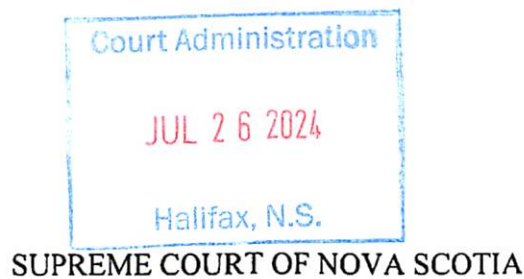


2024



Hfx No. 531463

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

NOTICE OF MOTION
(returnable August 8, 2024)

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

c/o **STEWART MCKELVEY**
600-1741 Lower Water St.
Halifax, NS B3J 0J2

Maurice Chiasson
Tel: 902.420.3300
Email: mchiasson@stewartmckelvey.com

Sara Scott
Tel: 902.420.3363
Email: sscott@stewartmckelvey.com

and the Service List attached hereto as **Schedule "A"**.

Motion

Capitalized terms used herein and not otherwise defined have the meaning given to them in the Amended and Restated Initial Order made in this proceeding on March 22, 2024 (the “**Initial Order**”).

KSV Restructuring Inc., in its capacity as Court-appointed Monitor (the “**Monitor**”), moves for orders:

1. if necessary, abridging and validating the time for service and filing of this notice of motion and the Monitor’s motion record;
2. approving an extension of the Stay Period as recommended in the Fourth Report of the Monitor (the “**Fourth Report**”), to be filed;
3. approving a sale transaction in respect of certain assets of Saltwire Network Inc. (“**Saltwire**”) and The Halifax Herald Limited (“**Herald**”) pursuant to an Asset Purchase Agreement between Herald and Saltwire, as vendors, and Postmedia Network Inc., dated July 25, 2024 (the “**Saltwire Herald Transaction**”), and vesting title to the purchased assets in the buyer free and clear of claims and encumbrances;
4. declaring that each of Saltwire and Herald meet the criteria prescribed by section 3.2 of the *Wage Earner Protection Program Regulations*, SOR/2008-222 and that their terminated employees are eligible to receive payments under and in accordance with the *Wage Earner Protection Program Act*, S.C. 2005, c. 47 s. 1, as amended;
5. approving an increase to the maximum principal amount Saltwire and Herald may borrow under the Amended and Restated Interim Financing Term Sheet, as amended pursuant to the Second Amendment to Interim Financing Term Sheet, as recommended in the Fourth Report;

6. approving the activities of the Monitor as described in the Fourth Report;
7. sealing the confidential appendices to the Fourth Report until the Saltwire Herald Transaction has been completed; and
8. such further and other relief as this Honourable Court may deem just.

Time and Place

The motion is to be heard by Justice Keith at 9:30 a.m. (AST) on Thursday, August 8, 2024, at the Supreme Court of Nova Scotia, 1815 Upper Water Street, Halifax, Nova Scotia. The moving party has arranged for a half day in chambers. The moving party acknowledges that the motion will not require more time.

References

The moving party relies on the following legislation, Rules, or points of law:

1. *Companies' Creditors Arrangements Act*, ss. ss. 11, 11.02, and 11.2; and
2. The Nova Scotia *Civil Procedures Rules*, and in particular Rules 2.03 and 23.

Evidence

The evidence filed in support of the motion is as follows:

1. The Fourth Report, to be filed; and
2. Such further and other evidence as the moving party may advise and this Honourable Court may permit.

Possible order against you

You may file an affidavit and a brief, attend the hearing of the motion, and state your position on whether the proposed order should be made. If you do not attend, the judge may grant an order without further notice to you.

Signature

Signed July 26, 2024



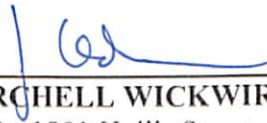
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BURCHELL WICKWIRE BRYSON LLP

1800 - 1801 Hollis Street
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on behalf of:

Marc Dunning

Tel: (902) 482-7017

Email: mdunning@bwblp.ca

**Lawyers for KSV Restructuring Inc., in its
capacity as Court-Appointed Monitor**

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 (JULY 25, 2024)

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<p>MAXIMUS CANADA SERVICES INC.</p> <p>Thang Trinh Email: Thang.trinh@maximuscanada.ca</p> <p>Charles Sweeney Email: charlesksweeney@maximus.com</p>	<p>COX & PALMER LLP Nova Centre – South Tower 1500-1625 Grafton Street Halifax, NS B3J 0E8</p> <p>Richard W. Norman Tel: 902 491 4128 Email: rnorman@coxandpalmer.com</p> <p>Lawyers for CWA/ITU Pension Trustees</p>
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