



## **PARETO CORPORATION SECURITYHOLDERS APPROVE ARRANGEMENT WITH 2271456 ONTARIO INC. AND PARETO HOLDINGS LTD.**

**Toronto, Ontario – March 14, 2011 – Pareto Corporation** (TSX: PTO) ("**Pareto**" or the "**Corporation**") announced today that at a Special Meeting of its Securityholders (the "**Meeting**") held earlier today, Pareto received the requisite shareholder, option holder and unit holder approvals for the previously announced plan of arrangement (the "**Arrangement**") involving 2271456 Ontario Inc. and Pareto Holdings Ltd. (where 2271456 Ontario Inc. is an indirect wholly-owned subsidiary and Pareto Holdings Ltd. is a direct wholly-owned subsidiary of Riverside Capital Appreciation Fund V, L.P.).

The Arrangement was approved by (i) 98.26 % of the votes cast by the securityholders, voting as a single class, present in person or represented by proxy and entitled to vote at the Meeting; (ii) 96.50% of the votes cast by the shareholders present in person or by proxy and entitled to vote at the Meeting, excluding votes cast by those persons whose votes must be excluded pursuant to Multilateral Instrument 61-101 – *Protection of Minority Security Holders and Special Transactions*; and (iii) 98.02% of the votes cast by shareholders present in person or by proxy and entitled to vote at the Meeting.

Pareto obtained an interim order of the Ontario Superior Court of Justice under the *Business Corporations Act* (Ontario) to authorize the securityholder meeting process in connection with the Arrangement. Pareto will seek a final order from the Court in respect of the Arrangement on March 16, 2011. Assuming court approval is obtained and that all other conditions to the Arrangement are satisfied or waived, the Arrangement is expected to become effective on or about March 17, 2011. Delisting of Pareto's common shares from the Toronto Stock Exchange is expected to occur on or about March 21, 2011.

Full details of the Arrangement and certain other matters are set out in the management information circular of Pareto dated February 11, 2011. A copy of the definitive agreement, management information circular, and other meeting materials can be found on SEDAR at [www.sedar.com](http://www.sedar.com).

### **About Pareto Corporation**

Pareto Corporation is a Shopper Marketing company that offers marketing execution solutions to leading companies in a broad range of industry sectors. Pareto provides measurable, quantifiable services that complement our clients' marketing and sales departments. For more information, please visit our website at [www.pareto.ca](http://www.pareto.ca).

### **About The Riverside Company**

Riverside Capital Appreciation Fund V, L.P. is one of the funds of The Riverside Company. The Riverside Company is a global private equity firm focused on acquiring growing enterprises valued at up to \$200 million. The firm partners with strong management teams and enhances its investments through acquisitions and organic growth. Since its founding in 1988, Riverside has invested in more than 245 transactions with a total enterprise value of more than \$5.8 billion. The firm's portfolio in North America, Europe and the Asia Pacific region includes 74 companies with roughly 13,000 employees. Riverside completes acquisitions smoothly thanks to \$3.2 billion in assets under management, more than 195 professionals in 19 offices, and longstanding relationships with partner lenders. For more information, please visit the firm's website at [www.riversidecompany.com](http://www.riversidecompany.com).

***This press release contains forward-looking statements related to expected future events and financial operating results of Pareto that involve risks and uncertainties. Actual results may differ materially from management expectations as projected in such forward-looking statements for a variety of reasons, including market and general economic conditions and the risks and uncertainties detailed from time to time in Pareto's SEDAR filings.***

**For further information:**

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