

Document Page 1 of 7
UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
Eastern Division

In Re:)	Case Number: 24-18898
The Lion Electric Company, et al.,)	(Jointly Administered)
)	
Debtors in a Foreign Proceeding		Chapter: 15
		Honorable David D. Cleary
)	
Debtor(s))	

**ORDER (A) SCHEDULING HEARING ON RECOGNITION OF CHAPTER 15 HEARING
AND (B) SPECIFYING FORM AND MANNER OF SERVICE OF NOTICE**

Upon the motion (the “Motion”) of Lion Electric, in its capacity as the duly appointed foreign representative (the “Foreign Representative”) for the above-captioned debtors (collectively, the “Debtors”), for entry of an order (a) scheduling a hearing to consider the recognition of the Canadian Proceeding as a foreign main proceeding under Chapter 15 of the Bankruptcy Code and the relief requested in the Verified Petition (the “Recognition Hearing”) and (b) approving the form and manner of service of notice, substantially in the form annexed to this Order as of notice, substantially in the form annexed to this Order as Exhibit 1, of the Verified Petition and the Recognition Hearing (the “Recognition Hearing Notice”); and the Court having found that (a) it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157, (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(P), (c) venue is proper in this district pursuant to 28 U.S.C. § 1410, (d) the chapter 15 cases have been properly commenced by the duly appointed Foreign Representative, and (e) due and sufficient notice of the Motion has been given and no other or further notice need be provided; and upon consideration of the Coulombe Declaration; and it appearing that the relief requested in the Motion is in the best interest of the Debtors and other parties in interest in these chapter 15 cases; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.

2. The Recognition Hearing is scheduled for January 21, 2025, at 10:00 A.M. (CT) at 219 South Dearborn Street, Courtroom 644 , Chicago, Illinois 60604. The date and time of the Recognition Hearing may be adjourned or continued to a subsequent date without further notice except for an “in court” announcement at the Recognition Hearing or a filing on the docket of the above-captioned chapter 15 cases of the date and time to which the Recognition Hearing has been adjourned.

3. The Recognition Hearing Notice in the form attached to this Order as Exhibit 1 is approved. No later than three (3) business days after entry of this Order, the Foreign Representative shall serve, or cause to be served, copies of the Chapter 15 Petitions (including all attachments without duplication), the Recognition Hearing Notice and the Verified Petition (excluding exhibits) and proposed order thereon (the “Notice Package”) by hand delivery, overnight courier, electronic mail, or domestic or foreign mail, first-class postage prepaid or, for entities with addresses that are not in the United States, by mail or electronic mail, upon the following entities or their counsel, if known (collectively, the “Notice Parties”): (a) the Debtors; (b) all persons or bodies authorized to administer foreign proceedings of the Debtors, including the Monitor; (c) all parties to litigation pending in the United

States in which a Debtor is a party at the time of the filing of the Chapter 15 Petitions; (d) the Debtors' Secured Creditors; (e) parties that have appeared in the Canadian Proceeding as of the date of service; (f) the U.S. Trustee; (g) any party that has requested notice pursuant to Bankruptcy Rule 2002 ((a) through (g) collectively, the "Core Notice Parties"); (h) all parties against whom provisional relief is being sought under section 1519 of the Bankruptcy Code; and (i) all known creditors and contract counterparties.

4. If any entity files a notice of appearance in these chapter 15 cases after the initial service of the Recognition Hearing Notice, the Foreign Representative will serve, or cause to be served, the Notice Package and any subsequent, relevant notices upon such entity no later than five (5) business days after the filing of such notice of appearance, if such documents have not been already served on such entity (or its counsel).

5. Any subsequent notice, motion, or other pleading filed in the Chapter 15 Cases shall be served on the Foreign Representative, the Core Notice Parties, and any other entity that files a notice of appearance in these chapter 15 cases, unless otherwise directed by the Court, in accordance with Bankruptcy Rule 2002(q) or as otherwise required by the Bankruptcy Code, Bankruptcy Rules, Local Rules, or any order entered in the chapter 15 cases by the Court.

6. Service of the Recognition Hearing Notice and the Notice Package in accordance with this Order is approved as adequate, due, and sufficient on all interested parties under the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules.

7. Prior to serving the Recognition Hearing Notice, the Foreign Representative may complete any missing dates and other information, correct any typographical errors, conform the provisions regarding the Recognition Hearing Notice to the provisions of this Order, and make such other and further non-substantive changes as the Foreign Representative deems necessary or appropriate.

8. Any responses, answers, or objections to the Chapter 15 Petitions, the Verified Petition, the requested recognition of the Canadian Proceeding as a foreign main proceeding, related relief, or other papers filed in connection therewith must: (a) be in writing, (b) set forth in detail the factual and legal bases therefor, (c) comply with the Bankruptcy Code, the Bankruptcy Rules, and any applicable local rules, (d) be filed with the Office of the Clerk of the Court, and (e) be served upon (i) local counsel to the Foreign Representative, Locke Lord LLP, 111 South Wacker Drive, Suite 4100, Chicago, IL 60606, Attn: Jonathan E. Aberman (jon.aberman@lockelord.com) and Michael E. Kind (michael.kind@lockelord.com), and (ii) counsel for the Foreign Representative, Troutman Pepper Hamilton Sanders, Hercules Plaza, Suite 1000, 1313 N. Market Street P.O. Box 1709, Wilmington, Delaware 19899, Attn: David M. Fournier (david.fournier@troutman.com), Kenneth A. Listwak (ken.listwak@troutman.com), and Tori L. Remington (tori.remington@troutman.com)—so as to be received on or before January 14, 2025, at 4:00 p.m. (CT). Replies, if any, shall be filed by 4:00 p.m. (CT) three days before the Recognition Hearing.

9. The requirements of section 1514(c) of the Bankruptcy Code are waived or otherwise deemed inapplicable to these chapter 15 cases.


10. The Foreign Representative is authorized to take all actions necessary to effectuate the relief granted by this Order.

11. The Bankruptcy Court shall retain jurisdiction to hear and determine all matters arising from or

related to the implementation, interpretation, or enforcement of this Order.

12. Notwithstanding any applicability of any Bankruptcy Rules or Local Rules, the terms and conditions of this order shall be immediately effective and enforceable upon its entry and shall constitute a final order within the meaning of 28 U.S.C. § 158(a).

Enter:



United States Bankruptcy Judge

Dated: December 20, 2024

Prepared by:

LOCKE LORD LLP

Jonathan E. Aberman (#6255541)

Michael B. Kind (#6306332)

111 S Wacker Drive, Suite 4100

Chicago, IL 60606

Tel: (312) 443-0700

Email: jon.aberman@lockelord.com

michael.kind@lockelord.com

-and-

TROUTMAN PEPPER HAMILTON SANDERS LLP

David M. Fournier (admitted pro hac vice)

Kenneth A. Listwak (admitted pro hac vice)

Tori L. Remington (admitted pro hac vice)

Hercules Plaza

1313 N. Market Street, Suite 1000

Wilmington, DE 19801

Telephone: (302) 777-6500

Facsimile: (302) 421-8390

Email: david.fournier@troutman.com

kenneth.listwak@troutman.com

tori.remington@troutman.com

Counsel to the Foreign Representative

Exhibit 1

**UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:

The Lion Electric Company, *et al.*,

Debtors in a Foreign Proceeding.¹

Chapter 15

Case No. 24-18898

Judge David D. Cleary

(Will County)

(Jointly Administered)

**NOTICE OF (A) FILING CHAPTER 15 PETITIONS AND RELATED DOCUMENTS
SEEKING RECOGNITION OF CANADIAN PROCEEDING AS FOREIGN MAIN
PROCEEDING AND (B) RECOGNITION HEARING**

PLEASE TAKE NOTICE that on December 18, 2024, The Lion Electric Company, in its capacity as the duly-appointed foreign representative (“Lion Electric” or the “Foreign Representative”) with respect to the foreign proceedings (the “Canadian Proceeding”), commenced by the above-captioned debtors (collectively, the “Debtors”) in the Superior Court of Québec (Commercial Division) (the “Canadian Court”) for which an order was entered recognizing their application on December 18, 2024, pursuant to the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36 (as amended, the “CCAA”), filed an Official Form 401 Petition for each of the Debtors [D.I. 1 in each of the debtors’ respective chapter 15 cases] (collectively, the “Chapter 15 Petitions”) under chapter 15 of title 11 of the United States Code (the “Bankruptcy Code”) commencing these proceedings ancillary to the Canadian Proceeding, and also the *Verified Petition for (I) Recognition of Foreign Main Proceeding, (II) Recognition of Foreign Representative, (III) Recognition of Amended and Restated Initial Order, and SISF Order, and (IV) Related Relief* [D.I. 3] (the “Verified Petition”) seeking recognition of the Canadian Proceeding as a foreign main proceeding within the meaning of chapter 15 of the Bankruptcy Code. True and correct copies of the Chapter 15 Petitions (without duplication) are attached hereto as **Exhibit A**. A true and correct copy of Verified Petition, along with the proposed order granting the relief requested therein including, among other things, recognition of the Canadian Proceeding as a foreign main proceeding or in the lesser alternative a foreign nonmain proceeding, is attached

¹ The Debtors in these chapter 15 proceedings, together with the last four digits of their business number or employment identification number, as applicable, are: The Lion Electric Company (6310); Lion Electric Finance Canada Inc. (8102) (“Lion Finance Canada”); Lion Electric Vehicles Finance Canada Inc. (7415) (“Lion Vehicle Finance Canada”); Lion Electric Holding USA Inc. (0699) (“Lion Holding USA”); Northern Genesis Acquisition Corp. (7939) (“Northern Genesis”); The Lion Electric Co. USA Inc. (9919) (“Lion Electric USA”); Lion Electric Manufacturing USA, Inc. (0766) (“Lion Manufacturing USA”); and Lion Electric Finance USA, Inc. (4755) (“Lion Finance USA”). The location of the Debtors’ headquarters and the Debtors’ foreign representative is: 921 chemin de la Rivière-du-Nord, Saint-Jérôme, Québec, Canada J7Y 5G2.

to this Notice (without exhibits) as **Exhibit B**. Exhibits to the Verified Petition are available upon request from the undersigned counsel at no cost.

PLEASE TAKE FURTHER NOTICE that copies of the Chapter 15 Petitions, the Verified Petition (with exhibits) and related filings in these chapter 15 cases are also available (a) on the Bankruptcy Court's Electronic Case Filing System, which can be accessed from the Bankruptcy Court's website at <http://www.ecf.deb.uscourts.gov> (a PACER login and password are required), (b) upon written request (including by email) to (i) local counsel to the Foreign Representative, Locke Lord LLP, 111 South Wacker Drive, Suite 4100, Chicago, IL 60606, Attn: Jonathan E. Aberman (jon.aberman@lockelord.com) and Michael E. Kind (michael.kind@lockelord.com), and (ii) counsel to the Foreign Representative, Troutman Pepper Hamilton Sanders, Hercules Plaza, Suite 1000, 1313 N. Market Street P.O. Box 1709, Wilmington, Delaware 19899, Attn: David M. Fournier (david.fournier@troutman.com), Kenneth A. Listwak (ken.listwak@troutman.com), and Tori L. Remington (tori.remington@troutman.com), or (c) at the following web address: <https://www.insolvencies.deloitte.ca/lionelectric>.

PLEASE TAKE FURTHER NOTICE that the Bankruptcy Court scheduled a hearing for **January 21, 2025, at 10:00 a.m. (CT)** before the Honorable Judge David D. Cleary (the "Recognition Hearing") on the Verified Petition to consider the recognition of the Canadian Proceeding as a foreign main proceeding (or, in the lesser alternative, a foreign nonmain proceeding) and give full force and effect to orders entered in the Canadian Proceeding and related relief in accordance with the relief requested in the Verified Petition.

PLEASE TAKE FURTHER NOTICE that any party in interest wishing to submit a response, answer, or objection to the Verified Petition must do so pursuant to the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, and any applicable local rules, and such response, answer, or objection must (a) be in writing, (b) set forth in detail the factual and legal bases therefor, (c) be filed with the Office of the Clerk of the Court, and (d) be served upon (i) local counsel to the Foreign Representative, Locke Lord LLP, 111 South Wacker Drive, Suite 4100, Chicago, IL 60606, Attn: Jonathan E. Aberman (jon.aberman@lockelord.com) and Michael E. Kind (michael.kind@lockelord.com), and (ii) counsel for the Foreign Representative, Troutman Pepper Hamilton Sanders, Hercules Plaza, Suite 1000, 1313 N. Market Street P.O. Box 1709, Wilmington, Delaware 19899, Attn: David M. Fournier (david.fournier@troutman.com), Kenneth A. Listwak (ken.listwak@troutman.com), and Tori L. Remington (tori.remington@troutman.com)—so as to be received **on or before January 14, 2025, at 4:00 p.m. (CT)**.

PLEASE TAKE FURTHER NOTICE that all parties in interest opposed to the Foreign Representative's request for relief in the Verified Petition must appear at the Recognition Hearing at the time and place set forth herein, which may be adjourned from time to time without further notice except for an "in court" announcement at the Recognition Hearing or a filing on the docket of these chapter 15 cases of the date and time to which the Recognition Hearing has been adjourned.

PLEASE TAKE FURTHER NOTICE that unless otherwise ordered by the Bankruptcy Court, any claims process for the Debtors will not occur in these chapter 15 cases.

PLEASE TAKE FURTHER NOTICE THAT IF NO RESPONSES OR OBJECTIONS ARE RECEIVED IN ACCORDANCE WITH THIS NOTICE, THE BANKRUPTCY COURT MAY GRANT THE RELIEF REQUESTED IN THE VERIFIED PETITION WITHOUT FURTHER NOTICE OR HEARING.

Dated: December 20, 2024
Chicago, Illinois

/s/

LOCKE LORD LLP

Jonathan E. Aberman (#6255541)

Michael B. Kind (#6306332)

111 S Wacker Drive, Suite 4100

Chicago, IL 60606

Tel: (312) 443-0700

Email: jon.aberman@lockelord.com

michael.kind@lockelord.com

-and-

TROUTMAN PEPPER HAMILTON SANDERS LLP

David M. Fournier (*pro hac vice* forthcoming)

Kenneth A. Listwak (*pro hac vice* forthcoming)

Tori L. Remington (*pro hac vice* forthcoming)

Hercules Plaza

1313 N. Market Street, Suite 1000

Wilmington, DE 19801

Telephone: (302) 777-6500

Facsimile: (302) 421-8390

Email: david.fournier@troutman.com

kenneth.listwak@troutman.com

tori.remington@troutman.com

Counsel to the Foreign Representative