

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

THE HONOURABLE) MONDAY, THE 26th DAY
MR. JUSTICE CAMPBELL) OF SEPTEMBER, 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 PROPOSED PLAN OF COMPROMISE
OR ARRANGEMENT WITH RESPECT TO **HOLLINGER INC.,**
4322525 CANADA INC. AND SUGRA LIMITED

Applicants

ORDER
(Approval of OPEB Claims Settlement)

THIS MOTION, made by the Applicants for an Order: (i) approving the terms of the Settlement Agreement among Domgroup Ltd. ("**Domgroup**") and Representative Counsel (as defined herein) dated September 19, 2011 (the "**Settlement Agreement**"); (ii) that the trust pursuant to the Trust Agreement (as defined herein) be wound-up; (iii) directing Domgroup to make the payments required pursuant to the terms of the Settlement Agreement; and (iv) sealing the Settlement Agreement, was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion of the Applicants dated September 21, 2011, the Affidavit of the Chief Restructuring Officer of the Applicants and the Non-Applicants dated

September 19, 2011 (the “**CRO Affidavit**”) the Nineteenth Report of Ernst & Young Inc. in its capacity as Court-appointed Monitor of the Applicants (the “**Monitor**”), the Settlement Agreement filed separately under seal; the Affidavits of Kenneth P. Loan, Howard G. Preston and Anthony Guindon and on hearing from counsel for Domgroup, the Beneficiaries (as defined herein) and the Monitor and on being advised that the Service List as of September 19, 2011 was served electronically with the Applicants’ Motion Record dated September 19, 2011;

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

2. **THIS COURT ORDERS** that (i) the Settlement Agreement between Domgroup and Koskie Minsky LLP, in its capacity as Court-appointed representative and counsel (“**Representative Counsel**”) for the retired and disabled employees of Domgroup, or their successors, who may assert an existing or future claim for payment, reimbursement or coverage arising in connection with any post-employment benefit plan involving Domgroup whether in relation to medical, dental, disability, life insurance or other benefit, obligation or payment to which such person (or others who may be entitled to claim under or through such person) may be entitled (the “**Beneficiaries**”), (ii) all transactions, actions and activities contemplated therein, and (iii) the execution of the Settlement Agreement by Domgroup and Representative Counsel, be and are hereby approved and ratified.

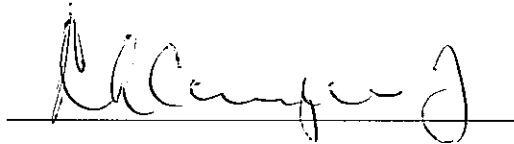
3. **THIS COURT ORDERS** that the Settlement Agreement shall be binding upon and enforceable against, and enure to the benefit of Domgroup and any successors thereto including, without limitation, any trustee in bankruptcy, receiver or receiver and manager in respect of

Domgroup and shall also be binding upon and enforceable against, and enure to the benefit of Representative Counsel, the Beneficiaries, and any other person having notice of this Order.

4. **THIS COURT AUTHORIZES AND DIRECTS** Domgroup to make the payments required pursuant to the terms of the Settlement Agreement.

5. **THIS COURT AUTHORIZES AND DIRECTS** the parties to the Agreement of Declaration and Trust dated June 1, 1995 among Domgroup, Kenneth P. Loan and Howard G. Preston and the Canada Trust Company (the "**Trust Agreement**") to wind up the trust in accordance with its provisions, and directs The Canada Trust Company to remit the corpus of the trust to Domgroup for distribution in accordance with the terms of the Settlement Agreement. On distribution of the corpus of the trust, the Trust Agreement shall no longer have any force or effect nor bind any of the parties to the Trust Agreement.

6. **THIS COURT ORDERS AND DECLARES** that the Settlement Agreement be and is sealed.



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

SEP 26 2011

PER/PAR 

ONTARIO
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

Proceeding commenced at Toronto

ORDER

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