

**Province: British Columbia
Bankruptcy Division
Vancouver Registry
Court No. B144740
Estate No. 11-1946231**

**IN THE SUPREME COURT OF BRITISH COLUMBIA
IN BANKRUPTCY AND INSOLVENCY**

**IN THE MATTER OF THE PROPOSAL OF
CONTECH ENTERPRISES INC.**

REPORT TO COURT ON THE PROPOSAL OF CONTECH ENTERPRISES INC.

**DELOITTE RESTRUCTURING INC.
2800 – 1055 Dunsmuir Street,
Vancouver, BC V7X 1P4**

January 13, 2015

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FORM 40

Report of Trustee on Proposal
(Section 59(1) and paragraph 58(d) of the Act)

In the matter of the proposal of
Contech Enterprises Inc.
of the City of Victoria, in the Province of British Columbia

Deloitte Restructuring Inc. ("**Deloitte**"), of the City of Vancouver, in its capacity as trustee ("**Trustee**") acting in the proposal of Contech Enterprises Inc. ("**Contech**" or the "**Company**"), hereby reports to the Court as follows:

1. A proposal was filed by the Company with the Trustee on December 23, 2014 ("**Proposal**"). The Trustee filed a copy of the Proposal with the Official Receiver on December 23, 2014. The Proposal was subsequently revised by the Company to include minor changes to the definitions of Key Suppliers and Secured Debenture Holders, as defined in the Proposal which are not material changes and do not adversely affect the Proposal. A copy of the Proposal is attached and marked as Appendix "**A**". The Trustee was issued a Certificate of Filing of a Proposal from the Official Receiver on December 23, 2014 ("**Certificate**"). A copy of the Certificate is attached as Appendix "**B**".
2. On December 23, 2014, the Trustee also filed with the Office of the Superintendent of Bankruptcy ("**OSB**") the following documents:
 - a. The Company's Cash Flow Statement for the period of December 19, 2014 to March 19, 2015 – Appendix "**C**";
 - b. The Trustee's Report to Creditors dated December 23, 2014 which provides background information concerning these proceedings and the Company – Appendix "**D**";
 - c. Form 29 – Trustee's Report on Cash Flow Statement – Appendix "**E**";
 - d. Form 30 – Report on Cash Flow Statement by the Person Making the Proposal – Appendix "**F**";
 - e. Form 78 – Statement of Affairs showing a listing of the estimated assets and liabilities of the Company – Appendix "**G**"; and
 - f. Form 92 – Notice of Proposal to Creditors with a list of Affected Creditors – Appendix "**H**".

Appendices "A" and "C" through "H" are collectively referred to as the "Filing Package".

3. The Trustee filed the Filing Package with the Court on December 29, 2014 along with the Certificate and the written consent of the Trustee to act in this Proposal.
4. Between December 23 and 24, 2014, the Trustee gave notice (the "Notice") to the officers of the Company, to the OSB and to every known creditor affected by the Proposal ("Affected Creditors", as defined in the Proposal) of the calling of a meeting of creditors to consider the Proposal, to be held on January 8, 2015 (the "Creditors' Meeting"). A copy of the Notice is attached as Appendix "H" to this Report along with a list of Affected Creditors to whom the Notice was sent, including their names and addresses.
5. The following items were included with the Notice and are appended to this Report:
 - a. List of Affected Creditors, showing the amounts of their claims;
 - b. The Proposal;
 - c. Form 78 - The Company's Statement of Affairs;
 - d. Form 30 – Report on Cash Flow Statement by the Person Making the Proposal;
 - e. Form 29 – Trustee's Report on Cash Flow Statement;
 - f. The Company's Cash Flow Statement for the period of December 19, 2014 to March 19, 2015;
 - g. Trustee's Report to Creditors:
 - h. Form 31 – Proof of claim form in blank – Appendix "I";
 - i. Form 36 – Proxy in blank – Appendix "J";
 - j. Form 37 – Voting letter – Appendix "K"; and
 - k. Election Form to elect to participate in the Proposal as a Convenience Creditor or as an Equity Electing Creditor – Appendix "L".

The Notice and documents listed above are collectively referred to as the "Proposal Package".

6. On December 23, 2014, immediately after sending the Notice, the Trustee posted a copy of the Proposal Package on its website at: <http://www.insolvencies.deloitte.ca>.
7. Prior to the Creditors' Meeting, the Trustee made a detailed and careful inquiry into the liabilities of the Company, the Company's assets and their value, the Company's conduct and the causes of the Company's insolvency. The Trustee advised of these matters in the Trustee's Report to Creditors.
8. The Creditors' Meeting was held on January 8, 2015, and was chaired by Huey Lee of Deloitte Restructuring Inc. The Trustee reported to the creditors at the Creditors' Meeting on the matters required pursuant to the *Bankruptcy and Insolvency Act* ("BIA"), including reviewing the Trustee's Report to Creditors and the terms of the Proposal.
9. In total, the number of voting Affected Creditors, either voting at the Creditor's Meeting in person or by proxy, or voting by voting letter, was (i) 23 Affected Secured Creditors with proven claims totaling \$7,063,450 and (ii) 52 Unsecured Creditors with proven claims

totaling \$3,600,198. The total voting proven claims represented 73.1% of the Company's total liabilities, as listed in the Company's Statement of Affairs.

10. The result of the vote of the Affected Secured Creditors, as defined in the Proposal, is shown below:

VOTE*	\$	#	\$%	#%
In Favour	5,351,092	22	76%	96%
Against	1,712,358	1	24%	4%
Total	7,063,450	23	100%	100%

Note: * Vote includes those voting in person, by proxy or by voting letter.

11. The result of the vote of the Unsecured Creditors, as defined in the Proposal, is as follows:

VOTE*	\$	#	\$%	#%
In favour	3,552,295	50	99%	96%
Against	47,903	2	1%	4%
Total	3,600,198	52	100%	100%

Note: * Vote includes those voting in person, by proxy or by voting letter.

12. As shown above, the Proposal was accepted by the Affected Secured Creditors and the Unsecured Creditors as a result of both classes voting in favour of the Proposal, pursuant to the provisions of the BIA. There were no Affected Creditors that elected to participate in the Proposal as an Equity Electing Creditor, as defined in the Proposal.
13. During the Creditors' Meeting an Affected Secured Creditor, VegHerb LLC ("**VegHerb**"), indicated that it did not agree that it had a security agreement with Contech, as indicated on the Company's Statement of Affairs. Instead, VegHerb believes it holds a licensing agreement with the Company regarding the licensing of certain intellectual property ("**IP**"). Prior to the Creditor's Meeting, VegHerb had been advised by counsel for the Company that, concurrently with the application to Court to approve the Proposal, the Company will also be applying to Court for a declaration that the IP is an asset of the Company. At the Creditor's Meeting, VegHerb confirmed it intends to oppose the declaratory relief sought by the Company before this Honourable Court.
14. A copy of the minutes of the Creditors' Meeting is attached and marked as Appendix "**M**".
15. On January 13, 2015, the Trustee gave notice to all Affected Creditors of the hearing of the application for Court approval of the Proposal on January 15, 2015, at the earliest (the "**Hearing Date**"). The Trustee noted that the Hearing Date remains subject to change and recommended that creditors check the Trustee's website at <http://www.insolvencies.deloitte.ca> for updated information regarding the Hearing Date. A copy of this notice is attached as Appendix "**N**".
16. The Company has provided to the Trustee a copy of a term sheet dated December 22, 2014 executed by the Company and the specialty financier, Sienna Lending Group LLC (the "**Funder**") setting out the material terms of the anticipated funding of the Proposal process. Pursuant to the term sheet, the loan agreement with the Funder must close before January

31, 2015, in order for the Funder to make up to US \$6 million available to the Company under a new revolving credit facility by the end of January 2015. Approval of the Proposal by this Honourable Court is a precondition to the closing of the loan agreement. As a result, the Trustee notes that the statutory notice period of 15 days, as described under section 58(b) of the BIA, was not provided to the Affected Creditors. The Trustee has notified the OSB and the OSB is in agreement with the Trustee's decision given the circumstances.

17. The Trustee is of the opinion that:

- a. The assets of the Company and the fair realizable value thereof as at December 23, 2014 are as follows:

CAD\$000's	Book Value	Estimated Realizable Value
Accounts receivable	3,732	966
Inventory	5,401	1,080
Property and equipment	933	73
Intangibles	5,784	250
Prepaid expenses	489	-
Deferred Transaction Costs	27	-
Deferred product development costs	1,090	-
Total assets	17,456	2,369

- b. The estimated liabilities of the Company as at December 23, 2014 are shown in the table below. The Trustee notes that, as at the date of this Report, no material discrepancies have been identified between the liabilities as declared by the Company and as subsequently proved to the Trustee.

CAD\$000's	Book Value
Unsecured creditors	12,467
Secured creditors	2,119
Total liabilities	14,586

18. The Trustee is also of the opinion that:

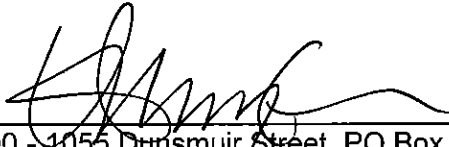
- a. The primary causes of the Company's insolvency were a result of:
- The Company facing significant challenges to its traditional business model moving from a distribution model to also include direct-to-consumer sales;
 - The Company taking on additional debt to finance a number of asset and share acquisitions, as detailed in the Trustee's Report to Creditors, which it then struggled to service;
 - The changes to the Company's business model, operational and integration challenges, the highly seasonal nature of the business, debt-servicing challenges and unsuccessful attempts at refinancing and recapitalization have resulted in

the Company experiencing aggregate losses of over \$4.5 million over the last three fiscal years; and

- The Company's unsuccessful attempt to refinance the business during 2014 with several institutional lenders, including asset-based lenders and other specialty financiers.
- b. The conduct of the Company, both prior to and subsequent to the commencement of its Proposal proceedings, is not subject to censure.
 - c. There are no known facts, mentioned in section 173 of the BIA that may be proven against the Company.
19. The Trustee is further of the opinion that the Proposal is advantageous to Affected Creditors for the reasons outlined in the Trustee's Report to Creditors. In particular, the Proposal provides:
- a. Affected Creditors with a result superior to bankruptcy (refer to Section 7 of the Trustee's Report to Creditors, attached at Appendix "D"); and
 - b. The Company with a recapitalized balance sheet which will facilitate a refinancing pursuant to a term sheet dated December 22, 2014 executed by the Company and the Funder. If certain pre-conditions are met, including the approval of the Proposal by this Honourable Court, the Funder will make up to US \$6 million available to the Company under a new revolving credit facility to continue ongoing operations.
20. In the opinion of the Trustee, the Court should grant an order approving the Proposal on the basis that:
- a. The Company has acted in good faith and with due diligence in taking appropriate steps to develop a viable Proposal;
 - b. The Trustee is of the opinion that the terms of the Proposal are reasonable and that recovery for the Affected Creditors under the Proposal is far superior than it would be if the Company were assigned into bankruptcy; and
 - c. The Company's Affected Creditors have voted in favour of the Proposal.
21. The Proposal contemplates that all preferred claims, as provided for in section 136 of the BIA, shall be paid in full, without interest or penalty, and subject to the OSB's levy, in priority to all claims of the unsecured creditors. As at the date of this Report, no preferred claims have been filed with the Trustee.
22. The Proposal also contemplates that not later than six months following the Court's approval of the Proposal, the Company shall pay in full all claims, as required by section 60(1.1) of the BIA. As at the date of this Report, no Crown claims have been filed with the Trustee.
23. The Trustee forwarded a copy of this Report to the Official Receiver on this day.

Dated at the City of Vancouver in the Province of British Columbia on this 13th day of January 2015.

Deloitte Restructuring Inc. - Trustee

A handwritten signature in black ink, appearing to be 'A. Smith', written over a horizontal line.

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Vancouver BC V7X 1R4
Phone: (604) 640-3060 Fax: (604) 602-1583

APPENDIX A
PROPOSAL

Province: British Columbia
Bankruptcy Division
Registry
Court No. B _____
Estate No. _____

**IN THE SUPREME COURT OF BRITISH COLUMBIA
IN BANKRUPTCY AND INSOLVENCY**

**IN THE MATTER OF THE PROPOSAL OF
CONTECH ENTERPRISES INC.**

**ARTICLE 1
DEFINITIONS AND INTERPRETATION**

1.1 Definitions

In this Proposal:

"Affected Creditor" means any Affected Secured Creditor and any Unsecured Creditor having a Proven Claim.

"Affected Secured Creditor" means those creditors having a Security Interest in any assets of the Company which ranks in priority subordinate to the Security Interest of FWCU in the assets of the Company and includes the Secured Debenture Holders and Vegherb, but for clarity does not include the Unaffected Creditors.

"Affected Secured Creditor Class" means the class comprising all Affected Secured Creditors each having a Proven Claim.

"Affected Secured Creditor Conversion Rate" means the deemed rate of conversion of the Proven Claims of the Affected Secured Creditors, which rate shall be calculated as follows:

Every eight cents (\$0.08) of Proven Claim of an Affected Secured Creditor = one Common Share.

"Approval Order" means the Court order approving this Proposal and directing the implementation of this Proposal.

"BIA" means the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended.

"Business Day" means any day which is not a Saturday or Sunday, or a provincial or federal holiday in the province of British Columbia.

"Claim" means any right or claim of any person against the Company whether or not asserted in connection with any indebtedness, liability, or obligation of any kind whatsoever owed to such

person, including any indebtedness, liability or obligation owed to such person as a result of any breach of duty (including, without limitation, any legal, statutory, equitable, or fiduciary duty), any right of ownership of or title to, or to a trust or deemed trust against, any of the property or assets of the Company, whether or not such right or claim is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, unsecured, perfected, unperfected, 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 of action, whether existing at present or commenced in the future, which indebtedness, liability or obligation is based in whole or in part on facts which existed prior to the Filing Date and, for certainty, includes Priority Claims.

“Claimant” means a person that has a Claim which is not yet a Proven Claim.

“Classes” means the Affected Secured Creditor Class and the Unsecured Creditor Class.

“Common Shares” means the commons shares in the capital of the Company to be issued and allocated to the Affected Secured Creditors and Equity Election Creditors having Proven Claims in accordance with the terms of this Proposal.

“Company” means Contech Enterprises Inc.

“Completion Date” means that date on which all of the Company’s obligations under this Proposal have been met and the Trustee has been discharged.

“Convenience Creditor” means an Unsecured Creditor with a Proven Claim of \$1,500 or less or who elects on their Proof of Claim form to reduce their Proven Claim to \$1,500 for distribution purposes.

“Conversion Date” means a date to be determined by the Company which shall, in any event, be no later than two weeks after the Effective Date.

“Court” means the Supreme Court of British Columbia.

“Crown” means Her Majesty in the right of Canada or a province.

“Crown Claim” means a Claim of the Crown for amounts that are outstanding as at the Filing Date and are subject to a demand under:

- (a) subsection 224(1.2) of the *Income Tax Act*;
- (b) any provision of the *Canada Pension Plan* or of the *Employment Insurance Act* that refers to subsection 224(1.2) of the *Income Tax Act* and provides for the collection of a contribution, as defined in the *Canada Pension Plan*, an employee’s premium, or employer’s premium, as defined in the *Employment Insurance Act*, or a premium under Part VII.1 of that Act, and of any related interest, penalties or other amounts; or

- (c) any provision of provincial legislation that has a similar purpose to subsection 224(1.2) of the *Income Tax Act*, or that refers to that subsection, to the extent that it provides for the collection of a sum, and of any related interest, penalties or other amounts, where the sum:
 - (i) has been withheld or deducted by a person from a payment to another person and is in respect of a tax similar in nature to the income tax imposed on individuals under the *Income Tax Act*; or
 - (ii) is of the same nature as a contribution under the *Canada Pension Plan* if the province is a “province providing a comprehensive pension plan” as defined in subsection 3(1) of the *Canada Pension Plan* and the provincial legislation establishes a “provincial pension plan” as defined in that subsection.

“Distribution Dates” means, collectively, the First Distribution Date, the Second Distribution Date and the Third Distribution Date.

“Effective Date” means the date on which all conditions precedent to this Proposal have been satisfied.

“Election Creditors” means, together, Convenience Creditors and Equity Election Creditors.

“Equipment Lenders” means those persons or entities that have leased equipment to the Company or who have financed the acquisition of specific equipment by the Company and have a Security Interest in such equipment.

“Equity Election Creditor” means an Unsecured Creditor with a Proven Claim greater than or equal to \$30,000 who elects on their Proof of Claim form to receive Common Shares based on the Equity Election Creditor Conversion Rate.

“Equity Election Creditor Conversion Rate” means the deemed rate of conversion of the Proven Claims of the Equity Election Creditors, which rate shall be calculated as follows:

Every twelve cents (\$0.12) of Proven Claim of an Equity Election Creditor = one Common Share.

“Filing Date” means December 23, 2014, the date this Proposal was filed by the Company with the official receiver.

“Filing Date Exchange Rate” means the Bank of Canada noon spot rate of exchange for exchanging currency to Canadian dollars on the Filing Date.

“Final Key Supplier Distribution Date” means that date to be determined by the Company which shall be no more than 365 days after the Effective Date.

“First Distribution Date” means the date which is 10 days after the Effective Date.

“FWCU” means First West Credit Union.

“Funder” means Siena Lending Group LLC.

“Inspectors” has the meaning ascribed to it in Section 7.3 of this Proposal.

“Key Supplier” means, together, the related companies Huidong Meixin Plastic Lumber Products Co. Ltd. and Eastern Reach Co. Ltd.

“Loan Agreement” means the agreement between the Funder and the Company pursuant to which, and subject to the fulfilment of the conditions precedent to such agreement, the Funder shall make funds available to the Company to the maximum amount of \$6 million.

“Meeting” means the meeting of the Classes to be held pursuant to section 51.(1) of the BIA for the purpose of considering, and if thought fit, voting to approve this Proposal, as same may be amended at any such Meeting, and agreeing to the compromise and arrangement constituted thereby, and includes any subsequent reconvened meeting should a meeting be adjourned.

“Post Filing Claim” means a claim arising from the supply of goods or services to the Company after the Filing Date or a claim for sales or excise taxes, source deductions or assessments and premiums arising in relation to such claims. Post Filing Claims do not include claims in respect of an obligation incurred prior to the Filing Date but which is payable after the Filing Date.

“Post Filing Creditor” means a creditor having a Post Filing Claim.

“Priority Claim” means a Crown Claim that is a Proven Claim or a Proven Claim of an employee for amounts it would be entitled to receive under subsections 60(1.3) and 136(1)(d) of the BIA if the Company had become bankrupt on the Filing Date.

“Priority Creditor” means a creditor of the Company having a Priority Claim.

“Proof of Claim” means the prescribed form of document required under the BIA to evidence the Claim of a creditor of the Company.

“Proposal” means this proposal among the Company and the Affected Creditors, as from time to time amended, modified or supplemented pursuant to an order of the Court, or pursuant to an agreement among the Company and Affected Creditors or Classes as provided for herein or at any Meeting.

“Proven Claim” means a Claim which:

- (a) after the delivery of a Proof of Claim to the Trustee, has been admitted by the Trustee in whole or in part; or

- (b) after the delivery of a Proof of Claim to the Trustee, has been disallowed by the Trustee, which disallowance has subsequently been set aside in whole or in part by the Court,

provided that a Proven Claim shall not include the amount due to a Post Filing Creditor in respect of a Post Filing Claim. Proven Claims shall not include any interest for the period subsequent to the Filing Date.

“Second Distribution Date” means that date to be determined by the Company which shall be no more than 90 days after the Effective Date.

“Secured Debenture Holders” means those persons or entities to whom secured debentures were issued by the Company pursuant to certain agreements between the Company and the other signatories thereto including (i) Loan Agreement dated for reference as of the 1st day of August, 2012; (ii) Loan Agreement dated for reference as of the 31st day of January, 2012; (iii) Loan Agreement dated for reference as of the 23rd day of October 2012; and (iv) Amended and Restated Loan Agreement dated for reference the 7th day of March, 2014, and each other party that subsequently agreed to be bound by the terms of the foregoing agreements.

“Security Interest” means a valid and enforceable mortgage, charge or encumbrance in the Company’s assets that is in existence pursuant to the British Columbia *Personal Property Security Act*, R.S.B.C., 1996 c. 359, the British Columbia *Securities Transfer Act*, S.B.C., 2007 c. 10, or other applicable British Columbia legislation, as at the Filing Date.

“Third Distribution Date” means that date to be determined by the Company which shall be no more than 180 days after the Effective Date.

“Trustee” means Deloitte Restructuring Inc. in its appointed capacity as Trustee of this Proposal.

“Trustee’s Fees” means all proper fees, expenses and legal costs of the Trustee on and incidental to the proceedings arising out of this Proposal and all proper fees, expenses and legal costs of the Trustee arising in relation to this Proposal.

“Unaffected Creditors” means Post Filing Creditors, Equipment Lenders and those creditors having a Security Interest in any assets of the Company ranking even with or in priority to the Security Interest of FWCU in the assets of the Company, and includes those creditors enumerated in **Schedule “A”** to this Proposal.

“Unsecured Creditor” means a creditor of the Company who has a Proven Claim but did not have a Security Interest in the assets of the Company as at the Filing Date.

“Unsecured Creditor Class” means the class comprising all Unsecured Creditors each having a Proven Claim.

“Vegherb” means Vegherb, LLC.

1.2 Interpretation etc.

For the purposes of this Proposal:

- (a) the division of this Proposal into Sections and the insertion of headings are for convenience only and do not form part of this Proposal and will not be used to interpret, define or limit the scope, extent or intent of this Proposal;
- (b) all references to amounts of money mean lawful currency of the Dominion of Canada unless otherwise expressly indicated. All Proofs of Claim submitted by Affected Creditors in any other currency will be converted to Canadian dollars at the Filing Date Exchange Rate;
- (c) unless otherwise specified, the words "hereof", "herein", "hereunder", and "hereto" refer to this Proposal in its entirety rather than to any particular portion of this Proposal;
- (d) where the context requires, a word or words importing the singular shall include the plural and vice versa and a word or words importing one gender shall include all genders;
- (e) the deeming provisions are not rebuttable and are conclusive and irrevocable;
- (f) the words "includes" and "including" are not limiting; and
- (g) the word "or" is not exclusive.

1.3 Statutory Reference

Unless otherwise specified, each reference to a statute is deemed to be a reference to that statute and to the regulations made under that statute, as amended or re-enacted from time to time.

1.4 Date for any Action

In the event that any date on which any action is required to be taken under this Proposal by any of the parties is not a Business Day, that action shall be required to be taken on the next succeeding day that is a Business Day.

ARTICLE 2 PURPOSE AND EFFECT OF THIS PROPOSAL

2.1 Purpose of this Proposal

The purpose of this Proposal is to permit the Company to settle payment of its liabilities as at the Filing Date and to compromise the indebtedness owed to Affected Creditors of the Company on a fair and equitable basis so as to enable the Company to carry on business in the ordinary course.

2.2 Trustee Under this Proposal

Subject to the provisions of the BIA, the Trustee shall act as the administrator for certain purposes connected with this Proposal, including management of the claims process, administration of the Meeting, distributions of dividends to Unsecured Creditors that are not Equity Election Creditors.

2.3 Treatment of Unaffected Creditors

Unaffected Creditors are not included under or in any way affected by this Proposal and will be paid in accordance with existing agreements between such creditors and the Company or in accordance with alternative arrangements to be negotiated concurrently with the filing and implementation of this Proposal.

2.4 Effect of this Proposal on Affected Creditors

Effect on Affected Secured Creditors and Equity Election Creditors

Upon the Conversion Date, and subject to the Company meeting its obligations to creditors under this Proposal, each Affected Secured Creditor and Equity Election Creditor shall:

- (a) release the Company from all Claims that arose before the Filing Date and that relate to the obligations of the Company prior to the Filing Date, regardless of the date of crystallization of such Claims; and
- (b) release the directors and officers of the Company from all Claims that arose before the Filing Date and that relate to the obligations of the Company prior to the Filing Date, regardless of the date of crystallization of such Claims, where the directors or officers are, by law, liable in their capacity as directors or officers.

Effect on Convenience Creditors

Upon the First Distribution Date, and subject to the Company meeting its obligations to creditors under this Proposal, each Convenience Creditor shall:

- (c) release the Company from all Claims that arose before the Filing Date and that relate to the obligations of the Company prior to the Filing Date, regardless of the date of crystallization of such Claims; and
- (d) release the directors and officers of the Company from all Claims that arose before the Filing Date and that relate to the obligations of the Company prior to the Filing Date, regardless of the date of crystallization of such Claims, where the directors or officers are, by law, liable in their capacity as directors or officers.

Effect on Unsecured Creditors that are not Election Creditors or the Key Supplier

Upon the Third Distribution Date, and subject to the Company meeting its obligations to creditors under this Proposal, each Unsecured Creditor that is not an Election Creditor or the Key Supplier shall:

- (e) release the Company from all Claims that arose before the Filing Date and that relate to the obligations of the Company prior to the Filing Date, regardless of the date of crystallization of such Claims; and
- (f) release the directors and officers of the Company from all Claims that arose before the Filing Date and that relate to the obligations of the Company prior to the Filing Date, regardless of the date of crystallization of such Claims, where the directors or officers are, by law, liable in their capacity as directors or officers.

Effect on Key Supplier

Subject to the Company meeting its obligations to creditors under this Proposal and upon the final distribution being made to the Key Supplier in accordance with this Proposal, the Key Supplier shall:

- (g) release the Company from all Claims that arose before the Filing Date and that relate to the obligations of the Company prior to the Filing Date, regardless of the date of crystallization of such Claims; and
- (h) release the directors and officers of the Company from all Claims that arose before the Filing Date and that relate to the obligations of the Company prior to the Filing Date, regardless of the date of crystallization of such Claims, where the directors or officers are, by law, liable in their capacity as directors or officers.

2.5 Funding of Payments Under this Proposal

Payments under this Proposal shall be made from the funds made available to the Company by the Funder under the Loan Agreement and from the Company's general revenue.

**ARTICLE 3
TREATMENT OF AFFECTED CREDITORS**

3.1 Treatment of Affected Secured Creditors

If the Classes vote in favour of this Proposal, then, on the Conversion Date, the Company will issue to each Affected Secured Creditor with a Proven Claim the applicable number of Common Shares based on the Affected Secured Creditor Conversion Rate, and the Company will subsequently cause the central securities register of the Company to be updated to account for the issuance and allocation of such Common Shares to the Affected Secured Creditors.

3.2 Treatment of Unsecured Creditors

Treatment of Unsecured Creditors with Proven Claims

If the Classes vote in favour of this Proposal then Unsecured Creditors with Proven Claims will be treated as follows:

(a) Convenience Creditors

Convenience Creditors with Proven Claims will be paid the full amount of their Proven Claim (as reduced, if applicable).

(b) Equity Election Creditors

Equity Election Creditors with Proven Claims will receive their entitlement of Common Shares at the Equity Election Creditor Conversion Rate.

(c) Unsecured Creditors that are not Election Creditors or the Key Supplier

Unsecured Creditors that are not Election Creditors or the Key Supplier shall receive thirty cents (\$0.30) for every dollar of their Proven Claims.

(d) Key Supplier

Subject to the Key Supplier agreeing in writing to continue to supply product to the Company on terms acceptable to the Company including with respect to terms of payment, the Key Supplier shall receive seventy cents (\$0.70) for every dollar of its Proven Claim. If the Key Supplier fails to agree to continue to supply product on terms acceptable to the Company, the Key Supplier shall be treated the same as other Unsecured Creditors under this Proposal, including with respect to election rights.

Distributions to Unsecured Creditors

If the Classes vote in favour of this Proposal:

(e) on the Conversion Date the Company will issue to each Equity Election Creditor with a Proven Claim the applicable number of Common Shares based on the Equity Election Creditor Conversion Rate, and the Company will subsequently cause the central securities register of the Company to be updated to account for the issuance and allocation of such Common Shares to the Equity Election Creditors; and

(f) distributions will be paid to the Unsecured Creditors with Proven Claims, who are not Equity Election Creditors, as follows:

(i) to the Convenience Creditors, on the First Distribution Date;

- (ii) to the Key Supplier on each of the Distribution Dates and, subject to the Key Supplier agreeing in writing to continue to supply product to the Company on acceptable terms including with respect to terms of payment, on the Final Key Supplier Distribution Date; and
- (iii) to the remaining Unsecured Creditors, *pro rata* and in equal installments on each of the Distribution Dates.

3.3 Corporate Action

On the Conversation Date (i) all corporate actions contemplated by this Proposal shall be deemed to have been authorized and approved in all respects (subject to the provisions of this Proposal) (ii) all matters provided for in this Proposal shall be deemed to have timely occurred and in accordance with all applicable laws, and (iii) the directors and officers of the Company shall be authorized and directed to issue, execute and deliver the agreements, documents, securities and instruments contemplated by this Proposal, in the name of and on behalf of the Company.

3.4 BIA Sections 91 to 101

It is a term of this Proposal that sections 91 to 101, inclusive, of the BIA shall not apply with respect to this Proposal and the Company.

ARTICLE 4 PRIORITY PAYMENTS

4.1 Trustee Fees

The Trustee Fees will be paid by the Company in accordance with the provisions of the BIA from the general revenue of the Company or from funds made available to the Company by the Funder and in priority to payment of all Proven Claims.

4.2 Payments to Priority Creditors

The Company shall make payments to Priority Creditors have Proven Claims in accordance with the provisions of the BIA.

ARTICLE 5 CONDITIONS PRECEDENT

5.1 Conditions Precedent to Implementation of this Proposal

The implementation of this Proposal by the Company is subject to the satisfaction of the following conditions precedent:

- (a) This Proposal having been approved by the Classes by the requisite percentages in relation both to numbers of the Affected Creditors voting in each of the Classes

and to dollar amounts of Proven Claims of the Affected Creditors voting in each of the Classes in accordance with the provisions of the BIA.

- (b) The Approval Order has been issued and has not been stayed.
- (c) All conditions precedent to the Loan Agreement shall have been satisfied or waived by the Funder and the Loan Agreement shall have closed in accordance with its terms such that the new credit facility thereunder has been made available to the Company.
- (d) All other actions, documents and agreements necessary to implement this Proposal shall have been effected and executed.

ARTICLE 6

DELIVERY OF NOTICES AND DISTRIBUTIONS UNDER THIS PROPOSAL

6.1 Notices and Payments to Affected Creditors

Any notices, correspondence and distributions to Affected Creditors under or in relation to this Proposal shall be delivered to the address provided by each Affected Creditor unless the Company and the Trustee are notified by an Affected Creditor in writing of an alternative address for delivery.

6.2 Undeliverable Distributions

If any distribution to an Unsecured Creditor under this Proposal is returned to the Trustee as undeliverable, no further distributions to that Unsecured Creditor shall be made unless and until the Trustee is notified by such Unsecured Creditor, in writing, of their current address, at which time all missed distributions shall be delivered to such Unsecured Creditor without interest. Undeliverable distributions shall be retained by the Trustee until they are claimed or until the Completion Date, after which they shall revert to the Company free of any restrictions or claims thereon.

6.3 Withholding Taxes and Superintendent's Levy

All distributions made by the Trustee pursuant to this Proposal shall be made net of all applicable levies in accordance with the BIA and regulations thereto, including the levy imposed by the Superintendent of Bankruptcy under the BIA.

Notwithstanding any other provision of this Proposal, each Affected Creditor with a Proven Claim that is to receive a distribution pursuant to this Proposal shall have the sole and exclusive responsibility for the satisfaction and payment of any taxes or tax obligations imposed by any governmental entity (including income, withholding and other tax obligations on account of such distribution).

**ARTICLE 7
MEETING OF AFFECTED CREDITORS**

7.1 Meeting

There will be one Meeting for all Affected Creditors to consider and vote on this Proposal which will be held on January 8, 2015 at 2:00 PM (PT) at the office of the Trustee which is located at 2800 - 1055 Dunsmuir Street, Vancouver, British Columbia.

The Meeting shall be conducted in accordance with Division 1 – General Scheme for Proposals of the BIA.

7.2 Participation in Meeting

In order to be eligible to vote at the Meeting an Affected Creditor must have delivered to the Trustee prior to the commencement of the Meeting a Proof of Claim which has not been disallowed by the Trustee.

The procedure dealing with the disallowance of Proofs of Claim will be as set out in section 135 of the BIA.

7.3 Inspectors

At the Meeting, the Affected Creditors may appoint one or more, but not exceeding five, inspectors (the “**Inspectors**”). The Inspectors shall have only the following powers:

- (a) the power to extend the dates of payments provided for under this Proposal;
- (b) the power to waive any default in the performance of any provision of this Proposal;
- (c) the power to approve interim and final statements of receipts and disbursements of the Trustee, including the power to approve proposed dividends and reasonable fees and disbursements of the Trustee;
- (d) the power to advise the Trustee in respect of such matters as may be referred to the Inspectors by the Trustee; and
- (e) the power to advise the Trustee concerning any dispute that may arise to the validity of a Proof of Claim filed by a Claimant.

In the event Affected Creditors do not elect to appoint Inspectors under this Proposal, the Trustee shall be entitled to be paid by the Company for services rendered by it pursuant and in relation to this Proposal.

The Trustee and the Inspectors, should any be appointed, shall be exempt from all personal liability for any wrongful act, default or neglect (other than fraud, wilful misconduct or gross

negligence) in fulfilling any duties or exercising any powers conferred upon them by this Proposal, the BIA or generally in carrying out of the terms of this Proposal.

7.4 Voting

This Proposal is to be voted on by the Classes at the Meeting.

For the purposes of voting as a member of the Affected Secured Creditor Class, each Affected Secured Creditor shall have one vote for the purposes of determining a majority in number and each Affected Secured Creditor shall be entitled to one vote for each \$1.00 of its Proven Claim for the purposes of determining a majority in value.

For the purpose of voting as a member of the Unsecured Creditor Class, each Unsecured Creditor, who is not an Election Creditor, shall have one vote for the purposes of determining a majority in number and each Unsecured Creditor shall be entitled to one vote for each \$1.00 of its Proven Claim for the purposes of determining a majority in value.

All Election Creditors will be deemed to have voted in favour of this Proposal. Any proxy filed by or on behalf of any such creditors shall be of no force and effect, and no such creditors shall be entitled to vote at the Meeting.

7.5 Proxies and Voting Letters

Affected Creditors that are not Election Creditors will be entitled to vote at the Meeting by proxy or voting letter. The particulars with respect to voting by proxy or voting letter will be detailed in the Proof of Claim package and will be binding upon all Affected Creditors.

ARTICLE 8 AMENDMENTS AND MODIFICATIONS

8.1 Amendment of Proposal

The Company reserves the right, with the consent of the Trustee, to amend this Proposal at any time prior to the Meeting, and after the Meeting to amend any approved Proposal and re-submit it to Affected Creditors, or to either of the Classes, and an amended Proposal may be amended among the Company and the Classes at any meeting of the Classes.

8.2 Modification of Proposal

After the Meeting, this Proposal may be modified from time to time:

- (a) if the amendment is considered by the Trustee and the Inspectors to be non-substantive in nature, with the approval of the Trustee and the majority of the Inspectors;
- (b) upon a vote conducted by the Trustee at a further meeting of the Classes and upon the Court granting the Approval Order; and

- (c) by the Court at any time on application of the Company or the Trustee and upon notice to those determined by the Company to be directly affected by the proposed modification, whether an Affected Creditor or not.

8.3 Waivers

Any provision of this Proposal may be waived with the consent of the Trustee, by the Class affected by the provision, or by an Affected Creditor affected by the provision.

ARTICLE 9 APPLICATION FOR APPROVAL ORDER

9.1 Application for Approval Order

Upon the conclusion of the Meeting the Trustee will forthwith apply to the Court for the Approval Order if this Proposal has been approved by the Classes by the requisite percentages in relation both to numbers of Affected Creditors to dollar amounts of Proven Claims.

9.2 Stay of Proceedings

The stay of proceedings provided for in section 69.1(1) of the BIA shall continue in full force and effect from the Filing Date until the Completion Date or, if the Company becomes bankrupt, the date of bankruptcy.

ARTICLE 10 GENERAL

10.1 Further Actions

The Company will execute and deliver all such documents and instruments and do all such acts and things as may be necessary or desirable to carry out the full intent and meaning of this Proposal to give effect to the transactions contemplated hereby.

10.2 Notices to Company or Trustee

All notices, Proofs of Claim, and other correspondence relating to this Proposal and to be delivered to the Company or the Trustee shall be in writing and shall be delivered either personally, by email, by telecopy, by regular mail, by registered mail or by certified mail, return receipt requested, at the following address:

c/o Deloitte Restructuring Inc.
Trustee under the proposal of
Contech Enterprises Inc.
2800 – 1055 Dunsmuir Street,
Vancouver, BC V7X 1P4

Attention: Rayne Boutcher
Telephone: 604-539-3657
Facsimile: 604-534-7429
Email: rboutcher@deloitte.ca

10.3 Successors and Assigns

This Proposal is binding upon the Company, the Affected Creditors and their respective heirs, executors, administrators, successors and assigns.


10.4 Date and Reference

This Proposal may be referred to as being the Proposal of the Company dated for reference the 23rd day of December 2014.

DATED at the City of Vancouver, Province of British Columbia this 23rd day of December 2014

CONTECH ENTERPRISES INC.

Per: _____



Authorized Signatory

SCHEDULE "A"
UNAFFECTED CREDITORS

Business Development Bank of Canada

First West Credit Union

HSBC Bank Canada

Dell Financial Services Canada Limited

K'(Prime) Technologies Inc.

Roynat Inc.

Wells Fargo Equipment Finance Company

Perth Andover Capital Lease

APPENDIX B
CERTIFICATE OF FILING OF A PROPOSAL



Industry Canada
Office of the Superintendent
of Bankruptcy Canada

Industrie Canada
Bureau du surintendant
des faillites Canada

District of British Columbia
 Division No. 02 - Victoria
 Court No. 11-1946231
 Estate No. 11-1946231

In the Matter of the Proposal of:

Contech Enterprises Inc.
 Debtor

DELOITTE RESTRUCTURING INC/RESTRUCTURATION
DELOITTE INC
 Trustee

Date of Proposal:	December 23, 2014	Security:	\$
Meeting of Creditors:	January 08, 2015, 14:00 2800 - 1055 Dunsmuir Street Vancouver, British Columbia Canada,		
Chair:	Trustee		

CERTIFICATE OF FILING OF A PROPOSAL - Section 62

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

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

The aforementioned trustee is required:

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

Date: December 23, 2014, 17:18

E-File/Dépôt Electronique

Official Receiver

300 Georgia Street W, Suite 2000, Vancouver, British Columbia, Canada, V6B6E1, (877)376-9902

Canada

APPENDIX C
CASH FLOW STATEMENT
FOR THE PERIOD OF DECEMBER 19, 2014 TO MARCH 19, 2015


Contech Enterprises Inc.
Weekly Cash Flow Forecast
December 19, 2014 to March 19, 2015

CDN \$'000	Week 1 Forecast 19-Dec-14	Week 2 Forecast 26-Dec-14	Week 3 Forecast 02-Jan-15	Week 4 Forecast 09-Jan-15	Week 5 Forecast 16-Jan-15	Week 6 Forecast 23-Jan-15	Week 7 Forecast 30-Jan-15	Week 8 Forecast 06-Feb-15	Week 9 Forecast 13-Feb-15	Week 10 Forecast 20-Feb-15	Week 11 Forecast 27-Feb-15	Week 12 Forecast 05-Mar-15	Week 13 Forecast 13-Mar-15
Opening cash	(1,222)	(1,143)	(1,187)	(1,167)	(1,203)	(1,249)	(1,219)	(1,164)	(1,129)	(1,336)	(1,198)	(1,277)	(1,332)
Receipts	115	205	187	132	173	233	198	198	199	186	283	283	283
SRED refund received	-	-	-	-	-	-	-	-	-	234	-	-	-
Total Receipts	115	205	187	132	173	233	198	198	198	432	283	283	283
Disbursements	(25)	(158)	-	(158)	-	(158)	-	(158)	-	(158)	-	(158)	-
Payroll	(4)	(4)	-	(4)	-	(4)	-	(4)	-	(4)	-	(4)	-
Payroll benefits	(14)	(25)	(13)	(13)	(25)	(13)	(25)	(13)	(25)	(87)	(195)	(171)	(227)
Rent	-	(77)	(13)	(13)	(9)	(9)	(5)	(2)	(100)	(38)	(129)	(6)	(10)
New purchase orders	-	(10)	(13)	(1)	(0)	(1)	(2)	(2)	(1)	(1)	(2)	(2)	(1)
Insurance	-	(5)	(7)	(5)	(4)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)
Bank charges and interest	-	(13)	(7)	(7)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)
Leases	-	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)
Recruiting vendor services	-	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)	(5)
Trustee and Legal Fees	-	(2)	(2)	(2)	(2)	(2)	(2)	(2)	(2)	(2)	(2)	(2)	(2)
Sale and property taxes	-	(26)	-	-	-	-	-	-	-	(17)	-	-	-
Contractor fees	(36)	(248)	(167)	(168)	(219)	(201)	(144)	(162)	(408)	(294)	(362)	(337)	(318)
Total Disbursements	79	(43)	20	(36)	(46)	31	54	36	(208)	138	(79)	(65)	(36)
Net change in cash	1,417	1,417	1,417	1,417	1,417	1,417	1,417	1,417	1,417	1,417	1,417	1,417	1,417
Line of Credit Limit	274	230	250	214	166	199	253	289	81	219	140	85	50
Availability	1,417	1,417	1,417	1,417	1,417	1,417	1,417	1,417	1,417	1,417	1,417	1,417	1,417

Assumptions

- 1) All post-filing obligations incurred after December 23, 2014 will be paid in the normal course.
- 2) All employee payroll obligations and benefits including source withholdings will be remitted and paid in full in the normal course.
- 3) Company will keep employee expense reimbursements current for all post-filing expenses.
- 4) Amounts included in the cash flow are shown in CDN equivalent. USD transactions are assumed to be at an exchange rate of USD 1:CDN 1.1639
- 5) Forecast includes payments to Contech US to ensure that payroll, rent, and other operating expenses are maintained which are critical to the Company's ongoing viability.
- 6) 2014 SRED claim in the amount of \$234,000 (estimate) will be refunded by February 27, 2015, based on January 9, 2015 filing date
- 7) Recurring vendor services are those critical non-inventory, non-employee expenses required to keep the business operational (freight, supplies, 3rd party logistics, etc.)
- 8) Rent will continue to be paid at all of the Company's locations. The locations are as follows: Victoria, BC (head office), Delta, BC (Industrial division), Perth-Andover, NB (Canadian distribution centre), Grand Rapids, MI (US distribution centre and manufacturing facility), Vista, CA (satellite sales office). In March, 2015, the Delta facility lease will be reduced as operations will be consolidated from two buildings to one building.
- 9) Financing is expected to be completed by January 30, 2015
- 10) Assumes that operating line of credit advanced by HSBC will continue to be available during the Proposal period at \$1.417 million.


Contech Enterprises Inc.


Deloitte Restructuring Inc. - Trustee

Dated: December 23, 2014

APPENDIX D
TRUSTEE'S REPORT TO CREDITORS

District of British Columbia

Division No. 02 - Victoria

Court No.

Estate No.

IN THE SUPREME COURT OF BRITISH COLUMBIA

**IN THE MATTER OF THE PROPOSAL OF
CONTECH ENTERPRISES INC.**

TRUSTEE'S REPORT TO CREDITORS

December 23, 2014

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- B. SUMMARY OF HISTORICAL FINANCIAL PERFORMANCE OF THE COMPANY FROM FISCAL YEAR END AUGUST 31, 2011 TO AUGUST 31, 2013
- C. CASH FLOW FORECAST FOR THE PERIOD ENDED MARCH 19, 2015
- D. STATEMENT OF ESTIMATED REALIZATIONS IN THE EVENT OF A BANKRUPTCY

1. INTRODUCTION

Contech Enterprises Inc. (“**Contech**” or the “**Company**”) filed a proposal to its creditors (“**Proposal**”) under Part III, Division I of the *Bankruptcy and Insolvency Act* (“**BIA**”) with Deloitte Restructuring Inc. (“**Deloitte**” or “**Trustee**”) on December 23, 2014. The Proposal was also filed with the Office of the Superintendent of Bankruptcy on December 23, 2014.

The purpose of this report (“**Report**”) is to:

- (i) Provide background information concerning the Company, its financial situation and the cause of the Company’s financial difficulties;
- (ii) Outline the key terms of the Proposal;
- (iii) Provide a comparative analysis on the amounts available for distribution to Affected Creditors under the Proposal and in a bankruptcy or liquidation scenario;
- (iv) Assist the Affected Creditors in evaluating the Proposal; and
- (v) Provide a recommendation to creditors on whether to approve the Proposal.

A copy of the Proposal is enclosed with this Report. Capitalized terms used in this Report and not otherwise defined have the defined meanings as set forth in the Proposal.

2. TERMS OF REFERENCE

In preparing this Report we have relied upon financial information of the Company, financial projections prepared by management (“**Management**”) and discussions with Management and its legal advisors.

The financial information of the Company has not been audited, reviewed or otherwise verified by us as to its accuracy or completeness, nor has it necessarily been prepared in accordance with generally accepted accounting principles. Additionally, none of our procedures were intended to disclose defalcations or other irregularities. Were we to perform additional procedures or to undertake an audit examination of the financial statements in accordance with generally accepted auditing standards, additional matters may have come to our attention. Accordingly, we do not

express an opinion or provide any other form of assurance on the financial or other information presented herein. We may refine or alter our observations as further information is obtained or brought to our attention after the date of this Report.

The financial projections attached to this Report were prepared by Management (except where noted). Although we have reviewed the assumptions underlying the projections for reasonableness, financial projections, by their nature, are dependent upon future events, which are not susceptible to verification. Actual results will vary from the information presented and the variations may be material.

We assume no responsibility or liability for any loss or damage occasioned by any party as a result of the circulation, publication, reproduction or use of this Report. Any use which any party makes of this Report, or any reliance or decisions to be made based on this Report is the sole responsibility of such party.

All currency amounts referenced in this Report are expressed in Canadian dollars, unless otherwise specified.

3. BACKGROUND

Contech was founded in 1987 and designs, manufactures and markets environmentally-friendly products for the pet and garden industries. The Company has approximately 30 employees in Canada. The head office of the Company is located at 115-19 Dallas Road, Victoria, British Columbia. The Company has production facilities, distribution centres and sales offices located in Delta, British Columbia; Perth-Andover, New Brunswick; Grand Rapids, Michigan, and Vista, California. The latter two locations are leased through the Company's wholly owned US subsidiary, Contech (U.S.) Inc. ("**Contech US**"). A copy of Contech's corporate structure is attached hereto as **Appendix A**.

Contech US acts as a contract agent for the Company and manufactures, ships and receives product in Grand Rapids, Michigan. Contech US has 35 employees, all residing in the United States. Contech US is not subject to these proceedings.

The Company has grown rapidly through acquisitions over the past several years as outlined below:

- ENB Science LLC (“ENB”)
 - The Company acquired the operating assets of ENB in January 2014 for \$125,000 subject to an earn-out over a five year period based on future sales of ENB product.
 - ENB manufactures pet nutritional supplements under patented technology.
- VegHerb LLC dba Scenery Solutions, Inc. and Frame-It-All (“FIA”)
 - The Company acquired the operating assets of FIA in February 2013 for approximately \$4.1 million paid in a combination of cash, shares and vendor financing.
 - FIA manufactures raised garden beds and sandboxes made of eco-friendly, durable composite timbers made of plastic and natural fibres.
- Christmas Mountains Mfg. Inc. (“CMMI”)
 - The Company acquired the operating assets of CMMI in September 2011 for approximately \$2.1 million paid in a combination of cash, shares and vendor financing.
 - CMMI manufactures a variety of Christmas products including tree stands.
- Pacific Sprinklers Ltd. (“Pacific”)
 - The Company acquired the intellectual property and inventory of Pacific in November 2011 for approximately \$330,000 paid in a combination of cash, shares and vendor financing.
- G&B Marketing Inc. (“G&B”)

- o The Company acquired the assets of G&B in June 2011 for approximately \$338,000 paid in a combination of cash, future based revenues and shares.
- o G&B products include "ProCollar" and "ProCone" pet products.
- o Contech US employs the key employees of the original G&B sales team in Vista, California.
- That Marketing Ltd. ("**TML**")
 - o The Company acquired the shares of TML in April 2009 for approximately \$400,000 paid in a combination of cash and vendor financing.
 - o TML was in the business of selling insect deterrents.
- The Tanglefoot Company ("**Tanglefoot**")
 - o The Company acquired the assets of Tanglefoot in October 2009 for approximately \$972,000 paid in a combination of cash and vendor financing.
 - o Tanglefoot products include a pest management line of insect traps, tree care and animal repellents.
 - o The manufacturing and distribution facilities of Tanglefoot are located in Grand Rapids, Michigan.
- Phero Tech International Inc. ("**Phero Tech**")
 - o The Company completed a share exchange with Phero Tech in May 2008 and in November 2008 pursuant to which the Company and Phero Tech amalgamated as one company.
 - o Phero Tech was founded in 1980 and developed and marketed high-technology, non-toxic pest management and pheromone-based products for home and garden, forestry, agriculture and other commercial applications.

4. CAUSES OF FINANCIAL DIFFICULTY

Through the course of the Company's various acquisitions, Contech has faced significant challenges to its traditional business model moving from a distribution model to also include direct-to-consumer sales. The Company also took on additional debt to finance the asset and share acquisitions, as detailed above in this Report, which it then struggled to service. Ultimately, the changes to its business model, operational and integration challenges, the highly seasonal nature of the business, debt-servicing challenges and unsuccessful attempts at refinancing and recapitalization have resulted in continued operating losses of over \$4.5 million over the last three fiscal years in the Company's Canadian operations. A summary of the historical financial performance of the Company from fiscal 2011 to 2013 is attached hereto as **Appendix B**.

The Company unsuccessfully attempted to refinance the business during 2014 with several institutional lenders, including asset-based lenders and other speciality financiers. As a result, the Company can no longer continue viable operations absent a formal restructuring.

The Company's Statement of Affairs shows approximately \$10.1 million in secured liabilities and \$4.5 million in unsecured liabilities outstanding at the time of the filing of the Proposal.

5. ESTIMATED FINANCIAL POSITION AND ASSETS

The total assets and liabilities of the Company as reported in its Statement of Affairs dated December 23, 2014 are:

Assets	\$2,369,000
Liabilities	\$14,586,447

As disclosed in its Statement of Affairs, the Company's assets consist of accounts receivable and inventory, as well as patents, trademarks, computer software and intellectual property purchased in prior acquisitions. The Company also holds a 100% interest in Contech US. For the purposes of the Statement of Affairs, Management has estimated that the Company's investment in Contech US has no realizable value.

The Company pays its operational costs from a secured revolving line of credit with HSBC Bank Canada. The current principal draw-limit on the credit facility is \$1,417,000. As at the date its Statement of Affairs was prepared, the Company had drawn approximately \$1,222,000 on its line of credit. The Company has no cash or cash equivalents.

Management has prepared a cash flow forecast for the period December 19, 2014 through March 19, 2015, a copy of which is attached hereto as **Appendix C**. As reflected in the cash flow projection, the Company is expected to draw approximately \$145,000 more by the end of that period. The projected expenses incurred during the period include general operating costs, rent and payroll.

The Company has provided to the Trustee a copy of a term sheet dated December 22, 2014 executed by the Company and the Funder setting out the material terms of the anticipated funding of the proposal process. The Trustee views this as a significant milestone in the refinancing process of the Company and is consistent with the Company's ongoing efforts to develop a viable proposal to its Affected Creditors.

6. SUMMARY OF PROPOSAL

Purpose of the Proposal

The purpose of the Proposal is to permit the Company to facilitate a refinancing that will enable the Company to settle payment of its liabilities and to compromise the indebtedness owed to Affected Creditors on a fair and equitable basis so as to enable the Company to carry on business in the ordinary course.

Treatment of creditors under the Proposal

The Affected Creditors are divided into two Classes under the Proposal, being the Affected Secured Creditor Class and the Unsecured Creditor Class.

Affected Secured Creditor Class

The Affected Secured Creditor Class includes all secured creditors of the Company that have a Security Interest in the Company's assets which ranks in priority subordinate to FWCU's

Security Interest in the Company's assets. This includes the Secured Debenture Holders and Vegherb. It does not include FWCU or any of the Company's secured creditors whose claims rank in priority to that of FWCU, including HSBC Bank Canada, Business Development Bank of Canada and the Equipment Lenders.

Under the Proposal, each Affected Secured Creditor will receive one Common Share of the Company for every eight cents (\$0.08) of their Proven Claim. The Common Shares will be issued to the Affected Secured Creditors on the Conversion Date, which is to be within two weeks of the Effective Date (when all conditions precedent to the Proposal are satisfied).

Unsecured Creditor Class

The Unsecured Creditor Class comprises all creditors of the Company that do not have a Security Interest in the Company's assets as at the Filing Date. Depending on the amount of an Unsecured Creditor's Claim, certain elections are available to the Unsecured Creditors regarding how they will be treated and under the Proposal in terms of recovery.

Under the Proposal, Unsecured Creditors will be treated as follows:

- Unsecured Creditors with a Proven Claim of \$1,500 or less, or who elect on their Proof of Claim to reduce their Proven Claim to \$1,500 for distribution purposes (all such Unsecured Creditors are referred to as "**Convenience Creditors**"), will receive the full amount of their Proven Claim (as reduced, if applicable) on the First Distribution Date. Convenience Creditors are deemed to vote the full amount of their Proven Claim in favour of the Proposal.
- Unsecured Creditors with a Proven Claim greater than or equal to \$30,000 may elect on their Proof of Claim to receive Common Shares of the Company at the rate of one Common Share for every 12 cents (\$0.12) of their Proven Claim (those making this election are referred to as "**Equity Election Creditors**"). The Common Shares will be issued to the Equity Election Creditors on the Conversion Date. Equity Election Creditors are deemed to vote their Proven Claim in favour of the Proposal

- Unsecured Creditors that are not Convenience Creditors, Equity Election Creditors or the Key Supplier will receive 30 cents (\$0.30) for every dollar of their Proven Claim. Distributions will be paid to these Unsecured Creditors *pro rata* and in equal installments on each of the three Distribution Dates, the first being no more than 10 days after the Effective Date, the second being no more than 90 days after the Effective Date and the third being no more than 180 days after the Effective Date.
- For clarity, any Unsecured Creditor with a Claim exceeding \$1,500, who does not elect to reduce its claim to \$1,500 for distribution purposes or elect to receive Common Shares (if eligible) shall receive 30 cents (\$0.30) for every dollar of its Proven Claim on the Distribution Dates.
- The Key Supplier will receive 70 cents (\$0.70) for every dollar of its Proven Claim provided it first agrees with the Company, in writing, to continue to supply product to the Company on terms acceptable to the Company, including with respect to terms of payment. Distributions to the Key Supplier will be made on the three Distribution Dates and on the Final Key Supplier Distribution Date which shall be no later than 365 days after the Effective Date. If the Key Supplier fails to agree to continue to supply product to the Company on terms acceptable to the Company, the Key Supplier will be treated the same as other Unsecured Creditors under the Proposal and will have the option of receiving 30 cents (\$0.30) for every dollar of its Proven Claim on the Distribution Dates or electing to become a Convenience Creditor or an Equity Election Creditor.
- All distributions made by the Trustee pursuant to this Proposal shall be made net of all applicable levies in accordance with the BIA and regulations thereto, including the levy imposed by the Superintendent of Bankruptcy under the BIA.

The Trustee recognizes that under the Proposal certain Unsecured Creditors, being the Key Supplier, may recover a greater portion of its Proven Claim than those Unsecured Creditors who are not Convenience Creditors or Equity Election Creditors. As noted, the additional recovery for the Key Supplier is conditional upon it agreeing in writing to continue to supply product to the Company on terms acceptable to the Company, including with respect to terms of payment.

In the Trustee's view the additional recovery for the Key Supplier on the proposed condition is necessary and fair. The Key Supplier includes, together, Meixin Manufacturing Co. Ltd. ("Meixin") and its primary lender DBS Bank Ltd. ("DBS"). Meixin is a critical supplier to the Company as the product supplied by Meixin makes up approximately \$4.5 million or 25% of the Company's total annual sales. DBS has taken an assignment of a significant portion of the amount owing by the Company to Meixin. The Company requires Meixin's ongoing support and, more specifically, its agreement to continue to supply product to the Company in order for the Company to continue in business, which will, in turn, enable it to meet its obligations to all Affected Creditors under the Proposal. If Meixin is unwilling to continue to supply product to the Company, the likely result is that the Company would be unable to carry on business and none of the Affected Creditors, including the Unsecured Creditors, would recover any part of their Claims.

Unaffected Creditors

Unaffected Creditors include FWCU and any of the Company's secured creditors that have a Security Interest ranking in priority to the Security Interest of FWCU, including HSBC Bank Canada, Business Development Bank of Canada and the Equipment Lenders. The Unaffected Creditors are not included or in any way affected by the Proposal and will be paid in accordance with existing agreements between such creditors and the Company or in accordance with alternative arrangements to be negotiated concurrently with the filing and implementation of the Proposal.

Funding of the Proposal

As noted above, the purpose of the Proposal, in part, is to facilitate a refinancing by the Funder pursuant to which the Funder will make up to USD \$6 million available to the Company under a new revolving credit facility. Payments under the Proposal shall be made from funds made available to the Company by the Funder and from the Company's general revenue.

Implementation of the Proposal

The implementation of the Proposal is subject to the following conditions being satisfied:

- The Proposal is approved by the Classes in both a majority in number of the voting Affected Creditors and two-thirds in the value of the voting Affected Creditors' Proven Claims. For clarity, for the Proposal to be approved in each of the Classes, at least 51% of the Affected Creditors holding no less than two-thirds in value of the Proven Claims being voted must vote to approve the Proposal. All Convenience Creditors and Equity Election Creditors are deemed to vote the full amount of their Proven Claims in favour of the Proposal.
- The Approval Order is issued and is not stayed.
- All conditions precedent in the Loan Agreement are satisfied and the Loan Agreement has closed such that the new credit facility thereunder has been made available to the Company.
- All other actions, documents and agreements necessary to implement the Proposal are effected and executed.

7. FINANCIAL INFORMATION TO EVALUATE THE PROPOSAL

A Statement of Estimated Realizations comparing the estimated outcome for Affected Creditors in the event of a Bankruptcy scenario is enclosed as **Appendix D**.

Recovery for Affected Creditors under the Proposal

If the Proposal is accepted by the Affected Creditors:

- All Convenience Creditors will receive the full amount of their Proven Claim (as reduced, if applicable).
- All Equity Election Creditors will receive Common Shares of the Company at the rate of one Common Share for each 12 cents (\$0.12) of their Proven Claim.
- All Unsecured Creditors who are not Convenience Creditors, Equity Election Creditors or the Key Supplier will receive 30 cents (\$0.30) for each dollar of their Proven Claim.

- The Key Supplier will receive 70 cents (\$0.70) for each dollar of its Proven Claim if it first agrees with the Company, in writing, to continue to supply product to the Company on terms acceptable to the Company, including with respect to terms of payment.
- All Affected Secured Creditors will receive Common Shares of the Company at the rate of one Common Share for each eight cents (\$0.08) of their Proven Claim.

Neither the Company nor the Trustee has valued the Common Shares of Contech for the purposes of calculating an estimated realization for the Affected Secured Creditors and the Equity Election Creditors. Depending how many qualified Unsecured Creditors elect to become Equity Election Creditors, upon the Conversion Date, the Affected Secured Creditors and the Equity Election Creditors will receive between 30% and 40% of the Common Shares of the Company on a fully-diluted basis.

Recovery for Affected Creditors in a bankruptcy or liquidation scenario

The only likely alternative to the Proposal is the bankruptcy of the Company and the liquidation of its assets. Should that occur, it is anticipated that there would be no recovery available for the Affected Creditors.

In a bankruptcy or liquidation scenario the ability of a bankruptcy trustee to realize any significant proceeds from the sale of the Company's inventory, collection of accounts receivable, and sale of any other realizable assets will be significantly restricted. Moreover, any proceeds generated by the sale of the Company's assets would first be paid to the Company's secured creditors in order of priority.

After taking into account the costs of realization, the estimated amount available for distribution to the Company's creditors in a bankruptcy or liquidation scenario is approximately \$1,449,000 to \$2,369,000. Accordingly, it is not expected that any creditor of the Company ranking in priority subsequent to FWCU (which includes all of the Affected Creditors) would recover anything in a bankruptcy or liquidation scenario.

The Trustee is of the view that the return to Affected Creditors under the Proposal will significantly exceed any return they could hope to obtain in a bankruptcy or liquidation scenario.

8. CONDUCT OF THE COMPANY

Prior to the filing of the Proposal the Trustee has undertaken a limited financial review of the Company's operations and has had discussions with Management regarding financial matters. The Trustee has not undertaken any examinations to identify preference transactions, settlements or other reviewable transactions. The Proposal filed by the Company specifically waives the applicability of Sections 91 to 101 of the BIA.

9. PREVIOUS BUSINESS DEALINGS WITH THE COMPANY

Deloitte Restructuring Inc. has had no previous business dealings with the Company and has no known conflict of interest.

10. REMUNERATION OF THE TRUSTEE

The Trustee estimates that its fees will amount to approximately \$60,000-\$90,000 depending on the number and complexity of the creditor claims received in the Proposal and the timely progression of the Proposal process. A \$60,000 retainer was paid by the Company to the Trustee prior to filing of the Proposal. The Trustee's fees and disbursements will be paid from the retainer and funds available in the Proposal based on the time and expenses incurred, subject to taxation by the Court. The Proposal contemplates that the Trustee will be authorized to draw fees as they are incurred subject to taxation by the Court upon the completion of the administration of the estate.

11. TIMING AND PROCESS

A formal meeting (the "**Meeting**") of Affected Creditors to consider and vote on the acceptance or rejection of the Proposal is scheduled for 2:00 p.m. PT on January 8, 2015 at the office of the Trustee which is located at 2800 - 1055 Dunsmuir Street, Vancouver, British Columbia.

At the Meeting the Affected Secured Creditor Class and the Unsecured Creditor Class will vote separately on the Proposal. The Proposal must be accepted by each of the Classes in both a majority in number of the voting creditors and two-thirds of the value of voting creditors' claims. Affected Creditors can vote at the Meeting in person or by proxy or otherwise voting by voting letter.

All Convenience Creditors and all Equity Election Creditors will be deemed to have voted in favour of the Proposal and are not entitled to vote at the Meeting.

Upon approval of the Proposal by the creditors, an application will be made to Court for an order approving the Proposal. The Court will set a date to hear the application and notice of the Court hearing will then be sent to every Affected Creditor with a Proven Claim. Given the Company's urgent need for funding so that it can place orders with its suppliers for product needed for the upcoming season, the Loan Agreement requires that it close before January 31, 2015. As a result, if the Proposal is approved by the Affected Creditors, the Company plans to bring its application for the Approval on short notice, to be heard on or around January 16, 2015.

Following Court approval of the Proposal all funds and Common Shares to be distributed and issued to Affected Creditors will be paid and issued in accordance with the Proposal.

If the Affected Creditors do not vote in favour of the Proposal by the required majorities, the Company will automatically be deemed to have made an assignment in bankruptcy. In such a scenario the creditors may elect to retain the Trustee to administer the estate or may substitute an alternate trustee in bankruptcy.

12. VOTING ON THE PROPOSAL

It is required that all Affected Creditors who wish to vote on the Proposal must, prior to the commencement of the Meeting, submit to the Trustee a completed Proof of Claim with a statement of account supporting the Claim. Those Affected Creditors who do not plan to attend the Meeting in person, or to be represented by proxy at the Meeting, may register their vote on the Proposal by use of the enclosed voting letter. Note that creditors voting by voting letter must also submit a completed Proof of Claim form with a statement of account attached.

In order for a vote and/or proxy to be valid, a Proof of Claim must be submitted to the Trustee before the scheduled Meeting of creditors. Electronic submission is acceptable. You can forward the above documents to the attention of Rayne Boutcher at Deloitte Restructuring Inc. (fax: (604) 534-7429 or rboutcher@deloitte.ca). It is not necessary to mail original copies to the Trustee.

If accepted and approved by the Court, the Proposal becomes binding on all Affected Creditors, whether they voted for or against the Proposal.

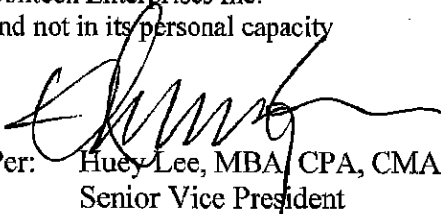
13. TRUSTEE'S RECOMMENDATION

It is the Trustee's opinion that the Proposal is in the best interests of the Affected Creditors since it provides for a return to the Affected Creditors that significantly exceeds any recovery in a bankruptcy or liquidation scenario and it enables the Company to carry on business. The Trustee therefore recommends that the Affected Creditors vote to approve the Company's Proposal. The Trustee intends to vote any proxies naming the Trustee in favor of the Proposal.

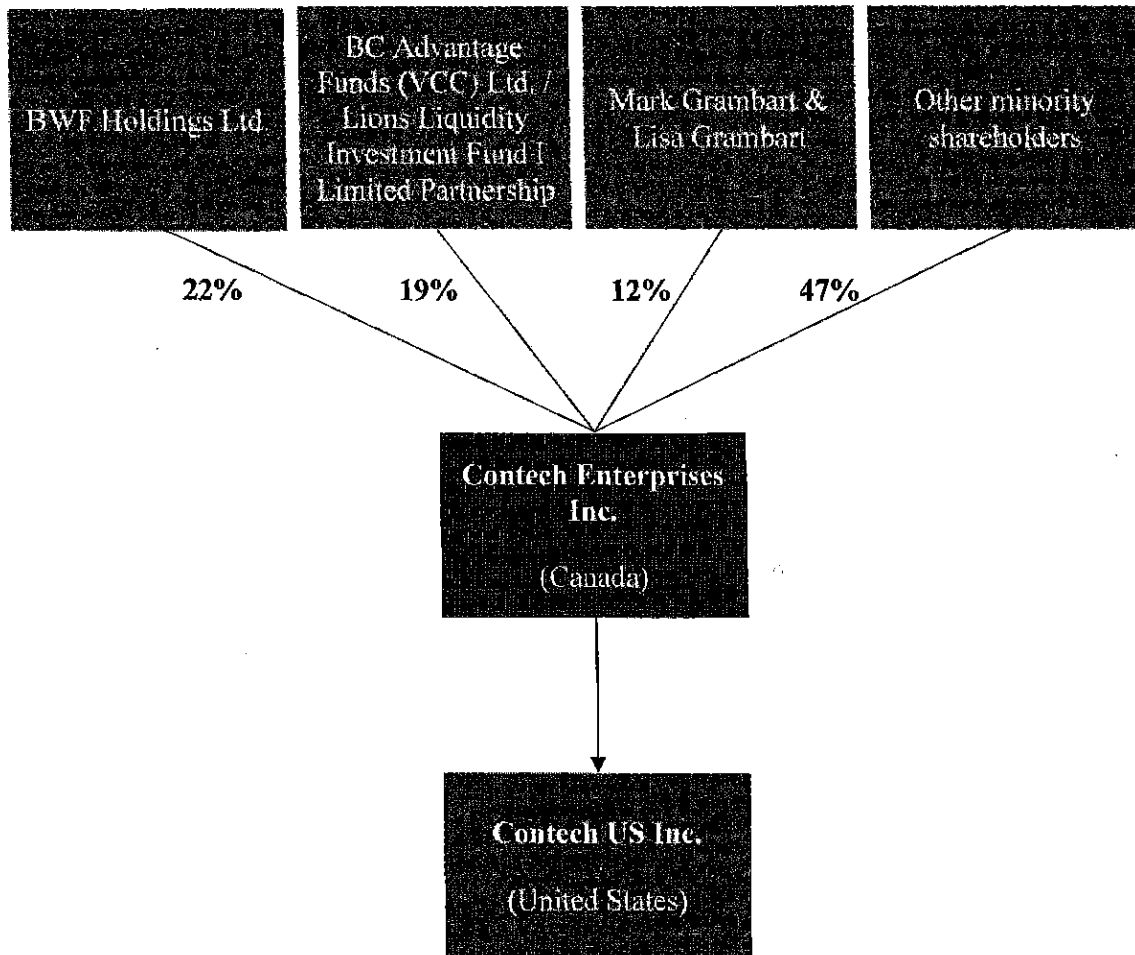
DATED AT the City of Vancouver, in the Province of British Columbia, this 23rd day of December, 2014.

DELOITTE RESTRUCTURING INC.

In its capacity as the Trustee under the Proposal of
Contech Enterprises Inc.
and not in its personal capacity


Per: Huey Lee, MBA, CPA, CMA, CIRP
Senior Vice President

APPENDIX A
CONTECH ENTERPRISES INC. CORPORATE CHART



Source: Company Information

Note: Shareholdings shown represent undiluted amounts as at December 23, 2014

APPENDIX B
SUMMARY OF HISTORICAL FINANCIAL PERFORMANCE OF THE COMPANY
FROM FISCAL YEAR END AUGUST 31, 2011 TO AUGUST 31, 2013

CONTECH ENTERPRISES INC.
Income Statement

Unaudited (FYE) CDNS '000	31-Aug 2011	31-Aug 2012	31-Aug 2013
Sales	8,398	12,648	17,065
Other Revenue	606	444	36
Cost of Sales	<u>(5,358)</u>	<u>(8,627)</u>	<u>(12,721)</u>
Gross Profit	3,645	4,465	4,380
Operating expenses			
Advertising, promotions and public relations	(378)	(618)	(870)
Amortization	(710)	(714)	(1,105)
Bank Charges & Interest	(66)	(432)	(476)
Commissions	(226)	(507)	(300)
Foreign Exchange (losses) gains	11	(59)	(161)
Insurance	(118)	(160)	(199)
Information Technology	(119)	(136)	(246)
Licenses and Dues	(82)	(53)	(116)
Office and Supplies	(73)	(63)	(70)
Professional Fees	(330)	(539)	(533)
Rent and Property Taxes	(200)	(194)	(220)
Repairs and Maintenance	(9)	(10)	(10)
Salaries and Benefits	(2,065)	(1,389)	(1,915)
Telephone and Utilities	(109)	(103)	(81)
Meals and Entertainment	(38)	(25)	(44)
Interest on long-term debt	(239)	(137)	(317)
Travel	(197)	(176)	(152)
Other Expenses	(5)	(2)	(54)
Bad Debts	(12)	(9)	(2)
Research and Development	-	-	-
Total Operating Expenses	<u>(4,965)</u>	<u>(5,326)</u>	<u>(6,870)</u>
Loss Before Taxes	<u>(1,320)</u>	<u>(861)</u>	<u>(2,489)</u>

Source: Company tax return as provided by Management. For Canadian operations only.

Note: Company year end is August 31

APPENDIX C


CASH FLOW FORECAST FOR THE PERIOD ENDED MARCH 19, 2015

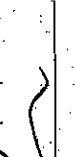
Contech Enterprises Inc.
Weekly Cash Flow Forecast
December 19, 2014 to March 19, 2015

	Week 1 Forecast 19-Dec-14 25-Dec-14	Week 2 Forecast 01-Jan-15 08-Jan-15	Week 3 Forecast 15-Jan-15 22-Jan-15	Week 4 Forecast 29-Jan-15 05-Feb-15	Week 5 Forecast 12-Feb-15 19-Feb-15	Week 6 Forecast 26-Feb-15 05-Mar-15	Week 7 Forecast 13-Mar-15 20-Mar-15	Week 8 Forecast 27-Mar-15 04-Apr-15	Week 9 Forecast 11-Apr-15 18-Apr-15	Week 10 Forecast 25-Apr-15 02-May-15	Week 11 Forecast 09-May-15 16-May-15	Week 12 Forecast 23-May-15 30-May-15	Week 13 Forecast 06-Jun-15 13-Jun-15
Opening cash	(1,222)	(1,143)	(1,187)	(1,167)	(1,203)	(1,249)	(1,218)	(1,164)	(1,128)	(1,336)	(1,196)	(1,277)	(1,332)
Receipts	115	205	187	132	173	233	198	198	198	198	203	283	283
SPED refund received	-	-	-	-	-	-	-	-	-	234	-	-	-
Total Receipts	115	205	187	132	173	233	198	198	198	432	283	283	283
Disbursements	(23)	(168)	-	(158)	(25)	(158)	-	(158)	(25)	(158)	-	(158)	(25)
Payroll	(14)	(4)	(4)	(4)	(13)	(4)	(25)	(4)	(13)	(4)	(21)	(4)	(13)
Payroll benefits	-	(25)	-	(135)	-	(287)	(35)	-	(287)	(67)	(166)	(171)	(227)
Rent	-	-	(77)	-	-	(10)	(10)	-	-	(10)	(10)	-	-
New purchase orders	-	(10)	(13)	-	(0)	(5)	(5)	-	-	(1)	(1)	-	(1)
Insurance	-	(6)	(13)	(1)	(0)	(11)	(2)	-	(1)	(1)	(2)	-	(2)
Bank charges and interest	-	(13)	(72)	(1)	(41)	(68)	(68)	-	(100)	(38)	(129)	-	(42)
Leases	-	(5)	(5)	(5)	(5)	-	-	-	-	-	-	-	(10)
Recurring vendor services	-	(2)	-	-	(2)	-	-	-	-	-	-	-	-
Trustee and Legal Fees	-	(26)	-	(2)	(2)	(2)	-	-	-	(17)	-	-	-
Sales and property taxes	-	-	-	-	-	-	-	-	-	-	-	-	-
Contractor fees	-	(248)	(167)	(168)	(219)	(201)	(144)	(162)	(406)	(254)	(382)	(337)	(318)
Total Disbursements	(36)	(248)	(167)	(168)	(219)	(201)	(144)	(162)	(406)	(254)	(382)	(337)	(318)
Net change in cash	79	(43)	20	(36)	(46)	31	54	36	(208)	138	(79)	(85)	(35)
Line of Credit Limit	1,417	1,417	1,417	1,417	1,417	1,417	1,417	1,417	1,417	1,417	1,417	1,417	1,417
Availibility	274	230	250	214	168	199	253	289	81	219	140	85	50

Assumptions

- All post-filing obligations incurred after December 23, 2014 will be paid in the normal course.
- All employee payroll obligations and benefits including source withholdings will be remitted and paid in full in the normal course.
- Company will keep employee expense reimbursements current for all post-filing expenses.
- Amounts included in the cash flow are shown in CDN equivalent. USD transactions are assumed to be at an exchange rate of USD 1:CDN 1.1639
- Forecast includes payments to Contech US to ensure that payroll, rent, and other operating expenses are maintained which are critical to the Company's ongoing viability.
- 2014 SRED claim in the amount of \$294,000 (estimate) will be refunded by February 27, 2015, based on January 9, 2015 filing date
- Recurring vendor services are those critical non-inventory, non-employee expenses required to keep the business operational (freight, supplies, and party logistics, etc.)
- Rent will continue to be paid at all of the Company's locations. The locations are as follows: Victoria, BC (head office), Delta, BC (Industrial division), Perth-Andover, NB (Canadian distribution centre), Grand Rapids, MI (US distribution centre and manufacturing facility), Vista, CA (satellite sales office). In March 2015, the Delta facility lease will be reduced as operators will be consolidated from two buildings to one building.
- Refinancing is expected to be completed by January 30, 2015
- Assumes that operating line of credit advanced by HSBC will continue to be available during the proposal period at \$1.417 million.


Deloitte


Deloitte

Dated: December 23, 2014

APPENDIX D
STATEMENT OF ESTIMATED REALIZATIONS IN THE EVENT OF A
BANKRUPTCY

**In The Matter of the Proposal of
Contech Enterprises Inc.
Statement of Estimated Realizations**

CDNS'000*	Balance sheet	Bankruptcy		Notes
	31-Oct-14	High	Low	
Estimated Receipts				
Accounts Receivable	2,387	966	772	1
Inventories	5,401	1,080	540	2
Property and Equipment	993	73	37	3
Intangibles	5,784	250	100	4
	<u>14,565</u>	<u>2,369</u>	<u>1,449</u>	
Priority Creditors		<u>(54)</u>	<u>(54)</u>	5
		<u>2,315</u>	<u>1,395</u>	
Available to Unaffected Creditors		<u>2,315</u>	<u>1,395</u>	6
Business Development Bank of Canada		(85)	(85)	
HSBC Bank Canada		(1,412)	(1,412)	
K (Prime) Technologies Inc		(31)	(31)	
Dell Financial Services Canada Limited		(13)	(13)	
Roynt Inc.		(7)	(7)	
First West Credit Union		(1,450)	(1,450)	
(Shortfall)/Surplus		<u>(684)</u>	<u>(1,603)</u>	

Notes:

- 1) Assumes allowance for the potential difficulty in collecting balances from foreign customers, aged accounts, set-offs, contras, penalties, holdbacks, concentration, costs of collection and likely difficulty collecting accounts in a Bankruptcy scenario.
- 2) Assumes allowance for inventory held across multiple locations (including foreign locations), in-transit, highly seasonal products, aged items and realization costs. No realizations have been applied against work in progress.
- 3) Assumes allowance for equipment held across multiple locations (including foreign locations), trade and product specific nature of the equipment, age, decommissioning and realization costs.
- 4) Realization values have been estimated on a nominal basis given the uncertainty of valuing intellectual property and a limited secondary market. Under a Bankruptcy scenario, realizations from any sale of patents, trademarks, technology and intellectual property will be significantly reduced.
- 5) The Company has 27 employees at December 23, 2014. In the event that employees wages are in arrears, each employee may be entitled to a priority claim under the WEPPA.
- 6) Amounts owing to Christmas Mountains Mfg. Inc. has been omitted from this analysis given the security (land and building) is held by a third-party not involved in these proceedings.

* All amounts shown are in CDN dollars. USD balances are assumed to be at an exchange rate of USD 1: CDN 1.1639.

Estimates are indicative only. Realizations have been estimated based on discussions with Management and the Company's Statement of Affairs, in addition to the various assumptions as set-out in the notes above. Readers are cautioned that actual realizations will vary and variations could be material. Deloitte Restructuring Inc. has not audited, reviewed or otherwise verified this information.

APPENDIX E

FORM 29 – TRUSTEE'S REPORT ON CASH FLOW STATEMENT

District of: British Columbia
Division No. 02 - Victoria
Court No.
Estate No.

-- FORM 29 --
Trustee's Report on Cash-Flow Statement
(Paragraphs 50(6)(b) and 50.4(2)(b) of the Act)

In the matter of the proposal of
Contech Enterprises Inc.
of the City of Victoria, in the Province of British Columbia

The attached statement of projected cash flow of Contech Enterprises Inc., as of the 23rd day of December 2014, consisting of the projected weekly cash flows of Contech Enterprises Inc. for the 13 weeks from the date of filing the Proposal to March 19, 2015, has been prepared by the management of the insolvent person for the purpose described in the notes attached, using the probable and hypothetical assumptions set out in the notes attached.

Our review consisted of inquiries, analytical procedures and discussion related to information supplied to us by: the management and employees of the insolvent person or the insolvent person. Since hypothetical assumptions need not be supported, our procedures with respect to them were limited to evaluating whether they were consistent with the purpose of the projection. We have also reviewed the support provided by: management or the insolvent person for the probable assumptions and preparation and presentation of the projection.

Based on our review, nothing has come to our attention that causes us to believe that, in all material respects,

(a) the hypothetical assumptions are not consistent with the purpose of the projection;

(b) as at the date of this report, the probable assumptions developed are not suitably supported and consistent with the plans of the insolvent person or do not provide a reasonable basis for the projection, given the hypothetical assumptions; or

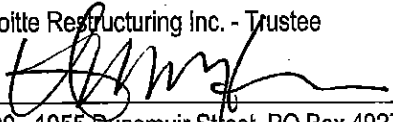
(c) the projection does not reflect the probable and hypothetical assumptions.

Since the projection is based on assumptions regarding future events, actual results will vary from the information presented even if the hypothetical assumptions occur, and the variations may be material. Accordingly, we express no assurance as to whether the projection will be achieved.

The projection has been prepared solely for the purpose described in the notes attached, and readers are cautioned that it may not be appropriate for other purposes.

Dated at the City of Vancouver in the Province of British Columbia, this 23rd day of December 2014.

Deloitte Restructuring Inc. - Trustee


2800 - 1055 Dunsmuir Street, PO Box 49279
Vancouver BC V7X 1P4
Phone: (604) 534-0921 Fax: (604) 534-7429

District of: British Columbia
Division No. 02 - Victoria
Court No.
Estate No.

FORM 29 - Attachment
Trustee's Report on Cash-flow Statement
(Paragraphs 50(6)(b) and 50.4(2)(b) of the Act)

In the matter of the proposal of
Contech Enterprises Inc.
of the City of Victoria, in the Province of British Columbia

Purpose:

The purpose of the Cash Flow Statement for the period of December 19, 2014 to March 15, 2015 is to enable the creditors of Contech Enterprises Inc. to assess their position with respect to the filing of the Proposal under Section 50.4 (1) of the Bankruptcy and Insolvency Act.

Projection Notes:

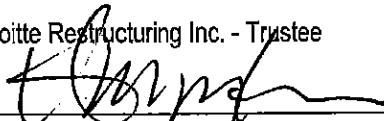
N/A

Assumptions:

- 1) All post-filing obligations incurred after December 23, 2014 will be paid in the normal course.
- 2) All employee payroll obligations and benefits including source withholdings will be remitted and paid in full in the normal course.
- 3) Company will keep employee expense reimbursements current for all post-filing expenses.
- 4) Amounts included in the cash flow are shown in CDN equivalent. USD transactions are assumed to be at an exchange rate of USD 1:CDN 1.1639.
- 5) Forecast includes payments to Contech US to ensure that payroll, rent, and other operating expenses are maintained which are critical to the Company's ongoing viability.
- 6) 2014 SRED claim in the amount of \$234,000 (estimate) will be refunded by February 27, 2015, based on January 9, 2015 filing date.
- 7) Recurring vendor services are those critical non-inventory, non-employee expenses required to keep the business operational (freight, supplies, 3rd party logistics, etc.).
- 8) Rent will continue to be paid at all of the Company's locations. The locations are as follows: Victoria, BC (head office), Delta, BC (Industrial division), Perth-Andover, NB (Canadian distribution centre), Grand Rapids, MI (US distribution centre and manufacturing facility), Vista, CA (satellite sales office). In March, 2015, the Delta facility lease will be reduced as operations will be consolidated from two buildings to one building.
- 9) Refinancing is expected to be complete by January 30, 2015.
- 10) Assumes that operating line of credit advanced by HSBC will continue to be available during the Proposal period at \$1.417 million.

Dated at the City of Vancouver in the Province of British Columbia, this 23rd day of December 2014.

Deloitte Restructuring Inc. - Trustee



2800 - 1055 Dunsmuir Street, PO Box 49279

Vancouver BC V7X 1P4

Phone: (604) 534-0921 Fax: (604) 534-7429

APPENDIX F

FORM 30 – REPORT ON CASH FLOW STATEMENT BY THE PERSON MAKING THE PROPOSAL

District of: British Columbia
Division No. 02 - Victoria
Court No.
Estate No.

- FORM 30 -
Report on Cash-Flow Statement by the Person Making the Proposal
(Paragraphs 50(6)(c) and 50.4(2)(c) of the Act)

In the matter of the proposal of
Contech Enterprises Inc.
of the City of Victoria, in the Province of British Columbia

The Management of Contech Enterprises Inc., has/have developed the assumptions and prepared the attached statement of projected cash flow of the insolvent person, as of the 23rd day of December 2014, consisting of the projected weekly cash flows of Contech Enterprises Inc. for the 13 weeks from the date of filing the Proposal to March 19, 2015.

The hypothetical assumptions are reasonable and consistent with the purpose of the projection described in the notes attached, and the probable assumptions are suitably supported and consistent with the plans of the insolvent person and provide a reasonable basis for the projection. All such assumptions are disclosed in the notes attached.

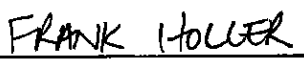
Since the projection is based on assumptions regarding future events, actual results will vary from the information presented, and the variations may be material.

The projection has been prepared solely for the purpose described in the notes attached, using a set of hypothetical and probable assumptions set out in the notes attached. Consequently, readers are cautioned that it may not be appropriate for other purposes.

Dated at the City of Vancouver in the Province of British Columbia, this 23rd day of December 2014.



Contech Enterprises Inc.
Debtor



Name and title of signing officer

Name and title of signing officer

District of: British Columbia
Division No. 02 - Victoria
Court No.
Estate No.

FORM 30 - Attachment
Report on Cash-Flow Statement by the Person Making the Proposal
(Paragraphs 50(6)(c) and 50.4(2)(c) of the Act)

In the matter of the proposal of
Contech Enterprises Inc.
of the City of Victoria, in the Province of British Columbia

Purpose:

The purpose of the Cash Flow Statement for the period of December 19, 2014 to March 15, 2015 is to enable the creditors of Contech Enterprises Inc. to assess their position with respect to the filing of the Proposal under Section 50.4 (1) of the Bankruptcy and Insolvency Act.

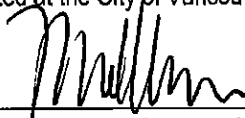
Projection Notes:

N/A

Assumptions:

- 1) All post-filing obligations incurred after December 23, 2014 will be paid in the normal course.
- 2) All employee payroll obligations and benefits including source withholdings will be remitted and paid in full in the normal course.
- 3) Company will keep employee expense reimbursements current for all post-filing expenses.
- 4) Amounts included in the cash flow are shown in CDN equivalent. USD transactions are assumed to be at an exchange rate of USD 1:CDN 1.1639.
- 5) Forecast includes payments to Contech US to ensure that payroll, rent, and other operating expenses are maintained which are critical to the Company's ongoing viability.
- 6) 2014 SRED claim in the amount of \$234,000 (estimate) will be refunded by February 27, 2015, based on January 9, 2015 filing date.
- 7) Recurring vendor services are those critical non-inventory, non-employee expenses required to keep the business operational (freight, supplies, 3rd party logistics, etc.).
- 8) Rent will continue to be paid at all of the Company's locations. The locations are as follows: Victoria, BC (head office), Delta, BC (Industrial division), Perth-Andover, NB (Canadian distribution centre), Grand Rapids, MI (US distribution centre and manufacturing facility), Vista, CA (satellite sales office). In March, 2015, the Delta facility lease will be reduced as operations will be consolidated from two buildings to one building.
- 9) Refinancing is expected to be complete by January 30, 2015.
- 10) Assumes that operating line of credit advanced by HSBC will continue to be available during the Proposal period at \$1.417 million.

Dated at the City of Vancouver in the Province of British Columbia, this 23rd day of December 2014.



Contech Enterprises Inc.

APPENDIX G
FORM 78 – STATEMENT OF AFFAIRS

District of: British Columbia
 Division No. 02 - Victoria
 Court No.
 Estate No.

Original Amended


- Form 78 -
 Statement of Affairs (Business Proposal) made by an entity
 (Subsection 49(2) and Paragraph 158(d) of the Act / Subsections 50(2) and 62(1) of the Act)
 In the matter of the proposal of
 Contech Enterprises Inc.
 of the City of Victoria, in the Province of British Columbia

To the debtor:
 You are required to carefully and accurately complete this form and the applicable attachments showing the state of your affairs on the date of the filing of your proposal (or notice of intention, if applicable), on the 23rd day of December 2014. When completed, this form and the applicable attachments will constitute the Statement of Affairs and must be verified by oath or solemn declaration.


LIABILITIES (as stated and estimated by the officer)	ASSETS (as stated and estimated by the officer)
1. Unsecured creditors as per list "A" 4,518,378.02	1. Inventory 1,080,000.00
Balance of secured claims as per list "B" 7,949,068.47	2. Trade fixtures, etc. 73,000.00
Total unsecured creditors 12,467,446.49	3. Accounts receivable and other receivables, as per list "E"
2. Secured creditors as per list "B" 2,119,000.00	Good 2,387,210.00
3. Preferred creditors as per list "C" 0.00	Doubtful 0.00
4. Contingent, trust claims or other liabilities as per list "D"	Bad 1,344,953.00
estimated to be reclaimable for 1.00	Estimated to produce 966,000.00
Total liabilities 14,586,447.49	4. Bills of exchange, promissory note, etc., as per list "F" ... 0.00
Surplus NIL	5. Deposits in financial institutions 0.00
	6. Cash 0.00
	7. Livestock 0.00
	8. Machinery, equipment and plant 0.00
	9. Real property or immovable as per list "G" 0.00
	10. Furniture 0.00
	11. RRSPs, RRIFs, life insurance, etc. 0.00
	12. Securities (shares, bonds, debentures, etc.) 0.00
	13. Interests under wills 0.00
	14. Vehicles 0.00
	15. Other property, as per list "H" 250,000.00
	If debtor is a corporation, add:
	Amount of subscribed capital 12,223,579.00
	Amount paid on capital 12,223,579.00
	Balance subscribed and unpaid 0.00
	Estimated to produce 0.00
	Total assets 2,389,000.00
	Deficiency 12,217,447.49

I, Frank Holler, of the City of Vancouver in the Province of British Columbia, do swear (or solemnly declare) that this statement and the attached lists are to the best of my knowledge, a full, true and complete statement of my affairs on the 23rd day of December 2014 and fully disclose all property of every description that is in my possession or that may devolve on me in accordance with the Act.

SWORN (or SOLEMNLY DECLARED)
 before me at the City of Vancouver in the Province of British Columbia, on this 23rd day of December 2014.



 Rayne Boutcher, Commissioner of Oaths
 For the Province of British Columbia
 Expires Feb. 29, 2016



 Frank Holler

RAYNE BOUTCHER
 A Commissioner for taking affidavits
 for the Province of British Columbia
 Appointment Expires Feb. 29, 2016

District of: British Columbia
 Division No. 02 - Victoria
 Court No.
 Estate No.

FORM 78 - Continued

List "A"
 Unsecured Creditors

Contech Enterprises Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
1	0827951 B.C. Ltd. (Sylvia Friesen)	30140 Nicholson Rd Abbotsford BC V4X 2G5	0.00	300,000.00	300,000.00
2	A B Dick Document Solutions	3813 Eastern Ave Sw Grand Rapids MI 49508 United States	1,754.61	0.00	1,754.61
3	ABF Freight System, Inc.	2690 Courier Dr NW Grand Rapids MI 49534 United States	2,557.89	0.00	2,557.89
4	Advance Packaging Corporation	PO Box 888311 Grand Rapids MI 49588-8311 United States	8,483.20	0.00	8,483.20
5	Advanced Fulfillment Inc.	955 Godfrey Avenue SW Grand Rapids MI 49503 United States	10,162.00	0.00	10,162.00
6	Advent Label Applicator Co. (Advent Machine)	6815 East Washington Boulevard Commerce CA 90040 United States	19.25	0.00	19.25
7	AFCO	4501 College Boul. Suite 320 Leawood KS 66211 United States	16,110.54	0.00	16,110.54
8	Agility Logistics Corp.	410 Admiral Blvd Mississauga ON L5T 2N6	17,218.15	0.00	17,218.15
9	Alaska Dept of Environmental Conservation	1700 E Bogard Rd, Bldg B, Ste 103 Wasilla AK 99654 United States	90.00	0.00	90.00
10	All American Pharmaceutical	2376 Main Street Billings MT 59105 United States	7,438.00	0.00	7,438.00
11	Alligacom Inc.	4220, Rouen Street, Suite 200 Montreal QC H1V 3T2	1,213.12	0.00	1,213.12
12	Alperson Party Rentals	107 Fairview Park Drive Elmsford NY 10523 United States	225.69	0.00	225.69
13	Amazon.com Warehouse Orders	PO Box 80387 Seattle WA 98108-0387 United States	12,966.54	0.00	12,966.54
14	American Express	PO Box 329000 Weston FL 33332-9000 United States	44,590.77	0.00	44,590.77
15	American Plastics	200 - 1225 N Macarthur Drive Tracy CA 95376 United States	8,504.60	0.00	8,504.60
16	Applied Imaging Netsmart fka Delios	7718 Solution Center Chicago IL 60677-7007 United States	4,535.92	0.00	4,535.92
17	Arizona Department of Agriculture	1688 West Adams Phoenix AZ 85007 United States	330.00	0.00	330.00
18	Arkansas State	PO Box 1069 Little Rock AR 72203 United States	600.00	0.00	600.00
19	Armour Transportation Systems	689 Edinburgh Drive Moncton NB E1E 2L4	113.73	0.00	113.73
20	Atlantic Paste & Glue	Unit 170 - 53rd Street Brooklyn NY 11232 United States	9,453.44	0.00	9,453.44
21	Automated Packaging Systems	PO Box 643916 Cincinnati OH 45264-3916 United States	85.68	0.00	85.68
22	Automotive Village Ltd. CarQuest	929 Perth Main Street Perth Andover NB E7H 2X1	59.31	0.00	59.31
23	Baixing Group Co. Ltd.	Lijia Town, Wujin Changzhou City, China . 213176 China	18,835.11	0.00	18,835.11
24	Barefoot Graphic Design	1341 Auburn Hills Drive St. Charles MO 63304 United States	250.00	0.00	250.00

23-Dec-2014

Date


 Frank Holler

District of: British Columbia
 Division No. 02 - Victoria
 Court No.
 Estate No.

FORM 78 - Continued

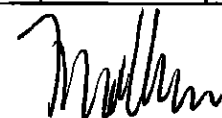
List "A"
 Unsecured Creditors

Contech Enterprises Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
25	BASIC Corporate	9246 Portage Industrial Drive Portage MI 49024 United States	237.60	0.00	237.60
26	BC Advantage Funds (Frank Holler)	Suite 410 -221 West Esplanade North Vancouver BC V7M 3J3	0.00	1,000,000.00	1,000,000.00
27	Bell Mobility Inc.	Halifax Station Central Halifax NS B3J 0A6	105.16	0.00	105.16
28	Benjamin Zahn Associates	5314 River Mill Circle Marietta GA 30068-4731 United States	88.95	0.00	88.95
29	Berry Plastics Corporation	101 Oakley Street Evansville IN 47710 United States	755.34	0.00	755.34
30	BFI Canada	25 Fawcett Road Coquitlam BC V3K 6V2	2,596.56	0.00	2,596.56
31	Bilsi CAD	4050A Sladeview Crescent Mississauga ON L5L 5Y5	467.82	0.00	467.82
32	Biopacific Diagnostic Inc.	114 - 828 Harbourside Drive North Vancouver BC V7P 3R9	312.48	0.00	312.48
33	Bird and Bosch Pty Ltd (Birdies)	259 Queen Street Brisbane, Queensland . . Australia	12,658.00	0.00	12,658.00
34	Blackman Support Services Ltd.	1249 Union Road Victoria BC V8P 2J5	3,834.58	0.00	3,834.58
35	Bolster America	PO Box 841 Fort Fairfield ME 04742 United States	2,645.49	0.00	2,645.49
36	Bolster Canada	20 Columbus Street Perth Andover NB E7H 1T3	133,379.70	0.00	133,379.70
37	Bolster Investments Inc. (CAD)	20 Columbus Street Perth Andover NB E7H 1T3	4,000.00	0.00	4,000.00
38	Bolster, Mike	20 Columbus Street Perth Andover NB E7H 1T3	20,365.03	0.00	20,365.03
39	Borden, John	6552 Carnegie Street Burnaby BC V5B 1Y3	1,178.18	0.00	1,178.18
40	Boucrouche Bay Industries Ltd.	Station Main Boucrouche NB E4S 2J2	21,691.76	0.00	21,691.76
41	Brenner, Michael	1810 W. 16th Ave Vancouver BC V6J 2M2	0.00	116,734.00	116,734.00
42	Bright Image Corporation	2830 South 18th Avenue Broadview IL 60155-4357 United States	30,780.00	0.00	30,780.00
43	Burman & Burman Corporation	895 Strangecrest Place Victoria BC V8Y 1J7	30,957.10	0.00	30,957.10
44	Buman and Burman Corp.	895 Strangecrest Place Victoria BC V8Y 1J7	41,447.69	150,000.00	191,447.69
45	Business Development Canada	990 Fort Street Victoria BC V8V 3K2	0.00	12,220.43	12,220.43
46	BWF Holdings, Ltd (Bruce Friesen)	13520 78th Avenue Surrey BC V3W 8J6	0.00	700,000.00	700,000.00
47	C.H. Robinson Company (Canada) Ltd.	2200 Reverchon, Ste 221 Dorval QC H9P 2S7	5,900.00	0.00	5,900.00
48	CAFO	10025-106 St NW, Ste 604, Baker Centre Edmonton AB T5J 1G4	36,198.48	0.00	36,198.48

23-Dec-2014

Date



Frank Holler

District of: British Columbia
 Division No. 02 - Victoria
 Court No.
 Estate No.

FORM 78 -- Continued

List "A"
 Unsecured Creditors

Contech Enterprises Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
49	California Dept of Pesticide Regulation	1001 I Street Sacramento CA 95812-4015 United States	750.00	0.00	750.00
50	Canadian Ctr for Occupational Health	135 Hunter Street East Hamilton ON L8N 1M5	4,714.40	0.00	4,714.40
51	Canadian Intellectual Property Office CIPO	50 Victoria Street Rm C-114 Gatineau QC K1A 0C9	700.00	0.00	700.00
52	Caorda Solutions Inc	100 - 3550 Saanich Road Victoria BC V8X 1X2	10,145.64	0.00	10,145.64
53	Capital City & Sidney Fire Equipment	9804 Fifth Street Sidney BC V8L 2X3	136.50	0.00	136.50
54	Capital One	PO Box 70884 Charlotte NC 28272-0884 United States	210.54	0.00	210.54
55	Carelinc	89 - 54th Street SW Grand Rapids MI 49548 United States	31.80	0.00	31.80
56	Carotrans International Inc.	100 Walnut Avenue, Suite 202 Clark NJ 07066 United States	12,341.46	0.00	12,341.46
57	Cary Company, The	1195 West Fullerton Addison IL 60101 United States	647.02	0.00	647.02
58	Cary Gregory	1160 Baltimore Pike Gettysburg PA 17325 United States	0.00	280,000.00	280,000.00
59	Category 1 Cleaning	2642 Alderglen Place Victoria BC V9C 3P6	535.50	0.00	535.50
60	Cavalier Packaging Company	543 Hanley Industrial Ct St. Louis MO 63144 United States	16,141.30	0.00	16,141.30
61	CHEP Canada	PO Box 4290 Station A Toronto ON M5W 0E1	2.63	0.00	2.63
62	Christie-Phoenix	101 - 4430 West Saanich Road Victoria BC V8Z 3E9	6,576.29	0.00	6,576.29
63	Christmas Mountain	20 Columbus Street Perth-Andover NB E7H 1T3	94.32	0.00	94.32
64	Chuck Latham Associates, Inc.	18403 Longs Way, Unit 102 Parker CO 80134 United States	4,330.80	0.00	4,330.80
65	City of Victoria	1 Centennial Square Victoria BC V8W 1P6	100.00	0.00	100.00
66	Clark's Auto Repair	154 Field Settlement Road Carlingford NB E7H 2A4	239.00	0.00	239.00
67	Cobra Plastics, Inc.	1244 East Highland Road Macedonia OH 44056 United States	866.59	0.00	866.59
68	Cole-Parmer Canada Inc.	PO Box 11454 Dept 4, a/s M9027C Montreal QC H3C 5K8	261.37	0.00	261.37
69	Comcast	PO Box 3005 Southeastern PA 19398-3005 United States	122.85	0.00	122.85
70	Commerce Hub	PO Box 15291, Station A Toronto ON M5W 1C1	1,751.50	0.00	1,751.50
71	Commercial Alcohols Ltd. (Greenfield Ethanol)	98 Walker Drive Brampton ON L6T 4H6	3,332.04	0.00	3,332.04
72	Conrad, Andy	115 - 19 Dallas Road Victoria BC V8V 5A6	415.41	0.00	415.41

23-Dec-2014

Date


 Frank Holler

District of: British Columbia
 Division No. 02 - Victoria
 Court No.
 Estate No.

FORM 78 - Continued

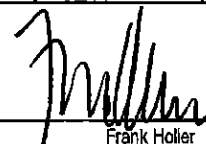
List "A"
 Unsecured Creditors

Contech Enterprises Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
73	Consumers Energy	530 West Willow Street Lansing MI 48937-0001 United States	434.33	0.00	434.33
74	Conteco Manufacturing Ltd.	23492 River Road Maple Ridge BC V2W 1B7	4,819.50	0.00	4,819.50
75	Covey Basics	250 Alison Boulevard Fredericton NB E3B 4Y2	81.20	0.00	81.20
76	Covin Sales & Converting	2055 Randolph Street Huntington Park CA 90255 United States	3,348.95	0.00	3,348.95
77	Cox Communications	PO Box 53214 Phoenix AZ 85072-3214 United States	92.65	0.00	92.65
78	Crayola Properties Inc.	131 S. Dearborn - 6th Floor Chicago IL 60603 United States	5,483.87	0.00	5,483.87
79	CS Tech Mexico	Ciudad Industrial, Calle 2 Oriente No. 134 Tijuana . 22444 Mexico	58,049.19	0.00	58,049.19
80	Custom Air Conditioning Ltd.	1835 Broadway Street Port Coquitlam BC V3C 4Z1	822.62	0.00	822.62
81	Custom Converters, Inc.	115 Naylor Avenue Livingston NJ 07039 United States	706.56	0.00	706.56
82	Day & Ross Inc. (CAD) Acct 012558	11470 131st Street Surrey BC V3R 4S7	29,047.48	0.00	29,047.48
83	DBS Bank (Hong Kong) Limited	16th Floor, The Center Central, Hong Kong . Hong Kong	1,426,314.72	0.00	1,426,314.72
84	Dell Financial Services Canada Ltd. Attn: Tami Beall	501 - 155 Gordon Baker Road North York ON M2H 3N5	0.00	12,857.00	12,857.00
85	Delta, The Corporation of	4450 Clarence Taylor Crescent Delta BC V4K 3E2	222.00	0.00	222.00
86	Denman Island Chocolates	4321 Denman Road Denman Island BC V0R 1T0	0.00	500,000.00	500,000.00
87	DeWitt Barrels, Inc.	1125 Comstock Street Marne MI 49435 United States	460.00	0.00	460.00
88	Digi-Key Corporation	701 Brooks Avenue South Theif River Falls MN 56701-0677 United States	1,253.85	0.00	1,253.85
89	Distribution Acier Pointe-Claire Inc.	71 Humus Blvd Pointe Claire PQ H9R 1E2	3,176.09	0.00	3,176.09
90	Dooling, Jamie	20 Columbus Street Perth-Andover NB E7H 1T3	1,279.77	0.00	1,279.77
91	Doug Brown Packaging Products	4223 Edgeland Royal Oak MI 48073 United States	2,355.50	0.00	2,355.50
92	DSV Air & Sea, Inc. US (EWR)	PO Box 200876 Pittsburg PA 15251-0876 United States	4,397.80	0.00	4,397.80
93	Eastern Reach Company Ltd. (Meixin)	Suite 1113 Landmark North Sheung Shui NT Hong Kong	446,121.90	0.00	446,121.90
94	Eaton Brothers Corporation	PO Box 60 Hamburg NY 14075 United States	24,029.12	0.00	24,029.12
95	ECL Holdings Ltd	5220 Harold Street Victoria BC V8Y 3E5	0.00	166,666.66	166,666.66
96	Eclipse Creative Inc.	200 - 388 Harbour Road Victoria BC V9A 3S1	7,065.92	0.00	7,065.92

23-Dec-2014

Date


 Frank Holier

District of: British Columbia
 Division No. 02 - Victoria
 Court No.
 Estate No.

FORM 78 - Continued

List "A"
 Unsecured Creditors

Contech Enterprises Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
97	Emedco, Inc.	39209 Treasury Center Chicago IL 60694-9200 United States	771.00	0.00	771.00
98	Empire Life Insurance Company	259 King Street East Kingston ON K7L 3A8	4,611.87	0.00	4,611.87
99	Environmental Protection Agency	PO Box 979031 St. Louis MO 63197-9000 United States	13,500.00	0.00	13,500.00
100	Euler Hermes Canada Services	1155, Rene-Levesque Blvd. West, Suite 2810 Monreal QC H3B 2L2	12,530.18	0.00	12,530.18
101	Everett's Heating Ltd.	341 Main Street Aroostook NB E7H 2Z4	872.93	0.00	872.93
102	Express Services, Inc.	PO Box 535434 Atlanta GA 30353-5434 United States	123,734.34	0.00	123,734.34
103	F.A. Tool & Die	846 Baisley Road St. Jacques NB E7B 1Z7	9,299.79	0.00	9,299.79
104	Farquhar, Scott	201 - 19 Dallas Road Victoria BC V8V 5A6	75.00	0.00	75.00
105	Fasken Martineau DuMoulin LLP	2900 - 550 Burrard Street Vancouver BC V6C 0A3	233,215.51	0.00	233,215.51
106	FedEx	PO Box 371461 Pittsburgh PA 15250-7461 United States	31,125.65	0.00	31,125.65
107	Fibers of Kalamazoo, Inc	PO Box 51028 Kalamazoo MI 49005 United States	1,217.25	0.00	1,217.25
108	First West Capital	6470 201 Street Langley BC V2Y 2X4	0.00	816,361.77	816,361.77
109	Fixall Electric Motor Service Inc.	737 Butterworth S.W. Grand Rapids MI 49504 United States	157.50	0.00	157.50
110	Florida Department of Agriculture	3125 Conner Blvd, Bldg 6, MS L6 Tallahassee FL 32399-1650 United States	700.00	0.00	700.00
111	Foremost Communications (Greystone Print Solutions)	PO Box 30516 Lansing MI 48909-8016 United States	300.00	0.00	300.00
112	Fortis BC	PO Box 6666 Station Terminal Vancouver BC V6B 6M9	1,683.57	0.00	1,683.57
113	Fox Valley Containers Inc.	150 Prairie Lake Road, Unit B East Dundee IL 60118 United States	23,712.94	0.00	23,712.94
114	Fung, Joseph	1304 Bloomfield Ave. Hoboken NJ 07030 United States	0.00	64,605.43	64,605.43
115	G & T Industries - GR Foam	1001 76th St SW Byron Center MI 49315-7956 United States	1,060.00	0.00	1,060.00
116	Gemini Plastic Enterprises Inc.	3574 Fruitland Avenue Maywood CA 90270 United States	3,885.00	0.00	3,885.00
117	GF Inc. (fka General Fasteners Ltd.)	2270 Portland Street SE Calgary AB T2G 4M6	103.95	0.00	103.95
118	Gibbons-Kearns Inc.	1532 E Cliff Road Burnsville MN 55337 United States	228.62	0.00	228.62
119	Gilbert M. Rioux & Fils Ltee	PO Box 7812 Grand Falls NB E3Z 3E8	3,387.21	0.00	3,387.21
120	GLT Packaging Corporation	PO Box 67000 Detroit MI 48267-2487 United States	6,611.27	0.00	6,611.27

23-Dec-2014

Date


 Frank Holler

District of: British Columbia
 Division No. 02 - Victoria
 Court No.
 Estate No.

FORM 78 – Continued

List "A"
 Unsecured Creditors

Contech Enterprises Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
121	Government of New Brunswick	Government of New Brunswick, Department of Finance, Revenue & Taxation Division, PO Box 3000 Fredericton NB E3B 5G5 United States	9,784.96	0.00	9,784.96
122	Grambarl, Mark	3008 Oakdowne Road Victoria BC V8R 5N9	0.00	320,809.34	320,809.34
123	Grand Falls Pallets	63 Power Road Grand Falls NB E3Y 4A8	3,062.30	0.00	3,062.30
124	Grand Rapids Area Chamber of Commerce	111 Pearl Street NW Grand Rapids MI 49503 United States	400.00	0.00	400.00
125	Grand Rapids Metrology	4215 Stafford Ave SW Grand Rapids MI 49548-3055 United States	325.11	0.00	325.11
126	Great Lakes IPM	10220 E Church Road Vestaburg MI 48891 United States	4,785.00	0.00	4,785.00
127	GreMedia Incorporated	4012 Bridge Avenue Cleveland OH 44113 United States	3,106.82	0.00	3,106.82
128	Greyhound Courier Express	PO Box 15414 Station A Toronto ON M5W 1C1	26.27	0.00	26.27
129	Gro Group Inc.	88 Tadmuck Road, Unit 3 Westford MA 01886 United States	15,665.92	0.00	15,665.92
130	GTL Transportation Inc.	PO Box 38171 Dartmouth NS B3B 1X2	4,730.00	0.00	4,730.00
131	Guangzhou Dessen Advertising Material Company	Jinxiu Quyuan, Zhongcun Panyu District, Guangzhou . China	80.00	0.00	80.00
132	Guangzhou Tentyard Furniture Company Ltd.	No. 15 Zhujiao Fang, Caobo Road Nancun Town, Panyu District . China	147.65	0.00	147.65
133	Gui-yo Industrial Co. Ltd. (Gui Yo)	63 Cheng Tong Road Homei, Changhu . Tiawan	39,775.40	0.00	39,775.40
134	H3D	ZA Sous la Combe Lavancia . 01590 France	18,717.90	0.00	18,717.90
135	HEB Grocery Company	PO Box 202531 Dallas TX 75320-2531 United States	3.79	0.00	3.79
136	Henry Schein Animal Health	400 Metro Place North Dublin OH 43017 United States	3,279.00	0.00	3,279.00
137	Hercon Environmental Company	PO Box 536209 Pittsburgh PA 15253-5904 United States	830.39	0.00	830.39
138	Hermkens, Brian	501 - 2035 Barclay Street Vancouver BC V6G 1L6	8.99	0.00	8.99
139	Hillmer Marketing Inc.	2440 Plainfield Avenue NE Grand Rapids MI 49505 United States	1,560.77	0.00	1,560.77
140	Ho Tin Industrial Centre (Fabrica de Artigos..)	Rua 5 e 6 DO B.A Preta Preta, Macau . Macau	370,160.22	0.00	370,160.22
141	Hooper, Marianne	115 - 19 Dallas Road Victoria BC V8V 5A6	1,660.98	0.00	1,660.98
142	Hooper, Marianne	207 Mary Hill Road Victoria BC V9C 3Z2	0.00	50,000.00	50,000.00
143	Hooper, Paul	207 Mary Hill Road Victoria BC V9C 3Z2	0.00	50,000.00	50,000.00

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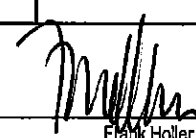
List "A"
 Unsecured Creditors

Contech Enterprises Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
144	HPB Financial Corporation	#834, 105-150 Crowfoot Cr. Calgary AB T3G 3T2	5,628.34	0.00	5,628.34
145	Idaho Department of Agriculture	PO Box 7723 Boise ID 83707 United States	480.00	0.00	480.00
146	IGC Show LLC	2873 Saber Drive Clearwater FL 33759 United States	5,590.00	0.00	5,590.00
147	Imagine That International, Inc.	4135 Calle Isabelino San Diego CA 92130 United States	12,020.49	0.00	12,020.49
148	IMPAK Corporation	13700 S Broadway Street Los Angeles CA 90061 United States	15,239.57	0.00	15,239.57
149	Indiana State Chemist & Seed Commissioner	175 S.University Street West Lafayette IN 47907-2063 United States	340.00	0.00	340.00
150	Indwisco Limited	1-9010 Keesle St. Concord ON L4K 2N2	30,331.05	0.00	30,331.05
151	Insullab Inc.	45 Industrial Parkway Woburn MA 01801 United States	256.00	0.00	256.00
152	International Pheromone System	10-15 Meadow Lane Industrial Estate Ellesmere Port, Cheshire CH65 4TY. United Kingdon	3,344.02	0.00	3,344.02
153	IS2 Staffing Services Inc.	210 - 6165 Highway 17 Delta BC V4K 5B8	2,366.50	0.00	2,366.50
154	JL Sales & Marketing	1990 Edwards Mill Road Germantown TN 38139 United States	6,855.81	0.00	6,855.81
155	K(Prime) Technologies Inc.	Unit 105, 90 Freeport Blvd NE Calgary AB T3J 5J9	0.00	31,304.00	31,304.00
156	KAFKO International, Ltd.	3555 West Howard Street Skokie IL 60076 United States	1,362.50	0.00	1,362.50
157	Kansas Department of Agriculture	109 SW 9th Street Topeka KS 66612 United States	219.30	0.00	219.30
158	Kentucky Department of Agriculture	107 Corporate Drive Frankfort KY 40601 United States	500.00	0.00	500.00
159	Kmart.com	D703MOG, B4-118A, 3333 Beverly Rd Hoffman Estates IL 60179 United States	5,397.52	0.00	5,397.52
160	Koval Williamson	11208 47th Avenue West Mukilteo WA 98275 United States	2,296.00	0.00	2,296.00
161	KPMG	PO Box 10426 Vancouver BC V7Y 1K3	48,117.50	0.00	48,117.50
162	Lafontaine, JP	7572 Progress Way Delta BC V4G 1G9	359.79	0.00	359.79
163	Lane Powell Attorneys & Counselors	4100 - 1420 Fifth Avenue Seattle WA 98101-2338 United States	485.00	0.00	485.00
164	Lawn & Garden Performance Group LLC, The	4440 East Ficus Way Gilbert AZ 85297 United States	8,431.44	0.00	8,431.44
165	Leason Ellis	1 Barker Avenue, 5th Floor White Plains NY 10601 United States	15,452.05	0.00	15,452.05
166	Leech Tishman Fuscaldo & Lampf	525 William Penn Place, 28th Floor Pittsburgh PA 15219 United States	1,288.00	0.00	1,288.00
167	Legend Services Inc.	1242 Comstock Street, Suite B Marne MI 49435 United States	1,875.00	0.00	1,875.00

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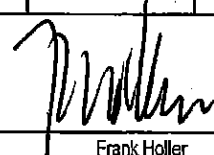
List "A"
 Unsecured Creditors

Contech Enterprises Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
168	Louisiana State Dept of Agriculture & Forestry	PO Box 91081 Baton Rouge LA 70821-9081 United States	400.00	0.00	400.00
169	LTI Printing	518 North Centerville Road Sturgis MI 49091 United States	645.20	0.00	645.20
170	Ludoma Services	Gesworenhoekseweg 3 Tilburg . Nederland	3,429.15	0.00	3,429.15
171	Maine Dept of Agriculture, Food & Rural Resources	28 State House Station Augusta ME 04333-0028 United States	320.00	0.00	320.00
172	Maritime Paper Limited (formerly Norampac)	PO Box 668 Dartmouth NS B2Y 3Y9	3,815.75	0.00	3,815.75
173	Maryland Department of Agriculture	PO Box 17304 Baltimore MD 21297-1304 United States	220.00	0.00	220.00
174	McCullough O'Connor Irwin	1100-888 Dunsmuir Street Vancouver BC V6C 3K4	8,158.82	0.00	8,158.82
175	Middleton Printing	200 32nd Street SE Grand Rapids MI 49548 United States	4,043.19	0.00	4,043.19
176	Midland Transport Limited	100 Midland Drive Dieppe NB E1A 6X4	949.91	0.00	949.91
177	Milk Run, The	107 Crease Avenue Victoria BC V8Z 1S8	48.27	0.00	48.27
178	Millman & Schwartz	2 Perlman Drive Suite 203 Spring Valley NY 10977 United States	4,000.00	0.00	4,000.00
179	Minnesota Department of Agriculture	36921 Twin Lakes Rd Menahga MN 56464 United States	800.00	0.00	800.00
180	Minzar Holdings	1494 Dallas Road Victoria BC V8S 1A2	0.00	846,309.76	846,309.76
181	Mississippi Dept of Agriculture and Commerce	PO Box 5207 Mississippi State MS 39762-5207 United States	400.00	0.00	400.00
182	Missouri State Dept of Agriculture	1616 Missouri Boulevard Jefferson City MO 65102-0630 United States	300.00	0.00	300.00
183	MJS Packaging	1590 N Roberts Road NW, Suite 203 Kennesaw GA 30144 United States	3,718.75	0.00	3,718.75
184	Montana Dept. of Agriculture	PO Box 200201 Helena MO 59620-0201 United States	555.00	0.00	555.00
185	Morty Brown Associates	34 Farmington Lane Melville NY 11747 United States	9.42	0.00	9.42
186	Mummert, Marc	3485 Fairview Lane Vista CA 92084-1027 United States	47.00	0.00	47.00
187	Mustard Seed Food Bank	625 Queens Avenue, BC Victoria BC V8T 1L9	138.00	0.00	138.00
188	Myco Moldings Inc.	1650 Jill's Court Bellingham WA 98226 United States	3,346.75	0.00	3,346.75
189	National Novelty Brush Company	PO Box 4096 Lancaster PA 17604 United States	2,428.50	0.00	2,428.50
190	Nebraska Department of Agriculture	PO Box 94756 Lincoln NE 68509-4756 United States	320.00	0.00	320.00
191	Neudorff USA Inc.	1757-10 Veterens Memorial Highway Islandia NY 11749 United States	4,938.48	0.00	4,938.48

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List "A"
 Unsecured Creditors

Contech Enterprises Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
192	Nevada Dept of Agriculture	405 South 21st Street Sparks NV 89431 United States	375.00	0.00	375.00
193	New Brunswick Technical Inspection Services	460 Two Nations Crossing, Suite 100 Fredericton NB E3A 0X9	25.00	0.00	25.00
194	New Hampshire Dept of Agriculture, Markets and Food	25 Capitol Street, PO Box 2042 Concord NH 03302-2042 United States	240.00	0.00	240.00
195	New Jersey Dept of Environmental Protection	PO Box 417 Trenton NJ 08646-0417 United States	500.00	0.00	500.00
196	New Mexico Dept. of Agriculture	Department 3AQ Las Cruces NM 88003-8005 United States	300.00	0.00	300.00
197	New York State Department of Environmental Conservation	625 Broadway Albany NY 12233-7257 United States	40.00	0.00	40.00
198	Nexeo Solutions	62180 Collections Center Drive Chicago IL 60693-0621 United States	40,338.17	0.00	40,338.17
199	Nexeo Solutions	62190 Collections Center Drive Chicago IL 60693-0621 United States	6,612.54	0.00	6,612.54
200	NexGen Cosmetics	123 - 2880 Panorama Drive Coquitlam BC V3E 2W4	16,379.20	0.00	16,379.20
201	Nickel's Cartage	Unit 203, 6801 72 Street Delta BC V4G 0A2	106.27	0.00	106.27
202	Nicola Lakeshore Estates Inc.	Unit 105 Merritt BC V1K 1B9	2,882.25	0.00	2,882.25
203	Nooski Limited	PO Box 1600 Rotorua NZ 03010 New Zealand	1,500.00	0.00	1,500.00
204	North Carolina Dept of Agriculture	1090 Mail Service Center Raleigh NC 27699-1090 United States	350.00	0.00	350.00
205	Northwest Sanitation Services Ltd.	29 Waddell Loop Grand Falls NB E3Z 3E8	261.88	0.00	261.88
206	Oregon Dept. of Agriculture	635 Capitol Street NE Salem OR 97301-2532 United States	800.00	0.00	800.00
207	Oxford Health Plan	PO Box 1697 Newark NJ 07101-1697 United States	2,314.62	0.00	2,314.62
208	Oyen Wiggs Green & Mutala	601 West Cordova Street Vancouver BC V6B 1G1	16,269.41	0.00	16,269.41
209	Pacific Sprinklers Ltd.	2811 Popoff Road South Slooan BC V0G 2G1	0.00	79,828.67	79,828.67
210	PADNOS	Box 1979 Holland MI 49422 United States	4,490.00	0.00	4,490.00
211	Pennsylvania Department of Agriculture	2301 North Cameron Street Harrisburg PA 17110-9408 United States	500.00	0.00	500.00
212	Performance Furnishings Int'l Ltd.	1 - 7898 North Fraser Way Burnaby BC V5J 1C7	5,855.57	0.00	5,855.57
213	Perth-Andover Building Centre Inc.	24B Columbus St. Perth-Andover NB E7H 1T3	392.42	0.00	392.42
214	Perth-Andover Electric Light Commission	1131 West Riverside Drive Perth-Andover NB E7H 5G5	1,870.67	0.00	1,870.67
215	Perth-Andover Save Easy	PO Box 606 Perth-Andover NB E7H 1T3	151.25	0.00	151.25

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List "A"
 Unsecured Creditors

Contech Enterprises Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
216	Pitney Bowes	PO Box 371874 Pittsburgh PA 15250-7874 United States	1,008.50	0.00	1,008.50
217	PitneyWorks	PO Box 280 Orangeville ON L9W 2Z7	13.51	0.00	13.51
218	Placon Corporation	Lockbox Drawer 754 Milwaukee WI 53278-0754 United States	1,209.60	0.00	1,209.60
219	Poland Spring	P.O.Box 856192 Louisville KY 40285-6192 United States	142.76	0.00	142.76
220	Port Chester, Village of	222 Grace Church St. Port Chester NY 10573 United States	9,825.54	0.00	9,825.54
221	Praxair Canada Inc.	PO Box 400 Station D Scarborough ON M1R 5M1	4,090.07	0.00	4,090.07
222	Praxair Canada Inc.	PO Box 400 Station D Scarborough ON M1R 5M1	71.68	0.00	71.68
223	Product Quest Mfg., LLC	330 Carswell Ave. Daytona Beach FL 32117 United States	564.34	0.00	564.34
224	Professional Sales - CLM Inc.	714 Kathi Drive, Hampshire Hampshire IL 60140 United States	7,278.93	0.00	7,278.93
225	Progressive Messenger Ltd.	102-9900 River Drive Richmond BC V6X 3S3	56.32	0.00	56.32
226	Prosys	PO Box 416228 Boston MA 02241-6228 United States	73.25	0.00	73.25
227	Pure Chem, Inc.	117 Avalon Industrial Parkway Wentzville MO 63385 United States	1,190.00	0.00	1,190.00
228	Purity Cylinder Gases Inc.	PO Box 9390 Grand Rapids MI 49509-0390 United States	347.75	0.00	347.75
229	Quality Air Inc.	3395 Kraft SE Grand Rapids MI 49512-0703 United States	10,117.00	0.00	10,117.00
230	Quill.com	PO Box 37600 Philadelphia PA 19101-0600 United States	276.12	0.00	276.12
231	R&B Pelletier Industries Ltd.	58 Terrace Street Perth-Andover NB E7H 4Z1	2,909.27	0.00	2,909.27
232	R.A. Snyder Properties Inc (Lucas Properties)	2399 Camino Del Rio South, #102 San Diego CA 92108 United States	1,394.39	0.00	1,394.39
233	R.S. Hughes (Sunnyvale)	1162 Sonora Court Sunnyvale CA 94086 United States	1.14	0.00	1.14
234	Radio Systems Corporation	10427 PetSafe Way Knoxville TN 37932 United States	9,712.50	0.00	9,712.50
235	Rayani, Laurel	128 Eberts Street Victoria BC V8S 3H7	0.00	129,202.43	129,202.43
236	Reed Exhibition Companies	PO Box 7247-7585 Philadelphia PA 19170-7585 United States	5,247.50	0.00	5,247.50
237	Reliance Technical Service Ltd.	43-47 Wang Lung Street Tsuen Wan, Hong Kong - Hong Kong	350.00	0.00	350.00
238	Revenue Services of British Columbia (MSP)	PO Box 9482 Stn Prov Govt Victoria BC V8W 9W6	2,246.25	0.00	2,246.25
239	Riar, Rajwinder	13431 83A Avenue Surrey BC V3W 0Y1	140.00	0.00	140.00

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List "A"
 Unsecured Creditors

Contech Enterprises Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
240	Rohrer Corporation	PO Box 1009 Wadsworth OH 44282 United States	20,533.25	0.00	20,533.25
241	Roynat Lease Finance - Toronto 347767	5075 Yonge Street, 2nd Floor North York ON M2N 6C6	0.00	6,898.00	6,898.00
242	RPM, Inc./Drymate	6665 West Highway 13 Savage MN 55378 United States	6,345.00	0.00	6,345.00
243	Russel Metals Inc.	25 Richards St Industrial Park N Edmundston NB E3V 4H4	3,448.61	0.00	3,448.61
244	Sadler Farms	4805 Headland Close West Vancouver BC V7W 3C2	0.00	100,000.00	100,000.00
245	Same Day Delivery Inc.	3800 Three Mile Road NW Grand Rapids MI 49534 United States	939.73	0.00	939.73
246	SDV Logistics (Canada) Inc.	2100 - 5200 Miller Road Richmond BC V7B 1L1	13,344.27	0.00	13,344.27
247	Sears.com	D/703MOG, B4-118A, 3333 Beverly Rd Hoffman Estates IL 60179 United States	6,222.21	0.00	6,222.21
248	Sechrist, Amanda	27 Weiser Court Wormelsdorf PA 19567 United States	91.98	0.00	91.98
249	Sedgwick Claims Mgmt (Cambridge)	36392 Treasury Center Chicago IL 60694-6300 United States	8.00	0.00	8.00
250	Sellgren, Julien	1996 West 13th Ave Vancouver BC V6J 2H6	0.00	200,000.00	200,000.00
251	Setco Inc.	314 Straight Avenue SW Grand Rapids MI 49504 United States	632.34	0.00	632.34
252	SFU Gries Chair	Rm 210 MTF 8888 University Drive Burnaby BC V5A 1S6	81,854.84	0.00	81,854.84
253	Shang Huei Enterprise Company Ltd.	1F, No 93 Wenmin Road Taoyuan TW Taiwan	10.00	0.00	10.00
254	Shannon, Janet	2090 Stonehewer Place Victoria BC V8S 2Z7	0.00	100,000.00	100,000.00
255	Shred-it BC	300 - 1650 Brigantine Drive Coquitlam BC V3K 7B5	107.49	0.00	107.49
256	Sigma-Aldrich Canada Co.	PO Box 6100 Postal Station "F" Toronto ON M4Y 2Z2	580.30	0.00	580.30
257	Simon Fraser University	2100 Strand Hall, 8888 University Drive Burnaby BC V5A 1S6	25.01	0.00	25.01
258	Small Business Synergy Corporation	5988 Mid Rivers Mall Drive St. Peters MO 63304 United States	405.00	0.00	405.00
259	Sonoco Plastics	1330 Enterprise Drive, Attn: Kathy England Winchester KY 40391 United States	3,125.76	0.00	3,125.76
260	Source Atlantic Limited	PO Box 967 Saint John NB E2L 4E4	1,500.61	0.00	1,500.61
261	Southern Imperial, Inc.	1400 Eddy Avenue Rockford IL 61103 United States	493.33	0.00	493.33
262	Spigelman, Karin	Slottsberget 28 Gothenburg . 41757 Sweden	120,000.00	0.00	120,000.00
263	SPS Commerce, Inc. C017070	PO Box 9202 Minneapolis MN 55480-9202 United States	2,250.00	0.00	2,250.00

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List "A"
 Unsecured Creditors

Contech Enterprises Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
264	St. Patrick Holdings Ltd.	1081 St. Patrick Street Victoria BC V8S 4Y2	0.00	167,956.99	167,956.99
265	Stevenson McKenna & Callanan	350 Lincoln Street, Suite 2400 Hingham MA 02043 United States	1,310.00	0.00	1,310.00
266	Stile Associates Ltd. (S.J. Stiles Associates)	181 S Franklin Avenue Valley Stream NY United States	96,681.58	0.00	96,681.58
267	Stimson Lumber Company	520 Southwest Yamhill, Suite 700 Portland OR 97204 United States	226.08	0.00	226.08
268	St-Onge Industrial Supplies Ltd.	PO Box 7159 Grand Falls NB E3Z 3C9	112.28	0.00	112.28
269	Takacs, Steve	7572 Progress Way Delta BC V4G 1E9	396.50	0.00	396.50
270	Tanglefoot Company, The	314 Straight Avenue SW Grand Rapids MI 49504 United States	5,876.72	0.00	5,876.72
271	TCI America	21685 Network Place Chicago IL 60673-1216 United States	1,584.30	0.00	1,584.30
272	Team Marketing, LLC	2440 Plainfield NE Grand Rapids MI 49505 United States	250.00	0.00	250.00
273	TEC Canada	Suite 1200 - 833 4th Avenue SW Calgary AB T2P 3T5	8,835.75	0.00	8,835.75
274	Techspray	39193 Treasury Center Chicago IL 60694-9100 United States	17,555.00	0.00	17,555.00
275	Terri Schulte Equestrian & Pet Products, L.L.C.	37660 N Rancho Manana Blvd. Cave Creek AZ 85331 United States	265.48	0.00	265.48
276	The Lawn & Garden Performance Group LLC	4440 East Ficus Way Gilbert AZ 85297 United States	2,636.72	0.00	2,636.72
277	The Texas A&M University System	Office of Technology Commercialization, 800 Raymond Stotzer Parkway, Suite 2020 College Station TX 77845 United States	3,721.12	0.00	3,721.12
278	Thomson, J Gordon	PO Box 8865 Victoria BC V8W 3Z1	448.00	0.00	448.00
279	Time Warner Cable	PO Box 60074 City of Industry CA 91716-0074 United States	88.76	0.00	88.76
280	Tonmar Janitorial Ltd.	109 - 1628 Foster's Way Delta BC V3M 6S6	955.50	0.00	955.50
281	Top Value Fabrics	21023 S. Main Street, Unit B Carson CA 90745 United States	45.00	0.00	45.00
282	Topping, Anthony	10 Gedney Circle White Plains NY 10605 United States	15,416.67	0.00	15,416.67
283	Torfinn Djukastein	5955 River Road Qualicum Beach BC V9K 1Z5	0.00	181,262.69	181,262.69
284	Total Quality Logistics (TQL)	PO Box 634558 Cincinnati OH 45263-4558 United States	5,200.00	0.00	5,200.00
285	Travers Tool Co., Inc.	Postal Station - Centre Ville Montreal QC H3C 5G9	10.00	0.00	10.00
286	Trece Incorporated	PO Box 129 Adair OK 74330 United States	9,821.20	0.00	9,821.20
287	Treiberg, Anders	474 Smelt Bay Road, Box 248 Mansons Landing BC V0P 1K0	0.00	54,984.15	54,984.15

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List "A"
 Unsecured Creditors

Contech Enterprises Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
288	Treiberg, Elisabeth	PO 389, Cortes Island Mansons Landing BC V0P 1K0	0.00	54,984.15	54,984.15
289	Trimseal Plastics Ltd.	3511 Jacombs Road Richmond BC V6V 1Z8	404.25	0.00	404.25
290	Troke-GAP & Associates CAD	2275 Upper Middle Road East, Suite 101 Oakville ON L6H 0C3	8,340.87	0.00	8,340.87
291	Trudell Holdings Inc.	Lockbox 88899 Milwaukee WI 53288-0899 United States	701.20	0.00	701.20
292	Tully & Holland	20 William Street, Suite 135 Wellesley MA 02481 United States	250.00	0.00	250.00
293	Tumaini Controlled Release Technologies Inc.	501 Rennie St. Hamilton ON L8H 3P6	3,600.00	0.00	3,600.00
294	Uline	RPO Streetsville Mississauga ON L5M 0S8	1,257.03	0.00	1,257.03
295	UPS Supply Chain Solutions (Chicago)	28013 Network Place Chicago IL 60673-1280 United States	14,492.44	0.00	14,492.44
296	Valcon	15 Industrial Park Crescent Perth-Andover NB E7H 2H8	2,034.00	0.00	2,034.00
297	VegHerb LLC	10 Gedney Circle, White Plains, NY, White Plains NY 10605 United States	0.00	1,456,083.00	1,456,083.00
298	Vermont Agency of Agriculture, Food & Markets	116 State Street Montpelier VT 05620-2901 United States	220.00	0.00	220.00
299	Vice Versa Translation	144 Werra Road Victoria BC V9B 1N4	47.25	0.00	47.25
300	Vierson Boiler & Repair Co.	3700 Patterson Avenue SE Grand Rapids MI 49512-4094 United States	518.40	0.00	518.40
301	Virginia, Commonwealth of	PO Box 526 Richmond VA 23218-0526 United States	320.00	0.00	320.00
302	Vision33 (form.Encaptis form. Coastal Range)	210 Water Street, Suite 400 St. John's NL A1C 1Z9	35,042.93	0.00	35,042.93
303	VWR Scientific Inc.	Commerce Court Postal Station Toronto ON M5L 1K1	859.23	0.00	859.23
304	Waste Management of Michigan	PO Box 9001054 Louisville KY 40290-1054 United States	548.23	0.00	548.23
305	Wayman, Joe	Vancouver BC United States	9,685.28	0.00	9,685.28
306	WB Pallets	4440 Chicago Drive Hudsonville MI 49426 United States	700.00	0.00	700.00
307	WC&B Manufacturing	208 - 19232 Enterprise Way Surrey BC V3S 6J9	2,397.17	0.00	2,397.17
308	Webb Chemical Services Corporation	2708 Jarman Street Muskegon MI 49444 United States	6,349.25	0.00	6,349.25
309	Wells Fargo Equipment Finance	PO Box 7777 San Francisco CA 94120-7777 United States	368.99	0.00	368.99
310	West and Barker, Inc.	950 Summit Ave. Niles OH 44446 United States	6,151.64	0.00	6,151.64
311	West Michigan Commercial Cleaning LLC	3545 Viaduct Avenue SW Grandville MI 49418 United States	782.66	0.00	782.66

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List "A"
 Unsecured Creditors

Contech Enterprises Inc.

No.	Name of creditor	Address	Unsecured claim	Balance of claim	Total claim
312	West Michigan Uniform	407 W. 17th Street Holland MI 49423 United States	282.50	0.00	282.50
313	West Virginia Department of Agriculture	1900 Kanawha Blvd, East Charleston WV 25305-0190 United States	305.63	0.00	305.63
314	Williams Scotsman, Inc.	PO Box 91975 Chicago IL 60693-1975 United States	426.88	0.00	426.88
315	Wisconsin Dept of Agriculture, Trade and Consumer Protection	Box 93479 Milwaukee WI 53293-0479 United States	530.00	0.00	530.00
316	Wyoming Dept. of Agriculture	2219 Carey Avenue Cheyenne WY 82002 United States	300.00	0.00	300.00
317	Xerox Canada Ltd.	PO Box 4539 Station A Toronto ON M5W 4P5	1,497.04	0.00	1,497.04
318	Your COBRA Connection	PO Box 50627 Kalamazoo MN 49005-0627 United States	78.00	0.00	78.00
319	YRC (RDWY) USD	PO Box 93151 Chicago IL 60673-3151 United States	21,019.03	0.00	21,019.03
320	Yueqing Dongda Electron Co.,LTD.	Wengyang Town Yueqing City, China . China	121.38	0.00	121.38
321	Yung, Li Tai	Taiwan . Taiwan	43,221.11	0.00	43,221.11
Total:			4,518,378.02	7,949,068.47	12,467,446.49

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List "B"
 Secured Creditors

Contech Enterprises Inc.

No.	Name of creditor	Address	Amount of claim	Particulars of security	When given	Estimated value of security	Estimated surplus from security	Balance of claim
1	0827951 B.C. Ltd. (Sylvia Friesen)	30140 Nicholson Rd Abbotsford BC V4X 2G5	300,000.00	Other - General Security Agreement		0.00		300,000.00
2	BC Advantage Funds (Frank Holler)	Suite 410 -221 West Esplanade North Vancouver BC V7M 3J3	1,000,000.00	Other - General Security Agreement		0.00		1,000,000.00
3	Brenner, Michael	1810 W. 16th Ave Vancouver BC V6J 2M2	116,734.00	Other - General Security Agreement		0.00		116,734.00
4	Burman and Burman Corp.	895 Strangecrest Place Victoria BC V8Y 1J7	150,000.00	Other - General Security Agreement		0.00		150,000.00
5	Business Development Canada	990 Fort Street Victoria BC V8V 3K2	85,220.43	Business Assets - Trade Fixtures - Property and equipment Other - General Security Agreement		73,000.00 0.00		12,220.43
6	BWF Holdings, Ltd (Bruce Friesen)	13520 78th Avenue Surrey BC V3W 8J6	700,000.00	Other - General Security Agreement		0.00		700,000.00
7	Cary Gregory	1180 Baltimore Pike Gettysburg PA 17325 United States	280,000.00	Other - General Security Agreement		0.00		280,000.00
8	Dell Financial Services Canada Ltd. Attn: Tami Beall	501 - 155 Gordon Baker Road North York ON M2H 3N5	12,857.00	Business Assets - Trade Fixtures - Property and equipment Other - General Security Agreement		0.00 0.00		12,857.00
9	Denman Island Chocolates	4321 Denman Road Denman Island BC V0R 1T0	500,000.00	Other - General Security Agreement		0.00		500,000.00
10	ECL Holdings Ltd	5220 Harold Street Victoria BC V8Y 3E5	166,666.66	Other - General Security Agreement		0.00		166,666.66
11	First West Capital	6470 201 Street Langley BC V2Y 2X4	1,450,000.00	Business Assets - Stock In Trade - Inventory Debts Due - Business - Accounts Receivable Business Assets - Trade Fixtures - Property and equipment		633,638.23 0.00 0.00		816,361.77
12	Fung, Joseph	1304 Bloomfield Ave. Hoboken NJ 07030 United States	64,605.43	Other - General Security Agreement		0.00		64,605.43
13	Grambart, Mark	3008 Oakdowne Road Victoria BC V8R 5N9	320,809.34	Other - General Security Agreement		0.00		320,809.34

23-Dec-2014

Date


 Frank Holler

District of: British Columbia
 Division No. 02 - Victoria
 Court No.
 Estate No.

FORM 78 - Continued

List "B"
 Secured Creditors

Contech Enterprises Inc.

No.	Name of creditor	Address	Amount of claim	Particulars of security	When given	Estimated value of security	Estimated surplus from security	Balance of claim
14	Hooper, Marianne	207 Mary Hill Road Victoria BC V9C 3Z2	50,000.00	Other - General Security Agreement		0.00		50,000.00
15	Hooper, Paul	207 Mary Hill Road Victoria BC V9C 3Z2	50,000.00	Other - General Security Agreement		0.00		50,000.00
16	HSBC	Gateway Village 100, 771 Vernon Avenue Victoria BC V8X 5A7	1,412,361.77	Debts Due - Business - Accounts Receivable Business Assets - Stock In Trade - Inventory Business Assets - Trade Fixtures - Property and equipment		966,000.00 446,361.77 0.00		
17	K'(Prime) Technologies Inc.	Unit 105, 90 Freeport Blvd NE Calgary AB T3J 5J9	31,304.00	Business Assets - Trade Fixtures - Property and equipment Other - General Security Agreement		0.00 0.00		31,304.00
18	Minzar Holdings	1494 Dallas Road Victoria BC V8S 1A2	846,309.76	Other - General Security Agreement		0.00		846,309.76
19	Pacific Sprinklers Ltd.	2811 Popoff Road South Slokan BC V0G 2G1	79,828.67	Other - General Security Agreement		0.00		79,828.67
20	Rayani, Laurel	128 Eberis Street Victoria BC V8S 3H7	129,202.43	Other - General Security Agreement		0.00		129,202.43
21	Roynat Lease Finance - Toronto 347767	5075 Yonge Street, 2nd Floor North York ON M2N 6C6	6,898.00	Business Assets - Trade Fixtures - Property and equipment Other - General Security Agreement		0.00 0.00		6,898.00
22	Sadler Farms	4805 Headland Close West Vancouver BC V7W 3C2	100,000.00	Other - General Security Agreement		0.00		100,000.00
23	Sellgren, Julien	1996 West 13th Ave Vancouver BC V6J 2H6	200,000.00	Other - General Security Agreement		0.00		200,000.00
24	Shannon, Janet	2090 Stonehewer Place Victoria BC V8S 2Z7	100,000.00	Other - General Security Agreement		0.00		100,000.00
25	St. Patrick Holdings Ltd.	1081 St. Patrick Street Victoria BC V8S 4Y2	167,956.99	Other - General Security Agreement		0.00		167,956.99
26	Torfinn Djukastein	5955 River Road Qualicum Beach BC V9K 1Z5	181,262.69	Other - General Security Agreement		0.00		181,262.69

23-Dec-2014

Date


 Frank Holler

District of: British Columbia
Division No. 02 - Victoria
Court No.
Estate No.

FORM 78 - Continued

List "B"
Secured Creditors

Contech Enterprises Inc.

No.	Name of creditor	Address	Amount of claim	Particulars of security	When given	Estimated value of security	Estimated surplus from security	Balance of claim
27	Treiberg, Anders	474 Smelt Bay Road, Box 248 Mansons Landing BC V0P 1K0	54,984.15	Other - General Security Agreement		0.00		54,984.15
28	Treiberg, Elisabeth	PO 389, Cortes Island Mansons Landing BC V0P 1K0	54,984.15	Other - General Security Agreement		0.00		54,984.15
29	VegHerb LLC	10 Gedney Circle, White Plains, NY, White Plains NY 10605 United States	1,456,083.00	Other - General Security Agreement		0.00		1,456,083.00
Total:			10,068,068.47			2,119,000.00	0.00	7,949,068.47

23-Dec-2014

Date



Frank Holler

District of: British Columbia
Division No. 02 - Victoria
Court No.
Estate No.

FORM 78 -- Continued

List "C"
Preferred Creditors for Wages, Rent, etc.

Contech Enterprises Inc.

No.	Name of creditor	Address and occupation	Nature of claim	Period during which claim accrued	Amount of claim	Amount payable in full	Difference ranking for dividend
Total:					0.00	0.00	0.00

23-Dec-2014

Date



Frank Holler

District of: British Columbia
Division No. 02 - Victoria
Court No.
Estate No.

FORM 78 - Continued

List "D"
Contingent or Other Liabilities

Contech Enterprises Inc.

No.	Name of creditor or claimant	Address and occupation	Amount of liability or claim	Amount expected to rank for dividend	Date when liability incurred	Nature of liability
1	ENB Science LLC	6209 Mid Rivers Drive, Suite 107 St. Charles MI 63376 USA	1.00	0.00		Shares
Total:			1.00	0.00		

23-Dec-2014

Date



Frank Holler

District of: British Columbia
 Division No. 02 - Victoria
 Court No.
 Estate No.

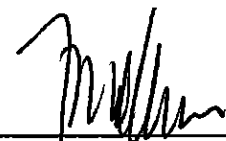
FORM 78 - Continued

List "E"
 Debts Due to the Debtor
 Contech Enterprises Inc.

No.	Name of debtor	Address and occupation	Nature of debt	Amount of debt (good, doubtful, bad)	Folio of ledgers or other book where particulars to be found	When contracted	Estimated to produce	Particulars of any securities held for debt
1	Accounts Receivable	2900 550 Burrard St Vancouver BC V6C 0A3	Trade Receivable	2,387,210.00 0.00 0.00		23-Dec-2014	966,000.00	N/A
2	Due from Contech US Inc.	314 Straight Ave SW Grand Rapids MI 49504 USA	Related party loan	0.00 0.00 913,722.00		23-Dec-2014	0.00	N/A
3	Employee Loan Receivable	2900 550 Burrard St Vancouver BC V6C 0A3	Loan	0.00 0.00 108,609.00		23-Dec-2014	0.00	N/A
4	Investment tax credits receivable	2900 550 Burrard St Vancouver BC V6C 0A3	Tax Credit	0.00 0.00 322,622.00		23-Dec-2014	0.00	N/A
Total:				2,387,210.00 0.00 1,344,953.00			966,000.00	

23-Dec-2014

Date



Frank Holler

District of: British Columbia
Division No. 02 - Victoria
Court No.
Estate No.

FORM 78 - Continued

List "F"


Bills of Exchange, Promissory Notes, Lien Notes, Chattel
Mortgages, etc., Available as Assets

Contech Enterprises Inc.

No.	Name of all promissory, acceptors, endorsers, mortgagors, and guarantors	Address	Occupation	Amount of bill or note, etc.	Date when due	Estimated to produce	Particulars of any property held as security for payment of bill or note, etc.
Total:				0.00		0.00	

23-Dec-2014

Date



Frank Holler

District of: British Columbia
Division No. 02 - Victoria
Court No.
Estate No.

FORM 78 - Continued

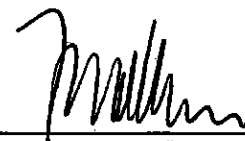
List "G"
Real Property or Immovables Owned by Debtor

Contech Enterprises Inc.

Description of property	Nature of debtor interest	In whose name does title stand	Total value	Particulars of mortgages, hypothecs, or other encumbrances (name, address, amount)	Equity or surplus
Total			0.00		0.00

23-Dec-2014

Date



Frank Holler

District of: British Columbia
 Division No. 02 - Victoria
 Court No.
 Estate No.

FORM 78 - Concluded

List "H"
 Property

Contech Enterprises Inc.
 FULL STATEMENT OF PROPERTY

Nature of property	Location	Details of property	Original cost	Estimated to produce
(a) Stock-in-trade		Inventory	5,401,040.00	1,080,000.00
(b) Trade fixtures, etc.		Property and equipment	993,147.00	73,000.00
(c) Cash in financial institutions			0.00	0.00
(d) Cash on hand			0.00	0.00
(e) Livestock			0.00	0.00
(f) Machinery, equipment and plant			0.00	0.00
(g) Furniture			0.00	0.00
(h) Life insurance policies, RRSPs, etc.			0.00	0.00
(i) Securities			0.00	0.00
(j) Interests under wills, etc.			0.00	0.00
(k) Vehicles			0.00	0.00
(l) Taxes			0.00	0.00
(m) Other		Intangibles	5,783,680.00	250,000.00
		Prepaid Expenses	489,198.00	0.00
		Deferred Transaction Costs	27,114.00	0.00
		General Security Agreement	0.00	0.00
		Deferred product development costs	1,090,089.00	0.00
			Total:	1,403,000.00

23-Dec-2014

Date



Frank Holler

Court No.

File No.

In the matter of the proposal of
Contech Enterprises Inc.
of the City of Victoria, in the Province of British
Columbia

Form 78 (Bill C-12)
Statement of affairs (Business bankruptcy)

Deloitte Restructuring Inc. - Trustee

2800 - 1055 Dunsmuir Street, PO Box 49279
Vancouver BC V7X 1P4
Phone: (604) 534-0921 Fax: (604) 534-7429

APPENDIX H
FORM 92 – NOTICE OF PROPOSAL TO CREDITORS
WITH A LIST OF AFFECTED CREDITORS

District of: British Columbia
Division No. 02 - Victoria
Court No.
Estate No. 11-1946231

FORM 92
Notice of Proposal to Creditors
(Section 51 of the Act)

In the matter of the proposal of
Contech Enterprises Inc.
of the City of Victoria, in the Province of British Columbia

Take notice that Contech Enterprises Inc. of the City of Victoria in the Province of British Columbia has lodged with us a proposal under the Bankruptcy and Insolvency Act.

A copy of the proposal, a condensed statement of the debtor's assets, and liabilities, and a list of the creditors affected by the proposal and whose claims amount to \$250 or more are enclosed herewith.

A general meeting of the creditors will be held at 2800 - 1055 Dunsmuir St, Vancouver, BC on the 8th day of January 2015 at 2:00 PM.

The creditors or any class of creditors qualified to vote at the meeting may by resolution accept the proposal either as made or as altered or modified at the meeting. If so accepted and if approved by the court the proposal is binding on all the creditors or the class of creditors affected.

Proofs of claim, proxies and voting letters intended to be used at the meeting must be lodged with us prior to the commencement of the meeting.

Dated at the City of Vancouver in the Province of British Columbia, this 23rd day of December 2014.

Deloitte Restructuring Inc. - Trustee



2800 - 1055 Dunsmuir Street, PO Box 49279

Vancouver BC V7X 1P4

Phone: (604) 534-0921 Fax: (604) 534-7429

(A form of proof of claim, a form of proxy and a voting letter should be enclosed with each notice.)

FORM 92 -- Continued

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
0827951 B.C. Ltd. (Sylvia Friesen)	30140 Nicholson Rd Abbotsford BC V4X 2G5		300,000.00
A B Dick Document Solutions	3813 Eastern Ave Sw Grand Rapids MI 49508 United States		1,754.61
ABF Freight System, Inc.	2690 Courier Dr NW Grand Rapids MI 49534 United States		2,557.89
Advance Packaging Corporation	PO Box 888311 Grand Rapids MI 49588-8311 United States		8,483.20
Advanced Fulfillment Inc.	955 Godfrey Avenue SW Grand Rapids MI 49503 United States		10,162.00
AFCO	4501 College Boul Suite 320 Leawood KS 66211 United States		16,110.54
Agility Logistics Corp.	410 Admiral Blvd Mississauga ON L5T 2N6		17,218.15
All American Pharmaceutical	2376 Main Street Billings MT 59105 United States		7,438.00
Alligacom Inc.	4220, Rouen Street, Suite 200 Montreal QC H1V 3T2		1,213.12
Amazon.com Warehouse Orders	PO Box 80387 Seattle WA 98108-0387 United States		12,966.54
American Express	PO Box 329000 Weston FL 33332-9000 United States		44,590.77
American Plastics	200 - 1225 N Macarthur Drive Tracy CA 95376 United States		8,504.60
Applied Imaging Netsmart fka Delios	7718 Solution Center Chicago IL 60677-7007 United States		4,535.92
Arizona Department of Agriculture	1688 West Adams Phoenix AZ 85007 United States		330.00
Arkansas State	PO Box 1069 Little Rock AR 72203 United States		600.00
Atlantic Paste & Glue	Unit 170 - 53rd Street Brooklyn NY 11232 United States		9,453.44
Baixing Group Co. Ltd.	Lijia Town, Wujin Changzhou City, China 213176 China		18,835.11

FORM 92 --- Continued

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Barefoot Graphic Design	1341 Auburn Hills Drive St Charles MO 63304 United States		250.00
BC Advantage Funds (Frank Holler)	Suite 410 -221 West Esplanade North Vancouver BC V7M 3J3		1,000,000.00
Berry Plastics Corporation	101 Oakley Street Evansville IN 47710 United States		755.34
BFI Canada	25 Fawcett Road Coquitlam BC V3K 6V2		2,596.56
Bilsi CAD	4050A Sladeview Crescent Mississauga ON L5L 5Y5		467.82
Biopacific Diagnostic Inc.	114 - 828 Harbourside Drive North Vancouver BC V7P 3R9		312.48
Bird and Bosch Pty Ltd (Birdies)	259 Queen Street Brisbane, Queensland Australia		12,658.00
Blackman Support Services Ltd.	1249 Union Road Victoria BC V8P 2J5		3,834.58
Bolster America	PO Box 841 Fort Fairfield ME 04742 United States		2,645.49
Bolster Canada	20 Columbus Street Perth Andover NB E7H 1T3		133,379.70
Bolster Investments Inc. (CAD)	20 Columbus Street Perth Andover NB E7H 1T3		4,000.00
Bolster, Mike	20 Columbus Street Perth Andover NB E7H 1T3		20,365.03
Borden, John	6552 Carnegie Street Burnaby BC V5B 1Y3		1,178.18
Boucrouche Bay Industries Ltd.	Station Main Boucrouche NB E4S 2J2		21,691.76
Brenner, Michael	1810 W 16th Ave Vancouver BC V6J 2M2		116,734.00
Bright Image Corporation	2830 South 18th Avenue Broadview IL 60155-4357 United States		30,780.00
Burman & Burman Corporation	895 Strangcrest Place Victoria BC V8Y 1J7		30,957.10

FORM 92 -- Continued

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Burman and Burman Corp.	895 Strangcrest Place Victoria BC V8Y 1J7		191,447.69
Business Development Canada	990 Fort Street Victoria BC V8V 3K2		85,220.43
BWF Holdings, Ltd (Bruce Friesen)	13520 78th Avenue Surrey BC V3W 8J6		700,000.00
C.H. Robinson Company (Canada) Ltd.	2200 Reverchon, Ste 221 Dorval QC H9P 2S7		5,900.00
CAFO	10025-106 St NW, Ste 604, Baker Centre Edmonton AB T5J 1G4		36,198.48
California Dept of Pesticide Regulation	1001 I Street Sacramento CA 95812-4015 United States		750.00
Canadian Ctr for Occupational Health	135 Hunter Street East Hamilton ON L8N 1M5		4,714.40
Canadian Intellectual Property Office CIPO	50 Victoria Street Rm C-114 Gatineau QC K1A 0C9		700.00
Caorda Solutions Inc	100 - 3550 Saanich Road Victoria BC V8X 1X2		10,145.64
Carotrans International Inc.	100 Walnut Avenue, Suite 202 Clark NJ 07066 United States		12,341.46
Gary Company, The	1195 West Fullerton Addison IL 60101 United States		647.02
Gary Gregory	1160 Baltimore Pike Gettysburg PA 17325 United States		280,000.00
Category 1 Cleaning	2642 Alderglen Place Victoria BC V9C 3P6		535.50
Cavalier Packaging Company	543 Hanley Industrial Ct St Louis MO 63144 United States		16,141.30
Christie-Phoenix	101 - 4430 West Saanich Road Victoria BC V8Z 3E9		6,576.29
Chuck Latham Associates, Inc.	18403 Longs Way, Unit 102 Parker CO 80134 United States		4,330.80
Cobra Plastics, Inc.	1244 East Highland Road Macedonia OH 44056 United States		866.59
Cole-Parmer Canada Inc.	PO Box 11454 Dept 4, a/s M9027C Montreal QC H3C 5K8		261.37

FORM 92 --- Continued

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Commerce Hub	PO Box 15291, Station A Toronto ON M5W 1C1		1,751.50
Commercial Alcohols Ltd. (Greenfield Ethanol)	98 Walker Drive Brampton ON L6T 4H6		3,332.04
Conrad, Andy	115 - 19 Dallas Road Victoria BC V8V 5A6		415.41
Consumers Energy	530 West Willow Street Lansing MI 48937-0001 United States		434.33
Conteco Manufacturing Ltd.	23492 River Road Maple Ridge BC V2W 1B7		4,819.50
Covin Sales & Converting	2055 Randolph Street Huntington Park CA 90255 United States		3,348.95
Crayola Properties Inc.	131 S Dearborn - 6th Floor Chicago IL 60603 United States		5,483.87
CS Tech Mexico	Ciudad Industrial, Calle 2 Oriente No 134 Tijuana, Tijuana 22444 Mexico		58,049.19
Custom Air Conditioning Ltd.	1835 Broadway Street Port Coquitlam BC V3C 4Z1		822.62
Custom Converters, Inc.	115 Naylor Avenue Livingston NJ 07039 United States		706.56
Day & Ross Inc. (CAD) Acct 012558	11470 131st Street Surrey BC V3R 4S7		29,047.48
DBS Bank (Hong Kong) Limited	16th Floor, The Center Central, Hong Kong Hong Kong		1,426,314.72
Dell Financial Services Canada Ltd. Tami Beall	501 - 155 Gordon Baker Road North York ON M2H 3N5		12,857.00
Denman Island Chocolates	4321 Denman Road Denman Island BC V0R 1T0		500,000.00
DeWitt Barrels, Inc.	1125 Comstock Street Mame MI 49435 United States		460.00
Digi-Key Corporation	701 Brooks Avenue South Theif River Falls MN 56701-0677 United States		1,253.85

FORM 92 --- Continued

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Distribution Acier Pointe-Claire Inc.	71 Humus Blvd Pointe Claire PQ H9R 1E2		3,176.09
Dooling, Jamie	20 Columbus Street Perth-Andover NB E7H 1T3		1,279.77
Doug Brown Packaging Products	4223 Edgeland Royal Oak MI 48073 United States		2,355.50
DSV Air & Sea, Inc. US (EWR)	PO Box 200876 Pittsburg PA 15251-0876 United States		4,397.80
Eastern Reach Company Ltd. (Meixin)	Suite 1113 Landmark North Sheung Shui NT Hong Kong		446,121.90
Eaton Brothers Corporation	PO Box 60 Hamburg NY 14075 United States		24,029.12
ECL Holdings Ltd	5220 Harold Street Victoria BC V8Y 3E5		166,666.66
Eclipse Creative Inc.	200 - 388 Harbour Road Victoria BC V9A 3S1		7,065.92
Emedco, Inc.	39209 Treasury Center Chicago IL 60694-9200 United States		771.00
Empire Life Insurance Company	259 King Street East Kingston ON K7L 3A8		4,611.87
Environmental Protection Agency	PO Box 979031 St Louis MO 63197-9000 United States		13,500.00
Euler Hermes Canada Services	1155, Rene-Levesque Blvd West, Suite 2810 Montreal QC H3B 2L2		12,530.18
Everett's Heating Ltd.	341 Main Street Aroostook NB E7H 2Z4		872.93
Express Services, Inc.	PO Box 535434 Atlanta GA 30353-5434 United States		123,734.34
F.A. Tool & Die	846 Baisley Road St Jacques NB E7B 1Z7		9,299.79
Fasken Martineau DuMoulin LLP	2900 - 550 Burrard Street Vancouver BC V6C 0A3		233,215.51
FedEx	PO Box 371461 Pittsburgh PA 15250-7461 United States		31,125.65

FORM 92 -- Continued

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Fibers of Kalamazoo, Inc	PO Box 51028 Kalamazoo MI 49005 United States		1,217.25
First West Capital	6470 201 Street Langley BC V2Y 2X4		1,450,000.00
Florida Department of Agriculture	3125 Conner Blvd, Bldg 6, MS L6 Tallahassee FL 32399-1650 United States		700.00
Foremost Communications (Greystone Print Solutions)	PO Box 30516 Lansing MI 48909-8016 United States		300.00
Fortis BC	PO Box 6666 Station Terminal Vancouver BC V6B 6M9		1,683.57
Fox Valley Containers Inc.	150 Prairie Lake Road, Unit B East Dundee IL 60118 United States		23,712.94
Fung, Joseph	1304 Bloomfield Ave Hoboken NJ 07030 United States		64,605.43
G & T Industries - GR Foam	1001 76th St SW Byron Center MI 49315-7956 United States		1,060.00
Gemini Plastic Enterprises Inc.	3574 Fruitland Avenue Maywood CA 90270 United States		3,885.00
Gilbert M. Rioux & Fils Ltee	PO Box 7812 Grand Falls NB E3Z 3E8		3,387.21
GLT Packaging Corporation	PO Box 67000 Detroit MI 48267-2487 United States		6,611.27
Government of New Brunswick	Government of New Brunswick, Department of Finance, Revenue & Taxation Division, PO Box 3000 Fredericton NB E3B 5G5 United States		9,784.96
Grambart, Mark	3008 Oakdowne Road Victoria BC V8R 5N9		320,809.34
Grand Falls Pallets	63 Power Road Grand Falls NB E3Y 4A8		3,062.30
Grand Rapids Area Chamber of Commerce	111 Pearl Street NW Grand Rapids MI 49503 United States		400.00
Grand Rapids Metrology	4215 Stafford Ave SW Grand Rapids MI 49548-3055 United States		325.11
Great Lakes IPM	10220 E Church Road Vestaburg MI 48891 United States		4,785.00

FORM 92 -- Continued

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
GreMedia Incorporated	4012 Bridge Avenue Cleveland OH 44113 United States		3,106.82
Gro Group Inc.	68 Tadmuck Road, Unit 3 Westford MA 01886 United States		15,665.92
GTL Transportation Inc.	PO Box 38171 Dartmouth NS B3B 1X2		4,730.00
Gui-yo Industrial Co. Ltd. (Gui Yo)	63 Cheng Tong Road Homei, Changhu Tiawan		39,775.40
H3D	ZA Sous la Combe Lavancia 01590 France		18,717.90
Henry Schein Animal Health	400 Metro Place North Dublin OH 43017 United States		3,279.00
Hercon Environmental Company	PO Box 536209 Pittsburgh PA 15253-5904 United States		830.39
Hillmer Marketing Inc.	2440 Plainfield Avenue NE Grand Rapids MI 49505 United States		1,560.77
Ho Tin Industrial Centre (Fabrica de Artigos.)	Rua 5 e 6 DO B A Preta Preta, Macau Macau		370,160.22
Hooper, Marianne	115 - 19 Dallas Road Victoria BC V8V 5A6		1,660.98
Hooper, Marianne	207 Mary Hill Road Victoria BC V9C 3Z2		50,000.00
Hooper, Paul	207 Mary Hill Road Victoria BC V9C 3Z2		50,000.00
HPB Financial Corporation	#834, 105-150 Crowfoot Cr Calgary AB T3G 3T2		5,628.34
HSBC	Gateway Village 100, 771 Vernon Avenue Victoria BC V8X 5A7		1,412,361.77
Idaho Department of Agriculture	PO Box 7723 Boise ID 83707 United States		480.00
IGC Show LLC	2873 Saber Drive Clearwater FL 33759 United States		5,590.00

FORM 92 — Continued

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Imagine That International, Inc.	4135 Calle Isabelino San Diego CA 92130 United States		12,020.49
IMPAK Corporation	13700 S Broadway Street Los Angeles CA 90061 United States		15,239.57
Indiana State Chemist & Seed Commissioner	175 S University Street West Lafayette IN 47907-2063 United States		340.00
Indwisco Limited	1-9010 Keele St Concord ON L4K 2N2		30,331.05
Insultab Inc.	45 Industrial Parkway Woburn MA 01801 United States		256.00
International Pheromone System	10-15 Meadow Lane Industrial Estate Ellesmere Port, Cheshire CH65 4TY United Kingdon		3,344.02
IS2 Staffing Services Inc.	210 - 6165 Highway 17 Delta BC V4K 5B8		2,366.50
JL Sales & Marketing	1990 Edwards Mill Road Germantown TN 38139 United States		6,855.81
K'(Prime) Technologies Inc.	Unit 105, 90 Freeport Blvd NE Calgary AB T3J 5J9		31,304.00
KAFKO International, Ltd.	3555 West Howard Street Skokie IL 60076 United States		1,362.50
Kentucky Department of Agriculture	107 Corporate Drive Frankfort KY 40601 United States		500.00
Kmart.com	D/703MOG, B4-118A, 3333 Beverly Rd Hoffman Estates IL 60179 United States		5,397.52
Koval Williamson	11208 47th Avenue West Mukilteo WA 98275 United States		2,296.00
KPMG	PO Box 10426 Vancouver BC V7Y 1K3		48,117.50
Lafontaine, JP	7572 Progress Way Delta BC V4G 1G9		359.79
Lane Powell Attorneys & Counselors	4100 - 1420 Fifth Avenue Seattle WA 98101-2338 United States		485.00
Lawn & Garden Performance Group LLC, The	4440 East Ficus Way Gilbert AZ 85297 United States		8,431.44

FORM 92 -- Continued

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Leason Ellis	1 Barker Avenue, 5th Floor White Plains NY 10601 United States		15,452.05
Leech Tishman Fuscaldo & Lampi	525 William Penn Place, 28th Floor Pittsburgh PA 15219 United States		1,288.00
Legend Services Inc.	1242 Comstock Street, Suite B Marne MI 49435 United States		1,875.00
Louisiana State Dept of Agriculture & Forestry	PO Box 91081 Baton Rouge LA 70821-9081 United States		400.00
LTI Printing	518 North Centerville Road Sturgis MI 49091 United States		645.20
Ludoma Services	Gesworenhoeckseweg 3 Tilburg Nederland		3,429.15
Maine Dept of Agriculture, Food & Rural Resources	28 State House Station Augusta ME 04333-0028 United States		320.00
Maritime Paper Limited (formerly Norampac)	PO Box 668 Dartmouth NS B2Y 3Y9		3,815.75
McCullough O'Connor Irwin	1100-888 Dunsmuir Street Vancouver BC V6C 3K4		8,158.82
Middleton Printing	200 32nd Street SE Grand Rapids MI 49548 United States		4,043.19
Midland Transport Limited	100 Midland Drive Dieppe NB E1A 6X4		949.91
Millman & Schwartz	2 Perlman Drive Suite 203 Spring Valley NY 10977 United States		4,000.00
Minnesota Department of Agriculture	36921 Twin Lakes Rd Menahga MN 56464 United States		800.00
Minzar Holdings	1494 Dallas Road Victoria BC V8S 1A2		846,309.76
Mississippi Dept of Agriculture and Commerce	PO Box 5207 Mississippi State MS 39762-5207 United States		400.00
Missouri State Dept of Agriculture	1616 Missouri Boulevard Jefferson City MO 65102-0630 United States		300.00
MJS Packaging	1590 N Roberts Road NW, Suite 203 Kennesaw GA 30144 United States		3,718.75
Montana Dept. of Agriculture	PO Box 200201 Helena MO 59620-0201 United States		555.00

FORM 92 — Continued

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Myco Moldings Inc.	1650 Jill's Court Bellingham WA 98226 United States		3,346.75
National Novelty Brush Company	PO Box 4096 Lancaster PA 17604 United States		2,428.50
Nebraska Department of Agriculture	PO Box 94756 Lincoln NE 68509-4756 United States		320.00
Neudorff USA Inc.	1757-10 Veterens Memorial Highway Islandia NY 11749 United States		4,938.48
Nevada Dept of Agriculture	405 South 21st Street Sparks NV 89431 United States		375.00
New Jersey Dept of Environmental Protection	PO Box 417 Trenton NJ 08646-0417 United States		500.00
New Mexico Dept. of Agriculture	Department 3AQ Las Cruces NM 88003-8005 United States		300.00
Nexeo Solutions	62190 Collections Center Drive Chicago IL 60693-0621 United States		40,338.17
Nexeo Solutions	62190 Collections Center Drive Chicago IL 60693-0621 United States		6,612.54
NexGen Cosmetics	123 - 2880 Panorama Drive Coquitlam BC V3E 2W4		16,379.20
Nicola Lakeshore Estates Inc.	Unit 105 Merritt BC V1K 1B9		2,882.25
Nooski Limited	PO Box 1600 Rotorua NZ 03010 New Zealand		1,500.00
North Carolina Dept of Agriculture	1090 Mail Service Center Raleigh NC 27699-1090 United States		350.00
Northwest Sanitation Services Ltd.	29 Waddell Loop Grand Falls NB E3Z 3E8		261.88
Oregon Dept. of Agriculture	635 Capitol Street NE Salem OR 97301-2532 United States		800.00
Oxford Health Plan	PO Box 1697 Newark NJ 07101-1697 United States		2,314.62
Oyen Wiggs Green & Mutala	601 West Cordova Street Vancouver BC V6B 1G1		16,269.41
Pacific Sprinklers Ltd.	2811 Popoff Road South Slokan BC V0G 2G1		79,828.67

FORM 92 -- Continued

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
PADNOS	Box 1979 Holland MI 49422 United States		4,490.00
Pennsylvania Department of Agriculture	2301 North Cameron Street Harrisburg PA 17110-9408 United States		500.00
Performance Furnishings Int'l Ltd.	1 - 7898 North Fraser Way Burnaby BC V5J 1C7		5,855.57
Perth-Andover Building Centre Inc.	24B Columbus St Perth-Andover NB E7H 1T3		392.42
Perth-Andover Electric Light Commission	1131 West Riverside Drive Perth-Andover NB E7H 5G5		1,870.67
Pitney Bowes	PO Box 371874 Pittsburgh PA 15250-7874 United States		1,008.50
Placon Corporation	Lockbox Drawer 754 Milwaukee WI 53278-0754 United States		1,209.60
Port Chester, Village of	222 Grace Church St Port Chester NY 10573 United States		9,825.54
Praxair Canada Inc.	PO Box 400 Station D Scarborough ON M1R 5M1		4,090.07
Product Quest Mfg., LLC	330 Carswell Ave Daytona Beach FL 32117 United States		564.34
Professional Sales - CLM Inc.	714 Kathi Drive, Hampshire Hampshire IL 60140 United States		7,278.93
Pure Chem, Inc.	117 Avalon Industrial Parkway Wentzville MO 63385 United States		1,190.00
Purity Cylinder Gases Inc.	PO Box 9390 Grand Rapids MI 49509-0390 United States		347.75
Quality Air Inc.	3395 Kraft SE Grand Rapids MI 49512-0703 United States		10,117.00
Quill.com	PO Box 37600 Philadelphia PA 19101-0600 United States		276.12
R&B Pelletier Industries Ltd.	58 Terrace Street Perth-Andover NB E7H 4Z1		2,909.27
R.A. Snyder Properties Inc (Lucas Properties)	2399 Camino Del Rio South, #102 San Diego CA 92108 United States		1,394.39

FORM 92 -- Continued

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Radio Systems Corporation	10427 PetSafe Way Knoxville TN 37932 United States		9,712.50
Rayani, Laurel	128 Eberts Street Victoria BC V8S 3H7		129,202.43
Reed Exhibition Companies	PO Box 7247-7585 Philadelphia PA 19170-7585 United States		5,247.50
Reliance Technical Service Ltd.	43-47 Wang Lung Street Tsuen Wan, Hong Kong Hong Kong		350.00
Revenue Services of British Columbia (MSP)	PO Box 9482 Stn Prov Govt Victoria BC V8W 9W6		2,246.25
Rohrer Corporation	PO Box 1009 Wadsworth OH 44282 United States		20,533.25
Roynat Lease Finance - Toronto	5075 Yonge Street, 2nd Floor North York ON M2N 6C6	347767	6,898.00
RPM, Inc./Drymate	6665 West Highway 13 Savage MN 55378 United States		6,345.00
Russel Metals Inc.	25 Richards St Industrial Park N Edmundston NB E3V 4H4		3,448.61
Sadler Farms	4805 Headland Close West Vancouver BC V7W 3C2		100,000.00
Same Day Delivery Inc.	3800 Three Mile Road NW Grand Rapids MI 49534 United States		939.73
SDV Logistics (Canada) Inc.	2100 - 5200 Miller Road Richmond BC V7B 1L1		13,344.27
Sears.com	D/703MOG, B4-118A, 3333 Beverly Rd Hoffman Estates IL 60179 United States		6,222.21
Sellgren, Julien	1996 West 13th Ave Vancouver BC V6J 2H6		200,000.00
Setco Inc.	314 Straight Avenue SW Grand Rapids MI 49504 United States		632.34
SFU Gries Chair	Rm 210 MTF 8888 University Drive Burnaby BC V5A 1S6		81,854.84
Shannon, Janet	2090 Stonehewer Place Victoria BC V8S 2Z7		100,000.00
Sigma-Aldrich Canada Co.	PO Box 6100 Postal Station "F" Toronto ON M4Y 2Z2		580.30

FORM 92 -- Continued

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Small Business Synergy Corporation	5988 Mid Rivers Mall Drive St Peters MO 63304 United States		405.00
Sonoco Plastics	1330 Enterprise Drive, Attn: Kathy England Winchester KY 40391 United States		3,125.76
Source Atlantic Limited	PO Box 967 Saint John NB E2L 4E4		1,500.61
Southern Imperial, Inc.	1400 Eddy Avenue Rockford IL 61103 United States		493.33
Spigelman, Karin	Slottsberget 28 Gothenburg 41757 Sweden		120,000.00
SPS Commerce, Inc. C017070	PO Box 9202 Minneapolis MN 55480-9202 United States		2,250.00
St. Patrick Holdings Ltd.	1081 St Patrick Street Victoria BC V8S 4Y2		167,956.99
Stevenson McKenna & Callanan	350 Lincoln Street, Suite 2400 Hingham MA 02043 United States		1,310.00
Stile Associates Ltd. (S.J. Stiles Associates)	181 S Franklin Avenue Valley Stream NY United States		96,681.58
Takacs, Steve	7572 Progress Way Delta BC V4G 1E9		396.50
Tanglefoot Company, The	314 Straight Avenue SW Grand Rapids MI 49504 United States		5,876.72
TCI America	21685 Network Place Chicago IL 60673-1216 United States		1,584.30
Team Marketing, LLC	2440 Plainfield NE Grand Rapids MI 49505 United States		250.00
TEC Canada	Suite 1200 - 833 4th Avenue SW Calgary AB T2P 3T5		8,835.75
Techspray	39193 Treasury Center Chicago IL 60694-9100 United States		17,555.00
Terri Schulte Equestrian & Pet Products, L.L.C.	37660 N Rancho Manana Blvd Cave Creek AZ 85331 United States		265.48
The Lawn & Garden Performance Group LLC	4440 East Ficus Way Gilbert AZ 85297 United States		2,636.72

FORM 92 — Continued

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
The Texas A&M University System	Office of Technology Commercialization, 800 Raymond Stotzer Parkway, Suite 2020 College Station TX 77845 United States		3,721.12
Thomson, J Gordon	PO Box 8865 Victoria BC V8W 3Z1		448.00
Tonmar Janitorial Ltd.	109 - 1628 Foster's Way Delta BC V3M 6S6		955.50
Topping, Anthony	10 Gedney Circle White Plains NY 10605 United States		15,416.67
Torfinn Djukastein	5955 River Road Qualicum Beach BC V9K 1Z5		181,262.69
Total Quality Logistics (TQL)	PO Box 634558 Cincinnati OH 45263-4558 United States		5,200.00
Trece Incorporated	PO Box 129 Adair OK 74330 United States		9,821.20
Treiberg, Anders	474 Smelt Bay Road, Box 248 Mansons Landing BC V0P 1K0		54,984.15
Treiberg, Elisabeth	PO 389, Cortes Island Mansons Landing BC V0P 1K0		54,984.15
Trimseal Plastics Ltd.	3511 Jacombs Road Richmond BC V6V 1Z8		404.25
Troke-GAP & Associates CAD	2275 Upper Middle Road East, Suite 101 Oakville ON L6H 0C3		8,340.87
Trudell Holdings Inc.	Lockbox 88899 Milwaukee WI 53288-0899 United States		701.20
Tully & Holland	20 William Street, Suite 135 Wellesley MA 02481 United States		250.00
Tumaini Controlled Release Technologies Inc.	501 Rennie St Hamilton ON L8H 3P6		3,600.00
Uline	RPO Streetsville Mississauga ON L5M 0S8		1,257.03
UPS Supply Chain Solutions (Chicago)	28013 Network Place Chicago IL 60673-1280 United States		14,492.44
Valcon	15 Industrial Park Crescent Perth-Andover NB E7H 2H8		2,034.00

FORM 92 --- Continued

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
VegHerb LLC	10 Gedney Circle, White Plains, NY, White Plains NY 10605 United States		1,456,083.00
Vierson Boiler & Repair Co.	3700 Patterson Avenue SE Grand Rapids MI 49512-4094 United States		518.40
Virginia, Commonwealth of	PO Box 526 Richmond VA 23218-0526 United States		320.00
Vision33 (form.Encaptis form. Coastal Range)	210 Water Street, Suite 400 St John's NL A1C 1Z9		35,042.93
VWR Scientific Inc.	Commerce Court Postal Station Toronto ON M5L 1K1		859.23
Waste Management of Michigan	PO Box 9001054 Louisville KY 40290-1054 United States		548.23
Wayman, Joe	Vancouver BC United States		9,685.28
WB Pallets	4440 Chicago Drive Hudsonville MI 49426 United States		700.00
WC&B Manufacturing	206 - 19232 Enterprise Way Surrey BC V3S 6J9		2,397.17
Webb Chemical Services Corporation	2708 Jarman Street Muskegon MI 49444 United States		6,349.25
Wells Fargo Equipment Finance	PO Box 7777 San Francisco CA 94120-7777 United States		368.99
West and Barker, Inc.	950 Summit Ave Niles OH 44446 United States		6,151.64
West Michigan Commercial Cleaning LLC	3545 Viaduct Avenue SW Grandville MI 49418 United States		782.66
West Michigan Uniform	407 W 17th Street Holland MI 49423 United States		262.50
West Virginia Department of Agriculture	1900 Kanawha Blvd, East Charleston WV 25305-0190 United States		305.63
Williams Scotsman, Inc.	PO Box 91975 Chicago IL 60693-1975 United States		426.88

FORM 92 — Concluded

List of Creditors with claims of \$250 or more.			
Creditor	Address	Account#	Claim Amount
Wisconsin Dept of Agriculture, Trade and Consumer Protection	Box 93479 Milwaukee WI 53293-0479 United States		530.00
Wyoming Dept. of Agriculture	2219 Carey Avenue Cheyenne WY 82002 United States		300.00
Xerox Canada Ltd.	PO Box 4539 Station A Toronto ON M5W 4P5		1,497.04
YRC (RDWY) USD	PO Box 93151 Chicago IL 60673-3151 United States		21,019.03
Yung, Li Tai	Taiwan Taiwan		43,221.11
Total			14,580,321.46

APPENDIX I
FORM 31 – PROOF OF CLAIM

Deloitte Restructuring Inc.
2800 - 1055 Dunsmuir Street, PO Box 49279
Vancouver BC V7X 1P4
Phone: (604) 534-0921 Fax: (855) 344-4450
E-mail: bctrustee@deloitte.ca

District of: British Columbia
Division No. 02 - Victoria
Court No.
Estate No. 11-1946231

FORM 31
Proof of Claim
(Sections 50.1, 81.5, 81.6, Subsections 65.2(4), 81.2(1), 81.3(8), 81.4(8), 102(2), 124(2), 128(1),
and Paragraphs 51(1)(e) and 66.14(b) of the Act)

In the matter of the proposal of
Contech Enterprises Inc.
of the City of Victoria, in the Province of British Columbia

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

In the matter of the proposal of Contech Enterprises Inc. of the City of Victoria in the Province of British Columbia and the claim of _____, creditor.

I, _____ (name of creditor or representative of the creditor), of the city of _____ in the province of _____, do hereby certify:

1. That I am a creditor of the above named debtor (or I am _____ (position/title) of _____, creditor).

2. That I have knowledge of all the circumstances connected with the claim referred to below.

3. That the debtor was, at the date of proposal, namely the 23rd day of December 2014, and still is, indebted to the creditor in the sum of \$ _____, as specified in the statement of account (or affidavit) attached and marked Schedule "A", after deducting any counterclaims to which the debtor is entitled. (The attached statement of account or affidavit must specify the vouchers or other evidence in support of the claim.)

4. (Check and complete appropriate category.)

A. UNSECURED CLAIM OF \$ _____
(other than as a customer contemplated by Section 262 of the Act)

That in respect of this debt, I do not hold any assets of the debtor as security and
(Check appropriate description.)

Regarding the amount of \$ _____, I claim a right to a priority under section 136 of the Act.

Regarding the amount of \$ _____, I do not claim a right to a priority.
(Set out on an attached sheet details to support priority claim.)

B. CLAIM OF LESSOR FOR DISCLAIMER OF A LEASE \$ _____

That I hereby make a claim under subsection 65.2(4) of the Act, particulars of which are as follows:
(Give full particulars of the claim, including the calculations upon which the claim is based.)

C. SECURED CLAIM OF \$ _____

That in respect of this debt, I hold assets of the debtor valued at \$ _____ as security, particulars of which are as follows:

(Give full particulars of the security, including the date on which the security was given and the value at which you assess the security, and attach a copy of the security documents.)

D. CLAIM BY FARMER, FISHERMAN OR AQUACULTURIST OF \$ _____

That I hereby make a claim under subsection 81.2(1) of the Act for the unpaid amount of \$ _____
(Attach a copy of sales agreement and delivery receipts.)

FORM 31 --- Concluded

- E. CLAIM BY WAGE EARNER OF \$ _____
- That I hereby make a claim under subsection 81.3(8) of the Act in the amount of \$ _____,
- That I hereby make a claim under subsection 81.4(8) of the Act in the amount of \$ _____,
- F. CLAIM BY EMPLOYEE FOR UNPAID AMOUNT REGARDING PENSION PLAN OF \$ _____
- That I hereby make a claim under subsection 81.5 of the Act in the amount of \$ _____,
- That I hereby make a claim under subsection 81.6 of the Act in the amount of \$ _____,
- G. CLAIM AGAINST DIRECTOR \$ _____

(To be completed when a proposal provides for the compromise of claims against directors.)
 That I hereby make a claim under subsection 50(13) of the Act, particulars of which are as follows:
(Give full particulars of the claim, including the calculations upon which the claim is based.)

- H. CLAIM OF A CUSTOMER OF A BANKRUPT SECURITIES FIRM \$ _____

That I hereby make a claim as a customer for net equity as contemplated by section 262 of the Act, particulars of which are as follows:

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

6. That the following are the payments that I have received from, and the credits that I have allowed to, and the transfers at undervalue within the meaning of subsection 2(1) of the Act that I have been privy to or a party to with the debtor within the three months (or, if the creditor and the debtor are related within the meaning of section 4 of the Act or were not dealing with each other at arm's length, within the 12 months) immediately before the date of the initial bankruptcy event within the meaning of Section 2 of the Act: (Provide details of payments, credits and transfers at undervalue.)

7. (Applicable only in the case of the bankruptcy of an individual.)

- Whenever the trustee reviews the financial situation of a bankrupt to redetermine whether or not the bankrupt is required to make payments under section 68 of the Act, I request to be informed, pursuant to paragraph 68(4) of the Act, of the new fixed amount or of the fact that there is no longer surplus income.
- I request that a copy of the report filed by the trustee regarding the bankrupt's application for discharge pursuant to subsection 170(1) of the Act be sent to the above address.

Dated at _____, this _____ day of _____.

 Witness

 Creditor

Phone Number: _____
 Fax Number : _____
 E-mail Address : _____

NOTE: If an affidavit is attached, it must have been made before a person qualified to take affidavits.
 WARNINGS: A trustee may, pursuant to subsection 128(3) of the Act, redeem a security on payment to the secured creditor of the debt or the value of the security as assessed, in a proof of security, by the secured creditor.
 Subsection 201(1) of the Act provides severe penalties for making any false claim, proof, declaration or statement of account.

APPENDIX J
FORM 36 – PROXY

District of: British Columbia
Division No. 02 - Victoria
Court No.
Estate No. 11-1946231

FORM 36
Proxy
(Subsection 102(2) and paragraphs 51(1)(e) and 66.15(3)(b) of the Act)

In the matter of the proposal of
Contech Enterprises Inc.
of the City of Victoria, in the Province of British Columbia

I, _____, of _____, a creditor in the above matter, hereby
appoint _____, of _____, to be
my proxyholder in the above matter, except as to the receipt of dividends, _____ (with or without)
power to appoint another proxyholder in his or her place.

Dated at _____, this _____ day of _____, _____.

Witness

Individual Creditor

Witness

Name of Corporate Creditor

Per _____
Name and Title of Signing Officer

Return To:

Deloitte Restructuring Inc. - Trustee

2800 - 1055 Dunsmuir Street, PO Box 49279
Vancouver BC V7X 1P4
Phone: (604) 534-0921 Fax: (855) 344-4450
E-mail: bctrustee@deloitte.ca

APPENDIX K
FORM 37 – VOTING LETTER

District of: British Columbia
Division No. 02 - Victoria
Court No.
Estate No. 11-1946231

FORM 37

Voting Letter
(Paragraph 51(1)(f) of the Act)

In the matter of the proposal of
Contech Enterprises Inc.
of the City of Victoria, in the Province of British Columbia

I, _____, creditor (or I, _____, representative of
_____, creditor), of _____, a creditor in the above matter for
the sum of \$ _____, hereby request the trustee acting with respect to the proposal of Contech
Enterprises Inc., to record my vote _____ (for or against) the acceptance of the proposal as made
on the _____ day of _____.

Dated at _____, this _____ day of _____.

Witness

Individual Creditor

Witness

Name of Corporate Creditor

Per _____
Name and Title of Signing Officer

Return To:
Deloitte Restructuring Inc. - Trustee
Per:

Huey Lee
2800 - 1055 Dunsmuir Street, PO Box 49279
Vancouver BC V7X 1P4
Phone: (604) 534-0921 Fax: (855) 344-4450
E-mail: bctrustee@deloitte.ca

APPENDIX L
ELECTION FORM

ELECTION FORM

Election to participate in Proposal as a Convenience Creditor

- I am an Unsecured Creditor with a Claim of more than \$1,500 and hereby elect to reduce my Claim to \$1,500 (for distribution purposes only) and receive a one-time distribution of \$1,500 in full satisfaction of my Claim.

By ticking this box you are confirming that the total amount of your claim against the Company as at the Filing Date was more than \$1,500 and that you have elected to reduce the value of your claim against the Company (for distribution purposes only) to \$1,500 and receive a one-time distribution of \$1,500 as your total recovery under the Proposal. If you make this election you will be deemed to have voted in favour of the Proposal.

Election to participate in Proposal as an Equity Electing Creditor

- I am an Unsecured Creditor with a Claim of \$30,000 or more and hereby elect to receive Common Shares of the Company based on a conversion rate of one Common Share for every 12 cents (\$0.12) of my Claim in full satisfaction of my Claim.

By ticking this box you are confirming that the total amount of your claim against the Company at the Filing Date was \$30,000 or more and that you have elected to convert your monetary claim against the Company into Common Shares of the Company at the rate of one Common Share for every 12 cents (\$0.12) of your Proven Claim. If you make this election, you will be issued your allotment of Common Shares on the Conversion Date and you will not receive any cash distributions under the Proposal. If you make this election you will be deemed to have voted in favour of the Proposal.

For clarity, any Unsecured Creditors whose Claim exceeds \$1,500 and who does not elect to reduce their claim to \$1,500 for distribution purposes or to receive Common Shares (if eligible) shall receive 30 cents for every dollar of their Proven Claim on the Distribution Dates.

Please submit this Election Form along with a completed Proof of Claim (Form 31), Proxy (Form 36) and Voting Letter (Form 37).

APPENDIX M
MINUTES OF THE MEETING OF CREDITORS

Province: British Columbia
Bankruptcy Division
Vancouver Registry
Court No. B144740
Estate No. 11-1946231

**IN THE MATTER OF THE PROPOSAL OF
CONTECH ENTERPRISES INC.
OF THE CITY OF VICTORIA IN THE PROVINCE
OF BRITISH COLUMBIA**

**MINUTES OF THE MEETING OF CREDITORS
HELD ON JANUARY 8, 2015 AT 2PM
AT THE OFFICES OF DELOITTE RESTRUCTURING INC.
2800 – 1055 DUNSMUIR STREET, VANCOUVER**

INTRODUCTION:

1. Mr. Huey Lee called the meeting to order at 2:02 pm (PST). Mr. Lee introduced himself, welcomed those present and advised that he would be acting as Chairperson of the meeting, in his role as designated representative of Deloitte Restructuring Inc., the Trustee under the Proposal of Contech Enterprises Inc. (the "Company" or "Contech").
2. Mrs. Rayne Boutcher, also of Deloitte Restructuring Inc., acted as Secretary of the meeting.
3. Attached is an attendance register, which forms an integral part of these minutes.
4. The Chairperson indicated that there were seven creditors in attendance at the meeting. In addition, the Trustee was appointed proxy holder for twenty-nine Unsecured Creditors with claims totaling \$3,090,590 and twenty Affected Secured Creditors with claims totaling \$4,292,331. Accordingly, a quorum was present and Mr. Lee declared the meeting duly constituted.

PURPOSE OF THE MEETING

5. The Chairperson noted the purpose of the meeting was to:
 - i. Consider the affairs of the Company and the Proposal dated December 23, 2014;
 - ii. Review the Trustee's Report to Creditors dated December 23, 2014;
 - iii. Vote on the Proposal;
 - iv. Report on the results of the vote to creditors;
 - v. Outline next steps based on result of the vote; and
 - vi. Consider the appointment of inspectors.

DOCUMENTS

6. The Chairperson noted that documents related to the Proposal had been mailed to creditors on December 23 and 24, 2014. These documents include:
 - i. Form 92 – Notice of Proposal of Creditors with a list of Affected Creditors dated December 23, 2014;
 - ii. Proposal dated December 23, 2014;
 - iii. Form 78 – Statement of Affairs dated December 23, 2014;

- iv. Form 30 – Report on Cash Flow Statement by the Person Making the Proposal dated December 23, 2014;
 - v. Form 29 – Trustee’s Report on Cash Flow Statement dated December 23, 2014;
 - vi. The Company’s Cash Flow Statement for the Period of December 19, 2014 to March 19, 2015;
 - vii. Trustee’s Report to Creditors dated December 23, 2014; and
 - viii. Proof of claim, proxy form, voting letter and election form.
7. Additional documents available for review at the meeting included:
- i. Affidavit of mailing to the creditors;
 - ii. Affidavit of support for Form 92 Notice of Proposal to Creditors efiled with the Office of the Superintendent of Bankruptcy; and
 - iii. Certificate of Filing of a Proposal from the Official Receiver dated December 23, 2014.
8. The Chairperson enquired if the creditors present had had the opportunity to review the Trustee’s Report to Creditors, the Proposal and related documents which had been mailed in advance of the meeting and were available on the Trustee’s website. The creditors present indicated that they had read the report and the Proposal and did not require the Chairperson to review it in further detail.

VOTING

9. The Chairperson then advised that he would move forward with the vote on the Proposal.
10. The Chairperson advised that the Trustee had received twenty-three proven claims from voting Affected Secured Creditor class with a value of \$7,063,450. The result of the vote of Affected Secured Creditors is shown below:

VOTE*	\$	#	\$%	#%
In Favour	5,351,092	22	76%	96%
Against	1,712,358	1	24%	4%
Total	7,063,450	23	100%	100%

*Note: * Vote includes those voting in person, by proxy or by voting letter.*

The Chairperson declared that the majority, being a majority in numbers and two thirds in value, had voted in favour of the Proposal and accordingly declared the Proposal was approved by the Affected Secured Creditor class.

11. The Chairperson advised that, in total, the Trustee had received fifty-two proven claims from voting Unsecured Creditors with a value of \$3,600,198. The result of the vote of Unsecured Creditors is shown below:

VOTE*	\$	#	\$%	#%
In favour	3,552,295	50	99%	96%
Against	47,903	2	1%	4%
Total	3,600,198	52	100%	100%

The Chairperson declared that the majority, being a majority in numbers and two thirds in value, had voted in favour of the Proposal and accordingly declared the Proposal was approved by the Unsecured Creditor class.

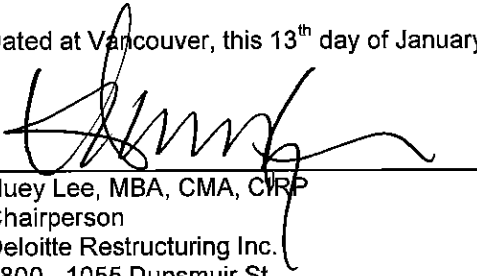
QUESTIONS & NEXT STEPS

12. The Chairperson then confirmed to creditors that it would be reporting the results of the meeting to the Court and that the Trustee and the Company would apply to Court for an Order approving the Proposal. The Chairperson indicated that the Company intends to apply to the Court for approval by January 15, 2015 due to the requirement by the Company's Funder, Sienna Lending Group LLC, in regards to an executed term sheet dated December 22, 2014.
13. The Chairperson asked for any further questions from the creditors.
 - i. Emma Rozenberg, of NexGen Cosmetics, asked about the Key Supplier issue and if the Proposal would be compromised if no agreement came into place with the Key Suppliers. Kibben Jackson, council for the Company, advised that the Key Suppliers had voted in favour of the Proposal and would get 70 cents on the dollar if they continue to supply the Company. Mr. Jackson also indicated that the Key Suppliers have continued to supply to the Company during the post-Proposal period.
 - ii. Brent Friesen, proxy holder for 0827951 B.C. Ltd and BWF Holdings, Ltd., asked about the Deloitte Restructuring Inc. website and who had access to the information listed on the website. The Trustee indicated that it was a public site and therefore, any interested party could access the website.
 - iii. Gregory N. Harney, proxy holder for VegHerb LLC ("VegHerb"), sought confirmation of what the percentage breakdown was approving the Proposal for both secured and unsecured claims. The Trustee confirmed the percentages. Gregory N. Harney also wanted to make a statement to the meeting attendees that VegHerb indicated that it did not to agree that it had a security agreement with Contech, as indicated on the Company's Statement of Affairs. Instead, VegHerb believes it holds a licensing agreement with the Company regarding the licensing of certain intellectual property ("IP"). Prior to the Creditor's Meeting, VegHerb had been advised by counsel for the Company that, concurrently with the application to Court to approve the Proposal, the Company will also be applying to Court for a declaration that the IP is an asset of the Company. At the Creditor's Meeting, VegHerb confirmed it intends to oppose the declaratory relief sought by the Company before the Court. .
 - iv. No further questions were tabled.
14. The Chairperson explained the role of an inspector in these proceedings. The Chairperson asked if any creditor present would like to stand as an inspector for the Estate. None of the creditors present were willing to perform the role. Accordingly, no inspectors were appointed.

TERMINATION OF THE MEETING

15. The Chairperson then enquired of the creditors whether there was any further business to be discussed. None was forthcoming.
16. The Chairperson thanked those in attendance and declared the meeting of creditors adjourned at 2:12pm (PST).

Dated at Vancouver, this 13th day of January, 2015.



Huey Lee, MBA, CMA, CFP
Chairperson
Deloitte Restructuring Inc.
2800 - 1055 Dunsmuir St
Vancouver BC V7X 1P4

APPENDIX N

FORM 40.1 – NOTICE TO CREDITORS FOR COURT APPLICATION

Province: British Columbia
Bankruptcy Division
Vancouver Registry
Court No. B144740
Estate No. 11-1946231

FORM 40.1
Notice of Hearing of Application for Court Approval of Proposal
(Paragraph 58(b) of the Act)

In the matter of the proposal of
Contech Enterprises Inc.
of the City of Victoria, in the Province of British Columbia

In the Supreme Court of British Columbia.

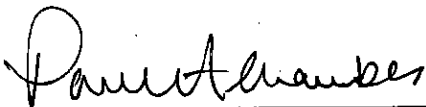
In the matter of the proposal of Contech Enterprises Inc., a debtor.

Take notice that an application will be made to the court, at 800 Smithe Street, Vancouver, British Columbia, on the 15th day of January, 2015, at the earliest ("**Hearing Date**"), to sanction the proposal of Contech Enterprises Inc., accepted by the creditors at a meeting held on the 8th day of January, 2015. Please note the Hearing Date remains subject to change and that the Trustee recommends creditors check the Trustee's website for the latest information regarding the Hearing Date at <http://www.insolvencies.deloitte.ca>.

Additional information with respect to these proceedings can be found on our website indicated above.

Dated at the City of Vancouver in the Province of British Columbia, this 13th day of January, 2015.

Deloitte Restructuring Inc. - Trustee



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Phone: (604) 640-3060 Fax: (604) 602-1583