

CANADA
PROVINCE OF QUÉBEC
DISTRICT OF MONTRÉAL
NO: 500-11-042345 - 120

S U P E R I O R C O U R T
Commercial Division
*Designated tribunal under the
Companies' Creditors Arrangement Act*¹

IN THE MATTER OF THE
PROPOSED PLAN OF COMPROMISE
AND ARRANGEMENT OF AVEOS
FLEET PERFORMANCE INC. /
AVEOS PERFORMANCE
AÉRONAUTIQUE INC. AND AERO
TECHNICAL US INC.

DEBTORS

- and -

FTI CONSULTING CANADA INC.
MONITOR

**SIXTH REPORT TO THE COURT SUBMITTED BY FTI CONSULTING
CANADA INC., IN ITS CAPACITY AS MONITOR**

INTRODUCTION

1. On May 4, 2012, the Honourable Mr. Justice Schragger of the Superior Court of Quebec (Commercial Division) (the “**Court**”) approved the motion requesting an extension of the Stay Period as presented by Aveos Fleet Performance Inc. (“**Aveos**”) and Aero Technical US Inc. (“**Aero US**” and together with Aveos, the “**Company**” or the “**Debtors**”); however, the Court granted an extension of the Stay Period for one additional week from July 13 (as requested by the Company) to July 20, 2012.
2. As a result, the April 28 Cash Flow as defined and attached within the Fifth Report of the Monitor needed to be extended through July, 20 2012.

¹ *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended.

3. The purpose of this report is to amend the April 28 Cash Flow to cover the period beginning April 28, 2012 and ending July 20, 2012 (the “**Revised April 28 Cash Flow**”) which is attached to this report as Appendix A.
4. In preparing this report, the Monitor has relied upon unaudited financial information of the Debtors, the Debtors’ books and records, certain financial information prepared by the Debtors and discussions with the Debtors’ management. The Monitor has not audited, reviewed or otherwise attempted to verify the accuracy or completeness of the information. Accordingly, the Monitor expresses no opinion or other form of assurance on the information contained in this report or relied on in its preparation. Future oriented financial information reported or relied on in preparing this report is based on management’s assumptions regarding future events; actual results may vary from forecast and such variations may be material.
5. Unless otherwise stated, all monetary amounts contained herein are expressed in Canadian Dollars. Capitalized terms not otherwise defined herein have the meanings defined in the previous reports of the Monitor.

THE REVISED APRIL 28 CASH FLOW AND CONCLUSION

6. The Revised April 28 Cash Flow, including its underlying assumptions, does not materially differ from the April 28 Cash Flow and continues to demonstrate the Company has sufficient liquidity during this period to conduct operations and meet its obligations in the ordinary course.
7. The Monitor is satisfied that the Revised April 28 Cash Flow has no material impact on the Conclusion contained in its Fifth Report and supports an extension of the Stay Period until July 20, 2012 as ordered by the Court.

The Monitor respectfully submits to the Court this Fifth Report.

Dated this 9th day of May, 2012.

FTI Consulting Canada Inc.
In its capacity as Monitor of
Aero Fleet Performance Inc. and Aero Technical US Inc.



Greg Watson
Senior Managing Director



Mark Laber
Managing Director

Appendix A

The Revised April 28 Cash Flow

REVISED APRIL 28 CASH FLOW ^{1,2,3}

		Week Ending											12 Week Total	
		4-May	11-May	18-May	25-May	1-Jun	8-Jun	15-Jun	22-Jun	29-Jun	6-Jul	13-Jul		20-Jul
		(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	(\$)	\$	(\$)	
Cash Receipts														
Cash receipts from A/R	Note 4	1,167,586	3,285,170	1,676,334	9,281	1,795,845	250,000	868,715	1,399,936	87,309	100,000	100,000	43,749	10,783,925
Proceeds from Sale of EMC Division		-	-	-	-	-	-	-	-	-	-	-	-	
Proceeds from Sale of HMC Division		-	-	-	-	-	-	-	-	-	-	-	-	
Proceeds from Sale of CMC Division		-	-	-	-	-	-	-	-	-	-	-	-	
Other	Note 5	595,000	90,000	-	-	-	-	-	-	-	-	-	685,000	
Total Receipts		1,762,586	3,375,170	1,676,334	9,281	1,795,845	250,000	868,715	1,399,936	87,309	100,000	100,000	43,749	11,468,925
Cash Disbursements														
Payroll & Benefits	Note 6	1,259,949	409,723	263,668	410,774	177,668	334,488	150,668	314,488	149,668	314,488	490,714	217,000	4,493,297
Operating Expenses	Note 7	1,595,446	414,477	244,477	244,477	1,048,160	430,160	205,160	205,160	245,160	1,133,160	205,160	130,160	6,101,154
Professional Fees	Note 8	715,307	523,500	487,000	506,500	506,500	506,500	506,500	477,750	477,750	477,750	477,750	433,250	6,096,057
Sales Tax		-	-	-	-	-	-	-	-	-	-	-	-	
Loss on F/X		-	-	-	-	-	-	-	-	-	-	-	-	
Total disbursements		3,570,702	1,347,700	995,145	1,161,751	1,732,328	1,271,148	862,328	997,398	872,578	1,925,398	1,173,624	780,410	16,690,507
Change in Cash		(1,808,115)	2,027,469	681,189	(1,152,470)	63,517	(1,021,148)	6,387	402,538	(785,269)	(1,825,398)	(1,073,624)	(736,660)	(5,221,582)
Opening Balance (Book)		6,076,498	4,268,383	6,295,852	6,977,041	5,824,571	5,888,088	4,866,940	4,873,328	5,275,866	4,490,598	2,665,200	1,591,576	6,076,498
Closing Balance (Book)		4,268,383	6,295,852	6,977,041	5,824,571	5,888,088	4,866,940	4,873,328	5,275,866	4,490,598	2,665,200	1,591,576	854,916	854,916
Outstanding Cheque														
Closing Balance (Bank)		4,268,383	6,295,852	6,977,041	5,824,571	5,888,088	4,866,940	4,873,328	5,275,866	4,490,598	2,665,200	1,591,576	854,916	854,916

Notes:

- 1 The purpose of this cash flow projection is to determine the liquidity requirements for the Company during the proposed second extension of the CCAA proceedings.
- 2 The cash flow projection is presented on a consolidated basis for Aveos Fleet Performance Inc. and Aero Technical US Inc.
- 3 The cash flow projection is based on the assumption that the Company will operate and run its Divestiture Process in accordance with the Orders of the Court.
- 4 Cash receipts are based on the Company's estimate of collection and future billing activities.
- 5 Includes proceeds from sale of surplus inventory previously approved by the Court.
- 6 Includes payroll and benefits for certain Pre and Post CCAA expenses in accordance with the Order of the Court.
- 7 Includes rent, insurance, security, IT, and other operating expenses.
- 8 Professional fees consist of CRO, Monitor, and legal fees and expenses.

These projections are based on currently available information and estimates which may or may not prove to be correct. All projections involve risks, variables, and uncertainties. The Company's actual results may differ from the projections. Consequently, no guarantee is presented or implied as to the accuracy of these projections.