

EXHIBIT A

United States Bankruptcy Court For the District of Delaware		CH 7 ___ CH 13 ___ X CH 11 PLEASE CHECK CHAPTER
Name of Debtor Met-Coil System Corporation	Case Number 03-12676 (MFW) CHAPTER 11	PROOF OF CLAIM
NOTE This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.		
Name of Creditor (The person or entity to whom the debtor owes money or property) REXNORD CORPORATION	<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.	
Name and Addresses Where Notices Should be Sent Rexnord Corporation c/o Mark Alan Bilut, Esq McDermott, Will & Emery 227 West Monroe Street Chicago, Illinois 60606 5096 Telephone 312 372 2000 Facsimile 312 984 7700		
Account or other number by which creditor identifies debtor	Check here if this claim <input type="checkbox"/> amends <input type="checkbox"/> replaces a previously filed claim, dated _____	
1 BASIS FOR CLAIM <input type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input checked="" type="checkbox"/> Other <u>Please see addendum</u> <input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a)		
2 DATE DEBT WAS INCURRED Please see attached addendum		3 IF COURT JUDGMENT, DATE OBTAINED
4 Total Amount of Claim at Time Case Filed <u>In excess of \$51,000,000.00</u> If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.		
5 Secured claim <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff) Brief Description of Collateral <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____ Value of collateral \$ _____ Amount of arrearage and other charges at time case filed included in secured claim above if any \$ _____		5 Unsecured Priority Claim <input type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim <input type="checkbox"/> Wages, salaries or commissions (up to \$4,300), *earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business whichever is earlier 11 U.S.C. § 507(a)(3) <input type="checkbox"/> Contributions to an employee benefit plan 11 U.S.C. § 507(a)(4) <input type="checkbox"/> Up to \$1,950* of deposits toward purchase, lease or rental of property or services for personal, family or household use - 11 U.S.C. § 507(a)(6) <input type="checkbox"/> Alimony, maintenance, or support owed to a spouse, former spouse or child 11 U.S.C. § 507(a)(7) <input type="checkbox"/> Taxes or penalties owed to governmental units 11 U.S.C. § 507(a)(8) <input type="checkbox"/> Other--Specify applicable paragraph of 11 U.S.C. § 507(a) _____ *Amounts are subject to adjustment on 4/1/98 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.
7 CREDITS The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.		THIS SPACE IS FOR COURT USE ONLY FILED NOV 11 2003 BMC <small>Met Coil</small>  00172
8 SUPPORTING DOCUMENTS Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary. ANY ATTACHMENT MUST BE 8-1/2" BY 11" - See Addendum.		
9 DATE-STAMPED COPY To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and an additional copy of this proof of claim.		
Date 11/07/03	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney if any) <i>Mark Alan Bilut</i>	

(Thomas J. Jansen, Vice President)

(Aaron Hardt, Counsel for Rexnord)

Penalty for presenting fraudulent claim Fine of up to \$500 000 or imprisonment for up to 5 years or both 18 U S C §§ 152 and 3571

In Re Met-Coil Systems Corporation, Case No 03-12676 (MFW)
United States Bankruptcy Court
District of Delaware

ADDENDUM TO PROOF OF CLAIM
FILED ON BEHALF OF CREDITOR REXNORD CORPORATION

The Lockformer Company ("Lockformer") existed as an Illinois Corporation from approximately 1946 until October 2000 when it was merged into Debtor Met-Coil Systems Corporation ("Met-Coil") Lockformer operates as a division of Met-Coil which succeeded to the assets and liabilities of Lockformer As discussed more fully below, these claims involve sums that Lockformer and/or Met-Coil may be liable to Rexnord Corporation ("Creditor") for costs that Creditor has or may incur in the future in payment of attorneys' fees, other defense costs, remediation costs and/or money damages arising from environmental contamination caused or contributed to, in whole or in part, by Lockformer and/or Met-Coil

Lockformer owned, operated and engaged in the metal fabrication and manufacturing business at a facility located at 711 Ogden Avenue, Lisle, Illinois ("Lockformer Property") Met-Coil owns property adjacent to and immediately west of the Lockformer Property As part of Lockformer's manufacturing operations, Lockformer used various hazardous substances, including, but not limited to, chlorinated solvents such as trichlorethylene ("TCE"), tetrachloroethylene ("PCE") and 1,1,1-trichloroethane ("TCA") Such hazardous substances were released to the environment by Lockformer during Lockformer's operation, and contamination is known to exist at and be migrating from the Lockformer Property Lockformer is responsible under state and federal law for the investigation and remediation of the contamination at and migrating from the Lockformer Property

A contaminated groundwater plume extends from the Lockformer Property Downgradient of and at and in the vicinity of the Lockformer Property are a number of residential areas in Lisle and Downers Grove, Illinois Several residential property owners at and in the area of the Lockformer Property have filed lawsuits against Lockformer and Met-Coil seeking damages from Lockformer and/or Met-Coil for injury to their person or property caused by the contamination migrating from the Lockformer Property, including but not limited to, class actions captioned *Mejdrech, et al v The Lockformer Company, et al*, Case No 01-C-6107 (U S District Court for the Northern District of Illinois-Eastern Division) ("Mejdrech Action") and *LeClercq et al v The Lockformer Company, et al* Case No 00-C-7164 (U S District Court for the Northern District of Illinois-Eastern Division) ("LeClercq Action") and individual lawsuits captioned *DeVane et al v Lockformer Company et al*, Case No 01 L 377 (State of Illinois, DuPage County Circuit Court), *Pelzer et al v The Lockformer Company et al*, Case No 01 C 6485 (U S District Court for the Northern District of Illinois-Eastern Division), *Ehrhart v The Lockformer Company et al*, Case No 02 C 7068 (U S District Court for the Northern District of Illinois-Eastern Division) and *Hallmer v The Lockformer Company et al*, Case No 02 C 7066 (U S District Court for the Northern District of Illinois-Eastern Division)

Moreover, other property owners in the vicinity of the Lockformer Property may, in the future, assert bodily injury, wrongful death, or property damage claims against Lockformer

and/or Met-Coil or seek reimbursement of remediation costs incurred by such property owners from Lockformer and/or Met-Coil or other parties, including Creditor, as a result of the contaminated groundwater plume extending from the Lockformer Property. In addition, property owners south of the Ellsworth Industrial Park are alleged to have been impacted by contaminated groundwater. The Attorney General for the State of Illinois has brought an action captioned *State of Illinois v Precision Brand Products, Inc et al*, Case No 2003 CH 000979 (State of Illinois, DuPage County Circuit Court) against several companies, including the Creditor, in connection with this groundwater contamination. Creditor has potential claims for contribution under federal and state statutes and common law against Lockformer for its pro rata share of its contribution to these releases of hazardous substances.

Lockformer has alleged that other industrial users in the vicinity of the Lockformer Property, including but not limited to Creditor, have caused the release of hazardous substances which have contributed to the known contaminated groundwater plume at and migrating from the Lockformer Property. Creditor has specifically denied that it released hazardous substances from its properties located at 2324 and 2400 Curtiss Street, Downers Grove, Illinois, and has denied that Creditor caused or has contributed to the groundwater contamination at and in the vicinity of the Lockformer Property and the Ellsworth Industrial Park. Lockformer has filed third-party complaints in the Mejdrech Action and the LeClercq Action against Creditor, and others, seeking contribution under state and federal law for costs incurred or to be incurred by Lockformer and/or Met-Coil in the remediation of contamination at and migrating from the Lockformer Property.

A Rule 11 Claim

Creditor believes that Lockformer's third-party complaints in the Mejdrech Action and LeClercq Action are without merit and frivolous and on August 8, 2003 filed a motion for sanctions in the LeClercq Action under Rule 11 of the Federal Rules of Civil Procedure and 28 U.S.C. Section 1927 seeking recovery of attorneys' fees and other defense costs incurred by Creditor in responding to the LeClercq Action ("Rule 11 Claim"). A copy of this motion is attached hereto as Exhibit A. This motion is pending with the District Court. As such, the likelihood of success of such motion and the amount of any recovery thereunder cannot be ascertained with certainty at this time although Creditor believes the likelihood of success is high. Creditor intends to file a similar Rule 11 Motion in the Mejdrech Action. It is estimated that, should the District Court grant Creditor's motion, then Lockformer and/or Met-Coil could have to pay in excess of \$1,000,000 to Creditor for the Rule 11 Claim.

B Contribution and Other Relief Claim

To the extent that Lockformer/Met-Coil, property owners at and in the area of the Lockformer Property and/or the Ellsworth Industrial Park, the Illinois Environmental Protection Agency, and/or the United States Environmental Protection Agency prove that Creditor caused the release of hazardous substances from its properties at 2324 and 2400 Curtiss Street, Downers Grove, Illinois, and that any such releases have contributed to the contamination at and migrating from the Lockformer Property, then Creditor would have a claim for contribution and other relief.

under state and federal statutes and common law against any other parties responsible for such contamination, including but not limited to, Lockformer and/or Met-Coil

Therefore, if Creditor is found to be liable in the LeClerq Action, the Mejdrech Action or any other yet to be filed action for contamination caused or contributed to, in whole or in part, by Lockformer and/or Met-Coil, then Creditor would be entitled to recover a portion of the remediation costs and money damages paid by Creditor to the Illinois Environmental Protection Agency, the United States Environmental Protection Agency or any private party who incurs costs or damages associated with such contamination from Lockformer and/or Met-Coil in an amount equal to the pro rata share of liability for the contamination caused or contributed to by Lockformer and/or Met-Coil ("Contribution Claims") It is estimated that Lockformer and/or Met-Coil could have to pay in excess of \$50,000,000 to Creditor for the contribution claims

As Creditor's Contribution Claims are contingent upon a future finding of liability of Creditor to third-parties, the amount of the Contribution Claims cannot be ascertained at this time Furthermore, the Contribution Claims could arise from actions which have not yet been filed, which raises the issue of whether Contribution Claims based on actions filed after the date the Petition for Bankruptcy was filed, or after the bar date for proof of claims, yet based on conduct by Lockformer and/or Met-Coil prior to the date the Petition for Bankruptcy was filed, present pre-petition or post-petition claims The Creditor seeks the Bankruptcy Court's guidance on this issue

C Amendments

The nature and amount of the Rule 11 Claim and the Contribution Claims, as described herein, are based upon information currently available to the Creditor Additional information not considered in calculating the Creditor's claims may become available at a later date and/or additional elements to the Creditor's claims may accrue after the date of this Proof of Claim The Creditor therefore reserves all rights to amend this Proof of Claim at a later date to the extent that information becomes available which overcomes any deficiency in any respect in either the Rule 11 Claim or the Contribution Claims or which supplements those existing claims

CHI99 4201184 1 054265 0019