

**NOTICE OF MEETING OF THE CREDITORS OF
GANDI INNOVATIONS LIMITED, GANDI INNOVATIONS HOLDINGS LLC, GANDI
INNOVATIONS LLC, GANDI INNOVATIONS HOLD CO. AND GANDI SPECIAL
HOLDINGS LLC (THE "GANDI GROUP")**

NOTICE IS HEREBY GIVEN that a meeting of the Creditors (the "Creditors' Meeting") of the Gandhi Group will be held at the Intercontinental Toronto Centre Hotel, Oakville Room, Main Floor located at 225 Front Street West, Toronto, ON, on Tuesday, the 22nd day of February, 2011 at 10:00 a.m. (Toronto time) for the following purposes:

1. to consider and vote on, with or without variation, a resolution to approve the consolidated plan of compromise and arrangement (the "Plan") of the Gandhi Group under the Companies' Creditors Arrangement Act, R.S.C. 1985, c. C-36; and
2. to transact such other business as may properly come before the Creditors' Meeting or any adjournment thereof.

The Plan is being considered pursuant to an order (the "**Meeting Order**") of the Ontario Superior Court of Justice (Commercial List) (the "**Court**") dated January 4, 2011. Following approval by the requisite majority of the Creditors, the Plan must be approved by an order of the Court (the "**Sanction Order**") before the Plan can be implemented.

Creditors requiring information or copies of the Plan, the Meeting Order and/or a proxy form(s) for the Creditors' Meeting may contact the Monitor at the address listed below.

Creditors who are not attending the Creditors' Meeting in person and who wish to vote at the Creditors' Meeting are required to: (i) fill out, date sign and return a voting letter; or (ii) date, sign and return the enclosed Form of Proxy by mail, delivery, courier, facsimile or email so that it is received by the Monitor by no later than 5:00 p.m. (Toronto time) on February 17, 2011. A voting letter or a proxy will not be valid and will not be acted upon, voted or recorded unless it is completed as specified in the Form of Proxy and Voting Letter and related instructions.

The Monitor's address for the purpose of filing forms of proxy and voting letter and for obtaining any additional information or materials related to the Creditors' Meeting is:

BDO CANADA LIMITED
the Court-appointed Monitor of the Gandhi Companies
123 Front St. West, Suite 1200
Toronto, Ontario, M5J 2M2

Attention: Josie Parisi
Telephone: (416) 369-6031
Fax: (416) 865-0904
Email: jparisi@bdo.ca

Copies of documents related to the Creditors' Meeting will also be posted on the Monitor's website at www.bdo.calgandi.

DATED at Toronto, Ontario, this 17th day of January, 2011.

NOTICE OF SANCTION HEARING

If the Creditors approve the Plan, the motion for the Sanction Order will be heard on February 28, 2011, at 10:00 a.m., or such later date as may be scheduled by the Monitor or ordered by the Court, at 330 University Avenue, Toronto, Ontario. Any change to the date or location of the motion will be posted on the Monitor's Website.

Any Person wishing to oppose the Sanction Hearing must serve and file any motion materials by 12 p.m. (Toronto Time) on February 24, 2011.