

February 11, 2010

TO THE TLC VISION CORPORATION SERVICE LIST

Dear Sirs/Mesdames:

Re: TLC VISION CORPORATION (“TLC”) - Court File No. 09-8515-00CL - Motion Scheduled for February 18, 2010

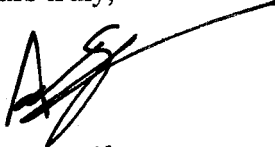
We represent TLC in connection with its proceedings under Part IV of the *Companies' Creditors Arrangement Act*.

On Thursday, February 18, 2010 at 10:00 a.m., TLC will be bringing a motion before the Honourable Mr. Justice Campbell (the “Canadian Motion”) seeking, among other things, recognition in Canada of certain orders which TLC, TLC Vision (USA) Corporation and TLC Management Services Inc. (collectively, the “Debtors”) will be seeking on February 12, 2010 in the United States Bankruptcy Court for the District of Delaware (the “U.S. Court”) in their proceedings under Chapter 11 of Title 11 of the *United States Code* (the “Chapter 11 Proceeding”). In particular, the Debtors have brought motions scheduled to be heard on February 12, 2010 in the U.S. Court (the “U.S. Motion”) seeking orders:

1. approving the Plan Sponsor Agreement among the Debtors and Charlesbank Equity Fund VII, Limited Partnership (the “Plan Sponsor”) and/or certain of its affiliates dated February 3, 2010 and break-up fee and expense reimbursement provisions set forth in the Plan Sponsor Agreement (the “U.S. Plan Sponsor Order”); and
2. authorizing the Debtors to, among other things, obtain new debtor-in-possession (“DIP”) financing from the Plan Sponsor, junior in priority to the prepetition secured claims of the prepetition lenders, to replace the current DIP financing provided by various prepetition lenders (the “U.S. Second Interim DIP Order”). The motion will also seek various related relief.

As information becomes available, we will provide an update regarding the U.S. Motion. We will serve TLC's motion record for the Canadian Motion as soon as possible and, if and when they are entered, serve the U.S. Plan Sponsor Order and the U.S. Second Interim DIP Order.

Yours truly,

A handwritten signature in black ink, appearing to read 'AS', with a long horizontal line extending to the right.

Adam M. Slavens

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AMS

cc: Michael Rotsztain, *Torys LLP*
Andrew Gray, *Torys LLP*