

## ROC Pref III Corp. Announcement

**TORONTO – September 15, 2008**

ROC Pref III Corp. (“ROC III”) announced that the Lehman Brothers Holdings Inc.’s (“LBHI”) announced intention to file a petition under Chapter 11 of the U.S. Bankruptcy Code with the United States Bankruptcy Court for the Southern District of New York is expected to constitute a credit event under the credit linked note (“CLN”) issued by TD Bank.

This credit event is a consequence of the ongoing extremely difficult conditions facing the United States financial system and follows closely on the heels of the rescue by the US government of the institutions known as Fannie Mae and Freddie Mac (“GSEs”) described in press releases issued by ROC III on September 8 and 11, 2008.

As disclosed in ROC III’s IPO prospectus, the credit linked note to which ROC III has exposure is unaffected by defaults by up to 8 reference companies in the portfolio of Reference Companies to which returns on the CLN are linked. In light of these recent events ROC III is providing an update on the number of additional defaults that it can sustain. Assuming a credit event with respect to LBHI occurs, and taking into account the potential full impact of the two recent GSE credit events, ROC Pref III Corp. will be able to sustain approximately 4.3 more Credit Events (based on the value of the trading reserve account which based on the last valuation is equivalent to 0.4 defaults) and still be able to pay \$25.00 per Preferred Share at maturity and continue to pay its regular quarterly distributions. In the event ROC III sustains 5 additional Credit Events an amount of between \$15 and \$16 per Preferred Share is projected to be returned to preferred shareholders at maturity based on the current value of the trading reserve account that forms part of the CLN and dividends will be lowered by the same ratio as principal. In the event ROC III experiences 6 or more defaults no amount is expected to be available to preferred shareholders at maturity.

Connor, Clark & Lunn will host a conference call to discuss the implications of recent events on Tuesday September 16, 2008 at 9:00 AM EST. The conference call number is (416) 644-3415 or 1 (800) 733-7571 and the replay number is (416) 640-1917 or 1 (877) 289-8525. The pass code is 21283536#.

ROC Pref III Corp.’s preferred shares are currently rated P-2 (low) by Standard & Poor’s and trade on the Toronto Stock Exchange under the symbol RPB.PR.A.

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