August 2023

BRON Media Corp.

BRON Media Corp.

On July 19, 2023, the Supreme Court of British Columbia (the "**Court**") pronounced an order pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "**CCAA**") that, among other things, commenced proceedings (the "**CCAA Proceedings**") in respect of BRON Media Corp., along with its subsidiaries and related companies listed in Schedule "A" of the SISP Procedures (as defined below) (collectively, "**BRON**"). The Court appointed Grant Thornton Limited as the Monitor of BRON, to supervise the CCAA Proceedings (in such capacity, the "**Monitor**").

The Monitor is administering a Sale and Investment Solicitation Process (the "**SISP**") to solicit interest in one or more or any combination of: (i) a restructuring, recapitalization or other form of reorganization of the business and affairs of one or more of the companies in BRON as a going concern; and/or (ii) a sale of all, or substantially all, of BRON's assets and/or business operations as a going concern or otherwise. The Court pronounced an order approving the SISP on July 28, 2023 (the "**SISP Order**"). A copy of the SISP Order can be found at the following link: www.grantthornton.ca/BronMedia.

Overview

BRON, founded in 2010, is the prolific and award-winning studio behind some of the most high-profile films of the last decade, in both the independent and studio worlds. BRON's two primary operating divisions are BRON Studios and BRON Digital. BRON has significant experience in the entertainment industry, having produced or executively produced more than 125 media productions. BRON has consistently been recognized as an industry leader, having received numerous honours, including 38 Academy Awards nominations (six wins), 34 BAFTA Awards nominations, and more than 250 Film Festival Award nominations.

BRON Digital is a state-of-the-art virtual production company creating animation and interactive gaming content using Epic Games' Unreal Engine at its core. BRON Digital has built a proprietary pipeline used for service production and original intellectual property ("**IP**") production. Each original IP BRON has developed is also being used to develop ancillary lines of IP, including Fortnite game worlds, Web3 games, merchandising & licensing, music, publishing, and more. Three digital productions are currently in various stages of production.

With the rise of mobile gaming, esports, and virtual reality, the market for interactive game content is expanding rapidly. These sectors are experiencing significant growth and demand for content with the global gaming market expected to reach $200 billion by 2023. BRON's focus on interactive gaming and its partnership with Epic Games provides significant potential financial upside to BRON.

BRON Studios is the prolific and award-winning producer of scripted and non-scripted motion pictures and series television. BRON Studios is known for its ability to deliver content to the world's largest studios and streamers.

BRON has built strong production, finance, and distribution partnerships around the world, and has worked alongside the major and mini-major Hollywood studios, including Warner Bros, MGM, Sony, Universal, Paramount, Lionsgate, and A24. BRON has sold many projects to global streaming platforms, including Netflix, Apple, Amazon, and HBO Max.

38
Academy Award
nominations and **6 wins**

37
Golden Globe
nominations and **8 wins**

7
Venice Film Fest
nominations and **5 wins**

28
SAG Award
nominations and **6 wins**

40
NAACP Award
nominations and **6 wins**

6
Sundance Film Fest
nominations and **5 wins**

39
BAFTA Award
nominations and **7 wins**

58
Critics' Choice
nominations and **14 wins**

16
BAFTA TV Award
nominations and **6 wins**

21
Spirit Award
nominations and **2 wins**

Company highlights

Significant production and executive production experience
BRON is well known for many culture-shifting and history-making productions, having produced or executive produced more than 125 productions since 2010.

A portfolio of original and acquired IP
BRON has built a robust portfolio of original and acquired IP and multiple lines of revenue around its IP. In addition, BRON has been a financial backer, back-office studio, and co-producing partner to some of the most notable start-up production companies and has worked hard to make strategic investments in key creators and operators.

Creative relationships with elite talent
BRON's filmmaker-first approach, built on inclusion, innovation, and respect, has helped BRON solidify creative relationships with elite talent in front and behind camera, and from an array of backgrounds, and allows BRON to manage all aspects of a live-action or digital production, from generating and acquiring IP through the delivery.

Best in class partnerships and relationships
BRON has partnered or has a vendor relationship with the best-in-class groups in branding / marketing, consumer products, web3, publishing, music, and all forms of interactive gaming.

Project suite across full lifecycle
BRON's diverse portfolio comprises numerous projects in various stages of production, post-production, or in the process of being marketed and sold.

Accolades and awards
BRON has received numerous honors including 38 Academy Awards nominations (six wins), 34 BAFTA Awards nominations, and more than 250 Film Festival Award nominations.

Epic Games relationship
BRON has partnered with Epic Games, a leading interactive entertainment company and provider of 3D engine technology which operates Fortnite, one of the world's largest games with over 500 million accounts and 2.5 billion friend connections. BRON Digital is a creative partner and a production tech provider, giving early support and critical software feedback to Epic Games on the Unreal Engine.

Next steps

The Monitor has included a summary of the bidding procedures below to be employed in the SISP. However, interested parties should review and familiarize themselves with the detailed SISP procedures found at Schedule "B" of the SISP Order (the "**SISP Procedures**"). Unless otherwise defined, capitalized terms contained herein have the meanings ascribed to them in the SISP Procedures.

Milestone	Deadline
SISP commencement	August 1, 2023
LOI submission deadline	August 28 2023
Final bid submission deadline	September 8, 2023
Application to the court for approval order(s)	As soon as practical
Closing of the transaction	October 6, 2023

SISP participation requirements

Any party who wishes to participate in the SISP must deliver to the Monitor: (i) an executed copy of the confidentiality agreement (the "**Confidentiality Agreement**"), to be provided by the Monitor; (ii) a letter setting forth: (A) the identity of the party, including its direct and indirect principals; and (B) the party's financial capabilities and technical expertise to conclude a Transaction; and (iii) an executed letter acknowledging receipt of a copy of the SISP Procedures and agreeing to comply with the terms of the SISP Procedures.

Parties who, in the opinion of the Monitor, in consultation with BRON and the Lender, comply with the above will be deemed to be "**Potential Bidders**". The Monitor shall, in its reasonable business judgment, provide Potential Bidders access to due diligence materials at the Monitor's discretion.

A Potential Bidder who wishes to pursue the opportunity further must provide the Monitor with a written, non- binding letter of intent (an "**LOI**"), including the information set out in the next section.

LOI requirements

Any Potential Bidder who wishes to submit a SISP Bid must deliver an LOI to the Monitor no later than 5:00 p.m. (Pacific Daylight Time) on August 28, 2023 (the "**LOI Deadline**").

An LOI will be a "**Qualified LOI**" if it contains:

a) a specific indication of the anticipated sources of capital for such Potential Bidder and preliminary evidence of such Potential Bidder's financial or other wherewithal to consummate a transaction;

b) a letter setting forth the identity of the Potential Bidder, the contact information for such Potential Bidder and full disclosure of their direct and indirect owners and principals;

c) an indication of whether the Potential Bidder wishes to tender (i) an Asset Bid; (ii) a Restructuring Bid; or (iii) a Hybrid Bid;

d) in the case of an Asset Bid, it identifies:

   (i) the purchase price range (including liabilities to be assumed by the Potential Bidder);

   (ii) whether the Asset Bid is en bloc, what Property is included, any of the Property expected to be excluded, and/or any additional assets desired to be included in the transaction;

   (iii) the structure and financing of the transaction (including, but not limited to, the sources of financing for the purchase price, preliminary evidence of the availability of such financing and the steps necessary and associated timing to obtain the financing and consummate the proposed transaction and any related contingencies, as applicable);

   (iv) the proposed treatment of employees of the Petitioners (or Non-Petitioner Entities);

   (v) the proposed treatment of any leases and other material contracts;

   (vi) any anticipated corporate, shareholder, internal or regulatory approvals required to close the transaction and the anticipated time frame and any anticipated impediments for obtaining such approvals;

   (vii) any additional due diligence required or desired to be conducted by the Potential Bidder, if any;

   (viii) any conditions to closing that the Potential Bidder may wish to impose; and

   (ix) any other terms or conditions of the Asset Bid which the Potential Bidder believes are material to the transaction;

e) in the case of a Restructuring Bid, it identifies:

   (i) the aggregate amount of the equity and debt investment, including liabilities to be assumed by the Potential Bidder (including the sources of such capital, preliminary evidence of the availability of such capital and the steps necessary and associated timing to obtain the capital and consummate the proposed transaction and any related contingencies, as applicable) to be made in the Petitioners;

   (ii) the underlying assumptions regarding the proforma capital structure (including, the anticipated debt levels, debt service fees, interest and amortization);

   (iii) the consideration to be allocated to the stakeholders including claims of any secured or unsecured creditors of the Petitioners and the proposed treatment of employees;

   (iv) the structure and financing of the transaction including all requisite financial assurance;

   (v) any anticipated corporate, shareholder, internal or regulatory approvals required to close the transaction, the anticipated time frame and any anticipated impediments for obtaining such approvals;

   (vi) any additional due diligence required or desired to be conducted by the Potential Bidder, if any;

   (vii) any conditions to closing that the Potential Bidder may wish to impose; and

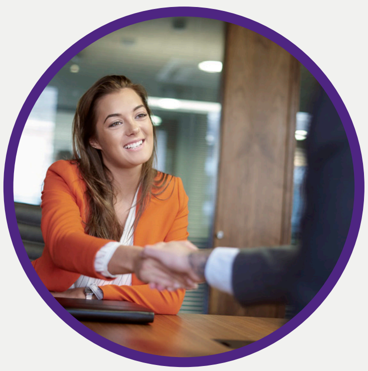
   (viii) any other terms or conditions of the Restructuring Bid which the Potential Bidder believes are material to the transaction;

f) in the case of a Hybrid Bid, all of the information contained in subparagraphs (a) through (e) above, as applicable; and

g) such other information as may be requested by the Monitor.

Transaction

Any Winning Bid, as defined in the SISP, shall be subject to Court Approval and will be completed on an "as is, where is" basis. Further requirements are detailed in the SISP Procedures.



Contact

All enquiries must be directed to:

T +1 866 481 9215

E BronMedia@ca.gt.com

Mark Wentzell
Senior Vice President

Bruce Bando
Vice President

Eric Jamieson
Manager

Longmai Yan
Senior Associate

Disclaimer

This document has been prepared from BRON's available books and records and from information obtained from other sources, none of which have been independently verified by the Monitor.

This document has been prepared solely for informational purposes and is being furnished for use by recipients to assist them in considering their interest in purchasing or making an investment in BRON. This document is not intended to form the basis of any investment decision or decision to purchase or make an investment in BRON. Distribution of this document is limited to specific parties who may have an interest in this opportunity. The only information that will have any legal effect and upon which an interested party may rely will be that in such representations and warranties as may be contained in a definitive agreement relating to a potential transaction.

This document has been prepared to assist offerors in making their own preliminary evaluation of BRON and does not purport to contain all the information which a prospective purchaser may need or desire. In all cases, each interested party should conduct and rely on its own inspection, valuation, investigation and analysis of BRON and the data set forth in this document. The Monitor makes no representations or warranties whatsoever as to the accuracy or completeness of the information contained in this document or otherwise made available, and shall have no liability whatsoever for any information, omission, representation or warranty, express or implied, concerning the subject matter of this document or for any errors contained therein or in any other written or oral communications that are transmitted to or received by the recipient from any course whatsoever in connection with its evaluation of BRON. Where any discrepancy exists between this document and the SISP Procedures, the terms of the SISP Procedures shall prevail.

This document does not constitute an offer, or a solicitation of an offer, of the sale or purchase of securities, nor shall any securities of BRON be offered or sold, in any jurisdiction in which such an offer, solicitation or sale would be unlawful. The contents of this document shall not be construed as legal, tax, regulatory, accounting or investment advice or recommendation. Any recipient should consult its own counsel, tax, and financial advisors as to legal and related matters concerning any transaction with BRON.

By accepting this document, the recipient agrees that neither the recipient nor the recipient's agents or representatives will directly contact BRON or any of its directors, officers, employees, shareholders, partners or related parties or affiliates at any time with respect to a potential transaction or the information contained herein, except to the extent agreed to in advance with the Monitor.