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June 19, 2014

SENT VIA E-MAIL (rdjpucchio@counsel-toronto.com)Rocco Di Pucchio
Lax O'Sullivan Scott Lisus LLP
Suite 1920, 145 King Street West
Toronto ON M5H 1J8

Dear Mr. Di Pucchio:

Re: Brandon Moyse

This letter is further to the writer's discussion yesterday with you and Jeff Hopkins, counsel for Mr. Moyse. As Mr. Hopkins has advised, Mr. Moyse will be starting work with West Face Capital Inc. on Monday, June 23rd.

Mr. Moyse has agreed, contractually with West Face, to maintain strict confidentiality over all confidential information obtained by him in the course of his employment with The Catalyst Capital Group Inc. Both West Face and Mr. Moyse take that obligation very seriously. Your client has not provided any evidence that Mr. Moyse has breached any of his confidentiality obligations to Catalyst.

You mentioned yesterday that Catalyst is particularly concerned about Mr. Moyse's involvement in a "telecom deal". The writer has discussed that point with West Face. West Face has implemented a confidentiality wall that prevents Mr. Moyse from having any involvement in that potential transaction or from discussing any confidential information relating to that potential transaction with anyone at West Face, and vice versa. Mr. Moyse has not had, and will not have, any involvement with that potential transaction at West Face.

In the event that Catalyst commences proceedings, my colleague, Andy Pushalik, will be representing West Face in those proceedings. Any litigation-related materials or correspondence should be sent to Mr. Pushalik's attention.

Yours truly,
Dentons Canada LLP
Adrian Miedema

AJM/mf

c.o. Jeff Hopkins, counsel for Brandon Moyse

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