



Court File No. 08-CL-7841

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

THE HONOURABLE MR. ) WEDNESDAY, THE 14<sup>th</sup> DAY  
 )  
JUSTICE MORAWETZ ) OF JANUARY, 2009

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**

**(Formal Bid Date Extension, Stay Period Extension, Approval of Rothschild Agreement)**

THIS MOTION, made by the Applicants for an order; (i) extending the deadline for the submission of firm proposals in the Applicants' CCAA Sale Process; (ii) extending the Stay Period, as defined in the Amended and Restated Initial Order dated November 10, 2008, from January 30, 2009 until March 31, 2009; and (iii) approving the agreement by and among InterTAN, Inc., on behalf of and as the sole shareholder of InterTAN Canada Ltd. ("InterTAN"), InterTAN, Inc. and N M Rothschild & Sons Canada Securities Limited ("Rothschild Canada") and Rothschild Inc. ("RINC" and together with Rothschild Canada "Rothschild") regarding the retention of Rothschild as investment banker to InterTAN (the "Rothschild Agreement"), was heard this day at 330 University Avenue, Toronto, Ontario.

ON READING the Notice of Motion, the Affidavit of Peter Teti, sworn January 12, 2009 and the Exhibits thereto; the Affidavit of Mark Wong, sworn January 12, 2009, (the "Wong Affidavit") and the Exhibits thereto, the Third Report of the Monitor dated January 10, 2009 and the Appendices thereto and the Supplementary Third Report of the Monitor dated January 13, 2009, and on hearing the submissions of counsel for the Applicants, the Monitor, Rothschild Canada, Bank of America, N.A. (Canadian Branch) in its capacity as a lender and Canadian agent (the "Canadian Agent"), and other counsel present, no one else appearing although duly served as set out in the Affidavit of Service of Gillian Scott dated January 12, 2009.

### **SERVICE**

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

### **FORMAL BID DATE EXTENSION**

2. THIS COURT ORDERS THAT the January 15, 2009, 5:00 pm deadline for the submission of firm proposals and mark-ups of the draft purchase and sale agreement by potential purchasers, as set out in the Order of this Court dated December 5, 2008, is hereby extended until January 23, 2009 at 5:00 pm, or such later date and time as determined by InterTAN and Rothschild with the approval of the Monitor.

### **STAY PERIOD EXTENSION**

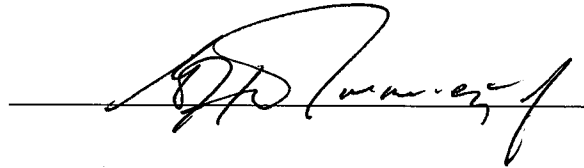
3. THIS COURT ORDERS THAT the Stay Period, as defined in the Amended and Restated Initial Order dated November 10, 2008, is hereby extended from January 30, 2009 until March 31, 2009.

### **APPROVAL OF THE ROTHSCHILD AGREEMENT**

4. THIS COURT ORDERS THAT, *nunc pro tunc* to the date that CCAA proceedings in respect of the Applicants commenced, the Rothschild Agreement, appended as Exhibit "F" to the Wong Affidavit, is hereby approved.

5. THIS COURT ORDERS THAT the execution of the Rothschild Agreement by InterTAN, by its sole shareholder InterTAN Inc., is hereby ratified and approved and InterTAN is hereby authorized to take all steps necessary to comply with its obligations set out thereunder.

6. THIS COURT ORDERS THAT the fees payable to Rothschild pursuant to and in accordance with the terms of the Rothschild Agreement, including section 4 thereof, are hereby approved and that Rothschild shall receive payment of any fees directly from the proceeds of any Transaction (as defined in the Rothschild Agreement) to the exclusion of the entitlement of any third party.



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COMMERCIAL LIST

Proceeding commenced at Toronto

ORDER

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