

**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 OF ROBERTS COMPANY CANADA LIMITED**

**NOTICE OF MEETING AND SANCTION HEARING**

On September 28, 2020, Roberts Company Canada Limited (the “**Applicant**”) filed a plan of compromise and arrangement (the “**Plan**”) under the *Companies' Creditors Arrangement Act*, R.S.C., 1985, c. C-36, as amended (the “**CCAA**”) and obtained an order (the “**Meeting Order**”) relating to a meeting of its creditors to be held to consider and vote on the Plan (the “**Meeting**”). All defined terms used in this notice that are not defined herein have the meaning ascribed to them in the Plan and the Meeting Order.

**NOTICE IS HEREBY GIVEN** as follows:

1. The Plan contemplates the compromise of, and consideration for, all Affected Claims that are Proven Claims and effects a release and discharge of all Affected Claims and Released Claims.
2. The sole class of creditors of the Applicant for the purpose of voting on the Plan is comprised of all Affected Creditors holding Affected Claims (the “**Affected Creditors Class**”).
3. You are receiving this Notice because you have been identified as a member of the Affected Creditors Class.
4. Enclosed with this Notice, you will find a copy of an Information Statement prepared by the Applicant (which attaches the Plan, the form of Resolution, and the Meeting Order as schedules), an Affected Creditor Proxy, and a Convenience Creditor Election. It is advisable that the Meeting Order be reviewed. The Meeting Order and other information are also available on the Monitor's Website at the following URL: <https://www.richter.ca/insolvencycase/roberts-company-canada-limited/>.
5. The purpose of these materials is to provide you with documents required to enable you to consider the Plan, vote to accept or reject the Plan, and to provide you with notice of the Meeting that will be held at the following date, time and location:

Date: October 16, 2020

Time: 10:00 a.m. (Eastern Time)

Location: Videoconference (details are attached hereto as **Schedule “A”**).

6. Any proxy, including the Affected Creditor Proxy, must be sent by e-mail, or only if it cannot be sent by e-mail, delivered to the Monitor in each case so that it is received by no later than 5:00 p.m. (Toronto Time) on October 14, 2020.
7. Any failure to file a Proxy will not affect your right to any distribution under the Plan.
8. Among other things, the following is required for the Plan to become effective:
  - (a) The Plan must be approved by a majority in number of the Affected Creditors holding Voting Claims representing a two-thirds majority in value of the Affected Creditor Class in attendance and voting or deemed to be voting at the Meeting personally or by proxy (the “**Required Majority**”) in accordance with the Meeting Order. Votes by Affected Creditors with Unresolved Claims in respect of such Unresolved Claims will not be considered in the calculation of the Required Majority and will be treated as set out in the Meeting Order.
  - (b) The Plan must be sanctioned by a final order of the Court (the “**Sanction Order**”), pursuant to the Plan. Notice is hereby given that if the Plan is approved at the Meeting and the other necessary conditions are met, the Applicant intends to make an application to the Court (the “**Sanction Hearing**”) for an Order sanctioning the Plan pursuant to the CCAA on October 26, 2020 (the “**Sanction Order**”). Any person wishing to oppose the relief sought at the Sanction Hearing shall serve on the Service List a notice providing the basis for such opposition and a copy of the materials to be used to oppose the granting of the Sanction Order at least three (3) calendar days before the date set for the Sanction Hearing, or such shorter time as the Court, by Order, may allow.
  - (c) The Sanction Order must be in full force and effect.
  - (d) The Conditions Precedent to implementation and effectiveness of the Plan as set out therein must be satisfied or waived, where permitted, pursuant to the terms of the Plan.
9. If you have any questions regarding the foregoing, the enclosed Affected Creditor Proxy, or the Convenience Creditor Election please contact the Monitor. The fax number / email address / address for delivering Proxies to the Monitor are as follows:

Richter Advisory Group Inc.  
Monitor of Roberts Company Canada Limited  
181 Bay Street, #3510  
Bay Wellington Tower  
Toronto, Ontario, Canada  
M5J 2T3  
Attention: Duncan Lau  
E-mail: [rccl@richter.ca](mailto:rccl@richter.ca)  
Fax: (514)934-8603  
Tel: 1-866-585-9751

**SCHEDULE "A"**  
**VIDEOCONFERENCE DETAILS**

**Date:** October 16, 2020

**Time:** 10:00 a.m. (Eastern Time)

**Meeting Information:**

Meeting link: <https://blgmeet.webex.com/blgmeet/j.php?MTID=mec359780afa607cdff22365a36acbcbe>

Meeting number: 173 412 0319

Password: f5G626m6eH5

Join by video system: Dial 1734120319@blgmeet.webex.com

You can also dial 173.243.2.68 and enter your meeting number.

Join by phone +1844-974-2903 Canada

Access code: 173 412 0319