

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

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

**AND IN THE MATTER OF MODULAR SPACE INTERMEDIATE HOLDINGS, INC.,
MODULAR SPACE CORPORATION, RESUN MODSPACE, INC., MODSPACE
GOVERNMENT FINANCIAL SERVICES, INC., MODSPACE FINANCIAL SERVICES
CANADA, LTD., RESUN CHIPPEWA, LLC AND MODULAR SPACE HOLDINGS, INC.
(THE "DEBTORS")**

**APPLICATION OF MODULAR SPACE CORPORATION UNDER SECTION 46 OF
THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS
AMENDED**

NOTICE OF INITIAL RECOGNITION ORDER

PLEASE BE ADVISED that this Notice is being published pursuant to an order of the Ontario Superior Court of Justice (Commercial List) (the "**Canadian Court**"), granted on December 27, 2016 (the "**Initial Recognition Order**").

PLEASE TAKE NOTICE that on December 21, 2016, Modular Space Intermediate Holdings, Inc., Modular Space Corporation, Resun ModSpace, Inc., ModSpace Government Financial Services Inc., ModSpace Financial Services Canada, Ltd., Resun Chippewa, LLC and Modular Space Holdings, Inc. (collectively, the "**Chapter 11 Debtors**") each filed voluntary petitions under chapter 11 of title 11 of the United States Code (collectively, the "**Chapter 11 Proceedings**") in United States Bankruptcy Court for the District of Delaware (the "**US Court**"). In connection with the Chapter 11 Proceedings, the Chapter 11 Debtors have appointed Modular Space Corporation ("**MSC**") as their foreign representative of the estates of the Chapter 11 Debtors (the "**Foreign Representative**"). The Foreign Representative's address is 1200 Swedesford Road, Berwyn, PA 19312610. The Debtors carry on business in Canada through ModSpace Financial Services Canada, Ltd.

PLEASE TAKE FURTHER NOTICE that the Initial Recognition Order and a Supplemental Order (together, the "**Recognition Orders**") have been issued by the Canadian Court under Part IV of the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36 (the "**CCAA Recognition Proceedings**"), and, among other things: (i) recognize the Chapter 11 Proceedings as a foreign main proceeding; (ii) recognizes MSC as the Foreign Representative of the Chapter

11 Proceedings; (iii) recognize certain orders granted by the US Court in the Chapter 11 Proceedings; (iv) stays claims against the Chapter 11 Debtors, their property and their directors and officers in Canada; (v) prohibit the commencement of any such proceedings in Canada absent further order of the Canadian Court; and (vi) appoints Alvarez & Marsal Canada Inc. as the Information Officer with respect to the CCAA Recognition Proceedings.

PLEASE TAKE FURTHER NOTICE that counsel for the Foreign Representative is:

Borden Ladner Gervais LLP

Bay Adelaide Centre, East Tower,
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PLEASE TAKE FURTHER NOTICE that persons who wish to receive a copy of the Recognition Orders or obtain any further information in respect thereof or in respect of the matters set forth in this Notice, should contact the Information Officer at the address below:

Alvarez & Marsal Canada Inc. (solely in its capacity as Information Officer)

Royal Bank Plaza, South Tower,
200 Bay Street, Suite 2900

P.O. Box 22

Toronto ON M5J 2J1

Attention: Jenny Poulos

Phone: 416-847-5166

Fax: 416-847-5201

Email: jpoulos@alvarezandmarsal.com

PLEASE TAKE FURTHER NOTICE that the motions, orders and notices filed with the US Court in the Chapter 11 Proceedings are available at <http://www.kccllc.net/modspace>

Kurtzman Carson Consultants LLC

2335 Alaska Avenue

El Segundo, California 90245

Attention: Evan Gershbein

Phone: 310-823-9000

Email: egershbein@kccllc.com

PLEASE FINALLY NOTE that the Recognition Orders, and any other orders that may be granted by the Canadian Court, can be viewed at **www.alvarezandmarsal.com/modspace**

DATED AT TORONTO, ONTARIO this 27th day of December, 2016.

Alvarez & Marsal Canada Inc.

(solely in its capacity as Information Officer of the Chapter 11 Debtors and not in its personal or corporate capacity)