

COURT FILE NUMBER

COURT

COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE

CALGARY

APPLICANTS

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 RS TECHNOLOGIES INC.

DOCUMENT

**PRE-FILING REPORT OF FTI CONSULTING  
CANADA INC., IN ITS CAPACITY AS PROPOSED  
MONITOR OF RS TECHNOLOGIES INC.**

**MARCH 13, 2013**

ADDRESS FOR SERVICE AND  
CONTACT INFORMATION OF  
PARTY FILING THIS  
DOCUMENT

**PROPOSED MONITOR**

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**COUNSEL**

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Suite 3300, 421 - 7th Avenue SW  
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## **INTRODUCTION**

1. FTI Consulting Canada Inc. ("FTI Consulting" or the "Proposed Monitor") has been advised that RS Technologies Inc. (the "Applicant" or "RS") intend to make an application under the Companies' Creditors Arrangement Act, R.S.C. 1985, c. C-36, as amended (the "CCAA") for an initial order (the "Initial Order") granting, inter alia, a stay of proceedings against RS until April 12, 2013, (the "Initial Stay Period") and appointing FTI Consulting as the monitor. The proceedings to be commenced by the Applicant under the CCAA will be referred to herein as the "CCAA Proceedings".
2. FTI is a trustee within the meaning of section 2 of the Bankruptcy and Insolvency Act, R.S.C. 1985, c. B-3, as amended, and is not subject to any of the restrictions on who may be appointed as monitor set out in section 11.7(2) of the CCAA. FTI has provided its consent to act as Monitor in these CCAA Proceedings (a copy of which is attached as Appendix "A").

## **PURPOSE**

3. The purpose of this report is to provide the Court with the following:
  - (a) the Proposed Monitor's comments on the Applicant's weekly cash flow forecast for the period from March 11, 2013 to June 29, 2013 (the "Forecast Period") and the reasonableness thereof, in accordance with s. 23(1)(b) of the CCAA;
  - (b) the Proposed Monitor's comments on the required interim financing ("Interim Financing") to fund the Applicant's cash needs through the Initial Stay Period; and
  - (c) the Proposed Monitor's conclusions and recommendations.

## **TERMS OF REFERENCE**

4. In preparing this report, the Proposed Monitor has relied upon unaudited financial information of the Applicant, RS's books and records, certain financial information prepared by the Applicant and discussions with the Applicants' management. The Proposed Monitor has not audited, reviewed or otherwise attempted to verify the accuracy or completeness of the information. Accordingly, the Proposed Monitor expresses no opinion or other form of assurance on the information contained in this report or relied on in its preparation. Future oriented financial information reported or relied on in preparing this report is based on management's assumptions regarding future events; actual results may vary from forecast and such variations may be material.
5. Unless otherwise stated, all monetary amounts contained herein are expressed in Canadian dollars.
6. This report should be read in conjunction with the affidavit of Howard R. Elliott sworn on March 13, 2013 (the "Elliott Initial Order Affidavit") filed in support of the Applicant's application for relief under the CCAA.

## **CASH FLOW STATEMENT**

7. The Applicant has prepared a weekly cash flow projection for the Forecast Period (the "Cash Flow Statement"). A copy of the signed Cash Flow Statement, notes and a report containing the prescribed representations of RS regarding the preparation of the Cash Flow Statement are attached hereto as Appendix "B".

8. The Cash Flow Statement indicates that during the Initial Stay Period, RS will have approximately:
  - (a) total cash receipts of \$684,417;
  - (b) total cash disbursements of \$1,634,876;
  - (c) total disbursements relating to the professional fees and restructuring costs of \$100,000; and
  - (d) estimated required borrowings under an Interim Facility of approximately \$750,000.

**PROPOSED MONITOR'S REPORT ON THE REASONABLENESS OF THE CASH FLOW STATEMENT**

9. Pursuant to section 23(1)(b) of the CCAA, the Proposed Monitor is required to provide this Honourable Court with the Proposed Monitor's findings with respect to its review of the Cash Flow Statement as to its reasonableness.
10. The Proposed Monitor's review of the Cash Flow Statement consisted of inquiries, analytical procedures and discussion related to information supplied to us by certain members of the management and employees of RS. Since hypothetical assumptions need not be supported, the Proposed Monitor's procedures with respect to them were limited to evaluating whether they were consistent with the purpose of the Cash Flow Statement. The Proposed Monitor also reviewed the support provided by management of RS for the probable assumptions and the preparation and presentation of the Cash Flow Statement.

11. Based on the Proposed Monitor's review, nothing has come to its attention that causes the Proposed Monitor to believe that, in all respects:<sup>1</sup>
- (a) The Hypothetical Assumptions are not consistent with the purpose of the Cash Flow Statement;
  - (b) As at the date of this report, the Probable Assumptions developed by management are not Suitably Supported and consistent with the plans of RS or do not provide a reasonable basis for the Cash Flow Statement, given the Hypothetical Assumptions; or
  - (c) The Cash Flow Statement does not reflect the Probable and Hypothetical Assumptions.
12. Since the Cash Flow Statement is based upon 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, the Proposed Monitor expresses no assurance as to whether the Cash Flow Statement will be achieved. The Proposed Monitor expresses no opinion or other form of assurance with respect to the accuracy of any financial information presented in this report, or relied upon by it in preparing this report.
13. The Cash Flow Statement has been prepared solely for the purposes of determining the liquidity requirements for RS during the CCAA Proceedings, using Probable and Hypothetical Assumptions, and readers are cautioned that it may not be appropriate for other purposes.

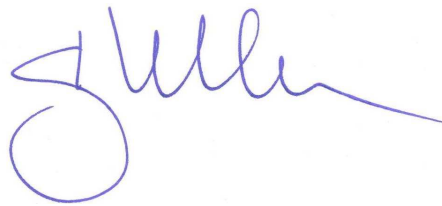
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<sup>1</sup> All terms used but not defined in this section of the report have the meanings ascribed to them in the Canadian Association of Insolvency and Restructuring Professionals ("CAIRP") Standard of Practice No. 09-1, Cash-Flow Statement, approved, ratified and confirmed by CAIRP members on August 21, 2009. A copy of Standard of Practice No. 09-1 is attached to the Cash Flow Statement at Appendix "B" to this report.

## INTERIM FINANCING

14. As set out in the Elliott Initial Order Affidavit, RS is currently suffering a liquidity crisis and requires immediate funding to maintain its operations. Accordingly, RS is seeking Court approval of interim financing in the amount of \$750,000 referred to as the Interim Facility. The Cash Flow Statement indicates that \$750,000 is required for the Initial Stay Period.

FTI Consulting Canada Inc.  
in its capacity as the Proposed Monitor of RS  
Technologies Inc.



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Deryck Helkaa  
Senior Managing Director,  
FTI Consulting Canada Inc.

# **Appendix A**

## **Consent to Act**

COURT FILE NUMBER

COURT OF QUEEN'S BENCH OF ALBERTA

JUDICIAL CENTRE

**CALGARY**

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  
**RS TECHNOLOGIES INC.**

DOCUMENT

**CONSENT OF THE MONITOR**

ADDRESS FOR SERVICE AND  
CONTACT INFORMATION OF  
PARTY FILING THIS DOCUMENT

**BLAKE, CASSELS & GRAYDON LLP**  
3500, 855 – 2<sup>nd</sup> Street S.W.  
Calgary, AB T2P 4J8

**Attention: Kelly J. Bourassa/Ryan Zahara**

Telephone: 403-260-9697/260-9628

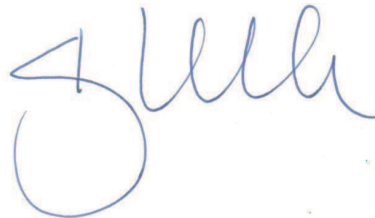
Facsimile: 403-260-9700

Email: [kelly.bourassa@blakes.com](mailto:kelly.bourassa@blakes.com)  
[ryan.zahara@blakes.com](mailto:ryan.zahara@blakes.com)

File Ref.: 89300/1

FTI Consulting Canada Inc. does hereby consent to act as Monitor of RS Technologies Inc. in these proceedings if so appointed by this Honourable Court.

Dated at the City of Calgary, the Province of Alberta, this 11<sup>th</sup> day of March, 2013.



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Name: Deryck Helkaa  
Title: Senior Managing Director



# **Appendix B**

**Cash Flow Statement, Notes and report containing prescribed  
representations of RE Technologies Inc.**

RS Technologies Inc.  
 Projected Cash Flow Statement for the period  
 March 11, 2013 to June 29, 2013  
 CDN \$

Notes	Week Ending													Total			
	March 16	March 23	March 30	April 6	April 13	April 20	April 27	May 4	May 11	May 18	May 25	June 1	June 8		June 15	June 22	June 29
1	219,498	(98,502)	(169,752)	(33,245)	(696,795)	(730,961)	(949,461)	(1,007,954)	(927,954)	(1,055,454)	(1,224,454)	(1,475,954)	(1,770,354)	(1,797,854)	(1,991,854)	(2,333,354)	219,498
2	-	54,750	333,333	43,000	253,333	95,000	260,333	130,000	30,000	47,000	230,000	30,000	130,000	47,000	30,000	30,000	1,743,750
3	(126,000)	(23,000)	(123,326)	(225,388)	(146,000)	(23,000)	(123,326)	-	(43,500)	(146,000)	(23,000)	(188,739)	(43,500)	(146,000)	(23,000)	(123,326)	(1,537,109)
4	(51,500)	(3,000)	(73,500)	(56,161)	(51,500)	(8,500)	(73,500)	-	(67,000)	(3,000)	(51,500)	(50,661)	(67,000)	(3,000)	(51,500)	(25,000)	(636,322)
5	-	-	-	-	-	(50,000)	-	-	-	-	(55,000)	-	-	(25,000)	-	-	(130,000)
6	-	-	-	(422,000)	(90,000)	(107,000)	(122,000)	(47,000)	(47,000)	(67,000)	(152,000)	(72,000)	(47,000)	(67,000)	(97,000)	(10,000)	(1,347,000)
7	(140,500)	-	-	(9,000)	-	-	-	(3,000)	-	-	(200,000)	(3,000)	-	-	-	-	(149,500)
8	(318,000)	(126,000)	(196,826)	(706,550)	(287,500)	(313,500)	(318,826)	(50,000)	(157,500)	(216,000)	(481,500)	(324,400)	(157,500)	(241,000)	(371,500)	(158,326)	(4,424,928)
Change in Cash	(318,000)	(71,250)	136,507	(663,550)	(34,167)	(218,500)	(58,493)	80,000	(127,500)	(169,000)	(251,500)	(294,400)	(27,500)	(194,000)	(341,500)	(128,326)	(2,681,179)
Ending Cash Balance	(98,502)	(169,752)	(33,245)	(696,795)	(730,961)	(949,461)	(1,007,954)	(927,954)	(1,055,454)	(1,224,454)	(1,475,954)	(1,770,354)	(1,797,854)	(1,991,854)	(2,333,354)	(2,461,680)	(2,461,680)

Notes:

Management of RS Technologies Inc. ("RS") has prepared this Projected Cash Flow Statement solely for the purposes of determining the liquidity requirements of RS during the CCAA Proceedings. The Projected Cash Flow Statement is based on the probable and hypothetical assumptions detailed in Notes 1 - 8. Consequently, actual results will likely vary from performance projected and such variations may be material.

- 1 - Opening cash balance based on Canadian and US cash at March 11, 2013. US cash has been converted to Canadian on a 1:1 basis.
- 2 - Cash receipts based on the estimated receipt date of receivables from orders shipped prior to March 11, 2013 and expected future orders based on historical results.
- 3 - Overhead expenses are based on historical trends and include, accounting, sales and head office payroll, operations and sales consultants, rent, finance charges, travel, insurance and other general administrative expenses.
- 4 - Operating expenses are based on historical trends and include payroll for operations and manufacturing plant employees, manufacturing plant utilities, equipment leases, property taxes and repairs and maintenance.
- 5 - No capital expenditures are expected throughout the Forecast period.
- 6 - Materials costs are based off of raw material purchases required to manufacture projected customer orders for the next 2 months.
- 7 - Fees related to the proposed DIP include a commitment fee of 5% based on a maximum DIP loan of \$2.75 million and a \$3,000 monthly administration fee.
- 8 - Professional/legal fees include fee estimates provided by the proposed monitor, the proposed monitors counsel, the DIP lender's counsel and RS's counsel.

*Howard Elliott*

13 March 2013

Howard R. Elliott  
 Chief Executive Officer

Date



March 11, 2013

FTI Consulting Canada Inc.  
Bankers Hall, West Tower  
1000, 888-3<sup>rd</sup> Street SW  
Calgary, AB  
T2P 5C5

Attention: Deryck Helkaa, CA•CIRP

Dear Sir:

**Re: Proceedings under the Companies' Creditors Arrangement Act ("CCAA")  
Responsibilities/Obligations and Disclosure with Respect to Cash Flow Projections**

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In connection with the application by RS Technologies Inc. ("RS") for the commencement of proceedings under the CCAA in respect of RS, the management of RS ("Management") has prepared the attached Cash Flow Statement and the assumptions on which the Cash Flow Statement is based.

RS confirms that:

1. The Cash-Flow Statement and the underlying assumptions are the responsibility of the RS;
2. All material information relevant to the Cash Flow Statement and to the underlying assumptions has been made available to FTI Consulting Canada Inc. in its capacity as proposed Monitor; and
3. Management has taken all actions that it considers necessary to ensure:
  - a. That the individual assumptions underlying the Cash Flow Statement are appropriate in the circumstances; and
  - b. That the individual assumptions underlying the Cash Flow Statement, taken as a whole, are appropriate in the circumstances.

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Howard R. Elliott  
Chief Executive Officer

Standards of Professional Practice

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CASH-FLOW STATEMENT

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*In this Standard, words importing the singular number or the masculine gender only include more persons, parties or things of the same kind than one, and females as well as males and the converse.*

## 1.00 SCOPE AND PURPOSE

- 1.01 The purpose of this Standard is to provide guidance to a Monitor fulfilling its statutory responsibilities under the **Companies' Creditors Arrangement Act (CCAA), R.S.C. 1985, c. C-36, as amended**, in respect of a Monitor's Report on a Cash-Flow Statement. This Standard only addresses the Monitor's obligations with respect to the cash-flow forecast filed in support of the initial application. If appropriate, the Monitor **should** file similar reports in respect of subsequent or revised cash-flow forecasts, notwithstanding that there is no statutory obligation to file such reports.
- 1.02 The Monitor's duties and obligations in respect of a particular **CCAA** proceeding **shall** be governed by the **Act**, the applicable orders issued by the court, and this Standard where applicable. To the extent that this Standard conflicts with any order issued by the court, the Monitor **shall** be governed by the order.

## 2.00 DEFINITIONS

- 2.01 In this Standard:

"**May**" means the Standard is simply intended to be helpful and the Monitor has full discretion to follow it or not.

"**Should**" means it is appropriate to do so in most circumstances. Where a Monitor judges it appropriate to do otherwise, the Monitor should consider the advisability of documenting the reasons for its decision.

"**Shall**" means the Standard is mandatory and the Monitor must follow it.

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CASH-FLOW STATEMENT

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2.02 In this standard:

“**Act**” means the Companies’ Creditors Arrangement Act, R.S.C. 1985, c. C-36, as amended;

“**Association**” means Canadian Association of Insolvency and Restructuring Professionals / Association canadienne des professionnels de l'insolvabilité et de la réorganisation;

“**Assumptions**” means the Hypothetical Assumptions and Probable Assumptions developed by the Company;

“**Cash-Flow Statement**” in respect of a Company, means a statement indicating, on a weekly basis (or such other basis as is appropriate in the circumstances), the projected cash-flow of the Company as defined in section 2(1) of the **Act** based on Probable and Hypothetical Assumptions that reflect the Company’s planned course of action for the period covered;

“**Company**” means a debtor company, as defined in Section 2 of the **Act**, that intends to commence or has commenced, as the case may be, a proceeding under the **Act** or in respect of whom a proceeding under the **Act** has been commenced;

“**Hypothetical Assumptions**” means assumptions with respect to a set of economic conditions or courses of action that are not necessarily the most probable in the Company's judgment, but are consistent with the purpose of the Cash-Flow Statement;

“**Material**” means that it is probable that a change in an item or an aggregate of items would influence or change a decision;

“**Material Adverse Change**” means a change that, in the Monitor’s opinion, materially and negatively impairs, or is reasonably expected to materially and negatively impair, the Company’s cash-flow, financial circumstances or likelihood of success of a plan of arrangement. Examples would include, but not be limited to a change that:

- has a significant adverse effect on the expected cash-flows compared to the Cash-Flow Statement; or
- impairs the ability of the Company to carry on operations; or
- significantly prejudices the rights or interests of one or more classes of creditors.



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“**Monitor**” in respect of a Company, means the person appointed by the court pursuant to Section 11.7 of the **Act** to monitor the business and financial affairs of the Company;

“**Monitor’s Report**” means a report on the Cash-Flow Statement issued by the Monitor in accordance with Section 23(1)(b) of the **Act**;

“**Probable Assumptions**” means assumptions that: (i) the Company believes reflect the most probable set of economic conditions and planned courses of action, suitably supported that are consistent with the plans of the Company; and (ii) provide a reasonable basis for the Cash-Flow Statement;

“**Review for Reasonableness**” means the review conducted by the Monitor pursuant to Section 23(1)(b) of the **Act**; and

“**Suitably Supported**” means that the Assumptions are based on either one or more of the following factors: the past performance of the Company, the performance of other industry / market participants engaged in similar activities as the Company, feasibility studies, marketing studies or any other reliable source of information that provides objective corroboration of the reasonableness of the Assumptions. The extent of detailed information supporting each Assumption, and an assessment as to the reasonableness of each Assumption, will vary according to circumstances and will be influenced by factors such as the significance of the Assumption and the availability and quality of the supporting information.

### 3.00 ASSISTING THE COMPANY

3.01 The Monitor **may** assist the Company in the preparation of the Cash-Flow Statement.

3.02 The Monitor **shall** remind the Company that the Cash-Flow Statement and the Assumptions on which it is based, are the responsibility of the Company.

3.03 The Monitor **shall** remind the Company that the Monitor has the statutory duty to file a report with respect to the Cash-Flow Statement.

3.04 The Monitor **should** advise the Company that any information given by the Company to the Monitor may be disclosed to the court and the creditors.

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- 3.05 The Monitor **should** document the foregoing in a letter to the debtor, a sample of which is attached as Appendix A to this standard.
- 4.00 DOCUMENTATION
- 4.01 The review performed by the Monitor in accordance with this Standard **shall** be documented.
- 4.02 The Monitor **should** obtain written confirmation (a sample letter is attached as Appendix B to this standard) from an authorized officer or director of the Company that:
- a) the Cash-Flow Statement and the Assumptions on which it is based, are the responsibility of the Company; and
  - b) the Company's responsibility extends beyond ensuring that individual Assumptions used in the preparation of the Cash-Flow Statement are appropriate in the circumstances, and includes the responsibility to ensure that such Assumptions as a whole are appropriate in the circumstances.
- 5.00 MONITOR'S REVIEW
- 5.01 The Monitor **shall** perform a Review for Reasonableness.
- 5.02 The review **shall** be performed by an individual or individuals having, when considered as a whole, adequate technical training and proficiency, with due care and with an objective state of mind.
- 5.03 The review **shall** be adequately planned and properly executed and if assistants are employed, they **shall** be properly supervised.
- 5.04 The Monitor **should**, as soon as practicable, acquire knowledge of the Company and an understanding of the practices and particulars of the industry within which the Company operates, sufficient to enable it to perform the Review for Reasonableness.
- 5.05 The Review for Reasonableness **shall** consist of enquiry, analytical procedures and discussions with the Company to determine whether there is anything that causes the Monitor to believe that, in all material respects:

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- a) the Hypothetical Assumptions are not consistent with the purpose of the Cash-Flow Statement;
  - b) as at the date of the Monitor's Report, the Probable Assumptions developed by the Company are not Suitably Supported and consistent with the plans of the Company or do not provide a reasonable basis for the Cash-Flow Statement, given the Hypothetical Assumptions; or
  - c) the Cash-Flow Statement does not reflect the Probable and Hypothetical Assumptions.
- 5.06 The Monitor **should** satisfy itself that the computations contained in or made in preparing the Cash-Flow Statement are consistent with the Assumptions and materially accurate.
- 5.07 Where practicable, the Monitor **should** reconcile the Cash-Flow Statement to the appropriate actual cash and loan balances in the financial records of the Company, as at the start date of the Cash-Flow Statement, and a description of such reconciliation process may be included in the Monitor's Report.
- 5.08 The Monitor **shall** periodically compare actual cash-flow results to those reflected in the Cash-Flow Statement and obtain reasonable explanations for significant variances. The Monitor **should** report the results of such comparisons and reviews to the court. Where the results of such comparisons and reviews indicate a Material Adverse Change in the Company's projected cash-flow or financial circumstances, the Monitor **shall** report the results of such comparisons and reviews to the court without delay.
- 6.00 MONITOR'S REPORT
- 6.01 After completing its Review for Reasonableness, the Monitor **shall** consider whether anything material has come to its attention that causes it to believe that:
- a) The Hypothetical Assumptions are not consistent with the purpose of the Cash-Flow Statement; or
  - b) As at the date of the report, the Probable Assumptions developed by the Company are not Suitably Supported and consistent with the plans of the Company or do not provide a reasonable basis for the Cash-Flow Statement, given the Hypothetical Assumptions; or



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CASH-FLOW STATEMENT

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- c) The Cash-Flow Statement does not reflect the Probable and Hypothetical Assumptions.
- 6.02 The Monitor **should** file the Monitor's Report with the court within 10 days of the granting of the Initial Order or at such other time as may be ordered by the court.
- 6.03 The Monitor's Report **shall** include an overview and review of the Cash-Flow Statement and a summary of its determinations as required by Section 5.05 of this Standard.
- 6.04 The Monitor **should** ensure that all material Assumptions are disclosed in the notes and **shall** include in the Monitor's Report a statement to this effect.
- 6.05 The Monitor **shall** prepare, sign and file the Monitor's Report with the court.
- 6.06 The Monitor **should** date the Monitor's Report as of the date of the completion of his Review for Reasonableness.
- 6.07 The form of the Monitor's Report **shall** be substantially as follows:

*The <attached> statement of projected cash-flow <attached as appendix \_\_\_ of this report/the debtors application material> (the "Cash-Flow Statement") of \_\_\_\_\_ (name of Company), (the "Company") as of the \_\_\_\_\_ day of \_\_\_\_\_, consisting of \_\_\_\_\_ (describe, including relevant dates), has been prepared by the management of the Company for the purpose described in Note \_\_\_\_\_, using the Probable and Hypothetical Assumptions set out in Notes \_\_\_\_\_.*

*Our review consisted of inquiries, analytical procedures and discussion related to information supplied to us by certain of the management and employees of the Company. 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 Cash-Flow Statement. We have also reviewed the support provided by management of the Company for the Probable Assumptions, and the preparation and presentation of the Cash-Flow Statement.*

*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 Cash-Flow Statement;*

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- b) *as at the date of this report, the Probable Assumptions developed by management are not Suitably Supported and consistent with the plans of the Company or do not provide a reasonable basis for the Cash-Flow Statement, given the Hypothetical Assumptions; or*
- c) *the Cash-Flow Statement does not reflect the Probable and Hypothetical Assumptions.*

*Since the Cash-Flow Statement 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 Cash-Flow Statement will be achieved. We express no opinion or other form of assurance with respect to the accuracy of any financial information presented in this report, or relied upon by us in preparing this report.*

*The Cash-Flow Statement has been prepared solely for the purpose described in Note \_\_\_\_/on the face of the Cash-Flow Statement, and readers are cautioned that it may not be appropriate for other purposes.*

*Optional paragraph if the Monitor's report is to be included as part of another report:*

*Note: Date and signature of Monitor should be excluded if this report is included within another report prepared by the Monitor.*

*<Dated at \_\_\_\_\_, this \_\_\_\_\_ day of \_\_\_\_\_.*

\_\_\_\_\_  
*Monitor>.*

- 6.08 The Monitor's Report **should** be augmented with such additional comments as deemed appropriate by the Monitor in the circumstances.

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CASH-FLOW STATEMENT

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- 6.09 Where the Monitor concludes it is unable to issue the Monitor's Report in the form set out above, in accordance with the timeline detailed in paragraph 6.02, the Monitor:
- a) **Shall** advise the Company of the Assumptions and/or other matters that prevent the Monitor from issuing the Monitor's Report and **should** consider advising the Company of same in writing; and
  - b) **Shall** file a report with the court in accordance with the timeline detailed in paragraph 6.02 setting out the reasons therefore.