

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 INDALEX LIMITED, INDALEX
HOLDINGS (B.C.) LTD., 6326765 CANADA INC. and
NOVAR INC.

the Applicants

MOTION RECORD
(Returnable July 30, 2009)

July 27, 2009

BLAKE, CASSELS & GRAYDON LLP
Barristers and Solicitors
199 Bay Street, Suite 2800
Box 25, Commerce Court West
Toronto, Ontario M5L 1A9

Linc Rogers LSUC No.: 43562N
Tel: (416) 863-4168

Katherine McEachern LSUC No.: 38345M
Tel: (416) 863-2566

Jackie Moher LSUC No.: 53166V
Tel: (416) 863-3174
Fax: (416) 863-2653

Lawyers for the Applicants

TO: SERVICE LIST ATTACHED

**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 INDALEX LIMITED, INDALEX
HOLDINGS (B.C.) LTD., 6326765 CANADA INC. and
NOVAR INC.

the Applicants

SERVICE LIST

TO:	<p>BLAKE, CASSELS & GRAYDON LLP Barristers and Solicitors 199 Bay Street, Suite 2800 Box 25, Commerce Court West Toronto, ON M5L 1A9</p> <p>Linc Rogers Tel: (416) 863-4168 E-mail: linc.rogers@blakes.com</p> <p>Katherine McEachern Tel: (416) 863-2566 E-mail: katherine.mceachern@blakes.com</p> <p>Jackie Moher Tel: (416) 863-3174 Fax: (416) 863-2653 E-mail: jackie.moher@blakes.com</p>
AND TO:	<p>McMILLAN LLP Barristers & Solicitors Brookfield Place, Suite 4400 181 Bay Street 42nd Floor Toronto, ON M5J 2T3</p> <p>Wael Rostom Tel: (416) 865-7790 Fax: (647) 722-6736 E-mail: wael.rostom@mcmillan.ca</p>

	<p>Larry Crozier Tel: (416) 865-7178 Fax: (416) 865-7048 E-mail: lawrence.crozier@mcmillan.ca</p> <p>Tushara Weerasooriya Tel: (416) 865-7262 Fax: (416) 865-7048 E-mail: tushara.weerasooriya@mcmillan.ca</p> <p>Paul Macdonald Tel: (416) 865-7167 Fax: (416) 865-7048 E-mail: paul.macdonald@mcmillan.ca</p> <p>Lawyers for JPMorgan Chase Bank, N.A.</p>
AND TO:	<p>STIKEMAN ELLIOTT LLP Barristers & Solicitors Suite 5300, Commerce Court West 199 Bay Street Toronto, ON M5L 1B9</p> <p>Ashley Taylor Tel: (416) 869-5236 E-mail: ataylor@stikeman.com</p> <p>Lesley Mercer Tel: (416) 869-6859 Fax: (416) 947-0866 E-mail: lmercer@stikeman.com</p> <p>Lawyers for the Monitor, FTI Consulting Canada ULC</p>
AND TO:	<p>WEIRFOULDS LLP The Exchange Tower, Suite 1600 Box 480, 130 King Street West Toronto, ON M5X 1J5</p> <p>Paul D. Guy Tel: (416) 947-5045 Fax: (416) 365-1876 E-mail: pguy@weirfoulds.com</p> <p>Lawyers for Alcoa</p>

AND TO:	<p>OGILVY RENAULT LLP Suite 1100 1981 McGill College Avenue Montreal, QC H3A 3C1</p> <p>Attn: Sylvian Rigaud Tel: (514) 847-4702 Fax: (514) 286-5474 E-mail: srigaud@ogilvyrenault.com</p> <p>Lawyers for Rio Tinto Alcan Inc.</p>
AND TO:	<p>KOSKIE MINSKY LLP 20 Queen Street West Suite 900, Box 52 Toronto, ON M5H 3R3</p> <p>Attn: Andrew Hatnay Tel: (416) 595-2083 E-mail: ahatnay@kmlaw.ca</p> <p>Attn: Andrea McKinnon Tel: (416) 595-2150 Fax: (416) 204-2872 E-mail: amckinnon@kmlaw.ca</p> <p>Attn: Demetrios Yiokaris Tel: (416) 595-2130 Fax: (416) 204-2810 E-mail: dyiokaris@kmlaw.ca</p>
AND TO:	<p>GREAT-WEST LIFE 330 University Avenue Suite 400 Toronto, ON M5G 1R8</p> <p>Attn: Geoff Maier Tel: (416) 552-5575 E-mail: geoff.maier@gwl.ca</p>
AND TO:	<p>GREAT WEST LIFE Great-West Life Centre 100 Osborne Street North Winnipeg, MB R3C 3A5</p> <p>Attn: Gary Senft Tel: (204) 946-2943 Fax: (204) 946-4405</p>

	E-mail: gars@gwl.ca
AND TO:	<p>YOUNG CONAWAY STARGATT & TAYLOR LLP The Brandywine Building 1000 West Street, 17th Floor Wilmington, DE 19801</p> <p>Attn: Donald J. Bowman, Jr. Tel: (302) 571-5033 Fax: (302) 576-3504 E-mail: dbowman@ycst.com</p> <p>Attn: Michael R. Nestor Tel: (302) 571-6699 Fax: (302) 576-3321 E-mail: mnestor@ycst.com</p>
AND TO:	<p>FASKEN MARTINEAU DUMOULIN LLP 66 Wellington Street West Suite 4200, Toronto Dominion Bank Tower Box 20, Toronto Dominion Centre Toronto, ON M5K 1N6</p> <p>Edmond F.B. Lamek Tel: (416) 865-4506 Fax: (416) 364-7813 E-mail: elamek@fasken.com</p> <p>Lawyers for the Directors of the Applicants</p>
AND TO:	<p>MILLER THOMSON LLP One London Place 255 Queens Avenue, Suite 2010 London, ON N6A 5R8</p> <p>Alissa K. Mitchell Tel: (519) 931-3510 Fax: (519) 858-8511 E-mail: amitchell@millერთhompson.com</p> <p>Lawyers for GE Capital Canada Leasing Services Inc.</p>

AND TO:	<p>DEPARTMENT OF JUSTICE The Exchange Tower 130 King Street West, Suite 3400 P.O. Box 36 Toronto, ON M5X 1K6</p> <p>Diane Winters Tel: (416) 973-3172 Fax: (416) 973-0810 E-mail: diane.winters@justice.gc.ca</p>
AND TO:	<p>HER MAJESTY THE QUEEN IN RIGHT OF THE PROVINCE OF ONTARIO AS REPRESENTED BY THE MINISTER OF FINANCE (Income Tax, PST) PO Box 620 33 King Street West, 6th Floor Oshawa, ON L1H 8E9</p> <p>Kevin J. O'Hara E-mail: kevin.ohara@ontario.ca</p>
AND TO:	<p>MINISTRY OF ATTORNEY GENERAL Revenue & Taxation Group Legal Services Branch 601 – 1175 Douglas Street PO Box 9289 Stn Prov Govt Victoria, BC V8W 9J7</p> <p>Aaron Welch Tel: (250) 356-8589 Fax: (250) 387-0700 E-mail: Aaron.Welch@gov.bc.ca</p>
AND TO:	<p>HER MAJESTY THE QUEEN IN RIGHT OF THE PROVINCE OF ALBERTA AS REPRESENTED BY THE MINISTER OF FINANCE (Income Tax) The Tax and Revenue Administration 9811-109 Street Edmonton, AB T5K 2L5</p> <p>John Chiarella E-mail: john.chiarella@gov.ab.ca Fax: (780) 422-3770</p>
AND TO:	<p>MONSIEUR LE MINISTRE MINISTERE DU REVENU (QST, Income Tax, GST) Centre de perception fiscale 3800, rue de Marly Quebec City, QC G1X 4A5</p>

	<p>Claude Provencher Maryse Boucher Fax: (514) 215-3672/(416) 643-0381 E-mail: maryse.boucher@mrq.gouv.qc.ca</p>
AND TO:	<p>HER MAJESTY THE QUEEN IN RIGHT OF THE PROVINCE OF SASKATCHEWAN AS REPRESENTED BY THE MINISTER OF FINANCE (PST Saskatchewan) Revenue Division 2350 Alberta Street, 5th Floor Regina, SK S4P 4A6</p> <p>Larry Fowler, Collections and Enforcement E-Mail: larry.fowler@gov.sk.ca Ken Gorchinski, Collections and Enforcement E-Mail: ken.gorchinski@gov.sk.ca</p> <p>Fax: (306) 787-0241</p>
AND TO:	<p>HER MAJESTY THE QUEEN IN RIGHT OF THE PROVINCE OF MANITOBA AS REPRESENTED BY THE MINISTER OF FINANCE (Income Tax) Taxation Division 101-401 York Ave Winnipeg, MB R3C 0P8</p> <p>Anita Huhn Tel: (204) 945-4625 Fax: (204) 948-2200 E-mail: anita.huhn@gov.mb.ca</p>
AND TO:	<p>ROYAL BANK OF CANADA Senior Markets, Corporate Accounts 8th Floor 320 Front Street Toronto, ON M5V 3B7</p> <p>Kevin Moore Tel: (416) 974-5927 Fax: (416) 974-7673 E-mail: kevin.moore@rbc.com</p> <p>Fiona Dubsy Tel: (514) 874-2826 Fax: (514) 874-5315 E-mail: fiona.dubsy@rbc.com</p>

AND TO:	<p>FTI CONSULTING CANADA ULC Suite 2733, TD Canada Trust Tower 161 Bay Street Toronto, ON M5J 2S1</p> <p>Nigel D. Meakin Senior Managing Director Tel: (416) 572-2285 Fax: (416) 572-2201 E-mail: nigel.meakin@fticonsulting.com</p> <p>Toni Vanderlaan Managing Director Tel: (416) 572-2257 Fax: (416) 572-4068 E-mail: toni.vanderlaan@fticonsulting.com</p>
AND TO:	<p>HEENAN BLAIKIE LLP Suite 2600, 200 Bay Street South Tower, Royal Bank Plaza Toronto, ON M5J 2J4</p> <p>John J. Salmas / Kenneth Kraft / Henry Bertossi T: (416) 360-3570 / (416) 643-6822 / (416) 643-6862 F: (866) 895-2093 / (416) 360-8425 / (416) 360-8425</p> <p>E-mail: jsalmas@heenan.ca E-mail: kkraft@heenan.ca E-mail: hbertossi@heenan.ca</p> <p>Lawyers for the Stalking Horse Bidder</p>
AND TO:	<p>GOODMANS LLP Barristers & Solicitors 250 Yonge Street, Suite 2400 Toronto, ON M5B 2M6</p> <p>Brian Empey LSUC No. 30640G Tel: (416) 979-2211 Fax: (416) 979-1234 E-mail: bempey@goodmans.ca</p> <p>Lawyers for the Respondent, Sun Indalex Finance, LLC</p>
AND TO:	<p>MACLEOD DIXON LLP Barristers and Solicitors 3700 Canterra Tower 400 Third Avenue SW Calgary, AB T2P 4H2</p>

	<p>Steven H. Leidl / Kyle D. Kashuba Tel: (403) 267-8140 / (403) 267-8399 Fax: (403) 264-5973 / (403) 264-5973 E-mail: steven.leidl@macleoddixon.com / kyle.kashuba@macleoddixon.com</p> <p>Lawyers for Constellation NewEnergy Capital Inc.</p>
AND TO:	<p>BERNSTEIN LAW FIRM, P.C. Suite 2200, Gulf Tower 707 Grant Street Pittsburgh, PA 15219-1900 U.S.A.</p> <p>Scott E. Schuster Tel: (412) 456-8100 Fax: (412) 856-8273 E-mail: sschuster@bernsteinlaw.com</p>
	LIST OF PPSA REGISTRANTS
AND TO:	<p>Woodbine Truck Centre Ltd. o/a Woodbine Indealease 8240 Woodbine Avenue Markham, ON L3R 2N8</p> <p>Attn: Greg Kearns E-mail: gkearns@woodbinetruck.com</p>
AND TO:	<p>NRB Inc. 115 South Service Road West, P.O. Box 129 Grimsby, ON L3M 4G3</p> <p>Attn: Richard DiAngelo E-mail: richarddiangelo@nrb-inc.com</p>
AND TO:	<p>De Lage Landen Financial Services Canada Inc. 100-1235 North Service Road West Oakville, ON L6M 2W2</p> <p>Attn: Jacqueline Perron E-mail: jperron@leasedirect.com</p>
AND TO:	<p>GE Canada Equipment Financing G.P. 2300 Meadowvale Blvd., Suite 200 Mississauga, ON L5N 5P9</p> <p>Attn: Veronica Runyon Fax: (905) 858-4952</p>

AND TO:	<p>Penske Truck Leasing Canada Inc./Locations de Camions Penske Canada Inc. RT 10 Green Hills, PO Box 791 Reading, PA 19603</p> <p>Attn: Denise Sanford Tel: (905) 564-2176 E-mail: denise.sanford@penske.com</p>
AND TO:	<p>Citicorp Vendor Finance, Ltd. 2300 Meadowvale Blvd. Suite 200 Mississauga, ON L5N 5P9</p>
AND TO:	<p>GE Canada Leasing Services Company 2300 Meadowvale Boulevard, Suite 100 Mississauga, ON L5N 5P9</p> <p>Attn: Dean Langley Tel: (905) 858-4916 E-mail: dean.langley@ge.com</p>
AND TO:	<p>VFS Canada Inc. 73 Industrial Parkway North Aurora, ON L4G 4C4</p> <p>Attn: Murielle Graff E-mail: murielle.graff@vfsc.com</p>
AND TO:	<p>PHH Vehicle Management Services Inc. 2233 Argentia Road, Suite 400 Mississauga, ON L5N 2X7</p> <p>Attn: Dominic Monaco E-mail: dominic.monaco@phh.com</p>
AND TO:	<p>CIT Financial Ltd. 5045 South Service Road Burlington, ON L7R 4C8</p> <p>Attn: Anne Neuert Tel: (888) 563-4321 E-mail: anne.neuert@cit.com</p> <p>Attn: Isobel Fraser Tel: (905) 633-2097 E-mail: isobel.fraser@cit.com</p>

AND TO:	Liftcapital Corporation/Corporation Liftcapital 300 The East Mall, Suite 401 Toronto, ON M9B 6B7 Attn: Doug Chau Tel: (416) 621-5522 ext. 224 or 225 E-mail: dchau@liftcapital.ca
AND TO:	IKON Office Solutions Inc. 2300 Meadowvale Boulevard, Suite 200 Mississauga, ON L5N 5P9 Attn: Darlene Milligan Tel: (905) 858-6289 E-mail: Darlene.milligan@ge.com
AND TO:	Location Brossard Inc. 2190, boul. Hymus Dorval, QC H9P 1J7
AND TO:	Services de credit-bail GE Capital Canada Inc. 1 Place Ville-Marie – Suite 1401 Montreal, QC H3B 2B2
AND TO:	Compagnie de Location d'Equipment Cle Ltee (Credit-Bail Cle) 919 Pere Daniel Trois-Rivieres, QC G9A 2W9 E-mail: nblouin@credit-bailcle.ca
AND TO:	Financement D'Equipment GE Canada S.E.N.C. 123 Front Street W., 14 th Floor Toronto, ON M5J 2M2
AND TO:	Services Financiers De Lage Landen Canada Inc. 100-1235 North Service Road West Oakville, ON L6M 2W2
AND TO:	Hydro Quebec 75 boul. Rene-Levesque Ouest Montreal, QC H2E 1A4
AND TO:	Les Chariots Kirmar Inc. 2805, Boul. Pitfield Saint-Laurent, QC H4S 1T2
	LIST OF UNIONS
AND TO:	United Steelworkers – District 3 150 – 2880 Glenmore Trail S.E. Calgary, AB T2C 2E7

	<p>Attn: Keith Turcotte, Area Supervisor Tel: (403) 279-9397 E-mail: kturcotte@usw.ca</p>
AND TO:	<p>United Steelworkers 2952 Suite 202 9292 – 200th Street Langley, BC V1M 3A6</p> <p>Attn: Steve Dewell Tel: (604) 513-1850 E-mail: sdewell@usw.ca</p> <p><u>and</u></p> <p>Attn: R. Gatzka E-mail: rgatzka@usw.ca</p>
AND TO:	<p>Syndiat des Metallos 2350, avenue De LaSalle Quebec, QC H1V 2L1</p> <p>Attn: Pierre Arseneau Tel: (514) 599-2006 E-mail: parseneau@usw.ca</p>
AND TO:	<p>United Steelworkers 1158 Aerowood Drive Mississauga, ON L4W 1Y5</p> <p>Attn: Terry Bea, Staff Representative Tel: (905) 629-4991 ext. 27 E-mail: tbea@usw.ca</p> <p><u>and</u></p> <p>Attn: F. Falbo E-mail: ffalbo@usw.ca</p>
AND TO:	<p>United Steelworkers 25 Cecil Street Toronto, ON M5T 1N1</p> <p>Attn: Lawrence Hay, Staff Representative E-mail: lhay@usw.ca</p>

AND TO:	United Steelworkers (Counsel) Rob Champagne E-mail: rchampagne@usw.ca Paula Turtle E-mail: pturtle@usw.ca
AND TO:	United Steelworkers (Counsel to Local 7785 and 7785-01) Attn: P. Lalonde E-mail: plalonde@usw.ca
WITH A COURTESY COPY TO:	
	BENNETT JONES LLP Suite 3400 1 First Canadian Place, P.O. Box 130 Toronto, ON M5X 1A4 Raj S. Sahni Tel: (416) 777-4804 E-mail:sahnir@bennettjones.com Gavin Finlayson Tel: (416) 777-5762 E-mail:finlaysong@bennettjones.com Fax: (416) 863-1716 Canadian Counsel to US Bank in its capacity as trustee for bondholders
	MILLER CANFIELD 443 Ouellette Avenue, Suite 300 Windsor, ON N9A 6R4 John D. Leslie Tel: (519) 561-7422 E-mail:leslie@millercanfield.com Fax: (519) 977-1565 Canadian Co-Counsel with McGuire Woods to the Unsecured Creditors Committee

Court File No. CV-09-8122-00CL

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 INDALEX LIMITED, INDALEX
HOLDINGS (B.C.) LTD., 6326765 CANADA INC. and
NOVAR INC.

the Applicants

INDEX

TAB NO.

1. Notice of Motion, returnable July 30, 2009
2. Draft Order regarding Stay Extension
3. Draft Order regarding Claims Procedure

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 INDALEX LIMITED, INDALEX
HOLDINGS (B.C.) LTD., 6326765 CANADA INC. and
NOVAR INC.

the Applicants

NOTICE OF MOTION
(Returnable July 30, 2009)

THE APPLICANTS, Indalex Limited, Indalex Holdings (B.C.) Ltd., 6326765 Canada Inc. and Novar Inc. (the "Applicants") will make a motion to the Court, on Thursday, July 30, 2009, at 10:00 a.m. or as soon after that time as the motion can be heard, at 330 University Avenue, Toronto, Ontario.

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

THE MOTION IS FOR AN ORDER:

- a) abridging the time for service of the Notice of Motion and Motion Record, if necessary, and that the motion is properly returnable on Thursday, July 30, 2009;
- b) approving the Sixth Report of the Monitor, FTI Consulting Canada ULC, dated June 29, 2009 (the "Sixth Report") and the Eighth Report of the Monitor dated July 28, 2009 (the "Eighth Report"), and the activities of the Monitor as described therein;

- c) approving an extension of the stay of proceedings from July 31, 2009 to and including October 30, 2009;
- d) approving a procedure for the determination and resolution of claims filed against the Applicants and the Directors and Officers of the Applicants and authorizing and directing the Monitor to administer the claims procedure in accordance with its terms; and
- e) such further and other relief as the Applicants may request and this Honourable Court shall deem just.

THE GROUNDS FOR THE MOTION ARE:

- a) On April 3, 2009, the Applicants filed for and obtained protection from their creditors under the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "CCAA"), pursuant to an order (the "Initial Order") of the Honourable Mr. Justice Morawetz;
- b) Pursuant to the Initial Order, FTI Consulting Canada ULC was appointed as Monitor of the Applicants;
- c) The U.S. parent of Indalex Limited, Indalex Holding Corp. along with its parent company, Indalex Holdings Finance, Inc. and certain of their U.S. subsidiaries (the "U.S. Debtors") have commenced reorganization proceedings under Chapter 11 of Title 11 of the United States Code before the United States Bankruptcy Court for the District of Delaware (the "U.S. Court");
- d) On April 8, 2009, the Initial Order was amended and restated (the "Amended and Restated Initial Order") to, *inter alia*, authorize the Applicants to exercise certain restructuring powers and authorize Indalex Limited to borrow funds pursuant to a debtor-in-possession credit agreement among the Applicants, the U.S. Debtors and a syndicate of lenders for which JPMorgan Chase Bank, N.A. is administrative agent (the "DIP Lenders");

- e) On April 22, 2009, the Court granted an order which, *inter alia*, extended the stay of proceedings to June 26, 2009 and approved a marketing process;
- f) By Order dated July 2, 2009, the Applicants obtained approval of procedures for the conduct of a stalking horse bidding process;
- g) By Order dated July 20, 2009, the Court approved the sale of the assets as a going concern to SAPA Holding AB (“SAPA”), and ordered that upon closing of the sale transaction, the proceeds of sale be held by the Monitor. The Order also authorized the Monitor to distribute a portion of the proceeds of sale to the DIP Lenders, subject to a reserve to be maintained by the Monitor;
- h) It is appropriate for the Monitor to conduct a process for the determination and resolution of claims filed against the Applicants and the Directors and Officers of the Applicants in order to resolve these CCAA proceedings;
- i) The continuation of the stay of proceedings is necessary to provide the stability needed to close the sale to SAPA, permit post-closing adjustments to be finalized, and complete the proposed claims process;
- j) The Applicants’ cash flow forecast for the period ended October 31, 2009 is filed together with the Eighth Report;
- k) The circumstances exist that make the order appropriate and the Applicants’ have acted and continue to act in good faith and with due diligence;
- l) Section 11(4) of the CCAA;
- m) Rules 2.03, 3 and 37 of the *Rules of Civil Procedure*, R.R.O. 1990, Reg. 194, as amended; and
- n) 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:

- a) The Eighth Report; and
- b) Such further and other materials as counsel may advise and this Honourable Court may permit.

July 27, 2009

BLAKE, CASSELS & GRAYDON LLP
Barristers and Solicitors
199 Bay Street, Suite 2800
Box 25, Commerce Court West
Toronto, Ontario M5L 1A9

Linc Rogers LSUC No.: 43562N
Tel: (416) 863-4168

Katherine McEachern LSUC No.: 38345M
Tel: (416) 863-2566

Jackie Moher LSUC No.: 53166V
Tel: (416) 863-3174
Fax: (416) 863-2653

Lawyers for the 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
INDALEX LIMITED, INDALEX HOLDINGS (B.C.) LTD., 6326765 CANADA INC. and
NOVAR INC.**

Court File No: CV-09-8122-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE-
(COMMERCIAL LIST)**

Proceeding commenced at Toronto

**NOTICE OF MOTION
(RETURNABLE JULY 30, 2009)**

BLAKE, CASSELS & GRAYDON LLP
Barristers & Solicitors
Box 25, Commerce Court West
199 Bay Street, Suite 2800
Toronto, Ontario M5L 1A9

Linc Rogers LSUC No.: 43562N
Tel: (416) 863-4168

Katherine McEachern LSUC No.: 38345M
Tel: (416) 863-2566
Fax: (416) 863-2653

Jackie Moher LSUC No.: 53166V
Tel: (416) 863-3174
Fax: (416) 863-2653

Lawyers for the Applicants

TAB 2

DRAFT

Court File No. CV-09-8122-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE MR.) THURSDAY, THE
)
JUSTICE MORAWETZ) 30th DAY OF JULY, 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 INDALEX LIMITED, INDALEX
HOLDINGS (B.C.) LTD., 6326765 CANADA INC. and
NOVAR INC. (the "Applicants")

ORDER
(Re Stay Extension)

THIS MOTION made by the Applicants pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, for an Order:

- a) abridging the time for service of the Notice of Motion and Motion Record, if necessary, and that the motion is properly returnable on Thursday, July 30, 2009;
- b) approving the Sixth Report of the Monitor, FTI Consulting Canada ULC, dated June 29, 2009 (the "Sixth Report") and the Eighth Report of the Monitor dated July 28, 2009 (the "Eighth Report"), and the activities of the Monitor as described therein;

- c) approving an extension of the stay of proceedings from July 31, 2009 to and including October 30, 2009; and
- d) such further and other relief as the Applicants may request and this Honourable Court shall deem just;

was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the material filed, including the Notice of Motion, the Sixth Report and the Eighth Report, and on hearing the submissions of counsel for the Applicants, counsel for the Monitor, and counsel for the JPMorgan Chase Bank, N.A., and on being advised that the Applicants' Service List was served with the Motion Record herein;

SERVICE

- 1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record herein be and is hereby abridged and that the Motion is properly returnable today and service on any interested party other than those parties served is hereby dispensed with.

MONITOR'S ACTIVITIES

- 2. **THIS COURT ORDERS** that that the Sixth Report and the Eighth Report and the activities of the Monitor as described therein are hereby approved.

STAY EXTENSION

- 3. **THIS COURT ORDERS** that the Stay Period (as defined in paragraph 15 of the Amended Amended and Restated Initial Order, and as extended by Orders granted on April 22, 2009, June 19, 2009, June 20, 2009, and July 20, 2009) is hereby further extended until and including October 30, 2009.

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

Court File No. CV-09-8122-00CL

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
INDALEX LIMITED, INDALEX HOLDINGS (B.C.) LTD., 6326765 CANADA INC. and NOVAR INC. (the Applicants)

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

Proceeding commenced at Toronto

ORDER
(Re Stay Extension)

BLAKE, CASSELS & GRAYDON LLP
Barristers and Solicitors
199 Bay Street, Suite 2800
Box 25, Commerce Court West
Toronto, Ontario M5L 1A9

Linc Rogers LSUC No.: 43562N
Tel: (416) 863-4168

Katherine McEachern LSUC No.: 38345M
Tel: (416) 863-2566
Fax: (416) 863-2653

Jackie Moher LSUC No.: 53166V
Tel: (416) 863-3174
Fax: (416) 863-2653

Lawyers for the Applicants

TAB 3

DRAFT

Court File No. CV-09-8122-00CL

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE MR.)

THURSDAY, THE 30TH

JUSTICE MORAWETZ)

DAY OF JULY, 2009

B E T W E E N:

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

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF
INDALEX LIMITED,
INDALEX HOLDINGS (B.C.) LTD.,
6326765 CANADA INC. and
NOVAR INC.

O R D E R
(Claims Procedure)

THIS MOTION, made by Indalex Limited, Indalex Holdings (B.C.) Ltd., 6326765 Canada Inc. and Novar Inc. (the "**Applicants**") pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, (the "**CCAA**") for an order approving a procedure for the determination and resolution of claims filed against the Applicants and the Directors and Officers of the Applicants and authorizing and directing the Monitor to administer the claims procedure in accordance with its terms, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion, the Monitor's Eighth Report, and on hearing the submissions of counsel to the Applicants and the Monitor.

SERVICE

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and Motion Record in respect of this Motion is hereby abridged so that this Motion is properly returnable today and hereby dispenses with further service thereof.

DEFINITIONS

2. THIS COURT ORDERS that for purposes of this Order the following terms shall have the following meanings:

- a) **“Administration Charge”** means the Administration Charge as defined in the Initial Order;
- b) **“Applicants”** means Indalex Limited, Indalex Holdings (B.C.) Ltd., 6326765 Canada Inc. and Novar Inc;
- c) **“Business Day”** means a day, other than a Saturday, Sunday or a statutory holiday, on which banks are generally open for business in Toronto, Ontario;
- d) **“CCAA”** has the meaning set forth in the recitals hereto;
- e) **“Claim”** means any right or claim, other than any claim secured by the Charges created by the Initial Order, of any Person, against any of the Applicants, whether or not asserted, in connection with any indebtedness, liability or obligation of any kind, that exists at the Filing Date, or which has arisen subsequent to the Filing Date and constitutes a claim for damages or has arisen as a result of the termination or repudiation of an executory contract (including employment contracts) or lease by the Applicants, and any interest that may accrue thereon for which there is an obligation to pay, and costs which such person would be entitled to receive pursuant to the terms of any contract with such Person at law or in equity, by reason of the commission of a tort (intentional or unintentional), any breach of duty (including, without limitation, any legal, statutory, equitable or fiduciary duty), any right of ownership of or title to property or assets or to a trust or deemed trust (statutory, express, implied, resulting, constructive or otherwise) against any property or assets, whether or not 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, or any 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;
- f) **“Claimant”** means a Person asserting a Claim;
- g) **“Claims Bar Date”** means 5:00 p.m. (Toronto time) on August 28, 2009, or any later date ordered by the Court;

- h) **"Claims Officer"** means any individual appointed to act as a Claims Officer for purposes of the Claims Procedure;
- i) **"Claims Procedure"** means the procedures outlined in this Order, including the Schedules;
- j) **"Claims Procedure Order"** means this Order;
- k) **"Court"** means the Ontario Superior Court of Justice (Commercial List);
- l) **"Creditor"** means any Person having a Claim;
- m) **"D&O Claim"** means any existing or future right of any Person against one or more of the Directors and/or Officers of an Applicant which arose or arises as a result of such Director's or Officer's position, supervision, management or involvement as a Director or Officer of an Applicant, whether such right, or the circumstances giving rise to it, arose before or after the Initial Order and whether enforceable in any civil, administrative or criminal proceedings;
- n) **"D&O Claimant"** means a Person asserting a D&O Claim;
- o) **"D&O Counsel"** means Fasken Martineau DuMoulin LLP in its capacity as independent counsel to the Directors and Officers of the Applicants;
- p) **"D&O Creditor"** means any Person having a D&O Claim;
- q) **"D&O Dispute Package"** means with respect to any D&O Claims, a copy of the related Proof of D&O Claim, D&O Notice of Revision or Disallowance and D&O Notice of Dispute;
- r) **"D&O Notice of Dispute"** means a notice delivered to the Monitor by a D&O Claimant disputing a D&O Notice of Revision or Disallowance, which notice shall be substantially in the form attached hereto as Schedule "●" and shall set out the reasons for the dispute;
- s) **"D&O Notice of Revision or Disallowance"** means a notice informing a D&O Claimant that the Monitor has revised or disallowed such D&O Claimant's D&O Claim, which notice shall be substantially in the form attached hereto as Schedule "●" and shall set out the reasons for revision or rejection;
- t) **"Directors"** means the directors and former directors of each of the Applicants;
- u) **"Dispute Package"** means with respect to any Claim, a copy of the related Proof of Claim, Notice of Revision or Disallowance and Notice of Dispute;
- v) **"Filing Date"** means April 3, 2009;

- w) **"Initial Order"** means the Initial Order of the Honourable Mr. Justice Morawetz dated April 3, 2009, as extended and amended from time to time;
- x) **"Known Creditor"** means a Person who the Applicants have notice or knowledge may have a Claim or a D&O Claim;
- y) **"Monitor"** means FTI Consulting Canada ULC, in its capacity as the Court-appointed Monitor of the Applicants;
- z) **"Monitor's Website"** means <http://cfcanada.fticonsulting.com/indalex>;
- aa) **"Notice to Creditors"** means the notice for publication, substantially in the form attached as Schedule "●";
- bb) **"Notice of Dispute"** means a notice delivered to the Monitor by a Claimant or D&O Claimant disputing a Notice of Revision or Disallowance, which notice shall be substantially in the form attached hereto as Schedule "●" and shall set out the reasons for the dispute;
- cc) **"Notice of Revision or Disallowance"** means a notice informing a Claimant or D&O Claimant that the Monitor has revised or disallowed such Claimant's Claim or D&O Claim, which notice shall be substantially in the form attached hereto as Schedule "●" and shall set out the reasons for revision or rejection;
- dd) **"Officers"** means the officer and former officers of each of the Applicants;
- ee) **"Person"** means any individual, partnership, firm, joint venture, trust, entity, corporation, unincorporated organization, trade union, pension plan administrator, pension plan regulator, governmental authority or agency, employee or other association, or similar entity, howsoever designated or constituted;
- ff) **"Plan"** means any plan of compromise or arrangement which may be filed by the Applicants and presented to the Creditors for approval pursuant to the CCAA;
- gg) **"Proof of Claim"** means a Proof of Claim filed by a Claimant, substantially in the form attached as Schedule "●";
- hh) **"Proof of D&O Claim"** means a Proof of D&O Claim filed by a D&O Claimant, substantially in the form attached as Schedule "●";
- ii) **"Proven Claim"** means the amount and classification of a Creditor's Claim as finally determined in accordance with this Claims Procedure; and
- jj) **"Proven D&O Claim"** means the amount and classification of a D&O Creditor's D&O Claim as finally determined in accordance with this Claims Procedure.

SOLICITATION OF CLAIMS AND D&O CLAIMS

Notice to Creditors

3. **THIS COURT ORDERS** that on or before 5:00 p.m. (Toronto time) on July 31, 2009 each of the Applicants shall provide to the Monitor a list of Known Creditors in form satisfactory to the Monitor.
4. **THIS COURT ORDERS** that the Monitor shall send a Proof of Claim and/or a Proof of D&O Claim and a copy of the Claims Procedure to each Known Creditor by regular prepaid mail on or around August 5, 2009.
5. **THIS COURT ORDERS** that the Monitor shall cause the Notice to Creditors to be placed in each of the Globe and Mail (national edition) and the Wall Street Journal on or around August 5, 2009.
6. **THIS COURT ORDERS** that the Monitor shall cause the Notice to Creditors to be posted on the Monitor's Website from on or around July 31, 2009 until the Claims Bar Date.

Deadline for Filing a Proof of Claim

7. **THIS COURT ORDERS** that any Person that wishes to assert a Claim must file a Proof of Claim, together with all relevant supporting documentation in respect of such Claim, so that such Proof of Claim is received by the Monitor by no later than the Claims Bar Date.
8. **THIS COURT ORDERS** that any Person who does not deliver a Proof of Claim in respect of a Claim to the Monitor by the Claims Bar Date shall be forever barred from asserting or enforcing such Claim against the Applicants and the Applicants shall not have any liability whatsoever in respect of such Claim and such Claim shall be extinguished.

Deadline for Filing a D&O Proof of Claim

9. **THIS COURT ORDERS** that any Person that wishes to assert a D&O Claim must file a Proof of D&O Claim, together with all relevant supporting documentation in respect of such D&O Claim, so that such Proof of D&O Claim is received by the Monitor by no later than the Claims Bar Date.
10. **THIS COURT ORDERS** that any Person who does not deliver a Proof of D&O Claim in respect of a D&O Claim to the Monitor by the Claims Bar Date shall be forever barred from asserting or enforcing such D&O Claim against the Directors and Officers and the Directors and Officers shall not have any liability whatsoever in respect of such D&O Claim and such D&O Claim shall be extinguished.

DETERMINATION OF CLAIMS

11. **THIS COURT ORDERS** that the Monitor, in consultation with the Applicants, shall review each Proof of Claim received by the Claims Bar Date and may accept, revise or disallow the Claim. At any time the Monitor may request additional information with respect to any Claim.
12. **THIS COURT ORDERS** that the Monitor may attempt to consensually resolve the classification and amount of any Claim with the Claimant prior to accepting, revising or disallowing such Claim.
13. **THIS COURT ORDERS** that if the Monitor determines to revise or disallow a Claim the Monitor shall send a Notice of Revision or Disallowance to the Claimant.
14. **THIS COURT ORDERS** that if a Claimant disputes the classification or amount of its Claim as set forth in a Notice of Revision or Disallowance and such Claimant intends to contest the Notice of Revision or Disallowance then such Claimant shall deliver a Notice of Dispute so that such Notice of Dispute is received by the Monitor by no later than 5:00 p.m. (Toronto time) on the day which is fourteen days after the date of the Notice of Revision or Disallowance or such later date as the Monitor may agree in writing or the Court may order.

15. **THIS COURT ORDERS** that any Claimant who fails to deliver a Notice of Dispute to the Monitor by the deadline set forth in paragraph 14 shall be deemed to accept the classification and amount of its Claim as set out in the Notice of Revision or Disallowance and the Claim as set out in the Notice of Revision or Disallowance shall constitute a Proven Claim.
16. **THIS COURT ORDERS** that upon receipt of a Notice of Dispute, the Monitor may:
 - a) attempt to consensually resolve the classification and the amount of the Claim with the Claimant;
 - b) deliver a Dispute Package to the Claims Officer; and/or
 - c) schedule a 9:30 appointment with the Court for the purpose of scheduling a motion to resolve the Claim and at such motion the Claimant shall be deemed to be the applicant and the Monitor shall be deemed to be the respondent.
17. **THIS COURT ORDERS** that upon receipt of a Dispute Package, the Claims Officer shall schedule and conduct a hearing to determine the classification and/or amount of the Claim and shall as soon as practicable thereafter notify the Monitor and the Claimant of his or her determination.
18. **THIS COURT ORDERS** that the Monitor or the Claimant may appeal the Claims Officer's determination to this Court within ten days of notification of the Claims Officer's determination of such Claimant's Claim by serving upon the Monitor or the Claimant, as applicable, and filing with this Court a notice of motion returnable on a date to be fixed by this Court. If an appeal is not filed within such period then the Claims Officer's determination shall, subject to a further order of the Court, be deemed to be final and binding and shall be a Proven Claim.
19. **THIS COURT ORDERS** that, subject to further order of the Court, the Claims Officer shall determine the manner in which evidence may be brought before him or her as well as any other procedural matters which may arise in respect of the determination of any Claim.

DETERMINATION OF D&O CLAIMS

20. **THIS COURT ORDERS** that the Monitor, in consultation with D&O Counsel, shall review each Proof of D&O Claim received by the Claims Bar Date and may accept, revise or disallow the D&O Claim. At any time the Monitor may request additional information with respect to any D&O Claim.
21. **THIS COURT ORDERS** that the Monitor may attempt to consensually resolve the amount of any D&O Claim with the D&O Claimant prior to accepting, revising or disallowing such D&O Claim.
22. **THIS COURT ORDERS** that if the Monitor determines to revise or disallow a D&O Claim the Monitor shall send a Notice of Revision or Disallowance to the D&O Claimant.
23. **THIS COURT ORDERS** that if a D&O Claimant disputes the classification or amount of its D&O Claim as set forth in a D&O Notice of Revision or Disallowance and such D&O Claimant intends to contest the D&O Notice of Revision or Disallowance then such D&O Claimant shall deliver a D&O Notice of Dispute so that such D&O Notice of Dispute is received by the Monitor by no later than 5:00 p.m. (Toronto time) on the day which is fourteen days after the date of the D&O Notice of Revision or Disallowance or such later date as the Monitor may agree in writing or the Court may order.
24. **THIS COURT ORDERS** that any D&O Claimant who fails to deliver a D&O Notice of Dispute to the Monitor by the deadline set forth in paragraph 23 shall be deemed to accept the classification and amount of its D&O Claim as set out in the D&O Notice of Revision or Disallowance and the D&O Claim as set out in the D&O Notice of Revision or Disallowance shall constitute a Proven Claim.
25. **THIS COURT ORDERS** that upon receipt of a D&O Notice of Dispute, the Monitor may:

- a) attempt to consensually resolve the classification and the amount of the D&O Claim with the D&O Claimant;
 - b) deliver a D&O Dispute Package to the Claims Officer; and/or
 - c) schedule a 9:30 appointment with the Court for the purpose of scheduling a motion to resolve the D&O Claim and at such motion the D&O Claimant shall be deemed to be the applicant and the Monitor shall be deemed to be the respondent.
26. **THIS COURT ORDERS** that upon receipt of a D&O Dispute Package, the Claims Officer shall schedule and conduct a hearing to determine the classification and/or amount of the D&O Claim and shall as soon as practicable thereafter notify the Monitor, D&O Counsel and the D&O Claimant of his or her determination.
27. **THIS COURT ORDERS** that the Monitor, the Directors, the Officers or the D&O Claimant may appeal the Claims Officer's determination to this Court within ten days of notification of the Claims Officer's determination of such D&O Claimant's D&O Claim by serving upon the Monitor or the D&O Claimant, as applicable, and D&O Counsel and filing with this Court a notice of motion returnable on a date to be fixed by this Court. If an appeal is not filed within such period then the Claims Officer's determination shall, subject to a further order of the Court, be deemed to be final and binding and shall be a Proven D&O Claim.
28. **THIS COURT ORDERS** that, subject to further order of the Court, the Claims Officer shall determine the manner in which evidence may be brought before him or her as well as any other procedural matters which may arise in respect of the determination of any D&O Claim.

NOTICE OF TRANSFEREES

29. **THIS COURT ORDERS** that if a Claimant, a D&O Claimant, a Creditor, a D&O Creditor, or any subsequent holder of a Claim or a D&O Claim, who has been acknowledged by the Monitor as the holder of the Claim or D&O Claim, transfers or

assigns that Claim or D&O Claim to another Person the Monitor shall not be obligated to give notice to or to otherwise deal with the transferee or assignee of the Claim or D&O Claim as the holder of such Claim or D&O Claim unless and until actual notice of transfer or assignment, together with satisfactory evidence of such transfer or assignment, has been delivered to the Monitor. Thereafter, such transferee or assignee shall, for all purposes hereof, constitute the holder of such Claim or D&O Claim and shall be bound by notices given and steps taken in respect of such Claim or D&O Claim in accordance with the provisions of this Order.

30. **THIS COURT ORDERS** that if a Claimant, a D&O Claimant, a Creditor, a D&O Creditor, or any subsequent holder of a Claim or a D&O Claim, who has been acknowledged by the Monitor as the holder of the Claim or D&O Claim, transfers or assigns the whole of such Claim or D&O Claim to more than one Person or part of such Claim or D&O Claim to another Person, such transfers or assignments shall not create separate Claims or D&Os Claims and such Claims or D&O Claims shall continue to constitute and be dealt with as a single Claim or D&O Claim notwithstanding such transfers or assignments. The Monitor shall not, in each case, be required to recognize or acknowledge any such transfers or assignments and shall be entitled to give notices to and to otherwise deal with such Claim or D&O Claim only as a whole and then only to and with the Person last holding such Claim or D&O Claim, provided such Claimant, D&O Claimant, Creditor or D&O Creditor may, by notice in writing delivered to the Monitor, direct that subsequent dealings in respect of such Claim or D&O Claim, but only as a whole, shall be dealt with by a specified Person and in such event such Person shall be bound by any notices given or steps taken in respect of such Claim or D&O Claim with such Claimant, D&O Claimant, Creditor or D&O Creditor in accordance with the provisions of this Order.
31. **THIS COURT ORDERS** that neither the Applicants or the Monitor are under any obligation to give notice to any Person other than a Claimant holding a Claim, and shall have no obligation to give notice to any Person holding a security interest, lien or charge in, or a pledge or assignment by way of security in, a Claim

GENERAL PROVISIONS

32. **THIS COURT ORDERS** that the Monitor be and is hereby authorized to appoint one or more individuals to act as the Claims Officer to arbitrate disputed Claims and disputed D&O Claims in accordance with the Claims Procedure and that any Claims Officer shall be entitled to the benefits of and rely upon the Administration Charge as security for its reasonable professional fees and disbursements in connection with such appointment as Claims Officer.
33. **THIS COURT ORDERS** that the Monitor, in addition to its prescribed rights and obligations under the CCAA and under the Initial Order, is hereby directed and empowered to take such other actions and fulfill such other roles as are contemplated by this Order.
34. **THIS COURT ORDERS** that for the purposes of the Claims Procedure and the Plan, all Claims which are denominated in a foreign currency shall be converted to Canadian dollars at the Bank of Canada noon spot rate of exchange for exchanging the currency to Canadian dollars on the Filing Date.
35. **THIS COURT ORDERS** that any notice or communication required to be delivered pursuant to the terms of this Order shall be in writing and may be delivered by facsimile, email or electronic transmission, personal delivery, courier or, as necessary, by prepaid mail addressed to the respective party.
36. **THIS COURT ORDERS** that any document, notification or notice required to be delivered to the Monitor under this Claims Procedure shall be delivered to:

FTI Consulting Canada ULC
In its capacity as Monitor of Indalex Limited, Indalex Holdings (B.C.) Ltd.,
6326765 Canada Inc. and Novar Inc.
TD Canada Trust Tower
161 Bay Street, 27th Floor
Toronto, Ontario M5J 2S1
Attention: Ms Rachel Gillespie
Telephone: 416-572-2476
Facsimile: 416-572-4068
Email: rachel.gillespie@fticonsulting.com

37. **THIS COURT ORDERS** that in the event that the day on which any notice or communication required to be delivered pursuant to the Claims Procedure is not a Business Day then such notice or communication shall be required to be delivered on the next Business Day.
38. **THIS COURT ORDERS** that in the event of any strike, lock-out or other event which interrupts postal service in any part of Canada, all notices and communications during such interruption may only be delivered by email, facsimile transmission, personal delivery or courier and any notice or other communication given or made by prepaid mail within the seven (7) day period immediately preceding the commencement of such interruption, unless actually received, shall be deemed not to have been delivered. All such notices and communications shall be deemed to have been received, in the case of notice by email, facsimile transmission, personal delivery or courier prior to 5:00 p.m. (local time) on a Business Day, when received, if received after 5:00 p.m. (local time) on a Business Day or at any time on a non-Business Day, on the next following Business Day, and in the case of a notice mailed as aforesaid, on the fourth business day following the date on which such notice or other communication is mailed.
39. **THIS COURT ORDERS** that the Monitor is authorized to use reasonable discretion as to adequacy of compliance with respect to the manner in which Proofs of Claim, Proofs of D&O Claim, Notices of Dispute, D&O Notices of Dispute and other notices are completed and executed and may, where it is satisfied that a Claim or D&O Claim has been adequately filed or proven, waive strict compliance with the requirements of this Claims Procedure as to completion and execution of Proofs of Claim, Proofs of D&O Claim, Notices of Dispute and D&O Notices of Dispute and other notices to be provided herein.
40. **THIS COURT ORDERS** that references to the singular include the plural and to the plural include the singular.

**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
INDALEX LIMITED, INDALEX HOLDINGS (B.C.) LTD., 6326765 CANADA INC. and
NOVAR INC.**

Court File No: CV-09-8122-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE-
(COMMERCIAL LIST)**

Proceeding commenced at Toronto

**MOTION RECORD
(RETURNABLE JULY 30, 2009)**

BLAKE, CASSELS & GRAYDON LLP
Barristers & Solicitors
Box 25, Commerce Court West
199 Bay Street, Suite 2800
Toronto, Ontario M5L 1A9

Linc Rogers LSUC No.: 43562N
Tel: (416) 863-4168

Katherine McEachern LSUC No.: 38345M
Tel: (416) 863-2566
Fax: (416) 863-2653

Jackie Moher LSUC No.: 53166V
Tel: (416) 863-3174
Fax: (416) 863-2653

Lawyers for the Applicants