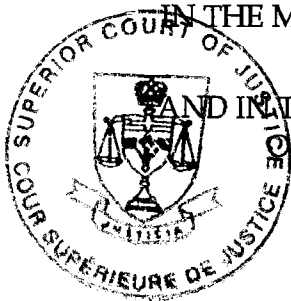


ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE MR.) TUESDAY, THE 22ND
JUSTICE MORAWETZ) DAY OF MAY, 2012



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 TIMMINCO LIMITED AND BÉCANCOUR SILICON INC.

Applicants

APPROVAL AND VESTING ORDER
(Re Sale of Solar Assets)

THIS MOTION, made by Timminco Limited ("Timminco") and Bécancour Silicon Inc. ("BSI" and, together with Timminco, the "Timminco Entities"), for an order approving the sale transaction (the "F.A. Transaction") contemplated by the Agreement of Purchase and Sale (the "F.A. Agreement") between the Timminco Entities and Grupo FerroAtlantica, S.A. made and entered into as of April 25, 2012, to the Affidavit of Peter A.M. Kalins sworn May 9, 2012 (the "May 9 Affidavit") as Exhibit "K", vesting the Timminco Entities' right, title and interest in and to the Purchased Assets (as defined in the F.A. Agreement) in and to Grupo FerroAtlantica, S.A., including any assignee thereof permitted under the F.A. Agreement (the "Purchaser") was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the May 9 Affidavit and the Seventh Report of FTI Consulting Inc., in its capacity as Court-appointed Monitor of the Timminco Entities (the "Monitor") dated May 15, 2012, and on being advised that those parties disclosed on the Service List attached to the Motion Record were served with the Notice of Motion and Motion Record, and on hearing the submissions of counsel for the Timminco Entities, the Monitor, the Purchaser, Investissement Québec, QSI Partners Ltd., Dow Corning Corporation, La Section Locale 184 De Syndicat Canadien des Communciations, de l'Energie et du Papier, the United Steel, Paper and Forestry, Rubber, Manufacturing, Energy, Allied Industrial and Service Workers International Union, AMG Advanced Metallurgical Group N.V., the Financial Services Commission of Ontario, and Mercer (Canada) Limited, in its capacity as the administrator of the Retirement Pension Plan for the Haley Plant Hourly Employees of Timminco Metals, A Division of Timminco Limited (Ontario Registration Number 0589648), no one appearing for any other person on the service list, although duly served as appears from the affidavit of service of Kathryn Esaw sworn May 10, 2012, filed,

1. **THIS COURT ORDERS** that that any defined term used but not defined herein shall have the meaning ascribed to such term in the F.A. Agreement.
2. **THIS COURT ORDERS AND DECLARES** that the F.A. Transaction and the F.A. Agreement are hereby approved. The Timminco Entities and the Monitor are hereby authorized and directed to take such additional steps and execute such additional documents as may be necessary or desirable for the completion of the F.A. Transaction and for the conveyance of the Purchased Assets to the Purchaser.
3. **THIS COURT ORDERS AND DECLARES** that this Order shall constitute the only authorization required by the Timminco Entities to proceed

with the F.A. Transaction and that no shareholder approval shall be required in connection therewith.

4. **THIS COURT ORDERS AND DECLARES** that upon the delivery of a Monitor's certificate to the Purchaser substantially in the form attached as Schedule "A" hereto (the "**Monitor's Certificate**"), all of the Timminco Entities' right, title and interest in and to the Purchased Assets shall vest, without further instrument of transfer or assignment, absolutely in the Purchaser, free and clear of and from any and all security interests (whether contractual, statutory, or otherwise), hypothecs, mortgages, trusts or deemed trusts (whether contractual, statutory, or otherwise), liens, executions, levies, charges, or other financial or monetary claims, whether or not they have attached or been perfected, registered or filed and whether secured, unsecured or otherwise (collectively, the "**Claims**") including, without limiting the generality of the foregoing: (a) any encumbrances or charges created by the Court, including by the Initial Order of the Honourable Mr. Justice Morawetz dated January 3, 2012, the Order (Re Special Payments, KERPs and Super-Priority of Administration Charge and D&O Charge) of the Honourable Mr. Justice Morawetz dated January 16, 2012, and the DIP Order of the Honourable Mr. Justice Morawetz dated February 8, 2012, as amended; (b) all charges, security interests or claims evidenced by registrations pursuant to the *Personal Property Security Act* (Ontario), the *Civil Code of Québec*, or any other personal property registry system; (c) all Claims in respect of or relating to any debts, liabilities or other obligations of any of the Timminco Entities that do not constitute Assumed Obligations; and (d) those Claims listed on Schedule B hereto; and, for greater certainty, this Court orders that all Encumbrances or charges affecting or relating to the Purchased Assets other than the Permitted Encumbrances are hereby expunged and discharged as against the Purchased Assets and the Purchaser.

5. **THIS COURT ORDERS** the Land Registrar of the Land Registry Office for the Registration Division of Nicolet (Nicolet 2), upon presentation of the Monitor's Certificate and a certified copy of this Order accompanied by the required application for registration and upon payment of the prescribed fees, but without the necessity to file a certificate of non-appeal, to publish this Order and (a) to proceed with an entry on the index of immovables showing the Purchaser as the absolute owner in regards to the immovable property known and designated as:

An immovable situated in the City of Bécancour, Province of Québec, known and designated as being composed of lot number THREE MILLION TWO HUNDRED AND NINETY-FOUR THOUSAND AND FIFTY-FOUR (3 294 054) of the Cadastre of Québec, Registration Division of Nicolet (Nicolet 2); and

lot number FOUR MILLION ONE HUNDRED AND TEN THOUSAND FIVE HUNDRED AND NINETY-EIGHT (4 110 598) of the Cadastre of Québec, Registration Division of Nicolet (Nicolet 2) with the buildings thereon erected bearing civic address 5500 Yvon-Trudeau Street, city of Bécancour, province of Québec, G9H 0G1 (together, the "HP1 Property")

and (b) to proceed with the radiation and cancellation of any and all hypothecs, legal hypothecs and Encumbrances (the "HP1 Encumbrances") on the Purchased Assets, including the HP1 Property, but not the Encumbrances listed at Schedule "B" to the F.A. Agreement (the "Permitted Encumbrances"), including, without limitation, the radiation and cancellation of the rights resulting from the following deeds published at the said Land Registry:

- Hypothecs pursuant to a Deed of universal hypothec granted by Bécancour Silicon Inc. in favour of Investissement Québec registered in the Registry Office for the registration division of Nicolet (Nicolet 2), on July 14, 2009, under number 16 368 865; and

- Legal hypothec against Bécancour Silicon Inc. in favour of Entreprises Arseneault Inc. registered in the Registry Office for the registration division of Nicolet (Nicolet 2), on January 20, 2012, under number 18 783 570.

6. **THIS COURT ORDERS** the Registrar of the Québec Register of Personal and Movable Real Rights, upon presentation of the required form with a true copy of this Order and the Monitor's Certificate, but without the necessity to file a certificate of non-appeal, to reduce the scope of all hypothecs in connection with the Purchased Assets including: 1) registered under number 09-0420851-0001 in connection with the HP1 Property and to cancel, release and discharge, or partially cancel, release or discharge, all of the HP1 Encumbrances to the extent that such HP1 Encumbrances relate to the Purchased Assets, as described in Schedule C hereto, including without limitation the full or partial cancellation, release or discharge of the HP1 Encumbrances as may be registered under the following:

- Conventional hypothec without delivery signed between Bécancour Silicon Inc., Québec Silicon General Partner Inc. and Investissement Québec on October 29, 2010 and registered at the Register of Personal and Movable Real Rights ("RPMRR") on November 1, 2010 at 9:00 a.m. under number 10-0763732-0001;
- Conventional hypothec without delivery signed between Bécancour Silicon Inc. and Investissement Québec on July 10, 2009 and registered at the RPMRR on July 13, 2009 at 9:36 a.m. under number 09-0420851-0001;
- Rights of ownership of the lessor signed between Bécancour Silicon Inc. and Services Financiers CIT Ltée on March 23, 2007 and registered at the RPMRR on April 3, 2007 at 2:00 p.m. under number 07-0171528-0001;

- Rights of ownership of the lessor signed between Bécancour Silicon Inc. and Services Financiers CIT Ltée on March 15, 2006 and registered at the RPMRR on March 28, 2006 at 9:00 a.m. under number 06-0156193-0001;
- Rights of ownership of the lessor signed between Bécancour Silicon Inc. and De Lage Landen Financial Services Canada Inc. on November 10, 2011 and registered at the RPMRR on November 10, 2011 at 12:47 p.m. under number 11-0869515-0001;
- Rights resulting from a lease and assignment of the rights signed between Bécancour Silicon Inc. and 3566072 Canada Inc. (Toyota Credit Canada Inc., as assignee) on November 26, 2010 and registered at the RPMRR on December 9, 2010 at 2:42 p.m. under number 10-0867561-0001;
- Rights resulting from a lease signed between Bécancour Silicon Inc. and De Lage Landen Financial Services Canada Inc. on March 2, 2010 and registered at the RPMRR on March 3, 2010 at 9:00 a.m. under number 10-0118577-0002;
- Rights resulting from a lease signed between Bécancour Silicon Inc. and De Lage Landen Financial Services Canada Inc. on January 8, 2009 and registered at the RPMRR on January 9, 2009 at 9:00 a.m. under number 09-0010080-0001;
- Rights of ownership of the lessor signed between Bécancour Silicon Inc. and Les Services Financiers Caterpillar Limitée on November 20, 2007 and registered at the RPMRR on November 30, 2007 at 2:26 p.m. under number 07-0688294-0001;
- Rights resulting from a lease signed between Bécancour Silicon Inc., Québec Silicon Limited Partnership and GE VFS Canada Limited

Partnership on September 28, 2007 and registered at the RPMRR on October 2, 2007 at 9:00 a.m. under number 07-0563868-0001; and

- Rights resulting from a lease signed between Bécancour Silicon Inc. and Prodair Canada Ltée on July 21, 2003 and registered at the RPMRR on August 22, 2003 at 2:46 p.m. under number 03-0441026-0001;

with such full or partial cancellations, releases or discharges relating only to the Purchased Assets, as described in Schedule C hereto, in order to allow the transfer to the Purchaser of the Purchased Assets, including the HP1 Property free and clear of any and all Encumbrances created by those hypothecs; and 2) in connection with the Solar Equipment located at the HP2 Property (lot 4 702 497, of the Cadastre of Québec, registration division of Nicolet (Nicolet 2) (the "HP2 Property"), servicing the HP2 Property and however installed to in or affixed to or forming part of the HP2 Property registered under number 10-0763732-0001 and to cancel, release and discharge, or partially cancel, release or discharge, any and all hypothecs, legal hypothecs and Encumbrances (the "HP2 Encumbrances") to the extent that such HP2 Encumbrances relate to the Purchased Assets, as described in Schedule C hereto, including without limitation the full or partial cancellation, release or discharge of the HP2 Encumbrances as may be registered under the following:

- Conventional hypothec without delivery signed between Bécancour Silicon Inc., Québec Silicon General Partner Inc. and Investissement Québec on October 29, 2010 and registered at the Register of Personal and Movable Real Rights ("RPMRR") on November 1, 2010 at 9:00 a.m. under number 10-0763732-0001;
- Conventional hypothec without delivery signed between Bécancour Silicon Inc. and Investissement Québec on July 10, 2009 and registered at the RPMRR on July 13, 2009 at 9:36 a.m. under number 09-0420851-0001;

- Rights of ownership of the lessor signed between Bécancour Silicon Inc. and Services Financiers CIT Ltée on March 23, 2007 and registered at the RPMRR on April 3, 2007 at 2:00 p.m. under number 07-0171528-0001;
- Rights of ownership of the lessor signed between Bécancour Silicon Inc. and Services Financiers CIT Ltée on March 15, 2006 and registered at the RPMRR on March 28, 2006 at 9:00 a.m. under number 06-0156193-0001;
- Rights of ownership of the lessor signed between Bécancour Silicon Inc. and De Lage Landen Financial Services Canada Inc. on November 10, 2011 and registered at the RPMRR on November 10, 2011 at 12:47 p.m. under number 11-0869515-0001;
- Rights resulting from a lease and assignment of the rights signed between Bécancour Silicon Inc. and 3566072 Canada Inc. (Toyota Credit Canada Inc., as assignee) on November 26, 2010 and registered at the RPMRR on December 9, 2010 at 2:42 p.m. under number 10-0867561-0001;
- Rights resulting from a lease signed between Bécancour Silicon Inc. and De Lage Landen Financial Services Canada Inc. on March 2, 2010 and registered at the RPMRR on March 3, 2010 at 9:00 a.m. under number 10-0118577-0002;
- Rights resulting from a lease signed between Bécancour Silicon Inc. and De Lage Landen Financial Services Canada Inc. on January 8, 2009 and registered at the RPMRR on January 9, 2009 at 9:00 a.m. under number 09-0010080-0001;
- Rights of ownership of the lessor signed between Bécancour Silicon Inc. and Les Services Financiers Caterpillar Limitée on November 20, 2007 and

registered at the RPMRR on November 30, 2007 at 2:26 p.m. under number 07-0688294-0001;

- Rights resulting from a lease signed between Bécancour Silicon Inc., Québec Silicon Limited Partnership and GE VFS Canada Limited Partnership on September 28, 2007 and registered at the RPMRR on October 2, 2007 at 9:00 a.m. under number 07-0563868-0001; and
- Rights resulting from a lease signed between Bécancour Silicon Inc. and Prodair Canada Ltée on July 21, 2003 and registered at the RPMRR on August 22, 2003 at 2:46 p.m. under number 03-0441026-0001;

with such full or partial cancellations, releases or discharges relating only to the Purchased Assets, as described in Schedule C hereto, in order to allow the transfer to the Purchaser of the Solar Equipment free and clear of any and all Encumbrances created by those hypothecs.

7. **THIS COURT ORDERS** that for the purposes of determining the nature and priority of Claims, the net proceeds from the sale of the Purchased Assets held by the Monitor shall stand in the place and stead of the Purchased Assets, and that from and after the delivery of the Monitor's Certificate, all Claims shall attach to the net proceeds from the sale of the Purchased Assets with the same priority as they had with respect to the Purchased Assets immediately prior to the sale, as if the Purchased Assets had not been sold and remained in the possession or control of the person having that possession or control immediately prior to the sale.

8. **THIS COURT ORDERS** that the Monitor may rely on written notice from the Timminco Entities and the Purchaser regarding fulfillment or, if applicable, waiver of conditions to closing under the F.A. Agreement and shall have no liability with respect to delivery of the Monitor's Certificate.

9. **THIS COURT ORDERS AND DIRECTS** the Monitor to file with the Court a copy of the Monitor's Certificate, forthwith after delivery thereof.

10. **THIS COURT ORDERS** that, notwithstanding:

- (a) the pendency of these proceedings;
- (b) any applications for a bankruptcy order now or hereafter issued pursuant to the *Bankruptcy and Insolvency Act* (Canada) in respect of the Timminco Entities and any bankruptcy order issued pursuant to any such applications; and
- (c) any assignment in bankruptcy made in respect of the Timminco Entities;

the vesting of the Purchased Assets in the Purchaser pursuant to this Order shall be binding on any trustee in bankruptcy that may be appointed in respect of the Timminco Entities and shall not be void or voidable by creditors of the Timminco Entities, nor shall it constitute nor be deemed to be a settlement, fraudulent preference, assignment, fraudulent conveyance, transfer at undervalue, or other reviewable transaction under the *Bankruptcy and Insolvency Act* (Canada) or any other applicable federal or provincial legislation, nor shall it constitute oppressive or unfairly prejudicial conduct pursuant to any applicable federal or provincial legislation.

11. **THIS COURT ORDERS AND DECLARES** that the F.A. Transaction is exempt from any requirement under any applicable federal or provincial law to obtain shareholder approval and is exempt from the application of the *Bulk Sales Act* (Ontario).

ASSISTANCE OF OTHER COURTS

12. **THIS COURT ORDERS** that this Order shall have full force and effect in all provinces and territories of Canada as against all persons and parties against who it may otherwise be enforced.

13. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States to give effect to this Order and to assist the Monitor and its agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Monitor, as an officer of this Court, and to the Purchaser as may be necessary or desirable to give full effect to this Order or to assist the Monitor and the Purchaser and their respective agents in carrying out the terms of this Order.



A handwritten signature in black ink, appearing to read "J. H. Power", is written over a horizontal line.

ENTERED AT / INSCRIT A TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO.:



A handwritten scribble or mark, possibly a stylized signature or initials, is located to the left of the date stamp.

MAY 25 2012

Schedule "A"
Form of Monitor's Certificate

Court File No. CV-12-9539-00CL

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 TIMMINCO LIMITED AND BÉCANCOUR SILICON INC.

Applicants

MONITOR'S CERTIFICATE

RECITALS

A. Pursuant to an Order of the Honourable Mr. Justice Morawetz of the Ontario Superior Court of Justice (the "**Court**") dated January 3, 2012, FTI Consulting Canada Inc. was appointed as the monitor (the "**Monitor**") of Timminco Limited ("**Timminco**") and Bécancour Silicon Inc. ("**BSI**" and, together with Timminco, the "**Timminco Entities**");

B. Pursuant to an Order of the Court dated May ●, 2012, the Court approved the Agreement of Purchase and Sale (the "**QSI Agreement**") made and entered into as of April 25, 2012, between the Timminco Entities, QSI Partners Ltd. and Globe Speciality Metals, Inc. and provided for the vesting in QSI Partners Ltd., including any assignee thereof permitted under the QSI Agreement ("**QSI**") of the Timminco Entities' right, title and interest in and to the Purchased Assets, which vesting is to be effective with respect to the Purchased Assets upon the delivery by the Monitor to QSI of a certificate certifying (a) that the Monitor has received written confirmation in the form and substance satisfactory to the Monitor from the Parties

that the conditions to Closing have been satisfied or waived by the applicable Parties, and (b) that the Monitor has received the Closing Cash Purchase Price; and

C. Unless otherwise indicated herein, defined terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the QSI Agreement.

THE MONITOR CERTIFIES the following:

1. The Monitor has received written confirmation from QSI and the Timminco Entities, in the form and substance satisfactory to the Monitor, that:

- (a) the conditions to Closing as set out in section 5 of the QSI Agreement; and
- (b) the deliveries as set out in section 6.2 and section 6.3 (other than this Certificate) of the QSI Agreement;

have been satisfied or waived by QSI and the Timminco Entities, as applicable;

2. The Monitor has received the Closing Cash Purchase Price; and

3. This Certificate was delivered by the Monitor to the Timminco Entities at _____ [TIME] on _____ [DATE].

**FTI Consulting Canada Inc., in its capacity
as the Court-appointed Monitor of the
Timminco Entities and not in its personal
capacity**

Per: _____
Name:
Title:

SCHEDULE "B"
CLAIMS

1. Hypothecs pursuant to a Deed of universal hypothec granted by Bécancour Silicon Inc. in favour of Investissement Québec registered in the Registry Office for the registration division of Nicolet (Nicolet 2), on July 14, 2009, under number 16 368 865; and
2. Legal hypothec against Bécancour Silicon Inc. in favour of Entreprises Arseneault Inc. registered in the Registry Office for the registration division of Nicolet (Nicolet 2), on January 20, 2012, under number 18 783 570.
3. Conventional hypothec without delivery signed between Bécancour Silicon Inc., Québec Silicon General Partner Inc. and Investissement Québec on October 29, 2010 and registered at the Register of Personal and Movable Real Rights ("RPMRR") on November 1, 2010 at 9:00 a.m. under number 10-0763732-0001;
4. Conventional hypothec without delivery signed between Bécancour Silicon Inc. and Investissement Québec on July 10, 2009 and registered at the RPMRR on July 13, 2009 at 9:36 a.m. under number 09-0420851-0001;
5. Rights of ownership of the lessor signed between Bécancour Silicon Inc. and Services Financiers CIT Ltée on March 23, 2007 and registered at the RPMRR on April 3, 2007 at 2:00 p.m. under number 07-0171528-0001;
6. Rights of ownership of the lessor signed between Bécancour Silicon Inc. and Services Financiers CIT Ltée on March 15, 2006 and registered at the RPMRR on March 28, 2006 at 9:00 a.m. under number 06-0156193-0001;
7. Rights of ownership of the lessor signed between Bécancour Silicon Inc. and De Lage Landen Financial Services Canada Inc. on November 10, 2011 and registered at the RPMRR on November 10, 2011 at 12:47 p.m. under number 11-0869515-0001;

8. Rights resulting from a lease and assignment of the rights signed between Bécancour Silicon Inc. and 3566072 Canada Inc. (Toyota Credit Canada Inc., as assignee) on November 26, 2010 and registered at the RPMRR on December 9, 2010 at 2:42 p.m. under number 10-0867561-0001;
9. Rights resulting from a lease signed between Bécancour Silicon Inc. and De Lage Landen Financial Services Canada Inc. on March 2, 2010 and registered at the RPMRR on March 3, 2010 at 9:00 a.m. under number 10-0118577-0002;
10. Rights resulting from a lease signed between Bécancour Silicon Inc. and De Lage Landen Financial Services Canada Inc. on January 8, 2009 and registered at the RPMRR on January 9, 2009 at 9:00 a.m. under number 09-0010080-0001;
11. Rights of ownership of the lessor signed between Bécancour Silicon Inc. and Les Services Financiers Caterpillar Limitée on November 20, 2007 and registered at the RPMRR on November 30, 2007 at 2:26 p.m. under number 07-0688294-0001;
12. Rights resulting from a lease signed between Bécancour Silicon Inc., Québec Silicon Limited Partnership and GE VFS Canada Limited Partnership on September 28, 2007 and registered at the RPMRR on October 2, 2007 at 9:00 a.m. under number 07-0563868-0001;
13. Rights resulting from a lease signed between Bécancour Silicon Inc. and Prodair Canada Ltée on July 21, 2003 and registered at the RPMRR on August 22, 2003 at 2:46 p.m. under number 03-0441026-0001; and
14. Rights resulting from a lease signed between Silicium Bécancour and Prodair Canada Ltée on October 18, 2006 and registered at the RPMRR on January 4, 2007 at 10:30 a.m. under number 07-0004266-0001.

SCHEDULE "C"
PURCHASED ASSETS DESCRIPTION FOR VOLUNTARY REDUCTIONS
UNDER THE RPMRR

Fixed assets

Becancour Silicon Inc., High Purity No.1 (HP1), 5500 Yvon-Trudeau, Bécancour, Québec

Ref. #	Qty	Item	Manufacturer	Description
1	1	Vibratory Screener	Vibrotech	With 40-HP Drive
2	1	Melting Furnace (#11)	Major	1,600° C Operating Temperature with (1) Air products 20,000,000-BTU Per Hour Burner, Hydraulic Tilt and Rotation, Hydraulic Door, Burner Mounted on Door, with Oxygen injection System, 12-Ton Silicon Capacity Refractory Lined 14' Dia. X 20'L Furnace Body, Exhaust Hood and Duct Work, Package Hydraulic System, with (2) 75-HP Pumps, (1) 100-HP Pump, Reservoir, with Allen-Bradley Panelview Plus 700 PLC Controls, Video Monitoring System, Purge fan, Control Valves, Electrical Switches and Gears, Automatic Pneumatic, Grease System, Spare Door
3	1	Melting Furnace (#12)	Major	1,600° C Operating Temperature with (1) Air products 20,000,000-BTU Per Hour Burner, Hydraulic Tilt and Rotation, Hydraulic Door, Burner Mounted on Door, with Oxygen injection System, 12-Ton Silicon Capacity Refractory Lined 14' Dia. X 20'L Furnace Body, Exhaust Hood and Duct Work, Package Hydraulic System, with (2) 75-HP Pumps, (1) 100-HP Pump, Reservoir, with Allen-Bradley Panelview Plus 700 PLC Controls, Video Monitoring System, Purge fan, Control Valves, Electrical Switches and Gears, Automatic Pneumatic, Grease System, Spare Door
4	1	Melting Furnace (#13)	Major	1,600°C Operating Temperature with (1) Air products 20,000,000-BTU Per Hour Burner, Hydraulic Tilt and Rotation, Hydraulic Door, Burner Mounted on Door, with Oxygen injection System, 12-Ton Silicon Capacity Refractory Lined 14' Dia. X 20'L Furnace Body, Exhaust Hood and Duct Work, Package Hydraulic System, with (2) 75-HP Pumps, (1) 100-HP Pump, Reservoir, with Allen-Bradley Panelview Plus 700 PLC Controls, Video Monitoring System, Purge fan, Control Valves, Electrical Switches and Gears, Automatic Pneumatic, Grease System, Spare Door
5	1	Bridge Crane (#1)	COH	with 32-Ton Main Cable Hoist, 10-Ton Auxiliary Cable Hoist, Integral Digital Hook Scale, Radio Controls

Fixed assets

Becancour Silicon Inc., High Purity No.1 (HP1), 5500 Yvon-Trudeau, Bécancour, Québec

Ref. #	Qty	Item	Manufacturer	Description
6	1	Bridge Crane (#2)	COH	with 32-Ton Main Cable Hoist, 10-Ton Auxiliary Cable Hoist, Integral Digital Hook Scale, Radio Controls
7	1	10MT crane	Kone Cranes	
8	Lot	Casting Area Support Equipment		(3) Ladle Hooks, (4) Slag Scraper Attachments, (4) 5' x 7' x 3'D Scrap Bins, 2-Point Cable Type Grapple, Cable Type Clam Shell Crane Bucket, *Approx. (100) 7' x 11' x 32"D Steel Pans, (10) Cast Iron Casting Pots, (30) 7' x 10' x 6'D Steel Slag Hopper, with Cast iron abrasive plate lining, **(7) cooling Frames 10' x 8' x 6', etc.
9	1	Arc Welding Power Source	Miller	
10	1	Ramp	Ramp Master	with Hydraulic Ramp Height Adjustment
11	1	Dust Collection System (#11)	Wheelabrator	248°F Operating temperature with 125-HP blower motor, inline spark arrester, 44"Dia x approx. 100' of ductwork, Fire protection sprinklers
12	1	Dust Collection System (#12)	Wheelabrator	248°F Operating temperature with 125-HP blower motor, inline spark arrester, 44"Dia x approx. 100' of ductwork, Fire protection sprinklers
13	1	Dust Collection System (#13)	Wheelabrator	248°F Operating temperature with 125-HP blower motor, inline spark arrester, 44"Dia x approx. 100' of ductwork, Fire protection sprinklers
14	1	Dust collector (29)	Wheelabrator	Not installed, outside
15	1	Saw	King Canada	10" abrasive sample cutting
16	1	Drill	Holti	DD130 - core cutting sample
17	6	Electromagnetic Stirring purification	ABB	each with 8' x 10' x 10' Container, with Electromagnetic Power Supply, Est. 20 Gal Glycol Chilling System, Pumps, Controls, Deionized Water System, ABB PLC Controls, Self Contained Air Conditioner System, with Cart Mounted Electromagnet, Cable Wench, Etc.
18	2	Casting Pots	Unknown	with (3) insulated covers
19	lot	Crushing system Silicon Jack Hammer screening station		steel rock screen, kent hydraulic articulating boom, kent pneumatic jack hammer, 50-HP hydraulic system, with fire resistant oil
20	1	Platform scale	Metler Toledo	Est. 20,000-Lb. Capacity

Fixed assets

Becancour Silicon Inc., High Purity No.1 (HP1), 5500 Yvon-Trudeau, Bécancour, Québec

Ref. #	Qty	Item	Manufacturer	Description
Air compressor room				
21	1	Air Dryer (DTX-600-DDS-E)	Domnick Hunter	600-CFM
22	1	Air Dryer (DTA600-DS)	Domnick Hunter	600-CFM
23	1	Rotary screw type air compressor	Atlas Copco	GA90, API606885
24	1	Rotary screw type air compressor	Atlas Copco	GA90, API604948
25	1	Refractory Paste repair gunning machine	Unknown	with 32" Dia. Pressure pot. Guns, hoses
Maintenance area				
26	1	Electric Furnace	Wilt	12-kw rated capacity, 42"x60"x16"
27	1	Disassembled paint room, 12'x12'x8' with (1) entry door		
28	1	H-Frame hydraulic shop press	OTC	
29	1	Geared Head Engine Lathe	Harrison	Spindle speeds: 34-750-RPM, with Tailstock and thread chasing
30	1	Pipe Threader	Ridgid	with spare thread dies
31	1	Drill press	General	75-500M1, 77075006
32	1	Radial Arm Drill	Tecnico	R2-40, 2080
33	1	Grinder	Scantool	6"tilting belt
34	1	Metal cutting band saw	General	10"x12" horizontal
35	1	Arc Welding Power Source	Miller	Goldstar 452 CC/DC, LH400634C
36	1	Arc Welding Power Source	Miller	Dimension 452, LJ310022C, with wire feeder
37	1	Arc Welding Power Source	Miller	Syncrowave 350LX
38	1	Plasma cutting system	Hypertherm	Powermax 800, 800-014893
39	1	Double end grinder	General	10"pedestal type
40	1	Metal cutting band saw	General	14" vertical
41	1	Fume collector (portable)	Diversitech	
42	1	Hydraulic Hammer attachment	Tramac	SC-50
43	lot	Miscellaneous support equipment throughout HP1		Assorted sections of shelving, storage cabinets, hand and power tools, welding supplies, work benches, inspections equipment
44	1	Bridge crane	Kone Cranes	with 10-ton cable hoist, radial controls
45	3	Bridge crane	Kone Cranes	*5,000 lbs capacity single girder. Note: (1) crane not installed)

Fixed assets

Becancour Silicon Inc., High Purity No.1 (HP1), 5500 Yvon-Trudeau, Bécancour, Québec

Ref. #	Qty	Item	Manufacturer	Description
46	1	Welder	Miller	Big 40, LH021915
47	1	Scale	Unknown	80,000 lbs capacity, In-Ground
Shipping department				
Screen and hand picking system :				
48	1	Feed hopper	MGR	12'x 8'
49	1	Belt conveyor		30"X x 12'L Power
50	1	Vibratory Screener		20"Wx32"L, with plastic screen
51	1	Belt conveyor		30"Wx7'L hand pick
52	1	Mezzanine		
Vehicles				
53	1	Floor Sweeper	Tennant	S30-1119
53	1	Floor Sweeper	Tennant	S30-1562
54	1	Wheel Loader	Caterpillar	HJA6D01358
55	1	Wheel Loader (05)	Caterpillar	CAT0966HEA6D01529
56	1	Wheel Loader (07)	Caterpillar	CAT0966HAA6D02255
57	1	Forklift (02)	Hyster	L177V02164F
58	1	Forklift (01)	Hyster	G005D14975W
59	1	forklift (5)	Hyster	G019E01612E
60	1	Forklift (JCB 930) - (04)	JCB	SIP93002YF0822387
61	1	Forklift (03)	Raymond	EZ-A-00-16588
62	1	Forklift (06)	Hyster	G005D13590V
63	1	Forklift (07)	Hyster	P005V02182G
64	1	Forklift (08)	Hyster	P005V02179G
65	1	Forklift (25)	Hyster	PO05V01855F
66	1	Forklift (26)	Hyster	PO05V01848F
67	1	Forklift (28)	Hyster	PO05V02175G
69	1	Excavator	Gradall	5200000749
70	1	Excavator	Caterpillar	CCK01973
71	1	Tractor	Freightliner	1FVHC5CV19HAB7583
73	3	Hydraulic breaker	Tramac	700
74	1	Hydraulic breaker	Tramac	SC-50

Fixed assets

Becancour Silicon Inc., High Purity No.1 (HP1), 5500 Yvon-Trudeau, Bécancour, Québec

Ref. #	Qty	Item	Manufacturer	Description
75	1	Pickup truck	Dodge RAM 1500	1B7HC13Y8VJ612188
76	1	Pickup truck	Chevrolet SLE1500	2GTEK19R4W1532579
77	1	Pickup truck	Ford F-150	2FTRX07L42CA39978
78	1	Pickup truck	Ford F-150	2FTRX18WX2CA96782
80	1	Lifting platform		HD7845
Process electrical equipment				
81	1	Transformer	Unknown	1,750/2,333 kVa, Onan/Onaf, Pri.: kV, Y Sec.: 600V D
82	1	Transformer	Ferranti Packard	2,500 kVa, Onan, Pri.: 25 kV, Y Sec.: 600V D
83	1	Transformer	Moloney	2,000 kVa, Onan/Onaf, Pri.: 25kV, Y Sec.: 600V D (crystallization)
84	1	Breaker	Unknown	25 kV, 600A
85	1	Equipment for control and protection of breaker		box, switch, annunciator, indicator, relays, etc.
86	1	Switchgear	Westinghouse	Complete with (4) Vertical Sections, (2) Main Disconnects, DS-420, 600V, 2,000 A, with ampector relays LSI, (1) Bustie DS-420, 600 V, 2,000 A Disconnect, with ampector relay LSI, (6) Secondary disconnects, DS-416, 600V, 1,600 A, with ampector relay LSI, (2) Measuring customer electronic relays, (2) DSPMKII modules, with T9A sensors

Fixed assets

Becancour Silicon Inc., High Purity No.1 (HP1), 5500 Yvon-Trudeau, Bécancour, Québec				
Ref. #	Qty	Item	Manufacturer	Description
87	1	Switchgear (crystallization)	Westinghouse	Complete with (2) Vertical sections, (1) main disconnect, DS-420, 600V, 2,000 A, with amperetro
88	2	480 kVA capacitor banks	Automatic	
89	lot	Motor control centers		(3) 600V, 1,200 A bus bracing, with (6) sections and lot of starter and switch, (1) 600 V, 1,200 A bus bracing, with (8) sections and lot of starter and switch, (2) 600 V, 1,200 A bus bracing, with (8) sections and lot of starter and switch (crystallization)
90	lot	miscellaneous process electrical equipment		Cabinet with battery charger, complete with 46 Ni-Cd battery, (2) logix Model 5000 PLC control system with rack, cards, processor, etc. Transformer, 600C@120-208V, panelboard 600 V & 120-208V, disconnect switch
91	40	Steel boxes		
92	1	Mold breaking station		
93	1	Mold Piercing Station		
94	1	Boxing Station		
95	1	Packaging station		
96		Computer equipment		
97		Spare parts		All spare parts in the HP1 storage room, except those belonging to AMGC

Fixed assets

Ref. #	Qty	Item	Manufacturer	Description
1	1	Melting Furnace (#21)	Major	1,600° C Operating Temperature with (1) Air products 20,000,000-BTU Per Hour Burner, Hydraulic Tilt and Rotation, Hydraulic Door, Burner Mounted on Door, with Oxygen injection System, 12-Ton Silicon Capacity Refractory Lined 14' Dia. X 20'L Furnace Body, Exhaust Hood and Duct Work, Package Hydraulic System, with (2) 75-HP Pumps, (1) 100-HP Pump, Reservoir, with Allen-Bradley Panelview Plus 700 PLC Controls, Video Monitoring System, Purge fan, Control Valves, Electrical Switches and Gears, Automatic Pneumatic, Grease System
2	1	Melting Furnace (#22)	Major	1,600° C Operating Temperature with (1) Air products 20,000,000-BTU Per Hour Burner, Hydraulic Tilt and Rotation, Hydraulic Door, Burner Mounted on Door, with Oxygen injection System, 12-Ton Silicon Capacity Refractory Lined 14' Dia. X 20'L Furnace Body, Exhaust Hood and Duct Work, Package Hydraulic System, with (2) 75-HP Pumps, (1) 100-HP Pump, Reservoir, with Allen-Bradley Panelview Plus 700 PLC Controls, Video Monitoring System, Purge fan, Control Valves, Electrical Switches and Gears, Automatic Pneumatic, Grease System
3	1	Melting Furnace (#23)	Major	1,600° C Operating Temperature with (1) Air products 20,000,000-BTU Per Hour Burner, Hydraulic Tilt and Rotation, Hydraulic Door, Burner Mounted on Door, with Oxygen injection System, 12-Ton Silicon Capacity Refractory Lined 14' Dia. X 20'L Furnace Body, Exhaust Hood and Duct Work, Package Hydraulic System, with (2) 75-HP Pumps, (1) 100-HP Pump, Reservoir, with Allen-Bradley Panelview Plus 700 PLC Controls, Video Monitoring System, Purge fan, Control Valves, Electrical Switches and Gears, Automatic Pneumatic, Grease System

Fixed assets

Ref. #	Qty	Item	Manufacturer	Description
4	1	Melting Furnace (#24)	Major	1,600° C Operating Temperature with (1) Air products 20,000,000-BTU Per Hour Burner, Hydraulic Tilt and Rotation, Hydraulic Door, Burner Mounted on Door, with Oxygen injection System, 12-Ton Silicon Capacity Refractory Lined 14' Dia. X 20'L Furnace Body, Exhaust Hood and Duct Work, Package Hydraulic System, with (2) 75-HP Pumps, (1) 100-HP Pump, Reservoir, with Allen-Bradley Panelview Plus 700 PLC Controls, Video Monitoring System, Purge fan, Control Valves, Electrical Switches and Gears, Automatic Pneumatic, Grease System
5	1	Bridge Crane	COH	with 50-Ton Main Cable Hoist, 20-Ton Auxilliary Cable Hoist, Class C Rated, with Radio Controls
6	1	Bridge Crane	COH	with 50-Ton Main Cable Hoist, 20-Ton Auxilliary Cable Hoist, Class C Rated, with Radio Controls
7	1	Bridge Crane	COH	with 50-Ton Main Cable Hoist, 20-Ton Auxilliary Cable Hoist, Radio Controls
8	1	Bridge Crane	COH	with 50-Ton Main Cable Hoist, 20-Ton Auxilliary Cable Hoist, Radio Controls
9	1	Bridge Crane	Kone Crane	5 MT uninstalled
10	4	Melting Furnaces (#25 to #28)	Major	1,600 °C Operating Temperature with (1) Air products 20,000,000-BTU Per Hour Burner, Hydraulic Tilt and Rotation, Hydraulic Door, Burner Mounted on Door, with Oxygen injection System, 12-Ton Silicon Capacity Refractory Lined 14' Dia. X 20'L Furnace Body, Exhaust Hood and Duct Work, Package Hydraulic System, with (2) 75-HP Pumps, (1) 100-HP Pump, Reservoir, with Allen-Bradley Panelview Plus 700 PLC Controls, Video Monitoring System, Purge fan, Control Valves, Electrical Switches and Gears, Automatic Pneumatic, Grease System (Note : These furnace systems are partially installed. All components are on site.)

Fixed assets

Ref. #	Qty	Item	Manufacturer	Description
11	1	Melting Furnace (#29)	Major	1,600° C Operating Temperature with (1) Air products 20,000,000-BTU Per Hour Burner, Hydraulic Tilt and Rotation, Hydraulic Door, Burner Mounted on Door, with Oxygen injection System, 12-Ton Silicon Capacity Refractory Lined 14' Dia. X 20'L Furnace Body, Exhaust Hood and Duct Work, Package Hydraulic System, with (2) 75-HP Pumps, (1) 100-HP Pump, Reservoir, with Allen-Bradley Panelview Plus 700 PLC Controls, Video Monitoring System, Purge fan, Control Valves, Electrical Switches and Gears, Automatic Pneumatic, Grease System (Note : This furnace system is not installed. All components are on site.)
12	4	Electromagnet Stirrer	ABB	with 8' x 10' x 10' Container**, with Electromagnetic Power Supply, Est. 20 Gal Glycol Chilling System, Pumps, Controls, Deionized Water System, Allen-Bradley PLC Controls, Self Contained Air Conditioner System, with Cart Mounted Electromagnet, Cable Wench, Etc.
13	3	Electromagnet Stirrer	ABB	with 8' x 10' x 10' Container**, with Electromagnetic Power Supply, Est. 20 Gal Glycol Chilling System, Pumps, Controls, Deionized Water System, Allen-Bradley PLC Controls, Self Contained Air Conditioner System, with Cart Mounted Electromagnet, Cable Wench, Etc. (Note : Not Installed)
14	1	Platform Scale	Undefined Make	Est. 20,000-lb Capacity
16	1	Dust Collection System (#22)	Wheelabrator	450°F Operating Temperature, with 125-HP Blower
17	1	Dust Collection System (#23)	Wheelabrator	450°F Operating Temperature, with 125-HP Blower
18	1	Dust Collection System (#24)	Wheelabrator	450°F Operating Temperature, with 125-HP Blower

Fixed assets

Ref. #	Qty	Item	Manufacturer	Description
19	1	Dust Collection System (#25)	Wheelabrator	450°F Operating Temperature, with 125-HP Blower (Note : Ductwork Not Installed, Part of Furnace Projects in Process)
20	1	Dust Collection System (#26)	Wheelabrator	450°F Operating Temperature, with 125-HP Blower (Note : Ductwork Not Installed, Part of Furnace Projects in Process)
21	1	Dust Collection System (#27)	Wheelabrator	450°F Operating Temperature, with 125-HP Blower (Note : Ductwork Not Installed, Part of Furnace Projects in Process)
22	1	Dust Collection System (#28)	Wheelabrator	450°F Operating Temperature, with 125-HP Blower (Note : Ductwork Not Installed, Part of Furnace Projects in Process)
23	1	Gunning Machine	Unknown	with 42" Dia. Holding Tank, Hoses, Guns
25	1	Forklift Truck (#24) - H360HD	Hyster	
26	1	Scale	Unknown	
27	6	Casting Mold		
28	1	2 ton Mold		
29	1	Mold Piercing Station		
30	69	Steel Boxes		
31		Computer equipment		Pursuant to agreement between FA and BSI

Fixed assets

Ref. #	Qty	Item	Manufacturer	Description
Electrical Sub Station :				
32	1	Item removed		
33	4	Transformer	Maloney	2,000/2,667 kVa, Onan-Onaf, Pri.: 25kV D, Sec. : 600 V Y
34	1	Transformer	Maloney	4,000/5,320 kVa, Onan-Onaf, Pri.: 25kV D, Sec. : 4,16 kV
35	1	Item removed		
36	3	Breaker	Unknown	25 kV, 800 A
37	lot	Ancillary Breaker Equip.		Box, Switch, Annunciator, Indicator, Relays For Control and Protective Relay of Breaker
38	2	Switchgear	Westinghouse	Complete with (4) Vertical Sections, (2) Main Disconnects, DS-420, 600V, 2,000 A, with Amptector Relay LSI, (1) Bustie DS-420, 600 V, 2,000 A. with Amptector Relay LSI, (6) Secondary Disconnects, DS-416, 600 V, 1,600 A, LSI, (2) Measuring Customer Electronic Relays, (2) DSPMKII Modules with T9A Sensors
39	4	Automatic		480 kVa, 600 V Capacitor Banks
40	Lot	Motor control Centers, Complete		(4) 600V, 1,200 A, 42 kVa Bus Bracing, with (5) Sections, Starter, Switch, (4) 600V, 1,200 A, 42 kVa Bus Bracing, with (4) Sections, Starter, Switch (1) 600 V, 1,200 A, 42 kVa Bus Bracing, with (8) Sections Starter, Swltch
41	Lot	Miscellaneous Process Electrical Equipment		Pursuant to agreement between FA and BSI
42	1	Excavator	Gradall	52000000743
43	2	Hydraulic rotary grinding	Tramac	TCH60
79	1	Pickup truck	Chevrolet S-10	1GCCS19X638237398

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

Court File No. CV-12-9539-00CL

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF TIMMINCO LIMITED AND BÉCANCOUR SILICON INC.

**ONTARIO
SUPERIOR COURT OF JUSTICE**

Proceeding commenced at Toronto

APPROVAL AND VESTING ORDER

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