

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

THE HONOURABLE ) WEDNESDAY, THE 31st DAY  
 )  
MR. JUSTICE PATTILLO ) OF OCTOBER, 2012

**IN THE MATTER OF THE BANKRUPTCY OF  
DB MEDIA DISTRIBUTION INC., DB MEDIA DISTRIBUTION (CANADA),  
CH LLC (CANADA) AND CH SUB LLC (CANADA)**

**ORDER**

**THIS MOTION**, made by Alvarez & Marsal Canada Inc. ("**A&M Canada**") in its capacity as Trustee in bankruptcy of each of DB Media Distribution Inc. ("**DB Media**"), DB Media Distribution (Canada) ("**DB Media Distribution**"), CH LLC (Canada) and CH Sub LLC (Canada), for relief contemplated in the Third Report of the Trustee dated October 16, 2012 (together with all exhibits attached thereto, the "**Third Report**") and such further and other relief as counsel may advise and the Court deems just, was heard this day at 330 University Avenue, Toronto, Ontario.

**ON READING** the Notice of Motion dated October 23, 2012, the Third Report, and on hearing the submissions of counsel for the Trustee, no one else appearing although served as evidenced by the Affidavit of Andrea Lockhart sworn October 23, 2012 and the Affidavit Andrea Yandreski sworn October 30, 2012, filed;

1. **THIS COURT ORDERS** that time for service of the Notice of Motion and Motion Record dated October 23, 2012 is hereby abridged so that the motion is properly returnable today and hereby dispenses with further service thereof.

2. **THIS COURT ORDERS** that the Trustee's Final Statement of Receipts and Disbursements set out in Exhibit "H" to the Third Report, the Final Cost Allocation (as defined

in the Third Report) and the Dividend Sheet set out in Exhibit "I" to the Third Report be and are hereby approved.

3. **THIS COURT ORDERS** that the proof of claims process as described in the Third Report be and is hereby approved.

4. **THIS COURT ORDERS** that the Trustee is authorized and directed to distribute \$1,502,785.92 to creditors of DB Media and \$1,143,944.92 to creditors of DB Media Canada (inclusive of the distribution from DB Media to DB Media Canada on account of the intracompany balance owing as of the date of bankruptcy), in each case in accordance with such creditors' priority pursuant to the *Bankruptcy and Insolvency Act*, R.S.C. 1985, c. B-3, as amended, and the orders of the Court made in these proceedings.

5. **THIS COURT ORDERS** that all steps taken by and activities of the Trustee and all amounts distributed by the Trustee are hereby approved and that A&M Canada shall have no further liability in respect thereof.

6. **THIS COURT ORDERS** that the Third Report be and is hereby accepted and approved and the activities of the Trustee as described in the Third Report be and are hereby approved.

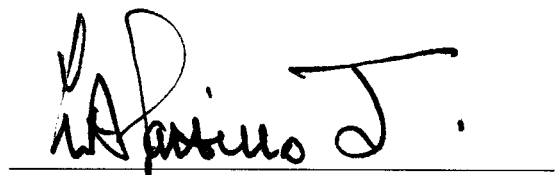
7. **THIS COURT ORDERS** that the Trustee's fees and disbursements (excluding HST) for the period from December 9, 2010 to and including September 15, 2012 in the amount of \$921,482.26 and the fees and disbursements (excluding HST) of its counsel, Osler, Hoskin & Harcourt LLP, for the period from December 9, 2010 to and including September 15, 2012 in the amount of \$165,122.94 as detailed in the Third Report be and are hereby approved and taxed at \$921,482.26 and \$165,122.94, respectively.

8. **THIS COURT ORDERS** that the estimate of Final Fees and Disbursements (as defined in the Third Report) to conclude the bankrupt estates be and is hereby approved and taxed in an amount not to exceed \$13,500 (excluding HST).

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



OCT 31 2012



**IN THE MATTER OF THE BANKRUPTCY OF DB MEDIA DISTRIBUTION INC.,  
DB MEDIA DISTRIBUTION (CANADA), CH LLC (CANADA) AND  
CH SUB LLC (CANADA)**

Court File No. CV-10-9023-00CL  
Estate File Nos. 31-456611, 31-456614,  
31-456616, 31-456617

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
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Proceeding commenced at TORONTO

**ORDER**

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Solicitors for Alvarez & Marsal Canada  
Inc. in its capacity as Trustee of DB  
Media Distribution Inc., DB Media  
Distribution (Canada), CH LLC (Canada)  
and CH Sub LLC (Canada) and not in its  
personal capacity