ONTARIO SUPERIOR COURT OF JUSTICE

The Honourable Justice)		day, the	day
)			
Geoffrey B. Morawetz)	of		2015

ONTARIO SUPERIOR COURT OF JUSTICE (COMMERCIAL LIST)

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 THE CASH STORE FINANCIAL SERVICES Inc., THE CASH STORE INC., TCS CASH STORE INC., INSTALOANS INC., 7252331 CANADA INC., 5515433 MANITOBA INC., 1693926 ALBERTA LTD DOING BUSINESS AS "THE TITLE STORE"

Applicants

Court File No.: 4172/14

ONTARIO SUPERIOR COURT OF JUSTICE

BETWEEN:

RONALD PAYNE and TIMOTHY YEOMAN

Plaintiffs

-and-

TRIMOR ANNUITY FOCUS LIMITED PARTNERSHIP, TRIMOR ANNUITY FOCUS LIMITED PARTNERSHIP #2, TRIMOR ANNUITY FOCUS LIMITED PARTNERSHIP #3, TRIMOR ANNUITY FOCUS LIMITED PARTNERSHIP #4, TRIMOR ANNUITY FOCUS LIMITED PARTNERSHIP #5, TRIMOR ANNUITY FOCUS LIMITED PARTNERSHIP #6, 1396309 ALBERTA LTD., 367463 ALBERTA LTD., 0678786 B.C. LTD. (formerly c.o.b. as MCCANN FAMILY HOLDING CORPORATION), L-GEN MANAGEMENT INC., OMNI VENTURES LTD., BRIDGEVIEW FINANCIAL CORP., INTER-PRO PROPERTY

CORPORATION (U.S.A.) and FSC ABEL FINANCIAL INC.

Defendants

PROCEEDING UNDER THE CLASS PROCEEDINGS ACT, 1992, S.O. 1992, c.6

ORDER

THIS MOTION, made by the Plaintiffs for:

- 1) an Order that Timothy Yeoman, the proposed representative plaintiff, be appointed as representative of the class members ("Class Representative") for the class of "all persons who entered into 'payday loan' transactions (including 'Basic Lines of Credit') with Cash Store Financial (defined as The Cash Store Financial Services Inc., The Cash Store Inc., and Instaloans Inc.) in Ontario between September 1, 2011 and the date of judgment in the Class Action" (the "Class"); and
- 2) an Order that Harrison Pensa LLP and Koskie Minsky LLP, be appointed, respectively, as representative counsel to the Class ("Representative Counsel") and as agent to Representative Counsel ("Agent.")

ON READING the materials filed, and on hearing the submissions of the parties;

- THIS COURT ORDERS AND DECLARES the time for service of the Plaintiffs' Motion
 Record is hereby abridged and validated so that the motion is properly returnable today and
 service upon any interested party other than those parties served is hereby dispensed with;
- 2) THIS COURT ORDERS that Timothy Yeoman is appointed as Class Representative for the class of "all persons who entered into 'payday loan' transactions (including 'Basic Lines of Credit') with Cash Store Financial (defined as The Cash Store Financial Services Inc., The Cash Store Inc., and Instaloans Inc.) in Ontario between September 1, 2011 and the date of judgment in the Class Action" (the "Class");
- 3) **THIS COURT ORDERS** Harrison Pensa LLP and Koskie Minsky LLP be respectively appointed as Representative Counsel to the Class and as Agent to Representative Counsel;

4) THIS COURT ORDERS that Representative Counsel shall represent the interests of the

Class in all aspects of the claim and the Companies' Creditors Arrangement Act

proceedings of The Cash Store Financial Services Inc., et al. (Court File No. CV-14-10518-

00CL, the "CCAA Proceedings"), without any obligation to consult or seek instructions from

the Class, unless otherwise ordered by the court;

5) THIS COURT ORDERS that the Class Representative and Representative Counsel shall

not be liable for any act or omission as a result of their appointment or the fulfillment of their

duties in carrying out the provisions of this order, save and except for claims based on gross

negligence or wilful misconduct on their part, and that no action, application, or other

proceedings shall be taken, made, or continued against the Class Representative or

Representative Counsel without leave of this court first being obtained; and

6) THIS COURT ORDERS that Class Representative and Representative Counsel shall be

given notice of all motions in the Proceedings and that they shall be entitled to represent the

Class in all such Proceedings without impairing the right of any individual Class member to

retain and instruct counsel in the Proceedings on his or her own behalf and without

impairing the ability of Representative Counsel to represent the Class.

Date:

The Hon. Justice Geoffrey B. Morawetz

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RONALD PAYNE and TIMOTHY YEOMAN

v. TRIMOR ANNUITY FOCUS LIMITED PARTNERSHIP et al.

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

Plaintiffs

Defendants

Court File No. CV-14-10518-00CL

Court File No. 4172/14

ONTARIO SUPERIOR COURT OF JUSTICE

PROCEEDINGS COMMENCED AT LONDON

(Representation Order for Timothy Yeoman AND Ronald Payne v Trimor Annuity Focus Limited Partnership et al.) ORDER

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