

**IN THE MATTER OF THE *COMPANIES' CREDITORS
ARRANGEMENT ACT*, R.S.C. 1985, c. C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF OLD MM GP INC.**

INSTRUCTION LETTER FOR THE CLAIMS PROCEDURE

I. CLAIMS PROCEDURE

By Order of the Ontario Superior Court of Justice (Commercial List) dated March 8, 2024 (the “**Claims Procedure Order**”), Alvarez & Marsal Canada Inc., in its capacity as the Court-appointed monitor (in such capacity, the “**Monitor**”) of Old MM GP Inc. (f/k/a Mastermind GP Inc.) and Old MM LP (f/k/a Mastermind LP) (together, the “**Debtor Companies**”), has been authorized to conduct a claims procedure (the “**Claims Procedure**”) with respect to claims against the Debtor Companies and their present or former Directors and Officers (collectively, the “**Directors/Officers**”).

Unless otherwise defined, all capitalized terms used herein shall have the meanings ascribed to them in the Claims Procedure Order.

The Claims Procedure Order, the Claims Package, a Proof of Claim form and related materials may be accessed from the Monitor’s Website at: <https://www.alvarezandmarsal.com/Mastermind>.

This letter provides instructions for responding to or completing a Proof of Claim, a Notice of Dispute of Revision or Disallowance and/or a Notice of Dispute of Claim Statement, as applicable. Reference should be made to the Claims Procedure Order for a complete description of the Claims Procedure.

The Claims Procedure is intended for any Person with any Claims, other than Excluded Claims, of any kind or nature whatsoever against the Debtor Companies, the Directors/Officers, or any of them, whether liquidated, unliquidated, contingent or otherwise. Please review the enclosed material for the complete definitions of “**Claim**”, “**Prefiling Claim**”, “**Restructuring Period Claim**” and “**Director/Officer Claim**” to which the Claims Procedure applies.

All notices and enquiries with respect to the Claims Procedure should be addressed to:

Alvarez & Marsal Canada Inc., in its capacity as Monitor of Old MM GP Inc. and Old MM LP
Royal Bank Plaza, South Tower
200 Bay Street, Suite 2900
P.O. Box 22

Toronto, Ontario, M5J 2J1

Phone: +1 416-847-5194

Email: Mastermind@alvarezandmarsal.com

II. FOR CLAIMANTS SUBMITTING A PROOF OF CLAIM

If you believe that you have a Claim (other than a Listed Claim (as defined below)), you **MUST** file a Proof of Claim with the Monitor.

If you are a Listed Claimant (as defined below) that has received a Claim Statement or an Amended Claim Statement (see Part III below), and wish to assert a Claim *other than* a Listed Claim, you also **MUST** file a Proof of Claim with the Monitor.

All Proofs of Claim for (i) Prefiling Claims, which for greater certainty are Claims against the Debtor Companies (or either of them) arising prior to the Filing Date of November 23, 2023, and (ii) Director/Officer Claims, must be actually received by the Monitor **before 5:00 p.m. (Eastern Prevailing Time) on April 19, 2024** (the “Claims Bar Date”).

All Proofs of Claim for Restructuring Period Claims, which for greater certainty are Claims arising out of the restructuring, disclaimer, rescission, termination or breach by the Debtor Companies (or either of them) on or after the Filing Date of November 23, 2023 of any contract, lease or other agreement or arrangement whether written or oral, must be received by the Monitor **by the later of (i) the Claims Bar Date and (ii) 5:00 p.m. (Eastern Prevailing Time) on the date that is ten (10) Business Days after the date on which the Monitor sends a Claims Package with respect to a Restructuring Period Claim** (the “Restructuring Period Claims Bar Date”).

PROOFS OF CLAIM MUST BE ACTUALLY RECEIVED BY THE CLAIMS BAR DATE OR THE RESTRUCTURING PERIOD CLAIMS BAR DATE, AS APPLICABLE, OR THE APPLICABLE CLAIM WILL BE FOREVER BARRED AND EXTINGUISHED. If you are required to file a Proof of Claim pursuant to the Claims Procedure but do not file a Proof of Claim in respect of a Claim by the Claims Bar Date or the Restructuring Period Claims Bar Date, as applicable, you shall not be entitled to vote at any Meeting regarding a Plan or participate in any distribution under a Plan or otherwise in respect of such Claim.

All Claims denominated in foreign currency shall be converted to Canadian dollars at the Bank of Canada daily average exchange rate in effect on the Filing Date of November 23, 2023.

Additional Proofs of Claim forms can be obtained by contacting the Monitor at the telephone number and address indicated above and providing particulars as to your name, address and facsimile number or email address. Further, Proofs of Claim and related materials may be accessed from the Monitor’s Website at: <https://www.alvarezandmarsal.com/Mastermind>.

III. FOR KNOWN CLAIMANTS WHO RECEIVE A CLAIM STATEMENT

Certain Known Claimants of the Debtor Companies will receive a Claim Statement (each, a “**Listed Claimant**”) and, if applicable, an Amended Claim Statement, from the Monitor specifying the classification, nature and amount of such Known Claimant’s Claim as determined by the Monitor, based on the books and records of the Debtor Companies (each, a “**Listed Claim**”).

If you receive a Claim Statement or Amended Claim Statement and you do not wish to dispute the classification, nature or amount of the Listed Claim set out therein, you are not required to take any further action or to file a Proof of Claim with the Monitor.

If you wish to dispute the classification, amount and/or nature of the Listed Claim set forth in a Claim Statement, you are required to deliver a Notice of Dispute of Claim Statement to the Monitor so that it is actually received by the Monitor by no later than the: (i) Claims Bar Date where such Listed Claim is a Prefiling Claim; or (ii) the Restructuring Period Claims Bar Date where such Listed Claim is a Restructuring Period Claim.

If you wish to dispute the classification, amount and/or nature of the Listed Claim set forth in an Amended Claim Statement, you are required to deliver a Notice of Dispute of Claim Statement to the Monitor so that it is actually received by the Monitor by the later of: (i) the Claims Bar Date or the Restructuring Period Claims Bar Date, as applicable; and (ii) fourteen (14) Calendar Days after the date on which the Amended Claim Statement is delivered (the “**Amended Claims Statement Bar Date**”).

If you wish to assert any Claim(s) *other than* a Listed Claim, you must deliver a Proof of Claim in respect of such other Claim(s) to the Monitor so that it is actually received by the Monitor by no later than the: (i) Claims Bar Date where such Claim is a Prefiling Claim or Director/Officer Claim; or (ii) the Restructuring Period Claims Bar Date where such Claim is a Restructuring Period Claim.

If a completed Notice of Dispute of Claim Statement in respect of a Claim Statement or Amended Claim Statement, if applicable, is not received by the Monitor by the Claims Bar Date, the Restructuring Period Claims Bar Date or the Amended Claims Statement Bar Date, as applicable, you will be forever barred from disputing the classification, nature or amount of the Listed Claim and any Claim of a different classification or nature or in excess of the amount specified in the Listed Claim shall be forever barred and extinguished. **IF A NOTICE OF DISPUTE OF CLAIM STATEMENT IS NOT RECEIVED BY THE MONITOR BY THE CLAIMS BAR DATE, THE RESTRUCTURING PERIOD CLAIMS BAR DATE OR THE AMENDED CLAIMS STATEMENT BAR DATE, AS APPLICABLE, THE LISTED CLAIM SET OUT IN THE CLAIM STATEMENT OR THE AMENDED CLAIM STATEMENT, AS APPLICABLE, SENT TO YOU WILL BE DEEMED TO BE YOUR CLAIM AND WILL BE FINAL AND BINDING ON YOU FOR ALL PURPOSES.**