

**ONTARIO  
SUPERIOR COURT OF JUSTICE  
(IN BANKRUPTCY AND INSOLVENCY)  
[COMMERCIAL LIST]**

THE HONOURABLE ) TUESDAY, THE 6<sup>TH</sup>  
JUSTICE CONWAY ) DAY OF APRIL, 2021

**IN THE MATTER OF THE PROPOSAL OF  
TRAVEL SUPERSTORE INC.  
OF THE CITY OF HAMILTON IN THE PROVINCE OF ONTARIO**

**ORDER**

**THIS MOTION** made by the Debtor herein, Travel Superstore Inc. (the “**Debtor**”), for an order extending the deadline within which the Debtor is required to file its Proposal to creditors for a period of 45 days, and other ancillary relief was made by video conference.

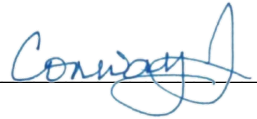
**ON READING** the Motion Record of the Debtor, filed, including the Affidavit of Richard Vanderlubbe sworn March 31, 2021 and the exhibits thereto (the “**Vanderlubbe Affidavit**”),

**AND ON BEING ADVISED THAT** there is no opposition to the relief requested on this Motion from any secured creditors or other major stakeholders of the Debtor,

**AND ON HEARING THE SUBMISSIONS** of counsel for the Debtor and counsel for MNP Ltd., in its capacity as Proposal Trustee (the “**Proposal Trustee**”) and the submissions of those other parties present as indicated on the counsel sheet,

1. **THIS COURT ORDERS THAT** the deadline for the Debtor to file its Proposal to its creditors is hereby extended by a period of 45 days to and including May 27, 2021 and the Debtor shall file its Proposal to creditors on or before that date, unless further extended by Order of this Court.
  
2. **THIS COURT FURTHER ORDERS THAT** the Debtor is authorized and directed to continue to utilize the Cash Management System currently in place, as defined in the Vanderlubbe Affidavit.
  
3. **THIS COURT FURTHER ORDERS THAT** any and all funds received by the Applicant, either prior to or subsequent to the date on which the Debtor filed its Notice of Intention to File a Proposal (the “**Filing Date**”), from non-credit card transactions with third parties in respect of travel services, including funds received from third parties in respect of Gift Cards (as defined in the Vanderlubbe Affidavit) but specifically not including Promotional Gift Cards (as defined in the Vanderlubbe Affidavit), shall be held in trust by the Debtor in a segregated bank account for the benefit of the supplier of the travel services purchased by said third parties, and shall not constitute funds of the Debtor or funds available to the general body of creditors of the Debtor, including in the event that the current proceedings result in the bankruptcy of the Debtor and, for greater certainty, the Debtor is authorized to disburse funds from such trust account in order to issue payment to the beneficiaries thereof, and any such disbursements shall be reported to the Proposal Trustee on a bi-weekly basis.

4. **THIS COURT FURTHER ORDERS THAT** the Company shall continue to honour redemption of Gift Cards (from funds held in trust), Promotional Gift Cards and Prizes (as defined in the Vanderlubbe Affidavit) redeemable for travel services by customers of the Debtor, and any such customers of the Debtor shall not constitute creditors of the Debtor for purposes of the Proposal proceedings. Holders of Gift Cards and Promotional Gift Cards may be treated as unaffected creditors for purposes of the Proposal of the Debtor.
5. **THIS COURT ORDERS** that the First Report of the Proposal Trustee, dated April 5, 2021, and the activities of the Proposal Trustee set out therein, be and is hereby approved.
6. **THIS COURT ORDERS** that this Order is effective from today's date and is not required to be entered.

A handwritten signature in blue ink, appearing to read "Conway J.", is written over a horizontal line.

**IN THE MATTER OF THE PROPOSAL OF  
TRAVEL SUPERSTORE INC.  
OF THE CITY OF HAMILTON IN THE PROVINCE OF ONTARIO**

Court File No. 32-2720193

***ONTARIO***  
**SUPERIOR COURT OF JUSTICE  
(IN BANKRUPTCY AND INSOLVENCY)  
[COMMERCIAL LIST]**

PROCEEDING COMMENCED AT HAMILTON

**ORDER**

**TORKIN MANES LLP**  
Barristers & Solicitors  
151 Yonge Street, Suite 1500  
Toronto ON M5C 2W7

Stewart Thom (55695C)  
sthom@torkinmanes.com  
Tel: 416-777-5197

Jeffrey J. Simpson (39663M)  
jsimpson@torkinmanes.com  
Tel: 416-777-5413

Lawyers for Travel Superstore Inc.

