

**Link & Associates Inc.**  
**Receivers + Trustees**

January 28, 2015

**To: The Creditors of TORONTO GEAR WORKS LIMITED**

**Re: Notice of Intention to Make a Proposal**

**TAKE NOTICE THAT TORONTO GEAR WORKS LIMITED** (“TGWL” or the “Company”) filed a Notice of Intention to Make a Proposal (“NOI”) under Division I, Part III, of the Bankruptcy and Insolvency Act (“BIA”) on January 27, 2015.

**LINK & ASSOCIATES INC.** Receivers + Trustees has consented to act as trustee under the NOI (the “Proposal Trustee”).

**Pursuant to Section 69 of the BIA, all proceedings against TGWL are stayed effective January 27, 2015.**

Attached please find the following documents:

1. Notice of Stay of Proceedings
2. A copy of the NOI and a list of creditors owed \$250 or more
3. Certificate of Filing of the Notice of Intention
4. Consent of the Trustee

TGWL expects to file a proposal (the “Proposal”) within 30 days of the filing of the NOI, in accordance with the requirements of the BIA, and subject to any extension(s) to the time period for filing of the Proposal that may be granted by the Court. A copy of the Proposal, when filed, will be sent to each of the creditors together with a notice calling a meeting of creditors to consider the Proposal, such meeting to be held within 21 days of the Proposal being filed. A report of the Trustee will also be provided to the creditors.

It is important for all creditors to know that TGWL has *not* filed for bankruptcy. Rather, it is in the process of developing a Proposal to its creditors which is intended to result in a better recovery to the creditors than would otherwise be available in a bankruptcy.

During the Proposal proceedings:

- (i) No person or creditor can commence or continue any action, execution or other proceedings for the recovery of a debt until the Trustee has been discharged, or until the Proposal has been refused, without leave of the Court and on such terms as the Court may impose.

- (ii) No person or creditor may terminate or amend any agreement with TGWL, or claim an accelerated payment, or a forfeiture of the term, under any agreement with TGWL by reason only that TGWL is insolvent or by reason of the filing of the NOI;
- (iii) Suppliers of goods and services to TGWL should discuss directly with TGWL management the terms of payment for goods and/or services that they will provide to TGWL after the date of filing of the NOI.

At present, creditors are not required to file a proof of claim. The Trustee will provide you with further information and a proof of claim form and voting letter at a later date, once the Proposal has been filed.

During these Proposal proceedings, TGWL continues to be under the direction of its management.

The above measures are mandated by the BIA and are necessary to ensure that all creditors of TGWL are treated equitably in the Proposal process, and no creditor exercises remedies in a manner that it receives preferential treatment relative to other creditors.

Yours truly,  
**LINK & ASSOCIATES INC.**  
Proposal Trustee in re  
Toronto Gear Works Limited



Per: Robert G. Link, CIRP

Email: [rlink@linkassociates.ca](mailto:rlink@linkassociates.ca)  
Phone: (416) 862-7785  
Fax: (416) 862-2136

District of Ontario  
Division No. 9 - Toronto  
Court No.: 31-1954281  
Estate No.:31-1954281

**NOTICE OF STAY OF PROCEEDINGS**

**IN THE MATTER OF THE PROPOSAL OF  
TORONTO GEAR WORKS LIMITED  
OF THE CITY OF TORONTO, IN THE PROVINCE OF ONTARIO**

**DATE OF FILING OF NOTICE OF INTENTION: January 27, 2015**

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**NOTICE IS HEREBY GIVEN** that the above-noted debtor filed a Notice of Intention to Make a Proposal on January 27, 2015 (the "NOI"). Every NOI or Proposal made in pursuance of the Bankruptcy and Insolvency Act (the "BIA") takes precedence over all judicial or other attachments, garnishments, certificates having the effect of judgments, certificates of judgment, judgments operating as hypothecs, executions or other process against the property of a debtor, except such as have been completely executed by payment to the creditor or his agent, and except also the rights of a secured creditor.

UPON the filing of an NOI or a Proposal made by an insolvent person or upon the bankruptcy of any debtor, no creditor with a claim provable in bankruptcy shall have any remedy against the debtor or its property or shall commence or continue any action, execution or other proceedings for the recovery of a claim provable in bankruptcy until the Trustee has been discharged or until the Proposal has been refused, unless with the leave of the Court and on such terms as the Court may impose.

WHERE an NOI has been filed or a Proposal has been made, the Sheriff or other officer of any Court or any person having seized property of the debtor under execution of attachment or any other process shall, upon receiving a copy of the NOI or the Proposal certified by the Trustee as a true copy thereof, forthwith deliver to the Trustee all the property of the debtor in his hands.

WHERE the Sheriff has sold the property of the debtor or any part thereof, he shall deliver to the Trustee the money so realized by him, less his fees and the costs referred to in subsection 70(2).

ANY property of a debtor under seizure for rent or taxes shall on production of a copy of the NOI or the Proposal certified by the Trustee as a true copy thereof be delivered forthwith to the Trustee, but the costs of distress are a first charge thereon, and, if such property or any part thereof has been sold, the money realized therefrom, less the costs of distress and sale, shall be paid to the Trustee.

DATED AT Toronto, this 28<sup>th</sup> day of January, 2015.

**LINK & ASSOCIATES INC.**

Per:   
Robert Link, CIRP

77 King Street West, Suite 3000  
PO Box 95, Toronto, ON  
M5K 1G8  
Phone: (416) 862-7785 Fax: (416) 862-2136



Industry Canada  
Office of the Superintendent  
of Bankruptcy Canada

Industrie Canada  
Bureau du surintendant  
des faillites Canada

District of Ontario  
Division No. 09 - Toronto  
Court No. 31-1954281  
Estate No. 31-1954281

In the Matter of the Notice of Intention to make a  
proposal of:

**Toronto Gear Works Limited**  
Insolvent Person

**LINK & ASSOCIATES INC.**  
Trustee

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Date of the Notice of Intention: January 27, 2015

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CERTIFICATE OF FILING OF A NOTICE OF INTENTION TO MAKE A PROPOSAL  
Subsection 50.4 (1)

I, the undersigned, Official Receiver in and for this bankruptcy district, do hereby certify that the aforementioned insolvent person filed a Notice of Intention to Make a Proposal under subsection 50.4 (1) of the *Bankruptcy and Insolvency Act*.

Pursuant to subsection 69(1) of the Act, all proceedings against the aforementioned insolvent person are stayed as of the date of filing of the Notice of Intention.

Date: January 27, 2015, 15:42

E-File/Dépôt Electronique

Official Receiver

25 St. Clair Avenue East, 6th floor, Toronto, Ontario, Canada, M4T1M2, (877)376-9902

**Canada**

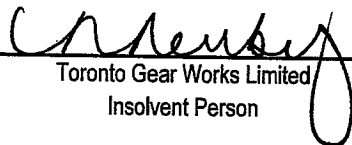
District of: Ontario  
Division No. 09 - Toronto  
Court No.  
Estate No.

- FORM 33 -  
Notice of Intention To Make a Proposal  
(Subsection 50.4(1) of the Act)

Take notice that:

1. I, Toronto Gear Works Limited, an insolvent person, state, pursuant to subsection 50.4(1) of the Act, that I intend to make a proposal to my creditors.
2. Link & Associates Inc. of P.O. Box 95, TD Centre North Tower, Suite 3000, 77 King Street West, Toronto, ON, M5K 1G8, a licensed trustee, has consented to act as trustee under the proposal. A copy of the consent is attached.
3. A list of the names of the known creditors with claims of \$250 or more and the amounts of their claims is also attached.
4. Pursuant to section 69 of the Act, all proceedings against me are stayed as of the date of filing of this notice with the official receiver in my locality.

Dated at the City of Toronto in the Province of Ontario, this 27th day of January 2015.

  
\_\_\_\_\_  
Toronto Gear Works Limited  
Insolvent Person

To be completed by Official Receiver:

Filing Date \_\_\_\_\_

\_\_\_\_\_  
Official Receiver

**List of Creditors with claims of \$250 or more.**

Creditor	Address	Account#	Claim Amount
1063669 ONTARIO LTD.	39 BERTRAND AVE. TORONTO ON M1L 2P3		375,003.00
612468 ONTARIO LTD.	39 BERTRAND AVE. TORONTO ON M1L 2P3		872,599.00
ALTRA INDUSTRIAL MOTION	24989 NETWORK PLACE CHICAGO IL 60673-1249 USA		25,061.56
AMI BEARINGS LTD.	570 NORTH WHEELING RD. MT PROSPECT, IL 60056-9998 USA		1,576.75
ANDROS WASHER & STAMPING,	508504 HIGHWAY 89, MONO ON L9V 1J8		5,001.21
B & B MANUFACTURING	1712 GENESIS DRIVE, LAPORTE, IN 46350 USA		53,405.37
Bharat Gandhi	32 Grackle Trail Toronto ON M1X 1X3		2,121.17
Canada Revenue Agency	Toronto East Tax Services Office Suite 475, 200 Town Centre Court Scarborough ON M1P 4Y3	10532 3653	250.00
CANADIAN LINEN &	BOX 51073 RPO TYNDALL UNIFORM SERVICE WINNIPEG MB R2X 3C6		3,984.15
CANPACO INC.,	UNIT # 2 256 AVIVA PARK DRIVE WOODBIDGE ON L4L 9C7		606.37
CASE 'N DRUM OIL LP,	3462 WHITE OAK ROAD LONDON ON N6E 2Z9		1,290.61
Denis Pinto	501 Lana Terrace Mississauga ON L5A 3B2		6,384.09
DoALL CANADA, INC	P.O. BOX 56522, STATION A TORONTO ON M5W 4L1		253.81
DRIVEN SALES ASSOCIATES,	3 WEST VIRGINA AVE. WEST CHESTER PA 19380 USA		1,546.48
ELLIS PACKAGING LIMITED	1830 SANDSTONE MANOR PICKERING ON L1W 3Y1		4,387.45
ENBRIDGE	P.O. BOX 644 PAYMENT PROCESSING DEPT. SCARBOROUGH ON M1K 5H1		1,230.19
ENDRIES INTERNATIONAL CANADA INC.,	P.O. BOX 11013 STN A TORONTO ON M5W 2G5		535.68

**List of Creditors with claims of \$250 or more.**

Creditor	Address	Account#	Claim Amount
ENGINEERING COMBINES	PO BOX 2004 467 SUNSET DRIVE ST. THOMAS ON N5P 3V9		23,441.09
EXTRA PROPERTY CARE	10 DARLINGSIDE DRIVE, SCARBOROUGH, ON M1E 3N8		734.50
FX MACHINE TECHNOLOGY	173A FIFTH STREET ETOBICOKE ON M8V 2Z5		1,633.53
INCASTRA INC.	5044 FRANCOIS CUSSON, LACHINE, QC H8T 1B3		2,286.94
JASON INDUSTRIAL LIMITED,	9135 COTE DE LIESSE, DORVAL, QC H9P 2N9		14,989.71
JOHNSTON IND.PLASTICS	20 FLEECELINE ROAD TORONTO ON M8V 2K3		420.78
M & M PLATING INC.,	100 BARBADOS BLVD., SCARBOROUGH, ON M1J 1K9		2,463.40
MOSHE FRIEDMAN	44 Johnathan Gate Thornhill ON L4K 5J2		25,000.00
MUREX TECHNICAL DEPOT INC.	UNIT 16 95 ROYAL CREST COURT MARKHAM ON L3R 9X5		414.71
NEAR NORTH CUSTOMS BROKERS U.S.	400 ESSJAY RDD, UNIT # 200 WILLIAMSVILLE NY 14221 USA		1,350.00
Nelson Barcenas	19 Midholm Dr. Toronto ON M1K 3A9		4,370.67
OEM - SOLUTIONS INC.,	SUITE 322 620 PARK AVE. ROCHESTER NY 14607 USA		1,078.30
OLDERSHAW STEEL SERVICES LTD.	30 DRUMMOND STREET, ETOBICOKE ON M8V 1Y8		11,833.25
PARK PLACE TECHNOLOGIES	PO BOX 9594, STN A TORONTO ON M5W 2K3		468.95
PITNEY BOWES LEASING,	P.O. BOX 278 ORANGEVILLE ON L9W 2Z7		1,105.33
PITNEY WORKS	P.O. BOX 280 ORANGEVILLE ON L9W 2Z7		1,031.77
Rajah Suthakaran	34 Panda Square Toronto ON M1B 6G5		3,785.24
REUBY, DOROTHY (ESTATE OF)	c/o N. Reuby 685 Merton Street Toronto ON M4S 1B4		430,000.00

**List of Creditors with claims of \$250 or more.**

Creditor	Address	Account#	Claim Amount
REUBY, MARCI	33 BURNVIEW CRES. SCARBOROUGH, ON M1H 1B4		202,500.00
REUBY, NANCY	685 Merton Street Toronto ON M4S 1B4		293,500.00
ROBERT PARKHILL	2 HUNT CLUB DR., TORONTO ON M1N 2W7		2,451.42
ROY TURK	106 VULCAN ST., DIV OF ROY TURK INDUSTRIAL SALES LTD., REXDALE ON M9W 1L2		561.24
SAFETY-KLEEN CANADA INC.,	P.O. BOX 15221, STATION A TORONTO ON M5W 1C1		553.34
SAMUEL, SON & CO., LIMITED	P.O. BOX 57476, STN A TORONTO ON M5W 5M5		26,901.02
SHIELD PLATING INC.	123 MANVILLE ROAD, UNIT #1 SCARBOROUGH ON M1L 4J8		1,507.99
Sivanatham Nirmalanathan	139 Featherstone Ave. Markham ON L3S 3M7		5,870.66
SPEED GLOBAL SERVICES	P.O. BOX 738 BUFFALO NY 14217 USA		6,951.97
T.B. WOODS CANADA LTD.	UNIT # 1 6305 DANVILLE ROAD, MISSISSAUGA, ON L5T 2H7		3,786.57
Taagwanti Raghubeer	9 Macduff Crescent Toronto ON M1M 1X6		3,872.00
TENAQUIP LIMITED,	20701 CHEMIN STE MARIE MONTREAL STE ANNE DE BELLEVUE QC H9X 5X5		250.69
THE MARQUETTE SALES GROUP	W2836 GROUSE RD., PARDEEVILLE, WI 53954 USA		2,740.08
THREE RIVERS INDUSTRIAL PRODUCTS	8 GLENNVUE DRIVE, PITTSBURGH, PA 15205 USA		1,974.56
THYSSENKRUPP MATERIALS CA	2821 LANGSTAFF ROAD CONCORD ON L4K 5C6		1,592.78
TORONTO LUBE SERVICE	3175 - 14TH AVE., UNIT #2, 673927 ONTARIO INC. MARKHAM ON L3R 0H1		645.17
TRI-STAR	P.O. BOX 924 TRAFFIC & DISTRIBUTION INC MISSISSAUGA ON L5M 2C5		1,678.75



**List of Creditors with claims of \$250 or more.**

Creditor	Address	Account#	Claim Amount
TSUBAKI OF CANADA LTD.	1630 DREW RD MISSISSAUGA ON L5S 1J6		32,995.25
XEROX CANADA LTD.	STN "A" PO BOX 4539, TORONTO ON M5W 4P5		504.67
<b>Total</b>			2,472,483.22

District of Ontario  
Division No. 9  
Court No.  
Estate No.

**IN THE MATTER OF THE PROPOSAL OF  
TORONTO GEAR WORKS LIMITED  
OF THE CITY OF TORONTO, IN THE PROVINCE OF ONTARIO**

**CONSENT**

**LINK & ASSOCIATES INC.** hereby consents to act as the Proposal Trustee of Toronto Gear Works Limited pursuant to the provisions of the Bankruptcy and Insolvency Act.

**DATED** at Toronto this 26<sup>th</sup> day of January, 2015.

**LINK & ASSOCIATES INC.**

Per: \_\_\_\_\_

Robert G. Link, CIRP

77 King Street West, Suite 3000  
PO Box 95, Toronto, ON  
M5K 1G8  
Phone: (416) 862-7785 Fax: (416) 862-2136