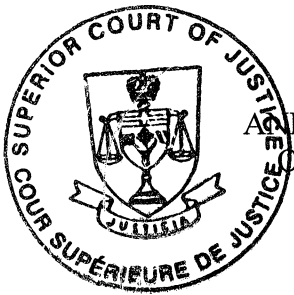


**ONTARIO
SUPERIOR COURT OF JUSTICE
(COMMERCIAL LIST)**

THE HONOURABLE MR.) TUESDAY, THE 10th DAY
JUSTICE CAMPBELL) OF NOVEMBER, 2009

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

(Amending the Claims Order dated May 21, 2008 and the Non-Applicant Claims Order dated August 27, 2008)

THIS MOTION made by the Applicants Domgroup Ltd. ("**Domgroup**"), 10 Toronto Street Inc. ("**TSI**"), Holcay Holdings Ltd. ("**Holcay**") and 021173 N.B. Limited a.k.a. Willett Foods f.k.a Willett Food Company ("**Willett**") (Domgroup, TSI, Holcay and Willett collectively, the "**Non-Applicants**") for an Order amending the Claims Order dated May 21, 2008 (the "**Claims Order**") and the Non-Applicant Claims Order dated August 27, 2008 (the "**Non Applicant Claims Order**") was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Applicants' Notice of Motion dated November 4, 2009 (the "**Notice of Motion**"), the First Report of the Chief Restructuring Officer of the Applicants and the Non-Applicants dated November 4, 2009 and the Twelfth Report of Ernst and Young Inc. in its capacity as Court-appointed Monitor of the Applicants (the "**Monitor**") and on hearing from

counsel for the Applicants, the Monitor, Davidson Kempner Capital Management LLC and certain of its affiliates (collectively, “**DK**”), Delaware Trust Company, National Association, in its capacity as collateral agent and as trustee under an indenture dated as of March 10, 2003 and HSBC Bank USA, National Association, in its capacity as trustee under an indenture dated as of September 30, 2004 (collectively, the “**Trustees**”), and such other counsel as were present and on being advised that the Service List as of November 4, 2009 was served electronically with the Notice of Motion,

Service

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.

Amendments to Claims Order

2. **THIS COURT ORDERS** that the definition of “Claims Officer” in paragraph 2 of the Claims Order and paragraph 11 of the Claims Order be and is hereby amended by deleting the words “and approved by the Court”.

3. **THIS COURT ORDERS** that paragraph 29 of the Claims Order be and is hereby amended as follows:

THIS COURT ORDERS that, if any Proof of Claim is received by the Monitor from a Non-Arms-Length Claimant prior to the Claims Bar Date, such Claim will not be determined by ~~the Monitor or~~ the Claims Officer,

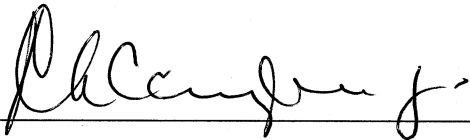
may be determined by the Monitor if the Applicants and the Monitor determine it is advisable and ~~but~~ shall be referred to the Supervising Judge for a determination on a summary basis if not determined and resolved by the Monitor. After consulting with the attending parties, the Monitor may schedule a 9:30 a.m. scheduling appointment with the Supervising Judge which counsel for the Monitor, the Applicants and the Non Arms-Length Claimant shall attend and the Supervising Judge will determine: (i) the date on which a hearing will be held; (ii) the manner in which evidence will be given or filed by all parties in respect of the hearing; (iii) the length and manner of submissions by all parties; (iv) the schedule for the delivery of all materials; and (v) such other matters as the Supervising Judge may determine are appropriate. Notwithstanding anything contained herein, subject to further Order of the Court, nothing shall prejudice or delay the ability of the Applicants to hold a meeting of Creditors.

Amendments to Non-Applicant Claims Order

4. **THIS COURT ORDERS** that the definition of “Claims Officer” in paragraph 2 of the Non-Applicant Claims Order be and hereby amended by adding the words “and such other Persons as may be designated by the Non-Applicants as Claims Officers and consented to by the Monitor” to the end of the definition.

5. **THIS COURT ORDERS** that paragraph 24 of the Claims Order be and is hereby amended as follows:

THIS COURT ORDERS that, if any Proof of Claim is received by the Monitor from a Non-Arms-Length Claimant prior to the Claims Bar Date, such Claim will not be determined by ~~the Monitor or~~ the Claims Officer, may be determined by the Monitor if the Non-Applicants and the Monitor determine it is advisable to do so and ~~but~~ shall be referred to the Supervising Judge for a determination on a summary basis if not determined and resolved by the Monitor. After consulting with the attending parties, the Monitor may schedule a 9:30 a.m. scheduling appointment with the Supervising Judge which counsel for the Monitor, the Applicants, DK, STMG, the Indenture Trustees, the Non-Applicants and the Non Arms-Length Claimant shall attend and the Supervising Judge will determine: (i) the date on which a hearing will be held; (ii) the manner in which evidence will be given or filed by all parties in respect of the hearing; (iii) the length and manner of submissions by all parties; (iv) the schedule for the delivery of all materials; and (v) such other matters as the Supervising Judge may determine are appropriate.



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PER / PAR: 

**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 AND ARRANGEMENT OF HOLLINGER INC. 4322525 CANADA INC. AND
SUGRA LIMITED**

Court File No.: 07-CL-7120

ONTARIO

SUPERIOR COURT OF JUSTICE

Proceedings commenced at *Toronto*

ORDER

(Amending the Claims Order dated May 21, 2008 and the
Non-Applicant Claims Order dated August 27, 2008)

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