



THE HONOURABLE MR.
JUSTICE MORAWETZ

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

) WEDNESDAY, THE 13TH DAY
)
) OF OCTOBER, 2010

**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 INTERTAN CANADA LTD.
AND TOURMALET CORPORATION**

APPLICANTS

ORDER

THIS MOTION made by InterTAN Canada Ltd. ("**InterTAN**") and Tourmalet Corporation ("**Tourmalet**") and together with InterTAN, the "**Applicants**") for an Order, *inter alia*, authorizing the Applicants to take certain steps in connection with a corporate reorganization was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion, filed, the Sixteenth Report of the Monitor dated October 6, 2010 (the "**Sixteenth Report**") and the Appendices thereto, filed, and on hearing the submissions of counsel for the Monitor and the Applicants, no one else appearing although duly served:

SERVICE

1. **THIS COURT ORDERS** that the time for service and filing of the Notice of Motion, Motion Record and the Sixteenth Report in respect hereof be and is hereby abridged so that the

motion may be heard today and that further service on any interested party is hereby dispensed with.

SIXTEENTH REPORT

2. **THIS COURT ORDERS** that the Sixteenth Report and all of the actions and activities of the Monitor described therein be and are hereby approved.

CONFIDENTIAL APPENDIX

3. **THIS COURT ORDERS** that the Confidential Appendix to the Sixteenth Report (the “**Confidential Appendix**”) be treated as confidential, sealed and not form part of the public record, pending further Order of this Court on notice to the Monitor.

OTHER

4. **THIS COURT ORDERS** that Tourmalet be and is hereby authorized to acquire all of the issued and outstanding common shares in the capital stock of InterTAN, Inc. from Ventoux International, Inc. for consideration of one common share in the capital of Tourmalet.

5. **THIS COURT ORDERS** that InterTAN be and is hereby authorized to apply for a certificate of continuance in order to continue as a company limited by shares under the *Nova Scotia Companies Act*, R.S.N.S. 1989, c. 81.

6. **THIS COURT ORDERS** that, on the anticipated dissolution of InterTAN, Inc., Tourmalet be and is hereby authorized to receive a distribution of all of InterTAN, Inc.’s property, including all of the issued and outstanding common shares in the capital stock of InterTAN, and to assume all of the liabilities and obligations of InterTAN, Inc.

7. **THIS COURT ORDERS** that InterTAN be and is hereby authorized to take the step outlined in the Confidential Appendix in furtherance of the resolution of the potential French tax liabilities described therein.

8. **THIS COURT ORDERS AND DECLARES** that neither InterTAN nor any successor entity thereof shall, without the consent of the Monitor or Monitor’s counsel, take any further

steps (a) to address the potential French tax liability relating to InterTAN France SNC or any related businesses, (b) to address the claim of Revenu Québec filed in the claims procedure established with respect to the Applicants, or (c) in connection with the Amalgamation, the Distribution or the Dissolution (as those terms are defined in the Sixteenth Report).

9. **THIS COURT ORDERS** that this Order shall have full force and effect in all provinces and territories in Canada, outside Canada and against all Persons against whom it may be enforceable.

10. **THIS COURT REQUESTS** the aid, recognition and assistance of other courts in Canada in accordance with Section 17 of the CCAA, and requests that the Federal Court of Canada and the courts and judicial, regulatory and administrative bodies of or constituted by the provinces and territories of Canada, the Parliament of Canada, the United States, including the United States Bankruptcy Court for the Eastern District of Virginia, the states and other subdivisions of the United States and other nations and states act in aid, recognition and assistance of, and be complimentary to, this Court in carrying out the terms of this Order. Each of the Applicants and the Monitor shall be at liberty, and is hereby authorized and empowered, to make such further applications, motions or proceedings to or before such other courts and judicial, regulatory and administrative bodies, and take such other steps, in Canada or the United States of America, as may be necessary or advisable to give effect to this Order.



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LE / DANS LE REGISTRE NO.:

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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: 08-CL-7841

AND IN THE MATTER OF A PLAN OF COMPROMISE OR
ARRANGEMENT OF INTERTAN CANADA LTD. AND
TOURMALET CORPORATION

APPLICANTS

Ontario
SUPERIOR COURT OF JUSTICE
COMMERCIAL LIST

Proceeding commenced at Toronto

ORDER

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