

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE**

In re:

FORMERXBC HOLDING USA INC.  
(f/k/a XEBEC HOLDING USA INC.), *et al.*,

Debtor in a foreign proceeding.<sup>1</sup>

Chapter 15

Case No. 22-10934 (KBO)

Jointly Administered

Re: D.I No. 160

**ORDER (I) RECOGNIZING AND ENFORCING THE CLAIMS  
PROCEDURE ORDER; AND (II) GRANTING RELATED RELIEF**

Upon the motion (the “**Motion**”)<sup>2</sup> of FormerXBC Inc. (f/k/a Xebec Adsorption Inc.), in its capacity as the authorized foreign representative (the “**Foreign Representative**”) for the above-captioned debtors (collectively, the “**Debtors**”) in a proceeding (the “**Canadian Proceeding**”) commenced under Canada’s Companies’ Creditors Arrangement Act, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”), and pending before the Superior Court of Québec, in the Province of Québec, District of Montréal (the “**Canadian Court**”), seeking entry of an order (this “**Order**”) pursuant to sections 105(a), 1507, 1521, and 1522 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2002 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rule 2002-1(e) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court of the District of Delaware (the “**Local Rules**”) (i) recognizing

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<sup>1</sup> The Debtors in the chapter 15 proceedings and the last four digits of their federal tax identification numbers are: FormerXBC Inc. (f/k/a Xebec Adsorption Inc.) (0228), 11941666 Canada Inc. (f/k/a Xebec RNG Holdings Inc.) (N/A), Applied Compression Systems Ltd. (N/A), 1224933 Ontario Inc. (f/k/a Compressed Air International Inc.) (N/A), FormerXBC Holding USA Inc. (f/k/a Xebec Holding USA Inc.) (8495), Enerphase Industrial Solutions Inc. (1979), CDA Systems, LLC (6293), FormerXBC Adsorption USA Inc. (f/k/a Xebec Adsorption USA Inc.) (0821), FormerXBC Pennsylvania Company (f/k/a The Titus Company) (9757), FormerXBC NOR Corporation (f/k/a Nortekbelair Corporation) (1897), FormerXBC Flow Services – Wisconsin Inc. (f/k/a XBC Flow Services – Wisconsin Inc.) (7493), California Compression, LLC (4752), and FormerXBC Systems USA, LLC (f/k/a Xebec Systems USA LLC) (4156). The location of the Debtors’ corporate headquarters and the Debtors’ foreign representative is: 730 Industriel Boulevard, Blainville, Quebec, J7C 3V4, Canada.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

and enforcing the terms, conditions, and provisions of the order issued by the Canadian Court (the “**Claims Procedure Order**”), a copy of which is attached hereto as **Exhibit 1**; and (ii) granting such other and further relief as the Court deems just and proper; and it appearing that this Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334; venue being proper before the Court pursuant to 28 U.S.C. § 1410; and the Court having determined that appropriate and timely notice of the filing of the Motion having been given; and this Court having reviewed the Motion and it appearing that the relief requested in the Motion is necessary and beneficial to the Debtors; and no other or further notice being necessary or required; and this Court having determined that the legal and factual bases set forth in the Motion, and all other pleadings and papers in these cases establish just cause to grant the relief ordered herein, and no objections or other responses having been filed that have not been overruled, withdrawn, or otherwise resolved, and after due deliberation therefor;

**THIS COURT HEREBY FINDS AND DETERMINES THAT:**

A. The findings and conclusions set forth herein constitute this Court’s findings of fact and conclusions of law pursuant to Bankruptcy Rule 7052 made applicable to this proceeding pursuant to Bankruptcy Rule 9014. To the extent any of the following findings of fact constitute conclusions of law, they are adopted as such. To the extent any of the following conclusions of law constitute findings of fact, they are adopted as such.

B. The findings by the Court in its previously entered Recognition Order [Docket No. 36], dated October 27, 2022, are hereby incorporated by reference herein and such Recognition Order shall continue in effect in all respects except to the extent this Order directly modifies or directly contradicts such Recognition Order.

C. On May 24, 2023, the Canadian Court entered the Claims Procedure Order, approving the Claims Process, including the Claims Bar Date and the Bar Date Noticing.

D. The relief granted hereby is necessary and appropriate to effectuate the objectives of chapter 15 of the Bankruptcy Code to the protect the Debtors and the interests of their creditors and other parties in interest, is consistent with the laws of the United States, international comity, public policy, and the policies of the Bankruptcy Code, and will not cause any hardship to any party in interest that is not outweighed by the benefits of the relief granted.

E. Absent the requested relief, the efforts of the Debtors, the Canadian Court, and the Foreign Representative in conducting the Canadian Proceeding and effectuating the restructuring under Canadian law may be frustrated, a result contrary to the purposes of chapter 15 of the Bankruptcy Code.

F. Good, sufficient, appropriate, and timely notice of the filing of, and the hearing on, the Motion was given, which notice is adequate for all purposes, and no further notice need be given

G. All creditors and other parties in interest, including the Debtors are sufficiently protected by the grant of relief ordered hereby. The relief granted herein will, in accordance with sections 1507(b) and 1521 of the Bankruptcy Code, reasonably assure: (i) the just treatment of all holders of claims against or interests in the Debtors' property; (ii) the protection of claim holders in the United States against prejudice and inconvenience in the processing of claims in the Canadian Proceedings; and (iii) the prevention of preferential or fraudulent dispositions of property of the Debtors.

**BASED ON THE FOREGOING FINDINGS OF FACT AND AFTER DUE DELIBERATION AND SUFFICIENT CAUSE APPEARING THEREFORE, IT IS HEREBY ORDERED THAT:**

1. The Motion is Granted as set forth herein.

2. All objections, if any, to the Motion or the relief requested therein that have not been withdrawn, waived, or settled by stipulation filed with the Court, and all reservations of rights included therein, are hereby overruled on the merits.

3. The Claims Process, including the Claims Bar Dates and the Bar Date Notices, is hereby approved and the relief granted pursuant to the Claims Procedure Order is hereby recognized by the Court and shall apply with respect to creditors located in the United States. The Bar Date Noticing constitutes good and sufficient service and delivery of notice of the Claims Procedure Order and the Claims Bar Date on all parties in interest who may be entitled to receive notice and who may wish to assert a claim in the Canadian Proceedings, and no other notice or service need be given or made and no other document or material need be sent to or served upon any party in interest with respect to the Claims Procedure Order. All claims, including claims against the Debtors' directors and officers resolved in the Canadian Proceedings in accordance with the Claims Procedure Order shall be deemed resolved in the United States and these chapter 15 cases, and such claimants shall not receive any additional recovery in the United States or these chapter 15 cases.

4. Any party within the jurisdiction of this Court desiring to assert a claim against the Debtors must file a proof of claim in accordance with the Claims Procedure Order. Any party in interest who has filed a proof of claim in these chapter 15 cases must nonetheless file a proof of claim in accordance with the Claims Procedure Order.

5. All persons and entities subject to the jurisdiction of the United States are permanently enjoined and restrained from taking any actions inconsistent with, or interfering with the enforcement and implementation of, the Claims Procedure Order, or any documents incorporated into such Claims Procedure Order.

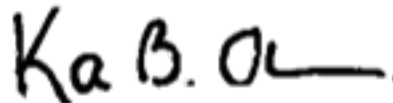
6. The Foreign Representative is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion and the Claims Procedure Order.

7. The Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and/or enforcement of this Order.

8. Notwithstanding any provision in the Bankruptcy Rules to the contrary: (a) this Order shall be effective immediately and enforceable upon entry; (b) neither the Foreign Representative nor the Debtors are subject to any stay in the implementation, enforcement, or realization of the relief granted in this Order; and (c) the Foreign Representative is authorized and empowered, and may in its discretion and without further delay, take any action and perform any act necessary to implement and effectuate the terms of this Order.

9. Notwithstanding anything to the contrary herein, the rights of Brozelco, Inc. (“Brozelco”) to assert before this Court any jurisdictional, choice of law or substantive argument with respect to Brozelco’s potential claim under 11 U.S.C. § 503(b)(9) shall not be waived and are reserved and preserved, and the rights of the Foreign Representative to object to any potential claim under 11 U.S.C. § 503(b)(9) brought by Brozelco are reserved and preserved.

**Dated: June 6th, 2023**  
**Wilmington, Delaware**

  
**KAREN B. OWENS**  
**UNITED STATES BANKRUPTCY JUDGE**

**Exhibit 1**

**Claims Procedure Order**

**SUPERIOR COURT**  
(Commercial Division)

CANADA  
PROVINCE OF QUÉBEC  
DISTRICT OF MONTRÉAL

No.: 500-11-061483-224

DATE: May 24, 2023

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**BEFORE THE HONOURABLE CHRISTIAN IMMER, J.S.C.**

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***IN THE MATTER OF THE COMPROMISE OR ARRANGEMENT OF:***

**FORMERXBC INC. (FORMERLY XEBEC ADSORPTION INC.)  
11941666 CANADA INC. (FORMERLY XEBEC RNG HOLDINGS INC.)  
APPLIED COMPRESSION SYSTEMS LTD.  
1224933 ONTARIO INC. (FORMERLY COMPRESSED AIR INTERNATIONAL INC.)  
FORMERXBC HOLDING USA INC. (FORMERLY XEBEC HOLDING USA INC.)  
ENERPHASE INDUSTRIAL SOLUTIONS, INC.  
CDA SYSTEMS, LLC  
FORMERXBC ADSORPTION USA INC. (FORMERLY XEBEC ADSORPTION USA INC.)  
FORMERXBC PENNSYLVANIA COMPANY (FORMERLY THE TITUS COMPANY)  
FORMERXBC NOR CORPORATION (FORMERLY NORTEKBELAIR CORPORATION)  
FORMERXBC FLOW SERVICES – WISCONSIN INC. (FORMERLY XBC FLOW  
SERVICES – WISCONSIN INC.)  
CALIFORNIA COMPRESSION, LLC  
FORMERXBC SYSTEMS USA, LLC (FORMERLY XEBEC SYSTEMS USA, LLC)  
Debtors / Petitioners**

and

**DELOITTE RESTRUCTURING INC.**  
Monitor

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**CLAIMS PROCEDURE ORDER**

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- [1] **CONSIDERING** the *Application for (i) an Extension of the Stay of Proceedings, (ii) the Establishment of a Claims Process, (iii) the Authorization to Use Net Proceeds to Fund Cash-Flow Requirements and (iv) the Issuance of an Approval and Vesting Order in Respect of BioStream Assets of FormerXBC Systems USA, LLC. (Formerly Xebec Systems USA, LLC) (the "Application")* pursuant to the *Companies' Creditors Arrangement Act, RSC 1985, c C-36*, as amended ("**CCAA**") and the exhibits and the affidavit of Mr. Dimitrios Vounassis, filed in support thereof;
- [2] **CONSIDERING** the Tenth Report of the Monitor dated May 19, 2023;
- [3] **CONSIDERING** the submissions of counsel;
- [4] **CONSIDERING** the provisions of the CCAA;
- [5] **GIVEN** the Fifth Amended and Restated Initial Order rendered by the Court on March 27, 2023 (the "**Fifth ARIO**");

**THE COURT HEREBY:**

- [6] **GRANTS** the Application, with further written reasons to follow.
- [7] **ISSUES** an order pursuant to the CCAA (the "**Order**"), divided under the following headings:
- (a) Service;
  - (b) Definitions;
  - (c) Notification Procedure;
  - (d) Excluded Claims;
  - (e) Claims Procedure;
  - (f) Evidence that Claim was Paid;
  - (g) Transfer of Claims;
  - (h) Notices and Communications;
  - (i) Aid and Assistance of Other Courts;
  - (j) General Provisions.



**A. SERVICE**

[8] **ORDERS** that any prior delay for the presentation of this Application is hereby abridged and validated so that the Application is properly returnable today and hereby dispenses with further service thereof.

[9] **DECLARES** that sufficient prior notice of the presentation of this Application has been given by the Petitioner.

**B. DEFINITIONS**

[10] **ORDERS** that the following terms in this Order shall, unless otherwise indicated, have the following meanings ascribed thereto:

- (a) **“Business Day”** means a day, other than a Saturday, a Sunday, or another day on which courts do not sit pursuant to article 82 of the *Code of Civil Procedure*, CQLR c C-25.01, as amended;
- (b) **“CCAA Proceedings”** means the proceedings in respect of the Debtors before the Court commenced pursuant to the CCAA;
- (c) **“Claim”** means any right or claim of any Person against the Debtors, whether or not asserted, in connection with any indebtedness, liability or obligation of any kind of the Debtors owed to such Person and any interest accrued thereon or costs payable in respect thereof, whether liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, unsecured, present, future, known or unknown, by guarantee, surety or otherwise, and whether or not such right is executory or anticipatory in nature, including the right or ability of any Person to advance a claim for contribution or indemnity or otherwise with respect to any matter, action, cause or chose in action, whether existing at present or commenced in the future, which indebtedness, liability or obligation is based in whole or in part on facts existing prior to the Determination Date, or which would have been claims provable in bankruptcy had the Debtors become bankrupt on the Determination Date, and, without limitation, shall include any Restructuring Claim or D&O Claim, provided however, that in no case shall a Claim include an Excluded Claim;
- (d) **“Claims Bar Date”** means 5:00 p.m. (Montréal time) on **July 24, 2023**;
- (e) **“Claims Package”** means a notice to the Known Creditors of the Claims Process and of the Claims Bar Date, including a reference to the Monitor’s website to access a copy of this Order, including:

- (i) For all Creditors other than the Scheduled Employees, a Proof of Claim and an instruction letter explaining how to complete the Proof of Claim; and
  - (ii) For the Scheduled Employees, a Notice of Scheduled Employee's Claim and a Notice of Dispute in the case an employee is dissatisfied with its scheduled claim, and an instruction letter;
- (f) "**Claims Process**" means the claims process set forth herein including the Schedules to this Order;
- (g) "**Court**" means the Superior Court of Québec (Commercial Division);
- (h) "**Creditor**" means any Person having a Claim and may, where the context requires, include the assignee of a Claim or a trustee, interim receiver, receiver, receiver and manager, or other Person acting on behalf of such Person and includes a Known Creditor. A Creditor shall not include an Excluded Creditor in respect of that Person's claim resulting from an Excluded Claim;
- (i) "**Creditors' List**" means a list of all Known Creditors;
- (j) "**Creditors' Meeting**" means any meeting of the Debtors' Creditors to be convened, with leave of the Court, for the purposes of voting on the Plan, and any adjournment or suspension thereof;
- (k) "**D&O Claim**" means a claim as defined in paragraph 11.03(1) CCAA as well as any claim by any Person against the Directors and Officers of the Debtors of any nature whatsoever, present, future, due or accruing due to such Person and any interest accrued thereon or cost payable in respect thereof, whether liquidated, unliquidated, contingent, matured, unmatured, disputed, undisputed, secured, unsecured, known or unknown, and the right or ability of any Person to advance a claim for contribution, indemnity or otherwise with respect to any matter, action or cause, which indebtedness, liability or obligations is based in whole or in part on facts existing as at the Determination Date;
- (l) "**Debtors**" means the Debtors / Petitioners FormerXBC Inc. (formerly Xebec Adsorption Inc.), 11941666 Canada Inc. (formerly Xebec RNG Holdings Inc.), Applied Compression Systems Ltd., 1224933 Ontario Inc. (formerly Compressed Air International Inc.), FormerXBC Holding USA Inc. (formerly Xebec Holding USA Inc.), Enerphase Industrial Solutions, Inc., California Compression, LLC, CDA Systems, LLC, FormerXBC Adsorption Inc. (formerly Xebec Adsorption USA Inc.), FormerXBC Pennsylvania Company (formerly The Titus Company), FormerXBC NOR Corporation (formerly Nortekbelair Corporation), FormerXBC Systems USA, LLC (formerly Xebec

Systems USA, LLC) and FormerXBC Flow Services – Wisconsin Inc. (formerly XBC Flow Services – Wisconsin Inc.).

- (m) “**Designated Newspapers**” means the Globe & Mail (National Edition), La Presse+, USA Today (National Edition);
- (n) “**Determination Date**” means September 29, 2022;
- (o) “**Disclaimer Notice**” means any notice from the Debtors under section 32 CCAA or otherwise pursuant to which any contract, lease, employment agreement, or other agreement is repudiated, disclaimed or terminated;
- (p) “**Disputed Claim**” means a claim which is disputed pursuant to the receipt by a Creditor of a Notice of Revision or Disallowance;
- (q) “**Director**” means anyone who is or was or may be deemed to be or to have been, whether by statute, operation of law or otherwise, a director or *de facto* director of any of the Debtors, in such capacity;
- (r) “**Excluded Claim**” means:
  - (i) any claim that may be asserted by any beneficiary of the Administration Charge, the D&O Charge (as defined in the Fifth ARIO), the KERP Charge and any other claims secured by any other charges that may be ordered by the Court;
  - (ii) any right of any Person against the Debtors in connection with any indebtedness or obligation of any kind which came into existence on or after the Determination Date (other than a Restructuring Claim) and any interest thereon, including any obligation of the Debtors toward creditors who have supplied or shall supply services, utilities, goods or materials or who have or shall have advanced funds to the Debtors after the Determination Date, but only to the extent of their claims in respect of the supply of such services, utilities, goods, materials or funds after the Determination Date and to the extent that such claims are not otherwise affected by the Plan; and
  - (iii) any claim by any Person who has renounced to its rights to file a claim;
- (s) “**Excluded Creditor**” means a Person having a Claim in respect of an Excluded Claim but only in respect of such Excluded Claim and to the extent that the Plan does not otherwise affect such Claim;
- (t) “**Known Creditor**” means a Creditor whose Claim is included in the Debtors’ books and records or whose Claim or potential Claim is otherwise known by the Debtors;

- (u) “**Monitor**” means Deloitte Restructuring Inc., in its capacity as monitor pursuant to the Fifth ARIO, and not in its personal or corporate capacity;
- (v) “**Newspaper Notice**” means the notice of this Order to be published in the Designated Newspapers on the Publication Date in accordance with paragraph [13], which shall set out the Claims Bar Date, being substantially in the form of Schedule A hereto;
- (w) “**Notice of Dispute**” means a written notice, substantially in the form of Schedule B hereto, delivered to the Monitor by a Scheduled Employee who has received a Notice of Scheduled Employee’s Claim and who intends to dispute such Notice of Scheduled Employee’s Claim, which shall include all reasons for such dispute;
- (x) “**Notice of Scheduled Employee’s Claim**” means a notice, substantially in the form of Schedule C hereto, to be sent to each of the Scheduled Employees;
- (y) “**Notice of Revision or Disallowance**” means a notice, substantially in the form of Schedule D hereto, advising a Creditor that the Monitor has revised or rejected all or part of its Proof of Claim, or his/her/its Notice of Dispute in the case of a Scheduled Employee, for the purposes of voting or distribution and setting out the reasons for such revision or rejection;
- (z) “**Officer**” means anyone who is or was or may be deemed to be or have been whether by statute, operation of law or otherwise, an officer or *de facto* officer of the Debtors, in such capacity;
- (aa) “**Person**” means any individual, corporation, limited or unlimited liability company, general or limited partnership, association, trust, unincorporated organization, joint venture, governmental body or agency, or any other entity;
- (bb) “**Plan**” means a plan or several plans to be filed by the Debtors pursuant to the CCAA, as such plan or plans may be amended or supplemented from time to time;
- (cc) “**Proof of Claim**” means the form of Proof of Claim for Creditors other than the Scheduled Employees, being substantially in the form of Schedule E hereto;
- (dd) “**Proven Claim**” means the amount of a Claim which has been finally determined for voting and distribution purposes in accordance with this Claims Process;

- (ee) “**Publication Date**” means the date on which the publication of the Newspaper Notice in all of the Designated Newspapers has been completed;
- (ff) “**Restructuring Claim**” means any right of any Person against the Debtors in connection with any indebtedness, liability or obligation of any kind owed to such Person arising out of the restructuring, repudiation, or termination of any contract, lease, employment agreement, collective agreement or other agreement, whether written or oral, after the Determination Date, including any right of any Person who receives a Disclaimer Notice from the Debtors; provided, however, that a Restructuring Claim shall not include an Excluded Claim;
- (gg) “**Restructuring Claims Bar Date**” means, in respect of a Restructuring Claim, the later of (i) thirty (30) days after the date on which the Monitor sends a Claims Package (but only in the event that the Creditor receives a Disclaimer Notice after the date of this Order) or (ii) the Claims Bar Date;
- (hh) “**Scheduled Employees**” means those Creditors who are or were employed by the Debtors and whose Claims are assessed by the Debtors;
- (ii) “**Schedules**” means the Schedules A to E to this Order;
- (jj) “**Voting Claim**” of a Creditor means the Proven Claim of the Creditor unless the Proven Claim of the Creditor is not finally determined at the time of the Creditors’ Meeting, in which case it means the Claim of the Creditor which is accepted for voting purposes in accordance with the provisions of this Order, the Plan and the CCAA.

### C. NOTIFICATION PROCEDURE

- [11] **ORDERS** that the form of Newspaper Notice, which is hereby approved, shall be published by the Monitor in the Designated Newspapers as soon as possible following the issuance of this Order, but in any event no later than **June 22, 2023**.
- [12] **ORDERS** that the Monitor shall publish, on or before 5:00 p.m. (Montréal time) on **May 31, 2023**, on its website at <https://www.insolvencies.deloitte.ca/en-ca/pages/Xebec.aspx>, a copy of the Creditors’ List and of the Claims Package.
- [13] **ORDERS** that, in addition to the publication referred to in paragraph [12], the Monitor shall send, by regular mail, courier, email or other means of electronic communication a copy of the Claims Package to each Known Creditor, other than the Scheduled Employees, by no later than 5:00 p.m. (Montréal time) on **June 22, 2023**.

- [14] **ORDERS** that the Monitor shall send, by regular mail, courier, email or other means of electronic communication to each Scheduled Employee his/her Notice of Scheduled Employee's Claim, together with a copy of the Claims Package, by no later than 5:00 p.m. (Montréal time) on **June 22, 2023**.
- [15] **ORDERS** that any Scheduled Employee who wishes to dispute the amount of his/her Claim as set out in the Notice of Scheduled Employee's Claim sent to him/her must return his/her duly completed Notice of Dispute to the Monitor by no later than the Claims Bar Date (or the Restructuring Claims Bar Date if he or she received a Disclaimer Notice after the date of this Order). Upon receipt of any Notice of Dispute, the Monitor shall forthwith provide a copy thereof to the Debtors.
- [16] **ORDERS** that any Scheduled Employee who does not file a Notice of Dispute with the Monitor by the Claims Bar Date (or the Restructuring Claims Bar Date if he or she received a Disclaimer Notice after the date of this Order) shall be deemed to have accepted the amount set out in the Notice of Scheduled Employee's Claim and be entitled to vote at the Creditors' Meeting and shall be entitled to receive any distributions pursuant to the Plan (to the extent that the holders of such Claims are entitled to vote upon and receive distributions under the Plan) only with respect to his/her Claim, if any, as set out in the Notice of Scheduled Employee's Claim and the remainder of his/her Claim, if any, shall be extinguished and forever barred.

**D. EXCLUDED CLAIMS**

- [17] **ORDERS** that Excluded Claims are excluded from the Claims Process and that no Proof of Claim is required to be filed in respect therewith.

**E. CLAIMS PROCEDURE**

- [18] **ORDERS** that, unless otherwise authorized by this Court, a Creditor, other than a Scheduled Employee, who does not file a Proof of Claim by the Claims Bar Date (or by the Restructuring Claims Bar Date if it received a Disclaimer Notice after the date of this Order) shall not be entitled to any further notice, shall not be entitled to participate as a Creditor in these proceedings, shall not be entitled to vote on any matter in these CCAA Proceedings, including the Plan, and shall be forever barred from advancing a Claim against the Debtors or the Directors and Officers of the Debtors, or from receiving a distribution under the Plan.
- [19] **ORDERS** that the following procedure shall apply where a Creditor, other than a Scheduled Employee, files a Proof of Claim on or before the Claims Bar Date (or the Restructuring Claims Bar Date if such Creditor received a Disclaimer Notice after the date of this Order):

- (a) the Monitor, together with the Debtors, shall review the Proof of Claim to value the amounts and terms set out therein for voting and distribution purposes. Where applicable, the Monitor shall send the Creditor a Notice of Revision or Disallowance by regular mail, courier, email or other means of electronic communication;
- (b) the Creditor who receives a Notice of Revision or Disallowance and wishes to dispute it shall, within fifteen (15) calendar days of the receipt of the Notice of Revision or Disallowance, file an appeal application with the Court and serve a copy of such appeal application to the Debtors and the Monitor;
- (c) unless otherwise authorized by this Court, if the Creditor does not file an appeal application within the delay provided for in (b) above, such Creditor shall be deemed to have accepted the value of its Claim as set out in the Notice of Revision or Disallowance;

where the Creditor appeals from the Notice of Revision or Disallowance or its Claim has not been finally determined prior to the date of any Creditors' Meeting, the Monitor, in consultation with the Debtors, will determine the amount of the Voting Claim without admission that such quantification is acceptable for distribution purposes.

[20] **ORDERS** that the following procedure shall apply where a Scheduled Employee files a Notice of Dispute on or before the Claims Bar Date (or the Restructuring Claims Bar Date if such Scheduled Employee received a Disclaimer Notice after the date of this Order):

- (a) the Monitor, together with the Debtors, shall review the Notice of Dispute to value the amounts and terms set out therein for voting and distribution purposes. Where applicable, the Monitor shall send the Scheduled Employee a Notice of Revision or Disallowance by regular mail, courier, email or other means of electronic communication;
- (b) the Scheduled Employee who receives a Notice of Revision or Disallowance and wishes to dispute it shall, within twenty (20) days of the receipt of the Notice of Revision or Disallowance, file an appeal application with the Court and serve a copy of such appeal application to the Debtors and the Monitor;
- (c) unless otherwise authorized by this Court, if the Scheduled Employee does not file an appeal application within the delay provided in (b) above, such Scheduled Employee shall be deemed to have accepted the value of his/her Claim as set out in the Notice of Revision or Disallowance;
- (d) where the Scheduled Employee appeals from the Notice of Revision or Disallowance or his/her Claim has not been finally determined prior to the date of any Creditors' Meeting, the Monitor, in consultation with the Debtors,

will determine the amount of the Voting Claim without admission that such quantification is acceptable for distribution purposes.

**F. EVIDENCE THAT CLAIM WAS PAID**

- [21] **ORDERS** that, should the Monitor receive evidence satisfactory to it that the Claim of a Creditor was paid in part or in full by a party other than the Debtors prior to the Determination Date, such Claim shall be reduced or rejected, for the purposes of distributions under the Plan.

**G. TRANSFER OF CLAIMS**

- [22] **ORDERS** that if the holder of a Claim transfers or assigns the whole of such Claim to another Person, neither the Monitor nor the Debtors shall be obligated to give notice or otherwise deal with the transferee or assignee of such Claim in respect thereof unless and until written notice of such transfer or assignment, together with evidence satisfactory to the Monitor, in its sole discretion, of such transfer or assignment, has been received by the Monitor and the Monitor has provided written confirmation acknowledging the transfer or assignment of such Claim, and thereafter such transferee or assignee shall for the purposes hereof constitute the "Creditor" in respect of such Claim. Any such transferee or assignee of a Claim shall be bound by any notices given or steps taken in respect of such Claim in accordance with this Order prior to receiving written confirmation by the Monitor acknowledging such assignment or transfer. After the Monitor has delivered a written confirmation acknowledging the notice of the transfer or assignment of a Claim, the Debtors and the Monitor shall thereafter be required only to deal with the transferee or assignee and not the original holder of the Claim. A transferee or assignee of a Claim takes the Claim subject to any defences and rights of set-off or compensation to which the Debtors may be entitled with respect to such Claim. For greater certainty, a transferee or assignee of a Claim is not entitled to set-off, compensate, apply, merge, consolidate or combine any Claims assigned or transferred to it against or on account or in reduction of any amounts owing by such Person to the Debtors. Reference to transfer in this Order includes a transfer or assignment whether absolute or intended as security.
- [23] **ORDERS** that if a Creditor or any subsequent holder of a Claim, who in any such case has previously been acknowledged by the Monitor as the holder of the Claim, transfers or assigns the whole of such Claim to more than one Person or part of such Claim to another Person, such transfers or assignments shall not create separate Claims and such Claims shall continue to constitute and be dealt with as a single Claim notwithstanding such transfers or assignments. The Debtors and the Monitor shall not, in each case, be required to recognize or acknowledge any such transfers or assignments and shall be entitled to give notices to and to otherwise deal with such Claim only as a whole and then only to and with the



Person last holding such Claim, provided such Creditor may, by notice in writing delivered to the Monitor, direct that subsequent dealings in respect of such Claim, but only as a whole, shall be dealt with by a specified Person and in such event, such Person shall be bound by any notices given or steps taken in respect of such Claim with such Creditor or in accordance with the provisions of this Order.

## H. NOTICES AND COMMUNICATIONS

[24] **ORDERS** that any notice or other communication to be given under this Order by a Creditor to the Monitor or the Debtors shall be in writing in substantially the form, if any, provided for in this Order and will be sufficiently given only if given by courier or email communication addressed to:

**Monitor:** **Deloitte Restructuring Inc.**  
La Tour Deloitte  
500 - 1190 Av. des Canadiens-de-Montréal  
Montréal, QC H3B 0M7  
Attention: Jean-François Nadon  
Julie Mortreux and  
Frédéric Turbide  
Email: [jnadon@deloitte.ca](mailto:jnadon@deloitte.ca)  
[jmortreux@deloitte.ca](mailto:jmortreux@deloitte.ca)  
[fturbide@deloitte.ca](mailto:fturbide@deloitte.ca)  
[frbeaudoin@deloitte.ca](mailto:frbeaudoin@deloitte.ca) and  
[xebec\\_ccaa@deloitte.ca](mailto:xebec_ccaa@deloitte.ca)

**With a copy to:** **McCarthy Tétrault LLP**  
1000 De La Gauchetière Street West  
Suite MZ400  
Montréal, QC H3B 0A2  
Attention: Mtre Jocelyn T. Perreault  
Mtre Gabriel Faure  
Mtre Marc-Étienne Boucher  
Email: [jperreault@mccarthy.ca](mailto:jperreault@mccarthy.ca)  
[gfaure@mccarthy.ca](mailto:gfaure@mccarthy.ca)  
[meboucher@mccarthy.ca](mailto:meboucher@mccarthy.ca) and  
[notification@mccarthy.ca](mailto:notification@mccarthy.ca)

**Debtors:** **Osler, Hoskin, Harcourt LLP**  
1000 De La Gauchetière Street West  
Suite 2100  
Montréal, QC H3B 4W5  
Attention: Mtre Sandra Abitan  
Mtre Julien Morissette  
Mtre Ilia Kravtsov and

Email: Mtre Sophie Courville  
[sabitan@osler.com](mailto:sabitan@osler.com)  
[jmorissette@osler.com](mailto:jmorissette@osler.com)  
[ikravtsov@osler.com](mailto:ikravtsov@osler.com) and  
[scourville@osler.com](mailto:scourville@osler.com)

[25] **ORDERS** that any document sent by the Monitor pursuant to this Order may be sent by regular mail, registered mail, courier, email or other means of electronic communication. A Creditor shall be deemed to have received any document sent pursuant to this Order two (2) Business Days after the document is sent by regular mail or registered mail and one (1) Business Day after the document is sent by courier, email or other means of electronic communication. Documents shall not be sent by regular or registered mail during a postal strike or work stoppage of general application.

#### I. **AID AND ASSISTANCE OF OTHER COURTS**

[26] **REQUESTS** the aid and recognition of any Court, tribunal, regulatory or administrative body in any Province of Canada and any Canadian federal court or in the United States of America, including without limitation the United States Bankruptcy Court for the District of Delaware, and any court or administrative body elsewhere, to give effect to this Order and to assist the Petitioners, the Monitor and their respective agents in carrying out the terms of this Order.

#### J. **GENERAL PROVISIONS**

[27] **ORDERS** that the following Schedules form part of this Claims Process:

- (a) Schedule A – Newspaper Notice;
- (b) Schedule B – Notice of Dispute (Scheduled Employees);
- (c) Schedule C – Notice of Scheduled Employee’s Claim;
- (d) Schedule D – Notice of Revision or Disallowance;
- (e) Schedule E – Proof of Claim and Instruction Letter;

[28] **ORDERS** that the Monitor may make any amendments or modifications to the Schedules that are not material without seeking approval of this Court.

[29] **ORDERS** that the Monitor is authorized and empowered to exercise all its powers hereunder.

- [30] **ORDERS** that for the purposes of this Order, all Claims that are denominated in a foreign currency shall be converted to Canadian dollars at the Bank of Canada noon spot rate of exchange for exchanging currency to Canadian dollars on the Determination Date.
- [31] **ORDERS** that the Monitor shall use reasonable discretion as to the adequacy of completion and execution of any document completed and executed pursuant to this Order and, where the Monitor is satisfied that any matter to be proven under this Order has been adequately proven, the Monitor may waive strict compliance with the requirements of this Order as to the completion and execution of documents.
- [32] **ORDERS** that references in this Order to the singular include the plural, to the plural include the singular.
- [33] **ORDERS** that the Monitor may apply to this Court for advice and direction in connection with the discharge or variation of its powers and duties under this Order.
- [34] **ORDERS** the provisional execution of this Order notwithstanding appeal and without security.

**THE WHOLE WITHOUT COSTS.**



Christian Immer, J.S.C.

MTRE SANDRA ABITAN  
MTRE JULIEN MORISSETTE  
MTRE ILIA KRAVTSOV  
MTRE SOPHIE COURVILLE  
(OSLER HOSKIN & HARCOURT LLP)  
COUNSEL TO THE PETITIONERS

Hearing date: May 24, 2022



## Schedule "A" – Newspaper Notice

### NOTICE OF CLAIMS PROCEDURE ORDER

On September 29, 2022, the Superior Court of Québec (the "**Court**") issued an initial order commencing proceedings (the "**CCAA Proceedings**") under the *Companies' Creditors Arrangement Act* (the "**CCAA**") in respect of FormerXBC Inc. (formerly, Xebec Adsorption Inc.), 11941666 Canada Inc. (formerly, Xebec RNG Holdings Inc.), 1224933 Ontario Inc. (formerly, Compressed Air International Inc.), Applied Compression Systems Ltd., FormerXBC Holding USA Inc. (formerly, Xebec Holding USA Inc.), Enerphase Industrial Solutions Inc., CDA Systems, LLC, FormerXBC Adsorption USA Inc. (formerly, Xebec Adsorption USA Inc.), FormerXBC Pennsylvania Company (formerly, The Titus Company), FormerXBC NOR Corporation (formerly, Nortekbelair Corporation), FormerXBC Flow Services – Wisconsin Inc. (formerly, XBC Flow Services – Wisconsin Inc.), California Compression, LLC and FormerXBC Systems USA, LLC (formerly Xebec Systems USA, LLC) (collectively the "**Petitioners**" or the "**Debtors**") and appointing Deloitte Restructuring Inc. (the "**Monitor**") as Monitor of the Debtors.

On September 30, 2022, FormerXBC Inc. (f/k/a Xebec Adsorption Inc.), in its capacity as the authorized foreign representative (the "**Foreign Representative**") for the Debtors, commenced proceedings (the "**Chapter 15 Cases**") under chapter 15 of title 11 of the United States Code (the "**Bankruptcy Code**") in the United States Bankruptcy Court for the District of Delaware (the "**U.S. Court**"). On October 27, 2022, the U.S. Court entered that certain *Order Granting Recognition of Foreign Main Proceeding and Certain Related Relief*, pursuant to which, the U.S. Court recognized the CCAA Proceedings as a "foreign main proceeding" pursuant to chapter 15 of the Bankruptcy Code, recognized the Foreign Representative as the "foreign representative" in respect of the CCAA Proceedings, and recognized and granted comity to, and gave full force and effect in the United States to the CCAA Proceedings and the orders entered by the Canadian Court in the CCAA Proceedings.

Pursuant to an Order issued on May 24, 2023 (the "**Claims Procedure Order**"), the Canadian Court authorized the Monitor, with the assistance of the Debtors, to conduct a claims process (the "**Claims Process**") with respect to Claims against the Debtors and their present and or former Directors and Officers. The Claims Procedure Order governs the filing and determination of all Claims against the Debtors or the Directors and Officers. [Sentence to be inserted following the recognition hearing - On June [•], 2023, the U.S. Court entered an order recognizing, enforcing, and approving the Claims Procedure Order].

Pursuant to the Claims Procedure Order, any Person wishing to assert a Claim against any of the Debtors or against the Directors and Officers must do so through

500-11-061483-224

PAGE: 15

the Claims Process by filing a Proof of Claim with the Monitor on or before the Claims Bar Date, being 5:00 pm (Montreal time) on July 24, 2023 or, in the case of a Restructuring Claim, the later of (i) thirty (30) days after the date on which the Monitor sends a Claims Package (but only in the event that the Creditor receives a Disclaimer Notice after the date of the Order) or (ii) the Claims Bar Date.

**FOR THE AVOIDANCE OF DOUBT, THE CLAIMS PROCESS APPLIES TO ALL OF THE DEBTORS' CREDITORS, INCLUDING THOSE LOCATED IN THE UNITED STATES. ANY PERSON HAVING PREVIOUSLY FILED A PROOF OF CLAIM IN THE CHAPTER 15 CASES MUST FILE A PROOF OF CLAIM IN THE CCAA PROCEEDINGS. ANY PROOF OF CLAIM FILED IN THE CHAPTER 15 CASES WILL NOT BE RECOGNIZED IN THE CCAA PROCEEDINGS.**

**FAILURE BY A CREDITOR TO SUBMIT ITS CLAIM TO THE MONITOR ON OR BEFORE THE CLAIMS BAR DATE WILL RESULT IN SUCH CREDITOR'S CLAIM BEING BARRED AND FOREVER EXTINGUISHED AND PRECLUDE SUCH CREDITOR FROM RECEIVING A POTENTIAL DISTRIBUTION.**

Please note that copies of the Claims Procedure Order, the Creditors' Instructions and other documents related to the Claims Process and to the CCAA Proceedings, generally, are available on the Monitor's Website at the following address:

<https://www.insolvencies.deloitte.ca/en-ca/pages/Xebec.aspx>.

DATED AT MONTRÉAL, this [●] day of June, 2023.

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**DELOITTE RESTRUCTURING INC.**

In its capacity as Court-appointed Monitor of  
the Petitioners and not in its personal  
capacity

1190 Avenue des Canadiens-de-Montréal,  
Suite 500  
Montreal QC H3B 0M7



## Annexe A – Avis dans les journaux

### AVIS DE L'ORDONNANCE RELATIVE AU TRAITEMENT DES RÉCLAMATIONS

Le 29 septembre 2022, la Cour supérieure du Québec (la « **Cour** ») a rendu une ordonnance initiale en vertu de la *Loi sur les arrangements avec les créanciers des compagnies* (la « **LACC** ») dans l'affaire de FormerXBC Inc. (auparavant, Xebec Adsorption inc.), 11941666 Canada inc. (auparavant, Xebec RNG Holdings inc.), 1224933 Ontario inc. (auparavant, Compressed Air International inc.), Applied Compression Systems Ltd., FormerXBC Holding USA inc. (auparavant, Xebec Holding USA inc.), Enerphase Industrial Solutions inc., CDA Systems, LLC, FormerXBC Adsorption USA inc. (auparavant, Xebec Adsorption USA inc.), FormerXBC Pennsylvania Company (auparavant, The Titus Company), FormerXBC NOR Corporation (auparavant, Nortekbelair Corporation), FormerXBC Flow Services – Wisconsin inc. (auparavant, XBC Flow Services – Wisconsin inc.), California Compression, LLC et FormerXBC Systems USA, LLC (auparavant, Xebec Systems USA, LLC) (collectivement, les « **Requérantes** » ou les « **Débitrices** ») et nommant Restructuration Deloitte inc. à titre de contrôleur des Débitrices nommé par la Cour (le « **Contrôleur** »).

Le 30 septembre 2022, FormerXBC inc. (auparavant, Xebec Adsorption inc.), en sa qualité de représentante étrangère des Débitrices (le « **Représentant étranger** ») a introduit des procédures (les « **Procédures sous le chapitre 15** ») sous le régime du chapitre 15, titre 11, du *United States Bankruptcy Code* (le « **Bankruptcy Code** ») devant la Cour de faillite des États-Unis du district de Delaware (la « **Cour des États-Unis** »). Le 27 octobre 2022, la Cour des États-Unis a émis un *Order Granting Recognition of Foreign Main Proceeding and Certain Related Relief*, en vertu de laquelle la Cour des États-Unis a reconnu les procédures sous le régime de la LACC en tant que procédure étrangère principale suivant le chapitre 15 du *Bankruptcy Code*, a reconnu le représentant étranger en cette telle qualité en lien avec les procédures sous le régime de la LACC, et a reconnu et déclaré que la courtoisie internationale s'appliquait et que les procédures sous le régime de la LACC ainsi que les ordonnances rendues par la Cour dans le cadre de desdites procédures étaient valides et en vigueur aux États-Unis.

En vertu d'une ordonnance rendue le 24 mai 2023 (l'« **Ordonnance relative au traitement des réclamations** »), la Cour a autorisé le Contrôleur, avec l'assistance des Débitrices, à mener une procédure de traitement des réclamations (la « **Procédure de traitement des réclamations** ») relative aux réclamations contre les Débitrices et les administrateurs et dirigeants passés ou actuels des Débitrices. L'Ordonnance relative au traitement des réclamations encadre le dépôt, la détermination et la quantification de toutes les réclamations contre les Débitrices et les administrateurs et dirigeants. [Phrase à insérer suivant l'audition aux États-Unis – Le • juin 2023, la Cour des États-Unis a émis une ordonnance

**reconnaissant, appliquant et autorisant l'Ordonnance relative au traitement des réclamations.]**

Conformément à l'Ordonnance relative au traitement des réclamations, toute personne qui désire faire valoir une réclamation contre l'une des Débitrices ou contre les administrateurs et dirigeants devra suivre la Procédure de traitement des réclamations par le dépôt d'une Preuve de réclamation auprès du Contrôleur au plus tard à la Date limite de dépôt des réclamations, soit à 17 h (heure de Montréal) le 24 juillet 2023 ou, dans le cas d'une réclamation de restructuration, à la plus éloignée des dates suivantes : i) la date tombant 30 jours après la date à laquelle le Contrôleur envoie les documents relatifs à la production d'une réclamation (mais seulement dans le cas où le créancier reçoit un avis de résiliation après la date de l'ordonnance), ou ii) la Date limite de dépôt des réclamations.

**POUR PLUS DE CLARTÉ, LA PROCÉDURE DE TRAITEMENT DES RÉCLAMATIONS S'APPLIQUE À TOUS LES CRÉANCIERS DES DÉBITRICES, INCLUANT CEUX SITUÉS AUX ÉTATS-UNIS. TOUTE PERSONNE AYANT DÉPOSÉ UNE PREUVE DE RÉCLAMATION PRÉCÉDEMMENT, DANS LE CADRE DES PROCÉDURES SOUS LE CHAPITRE 15, DOIT DÉPOSER UNE PREUVE DE RÉCLAMATION DANS LE CADRE DE LA PROCÉDURE SOUS LE RÉGIME DE LA LACC. TOUTE PREUVE DE RÉCLAMATION DÉPOSÉE DANS LE CADRE DES PROCÉDURES SOUS LE CHAPITRE 15 NE POURRA ÊTRE RECONNUE DANS LE CADRE DE LA PROCÉDURE SOUS LE RÉGIME DE LA LACC.**

**SI UN CRÉANCIER FAIT DÉFAUT DE TRANSMETTRE SA PREUVE DE RÉCLAMATION AU CONTRÔLEUR AU PLUS TARD À LA DATE LIMITE DE DÉPÔT DES RÉCLAMATIONS, SA RÉCLAMATION SERA EXCLUE ET ÉTEINTE DE MANIÈRE DÉFINITIVE ET LE CRÉANCIER NE POURRA RECEVOIR UNE DISTRIBUTION ÉVENTUELLE.**

Il est possible de consulter l'Ordonnance relative au traitement des réclamations, les instructions aux créanciers et les autres documents se rapportant à la Procédure de traitement des réclamations ainsi qu'aux autres procédures sous le régime de la LACC, sur le site Web du Contrôleur à l'adresse suivante :

<https://www.insolvencies.deloitte.ca/fr-ca/pages/Xebecfr.aspx?searchpage=&Source=Xebec.aspx>.

FAIT À MONTRÉAL, le [●] jour du mois de juin 2023.

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**RESTRUCTURATION DELOITTE INC.,**

500-11-061483-224

PAGE: 18

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à titre de Contrôleur des Débitrices nommé  
par la Cour et non à titre personnel  
1190, avenue des Canadiens-de-Montréal,  
bureau 500  
Montréal (Québec) H3B 0M7





**Schedule B – Notice of Dispute (Scheduled Employees)**

**CANADA  
PROVINCE OF QUÉBEC  
DISTRICT OF QUÉBEC  
No.: 500-11-061483-224**

**SUPERIOR COURT  
(Commercial Division)**

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**IN THE MATTER OF THE *COMPANIES'*  
*CREDITORS ARRANGEMENT ACT, R.S.C.*  
1985, c. C-36, AS AMENDED:**

**FORMERXBC INC. (formerly, XEBEC  
ADSORPTION INC.)  
11941666 CANADA INC. (formerly, XEBEC  
RNG HOLDINGS INC.)  
1224933 ONTARIO INC. (formerly,  
COMPRESSED AIR INTERNATIONAL INC.)  
APPLIED COMPRESSION SYSTEMS LTD.  
FORMERXBC HOLDING USA INC.  
(formerly, XEBEC HOLDING USA INC.)  
ENERPHASE INDUSTRIAL SOLUTIONS  
INC.  
CDA SYSTEMS, LLC  
FORMERXBC ADSORPTION USA INC.  
(formerly, XEBEC ADSORPTION USA INC.)  
FORMERXBC PENNSYLVANIA COMPANY  
(formerly, THE TITUS COMPANY)  
FORMERXBC NOR CORPORATION  
(formerly, NORTEKBELAIR  
CORPORATION)  
FORMERXBC FLOW SERVICES –  
WISCONSIN INC. (formerly, XBC FLOW  
SERVICES – WISCONSIN INC.)  
CALIFORNIA COMPRESSION, LLC  
- and -  
FORMERXBC SYSTEMS USA, LLC  
(formerly XEBEC SYSTEMS USA, LLC)**

Debtors/Petitioners

**DELOITTE RESTRUCTURING INC.**

Monitor

500-11-061483-224

**NOTICE OF DISPUTE**

**TO: Deloitte Restructuring Inc., in its capacity as the Court-appointed Monitor of the Petitioners**

The creditor identified below, having received a Notice of Scheduled Employee's Claim, as the case may be, hereby gives notice that the assessment of the claim as performed by the Debtors is hereby disputed, in the manner and for the reasons set out hereinbelow.

**A. PARTICULARS OF THE CREDITOR:**

1. Full Legal Name of the Creditor:

\_\_\_\_\_

2. Full Mailing Address of the Creditor:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

3. Telephone Number of the Creditor:

\_\_\_\_\_

4. Facsimile Number of the Creditor:

\_\_\_\_\_

5. E-mail Address of the Creditor:

\_\_\_\_\_

500-11-061483-224

PAGE: 22

**B. DISPUTE OF NOTICE RECEIVED:**

The Scheduled Employee hereby disagrees with the value of his/her Claim as set out in the Notice of Scheduled Employee's Claim, dated \_\_\_\_\_, and instead declares that its Claim is as set out below:

**Complete the box below:**

Claims as per Scheduled Employee as at _____, 2023	
	\$
Unpaid pre-filing salary	_____
Unpaid pre-filing commissions	_____
Unpaid pre-filing vacations	_____
Notice, severance, termination, etc.	_____
Expense reimbursements	_____
Other	_____
<b>Total</b>	_____
<b>Allocated as follows:</b>	
Priority contemplated in section 6(5) CCAA	_____
Residual claim	_____
<b>Total</b>	_____

**Creditor of:**

- FORMERXBC INC. (formerly, XEBEC ADSORPTION INC.)
- 11941666 CANADA INC. (formerly, XEBEC RNG HOLDINGS INC.)
- 1224933 ONTARIO INC. (formerly, COMPRESSED AIR INTERNATIONAL INC.)
- APPLIED COMPRESSION SYSTEMS LTD.



500-11-061483-224

PAGE: 24

Dated at \_\_\_\_\_ this \_\_\_\_\_ day of \_\_\_\_\_, 2023.

\_\_\_\_\_  
(Signature of Witness)

\_\_\_\_\_  
(Signature of the Creditor or of his representative)

\_\_\_\_\_  
(Please print name)

\_\_\_\_\_  
(Please print name)

An electronic version of this form is available at  
<https://www.insolvencies.deloitte.ca/en-ca/pages/Xebec.aspx>

This Notice of Dispute must be returned to and received by the Debtors, to the attention of their counsel, and the Monitor by e-mail or courier service **by no later than 5:00 p.m. (Montreal time) on ●, 2023 at the addresses set forth below:**

**Debtors' Counsel:**

**Osler, Hoskin, Harcourt LLP**  
1000 De La Gauchetière Street West  
Suite 2100  
Montréal, QC H3B 4W5

**Attention:**

**Mtre Sandra Abitan**  
**Mtre Julien Morissette**  
**Mtre Ilia Kravtsov and**  
**Mtre Sophie Courville**

Email: [sabitan@osler.com](mailto:sabitan@osler.com)  
[jmorissette@osler.com](mailto:jmorissette@osler.com)  
[ikravtsov@osler.com](mailto:ikravtsov@osler.com) and  
[scourville@osler.com](mailto:scourville@osler.com)

500-11-061483-224

PAGE: 25

**The Monitor:**

**Deloitte Restructuring Inc.**

1190 avenue des Canadiens-de-Montréal  
Suite 500, Montreal, QC, H3B 0M7, Canada

**Attention:**

**Xebec claim process**

Email: [xebec\\_ccaa@deloitte.ca](mailto:xebec_ccaa@deloitte.ca)

Tel: 514-393-6722 Toll Free: 1-888-393-6722

**And to the attention of:**

Mr. Jean-François Nadon

Mme. Julie Mortreux

Mr. Frédéric Turbide

Email:

[jnadon@deloitte.ca](mailto:jnadon@deloitte.ca)

[jmortreux@deloitte.ca](mailto:jmortreux@deloitte.ca)

[fturbide@deloitte.ca](mailto:fturbide@deloitte.ca)

**The Monitor's counsel:**

**McCarthy Tétrault LLP**

To the attention of:

Mtre Jocelyn Perreault

Mtre Marc-Étienne Boucher

Email:

[jperreault@mccarthy.ca](mailto:jperreault@mccarthy.ca)

[meboucher@mccarthy.ca](mailto:meboucher@mccarthy.ca)



**Annexe B – Avis de contestation (employés déclarés)**

**CANADA  
PROVINCE DE QUÉBEC  
DISTRICT DE MONTRÉAL**  
No : 500-11-061483-224

**COUR SUPÉRIEURE**  
(chambre commerciale)

---

**DANS L'AFFAIRE DE LA LOI SUR LES  
ARRANGEMENTS AVEC LES  
CRÉANCIERS DES COMPAGNIES,  
L.R.C. 1985, ch. C-36, TELLE  
QU'AMENDÉE DE :**

**FORMERXBC INC. (auparavant, XEBEC  
ADSORPTION INC.)  
11941666 CANADA INC. (auparavant,  
XEBEC RNG HOLDINGS INC.)  
1224933 ONTARIO INC. (auparavant,  
COMPRESSED AIR INTERNATIONAL INC.)  
APPLIED COMPRESSION SYSTEMS LTD.  
FORMERXBC HOLDING USA INC.  
(auparavant, XEBEC HOLDING USA INC.)  
ENERPHASE INDUSTRIAL SOLUTIONS  
INC.  
CDA SYSTEMS, LLC  
FORMERXBC ADSORPTION USA INC.  
(auparavant, XEBEC ADSORPTION USA  
INC.)  
FORMERXBC PENNSYLVANIA COMPANY  
(auparavant, THE TITUS COMPANY)  
FORMERXBC NOR CORPORATION  
(auparavant, NORTEKBELAIR  
CORPORATION)  
FORMERXBC FLOW SERVICES –  
WISCONSIN INC. (auparavant, XBC FLOW  
SERVICES – WISCONSIN INC.)  
CALIFORNIE COMPRESSION, LLC  
– et –  
FORMERXBC SYSTEMS USA, LLC  
(auparavant, XEBEC SYSTEMS USA, LLC)**

Débitrices/Requérantes

**RESTRUCTURATION DELOITTE INC.**

Contrôleur



500-11-061483-224

PAGE: 27

**AVIS DE CONTESTATION**

**À : Restructuration Deloitte inc., à titre de Contrôleur des Débitrices désigné par la Cour**

Le créancier indiqué ci-dessous, ayant reçu un Avis de réclamation d'un employé déclaré, donne avis par les présentes de la contestation de l'évaluation de la réclamation telle qu'effectuée par les Débitrices, de la manière et aux motifs indiqués ci-après.

**A. COORDONNÉES DU CRÉANCIER :**

- 1. Nom complet du créancier : \_\_\_\_\_
- 2. Adresse postale complète du créancier : \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_
- 3. Numéro de téléphone du créancier : \_\_\_\_\_
- 4. Numéro de télécopieur du créancier : \_\_\_\_\_
- 5. Adresse électronique du créancier : \_\_\_\_\_  
\_\_\_\_\_

500-11-061483-224

PAGE: 29

**B. CONTESTATION RELATIVE À L'AVIS REÇU :**

L'employé déclaré énonce, par les présentes, être en désaccord avec la valeur de sa réclamation telle qu'indiquée dans l'Avis de réclamation d'un employé déclaré daté du \_\_\_\_\_ et déclare au contraire que la valeur de sa réclamation est la suivante :

Veillez remplir la case ci-dessous :

<b>Réclamation selon l'employé déclaré au 2023</b>	
	\$
Salaire impayé avant le dépôt	_____
Commissions impayées avant le dépôt	_____
Indemnités de vacances impayées avant le dépôt	_____
Préavis, indemnité de départ ou de préavis, etc.	_____
Remboursements de dépenses	_____
Autres	_____
<b>Total</b>	_____
<b>Répartie comme suit :</b>	
Priorité envisagée au paragraphe 6(5) de la LACC	_____
Reste de la réclamation	_____
<b>Total</b>	_____

Créancier de :

- FORMERXBC INC. (auparavant, XEBEC ADSORPTION INC.)
- 11941666 CANADA INC. (auparavant, XEBEC RNG HOLDINGS INC.)



500-11-061483-224

PAGE: 31

Fait à \_\_\_\_\_ le \_\_\_\_\_ 2023

\_\_\_\_\_  
(Signature du témoin)

\_\_\_\_\_  
(Signature du créancier ou de son représentant)

\_\_\_\_\_  
(En caractères d'imprimerie)

\_\_\_\_\_  
(En caractères d'imprimerie)

Il est possible d'obtenir une version électronique du présent formulaire à l'adresse suivante :  
<https://www.insolvencies.deloitte.ca/fr-ca/pages/Xebecfr.aspx?searchpage=&Source=Xebec.aspx>.

Le présent Avis de contestation doit être retourné et reçu par les Débitrices, à l'attention de leurs procureurs et du Contrôleur, **au plus tard à 17 h (heure de Montréal), le • 2023**, par courrier électronique ou service de messagerie, **aux coordonnées suivantes** :

**Procureurs des Débitrices :**

**Osler, Hoskin, Harcourt S.E.N.C.R.L./s.r.l.**  
1000, rue de La Gauchetière Ouest,  
bureau 2100  
Montréal (QC) H3B 4W5

**À l'attention de :**

**M<sup>e</sup> Sandra Abitan**  
**M<sup>e</sup> Julien Morissette**  
**M<sup>e</sup> Ilia Kravtsov**  
**M<sup>e</sup> Sophie Courville**

**Courriels :**

[sabitan@osler.com](mailto:sabitan@osler.com)  
[jmorissette@osler.com](mailto:jmorissette@osler.com)  
[ikravtsov@osler.com](mailto:ikravtsov@osler.com)  
[scourville@osler.com](mailto:scourville@osler.com)

500-11-061483-224

PAGE: 32

**Le Contrôleur :**

**Restructuration Deloitte Inc.**

1190, avenue des Canadiens-de-Montréal,  
bureau 500, Montréal (Québec) H3B 0M7,  
Canada

**À l'attention de :**

**Procédure de traitement des  
réclamations de Xebec**

Courriel : [xebec\\_ccaa@deloitte.ca](mailto:xebec_ccaa@deloitte.ca)

Tél. : 514-393-6722

Sans frais : 1-888-393-6722

**À l'attention de :**

**M. Jean-François Nadon**

**M<sup>me</sup> Julie Mortreux**

**M. Frédéric Turbide**

**Courriels :**

[jnadon@deloitte.ca](mailto:jnadon@deloitte.ca)

[jmortreux@deloitte.ca](mailto:jmortreux@deloitte.ca)

[fturbide@deloitte.ca](mailto:fturbide@deloitte.ca)

**Les Procureurs du Contrôleur:**

**McCarthy Tétrault S.E.N.C.R.L.**

**À l'attention de :**

M<sup>e</sup> Jocelyn Perreault

M<sup>e</sup> Marc Étienne Boucher

**Courriels :**

[jperreault@mccarthy.ca](mailto:jperreault@mccarthy.ca)

[meboucher@mccarthy.ca](mailto:meboucher@mccarthy.ca)



**Schedule C – Notice of Scheduled Employee’s Claim**

**CANADA  
PROVINCE OF QUÉBEC  
DISTRICT OF QUÉBEC  
No.: 500-11-061483-224**

**SUPERIOR COURT  
(Commercial Division)**

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**IN THE MATTER OF THE *COMPANIES’  
CREDITORS ARRANGEMENT ACT, R.S.C.  
1985, c. C-36, AS AMENDED:***

**FORMERXBC INC. (formerly, XEBEC  
ADSORPTION INC.)  
11941666 CANADA INC. (formerly, XEBEC  
RNG HOLDINGS INC.)  
1224933 ONTARIO INC. (formerly,  
COMPRESSED AIR INTERNATIONAL INC.)  
APPLIED COMPRESSION SYSTEMS LTD.  
FORMERXBC HOLDING USA INC.  
(formerly, XEBEC HOLDING USA INC.)  
ENERPHASE INDUSTRIAL SOLUTIONS  
INC.  
CDA SYSTEMS, LLC  
FORMERXBC ADSORPTION USA INC.  
(formerly, XEBEC ADSORPTION USA INC.)  
FORMERXBC PENNSYLVANIA COMPANY  
(formerly, THE TITUS COMPANY)  
FORMERXBC NOR CORPORATION  
(formerly, NORTEKBELAIR  
CORPORATION)  
FORMERXBC FLOW SERVICES –  
WISCONSIN INC. (formerly, XBC FLOW  
SERVICES – WISCONSIN INC.)  
CALIFORNIA COMPRESSION, LLC  
- and -  
FORMERXBC SYSTEMS USA, LLC  
(formerly XEBEC SYSTEMS USA, LLC)**

Debtors/Petitioners

**DELOITTE RESTRUCTURING INC.**

Monitor

**NOTICE OF SCHEDULED EMPLOYEE'S CLAIM**

**TO:** [●]

The Debtors have determined that you have a Claim in the aggregate amount set out below. Subject to any dispute by you in accordance with the provisions of the Claims Procedure Order, your Claim will be allowed as follows:

Claims as per Creditors as at _____, 2023 (in _____ \$)	
	\$
Unpaid pre-filing salary	
Unpaid pre-filing commissions	
Unpaid pre-filing vacations	
Notice, severance, termination, etc.	
Expense reimbursements	
Other	
<b>Total</b>	



500-11-061483-224

PAGE: 35

**CREDITOR  
OF:**

- FORMERXBC INC. (formerly, XEBEC ADSORPTION INC.)
- 11941666 CANADA INC. (formerly, XEBEC RNG HOLDINGS INC.)
- 1224933 ONTARIO INC. (formerly, COMPRESSED AIR INTERNATIONAL INC.)
- APPLIED COMPRESSION SYSTEMS LTD.
- FORMERXBC HOLDING USA INC. (formerly, XEBEC HOLDING USA INC.)
- ENERPHASE INDUSTRIAL SOLUTIONS INC.
- CDA SYSTEMS, LLC
- FORMERXBC ADSORPTION USA INC. (formerly, XEBEC ADSORPTION USA INC.)
- FORMERXBC PENNSYLVANIA COMPANY (formerly, THE TITUS COMPANY)
- FORMERXBC NOR CORPORATION (formerly, NORTEKBELAIR CORPORATION)
- FORMERXBC FLOW SERVICES – WISCONSIN INC. (formerly, XBC FLOW SERVICES – WISCONSIN INC.)
- CALIFORNIA COMPRESSION, LLC
- FORMERXBC SYSTEMS USA, LLC (formerly XEBEC SYSTEMS USA, LLC)

An electronic version of this form is available at  
<https://www.insolvencies.deloitte.ca/en-ca/pages/Xebec.aspx>.

IF YOU INTEND TO DISPUTE THIS NOTICE OF SCHEDULED EMPLOYEE'S CLAIM, YOU MUST, NO LATER THAN 5:00 P.M. (MONTREAL TIME) ON [●], 2023, DELIVER TO THE MONITOR AND THE ATTORNEYS OF THE DEBTORS A NOTICE OF DISPUTE IN ACCORDANCE WITH THE CLAIMS PROCESS ORDER AT THE ADDRESSES SET OUT BELOW.

500-11-061483-224

PAGE: 36

**Debtors' Counsel:**

**Osler, Hoskin, Harcourt LLP**  
1000 De La Gauchetière Street West  
Suite 2100  
Montréal, QC H3B 4W5

**Attention:**

**Mtre Sandra Abitan**  
**Mtre Julien Morissette**  
**Mtre Ilia Kravtsov and**  
**Mtre Sophie Courville**

Email:

[sabitan@osler.com](mailto:sabitan@osler.com)  
[jmorissette@osler.com](mailto:jmorissette@osler.com)  
[ikravtsov@osler.com](mailto:ikravtsov@osler.com) and  
[scourville@osler.com](mailto:scourville@osler.com)

**The Monitor:**

**Deloitte Restructuring Inc.**  
1190 avenue des Canadiens-de-Montréal  
Suite 500, Montreal, QC, H3B 0M7, Canada

**Attention:**

**Xebec claim process**

Email: [xebec\\_ccaa@deloitte.ca](mailto:xebec_ccaa@deloitte.ca)

Tel: 514-393-6722 Toll Free: 1-888-393-6722

**And to the attention of:**

Mr. Jean-François Nadon  
Mme. Julie Mortreux  
Mr. Frédéric Turbide

Email:

[jnadon@deloitte.ca](mailto:jnadon@deloitte.ca)  
[jmortreux@deloitte.ca](mailto:jmortreux@deloitte.ca)  
[fturbide@deloitte.ca](mailto:fturbide@deloitte.ca)

**The Monitor's counsel:**

**McCarthy Tétrault LLP**

To the attention of:

Mtre Jocelyn Perreault  
Mtre Marc-Étienne Boucher

Email:

[jperreault@mccarthy.ca](mailto:jperreault@mccarthy.ca)  
[meboucher@mccarthy.ca](mailto:meboucher@mccarthy.ca)



**Annexe C – Avis de réclamation d'un employé déclaré**

**CANADA  
PROVINCE DE QUÉBEC  
DISTRICT DE MONTRÉAL**  
No : 500-11-061483-224

**COUR SUPÉRIEURE**  
(chambre commerciale)

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**DANS L'AFFAIRE DE LA LOI SUR LES  
ARRANGEMENTS AVEC LES  
CRÉANCIERS DES COMPAGNIES,  
L.R.C. 1985, ch. C-36, TELLE  
QU'AMENDÉE :**

**FORMERXBC INC. (auparavant, XEBEC  
ADSORPTION INC.)  
11941666 CANADA INC. (auparavant,  
XEBEC RNG HOLDINGS INC.)  
1224933 ONTARIO INC. (auparavant,  
COMPRESSED AIR INTERNATIONAL INC.)  
APPLIED COMPRESSION SYSTEMS LTD.  
FORMERXBC HOLDING USA INC.  
(auparavant, XEBEC HOLDING USA INC.)  
ENERPHASE INDUSTRIAL SOLUTIONS  
INC.  
CDA SYSTEMS, LLC  
FORMERXBC ADSORPTION USA INC.  
(auparavant, XEBEC ADSORPTION USA  
INC.)  
FORMERXBC PENNSYLVANIA COMPANY  
(auparavant, THE TITUS COMPANY)  
FORMERXBC NOR CORPORATION  
(auparavant, NORTEKBELAIR  
CORPORATION)  
FORMERXBC FLOW SERVICES-  
WISCONSIN INC. (auparavant, XBC FLOW  
SERVICES-WISCONSIN INC.)  
CALIFORNIE COMPRESSION, LLC  
- et -  
FORMERXBC SYSTEMS USA, LLC  
(auparavant, XEBEC SYSTEMS USA, LLC)**

Débitrices/Requérantes

**RESTRUCTURATION DELOITTE INC.**

Contrôleur

500-11-061483-224

PAGE: 38

<b>AVIS DE RÉCLAMATION D'UN EMPLOYÉ DÉCLARÉ</b>
---

**DESTINATAIRE :**   

Les Débitrices ont établi que vous avez une réclamation au montant global indiqué ci-après. Sous réserve de toute contestation de votre part conformément aux dispositions de l'Ordonnance relative au traitement des réclamations, votre réclamation sera acceptée comme suit :

Réclamation au _____ 2023 (en _____ \$)	\$
Salaire impayé avant le dépôt	_____
Commissions impayées avant le dépôt	_____
Indemnités de vacances impayées avant le dépôt	_____
Préavis, indemnité de départ ou de préavis, etc.	_____
Remboursements de dépenses	_____
Autres	_____
<b>Total</b>	_____

**CRÉANCIER  
DE :**

- FORMERXBC INC. (auparavant, XEBEC ADSORPTION INC.)
- 11941666 CANADA INC. (auparavant, XEBEC RNG HOLDINGS INC.)
- 1224933 ONTARIO INC. (auparavant, COMPRESSED AIR INTERNATIONAL INC.)
- APPLIED COMPRESSION SYSTEMS LTD.
- FORMERXBC HOLDING USA INC. (auparavant, XEBEC HOLDING USA INC.)
- ENERPHASE INDUSTRIAL SOLUTIONS INC.
- CDA SYSTEMS, LLC
- FORMERXBC ADSORPTION USA INC. (auparavant, XEBEC ADSORPTION USA INC.)
- FORMERXBC PENNSYLVANIA COMPANY (auparavant, THE TITUS COMPANY)
- FORMERXBC NOR CORPORATION (auparavant, NORTEKBELAIR CORPORATION)
- FORMERXBC FLOW SERVICES–WISCONSIN INC. (auparavant, XBC FLOW SERVICES–WISCONSIN INC.)
- CALIFORNIA COMPRESSION, LLC
- FORMERXBC SYSTEMS USA, LLC (auparavant, XEBEC SYSTEMS USA, LLC)

Il est possible d'obtenir une version électronique du présent formulaire à l'adresse suivante :

<https://www.insolvencies.deloitte.ca/fr-ca/pages/Xebecfr.aspx?searchpage=&Source=Xebec.aspx>.

**EN CAS DE CONTESTATION DU PRÉSENT AVIS DE RÉCLAMATION D'UN EMPLOYÉ DÉCLARÉ, VOUS DEVEZ RETOURNER UN AVIS DE DIFFÉREND AU CONTRÔLEUR ET AUX PROCUREURS DES DÉBITRICES AU PLUS TARD À 17 H (HEURE DE MONTRÉAL), LE • 2023, CONFORMÉMENT À L'ORDONNANCE RELATIVE AU TRAITEMENT DES RÉCLAMATIONS AUX COORDONNÉES SUIVANTES :**

**Procureurs des Débitrices :**

**Osler, Hoskin &  
Harcourt S.E.N.C.R.L./s.r.l.**  
1000, rue de La Gauchetière Ouest,  
bureau 2100  
Montréal (QC) H3B 4W5

**À l'attention de :**

**M<sup>e</sup> Sandra Abitan  
M<sup>e</sup> Julien Morissette  
M<sup>e</sup> Ilia Kravtsov  
M<sup>e</sup> Sophie Courville**

**Courriels :**

[sabitan@osler.com](mailto:sabitan@osler.com)  
[jmorissette@osler.com](mailto:jmorissette@osler.com)  
[ikravtsov@osler.com](mailto:ikravtsov@osler.com)  
[scourville@osler.com](mailto:scourville@osler.com)

**Le Contrôleur :**

**Restructuration Deloitte inc.**  
1190, avenue des Canadiens-de-Montréal,  
bureau 500, Montréal (Québec) H3B 0M7,  
Canada

**À l'attention de :**

**Procédure de traitement des  
réclamations de Xebec**

Courriel : [xebec\\_ccaa@deloitte.ca](mailto:xebec_ccaa@deloitte.ca)

Tél. : 514-393-6722

Sans frais : 1-888-393-6722

**À l'attention de :**

**M. Jean-François Nadon  
M<sup>me</sup> Julie Mortreux  
M. Frédéric Turbide**

**Courriels :**

[jnadon@deloitte.ca](mailto:jnadon@deloitte.ca)  
[jmortreux@deloitte.ca](mailto:jmortreux@deloitte.ca)  
[fturbide@deloitte.ca](mailto:fturbide@deloitte.ca)

**Les Procureurs du Contrôleur :**

**McCarthy Tétrault S.E.N.C.R.L.**

**À l'attention de :**

M<sup>e</sup> Jocelyn Perreault  
M<sup>e</sup> Marc Étienne Boucher

**Courriels :**

[iperreault@mccarthy.ca](mailto:iperreault@mccarthy.ca)  
[meboucher@mccarthy.ca](mailto:meboucher@mccarthy.ca)





Schedule D - Notice of Revision or Disallowance

CANADA  
PROVINCE OF QUÉBEC  
DISTRICT OF MONTRÉAL  
No.: 500-11-061483-224

SUPERIOR COURT  
(Commercial Division)

IN THE MATTER OF THE *COMPANIES' CREDITORS*  
*ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS  
AMENDED:

FORMERXBC INC. (formerly, XEBEC ADSORPTION INC.)  
11941666 CANADA INC. (formerly, XEBEC RNG  
HOLDINGS INC.)  
1224933 ONTARIO INC. (formerly, COMPRESSED AIR  
INTERNATIONAL INC.)  
APPLIED COMPRESSION SYSTEMS LTD.  
FORMERXBC HOLDING USA INC. (formerly, XEBEC  
HOLDING USA INC.)  
ENERPHASE INDUSTRIAL SOLUTIONS INC.  
CDA SYSTEMS, LLC  
FORMERXBC ADSORPTION USA INC. (formerly, XEBEC  
ADSORPTION USA INC.)  
FORMERXBC PENNSYLVANIA COMPANY (formerly, THE  
TITUS COMPANY)  
FORMERXBC NOR CORPORATION (formerly,  
NORTEKBELAIR CORPORATION)  
FORMERXBC FLOW SERVICES – WISCONSIN INC.  
(formerly, XBC FLOW SERVICES – WISCONSIN INC.)  
CALIFORNIA COMPRESSION, LLC  
- and -  
FORMERXBC SYSTEMS USA, LLC (formerly XEBEC  
SYSTEMS USA, LLC)

Debtors/Petitioners

DELOITTE RESTRUCTURING INC.

Monitor

NOTICE OF REVISION OR DISALLOWANCE

TO: ●  
(the "Creditor")

500-11-061483-224

PAGE: 44

**FROM:** Deloitte Restructuring Inc. in its capacity as Court-appointed Monitor of the Petitioners

All capitalized terms used but not otherwise defined in this Notice of Revision or Disallowance (this "**Notice**") have the meaning ascribed to them in the Claims Procedure Order issued by the Court on May 24, 2023 (the "**Claims Procedure Order**").

This Notice is issued pursuant to the Claims Procedure Order and further to the Proof of Claim submitted by the Creditor (your "**Proof of Claim**").

The Monitor hereby gives you notice that it has reviewed your Proof of Claim and has revised or disallowed the Claim set forth therein as follows:

**NATURE AND VALUE OF CLAIM (in original currency)**

i) Claim as at the Determination Date:

Amount claimed		Disallowed amount		Allowed amount		Currency
Unsecured	Secured	Unsecured	Secured	Unsecured	Secured	

ii) Restructuring Claim (arising on or after September 29, 2022):

Amount claimed		Disallowed amount		Allowed amount		Currency
Unsecured	Secured	Unsecured	Secured	Unsecured	Secured	

iii) Directors and/or Officers (a **D&O Claim**, as defined in the Claims Procedure Order):

Amount claimed	Disallowed amount	Allowed amount	Currency

**REASONS FOR REVISION OR DISALLOWANCE:**

The reasons for the revision or disallowance of your Claim are as follows:

- 

If you disagree with the nature or value of your Claim as determined by the Monitor in this Notice (your "**Allowed Claim**") and wish to dispute this Notice you must, within ten (10) calendar days of the date hereof, file an appeal application with the Court and serve a copy of such appeal application to Debtors and the Monitor at the following addresses:

The Debtors:	<p><b>Osler</b></p> <p>To the attention of:  M<sup>re</sup> Sandra Abitan  M<sup>re</sup> Julien Morissette  M<sup>re</sup> Ilia Kravstov  M<sup>re</sup> Sophie Courville-Le Bouyonnec</p> <p>Email:  <a href="mailto:sabitan@osler.com">sabitan@osler.com</a>  <a href="mailto:jMorissette@osler.com">jMorissette@osler.com</a>  <a href="mailto:ikravtsov@osler.com">ikravtsov@osler.com</a>  <a href="mailto:scourville@osler.com">scourville@osler.com</a></p>
The Monitor:	<p><b>Deloitte Restructuring Inc.</b></p> <p>Att: Xebec - Claims Process  1190 avenue des Canadiens-de-Montréal  Suite 500, Montreal, QC, H3B 0M7, Canada  Email: <a href="mailto:xebec_ccaa@deloitte.ca">xebec_ccaa@deloitte.ca</a>  Tel: 514-393-6722 Toll Free: 1-888-393-6722</p> <p>And to the attention of:  Mr. Jean-François Nadon  Mme. Julie Mortreux  Mr. Frédéric Turbide</p> <p>Email:  <a href="mailto:jnadon@deloitte.ca">jnadon@deloitte.ca</a>  <a href="mailto:jmortreux@deloitte.ca">jmortreux@deloitte.ca</a>  <a href="mailto:fturbide@deloitte.ca">fturbide@deloitte.ca</a></p>
With a copy to the Monitor's Counsel:	<p><b>McCarthy Tétrault LLP</b></p> <p>To the attention of:  M<sup>re</sup> Jocelyn Perreault  M<sup>re</sup> Marc-Étienne Boucher</p> <p>Email:  <a href="mailto:jperreault@mccarthy.ca">jperreault@mccarthy.ca</a>  <a href="mailto:meboucher@mccarthy.ca">meboucher@mccarthy.ca</a></p>

500-11-061483-224

PAGE: 46

If you do not file an appeal application within the delay provided for above, you shall be deemed to have accepted the nature and value of your Allowed Claim as set out in this Notice.

If you agree with the nature and value of your Allowed Claim and do not dispute this Notice, no further action is required.

DATED at Montréal, this ●<sup>th</sup> day of ●, 2023

**Deloitte Restructuring Inc.**, in its capacity as  
Court-appointed Monitor of the Petitioners, and  
not in its personal capacity

---

Per: **Jean-Francois Nadon, CPA, CIRP, LIT**  
Title: **President**



**Annexe D – Avis de révision ou de rejet**

**CANADA  
PROVINCE DE QUÉBEC  
DISTRICT DE MONTRÉAL**  
No : 500-11-061483-224

**COUR SUPÉRIEURE**  
(chambre commerciale)

---

**DANS L’AFFAIRE DE LA LOI SUR LES  
ARRANGEMENTS AVEC LES CRÉANCIERS  
DES COMPAGNIES, L.R.C. 1985, ch. C-36,  
TELLE QU’AMENDÉE DE :**

**FORMERXBC INC. (auparavant, XEBEC  
ADSORPTION INC.)  
11941666 CANADA INC. (auparavant, XEBEC  
RNG HOLDINGS INC.)  
1224933 ONTARIO INC. (auparavant,  
COMPRESSED AIR INTERNATIONAL INC.)  
APPLIED COMPRESSION SYSTEMS LTD.  
FORMERXBC HOLDING USA INC. (auparavant,  
XEBEC HOLDING USA INC.)  
ENERPHASE INDUSTRIAL SOLUTIONS INC.  
CDA SYSTEMS, LLC  
FORMERXBC ADSORPTION USA INC.  
(auparavant, XEBEC ADSORPTION USA INC.)  
FORMERXBC PENNSYLVANIA COMPANY  
(auparavant, THE TITUS COMPANY)  
FORMERXBC NOR CORPORATION  
(auparavant, NORTEKBELAIR CORPORATION)  
FORMERXBC FLOW SERVICES – WISCONSIN  
INC. (auparavant, XBC FLOW SERVICES –  
WISCONSIN INC.)  
CALIFORNIE COMPRESSION, LLC  
– et –  
FORMERXBC SYSTEMS USA, LLC (auparavant,  
XEBEC SYSTEMS USA, LLC)**

Débitrices/Requérantes

**RESTRUCTURATION DELOITTE INC.**

Contrôleur

**AVIS DE RÉVISION OU DE REJET**

**DESTINATAIRE : ●**

(le « Créancier »)

**DE :** Restructuration Deloitte inc., à titre de Contrôleur des Débitrices désigné par la Cour

Les termes non définis dans le présent Avis de révision ou de rejet ont le sens qui leur est donné dans l'Ordonnance relative au traitement des réclamations émise par la Cour le 24 mai 2023 (« l'**Ordonnance relative au traitement des réclamations** »).

Le présent Avis est émis conformément à l'Ordonnance relative au traitement des réclamations et fait suite à la preuve de réclamation soumise par le Créancier (votre « **Preuve de réclamation** »).

Le Contrôleur vous avise par les présentes qu'il a examiné votre preuve de réclamation et qu'il a révisé ou rejeté la réclamation, selon ce qui suit :

**NATURE ET VALEUR DE LA RÉCLAMATION (en devise d'origine)**

iv) Réclamation à la date de détermination (29 septembre 2022) :

Somme réclamée		Somme refusée		Somme autorisée		Devise
Non garantie	Garantie	Non garantie	Garantie	Non garantie	Garantie	

v) Réclamation relative à la restructuration (ayant pris naissance à compter du 29 septembre 2022) :

Somme réclamée		Somme refusée		Somme autorisée		Devise
Non garantie	Garantie	Non garantie	Garantie	Non garantie	Garantie	

vi) Réclamation contre les administrateurs et/ou dirigeants (une **Réclamation contre les A&D**, au sens de « *D&O Claim* » tel que défini dans l'Ordonnance relative au traitement des réclamations) :

Somme réclamée	Somme refusée	Somme autorisée	Devise

**MOTIFS DE LA RÉVISION OU DU REJET :**

Les motifs de la révision ou du rejet de votre réclamation sont les suivants :

•

Si vous êtes en désaccord avec la nature ou la valeur de votre réclamation comme elle a été établie par le Contrôleur dans le présent Avis (votre « **Réclamation autorisée** ») et que vous souhaitez la contester, vous devez déposer une demande d'appel auprès de la Cour

500-11-061483-224

PAGE: 49

et en notifier un exemplaire aux Débitrices et au Contrôleur dans les dix (10) jours (jours de calendrier) suivant la date des présentes, aux coordonnées suivantes :

Les Procureurs des Débitrices :	<p><b>Osler, Hoskin &amp; Harcourt S.E.N.C.R.L./s.r.l.</b></p> <p>À l'attention de :  M<sup>e</sup> Sandra Abitan  M<sup>e</sup> Julien Morissette  M<sup>e</sup> Ilia Kravstov  M<sup>e</sup> Sophie Courville-Le Bouyonnec</p> <p>Courriels :  <a href="mailto:sabitan@osler.com">sabitan@osler.com</a>  <a href="mailto:jMorissette@osler.com">jMorissette@osler.com</a>  <a href="mailto:ikravtsov@osler.com">ikravtsov@osler.com</a>  <a href="mailto:scourville@osler.com">scourville@osler.com</a></p>
Le Contrôleur :	<p><b>Restructuration Deloitte Inc.</b></p> <p>À l'attention de : Procédure de traitement des réclamations de Xebec  1190, avenue des Canadiens-de-Montréal,  bureau 500, Montréal (Québec) H3B 0M7, Canada  Courriel : <a href="mailto:xebec_ccaa@deloitte.ca">xebec_ccaa@deloitte.ca</a>  Tél. : 514-393-6722 Sans frais : 1-888-393-6722</p> <p>Et à l'attention de :  M. Jean-François Nadon  M<sup>me</sup> Julie Mortreux  M. Frédéric Turbide</p> <p>Courriels :  <a href="mailto:jnadon@deloitte.ca">jnadon@deloitte.ca</a>  <a href="mailto:jmortreux@deloitte.ca">jmortreux@deloitte.ca</a>  <a href="mailto:fturbide@deloitte.ca">fturbide@deloitte.ca</a></p>
Avec copie aux Procureurs du Contrôleur :	<p><b>McCarthy Tétrault S.E.N.C.R.L., s.r.l.</b></p> <p>À l'attention de :  M<sup>e</sup> Jocelyn Perreault  M<sup>e</sup> Marc-Étienne Boucher</p> <p>Courriels :  <a href="mailto:jperreault@mccarthy.ca">jperreault@mccarthy.ca</a>  <a href="mailto:meboucher@mccarthy.ca">meboucher@mccarthy.ca</a></p>

500-11-061483-224

PAGE: 50

Si vous ne déposez pas une demande d'appel auprès de la Cour d'ici la date limite mentionnée ci-dessus, vous serez réputé avoir accepté la nature et la valeur de votre Réclamation autorisée, comme il est indiqué dans le présent Avis.

Si vous êtes d'accord avec la nature et la valeur de votre Réclamation autorisée et que vous ne contestez pas le présent Avis, aucune autre mesure n'est requise.

FAIT à Montréal, le • jour du mois de • 2023.

**Restructuration Deloitte inc.**, à titre de  
Contrôleur des Débitrices désigné par la Cour et  
non à titre personnel

Par : Jean-François Nadon, CPA, CIRP, LIT  
Titre : **Président**





**Schedule "E" – Proof of Claim and Instruction Letter**

**CANADA  
PROVINCE OF QUÉBEC  
DISTRICT OF QUÉBEC**  
No.: 500-11-061483-224

**SUPERIOR COURT**  
(Commercial Division)

---

**IN THE MATTER OF THE COMPANIES'  
CREDITORS ARRANGEMENT ACT, R.S.C.  
1985, c. C-36, AS AMENDED:**

**FORMERXBC INC. (formerly, XEBEC  
ADSORPTION INC.)  
11941666 CANADA INC. (formerly, XEBEC  
RNG HOLDINGS INC.)  
1224933 ONTARIO INC. (formerly,  
COMPRESSED AIR INTERNATIONAL INC.)  
APPLIED COMPRESSION SYSTEMS LTD.  
FORMERXBC HOLDING USA INC. (formerly,  
XEBEC HOLDING USA INC.)  
ENERPHASE INDUSTRIAL SOLUTIONS INC.  
CDA SYSTEMS, LLC  
FORMERXBC ADSORPTION USA INC.  
(formerly, XEBEC ADSORPTION USA INC.)  
FORMERXBC PENNSYLVANIA COMPANY  
(formerly, THE TITUS COMPANY)  
FORMERXBC NOR CORPORATION (formerly,  
NORTEKBELAIR CORPORATION)  
FORMERXBC FLOW SERVICES – WISCONSIN  
INC. (formerly, XBC FLOW SERVICES –  
WISCONSIN INC.)  
CALIFORNIA COMPRESSION, LLC  
FORMERXBC SYSTEMS USA, LLC (formerly  
XEBEC SYSTEMS USA, LLC)**

Debtors/Petitioners

**DELOITTE RESTRUCTURING INC.**

Monitor

**INSTRUCTION LETTER FOR THE CLAIMS PROCEDURE**

On September 29, 2022, the Superior Court of Québec (the “**Canadian Court**”) issued an initial order commencing proceedings (the “**CCAA Proceedings**”) under the *Companies’ Creditors Arrangement Act* (the “**CCAA**”) in respect of FORMERXBC INC. (formerly, Xebec Adsorption Inc.), 11941666 CANADA INC. (formerly, Xebec RNG Holdings Inc.), 1224933 Ontario Inc. (formerly, Compressed Air International Inc.), Applied Compression Systems Ltd., FORMERXBC Holding USA Inc. (formerly, Xebec Holding USA Inc.), Enerphase Industrial Solutions Inc., CDA Systems, LLC, FORMERXBC Adsorption USA Inc. (formerly, Xebec Adsorption USA Inc.), FORMERXBC Pennsylvania Company (formerly, The Titus Company), FORMERXBC NOR Corporation (formerly, Nortekbelair Corporation), FORMERXBC Flow Services – Wisconsin Inc. (formerly, XBC Flow Services – Wisconsin Inc.), California Compression, LLC and FORMERXBC Systems USA, LLC (formerly Xebec Systems USA, LLC) (collectively the “**Petitioners**” or the “**Debtors**”) and appointing Deloitte Restructuring Inc. (the “**Monitor**”) as Monitor of the Debtors.

On September 30, 2022, FormerXBC Inc. (f/k/a Xebec Adsorption Inc.), in its capacity as the authorized foreign representative (the “**Foreign Representative**”) for the Debtors, commenced proceedings (the “**Chapter 15 Cases**”) under chapter 15 of title 11 of the United States Code (the “**Bankruptcy Code**”) in the United States Bankruptcy Court for the District of Delaware (the “**U.S. Court**”). On October 27, 2022, the U.S. Court entered that certain *Order Granting Recognition of Foreign Main Proceeding and Certain Related Relief*, pursuant to which, the U.S. Court recognized the CCAA Proceedings as a “foreign main proceeding” pursuant to chapter 15 of the Bankruptcy Code, recognized the Foreign Representative as the “foreign representative” in respect of the CCAA Proceedings, and recognized and granted comity to, and gave full force and effect in the United States to the CCAA Proceedings and the orders entered by the Canadian Court in the CCAA Proceedings.

Pursuant to an Order issued on May 24, 2023 (the “**Claims Procedure Order**”), the Canadian Court authorized the Monitor, with the assistance of the Debtors, to conduct a claims process (the “**Claims Process**”) with respect to Claims against the Debtors and their present and or former Directors and Officers. The Claims Procedure Order governs the filing and determination of all Claims against the Debtors. **[Sentence to be inserted following the recognition hearing - On June [●], 2023, the U.S. Court entered an order recognizing, enforcing, and approving the Claims Procedure Order].**

All capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Claims Procedure Order.

The purpose of this Instruction Letter is to provide you with the information required to complete a Proof of Claim in respect of any Claims you may have against any of the Debtors and/or the Directors and Officers. Reference should be made to the Claims Procedure Order for a complete description of the Claims Process. **FOR THE AVOIDANCE OF DOUBT, THE CLAIMS PROCESS APPLIES TO ALL OF THE DEBTORS’ CREDITORS, INCLUDING THOSE LOCATED IN THE UNITED STATES.**

The Claims Procedure Order which can be accessed electronically at <https://www.insolvencies.deloitte.ca/en-ca/pages/Xebec.aspx> on the Monitor’s website, as well as other documents relating to the Claims Process.

Please review these documents carefully.

### **FILING A PROOF OF CLAIM**

The Claims Procedure is intended for any Person with any Claims, other than Excluded Claims, of any kind or nature whatsoever against the Debtors, the Directors or Officers or any of them, whether liquidated, unliquidated, contingent or otherwise. Please review the enclosed material for the complete definitions of “**Claim**”, “**Claims Bar Date**”, “**D&O Claim**”, “**Creditor**”, “**Excluded Claim**”, and “**Restructuring Claim**”, to which the Claims Process applies.

Please note that this form of Proof of Claim is to be used if you have a Claim against any of the Debtors and/or the Directors and Officers.

If you wish to assert a Claim against any of the Debtors or against the Directors and Officers, you must complete, sign and submit a Proof of Claim form to the Monitor. The Monitor must receive the Proof of Claim on or before the Claims Bar Date.

When submitting a Proof of Claim, you must specify which of the Debtors you are asserting your Claim against or that you are asserting a Claim against the Directors and Officers. Where a Claim is asserted against multiple parties, separate Proofs of Claim must be filed in respect of each party against which the Claim is asserted.

When submitting a Proof of Claim, you must provide particulars of your Claim and attach supporting documents. The particulars should succinctly explain the factual and legal basis of your Claim and the supporting documents should include all documents that are necessary to establish the nature, validity and quantum of your Claim.

In the event you should file an appeal application in connection with your Claim, the appeal may be decided on the basis of the documents submitted in support of the applicable Proof of Claim.

**ANY PERSON HAVING PREVIOUSLY FILED A PROOF OF CLAIM IN THE CHAPTER 15 CASES MUST FILE A PROOF OF CLAIM IN THE CCAA PROCEEDINGS. ANY PROOF OF CLAIM FILED IN THE CHAPTER 15 CASES WILL NOT BE RECOGNIZED IN THE CCAA PROCEEDINGS.**

A completed and signed Proof of Claim may be provided to the Monitor by e-mail at [xebec\\_ccaa@deloitte.ca](mailto:xebec_ccaa@deloitte.ca), courier or registered mail to the address set out below.

**PROOF OF CLAIMS MUST BE FILED BEFORE THE CLAIMS BAR DATE**

Pursuant to the Claims Procedure Order, any Person wishing to assert a Claim against any of the Debtors or against the Directors and Officers must do so through the Claims Process by filing a Proof of Claim with the Monitor on or before the Claims Bar Date, being 5:00 pm (Montreal time) on July 24, 2023 or, in the case of a Restructuring Claim, the later of (i) thirty (30) days after the date on which the Monitor sends a Claims Package (but only in the event that the Creditor receives a Disclaimer Notice after the date of the Order) or (ii) the Claims Bar Date.

**FAILURE BY A CREDITOR TO SUBMIT ITS CLAIM TO THE MONITOR ON OR BEFORE THE CLAIMS BAR DATE WILL RESULT IN SUCH CREDITOR'S CLAIM BEING BARRED AND FOREVER EXTINGUISHED AND PRECLUDE SUCH CREDITOR FROM RECEIVING A POTENTIAL DISTRIBUTION.**

**FURTHER INFORMATION**

If you have any questions regarding the Claims Process or any of the enclosed forms, please contact Deloitte Restructuring Inc.:

**Deloitte Restructuring Inc.**

Att: Xebec - Claims Process  
1190 avenue des Canadiens-de-Montréal  
Suite 500, Montréal, QC, H3B 0M7, Canada

Email: [xebec\\_ccaa@deloitte.ca](mailto:xebec_ccaa@deloitte.ca)  
Tel: 514-393-6722 Toll Free: 1-888-393-6722

Copies of this Instruction Letter, the Claims Procedure Order, the form Proof of Claim and various other relevant documents can be found on the Monitor's website at <https://www.insolvencies.deloitte.ca/en-ca/pages/Xebec.aspx> or obtained by contacting the Monitor at the coordinates indicated above and providing particulars as to your name, address, facsimile number and e-mail address.

Schedule E (Cont'd) - Proof of Claim



<input type="checkbox"/>	U	_____
<input type="checkbox"/>	P	_____
<input type="checkbox"/>	S	_____

CANADA  
 PROVINCE OF QUÉBEC  
 DISTRICT OF QUÉBEC  
 No.: 500-11-061483-224

SUPERIOR COURT  
 (Commercial Division)

IN THE MATTER OF THE *COMPANIES'*  
*CREDITORS ARRANGEMENT ACT, R.S.C.*  
 1985, c. C-36, AS AMENDED:

FORMERXBC INC. (formerly, XEBEC  
 ADSORPTION INC.)  
 11941666 CANADA INC. (formerly, XEBEC  
 RNG HOLDINGS INC.)  
 1224933 ONTARIO INC. (formerly,  
 COMPRESSED AIR INTERNATIONAL INC.)  
 APPLIED COMPRESSION SYSTEMS LTD.  
 FORMERXBC HOLDING USA INC.  
 (formerly, XEBEC HOLDING USA INC.)  
 ENERPHASE INDUSTRIAL SOLUTIONS  
 INC.  
 CDA SYSTEMS, LLC  
 FORMERXBC ADSORPTION USA INC.  
 (formerly, XEBEC ADSORPTION USA INC.)  
 FORMERXBC PENNSYLVANIA COMPANY  
 (formerly, THE TITUS COMPANY)  
 FORMERXBC NOR CORPORATION  
 (formerly, NORTEKBELAIR  
 CORPORATION)  
 FORMERXBC FLOW SERVICES –  
 WISCONSIN INC. (formerly, XBC FLOW  
 SERVICES – WISCONSIN INC.)  
 CALIFORNIA COMPRESSION, LLC  
 - and -  
 FORMERXBC SYSTEMS USA, LLC  
 (formerly XEBEC SYSTEMS USA, LLC)

Debtors/Petitioners

DELOITTE RESTRUCTURING INC.

Monitor

**PROOF OF CLAIM**

Pursuant to an Order of the Superior Court of Québec issued on May 24, 2023 (the **Claims Procedure Order**), a process was approved for the purpose of identifying, reviewing and determining claims against the Debtors as well as against their Directors and Officers. All capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Claims Procedure Order.

Please read the Instruction Letter carefully prior to completing this Proof of Claim.

\*\*\*

**A. PARTICULARS OF CREDITOR**

1) Full legal name of creditor<sup>1</sup>: \_\_\_\_\_  
(the "**Creditor**")

2) Full mailing address of the Creditor:  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

3) Telephone number of Creditor: \_\_\_\_\_

4) Facsimile number of Creditor: \_\_\_\_\_

5) E-mail address of Creditor: \_\_\_\_\_

6) Attention (contact person): \_\_\_\_\_

7) Has the Claim been sold or assigned to the Creditor to another party? Yes\_\_\_\_ No\_\_\_\_

8) If yes, please indicate in a separate document the full legal name of any assignor, their full address, email, telephone number as well as the amount of the Claim assigned and the date of assignment

<sup>1</sup> Full legal or corporate name should be the name of the original Creditor, not the Assignee. Do not file separate Proofs of Claim by division of the same Creditor.

500-11-061483-224

PAGE: 57

**B. PARTICULARS OF THE XEBEC GROUP PARTY**

Identify the party against which the Claim is asserted (please **SELECT ONLY ONE PER CLAIM**) (A separate Proof of Claim must be filed for each Xebec Group Party against which any Claim is asserted):

**Creditor of (x):**

- FORMERXBC INC. (formerly, XEBEC ADSORPTION INC.)**
- 11941666 CANADA INC. (formerly, XEBEC RNG HOLDINGS INC.)**
- 1224933 ONTARIO INC. (formerly, COMPRESSED AIR INTERNATIONAL INC.)**
- APPLIED COMPRESSION SYSTEMS LTD.**
- FORMERXBC HOLDING USA INC. (formerly, XEBEC HOLDING USA INC.)**
- ENERPHASE INDUSTRIAL SOLUTIONS INC.**
- CDA SYSTEMS, LLC**
- FORMERXBC ADSORPTION USA INC. (formerly, XEBEC ADSORPTION USA INC.)**
- FORMERXBC PENNSYLVANIA COMPANY (formerly, THE TITUS COMPANY)**
- FORMERXBC NOR CORPORATION (formerly, NORTEKBELAIR CORPORATION)**
- FORMERXBC FLOW SERVICES – WISCONSIN INC. (formerly, XBC FLOW SERVICES – WISCONSIN INC.)**
- CALIFORNIA COMPRESSION, LLC**
- FORMERXBC SYSTEMS USA, LLC (formerly XEBEC SYSTEMS USA, LLC)**

(the entity with an **X** above is hereinafter referred to as the “**Xebec Group Party**”)

500-11-061483-224

PAGE: 58

**C. PROOF OF CLAIM**

I, \_\_\_\_\_ (Name of Creditor or representative of the Creditor), of \_\_\_\_\_ (City, Province/State, Country) do hereby certify:

1) That, I (please check one):

\_\_\_ am the Creditor of the Xebec Group Party; or

\_\_\_ hold the position of \_\_\_\_\_ (state position or title) of the Creditor of the Xebec Group Party.

2) The Xebec Group Party was and is indebted to the Creditor as follows<sup>2</sup>:

i) Claim as at the Determination Date:

Amount of Claim	Currency

Amount unsecured	Amount secured

ii) Restructuring Claim:

Amount of Claim	Currency

Amount unsecured	Amount secured

**D. D&O Claim**

A Claim which may be brought against Directors and Officers of the Debtors as defined pursuant to paragraph 11.03(1) of the CCAA and the right of a Person against one or more of the Directors and Officers in respect of any debt or obligation of the Directors and Officers.

Amount of Claim	Currency

**Description**

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<sup>2</sup> Include all Claims that you are asserting against the Xebec Group Party and the applicable currency.



500-11-061483-224

PAGE: 59

**E. PARTICULARS OF A CLAIM AND SUPPORTING DOCUMENTS**

Please provide in a separate document all particulars of the Claim including the amount and description of any transactions or agreements giving rise to the Claim as well as a description of the security, if any, granted to the Creditor in respect of the Claim and the estimated value of such security. Please also provide particulars of all credits, discounts, counterclaims or payments to which the Debtor is entitled. If the Claim is contingent or unliquidated, state the basis and provide evidence upon which the claim has been valued.

Please attach all documentation necessary to support the quantum, nature and validity of your Claim, such as invoices, statements of account, affidavits<sup>3</sup>, agreements, transaction or other documents. In the event you must eventually file an appeal application in connection with your Claim, the appeal may be decided on the basis of the documents submitted in support of the Proof of Claim.

**F. FILING OF PROOF OF CLAIM**

The duly completed Proof of Claim together with supporting documentation must be returned and received by the Monitor, no later than **5:00 p.m. (Montreal Time) on July 24, 2023** by e-mail or registered mail to the address set out below:

**FAILURE TO FILE YOUR PROOF OF CLAIM BY SUCH DATE WILL RESULT IN YOUR CLAIM BEING FOREVER EXTINGUISHED AND BARRED.**

Mailing Address:

Deloitte Restructuring Inc., Court-appointed Monitor of the Petitioners  
1190 avenue des Canadiens-de-Montréal  
Suite 500, Montreal, QC, H3B 0M7, Canada

Attention: Xebec – Claims Process  
E-mail: [xebec\\_ccaa@deloitte.ca](mailto:xebec_ccaa@deloitte.ca)

**G. CERTIFICATION**

I hereby certify that:

- I am the Creditor or an authorized representative of the Creditor;
- I have knowledge of all the circumstances connected the Claim asserted pursuant to this Proof of Claim;
- The Creditor asserts this Claim against the Xebec Group Party; and
- Complete documentation in support of this Claim is attached.

DATED at \_\_\_\_\_ this \_\_\_\_\_ day of \_\_\_\_\_, 2023.

\_\_\_\_\_  
(Signature of Witness)

\_\_\_\_\_  
(Signature of individual completing this form)

\_\_\_\_\_

\_\_\_\_\_

<sup>3</sup> If you include an affidavit or solemn declaration, it must have been made before a person qualified to take affidavits or solemn declarations.

500-11-061483-224

PAGE: 61

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(Please print name)

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(Please print name)

An electronic version of this form is available at  
<https://www.insolvencies.deloitte.ca/en-ca/pages/Xebec.aspx>.



**Annexe E – Preuve de réclamation et lettre d’instruction**

**CANADA  
PROVINCE DE QUÉBEC  
DISTRICT DE MONTRÉAL**  
No : 500-11-061483-224

**COUR SUPÉRIEURE**  
(chambre commerciale)

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**DANS L’AFFAIRE DE LA LOI SUR LES  
ARRANGEMENTS AVEC LES CRÉANCIERS  
DES COMPAGNIES, L.R.C. 1985, ch. C-36,  
TELLE QU’AMENDÉE DE :**

**FORMERXBC INC. (auparavant, XEBEC  
ADSORPTION INC.)  
11941666 CANADA INC. (auparavant, XEBEC  
RNG HOLDINGS INC.)  
1224933 ONTARIO INC. (auparavant,  
COMPRESSED AIR INTERNATIONAL INC.)  
APPLIED COMPRESSION SYSTEMS LTD.  
FORMERXBC HOLDING USA INC. (auparavant,  
XEBEC HOLDING USA INC.)  
ENERPHASE INDUSTRIAL SOLUTIONS INC.  
CDA SYSTEMS, LLC  
FORMERXBC ADSORPTION USA INC.  
(auparavant, XEBEC ADSORPTION USA INC.)  
FORMERXBC PENNSYLVANIA COMPANY  
(auparavant, THE TITUS COMPANY)  
FORMERXBC NOR CORPORATION  
(auparavant, NORTEKBELAIR CORPORATION)  
FORMERXBC FLOW SERVICES–WISCONSIN  
INC. (auparavant, XBC FLOW SERVICES–  
WISCONSIN INC.)  
CALIFORNIA COMPRESSION, LLC  
FORMERXBC SYSTEMS USA, LLC  
(auparavant, XEBEC SYSTEMS USA, LLC)**

Débitrices/Requérantes

**RESTRUCTURATION DELOITTE INC.**

Contrôleur

<p style="text-align: center;"><b>LETTRE D'INSTRUCTION RELATIVE À LA PROCÉDURE DE TRAITEMENT DES RÉCLAMATIONS</b></p>
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Le 29 septembre 2022, la Cour supérieure du Québec (la « **Cour** ») a rendu une ordonnance initiale en vertu de la *Loi sur les arrangements avec les créanciers des compagnies* (la « **LACC** ») dans l'affaire de FormerXBC inc. (auparavant, Xebec Adsorption inc.), 11941666 Canada inc. (auparavant, Xebec RNG Holdings inc.), 1224933 Ontario Inc. (auparavant, Compressed Air International inc.), Applied Compression Systems Ltd., FormerXBC Holding USA inc. (auparavant, Xebec Holding USA inc.), Enerphase Industrial Solutions inc., CDA Systems, LLC, FormerXBC Adsorption USA inc. (auparavant, Xebec Adsorption USA inc.), FormerXBC Pennsylvania Company (auparavant, The Titus Company), FormerXBC NOR Corporation (auparavant, Nortekbelair Corporation), FormerXBC Flow Services – Wisconsin inc. (auparavant, XBC Flow Services – Wisconsin inc.), California Compression, LLC et FORMERXBC Systems USA, LLC (auparavant, Xebec Systems USA, LLC) (collectivement, les « **Requérantes** » ou les « **Débitrices** ») et nommant Restructuration Deloitte inc. à titre de contrôleur des Débitrices désigné par la Cour (le « **Contrôleur** »).

Le 30 septembre 2022, FormerXBC inc. (auparavant, Xebec Adsorption inc.), en sa qualité de représentante étrangère des Débitrices (le « **Représentant étranger** ») a introduit des procédures (les « **Procédures sous le chapitre 15** ») sous le régime du chapitre 15, titre 11, du *United States Bankruptcy Code* (le « **Bankruptcy Code** ») devant la Cour de faillite des États-Unis (*United States Bankruptcy Court*) du district de Delaware (la « **Cour des États-Unis** »). Le 27 octobre 2022, la Cour des États-Unis a émis un *Order Granting Recognition of Foreign Main Proceeding and Certain Related Relief*, en vertu de laquelle la Cour des États-Unis a reconnu les procédures sous le régime de la LACC en tant que procédure étrangère principale suivant le chapitre 15 du *Bankruptcy Code*, a reconnu la représentante étrangère en cette telle qualité en lien avec les procédures sous le régime de la LACC, et a reconnu et déclaré que la courtoisie internationale s'appliquait et que les procédures sous le régime de la LACC ainsi que les ordonnances rendues par la Cour et les cours canadiennes dans le cadre de desdites procédures étaient valides et en vigueur aux États-Unis.

En vertu d'une ordonnance rendue le 24 mai 2023 (l'« **Ordonnance relative au traitement des réclamations** »), la Cour a autorisé le Contrôleur, avec l'assistance des Débitrices, à mener une procédure de traitement des réclamations (la « **Procédure de traitement des réclamations** ») relative aux réclamations contre les Débitrices et les administrateurs et dirigeants passés ou actuels des Débitrices. L'Ordonnance relativement au traitement des réclamations encadre le dépôt, la détermination et la quantification des réclamations contre les Débitrices et les administrateurs et dirigeants. [Phrase à insérer suivant l'audition aux États-Unis – Le • juin 2023, la Cour des États-Unis a émis une ordonnance reconnaissant,

**appliquant et autorisant l'Ordonnance relative au traitement des réclamations.]**

La présente lettre d'instruction a pour but de vous fournir les renseignements nécessaires pour remplir une Preuve de réclamation à l'égard de quelque réclamation que vous pourriez avoir contre l'une des Débitrices ou les administrateurs et dirigeants passés ou actuels de l'une des Débitrices. Nous vous invitons à consulter l'Ordonnance relative au traitement des réclamations pour obtenir de plus amples renseignements sur la Procédure de traitement des réclamations. **POUR PLUS DE CLARTÉ, LA PROCÉDURE DE TRAITEMENT DES RÉCLAMATIONS S'APPLIQUE À TOUS LES CRÉANCIERS DES DÉBITRICES, INCLUANT CEUX SITUÉS AUX ÉTATS-UNIS.**

Il est possible de consulter l'Ordonnance relative au traitement des réclamations et les autres documents se rapportant à la Procédure de traitement des réclamations sur le site Web du Contrôleur à l'adresse suivante : <https://www.insolvencies.deloitte.ca/fr-ca/pages/Xebecfr.aspx?searchpage=&Source=Xebec.aspx>.

Veuillez lire attentivement ces documents.

**DÉPOSER UNE PREUVE DE RÉCLAMATION**

La Procédure de traitement des réclamations s'adresse à toute personne qui a une réclamation, autre qu'une réclamation exclue, de quelque nature que ce soit contre les Débitrices, les administrateurs et dirigeants passés ou actuels des Débitrices ou l'un(e) d'eux, que la réclamation soit liquidée, non liquidée, conditionnelle, contingente ou autre. Veuillez lire la documentation ci-jointe pour obtenir les définitions complètes des termes « Réclamation », « Date limite de dépôt des réclamations », « Réclamation contre les A&D », « créancier », « Réclamation exclue », « Réclamation relative à la restructuration » visant la Procédure de traitement des réclamations.

Il est impératif d'utiliser le présent formulaire de Preuve de réclamation pour soumettre une Réclamation contre l'une des débitrices ou les administrateurs et dirigeants.

Si vous souhaitez faire valoir une Réclamation contre l'une des Débitrices ou les administrateurs et dirigeants, vous devez remplir, signer et soumettre un formulaire de Preuve de réclamation au Contrôleur. Le Contrôleur devra avoir reçu la Preuve de réclamation au plus tard à la Date limite de dépôt des réclamations.

Dans votre Preuve de réclamation, vous devez préciser les Débitrices ou les administrateurs et dirigeants qui sont visés par celle-ci. Si votre réclamation vise plusieurs parties, veuillez soumettre des preuves de réclamation distinctes pour chacune des parties visées par votre Réclamation.

De plus, veuillez y préciser votre Réclamation en expliquant succinctement le fondement factuel et juridique de votre Réclamation et joindre vos pièces justificatives nécessaires pour établir la nature, la validité et le montant de votre Réclamation.

Si vous introduisez une demande d'appel relativement à votre Réclamation, l'appel pourrait être tranché sur le fondement des pièces justificatives au soutien de la Preuve de réclamation pertinente.

**TOUTE PERSONNE AYANT DÉPOSÉ UNE PREUVE DE RÉCLAMATION DANS LE CADRE DES PROCÉDURES SOUS LE CHAPITRE 15 DOIT DÉPOSER UNE PREUVE DE RÉCLAMATION DANS LE CADRE DES PROCÉDURES SOUS LE RÉGIME DE LA LACC. TOUTE PREUVE DE RÉCLAMATION DÉPOSÉE DANS LE CADRE DES PROCÉDURES SOUS LE CHAPITRE 15 NE POURRA ÊTRE RECONNUE DANS LE CADRE DES PROCÉDURES SOUS LE RÉGIME DE LA LACC.**

Il est possible de transmettre votre Preuve de réclamation dûment remplie et signée au Contrôleur par courriel à l'adresse [xebec\\_ccaa@deloitte.ca](mailto:xebec_ccaa@deloitte.ca), par service de messagerie ou par courrier recommandé aux coordonnées indiquées ci-dessous.

### **DÉPÔT DE LA PREUVE DE RÉCLAMATION AVANT LA DATE LIMITE DE DÉPÔT DES RÉCLAMATIONS**

Conformément à l'Ordonnance relative au traitement des réclamations, toute personne qui désire faire valoir une Réclamation contre l'une des Débitrices ou contre les Administrateurs et Dirigeants devra suivre la Procédure de traitement des réclamations par le dépôt d'une Preuve de réclamation auprès du Contrôleur au plus tard à la Date limite de dépôt des réclamations, soit à 17 h (heure de Montréal) le 24 juillet 2023 ou, dans le cas d'une Réclamation relative à la restructuration, à la plus éloignée des dates suivantes : i) la date tombant 30 jours après la date à laquelle le Contrôleur envoie les documents relatifs à la production d'une réclamation (mais seulement dans le cas où le créancier reçoit un avis de résiliation après la date de l'ordonnance), ou ii) la Date limite de dépôt des réclamations.

**SI UN CRÉANCIER FAIT DÉFAUT DE TRANSMETTRE SA PREUVE DE RÉCLAMATION AU CONTRÔLEUR AU PLUS TARD À LA DATE LIMITE DE DÉPÔT DES RÉCLAMATIONS, SA RÉCLAMATION SERA EXCLUE ET ÉTEINTE DE MANIÈRE DÉFINITIVE ET LE CRÉANCIER NE POURRA RECEVOIR UNE DISTRIBUTION ÉVENTUELLE.**

### **RENSEIGNEMENTS SUPPLÉMENTAIRES**

Pour toute question concernant la Procédure de traitement des réclamations ou l'un des formulaires ci-joints, veuillez communiquer avec Restructuration Deloitte inc. aux coordonnées suivantes :

**Restructuration Deloitte inc.**

À l'attention de : Procédure de traitement des réclamations de Xebec  
1190, avenue des Canadiens-de-Montréal  
Bureau 500, Montréal (Québec) H3B 0M7, Canada

Courriel : [xebec\\_ccaa@deloitte.ca](mailto:xebec_ccaa@deloitte.ca)

Tél. : 514-393-6722 Sans frais : 1-888-393-6722

Il est possible de consulter la présente lettre d'instruction, l'Ordonnance relative au traitement des réclamations, le formulaire de Preuve de réclamation et divers autres documents pertinents sur le site Web du Contrôleur à l'adresse suivante <https://www.insolvencies.deloitte.ca/fr-ca/pages/Xebecfr.aspx?searchpage=&Source=Xebec.aspx> ou d'en obtenir une copie en

500-11-061483-224

PAGE: 66

communiquant avec le Contrôleur aux coordonnées indiquées ci-dessus. Assurez-vous de

<input type="checkbox"/>	U	_____
<input type="checkbox"/>	P	_____
<input type="checkbox"/>	S	_____

préciser votre nom et de fournir votre adresse postale et adresse courriel.

**Annexe E (suite) – Preuve de réclamation**

**Deloitte.**

CANADA  
PROVINCE DE QUÉBEC  
DISTRICT DE MONTRÉAL  
No : 500-11-061483-224

COUR SUPÉRIEURE  
(chambre commerciale)

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**DANS L’AFFAIRE DE LA LOI SUR LES  
ARRANGEMENTS AVEC LES  
CRÉANCIERS DES COMPAGNIES,  
L.R.C. 1985, ch. C-36, DANS SA VERSION  
MODIFIÉE :**  
**FORMERXBC INC. (auparavant, XEBEC  
ADSORPTION INC.)**  
**11941666 CANADA INC. (auparavant,  
XEBEC RNG HOLDINGS INC.)**  
**1224933 ONTARIO INC. (auparavant,  
COMPRESSED AIR INTERNATIONAL INC.)**  
**APPLIED COMPRESSION SYSTEMS LTD.**  
**FORMERXBC HOLDING USA INC.**  
**(auparavant, XEBEC HOLDING USA INC.)**  
**ENERPHASE INDUSTRIAL SOLUTIONS  
INC.**  
**CDA SYSTEMS, LLC**  
**FORMERXBC ADSORPTION USA INC.**  
**(auparavant, XEBEC ADSORPTION USA  
INC.)**  
**FORMERXBC PENNSYLVANIA COMPANY**  
**(auparavant, THE TITUS COMPANY)**  
**FORMERXBC NOR CORPORATION**  
**(auparavant, NORTEKBELAIR  
CORPORATION)**  
**FORMERXBC FLOW SERVICES–  
WISCONSIN INC. (auparavant, XBC FLOW  
SERVICES–WISCONSIN INC.)**  
**CALIFORNIA COMPRESSION, LLC**  
**- and -**  
**FORMERXBC SYSTEMS USA, LLC**  
**(auparavant XEBEC SYSTEMS USA, LLC)**



Débitrices/Requérantes

**RESTRUCTURATION DELOITTE INC.**

Contrôleur

**PREUVE DE RÉCLAMATION**

Aux termes d'une ordonnance de la Cour supérieure du Québec rendue le 24 mai 2023 (l'**Ordonnance relative au traitement des réclamations**), une procédure a été approuvée pour identifier, examiner et établir les Réclamations contre les Débitrices et les administrateurs et dirigeants passés ou actuels des Débitrices.

Veuillez lire attentivement la lettre d'instruction avant de remplir la présente Preuve de réclamation.

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**A. COORDONNÉES DU CRÉANCIER**

- 1) Nom complet du créancier <sup>4</sup>: \_\_\_\_\_  
(le « **créancier** »)
- 2) Adresse postale complète du créancier : \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_
- 3) Numéro de téléphone du créancier : \_\_\_\_\_
- 4) Numéro de télécopieur du créancier : \_\_\_\_\_
- 5) Adresse électronique du créancier : \_\_\_\_\_
- 6) À l'attention de (personne-ressource) : \_\_\_\_\_
- 7) La réclamation a-t-elle été vendue ou cédée au créancier ou à une autre partie?  
Oui \_\_\_\_\_ Non \_\_\_\_\_

<sup>4</sup> Le nom complet d'entreprise doit correspondre au nom du créancier initial et non du cessionnaire. Ne produisez pas de preuves de réclamation distinctes par division du même créancier.

500-11-061483-224

PAGE: 68

- 8) Si vous avez répondu « oui », veuillez indiquer dans un document distinct le nom complet du cédant, son adresse complète, son courriel, son numéro de téléphone ainsi que le montant de la réclamation ayant fait l'objet de la cession et la date de la cession

500-11-061483-224

PAGE: 69

**B. RENSEIGNEMENT SUR LA PARTIE DU GROUPE XEBEC**

Veillez préciser la partie visée par votre réclamation (**COCHEZ UNE SEULE PARTIE PAR RÉCLAMATION**) (Veillez produire une preuve de réclamation distincte pour chacune des parties du groupe Xebec visées par une réclamation.) :

Créancier de (x) :

- FORMERXBC INC. (auparavant, XEBEC ADSORPTION INC.)
- 11941666 CANADA INC. (auparavant, XEBEC RNG HOLDINGS INC.)
- 1224933 ONTARIO INC. (auparavant, COMPRESSED AIR INTERNATIONAL INC.)
- APPLIED COMPRESSION SYSTEMS LTD.
- FORMERXBC HOLDING USA INC. (auparavant, XEBEC HOLDING USA INC.)
- ENERPHASE INDUSTRIAL SOLUTIONS INC.
- CDA SYSTEMS, LLC
- FORMERXBC ADSORPTION USA INC. (auparavant, XEBEC ADSORPTION USA INC.)
- FORMERXBC PENNSYLVANIA COMPANY (auparavant, THE TITUS COMPANY)
- FORMERXBC NOR CORPORATION (auparavant, NORTEKBELAIR CORPORATION)
- FORMERXBC FLOW SERVICES–WISCONSIN INC. (auparavant, XBC FLOW SERVICES–WISCONSIN INC.)
- CALIFORNIA COMPRESSION, LLC
- FORMERXBC SYSTEMS USA, LLC (auparavant XEBEC SYSTEMS USA, LLC)

(l'entité que vous avez cochée ci-dessus (X) est ci-après appelée la « **Partie du Groupe Xebec** »)

500-11-061483-224

PAGE: 70

**C. PREUVE DE RÉCLAMATION**

Je, \_\_\_\_\_ (Nom du créancier ou représentant du créancier), de \_\_\_\_\_ (Ville, province/État, pays) atteste par les présentes :

1) Que, (veuillez cocher une case) :

\_\_\_ je suis le créancier de la Partie du Groupe Xebec; ou

\_\_\_ j'occupe le poste \_\_\_\_\_ (veuillez indiquer le poste ou titre) au sein du créancier de la partie du Groupe Xebec.

2) La partie du groupe Xebec était et est endettée envers le créancier comme suit <sup>5</sup> :

i) Réclamation à la Date de détermination (29 septembre 2022) :

Montant de la réclamation	Devise

Montant non garanti	Montant garanti

ii) Réclamation relative à la restructuration :

Montant de la réclamation	Devise

Montant non garanti	Montant garanti

**D. Réclamation contre les A&D**

Une réclamation pouvant être portée à l'encontre d'un administrateur ou dirigeant des Débitrices, tel que défini au paragraphe 11.03(1) de la LACC, et le droit d'une personne contre un ou plusieurs dirigeants et administrateurs en vertu de toute dette ou obligation incombant aux administrateurs et dirigeants.

Montant de la réclamation	Devise

<sup>5</sup> Veuillez inclure toutes les réclamations que vous faites contre la partie du groupe Xebec et la devise applicable.

**Description**

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**E. PRÉCISIONS SUR LA RÉCLAMATION ET PIÈCES JUSTIFICATIVES**

Veillez préciser votre Réclamation dans un document distinct, y compris le montant et la description de toutes les opérations ou ententes donnant lieu à la Réclamation, ainsi qu'une description de la sûreté, le cas échéant, consentie au créancier relativement à la Réclamation et la valeur estimée de cette sûreté. Veuillez également y préciser les renseignements sur les crédits, les escomptes, les actions récursoires ou les paiements auxquels le débiteur a droit. Si la Réclamation est conditionnelle ou non liquidée, veuillez indiquer la méthode de calcul de la valeur de votre Réclamation et son fondement.

Veillez joindre toutes les pièces justificatives nécessaires au soutien du montant, de la nature et de la validité de votre Réclamation, comme des factures, des relevés de compte, des déclarations<sup>6</sup>, des ententes, une transaction ou tout autre document. Dans l'éventualité où vous devriez introduire une demande d'appel relativement à votre Réclamation, l'appel pourrait être tranché sur le fondement des pièces justificatives au soutien de votre Preuve de réclamation.

**F. DÉPÔT DE LA RÉCLAMATION**

Le Contrôleur devra avoir reçu votre Preuve de réclamation dûment remplie et les pièces justificatives au soutien de celle-ci, au plus tard à **17 h (heure de Montréal), le 24 juillet 2023**, par courrier électronique ou courrier recommandé aux coordonnées ci-après :

**À DÉFAUT DE SOUMETTRE VOTRE PREUVE DE RÉCLAMATION AU PLUS TARD À LA DATE LIMITE DE DÉPÔT DES RÉCLAMATIONS, VOTRE RÉCLAMATION SERA POUR TOUJOURS EXCLUE ET ÉTEINTE.**

Adresse postale :

Restructuration Deloitte inc., Contrôleur des Débitrices désigné par la Cour  
1190, avenue des Canadiens-de-Montréal,  
bureau 500, Montréal (Québec) H3B 0M7, Canada

À l'attention de : Procédure de traitement des réclamations de Xebec  
Courriel : [xebec\\_ccaa@deloitte.ca](mailto:xebec_ccaa@deloitte.ca)

**G. ATTESTATION**

J'atteste par les présentes que :

- je suis le créancier ou un représentant autorisé du créancier;
- j'ai connaissance de toutes les circonstances se rapportant à la Réclamation présentée dans la présente Preuve de réclamation;

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<sup>6</sup> Peut seulement être faite devant une personne habilitée à recevoir une déclaration faite sous serment ou une déclaration solennelle.

500-11-061483-224

PAGE: 72

- le créancier fait valoir cette Réclamation contre la Partie au groupe Xebec;
- j'ai joint toute l'information pertinente ainsi que l'ensemble des pièces justificatives au soutien de la présente Réclamation.

FAIT à \_\_\_\_\_ le \_\_\_\_\_ 2023.

\_\_\_\_\_  
*(Signature du témoin)*

\_\_\_\_\_  
*(Signature de la personne physique qui remplit  
le présent formulaire)*

\_\_\_\_\_  
(En caractères d'imprimerie)

\_\_\_\_\_  
(En caractères d'imprimerie)

Il est possible de consulter une version électronique du présent formulaire à l'adresse suivante :

<https://www.insolvencies.deloitte.ca/en-ca/pages/Xebec.aspx>.