

Coppley Apparel Group
Concord Offer Summary

Company	Nature of Bid	Asset Sale			Auction Sale	Expected Operation Costs	Net Offer	Notes
		Purchase of Inventory	Purchase of Assets	Total Asset Purchase	Minimum Bid Guarantee			
Century Services	Asset Purchase		199,342	199,342		71,702	127,640	Operation costs assumes two months of operations post closing with an estimated cost of \$23,351 per month and \$25,000 clean up costs.
Hilco	Auction				243,560	71,702	171,858	Expected sales commissions are to be \$35,000. Proceeds from sales greater than \$150,000 will be split 75% BDO and 25% Hilco. Hilco is offering \$20 per finished shirt (6,428 finished shirts on hand). Operation costs assumes two months of operations post closing with an estimated cost of \$23,351 per month and \$25,000 clean up costs.
Danbury	Option of Both (1)		140,000	140,000	135,000	71,702	68,298	Operation costs assumes two months of operations post closing with an estimated cost of \$23,351 per month and \$25,000 clean up costs.
Maynards	Auction				425,000	71,702	353,298	All amounts greater than \$425,000 and lower than \$1,325,000 will be collected by Maynards as selling costs. All amounts greater than \$1,325,000 will be split 50% BDO and 50% Maynards. Operation costs assumes two months of operations post closing with an estimated cost of \$23,351 per month and \$25,000 clean up costs.
Behar Cline	Asset Purchase						-	Behar Cline withdrew their bid on July 6, 2009.
Shirtfit	Asset Purchase			200,000			200,000	Shirtfit has made an offer. The offer is clear of any occupancy costs after the closing of the sale.

Notes

(1) The Danbury offer has the option of an outright asset sale or a sale through an auction. For Net Offer calculation the Asset Purchase value was used due to the higher costs.

CENTURY

SERVICES INC.

www.centuryservices.com

Suite 200, 105 – 10 Avenue S.E.

Calgary, AB T2G 0V8

PHONE: (403) 294-9400

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June 22, 2009

Sent via E-mail: gcerrato@bdo.ca

BDO DUNWOODY LIMITED
123 Front Street West, Suite 1200
Toronto, ON M5J 2M2

Attention: Mr. Gary Cerrato

RE: COPPLEY APPAREL GROUP LIMITED (“COPPLEY”) AND ROYAL SHIRT COMPANY LIMITED (“ROYAL”)

Dear Sir:

Century Services Inc. (“*Century*”) has reviewed certain fixed assets and inventory, inclusive of customer lists and goodwill (“collectively *Assets*”) of the above-referenced Companies, per the electronic listings provided by Mr. Don DeMasi via e-mail June 18th and 22nd, 2009 and the information made available for download from the BDO Dunwoody Limited (“*BDO*”) online Data Room, as viewed in Hamilton, Ontario and Concord, Ontario between June 16th and 19th, 2009, and offers an outright purchase proposal of \$1,664,775 per the following breakdown:

OUTRIGHT PURCHASE

ASSETS	PURCHASE PRICE
COPPLEY APPAREL GROUP LIMITED	\$ 1,465,433
ROYAL SHIRT COMPANY LIMITED	199,342
TOTAL:	\$ 1,664,775

Further to above, Century is prepared to offer 65¢ on all confirmed and fully earned 90 day and under receivables, subject to proper due diligence.

This Proposal is subject to the following Limiting Conditions and Critical Assumptions:

1. A verification of the fixed assets per the attached Schedule “A”, “B”, “C”, “D” and “E” listings with adjustments for quantity and quality discrepancies from time of original inspection.
2. A verification of first quality, non-damaged inventory on a “wall-to-wall”, “ceiling-to-floor” basis totaling:
 - a. 110,125 meters and \$2,619,744 at cost of Copley Cloth Inventory;
 - b. 1,952,031 meters and \$552,288 at cost of Copley Lining and Trim Inventory;
 - c. 4,456 units and \$1,232,366 at cost of Copley Coat and Trouser Inventory;
 - d. 6,847 units and \$1,211,659 at cost of Copley Sport Coat Inventory;
 - e. 14,735 units and \$1,018,296 at cost of Copley Trouser inventory;
 - f. 249 units and \$7,993 at cost of Copley Neckwear Inventory;
 - g. 4,697 units and \$111,139 at cost of Copley Out-Sourced Inventory;
 - h. 90,052 meters and \$1,112,261 at cost of Royal Cloth Inventory;
 - i. 614,008 meters and \$282,079 at cost of Royal Lining and Trim Inventory;
 - j. 11,858 units and \$512,896 at cost of Royal Shirt Inventory.
3. For the sake of this Proposal, first quality, non-damaged inventory shall be mutually defined by Century and BDO, but subject at minimum to the following qualities:
 - a. current season;
 - b. packaged and labeled;
 - c. satisfactory core sizing representation.
4. Century assumes all tenderers are tendering on the same group of Assets and reserve the right to amend this Proposal should this not be the case.
5. The Assets are free and clear of all liens and encumbrances. Century shall be indemnified and held harmless by BDO against any claim or action arising as a result of dealing with said Assets that were represented as being free and clear.
6. Any additional taxes or duties owing are included in this offer.
7. Full payment shall be made upon acceptance of this offer and Century taking unrestricted possession of, and title to, the Assets.
8. Century shall be permitted the use of “Copley Apparel Group Limited”, “Royal Shirt Company Limited” and “BDO Dunwoody Limited” in advertising a sale related to the Assets.
- X 9. Century shall have unrestricted, free use of the premises which shall include rent, occupancy costs, property tax, utilities, telephone, business tax, etc. for a mutually agreed upon period to be determined at a later date. Same shall be left in broom-swept condition upon vacating.
10. Century assumes no responsibility for disposal or proper treatment of any hazardous materials as defined by municipal, provincial or federal legislation.

BDO Dunwoody Limited
Attn: Mr. Gary Cerrato
Re: Copley Apparel Group Limited ("Copley") and Royal Shirt Company Limited ("Royal")

11. Garbage disposal expenses incurred during the clean up shall be billed separately to BDO.
12. Century reserve the right to abandon any unsold Assets.
13. This Proposal is to be considered en bloc and null and void, at Century's sole option, if any items offered on are withdrawn.
14. Century reserve the right to amend this Proposal in the event that between the date of this letter and the date or proposed date of the auction or sale there occurs an event of *force majeure* which shall include, but not be limited to, acts of God, riots, civil disturbances, strikes, lock-outs, acts of war, terrorism, insurrection and the like.

In order to comply with the timetable outlined, the above proposal is open until 5:00 PM Eastern Time June 25, 2009 unless extended by mutual agreement.

We trust the above is to your satisfaction. We are ready to proceed immediately.

Respectfully yours,
CENTURY SERVICES INC.

PROPOSAL ACCEPTED: _____
BDO DUNWOODY LIMITED,
in its capacity as Monitor



Per: _____
Brent J. W. Cheung
Regional Manager

Per: _____
Gary Cerrato
Vice President

GST Number

~ PLEASE SIGN AND RETURN ~

BC
Enclosure

SCHEDULE "A"

Coppley Apparel Group Limited - Hughson Street Equipment

Category	Equipment	Manufacturer	Main use	Model #	Serial #	Location
Cutters	GTXL # 1	Gerber	Cutting cloth matched and plain	GTXL	274	3rd Floor
	GTXL # 2	Gerber	Cutting cloth matched and plain	GTXL	339	3rd Floor
	GTXL # 3	Gerber	Cutting cloth matched and plain	GTXL	390	3rd Floor
	GTXL # 4	Gerber	Cutting lining and fusible	GTXL	476	2nd Floor
	S3200	Gerber	Cutting plain multi ply	S3200	452	3rd floor
	GT 1000	Gerber	Cutting lining	GT 1000		2nd Floor
Spreaders	Niebuhr Synchron 100 B TT	Gerber	spreading cloth garments	SY-100B-TT-AC-165-L	2787	2nd Floor
	Niebuhr Synchron 100 B TT	Gerber	spreading cloth garments	SY-100B-TT-AC-165-L	2738	2nd Floor
	Niebuhr Synchron 100 B TT	Gerber	Spreading lining/fusible/pocketing	SY-100B-TT-AC-165-L		3rd Floor
	Niebuhr Synchron 100	Gerber	Spreading lining/fusible/pocketing	5300-076-1012	864/1418	3rd Floor
Soabar machines	Soabar Machine 1		I.D. Garment pieces	215		
	Soabar Machine 2		I.D. Garment pieces	215		
	Soabar Machine 3		I.D. Garment pieces	215		
	Soabar Machine 4		I.D. Garment pieces	215		
	Soabar Machine 5		I.D. Garment pieces	215		
	Soabar Machine 6		I.D. Garment pieces	215		
	Soabar Machine 7		I.D. Garment pieces	55 P		
	Soabar Machine 8		I.D. Garment pieces	55 P		
	Soabar Machine 9		I.D. Garment pieces	55 P		
	Soabar Machine 10		I.D. Garment pieces	55 P		
	Soabar Machine 11		I.D. Garment pieces	55 P		
	Soabar Machine 12		I.D. Garment pieces	55 P		
	Soabar Machine 13		I.D. Garment pieces	55 P		
	Soabar Machine 14		I.D. Garment pieces	55 P		
Fusing Presses	Reliant Elite M90	Reliant	Fuse waistbands	Elite M90		
	Reliant Excell 120	Reliant	Fuse Coat Pieces	Excell 120		
	Reliant Excell 120 II	Reliant	Fuse Coat Pieces	Excell 120 II		
	Reliant Nova	Reliant	Fuse small parts	Nova 45		
Embroidery Machines	Tajima 1	Tajima	Embroider Name tags	TMEX-C 1500		
	Melco 1	Melco	Embroider Name tags	EMT 10T F1		
Straight Knives	Blue Streak II	Eastman	Cloth Cutting	629		
	Blue Streak II	Eastman	Cloth Cutting	629		
	Blue Streak II	Eastman	Cloth Cutting	629		
	Blue Streak II	Eastman	Cloth Cutting	629		
	Blue Streak II	Eastman	Cloth Cutting	629		
Misc. Knives and Cutters	Eastman Ultronic	Eastman	Cutting garment pieces	Class 625		
	Eastman Rotary Knife	Eastman	Cutting garment pieces	Class 534		
	Eastman Cardinal	Eastman	Cutting garment pieces	Class 548		
	Eastman Cardinal	Eastman	Cutting garment pieces	Class 534		
	Wolf Drill	Wolf	Cutting garment pieces	KX		
	Maimin Drill	Maimin	Cutting garment pieces	Class C		
	Table Rotary Cutter		Cutting garment pieces	EXC		
	Eastman Drill	Eastman	Cutting garment pieces	Class CD34		
	Strapping Machine	Weld loc	Ribbon Bundler	SK-727		
	Strapping Machine	Weld loc	Ribbon Bundler	SK-707		
	Press Cutter / Clicker	USM	Clicking collars	B		
	Press Cutter / Clicker	USM	Clicking collars	No Plate		
	Press Cutter / Clicker	USM	Clicking Samples	c785		
	12 Mini Shears	Maimin	Cutting cloth			
	Pinking Machine	North Hampton		Auto 601.56		
	Pinking Machine	Chandler Machine Co.		DD1		
	Cloth Inspection Machies	Coth inspector rewriter		Inspecting and rewing cloth		
Coth inspector rewriter			Inspecting and rewing cloth			
Coth inspector rewriter			Inspecting and rewing cloth			

SCHEDULE "B"

Coppley Apparel Group Limited - York Street Equipment

MACHINE TYPE	MAKE	DESCRIPTION	NUMBER	BUILDING	FLOOR
TACKER	UNION SPECIAL		359	1	4
BLIND STITCHING	UNION SPECIAL		285	1	4
SERGER	RIMOLDI	1 NEEDLE	284	1	4
SINGLE NEEDLE	MITSUBISHI	LS2 210	95	1	4
SINGLE NEEDLE	JUKI	DDL 555	388	1	4
SINGLE NEEDLE	BROTHER	DD2	612	1	4
TACKER	SINGER	269	650	1	4
TACKER	JUKI	LK9 82	290	1	4
TACKER	JUKI	LK 1900	681	1	4
TACKER	SINGER	269	349	1	4
SINGLE NEEDLE	DURKOPP	211	294	1	4
SINGLE NEEDLE	DURKOPP	211	295	1	4
SINGLE NEEDLE	DURKOPP	211	298	1	4
SINGLE NEEDLE	DURKOPP	211	299	1	4
SINGLE NEEDLE	DURKOPP	211	296	1	4
H&E	UNIVERSAL	EYE	649	1	4
H&E	UNIVERSAL	HOOK	648	1	4
H&E	UNIVERSAL	EYE	646	1	4
H&E	UNIVERSAL	HOOK	647	1	4
SINGLE NEEDLE	PFAFF	483	350	1	4
SINGLE NEEDLE	DURKOPP	211	297	1	4
SINGLE NEEDLE	SINGER	281	640	1	4
SINGLE NEEDLE	SINGER	281	409	1	4
TACKER	JUKI	LK 982	347	1	4
TACKER	JUKI	LK 482	302	1	4
SINGLE NEEDLE	MITSUBISHI	DB 189	315	1	4
SINGLE NEEDLE	PFAFF	483	539	1	4
SINGLE NEEDLE	PFAFF	483	538	1	4
SINGLE NEEDLE	SINGER	591	306	1	4
BUTTON HOLE	DURKOPP		330	1	4
SINGLE NEEDLE	PFAFF	5483	326	1	4
SINGLE NEEDLE	PFAFF	5483	328	1	4
LEFT FLY	DURKOPP	AUTOMATIC	541	1	4
SINGLE NEEDLE	SINGER	591	320	1	4
SINGLE NEEDLE	SINGER	591	317	1	4
BUTTON HOLE	DURKOPP	558	18	1	4
SINGLE NEEDLE	DURKOPP	219	346	1	4
SINGLE NEEDLE	BROTHER	DB 2	685	1	4
SINGLE NEEDLE	SINGER	591	307	1	4
2 NEEDLE	PFAFF	670	291	1	4
SINGLE NEEDLE	JUKI	DLM 522	537	1	4
SINGLE NEEDLE	RIMOLDI	167	308	1	4
SINGLE NEEDLE	PFAFF	5483	309	1	4
TACKER	JUKI	LK 982	303	1	4
PICK STITCH	UNION SPECIAL		11	1	4
2 NEEDLE	PFAFF	242	339	1	4
LEFT FLY	UNION SPECIAL	AUTOMATIC	322	1	4
LEFT FLY	UNION SPECIAL	AUTOMATIC	323	1	4
SINGLE NEEDLE	UNION SPECIAL	56 300	325	1	4
SINGLE NEEDLE	UNION SPECIAL	56 300	327	1	4
SINGLE NEEDLE	BROTHER	DT 4	281	1	4
BUTTON HOLE	DURKOPP	558	322	1	4
BUTTON HOLE	DURKOPP	558	540	1	4
BUTTON SEW	JUKI	MD 1377	536	1	4
BUTTON SEW	JUKI	MD 1377	535	1	4
TACKER	JUKI	LK 981	336	1	4
SINGLE NEEDLE	JUKI	DLN 415	534	1	4
SINGLE NEEDLE	JUKI	DDL 555	77	1	4
SINGLE NEEDLE	SINGER	591	533	1	4

SCHEDULE "B"

Coppley Apparel Group Limited - York Street Equipment

MACHINE TYPE	MAKE	DESCRIPTION	NUMBER	BUILDING	FLOOR
TACKER	JUKI	LK 982	301	1	4
SINGLE NEEDLE	PFAFF	483	353	1	4
BLIND STITCH	UNION SPECIAL		356	1	4
BLIND STITCH	UNION SPECIAL		227	1	4
TACKER	LEWIS		358	1	4
TACKER	LEWIS		532	1	4
BLIND STITCH	UNION SPECIAL		354	1	4
SINGLE NEEDLE	SINGER	591	348	1	4
TACKER	SINGER	269	343	1	4
TACKER	JUKI	LK 980	684	1	4
SINGLE NEEDLE	SINGER	591	304	1	4
SINGLE NEEDLE	JUKI	DDL 555	344	1	4
SERGER	RIMOLDI	2 NEEDLE	341	1	4
SINGLE NEEDLE	PFAFF	PIPING	531	1	4
TACKER	DURKOPP	797	642	1	4
BUTTON HOLE	DURKOPP		275	1	4
BUTTON SEW	PFAFF	3300-SHANK	65	1	4
TACKER	LEWIS	200	350	1	4
TACKER	LEWIS	200	335	1	4
TRIMER	TRIM MASTER	10515	734	1	4
TRIMER	TRIM MASTER	10515	711	1	4
TACKER	LEWIS	200	360	1	4
TACKER	LEWIS	200	352	1	4
TACKER	JUKI	MD 373	530	1	4
SINGLE NEEDLE	SINGER	591	292	1	4
SINGLE NEEDLE	PFAFF	487	193	2	4
SINGLE NEEDLE	PFAFF	5483	329	2	4
SINGLE NEEDLE	PFAFF	5483	369	2	4
SINGLE NEEDLE	UNION SPECIAL	CHAIN STITCH	363	2	4
SINGLE NEEDLE	PFAFF	487	366	2	4
SERGER	RIMOLDI	327	373	2	4
SERGER	RIMOLDI	327	372	2	4
SERGER	RIMOLDI	527	163	2	4
SERGER	UNION SPECIAL	CHAIN STITCH	368	2	4
SINGLE NEEDLE	PFAFF	5483	367	2	4
2 NEEDLE	EAGLE	PW	529	2	4
TACKER	JUKI	LK 1900	618	2	4
SINGLE NEEDLE	PFAFF	483	375	2	4
2 NEEDLE	JUKI	LH 570 PW	405	2	4
TACKER	SINGER	269	415	2	4
SINGLE NEEDLE	DURKOPP	251	528	2	4
SINGLE NEEDLE	PFAFF	483	379	2	4
SINGLE NEEDLE	PFAFF	483	362	2	4
SERGER	RIMOLDI	228	371	2	4
SERGER	MAUSER	9652	116	2	4
SERGER	PEGASUS	EX 3215	527	2	4
2 NEEDLE	JUKI	LK 1162	287	2	4
TACKER	JUKI	AMS 210	396	2	4
2 NEEDLE	PFAFF	142	613	2	4
SINGLE NEEDLE	PFAFF	483	386	2	4
SINGLE NEEDLE	PFAFF	1163	526	2	4
SINGLE NEEDLE	PFAFF	483	389	2	4
SINGLE NEEDLE	SINGER	591	390	2	4
SINGLE NEEDLE	PFAFF	483	391	2	4
SINGLE NEEDLE	BROTHER	DB 2	525	2	4
TACKER	SINGER	269	643	2	4
SINGLE NEEDLE	SINGER	591	387	2	4
PICK STITCH	UNION SPECIAL		524	2	4
SINGLE NEEDLE	PFAFF	483	392	2	4

SCHEDULE "B"

Coppley Apparel Group Limited - York Street Equipment

MACHINE TYPE	MAKE	DESCRIPTION	NUMBER	BUILDING	FLOOR
2 NEEDLE	EAGLE	LT2 PW	615	2	4
SINGLE NEEDLE	PFAFF	483	395	2	4
DARTS	JUKI	LK 1920	523	2	4
DARTS	JUKI	LK 1920	522	2	4
DARTS	JUKI	LK 1920	521	2	4
SINGLE NEEDLE	PFAFF	483	413	2	4
SINGLE NEEDLE	BROTHER	DB 2	401	2	4
2 NEEDLE	BROTHER	BAS 605 PW	361	2	4
2 NEEDLE	EAGLE	LT2 PW	403	2	4
2 NEEDLE	BROTHER	BAS 605 PW	393	2	4
2 NEEDLE	JUKI	LH 570 PW	406	2	4
SINGLE NEEDLE	SINGER	591	410	2	4
SINGLE NEEDLE	PFAFF	438	407	2	4
SINGLE NEEDLE	SINGER	591	412	2	4
SINGLE NEEDLE	SINGER	591	383	2	4
TACKER	SINGER	269	293	2	4
SINGLE NEEDLE	JUKI	DDL 555	418	2	4
TACKER	JUKI	LK 1900	520	2	4
SINGLE NEEDLE	SINGER	591	102	2	4
SERGER	RIMOLDI	329	417	2	4
SINGLE NEEDLE	SINGER	591	46	2	4
2 NEEDLE	RIMOLDI	264	83	2	4
2 NEEDLE	RIMOLDI	264	97	2	4
SINGLE NEEDLE	DURKOPP	267	216	1	3
SINGLE NEEDLE	DURKOPP	267	215	1	3
SINGLE NEEDLE	JUKI	DLN 415	214	1	3
SINGLE NEEDLE	PFAFF	487	212	1	3
SINGLE NEEDLE	PFAFF	487	159	1	3
SINGLE NEEDLE	PFAFF	487	209	1	3
BLIND STITCH	UNION SPECIAL		355	1	3
SINGLE NEEDLE	PFAFF	5487	108	1	3
SINGLE NEEDLE	BROTHER	DB 2	689	1	3
STITCHING	AMF		697	1	3
JUMP BASTE	PFAFF	143 U	201	1	3
FELLING	LEWIS	43240	221	1	3
SINGLE NEEDLE	PFAFF	483	223	1	3
SINGLE NEEDLE	BROTHER	DD 2	599	1	3
BLIND STITCH	UNION SPECIAL	138	226	1	3
BLIND STITCH	UNION SPECIAL	99 WB	228	1	3
SINGLE NEEDLE	PFAFF	3834	693	1	3
SINGLE NEEDLE	PFAFF	3834	694	1	3
SINGLE NEEDLE	PFAFF	3834	692	1	3
SINGLE NEEDLE	PFAFF	3834	597	1	3
SINGLE NEEDLE	PFAFF	3834	542	1	3
SINGLE NEEDLE	PFAFF	3834	596	1	3
SINGLE NEEDLE	PFAFF	3834	691	1	3
SINGLE NEEDLE	PFAFF	1183	595	1	3
SINGLE NEEDLE	PFAFF	1183	594	1	3
FELLING	UNION SPECIAL	43240	519	1	3
BASTING	PFAFF	543	202	1	3
HAND STITCH	COMPLETT	785	584	1	3
SINGLE NEEDLE	DURKOPP		217	1	3
SINGLE NEEDLE	SINGER	591	264	1	3
JUMP BASTE	PFAFF	543	258	1	3
FELLING	STROBEL	KL 325	592	1	3
FELLING	STROBEL	KL 325	518	1	3
SINGLE NEEDLE	PFAFF	331	253	1	3
SINGLE NEEDLE	PFAFF	483	222	1	3
SINGLE NEEDLE	MITSUBISHI	LS 2	609	1	3

SCHEDULE "B"

Coppley Apparel Group Limited - York Street Equipment

MACHINE TYPE	MAKE	DESCRIPTION	NUMBER	BUILDING	FLOOR
JUMP BASTE	PFAFF	543	655	1	3
JUMP BASTE	PFAFF	1434	207	1	3
SINGLE NEEDLE	DURKOPP	697	247	1	3
JUMP BASTE	SINGER	12K224	244	1	3
SINGLE NEEDLE	JUKI	DLN 415	47	1	3
JUMP BASTE	SINGER	12K224	245	1	3
SINGLE NEEDLE	DURKOPP	697	246	1	3
SINGLE NEEDLE	DURKOPP	697	249	1	3
JUMP BASTE	PFAFF	343	267	1	3
JUMP BASTE	PFAFF	343	695	1	3
SINGLE NEEDLE	JUKI	LS 321	620	1	3
SINGLE NEEDLE	PFAFF	331	256	1	3
HAND STITCH	COMPLETT	780	241	1	3
HAND STITCH	COMPLETT	785	517	1	3
HAND STITCH	COMPLETT	785	516	1	3
SINGLE NEEDLE	PFAFF	487	240	1	3
SINGLE NEEDLE	BROTHER	DB 2	515	1	3
SINGLE NEEDLE	PFAFF	487	239	1	3
TACKER	JUKI	LK 984	271	1	3
BUTTON HOLE	JUKI	MEB 3200	695	1	3
BUTTON HOLE	DURKOPP	557	273	1	3
TACKER	SINGER	269	211	1	3
BUTTON HOLE	JUKI	MEB 3200	688	1	3
BUTTON HOLE	DURKOPP	557	276	1	3
TACKER	SINGER	269	277	1	3
FELLING	LEWIS	30 210	260	1	3
FELLING	LEWIS	30 210	261	1	3
FELLING	MIER	512 L	573	1	3
JUMP BASTE	PFAFF	J 43	654	2	3
SINGLE NEEDLE	PFAFF	487	185	2	3
SINGLE NEEDLE	BROTHER	DB 2	624	2	3
SINGLE NEEDLE	BROTHER	DB 2	625	2	3
SINGLE NEEDLE	SINGER	591	188	2	3
SINGLE NEEDLE	JUKI	DDL 550	670	2	3
BLIND STITCH	LEWIS	150 1	679	2	3
SINGLE NEEDLE	PFAFF	901	197	2	3
SINGLE NEEDLE	PFAFF	901	196	2	3
SERGER	PEGASUS	M 822	514	2	3
SINGLE NEEDLE	PFAFF	901	198	2	3
JUMP BASTE	PFAFF	543	423	2	3
HAND STITCH	HENGTAI	781	631	2	3
PICK STITCH	UNION SPECIAL		205	2	3
SINGLE NEEDLE	PFAFF	483	427	2	3
2 NEEDLE	P	FLAT	422	2	3
JUMP BASTE	PFAFF	453	173	2	3
SINGLE NEEDLE	PFAFF	901	195	2	3
SINGLE NEEDLE	DURKOPP	929	181	2	3
SINGLE NEEDLE	PFAFF	3827	180	2	3
SINGLE NEEDLE	PFAFF	3827	179	2	3
BLIND STITCH	UNION SPECIAL	99 PL 1	175	2	3
SINGLE NEEDLE	JUKI	MH 486	513	2	3
SINGLE NEEDLE	PFAFF	901	189	2	3
SINGLE NEEDLE	JUKI	DDL 555	190	2	3
SINGLE NEEDLE	MITSUBISHI	DB 189	187	2	3
SINGLE NEEDLE	JUKI	DB 555	186	2	3
SINGLE NEEDLE	BROTHER	DB2	619	2	3
JUMP BASTE	PFAFF	543	199	2	3
BLIND STITCH	REECE		203	2	3
BLIND STITCH	UNION SPECIAL	99 E	176	2	3

SCHEDULE "B"**Copley Apparel Group Limited - York Street Equipment**

MACHINE TYPE	MAKE	DESCRIPTION	NUMBER	BUILDING	FLOOR
SINGLE NEEDLE	JUKI	DDL 555	512	2	3
JUMP BASTE	PFAFF	543	165	2	3
JUMP BASTE	PFAFF	543	200	2	3
PADDED LAPEL	STROBEL	KLKAED RE	167	2	3
PADDED LAPEL	STROBEL	KLKAED RE	169	2	3
PADDED LAPEL	STROBEL	KLKAED RE	166	2	3
PADDED LAPEL	STROBEL	KLKAED RE	168	2	3
PADDED LAPEL	STROBEL	KA ED RE	544	2	3
PADDED LAPEL	STROBEL	KA ED RE	511	2	3
PADDED LAPEL	STROBEL	KA ED RE	545	2	3
PADDED LAPEL	STROBEL	KA ED RE	510	2	3
SINGLE NEEDLE	DURKOPP	929	171	2	3
SERGER	RIMOLDI	527	164	3	3
SINGLE NEEDLE	MITSUBISHI	LS 2	161	3	3
SINGLE NEEDLE	DURKOPP	211	160	3	3
SERGER	PEGASUS	MB 22	507	3	3
PICK STITCH	UNION SPECIAL	61400	158	3	3
SINGLE NEEDLE	JUKI	MH 486	506	3	3
SERGER	MAUSER	9652	118	3	3
SINGLE NEEDLE	DURKOPP	FLAP M/C	157	3	3
SINGLE NEEDLE	DURKOPP	FLAP M/C	156	3	3
HAND STITCH	COMPLETT	780	155	3	3
SINGLE NEEDLE	PFAFF	487	213	3	3
SINGLE NEEDLE	JUKI	DDL 555	152	3	3
2 NEEDLE	PFAFF	FLAP M/C	149	3	3
2 NEEDLE	PFAFF	FLAP M/C	151	3	3
2 NEEDLE	PFAFF	FLAP M/C	150	3	3
2 NEEDLE	DURKOPP	745-AUTOMATIC	543	3	3
SINGLE NEEDLE	PFAFF	900	143	3	3
SINGLE NEEDLE	SINGER	591	136	3	3
SINGLE NEEDLE	SINGER	591	411	3	3
SINGLE NEEDLE	PFAFF	487	162	3	3
SINGLE NEEDLE	SINGER	591	146	3	3
SINGLE NEEDLE	DURKOPP	211	312	3	3
SINGLE NEEDLE	PFAFF	418	2	3	3
SINGLE NEEDLE	PFAFF	418	7	3	3
SINGLE NEEDLE	PFAFF	418	6	3	3
SINGLE NEEDLE	PFAFF	9083	616	3	3
JUMP BASTE	PFAFF	783	5	3	3
JUMP BASTE	PFAFF	783	3	3	3
SINGLE NEEDLE	PFAFF	487	229	3	3
SINGLE NEEDLE	MITSUBISHI	52 210	131	3	3
2 NEEDLE	PFAFF	542	661	3	3
SINGLE NEEDLE	MITSUBISHI	LS2	699	3	3
SINGLE NEEDLE	JUKI	DL 415	132	3	3
SINGLE NEEDLE	MITSUBISHI	LS2	148	3	3
SINGLE NEEDLE	SINGER	591	154	3	3
SINGLE NEEDLE	PFAFF	483	416	3	3
SINGLE NEEDLE	BROTHER	DT4	282	3	3
SINGLE NEEDLE	PFAFF	901	687	3	3
SINGLE NEEDLE	PFAFF	438	129	3	3
SINGLE NEEDLE	PFAFF	4463	686	3	3
SINGLE NEEDLE	PFAFF	487	144	3	3
SINGLE NEEDLE	PFAFF	487	147	3	3
SINGLE NEEDLE	DURKOPP	BS AUTOMATIC	340	3	3
SINGLE NEEDLE	JUKI	DDL 555	67	2	2
SINGLE NEEDLE	PFAFF	437	208	2	2
SINGLE NEEDLE	JUKI	DDL 555	32	2	2
T - STITCH	DURKOPP	267	72	2	2

SCHEDULE "B"

Coppley Apparel Group Limited - York Street Equipment

MACHINE TYPE	MAKE	DESCRIPTION	NUMBER	BUILDING	FLOOR
T - STITCH	DURKOPP	267	73	2	2
SINGLE NEEDLE	BROTHER	DB 2	617	2	2
SINGLE NEEDLE	PFAFF	483	75	2	2
SERGER	RIMOLDI	329	96	2	2
SINGLE NEEDLE	BROTHER	DB 2	505	2	2
PIPING	RIMOLDI	264	92	2	2
SINGLE NEEDLE	SINGER	591	99	2	2
SINGLE NEEDLE	PFAFF	1183	504	2	2
SERGER	RIMOLDI	329	89	2	2
SINGLE NEEDLE	PFAFF	439	408	2	2
2 NEEDLE	PFAFF	442	101	2	2
SINGLE NEEDLE	DURKOPP	FLAP M/C	103	2	2
SINGLE NEEDLE	DURKOPP	211	35	2	2
SINGLE NEEDLE	PFAFF	483	224	2	2
SINGLE NEEDLE	JUKI	DLM 522	105	2	2
SINGLE NEEDLE	SINGER	281	106	2	2
SINGLE NEEDLE	PFAFF	483	34	2	2
SINGLE NEEDLE	PFAFF	945	135	2	2
SINGLE NEEDLE	JUKI	DDL 555	637	2	2
SINGLE NEEDLE	PFAFF	483	110	2	2
SERGER	PEGASUS	EX 5208	503	2	2
SERGER	PEGASUS	EX 5208	502	2	2
SERGER	PEGASUS	EX 5208	501	2	2
SERGER	PEGASUS	EX 5208	500	2	2
SERGER	MAUSER	2004	499	2	2
SERGER	MAUSER	9652	90	2	2
SERGER	PEGASUS	EX 5204	498	2	2
SERGER	MAUSER	9632	622	2	2
SINGLE NEEDLE	PFAFF	901	630	2	2
SINGLE NEEDLE	DURKOPP	EXT/AUTO	556	2	2
SINGLE NEEDLE	RMOLDI	267	85	2	2
2 NEEDLE	PFAFF	442	87	2	2
SINGLE NEEDLE	DURKOPP	251	497	2	2
SERGER	RMOLDI	228	88	2	2
PIPING	RMOLDI	264	376	2	2
SINGLE NEEDLE	JUKI	DLM 415	669	2	2
SINGLE NEEDLE	RMOLDI	267	496	2	2
SERGER	PEGASUS	EX 5208	495	2	2
BLIND STITCH	UNION SPECIAL	1099 BL	81	2	2
SINGLE NEEDLE	BROTHER	DB 2	680	2	2
BLIND STITCH	MAIR	221	494	2	2
SINGLE NEEDLE	PFAFF	901	177	2	2
PIPING	RMOLDI	264	419	2	2
BLIND STITCH	UNION SPECIAL	99 BL	80	2	2
SERGER	RMOLDI	629	493	2	2
SINGLE NEEDLE	PFAFF	483	94	2	2
2 NEEDLE	PFAFF	142	78	2	2
SINGLE NEEDLE	SINGER	591	31	2	2
SINGLE NEEDLE	SINGER	591	41	2	2
SINGLE NEEDLE	PFAFF	1183	492	3	2
SINGLE NEEDLE	SINGER	591	8	3	2
SERGER	DURKOPP	7770	491	3	2
SINGLE NEEDLE	MITSUBISHI	LS2	26	3	2
SINGLE NEEDLE	DURKOPP	251	55	3	2
SINGLE NEEDLE	PFAFF	1183	490	3	2
SINGLE NEEDLE	PFAFF	5483	370	3	2
SINGLE NEEDLE	BROTHER	DT 4	283	3	2
SINGLE NEEDLE	DURKOPP	251	554	3	2
SERGER	PEGASUS	M822	546	3	2

SCHEDULE "B"

Coppley Apparel Group Limited - York Street Equipment

MACHINE TYPE	MAKE	DESCRIPTION	NUMBER	BUILDING	FLOOR
SERGER	JUKI	M02504	1	3	2
SINGLE NEEDLE	PFAFF	483	9	3	2
PICK STITCH	JUKI	MP200	552	3	2
PICK STITCH	UNION SPECIAL		319	3	2
SINGLE NEEDLE	DURKOPP	211	28	3	2
2 NEEDLE	PFAFF	POCKET M/C	19	3	2
2 NEEDLE	PFAFF	POCKET M/C	21	3	2
2 NEEDLE	DURKOPP	745 AUTOMATIC	553	3	2
ZIG ZAG	SUN STAR	KM 2070	489	3	2
SINGLE NEEDLE	BROTHER	DB 2	488	3	2
SINGLE NEEDLE	PFAFF	483	22	3	2
ZIG ZAG	PFAFF	418	24	3	2
SINGLE NEEDLE	BROTHER	E 40	677	3	2
SINGLE NEEDLE	DURKOPP	251	550	3	2
SINGLE NEEDLE	DURKOPP	251	549	3	2
SINGLE NEEDLE	DURKOPP	251	551	3	2
SINGLE NEEDLE	mitsubishi	LS 2	210	3	2
SINGLE NEEDLE	DURKOPP	211	30	3	2
SINGLE NEEDLE	PFAFF	438	25	3	2
SINGLE NEEDLE	BROTHER	DB 2	400	3	2
SINGLE NEEDLE	DURKOPP	251	487	3	2
HAND STITCH	COMPLETT	780	242	3	2
BLIND STITCH	BENZ	816	36	3	2
SINGLE NEEDLE	DURKOPP	SL AUTO	37	3	2
SINGLE NEEDLE	DURKOPP	SL AUTO	38	3	2
SINGLE NEEDLE	JUKI	DB 555	27	3	2
BUTTON HOLE	REECE	S3.1	627	3	2
BUTTON HOLE	REECE	S2IS	39	3	2
BUTTON SEW	PFAFF	3300	63	3	2
SINGLE NEEDLE	SINGER	591	51	3	2
SERGER	RIMOLDI	529	44	3	2
SINGLE NEEDLE	PFAFF	483	68	3	2
SINGLE NEEDLE	UNION SPECIAL	611	50	3	2
SINGLE NEEDLE	SINGER	0	172	3	2
BLIND STITCH	UNION SPECIAL	150 9	49	3	2
SINGLE NEEDLE	DURKOPP	251	274	3	2
SINGLE NEEDLE	PFAFF	483	272	3	2
SINGLE NEEDLE	PFAFF	483	3811	3	2
PICK STITCH	UNION SPECIAL	100 NT	76	3	2
SINGLE NEEDLE	JUKI	DDL 555	48	3	2
SINGLE NEEDLE	PFAFF	5183	673	3	2
SINGLE NEEDLE	PFAFF	487	53	3	2
SINGLE NEEDLE	PFAFF	901	658	3	2
SINGLE NEEDLE	JUKI	DDL 555	57	3	2
SINGLE NEEDLE	JUKI	DDL 415	60	3	2
BLIND STITCH	UNION SPECIAL	1099WS	66	3	2
FELLING	LEWIS	16 260	56	3	2
FELLING	LEWIS	16 260	59	3	2
FELLING	LEWIS	16 260	58	3	2
SINGLE NEEDLE	PFAFF	463	61	3	2
BUTTON SEW	BROTHER	CB 3	486	3	2
BUTTON SEW	JUKI	MB 1377	547	3	2
BUTTON SEW	JUKI	MB 1377	548	3	2
BUTTON SEW	PFAFF	3300 SNK	64	3	2
BUTTON SEW	PFAFF	3300 SNK	62	3	2
BUTTON SEW	AMF	A 84	120	1	2
BUTTON SEW	AMF	2080 85	121	1	2
BUTTON SEW	AMF	884 0122	122	1	2
BUTTON SEW	JUKI	MB 373	334	1	2

SCHEDULE "B"**Coppley Apparel Group Limited - York Street Equipment**

MACHINE TYPE	MAKE	DESCRIPTION	NUMBER	BUILDING	FLOOR
BUTTON SEW	JUKI	MB 373	123	1	2
BUTTON WRAP		MK 10	660	1	2
SINGLE NEEDLE	PFAFF	483	52	1	2
TACKER	UNION SPECIAL	200	351	1	2
BUTTON SEW	UNION SPECIAL	200	125	1	2
SINGLE NEEDLE	UNION SPECIAL	CHAIN STITCH	286	2	SHOP
BUTTON HOLE	DURKOPP	558	683	3	SHOP
TACKER	STROBEL	KL 560	509	4	SHOP
BUTTON HOLE	BROTHER	LH 4	508	5	SHOP
BUTTON HOLE	DURKOPP	558	272	6	SHOP
JUMP BASTE	PFAFF	543	184	2	3

SCHEDULE "C"

Copley Apparel Group Limited - Hughson Storage Equipment

NUMBER	MAKE	SERIAL NUMBER	TYPE	DATE TO STORAGE
55	PFAFF 487	402627	SINGLE NEEDLE, WALKING FOOT	SEPTEMBER 29 2008
17	SINGER 269	2395634	TACKER	SEPTEMBER 29 2008
569	DURKOPP 697	353298	ARM HOLE	SEPTEMBER 30 2008
220	LEWIS-US	1081132	BLIND STITCH	SEPTEMBER 30 2008
104	SINGER 281	N/A	PIPING MACHINE	OCTOBER 2 2008
142	PFAFF 487	429885	SINGLE NEEDLE, WALKING FOOT	OCTOBER 2 2008
568	PFAFF 481	433549	SINGLE NEEDLE	OCTOBER 3 2008
145	PFAFF 489	273245	SINGLE NEEDLE WITH PULLER	OCTOBER 3 2008
139	PFAFF 5483	459755	SINGLE NEEDLE COVER STITCH	OCTOBER 6 2008
338	MITSUBSHI PLK-03BTA	751100	BUTTON SEWER	OCTOBER 7 2008
257	DURKOPP 697	N/A	ARM HOLE MACHINE	OCTOBER 7 2008
567	PFAFF 481	433550-481	SINGLE NEEDLE	OCTOBER 14 2008
289	SINGER 269	BA063220	TACKER	OCTOBER 14 2008
280	PFAFF 483		SINGLE NEEDLE	OCTOBER 15 2008
111	RIMOLDI	527-00-1CD-30/136-81	SERGER	OCTOBER 15 2008
566	BROTHER DB2	8945	SINGLE NEEDLE	OCTOBER 16 2008
565	DURKOOP 219	219-15155	SINGLE NEEDLE	OCTOBER 16 2008
564	PFAFF 483	443829	SINGLE NEEDLE WITH ROLLER	OCTOBER 22 2008
563	BROTHER EXD-B2	A6550563	SINGLE NEEDLE	OCTOBER 22 2008
562	BROTHER DB2	K7574816	SINGLE NEEDLE-PARTS ONLY	OCTOBER 23 2008
93	PFAFF 483	6701-900/51-88	SINGLE NEEDLE	OCTOBER 27 2008
0	PFAFF 481	410792	SINGLE NEEDLE-PARTS ONLY	OCTOBER 27 2008
12	PFAFF 487	291397	SINGLE NEEDLE (FOR PARTS)	OCTOBER 30 2008
54	PFAFF 487	411588	SINGLE NEEDLE (WALKING FOOT)	OCTOBER 31 2008
98	PFAFF 483	N/A	SINGLE NEEDLE	OCTOBER 31 2008
560	PFAFF 5483	251357	SINGLE NEEDLE	NOVEMBER 4 2008
559	PFAFF 463	272310	SINGLE NEEDLE	NOVEMBER 4 2008
324	US 59300	1584636	SN CHAIN STITCH	NOVEMBER 13 2008
231	DURKOOP 541	54106326	SN POST MACHINE	NOVEMBER 14 2008
137	PFAFF 483	382672	SINGLE NEEDLE	NOVEMBER 24 2008
558	PFAFF 442	567471	DOUBLE NEEDLE	NOVEMBER 25 2008
91	PFAFF 483	385314	SINGLE NEEDLE	NOVEMBER 25 2008
141	SINGER	N/A	SINGLE NEEDLE	INVENTORY COUNT
130	DURKOOP	28720	SINGLE NEEDLE	INVENTORY COUNT
16	MAUSER	7583343	5165	APR 9 2009
15	JUKI	555 D K70934	DDL 55	APR 9 2009
153	PFAFF	385164	483	APR 9 2009
29	DURKOPP	211136639	211	APR 9 2009
662	MAUSER	7905952	2004	APR 9 2009
110	SINGER	AR805048	269	APR 9 2009
629	BROTHER	J95368850	DB2	APR 9 2009
485	JUKI	486 4 L 01117	MH 486	APR 9 2009
675	UNION SPECIAL	1099WB	117601	APR 9 2009
109	JUKI	485 D M20059	DLN 415	APR 9 2009
337	SINGER	7942D056	269 W	APR 9 2009
84	PFAFF	2199 900 5 BS	481	APR 9 2009
674	SINGER	N/A	SINGLE NEEDLE	APR 9 2009
140	PFAFF	N/A	SINGLE NEEDLE	APR 9 2009
23	PFAFF	N/A	SINGLE NEEDLE	APR 9 2009
45	PFAFF	N/A	SINGLE NEEDLE	APR 9 2009
N/A	PFAFF	412792	SINGLE NEEDLE	APR 9 2009
22	BROTHER	LT2-B842	TWO NEEDLE	APR 9 2009
610	PEGASUS	N/A	952-220	APR 9 2009
192	PFAFF	483	SINGLE NEEDLE	APR 9 2009

SCHEDULE "D"**Royal Shirt Company Limited - Equipment Listing**

Op. #	Operation Title	Make	Type	Royal #
	FUSING OPERATIONS	OSHIMA	FUSING M/C	1
	FUSING OPERATIONS	RELIANT	FUSING M/C	2
	SET COLLAR BAND	JUKI	SEWING M/C	3
	SEW POCKET STAYS	JUKI	SEWING M/C	4
	SEW POCKET STAYS	BROTHER	SEWING M/C	5
	SEW POCKET STAYS	BROTHER	SEWING M/C	6
	CUSTOM BODY	BROTHER	SEWING M/C	7
XXXXX	SPARE	IDEAL	TURN M/C	8
	TURN AND PRESS COLLAR	LUNA PRESS	PRESS	9
	TURN AND PRESS COLLAR	LUNA PRESS	PRESS	10
	SET BAND	BROTHER	SEWING M/C	11
	CUSTOM COLLARS	BROTHER	SEWING M/C	12
				13
	SET BAND AND TOP STITCH	BROTHER	SEWING M/C	14
	TOP STITCH COLLAR	JUKI	SEWING M/C	15
XXXXX	SPARE	BROTHER	SEWING M/C	16
XXXXX	SPARE	JUKI	SEWING M/C	17
	PRESS BAND	IRON TABLE	TABLE	18
	PRESS YOKE	IRON TABLE	TABLE	19
	PUNCH COLLAR	GYGLI TECH	TURN M/C	20
	TRIM AND CUT COLLAR	JUKI	SEWING M/C	21
	PRESS POCKET	SILVERMAN	PRESS	22
	TOP STITCH CUFF	BROTHER	SEWING M/C	23
XXXXX	SPARE	JUKI	SEWING M/C	24
	TOP STITCH CUFF	BROTHER	SEWING M/C	25
	TURN AND PRESS CUFF	OSHIMA	PRESS	26
	TURN AND PRESS CUFF	OSHIMA	PRESS	27
	TURN CUFF	LUNA PRESS	TURN	28
XXXXX	SPARE	BROTHER	SEWING M/C	29
	BUTTON HOLE CUFF	BROTHER	SEWING M/C	30
	BUTTON SEW CUFF	JUKI	SEWING M/C	31
	BUTTON SEW CUFF	UNION SPECIAL	SEWING M/C	32
	SEW PLACKET	KING LINE	SEWING M/C	33
	SEW BUTTON FRONT SIDE	BROTHER	SEWING M/C	34
	PRESS FRENCH FRONT	IRON TABLE	TABLE	35
	BUTTON HOLE FRONT	BROTHER	AUTO M/C	36
	BUTTON HOLE FRONT	BROTHER	AUTO M/C	37
	BUTTON SEW FRONT	BROTHER	AUTO M/C	38
	SET POCKET AUTO	BROTHER	AUTO M/C	39
	SEW POCKET	BROTHER	SEWING M/C	40
	PIECE UP POCKET	UNION SPECIAL	SEWING M/C	41
XXXXX	SPARE	BROTHER	SEWING M/C	42
	PRESS FACING/GUSSET	OSHIMA	PRESS	43
	SEW SLEEVE FACING	BROTHER	SEWING M/C	44
	SEW SLEEVE FACING	BROTHER	SEWING M/C	45
	SEW SLEEVE FACING	BROTHER	SEWING M/C	46
	JOIN SHOULDER	BROTHER	SEWING M/C	47
	BUTTON HOLE TUX	JUKI	SEWING M/C	48
	BUTTON SEW TUX	JUKI	SEWING M/C	49
	JOIN SPLIT YOKE	BROTHER	SEWING M/C	50
	WORK TABLE	TABLE	TABLE	51
	JOIN SHOULDER/SEW TUX	BROTHER	SEWING M/C	52

SCHEDULE "D"**Royal Shirt Company Limited - Equipment Listing**

Op. #	Operation Title	Make	Type	Royal #
XXXXX	SPARE	BROTHER	SEWING M/C	53
	BUTTON HOLE SLEEVE FACING	BROTHER	SEWING M/C	54
	BUTTON SEW SLEEVE FACING	BROTHER	SEWING M/C	55
	SET SLEEVE	JUKI	SEWING M/C	56
XXXXX	SPARE	SIRUBA	SEWING M/C	57
	SET SLEEVE	JUKI	SEWING M/C	58
XXXXX	SPARE	BROTHER	SEWING M/C	59
XXXXX	SPARE	JUKI	SEWING M/C	60
	HEM BOTTOM	BROTHER	SEWING M/C	61
	SPARE	JUKI	SEWING M/C	62
	SPARE	JUKI	SEWING M/C	63
	HEM BOTTOM	BROTHER	SEWING M/C	64
XXXXX	SPARE	MITSUBISHI	SEWING M/C	65
SEW PLACKET	UNION SPECIAL	SEWING M/C		66
BUTTON SIDE/CUS	BROTHER	SEWING M/C		67
SEW PLACKET SIDE	UNION SPECIAL	SEWING M/C		68
EMBROIDERY	TAJIMA	EMBROIDERY		69
XXXXX	SPARE	BROTHER	SEWING M/C	70
	SET LABEL	BROTHER	SEWING M/C	71
	JOIN SPLIT YOKE	BROTHER	SEWING M/C	72
	JOIN BACK YOKE	JUKI	SEWING M/C	73
XXXXX	SPARE	MITSUBISHI	SEWING M/C	74
XXXXX	SPARE	BROTHER	SEWING M/C	75
	SET COLLAR AND CUFF	BROTHER	SEWING M/C	76
XXXXX	SPARE/DOUBLE NEEDLE	MITSUBISHI	SEWING M/C	77
	TOP STITCH SLEEVES	SINGER	SEWING M/C	78
	TOP STITCH SLEEVES	JUKI	SEWING M/C	79
XXXXX	SPARE	PFAFF	SEWING M/C	80
	TOP STITCH SLEEVES	JUKI	SEWING M/C	81
	CLOSE SIDE SEAMS	JUKI	SEWING M/C	82
	CLOSE SIDE SEAMS	JUKI	SEWING M/C	83
	SET COLLAR AND CUFF	JUKI	SEWING M/C	84
XXXXX	SPARE	BROTHER	SEWING M/C	85
	SET CUFF	BROTHER	SEWING M/C	86
	SET COLLAR AND CUFF	JUKI	SEWING M/C	87
XXXXX	SPARE	BROTHER	SEWING M/C	88
	SET CUFF	JUKI	SEWING M/C	89
	SEW FRONT	BROTHER	SEWING M/C	90
	SET CUFF	BROTHER	SEWING M/C	91
	BUTTON HOLE/BUTTON DOWN	JUKI	SEWING M/C	92
	EYELET COLLAR	SINGER	SEWING M/C	93
	BUTTON SEW	RELSEW	SEWING M/C	94
	BUTTON HOLE FRONT	BROTHER	SEWING M/C	95
XXXXX	SPARE	BROTHER	SEWING M/C	96
	SEW ELASTIC	UNION SPECIAL	SEWING M/C	97
XXXXX	SPARE	BROTHER	SEWING M/C	98
XXXXX	SPARE/COVER STITCH	KANSAI SPECIAL	SEWING M/C	99
	SEW RIBBON	JUKI	SEWING M/C	100
	BUTTON SEW COLLAR	JUKI	SEWING M/C	101
	BUTTON SEW COLLAR	JUKI	SEWING M/C	102
	BUTTON HOLE COLLAR	BROTHER	SEWING M/C	103
	BUTTON SEW COLLAR	BROTHER	SEWING M/C	104
	SNAP BUTTONS	PRYM	SEWING M/C	105

SCHEDULE "D"**Royal Shirt Company Limited - Equipment Listing**

Op. #	Operation Title	Make	Type	Royal #
	PRESS SHIRT	ROTONDI	PRESS TABLE	106
	PRESS SHIRT	SUSSMAN	PRESS TABLE	107
	PRESS SHIRT	SUSSMAN	PRESS TABLE	108
	PRESS SHIRT	SUSSMAN	PRESS TABLE	109
	PRESS SHIRT	SUSSMAN	PRESS TABLE	110
	INSPECT SHIRT	HOME MADE	INSP. STAND	111
	INSPECT SHIRT	HOME MADE	INSP. STAND	112
	INSPECT SHIRT	HOME MADE	INSP. STAND	113
	INSPECT SHIRT	HOME MADE	INSP. STAND	114
	INSPECT SHIRT	HOME MADE	INSP. STAND	115
	INSPECT SHIRT	HOME MADE	INSP. STAND	116
FOLD SHIRT	FREEMAN	FOLDING M/C		117
FOLD SHIRT	FREEMAN	FOLDING M/C		118
FOLD SHIRT	FREEMAN	FOLDING M/C		119
	GTXL CUTTER	GERBER	CUTTING	120
	DIE CUTTER	ATOM	AS254	121
	DIE CUTTER	ATOM	AS254	122
	DIE CUTTER	DILH PEDERSON	27314420	123
	SPREADING MACHINE	NEIBUHR	LAY UP	124
	SPREADING MACHINE	LINEA	LAY UP	125

SCHEDULE "E"

Coppley Apparel Group Limited - Pressing Equipment

Mtnc #	Job Operation	Job #	Floor	Bldg	Aisle	Mfg Name	Serial Number	Model Number
900	Crack collars press	109	2	1	W	Metro steam	061192-4	NYK - 23
903	Press shoulders	105	2	1	W	Rotundi	00P 7008	GV 106 2
904	Press fronts	103	2	1	W	Rotundi	96 M 3162	12 RD 0296
905	Press collars	104	2	1	W	Rotundi	97 N 4074	KV 106 2
906	Press backs (Aug-28-02 - first trial day after installation)	102	2	1	W	Rotundi	02 G 9986	12 RD U336
907	Crack armhole press	106	2	1	W	Metro steam	-----	-----
908	Crack armhole press	106	2	1	W	Metro steam	2137690	NYA -73
909	Crack armhole press	106	2	1	W	Metro steam	301192-3	NYA -5
910	Crack armhole press (manual) storage in bsmt					Hoffman	6308069	RG -5
911	Crack armhole press (manual) storage in bsmt					New Yorker	74200	FXA - 61 R
912	Crack armhole press	106	2	1	W	Metro steam	301192-2	NYA -5
913	Press lining	107	2	1	S	Sussman	7077	428 AB -SU 228
914	Press lining (Vest Shop Press)	8-Nov	2	2		Sussman	5095	SU 228
915	Press lining	107	2	1	S	Sussman	5092	SU 228
916	Press lining	107	2	1	S	Sussman	2857	SU 228 AB
918	Press lining	107	2	1	S	Sussman	5563	SU 228
919	Crack armhole press (manual)	106	2	1	W	New Yorker	57125	JJA - 5
920	Crack armhole press (manual) storage in bsmt					Rheem	102441	FXA -59
923	Sponger press (spare) -utility press	101	2	1	W	Hoffman	85147	HFXU - 27
926	Press shoulders (spare)	105	2	1	W	Hoffman	109090	H50 AG 59
928	Sleeve seam press - removed to basement Dec-22-08					Hoffman	82528	H - FXJ - 25
929	Cleaning station - vacuum buck	-----	2	1	N	Table / buck	-----	-----
930	Finish presser	113	2	1	E	Table / buck	-----	-----
931	Sleeve tapper press	108	2	1	E	Metro steam	111192-2	NY - J18
932	Finish presser	113	2	1	E	Table / buck	-----	-----
933	Finish presser	113	2	1	E	Table / buck	-----	-----
934	Finish presser	113	2	1	E	Table / buck	-----	-----
935	Finish presser (reinstalled Jan-19-07)	113	2	1	E	Table / buck	-----	-----
936	Press lapel	114	2	1	E	Metro steam	041192-1	NYAO - 24
937	Press lapel (manual)	114	2	1	E	Hoffman	--very old --	-----
938	Sponge sleeves (manual) storage in bsmt					New Yorker	90431	FXU - 366
939	Sponge sleeves (manual)	101	2	1	E	New Yorker	57126	JJU - 4
940	Sponge sleeves (manual)	101	2	1	E	Hoffman	11988	MXU - 27
941	Sleeve tapper press (manual)	108	2	1	E	New Yorker	89921	FXS -18
942	Finish presser	113	2	1	E	Table / buck	-----	-----
944	Finish presser	113	2	1	E	Table / buck	-----	-----
945	Finish presser	113	2	1	E	Table / buck	-----	-----
946	Finish presser	113	2	1	E	Table / buck	-----	-----
947	Sleeve tapper press	108	2	1	E	Metro steam	111192-3	NY - J18
948	Press edge / press open collar seams	520 -409	2	2	B	Viet	7644	4413 -1
949	Press belt loops	65	2	2	B	Table steam chamber		
950	Press loops / press french fly	71 / 21	2	2	B	Sussman	7985 S78	PB - 322
951	Utility press (vest shop)		2	2	B	Hoffman	-----	-----
953	Utility Press (buck only)	-----	2	3	D	Hoffman	84781	ASU - 27
954	Press outseam	205	2	3	D	Metro steam	280992-2	NYA - J - 46
955	Press inseam and bottom	203	2	3	D	Rotundi	89 I 897	FR J 52.52.1
956	Press inseam and bottom	203	2	3	D	Sussman	8463410	SBDM - 99
958	Press outseam (manual)	205	2	3	C	New Yorker	57179	JJSD - 21
959	Press front lining pocket	308	2	3	A	Viet	4569	4413 -1
960	Press front lining pocket	308	2	3	A	Viet	4561	4413 -1
961	Press inseam and bottom	203	2	3	C	Rotundi	03 C 11107	FR J 52.52.1
962	Stretch Collar operation (moved in Oct-04)	?	2	2	B	Rotundi	88B4069	FR - OP - 21
964	Press collars	104	2	1	W	Rotundi	05 P17129	KV 106 2
965	Press Fronts (Left side) ---New Nov-2006	103	2	1	W	Hoffman NY	138803	UADDB-58LMP
966	Press Fronts (Right side) ---New Nov-2006	103	2	1	W	Hoffman NY	138804	UADDB-58RMP
967	Sleeve tapper press ---New Feb-27-07	108	2	1	W	Hoffman	64315	i4S-18
969	Press Backs (right side) - New June-2007	102	2	1	W	Hoffman NY	139391	UADDU-290RMP
970	Press Backs left side) - New June-2007	102	2	1	W	Hoffman NY	139392	UADDU-290LMP
800	Press flaps	18	3	3	West	Metro steam	166090189	NYP 7L
801	Press flaps	18	3	3	West	Metro steam	165090189	NYP 7R
802	Press side body and dart	9	3	3	C	Metro steam	177231089	NYA P5
803	Press side body and dart	9	3	3	C	Metro steam		
804	Press side body and dart	9	3	3	C	Metro steam	178231089	NYA 27
805	Fitting flaps	11	3	3	C	Table	-----	-----
806	Fitting flaps	11	3	3	C	Table	-----	-----
807	Die cutter flap wells	504	3	3	C	USM	C 642	Model B
808	Trim turn press flaps	505	3	3	C	Sussman	7983-S78	PB - 322
809	Press flaps	503	3	3	C	Simplex	8093089	243
810	Press flaps	503	3	3	C	Sussman		PB - 322
811	Press side body and dart	9	3	3	B	Metro steam	-----	-----
814	Fuse bridal	23-A	3	2	Small	Sussman	7989-S78	PB - 322
815	Fuse bridal	23-A	3	2	Small	Sussman	7949-S78	PB - 322
816	Press L & R fuse thread (removed July-08)					Hoffman	11450	MXT-53 L
817	Press L & R fuse thread (removed July-08)					Hoffman	11449	MXT-53 R
818	Shoulder press (removed from service Apr-4-08)					T-C-S	2088 N	5001
819	Shoulder press (removed from service Apr-4-08)					T-C-S	2090 N	5001
820	Edge press table	67	3	2	B	Table / buck	-----	-----
821	Edge press table	67	3	2	B	Table / buck	-----	-----
822	Open edges (removed June-08) to storage					Table / buck	-----	-----
823	Open edges	49	3	2	B	Table / buck	-----	-----
824	Shoulder press	40	3	2	B	New Yorker	57133	JJAD-56
825	Shoulder press	40	3	2	B	Hoffman	82484	HFX-656

SCHEDULE "E"

Copley Apparel Group Limited - Pressing Equipment

Mtnc# #	Job Operation	Job #	Floor	Bldg	Aisle	Mfg Name	Serial Number	Model Number
826	Edge press table	67	3	2	B	Table / buck	-----	-----
827	Press side seams (buck)	37	3	2	A	Metro steam	18021189	NYA - 3
828	Press side seams	37	3	2	A	Metro steam	280992-3	NYAP-11
829	Shape front and mark lapel (Die cutter)	35	3	2	A	USM	C 973	Model B
830	Shape front and mark lapel (Die cutter)	35	3	2	A	USM	C 761	Model B
831	Spare E44 buck press -----Removed Mar-11-06							-----
832	L & R , F & bottom pocket welt	25	3	2	A	Rotundi	96M3161	12RTD 128
833	L & R , F & bottom pocket welt	25	3	2	Small	Hoffman	-----	-----
834	L & R , F & bottom pocket welt	25	3	2	Small	Hoffman	-----	-----
835	Press bottom coat	38	3	2	E	Viet		4419-3
836	Press bottom coat	38	3	2	E	Sussman	7984-S78	PB - 322
837	Spare utility press		3	2	D	Singer	SMAC 1698	U36
838	Press front coat -black label (Move to 2nd floor bldg 3)					Rheem	107406	HUAE-44MP
839	Press collar (bucks only)	55	3	1	A	New Yorker	52030	1-AAM-1
840	Press collar (bucks only)	55	3	1	A	Rheem	102420	AAT-11
841	Press collar (bucks only)	55	3	1	A	New Yorker	51683	1-AAT-11
842	Press front coat	59-A	3	1	C	Rheem	107403	HUAE-44MP
843	Press lapel - south press	59	3	1	C	New Yorker	-----	-----
844	Press lapel - north press	59	3	1	C	New Yorker	-----	-----
845	Press lapel	59	3	1	C	Rotundi	98G 4 657	D915
846	Press lapel	59	3	1	C	Rotundi	98G 4658	D915
847	Press lining and back	95	3	1	C	Table / buck	-----	-----
848	Press lining and back	95	3	1	C	Table / buck	-----	-----
849	Press open armhole seam	69	3	1	C	Hoffman	852265	HFXAG-83
850	Press open armhole seam (removed to basement Oct-20-07)					MCSO iron	-----	-----
851	Press open armhole seam	69	3	1	C	Hoffman	85264	HFXAG-82
852	Press open armhole seam (removed to basement Oct-20-07)					MCSO iron	-----	-----
853	Alterations (moved to 3rd fir bldg 2 sm room Sept-8-07)	---	3	2	Small	Hoffman	82626	HFX- GU65
855	Sleeve taper press - reinstalled on Dec-8-07 formerly 943	?	3	1	-	Metro steam	111192-1	NY - J18
856	Press flaps ---New Jan-2008	503	3	3	C	Simplex	81210390	243
857	Press upper pocket - up from storage Mar-6-08		3	3	C	Koenig		KX-80
858	Press fronts - new operation - Dart Press Mar-29-08		3	3		Hoffman	100584	AP 18 L
859	Press fronts - new operation - Dart Press Mar-29-08		3	3		Hoffman	100589	AP 18 R
860	Press shoulder - (new machine Apr-2008)	40	3	2	B	New Yorker	64799	1 A A 42
861	Press Edges (vacuum table buck) - New June-08		3	2		Hoffman	17006	FB 900
862	Press front facing (New July-08)		3	2		Hoffman	130693	HUAC 62 L
863	Press front facing (New July-08)		3	2		Hoffman	130692	HUAC 62 R
864	Press Lapel (flat press)		3	1	A	Hoffman	113115	USAE-51
865	Press Lapel (flat press)		3	1	A	Hoffman	107547	HUAE-51
700	Topper press	949	4	1	C	Hoffman	82525	H-FXB-10
701	Topper press (Removed July-13-04)					Hoffman	107331	HUAT-11
702	Topper press (put back in service on Feb-23-08)	4	1	C	Hoffman	106661	HUAT-11	
703	Topper press (removed Apr-1-06) stored in basement B3					Rotundi	92A683	BL 899
704	Topper press (new location Aug-7-04 beside # 702)	4	1	B	Hoffman	106796	HUAT-11	
705	Topper press (J-18 sleeve taper)	949	4	1	C	Hoffman	87505	HFX-J-18
706	Legger Press (Removed Apr-17-03)					New Yorker	1465689	NYA-L4
707	Legger Press (Removed Dec-29-03)					New Yorker	18941289	NYA-L4
708	Seambuster - inside/outside seams	856	4	1	D	Sussman	-----	DM40-HA
713	Legger Press	945	4	1	D	Rotundi	98C4279	NFRV 2205
714	Legger Press	945	4	1	D	Rotundi	92G858	NFRV E33
715	Legger Press	945	4	1	D	Rotundi	920759	VFR E33
716	Legger Press	945	4	1	D	Hoffman	10826	MX-83
717	Legger Press (removed to storage in bsmt)					Hoffman	82557	ASPE-48
719	Press ext. & fly	759	4	1	G	Table / buck	-----	-----
720	Press ext. & fly	759	4	1	H	Table / buck	-----	-----
721	Press waistband seam open	645	4	1	B	Table / buck	-----	-----
722	Press waistband seam open	645	4	1	B	Table / buck	-----	-----
723	Press open side seams	822	4	1	B	Viet	3247	4419-3
725	Press hip pocket	315	4	2	B	Table / buck	-----	-----
726	Press hip pocket	315	4	2	A	Table / buck	-----	-----
727	Fuse hip pocket area back panel	142	4	2	B	Sussman	7987-S78	PB-322
728	Fuse hip pocket area back panel	142	4	2	A	Sussman	7988-S78	PB-322
729	Fuse hip pocket area back panel	142	4	2	B	Sussman	7986-S78	PB-322
730	Press small pleats (buck only)	306	4	2	D	Hoffman	10502	MXD-024
731	Cleaning station - cissel vacuum table	-----	4	1	West	Albatross		VS - 895 spray gun
732	Topper press	949	4	2	C	Hoffman	136896	SEUT-26 MP
733	Legger Press	945	4	1	C	Rotundi	97 M 3997	VFR VE203
736	Topper press -new June-23-04	949	4	1	C	Hoffman	137569	SEUT-26 MP
737	Topper press -new June-23-04	949	4	1	C	Hoffman	137570	SEUT-26 MP
738	Press waistband lining	646	4	1	B	New Yorker	120664	HUAE-44MP
739	Topper press	939	4	1	B	Hoffman	138278	SEUT-26 MP
740	Topper press	939	4	1	B	Hoffman	138267	SEUT-26 MP
741	Topper press (new Dec-2-06)	939	4	2	?	Hoffman	138808	SEUT-26 MP
742	Topper press (new Dec-16-06)	939	4	1	?	Hoffman	138809	SEUT-26 MP
743	Seambuster --leg press (new June-08)	856	4	1	D	Naomoto	17011	FB 900
744	Seambuster --leg press (new June-08)	856	4	1	D	Naomoto	17004	FB 900
745	Open seat seam press	876	4	1	E	Naomoto	17005	FB 900

Cerrato, Gary

From: Lyle, Bruce [blyle@hilcocanada.com]
Sent: Tuesday, July 07, 2009 6:58 PM
To: Samoszewski, Mark
Cc: Davidson, Blair; Cerrato, Gary
Subject: Re-submission-Coppley Group Tender-Asset Group Concord 6 and 7

Gentleman,

As our potential purchaser has now gone elsewhere for investment possibilities we respectfully re-submit our proposal for your review and consideration.

Presented by:

Hilco Asset Sales Canada

We have reviewed the inventory and assets in question along with reviewing your tender package which included your asset listings including and subject to;

- Concord Inventory (minimum quantity of 5,000+ first quality finished shirts);
- Concord Plant and Equipment as per the tender package, plus other miscellaneous equipment not listed but on site in Concord;
- Wip, raw and in-process inventory.

Guarantee Proposal

-Hilco will guarantee on the equipment only, the amount of **\$115,000** and will retain the next **\$35,000** to cover our costs and commissions.

-Any proceeds over **\$150,000** will be split BDO (**75%**) and Hilco (**25%**) Hilco will supply a 15% deposit payable upon acceptance, with the balance of proceeds payable within 14 banking days following the final sale of assets.

-Hilco will offer \$20 each on a piece-meal basis for first quality finished shirts (minimum 5000 qty). We would plan to conduct a public and private liquidation sale on the inventory and would include any remaining wip and inventory in the final auction. Our fee for the liquidation process would be \$7 per shirt.

We will be responsible for the following:

- prepare the Assets for resale, and arrange the Assets, in a manner which in Hilco's judgment will result in the greatest net recovery for the Assets;
- the sale would be conducted over a period of 60 days from the current Concord location;
- provide sales staff to handle the liquidation process and to supply a complete accounting of all inventory sold;
- provide staff to handle the computerized accounting functions necessary to provide auction buyers with invoices and to supply a complete accounting of all Assets sold;

07/08/2009

- deposit all proceeds of resale of the Assets into a Canadian bank account and remit such proceeds (less any amounts due to Hilco) to BDO within three (2) weeks after the completion of the sale and collection of such sale proceeds;
- assist buyers in removing the Assets from the Facility and, subject to receiving a court order permitting access to the site and the right to unfettered access to the buildings of the Facility;
- The Parties agree, and expressly acknowledge, that Hilco shall not purchase or be responsible for the removal or disposition of any environmentally hazardous chemicals, solvents or substances found at the Facility and shall only be the agent of BDO and not an occupier or licensee or otherwise be deemed to be in "possession" of the Facility;
- The premises will be left in a broom swept condition with waste removal costs being recharged accordingly;
- Hilco shall be entitled to charge and retain an industry standard buyer's premium in connection with the sale of any and all Inventory and Assets;
- This offer will remain open to discussion until Friday July 10th 4 pm.

The above is an offer is subject to all parties being able to complete an acceptable agreement and receiving court approval.

Please feel free to contact me to discuss in detail.

With kind regards

Bruce Lyle
Hilco Asset Sales Canada
24 The East Mall, Unit 14
Toronto, Ontario
M8W 4W5
Office: 416-252-1955
Mobile: 416-318-4711
Fax: 416-251-1955

Auction Proposal

of

**Coppley Apparel Group
Royal Shirt Division
Toronto, Ontario**

On Behalf of

**BDO Dunwoody Ltd.
(Receiver)**

June 2009

Presented by

Danbury

1200 Sheppard Avenue East, Suite 302
Toronto, Ontario M2K 2S5
INTERNET: www.danburysales.com
E-MAIL: info@danburysales.com

Danbury



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Via Email: MSamoszewski@bdo.ca

BDO Dunwoody Ltd.
Toronto Centre FRS
123 Front Street West, Suite 1200
Toronto, Ontario
M5J 2M2

Attn: Mr. Mark Samoszewski

**Re: Auction Proposal for: Copley Apparel Group – Royal Shirt
Company Ltd.**

Dear Mr. Samoszewski:

Thank you for the opportunity to submit our formal proposal to liquidate the assets of Royal Shirt Company Ltd located at 40 Adesso Drive, Toronto, Ontario.

This is an important project and there are many details that must be accounted for in a professional manner. Combining substantial financial strength, broad experience, a high caliber professional staff, and unique service capabilities, Danbury Industrial will undertake complete charge of all aspects of the auction to ensure a successful sale with maximum dollar return.

This proposal includes a comprehensive description of our history, abilities and strategy designed specifically for this project.

Should you have any questions regarding our proposal, please do not hesitate to contact us. We trust this proposal meets all of your requirements and that you will enter into a contract with Danbury Industrial to conduct this auction.

Respectfully submitted,

Danbury Industrial

Jonathan Ordon
VP Auction Services

JO/sm



Danbury Mission Statement

Danbury Industrial is committed to providing knowledgeable, objective recommendations as to the best possible action, eliminating client risk, and maximizing dollar return on the sale of underutilized assets.

We are sensitive to clients' needs and foster a corporate atmosphere to provide innovative solutions.

We are committed to fulfilling client's needs with an unwavering commitment to quality, service, and the highest standard of professional ethics and integrity.

NO RESERVES * NO LIMITS * NO BUY-BACKS

AUCTION

SUPERIOR SEAL Corp.

2 DAY SALE

**Wednesday October 31st
10:00 AM SHARP**

**Thursday November 1st
10:00 AM SHARP**

Danbury Industrial

NO RESERVES * NO LIMITS * NO BUY-BACKS

AUCTION

A & A JEWELRY LTD.

Tuesday June 27th 10:00 AM

Danbury Industrial

NO RESERVES * NO LIMITS * NO BUY-BACKS

AUCTION

Protana Pharmaceutical Inc.

Tuesday February 21st 10:00 AM SHARP

Danbury Industrial

NO RESERVES * NO LIMITS * NO BUY-BACKS

AUCTION

**THE O.E. BOTTWELL
LUMBER CO. LTD.**

Friday August 25th 11:00 AM

Danbury Industrial

NO RESERVES * NO LIMITS * NO BUY-BACKS

AUCTION

BIG BAY GRAPHICS

Tuesday December 5th 10:00 AM

Danbury Industrial

NO RESERVES * NO LIMITS * NO BUY-BACKS

AUCTION

SEWING & SILK SCREENING FACILITY

Tuesday November 28th 10:00 AM

Danbury Industrial



Danbury Corporate Introduction

Danbury Industrial is one of the largest firms of international industrial auctioneers, liquidators and appraisers in North America. Danbury Industrial specializes in accurately appraising and forecasting current market value of industrial assets for asset-based lending or recovery through auction, liquidation, or outright purchase of assets.

With over 50 years of experience in conversion of unwanted or under-productive assets into vital capital, we offer the depth of professional expertise and financial resources to ensure a successful outcome. Danbury has conducted over 2,000 industrial auctions, selling over \$3 billion in assets. We currently conduct over 40 auctions per year in Canada and the United States.

Danbury Industrial is a privately funded, debt-free company that finances multi-million dollar operations from the use of its own resources. Our financial resources further ensure that every project, from location and regional facilities, as well as large multi-national operations, is within our range.

Our reference section provides financial references that have knowledge of Danbury Industrial financial capabilities, ethical and responsible business practices and handling of client funds.

Professional Associations

Danbury Industrial is a member in good standing of the following organizations:

- **NAA** National Auctioneers Association
- **AMEA** Association of Machinery & Equipment Appraisers
- **ASA** American Society of Appraisers
- **TMA** Turnaround management Association
- **CFA** Commercial Finance Association

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Proposal Options

We will conduct an on-site Public Auction Sale of the Assets on or about **July 22nd 2009**. The sale will be promoted through an international promotional campaign targeting the industry and interested key market players. Danbury would promote the public auction sale live on line via Bidspotter.com

The sale will be web cast in conjunction with



“This is an En-Bloc Offer for All Equipment, Finished Goods & Raw Materials”

Option “A” Net Minimum Guarantee:

Our Net Minimum Guarantee for the assets as per Schedule “A” will be **\$135,000** exclusive of any applicable taxes.

We shall be entitled to:

- (a) **\$38,500** from the sale proceeds, net of taxes after the payment in full of the Net Minimum Guarantee exclusive of the applicable taxes.

Upon acceptance of this proposal Danbury will submit a **\$25,000** deposit to BDO Dunwoody Ltd. **within 24 hours**.

Option “B” Purchase Option:

We here by offer to purchase all of the assets listed in Schedule “A” attached for the sum of **\$140,000** net of taxes. All other terms and conditions shall remain the same as to occupancy and use of name for the period of the liquidation.

It is our understanding that all of the finished goods and Raw Materials are going to be sold directly to existing customers so we have not included them in our proposal.

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On-Site Project Manager:

Danbury would assign our on-site Project Manager, Mr. Bob Lyons, who with over 35 years of experience in the auction/liquidation process, to oversee all aspects of the sale from the inception to completion of the project.

Terms and Conditions

The foregoing Options are subject to the following commitments and conditions:

- 1) **Preview and Inspection Period:** The auction will be preceded by a preview and inspection period for the convenience of potential purchasers and to further create interest for the purchase of the Assets.
- 2) **Advertising:** The auction sale will be advertised well in advance of the scheduled auction through appropriate means, including advertisements in the major newspapers, email blasts, our website & Bidspotter.
- 3) **Use of Names:** Upon instructions from the Receiver, we are offering for sale, by way of an on-site public auction sale the assets of Royal Shirt Company Ltd.
- 4) **Insurance: BDO Dunwoody Ltd.** will be responsible for maintaining fire, theft and other perils insurance, in respect of the Assets until sold.
- 5) **Premises:** We shall be entitled to occupy the Premises in until end of July 2009(or sooner) free of any charges in respect of the occupancy or the normal consumption of utilities. We will not be responsible for the filling of any preexisting holes in the floor, walls or roof left by the removal of any equipment.
- 6) **Environmental:** We are not responsible for the removal of or the disposition of any environmentally hazardous chemicals, abandoned equipment and any other substances found on the premises during our contract. BDO Dunwoody Ltd. shall pay for waste disposal bins, labour to load & dumping charges.
- 7) **Collection of Taxes:** We shall be solely responsible for:
 - (a) Charging for and collecting from the purchasers of the auction, all applicable taxes and our buyer's premium in connection therewith including, without limitation, GST & PST in respect of all sales.

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- 8) **Force Majeure:** In the event of fire, strike, natural disaster including civic disturbance, acts of terror or inclement weather. Danbury shall be held harmless from any and all liability if, at the sole discretion of Danbury, such an event shall affect the conduct of timing of the sale of the assets, or result in a reduction in prices achieved, and commissions payable to Danbury.
- 9) **Miscellaneous:** Our offer is made to you on the following basis:
- (a) In the event that you have been enjoined from completing this agreement, or the Assets or any substantial part thereof have been removed from your control by any means or process, or the Assets have been redeemed by any person entitled to redeem them, or any proceeding to enjoin you or remove the Assets from your control is pending or threatened, then you shall be under no obligation to complete this agreement and you may terminate for our fee of **\$30,000** plus our actual out of pocket expenses.
 - (b) All assets are free and clear of any liens or encumbrances.
 - (c) Danbury reserves the right, upon acceptance of this agreement and pending our final viewing of the assets to amend this agreement should we determine that the make-up, condition, quantities, or content has changed from the initial representation.

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The above offer is valid until **Friday May, 19th, 2009 at 4:00 PM E.S.T.** or verbal indication thereof after which this offer is null and void. This offer, when executed is intended to form a binding agreement between the parties with respect to its subject matter.

Should the foregoing be acceptable please indicate your acceptance by signing the enclosed copy hereof where indicated below and returning it to us.

Accepted and agreed:

Danbury Industrial

by: _____
Jonathan Ordon

Title: Vice President Auction Services

Date: May 11, 2009

BDO Dunwoody Ltd.

by: _____

Title: _____

Date: _____

Royal Shirts**Toronto, Ontario**

Royal #	Item #	Description
1	1	Oshima model OP-600 fusing machine centre
2	2	Reliant model HT-2000 fusing machine centre, s/n 5192
3	3	Juki set collar band sewing machine centre
4	4	Juki sew pocket stays sewing machine centre
5	5	Brother model DD7100 sew pocket stays sewing machine centre
6	6	Brother model sew pocket stays sewing machine centre
7	7	Brother custom body sewing machine centre
8	8	Ideal spare turn machine centre
9	9	Luna Press turn and press collar press
10	10	Luna Press turn and press collar press

Royal Shirts**Toronto, Ontario**

Royal #	Item #	Description
11	11	Brother model DD7100 set band sewing machine centre
12	12	Brother custom collars sewing machine centre
13	13	
14	14	Brother set band and top stitch sewing machine centre
15	15	Juki top stitch collar sewing machine centre
16	16	Brother spare sewing machine centre
17	17	Juki spare sewing machine centre
18	18	Iron Table press band table
19	19	Iron Table press yoke table
20	20	Gygli Tech punch collar turn machine
21	21	Juki trim and cut collar sewing machine centre
22	22	Silverman press pocket press

Royal Shirts

Toronto, Ontario

Royal #	Item #	Description
23	23	Brother top stitch cuff sewing machine centre
24	24	Juki spare sewing machine centre
25	25	Brother top stitch cuff sewing machine centre
26	26	Oshima turn and press cuff press
27	27	Oshima turn and press cuff press
28	28	Luna Press turn cuff press
29	29	Brother spare sewing machine centre
30	30	Brother button hole cuff sewing machine centre
31	31	Juki model MB373N sewing machine
32	32	Union Special button sew cuff sewing machine centre
33	33	King Line sew placket sewing machine centre
34	34	Brother sew button front side sewing machine centre

Royal Shirts**Toronto, Ontario**

Royal #	Item #	Description
35	35	Iron Table press french front table
36	36	Brother model BAS 511 button hole front auto machine centre
37	37	Brother model BAS 500 button hole front auto machine centre
38	38	Brother model BA 10 button sew front auto machine centre
39	39	Brother model BAS 750 set pocket auto, auto machine centre
40	40	Brother sew pocket sewing machine centre
41	41	Union Special piece up pocket sewing machine centre
42	42	Brother model DD7100-903 spare sewing machine centre
43	43	Oshima press facing/gusset press
44	44	Brother model E40 sew sleeve facing sewing machine centre
45	45	Brother model sew sleeve facing sewing machine centre

Royal Shirts**Toronto, Ontario**

Royal #	Item #	Description
46	46	Brother model sew sleeve facing sewing machine centre
47	47	Brother join shoulder sewing machine
48	48	Juki button hole tux sewing machine centre
49	49	Juki button sew tux sewing machine centre
50	50	Brother join split yoke sewing machine centre
51	51	Assorted Table work table
52	52	Brother join shoulder/sew tux sewing machine centre
53	53	Brother spare sewing machine centre
54	54	Brother button hole sleeve facing sewing machine centre
55	55	Brother model BA 10 button sew sleeve facing sewing machine centre
56	56	Juki set sleeve sewing machine centre

Royal Shirts**Toronto, Ontario**

Royal #	Item #	Description
57	57	Siruba 4 thread spare sewing machine
58	58	Juki set sleeve sewing machine centre
59	59	Brother spare sewing machine centre
60	60	Juki 4 thread spare sewing machine centre
61	61	Brother hem bottom sewing machine centre
62	62	Union Special spare sewing machine centre
63	63	Brother spare sewing machine centre
64	64	Union Special hem bottom sewing machine centre
65	65	Mitsubishi spare sewing machine centre
66	66	Union Special sewing machine centre
67	67	Brother sewing machine centre
68	68	Union Special sewing machine centre
69	69	Tajima embroidery

Royal Shirts**Toronto, Ontario**

Royal #	Item #	Description
70	70	Brother model DD7100-903 spare sewing machine centre
71	71	Brother model BAS-311EL-1 set label sewing machine centre
72	72	Brother model DD7100-903 join split yoke sewing machine centre
73	73	Juki join back yoke sewing machine centre
74	74	Mitsubishi spare sewing machine centre
75	75	Brother spare sewing machine centre
76	76	Brother set collar and cuff sewing machine centre
77	77	Mitsubishi spare/double needle sewing machine centre
78	78	Singer top stitch sleeves sewing machine centre
79	79	Juki model DLV-549ON-7 top stitch sleeves sewing machine centre
80	80	Pfaff spare sewing machine centre

Royal Shirts**Toronto, Ontario**

Royal #	Item #	Description
81	81	Juki top stitch sleeves sewing machine
82	82	Juki model MS1190 close side seams sewing machine centre
83	83	Juki model MS1190 close side seams sewing machine centre
84	84	Juki model DD-550ON-7 set collar and cuff sewing machine centre
85	85	Brother spare sewing machine centre
86	86	Brother set cuff sewing machine centre
87	87	Juki model DB2-B737 set collar and cuff sewing machine centre
88	88	Brother model DB7-7100-903 spare sewing machine centre
89	89	Juki model DDL55ON-7 set cuff sewing machine centre
90	90	Brother model DB2-737-413 sew front sewing machine centre
91	91	Brother model DB2-737-413 set cuff sewing machine centre

Royal Shirts**Toronto, Ontario**

Royal #	Item #	Description
92	92	Juki button hole/button down sewing machine centre
93	93	Singer eyelet collar sewing machine centre
94	94	Relsew model BR120M button sew sewing machine centre
95	95	Brother model LH4-B815-21 button hole front sewing machine centre
96	96	Brother model DB2-737-413 spare sewing machine centre
97	97	Union Special sew elastic sewing machine centre
98	98	Brother model DB2-737-403 spare sewing machine centre
99	99	Kansai Special spare/cover stitch sewing machine centre
100	100	Juki model DMN-531-4 sew ribbon sewing machine centre
101	101	1996 Juki model BR10 button sew collar sewing machine centre
102	102	Juki button sew collar sewing machine centre c/w mckee

Royal Shirts

Toronto, Ontario

Royal #	Item #	Description
103	103	Brother model L4H-B816NP-21 button hole collar sewing machine centre
104	104	Brother model CB3-B917-51 button sew collar sewing machine centre
105	105	PRYM snap button sewing machine centre
106	106	Rotondi press shirt press table
107	107	Sussman press shirt press table
108	108	Sussman press shirt press table
109	109	Sussman press shirt press table
110	110	Sussman press shirt press table
111	111	Home Made inspect shirt inspection stand
112	112	Freeman model B4190 collar forming shirt folding unit
113	113	Home Made inspect shirt inspection stand
114	114	Home Made inspect shirt inspection stand
115	115	Home Made inspect shirt inspection stand
116	116	Home Made inspect shirt inspection stand
117	117	Freeman folding machine centre

Royal Shirts**Toronto, Ontario**

Royal #	Item #	Description
118	118	Freeman folding machine centre
119	119	Freeman folding machine centre
120	120	2007 Gerber model 790 GTXL cutter
121	121	Atom die cutter
122	122	Atom die cutter
123	123	Dilh Pederson die cutter
124	124	Neibuhr spreading machine
125	125	Linea spreading machine
	126	(5) Electric knives
	127	(3) Fabric spreaders
	128	TT model CP-300B heat tunnel
	129	Brother model DB2-B737-703
	130	Pallet jack
	131	(9) Sections 4'x8' light duty shelving

Royal Shirts

Toronto, Ontario

Royal #	Item #	Description
	132	(5) Sections 4'x12' light duty shelving
	133	(6) Sections bolt light duty shelving
	134	TSC model EC-1510L fabric cutter (rail sliding)
	135	Luna press model CP-215A press
	136	1999 Autex model Linea Plus, s/n 275125
	137	Niebuhr Synkron 55 model SY55-1650-R riding fabric spreader
	138	2000 Gerber model Infinity 7' wide plotter
	139	(2) Atom model AF25L checker, 4'x2' bed, s/n 10025796
	140	VILH Pederson model 273ELEC, s/n 174420
	141	Assorted checker dies
	142	Ryobi drill press, double pedestal grinder, vise
	143	Tec label printer
	144	Ingersol Rand 25HP compressor

Royal Shirts

Toronto, Ontario

Royal #	Item #	Description
	145	International tool chest c/w tooling
	146	(4) Sussman model SU422 steam tables
	147	Prym model PP51300 phue riveter
	148	All Office Furniture and computers
	149	Misc. Tools, fans, shelving, etc

BDO DUNWOODY LIMITED
Court-Appointed Monitor of
COPPLEY APPAREL GROUP LIMITED
123 Front Street West, Suite 1200
Toronto, Ontario
M5J 2M2

ASSET SALES PROPOSAL
for
COPPLEY APPAREL GROUP LIMITED
ROYAL SHIRT DIVISION

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Industries Ltd.

5409 Eglinton Avenue West, Suite 202
Toronto, Ontario
M9C 5K6 Canada

June 21, 2009

BDO Dunwoody Limited
123 Front Street, Suite 1200
Toronto, ON
M5J 2M2

Attention: Mr. Blair Davidson

Dear Mr. Davidson:

Thank you for the opportunity to provide BDO Dunwoody Limited with a comprehensive sales proposal for the assets of Copley Apparel Group Limited – Royal Shirt Division.

Founded in 1902, Maynards Industries Ltd. (Maynards) specializes in auctions, liquidation sales and the appraisal of industrial equipment and commercial/retail inventories. With offices in the Canada, United States, Germany and Japan, Maynards is one of the preeminent auction and liquidation companies in North America and have completed sales and appraisal contracts around the world.

We welcome the opportunity to be of service to you on this project. We are confident, based on our experience and contacts in this industry, Maynards is the ideal liquidation company to manage this sale on your behalf.

Please do not hesitate to contact us with regards to the attached proposal or any other matter in which we can be of assistance. We look forward to meeting you in person to discuss this project in further detail.

Yours truly,
MAYNARDS INDUSTRIES LTD.



Larry Suzuki
Executive Vice President

Industries Ltd.

5409 Eglinton Avenue West, Suite 202
Toronto, Ontario
M9C 5K6 Canada

June 21, 2009

BDO DUNWOODY LIMITED
123 Front Street, Suite 1200
Toronto, ON
M5J 2M2

Attention: Mr. Blair Davidson

Dear Mr. Davidson:

Re: Copley Apparel Group Limited – Royal Shirt Division

PROPOSAL

After physically viewing certain assets of Copley Apparel Group Limited – Royal Shirt Division (the Company), Maynards Industries Ltd. (Maynards) herewith submits its proposal to BDO Dunwoody Limited in its capacity as Court-Appointed Monitor (Monitor) to conduct a liquidation of these same assets.

NET MINIMUM GUARANTEE

For the assets as viewed and described in the listing provided, Maynards offers a net Minimum Guaranteed Return (NMGR) of \$425,000. Maynards will retain the next \$900,000* to cover certain costs and commissions and all sales over \$1,325,000 will be split 50% to the Monitor and 50% to Maynards.

*Included is the fabric, lining and trim (at standard cost) cost to manufacture 11,000 shirts to complete Fall orders. Any savings the Monitor/Maynards is able to negotiate in the purchase of this material will be split 50/50 between the Monitor and Maynards.

TERMS & CONDITIONS

Maynards proposal is subject to certain terms and conditions including:

1. Confirm Committed shirts from current inventory and WIP and Fall 2009 orders for 11,000 shirts from certain key customers are still valid both from supply and sales perspective at reasonable discounts from regular pricing.
2. Transfer to Maynards from Copley all necessary software to be able to operate Royal as an independent business including:

- a. all business and accounting software
 - b. customer lists and sales history
 - c. computer software for Gerber cutter and other equipment
3. Occupational rent-free uses of the premises for approximately 3 months for the purposes of conducting Royal's normal business and/or the liquidation/auction of the assets
 4. From conditional acceptance of our offer, Maynards will have approximately 3 business days to:
 - a. do a physical count of the inventories
 - b. confirm the financial information provided and that it matches with Maynards calculations as shown in Table 1 below.

Table 1

ASSET DESCRIPTION	UNITS	AVG COST	TOTAL COST
Finished Goods	11,858	43.75	\$ 512,859
WIP	1,987	47.58	94,541
Fall Orders	11,000	47.58	523,380
Fabric	98,420	12.11	1,191,866
Lining & Trim			325,409
TOTAL			\$ 2,648,055

5. Arriving at mutually satisfactory agreement between the parties
6. Maynards offer includes:
 - a. All Royal Shirt assets as viewed and as per listing provided including all machinery, equipment, office furniture and fixtures, finished goods, WIP and raw materials regardless of physical location
 - b. Except for the trade name and trademarks of Copley, all trade names, trademarks, patterns, dies, designs, etc. related to Royal Shirt
 - c. Free use of the trade names and trademarks of Copley through to the end of 2010
7. Maynards is able to retain certain key personnel of the Company as well as being able to come to an equitable agreement with the Union.

METHOD OF SALE

Immediately upon closing, Maynards will work with the key management to set up to complete the WIP, start the Fall production and work to see if some pared down version of the Company is viable as a going concern. After 60 days, Maynards will then determine what assets and how these asset should be liquidated through an orderly liquidation process including conducting a well-planned and well-promoted on site liquidation/auction sale.

FINANCIAL REPORTING

We would not have the exceptional reputation as a leading liquidator and auctioneer firm if it was not supported with sound, reliable financial reporting. Maynards will employ state-of-the-art asset tracking and financial management systems, providing unquestionable accountability throughout the sale process.

The Monitor will be assured that all funds collected will be remitted within three weeks of the end of the sale and complete audit trails of all sales will exist. Furthermore, should the Monitor subsequently require further information, Maynards records concerning the sale and administration of all assets are available for audit.

FEDERAL AND PROVINCIAL TAXES

As required by Federal and Provincial legislation, Maynards will collect and remit all Federal and Provincial sales taxes according to the applicable regulations and guidelines.

RESPONSIBILITIES OF THE MONITOR

1) Maintenance of Systems

- a. Existing security systems should remain in effect until all assets have been removed from the property.
- b. Existing communications system, such as telephones and facsimile machines, should remain in place and operative until the completion of the sale and removal of the Assets.

2) Maynards Insurance

- a. Maynards will provide an umbrella insurance policy of \$5,000,000 covering public liability during the length of our contract.

3) Monitor Insurance

- a. Monitor insurance coverage on plant and equipment and other assets must remain in effect until all assets are removed from the sale site. Maynards does require that the Monitor provide an Additional Insured endorsement naming Maynards as an insured on the Monitor's policies on the assets throughout the term of Maynards engagement.
- b. The Monitor shall indemnify and save harmless Maynards from and against all claims, liabilities, costs and expenses, including actual legal costs, incurred by Maynards as a result of any third party claiming an interest in any of the assets or the proceeds of the sale.

EQUIPMENT REMOVAL AND SITE CLEAN UP

Maynards will manage and assist in the direction of dismantling and removal of the assets from the sale site. Reasonable clean-up and safety practices will be strictly enforced.

ENVIRONMENTAL LIABILITIES

All environmental concerns remain the responsibility of the Monitor unless directly caused by the negligence of Maynards or its employees.

FORCE MAJEURE

In the event of fire, strike or natural disaster, Maynards shall be held harmless from any and all liability if such disaster shall affect the conduct or timing of the sale of any of the assets.

Our success and continued growth is a direct result of the "hands-on" attitude of senior management and ability to work creatively with all clients. We are confident that we have the team necessary to complete this program for you.

Yours truly,

MAYNARDS INDUSTRIES LTD.



Larry Suzuki
Executive Vice President

shirt fit

RECEIVED
JUL 7 2009

July 7, 2009
BDO Dunwoody Limited
123 Front Street, Suite 1200
Toronto, ON
M5J 2M2

Attention: Mark Samoszewski

VIA COURIER

RE: COPPLEY APPAREL GROUP LIMITED – COURT FILE NO. CV-09-8221-00CL

This letter will act as our expression to purchase certain assets of the Royal Shirt Division. This letter is irrevocable until the earlier of (1) two business days after the closing of the Sale of applicable Acquired Assets and (2) 45 days after the Sale Hearing.

Shirt Fit's offer is \$200,000.00 CDN for the following assets:

1. Concord Inventory (raw material & finished goods including in-stock product)
2. Concord Equipment as per the equipment list
3. Royal Shirt Brand name
4. Duty remissions associated with the Royal shirt Division

Enclosed is a deposit of \$10,000.00 CDN, 5% of the total purchase price. The remaining funds for the purchase will come from personal funds. No bank or third party financing is required to complete this transaction.

If you have any questions please contact Mark Di Cristofaro at (905) 339-7999 ext. 224 or via email at mark@ibf.ca

Regards,
SHIRT FIT INC.



Anita D'Abbondanza
President