

**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

**IN THE MATTER OF THE *BANKRUPTCY AND INSOLVENCY ACT*,
R.S.C. 1985, c. B-3, AS AMENDED**

**AND IN THE MATTER OF THE PROPOSAL OF METROLAND MEDIA GROUP LTD.
OF THE CITY OF TORONTO, IN THE PROVINCE OF ONTARIO**

**NOTICE OF APPOINTMENT OF REPRESENTATIVE COUNSEL TO NON-UNION
EMPLOYEES**

On September 15, 2023, Metroland Media Group Ltd. ("**Metroland**") filed a Notice of Intention to Make a Proposal ("**NOI**") pursuant to section 50.4(1) of the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3 and terminated its employees without paying severance pay and other amounts owing to the employees. The firm of Grant Thornton Limited ("**GTL**") is the proposal trustee in Metroland's NOI proceedings.

TAKE NOTICE THAT, pursuant to the Order of the Ontario Superior Court dated October 13, 2023, the law firm of Koskie Minsky LLP ("**KM**") was appointed as Representative Counsel to all non-unionized individuals who were employed by Metroland and who have been terminated as of 5:00 pm on the day prior to the Creditors Meeting, or who are owed deferred salary payments under the Voluntary Departure Program or other amounts as of September 15, 2023. A copy of the Order is enclosed for your reference. Contact Information for Representative Counsel is below:

Website: kmlaw.ca/cases/metroland-media-group-ltd/

Email: metrolandemployees@kmlaw.ca

Toll-free Hotline: 1-833-786-0017

IF YOU DO NOT WISH TO BE REPRESENTED in the proceeding by KM as Representative Counsel and wish to represent yourself or be represented by another lawyer at your own cost, you must, before October 24, 2023, provide notice in writing (by letter or email) to both KM and GTL indicating that you wish to opt-out of such representation:

Koskie Minsky LLP
20 Queen Street West
Suite 900, Box 52
Toronto, ON M5H 3R3

Attention: Metroland Media Group Ltd.
Employee Representative Counsel

E-mail: metrolandemployees@kmlaw.ca

Grant Thornton Limited
200 King Street West, 11th Floor
Toronto, Ontario, M5H 3T4

Attention: Jonathan Krieger
Proposal Trustee

E-mail: metroland@ca.gt.com

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

THE HONOURABLE)
)
JUSTICE OSBORNE) **FRIDAY, THE 13th**
DAY OF OCTOBER, 2023

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O R D E R

THIS MOTION, made by John Willems was heard this day via video conference at, Toronto, Ontario.

ON READING the Affidavit of John Willems, sworn October 12, 2023, and on hearing the submissions of counsel to John Willems and other terminated non-union employees and counsel to Metroland Media Group Ltd. ("**Metroland**"),

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record is hereby abridged and validated so that the motion is properly returnable today and that further service is hereby dispensed with.
2. **THIS COURT ORDERS** that Koskie Minsky LLP ("**KM**") is appointed as Representative Counsel in accordance with section 126(2) of the *Bankruptcy and*

Insolvency Act, R.S.C. 1985, c. B-3 (“**BIA**”) to all non-unionized individuals who were employed by Metroland and who have been terminated as of 5:00 pm on the day prior to the Creditors Meeting and who are owed amounts for severance and termination pay, deferred salary payments under the Metroland Voluntary Departure Program or any other arrangements, (collectively, the "**Non-Union Employees**", or individually, "**Non-Union Employee**") in the Proposal proceedings or in any other insolvency proceeding which may be brought before this Honourable Court pertaining to Metroland (the "**Proceedings**"), including for the purpose of administering a settlement in respect of the claims of the Non-Union Employees (the "**Settlement**").

3. **THIS COURT ORDERS** that John Willems (the "**Non-Union Employee Representative**") is hereby appointed as the representative of all Non-Union Employees in the Proceedings, and to act in the overall best interests of the Non-Union Employees in respect of the Proceedings.
4. **THIS COURT ORDERS** that the Non-Union Employee Representative and Representative Counsel shall represent the Non-Union Employees in the Proceedings (other than for a Non-Union Employee who has opted out of representation by the Non-Union Employees' Representative and Representative Counsel pursuant to paragraph 11 hereof), and that the Non-Union Employees shall be bound by the actions of the Non-Union Employee Representative and Representative Counsel in the Proceedings.
5. **THIS COURT ORDERS** that Representative Counsel and the Non-Union Employee Representative may jointly appoint three to five Non-Union Employees to form an ad-hoc committee (the "**Committee**") to liaise with Representative Counsel and who will fairly

and diligently represent the interests of Non-Union Employees in respect of the Proceedings.

6. **THIS COURT ORDERS** that KM's mandate as Representative Counsel for the Non-Union Employees in respect of the Proceedings and/or a Settlement is specifically limited to advancing the interests of Non-Union Employees in the Proceedings, and shall include:

- (a) liaising with Grant Thornton Ltd. (the "**Proposal Trustee**") and Metroland in determining and/or settling the amounts of the Non-Union Employee claims (individually, a "**Claim**", as defined herein, or collectively, the "**Claims**") in relation to their employment contracts with Metroland;
- (b) advocating for the Non-Union Employees' interests with respect to a Proposal filed by Metroland in the Proceedings ("**Proposal**");
- (c) reviewing the findings and conclusions of the Proposal Trustee in respect of a Proposal;
- (d) responding to inquiries from Non-Union Employees regarding their Claims, the Proceedings and a Proposal;
- (e) providing a recommendation to the Non-Union Employees about whether to vote in favour of a Proposal;
- (f) filing the Claims on behalf of the Non-Union Employees with the Proposal Trustee and voting the Claims by letter by 12:00 pm Eastern time the day prior to the meeting of creditors in respect of a finalized Proposal of Metroland, or with a trustee in bankruptcy, as the case may be, in accordance with the direction of the Committee;
- (g) representing Non-Union Employees and taking a position on their behalf at any motions in the Proceedings relevant to the Non-Union Employees; and

7. **THIS COURT DECLARES** that a Claim is defined as any amount owing to a Non-Union Employee which has now arisen or may arise under (a) law or equity and/or (b) federal or provincial legislation or regulations thereunder, including but not limited to, employment standards legislation or any other provincial or federal legislation, or

regulation applicable to the Non-Union Employees (collectively, "**Applicable Laws**"), including vacation pay and payments under the *Wage Earner Protection Program Act*, S.C. 2005, c. 47, s. 1; and/or qualify as a secured claim under sections 81.3 and/or 81.4 of the BIA, as applicable.

8. **THIS COURT ORDERS** that Representative Counsel shall have access to and be provided with copies of all records and data with respect to the Non-Union Employees relevant for the purpose of the mandate herein and as agreed to by the Proposal Trustee and which are kept by Metroland under Applicable Laws, whether on paper, electronic or any other form.
9. **THIS COURT ORDERS** that Representative Counsel may rely upon the information and directions received from the Committee and/or the Non-Union Employee Representative in carrying out the mandate of Representative Counsel in accordance with this Order, and shall not be required to communicate with or accept instructions from individual Non-Union Employees, unless so directed by further order of the Court.
10. **THIS COURT ORDERS** that pursuant to section 7(3)(c) of the *Personal Information Protection and Electronic Documents Act*, S.C. 2000, c. 5, the Proposal Trustee and Metroland are authorized and permitted to disclose personal information of individuals who are believed to be Non-Union Employees to Representative Counsel, and Representative Counsel shall maintain and protect the privacy of such information and shall limit the use of such information to its role as Representative Counsel in the Proceedings.

11. **THIS COURT DECLARES** that any individual Non-Union Employee who does not wish to be represented by KM in the Proceedings shall, within seven business days of the issuance of this Order, notify KM and the Proposal Trustee in writing that he or she is opting out of representation by KM and shall thereafter not be bound by the actions of KM and is free to represent himself or herself, or be represented by any other counsel that he or she may retain at his or her own expense.
12. **THIS COURT ORDERS** that KM shall forthwith from the date of issuance of this Order, send a notice (“**Notice**”) substantially in the form attached hereto as **Schedule “A”** by email to all of the Non-Union Employees for which email contact information is available and shall post the Notice on the Proposal Trustee’s and KM’s websites in respect of the Proceedings.
13. **THIS COURT ORDERS** that Representative Counsel is authorized to take all steps and to do all necessary or desirable acts in carrying out the terms of this Order, including dealing with any regulatory body and any other government or ministry, department or agency, and to take all such steps as are necessary or incidental thereto.
14. **THIS COURT ORDERS** that KM, as Representative Counsel, shall be at liberty to appoint, employ, or retain a professional or expert advisor (an "**Agent**") from time to time as KM, as Representative Counsel, may consider necessary or desirable to carry out the provisions of the Order, acting reasonably.
15. **THIS COURT ORDERS** that KM, and any Agent retained by KM shall not have any liability as a result of KM's appointment as Representative Counsel or the fulfilment of

its duties in carrying out the provisions of this Order, except for claims based on gross negligence or wilful misconduct on their part.

16. **THE COURT ORDERS** that the reasonable professional costs incurred by Representative Counsel on behalf of the Non-Union Employees in respect of the Proceedings, both before and after the date of this Order, shall be paid by Metroland as part of the Proposal, or from the estate of Metroland in the event of its bankruptcy, in either case on the provision of accounts by KM, which may be redacted for confidentiality, provided such fees do not exceed \$100,000 plus taxes and disbursements, and are subject to further order of the Court.
17. **THIS COURT ORDERS** that KM shall be at liberty and is authorized at any time to apply to this Court for advice and directions in the discharge or variation of its powers and duties as Representative Counsel in respect of the Proceedings.
18. **THIS COURT ORDERS** that this Order is subject to any further order of the Court in respect of these matters.

JUSTICE OSBORNE

SCHEDULE “A”

Court File No.: BK-23-02986886-0031

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ORDER

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Proposed Representative Counsel for Non-Union
Employees