

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**  
**COMMERCIAL LIST**

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

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR  
ARRANGEMENT OF NMC CANADA, INC. AND  
2515080 NOVA SCOTIA COMPANY**

Applicants

**MOTION RECORD**

**LANG MICHENER LLP**

Brookfield Place  
Suite 2500, P.O. Box 747  
181 Bay Street  
Toronto, Ontario  
M5J 2T7

**Sheryl Seigel**

LSUC #21850H  
Tel: (416) 307-4063  
E-mail: sseigel@langmichener.ca

**John S. Contini**

LSUC #30610B  
Tel: (416) 307-4148  
E-mail: jcontini@langmichener.ca

**Alex A. Ilchenko**

LSUC #33944Q  
Tel: (416) 307-4116  
E-mail: ailchenko@langmichener.ca

Fax: (416) 365-1719

Lawyers for the Applicants

# INDEX

**MOTION RECORD - INDEX**

<b>Tab No.</b>		
<b>1</b>	<b>Notice of Motion</b>	
A	Schedule "A" – Draft Order	
<b>2</b>	<b>Affidavit of John Chen</b>	
A	Exhibit "A"	Cash flow projections for the period ending February 27, 2009

# TAB 1

**ONTARIO**  
**SUPERIOR COURT OF JUSTICE**  
**COMMERCIAL LIST**

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

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR  
ARRANGEMENT OF NMC CANADA, INC. AND  
2515080 NOVA SCOTIA COMPANY**

Applicants

**NOTICE OF MOTION**

The applicants named in this application (collectively, the "**Applicants**" and, any one, an "**Applicant**") will make a motion to a judge presiding on the Commercial List on Wednesday, February 18, 2009 at 10:00 a.m., or as soon after that time as the motion can be heard, at 330 University Avenue, Toronto.

**PROPOSED METHOD OF HEARING:** The motion is to be heard orally.

**THIS MOTION IS FOR:**

1. an order substantially in the form attached at Schedule "A":
  - (a) abridging the time for service of the notice of motion and motion record and dispensing with further service; and
  - (b) extending the Stay Period (the "**Stay Period**"), as defined in paragraph 17 of the Order of the Honourable Mr. Justice Campbell made in these proceedings on January 21, 2009, (the "**Initial Order**"), until and including February 27, 2009; and
  - (c) approving the reports filed by RSM Richter Inc., the monitor of the Applicants (the "**Monitor**"), and the actions and activities of the Monitor as reported therein.
2. such further and other relief as this Honourable Court may deem just.

**THE GROUNDS FOR THE MOTION ARE:**

- (a) The Applicant, NMC Canada, Inc. (“NMC”), is incorporated under the Ontario *Business Corporations Act*. The Applicant, 2515080 Nova Scotia Company (“2515080”), is an unlimited liability company incorporated under the Nova Scotia *Companies Act*. NMC and 2515080 are each general partners of SKD Company, a general partnership registered under the Ontario *Partnership Act*. NMC is the managing partner of SKD Company;
- (b) SKD Company is a Tier I automotive parts supplier that designs and manufactures metal components and weldments for the North American automotive industry, from facilities located in Mississauga, Milton and Brampton, Ontario;
- (c) on January 21, 2009 the Applicants commenced an application under the *Companies’ Creditors Arrangement Act* (the “CCAA”) and on that date obtained the Initial Order of this Honourable Court;
- (d) The Stay Period under the Initial Order will expire on February 19, 2009, unless extended. The Applicants are seeking an extension of the Stay Period to February 27, 2009 to permit them to complete the sales process as approved under the Initial Order and to honour their obligations under agreements with customers and to preserve their business and property in the interim;
- (e) The Applicants have been acting in good faith and with due diligence in fulfilling their obligations under the Initial Order and the subsequent Orders made by this Honourable Court;
- (f) It is believed to be in the best interests of the creditors and other stakeholders of the CCAA Parties for the requested extension of the stay of proceedings to be granted by this Honourable Court;

- (g) Pursuant to paragraph 27 of the Initial Order, RSM Richter Inc. was appointed as Monitor. The rights and obligations of the Monitor are detailed in paragraph 28 of the Initial Order. Further to its rights and obligations, the Monitor has prepared and filed three reports with this Honourable Court which detail the actions and activities of the Monitor in these proceedings.
- (h) paragraph 53 of the Initial Order permits the Applicants to serve any motion materials in these proceedings by means of, among other methods, facsimile or electronic transmission;
- (i) the provisions of the CCAA, and in particular s.11 thereof, and the inherent and equitable jurisdiction of this Honourable Court;
- (j) Rules 2.03, 3.02, 37 and 60.11 of the Ontario *Rules of Civil Procedure*, R.R.O. 1990, Reg. 194, as amended, and section 106 of the Ontario *Courts of Justice Act*, R.S.O. 1990, c.C.43, as amended; and
- (k) such further and other grounds as counsel may advise and this Honourable Court may permit.

**THE FOLLOWING DOCUMENTARY EVIDENCE** will be used at the hearing of the motion:

1. the affidavit of John Chen sworn February 14, 2009, and the exhibits attached thereto;
2. the Report of the Proposed Monitor, and the First and Second Reports of the Monitor; and
3. such further and other evidence as counsel may advise and this Honourable Court may permit.

Dated: February 14, 2009

**LANG MICHENER LLP**  
Barristers and Solicitors  
P.O. Box 747, Suite 2500  
Brookfield Place, 181 Bay Street  
Toronto, Ontario M5J 2T7

**Sheryl Seigel** (LSUC#21850H)  
Tel: (416) 307-4063

**John S. Contini** (LSUC#30610B)  
Tel: (416) 307-4148

**Alex A. Ilchenko** (LSUC#33944Q)  
Tel: (416) 307-4116  
Fax: (416) 365-1719

Lawyers for the Applicants

**TO: See Service List Attached**



**Service List**

**TO: RSM RICHTER INC.**  
200 King St. W., Suite 1100  
P.O. Box 48  
Toronto, ON M5H 3T4

**Robert Kofman**  
Tel: (416) 932-6228  
Fax: (416) 932-6200  
Email: Bkofman@RSMRichter.com

**Lana Bezner**  
Tel: (416) 932-6009  
Fax: (416) 932-6200  
Email: Lbezner@RSMRichter.com

Monitor

**AND TO: GOODMAN'S LLP**  
250 Yonge Street, Suite 2400  
Toronto, ON M5B 2M6

**Joseph Latham**  
Tel: (416) 597-4211  
Fax: (416) 979-1234  
Email: jlatham@goodmans.ca

**Caterina Costa**  
Tel: (416) 597-6273  
Fax: (416) 979-1234  
Email: ccosta@goodmans.ca

Lawyers for the Monitor

**AND TO: BLAKE, CASSELS & GRAYDON LLP**  
Box 25, Commerce Court West  
Toronto, ON M5L 1A9

**Steven J. Weisz**  
Tel: (416) 863-2616  
Fax: (416) 863-2653  
Email: steven.weisz@blakes.com

**Linc Rogers**  
Tel: (416) 863-4168  
Fax: (416) 863-2653  
Email: linc.rogers@blakes.com

Lawyers for Honda of America Mfg., Honda Canada Mfg. a division of Honda Canada Inc., Honda Manufacturing of Indiana LLC and Honda Manufacturing of Alabama, LLC

AND TO: **MILLER, CANFIELD, PADDOCK AND STONE, P.L.C.**

Windsor  
443 Ouellette Avenue, Suite 300  
Windsor, ON N9A 6R4

Toronto  
Brookfield Place, TD Canada Trust Tower  
161 Bay Street, 27<sup>th</sup> Floor  
Toronto, ON M5J 2S1

**John D. Leslie**

Windsor  
Tel: (519) 561-7422  
Fax: (519) 977-1565

Toronto  
Tel: (647) 259-6277  
Fax: (647) 259-6288

Email: [leslie@millercanfield.com](mailto:leslie@millercanfield.com)

Lawyers for Ford Motor Company

AND TO: **THORNTONGROUTFINNIGAN LLP**

Suite 3200, Canadian Pacific Tower  
100 Wellington Street West  
P.O. Box 329  
Toronto-Dominion Centre  
Toronto, ON M5K 1K7

**James H. Grout**

Tel: (416) 304-0557  
Fax: (416) 304-1313  
Email: [jgrout@tgf.ca](mailto:jgrout@tgf.ca)

**Kim Ferreira**

Tel: (416) 304-0591  
Fax: (416) 304-1313  
Email: [kferreira@tgf.ca](mailto:kferreira@tgf.ca)

Lawyers for General Motors Corporation

AND TO: **BORDEN LADNER GERVAIS LLP**  
Scotia Plaza  
40 King Street West  
Toronto, ON M5H 3Y4

**Craig J. Hill**  
Tel: (416) 367-6156  
Fax: (416) 361-7301  
Email: chill@blgcanada.com

Lawyers for Chrysler LLC, Chrysler Motors LLC and Chrysler Canada Inc.

AND TO: **MCMILLAN LLP**  
Brookfield Place, Suite 440  
Bay-Wellington Tower  
181 Bay Street  
Toronto, ON M5J 2T3

**Lawrence J. Crozier**  
Tel: (416) 865-7178  
Fax: (416) 865-7048  
Email: lawrence.crozier@mcmillan.ca

**Adam Maerov**  
Tel: (416) 865-7285  
Fax: (416) 865-7048  
Email: adam.maerov@mcmillan.ca

Canadian Lawyers for Comerica Bank

AND TO: **BODMAN LLP**  
1901 St. Antoine St.  
6<sup>th</sup> Floor at Ford Field  
Detroit, Michigan 48226

**Ralph E. McDowell**  
Tel: (313) 393-7592  
Fax: (313) 393-7579  
Email: rmcdowell@bodmanllp.com

U.S. Counsel for Comerica Bank

AND TO: **SACK GOLDBLATT MITCHELL LLP**  
Box 180  
1100 – 20 Dundas St. W.  
Toronto, ON M5G 2G8

**Sean Dewart**  
Tel: (416) 979-6970  
Fax: (416) 591-7333  
Email: [seandewart@sgmlaw.com](mailto:seandewart@sgmlaw.com)

**Tim Gleason**  
Tel: (416) 979-6970  
Fax: (416) 591-7333  
Email: [tgleason@sgmlaw.com](mailto:tgleason@sgmlaw.com)

Lawyers for the Canadian Auto Workers and Canadian Auto Workers Local 1285

AND TO: **GROSMAN, GROSMAN & GALE LLP**  
390 Bay Street, Suite 1100  
Toronto, ON M5H 2Y2

**William R. Gale**  
Tel: (416) 364-9599  
Fax: (416) 364-2490  
Email: [wgale@grosman.com](mailto:wgale@grosman.com)

Lawyers for Roberto Costantino and Tony Wong

AND TO: **UNITED STEELWORKERS**  
234 Eglinton Ave. East, Suite 800  
Toronto, ON M4P 1K7

**Mark Rowlinson**  
Tel: (416) 544-5983  
Fax: (416) 487-8826  
Email: [mrowlinson@usw.ca](mailto:mrowlinson@usw.ca)

Lawyers for United Steelworkers

AND TO: **BENNETT JONES LLP**  
P.O. Box 130  
3400 One First Canadian Place  
Toronto, ON M5X 1A4

**Kevin J. Zych**  
Tel: (416) 777-5738  
Fax: (416) 863-1716  
Email: ZychK@bennettjones.com

Lawyers for Martinrea

AND TO: **FOGLER RUBINOFF LLP**  
1200-95 Wellington St. W.  
Toronto, ON, M5J 2Z9

**Martin R. Kaplan**  
Tel: (416) 941-8822  
Fax: (416) 941-8852  
Email: mkaplan@foglers.com

Lawyers for Dietron Tool and Die Inc.

AND TO: **ECCLESTON LLP**  
3820-66 Wellington St. W.  
P.O. Box 230, Toronto-Dominion Centre  
Toronto, ON, M5K 1J3

**Kenneth Eccleston**  
Tel: (416) 913-2043  
Fax: (416) 504-2686  
Email: ken@ecclestonllp.com

Lawyers for O'Brien Installations Ltd.

AND TO: **BRODERICK & PARTNERS LLP**  
4025 Ontario Avenue  
Niagara Falls, ON L2E 6V6

**Marc DiGirolamo**  
Tel: (905) 356-2621  
Fax: (905) 356-6904  
Email: marcd@broderickpartners.com

Lawyers for O'Brien Installations Ltd.

# SCHEDULE "A"

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

**THE HONOURABLE** ) **WEDNESDAY, THE 18TH DAY**  
**MR. JUSTICE CAMPBELL** ) **OF FEBRUARY 2009**

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

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR  
ARRANGEMENT OF NMC CANADA, INC. AND  
2515080 NOVA SCOTIA COMPANY**

Applicants

**ORDER**

**THIS MOTION**, made by the Applicants pursuant to the *Companies' Creditors Arrangement Act* R.S.C. 1985, c.C-36 as amended (the "CCAA") was heard this day at 330 University Avenue, Toronto, Ontario.

**ON READING** the Initial Order of this Court dated January 21, 2009 (the "**Initial Order**") and the affidavit of John Chen sworn February 14, 2009 and the exhibit thereto (the "**Chen Affidavit**") and the Second Report (the "**Second Report**") of RSM Richter Inc., the Monitor of the Applicants (the "**Monitor**"), and on hearing submissions from counsel for the Applicants and SKD Company, the general partnership through which the Applicants carry on business ("**SKD Company**"), and together with the Applicants, the "**CCAA Parties**", and any one, a "**CCAA Party**"), counsel for the Monitor, counsel for Honda of America Mfg., Inc., for itself and on behalf of Honda Canada Mfg., a division of Honda Canada, Inc., Honda Manufacturing of

Indiana, LLC and Honda Manufacturing of Alabama, LLC (collectively, "**Honda**"), Comerica Bank, ● and ●, no one else on the service list appearing:

1. **THIS COURT ORDERS** that the time for service of the notice of motion and motion record herein is abridged, that this motion is properly returnable today and that further service is dispensed with, service having been effected in accordance with paragraph 53 of the Initial Order.

**EXTENSION OF STAY PERIOD**

2. **THIS COURT ORDERS** that the Stay Period as defined in the Initial Order be and is hereby extended until and including February 27, 2009.

**APPROVAL OF THE ACTIONS OF THE MONITOR**

3. **THIS COURT ORDERS** that the Report of the Proposed Monitor dated January 21, 2009, the First Report of the Monitor dated January 28, 2009, and the Second Report, and the actions and activities of the Monitor as reported therein be and are hereby approved.

---



# TAB 2

**ONTARIO**

**SUPERIOR COURT OF JUSTICE**

**COMMERCIAL LIST**

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

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR  
ARRANGEMENT OF NMC CANADA INC. AND  
2515080 NOVA SCOTIA COMPANY**

Applicants

**AFFIDAVIT OF JOHN CHEN**

I, **John Chen**, of the City of Birmingham, in the State of Michigan, U.S.A.  
**MAKE OATH AND SAY:**

**INTRODUCTION**

1. I am the President of the Applicant, NMC Canada Inc. ("NMC"), and as such have knowledge of the matters to which I hereinafter depose, except where otherwise stated to be on the information and belief of others, in which case I verily believe them to be true.
2. NMC is incorporated under the Ontario *Business Corporations Act*. The Applicant, 2515080 Nova Scotia Company ("2515080"), is an unlimited liability company incorporated under the Nova Scotia *Companies Act*. NMC and 2515080 (collectively, the "Applicants") are each general partners of SKD Company, a general partnership registered under the Ontario *Partnerships Act* ("SKD Company"). The Applicants are holding companies whose only assets and liabilities relate to SKD Company and who carry on business through SKD Company.
3. SKD Company, NMC, and 2515080 (collectively, the "CCAA Parties") are part of a group of affiliated corporations and partnerships carrying on business in Canada, the United States and Mexico (collectively, the "SKD Group").

4. On January 21, 2009, this Honourable Court made an order (the "Initial Order") pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "CCAA") in relation to the Applicants, which Order also extended the stay of proceedings to and granted relief in relation to SKD Company, as if it were an Applicant.

5. The Initial Order, among other things, approved of the Forbearance Agreement, Accommodation Agreement and Access Agreement (each as defined in the Initial Order and attached as exhibits to my affidavit sworn January 21, 2009 (the "January Chen Affidavit")), and empowered and directed the CCAA Parties to enter into these agreements.

6. The Initial Order imposed a stay of proceedings extending to and including February 19, 2009 (the "Stay Period"). This affidavit is being sworn in support of a motion to extend the Stay Period to February 27, 2009.

#### **BACKGROUND**

7. SKD Company is a Tier I supplier of metal stampings and welded assemblies to automotive manufacturers in the North American automotive industry, including Chrysler Canada Inc. and Chrysler LLC (collectively, "Chrysler"), Ford Motor Company ("Ford") and Honda of America Mfg., Inc., Honda Canada Mfg., a division of Honda Canada, Inc., Honda Manufacturing of Indiana, LLC and Honda Manufacturing of Alabama, LLC (collectively, "Honda", and together with Chrysler and Ford, the "Customers"). The manufacturing operations of SKD Group are conducted by SKD Company in Canada, SKD L.P. in the United States and SKD de Mexico, S. de R.L. de C.V. in Mexico.

8. SKD Company is a borrower, together with SKD Automotive Group, Limited Partnership ("SKD AG" and, together with SKD Company, the "SKD Borrowers"), under a revolving working capital credit facility extended by Comerica Bank ("Comerica") to the SKD Borrowers (the "Comerica Facility"). Although the Comerica Facility matured on November 30, 2008, upon and subject to the terms of the Forbearance Agreement, Comerica has agreed to forbear until February 28, 2009.

9. Pursuant to the Forbearance Agreement, the borrowing base under the Comerica Facility has been amended. Absent a default, Comerica is continuing, in its discretion, to make

available advances to SKD Company under the Comerica Facility, inclusive of the customer operations funding, described below, that is being provided by Chrysler, Ford, Honda and GM to fund the operations of the SKD Group (the "Customer Operations Funding"). While General Motors Corporation ("GM") is providing interim funding to fund the operations of the SKD Group in the United States and Mexico, it is not providing funding in relation to SKD Company.

10. The principal amount of the aggregate borrowings under the Comerica Facility (the "Comerica Indebtedness") as of February 11, 2009, was approximately US\$12.1 million. The foregoing amount excludes interest, costs, expenses or amounts constituting Customer Operations Funding, as defined under the Accommodation Agreement, that is being provided by the Customers (and, in the case of SKD AG, but not SKD Company, by General Motors Corporation) through the purchase of subordinated participations in the Comerica Facility pursuant to an Amended and Restated Subordinated Participation Agreement entered into between the Customers, GM and Comerica on January 21, 2009, which was also an exhibit to the January Chen Affidavit.

11. The maximum amount of Customer Operations Funding available pursuant to the budget appended to the Accommodation Agreement is US\$8.8 million. Total Customer Operations Funding since the commencement of these proceedings is approximately US\$4.7 million.

#### **SALES PROCESS**

12. SKD Company has been working with RSM Richter Inc., the monitor appointed under the Initial Order (the "Monitor") to execute the Sales Process. As described in the second report of the Monitor (the "Second Report"), the Applicants and the Monitor have identified parties who might have an interest in acquiring the business of SKD Company, including parties who had expressed an interest in SKD Company prior to this filing.

13. The Monitor, in consultation with SKD Company and its financial advisors, Conway MacKenzie, Inc., compiled a list of prospective purchasers, including both financial and strategic parties. The Monitor also provided the prospective purchasers with an initial "teaser" letter, prepared a form of confidential information memorandum and confidentiality letter and, with the assistance of SKD Company and its advisors, established an electronic data room for

prospective purchasers to conduct due diligence. A standardized form of asset purchase agreement was prepared and deposited in the data room for prospective purchasers to use in structuring their offers. The Second Report provides additional information regarding the marketing process conducted by the Monitor.

14. Pursuant to the Accommodation Agreement, any sale must be to a Qualified Buyer (as defined in the Accommodation Agreement). The Accommodation Agreement also provides that any sale transaction is to be approved by this Honourable Court by February 25, 2009. Under the Sales Process approved by the Initial Order, prospective purchasers have until February 18, 2009 to conduct due diligence and to submit a purchase agreement to the Monitor.

#### **CASH FLOW PROJECTIONS**

15. SKD Company has prepared cash flow projections (the "Cashflow Projections") for the period ending February 27, 2009, a copy of which were attached to the January Chen Affidavit and are attached as Exhibit "A" to this Affidavit. The Cashflow Projections were prepared based on certain assumptions, including that Comerica would continue to forbear in requiring repayment in full of the Comerica Indebtedness through to February 28, 2009, that SKD Company would be able to secure additional advances under the Comerica Credit Agreement, inclusive of the Customer Operations Funding, and that Customers would comply with the expedited payments as provided for under the Accommodation Agreement.

#### **NEED FOR THE EXTENSION OF THE STAY PERIOD**

16. The Applicants are seeking an extension of the Stay Period to February 27, 2009. Depending on the results of the Sales Process and the discussions that are continuing between the Customers and the Applicants, and providing that the CCAA Parties have sufficient operating funding beyond February 27, 2009, the Applicants would be in a position to apply for a further extension of the Stay Period on or prior to February 27, 2009.

17. I believe that the extension of the Stay Period will permit the Sales Process to proceed and will facilitate performance by the CCAA Parties of their obligations under the Accommodation Agreement and Access Agreement that have been approved of by this Honourable Court. An extension of the stay period will also allow SKD Company to operate for

a period of time, providing employment to the employees of SKD Company and allowing it to manufacture component parts for the Customers, and will help maximize the prospect of recoveries to unsecured creditors of SKD Company.

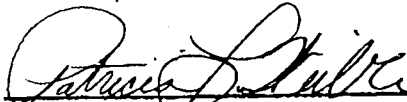
18. The extension of the Stay Period to February 27, 2009 will preserve the *status quo* and preserve and protect the business and assets of SKD Company while it continues to evaluate and pursue restructuring options. I believe that the ability of SKD Company to continue to operate for this additional period of time increases the opportunity for a better outcome for its creditors and other stakeholders and is in their best interests. If a sales transaction does not proceed, there is still the opportunity, as provided for in the Accommodation Agreement, for an orderly liquidation process to be implemented, thereby preserving value for creditors and stakeholders.

19. The Applicants have been acting in good faith and with due diligence in fulfilling their obligations under the Initial Order and subsequent Orders of this Court.

20. This affidavit is sworn in support of the motion of the Applicants for an order extending the Stay Period under the Initial Order and for no other or improper purpose.

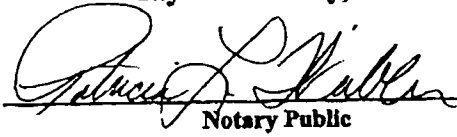
SWORN BEFORE ME at the )  
City of *Elk Grove Village* )  
in the State of *Illinois* , )  
this *13th* day of February, 2009 )

  
\_\_\_\_\_  
John Chen

  
\_\_\_\_\_  
Notary Public



This is Exhibit "A" referred to in the  
affidavit of John Chen  
sworn before me, this 13th  
day of February, 2009

  
\_\_\_\_\_  
Notary Public



SKD Company (Canada) Consolidated CND\$  
Estimated Cash Flow Forecast

	23-Jan	30-Jan	Jan 2009	6-Feb	13-Feb	20-Feb	27-Feb	Feb 2009
Total Receipts	\$ 9,474	\$ 415	\$ 9,889	\$ 2,690	\$ 3,195	\$ 2,227	\$ 2,550	\$ 10,662
Disbursements								
Customer Steel Autodebit/Scrap Rebate	8,769	136	8,905	985	1,244	978	1,098	4,305
Accounts Payable - Trade	505	1,251	1,756	437	487	506	1,228	2,658
Payroll - Hourly	735	348	1,083	127	100	380	355	962
Payroll - Salaried	50	645	695	575	595	50	500	1,720
Restructuring Fees	1,099	643	1,742	760	783	736	751	3,030
Interest	-	150	150	-	-	-	150	150
Accrued Payroll	1,674	-	1,674	-	-	-	-	-
Total Disbursements	12,852	3,173	16,005	2,884	3,209	2,650	4,082	12,825
Net Cash Flow	(3,377)	(2,758)	(6,115)	(194)	(14)	(423)	(1,532)	(2,163)



**IN THE MATTER OF THE COMPANIES' CREDITORS' ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED  
AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF NMC CANADA, INC.  
AND 2515080 NOVA SCOTIA COMPANY**

Applicants

**Court File No. 09-CL-7960**

---

**ONTARIO**

**SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

Proceeding commenced at TORONTO

---

**MOTION RECORD**

---

**LANG MICHENER LLP**

Lawyers – Patent & Trade Mark Agents  
Brookfield Place, P.O. Box 747  
181 Bay Street, Suite 2500  
Toronto, ON M5J 2T7

Sheryl Seigel  
LSUC #21850H  
Tel: (416) 307-4063  
E-mail: [sseigel@langmichener.ca](mailto:sseigel@langmichener.ca)

John S. Contini  
LSUC #30610B  
Tel: (416) 307-4148  
E-mail: [jcontini@langmichener.ca](mailto:jcontini@langmichener.ca)

Fax: (416) 365-1719

Lawyers for the Applicants