



Ontario
Securities
Commission

Commission des
valeurs mobilières
de l'Ontario

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Toronto ON M5H 3S8

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20, rue queen ouest
Toronto ON M5H 3S8

**IN THE MATTER OF THE *SECURITIES ACT*,
R.S.O. 1990, c. S.5, AS AMENDED**

- AND -

IN THE MATTER OF THE CATALYST CAPITAL GROUP INC.

- AND -

IN THE MATTER OF CORUS ENTERTAINMENT INC.

ORDER

WHEREAS:

1. The Catalyst Capital Group Inc. (the “**Applicant**”) filed an application dated March 4, 2016 to the Ontario Securities Commission (the “**Commission**”) pursuant to subsection 127(1) of the Ontario Securities Act, R.S.O. 1990, c.S.5, as amended (the “**Act**”) in connection with the special meeting of holders of Class A participating shares and Class B non-voting participating shares of Corus Entertainment Inc. (“**Corus**”) called to consider, and if deemed advisable, to approve, the proposed purchase by Corus of Shaw Media Inc. from Shaw Communications Inc. (the “**Application**”);
2. On March 4, 2016, Corus filed a motion in relation to the Applicant’s standing to bring the Application (the “**Corus Motion**”);
3. On March 4, 2016, Shaw Communications Inc. (“**Shaw Communications**”) filed a motion seeking an order from the Commission that Shaw Communications be granted leave to intervene with full standing, including the right to adduce evidence and make submissions, in the hearing of the Application (should the proposed Application proceed to a hearing on the merits), and the right to make submissions on the Corus Motion;
4. A Notice of Hearing was issued in this matter with respect to scheduling, preliminary matters and motions relating to the Application, setting down a hearing for March 4, 2016;
5. A hearing was held on March 4, 2016;
6. The Panel considered the materials and submissions made by the parties; and
7. The Panel finds that it is in the public interest to issue this order.

IT IS HEREBY ORDERED that:

1. A hearing will be held on March 7, 2016 commencing at 12:30 p.m. for the purposes of considering the Corus Motion, and the Application, if necessary;
2. Shaw Communications has limited standing to file written submissions concerning the Corus Motion and the Application, and to respond to any questions the Panel may have at the hearing on March 7, 2016;
3. All parties shall file their materials by e-mail by 5:00 p.m. on March 5, 2016, with the exception that the Applicant may file reply materials, if any, by 7:00 p.m. on March 5, 2016;
4. Hard copies of the materials shall be filed with the Registrar by 10:00 a.m. on March 7, 2016; and
5. Any materials filed after the timeline set out in (3) above will not be considered filed with the Commission.

Dated at Toronto this 4th day of March, 2016.

“D. Grant Vingoe”

D. Grant Vingoe

“Mary Condon”

Mary G. Condon

“Judith Robertson”

Judith N. Robertson