

C A N A D A
PROVINCE OF QUEBEC
DISTRICT OF BEDFORD
COURT. No.: 460-11-001918-104
OFFICE No.: 905521-1000002

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

**IN THE MATTER OF THE PROPOSED
PLAN OF ARRANGEMENT OF:**

AAER INC., a legal person, duly incorporated according to the *Canada Business Corporations Act*, having its head office at 80 de l'Aéroport Blvd., Bromont, Quebec, J2L 1S9

– and –

AAER USA INC., a legal person, duly incorporated in Delaware, having a place of business at 400 Westminster St., Suite 202, Providence, Rhode Island, United States, 02903

– and –

WIND-SMART LLC, a legal person, duly incorporated in Rhode Island, having a place of business at 400 Westminster St., Suite 202, Providence, Rhode Island, United States, 02903

Debtors

– and –

SAMSON BÉLAIR/DELOITTE & TOUCHE INC. (Jean-François Nadon, CA, CIRP, responsible), having a place of business at 1 Place Ville Marie, Suite 3000, Montreal, Quebec, H3B 4T9

Monitor

**INFORMATION SHEET
REGARDING THE PROOF OF CLAIM FORM**

This Information Sheet has been prepared to assist creditors in filling out the Proof of Claim form. If you have any additional questions regarding the completion of the Proof of Claim Form, or require additional copies of the Proof of Claim Form, please consult the Monitor's website at <http://www.deloitte.com/ca/aaer> or contact the Monitor to the coordinates indicated at the end of this document.

Please note that this document is only a guide and that, in the event of any inconsistency between the terms of this document and the terms of the Claims Process Order dated May 7, 2010, the terms of the Claims Process Order will govern. Capitalized terms not defined herein are as defined in the Claims Process Order. A copy of the Claims Process Order can be obtained from the Monitor's Website at <http://www.deloitte.com/ca/aaer>.

CREDITORS

- Creditors must file a separate Proof of Claim form for each Debtor against whom a claim is being asserted.
- Creditors shall include any and all claims it asserts against a single Debtor in a single Proof of Claim.
- The full legal name of the Creditor must be provided in **Part A** of the Proof of Claim along with its operating name, if different.
- If the Creditor operates under a different name, or names, please indicate this in a separate schedule in the supporting documentation.
- If the Claim has been assigned or transferred to another party, **Part B** of the Proof of Claim must also be completed.
- 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 **Part A**.
- Certain Claims are excluded from this Claims Process. The Excluded Claims are as defined in the Claims Process Order and include, but are not limited to:
 - Those from Creditors who have supplied or shall supply services, utilities, goods or materials to the Debtors after April 8, 2010;
 - Those from Creditors who have or shall have advanced funds to the Debtors after April 8, 2010.

ASSIGNEE

- If the Creditor has assigned or otherwise transferred its Claim, then **Part B** of the Proof of Claim must be completed.
- The full legal name of the Assignee must be provided.
- If the Assignee operates under a different name, or names, please indicate this in a separate schedule in the supporting documentation.
- Evidence of the assignment must be provided. If the Monitor 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 **Part B**.

AMOUNT OF CLAIM

- Indicate the amount the Debtor was, and still is, indebted to the Creditor.

Currency

- The amount of the Claim must be provided in the type of currency in which it arose.

- If the Claim is denominated in multiple currencies, use a separate line to indicate the Claim amount in each of such currency. If there are insufficient lines to record these amounts, attach a separate schedule indicating the required information.
- Claims denominated in a currency other than Canadian dollars will be converted into Canadian dollars by the Monitor using the Bank of Canada noon exchange rate on April 8, 2010.

Secured Claim

- Check the “Secured” box only if the Claim recorded on that line is secured. Do not check this box if your Claim is unsecured.
- If the value of the collateral securing your Claim is less than the amount of your Claim, enter the shortfall portion on a separate line as an unsecured claim.
- Evidence supporting the security you hold must be submitted with the Proof of Claim form. Provide full particulars of the security, including its nature, the date on which the security was given and the value you attribute to the collateral securing your Claim. Attach a copy of all related security documents. Please note that trade claims are typically not secured.

Restructuring Claim

- Check this box only if the Claim, or a portion of this Claim is a “Restructuring Claim”.

DOCUMENTATION

- Attach to the Proof of Claim Form all particulars of the Claim, including amount, description of transaction(s) or agreement(s) giving rise to the Claim, name of any guarantor which has guaranteed the Claim, amount of invoices, particulars of all claimed credits, discounts, etc., description of the security, if any, granted by the Debtors or any officer or director to the Creditor and estimated value of such security, particulars of any Restructuring Claim and any other supporting documentation.

ATTESTATION

- The person signing the Proof of Claim form should:
 - be the Creditor, or an authorized representative of the Creditor;
 - have knowledge of all the circumstances connected with the Claim.
- By signing and submitting the Proof of Claim, the Creditor is asserting the Claim against the Debtor.

FILING OF THE PROOF OF CLAIM

- The Proof of Claim must be received by the Monitor by no later than **5:00 p.m.** (Eastern Daylight Time) on **May 31, 2010**. Proofs of Claim should be sent by way of electronic mail, fax, mail, registered mail, courier or personal delivery to the following coordinates:

Samson Bélair/Deloitte & Touche Inc.
In its capacity of Monitor of AAER Inc.
1 Place Ville Marie
Suite 3000
Montreal QC H3B 4T9
Tel.: 514-393-5042
Fax: 514-390-4103
Canada: 1-877-856-9043
E-mail: aaerinc@deloitte.ca

Failure to file your Proof of Claim so that it is received by the Monitor by 5:00 p.m. (Eastern Daylight Time), on the Claims Bar Date of May 31, 2010 will result in your Claim being barred and you will be prevented from making or enforcing a Claim against the Debtors. In addition, you shall not be entitled to further notices, and shall not be entitled to participate as a creditor in this process.