IPL Inc.

Annual Information Form

Fiscal Year

Ended October 3, 2009

December 23, 2009

IPL INC.

ANNUAL INFORMATION FORM

Fiscal Year Ended October 3, 2009

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ITEM 1: CORPORATE STRUCTURE

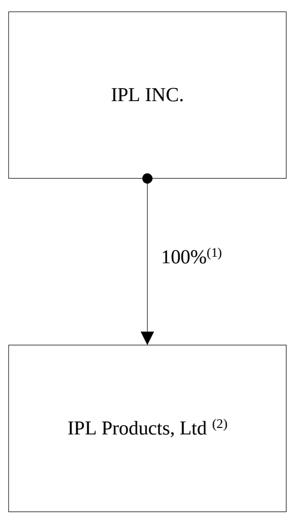
1.1 Name and Incorporation

IPL Inc. (the "*Corporation*") was incorporated under the corporate name of Les Industries Provinciales Limitée on March 14, 1945 pursuant to the *Companies Act* (Quebec). Supplementary letters patent amending, among other things, its corporate name and its share capital, were granted on several occasions. The Corporation was continued under Part 1A of the *Companies Act* (Quebec) by a certificate of continuance issued on December 23, 1981. Certificates of amendment were granted on December 1, 1982, June 27, 1984, July 10, 1984, September 11, 1985, October 10, 1985, June 13, 1995 and March 3, 1997 to, among other things, amend the number of its directors, change its corporate name to "*IPL Inc.*" and amend its share capital.

The Corporation's head office is located at 140 rue Commerciale, St-Damien, Quebec, G0R 2Y0.

1.2 Intercorporate Relationships

The following figure shows the wholly-owned subsidiary of the Corporation.



(1) The Corporation beneficially owns 100% of the shares of IPL Products, Ltd.

(2) IPL Products, Ltd was incorporated in the United States of America under the laws of the State of New York.

In this annual information form, "*Corporation*" means IPL Inc. and its subsidiary or IPL Inc. or its subsidiary, as the case may be and according to context.

Unless indicated otherwise, dollar ($) amounts in this annual information form refer to Canadian currency.

ITEM 2: GENERAL DEVELOPMENT OF THE BUSINESS

2.1 Highlights

The following text presents the major events that have marked the general development of the Corporation's activities throughout the last three fiscal years.

In fiscal 2006-2007, in keeping with its Lean Enterprise approach, the Corporation undertook to reduce the value stream by assembling products as soon as they come out of the machines, thus reducing non-value-added activities. The goal of Lean Enterprise is to guaranty continuous improvement of the Corporation's productivity, quality and profitability by optimizing its value chains. Consequently, this management philosophy is founded on the optimization of production flows through reduction of cycle times, greater process flexibility, improved production control, tighter inventory management, tighter deadlines and a reduction in non-quality.

During fiscal 2007-2008, the Corporation continued to gradually refocus its offering on high value-added, highly-technical products. These products are primarily intended for the food packaging, environmental, medical equipment and recreational product sectors. The Corporation also carried on with strengthening its client portfolio so as to improve its client relationship management and stimulate growth. Lastly, IPL worked to optimize its cost structure so as to enhance its profit margins and maximize return on investment.

In fiscal 2008-2009, the Corporation created the "Centre d'Innovation des Matériaux", which houses all the materials design and development and new product services. As a complement to this, IPL forged new partnerships with various universities and research centers to accelerate the development and introduction of new differentiated products. The Corporation also endeavoured to refine its management practices in order to optimize operations.

In September 2009, IPL announced it has extended its existing credit facilities and secured an additional loan to fund its capital investment program. First, IPL has renewed loans totalling $18.2 million. The maturity date, initially scheduled for February 28 and March 1, 2010, is now set for July 31, 2013. Given these new terms, this proactive measure will reduce the Company's principal repayments by $2.0 million for fiscal 2010 and by $2.7 million for subsequent years. Second, IPL's lenders have approved new credit facilities of $16.0 million. This financing, available to IPL through September 30, 2010, will facilitate funding of the Company's capital investment program for fiscal 2009 and 2010. The facility has a maximum term of five years and a total amortization period of eight years.

In December 2009, the board of directors has constituted a strategic review committee of independent directors to investigate and evaluate the various strategic alternatives available to IPL. The strategic review committee is comprised of Messrs. Pierre Racine (Chairman), Alain Michel and Jean-Yves Leblanc. IPL has retained Ernst & Young Orenda Corporate Finance Inc. as advisors to assist in this process.

ITEM 3: NARRATIVE DESCRIPTION OF THE BUSINESS

3.1 General

The Corporation is one of the largest players in the Canadian plastics industry. It employs close to 900 people and maintains business and technological relations with many national and international industry leaders. The Corporation is primarily engaged in the design, manufacturing and marketing of moulded, plastic resin-based products through injection and extrusion.

IPL's activities are grouped into two large activity segments: packaging products and industrial products. The industrial products segment is divided into two additional segments: waste management /materials handling and engineered products.

In 2008-2009, packaging-related products represented 50% of the Corporation's consolidated sales, and environment/materials handling and engineered products represented 32% and 18%, respectively.

The Corporation's principal market is North America. Its products are manufactured out of its four plants located in St-Damien, Quebec, St-Lazare, Quebec, Lawrenceville, Quebec and Edmundston, New Brunswick.

3.2 Industry Overview

The North American industry for plastic packaging and material handling products has been growing steadily in recent years. In certain sectors, notably industrial pails, plastic products currently represent approximately 85% of sales, whereas in 1977 they represented 12%. This growth can be accounted for, among other things, by the positive impact of recycling and environmental initiatives undertaken by governments, and the selection by users of a competitively priced product combining durability, sturdiness, and ease of handling and transport.

Moreover, demand for plastic products has increased because plastic, which is durable and corrosion-resistant, has proven to be a better substitute for traditional material such as cardboard, wood, metal and glass.

3.3 Development Strategy

The key aspects of the Corporation's development strategy are as follows:

Product Development

The Corporation focuses its development on innovation and on the diversity of the products it offers its customers. In accordance with this strategy, it has invested heavily in implementing state-of-the-art management methods and research and development of new products and processes. The automation of its operations and acquisition of high-performance production equipment are also key aspects of its development strategy.

Quality Management

The other aspect of the Corporation's strategy is based on a quality-management approach that aims to control the main factors likely to influence the quality of products and customer service. Ongoing employee training, adoption of preventative measures to minimize the risk of defects and manufacturing rejects, and regular systematic analysis of customer needs are all actions that the Corporation takes to limit undesirable fluctuations likely to impact the quality of its products and customer service.

Over the years, the Corporation has obtained world-recognized quality certifications, including ISO 9001, TS 16949 (automotive industry) and HACCP/IMS (food industry), a reflection of the optimal quality of the value-added products offered to its customers and its constant efforts to meet their needs.

3.4 Products

Packaging Products

The Corporation manufactures and markets pails and packaging containers in over 100 formats, from 250 millilitres to 22 litres, for use in the transport and sale of such products as prepared salads, marinated meats, preserves, detergents, paint, chemical fertilizers, cat litter, chlorine, joint compound and paving and roofing sealants. These products are sold to over 500 businesses throughout Canada and the United States. The Corporation also has a well-established network of distributors.

The Corporation manufactures several lines of containers equipped with an integrated safety seal. This patented safety system prevents the lid from being opened without first breaking the safety seal. It allows visual detection of any tampering and improves the cover seal. This line of containers has enabled the Corporation to make major inroads into the North American agri-food market sector.

In fiscal 2008-2009, IPL continued to develop “oxygen barrier” technologies for food packaging. Environmentally friendly, these solutions help improve the conservation and aromatic quality of food by reducing the oxygen permeability of containers. The Corporation also began producing and marketing its new IML Round container; this container is part of the packaging product segment’s development strategy. This thin-walled container is up to 10% lighter than the products the Corporation currently manufactures using the injection moulding process. It is also fully recyclable. The weight reduction means that less plastic is used and freight costs are lower. This project first required the investment of $4.3 million at the IPL plant in Edmundston, New Brunswick, for the addition of an injection press and robots, as well as development of moulds used to produce containers and lids.

Environment and Materials Handling Products

The Corporation has been supplying products for the environment and materials handling market since 1965. Today, it offers over 40 value-added products. It manufactures and distributes a large variety of crates for many industries, rigid and collapsible containers marketed under the SmartCrate™ brand name, primarily for product transport for a variety of industries, and a range of bins for recycling and garbage collection.

The Corporation is sensitive to the needs of waste and materials handling product users and each year develops new products for them. Over the last five years, the Corporation has invested heavily in developing integrated waste management products. In 1991, the Corporation was the first Canadian manufacturer to mould wheeled carts for the automated collection of waste and recyclable materials. The Corporation has signed numerous agreements in recent years with Canadian and American municipalities.

In 2008 and 2009, the Corporation developed new moulds and acquired injection presses and robots so as to increase its high-tonnage moulding capacity in the Environment sector.

The investments enabled IPL to win major contracts in fiscal 2008-2009, such as:

- A mandate to manufacture and distribute wheeled carts for collecting waste, organic waste and recyclable materials for member municipalities of the Regional District of Central Okanagan, in British Columbia.

- A contract from the City of Boston, in Massachusetts, to manufacture wheeled carts specially designed for collecting recyclable waste materials and customized using the In-Mold Labelling technology.

During fiscal 2008-2009, the Corporation also introduced 120- and 240-L thin-walled wheeled carts.

Engineered Products

Engineered products, which consist of products manufactured with customer-owned moulds, is an important avenue for the Corporation's development, as it enables the Corporation to constantly hone its technological edge. To date, this activity sector has accounted for less than 30% of the Corporation's consolidated sales due to the typical mobility of the target clientele.

The Corporation has focused its custom moulding activities on highly-technical, specialized products primarily intended for industrial applications. Products manufactured include recreational vehicle components and hospital furniture parts.

To soften the impact of external factors that have negatively influenced the automotive industry's growth prospects, the Corporation has been in the process of rationalizing its activities since 2006. The rationalization is almost complete.

Fiscal 2008-2009 was marked by a decrease in sales in this sector due to the weak economy. The Corporation nevertheless continued to benefit from several multi-year contracts won last year. These contracts include the production of plastic components, primarily panels and lids, involved in the assembly of containers for the collection of recyclables and miscellaneous waste, installed along major arteries in the City of Toronto, as well as the manufacturing of control and service panels involved in making next-generation Frigidaire-brand electric and gas ranges manufactured by Electrolux.

Extruded Products

The St-Lazare (Quebec) plant has enabled the Corporation to manufacture various mouldings by process of extrusion, such as industrial pipes, maple syrup tubing and the seals and protective mouldings used in the construction and automotive sectors.

In fiscal 2008-2009, IPL began undertaken the design of a new high-performance polyethylene pipe that will reduce the cost of installing geothermal heating and air-conditioning systems.

The following table shows the percentage of consolidated sales for each principal product of the Corporation for the periods indicated:

	October 3, 2009	September 27, 2008	September 29, 2007
Packaging Products	50%	54%	52%
Waste and Material Handling Products....................	32%	24%	22%
Engineered Products and Extrusion	18%	22%	26%
	100%	100%	100%

3.5 Manufacturing Method

The Corporation has four production plants in Canada located in St-Damien, Quebec, St-Lazare, Quebec, Lawrenceville, Quebec and Edmundston, New Brunswick.

Resin-based plastic products manufactured by the Corporation are moulded by injection and extrusion processes.

Injection Process

The injection process involves inserting plastic resin in granulated form into a plastic cylinder. Colouring agents and stabilizers may be added to the resin to change the physical properties of the product. Under the effect of heat from the cylinder linings, the melted resin is injected into a water-cooled mould. Once formed and cooled, the part is ejected from the mould. The manufacturing cycle of a part may vary from five to 120 seconds depending on the type of part.

Extrusion Process

The extrusion process is identical to the injection process insofar as the plastifying of the plastic resin is concerned. Once plastified, the resin is continuously forced out of the plastic cylinder through a mould that gives it the desired shape and dimensions. The moulded product is then inserted by a caterpillar drive into a cooling system, through which it circulates at a pre-set speed. The parts are then automatically cut or rolled into the desired length.

Equipment

Equipment that is among the most modern in the North American moulded-plastics industry enables the Corporation to manufacture a wide range of top quality products. The Corporation has 84 injection moulding machines ranging from 100 to 3,500 tonnes, 14 offset printing presses for containers and covers, 16 extruders and over 600 active moulds belonging to the Corporation. Furthermore, it currently has about 40 robots carrying out different operations at all production levels.

Occasionally, the Corporation outsources when specific expertise is required. For its fiscal year ended October 3, 2009, the Corporation estimates that less than 2% of its production was outsourced.

3.6 Supply

The Corporation sources plastic resin from five main suppliers with plants in Canada and the United States. These purchases are made in US dollars. Other raw materials, such as colorants, stabilizers and packaging products, are purchased from reliable suppliers, for which alternate sources exist in all cases. The Corporation ensures that its suppliers have ISO or equivalent certification, as required by its quality assurance policy.

The Corporation has not had any supply issues in the past, except during the hurricane season in the fall of 2005. The Corporation has since put a contingency plan in place to avoid the possible negative consequences of such natural disasters.

3.7 Administration and Control

All the Corporation’s activities are overseen by a management team consisting of the President and Chief Executive Officer and six Vice Presidents. This centralized team ensures optimal control of the Corporation’s activities.

Planning, development, financing and corporate control, as well as assessment of expansion and acquisition projects, remain the domain of senior management.

Administrative and Finance Department

The administrative and finance department is responsible for, among other things, financial controls, accounting, data processing, budget planning, financing, governmental assistance, insurance, acquisitions and Lean Manufacturing.

Operations and Quality Management Department

The operations and quality management department is responsible for production, organization and coordination of the production teams and its auxiliary services, as well as modernization and expansion projects concerning the Corporation's plants. This department also monitors the reliability and compliance of the manufacturing processes and develops and monitors automation and maintenance programs for the production equipment.

In addition, the department verifies product compliance and implements corrective, preventive and continuous improvement measures, ensuring quality standards in the plants. By virtue of the autocontrol process applied by the production employees of the Corporation, this department ensures that the manufactured products comply with the quality requirements determined by engineering. It is also responsible for compliance with applicable standards through the maintenance of the quality management system (QMS) and the environmental management system (EMS).

Supply Chain Department

The supply chain department is responsible for managing and optimizing the supply chain. This department is also responsible for supply activities related to transport and inventories of raw materials and finished products, as well as the negotiation of purchase contracts.

Human Resource and Communications Department

This department is responsible for personnel hiring and development, labour relations and the administration of salaries and fringe benefits, as well as the coordination of occupational health and safety activities.

3.8 Research and Development

The Corporation has over 37 engineers, technicians and designers with state-of-the-art expertise in plastic resin moulding assigned to research and development (R&D) and production.

The Vice President, Research and Development, is responsible for research and development of new products and processes and improvement of existing products.

New Product Development

The Corporation's engineers have at their disposal all the computer-assisted design (CAD) equipment necessary to design products and to digitally simulate their structure and flow and cooling parameters. In particular, the Corporation has a three-dimensional design and drafting software to optimize engineering operations, speed up the requisite design time and considerably reduce prototype production. The Corporation develops and markets a number of new products each year.

Centre d’Innovation des Matériaux

In fiscal 2008-2009, IPL created a materials innovation centre that brings under one roof all efforts for the design and development of materials and new products. The mission of this centre, fitted with advanced equipment, is to reinforce the synergy of talents and skills in the Corporation’s team of professionals, increase the flexibility of development processes, shorten development lead times and improve cost controls.

Laboratory Performance Tests

The Corporation has a laboratory equipped with all the apparatus necessary to conduct various tests and analyses to ensure that the products perform and meet the customer's quality criteria.

Simultaneous Engineering

The work methods favoured by the Corporation encourage engineer/customer contacts before, during and after product development to better understand customer needs and clearly orient the production steps. Marketing and sales and research and development heads work closely together and form a team that focuses on total innovation.

3.9 Marketing, Sales and Distribution

The Corporation's products are sold through sales representatives or, in regions where sales volume does not warrant the presence of sales representatives, through sales agencies or distributors. The Corporation operates an efficient distribution network that serves close to 750 customers in Canada and the United States. For this purpose, it has regional sales offices and distribution centres strategically located within the territory served.

The director of marketing is responsible for product marketing under the supervision of the Vice President, Sales and Marketing.

The Corporation's products are sold under the supervision of the Vice President, Sales and Marketing, four sector directors and a customer service director. The sales team in Canada and the United States consists of national managers and account managers assisted by sales support agents, thus providing customers with efficient service and good technical support.

The Corporation participates in various trade fairs in Canada and in the United States, distributes catalogues of its products and promotes its products through specialty business magazines.

The following table shows the breakdown of the Corporation's consolidated sales for the territories it services and for the indicated periods.

	October 3, 2009	September 27, 2008	September 29, 2007
Canada	59.8%	59.4%	55.8%
United States	40.2%	40.6%	44.2%
	100%	100%	100%

3.10 Competition

There are approximately ten manufacturers of rigid plastic packaging containers on the Canadian market. In its target United States market, the Corporation competes with a larger number of manufacturers, including six major North American manufacturers. For environmental and material handling products, the Corporation competes with at least seven other major Canadian and American manufacturers. The custom-moulding market includes a large number of small and medium manufacturers who have limited their activities to very specific niches markets.

Part of the competition facing the Corporation's products comes from products manufactured with material other than plastic such as cardboard, wood, steel and glass. Plastic has proven to be superior to all these other materials in a large number of applications. The durability, appearance, recycling and resistance to corrosion of plastic products are some of the major attributes that ensure success in selling the Corporation's products in spite of competition.

Seasonal Fluctuations

Certain industries in which the Company’s products are sold experience their own seasonal fluctuations. Overall, such fluctuations have historically resulted in higher sales in the second half of the Company’s financial year.

3.11 Environmental Management System (EMS) and Health and Safety System (OHS)

As a North American manufacturer of plastic products by injection and extrusion, the Corporation demonstrates its concern for the environment by being certified ISO 14001. In order to comply with its environmental policy and limit the environmental impact of its activities, the Corporation has developed and implemented concrete programs for:

- Conservation of the natural resources used in the Corporation’s normal course of business, particularly “clean” energy sources like electricity and drinking water;
- Preventive measures aimed at protecting the water table and waterways, which particularly involve the control and recovery of any toxic or hazardous solid or liquid waste;

- Appropriate management of its main recyclable solid plant by-products through in-house use or shipment to recycling companies. This would cover materials such as plastic material waste and granulates, machine purges, bags, cardboard boxes, packaging film, paper, cardboard, batteries, aerosol cans and finally, wood pallets used to transport products;

- Implementation of emergency measures for fires and accidental spills of regulated, toxic or hazardous materials;

- Development of innovative products for the implementation of domestic recycling and separate waste collection programs in many North American cities and towns.

Through their adoption of the environmental policy and implementation of the EMS, the Corporation's officers have undertaken to respect the legal and regulatory requirements applying to the Corporation's activities and to set up environmentally-sound management practices in its plants in accordance with the guidelines of the above-mentioned programs. To achieve this, managers identified which organizational aspects represented a threat to the environment.

The Corporation considers its employees to be its most valuable asset, and therefore their health and safety of primary importance. In keeping with its commitment to the continuing improvement of its employees' well-being and in accordance with the guidelines of its OHS, the Corporation will maintain:

- The occupational health and safety committees created to eliminate accident risks in each of its plants;

- Its occupational health and safety prevention and awareness programs;

- Its prevention procedures, particularly with regard to moving machinery safety and locking, optimization of safe behaviour and use of tools in the workplace;

- Its internal health and safety information bulletins.

3.12 Human Resources and Employee Relations

The Corporation and its subsidiary currently employ close to 900 people.

Employees in the St-Damien, Quebec, production department and the employees of the plant located in St-Lazare, Quebec, have been unionized since 1974. On July 25, 2009, the Corporation renewed the collective agreement with unionized employees at its plants in St-Damien and St-Lazare, Quebec, represented by Service Employees Union (Local 800, FTQ). This contract expires on December 31, 2013. On May 22, 2008, the Corporation renewed the collective agreement of unionized employees at its Lawrenceville, Quebec, plant. This contract will be in force until December 31, 2012. In 2007, a four-year contract (expiring December 31, 2010) was signed with plant representatives in Edmundston, New Brunswick. Employees of the Corporation's subsidiary, IPL Products, Ltd., are not unionized. The Corporation and nonunionized employees review their agreements governing working conditions on an annual basis. The Corporation considers its relations with its employees to be very good.

The Corporation offers its employees a number of continuing-education programs Furthermore, in 1998, the Corporation set up a bonus program for its employees based on Corporation profitability.

3.13 Intellectual Property

The Corporation holds intellectual rights for many patents, industrial drawings and trademarks pertaining to its packaging and material handling products. In the Packaging segment, the Corporation holds, in particular, several Canadian and American patents on protection systems forming part of some of its container models. In the materials handling sector, the Corporation also has a number of Canadian and American patents for its containers used to transport fruits and vegetables, as well as its bread transport tray.

3.14 Fixed Assets

For the most part, the facilities and equipment that the Corporation owns, leases or operates comprise manufacturing facilities that include land, buildings (plants, warehouses and offices), rolling stock, equipment and tooling. The civic addresses and surface areas of the principal land and buildings as well as the sites allocated for storage, production and offices are as follows:

Address	**Land**	**Warehouse**	**Plant**	**Offices**
		(area in square meters)		
IPL Inc. 140 Commerciale Street St-Damien, Quebec..	600,000	19,475	17,096	2,903
Centre d'Innovation des Matériaux 61 Commerciale Street St-Damien, Quebec..	8,199	903	-	415
Entrepôt Métivier 29 rue de l'Entreprise St-Damien (Quebec)	18,974	9,555	-	-
IPL Inc. (St. Lazare plant) 130 Aubé Street St-Lazare, Quebec..	5,157	643	922	71
IPL Inc. (Edmundston plant) 20 Boyd Street Edmundston, New Brunswick	40,013	2,989	4,552	1,115
IPL Inc. (Lawrenceville plant) 2095 Dandenault Street				

Address	Land	Warehouse	Plant	Offices
		(area in square meters)		
Lawrenceville, Quebec (1)................................	13,000	2,798	1,225	270
Entrepôt Valcourt 9076, chemin de la Montagne Valcourt (Quebec) (1)	-	4,500	-	-
(1) This location is occupied pursuant to a lease				

The Corporation's land and buildings in St-Damien, Quebec, are encumbered by immovable hypothecs.

ITEM 4: DIVIDENDS

4.1 Dividends

During the last three fiscal years, the Corporation has paid the following dividends on its issued and outstanding shares:

	Multiples voting shares		Class C Preferred Shares(1)	
	Per share	Total	Per share	Total
Fiscal year ended	$	$		$
October 3, 2009..................................	0.00	0	-	1.00
September 27, 2008	0.00	0	-	1.00
September 29, 2007	0.00	0	-	1.00

(1) These shares confer the right to a fixed, annual and non-cumulative dividend in a global amount of $1.00.

At a meeting held on December 9, 2009, the Board of Directors declared a quarterly dividend of $0.03 per multiple voting share outstanding of IPL. The dividend is payable on January 22, 2010, to shareholders of record as of the close of business on December 23, 2009.

4.2 Dividend Policy

The Corporation normally pays out from 30% to 35% of its earnings as a shareholder dividend. Earnings permitting, it plans to maintain this dividend policy, provided its activities are not affected.

ITEM 5: CAPITAL STRUCTURE

The following is a summary of the Corporation’s authorized share capital as well as the main attributes of the classes of shares of such share capital.

5.1 Authorized Share Capital

Unlimited number of shares of the following classes:

- Multiple Voting Shares: without par value and carrying ten votes each.
- Subordinate Voting Shares: without par value and carrying one vote each.
- Class A Preferred Shares: without par value, no voting rights, preferred dividend, issuable in series.
- Class B Preferred Shares: without par value, no voting rights, preferred dividend, issuable in series.
- Class C Preferred Shares: with a par value of $1.00 each, no voting rights, fixed annual non-cumulative dividend in a global amount of $1.00 for this whole class shares.

Except for the voting and conversion rights, the multiple voting shares and subordinate voting shares have the same rights in all respects.

The Corporation's articles provided measures to protect the holders of Subordinate Voting Shares in the event of a take-over bid to acquire the Multiple Voting Shares.

5.2 Issued Share Capital

As at October 3, 2009, 14,490,246 Multiple Voting Shares were issued and outstanding. In addition, 1,802,100 Class C Preferred Shares were issued and outstanding.

On November 27, 2009, the Corporation signed a redemption of shares agreement related to the 1,802,100 Class C Preferred Shares for an amount of $135,158. These shares are non-voting and non-participating and have a par value of $1 each and a carrying value of $1,142,100.

ITEM 6: MANAGEMENT’S DISCUSSION AND ANALYSIS OF OPERATING RESULTS AND FINANCIAL POSITION

The “Management’s Discussion and Analysis of Operating Results and Financial Position” presented under “Management Discussion and Analysis” in the Corporation’s 2009 Annual Report is incorporated herein by reference.

ITEM 7: MARKET FOR SECURITIES

7.1 Market

The Multiple Voting Shares have been publicly traded since 1985 and listed on the Toronto Stock Exchange since 1999 under the symbol IPI.A.

7.2 Trading Price and Volume

The following table presents the price range as well as the number of Multiple Voting Shares traded on the Toronto Stock Exchange for each month of the fiscal year ended October 3, 2009:

Month	High ($)	Low ($)	Trading Volume
October 2008	2.80	1.99	99,501
November 2008	2.09	1.10	386,805
December 2008	2.25	1.15	223,430
January 2009	3.00	1.90	83,585
February 2009	2.94	2.22	91,685
March 2009	2.89	2.11	46,000
April 2009	2.89	2.31	77,300
May 2009	3.03	2.67	84,505
June 2009	2.82	2.20	56,655
July 2009	2.48	2.00	129,620
August 2009	2.37	2.12	328,174
September 2009	3.20	2.14	450,392

ITEM 8: DIRECTORS AND OFFICERS

8.1 Name, Occupation and Security Holding

The following table contains certain information on the current directors and officers. The directors of the Corporation are elected at the annual general meeting of shareholders for a term of office ending at the following annual general meeting or until their successor is duly elected, unless their position becomes vacant earlier.

François Béchard Quebec (Quebec) Director of the Corporation since February 14, 1975 *Secretary of the Board of Directors of the Corporation* *Independent* *Member of the Audit and Risk Management Committee and the Human Resources, Compensation and Governance Committee* **Multiple Voting Shares: 140,000**	Mr. François Béchard is a graduate engineer from Université Laval and has an MBA from the University of Western Ontario. He is President of F. Béchard & Associés Inc., a personal management company. This company offered financial and strategic management services from 1968 to December 31, 2005. He was Vice President, Finance, of the Corporation from 1973 to September 30, 2004. François Béchard is also a director of ADS Inc. and of the Corporation.
Serge Bragdon Ville Mont-Royal (Quebec) Director of the Corporation since February 7, 2006 *President and CEO of the Corporation* *Is not independent* **Multiple Voting Shares: 119,962**	Mr. Serge Bragdon is a CGA with an MBA degree. From 1998 to 2005, he held various management positions at Transcontinental Inc. Prior to that, he served as President and CEO of Uniboard Canada Inc. from 1994 to 1997. Between 1983 and 1994, he served, respectively, as Vice President and General Manager and as Vice President, Finance and Administration of Aliments Delisle Limitée. Mr. Bragdon has been the Corporation's President and CEO since December 20, 2005. In addition to being a director of the Corporation, Mr. Bragdon currently serves as a director of various companies, including Maetta Sciences Inc., IC2 (3681548 Canada Inc.) and IC3 (3903389 Canada Inc.).
Éric Doyon Beauceville (Quebec) *Vice President, Finance and Administration and Chief Financial Officer* **Multiple Voting Shares:** **33,200**	Mr. Éric Doyon is a chartered accountant. From 1999 to 2006, he served as Vice President, Finance at Manac Inc. Prior to that, he held various positions with accounting firms and manufacturing companies.
Jean-Yves Leblanc Montreal (Quebec) Director of the Corporation since February 7, 2006 *Independent* *Chairman of the Human Resources, Compensation and Governance Committee* **Multiple Voting Shares: 0**	Mr. Jean-Yves Leblanc is an engineer and has an MBA. He was President and Chief Operating Officer for Bombardier Transportation from 1986 to 2000 and served as its Chairman of the Board from 2001 to 2004. Before filling these positions, he worked as a member of management for Marine Industries where he served as Vice President, hydro-electric division, and Executive Vice President and Chief Operating Officer respectively. Prior to that, from 1973 to 1981, he was Vice President, then President, of Sométal Atlantic Ltée. Since 2004, Mr. Leblanc has served as a director of various corporations including ADS Inc., KUVERA s.a., Pomerleau Inc., Premier Tech Ltd., Desjardins Securities Inc., Univalor S.E.C., Montreal Heart Institute, the Montreal Heart Institute Foundation, the Théâtre du Nouveau-Monde and the Pointe-à-Callières, Montreal Museum Archaeology and History.

Clément Métivier St-Damien (Quebec) Director of the Corporation since January 27, 1965 *Is not independent* **Multiple Voting Shares: 2,603,590**	Mr. Clément Métivier began his career with the Corporation in 1952. Since then, he has held various positions with the Corporation, and has been serving as one of its directors since 1965.
Julien Métivier St-Damien (Quebec) Director of the Corporation since January 27, 1965 *Chairman of the Board of the Directors of the Corporation* *Is not independent* **Multiple Voting Shares:** **2,747,656**	In 1960, Mr. Julien Métivier obtained a master's degree in commercial sciences, with option in industrial management from Université Laval. After graduating from Université Laval, he began his career with the Corporation, working in the cost and accounting department from 1960 to 1962, then as assistant sales manager (1962-1964), director and manager of sales (1965-1971), director of marketing (1972-1980) and from 1981 to October 1986, as Executive Vice President. From November 1986 to January 4, 2006, he served as President and CEO. Since February 2006, he has been serving as Chairman of the Board of Directors.
Rémi Métivier Quebec (Quebec) Director of the Corporation since July 30, 1964 *Is not independent* **Multiple Voting Shares: 2,604,416**	Mr. Rémi Métivier began his career with the Corporation in 1952. From 1952 to 1971, he served both as director of production and director of sales. From 1971 to 1983, he served as President of the Corporation, and from 1985 to February 2006, as Chairman of the Board of Directors.
Alain Michel Brossard (Quebec) Director of the Corporation since February 17, 2004 *Independent* *Chairman of the Audit and Risk Management Committee* **Multiple Voting Shares:** **0**	Mr. Alain Michel received a BA from Université de Montréal and a Master in Commerce from Université de Sherbrooke. Mr. Michel is a corporate director and Chairman of the Board of Directors of Groupe Cari-All Inc. (a shopping cart manufacturer) and a director of Rona Inc., DiagnoCure Inc. (biotechnology), the Corporation and La Survivance (insurance). From 2001 to 2005, Mr. Michel was also a management consultant at CDP Capital d'Amérique. From 1992 to 2000, he was Senior Vice President and Chief Financial Officer of Group Videotron Ltd. (telecommunications).
Pierre Racine Pointe-Claire (Quebec) Director of the Corporation since February 13, 1998 *Independent* *Member of the Audit and Risk Management Committee and Lead Director* **Multiple Voting Shares:** **5,000**	Mr. Pierre Racine received a Bachelor in Business Administration from Simon Fraser University in British Columbia. He has been President of the Quebec division of Managerial Design since July 2007. Prior to July 2007, he was President and Chief Operating Officer of Rolls-Royce Canada Limited. In 1999, he was President of Ferranti-Packard, a Rolls-Royce subsidiary. Previous, he held various management positions with Northern Engineering Industries. Mr. Racine currently serves as a director of public companies.

Michel Labadie Montreal (Quebec) Director of the Corporation since May 8, 2009 *Independent* *Member of the Human Resources, Compensation and Governance Committee* **Multiple Voting Shares:** **1,400,000**	Mr. Michel Labadie has an MBA from Harvard University and a Master's degree in statistics from McGill University. He has been President of Pros de la Photo since 1992. Previously, he served as Vice President, Portfolio Management and Venture Capital for the National Bank of Canada, and Vice President, Business Loans for Mercantile Bank. Mr. Labadie is also a director of other public and private companies.

The Corporation does not have direct information on the shares beneficially owned by the above-mentioned persons or over which they exercise control or direction. This information was provided by the directors individually.

8.2 Cease Trade Orders, Bankruptcies, Penalties or Sanctions

To the knowledge of the Corporation, no director or officer of the Corporation, or shareholder holding a sufficient number of securities of the Corporation to affect materially the control of the Corporation:

(a) is, as at the date of this Annual Information Form or has been, within the 10 years before that date, a director or officer of any corporation, including the Corporation, which, while that person was acting in that capacity,

(i) was the subject of a cease trade or similar order or an order that denied the relevant corporation access to any exemption under securities legislation, for a period of more than 30 consecutive days;

(ii) was subject to an event that resulted, after the director or officer ceased to be a director or officer, in the corporation being the subject of a cease trade or similar order or an order that denied the corporation access to any exemption under securities legislation, for a period of more than 30 consecutive days due to an event that occurred while the person performed such duties;

(iii) while the person acted in that capacity or within a year of that person ceasing to act in that capacity, became bankrupt, made a proposal under any legislation governing bankruptcy or insolvency or was subject to or instituted any proceedings, arrangement or compromise with creditors or had a receiver, receiver manager or trustee appointed to hold its assets; except for Alain Michel, when he was director of Cable Satisfaction International Inc., a corporation that, in July 2003, applied for protection under the *Companies Creditors Arrangement Act*. The plan of arrangement and reorganization proposed by Cable Satisfaction International Inc. was unanimously approved at the meeting of the company's creditors held on March 16, 2004 and was sanctioned by the Quebec Superior Court on March 19, 2004.

(b) has, within the 10 years before the date of this Annual Information Form, become bankrupt, made a proposal under any legislation governing bankruptcy or insolvency, or become subject to or instituted any proceedings, arrangement or compromise with creditors, or had a receiver, receiver manager or trustee appointed to hold the assets of the director, officer or shareholder in question; or

(c) has been subject to:

(i) any fines or sanctions imposed by a court pursuant to securities legislation or by a securities regulatory authority or has entered into a settlement agreement with a securities regulatory authority; or

(ii) any other fines or sanctions imposed by a court or regulatory body which would likely be considered material to a reasonable investor in making an investment decision.

ITEM 9: AUDIT AND RISK MANAGEMENT COMMITTEE

9.1 Audit and Risk Management Committee Charter

The charter of the Audit and Risk Management Committee sets out the responsibilities, obligations and requisite qualities of its members, as well as the terms of their appointment and dismissal and their relations with the Board of Directors. The full text of the charter is included in Schedule A to this annual information form.

9.2 Composition of the Audit and Risk Management Committee

As of the date hereof, the members of the Audit and Risk Management Committee were Pierre Racine, Alain Michel and François Béchard.

All the current members of the Audit and Risk Management Committee are independent directors.

9.3 Relevant Education and Experience

All the members of the Audit and Risk Management Committee have financially skills enabling them to understand the accounting principles used by the Corporation to prepare its financial statements and to assess the overall application of these principles. They also have relevant experience in analyzing and evaluating financial statements with a degree of complexity generally comparable to that of the Corporation's financial statements or in overseeing individuals involved in this type of activity. The members also understand the internal controls and procedures for financial reporting. For the relevant education and experience, see Section 8.1 of this Annual Information Form entitled "*Name, Occupation and Security Holding*".

9.4 Pre-Approval Policies and Procedures

The Audit and Risk Management Committee has first agreed to review and approve services to be rendered or that might be requested from the external auditors, more particularly, non-audit services provided to the Corporation and its subsidiary. The Corporation cannot retain the services of auditors to perform services other than those related to auditing unless such services have been specifically approved by the Audit and Risk Management Committee.

9.5 External Auditor Service Fees

The following table sets forth the fees billed by the Corporation's external auditors, Samson Bélair Deloitte & Touche, Chartered Accountants, for services rendered for fiscal years 2008 and 2009.

FEE CATEGORY	2009	2008
Audit Fees	$165,000	$165,000
Audit related Fees	$18,119	$8,040
Tax Fees	$150,155	$153,520
Other Fees	$29,465	$100,845
TOTAL	**$362,739**	**$427,405**

"Audit fees" include total fees paid to Samson Bélair Deloitte & Touche for auditing of the consolidated annual financial statements and other statutory audits and filings.

"Audit-related fees" include total fees paid to Samson Bélair Deloitte & Touche, in particular for advisory services regarding accounting standards and financial reporting.

"Tax fees" include total fees paid to Samson Bélair Deloitte & Touche for fiscal compliance, tax advice and planning, as well as consulting services in relation to the preparation of the Corporation's income, capital and sales tax returns.

"Other fees" include total fees paid to Samson Bélair Deloitte & Touche for all services other than those described above, including assisting the Corporation in meeting the requirements of National Instrument 52-109 (in 2008).

ITEM 10: RISK FACTORS

The "Risks and Uncertainties" and "Financial Instruments" sections of the Management Discussion and Analysis in the Corporation's 2009 Annual Report is incorporated herein by reference.

ITEM 11: PROCEEDINGS

The Corporation is party to certain legal proceedings in the normal course of the business activities. In the opinion of management and even though it is difficult to foresee or determine the final outcome of these disputes, and adequate provision has been set aside to cover any liability that might ensue from these proceedings; management further estimates that these proceedings will not have any material adverse effect on its earnings or its financial position in cases where these proceedings would not already be covered by insurance.

ITEM 12: TRANSFER AGENT AND REGISTRAR

The transfer agent and registrar for the shares of the Corporation is Computershare Trust Company of Canada. The register of transfers of the Corporation's Multiple Voting Shares is held at Computershare Trust Company of Canada located in its establishment at 1500 University Street, Suite 700, Montreal (Quebec) H3A 3S8.

ITEM 13: MATERIAL CONTRACTS

During the fiscal year ended October 3, 2009, the Corporation did not enter into any material contract outside the normal course of business.

ITEM 14: ADDITIONAL INFORMATION

Additional information including compensation of directors and executive officers, names of the principal shareholders of the Corporation as well as insiders' interests in material transactions, if any, is contained in the Management Proxy Circular prepared for the Annual General Meeting of Shareholders to be held on February 10, 2010. Some additional information on the Corporation is available on the SEDAR website (www.sedar.com).

Additional financial information may be also found in the 2009 annual report, including the audited comparative financial statements and notes thereto and the management discussion and analysis for the fiscal year ended October 3, 2009.

The following documents may also be obtained upon written request to the Communications Department of the Corporation at 140 Commerciale Street, St-Damien, Quebec G0R 2Y0:

i) this Annual Information Form of the Corporation, as well as any document or relevant pages of any document incorporated by reference in the Annual Information Form;

ii) a copy of the consolidated financial statements of the Corporation for its most recently completed fiscal year together with the accompanying report of the auditors and a copy of the most recent interim financial statements of the Corporation that were filed, if any, for any period subsequent to its fiscal year end, and

iii) a copy of the proxy circular of the Corporation in respect of its most recent annual meeting of shareholders.

<u>SCHEDULE A</u>

IPL INC.
(the "*Corporation*")

AUDIT AND RISK MANAGEMENT COMMITTEE CHARTER

APPOINTMENT

The Audit and Risk Management Committee is appointed by the Board of Directors by way of resolution. The Committee is composed of a majority of independent, financially-literate directors, at least one of whom has accounting or related financial expertise. The Committee members and Chairman are appointed by the Board of Directors. The Committee may from time to time invite any other person it deems appropriate to attend meetings and participate in the consideration and discussion of various issues being dealt with by the Committee.

QUORUM

A majority of the members of the Committee shall constitute a quorum.

LENGTH OF MANDATE

Committee members sit on the Committee until the first meeting of the Board held subsequent to the Annual General Meeting of shareholders after which the members of the Board were elected, or until they resign or are replaced. Any member that ceases to be a director ceases to be a Committee member. The Board may also relieve a member of his duties at any time.

PROCEEDINGS

The Committee calls and conducts its meeting in accordance with the same policy that governs meetings of the Board of Directors.

PRESENCE OF EXTERNAL AUDITORS

The external auditors attend the annual Committee meeting on the year-end results. The Chairman of the Committee may call a Committee meeting at the request of the external auditors.

POWERS

The Committee has the duties and powers specified in the laws governing the Corporation.

In carrying out its duties, the Committee or its representative has the authority to access the books, registers and accounts of the Corporation or its subsidiaries and to discuss these or any other matters regarding the financial position and results of the Corporation or its subsidiaries with the officers and internal or external auditors of the Corporation or its subsidiaries.

The Committee also has authority to conduct or authorize investigations into any matter within its scope of responsibility. It is empowered to:

- Retain independent counsel, accountants, or others to advise the Committee or assist in an inquiry, subject to approval of the Board of Directors;
- seek any information it requires from employees, all of whom are directed to cooperate promptly with the requests of the Committee or its representatives, subject to approval of the Board of Directors;
- meet with Corporation officers, internal and external auditors or outside counsel, as necessary, subject to approval of the Board of Directors.

PURPOSE

The Audit Committee assists the Board in fulfilling its oversight responsibilities for the financial management of the Corporation, the financial information presentation process, the internal control system, the performance of the internal and external audit function, identification and management of financial risks and the process implemented to assure Corporation's compliance with the applicable code of conduct and laws and regulations. The Committee will maintain good relations with the Board of Directors, management and the internal and external auditors in the performance of its duties.

MANDATE

1. Recommend the external auditors to the Board of Directors while reminding the Board that the client is the shareholders and not management.

2. Recommend to the Board of Directors the compensation to be paid to the external auditors.

3. Resolve disagreements between management and the external auditor on financial information;

4. Approve all services unrelated to auditing beforehand;

5. Establish procedures:

    - for the receipt, conservation and handling of complaints received regarding accounting, internal accounting controls and auditing;

    - for the confidential, anonymous transmission by employees of concerns that deal with questionable accounting or auditing matters;

6. Examine and approve the engagement policies for former and current partners and employees, and for the former or current external auditor.

7. Determine and confirm the independence of the external auditors.

8. Assess the performance of the external auditors.

9. Review with the external auditors the proposed scope and approach of their audit, and report to the Board of Directors any material concerns that the Committee or external auditors might have with regard to their work.

10. Periodically assess the need to implement an internal audit program. If such a function exists or is created:

    - Determine how the work will be performed;
    - examine the approach and scope of the program, audit plan and budget;
    - review the reports issued, including management's responses, on a quarterly basis;
    - remain up to date on the plans and activities of the function;
    - assess its performance;
    - ensure that management follows up on recommendations that have been accepted by management and the Committee.

11. Receive and discuss the external auditors' report following their review of the annual audited financial statements.

12. Review the quarterly unaudited financial statements that have been reviewed by the external auditors and review the press release, report to shareholders and other

written communications to be disseminated or filed with the regulatory authorities, and make a determination whether to recommend their approval by the Board of Directors.

13. Review the annual audited financial statements, as well as any other financial statements or reports that might require review by the Committee pursuant to the applicable laws or at the request of the Board, as well as any related financial information, including information contained in the annual report, management discussion and analysis, annual information form, prospectus, etc., and make a determination whether to recommend their approval by the Board of Directors.

    In doing so, the Committee should not forget to discuss with the external auditors, among other things, the acceptability and quality of the accounting principles and practices used, critical accounting estimates and material judgments affecting the Corporation's financial statements.

14. Receive and review the external auditors' reports following their final audit, as well as their subsequent management letters, with management's responses to the points contained in the letter.

15. Following the review with the external auditors of their comments and suggestions following on their audit, report to the Board of Directors on the following points:
    - The pertinence of the accounting books and bookkeeping;
    - the pertinence and effectiveness of the accounting, internal control and information systems, and the extent to which they are adequately and uniformly applied;
    - the competence and efficiency of accounting, finance and internal control personnel, as well as staffing of these functions.

16. Following a periodic assessment of the competence, performance and independence of the external auditors, make a determination whether to recommend renewal of their mandate to the Board of Directors, or, if deemed appropriate, revocation of their mandate, either by recommending that their mandate not be renewed, or that a shareholders' meeting be called to consider revocation.

17. After consulting with the internal and external auditors, request that management indicate to the Committee the Corporation's major risk exposures and measures taken to control such exposure, and report to the Committee on this matter at each of its regular meetings.

18. Review the effectiveness of the system for monitoring the Corporation's compliance with laws and regulations and the results of any non-compliance

investigation by management, and be sure to remain informed of any accounting fraud or irregularity.

19. Obtain from management at each quarterly meeting a certificate stating that the Corporation is in compliance with all legal and regulatory requirements, has effected no off-balance sheet transactions, is not in default of any loans or agreements and has complied with the foreign exchange hedging policy.

20. Review the status of pending or potential legal actions and litigation quarterly.

21. Ensure that a code of ethics exists and that all employees are aware of it, review the system established to ensure that it is followed, and stay informed of any related incidents at least annually or whenever any material incident occurs.

22. Periodically consider major issues related to accounting and the presentation of reports and statements, including the most recent professional and regulatory statements.

23. Ensure the adequacy of the general insurance portfolio of the Corporation and its subsidiaries, and make the appropriate recommendations to the Board of Directors.

24. Review and report to the Board on the debts and contractual obligations of the Corporation and its subsidiaries, as well as any off-balance sheet transactions.

25. Meet separately with the external auditors and management after the annual meeting, if required.

26. Review the Committee charter annually and update it as required.

27. Have the performance of the Committee and its members reviewed annually according the governance policy established by the Board of Directors.

28. Confirm annually that the Committee is performing all the duties and responsibilities described in its charter.

29. Perform any other work related to its charter that the Board may request.

MINUTES

Minutes will be prepared following each Committee meeting, and will be included in the Corporation’s minute book. Directors may request a copy of the minutes.

BOARD REPORTING

The Committee will make a verbal report to the Board of Directors at the Board meeting following the Committee meeting. A summary of this verbal report will be included in the minutes of the Board meeting.

COMPENSATION

The Committee members will be remunerated for their services in this capacity as determined by the Board of Directors.