

April 18, 2017

DELIVERED BY SAME DAY COURIER
and BY FACSIMILE TO: 416-461-2017

Markus Alliksaar Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6	Nick Kazakoff Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6
Rein Kuris Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6	Veiko Parming Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6
Peter Poolsaar Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6	Kia Puhm Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6
Eric Sehr Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6	Kristiina Valter-McConville Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6
Linda Veltmann Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6	Raivo Rimmel Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6
Raivo Uukkivi Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6	

Attention: Board of Directors of the Estonian House

Dear Sirs and Madams:

Re: Estonian House in Toronto Ltd. ("Estonian House")
Our File B8724

We write to you on behalf of a group of concerned shareholders of the Estonian House including, but not limited to Heidi Kuus, Erika Jogi, Aime Nurmse, Linda Laikve, , Jaak Jarve, and Ingrid Tanner (the "**Concerned Shareholders**").

We are advised that the Board of Directors of the Estonian House (the "**Board**") recently passed a resolution to sell the community center located at 958 Broadview Avenue, the principal asset of the Estonian House (the "**Community Center**"), and to purchase, with the proceeds of that sale, lands

located at 9 and 11 Madison Avenue on which it intends to construct a new cultural center (the “**Madison Project**”). We are advised that shareholders of the Estonian House are being asked to vote on the proposed purchase and sale (the “**Proposed Transaction**”) at a Special Meeting scheduled for Tuesday, April 25, 2017 (the “**Special Meeting**”).

The Community Center has served the Estonian community in Toronto since 1960, and its proposed sale is an extraordinary measure with serious implications for shareholders of Estonian House, including the possible dissolution of the Estonian House. Notwithstanding the significance of the Proposed Transaction, we understand that the Board has delivered minimal information about the viability of the new cultural center, and is asking shareholders to provide it with virtually unlimited discretionary powers in respect of the Proposed Transaction.

The shareholders of the Estonian House cannot vote on the Proposed Transaction without some assurance as to the viability of the Madison Project. To date, the shareholders of the Estonian House have not had access to the various projections and/or opinions referred to in the draft resolution circulated by the Board on April 9, 2017 (the “**Resolution**”). Accordingly, on behalf of the Concerned Shareholders, please consider this an urgent request for copies of:

- Any agreement amongst the Estonian Credit Union Limited, Estonian Foundation of Canada, and Tartu College (collectively referred to as the 3Orgs in the Resolution) in respect of the Madison Project (if not in writing, the particulars of any verbal agreement);
- The Letter of Intent between the 3Orgs and Build Toronto and/or the City of Toronto in respect of the Madison Project;
- Any expert analysis and/or third party reports regarding the proposed remediation of the Community Center and viability of the Madison Project, as cited in Paragraph H of the Resolution;
- The proposed budget for the Madison Project, including the phasing of the proposed buildings, timing and a breakdown of the \$18 million estimated cost, the proportionate contributions to be expected from each of the 3Orgs, as cited in Paragraph 2b of the Resolution, and the projected costs of creating and/or maintaining the public-private park at the Madison Project;
- Any contracts for the development and construction of the Madison Project, including contracts with David Kalm and Alar Kongats and agreements with Tribute Communities and Alterra, as described in Paragraph A of the Resolution;
- All written submissions, plans and drawings delivered to the Ontario Municipal Board (“OMB”) by the Estonian House and/or 3Orgs in respect of the hearing scheduled to proceed on April 26, 2017 and clarification as to which organization/s will be appearing before the OMB with respect to the Proposed Transaction;
- An accounting of all costs incurred by the Estonian House and/or the 3Orgs on the Madison Project to date including, but not limited to, amounts paid to architects, engineers, development consultants, builders, lawyers, as well as any penalties incurred as a result of terminated contracts; and
- A breakdown of all expenses incurred against the Line of Credit of \$250,000.00 advanced to Estonian House by the Estonian Credit Union as it relates to the Boards experience with expenses as cited in Paragraph H of the Resolution.

ILER CAMPBELL LLP

- 3 -

Please deliver these documents **by no later than 5:00 p.m. on Friday, April 21, 2017** so that the Concerned Shareholders have sufficient time to review same in advance of the Special Meeting. In the event that the above-noted documents are not delivered by the requested date, the Concerned Shareholders will seek an adjournment of any vote in respect of the Resolution on the basis that such a vote is premature. Further, the Concerned Shareholders reserve the right to address those in attendance at the Special Meeting.

In addition to the documents listed above, the Board is requested to produce and/or make available for inspection the following documents, pursuant to the *Corporations Act*:

- The list of shareholders for the Estonian House;
- Minutes of meetings of the Estonian House between 2012 and 2017, including the minutes of the annual general meeting, special meetings, and meetings of the Board; and
- Financial Statements of the Estonian House between 2012 and 2017.

We look forward to receipt of these documents within a reasonable time, not to exceed two weeks (**by May 2, 2017**). A copy of our client's affidavit in respect of the list of shareholders will follow.

The Concerned Shareholders are committed to ensuring the security and longevity of the Estonian community center in Toronto for the decades to come. They are troubled by the ongoing lack of transparency on the part of the Board and the potential conflict of interest arising from the involvement of the 3Orgs in the governance of the Estonian House: it appears that the Estonian Credit Union and Estonian Foundation of Canada, in particular, may stand to profit from the Proposed Transaction, calling into question their ability to deal with the Community Center in a manner that is neutral, and in the best interests of the Estonian House.

As you know, the individual directors of the Board have a fiduciary duty to the Estonian House, which includes the duty to avoid conflicts of interest. This duty, and other duties owed by the directors, is not extinguished by resignation from the Board, and directors may be found liable if they failed to exercise due diligence during their time on the Board. The Concerned Shareholders respectfully ask that the Board demonstrate a reasonable level of due diligence, as stewards of the Estonian House, in asking shareholders to vote on the extraordinary resolution to sell the Community Center, which has been home to the Estonian Community in Toronto for over 50 years, and look forward to receipt of the documents requested in this letter. In the event that the documents are not produced and the vote proceeds, the Concerned Shareholders will consider all remedies available to them.

Yours truly,
ILER CAMPBELL LLP



Safia J. Lakhani
E-mail: slakhani@ilercampbell.com

/sjl

cc: Client

\\VCLAW-FILE02\CommonFiles\Client Files\j-k-l-m\Kuus, Heidi\Estonian House dispute\Correspondence\Lakhani Draft Demand for Documents dated April 18 2017 Final.docx

* * * Communication Result Report (Apr. 18. 2017 3:01PM) * * *

1) Iler Campbell LLP
2)

Date/Time: Apr. 18. 2017 3:00PM

File No. Mode	Destination	Pg (s)	Result	Page Not Sent
1619 Memory TX	4164612017	P. 3	OK	

Reason for error

E. 1) Hang up or line fail
E. 3) No answer
E. 5) Exceeded max. E-mail size

E. 2) Busy
E. 4) No facsimile connection



April 18, 2017

DELIVERED BY SAME DAY COURIER
and BY FACSIMILE TO: 416-461-2017

Markon Alliksoar Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6	Nick Kazakoff Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6
Rein Kiuis Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6	Veiko Parning Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6
Peter Poolaar Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6	Kia Puhm Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6
Eric Sebr Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6	Kristina Valter-McConville Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6
Linda Veltmann Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6	Raivo Remmel Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6
Raivo Uukhird Estonian House in Toronto Ltd. 958 Broadview Avenue Toronto, ON M4K 2R6	

Attention: Board of Directors of the Estonian House

Dear Sirs and Madams:

Re: Estonian House in Toronto Ltd. ("Estonian House")
Our File B8724

We write to you on behalf of a group of concerned shareholders of the Estonian House including, but not limited to Heidi Knus, Erika Jogi, Aime Nuurne, Linda Laikve, Siije Jarve-Lautens, Jaak Jarve, and Ingrid Tanner (the "Concerned Shareholders").

We are advised that the Board of Directors of the Estonian House (the "Board") recently passed a resolution to sell the community center located at 958 Broadview Avenue, the principal asset of the Estonian House (the "Community Center"), and to purchase, with the proceeds of that sale, lands