

CANADA

SUPERIOR COURT
COMMERCIAL DIVISION

PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL

N°: 500-11-040900-116

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

KITCO METALS INC.

Petitioner

and

RSM RICHTER INC.

Monitor

**MOTION FOR AN ORDER APPROVING A PROCESS TO SOLICIT CLAIMS AND
FOR THE ESTABLISHMENT OF A CLAIMS BAR DATE**
(Section 9,10 and 11 of the *Companies' Creditors Arrangement Act*, R.S.C. 1985,
c. C-36 ("CCAA"))

TO THE HONOURABLE MARK SCHRAGER, J.S.C., SITTING IN COMMERCIAL DIVISION,
IN AND FOR THE DISTRICT OF MONTREAL, THE PETITIONER (HEREINAFTER "KITCO")
RESPECTFULLY SUBMITS AS FOLLOWS:

PREAMBLE

1. On June 8, 2011, the Petitioner filed a Notice of Intention to make a proposal under the *Bankruptcy and Insolvency Act*;
2. On July 7, 2011, this Honourable Court (the "**Court**") issued an order (the "**Initial Order**") pursuant to the Companies' Creditors Arrangement Act (the "**CCAA**") in respect of the Petitioner;
3. The Initial Order established that the Initial "Stay Period" (as defined therein) would expire on July 27, 2011;
4. On July 27, 2011, the Stay Period was extended to October 18, 2011, the whole as appears from the Court record;
5. On October 18, 2011, the Stay Period was extended to April 18, 2012;
6. Concurrently to the presentation of the present Motion and by way of a separate Motion, Kitco is seeking an extension of the Stay Period to October 18, 2012;

7. Further to the Court's suggestion made at the hearing of October 18, 2011, the present Motion seeks an order from the Court (i) establishing a Claims Bar Date of June 22, 2012 at 5:00 p.m. Montreal time (the "**Claims Bar Date**") for the filing of Creditors' proofs of claim with the Monitor, (ii) approving the forms and manner of notice for the filing of such proofs of claim, and (iii) granting such order and further relief as the court deems appropriate;

THE CLAIMS PROCESS

8. The proposed Order establishes the Claims Bar Date and outlines a procedure for the filing of any claims against the Petitioner which existed as of the date of filing of the Notice of Intention to make a proposal under the *Bankruptcy and Insolvency Act*, excluding the Excluded Claims (as defined in the conclusions of the present Motion);
9. The Petitioner is not seeking an order from the Court in respect of the applicable procedure for the review, determination, adjudication or compromise of claims nor in respect of the calling, holding and conducting of a Creditors' meeting. Indeed, Petitioner considers, giving the state of its restructuring process that it is premature to deal with these issues at this stage. Orders in respect of the above, shall be the object of further applications to this Court;
10. The proposed Order further provides that the Monitor shall cause a claims document package to be sent to each known creditors of the Petitioner within twenty (20) days from the issuance of said Order. This claims package will include French and English versions of the following documents, attached herewith *en liasse* as exhibit P-1:
 - i) A notice to creditors/instruction letter; and
 - ii) A proof of claim form;
11. In addition to mailing the claims package to the known creditors of the Petitioner, said claims package will be published by the Monitor on its website on www.rsmrichter.com within twenty (20) days from the issuance of the proposed Order;
12. As set forth in its *Petition for the Issuance of an Initial Order*, the Petitioner operates a precious metals department with which thousands of clients from around the world deal in order to purchase or sell gold or other precious metals, or participations in the "Pool Accounts" managed by Petitioner;
13. Clients purchasing pure gold or other precious metals from Petitioner may either require that they be delivered to them or that they be kept in storage in the Petitioner's vaults situated in Montreal or at third party depositories located in Montreal;
14. Prior to proceeding to a transaction, a client must forward the required funds to the Petitioner;
15. Those funds are deposited by the Petitioner into segregated accounts and held for the benefit of its clients;
16. Moreover, a significant portion of Petitioner's clients maintain funds in the Petitioner's segregated accounts in order to allow them to proceed with transactions on the gold or

other precious metals market without delays, namely in light of the constant market price fluctuations of gold and other precious metals;

17. Thus, daily, Petitioner is a party to a considerable number of purchase and sale transactions of precious metals and participation in the "Pool Accounts" for numerous clients;
18. In fact, since the issuance of the Initial Order and as authorized pursuant to paragraph 11 thereof, the Petitioner continues to carry on its business in a manner consistent with past periods and therefore enters, on a daily basis, into numerous transactions of purchase and sale of precious metals and participations in "Pool Accounts" and of storage of precious metals for the benefit of its clients. Said dealings are at the core of the Petitioner's business;
19. Considering the foregoing, the rights of Petitioner's clients in connection with any Customer Deposit, Customer Pool or Precious Metal in Storage (as these terms are defined in the conclusions of the present Motion) are obviously included in the definition of "Excluded Claim" (defined in the conclusions of the present Motion) and are therefore, not subject to the proposed claims process, as said rights are not and will not be affected nor otherwise compromised by the Petitioner's ongoing restructuring under the CCAA or by any plan of arrangement to be filed pursuant to the CCAA;

GROUND FOR THIS MOTION

20. In order for Petitioner to adequately formulate one or more plans of arrangements to be presented to its creditors, it is appropriate that the nature, extent and scope of the claims against it be ascertained;
21. The establishment of the Claims Bar Date is necessary in order to facilitate and accelerate the identification and valuation of these claims;
22. Furthermore, it is appropriate to put in place the proposed claims process in order to avoid any concerns about the application of any limitation period, more particularly in light of the fact that the Petitioner's creditors are prevented to pursue any claim they may have against Petitioner as a result of the Stay Period established by the Initial Order, as extended from time to time thereafter;
23. The adoption of the proposed claims process will therefore benefit not only the Petitioner but its creditors as a whole;
24. It is respectfully submitted that the present Motion should be granted in accordance with its conclusions.

FOR THESE REASONS, MAY IT PLEASE THIS HONOURABLE COURT TO:

SERVICE

1. ORDER that the Petition is properly presentable today [and that the time for service of the Petition herein be and is hereby abridged];

DEFINITIONS

2. ORDER that the following terms in this Order shall, unless otherwise indicated, have the following meanings ascribed thereto:
- a) **"BIA"** means the Bankruptcy and Insolvency Act, R.S.C. 1985, c. B-3, as amended;
 - b) **"Business Day"** means a day, other than a Saturday, a Sunday, or a non-judicial day (as defined in article 6 of the Code of Civil Procedure, R.S.Q., c. C-25, as amended);
 - c) **"CCAA"** means the Companies' Creditors Arrangement Act, R.S.C. 1985, c. C-36, as amended;
 - d) **"CCAA Proceedings"** means the proceedings in respect of the Petitioner before the Court commenced pursuant to the CCAA;
 - e) **"Claim"** means any right of any Person against the Petitioner in connection with any indebtedness, liability or obligation of any kind of the Petitioner owed to such person and any interest accrued thereon or costs payable in respect thereof, whether liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, unsecured, present, future, known or unknown, by guarantee, surety or otherwise, and whether or not such right is executory or anticipatory in nature, including the 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, which indebtedness, liability or obligation is based in whole or in part on facts existing prior to the Determination Date, or which would have been claims provable in bankruptcy had the Petitioner become bankrupt on the Determination Date, and, without limitation, shall include (i) any Unaffected Claim, or (ii) any Restructuring Claim, provided however, that in no case shall a Claim include an Excluded Claim;
 - f) **"Claims Bar Date"** means 5:00 p.m. (Montréal time) on June 22, 2012;
 - g) **"Court"** means the Québec Superior Court (Commercial Division);
 - h) **"Creditor"** means any Person having a Claim and may, where the context requires, include the assignee of a Claim or a trustee, interim receiver, receiver, receiver and manager, or other Person acting on behalf of such Person and includes a Known Creditor. A Creditor shall not include an Excluded Creditor in respect of that Person's claim resulting from an Excluded Claim;
 - i) **"Creditors' Instructions"** means the instructions for Creditors, including a Proof of Claim and an instruction letter explaining how to complete same, and a copy of this Order;
 - j) **"Creditors' List"** means a list of all Known Creditors;
 - k) **"Creditors' Meeting"** means the meeting of the Petitioner's Creditors to be convened for the purposes of voting on the Plan, and any adjournment thereof;

- l) **"Customer Deposit"** means any and all funds forwarded to the Petitioner by its clients, deposited by Petitioner in segregated accounts and held for the benefit of said clients, as appears from the Petitioner's customer deposit ledger;
- m) **"Customer Pool"** means any and all participations of the Petitioner's clients in the Pool Accounts managed by the Petitioner, as appears from the Petitioner's customer pool ledger;
- n) **"Designated Newspapers"** means The Globe & Mail (national edition) and La Presse;
- o) **"Determination Date"** means June 8, 2011;
- p) **"Excluded Claim"** means any right of any Person against the Petitioner in connection with (i) any indebtedness, liability or obligation of any kind which came into existence after the Determination Date and any interest thereon, including any obligation of the Petitioner toward creditors who have supplied or shall supply services, utilities, goods or materials or who have or shall have advanced funds to the Petitioner after the Determination Date, but only to the extent of their claims in respect of the supply of such services, utilities, goods, materials or funds after the Determination Date and (ii) any right of any client of the Petitioner in connection with any Customer Deposit, Customer Pool or Precious Metal in Storage;
- q) **"Excluded Person"** means a Person having a Claim in respect of an Excluded Claim but only in respect of such Excluded Claim and to the extent that the Plan does not otherwise affect such Claim;
- r) **"Initial Order"** means the order of this Court made on July 7, 2011 under the CCAA;
- s) **"Known Creditor"** means a Creditor listed in Schedule "A";
- t) **"Monitor"** means RSM Richter Inc., in its capacity as monitor pursuant to the Initial Order;
- u) **"Newspaper Notice"** means the notice of this Order to be published in the Designated Newspapers on the Publication Date in accordance with paragraph [3], which shall set out the Claims Bar Date and the Creditors' Instructions, being substantially in the form of Schedule "B" hereto;
- v) **"Person"** means any individual, corporation, limited or unlimited liability company, general or limited partnership, association, trust, unincorporated organization, joint venture, governmental body or agency, or any other entity;
- w) **"Plan"** means a plan filed or to be filed by the Petitioner pursuant to the CCAA, as such plan may be amended or supplemented from time to time;
- x) **"Pool Account"** means any and all unallocated metal deposits of gold, silver, platinum, palladium, rhodium, or such other metals, purchased through the Petitioner;

- y) **"Precious Metal in Storage"** means any and all gold, silver, platinum, palladium, rhodium, or such other metals, kept in storage by Petitioner on behalf of its clients as appears from the Petitioner's customer precious metal storage ledger;
- z) **"Proof of Claim"** means the form of Proof of Claim for Creditors referred to in paragraph 6 hereof, being substantially in the form of Schedule "C" hereto;
- aa) **"Publication Date"** means the date on which the publication of the Newspaper Notice in all of the Designated Newspapers has been completed;
- bb) **"Restructuring Claim"** means any right of any Person against the Petitioner in connection with any indebtedness, liability or obligation of any kind owed to such Person arising out of the restructuring, repudiation, or termination of any contract, lease, employment agreement, collective agreement or other agreement, whether written or oral, after the Determination Date, including any right of any Person who receives a notice of repudiation or termination from the Petitioner; provided however, that a Restructuring Claim shall not include an Excluded Claim;
- cc) **"Unaffected Claim"** shall have the meaning ascribed to such term in the Plan;

NOTIFICATION PROCEDURE

- 3. ORDER that the form of Newspaper Notice, which is hereby approved, shall be published by the Monitor in the Designated Newspapers within twenty (20) days from the date of this Order;
- 4. ORDER that the Monitor shall publish on its website at www.rsmrichter.com, within twenty (20) days of this Order, a copy of the Known Creditors' List and of the Creditors' Instructions;
- 5. ORDER that, in addition to the publication referred to in paragraph [3], the Monitor shall send, by regular mail, a copy of the Creditors' Instructions to each Known Creditor within twenty (20) days of this Order;

CLAIMS PROCEDURE

- 6. ORDER that, unless otherwise authorized by this Court, a Creditor who does not file a Proof of Claim by the Claims Bar Date shall not be entitled to any further notice, shall not be entitled to participate as a Creditor in these proceedings, shall not be entitled to vote on any matter in these Proceedings, including the Plan, or from advancing a Claim against the Petitioner or from receiving a distribution under the Plan;

DETERMINATION OF CLAIMS AND CREDITORS' MEETING

- 7. ORDER that the applicable procedures for reviewing and determining Claims and for calling, holding and conducting the Creditors' Meeting shall be established by further Order of the Court. Notice of such procedures shall be provided to the service list in these proceedings and to the Creditors who have timely filed a Proof of Claim in accordance with the terms hereof;

NOTICE OF TRANSFERS

8. ORDER that, if a Creditor who has a Claim transfers or assigns all of its Claim and the transferee or assignee delivers evidence satisfactory to the Monitor of its ownership of all of such Claim and a written request to the Monitor, not later than the Claims Bar Date, or such later time that the Monitor may agree to, that such transferee's or assignee's name be included on the list of Creditors in lieu of the transferor or assignor;
9. ORDER that if the holder of a Claim or any subsequent holder of the whole of a Claim who has been acknowledged by the Monitor as the Creditor in respect of such Claim, transfers or assigns the whole of such Claim to more than one Person or part of such Claim to another Person or Persons, such transfer or assignment shall not create a separate Claim or Claims and such Claim shall continue to constitute and be dealt with as a single Claim notwithstanding such transfer or assignment, and the Monitor and the Petitioner shall in each such case not be bound to recognize or acknowledge any such transfer or assignment and shall be entitled to give notices to and to otherwise deal with such Claim only as a whole and then only to and with the Person last holding such Claim in whole as the Creditor in respect of such Claim, provided such Creditor may by notice in writing to the Monitor direct that subsequent dealings in respect of such Claim, but only as a whole, shall be with a specified Person and in such event, such Creditor, such transferee or assignee of the Claim as a whole shall be bound by any notices given or steps taken in respect of such Claim with such Person in accordance with this Order;

NOTICES AND COMMUNICATIONS

10. ORDER that any notice or other communication to be given under this Order by a Creditor to the Monitor or the Petitioner shall be in writing in substantially the form, if any, provided for in this Order and will be sufficiently given only if given by mail, telecopier, courier or other means of electronic communication addressed to:

Monitor: RSM Richter Inc.

Attention: Gilles Robillard, CA, CIRP and Andrew Adessky, CA, CIRP
 Address: 2 Place Alexis Nihon, Suite 1820, Montreal, Quebec, H3Z 3C2
 Fax: 514-934-8603
 E-mail: kitco@rsmrichter.com

Petitioner: Kitco Metals Inc.

Attention: Mr. Denis Majeau, CA
 Address: 620, Cathcart, 9th Floor, suite 900, Montreal, Quebec, H3B 1M1
 Fax: 514-227-3168
 E-mail: kitcoclaim@kitco.com

With a Copy to: Gowling Lafleur Henderson LLP

Attention: Me Patrice Benoit and Me Yves Ouellette
 Fax: 514-876-9550 / 514-876-9521
 E-mail: kitco@gowlings.com

11. ORDER that any document sent by the Monitor pursuant to this Order may be sent by e-mail, ordinary mail, registered mail, courier or facsimile transmission. A Creditor shall be deemed to have received any document sent pursuant to this Order two (2) Business Days after the document is sent by mail and one (1) Business Day after the document is

sent by courier, e-mail or facsimile transmission. Documents shall not be sent by ordinary or registered mail during a postal strike or work stoppage of general application;

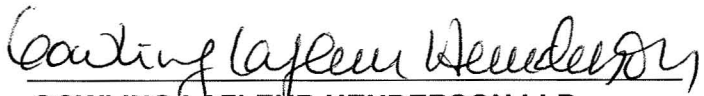
AID AND ASSISTANCE OF OTHER COURTS

12. REQUEST the aid and recognition of any court or any judicial, regulatory or administrative body in any province or territory of Canada and any judicial, regulatory or administrative tribunal or other court constituted pursuant to the Parliament of Canada or the legislature of any province or any court or any judicial, regulatory or administrative body of the United States and of any other nation or state to act in aid of and to be complementary to this Court in carrying out the terms of this Order;

GENERAL PROVISIONS

13. ORDER that for the purposes of this Order, all Claims that are denominated in a foreign currency shall be converted to Canadian dollars at the Bank of Canada noon spot rate of exchange for exchanging currency to Canadian dollars on the Determination Date;
14. ORDER that the Monitor shall use reasonable discretion as to the adequacy of completion and execution of any document completed and executed pursuant to this Order and, where the Monitor is satisfied that any matter to be proven under this Order has been adequately proven, the Monitor may waive strict compliance with the requirements of this Order as to the completion and execution of documents;
15. ORDER that references in this Order to the singular include the plural, to the plural include the singular and to any gender include the other gender;
16. ORDER that the Monitor may apply to this Court for advice and direction in connection with the discharge or variation of its powers and duties under this Order;
17. ORDER the provisional execution of this Order notwithstanding appeal;
18. THE WHOLE without costs.

MONTREAL, April 16, 2012



GOWLING LAFLEUR HENDERSON LLP
Attorneys for Petitioner

CANADA

SUPERIOR COURT
COMMERCIAL DIVISIONPROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL

N°: 500-11-040900-116

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

Petitioner

and

RSM RICHTER INC.

Monitor

AFFIDAVIT OF DENIS MAJEAU

I, the undersigned, Denis Majeau, businessman, domiciled and residing at 1245 Les Abymes, Boucherville J4B 8C6, province of Quebec, solemnly declare as follows:

1. I am the Chief Financial Officer of Petitioner Kitco Metals Inc.;
2. All the facts alleged in the present *Motion for an Order Approving a Process to Solicit Claims and for the Establishment of a Claims Bar Date* are true.

AND I HAVE SIGNED:



DENIS MAJEAU

SWORN TO before me in Montreal
this April 16, 2012



Commissioner for Oaths for the province of Québec



CANADA

SUPERIOR COURT
COMMERCIAL DIVISION

PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL

IN THE MATTER OF THE COMPANIES'
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C. C-36, AS AMENDED

N°: 500-11-040900-116

KITCO METALS INC.

Petitioner

and

RSM RICHTER INC.

Monitor

NOTICE OF PRESENTATION

TO: Me Gary Rivard
-and-
ME MARIE-JOSÉE HOGUE
HEENAN BLAIKIE S.E.N.C.R.L., S.R.L.
1250 René-Lévesque West, Suite 2500
Montréal, Quebec H3B 4Y1

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Attorneys for G4S

Me Joseph Reynaud
-and-
Me Jean Fontaine
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Montreal, Quebec H3B 3V2

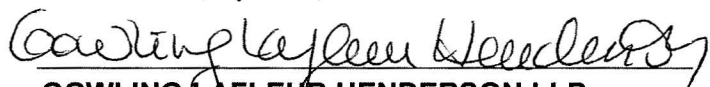
Attorneys for Heraeus

NOTICE OF PRESENTATION

TAKE NOTICE that the present *Motion to establish a claims procedure* will be presented for adjudication before one of the honourable Judges of the Superior Court of Quebec, sitting in practice division, on **April 18, 2012** in room 15.09 of the Courthouse located at 1 Notre-Dame St. East, Montreal, at 9:15 am or so soon as counsel may be heard

DO GOVERN YOURSELVES ACCORDINGLY.

MONTREAL, April 16, 2012



GOWLING LAFLEUR HENDERSON LLP
Attorneys for Petitioner

No. 500-11-040900-116

SUPERIOR COURT
(COMMERCIAL DIVISION)
DISTRICT OF MONTRÉAL

IN THE MATTER OF THE COMPANIES'
CREDITORS ARRANGEMENT ACT, RSC
1985, C C-36, AS AMENDED

KITCO METALS INC.

Petitioner

and

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**MOTION FOR AN ORDER APPROVING A
PROCESS TO SOLICIT CLAIMS AND FOR
THE ESTABLISHMENT OF A CLAIMS BAR
DATE**

**(Section 9,10 and 11 of the Companies'
Creditors Arrangement Act, R.S.C. 1985,
c. C-36 ("CCAA"))**

ORIGINAL

Me Patrice Benoit
Gowling Lafleur Henderson LLP
1 Place Ville Marie, 37th Floor
Montreal, Québec
Canada H3B 3P4
Tel.: 514-392-9550 / Fax: 514-876-9550

BL0052

File No.: **L121970003**

INIT. : PB/cl

c/o 3511

SCHEDULE A

KITCO METALS INC
SCHEDULE "A"
Unsecured Creditors

No.	Name of creditor	Address
1	1135196 ONTARIO INC (HOWARD'S PAWN SHOP)	144 PEMBROOKE STREET WESTPEMBROOKE ON K8A 5M8
2	9031-7637 QUEBEC INC.	8503 HOCHELAGAMONTREAL QC H1L 2M1
3	A1 DECOR PAR JEAN L. INC.	SUITE 1608134. BOUL DECARIEMONTREAL QC H4P 2S8
4	ACCENT IMPRESSIONS	9300 HENRI-BOURASSA OUEST. #100SAINT-LAURENT QC H4S 1L5
5	AIB EXPRESS LOGISTICS *	SUITE 1818580 FIFTE AVENUE NEW YORK NY 10036 USA
6	BAILLAIRGE MCDUFF INC.	PLACE DU PARC. BUR.2111300. RUE LEO-PARISEAUMONTREAL QC H2X 4B3
7	BRINK'S CANADA LTD	C/O TX4014CPO BOX 4590. STATION ATORONTO ON M5W 7B1
8	BRINK'S GLOBAL SERVICES USA. INC *	P O BOX 677444DALLAS TX 75267-7444 USA
9	BRINKS LIMITED *	UNIT 1. RADIUS PARK FAGGS ROLFELTHAM. MIDDLESEX TW14 ONG
10	BUROVISION INC.	NIVEAU MEZZANINE625 AVENUE DU PRESIDENT KENNEDYMONTREAL QC H3A 1K2
11	C.D CONSULTANT *	12 MAPLE CIRCLEDDEO QC H9B 1E5
12	C3JOB	4-1901 RUE DE CHAMPLAINMONTREAL QC H2L 2S9
13	CANADA POST CORPORATION	SUITE C01552701 RIVERSIDE DR.OTTAWA ON K1A 0B1
14	CANADIAN SECURITY SOLUTIONS	SUITE 204720 TAPSCOTT ROADTORONTO ON M1X 1C6
15	CANSPORTS.CA	260 ORCHANDSAINT-BRUNO QC J3V 5M9
16	CFH SECURITE INC.	1455 BOUL. PITFIELDSAINT-LAURENT QC H4S 1G3
17	CHECKWELL DECISION CORPORATION	SUITE 20019433. 96TH AVENUESURREY BC V4N 4C4
18	CLARKE SECURITY	208 MACATEE PLACECAMBRIDGE ON N1R 7M9
19	CNT *	350 BEDFORD STREETP O BOX 791BRIDGEWATER MA 02324 USA
20	COGENT CANADA INC	P O BOX 46067. POSTAL STATION ATORONTO ON M5W 4K9
21	CWTA	SUITE 1110130 ALBERT STREETOTTAWA ON K1P 5G4
22	DELAWARE DEPOSITORY SERVICES *	3601 NORTH MARKET STREETWILMINGTON DE 19802 USA
23	DELL CANADA	C/O RMSP O BOX 5126TIMONIUM MD 21094 USA
24	DELL CANADA INC.	PO BOX 8440. STATION ATORONTO ON M5W 3P1
25	DENIS OFFICE SUPPLIES	2990 BOULLE CORBUSIERLAVAL QC H7L 3M2
26	DERINGER *	PO BOX 11349. SUCC. CENTRE-VILLEMONTREAL QC H3C 5H1
27	DIRECT OPINIONS *	6060 ROCKSIDE WOODS BLVD. #335INDEPENDENCE OH 44131 USA
28	DORRIE PELZER *	122 WEST LAKE CIRCLEMADISON AL 35758 USA
29	ENTREPRISES D'ELECTRICITE E.G.	1753 RUE GRENETAINT-LAURENT QC H4L 2R6
30	EPM MECANIC	SUITE 2002120. RUE MONTEREYLAVAL QC H7L 3S3
31	FDM TRANSPORT	SUITE 4783551 BOUL.ST-CHARLESKIRKLAND QC H9H 3C4
32	FEDERAL EXPRESS	PO BOX 4626. TORONTO STN ATORONTO ON M5W 5B4
33	G4S INTERNATIONAL INC.*	FILE 50257LOS ANGELES CA 90074-0257 USA
34	G4S INTERNATIONAL LOGISTICS *	PO BOX 9693UNIONDALE NY 11555-9693 USA
35	GAZ METRO	1717. RUE DU HAVREMONTREAL QC H2K 2X3
36	GROUPE G E NATIONALES INC	3264. AVENUE FRANCIS HUGUESLAVAL QC H7L 5A7
37	HALOGEN SOFTWARE INC	SUITE 500495 MARCH ROADKANATA ON K2K 3G1
38	HEENAN BLAIE	SUITE 25001250. BOUL RENE-LEVESQUE OUESTMONTREAL QC H3B 4Y1
39	HERAEUS VECTRA DO BRASIL LTD.*	RUA LAPO. 204SAO PAULO 02512-020 BRAZIL
40	HERAEUS INCORPORATED	540 MADISON AVENUE NEW YOURK. NY 1022
41	HOWARD'S PAWN SHOP	144 PEMBROKE ST. WESTPEMBROKE ON K8A 5W8
42	IMPERIAL SMELTING AND REFINING	451 DENISON STREETMARKHAM ON L3R 1B7
43	JAN LINKE	12123. RUE COUSINEAUMONTREAL QC H4K 1P7
44	JOBWINGS CAREER INC	SUITE 1071689 ST-PARTICK STREETMONTREAL QC H3K 3G9
45	KITCO LOGISTICS INC.*	64 LAKE STREETROUSES POINT NY 12979 USA
46	LA CIE AMSTERDAM DIAMANTS	1201 GREENE AVENUEWESTMOUNT QC H3Z 2A4
47	LA PARCHEMIN	505 STE-CATHERINE EASTMONTREAL QC H2L 2C9
48	LAB-ELITE LTD	230 BERNARD BELLEAULVAL QC H7V 4A9
49	LANLA	597 BOULLAURIERBOEIL QC J3G 4J1
50	LES BIJOUX MEPAT INC	1200. BOUL ST-FELICIENSAINT-FELICIEN QC G8K 2N6
51	LIONBRIDGE CANADA INC	SUITE 9051440 SAINTE CATHERINE WESTMONTREAL QC H3G 1R8
52	LRP CORPORATE	9015 LESLIE STREET. SUITE 216SUPPORT INITIATIVESRICHMOND HILL ON L4B 4J8
53	MERCER CANADA LIMITED	SUITE 8001981 MCGILL COLLEGE AVENUEMONTREAL QC H3A 3T5
54	MINISTERE DU REVENU DU QUEBEC (GST)Attn: Service des faillites et propositions	SECTEUR R23CPF. 3E ETAGE1600 RENE-LEVESQUE O.MONTREAL QC H3H 2V2
55	MINISTRE DU REVENU DU QUEBEC	SECTEUR R23CPF. 3E ETAGE1600 BOUL. RENE-LEVESQUE O.MONTREAL QC H3H 2V2
56	MITEL NETWORKS CORPORATION	PO BOX 10128. STN ATORONTO ON M5W 2B1
57	MONSTER.CA	CP 11012. SUCC.CENTRE-VILLEMONTREAL QC H3C 4T9
58	MONSTER.CA	7800 W BROWN DEER ROADSUITE 200MILWAKEE WI 53223 USA
59	NET SOLUTIONS	RAJIV GANDHI CHANDIGARH PARK1ST FLOOR. TOWER C. DLF INFOCITYCHANDIGARH UT 16010-1 USA
60	NIKNAK LABORATORY SUPPLIES INC.	UNIT 12392 CAPLAN AVENUEBARRIE ON L4N 0Z7
61	NORTON ROSE OR LLP	SUITE 25001 PLACE VILLE MARIEMONTREAL QC H3B 1R1
62	OGILVY RENAULT	BUREAU 25001 PLACE VILLE MARIEMONTREAL QC H3B 1R1
63	POMPES ET FILTRATION MIRABEL INC.	8900. ARTHUR-SAUVEVIRABEL QC J7N 2S1
64	PRESSE CAFE	643 CATHCARTMONTREAL QC H3B 1M5
65	PRODUCTIONS JG INC.	432. RUE SAINT-PIERREMONTREAL QC H2Y 2M5
66	R3D CONSULTING INC.	SUITE 615133 RICHMOND ST WESTTORONTO ON M5H 2L3
67	RCI ENVIRONNEMENT INC	C P 1300ANJOU QC H1K 4H2
68	RECEIVER GENERAL OF CANADA	868497132RC0001875 CHEMIN HERONOTTAWA ON K1A 1G9
69	REFINING SYSTEMS INC.*	PO BOX 72466LAS VEGAS NV 89170 USA
70	ROGERS	5-2309-1189CP 11442MONTREAL QC H3C 5J2
71	ROGERS BUSINESS SOLUTIONS	ACCT.5270271 MOUNT PLEASANT ROADTORONTO ON M4Y 2Y5
72	ROTHGERBER JOHNSON & LYONS *	ONE TABOR CENTER1200. 17TH ST..SUITE 3000DENVER CO 80202-5855 USA
73	SAMEN INVESTMENTS INC	SUITE 2201440. RUE SAINTE-CATHERINE O.MONTREAL QC H3G 1R8
74	SECURIT RECORD MANAGEMENT	5000 THIMENS BLVDST-LAURENT QC H4R 2B2
75	SNG COLLINS BARROW	BUREAU 1100625. BOUL RENE-LEVESQUE OUESTMONTREAL QC H3B 1R2
76	SOCIETE EN COMMANDITE	1390. RUE BARRETRANSPORT DE VALEURS GARDAMONTREAL QC H3C 1N4
77	SUNSHINE MINTING *	7600 MINERAL DRIVE. SUITE 700COEUR D'ALENE ID 83815 USA
78	SWEIBEL NOVEK	3449. AVENUE DE MUSEEMONTREAL QC H3G 2C8
79	SYLPROTEC	9291 DU PRADOSAINT-LEONARD QC H1P 3H1
80	SYNESIS-VERSALYS	2075 RUE UNIVERSITY. 5E ETAGEMONTREAL QC H3A 2L1
81	TENAQUIP	20701 CH. STE-MARIESTE-ANNE-DE-BELLEVUE QC H9X 5X5
82	TICKER TECHNOLOGIES *	PO BOX 484LOCUS VALLEY NY 11560 USA
83	TOUTALAMAIN	5135 PRINCE-OF-WALESMONTREAL QC H4Y 2N2
84	TRADUCTION-MG.COM	265. DU COUVENTCHATEAU-RICHER QC G0A 1N0
85	TSX INC.	THE EXCHANGE TOWERPO BOX 421. 130 KING ST.W.TORONTO ON M5X 1J2
86	ULINE CANADA	BOX 3550. RPO STREETSVILLEMISSISSAUGA ON L5M 0S8
87	VETROTECH INC.	2260 B. BOUL.DES LAURENTIDESLAVAL QC H7M 2Y7
88	VIA MAT INTERNATIONAL (USA) INC *	130 SHERIDAN BOULEVARDinWOOD NY 10096 USA
89	VIA MAT INTERNATIONAL HK LTD *	UNIT 701 GLOBAL GATEWAY168 YEUNG UK ROADHONG KONG HONG KONG
90	VIA MAT INTERNATIONAL LTD *	SHEPPERTON BUSINESS PARKUNIT 13. PO BOX 92. GOVETT AVESherPPERTON TW17 8UQ UK
91	VIACAN CUSTOMS BROKERS INC.	185 DORVAL DR..SUITE 600DORVAL QC H9S 5J9
92	XEROX CANADA LTEE	BUREAU 9003400 DE MAISONNEUVE OUESTMONTREAL QC H3Z 3G1
93	XRF LABWARE **	107 MILLER STREETEPPING. VICTORIA 3076 AUSTRALIA
94	YELLOW PAGES GROUP	CP 11788. SUCC.CENTRE-VILLEMONTREAL QC H3C 0C2
95	ZZ US EXCHANGE (.978)	
96	ZZZ EUR EXCHANGE (1.4266)	

Supplementary list

KITCO METALS INC
SCHEDULE "A"
Unsecured Creditors

2	BELL CANADA	insolv@bell.ca
3	COMMISSION DES NORMES DU TRAVAIL	Juan-Manuel.Diz-Grana@cmt.oouv.qc.ca
4	COMMISSION DES NORMES DU TRAVAIL	Monique.belanger@cmt.oouv.qc.ca
5	COMMISSION DES NORMES DU TRAVAIL	A/S JEAN-GUY LABERGE, SERV. SURVEILLANCE 500, RENE-LEVESQUE O., 26 ETAGE MONTREAL (QUEBEC) H2Z 2A5
6	CSST	1, COMPLEXE DESJARDINS TOUR SUD, SUCC. DESJARDINS MONTREAL QC H5B 1H1
7	DUN & BRADSTREET DU CANADA LTÉE	A L'ATTENTION DE DONNA COPELLI 6750 CENTURY AVENUE. SUITE 305 MISSISSAUGA ON L5N 0B7
8	EDC-EXPORT DEVELOPMENT CANADA	151 O'CONNOR OTTAWA ON K1A 1 K3
9	EQUIFAX CANADA INC.	C.P. 190, SUCC. JEAN-TALON MONTREAL QC H1S 2Z2
10	EQUIFAX CANADA INC.	VICE-PRESIDENT COMMERCIAL SOLUTIONS 5650 YONGE STREET, 13TH FLOOR TORONTO ON M2M 4G3
11	EULER HERMES CANADA	tonv.sullo@eulerhermes.com
12	GAZ MÉTROPOLITAIN	1717, RUE DU HAVRE MONTREAL QC H2K 2X3
13	GREFFE DE LA FAILLITE ET DE	L'INSOLVABILITE (CHAMBRE COMMERCIALE) 1, RUE NOTRE-DAME E., BUR. 1.146 MONTREAL QC H2Y 1B6
14	HYDRO QUÉBEC	Duchame.Line@hydro.qc.ca
15	HYDRO-QUÉBEC	BUREAU DU RECOURS 140, CREMAZIE O., 1ER ETAGE MONTREAL QC H2P 1C3
16	REVENU QUÉBEC	SERVICES DES FAILLIES ET INSOLVABILITE 1600, BOUL. RENE-LEVESQUE OUEST MONTREAL QC H3H 2V2
17	TRANSUNION	3115 HARVESTER ROAD SUITE 201 BURLINGTON ON L7N 3N8

SCHEDULE B

**IN THE MATTER OF THE PLAN OF ARRANGEMENT AND COMPROMISE OF
KITCO METALS INC.**

**NOTICE TO CREDITORS OF THE DEADLINE
TO FILE PROOFS OF CLAIM**

Pursuant to the Claims and Process Order rendered by the Superior Court on April 18, 2012 (the "Order"), notice is hereby given to the creditors Kitco Metals Inc. that any Proof of Claim must be filed with, and received by the Monitor, RSM Richter Inc., by June 22, 2012, at 5:00 p.m., Montréal time (the "Claims Bar Date") at 2 Place Alexis Nihon, Suite 1820, Montréal, Québec, H3Z 3C2.

The Order is binding on all Persons with a Claim, as defined in the Order.

This Order is not applicable to and is not binding on any "Person", including any customer of Kitco Metals Inc. with respect to an "Excluded Claim", which includes customer deposits and customer pool held in segregated accounts by Kitco Metals Inc. on behalf of its customers, as well as precious metals held in storage by Kitco Metals Inc. on behalf of its customers. Such customer deposits, customer pool and precious metals in storage are defined in the Order as "Customer Deposit", "Customer Pool" or "Precious Metal in Storage".

Any capitalized terms not otherwise defined herein shall have the meanings ascribed thereto in the Order, a copy of which can be found on the following website:
<http://www.rsmrichter.com/Restructuring/KitcoMetals.aspx>.

We reiterate that, in virtue of the Order, the deadline to File Proofs of Claim is June 22, 2012, at 5:00 p.m., Montréal time. Creditors who will not have filed a Proof of Claim by the Claims Bar Date, in compliance with the instructions thereto and with the supporting documents, (i) shall not be entitled to any further notice, (ii) shall not be entitled to participate as a Creditor in these proceedings, (iii) shall not be entitled to vote on any matter in these proceedings, including the Plan, and (iv) shall not be entitled to assert any Claim against Kitco Metals Inc. (v) nor to receive any distribution under the Plan.

Creditors must file their Proofs of Claim with the Monitor by mail, messenger, telecopier, or e-mail, so that such Proof of Claim, is received by the Monitor **by no later than the Claims Bar Date at the following address:**

**RSM Richter Inc.
2, Place Alexis Nihon, Suite 1820
Montréal, Québec H3Z 3C2**

**Attention: Andrew Adessky, CA/Gilles Robillard, CA, CIRP
Fax: (514) 934-8603
E-mail: kitco@rsmrichter.com**

MONTREAL, this ____ day of ● 2012.

RSM Richter Inc.
Court-Appointed Monitor

**DANS L'AFFAIRE DU PLAN D'ARRANGEMENT ET DE COMPROMIS DE
METAUX KITCO INC.**

**AVIS AUX CRÉANCIERS DE LA DATE LIMITE POUR
DÉPOSER LES PREUVES DE RÉCLAMATION**

En vertu de l'Ordonnance visant d'établir le processus de réclamations rendue par la Cour supérieure le 18 avril 2012 (« Ordonnance »), avis est par les présentes donné aux créanciers de Métaux Kitco Inc. que toute Preuve de réclamation doit être déposée auprès du Contrôleur, RSM Richter Inc., et elle doit être reçue par celui-ci, au plus tard le 22 juin 2012 à 17 h, heure de Montréal (« Date limite de dépôt des réclamations/Claims Bar Date »), au 2, Place Alexis Nihon, bureau 1820, Montréal (Québec) H3Z 3C2.

L'Ordonnance lie toutes les personnes (« Persons ») détenant une réclamation (« Claim »), tels que définis dans l'Ordonnance.

L'Ordonnance ne s'applique pas et ne lie pas toute « Personne/Person » détenant une « Réclamation Exclue/Excluded Claim », ce qui inclut les sommes en dépôt et les pools de métaux précieux détenus par Métaux Kitco Inc. dans des comptes distincts pour le compte de ses clients, de même que les métaux précieux entreposés par Métaux Kitco Inc. pour le compte de ses clients. Ces sommes en dépôt, pools de métaux précieux et métaux précieux entreposés sont définis dans l'Ordonnance en tant que « Customer Deposit », « Customer Pool » et « Precious Metal in Storage »..

Toutes les expressions commençant par une majuscule et non définies aux présentes ont la signification qui leur est attribuée dans l'Ordonnance, dont copie peut être obtenue sur le site Internet suivant : <http://www.rsmrichter.com/Restructuring/MetauxKitco.aspx>.

Nous réitérons que, en vertu de l'Ordonnance, la Date limite de dépôt des réclamations est fixée au 22 juin 2012 à 17 h, heure de Montréal. Les Créanciers qui n'auront pas déposé une Preuve de réclamation accompagnée des documents justificatifs à la Date limite de dépôt des réclamations conformément aux instructions connexes i) ne seront pas en droit de recevoir quelque autre avis que ce soit, ii) ne seront pas en droit de participer aux procédures en tant que Créanciers, iii) ne seront pas en droit de voter sur toute question touchant à ces procédures, y compris le Plan, iv) ne seront pas en droit de faire valoir toute Réclamation contre Métaux Kitco Inc. v) ni ne seront en droit de recevoir quelque distribution que ce soit aux termes du Plan.

Les Créanciers doivent déposer leurs Preuves de réclamation auprès du Contrôleur, par la poste, par messagerie, par télécopieur, ou par courriel, de façon à ce que le Contrôleur reçoive les Preuves de réclamation au plus tard à la Date limite de dépôt des réclamations à l'adresse suivante :

**RSM Richter Inc.
2, Place Alexis Nihon, bureau 1820
Montréal (Québec) H3Z 3C2**

**Aux soins de : Andrew Adessky, CA/Gilles Robillard, CA, CIRP
Télécopieur : 514-934-8603
Courriel : kitco@rsmrichter.com**

MONTRÉAL, ce ●^e jour de ● 2012.

RSM Richter Inc.
Contrôleur désigné par la Cour

SCHEDULE C

CANADA
PROVINCE OF QUEBEC
DISTRICT OF MONTREAL
COURT NO. : 500-11-040900-116
ESTATE NO.: 0000068-2011-QC

S U P E R I O R C O U R T

(Commercial Division)
(Sitting as a court designated pursuant to the
Companies' Creditors Arrangement Act,
R.S.C. 1985, c. C-36, as amended)

IN THE MATTER OF THE PLAN OF COMPROMISE AND
ARRANGEMENT OF:

KITCO METALS INC.

Petitioner

- and -

RSM RICHTER INC.

Monitor

PROOF OF CLAIM

1) PARTICULARS OF THE CREDITOR

- (i) Full legal name of the Creditor: _____ (the "Creditor")
(ii) Full mailing address of the Creditor: _____
(iii) Telephone number of the Creditor: _____
(iv) Fax number of the Creditor: _____
(v) Name of the authorized representative of the Creditor: _____
(vi) E-mail address of authorized representative of the Creditor: _____

2) DECLARATION

I, _____ (name of Creditor or authorized representative of the Creditor)
hereby certify that (check and complete the appropriate boxes):

- ☐ I am a Creditor of Kitco Metals Inc.;
- ☐ I am _____ (indicate the title or function) of _____
which is a Creditor of Kitco Metals Inc.;
- ☐ I have knowledge of all the circumstances connected with the claim described herein.

3) CLAIM

- (i) CLAIM WHICH AROSE UP TO AND INCLUDING JUNE 8, 2011: \$ _____

(Note: All claims that are denominated in a foreign currency shall be converted to Canadian dollars at the Bank of Canada noon spot rate of exchange for exchanging currency to Canadian dollars on June 8, 2011. Exchange rates for the American dollar and the Euro, at that date, were the following: US \$1 = CA \$0.978; 1 EURO = CA \$1.4266)

(check and complete appropriate box)

☐ UNSECURED CLAIM OF CA\$ _____

That in respect of this debt, the Creditor does not hold any assets of the Petitioner as security.

☐ Regarding the amount of CA\$ _____ the undersigned does not claim a right to a priority.

☐ Regarding the amount of CA\$ _____ the undersigned claims a right to a priority under section 136 of the *Bankruptcy and Insolvency Act* (Canada) or would claim such a priority if the current proof of claim was filed pursuant to this Act.

☐ SECURED CLAIM OF CA\$ _____

That in respect of this debt, the Creditor holds assets of the Petitioner valued at CA\$ _____ as security, particulars of which are as follows.

(Give full particulars of the security, including the date on which the security was given and attach a copy of the security documents)

4) PARTICULARS OF CLAIM

The details relating to the claim as well as the supporting documents are submitted as follows:

- ☐ A detailed, complete statement of account;
- ☐ The invoices;
- ☐ Any agreement/contract/assessment giving rise to the claim, including calculations of the amounts claimed;
- ☐ Documents relating to the sale and/or the assignment of the claim and/or the agreement relating to the exercise of the Creditor's voting right during the Creditors' meeting;
- ☐ All other relevant documents.

5) FILING OF CLAIM

Pursuant to the claims and meetings procedure Order establishing the claims process granted by the Superior Court on April 18, 2012, the Claims Bar Date has been fixed to June 22, 2012 at 5:00 P.M., Montreal Time, for claims which arose up to and including June 8, 2011.

Creditors who will not have filed a proof of claim with the supporting documents by the Claims Bar Date in compliance with the Order and instructions thereto will receive no other notice, and unless a new Order is rendered by the Superior Court, (i) shall not be entitled to participate as a Creditor to the proceedings, (ii) shall not be entitled to vote on any matter relating to these proceedings, including the Plan of compromise and arrangement of Kitco Metals Inc. (the "Plan"), (iii) shall not be entitled to assert any claim against Kitco Metals Inc., (iv) nor shall be entitled to receive any distribution under the Plan.

DATED at _____ this _____ day of _____, 201_____.

(Signature of witness)

(Signature of the Creditor or of its authorized representative)

(Please print name)

(Please print name)

**IN THE MATTER OF THE PLAN OF COMPROMISE AND ARRANGEMENT OF
KITCO METALS INC.**

**THIS INFORMATION SHEET IS SUPPLIED IN ORDER TO ASSIST YOU
IN COMPLETING THE PROOF OF CLAIM**

PARAGRAPH 1 OF THE PROOF OF CLAIM AND GENERAL COMMENTS

- ☐ The Creditor must state the full and complete legal name of the company or the Creditor.
- ☐ The Creditor must give the complete address (including the postal code) where all notices and correspondence are to be forwarded. In addition, the Creditor and/or the authorized representative must indicate his/her telephone number, his/her facsimile and his/her e-mail address.

PARAGRAPH 2 OF THE PROOF OF CLAIM

- ☐ If the individual completing the proof of claim is not the Creditor himself/herself, he/she must state his/her position or title.

PARAGRAPHS 3 AND 4 OF THE PROOF OF CLAIM

- ☐ A detailed, complete statement of account must be attached to the proof of claim. Provide all particulars of the claim and supporting documents, including amount, description of transaction(s) or agreements(s) giving rise to the claim. The amount on the statement of account must correspond with the amount claimed on the proof of claim. The detailed statement of account must show the date, the invoice number and the amount of all the invoices or charges, together with the date, the number and the amount of all credits or payments. A statement of account is not complete if it begins with an amount brought forward. If the claim cannot be evidenced through a statement of account, the Creditor must provide a sworn affidavit providing all particulars of the claim, together with all supporting documents.
- ☐ If the claim is in a foreign currency, it shall be converted to Canadian dollars at the Bank of Canada noon spot rate of exchange for exchanging currency to Canadian dollars on the Determination Date, namely August 30, 2011 (US \$1 = CA \$0.978; 1 EURO = CA \$1.4266).

PARAGRAPH 5 OF THE PROOF OF CLAIM

- ☐ The proof of claim must be filed with the Monitor, RSM Richter Inc., at 2 Place Alexis Nihon, Suite 1820, Montreal, Quebec, H3Z 3C2 and it must be received by the Monitor, by June 22, 2012, at 5:00 P.M., Montreal Time (Claims Bar Date), for claims which arose up to and including June 8, 2011.

The proof of claim may be filed by regular mail, by telecopier, by messenger or by any other means of electronic mail addressed to:

RSM Richter Inc.
(In its capacity as Court-appointed Monitor
of Kitco Metals Inc.)
Attention: Andrew Adessky, CA, CIRP
2 Place Alexis Nihon, Suite 1820
Montréal, Québec H3Z 3C2
Facsimile: 514.934.8603
Email: kitco@rsmrichter.com

Creditors are responsible for proving receipt of documents by the Monitor.

PARAGRAPH 6 SIGNATURE

- ☐ The proof of claim must be signed by the Creditor or its duly authorized representative, and have it witnessed.

RSM Richter Inc.

RSM Richter Inc.
2, Place Alexis Nihon, bureau 1820
Montréal (Québec) H3Z 3C2
Téléphone : 514.934.3400
Télécopieur : 514.934.8603
Courriel : kitco@rsmrichter.com

CANADA
PROVINCE DE QUÉBEC
DISTRICT DE MONTRÉAL
N° COUR : 500-11-040900-116
N° DOSSIER : 0000068-2011-QC

C O U R S U P É R I E U R E
(Chambre commerciale)
(siégeant à titre de tribunal désigné aux termes de la *Loi sur les
arrangements avec les Créanciers des compagnies*,
L.R.C. (1985), c. C-36, tel qu'amendé)

DANS L'AFFAIRE DU PLAN D'ARRANGEMENT ET DE
TRANSACTION DE :

LES MÉTAUX KITCO INC.

Requérante

- et -

RSM RICHTER INC.

Contrôleur

PREUVE DE RÉCLAMATION

1) RENSEIGNEMENTS SUR LE CRÉANCIER

- (i) Nom légal complet du Créancier : _____ (« Créancier »)
- (ii) Adresse postale complète du Créancier : _____
- (iii) Numéro de téléphone du Créancier : _____
- (iv) Numéro de télécopieur du Créancier : _____
- (v) Nom du représentant autorisé du Créancier : _____
- (vi) Adresse courriel du représentant autorisé du Créancier : _____

2) DÉCLARATION

Je, _____ (nom du Créancier ou du représentant autorisé du Créancier),
certifie ce qui suit (cochez et remplissez les cases appropriées) :

- ☐ je suis un Créancier de Les Métaux Kitco Inc.;
- ☐ je suis _____ (indiquer le titre ou la fonction) de _____
qui est un Créancier de Les Métaux Kitco Inc.;
- ☐ je suis au courant de toutes les circonstances entourant la réclamation visée par le présent formulaire.

3) RÉCLAMATION

- (i) RÉCLAMATION NÉE AU PLUS TARD LE 8 JUIN 2011 : _____ \$ CA

(Note : Les réclamations en devises étrangères doivent être converties en dollars canadiens au taux du comptant à midi
affiché par la Banque du Canada le 8 juin 2011. Les taux de change pour le dollar américain et l'euro à cette date étaient
les suivants : 1 \$ US = 0,978 \$ CA; 1 EURO = 1,4266 \$ CA).

(Cochez et remplissez les cases appropriées)

- ☐ **RÉCLAMATION NON GARANTIE AU MONTANT DE _____ \$ CA**
 En ce qui concerne cette créance, le Créancier ne détient aucun actif de la Requérante à titre de garantie (*cocher la description appropriée*).
- ☐ En ce qui a trait à la somme de _____ \$ CA, le soussigné ne réclame pas de droit prioritaire.
- ☐ En ce qui a trait à la somme de _____ \$ CA, le soussigné réclame un droit prioritaire en vertu de l'article 136 de la *Loi sur la faillite et l'insolvabilité* (Canada) ou réclamerait une telle priorité si la présente Preuve de réclamation était déposée conformément à cette loi.
- ☐ **RÉCLAMATION GARANTIE AU MONTANT DE _____ \$ CA**
 En ce qui concerne cette créance, le Créancier détient à titre de garantie des actifs de la Requérante dont la valeur s'élève à _____ \$ CA, dont les détails sont mentionnés ci-après.
(Donnez des renseignements complets au sujet de la garantie, y compris la date à laquelle elle a été donnée et annexe une copie des documents relatifs à la garantie)

4) DÉTAILS DE LA RÉCLAMATION

Les détails concernant la réclamation ainsi que les documents justificatifs sont les suivants :

- ☐ Un état de compte complet et détaillé;
- ☐ Les factures;
- ☐ Tout contrat / toute entente / toute évaluation donnant lieu à la réclamation, y compris les calculs des montants réclamés;
- ☐ Les documents se rapportant à la vente et / ou à la cession de la réclamation et / ou l'entente relative à l'exercice du droit de vote du Créancier pendant l'assemblée des Créanciers;
- ☐ Tout autre document pertinent.

5) DÉPÔT DE LA RÉCLAMATION

En vertu de l'Ordonnance relative à la procédure des réclamations et des assemblées rendue par la Cour supérieure le 18 avril 2012, la Date limite de dépôt des réclamations a été fixée au 22 juin 2012 à 17 heures, heure de Montréal, pour les réclamations nées au plus tard le 8 juin 2011.

Les Créanciers qui n'auront pas déposé une preuve de réclamation accompagnée des documents justificatifs à la Date limite de dépôt des réclamations, conformément à l'Ordonnance et aux instructions connexes, ne recevront aucun autre avis et, à moins d'une nouvelle ordonnance de la Cour supérieure, i) ne seront pas en droit de participer aux procédures en tant que Créanciers, ii) ne seront pas en droit de voter sur toute question relative à ces procédures, y compris le Plan d'arrangement et de transaction de Les Métaux Kitco Inc. (le « Plan »), iii) ne seront pas en droit de faire valoir toute réclamation contre Les Métaux Kitco Inc., iv) ni ne seront en droit de recevoir quelque distribution que ce soit aux termes du Plan.

FAIT à _____ ce _____ jour de _____ 201_____.

 (Signature du témoin)

 (Signature du Créancier ou de son représentant autorisé)

 (Écrire le nom en caractères d'imprimerie)

 (Écrire le nom en caractères d'imprimerie)

DANS L'AFFAIRE DU PLAN D'ARRANGEMENT ET DE TRANSACTION DE LES MÉTAUX KITCO INC.

LA PRÉSENTE FEUILLE D'INFORMATION EST FOURNIE POUR VOUS AIDER À REMPLIR LA PREUVE DE RÉCLAMATION

1^{er} PARAGRAPHE DE LA PREUVE DE RÉCLAMATION ET COMMENTAIRES GÉNÉRAUX

- ☐ Le Créancier doit indiquer le nom légal complet de la société ou du Créancier.
- ☐ Le Créancier doit indiquer l'adresse complète (y compris le code postal) où tous les avis et toutes les correspondances doivent être envoyés. De plus, le Créancier et / ou le représentant autorisé doit indiquer son numéro de téléphone, son numéro de télécopieur et son adresse courriel.

2^e PARAGRAPHE DE LA PREUVE DE RÉCLAMATION

- ☐ Si la personne remplissant la preuve de réclamation n'est pas le Créancier lui-même, elle doit indiquer son poste ou son titre.

3^e et 4^e PARAGRAPHES DE LA PREUVE DE RÉCLAMATION

- ☐ Un état de compte complet et détaillé doit être joint à la preuve de réclamation. Le Créancier doit préciser tous les détails de la réclamation et fournir les documents justificatifs, notamment le montant, la description de la ou des transactions et de la ou des ententes donnant lieu à la réclamation. Le montant indiqué sur l'état de compte doit correspondre au montant réclamé indiqué sur la preuve de réclamation. L'état de compte détaillé doit présenter la date, le numéro de facture et le montant de toutes les factures ou de tous les frais, avec la date, le numéro et le montant de tous les crédits ou paiements. Un état de compte n'est pas complet s'il commence par un montant reporté. Si la réclamation ne peut pas être attestée au moyen de l'état de compte, le Créancier doit fournir une déclaration sous serment énumérant tous les détails de la réclamation accompagnée de tous les documents justificatifs.
- ☐ Si la réclamation est libellée en devise étrangère, elle doit être convertie en dollars canadiens au taux du comptant de la Banque du Canada établi à midi, à la date déterminée, soit le 8 juin 2011 (1 \$ US = 0,978 \$ CA; 1 EURO = 1,4266 \$ CA).

5^e PARAGRAPHE DE LA PREUVE DE RÉCLAMATION

- ☐ La preuve de réclamation doit être déposée auprès du Contrôleur, RSM Richter Inc., au 2, Place Alexis Nihon, bureau 1820, Montréal (Québec) H3Z 3C2 et elle doit être reçue par celui-ci, au plus tard le 22 juin 2012 à 17 heures, heure de Montréal (Date limite de dépôt des réclamations nées au plus tard le 8 juin 2011).

La preuve de réclamation peut être déposée par poste régulière, par télécopieur, par messagerie ou par courrier électronique à l'adresse suivante :

RSM Richter Inc.
(en sa qualité de Contrôleur désigné par la Cour
de Les Métaux Kitco Inc.)
À l'attention de Andrew Adessky, CA, CIRP
2, Place Alexis Nihon, bureau 1820
Montréal (Québec) H3Z 3C2
Télécopieur : 514.934.8603
Courriel : kitco@rsmrichter.com

Il incombe aux Créanciers de confirmer la réception des documents par le Contrôleur.

6^e SIGNATURE

- ☐ La preuve de réclamation doit être signée par le Créancier ou son représentant dûment autorisé, devant témoin.

(English – over)

EXHIBIT P-1

CANADA
PROVINCE OF QUEBEC
DISTRICT OF MONTREAL
COURT NO. : 500-11-040900-116
ESTATE NO.: 0000068-2011-QC

S U P E R I O R C O U R T

(Commercial Division)

(Sitting as a court designated pursuant to the
Companies' Creditors Arrangement Act,
R.S.C. 1985, c. C-36, as amended)

IN THE MATTER OF THE PLAN OF COMPROMISE AND ARRANGEMENT OF:

KITCO METALS INC.

Petitioner

- and -

RSM RICHTER INC.

Monitor

PROOF OF CLAIM

1) PARTICULARS OF THE CREDITOR

- (i) Full legal name of the Creditor: _____ (the "Creditor")
- (ii) Full mailing address of the Creditor: _____
- (iii) Telephone number of the Creditor: _____
- (iv) Fax number of the Creditor: _____
- (v) Name of the authorized representative of the Creditor: _____
- (vi) E-mail address of authorized representative of the Creditor: _____

2) DECLARATION

I, _____ (name of Creditor or authorized representative of the Creditor)
hereby certify that (check and complete the appropriate boxes):

- ☐ I am a Creditor of Kitco Metals Inc.;
- ☐ I am _____ (indicate the title or function) of _____
which is a Creditor of Kitco Metals Inc.;
- ☐ I have knowledge of all the circumstances connected with the claim described herein.

3) CLAIM

- (i) CLAIM WHICH AROSE UP TO AND INCLUDING JUNE 8, 2011: \$ _____

(Note: All claims that are denominated in a foreign currency shall be converted to Canadian dollars at the Bank of Canada noon spot rate of exchange for exchanging currency to Canadian dollars on June 8, 2011. Exchange rates for the American dollar and the Euro, at that date, were the following: US \$1 = CA \$0.978; 1 EURO = CA \$1.4266)

(check and complete appropriate box)

☐ UNSECURED CLAIM OF CA\$ _____

That in respect of this debt, the Creditor does not hold any assets of the Petitioner as security.

☐ Regarding the amount of CA\$ _____ the undersigned does not claim a right to a priority.

☐ Regarding the amount of CA\$ _____ the undersigned claims a right to a priority under section 136 of the *Bankruptcy and Insolvency Act* (Canada) or would claim such a priority if the current proof of claim was filed pursuant to this Act.

☐ SECURED CLAIM OF CA\$ _____

That in respect of this debt, the Creditor holds assets of the Petitioner valued at CA\$ _____ as security, particulars of which are as follows.

(Give full particulars of the security, including the date on which the security was given and attach a copy of the security documents)

4) PARTICULARS OF CLAIM

The details relating to the claim as well as the supporting documents are submitted as follows:

- ☐ A detailed, complete statement of account;
- ☐ The invoices;
- ☐ Any agreement/contract/assessment giving rise to the claim, including calculations of the amounts claimed;
- ☐ Documents relating to the sale and/or the assignment of the claim and/or the agreement relating to the exercise of the Creditor's voting right during the Creditors' meeting;
- ☐ All other relevant documents.

5) FILING OF CLAIM

Pursuant to the claims and meetings procedure Order establishing the claims process granted by the Superior Court on April 18, 2012, the Claims Bar Date has been fixed to June 22, 2012 at 5:00 P.M., Montreal Time, for claims which arose up to and including June 8, 2011.

Creditors who will not have filed a proof of claim with the supporting documents by the Claims Bar Date in compliance with the Order and instructions thereto will receive no other notice, and unless a new Order is rendered by the Superior Court, (i) shall not be entitled to participate as a Creditor to the proceedings, (ii) shall not be entitled to vote on any matter relating to these proceedings, including the Plan of compromise and arrangement of Kitco Metals Inc. (the "Plan"), (iii) shall not be entitled to assert any claim against Kitco Metals Inc., (iv) nor shall be entitled to receive any distribution under the Plan.

DATED at _____ this _____ day of _____, 201____.

(Signature of witness)

(Signature of the Creditor or of its authorized representative)

(Please print name)

(Please print name)

IN THE MATTER OF THE PLAN OF COMPROMISE AND ARRANGEMENT OF KITCO METALS INC.

THIS INFORMATION SHEET IS SUPPLIED IN ORDER TO ASSIST YOU IN COMPLETING THE PROOF OF CLAIM

PARAGRAPH 1 OF THE PROOF OF CLAIM AND GENERAL COMMENTS

- ☐ The Creditor must state the full and complete legal name of the company or the Creditor.
- ☐ The Creditor must give the complete address (including the postal code) where all notices and correspondence are to be forwarded. In addition, the Creditor and/or the authorized representative must indicate his/her telephone number, his/her facsimile and his/her e-mail address.

PARAGRAPH 2 OF THE PROOF OF CLAIM

- ☐ If the individual completing the proof of claim is not the Creditor himself/herself, he/she must state his/her position or title.

PARAGRAPHS 3 AND 4 OF THE PROOF OF CLAIM

- ☐ A detailed, complete statement of account must be attached to the proof of claim. Provide all particulars of the claim and supporting documents, including amount, description of transaction(s) or agreements(s) giving rise to the claim. The amount on the statement of account must correspond with the amount claimed on the proof of claim. The detailed statement of account must show the date, the invoice number and the amount of all the invoices or charges, together with the date, the number and the amount of all credits or payments. A statement of account is not complete if it begins with an amount brought forward. If the claim cannot be evidenced through a statement of account, the Creditor must provide a sworn affidavit providing all particulars of the claim, together with all supporting documents.
- ☐ If the claim is in a foreign currency, it shall be converted to Canadian dollars at the Bank of Canada noon spot rate of exchange for exchanging currency to Canadian dollars on the Determination Date, namely August 30, 2011 (US \$1 = CA \$0.978; 1 EURO = CA \$1.4266).

PARAGRAPH 5 OF THE PROOF OF CLAIM

- ☐ The proof of claim must be filed with the Monitor, RSM Richter Inc., at 2 Place Alexis Nihon, Suite 1820, Montreal, Quebec, H3Z 3C2 and it must be received by the Monitor, by June 22, 2012, at 5:00 P.M., Montreal Time (Claims Bar Date), for claims which arose up to and including June 8, 2011.

The proof of claim may be filed by regular mail, by telecopier, by messenger or by any other means of electronic mail addressed to:

RSM Richter Inc.
(In its capacity as Court-appointed Monitor
of Kitco Metals Inc.)
Attention: Andrew Adessky, CA, CIRP
2 Place Alexis Nihon, Suite 1820
Montréal, Québec H3Z 3C2
Facsimile: 514.934.8603
Email: kitco@rsmrichter.com

Creditors are responsible for proving receipt of documents by the Monitor.

PARAGRAPH 6 SIGNATURE

- ☐ The proof of claim must be signed by the Creditor or its duly authorized representative, and have it witnessed.

RSM Richter Inc.

RSM Richter Inc.
2, Place Alexis Nihon, bureau 1820
Montréal (Québec) H3Z 3C2
Téléphone : 514.934.3400
Télécopieur : 514.934.8603
Courriel : kitco@rsmrichter.com

CANADA

PROVINCE DE QUÉBEC

DISTRICT DE MONTRÉAL

N° COUR : 500-11-040900-116

N° DOSSIER : 0000068-2011-QC

C O U R S U P É R I E U R E

(Chambre commerciale)

(siégeant à titre de tribunal désigné aux termes de la *Loi sur les
arrangements avec les Créanciers des compagnies*,
L.R.C. (1985), c. C-36, tel qu'amendé)

DANS L'AFFAIRE DU PLAN D'ARRANGEMENT ET DE TRANSACTION DE :

LES MÉTAUX KITCO INC.

Requérante

- et -

RSM RICHTER INC.

Contrôleur

PREUVE DE RÉCLAMATION

1) RENSEIGNEMENTS SUR LE CRÉANCIER

- (i) Nom légal complet du Créancier : _____ (« Créancier »)
- (ii) Adresse postale complète du Créancier : _____
- (iii) Numéro de téléphone du Créancier : _____
- (iv) Numéro de télécopieur du Créancier : _____
- (v) Nom du représentant autorisé du Créancier : _____
- (vi) Adresse courriel du représentant autorisé du Créancier : _____

2) DÉCLARATION

Je, _____ (nom du Créancier ou du représentant autorisé du Créancier),
certifie ce qui suit (cochez et remplissez les cases appropriées) :

- ☐ je suis un Créancier de Les Métaux Kitco Inc.;
- ☐ je suis _____ (indiquer le titre ou la fonction) de _____
qui est un Créancier de Les Métaux Kitco Inc.;
- ☐ je suis au courant de toutes les circonstances entourant la réclamation visée par le présent formulaire.

3) RÉCLAMATION

- (i) RÉCLAMATION NÉE AU PLUS TARD LE 8 JUIN 2011 : _____ \$ CA

(Note : Les réclamations en devises étrangères doivent être converties en dollars canadiens au taux du comptant à midi
affiché par la Banque du Canada le 8 juin 2011. Les taux de change pour le dollar américain et l'euro à cette date étaient
les suivants : 1 \$ US = 0,978 \$ CA; 1 EURO = 1,4266 \$ CA).

(Cochez et remplissez les cases appropriées)

- ☐ **RÉCLAMATION NON GARANTIE AU MONTANT DE _____ \$ CA**
 En ce qui concerne cette créance, le Créancier ne détient aucun actif de la Requérante à titre de garantie (*cocher la description appropriée*).
- ☐ En ce qui a trait à la somme de _____ \$ CA, le soussigné ne réclame pas de droit prioritaire.
- ☐ En ce qui a trait à la somme de _____ \$ CA, le soussigné réclame un droit prioritaire en vertu de l'article 136 de la *Loi sur la faillite et l'insolvabilité* (Canada) ou réclamerait une telle priorité si la présente Preuve de réclamation était déposée conformément à cette loi.
- ☐ **RÉCLAMATION GARANTIE AU MONTANT DE _____ \$ CA**
 En ce qui concerne cette créance, le Créancier détient à titre de garantie des actifs de la Requérante dont la valeur s'élève à _____ \$ CA, dont les détails sont mentionnés ci-après.
(Donnez des renseignements complets au sujet de la garantie, y compris la date à laquelle elle a été donnée et annexe une copie des documents relatifs à la garantie)
-
-
-

4) DÉTAILS DE LA RÉCLAMATION

Les détails concernant la réclamation ainsi que les documents justificatifs sont les suivants :

- ☐ Un état de compte complet et détaillé;
- ☐ Les factures;
- ☐ Tout contrat / toute entente / toute évaluation donnant lieu à la réclamation, y compris les calculs des montants réclamés;
- ☐ Les documents se rapportant à la vente et / ou à la cession de la réclamation et / ou l'entente relative à l'exercice du droit de vote du Créancier pendant l'assemblée des Créanciers;
- ☐ Tout autre document pertinent.

5) DÉPÔT DE LA RÉCLAMATION

En vertu de l'Ordonnance relative à la procédure des réclamations et des assemblées rendue par la Cour supérieure le 18 avril 2012, la Date limite de dépôt des réclamations a été fixée au 22 juin 2012 à 17 heures, heure de Montréal, pour les réclamations nées au plus tard le 8 juin 2011.

Les Créanciers qui n'auront pas déposé une preuve de réclamation accompagnée des documents justificatifs à la Date limite de dépôt des réclamations, conformément à l'Ordonnance et aux instructions connexes, ne recevront aucun autre avis et, à moins d'une nouvelle ordonnance de la Cour supérieure, i) ne seront pas en droit de participer aux procédures en tant que Créanciers, ii) ne seront pas en droit de voter sur toute question relative à ces procédures, y compris le Plan d'arrangement et de transaction de Les Métaux Kitco Inc. (le « Plan »), iii) ne seront pas en droit de faire valoir toute réclamation contre Les Métaux Kitco Inc., iv) ni ne seront en droit de recevoir quelque distribution que ce soit aux termes du Plan.

FAIT à _____ ce _____ jour de _____ 201_____.

 (Signature du témoin)

 (Signature du Créancier ou de son représentant autorisé)

 (Écrire le nom en caractères d'imprimerie)

 (Écrire le nom en caractères d'imprimerie)

DANS L'AFFAIRE DU PLAN D'ARRANGEMENT ET DE TRANSACTION DE LES MÉTAUX KITCO INC.

LA PRÉSENTE FEUILLE D'INFORMATION EST FOURNIE POUR VOUS AIDER À REMPLIR LA PREUVE DE RÉCLAMATION

1^{er} PARAGRAPHE DE LA PREUVE DE RÉCLAMATION ET COMMENTAIRES GÉNÉRAUX

- ☐ Le Créancier doit indiquer le nom légal complet de la société ou du Créancier.
- ☐ Le Créancier doit indiquer l'adresse complète (y compris le code postal) où tous les avis et toutes les correspondances doivent être envoyés. De plus, le Créancier et / ou le représentant autorisé doit indiquer son numéro de téléphone, son numéro de télécopieur et son adresse courriel.

2^e PARAGRAPHE DE LA PREUVE DE RÉCLAMATION

- ☐ Si la personne remplissant la preuve de réclamation n'est pas le Créancier lui-même, elle doit indiquer son poste ou son titre.

3^e et 4^e PARAGRAPHES DE LA PREUVE DE RÉCLAMATION

- ☐ Un état de compte complet et détaillé doit être joint à la preuve de réclamation. Le Créancier doit préciser tous les détails de la réclamation et fournir les documents justificatifs, notamment le montant, la description de la ou des transactions et de la ou des ententes donnant lieu à la réclamation. Le montant indiqué sur l'état de compte doit correspondre au montant réclamé indiqué sur la preuve de réclamation. L'état de compte détaillé doit présenter la date, le numéro de facture et le montant de toutes les factures ou de tous les frais, avec la date, le numéro et le montant de tous les crédits ou paiements. Un état de compte n'est pas complet s'il commence par un montant reporté. Si la réclamation ne peut pas être attestée au moyen de l'état de compte, le Créancier doit fournir une déclaration sous serment énumérant tous les détails de la réclamation accompagnée de tous les documents justificatifs.
- ☐ Si la réclamation est libellée en devise étrangère, elle doit être convertie en dollars canadiens au taux du comptant de la Banque du Canada établi à midi, à la date déterminée, soit le 8 juin 2011 (1 \$ US = 0,978 \$ CA; 1 EURO = 1,4266 \$ CA).

5^e PARAGRAPHE DE LA PREUVE DE RÉCLAMATION

- ☐ La preuve de réclamation doit être déposée auprès du Contrôleur, RSM Richter Inc., au 2, Place Alexis Nihon, bureau 1820, Montréal (Québec) H3Z 3C2 et elle doit être reçue par celui-ci, au plus tard le 22 juin 2012 à 17 heures, heure de Montréal (Date limite de dépôt des réclamations nées au plus tard le 8 juin 2011).

La preuve de réclamation peut être déposée par poste régulière, par télécopieur, par messagerie ou par courrier électronique à l'adresse suivante :

RSM Richter Inc.
(en sa qualité de Contrôleur désigné par la Cour
de Les Métaux Kitco Inc.)
À l'attention de Andrew Adessky, CA, CIRP
2, Place Alexis Nihon, bureau 1820
Montréal (Québec) H3Z 3C2
Télécopieur : 514.934.8603
Courriel : kitco@rsmrichter.com

Il incombe aux Créanciers de confirmer la réception des documents par le Contrôleur.

6^e SIGNATURE

- ☐ La preuve de réclamation doit être signée par le Créancier ou son représentant dûment autorisé, devant témoin.

(English – over)

**CANADA
PROVINCE OF QUEBEC
DISTRICT OF MONTRÉAL
COURT NO.: 500-11-040900-116
ESTATE NO.: 0000068-2011-QC**

S U P E R I O R C O U R T
(Commercial Division)
(Sitting as a court designated pursuant to the
Companies' Creditors Arrangement Act,
R.S.C. 1985, c. C-36, as amended)

**IN THE MATTER OF THE PLAN OF COMPROMISE AND
ARRANGEMENT OF:
KITCO METALS INC.**

**INSTRUCTION LETTER FOR THE CLAIMS PROCESS OF
KITCO METALS INC. (THE "PETITIONER")**

A. Claims Process

By order dated April 18, 2012 (the "Order") under the *Companies' Creditors Arrangement Act*, R.S.C. 1985 c. C-36, as amended (the "CCAA"), the Petitioner has been authorized to conduct a claims process (the "Claims Process").

This letter provides instructions for completing the proof of claim. For your information, there is currently no proposed plan under the CCAA. Capitalized terms which are not otherwise defined herein shall have the meaning ascribed thereto in the Order.

The Claims Process includes any person having a claim of any kind, except for an Excluded Claim, against the Petitioner, relating to any obligation arising of existing facts as of June 8, 2011, whether undetermined, contingent or other, as defined in the Order.

If you have any questions regarding the Claims Process, please contact the Court-appointed Monitor at the address provided below.

All notices and enquiries with respect to the Claims Process should be addressed to the Monitor at:

**RSM Richter Inc.
(In its capacity as Monitor of
Kitco Metals Inc.)
2 Place Alexis Nihon, Suite 1820
Montréal, Québec H3Z 3C2**

**Attention: Andrew Adessky, CA, CIRP
Fax: 514.934.8603
E-mail: kitco@rsmrichter.com**

B. Submitting a Proof of Claim

If you believe that you have a claim against the Petitioner, you will have to file a proof of claim with the Monitor by the Claims Bar Date, failing which your claim against the Petitioner will be extinguished and forever barred.

The proof of claim must be filed and received by the Monitor by **June 22, 2012 at 5:00 p.m.**, Montreal time, ("**Claims Bar Date**"). Creditors who will not have filed a proof of claim with the supporting documents by the Claims Bar Date in compliance with the Order and instructions thereto will receive no other notice, and unless a new Order is rendered by the Superior Court, (i) shall not be entitled to participate as a Creditor to the proceedings, (ii) shall not be entitled to vote on any matter relating to these proceedings, including the Plan of compromise and arrangement of Kitco Metals Inc. (the "Plan"), (iii) shall not be entitled to assert any claim against Kitco Metals Inc., (iv) nor shall be entitled to receive any distribution under the Plan.

Additional proof of claim forms can be found on the Monitor's website at <http://www.rsmrichter.com/Restructuring/KitcoMetals.aspx> or they can be obtained by contacting the Monitor in writing by mail, fax, or e-mail at the coordinates indicated above and providing particulars as to your name, address, facsimile number and e-mail address. Once the Monitor has this information, you will receive, as soon as practicable, additional proof of claim forms.

You will find enclosed the information sheet to help you to complete the proof of claim form.

CANADA
PROVINCE DE QUÉBEC
DISTRICT DE MONTRÉAL
N° COUR : 500-11-040900-116
N° DOSSIER : 0000068-2011-QC

C O U R S U P É R I E U R E
(Chambre commerciale)
(Siégeant à titre de tribunal désigné aux termes de la *Loi sur les arrangements avec les créanciers des compagnies*,
L.R.C. 1985 c. C-36, tel que modifiée)

DANS L'AFFAIRE DU PLAN D'ARRANGEMENT ET DE
TRANSACTION DE :
LES MÉTAUX KITCO INC.

LETTRE D'INSTRUCTIONS RELATIVE AU PROCESSUS DE RÉCLAMATION DE
LES MÉTAUX KITCO INC. (LA « REQUÉRANTE »)

A. Processus de Réclamation

Par une ordonnance datée du 18 avril 2012 (l'« Ordonnance ») rendue aux termes de la *Loi sur les arrangements avec les créanciers des compagnies*, L.R.C. 1985 c. C-36, tel qu'amendé (la « LACC »), la Requérante a été autorisée à entreprendre un processus de réclamation (le « Processus de Réclamation »).

La présente lettre donne des directives pour remplir la preuve de réclamation. Pour votre information, aucun plan n'a été déposé à ce jour aux termes de la LACC. Les termes en majuscules qui ne sont pas autrement définis aux présentes ont le sens qui leur est attribué dans l'Ordonnance.

Le Processus de Réclamation vise toute personne détenant une réclamation de quelque nature que ce soit, à l'exception d'une Réclamation Exclue, contre la Requérante relativement à toute obligation découlant de faits existants en date du 8 juin 2011, qu'elle soit indéterminée, éventuelle ou autre comme il est plus amplement décrit dans l'Ordonnance.

Si vous avez des questions à l'égard du Processus de Réclamation, veuillez communiquer avec le Contrôleur nommé par la Cour à l'adresse ci-après.

Tous les avis et toutes les demandes à l'égard du Processus de Réclamation devraient être envoyés au Contrôleur à l'adresse suivante :

RSM Richter Inc.
(en sa qualité de Contrôleur de
Les Métaux Kitco Inc.)
2, Place Alexis Nihon, bureau 1820
Montréal (Québec) H3Z 3C2

Aux soins de : Andrew Adessky
N° de télécopieur : 514.934.8603
Adresse courriel : kitco@rsmrichter.com

B. Soumission d'une Preuve de Réclamation

Si vous estimez que vous avez une réclamation contre la Requérante, vous devrez déposer une preuve de réclamation auprès du Contrôleur avant la Date limite de dépôt des réclamations, à défaut de quoi vos réclamations contre la Requérante seront éteintes et interdites pour toujours.

La preuve de réclamation doit être déposée auprès du Contrôleur et elle doit être reçue par celui-ci, au plus tard, **le 22 juin 2012 à 17 heures**, heure de Montréal (« **Date limite de dépôt des réclamations** »). Les Créanciers qui n'auront pas déposé une preuve de réclamation accompagnée des documents justificatifs à la Date limite de dépôt des réclamations, conformément à l'Ordonnance et aux instructions connexes, ne recevront aucun autre avis et, à moins d'une nouvelle ordonnance de la Cour supérieure, i) ne seront pas en droit de participer aux procédures en tant que Créanciers, ii) ne seront pas en droit de voter sur toute question relative à ces procédures, y compris le Plan d'arrangement et de transaction de Les Métaux Kitco Inc. (le « Plan »), iii) ne seront pas en droit de faire valoir toute réclamation contre Les Métaux Kitco Inc., iv) ni ne seront en droit de recevoir quelque distribution que ce soit aux termes du Plan.

Vous pouvez trouver des formulaires de preuve de réclamation supplémentaires sur le site internet du Contrôleur, à l'adresse <http://www.rsmrichter.com/Restructuration/KitcoMetals.aspx> ou en obtenir en communiquant avec le Contrôleur par écrit, par la poste, par télécopieur ou par courriel aux coordonnées indiquées ci-dessus et en lui donnant votre nom, votre adresse, votre numéro de télécopieur et votre adresse courriel. Une fois que le Contrôleur aura reçu ces renseignements, vous recevrez, dès que cela sera possible, des formulaires de preuve de réclamation supplémentaires.

Vous trouverez ci-joint la feuille d'information pour vous aider à remplir la preuve de réclamation.

No. 500-11-040900-116

SUPERIOR COURT
(COMMERCIAL DIVISION)
DISTRICT OF MONTRÉAL

IN THE MATTER OF THE COMPANIES'
CREDITORS ARRANGEMENT ACT, RSC
1985, C C-36, AS AMENDED

KITCO METALS INC.

Petitioner

and

RSM RICHTER INC.

Monitor

**EXHIBIT P-1 OF THE MOTION FOR AN
ORDER APPROVING A PROCESS TO
SOLICIT CLAIMS AND FOR THE
ESTABLISHMENT OF A CLAIMS BAR DATE**

ORIGINAL

Me Patrice Benoit

BL0052

Gowling Lafleur Henderson LLP

1 Place Ville Marie, 37th Floor

Montreal, Québec

Canada H3B 3P4

Tel.: 514-392-9550 / Fax: 514-876-9550

File No.: **L121970003**

INIT. : PB/cl

c/o 3511