

SUPREME COURT OF NOVA SCOTIA

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C., c. C-36,  
AS AMENDED

AND IN THE MATTER OF A PLAN OR ARRANGEMENT OF SALTWIRE NETWORK INC.,  
THE HALIFAX HERALD LIMITED, HEADLINE PROMOTIONAL PRODUCTS LIMITED, TITAN  
SECURITY & INVESTIGATION INC., BRACE CAPITAL LIMITED AND BRACE HOLDINGS  
LIMITED

BETWEEN:

Fiera Private Debt Fund III LP and Fiera Private Debt Fund V LP,  
each by their general partner, Fiera Private Debt GP Inc.

Applicants

-and-

Saltwire Network Inc., The Halifax Herald Limited, Headline Promotional Products Limited, Titan  
Security & Investigation Inc., Brace Capital Limited and Brace Holdings Limited

Respondents



**WEPP ORDER**

**(Headline)**

Before the Honourable Justice Keith in chambers:

The Applicants applied for relief under to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36 as amended (the "**CCAA**") in respect of Saltwire Network Inc., The Halifax Herald Limited, Headline Promotional Products Limited ("**Headline**"), Titan Security & Investigation Inc., Brace Capital Limited and Brace Holdings Limited, including an initial order which was granted, and further orders on further motion;

The Applicants now move for an order confirming that the employees of Headline meet the criteria prescribed by the WEPPA Regulations (defined below) and are individuals to whom WEPPA (defined below) applies.

The following parties received notice of this motion: see attached as Schedule "A".

The following parties, represented by the following counsel, made submissions:

<u>Party</u>	<u>Counsel</u>
Applicants	<b>Norton Rose Fulbright Canada LLP</b> 222 Bay Street, Suite 3000 Toronto, ON M5K 1E7 <b>Jennifer Stam</b> Tel: 416.202.6707 Email: Jennifer.stam@nortonrosefulbright.com -and- <b>BOYNECLARKE LLP</b> 99 Wyse Road, Suite 600 Dartmouth, Nova Scotia B3A 4S5 <b>Joshua J. Santimaw</b> Tel: 902.460.3451 jsantimaw@boyneclarke.com
Companies	<b>Stewart McKelvey</b> 600-1741 Lower Water Street Halifax, Nova Scotia <b>Maurice Chiasson</b> Tel: 902.420.3300 Email: mchiasson@stewartmckelvey.com <b>Sara Scott</b> Tel: 902.420.3363 Email: sscott@stewartmckelvey.com
Monitor, KSV Restructuring Inc.	<b>Chaitons LLP</b> 5000 Yonge Street, 10 <sup>th</sup> Floor Toronto, ON M2N 7E9 <b>George Benchetrit</b> 416.218.1141 <a href="mailto:george@chaitons.com">george@chaitons.com</a>

-and-

**Burchell Wickwire Bryson LLP**

1801 Hollis Street, Suite 1800  
Halifax, NS B3J 3N4

**Marc Dunning**

Tel: 902.482.7017

Email: [mdunning@bwbllp.ca](mailto:mdunning@bwbllp.ca)

On motion of the Applicants the following is ordered and declared:

**WEPPA**

1. Pursuant to section 5(5) of the *Wage Earner Protection Program Act*, S.C. 2005, c. 47 s. 1 (“**WEPPA**”), as amended, Headline Promotional Products Limited and its employees meet the criteria prescribed by section 3.2 of the *Wage Earner Protection Program Regulations*, SOR/2008-222 (the “**WEPPA Regulations**”) and are individuals to whom WEPPA applies as of the date of this Order.

**GENERAL**

2. The aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada or in the United States is hereby requested, to give effect to this Order and to assist the Applicants, KSV Restructuring Inc., in its capacity as monitor (the “**Monitor**”) and their respective agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Applicants and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Applicants and the Monitor and their respective agents in carrying out the terms of this Order.

3. Each of the Applicants and the Monitor is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order.

4. This Order and all of its provisions are effective as of 3 a.m./p.m Atlantic Standard/Daylight Time on the 25<sup>th</sup> day of MARCH, 2024.

Issued March 26, 2024.

Gael O'Keefe

Prothonotary **Gael O'KEEFE**  
Deputy Prothonotary

Certified to be a true and correct copy  
of original document herein  
Date March 26, 2024  
Gael O'Keefe  
GAEL O'KEEFE  
Deputy Prothonotary

# Schedule A

2024

Hfx No. 531463

## SUPREME COURT OF NOVA SCOTIA

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*, R.S.C., c. C-36,  
AS AMENDED

AND IN THE MATTER OF A PLAN OR ARRANGEMENT OF SALTWIRE NETWORK INC., THE  
HALIFAX HERALD LIMITED, HEADLINE PROMOTIONAL PRODUCTS LIMITED, TITAN  
SECURITY & INVESTIGATION INC., BRACE CAPITAL LIMITED AND BRACE HOLDINGS  
LIMITED

BETWEEN:

Fiera Private Debt Fund III LP and Fiera Private Debt Fund V LP,  
each by their general partner, Fiera Private Debt GP Inc.

Applicants

-and-

Saltwire Network Inc., The Halifax Herald Limited, Headline Promotional Products Limited, Titan  
Security & Investigation Inc., Brace Capital Limited and Brace Holdings Limited

Respondents

### SERVICE LIST

<p><b>NORTON ROSE FULBRIGHT CANADA LLP</b> 222 Bay Street, Suite 3000, P.O. Box 53 Toronto, ON M5K 1E7</p> <p><b>Jennifer Stam</b> Tel: 416.202.6707 <a href="mailto:jennifer.stam@nortonrosefulbright.com">jennifer.stam@nortonrosefulbright.com</a></p> <p><b>Katie Parent</b> <a href="mailto:katie.parent@nortonrosefulbright.com">katie.parent@nortonrosefulbright.com</a></p> <p>-and-</p> <p><b>BOYNECLARKE LLP</b> 99 Wyse Road, Suite 600 Dartmouth, Nova Scotia B3A 4S5</p> <p><b>Joshua J. Santimaw</b> Tel: 902.460.3451 <a href="mailto:jsantimaw@boyneclarke.com">jsantimaw@boyneclarke.com</a></p> <p>Lawyers for the Applicants, Fiera Private Debt Fund III LP and Fiera Private Debt Fund V LP</p>	<p><b>KSV RESTRUCTURING INC.</b> 220 Bay Street, Suite 1300 Toronto Ontario M5J 2W3</p> <p><b>Bobby Kofman</b> Tel: 416.932.6228 Email: <a href="mailto:bkofman@ksvadvisory.com">bkofman@ksvadvisory.com</a></p> <p><b>Mitch Vininsky</b> Tel: 416.932.6013 Email: <a href="mailto:mvininsky@ksvadvisory.com">mvininsky@ksvadvisory.com</a></p> <p>Monitor</p>
--	--

<p><b>CHAITONS LLP</b>  5000 Yonge Street  10<sup>th</sup> Floor  Toronto, ON M2N 7E9</p> <p><b>George Benchetrit</b>  416.218.1141  <a href="mailto:george@chaitons.com">george@chaitons.com</a></p> <p><b>Lawyers for the Monitor</b></p>	<p><b>BURCHELL WICKWIRE BRYSON LLP</b>  1801 Hollis Street, Suite 1800  Halifax, NS B3J 3N4</p> <p><b>Marc Dunning</b>  Tel: 902.482.7017  Email: <a href="mailto:mdunning@bwblp.ca">mdunning@bwblp.ca</a></p> <p>Lawyers for the Monitor (Local Counsel)</p>
<p><b>STEWART MCKELVEY</b>  600-1741 Lower Water St.  Halifax, NS</p> <p><b>Maurice Chiasson</b>  Tel: 902.420.3300  Email: <a href="mailto:mchiasson@stewartmckelvey.com">mchiasson@stewartmckelvey.com</a></p> <p><b>Sara Scott</b>  Tel: 902.420.3363  Email: <a href="mailto:sscott@stewartmckelvey.com">sscott@stewartmckelvey.com</a></p> <p>Lawyers for the Debtors</p>	<p><b>RESOLVE ADVISORY SERVICES LTD</b></p> <p><b>David Boyd</b>  <a href="mailto:davidboyd.resolve@gmail.com">davidboyd.resolve@gmail.com</a></p> <p>Chief Restructuring Officer</p>
<p><b>CANADA REVENUE AGENCY</b>  Insolvency Division  P.O. Box 638, Stn Central  145 Hobsons Lake Drive  Halifax, NS B3J 2T5</p> <p><a href="mailto:Devon.Steele@cra-arc.gc.ca">Devon.Steele@cra-arc.gc.ca</a></p> <p><b>SHAWINIGAN-SUD NATIONAL  VERIFICATION AND COLLECTION CENTRE  Canada Revenue Agency</b>  4695 Shawinigan-Sud Blvd.  Shawinigan QC G9P 5H9</p>	<p><b>ATTORNEY GENERAL OF CANADA,  DEPARTMENT OF JUSTICE</b>  Tax Law Services Atlantic Regional Office  Suite 1400, Duke Tower  5251 Duke Street  Halifax, NS N3J 1P3</p> <p><a href="mailto:AGC_PGC_ARO-BRA@JUSTICE.GC.CA">AGC_PGC_ARO-BRA@JUSTICE.GC.CA</a></p> <p><b>Deanna M. Frappier, K.C.</b>  <a href="mailto:Deanna.frappier@justice.gc.ca">Deanna.frappier@justice.gc.ca</a></p>

<p><b>CAVALLUZZO LLP BARRISTERS AND SOLICITORS</b> 474 Bathurst Street, Suite 300 Toronto, ON M5T 2S6</p> <p><b>Balraj Dosanjh</b> Email: <a href="mailto:bdosanjh@cavalluzzo.com">bdosanjh@cavalluzzo.com</a></p> <p><b>Sean FitzPatrick</b> Email: <a href="mailto:sfitzpatrick@cavalluzz.com">sfitzpatrick@cavalluzz.com</a></p> <p><b>Sama Sayegh</b> Email: <a href="mailto:ssayegh@cavalluzzo.com">ssayegh@cavalluzzo.com</a></p> <p><b>Lawyers for the CWA Cape Breton Post, Halifax Typographical Union – Editorial and Halifax Typographical Union – Press</b></p>	<p><b>UNITED FOOD AND COMMERCIAL WORKERS OF CANADA, LOCAL 1252 (UFCW CANADA, LOCAL 1252)</b> 120 Lemarchant Rd St. John's, NFLD A1C 2H2 Tel: 709.753.8830</p> <p><b>Sandra Corbett</b> Email: <a href="mailto:scorbett@ufcw.nf.net">scorbett@ufcw.nf.net</a></p>
<p><b>UNIFOR UNION OF CANADA, LOCAL 441G</b> 115 Gordon Baker Road Toronto, ON M2H 0A8</p> <p><b>Anthony F. Dale</b> Tel: 1.800.268.5763 ext. 8475 Email: <a href="mailto:Anthony.Dale@unifor.org">Anthony.Dale@unifor.org</a></p>	<p><b>SUPERINTENDENT OF PENSIONS</b> Finance and Treasury Board Pension Regulation Division 1723 Hollis St., 4<sup>th</sup> Floor Halifax, NS B3J 1V9</p> <p>Tel: 902.424.8915 Email: <a href="mailto:pensionreg@novascotia.ca">pensionreg@novascotia.ca</a></p>
<p><b>MANULIFE</b> 2727 Joseph Howe Drive, PO Box 1030 Halifax, NS B3J 2X5</p> <p><b>Karrie LeDrew</b> Client Relationship Manager, Group Retirement Solutions</p> <p>Tel: 902.718.9674 Email: <a href="mailto:karrie_ledrew@manulife.ca">karrie_ledrew@manulife.ca</a></p> <p>Administrator of the defined benefit and defined contribution plan of Saltwire Networks Inc. and The Halifax Herald Limited</p>	<p><b>COX &amp; PALMER LLP</b> Nova Centre – South Tower 1500-1625 Grafton Street Halifax, NS B3J 0E8</p> <p><b>Kevin Latimer, KC</b> Tel: 902.491.4212 Email: <a href="mailto:klatimer@coxandpalmer.com">klatimer@coxandpalmer.com</a></p> <p><b>John T.G. Boyle</b> Tel: 902.491.4137 Email: <a href="mailto:jboyle@coxandpalmer.com">jboyle@coxandpalmer.com</a></p> <p>Lawyers for Transcontinental Nova Scotia Media Group Inc.</p>
<p><b>ECKLER LTD.</b> 1969 Upper Water Street, Suite 503 Halifax, NS B3J 3R7</p> <p><b>Philip Churchill</b> Tel: 902.490.3306 Email: <a href="mailto:pchurchill@eckler.ca">pchurchill@eckler.ca</a></p>	

**PPSA REGISTRANTS**

<p><b>XEROX CANADA LTD.</b> 20 York Mills Rd, Suite 500 Box 700 Toronto, ON N2P 2C2</p>	<p><b>HYUNDAI CAPITAL LEASE INC.</b> 123 Front Street, Suite 1000 Toronto ON M5J2M3</p>
<p><b>THE TORONTO-DOMINION BANK – 54203</b> 1785 Barrington St. Po Box 427 Halifax, Nova Scotia B3J 2P8</p>	<p><b>THE TORONTO DOMINION BANK – 54213</b> 7071 Bayers Rd. Halifax, Nova Scotia B3L 2C2</p> <p>Kirk Milligan, Manager</p>
<p><b>CISCO SYSTEMS CAPITAL CORPORATION</b> 170 W. Tasman Drive MS SJ13-3 San Jose, CA 95134 USA</p>	<p><b>WELLS FARGO EQUIPMENT FINANCE COMPANY</b> 1290 Central Parkway W. Suite 1100 Mississauga, ON L5C 4R3</p>
<p><b>LBEL INC.</b> 5035 South Service Rd Burlington, ON L7L 6M9</p>	<p><b>KIA FINANCE</b> 123 Front Street, Suite 1000 Toronto ON M5J2M3 Canada</p>
<p><b>THE BANK OF NOVA SCOTIA</b> 10 Wright Boulevard Stratford, ON N5A 7X9</p>	<p><b>DE LAGE LANDEN FINANCIAL SERVICES CANADA INC.</b> 3450 Superior Court, Unit 1 Oakville, ON L6L 0C4</p>



## Email Service List

[jennifer.stam@nortonrosefulbright.com](mailto:jennifer.stam@nortonrosefulbright.com); [katie.parent@nortonrosefulbright.com](mailto:katie.parent@nortonrosefulbright.com);  
[jsantimaw@boyneclarke.com](mailto:jsantimaw@boyneclarke.com); [bkofman@ksvadvisory.com](mailto:bkofman@ksvadvisory.com) ; [mvininsky@ksvadvisory.com](mailto:mvininsky@ksvadvisory.com);  
[george@chaitons.com](mailto:george@chaitons.com); [davidboyd.resolve@gmail.com](mailto:davidboyd.resolve@gmail.com); [mchiasson@stewartmckelvey.com](mailto:mchiasson@stewartmckelvey.com);  
[sscott@stewartmckelvey.com](mailto:sscott@stewartmckelvey.com) ; [Devon.Steele@cra-arc.gc.ca](mailto:Devon.Steele@cra-arc.gc.ca) ; [AGC\\_PGC\\_ARO-BRA@JUSTICE.GC.CA](mailto:AGC_PGC_ARO-BRA@JUSTICE.GC.CA); [Deanna.frappier@justice.gc.ca](mailto:Deanna.frappier@justice.gc.ca); [mdunning@bwbllp.ca](mailto:mdunning@bwbllp.ca);  
[bdosanih@cavalluzzo.com](mailto:bdosanih@cavalluzzo.com); [sfitzpatrick@cavalluzz.com](mailto:sfitzpatrick@cavalluzz.com); [ssayegh@cavalluzzo.com](mailto:ssayegh@cavalluzzo.com);  
[scorbett@ufcw.nf.net](mailto:scorbett@ufcw.nf.net); [Anthony.Dale@unifor.org](mailto:Anthony.Dale@unifor.org); [pensionreg@novascotia.ca](mailto:pensionreg@novascotia.ca);  
[klatimer@coxandpalmer.com](mailto:klatimer@coxandpalmer.com); [jboyle@coxandpalmer.com](mailto:jboyle@coxandpalmer.com); [karrie\\_ledrew@manulife.ca](mailto:karrie_ledrew@manulife.ca);  
[pchurchill@eckler.ca](mailto:pchurchill@eckler.ca)