

**IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF 957855 ALBERTA LTD. (FORMERLY
NEWSWEST INC.) AND ROSEBUD CREEK FINANCIAL
CORP. IN RESPECT OF METRO 360 GENERAL
PARTNERSHIP**

NOTICE OF MEETING OF CREDITORS

TO: The Affected Creditors of 957855 Alberta Ltd. (formerly NewsWest Inc.), Rosebud Creek Financial Corp. and Metro 360 General Partnership

PLEASE TAKE NOTICE that on April 6, 2020, 957855 Alberta Ltd. (formerly NewsWest Inc.) and Rosebud Creek Financial Corp., as the partners of Metro 360 General Partnership (collectively, the “**CCAA Entities**”), filed notices of intention to make a proposal under the *Bankruptcy and Insolvency Act*, R.S.C., 1985, c. B-3, as amended, in order to initiate proceedings (the “**Proposal Proceedings**”) to implement the sale of the book, magazine and newspaper wholesale distribution business carried on by Metro 360 General Partnership. On June 17, 2020, pursuant to an Initial Order of the Ontario Superior Court of Justice (Commercial List) (the “**Court**”), the Proposal Proceedings were taken up and continued under the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”). The Initial Order appointed KSV Restructuring Inc. as the monitor of the CCAA Entities (in such capacity, the “**Monitor**”).

As part of the CCAA proceedings, the CCAA Entities filed a plan of compromise and arrangement (as may be amended, restated, modified or supplemented from time to time, the “**Plan**”) under the CCAA and on November 17, 2021 obtained an Order of the Court (the “**Meeting Order**”) authorizing the CCAA Entities to convene, hold and conduct a meeting of creditors (the “**Creditors' Meeting**”) to consider and vote upon the Plan.

The Creditors' Meeting will take place at 1:00 p.m. (Toronto time) on December 16, 2021. Creditors' Meeting will be held virtually and will be chaired by the Monitor.

Parties intending to attend the Creditors' Meeting are required to notify the Monitor to the attention of Murtaza Tallat at mtallat@ksvadvisory.com by 5:00 p.m. (Toronto time) at least four (4) Business Days preceding the Meeting Date (i.e.: **Friday, December 10, 2021**) in order to obtain a unique control number and login password to access the Creditors' Meeting by electronic means.

Affected Creditors with one or more Proven Claims in an amount less than or equal to CA\$2,500 in the aggregate (in each case, a “**Convenience Class Creditor**”) will be deemed to vote in favour of the Plan. Affected Creditors with one or more Proven Claims in an amount in excess of CA\$2,500 may file a Convenience Class Claim Election pursuant to which such Affected Creditor may elect to be treated as a Convenience Class Creditor and receive only the Cash Election Amount of CA\$2,500

and shall be deemed thereby to vote in favour of the Plan. A Convenience Class Claim Election must be received by the Monitor to the attention of Murtaza Tallat at mtallat@ksvadvisory.com by 5:00 p.m. (Toronto time) at least three (3) Business Days preceding the Meeting Date (i.e.: **Monday, December 13, 2021**) (the “**Election/Proxy Deadline**”).

Any Affected Creditor who is unable to attend the Creditors’ Meeting may vote by proxy, subject to the terms of the Meeting Order. Any Affected Creditor who is not an individual may only attend and vote at the Creditors’ Meeting if a proxyholder has been appointed to act on its behalf at the Creditors’ Meeting. In order to be effective, proxies must be received by the Monitor to the attention of Murtaza Tallat at mtallat@ksvadvisory.com by the Election/Proxy Deadline.

In order for the Plan to be approved and binding in accordance with the CCAA, the Plan must be approved by a majority in number of Affected Creditors who represent at least two-thirds in value of the Voting Claims of such Affected Creditors who actually vote on the Plan (in person or by Proxy) at the Creditors’ Meeting or who are deemed to vote on the Plan in accordance with the Plan and the Meeting Order (the “**Required Majority of Creditors**”).

NOTICE IS ALSO HEREBY GIVEN that if the Plan is approved at the Creditors’ Meeting by the Required Majority of Creditors, the CCAA Entities intend to make a motion to the Court seeking an order sanctioning the Plan pursuant to the CCAA (the “**Sanction Order**”) returnable on January 14, 2022, or such other date as may be set by the Court. Any person wishing to oppose the motion for the Sanction Order must serve a copy of the materials to be used to oppose the motion and setting out the basis for such opposition upon the lawyers for the CCAA Entities and the Monitor as well as those parties listed on the service list in the CCAA proceedings (which is posted on the Monitor’s Website). Such materials must be served **by no later than 5:00 p.m.** (Toronto time) on the date that is at least four (4) days before the date set for the Sanction Hearing (i.e.: **January 10, 2022**), or such other date determined by the Monitor in consultation with the CCAA Entities.

Further details regarding the Creditors’ Meeting, including copies of the Meeting Order, the Plan, the Electronic Meeting Protocol for the virtual Creditors’ Meeting, the form of Proxy to be used for the purpose of voting on the Plan and the Convenience Class Claim Election form are all available on the Monitor’s website: <https://www.ksvadvisory.com/insolvency-cases/case/metro360>.

All capitalized terms used herein but not otherwise defined herein have the meanings ascribed to them in the Meeting Order or the Plan.

DATED at Toronto, Ontario, this 19th day of November, 2021.