



ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

THE HONOURABLE MR.) WEDNESDAY, THE
JUSTICE CAMPBELL) 8th DAY OF JUNE, 2011
)

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 IN THE MATTER OF
HOLLINGER CANADIAN PUBLISHING HOLDINGS CO.

CLAIMS DISALLOWANCE PROCEDURE ORDER

THIS MOTION, made by Hollinger Canadian Publishing Holdings Co. (the "**Applicant**" or "**HCPH**"), for an order establishing a claim disallowance procedure in respect of Proofs of Claim filed pursuant to the claims procedure prescribed in the order of this Court dated April 15, 2010, as supplemented by paragraph 15 of the order of this Court made on July 27, 2010, (collectively, the "**Claims Procedure Order**") was heard this day at 330 University Avenue, Toronto, Ontario.

UPON READING the Notice of Motion, the affidavit of Dennis M. Byrd sworn May 31, 2011, the eighth report of the Monitor dated June 6, 2011 (the "**Eighth Report**") and

upon hearing the submissions of counsel for the Applicant, the Monitor and Representative Counsel,

Service

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion, the Eighth Report and the Motion Record of the Applicant be and is hereby abridged and that the motion is properly returnable today and further that service thereof upon any interested party other than those served is hereby dispensed with.

Interpretation and Purpose of Order

2. **THIS COURT ORDERS** that capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Claims Procedure Order unless otherwise indicated.

3. **THIS COURT ORDERS** that for greater certainty, the definition of Pension and Benefit Claim shall include any claim, right or entitlement of any Person in respect of long-term disability income benefits, including without limitation, any claim, right or entitlement in respect of any of the Applicant's long-term disability plans whether insured or uninsured and such definition of Pension and Benefit Claim for purposes of the Claims Procedure Order shall apply *nunc pro tunc*.

4. **THIS COURT ORDERS** that this Order shall supplement the Claims Procedure Order which shall continue in full force and effect including its treatment of Pension or Benefit Claims (as defined in the Claims Procedure Order, as modified above) as Excluded Claims under the Claims Procedure Order, subject to further Order of this Court, and nothing herein shall affect such Pension or Benefit Claims and that nothing in this Order shall extend any bar date or the time for filing of any Proof of Claim as set out in the Claims Procedure Order.

Proof of Claim Disallowance Procedure

5. **THIS COURT ORDERS** that where the Applicant or Monitor disputes a claim set

out in a Proof of Claim, the Applicant or Monitor may, in addition to the other options, rights and entitlements prescribed in the Claims Procedure Order, send a notice of revision or disallowance substantially in the form attached hereto as Schedule "A" to the claimant in relation to such disputed claim by registered mail, courier, facsimile transmission, electronic mail or personal delivery to the address, fax number or e-mail address indicated on such claimant's Proof of Claim, or where such information is not indicated on the claimant's Proof of Claim to the last known address of such claimant according to the books and records of the Applicant (a "Notice of Revision or Disallowance")

6. **THIS COURT ORDERS** that delivery of a Notice of Revision or Disallowance by the Monitor to a claimant by the delivery methods prescribed in this Order is sufficient notice and such notice shall be deemed to be received :

- (a) if sent by registered mail, on the date of delivery confirmation by Canada Post;
- (b) if sent by courier, on the next business day following the date of delivery confirmation by the courier;
- (c) on the same business day if sent by facsimile transmission before 5:00 p.m. or on the next business day if sent by facsimile transmission after 5:00 p.m. on any day; and
- (d) on the same business day if sent by e-mail transmission before 5:00 p.m. or on the next business day if sent by e-mail transmission after 5:00 p.m. on any day.

7. **THIS COURT ORDERS** that failure by the Applicant or Monitor to send a Notice of Revision or Disallowance shall not result in any Proof of Claim or any Claim set out therein being accepted or being deemed to be accepted and no Claim will be accepted or deemed to be accepted unless notice of the acceptance of such Claim is delivered to the applicable Creditor in writing by the Monitor or the Applicant or acceptance of such Claim is ordered by this Court.

8. **THIS COURT ORDERS** that any claimant who receives a Notice of Revision or Disallowance and who intends to dispute the Notice of Revision or Disallowance shall

deliver a notice of dispute, substantially in the form attached hereto as Schedule "B" (a "Notice of Dispute") to the Monitor by registered mail, courier, facsimile transmission, electronic mail or personal delivery to the address, fax number or e-mail address indicated on the Notice of Revision or Disallowance such that it is actually received by the Monitor by no later than twenty (20) business days after the date of deemed receipt pursuant to paragraph 5 above of the Notice of Revision or Disallowance.

9. **THIS COURT ORDERS** that after receipt of a Notice of Dispute, the Monitor, in consultation with the Applicant, may:

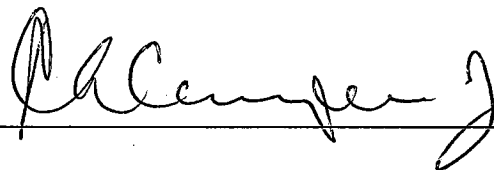
- (i) attempt to consensually resolve the Claim or any part thereof with the claimant; and/or
- (ii) apply to this Court for: (a) a determination of the Claim or any part thereof, based upon and limited to the information set out in and attached to the Proof of Claim, the Notice of Revision or Disallowance, the Notice of Dispute and any Monitor's report relating to such Claim, or (b) further directions in respect of such Claim, with such application for determination or for further directions being heard before this Court provided that, subject to further Order of this Court, any hearings for the determination of such Claims shall be completed by no later than September 16, 2011;

provided however, that the Monitor may not accept any Claim set out in a Proof of Claim in respect of which a Notice of Revision or Disallowance is delivered, without either the consent of the Applicant or an order of this Court.

10. **THIS COURT ORDERS** that if a claimant fails to deliver a Notice of Dispute in accordance with the provisions of and timeframe provided by paragraph 8 hereof then the

Claim amount, if any identified in the Notice of Revision or Disallowance shall be deemed to be the accepted, final and binding Claim amount in respect of such claimant, and the claimant shall be and is hereby forever barred from making, asserting or enforcing any other Claim except for the Claim and amount, if any, accepted in the Notice of Revision or Disallowance and all such other Claims shall be forever extinguished, barred and released.

11. **THIS COURT ORDERS** that the Monitor' Eighth Report and all of the activities described therein are hereby approved in their entirety and all of the activities of the Chief Restructuring Officer, described in the affidavit of Dennis M. Byrd sworn May 31, 2011, are hereby approved in their entirety.



ENTERED AT / INSCRIT À TORONTO
ON / BOOK NO:
LE / DANS LE REGISTRE NO.:

JUN 08 2011

PER/PAR:

Schedule "A"

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 IN THE MATTER OF
HOLLINGER CANADIAN PUBLISHING HOLDINGS CO.

Applicant

NOTICE OF REVISION OR DISALLOWANCE

Name of Claimant: _____

Reference #: _____

Pursuant to paragraph 3 of the Claims Disallowance Procedure Order dated __, 2011, Ernst & Young Inc., in its capacity as the court-appointed Monitor of the Applicant, hereby gives you notice that it has reviewed your Proof of Claim and has revised or rejected your Proof of Claim as follows:

	Proof of Claim as Submitted	Proof of Claim as Accepted
Total Claim		

Reasons for any revision or disallowance:

If you do not agree with this Notice of Revision or Disallowance and you intend to dispute it, you must, **within twenty (20) business days** of the date of deemed receipt of this Notice of Revision or Disallowance pursuant to paragraph 5 of the Claims Disallowance Procedure Order, deliver a Notice of Dispute to the Monitor by registered mail, courier, facsimile transmission, electronic mail or personal delivery to the address, fax number or e-mail address (in PDF format) to the addresses, fax number or email address set out below. The form of Notice of Dispute is attached to this Notice. If you do not deliver a Notice of Dispute in accordance with this Notice and the Claims Disallowance Procedure Order, the final and binding value of your Claim (if any) shall be deemed to be and shall be limited to the Claim set out in this Notice of Revision or Disallowance.

Address for Service of Notice of Dispute:

Ernst & Young Inc.
Court-appointed Monitor of Hollinger Canadian Publishing Holdings Co.
Ernst & Young Tower
222 Bay Street
P.O. Box 251
Toronto, Ontario M5K 1J7
Attention: Franca Mazzulla re: HCPH Claim

Fax: 416-943-3300
Telephone: 1-888-274-4344

E-mail: hcph.monitor@ca.ey.com

**IF YOU FAIL TO TAKE ACTION WITHIN THE PRESCRIBED TIME PERIOD
SET OUT ABOVE, THIS NOTICE OF REVISION OR DISALLOWANCE WILL BE
BINDING UPON YOU.**

Dated at _____, this _____ day of _____, 20 11.

**ERNST & YOUNG INC., in its capacity as the court-appointed Monitor of the
Applicant, Hollinger Canadian Publishing Holding Co.**

Schedule "B"

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
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OR ARRANGEMENT IN THE MATTER OF
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Applicant

NOTICE OF DISPUTE

Name of Claimant: _____

Reference #: _____

Pursuant to paragraph 7 of the Claims Disallowance Procedure Order dated __, 2011 ("Claims Disallowance Procedure Order"), the claimant hereby notifies the Monitor of its intention to dispute the Notice of Revision or Disallowance dated _____, 2011 issued by Ernst & Young Inc., in its capacity as the court-appointed Monitor of the Applicant.

Reasons for Dispute (attach copies of all supporting documentation and additional sheets if necessary):

Signature of Individual or Representative: _____

Date: _____

If Claimant is other than an individual, print name and title of the authorized signatory:

Name: _____

Title: _____

Telephone Number: (____) _____ Facsimile Number: (____) _____

E-Mail address: _____

Full Mailing Address: _____

IF YOU WISH TO DISPUTE THE AMOUNT OF YOUR CLAIM, IF ANY, ACCEPTED IN THE NOTICE OF DISALLOWANCE, THIS FORM AND SUPPORTING DOCUMENTATION MUST BE RETURNED BY REGISTERED MAIL, COURIER, PERSONAL DELIVERY, FACSIMILE TRANSMISSION OR E-MAIL TO THE ADDRESS INDICATED BELOW WITHIN TWENTY (20) BUSINESS DAYS OF THE DATE OF DEEMED RECEIPT OF THE NOTICE OF REVISION OR DISALLOWANCE PURSUANT TO THE CLAIMS DISALLOWANCE PROCEDURE ORDER, FAILING WHICH THE FINAL AND BINDING VALUE OF YOUR CLAIM (IF ANY) SHALL BE DEEMED TO BE AND SHALL BE LIMITED TO THE CLAIM SET OUT IN THE NOTICE OF REVISION OR DISALLOWANCE.

Address for Service of Notice of Dispute:

Ernst & Young Inc.
Court-appointed Monitor of Hollinger Canadian Publishing Holdings Co.
Ernst & Young Tower
222 Bay Street
P.O. Box 251
Toronto, Ontario M5K 1J7
Attention: Franca Mazzulla re: HCPH Claim

Fax: 416-943-3300
Telephone: 1-888-274-4344

E-mail: hcph.monitor@ca.ey.com

**IN THE MATTER OF THE COMPANIES CREDITORS' ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED AND
IN THE MATTER OF HOLLINGER CANADIAN PUBLISHING HOLDINGS CO.**

Court File No. 09-8503-00CL

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

Proceedings commenced in Toronto

ORDER

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Lawyers for the Applicant

IN THE MATTER OF THE COMPANIES CREDITORS' ARRANGEMENT ACT, R.S.C. 1985, c. C-36, AS AMENDED AND
IN THE MATTER OF HOLLINGER CANADIAN PUBLISHING HOLDINGS CO.

June 8-11 Court File No. 09-8503-00CL

Having read the motion record
& heard from Counsel for the
the applicant & intervenor - all
affected parties served letter
concurrent or not opposing
the relief sought is granted
as set out in the draft
order filed & signed
Ph Campbell

ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)

Proceedings commenced in Toronto

MOTION RECORD
(Returnable on June 8, 2011)

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