

**A CLASS ACTION LAWSUIT HAS BEEN AUTHORIZED AGAINST WAYLAND GROUP CORP. BY THE QUEBEC SUPERIOR COURT OF JUSTICE.**

**IF YOU OWN OR OWNED SHARES OF WAYLAND, READ THIS NOTICE CAREFULLY AS IT MAY AFFECT YOUR LEGAL RIGHTS.**

A lawsuit brought on behalf of Québec shareholders of Wayland Group Corp (“**Wayland**” or the “**Company**”) has been authorized by the Superior Court of Québec to proceed as a class action against Wayland.

The action, brought by representative Plaintiffs Jon-Eric and Nicole Dillon in the District of Montreal, alleges fault against Wayland under Article 1457 of the Civil Code of Québec (“**CCQ**”) for misrepresentations made in its public disclosures beginning January 26, 2018, which were later corrected in a series of public corrective statements released by the Company on October 1, 2018, November 28, 2018, February 21-22, 2019, and April 23, 2019.

The class includes all Québec residents, excluding persons associated with the Company, who acquired Wayland’s securities on or after January 26, 2018, and who held some or all of those securities until after the release of at least one of the public corrective statements noted above.

The action was commenced in the Superior Court of Québec on September 19, 2019. A stay of proceedings between December 2, 2019 and February 22, 2022, issued in a bankruptcy proceeding in which Wayland was ultimately liquidated, prevented the class action from moving forward during that time. On May 4, 2022, the Court approved the Representative Plaintiffs’ application to authorize the lawsuit as a class proceeding, approving the Plaintiffs’ principle questions of law and fact, and the relief sought on behalf of the Class Members in relation to those issues. The action may now proceed by way of a class action through the Québec courts.

**Main Issues in the Wayland Securities Class Action**

The principle issues to be dealt with in this lawsuit are:

- (a) Are the Class Members entitled to damages from Wayland and in what amount?
- (b) Did Wayland commit a fault, including under Article 1457 CCQ?
- (c) Did Wayland’s fault result in financial losses to Class Members?
- (d) Did each of Wayland’s public disclosures released on January 24, 2018, March 28, 2018, April 27, 2018, May 29, 2018, June 29, 2018, August 24, 2018, October 1, 2018, October 15, 2018, October 24, 2018, November 28,

2018, and February 21-22, 2019, contain one or more misrepresentations within the meaning of the *Québec Securities Act*?

- (e) Did Wayland's officers and directors commit a fault when failing to disclose material facts to the Class Members?
- (f) Is Wayland liable to the Class Members under Article 1457 CCQ?
- (g) Is Wayland vicariously liable for the acts or omissions of its officers and directors?

### **Conclusions Sought by the Wayland Securities Class Action**

The Representative Plaintiffs to the action ask the Superior Court to reach several conclusions as follows:

1. Hold Wayland liable in respect of the rights of action asserted against it under Article 1457 of the CCQ;
2. Declare that each of the public statements released by Wayland on January 24, 2018, March 28, 2018, April 27, 2018, May 29, 2018, June 29, 2018, August 24, 2018, October 1, 2018, October 15, 2018, October 24, 2018, November 28, 2018, and February 21-22, 2019 contain misrepresentations because the documents omitted material facts regarding the cost and timing of the expansion of the Langton Facility, misrepresented that the expansion was fully-funded from prior public offerings, misrepresented how proceeds from each public offering conducted during the Class Period would be used, and misrepresented the amount of production the Company would be able to achieve in 2019;
3. Declare that the misrepresentations were publicly corrected on October 1, 2018, November 28, 2018, February 21-22, 2019 and finally on April 23, 2019;
4. Declare that Wayland is vicariously liable for the acts and omissions of its employees, officers and directors;
5. Require Wayland to pay the Representative Plaintiffs and the Class Members an amount equal to their share price losses incurred during the Class Period, beginning on January 26, 2018 and ending April 23, 2019, said amount presently being estimated at \$25.9 million, and order that that amount be subject to collective recovery;
6. Order Wayland to deposit the total sum of any collective recovery, with interest and costs, in the office of the Court;

7. Order that the claims of individual Class members be collectively or individually distributed if the evidence permits;
8. Require Wayland to bear the costs of the action, including the cost of exhibits, notices, the cost of management of claims and the costs of experts, if any, including the costs of experts required to establish the amount of the collective recovery orders as well as costs, interest, and the additional indemnity from the date the Wayland was served with the claim; and,
9. Render any other relevant orders the Court determines necessary.

## **Eligible Class Members and Their Rights**

### ***Eligible Class Members***

Eligible Class Members are all Québec residents, excluding persons associated with the Company, who acquired Wayland's securities on or after January 26, 2018, and who held some or all of those securities until after the release of at least one of the public corrective statements noted above.

### ***Membership in the Class is Automatic***

Eligible Class Members are automatically included in a class action now that it has been authorized. If you qualify as a Class Member, you do not need to do anything at this time if you wish to participate in this Class Action.

### ***Class Members May Intervene in the Action***

As a Class Member, you have the right (but are not obligated) to seek intervener status in the Class Action, and to seek to make submissions before the Court as an intervener.

### ***Class Members Do Not Pay Any Costs Associated with the Action***

As a Class Member, unless you act as a Representative Plaintiff or an intervenor, you will not be required to pay any costs arising from this lawsuit, regardless of whether the Class Action is successful or unsuccessful.

### ***You Must Opt Out if You Do Not Wish to Be Bound by the Class Action***

Class Members do not have to do anything at this time to stay in the class action. If you stay in the class action you will be legally bound by all orders and judgments of the Court and will not be able to advance an individual claim against the Defendants regarding the legal claims made in this class action.

Class Members who wish to pursue their own action, or who do not want to be bound by the outcome of the Class Action, **MUST OPT-OUT of the Class Action by no later than July 30, 2022 (the "Opt-Out Deadline")**.

**If you want to opt-out of the Class Action, you must complete two steps:**

1. **Submit an OPT-OUT FORM [LINK] by the Opt-Out Deadline, stating that you elect to opt-out of the Class in the Wayland Group Corp. Securities Class Action.** The Opt-Out Form may be completed online or by mail to the Representative Plaintiffs' Counsel at the address below. If sent by regular mail, the Opt-Out Form must be postmarked on or before the Opt-Out Deadline.

**AND**

2. **Send a signed letter to the clerk of the Superior Court of Québec containing the following information:**

- The class action file number: 500-06-001020-193.
- Your name, current address and telephone number.
- Your statement of opting out: "I am a class member and I wish to opt out of the class action."
- Your signature.

**You must send your letter by registered or certified mail before July 30, 2022, to the following address:**

Clerk of the Superior Court of Québec  
File: 500-06-001020-193  
Montreal Courthouse  
1, Notre-Dame East Street, Suite 1.120

This Notice was approved by the Québec Superior Court. The Court office cannot answer any questions about the matters in this Notice or your rights as a Class Member. Copies of the Opt-Out Form, the Action and Authorization Order of the Court, and other information are available [here](#).

To mail your Opt-Out Form or for further information, contact:

**Lorax Morganti Litigation**

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