

SCHEDULE A

CANADA
PROVINCE OF QUEBEC
DISTRICT OF MONTREAL
COURT. No.: 500-11-047563-149
OFFICE No.: 934614-1000000

SUPERIOR COURT
Commercial Division

**IN THE MATTER OF THE PROPOSED PLAN
OF ARRANGEMENT OF:**

GRADEK ENERGY INC., a legal person, duly constituted under the *Canada Business Corporations Act*, having its principal place of business at 162 Brunswick Blvd., Pointe-Claire, Quebec, H9R 5P9

- and -

GRADEK ENERGY CANADA INC., a legal person, duly constituted under the *Canada Business Corporations Act*, having its principal place of business at 162 Brunswick Blvd., Pointe-Claire, Quebec, H9R 5P9

Petitioners

- and -

R H S T DEVELOPMENT INC., a legal person, duly constituted under the *Canada Business Corporations Act*, having its principal place of business at 366 de la Roseraie Street, Rosemère, Quebec, J7A 4N2

- and -

THOMAS GRADEK., domiciled and residing at 366 de la Roseraie Street, Rosemère, Quebec, J7A 4N2

Mis en cause

SAMSON BÉLAIR/DELOITTE & TOUCHE INC.
(Jean-François Nadon, CPA, CA, CIRP, designated person in charge), having a place of business at 1 Place Ville Marie, Suite 3000, Montreal, Quebec, H3B 4T9

Monitor

NOTICE TO CREDITORS

The procedures relating to the claims process and
the Claims Bar Date to be set at 5:00 pm (Montreal time) on March 16, 2015

On October 15, 2014, the Petitioners (collectively the “Debtors”) commenced court-supervised proceedings before the Superior Court of Quebec (the “Court”) and obtained protection from their creditors under the *Companies’*

Creditors Arrangement Act, L.R.C. 1985, c. C-36, as amended (the “CCAA”). Samson Bélair/Deloitte & Touche Inc. was appointed monitor (the “Monitor”).

On February 5, 2015, the Debtors obtained an order for the processing of claims against the Debtors, against the *Mis en cause* and against the Debtors’ directors and officers (the “**Claims Process Order**”) (a copy of which is attached to this notice) authorizing, *inter alia*, a process through which creditors can file (a) a claim (“**Claim**”, as defined in the Claims Process Order), that is to say any right of any Person in connection with any indebtedness, liability or obligation of any kind of Debtors owed to such person, whether liquidated or unliquidated, determined or contingent, mature or unmatured, disputed or undisputed, legal or equitable, secured or unsecured, present or future, known or unknown, including any interest accrued thereon or costs payable in respect thereof up to October 15, 2014, whether or not such right is executory or anticipatory in nature, whether a principal debt or a guarantee or a surety, including the right or ability of any Person to advance a claim for contribution or indemnity or otherwise with respect to any matter, action, cause or chose in action, whether existing at present or commenced in the future, which indebtedness, liability or obligation is based in whole or in part on facts existing prior October 15, 2014, or which would have been a claim provable in bankruptcy if the Debtors had become bankrupt; (b) a claim against the Debtors, against the *Mis en cause* RHST Development Inc. and Thomas Gradek, for such Claims that RHST Development Inc. and Thomas Gradek are or could be liable for, in whole or in part, in their capacity as guarantor of the Debtors or otherwise (but, for greater clarity, excluding any claim of any Creditor against the related parties for any obligations not related to a Claim) (“**Claim against the Mis en cause**”); (c) a claim against the directors and officer of the Debtors in respect of the obligations of the Debtors (“**Claim against the Directors and Officers**”), and (d) a claim related to the restructuring of the Debtors (“**Restructuring Claim**”, as defined in the Claims Process Order), that is to say any right of any Person against the Debtors in connection with any indebtedness, liability or obligation of any kind owed to such Person arising out of the restructuring of the Debtors, resiliation, repudiation or termination of any contract, lease, employment agreement or other agreement, whether written or oral, after October 15, 2014, including any claim of any Person who receives a notice of resiliation, repudiation or termination from the Debtors between October 15, 2014 and March 16, 2015, as well as any claim for severance pay and unpaid vacation to any and all employees whenever terminated and any claim from the tax authorities resulting, directly or indirectly, from the acceptance of the Plan by the Creditors and its approval by the Court, including Goods and Services Tax and provincial sales taxes payable following a reduction and/or a settlement of the Debtors’ debt.

Any person who believes that they hold a Claim or a Restructuring Claim against the Debtors should file a Proof of Claim with the Monitor. Proofs of Claim for Claims, Claims against the *Mis en cause* and Claims against the Directors and Officers must be received by the Monitor at the coordinates below by no later than **5:00 p.m. (Montreal time) on March 16, 2015** or, for Restructuring Claims, at the latest of i) **5:00 p.m. (Montreal time) on March 27, 2015** or ii) **thirty (30) days** after the date of receipt by the Creditor of a notice from the Debtors giving rise to the Restructuring Claim (the “**Claims, Claims against the Directors and Officers and Claims against the Mis en cause Bar Date**”). The Proof of Claim must, among other things, specify if the Claim also encompasses RHST Development Inc., Thomas Gradek and/or the directors and officers of the Debtors.

CLAIMS WHICH ARE NOT RECEIVED BY THE CLAIMS, CLAIMS AGAINST THE DIRECTORS AND OFFICERS AND CLAIMS AGAINST THE MIS EN CAUSE BAR DATE WILL FOREVER BE BARRED AND EXTINGUISHED.

You will find attached hereto a Proof Claim form and a guide on how to complete the Proof of Claim form. The Proof of Claim form as well as all the information regarding the CCAA proceedings and the claims process is available on the Monitor’s Website at:

<http://www.insolvencies.deloitte.ca/en-ca/Pages/Gradek-Energy-Inc.aspx>

Creditors who have questions or are unable to download a Proof of Claim form from the Monitor’s Website should contact the Monitor at the coordinates on the next page:

Samson Bélair/Deloitte & Touche Inc.
In its capacity of Monitor of
Gradek Energy Inc and Gradek Energy Canada Inc.

1 Place Ville Marie, Suite 3000
Montreal, Quebec
H3B 4T9

Tel.: 514-393-5282

Fax: 514-390-4103

E-mail: abochis@deloitte.ca

DATED AT MONTREAL, this ●th day of February,
2015.

SAMSON BÉLAIR/DELOITTE & TOUCHE INC.
In its capacity as Court-appointed Monitor

SCHEDULE B

MEMORANDUM :

NOM DU JOURNAL

Pour publication deux fois dans les éditions des

Dates de publication

Sur une colonne avec logo, dans la page des annonces
légales et avec caractères suivant :

- modèle ci-dessous.

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OF ARRANGEMENT OF:

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Mis-en-cause

SAMSON BÉLAIR/DELOITTE & TOUCHE INC.
(Jean-François Nadon, CPA, CA, CIRP, designated person in charge), having a place of business at 1 Place Ville Marie, Suite 3000, Montreal, Quebec, H3B 4T9

Monitor

On October 15, 2014, the Petitioners (collectively the “**Debtors**”) commenced court-supervised proceedings before the Superior Court of Quebec (the “**Court**”) and obtained protection from their creditors under the *Companies’ Creditors Arrangement Act*, L.R.C. 1985, c. C-36, as amended (the “**CCAA**”). Samson Bélaïr/Deloitte & Touche Inc. was appointed monitor (the “**Monitor**”).

On February 5, 2015, the Debtors obtained an order for the processing of claims against the Debtors, the Mis en cause and the Debtors’ directors and officers (the “**Claims Process Order**”) authorizing, *inter alia*, a process

through which creditors can file (a) any claim or right (“**Claim**” as defined in the Claims Process Order) against the Debtors in connection with any unpaid indebtedness, liability or obligation of any kind owed to such person, based in whole or in part on facts which existed on October 15, 2014; (b) a claim against the Debtors, against the Mis en cause RHST Development Inc. and Thomas Gradek, for such Claims that RHST Development Inc. and Thomas Gradek are or could be liable for, in whole or in part, in their capacity as guarantor of the Debtors or otherwise (but, for greater clarity, excluding any claim of any Creditor against the related parties for any obligations not related to a Claim) (“**Claim against the Mis en cause**”); (c) a claim against the directors and officer of the Debtors in respect of the obligations of the Debtors (“**Claim against the Directors and Officers**”), and (d) any claim or right against the Debtors in connection with any liability or obligation of any kind owed to such person, including any loss or damage incurred or arising as a result of or in connection with the disclaimer, resiliation, repudiation, termination or restructuring by any Debtors of any contract, lease or other agreement, including any employment agreement after the October 15, 2015, subject to certain conditions further detailed in the Claims Process Order (“**Restructuring Claim**”).

Any person who believes having a Claim, Claim against the Mis en cause, Claim against the Directors and Officers and/or a Restructuring Claim against the Debtors should file a Proof of Claim in the CCAA proceedings with the Monitor.

Proofs of Claim for Claims, Claims against the Mis en cause and Claims against the Directors and Officers must be received by the Monitor at the coordinates below by no later than **5:00 p.m. (Montreal time) on March 16, 2015** or, for Restructuring Claims, at the latest of i) **5:00 p.m. (Montreal time) on March 27, 2015** or ii) **thirty (30) days** after the date of receipt by the Creditor of a notice from the Debtors giving rise to the Restructuring Claim (the “**Claims, Claims against the Directors and Officers and Claims against the Mis en cause Bar Date**”). The Proof of Claim must, among other things, specify if the Claim also encompasses RHST Development Inc., Thomas Gradek and/or the directors and officers of the Debtors.

COVERED CLAIMS WHICH ARE NOT RECEIVED BY THE CLAIMS BAR DATE WILL BE FOREVER BARRED AND EXTINGUISHED.

The Proof of Claim form as well as all the information regarding the CCAA proceedings and the claims process is available on the Monitor’s Website at:

<http://www.insolvencies.deloitte.ca/en-ca/Pages/Gradek-Energy-Inc.aspx>

Creditors who have questions or are unable to download a Proof of Claim form from the Monitor’s Website should contact the Monitor at the coordinates below:

Samson Bélair/Deloitte & Touche Inc.
In its capacity of Monitor of
Gradek Energy Inc and Gradek Energy Canada Inc.

1 Place Ville Marie, Suite 3000
Montreal, Quebec
H3B 4T9
Tel: 514-393-5282
Fax: 514-390-4103
E-mail: aboghis@deloitte.ca

DATED AT MONTREAL, this th day of February, SAMSON BÉLAIR/DELOITTE & TOUCHE INC.
2015. In its capacity as Court-appointed Monitor

SCHEDULE C

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

PROOF OF CLAIM

(in accordance with the *Companies' Creditors Arrangement Act*)

in the matter of the proposed plan of arrangement of **GRADEK ENERGY INC. and GRADEK ENERGY CANADA INC.**

Please read the attached instruction sheet carefully prior to completing this proof of claim form.

A. Name and address of the creditor

(The full legal name of the creditor (the "Creditor") should be the name of the original Creditor of one of the above-named Debtors, regardless of whether an assignment of a claim, or a portion thereof, has occurred prior to or following October 15, 2014.)

Full legal name of the Creditor (<i>not the assignee</i>):	_____
Attention (<i>name and title</i>):	_____
Address:	_____

Telephone:	_____
Fax:	_____
E-mail:	_____

B. Name and address of the assignee (if any)

(The full legal name of the assignee if the claim, in whole or a portion of it, has been assigned. If there is more than one assignee, please attach a separate sheet with the required information.)

Full legal name of the assignee :	_____
Attention (<i>name and title</i>):	_____
Address:	_____

Telephone:	_____
Fax:	_____
E-mail:	_____

C. Proof of claim

I, _____ (*name of creditor or signing officer*)
of _____ (*city and province*)

DO HEREBY CERTIFY:

1. That I am a creditor of one of the above-named debtors (or that I am) _____ (*position or title*)
of _____ (*name of creditor or signing officer*).
2. That I have knowledge of all the circumstances connected with the claim or Restructuring Claim referred to below.
3. That the Creditor asserts its claim against _____ (*name of the Debtor against whom the Claim or the Restructuring Claim is addressed*).

4. That the Debtor, at the date of the Initial Order, on October 15, 2014, was and still is indebted to the Creditor in the sum of:

a) Claim in the amount of (<i>indicate which currency</i>):	\$ _____
b) Restructuring Claim in the amount of (<i>indicate which currency</i>):	\$ _____
c) Total Claim in the amount of (<i>indicate which currency</i>):	\$ _____

Please take note that any currency other than the Canadian dollar will be converted in Canadian dollars as at October 15, 2014 [US\$1 = C\$1.1289 (exchange rate of 0.8858).

D. Nature of claim

- () A. UNSECURED CLAIM OF \$ _____
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 *Bankruptcy and Insolvency Act* or would claim such priority if this proof of claim was being filed in accordance with that Act. (*Set out on an attached sheet the details to support priority claim.*)
() Regarding the amount of \$ _____, I do not claim a right to a priority;
- () B. SECURED CLAIM OF \$ _____
That in respect of this debt, I hold assets of the Debtor valued at \$ _____ as security, particulars of which are attached. (*Set out on an attached sheet 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.*)

E. Proof of claim against the directors and officers

The claim referred to in section C and D hereinabove also engages the liability of the Directors and Officers of the relevant Debtor:

Description of the claim	Amount
_____	_____
_____	_____
_____	_____
_____	_____

F. Proof of claim against the Mis en cause RHST Development Inc. and/or Thomas Gradek

The claim referred to in section C and D hereinabove also engages the liability of the Mis en cause RHST Development Inc. and/or Thomas Gradek:

Description of the claim	Amount
_____	_____
_____	_____
_____	_____
_____	_____

G. Particular of claim or restructuring claim

Other than as already set out herein, the particulars of the undersigned's Total Claim and/or Restructuring Claim are attached.

[Provide all particulars of the claims and supporting documentation, including amount (including interest or other charges), description of transaction(s) or agreement(s) giving rise to the claims, name of any guarantor which has guaranteed the claims, and amounts of invoices, particulars of all claimed credits, discounts, etc., description of the security, if any, granted by the Debtor to the Creditor and estimated value of such security, and particulars of any restructuring claim.]

H. Filing of the claim or restructuring claim

All proofs of claims must be received by the Monitor no later than 5:00 p.m. (Eastern Daylight Time) on March 16, 2015 or, for a Creditor with a Restructuring Claim, the latest of (a) 5:00 pm (Montréal time) on March 27, 2015 and (b) thirty (30) days after the date of receipt by the Creditor of a notice from the Debtors giving rise to the Restructuring Claim, it being understood that at no time shall such a notice from the Debtors be sent to the Creditor less than 30 days before the date of the first Creditors' Meeting (the "Claims, Claims against the Directors and Officers and Claims against the Mis en Cause Bar Date").

Failure to file your proof of claim as directed by the appropriate Claims, Claims against the Directors and Officers and Claims against the Mis en Cause Bar Date will result in your Claim or Restructuring Claim being barred and you will be prohibited from making or enforcing a Claim or Restructuring Claim against the Debtors.

This proof of claim must be delivered by e-mail, fax, mail, registered mail, courier or personal delivery to the following coordinates:

Samson Bélair/Deloitte & Touche Inc.
In its capacity of Monitor of
Gradek Energy Inc. and Gradek Energy Canada Inc.

Adina Bochis
1 Place Ville Marie
Suite 3000
Montreal QC H3B 4T9
Tel.: 514-393-5282
Fax: 514-390-4103
E-mail: abochis@deloitte.ca

If you have any question, please contact the Monitor at 514-393-5282 or by e-mail at abochis@deloitte.ca

DATED AT _____, this _____ day of _____ 2015.

(signature and name of witness)

(signature of creditor who is an individual)

- or -

(name of corporate creditor)

(signature and name of witness)

(signature, name and position or title of signing officer)