

**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**

Applicants

**SUPPLEMENTAL AFFIDAVIT OF WILLIAM E. AZIZ
(Sworn on November 5, 2010)**

I, **WILLIAM E. AZIZ**, of the City of Oakville, in the Province of Ontario, **MAKE
OATH AND SAY AS FOLLOWS:**

1. I am the President of BlueTree Advisors Inc., Chief Restructuring Officer of the Applicants and the Non-Applicants (as defined herein). As such, I have personal knowledge of the matters to which I hereinafter depose, except where my knowledge is based on information and belief, in which case I believe such information to be true.
2. Pursuant to an Order of this Honourable Court dated May 21, 2008, as amended by the Order of this Honourable Court dated July 3, 2008, I or a company or entity owned or controlled by me was appointed as the Chief Restructuring Officer of the Applicants. BlueTree Advisors Inc. ("**BlueTree**") is the entity owned or controlled by me that was appointed to provide my services as Chief Restructuring Officer of the Applicants.

3. BlueTree was also retained to provide the services of Chief Restructuring Officer of Domgroup Ltd., 10 Toronto Street Inc., Holcay Holdings Ltd. and 021173 N.B. Limited a.k.a. Willett Foods f.k.a Willett Food Company (collectively, the “**Non-Applicants**”) pursuant to board resolutions passed by each of the Non-Applicants on June 16, 2008. Collectively, BlueTree and myself are referred to herein as the “**CRO**”.

Purpose

4. I swear this Affidavit to supplement my Affidavit sworn November 1, 2010 (the “**November 1st Affidavit**”) in support of in support of the motion (the “**Service and Procedure Motion**”) to approve, among other things:
 - (a) a service and notice process in respect of a motion (the “**Settlement Approval Motion**”) to be brought to approve certain settlements reached for the benefit of the Applicants and their stakeholders regarding certain claims and causes of action in favour of the Applicants and certain claims and possible claims against the Applicants (collectively, the “**Settlements**”), including approval of a form of notice to be given (the “**Notice**”);
 - (b) establishing a procedure for filing of a notice of intent to appear in a prescribed form (a “**Notice of Appearance**”) and approval of such form;
 - (c) the setting of a bar date to file a Notice of Appearance (the “**Notice of Appearance Bar Date**”) in respect of the Settlement Approval Motion; and
 - (d) setting a hearing date for the hearing of the Settlement Approval Motion.
5. All capitalized terms contained herein and not otherwise defined shall have the meanings ascribed to them in the November 1st Affidavit.

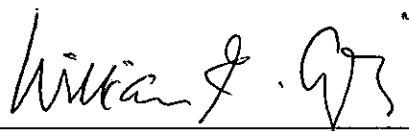
Sealing Order No Longer being Requested

6. At paragraphs 8 and 10 of my November 1st Affidavit, I indicated that an unredacted copy of the Torys Settlement Agreement and of the KPMG Settlement Agreement were attached to the Affidavit to be provided to this Honourable Court and that a sealing order would be sought in respect of the unredacted Settlements.
7. Since serving the Service and Procedure Motion Record on November 1, 2010, certain stakeholders have raised concerns over the sealing order to be sought with respect to the Settlements.
8. The Motion Record including my November 1st Affidavit has not yet been filed with the Court. The Applicants have considered the concerns raised by the stakeholders and have determined that filing unredacted copies of the Settlements with the Court is not necessary at this juncture of the proceeding. As a result, the November 1st Affidavit to be filed with the Court will be identical to the one served on the Service List on November 1, 2010 and will not include unredacted Settlements.
9. Therefore, the Applicants will not be seeking a sealing order at the hearing of the Service and Procedure Motion at this time. A revised draft Service and Procedure Order will be circulated to the Service List with this Affidavit.

SWORN before me at the City of Toronto,
in the Province of Ontario, this 5th day of
November, 2010.



Commissioner for Taking Affidavits



WILLIAM E. AZIZ

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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

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SUPERIOR COURT OF JUSTICE
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Proceedings commenced at Toronto

AFFIDAVIT OF WILLIAM E. AZIZ
(Sworn on November 5, 2010)

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