

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

**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**

**APPLICATION UNDER THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,
R.S.C. 1985, c. C-36, AS AMENDED**

**SUPPLEMENT TO THE
THIRTEENTH REPORT OF THE MONITOR
May 26, 2010**

1. On August 1, 2007, Hollinger Inc. ("Hollinger") and certain of its subsidiaries (collectively, the "Applicants") filed for and obtained protection from their creditors under the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "CCAA") pursuant to the Order of this Honourable Court dated August 1, 2007 (the "Initial Order"). Pursuant to the Initial Order, Ernst & Young Inc. was appointed as the monitor of the Applicants (the "Monitor") in these CCAA proceedings.

PURPOSE

2. The Thirteenth Report of the Monitor (the "Thirteenth Report") was issued on May 25, 2010. The purpose of this Supplement to the Thirteenth Report of the Monitor (the "Report") is to advise this Honourable Court of an amendment to the Applicants' cash flow projections that had been included at Appendix B of the Thirteenth Report.

TERMS OF REFERENCE

3. In preparing this Report, the Monitor has relied upon unaudited financial information and records of the Applicants and certain of their Non-Applicant subsidiaries and discussions with management of the Applicants and Non-Applicants. The Monitor has not performed an audit or other procedures to evaluate the reliability or completeness of the information. Accordingly, the Monitor expresses no opinion or any other form of assurance on the historical or prospective financial statements, management representations or other data included in this Report. An examination of the financial projection as outlined in the Canadian Institute of Chartered Accountants (“CICA”) Handbook has not been performed. Future oriented financial information relied upon in this Report is based on management’s assumptions regarding future events and actual results achieved will vary from this information and the variations may be material.
4. Capitalized terms not defined in this Report are as defined in the Initial Order or previous reports of the Monitor. All references to dollars are in Canadian currency unless otherwise noted.

THE APPLICANTS’ AMENDED CASH FLOW PROJECTIONS

5. The original projection that was included at Appendix B to the Thirteenth report contained two misstatements. A total of \$0.09 million over the projection period had been included in each of the Interest on Senior Secured Notes and Taxes disbursements lines of the cash flow projection, when no disbursement for either line was projected during the period. As a result, total disbursements were overstated by approximately \$0.18 million
6. Attached as Appendix “A” is an updated cash flow projection for the period from May 1, 2010 to January 7, 2011 (the “Revised Projection Period”) that corrects the two misstatements.
7. The Applicants are projecting total receipts of approximately \$4.2 million, consisting primarily of a draw on a Domgroup DIP loan of \$4.0 million. The Applicants are

projecting total cash disbursements of approximately \$5.7 million, resulting in a net decrease in cash of approximately \$1.5 million over the Revised Projection Period.

ALL OF WHICH IS RESPECTFULLY SUBMITTED BY:

ERNST & YOUNG INC.

In its capacity as Court-appointed
Monitor of Hollinger Inc. and certain of its affiliates

Per:

A handwritten signature in black ink, appearing to read 'B. Denega', with a long, sweeping horizontal line extending to the right.

Brian M. Denega
Senior Vice President

APPENDIX A

**Hollinger Inc., 4322525 Canada Inc. and Sugra Limited,
(collectively the "Applicants")
Weekly Cash Flow Projection
For the Period from May 1, 2010 to January 7, 2011**

<i>Projection for the Week Ending</i>		2010 1 Friday 07-May	2010 2 Friday 14-May	2010 3 Friday 21-May	2010 4 Friday 28-May	2010 5 Friday 04-Jun	2010 6 Friday 11-Jun	2010 7 Friday 18-Jun	2010 8 Friday 25-Jun
<i>C\$ 000s</i>	<i>Notes</i>								
Opening Cash Balance	1	2,550	2,334	2,292	2,250	2,047	2,284	2,242	2,200
Receipts									
Interest income	2	1	-	-	-	1	-	-	-
Other	3	-	-	-	-	-	-	-	-
Intercompany Accounts Receivable - 10 Toronto		-	-	-	-	-	-	-	-
Intercompany Accounts Receivable - Domgroup		-	-	-	-	-	-	-	-
DIP Borrowings	4					500	-	-	2,200
Total receipts		1	-	-	-	501	-	-	2,200
Disbursements									
Legal Fees	5	(77)	(27)	(27)	(126)	(107)	(27)	(27)	(27)
Chapter 15 Legal Fees (US)	6	(1)	-	-	-	(1)	-	-	-
CCAA Legal Fees (Canada)	7	(15)	(15)	(15)	(76)	(15)	(15)	(15)	(15)
CCAA Monitor and Claims Officer Fees	8	(15)	-	-	-	(30)	-	-	-
Contractor Fees	9	(68)	-	-	-	(68)	-	-	-
Finance, Tax Administration and Financial Advisor Fees	10	(30)	-	-	-	(30)	-	-	-
Interest on Senior Secured Notes	11	-	-	-	-	-	-	-	-
Operating Costs related to premises	12	(12)	-	-	-	(12)	-	-	-
Taxes	13	-	-	-	-	-	-	-	-
Other	14	-	-	-	-	(1)	-	-	-
Settlement Payments	15	-	-	-	-	-	-	-	(2,200)
Foreign Exchange	16	-	-	-	-	-	-	-	-
Total Disbursements		(217)	(42)	(42)	(203)	(264)	(42)	(42)	(2,242)
Net Cash Inflow / Outflow		(216)	(42)	(42)	(203)	237	(42)	(42)	(42)
Closing Cash Balance		2,334	2,292	2,250	2,047	2,284	2,242	2,200	2,158

See accompanying notes and assumptions which should be read in conjunction herewith

**Hollinger Inc., 4322525 Canada Inc. and Sugra Limited,
(collectively the "Applicants")
Weekly Cash Flow Projection
For the Period from May 1, 2010 to January 7, 2011**

Projection for the Week Ending

<i>C\$ 000s</i>	<i>Notes</i>	2010 9 Friday 02-Jul	2010 10 Friday 09-Jul	2010 11 Friday 16-Jul	2010 12 Friday 23-Jul	2010 13 Friday 30-Jul	2010 14 Friday 06-Aug	2010 15 Friday 13-Aug	2010 16 Friday 20-Aug
Opening Cash Balance	1	2,158	1,923	1,878	1,833	1,788	1,742	2,006	1,961
Receipts									
Interest income	2	1	-	-	-	-	-	-	-
Other	3	-	-	-	-	-	-	-	-
Intercompany Accounts Receivable - 10 Toronto		-	-	-	-	-	-	-	-
Intercompany Accounts Receivable - Domgroup		-	-	-	-	-	-	-	-
DIP Borrowings	4	-	-	-	-	-	500	-	-
Total receipts		1	-	-	-	-	500	-	-
Disbursements									
Legal Fees	5	(83)	(29)	(29)	(29)	(29)	(83)	(29)	(29)
Chapter 15 Legal Fees (US)	6	(1)	-	-	-	-	(1)	-	-
CCAA Legal Fees (Canada)	7	(16)	(16)	(16)	(16)	(16)	(16)	(16)	(16)
CCAA Monitor and Claims Officer Fees	8	(16)	-	-	-	-	(16)	-	-
Contractor Fees	9	(73)	-	-	-	-	(73)	-	-
Finance, Tax Administration and Financial Advisor Fees	10	(32)	-	-	-	-	(32)	-	-
Interest on Senior Secured Notes	11	-	-	-	-	-	-	-	-
Operating Costs related to premises	12	(13)	-	-	-	-	(13)	-	-
Taxes	13	-	-	-	-	-	-	-	-
Other	14	(1)	-	-	-	-	(1)	-	-
Settlement Payments	15	-	-	-	-	-	-	-	-
Foreign Exchange	16	-	-	-	-	-	-	-	-
Total Disbursements		(236)	(45)	(45)	(45)	(45)	(236)	(45)	(45)
Net Cash Inflow / Outflow		(235)	(45)	(45)	(45)	(45)	264	(45)	(45)
Closing Cash Balance		1,923	1,878	1,833	1,788	1,742	2,006	1,961	1,916

See accompanying notes and assumptions which should be read in conjunction herewith

**Hollinger Inc., 4322525 Canada Inc. and Sugra Limited,
(collectively the "Applicants")
Weekly Cash Flow Projection
For the Period from May 1, 2010 to January 7, 2011**

Projection for the Week Ending

<i>C\$ 000s</i>	<i>Notes</i>	2010 17 Friday 27-Aug	2010 18 Friday 03-Sep	2010 19 Friday 10-Sep	2010 20 Friday 17-Sep	2010 21 Friday 24-Sep	2010 22 Friday 01-Oct	2010 23 Friday 08-Oct	2010 24 Friday 15-Oct
Opening Cash Balance	1	1,916	1,871	1,635	1,590	1,544	1,499	1,763	1,718
Receipts									
Interest income	2	-	-	-	-	-	-	-	-
Other	3	-	-	-	-	-	-	-	-
Intercompany Accounts Receivable - 10 Toronto		-	-	-	-	-	-	-	-
Intercompany Accounts Receivable - Domgroup		-	-	-	-	-	-	-	-
DIP Borrowings	4	-	-	-	-	-	500	-	-
Total receipts		-	-	-	-	-	500	-	-
Disbursements									
Legal Fees	5	(29)	(83)	(29)	(29)	(29)	(83)	(29)	(29)
Chapter 15 Legal Fees (US)	6	-	(1)	-	-	-	(1)	-	-
CCAA Legal Fees (Canada)	7	(16)	(16)	(16)	(16)	(16)	(16)	(16)	(16)
CCAA Monitor and Claims Officer Fees	8	-	(16)	-	-	-	(16)	-	-
Contractor Fees	9	-	(73)	-	-	-	(73)	-	-
Finance, Tax Administration and Financial Advisor Fees	10	-	(32)	-	-	-	(32)	-	-
Interest on Senior Secured Notes	11	-	-	-	-	-	-	-	-
Operating Costs related to premises	12	-	(13)	-	-	-	(13)	-	-
Taxes	13	-	-	-	-	-	-	-	-
Other	14	-	(1)	-	-	-	(1)	-	-
Settlement Payments	15	-	-	-	-	-	-	-	-
Foreign Exchange	16	-	-	-	-	-	-	-	-
Total Disbursements		(45)	(236)	(45)	(45)	(45)	(236)	(45)	(45)
Net Cash Inflow / Outflow		(45)	(236)	(45)	(45)	(45)	264	(45)	(45)
Closing Cash Balance		1,871	1,635	1,590	1,544	1,499	1,763	1,718	1,673

See accompanying notes and assumptions which should be read in conjunction herewith

**Hollinger Inc., 4322525 Canada Inc. and Sugra Limited,
(collectively the "Applicants")
Weekly Cash Flow Projection
For the Period from May 1, 2010 to January 7, 2011**

Projection for the Week Ending

<i>C\$ 000s</i>	<i>Notes</i>	2010 25 Friday 22-Oct	2010 26 Friday 29-Oct	2010 27 Friday 05-Nov	2010 28 Friday 12-Nov	2010 29 Friday 19-Nov	2010 30 Friday 26-Nov	2010 31 Friday 03-Dec	2010 32 Friday 10-Dec
Opening Cash Balance	1	1,673	1,627	1,582	1,346	1,301	1,256	1,210	1,430
Receipts									
Interest income	2	-	-	-	-	-	-	-	-
Other	3	-	-	-	-	-	-	156	-
Intercompany Accounts Receivable - 10 Toronto		-	-	-	-	-	-	-	-
Intercompany Accounts Receivable - Domgroup		-	-	-	-	-	-	-	-
DIP Borrowings	4							300	
Total receipts		-	-	-	-	-	-	456	-
Disbursements									
Legal Fees	5	(29)	(29)	(83)	(29)	(29)	(29)	(83)	(29)
Chapter 15 Legal Fees (US)	6	-	-	(1)	-	-	-	(1)	-
CCAA Legal Fees (Canada)	7	(16)	(16)	(16)	(16)	(16)	(16)	(16)	(16)
CCAA Monitor and Claims Officer Fees	8	-	-	(16)	-	-	-	(16)	-
Contractor Fees	9	-	-	(73)	-	-	-	(73)	-
Finance, Tax Administration and Financial Advisor Fees	10	-	-	(32)	-	-	-	(32)	-
Interest on Senior Secured Notes	11	-	-	-	-	-	-	-	-
Operating Costs related to premises	12	-	-	(13)	-	-	-	(13)	-
Taxes	13	-	-	-	-	-	-	-	-
Other	14	-	-	(1)	-	-	-	(1)	-
Settlement Payments	15	-	-	-	-	-	-	-	-
Foreign Exchange	16	-	-	-	-	-	-	-	-
Total Disbursements		(45)	(45)	(236)	(45)	(45)	(45)	(236)	(45)
Net Cash Inflow / Outflow		(45)	(45)	(236)	(45)	(45)	(45)	220	(45)
Closing Cash Balance		1,627	1,582	1,346	1,301	1,256	1,210	1,430	1,385

See accompanying notes and assumptions which should be read in conjunction herewith

**Hollinger Inc., 4322525 Canada Inc. and Sugra Limited,
(collectively the "Applicants")
Weekly Cash Flow Projection
For the Period from May 1, 2010 to January 7, 2011**

Projection for the Week Ending

C\$ 000s	Notes	2010 33 Friday 17-Dec	2010 34 Friday 24-Dec	2010 35 Friday 31-Dec	2011 36 Friday 07-Jan
Opening Cash Balance	1	1,385	1,340	1,294	1,249
Receipts					
Interest income	2	-	-	-	-
Other	3	-	-	-	-
Intercompany Accounts Receivable - 10 Toronto		-	-	-	-
Intercompany Accounts Receivable - Domgroup		-	-	-	-
DIP Borrowings	4	-	-	-	-
Total receipts		-	-	-	-
Disbursements					
Legal Fees	5	(29)	(29)	(29)	(83)
Chapter 15 Legal Fees (US)	6	-	-	-	(1)
CCAA Legal Fees (Canada)	7	(16)	(16)	(16)	(16)
CCAA Monitor and Claims Officer Fees	8	-	-	-	(16)
Contractor Fees	9	-	-	-	(73)
Finance, Tax Administration and Financial Advisor Fees	10	-	-	-	(32)
Interest on Senior Secured Notes	11	-	-	-	-
Operating Costs related to premises	12	-	-	-	(13)
Taxes	13	-	-	-	-
Other	14	-	-	-	-
Settlement Payments	15	-	-	-	-
Foreign Exchange	16	-	-	-	-
Total Disbursements		(45)	(45)	(45)	(235)
Net Cash Inflow / Outflow		(45)	(45)	(45)	(235)
Closing Cash Balance		1,340	1,294	1,249	1,014

See accompanying notes and assumptions which should be read in conjunction herewith

Hollinger Inc., 4322525 Canada Inc. and Sugra Limited, (collectively the "Applicants")
Cash Flow Projection
Notes and Assumptions

These cash flow projections include cash flow projections for Hollinger Inc, 4322525 Canada Inc. and Sugra Limited, (collectively the "Applicants").

These projections are based on information from the Applicants which has not been audited, reviewed or otherwise verified.

This is not a projection or forecast under section 4250 of the CICA Handbook.

The actual timing and amount of the cash flows may fluctuate from the estimates shown herein and these fluctuations may be material.

Foreign Exchange Rate (US Dollars to Canadian Dollars) used for this projection is **1.01**

- 1) The Cash balance is shown in thousands of Canadian dollars and excludes the amounts held in trust by Aird & Berlis for the officers' indemnity trust.
- 2) Interest income is estimated based on projected cash balances and actual recent rates of return. No provision has been made for interest, fees or other charges in connection with any borrowings that may be required.
- 3) Other receipts include the recovery from unclaimed dividends.
- 4) DIP Borrowing consist of intercompany borrowings from Domgroup Limited ("Domgroup") a wholly owned subsidiaries of Hollinger Inc.
Subject to court approval and approval of its board of directors, Domgroup is prepared to make DIP advances to the Applicants of up to \$4.2 million during the period.
- 5) Legal fees represent estimated fees on account of general corporate and litigation services.
- 6) Chapter 15 Legal Fees reflect the estimated legal fees associated with a Chapter 15 filing and certain other US legal issues.
These fees are expected to be negligible over the projection period.
- 7) CCAA Legal Fees reflect the estimated legal fees of both the Company's and Monitor's respective counsel but excludes the costs related to the CCAA claim process, which are shown separately.
- 8) CCAA Monitor Fees & Claims Officer re Claims Process reflect the estimated Monitor fees associated with a CCAA filing and the fees of the Claim Officer associated with a CCAA claims process.
- 9) Contractor Fees represent fees paid to the Chief Restructuring Officer for services rendered.
- 10) Finance, Tax Administration and Financial Advisor Fees represent payments to various professionals including the transfer agent.
- 11) Interest on Senior Secured Notes of approximately US \$6.0 million is payable twice a year in March and September.
The projection assumes that these payments will not be made in accordance with the Multi-Party Settlement and the May 21, 2008 Court Order.
- 12) Operating Costs re premises represent Hollinger's portion of shared costs with Non-Applicants for leases and operating costs associated with the Wellington and First Canadian Place offices.
- 13) The projection does not include any receipts or disbursements as a result of tax reassessments or penalties for late filings.
- 14) Other includes sundry expenses.
- 15) Settlement Payments represent payments as agreed by the Applicants and certain of their creditors as set out in the Multi-Party Settlement Agreement as approved by the Court on May 21, 2008. The projection assumes that subject to Court approval, the remaining \$2.2 million of priority distributions are made by the Applicants during the Projection Period.