

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE AS AUTHORIZED BY ORDER DATED
NOVEMBER 8, 2004 OF THE SUPERIOR COURT OF QUÉBEC**

In re:)	Chapter 11
)	
FLINTKOTE MINES LIMITED)	Case No. 04-12440 (JKF)
)	
Debtor.)	

**NOTICE OF GENERAL BAR DATE REQUIRING FILING
OF PROOFS OF CLAIMS ON OR BEFORE
JANUARY 31, 2005 AT 4:00 P.M. EASTERN TIME**

**TO ALL PERSONS AND ENTITIES IN CANADA WITH A GENERAL CLAIM
AGAINST FLINTKOTE MINES LIMITED:**

PLEASE TAKE NOTICE THAT:

On August 25, 2004 Flintkote Mines Limited (the “**Debtor**”) filed a voluntary petition for relief under Chapter 11 of Title 11 of the *United States Code* (the “**US Proceedings**”) with the United States Bankruptcy Court for the District of Delaware (the “**US Court**”). This case is being jointly administered with the Chapter 11 Case of the debtor’s parent company, The Flintkote Company.

On October 13, 2004, the US Court entered an order (the “**Bar Date Order**”) in the above-captioned Chapter 11 case setting **JANUARY 31, 2005 AT 4:00 P.M. EASTERN TIME** (the “**General Bar Date**”) as the last date and time by which all Entities (as defined below), including Governmental Units (as defined below), that wish to assert against Flintkote Mines Limited (the “**Debtor**”) any General Claims that arose before August 25, 2004, must file proofs of claim with The Garden City Group, Inc., the claims agent in this case. Please note that the terms “Entity,” “General Claim” and “Governmental Unit” are defined below.

On November 8, 2004, the Debtor sought and obtained an Order (the “**Initial Order**”) from the Superior Court of Québec (the “**Québec Court**”) under Section 18.6 of the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36 as amended, granting it *inter alia* a stay against claims, proceedings, and the exercise of any contractual rights against it or its property in Canada, and establishing a procedure for Canadian Creditors (as defined below) of the Debtor to file their proofs of claim for General Claim (as defined below) in the US Proceedings, which follows with appropriate adjustments the procedure established by the US Court. In particular, the Québec Court recognized the General Bar Date as applicable to Canadian Creditors of the Debtor, directed Canadian Creditors of the Debtor to file their proofs of claims in the US Proceedings and established the procedures set forth below for the filing of proofs of claim for General Claims by Canadian Creditors of the Debtor.

The General Bar Date applies to all claims (including, without limitation, Indirect Asbestos Claims, as defined below) against the Debtor except Asbestos-Related Personal Injury Claims (as defined below).

KEY DEFINITIONS

As used in this Notice, the term “**Canadian Creditors**” shall mean any Canadian creditor holding a General Claim (as defined below).

As used in this Notice, the term “**Claim**” or “**claim**” shall mean, as to or against the Debtor and in accordance with section 101(5) of title 11 of the United States Code (the “**Bankruptcy Code**”): (a) any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured or unsecured; or (ii) any right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right or equitable remedy is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured.

As used in this Notice, the term “**Entity**” or “**Entities**” has the meaning given to it in section 101(15) of the Bankruptcy Code, and includes all persons, estates, trusts, governmental units and the United States Trustee.

As used in this Notice, the term “**General Claim**” means any Claim, including the Claims of Governmental Units, against the Debtor that arose before August 25, 2004, other than Asbestos-Related Personal Injury Claims. General Claims shall include Indirect Asbestos Claims (as defined below).

As used in this Notice, the term “**Governmental Unit**” has the meaning given to it in section 101(27) of the Bankruptcy Code and includes the United States; states; commonwealths; districts; territories; municipalities; foreign states and provinces; and departments, agencies and instrumentalities of the foregoing (but not including the United States Trustee while serving as a trustee under the Bankruptcy Code).

As used in this Notice, the term “**Asbestos-Related Personal Injury Claim**” shall mean any claims for direct personal injury, including wrongful death, for which the Debtor is alleged to be liable, arising out of or relating to exposure to asbestos. Asbestos-Related Personal Injury Claims include (a) all such claims whether seeking compensatory, special, economic and non-economic, punitive, exemplary, administrative, or any other costs or damages, or whether seeking any legal, equitable or other relief whatsoever; (b) any such claims that have been resolved or are subject to resolution pursuant to any agreement; and (c) any such claims that are based on a judgment or verdict. Asbestos-Related Personal Injury Claims shall not include Indirect Asbestos Claims (as defined below).

As used in this Notice, the term “**Indirect Asbestos Claim**” shall mean any claim or cross-claim against the Debtor relating to the exposure of a party or parties to asbestos (other than a claim of a claimant directly injured by exposure to asbestos), whether in the nature of or sounding in tort, contract, warranty, restitution, conspiracy, contribution, guarantee, indemnity,

subrogation or any other theory of law, equity or admiralty; whether seeking compensatory, special, economic and non-economic, punitive, exemplary, administrative, or any other costs or damages; or whether seeking any legal, equitable or other relief of any kind whatsoever, including any such claims that have been resolved or are subject to resolution pursuant to any agreement, or any such claims that are based on a judgment or verdict; provided, however that Indirect Asbestos Claims shall not include (i) claims of a husband or wife on account of their spouse's exposure to asbestos and (ii) claims of the executor of a decedent's estate, or any heir of such decedent or other party to whom such claims are transferred in their entirety by operation of law, relating to the exposure of the decedent to asbestos which claims shall constitute Asbestos-Related Personal Injury Claims.

WHO MUST FILE A PROOF OF CLAIM AND THE DEADLINES TO FILE

The Bar Date Order establishes the following bar dates for filing proofs of claim against the Debtor (collectively, the "**Bar Dates**"):

(a) **The General Bar Date.** All Entities that wish to assert General Claims against the Debtor are required to file proofs of claim by **January 31, 2005 at 4:00 p.m. Eastern Time.**

(b) **The Rejection Bar Date.** Any Entity whose General Claim relates to the rejection of an executory contract or unexpired lease by the Debtor pursuant to an order entered prior to the confirmation of a plan of reorganization in the Debtor's Chapter 11 case must file a proof of claim on or before the later of (i) the General Bar Date; and (ii) thirty (30) days after the date of the order authorizing the Debtor's rejection of the applicable contract or lease. The later of these dates is referred to as the "**Rejection Bar Date.**"

If it is unclear from the Debtor's respective Schedules of Assets and Liabilities and Statement of Financial Affairs as filed with US Court (the "**Schedules**") whether your General Claim is disputed, contingent or unliquidated as to amount or is otherwise properly listed and classified, you must file a proof of claim on or before the applicable Bar Date. Copy of the Debtor's Schedules may be obtained from the Debtor's claims agent at the following address: The Garden City Group, Inc., Claims Agent for Flintkote, P.O. Box 9000-6230, Merrick, New York 11566-9000. Any Entity that relies on the information in the Schedules bears responsibility for determining that its General Claim is listed accurately therein.

PROOFS OF CLAIM NOT REQUIRED TO BE FILED BY THE GENERAL BAR DATE

The following Entities need not file proofs of claim on account of General Claims by the General Bar Date:

a. any entity that has already properly filed a proof of claim in the US Proceedings against the Debtor **in accordance with the procedures described in this Notice;**

b. any entity (i) whose General Claim against the Debtor is listed in the Debtor's Schedules in a liquidated amount that is not listed as contingent or disputed, and (ii) that agrees with the nature, classification and amount of its General Claim as identified in the Debtor's Schedules;

c. any entity whose General Claim against the Debtor has previously been allowed by, or paid pursuant to, an order of the Court; and

d. any entity whose General Claim against the Debtor is limited to an administrative expense of the Debtor' chapter 11 cases under section 503(b) of the Bankruptcy Code.

CONSEQUENCES OF FAILURE TO FILE PROOF OF CLAIM

Any Entity that fails to file a proof of claim on account of a General Claim by the applicable Bar Date described in this Notice shall be **forever barred, estopped and enjoined** from (a) asserting any General Claim against the Debtor that is not identified in the Schedule on behalf of such entity as liquidated, undisputed and non-contingent; or (b) asserting any General Claim against the Debtor that is identified in the Schedules on behalf of such entity as unliquidated, disputed or contingent; or (c) asserting any General Claim against the Debtor that is of a different amount, nature or classification than any General Claim identified in the Schedules on behalf of such entity (the claims described in (a), (b) and (c) of this paragraph are hereinafter referred to as, an "Unscheduled Claim"); or (d) voting upon, or receiving distributions under, any plan of reorganization in the Debtor's Chapter 11 case in respect of an Unscheduled Claim, notwithstanding that such Entity may later discover facts in addition to, or different from, those which that Entity knows or believes to be true as of the applicable Bar Date, and without regard to the subsequent discovery or existence of such different or additional facts;

RESERVATION OF RIGHTS

The Debtor reserves the right to dispute, or to assert offsets or defenses against, any General Claim asserted against them. Nothing in this Notice shall preclude the Debtor from objecting to any General Claim asserted against it on any grounds.

PROCEDURE FOR FILING PROOFS OF CLAIM

A signed original of a completed proof of claim, together with any accompanying or supporting documentation, must be delivered to the Debtor's claims agent at one of the following addresses: **(i) if by first-class mail, The Garden City Group, Inc., Claims Agent for Flintkote, P.O. Box 9000-6230, Merrick, New York 11566-9000, or (ii) if by hand-delivery or overnight mail, The Garden City Group, Inc., Claims Agent for Flintkote, 105 Maxess Road, Melville, New York 11747 so as to be received no later than 4:00 p.m., Eastern Time on January 31, 2005** or by the Rejection Bar Date, if applicable.

You may use Official Bankruptcy Form No. 10 or the enclosed form to file General Claims.

Your proof of claim may be (a) written in the English or French language; and (b) denominated in lawful Canadian or U.S. currency as of August 25, 2004.

Proofs of claim may be submitted in person or by courier service, hand-delivery or mail addressed to the Debtor' claims agent at the foregoing addresses. **Proofs of claim submitted by facsimile or e-mail will not be accepted and will not be deemed filed until the**

proof of claim is submitted by one of the methods described in the foregoing sentence.

Proofs of claim will be deemed filed only when actually received by the Debtor' claims agent. If you wish to receive acknowledgement of receipt of your proof of claim, you must also submit, by the General Bar Date (or the Rejection Bar Date, whichever is applicable) and concurrently with submitting your original proof of claim, (a) a copy of your original proof of claim and (b) a self-addressed, stamped return envelope. Proofs of claim must include all documentation required by Federal Rules of Bankruptcy Procedure 3001(c) and 3001(d) and the relevant proof of claim form, including an original or a copy of any written document that forms the basis of your General Claim.

Additional information regarding the filing of a proof of claim may be obtained from the Flintkote Claims Helpline at (800) 290-0537, by visiting the Flintkote Claims Website at <http://www.flintkotebankruptcy.com>, or from the Debtor's Canadian Counsel, Blake, Cassels & Graydon LLP, Att.: Me Sébastien Guy (514-982-4020). Questions may also be addressed in writing, by first class mail, to the Debtor' claims agent at the following address: The Garden City Group, Inc., Claims Agent for Flintkote, P.O. Box 9000-6230, Merrick, New York 11566-9000. The register of General Claims asserted against the Debtor will be available for review during normal business hours at the offices of the Debtor' claims agent identified above.

YOU MAY WISH TO CONSULT A LAWYER REGARDING THIS MATTER.

November 8, 2004

BY ORDER OF THE SUPERIOR COURT OF QUÉBEC

The Honorable Mr. Justice Tingley J.S.C.