

**CLAIMANT’S GUIDE TO COMPLETING THE DIRECTOR/OFFICER PROOF OF  
CLAIM FORM FOR  
CLAIMS AGAINST DIRECTORS AND/OR OFFICERS  
OF H.B. WHITE CANADA CORP. (“HBW”)**

This Guide has been prepared to assist Claimants in filling out the Director/Officer Proof of Claim form for claims against the Directors and/or Officers of HBW. If you have any questions regarding completion of the Director/Officer Proof of Claim, please consult the Monitor’s website at [www.alvarezandmarsal.com/hbwhite](http://www.alvarezandmarsal.com/hbwhite) or contact the Monitor, whose contact information is set out below.

The Director/Officer Proof of Claim form is for Claimants asserting a claim against any Directors and/or, Officers of HBW, and NOT for claims against HBW itself. For claims against HBW, please use the form titled “Proof Of Claim Form For Claims Against H.B. White Canada Corp.”, which is available on the Monitor’s website at [www.alvarezandmarsal.com/hbwhite](http://www.alvarezandmarsal.com/hbwhite) and is also included in this Claims Package.

Additional copies of the Director/Officer Proof of Claim form may be found at the Monitor’s website address noted above.

Please note that this is a guide only, and that in the event of any inconsistency between the terms of this guide and the terms of the Claims Procedure Order made on July 7, 2016 (the “**Claims Procedure Order**”), the terms of the Claims Procedure Order will govern.

**SECTION 1 – DIRECTOR AND/OR OFFICER**

1. The full name of all HBW Directors or Officers against whom the Claim is asserted must be listed.

**SECTION 2(a) – ORIGINAL CLAIMANT**

2. A separate Director/Officer Proof of Claim must be filed by each legal entity or person asserting a claim against HBW Directors or Officers.
3. The Claimant shall include any and all Director/Officer Claims it asserts against HBW Directors or Officers in a single Director/Officer Proof of Claim.
4. The full legal name of the Claimant must be provided.
5. If the Claimant operates under a different name or names, please indicate this in a separate schedule in the supporting documentation.
6. Unless the claim is assigned or transferred, all future correspondence, notices, etc. regarding the claim will be directed to the address and contact indicated in this section.

## **SECTION 2(b) - ASSIGNEE**

7. If the Claimant has assigned or otherwise transferred its claim, then Section 2(b) must be also completed in addition to 2(a).
8. The full legal name of the Assignee must be provided.
9. If the Assignee operates under a different name or names, please indicate this in a separate schedule in the supporting documentation.
10. If the Monitor in consultation with HBW is satisfied that an assignment or transfer has occurred, all future correspondence, notices, etc. regarding the claim will be directed to the Assignee at the address and contact indicated in this section.

## **SECTION 3 - AMOUNT OF CLAIM OF CLAIMANT AGAINST DIRECTOR AND/OR OFFICER**

11. Indicate the amount the Director(s) and/or Officer(s) was/were and still is/are indebted to the Claimant in the Amount of Claim column, including interest up to and including July 7, 2016.<sup>1</sup>

### **Currency**

12. The amount of the claim must be provided in the currency in which it arose.
13. Indicate the appropriate currency in the Currency column.
14. If the claim is denominated in multiple currencies, use a separate line to indicate the claim amount in each such currency. If there are insufficient lines to record these amounts, attach a separate schedule indicating the required information.
15. If necessary, currency will be converted to Canadian dollars in accordance with the Claims Procedure Order.

## **SECTION 4- DOCUMENTATION**

16. Attach to the Director/Officer Proof of Claim form all particulars of the claim and supporting documentation, including amount and description of transaction(s) or agreement(s) or legal breach(es) giving rise to the claim.

## **SECTION 5 - CERTIFICATION**

17. The person signing the Director/Officer Proof of Claim should:
  - (a) be the Claimant or authorized representative of the Claimant.
  - (b) have knowledge of all the circumstances connected with this claim.

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<sup>1</sup> Pursuant to paragraph 5 of the Claims Procedure Order, interest accruing from the Filing Date (July 7, 2016) shall not be included in any Claim.

- (c) assert the claim against the Director/Officer as set out in the Director/Officer Proof of Claim and certify all supporting documentation is attached.
  - (d) have a witness to its certification.
18. By signing and submitting the Director/Officer Proof of Claim, the Claimant is asserting the claim against the Director/Officer(s).

#### **SECTION 6 - FILING OF CLAIM**

The Director/Officer Proof of Claim must be received by the Monitor on or before 5:00 p.m. (Toronto time) on August 22, 2016 (the "Claims Bar Date") by prepaid ordinary mail, registered mail, courier, personal delivery or electronic transmission at the following address:

**Alvarez & Marsal Canada Inc., H.B. White Canada Corp. Monitor  
Royal Bank Plaza, South Tower  
200 Bay Street, Suite 2900, P.O. Box 22  
Toronto, ON Canada M5J 2J1  
Attention: Joshua Nevsky**

**Email: [monitor.hbwhite@alvarezandmarsal.com](mailto:monitor.hbwhite@alvarezandmarsal.com)  
Fax No.: 416.847.5201**

**Failure to file your Director/Officer Proof of Claim so that it is actually received by the Monitor on or before 5:00 p.m., on the Claims Bar Date will result in your claim being barred and you will be prevented from making or enforcing a claim against the Directors and Officers of HBW. In addition, you shall not be entitled to further notice in and shall not be entitled to participate as a creditor in the HBW CCAA proceedings.**