



This is the 1<sup>st</sup> affidavit of  
Joanne Austen in this case and was  
made on October 10, 2023

No. S-235084  
Vancouver Registry

**IN THE SUPREME COURT OF BRITISH COLUMBIA**

IN THE MATTER OF THE *COMPANIES' CREDITORS ARRANGEMENT ACT*,  
R.S.C. 1985, C-36, AS AMENDED

AND

AND IN THE MATTER OF *THE BUSINESS CORPORATIONS ACT*,  
S.B.C. 2002, c. 57, AS AMENDED AND THE *BUSINESS CORPORATIONS ACT*, R.S.O. 1990,  
c. B-16, AS AMENDED

AND

AND IN THE MATTER OF A PLAN OF COMPROMISE OR ARRANGEMENT OF BRON  
MEDIA CORP. AND THE ENTITIES LISTED AT SCHEDULE "A"

PETITIONERS

**AFFIDAVIT**

I, Joanne Austen, of 2500 – 1133 Melville Street, Vancouver, British Columbia, Legal  
Administrative Assistant, SWEAR THAT:

1. I am a legal assistant at Blake, Cassels & Graydon LLP ("**Blakes**"), the solicitors  
for Access Road Capital, LLC, a respondent in this proceeding, and as such I have personal  
knowledge of the matters deposed to in this Affidavit except where I depose to a matter based on  
information from an informant I identify in which case I believe that both the information from the  
informant and the resulting statement are true.
2. Attached and marked as **Exhibit "A"** is a copy of an email from Eric Jamieson of  
Grant Thornton LLP (the "**Monitor**") to Peter Bychawski of Blakes dated September 13, 2023 at  
8:29 a.m.
3. Attached and marked as **Exhibit "B"** is a copy of an email from Eric Jamieson of  
the Monitor to Peter Bychawski of Blakes dated September 14, 2023 at 10:22 a.m.

4. Attached and marked as **Exhibit "C"** is a copy of a letter from Peter Bychawski of Blakes to counsel to the Monitor dated September 14, 2023.

5. Attached and marked as **Exhibit "D"** is a copy of a letter from counsel to the Monitor to Mr. Bychawski dated September 15, 2023.

6. Attached and marked as **Exhibit "E"** is a copy of a letter from Mr. Bychawski to counsel to the Monitor dated September 19, 2023.

7. Attached and marked as **Exhibit "F"** is a copy of an email from Mr. Bychawski to counsel to the Monitor dated September 20, 2023.

8. Attached and marked as **Exhibit "G"** is a copy of a letter from counsel to the Monitor to Mr. Bychawski dated September 20, 2023.

9. Attached and marked as **Exhibit "H"** is a copy of a letter from Mr. Bychawski to counsel to the Monitor dated September 20, 2023.

10. Attached and marked as **Exhibit "I"** is a copy of an email from counsel to the Monitor to Mr. Bychawski dated September 20, 2023.

SWORN BEFORE ME at Vancouver, British  
Columbia on October 10, 2023

  
\_\_\_\_\_  
A Commissioner for taking Affidavits for  
British Columbia

PETER BYCHAWSKI  
BARRISTER & SOLICITOR

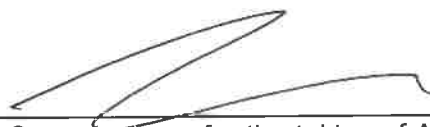
  
\_\_\_\_\_  
Joanne Austen

**Schedule "A"**  
**List of Petitioners**

|     | <b>Debtor Company</b>                     | <b>Jurisdiction</b> |
|-----|-------------------------------------------|---------------------|
| 1.  | BRON Animation Inc.                       | British Columbia    |
| 2.  | BRON Creative Corp.                       | Ontario             |
| 3.  | BRON Developments Inc.                    | British Columbia    |
| 4.  | BRON Media Corp.                          | British Columbia    |
| 5.  | BRON Media Holdings Intl. Corp.           | British Columbia    |
| 6.  | BRON Media Holdings USA Inc.              | British Columbia    |
| 7.  | BRON Releasing Inc.                       | British Columbia    |
| 8.  | BRON Studios Inc.                         | British Columbia    |
| 9.  | BRON Ventures 1 (Canada) Corp             | British Columbia    |
| 10. | BRON Everest Productions Inc.             | Ontario             |
| 11. | Fables Productions BC Inc.                | British Columbia    |
| 12. | Gossamer Productions BC Inc.              | British Columbia    |
| 13. | Hench 2 BC Productions Inc.               | British Columbia    |
| 14. | Henchmen Productions Inc.                 | British Columbia    |
| 15. | Robin Hood Digital PC BC Inc.             | British Columbia    |
| 16. | Windor Productions BC Inc.                | British Columbia    |
| 17. | BRON Creative USA, Corp.                  | Nevada              |
| 18. | BRON Digital USA, LLC                     | Delaware            |
| 19. | BRON Life USA Inc. (BRON Legacy USA Inc.) | Delaware            |
| 20. | BRON Media Holdings USA Corp.             | Delaware            |
| 21. | BRON Releasing USA Inc.                   | Delaware            |
| 22. | BRON Studios USA Inc.                     | Nevada              |

|     |                                                                 |            |
|-----|-----------------------------------------------------------------|------------|
| 23. | BRON Ventures 1, LLC                                            | Delaware   |
| 24. | BRON Studios USA Developments Inc.                              | Nevada     |
| 25. | Bakhorma, LLC                                                   | Washington |
| 26. | Drunk Parents, LLC                                              | New York   |
| 27. | Fables Holdings USA, LLC                                        | Delaware   |
| 28. | Fables Productions USA Inc                                      | Delaware   |
| 29. | Gossamer Holdings USA, LLC                                      | Delaware   |
| 30. | Gossamer Productions USA Inc.                                   | Delaware   |
| 31. | Harry Haft Productions, Inc.                                    | New York   |
| 32. | Heavyweight Holdings, LLC<br>(previously Harry Haft Films, LLC) | Delaware   |
| 33. | I Am Pink Productions, LLC                                      | Delaware   |
| 34. | Lucite Desk, LLC                                                | Delaware   |
| 35. | National Anthem Holdings, LLC<br>(f. k. a. BCDC Holdings, LLC)  | Delaware   |
| 36. | National Anthem ProdCo Inc.                                     | New Mexico |
| 37. | Oakland Pictures Holdings, LLC                                  | Delaware   |
| 38. | Pathway Productions, LLC                                        | Delaware   |
| 39. | Robin Hood Digital PC USA Inc.                                  | Delaware   |
| 40. | Robin Hood Digital USA, LLC                                     | Delaware   |
| 41. | Solitary Holdings USA, LLC                                      | Delaware   |
| 42. | Surrounded Holdings USA LLC                                     | Delaware   |
| 43. | Welcome to Me, LLC                                              | California |

This is **Exhibit "A"** referred to in the Affidavit of Joanne Austen made before me at Vancouver, British Columbia this 10<sup>th</sup> day of October, 2023.



A Commissioner for the taking of Affidavits for  
British Columbia

PETER BYCHAWSKI  
BARRISTER & SOLICITOR

**Bychawski, Peter**

**From:** Jamieson, Eric <Eric.Jamieson@ca.gt.com>  
**Sent:** Wednesday, September 13, 2023 8:29 AM  
**To:** Bychawski, Peter; Birch, John  
**Cc:** Finn, Forrest; Bando, Bruce; Hankinson, Dana; Cooper, Jesse  
**Subject:** RE: BRON [IWOV-LEGAL.054920-00006]

• External Email | Courrier électronique externe •

Hi Peter,

Thank you for providing us with the NDA. The team are progressing towards having the document fully executed and will subsequently add the individuals below to the VDR.

Thanks  
Eric

Eric Jamieson | Manager  
Grant Thornton LLP  
Suite 1600 | 333 Seymour Street | Vancouver | BC | V6B 0A4  
T +1 604 697 7938 | F +1 604 685 6569  
E [Eric.Jamieson@ca.gt.com](mailto:Eric.Jamieson@ca.gt.com) | W <http://www.grantthornton.ca/>

**From:** Bychawski, Peter <peter.bychawski@blakes.com>  
**Sent:** September 12, 2023 8:20 PM  
**To:** Jamieson, Eric <Eric.Jamieson@ca.gt.com>; Birch, John <jbirch@cassels.com>  
**Cc:** Finn, Forrest <ffinn@cassels.com>; Bando, Bruce <Bruce.Bando@ca.gt.com>  
**Subject:** RE: BRON [IWOV-LEGAL.054920-00006]

**CAUTION: EXTERNAL EMAIL. DO NOT CLICK ON LINKS OR OPEN ATTACHMENTS YOU DO NOT TRUST  
DO NOT ENTER YOUR GT PASSWORD ON ANY EXTERNAL EMAIL REQUEST**

Thank you, Eric. Please see attached the CA signed by our client. Can I ask that you please arrange for the following representatives of Access Road to obtain access to the data room as soon as possible:

[jkropp@forestroadco.com](mailto:jkropp@forestroadco.com)  
[erosenbaum@forestroadco.com](mailto:erosenbaum@forestroadco.com)  
[zachary@forestroadco.com](mailto:zachary@forestroadco.com)  
[eli@forestroadco.com](mailto:eli@forestroadco.com)

Thank you in advance.

**Peter Bychawski**  
Partner  
[peter.bychawski@blakes.com](mailto:peter.bychawski@blakes.com)  
T. +1-604-631-4218

**From:** Jamieson, Eric <Eric.Jamieson@ca.gt.com>  
**Sent:** Tuesday, September 12, 2023 5:54 PM  
**To:** Birch, John <jbirch@cassels.com>; Bychawski, Peter <peter.bychawski@blakes.com>

**Cc:** Finn, Forrest <[ffinn@cassels.com](mailto:ffinn@cassels.com)>; Bando, Bruce <[Bruce.Bando@ca.gt.com](mailto:Bruce.Bando@ca.gt.com)>

**Subject:** RE: BRON [IWOV-LEGAL.054920-00006]

• External Email | Courrier électronique externe •

Hi John,

No problem, happy to provide this.

Peter – please find attached a copy of the NDA that was sent to interested parties.

Thanks

Eric

**Eric Jamieson | Manager**

Grant Thornton LLP

Suite 1600 | 333 Seymour Street | Vancouver | BC | V6B 0A4

T +1 604 697 7938 | F +1 604 685 6569

E [Eric.Jamieson@ca.gt.com](mailto:Eric.Jamieson@ca.gt.com) | W <http://www.grantthornton.ca/>

**From:** Birch, John <[jbirch@cassels.com](mailto:jbirch@cassels.com)>

**Sent:** September 12, 2023 4:07 PM

**To:** Bychawski, Peter <[peter.bychawski@blakes.com](mailto:peter.bychawski@blakes.com)>

**Cc:** Finn, Forrest <[ffinn@cassels.com](mailto:ffinn@cassels.com)>; Jamieson, Eric <[Eric.Jamieson@ca.gt.com](mailto:Eric.Jamieson@ca.gt.com)>

**Subject:** RE: BRON [IWOV-LEGAL.054920-00006]

**CAUTION: EXTERNAL EMAIL. DO NOT CLICK ON LINKS OR OPEN ATTACHMENTS YOU DO NOT TRUST  
DO NOT ENTER YOUR GT PASSWORD ON ANY EXTERNAL EMAIL REQUEST**

Peter,

I am copying Eric Jamieson of GT to assist with this, since the Monitor has been the party distributing the NDA as part of the SISF.

Perhaps Eric can provide it.

**Cassels**

**JOHN BIRCH**

Partner

t: +1 416 860 5225

e: [jbirch@cassels.com](mailto:jbirch@cassels.com)

Cassels Brock & Blackwell LLP | [cassels.com](http://cassels.com)

Suite 3200, Bay Adelaide Centre – North Tower

40 Temperance St.

Toronto, ON M5H 0B4 Canada

Services provided through a professional corporation

**From:** Bychawski, Peter <[peter.bychawski@blakes.com](mailto:peter.bychawski@blakes.com)>

**Sent:** Tuesday, September 12, 2023 5:45 PM

**To:** Birch, John <[jbirch@cassels.com](mailto:jbirch@cassels.com)>; Finn, Forrest <[ffinn@cassels.com](mailto:ffinn@cassels.com)>

**Subject:** BRON

**CAUTION: External Email**

John, Forrest:

Can you please send me a copy of confidentiality agreement required for access to the data room? If you could please send it today that would be appreciated.

Thank you.

**Peter Bychawski**

Partner

peter.bychawski@blakes.com

T. +1-604-631-4218

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Blake, Cassels & Graydon LLP

3500 - 1133 Melville Street, Vancouver, BC V6E 4E5 (Map)

blakes.com LinkedIn

 Blakes Means Business

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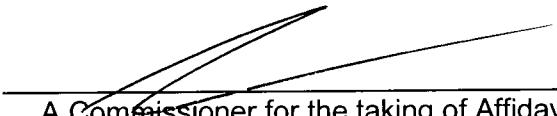
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This is **Exhibit "B"** referred to in the Affidavit of Joanne Austen made before me at Vancouver, British Columbia this 10<sup>th</sup> day of October, 2023.



---

A Commissioner for the taking of Affidavits for  
British Columbia

PETER BYCHAWSKI  
BARRISTER & SOLICITOR

**Bychawski, Peter**

**From:** Jamieson, Eric <Eric.Jamieson@ca.gt.com>  
**Sent:** Thursday, September 14, 2023 10:22 AM  
**To:** Bychawski, Peter; Birch, John  
**Cc:** Finn, Forrest; Bando, Bruce; Wentzell, Mark  
**Subject:** RE: BRON [IWOV-LEGAL.054920-00006]

• External Email | Courriel électronique externe •

Hi Peter,

Upon further review and following discussion internally, and given that Access Road did not submit an LOI, per the SISIP guidelines, they are therefore unable to commence participation in the SISIP at this stage, which includes access to the VDR.

Thanks  
 Eric

Eric Jamieson | Manager  
 Grant Thornton LLP  
 Suite 1600 | 333 Seymour Street | Vancouver | BC | V6B 0A4  
 T +1 604 697 7938 | F +1 604 685 6569  
 E [Eric.Jamieson@ca.gt.com](mailto:Eric.Jamieson@ca.gt.com) | W <http://www.grantthornton.ca/>

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**Sent:** September 12, 2023 8:20 PM  
**To:** Jamieson, Eric <Eric.Jamieson@ca.gt.com>; Birch, John <jbirch@cassels.com>  
**Cc:** Finn, Forrest <ffinn@cassels.com>; Bando, Bruce <Bruce.Bando@ca.gt.com>  
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[erosenbaum@forestroadco.com](mailto:erosenbaum@forestroadco.com)  
[zachary@forestroadco.com](mailto:zachary@forestroadco.com)  
[eli@forestroadco.com](mailto:eli@forestroadco.com)

Thank you in advance.

**Peter Bychawski**  
 Partner  
[peter.bychawski@blakes.com](mailto:peter.bychawski@blakes.com)  
 T. +1-604-631-4218

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**To:** Birch, John <[jbirch@cassels.com](mailto:jbirch@cassels.com)>; Bychawski, Peter <[peter.bychawski@blakes.com](mailto:peter.bychawski@blakes.com)>  
**Cc:** Finn, Forrest <[ffinn@cassels.com](mailto:ffinn@cassels.com)>; Bando, Bruce <[Bruce.Bando@ca.gt.com](mailto:Bruce.Bando@ca.gt.com)>  
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• External Email | Courrier électronique externe •

Hi John,

No problem, happy to provide this.

Peter – please find attached a copy of the NDA that was sent to interested parties.

Thanks  
 Eric

**Eric Jamieson | Manager**  
 Grant Thornton LLP  
 Suite 1600 | 333 Seymour Street | Vancouver | BC | V6B 0A4  
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**Subject:** RE: BRON [IWOV-LEGAL.054920-00006]

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Peter,

I am copying Eric Jamieson of GT to assist with this, since the Monitor has been the party distributing the NDA as part of the SISP.

Perhaps Eric can provide it.

**Cassels** | **JOHN BIRCH**  
 Partner  
 t: +1 416 860 5225  
 e: [jbirch@cassels.com](mailto:jbirch@cassels.com)

Cassels Brock & Blackwell LLP | [cassels.com](http://cassels.com)  
 Suite 3200, Bay Adelaide Centre – North Tower  
 40 Temperance St.  
 Toronto, ON M5H 0B4 Canada  
 Services provided through a professional corporation

**From:** Bychawski, Peter <[peter.bychawski@blakes.com](mailto:peter.bychawski@blakes.com)>  
**Sent:** Tuesday, September 12, 2023 5:45 PM  
**To:** Birch, John <[jbirch@cassels.com](mailto:jbirch@cassels.com)>; Finn, Forrest <[ffinn@cassels.com](mailto:ffinn@cassels.com)>  
**Subject:** BRON

**CAUTION: External Email**

John, Forrest:

Can you please send me a copy of confidentiality agreement required for access to the data room? If you could please send it today that would be appreciated.

Thank you.

**Peter Bychawski**

Partner

peter.bychawski@blakes.com

T. +1-604-631-4218

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Blake, Cassels & Graydon LLP

3500 - 1133 Melville Street, Vancouver, BC V6E 4E5 (Map)

blakes.com | LinkedIn



Blakes Means Business

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This is **Exhibit "C"** referred to in the Affidavit of Joanne Austen made before me at Vancouver, British Columbia this 10<sup>th</sup> day of October, 2023.

A handwritten signature in black ink, consisting of a large, stylized 'P' followed by a horizontal line.

A Commissioner for the taking of Affidavits for  
British Columbia

PETER BYCHAWSKI  
BARRISTER & SOLICITOR



Blake, Cassels & Graydon LLP  
Barristers & Solicitors  
Patent & Trademark Agents  
1133 Melville Street  
Suite 3500, The Stack  
Vancouver, B.C. V6E 4E5 Canada  
Tel: 604-631-3300 Fax: 604-631-3309

**Peter Bychawski**

Partner

Dir: 604-631-4218

peter.bychawski@blakes.com

Reference: 00028169/000001

September 14, 2023

**VIA EMAIL**

Cassels Brock & Blackwell LLP  
Suite 3200, Bay Adelaide Centre – North Tower  
40 Temperance Street  
Toronto, ON M5H 0B4

Attention: John Birch

**RE: *In the Matter of Bron Media Corp.***

Dear Sir:

We are counsel to Access Road Capital, LLC.

We write to confirm that on September 14, 2023, the Monitor denied our client's request for access to the Data Room being maintained in connection with the Bron group's sales and investment solicitation process.

To confirm, we communicated our client's request for access to the Data Room to you on September 12. You did not at that time suggest that our request could not be acceded to but rather referred us to the Monitor to obtain a copy of a Confidentiality Agreement that would allow for such access. Our client received and signed the Confidentiality Agreement subsequently provided to us by the Monitor on the same day. On September 13, the Monitor advised us in correspondence on which you were copied that it was progressing towards having the Confidentiality Agreement fully executed by the Monitor and the petitioners and would subsequently provide our client with access to the Data Room.

In this context, we are surprised and disappointed by the Monitor's sudden change of position. Based on our discussion this afternoon, we understand the Monitor's position to be that it is not prepared to provide our client with access to the Data Room because the Monitor would in no circumstances be prepared to consider the submission of any letter of intent by our client. As advised, this position is in our view inconsistent with our client's rights as a secured creditor and with the Monitor's obligation to assess any request for an extension to any SISP deadline based on whether "such an extension will generally benefit the Petitioners' creditors and other stakeholders."

Yours truly,

Peter Bychawski

51405496.1



- c. Forrest Finn, Cassels Brock & Blackwell LLP  
Mark Wentzell, Grant Thornton Limited  
Eric Jamieson, Grant Thornton Limited

This is **Exhibit "D"** referred to in the Affidavit of Joanne Austen made before me at Vancouver, British Columbia this 10<sup>th</sup> day of October, 2023.

A handwritten signature in black ink, consisting of a stylized, elongated loop followed by a horizontal stroke.

A Commissioner for the taking of Affidavits for  
British Columbia

PETER BYCHAWSKI  
BARRISTER & SOLICITOR

September 15, 2023

VIA EMAIL: [peter.bychawski@blakes.com](mailto:peter.bychawski@blakes.com)

[jbirch@cassels.com](mailto:jbirch@cassels.com)

tel: +1 416 860 5225

Blake, Cassels & Graydon LLP  
1133 Melville Street  
Suite 3500, The Stack  
Vancouver, BC V6E 4E5

Attention: Peter Bychawski

Dear Mr. Bychawski:

**Re: CCAA Proceedings of BRON Media Corp. et al**

As you are aware, we are counsel to Grant Thornton Limited in its capacity as monitor (the "**Monitor**") in the CCAA proceedings of BRON Media Corp. and related petitioners (collectively, "**BRON**"). We acknowledge that you are counsel to Access Road Capital, LLC ("**Access Road**").

On September 12, 2023, you emailed our firm to request a copy of the confidentiality agreement that was "required for access to the data room". You did not mention that there was any intention on the part of Access Road to try to participate in the SISP at this late stage. Instead, I assumed that you wanted to read the form and terms of the agreement to ensure that confidential information, including agreements pertaining to Access Road, were being properly protected and that potential bidders would not unfairly disclose or exploit confidential information relating to Access Road.

It was only later that the Monitor informed me that Access Road had actually signed and returned the confidentiality agreement and was requesting access to the data room for the purposes of potentially making a bid. Obviously, that represented a change our understanding of what Access Road intended to do.

Access Road has been involved in these insolvency proceedings for many weeks. Your firm and your client had notice of the comeback hearing on July 27 and 28, 2023, and you attended in court at such hearing and made submissions on July 28 that lasted 86 minutes.

You heard Justice Gomery's decision on July 28 that approved the sales and investment solicitation process ("**SISP**") and were aware of the deadlines contained therein. The terms of the SISP, which bind BRON and the Monitor, are very specific. Pursuant to paragraph 24 of the SISP procedures, only "Qualified Bidders" are permitted to submit a bid by the current bid deadline of September 15, 2023. A party can only be designated as a Qualified Bidder by

September 15, 2023  
Page 2

submitting a Qualified LOI on or before the LOI Deadline, which was September 1, 2023. Despite the fact that notice of the sales process was given on August 1, 2023 and the confidentiality agreement was circulated at that time and that access to the data room was made available on August 7, 2023, Access Road apparently made the conscious decision not to sign the confidentiality agreement, obtain access to the data room, or submit a Qualified LOI (or any letter of intent) prior to the September 1, 2023 deadline.

The Monitor considers the integrity of the SISP to be of utmost importance. As part of that mandate, it is important that there be a clear set of rules that are applied evenly to all potential bidders. For example, the Monitor and BRON obtained the consent of the Lender to extend the deadline for LOIs and bids to, respectively, September 1 and September 15, 2023. This was to allow all interested parties a further opportunity to review materials relating to BRON before formulating and submitting their LOIs.

Following the LOI deadline, the Monitor terminated access to the data room by all parties that had signed a confidentiality agreement but did not submit a Qualified LOI (and therefore did not become a Qualified Bidder). This reflected the terms of the SISP, which prevent any party that is not a Qualified Bidder from submitting any bid. In another case, a potential bidder submitted an LOI after the deadline, which the Monitor rejected.

Based on our conversation yesterday and your subsequent letter, it is apparent that Access Road seeks an extension of the LOI deadline in relation to Access Road alone, despite the fact that the deadline for definitive bid is 5:00 p.m. PT today and despite the fact that other potential bidders that did not submit a LOI by the September 1 deadline have already been excluded from the SISP, in accordance with the terms of the SISP.

Paragraph 8 of the SISP procedures makes it clear that the Monitor does not have the unilateral power to extend any deadlines in the SISP. Any extension must be made by BRON and the Monitor jointly and is subject to the consent of the Lender.

I trust that you and your client can understand why the Monitor is not prepared to grant a last-minute extension to a single potential bidder at this stage.

When I asked you yesterday whether there was any explanation for why Access Road waited so long to seek participation in the SISP, despite the fact that it was fully aware of the SISP procedures and timelines, you were not able to provide any justification for the delay. This is all the more reason why the Monitor does not support the extension of any deadlines for Access Road.

Finally, when we spoke yesterday, I explained to you the cash flow considerations that would prevent any further extensions to the deadlines. You and your client would have seen the cash flows filed in these proceedings and have taken note of the fact that the DIP financing is projected to be exhausted shortly after the October 6, 2023 deadline for closing any of approved transaction(s).

Leaving aside the problems inherent with extending the LOI Deadline two weeks after the fact (something that would need to be done if Access Road's request were to be acceded to, because no party can make a bid without having delivered a Qualified LOI), there is simply no funding available to extend the deadlines any further.

I therefore trust that you will appreciate the explanations that the Monitor has provided herein and that you will understand that there has not been any change in the position of the Monitor since earlier this week.

Yours truly,

Cassels Brock & Blackwell LLP



John N. Birch

Partner

Services provided by a Professional Corporation

JNB/rc

This is **Exhibit "E"** referred to in the Affidavit of Joanne Austen made before me at Vancouver, British Columbia this 10<sup>th</sup> day of October, 2023.

  
A Commissioner for the taking of Affidavits for  
British Columbia

CHRISTOPHER J. WSKI  
SOLICITOR



Blake, Cassels & Graydon LLP  
Barristers & Solicitors  
Patent & Trademark Agents  
1133 Melville Street  
Suite 3500, The Stack  
Vancouver, B.C. V6E 4E5 Canada  
Tel: 604-631-3300 Fax: 604-631-3309

**Peter Bychawski**

Partner

Dir: 604-631-4218

peter.bychawski@blakes.com

September 19, 2023

**VIA EMAIL**

Reference: 00028169/000001

Cassels Brock & Blackwell LLP  
Suite 3200, Bay Adelaide Centre – North Tower  
40 Temperance Street  
Toronto, ON M5H 0B4

Attention: John Birch

**RE: *In the Matter of Bron Media Corp.***

Dear Sir:

We write further to our letter of September 14 and your response letter of September 15.

Our client, Access Road Capital, LLC, is owed more than US \$10 million by certain of the petitioners and as such is the petitioners' largest arm's length secured creditor. The Monitor's position denying our client access to the Data Room maintained in connection with a SISP that includes assets subject to our client's security is wholly inappropriate.

Our client requested access to the Data Room because among other things it had concerns about the conduct and status of the SISP process being overseen by the Monitor. The Monitor's position set out in your September 15 letter denying our client the ability to access information being made available to parties that may be bidding in the SISP heightens those concerns.

Contrary to your statement that the Monitor considers the integrity of the SISP to be of utmost importance, the rigid and highly technical position advanced in your letter puts the integrity of the process being administered by the Monitor into serious question. In a context where our client has not been consulted on the conduct of the SISP and has now been denied access to the Data Room, we trust that the Monitor would not without prior consultation purport to have accepted or to accept any bid on assets subject to our client's security that would not see our client paid out in full.

Yours truly,

Peter Bychawski

51406011

TORONTO

CALGARY

VANCOUVER

MONTREAL

OTTAWA

NEW YORK

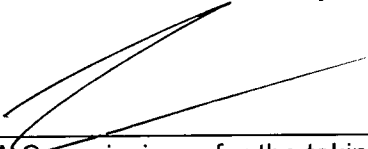
LONDON

Blake, Cassels & Graydon LLP | [blakes.com](http://blakes.com)



- c. Asim Iqbal, Miller Thomson LLP  
Forrest Finn, Cassels Brock & Blackwell LLP  
Mark Wentzell, Grant Thornton Limited  
Eric Jamieson, Grant Thornton Limited

This is **Exhibit "F"** referred to in the Affidavit of Joanne Austen made before me at Vancouver, British Columbia this 10<sup>th</sup> day of October, 2023.

  
A Commissioner for the taking of Affidavits for  
British Columbia

PETER BYCHAWSKI  
BARRISTER & SOLICITOR

**Bychawski, Peter**

---

**From:** Bychawski, Peter  
**Sent:** Wednesday, September 20, 2023 8:01 AM  
**To:** Birch, John  
**Cc:** Tevia Jeffries; Finn, Forrest; aiqbal@millerthomson.com; Mark E. R. Wentzell (mark.wentzell@ca.gt.com); Bruce S. Bando CA-CIRP (bruce.bando@ca.gt.com); Bornstein, Jeremy  
**Subject:** Re: In the Matter of the Plan or Compromise or Arrangement of BRON Media Corp et al, BCSC, Vancouver Registry, S-235084 IWOV-LEGAL.FID4428460 [IWOV-LEGAL.054920-00006]

John,

Thank you for the response. But it is not accurate for you to characterize the issues set out below as dealing only with "priorities".

Rather, the potential issues we set out include property issues that must necessarily be determined before any purported sale of the relevant property could be approved.

In particular, we advise below that our client will take a position at the sale approval hearing (whenever it is) on any sale that would purport to impact or detract from our client's rights to any property to which title has been contractually transferred to our client, including without limitation amounts collectible under agreements with Media Res Studio, LLC.

If the monitor is involved in scheduling the sale approval hearing, it is its responsibility to ensure that adequate hearing time is reserved so that all stakeholders can raise their concerns in the context of the sale approval hearing. It is not appropriate for the monitor to attempt to predetermine what issues will be adjudicated as part of the sale approval hearing and what issues will be deferred to a future date.

Ultimately, we trust that the monitor would not have accepted or accept any bid that would purport to impact or detract from our client's property rights such that these issues will not arise.

However, as noted in our letter of yesterday, our client has developed concerns about the conduct and status of the SISF, which are frankly being heightened. If necessary, our client will take all steps required to protect its legal and proprietary rights at the sale approval hearing whenever it is scheduled for.

We will stay tuned for an update on the sales process.

Best regards,

**Peter Bychawski**  
 Partner  
 peter.bychawski@blakes.com  
 T. +1-604-631-4218  
 C. +1-604-653-7068

On Sep 19, 2023, at 5:21 PM, Birch, John <jbirch@cassels.com> wrote:

• External Email | Courriel électronique externe •

Peter,

As you are aware, the Monitor is seeking a hearing for sale approval on one of October 3, 4, or 5.

To the extent that a subsequent hearing is required to deal with priorities, we will work with you and other relevant counsel to schedule that.

At this stage, it is not clear what bid(s) will be accepted and thus it is not clear whether there will be any attempt to affect the asserted rights of parties to the CAMA. Stay tuned.

<image001.png>

**JOHN BIRCH**

Partner

t: +1 416 860 5225

e: [jbirch@cassels.com](mailto:jbirch@cassels.com)

Cassels Brock & Blackwell LLP | [cassels.com](http://cassels.com)  
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40 Temperance St.  
Toronto, ON M5H 0B4 Canada  
Services provided through a professional corporation

**From:** Bychawski, Peter <[peter.bychawski@blakes.com](mailto:peter.bychawski@blakes.com)>

**Sent:** Tuesday, September 19, 2023 5:17 PM

**To:** Tevia Jeffries <[tjeffries@farris.com](mailto:tjeffries@farris.com)>; Birch, John <[jbirch@cassels.com](mailto:jbirch@cassels.com)>; Finn, Forrest <[ffinn@cassels.com](mailto:ffinn@cassels.com)>

**Cc:** [aiqbal@millertomson.com](mailto:aiqbal@millertomson.com)

**Subject:** RE: In the Matter of the Plan or Compromise or Arrangement of BRON Media Corp et al, BCSC, Vancouver Registry, S-235084 IWOV-LEGAL.FID4428460

**CAUTION:** External Email

Tevia, John, Forrest:

We are counsel to Access Road Capital, LLC.

Further to the email below, our client is party to several CAMAs. Our client's position with respect to these CAMAs is similar to that of Hercules. To the extent that the petitioners seek the approval of any sale that purports to impact or detract in any way from obligations and entitlements under the CAMAs, our client like Hercules reserves the right to take a position on the matter during the hearing that the petitioners are apparently seeking to schedule for the first week of October. The same goes for any sale that would purport to adversely affect our client's legal rights including, among other things, any sale that would purport to impact or detract from our client's rights to any property to which title has been contractually transferred to our client, including without limitation amounts collectible under agreements with Media Res Studio, LLC.

Thank you for coordinating the scheduling of hearing times before the court. To confirm, we are available on the October 13 and 16-18 dates referenced below if required. We would appreciate being consulted on the scheduling of any hearings on these or any other dates so that we can provide input on time estimates and related matters.

Best regards,

**Peter Bychawski**  
Partner  
peter.bychawski@blakes.com  
T. +1-604-631-4218

22

<image002.png>

Blake, Cassels & Graydon LLP  
3500 - 1133 Melville Street, Vancouver, BC V6E 4E5 (Map)  
blakes.com | LinkedIn

<image003.png>

This email communication is CONFIDENTIAL AND LEGALLY PRIVILEGED. If you are not the intended recipient, please notify me at the telephone number shown above or by return email and delete this communication and any copy immediately. Thank you. Ce message électronique peut contenir des renseignements CONFIDENTIELS ET PRIVILEGIÉS. Si ce message vous est parvenu par erreur, veuillez immédiatement m'en aviser par téléphone ou par courriel et en détruire toute copie. Merci.

---

**From:** Tevia Jeffries <tjeffries@farris.com>

**Sent:** Friday, September 15, 2023 2:06 PM

**To:** Finn, Forrest <ffinn@cassels.com>; agilbert@bronstudios.com; joel.guralnick@bronstudios.com; dave.whitney@bronstudios.com; steven.thibault@bronstudios.com; aiqbal@millerthomson.com; bjhicks@millerthomson.com; mfaheim@millerthomson.com; cmccord@joneswalden.com; Mark.Wentzell@ca.gt.com; james.saxton@ca.gt.com; Eric.Jamieson@ca.gt.com; Birch, John <jbirch@cassels.com>; AGC-PGC.Vancouver-Tax-Fiscal@justice.gc.ca; AGC-PGC.Toronto-Tax-Fiscal@justice.gc.ca; cloc.reception@ontario.ca; Steven.Groeneveld@ontario.ca; Insolvency.Unit@ontario.ca; dunnep@bennettjones.com; shakram@bennettjones.com; gruber@bennettjones.com; fosterj@bennettjones.com; Rubin, Peter <peter.rubin@blakes.com>; egolden@blaney.com; ajkorn@comerica.com; jdcovin@comerica.com; corpfinadmin@comerica.com; agarcia@animaestudios.com; suraj@maraboyinacapital.com; winecpc@gmail.com; christinehaebler@gmail.com; bpatrick@sde.bz; jburas@cbtno.com; guido@campello.com; john@raymonds.com; Johnd@daytonaauto.ca; suraj@maraboyinacapital.com; Buddypatrick4@gmail.com; irina.race@rbc.com; dahdoot@bushgottlieb.com; suraj@maraboyinacapital.com; dgendron@tpc.us; buddypatrick4@gmail.com; dgendron@tpc.us; Nicholas.Woodall@ubcpactra.ca; gpontius@dga.org; Mholmes@filmfinances.ca; sandy@schmidtfinancial.com; john.salmas@dentons.com; Jordan.schultz@dentons.com; dstaber@akingump.com; rschwill@dwvpv.com; tparker@goodmans.ca; gnayerahmadi@rochongenova.com; pjervis@rochongenova.com; pmann@rochongenova.com; chris@ccmuth.com; RTaylor@cmlaw.ca; DThomas@cmlaw.ca; jbuhlman@weirfoulds.com; mstatham@weirfoulds.com; pcho@weirfoulds.com; wjaskiewicz@weirfoulds.com; dennis@weilbox.com; mvanzandvoort@airdberlis.com; jsuttner@airdberlis.com; hiliary@booklaw.ca; elizabeth@booklaw.ca; rachel.goldman@bracewell.com; david.shargel@bracewell.com; mark.wulfe@bracewell.com; mark.dendinger@bracewell.com; seth.ducharme@bracewell.com; ugo.campello@gmail.com; valeria.campello@gmail.com; kesaw@osler.com; Bruce.Bando@ca.gt.com; bbates@phrd.com; Bychawski, Peter <peter.bychawski@blakes.com>; dcieloszczyk@koskieglavin.com; MCao@koskieglavin.com; smosonyi@robapp.com; dmichaud@robapp.com; kayleigh@booklaw.ca; jwithmann@reconllp.com; skour@reconllp.com; Christine.Matthews@justice.gc.ca; Marina.Karpova@justice.gc.ca; dsischy@groiaco.com; djmiller@tgf.ca; Daxton Boéré <dboere@farris.com>; Laura Ferguson <lferguson@farris.com>; Hildebrand, Claire <claire.hildebrand@blakes.com>; AGLSBRevTaxInsolvency@gov.bc.ca; blaborie@bridgehouselaw.ca  
**Subject:** RE: In the Matter of the Plan or Compromise or Arrangement of BRON Media Corp et al, BCSC, Vancouver Registry, S-235084 IWOV-LEGAL.FID4428460

To the Service List,

23

We are counsel to Hercules Film Investors I (US) Inc.

Further to Forrest's email below, we have been corresponding with the Monitor over the past several weeks regarding Hercules' position that any proceeds related to the film "Americana" would fall within the governing collection account management agreement relating to "Americana" (the "CAMA"), which constitutes a trust and as such (a) can only be accessed by Bron creditors to the extent of Bron's entitlements as beneficiary under the trust, which entitlements are junior to the entitlement of our client and other parties to the CAMA, and (b) must be treated in accordance with parties' trust obligations under the agreement.

We further advised that Hercules intends to appear and take a position in respect of any sale in relation to "Americana" or the National Anthem entities. That position may be that no order can be entered that impacts or detracts in any way from parties' trust obligations and entitlements under the collection account management agreement relating to "Americana" (the "CAMA"). Hercules will likely assert that no party can hold trust funds without immediately transferring those funds to the trust account, and consequently no sale can close before parties' rights under the CAMA are determined.

We are prepared to bring forward our position during the first week of October if relief in respect of "Americana" is sought. We have also consulted with counsel to parties to the CAMA regarding counsel's availability on other dates to hear an application regarding party rights under the CAMA before Justice Gomery. So far, a number of counsel have advised they are available on October 13, and 16-18. We understand at this time that Monitor's counsel wishes to coordinate the hearing of this, and any related, application. If there are other parties who have an interest in this or a similar dispute, please advise so that we can confirm availability and coordination of a court hearing can proceed.

Best regards,  
Tevia

**Tevia R.M. Jeffries\***

T: 604 661 2174

[tjeffries@farris.com](mailto:tjeffries@farris.com)

*Pronouns: she/her*

\*Law Corporation

---

**From:** Finn, Forrest <[ffinn@cassels.com](mailto:ffinn@cassels.com)>

**Sent:** September 14, 2023 12:35 PM

**To:** [agilbert@bronstudios.com](mailto:agilbert@bronstudios.com); [joel.guralnick@bronstudios.com](mailto:joel.guralnick@bronstudios.com); [dave.whitney@bronstudios.com](mailto:dave.whitney@bronstudios.com); [steven.thibault@bronstudios.com](mailto:steven.thibault@bronstudios.com); [aiqbal@millerthomson.com](mailto:aiqbal@millerthomson.com); [bjhicks@millerthomson.com](mailto:bjhicks@millerthomson.com); [mfaheim@millerthomson.com](mailto:mfaheim@millerthomson.com); [cmccord@joneswalden.com](mailto:cmccord@joneswalden.com); [Mark.Wentzell@ca.gt.com](mailto:Mark.Wentzell@ca.gt.com); [james.saxton@ca.gt.com](mailto:james.saxton@ca.gt.com); [Eric.Jamieson@ca.gt.com](mailto:Eric.Jamieson@ca.gt.com); Birch, John <[jbirch@cassels.com](mailto:jbirch@cassels.com)>; Finn, Forrest <[ffinn@cassels.com](mailto:ffinn@cassels.com)>; [AGC-PGC.Vancouver-Tax-Fiscal@justice.gc.ca](mailto:AGC-PGC.Vancouver-Tax-Fiscal@justice.gc.ca); [AGC-PGC.Toronto-Tax-Fiscal@justice.gc.ca](mailto:AGC-PGC.Toronto-Tax-Fiscal@justice.gc.ca); [cloc.reception@ontario.ca](mailto:cloc.reception@ontario.ca); [Steven.Groeneveld@ontario.ca](mailto:Steven.Groeneveld@ontario.ca); [Insolvency.Unit@ontario.ca](mailto:Insolvency.Unit@ontario.ca); [dunnep@bennettjones.com](mailto:dunnep@bennettjones.com); [shakram@bennettjones.com](mailto:shakram@bennettjones.com); [gruberd@bennettjones.com](mailto:gruberd@bennettjones.com); [fosterj@bennettjones.com](mailto:fosterj@bennettjones.com); [peter.rubin@blakes.com](mailto:peter.rubin@blakes.com); [egolden@blaney.com](mailto:egolden@blaney.com); [ajkorn@comerica.com](mailto:ajkorn@comerica.com); [jdcolvin@comerica.com](mailto:jdcolvin@comerica.com); [corpfinadmin@comerica.com](mailto:corpfinadmin@comerica.com); [agarcia@animaestudios.com](mailto:agarcia@animaestudios.com); [suraj@maraboyinacapital.com](mailto:suraj@maraboyinacapital.com); [winecpc@gmail.com](mailto:winecpc@gmail.com);

[christinehaebler@gmail.com](mailto:christinehaebler@gmail.com); [bpatrick@sde.bz](mailto:bpatrick@sde.bz); [jburas@cbtno.com](mailto:jburas@cbtno.com); [guido@campello.com](mailto:guido@campello.com);  
[john@raymonds.com](mailto:john@raymonds.com); [Johnd@daytonaauto.ca](mailto:Johnd@daytonaauto.ca); [suraj@maraboyinacapital.com](mailto:suraj@maraboyinacapital.com);  
[Buddypatrick4@gmail.com](mailto:Buddypatrick4@gmail.com); [irina.race@rbc.com](mailto:irina.race@rbc.com); [dahdoot@bushgottlieb.com](mailto:dahdoot@bushgottlieb.com);  
[suraj@maraboyinacapital.com](mailto:suraj@maraboyinacapital.com); [dgendron@tpc.us](mailto:dgendron@tpc.us); [buddypatrick4@gmail.com](mailto:buddypatrick4@gmail.com); [dgendron@tpc.us](mailto:dgendron@tpc.us);  
[Nicholas.Woodall@ubcpactra.ca](mailto:Nicholas.Woodall@ubcpactra.ca); [gpontius@dga.org](mailto:gpontius@dga.org); [Mholmes@filmfinances.ca](mailto:Mholmes@filmfinances.ca);  
[sandy@schmidtfinancial.com](mailto:sandy@schmidtfinancial.com); [john.salmas@dentons.com](mailto:john.salmas@dentons.com); [Jordan.schultz@dentons.com](mailto:Jordan.schultz@dentons.com);  
[dstaber@akingump.com](mailto:dstaber@akingump.com); [rschwill@dwvpv.com](mailto:rschwill@dwvpv.com); [tparker@goodmans.ca](mailto:tparker@goodmans.ca);  
[gnayerahmadi@rochongenova.com](mailto:gnayerahmadi@rochongenova.com); [pjervis@rochongenova.com](mailto:pjervis@rochongenova.com); [pmann@rochongenova.com](mailto:pmann@rochongenova.com);  
[chris@ccmuth.com](mailto:chris@ccmuth.com); [RTaylor@cmblaw.ca](mailto:RTaylor@cmblaw.ca); [DThomas@cmblaw.ca](mailto:DThomas@cmblaw.ca); [jbuhlman@weirfoulds.com](mailto:jbuhlman@weirfoulds.com);  
[mstatham@weirfoulds.com](mailto:mstatham@weirfoulds.com); [pcho@weirfoulds.com](mailto:pcho@weirfoulds.com); [wjaskiewicz@weirfoulds.com](mailto:wjaskiewicz@weirfoulds.com);  
[dennis@weilbox.com](mailto:dennis@weilbox.com); [mvanzandvoort@airdberlis.com](mailto:mvanzandvoort@airdberlis.com); [jsuttner@airdberlis.com](mailto:jsuttner@airdberlis.com); [hilary@booklaw.ca](mailto:hilary@booklaw.ca);  
[elizabeth@booklaw.ca](mailto:elizabeth@booklaw.ca); [rachel.goldman@bracewell.com](mailto:rachel.goldman@bracewell.com); [david.shargel@bracewell.com](mailto:david.shargel@bracewell.com);  
[mark.wulfe@bracewell.com](mailto:mark.wulfe@bracewell.com); [mark.dendinger@bracewell.com](mailto:mark.dendinger@bracewell.com); [seth.ducharme@bracewell.com](mailto:seth.ducharme@bracewell.com);  
[ugo.campello@gmail.com](mailto:ugo.campello@gmail.com); [valeria.campello@gmail.com](mailto:valeria.campello@gmail.com); [kesaw@osler.com](mailto:kesaw@osler.com); [Bruce.Bando@ca.gt.com](mailto:Bruce.Bando@ca.gt.com);  
[bbates@phrd.com](mailto:bbates@phrd.com); [peter.bychawski@blakes.com](mailto:peter.bychawski@blakes.com); [dcieloszczyk@koskieglavin.com](mailto:dcieloszczyk@koskieglavin.com);  
[MCao@koskieglavin.com](mailto:MCao@koskieglavin.com); [smosonyi@robapp.com](mailto:smosonyi@robapp.com); [dmichaud@robapp.com](mailto:dmichaud@robapp.com); [kayleigh@booklaw.ca](mailto:kayleigh@booklaw.ca);  
[jwithmann@reconllp.com](mailto:jwithmann@reconllp.com); [skour@reconllp.com](mailto:skour@reconllp.com); [Christine.Matthews@justice.gc.ca](mailto:Christine.Matthews@justice.gc.ca);  
[Marina.Karpova@justice.gc.ca](mailto:Marina.Karpova@justice.gc.ca); [dsischy@groiaco.com](mailto:dsischy@groiaco.com); [djmiller@tgf.ca](mailto:djmiller@tgf.ca); [Daxton.Boeré<dboere@farris.com>](mailto:Daxton.Boeré<dboere@farris.com>);  
[Tevia.Jeffries<tjeffries@farris.com>](mailto:Tevia.Jeffries<tjeffries@farris.com>); [Laura.Ferguson<lferguson@farris.com>](mailto:Laura.Ferguson<lferguson@farris.com>);  
[claire.hildebrand@blakes.com](mailto:claire.hildebrand@blakes.com); [AGLSBRevTaxInsolvency@gov.bc.ca](mailto:AGLSBRevTaxInsolvency@gov.bc.ca); [blaborie@bridgehouselaw.ca](mailto:blaborie@bridgehouselaw.ca)  
**Subject:** [EXT] In the Matter of the Plan or Compromise or Arrangement of BRON Media Corp et al,  
 BCSC, Vancouver Registry, S-235084 [IWOV-LEGAL.FID4428460]

Good morning,

Our firm is counsel for the Monitor in the CCAA proceedings of BRON Media Corp. et al.

On September 5, 2023, the Monitor submitted a request to appear before Mr. Justice Gomery during the week of October 2, 2023 in respect of an application for an approval and vesting order pursuant to the SISP approved by the Court on July 28, 2023. Unfortunately, scheduling has informed the Monitor that Mr. Justice Gomery is unavailable that week and will not be available to hear the application until sometime in the week of October 10, at the earliest.

The timeline for the SISP provides for the closing date of any approved transaction to occur no later than October 6, 2023. As a result, court approval needs to be sought and obtained by October 5, 2023.

Since Justice Gomery is not available to hear the sale approval application prior to October 6, 2023, the Monitor will be seeking the consent of the court to have another judge hear the sale approval application and that such application be heard on one of October 3, 4, or 5, 2023. Accordingly, please see our letter to scheduling attached above.

The Monitor and all other parties are obviously subject to court availability, so we will need to schedule the application on whichever day during the week of October 2 that the court assigns to us.

We will update the service list once scheduling advises on which date the application has been booked.

Thank you,

Forrest

<image001.png>

**FORREST FINN** (He/Him/His)  
 Associate  
 t: +1 778 372 6779  
 e: [ffinn@cassels.com](mailto:ffinn@cassels.com)

---

This message, including any attachments, is privileged and may contain confidential information intended only for the person(s) named above. Any other distribution, copying or disclosure is strictly prohibited. Communication by email is not a secure medium and, as part of the transmission process, this message may be copied to servers operated by third parties while in transit. Unless you advise us to the contrary, by accepting communications that may contain your personal information from us via email, you are deemed to provide your consent to our transmission of the contents of this message in this manner. If you are not the intended recipient or have received this message in error, please notify us immediately by reply email and permanently delete the original transmission from us, including any attachments, without making a copy.

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This is **Exhibit "G"** referred to in the Affidavit of Joanne Austen made before me at Vancouver, British Columbia this 10<sup>th</sup> day of October, 2023.

  
A Commissioner for the taking of Affidavits for  
British Columbia

PETER SYCHAWSKI  
BARRISTER & SOLICITOR

# Cassels

September 20, 2023

VIA EMAIL: [peter.bychawski@blakes.com](mailto:peter.bychawski@blakes.com)

[jbirch@cassels.com](mailto:jbirch@cassels.com)

tel: +1 416 860 5225

Blake, Cassels & Graydon LLP  
1133 Melville Street  
Suite 3500, The Stack  
Vancouver, BC V6E 4E5

Attention: Peter Bychawski

Dear Mr. Bychawski:

**Re: CCAA Proceedings of BRON Media Corp. et al**

I am responding to your letter of September 19, 2023, which responded to my letter of September 15.

Your letter of September 19 appears to now assert a different rationale for why Access Road, LLC ("**Access Road**") wishes access to the data room controlled by the Monitor. During our discussion on September 14 and as set out in your letter later that day, the stated purpose of giving Access Road access to the data room was to allow Access Road to make a bid in the SISP. In contrast, your letter of September 19 now says that it seeks access to the data room because "it had concerns about the conduct and status of the SISP process being overseen by the Monitor."

Unfortunately, these two different positions taken by Access Road cannot be reconciled. Even assuming that the new justification for data room access is accurate and Access Road actually wants access for non-bidding purposes, your September 19 letter does not provide any indication of what documents Access Road would review in the data room or how that would assist with its participation in the CCAA proceedings of the Petitioners.

Let me be clear. The Monitor understands the important role that it has to play in CCAA proceedings, relating to both the Petitioners and creditors. However, the Monitor's decision to deny Access Road's request to the data room for the purposes of allowing Access Road to make a bid is entirely consistent with what the SISP procedures provide for. Access Road had plenty of notice about the deadlines for LOIs and bids in the SISP process but made the choice not to take any steps until it was too late.

To the extent that any Winning Bid or the sale approval and vesting order that will be sought might potentially affect the interests of any secured creditor of a Petitioner, such creditor will have the opportunity to make relevant submissions to the court at the appropriate time.

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September 20, 2023  
Page 2

At this stage, no Winning Bid (as defined in the SISP terms) has been selected and thus is it not possible to determine how a transaction may or may not affect the interests of Access Road.

Yours truly,

Cassels Brock & Blackwell LLP



John N. Birch

Partner

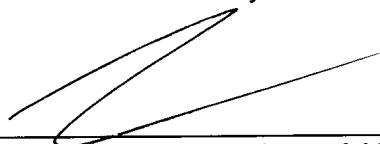
Services provided by a Professional Corporation

cc: Monitor

Counsel for Petitioners

JNB/rc

This is **Exhibit "H"** referred to in the Affidavit of Joanne Austen made before me at Vancouver, British Columbia this 10<sup>th</sup> day of October, 2023.



A Commissioner for the taking of Affidavits for  
British Columbia

PETER BYCHAWSKI  
BARRISTER & SOLICITOR



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 Tel: 604-631-3300 Fax: 604-631-3309

September 20, 2023

**Peter Bychawski**

Partner

Dir: 604-631-4218

peter.bychawski@blakes.com

**VIA EMAIL**

Reference: 00028169/000001

Cassels Brock & Blackwell LLP  
 Suite 3200, Bay Adelaide Centre – North Tower  
 40 Temperance Street  
 Toronto, ON M5H 0B4

Attention: John Birch

**RE: *In the Matter of Bron Media Corp.***

Dear Sir:

We write further to your letter of earlier today.

Your letter is needlessly adversarial and inconsistent with the Monitor's obligation to act in an impartial manner in the interest of all stakeholders in these CCAA proceedings, including Access Road Capital, LLC.

Your summary of our letters of September 14 and 19 and corresponding discussion on September 14 is also inaccurate.

To confirm, we reached out to you on September 12 to communicate our client's request for access to the Data Room. On September 14, after intervening correspondence in which our request was implicitly approved, the Monitor suddenly declined the requested access on the putative basis that the deadline for the submission of LOIs had passed. In communicating the basis for this sudden about-face, the Monitor advised that its change of position came only after "further review and following discussion internally." This was an explanation that is different from that subsequently given in your letter of September 15 in which you advised that the Monitor's change of position was based on your personal misunderstanding of the reason for our client's request.

In the face of the Monitor's change of position, I contacted you on September 14 to better understand the Monitor's approach as it seemed to us to be unreasonable. During our discussion, you advanced the rigid and highly technical interpretation of the SISP that was subsequently set out in your letter of September 15. In short, the Monitor's position as communicated to me during our discussion and subsequently confirmed in writing is that our client cannot be given access to the Data Room due to the passage of the deadline for the submission of LOIs. It was in response to this position that I pointed out to you that even if the Monitor's position was technically accurate, the Monitor had the ability to extend any timeline in the SISP if that was in the interest of stakeholders. Your response to this position was

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that the Monitor would in no circumstances extend the deadline for our client to submit an LOI as this would necessitate reopening the SISP to all parties and was accordingly denying our client access to the Data Room for any purpose. This is the position that we confirmed in our letter of September 14, in which we noted that such position was inconsistent with both (a) our client's rights as the largest arm's length secured creditor of the petitioners and (b) the Monitor's obligations to assess any requests for extensions to any SISP deadline in accordance with the interests of stakeholders.

In any event, it is unclear to us why the Monitor is at this critical time in these CCAA proceedings focused on raising minute issues as to the contents of our discussions and correspondence as its position is evidently that in no circumstances will our client be provided with access to information being made available to parties that are bidding on assets subject to its security.

We confirm that we have now advised you of our position and understanding that the Monitor will not accept any bid (a) on assets subject to our client's security that would not see our client paid out in full or (b) that would purport to impact or detract from our client's property rights including without limitation amounts collectible under agreements with Media Res Studio, LLC. We note that while the Monitor has confirmed that no Winning Bid (as defined in the SISP terms) has been selected, it has declined to respond to our requests for confirmation that the Monitor will in fact engage in the expected consultation.

As already advised, our client has developed concerns about the conduct and status of the SISP, which are being heightened by the Monitor's lack of transparency and responsiveness as to its intent with respect to the issues we have raised. If necessary, our client will take all steps required to protect its legal and proprietary rights at the sale approval hearing, whenever it is scheduled for. Further to the assurances provided at the comeback hearing that stakeholders would be provided with ample notice of any sale approval hearing, and the Monitor's assumption of responsibility for the scheduling of such hearing, we ask that the Monitor ensure both that ample notice is provided to stakeholders and that adequate court time is reserved for any disputes to be resolved on their merits.

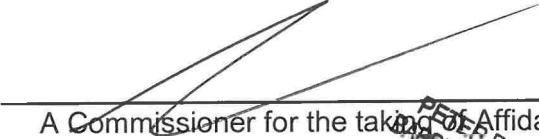
Yours truly,



Peter Bychawski

- c. Asim Iqbal, Miller Thomson LLP  
Forrest Finn, Cassels Brock & Blackwell LLP  
Mark Wentzell, Grant Thornton Limited  
Eric Jamieson, Grant Thornton Limited

This is **Exhibit "I"** referred to in the Affidavit of Joanne Austen made before me at Vancouver, British Columbia this 10<sup>th</sup> day of October, 2023.

  
A Commissioner for the taking of Affidavits for  
British Columbia

PETER BYCHAWSKI  
BARRISTER & SOLICITOR

**Bychawski, Peter**

**From:** Birch, John <jbirch@cassels.com>  
**Sent:** Wednesday, September 20, 2023 2:45 PM  
**To:** Bychawski, Peter  
**Cc:** Mark E. R. Wentzell (mark.wentzell@ca.gt.com); Bruce S. Bando CA-CIRP (bruce.bando@ca.gt.com); Jamieson, Eric; Finn, Forrest; Bornstein, Jeremy  
**Subject:** FW: In the Matter of Bron Media Corp. [IWOV-LEGAL.054920-00006]  
**Attachments:** 2023-09-20 Letter to J. Birch.pdf

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Peter,

I am responding to the letter that you just sent to me.

You will recall that we had a discussion on September 14 during which I explained the Monitor's position. Letters between your firm and the Monitor only ensued because you started the process when you sent your September 14 letter to put a position on the record and thus Cassels had to respond on behalf of the Monitor.

I think that we understand each other even though we may not agree. As such, further letters would serve no purpose. In regard to your letter today, let me simply say that I disagree and we can move on from there.

The Monitor wants to focus on the sales process. Your client is free to advance whatever positions it deems advisable at the time of sale approval, by which point you will see what types of sales are to be approved and on what terms.

The court will ultimately determine what is appropriate, in the same way that it heard your objections/submissions on July 28 and ruled upon the matters before it then.

**Cassels**

**JOHN BIRCH**

Partner  
 t: +1 416 860 5225  
 e: jbirch@cassels.com

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 40 Temperance St.  
 Toronto, ON M5H 0B4 Canada  
 Services provided through a professional corporation

**From:** Alambre, Jennifer <jennifer.alambre@blakes.com>  
**Sent:** Wednesday, September 20, 2023 5:17 PM  
**To:** Birch, John <jbirch@cassels.com>  
**Cc:** Bychawski, Peter <peter.bychawski@blakes.com>; aiqbal@millerthomson.com; Finn, Forrest <ffinn@cassels.com>; Mark.Wentzell@ca.gt.com; Eric.Jamieson@ca.gt.com  
**Subject:** In the Matter of Bron Media Corp.

**CAUTION:** External Email

Good afternoon,

Please see the attached letter of today's date from Mr. Peter Bychawski.

Regards,

34

**Jennifer Alambre**

Legal Administrative Assistant to Peter Rubin\*,  
Karine Russell, Alison Burns and Tunç Dogan

[jennifer.alambre@blakes.com](mailto:jennifer.alambre@blakes.com)

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\* denotes law corporation

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