

TIM GOULD and ARCHIE LEACH

Plaintiffs

~~BMO NESBITT BURNS INC., BLACKMONT CAPITAL INC., CANADIAN
CAPITAL CORPORATION, NATIONAL BANK FINANCIAL INC., SIMON
SECURITIES INC., TD SECURITIES INC., BDO SEIDMAN, LLP, FME CAPITAL
GROUP TD, FME CAPITAL LLC, FME HOLDINGS LLC, MICHIGAN FIDELITY~~

Defendants

**AFFIDAVIT OF CHRISTOPHER CLIMO, CHIEF OF
TD SECURITIES INC.**

1. Christopher Climo, of the City of Mississauga, in the Province of Ontario, MAKE OATH

1. I am vice president and head of compliance of the defendant TD SECURITIES INC.

I have stated such information to be based on information obtained from others, in which case I
verily believe such information to be true.

2. A total of 1,219 TDSI clients purchased 3,448,300 FME Income Producing Securities

copy of the long form Notice of Certification and Settlement Approval Hearings (the "Notice")

Exhibit "A"

3. I DSI was also the underwriter of 50,000 IPSS that were distributed by the brokerage firm Berkshire Securities Inc. (Berkshire) during the initial public offering. Prior to December 15, 2006, I DSI provided Berkshire with a copy of the Notice and instructed Berkshire to mail a copy of the Notice to each of Berkshire's 20 purchasers of IPSS during the initial public offering were mailed a copy of the Notice on December 15, 2006.

SWORN BEFORE ME at the City of
Toronto on January 9, 2007. JP

NOTICE OF CERTIFICATION AND SETTLEMENT APPROVAL HEARINGS

PLEASE READ THIS NOTICE CAREFULLY AS IT MAY AFFECT YOUR LEGAL RIGHTS

(1) purchased income participating securities of Capital Group Ltd. (the "Company") in the Company's March 2005 initial public offering ("IPO") ("Class I members"); and/or

("TSX") during the period from and including March 24, 2005 to and including November 13, 2005 ("Class II members"); and together with the Class I and Class II members

1. PURPOSE OF THIS

Class proceedings have been commenced in the Ontario Superior Court of Justice (the "Quebec Court," and, together with the Ontario Court, the "Courts"), BMO Nesbitt Burns Inc. ("BMO"), Harris Nesbitt Corp. ("Harris"), Blackmont Capital Inc. ("Blackmont"), Canaccord Capital Corporation ("Canaccord"),

Corporation ("MFAC"), FRI LEO ("FRI"), Robert Finkelstein, Edan King, Howard Morof, Michael Hoffman, Eric Slavens, Lorie Waisberg, Thomas Little, and Atar Snar (the "Defendants"), and a class action has been filed in the Sixth Judicial Circuit Court for the State of Michigan (the "Michigan Court") and together with the Phyllis Cane Pilcowitz, the Phyllis Cane Pilcowitz Revocable Trust, the Phyllis Cane Pilcowitz Qualified Annuity Trust, Hilary King, the Hilary King Revocable Trust, and the Hilary King

This is Exhibit.....referred to in the affidavit of Christopher Climo sworn before me, this 9th

The Plaintiffs allege in the Courts that the Defendants or some of them disseminated a prospectus and other information containing various misrepresentations to persons who purchased the Company's IPSs and, in the Michigan Court, that the Transferee Defendants were unjustly enriched by the actions of some of all of the Defendants.


A COMMISSIONER FOR TAKING AFFIDAVITS

A Settlement Agreement has been reached between the Plaintiffs and the Defendants. The Settlement Agreement is not an admission

denies any wrongdoing or liability. The sums of US\$21 million
paid to settle the claims of all Class Members, wherever they may
reside. Additionally, the Company has agreed to adopt certain
technical, clarifying changes to the Company's (i) Mandate of the
Board of Directors, and (ii) Audit Committee Charter.

in addition to seeking the Court's approval of the Settlement
the collective legal fees and expenses of Ontario, Quebec and
(below).

available on the websites of Ontario Class Counsel and Michigan
toll free, at 1-800-461-6166, Ext. 380.

2. ONTARIO

A settlement approval hearing in the Ontario class proceeding has

Courthouse of the Ontario Court, 361 University Ave., Toronto,
ON. At this hearing, the Ontario Court will determine whether the

Quebec Class Members). Any timely filed written submissions
from the Class Members will be considered at this time. Any
individual who wishes to appear in person, with or without legal

the action as a class proceeding for settlement purposes only, and
will determine the joint fee request of Class Counsel.

If you wish to comment on, or make an objection to, the Settlement

Ontario Class Counsel, at the address listed below, by no later than
January 16, 2007. Ontario Class Counsel will forward all such

Michigan Class Counsel at www.classaction.ca and
www.jruslaw.com, and in such media as are directed by the
Ontario Court.

of the Class Members who reside in Quebec (the "Quebec Class Members"). All timely filed written submissions from Québec

Agreement is approved, the Québec Class Counsel shall

If you are a Québec Class Member and wish to participate in the

below, no later than **March 2, 2007**. Québec Class Counsel shall

deliver a written submission to Québec Class Counsel by **March 2, 2007**, you will not be entitled to participate in the settlement approval hearing and you will have no standing to later file an appeal should the Settlement Agreement be approved. If the Settlement Agreement receives final approval from the Québec Court, further Notices will be published on the websites of Ontario

Class Counsel and Michigan Class Counsel at www.classcounsel.com

Québec Court.

4. DISMISSAL OF

If the Settlement Agreement receives the approval of the Canadian

Michigan Class Counsel shall file a Stipulated Order of Dismissal in the Michigan Court.

5. DISTRIBUTION

in order to receive compensation under the Settlement Agreement,

Settlement Agreement). Each Class Member who timely submits a valid Claim Form, and who is eligible for compensation, will be

Administrator, according to the formulae set forth in the

Decision of the Claims Administrator

The amount of each Class Member's actual compensation will

Member during the Class Period, and the prices at which the Class

continues to hold some or all of the ISS that accrued during the Class Period, (v) if the Class member purchased ISS in our the

(7) the number of ISS and purchased by all Class members who timely file valid Claim Forms with the Claims Administrator.

CLAIMS AND EFFECT

Courts, you will be bound by the terms of the Settlement. You may not bring or maintain any other claim or legal proceedings against the Defendants or any other person released by the proceedings.

If you opt out, you will not be bound by the terms of the Settlement Agreement. This means that you will be barred from making a claim and receiving payment pursuant to the Settlement Agreement.

which will contain specific directions on how to opt out. A deadline for opting out will be established at that time. If you wish to ensure that you have any further notice mailed directly to you, you may contact Class Counsel and provide them with your name and address.

CLASS COUNSEL

Class Counsel is *[Name]*, *[Address]*, *[City]*, *[State]*, *[Zip]*.
Class Counsel can be reached at 690, Waterloo Street, P.O. Box 2520, London

telephone, toll free, at 1-800-461-0166, EXL 580.

Counsel to the Plaintiffs in the Quebec class proceeding, Quebec

Henry Juroviesky of the Ontario-based law firm of *Juroviesky and Ricci^{LLP}* and the Michigan-based law firm of *Frank, Haron,*

Michigan Action ("Michigan Class Counsel" and together with

Class Counsel can be reached at 4950 Yonge Street, Suite 904,
Toronto, Ontario, M2N 6K1. Attention: Henry Juroviesky,

Settlement Agreement, the terms of the Settlement Agreement will prevail.

PUBLICATION OF THIS NOTICE HAS BEEN AUTHORIZED BY THE ONTARIO
SUPERIOR COURT OF JUSTICE AND THE QUÉBEC SUPERIOR COURT OF JUSTICE.

EN:

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- anc

BMO NESBIT

BURNS INC et al

File No. 49348C P

SUBJECT

PHYSICAL

PROPERTY

Acquisition

Z.F.D.

PHYSICAL CLIMATE

PHYSICAL

CLIMATE

fact,