

**SUPERIOR COURT  
(Commercial Division)**

**CANADA  
PROVINCE OF QUEBEC  
DISTRICT OF MONTREAL**

**N° : 500-11-057679-199**

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**IN THE MATTER OF THE PLAN OF ARRANGEMENT AND COMPROMISE OF:**

**INVESTISSEMENT QUÉBEC**

- and -

**FIERA PRIVATE DEBT INC.**

Secured Creditors

- and -

**FORTRESS GLOBAL ENTERPRISES INC.**

- and -

**FORTRESS SPECIALTY CELLULOSE INC.**

- and -

**FORTRESS BIOENERGY LTD.**

- and -

**FORTRESS XYLITOL INC.**

- and -

**9217-6536 QUEBEC INC.**

Debtors

- and -

**DELOITTE RESTRUCTURING INC.**

Applicant / Monitor

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**APPLICATION FOR THE ISSUANCE OF AN ORDER ALLOWING THE DISTRIBUTION OF  
FUNDS HELD IN TRUST, THE ASSIGNMENT OF CLAIMS TO THE MONITOR AND  
ALLOWING THE MONITOR COLLECT SAME**

(*Companies' Creditors Arrangement Act* (the "CCAA"), s 11)

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**TO THE HONOURABLE MARIE-ANNE PAQUETTE OF THE SUPERIOR COURT, SITTING IN  
COMMERCIAL DIVISION IN AND FOR THE JUDICIAL DISTRICT OF MONTREAL, THE  
MONITOR RESPECTFULLY SUBMITS THE FOLLOWING:**

**I. ORDER SOUGHT**

1. Prior to the commencement of the present CCAA proceedings, a D&O Trust was set up with the objective of providing financial support for the defense and payment of claims against Fortress' directors and officers in such capacity (the "**D&Os**"), to the extent that the Insurer pursuant to the D&O Insurance (as these terms are defined below) does not do so.

2. Deloitte Restructuring Inc, in its capacity as monitor of the Debtors (the "**Monitor**"), hereby seeks the issuance of an order substantially in the form of the draft order communicated herewith as **Exhibit R-1**:

- (a) Declaring that the Employees' Unpaid Claims are all debts not exceeding six months wages payable to each Employee for services performed for Fortress;
- (b) Declaring that had Fortress been sued or if Fortress was sued for the Employees' Unpaid Claims, execution would have been returned or would return unsatisfied;
- (c) Declaring that the D&Os are jointly and severally, or solidarily, liable to the Employees for the Employees' Unpaid Claims ;
- (d) Declaring that the Employees' Unpaid Claims constitute Liability Claims and D&O Qualifying Claims for the purpose of the Trust Indenture;
- (e) Declaring that the Employees' Unpaid Claims are deemed to be claims against the D&Os for the purpose of the D&O insurance;
- (f) Assigning to the Monitor the Employees' Unpaid Claims, as well as all of the Employees and the D&Os' respective rights against the Insurer pursuant to the D&O Insurance upon distribution by the Trustee under the Trust Indenture of the Requested Amount;
- (g) Authorizing two (2) D&Os to sign the Certificate and declaring that no liability will be incurred in doing so;
- (h) Authorizing the Monitor to distribute, on behalf of the Trustee under the Trust Indenture, the Requested Amount;
- (i) Authorizing the Monitor, as assignee to the Employee's Unpaid Claims, to file a claim pursuant to the D&O Insurance, and to take any action deemed necessary by the Monitor in order to recover from the D&O Insurer, the amounts distributed in respect of the Employee's Unpaid Claims; and
- (j) Directing the Monitor to pay back to the Trustee under the Trust Indenture any and all amount recovered in the context of any such recourse, less any expenses incurred while doing so.

(the "**Proposed Distribution and Assignment Order**").

3. The Monitor also asks the Court to amend the Initial Order to order that the Monitor shall be authorized receive and distribute the Requested Amount and to take any action deemed necessary in order to recover from the D&O Insurer the amounts distributed in respect of the Employees' Unpaid Claims, pursuant to the terms of the Proposed Distribution and Assignment Order.

## II. RELEVANT PROCEDURAL BACKGROUND

4. On December 13, 2019, Investissement Québec ("**IQ**") and Fiera Private Debt Inc. ("**Fiera**", together with IQ, the "**Applicants**"), in their capacity as principal secured creditors of the Fortress Global Enterprises Inc., Fortress Specialty Cellulose Inc., Fortress Bioenergy Ltd., Fortress Xylitol Inc. and 9217-6536 Québec Inc. (collectively, "**Fortress**"), filed an application in respect of Fortress pursuant to the CCAA, entitled *Application for the Issuance of a First Day Initial Order, an Amended and Restated Initial Order, a Receivership Order and a Claims Process Order* (the "**Initial Application**").
5. On December 16, 2019, the Initial Application was partially granted by the Honourable Marie-Anne Paquette, j.c.s., who rendered on the same day, as appears from the Court record:
  - (a) a first day initial order (the "**First Day Order**"); and
  - (b) an order appointing Deloitte Restructuring Inc. as receiver to Fortress (the "**Receiver**") for the sole purpose of allowing their respective employees from benefiting from those payments provided under the *Wage Earner Protection Program Act* (S.C. 2005, c. 47, s. 1) ("**WEPPA**")

(the "**CCAA Proceedings**").
6. Pursuant to the First Day Order, the Court ordered, *inter alia*, that all claims against Fortress, their properties and their D&Os were stayed (the "**Stay**") until December 26, 2019 (the "**Stay Period**").
7. On December 26, 2019, the Stay Period was extended until January 10, 2020.
8. On January 10, 2020, the Court granted the Initial Application in its entirety, and rendered, as appears from the Court record:
  - (a) an Amended and Restated Initial Order which provided, *inter alia*:
    - (i) an extension of the Stay Period until May 2, 2020; and
    - (ii) an increase in the Monitor's powers, including the powers to conduct and control the financial affairs and operations of Fortress, and carry on the business of Fortress;
  - (b) a Claims Procedure Order which established a "*Claims Bar Date*" of March 16, 2020 (except for restructuring claims) (the "**Claims Process**").
9. On May 1, 2020, the Court rendered an order (which was rectified on the same day) extending the Stay Period until August 11, 2020.
10. On August 10, 2020, the Court rendered an order extending the Stay Period until October 23, 2020.
11. On October 23, 2020, the Court rendered an order extending the Stay Period until September 30, 2021.

12. At this stage of the restructuring process, and taking into account the amounts owed to Fortress' secured lenders, it is unlikely that Fortress' unsecured creditors will be paid in full.

### III. THE D&O TRUST

#### a. Establishment of the D&O Trust

13. Fortress contracted an insurance policy bearing number 2-880-15-88 (the "**D&O Insurance**") with AIG Insurance Company of Canada (the "**Insurer**"), a copy of which is filed herewith under confidential seal as **Exhibit R-2**.
14. Prior to the commencement of the CCAA Proceedings, given the concerns raised by its D&Os with respect to claims which could be made against them in such capacity in light of the Fortress' insolvency, particularly in connection with employee claims, Fortress set up a directors and officers' trust (the "**D&O Trust**") and paid to same an amount of \$1,300,000 (the "**Trust Property**"), as appears from a copy of the Trust Indenture dated December 13, 2019 (the "**Trust Indenture**"), communicated herewith under confidential seal as **Exhibit R-3**.
15. While the purpose of the D&O Trust was to provide financial support for the defense and payment of claims (including employee claims) against such D&Os in such capacity, to the extent not covered by the D&O Insurance, the establishment of the D&O Trust was also, and perhaps ultimately, to provide some assurances to Fortress' employees with regards to the payment of their employee claims, to the extent that such claims were not paid by the Insurer.
16. Indeed, the creation of the D&O Trust in favor of the D&Os for sums for which they may be held liable to employees (but for which Fortress is ultimately liable) enhanced such employees' chances of recovery by, in effect, creating an additional source for the recovery of their claims.
17. With the above stated objectives, the Applicants, who are the principal secured creditors of Fortress, did not oppose to the setting up of the D&O Trust.

#### b. Functioning of the D&O Trust

18. As per the terms of the Trust Indenture, in the event that funds are required to be disbursed from the Trust Property to be paid and applied on behalf of applicable D&Os, a certificate has to be executed and delivered to the Trustee (the "**Certificate**"), who shall be irrevocably authorized and directed to distribute the applicable portion of the Trust Property, in the manner prescribed in the Certificate, within three (3) business days.
19. The Certificate must be signed by at least two (2) of the D&Os in office as of December 13, 2019 in their capacity as director, or, if applicable, former directors of Fortress, and not in their personal capacity, confirming:
  - (i) the requested amount to be disbursed from the Trust Property (the "**Requested Amount**");
  - (ii) the applicable use for which the Requested Amount will be paid and applied;

- (iii) that the proposed use described in paragraph (ii) above constitute a Permitted Use (as defined in the Trust Indenture), such as the payment of any and all amounts necessary to defend and indemnify D&Os with respect to and in order to satisfy any Liability Claims and D&O Qualifying Claims; and
  - (iv) the identity and details of all payees.
20. The "Liability Claims" and "D&O Qualifying Claims" are defined as follows in the Trust Indenture:

"Liability Claim" means any claim, liability, charge, penalty, or expense for which a company can provide a director with indemnity pursuant to the provisions of the British Columbia Business Corporations Act, as regards to Fortress Global and Fortress Xylitol, or the Canada Business Corporations Act, as regards to Fortress Specialty and Fortress Bioenergy, (including, without limitation, any claim contested by an insurer or insurers and all legal expenses arising in connection with defending a Liability Claim) or other amount for which the Directors and Officers, or any of them, may become personally liable arising from their status as Directors or Officers (including, without limitation, claims under Liability Legislation for employee wages, vacation pay, pension obligations, certain tax liabilities and environmental matters), all legal costs and other expenses incurred in asserting that a claim is covered by the D & O Insurance and the payment of any premiums for the purpose of maintaining D & O Insurance, providing that Liability Claim shall not mean any claim arising from the fraud or willful misconduct of the particular Director or Officer;

"D & O Qualifying Claim" is a Liability Claim that qualifies for coverage under the D & O Insurance whether or not the amount of the coverage available under the D & O Insurance is adequate to defend the Directors and Officers against, and to pay, the particular Liability Claim;

#### IV. DETERMINATION OF THE EMPLOYEES' UNPAID CLAIMS

21. The Monitor has prepared a report to the Court in support of this Application dated December 11, 2020 (the "**Monitor's Report**"), a copy of which is filed herewith as **Exhibit R-4**.
22. In accordance with the Claims' Process, the Monitor received claims from employees and former employees of Fortress, both unionized and not unionized (the "**Employees**") totaling \$1,809,404.39 for unpaid wages and vacation (the "**Employees' Claims**"), as appears from a copy of the detail of the Employees' Claims filed herewith under confidential seal as **Exhibit R-5**.
23. In accordance with the CCAA Proceedings, Deloitte Restructuring Inc. as Receiver completed the registration to the WEPPA for all admissible amounts due to Employees for unpaid wages and vacation only and the registration to the WEPPA for all admissible amounts due to non-unionized Employees for severance payments.



24. As for the unionized Employees, discussions ensued with counsel for the unionized Employees as to the amounts due to the unionized Employees in accordance with the collective agreements.
25. On October 14, 2020, the Monitor received the executed Amended Proof of Claim for the unionized Employees, including severance, in the amount of \$4,040,615.21, a copy of which is filed herewith under confidential seal as **Exhibit R-6**.
26. In the following days, Deloitte Restructuring Inc. as Receiver was able to complete the registration to the WEPPA of all unionized Employees such that, as of this date, \$ 772,563 of the Employees' Claims were paid or will be paid to the Employees pursuant to the WEPPA, such that a total of \$ 1,036,841.87 is still due to the Employees in unpaid wages and vacations (the "**Employees' Unpaid Claims**"), as appears from Exhibit P-5 (under confidential seal).
27. The Monitor respectfully submits that given the limited value of Fortress' assets relative to its secured claims and the fact that Fortress has not submitted and does not currently intend to submit any plan of arrangement and compromise to its creditors in the near future, the Employees' Unpaid Claims are highly unlikely to be entirely paid by Fortress in the context of the CCAA Proceedings, such that they would ultimately be claims against the D&Os.
28. On October 13, 2020, in order to lessen the prejudice being incurred by the Employees by the delays before any plan of arrangement and compromise is filed, if any, and sums payable thereunder, if any, be received by the Employees, the Monitor sent a notice of claim to the Insurer, seeking confirmation of payment by the Insurer of the Employees' Unpaid Claims.
29. On October 19, 2020, the Insurer responded that it could not provide a coverage assessment at that time since neither Fortress nor any of its D&O's had made a claim under the policy, as appears from a copy of the letter dated October 19, 2020, communicated herewith as **Exhibit R-7**.

## V. GROUNDS FOR THIS APPLICATION

30. The Monitor respectfully requests the assistance of this Court to allow for an immediate distribution from the Trust Property to satisfy the Employees' Unpaid Claims, in accordance with the Trust Indenture.
31. As of this date, the Employees cannot file a notice of claim to the Insurer for the Employees' Unpaid Claims because all of the statutory conditions for the D&Os to be liable for the Employees' Unpaid Claims have not and cannot be met in light of the Stay.
32. Although the Employees' Unpaid Claims were filed against and are acknowledged as being owed by Fortress, they cannot be paid by Fortress at this time.
33. If there was no Stay it is a certainty that:
  - (a) the Employees' Unpaid Claims would be recognized as debts not exceeding six months wages payable to each Employee for services performed for Fortress;
  - (b) had Fortress been sued or should it be sued for the Employees' Unpaid Claims, execution would have been returned or would return unsatisfied;

- (c) the D&Os would be found jointly and severally, or solidarily, liable to the Employees for the Employees' Unpaid Claims;
  - (d) the Employees' Unpaid Claims would be deemed to be claims against the D&Os for the purpose of the D&O Insurance; and
  - (e) the Employees' Unpaid Claims would constitute Liability Claims and D&O Qualifying Claims for the purpose of the Trust Indenture.
34. In light of all of the above and with the support of the Interim Lender, the Monitor has prepared, in accordance with the terms and conditions of the Trust Indenture, a draft Certificate confirming that:
- (a) the Requested Amount is in the amount of \$ 1,036,841.87;
  - (b) the Requested Amount will be used to pay the Employees' Unpaid Claims;
  - (c) the use described in paragraph (b) above constitutes a Permitted Use;
  - (d) the Requested Amount should be allocated to the Employees listed in Schedule "A" of the draft Certificate
- as appears from a copy of the Draft Certificate communicated herewith as **Exhibit R-8**.
35. The Monitor respectfully submits that it is necessary, to prevent further prejudice to the Employees from the non-payment of the Employees' Unpaid Claims, that the Proposed Distribution and Assignment Order be rendered:
- (a) First,
    - (i) Declaring that the Employees' Unpaid Claims are all debts not exceeding six months wages payable to each Employee for services performed for Fortress;
    - (ii) Declaring that had Fortress been sued or should it be sued for the Employees' Unpaid Claims, execution would have been returned or would return unsatisfied;
    - (iii) Declaring that the D&Os are jointly and severally, or solidarily, liable to the Employees for the Employees' Unpaid Claims ;
    - (iv) Declaring that the Employees' Unpaid Claims constitute Liability Claims and D&O Qualifying Claims for the purpose of the Trust Indenture;
    - (v) Declaring that the Employees' Unpaid Claims are deemed to be claims against the D&Os for the purpose of the D&O insurance; and
    - (vi) Assigning to the Monitor the Employees' Unpaid Claims, as well as all of the Employees and the D&Os respective rights against the Insurer pursuant to the D&O Insurance, upon distribution by the Trustee under the Trust Indenture of the Requested Amount;
- (the "**First Step**"); and

(b) Second,

- (i) Authorizing two (2) D&Os to sign the Certificate and declaring that no liability will be incurred in doing so; and
- (ii) Authorizing the distribution of the Requested Amount;
- (iii) Authorizing the Monitor, as assignee to the Employee's Unpaid Claims, to file a claim pursuant to the D&O Insurance, and to take any action deemed necessary by the Monitor in order to recover from the Insurer, the amounts distributed in respect of the Employee's Unpaid Claims; and
- (iv) Directing the Monitor to pay back to the Trustee under the Trust Indenture any and all amount recovered in the context of any such recourse, less any expenses incurred while doing so;

(the "**Second Step**").

- 36. The Monitor further request an order from this Court declaring that the distribution of the Requested Amount to the holders of the Employees' Unpaid Claims shall be over and above any amounts to which they are entitled to under the WEPPA.
- 37. The Monitor submits that the First Step would allow it to send a new notice of claim to the Insurer and, in the absence of a positive response from the Insurer within 15 days, the Second Step would allow it to distribute the Requested Amount to the Employees.
- 38. The Monitor submits that the Proposed Distribution and Assignment Order is appropriate in the circumstances and at this stage of the CCAA Proceedings in order to allow immediate distribution from the Trust Property with the objectives of remedying to the unfortunate impacts the insolvency of Fortress is having on the Employees and to reduce the social losses resulting from the CCAA Proceedings by preserving communities affected by same.
- 39. The Monitor and Fortress have been acting in good faith and with due diligence in presenting the present Application and requesting the relief thereunder.
- 40. As appears from the Monitor's Report, Fortress' creditors and other stakeholders would not be materially prejudiced by the Proposed Distribution and Assignment Order.
- 41. All D&Os being part of the Trust Indenture, the Insurer as well as the Trustee have been notified of this Application.
- 42. The Monitor previously wrote to the creditors who had filed a proof of claim against the D&Os in accordance with the Claims Process at their email address indicated in their proof of claim, and these creditors have been duly notified on this Application at the same email addresses.



**WHEREFORE, MAY THIS COURT:**

**GRANT** this *Application for the Issuance of an Order Allowing the Distribution of Funds Held in Trust, the Assignment of Claims to the Monitor and Allowing the Monitor Collect Same*;

**RENDER** an order substantially in the form of the draft Proposed Distribution and Assignment Order, Exhibit P-1;

**AMEND** paragraph 43 of the Amended and Restated Initial Order as follows:

ORDERS that, in addition with the foregoing powers, the Monitor shall also be authorized, but not required to exercise the following powers, for and on behalf of the Debtors:

- (a) conduct and control the financial affairs and operations of the Debtors and carry on the business of the Debtors;
- (b) execute and deliver the Interim Financing Documents, as provided for by this Order;
- (c) execute any necessary amendments to the KERP, as provided for by this Order;
- (d) exercise all rights granted to the Debtors in this Order;
- (e) execute such documents as may be necessary in connection with any proceedings before or Order of the Court;
- (f) take steps for the preservation and protection of the Property;
- (g) negotiate and enter into agreements with respect to the Property;
- (h) apply to the Court for any vesting order or orders which may be necessary or appropriate in order to convey the Property to a purchaser or purchasers thereof with the prior consent of the Monitor;
- (i) take any steps required to be taken by the Debtors under any Order of the Court;
- (j) provide information to the Monitor and the Applicants regarding the business and affairs of the Debtors;
- (k) exercise such shareholder or member or rights, as may be available to the Debtors;
- (l) receive and distribute the Requested Amount and to take any action deemed necessary in order to recover from the D&O Insurer the amounts distributed in respect of the Employees' Unpaid Claims, pursuant to the terms of the Proposed Distribution and Assignment Order; and
- (m) take any steps, enter into any agreements or incur any obligations necessary or incidental to the exercise of the aforesaid powers.

Unless expressly authorized to do so by this Court, the Monitor shall not take possession of the Property nor shall the Monitor be deemed to have done so.

**THE WHOLE WITHOUT COSTS**, except in the event of contestation.

MONTREAL, December 11, 2020

McCarthy Tétrault LLP

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**MCCARTHY TÉTRAULT LLP**

Mtres Alain N. Tardif and Pascale Klees-Themens

Lawyers for the Monitor

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**ALL NOTIFICATIONS BY E-MAIL MUST BE ADDRESSED SOLELY TO  
NOTIFICATION@MCCARTHY.CA**

File reference: 218443-528069

**SUPERIOR COURT  
(Commercial Division)**

**CANADA  
PROVINCE OF QUEBEC  
DISTRICT OF MONTREAL**

**N° : 500-11-057679-199**

**IN THE MATTER OF THE PLAN OF ARRANGEMENT AND COMPROMISE OF:**

**INVESTISSEMENT QUÉBEC**

- and -

**FIERA PRIVATE DEBT INC.**

Co-Applicants / Secured Creditors

- and -

**FORTRESS GLOBAL ENTERPRISES INC.**

- and -

**FORTRESS SPECIALTY CELLULOSE INC.**

- and -

**FORTRESS BIOENERGY LTD.**

- and -

**FORTRESS XYLITOL INC.**

- and -

**9217-6536 QUEBEC INC.**

Debtors

- and -

**DELOITTE RESTRUCTURING INC.**

Monitor

**AFFIDAVIT OF JEAN-FRANÇOIS NADON**

I, the undersigned, **JEAN-FRANÇOIS NADON**, National Leader for the Restructuring Services for the firm DELOITTE RESTRUCTURING INC., located at Bay Adelaide, East Tower, 8 Adelaide Street West, suite 200, in the City of Toronto, Province of Ontario, M5H 0A9, affirms solemnly the following:

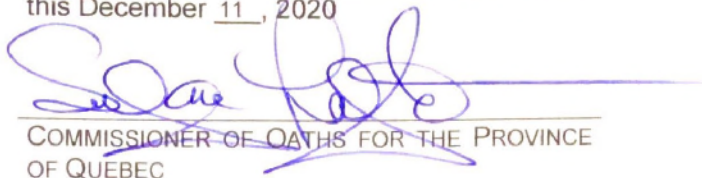
1. That I am one of the duly authorized representatives for the Monitor;
2. That all the facts alleged in the *Application for the Issuance of an Order Allowing the Distribution of Funds Held in Trust, the Assignment of Claims to the Monitor and Allowing the Monitor Collect Same*, at the best of my knowledge, true;

AND I HAVE SIGNED:



JEAN-FRANÇOIS NADON

SWORN BEFORE ME, AT Montreal,  
this December 11, 2020

  
COMMISSIONER OF OATHS FOR THE PROVINCE  
OF QUEBEC

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**Notice of Presentation  
Commercial (Room 16.10)**

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**TO: Service List**

- and -

**TSX TRUST COMPANY**

100 Adelaide Street West

Suite 201

Toronto, ON M5H 1S3

Email: [donald.crawford@tmx.com](mailto:donald.crawford@tmx.com)

- and -

**AIG INSURANCE COMPANY OF CANADA**

C/O: Mr. Len Loewith, Senior Claims Analyst, Financial Lines

120 Bremmer Boulevard

Suite 2200

Toronto, ON M5J 0A8

Email: [Leonard.Loewith@aig.com](mailto:Leonard.Loewith@aig.com)

- and -

**Mtre Kim Sheppard**

National Litigation Sector / Department of Justice Canada

Government of Canada

200 René-Lévesque Blvd West

East Tower, 9<sup>th</sup> Floor

Montreal, QC H2Z 1X4

Email: [kim.sheppard@justice.gc.ca](mailto:kim.sheppard@justice.gc.ca)

- and -

**DIRECTORS AND OFFICERS OF THE DEBTORS, AS DESCRIBED IN SCHEDULE "A" OF THE  
PRESENT NOTICE OF PRESENTATION**

-and-

**CREDITORS OF THE DEBTORS, AS DESCRIBED IN SCHEDULE "B" OF THE PRESENT NOTICE  
OF PRESENTATION**

## **1. PRESENTATION OF THE PROCEEDING**

**TAKE NOTICE** that the present *Application for the Issuance of an Order Allowing the Distribution of Funds Held in Trust, the Assignment of Claims to the Monitor and Allowing the Monitor Collect Same* will be presented for adjudication before the Honourable Marie-Anne Paquette of the Superior Court, sitting in the commercial division for the district of Montréal, at a time and place to be determined.

## **2. HOW TO JOIN THE VIRTUAL PRACTICE ROLL CALL**

The coordinates for joining the room 16.10 virtual roll call are the following:

- a) **With Teams Tool:** by clicking on the link available on the website [www.tribunaux.qc.ca](http://www.tribunaux.qc.ca);



You need at that time to inscribe your name and click on “Joining now”. In order to facilitate the progress and the identification of the participants, we are inviting you to inscribe your name by this manner:

The lawyers: Mtre First name, Last Name (name of the represented party)

The syndics: First name, Last Name (syndic’s name)

The superintendent: First name, Last name (superintendent’s name)

The parties non-represented by lawyers: First name, Last name (precise: Plaintiff, Defendant, Petitioner, Respondent, Creditor, Opponent or other)

For people who are assisting to a public hearing: the mention may be limited to entering: (public)

**b) By telephone:**

Canada, Québec (paid number): + 1 581-319-2194

Canada (toll-free number): (833) 450-1741

Conference ID: 820 742 874#

**c) By videoconference:** [teams@teams.justice.gouv.qc.ca](mailto:teams@teams.justice.gouv.qc.ca)

Conference VTC ID: 11973653703

**d) In person:** If and only if you do not have access to one of these technological means above-identified. You can then go to room 16.10 of the Courthouse of Montreal, located at:

1 Notre-Dame Street East.

### 3. **DEFAULT OF PARTICIPATING TO THE VIRTUAL ROLL CALL**

**TAKE NOTICE** that if you wish to contest the proceeding you need to advise by written the instigator of the proceeding at the indicated coordinates in this Notice of Presentation at least 48 hours before the presentation date and participate to the virtual roll call. Failing that, a judgment could be rendered during the presentation of the proceeding, without any further notice or delay.

### 4. **OBLIGATIONS**

#### 4.1 The Collaboration

**TAKE NOTICE** that you have the obligation to cooperate with the other party, in particular by informing each other, at all relevant times, of all facts and elements susceptible of promote a loyal debate and making sure you preserve the relevant evidence (*Civil Code of Procedure*, Art. 20).

#### 4.2 Preventing and Resolving Disputes Method

**TAKE NOTICE** that you must, before going to the Tribunal, considerate the recourse of all preventing and resolving disputes methods which are, among others, negotiation, mediation or arbitration, for which the parties appeal a third-party assistance (*Civil Code of Procedure*, Art. 2).

DO GOVERN YOURSELVES ACCORDINGLY.

MONTREAL, December 11, 2020

McCarthy Tétrault LLP

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**MCCARTHY TÉTRAULT LLP**

Mtres Alain N. Tardif and Pascale Klees-Themens

Lawyers for the Monitor

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**ALL NOTIFICATIONS BY E-MAIL MUST BE ADDRESSED SOLELY TO  
NOTIFICATION@MCCARTHY.CA**

File reference: 218443-528069

**SCHEDULE "A"****List of Directors and Officers of the Debtors**

Gerald Gaetz	[REDACTED]
Ezra Gardner	[REDACTED]
Giovanni Iadeluca	<a href="mailto:Giovanni@fortressge.com">Giovanni@fortressge.com</a>
Joe Nemeth	[REDACTED]
Anil Wirasekara	[REDACTED]
Marco Veilleux	<a href="mailto:MVeilleux@fortressge.com">MVeilleux@fortressge.com</a>
Kurt Loewen	<a href="mailto:kurt@fortressge.com">kurt@fortressge.com</a>
Mark Kirby	[REDACTED]
Ken Leung	<a href="mailto:Ken@fortressge.com">Ken@fortressge.com</a>
Kent Smith	<a href="mailto:ksmith@fortressab.com">ksmith@fortressab.com</a>

**SCHEDULE "B"****List of Creditors**

<b>NAME OF THE CREDITOR</b>	<b>ATTENTION</b>	<b>EMAIL</b>
1. Groupe Laframboise Ltée	Lyne Théoret	<a href="mailto:ltheoret@laframboise.net">ltheoret@laframboise.net</a>
2. Mécanique CNC (2002) Inc.	BMA Avocats ATTN: Mtre Florence Bugeaud-Tardif and Mtre David Bernier	<a href="mailto:fbtardif@bmaavocats.com">fbtardif@bmaavocats.com</a> <a href="mailto:dbernier@bmaavocats.com">dbernier@bmaavocats.com</a>
3. Les Transports Michel Charbonneau Inc.	Andréa Charbonneau	<a href="mailto:acharbonneau@transportcharbonneau.com">acharbonneau@transportcharbonneau.com</a>
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**SUPERIOR COURT  
(Commercial Division)**

**CANADA  
PROVINCE OF QUEBEC  
DISTRICT OF MONTREAL**

**N° : 500-11-057679-199**

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**IN THE MATTER OF THE PLAN OF ARRANGEMENT AND COMPROMISE OF:**

**INVESTISSEMENT QUÉBEC**

- and -

**FIERA PRIVATE DEBT INC.**

Co-Applicants / Secured Creditors

- and -

**FORTRESS GLOBAL ENTERPRISES INC.**

- and -

**FORTRESS SPECIALTY CELLULOSE INC.**

- and -

**FORTRESS BIOENERGY LTD.**

- and -

**FORTRESS XYLITOL INC.**

- and -

**9217-6536 QUEBEC INC.**

Debtors

- and -

**DELOITTE RESTRUCTURING INC.**

Monitor

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**LIST OF EXHIBITS**

*(in support of the Application for the Issuance of an Order Allowing the Distribution of Funds Held in Trust, the Assignment of Claims to the Monitor and Allowing the Monitor Collect Same)*

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<b>EXHIBIT R-1</b>	Draft Order;
<b>EXHIBIT R-2</b>	<b>UNDER SEAL</b> - Insurance policy bearing number 2-880-15-88 (the "D&O Insurance") with AIG Insurance Company of Canada;
<b>EXHIBIT R-3</b>	<b>UNDER SEAL</b> - Trust Indenture dated December 13, 2019;
<b>EXHIBIT R-4</b>	Monitor's Report dated December 11, 2020;
<b>EXHIBIT R-5</b>	<b>UNDER SEAL</b> - Detail of the Employees' Claims;
<b>EXHIBIT R-6</b>	<b>UNDER SEAL</b> - Executed Amended Proof of Claim for the unionized Employees;
<b>EXHIBIT R-7</b>	Letter from the Insurer dated October 19, 2020;
<b>EXHIBIT R-8</b>	Draft Certificate.

MONTREAL, December 11, 2020

*McCarthy Tétrault LLP*

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**MCCARTHY TÉTRAULT LLP**

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**ALL NOTIFICATIONS BY E-MAIL MUST BE ADDRESSED SOLELY TO  
NOTIFICATION@MCCARTHY.CA**

File reference: 218443-528069

N° : 500-11-057679-199  
SUPERIOR COURT  
(COMMERCIAL DIVISION)  
PROVINCE OF QUEBEC  
DISTRICT OF MONTREAL

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**IN THE MATTER OF THE PLAN OF  
ARRANGEMENT AND COMPROMISE OF:**

**INVESTISSEMENT QUÉBEC**

- and -

**FIERA PRIVATE DEBT INC.**

Co-Applicants / Secured Creditors

- and -

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- and -

**9217-6536 QUEBEC INC.**

Debtors

- and -

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Monitor

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**APPLICATION FOR THE ISSUANCE OF AN ORDER ALLOWING THE  
DISTRIBUTION OF FUNDS HELD IN TRUST, THE ASSIGNMENT OF  
CLAIMS TO THE MONITOR AND ALLOWING THE MONITOR**

**COLLECT SAME**

*(Companies' Creditors Arrangement Act (the "CCAA"), s 11)*

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**ORIGINAL**

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