



No. S081520  
Vancouver Registry

IN THE SUPREME COURT OF BRITISH COLUMBIA  
IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C.  
1985, c. C-36

AND

IN THE MATTER OF THE *CANADA BUSINESS CORPORATIONS ACT* R.S.C., 1985, c.  
C-44

AND

IN THE MATTER OF THE *BRITISH COLUMBIA BUSINESS CORPORATIONS ACT*  
R.S.B.C. 2002 c. 57

AND

IN THE MATTER OF ASCALADE COMMUNICATIONS INC.  
AND ASCALADE TECHNOLOGIES INC.

PETITIONERS

OUTLINE

PART I

*To be completed by applicant*

The following relief will be sought at the hearing:

1. The Petitioners seek an Order approving the sale of the Property in this proceeding.
2. The Petitioners will rely on the *Companies' Creditors Arrangement Act*, Rule 43 of the *Rules of Court*, the Initial Order pronounced by the Honourable Mr. Justice Burnyeat on March 3, 2008, and the inherent jurisdiction of this Honourable Court.

PART II  
*To be completed by applicant*

Basis for seeking relief:

1. The Petitioner, Ascalade Technologies Inc. ("**Technologies**") is the beneficial owner of real property located at 12051 Riverside Way, Richmond, British Columbia (the "**Property**").
2. The legal owner of the Property is Power-E Technologies Inc. ("**Power-E**") which holds the Property in trust for Technologies.
3. The Property is the business office for the Petitioners.
4. When the Petitioners realized that their business was facing financial pressures the Board of Directors listed the Property for sale.
5. On February 22, 2008, an Offer to Purchase the Property was entered into between Technologies, as Vendor, and PGR Holdings Inc. ("**PGR**"), as Purchaser, for a selling price of \$8,500,000 (the "**PGR Offer**"). The PGR Offer contained subject conditions which were to be removed on or before March 5, 2008.
6. On March 5, 2008, PGR requested an extension of the subject removal date to March 11, 2008.
7. Pursuant to a Second Modification Agreement and Notice dated as of March 11, 2008, the selling price for the Property was reduced to \$8,400,000 and PGR removed its subject conditions.
8. The PGR Offer is scheduled to close on March 31, 2008.

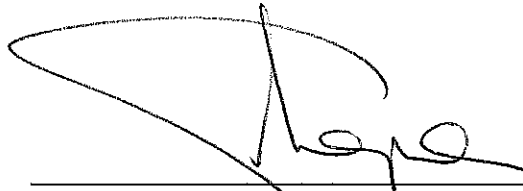
9. On March 3, 2008, the Petitioners applied for protection under the *Companies' Creditors Arrangement Act* ("CCAA") and on March 3, 2008 the Honourable Mr. Justice Burnyeat pronounced an Initial Order (the "**Initial Order**") granting the Petitioners a stay of proceedings under the CCAA until April 2, 2008.
10. As a result of the Initial Order, the sale by Technologies to PGR on the terms set out in the PGR Offer must be approved by the Court.
11. The Petitioners seek court approval of the PGR offer as they consider this sale as integral to an orderly wind-up of their operations.

PART III

*To be completed by a respondent who opposes an application*

Basis for opposing relief:

DATED: March 17, 2008



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BORDEN LADNER GERVAIS LLP  
(Geoffrey Thompson)  
Solicitor for the Petitioners

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