

Superior Court
(Commercial Division)

Canada
Province of Québec
District of Montréal
No: 500-11-059536-215

In the matter of the *Companies' Creditors Arrangement Act* of:

**ATIS GROUP INC.
10422916 CANADA INC.
8528853 CANADA INC.
9060642 CANADA INC.
9092455 CANADA INC.
DISTRIBUTEUR VITRO CLAIR INC.
SOLARCAN ARCHITECTURAL HOLDING LIMITED
VITRERIE LÉVIS INC.
VITROTEC PORTES & FENÊTRES INC.**

Debtors

- and -

ATIS LP

Mise-en-cause

-and-

RAYMOND CHABOT INC.

Monitor

**Application to Approve a Claims Process¹
(*Companies' Creditors Arrangement Act*, ss 11, 19 and 36)**

To the Honourable Peter Kalichman, Judge of the Superior Court, sitting in the Commercial Division for the District of Montréal, the Debtors respectfully submit:

I. Introduction

1. By the present application (this "**Application**"), the Debtors (as defined in the Proposed Claims Procedure Order) seek this Court's approval of a claims process (the "**Claims Process**") to determine and adjudicate claims against the Debtors, the Beneficiaries (as defined hereinafter), the CRO, the Debtors' current and former directors and officers (the "**Directors and Officers**"), the whole in accordance with the terms of the draft Claims Procedure Order (the "**Proposed Claims Procedure Order**"), communicated herewith as **Exhibit A-1**.

¹ All capitalized terms used herein and not otherwise defined have the meaning ascribed to them in the Application for an Initial Order and for an Amended and Restated Initial Order, unless otherwise defined.

II. Background

2. On February 19, 2021, the Debtors served an Application for an Initial Order and an Amended and Restated Initial Order (the “**Initial Application**”), as appears from the Court record.
3. The Initial Application provides a detailed description of the activities of the Debtors, their key stakeholders, the circumstances surrounding the filing of the Initial Application as well as the restructuring contemplated pursuant to the Initial Order.
4. On February 19, 2021, the Court granted the Initial Application and rendered an Initial Order, commencing proceedings in respect of the Debtors under the CCAA (the “**CCAA Proceedings**”).
5. On March 1, 2021, the Court rendered an amended and restated initial order, *inter alia*, confirming the provisions of the Initial Order and extending the Stay Period to April 30, 2021.
6. Pursuant to the Initial Order, the Court namely granted the following charges to the following beneficiaries:
 - (a) the Directors and Officers’ Charge to secure the indemnification of the Directors and Officers in respect of any potential liabilities in the context of the present CCAA proceedings;
 - (b) the CRO Charge in favor of the CRO to secure the payment of his fees and of the indemnity provided for in the CRO agreement;
 - (c) the Administration Charge in favor of the Professionals to secure the payment of their professional fees and disbursements; and
 - (d) the Interim Financing Charge to secure any amounts owed to the Interim Lender.

(the Professionals and the Interim Lender are collectively referred to hereinafter as the “**Beneficiaries**”)
7. On March 10, 2021, the Court issued a receivership order appointing Raymond Chabot Inc. as receiver (in such capacity, the “**Receiver**”) over a certain pool of funds for the sole purpose of allowing certain of the Debtors’ employees whose employment was going to be terminated in the context of the restructuring to benefit from the payments provided for under the *Wage Earner Protection Program Act* (the “**WEPPA**”).
8. Since the beginning of this process, the Debtors’ management and the CRO have been working diligently, in consultation with the Monitor, to secure the post-filing procurement of goods and services required to continue the Debtors’ operations and implement the Debtors’ restructuring plan which namely included the closure of unprofitable plants and stores, the termination of approximately 300 employees, the initiation of the SISP and conducting a detailed analysis of the Debtors’ key contractual obligations with a view to disclaiming unprofitable agreements.

9. The Debtors have, in collaboration with the Monitor, moved quickly to develop the Claims Process to assess the Debtors', the Beneficiaries', the CRO's and the Directors and Officers' actual and contingent liabilities.
10. This Application is brought in order to expedite the restructuring process, with a view to minimizing the costs associated with any delays, the whole for the benefit of all the Debtors' stakeholders.

III. The Claims Process should be approved

11. In order to proceed as soon as possible with the review and determination of the number and quantum of claims against the Debtors, the Beneficiaries, the CRO and the Directors and Officers, the Applicants seek the approval of the Claims Process set out in the Proposed Claims Procedure Order.
12. Pursuant to the Proposed Claims Procedure Order²:
 - (a) The Monitor shall cause to be published information on the Claims Process and send the Creditors' Instructions to all Known Creditors of the Debtors, which shall include the notices, forms and other documents substantially in the form of those attached as schedules to the Proposed Claims Procedure Order;
 - (b) For WEPPA Employees who are eligible under the WEPPA and have filed or will file a WEPPA Proof of Claim with the Receiver, their respective WEPPA Proof of Claim will be deemed to be the Proof of Claim;
 - (c) A Claims Bar Date of 4:00 p.m. (Montréal Time) on April 26, 2021 shall be established for claimants to file a Proof of Claim with the Monitor in respect of any Claim for which the Claims Process applies, except Restructuring Claims;
 - (d) Claims shall include any claims against the Debtors, the Beneficiaries, the CRO and the Directors and Officers;
 - (e) The Monitor and the Debtors will review and determine all Claims and, where applicable, the Monitor will issue a Notice of Revision or Disallowance to the holder of the subject Claim, who will have the opportunity to notify an Appeal Application within ten (10) days;
 - (f) Upon being served with an Appeal Application, the Monitor may, in consultation with the Debtors, elect to seek to resolve the claim consensually or proceed with the adjudication of the Appeal Application before a Claims Officer or this Court; and
 - (g) Amounts claimed by any taxing authority in any Assessment shall be subject to the Claims Process and there shall be no presumption of validity or deeming of the amount due in respect of the Claim set out in any Assessment.

² All capitalized terms used in this paragraph shall have the meanings ascribed to them in the Proposed Claims Procedure Order.

13. It is respectfully submitted that the proposed Claims Process is fair and reasonable and that its approval is appropriate in the circumstances to allow the Debtors to better assess the number, nature and quantum of claims against them and against the Beneficiaries, the CRO and the Directors and Officers, all with a view to be properly informed in the context of the implementation of the restructuring.
14. In light of the foregoing, the Debtors respectfully submit, with the support of the Monitor, that the relief sought pursuant to this Application should be granted.
15. Given the need to advance the restructuring as quickly as possible, it is respectfully submitted that this Court order the provisional execution of the orders sought pursuant hereto, notwithstanding any appeal.

FOR THESE REASONS, MAY IT PLEASE THE COURT TO:

GRANT the present Application to Approve a Claims Process;

RENDER an order substantially in the form of the Proposed Claims Procedure Order, Exhibit A-1;

THE WHOLE without legal costs, save in case of contestation.

Montreal, March 24, 2021

McCarthy Tétrault LLP

McCarthy Tétrault LLP

Lawyers for the Debtors

M^{re} Alain N. Tardif

M^{re} François Alexandre Toupin

2500 - 1000 De La Gauchetière St. West

Montréal, QC H3B 0A2

Telephones: 514.397.4274

514.397.4210

Emails: atardif@mccarthy.ca

fatoupin@mccarthy.ca

Superior Court
(Commercial Division)

Canada
Province of Québec
District of Montréal
No: 500-11-059536-215

In the matter of the *Companies' Creditors Arrangement Act* of:

ATIS GROUP INC.
10422916 CANADA INC.
8528853 CANADA INC.
9060642 CANADA INC.
9092455 CANADA INC.
DISTRIBUTEUR VITRO CLAIR INC.
SOLARCAN ARCHITECTURAL HOLDING LIMITED
VITRERIE LÉVIS INC.
VITROTEC PORTES & FENÊTRES INC.
Debtors

- and -

ATIS LP
Mise-en-cause

-and-

RAYMOND CHABOT INC.
Monitor

Sworn Declaration

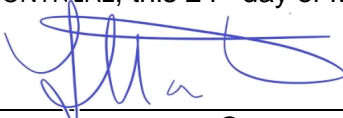
I, the undersigned, ANDREW REITER, authorized representative of the Debtors, domiciled for the purpose hereof at 1000 rue de la Gauchetière Ouest, Suite 2500, in the city of Montréal, Province of Québec, H3B 0A239, solemnly affirm that all the facts alleged in the present *Application to Approve a Claims Process* are true.

AND I HAVE SIGNED,



Andrew Reiter

SOLEMNLY AFFIRMED TO BEFORE ME AT
MONTREAL, this 24th day of March, 2021



Line Cloutier, #202,986

COMMISSIONER OF OATHS
FOR THE PROVINCE OF QUÉBEC

Superior Court
(Commercial Division)

Canada
Province of Québec
District of Montréal
No: 500-11-059536-215

In the matter of the *Companies' Creditors Arrangement Act* of:

ATIS GROUP INC.
10422916 CANADA INC.
8528853 CANADA INC.
9060642 CANADA INC.
9092455 CANADA INC.
DISTRIBUTEUR VITRO CLAIR INC.
SOLARCAN ARCHITECTURAL HOLDING LIMITED
VITRERIE LÉVIS INC.
VITROTEC PORTES & FENÊTRES INC.
Debtors

- and -

ATIS LP
Mise-en-cause

-and-

RAYMOND CHABOT INC.
Monitor

**Notice of Presentation
Commercial**

TO: The Service List

1. PRESENTATION OF THE PROCEEDING

TAKE NOTICE that the present *Application for the Approval of a Claims Process* will be presented for adjudication before the Superior Court of Québec, sitting in the commercial division for the district of Montréal, **in room 16.04** of the Montreal Courthouse, located at 1 Notre Dame Street East, Montréal, QC, H2Y 1B6, on **March 25, 2021, at 9:15.**

2. HOW TO JOIN THE VIRTUAL PRACTICE ROLL CALL

The coordinates for joining the room 16.04 virtual roll call are the following:

- a) **With Teams Tool:** by clicking on the link available on the website www.tribunaux.qc.ca;

You need at that time to inscribe your name and click on “Joining now”. In order to facilitate the progress and the identification of the participants, we are inviting you to inscribe your name by this manner:

The lawyers: Mtre First name, Last Name (name of the represented party)

The syndics: First name, Last Name (syndic's name)

The superintendent: First name, Last name (superintendent's name)

The parties non-represented by lawyers: First name, Last name (precise: Plaintiff, Defendant, Petitioner, Respondent, Creditor, Opponent or other)

For people who are assisting to a public hearing: the mention may be limited to entering: (public)

- b) **By telephone:**

Canada, Québec (paid number): + 1 581-319-2194

Canada (toll-free number): (833) 450-1741

Conference ID: 516 211 860#

- c) **By videoconference:** teams@teams.justice.gouv.qc.ca

Conference VTC ID: 1149478699

- d) **In person:** If and only if you do not have access to one of these technological means above-identified. You can then go to room 16.04 of the Courthouse of Montreal, located at:

1 Notre-Dame Street East.

3. DEFAULT OF PARTICIPATING TO THE VIRTUAL ROLL CALL

TAKE NOTICE that if you wish to contest the proceeding you need to advise by written the instigator of the proceeding at the indicated coordinates in this Notice of Presentation at least 48 hours before the presentation date and participate to the virtual roll call. Failing that, a judgment could be rendered during the presentation of the proceeding, without any further notice or delay.

4. OBLIGATIONS

4.1 The Collaboration

TAKE NOTICE that you have the obligation to cooperate with the other party, in particular by informing each other, at all relevant times, of all facts and elements susceptible of promote a loyal debate and making sure you preserve the relevant evidence (*Civil Code of Procedure*, Art. 20).

4.2 Preventing and Resolving Disputes Method

TAKE NOTICE that you must, before going to the Tribunal, considerate the recourse of all preventing and resolving disputes methods which are, among others, negotiation, mediation or arbitration, for which the parties appeal a third-party assistance (*Civil Code of Procedure*, Art. 2).

DO GOVERN YOURSELVES ACCORDINGLY.

Montreal, March 24, 2021

McCarthy Tétrault LLP

McCarthy Tétrault LLP
Lawyers for the Debtors

Superior Court
(Commercial Division)

Canada
Province of Québec
District of Montréal
No: 500-11-059536-215

In the matter of the *Companies' Creditors Arrangement Act* of:

**ATIS GROUP INC.
10422916 CANADA INC.
8528853 CANADA INC.
9060642 CANADA INC.
9092455 CANADA INC.
DISTRIBUTEUR VITRO CLAIR INC.
SOLARCAN ARCHITECTURAL HOLDING LIMITED
VITRERIE LÉVIS INC.
VITROTEC PORTES & FENÊTRES INC.**
Debtors

- and -

ATIS LP
Mise-en-cause

-and-

RAYMOND CHABOT INC.
Monitor

List of Exhibits

Exhibit A-1	Proposed Claims Procedure Order
--------------------	---------------------------------

Montreal, March 24, 2021

McCarthy Tétrault LLP

McCarthy Tétrault LLP
Lawyers for the Debtors

SUPERIOR COURT
(COMMERCIAL DIVISION)

CANADA
PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL
N° : 500-11-059536-215

In the matter of the *Companies' Creditors Arrangement Act*
of:

ATIS GROUP INC.
10422916 CANADA INC.
8528853 CANADA INC.
9060642 CANADA INC.
9092455 CANADA INC.
DISTRIBUTEUR VITRO CLAIR INC.
SOLARCAN ARCHITECTURAL HOLDING LIMITED
Vitrierie Lévis INC.
VITROTEC PORTES & FENÊTRES INC.

Debtors

- and -
ATIS LP

Mise-en-cause

-and-
RAYMOND CHABOT INC.

Monitor

Application to Approve a Claims Process

M^{re} Alain N. Tardif – 514-397-4274
atardif@mccarthy.ca
M^{re} François Alexandre Toupin – 514-397-4210
fatoupin@mccarthy.ca
Our reference: 225458-541725

BC0847
MCCARTHY TÉTRAULT LLP
Suite 2500
1000 De La Gauchetière Street West
Montréal (Québec) H3B 0A2
Tel. : 514 397-4100
Fax : 514 875-6246
notification@mccarthy.ca