



October 14, 2015

C (d) -

Dianne E. Young
Chief Executive Officer
The Board of Governors of Exhibition Place
Queen Elizabeth Building, Exhibition Place
Toronto, Ontario M6K 3C3

Dear Dianne:

It has come to Cerise Fine Catering's attention, through recent board meetings and local press, that the Board of Governors of Exhibition Place ("BOG") is considering providing an extension to the Muzik nightclub on Exhibition Place grounds, as well as permitting Muzik to provide full event catering services.

This possible development is extremely troubling to Cerise, the exclusive caterer to the Allstream Centre.

Cerise entered into its Agreement with the BOG with the understanding that the catering rights at Exhibition Place would remain materially the same as the status quo. We pay significantly higher rents at Allstream than Muzik does to Exhibition Place, with the understanding that Muzik is restricted to only providing Canadian music content events.

The proposed modifications to the Muzik deal would materially undermine Cerise's agreement with the BOD, and eat away at revenues of the Allstream Centre, as they would with other Exhibition Place venues like the Liberty Grand. If Muzik is allowed to compete fully against the Allstream Centre, it will be able to undercut our prices, and thereby our revenues.

Moreover, considering the public dangerous incidents at Muzik, it bears mentioning that a shrinking, not an expansion, of Muzik's rights at Exhibition Place would benefit the BOD.

Cerise will as always value its partnership with the BOG, and continue to live up to its Agreement as the exclusive caterer at Allstream. We hope and expect that the BOG will continue to respect these exclusivity rights and maintain the status quo regarding Muzik.

Nothing contained herein shall be construed as a relinquishment and/or waiver of any right or remedy possessed by Centerplate, NHC or Cerise Fine Catering.

Sincerely yours,

CERISE FINE CATERING

By: 