

**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
(returnable June 9, 2009)

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capacity as Monitor

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TAB 1

**ONTARIO
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APPLICANTS

NOTICE OF MOTION

RSM Richter Inc., in its capacity as monitor (the “**Monitor**”) of the applicants named in this proceeding (the “**Applicants**”) and of SKD Company (collectively with the Applicants, the “**Debtors**”) will make a motion to a judge presiding on the Commercial List on Tuesday, June 9, 2009 at 9:30 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.

THE MOTION IS FOR:

1. an order substantially in the form attached as Schedule “A” hereto:
 - (a) abridging the time for service of the notice of motion and motion record and dispensing with further service;
 - (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**”), as extended by Orders of this Court made February 18, 2009, February 27, 2009, March 9, 2009, March 10, 2009,

March 11, 2009, March 31, 2009, April 30, 2009, and May 29, 2009 until and including June 11, 2009; and

- (c) such further and other relief as this Honourable Court may deem just.

THE GROUNDS FOR THE MOTION ARE:

- (d) 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;
- (e) SKD Company was a Tier I automotive parts supplier that designed and manufactured metal components and weldments for automakers 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**”) from facilities located in Mississauga, Milton and Brampton, Ontario;
- (f) 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;
- (g) by Orders of this Honourable Court dated February 18, 2009, February 27, 2009, March 9, 2009, March 10, 2009, March 11, 2009, March 31, 2009, April 30, 2009 and May 29, 2009, the Stay Period as defined in the Initial Order was further extended until and including June 10, 2009;

- (h) 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;
- (i) the Debtors have acted in good faith and with due diligence;
- (j) substantially all of the assets of the Debtors have been sold and, subject to the approval of this Honourable Court, an asset sale transaction with Maynard's Industries Ltd. will be completed to sell the remaining assets of the Debtors;
- (k) the Monitor understands that Chrysler intends to serve a motion seeking the appointment of RSM Richter Inc., as receiver of the Debtors (the "Receivership Motion"). The Receivership Motion will be heard on Thursday, June 11, 2009;
- (l) the Monitor believes that the Debtors should be placed in receivership as there is no prospect of a restructuring under the CCAA, the Company's operations have ceased, employees have been terminated and the remaining assets will, subject to this Honourable Court's approval, soon be sold. The commencement of the receivership proceedings will also assist to reduce the professional costs associated with these proceedings;
- (m) the Monitor understands that all of the Customers support the relief that will be sought in the Receivership Motion;
- (n) the Monitor believes that it is appropriate in the circumstances for the Stay Period to be extended to and including the date of return of the Receivership Motion;
- (o) the provisions of the CCAA, and in particular section 11 thereof, and the inherent and equitable jurisdiction of this Honourable Court;
- (p) 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

- (q) 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 Tenth Report of the Monitor dated June 8, 2009; and
2. such further and other evidence as counsel may advise and this Honourable Court may permit.

June 8, 2009

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Court File No: 09-CL-7960

Applicants

ONTARIO
SUPERIOR COURT OF JUSTICE -
COMMERCIAL LIST

Proceeding commenced at TORONTO

NOTICE OF MOTION

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TAB 2

**ONTARIO
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THE HONOURABLE MR.) TUESDAY, THE 9TH DAY
JUSTICE CAMPBELL) OF JUNE, 2009
)

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Applicants

ORDER

THIS MOTION made by RSM Richter Inc., in its capacity as monitor (the "**Monitor**") of the applicants, NMC Canada Inc. and 2515080 Nova Scotia Company (the "**Applicants**") and SKD Company, pursuant to the *Companies Creditors Arrangement Act*, R.S.C. 1985, c. C- 36, as amended, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Initial Order of this Court dated January 21, 2009, as extended from time to time (the "**Initial Order**"), the Notice of Motion of the Monitor, and on hearing submissions from counsel for the Monitor, the Applicants and SKD Company, no 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, having been affected 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, as extended by Orders of this Court made February 18, 2009, February 27, 2009, March 9, 2009, March 10, 2009, March 11, 2009, March 31, 2009, April 30, 2009, and May 29, 2009, be and is hereby extended until and including June 11, 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
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Court File No.: 09-CL-7960

**ONTARIO
SUPERIOR COURT OF JUSTICE
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Proceeding commenced at Toronto

ORDER

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ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceeding commenced at Toronto

MOTION RECORD
(returnable June 9, 2009)

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