

**IN THE MATTER OF THE COMPANIES' CREDITORS
ARRANGEMENT ACT,
R.S.C. 1985, c. C-36, AS AMENDED**

**AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF 1511419 ONTARIO INC., FORMERLY KNOWN AS
THE CASH STORE FINANCIAL SERVICES INC., 1545688 ALBERTA
INC., FORMERLY KNOWN AS THE CASH STORE INC., 986301
ALBERTA INC., FORMERLY KNOWN AS TCS CASH STORE INC.,
1152919 ALBERTA INC., FORMERLY KNOWN AS INSTALOANS INC.,
7252331 CANADA INC., 5515433 MANITOBA INC., 1693926 ALBERTA
LTD. DOING BUSINESS AS "THE TITLE STORE" (COLLECTIVELY,
THE "APPLICANTS")**

SENIOR LENDER PROXY

**VOTING DEADLINE DATE: November 4, 2015 BEFORE 5:00 P.M. EASTERN
TIME**

Before completing this form of proxy, please read carefully the accompanying instructions for information respecting the proper completion and return of this proxy. Capitalized terms used and not otherwise defined herein have the meanings ascribed to them in the Plan of Compromise and Arrangement of the Applicants dated as of October 6, 2015 (as may be amended, restated or supplemented from time to time, the "**Plan**") filed pursuant to the *Companies' Creditors Arrangement Act* (the "**CCAA**") with the Ontario Superior Court of Justice (Commercial List) (the "**Court**"). In accordance with the Plan, this proxy may only be filed by Senior Secured Lenders. Senior Secured Lenders must complete the Senior Lender Proxy with respect to their applicable portion of the Senior Secured Credit Agreement Claim as set forth in the Plan.

THE UNDERSIGNED SENIOR SECURED LENDER hereby revokes all proxies previously given and nominates, constitutes, and appoints:

Greg Watson of FTI Consulting Canada Inc., in
its capacity as Monitor, or a person appointed
by Greg Watson.

or, instead of the foregoing, _____, or such other Person as he/she, in his/her sole discretion, may designate to attend on behalf of and act for the Senior Secured Lender at the Senior Lender Meeting to be held in connection with the Plan and at any and all adjournments, postponements or other rescheduling of such Senior Lender Meeting, and to vote the amount of the Senior Secured Credit Agreement Claim for voting purposes as set

forth and accepted for voting purposes in accordance with the Meetings Order and the Plan as follows:

1. (mark one only):

- Vote **FOR** approval of the Plan; or
- Vote **AGAINST** approval of the Plan.

If this proxy is submitted and a box is not marked as a vote for or against approval of the Plan, this proxy shall be voted **FOR** approval of the Plan.

– and –

2. Vote at the nominee's discretion and otherwise act for and on behalf of the undersigned Senior Secured Lender with respect to any amendments, modifications, variations or supplements to the Plan and to any other matters that may come before the Senior Lender Meeting or any adjournment, postponement or other rescheduling of the Senior Lender Meeting.

[Remainder of page left intentionally blank]

Dated this _____ day of _____, 2015.

Print Name of Senior Secured Lender

Title of the authorized signing officer of the Senior Secured Lender

Signature of authorized signing officer of the Senior Secured Lender

Telephone number of the authorized signing officer of the Senior Secured Lender

Mailing Address of Senior Secured Lender

E-mail address of Senior Secured Lender

Please deliver the Senior Lender Proxy via both: (a) facsimile or email transmission; and (b) mail to the following address by 5:00 p.m. eastern time on November 4, 2015:

**FTI Consulting Canada Inc.
TD Waterhouse Tower
79 Wellington Street West
Suite 2010, P.O. Box 104
Toronto, ON M5K 1G8**

**Attention: Cash Store Financial Meetings Proxy
Email: cashstorefinancial@fticonsulting.com
Fax: 416-649-8101**

DELIVERY OF THIS SENIOR LENDER PROXY OTHER THAN AS SET FORTH ABOVE WILL NOT CONSTITUTE A VALID DELIVERY.

INSTRUCTIONS FOR COMPLETION OF THE PROXY

1. Each Senior Secured Lender who has a right to vote at the Senior Lender Meeting has the right to appoint a person to attend, act and vote for and on behalf of the Senior Secured Lender and such right may be exercised by inserting in the space provided the name of the person to be appointed. If no name has been inserted in the space provided, the Creditor will be deemed to have appointed Greg Watson of the Monitor as the Senior Secured Lender's proxyholder.
2. If this Proxy is not dated in the space provided, it shall be deemed to be dated on the date it is received by the Monitor.
3. If an officer of the Monitor is appointed or is deemed to be appointed as proxyholder and the Senior Secured Lender fails to indicate on the proxy whether it wishes to vote for or against approval of the Plan or whether it wishes to abstain from voting on the Plan, the Senior Secured Lender will be deemed to have instructed its proxyholder to vote FOR approval of the Plan, including any amendments thereto.
4. If more than one valid proxy for the same Senior Secured Lender is received the proxy bearing the later date shall govern and the earlier-dated proxy shall be revoked. If more than one valid proxy for the same Senior Secured Lender and bearing or deemed to bear the same date are received with conflicting instructions, such proxies will be treated as disputed proxies and shall not be voted.
5. This proxy must be signed by the Senior Secured Lender or by a person duly authorized (by power of attorney) to sign on the Senior Secured Lender's behalf or, if the Senior Secured Lender is a corporation, by a duly authorized officer or attorney of the corporation.
6. This proxy must be returned to the Monitor in accordance with the instructions contained thereon by 5:00 p.m. eastern time on November 4, 2015.