



**ONTARIO  
SUPERIOR COURT OF JUSTICE  
COMMERCIAL LIST**

THE HONOURABLE REGIONAL )

)

FRIDAY, THE 16TH

SENIOR JUSTICE MORAWETZ )

)

DAY OF MAY, 2014

*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 Cassels Brock & Blackwell LLP ("Cassels Brock"), pursuant to the *Companies' Creditors Arrangement Act*, R.S.C. 1985, c. C-36, as amended was heard this day at 361 University Avenue, Toronto, Ontario.

ON READING the affidavit of Jason Beitchman sworn May 15, 2014 and the Exhibits thereto (the "**Beitchman Affidavit**") and on hearing the submissions of counsel for the Applicants, 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 of Jessbinder Dhanoa sworn May 15, 2014.

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.

2. THIS COURT ORDERS that the amount of \$1,087,866.45 currently held in trust by Cassels Brock in the name of The Cash Store Financial Services Inc. ("Cash Store") pursuant to a Consent Order (as defined in the Beitchman Affidavit), be paid out as follows:

(i) The amount of \$1,078,328.00, comprised of the Secured Amount and the Additional Amount (as defined in the Beitchman Affidavit) be paid to the BC Compliance Order Trust Account (as defined in the Beitchman Affidavit) to be opened by Cash Store, in its capacity as Trustee of the Compliance Order Trust (as defined in the Beitchman Affidavit) and approved by Consumer Protection British Columbia in accordance with the Compliance Order and Supplemental Compliance Order (as defined in the Beitchman Affidavit); and

(ii) The amount of \$9,538.45 be paid to Cash Store.

3. THIS COURT DECLARES that the Secured Amount and the Additional Amount are not subject to any of the Charges, as defined in and granted under the Amended and Restated Initial Order dated April 15, 2014, as amended.

4. 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 Applicants, 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.

5. 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.

A handwritten signature in blue ink, appearing to read "G. J. [unclear] RST", is written over a horizontal line.

ENTERED AT / INSCRIT A TORONTO  
ON / BOOK NO:  
LE / DANS LE REGISTRE NO.:

MAY 16 2014

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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., INSTALOANS INC., 7252331 CANDA INC., 5515433  
MANITOBA INC., 1693926 ALBERTA LTD DOING BUSINESS AS "THE TITLE  
STORE"

APPLICANTS

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

Proceeding commenced at TORONTO

**ORDER**

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