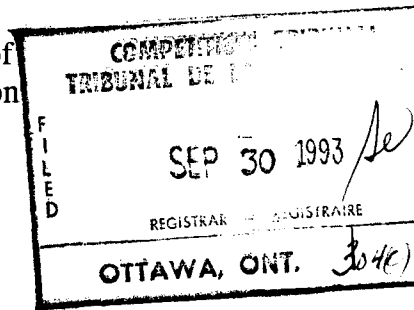


**COMPETITION TRIBUNAL**

**IN THE MATTER** of an application by the Director of Investigation and Research for orders pursuant to section 92 of the Competition Act, R.S.C., 1985, c. C-34, as amended;

**AND IN THE MATTER** of the direct and indirect acquisitions by Southam Inc. of equity interests in the businesses of publishing The Vancouver Courier, the North Shore News and the Real Estate Weekly.



**B E T W E E N:**

**THE DIRECTOR OF INVESTIGATION AND RESEARCH**

Applicant

- and -

**SOUTHAM INC., LOWER MAINLAND PUBLISHING LTD.,  
RIM PUBLISHING INC., YELLOW CEDAR PROPERTIES LTD.,  
NORTH SHORE FREE PRESS LTD., SPECIALTY PUBLISHERS INC.  
and ELTY PUBLICATIONS LTD.**

Respondents

**DRAFT ORDER FURTHER VARYING CONSENT INTERIM ORDER**

FURTHER to the Consent Interim Order dated March 18, 1991, as corrected by order dated March 22, 1991 and as varied by the Order Varying Consent Interim Order dated November 24, 1992;

AND FURTHER TO the Consent Order Regarding Stay of Divestiture Order and Continuation of Consent Interim Order dated March 8, 1993;

AND FURTHER TO Notice of Application to Further Vary Consent Interim Order, as corrected and varied, and the Draft Order Further Varying Consent Interim Order filed by the respondents on September 30, 1993;

AND FURTHER TO the Undertaking of the respondent Southam Inc. dated September 29, 1993 and filed herein;

AND UPON the consent of the parties, by their counsel;

THE TRIBUNAL ORDERS THAT:

The Consent Interim Order, as corrected and varied, (the "Interim Order") shall be further varied, upon consent of the parties, as follows:

1. That notwithstanding paragraphs 2 and 3 of the Interim Order, the respondent Southam Inc. and the respondent Lower Mainland Publishing Ltd. ("LMPL") shall be permitted to implement the LMPL Reorganization Plan in the manner and on the terms set out in Appendix "A" to the Notice of Application to Further Vary Consent Interim Order.
2. Except as specifically varied by the terms of this order, the Interim Order shall continue in full force and effect.

DATED at Ottawa, this        day of        , 1993.

SIGNED on behalf of the Tribunal by the presiding judicial member.