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921, CHEMIN DE LA RIVIERE-DU-NORD SAINT-JEROME A8 J7Y 5G2 (450) 432-5466 921, CHEMIN DE LA RIVIERE-
DU-NORD SAINT-JEROME A8 J7Y 5G2 6-K 1 lionelectric6-kcoverpagede.htm 6-K DocumentUNITED
STATESSECURITIES AND EXCHANGE COMMISSIONWashington, D.C. 20549FORM 6-KREPORT OF FOREIGN
PRIVATE ISSUERPURSUANT TO RULE 13a-16 OR 15d-16UNDER THE SECURITIES EXCHANGE ACT OF 1934For the
month of December, 2024Commission File No. 001-40387 THE LION ELECTRIC COMPANY(Translation of
registrantâ€™s name into English)921 chemin de la RiviÃ“re-du-NordSaint-JÃ©rÃ©me (QuÃ©bec) J7Y 5G2(Address of
principal executive office)Indicate by check mark whether the registrant files or will file annual reports under cover of
Form 20-F or Form 40-F.Form 20-F â˜ Form 40-F â˜'Indicate by check mark if the registrant is submitting the Form 6-K
in paper as permitted by Regulation S-T Rule 101(b)(1): â˜ Indicate by check mark if the registrant is submitting the
Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7): â˜ EXHIBIT INDEXExhibitNumberDescription of
Exhibit99.1Material Change Report SIGNATURESPursuant to the requirements of the Exchange Act, the registrant has
duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized. THE LION ELECTRIC
COMPANYDate: December 20, 2024By:/s/ Dominique PerronName:Dominique PerronTitle:Chief Legal Officer and
Corporate Secretary EX-99.1 2 exhibit991-materialchanger.htm EX-99.1 DocumentForm 51-102F3MATERIAL CHANGE
REPORTItem 1 Name and Address of CompanyThe Lion Electric Company (the â€œCompanyâ€)921, chemin de la
RiviÃ“re-du-NordSaint-JÃ©rÃ©me (QuÃ©bec) J7Y 5G2Item 2 Date of Material ChangeDecember 16, 2024.Item 3 News
ReleaseA news release disclosing the material change was disseminated via the facilities of a recognized news service
and filed on the System for Electronic Document Analysis and Retrieval (SEDAR+) before markets opened on December
17, 2024. Two further news releases in respect thereof were disseminated via the facilities of a recognized news service
and filed on SEDAR+ on December 18, 2024 and December 19, 2024.Item 4 Summary of Material ChangeOn December
17, 2024, the Company announced that (i) it was in default pursuant to the terms of its senior revolving credit
agreement entered into with a syndicate of lenders represented by National Bank of Canada, as administrative agent
and collateral agent, and including Bank of Montreal and Federation des Caisses Desjardins du QuÃ©bec (the
"Revolving Credit Agreement"), its loan agreement entered into with Finalta Capital Fund, L.P., as lender and
administrative agent, and Caisse de dÃ©pÃ©t et placement du Quebec (through one of its subsidiaries), as lender (the
"Finalta CDPQ Loan Agreement"), and other debt instruments providing for cross-default or cross acceleration
provisions, and (ii) as a result of the foregoing, the Company expected to seek creditor protection under the Companies'
Creditors Arrangement Act ("CCAA") in order to restructure its business and financial affairs and pursue a formal sales
and investment solicitation process ("SISP") in respect of the Company's business or assets.On December 18, 2024, the
Company announced that the Company and its subsidiaries had applied to the Superior Court of Quebec (Commercial
Division) (the "Court") for an initial order to seek protection from their creditors under the CCAA. On December 19,
2024, the Company further announced that the Court had issued an initial order granting the Company and its
subsidiaries protection under the CCAA and that the Court had issued an order approving a sale and investment
solicitation process in respect of the Company's business or assets.Page 1Item 5 Full Description of Material ChangeOn
December 17, 2024, the Company announced (i) the expiry of the covenant relief period under the Revolving Credit
Agreement as well as the maturity of the Finalta CDPQ Loan Agreement, which resulted in the Company being in
default pursuant to the terms of the Revolving Credit Agreement, the Finalta CDPQ Loan Agreement and other debt
instruments providing for cross-default or cross acceleration provisions, and in the Company's lenders having the ability
to exercise their rights and request immediate repayment of amounts borrowed by the Company, and (ii) that, as a
result of the foregoing, the Company expected to seek creditor protection under the CCAA in order to restructure its
business and financial affairs and pursue a formal SISP in respect of the Company's business or assets.On December
18, 2024, the Company announced that the Company and its subsidiaries had applied to the Court for an initial order to
seek protection from their creditors under the CCAA. On December 19, 2024, the Company further announced that the
Court had issued an initial order granting the Company and its subsidiaries protection under the CCAA and that the
Court had issued an order approving a sale and investment solicitation process in respect of the Company's business or
assets. In addition, the initial order from the Court provides for, among other things, (i) the appointment of Deloitte
Restructuring Inc. as monitor of the Company in order to assist the Company with its restructuring efforts and to report
to the Court, (ii) a stay of proceedings in favor of the Company and its subsidiaries, including a stay of creditor claims
and exercise of contractual rights, and (iii) the approval of debtor-in-possession financing provided by the lenders under
the Revolving Credit Agreement in order to fund the SISP and the Company's operations during the restructuring
process. Trading in the common shares and other listed securities of the Company on the Toronto Stock Exchange
("TSX") and the New York Stock Exchange (the "NYSE") has been suspended. The TSX has put the Company under
delisting review under its expedited review process and the NYSE has commenced delisting proceedings against the
Company. It is anticipated that trading in the Company's listed securities will continue to be suspended until completion
of the review and proceedings undertaken by the TSX and the NYSE.Item 6 Reliance on subsection 7.1(2) of National
Instrument 51-102Not applicable.Item 7 Omitted InformationNot applicable.Item 8 Executive OfficerDominique Perron,
Chief Legal Officer and Corporate SecretaryTelephone: +1 (450) 432-5466Item 9 Date of ReportDecember 20,
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