



Court File No. 08-CL-7841

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

THE HONOURABLE MR. ) FRIDAY, THE 29<sup>TH</sup> DAY  
JUSTICE MORAWETZ ) OF JANUARY, 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 Alvarez & Marsal Canada ULC in its capacity as Monitor (the "**Monitor**") of InterTAN Canada Ltd. and Tourmalet Corporation (the "**Applicants**"), for an Order extending the Stay Period to April 30, 2010, an Order approving a distribution of proceeds to those creditors of the Applicants whose claims have been resolved since the distribution authorized by the Order of the Honourable Justice Morawetz dated December 7, 2009 (the "**First Distribution Order**"), an Order authorizing the Monitor to distribute proceeds to the remaining creditors of the Applicants as and when their claims are resolved consensually, but otherwise directing the Monitor to retain all proceeds pending further order of the Court, and approval of the Monitor's Twelfth Report and Supplementary Twelfth Report, was heard this day at 330 University Avenue, Toronto, Ontario.

**ON READING** the Notice of Motion, filed, the Twelfth Report of the Monitor dated January 26, 2010 (the "**Twelfth Report**") and the Exhibits thereto, filed, and the Supplementary Twelfth Report of the Monitor dated January 28, 2010 (the "**Supplementary Twelfth Report**")

and the Exhibits 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, the Twelfth Report and the Supplementary Twelfth Report in respect hereof be and it is hereby abridged so that the Motion may be heard today and that further service on any interested party is hereby dispensed with.

**TWELFTH REPORT**

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

**EXTENSION OF THE STAY PERIOD**

3. **THIS COURT ORDERS** that the Stay Period as defined in the Order of this Honourable Court dated November 10, 2008, as subsequently amended and restated on December 5, 2008, and as subsequently extended by Orders of this Honourable Court, is hereby extended from January 31, 2010 until April 30, 2010.

**INTERIM DISTRIBUTION**

4. **THIS COURT ORDERS** that the Monitor distribute from the balance of the proceeds of the sale of substantially all of the assets of InterTAN and other amounts received by or owing to InterTAN that are in the Monitor's possession, the total amount of \$5,784,906.66, to be distributed to those creditors and in the amounts set forth in Schedule "A" hereto (inclusive of interest calculated at a rate of 5% per annum) by no later than February 3, 2010.

5. **THIS COURT ORDERS** that, subject to further order of this Court, the Monitor is authorized and directed to distribute, from the balance of the proceeds of the sale of substantially all of the assets of InterTAN and other amounts received by or owing to InterTAN that are in the Monitor's possession, to those claimants listed in Schedule "B" hereto such amounts (together

with interest thereon consistent with the Monitor's recommendation in the Twelfth Report) on account of a settlement or resolution of their claims as may be agreed to in writing between the claimant in question, the Monitor, InterTAN and the Purchaser, and provided that the distribution with respect to any particular claim is below the high end of the range specified in Schedule "B" hereto for such claim.

6. **THIS COURT ORDERS** that the distributions made pursuant to paragraphs 4 and 5 above shall be in full and final satisfaction of the claims of the recipients thereof against the Applicants.

7. **THIS COURT ORDERS** that the Monitor is hereby authorized and directed to retain all remaining funds available for distribution until further order of this Court.

**OTHER**

8. **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.

9. **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, the states and other subdivisions of the United States and other nations and states act in aid, recognition and assistance of, and be complementary 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.

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

JAN 29 2010

PER / PAR: 

Joanne Nicoara  
Registrar, Superior Court of Justice



Schedule "A" to the Order, dated January 29, 2010  
 InterTAN Canada Ltd.  
 Schedule of Further Admitted Claims Through January 28, 2010  
 In Support of Second Distribution to be Made February 3, 2010

No.	Claimant	Note: (1)	Notes: (2) (3)	Total
		Admitted Principal	Interest (5%)	
<b>Pre-Filing POCs</b>				
1	Aastra Telecom Inc.	47,651.26	2,943.93	50,595.19
2	American Power Conversion Corporation	77,163.16	4,767.20	81,930.36
3	Audiovox Canada Ltd.	922,048.74	56,964.93	979,013.67
4	Belkin International Inc.	243,025.50	15,014.32	258,039.82
5	Bell Distribution Inc.	496,526.84	30,675.84	527,202.68
6	Borgfeldt (Canada) Ltd.	139,915.97	8,644.12	148,560.09
7	CD Doctor Inc.	17,945.02	1,108.66	19,053.68
8	Cogeco Cable Canada Inc.	177,656.87	10,975.79	188,632.66
9	Corel Corporation	1,132,591.83	69,972.45	1,202,564.28
10	Dantona Industries Inc.	11,022.29	680.97	11,703.26
11	Daymen Photo Marketing LP	10,555.40	652.12	11,207.52
12	D-Link Canada Inc.	46,810.38	2,891.98	49,702.36
13	Dorcy International Inc.	31,255.71	1,931.00	33,186.71
14	Dorel Industries Inc.	3,090.08	190.91	3,280.99
15	Energizer Canada Inc.	290,950.61	17,975.17	308,925.78
16	Eton Electronics Canada Ltd.	11,104.26	686.03	11,790.29
17	Gem-Sen Holding	31,486.75	1,945.28	33,432.03
18	Helium Digital Inc.	15,961.80	986.13	16,947.93
19	Ion Audio, LLC	14,282.63	882.39	15,165.02
20	K-G Packaging Inc.	15,930.43	984.20	16,914.63
21	Lectron Radio Sales Limited	18,982.80	1,172.77	20,155.57
22	Lenbrook Industries Ltd.	36,992.41	2,285.42	39,277.83
23	Microcel Corporation	156,011.62	9,638.53	165,650.15
24	Ministere de la Justice	638.00	39.42	677.42
25	Mitek Canada Distribution	53,989.28	3,335.50	57,324.78
26	Nokia Products Limited	58,410.87	3,608.67	62,019.54
27	North American Battery Company	121,235.83	7,490.05	128,725.88
28	Ottimo Creations Inc.	369,760.87	22,844.13	392,605.00
29	Overrunz International Inc.	119,092.89	7,357.66	126,450.55
30	Reuben Penner	7,500.00	463.36	7,963.36
31	Rias Ait Aneur	7,000.00	432.47	7,432.47
32	RLW Design (833 137 Ontario Ltd.)	1,575.00	97.30	1,672.30
33	Scosche Industries Inc.	61,708.49	3,812.40	65,520.89
34	Senario LLC	136,833.00	8,453.66	145,286.66
35	Sennheiser Canada Inc.	55,608.33	3,435.53	59,043.86
35	Starcase Canada Inc.	33,680.03	2,080.78	35,760.81
36	Targus Canada Ltd.	15,636.26	966.02	16,602.28
37	Tessco Incorporated	7,045.55	435.28	7,480.83
38	Thomson Multimedia Ltd.	12,782.43	789.71	13,572.14
39	Ultralife Corporation	8,893.73	549.46	9,443.19
40	Unisource Canada Inc.	60,614.40	3,744.81	64,359.21
41	Vantage Point Canada Limited	4,249.67	262.55	4,512.22
42	Vestlife, LLC	2,692.49	166.34	2,858.83
43	Wade Antenna Inc.	1,291.10	79.77	1,370.87
44	Xantrex Technology Inc.	13,520.92	835.33	14,356.25
45	Yamaha Canada Music Ltd.	319,003.52	19,708.30	338,711.82
<b>Total</b>		<b>\$ 5,421,725.02</b>	<b>\$ 334,958.63</b>	<b>\$ 5,756,683.65</b>

No.	Claimant	Note: (1)	Notes: (2) (3)	Total
		Admitted Principal	Interest (5%)	
	<b>Restructuring POCs</b>			
46	Claude Beaulieu	19,120.16	890.53	20,010.69
47	Graeme Thomas Durkin	2,500.00	72.95	2,572.95
48	Lies Malek	5,500.00	139.38	5,639.38
	<b>Total</b>	<b>\$ 27,120.16</b>	<b>\$ 1,102.86</b>	<b>\$ 28,223.02</b>
	<b>GRAND TOTAL</b>	<b>\$ 5,448,845.18</b>	<b>\$ 336,061.48</b>	<b>\$ 5,784,906.66</b>

**Notes:**

- (1) The principal amount of certain admitted claims relates to amounts owing to former employees for termination and severance compensation. The amounts to be distributed to these claimants will be net of all applicable statutory deductions and withholdings.
- (2) Interest on Pre-Filing POCs is calculated on the admitted claim amount at a rate of 5% per annum for the period November 10, 2008 to February 3, 2010.
- (3) Interest on Restructuring POCs is calculated on the admitted claim amount at a rate of 5% per annum for the period from the date the claim arose to February 3, 2010.

Schedule "B" to the Order, dated January 29, 2010

InterTAN Canada Ltd.

Schedule of Range of Potential Claim Amounts to be Admitted for Claims that have not been Finally Determined

No.	Claimant	Notes: (1) (2)	Notes: (1) (3)
		Low	High
<b>Pre-Filing POCs</b>			
1	Fidelity Electronics Inc.	33,060.94	36,404.11
2	Garmin USA, Inc.	3,309,475.77	3,615,931.97
3	Kodak Canada Inc.	54,656.07	170,545.70
4	Lexmark Canada Inc.	-	92,196.24
5	Mitac Digital Corp.	543,489.61	2,591,620.13
6	Monster Cable International Limited	336,267.88	408,637.46
7	Monster Technology International Limited	10,715.02	31,162.26
8	Motorola Canada Limited	316,487.14	643,191.23
9	PRG-Schultz Canada Corp.	-	224,029.60
10	Priestman Electronics Corporation (The)	59,817.94	81,485.53
11	Syntax-Brilliant Corporation	268,411.41	695,975.30
12	Verbatim Americas, LLC	122,260.63	146,953.41
13	Videotron Ltd.	17,972.81	411,753.27
<b>Total</b>		<b>\$ 5,072,615.22</b>	<b>\$ 9,149,886.21</b>
<b>Restructuring POCs</b>			
14	Brendan Moore & Associates Ltd.	-	47,505.43
15	Gaetan Gagnon	-	7,000.00
16	Ministry of Revenu Quebec	-	572,704.61
17	Thimens Industrial Development Corp. Ltd.	-	114,297.81
<b>Total</b>		<b>\$ -</b>	<b>\$ 741,507.85</b>
<b>GRAND TOTAL</b>		<b>\$ 5,072,615.22</b>	<b>\$ 9,891,394.06</b>

**Notes:**

- (1) Low and High claim amounts exclude interest. Interest on Pre-Filing POCs will be calculated on the admitted claim amount (once finally determined) at a rate of 5% per annum for the period November 10, 2008 to the date the claim is paid. Interest on Restructuring POCs will be calculated on the admitted claim amount (once finally determined) at a rate of 5% per annum for the period from the date the claim arose to the date the claim is paid.
- (2) The amounts shown in the Low end of the above range are the amounts reflected in the Notices of Revision or Disallowance issued to the Claimants by the Monitor, with the exception of Garmin International, Inc. and Nokia Products Limited, where the amounts reflected in the Notices of Dispute were less than the amounts reflected in the Notices of Revision.
- (3) The amounts shown in the High end of the above range are the amounts reflected in the Notices of Dispute received by the Monitor from the Claimants, with the exception of Garmin International, Inc and Nokia Products Limited, where the amounts reflected in the Notices of Revision were greater than the amounts reflected in the Notices of Dispute.

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

Proceeding commenced at Toronto

**ORDER**

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