

Commercial List Court File No. CV-16-11272-00CL

**ONTARIO
SUPERIOR COURT OF JUSTICE
(Commercial List)**

BETWEEN:

THE CATALYST CAPITAL GROUP INC.

Plaintiff

- and -

BRANDON MOYSE and WEST FACE CAPITAL INC.

Defendants

**AFFIDAVIT OF SUPRIYA KAPOOR
(sworn June 2, 2016)**

I, Supriya Kapoor, of the City of Toronto, in the Province of Ontario, MAKE
OATH AND SAY:

1. I am the Chief Compliance Officer of the Defendant West Face Capital Inc. ("**West Face**"). I was responsible for creating and implementing West Face's confidentiality wall with respect to WIND Mobile Corp. ("**WIND**") and the Defendant Brandon Moyse on June 19, 2014 (the "**Confidentiality Wall**"). As such, I have personal knowledge of the matters set out in this Affidavit.

2. I started working at West Face on June 2, 2014. One of my first tasks in my capacity as West Face's Chief Compliance Officer outside the ordinary course was

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to set up the Confidentiality Wall. For this reason, I have a distinct recollection of the following events.

3. Without waiving privilege, I erected the Confidentiality Wall on June 19th after a discussion with Alexander Singh, West Face's General Counsel and Secretary. The Confidentiality Wall: (1) prohibited Mr. Moyse from discussing WIND with others at West Face, and vice-versa; and (2) ensured that Mr. Moyse was restricted from accessing West Face's WIND-related documents. I circulated that day a memo detailing the terms of the Confidentiality Wall by email to, among others, Mr. Moyse, the four Partners (Messrs. Boland, Fraser, Dea, and Griffin), Yu-Jia Zhu (our Vice-President), Nora Nestor (our Tax Controller), and Chap Chau (our Head of Technology), as well as to our front office analysts. A copy of this email, and the attached memo, is attached as Exhibit "1".¹

4. Later that same day, I spoke to Mr. Moyse by phone to discuss the Confidentiality Wall. The call was brief, cordial, and to the point. During this call, I reviewed the contents of the Confidentiality Wall memo with Mr. Moyse and explicitly instructed him in abundantly clear terms that he was not to talk about WIND with anyone at West Face, to ask anyone at West Face about WIND, to disclose to anyone at West Face any information about WIND, or to attempt to access any of West Face's files regarding WIND. Mr. Moyse told me that he understood and would comply with these instructions, and with the terms of the Confidentiality Wall. There was no debate,

¹ WFC0000049 and attachment WFC0000050.

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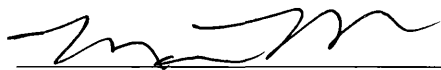
and no resistance. My impression from the conversation was that Mr. Moyse understood and accepted the restrictions being placed on him.

5. The next day, West Face's Head of Technology, Chap Chau, confirmed to me that Mr. Moyse had been excluded from the computer directory containing the WIND-related documents. A copy of Mr. Chau's email to this effect is attached as Exhibit "2".²

6. All of the above occurred before Mr. Moyse commenced employment at West Face on June 23, 2014. My notes from June 25, two days after Mr. Moyse began work at West Face, clearly note that the Confidentiality Wall was already set up, as per the memo from the week before. These notes are attached as Exhibit "3".³

7. To my knowledge, Mr. Moyse abided fully with the Confidentiality Wall during the brief period that he was at West Face in June and July 2014, and thereafter.

SWORN before me at the City of)
 Toronto in the Province of Ontario)
 this 2nd day of June, 2016.)
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Commissioner for Taking Affidavits, etc.

Matthew Mike-Smith



SUPRIYA KAPOOR

² WFC0000054.

³ WFC0111141.

THE CATALYST CAPITAL GROUP INC.

Plaintiff

and

BRANDON MOYSE ET AL

Defendants

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**ONTARIO
SUPERIOR COURT OF JUSTICE
(Commercial List)**

Proceeding commenced at Toronto

**AFFIDAVIT OF SUPRIYA KAPOOR
(SWORN JUNE 2, 2016)**

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