

**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

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**MOTION RECORD OF THE APPLICANTS**  
(Extending Stay of Proceedings)

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February 10, 2015

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# **TAB 1**

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

**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

**NOTICE OF MOTION**

**THE APPLICANTS**, The Cash Store Financial Services Inc. ("**Cash Store Financial**") and its affiliated companies The Cash Store Inc., TCS Cash Store Inc., Instaloans Inc., 7252331 Canada Inc., 5515433 Manitoba Inc., and 1693926 Alberta Ltd. doing business as "The Title Store" (collectively "**Cash Store**" or the "**Applicants**"), will make a motion to the Court, on February 11, 2015, at 8:30 a.m. or as soon after that time as the motion can be heard, at 361 University Avenue, Toronto, Ontario.

**PROPOSED METHOD OF HEARING:** The motion is to be heard orally.

**THE MOTION IS FOR:**

1. An Order:
  - (a) Abridging the time for service of this Notice of Motion and the supporting materials and dispensing with service on any person other than those served;

- (b) Extending the stay of proceedings against the Applicants until March 6, 2015, with the expectation that the Applicants will bring a motion seeking a longer extension of the stay before March 6, 2015;
- (c) Authorizing and directing Cash Store Financial to execute such documents as are required to change the names of certain of the Applicants and changing the title of proceedings; and
- (d) Such further and other relief as this Honourable Court may deem just.

**THE GROUNDS FOR THE MOTION ARE:**

***Background***

1. The capitalized terms used herein and not otherwise defined have the meaning ascribed to them in the affidavit of William E. Aziz sworn February 9, 2015 (the “**Aziz Affidavit**”);

2. The Amended and Restated Initial Order of Justice Morawetz dated April 15, 2014 (the “**Initial Order**”) declared that the Applicants are companies to which the CCAA applies and provided an initial stay of proceedings against the Applicants until May 14, 2014. The stay of proceedings was subsequently extended by this Honourable Court until February 27, 2015 (the “**Stay Period**”);

***Stay Extension***

3. The Applicants have been proceeding with good faith and due diligence to complete a restructuring under the CCAA;



4. On October 15, 2014, this Honourable Court granted an Order approving an Asset Purchase Agreement (the “**Money Mart Asset Purchase Agreement**”) among the Applicants, as vendors, and National Money Mart Company (“**Money Mart**”), as purchaser, made as of October 8, 2014 (the “**Money Mart Sale Approval Order**”);

5. On February 6, 2015, Cash Store completed the sale of 150 branches operated by Cash Store, and a number of other assets, to Money Mart;

6. On January 26, 2015, this Honourable Court granted an Order approving an Asset Purchase Agreement (the “**easyfinancial Asset Purchase Agreement**”) among the Applicants, as vendors, and easyfinancial Services Inc (“**easyfinancial**”), as purchaser, made as of January 16, 2015 (the “**easyfinancial Sale Approval Order**”);

7. The Applicants and the CRO, in consultation with the Monitor continue to work diligently to satisfy or obtain waivers of the conditions precedent to Closing in the easyfinancial Asset Purchase Agreement;

8. To accommodate the schedules of the parties and the Court, the Applicants propose a short stay extension to March 6, 2015;

9. The Applicants expect to bring a second motion for a longer extension of the Stay Period before March 6, 2015, on the same date as the motion in respect of the Alberta Securities Commission Privilege Protocol;

10. It is forecast that the Applicants will have sufficient liquidity to continue operations during the proposed extended Stay Period;

11. It is necessary and in the best interests of the Applicants and their stakeholders that the Stay Period be extended so that the Applicants are afforded the “breathing space” provided by the CCAA as they attempt to restructure their affairs;

### **Name Change**

12. The Money Mart Asset Purchase Agreement provides that immediately after the completion of the sale, each of the Applicants that is a corporation and that uses the words “Cash Store” or “Instaloans” (or a variation of such words) in its legal name will change its legal name to a name that does not include such words or variation;

13. There are certain restrictions in the applicable corporate statutes that limit the ability of the Applicants to change their names without a court order;

14. The Applicants are therefore seeking the Court’s authorization and direction to change their names in order to comply with the Money Mart Asset Purchase Agreement;

15. The provisions of the CCAA, including sections 11, 11.02 and 42 thereof, and the inherent and equitable jurisdiction of this Honourable Court;

16. Rules 2.03, 3.02, and 16 of the Ontario *Rules of Civil Procedure*, R.R.O. 1990, Reg. 194, as amended and section 106 of the Ontario *Courts of Justice Act*, R.S.O. 1990, c. C.43 as amended;

17. Section 182(5) of the Ontario *Business Corporations Act*, R.S.O 1990, c. B.16, as amended; and

18. Such further and other grounds as counsel may advise and this Honourable Court may permit.

**THE FOLLOWING DOCUMENTARY EVIDENCE** will be used at the hearing of the motion:

1. Affidavit of William E. Aziz dated February 9, 2015 and attached exhibits; and
2. Such further and other materials as counsel may advise and this Honourable Court may permit.

February 9, 2015

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**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., Instalcons Inc., 7252331 Canada Inc., 5515433 Manitoba Inc., 1693926 Alberta Ltd. doing business as "The Title Store"**

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

*Ontario*  
**SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

Proceeding commenced at Toronto

**NOTICE OF MOTION**

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Counsel for the Chief Restructuring Officer of the Applicants

## **TAB 2**

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

**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

**AFFIDAVIT OF WILLIAM E. AZIZ**

**(Sworn February 9, 2015)**

I, William E. Aziz, of the Town of Oakville, in the Province of Ontario, MAKE  
OATH AND SAY:

***Introduction***

1. This Affidavit is made in support of a motion by The Cash Store Financial Services, Inc. ("Cash Store Financial") and its affiliated companies The Cash Store Inc., TCS Cash Store Inc., Instaloans Inc., 7252331 Canada Inc., 5515433 Manitoba Inc., and 1693926 Alberta Ltd. doing business as "The Title Store" (collectively "Cash Store" or the "Applicants") for an Order: (i) extending the stay of proceedings against the Applicants until March 6, 2015, with the expectation that the Applicants will bring a motion seeking a longer extension of the stay before March 6, 2015; and (ii) authorizing and directing Cash Store Financial to execute such documents as are required to change the names of certain of the Applicants and changing the title of proceedings.

2. I am the President of BlueTree Advisors Inc. (“**BlueTree**”), which has been retained by Cash Store Financial to provide my services as Chief Restructuring Officer (“**CRO**”) to Cash Store. I was retained pursuant to an Engagement Letter dated April 14, 2014, which was subsequently amended by a letter dated July 17, 2014. BlueTree was appointed as CRO of the Applicants pursuant to paragraph 23 of the Amended and Restated Initial Order of Justice Morawetz dated April 15, 2014 (the “**Initial Order**”) made in respect of the Applicants’ proceedings under the *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the “**CCAA**”).

3. As Cash Store’s CRO, in accordance with the Initial Order, I have the authority to direct the operations and management of Cash Store and its restructuring, and Cash Store’s officers (including its executive management team) report to me. As such, I have personal knowledge of the matters deposed to herein, except where otherwise stated. I have spoken with certain of the officers, advisors and/or employees of Cash Store as well as the Monitor, as necessary, and where I have relied on information from such discussions, I believe such information to be true.

The information in this affidavit is arranged under the following headings:

Money Mart Sale Transaction Completed .....	2
Update Regarding Secondary Sale Process .....	4
Name Change .....	4
Stay Extension .....	5

### ***Money Mart Sale Transaction Completed***

4. On October 15, 2014, this Honourable Court granted an Order (the “**Money Mart Sale Approval Order**”) approving the proposed sale transaction (the “**Money Mart Transaction**”) contemplated by the Asset Purchase Agreement (the “**Money Mart Asset Purchase Agreement**”) among the Applicants, as vendors, and National Money Mart Company (“**Money**

**Mart**”), as purchaser, made as of October 8, 2014. The appeal period in respect of the Sale Approval Order has expired without any motions for leave to appeal, and the Sale Approval Order is final and binding.

5. On February 6, 2015, Cash Store completed the sale of 150 branches operated by Cash Store, and a number of other assets, to Money Mart. A copy of the press release announcing the completion of the Money Mart Transaction is attached as Exhibit “A”.

6. As contemplated by the Money Mart Asset Purchase Agreement, on February 6, 2015, the Monitor filed the Monitor’s Certificate which, among other things, notified the Court and other parties that the Money Mart Transaction had closed.

7. The Monitor has received the funds from the Money Mart Transaction. As contemplated by the Second Further Amended DIP Facility, the Third Further Amended DIP Facility and the Third Amending Agreement (as defined in my affidavit dated November 18, 2014 (the “**Tenth Aziz Affidavit**”)), and as described in Tenth Aziz Affidavit, a portion of the net proceeds of the Money Mart Transaction will be distributed to the DIP Lenders to repay amounts due by Cash Store Financial pursuant to the DIP Facility.

8. The Applicants and I, in consultation with the Monitor, continue to work to fulfill the requirements of the Transition Services Agreement that was executed on February 5, 2015, which was a condition precedent to the completion of the Money Mart Transaction.

9. The objective of the Transition Services Agreement is to provide essential operational and back office support post-Closing to enable a smooth transition to Money Mart. Pursuant to the proposed Transition Services Agreement, Cash Store will assist with the management of the



in store point of sale system and record keeping related to all Accounts Receivable and will provide Money Mart with services to facilitate the uninterrupted transfer and continued operation of the Acquired Locations (as defined in the Money Mart Asset Purchase Agreement). These services include services related to accounting processes and information technology requirements in Acquired Locations until they are migrated onto Money Mart's systems.

10. The Money Mart Transaction is still subject to customary purchase price adjustments pursuant to Section 3.5 of the Money Mart Asset Purchase Agreement.

### ***Update Regarding Secondary Sale Process***

11. On January 26, 2015, this Court Honourable Court granted an Order (the “**easyfinancial Sale Approval Order**”) approving the proposed sale transaction (the “**easyfinancial Transaction**”) contemplated by the Asset Purchase Agreement (the “**easyfinancial Asset Purchase Agreement**”) among the Applicants, as vendors, and easyfinancial Services Inc (“**easyfinancial**”), as purchaser, made as of January 16, 2015.

12. The Applicants and I, in consultation with the Monitor, continue to work diligently to satisfy or obtain waivers of the conditions precedent to Closing in the easyfinancial Asset Purchase Agreement. It is anticipated that the easyfinancial Transaction will be completed this week.

### ***Name Change***

13. As part of the Money Mart Transaction, Money Mart has purchased the “Cash Store” and “Instaloans” trademarks. The Money Mart Asset Purchase Agreement provides that immediately after the closing of the Money Mart Transaction, each of the Applicants that is a corporation and

that uses the words “Cash Store” or “Instaloans” (or a variation of such words) in its legal name will change its legal name to a name that does not include such words or variation. However, I am advised that there are certain restrictions in the applicable corporate statutes that limit the ability of the Applicants to change their names without a court order. The Applicants are therefore seeking the Court’s authorization and direction to change their name in order to comply with the Money Mart Asset Purchase Agreement.

### ***Stay Extension***

14. The Applicants were granted protection from their creditors under the CCAA pursuant to the Initial Order. The Initial Order granted, *inter alia*, a stay of proceedings until May 14, 2014, or such later date as this Honourable Court may order (the “**Stay Period**”).

15. On May 13, 2014, the Stay Period was extended until May 16, 2014 and was subsequently extended until May 19, 2014. On May 17, 2014, this Honourable Court extended the Stay Period until and including June 17, 2014, or such later date as this Honourable Court may order. On June 16, 2014, this Honourable Court extended the Stay Period until and including August 15, 2014, or such later date as this Honourable Court may order. On August 7, 2014, this Honourable Court extended the Stay Period until and including September 30, 2014, or such later date as this Honourable Court may order. On September 29, 2014, this Honourable Court extended the Stay Period until and including November 28, 2014, or such later date as this Honourable Court may order. On November 21, 2014, this Honourable Court extended the Stay Period until and including February 27, 2015, or such later date as this Honourable Court may order.

16. The Applicants have been proceeding in good faith and with due diligence to effect a restructuring under the CCAA, and in particular a going concern sale transaction with Money Mart as well as the easyfinancial Transaction.

17. At this time, to accommodate the schedules of the parties and the Court, the Applicants propose a short stay extension to March 6, 2015. Cash Store expects to bring a second motion for a longer extension of the Stay Period before March 6, 2015, on the same date as the motion in respect of the Alberta Securities Commission Privilege Protocol.

18. In addition to the activities outlined above, I have, among other things:

- (a) Continued to communicate with the Applicants' various payday regulators;
- (b) Continued to work with senior management with respect to the ongoing business operations of Cash Store and the management of the company's cash resources;
- (c) Responded to a number of inquiries from the Applicants' stakeholders;
- (d) Engaged in multiple discussions and correspondence with the Money Mart and its representatives with respect to steps necessary to facilitate Closing the Money Mart Transaction and transition services to be provided thereafter;
- (e) Engaged in multiple discussions and correspondence with the easyfinancial and its representatives with respect to steps necessary to facilitate Closing the easyfinancial Transaction;

- (f) Disclaimed certain leases associated with Instalozans and Cash Store branches that were not profitable and were not desired by any potential purchaser approached during or otherwise engaged in the Sale Process or the Secondary Sale process;
- (g) Engaged, through counsel, in multiple discussions and correspondence with landlords and counsel to landlords who had question about or objections to the lease disclaimers;
- (h) Terminated the employment of a number of employees employed at the locations for which the leases were disclaimed;
- (i) Engaged in multiple discussions with the Alberta Securities Commission regarding an investigation of the Applicants;
- (j) Instructed Rothschild to engage in further discussions with parties who submitted bids as part of the Secondary Sale Process; and
- (k) Worked closely with the Monitor with respect to all aspects of Cash Store's restructuring under the CCAA.


19. The short extension of the Stay Period is requested to accommodate the schedules to the Court and the parties, during which short extension the Applicants will bring a motion for a longer extension of the Stay Period to permit the Applicants and me, in consultation with the Monitor, to work to fulfill the obligations under the Transitional Services Agreement in order to permit the Applicants to complete the transfer of their assets to Money Mart; to complete any purchase price adjustment pursuant to the Money Mart Asset Purchase Agreement; and to permit the Applicants, the CRO and the Monitor to continue to deal with various estate matters. It is

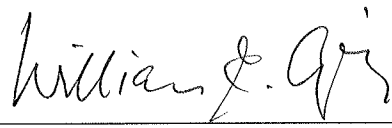
necessary and in the best interests of the Applicants and their stakeholders that the Stay Period be extended and the Applicants afforded the “breathing space” provided by the CCAA as they attempt to restructure their affairs.

20. From my review of the current cash flow projections, I believe that the funds received from the Money Mart Transaction will provide sufficient liquidity to allow Cash Store to operate during the proposed extended Stay Period.

21. I believe that it is appropriate to extend the Stay Period to March 6, 2015 and that the Applicants have acted and continue to act in good faith and with due diligence in these CCAA proceedings. It is my understanding that the extension of the Stay Period to March 6, 2015 is supported by the Monitor.

SWORN BEFORE ME at the City of Toronto, in the Province of Ontario this 9<sup>th</sup> day of February, 2015.

  
\_\_\_\_\_  
COMMISSIONER FOR TAKING AFFIDAVITS  
*Patrick Hrestov*

}   
\_\_\_\_\_  
**WILLIAM E. AZIZ**

# TAB A

**THIS IS EXHIBIT "A" TO THE AFFIDAVIT  
OF WILLIAM E. AZIZ SWORN BEFORE ME  
ON THIS 9<sup>TH</sup> DAY OF FEBRUARY, 2015.**



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A commissioner for taking Affidavits

*Patrick Rester*



## NEWS RELEASE

February 6, 2014

### **Cash Store Financial Transaction with National Money Mart Closes**

**EDMONTON, February 6, 2014** – The Cash Store Financial Services Inc. (“Cash Store Financial” or the “Company”) announced today that it has completed the sale of 150 branches operated by the Company and its subsidiaries, and a number of other assets, to National Money Mart Company (the “Transaction”). The Transaction was previously announced on October 9, 2014.

Cash Store Financial will provide certain transition services to National Money Mart Company for a period of time, but the Company and its subsidiaries will cease making loans to customers effective immediately.

Cash Store Financial and Money Mart will be addressing certain customary purchase price adjustments in the near term. The Company will provide a further update regarding the Transaction after the Company has addressed the purchase price adjustments and the sealing order issued by the Court regarding certain aspects of the Transaction.

Further details regarding the Transaction, along with other details regarding the Company’s Companies’ Creditors Arrangement Act proceedings, are available on the Monitor’s website at <http://cfcanda.fticonsulting.com/cashstorefinancial>. Cash Store Financial will continue to provide updates on its restructuring and the Transaction as matters advance.

#### **About Cash Store Financial**

Cash Store Financial and Instaloes primarily acted as lenders to facilitate short-term advances and provide other financial services to income-earning consumers who may not be able to obtain them from traditional banks. Cash Store Financial also provided private-label debit cards.

Cash Store Financial is a Canadian corporation that is not affiliated with Cottonwood Financial Ltd. or the outlets Cottonwood Financial Ltd. operates in the United States under the name “Cash Store”. Cash Store Financial does not do business under the name “Cash Store” in the United States and does not own or provide any consumer lending services in the United States.



- 2 -

**For further information, please contact:**

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Media:  
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**Forward Looking Statements:**

This news release contains certain forward-looking statements about the objectives, strategies, financial conditions, results of operations and businesses of Cash Store Financial. Statements that are not historical facts are forward-looking and are subject to important risks, uncertainties and assumptions. In particular, statements about the Transaction with National Money Mart Company, including any expected post-closing activities, the receipt of any court or other approvals, the anticipated outcomes of the transaction described above and any other statements about Cash Store Financial's or National Money Mart Company's future expectations, goals, beliefs or prospect are forward looking information. These statements are based on our current expectations about our business, and upon various estimates and assumptions. Significant and reasonably foreseeable factors that could cause our results to differ materially from our current expectations, include, but are not limited to, the inability of Cash Store Financial to obtain any court approvals in respect of its CCAA proceedings or the inability to obtain such approvals on the expected terms or schedule, the inability to obtain any necessary regulatory approvals, the inability to satisfy any post-closing obligations in respect of the Transaction, the inability of Cash Store Financial to fulfill the conditions to funding under any Debtor-in-Possession ("DIP") financing agreement entered into by Cash Store Financial, any decision of the Ontario Superior Court of Justice in the CCAA proceedings that is adverse to Cash Store Financial and other factors that could affect Cash Store Financial's ability to continue its operations during the CCAA proceeding, including the factors that are discussed in the section entitled "Risk Factors" contained in our Annual Information Form for the year ended September 30, 2013 dated December 11, 2013 filed by The Cash Store Financial with the Canadian securities commissions (available on SEDAR at <http://www.sedar.com>), as updated in our most recent Management's Discussion and Analysis for the three months ended December 31, 2013. The results or events predicted in these forward-looking statements may differ materially from actual results or events if known or unknown risks, trends or uncertainties affect our business, or if our estimates or assumptions turn out to be inaccurate. As a result, there is no assurance that the circumstances described in any forward-looking statement will materialize. Unless required by law, we disclaim any intention or obligation to update any forward-looking statement even if new information becomes available, as a result of future events or for any other reason.

**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"**

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

*Ontario*  
**SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

Proceeding commenced at Toronto

**AFFIDAVIT OF WILLIAM E. AZIZ**

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Counsel for the Chief Restructuring Officer

# TAB 3

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

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(COMMERCIAL LIST)**

THE HONOURABLE REGIONAL	)	WEDNESDAY, THE 11 <sup>th</sup> DAY
	)	
SENIOR JUSTICE MORAWETZ	)	OF FEBRUARY, 2015

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

**ORDER**

**THIS MOTION**, made by the Applicants, pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended (the "CCAA") was heard this day at 361 University Avenue, Toronto, Ontario.

**ON READING** the affidavit of William E. Aziz sworn February 9, 2015 and the Exhibits thereto (the "**Aziz Affidavit**") and the Twelfth Report of FTI Consulting Canada Inc. in its capacity as Monitor (the "**Monitor**"), and on hearing the submissions of counsel for the Chief Restructuring Officer, the Monitor, and such other counsel present, no other person appearing although duly served as appears from the affidavit of service sworn and filed:

Draft

**SERVICE**

1. **THIS COURT ORDERS** that the time for service of the Notice of Motion and the Motion Record is hereby abridged and validated so that this Motion is properly returnable today and hereby dispenses with further service thereof.

**STAY EXTENSION**

2. **THIS COURT ORDERS** that the Stay Period provided in the Amended and Restated Initial Order dated April 15, 2014 (the “**Initial Order**”) in these proceedings, as amended, be and is hereby extended until and including March 6, 2015, or such later date as this Court may order.

**NAME CHANGE**

3. **THIS COURT ORDERS** that the Applicants are hereby authorized and directed to execute such documents as are required to change the names of certain of the Applicants.

4. **THIS COURT ORDERS** that the title of these proceedings is hereby changed to: 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 company formerly known as The Cash Store Financial Services Inc., the company formerly known as The Cash Store Inc., the company formerly known as TCS Cash Store Inc., the company formerly known as Instalogs Inc., 7252331 Canada Inc., 5515433 Manitoba Inc., 1693926 Alberta Ltd. doing business as “the Title Store”.

**GENERAL PROVISIONS**

5. **THIS COURT HEREBY REQUESTS** the aid and recognition of any court, tribunal, regulatory or administrative body having jurisdiction in Canada, the United Kingdom,

or in the United States, to give effect to this Order and to assist the Applicant, the Monitor and their respective agents in carrying out the terms of this Order. All courts, tribunals, regulatory and administrative bodies are hereby respectfully requested to make such orders and to provide such assistance to the Applicants and to the Monitor, as an officer of this Court, as may be necessary or desirable to give effect to this Order, to grant representative status to the Monitor in any foreign proceeding, or to assist the Applicants and the Monitor and their respective agents in carrying out the terms of this Order.

6. **THIS COURT ORDERS** that each of the Applicants and the Monitor be at liberty and is hereby authorized and empowered to apply to any court, tribunal, regulatory or administrative body, wherever located, for the recognition of this Order and for assistance in carrying out the terms of this Order, and that the Monitor is authorized and empowered to act as a representative in respect of the within proceedings for the purpose of having these proceedings recognized in a jurisdiction outside Canada.

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**IN THE MATTER OF the Companies' Creditors Arrangement Act, R.S.C. 1985, c. C-36, as amended**

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

**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., Instalogs Inc., 7252331 Canada Inc., 5515433 Manitoba Inc., 1693926 Alberta Ltd. doing business as "The Title Store"**

***Ontario***  
**SUPERIOR COURT OF JUSTICE**  
**COMMERCIAL LIST**

Proceeding commenced at Toronto

**ORDER**

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Draft

**IN THE MATTER OF the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended**

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

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*Ontario*  
**SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

Proceeding commenced at Toronto

**MOTION RECORD OF THE APPLICANTS**  
(Extending Stay of Proceedings)

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