPI's legal counsel's fees and expenses (\$5K);

23.3. Various others such as the Company's alarm system service.

Advance to Gestion William Harrison ("GWH")

24. MPI has an advance to GWH totaling \$2.1M in its books and records.

25. This advance represents amount loaned by MPI to GWH for the Buy-Out.

26. Per the information provided by MPI's management, GWH's material assets are its investment in 9132 (which owns the building in which MPI operates) as well as two (2) condominiums located in Florida, USA.

27. The Building is pledged as collateral to the LBC under a mortgage agreement.

28. Said Building has been listed with a real estate broker from May to August 2019 – and did not generate any offers.

29. If ever 9132 were to go in liquidation, it is very unlikely that the sale would achieve market value.

30. Furthermore, carrying costs during the winter months may be important (protective measures, insurance, heating, security and property taxes).

31. A deemed bankruptcy of MPI would end commercial activities and thus there would be no operating funds to cover the Building's expenses – the costs would be deducted from any sales proceeds.

32. Once said carrying costs, Trustee / Receiver fees and expenses and broker commissions paid (if a broker is mandated), it is unlikely that any equity would remain past the first ranking secured creditor (LBC).

33. The condominiums located in Florida were listed with a broker from May to August 2019 and did not generate any offers per management.

34. Based on the above, it is unlikely that said advance would allow for any realization in a liquidation scenario.

35. As such, the Company recorded said advance at 0\$ in the SOA.



d) Operating equipment

- 36. The Company currently has operating equipment comprised of welders, steel plate punchers, sheet metal sheering machines and other accessories.
- 37. It is estimated that this equipment, together with the vehicles [see note “**g) Vehicles**” below], could generate a realization value of approximately \$175K in a deemed bankruptcy.

e) Waterjet (Wells Fargo)

- 38. The Company acquired and financed Flow Mach Waterjet with Wells Fargo in February 2019.
- 39. The equipment is pledged as collateral to Wells Fargo.
- 40. It is estimated that said equipment would generate a realization equal to or less than the value of the outstanding loan, which is \$303K per the information provided by the Company.

f) IT equipment

- 41. The Company has approximately \$27K (book value) of IT equipment comprised of computers, servers and software licenses.
- 42. The software licenses are of little or no value in a liquidation scenario.

g) Vehicles

- 43. MPI owns several trucks, trailers and forklifts used in its operations.

h) Leasehold improvements

- 44. These assets would not allow for any realization in a deemed bankruptcy scenario.

i) Income tax receivable

- 45. The Company has a \$25K federal loss carry-back from 2015.
- 46. In a deemed bankruptcy, it is highly uncertain whether said receivable would be recoverable.



Liabilities

UNAUDITED (In '000s)	Value per SOA as at September 16, 2019
Revenue Canada	38
Revenue Quebec	171
LBC	328
Wells Fargo Equipment Finance Company	303
Unsecured	2,673
Total	3,513

47. Per its books and records, MPI has deduction at source arrears owing (“**DAS**”) to Revenue Canada and Revenue Quebec for the period from November 2018 to April 2019.
48. A statement of account received on September 24, 2019, from Revenue Canada and Revenue Quebec show the amounts owing as follows (\$259K):
 - 48.1. \$31K for Canada;
 - 48.2. \$228K for Quebec;
49. These DAS arrears benefit from a super priority over the Debtor’s assets.
50. All the above-mentioned assets are secured by a conventional hypothec in favour of LBC with regard to a credit facility given to MPI.
51. An amount of \$328K is owing to the LBC under a line of credit facility and an amount of \$39K regarding VISA credit cards.
52. MPI has acquired a new Waterjet in February 2019, which has been financed by Wells Fargo Equipment Finance Company (“**Wells Fargo**”).
53. The above-mentioned hypothecs have not been validated by an independent legal opinion.
54. The Company estimates that one employee will have a preferred claim in the Proposal for \$1,000.
55. The Company’s largest unsecured creditor, 9132, is a related party, to whom MPI owes approximately \$1,669M.
56. This comes from the fact that 9132 remortgaged the Building and the proceeds were then advanced to MPI and then to GWH by MPI to finance the Buy-Out.

57. The Proposal provides and, PwC has obtained a confirmation from the representatives of 9132 and other related persons that said related persons would not file a claim in the Proposal for pre-NOI amounts and that same would be postponed such that no dividend would be paid on these claims in the event that the Proposal is accepted by the creditors and ratified by the Court.
58. The unsecured creditors listed above, do not include several unliquidated claims made against the Company, including but limited to:
- 58.1. Claims from former employees with the CNESST, for unpaid wages and wrongful dismissal;
- 58.2. A counterclaim by one of MPI's clients (against whom MPI has initiated legal proceedings) for \$303,000.

D. MONITORING OF FINANCIAL AFFAIRS

59. Pursuant to the *Bankruptcy and Insolvency Act* ("BIA"), the Trustee has monitored the Company's operations and financial affairs from the filing of the NOI to the filing of the proposal.
60. The Trustee in the three (3) extension reports prepared to support the motions to extend the delay to file a proposal has commented the period covering April 21 to July 27, 2019.
61. The following comparative table presents the Company's actual cash flow compared to the budgeted cash flow for the period July 28 to September 7, 2019:

Métaux MPI Inc.				
Variance analysis				
For the period starting July 28, 2019 to September 7, 2019				
		Forecast	Actual	Variance (\$)
Week ----->		Week 1-6	Week 1-6	Favorable /
Week ending ----->		07-sept-19	07-sept-19	(Unfavorable)
				07-sept-19
Receipts	Notes			
Collection of AR Balance		523,891	491,985	(31,907)
Corp Tax Refund (3-year carryback of loss)	A	24,544	-	(24,544)
Total Receipts		548,435	491,985	(56,451)
Disbursements				
Purchases		147,000	147,516	(516)
Salaries		128,000	128,849	(849)
Deductions at source		49,000	47,716	1,284
Deductions at source-Arrears	A	24,544	-	24,544
GST/QST remittance	B	67,367	22,719	44,648
Professional fees	C	56,500	39,995	16,505
Telecomm / Utilities		5,650	4,698	953
Interest on LOC		2,500	1,795	705
Capital and interest on Solidary Term Loan (Rent)		41,250	41,658	(408)
Capital-lease	D	16,514	8,354	8,160
R&M/Visa/essence/consomable/general	E	4,300	28,919	(24,619)
Municipal / School taxes	F	11,959	-	11,959
Bank fee	G	15,000	24,592	(9,592)
Total Disbursements		569,584	496,810	72,774
Variation		(21,149)	(4,826)	16,323
Opening Bank balance		(316,308)	(316,308)	-
Closing Bank balance		(337,457)	(321,134)	16,323



62. Our comments are as follows:

- 62.1. **Note A** - The unfavorable variance related to the corporate tax refund is offset by a favorable variance with regards to the payment of DAS arrears. This reimbursement would not be collected but would instead be applied against DAS arrears.
- 62.2. **Note B** – The favorable variance is related to a timing difference as the payment for GST/QST remittances for the month of June was paid in the week ended July 27, 2019 instead of the week ended August 3, 2019.
- 62.3. **Note C** – The favorable variance is related to a timing difference for the payment of PwC fees, the Company’s external accountant fees and the Company’s legal counsel fees. The variance will reverse itself in the following weeks.
- 62.4. **Note D** – The favorable variance is related to a timing difference for the payment of the water jet. The variance will reverse itself in the following weeks.
- 62.5. **Note E** - The variance is permanent and relates to more VISA payments than forecasted (comprised of miscellaneous expenses).
- 62.6. **Note F** – Timing difference in the payment of municipal taxes.
- 62.7. **Note G** – The unfavorable variance is related to “set up fees” that were charged by MPI’s potential new lender. These fees were not forecasted in the 8-week cash flow that was filed for the third extension of the NOI, therefore, the variance is permanent.

63. The Company has filed a 9-week cash flow projection for the period ending November 9, 2019 with its Proposal. This cash flow demonstrates that the Company has sufficient funds to make it to the ratification of the Proposal.

E. SUMMARY OF THE PROPOSAL

64. In the case of discrepancies, the text of the Proposal shall prevail over the following summary:

<i>Creditor</i>	<i>Proposal Offer</i>	<i>Payment schedule</i>
1. Secured creditors	Unaffected by Proposal	No proposal is being made in respect of the secured creditors
2. Trust claims, and priority claims of the crown (owing to Her Majesty in right of Canada or a Province)	In full - from amounts <u>other</u> than the claims settlement fund (the “ Claims Settlement Fund ”)	To be paid within six (6) months of after the ratification of the Proposal
3. Priority Employee claims S.60(1.3)	In full from the Claims Settlement Fund	To be paid immediately after court ratification of the Proposal
4. Other claims of priority creditors other than 2. and 3. above.	In full from the Claims Settlement Fund	N/A
5. Expenses of the proposal (costs and expenses of the Trustee, legal costs, external consultants and external account costs for the Proposal)	In full from the Claims Settlement Fund before all claims and post-filing claims	N/A
6. Post-filing claims	In full – in priority to the unsecured claims in the ordinary course of business	N/A
7. Unsecured claims	From the Claims Settlement Fund	On or after 13 months after the ratification of the Proposal
	<u>Creditors with proven claims equal or inferior to \$300:</u>	
	<ul style="list-style-type: none"> In full <u>Creditors with proven claims that exceed \$300:</u> <ul style="list-style-type: none"> An amount equal to \$300 plus a pro rata share for the amount of the proven claim that exceeds \$300. 	



65. The Claims Settlement Fund means the amount of \$150,000 to be remitted by the Debtor to the Trustee no later than twelve (12) months after ratification of the Proposal.
66. The Claims Settlement Fund will be generated by cash flow generated from operations and various financing initiatives the Company is currently putting in place.
67. The Company has prepared cash flow projections until October 2020 (the “**Projections**”) demonstrating that sufficient cash will be generated from the operations to fund the Claims Settlement Fund.
68. **We, PwC, have not reviewed, or audited, or inquired into the Projections in any way.**
69. **We, PwC, can in no way comment on or provide any type of assurance that MPI will be capable of generating sufficient cash flow to fund the Claims Settlement Fund.**



Estimated dividend for unsecured creditors

70. The following table compares the estimated dividend that would be available to creditors under a proposal versus a bankruptcy:

(in '000s)	Proposal	Bankruptcy
Estimated realization of assets		
Inventory	-	100
Accounts receivable	-	580
Operating Equipment and vehicles	-	175
Waterjet (Wells Fargo)		303
Office Furniture	-	5
Vehicles and rolling stock	-	-
Payment in Proposal	150	-
	150	1,163
Estimated expenses of the proposal (Note 1)	(49)	-
Estimated expenses of the bankruptcy (Note 2)	-	(150)
Less		
Trust claims (DAS) (Note 3)	-	(259)
LBC (Note 4)	-	(367)
Wells Fargo (Note 5)	-	(303)
Priority Employee claims (Note 6)	(1)	(70)
Amount available for distribution to unsecured creditors	100	14
Unsecured claims as reported in the SOA (Note 7)	1,004	2,673
Estimated percentage distribution	10%	1%

Note 1 - Estimated fees for the Trustee, MPI's counsel and external consultant.

Note 2 - Estimated fees and disbursements (e.g. conversation costs, legal opinion, insurances, security, occupation rent, etc.) of the Trustee in a bankruptcy scenario.

Note 3 - Estimated DAS per statement of account received on September 24, 2019

Note 4 - Represents the amounts owing under the line of credit and LBC VISA.

Note 5 - Represents the amounts owing to Wells Fargo for the Waterjet.

Note 6 - Although it is estimated that only one employee will have a priority claim in the Proposal. it is estimated that all employees may have claims under 81.3 of the BIA for amounts owed after the NOI and before the Bankruptcy in a deemed Bankruptcy scenario.

Note 7 - In the Proposal, 9132 will not file a claim for the \$1,669K unsecured claim owed to it by MPI. It is however expected that 9132 will file such a claim in a bankruptcy scenario. Said claim will be admissible if in the opinion of the trustee or of the court results from a proper transaction.

71. Note that the above scenarios exclude the levy payable to the Superintendent of Bankruptcy in virtue of Section 147 of the BIA.



72. The distributions illustrated above may vary significantly based on items over which the Trustee has no control, including but not limited to:
- 72.1. The value of the realization of MPI's assets in deemed bankruptcy;
 - 72.2. Creditors producing claims that are proven for amounts higher than those listed in the Company's books and records;
 - 72.3. The settlement of the Company's unliquidated claims which may dilute the distribution to unsecured creditors, as these amounts are not included in the table above;
 - 72.4. The Expenses of the Proposal which may be greater than anticipated, which are paid from the Claims Settlement Fund;
 - 72.5. The Trustee's fees and expenses in a Bankruptcy Scenario, which may be greater than expected.
 - 72.6. Possible additional interest and/or penalties that may be claimed on DAS.

F. CONCLUSIONS AND RECOMMENDATIONS

73. The execution of the Proposal is contingent on the Company generating sufficient funds over the next 12 months.
74. The Proposal, if executed, will allow for a greater realization (10%) for the unsecured creditors than in a deemed bankruptcy scenario (1%).
75. Furthermore, accepting the Proposal would allow current suppliers to maintain their business relationship with MPI.
76. **The Trustee recommends the acceptance of the Proposal.**



G. PROCEDURES FOR THE VOTE ON THE PROPOSAL

77. You will find, attached hereto, a proof of claim form – including a proxy – and a voting letter. All creditors must file proof of claim forms along with statements of account or copies of invoices.
78. We would remind all creditors that, in order to vote on the Proposal, creditors must file their proof of claim forms with the Trustee before the commencement of the meeting on October 4, 2019, at 10:30 am.
79. Creditors who will not attend the creditor's meeting scheduled on October 4, 2019, may also complete and submit their proof of claim together with the attached voting letter indicating their vote, in favor of or against the acceptance of the Proposal. These forms can be transmitted by mail, by fax or by email to the coordinates indicated on the proof of claim form.
80. To be accepted, the Proposal will have to be approved by the majority in number of creditors as well as by two thirds (2/3) in value of all creditors of each category, that vote in person or through a proxy at the creditor's meeting or who voted in advance.

DATED AT MONTRÉAL, this 24th day of September 2019.

PRICEWATERHOUSECOOPERS INC.

LICENSED INSOLVENCY TRUSTEE

Trustee acting *in re*: the proposal of
Métaux M.P.I. Inc.

Claudio Filippone, CPA, CA, CIRP, LIT
Designated Trustee