

Fill in this information to identify the case:

United States Bankruptcy Court for the:
Southern District of New York
Case number (if known): 19- Chapter 15

Check if this is an amended filing

Official Form 401

Chapter 15 Petition for Recognition of a Foreign Proceeding 12/15

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write debtor's name and case number (if known).

1. Debtor's name Imperial Tobacco Canada Limited

2. Debtor's unique identifier

For non-individual debtors:

Federal Employer Identification Number (EIN) 9 8 -0 4 5 4 3 7 4

Other _____ Describe identifier _____

For individual debtors:

Social Security number: xxx - xx- _____

Individual Taxpayer Identification number (ITIN): 9 xx - xx - _____

Other _____ Describe identifier _____

3. Name of foreign representative(s) Paul Bishop

4. Foreign proceeding in which appointment of the foreign representative(s) occurred In the Matter of a Plan of Compromise or Arrangement of Imperial Tobacco Canada Limited et. al. (Ontario Superior Court of Justice (Commercial List) at Toronto)

5. Nature of the foreign proceeding

Check one:

- Foreign main proceeding
- Foreign nonmain proceeding
- Foreign main proceeding, or in the alternative foreign nonmain proceeding

6. Evidence of the foreign proceeding

- A certified copy, translated into English, of the decision commencing the foreign proceeding and appointing the foreign representative is attached.
- A certificate, translated into English, from the foreign court, affirming the existence of the foreign proceeding and of the appointment of the foreign representative, is attached.
- Other evidence of the existence of the foreign proceeding and of the appointment of the foreign representative is described below, and relevant documentation, translated into English, is attached.

7. Is this the only foreign proceeding with respect to the debtor known to the foreign representative(s)?

- No. (Attach a statement identifying each country in which a foreign proceeding by, regarding, or against the debtor is pending.)
- Yes



Debtor Imperial Tobacco Canada Limited
Name

Case number (if known) 19-

8. Others entitled to notice

Attach a list containing the names and addresses of:

- (i) all persons or bodies authorized to administer foreign proceedings of the debtor,
- (ii) all parties to litigation pending in the United States in which the debtor is a party at the time of filing of this petition, and
- (iii) all entities against whom provisional relief is being sought under § 1519 of the Bankruptcy Code.

9. Addresses

Country where the debtor has the center of its main interests:

Canada

Debtor's registered office:

3711 Saint-Antoine Street
Number Street

P.O. Box

Montreal (Quebec)
City State/Province/Region ZIP/Postal Code

Canada H4C 3P6
Country

Individual debtor's habitual residence:

Number Street

P.O. Box

City State/Province/Region ZIP/Postal Code

Country

Address of foreign representative(s):

TD South Tower
79 Wellington Street West
Toronto Dominion Center
Number Street

Suite 2010, P.O. Box 104
P.O. Box

Toronto (Ontario)
City State/Province/Region ZIP/Postal Code

Canada M5K 1G8
Country

10. Debtor's website (URL)

http://www.imperialtobaccocanada.com/

11. Type of debtor

Check one:

- Non-individual (check one):
 - Corporation. Attach a corporate ownership statement containing the information described in Fed. R. Bankr. P. 7007.1.
 - Partnership
 - Other. Specify: _____
- Individual

Debtor Imperial Tobacco Canada Limited
Name

Case number (if known) 19-

12. Why is venue proper in this district?

Check one:

- Debtor's principal place of business or principal assets in the United States are in this district.
- Debtor does not have a place of business or assets in the United States, but the following action or proceeding in a federal or state court is pending against the debtor in this district:

- If neither box is checked, venue is consistent with the interests of justice and the convenience of the parties, having regard to the relief sought by the foreign representative, because:

13. Signature of foreign representative(s)

I request relief in accordance with chapter 15 of title 11, United States Code.

I am the foreign representative of a debtor in a foreign proceeding, the debtor is eligible for the relief sought in this petition, and I am authorized to file this petition.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct,

x Paul Bishop

Signature of foreign representative

Paul Bishop

Printed name

Executed on 03/12/2019
MM / DD / YYYY

x

Signature of foreign representative

Printed name

Executed on _____
MM / DD / YYYY

14. Signature of attorney

x Jennifer Feldsher
Signature of Attorney for foreign representative

Date 3/12/2019
MM / DD / YYYY

Jennifer Feldsher

Printed name

Bracewell LLP

Firm name

1251 Avenue of the Americas

Number Street

New York

City

NY

State

10020

ZIP Code

(212) 508-6100

Contact phone

Jennifer.Feldsher@bracewell.com

Email address

3989357

Bar number

NY

State

EXHIBIT A

STATEMENT PURSUANT TO BANKRUPTCY RULE 1007(a)(4)

Bracewell LLP

1251 Avenue of the Americas
New York, NY 10020-1100
Telephone: (212) 508-6100
Facsimile: (212) 508-6101
Jennifer Feldsher
Mark E. Dendinger

*Attorneys for FTI Consulting Canada Inc.
In its Capacity as Monitor and Foreign Representative for the Debtor*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

IMPERIAL TOBACCO CANADA
LIMITED,

Debtor in a Foreign Proceeding.

Chapter 15

Case No. 19- ____ (____)

STATEMENT PURSUANT TO BANKRUPTCY RULE 1007(a)(4)

FTI Consulting Canada Inc. (the “Monitor”) is the Court-appointed monitor for Imperial Tobacco Canada Limited (the “Debtor”) in a proceeding under Canada’s *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, pending before the Ontario Superior Court of Justice (Commercial List) at Toronto (the “Canadian Proceeding”). The Monitor is the duly authorized foreign representative of the Debtor as defined by section 101(24) of title 11 of the United States Code (the “Bankruptcy Code”). On March 13, 2019, the Monitor commenced this Chapter 15 case (the “Chapter 15 Case”) by filing, on behalf of the Debtor and pursuant to sections 1504 and 1515 of the Bankruptcy Code, the *Verified Chapter 15 Petition for Recognition of Foreign Main Proceeding and Related Relief* along with Official Form 401 (*Chapter 15 Petition for Recognition of a Foreign Proceeding*).

The Monitor hereby files this statement pursuant to Rule 1007(a)(4) of the Federal Rules of Bankruptcy Procedure and respectfully states as follows:

Administrators in Foreign Proceeding Concerning the Debtor

1. The Monitor is the foreign representative, as that term is defined in section 101(24) of the Bankruptcy Code, because it has been authorized by court order in the Canadian Proceeding to act as the foreign representative for the Debtor and to prosecute this Chapter 15 Case. Canadian Order for Relief ¶ 62.

2. The Monitor believes that, other than the Canadian Proceeding and this Chapter 15 Case, there are no foreign proceedings pending with respect to the Debtor.

3. The Monitor's address is:

TD South Tower
79 Wellington Street West
Suite 2010, P.O. Box 104
Toronto ON M5K 1G8
Canada

Parties to Litigation Pending in the United States in Which the Debtor is a Party

4. There are currently no cases in the United States to which the Debtor is a Party, however, the Debtor's subsidiary, Imperial Tobacco Company Limited, is a party to *Ashlynn Mktg. Grp., Inc. v. Imperial Tobacco Ltd. et al.*, Docket No. 3:16-cv-01001 (S.D. Cal. Apr. 25, 2016).

Entities Against Which Provisional Relief Is Sought Pursuant to 11 U.S.C. § 1519

5. The Monitor seeks provisional relief on behalf of the Debtor to stay the execution of assets of the Debtor and the application of section 362 of the Bankruptcy Code in the Debtor's Chapter 15 Case on a provisional basis, against all known creditors of the Debtor and other interested parties, including without limitation, the following persons:

- Celadon Trucking Services, Inc.
One Celadon Drive
9503 East 33rd Street
Indianapolis, IN 46235
Attn: Chase Welsh, Executive Vice President, General Counsel and Secretary
Attn: Kenneth L. Core, Registered Agent
- DIAMOND CENTER ONE, LLC
4832 Richmond Road Suite 100
Cleveland, OH 44128
Attn: General Counsel

With copy to:

1932 Service Corp.
1301 E. Ninth Street, Suite 3500
Cleveland, OH 44114

- D S D PROPERTIES, LLC
300 Main Street
Shelby, MT 59474
Attn: Stuart Howell, Registered Agent
- Ryder Dedicated
30 Pedigree Court, Unit 1
Brampton, ON L6T 5T8
Canada
Attn: Legal Counsel
- Ryder Integrated Logistics, a division of Ryder Truck Rental Canada Ltd.

Notice to:

Ryder Truck Rental Canada Ltd.
2233 Argentia Road
Suite 302
Mississauga, Ontario
L5N 2X7
Attention: Vice-President and General Manager

With a copy to:

Ryder Truck Rental Canada Ltd.
2233 Argentia Road
Suite 300
Mississauga, Ontario

L5N 2X7
Attention: General Counsel

And to:

Ryder System, Inc.
11690 NW 105 Street
Miami, FL
33178-1103
Attention: General Counsel

- UPS-SCS
1221 32nd Avenue
Bureau 401
Lachine, QC H8T 3H2
Canada
Attn: Legal Counsel

With copy to:

UPS Supply Chain Solutions
12380 Morris Road
Alpharetta, GA 30005
Attn: Legal Counsel

And to:

Corporation Service Company
40 Technology Parkway South, Suite 300
Norcross, GA 30092
Attn: Registered Agent for UPS-SCS

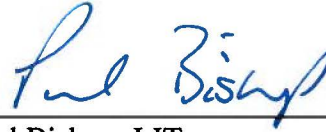
- New York State Department of Environmental Conservation
c/o Commissioner
625 Broadway
Albany, New York 12233-0001
- BKK Working Group
c/o Douglas Gravelle
Hinson Gravelle & Adair LLP
28470 Avenue Stanford
Suite 350
Valencia, CA 91355
Counsel for BKK Working Group: Douglas Gravelle

- PointTrade Services, Inc.
Corporate Office
1518 Jenks Avenue
Panama City, FL 32405
- Trudel Johnston & Lespérance
750, Côte de la Place d'Armes
Bureau 90, Montréal QC H2Y 2X8
- Kugler Kandestin
1 Place Ville-Marie
Suite 1170
Montréal, Québec
Canada H3B 2A7
- Fishman Flanz Meland Paquin LLP
1250 boul. René-Lévesque Ouest
Suite 4100
Montreal, QC H3B 4W8
Avram Fishman
- Chaitons LLP
5000 Yonge Street, 10th Floor Toronto, ON M2N 7E9
Attention: Harvey Chaiton
- The Individual Provisional Relief List, *filed separately*

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I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge, information and belief.

Date: March 13, 2019
Toronto, Canada

A handwritten signature in blue ink that reads "Paul Bishop". The signature is written in a cursive style with a horizontal line underneath it.

Paul Bishop, LIT
Senior Managing Director
FTI Consulting Canada Inc.

EXHIBIT B

**STATEMENT IDENTIFYING FOREIGN
PROCEEDINGS PURSUANT TO 11 U.S.C. § 1515(c)**

Bracewell LLP

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New York, NY 10020-1100
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Facsimile: (212) 508-6101
Jennifer Feldsher
Mark E. Dendinger

*Attorneys for FTI Consulting Canada Inc.
In its Capacity as Monitor and Foreign Representative for the Debtor*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

IMPERIAL TOBACCO CANADA LIMITED,

Debtor in a Foreign Proceeding.

Chapter 15

Case No. 19-____ (____)

**STATEMENT IDENTIFYING FOREIGN
PROCEEDINGS PURSUANT TO 11 U.S.C. § 1515(c)**

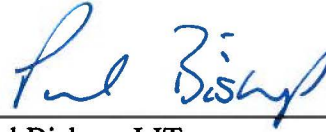
FTI Consulting Canada Inc. (the “Monitor”) is the Canadian Court-appointed monitor for Imperial Tobacco Canada Limited (“Debtor”) in a proceeding under Canada’s *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended, pending before the Ontario Superior Court of Justice (Commercial List) at Toronto (the “Canadian Proceeding”). The Monitor is the duly authorized foreign representative of the Debtor as defined by section 101(24) of title 11 of the United States Code (the “Bankruptcy Code”). On March 12, 2019, the Monitor commenced this Chapter 15 case (the “Chapter 15 Case”) by filing, on behalf of the Debtor and pursuant to sections 1504 and 1515 of the Bankruptcy Code, the *Verified Chapter 15 Petition for Recognition of Foreign Main Proceeding and Related Relief* along with the Official Form 401 (*Chapter 15 Petition for Recognition of a Foreign Proceeding*).

Pursuant to 11 U.S.C. § 1515(c), the Monitor respectfully represents that the Canadian Proceeding is the only foreign proceeding (as such term is defined in section 101(23) of the Bankruptcy Code) pending with respect to the Debtor that is known to the Monitor.

[Remainder of Page Intentionally Left Blank]

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge, information and belief.

Date: March 13, 2019
Toronto, Canada



Paul Bishop, LIT
Senior Managing Director
FTI Consulting Canada Inc.