

**NOTICE OF HEARING TO PROPOSE SETTLEMENT OF CLASS PROCEEDING  
REGARDING PARTICIPATING CO-OPERATIVES OF ONTARIO TRUSTEED  
PENSION PLAN**

**IF YOU WERE ENTITLED TO PAYMENTS, CURRENT OR DEFERRED, UNDER THE PARTICIPATING CO-OPERATIVES OF ONTARIO TRUSTEED PENSION PLAN (THE “PLAN”) AFTER JUNE 1, 1994, THIS NOTICE AND THE UPCOMING HEARING MAY AFFECT YOUR RIGHTS. PLEASE READ THIS NOTICE CAREFULLY.**

This is a court-approved notice to people who may be members of the Class in the above-noted class proceeding. It describes the class proceeding, the class of people affected, the proposed settlement and the details of the hearing before the Court on April 16 and 17, 2008 in Toronto to consider and approve the proposed settlement.

***Background***

In February 2003, Marsha Martin and Fern Camirand (the “Plaintiffs”) started a lawsuit against the current and former trustees, the current and former custodians, former investment consultant and asset manager, former actuaries and former legal counsel of the Plan (collectively, the “Defendants”).

In their lawsuit, the Plaintiffs allege that the acts, errors and omissions of the Defendants caused significant losses to the Fund resulting in a decline in the ratio of Fund assets to liabilities and a reduction in pension benefits promised to Plan members. The Plaintiffs also allege that certain benefit reductions imposed upon some pensioners were improper. Accordingly, the Plaintiffs seek restitution, or alternatively damages, from the Defendants for negligence, breach of trust and breach of fiduciary duty on behalf of themselves and a class of Plan members.

On February 10, 2005, the Plaintiffs’ lawsuit was certified as a class proceeding by Order of Justice Winkler of the Ontario Superior Court of Justice. Pursuant to the Order, the Plaintiffs were appointed to represent the Class of all persons, wherever resident, who, after June 1, 1994, were entitled to payments, current or deferred, under the Plan (“Class Members”). Pursuant to the Order, the lawsuit was also dismissed as against current Plan Trustees Michael Barrett and John Reby as well as CIBC Mellon Trust Company and discontinued as against Turnbull and Turnbull Ltd., the Estate of John A. Turnbull, deceased, Louis Ellement, Anthony F. Cooper and Anthony F. Cooper Actuarial Services Limited.

As a potential Class Member, you were sent a Notice of Certification in April 2005 describing your opportunity to opt out of the class proceeding on or before June 30, 2005. If you did not opt out or if you have revoked any earlier opt-out, you are deemed to be a Class Member and will therefore be affected by the Proposed Settlement described below.

### ***Summary of the Proposed Settlement***

The Plaintiffs and Defendants have reached a tentative conditional settlement on behalf of the Plaintiffs and all Class Members (the "Proposed Settlement"). The Proposed Settlement, which is subject to a number of outstanding conditions and is subject to court approval on April 16 and 17, 2008, can be briefly summarized as follows:

1. A payment of \$13,926,195.50 (the "Settlement Amount") will be paid to resolve all claims in respect of the Defendant trustees, the current and former Plan custodians and the former legal advisers of the Plan (the "Settling Defendants"). The payment will be made without any admission of liability or wrongdoing by any Settling Defendant;
2. The Plaintiffs' legal fees and disbursements shall be paid from the Settlement Amount. There shall also be deducted from the Settlement Amount such amounts as are required to be paid to the Ontario Class Proceedings Fund (i.e. the sum of the amount of any financial support paid by the Fund and 10 per cent of the amount of the award or settlement to which class members are entitled);
3. The net proceeds from the Settlement Amount shall be deposited into the Plan's trust fund and shall be utilized to provide benefits to any members and former members of the Plan entitled to payments from the Plan as at the Plan's wind-up date, namely March 31, 2003; and
4. All benefits under the Plan shall be determined by an administrator appointed by the Ontario Superintendent of Financial Services.

If you are a class member and wish to see the full and authoritative terms of the Proposed Settlement, please contact Koskie Minsky LLP at the address below.

This Proposed Settlement was reached in conjunction with separate efforts to mediate a resolution of a related proceeding before the Financial Services Tribunal ("FST Proceeding"). The details of the tentative settlement reached in the FST Proceeding, which is subject to a separate process, are provided in a separate notice.

If you agree with the Proposed Settlement, you are not required to take any further action, except as described in the following paragraph. If the Proposed Settlement is approved by the Court, you will share in the Proposed Settlement, if you qualify as a Class Member entitled to benefits under the Plan as at March 31, 2003, you have not opted out of the class proceeding and to the extent that you have not already been compensated by your employer. Those Class Members who were not entitled to any payments from the Plan as at the wind-up date will not share in the Proposed Settlement as their benefits under the Plan have already been paid.

If you are a class member, whose existence and current address is known to the Plan administrator, you will receive a copy of this Notice by mail shortly after February 14, 2008. If you believe that you qualify as a class member, but do not receive this notice by mail by March 3, 2008, you must immediately write to:

Participating Co-Operatives Class Action  
Koskie Minsky LLP  
20 Queen Street West  
Suite 900, Box 52  
Toronto, ON M5H 3R3  
Tel: 1-866-474-1740  
Fax: 416-204-2897  
Email: cooperativespension@kmlaw.ca  
Website: www.kmlaw.ca

and ensure that your letter is received by Koskie Minsky LLP by no later than April 10, 2008. If you fail to do so, the Plan administrator will have no record of you and any entitlements potentially owed to you. As such, you will not receive important letters by mail, you may not share in the Proposed Settlement and you will not be able to pursue your rights in these matters in the future.

### ***Class Counsel Fees***

The Plaintiffs are represented by Koskie Minsky LLP and Groia & Company Professional Corporation. Class Counsel will seek court approval for fees not exceeding \$4,750,000, exclusive of G.S.T., other applicable taxes and disbursements.

### ***The Court Approval Hearing***

The Plaintiffs and their lawyers believe that the Proposed Settlement is a fair settlement that will improve the position of Class Members and avoid years of litigation with uncertain results.

The Plaintiffs' lawyers will therefore appear before the Court of the Ontario Superior Court of Justice at the Court House located at 361 University Avenue, Toronto, Ontario on April 16 and 17, 2008 at 10:00 a.m. (the "Court Dates") to request that the Court consider and approve the Proposed Settlement.

Class Members are entitled, but not required, to attend the hearing before the Court to make submissions, with or without legal counsel, on the fairness and adequacy of the Proposed Settlement. Class Members, or their legal counsel, who wish to make submissions before the Court, are requested to forward submissions that:

- a) are in writing;
- b) indicate the class member's full name, current mailing address and telephone number;
- c) contain a brief statement of the nature of and reasons for the class member's comments;
- d) indicate whether the class member or his/her representative intends to appear at the court hearing in person or by counsel and if by counsel, the name, address, telephone number, fax number and e-mail address of counsel; and

e) are received by the Plaintiffs' lawyers' Koskie Minsky LLP at the address below on or before March 24, 2008.

The Plaintiffs' lawyers can be contacted at Koskie Minsky LLP's address above.

**PLEASE DO NOT CONTACT THE COURT OR THE REGISTRAR OF THE COURT ABOUT THIS CLASS PROCEEDING. THEY ARE NOT ABLE TO ANSWER YOUR QUESTIONS.**

Cet avis est aussi disponible, sur demande, en français.

Dated: February 13, 2008