

District of \_\_\_\_\_  
Division No. \_\_\_\_\_  
Court No. \_\_\_\_\_  
Estate No. \_\_\_\_\_

ASSIGNMENT FOR THE GENERAL BENEFIT OF CREDITORS

This indenture made this 22<sup>nd</sup> day of January, 2010 between

AERO INVENTORY Plc

Hereinafter called "the debtor"

and

KPMG Inc.

Hereinafter called "the trustee"

WHEREAS the debtor is insolvent and desires to assign and to abandon all its property for distribution among its creditors, in pursuance of the Act.

THIS INDENTURE WITNESSETH that the debtor does hereby assign to the trustee, all its property for the uses, intents and purposes provided by the Act.

SIGNED at the City of London, in the United Kingdom, in the presence of Mark Cook.  
witness

M. N. Cook  
Witness Signature

J. Tucker  
James Robert Tucker of KPMG LLP, a  
Joint Administrator of  
Aero Inventory Plc

22 January 2010  
Date

District of:  
 Court No.  
 Court No.  
 Estate No.

Original  Amended

- FORM 78 -  
 Statement of Affairs ( Business Bankruptcy ) made by an entity  
 (Subsection 49(2) and Paragraph 158(d) of the Act / Subsections 50(2) and 62(1) of the Act)  
 In the matter of the bankruptcy of  
 Aero Inventory Plc  
 of the City of London, in the United Kingdom

To the bankrupt


You are required to carefully and accurately complete this Form and the applicable attachments, showing the state of your affairs on the date of your bankruptcy, on the \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_. When completed, this Form and the applicable attached lists will constitute the Statement of Affairs and must be verified by oath or solemn declaration.

LIABILITIES (As stated and estimated by the officer)	
1. Unsecured creditors as per list "A".....	Unknown
Balance of claims unsecured as per list "A" ..	506,255,530.00
Total unsecured creditors .....	506,255,530.00
2. Secured creditors value of security as per list "B" .....	0.00
3. Preferred creditors as per list "C" .....	0.00
4. Contingent, trust claims or other liabilities as per list "D" estimated to be reclaimable for .....	0.00
Total liabilities .....	506,255,530.00
Surplus .....	NIL

ASSETS (As stated and estimated by the officer)	
1. Inventory .....	0.00
2. Trade fixtures, etc. ....	0.00
3. Accounts receivable and other receivables, as per List "E"	
Good .....	0.00
Doubtful .....	0.00
Bad .....	0.00
Estimated to produce .....	0.00
4. Bills of exchange, promissory note, etc., as per List "F" ..	0.00
5. Deposits in Financial Institutions .....	0.00
6. Cash .....	0.00
7. Livestock .....	0.00
8. Machinery, equipment and plant .....	0.00
9. Real property or immovable as per List "G" .....	0.00
10. Furniture .....	0.00
11. RRSPs, RRIFs, Life Insurance, etc. ....	0.00
12. Securities (Shares, Bonds, Debentures, etc.) .....	0.00
13. Interests under wills .....	0.00
14. Vehicles .....	0.00
15. Other property, as per List "H" .....	0.00
If bankrupt is a corporation, add	
Amount of subscribed capital .....	0.00
Amount paid on capital .....	0.00
Balance subscribed and unpaid .....	0.00
Estimated to produce .....	0.00
Total assets .....	.00
Deficiency .....	506,255,530.00

I, \_\_\_\_\_ of the \_\_\_\_\_ of \_\_\_\_\_ in the Province of \_\_\_\_\_ do swear (or solemnly declare) that this statement and the attached lists are to the best of my knowledge a full, true and complete statement of my affairs on the 21st day of January 2010 and fully disclose all property of every description that is in my possession or that may devolve on me in accordance with the Act.

SWORN (or SOLEMNLY DECLARED)  
 before me at the City of London in the Province of United Kingdom  
 on this 22nd day of January 2010.

  
 James Robert Tucker of KPMG LLP,  
 a Joint Administrator of  
 Aero Inventory Plc

The information contained herein is based on Aero Inventory Plc's ("Aero Plc") books and records as at the date of its UK Administration proceedings being November 11, 2009, with the estimated realizations being those of the Directors of Aero Plc, all converted into Canadian dollars at a rate of 1.70652. As a result, the information is identical to that previously provided to Aero Plc creditors by JR Tucker as Joint Administrator of Aero Plc in its mailing dated January 4, 2010.

District of  
Division No. -  
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- FORM 78 - Continued -

List "A"  
Unsecured Creditors  
Aero Inventory Plc

No.	Name of creditor	Address	Unsecured Claim	Balance of Claim Un	Total Claim
1	Lloyds TSB Commercial Finance Limited	The Little Green Boston House Richmond, Surrey	0.00	506,255,530.00	506,255,530.00
2	Unsecured creditors		Unknown	0.00	Unknown
<b>Total</b>			<b>0.00</b>	<b>506,255,530.00</b>	<b>506,255,530.00</b>

22-Jan-2010

Date

  
James Robert Tucker of KPMG LLP,  
a Joint Administrator of  
Aero Inventory Plc

District of  
Division No. -  
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- FORM 78 - Continued -

List "B"  
Secured Creditors


Aero Inventory Plc

No.	Name of creditor	Address	Amount of Claim	Particulars of Security	When given	Estimated value of security	Estimated surplus from security	Balance of claim unsecured
1	Lloyds TSB Commercial Finance Limited	The Little Green Boston House Richmond, Surrey	506,255,530.00	Securities - Shares - Investment in Subsidiary		0.00		506,255,530.00
Total:			506,255,530.00			0.00	0.00	506,255,530.00

22-Jan-2010

Date

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James Robert Tucker of KPMG LLP,  
a Joint Administrator of  
Aero Inventory Plc

District of  
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- FORM 78 - Concluded -

List "H"  
Property

Aero Inventory Plc

FULL STATEMENT OF PROPERTY

Nature of Property	Location	Details of property	Original cost	Estimated to produce
(a) Stock-in-trade			0.00	0.00
(b) Trade fixtures, etc.			0.00	0.00
(c) Cash in Financial Institution			0.00	0.00
(d) Cash on hand			0.00	0.00
(e) Livestock			0.00	0.00
(f) Machinery, equipment and plant			0.00	0.00
(g) Furniture			0.00	0.00
(h) Life insurance policies, RRSPs, etc			0.00	0.00
(i) Securities		Shares - Investment in Subsidiary	44,370.00	0.00
(j) Interests under wills, etc			0.00	0.00
(k) Vehicles			0.00	0.00
(l) Taxes			0.00	0.00
			<b>Total</b>	<b>0.00</b>

22-Jan-2010

Date



James Robert Tucker of KPMG LLP,  
a Joint Administrator of  
Aero Inventory Plc

**Court No.**

**File No.**

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**In the matter of the bankruptcy of  
Aero Inventory Plc  
of the City of London, in the United Kingdom**

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**Form 78 (Bill C-12)  
Statement of affairs (Business bankruptcy)**

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**KPMG Inc. - Trustee**

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**Box 976  
Hamilton ON L8N 3R1  
Phone: (905) 523-2261 Fax: (905) 523-2200**